

Eaton Vance Floating-Rate Income Trust  
Form N-CSRS  
January 27, 2011

**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)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

Maureen A. Gemma

Two International Place, Boston, Massachusetts 02110

(Name and Address of Agent for Services)

(617) 482-8260

(Registrant's Telephone Number)

May 31

Date of Fiscal Year End

November 30, 2010

Date of Reporting Period

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**Item 1. Reports to Stockholders**

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## IMPORTANT NOTICES

**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 Privacy 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. Our Privacy Policy applies only 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(s) (if applicable) will file a schedule of 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 at [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).

**Additional Notice to Shareholders.** The Fund may redeem or purchase its outstanding auction preferred shares (APS) in order to maintain compliance with regulatory requirements, borrowing or rating agency requirements or for other purposes as it deems appropriate or necessary. The Fund also may purchase shares of its common stock in the open market when they trade at a discount to net asset value or at other times if the Fund determines such purchases are advisable. There can be no assurance that the Fund will take such action or that such purchases would reduce the discount.

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Eaton Vance Floating-Rate Income Trust as of November 30, 2010

**INVESTMENT UPDATE**

Economic and Market Conditions

Scott H. Page, CFA  
Co-Portfolio Manager

Ralph H. Hinckley, Jr., CFA  
Co-Portfolio Manager

The bank loan market generated positive returns and remained generally healthy, if not as robust as earlier in 2010, during the six-month period ending November 30, 2010. Despite a negative return in the May-June period that was driven primarily by concerns over the European debt crisis, the floating-rate loan market regained strength for the remainder of the period. The S&P/LSTA Leveraged Loan Index<sup>1</sup> (the Index), had a total return of 4.81% for the six-month period.

The market's recovery was driven by stronger demand and greater liquidity in the marketplace, along with improved corporate fundamentals. As a result, investors in search of yield began to take on incremental credit risk once again, evidenced by improved inflows into high-yield bond and bank loan mutual funds. These greater inflows led to more robust demand in the secondary market, as well as increased refinancing activity, bond-for-loan takeouts, and a general improvement in the overall tone of the market all of which contributed to tighter credit spreads and higher prices for bank loans. Importantly, and in contrast to other fixed-income sectors, bank loan credit spreads remained above their historical average levels over the London Interbank Offered Rate (LIBOR).

Bank loan issuer fundamentals, which have been improving for the past several quarters, continued this trend into the latter months of the period. Corporate operating earnings growth improved in the second and third quarters of 2010, while ratings downgrades and new defaults diminished to more modest levels.

Management Discussion

Eaton Vance Floating-Rate Income Trust (the Trust) is a closed-end fund and trades on the New York Stock Exchange (NYSE) under the symbol EFT. The Trust's investment objective is to provide a high level of current income. As a secondary objective, it will also seek preservation of capital to the extent consistent with its primary goal of high current income. Under normal market conditions, the Trust invests at least 80% of its total assets in senior, secured floating-rate loans (senior loans). In managing the Trust, the investment adviser seeks to invest in a portfolio of senior loans that it believes will be less volatile over time than the general loan market. The Trust may also invest in second-lien loans and high-yield bonds, and, as discussed below, may employ leverage, which may increase risk.

As of November 30, 2010, the Trust's investments included senior loans to 376 borrowers spanning 38 industries, with an average loan representing 0.23% of total investments, and no industry constituting more than 11.5% of total investments. Health care, business equipment and services, and cable and satellite television were the top three industry weightings.

**Total Return Performance 5/31/10 11/30/10**

<b>NYSE Symbol</b>	<b>EFT</b>
At Net Asset Value (NAV) <sup>2</sup>	7.28%
At Market Price <sup>2</sup>	16.73%
S&P/LSTA Leveraged Loan Index <sup>1</sup>	4.81%
Premium/(Discount) to NAV (11/30/10)	4.93%
Total Distributions per common share	\$0.513
Distribution Rate <sup>3</sup>	6.77%
	<i>At NAV</i>
	<i>At Market Price</i>
	6.45%

See page 3 for more performance information.

- <sup>1</sup> 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 expenses that would have been incurred if an investor individually purchased or sold the loans represented in the Index. Unlike the Trust, the Index's total return does not reflect the effect of leverage.
- <sup>2</sup> Six-month returns are cumulative. Performance results reflect the effects of Auction Preferred Shares (APS) and debt financing, which are forms of leverage. Absent a fee reduction by the investment adviser of the Trust, the returns would be lower.
- <sup>3</sup> The Distribution Rate is based on the Trust's last regular distribution per share in the period (annualized) divided by the Trust's NAV or market price at the end of the period. The Trust's distributions may be comprised of ordinary income, net realized capital gains and return of capital.

*Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value or market price (as applicable) with all distributions reinvested. The Trust's performance at market price will differ from its results at NAV. Although market price performance generally reflects investment results over time, during shorter periods, returns at market price can also be affected by factors such as changing perceptions about the Trust, market conditions, fluctuations in supply and demand for the Trust's shares, or changes in Trust distributions. 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 Trust's current performance may be lower or higher than the quoted return. For performance as of the most recent month end, please refer to [www.eatonvance.com](http://www.eatonvance.com).*

Trust 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.

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

**INVESTMENT UPDATE**

Management's use of leverage was a significant factor in the Trust's outperformance of its benchmark (the Index) during the period. The Trust's loans acquired with borrowings were bolstered by generally strong conditions in the credit markets during the period. As of November 30, 2010, the Trust employed leverage of 35.5% of total assets (8.9% from APS and 26.6% from borrowings). Use of leverage creates an opportunity for income, but at the same time creates special risks (including the likelihood of greater volatility of NAV and market price of common shares).

The Trust continued to maintain smaller allocations to very large, lower-quality loans (notably, some significant issues that came to market in 2007) than did the Index. This underweighting detracted from performance during the period, because the price of these issues rallied more than the overall market as investors sought higher discount opportunities. The Trust's modestly lower allocation to B-rated loans, which rallied the most after the May/June volatility, also detracted from relative performance.<sup>2</sup> However, the Trust's investments in European loans contributed positively to its performance during the period.

We continue to believe that the Trust is well positioned for the current market environment. The Trust invests broadly across the floating-rate loan market, providing shareholders with diversified exposure to the asset class.<sup>3</sup> The cornerstones of the Trust's investment approach have always been and continue to be bottom-up credit research and dedication to diversification.

<sup>1</sup> APS percentage represents the liquidation value of the Trust's APS outstanding at 11/30/10 as a percentage of the Trust's net assets applicable to common shares plus APS and borrowings outstanding. In the event of a rise in long-term interest rates, the value of the Trust's investment portfolio could decline, which would reduce the asset coverage for its APS and borrowings.

<sup>2</sup> Ratings are based on Moody's, S&P or Fitch, as applicable. Credit ratings are based largely on the rating agency's investment analysis at the time of rating and the rating assigned to any particular security is not necessarily a reflection of the issuer's current financial condition. The rating assigned to a security by a rating agency does not necessarily reflect its assessment of the volatility of a security's market value or of the liquidity of an investment in the security. If securities are rated differently by the rating agencies, the higher rating is applied.

<sup>3</sup> Diversification cannot assure a profit or eliminate the risk of loss.

*The views expressed throughout 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. Portfolio information provided in the report may not be representative of the Trust's current or future investments and may change due to active management.*



Eaton Vance Floating-Rate Income Trust as of November 30, 2010

**TRUST PERFORMANCE**

Portfolio Composition

**Top 10 Holdings<sup>1</sup>**

By total investments

SunGard Data Systems, Inc.	1.3%
Community Health Systems, Inc.	1.1
Intelsat Corp.	1.1
Aramark Corp.	1.1
UPC Broadband Holding B.V.	1.1
Charter Communications Operating, LLC	1.0
HCA, Inc.	1.0
Rite Aid Corp.	1.0
Health Management Associates, Inc.	1.0
Nielsen Finance, LLC	0.9

<sup>1</sup> Top 10 Holdings represented 10.6% of the Trust's total investments as of 11/30/10.

**Top Five Industries<sup>2</sup>**

By total investments

Health Care	11.5%
Business Equipment and Services	8.1
Cable and Satellite Television	6.6
Leisure Goods/Activities/Movies	4.9
Publishing	4.7

<sup>2</sup> Industries are shown as a percentage of the Trust's total investments as of 11/30/10.

**Credit Quality Ratings for  
Total Loan Investments<sup>3</sup>**

By total loan investments

Baa	2.4%
Ba	50.6
B	34.4
Caa	0.1
Ca	3.0
Defaulted	0.7
Non-Rated	8.8

<sup>3</sup> Ratings are based on Moody's, S&P or Fitch, as applicable. Credit ratings are based largely on the rating agency's investment analysis at the time of rating and the rating assigned to any particular security is not necessarily a reflection of the issuer's current financial condition. The rating assigned to a security by a rating agency does not

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necessarily reflect its assessment of the volatility of a security's market value or of the liquidity of an investment in the security. If securities are rated differently by the rating agencies, the higher rating is applied.

### Trust Performance<sup>4</sup>

NYSE Symbol	EFT
Average Annual Total Return (by market price, NYSE)	
Six Months	16.73%
One Year	32.33
Five Years	7.55
Life of Trust (6/29/04)	5.43
Average Annual Total Return (at net asset value)	
Six Months	7.28%
One Year	18.44
Five Years	4.46
Life of Trust (6/29/04)	4.65

<sup>4</sup> Six-month returns are cumulative. Other returns are presented on an average annual basis. Performance results reflect the effects of APS and debt financing, which are forms of leverage. Absent a fee reduction by the investment adviser of the Trust, the returns would be lower.

*Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value or market price (as applicable) with all distributions reinvested. The Trust's performance at market price will differ from its results at NAV. Although market price performance generally reflects investment results over time, during shorter periods, returns at market price can also be affected by factors such as changing perceptions about the Trust, market conditions, fluctuations in supply and demand for the Trust's shares, or changes in Trust distributions. 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 Trust's current performance may be lower or higher than the quoted return. For performance as of the most recent month end, please refer to [www.eatonvance.com](http://www.eatonvance.com).*

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited)

**Senior Floating-Rate Interests 139.4%****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Aerospace and Defense 3.1%		
<b>Booz Allen Hamilton, Inc.</b>		
546	Term Loan, 6.00%, Maturing July 31, 2015	\$ 548,741
<b>DAE Aviation Holdings, Inc.</b>		
934	Term Loan, 4.04%, Maturing July 31, 2014	894,774
965	Term Loan, 4.04%, Maturing July 31, 2014	924,042
<b>Delos Aircraft, Inc.</b>		
700	Term Loan, 7.00%, Maturing March 17, 2016	713,375
<b>Doncasters (Dunde HoldCo 4 Ltd.)</b>		
435	Term Loan, 4.26%, Maturing July 13, 2015	384,708
435	Term Loan, 4.76%, Maturing July 13, 2015	384,709
GBP	550 Term Loan - Second Lien, 6.58%, Maturing January 13, 2016	675,843
<b>DynCorp International, LLC</b>		
1,000	Term Loan, 6.25%, Maturing July 5, 2016	1,009,369
<b>Evergreen International Aviation</b>		
967	Term Loan, 10.50%, Maturing October 31, 2011 <sup>(2)</sup>	949,650
<b>Hawker Beechcraft Acquisition</b>		
4,407	Term Loan, 2.27%, Maturing March 26, 2014	3,758,261
263	Term Loan, 2.29%, Maturing March 26, 2014	224,687
<b>IAP Worldwide Services, Inc.</b>		
914	Term Loan, 8.25%, Maturing December 30, 2012 <sup>(2)</sup>	899,394
<b>International Lease Finance Co.</b>		
950		966,286

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	Term Loan, 6.75%, Maturing March 17, 2015	
<b>Spirit Aerosystems, Inc.</b>		
1,250	Term Loan, 3.54%, Maturing September 30, 2016	1,254,110
<b>TransDigm, Inc.</b>		
1,800	Term Loan, 2.27%, Maturing June 23, 2013	1,791,675
<b>Triumph Group, Inc.</b>		
648	Term Loan, 4.50%, Maturing June 16, 2016	653,035
<b>Wesco Aircraft Hardware Corp.</b>		
1,122	Term Loan, 2.51%, Maturing September 30, 2013	1,121,324
<b>Wyle Laboratories, Inc.</b>		
997	Term Loan, 7.75%, Maturing March 25, 2016	1,002,485
		<b>\$ 18,156,468</b>

Air Transport 0.1%

<b>Delta Air Lines, Inc.</b>		
742	Term Loan, 2.28%, Maturing April 30, 2012	\$ 727,810
		<b>\$ 727,810</b>

Automotive 6.1%

<b>Adesa, Inc.</b>		
3,921	Term Loan, 3.01%, Maturing October 18, 2013	\$ 3,904,194
<b>Allison Transmission, Inc.</b>		
3,818	Term Loan, 3.03%, Maturing August 7, 2014	3,694,816
<b>Autotrader.com, Inc.</b>		
1,250	Term Loan, 6.00%, Maturing June 14, 2016	1,257,031
<b>Dayco Products, LLC</b>		
460	Term Loan, 10.50%, Maturing May 13, 2014	459,181
72	Term Loan, 12.50%, Maturing November 13, 2014 <sup>(2)</sup>	71,005

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**Federal-Mogul Corp.**

3,609	Term Loan, 2.19%, Maturing December 29, 2014	3,265,011
2,241	Term Loan, 2.19%, Maturing December 28, 2015	2,026,796

**Ford Motor Co.**

4,071	Term Loan, 3.04%, Maturing December 16, 2013	4,038,002
1,000	Term Loan, Maturing December 16, 2013 <sup>(3)</sup>	990,938

**Goodyear Tire & Rubber Co.**

7,175	Term Loan - Second Lien, 2.21%, Maturing April 30, 2014	6,974,695
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**HHI Holdings, LLC**

975	Term Loan, 9.75%, Maturing March 30, 2015	994,500
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**Keystone Automotive Operations, Inc.**

1,403	Term Loan, 3.77%, Maturing January 12, 2012	1,262,907
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**LKQ Corp. U.S.**

1,044	Term Loan, 2.50%, Maturing October 12, 2013	1,046,477
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**Metaldyne, LLC**

1,025	Term Loan, 7.75%, Maturing October 28, 2016	1,037,812
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**TI Automotive**

1,000	Term Loan, 9.50%, Maturing July 1, 2016	1,012,500
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**TriMas Corp.**

88	Term Loan, 6.00%, Maturing August 2, 2011	88,156
2,067	Term Loan, 6.00%, Maturing December 15, 2015	2,082,119

**United Components, Inc.**

1,075	Term Loan, 6.25%, Maturing March 23, 2017	1,087,631
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**\$ 35,293,771**

Beverage and Tobacco 0.4%

**Green Mountain Coffee Roasters**

1,225	Term Loan, Maturing November 23, 2016 <sup>(3)</sup>	\$ 1,233,422
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**Van Houtte, Inc.**

113	Term Loan, 2.79%, Maturing July 19, 2014	111,529
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825	Term Loan, 2.79%, Maturing July 19, 2014	817,883
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**\$ 2,162,834**

See notes to financial statements

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Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	Building and Development 2.0%	
	<b>Armstrong World Industries, Inc.</b>	
750	Term Loan, Maturing May 23, 2017 <sup>(3)</sup>	\$ 755,938
	<b>Beacon Sales Acquisition, Inc.</b>	
1,173	Term Loan, 2.28%, Maturing September 30, 2013	1,117,720
	<b>Brickman Group Holdings, Inc.</b>	
1,325	Term Loan, 7.25%, Maturing October 14, 2016	1,338,250
	<b>Forestar USA Real Estate Group, Inc.</b>	
268	Revolving Loan, 1.25%, Maturing August 6, 2013 <sup>(4)</sup>	251,954
2,457	Term Loan, 6.50%, Maturing August 6, 2015	2,407,767
	<b>Metroflag BP, LLC</b>	
500	Term Loan - Second Lien, 0.00%, Maturing July 6, 2009 <sup>(5)(6)</sup>	0
	<b>NCI Building Systems, Inc.</b>	
173	Term Loan, 8.00%, Maturing April 18, 2014	168,349
	<b>November 2005 Land Investors, LLC</b>	
305	Term Loan, 0.00%, Maturing March 31, 2011 <sup>(6)(7)</sup>	64,017
	<b>Panolam Industries Holdings, Inc.</b>	
1,677	Term Loan, 8.25%, Maturing December 31, 2013	1,542,460
	<b>RE/MAX International, Inc.</b>	
2,164	Term Loan, 5.50%, Maturing April 15, 2016	2,177,651
	<b>Realogy Corp.</b>	
160	Term Loan, 3.26%, Maturing October 10, 2013	148,126
668	Term Loan, 3.29%, Maturing October 10, 2013	617,955
	<b>South Edge, LLC</b>	
1,644		780,781

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Term Loan, 0.00%, Maturing  
October 31, 2009<sup>(5)(6)</sup>

\$ 11,370,968

Business Equipment and Services 12.1%

**Activant Solutions, Inc.**

125	Term Loan, 2.81%, Maturing May 1, 2013	\$ 122,822
226	Term Loan, 2.31%, Maturing May 2, 2013	222,887
2,098	Term Loan, 4.81%, Maturing February 2, 2016	2,093,182

**Axiom Corp.**

1,221	Term Loan, 3.29%, Maturing March 15, 2015	1,227,105
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**Advantage Sales & Marketing, Inc.**

2,363	Term Loan, 5.00%, Maturing May 5, 2016	2,366,079
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**Affinion Group, Inc.**

4,154	Term Loan, 5.00%, Maturing October 10, 2016	4,136,815
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**Allied Barton Security Services**

1,068	Term Loan, 7.75%, Maturing February 18, 2015	1,074,819
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**Dealer Computer Services, Inc.**

1,863	Term Loan, 5.25%, Maturing April 21, 2017	1,869,984
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**Education Management, LLC**

3,771	Term Loan, 2.06%, Maturing June 3, 2013	3,680,381
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**Fifth Third Processing Solution**

1,025	Term Loan, Maturing November 1, 2016 <sup>(3)</sup>	1,031,919
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**First American Corp.**

1,047	Term Loan, 4.75%, Maturing April 12, 2016	1,054,576
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**Infogroup, Inc.**

823	Term Loan, 6.25%, Maturing July 1, 2016	829,110
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**iPayment, Inc.**

2,334	Term Loan, 2.28%, Maturing May 10, 2013	2,240,614
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**Kronos, Inc.**

1,150	Term Loan, 2.04%, Maturing June 11, 2014	1,124,671
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**Language Line, Inc.**

2,184	Term Loan, 5.50%, Maturing November 4, 2015	2,168,488
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**Mitchell International, Inc.**

972	Term Loan, 2.31%, Maturing March 28, 2014	908,486
1,000	Term Loan - Second Lien, 5.56%, Maturing March 30, 2015	880,625

**NE Customer Service**

1,890	Term Loan, 6.00%, Maturing March 23, 2016	1,880,316
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**Protection One Alarm Monitor, Inc.**

1,940	Term Loan, 6.00%, Maturing May 16, 2016	1,939,678
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**Quantum Corp.**

196	Term Loan, 3.77%, Maturing July 14, 2014	192,162
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**Quintiles Transnational Corp.**

984	Term Loan, 2.29%, Maturing March 29, 2013	972,191
1,875	Term Loan - Second Lien, 4.29%, Maturing March 31, 2014	1,860,938

**Sabre, Inc.**

7,310	Term Loan, 2.27%, Maturing September 30, 2014	6,855,119
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**Safenet, Inc.**

1,985	Term Loan, 2.75%, Maturing April 12, 2014	1,910,192
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**Serena Software, Inc.**

991	Term Loan, 2.29%, Maturing March 10, 2013	966,440
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**Sitel (Client Logic)**

1,790	Term Loan, 5.79%, Maturing January 30, 2014	1,669,214
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**Solera Holdings, LLC**

EUR 820	Term Loan, 2.69%, Maturing May 16, 2014	1,053,752
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**SunGard Data Systems, Inc.**

2,230	Term Loan, 2.00%, Maturing February 28, 2014	2,179,701
10,188	Term Loan, 3.91%, Maturing February 26, 2016	10,114,438

**TransUnion, LLC**

2,170	Term Loan, 6.75%, Maturing June 15, 2017	2,200,479
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**Travelport, LLC**

584	Term Loan, 4.79%, Maturing August 21, 2015	562,652
975	Term Loan, 4.96%, Maturing August 21, 2015	939,230
3,218		3,100,443

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		Term Loan, 4.96%, Maturing August 21, 2015	
EUR	1,054	Term Loan, 5.33%, Maturing August 21, 2015	1,335,940
<b>West Corp.</b>			
	309	Term Loan, 2.63%, Maturing October 24, 2013	306,055
	759	Term Loan, 4.50%, Maturing July 15, 2016	761,278

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
(000 s omitted)		
Business Equipment and Services (continued)		
2,156	Term Loan, 4.50%, Maturing July 15, 2016	\$ 2,157,309
		<b>\$ 69,990,090</b>
Cable and Satellite Television 10.0%		
<b>Atlantic Broadband Finance, LLC</b>		
1,650	Term Loan, Maturing November 27, 2015 <sup>(3)</sup>	\$ 1,660,312
<b>Bragg Communications, Inc.</b>		
2,051	Term Loan, 2.79%, Maturing August 31, 2014	2,012,630
<b>Bresnan Broadband Holdings, LLC</b>		
542	Term Loan, 2.26%, Maturing June 30, 2013	539,149
<b>Casema NV</b>		
EUR 1,000	Term Loan - Second Lien, 5.55%, Maturing March 14, 2016	1,290,633
<b>Cequel Communications, LLC</b>		
2,146	Term Loan, 2.25%, Maturing November 5, 2013	2,127,683
<b>Charter Communications Operating, LLC</b>		
9,399	Term Loan, 2.26%, Maturing March 6, 2014	9,216,653
<b>CSC Holdings, Inc.</b>		
3,778	Term Loan, 2.00%, Maturing March 29, 2016	3,754,874
<b>Foxco Acquisition Sub., LLC</b>		
1,628	Term Loan, 7.50%, Maturing July 14, 2015	1,611,394

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**Insight Midwest Holdings, LLC**

3,677 Term Loan, 2.01%, Maturing April 7,  
2014 3,568,786

**MCC Iowa, LLC**

3,812 Term Loan, 2.00%, Maturing January 31,  
2015 3,678,453

**Mediacom Broadband, LLC**

1,671 Term Loan, 4.50%, Maturing October 23,  
2017 1,661,067

**Mediacom Illinois, LLC**

3,944 Term Loan, 2.00%, Maturing January 31,  
2015 3,774,341

990 Term Loan, 5.50%, Maturing March 31,  
2017 985,050

**Mediacom, LLC**

923 Term Loan, 4.50%, Maturing October 23,  
2017 905,387

**ProSiebenSat.1 Media AG**

EUR 93 Term Loan, 2.54%, Maturing July 2,  
2014 110,335

EUR 904 Term Loan, 2.54%, Maturing July 2,  
2014 1,077,798

EUR 410 Term Loan, 3.52%, Maturing March 6,  
2015 432,504

EUR 3,144 Term Loan, 2.91%, Maturing June 26,  
2015 3,775,977

EUR 140 Term Loan, 2.91%, Maturing July 3,  
2015 168,446

EUR 410 Term Loan, 3.77%, Maturing March 4,  
2016 432,504

EUR 428 Term Loan, 8.14%, Maturing March 6,  
2017<sup>(2)</sup> 416,696

EUR 565 Term Loan - Second Lien, 4.89%,  
Maturing September 2, 2016 555,253

**UPC Broadband Holding B.V.**

1,765 Term Loan, 4.25%, Maturing  
December 30, 2016 1,739,786

EUR 2,614 Term Loan, 4.60%, Maturing  
December 31, 2016 3,178,073

1,410 Term Loan, 4.25%, Maturing  
December 29, 2017 1,387,113

EUR 2,886 Term Loan, 4.85%, Maturing  
December 31, 2017 3,523,992

**Virgin Media Investment Holding**

GBP 1,000 Term Loan, 4.28%, Maturing June 30,  
2015 1,545,728

GBP 1,000 Term Loan, 4.78%, Maturing  
December 31, 2015 1,542,811

**YPSO Holding SA**

EUR 211 Term Loan, 4.66%, Maturing June 16,  
2014<sup>(2)</sup> 214,202

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EUR	252	Term Loan, 4.66%, Maturing June 16, 2014 <sup>(2)</sup>	255,539
EUR	547	Term Loan, 4.66%, Maturing June 16, 2014 <sup>(2)</sup>	555,046
			<b>\$ 57,698,215</b>

Chemicals and Plastics 7.0%

**Arizona Chemical, Inc.**

625	Term Loan, Maturing November 18, 2016 <sup>(3)</sup>	\$ 630,078
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**Brenntag Holding GmbH and Co. KG**

1,729	Term Loan, 3.76%, Maturing January 20, 2014	1,739,891
255	Term Loan, 3.78%, Maturing January 20, 2014	256,462
1,600	Term Loan - Second Lien, 6.45%, Maturing July 17, 2015	1,611,333

**Celanese Holdings, LLC**

1,555	Term Loan, 3.50%, Maturing April 2, 2014	1,550,559
1,804	Term Loan, 3.29%, Maturing October 31, 2016	1,813,634

**Hexion Specialty Chemicals, Inc.**

484	Term Loan, 4.06%, Maturing May 5, 2015	469,238
854	Term Loan, 4.06%, Maturing May 5, 2015	832,004
1,918	Term Loan, 4.06%, Maturing May 5, 2015	1,869,122

**Huntsman International, LLC**

2,136	Term Loan, 1.78%, Maturing April 21, 2014	2,080,254
855	Term Loan, 2.52%, Maturing June 30, 2016	839,617

**INEOS Group**

2,962	Term Loan, 7.50%, Maturing December 16, 2013	3,010,629
2,868	Term Loan, 8.00%, Maturing December 16, 2014	2,915,045
EUR 1,250	Term Loan, 9.00%, Maturing December 16, 2015	1,614,113

**ISP Chemco, Inc.**

1,418	Term Loan, 1.81%, Maturing June 4, 2014	1,391,704
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**Kraton Polymers, LLC**

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	1,629	Term Loan, 2.31%, Maturing May 13, 2013	1,604,106
<b>Lyondell Chemical Co.</b>			
	748	Term Loan, 5.50%, Maturing April 8, 2016	750,532
<b>MacDermid, Inc.</b>			
EUR	687	Term Loan, 3.01%, Maturing April 11, 2014	828,597
	517	Term Loan, 2.25%, Maturing April 12, 2014	492,579
<b>Millenium Inorganic Chemicals</b>			
	1,353	Term Loan, 2.54%, Maturing May 15, 2014	1,325,174
<b>Momentive Performance Material</b>			
	1,781	Term Loan, 2.56%, Maturing December 4, 2013	1,726,953

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
Chemicals and Plastics (continued)		
<b>Nalco Co.</b>		
1,575	Term Loan, 4.50%, Maturing October 5, 2017	\$ 1,589,766
<b>Omnova Solutions, Inc.</b>		
1,000	Term Loan, Maturing April 12, 2017 <sup>(3)</sup>	1,008,750
<b>Rockwood Specialties Group, Inc.</b>		
3,450	Term Loan, 6.00%, Maturing May 15, 2014	3,476,293
<b>Schoeller Arca Systems Holding</b>		
EUR 72	Term Loan, 5.24%, Maturing November 16, 2015	70,584
EUR 206	Term Loan, 5.24%, Maturing November 16, 2015	201,247
EUR 222	Term Loan, 5.24%, Maturing November 16, 2015	216,561
<b>Solutia, Inc.</b>		
2,711	Term Loan, 4.50%, Maturing March 17, 2017	2,730,516
<b>Styron S.A.R.L.</b>		
1,753	Term Loan, 7.50%, Maturing June 17, 2016	1,781,296
		<b>\$ 40,426,637</b>
Clothing / Textiles 0.2%		
<b>Phillips-Van Heusen Corp.</b>		
1,183	Term Loan, 4.75%, Maturing May 6, 2016	\$ 1,198,593

**\$ 1,198,593**

Conglomerates 3.5%

**Gentek**

675 Term Loan, 6.75%, Maturing October 6,  
2015 \$ 685,125

**Goodman Global Holdings, Inc.**

2,050 Term Loan, 5.75%, Maturing October 28,  
2016 2,070,119

**Jarden Corp.**

2,146 Term Loan, 3.54%, Maturing January 26,  
2015 2,163,029

**Manitowoc Company, Inc. (The)**

1,372 Term Loan, 8.00%, Maturing  
November 6, 2014 1,392,278

**Polymer Group, Inc.**

2,132 Term Loan, 7.00%, Maturing  
November 24, 2014 2,131,877

**RBS Global, Inc.**

337 Term Loan, 2.56%, Maturing July 19,  
2013 327,892  
4,425 Term Loan, 2.81%, Maturing July 19,  
2013 4,355,860

**RGIS Holdings, LLC**

2,674 Term Loan, 2.77%, Maturing April 30,  
2014 2,480,424  
134 Term Loan, 2.79%, Maturing April 30,  
2014 124,021

**Service Master Co.**

181 Term Loan, 2.76%, Maturing July 24,  
2014 171,838  
1,819 Term Loan, 2.77%, Maturing July 24,  
2014 1,725,538

**US Investigations Services, Inc.**

987 Term Loan, 3.29%, Maturing  
February 21, 2015 931,712  
923 Term Loan, 7.75%, Maturing  
February 21, 2015 927,301

**Vertrue, Inc.**

899 Term Loan, 3.29%, Maturing August 16,  
2014 770,957

**\$ 20,257,971**



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Containers and Glass Products 3.8%

**Berry Plastics Corp.**

1,871 Term Loan, 2.28%, Maturing April 3, 2015 \$ 1,762,479

**BWAY Corp.**

889 Term Loan, 5.52%, Maturing June 16, 2017 896,425

83 Term Loan, 5.56%, Maturing June 16, 2017 84,040

**Consolidated Container Co.**

1,000 Term Loan - Second Lien, 5.75%, Maturing September 28, 2014 871,250

**Graham Packaging Holdings Co.**

2,811 Term Loan, 6.75%, Maturing April 5, 2014 2,839,114

1,250 Term Loan, 6.00%, Maturing September 23, 2016 1,264,323

**Graphic Packaging International, Inc.**

2,247 Term Loan, 2.29%, Maturing May 16, 2014 2,214,596

1,293 Term Loan, 3.04%, Maturing May 16, 2014 1,286,816

**JSG Acquisitions**

1,325 Term Loan, 3.66%, Maturing December 31, 2014 1,312,633

**Pelican Products, Inc.**

875 Term Loan, Maturing November 23, 2016<sup>(3)</sup> 880,469

**Reynolds Group Holdings, Inc.**

1,019 Term Loan, 6.25%, Maturing May 5, 2016 1,027,931

1,350 Term Loan, 6.50%, Maturing May 5, 2016 1,362,559

2,024 Term Loan, 6.75%, Maturing May 5, 2016 2,046,175

**Smurfit Kappa Acquisitions**

1,325 Term Loan, 3.41%, Maturing December 31, 2014 1,312,633

**Smurfit-Stone Container Corp.**

2,693 Term Loan, 6.75%, Maturing July 15, 2016 2,731,615

**\$ 21,893,058**

Cosmetics / Toiletries 1.5%

**Alliance Boots Holdings, Ltd.**

GBP	1,000	Term Loan, 3.56%, Maturing July 5, 2015	\$ 1,403,793
EUR	1,000	Term Loan, 3.68%, Maturing July 5, 2015	1,201,624

**Bausch & Lomb, Inc.**

682	Term Loan, 3.51%, Maturing April 24, 2015	672,194
2,813	Term Loan, 3.53%, Maturing April 24, 2015	2,771,908

**KIK Custom Products, Inc.**

1,075	Term Loan - Second Lien, 5.29%, Maturing November 30, 2014	731,000
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See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
Cosmetics / Toiletries (continued)		
<b>Prestige Brands, Inc.</b>		
1,940	Term Loan, 4.75%, Maturing March 24, 2016	\$ 1,957,952
		<b>\$ 8,738,471</b>
Drugs 0.8%		
<b>Graceway Pharmaceuticals, LLC</b>		
1,363	Term Loan, 5.01%, Maturing May 3, 2012	\$ 681,607
294	Term Loan, 10.01%, Maturing November 3, 2013 <sup>(2)(6)</sup>	7,357
1,500	Term Loan - Second Lien, 0.00%, Maturing May 3, 2013 <sup>(7)</sup>	172,500
<b>Pharmaceutical Holdings Corp.</b>		
139	Term Loan, 4.54%, Maturing January 30, 2012	137,166
<b>Warner Chilcott Corp.</b>		
756	Term Loan, 6.00%, Maturing October 30, 2014	757,914
365	Term Loan, 6.25%, Maturing April 30, 2015	368,229
608	Term Loan, 6.25%, Maturing April 30, 2015	613,168
509	Term Loan, 6.50%, Maturing February 22, 2016	514,391
1,566	Term Loan, 6.50%, Maturing February 22, 2016	1,583,187

\$ 4,835,519

Ecological Services and Equipment 1.7%

**Cory Environmental Holdings**

GBP	500	Term Loan - Second Lien, 5.04%, Maturing September 30, 2014	\$ 622,180
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**Hilex Poly Co.**

	1,000	Term Loan, 11.25%, Maturing November 16, 2015	985,000
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**Kemble Water Structure, Ltd.**

GBP	4,500	Term Loan - Second Lien, 5.03%, Maturing October 13, 2013	6,661,215
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**Sensus Metering Systems, Inc.**

	1,684	Term Loan, 7.00%, Maturing June 3, 2013	1,694,620
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\$ 9,963,015

Electronics / Electrical 4.9%

**Aspect Software, Inc.**

	2,788	Term Loan, 6.25%, Maturing April 19, 2016	\$ 2,783,845
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**Christie/Aix, Inc.**

	790	Term Loan, 5.25%, Maturing April 29, 2016	782,593
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**FCI International S.A.S.**

	175	Term Loan, 3.66%, Maturing November 1, 2013	166,854
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	181	Term Loan, 3.66%, Maturing November 1, 2013	173,314
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	175	Term Loan, 3.66%, Maturing October 31, 2014	166,854
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	181	Term Loan, 3.66%, Maturing October 31, 2014	173,315
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**Freescale Semiconductor, Inc.**

	3,784	Term Loan, 4.50%, Maturing December 1, 2016	3,572,627
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**Infor Enterprise Solutions Holdings**

	500	Term Loan, 5.76%, Maturing March 2, 2014 <sup>(6)</sup>	345,000
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	1,462	Term Loan, 5.01%, Maturing July 28, 2015	1,337,928
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1,639	Term Loan, 6.01%, Maturing July 28, 2015	1,552,696
3,141	Term Loan, 6.01%, Maturing July 28, 2015	2,961,866
183	Term Loan - Second Lien, 6.51%, Maturing March 2, 2014	131,542
317	Term Loan - Second Lien, 6.51%, Maturing March 2, 2014	226,100
<b>Network Solutions, LLC</b>		
555	Term Loan, 2.52%, Maturing March 7, 2014	528,070
<b>Open Solutions, Inc.</b>		
2,875	Term Loan, 2.42%, Maturing January 23, 2014	2,434,686
<b>Sensata Technologies Finance Co.</b>		
3,747	Term Loan, 2.04%, Maturing April 26, 2013	3,634,357
<b>Shield Finance Co. S.A.R.L.</b>		
968	Term Loan, 7.75%, Maturing June 15, 2016	967,687
<b>Spancion, LLC</b>		
559	Term Loan, 6.50%, Maturing January 8, 2015	566,437
<b>Spectrum Brands, Inc.</b>		
3,407	Term Loan, 8.00%, Maturing June 16, 2016	3,482,254
<b>SS&amp;C Technologies, Inc.</b>		
599	Term Loan, 2.28%, Maturing November 23, 2012	595,994
<b>VeriFone, Inc.</b>		
752	Term Loan, 3.01%, Maturing October 31, 2013	748,489
<b>Vertafore, Inc.</b>		
1,122	Term Loan, 6.75%, Maturing July 29, 2016	1,128,360

**\$ 28,460,868**

Equipment Leasing 0.5%

**Hertz Corp.**

2,397	Term Loan, 2.01%, Maturing December 21, 2012	\$ 2,376,362
444	Term Loan, 2.03%, Maturing December 21, 2012	440,586

\$ 2,816,948

Farming / Agriculture 0.6%

**CF Industries, Inc.**

1,542 Term Loan, 4.50%, Maturing April 6,  
2015 \$ 1,552,326

**WM. Bolthouse Farms, Inc.**

1,775 Term Loan, 5.50%, Maturing  
February 11, 2016 1,783,141

\$ 3,335,467

Financial Intermediaries 4.8%

**Citco III, Ltd.**

3,012 Term Loan, 4.75%, Maturing June 30,  
2014 2,929,001

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
Financial Intermediaries (continued)		
<b>Fidelity National Information Services, Inc.</b>		
2,750	Term Loan, 5.25%, Maturing July 18, 2016	\$ 2,784,119
<b>First Data Corp.</b>		
500	Term Loan, 3.00%, Maturing September 24, 2014	452,756
951	Term Loan, 3.00%, Maturing September 24, 2014	859,457
2,406	Term Loan, 3.00%, Maturing September 24, 2014	2,174,723
<b>Grosvenor Capital Management</b>		
1,397	Term Loan, 4.31%, Maturing December 5, 2016	1,379,418
<b>Interactive Data Corp.</b>		
1,646	Term Loan, 6.75%, Maturing January 27, 2017	1,672,785
<b>Jupiter Asset Management Group</b>		
GBP 334	Term Loan, 4.33%, Maturing March 17, 2015	497,175
<b>LPL Holdings, Inc.</b>		
1,044	Term Loan, 2.04%, Maturing June 28, 2013	1,044,037
3,288	Term Loan, 4.25%, Maturing June 25, 2015	3,308,251
2,438	Term Loan, 5.25%, Maturing June 28, 2017	2,468,222
<b>MSCI, Inc.</b>		
3,706	Term Loan, 4.75%, Maturing June 1, 2016	3,729,540
<b>Nuveen Investments, Inc.</b>		
3,928	Term Loan, 3.29%, Maturing November 13, 2014	3,675,850
<b>Oxford Acquisition III, Ltd.</b>		
374	Term Loan, 2.04%, Maturing May 12, 2014	338,926

**RJO Holdings Corp. (RJ O Brien)**

995	Term Loan, 5.26%, Maturing July 12, 2014 <sup>(2)</sup>	669,258
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**\$ 27,983,518**

Food Products 4.0%

**Acosta, Inc.**

3,209	Term Loan, 2.51%, Maturing July 28, 2013	\$ 3,167,943
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**American Seafoods Group, LLC**

798	Term Loan, 5.50%, Maturing May 7, 2015	799,662
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**Dean Foods Co.**

3,708	Term Loan, 1.79%, Maturing April 2, 2014	3,589,659
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**Dole Foods Company, Inc.**

1,826	Term Loan, 5.04%, Maturing March 2, 2017	1,840,189
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735	Term Loan, 5.06%, Maturing March 2, 2017	740,891
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**Michael Foods Holdings, Inc.**

823	Term Loan, 6.25%, Maturing June 29, 2016	833,224
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**Pierre Foods, Inc.**

1,400	Term Loan, 7.00%, Maturing September 30, 2016	1,391,834
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**Pinnacle Foods Finance, LLC**

7,425	Term Loan, 2.75%, Maturing April 2, 2014	7,250,816
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**Provimi Group SA**

220	Term Loan, 2.51%, Maturing June 28, 2015	209,040
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270	Term Loan, 2.51%, Maturing June 28, 2015	257,249
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EUR	284	Term Loan, 3.05%, Maturing June 28, 2015	350,963
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EUR	459	Term Loan, 3.05%, Maturing June 28, 2015	566,282
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EUR	490	Term Loan, 3.05%, Maturing June 28, 2015	604,842
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EUR	632	Term Loan, 3.05%, Maturing June 28, 2015	779,974
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178	Term Loan - Second Lien, 4.51%, Maturing December 28, 2016	154,760
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EUR	29		32,771
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		Term Loan - Second Lien, 5.05%, Maturing December 28, 2016	
EUR	397	Term Loan - Second Lien, 5.05%, Maturing December 28, 2016	448,823

**\$ 23,018,922**

Food Service 5.4%

**AFC Enterprises, Inc.**

	323	Term Loan, 7.00%, Maturing May 11, 2013	\$ 324,641
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**Aramark Corp.**

	2,401	Term Loan, 2.16%, Maturing January 27, 2014	2,374,159
	194	Term Loan, 2.17%, Maturing January 27, 2014	191,483
GBP	1,203	Term Loan, 2.86%, Maturing January 27, 2014	1,791,866
	5,298	Term Loan, 3.54%, Maturing July 26, 2016	5,289,520
	348	Term Loan, 3.60%, Maturing July 26, 2016	347,865

**Buffets, Inc.**

	1,415	Term Loan, 12.00%, Maturing April 21, 2015 <sup>(2)</sup>	1,314,145
	129	Term Loan, 7.39%, Maturing April 22, 2015 <sup>(2)</sup>	99,517

**Burger King Corp.**

	5,200	Term Loan, 6.25%, Maturing October 19, 2016	5,276,591
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**CBRL Group, Inc.**

	1,008	Term Loan, 1.79%, Maturing April 29, 2013	999,803
	644	Term Loan, 2.79%, Maturing April 27, 2016	639,337

**Denny's, Inc.**

	850	Term Loan, 6.50%, Maturing September 20, 2016	855,312
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**DineEquity, Inc.**

	2,196	Term Loan, 6.00%, Maturing October 19, 2017	2,229,950
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**Dunkin Brands, Inc.**

	2,350	Term Loan, Maturing November 18, 2017 <sup>(3)</sup>	2,375,704
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**NPC International, Inc.**

	340		328,283
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		Term Loan, 2.03%, Maturing May 3, 2013	
<b>OSI Restaurant Partners, LLC</b>			
	316	Term Loan, 3.90%, Maturing June 14, 2013	296,839
	3,431	Term Loan, 2.63%, Maturing June 14, 2014	3,224,207
<b>QCE Finance, LLC</b>			
	1,123	Term Loan, 5.06%, Maturing May 5, 2013	1,002,719
<b>Sagittarius Restaurants, LLC</b>			
	669	Term Loan, 7.50%, Maturing May 18, 2015	669,926
<b>Selecta</b>			
EUR	741	Term Loan - Second Lien, 5.04%, Maturing December 28, 2015	687,955

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
Food Service (continued)		
<b>Wendy s/Arby s Restaurants, LLC</b>		
998	Term Loan, 5.00%, Maturing May 24, 2017	\$ 1,003,589
		<b>\$ 31,323,411</b>
Food / Drug Retailers 3.7%		
<b>General Nutrition Centers, Inc.</b>		
5,647	Term Loan, 2.53%, Maturing September 16, 2013	\$ 5,604,448
<b>NBTY, Inc.</b>		
2,375	Term Loan, 6.25%, Maturing October 2, 2017	2,408,072
<b>Pantry, Inc. (The)</b>		
247	Term Loan, 2.01%, Maturing May 15, 2014	236,994
857	Term Loan, 2.01%, Maturing May 15, 2014	823,099
<b>Rite Aid Corp.</b>		
8,622	Term Loan, 2.01%, Maturing June 4, 2014	7,796,720
1,176	Term Loan, 6.00%, Maturing June 4, 2014	1,164,608
<b>Roundy s Supermarkets, Inc.</b>		
3,049	Term Loan, 7.00%, Maturing November 3, 2013	3,057,059
		<b>\$ 21,091,000</b>

Forest Products 1.4%

**Georgia-Pacific Corp.**

1,917	Term Loan, 2.29%, Maturing December 20, 2012	\$ 1,917,226
4,303	Term Loan, 2.29%, Maturing December 21, 2012	4,302,691
1,541	Term Loan, 3.54%, Maturing December 23, 2014	1,546,764
		<b>\$ 7,766,681</b>

Health Care 17.4%

**1-800-Contacts, Inc.**

884	Term Loan, 7.70%, Maturing March 4, 2015	\$ 881,342
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**Alliance Healthcare Services**

1,340	Term Loan, 5.50%, Maturing June 1, 2016	1,336,665
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**American Medical Systems**

43	Term Loan, 2.56%, Maturing July 20, 2012	42,456
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**Ardent Medical Services, Inc.**

1,269	Term Loan, 6.50%, Maturing September 15, 2015	1,263,868
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**Aveta Holdings, LLC**

686	Term Loan, 8.00%, Maturing April 14, 2015	673,351
686	Term Loan, 8.00%, Maturing April 14, 2015	673,351

**Biomet, Inc.**

6,877	Term Loan, 3.28%, Maturing March 25, 2015	6,820,776
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**Bright Horizons Family Solutions, Inc.**

1,051	Term Loan, 7.50%, Maturing May 28, 2015	1,056,066
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**Cardinal Health 409, Inc.**

2,370	Term Loan, 2.51%, Maturing April 10, 2014	2,243,956
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**Carestream Health, Inc.**

3,032	Term Loan, 2.26%, Maturing April 30, 2013	2,970,476
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**Carl Zeiss Vision Holding GmbH**

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1,170	Term Loan, 1.78%, Maturing October 24, 2014	1,025,700
130	Term Loan, 4.00%, Maturing September 30, 2019	96,200
<b>CDRL MS, Inc.</b>		
1,000	Term Loan, 6.75%, Maturing September 29, 2016	1,006,250
<b>Community Health Systems, Inc.</b>		
6,816	Term Loan, 2.54%, Maturing July 25, 2014	6,673,324
350	Term Loan, 2.54%, Maturing July 25, 2014	343,124
3,429	Term Loan, 3.79%, Maturing January 25, 2017	3,403,165
<b>Concentra, Inc.</b>		
740	Term Loan - Second Lien, 5.79%, Maturing June 25, 2015	733,219
<b>ConMed Corp.</b>		
491	Term Loan, 1.76%, Maturing April 12, 2013	461,853
<b>ConvaTec Cidron</b>		
EUR 745	Term Loan, 5.10%, Maturing July 30, 2016	963,680
<b>CRC Health Corp.</b>		
520	Term Loan, 2.54%, Maturing February 6, 2013	499,084
522	Term Loan, 2.54%, Maturing February 6, 2013	501,592
<b>Dako EQT Project Delphi</b>		
500	Term Loan - Second Lien, 4.04%, Maturing December 12, 2016	358,750
<b>DaVita, Inc.</b>		
3,400	Term Loan, 4.50%, Maturing October 20, 2016	3,417,694
<b>DJO Finance, LLC</b>		
722	Term Loan, 3.26%, Maturing May 20, 2014	708,703
<b>Fresenius Medical Care Holdings</b>		
2,815	Term Loan, 1.66%, Maturing March 31, 2013	2,789,637
<b>Grifols SA</b>		
2,400	Term Loan, Maturing October 15, 2016 <sup>(3)</sup>	2,427,643
<b>Hanger Orthopedic Group, Inc.</b>		
790	Term Loan, 2.26%, Maturing May 28, 2013	793,399
750	Term Loan, Maturing November 17, 2016 <sup>(3)</sup>	746,250
<b>Harvard Drug Group, LLC</b>		
118	Term Loan, 6.50%, Maturing April 8, 2016	112,259
857		816,429

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	Term Loan, 6.50%, Maturing April 8, 2016	
<b>HCA, Inc.</b>		
2,690	Term Loan, 2.54%, Maturing November 18, 2013	2,640,168
6,452	Term Loan, 3.54%, Maturing March 31, 2017	6,385,739
<b>Health Management Associates, Inc.</b>		
9,100	Term Loan, 2.04%, Maturing February 28, 2014	8,882,895
<b>Iasis Healthcare, LLC</b>		
154	Term Loan, 2.26%, Maturing March 14, 2014	150,043
565	Term Loan, 2.26%, Maturing March 14, 2014	550,003
1,631	Term Loan, 2.26%, Maturing March 14, 2014	1,589,091

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>(000 s omitted)</b>		
Health Care (continued)		
<b>Ikaria Acquisition, Inc.</b>		
975	Term Loan, 7.00%, Maturing May 16, 2016	\$ 921,782
<b>IM U.S. Holdings, LLC</b>		
972	Term Loan, 2.27%, Maturing June 26, 2014	955,650
700	Term Loan - Second Lien, 4.51%, Maturing June 26, 2015	681,187
<b>IMS Health, Inc.</b>		
1,436	Term Loan, 5.25%, Maturing February 26, 2016	1,452,300
<b>inVentiv Health, Inc.</b>		
923	Term Loan, 6.50%, Maturing August 4, 2016	929,320
<b>Lifepoint Hospitals, Inc.</b>		
2,251	Term Loan, 3.04%, Maturing April 15, 2015	2,253,660
<b>MPT Operating Partnership, LP</b>		
1,222	Term Loan, 5.00%, Maturing May 17, 2016	1,221,937
<b>MultiPlan, Inc.</b>		
2,954	Term Loan, 6.50%, Maturing August 26, 2017	2,971,847
<b>Mylan, Inc.</b>		
936	Term Loan, 3.56%, Maturing October 2, 2014	938,116
<b>National Mentor Holdings, Inc.</b>		
69	Term Loan, 2.15%, Maturing June 29, 2013	63,969
1,107	Term Loan, 2.29%, Maturing June 29, 2013	1,032,514
<b>National Renal Institutes, Inc.</b>		
775	Term Loan, 9.00%, Maturing March 31, 2013	782,937
<b>Nyco Holdings</b>		

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EUR	472	Term Loan, 4.80%, Maturing December 29, 2014	573,676
EUR	471	Term Loan, 5.30%, Maturing December 29, 2015	573,535
<b>Physiotherapy Associates, Inc.</b>			
	726	Term Loan, 7.50%, Maturing June 27, 2013	671,989
<b>Prime Healthcare Services, Inc.</b>			
	2,637	Term Loan, 7.25%, Maturing April 22, 2015	2,544,464
<b>RadNet Management, Inc.</b>			
	1,219	Term Loan, 5.75%, Maturing April 1, 2016	1,210,115
<b>ReAble Therapeutics Finance, LLC</b>			
	2,638	Term Loan, 2.26%, Maturing November 16, 2013	2,595,519
<b>RehabCare Group, Inc.</b>			
	837	Term Loan, 6.00%, Maturing November 24, 2015	842,762
<b>Select Medical Holdings Corp.</b>			
	2,472	Term Loan, 4.04%, Maturing August 22, 2014	2,466,030
<b>Skillsoft Corp.</b>			
	998	Term Loan, 6.50%, Maturing May 26, 2017	1,006,228
<b>Sunrise Medical Holdings, Inc.</b>			
EUR	273	Term Loan, 6.75%, Maturing May 13, 2014	327,496
<b>TZ Merger Sub., Inc. (TriZetto)</b>			
	723	Term Loan, 6.75%, Maturing August 4, 2015	723,956
<b>Universal Health Services, Inc.</b>			
	2,575	Term Loan, 5.50%, Maturing November 15, 2016	2,607,860
<b>Vanguard Health Holding Co., LLC</b>			
	1,791	Term Loan, 5.00%, Maturing January 29, 2016	1,802,019
<b>VWR Funding, Inc.</b>			
	2,148	Term Loan, 2.76%, Maturing June 30, 2014	2,075,271
			<b>\$ 100,264,340</b>
Home Furnishings	0.7%		
<b>Hunter Fan Co.</b>			
	413		\$ 364,901



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	Term Loan, 2.76%, Maturing April 16, 2014	
<b>National Bedding Co., LLC</b>		
1,453	Term Loan, 2.31%, Maturing February 28, 2013	1,431,670
2,050	Term Loan - Second Lien, 5.31%, Maturing February 28, 2014	2,003,875
		<b>\$ 3,800,446</b>
Industrial Equipment	4.2%	
<b>Alliance Laundry Systems, LLC</b>		
1,000	Term Loan, 6.25%, Maturing September 23, 2016	\$ 1,012,917
<b>Brand Energy and Infrastructure Services, Inc.</b>		
688	Term Loan, 2.56%, Maturing February 7, 2014	658,550
830	Term Loan, 3.56%, Maturing February 7, 2014	803,662
<b>Bucyrus International, Inc.</b>		
1,453	Term Loan, 4.25%, Maturing February 19, 2016	1,462,804
<b>Butterfly Wendel US, Inc.</b>		
304	Term Loan, 3.54%, Maturing June 23, 2014	277,051
304	Term Loan, 4.04%, Maturing June 22, 2015	276,961
<b>EPD Holdings, (Goodyear Engineering Products)</b>		
243	Term Loan, 2.76%, Maturing July 31, 2014	211,808
1,696	Term Loan, 2.76%, Maturing July 31, 2014	1,478,841
850	Term Loan - Second Lien, 6.00%, Maturing July 13, 2015	687,792
<b>Excelitas Technologies Corp.</b>		
1,000	Term Loan, Maturing November 23, 2016 <sup>(3)</sup>	1,005,000
<b>Generac Acquisition Corp.</b>		
1,518	Term Loan, 2.79%, Maturing November 11, 2013	1,471,812
<b>Gleason Corp.</b>		
780	Term Loan, 2.05%, Maturing June 30, 2013	768,231
<b>Jason, Inc.</b>		
196	Term Loan, 8.25%, Maturing September 21, 2014	193,906

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77	Term Loan, 8.25%, Maturing September 21, 2014	75,743
<b>John Maneely Co.</b>		
4,311	Term Loan, 3.54%, Maturing December 9, 2013	4,215,163
<b>KION Group GmbH</b>		
1,016	Term Loan, 2.53%, Maturing December 23, 2014 <sup>(2)</sup>	849,056
1,017	Term Loan, 4.26%, Maturing December 23, 2015 <sup>(2)</sup>	850,187

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b>	<b>(000 s omitted) Borrower/Tranche Description</b>	<b>Value</b>
Industrial Equipment (continued)		
<b>Pinafore, LLC</b>		
2,425	Term Loan, 6.75%, Maturing September 29, 2016	\$ 2,457,776
<b>Polypore, Inc.</b>		
4,639	Term Loan, 2.26%, Maturing July 3, 2014	4,555,290
<b>Sequa Corp.</b>		
794	Term Loan, 3.54%, Maturing December 3, 2014	757,052
		<b>\$ 24,069,602</b>
Insurance 3.6%		
<b>Alliant Holdings I, Inc.</b>		
3,753	Term Loan, 3.29%, Maturing August 21, 2014	\$ 3,677,717
<b>AmWINS Group, Inc.</b>		
956	Term Loan, 2.80%, Maturing June 8, 2013	896,718
500	Term Loan - Second Lien, 5.80%, Maturing June 8, 2014	430,625
<b>Applied Systems, Inc.</b>		
2,235	Term Loan, 2.76%, Maturing September 26, 2013	2,221,325
<b>CCC Information Services Group, Inc.</b>		
1,607	Term Loan, 2.51%, Maturing February 10, 2013	1,571,129
<b>Conseco, Inc.</b>		
3,925	Term Loan, 7.50%, Maturing October 10, 2013	3,927,140
<b>Crawford &amp; Company</b>		
1,279		1,260,985

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	Term Loan, 5.25%, Maturing October 30, 2013	
<b>Crump Group, Inc.</b>		
774	Term Loan, 3.26%, Maturing August 1, 2014	750,937
<b>HUB International Holdings, Inc.</b>		
431	Term Loan, 2.79%, Maturing June 13, 2014	419,308
1,916	Term Loan, 2.79%, Maturing June 13, 2014	1,865,919
619	Term Loan, 6.75%, Maturing June 13, 2014	620,812
<b>U.S.I. Holdings Corp.</b>		
3,348	Term Loan, 2.76%, Maturing May 5, 2014	3,175,361
		<b>\$ 20,817,976</b>
Leisure Goods / Activities / Movies 7.5%		
<b>24 Hour Fitness Worldwide, Inc.</b>		
998	Term Loan, 6.75%, Maturing April 22, 2016	\$ 962,900
<b>AMC Entertainment, Inc.</b>		
5,446	Term Loan, 1.75%, Maturing January 28, 2013	5,386,981
<b>Bombardier Recreational Products</b>		
3,028	Term Loan, 3.27%, Maturing June 28, 2013	2,762,911
<b>Carmike Cinemas, Inc.</b>		
2,650	Term Loan, 5.50%, Maturing January 27, 2016	2,665,514
<b>Cedar Fair, L.P.</b>		
2,294	Term Loan, 5.50%, Maturing December 15, 2016	2,324,566
<b>CFV I, LLC/Hicks Sports Group</b>		
92	Term Loan, 11.89%, Maturing January 1, 2011 <sup>(2)(4)</sup>	96,273
<b>Cinemark, Inc.</b>		
3,913	Term Loan, 3.54%, Maturing April 29, 2016	3,935,704
<b>Club Corporation Operations, Inc.</b>		
725	Term Loan, Maturing November 9, 2016 <sup>(3)</sup>	730,438
<b>Dave &amp; Buster s, Inc.</b>		
995	Term Loan, 6.00%, Maturing June 1, 2016	995,000
<b>Deluxe Entertainment Services</b>		
62	Term Loan, 6.25%, Maturing May 11, 2013	59,218
1,023	Term Loan, 6.25%, Maturing May 11, 2013	977,089
<b>Fender Musical Instruments Corp.</b>		
571	Term Loan, 2.54%, Maturing June 9, 2014	525,276
288	Term Loan, 2.55%, Maturing June 9, 2014	265,355
<b>Formula One (Alpha D2, Ltd.)</b>		

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2,000	Term Loan - Second Lien, 3.76%, Maturing June 30, 2014	1,749,000
<b>Metro-Goldwyn-Mayer Holdings, Inc.</b>		
3,655	Term Loan, 0.00%, Maturing April 9, 2012 <sup>(7)</sup>	1,638,320
<b>National CineMedia, LLC</b>		
2,850	Term Loan, 2.05%, Maturing February 13, 2015	2,796,563
<b>Regal Cinemas Corp.</b>		
4,648	Term Loan, 3.79%, Maturing November 21, 2016	4,671,125
<b>Revolution Studios Distribution Co., LLC</b>		
1,076	Term Loan, 4.01%, Maturing December 21, 2014	855,627
900	Term Loan - Second Lien, 7.26%, Maturing June 21, 2015 <sup>(6)</sup>	378,000
<b>Six Flags Theme Parks, Inc.</b>		
2,806	Term Loan, 6.00%, Maturing June 30, 2016	2,826,523
<b>SW Acquisition Co., Inc.</b>		
2,010	Term Loan, 5.75%, Maturing June 1, 2016	2,026,771
<b>Universal City Development Partners, Ltd.</b>		
2,822	Term Loan, 5.50%, Maturing November 6, 2014	2,849,410
<b>Zuffa, LLC</b>		
1,952	Term Loan, 2.31%, Maturing June 19, 2015	1,890,005
		<b>\$ 43,368,569</b>

Lodging and Casinos 2.9%

**Ameristar Casinos, Inc.**

1,167	Term Loan, 3.54%, Maturing November 10, 2012	\$ 1,168,854
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**Harrah's Operating Co.**

408	Term Loan, 3.29%, Maturing January 28, 2015	357,761
2,781	Term Loan, 3.29%, Maturing January 28, 2015	2,437,610
2,978	Term Loan, 9.50%, Maturing October 31, 2016	3,08

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b>	<b>(000 s omitted) Borrower/Tranche Description</b>	<b>Value</b>
Lodging and Casinos (continued)		
<b>Isle of Capri Casinos, Inc.</b>		
441	Term Loan, 5.00%, Maturing November 25, 2013	\$ 437,243
599	Term Loan, 5.00%, Maturing November 25, 2013	593,765
1,498	Term Loan, 5.00%, Maturing November 25, 2013	1,484,410
<b>Las Vegas Sands, LLC</b>		
170	Term Loan, Maturing May 23, 2014 <sup>(3)</sup>	163,489
830	Term Loan, Maturing May 23, 2014 <sup>(3)</sup>	796,928
396	Term Loan, 3.03%, Maturing November 23, 2016	372,496
1,352	Term Loan, 3.03%, Maturing November 23, 2016	1,272,276
<b>LodgeNet Entertainment Corp.</b>		
1,942	Term Loan, 2.29%, Maturing April 4, 2014	1,846,543
<b>Penn National Gaming, Inc.</b>		
1,002	Term Loan, 2.02%, Maturing October 3, 2012	998,323
<b>Tropicana Entertainment, Inc.</b>		
191	Term Loan, 15.00%, Maturing December 29, 2012	212,832
<b>VML US Finance, LLC</b>		
186	Term Loan, 4.80%, Maturing May 25, 2012	186,191
432	Term Loan, 4.80%, Maturing May 27, 2013	433,341
994	Term Loan, 4.80%, Maturing May 27, 2013	996,207
		<b>\$ 16,844,820</b>

Nonferrous Metals / Minerals 1.3%

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**Euramax International, Inc.**

343	Term Loan, 10.00%, Maturing June 29, 2013	\$ 329,366
325	Term Loan, 14.00%, Maturing June 29, 2013 <sup>(2)</sup>	312,077

**Fairmount Minerals, Ltd.**

1,150	Term Loan, 6.27%, Maturing August 5, 2016	1,166,770
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**Noranda Aluminum Acquisition**

769	Term Loan, 2.01%, Maturing May 18, 2014	757,606
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**Novelis, Inc.**

688	Term Loan, 2.26%, Maturing July 6, 2014	684,697
1,513	Term Loan, 2.26%, Maturing July 7, 2014	1,506,438

**Oxbow Carbon and Mineral Holdings**

2,466	Term Loan, 2.29%, Maturing May 8, 2014	2,459,484
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**\$ 7,216,438**

Oil and Gas 2.8%

**Big West Oil, LLC**

1,207	Term Loan, 12.00%, Maturing July 23, 2015	\$ 1,234,456
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**CITGO Petroleum Corp.**

642	Term Loan, 8.00%, Maturing June 24, 2015	659,226
2,868	Term Loan, 9.00%, Maturing June 15, 2017	2,965,049

**Crestwood Holdings, LLC**

575	Term Loan, 10.50%, Maturing September 30, 2016	585,062
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**Dresser, Inc.**

1,564	Term Loan, 2.53%, Maturing May 4, 2014	1,559,068
1,000	Term Loan - Second Lien, 6.03%, Maturing May 4, 2015	999,375

**Dynegy Holdings, Inc.**

369	Term Loan, 4.01%, Maturing April 2, 2013	361,137
5,623	Term Loan, 4.01%, Maturing April 2, 2013	5,498,669

**SemGroup Corp.**

654	Term Loan, 7.56%, Maturing November 30, 2012	659,134
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**Sheridan Production Partners I, LLC**

121	Term Loan, 7.50%, Maturing April 20, 2017	121,607
198	Term Loan, 7.50%, Maturing April 20, 2017	199,093
1,493	Term Loan, 7.50%, Maturing April 20, 2017	1,502,499

**\$ 16,344,375**

Publishing 6.2%

**American Media Operations, Inc.**

2,430 Term Loan, 10.00%, Maturing January 30, 2013<sup>(2)</sup> \$ 2,419,444

**Aster Zweite Beteiligungs GmbH**

1,850 Term Loan, 2.71%, Maturing September 27, 2013 1,741,313

**GateHouse Media Operating, Inc.**

649 Term Loan, 2.26%, Maturing August 28, 2014 236,751

1,522 Term Loan, 2.26%, Maturing August 28, 2014 555,454

748 Term Loan, 2.51%, Maturing August 28, 2014 273,174

**Getty Images, Inc.**

2,500 Term Loan, 5.25%, Maturing November 7, 2016 2,525,313

**Lamar Media Corp.**

985 Term Loan, 4.25%, Maturing December 30, 2016 993,613

**Laureate Education, Inc.**

496 Term Loan, 3.54%, Maturing August 17, 2014 467,458

3,312 Term Loan, 3.54%, Maturing August 17, 2014 3,122,593

1,485 Term Loan, 7.00%, Maturing August 31, 2014 1,482,680

**MediaNews Group, Inc.**

359 Term Loan, 8.50%, Maturing March 19, 2014 341,759

**Merrill Communications, LLC**

5,113 Term Loan, 8.50%, Maturing December 24, 2012 5,023,652

**Nelson Education, Ltd.**

473 Term Loan, 2.79%, Maturing July 5, 2014 423,155

**Nielsen Finance, LLC**

6,352 Term Loan, 2.25%, Maturing August 9, 2013 6,247,193

1,982 Term Loan, 4.00%, Maturing May 2, 2016 1,969,383

**SGS International, Inc.**

535 Term Loan, 3.78%, Maturing September 30, 2013 529,614

**Source Interlink Companies, Inc.**

905 Term Loan, 7.25%, Maturing June 18, 2013 863,808



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562	Term Loan, 15.00%, Maturing March 18, 2014 <sup>(2)(6)</sup>	353,875
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See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
Publishing (continued)		
<b>Source Media, Inc.</b>		
1,089	Term Loan, 7.00%, Maturing November 8, 2011	\$ 1,045,793
<b>Trader Media Corp.</b>		
1,475	Term Loan, 2.58%, Maturing March 23, 2015	2,180,377
<b>Xsys, Inc.</b>		
1,642	Term Loan, 2.71%, Maturing September 27, 2013	1,545,071
1,834	Term Loan, 2.71%, Maturing September 27, 2014	1,726,582
		<b>\$ 36,068,055</b>
Radio and Television 2.5%		
<b>Block Communications, Inc.</b>		
905	Term Loan, 2.29%, Maturing December 22, 2011	\$ 877,729
<b>CMP KC, LLC</b>		
956	Term Loan, 0.00%, Maturing May 3, 2011 <sup>(6)(7)</sup>	274,426
<b>Gray Television, Inc.</b>		
737	Term Loan, 3.76%, Maturing December 31, 2014	718,953
<b>HIT Entertainment, Inc.</b>		
965	Term Loan, 5.54%, Maturing June 1, 2012	938,104
<b>Live Nation Worldwide, Inc.</b>		
2,612	Term Loan, 4.50%, Maturing November 7, 2016	2,609,676

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**Mission Broadcasting, Inc.**

593 Term Loan, 5.00%, Maturing  
September 30, 2016 593,263

**New Young Broadcasting Holding Co., Inc.**

216 Term Loan, 8.00%, Maturing June 30,  
2015 217,060

**Nexstar Broadcasting, Inc.**

928 Term Loan, 5.01%, Maturing  
September 30, 2016 927,924

**Raycom TV Broadcasting, LLC**

1,119 Term Loan, 1.81%, Maturing June 25,  
2014 1,041,019

**Univision Communications, Inc.**

1,942 Term Loan, 2.51%, Maturing  
September 29, 2014 1,847,562

1,942 Term Loan, 4.51%, Maturing March 31,  
2017 1,813,284

**Weather Channel**

2,273 Term Loan, 5.00%, Maturing  
September 14, 2015 2,289,767

**\$ 14,148,767**

Rail Industries 0.4%

**Kansas City Southern Railway Co.**

2,154 Term Loan, 2.04%, Maturing April 26,  
2013 \$ 2,122,059

**\$ 2,122,059**

Retailers (Except Food and Drug) 3.8%

**Amscan Holdings, Inc.**

523 Term Loan, 2.54%, Maturing May 25,  
2013 \$ 521,359

1,750 Term Loan, Maturing December 4,  
2017<sup>(3)</sup> 1,732,500

**Educate, Inc.**

498 Term Loan - Second Lien, 8.51%,  
Maturing June 16, 2014 485,076

**FTD, Inc.**

1,242 1,248,053

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		Term Loan, 6.75%, Maturing August 26, 2014	
<b>Harbor Freight Tools USA, Inc.</b>			
	994	Term Loan, 5.02%, Maturing February 24, 2016	994,809
<b>Mapco Express, Inc.</b>			
	270	Term Loan, 6.50%, Maturing April 28, 2011	265,524
<b>Michaels Stores, Inc.</b>			
	2,000	Term Loan, 2.56%, Maturing October 31, 2013	1,933,750
<b>Neiman Marcus Group, Inc.</b>			
	3,412	Term Loan, 4.29%, Maturing April 6, 2015	3,353,516
<b>Orbitz Worldwide, Inc.</b>			
	2,177	Term Loan, 3.27%, Maturing July 25, 2014	2,068,610
<b>Oriental Trading Co., Inc.</b>			
	1,225	Term Loan - Second Lien, 0.00%, Maturing January 31, 2014 <sup>(7)</sup>	38,281
<b>Petco Animal Supplies, Inc.</b>			
	1,400	Term Loan, Maturing November 24, 2017 <sup>(3)</sup>	1,405,075
<b>Pilot Travel Centers, LLC</b>			
	1,162	Term Loan, 5.25%, Maturing June 30, 2016	1,179,175
<b>Rent-A-Center, Inc.</b>			
	3	Term Loan, 2.04%, Maturing June 30, 2012	2,596
	622	Term Loan, 3.30%, Maturing March 31, 2015	623,930
<b>Savers, Inc.</b>			
	1,343	Term Loan, 5.75%, Maturing March 11, 2016	1,348,287
<b>Visant Corp.</b>			
	1,225	Term Loan, 7.00%, Maturing December 22, 2016	1,237,761
<b>Vivarte</b>			
EUR	500	Term Loan, Maturing March 9, 2015 <sup>(3)</sup>	547,210
EUR	500	Term Loan, Maturing March 8, 2016 <sup>(3)</sup>	547,209
<b>Yankee Candle Company, Inc. (The)</b>			
	2,522	Term Loan, 2.26%, Maturing February 6, 2014	2,472,371
			<b>\$ 22,005,092</b>

Steel 0.1%

**Niagara Corp.**

786	Term Loan, 10.50%, Maturing June 29, 2014 <sup>(2)(6)</sup>	\$	744,365
		\$	<b>744,365</b>

Surface Transport 0.2%

**Swift Transportation Co., Inc.**

1,092	Term Loan, 8.25%, Maturing May 9, 2014	\$	1,087,861
		\$	<b>1,087,861</b>

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
Telecommunications	5.0%	
<b>Alaska Communications Systems Holdings, Inc.</b>		
2,075	Term Loan, 6.25%, Maturing October 15, 2016	\$ 2,089,589
<b>Asurion Corp.</b>		
4,282	Term Loan, 3.26%, Maturing July 3, 2014	4,002,464
2,000	Term Loan, 6.75%, Maturing March 31, 2015	1,976,786
<b>CommScope, Inc.</b>		
1,695	Term Loan, 2.79%, Maturing December 26, 2014	1,694,552
<b>Intelsat Corp.</b>		
3,499	Term Loan, 2.79%, Maturing January 3, 2014	3,436,782
3,499	Term Loan, 2.79%, Maturing January 3, 2014	3,436,782
3,501	Term Loan, 2.79%, Maturing January 3, 2014	3,437,843
<b>Intelsat Subsidiary Holding Co.</b>		
1,056	Term Loan, 2.79%, Maturing July 3, 2013	1,039,280
<b>Macquarie UK Broadcast Ventures, Ltd.</b>		
GBP 828	Term Loan, 2.58%, Maturing December 1, 2014	1,097,876
<b>MetroPCS Wireless</b>		
997	Term Loan, Maturing November 4, 2016 <sup>(3)</sup>	997,756
<b>NTelos, Inc.</b>		
1,984	Term Loan, 5.75%, Maturing August 7, 2015	1,996,145
<b>Telesat Canada, Inc.</b>		
157	Term Loan, 3.26%, Maturing October 31, 2014	156,206
1,828	Term Loan, 3.26%, Maturing October 31, 2014	1,818,571

**TowerCo Finance, LLC**

447	Term Loan, 6.00%, Maturing November 24, 2014	451,836
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**Windstream Corp.**

1,366	Term Loan, 3.04%, Maturing December 17, 2015	1,373,602
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**\$ 29,006,070**

Utilities 3.2%

**AEI Finance Holding, LLC**

302	Revolving Loan, 3.48%, Maturing March 30, 2012	\$ 296,529
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1,979	Term Loan, 3.29%, Maturing March 30, 2014	1,945,006
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**Astoria Generating Co.**

500	Term Loan - Second Lien, 4.04%, Maturing August 23, 2013	493,750
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**BRSP, LLC**

972	Term Loan, 7.50%, Maturing June 4, 2014	977,833
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**Calpine Corp.**

2,151	Term Loan, 3.17%, Maturing March 29, 2014	2,141,322
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**Covanta Energy Corp.**

261	Term Loan, 1.79%, Maturing February 10, 2014	255,216
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511	Term Loan, 1.81%, Maturing February 10, 2014	500,263
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**New Development Holdings, Inc.**

998	Term Loan, 7.00%, Maturing July 3, 2017	1,016,982
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**NRG Energy, Inc.**

287	Term Loan, 2.04%, Maturing February 1, 2013	284,796
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1	Term Loan, 3.64%, Maturing February 1, 2013	939
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1,361	Term Loan, 3.54%, Maturing August 31, 2015	1,364,191
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2,470	Term Loan, 3.54%, Maturing August 31, 2015	2,461,962
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**Pike Electric, Inc.**

857	Term Loan, 2.06%, Maturing July 2, 2012	816,658
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233	Term Loan, 2.06%, Maturing December 10, 2012	221,701
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**TXU Texas Competitive Electric Holdings Co., LLC**

990	Term Loan, 3.75%, Maturing October 10, 2014	767,154
1,455	Term Loan, 3.75%, Maturing October 10, 2014	1,124,390
3,813	Term Loan, 3.75%, Maturing October 10, 2014	2,956,296

**Vulcan Energy Corp.**

1,082	Term Loan, 5.50%, Maturing September 29, 2015	1,089,775
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**\$ 18,714,763**

Total Senior Floating-Rate Interests  
(identified cost \$815,781,854)

**\$ 805,133,833**

**Corporate Bonds & Notes 10.7%**

**Principal  
Amount\***

**(000 s omitted)**

**Security**

**Value**

Aerospace and Defense 0.2%

**International Lease Finance Corp., Sr. Notes**

400	6.50%, 9/1/14 <sup>(8)</sup>	\$ 421,000
400	6.75%, 9/1/16 <sup>(8)</sup>	424,000
400	7.125%, 9/1/18 <sup>(8)</sup>	425,000

**\$ 1,270,000**

Automotive 0.2%

**Allison Transmission, Inc.**

25	11.00%, 11/1/15 <sup>(8)</sup>	\$ 27,188
670	11.25%, 11/1/15 <sup>(2)(8)</sup>	733,650

**American Axle & Manufacturing Holdings, Inc., Sr. Notes**

150	9.25%, 1/15/17 <sup>(8)</sup>	166,500
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**Commercial Vehicle Group, Inc., Sr. Notes**



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110 8.00%, 7/1/13 99,550

\$ 1,026,888

Broadcast Radio and Television 0.5%

**Clear Channel Communications, Inc., Sr. Notes**

1,000 6.25%, 3/15/11 1,000,000

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b>	<b>Security</b>	<b>Value</b>
(000 s omitted)		
Broadcast Radio and Television (continued)		
<b>Entravision Communications, Sr. Notes</b>		
1,000	8.75%, 8/1/17 <sup>(8)</sup>	\$ 1,050,000
<b>Rainbow National Services, LLC, Sr. Sub. Notes</b>		
335	10.375%, 9/1/14 <sup>(8)</sup>	349,656
<b>XM Satellite Radio Holdings, Inc.</b>		
480	13.00%, 8/1/13 <sup>(8)</sup>	564,000
		<b>\$ 2,963,656</b>
Building and Development 0.8%		
<b>AMO Escrow Corp., Sr. Notes</b>		
2,150	11.50%, 12/15/17 <sup>(8)</sup>	\$ 2,150,000
<b>Grohe Holding GmbH, Variable Rate</b>		
EUR 2,000	3.857%, 1/15/14 <sup>(9)</sup>	2,453,316
		<b>\$ 4,603,316</b>
Business Equipment and Services 0.7%		
<b>Brocade Communications Systems, Inc., Sr. Notes</b>		
40	6.625%, 1/15/18	\$ 42,400
40	6.875%, 1/15/20	43,000
<b>Education Management, LLC, Sr. Notes</b>		
445	8.75%, 6/1/14	455,569
<b>Education Management, LLC, Sr. Sub. Notes</b>		
97	10.25%, 6/1/16	99,425

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<b>MediMedia USA, Inc., Sr. Sub. Notes</b>		
180	11.375%, 11/15/14 <sup>(8)</sup>	155,700
<b>RSC Equipment Rental, Inc., Sr. Notes</b>		
750	10.00%, 7/15/17 <sup>(8)</sup>	832,500
<b>Softlayer Tech, Inc.</b>		
725	7.75%, 11/5/16	728,852
<b>SunGard Data Systems, Inc., Sr. Notes</b>		
1,380	10.625%, 5/15/15	1,504,200
<b>Ticketmaster Entertainment, Inc.</b>		
220	10.75%, 8/1/16	239,800
		<b>\$ 4,101,446</b>

Cable and Satellite Television 0.5%

<b>Virgin Media Finance PLC, Sr. Notes</b>		
2,500	6.50%, 1/15/18	\$ 2,653,125
		<b>\$ 2,653,125</b>

Chemicals and Plastics 0.1%

<b>CII Carbon, LLC</b>		
195	11.125%, 11/15/15 <sup>(8)</sup>	\$ 209,625
<b>INEOS Group Holdings PLC, Sr. Sub. Notes</b>		
345	8.50%, 2/15/16 <sup>(8)</sup>	301,013
<b>Reichhold Industries, Inc., Sr. Notes</b>		
310	9.00%, 8/15/14 <sup>(8)</sup>	278,225
<b>Wellman Holdings, Inc., Sr. Sub. Notes</b>		
158	5.00%, 1/29/19 <sup>(2)(6)</sup>	0
		<b>\$ 788,863</b>

Conglomerates 0.0%<sup>(0)</sup>

<b>RBS Global &amp; Rexnord Corp.</b>		
175	11.75%, 8/1/16	\$ 185,500

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\$ 185,500

Containers and Glass Products 0.3%

**Berry Plastics Corp., Sr. Notes, Variable Rate**

1,000 5.039%, 2/15/15 \$ 960,000

**Intertape Polymer US, Inc., Sr. Sub. Notes**

865 8.50%, 8/1/14 726,600

\$ 1,686,600

Cosmetics / Toiletries 0.3%

**Revlon Consumer Products Corp.**

1,420 9.75%, 11/15/15<sup>(8)</sup> \$ 1,498,100

\$ 1,498,100

Electronics / Electrical 0.2%

**NXP BV/NXP Funding, LLC, Variable Rate**

875 3.039%, 10/15/13 \$ 830,156

\$ 830,156

Equipment Leasing 0.0%<sup>(0)</sup>

**Hertz Corp.**

60 8.875%, 1/1/14 \$ 61,275

95 10.50%, 1/1/16 100,225

\$ 161,500

Financial Intermediaries 0.5%

**Ford Motor Credit Co., Sr. Notes**

2,250	12.00%, 5/15/15	\$ 2,788,726
260	8.00%, 12/15/16	285,987

**\$ 3,074,713**

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
Food Products 0.2%		
	<b>Smithfield Foods, Inc., Sr. Notes</b>	
1,000	10.00%, 7/15/14 <sup>(8)</sup>	\$ 1,135,000
		<b>\$ 1,135,000</b>
Food Service 0.2%		
	<b>NPC International, Inc., Sr. Sub. Notes</b>	
280	9.50%, 5/1/14	\$ 287,000
	<b>U.S. Foodservice, Inc., Sr. Notes</b>	
940	10.25%, 6/30/15 <sup>(8)</sup>	958,800
		<b>\$ 1,245,800</b>
Food / Drug Retailers 0.1%		
	<b>General Nutrition Center, Sr. Notes, Variable Rate</b>	
245	5.75%, 3/15/14 <sup>(2)</sup>	\$ 238,875
	<b>General Nutrition Center, Sr. Sub. Notes</b>	
430	10.75%, 3/15/15	436,450
		<b>\$ 675,325</b>

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Forest Products 0.0%

**Verso Paper Holdings, LLC/Verso Paper, Inc.**

255 11.375%, 8/1/16 \$ 250,219

**\$ 250,219**

Health Care 1.0%

**Accellent, Inc., Sr. Notes**

180 8.375%, 2/1/17 \$ 182,700

**Biomet, Inc.**

125 10.375%, 10/15/17<sup>(2)</sup> 136,875

600 11.625%, 10/15/17 664,500

**DJO Finance, LLC/DJO Finance Corp.**

240 10.875%, 11/15/14<sup>(8)</sup> 262,800

**HCA, Inc.**

145 9.25%, 11/15/16 155,512

**Medassets, Inc.**

1,050 5.25%, 11/15/16 1,057,219

**National Mentor Holdings, Inc.**

330 11.25%, 7/1/14 335,362

**Res-Care, Inc., Sr. Notes**

125 7.75%, 10/15/13 127,344

**US Oncology, Inc.**

1,915 10.75%, 8/15/14 1,991,600

**\$ 4,913,912**

Industrial Equipment 0.4%

**CEVA Group PLC, Sr. Notes**

205 11.50%, 4/1/18<sup>(8)</sup> \$ 219,350

**Chart Industries, Inc., Sr. Sub. Notes**

215 9.125%, 10/15/15 218,762

**ESCO Corp., Sr. Notes**

660 8.625%, 12/15/13<sup>(8)</sup> 688,466

**Terex Corp., Sr. Notes**

1,000 10.875%, 6/1/16 1,157,500

**\$ 2,284,078**

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Insurance 0.1%

**Alliant Holdings I, Inc.**

115 11.00%, 5/1/15<sup>(8)</sup> \$ 119,313

**HUB International Holdings, Inc., Sr. Notes**

140 9.00%, 12/15/14<sup>(8)</sup> 140,700

**U.S.I. Holdings Corp., Sr. Notes, Variable Rate**

115 4.161%, 11/15/14<sup>(8)</sup> 98,900

**\$ 358,913**

Leisure Goods / Activities/Movies 0.3%

**AMC Entertainment, Inc.**

760 11.00%, 2/1/16 \$ 809,400

**AMC Entertainment, Inc., Sr. Notes**

85 8.75%, 6/1/19 90,737

**HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.**

220 12.50%, 4/1/13<sup>(6)(7)(8)</sup> 0

**HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate**

405 0.00%, 4/1/12<sup>(6)(7)(8)</sup> 0

**Marquee Holdings, Inc., Sr. Disc. Notes**

390 12.00%, 8/15/14 322,725

**Royal Caribbean Cruises, Sr. Notes**

40 6.875%, 12/1/13 42,800

105 7.00%, 6/15/13 111,300

25 7.25%, 6/15/16 27,250

50 7.25%, 3/15/18 53,875

**\$ 1,458,087**

Lodging and Casinos 0.7%

**Buffalo Thunder Development Authority**

535 9.375%, 12/15/14<sup>(7)(8)</sup> \$ 144,450

**CCM Merger, Inc.**

105 8.00%, 8/1/13<sup>(8)</sup> 101,325

**Chukchansi EDA, Sr. Notes, Variable Rate**

310 3.943%, 11/15/12<sup>(8)</sup> 204,600



See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b>	<b>Security</b>	<b>Value</b>
Lodging and Casinos (continued)		
<b>Fontainebleau Las Vegas Casino, LLC</b>		
525	10.25%, 6/15/15 <sup>(7)(8)</sup>	\$ 4,305
<b>Harrah s Operating Co., Inc., Sr. Notes</b>		
1,000	11.25%, 6/1/17	1,095,000
<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b>		
565	12.00%, 11/15/10 <sup>(5)</sup>	230,944
<b>Majestic HoldCo, LLC</b>		
150	12.50%, 10/15/11 <sup>(7)(8)</sup>	17
<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>		
165	8.00%, 4/1/12	146,025
240	7.125%, 8/15/14	168,000
260	6.875%, 2/15/15	175,500
<b>Peninsula Gaming, LLC</b>		
1,000	10.75%, 8/15/17 <sup>(8)</sup>	1,082,500
<b>San Pasqual Casino</b>		
125	8.00%, 9/15/13 <sup>(8)</sup>	124,375
<b>Seminole Hard Rock Entertainment, Variable Rate</b>		
195	2.792%, 3/15/14 <sup>(8)</sup>	174,037
<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>		
345	9.00%, 11/15/15 <sup>(8)</sup>	322,575
<b>Waterford Gaming, LLC, Sr. Notes</b>		
275	8.625%, 9/15/14 <sup>(6)(8)</sup>	177,347
		<b>\$ 4,151,000</b>

Nonferrous Metals / Minerals 0.1%

<b>Teck Resources, Ltd., Sr. Notes</b>		
335	10.75%, 5/15/19	\$ 436,147

\$ 436,147

Oil and Gas 0.6%

<b>Cloud Peak Energy Resources, LLC / Cloud Peak Energy Finance Corp.</b>		
1,000	8.25%, 12/15/17	\$ 1,095,000
335	8.50%, 12/15/19	370,175
<b>Compton Petroleum Finance Corp.</b>		
165	10.00%, 9/15/17	138,759
<b>Denbury Resources, Inc., Sr. Sub. Notes</b>		
55	7.50%, 12/15/15	56,925
<b>El Paso Corp., Sr. Notes</b>		
245	9.625%, 5/15/12	263,753
<b>Forbes Energy Services, Sr. Notes</b>		
325	11.00%, 2/15/15	323,375
<b>McJunkin Red Man Corp., Sr. Notes</b>		
1,000	9.50%, 12/15/16 <sup>(8)</sup>	915,000
<b>OPTI Canada, Inc., Sr. Notes</b>		
55	8.25%, 12/15/14	38,500
<b>Petroleum Development Corp., Sr. Notes</b>		
135	12.00%, 2/15/18	151,875
<b>Petroplus Finance, Ltd.</b>		
160	7.00%, 5/1/17 <sup>(8)</sup>	138,400
<b>Quicksilver Resources, Inc., Sr. Notes</b>		
135	11.75%, 1/1/16	155,587
<b>SESI, LLC, Sr. Notes</b>		
65	6.875%, 6/1/14	66,300
		<b>\$ 3,713,649</b>

Publishing 0.4%

<b>Laureate Education, Inc.</b>		
1,100	10.00%, 8/15/15 <sup>(8)</sup>	\$ 1,130,250
1,312	10.25%, 8/15/15 <sup>(2)(8)</sup>	1,331,679
<b>Nielsen Finance, LLC</b>		
80	12.50%, (0.00% until 8/1/11), 8/1/16	81,200
		<b>\$ 2,543,129</b>

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Rail Industries 0.2%

**American Railcar Industry, Sr. Notes**

195 7.50%, 3/1/14 \$ 195,975

**Kansas City Southern Mexico, Sr. Notes**

315 7.625%, 12/1/13 326,025

100 7.375%, 6/1/14 105,250

220 8.00%, 6/1/15 235,950

500 8.00%, 2/1/18 540,000

**\$ 1,403,200**

Retailers (Except Food and Drug) 0.6%

**Amscan Holdings, Inc., Sr. Sub. Notes**

455 8.75%, 5/1/14 \$ 460,687

**Neiman Marcus Group, Inc.**

718 9.00%, 10/15/15 750,351

**Sally Holdings, LLC, Sr. Notes**

670 9.25%, 11/15/14 700,150

510 10.50%, 11/15/16 553,350

**Toys R Us**

1,000 10.75%, 7/15/17 1,130,000

**\$ 3,594,538**

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
Steel	0.0% <sup>(0)</sup>	
<b>RathGibson, Inc., Sr. Notes</b>		
495	11.25%, 2/15/14 <sup>(7)</sup>	\$ 4,950
		<b>\$ 4,950</b>
Surface Transport	0.0% <sup>(0)</sup>	
<b>Teekay Corp., Sr. Notes</b>		
70	8.50%, 1/15/20	\$ 76,650
		<b>\$ 76,650</b>
Telecommunications	0.6%	
<b>Avaya, Inc., Sr. Notes</b>		
1,000	9.75%, 11/1/15	\$ 997,500
<b>Clearwire Communications, LLC/Clearwire Finance, Inc., Sr. Notes</b>		
500	12.00%, 12/1/15 <sup>(8)</sup>	533,125
<b>Intelsat Bermuda, Ltd.</b>		
900	11.25%, 6/15/16	966,375
<b>NII Capital Corp.</b>		
335	10.00%, 8/15/16	373,525
<b>Telesat Canada/Telesat, LLC, Sr. Notes</b>		
590	11.00%, 11/1/15	659,325
		<b>\$ 3,529,850</b>

Utilities 0.9%

**Calpine Corp., Sr. Notes**

5,100 7.50%, 2/15/21<sup>(8)</sup> \$ 5,036,250

**NGC Corp.**

430 7.625%, 10/15/26 260,150

**Reliant Energy, Inc., Sr. Notes**

20 7.625%, 6/15/14 20,100

**\$ 5,316,500**

Total Corporate Bonds & Notes

(identified cost \$63,481,719)

**\$ 61,934,810**

**Asset-Backed Securities 0.7%**

**Principal**

**Amount**

(000 s omitted)

**Security**

**Value**

\$	462	Alzette European CLO SA, Series 2004-1A, Class E2, 6.792%, 12/15/20 <sup>(11)</sup>	\$ 308,136
	589	Avalon Capital Ltd. 3, Series 1A, Class D, 2.234%, 2/24/19 <sup>(8)(11)</sup>	391,617
	753	Babson Ltd., Series 2005-1A, Class C1, 2.239%, 4/15/19 <sup>(8)(11)</sup>	497,083
	1,000	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.339%, 1/15/19 <sup>(8)(11)</sup>	569,770
	985	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.793%, 3/8/17 <sup>(11)</sup>	718,623
	750	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.039%, 7/17/19 <sup>(11)</sup>	502,224
	707	Comstock Funding Ltd., Series 2006-1A, Class D, 4.549%, 5/30/20 <sup>(8)(11)</sup>	479,268
	1,000	First CLO Ltd., Series 2004-1A1, Class C, 2.588%, 7/27/16 <sup>(8)(11)</sup>	814,338

Total Asset-Backed Securities

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(identified cost \$6,065,165) **\$ 4,281,059**

**Common Stocks 1.7%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
Automotive 0.4%		
20,780	Dayco Products, LLC <sup>(12)(13)</sup>	\$ 1,028,610
35,798	Hayes Lemmerz International, Inc. <sup>(12)(13)</sup>	1,351,374
		<b>\$ 2,379,984</b>

Building and Development 0.1%

280	Panolam Holdings Co. <sup>(6)(12)(14)</sup>	\$ 222,631
569	United Subcontractors, Inc. <sup>(6)(12)(13)</sup>	58,722
		<b>\$ 281,353</b>

Chemicals and Plastics 0.0%

146	Wellman Holdings, Inc. <sup>(6)(12)(13)</sup>	\$ 0
		<b>\$ 0</b>

Diversified Manufacturing 0.0%

357,266	MEGA Brands, Inc. <sup>(12)</sup>	\$ 217,754
		<b>\$ 217,754</b>

Food Service 0.0%

25,547	Buffets, Inc. <sup>(12)</sup>	\$	89,415
		\$	<b>89,415</b>

See notes to financial statements



Eaton Vance Floating-Rate Income Trust as of November 30, 2010

PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

Shares	Security	Value
Lodging and Casinos 0.1%		
83	Greentown Superholdings, Inc. <sup>(12)</sup>	\$ 6,142
37,016	Tropicana Entertainment, Inc. <sup>(12)(13)</sup>	545,986
		<b>\$ 552,128</b>
Nonferrous Metals / Minerals 0.1%		
701	Euramax International, Inc. <sup>(12)(13)</sup>	\$ 220,878
		<b>\$ 220,878</b>
Oil and Gas 0.0% <sup>(0)</sup>		
1,565	SemGroup Corp. <sup>(12)</sup>	\$ 40,878
		<b>\$ 40,878</b>
Publishing 0.8%		
313	Dex One Corp. <sup>(12)</sup>	\$ 1,487
4,429	Ion Media Networks, Inc. <sup>(12)(13)</sup>	1,993,050
29,104	MediaNews Group, Inc. <sup>(12)(13)</sup>	552,977
85,127	Reader s Digest Association, Inc. (The) <sup>(12)(13)</sup>	1,808,949
2,290		37,441

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	Source Interlink Companies, Inc. <sup>(6)(12)(13)</sup>		
10,855	SuperMedia, Inc. <sup>(12)</sup>		49,065
			<b>\$ 4,442,969</b>

Radio and Television 0.1%

355	New Young Broadcasting Holding Co., Inc. <sup>(12)(13)</sup>	\$	736,802
		\$	<b>736,802</b>

Steel 0.1%

13,108	KNIA Holdings, Inc. <sup>(6)(12)(13)</sup>	\$	154,669
22,100	RathGibson Acquisition Co., LLC <sup>(6)(12)(14)</sup>		518,024
		\$	<b>672,693</b>

Total Common Stocks (identified cost \$6,240,590)		\$	<b>9,634,854</b>
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**Warrants 0.0%**<sup>(0)</sup>

Shares	Security	Value
--------	----------	-------

Oil and Gas 0.0%<sup>(0)</sup>

1,647	SemGroup Corp., Expires 11/30/14 <sup>(12)</sup>	\$	12,352
		\$	<b>12,352</b>

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Publishing 0.0%

1,609	Reader's Digest Association, Inc. (The), Expires 2/19/14 <sup>(6)(12)(13)</sup>	\$	0
		\$	0

Radio and Television 0.0%<sup>(0)</sup>

4	New Young Broadcasting Holding Co., Inc., Expires 12/24/24 <sup>(12)(13)</sup>	\$	8,302
		\$	8,302

Total Warrants (identified cost \$6,891)	\$	20,654
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**Short-Term Investments 5.6%**

**Interest/  
Principal  
Amount**

<b>(000 s Omitted)</b>	<b>Description</b>	<b>Value</b>
\$ 30,379	Eaton Vance Cash Reserves Fund, LLC, 0.22% <sup>(15)</sup>	\$ 30,378,607
2,036	State Street Bank and Trust Euro Time Deposit, 0.01%, 12/1/10	2,035,782
Total Short-Term Investments (identified cost \$32,414,389)		\$ 32,414,389

Total Investments 158.1%

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(identified cost \$923,990,608)		<b>\$ 913,419,599</b>
Less Unfunded Loan Commitments	0.0% <sup>(1)</sup>	<b>\$ (238,295)</b>
Net Investments	158.1%	
(identified cost \$923,752,313)		<b>\$ 913,181,304</b>
Other Assets, Less Liabilities	(44.2)%	<b>\$ (255,503,518)</b>
Auction Preferred Shares Plus Cumulative Unpaid Dividends	(13.9)%	<b>\$ (80,041,396)</b>
Net Assets Applicable to Common Shares	100.0%	<b>\$ 577,636,390</b>

The percentage shown for each investment category in the Portfolio of Investments is based on net assets applicable to common shares.

EUR - Euro

GBP - British Pound Sterling

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

PORTFOLIO OF INVESTMENTS (Unaudited) CONT D

\* In U.S. dollars unless otherwise indicated.

- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their 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, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. 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) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (3) This Senior Loan will settle after November 30, 2010, at which time the interest rate will be determined.
- (4) Unfunded or partially unfunded loan commitments. See Note 1G for description.
- (5) Defaulted matured security. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
- (6) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (7) Currently the issuer is in default with respect to interest payments. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
- (8) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At November 30, 2010, the aggregate value of these securities is \$27,381,797 or 4.7% of the Trust's net assets applicable to common shares.
- (9) Security exempt from registration under Regulation S of the Securities Act of 1933, which exempts from registration securities offered and sold outside the United States. Security may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933.
- (10) Amount is less than 0.05%.
- (11) Variable rate security. The stated interest rate represents the rate in effect at November 30, 2010.

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- (12) Non-income producing security.
- (13) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (14) Restricted security (See Note 8).
- (15) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of November 30, 2010. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the six months ended November 30, 2010 was \$19,245.

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

FINANCIAL STATEMENTS (Unaudited)

Statement of Assets and Liabilities

**As of November 30, 2010**

Assets

Unaffiliated investments, at value (identified cost, \$893,373,706)	\$ 882,802,697
Affiliated investment, at value (identified cost, \$30,378,607)	30,378,607
Foreign currency, at value (identified cost, \$2,407,453)	2,387,438
Interest and dividends receivable	4,964,067
Interest receivable from affiliated investment	4,212
Receivable for investments sold	5,046,091
Receivable for open forward foreign currency exchange contracts	796,208
Receivable from the transfer agent	106,004
Prepaid expenses	132,033
Other assets	9,547
<b>Total assets</b>	<b>\$ 926,626,904</b>

Liabilities

Notes payable	\$ 238,000,000
Payable for investments purchased	29,986,033
Payable to affiliates:	
Investment adviser fee	479,443
Trustees fees	5,298
Accrued expenses	478,344
<b>Total liabilities</b>	<b>\$ 268,949,118</b>

<b>Auction preferred shares (3,200 shares outstanding) at liquidation value plus cumulative unpaid dividends</b>	<b>\$ 80,041,396</b>
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**Net assets applicable to common shares** **\$ 577,636,390**

Sources of Net Assets

Common shares, \$0.01 par value, unlimited number of shares authorized, 37,442,168 shares issued and outstanding	\$ 374,422
Additional paid-in capital	715,335,594
Accumulated net realized loss	(130,921,084)
Accumulated undistributed net investment income	2,639,312
Net unrealized depreciation	(9,791,854)

**Net assets applicable to common shares** **\$ 577,636,390**

Net Asset Value Per Common Share

**(\$577,636,390 ÷ 37,442,168 common shares issued and outstanding)** **\$ 15.43**

Statement of Operations

**For the Six Months Ended  
November 30, 2010**

Investment Income

Interest	\$ 23,729,367
Dividends	183,190
Interest allocated from affiliated investment	19,728
Expenses allocated from affiliated investment	(483)

**Total investment income** **\$ 23,931,802**



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Expenses

Investment adviser fee	\$ 3,322,528
Trustees fees and expenses	16,393
Custodian fee	145,033
Transfer and dividend disbursing agent fees	10,739
Legal and accounting services	331,566
Printing and postage	49,211
Interest expense and fees	1,969,674
Preferred shares service fee	57,660
Miscellaneous	81,186

**Total expenses** \$ **5,983,990**

Deduct	
Reduction of investment adviser fee	\$ 476,448
Reduction of custodian fee	38

**Total expense reductions** \$ **476,486**

**Net expenses** \$ **5,507,504**

**Net investment income** \$ **18,424,298**

Realized and Unrealized Gain (Loss)

Net realized gain (loss)	
Investment transactions	\$ (8,650,643)
Investment transactions allocated from affiliated investment	502
Foreign currency and forward foreign currency exchange contract transactions	(3,904,950)

**Net realized loss** \$ **(12,555,091)**

Change in unrealized appreciation (depreciation)	
Investments	\$ 33,247,641
Foreign currency and forward foreign currency exchange contracts	1,175,632

**Net change in unrealized appreciation (depreciation)**      \$ 34,423,273

**Net realized and unrealized gain**      \$ 21,868,182

**Distributions to preferred shareholders**

From net investment income      \$ (624,117)

**Net increase in net assets from operations**      \$ 39,668,363

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## FINANCIAL STATEMENTS CONT D

## Statements of Changes in Net Assets

Increase (Decrease) in Net Assets	<b>Six Months Ended November 30, 2010 (Unaudited)</b>	<b>Year Ended May 31, 2010</b>
From operations		
Net investment income	\$ 18,424,298	\$ 37,701,615
Net realized loss from investment, foreign currency and forward foreign currency exchange contract transactions	(12,555,091)	(21,518,286)
Net change in unrealized appreciation (depreciation) from investments, foreign currency and forward foreign currency exchange contracts	34,423,273	150,975,117
Distributions to preferred shareholders		
From net investment income	(624,117)	(1,640,529)
<b>Net increase in net assets from operations</b>	<b>\$ 39,668,363</b>	<b>\$ 165,517,917</b>
Distributions to common shareholders		
From net investment income	\$ (19,195,802)	\$ (35,216,021)
<b>Total distributions to common shareholders</b>	<b>\$ (19,195,802)</b>	<b>\$ (35,216,021)</b>
Capital share transactions		
Reinvestment of distributions to common shareholders	\$ 552,974	\$ 409,852
<b>Net increase in net assets from capital share transactions</b>	<b>\$ 552,974</b>	<b>\$ 409,852</b>

<b>Net increase in net assets</b>	<b>\$</b>	<b>21,025,535</b>	<b>\$</b>	<b>130,711,748</b>
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Net Assets Applicable to  
Common Shares

At beginning of period	\$	556,610,855	\$	425,899,107
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<b>At end of period</b>	<b>\$</b>	<b>577,636,390</b>	<b>\$</b>	<b>556,610,855</b>
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Accumulated undistributed  
net investment income  
included in net assets  
applicable to common shares

<b>At end of period</b>	<b>\$</b>	<b>2,639,312</b>	<b>\$</b>	<b>4,034,933</b>
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Statement of Cash Flows

Cash Flows From Operating Activities		<b>Six Months Ended November 30, 2010 (Unaudited)</b>
Net increase in net assets from operations	\$	39,668,363
Distributions to preferred shareholders		624,117
Net increase in net assets from operations excluding distributions to preferred shareholders	\$	40,292,480
Adjustments to reconcile net increase in net assets from operations to net cash provided by operating activities:		
Investments purchased		(149,350,472)
Investments sold and principal repayments		164,646,802
Increase in short-term investments, net		(22,764,603)
Net amortization/accretion of premium (discount)		(3,419,312)
Amortization of renewal fee on notes payable		183,904

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Decrease in interest and dividends receivable	273,230
Increase in interest receivable from affiliated investment	(1,572)
Increase in receivable for investments sold	(1,062,669)
Increase in receivable for open forward foreign currency exchange contracts	(796,208)
Increase in receivable from the transfer agent	(106,004)
Decrease in prepaid expenses	3,242
Increase in other assets	(2,316)
Increase in payable for investments purchased	16,157,399
Decrease in payable for open forward foreign currency exchange contracts	(393,842)
Increase in payable to affiliate for investment adviser fee	28,526
Increase in payable to affiliate for Trustees fees	498
Decrease in accrued expenses	(34,535)
Decrease in unfunded loan commitments	(29,395)
Net change in unrealized (appreciation) depreciation from investments	(33,247,641)
Net realized loss from investments	8,650,643

**Net cash provided by operating activities** \$ **19,028,155**

Cash Flows From Financing Activities

Distributions paid to common shareholders, net of reinvestments	\$ (18,642,828)
Cash distributions to preferred shareholders	(603,892)
Proceeds from notes payable	7,000,000
Repayment of notes payable	(7,000,000)

**Net cash used in financing activities** \$ **(19,246,720)**

**Net decrease in cash\*** \$ **(218,565)**

**Cash at beginning of period<sup>(1)</sup>** \$ **2,606,003**

**Cash at end of period<sup>(1)</sup>** \$ **2,387,438**

Supplemental disclosure of cash flow  
information:

Noncash financing activities not included herein  
consist of:

Reinvestment of dividends and distributions	\$	552,974
Cash paid for interest and fees on borrowings	\$	1,805,861

\* Includes net change in unrealized appreciation (depreciation) on foreign currency of \$(42,034).

(1) Balance includes foreign currency, at value.

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

## FINANCIAL STATEMENTS CONT D

## Financial Highlights

## Selected data for a common share outstanding during the periods stated

	<b>Six Months Ended November 30, 2010 (Unaudited)</b>	<b>2010</b>	<b>2009</b>	<b>Year Ended May 31,</b>		
				<b>2008</b>	<b>2007</b>	<b>2006</b>
Net asset value Beginning of period (Common shares)	\$ 14.880	\$ 11.390	\$ 16.280	\$ 18.980	\$ 18.910	\$ 18.840
 Income (Loss) From Operations						
Net investment income <sup>(1)</sup>	\$ 0.492	\$ 1.008	\$ 1.136	\$ 2.002	\$ 2.174	\$ 1.833
Net realized and unrealized gain (loss)	0.588	3.468	(4.917)	(2.701)	0.114	0.087
Distributions to preferred shareholders From net investment income <sup>(1)</sup>	(0.017)	(0.044)	(0.111)	(0.575)	(0.601)	(0.463)
<b>Total income (loss) from operations</b>	<b>\$ 1.063</b>	<b>\$ 4.432</b>	<b>\$ (3.892)</b>	<b>\$ (1.274)</b>	<b>\$ 1.687</b>	<b>\$ 1.457</b>

Less Distributions to Common Shareholders

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From net investment income	\$ (0.513)	\$ (0.942)	\$ (0.868)	\$ (1.417)	\$ (1.617)	\$ (1.387)
Tax return of capital			(0.130)	(0.009)		

<b>Total distributions to common shareholders</b>	<b>\$ (0.513)</b>	<b>\$ (0.942)</b>	<b>\$ (0.998)</b>	<b>\$ (1.426)</b>	<b>\$ (1.617)</b>	<b>\$ (1.387)</b>
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<b>Net asset value End of period (Common shares)</b>	<b>\$ 15.430</b>	<b>\$ 14.880</b>	<b>\$ 11.390</b>	<b>\$ 16.280</b>	<b>\$ 18.980</b>	<b>\$ 18.910</b>
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<b>Market value End of period (Common shares)</b>	<b>\$ 16.190</b>	<b>\$ 14.350</b>	<b>\$ 10.330</b>	<b>\$ 15.130</b>	<b>\$ 19.480</b>	<b>\$ 17.950</b>
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<b>Total Investment Return on Net Asset Value<sup>(2)</sup></b>	<b>7.28%<sup>(3)</sup></b>	<b>40.07%</b>	<b>(22.80)%</b>	<b>(6.31)%</b>	<b>9.45%</b>	<b>8.50%</b>
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<b>Total Investment Return on Market Value<sup>(2)</sup></b>	<b>16.73%<sup>(3)</sup></b>	<b>48.94%</b>	<b>(24.66)%</b>	<b>(15.15)%</b>	<b>18.34%</b>	<b>7.38%</b>
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See notes to financial statements



Eaton Vance Floating-Rate Income Trust as of November 30, 2010

FINANCIAL STATEMENTS CONT D

Financial Highlights

**Selected data for a common share outstanding during the periods stated**

	<b>Six Months Ended November 30, 2010 (Unaudited)</b>	<b>Year Ended May 31,</b>				
		<b>2010</b>	<b>2009</b>	<b>2008</b>	<b>2007</b>	<b>2006</b>
Ratios/Supplemental Data						
Net assets applicable to common shares, end of period (000 s omitted)	\$ 577,636	\$ 556,611	\$ 425,899	\$ 608,310	\$ 708,775	\$ 705,175
Ratios (as a percentage of average daily net assets applicable to common shares): <sup>(4)</sup>						
Expenses excluding interest and fees <sup>(5)</sup>	1.25% <sup>(6)</sup>	1.15%	1.24%	1.22%	1.14%	1.15%
Interest and fee expense <sup>(7)</sup>	0.70% <sup>(6)</sup>	0.59%	2.00%	0.12%		
Total expenses	1.95% <sup>(6)</sup>	1.74%	3.24%	1.34%	1.14%	1.15%
Net investment income	6.54% <sup>(6)</sup>	7.20%	9.71%	11.68%	11.50%	9.67%
Portfolio Turnover	17% <sup>(3)</sup>	43%	16%	36%	58%	51%

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

Ratios (as a percentage of average daily net assets applicable to common shares

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plus preferred shares and borrowings): <sup>(4)</sup>						
Expenses excluding interest and fees <sup>(5)</sup>	0.80% <sup>(6)</sup>	0.73%	0.71%	0.73%	0.71%	0.71%
Interest and fee expense <sup>(7)</sup>	0.44% <sup>(6)</sup>	0.38%	1.15%	0.07%		
Total expenses	1.24% <sup>(6)</sup>	1.11%	1.86%	0.80%	0.71%	0.71%
Net investment income	4.16% <sup>(6)</sup>	4.61%	5.57%	6.96%	7.11%	5.99%

Senior Securities:

Total notes payable outstanding (in 000 s)	\$ 238,000	\$ 238,000	\$ 96,000	\$ 290,000	\$	\$
Asset coverage per \$1,000 of notes payable <sup>(8)</sup>	\$ 3,763	\$ 3,675	\$ 6,947	\$ 3,598	\$	\$
Total preferred shares outstanding	3,200	3,200	5,800	5,800	17,400	17,400
Asset coverage per preferred share	\$ 70,415 <sup>(9)</sup>	\$ 68,760 <sup>(9)</sup>	\$ 69,183 <sup>(9)</sup>	\$ 59,955 <sup>(9)</sup>	\$ 65,741 <sup>(10)</sup>	\$ 65,535 <sup>(10)</sup>
Involuntary liquidation preference per preferred share <sup>(11)</sup>	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000
Approximate market value per preferred share <sup>(11)</sup>	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000

- (1) Computed using average common shares outstanding.
- (2) Returns are historical and are calculated by determining the percentage change in net asset value or market value with all distributions reinvested.
- (3) Not annualized.
- (4) Ratios do not reflect the effect of dividend payments to preferred shareholders.
- (5) Excludes the effect of custody fee credits, if any, of less than 0.005%.
- (6) Annualized.
- (7) Interest and fee expense relates to the notes payable incurred to partially redeem the Trust's APS (see Note 10).
- (8) Calculated by subtracting the Trust's total liabilities (not including the notes payable and preferred shares) from the Trust's total assets, and dividing the result by the notes payable balance in thousands.

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- (9) Calculated by subtracting the Trust's total liabilities (not including the notes payables and preferred shares) from the Trust's total assets, dividing the result by the sum of the value of the notes payables and liquidation value of the preferred shares, and multiplying the result by the liquidation value of one preferred share. Such amount equates to 282%, 275%, 277% and 240% at November 30, 2010, and at May 31, 2010, 2009 and 2008, respectively.
- (10) Calculated by subtracting the Trust's total liabilities (not including the preferred shares) from the Trust's total assets, and dividing the result by the number of preferred shares outstanding.
- (11) Plus accumulated and unpaid dividends.

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

NOTES TO FINANCIAL STATEMENTS (Unaudited)

1 Significant Accounting Policies

Eaton Vance Floating-Rate Income Trust (the Trust) is a Massachusetts business trust registered under the Investment Company Act of 1940, as amended (the 1940 Act), as a diversified, closed-end management investment company. The Trust's investment objective is to provide a high level of current income. The Trust will, as a secondary objective, also seek preservation of capital to the extent consistent with its primary goal of high current income.

The following is a summary of significant accounting policies of the Trust. The policies are in conformity with accounting principles generally accepted in the United States of America.

**A Investment Valuation** Interests in senior floating-rate loans (Senior Loans) for which reliable market quotations are readily available are valued generally at the average mean of bid and ask quotations obtained from a third party pricing service. Other Senior Loans are valued at fair value by the investment adviser under procedures approved by the Trustees. In fair valuing a Senior Loan, the investment adviser utilizes one or more of the valuation techniques described in (i) through (iii) below to assess the likelihood that the borrower will make a full repayment of the loan underlying such Senior Loan relative to yields on other Senior Loans issued by companies of comparable credit quality. If the investment adviser believes that there is a reasonable likelihood of full repayment, the investment adviser will determine fair value using a matrix pricing approach that considers the yield on the Senior Loan. If the investment adviser believes there is not a reasonable likelihood of full repayment, the investment adviser will determine fair value 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 relevant factors. Fair value determinations are made by the portfolio managers of the Trust based on information available to such managers. The portfolio managers of other funds managed by the investment adviser that invest in Senior Loans may not possess the same information about a Senior Loan borrower as the portfolio managers of the Trust. At times, the fair value of a Senior Loan determined by the portfolio managers of other funds managed by the investment adviser that invest in Senior Loans may vary from the fair value of the same Senior Loan determined by the portfolio managers of the 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.

Debt obligations (including short-term obligations with a remaining maturity of more than sixty days) are generally valued on the basis of valuations provided by third party pricing services, as derived from such services' pricing models. Inputs to the models may include, but are not limited to, reported trades, executable bid and asked prices, broker/dealer quotations, prices or yields of securities with similar characteristics, benchmark curves or information pertaining to the issuer, as well as industry and economic events. The pricing services may use a matrix approach, which considers information regarding securities with similar characteristics to determine the valuation for a security. Short-term debt obligations purchased with a remaining maturity of sixty days or less are generally valued at amortized cost, which approximates market value.

Equity securities (including common shares of closed-end investment companies) listed on a U.S. securities exchange generally are valued at the last sale or closing price on the day of valuation or, if no sales took place on such date, at

the mean between the closing bid and asked prices therefore on the exchange where such securities are principally traded. Equity securities listed on the NASDAQ Global or Global Select Market generally are valued at the NASDAQ official closing price. Unlisted or listed securities for which closing sales prices or closing quotations are not available are valued at the mean between the latest available bid and asked prices or, in the case of preferred equity securities that are not listed or traded in the over-the-counter market, by a third party pricing service that will use various techniques that consider factors including, but not limited to, prices or yields of securities with similar characteristics, benchmark yields, broker/dealer quotes, quotes of underlying common stock, issuer spreads, as well as industry and economic events. Forward foreign currency exchange contracts are generally valued at the mean of the average bid and average asked prices that are reported by currency dealers to a third party pricing service at the valuation time. Such third party pricing service valuations are supplied for specific settlement periods and the Trust's forward foreign currency exchange contracts are valued at an interpolated rate between the closest preceding and subsequent settlement period reported by the third party pricing service. Foreign securities and currencies are valued in U.S. dollars, based on foreign currency exchange rate quotations supplied by a third party pricing service. The pricing service uses a proprietary model to determine the exchange rate. Inputs to the model include reported trades and implied bid/ask

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT D

spreads. Investments for which valuations or market quotations are not readily available or are deemed unreliable are valued at fair value using methods determined in good faith by or at the direction of the Trustees of the Trust in a manner that most fairly reflects the security's value, or the amount that the Trust might reasonably expect to receive for the security upon its current sale in the ordinary course. Each such determination is based on a consideration of all relevant factors, which are likely to vary from one pricing context to another. These factors may include, but are not limited to, the type of security, the existence of any contractual restrictions on the security's disposition, the price and extent of public trading in similar securities of the issuer or of comparable companies or entities, quotations or relevant information obtained from broker-dealers or other market participants, information obtained from the issuer, analysts, and/or the appropriate stock exchange (for exchange-traded securities), an analysis of the company's or entity's financial condition, and an evaluation of the forces that influence the issuer and the market(s) in which the security is purchased and sold.

The Trust may invest in Eaton Vance Cash Reserves Fund, LLC (Cash Reserves Fund), an affiliated investment company managed by Eaton Vance Management (EVM). Cash Reserves Fund generally values its investment securities utilizing the amortized cost valuation technique in accordance with Rule 2a-7 under the 1940 Act. This technique involves initially valuing a portfolio security at its cost and thereafter assuming a constant amortization to maturity of any discount or premium. If amortized cost is determined not to approximate fair value, Cash Reserves Fund may value its investment securities in the same manner as debt obligations described above.

**B Investment Transactions** Investment transactions for financial statement purposes are accounted for on a trade date basis. Realized gains and losses on investments sold are determined on the basis of identified cost.

**C 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.

**D Federal Taxes** The Trust'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 its net investment income, and all or substantially all of its net realized capital gains. Accordingly, no provision for federal income or excise tax is necessary.

At May 31, 2010, the Trust, for federal income tax purposes, had a capital loss carryforward of \$104,940,604 which will reduce its 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 Trust of any liability for federal income or excise tax. Such capital loss carryforward will expire on May 31, 2013 (\$1,477,364), May 31, 2014 (\$5,274,046), May 31, 2015 (\$431,997), May 31, 2016 (\$3,161,472), May 31, 2017 (\$53,628,558) and May 31, 2018 (\$40,967,167).

Additionally, at May 31, 2010, the Trust had a net capital loss of \$12,895,147 attributable to security transactions incurred after October 31, 2009. This net capital loss is treated as arising on the first day of the Trust's taxable year ending May 31, 2011.

As of November 30, 2010, the Trust had no uncertain tax positions that would require financial statement recognition, de-recognition, or disclosure. Each of the Trust's federal tax returns filed in the 3-year period ended May 31, 2010

remains subject to examination by the Internal Revenue Service.

**E Expense Reduction** State Street Bank and Trust Company (SSBT) serves as custodian of the Trust. Pursuant to the custodian agreement, SSBT receives a fee reduced by credits, which are determined based on the average daily cash balance the Trust maintains with SSBT. All credit balances, if any, used to reduce the Trust's custodian fees are reported as a reduction of expenses in the Statement of Operations.

**F Foreign Currency Translation** Investment valuations, other assets, and liabilities initially expressed in foreign currencies are translated each business day into U.S. dollars based upon current exchange rates. Purchases and sales of foreign investment securities and income and expenses denominated in foreign currencies are translated into U.S. dollars based upon currency exchange rates in effect on the respective dates of such transactions. Recognized gains or losses on investment transactions attributable to changes in foreign currency exchange rates are recorded for financial statement purposes as net realized gains and losses on investments. That portion of unrealized gains and losses on investments that results from fluctuations in foreign currency exchange rates is not separately disclosed.

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT D

**G Unfunded Loan Commitments** The Trust may enter into certain credit agreements all or a portion of which may be unfunded. The Trust is obligated to fund these commitments at the borrower's discretion. The commitments are disclosed in the accompanying Portfolio of Investments. At November 30, 2010, the Trust had sufficient cash and/or securities to cover these commitments.

**H 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.

**I Indemnifications** Under the Trust'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 Trust. Under Massachusetts law, if certain conditions prevail, shareholders of a Massachusetts business trust (such as the Trust) could be deemed to have personal liability for the obligations of the Trust. However, the Trust's Declaration of Trust contains an express disclaimer of liability on the part of Trust shareholders and the By-laws provide that the Trust shall assume the defense on behalf of any Trust shareholders. Moreover, the By-laws also provide for indemnification out of Trust property of any shareholder held personally liable solely by reason of being or having been a shareholder for all loss or expense arising from such liability. Additionally, in the normal course of business, the Trust enters into agreements with service providers that may contain indemnification clauses. The Trust's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred.

**J Forward Foreign Currency Exchange Contracts** The Trust may enter into forward foreign currency exchange contracts for the purchase or sale of a specific foreign currency at a fixed price on a future date. The Trust enters into forward contracts for hedging purposes as well as non-hedging purposes. The forward foreign currency exchange contracts are adjusted by the daily exchange rate of the underlying currency and any gains or losses are recorded as unrealized until such time as the contracts have been closed or offset by another contract with the same broker for the same settlement date and currency. Risks may arise upon entering these contracts from the potential inability of counterparties to meet the terms of their contracts and from movements in the value of a foreign currency relative to the U.S. dollar.

**K Statement of Cash Flows** The cash amount shown in the Statement of Cash Flows of the Trust is the amount included in the Trust's Statement of Assets and Liabilities and represents the cash on hand at its custodian and does not include any short-term investments.

**L Interim Financial Statements** The interim financial statements relating to November 30, 2010 and for the six months then ended have not been audited by an independent registered public accounting firm, but in the opinion of the Trust'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 Trust issued Auction Preferred Shares (APS) on September 16, 2004 in a public offering. The underwriting discount and other offering costs incurred in connection with the offering were recorded as a reduction of the paid-in



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capital of the common shares. Dividends on the APS, which accrue daily, are cumulative at rates which are reset weekly for Series A, Series B and Series C, and approximately monthly for Series D and Series E by an auction, unless a special dividend period has been set. Series of APS are identical in all respects except for the reset dates of the dividend rates. If the APS auctions do not successfully clear, the dividend payment rate over the next period for the APS holders is set at a specified maximum applicable rate until such time as the APS auctions are successful. Auctions have not cleared since February 13, 2008 and the rate since that date has been the maximum applicable rate (see Note 3). The maximum applicable rate on the APS is the greater of 1) 125% of LIBOR at the date of the auction or 2) LIBOR at the date of the auction plus 1.25%.

The number of APS issued and outstanding as of November 30, 2010 is as follows:

	<b>APS Issued and Outstanding</b>
Series A	640
Series B	640
Series C	640
Series D	640
Series E	640

The APS are redeemable at the option of the Trust 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 Trust is in default for an extended period on its asset maintenance requirements with respect to the APS. If the dividends on the APS remain unpaid in an amount equal

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT D

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 Trust is required to maintain certain asset coverage with respect to the APS as defined in the Trust's By-Laws and the 1940 Act. The Trust pays an annual fee up to 0.15% of the liquidation value of the APS to broker-dealers as a service fee if the auctions are unsuccessful; otherwise, the annual fee is 0.25%.

3 Distributions to Shareholders

The Trust intends to make monthly distributions of net investment income to common shareholders, after payment of any dividends on any outstanding APS. In addition, at least annually, the Trust intends to distribute all or substantially all of its net realized capital gains (reduced by available capital loss carryforwards from prior years, if any).

Distributions to common shareholders are recorded on the ex-dividend date. Distributions to preferred shareholders are recorded daily and are payable at the end of each dividend period. The dividend rates for the APS at November 30, 2010, and the amount of dividends accrued (including capital gains, if any) to APS shareholders, average APS dividend rates (annualized), and dividend rate ranges for the six months then ended were as follows:

	<b>APS Dividend Rates at November 30, 2010</b>	<b>Dividends Accrued to APS Shareholders</b>	<b>Average APS Dividend Rates</b>	<b>Dividend Rate Ranges</b>
Series A	1.50%	\$ 124,322	1.55%	1.50% 1.58%
Series B	1.50%	\$ 124,291	1.55%	1.50% 1.58%
Series C	1.50%	\$ 124,262	1.55%	1.50% 1.58%
Series D	1.51%	\$ 125,621	1.57%	1.51% 1.60%
Series E	1.51%	\$ 125,621	1.57%	1.51% 1.60%

Beginning February 13, 2008 and consistent with the patterns in the broader market for auction-rate securities, the Trust's APS auctions were unsuccessful in clearing due to an imbalance of sell orders over bids to buy the APS. As a result, the dividend rates of the APS were reset to the maximum applicable rate. The table above reflects such maximum dividend rate for each series as of November 30, 2010.

The Trust distinguishes between distributions on a tax basis and a financial reporting basis. Accounting principles 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. For tax purposes, distributions from short-term capital gains are considered to be from ordinary income.

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

The investment adviser fee is earned by EVM as compensation for management and investment advisory services rendered to the Trust. The fee is computed at an annual rate of 0.75% of the Trust's average daily gross assets and is payable monthly. Gross assets as referred to herein represent net assets plus obligations attributable to investment leverage. For the six months ended November 30, 2010, the Trust's investment adviser fee totaled \$3,322,528. EVM also serves as administrator of the Trust, but receives no compensation.

In addition, EVM has contractually agreed to reimburse the Trust for fees and other expenses at an annual rate of 0.20% of the Trust's average daily gross assets during the first five full years of the Trust's operations, 0.15% of the Trust's average daily gross assets in year six, 0.10% in year seven and 0.05% in year eight. The Trust concluded its first full six years of operations on June 29, 2010. Pursuant to this agreement, EVM waived \$476,448 of its investment adviser fee for the six months ended November 30, 2010.

Except for Trustees of the Trust who are not members of EVM's organization, officers and Trustees receive remuneration for their services to the Trust out of the investment adviser fee. Trustees of the Trust who are not affiliated with EVM may elect to defer receipt of all or a percentage of their annual fees in accordance with the terms of the Trustees Deferred Compensation Plan. For the six months ended November 30, 2010, no significant amounts have been deferred. Certain officers and Trustees of the Trust are officers of EVM.

#### 5 Purchases and Sales of Investments

Purchases and sales of investments, other than short-term obligations and including maturities, paydowns and principal repayments on Senior Loans, aggregated \$149,350,472 and \$164,646,802, respectively, for the six months ended November 30, 2010.

#### 6 Common Shares of Beneficial Interest

Common shares issued pursuant to the Trust's dividend reinvestment plan for the six months ended November 30, 2010 and the year ended May 31, 2010 were 36,597 and 27,221, respectively.

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT D

7 Federal Income Tax Basis of Investments

The cost and unrealized appreciation (depreciation) of investments of the Trust at November 30, 2010, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 924,713,545</b>
Gross unrealized appreciation	\$ 18,843,913
Gross unrealized depreciation	(30,376,154)
<b>Net unrealized depreciation</b>	<b>\$ (11,532,241)</b>

8 Restricted Securities

At November 30, 2010, the Trust owned the following securities (representing 0.1% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Trust has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

<b>Description</b>	<b>Date of Acquisition</b>	<b>Shares</b>	<b>Cost</b>	<b>Value</b>
<b>Common Stocks</b>				
Panolam Holdings Co.	12/30/09	280	\$ 153,860	\$ 222,631
RathGibson Acquisition Co., LLC	6/14/10	22,100	117,286	518,024
<b>Total Restricted Securities</b>			<b>\$ 271,146</b>	<b>\$ 740,655</b>

## 9 Financial Instruments

The Trust may trade in financial instruments with off-balance sheet risk in the normal course of its investing activities. These financial instruments may include forward foreign currency exchange contracts and may involve, to a varying degree, elements of risk in excess of the amounts recognized for financial statement purposes. The notional or contractual amounts of these instruments represent the investment the Trust has in particular classes of financial instruments and do 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, 2010 is as follows:

**Forward Foreign Currency Exchange Contracts****Sales**

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Counterparty</b>	<b>Net Unrealized Appreciation</b>
12/31/10	British Pound Sterling 397,486	United States Dollar 629,964	State Street Bank and Trust Company	\$ 11,809
12/31/10	British Pound Sterling 11,204,611	United States Dollar 17,496,785	State Street Bank and Trust Company	71,828
12/31/10	Euro 541,733	United States Dollar 729,108	State Street Bank and Trust Company	25,975
12/31/10	Euro 24,186,806	United States Dollar 32,079,445	State Street Bank and Trust Company	686,596
				<b>\$ 796,208</b>

At November 30, 2010, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

The Trust is subject to foreign exchange risk in the normal course of pursuing its investment objectives. Because the Trust holds foreign currency denominated investments, the value of these investments and related receivables and payables may change due to future changes in foreign currency exchange rates. To hedge against this risk, the Trust enters into forward foreign currency exchange contracts. The Trust also enters into such contracts to hedge the currency risk of investments it anticipates purchasing.

The non-exchange traded derivatives in which the Trust invests, including forward foreign currency exchange contracts, are subject to the risk that the counterparty to the contract fails to perform its obligations under the contract. At November 30, 2010, the maximum amount of loss the Fund would incur due to counterparty risk was \$796,208, representing the fair value of such derivatives in an asset position.

The fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) and whose primary underlying risk exposure is foreign exchange risk at November 30, 2010 was as follows:

<b>Derivative</b>	<b>Fair Value</b>	
	<b>Asset Derivative<sup>(1)</sup></b>	<b>Liability Derivative</b>
Forward foreign currency exchange contracts	\$ 796,208	\$

(1) Statement of Assets and Liabilities location: Receivable for open forward foreign currency exchange contracts.

Eaton Vance Floating-Rate Income Trust as of November 30, 2010

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT D

The effect of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) on the Statement of Operations and whose primary underlying risk exposure is foreign exchange risk for the six months ended November 30, 2010 was as follows:

<b>Derivative</b>	<b>Realized Gain (Loss) on Derivatives Recognized in Income<sup>(1)</sup></b>	<b>Change in Unrealized Appreciation (Depreciation) on Derivatives Recognized in Income<sup>(2)</sup></b>
Forward foreign currency exchange contracts	\$ (4,042,138)	\$ 1,190,050

- (1) Statement of Operations location: Net realized gain (loss) Foreign currency and forward foreign currency exchange contract transactions.
- (2) Statement of Operations location: Change in unrealized appreciation (depreciation) Foreign currency and forward foreign currency exchange contracts.

The average notional amount of forward foreign currency exchange contracts outstanding during the six months ended November 30, 2010, which is indicative of the volume of this derivative type, was approximately \$49,577,000.

10 Credit Agreement

The Trust has entered into a Credit Agreement (the Agreement) with a bank to borrow up to a limit of \$250 million pursuant to a 364-day revolving line of credit. Borrowings under the Agreement are secured by the assets of the Trust. Interest is charged at a rate above the London Interbank Offered Rate (LIBOR) and is payable monthly. Under the terms of the Agreement, the Trust pays a commitment fee of 0.15% on the borrowing limit. In connection with the renewal of the Agreement on March 30, 2010, the Trust paid an up-front fee of \$375,000, which is being amortized to interest expense through March 29, 2011, the termination date of the Agreement. The unamortized balance at November 30, 2010 is approximately \$126,000 and is included in prepaid expenses on the Statement of Assets and Liabilities. The Trust is required to maintain certain net asset levels during the term of the Agreement. At November 30, 2010, the Trust had borrowings outstanding under the Agreement of \$238,000,000 at an interest rate of 1.25%. The carrying amount of the borrowings at November 30, 2010 approximated its fair value. For the six months ended November 30, 2010, the average borrowings under the Agreement and the average interest rate (annualized) were \$241,710,383 and 1.32%, respectively.

11 Risks Associated with Foreign Investments

Investing in securities issued by companies whose principal business activities are outside the United States may involve significant risks not present in domestic investments. For example, there is generally less publicly available information about foreign companies, particularly those not subject to the disclosure and reporting requirements of the U.S. securities laws. Certain foreign issuers are generally not bound by uniform accounting, auditing, and financial reporting requirements and standards of practice comparable to those applicable to domestic issuers. Investments in foreign securities also involve the risk of possible adverse changes in investment or exchange control regulations, expropriation or confiscatory taxation, limitation on the removal of funds or other assets of the Trust, political or financial instability or diplomatic and other developments which could affect such investments. Foreign securities markets, while growing in volume and sophistication, are generally not as developed as those in the United States, and securities of some foreign issuers (particularly those located in developing countries) may be less liquid and more volatile than securities of comparable U.S. companies. In general, there is less overall governmental supervision and regulation of foreign securities markets, broker-dealers and issuers than in the United States.

## 12 Credit Risk

The Trust invests primarily in below investment grade floating-rate loans and floating-rate debt obligations, which are considered speculative because of the credit risk of their issuers. Changes in economic conditions or other circumstances are more likely to reduce the capacity of issuers of these securities to make principal and interest payments. Such companies are more likely to default on their payments of interest and principal owed than issuers of investment grade bonds. An economic downturn generally leads to a higher non-payment rate, and a loan or other debt obligation may lose significant value before a default occurs. Lower rated investments also may be subject to greater price volatility than higher rated investments. Moreover, the specific collateral used to secure a loan may decline in value or become illiquid, which would adversely affect the loan's value.

## 13 Fair Value Measurements

Under generally accepted accounting principles for fair value measurements, a three-tier hierarchy to prioritize the assumptions, referred to as inputs, is used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)



Eaton Vance Floating-Rate Income Trust as of November 30, 2010

NOTES TO FINANCIAL STATEMENTS (Unaudited) CONT D

Level 3 significant unobservable inputs (including a fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

At November 30, 2010, the inputs used in valuing the Trust's investments, which are carried at value, were as follows:

<b>Asset Description</b>	<b>Quoted Prices in Active Markets for Identical Assets  (Level 1)</b>	<b>Significant Other Observable Inputs  (Level 2)</b>	<b>Significant Unobservable Inputs  (Level 3)</b>	<b>Total</b>
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 801,947,717	\$ 2,947,821	\$ 804,895,538
Corporate Bonds & Notes		61,757,463	177,347	61,934,810
Asset-Backed Securities		4,281,059		4,281,059
Common Stocks	309,184	8,334,183	991,487	9,634,854
Warrants		20,654	0	20,654
Short-Term Investments		32,414,389		32,414,389
<b>Total Investments</b>	<b>\$ 309,184</b>	<b>\$ 908,755,465</b>	<b>\$ 4,116,655</b>	<b>\$ 913,181,304</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 796,208	\$	\$ 796,208
<b>Total</b>	<b>\$ 309,184</b>	<b>\$ 909,551,673</b>	<b>\$ 4,116,655</b>	<b>\$ 913,977,512</b>

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The following is a reconciliation of Level 3 assets for which significant unobservable inputs were used to determine fair value:

	<b>Investments</b>			
	<b>in Senior Floating- Rate Interests</b>	<b>Investments in Corporate Bonds &amp; Notes</b>	<b>Investments in Common Stocks and Warrants</b>	<b>Total</b>
<b>Balance as of May 31, 2010</b>	<b>\$ 1,057,240</b>	<b>\$ 427,089</b>	<b>\$ 1,793,084</b>	<b>\$ 3,277,413</b>
Realized gains (losses)	(10)	457	2,015	2,462
Change in net unrealized appreciation (depreciation)*	(402,097)	(123,412)	603,726	78,217
Net purchases (sales)	5,333	(14,614)	115,271	105,990
Accrued discount (premium)	101,134	9,102		110,236
Net transfers to (from) Level 3**	2,186,221	(121,275)	(1,522,609)	542,337
<b>Balance as of November 30, 2010</b>	<b>\$ 2,947,821</b>	<b>\$ 177,347</b>	<b>\$ 991,487</b>	<b>\$ 4,116,655</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of November 30, 2010*</b>	<b>\$ (402,097)</b>	<b>\$ (128,686)</b>	<b>\$ 603,726</b>	<b>\$ 72,943</b>

\* Amount is included in the related amount on investments in the Statement of Operations.

\*\* Transfers are reflected at the value of the securities at the beginning of the period.

14 Legal Proceedings

In May 2010, the Trust received a demand letter from a law firm on behalf of a putative common shareholder. The demand letter alleged that Eaton Vance Management and the Trustees and officers of the Trust breached their fiduciary duty to the Trust in connection with redemption by the Trust of its auction preferred securities following the collapse of auction markets in February 2008. The letter demanded that the Board of Trustees of the Trust take certain action to remedy those alleged breaches. In August 2010, following a thorough investigation conducted by the independent Trustees of the Trust, the Board of Trustees of the Trust (including all of the independent Trustees) rejected the demands set forth in the demand letter.

Eaton Vance Floating-Rate Income Trust

BOARD OF TRUSTEES CONTRACT APPROVAL

**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 April 26, 2010, 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 Contract Review Committee of the Board, which is a committee comprised exclusively of Independent Trustees. Prior to making its recommendation, the Contract Review Committee reviewed information furnished for a series of meetings of the Contract Review Committee held between February and April 2010. 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 (including yield where relevant) to the investment performance of comparable funds over various time periods;
- Data regarding investment performance in comparison to relevant peer groups of similarly managed funds and appropriate indices;
- For each fund, comparative information concerning the fees charged and the services provided by each adviser in managing other mutual funds and institutional accounts using investment strategies and techniques similar to those used in managing such fund;
- Profitability analyses for each adviser with respect to each fund;

*Information about Portfolio Management*

- Descriptions of the investment management services provided to each fund, including the investment strategies and processes employed, and any changes in portfolio management processes and personnel;
- 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*

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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;  
Copies of or descriptions of each adviser's policies and procedures relating to proxy voting, the handling of corporate actions and class actions;  
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;  
Descriptions of the business continuity and disaster recovery plans of each adviser and its affiliates;  
A description of Eaton Vance Management's procedures for overseeing third party advisers and subadvisers;

### *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.

Eaton Vance Floating-Rate Income Trust

## BOARD OF TRUSTEES CONTRACT APPROVAL CONT D

In addition to the information identified above, the Contract Review 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 April 30, 2010, with respect to one or more Funds, the Board met ten times and the Contract Review Committee, the Audit Committee, the Governance Committee, the Portfolio Management Committee and the Compliance Reports and Regulatory Matters Committee, each of which is a Committee comprised solely of Independent Trustees, met nine, thirteen, three, eight and fifteen 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 including, where relevant, the use of derivative instruments, as well as trading policies and procedures and risk management techniques.

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 Contract Review Committee was assisted throughout the contract review process by Goodwin Procter LLP, legal counsel for the Independent Trustees. The members of the Contract Review 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 Contract Review 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 Contract Review Committee concluded that the continuance of the investment advisory agreement of Eaton Vance Floating-Rate Income Trust (the Fund) with Eaton Vance Management (the Adviser), including its fee structure, is in the interests of shareholders and, therefore, the Contract Review Committee recommended to the Board approval of the agreement. The Board accepted the recommendation of the Contract Review Committee as well as the factors considered and conclusions reached by the Contract Review Committee with respect to the agreement. Accordingly, the Board, including a majority of the Independent Trustees, voted to approve continuation of the investment 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 and, where relevant, restructuring senior secured floating rate loans. Specifically, the Board noted the experience of the Adviser's large group of bank loan investment professionals and other personnel who provide services to the Fund, including portfolio managers and analysts. The Board also took into account the resources dedicated to portfolio management and other services, including the compensation methods of the Adviser 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 in recent years from regulatory authorities such as the Securities and Exchange Commission and the Financial Industry Regulatory Authority.

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.

Eaton Vance Floating-Rate Income Trust

BOARD OF TRUSTEES CONTRACT APPROVAL CONT'D

### **Fund Performance**

The Board compared the Fund's investment performance to a relevant universe of comparable funds identified by an independent data provider as well as a peer group of similarly managed funds and appropriate benchmark indices. The Board reviewed comparative performance data for the one-, three- and five-year periods ended September 30, 2009 for the Fund. The Board concluded that the performance of the Fund was satisfactory.

### **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 management fees and the Fund's total expense ratio for the year ended September 30, 2009, as compared to a group of similarly managed funds selected by an independent data provider. The Board also considered factors that had an impact on Fund expense ratios, as identified by management in response to inquiries from the Contract Review Committee, as well as actions being taken to reduce expenses at the Eaton Vance fund complex level. 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 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 with and 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, including the benefits of research services that may be available to the Adviser as a result of securities transactions effected for the Fund and other investment advisory clients.

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 at this time. 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

OFFICERS AND TRUSTEES

Officers

Scott H. Page  
President

Michael B. Botthof  
Vice President

Ralph H. Hinckley, Jr.  
Vice President

Michael W. Weilheimer  
Vice President

Barbara E. Campbell  
Treasurer

Maureen A. Gemma  
Secretary and Chief Legal Officer

Paul M. O Neil  
Chief Compliance Officer

Trustees

Ralph F. Verni  
Chairman

Benjamin C. Esty

Thomas E. Faust Jr.

Allen R. Freedman

William H. Park

Ronald A. Pearlman

Helen Frame Peters

Lynn A. Stout

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

Two International Place  
Boston, MA 02110

**Custodian**

**State Street Bank and Trust Company**

200 Clarendon Street  
Boston, MA 02116

**Transfer Agent**

**American Stock Transfer & Trust Company**

59 Maiden Lane  
Plaza Level  
New York, NY 10038

**Eaton Vance Floating-Rate Income Trust**

**Two International Place**

**Boston, MA 02110**

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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, an independent trustee, as its audit committee financial expert. Mr. Park is a certified public accountant who is the Chief Financial Officer of Aveon Group, L.P. (an investment management firm). Previously, he served as the Vice Chairman of Commercial Industrial Finance Corp. (specialty finance company), as President and Chief Executive Officer of Prizm Capital Management, LLC (investment management firm), as Executive Vice President and Chief Financial Officer of United Asset Management Corporation (an institutional investment management firm) and as a Senior Manager at Price Waterhouse (now PricewaterhouseCoopers) (an independent registered public accounting firm).

**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.

**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/ Scott H. Page

Scott H. Page  
President

Date: January 11, 2011

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 11, 2011

By: /s/ Scott H. Page

Scott H. Page  
President

Date: January 11, 2011