

Eaton Vance Floating-Rate Income Trust  
Form N-CSRS  
February 08, 2007

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED  
MANAGEMENT INVESTMENT COMPANIES**

Investment Company Act file number 811-21574

Eaton Vance Floating Rate Income Trust  
(Exact name of registrant as specified in charter)

The Eaton Vance Building, 255 State Street, Boston, Massachusetts  
(Address of principal executive offices)

02109  
(Zip code)

Alan R. Dynner  
The Eaton Vance Building, 255 State Street, Boston, Massachusetts 02109  
(Name and address of agent for service)

Registrant's telephone number, including area code: (617) 482-8260

Date of fiscal year end: May 31

Date of reporting period: November 30, 2006

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**Item 1. Reports to Stockholders**

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Semiannual Report November 30, 2006

EATON VANCE  
FLOATING-  
RATE INCOME  
TRUST

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**IMPORTANT NOTICES REGARDING PRIVACY,  
DELIVERY OF SHAREHOLDER DOCUMENTS,  
PORTFOLIO HOLDINGS AND PROXY VOTING**

**Privacy.** The Eaton Vance organization is committed to ensuring your financial privacy. Each of the financial institutions identified below has in effect the following policy ("Privacy Policy") with respect to nonpublic personal information about its customers:

Only such information received from you, through application forms or otherwise, and information about your Eaton Vance fund transactions will be collected. This may include information such as name, address, social security number, tax status, account balances and transactions.

None of such information about you (or former customers) will be disclosed to anyone, except as permitted by law (which includes disclosure to employees necessary to service your account). In the normal course of servicing a customer's account, Eaton Vance may share information with unaffiliated third parties that perform various required services such as transfer agents, custodians and broker/dealers.

Policies and procedures (including physical, electronic and procedural safeguards) are in place that are designed to protect the confidentiality of such information.

We reserve the right to change our Privacy Policy at any time upon proper notification to you. Customers may want to review our Policy periodically for changes by accessing the link on our homepage: [www.eatonvance.com](http://www.eatonvance.com).

Our pledge of privacy applies to the following entities within the Eaton Vance organization: the Eaton Vance Family of Funds, Eaton Vance Management, Eaton Vance Investment Counsel, Boston Management and Research, and Eaton Vance Distributors, Inc.

In addition, our Privacy Policy only applies to those Eaton Vance customers who are individuals and who have a direct relationship with us. If a customer's account (i.e., fund shares) is held in the name of a third-party financial adviser/broker-dealer, it is likely that only such adviser's privacy policies apply to the customer. This notice supersedes all previously issued privacy disclosures.

For more information about Eaton Vance's Privacy Policy, please call 1-800-262-1122.

**Delivery of Shareholder Documents.** The Securities and Exchange Commission (the "SEC") permits funds to deliver only one copy of shareholder documents, including prospectuses, proxy statements and shareholder reports, to fund investors with multiple accounts at the same residential or post office box address. This practice is often called "householding" and it helps eliminate duplicate mailings to shareholders.

**Eaton Vance, or your financial adviser, may household the mailing of your documents indefinitely unless you instruct Eaton Vance, or your financial adviser, otherwise.**

If you would prefer that your Eaton Vance documents not be househanded, please contact Eaton Vance at 1-800-262-1122, or contact your financial adviser.

Your instructions that householding not apply to delivery of your Eaton Vance documents will be effective within 30 days of receipt by Eaton Vance or your financial adviser.

**Portfolio Holdings.** Each Eaton Vance Fund and its underlying Portfolio (if applicable) will file a schedule of its portfolio holdings on Form N-Q with the SEC for the first and third quarters of each fiscal year. The Form N-Q will be available on the Eaton Vance website [www.eatonvance.com](http://www.eatonvance.com), by calling Eaton Vance at 1-800-262-1122 or in the EDGAR database on the SEC's website at [www.sec.gov](http://www.sec.gov). Form N-Q may also be reviewed and copied at the SEC's public reference room in Washington, D.C. (call 1-800-732-0330 for information on the operation of the public reference room).

**Proxy Voting.** From time to time, funds are required to vote proxies related to the securities held by the funds. The Eaton Vance Funds or their underlying Portfolios (if applicable) vote proxies according to a set of policies and procedures approved by the Funds' and Portfolios' Boards. You may obtain a description of these policies and procedures and information on how the Funds or Portfolios voted proxies relating to portfolio securities during the most recent 12 month period ended June 30, without charge, upon request, by calling 1-800-262-1122. This description is also available on the SEC's website at [www.sec.gov](http://www.sec.gov).

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**Eaton Vance Floating-Rate Income Trust** as of November 30, 2006

## INVESTMENT UPDATE

### Performance for the Six Months ended November 30, 2006

Based on share price, Eaton Vance Floating-Rate Income Trust (the Fund), a closed-end fund traded on the New York Stock Exchange, had a total return of 7.51% for the six months ended November 30, 2006. That return was the result of an increase in share price to \$18.47 on November 30, 2006, from \$17.95 on May 31, 2006, and the reinvestment of \$0.809 in distributions.(1)

Based on net asset value (NAV), the Fund had a total return of 4.10% for the six months ended November 30, 2006. That return was the result of a decrease in NAV to \$18.84 on November 30, 2006, from \$18.91 on May 31, 2006, and the reinvestment of all distributions.(1)

Based on its November 2006 monthly dividend payment of \$0.137 and a closing share price of \$18.47, the Fund had a market yield of 8.90%.(2)

For performance comparison, the S&P/LSTA Leveraged Loan Index an unmanaged index of U.S. dollar-denominated leveraged loans had a total return of 3.23% for the six months ended November 30, 2006.(3)

### Investment Environment

The loan market enjoyed relatively stable fundamentals during the fiscal year, with default rates remaining low by historical standards. Technical factors came more into balance, as record new issuance from strong merger and acquisition activity met robust investor demand. Loan credit spreads stabilized during the fiscal year, after a period during which they had narrowed.

The Federal Reserve raised its Federal Funds rate a key short-term interest rate benchmark by 25 basis points (0.25%) at its June meeting, to 5.25%. The London Inter-Bank Offered Rate (LIBOR) the benchmark over which loan interest rates are typically set rose in step with that action, increasing the Fund's total return.

### The Fund's Investments

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The Fund's investments included 461 borrowers at November 30, 2006, with an average loan size of 0.19% of total investments, and no industry constituting more than 8.0% of total investments. Health care, chemicals and plastics, business equipment and services, cable/satellite television, and building and development (including manufacturers of building products and companies that manage/own apartments, shopping malls and commercial office buildings, among others) were the Fund's largest industry weightings.(4)

At November 30, 2006, the Fund had leverage in the amount of approximately 38.3% of the Fund's total assets. The Fund currently employs leverage through the issuance of Auction Preferred Shares ( APS ).(5) Use of financial leverage creates an opportunity for increased income, but, at the same time, creates special risks (including the likelihood of greater volatility of net asset value and market price of common shares). The cost of APS and borrowings rises and falls with changes in short-term interest rates. Such increases/decreases in cost of the Fund's leverage may be offset by increased/decreased income from the Fund's senior loan investments.

*The views expressed in this report are those of the portfolio managers and are current only through the end of the period of the report as stated on the cover. These views are subject to change at any time based upon market or other conditions, and the investment adviser disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a fund are based on many factors, may not be relied on as an indication of trading intent on behalf of any Eaton Vance fund.*

*Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value or share price (as applicable) with all distributions reinvested. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, the Fund's current performance may be lower or higher than the quoted return.*

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(1) *Performance results reflect the effect of leverage resulting from the Fund's issuance of Auction Preferred Shares. Absent an expense waiver by the investment adviser, returns would be lower.*

(2) *The Fund's market yield is calculated by dividing the most recent dividend per share by the share market price at the end of the period and annualizing the result.*

(3) *It is not possible to invest directly in an Index. The Index's total return reflects changes in value of the loans constituting the Index and accrual of interest and does not reflect the commissions or expenses that would have been incurred if an investor individually purchased or sold the loans represented in the Index. Unlike the Fund, the Index's return does not reflect the effect of leverage, such as the issuance of Auction Preferred Shares.*

(4) *Holdings and industry weightings are subject to change due to active management.*

(5) *In the event of a rise in long-term interest rates, the value of the Fund's investment portfolio could decline, which would reduce the asset coverage for its Auction Preferred Shares.*

**Fund shares are not insured by the FDIC and are not deposits or other obligations of, or guaranteed by, any depository institution. Shares are subject to investment risks, including possible loss of principal invested.**





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**Eaton Vance Floating-Rate Income Trust** as of November 30, 2006

Fund performance

## Performance(1)

Average Annual Total Return (by share price, NYSE)

|                        |       |
|------------------------|-------|
| Six Months             | 7.51% |
| One Year               | 17.63 |
| Life of Fund (6/29/04) | 5.88  |

Average Annual Total Return (at net asset value)

|                        |       |
|------------------------|-------|
| Six Months             | 4.10% |
| One Year               | 8.84  |
| Life of Fund (6/29/04) | 6.73  |

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(1) Performance results reflect the effect of leverage resulting from the Fund's issuance of Auction Preferred Shares. In the event of a rise in long-term interest rates, the value of the Fund's investment portfolio could decline, which would reduce the asset coverage for its Auction Preferred Shares.

Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value or share price (as applicable) with all distributions reinvested. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, the Fund's current performance may be lower or higher than the quoted return.

## Diversification by Industry(2)

By total investments

|                                 |      |
|---------------------------------|------|
| Health Care                     | 7.1% |
| Chemicals & Plastics            | 6.9  |
| Business Equip. & Services      | 6.3  |
| Cable & Satellite Television    | 5.3  |
| Building & Development          | 5.3  |
| Leisure Goods/Activities/Movies | 4.8  |

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|                               |      |
|-------------------------------|------|
| Automotive                    | 4.6  |
| Telecommunications            | 4.3  |
| Financial Intermediaries      | 4.0  |
| Radio & Television            | 4.0  |
| Publishing                    | 3.9  |
| Electronics/Electrical        | 3.6  |
| Containers & Glass Products   | 3.6  |
| Retailers(Except Food & Drug) | 3.2  |
| Lodging & Casinos             | 2.6  |
| Oil & Gas                     | 2.3  |
| Aerospace & Defense           | 2.3  |
| Forest Products               | 2.3  |
| Utilities                     | 2.2  |
| Food Service                  | 1.9% |
| Conglomerates                 | 1.7  |
| Food/Drug Retailers           | 1.7  |
| Beverage & Tobacco            | 1.6  |
| Nonferrous Metals/Minerals    | 1.5  |
| Industrial Equipment          | 1.4  |
| Food Products                 | 1.3  |
| Ecological Services & Equip.  | 1.0  |
| Insurance                     | 1.0  |
| Surface Transport             | 0.8  |
| Clothing/Textiles             | 0.7  |
| Home Furnishings              | 0.7  |
| Rail Industries               | 0.6  |
| Cosmetics/Toiletries          | 0.6  |
| Equipment Leasing             | 0.6  |
| Drugs                         | 0.5  |
| Air Transport                 | 0.4  |
| Farming/Agriculture           | 0.2  |
| Steel                         | 0.1  |

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(2) Reflects the Fund's investments as of November 30, 2006. Industries are shown as a percentage of the Fund's total investments. Statistics may not be representative of current or future investments and are subject to change due to active management.

### Fund Allocations(3)

By total investments

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(3) Fund Allocations are shown as a percentage of the Fund's total investments as of November 30, 2006. Fund Allocations may not be representative of the Fund's current or future investments and are subject to change due to active management.

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited)

| Senior, Floating Rate Interests  | 141.2%     |  |            |
|----------------------------------|------------|--|------------|
| Principal Amount                 |            | Borrower/Tranche Description                 | Value      |
| Aerospace and Defense            | 3.4%       |  |            |
| Alliant Techsystems, Inc.        |            | Term Loan, 6.46%, Maturing March 31, 2009    | \$ 612,255 |
|                                  | \$ 612,000 |  |            |
| CACI International, Inc.         |            | Term Loan, 6.93%, Maturing May 3, 2011       | 4,170,110  |
|                                  | 4,157,819  |  |            |
| Delta Air Lines, Inc.            |            | Term Loan, 12.87%, Maturing March 16, 2008   | 1,984,756  |
|                                  | 1,925,000  |  |            |
| Dresser Rand Group, Inc.         |            | Term Loan, 7.46%, Maturing October 29, 2011  | 890,511    |
|                                  | 884,980    |  |            |
| DRS Technologies, Inc.           |            | Term Loan, 6.88%, Maturing January 31, 2013  | 1,122,698  |
|                                  | 1,119,375  |  |            |
| Evergreen International Aviation |            | Term Loan, 8.82%, Maturing October 31, 2011  | 1,157,375  |
|                                  | 1,175,000  |  |            |
| Forgins International Holdings   |            | Term Loan, 9.71%, Maturing February 11, 2015 | 969,799    |
|                                  | 951,950    |  |            |
| Hexcel Corp.                     |            | Term Loan, 7.13%, Maturing March 1, 2012     | 783,099    |
|                                  | 781,146    |  |            |
| IAP Worldwide Services, Inc.     |            | Term Loan, 7.25%, Maturing December 30, 2012 | 1,058,935  |
|                                  | 1,066,938  |  |            |
| K&F Industries, Inc.             |            | Term Loan, 7.32%, Maturing November 18, 2012 | 718,250    |
|                                  | 715,010    |  |            |
| Spirit Aerosystems, Inc.         |            | Term Loan, 7.11%, Maturing December 31, 2011 | 1,305,266  |
|                                  | 1,301,808  |  |            |
| Standard Aero Holdings, Inc.     |            | Term Loan, 7.61%, Maturing August 24, 2012   | 2,760,860  |
|                                  | 2,750,545  |  |            |
| Transdigm, Inc.                  |            | Term Loan, 7.39%, Maturing June 23, 2013     | 1,812,150  |
|                                  | 1,800,000  |  |            |
| Vought Aircraft Industries, Inc. |            | Term Loan, 7.88%, Maturing December 17, 2011 | 1,305,562  |
|                                  | 1,298,259  |  |            |
| Wam Aquisition, S.A.             |            | Term Loan, 8.12%, Maturing April 8, 2013     | 762,017    |
|                                  | 755,563    |  |            |
|                                  | 755,563    | Term Loan, 8.62%, Maturing April 8, 2014     | 765,086    |
| Wesco Aircraft Hardware Corp.    |            |  | 1,308,532  |
|                                  | 1,300,000  |  |            |

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| Principal Amount                     | Borrower/Tranche Description                                    | Value         |
|--------------------------------------|---|---------------|
|                                      | Term Loan, 7.57%, Maturing September 29, 2013                   |               |
| Wyle Laboratories, Inc.              |   |               |
| 298,809                              | Term Loan, 8.12%, Maturing January 28, 2011                     | 300,397       |
|                                      |   | \$ 23,787,658 |
| Air Transport 0.6%                   |   |               |
| Northwest Airlines, Inc.             |   |               |
| \$ 2,350,000                         | DIP Loan, 7.82%, Maturing August 21, 2008                       | \$ 2,365,423  |
| Principal Amount                     |   |               |
| Borrower/Tranche Description         |   |               |
| Value                                |   |               |
| Air Transport (continued)            |   |               |
| United Airlines, Inc.                |   |               |
| \$ 1,545,359                         | Term Loan, 9.12%, Maturing February 1, 2012                     | \$ 1,561,779  |
| 220,766                              | Term Loan, 9.13%, Maturing February 1, 2012                     | 223,111       |
|                                      |   | \$ 4,150,313  |
| Automotive 7.1%                      |   |               |
| Accuride Corp.                       |   |               |
| \$ 2,285,212                         | Term Loan, 7.44%, Maturing January 31, 2012                     | \$ 2,290,213  |
| AE Europe Group, LLC                 |   |               |
| 811,786                              | Term Loan, 10.50%, Maturing October 11, 2010                    | 812,800       |
| Affina Group, Inc.                   |   |               |
| 1,271,502                            | Term Loan, 8.38%, Maturing November 30, 2011                    | 1,278,257     |
| Axletech International Holding, Inc. |   |               |
| 1,950,000                            | Term Loan, 11.87%, Maturing April 21, 2013                      | 1,965,438     |
| Collins & Aikman Products Co.        |   |               |
| 296,851                              | Revolving Loan, 6.28%, Maturing August 31, 2009 <sup>(7)</sup>  | 139,520       |
| 1,400,912                            | Term Loan, 6.34%, Maturing August 31, 2009 <sup>(7)</sup>       | 662,806       |
| CSA Acquisition Corp.                |   |               |
| 381,752                              | Term Loan, 7.88%, Maturing December 23, 2011                    | 382,349       |
| 708,132                              | Term Loan, 7.88%, Maturing December 23, 2011                    | 709,238       |
| 496,250                              | Term Loan, 7.88%, Maturing December 23, 2012                    | 496,436       |
| Dana Corp.                           |   |               |
| 1,175,000                            | DIP Loan, 7.65%, Maturing April 13, 2008                        | 1,177,203     |
| Dayco Products, LLC                  |   |               |
| 2,244,375                            | Term Loan, 8.02%, Maturing June 21, 2011                        | 2,237,828     |
| Exide Technologies, Inc.             |   |               |
| 483,925                              | Term Loan, 11.75%, Maturing May 5, 2010                         | 508,727       |
| 489,856                              | Term Loan, 11.75%, Maturing May 5, 2010                         | 514,961       |
| Federal-Mogul Corp.                  |   |               |
| 2,989,770                            | Revolving Loan, 7.07%, Maturing December 9, 2006 <sup>(2)</sup> | 2,944,301     |
| 4,717,351                            | Revolving Loan, 9.07%, Maturing December 9, 2006 <sup>(2)</sup> | 4,735,041     |

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|                                      |           |  |           |
|--------------------------------------|-----------|--|-----------|
|                                      | 563,750   | Term Loan, 9.07%, Maturing<br>December 9, 2006                   | 566,921   |
| Goodyear Tire & Rubber Co.           |           |  |           |
|                                      | 980,000   | Term Loan, 5.73%, Maturing April 30,<br>2010                     | 982,887   |
|                                      | 2,500,000 | Revolving Loan, 7.35%, Maturing<br>April 30, 2010 <sup>(2)</sup> | 2,489,845 |
|                                      | 3,290,000 | Term Loan, 8.14%, Maturing April 30,<br>2010                     | 3,326,720 |
|                                      | 1,000,000 | Term Loan, 8.89%, Maturing March 1,<br>2011                      | 1,014,688 |
| HLI Operating Co., Inc.              |           |  |           |
|                                      | 1,413,858 | Term Loan, 8.96%, Maturing June 3,<br>2009                       | 1,421,988 |
| Insurance Auto Auctions, Inc.        |           |  |           |
|                                      | 869,022   | Term Loan, 7.89%, Maturing May 19,<br>2012                       | 872,824   |
| Keystone Automotive Operations, Inc. |           |  |           |
|                                      | 1,811,313 | Term Loan, 7.86%, Maturing October<br>30, 2010                   | 1,814,709 |
| R.J. Tower Corp.                     |           |  |           |
|                                      | 1,925,000 | DIP Revolving Loan, 8.94%, Maturing<br>February 2, 2007          | 1,868,053 |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                         |           | Borrower/Tranche Description                            | Value         |
|--|-----------|---|---------------|
| Automotive (continued)                   |           |   |               |
| Rental Service Corp.                     |           |   |               |
| \$                                       | 1,250,000 | Term Loan, 8.85%, Maturing November 30, 2013            | \$ 1,259,961  |
| The Hertz Corp.                          |           |   |               |
|  | 444,444   | Term Loan, 5.39%, Maturing December 21, 2012            | 447,944       |
|  | 3,531,174 | Term Loan, 7.36%, Maturing December 21, 2012            | 3,558,982     |
| Trimas Corp.                             |           |   |               |
|  | 262,500   | Term Loan, 8.13%, Maturing August 2, 2011               | 263,895       |
|  | 1,137,500 | Term Loan, 8.13%, Maturing August 2, 2013               | 1,143,544     |
| TRW Automotive, Inc.                     |           |   |               |
|  | 1,950,038 | Term Loan, 6.88%, Maturing October 31, 2010             | 1,947,195     |
|  | 2,976,490 | Term Loan, 7.19%, Maturing June 30, 2012                | 2,973,466     |
| United Components, Inc.                  |           |   |               |
|  | 1,646,168 | Term Loan, 7.63%, Maturing June 30, 2010                | 1,652,341     |
| Vanguard Car Rental USA                  |           |   |               |
|  | 1,683,000 | Term Loan, 8.35%, Maturing June 14, 2013                | 1,695,447     |
|  |           |   | \$ 50,156,528 |
| Beverage and Tobacco 2.6%                |           |   |               |
| Alliance One International, Inc.         |           |   |               |
| \$                                       | 765,525   | Term Loan, 8.82%, Maturing May 13, 2010                 | \$ 775,094    |
| Constellation Brands, Inc.               |           |   |               |
|  | 5,750,000 | Term Loan, 6.93%, Maturing June 5, 2013                 | 5,777,951     |
| Culligan International Co.               |           |   |               |
|  | 2,972,435 | Term Loan, 7.07%, Maturing September 30, 2011           | 2,980,797     |
| Le-Nature's, Inc.                        |           |   |               |
|  | 521,739   | Term Loan, 9.39%, Maturing March 1, 2011 <sup>(3)</sup> | 330,965       |
| National Dairy Holdings, L.P.            |           |   |               |
|  | 769,800   | Term Loan, 7.32%, Maturing March 15, 2012               | 771,724       |
| National Distribution Co.                |           |   |               |
|  | 770,000   | Term Loan, 11.82%, Maturing June 22, 2010               | 771,925       |
| Reynolds American, Inc.                  |           |   |               |
|  | 3,266,813 | Term Loan, 7.14%, Maturing May 31, 2012                 | 3,292,846     |
| Southern Wine & Spirits of America, Inc. |           |   |               |
|  | 2,927,423 | Term Loan, 6.87%, Maturing May 31, 2012                 | 2,937,487     |
| Sunny Delight Beverages Co.              |           |   |               |

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|                                      |              |  |               |
|--------------------------------------|--------------|--|---------------|
|                                      | 706,590      | Term Loan, 11.38%, Maturing August<br>20, 2010                 | 693,342       |
|                                      |              |  | \$ 18,332,131 |
| Building and Development 8.0%        |              |  |               |
| AP-Newkirk Holdings, LLC             |              |  |               |
|                                      | \$ 1,825,183 | Term Loan, 7.82%, Maturing<br>December 21, 2007                | \$ 1,828,036  |
| Beacon Sales Acquisition, Inc.       |              |  |               |
|                                      | 775,000      | Term Loan, 7.32%, Maturing<br>September 30, 2013               | 776,938       |
| Biomed Realty, L.P.                  |              |  |               |
|                                      | 3,385,000    | Term Loan, 7.57%, Maturing May 31,<br>2010                     | 3,376,538     |
| Principal                            |              |  |               |
| Amount                               |              | Borrower/Tranche Description                                   | Value         |
| Building and Development (continued) |              |  |               |
| Capital Automotive (REIT)            |              |  |               |
|                                      | \$ 1,372,138 | Term Loan, 7.07%, Maturing<br>December 16, 2010                | \$ 1,376,747  |
| EpcO / Fantome, LLC                  |              |  |               |
|                                      | 1,700,000    | Term Loan, 8.37%, Maturing<br>November 23, 2010                | 1,708,500     |
| Formica Corp.                        |              |  |               |
|                                      | 1,144,250    | Term Loan, 8.49%, Maturing March<br>15, 2013                   | 1,143,893     |
| FT-FIN Acquisition, LLC              |              |  |               |
|                                      | 1,364,019    | Term Loan, 7.13%, Maturing<br>November 17, 2007 <sup>(2)</sup> | 1,367,429     |
| Gables GP, Inc.                      |              |  |               |
|                                      | 91,711       | Term Loan, 7.07%, Maturing<br>December 31, 2006                | 91,863        |
| General Growth Properties, Inc.      |              |  |               |
|                                      | 2,000,000    | Term Loan, 6.57%, Maturing February<br>24, 2011                | 1,988,854     |
| Hovstone Holdings, LLC               |              |  |               |
|                                      | 1,365,000    | Term Loan, 7.37%, Maturing February<br>28, 2009                | 1,344,525     |
| Landsource Communities, LLC          |              |  |               |
|                                      | 2,000,000    | Term Loan, 7.88%, Maturing March<br>31, 2010                   | 1,973,750     |
| Lanoga Corp.                         |              |  |               |
|                                      | 1,396,500    | Term Loan, 7.12%, Maturing June 29,<br>2013                    | 1,393,009     |
| LNR Property Corp.                   |              |  |               |
|                                      | 3,125,000    | Term Loan, 8.12%, Maturing July 3,<br>2011                     | 3,138,997     |
| Mattamy Funding Partnership          |              |  |               |
|                                      | 497,500      | Term Loan, 7.63%, Maturing April 11,<br>2013                   | 494,080       |
| Mueller Group, Inc.                  |              |  |               |
|                                      | 2,154,440    | Term Loan, 7.40%, Maturing October<br>3, 2012                  | 2,167,458     |
| NCI Building Systems, Inc.           |              |  |               |
|                                      | 400,742      | Term Loan, 6.84%, Maturing June 18,<br>2010                    | 400,993       |
| Newkirk Master, L.P.                 |              |  |               |
|                                      | 1,859,939    | Term Loan, 7.07%, Maturing August<br>11, 2008                  | 1,862,846     |
|                                      | 1,452,442    |  | 1,454,712     |



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|                                   |           |  |           |
|-----------------------------------|-----------|--|-----------|
|                                   |           | Term Loan, 7.07%, Maturing August<br>11, 2008    |           |
| Nortek, Inc.                      |           |  |           |
|                                   | 4,985,250 | Term Loan, 7.36%, Maturing August<br>27, 2011    | 4,976,680 |
| November 2005 Land Investors      |           |  |           |
|                                   | 995,000   | Term Loan, 8.12%, Maturing May 9,<br>2011        | 985,050   |
| Panolam Industries Holdings, Inc. |           |  |           |
|                                   | 623,189   | Term Loan, 8.12%, Maturing<br>September 30, 2012 | 626,305   |
| Ply Gem Industries, Inc.          |           |  |           |
|                                   | 950,000   | Term Loan, 8.32%, Maturing August<br>15, 2011    | 957,422   |
|                                   | 116,602   | Term Loan, 8.32%, Maturing August<br>15, 2011    | 116,529   |
|                                   | 1,749,023 | Term Loan, 8.32%, Maturing August<br>15, 2011    | 1,747,930 |
| Rubicon GSA II, LLC               |           |  |           |
|                                   | 2,650,000 | Term Loan, 8.07%, Maturing July 31,<br>2008      | 2,650,000 |
| South Edge, LLC                   |           |  |           |
|                                   | 843,750   | Term Loan, 7.38%, Maturing October<br>31, 2009   | 827,402   |
| Stile Acquisition Corp.           |           |  |           |
|                                   | 2,232,835 | Term Loan, 7.38%, Maturing April 6,<br>2013      | 2,190,621 |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                     |           | Borrower/Tranche Description                              | Value         |
|--------------------------------------|-----------|---|---------------|
| Building and Development (continued) |           |   |               |
| Stile U.S. Acquisition Corp.         |           |   |               |
| \$                                   | 2,236,639 | Term Loan, 7.38%, Maturing April 6, 2013                  | \$ 2,194,353  |
| TE / Touse Senior, LLC               |           |   |               |
|                                      | 1,700,000 | Term Loan, 8.25%, Maturing August 1, 2008                 | 1,406,750     |
| Touse/Kolter, LLC                    |           |   |               |
|                                      | 2,305,000 | Term Loan, 7.62%, Maturing January 7, 2008 <sup>(2)</sup> | 2,307,881     |
| TRU 2005 RE Holding Co.              |           |   |               |
|                                      | 4,575,000 | Term Loan, 8.32%, Maturing December 9, 2008               | 4,583,935     |
| Truststreet Properties, Inc.         |           |   |               |
|                                      | 1,640,000 | Term Loan, 7.32%, Maturing April 8, 2010                  | 1,644,100     |
| United Subcontractors, Inc.          |           |   |               |
|                                      | 925,000   | Term Loan, 12.86%, Maturing June 27, 2013                 | 897,250       |
|                                      |           |   | \$ 56,001,376 |
| Business Equipment and Services 9.3% |           |   |               |
| Acco Brands Corp.                    |           |   |               |
| \$                                   | 1,379,675 | Term Loan, 7.11%, Maturing August 17, 2012                | \$ 1,383,771  |
| Activant Solutions, Inc.             |           |   |               |
|                                      | 813,058   | Term Loan, 7.38%, Maturing May 1, 2013                    | 807,722       |
| Axiom Corp.                          |           |   |               |
|                                      | 1,650,000 | Term Loan, 7.09%, Maturing September 15, 2012             | 1,657,219     |
| Affiliated Computer Services         |           |   |               |
|                                      | 918,063   | Term Loan, 7.39%, Maturing March 20, 2013                 | 920,931       |
|                                      | 2,394,000 | Term Loan, 7.40%, Maturing March 20, 2013                 | 2,400,284     |
| Affinion Group, Inc.                 |           |   |               |
|                                      | 2,269,389 | Term Loan, 8.12%, Maturing October 17, 2012               | 2,284,638     |
| Alix Partners LLP                    |           |   |               |
|                                      | 1,100,000 | Term Loan, 7.88%, Maturing October 12, 2013               | 1,107,334     |
| Allied Security Holdings, LLC        |           |   |               |
|                                      | 1,443,409 | Term Loan, 8.37%, Maturing June 30, 2010                  | 1,454,235     |
| Buhrmann US, Inc.                    |           |   |               |
|                                      | 1,445,440 | Term Loan, 7.13%, Maturing December 31, 2010              | 1,448,150     |
| DynCorp International, LLC           |           |   |               |
|                                      | 1,349,450 | Term Loan, 7.75%, Maturing February 11, 2011              | 1,357,603     |
| Education Management, LLC            |           |   |               |
|                                      | 1,720,688 |   | 1,732,947     |

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| Principal Amount                            | Borrower/Tranche Description                 | Value      |
|---|--|------------|
|   | Term Loan, 7.88%, Maturing June 1, 2013      |            |
| Gate Gourmet Borrower, LLC                  |  |            |
| 1,636,222                                   | Term Loan, 8.12%, Maturing March 9, 2012     | 1,656,675  |
| 205,556                                     | Term Loan, 8.12%, Maturing March 9, 2012     | 202,472    |
| Info USA, Inc.                              |  |            |
| 669,938                                     | Term Loan, 7.07%, Maturing February 14, 2012 | 669,100    |
| Iron Mountain, Inc.                         |  |            |
| 3,476,851                                   | Term Loan, 7.13%, Maturing April 2, 2011     | 3,485,543  |
| Language Line, Inc.                         |  |            |
| 4,210,016                                   | Term Loan, 8.63%, Maturing June 11, 2011     | 4,242,248  |
|   |  |            |
| Business Equipment and Services (continued) |  |            |
| Mitchell International, Inc.                |  |            |
| \$ 719,248                                  | Term Loan, 7.37%, Maturing August 15, 2011   | \$ 721,945 |
| N.E.W. Holdings I, LLC                      |  |            |
| 860,000                                     | Term Loan, 12.36%, Maturing February 8, 2014 | 871,825    |
| 535,210                                     | Term Loan, 8.12%, Maturing August 8, 2014    | 537,886    |
| Nielsen Finance, LLC                        |  |            |
| 7,700,000                                   | Term Loan, 8.13%, Maturing August 9, 2013    | 7,733,156  |
| Protection One, Inc.                        |  |            |
| 2,263,320                                   | Term Loan, 7.85%, Maturing March 31, 2012    | 2,273,222  |
| Quantum Corp.                               |  |            |
| 400,000                                     | Term Loan, 9.44%, Maturing August 22, 2012   | 400,500    |
| 250,000                                     | Term Loan, 13.69%, Maturing August 22, 2013  | 249,063    |
| Quintiles Transnational Corp.               |  |            |
| 1,875,000                                   | Term Loan, 9.37%, Maturing March 31, 2014    | 1,905,761  |
| Serena Software, Inc.                       |  |            |
| 632,813                                     | Term Loan, 7.62%, Maturing March 10, 2013    | 633,524    |
| SS&C Technologies, Inc.                     |  |            |
| 68,537                                      | Term Loan, 7.87%, Maturing November 23, 2012 | 69,037     |
| 914,747                                     | Term Loan, 8.00%, Maturing November 23, 2012 | 921,417    |
| Sungard Data Systems, Inc.                  |  |            |
| 14,417,500                                  | Term Loan, 7.88%, Maturing February 11, 2013 | 14,541,404 |
| TDS Investor Corp.                          |  |            |
| 3,073,876                                   | Term Loan, 8.37%, Maturing August 23, 2013   | 3,084,032  |
| 301,124                                     | Term Loan, 8.37%, Maturing August 23, 2013   | 302,119    |
| Transaction Network Services, Inc.          |  |            |
| 869,764                                     | Term Loan, 7.39%, Maturing May 4, 2012       | 869,764    |
| US Investigations Services, Inc.            |  |            |

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|  |           |  |               |
|--|-----------|--|---------------|
|  | 1,283,814 | Term Loan, 7.89%, Maturing October 14, 2012  | 1,290,233     |
|  | 593,443   | Term Loan, 7.89%, Maturing October 14, 2013  | 596,162       |
| <b>Western Inventory Services</b>          |           |  |               |
|  | 967,521   | Term Loan, 7.82%, Maturing March 31, 2011    | 972,359       |
| <b>Williams Scotsman, Inc.</b>             |           |  |               |
|  | 850,000   | Term Loan, 6.82%, Maturing June 27, 2010     | 848,938       |
|  |           |  | \$ 65,633,219 |
| <b>Cable and Satellite Television 8.0%</b> |           |  |               |
| <b>Atlantic Broadband Finance, LLC</b>     |           |  |               |
| \$   | 3,980,000 | Term Loan, 8.14%, Maturing February 10, 2011 | \$ 4,034,725  |
| <b>Bragg Communications, Inc.</b>          |           |  |               |
|  | 2,165,163 | Term Loan, 7.12%, Maturing August 31, 2011   | 2,167,869     |
| <b>Bresnan Broadband Holdings, LLC</b>     |           |  |               |
|  | 1,325,000 | Term Loan, 9.88%, Maturing March 29, 2014    | 1,355,916     |
| <b>Cequel Communications, LLC</b>          |           |  |               |
|  | 1,800,000 | Term Loan, 9.88%, Maturing May 5, 2014       | 1,796,625     |
|  | 3,405,166 | Term Loan, 11.37%, Maturing May 5, 2014      | 3,383,883     |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                           |            | Borrower/Tranche Description                               | Value         |
|--|------------|--|---------------|
| Cable and Satellite Television (continued) |            |  |               |
| Charter Communications Operating, LLC      |            |  |               |
| \$   | 12,297,231 | Term Loan, 8.01%, Maturing April 28, 2013                  | \$ 12,397,146 |
| CSC Holdings, Inc.                         |            |  |               |
|  | 3,308,375  | Term Loan, 7.12%, Maturing March 29, 2013                  | 3,306,582     |
| Insight Midwest Holdings, LLC              |            |  |               |
|  | 1,481,250  | Term Loan, 7.61%, Maturing April 6, 2014                   | 1,490,600     |
|  | 4,443,750  | Term Loan, 7.61%, Maturing April 6, 2014                   | 4,471,799     |
| MCC Iowa, LLC                              |            |  |               |
|  | 1,965,625  | Term Loan, 6.50%, Maturing March 31, 2010                  | 1,930,202     |
| Mediacom Broadband Group                   |            |  |               |
|  | 2,947,725  | Term Loan, 7.00%, Maturing January 31, 2015                | 2,937,131     |
| Mediacom Illinois, LLC                     |            |  |               |
|  | 4,098,125  | Term Loan, 7.24%, Maturing January 31, 2015                | 4,091,539     |
| NTL Cable, PLC                             |            |  |               |
|  | 1,015,000  | Term Loan, 8.37%, Maturing January 28, 2011                | 1,050,525     |
| NTL Investment Holdings, Ltd.              |            |  |               |
|  | 2,782,878  | Term Loan, 7.36%, Maturing March 30, 2012                  | 2,796,213     |
| Persona Communications Corp.               |            |  |               |
|  | 392,689    | Term Loan, 0.00%, Maturing October 12, 2013 <sup>(2)</sup> | 395,143       |
|  | 632,311    | Term Loan, 8.12%, Maturing October 12, 2013                | 636,263       |
|  | 900,000    | Term Loan, 11.37%, Maturing April 12, 2014                 | 905,625       |
| UGS Corp.                                  |            |  |               |
|  | 4,454,290  | Term Loan, 7.13%, Maturing March 31, 2012                  | 4,450,579     |
| UPC Broadband Holding B.V.                 |            |  |               |
|  | 1,330,000  | Term Loan, 7.64%, Maturing March 31, 2013                  | 1,332,036     |
|  | 1,330,000  | Term Loan, 7.64%, Maturing December 31, 2013               | 1,332,036     |
|  |            |  | \$ 56,262,437 |
| Chemicals and Plastics 10.2%               |            |  |               |
| Basell Af S.A.R.L.                         |            |  |               |
| \$   | 312,500    | Term Loan, 7.60%, Maturing August 1, 2013                  | \$ 316,309    |
|  | 62,500     | Term Loan, 7.60%, Maturing August 1, 2013                  | 63,262        |
|  | 312,500    | Term Loan, 8.35%, Maturing August 1, 2014                  | 316,406       |
|  | 62,500     | Term Loan, 8.35%, Maturing August 1, 2014                  | 63,281        |

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|   |           |  |              |
|---|-----------|--|--------------|
| <b>Brenntag Holding GmbH and Co. KG</b>   |           |  |              |
|   | 432,000   | Term Loan, 8.08%, Maturing December 23, 2013           | 435,780      |
|   | 1,768,000 | Term Loan, 8.08%, Maturing December 23, 2013           | 1,786,509    |
|   | 1,100,000 | Term Loan, 12.08%, Maturing December 23, 2015          | 1,125,953    |
| <b>Celanese Holdings, LLC</b>             |           |  |              |
|   | 6,339,256 | Term Loan, 7.12%, Maturing June 4, 2011                | 6,358,502    |
| <b>Gentek, Inc.</b>                       |           |  |              |
|   | 616,778   | Term Loan, 7.36%, Maturing February 25, 2011           | 620,055      |
|   | 749,148   | Term Loan, 9.62%, Maturing February 28, 2012           | 756,452      |
| <b>Georgia Gulf Corp.</b>                 |           |  |              |
|   | 1,570,313 | Term Loan, 7.32%, Maturing October 3, 2013             | 1,579,427    |
| <br>                                      |           |  |              |
| Principal Amount                          |           | Borrower/Tranche Description                           | Value        |
| <b>Chemicals and Plastics (continued)</b> |           |  |              |
| <b>Hercules, Inc.</b>                     |           |  |              |
| \$  | 2,932,331 | Term Loan, 6.87%, Maturing October 8, 2010             | \$ 2,936,729 |
| <b>Hexion Specialty Chemicals, Inc.</b>   |           |  |              |
|   | 894,527   | Term Loan, 7.87%, Maturing May 5, 2013                 | 893,169      |
|   | 4,117,910 | Term Loan, 7.88%, Maturing May 5, 2013                 | 4,111,659    |
| <b>Huntsman, LLC</b>                      |           |  |              |
|   | 6,155,077 | Term Loan, 7.07%, Maturing August 16, 2012             | 6,155,933    |
| <b>Ineos Group</b>                        |           |  |              |
|   | 1,800,000 | Term Loan, 7.61%, Maturing December 14, 2013           | 1,817,876    |
|   | 1,800,000 | Term Loan, 8.11%, Maturing December 14, 2014           | 1,817,876    |
| <b>Innophos, Inc.</b>                     |           |  |              |
|   | 2,154,159 | Term Loan, 7.57%, Maturing August 10, 2010             | 2,162,237    |
| <b>Invista B.V.</b>                       |           |  |              |
|   | 6,457,500 | Term Loan, 6.87%, Maturing April 30, 2010              | 6,417,141    |
| <b>ISP Chemo, Inc.</b>                    |           |  |              |
|   | 2,437,750 | Term Loan, 7.41%, Maturing February 16, 2013           | 2,443,084    |
| <b>Kranton Polymers, LLC</b>              |           |  |              |
|   | 1,831,521 | Term Loan, 7.38%, Maturing May 12, 2013                | 1,837,245    |
| <b>Lucite International Group</b>         |           |  |              |
|   | 233,588   | Term Loan, 0.00%, Maturing July 7, 2013 <sup>(2)</sup> | 235,270      |
|   | 664,746   | Term Loan, 8.07%, Maturing July 7, 2013                | 669,532      |
| <b>Lyondell Chemical Co.</b>              |           |  |              |
|   | 4,289,250 | Term Loan, 7.12%, Maturing August 16, 2013             | 4,310,027    |
| <b>Mosaic Co.</b>                         |           |  |              |
|   | 1,576,000 | Term Loan, 7.01%, Maturing February 21, 2012           | 1,576,394    |
| <b>Nalco Co.</b>                          |           |  |              |

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|                                  |           |   |               |
|----------------------------------|-----------|---|---------------|
|                                  | 5,680,211 | Term Loan, 7.16%, Maturing<br>November 4, 2010  | 5,702,966     |
| PQ Corp.                         |           |   |               |
|                                  | 576,225   | Term Loan, 7.38%, Maturing<br>February 10, 2012 | 578,627       |
| Professional Paint, Inc.         |           |   |               |
|                                  | 822,938   | Term Loan, 7.63%, Maturing May 31,<br>2012      | 823,966       |
|                                  | 350,000   | Term Loan, 11.38%, Maturing May<br>31, 2013     | 353,063       |
| Propex Fabrics, Inc.             |           |   |               |
|                                  | 1,025,062 | Term Loan, 7.63%, Maturing July 31,<br>2012     | 1,025,703     |
| Rockwood Specialties Group, Inc. |           |   |               |
|                                  | 6,377,875 | Term Loan, 7.38%, Maturing<br>December 10, 2012 | 6,412,953     |
| Solo Cup Co.                     |           |   |               |
|                                  | 4,376,002 | Term Loan, 8.62%, Maturing<br>February 27, 2011 | 4,395,147     |
| Solutia, Inc.                    |           |   |               |
|                                  | 850,000   | DIP Loan, 8.96%, Maturing March<br>31, 2007     | 853,188       |
| Wellman, Inc.                    |           |   |               |
|                                  | 750,000   | Term Loan, 9.37%, Maturing<br>February 10, 2009 | 739,688       |
|                                  |           |   | \$ 71,691,409 |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                   |           | Borrower/Tranche Description                 | Value         |
|------------------------------------|-----------|--|---------------|
| Clothing / Textiles 0.7%           |           |  |               |
| Hanesbrands, Inc.                  |           |  |               |
| \$                                 | 2,000,000 | Term Loan, 7.68%, Maturing September 5, 2013 | \$ 2,016,600  |
|                                    | 950,000   | Term Loan, 9.19%, Maturing March 5, 2014     | 972,478       |
| St. John Knits International, Inc. |           |  |               |
|                                    | 686,148   | Term Loan, 9.32%, Maturing March 23, 2012    | 682,718       |
| The William Carter Co.             |           |  |               |
|                                    | 1,119,030 | Term Loan, 6.87%, Maturing July 14, 2012     | 1,118,156     |
|                                    |           |  | \$ 4,789,952  |
| Conglomerates 2.6%                 |           |  |               |
| Amsted Industries, Inc.            |           |  |               |
| \$                                 | 1,930,422 | Term Loan, 7.37%, Maturing October 15, 2010  | \$ 1,930,422  |
| Blount, Inc.                       |           |  |               |
|                                    | 343,887   | Term Loan, 7.10%, Maturing August 9, 2010    | 344,890       |
| Dundee Holding, Inc.               |           |  |               |
|                                    | 1,841,300 | Term Loan, 8.57%, Maturing February 17, 2015 | 1,855,110     |
| Euramax International, Inc.        |           |  |               |
|                                    | 680,337   | Term Loan, 8.19%, Maturing June 28, 2012     | 682,719       |
|                                    | 501,316   | Term Loan, 12.37%, Maturing June 28, 2013    | 485,650       |
|                                    | 248,684   | Term Loan, 12.37%, Maturing June 28, 2013    | 240,913       |
| Goodman Global Holdings, Inc.      |           |  |               |
|                                    | 1,182,071 | Term Loan, 7.19%, Maturing December 23, 2011 | 1,182,564     |
| Jarden Corp.                       |           |  |               |
|                                    | 1,177,479 | Term Loan, 7.12%, Maturing January 24, 2012  | 1,176,154     |
|                                    | 2,983,835 | Term Loan, 7.37%, Maturing January 24, 2012  | 2,989,429     |
| Johnson Diversey, Inc.             |           |  |               |
|                                    | 1,899,310 | Term Loan, 7.87%, Maturing December 16, 2011 | 1,916,820     |
| Polymer Group, Inc.                |           |  |               |
|                                    | 2,853,438 | Term Loan, 7.61%, Maturing November 22, 2012 | 2,861,464     |
| Rexnord Corp.                      |           |  |               |
|                                    | 1,525,000 | Term Loan, 7.88%, Maturing July 19, 2013     | 1,531,675     |
| RGIS Holdings, LLC                 |           |  |               |
|                                    | 1,265,536 | Term Loan, 7.87%, Maturing February 15, 2013 | 1,265,142     |
|                                    |           |  | \$ 18,462,952 |
| Containers and Glass Products 5.6% |           |  |               |



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|   |           |   |               |
|---|-----------|---|---------------|
| Berry Plastics Corp.                      |           |   |               |
| \$  | 2,850,000 | Term Loan, 7.12%, Maturing September 20, 2013 | \$ 2,857,421  |
| Bluegrass Container Co.                   |           |   |               |
|   | 424,995   | Term Loan, 7.60%, Maturing June 30, 2013      | 429,192       |
|   | 1,420,380 | Term Loan, 7.60%, Maturing June 30, 2013      | 1,434,406     |
|   | 321,212   | Term Loan, 10.32%, Maturing December 30, 2013 | 325,729       |
|   | 1,003,788 | Term Loan, 10.32%, Maturing December 30, 2013 | 1,017,904     |
| Principal Amount                          |           |   |               |
|   |           | Borrower/Tranche Description                  | Value         |
| Containers and Glass Products (continued) |           |   |               |
| Crown Americas, Inc.                      |           |   |               |
| \$  | 693,000   | Term Loan, 7.12%, Maturing November 15, 2012  | \$ 694,841    |
| Graham Packaging Holdings Co.             |           |   |               |
|   | 397,975   | Term Loan, 7.69%, Maturing October 7, 2011    | 399,965       |
|   | 5,305,500 | Term Loan, 7.73%, Maturing October 7, 2011    | 5,332,028     |
|   | 1,428,571 | Term Loan, 9.69%, Maturing April 7, 2012      | 1,445,759     |
| Graphic Packaging International, Inc.     |           |   |               |
|   | 8,792,639 | Term Loan, 7.90%, Maturing August 8, 2010     | 8,904,903     |
| IPG (US), Inc.                            |           |   |               |
|   | 3,234,000 | Term Loan, 7.64%, Maturing July 28, 2011      | 3,229,958     |
| JSG Acquisitions                          |           |   |               |
|   | 2,055,000 | Term Loan, 7.75%, Maturing December 31, 2013  | 2,073,624     |
|   | 2,055,000 | Term Loan, 8.25%, Maturing December 13, 2014  | 2,083,899     |
| Kranson Industries, Inc.                  |           |   |               |
|   | 950,000   | Term Loan, 8.17%, Maturing July 31, 2013      | 955,344       |
| Owens-Brockway Glass Container            |           |   |               |
|   | 1,800,000 | Term Loan, 6.82%, Maturing June 14, 2013      | 1,803,150     |
| Smurfit-Stone Container Corp.             |           |   |               |
|   | 656,041   | Term Loan, 4.73%, Maturing November 1, 2011   | 661,185       |
|   | 742,500   | Term Loan, 7.63%, Maturing November 1, 2011   | 748,322       |
|   | 3,039,349 | Term Loan, 7.66%, Maturing November 1, 2011   | 3,063,180     |
|   | 1,637,326 | Term Loan, 7.67%, Maturing November 1, 2011   | 1,650,165     |
|   |           |   | \$ 39,110,975 |
| Cosmetics / Toiletries 0.8%               |           |   |               |
| American Safety Razor Co.                 |           |   |               |
| \$  | 1,050,000 | Term Loan, 11.72%, Maturing July 31, 2014     | \$ 1,065,750  |
| Prestige Brands, Inc.                     |           |   |               |
|   | 2,442,400 | Term Loan, 7.71%, Maturing April 7, 2011      | 2,456,138     |
| Revlon Consumer Products Corp.            |           |   |               |
|   | 1,854,680 |   | 1,904,138     |

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|                       |              |  |              |
|-----------------------|--------------|--|--------------|
|                       |              | Term Loan, 11.42%, Maturing July 9, 2010     |              |
|                       |              |  | \$ 5,426,026 |
| Drugs 0.9%            |              |  |              |
| Patheon, Inc.         |              |  |              |
|                       | \$ 2,008,294 | Term Loan, 9.61%, Maturing December 14, 2011 | \$ 1,970,639 |
| Warner Chilcott Corp. |              |  |              |
|                       | 838,758      | Term Loan, 7.62%, Maturing January 18, 2012  | 843,550      |
|                       | 54,929       | Term Loan, 7.62%, Maturing January 18, 2012  | 55,156       |
|                       | 10,986       | Term Loan, 7.62%, Maturing January 18, 2012  | 11,031       |
|                       | 3,055,029    | Term Loan, 7.62%, Maturing January 18, 2012  | 3,072,486    |
|                       |              |  | \$ 5,952,862 |

See notes to financial statements

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## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                       |           | Borrower/Tranche Description                 | Value         |
|--|-----------|--|---------------|
| Ecological Services and Equipment 1.6% |           |  |               |
| Allied Waste Industries, Inc.          |           |  |               |
| \$                                     | 1,487,310 | Term Loan, 5.33%, Maturing January 15, 2012  | \$ 1,487,542  |
|  | 3,687,563 | Term Loan, 7.16%, Maturing January 15, 2012  | 3,687,209     |
| Duratek, Inc.                          |           |  |               |
|  | 658,527   | Term Loan, 7.76%, Maturing June 7, 2013      | 662,849       |
| Energysolutions, LLC                   |           |  |               |
|  | 69,182    | Term Loan, 7.57%, Maturing June 7, 2013      | 69,636        |
|  | 1,453,476 | Term Loan, 7.76%, Maturing June 7, 2013      | 1,463,015     |
| Environmental Systems, Inc.            |           |  |               |
|  | 1,461,837 | Term Loan, 8.87%, Maturing December 12, 2008 | 1,470,973     |
| IESI Corp.                             |           |  |               |
|  | 1,400,000 | Term Loan, 7.12%, Maturing January 20, 2012  | 1,402,188     |
| Sensus Metering Systems, Inc.          |           |  |               |
|  | 807,454   | Term Loan, 7.44%, Maturing December 17, 2010 | 807,454       |
|  | 107,254   | Term Loan, 7.49%, Maturing December 17, 2010 | 107,254       |
|  |           |  | \$ 11,158,120 |
| Electronics / Electrical 5.2%          |           |  |               |
| Advanced Micro Devices, Inc.           |           |  |               |
| \$                                     | 2,688,365 | Term Loan, 7.62%, Maturing December 31, 2013 | \$ 2,701,807  |
| AMI Semiconductor, Inc.                |           |  |               |
|  | 2,267,932 | Term Loan, 6.82%, Maturing April 1, 2012     | 2,260,844     |
| Aspect Software, Inc.                  |           |  |               |
|  | 2,250,000 | Term Loan, 8.44%, Maturing July 11, 2011     | 2,263,712     |
|  | 2,000,000 | Term Loan, 12.38%, Maturing July 11, 2013    | 2,010,834     |
| Communications & Power, Inc.           |           |  |               |
|  | 838,454   | Term Loan, 7.57%, Maturing July 23, 2010     | 842,122       |
| Enersys Capital, Inc.                  |           |  |               |
|  | 1,955,000 | Term Loan, 7.42%, Maturing March 17, 2011    | 1,967,219     |
| FCI International S.A.S.               |           |  |               |
|  | 232,989   | Term Loan, 8.33%, Maturing November 1, 2013  | 236,193       |
|  | 242,011   | Term Loan, 8.33%, Maturing November 1, 2013  | 242,843       |
|  | 242,011   | Term Loan, 8.83%, Maturing November 1, 2013  | 244,053       |
|  | 232,989   | Term Loan, 8.83%, Maturing November 1, 2013  | 236,193       |

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|                                      |           |   |               |
|--------------------------------------|-----------|---|---------------|
| Infor Enterprise Solutions           |           |   |               |
|                                      | 2,940,714 | Term Loan, 9.12%, Maturing July 28, 2012      | 2,976,247     |
|                                      | 1,534,286 | Term Loan, 9.12%, Maturing July 28, 2012      | 1,554,423     |
| Network Solutions, LLC               |           |   |               |
|                                      | 1,066,938 | Term Loan, 10.37%, Maturing January 9, 2012   | 1,080,274     |
| Open Solutions, Inc.                 |           |   |               |
|                                      | 1,150,000 | Term Loan, 11.90%, Maturing March 3, 2012     | 1,178,750     |
| Rayovac Corp.                        |           |   |               |
|                                      | 3,855,195 | Term Loan, 8.38%, Maturing February 7, 2012   | 3,873,780     |
| Rexel S.A.                           |           |   |               |
|                                      | 1,700,000 | Term Loan, 7.61%, Maturing March 16, 2013     | 1,709,563     |
|                                      |           |   |               |
| Principal Amount                     |           | Borrower/Tranche Description                  | Value         |
| Electronics / Electrical (continued) |           |   |               |
| Security Co., Inc.                   |           |   |               |
| \$                                   | 977,527   | Term Loan, 8.63%, Maturing June 28, 2010      | \$ 982,415    |
|                                      | 3,000,000 | Term Loan, 12.88%, Maturing June 28, 2011     | 3,037,500     |
| Sensata Technologies Finance Co.     |           |   |               |
|                                      | 872,813   | Term Loan, 7.13%, Maturing April 27, 2013     | 867,600       |
| Telcordia Technologies, Inc.         |           |   |               |
|                                      | 2,909,462 | Term Loan, 8.12%, Maturing September 15, 2012 | 2,842,635     |
| TTM Technologies, Inc.               |           |   |               |
|                                      | 750,000   | Term Loan, 7.60%, Maturing October 27, 2012   | 754,688       |
| Verifone, Inc.                       |           |   |               |
|                                      | 1,700,000 | Term Loan, 7.12%, Maturing October 31, 2013   | 1,705,845     |
| Vertafore, Inc.                      |           |   |               |
|                                      | 950,000   | Term Loan, 11.40%, Maturing January 31, 2013  | 964,250       |
|                                      |           |   | \$ 36,533,790 |
| Equipment Leasing 0.8%               |           |   |               |
| Awas Capital, Inc.                   |           |   |               |
| \$                                   | 2,800,926 | Term Loan, 11.44%, Maturing March 22, 2013    | \$ 2,842,940  |
| Maxim Crane Works, L.P.              |           |   |               |
|                                      | 1,165,428 | Term Loan, 7.33%, Maturing January 28, 2010   | 1,169,798     |
| United Rentals, Inc.                 |           |   |               |
|                                      | 334,029   | Term Loan, 6.00%, Maturing February 14, 2011  | 335,839       |
|                                      | 1,401,808 | Term Loan, 7.32%, Maturing February 14, 2011  | 1,409,402     |
|                                      |           |   | \$ 5,757,979  |
| Farming / Agriculture 0.3%           |           |   |               |
| Central Garden & Pet Co.             |           |   |               |
| \$                                   | 2,313,375 | Term Loan, 6.82%, Maturing February 28, 2014  | \$ 2,315,786  |
|                                      |           |   | \$ 2,315,786  |

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|   |           |   |              |
|---|-----------|---|--------------|
| Financial Intermediaries                      | 4.7%      |   |              |
| AIMCO Properties, L.P.                        |           |   |              |
| \$  | 1,950,000 | Term Loan, 6.91%, Maturing March<br>23, 2011    | \$ 1,954,875 |
| Ameritrade Holding Corp.                      |           |   |              |
|   | 4,175,523 | Term Loan, 6.82%, Maturing<br>December 31, 2012 | 4,173,564    |
| Citgo III, Ltd.                               |           |   |              |
|   | 250,000   | Term Loan, 8.14%, Maturing August<br>3, 2013    | 252,031      |
|   | 250,000   | Term Loan, 8.64%, Maturing August<br>3, 2014    | 252,969      |
| Coinstar, Inc.                                |           |   |              |
|   | 4,553,550 | Term Loan, 7.37%, Maturing July 7,<br>2011      | 4,584,856    |
| Fidelity National Information Solutions, Inc. |           |   |              |
|   | 6,993,525 | Term Loan, 7.07%, Maturing March<br>9, 2013     | 7,003,239    |
| Idearc, Inc.                                  |           |   |              |
|   | 7,200,000 | Term Loan, 7.32%, Maturing<br>November 17, 2014 | 7,240,954    |

See notes to financial statements

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Eaton Vance Floating-Rate Income Trust as of November 30, 2006

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                     |           | Borrower/Tranche Description                  | Value         |
|--------------------------------------|-----------|---|---------------|
| Financial Intermediaries (continued) |           |   |               |
| IPayment, Inc.                       |           |   |               |
| \$                                   | 1,044,750 | Term Loan, 7.36%, Maturing May 10, 2013       | \$ 1,044,097  |
| LPL Holdings, Inc.                   |           |   |               |
|                                      | 3,994,813 | Term Loan, 8.30%, Maturing June 30, 2013      | 4,031,018     |
| Oxford Acquisition III, Ltd.         |           |   |               |
|                                      | 1,400,000 | Term loan, 7.75%, Maturing September 20, 2013 | 1,410,938     |
| The Macerich Partnership, L.P.       |           |   |               |
|                                      | 1,350,000 | Term Loan, 6.88%, Maturing April 25, 2010     | 1,350,281     |
|                                      |           |   | \$ 33,298,822 |
| Food Products 2.0%                   |           |   |               |
| Acosta, Inc.                         |           |   |               |
| \$                                   | 2,593,500 | Term Loan, 8.07%, Maturing July 28, 2013      | \$ 2,618,896  |
| Chiquita Brands, LLC                 |           |   |               |
|                                      | 755,438   | Term Loan, 8.38%, Maturing June 28, 2012      | 760,513       |
| Del Monte Corp.                      |           |   |               |
|                                      | 1,686,724 | Term Loan, 6.95%, Maturing February 8, 2012   | 1,690,639     |
| Dole Food Company, Inc.              |           |   |               |
|                                      | 181,395   | Term Loan, 5.24%, Maturing April 12, 2013     | 179,833       |
|                                      | 1,353,663 | Term Loan, 7.46%, Maturing April 12, 2013     | 1,342,006     |
|                                      | 406,099   | Term Loan, 7.55%, Maturing April 12, 2013     | 402,602       |
| Michael Foods, Inc.                  |           |   |               |
|                                      | 597,000   | Term Loan, 7.54%, Maturing November 21, 2010  | 598,617       |
| Pinnacle Foods Holdings Corp.        |           |   |               |
|                                      | 2,397,842 | Term Loan, 7.37%, Maturing November 25, 2010  | 2,404,136     |
| QCE Finance, LLC                     |           |   |               |
|                                      | 498,750   | Term Loan, 7.63%, Maturing May 5, 2013        | 497,815       |
|                                      | 1,050,000 | Term Loan, 11.12%, Maturing November 5, 2013  | 1,068,113     |
| Reddy Ice Group, Inc.                |           |   |               |
|                                      | 2,190,000 | Term Loan, 7.12%, Maturing August 9, 2012     | 2,190,685     |
|                                      |           |   | \$ 13,753,855 |
| Food Service 2.9%                    |           |   |               |
| AFC Enterprises, Inc.                |           |   |               |
| \$                                   | 650,793   | Term Loan, 7.63%, Maturing May 23, 2009       | \$ 652,826    |
| Buffets, Inc.                        |           |   |               |
|                                      | 207,083   |   | 208,636       |

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|                                 |           |   |               |
|---------------------------------|-----------|---|---------------|
|                                 |           | Term Loan, 5.27%, Maturing May 1, 2013        |               |
|                                 | 1,567,917 | Term Loan, 8.36%, Maturing November 1, 2013   | 1,579,676     |
| Burger King Corp.               |           |   |               |
|                                 | 1,422,879 | Term Loan, 6.88%, Maturing June 30, 2012      | 1,422,484     |
| Carrols Corp.                   |           |   |               |
|                                 | 514,113   | Term Loan, 7.88%, Maturing December 31, 2010  | 516,169       |
| CBRL Group, Inc.                |           |   |               |
|                                 | 2,212,724 | Term Loan, 7.13%, Maturing April 27, 2013     | 2,209,958     |
| Principal Amount                |           | Borrower/Tranche Description                  | Value         |
| Food Service (continued)        |           |   |               |
| CKE Restaurants, Inc.           |           |   |               |
| \$                              | 1,438,599 | Term Loan, 7.38%, Maturing May 1, 2010        | \$ 1,442,196  |
| Denny's, Inc.                   |           |   |               |
|                                 | 1,583,952 | Term Loan, 8.61%, Maturing September 21, 2009 | 1,587,418     |
| Domino's, Inc.                  |           |   |               |
|                                 | 6,683,699 | Term Loan, 6.88%, Maturing June 25, 2010      | 6,687,877     |
| Jack in the Box, Inc.           |           |   |               |
|                                 | 974,937   | Term Loan, 6.88%, Maturing January 8, 2011    | 978,898       |
| NPC International, Inc.         |           |   |               |
|                                 | 437,500   | Term Loan, 7.12%, Maturing May 3, 2013        | 436,406       |
| Nutro Products, Inc.            |           |   |               |
|                                 | 547,250   | Term Loan, 7.37%, Maturing April 26, 2013     | 548,447       |
| Sagittarius Restaurants, LLC    |           |   |               |
|                                 | 422,875   | Term Loan, 7.62%, Maturing March 29, 2013     | 423,139       |
| Sonic Corp.                     |           |   |               |
|                                 | 738,000   | Term Loan, 7.32%, Maturing September 22, 2013 | 739,730       |
| Weightwatchers.com, Inc.        |           |   |               |
|                                 | 1,250,000 | Term Loan, 10.36%, Maturing June 16, 2011     | 1,259,375     |
|                                 |           |   | \$ 20,693,235 |
| Food / Drug Retailers 2.3%      |           |   |               |
| Cumberland Farms, Inc.          |           |   |               |
| \$                              | 1,750,000 | Term Loan, 7.37%, Maturing September 29, 2013 | \$ 1,758,750  |
| General Nutrition Centers, Inc. |           |   |               |
|                                 | 583,502   | Term Loan, 8.07%, Maturing December 5, 2009   | 586,602       |
| Giant Eagle, Inc.               |           |   |               |
|                                 | 2,054,250 | Term Loan, 6.87%, Maturing November 7, 2012   | 2,058,745     |
| Roundy's Supermarkets, Inc.     |           |   |               |
|                                 | 3,796,313 | Term Loan, 8.38%, Maturing November 3, 2011   | 3,832,377     |
| Supervalu, Inc.                 |           |   |               |
|                                 | 1,666,625 |   | 1,671,448     |

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|                                  |              |  |               |
|----------------------------------|--------------|--|---------------|
|                                  |              | Term Loan, 7.19%, Maturing June 1,<br>2012     |               |
| The Jean Coutu Group (PJC), Inc. |              |  |               |
|                                  | 5,471,050    | Term Loan, 7.94%, Maturing July 30,<br>2011    | 5,488,147     |
| The Pantry, Inc.                 |              |  |               |
|                                  | 893,250      | Term Loan, 7.07%, Maturing January<br>2, 2012  | 896,041       |
|                                  |              |  | \$ 16,292,110 |
| Forest Products 3.4%             |              |  |               |
| Appleton Papers, Inc.            |              |  |               |
|                                  | \$ 3,058,337 | Term Loan, 7.64%, Maturing June 11,<br>2010    | \$ 3,071,717  |
| Boise Cascade Holdings, LLC      |              |  |               |
|                                  | 2,979,519    | Term Loan, 7.11%, Maturing October<br>29, 2011 | 2,994,789     |
| Buckeye Technologies, Inc.       |              |  |               |
|                                  | 1,563,984    | Term Loan, 7.40%, Maturing April<br>15, 2010   | 1,565,614     |

See notes to financial statements



## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount               |           | Borrower/Tranche Description                  | Value         |
|--------------------------------|-----------|---|---------------|
| Forest Products (continued)    |           |   |               |
| Georgia-Pacific Corp.          |           |   |               |
| \$                             | 9,776,125 | Term Loan, 7.39%, Maturing December 20, 2012  | \$ 9,808,376  |
|                                | 2,975,000 | Term Loan, 8.39%, Maturing December 23, 2013  | 2,987,492     |
| NewPage Corp.                  |           |   |               |
|                                | 2,239,266 | Term Loan, 8.36%, Maturing May 2, 2011        | 2,256,060     |
| Xerium Technologies, Inc.      |           |   |               |
|                                | 1,357,908 | Term Loan, 7.62%, Maturing May 18, 2012       | 1,356,210     |
|                                |           |   | \$ 24,040,258 |
| Healthcare 10.4%               |           |   |               |
| Accellent, Inc.                |           |   |               |
| \$                             | 377,150   | Term Loan, 7.37%, Maturing November 22, 2012  | \$ 377,150    |
| Alliance Imaging, Inc.         |           |   |               |
|                                | 477,038   | Term Loan, 7.93%, Maturing December 29, 2011  | 479,185       |
| American Medical Systems       |           |   |               |
|                                | 1,900,000 | Term Loan, 7.81%, Maturing July 20, 2012      | 1,902,375     |
| Ameripath, Inc.                |           |   |               |
|                                | 965,150   | Term Loan, 7.39%, Maturing October 31, 2012   | 966,115       |
| AMN Healthcare, Inc.           |           |   |               |
|                                | 444,358   | Term Loan, 7.12%, Maturing November 2, 2011   | 445,885       |
| AMR HoldCo, Inc.               |           |   |               |
|                                | 559,710   | Term Loan, 7.38%, Maturing February 10, 2012  | 560,759       |
| Caremore Holdings, Inc.        |           |   |               |
|                                | 1,019,875 | Term Loan, 8.62%, Maturing February 28, 2013  | 1,024,656     |
| Carl Zeiss Topco GMBH          |           |   |               |
|                                | 410,000   | Term Loan, 8.12%, Maturing February 28, 2013  | 413,677       |
|                                | 820,000   | Term Loan, 8.62%, Maturing February 28, 2014  | 831,455       |
|                                | 375,000   | Term Loan, 10.87%, Maturing August 31, 2014   | 380,578       |
| Community Health Systems, Inc. |           |   |               |
|                                | 6,562,129 | Term Loan, 7.12%, Maturing August 19, 2011    | 6,571,507     |
| Concentra Operating Corp.      |           |   |               |
|                                | 2,494,214 | Term Loan, 7.62%, Maturing September 30, 2011 | 2,503,567     |
| Conmed Corp.                   |           |   |               |
|                                | 1,122,889 | Term Loan, 7.32%, Maturing April 13, 2013     | 1,123,240     |
| CRC Health Corp.               |           |   |               |

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|                                 |           |  |            |
|---------------------------------|-----------|--|------------|
|                                 | 547,250   | Term Loan, 7.62%, Maturing February 6, 2013  | 548,960    |
| Davita, Inc.                    |           |  |            |
|                                 | 6,940,792 | Term Loan, 7.42%, Maturing October 5, 2012   | 6,976,426  |
| DJ Orthopedics, LLC             |           |  |            |
|                                 | 377,429   | Term Loan, 6.88%, Maturing April 7, 2013     | 377,193    |
| Emdeon Business Services LLC    |           |  |            |
|                                 | 1,900,000 | Term Loan, 7.82%, Maturing November 16, 2013 | 1,900,000  |
| Encore Medical Finance, LLC     |           |  |            |
|                                 | 1,200,000 | Term Loan, 7.87%, Maturing November 3, 2013  | 1,202,250  |
| Principal Amount                |           | Borrower/Tranche Description                 | Value      |
| Healthcare (continued)          |           |  |            |
| FGX International, Inc.         |           |  |            |
| \$                              | 600,000   | Term Loan, 9.39%, Maturing December 12, 2012 | \$ 598,500 |
|                                 | 333,000   | Term Loan, 13.14%, Maturing December 9, 2013 | 316,350    |
| FHC Health Systems, Inc.        |           |  |            |
|                                 | 2,000,000 | Term Loan, 14.40%, Maturing February 7, 2011 | 2,060,000  |
| Fresenius Medical Care Holdings |           |  |            |
|                                 | 4,179,000 | Term Loan, 6.75%, Maturing March 31, 2013    | 4,157,524  |
| Hanger Orthopedic Group, Inc.   |           |  |            |
|                                 | 822,938   | Term Loan, 7.87%, Maturing May 30, 2013      | 828,081    |
| HealthSouth Corp.               |           |  |            |
|                                 | 2,369,063 | Term Loan, 8.62%, Maturing March 10, 2013    | 2,380,579  |
| Iasis Healthcare, LLC           |           |  |            |
|                                 | 3,910,000 | Term Loan, 7.62%, Maturing June 16, 2011     | 3,933,460  |
| Kinetic Concepts, Inc.          |           |  |            |
|                                 | 1,065,702 | Term Loan, 7.12%, Maturing October 3, 2009   | 1,068,700  |
| La Petite Academy, Inc.         |           |  |            |
|                                 | 840,000   | Term Loan, 8.32%, Maturing August 21, 2012   | 845,775    |
| Leiner Health Products, Inc.    |           |  |            |
|                                 | 2,443,750 | Term Loan, 8.88%, Maturing May 27, 2011      | 2,456,988  |
| Lifecare Holdings, Inc.         |           |  |            |
|                                 | 965,250   | Term Loan, 7.57%, Maturing August 11, 2012   | 903,313    |
| Lifepoint Hospitals, Inc.       |           |  |            |
|                                 | 4,383,241 | Term Loan, 6.95%, Maturing April 15, 2012    | 4,364,065  |
| Magellan Health Services, Inc.  |           |  |            |
|                                 | 2,162,162 | Term Loan, 5.20%, Maturing August 15, 2008   | 2,167,568  |
|                                 | 1,891,892 | Term Loan, 7.17%, Maturing August 15, 2008   | 1,896,622  |
| Matria Healthcare, Inc.         |           |  |            |
|                                 | 171,548   | Term Loan, 7.37%, Maturing January 19, 2012  | 171,655    |

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|                                  |           |   |           |
|----------------------------------|-----------|---|-----------|
| Medassets, Inc.                  | 1,000,000 | Term Loan, 7.82%, Maturing October 23, 2013 | 1,002,500 |
| Medcath Holdings Corp.           | 423,946   | Term Loan, 7.87%, Maturing July 2, 2011     | 424,344   |
| Multiplan Merger Corp.           | 1,007,971 | Term Loan, 7.82%, Maturing April 12, 2013   | 1,007,131 |
| Multiplan, Inc.                  | 717,951   | Term Loan, 7.82%, Maturing April 12, 2013   | 717,353   |
| National Mentor Holdings, Inc.   | 68,600    | Term Loan, 5.32%, Maturing June 29, 2013    | 69,050    |
|                                  | 1,153,509 | Term Loan, 7.87%, Maturing June 29, 2013    | 1,161,079 |
| National Rental Institutes, Inc. | 972,563   | Term Loan, 7.63%, Maturing March 31, 2013   | 973,170   |
| PER-SE Technologies, Inc.        | 1,084,195 | Term Loan, 7.57%, Maturing January 6, 2013  | 1,086,059 |

See notes to financial statements

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## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                 |           | Borrower/Tranche Description                   | Value         |
|----------------------------------|-----------|--|---------------|
| Healthcare (continued)           |           |  |               |
| Radnet Management, Inc.          |           |  |               |
| \$                               | 625,000   | Term Loan, 10.25%, Maturing November 15, 2012  | \$ 625,000    |
|                                  | 650,000   | Term Loan, 14.25%, Maturing November 15, 2013  | 653,250       |
| Renal Advantage, Inc.            |           |  |               |
|                                  | 371,365   | Term Loan, 7.89%, Maturing October 5, 2012     | 374,150       |
| Select Medical Holding Corp.     |           |  |               |
|                                  | 2,328,312 | Term Loan, 7.11%, Maturing February 24, 2012   | 2,286,985     |
| Sheridan Healthcare, Inc.        |           |  |               |
|                                  | 426,740   | Term Loan, 8.37%, Maturing November 9, 2011    | 429,407       |
|                                  | 73,260    | Term Loan, 8.37%, Maturing November 9, 2011    | 73,718        |
| Sunrise Medical Holdings, Inc.   |           |  |               |
|                                  | 1,000,000 | Term Loan, 8.87%, Maturing May 13, 2010        | 997,500       |
| Talecris Biotherapeutics, Inc.   |           |  |               |
|                                  | 1,108,125 | Term Loan, 9.50%, Maturing March 31, 2010      | 1,113,666     |
|                                  | 437,500   | Term Loan, 9.75%, Maturing May 31, 2010        | 437,500       |
| Vanguard Health Holding Co., LLC |           |  |               |
|                                  | 1,351,092 | Term Loan, 7.87%, Maturing September 23, 2011  | 1,354,048     |
| VWR International, Inc.          |           |  |               |
|                                  | 1,613,371 | Term Loan, 7.63%, Maturing April 7, 2011       | 1,618,917     |
|                                  |           |  | \$ 73,138,985 |
| Home Furnishings 1.1%            |           |  |               |
| Interline Brands, Inc.           |           |  |               |
| \$                               | 856,549   | Term Loan, 7.11%, Maturing June 23, 2013       | \$ 858,155    |
|                                  | 1,113,514 | Term Loan, 7.12%, Maturing June 23, 2013       | 1,115,601     |
| Knoll, Inc.                      |           |  |               |
|                                  | 1,814,049 | Term Loan, 7.12%, Maturing October 3, 2012     | 1,825,386     |
| National Bedding Co., LLC        |           |  |               |
|                                  | 550,000   | Term Loan, 10.37%, Maturing August 31, 2012    | 554,985       |
| Simmons Co.                      |           |  |               |
|                                  | 3,208,037 | Term Loan, 7.17%, Maturing December 19, 2011   | 3,232,098     |
|                                  |           |  | \$ 7,586,225  |
| Industrial Equipment 2.1%        |           |  |               |
| Aearo Technologies, Inc.         |           |  |               |
| \$                               | 400,000   | Term Loan, 11.87%, Maturing September 24, 2013 | \$ 406,000    |

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|  |  |   |               |
|--|--|---|---------------|
| Alliance Laundry Holdings, LLC           |  |   |               |
| 500,872                                  |  | Term Loan, 7.57%, Maturing January 27, 2012   | 503,533       |
| Douglas Dynamics Holdings, Inc.          |  |   |               |
| 876,357                                  |  | Term Loan, 7.12%, Maturing December 16, 2010  | 874,166       |
| Flowserve Corp.                          |  |   |               |
| 2,247,060                                |  | Term Loan, 6.88%, Maturing August 10, 2012    | 2,247,060     |
| Generac Acquisition Corp.                |  |   |               |
| 1,950,000                                |  | Term Loan, 7.82%, Maturing November 7, 2013   | 1,958,531     |
| 500,000                                  |  | Term Loan, 11.32%, Maturing April 7, 2014     | 503,438       |
| Principal Amount                         |  |   |               |
|  |  | Borrower/Tranche Description                  | Value         |
| Industrial Equipment (continued)         |  |   |               |
| Gleason Corp.                            |  |   |               |
| \$ 725,000                               |  | Term Loan, 7.88%, Maturing June 30, 2013      | \$ 729,758    |
| 400,000                                  |  | Term Loan, 10.88%, Maturing December 31, 2013 | 404,500       |
| John Maneely Co.                         |  |   |               |
| 424,171                                  |  | Term Loan, 8.37%, Maturing March 24, 2013     | 430,622       |
| PP Acquisition Corp.                     |  |   |               |
| 4,000,683                                |  | Term Loan, 8.32%, Maturing November 12, 2011  | 4,030,688     |
| Terex Corp.                              |  |   |               |
| 798,000                                  |  | Term Loan, 7.12%, Maturing July 13, 2013      | 800,993       |
| TFS Acquisition Corp.                    |  |   |               |
| 2,000,000                                |  | Term Loan, 8.92%, Maturing August 11, 2013    | 2,015,000     |
|  |  |   | \$ 14,904,289 |
| Insurance 1.6%                           |  |   |               |
| Applied Systems, Inc.                    |  |   |               |
| \$ 1,500,000                             |  | Term Loan, 8.17%, Maturing September 26, 2013 | \$ 1,507,970  |
| ARG Holding, Inc.                        |  |   |               |
| 1,400,000                                |  | Term Loan, 12.62%, Maturing November 30, 2012 | 1,419,250     |
| CCC Information Services Group           |  |   |               |
| 775,000                                  |  | Term Loan, 7.87%, Maturing February 10, 2013  | 779,036       |
| Conseco, Inc.                            |  |   |               |
| 3,100,000                                |  | Term Loan, 7.32%, Maturing October 10, 2013   | 3,105,813     |
| Crawford and Company                     |  |   |               |
| 1,550,000                                |  | Term Loan, 7.86%, Maturing October 31, 2013   | 1,558,719     |
| U.S.I. Holdings Corp.                    |  |   |               |
| 250,000                                  |  | Term Loan, 7.63%, Maturing March 24, 2011     | 251,250       |
| 2,465,598                                |  | Term Loan, 7.69%, Maturing March 24, 2011     | 2,477,926     |
|  |  |   | \$ 11,099,964 |
| Leisure Goods / Activities / Movies 7.3% |  |   |               |
| 24 Hour Fitness Worldwide, Inc.          |  |   |               |

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|  |           |   |              |
|--|-----------|---|--------------|
| \$                                     | 1,855,675 | Term Loan, 7.99%, Maturing June 8,<br>2012      | \$ 1,871,912 |
| Alliance Atlantis Communications, Inc. |           |   |              |
|  | 687,530   | Term Loan, 6.87%, Maturing<br>December 31, 2011 | 687,530      |
| AMC Entertainment, Inc.                |           |   |              |
|  | 2,084,250 | Term Loan, 7.45%, Maturing January<br>26, 2013  | 2,098,254    |
| Bombardier Recreational Product        |           |   |              |
|  | 2,225,000 | Term Loan, 8.13%, Maturing June 28,<br>2013     | 2,219,438    |
| Butterfly Wendel US, Inc.              |           |   |              |
|  | 325,000   | Term Loan, 8.15%, Maturing June 22,<br>2013     | 329,316      |
|  | 325,000   | Term Loan, 7.90%, Maturing June 22,<br>2014     | 327,691      |
| Cedar Fair, L.P.                       |           |   |              |
|  | 3,391,500 | Term Loan, 7.87%, Maturing August<br>30, 2012   | 3,424,710    |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                                |            | Borrower/Tranche Description                 | Value         |
|---|------------|--|---------------|
| Leisure Goods / Activities / Movies (continued) |            |  |               |
| Cinemark, Inc.                                  |            |  |               |
| \$  | 4,075,000  | Term Loan, 7.38%, Maturing October 5, 2013   | \$ 4,095,094  |
| Easton-Bell Sports, Inc.                        |            |  |               |
|   | 621,875    | Term Loan, 7.07%, Maturing March 16, 2012    | 622,328       |
| Fender Musical Instruments Co.                  |            |  |               |
|   | 785,000    | Term Loan, 11.38%, Maturing October 1, 2012  | 792,850       |
| Mega Blocks, Inc.                               |            |  |               |
|   | 1,802,187  | Term Loan, 7.19%, Maturing July 26, 2012     | 1,805,567     |
| Metro-Goldwyn-Mayer Holdings, Inc.              |            |  |               |
|   | 10,168,900 | Term Loan, 8.62%, Maturing April 8, 2012     | 10,059,493    |
| Regal Cinemas Corp.                             |            |  |               |
|   | 4,500,000  | Term Loan, 7.12%, Maturing November 10, 2010 | 4,484,533     |
| Six Flags Theme Parks, Inc.                     |            |  |               |
|   | 7,921,775  | Term Loan, 8.62%, Maturing June 30, 2009     | 8,023,895     |
| Southwest Sports Group, LLC                     |            |  |               |
|   | 2,000,000  | Term Loan, 7.88%, Maturing December 22, 2010 | 2,000,626     |
| Universal City Development Partners, Ltd.       |            |  |               |
|   | 1,924,945  | Term Loan, 7.38%, Maturing June 9, 2011      | 1,933,367     |
| WMG Acquisition Corp.                           |            |  |               |
|   | 6,376,140  | Term Loan, 7.37%, Maturing February 28, 2011 | 6,405,629     |
|   |            |  | \$ 51,182,233 |
| Lodging and Casinos 3.3%                        |            |  |               |
| Ameristar Casinos, Inc.                         |            |  |               |
| \$  | 1,215,813  | Term Loan, 6.82%, Maturing November 10, 2012 | \$ 1,216,724  |
| Bally Technologies, Inc.                        |            |  |               |
|   | 2,752,279  | Term Loan, 9.33%, Maturing September 5, 2009 | 2,759,160     |
| CCM Merger, Inc.                                |            |  |               |
|   | 1,576,306  | Term Loan, 7.37%, Maturing April 25, 2012    | 1,576,503     |
| Columbia Entertainment Co.                      |            |  |               |
|   | 335,893    | Term Loan, 9.75%, Maturing October 24, 2011  | 337,572       |
| Fairmont Hotels and Resorts, Inc.               |            |  |               |
|   | 884,614    | Term Loan, 8.57%, Maturing May 12, 2011      | 892,355       |
| Isle of Capri Casinos, Inc.                     |            |  |               |
|   | 2,485,725  | Term Loan, 7.18%, Maturing February 4, 2012  | 2,493,804     |
| Penn National Gaming, Inc.                      |            |  |               |

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|                                   |           |  |               |
|-----------------------------------|-----------|--|---------------|
|                                   | 7,202,250 | Term Loan, 7.13%, Maturing October 3, 2012             | 7,244,117     |
| Pinnacle Entertainment, Inc.      |           |  |               |
|                                   | 700,000   | Term Loan, 7.32%, Maturing December 14, 2011           | 702,975       |
| Venetian Casino Resort, LLC       |           |  |               |
|                                   | 3,770,887 | Term Loan, 7.12%, Maturing June 15, 2011               | 3,788,109     |
|                                   | 777,502   | Term Loan, 7.12%, Maturing June 15, 2011               | 781,053       |
| VML US Finance, LLC               |           |  |               |
|                                   | 500,000   | Term Loan, 0.00%, Maturing May 25, 2012 <sup>(2)</sup> | 500,352       |
|                                   | 1,000,000 | Term Loan, 8.12%, Maturing May 25, 2013                | 1,006,750     |
|                                   |           |  | \$ 23,299,474 |
| Principal                         |           |  |               |
| Amount                            |           | Borrower/Tranche Description                           | Value         |
| Nonferrous Metals / Minerals 2.3% |           |  |               |
| Almatis Holdings 5 BV             |           |  |               |
| \$                                | 362,500   | Term Loan, 8.12%, Maturing December 21, 2013           | \$ 367,060    |
|                                   | 362,500   | Term Loan, 8.62%, Maturing December 21, 2014           | 368,702       |
| Alpha Natural Resources, LLC      |           |  |               |
|                                   | 967,687   | Term Loan, 7.12%, Maturing October 26, 2012            | 969,351       |
| Carmeuse Lime, Inc.               |           |  |               |
|                                   | 641,935   | Term Loan, 7.19%, Maturing May 2, 2011                 | 641,935       |
| Longyear Global Holdings, Inc.    |           |  |               |
|                                   | 109,019   | Term Loan, 8.61%, Maturing October 6, 2012             | 109,814       |
|                                   | 1,098,576 | Term Loan, 8.61%, Maturing October 6, 2012             | 1,106,587     |
|                                   | 117,405   | Term Loan, 8.63%, Maturing October 6, 2012             | 118,261       |
| Magnequench International, Inc.   |           |  |               |
|                                   | 1,504,500 | Term Loan, 8.88%, Maturing August 31, 2009             | 1,510,142     |
| Magnum Coal Co.                   |           |  |               |
|                                   | 209,091   | Term Loan, 8.57%, Maturing March 15, 2013              | 209,875       |
|                                   | 2,080,455 | Term Loan, 8.62%, Maturing March 15, 2013              | 2,088,256     |
| Murray Energy Corp.               |           |  |               |
|                                   | 962,850   | Term Loan, 8.37%, Maturing January 28, 2010            | 972,479       |
| Novelis, Inc.                     |           |  |               |
|                                   | 1,039,115 | Term Loan, 7.62%, Maturing January 6, 2012             | 1,042,850     |
|                                   | 1,806,929 | Term Loan, 7.62%, Maturing January 6, 2012             | 1,813,423     |
| Stillwater Mining Co.             |           |  |               |
|                                   | 1,353,225 | Term Loan, 7.57%, Maturing June 30, 2007               | 1,356,608     |
| Thompson Creek Metals Company     |           |  |               |
|                                   | 1,250,000 | Term Loan, 10.13%, Maturing October 26, 2012           | 1,265,625     |
| Tube City IMS Corp.               |           |  |               |
|                                   | 2,000,000 |  | 2,005,000     |



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Term Loan, 11.37%, Maturing  
October 26, 2011

|                            |            |  |               |
|----------------------------|------------|--|---------------|
|                            |            |  | \$ 15,945,968 |
| Oil and Gas 2.9%           |            |  |               |
| Coffeyville Resources, LLC |            | Term Loan, 12.13%, Maturing June 24, 2013              | \$ 877,094    |
|                            | \$ 850,000 |  |               |
| Concho Resources, Inc.     |            | Term Loan, 9.37%, Maturing July 6, 2011 <sup>(3)</sup> | 2,402,731     |
|                            | 2,418,938  |  |               |
| El Paso Corp.              |            | Term Loan, 5.33%, Maturing July 31, 2011               | 1,509,726     |
|                            | 1,500,000  |  |               |
| Epco Holdings, Inc.        |            | Term Loan, 7.13%, Maturing August 18, 2008             | 434,301       |
|                            | 433,082    |  |               |
|                            | 2,262,150  | Term Loan, 7.37%, Maturing August 18, 2010             | 2,274,875     |
| Key Energy Services, Inc.  |            | Term Loan, 7.84%, Maturing June 30, 2012               | 1,329,956     |
|                            | 1,324,987  |  |               |
| Niska Gas Storage          |            | Term Loan, 7.07%, Maturing May 13, 2011                | 195,335       |
|                            | 195,152    |  |               |
|                            | 278,788    | Term Loan, 7.14%, Maturing May 13, 2011                | 279,049       |
|                            | 291,264    | Term Loan, 7.16%, Maturing May 13, 2011                | 291,264       |
|                            | 1,526,015  | Term Loan, 7.17%, Maturing May 12, 2013                | 1,526,015     |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                |           | Borrower/Tranche Description                            | Value         |
|---------------------------------|-----------|---|---------------|
| Oil and Gas (continued)         |           |   |               |
| Petroleum Geo-Services ASA      |           |   |               |
| \$                              | 759,537   | Term Loan, 7.61%, Maturing December 16, 2012            | \$ 764,189    |
| Primary Natural Resources, Inc. |           |   |               |
|                                 | 1,741,250 | Term Loan, 9.35%, Maturing July 28, 2010 <sup>(3)</sup> | 1,729,584     |
| Targa Resources, Inc.           |           |   |               |
|                                 | 1,855,000 | Term Loan, 7.62%, Maturing October 31, 2007             | 1,857,174     |
|                                 | 1,410,000 | Term Loan, 7.49%, Maturing October 31, 2012             | 1,416,169     |
|                                 | 2,509,650 | Term Loan, 7.62%, Maturing October 31, 2012             | 2,520,630     |
| W&T Offshore, Inc.              |           |   |               |
|                                 | 1,150,000 | Term Loan, 7.57%, Maturing May 26, 2010                 | 1,156,708     |
|                                 |           |   | \$ 20,564,800 |
| Publishing 6.0%                 |           |   |               |
| American Media Operations, Inc. |           |   |               |
| \$                              | 1,000,000 | Term Loan, 8.37%, Maturing January 31, 2013             | \$ 1,005,521  |
| CBD Media, LLC                  |           |   |               |
|                                 | 3,239,146 | Term Loan, 7.70%, Maturing December 31, 2009            | 3,264,790     |
| Dex Media East, LLC             |           |   |               |
|                                 | 3,845,650 | Term Loan, 6.88%, Maturing May 8, 2009                  | 3,839,313     |
| Dex Media West, LLC             |           |   |               |
|                                 | 3,397,563 | Term Loan, 6.88%, Maturing March 9, 2010                | 3,389,456     |
| Gatehouse Media Operating, Inc. |           |   |               |
|                                 | 1,835,526 | Term Loan, 7.57%, Maturing June 6, 2013                 | 1,839,733     |
| Hanley-Wood, LLC                |           |   |               |
|                                 | 59,099    | Term Loan, 7.57%, Maturing August 1, 2012               | 59,149        |
|                                 | 498,534   | Term Loan, 7.60%, Maturing August 1, 2012               | 498,949       |
| Medianews Group, Inc.           |           |   |               |
|                                 | 553,584   | Term Loan, 6.57%, Maturing August 25, 2010              | 547,933       |
|                                 | 1,072,313 | Term Loan, 7.07%, Maturing August 2, 2013               | 1,073,653     |
| Merrill Communications, LLC     |           |   |               |
|                                 | 5,440,811 | Term Loan, 7.59%, Maturing February 9, 2009             | 5,461,214     |
| Nebraska Book Co., Inc.         |           |   |               |
|                                 | 1,441,703 | Term Loan, 7.88%, Maturing March 4, 2011                | 1,448,011     |
| Philadelphia Newspapers, LLC    |           |   |               |
|                                 | 822,938   | Term Loan, 8.12%, Maturing June 29, 2013                | 812,651       |

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|                                  |           |   |               |
|----------------------------------|-----------|---|---------------|
| R.H. Donnelley Corp.             |           |   |               |
|                                  | 76,589    | Term Loan, 6.62%, Maturing December 31, 2009  | 76,131        |
|                                  | 9,727,915 | Term Loan, 6.88%, Maturing June 30, 2010      | 9,700,891     |
| SGS International, Inc.          |           |   |               |
|                                  | 769,188   | Term Loan, 8.06%, Maturing December 30, 2011  | 773,033       |
| Source Media, Inc.               |           |   |               |
|                                  | 1,332,450 | Term Loan, 7.61%, Maturing November 8, 2011   | 1,339,112     |
| Xsys US, Inc.                    |           |   |               |
|                                  | 2,004,256 | Term Loan, 7.87%, Maturing September 27, 2013 | 2,017,410     |
|                                  | 2,031,126 | Term Loan, 8.37%, Maturing September 27, 2014 | 2,054,612     |
| Principal Amount                 |           |   |               |
|                                  |           | Borrower/Tranche Description                  | Value         |
| Publishing (continued)           |           |   |               |
| Yell Group, PLC                  |           |   |               |
| \$                               | 2,900,000 | Term Loan, 7.32%, Maturing February 10, 2013  | \$ 2,915,909  |
|                                  |           |   | \$ 42,117,471 |
| Radio and Television 5.8%        |           |   |               |
| Adams Outdoor Advertising, L.P.  |           |   |               |
| \$                               | 3,461,721 | Term Loan, 7.13%, Maturing October 15, 2011   | \$ 3,469,835  |
| ALM Media Holdings, Inc.         |           |   |               |
|                                  | 1,173,026 | Term Loan, 7.87%, Maturing March 4, 2010      | 1,174,127     |
| Block Communications, Inc.       |           |   |               |
|                                  | 942,875   | Term Loan, 7.37%, Maturing December 22, 2011  | 945,821       |
| CMP KC, LLC                      |           |   |               |
|                                  | 986,188   | Term Loan, 9.38%, Maturing May 5, 2013        | 987,421       |
| CMP Susquehanna Corp.            |           |   |               |
|                                  | 1,537,313 | Term Loan, 7.43%, Maturing May 5, 2013        | 1,543,077     |
| Cumulus Media, Inc.              |           |   |               |
|                                  | 1,596,000 | Term Loan, 7.45%, Maturing June 7, 2013       | 1,602,584     |
| DirecTV Holdings, LLC            |           |   |               |
|                                  | 3,973,216 | Term Loan, 6.82%, Maturing April 13, 2013     | 3,980,101     |
| Emmis Operating Company          |           |   |               |
|                                  | 925,000   | Term Loan, 7.32%, Maturing November 2, 2013   | 930,369       |
| Entravision Communications Corp. |           |   |               |
|                                  | 1,452,875 | Term Loan, 6.87%, Maturing September 29, 2013 | 1,453,783     |
| Gray Television, Inc.            |           |   |               |
|                                  | 1,414,313 | Term Loan, 6.88%, Maturing November 22, 2015  | 1,413,554     |
| HEI Acquisition, LLC             |           |   |               |
|                                  | 650,000   | Term Loan, 8.38%, Maturing December 31, 2011  | 649,594       |
| HIT Entertainment, Inc.          |           |   |               |
|                                  | 1,311,750 |   | 1,321,588     |

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|   |           |  |           |
|---|-----------|--|-----------|
|   |           | Term Loan, 7.62%, Maturing March 20, 2012    |           |
| Intelsat Subsidiary Holding Co.           |           |  |           |
|   | 1,100,000 | Term Loan, 7.62%, Maturing July 3, 2013      | 1,108,938 |
| NEP Supershooters, L.P.                   |           |  |           |
|   | 1,916,927 | Term Loan, 13.37%, Maturing August 3, 2011   | 1,945,681 |
| Nexstar Broadcasting, Inc.                |           |  |           |
|   | 2,022,779 | Term Loan, 7.12%, Maturing October 1, 2012   | 2,018,986 |
|   | 1,917,117 | Term Loan, 7.12%, Maturing October 1, 2012   | 1,913,522 |
| NextMedia Operating, Inc.                 |           |  |           |
|   | 308,426   | Term Loan, 7.32%, Maturing November 15, 2012 | 308,002   |
|   | 137,077   | Term Loan, 7.32%, Maturing November 15, 2012 | 136,888   |
| PanAmSat Corp.                            |           |  |           |
|   | 2,750,000 | Term Loan, 7.87%, Maturing January 3, 2014   | 2,779,029 |
| Patriot Media and Communications CNJ, LLC |           |  |           |
|   | 600,000   | Term Loan, 10.50%, Maturing October 6, 2013  | 609,750   |
| Paxson Communications Corp.               |           |  |           |
|   | 2,775,000 | Term Loan, 8.62%, Maturing January 15, 2012  | 2,825,297 |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                      |           | Borrower/Tranche Description                  | Value         |
|---------------------------------------|-----------|---|---------------|
| Radio and Television (continued)      |           |   |               |
| Raycom TV Broadcasting, LLC           |           |   |               |
| \$                                    | 3,125,466 | Term Loan, 6.88%, Maturing August 28, 2013    | \$ 3,107,886  |
| SFX Entertainment                     |           |   |               |
|                                       | 1,563,188 | Term Loan, 7.62%, Maturing June 21, 2013      | 1,563,774     |
| Spanish Broadcasting System           |           |   |               |
|                                       | 992,443   | Term Loan, 7.12%, Maturing June 10, 2012      | 992,029       |
| Young Broadcasting, Inc.              |           |   |               |
|                                       | 804,813   | Term Loan, 7.94%, Maturing November 3, 2012   | 804,184       |
|                                       | 995,000   | Term Loan, 7.94%, Maturing November 3, 2012   | 994,223       |
|                                       |           |   | \$ 40,580,043 |
| Rail Industries 0.9%                  |           |   |               |
| Kansas City Southern Railway Co.      |           |   |               |
| \$                                    | 2,244,375 | Term Loan, 7.11%, Maturing March 30, 2008     | \$ 2,248,116  |
| Railamerica, Inc.                     |           |   |               |
|                                       | 3,779,786 | Term Loan, 7.38%, Maturing September 29, 2011 | 3,791,598     |
|                                       | 446,829   | Term Loan, 7.38%, Maturing September 29, 2011 | 448,225       |
|                                       |           |   | \$ 6,487,939  |
| Retailers (Except Food and Drug) 4.6% |           |   |               |
| Advantage Sales & Marketing, Inc.     |           |   |               |
| \$                                    | 945,250   | Term Loan, 7.43%, Maturing March 29, 2013     | \$ 942,099    |
| American Achievement Corp.            |           |   |               |
|                                       | 1,717,712 | Term Loan, 7.68%, Maturing March 25, 2011     | 1,730,595     |
| Amscan Holdings, Inc.                 |           |   |               |
|                                       | 1,592,000 | Term Loan, 8.39%, Maturing December 23, 2012  | 1,605,183     |
| Coinmach Laundry Corp.                |           |   |               |
|                                       | 3,888,197 | Term Loan, 7.88%, Maturing December 19, 2012  | 3,925,621     |
| FTD, Inc.                             |           |   |               |
|                                       | 798,000   | Term Loan, 7.35%, Maturing July 28, 2013      | 801,491       |
| Harbor Freight Tools USA, Inc.        |           |   |               |
|                                       | 2,120,027 | Term Loan, 7.12%, Maturing July 15, 2010      | 2,119,232     |
| Home Interiors & Gifts, Inc.          |           |   |               |
|                                       | 2,716,535 | Term Loan, 10.39%, Maturing March 31, 2011    | 1,949,114     |
| Josten's Corp.                        |           |   |               |
|                                       | 4,760,195 | Term Loan, 7.37%, Maturing October 4, 2011    | 4,787,467     |
| Mapco Express, Inc.                   |           |   |               |

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|  |           |  |               |
|--|-----------|--|---------------|
|  | 605,032   | Term Loan, 8.07%, Maturing April 28, 2011    | 608,814       |
| Mauser Werke GMBH & Co. KG                   |           |  |               |
|  | 1,300,000 | Term Loan, 8.10%, Maturing December 3, 2011  | 1,308,125     |
| Movie Gallery, Inc.                          |           |  |               |
|  | 442,755   | Term Loan, 10.62%, Maturing April 27, 2011   | 426,597       |
| Neiman Marcus Group, Inc.                    |           |  |               |
|  | 1,020,570 | Term Loan, 7.64%, Maturing April 5, 2013     | 1,028,663     |
| Principal Amount                             |           | Borrower/Tranche Description                 | Value         |
| Retailers (Except Food and Drug) (continued) |           |  |               |
| Oriental Trading Co., Inc.                   |           |  |               |
| \$   | 975,000   | Term Loan, 11.47%, Maturing January 31, 2013 | \$ 976,219    |
|  | 1,845,375 | Term Loan, 8.17%, Maturing July 31, 2013     | 1,852,873     |
| Rent-A-Center, Inc.                          |           |  |               |
|  | 1,250,000 | Term Loan, 7.11%, Maturing November 15, 2012 | 1,252,539     |
| Rover Acquisition Corp.                      |           |  |               |
|  | 2,450,000 | Term Loan, 8.10%, Maturing October 26, 2013  | 2,462,556     |
| Savers, Inc.                                 |           |  |               |
|  | 388,325   | Term Loan, 8.09%, Maturing August 11, 2012   | 390,995       |
|  | 461,675   | Term Loan, 8.09%, Maturing August 11, 2012   | 464,849       |
| Travelcenters of America, Inc.               |           |  |               |
|  | 3,414,200 | Term Loan, 7.11%, Maturing November 30, 2008 | 3,416,867     |
|  |           |  | \$ 32,049,899 |
| Steel 0.1%                                   |           |  |               |
| Gibraltar Industries, Inc.                   |           |  |               |
| \$   | 527,454   | Term Loan, 7.13%, Maturing December 8, 2010  | \$ 527,124    |
|  |           |  | \$ 527,124    |
| Surface Transport 1.0%                       |           |  |               |
| Gainey Corp.                                 |           |  |               |
| \$   | 847,875   | Term Loan, 8.16%, Maturing April 20, 2012    | \$ 849,465    |
| Horizon Lines, LLC                           |           |  |               |
|  | 2,956,938 | Term Loan, 7.62%, Maturing July 7, 2011      | 2,968,952     |
| Laidlaw International, Inc.                  |           |  |               |
|  | 336,656   | Term Loan, 7.12%, Maturing July 31, 2013     | 338,971       |
|  | 1,009,969 | Term Loan, 7.12%, Maturing July 31, 2013     | 1,016,912     |
| Ozburn-Hessey Holding Co., LLC               |           |  |               |
|  | 498,526   | Term Loan, 8.78%, Maturing August 9, 2012    | 499,149       |
| Sirva Worldwide, Inc.                        |           |  |               |
|  | 1,653,682 | Term Loan, 11.61%, Maturing December 1, 2010 | 1,527,588     |
|  |           |  | \$ 7,201,037  |
| Telecommunications 5.4%                      |           |  |               |

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|  |           |   |              |
|--|-----------|---|--------------|
| Alaska Communications Systems Holdings, Inc. |           |   |              |
| \$   | 1,105,000 | Term Loan, 7.12%, Maturing<br>February 1, 2012  | \$ 1,105,230 |
| Asurion Corp.                                |           |   |              |
|  | 1,431,923 | Term Loan, 8.32%, Maturing July 13,<br>2012     | 1,438,636    |
|  | 1,050,000 | Term Loan, 11.57%, Maturing<br>January 13, 2013 | 1,066,406    |
| Cellular South, Inc.                         |           |   |              |
|  | 1,315,676 | Term Loan, 7.14%, Maturing May 4,<br>2011       | 1,316,910    |
| Centennial Cellular Operating Co., LLC       |           |   |              |
|  | 4,594,820 | Term Loan, 7.62%, Maturing<br>February 9, 2011  | 4,634,069    |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount                     |           | Borrower/Tranche Description                  | Value         |
|--------------------------------------|-----------|---|---------------|
| Telecommunications (continued)       |           |   |               |
| Cincinnati Bell, Inc.                |           |   |               |
| \$                                   | 717,750   | Term Loan, 6.93%, Maturing August 31, 2012    | \$ 717,526    |
| Consolidated Communications, Inc.    |           |   |               |
|                                      | 4,496,651 | Term Loan, 7.37%, Maturing July 27, 2015      | 4,502,272     |
| Epicor Software Corp.                |           |   |               |
|                                      | 422,875   | Term Loan, 7.83%, Maturing March 30, 2012     | 424,725       |
| Fairpoint Communications, Inc.       |           |   |               |
|                                      | 3,235,000 | Term Loan, 7.13%, Maturing February 8, 2012   | 3,228,430     |
| Hawaiian Telcom Communications, Inc. |           |   |               |
|                                      | 826,311   | Term Loan, 7.62%, Maturing October 31, 2012   | 827,114       |
| Iowa Telecommunications Services     |           |   |               |
|                                      | 688,000   | Term Loan, 7.12%, Maturing November 23, 2011  | 689,106       |
| IPC Acquisition Corp.                |           |   |               |
|                                      | 725,000   | Term Loan, 7.87%, Maturing September 29, 2013 | 730,740       |
| Madison River Capital, LLC           |           |   |               |
|                                      | 594,286   | Term Loan, 7.62%, Maturing July 29, 2012      | 596,607       |
| Metropcs Wireless, Inc.              |           |   |               |
|                                      | 1,625,000 | Term Loan, 7.88%, Maturing November 3, 2013   | 1,625,609     |
| NTelos, Inc.                         |           |   |               |
|                                      | 1,331,319 | Term Loan, 7.57%, Maturing August 24, 2011    | 1,336,312     |
| Stratos Global Corp.                 |           |   |               |
|                                      | 1,175,000 | Term Loan, 8.11%, Maturing February 13, 2012  | 1,176,959     |
| Triton PCS, Inc.                     |           |   |               |
|                                      | 3,169,874 | Term Loan, 8.57%, Maturing November 18, 2009  | 3,198,932     |
| West Corp.                           |           |   |               |
|                                      | 2,725,000 | Term Loan, 8.07%, Maturing October 24, 2013   | 2,722,809     |
| Westcom Corp.                        |           |   |               |
|                                      | 786,630   | Term Loan, 8.29%, Maturing December 17, 2010  | 787,613       |
|                                      | 1,000,000 | Term Loan, 12.54%, Maturing May 17, 2011      | 1,006,875     |
| Windstream Corp.                     |           |   |               |
|                                      | 4,700,000 | Term Loan, 7.12%, Maturing July 17, 2013      | 4,731,894     |
|                                      |           |   | \$ 37,864,774 |
| Utilities 3.4%                       |           |   |               |
| Astoria Generating Co.               |           |   |               |
| \$                                   | 1,000,000 |   | \$ 1,013,672  |



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Term Loan, 9.14%, Maturing August 23, 2013

|                                   |           |   |           |
|-----------------------------------|-----------|---|-----------|
| BRSP, LLC                         |           |   |           |
|                                   | 2,100,000 | Term Loan, 8.37%, Maturing July 13, 2009  | 2,110,500 |
| Cellnet Technology, Inc.          |           |   |           |
|                                   | 623,618   | Term Loan, 8.37%, Maturing April 26, 2012 | 629,074   |
| Cogentrix Delaware Holdings, Inc. |           |   |           |
|                                   | 733,451   | Term Loan, 6.87%, Maturing April 14, 2012 | 734,826   |

| Principal Amount | Borrower/Tranche Description | Value |
|------------------|------------------------------|-------|
|------------------|------------------------------|-------|

Utilities (continued)

Covanta Energy Corp.

|    |           |   |              |
|----|-----------|---|--------------|
| \$ | 1,092,683 | Term Loan, 5.37%, Maturing June 24, 2012  | \$ 1,101,334 |
|    | 781,061   | Term Loan, 7.62%, Maturing May 27, 2013   | 787,244      |
|    | 520,000   | Term Loan, 10.87%, Maturing June 24, 2013 | 530,075      |

La Paloma Generating Co., LLC

|  |         |  |         |
|--|---------|--|---------|
|  | 55,738  | Term Loan, 7.07%, Maturing August 16, 2012 | 55,366  |
|  | 319,862 | Term Loan, 7.12%, Maturing August 16, 2012 | 317,729 |
|  | 25,475  | Term Loan, 7.12%, Maturing August 16, 2012 | 25,305  |

LSP General Finance Co., LLC

|  |         |   |         |
|--|---------|---|---------|
|  | 41,736  | Term Loan, 7.12%, Maturing April 14, 2013 | 41,858  |
|  | 981,326 | Term Loan, 7.12%, Maturing April 14, 2013 | 984,188 |

Mirant North America, LLC.

|  |           |  |           |
|--|-----------|--|-----------|
|  | 1,215,813 | Term Loan, 7.07%, Maturing January 3, 2013 | 1,215,161 |
|--|-----------|--|-----------|

NRG Energy, Inc.

|  |           |   |           |
|--|-----------|---|-----------|
|  | 2,050,000 | Term Loan, 7.37%, Maturing February 1, 2013 | 2,059,289 |
|  | 8,805,750 | Term Loan, 7.37%, Maturing February 1, 2013 | 8,850,624 |

Pike Electric, Inc.

|  |           |  |           |
|--|-----------|--|-----------|
|  | 1,941,245 | Term Loan, 6.88%, Maturing July 1, 2012      | 1,940,032 |
|  | 526,996   | Term Loan, 6.88%, Maturing December 10, 2012 | 526,667   |

Vulcan Energy Corp.

|  |         |  |               |
|--|---------|--|---------------|
|  | 665,243 | Term Loan, 6.87%, Maturing July 23, 2010 | 666,490       |
|  |         |  | \$ 23,589,434 |

Total Senior, Floating Rate Interests (identified cost, \$991,506,158) \$ 991,741,452

Corporate Bonds & Notes 14.8%

| Principal Amount (000's omitted) | Security | Value |
|----------------------------------|----------|-------|
|----------------------------------|----------|-------|

Aerospace and Defense 0.3%

Argo Tech Corp., Sr. Notes

|    |       |               |              |
|----|-------|---------------|--------------|
| \$ | 1,540 | 9.25%, 6/1/11 | \$ 1,605,450 |
|----|-------|---------------|--------------|

Bombardier, Inc., Sr. Notes

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|  |     |                                |              |
|--|-----|--------------------------------|--------------|
|  | 145 | 8.00%, 11/15/14 <sup>(5)</sup> | 146,450      |
| DRS Technologies, Inc., Sr. Sub. Notes |     |                                |              |
|  | 90  | 7.625%, 2/1/18                 | 93,150       |
|  |     |                                | \$ 1,845,050 |

See notes to financial statements

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## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount<br>(000's omitted)                     |     | Security                         | Value        |
|---|-----|----------------------------------|--------------|
| <b>Automotive 0.2%</b>                                  |     |                                  |              |
| Altra Industrial Motion, Inc.                           |     |                                  |              |
| \$ 250  |     | 9.00%, 12/1/11                   | \$ 257,500   |
| Commercial Vehicle Group, Inc., Sr. Notes               |     |                                  |              |
|   | 110 | 8.00%, 7/1/13                    | 106,975      |
| Goodyear Tire and Rubber Co., Sr. Notes                 |     |                                  |              |
|   | 140 | 8.625%, 12/1/11 <sup>(5)</sup>   | 142,800      |
| Goodyear Tire and Rubber Co., Sr. Notes, Variable Rate  |     |                                  |              |
|   | 200 | 9.14%, 12/1/09 <sup>(5)</sup>    | 201,750      |
| Tenneco Automotive, Inc., Series B                      |     |                                  |              |
|   | 145 | 10.25%, 7/15/13                  | 159,137      |
| Tenneco Automotive, Inc., Sr. Sub. Notes                |     |                                  |              |
|   | 280 | 8.625%, 11/15/14                 | 285,600      |
|   |     |                                  | \$ 1,153,762 |
| <b>Brokers / Dealers / Investment Houses 0.1%</b>       |     |                                  |              |
| Residential Capital Corp., Sub. Notes, Variable Rate    |     |                                  |              |
| \$ 545  |     | 7.204%, 4/17/09 <sup>(5)</sup>   | \$ 546,648   |
|   |     |                                  | \$ 546,648   |
| <b>Building and Development 0.4%</b>                    |     |                                  |              |
| Collins & Aikman Floor Cover                            |     |                                  |              |
| \$ 400  |     | 9.75%, 2/15/10                   | \$ 410,000   |
| General Cable Corp., Sr. Notes                          |     |                                  |              |
|   | 130 | 9.50%, 11/15/10                  | 139,100      |
| Mueller Group, Inc., Sr. Sub. Notes                     |     |                                  |              |
|   | 390 | 10.00%, 5/1/12                   | 426,075      |
| Mueller Holdings, Inc., Disc. Notes, (0.00% until 2009) |     |                                  |              |
|   | 83  | 14.75%, 4/15/14                  | 73,455       |
| Nortek, Inc., Sr. Sub. Notes                            |     |                                  |              |
|   | 930 | 8.50%, 9/1/14                    | 902,100      |
| Panolam Industries International, Sr. Sub. Notes        |     |                                  |              |
|   | 345 | 10.75%, 10/1/13 <sup>(5)</sup>   | 359,007      |
| RMCC Acquisition Co., Sr. Sub. Notes                    |     |                                  |              |
|   | 835 | 9.50%, 11/1/12 <sup>(5)</sup>    | 914,325      |
| Stanley-Martin Co.                                      |     |                                  |              |
|   | 90  | 9.75%, 8/15/15                   | 68,400       |
|   |     |                                  | \$ 3,292,462 |
| <b>Business Equipment and Services 0.7%</b>             |     |                                  |              |
| Activant Solutions, Inc., Sr. Sub. Notes                |     |                                  |              |
| \$ 110  |     | 9.50%, 5/1/16 <sup>(5)</sup>     | \$ 103,400   |
| Affinion Group, Inc.                                    |     |                                  |              |
|   | 110 | 10.125%, 10/15/13 <sup>(5)</sup> | 116,875      |
|   | 150 | 11.50%, 10/15/15                 | 159,000      |

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| Principal Amount<br>(000's omitted)  | Security                       | Value        |
|--|--------------------------------|--------------|
| <b>Business Equipment and Services (continued)</b>                             |                                |              |
| Education Management, LLC, Sr. Notes   |                                |              |
| \$ 310   | 8.75%, 6/1/14 <sup>(5)</sup>   | \$ 320,850   |
| Education Management, LLC, Sr. Sub. Notes                                      |                                |              |
| 430  | 10.25%, 6/1/16 <sup>(5)</sup>  | 455,800      |
| Hydrochem Industrial Services, Inc., Sr. Sub. Notes                            |                                |              |
| 100  | 9.25%, 2/15/13 <sup>(5)</sup>  | 99,750       |
| Knowledge Learning Center, Sr. Sub. Notes                                      |                                |              |
| 180  | 7.75%, 2/1/15 <sup>(5)</sup>   | 171,000      |
| Lamar Media Corp., Sr. Sub. Notes  |                                |              |
| 150  | 6.625%, 8/15/15 <sup>(5)</sup> | 146,437      |
| Norcross Safety Products, LLC/Norcross Capital Corp., Sr. Sub. Notes, Series B |                                |              |
| 1,040  | 9.875%, 8/15/11                | 1,112,800    |
| Rental Service Corp.   |                                |              |
| 100  | 9.50%, 12/1/14 <sup>(5)</sup>  | 101,750      |
| Safety Products Holdings, Inc. Sr. Notes (PIK)                                 |                                |              |
| 315  | 11.75%, 1/1/12 <sup>(3)</sup>  | 333,049      |
| Sungard Data Systems, Inc.   |                                |              |
| 295  | 9.125%, 8/15/13                | 310,856      |
| Sungard Data Systems, Inc., Variable Rate                                      |                                |              |
| 110  | 9.973%, 8/15/13                | 114,812      |
| United Rentals North America, Inc.   |                                |              |
| 490  | 6.50%, 2/15/12                 | 482,650      |
| United Rentals North America, Inc., Sr. Sub. Notes                             |                                |              |
| 1,000  | 7.75%, 11/15/13                | 1,005,000    |
|  |                                | \$ 5,034,029 |
| Cable and Satellite Television 0.9%  |                                |              |
| Cablevision Systems Corp., Sr. Notes, Series B, Variable Rate                  |                                |              |
| \$ 460   | 9.87%, 4/1/09                  | \$ 484,150   |
| CCH I, LLC/CCH I Capital Co.   |                                |              |
| 335  | 11.00%, 10/1/15                | 329,975      |
| CCO Holdings, LLC / CCO Capital Corp., Sr. Notes                               |                                |              |
| 1,785  | 8.75%, 11/15/13                | 1,838,550    |
| CSC Holdings, Inc., Series B   |                                |              |
| 140  | 8.125%, 8/15/09                | 145,425      |
| CSC Holdings, Inc., Sr. Notes  |                                |              |
| 25   | 8.125%, 7/15/09                | 25,969       |
| CSC Holdings, Inc., Sr. Notes, Series B  |                                |              |
| 35   | 7.625%, 4/1/11                 | 35,831       |
| Insight Communications, Sr. Disc. Notes  |                                |              |
| 295  | 12.25%, 2/15/11                | 310,856      |
| Kabel Deutschland GMBH   |                                |              |
| 220  | 10.625%, 7/1/14                | 243,650      |
| Mediacom Broadband Corp., LLC, Sr. Notes                                       |                                |              |
| 270  | 8.50%, 10/15/15 <sup>(5)</sup> | 271,687      |

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## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount<br>(000's omitted)   |       | Security                       | Value        |
|---|-------|--------------------------------|--------------|
| Cable and Satellite Television (continued)  |       |                                |              |
| National Cable, PLC   |       |                                |              |
| \$  | 150   | 8.75%, 4/15/14                 | \$ 157,500   |
| UGS Corp.   |       |                                |              |
|   | 2,320 | 10.00%, 6/1/12                 | 2,540,400    |
|   |       |                                | \$ 6,383,993 |
| Chemicals and Plastics 0.9%   |       |                                |              |
| BCP Crystal Holdings Corp., Sr. Sub. Notes  |       |                                |              |
| \$  | 435   | 9.625%, 6/15/14                | \$ 479,587   |
| Crystal US Holdings / US Holdings 3, LLC, Sr. Disc. Notes, Series B, (0.00% until 2009) |       |                                |              |
|   | 1,004 | 10.50%, 10/1/14                | 853,400      |
| Equistar Chemical, Sr. Notes  |       |                                |              |
|   | 125   | 10.625%, 5/1/11                | 134,062      |
| Ineos Group Holdings PLC  |       |                                |              |
|   | 280   | 8.50%, 2/15/16 <sup>(5)</sup>  | 271,600      |
| Momentive Performance, Sr. Notes  |       |                                |              |
|   | 400   | 9.75%, 12/1/14 <sup>(5)</sup>  | 403,000      |
| Mosaic Co., Sr. Notes   |       |                                |              |
|   | 140   | 7.375%, 12/1/14 <sup>(5)</sup> | 142,975      |
|   | 140   | 7.625%, 12/1/16 <sup>(5)</sup> | 143,850      |
| Nova Chemicals Corp., Sr. Notes, Variable Rate  |       |                                |              |
|   | 215   | 8.502%, 11/15/13               | 216,612      |
| OM Group, Inc.  |       |                                |              |
|   | 2,010 | 9.25%, 12/15/11                | 2,100,450    |
| Polyone Corp., Sr. Notes  |       |                                |              |
|   | 710   | 10.625%, 5/15/10               | 763,250      |
|   | 70    | 8.875%, 5/1/12                 | 71,312       |
| Reichhold Industries, Inc., Sr. Notes   |       |                                |              |
|   | 255   | 9.00%, 8/15/14 <sup>(5)</sup>  | 251,175      |
| Rockwood Specialties Group, Sr. Sub. Notes  |       |                                |              |
|   | 328   | 10.625%, 5/15/11               | 350,960      |
|   |       |                                | \$ 6,182,233 |
| Clothing / Textiles 0.5%  |       |                                |              |
| Levi Strauss & Co., Sr. Notes   |       |                                |              |
| \$  | 920   | 12.25%, 12/15/12               | \$ 1,031,550 |
|   | 105   | 9.75%, 1/15/15                 | 112,744      |
|   | 430   | 8.875%, 4/1/16                 | 446,662      |
| Levi Strauss & Co., Sr. Notes, Variable Rate  |       |                                |              |
|   | 425   | 10.122%, 4/1/12                | 439,875      |
| Oxford Industries, Inc., Sr. Notes  |       |                                |              |
|   | 1,290 | 8.875%, 6/1/11                 | 1,328,700    |
| Perry Ellis International, Inc., Sr. Sub. Notes   |       |                                |              |

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| Principal Amount<br>(000's omitted)                            | 235   | 8.875%, 9/15/13                 | 236,762      |
|--|-------|---------------------------------|--------------|
|  |       | Security                        | Value        |
| <b>Clothing / Textiles (continued)</b>                         |       |                                 |              |
| <b>Phillips Van-Heusen, Sr. Notes</b>                          |       |                                 |              |
| \$   | 50    | 7.25%, 2/15/11                  | \$ 51,312    |
|  |       |                                 | \$ 3,647,605 |
| <b>Conglomerates 0.2%</b>                                      |       |                                 |              |
| <b>Amsted Industries, Inc., Sr. Notes</b>                      |       |                                 |              |
| \$   | 1,000 | 10.25%, 10/15/11 <sup>(5)</sup> | \$ 1,070,000 |
| <b>Goodman Global Holdings, Inc., Sr. Notes, Variable Rate</b> |       |                                 |              |
|  | 234   | 8.329%, 6/15/12                 | 239,265      |
|  |       |                                 | \$ 1,309,265 |
| <b>Containers and Glass Products 0.2%</b>                      |       |                                 |              |
| <b>Berry Plastics Holding Corp.</b>                            |       |                                 |              |
| \$   | 170   | 8.875%, 9/15/14 <sup>(5)</sup>  | \$ 172,337   |
| <b>Berry Plastics Holding Corp., Variable Rate</b>             |       |                                 |              |
|  | 125   | 9.265%, 9/15/14 <sup>(5)</sup>  | 126,719      |
| <b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>              |       |                                 |              |
|  | 865   | 8.50%, 8/1/14                   | 800,125      |
| <b>Pliant Corp.</b>  |       |                                 |              |
|  | 215   | 11.85%, 6/15/09 <sup>(3)</sup>  | 233,352      |
|  |       |                                 | \$ 1,332,533 |
| <b>Cosmetics / Toiletries 0.1%</b>                             |       |                                 |              |
| <b>Sally Holdings LLC, Sr. Notes</b>                           |       |                                 |              |
| \$   | 405   | 9.25%, 11/15/14 <sup>(5)</sup>  | \$ 416,137   |
| <b>Sally Holdings LLC, Sr. Sub. Notes</b>                      |       |                                 |              |
|  | 410   | 10.50%, 11/15/16 <sup>(5)</sup> | 422,812      |
| <b>Samsonite Corp., Sr. Sub. Notes</b>                         |       |                                 |              |
|  | 490   | 8.875%, 6/1/11                  | 534,100      |
|  |       |                                 | \$ 1,373,049 |
| <b>Ecological Services and Equipment 0.1%</b>                  |       |                                 |              |
| <b>Waste Services, Inc., Sr. Sub. Notes</b>                    |       |                                 |              |
| \$   | 570   | 9.50%, 4/15/14                  | \$ 595,650   |
|  |       |                                 | \$ 595,650   |
| <b>Electronic / Electric 0.3%</b>                              |       |                                 |              |
| <b>Avago Technologies Finance, Sr. Notes</b>                   |       |                                 |              |
| \$   | 155   | 10.125%, 12/1/13 <sup>(5)</sup> | \$ 165,462   |
| <b>CPI Holdco, Inc., Sr. Notes, Variable Rate</b>              |       |                                 |              |
|  | 110   | 11.298%, 2/1/15                 | 113,575      |
| <b>Freescale Semiconductor, Sr. Notes</b>                      |       |                                 |              |
|  | 405   | 8.875%, 12/15/14 <sup>(5)</sup> | 408,037      |

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2006

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount<br>(000's omitted)                          |  | Security                        | Value        |
|--|--|---------------------------------|--------------|
| <b>Electronic / Electric (continued)</b>                     |  |                                 |              |
| Freescale Semiconductor, Sr. Notes (PIK)                     |  |                                 |              |
| \$ 305   |  | 9.125%, 12/15/14 <sup>(5)</sup> | \$ 306,525   |
| NXP BV/ NXP Funding LLC, Variable Rate                       |  |                                 |              |
| 875  |  | 8.118%, 10/15/13 <sup>(5)</sup> | 892,500      |
| NXP BV/NXP Funding, LLC, Sr. Notes                           |  |                                 |              |
| 170  |  | 9.50%, 10/15/15 <sup>(5)</sup>  | 175,312      |
|  |  |                                 | \$ 2,061,411 |
| <b>Equipment Leasing 0.1%</b>                                |  |                                 |              |
| Hertz Corp., Sr. Sub. Notes                                  |  |                                 |              |
| \$ 590   |  | 8.875%, 1/1/14 <sup>(5)</sup>   | \$ 615,075   |
|  |  |                                 | \$ 615,075   |
| <b>Financial Intermediaries 1.8%</b>                         |  |                                 |              |
| Alzette, Variable Rate                                       |  |                                 |              |
| \$ 750   |  | 8.636%, 12/15/20 <sup>(5)</sup> | \$ 771,562   |
| Avalon Capital Ltd. 3, Series 1A, Class D, Variable Rate     |  |                                 |              |
| 760  |  | 7.32%, 2/24/19 <sup>(5)</sup>   | 764,595      |
| Babson Ltd., 2005-1A, Class C1, Variable Rate                |  |                                 |              |
| 1,000  |  | 7.324%, 4/15/19 <sup>(5)</sup>  | 1,016,007    |
| Bryant Park CDO Ltd., Series 2005-1A, Class C, Variable Rate |  |                                 |              |
| 1,000  |  | 7.424%, 1/15/19 <sup>(5)</sup>  | 1,018,505    |
| Centurion CDO 8 Ltd., Series 2005-8A, Class D, Variable Rate |  |                                 |              |
| 1,000  |  | 10.89%, 3/8/17                  | 1,055,867    |
| Centurion CDO 9 Ltd., Series 2005-9A                         |  |                                 |              |
| 750  |  | 9.35%, 7/17/19                  | 777,745      |
| First CLO, Ltd., Sr. Sub. Notes, Variable Rate               |  |                                 |              |
| 1,000  |  | 7.68%, 7/27/16 <sup>(5)</sup>   | 1,013,838    |
| Ford Motor Credit Co.  |  |                                 |              |
| 1,100  |  | 8.371%, 11/2/07                 | 1,115,166    |
| 220  |  | 6.625%, 6/16/08                 | 218,851      |
| 795  |  | 7.375%, 10/28/09                | 794,180      |
| 375  |  | 7.875%, 6/15/10                 | 376,990      |
| Ford Motor Credit Co., Sr. Notes                             |  |                                 |              |
| 215  |  | 9.875%, 8/10/11                 | 230,234      |
| General Motors Acceptance Corp.                              |  |                                 |              |
| 220  |  | 5.125%, 5/9/08                  | 217,266      |
| 110  |  | 5.85%, 1/14/09                  | 109,841      |
| 45   |  | 7.00%, 2/1/12                   | 46,622       |
| 980  |  | 8.00%, 11/1/31                  | 1,101,581    |
| Idearc, Inc., Sr. Notes                                      |  |                                 |              |
| 450  |  | 8.00%, 11/15/16 <sup>(5)</sup>  | 459,562      |
| Sonata Securities S.A., Series 2006-5                        |  |                                 |              |



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| Principal Amount<br>(000's omitted)  |     | Security                       | Value         |
|--|-----|--------------------------------|---------------|
|  | 750 | 8.75%, 6/27/07                 | 755,325       |
| <b>Financial Intermediaries (continued)</b>                                  |     |                                |               |
| Sonata Securities S.A., Series 2006-6  |     |                                |               |
| \$   | 750 | 8.75%, 6/27/07                 | \$ 755,182    |
|  |     |                                | \$ 12,598,919 |
| <b>Food Products 0.1%</b>  |     |                                |               |
| ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes, (0.00% until 2008) |     |                                |               |
| \$   | 550 | 11.50%, 11/1/11                | \$ 492,250    |
| Nutro Products, Inc., Sr. Notes, Variable Rate                               |     |                                |               |
|  | 85  | 9.40%, 10/15/13 <sup>(5)</sup> | 87,975        |
| Pierre Foods, Inc., Sr. Sub. Notes   |     |                                |               |
|  | 40  | 9.875%, 7/15/12                | 41,100        |
| Pinnacle Foods Holdings Corp., Sr. Sub. Notes                                |     |                                |               |
|  | 115 | 8.25%, 12/1/13                 | 117,875       |
|  |     |                                | \$ 739,200    |
| <b>Food Service 0.1%</b>   |     |                                |               |
| Buffets, Inc.  |     |                                |               |
| \$   | 245 | 12.50%, 11/1/14 <sup>(5)</sup> | \$ 246,837    |
| El Pollo Loco, Inc.  |     |                                |               |
|  | 410 | 11.75%, 11/15/13               | 438,700       |
| NPC International, Inc., Sr. Sub. Notes                                      |     |                                |               |
|  | 390 | 9.50%, 5/1/14 <sup>(5)</sup>   | 393,900       |
|  |     |                                | \$ 1,079,437  |
| <b>Food / Drug Retailers 0.3%</b>  |     |                                |               |
| General Nutrition Centers, Inc.  |     |                                |               |
| \$   | 105 | 8.625%, 1/15/11                | \$ 110,250    |
| General Nutrition Centers, Sr. Sub. Notes                                    |     |                                |               |
|  | 100 | 8.50%, 12/1/10                 | 103,000       |
| GNC Parent Corp., Variable Rate  |     |                                |               |
|  | 510 | 12.14%, 12/1/11 <sup>(5)</sup> | 509,999       |
| Rite Aid Corp.   |     |                                |               |
|  | 345 | 7.125%, 1/15/07                | 345,431       |
|  | 980 | 6.125%, 12/15/08               | 960,400       |
|  | 320 | 8.125%, 5/1/10                 | 335,200       |
|  |     |                                | \$ 2,364,280  |
| <b>Forest Products 0.2%</b>  |     |                                |               |
| Domtar, Inc.   |     |                                |               |
| \$   | 375 | 7.125%, 8/1/15                 | \$ 360,937    |
| JSG Funding PLC, Sr. Notes   |     |                                |               |
|  | 365 | 9.625%, 10/1/12                | 387,812       |
| NewPage Corp.  |     |                                |               |
|  | 380 | 10.00%, 5/1/12                 | 401,850       |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount<br>(000's omitted)                       |       | Security                        | Value        |
|---|-------|---------------------------------|--------------|
| Forest Products (continued)                               |       |                                 |              |
| NewPage Corp., Variable Rate                              |       |                                 |              |
| \$ 155  |       | 11.621%, 5/1/12                 | \$ 168,562   |
| Stone Container Corp.                                     |       |                                 |              |
|   | 255   | 7.375%, 7/15/14                 | 233,325      |
|   |       |                                 | \$ 1,552,486 |
| Healthcare 0.9%   |       |                                 |              |
| Accellent, Inc.   |       |                                 |              |
| \$ 380  |       | 10.50%, 12/1/13                 | \$ 387,600   |
| AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes      |       |                                 |              |
|   | 355   | 10.00%, 2/15/15                 | 384,287      |
| CDRV Investors, Inc., Sr. Disc. Notes, (0.00% until 2010) |       |                                 |              |
|   | 30    | 9.625%, 1/1/15                  | 23,550       |
| HCA, Inc.   |       |                                 |              |
|   | 50    | 8.75%, 9/1/10                   | 51,875       |
|   | 200   | 9.125%, 11/15/14 <sup>(5)</sup> | 209,500      |
|   | 670   | 9.25%, 11/15/16 <sup>(5)</sup>  | 702,662      |
|   | 305   | 9.625%, 11/15/16 <sup>(5)</sup> | 321,012      |
| Inverness Medical Innovations, Inc., Sr. Sub. Notes       |       |                                 |              |
|   | 550   | 8.75%, 2/15/12                  | 572,000      |
| Multiplan, Inc., Sr. Sub. Notes                           |       |                                 |              |
|   | 310   | 10.375%, 4/15/16 <sup>(5)</sup> | 311,550      |
| National Mentor Holdings, Inc., Sr. Sub. Notes            |       |                                 |              |
|   | 215   | 11.25%, 7/1/14 <sup>(5)</sup>   | 227,900      |
| Res-Care, Inc., Sr. Notes                                 |       |                                 |              |
|   | 220   | 7.75%, 10/15/13                 | 222,750      |
| Service Corp. International, Sr. Notes                    |       |                                 |              |
|   | 440   | 8.00%, 6/15/17                  | 440,000      |
|   | 130   | 7.625%, 10/1/18                 | 136,500      |
| Triad Hospitals, Inc., Sr. Notes                          |       |                                 |              |
|   | 215   | 7.00%, 5/15/12                  | 218,225      |
| Triad Hospitals, Inc., Sr. Sub. Notes                     |       |                                 |              |
|   | 255   | 7.00%, 11/15/13                 | 256,912      |
| US Oncology, Inc.   |       |                                 |              |
|   | 390   | 9.00%, 8/15/12                  | 410,475      |
|   | 1,940 | 10.75%, 8/15/14                 | 2,153,400    |
| VWR International, Inc., Sr. Sub. Notes                   |       |                                 |              |
|   | 235   | 8.00%, 4/15/14                  | 240,875      |
|   |       |                                 | \$ 7,271,073 |
| Home Furnishings 0.0%                                     |       |                                 |              |
| Interline Brands, Inc., Sr. Sub. Notes                    |       |                                 |              |
| \$ 150  |       | 8.125%, 6/15/14                 | \$ 154,875   |

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| Principal Amount<br>(000's omitted)  | Security                        | Value        |
|--|---------------------------------|--------------|
| <b>Home Furnishings (continued)</b>  |                                 |              |
| Steinway Musical Instruments, Sr. Notes  |                                 |              |
| \$ 175   | 7.00%, 3/1/14 <sup>(5)</sup>    | \$ 171,062   |
|  |                                 | \$ 325,937   |
| <b>Industrial Equipment 0.2%</b>   |                                 |              |
| Case New Holland, Inc., Sr. Notes  |                                 |              |
| \$ 220   | 9.25%, 8/1/11                   | \$ 234,575   |
| 655  | 7.125%, 3/1/14                  | 663,187      |
| Chart Industries, Inc., Sr. Sub. Notes   |                                 |              |
| 215  | 9.125%, 10/15/15 <sup>(5)</sup> | 225,750      |
|  |                                 | \$ 1,123,512 |
| <b>Leisure Goods / Activities / Movies 0.4%</b>                                |                                 |              |
| AMC Entertainment, Inc., Sr. Sub. Notes  |                                 |              |
| \$ 440   | 9.875%, 2/1/12                  | \$ 459,800   |
| AMC Entertainment, Inc., Variable Rate   |                                 |              |
| 65   | 9.624%, 8/15/10                 | 67,438       |
| HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.                |                                 |              |
| 220  | 12.50%, 4/1/13 <sup>(5)</sup>   | 220,550      |
| HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate |                                 |              |
| 405  | 10.12%, 4/1/12 <sup>(5)</sup>   | 406,013      |
| Marquee Holdings, Inc., Sr. Disc. Notes, (0.00% until 2009)                    |                                 |              |
| 385  | 12.00%, 8/15/14                 | 307,038      |
| Universal City Development Partners, Sr. Notes                                 |                                 |              |
| 385  | 11.75%, 4/1/10                  | 415,319      |
| Universal City Florida Holdings, Sr. Notes, Variable Rate                      |                                 |              |
| 680  | 10.121%, 5/1/10                 | 702,100      |
|  |                                 | \$ 2,578,258 |
| <b>Lodging and Casinos 0.9%</b>  |                                 |              |
| CCM Merger, Inc.   |                                 |              |
| \$ 260   | 8.00%, 8/1/13 <sup>(5)</sup>    | \$ 252,200   |
| Chukchansi EDA, Sr. Notes, Variable Rate                                       |                                 |              |
| 310  | 8.877%, 11/15/12 <sup>(5)</sup> | 319,688      |
| Galaxy Entertainment Finance   |                                 |              |
| 200  | 9.875%, 12/15/12 <sup>(5)</sup> | 214,500      |
| Greektown Holdings, LLC, Sr. Notes   |                                 |              |
| 225  | 10.75%, 12/1/13 <sup>(5)</sup>  | 236,813      |
| Host Hotels & Resorts L.P., Sr. Notes  |                                 |              |
| 205  | 6.875%, 11/1/14 <sup>(5)</sup>  | 208,588      |
| Inn of the Mountain Gods, Sr. Notes  |                                 |              |
| 605  | 12.00%, 11/15/10                | 647,350      |
| Las Vegas Sands Corp.  |                                 |              |
| 315  | 6.375%, 2/15/15                 | 305,156      |

See notes to financial statements



Eaton Vance Floating-Rate Income Trust as of November 30, 2006

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount<br>(000's omitted)             |  | Security                        | Value        |
|---|--|---------------------------------|--------------|
| Lodging and Casinos (continued)                 |  |                                 |              |
| Majestic HoldCo, LLC, (0.00% until 2008)        |  |                                 |              |
| \$ 150  |  | 12.50%, 10/15/11 <sup>(5)</sup> | \$ 96,750    |
| Majestic Star Casino, LLC                       |  |                                 |              |
| 235   |  | 9.50%, 10/15/10                 | 243,813      |
| 230   |  | 9.75%, 1/15/11                  | 215,050      |
| Mohegan Tribal Gaming Authority, Sr. Sub. Notes |  |                                 |              |
| 110   |  | 8.00%, 4/1/12                   | 114,950      |
| OED Corp./Diamond Jo, LLC                       |  |                                 |              |
| 125   |  | 8.75%, 4/15/12                  | 124,063      |
| San Pasqual Casino                              |  |                                 |              |
| 345   |  | 8.00%, 9/15/13 <sup>(5)</sup>   | 355,350      |
| Station Casinos, Inc.                           |  |                                 |              |
| 60  |  | 7.75%, 8/15/16                  | 62,025       |
| Station Casinos, Inc., Sr. Notes                |  |                                 |              |
| 105   |  | 6.00%, 4/1/12                   | 101,325      |
| Trump Entertainment Resorts, Inc.               |  |                                 |              |
| 1,515   |  | 8.50%, 6/1/15                   | 1,511,213    |
| Tunica-Biloxi Gaming Authority, Sr. Notes       |  |                                 |              |
| 345   |  | 9.00%, 11/15/15 <sup>(5)</sup>  | 357,938      |
| Turning Stone Resort Casinos, Sr. Notes         |  |                                 |              |
| 85  |  | 9.125%, 9/15/14 <sup>(5)</sup>  | 87,338       |
| Waterford Gaming, LLC, Sr. Notes                |  |                                 |              |
| 418   |  | 8.625%, 9/15/12 <sup>(5)</sup>  | 445,170      |
| Wynn Las Vegas, LLC                             |  |                                 |              |
| 120   |  | 6.625%, 12/1/14                 | 118,800      |
|   |  |                                 | \$ 6,018,080 |
| Nonferrous Metals / Minerals 0.1%               |  |                                 |              |
| Alpha Natural Resources, Sr. Notes              |  |                                 |              |
| \$ 90   |  | 10.00%, 6/1/12                  | \$ 97,650    |
| FMG Finance PTY, Ltd.                           |  |                                 |              |
| 215   |  | 10.625%, 9/1/16 <sup>(5)</sup>  | 217,688      |
| Novelis, Inc., Sr. Notes                        |  |                                 |              |
| 110   |  | 8.25%, 2/15/15 <sup>(5)</sup>   | 106,150      |
|   |  |                                 | \$ 421,488   |
| Oil and Gas 0.8%                                |  |                                 |              |
| Allis-Chalmers Energy, Inc., Sr. Notes          |  |                                 |              |
| \$ 500  |  | 9.00%, 1/15/14 <sup>(5)</sup>   | \$ 502,500   |
| Clayton Williams Energy, Inc.                   |  |                                 |              |
| 130   |  | 7.75%, 8/1/13                   | 120,250      |
| Copano Energy, LLC, Sr. Notes                   |  |                                 |              |
| 75  |  | 8.125%, 3/1/16                  | 77,625       |

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| El Paso Corp., Sr. Notes                  | 245 | 9.625%, 5/15/12                  | 276,238      |
|---|-----|----------------------------------|--------------|
| Principal Amount<br>(000's omitted)       |     | Security                         | Value        |
| Oil and Gas (continued)                   |     |                                  |              |
| El Paso Production Holding Co.            |     |                                  |              |
| \$  | 280 | 7.75%, 6/1/13                    | \$ 291,550   |
| Encore Acquisition Co., Sr. Sub. Notes    |     |                                  |              |
|   | 175 | 7.25%, 12/1/17                   | 170,625      |
| Giant Industries                          |     |                                  |              |
|   | 90  | 8.00%, 5/15/14                   | 97,988       |
| Kinder Morgan Finance                     |     |                                  |              |
|   | 320 | 5.35%, 1/5/11                    | 314,631      |
| Ocean Rig Norway AS, Sr. Notes            |     |                                  |              |
|   | 255 | 8.375%, 7/1/13 <sup>(5)</sup>    | 272,850      |
| Parker Drilling Co., Sr. Notes            |     |                                  |              |
|   | 110 | 9.625%, 10/1/13                  | 121,000      |
| Petrobras International Finance Co.       |     |                                  |              |
|   | 60  | 7.75%, 9/15/14                   | 67,050       |
| Petrohawk Energy Corp.                    |     |                                  |              |
|   | 890 | 9.125%, 7/15/13                  | 931,163      |
| Quicksilver Resources, Inc.               |     |                                  |              |
|   | 235 | 7.125%, 4/1/16                   | 226,775      |
| Semgroup L.P., Sr. Notes                  |     |                                  |              |
|   | 605 | 8.75%, 11/15/15 <sup>(5)</sup>   | 614,075      |
| Sesi LLC                                  |     |                                  |              |
|   | 65  | 6.875%, 6/1/14                   | 65,325       |
| Stewart & Stevenson, LLC, Sr. Notes       |     |                                  |              |
|   | 215 | 10.00%, 7/15/14 <sup>(5)</sup>   | 225,750      |
| United Refining Co., Sr. Notes            |     |                                  |              |
|   | 630 | 10.50%, 8/15/12                  | 658,350      |
| Verasun Energy Corp.                      |     |                                  |              |
|   | 335 | 9.875%, 12/15/12                 | 355,100      |
|   |     |                                  | \$ 5,388,845 |
| Publishing 0.3%                           |     |                                  |              |
| American Media Operations, Inc., Series B |     |                                  |              |
| \$  | 700 | 10.25%, 5/1/09                   | \$ 682,500   |
| CBD Media, Inc., Sr. Sub. Notes           |     |                                  |              |
|   | 135 | 8.625%, 6/1/11                   | 137,700      |
| Houghton Mifflin Co., Sr. Sub. Notes      |     |                                  |              |
|   | 625 | 9.875%, 2/1/13                   | 685,938      |
| MediaNews Group, Inc., Sr. Sub. Notes     |     |                                  |              |
|   | 110 | 6.875%, 10/1/13                  | 102,163      |
| Medimedia USA, Inc., Sr. Notes            |     |                                  |              |
|   | 60  | 11.375%, 11/15/14 <sup>(5)</sup> | 62,550       |
| R.H. Donnelley Corp., Sr. Disc. Notes     |     |                                  |              |
|   | 235 | 6.875%, 1/15/13                  | 226,188      |
|   | 420 | 6.875%, 1/15/13                  | 404,250      |
|   |     |                                  | \$ 2,301,289 |

See notes to financial statements

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## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount<br>(000's omitted)            |  | Security                        | Value        |
|--|--|---------------------------------|--------------|
| <b>Radio and Television 0.6%</b>               |  |                                 |              |
| Advanstar Communications, Inc.                 |  |                                 |              |
| \$ 1,135                                       |  | 10.75%, 8/15/10                 | \$ 1,225,800 |
| CanWest Media, Inc.                            |  |                                 |              |
| 290  |  | 8.00%, 9/15/12                  | 300,875      |
| LBI Media, Inc.                                |  |                                 |              |
| 180  |  | 10.125%, 7/15/12                | 191,700      |
| Rainbow National Services, LLC, Sr. Notes      |  |                                 |              |
| 115  |  | 8.75%, 9/1/12 <sup>(5)</sup>    | 121,325      |
| Rainbow National Services, LLC, Sr. Sub. Debs. |  |                                 |              |
| 1,470  |  | 10.375%, 9/1/14 <sup>(5)</sup>  | 1,639,050    |
| Sirius Satellite Radio, Sr. Notes              |  |                                 |              |
| 565  |  | 9.625%, 8/1/13                  | 560,763      |
| XM Satellite Radio, Inc.                       |  |                                 |              |
| 40   |  | 9.75%, 5/1/14                   | 39,800       |
|  |  |                                 | \$ 4,079,313 |
| <b>Rail Industries 0.1%</b>                    |  |                                 |              |
| Kansas City Southern Mex, Sr. Notes            |  |                                 |              |
| \$ 255   |  | 7.625%, 12/1/13 <sup>(5)</sup>  | \$ 255,638   |
| Kansas City Southern Railway Co.               |  |                                 |              |
| 105  |  | 9.50%, 10/1/08                  | 110,381      |
| TFM SA de C.V., Sr. Notes                      |  |                                 |              |
| 145  |  | 12.50%, 6/15/12                 | 158,413      |
|  |  |                                 | \$ 524,432   |
| <b>Retailers (Except Food and Drug) 0.6%</b>   |  |                                 |              |
| Amscan Holdings, Inc., Sr. Sub. Notes          |  |                                 |              |
| \$ 180   |  | 8.75%, 5/1/14                   | \$ 173,700   |
| Autonation, Inc., Variable Rate                |  |                                 |              |
| 150  |  | 7.374%, 4/15/13                 | 150,750      |
| Bon-Ton Department Stores, Inc.                |  |                                 |              |
| 345  |  | 10.25%, 3/15/14                 | 357,075      |
| GameStop Corp.                                 |  |                                 |              |
| 1,405  |  | 8.00%, 10/1/12                  | 1,471,738    |
| GameStop Corp., Variable Rate                  |  |                                 |              |
| 410  |  | 9.247%, 10/1/11                 | 427,938      |
| Linens 'N Things, Inc., Variable Rate          |  |                                 |              |
| 100  |  | 10.999%, 1/15/14                | 98,250       |
| Michaels Stores, Inc., Sr. Notes               |  |                                 |              |
| 650  |  | 10.00%, 11/1/14 <sup>(5)</sup>  | 667,063      |
| Michaels Stores, Inc., Sr. Sub. Notes          |  |                                 |              |
| 205  |  | 11.375%, 11/1/16 <sup>(5)</sup> | 211,150      |
| Neiman Marcus Group, Inc.                      |  |                                 |              |



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|             |     |                   |              |
|-------------|-----|-------------------|--------------|
|             | 540 | 9.00%, 10/15/15   | 587,925      |
|             | 350 | 10.375%, 10/15/15 | 388,938      |
| Toys "R" Us |     |                   |              |
|             | 105 | 7.375%, 10/15/18  | 81,506       |
|             |     |                   | \$ 4,616,033 |

Principal  
Amount  
(000's omitted)

|   |       | Security                       | Value        |
|---|-------|--------------------------------|--------------|
| Steel 0.1%  |       |                                |              |
| AK Steel Corp.  |       |                                |              |
| \$  | 145   | 7.875%, 2/15/09                | \$ 145,725   |
| RathGibson, Inc., Sr. Notes   |       |                                |              |
|   | 475   | 11.25%, 2/15/14 <sup>(5)</sup> | 501,125      |
|   |       |                                | \$ 646,850   |
| Surface Transport 0.3%  |       |                                |              |
| Horizon Lines, LLC  |       |                                |              |
| \$  | 1,808 | 9.00%, 11/1/12                 | \$ 1,902,920 |
|   |       |                                | \$ 1,902,920 |
| Telecommunications 1.6%   |       |                                |              |
| Alamosa Delaware, Inc., Sr. Notes   |       |                                |              |
| \$  | 560   | 11.00%, 7/31/10                | \$ 607,641   |
| Centennial Cellular Operating Co. / Centennial Communication Corp., Sr. Notes |       |                                |              |
|   | 265   | 10.125%, 6/15/13               | 286,200      |
| Digicel Ltd., Sr. Notes   |       |                                |              |
|   | 285   | 9.25%, 9/1/12 <sup>(5)</sup>   | 303,525      |
| Intelsat Bermuda Ltd.   |       |                                |              |
|   | 365   | 9.25%, 6/15/16 <sup>(5)</sup>  | 392,375      |
| Intelsat Bermuda Ltd., Sr. Notes, Variable Rate                               |       |                                |              |
|   | 545   | 10.484%, 1/15/12               | 554,538      |
| Intelsat Ltd., Sr. Notes  |       |                                |              |
|   | 1,585 | 5.25%, 11/1/08                 | 1,551,319    |
| Qwest Capital Funding, Inc.   |       |                                |              |
|   | 123   | 7.00%, 8/3/09                  | 125,460      |
| Qwest Communications International, Inc.                                      |       |                                |              |
|   | 70    | 7.50%, 11/1/08                 | 71,400       |
|   | 1,450 | 7.50%, 2/15/14                 | 1,500,750    |
| Qwest Corp., Sr. Notes  |       |                                |              |
|   | 505   | 7.625%, 6/15/15                | 541,613      |
| Qwest Corp., Sr. Notes, Variable Rate   |       |                                |              |
|   | 1,090 | 8.64%, 6/15/13                 | 1,186,738    |
| Rogers Wireless, Inc., Sr. Sub. Notes   |       |                                |              |
|   | 45    | 8.00%, 12/15/12                | 47,925       |
| Rogers Wireless, Inc., Variable Rate  |       |                                |              |
|   | 1,617 | 8.515%, 12/15/10               | 1,653,383    |
| UbiquiTel Operating Co., Sr. Notes  |       |                                |              |
|   | 1,110 | 9.875%, 3/1/11                 | 1,204,350    |
| West Corp., Sr. Notes   |       |                                |              |
|   | 575   | 9.50%, 10/15/14 <sup>(5)</sup> | 572,844      |
| Windstream Corp., Sr. Notes   |       |                                |              |
|   | 325   | 8.125%, 8/1/13 <sup>(5)</sup>  | 353,438      |

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65

8.625%, 8/1/16<sup>(5)</sup>

71,094

\$ 11,024,593

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Eaton Vance Floating-Rate Income Trust as of November 30, 2006

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

| Principal Amount<br>(000's omitted)  |         | Security   | Value          |
|--|---------|--|----------------|
| <b>Utilities 0.2%</b>  |         |  |                |
| <b>Dynegy Holdings, Inc.</b>   |         |  |                |
| \$   | 220     | 8.375%, 5/1/16   | \$ 229,900     |
|  | 430     | 7.625%, 10/15/26   | 411,725        |
| <b>NRG Energy, Inc.</b>  |         |  |                |
|  | 150     | 7.25%, 2/1/14  | 150,375        |
|  | 505     | 7.375%, 1/15/17  | 505,000        |
| <b>NRG Energy, Inc., Sr. Notes</b>   |         |  |                |
|  | 210     | 7.375%, 2/1/16   | 210,525        |
| <b>Reliant Energy, Inc.</b>  |         |  |                |
|  | 180     | 9.25%, 7/15/10   | 190,125        |
|  |         |  | \$ 1,697,650   |
| <b>Total Corporate Bonds &amp; Notes</b><br>(identified cost, \$100,688,384) |         |  | \$ 103,627,360 |
| <b>Convertible Bonds 0.0%</b>  |         |  |                |
| <b>Principal Amount</b>  |         |  |                |
| \$   | 345,000 | L-3 Communications Corp. <sup>(5)</sup>                        | \$ 360,094     |
| <b>Total Convertible Bonds</b><br>(identified cost, \$348,787)               |         |  | \$ 360,094     |
| <b>Common Stocks 0.1%</b>  |         |  |                |
| <b>Shares</b>  |         |  |                |
|  | 34,611  | Trump Entertainment Resorts, Inc. <sup>(4)</sup>               | \$ 737,907     |
| <b>Total Common Stocks</b><br>(identified cost, \$427,071)                   |         |  | \$ 737,907     |
| <b>Preferred Stocks 0.0%</b>   |         |  |                |
| <b>Shares</b>  |         |  |                |
|  | 1,123   | Chesapeake Energy Corp., 4.50%                                 | \$ 113,142     |
|  | 1,029   | Crown Castle International Corp., (PIK)                        | 57,367         |
| <b>Total Preferred Stocks</b><br>(identified cost, \$158,111)                |         |  | \$ 170,509     |
| <b>Closed-End Investment Companies 3.4%</b>                                  |         |  |                |
| <b>Shares</b>  |         |  |                |
|  | 150,400 | BlackRock Floating Rate Income Strategies Fund II, Inc.        | \$ 2,693,664   |
|  | 52,200  | BlackRock Floating Rate Income Strategies Fund, Inc.           | 935,424        |
|  | 343,600 | First Trust / Four Corners Senior Floating Rate Income Fund II | 6,167,620      |
|  | 505,500 | ING Prime Rate Trust   | 3,634,545      |
|  | 162,500 | LMP Corporate Loan Fund, Inc.                                  | 2,192,125      |
|  | 147,040 | Pioneer Floating Rate Trust                                    | 2,786,408      |
|  | 600,000 | Van Kampen Senior Income Trust                                 | 5,178,000      |
|  |         |  | \$ 23,587,786  |

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Total Closed-End Investment Companies  
(identified cost, \$23,165,046)

Affiliated Investments 1.0%

| Security  | Rate  | Value        |
|---|-------|--------------|
| Investment in Cash Management<br>Portfolio <sup>(6)</sup> | 4.83% | \$ 6,922,556 |

Total Affiliated Investments  
(at amortized cost \$6,922,556) \$ 6,922,556

Total Investments 160.5%  
(identified cost \$1,123,216,113) \$ 1,127,147,664

Less Unfunded Loan  
Commitments (0.3%) \$ (2,058,774)

Net Investments 160.2%  
(identified cost \$1,121,157,339) \$ 1,125,088,890

Other Assets, Less Liabilities 1.8% \$ 12,832,780

Auction Preferred Shares Plus Cumulative  
Unpaid Dividends (62.0%) \$ (435,481,509)

Net Assets Applicable to Common  
Shares 100.0% \$ 702,440,161

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2006

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

PIK - Payment In Kind.

(1) Senior floating-rate interests often require prepayments from excess cash flows or permit the borrower to repay at its election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, it is anticipated that the senior floating-rate interests will have an expected average life of approximately two to three years. The stated interest rate represents the weighted average interest rate as of November 30, 2006 of all contracts within the senior loan facility. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London-Interbank Offered Rate ("LIBOR"), and secondarily the prime rate offered by one or more major United States banks (the "Prime Rate") and the certificate of deposit ("CD") rate or other base lending rates used by commercial lenders.

(2) Unfunded loan commitments. See Note 1E for description.

(3) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.

(4) Non-income producing security.

(5) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At November 30, 2006, the aggregate value of the securities is \$28,675,444 or 4.1% of the Fund's net assets.

(6) Affiliated investment that invests in high quality U.S. money market instruments, and that is available to Eaton Vance portfolios and funds. The rate shown is the annualized seven-day yield as of November 30, 2006.

(7) Defaulted security. Currently the issuer is in default with respect to interest payments.

See notes to financial statements



## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## FINANCIAL STATEMENTS (Unaudited)

## Statement of Assets and Liabilities

As of November 30, 2006

|  |                  |
|--|------------------|
| Assets   |                  |
| Unaffiliated investments, at value (identified cost, \$1,121,157,339)  | \$ 1,118,166,334 |
| Affiliated investments, at value (amortized cost, \$6,922,556)   | 6,922,556        |
| Cash   | 2,830,400        |
| Receivable for investments sold  | 2,016,350        |
| Dividends and interest receivable  | 10,813,453       |
| Receivable for open swap contracts   | 76,263           |
| Prepaid expenses   | 98,769           |
| Total assets   | \$ 1,140,924,125 |
| Liabilities  |                  |
| Payable for investments purchased  | \$ 2,260,000     |
| Payable to affiliate for investment advisory fees  | 510,846          |
| Payable to affiliate for Trustees' fees  | 3,638            |
| Accrued expenses   | 227,971          |
| Total liabilities  | \$ 3,002,455     |
| Auction preferred shares (17,400 shares outstanding) at liquidation value plus cumulative unpaid dividends       | \$ 435,481,509   |
| Net assets applicable to common shares   | \$ 702,440,161   |
| Sources of Net Assets  |                  |
| Common Shares, \$0.01 par value, unlimited number of shares authorized, 37,294,271 shares issued and outstanding | \$ 372,943       |
| Additional paid-in capital   | 706,620,385      |
| Accumulated net realized loss  | (9,290,592)      |
| Accumulated undistributed net investment income  | 747,581          |
| Net unrealized appreciation  | 3,989,844        |
| Net assets applicable to common shares   | \$ 702,440,161   |
| Net Asset Value Per Common Share   |                  |
| (\$702,440,161 ÷ 37,294,271 common shares issued and outstanding)  | \$ 18.84         |

## Statement of Operations

For the Six Months Ended  
November 30, 2006

|  |               |
|--|---------------|
| Investment Income                                    |               |
| Interest   | \$ 43,710,670 |
| Dividends  | 968,061       |
| Interest income allocated from affiliated investment | 41,440        |
| Expense allocated from affiliated investment         | (3,590)       |
| Total investment income                              | \$ 44,716,581 |

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|  |                 |
|--|-----------------|
| Expenses   |                 |
| Investment adviser fee                               | \$ 4,272,662    |
| Trustees' fees and expenses                          | 10,667          |
| Preferred shares remarketing agent fee               | 545,239         |
| Custodian fee  | 159,014         |
| Legal and accounting services                        | 81,207          |
| Printing and postage                                 | 69,513          |
| Transfer and dividend disbursing agent fees          | 35,895          |
| Miscellaneous  | 81,002          |
| Total expenses                                       | \$ 5,255,199    |
| Deduct   |                 |
| Reduction of custodian fee                           | \$ 11,391       |
| Reduction of investment adviser fee                  | 1,140,325       |
| Total expense reductions                             | \$ 1,151,716    |
| Net expenses   | \$ 4,103,483    |
| Net investment income                                | \$ 40,613,098   |
| Realized and Unrealized Gain (Loss)                  |                 |
| Net realized gain (loss)                             |                 |
| Investment transactions                              | \$ (803,362)    |
| Swap contracts                                       | 33,074          |
| Net realized loss                                    | \$ (770,288)    |
| Change in unrealized appreciation (depreciation)     |                 |
| Investments  | \$ (1,330,815)  |
| Swap contracts                                       | 61,069          |
| Net change in unrealized appreciation (depreciation) | \$ (1,269,746)  |
| Net realized and unrealized loss                     | \$ (2,040,034)  |
| Distributions to preferred shareholders              |                 |
| From net investment income                           | \$ (11,136,547) |
| Net increase in net assets from operations           | \$ 27,436,517   |

See notes to financial statements



## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## FINANCIAL STATEMENTS CONT'D

## Statements of Changes in Net Assets

| Increase (Decrease)<br>in Net Assets  | Six Months Ended<br>November 30, 2006<br>(Unaudited) | Year Ended<br>May 31, 2006 |
|---|--|----------------------------|
| From operations   |  |                            |
| Net investment income   | \$ 40,613,098  | \$ 68,374,908              |
| Net realized loss from investment<br>transactions and swap contracts  | (770,288)  | (2,090,940)                |
| Net change in unrealized appreciation<br>(depreciation) from investments<br>and swap contracts              | (1,269,746)  | 5,161,460                  |
| Distributions to preferred shareholders<br>From net investment income                                       | (11,136,547)   | (17,268,274)               |
| Net increase in net assets from operations  | \$ 27,436,517  | \$ 54,177,154              |
| Distributions to common shareholders<br>From net investment income  | \$ (30,171,065)                                      | \$ (51,727,154)            |
| Total distributions to common shareholders  | \$ (30,171,065)                                      | \$ (51,727,154)            |
| Net increase (decrease) in net assets   | \$ (2,734,548)                                       | \$ 2,450,000               |
| Net Assets Applicable<br>to Common Shares   |  |                            |
| At beginning of period  | \$ 705,174,709                                       | \$ 702,724,709             |
| At end of period  | \$ 702,440,161                                       | \$ 705,174,709             |
| Accumulated undistributed<br>net investment income<br>included in net assets<br>applicable to common shares |  |                            |
| At end of period  | \$ 747,581   | \$ 1,442,095               |

See notes to financial statements



## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## FINANCIAL STATEMENTS CONT'D

## Financial Highlights

Selected data for a common share outstanding during the periods stated

|   | Six Months Ended<br>November 30, 2006<br>(Unaudited) <sup>(1)</sup> | 2006 <sup>(1)</sup> | Year Ended May 31,<br>2005 <sup>(1)(2)</sup> |
|---|---|---------------------|--|
| Net asset value Beginning of period (Common shares)                   | \$ 18.910   | \$ 18.840           | \$ 19.100 <sup>(3)</sup>                     |
| Income (loss) from operations   |   |                     |  |
| Net investment income   | \$ 1.089  | \$ 1.833            | \$ 1.101                                     |
| Net realized and unrealized gain (loss)                               | (0.051)   | 0.087               | (0.055)                                      |
| Distributions to preferred shareholders from net investment income    | (0.299)   | (0.463)             | (0.209)                                      |
| Total income from operations  | \$ 0.739  | \$ 1.457            | \$ 0.837                                     |
| Less distributions to common shareholders                             |   |                     |  |
| From net investment income  | \$ (0.809)  | \$ (1.387)          | \$ (0.952)                                   |
| Total distributions to common shareholders                            | \$ (0.809)  | \$ (1.387)          | \$ (0.952)                                   |
| Preferred and Common shares offering costs charged to paid-in capital | \$  | \$                  | \$ (0.027)                                   |
| Preferred Shares underwriting discounts                               | \$  | \$                  | \$ (0.118)                                   |
| Net asset value End of period (Common shares)                         | \$ 18.840   | \$ 18.910           | \$ 18.840                                    |
| Market value End of period (Common shares)                            | \$ 18.470   | \$ 17.950           | \$ 18.070                                    |
| Total Investment Return on Net Asset Value <sup>(4)</sup>             | 4.10%   | 8.50%               | 3.72% <sup>(5)</sup>                         |
| Total Investment Return on Market Value <sup>(4)</sup>                | 7.51%   | 7.38%               | (0.52)% <sup>(5)</sup>                       |

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## FINANCIAL STATEMENTS CONT'D

## Financial Highlights

Selected data for a common share outstanding during the periods stated

|  | Six Months Ended<br>November 30, 2006<br>(Unaudited) <sup>(1)</sup> | 2006 <sup>(1)</sup> | Year Ended May 31,<br>2005 <sup>(1)(2)</sup> |
|--|---|---------------------|--|
| <b>Ratios/Supplemental Data</b>  |   |                     |  |
| Net assets applicable to common shares, end of period (000's omitted)              | \$ 702,440  | \$ 705,175          | \$ 702,725                                   |
| <b>Ratios (As a percentage of average net assets applicable to common shares):</b> |   |                     |  |
| Expenses before custodian fee reduction <sup>(6)</sup>                             | 1.17% <sup>(7)</sup>  | 1.15%               | 1.04% <sup>(7)</sup>                         |
| Expenses after custodian fee reduction <sup>(6)</sup>                              | 1.17% <sup>(7)</sup>  | 1.15%               | 1.04% <sup>(7)</sup>                         |
| Net investment income <sup>(6)</sup>   | 11.54% <sup>(7)</sup>   | 9.67%               | 6.26% <sup>(7)</sup>                         |
| Portfolio Turnover   | 24%   | 51%                 | 100%   |

The ratios reported are based on net assets applicable solely to common shares. The ratios based on net assets, including amounts related to preferred shares, are as follows:

|   |                      |           |                      |
|---|----------------------|-----------|----------------------|
| <b>Ratios (As a percentage of average total net assets):</b>          |                      |           |                      |
| Expenses before custodian fee reduction <sup>(6)</sup>                | 0.72% <sup>(7)</sup> | 0.71%     | 0.70% <sup>(7)</sup> |
| Expenses after custodian fee reduction <sup>(6)</sup>                 | 0.72% <sup>(7)</sup> | 0.71%     | 0.70% <sup>(7)</sup> |
| Net investment income <sup>(6)</sup>                                  | 7.12% <sup>(7)</sup> | 5.99%     | 4.24% <sup>(7)</sup> |
| <b>Senior Securities:</b>   |                      |           |                      |
| Total preferred shares outstanding                                    | 17,400               | 17,400    | 17,400               |
| Asset coverage per preferred share <sup>(8)</sup>                     | \$ 65,398            | \$ 65,535 | \$ 65,396            |
| Involuntary liquidation preference per preferred share <sup>(9)</sup> | \$ 25,000            | \$ 25,000 | \$ 25,000            |
| Approximate market value per preferred share <sup>(9)</sup>           | \$ 25,000            | \$ 25,000 | \$ 25,000            |

(1) Computed using average common shares outstanding.

(2) For the period from the start of business, June 29, 2004, to May 31, 2005.

(3) Net asset value at beginning of period reflects the deduction of the sales load of \$0.90 per share paid by the shareholder from the \$20.00 offering price.

(4) Returns are historical and are calculated by determining the percentage change in net asset value with all distributions reinvested. Total return is not computed on an annualized basis.

(5) Total investment return on net asset value is calculated assuming a purchase at the offering price of \$20.00 less the sales load of \$0.90 per share paid by the shareholder on the first day and a sale at the net asset value on the last day of the period reported. Total investment return on market value is calculated assuming a purchase at the offering price of \$20.00 less the sales load of \$0.90 per share paid by the shareholder on the first day and a sale at the current market price on the last day of the period reported.

(6) Ratios do not reflect the effect of dividend payments to preferred shareholders.

(7) Annualized.

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(8) Calculated by subtracting the Fund's total liabilities (not including the preferred shares) from the Fund's total assets, and dividing this by the number of preferred shares outstanding.

(9) Plus accumulated and unpaid dividends.

See notes to financial statements

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## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

### NOTES TO FINANCIAL STATEMENTS (Unaudited)

#### I Significant Accounting Policies

Eaton Vance Floating-Rate Income Trust (the Fund) is registered under the Investment Company Act of 1940 (the 1940 Act), as amended, as a closed-end management investment company. The Fund, which was organized as a Massachusetts business trust on April 28, 2004, seeks to provide a high level of current income. The Fund will, as a secondary objective, also seek preservation of capital to the extent consistent with its primary goal of high current income. The Fund pursues its objectives by investing primarily in senior, secured floating rate loans (Senior Loans). The following is a summary of significant accounting policies of the Fund. The policies are in conformity with accounting principles generally accepted in the United States of America.

**A Investment Valuation** The Fund's valuation policies are as follows: Certain Senior Loans are deemed to be liquid because reliable market quotations are readily available for them. Liquid Senior Loans are valued on the basis of prices furnished by a pricing service. Other Senior Loans are valued at fair value by the Fund's investment adviser, Eaton Vance Management (EVM), under procedures approved by the Trustees. In connection with determining the fair value of a Senior Loan, the investment adviser makes an assessment of the likelihood that the borrower will make a full repayment of the Senior Loan. The primary factors considered by the investment adviser when making this assessment are (i) the creditworthiness of the borrower, (ii) the value of the collateral backing the Senior Loan, and (iii) the priority of the Senior Loan versus other creditors of the borrower. If, based on its assessment, the investment adviser believes there is a reasonable likelihood that the borrower will make a full repayment of the Senior Loan, the investment adviser will determine the fair value of the Senior Loan using a matrix pricing approach that considers the yield on the Senior Loan relative to yields on other loan interests issued by companies of comparable credit quality. If, based on its assessment, the investment adviser believes there is not a reasonable likelihood that the borrower will make a full repayment of the Senior Loan, the investment adviser will determine the fair value of the Senior Loan using analyses that include, but are not limited to (i) a comparison of the value of the borrower's outstanding equity and debt to that of comparable public companies; (ii) a discounted cash flow analysis; or (iii) when the investment adviser believes it is likely that a borrower will be liquidated or sold, an analysis of the terms of such liquidation or sale. In certain cases, the investment adviser will use a combination of analytical methods to determine fair value, such as when only a portion of a borrower's assets are likely to be sold. In conducting its assessment and analyses for purposes of determining fair value of a Senior Loan, the investment adviser will use its discretion and judgment in considering and appraising such factors, data and information and the relative weight to be given thereto as it deems relevant, including without limitation, some or all of the following: (i) the fundamental characteristics of and fundamental analytical data relating to the Senior Loan, including the cost, size, current interest rate, maturity and base lending rate of the Senior Loan, the terms and conditions of the Senior Loan and any related agreements, and the position of the Senior Loan in the borrower's debt structure; (ii) the nature, adequacy and value of the collateral securing the Senior Loan, including the Fund's rights, remedies and interests with respect to the collateral; (iii) the creditworthiness of the borrower, based on an evaluation of, among other things, its financial condition, financial statements and information about the borrower's business, cash flows, capital structure and future prospects; (iv) information relating to the market for the Senior Loan, including price quotations for and trading in the Senior Loan and interests in similar Senior Loans and the market environment and investor attitudes towards the Senior Loan and interests in similar Senior Loans; (v) the experience, reputation, stability and financial condition of the agent and any intermediate participants in the Senior Loan; and (vi) general economic and market conditions affecting the fair value of the Senior Loan. Fair value determinations are made by the portfolio managers of a fund based on information available to such managers. The portfolio managers of other funds managed by Eaton Vance that invest in Senior Loans may not possess the same information about a Senior Loan borrower as the portfolio managers of Floating-Rate Income Trust. At times, the fair value of a Senior Loan determined by the portfolio managers of other funds managed by Eaton Vance that invest in Senior Loans may vary from the fair value of the same Senior Loan determined by the portfolio managers of Floating-Rate Income Trust. The fair value of each Senior Loan is periodically reviewed and approved by the investment adviser's Valuation Committee and by the Trustees based upon procedures approved by the Trustees. Junior Loans are valued in the same manner as Senior Loans.

Other portfolio securities (other than short-term obligations, but including listed issues) may be valued on the basis of prices furnished by one or more pricing services which determine prices for normal, institutional-size trading units of such securities which may use market

Eaton Vance Floating-Rate Income Trust as of November 30, 2006

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT'D

information, transactions for comparable securities and various relationships between securities which are generally recognized by institutional traders. The value of interest rate swaps will be based on dealer quotations. Short-term obligations which mature in sixty days or less are valued at amortized cost, which approximates value. If short-term debt securities are acquired with a remaining maturity of more than 60 days, they will be valued by a pricing service. Over-the-counter options are valued at the mean between the bid and the asked price provided by dealers. Marketable securities listed on the NASDAQ National Market System are valued at the NASDAQ official closing price. Financial futures contracts listed on the commodity exchanges and options thereon are valued at closing settlement prices. Repurchase agreements are valued at cost plus accrued interest. Other portfolio securities for which there are no quotations or valuations and investments for which the price of the security is not believed to represent its fair market value, are valued at fair value using methods determined in good faith by or at the direction of the Trustees of the Fund. Occasionally, events affecting the value of foreign securities may occur between the time trading is completed abroad and the close of the Exchange which will not be reflected in the computation of the Fund's net asset value (unless the Fund deems that such event would materially affect its net asset value in which case an adjustment would be made and reflected in such computation). The Fund may rely on an independent fair valuation service in making any such adjustment as to the value of a foreign equity security.

The Cash Management Portfolio's valuation policy is as follows: The Portfolio values investment securities utilizing the amortized cost valuation techniques permitted by Rule 2a-7 of the 1940 Act. This technique involves initially valuing a portfolio's security at its cost and thereafter assuming a constant amortization to maturity of any discounts or premiums.

**B Income** Interest income is recorded on the basis of interest accrued, adjusted for amortization of premium or accretion of discount. Fees associated with loan amendments are recognized immediately. Dividend income is recorded on the ex-dividend date for dividends received in cash and/or securities.

**C Federal Taxes** The Fund's policy is to comply with the provisions of the Internal Revenue Code applicable to regulated investment companies and to distribute to shareholders, each year, substantially all of taxable income, including any net realized gain on investments. Accordingly, no provision for federal income or excise tax is necessary. At May 31, 2006, the Fund, for federal income tax purposes, had a capital loss carryover of \$6,751,410 which will reduce the Fund's taxable income arising from future net realized gains on investment transactions, if any, to the extent permitted by the Internal Revenue Code, and thus will reduce the amount of distributions to shareholders which would otherwise be necessary to relieve the Fund of any liability for federal income or excise tax. Such capital loss carryover will expire on May 31, 2013 (\$1,477,364) and May 31, 2014 (\$5,274,046).

Additionally, at May 31, 2006, the Fund had net capital losses of \$115,148 attributable to security transactions incurred after October 31, 2005. These are treated as arising on the first day of the Fund's following taxable year.

**D Investment Transactions** Securities purchased or sold on a when-issued or delayed delivery basis may be settled a month or more after the transaction date. The securities so purchased are subject to market fluctuations during this period. To the extent that when-issued or delayed delivery purchases are outstanding, the Fund instructs the custodian to segregate assets in a separate account, with a current value at least equal to the amount of its purchase commitments.

**E Unfunded Loan Commitments** The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower's discretion. These commitments are disclosed in the accompanying Portfolio of Investments.

**F Offering Costs** Costs incurred by the Fund in connection with the offering of the common shares and preferred shares were recorded as a reduction of capital paid in excess of par applicable to common shares.

**G Expense Reduction** Investors Bank & Trust Company (IBT) serves as custodian of the Fund. Pursuant to the custodian agreement, IBT receives a fee reduced by credits which are determined based on the average daily cash balance the Fund maintains with IBT. All credit balances used to reduce the Fund's custodian fees are reported as a reduction of expenses in the Statements of Operations.

**H Written Options** Upon the writing of a call or a put option, an amount equal to the premium received by the Fund is included in the Statement of Assets and Liabilities as a liability. The amount of the liability is



Eaton Vance Floating-Rate Income Trust as of November 30, 2006

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT'D

subsequently marked-to-market to reflect the current value of the option written in accordance with the Fund's policies on investment valuations discussed above. Premiums received from writing options which expire are treated as realized gains. Premiums received from writing options which are exercised or are closed are added to or offset against the proceeds or amount paid on the transaction to determine the realized gain or loss. If a put option is exercised, the premium reduces the cost basis of the securities purchased by the Fund. The Fund, as writer of an option, may have no control over whether the underlying securities may be sold (call) or purchased (put) and, as a result, bears the market risk of an unfavorable change in the price of the securities underlying the written option.

**I Purchased Options** Upon the purchase of a call or put option, the premium paid by the Fund is included in the Statement of Assets and Liabilities as an investment. The amount of the investment is subsequently marked-to-market to reflect the current market value of the option purchased, in accordance with the Fund's policies on investment valuations discussed above. If an option which the Fund has purchased expires on the stipulated expiration date, the Fund will realize a loss in the amount of the cost of the option. If the Fund enters into a closing sale transaction, the Fund will realize a gain or loss, depending on whether the sales proceeds from the closing sale transaction are greater or less than the cost of the option. If the Fund exercises a put option, it will realize a gain or loss from the sale of the underlying security, and the proceeds from such sale will be decreased by the premium originally paid. If the Fund exercises a call option, the cost of the security which the Fund purchases upon exercise will be increased by the premium originally paid.

**J Financial Futures Contracts** Upon entering into a financial futures contract, the Fund is required to deposit an amount (initial margin) either in cash or securities equal to a certain percentage of the purchase price indicated in the financial futures contract. Subsequent payments are made or received by the Fund (margin maintenance) each day, dependent on the daily fluctuations in the value of the underlying securities, and are recorded for book purposes as unrealized gains or losses by the Fund.

If the Fund enters into a closing transaction, the Fund will realize, for book purposes, a gain or loss equal to the difference between the value of the financial futures contract to sell and the financial futures contract to buy. The Fund's investment in financial futures contracts is designed only to hedge against anticipated future changes in interest rates. Should interest rates move unexpectedly, the Fund may not achieve the anticipated benefits of the financial futures contracts and may realize a loss.

**K Reverse Repurchase Agreements** The Fund may enter into reverse repurchase agreements. Under such an agreement, the Fund temporarily transfers possession, but not ownership, of a security to a counterparty, in return for cash. At the same time, the Fund agrees to repurchase the security at an agreed-upon price and time in the future. The Fund may enter into reverse repurchase agreements for temporary purposes, such as to fund withdrawals, or for use as hedging instruments where the underlying security is denominated in a foreign currency. As a form of leverage, reverse repurchase agreements may increase the risk of fluctuation in the market value of the Fund's assets or in its yield. Liabilities to counterparties under reverse repurchase agreements are recognized in the Statement of Assets and Liabilities at the same time at which cash is received by the Fund. The securities underlying such agreements continue to be treated as owned by the Fund and remain in the Portfolio of Investments. Interest charged on amounts borrowed by the Fund under reverse repurchase agreements is accrued daily.

**L Total Return Swaps** The Fund may enter into swap agreements to enhance return, to hedge against fluctuations in securities prices or interest rates or as substitution for the purchase or sale of securities. In a total return swap, the Fund makes payments at a rate equal to a predetermined spread to the one or three-month LIBOR. In exchange, the Fund receives payments based on the rate of return of a benchmark industry index or basket of securities. During the term of the outstanding swap agreement, changes in the underlying value of the swap are recorded as unrealized gains and losses. Periodic payments received or made are recorded as realized gains or losses. The value of the swap is determined by changes in the relationship between the rate of interest and the benchmark industry index or basket of securities. The Fund is exposed to credit loss in the event of nonperformance by the swap counterparty. However, the Fund does not anticipate nonperformance by the counterparty. Risk may also arise from the unanticipated movements in value of interest rates, securities, or the index.

**M Credit Default Swaps** The Fund may enter into credit default swap contracts for risk management

Eaton Vance Floating-Rate Income Trust as of November 30, 2006

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT'D

purposes, including diversification. When the Fund is the buyer of a credit default swap contract, the Fund is entitled to receive the par (or other agreed-upon) value of a referenced debt obligation from the counterparty to the contract in the event of a default by a third party, such as a U.S. or foreign corporate issuer, on the debt obligation. In return, the Fund would pay the counterparty a periodic stream of payments over the term of the contract provided that no event of default has occurred. If no default occurs, the Fund would have spent the stream of payments and received no benefit from the contract. When the Fund is the seller of a credit default swap contract, it receives the stream of payments, but is obligated to pay upon default of the referenced debt obligation. As the seller, the Fund would effectively add leverage to its portfolio because, in addition to its total net assets, the Fund would be subject to investment exposure on the notional amount of the swap. The Fund will segregate assets in the form of cash and cash equivalents in an amount equal to the aggregate market value of the credit default swaps of which it is the seller, marked to market on a daily basis. These transactions involve certain risks, including the risk that the counterparty may be unable to fulfill the transaction.

**N Use of Estimates** The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of income and expense during the reporting period. Actual results could differ from those estimates.

**O Indemnifications** Under the Fund's organizational documents, its officers and Trustees may be indemnified against certain liabilities and expenses arising out of the performance of their duties to the Fund, and shareholders are indemnified against personal liability for the obligations of the Fund. Additionally, in the normal course of business, the Fund enters into agreements with service providers that may contain indemnification clauses. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred.

**P Other** Investment transactions are accounted for on the date the securities are purchased or sold. Realized gains and losses on securities sold are determined on the basis of identified cost.

**Q Interim Financial Statements** The interim financial statements relating to November 30, 2006 and for the six months then ended have not been audited by an Independent Registered Public Accounting Firm, but in the opinion of the Fund's management reflect all adjustments, consisting only of normal recurring adjustments, necessary for the fair presentation of the financial statements.

## 2 Auction Preferred Shares

The Fund issued 3,480 shares of Auction Preferred Shares (APS) Series A, 3,480 shares of Auction Preferred Shares (APS) Series B, 3,480 shares of Auction Preferred Shares (APS) Series C, 3,480 shares of Auction Preferred Shares (APS) Series D, and 3,480 shares of Auction Preferred Shares (APS) Series E on September 16, 2004 in a public offering. The underwriting discount and other offering costs were recorded as a reduction of the capital of the common shares. Dividends on the APS Series A, Series B, and Series C, which accrue daily, are cumulative at a rate which was established at the offering of the APS and have been reset every 7 days thereafter by an auction. Dividends on the APS Series D and Series E, which accrue daily, are cumulative at a rate which was established at the offering of the APS and have been reset every 28 days thereafter by an auction. Dividend rates ranged from 4.62% to 5.17% for Series A shares, 4.60% to 5.10% for Series B shares, 4.48% to 5.30% for Series C shares, 5.20% to 5.25% for Series D shares, and 5.14% to 5.25% for Series E shares.

The APS are redeemable at the option of the Fund, at a redemption price equal to \$25,000 per share, plus accumulated and unpaid dividends on any dividend payment date. The APS are also subject to mandatory redemption at a redemption price equal to \$25,000 per share, plus accumulated and unpaid dividends, if the Fund is in default for an extended period on its asset maintenance requirements with respect to the APS. If the dividends on the APS shall remain unpaid in an amount equal to two full years' dividends, the holders of the APS as a class have the right to elect a majority of the Board of Trustees. In general, the holders of the APS and the common shares have equal voting rights of one vote per share, except that the holders of the APS, as a separate class, have the right to elect at least two members of the Board of Trustees. The APS have a liquidation preference of \$25,000 per share, plus accumulated and unpaid dividends. The Fund is required to maintain certain asset coverage with respect to the APS as defined in the Fund's By-Laws and the Investment Company Act of 1940. The Fund pays an

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

### NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT'D

annual fee equivalent to 0.25% of the preferred shares' liquidation value for the remarketing efforts associated with the preferred auctions.

#### 3 Distribution to Shareholders

The Fund intends to make monthly distributions of net investment income, after payment of any dividends on any outstanding APS. In addition, at least annually, the Fund intends to distribute net capital gain, if any. Distributions are recorded on the ex-dividend date. Distributions to preferred shareholders are recorded daily and are payable at the end of each dividend period. Each dividend payment period for the APS is generally seven or twenty-eight days. The applicable dividend rate for the APS on November 30, 2006 was 4.95%, 5.10%, 5.10%, 5.20%, and 5.20%, for Series A, Series B, Series C, Series D, and Series E Shares, respectively. For the six months ended November 30, 2006, the Fund paid dividends to APS amounting to \$2,186,428, \$2,181,094, \$2,186,342, \$2,291,451 and \$2,291,232 for Series A, Series B, Series C, Series D, and Series E Shares, respectively, representing an effective average annual APS dividend rate for such period of 5.013%, 5.000%, 5.012%, 5.253%, and 5.253%, respectively.

The Fund distinguishes between distributions on a tax basis and a financial reporting basis. Accounting principals generally accepted in the United States of America require that only distributions in excess of tax basis earnings and profits be reported in the financial statements as a return of capital. Permanent differences between book and tax accounting relating to distributions are reclassified to paid in capital. These differences relate primarily to the method for amortizing premiums.

#### 4 Investment Adviser Fee and Other Transactions with Affiliates

EVM serves as the investment adviser and administrator of the Fund. EVM currently receives no compensation for providing administrative services to the Fund. The investment adviser fee is earned by EVM, as compensation for management and investment advisory services rendered to the Fund. Under the advisory agreement, EVM receives a monthly advisory fee in the amount equal to 0.75% annually of average daily gross assets of the Fund. The advisory fee paid by the Fund is reduced by the Fund's allocable portion of the advisory fee paid by Cash Management Portfolio (CMP), an affiliated investment company managed by Boston Management and Research, a wholly-owned subsidiary of EVM. For the six months ended November 30, 2006, the Fund's allocated portion of the advisory fee paid by CMP totaled \$3,548. The advisory fee paid directly by the Fund amounted to 4,272,662. In addition, EVM has contractually agreed to reimburse the Fund for fees and other expenses in the amount of 0.20% of the average daily gross assets of the Fund for the first five full years of the Fund's operations, 0.15% of average daily gross assets in year six, 0.10% in year seven and 0.05% in year eight. For the six months ended November 30, 2006, EVM waived \$1,140,325 of its advisory fee.

Certain officers and Trustees of the Fund are officers of the above organization.

#### 5 Purchases and Sales of Investments

Purchases and sales of investments, other than short-term obligations and including paydowns, aggregated \$265,959,037 and \$258,800,589 respectively, for the six months ended November 30, 2006.

#### 6 Common Shares of Beneficial Interest

The Agreement and Declaration of Trust permits the Trustees to issue an unlimited number of full and fractional \$0.01 par value common shares of beneficial interest. There were no transactions in common shares for the six months ended November 30, 2006 and for the year ended May 31, 2006.

#### 7 Federal Income Tax Basis of Unrealized Appreciation (Depreciation)

The cost and unrealized appreciation (depreciation) in value of investments owned by the Fund at November 30, 2006, as determined on a federal income tax basis, were as follows:

|                               |                  |
|-------------------------------|------------------|
| Aggregate cost                | \$ 1,122,528,100 |
| Gross unrealized appreciation | \$ 7,871,964     |
| Gross unrealized depreciation | (5,311,174)      |
| Net unrealized appreciation   | \$ 2,560,790     |

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The net unrealized appreciation on swap contracts at November 30, 2006 on a federal income tax basis was \$58,293.

### 8 Financial Instruments

The Fund may trade in financial instruments with off-balance sheet risk in the normal course of its investing activities to assist in managing exposure to various market risks. These financial instruments include written options, financial futures contracts, and swap contracts and may involve, to a varying degree, elements of risk in

## Eaton Vance Floating-Rate Income Trust as of November 30, 2006

## NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT'D

excess of the amounts recognized for financial statement purposes. The notional or contractual amounts of these instruments represent the investment the Fund has in particular classes of financial instruments and does not necessarily represent the amounts potentially subject to risk. The measurement of the risks associated with these instruments is meaningful only when all related and offsetting transactions are considered.

A summary of obligations under these financial instruments at November 30, 2006 is as follows:

## Credit Default Swaps

| Notional Amount  | Expiration Date | Description   | Net Unrealized Appreciation (Depreciation) |
|------------------|-----------------|---|--|
| 800,000<br>USD   | 3/20/2009       | Agreement with Lehman Brothers Special Financing, Inc. dated 9/24/2004 whereby the Fund will receive 2.30% per year times the notional amount. The Fund makes payment only upon a default event on underlying loan assets (13 in total, each representing 7.69% of the notional value of the swap). | \$(8,811)                                  |
| 2,000,000<br>USD | 3/20/2010       | Agreement with Lehman Brothers Special Financing, Inc. dated 3/15/2005 whereby the Fund will receive 2.20% per year times the notional amount. The Fund makes payment of the notional amount only upon a default event on the reference entity, a Revolving Credit Agreement issued by Inergy, L.P. | \$67,104                                   |

At November 30, 2006, the Fund had sufficient cash segregated to cover potential obligations arising from open swap contracts.

## 9 Recently Issued Accounting Pronouncements

In June 2006, the Financial Accounting Standard Board ("FASB") issued FASB Interpretation No. 48, (FIN 48) "Accounting for Uncertainty in Income Taxes" an interpretation of FASB Statement No. 109". FIN 48 clarifies the accounting for uncertainty in income taxes recognized in accordance with FASB Statement No. 109, "Accounting for Income Taxes." This interpretation prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. It also provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure and transition. FIN 48 is effective for fiscal years beginning after December 15, 2006. Management is currently evaluating the impact of applying the various provisions of FIN 48.

In September 2006, FASB issued Statement of Financial Accounting Standards No. 157, (FAS 157) "Fair Value Measurements". FAS 157 defines fair value, establishes a framework for measuring fair value in accordance with generally accepted accounting principles and expands disclosure about fair value measurements. FAS 157 is effective for fiscal years beginning after November 15, 2007. Management is currently evaluating the impact the adoption of FAS 157 will have on the Fund's financial statement disclosures.





## Eaton Vance Floating-Rate Income Trust

### DIVIDEND REINVESTMENT PLAN

The Fund offers a dividend reinvestment plan (the Plan) pursuant to which shareholders may elect to have dividends and capital gains distributions reinvested in common shares (the Shares) of the Fund. You may elect to participate in the Plan by completing the Dividend Reinvestment Plan Application Form. If you do not participate, you will receive all distributions in cash paid by check mailed directly to you by PFPC Inc., as dividend paying agent. On the distribution payment date, if the net asset value per Share is equal to or less than the market price per Share plus estimated brokerage commissions then new Shares will be issued. The number of Shares shall be determined by the greater of the net asset value per Share or 95% of the market price. Otherwise, Shares generally will be purchased on the open market by the Plan Agent. Distributions subject to income tax (if any) are taxable whether or not shares are reinvested.

If your shares are in the name of a brokerage firm, bank, or other nominee, you can ask the firm or nominee to participate in the Plan on your behalf. If the nominee does not offer the Plan, you will need to request that your shares be re-registered in your name with the Fund's transfer agent, PFPC Inc., or you will not be able to participate.

The Plan Agent's service fee for handling distributions will be paid by the Fund. Each participant will be charged their pro rata share of brokerage commissions on all open-market purchases.

Plan participants may withdraw from the Plan at any time by writing to the Plan Agent at the address noted on the following page. If you withdraw, you will receive shares in your name for all Shares credited to your account under the Plan. If a participant elects by written notice to the Plan Agent to have the Plan Agent sell part or all of his or her Shares and remit the proceeds, the Plan Agent is authorized to deduct a \$5.00 fee plus brokerage commissions from the proceeds.

If you wish to participate in the Plan and your shares are held in your own name, you may complete the form on the following page and deliver it to the Plan Agent.

Any inquiries regarding the Plan can be directed to the Plan Agent, PFPC Inc., at 1-800-331-1710.



## Eaton Vance Floating-Rate Income Trust

### APPLICATION FOR PARTICIPATION IN DIVIDEND REINVESTMENT PLAN

This form is for shareholders who hold their common shares in their own names. If your common shares are held in the name of a brokerage firm, bank, or other nominee, you should contact your nominee to see if it will participate in the Plan on your behalf. If you wish to participate in the Plan, but your brokerage firm, bank, or nominee is unable to participate on your behalf, you should request that your common shares be re-registered in your own name which will enable your participation in the Plan.

The following authorization and appointment is given with the understanding that I may terminate it at any time by terminating my participation in the Plan as provided in the terms and conditions of the Plan.

Please print exact name on account:

Shareholder signature Date

Shareholder signature Date

Please sign exactly as your common shares are registered. All persons whose names appear on the share certificate must sign.

**YOU SHOULD NOT RETURN THIS FORM IF YOU WISH TO RECEIVE YOUR DIVIDENDS AND DISTRIBUTIONS IN CASH. THIS IS NOT A PROXY.**

*This authorization form, when signed, should be mailed to the following address:*

Eaton Vance Floating-Rate Income Trust  
c/o PFPC Inc.  
P.O. Box 43027  
Providence, RI 02940-3027  
800-331-1710

#### **Number of Employees**

The Fund is organized as a Massachusetts business trust and is registered under the Investment Company Act of 1940, as amended, as a diversified closed-end management investment company and has no employees.

#### **Number of Shareholders**

As of November 30, 2006, our records indicate that there are 15 registered shareholders and approximately 28,526 shareholders owning the Fund shares in street name, such as through brokers, banks, and financial intermediaries.

If you are a street name shareholder and wish to receive our reports directly, which contain important information about the Fund, please write or call:

Eaton Vance Distributors, Inc.  
The Eaton Vance Building  
255 State Street  
Boston, MA 02109  
1-800-225-6265

#### **New York Stock Exchange symbol**

The New York Stock Exchange symbol is EFT.

## Eaton Vance Floating-Rate Income Trust

### BOARD OF TRUSTEES' ANNUAL APPROVAL OF THE INVESTMENT ADVISORY AGREEMENT

#### Overview of the Contract Review Process

The Investment Company Act of 1940, as amended (the "1940 Act"), provides, in substance, that each investment advisory agreement between a fund and its investment adviser will continue in effect from year to year only if its continuance is approved at least annually by the fund's board of trustees, including by a vote of a majority of the trustees who are not "interested persons" of the fund ("Independent Trustees") cast in person at a meeting called for the purpose of considering such approval.

At a meeting of the Boards of Trustees (each a "Board") of the Eaton Vance group of mutual funds (the "Eaton Vance Funds") held on March 27, 2006, the Board, including a majority of the Independent Trustees, voted to approve continuation of existing advisory and sub-advisory agreements for the Eaton Vance Funds for an additional one-year period. In voting its approval, the Board relied upon the affirmative recommendation of the Special Committee of the Board, which is a committee comprised exclusively of Independent Trustees. Prior to making its recommendation, the Special Committee reviewed information furnished for a series of meetings of the Special Committee held in February and March 2006. Such information included, among other things, the following:

#### *Information about Fees, Performance and Expenses*

An independent report comparing the advisory and related fees paid by each fund with fees paid by comparable funds;

An independent report comparing each fund's total expense ratio and its components to comparable funds;

An independent report comparing the investment performance of each fund to the investment performance of comparable funds over various time periods;

Data regarding investment performance in comparison to relevant peer groups of funds and appropriate indices;

Comparative information concerning fees charged by each adviser for managing other mutual funds and institutional accounts using investment strategies and techniques similar to those used in managing the fund;

Profitability analyses for each adviser with respect to each fund managed by it;

#### *Information about Portfolio Management*

Descriptions of the investment management services provided to each fund, including the investment strategies and processes employed;

Information concerning the allocation of brokerage and the benefits received by each adviser as a result of brokerage allocation, including information concerning the acquisition of research through "soft dollar" benefits received in connection with the funds' brokerage, and the implementation of a soft dollar reimbursement program established with respect to the funds;

Data relating to portfolio turnover rates of each fund;

The procedures and processes used to determine the fair value of fund assets and actions taken to monitor and test the effectiveness of such procedures and processes;

#### *Information about each Adviser*

Reports detailing the financial results and condition of each adviser;

Descriptions of the qualifications, education and experience of the individual investment professionals whose responsibilities include portfolio management and investment research for the funds, and information relating to their compensation and responsibilities with respect to managing other mutual funds and investment accounts;

Copies of the Codes of Ethics of each adviser and its affiliates, together with information relating to compliance with and the administration of such codes;

Information concerning the resources devoted to compliance efforts undertaken by each adviser and its affiliates on behalf of the funds (including descriptions of various compliance programs) and their record of compliance with investment policies and restrictions, including policies with respect to market-timing, late trading and selective portfolio disclosure, and with policies on personal securities transactions;

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Descriptions of the business continuity and disaster recovery plans of each adviser and its affiliates;

### *Other Relevant Information*

Information concerning the nature, cost and character of the administrative and other non-investment management services provided by Eaton Vance Management and its affiliates;

Information concerning management of the relationship with the custodian, subcustodians and fund accountants by each adviser or the funds' administrator; and

The terms of each advisory agreement.

In addition to the information identified above, the Special Committee considered information provided from time to time by each adviser throughout the year at meetings of the Board and its committees. Over the course of the twelve month period ended March 31, 2006, the Board met nine times and the Special Committee, the Audit Committee and the Governance Committee, each of which is a

## Eaton Vance Floating-Rate Income Trust

### BOARD OF TRUSTEES' ANNUAL APPROVAL OF THE INVESTMENT ADVISORY AGREEMENT CONT'D

Committee comprised solely of Independent Trustees, met eight, twelve and five times, respectively. At such meetings, the Trustees received, among other things, presentations by the portfolio managers and other investment professionals of each adviser relating to the investment performance of each fund and the investment strategies used in pursuing the fund's investment objective.

For funds that invest through one or more underlying portfolios, the Board considered similar information about the portfolio(s) when considering the approval of advisory agreements. In addition, in cases where the fund's investment adviser has engaged a sub-adviser, the Board considered similar information about the sub-adviser when considering the approval of any sub-advisory agreement.

The Special Committee was assisted throughout the contract review process by Goodwin Procter LLP, legal counsel for the Independent Trustees. The members of the Special Committee relied upon the advice of such counsel and their own business judgment in determining the material factors to be considered in evaluating each advisory and sub-advisory agreement and the weight to be given to each such factor. The conclusions reached with respect to each advisory and sub-advisory agreement were based on a comprehensive evaluation of all the information provided and not any single factor. Moreover, each member of the Special Committee may have placed varying emphasis on particular factors in reaching conclusions with respect to each advisory and sub-advisory agreement.

#### Results of the Process

Based on its consideration of the foregoing, and such other information as it deemed relevant, including the factors and conclusions described below, the Special Committee concluded that the continuance of the investment advisory agreement between the Eaton Vance Floating-Rate Income Trust (the "Fund"), and Eaton Vance Management (the "Adviser"), including its fee structure, is in the interests of shareholders and, therefore, the Special Committee recommended to the Board approval of the agreement. The Board accepted the recommendation of the Special Committee as well as the factors considered and conclusions reached by the Special Committee with respect to the agreement. Accordingly, the Board, including a majority of the Independent Trustees, voted to approve continuation of the advisory agreement for the Fund.

#### Nature, Extent and Quality of Services

In considering whether to approve the investment advisory agreement of the Fund, the Board evaluated the nature, extent and quality of services provided to the Fund by the Adviser.

The Board considered the Adviser's management capabilities and investment process with respect to the types of investments held by the Fund, including the education, experience and number of its investment professionals and other personnel who provide portfolio management, investment research, and similar services to the Fund. In particular, the Board evaluated the abilities and experience of such investment personnel in analyzing special considerations relevant to investing in senior secured floating-rate loans. The Board noted the experience of the Adviser's 29 bank loan investment professionals and other personnel who provide services to the Fund, including four portfolio managers and 15 analysts. The Board also took into account the resources dedicated to portfolio management and other services, including the compensation paid to recruit and retain investment personnel, and the time and attention devoted to the Fund by senior management.

The Board also reviewed the compliance programs of the Adviser and relevant affiliates thereof. Among other matters, the Board considered compliance and reporting matters relating to personal trading by investment personnel, selective disclosure of portfolio holdings, late trading, frequent trading, portfolio valuation, business continuity and the allocation of investment opportunities. The Board also evaluated the responses of the Adviser and its affiliates to requests from regulatory authorities such as the Securities and Exchange Commission and the National Association of Securities Dealers.

The Board considered shareholder and other administrative services provided or managed by Eaton Vance Management and its affiliates, including transfer agency and accounting services. The Board evaluated the benefits to shareholders of investing in a fund that is a part of a large family of funds.

After consideration of the foregoing factors, among others, the Board concluded that the nature, extent and quality of services provided by the Adviser, taken as a whole, are appropriate and consistent with the terms of the investment advisory agreement.

#### Fund Performance

The Board compared the Fund's investment performance to a relevant universe of similarly managed funds identified by an independent data provider and appropriate benchmark indices. The Board reviewed comparative performance data for the one-year period ended September 30, 2005 for the Fund. The Board concluded that the performance of the Fund is satisfactory.

## Eaton Vance Floating-Rate Income Trust

BOARD OF TRUSTEES' ANNUAL APPROVAL OF THE INVESTMENT ADVISORY AGREEMENT CONT'D

### Management Fees and Expenses

The Board reviewed contractual investment advisory fee rates payable by the Fund (referred to as "management fees"). As part of its review, the Board considered the Fund's management fee and total expense ratio for the one-year period ended September 30, 2005, as compared to a group of similarly managed funds selected by an independent data provider. The Board considered the fact that the Adviser had waived fees and/or paid expenses for the Fund.

After reviewing the foregoing information, and in light of the nature, extent and quality of the services provided by the Adviser, the Board concluded that the management fees charged for advisory and related services and the Fund's total expense ratio are reasonable.

### Profitability

The Board reviewed the level of profits realized by the Adviser and relevant affiliates thereof in providing investment advisory and administrative services to the Fund and to all Eaton Vance Funds as a group. The Board considered the level of profits realized without regard to revenue sharing or other payments by the Adviser and its affiliates to third parties in respect of distribution services. The Board also considered other direct or indirect benefits received by the Adviser and its affiliates in connection with its relationship with the Fund.

The Board concluded that, in light of the foregoing factors and the nature, extent and quality of the services rendered, the profits realized by the Adviser and its affiliates are reasonable.

### Economies of Scale

In reviewing management fees and profitability, the Board also considered the extent to which the Adviser and its affiliates, on the one hand, and the Fund, on the other hand, can expect to realize benefits from economies of scale as the assets of the Fund increase. The Board acknowledged the difficulty in accurately measuring the benefits resulting from the economies of scale with respect to the management of any specific fund or group of funds. The Board also considered the fact that the Fund is not continuously offered and concluded that, in light of the level of the Adviser's profits with respect to the Fund, the implementation of breakpoints in the advisory fee schedule is not appropriate. Based upon the foregoing, the Board concluded that the benefits from economies of scale are currently being shared equitably by the Adviser and its affiliates and the Fund.



## Eaton Vance Floating-Rate Income Trust

### INVESTMENT MANAGEMENT

#### Eaton Vance Floating-Rate Income Trust

##### Officers

Payson F. Swaffield  
President and Chief Executive Officer  
Thomas E. Faust Jr.  
Vice President  
James B. Hawkes  
Vice President and Trustee  
Scott H. Page  
Vice President  
Michael W. Weilheimer  
Vice President  
Barbara E. Campbell  
Treasurer and Principal Financial Accounting Officer  
Alan R. Dynner  
Secretary  
Paul M. O'Neil  
Chief Compliance Officer

##### Trustees

Samuel L. Hayes, III  
Chairman  
Benjamin C. Esty  
William H. Park  
Ronald A. Pearlman  
Norton H. Reamer  
Lynn A. Stout  
Ralph F. Verni

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**Investment Adviser and Administrator of Eaton Vance Floating-Rate Income Trust  
Eaton Vance Management**

The Eaton Vance Building  
255 State Street  
Boston, MA 02109

**Custodian  
Investors Bank & Trust Company**

200 Clarendon Street  
Boston, MA 02116

**Transfer Agent  
PFPC Inc.**

Attn: Eaton Vance Funds  
P.O. Box 43027  
Providence, RI 02940-3027  
(800) 262-1122

**Eaton Vance Floating-Rate Income Trust  
The Eaton Vance Building  
255 State Street  
Boston, MA 02109**

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**Item 2. Code of Ethics**

The registrant has adopted a code of ethics applicable to its Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer. The registrant undertakes to provide a copy of such code of ethics to any person upon request, without charge, by calling 1-800-262-1122.

**Item 3. Audit Committee Financial Expert**

The registrant's Board has designated William H. Park, Samuel L. Hayes, III and Norton H. Reamer, each an independent trustee, as its audit committee financial experts. Mr. Park is a certified public accountant who is the Vice Chairman of Commercial Industrial Finance Corp (specialty finance company). Previously, he served as President and Chief Executive Officer of Prizm Capital Management, LLC (investment management firm) and as Executive Vice President and Chief Financial Officer of United Asset Management Corporation ( UAM ) (a holding company owning institutional investment management firms). Mr. Hayes is the Jacob H. Schiff Professor of Investment Banking Emeritus of the Harvard University Graduate School of Business Administration. Mr. Reamer is the President, Chief Executive Officer and a Director of Asset Management Finance Corp. (a specialty finance company serving the investment management industry) and is President of Unicorn Corporation (an investment and financial advisory services company). Formerly, Mr. Reamer was Chairman and Chief Operating Officer of Hellman, Jordan Management Co., Inc. (an investment management company) and Advisory Director of Berkshire Capital Corporation (an investment banking firm), Chairman of the Board of UAM and Chairman, President and Director of the UAM Funds (mutual funds).

**Item 4. Principal Accountant Fees and Services**

Not required in this filing

**Item 5. Audit Committee of Listed registrants**

Not required in this filing.

**Item 6. Schedule of Investments**

Please see schedule of investments contained in the Report to Stockholders included under Item 1 of this Form N-CSR.

**Item 7. Disclosure of Proxy Voting Policies and Procedures for Closed-End Management Investment Companies**

Not required in this filing.

**Item 8. Portfolio Managers of Closed-End Management Investment Companies**

Not required in this filing.

**Item 9. Purchases of Equity Securities by Closed-End Management Investment Company and Affiliated Purchasers.**

No such purchases this period.

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**Item 10. Submission of Matters to a Vote of Security Holders.**

No Material Changes.

**Item 11. Controls and Procedures**

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

**Item 12. Exhibits**

- (a)(1) Registrant's Code of Ethics Not applicable (please see Item 2).
  - (a)(2)(i) Treasurer's Section 302 certification.
  - (a)(2)(ii) President's Section 302 certification.
  - (b) Combined Section 906 certification.
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**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Eaton Vance Floating Rate Income Trust

By: /s/Payson F. Swaffield  
Payson F. Swaffield  
President

Date: January 12, 2007

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/Barbara E. Campbell  
Barbara E. Campbell  
Treasurer

Date: January 12, 2007

By: /s/Payson F. Swaffield  
Payson F. Swaffield  
President

Date: January 12, 2007

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