

EATON VANCE LTD DURATION INCOME FUND  
Form N-Q  
August 28, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**

**811-21323**

**Investment Company Act File Number**

**Eaton Vance Limited Duration Income Fund**

(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, Including Area Code)**

**March 31**

Date of Fiscal Year End

**June 30, 2012**

Date of Reporting Period

**Item 1. Schedule of Investments**

## Eaton Vance

## Limited Duration Income Fund

June 30, 2012

## PORTFOLIO OF INVESTMENTS (Unaudited)

Senior Floating-Rate Interests 44.2%

Borrower/Tranche Description	Principal		Value
	Amount*		
	(000 s omitted)		
<b>Aerospace and Defense 0.7%</b>			
<b>AVIO S.p.A.</b>			
Term Loan, Maturing December 13, 2014 <sup>(2)</sup>	650	\$	634,400
Term Loan, Maturing December 13, 2015 <sup>(2)</sup>	700		683,200
Term Loan, 4.13%, Maturing December 14, 2017	EUR 575		725,843
<b>Booz Allen Hamilton Inc.</b>			
Term Loan, 3.75%, Maturing August 3, 2017	469		468,867
<b>DAE Aviation Holdings, Inc.</b>			
Term Loan, 5.47%, Maturing July 31, 2014	1,369		1,355,553
Term Loan, 5.47%, Maturing July 31, 2014	1,438		1,423,656
<b>Ducommun Incorporated</b>			
Term Loan, 5.50%, Maturing June 28, 2017	569		566,404
<b>IAP Worldwide Services, Inc.</b>			
Term Loan, 9.25%, Maturing December 28, 2012	971		840,257
<b>Sequa Corporation</b>			
Term Loan, 3.72%, Maturing December 3, 2014	2,191		2,148,256
Term Loan, 6.25%, Maturing December 3, 2014	274		274,309
<b>TASC, Inc.</b>			
Term Loan, 4.50%, Maturing December 18, 2015	1,532		1,506,890
<b>Transdigm, Inc.</b>			
Term Loan, 4.00%, Maturing February 14, 2017	821		818,823
<b>Wesco Aircraft Hardware Corp.</b>			
Term Loan, 4.25%, Maturing April 7, 2017	367		367,410
<b>Wyle Services Corporation</b>			
Term Loan, 5.00%, Maturing March 27, 2017	880		871,628
		\$	<b>12,685,496</b>
<b>Air Transport 0.1%</b>			
<b>Evergreen International Aviation, Inc.</b>			
Term Loan, 11.50%, Maturing June 30, 2015	918	\$	796,219
<b>Orbitz Worldwide Inc.</b>			
Term Loan, 3.25%, Maturing July 25, 2014	1,654		1,560,573
		\$	<b>2,356,792</b>
<b>Automotive 2.5%</b>			
<b>Allison Transmission, Inc.</b>			
Term Loan, 2.75%, Maturing August 7, 2014	6,482	\$	6,417,092
<b>Autoparts Holdings Limited</b>			

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Term Loan, 6.50%, Maturing July 28, 2017	995	962,029
<b>Chrysler Group LLC</b>		
Term Loan, 6.00%, Maturing May 24, 2017	7,927	7,996,317
<b>Delphi Corporation</b>		
Term Loan, 3.50%, Maturing March 31, 2017	1,994	1,993,526
<b>Federal-Mogul Corporation</b>		
Term Loan, 2.18%, Maturing December 29, 2014	4,010	3,825,170
Term Loan, 2.18%, Maturing December 28, 2015	3,563	3,398,679
<b>Goodyear Tire &amp; Rubber Company (The)</b>		
Term Loan - Second Lien, 4.75%, Maturing April 30, 2019	6,775	6,631,031

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>HHI Holdings LLC</b>		
Term Loan, 7.00%, Maturing March 21, 2017	1,663	\$ 1,671,391
<b>Metaldyne Company LLC</b>		
Term Loan, 5.25%, Maturing May 18, 2017	3,090	3,066,478
<b>SRAM, LLC</b>		
Term Loan, 4.78%, Maturing June 7, 2018	2,759	2,746,434
<b>Tomkins LLC</b>		
Term Loan, 4.25%, Maturing September 29, 2016	2,147	2,148,498
<b>TriMas Corporation</b>		
Term Loan, 4.25%, Maturing June 21, 2017	1,089	1,088,750
<b>Veyance Technologies, Inc.</b>		
Term Loan, 2.50%, Maturing July 31, 2014	292	284,119
Term Loan, 2.50%, Maturing July 31, 2014	2,040	1,983,629
Term Loan, 5.50%, Maturing July 31, 2014	349	345,634
Term Loan - Second Lien, 6.00%, Maturing July 31, 2015	4,100	3,824,960
		<b>\$ 48,383,737</b>
<b>Beverage and Tobacco 0.0%</b>		
<b>Maine Beverage Company</b>		
Term Loan, 2.22%, Maturing March 31, 2013	108	\$ 105,786
		<b>\$ 105,786</b>
<b>Brokers, Dealers and Investment Houses 0.0%</b>		
<b>Sonneborn LLC</b>		
Term Loan, 6.50%, Maturing March 30, 2018	572	\$ 573,954
		<b>\$ 573,954</b>
<b>Building and Development 0.4%</b>		
<b>Forestar Real Estate Group Inc.</b>		
Revolving Loan, 0.49%, Maturing August 6, 2013 <sup>(4)</sup>	311	\$ 292,711
Term Loan, 6.50%, Maturing August 6, 2015	2,854	2,754,443
<b>Panolam Industries International, Inc.</b>		
Term Loan, 8.25%, Maturing December 31, 2013	1,746	1,728,799
<b>Preferred Proppants, LLC</b>		
Term Loan, 7.50%, Maturing December 15, 2016	721	694,324
<b>RE/MAX International, Inc.</b>		
Term Loan, 5.50%, Maturing April 15, 2016	2,096	2,090,345
<b>Realogy Corporation</b>		
Term Loan, 3.25%, Maturing October 10, 2013	97	92,332
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 6.00%, Maturing January 30, 2019	499	500,412
		<b>\$ 8,153,366</b>
<b>Business Equipment and Services 4.2%</b>		
<b>ACCO Brands Corporation</b>		
Term Loan, 4.25%, Maturing April 30, 2019	1,493	\$ 1,492,500
<b>Acosta, Inc.</b>		
Term Loan, 5.75%, Maturing March 1, 2018	3,161	3,144,828
Term Loan, Maturing March 1, 2018 <sup>(2)</sup>	725	727,719

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**Advantage Sales & Marketing, Inc.**

Term Loan, 5.25%, Maturing December 18, 2017	3,115	3,087,929
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**Affinion Group, Inc.**

Term Loan, 5.00%, Maturing July 16, 2015	5,505	5,027,129
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**Allied Security Holdings, LLC**

Term Loan, 5.25%, Maturing February 3, 2017	543	542,446
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**Altegrity, Inc.**

Term Loan, 2.99%, Maturing February 21, 2015	2,556	2,422,026
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Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>BAR/BRI Review Courses, Inc.</b>		
Term Loan, 6.00%, Maturing June 16, 2017	675	\$ 671,843
<b>Brand Energy &amp; Infrastructure Services, Inc.</b>		
Term Loan, 2.50%, Maturing February 7, 2014	910	855,961
Term Loan, 3.73%, Maturing February 7, 2014	983	930,023
<b>Brickman Group Holdings Inc.</b>		
Term Loan, 5.50%, Maturing October 14, 2016	1,569	1,572,703
<b>Brock Holdings III, Inc.</b>		
Term Loan, 6.01%, Maturing March 16, 2017	1,030	1,031,207
<b>Catalina Marketing Corporation</b>		
Term Loan, 3.00%, Maturing October 1, 2014	1,968	1,897,924
<b>ClientLogic Corporation</b>		
Term Loan, 7.22%, Maturing January 30, 2017	1,171	1,133,035
<b>Education Management LLC</b>		
Term Loan, 8.25%, Maturing March 29, 2018	2,119	2,066,929
<b>EIG Investors Corp.</b>		
Term Loan, 7.75%, Maturing April 20, 2018	2,475	2,462,625
<b>Expert Global Solutions, Inc.</b>		
Term Loan, 8.00%, Maturing April 3, 2018	1,995	1,987,519
<b>Genesys Telecom Holdings, U.S., Inc.</b>		
Term Loan, 6.75%, Maturing January 31, 2019	648	652,157
<b>Go Daddy Operating Company, LLC</b>		
Term Loan, 5.50%, Maturing December 17, 2018	3,808	3,761,844
<b>KAR Auction Services, Inc.</b>		
Term Loan, 5.00%, Maturing May 19, 2017	3,069	3,078,207
<b>Kronos, Inc.</b>		
Term Loan, 5.22%, Maturing June 9, 2017	1,449	1,446,995
Term Loan, 6.25%, Maturing December 28, 2017	871	873,335
<b>Meritas LLC</b>		
Term Loan, 7.50%, Maturing July 28, 2017	788	785,531
<b>Mitchell International, Inc.</b>		
Term Loan - Second Lien, 5.75%, Maturing March 30, 2015	2,500	2,443,750
<b>Monitronics International Inc.</b>		
Term Loan, 5.50%, Maturing March 16, 2018	898	897,189
<b>Quintiles Transnational Corp.</b>		
Term Loan, 5.00%, Maturing June 8, 2018	4,529	4,483,957
<b>Sabre, Inc.</b>		
Term Loan, 2.25%, Maturing September 30, 2014	7,445	7,132,147
<b>Sensus USA Inc.</b>		
Term Loan, 4.75%, Maturing May 9, 2017	716	713,551
<b>SunGard Data Systems, Inc.</b>		
Term Loan, 3.93%, Maturing February 26, 2016	9,552	9,482,620
Term Loan, 3.99%, Maturing February 28, 2017	314	311,302
<b>SymphonyIRI Group, Inc.</b>		
Term Loan, 5.00%, Maturing December 1, 2017	891	887,102
<b>Trans Union, LLC</b>		
Term Loan, 5.50%, Maturing February 12, 2018	1,982	1,987,418
<b>Travelport LLC</b>		
Term Loan, 4.96%, Maturing August 21, 2015	446	409,784
Term Loan, 4.97%, Maturing August 21, 2015	1,563	1,435,862
Term Loan, 4.97%, Maturing August 21, 2015	2,099	1,928,279
Term Loan, 5.18%, Maturing August 21, 2015	EUR 739	835,525
<b>U.S. Security Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing July 28, 2017	130	130,237



Term Loan, 6.00%, Maturing July 28, 2017

665

665,410

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>West Corporation</b>		
Term Loan, 2.65%, Maturing October 24, 2013	552	\$ 551,082
Term Loan, 4.50%, Maturing July 15, 2016	1,334	1,328,374
Term Loan, 4.59%, Maturing July 15, 2016	3,796	3,779,304
		<b>\$ 81,055,308</b>
<b>Cable and Satellite Television 2.1%</b>		
<b>Atlantic Broadband Finance, LLC</b>		
Term Loan, 5.25%, Maturing April 4, 2019	1,350	\$ 1,354,489
Term Loan - Second Lien, 9.75%, Maturing October 4, 2019	775	768,864
<b>Bragg Communications Incorporated</b>		
Term Loan, 4.00%, Maturing February 28, 2018	399	398,003
<b>Cequel Communications, LLC</b>		
Term Loan, 4.00%, Maturing February 14, 2019	5,511	5,407,853
<b>Charter Communications Operating, LLC</b>		
Term Loan, 4.00%, Maturing May 15, 2019	998	992,762
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing July 14, 2018	499	497,420
<b>CSC Holdings, Inc.</b>		
Term Loan, 2.00%, Maturing March 29, 2016	2,610	2,584,212
<b>Kabel Deutschland GMBH</b>		
Term Loan, 4.25%, Maturing February 1, 2019	1,100	1,090,604
<b>Lavena Holdings 4 GmbH</b>		
Term Loan, 3.68%, Maturing March 6, 2015	EUR 2,045	2,207,092
Term Loan, 4.06%, Maturing March 4, 2016	EUR 2,045	2,207,092
Term Loan, 8.43%, Maturing March 6, 2017 <sup>(5)</sup>	EUR 531	435,750
Term Loan - Second Lien, 5.18%, Maturing September 2, 2016	EUR 452	431,470
<b>MCC Iowa LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	2,317	2,235,595
<b>Mediacom Broadband LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	1,813	1,806,201
<b>Mediacom Illinois, LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	4,573	4,395,430
<b>Mediacom LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	1,005	998,222
<b>P7S1 Broadcasting Holding II B.V.</b>		
Term Loan, 3.18%, Maturing July 1, 2016	EUR 1,235	1,484,576
<b>UPC Broadband Holding B.V.</b>		
Term Loan, 4.14%, Maturing December 31, 2016	EUR 4,531	5,637,729
Term Loan, 4.39%, Maturing December 29, 2017	EUR 1,962	2,448,768
<b>UPC Financing Partnership</b>		
Term Loan, 3.74%, Maturing December 30, 2016	239	236,447
Term Loan, 3.74%, Maturing December 29, 2017	1,815	1,783,440
Term Loan, 4.75%, Maturing December 29, 2017	400	398,500
		<b>\$ 39,800,519</b>
<b>Chemicals and Plastics 2.0%</b>		
<b>Ashland, Inc.</b>		
Term Loan, 3.75%, Maturing August 23, 2018	2,233	\$ 2,239,080
<b>AZ Chem US Inc.</b>		
Term Loan, 7.25%, Maturing December 22, 2017	1,188	1,196,703

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**Celanese U.S. Holdings LLC**

Term Loan, 3.22%, Maturing October 31, 2016		2,086	2,092,816
Term Loan, 3.44%, Maturing October 31, 2016	EUR	1,342	1,700,203

**Emerald Performance Materials, LLC**

Term Loan, 6.75%, Maturing May 18, 2018		750	747,187
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Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>General Chemical Corporation</b>		
Term Loan, 5.00%, Maturing October 6, 2015	608	\$ 605,626
<b>Harko C.V.</b>		
Term Loan, 5.75%, Maturing August 2, 2017	546	546,330
<b>Houghton International, Inc.</b>		
Term Loan, 6.75%, Maturing January 29, 2016	1,995	2,004,902
<b>Huntsman International, LLC</b>		
Term Loan, 2.85%, Maturing April 19, 2017	2,144	2,103,976
<b>Ineos US Finance LLC</b>		
Term Loan, 6.50%, Maturing May 4, 2018	4,638	4,547,927
<b>MacDermid, Inc.</b>		
Term Loan, 2.57%, Maturing April 11, 2014	EUR 729	915,894
<b>Momentive Performance Materials Inc.</b>		
Term Loan, 3.75%, Maturing May 29, 2015	673	640,488
<b>Momentive Performance Materials USA Inc.</b>		
Term Loan, 3.75%, Maturing May 5, 2015	1,258	1,206,885
<b>Momentive Specialty Chemicals Inc.</b>		
Term Loan, 4.00%, Maturing May 5, 2015	852	831,953
Term Loan, 4.25%, Maturing May 5, 2015	384	374,987
Term Loan, 4.25%, Maturing May 5, 2015	2,257	2,155,336
<b>Norit NV</b>		
Term Loan, 6.75%, Maturing July 7, 2017	1,340	1,346,574
<b>OEP Pearl Dutch Acquisition B.V.</b>		
Term Loan, 6.50%, Maturing March 30, 2018	101	101,376
<b>Rockwood Specialties Group, Inc.</b>		
Term Loan, 3.50%, Maturing February 9, 2018	2,228	2,231,155
<b>Schoeller Arca Systems Holding B.V.</b>		
Term Loan, 5.17%, Maturing November 16, 2015 <sup>(6)</sup>	EUR 289	252,393
Term Loan, 5.17%, Maturing November 16, 2015 <sup>(6)</sup>	EUR 824	719,617
Term Loan, 5.17%, Maturing November 16, 2015 <sup>(6)</sup>	EUR 887	774,379
<b>Solutia, Inc.</b>		
Term Loan, 3.50%, Maturing August 1, 2017	2,371	2,371,808
<b>Styron S.A.R.L, LLC</b>		
Term Loan, 6.06%, Maturing August 2, 2017	1,847	1,735,292
<b>Taminco Global Chemical Corporation</b>		
Term Loan, 5.25%, Maturing February 15, 2019	394	394,908
<b>Tronox Pigments (Netherlands) B.V.</b>		
Term Loan, 4.25%, Maturing February 8, 2018	182	179,240
Term Loan, 4.25%, Maturing February 8, 2018	668	658,466
<b>Univar Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	3,978	3,906,171
		\$ 38,581,672
<b>Clothing/Textiles 0.0%</b> <sup>(8)</sup>		
<b>Phillips-Van Heusen Corporation</b>		
Term Loan, 3.50%, Maturing May 6, 2016	678	\$ 677,962
		\$ 677,962
<b>Conglomerates 0.7%</b>		
<b>Jarden Corporation</b>		
Term Loan, 3.25%, Maturing March 30, 2018	844	\$ 844,192

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**Jason Incorporated**

Term Loan, 8.25%, Maturing September 21, 2014	246	245,408
Term Loan, 7.75%, Maturing September 22, 2014	223	222,640
Term Loan, 8.25%, Maturing September 22, 2014	99	98,468

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Rexnord Corporation</b>		
Term Loan, 5.00%, Maturing April 2, 2018	4,414	\$ 4,442,443
<b>RGIS Services, LLC</b>		
Term Loan, 4.71%, Maturing October 18, 2016	1,989	1,929,628
Term Loan, 5.50%, Maturing October 18, 2017	1,471	1,458,439
<b>Rocket Software, Inc.</b>		
Term Loan, 7.00%, Maturing February 8, 2018	448	446,817
<b>Spectrum Brands, Inc.</b>		
Term Loan, 5.00%, Maturing June 17, 2016	768	771,034
<b>Walter Energy, Inc.</b>		
Term Loan, 4.00%, Maturing April 2, 2018	2,956	2,900,632
		<b>\$ 13,359,701</b>
<b>Containers and Glass Products 1.0%</b>		
<b>Berry Plastics Corporation</b>		
Term Loan, 2.25%, Maturing April 3, 2015	5,443	\$ 5,259,742
<b>BWAY Corporation</b>		
Term Loan, 4.50%, Maturing February 23, 2018	278	276,336
Term Loan, 4.50%, Maturing February 23, 2018	2,757	2,741,945
<b>Consolidated Container Company LLC</b>		
Term Loan - Second Lien, 5.75%, Maturing September 28, 2014	2,000	1,992,500
<b>Pelican Products, Inc.</b>		
Term Loan, 5.00%, Maturing March 7, 2017	709	703,670
Term Loan, 0.00%, Maturing June 6, 2018 <sup>(4)</sup>	500	497,500
<b>Reynolds Group Holdings Inc.</b>		
Term Loan, 6.50%, Maturing February 9, 2018	3,028	3,051,700
Term Loan, 6.50%, Maturing August 9, 2018	3,019	3,042,502
<b>Sealed Air Corporation</b>		
Term Loan, 4.75%, Maturing October 3, 2018	688	693,252
<b>TricorBraun, Inc.</b>		
Term Loan, 5.50%, Maturing May 3, 2018	675	675,562
		<b>\$ 18,934,709</b>
<b>Cosmetics/Toiletries 0.3%</b>		
<b>Bausch &amp; Lomb, Inc.</b>		
Term Loan, 5.25%, Maturing May 17, 2019	3,175	\$ 3,161,109
<b>Huish Detergents, Inc.</b>		
Term Loan, 2.25%, Maturing April 25, 2014	1,211	1,156,744
<b>KIK Custom Products, Inc.</b>		
Term Loan - Second Lien, 5.24%, Maturing November 28, 2014	1,900	1,290,100
<b>Prestige Brands, Inc.</b>		
Term Loan, 5.25%, Maturing January 31, 2019	469	472,325
		<b>\$ 6,080,278</b>
<b>Drugs 0.4%</b>		
<b>Aptalis Pharma, Inc.</b>		
Term Loan, 5.50%, Maturing February 10, 2017	746	\$ 725,691
Term Loan, 5.50%, Maturing February 10, 2017	998	970,069
<b>Capsugel Holdings US, Inc.</b>		
Term Loan, 5.25%, Maturing August 1, 2018	1,329	1,333,198

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**Endo Pharmaceuticals Holdings Inc.**

Term Loan, 4.00%, Maturing June 18, 2018	541	541,744
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**Warner Chilcott Company, LLC**

Term Loan, 3.75%, Maturing March 17, 2016	748	746,286
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Term Loan, 4.25%, Maturing March 15, 2018	751	748,221
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**Warner Chilcott Corporation**

Term Loan, 4.25%, Maturing March 15, 2018	1,501	1,496,443
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Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>WC Luxco S.a.r.l.</b>		
Term Loan, 4.25%, Maturing March 15, 2018	1,032	\$ 1,028,805
		<b>\$ 7,590,457</b>
<b>Ecological Services and Equipment 0.0%</b>		
<b>Envirotest Systems Holding Corp.</b>		
Term Loan - Second Lien, 15.50%, Maturing September 12, 2014 <sup>(6)</sup>	136	\$ 139,832
<b>Viking Consortium Borrower Limited</b>		
Term Loan - Second Lien, 7.31%, Maturing March 31, 2016 <sup>(5)</sup>	GBP 523	274,495
		<b>\$ 414,327</b>
<b>Electronics/Electrical 3.2%</b>		
<b>Aeroflex Incorporated</b>		
Term Loan, 5.75%, Maturing May 9, 2018	1,528	\$ 1,478,579
<b>Aspect Software, Inc.</b>		
Term Loan, 6.25%, Maturing May 6, 2016	1,806	1,791,594
<b>Attachmate Corporation</b>		
Term Loan, 7.25%, Maturing November 22, 2017	3,300	3,265,350
<b>Cinedigm Digital Funding I, LLC</b>		
Term Loan, 5.25%, Maturing April 29, 2016	601	600,187
<b>CommScope, Inc.</b>		
Term Loan, 4.25%, Maturing January 12, 2018	3,274	3,266,280
<b>Dealer Computer Services, Inc.</b>		
Term Loan, 3.75%, Maturing April 20, 2018	1,757	1,749,349
<b>DG FastChannel, Inc.</b>		
Term Loan, 5.75%, Maturing July 26, 2018	1,643	1,626,782
<b>Eagle Parent, Inc.</b>		
Term Loan, 5.00%, Maturing May 16, 2018	2,772	2,737,350
<b>Edwards (Cayman Islands II) Limited</b>		
Term Loan, 5.50%, Maturing May 31, 2016	1,032	1,022,745
<b>Freescale Semiconductor, Inc.</b>		
Term Loan, 4.49%, Maturing December 1, 2016	4,321	4,096,365
<b>InfoGroup Inc.</b>		
Term Loan, 5.75%, Maturing May 25, 2018	972	850,934
<b>Lawson Software Inc.</b>		
Term Loan, 6.25%, Maturing April 5, 2018	5,225	5,257,970
<b>Magic Newco LLC</b>		
Term Loan, 7.25%, Maturing December 12, 2018	1,500	1,472,250
<b>Microsemi Corporation</b>		
Term Loan, 4.00%, Maturing February 2, 2018	1,658	1,639,683
<b>NDS Treasury (Americas), LLC</b>		
Term Loan, 3.75%, Maturing March 12, 2018	1,985	1,982,444
<b>NeuStar, Inc.</b>		
Term Loan, 5.00%, Maturing November 8, 2018	1,017	1,018,584
<b>Nxp B.V.</b>		
Term Loan, 4.50%, Maturing March 3, 2017	2,543	2,512,617
Term Loan, 5.50%, Maturing March 3, 2017	1,092	1,093,115
Term Loan, 5.25%, Maturing March 19, 2019	1,671	1,666,635
<b>Open Solutions, Inc.</b>		
Term Loan, 2.60%, Maturing January 23, 2014	2,322	2,199,186
<b>Rovi Solutions Corporation</b>		



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Term Loan, 4.00%, Maturing March 28, 2019	848	843,614
<b>SafeNet Inc.</b>		
Term Loan, 2.75%, Maturing April 12, 2014	888	872,058
<b>Semtech Corp</b>		
Term Loan, 4.25%, Maturing March 20, 2017	425	425,000

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Sensata Technologies Finance Company, LLC</b>		
Term Loan, 4.00%, Maturing May 11, 2018	3,737	\$ 3,717,398
<b>Serena Software, Inc.</b>		
Term Loan, 4.24%, Maturing March 10, 2016	3,206	3,141,979
Term Loan, 5.00%, Maturing March 10, 2016	350	349,125
<b>Shield Finance Co. S.A.R.L.</b>		
Term Loan, 6.50%, Maturing May 10, 2019	1,050	1,036,875
<b>SkillSoft Corporation</b>		
Term Loan, 6.50%, Maturing May 26, 2017	273	275,667
Term Loan, 6.50%, Maturing May 26, 2017	978	987,299
<b>Sophia, L.P.</b>		
Term Loan, 6.25%, Maturing July 19, 2018	1,446	1,457,676
<b>SS&amp;C Technologies Inc.</b>		
Term Loan, 5.00%, Maturing June 7, 2019	148	147,241
Term Loan, 5.00%, Maturing June 7, 2019	1,427	1,423,330
<b>VeriFone Inc.</b>		
Term Loan, 4.25%, Maturing December 28, 2018	522	521,282
<b>Vertafore, Inc.</b>		
Term Loan, 5.25%, Maturing July 29, 2016	2,046	2,040,009
<b>Web.com Group, Inc.</b>		
Term Loan, 7.00%, Maturing October 27, 2017	3,179	3,175,429
		<b>\$ 61,741,981</b>
<b>Equipment Leasing 0.3%</b>		
<b>BakerCorp International, Inc.</b>		
Term Loan, 4.75%, Maturing June 1, 2018	893	\$ 891,017
<b>Delos Aircraft Inc.</b>		
Term Loan, 4.75%, Maturing April 12, 2016	1,300	1,308,125
<b>Flying Fortress Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	3,475	3,496,719
		<b>\$ 5,695,861</b>
<b>Financial Intermediaries 1.9%</b>		
<b>AmWINS Group, Inc.</b>		
Term Loan, 5.75%, Maturing June 6, 2019	1,050	\$ 1,050,000
Term Loan - Second Lien, 9.25%, Maturing December 6, 2019	3,475	3,431,562
<b>Asset Acceptance Capital Corp.</b>		
Term Loan, 8.75%, Maturing November 14, 2017	1,341	1,327,219
<b>CB Richard Ellis Services, Inc.</b>		
Term Loan, 3.50%, Maturing March 5, 2018	649	643,883
Term Loan, 3.74%, Maturing September 4, 2019	613	607,345
<b>Citco III Limited</b>		
Term Loan, 5.50%, Maturing June 29, 2018	2,774	2,746,736
<b>First Data Corporation</b>		
Term Loan, 3.00%, Maturing September 24, 2014	1,000	961,563
Term Loan, 3.00%, Maturing September 24, 2014	2,346	2,256,840
Term Loan, 3.00%, Maturing September 24, 2014	2,654	2,552,145
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 4.25%, Maturing December 5, 2016	612	601,960
<b>Hamilton Lane Advisors, LLC</b>		
Term Loan, 6.50%, Maturing February 23, 2018	765	765,312

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**iPayment, Inc.**

Term Loan, 5.75%, Maturing May 8, 2017	987	992,540
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**LPL Holdings, Inc.**

Term Loan, 2.75%, Maturing March 29, 2017	815	788,719
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Term Loan, 4.00%, Maturing March 29, 2019	3,117	3,095,757
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Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Mercury Payment Systems Canada, LLC</b>		
Term Loan, 5.50%, Maturing July 3, 2017	718	\$ 721,339
<b>MIP Delaware, LLC</b>		
Term Loan, 5.50%, Maturing July 12, 2018	826	827,979
<b>Nuveen Investments, Inc.</b>		
Term Loan, 5.96%, Maturing May 12, 2017	3,653	3,598,917
Term Loan, 5.96%, Maturing May 13, 2017	1,842	1,813,273
Term Loan, 7.25%, Maturing May 13, 2017	550	550,000
<b>Oz Management LP</b>		
Term Loan, Maturing November 15, 2016 <sup>(2)</sup>	1,375	1,196,250
<b>RJO Holdings Corp.</b>		
Term Loan, 6.25%, Maturing December 10, 2015 <sup>(6)</sup>	32	26,494
Term Loan, 7.00%, Maturing December 10, 2015 <sup>(6)</sup>	1,024	793,516
<b>RPI Finance Trust</b>		
Term Loan, 4.00%, Maturing May 9, 2018	3,731	3,704,819
Term Loan, 4.00%, Maturing November 9, 2018	2,000	1,987,500
<b>Vantiv, LLC</b>		
Term Loan, 3.75%, Maturing February 27, 2019	499	498,127
		<b>\$ 37,539,795</b>
<b>Food Products 1.8%</b>		
<b>Clearwater Seafoods Limited Partnership</b>		
Term Loan, 6.75%, Maturing June 6, 2018	1,150	\$ 1,149,281
<b>Dean Foods Company</b>		
Term Loan, 1.63%, Maturing April 2, 2014	5,638	5,546,014
<b>Del Monte Foods Company</b>		
Term Loan, 4.50%, Maturing March 8, 2018	5,848	5,768,016
<b>Dole Food Company Inc.</b>		
Term Loan, 5.04%, Maturing July 6, 2018	1,057	1,057,486
<b>Hearthside Food Solutions, LLC</b>		
Term Loan, 6.50%, Maturing June 5, 2018	1,275	1,275,000
<b>High Liner Foods Incorporated</b>		
Term Loan, 7.00%, Maturing December 19, 2017	672	673,304
<b>JBS USA Holdings Inc.</b>		
Term Loan, 4.25%, Maturing May 25, 2018	1,064	1,034,983
<b>Michael Foods Group, Inc.</b>		
Term Loan, 4.25%, Maturing February 23, 2018	1,437	1,434,448
<b>NBTY, Inc.</b>		
Term Loan, 4.25%, Maturing October 2, 2017	6,321	6,307,132
<b>Pierre Foods, Inc.</b>		
Term Loan, 7.00%, Maturing September 30, 2016	2,344	2,354,581
<b>Pinnacle Foods Finance LLC</b>		
Term Loan, 2.77%, Maturing April 2, 2014	7,019	6,990,790
Term Loan, 4.75%, Maturing October 17, 2018	299	297,941
<b>Solvest Ltd.</b>		
Term Loan, 5.02%, Maturing July 6, 2018	1,891	1,892,345
		<b>\$ 35,781,321</b>
<b>Food Service 1.9%</b>		
<b>Aramark Corporation</b>		
Term Loan, 3.50%, Maturing July 26, 2016	137	\$ 135,815

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Term Loan, 3.50%, Maturing July 26, 2016	246	244,209
Term Loan, 3.50%, Maturing July 26, 2016	3,742	3,713,356
Term Loan, 3.65%, Maturing July 26, 2016	1,696	1,681,141
Term Loan, 4.27%, Maturing July 26, 2016	GBP 950	1,464,286

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Buffets, Inc.</b>		
Term Loan, 0.00%, Maturing April 21, 2015 <sup>(7)</sup>	1,572	\$ 696,844
Term Loan, 0.00%, Maturing April 22, 2015 <sup>(7)</sup>	169	74,789
<b>Burger King Corporation</b>		
Term Loan, 4.50%, Maturing October 19, 2016	5,297	5,281,243
<b>DineEquity, Inc.</b>		
Term Loan, 4.25%, Maturing October 19, 2017	2,171	2,163,590
<b>Dunkin' Brands, Inc.</b>		
Term Loan, 4.00%, Maturing November 23, 2017	2,268	2,239,962
<b>Landry's, Inc.</b>		
Term Loan, 6.50%, Maturing April 24, 2018	1,372	1,376,706
<b>NPC International, Inc.</b>		
Term Loan, 5.25%, Maturing December 28, 2018	698	699,996
<b>OSI Restaurant Partners, LLC</b>		
Term Loan, 2.49%, Maturing June 14, 2013	547	539,155
Term Loan, 2.56%, Maturing June 14, 2014	6,019	5,927,276
<b>P.F. Chang's China Bistro Inc.</b>		
Term Loan, Maturing June 25, 2019 <sup>(2)</sup>	450	452,110
<b>Sagittarius Restaurants, LLC</b>		
Term Loan, 7.51%, Maturing May 18, 2015	498	493,765
<b>Selecta</b>		
Term Loan - Second Lien, 4.48%, Maturing December 28, 2015	EUR 741	626,927
<b>U.S. Foodservice, Inc.</b>		
Term Loan, 3.00%, Maturing July 3, 2014	673	652,710
<b>US Foods, Inc.</b>		
Term Loan, 5.75%, Maturing March 31, 2017	2,294	2,222,277
<b>Weight Watchers International, Inc.</b>		
Term Loan, 3.75%, Maturing March 15, 2019	3,375	3,305,812
<b>Wendy's International, Inc.</b>		
Term Loan, 0.50%, Maturing May 15, 2019 <sup>(4)</sup>	910	905,108
Term Loan, 4.75%, Maturing May 15, 2019	1,140	1,134,215
		<b>\$ 36,031,292</b>
<b>Food/Drug Retailers 1.5%</b>		
<b>Alliance Boots Holdings Limited</b>		
Term Loan, 3.32%, Maturing July 9, 2015	EUR 1,000	\$ 1,219,032
Term Loan, 3.57%, Maturing July 9, 2015	GBP 4,950	7,390,261
<b>General Nutrition Centers, Inc.</b>		
Term Loan, 4.25%, Maturing March 2, 2018	3,400	3,393,625
<b>Pantry, Inc. (The)</b>		
Term Loan, 2.00%, Maturing May 15, 2014	288	283,904
Term Loan, 2.00%, Maturing May 15, 2014	1,002	985,881
<b>Rite Aid Corporation</b>		
Term Loan, 2.00%, Maturing June 4, 2014	5,710	5,599,813
Term Loan, 4.50%, Maturing March 2, 2018	5,065	5,004,538
<b>Sprouts Farmers Markets Holdings, LLC</b>		
Term Loan, 6.00%, Maturing April 18, 2018	748	741,560
Term Loan, 6.00%, Maturing April 18, 2018	1,350	1,333,125
<b>Supervalu Inc.</b>		
Term Loan, 4.50%, Maturing April 28, 2018	3,456	3,413,441
		<b>\$ 29,365,180</b>

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**Health Care 5.1%**

**Alere, Inc.**

Term Loan, 4.75%, Maturing June 30, 2017	474	\$	469,074
Term Loan, 4.75%, Maturing June 30, 2017	597		590,035
Term Loan, 4.75%, Maturing June 30, 2017	3,279		3,240,488

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Alliance Healthcare Services, Inc.</b>		
Term Loan, 7.25%, Maturing June 1, 2016	920	\$ 867,183
<b>Ardent Medical Services, Inc.</b>		
Term Loan, 6.50%, Maturing September 15, 2015	712	709,789
<b>Aveta, Inc.</b>		
Term Loan, 8.50%, Maturing April 4, 2017	1,300	1,297,989
Term Loan, 8.50%, Maturing April 4, 2017	1,300	1,297,989
<b>Biomet Inc.</b>		
Term Loan, 3.37%, Maturing March 25, 2015	3,810	3,764,227
<b>CareStream Health, Inc.</b>		
Term Loan, 5.00%, Maturing February 25, 2017	2,443	2,344,267
<b>Catalent Pharma Solutions</b>		
Term Loan, 4.25%, Maturing September 15, 2016	1,089	1,082,530
Term Loan, 4.38%, Maturing September 15, 2016	EUR 1,900	2,390,923
Term Loan, 5.25%, Maturing September 15, 2017	647	647,563
<b>CDRL MS, Inc.</b>		
Term Loan, 6.75%, Maturing October 3, 2016	783	783,214
<b>Community Health Systems, Inc.</b>		
Term Loan, 2.58%, Maturing July 25, 2014	5,730	5,657,009
Term Loan, 3.97%, Maturing January 25, 2017	3,453	3,401,591
<b>ConMed Corporation</b>		
Term Loan, 1.75%, Maturing April 12, 2013	227	223,550
<b>Convatec Inc.</b>		
Term Loan, 5.75%, Maturing December 22, 2016	970	966,782
<b>CRC Health Corporation</b>		
Term Loan, 4.96%, Maturing November 16, 2015	1,160	1,074,093
<b>DJO Finance LLC</b>		
Term Loan, 5.25%, Maturing November 1, 2016	1,498	1,488,388
Term Loan, 6.25%, Maturing September 15, 2017	424	421,023
<b>Drumm Investors LLC</b>		
Term Loan, 5.00%, Maturing May 4, 2018	1,980	1,885,495
<b>Emdeon, Inc.</b>		
Term Loan, 5.00%, Maturing November 2, 2018	848	848,803
<b>Emergency Medical Services Corporation</b>		
Term Loan, 5.25%, Maturing May 25, 2018	3,624	3,594,527
<b>Fenwal, Inc.</b>		
Term Loan, 2.72%, Maturing February 28, 2014	136	133,227
Term Loan, 2.72%, Maturing February 28, 2014	795	776,872
<b>Fresenius US Finance I Inc.</b>		
Term Loan, 3.25%, Maturing September 10, 2014	353	352,174
Term Loan, 3.25%, Maturing September 10, 2014	617	617,224
<b>Grifols Inc.</b>		
Term Loan, 4.50%, Maturing June 1, 2017	3,217	3,193,255
<b>HCA, Inc.</b>		
Term Loan, 3.71%, Maturing March 31, 2017	5,961	5,804,038
Term Loan, 3.50%, Maturing May 1, 2018	2,152	2,093,513
<b>Health Management Associates, Inc.</b>		
Term Loan, 4.50%, Maturing November 16, 2018	4,259	4,229,954
<b>Iasis Healthcare LLC</b>		
Term Loan, 5.00%, Maturing May 3, 2018	1,778	1,750,838
<b>Immucor, Inc.</b>		
Term Loan, 7.25%, Maturing August 17, 2018	744	750,423
<b>inVentiv Health, Inc.</b>		
Term Loan, 6.50%, Maturing August 4, 2016	3,464	3,258,154



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Term Loan, 6.75%, Maturing May 15, 2018	1,337	1,254,082
<b>Kindred Healthcare, Inc.</b>		
Term Loan, 5.25%, Maturing June 1, 2018	1,733	1,653,094

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Kinetic Concepts, Inc.</b>		
Term Loan, 7.00%, Maturing May 4, 2018	3,731	\$ 3,764,831
<b>LHP Hospital Group, INC.</b>		
Term Loan, Maturing June 25, 2018 <sup>(2)</sup>	600	576,000
<b>Lifepoint Hospitals, Inc.</b>		
Term Loan, 3.00%, Maturing April 15, 2015	2,901	2,900,884
<b>MedAssets, Inc.</b>		
Term Loan, 5.25%, Maturing November 16, 2016	905	907,035
<b>Medpace, Inc.</b>		
Term Loan, 6.50%, Maturing June 16, 2017	886	850,182
<b>Multiplan, Inc.</b>		
Term Loan, 4.75%, Maturing August 26, 2017	3,407	3,364,732
<b>MX USA, Inc.</b>		
Term Loan, 6.50%, Maturing April 28, 2017	599	595,508
<b>Pharmaceutical Product Development, Inc.</b>		
Term Loan, 6.25%, Maturing December 5, 2018	2,065	2,078,561
<b>Physiotherapy Associates Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing April 30, 2018	325	325,406
<b>Radnet Management, Inc.</b>		
Term Loan, 5.75%, Maturing April 6, 2016	2,334	2,310,597
<b>Select Medical Corporation</b>		
Term Loan, 5.50%, Maturing June 1, 2018	3,218	3,131,699
<b>Sheridan Holdings, Inc.</b>		
Term Loan, Maturing June 19, 2019 <sup>(2)</sup>	1,100	1,089,000
<b>Sunrise Medical Holdings B.V.</b>		
Term Loan, 6.75%, Maturing May 13, 2014	EUR 735	894,103
<b>Thomson Reuters (Healthcare) Inc.</b>		
Term Loan, 6.75%, Maturing June 6, 2019	3,000	2,992,500
<b>TriZetto Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 2, 2018	1,559	1,525,466
<b>Universal Health Services, Inc.</b>		
Term Loan, 3.75%, Maturing November 15, 2016	983	971,060
<b>Valeant Pharmaceuticals International, Inc.</b>		
Term Loan, 4.75%, Maturing February 13, 2019	875	863,844
Term Loan, 4.75%, Maturing February 13, 2019	1,022	1,006,334
<b>Vanguard Health Holding Co. II, LLC</b>		
Term Loan, 5.00%, Maturing January 29, 2016	1,228	1,227,265
<b>VWR Funding, Inc.</b>		
Term Loan, 2.75%, Maturing June 30, 2014	1,128	1,113,530
Term Loan, 4.50%, Maturing April 28, 2017	1,128	1,117,758
		<b>\$ 98,519,675</b>
<b>Home Furnishings 0.4%</b>		
<b>Hunter Fan Company</b>		
Term Loan, 2.75%, Maturing April 16, 2014	467	\$ 433,601
Term Loan - Second Lien, 7.00%, Maturing October 16, 2014	500	410,834
<b>National Bedding Company LLC</b>		
Term Loan, 4.01%, Maturing November 28, 2013	3,224	3,227,729
Term Loan - Second Lien, 5.25%, Maturing February 28, 2014	2,550	2,534,063
<b>Oreck Corporation</b>		
Term Loan - Second Lien, 3.97%, Maturing March 19, 2016 <sup>(6)</sup>	527	474,489
<b>Sofia III S.a.r.l.</b>		
Term Loan, 2.88%, Maturing June 24, 2016	EUR 374	416,256

\$ 7,496,972

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Industrial Equipment 0.6%</b>		
<b>Colfax Corporation</b>		
Term Loan, 4.50%, Maturing January 11, 2019	1,343	\$ 1,343,810
<b>Generac Power Systems, Inc.</b>		
Term Loan, 6.25%, Maturing May 30, 2018	1,650	1,643,124
<b>Grede LLC</b>		
Term Loan, 7.00%, Maturing April 3, 2017	850	843,625
<b>Husky Injection Molding Systems Ltd.</b>		
Term Loan, 6.54%, Maturing June 29, 2018	958	963,925
<b>Kion Group GMBH</b>		
Term Loan, 3.60%, Maturing December 23, 2014 <sup>(5)</sup>	259	234,043
Term Loan, 4.24%, Maturing December 23, 2014 <sup>(5)</sup>	EUR 849	978,958
Term Loan, 3.74%, Maturing December 29, 2014 <sup>(5)</sup>	EUR 457	527,132
Term Loan, 4.10%, Maturing December 23, 2015 <sup>(5)</sup>	259	234,043
Term Loan, 4.24%, Maturing December 29, 2015 <sup>(5)</sup>	EUR 457	527,132
Term Loan, 4.24%, Maturing December 29, 2015 <sup>(5)</sup>	EUR 849	978,958
<b>Manitowoc Company, Inc. (The)</b>		
Term Loan, 4.25%, Maturing November 13, 2017	602	601,142
<b>Schaeffler AG</b>		
Term Loan, 6.00%, Maturing January 27, 2017	1,175	1,176,828
<b>Unifrax Corporation</b>		
Term Loan, 6.50%, Maturing November 28, 2018	597	604,968
		<b>\$ 10,657,688</b>
<b>Insurance 1.0%</b>		
<b>Alliant Holdings I, Inc.</b>		
Term Loan, 3.46%, Maturing August 21, 2014	2,632	\$ 2,634,766
<b>Applied Systems, Inc.</b>		
Term Loan, 5.50%, Maturing December 8, 2016	623	621,100
Term Loan, 5.50%, Maturing December 8, 2016	952	950,812
<b>Asurion LLC</b>		
Term Loan, 5.50%, Maturing May 24, 2018	7,799	7,783,133
Term Loan - Second Lien, 9.00%, Maturing May 24, 2019	1,175	1,205,109
<b>Hub International Limited</b>		
Term Loan, 4.75%, Maturing June 13, 2017	1,141	1,145,160
<b>Sedgwick CMS Holdings, Inc.</b>		
Term Loan, 5.00%, Maturing December 30, 2016	659	653,686
<b>USI Holdings Corporation</b>		
Term Loan, 2.75%, Maturing May 5, 2014	2,595	2,568,234
Term Loan, 7.00%, Maturing May 5, 2014	972	970,057
		<b>\$ 18,532,057</b>
<b>Leisure Goods/Activities/Movies 2.0%</b>		
<b>Alpha D2 Limited</b>		
Term Loan, 5.75%, Maturing April 28, 2017	2,095	\$ 2,096,994
<b>AMC Entertainment, Inc.</b>		
Term Loan, 3.50%, Maturing December 15, 2016	1,650	1,647,334
Term Loan, 4.25%, Maturing February 22, 2018	1,020	1,018,090
<b>AMC Networks Inc.</b>		
Term Loan, 4.00%, Maturing December 31, 2018	1,460	1,449,298
<b>Bombardier Recreational Products, Inc.</b>		

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Term Loan, 4.60%, Maturing June 28, 2016	2,825	2,807,123
<b>Bright Horizons Family Solutions, Inc.</b>		
Term Loan, 4.25%, Maturing May 28, 2015	237	235,581
<b>Cedar Fair, L.P.</b>		
Term Loan, 4.00%, Maturing December 15, 2017	2,379	2,376,589

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Cinemark USA, Inc.</b>		
Term Loan, 3.55%, Maturing April 29, 2016	3,624	\$ 3,610,384
<b>Clubcorp Club Operations, Inc.</b>		
Term Loan, 6.00%, Maturing November 30, 2016	1,985	1,994,811
<b>Live Nation Entertainment, Inc.</b>		
Term Loan, 4.50%, Maturing November 7, 2016	5,262	5,261,847
<b>Regal Cinemas, Inc.</b>		
Term Loan, 3.29%, Maturing August 23, 2017	3,940	3,910,450
<b>Revolution Studios Distribution Company, LLC</b>		
Term Loan, 4.00%, Maturing December 21, 2014	1,392	1,110,702
Term Loan - Second Lien, 7.25%, Maturing June 21, 2015 <sup>(6)</sup>	2,050	873,505
<b>SeaWorld Parks &amp; Entertainment, Inc.</b>		
Term Loan, 3.00%, Maturing February 17, 2016	959	954,460
Term Loan, 4.00%, Maturing August 17, 2017	1,577	1,569,269
<b>Six Flags Theme Parks, Inc.</b>		
Term Loan, 4.25%, Maturing December 20, 2018	4,700	4,674,385
<b>Town Sports International Inc.</b>		
Term Loan, 7.00%, Maturing May 11, 2018	970	982,289
<b>Zuffa LLC</b>		
Term Loan, 2.25%, Maturing June 19, 2015	1,447	1,403,300
Term Loan, 7.50%, Maturing June 19, 2015	1,496	1,503,671
		<b>\$ 39,480,082</b>
<b>Lodging and Casinos 0.7%</b>		
<b>Affinity Gaming, LLC</b>		
Term Loan, 5.50%, Maturing November 9, 2017	1,696	\$ 1,695,750
<b>Ameristar Casinos, Inc.</b>		
Term Loan, 4.00%, Maturing April 16, 2018	980	981,661
<b>Caesars Entertainment Operating Company</b>		
Term Loan, 5.50%, Maturing January 26, 2018	3,683	3,270,325
<b>Gala Group LTD</b>		
Term Loan, 5.63%, Maturing May 30, 2018	GBP 1,775	2,446,328
<b>Isle of Capri Casinos, Inc.</b>		
Term Loan, 4.75%, Maturing November 1, 2013	864	867,115
<b>Las Vegas Sands LLC</b>		
Term Loan, 2.75%, Maturing November 23, 2016	613	597,184
Term Loan, 2.75%, Maturing November 23, 2016	2,249	2,186,865
<b>LodgeNet Entertainment Corporation</b>		
Term Loan, 6.50%, Maturing April 4, 2014	533	423,522
<b>Penn National Gaming, Inc.</b>		
Term Loan, 3.75%, Maturing July 16, 2018	1,213	1,214,009
<b>Pinnacle Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing March 19, 2019	599	597,659
<b>Tropicana Entertainment Inc.</b>		
Term Loan, 7.50%, Maturing March 16, 2018	150	149,251
		<b>\$ 14,429,669</b>
<b>Nonferrous Metals/Minerals 0.7%</b>		
<b>Arch Coal Inc.</b>		
Term Loan, 5.75%, Maturing May 16, 2018	2,525	\$ 2,484,870
<b>Fairmount Minerals LTD</b>		

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Term Loan, 5.25%, Maturing March 15, 2017	5,327	5,303,943
<b>Noranda Aluminum Acquisition Corporation</b>		
Term Loan, 5.75%, Maturing February 24, 2019	1,047	1,053,921
<b>Novelis, Inc.</b>		
Term Loan, 4.00%, Maturing March 10, 2017	695	683,026

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Term Loan, 4.00%, Maturing March 10, 2017</b>	2,069	\$ 2,033,594
<b>Oxbow Carbon and Mineral Holdings LLC</b>		
Term Loan, 3.85%, Maturing May 8, 2016	1,384	1,385,765
<b>Waupaca Foundry, Inc.</b>		
Term Loan, Maturing June 29, 2017 <sup>(2)</sup>	700	698,688
		<b>\$ 13,643,807</b>
<b>Oil and Gas 1.0%</b>		
<b>Buffalo Gulf Coast Terminals LLC</b>		
Term Loan, 7.50%, Maturing October 31, 2017	596	\$ 596,244
<b>Citgo Petroleum Corporation</b>		
Term Loan, 8.00%, Maturing June 24, 2015	493	497,786
Term Loan, 9.00%, Maturing June 23, 2017	490	496,125
<b>Crestwood Holdings LLC</b>		
Term Loan, 9.75%, Maturing March 26, 2018	1,175	1,183,323
<b>Energy Transfer Equity, L.P.</b>		
Term Loan, 3.75%, Maturing March 24, 2017	2,725	2,672,933
<b>Frac Tech International LLC</b>		
Term Loan, 6.25%, Maturing May 6, 2016	3,163	2,900,159
<b>Gibson Energy ULC</b>		
Term Loan, 4.75%, Maturing June 15, 2018	2,469	2,471,899
<b>MEG Energy Corp.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	1,141	1,137,095
<b>Obsidian Holdings LLC</b>		
Term Loan, 6.75%, Maturing November 2, 2015	2,099	2,082,213
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	991	996,057
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 6.50%, Maturing April 20, 2017	133	133,252
Term Loan, 6.50%, Maturing April 20, 2017	218	218,157
Term Loan, 6.50%, Maturing April 20, 2017	1,643	1,646,369
<b>Tervita Corporation</b>		
Term Loan, 6.50%, Maturing October 17, 2014	547	548,618
Term Loan, 3.25%, Maturing November 14, 2014	1,492	1,447,049
		<b>\$ 19,027,279</b>
<b>Publishing 1.5%</b>		
<b>Ascend Learning, Inc.</b>		
Term Loan, 5.75%, Maturing May 23, 2017	2,050	\$ 2,032,704
<b>Aster Zweite Beteiligungs GmbH</b>		
Term Loan, 5.97%, Maturing December 30, 2014	EUR 429	513,930
Term Loan, 5.72%, Maturing December 31, 2014	243	226,545
Term Loan, 5.72%, Maturing December 31, 2014	655	610,508
Term Loan, 5.97%, Maturing December 31, 2014	EUR 479	574,432
Term Loan, 7.93%, Maturing June 30, 2016	EUR 1,500	1,585,038
<b>Cengage Learning Acquisitions, Inc.</b>		
Term Loan, 2.50%, Maturing July 3, 2014	1,650	1,535,109
<b>GateHouse Media Operating, Inc.</b>		
Term Loan, 2.25%, Maturing August 28, 2014	2,909	918,286
Term Loan, 2.25%, Maturing August 28, 2014	4,131	1,303,756
Term Loan, 2.50%, Maturing August 28, 2014	960	303,006



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**Getty Images, Inc.**

Term Loan, 4.02%, Maturing November 2, 2015	571	571,549
Term Loan, 5.26%, Maturing November 7, 2016	1,895	1,899,925

**Interactive Data Corp**

Term Loan, 4.50%, Maturing February 12, 2018	3,097	3,051,774
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Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Laureate Education, Inc.</b>		
Term Loan, 5.25%, Maturing August 15, 2018	6,317	\$ 6,077,086
<b>Medianews Group</b>		
Term Loan, 8.50%, Maturing March 19, 2014	141	136,416
<b>Merrill Communications, LLC</b>		
Term Loan, 7.75%, Maturing December 24, 2012	1,382	1,302,467
<b>Nelson Education Ltd.</b>		
Term Loan, 2.96%, Maturing July 3, 2014	624	537,401
<b>Nielsen Finance LLC</b>		
Term Loan, 3.49%, Maturing May 2, 2016	1,975	1,962,879
<b>Penton Media, Inc.</b>		
Term Loan, 5.00%, Maturing August 1, 2014 <sup>(5)</sup>	968	738,836
<b>SGS International, Inc.</b>		
Term Loan, 3.75%, Maturing September 30, 2013	578	576,028
<b>Source Interlink Companies, Inc.</b>		
Term Loan, 15.00%, Maturing March 18, 2014 <sup>(5)(6)</sup>	889	533,355
Term Loan - Second Lien, 7.25%, Maturing June 18, 2013	1,113	1,068,926
<b>Star Tribune Company (The)</b>		
Term Loan, 8.00%, Maturing September 28, 2014	19	17,355
Term Loan, 8.00%, Maturing September 29, 2014	25	23,141
		<b>\$ 28,100,452</b>
<b>Radio and Television 1.3%</b>		
<b>Clear Channel Communications, Inc.</b>		
Term Loan, 3.90%, Maturing January 28, 2016	984	\$ 785,414
<b>Cumulus Media, Inc.</b>		
Term Loan, 5.75%, Maturing September 17, 2018	4,526	4,525,962
<b>Entercom Radio, LLC</b>		
Term Loan, 6.25%, Maturing November 23, 2018	572	574,621
<b>Foxco Acquisition Sub, LLC</b>		
Term Loan, 4.75%, Maturing July 14, 2015	815	812,872
<b>Gray Television, Inc.</b>		
Term Loan, 3.74%, Maturing December 31, 2014	1,730	1,715,661
<b>LIN Television Corp.</b>		
Term Loan, 5.00%, Maturing December 21, 2018	597	598,493
<b>Local TV Finance, LLC</b>		
Term Loan, 4.25%, Maturing May 7, 2015	1,712	1,694,902
<b>Mission Broadcasting, Inc.</b>		
Term Loan, 5.00%, Maturing September 30, 2016	650	649,740
<b>Nexstar Broadcasting, Inc.</b>		
Term Loan, 5.00%, Maturing September 30, 2016	2,991	2,991,201
<b>Raycom TV Broadcasting, Inc.</b>		
Term Loan, 4.50%, Maturing May 31, 2017	916	904,303
<b>Sinclair Television Group Inc.</b>		
Term Loan, 4.00%, Maturing October 28, 2016	759	757,430
<b>Tyrol Acquisitions 2 SAS</b>		
Term Loan, 4.38%, Maturing January 29, 2016	EUR 750	810,216
Term Loan, 4.38%, Maturing January 29, 2016	EUR 750	810,216
<b>Univision Communications Inc.</b>		
Term Loan, 4.50%, Maturing March 31, 2017	6,049	5,714,662
<b>Weather Channel</b>		
Term Loan, 4.25%, Maturing February 13, 2017	1,249	1,249,806



Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Rail Industries 0.0%</b> <sup>(3)</sup>		
<b>RailAmerica, Inc.</b>		
Term Loan, 4.00%, Maturing March 1, 2019	798	\$ 798,000
		<b>\$ 798,000</b>
<b>Retailers (Except Food and Drug) 1.5%</b>		
<b>99 Cents Only Stores</b>		
Term Loan, 5.25%, Maturing January 11, 2019	522	\$ 523,031
<b>AMSCAN Holdings, Inc.</b>		
Term Loan, 6.75%, Maturing December 4, 2017	2,481	2,481,837
<b>Ascena Retail Group, Inc.</b>		
Term Loan, 4.75%, Maturing June 14, 2018	950	951,781
<b>FTD, Inc.</b>		
Term Loan, 4.75%, Maturing June 11, 2018	1,300	1,288,317
<b>Harbor Freight Tools USA, Inc.</b>		
Term Loan, 5.50%, Maturing November 14, 2017	1,050	1,047,900
<b>J Crew Group, Inc.</b>		
Term Loan, 4.75%, Maturing March 7, 2018	2,673	2,637,193
<b>Jo-Ann Stores, Inc.</b>		
Term Loan, 4.75%, Maturing March 16, 2018	2,620	2,593,616
<b>Michaels Stores, Inc.</b>		
Term Loan, 5.00%, Maturing July 29, 2016	926	924,029
<b>Neiman Marcus Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 16, 2018	3,250	3,220,191
<b>Petco Animal Supplies, Inc.</b>		
Term Loan, 4.50%, Maturing November 24, 2017	2,440	2,424,140
<b>Pilot Travel Centers LLC</b>		
Term Loan, 4.25%, Maturing March 30, 2018	1,676	1,678,404
<b>Savers, Inc.</b>		
Term Loan, 5.25%, Maturing March 3, 2017	1,069	1,070,132
Term Loan, Maturing June 27, 2019 <sup>(2)</sup>	725	725,000
<b>ServiceMaster Company</b>		
Term Loan, 2.75%, Maturing July 24, 2014	289	285,474
Term Loan, 2.79%, Maturing July 24, 2014	2,899	2,866,746
<b>Visant Holding Corp.</b>		
Term Loan, 5.25%, Maturing December 22, 2016	1,295	1,256,232
<b>Vivarte SA</b>		
Term Loan, 2.94%, Maturing March 9, 2015	EUR 31	31,595
Term Loan, 2.94%, Maturing March 9, 2015	EUR 122	122,870
Term Loan, 2.94%, Maturing March 9, 2015	EUR 781	789,176
Term Loan, 3.57%, Maturing March 8, 2016	EUR 31	31,595
Term Loan, 3.57%, Maturing March 8, 2016	EUR 122	122,870
Term Loan, 3.57%, Maturing March 8, 2016	EUR 781	789,176
<b>Wolverine Worldwide, Inc.</b>		
Term Loan, Maturing June 26, 2019 <sup>(2)</sup>	575	576,797
		<b>\$ 28,438,102</b>
<b>Steel 0.1%</b>		
<b>JMC Steel Group, Inc.</b>		
Term Loan, 4.75%, Maturing April 3, 2017	642	\$ 642,666
<b>SunCoke Energy, Inc.</b>		

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Term Loan, 4.00%, Maturing July 26, 2018	545	544,501
<b>WireCo WorldGroup, Inc.</b>		
Term Loan, Maturing February 15, 2017 <sup>(2)</sup>	700	693,000
		<b>\$ 1,880,167</b>

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Surface Transport 0.3%</b>		
<b>Hertz Corporation (The)</b>		
Term Loan, 3.75%, Maturing March 9, 2018	3,308	\$ 3,275,044
<b>Swift Transportation Co. Inc.</b>		
Term Loan, 3.99%, Maturing December 21, 2016	1,313	1,313,583
Term Loan, 5.00%, Maturing December 21, 2017	1,933	1,941,073
		<b>\$ 6,529,700</b>
<b>Telecommunications 2.1%</b>		
<b>Cellular South, Inc.</b>		
Term Loan, 4.50%, Maturing July 27, 2017	918	\$ 913,472
<b>Crown Castle International Corporation</b>		
Term Loan, 4.00%, Maturing January 31, 2019	1,915	1,887,478
<b>ERC Luxembourg Holdings Limited</b>		
Term Loan, 3.26%, Maturing September 30, 2014 <sup>(5)</sup>	EUR 1,811	1,483,758
Term Loan, 3.51%, Maturing September 30, 2015 <sup>(5)</sup>	EUR 1,812	1,485,007
<b>Intelsat Jackson Holdings S.A.</b>		
Term Loan, 5.25%, Maturing April 2, 2018	10,445	10,411,809
<b>IPC Systems, Inc.</b>		
Term Loan, 3.15%, Maturing May 31, 2014	GBP 1,326	2,027,056
<b>Macquarie UK Broadcast Limited</b>		
Term Loan, 3.12%, Maturing December 1, 2014	GBP 1,071	1,506,070
<b>MetroPCS Wireless, Inc.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	7,115	6,969,099
<b>NTELOS Inc.</b>		
Term Loan, 4.00%, Maturing August 7, 2015	1,211	1,201,387
<b>Oberthur Technologies Holding SAS</b>		
Term Loan, 6.25%, Maturing March 30, 2019	575	559,187
<b>SBA Finance</b>		
Term Loan, 3.75%, Maturing June 29, 2018	1,015	1,009,042
<b>Syniverse Holdings, Inc.</b>		
Term Loan, 5.00%, Maturing April 23, 2019	1,950	1,940,250
<b>Telesat LLC</b>		
Term Loan, 4.25%, Maturing March 28, 2019	3,950	3,915,437
<b>TowerCo Finance LLC</b>		
Term Loan, 4.50%, Maturing February 2, 2017	642	645,887
<b>Windstream Corporation</b>		
Term Loan, 3.24%, Maturing December 17, 2015	3,841	3,823,112
		<b>\$ 39,778,051</b>
<b>Utilities 0.9%</b>		
<b>AES Corporation</b>		
Term Loan, 4.25%, Maturing June 1, 2018	2,740	\$ 2,744,228
<b>Calpine Corporation</b>		
Term Loan, 4.50%, Maturing April 2, 2018	1,015	1,008,831
Term Loan, 4.50%, Maturing April 2, 2018	2,617	2,605,426
<b>Dynegy Midwest Generation LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	546	559,522
<b>Dynegy Power, LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	993	1,024,756
<b>Invenergy LLC</b>		

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Term Loan, 9.00%, Maturing November 21, 2017	761	761,198
<b>LS Power Funding Corp.</b>		
Term Loan, Maturing June 28, 2019 <sup>(2)</sup>	1,225	1,212,750
<b>NRG Energy, Inc.</b>		
Term Loan, 4.00%, Maturing July 2, 2018	4,703	4,680,295

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Texas Competitive Electric Holdings Company, LLC</b>		
Term Loan, 4.74%, Maturing October 10, 2017	5,000	\$ 2,999,291
		<b>\$ 17,596,297</b>

**Total Senior Floating-Rate Interests**  
(identified cost \$864,781,791) **\$ 854,412,991**

**Corporate Bonds & Notes 51.2%**

Security	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Aerospace and Defense 0.5%</b>		
<b>Alliant Techsystems, Inc.</b>		
6.875%, 9/15/20	760	\$ 813,200
<b>Huntington Ingalls Industries, Inc.</b>		
6.875%, 3/15/18 <sup>(8)</sup>	825	864,188
7.125%, 3/15/21 <sup>(8)</sup>	2,025	2,126,250
<b>TransDigm, Inc.</b>		
7.75%, 12/15/18	5,845	6,444,112
		<b>\$ 10,247,750</b>

**Agriculture 0.1%**

<b>Lorillard Tobacco Co., Sr. Notes</b>		
6.875%, 5/1/20	1,000	\$ 1,185,128
		<b>\$ 1,185,128</b>

**Automotive 1.0%**

<b>Affinia Group, Inc., Sr. Notes</b>		
10.75%, 8/15/16 <sup>(8)</sup>	2,635	\$ 2,862,269
<b>Allison Transmission, Inc.</b>		
7.125%, 5/15/19 <sup>(8)</sup>	1,040	1,089,400
<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b>		
9.25%, 1/15/17 <sup>(8)</sup>	1,174	1,317,815
<b>Chrysler Group, LLC, Sr. Notes</b>		
8.25%, 6/15/21	1,835	1,894,638
<b>Kia Motors Corp., Sr. Notes</b>		
3.625%, 6/14/16 <sup>(8)</sup>	1,400	1,439,320
<b>Meritor, Inc.</b>		
8.125%, 9/15/15	1,450	1,535,188
10.625%, 3/15/18	2,055	2,193,712
<b>Tomkins, LLC/Tomkins, Inc.</b>		
9.00%, 10/1/18	2,227	2,488,672
<b>Tower Automotive Holdings USA, LLC/TA Holding Finance, Inc., Sr. Notes</b>		
10.625%, 9/1/17 <sup>(8)</sup>	2,821	3,004,365
<b>Visteon Corp.</b>		
6.75%, 4/15/19	675	659,813



\$ 18,485,192

<b>Banks and Thrifts 0.5%</b>		
<b>Bank of America N.A.</b>		
5.30%, 3/15/17	1,805	\$ 1,881,965
<b>Bank of America NA, Sr. Notes</b>		
7.625%, 6/1/19	400	471,258
5.625%, 7/1/20	1,030	1,105,248

	Principal Amount*		Value
Security	(000 s omitted)		
<b>Barclays Bank PLC</b>			
6.05%, 12/4/17 <sup>(8)</sup>	550	\$	558,545
<b>Citigroup, Inc.</b>			
6.875%, 3/5/38	350		430,050
<b>DBS Bank, Ltd., Sr. Sub. Notes</b>			
3.625% to 9/21/17, 9/21/22 <sup>(8)(9)</sup>	680		683,282
<b>Fifth Third Bancorp</b>			
8.25%, 3/1/38	360		490,674
<b>HBOS PLC</b>			
6.75%, 5/21/18 <sup>(8)</sup>	435		411,083
<b>HSBC Holdings PLC</b>			
6.50%, 5/2/36	825		913,462
<b>Regions Financial Corp., Sr. Notes</b>			
5.75%, 6/15/15	450		473,625
<b>Royal Bank of Scotland Group PLC</b>			
5.05%, 1/8/15	340		339,713
<b>Standard Chartered Bank, Sr. Notes</b>			
6.40%, 9/26/17 <sup>(8)</sup>	1,075		1,199,657
<b>Zions Bancorporation</b>			
6.00%, 9/15/15	1,600		1,662,951
		\$	<b>10,621,513</b>
<b>Beverage and Tobacco 0.1%</b>			
<b>Constellation Brands, Inc., Sr. Notes</b>			
6.00%, 5/1/22	1,530	\$	1,648,575
<b>Diageo Investment Corp., Sr. Notes</b>			
4.25%, 5/11/42	335		356,602
		\$	<b>2,005,177</b>
<b>Broadcast Radio and Television 0.2%</b>			
<b>Clear Channel Worldwide Holdings, Inc.</b>			
9.25%, 12/15/17	1,550	\$	1,697,250
7.625%, 3/15/20 <sup>(8)</sup>	470		452,375
<b>LBI Media, Inc., Sr. Notes</b>			
9.25%, 4/15/19 <sup>(8)</sup>	1,830		1,564,650
		\$	<b>3,714,275</b>
<b>Brokers, Dealers and Investment Houses 0.4%</b>			
<b>Alliance Data Systems Corp., Sr. Notes</b>			
6.375%, 4/1/20 <sup>(8)</sup>	1,210	\$	1,246,300
<b>Macquarie Bank, Ltd.</b>			
6.625%, 4/7/21 <sup>(8)</sup>	550		552,742
<b>Morgan Stanley, Sr. Notes</b>			
7.30%, 5/13/19	1,100		1,190,518
<b>Neuberger Berman Group, LLC/Neuberger Berman Finance Corp., Sr. Notes</b>			
5.625%, 3/15/20 <sup>(8)</sup>	4,335		4,540,912
		\$	<b>7,530,472</b>
<b>Building and Development 1.2%</b>			

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**Building Materials Corp. of America, Sr. Notes**

6.75%, 5/1/21 <sup>(8)</sup>	3,945	\$	4,231,012
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**CB Richard Ellis Service, Inc.**

6.625%, 10/15/20	3,270		3,482,550
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**CB Richard Ellis Service, Inc., Sr. Sub. Notes**

11.625%, 6/15/17	9,415		10,733,100
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	Principal Amount*		Value
Security	(000 s omitted)		
<b>Interface, Inc., Sr. Notes</b>			
7.625%, 12/1/18	860	\$	920,200
<b>Lowe's Cos., Inc., Sr. Notes</b>			
1.625%, 4/15/17	1,000		1,009,003
<b>Nortek, Inc., Sr. Notes</b>			
10.00%, 12/1/18	1,905		2,009,775
8.50%, 4/15/21	820		805,650
		\$	<b>23,191,290</b>
<b>Business Equipment and Services 2.8%</b>			
<b>Avis Budget Car Rental, LLC/Avis Budget Finance, Inc.</b>			
9.625%, 3/15/18	3,230	\$	3,553,000
8.25%, 1/15/19 <sup>(8)</sup>	550		592,625
9.75%, 3/15/20	4,410		4,922,662
<b>Carlson Wagonlit BV</b>			
6.875%, 6/15/19 <sup>(8)</sup>	2,400		2,472,000
<b>Catalina Marketing Corp.</b>			
10.50%, 10/1/15 <sup>(8)</sup>	3,255		3,173,625
11.625%, 10/1/17 <sup>(8)</sup>	4,150		3,714,250
<b>Education Management, LLC, Sr. Notes</b>			
8.75%, 6/1/14	6,365		5,696,675
<b>MDC Holdings, Inc.</b>			
5.625%, 2/1/20	555		554,635
<b>MDC Partners, Inc.</b>			
11.00%, 11/1/16	1,145		1,225,150
<b>RSC Equipment Rental, Inc.</b>			
10.25%, 11/15/19	1,525		1,723,250
8.25%, 2/1/21	440		470,800
<b>Sitel, LLC/Sitel Finance Corp., Sr. Notes</b>			
11.50%, 4/1/18	915		656,513
<b>SSI Investments II, Sr. Notes</b>			
11.125%, 6/1/18	4,605		5,192,137
<b>TransUnion Holding Co., Inc., Sr. Notes</b>			
9.625%, 6/15/18 <sup>(5)(8)</sup>	3,925		4,258,625
<b>TransUnion LLC/TransUnion Financing Corp.</b>			
11.375%, 6/15/18 <sup>(8)</sup>	3,880		4,583,250
<b>United Rentals North America, Inc.</b>			
10.875%, 6/15/16	3,460		3,905,475
<b>UR Financing Escrow Corp.</b>			
7.625%, 4/15/22 <sup>(8)</sup>	2,960		3,108,000
<b>UR Financing Escrow Corp., Sr. Notes</b>			
7.375%, 5/15/20 <sup>(8)</sup>	4,375		4,582,813
		\$	<b>54,385,485</b>
<b>Cable and Satellite Television 1.2%</b>			
<b>Cablevision Systems Corp., Sr. Notes</b>			
8.625%, 9/15/17	2,135	\$	2,391,200
7.75%, 4/15/18	1,055		1,128,850
<b>CCO Holdings, LLC/CCO Capital Corp.</b>			
7.875%, 4/30/18	1,425		1,556,813
7.00%, 1/15/19	420		455,700

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8.125%, 4/30/20 <sup>(8)</sup>	365	408,800
7.375%, 6/1/20	2,110	2,328,912
<b>Comcast Corp.</b>		
6.95%, 8/15/37	595	767,705

	Principal Amount*	Value
Security	(000 s omitted)	
<b>CSC Holdings, LLC, Sr. Notes</b>		
6.75%, 11/15/21 <sup>(8)</sup>	2,780	\$ 2,974,600
<b>Mediacom Broadband Corp., Sr. Notes</b>		
8.50%, 10/15/15	3,290	3,396,925
<b>Mediacom, LLC/Mediacom Capital Corp., Sr. Notes</b>		
9.125%, 8/15/19	785	865,463
<b>Time Warner Cable, Inc.</b>		
8.75%, 2/14/19	1,055	1,405,301
<b>UPCB Finance V, Ltd., Sr. Notes</b>		
7.25%, 11/15/21 <sup>(8)</sup>	3,055	3,207,750
<b>UPCB Finance VI, Ltd., Sr. Notes</b>		
6.875%, 1/15/22 <sup>(8)</sup>	2,025	2,075,625
		<b>\$ 22,963,644</b>
<b>Chemicals and Plastics 1.8%</b>		
<b>Celanese US Holdings, LLC</b>		
6.625%, 10/15/18 <sup>(8)</sup>	880	\$ 961,400
5.875%, 6/15/21	940	1,009,325
<b>CF Industries, Inc., Sr. Notes</b>		
6.875%, 5/1/18	2,990	3,554,363
7.125%, 5/1/20	2,230	2,720,600
<b>Chemtura Corp.</b>		
7.875%, 9/1/18	2,185	2,307,906
<b>Ineos Finance PLC, Sr. Notes</b>		
7.25%, 2/15/19 <sup>(8)</sup>	EUR 1,000	1,259,172
8.375%, 2/15/19 <sup>(8)</sup>	3,700	3,838,750
7.50%, 5/1/20 <sup>(8)</sup>	850	860,625
<b>Kraton Polymers, LLC, Sr. Notes</b>		
6.75%, 3/1/19	940	984,650
<b>LyondellBasell Industries N.V., Sr. Notes</b>		
5.00%, 4/15/19 <sup>(8)</sup>	5,010	5,279,287
5.75%, 4/15/24 <sup>(8)</sup>	4,350	4,676,250
<b>NOVA Chemicals Corp., Sr. Notes</b>		
8.375%, 11/1/16	1,960	2,190,300
<b>Polymer Group, Inc., Sr. Notes</b>		
7.75%, 2/1/19 <sup>(8)</sup>	320	339,600
<b>PolyOne Corp., Sr. Notes</b>		
7.375%, 9/15/20	585	623,025
<b>Polypore International, Inc.</b>		
7.50%, 11/15/17	760	810,350
<b>Scotts Miracle-Gro Co. (The)</b>		
7.25%, 1/15/18	785	851,725
<b>Solutia, Inc.</b>		
8.75%, 11/1/17	1,725	1,942,781
<b>Taminco Global Chemical Corp.</b>		
9.75%, 3/31/20 <sup>(8)</sup>	550	567,875
<b>Vertellus Specialties, Inc., Sr. Notes</b>		
9.375%, 10/1/15 <sup>(8)</sup>	1,250	1,034,375
		<b>\$ 35,812,359</b>
<b>Clothing/Textiles 0.4%</b>		

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**Oxford Industries, Inc., Sr. Notes**

11.375%, 7/15/15	3,476	\$	3,688,940
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**Phillips-Van Heusen Corp., Sr. Notes**

7.75%, 11/15/23	3,740		4,358,035
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		\$	<b>8,046,975</b>
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	Principal Amount*	Value
Security	(000 s omitted)	
<b>Conglomerates 0.4%</b>		
<b>Amsted Industries, Inc., Sr. Notes</b>		
8.125%, 3/15/18 <sup>(8)</sup>	3,220	\$ 3,421,250
<b>Spectrum Brands, Inc., Sr. Notes</b>		
9.50%, 6/15/18 <sup>(8)</sup>	1,090	1,237,150
6.75%, 3/15/20 <sup>(8)</sup>	2,675	2,771,969
		<b>\$ 7,430,369</b>
<b>Containers and Glass Products 0.8%</b>		
<b>Ball Corp.</b>		
5.00%, 3/15/22	1,250	\$ 1,301,563
<b>BWAY Holding Co.</b>		
10.00%, 6/15/18 <sup>(8)</sup>	620	685,100
<b>Reynolds Group Holdings, Inc., Sr. Notes</b>		
7.75%, 10/15/16 <sup>(8)</sup>	395	417,713
7.125%, 4/15/19 <sup>(8)</sup>	2,665	2,804,912
9.00%, 4/15/19 <sup>(8)</sup>	1,020	1,022,550
7.875%, 8/15/19 <sup>(8)</sup>	1,225	1,332,187
9.875%, 8/15/19 <sup>(8)</sup>	1,280	1,329,600
9.875%, 8/15/19 <sup>(8)</sup>	1,740	1,807,425
<b>Sealed Air Corp., Sr. Notes</b>		
8.375%, 9/15/21 <sup>(8)</sup>	4,260	4,835,100
		<b>\$ 15,536,150</b>
<b>Diversified Financial Services 0.4%</b>		
<b>Capital One Bank (USA), NA</b>		
8.80%, 7/15/19	600	\$ 757,059
<b>Discover Financial Services, Sr. Notes</b>		
6.45%, 6/12/17	1,000	1,123,673
<b>FICS Prudential Financial, Inc.</b>		
0.00%, 6/1/14	1,661	1,586,021
<b>General Electric Capital Corp.</b>		
5.30%, 2/11/21	2,350	2,644,065
<b>General Electric Capital Corp., Sr. Notes</b>		
2.95%, 5/9/16	250	258,310
<b>Goldman Sachs Group, Inc. (The)</b>		
5.95%, 1/15/27	1,100	1,095,853
<b>Jefferies Group, Inc., Sr. Notes</b>		
8.50%, 7/15/19	190	207,100
		<b>\$ 7,672,081</b>
<b>Diversified Manufacturing Operations 0.1%</b>		
<b>Hutchison Whampoa International, Ltd.</b>		
6.25%, 1/24/14 <sup>(8)</sup>	500	\$ 535,890
7.45%, 11/24/33 <sup>(8)</sup>	400	561,647
<b>LVMH Moet Hennessy Louis Vuitton SA, Sr. Notes</b>		
1.625%, 6/29/17 <sup>(8)</sup>	1,000	1,001,383
		<b>\$ 2,098,920</b>



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**Drugs 0.9%**

**Cardinal Health, Inc., Sr. Notes**

4.625%, 12/15/20	1,250	\$	1,403,985
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**Endo Health Solutions, Inc.**

7.25%, 1/15/22 <sup>(8)</sup>	555		604,256
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**Endo Pharmaceuticals Holdings, Inc.**

	Principal Amount*		Value
	(000 s omitted)		
<b>Security</b>			
7.00%, 7/15/19 <sup>(8)</sup>	1,260	\$	1,376,550
7.00%, 12/15/20 <sup>(8)</sup>	1,275		1,388,156
<b>Patheon, Inc., Sr. Notes</b>			
8.625%, 4/15/17 <sup>(8)</sup>	1,305		1,278,900
<b>Pharmaceutical Product Development, Inc., Sr. Notes</b>			
9.50%, 12/1/19 <sup>(8)</sup>	5,050		5,548,688
<b>Warner Chilcott Co., LLC</b>			
7.75%, 9/15/18	5,430		5,850,825
		\$	<b>17,451,360</b>
<b>Ecological Services and Equipment 0.2%</b>			
<b>Casella Waste Systems, Inc.</b>			
7.75%, 2/15/19	960	\$	950,400
<b>Casella Waste Systems, Inc., Sr. Sub. Notes</b>			
11.00%, 7/15/14	845		898,869
<b>Covanta Holding Corp., Sr. Notes</b>			
6.375%, 10/1/22	2,085		2,215,606
<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>			
18.00%, 3/31/15 <sup>(6)(8)</sup>	149		126,454
		\$	<b>4,191,329</b>
<b>Electronics/Electrical 1.3%</b>			
<b>Advanced Micro Devices, Inc., Sr. Notes</b>			
8.125%, 12/15/17	1,670	\$	1,820,300
7.75%, 8/1/20	175		193,375
<b>Agilent Technologies, Inc., Sr. Notes</b>			
5.50%, 9/14/15	1,100		1,232,063
<b>Amphenol Corp.</b>			
4.00%, 2/1/22	1,000		1,021,500
<b>Brocade Communications Systems, Inc., Sr. Notes</b>			
6.625%, 1/15/18	700		736,750
6.875%, 1/15/20	890		967,875
<b>Ceridian Corp., Sr. Notes</b>			
8.875%, 7/15/19	1,675		1,737,813
<b>Comision Federal de Electricidad</b>			
4.875%, 5/26/21 <sup>(8)</sup>	1,100		1,199,000
<b>Dominion Resources, Inc., Sr. Notes</b>			
5.15%, 7/15/15	1,155		1,287,548
<b>Duke Energy Corp., Sr. Notes</b>			
3.55%, 9/15/21	1,000		1,062,484
<b>Energizer Holdings, Inc.</b>			
4.70%, 5/19/21	860		908,833
<b>Entergy Corp., Sr. Notes</b>			
3.625%, 9/15/15	1,340		1,378,731
<b>Exelon Corp., Sr. Notes</b>			
5.625%, 6/15/35	400		435,439
<b>Florida Power &amp; Light Co.</b>			
4.05%, 6/1/42	400		424,200
<b>Lawson Software, Inc., Sr. Notes</b>			
9.375%, 4/1/19 <sup>(8)</sup>	1,965		2,107,462
<b>MidAmerican Energy Holdings Co., Sr. Notes</b>			

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5.75%, 4/1/18	800	950,590
<b>PPL Energy Supply, LLC, Sr. Notes</b>		
6.50%, 5/1/18	730	844,990
<b>Seagate HDD Cayman, Sr. Notes</b>		
7.00%, 11/1/21	3,340	3,615,550

	Principal Amount*		Value
	(000 s omitted)		
<b>Security</b>			
<b>South Carolina Electric &amp; Gas Co.</b>			
6.05%, 1/15/38	350	\$	455,862
<b>Southern Power Co., Sr. Notes</b>			
4.875%, 7/15/15	700		766,968
5.15%, 9/15/41	300		327,720
<b>Tyco Electronics Group SA</b>			
5.95%, 1/15/14	500		533,197
7.125%, 10/1/37	400		544,432
		\$	<b>24,552,682</b>
<b>Equipment Leasing 1.2%</b>			
<b>Aircastle, Ltd., Sr. Notes</b>			
6.75%, 4/15/17	1,175	\$	1,192,625
7.625%, 4/15/20	585		596,700
<b>Ashtead Capital, Inc., Sr. Notes</b>			
6.50%, 7/15/22	1,135		1,154,626
<b>AWAS Aviation Capital, Ltd., Sr. Notes</b>			
7.00%, 10/17/16 <sup>(8)</sup>	4,682		4,869,613
<b>International Lease Finance Corp., Sr. Notes</b>			
5.875%, 5/1/13	705		724,388
5.65%, 6/1/14	3,650		3,759,500
8.75%, 3/15/17	1,525		1,719,437
6.25%, 5/15/19	1,930		1,966,670
8.25%, 12/15/20	3,275		3,760,961
8.625%, 1/15/22	2,615		3,043,463
		\$	<b>22,787,983</b>
<b>Financial Intermediaries 2.6%</b>			
<b>Ally Financial, Inc.</b>			
5.50%, 2/15/17	5,000	\$	5,085,890
6.25%, 12/1/17	3,295		3,484,604
8.00%, 11/1/31	4,485		5,281,087
<b>Ally Financial, Inc., Sr. Notes</b>			
2.667%, 12/1/14 <sup>(10)</sup>	765		734,395
<b>CIT Group, Inc.</b>			
8.50%, 5/22/19	615		760,982
<b>CIT Group, Inc., Sr. Notes</b>			
5.25%, 4/1/14 <sup>(8)</sup>	3,360		3,494,400
4.75%, 2/15/15 <sup>(8)</sup>	5,180		5,322,450
5.25%, 3/15/18	1,215		1,256,006
<b>E*Trade Financial Corp., Sr. Notes</b>			
12.50%, 11/30/17 <sup>(5)</sup>	3,860		4,443,825
<b>First Data Corp., Sr. Notes</b>			
7.375%, 6/15/19 <sup>(8)</sup>	3,105		3,182,625
<b>Ford Motor Credit Co., LLC, Sr. Notes</b>			
12.00%, 5/15/15	3,380		4,225,000
8.00%, 12/15/16	4,975		5,898,897
3.00%, 6/12/17	700		697,255
8.125%, 1/15/20	1,530		1,875,598
5.875%, 8/2/21	1,980		2,208,266
<b>General Motors Financial Co., Inc.</b>			

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6.75%, 6/1/18	1,365	1,494,675
<b>Janus Capital Group, Inc., Sr. Notes</b>		
6.70%, 6/15/17	100	107,426
		<b>\$ 49,553,381</b>

	Principal Amount*	Value
Security	(000 s omitted)	
<b>Financial Services 0.2%</b>		
<b>Bear Stearns Co., LLC</b>		
7.25%, 2/1/18	1,750	\$ 2,095,614
<b>UBS AG, Sr. Sub. Notes</b>		
5.875%, 7/15/16	1,325	1,397,099
		<b>\$ 3,492,713</b>
<b>Food Products 0.7%</b>		
<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Notes</b>		
15.00%, 5/15/17 <sup>(8)</sup>	2,338	\$ 1,825,281
<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Sub. Notes</b>		
10.75%, 5/15/16 <sup>(8)</sup>	5,465	5,164,425
<b>Corn Products International, Inc., Sr. Notes</b>		
6.625%, 4/15/37	325	400,965
<b>Michael Foods, Inc.</b>		
9.75%, 7/15/18	4,360	4,806,900
<b>Ralcorp Holdings, Inc., Sr. Notes</b>		
6.625%, 8/15/39	1,440	1,488,312
<b>Tyson Foods, Inc., Sr. Notes</b>		
4.50%, 6/15/22	500	517,500
		<b>\$ 14,203,383</b>
<b>Food Service 0.4%</b>		
<b>Aramark Holdings Corp., Sr. Notes</b>		
8.625%, 5/1/16(5) <sup>(8)</sup>	1,030	\$ 1,057,048
<b>NPC International, Inc., Sr. Notes</b>		
10.50%, 1/15/20	3,405	3,788,062
<b>Ruby Tuesday, Inc., Sr. Notes</b>		
7.625%, 5/15/20 <sup>(8)</sup>	2,915	2,616,213
		<b>\$ 7,461,323</b>
<b>Food/Drug Retailers 0.1%</b>		
<b>Pantry, Inc.</b>		
7.75%, 2/15/14	1,040	\$ 1,045,200
		<b>\$ 1,045,200</b>
<b>Forest Products 0.4%</b>		
<b>Boise Paper Holdings, LLC</b>		
9.00%, 11/1/17	370	\$ 410,700
8.00%, 4/1/20	605	671,550
<b>Domtar Corp., Sr. Notes</b>		
10.75%, 6/1/17	2,995	3,853,837
<b>Sappi Papier Holdings GmbH, Sr. Notes</b>		
6.625%, 4/15/21 <sup>(8)</sup>	2,765	2,626,750
		<b>\$ 7,562,837</b>
<b>Health Care 2.9%</b>		

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<b>Accellent, Inc., Sr. Notes</b>		
8.375%, 2/1/17	3,655	\$ 3,718,962
<b>Alere, Inc., Sr. Notes</b>		
7.875%, 2/1/16	3,585	3,692,550
<b>American Renal Holdings, Sr. Notes</b>		
8.375%, 5/15/18	600	637,500
<b>AMGH Merger Sub, Inc.</b>		
9.25%, 11/1/18 <sup>(8)</sup>	1,845	1,928,025

	Principal Amount*	Value
Security	(000 s omitted)	
<b>Bausch &amp; Lomb, Inc., Sr. Notes</b>		
9.875%, 11/1/15	1,875	\$ 1,968,750
<b>Bio-Rad Laboratories, Inc.</b>		
8.00%, 9/15/16	800	888,000
<b>Biomet, Inc.</b>		
10.375%, 10/15/17 <sup>(5)</sup>	2,290	2,458,887
<b>ConvaTec Healthcare E SA, Sr. Notes</b>		
10.50%, 12/15/18 <sup>(8)</sup>	1,835	1,853,350
<b>DJO Finance, LLC</b>		
8.75%, 3/15/18 <sup>(8)</sup>	1,045	1,071,125
<b>Emergency Medical Services Corp.</b>		
8.125%, 6/1/19	1,255	1,316,181
<b>Fresenius Medical Care US Finance II, Inc.</b>		
5.625%, 7/31/19 <sup>(8)</sup>	1,640	1,713,800
5.875%, 1/31/22 <sup>(8)</sup>	1,365	1,424,719
<b>Fresenius US Finance II, Inc., Sr. Notes</b>		
9.00%, 7/15/15 <sup>(8)</sup>	1,400	1,615,250
<b>HCA Holdings, Inc., Sr. Notes</b>		
7.75%, 5/15/21 <sup>(8)</sup>	795	856,613
<b>HCA, Inc.</b>		
7.50%, 2/15/22	2,930	3,201,025
<b>HCA, Inc., Sr. Notes</b>		
9.875%, 2/15/17	2,330	2,539,700
6.50%, 2/15/20	2,985	3,242,456
<b>Hillenbrand, Inc., Sr. Notes</b>		
5.50%, 7/15/20	1,800	1,993,583
<b>Kinetic Concepts, Inc.</b>		
10.50%, 11/1/18 <sup>(8)</sup>	2,485	2,621,675
12.50%, 11/1/19 <sup>(8)</sup>	1,900	1,738,500
<b>Laboratory Corp. of America Holdings, Sr. Notes</b>		
4.625%, 11/15/20	700	771,296
<b>Multiplan, Inc.</b>		
9.875%, 9/1/18 <sup>(8)</sup>	4,060	4,466,000
<b>Physio-Control International, Inc.</b>		
9.875%, 1/15/19 <sup>(8)</sup>	1,575	1,685,250
<b>PSS World Medical, Inc.</b>		
6.375%, 3/1/22 <sup>(8)</sup>	1,385	1,426,550
<b>Rural/Metro Corp., Sr. Notes</b>		
10.125%, 7/15/19 <sup>(8)</sup>	1,105	1,082,900
<b>Stewart Enterprises, Inc.</b>		
6.50%, 4/15/19 <sup>(8)</sup>	555	574,425
<b>STHI Holding Corp.</b>		
8.00%, 3/15/18 <sup>(8)</sup>	1,375	1,460,938
<b>Teleflex, Inc.</b>		
6.875%, 6/1/19	540	576,450
<b>USPI Finance Corp.</b>		
9.00%, 4/1/20 <sup>(8)</sup>	1,880	2,002,200
<b>Wyeth, LLC</b>		
6.50%, 2/1/34	720	990,952
		<b>\$ 55,517,612</b>
<b>Home Furnishings 0.2%</b>		
<b>Libbey Glass, Inc., Sr. Notes</b>		



6.875%, 5/15/20<sup>(8)</sup>

1,570

\$

1,621,025

	Principal Amount*	Value
Security	(000 s omitted)	
<b>Monaco SpinCo, Inc.</b>		
6.75%, 4/30/20 <sup>(8)</sup>	2,915	\$ 3,089,900
		<b>\$ 4,710,925</b>
<b>Industrial Equipment 0.5%</b>		
<b>CNH Capital, LLC</b>		
6.25%, 11/1/16 <sup>(8)</sup>	2,055	\$ 2,209,125
<b>Kennametal, Inc., Sr. Notes</b>		
3.875%, 2/15/22	970	1,000,780
<b>Manitowoc Co., Inc. (The)</b>		
9.50%, 2/15/18	800	880,000
<b>Terex Corp., Sr. Notes</b>		
10.875%, 6/1/16	5,090	5,732,613
		<b>\$ 9,822,518</b>
<b>Insurance 0.3%</b>		
<b>Aflac, Inc., Sr. Notes</b>		
3.45%, 8/15/15	690	\$ 734,995
6.45%, 8/15/40	490	570,016
<b>Alliant Holdings I, Inc.</b>		
11.00%, 5/1/15 <sup>(8)</sup>	1,600	1,668,000
<b>American International Group, Inc., Sr. Notes</b>		
5.60%, 10/18/16	800	871,034
6.25%, 5/1/36	200	232,469
<b>QBE Insurance Group, Ltd., Sr. Notes</b>		
9.75%, 3/14/14 <sup>(8)</sup>	1,235	1,344,838
<b>Travelers Cos., Inc., Sr. Notes</b>		
6.25%, 6/15/37	400	520,594
<b>USI Holdings Corp., Sr. Notes</b>		
4.342%, 11/15/14 <sup>(8)(10)</sup>	905	843,913
		<b>\$ 6,785,859</b>
<b>Leisure Goods/Activities/Movies 1.3%</b>		
<b>AMC Entertainment, Inc., Sr. Notes</b>		
8.75%, 6/1/19	1,145	\$ 1,233,738
<b>AMC Networks, Inc.</b>		
7.75%, 7/15/21 <sup>(8)</sup>	1,100	1,218,250
<b>Cinemark USA, Inc.</b>		
7.375%, 6/15/21	685	746,650
<b>Hasbro, Inc., Sr. Notes</b>		
6.35%, 3/15/40	450	525,240
<b>NAI Entertainment Holdings, LLC, Sr. Notes</b>		
8.25%, 12/15/17 <sup>(8)</sup>	940	1,043,400
<b>National CineMedia, LLC, Sr. Notes</b>		
6.00%, 4/15/22 <sup>(8)</sup>	2,015	2,060,338
<b>NCL Corp., Ltd., Sr. Notes</b>		
11.75%, 11/15/16	3,615	4,166,287
9.50%, 11/15/18 <sup>(8)</sup>	2,790	3,041,100
<b>Regal Cinemas Corp.</b>		
8.625%, 7/15/19	220	243,650

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**Regal Entertainment Group**

9.125%, 8/15/18	875	966,875
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**Royal Caribbean Cruises, Sr. Notes**

7.00%, 6/15/13	2,205	2,304,225
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6.875%, 12/1/13	1,400	1,484,700
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11.875%, 7/15/15	530	643,950
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	Principal Amount*	Value
Security	(000 s omitted)	
7.25%, 6/15/16	660	\$ 716,100
7.25%, 3/15/18	1,680	1,822,800
<b>Seven Seas Cruises, S. DE R.L., LLC</b>		
9.125%, 5/15/19 <sup>(8)</sup>	2,225	2,308,437
<b>Vail Resorts, Inc.</b>		
6.50%, 5/1/19 <sup>(8)</sup>	685	722,675
		<b>\$ 25,248,415</b>
<b>Lodging and Casinos 4.0%</b>		
<b>Buffalo Thunder Development Authority</b>		
9.375%, 12/15/14 <sup>(7)(8)</sup>	4,300	\$ 1,569,500
<b>Caesars Entertainment Operating Co.</b>		
10.00%, 12/15/15	1,190	1,053,150
12.75%, 4/15/18	1,355	1,070,450
<b>Caesars Entertainment Operating Co., Sr. Notes</b>		
5.375%, 12/15/13	4,000	3,904,000
5.625%, 6/1/15	8,435	6,979,962
11.25%, 6/1/17	4,615	5,059,194
8.50%, 2/15/20 <sup>(8)</sup>	6,150	6,211,500
<b>Choice Hotels International, Inc., Sr. Notes</b>		
5.75%, 7/1/22	560	587,084
<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b>		
8.75%, 11/30/20 <sup>(8)</sup>	1,053	1,021,410
<b>MCE Finance, Ltd., Sr. Notes</b>		
10.25%, 5/15/18	2,205	2,508,188
<b>MGM Resorts International</b>		
6.75%, 9/1/12	7,885	7,944,137
6.75%, 4/1/13	2,110	2,170,663
5.875%, 2/27/14	2,280	2,348,400
7.75%, 3/15/22	4,620	4,781,700
<b>MGM Resorts International, Sr. Notes</b>		
10.375%, 5/15/14	1,655	1,874,288
11.125%, 11/15/17	1,715	1,933,663
9.00%, 3/15/20 <sup>(8)</sup>	755	841,825
<b>Mohegan Tribal Gaming Authority</b>		
10.50%, 12/15/16 <sup>(8)</sup>	4,830	4,250,400
<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>		
11.00%, 9/15/18 <sup>(8)</sup>	7,925	5,329,562
<b>Peninsula Gaming, LLC</b>		
8.375%, 8/15/15	1,325	1,401,188
10.75%, 8/15/17	3,220	3,686,900
<b>SugarHouse HSP Gaming Property, LP/SugarHouse HSP Gaming Finance Corp.</b>		
8.625%, 4/15/16 <sup>(8)</sup>	740	784,400
<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>		
9.00%, 11/15/15 <sup>(8)</sup>	3,565	3,351,100
<b>Waterford Gaming, LLC, Sr. Notes</b>		
8.625%, 9/15/14 <sup>(6)(8)</sup>	3,676	2,127,867
<b>Wynn Las Vegas, LLC/Wynn Las Vegas Capital Corp.</b>		
7.75%, 8/15/20	3,705	4,121,812
		<b>\$ 76,912,343</b>

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**Nonferrous Metals/Minerals 2.4%**

**Barrick International Barbados Corp.**

6.35%, 10/15/36 <sup>(8)</sup>	500	\$	601,990
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**BHP Billiton Finance USA, Ltd., Sr. Notes**

5.25%, 12/15/15	500		570,782
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	Principal Amount*		Value
Security	(000 s omitted)		
4.125%, 2/24/42	100	\$	103,339
<b>CII Carbon, LLC, Sr. Notes</b>			
8.00%, 12/1/18 <sup>(8)</sup>	2,805		2,847,075
<b>CONSOL Energy, Inc.</b>			
8.00%, 4/1/17 <sup>(8)</sup>	1,785		1,860,862
<b>FMG Resources PTY, Ltd., Sr. Notes</b>			
7.00%, 11/1/15 <sup>(8)</sup>	10,245		10,501,125
8.25%, 11/1/19 <sup>(8)</sup>	3,300		3,514,500
<b>Molycorp, Inc., Sr. Notes</b>			
10.00%, 6/1/20 <sup>(8)</sup>	4,110		4,089,450
<b>New Gold, Inc., Sr. Notes</b>			
7.00%, 4/15/20 <sup>(8)</sup>	950		980,875
<b>Novelis, Inc.</b>			
8.375%, 12/15/17	1,565		1,682,375
8.75%, 12/15/20	3,010		3,258,325
<b>Peabody Energy Corp.</b>			
6.00%, 11/15/18 <sup>(8)</sup>	4,770		4,770,000
6.25%, 11/15/21 <sup>(8)</sup>	4,090		4,069,550
<b>Penn Virginia Resource Partners, LP/Penn Virginia Resource Finance Corp. II, Sr. Notes</b>			
8.375%, 6/1/20 <sup>(8)</sup>	1,165		1,188,300
<b>Quadra FNX Mining, Ltd., Sr. Notes</b>			
7.75%, 6/15/19 <sup>(8)</sup>	3,730		3,916,500
<b>Teck Resources, Ltd., Sr. Notes</b>			
4.75%, 1/15/22	600		646,445
<b>Vale, Inc.</b>			
6.875%, 11/21/36	300		349,882
<b>Vale, Inc., Sr. Notes</b>			
5.70%, 10/15/15	500		545,513
		\$	<b>45,496,888</b>
<b>Oil and Gas 5.9%</b>			
<b>AmeriGas Finance LLC/AmeriGas Finance Corp.</b>			
6.75%, 5/20/20	2,605	\$	2,663,612
7.00%, 5/20/22	3,260		3,365,950
<b>AmeriGas Partners LP/AmeriGas Finance Corp., Sr. Notes</b>			
6.25%, 8/20/19	1,570		1,585,700
<b>Anadarko Finance Co.</b>			
7.50%, 5/1/31	465		587,603
<b>Anadarko Petroleum Corp., Sr. Notes</b>			
6.375%, 9/15/17	3,595		4,182,653
<b>Atwood Oceanics, Inc., Sr. Notes</b>			
6.50%, 2/1/20	1,305		1,370,250
<b>Basic Energy Services, Inc.</b>			
7.75%, 2/15/19 <sup>(8)</sup>	410		395,650
<b>Berry Petroleum Co., Sr. Notes</b>			
6.375%, 9/15/22	3,375		3,493,125
<b>Bill Barrett Corp.</b>			
9.875%, 7/15/16	505		560,550
7.625%, 10/1/19	1,800		1,809,000
<b>Calfrac Holdings, LP, Sr. Notes</b>			
7.50%, 12/1/20 <sup>(8)</sup>	955		916,800
<b>Cameron International Corp., Sr. Notes</b>			
7.00%, 7/15/38	700		899,749

**CHC Helicopter SA**

9.25%, 10/15/20

1,355

1,331,287

	Principal Amount*	
Security	(000 s omitted)	Value
<b>Chesapeake Oilfield Operating, LLC/Chesapeake Oilfield Finance, Inc.</b>		
6.625%, 11/15/19 <sup>(8)</sup>	1,100	\$ 995,500
<b>Coffeyville Resources, LLC/Coffeyville Finance, Inc., Sr. Notes</b>		
9.00%, 4/1/15 <sup>(8)</sup>	5,266	5,634,620
<b>Concho Resources, Inc.</b>		
6.50%, 1/15/22	685	715,825
<b>Concho Resources, Inc., Sr. Notes</b>		
7.00%, 1/15/21	1,800	1,935,000
<b>Continental Resources, Inc.</b>		
7.375%, 10/1/20	305	341,600
7.125%, 4/1/21 <sup>(8)</sup>	735	823,200
5.00%, 9/15/22 <sup>(8)</sup>	2,460	2,499,975
<b>Denbury Resources, Inc.</b>		
8.25%, 2/15/20	1,674	1,841,400
<b>Denbury Resources, Inc., Sr. Sub. Notes</b>		
9.75%, 3/1/16	3,285	3,625,819
<b>Enterprise Products Operating, LLC</b>		
5.60%, 10/15/14	235	257,736
6.125%, 10/15/39	500	569,121
<b>Everest Acquisition, LLC/Everest Acquisition Finance, Inc., Sr. Notes</b>		
6.875%, 5/1/19 <sup>(8)</sup>	4,180	4,373,325
9.375%, 5/1/20 <sup>(8)</sup>	3,055	3,169,562
<b>Frontier Oil Corp.</b>		
6.875%, 11/15/18	610	637,450
<b>FTS International Services, LLC/FTS International Bonds, Inc., Sr. Notes</b>		
8.125%, 11/15/18 <sup>(8)</sup>	4,000	4,050,000
<b>Halcon Resources Corp.</b>		
9.75%, 7/15/20 <sup>(8)</sup>	2,230	2,249,512
<b>Harvest Operations Corp.</b>		
6.875%, 10/1/17 <sup>(8)</sup>	920	982,100
<b>Holly Corp.</b>		
9.875%, 6/15/17	1,435	1,585,675
<b>Holly Energy Partners LP/Holly Energy Finance Corp.</b>		
6.50%, 3/1/20 <sup>(8)</sup>	615	621,150
<b>Kinder Morgan Energy Partners, LP, Sr. Notes</b>		
3.50%, 3/1/16	650	688,061
6.95%, 1/15/38	500	593,931
<b>Kodiak Oil &amp; Gas Corp.</b>		
8.125%, 12/1/19 <sup>(8)</sup>	3,630	3,743,437
<b>Laredo Petroleum, Inc., Sr. Notes</b>		
7.375%, 5/1/22 <sup>(8)</sup>	830	865,275
<b>Nabors Industries, Inc.</b>		
6.15%, 2/15/18	1,150	1,321,918
<b>Noble Holding International, Ltd., Sr. Notes</b>		
6.20%, 8/1/40	700	780,104
<b>Oasis Petroleum, Inc.</b>		
6.50%, 11/1/21	955	950,225
<b>Oasis Petroleum, Inc., Sr. Notes</b>		
6.875%, 1/15/23	3,030	3,048,937
<b>OGX Austria GmbH</b>		
8.50%, 6/1/18 <sup>(8)</sup>	1,920	1,718,400
<b>Oil States International, Inc.</b>		
6.50%, 6/1/19 <sup>(8)</sup>	2,685	2,805,825
<b>PBF Holding Co., LLC, Sr. Notes</b>		



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8.25%, 2/15/20 <sup>(8)</sup>	125	125,313
<b>PetroBakken Energy, Ltd., Sr. Notes</b>		
8.625%, 2/1/20 <sup>(8)</sup>	3,060	3,052,350

	Principal Amount*		Value
Security	(000 s omitted)		
<b>Petrobras International Finance Co.</b>			
9.125%, 7/2/13	600	\$	645,000
6.875%, 1/20/40	700		840,678
<b>Petroleum Development Corp., Sr. Notes</b>			
12.00%, 2/15/18	1,870		2,010,250
<b>Precision Drilling Corp.</b>			
6.625%, 11/15/20 <sup>(8)</sup>	1,150		1,190,250
<b>Precision Drilling Corp., Sr. Notes</b>			
6.50%, 12/15/21	2,390		2,449,750
<b>Quicksilver Resources, Inc., Sr. Notes</b>			
11.75%, 1/1/16	2,895		2,833,481
<b>Range Resources Corp.</b>			
6.75%, 8/1/20	1,815		1,978,350
<b>Rockies Express Pipeline, LLC, Sr. Notes</b>			
3.90%, 4/15/15 <sup>(8)</sup>	600		580,500
6.85%, 7/15/18 <sup>(8)</sup>	500		492,500
<b>Rosetta Resources, Inc.</b>			
9.50%, 4/15/18	1,115		1,220,925
<b>Rowan Cos., Inc., Sr. Notes</b>			
7.875%, 8/1/19	1,000		1,209,528
<b>SESI, LLC</b>			
6.375%, 5/1/19 <sup>(8)</sup>	3,365		3,541,662
<b>SESI, LLC, Sr. Notes</b>			
6.875%, 6/1/14	690		690,863
<b>Shell International Finance BV</b>			
5.20%, 3/22/17	335		394,779
<b>SM Energy Co., Sr. Notes</b>			
6.50%, 1/1/23 <sup>(8)</sup>	1,745		1,760,269
<b>Southwestern Energy Co., Sr. Notes</b>			
7.50%, 2/1/18	4,200		5,046,964
<b>Targa Resources Partners, LP/Targa Resources Partners Finance Corp.</b>			
6.375%, 8/1/22 <sup>(8)</sup>	655		656,638
<b>Venoco, Inc.</b>			
11.50%, 10/1/17	545		574,975
<b>Venoco, Inc., Sr. Notes</b>			
8.875%, 2/15/19	1,745		1,596,675
<b>Weatherford International, Ltd</b>			
4.50%, 4/15/22	1,025		1,053,369
<b>WPX Energy, Inc., Sr. Notes</b>			
5.25%, 1/15/17 <sup>(8)</sup>	770		783,475
6.00%, 1/15/22 <sup>(8)</sup>	3,405		3,405,000
			<b>\$ 114,720,156</b>
<b>Publishing 1.6%</b>			
<b>Laureate Education, Inc.</b>			
11.00%, 8/15/15 <sup>(8)</sup>	8,540	\$	8,796,200
11.25%, 8/15/15 <sup>(5)(8)</sup>	9,109		9,381,899
12.75%, 8/15/17 <sup>(8)</sup>	11,030		11,746,950
<b>Nielsen Finance, LLC</b>			
11.50%, 5/1/16	1,139		1,301,308
<b>Nielsen Finance, LLC, Sr. Notes</b>			
11.625%, 2/1/14	105		120,750



	Principal Amount*	Value
Security	(000 s omitted)	
<b>Radio and Television 0.9%</b>		
<b>Crown Media Holdings, Inc.</b>		
10.50%, 7/15/19	940	\$ 1,019,900
<b>Cumulus Media Holdings, Inc., Sr. Notes</b>		
7.75%, 5/1/19	1,345	1,274,387
<b>WMG Acquisition Corp., Sr. Notes</b>		
9.50%, 6/15/16 <sup>(8)</sup>	600	657,000
9.50%, 6/15/16	3,660	4,007,700
11.50%, 10/1/18 <sup>(8)</sup>	3,755	4,168,050
<b>XM Satellite Radio Holdings, Inc., Sr. Notes</b>		
13.00%, 8/1/14 <sup>(8)</sup>	5,080	5,689,600
		<b>\$ 16,816,637</b>
<b>Rail Industries 0.2%</b>		
<b>American Railcar Industry, Sr. Notes</b>		
7.50%, 3/1/14	2,020	\$ 2,055,350
<b>Kansas City Southern Mexico, Sr. Notes</b>		
8.00%, 2/1/18	1,000	1,123,800
6.125%, 6/15/21	740	817,700
		<b>\$ 3,996,850</b>
<b>Real Estate Investment Trusts (REITs) 0.2%</b>		
<b>Boston Properties, LP, Sr. Notes</b>		
3.85%, 2/1/23	1,020	\$ 1,032,637
<b>DDR Corp., Sr. Notes</b>		
9.625%, 3/15/16	945	1,149,147
<b>DuPont Fabros Technology, LP</b>		
8.50%, 12/15/17	895	988,975
<b>Goodman Funding PTY, Ltd., Sr. Notes</b>		
6.375%, 4/15/21 <sup>(8)</sup>	560	584,780
		<b>\$ 3,755,539</b>
<b>Retailers (Except Food and Drug) 3.6%</b>		
<b>Academy, Ltd./Academy Finance Corp.</b>		
9.25%, 8/1/19 <sup>(8)</sup>	3,000	\$ 3,270,000
<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>		
8.75%, 5/1/14	14,383	14,473,038
<b>Dollar General Corp., Sr. Notes</b>		
4.125%, 7/15/17	1,785	1,818,469
<b>Express, LLC/Express Finance Corp.</b>		
8.75%, 3/1/18	6,915	7,502,775
<b>Home Depot, Inc., Sr. Notes</b>		
5.875%, 12/16/36	500	643,234
<b>J Crew Group, Inc., Sr. Notes</b>		
8.125%, 3/1/19	590	612,125
<b>Kohl's Corp.</b>		
4.00%, 11/1/21	1,000	1,042,128
<b>Limited Brands, Inc.</b>		
8.50%, 6/15/19	3,325	3,923,500
6.625%, 4/1/21	6,135	6,733,162

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5.625%, 2/15/22	4,210	4,357,350
<b>Macy's Retail Holdings, Inc.</b>		
5.90%, 12/1/16	740	854,145
6.90%, 4/1/29	400	474,702
<b>Michaels Stores, Inc.</b>		
11.375%, 11/1/16	1,280	1,366,413
7.75%, 11/1/18	2,695	2,856,700

	Principal Amount*		Value
Security	(000 s omitted)		
<b>PETCO Animal Supplies, Inc.</b>			
9.25%, 12/1/18 <sup>(8)</sup>	4,475	\$	4,911,312
<b>Sally Holdings, LLC/Sally Capital, Inc., Sr. Notes</b>			
6.875%, 11/15/19 <sup>(8)</sup>	125		136,563
5.75%, 6/1/22	4,750		4,993,437
<b>ServiceMaster Co., Sr. Notes</b>			
8.00%, 2/15/20	1,275		1,394,531
<b>Target Corp., Sr. Notes</b>			
5.375%, 5/1/17	475		561,131
6.50%, 10/15/37	460		615,627
<b>Toys R Us, Inc., Sr. Notes</b>			
7.875%, 4/15/13	5,180		5,309,500
7.375%, 9/1/16 <sup>(8)</sup>	1,925		1,915,375
		\$	<b>69,765,217</b>
<b>Steel 0.2%</b>			
<b>JMC Steel Group, Inc., Sr. Notes</b>			
8.25%, 3/15/18 <sup>(8)</sup>	1,895	\$	1,890,262
<b>RathGibson, Inc., Sr. Notes</b>			
11.25%, 2/15/14 <sup>(6)(7)</sup>	4,915		0
<b>SunCoke Energy, Inc.</b>			
7.625%, 8/1/19	1,365		1,341,113
		\$	<b>3,231,375</b>
<b>Surface Transport 0.2%</b>			
<b>CEVA Group PLC, Sr. Notes</b>			
11.625%, 10/1/16 <sup>(8)</sup>	1,250	\$	1,309,375
8.375%, 12/1/17 <sup>(8)</sup>	2,510		2,447,250
<b>Hertz Corp.</b>			
7.50%, 10/15/18	25		26,937
<b>Ryder System, Inc.</b>			
2.50%, 3/1/17	975		985,274
		\$	<b>4,768,836</b>
<b>Technology 0.2%</b>			
<b>International Game Technology, Sr. Notes</b>			
7.50%, 6/15/19	1,170	\$	1,396,942
<b>Western Union Co. (The)</b>			
6.20%, 11/17/36	1,000		1,069,042
<b>Xerox Corp., Sr. Notes</b>			
7.20%, 4/1/16	1,165		1,359,860
		\$	<b>3,825,844</b>
<b>Telecommunications 5.3%</b>			
<b>America Movil SAB de CV</b>			
5.00%, 10/16/19	600	\$	684,295
<b>American Tower Corp., Sr. Notes</b>			
5.05%, 9/1/20	2,240		2,358,350
<b>AT&amp;T, Inc., Sr. Notes</b>			

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5.80%, 2/15/19	2,150	2,627,455
<b>Avaya, Inc., Sr. Notes</b>		
9.75%, 11/1/15	1,860	1,548,450
10.125%, 11/1/15 <sup>(5)</sup>	6,715	5,606,837
7.00%, 4/1/19 <sup>(8)</sup>	1,130	1,053,725

	Principal Amount*	Value
Security	(000 s omitted)	
<b>Cellco Partnership/Verizon Wireless Capital, LLC, Sr. Notes</b>		
8.50%, 11/15/18	1,250	\$ 1,713,600
<b>CenturyLink, Inc., Sr. Notes</b>		
6.45%, 6/15/21	5,385	5,616,819
<b>Digicel Group, Ltd., Sr. Notes</b>		
12.00%, 4/1/14 <sup>(8)</sup>	5,100	5,686,500
8.875%, 1/15/15 <sup>(8)</sup>	1,740	1,766,100
9.125%, 1/15/15 <sup>(8)</sup>	2,970	3,014,550
8.25%, 9/1/17 <sup>(8)</sup>	3,655	3,755,513
<b>Equinix, Inc., Sr. Notes</b>		
7.00%, 7/15/21	1,340	1,477,350
<b>GCI, Inc., Sr. Notes</b>		
6.75%, 6/1/21	660	641,850
<b>Hughes Satellite Systems Corp., Sr. Notes</b>		
6.50%, 6/15/19	3,235	3,453,363
<b>Intelsat Bermuda, Ltd.</b>		
11.25%, 6/15/16	1,897	1,991,850
<b>Intelsat Jackson Holdings, Ltd., Sr. Notes</b>		
7.25%, 10/15/20 <sup>(8)</sup>	2,350	2,479,250
<b>Intelsat Luxembourg SA</b>		
11.50%, 2/4/17 <sup>(5)(8)</sup>	1,753	1,816,351
11.50%, 2/4/17	4,435	4,595,769
<b>IPCS, Inc.</b>		
2.591%, 5/1/13 <sup>(10)</sup>	550	545,875
<b>Motorola Solutions, Inc., Sr. Notes</b>		
6.00%, 11/15/17	1,000	1,137,630
<b>News America, Inc.</b>		
8.00%, 10/17/16	950	1,168,932
<b>Nextel Communications, Inc.</b>		
6.875%, 10/31/13	5,510	5,558,212
5.95%, 3/15/14	8,125	8,175,781
7.375%, 8/1/15	3,140	3,159,625
<b>SBA Telecommunications, Inc.</b>		
8.00%, 8/15/16	959	1,026,130
8.25%, 8/15/19	640	704,000
<b>Sprint Nextel Corp.</b>		
9.00%, 11/15/18 <sup>(8)</sup>	8,950	10,024,000
<b>Sprint Nextel Corp., Sr. Notes</b>		
6.00%, 12/1/16	1,760	1,694,000
9.125%, 3/1/17 <sup>(8)</sup>	1,225	1,289,313
<b>Telefonica Emisiones SAU</b>		
5.877%, 7/15/19	600	537,707
<b>Telesat Canada/Telesat, LLC, Sr. Sub. Notes</b>		
12.50%, 11/1/17	6,830	7,649,600
<b>Wind Acquisition Finance SA, Sr. Notes</b>		
12.25%, 7/15/17 <sup>(8)</sup>	4,226	2,677,154
<b>Windstream Corp.</b>		
8.125%, 9/1/18	2,490	2,689,200
7.75%, 10/1/21	675	718,875
7.50%, 6/1/22	1,870	1,935,450
		<b>\$ 102,579,461</b>

Utilities 1.4%



**AES Corp. (The), Sr. Notes**

7.375%, 7/1/21<sup>(8)</sup>

1,365 \$ 1,525,388

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Calpine Construction Finance Co., Sr. Notes</b>		
8.00%, 6/1/16 <sup>(8)</sup>	4,275	\$ 4,638,375
<b>DPL, Inc.</b>		
6.50%, 10/15/16 <sup>(8)</sup>	2,075	2,251,375
7.25%, 10/15/21 <sup>(8)</sup>	4,210	4,694,150
<b>Duquesne Light Holdings, Inc., Sr. Notes</b>		
5.90%, 12/1/21 <sup>(8)</sup>	2,000	2,233,022
<b>Edison Mission Energy, Sr. Notes</b>		
7.50%, 6/15/13	1,355	833,325
<b>Exelon Generation Co., LLC, Sr. Notes</b>		
5.35%, 1/15/14	1,200	1,271,658
<b>NRG Energy, Inc.</b>		
8.25%, 9/1/20	3,910	4,066,400
7.875%, 5/15/21	2,015	2,045,225
<b>Reliant Energy, Inc., Sr. Notes</b>		
7.625%, 6/15/14	360	369,000
<b>Southwestern Electric Power Co., Sr. Notes</b>		
6.20%, 3/15/40	565	698,207
<b>Texas Competitive Electric Holdings Co., LLC, Sr. Notes</b>		
11.50%, 10/1/20 <sup>(8)</sup>	3,580	2,461,250
		<b>\$ 27,087,375</b>

**Total Corporate Bonds & Notes**  
(identified cost \$952,757,652) **\$ 989,617,928**

**Foreign Government Securities 0.1%**

Security	Principal Amount	Value
	(000 s omitted)	
<b>Government of Bermuda, Sr. Note</b>		
5.603%, 7/20/20 <sup>(8)</sup>	\$ 1,000	\$ 1,145,883
<b>Total Foreign Government Securities</b> (identified cost \$1,118,784)		<b>\$ 1,145,883</b>

**Mortgage Pass-Throughs 27.0%**

Security	Principal Amount	Value
	(000 s omitted)	
<b>Federal Home Loan Mortgage Corp.:</b>		
5.00%, with various maturities to 2023 <sup>(11)</sup>	\$ 20,648	\$ 22,164,561
5.50%, with various maturities to 2032 <sup>(12)</sup>	6,592	7,210,169
6.00%, with various maturities to 2031 <sup>(11)</sup>	6,317	6,835,657
6.50%, with various maturities to 2032 <sup>(11)</sup>	35,245	40,197,322

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7.00%, with various maturities to 2036 <sup>(11)</sup>	26,000	30,307,707
7.13%, with maturity at 2023	368	432,626
7.50%, with various maturities to 2029	14,859	17,699,725
7.65%, with maturity at 2022	517	593,410
7.70%, with maturity at 2022	42	50,058
8.00%, with various maturities to 2030	9,709	11,456,442
8.25%, with maturity at 2020	301	349,223
8.30%, with maturity at 2020	812	953,197

	Principal Amount	
Security	(000 s omitted)	Value
8.50%, with various maturities to 2031	7,700	\$ 9,418,141
9.00%, with various maturities to 2031	2,284	2,652,208
9.50%, with various maturities to 2025	1,837	2,157,994
10.00%, with maturity at 2020	265	304,345
10.50%, with maturity at 2020	231	270,814
12.00%, with maturity at 2020	180	194,381
13.00%, with maturity at 2015	13	14,640

**\$ 153,262,620**

**Federal National Mortgage Association:**

2.375%, with maturity at 2022 <sup>(13)</sup>	1,870	1,918,157
2.946%, with maturity at 2036 <sup>(13)</sup>	3,594	3,715,361
4.50%, with maturity at 2018	2,649	2,838,564
5.00%, with various maturities to 2018 <sup>(11)</sup>	15,772	16,983,252
5.50%, with various maturities to 2033	10,148	11,219,188
6.00%, with various maturities to 2033	16,971	18,964,046
6.324%, with maturity at 2032 <sup>(13)</sup>	10,838	11,825,357
6.50%, with various maturities to 2036 <sup>(11)</sup>	91,372	104,797,256
6.75%, with maturity at 2023	281	329,785
7.00%, with various maturities to 2036	42,907	50,891,554
7.50%, with various maturities to 2035	16,434	19,859,912
8.00%, with various maturities to 2031	6,323	7,511,642
8.25%, with maturity at 2018	14	15,942
8.252%, with maturity at 2027 <sup>(14)</sup>	1,571	1,922,505
8.454%, with maturity at 2028 <sup>(14)</sup>	600	717,299
8.49%, with maturity at 2029 <sup>(14)</sup>	437	535,173
8.50%, with various maturities to 2030	7,152	8,567,446
8.575%, with maturity at 2024 <sup>(14)</sup>	76	90,016
8.623%, with maturity at 2027 <sup>(14)</sup>	561	681,107
9.00%, with various maturities to 2027	9,533	11,479,595
9.231%, with maturity at 2018 <sup>(14)</sup>	321	361,505
9.50%, with various maturities to 2030	2,617	3,149,338
9.83%, with maturity at 2025 <sup>(14)</sup>	502	577,887
10.00%, with various maturities to 2020	691	796,738
10.266%, with maturity at 2019 <sup>(14)</sup>	367	411,325
10.50%, with maturity at 2021	608	712,518
11.50%, with maturity at 2016	98	106,219

**\$ 280,978,687**

**Government National Mortgage Association:**

6.00%, with maturity at 2024	1,792	2,027,466
6.50%, with various maturities to 2032	15,673	18,102,255
7.00%, with various maturities to 2033	9,933	11,848,438
7.50%, with various maturities to 2032	21,366	25,810,268
8.00%, with various maturities to 2034	13,533	16,381,407
8.30%, with maturity at 2020	475	559,583
8.50%, with various maturities to 2022	817	966,405
9.00%, with various maturities to 2026	4,013	4,843,240
9.50%, with various maturities to 2026	5,668	6,865,537
10.00%, with maturity at 2019	303	355,307

\$ 87,759,906

**Total Mortgage Pass-Throughs**  
**(identified cost \$491,898,491)**

\$ 522,001,213

## Collateralized Mortgage Obligations 5.3%

Security	Principal	
	Amount	Value
	(000 s omitted)	
<b>Federal Home Loan Mortgage Corp.:</b>		
Series 24, Class J, 6.25%, 11/25/23	\$ 1,109	\$ 1,217,502
Series 1497, Class K, 7.00%, 4/15/23	1,154	1,225,302
Series 1529, Class Z, 7.00%, 6/15/23	1,864	1,979,817
Series 1620, Class Z, 6.00%, 11/15/23	1,594	1,728,303
Series 1677, Class Z, 7.50%, 7/15/23	964	1,120,358
Series 1702, Class PZ, 6.50%, 3/15/24	12,913	13,913,200
Series 2113, Class QG, 6.00%, 1/15/29	2,896	3,151,953
Series 2122, Class K, 6.00%, 2/15/29	457	496,266
Series 2130, Class K, 6.00%, 3/15/29	310	339,839
Series 2167, Class BZ, 7.00%, 6/15/29	296	315,223
Series 2182, Class ZB, 8.00%, 9/15/29	2,547	2,925,194
Series 2198, Class ZA, 8.50%, 11/15/29	3,575	3,868,116
Series 2245, Class A, 8.00%, 8/15/27	8,313	9,630,697
Series 2458, Class ZB, 7.00%, 6/15/32	2,961	3,393,976
		<b>\$ 45,305,746</b>
<b>Federal National Mortgage Association:</b>		
Series G92-44, Class Z, 8.00%, 7/25/22	266	294,432
Series G92-44, Class ZQ, 8.00%, 7/25/22	433	476,947
Series G92-46, Class Z, 7.00%, 8/25/22	740	837,953
Series G92-60, Class Z, 7.00%, 10/25/22	1,215	1,361,860
Series G93-35, Class ZQ, 6.50%, 11/25/23	13,936	15,801,398
Series G93-40, Class H, 6.40%, 12/25/23	3,150	3,569,667
Series 1988-14, Class I, 9.20%, 6/25/18	198	222,939
Series 1989-1, Class D, 10.30%, 1/25/19	176	194,886
Series 1989-34, Class Y, 9.85%, 7/25/19	352	412,416
Series 1990-17, Class G, 9.00%, 2/25/20	241	278,360
Series 1990-27, Class Z, 9.00%, 3/25/20	128	147,801
Series 1990-29, Class J, 9.00%, 3/25/20	135	155,865
Series 1990-43, Class Z, 9.50%, 4/25/20	613	718,305
Series 1991-98, Class J, 8.00%, 8/25/21	214	245,508
Series 1992-77, Class ZA, 8.00%, 5/25/22	1,458	1,698,865
Series 1992-103, Class Z, 7.50%, 6/25/22	100	115,300
Series 1992-113, Class Z, 7.50%, 7/25/22	185	213,134
Series 1992-185, Class ZB, 7.00%, 10/25/22	379	431,063
Series 1993-16, Class Z, 7.50%, 2/25/23	937	1,083,052
Series 1993-22, Class PM, 7.40%, 2/25/23	728	842,871
Series 1993-25, Class J, 7.50%, 3/25/23	1,168	1,352,151
Series 1993-30, Class PZ, 7.50%, 3/25/23	2,067	2,398,658
Series 1993-42, Class ZQ, 6.75%, 4/25/23	2,508	2,817,278
Series 1993-56, Class PZ, 7.00%, 5/25/23	421	477,593
Series 1993-156, Class ZB, 7.00%, 9/25/23	478	540,106
Series 1994-45, Class Z, 6.50%, 2/25/24	3,431	3,846,391
Series 1994-89, Class ZQ, 8.00%, 7/25/24	1,903	2,252,215
Series 1996-57, Class Z, 7.00%, 12/25/26	1,997	2,296,790
Series 1997-77, Class Z, 7.00%, 11/18/27	904	1,034,238
Series 1998-44, Class ZA, 6.50%, 7/20/28	830	958,930

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Series 1999-45, Class ZG, 6.50%, 9/25/29	338	386,427
Series 2000-22, Class PN, 6.00%, 7/25/30	2,598	2,912,444

Security	Principal	
	Amount	Value
	(000 s omitted)	
Series 2001-37, Class GA, 8.00%, 7/25/16	351	\$ 377,248
Series 2002-1, Class G, 7.00%, 7/25/23	644	728,647
Series 2002-21, Class PE, 6.50%, 4/25/32	2,773	3,138,237
		<b>\$ 54,619,975</b>
<b>Government National Mortgage Association:</b>		
Series 2002-45, Class PG, 6.00%, 3/17/32	3,053	3,306,356
Series 2005-72, Class E, 12.00%, 11/16/15	161	174,002
		<b>\$ 3,480,358</b>
<b>Total Collateralized Mortgage Obligations</b> <b>(identified cost \$97,247,350)</b>		<b>\$ 103,406,079</b>

**Commercial Mortgage-Backed Securities 9.4%**

Security	Principal	
	Amount	Value
	(000 s omitted)	
BACM, Series 2004-1, Class A4, 4.76%, 11/10/39	\$ 22,300	\$ 23,305,005
BACM, Series 2004-6, Class A5, 4.811%, 12/10/42	820	870,112
BSCMS, Series 2002-TOP8, Class C, 5.22%, 8/15/38 <sup>(14)</sup>	2,000	2,038,724
BSCMS, Series 2004-PWR3, Class A4, 4.715%, 2/11/41	1,250	1,306,363
BSCMS, Series 2004-PWR4, Class A2, 5.286%, 6/11/41 <sup>(14)</sup>	2,905	2,991,435
BSCMS, Series 2005-PW10, Class A4, 5.405%, 12/11/40 <sup>(14)</sup>	3,352	3,757,787
BSCMS, Series 2005-PWR7, Class A3, 5.116%, 2/11/41 <sup>(14)</sup>	2,361	2,577,004
CGCMT, Series 2004-C1, Class A3, 5.251%, 4/15/40 <sup>(14)</sup>	1,469	1,495,438
CGCMT, Series 2004-C1, Class A4, 5.534%, 4/15/40 <sup>(14)</sup>	12,215	13,046,469
COMM, Series 2004-LB2A, Class A4, 4.715%, 3/10/39	22,540	23,504,565
COMM, Series 2012-LC4, Class C, 5.825%, 12/10/44	500	498,405
CSFB, Series 2003-C3, Class A5, 3.936%, 5/15/38	2,974	3,019,357
CSFB, Series 2003-C3, Class D, 4.131%, 5/15/38	710	714,179
CSFB, Series 2003-C5, Class D, 5.116%, 12/15/36	3,270	3,350,931
CSFB, Series 2004-C1, Class A4, 4.75%, 1/15/37 <sup>(14)</sup>	12,311	12,870,225
CSFB, Series 2004-C3, Class A5, 5.113%, 7/15/36 <sup>(14)</sup>	1,577	1,686,434
ESAT, Series 2010-ESHA, Class B, 4.221%, 11/5/27 <sup>(8)</sup>	3,220	3,259,817
ESAT, Series 2010-ESHA, Class C, 4.86%, 11/5/27 <sup>(8)</sup>	670	679,191
FMBT, Series 2012-FBLU, Class A, 2.887%, 5/5/27 <sup>(8)</sup>	1,600	1,637,273
GECMC, Series 2005-C1, Class A3, 4.578%, 6/10/48	1,052	1,065,994
GMACC, Series 2002-C3, Class A2, 4.93%, 7/10/39	1,081	1,089,676
GMACC, Series 2004-C3, Class A5, 4.864%, 12/10/41	750	800,197
GSMS, Series 2003-C1, Class A3, 4.608%, 1/10/40	5,326	5,378,830
GSMS, Series 2004-GG2, Class A6, 5.396%, 8/10/38	3,365	3,609,467
JPMCC, Series 2004-CBX, Class A4, 4.529%, 1/12/37	293	293,420
JPMCC, Series 2004-CBX, Class A5, 4.654%, 1/12/37	500	502,283
JPMCC, Series 2005-LDP3, Class A3, 4.959%, 8/15/42	3,894	4,000,910
JPMCC, Series 2005-LDP4, Class A4, 4.918%, 10/15/42 <sup>(14)</sup>	3,000	3,275,363
JPMCC, Series 2005-LDP5, Class A3, 5.391%, 12/15/44 <sup>(14)</sup>	27,214	28,772,355



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JPMCC, Series 2005-LDP5, Class AJ, 5.483%, 12/15/44 <sup>(14)</sup>	1,000	1,011,352
JPMCC, Series 2011-C3, Class A2, 3.673%, 2/15/46 <sup>(8)</sup>	2,000	2,138,348
JPMCC, Series 2012-CBX, Class A2, 1.81%, 6/16/45	4,500	4,554,315
JPMCC, Series 2012-CBX, Class AS, 4.271%, 6/16/45	1,000	1,021,445
LB-UBS, Series 2003-C1, Class A4, 4.394%, 3/15/32	1,350	1,372,065
LB-UBS, Series 2003-C7, Class A4, 4.931%, 9/15/35 <sup>(14)</sup>	5,000	5,181,445
MLMT, Series 2003-KEY1, Class A4, 5.236%, 11/12/35 <sup>(14)</sup>	3,775	3,947,219

Security	Principal	
	(000 s omitted)	Value
MLMT, Series 2004-BPC1, Class A5, 4.855%, 10/12/41	3,000	\$ 3,216,315
MSC, Series 2004-IQ7, Class A3, 5.35%, 6/15/38 <sup>(14)</sup>	2,315	2,313,768
MSC, Series 2004-IQ8, Class A5, 5.11%, 6/15/40 <sup>(14)</sup>	660	701,972
RBSCF, Series 2010-MB1, Class C, 4.832%, 4/15/24 <sup>(8)(14)</sup>	500	516,882
RIAL, Series 2012-LT1A, Class A, 4.75%, 2/15/25 <sup>(8)</sup>	576	577,644
WBCMT, Series 2003-C6, Class F, 5.125%, 8/15/35 <sup>(8)(14)</sup>	965	982,841
WBCMT, Series 2004-C11, Class A5, 5.215%, 1/15/41	1,185	1,261,667
WBCMT, Series 2004-C12, Class A4, 5.494%, 7/15/41 <sup>(14)</sup>	250	267,213
WF-RBS, Series 2012-C6, Class B, 4.697%, 4/15/45	1,200	1,258,469
<b>Total Commercial Mortgage-Backed Securities (identified cost \$177,505,337)</b>		<b>\$ 181,720,169</b>

**Asset-Backed Securities 0.2%**

Security	Principal	
	(000 s omitted)	Value
Alzette European CLO SA, Series 2004-1A, Class E2, 6.968%, 12/15/20 <sup>(10)</sup>	\$ 328	\$ 281,167
Avalon Capital Ltd. 3, Series 1A, Class D, 2.417%, 2/24/19 <sup>(8)(10)</sup>	589	463,613
Babson Ltd., Series 2005-1A, Class C1, 2.417%, 4/15/19 <sup>(8)(10)</sup>	753	547,389
Carlyle High Yield Partners, Series 2004-6A, Class C, 2.917%, 8/11/16 <sup>(8)(10)</sup>	1,000	887,154
Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.968%, 3/8/17 <sup>(10)</sup>	985	846,244
Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.216%, 7/17/19 <sup>(10)</sup>	500	382,312
Comstock Funding Ltd., Series 2006-1A, Class D, 4.717%, 5/30/20 <sup>(8)(10)</sup>	1,844	1,372,499
<b>Total Asset-Backed Securities (identified cost \$5,620,610)</b>		<b>\$ 4,780,378</b>

**U.S. Government Agency Obligations 1.6%**

Security	Principal	
	(000 s omitted)	Value
<b>Federal Home Loan Bank:</b>		
4.125%, 12/13/19	\$ 3,975	\$ 4,704,659
5.25%, 12/9/22	9,000	11,531,403
5.375%, 5/15/19	6,585	8,251,308
5.375%, 8/15/24	5,740	7,432,175
<b>Total U.S. Government Agency Obligations (identified cost \$29,695,778)</b>		<b>\$ 31,919,545</b>

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**Common Stocks 1.1%**

<b>Security</b>	<b>Shares</b>	<b>Value</b>
<b>Automotive 0.1%</b>		
Dayco Products, LLC <sup>(15)(16)</sup>	25,372	\$ 907,049
		<b>\$ 907,049</b>

**Building and Development 0.3%**

Panolam Holdings Co. <sup>(6)(15)(17)</sup>	3,677	\$ 5,993,878
United Subcontractors, Inc. <sup>(6)(15)(16)</sup>	1,231	50,030
		<b>\$ 6,043,908</b>

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Security	Shares	Value
<b>Containers and Glass Products 0.2%</b>		
Anchor Glass Container Corp. <sup>(6)(15)</sup>	142,857	\$ 4,099,996
		<b>\$ 4,099,996</b>
<b>Diversified Manufacturing 0.0%</b>		
MEGA Brands, Inc. <sup>(15)</sup>	14,905	\$ 90,788
		<b>\$ 90,788</b>
<b>Ecological Services and Equipment 0.0%</b>		
Environmental Systems Products Holdings, Inc. <sup>(6)(15)(17)</sup>	2,484	\$ 226,044
		<b>\$ 226,044</b>
<b>Financial Intermediaries 0.0%</b>		
RTS Investor Corp. <sup>(6)(15)(16)</sup>	357	\$ 34,113
		<b>\$ 34,113</b>
<b>Food Service 0.0%</b>		
Buffets, Inc. <sup>(6)(15)(16)</sup>	30,225	\$ 0
		<b>\$ 0</b>
<b>Home Furnishings 0.0%</b>		
Oreck Corp. <sup>(6)(15)(16)</sup>	9,399	\$ 539,502
Sanitec Europe Oy B Units <sup>(6)(15)(16)</sup>	26,249	174,395
Sanitec Europe Oy E Units <sup>(6)(15)(16)</sup>	25,787	0
		<b>\$ 713,897</b>
<b>Leisure Goods/Activities/Movies 0.1%</b>		
Metro-Goldwyn-Mayer Holdings, Inc. <sup>(15)(16)</sup>	72,419	\$ 1,828,580
		<b>\$ 1,828,580</b>
<b>Lodging and Casinos 0.1%</b>		
Affinity Gaming, LLC <sup>(15)(16)</sup>	46,819	\$ 522,816
Greektown Superholdings, Inc. <sup>(15)</sup>	828	42,228
Tropicana Entertainment, Inc. <sup>(6)(15)(16)</sup>	17,051	238,714
		<b>\$ 803,758</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
Euramax International, Inc. <sup>(15)(16)</sup>	1,636	\$ 458,108
		<b>\$ 458,108</b>
<b>Oil and Gas 0.0%</b>		
SemGroup Corp. <sup>(15)</sup>	15,874	\$ 506,857
		<b>\$ 506,857</b>

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<b>Publishing 0.2%</b>		
Ion Media Networks, Inc. <sup>(6)(15)(16)</sup>	5,187	\$ 3,829,821
MediaNews Group, Inc. <sup>(6)(15)(16)</sup>	14,016	300,918
Source Interlink Companies, Inc. <sup>(6)(15)(16)</sup>	2,862	16,800
Star Tribune Media Holdings Co. <sup>(15)(16)</sup>	1,315	36,491
SuperMedia, Inc. <sup>(15)(16)</sup>	9,296	23,240
		<b>\$ 4,207,270</b>

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Security	Shares	Value
<b>Radio and Television 0.1%</b>		
New Young Broadcasting Holding Co., Inc. <sup>(15)(16)</sup>	632	\$ 1,919,700
		<b>\$ 1,919,700</b>

**Total Common Stocks**  
(identified cost \$9,466,315) **\$ 21,840,068**

**Preferred Stocks 0.1%**

Security	Shares	Value
<b>Ecological Services and Equipment 0.0%</b>		
Environmental Systems Products Holdings, Inc., Series A <sup>(6)(15)(17)</sup>	569	\$ 35,847
		<b>\$ 35,847</b>

<b>Financial Intermediaries 0.0%</b>		
GMAC Capital Trust I, 8.125%	20,465	\$ 492,183
		<b>\$ 492,183</b>

<b>Oil, Gas &amp; Consumable Fuels 0.1%</b>		
Chesapeake Energy Corp., 4.50%, Convertible	6,331	\$ 508,063
		<b>\$ 508,063</b>

**Total Preferred Stocks**  
(identified cost \$1,151,355) **\$ 1,036,093**

**Warrants 0.0%**

Security	Shares	Value
<b>Chemicals and Plastics 0.0%</b>		
Foamex, Series A, Expires 12/31/13 <sup>(6)(15)(16)</sup>	663	\$ 0
Foamex, Series B, Expires 12/31/15 <sup>(6)(15)(16)</sup>	663	0
		<b>\$ 0</b>

<b>Food Products 0.0%</b>		
ASG Consolidated, LLC/ASG Finance, Inc., Expires 5/15/18 <sup>(15)</sup>	1,745	\$ 78,525
		<b>\$ 78,525</b>

<b>Oil and Gas 0.0%</b>		
SemGroup Corp., Expires 11/30/14 <sup>(15)</sup>	16,708	\$ 151,207
		<b>\$ 151,207</b>

<b>Publishing 0.0%</b>		
Reader's Digest Association, Inc. (The), Expires 2/19/14 <sup>(6)(15)(16)</sup>	23,833	\$ 0

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Star Tribune Media Holding, Expires 9/28/13 <sup>(15)(16)</sup>	935		25,946
		\$	<b>25,946</b>
<b>Radio and Television 0.0%</b>			
New Young Broadcasting Holding Co., Inc., Expires 12/24/24 <sup>(15)(16)</sup>	4	\$	12,150
		\$	<b>12,150</b>
<b>Retailers (Except Food and Drug) 0.0%</b>			
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(6)(15)(16)</sup>	10,360	\$	0

Security	Shares	Value
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(6)(15)(16)</sup>	11,366	\$ 0
		\$ 0

<b>Total Warrants</b> (identified cost \$7,041)		\$ 267,828
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**Miscellaneous 0.0%**

Security	Shares	Value
<b>Business Equipment and Services 0.0%</b>		
NCS Acquisition Corp., Escrow Certificate <sup>(6)(15)</sup>	5,250,000	\$ 72,345
		\$ 72,345

**Cable and Satellite Television 0.0%**

Adelphia Recovery Trust <sup>(6)(15)</sup>	2,786,444	\$ 0
Adelphia, Inc., Escrow Certificate <sup>(15)</sup>	300,000	2,625
Adelphia, Inc., Escrow Certificate <sup>(15)</sup>	2,500,000	21,875
		\$ 24,500

**Health Care 0.0%**

US Oncology, Inc., Escrow Certificate <sup>(15)</sup>	1,815,000	\$ 36,300
		\$ 36,300

**Oil and Gas 0.0%**

SemGroup Corp., Escrow Certificate <sup>(15)</sup>	6,135,000	\$ 276,075
		\$ 276,075

<b>Total Miscellaneous</b> (identified cost \$2,777,647)		\$ 409,220
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**Interest Rate Swaptions 0.2%**

Description	Counterparty	Expiration Date	Notional Amount (000 s omitted)	Value
Options to receive 3-month USD-LIBOR-BBA Rate and pay 5.25%	Citibank NA	2/28/17	\$ 52,500	\$ 1,624,875
Options to receive 3-month USD-LIBOR-BBA Rate and pay 5.25%	Credit Suisse International	2/28/17	52,500	1,624,875

<b>Total Interest Rate Swaptions</b> (identified cost \$5,071,500)		\$ 3,249,750
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**Short-Term Investments** 1.2%

**U.S. Treasury Obligations** 0.0%

	<b>Principal Amount</b>	<b>Value</b>
<b>Security</b>	<b>(000 s omitted)</b>	
U.S. Treasury Bill, 0.00%, 7/26/12	\$ 300,000	\$ 299,992
<b>Total U.S. Treasury Obligations (identified cost \$299,984)</b>		<b>\$ 299,992</b>

Description	Interest/ Principal Amount	
	(000 s omitted)	Value
<b>Other 1.2%</b>		
Eaton Vance Cash Reserves Fund, LLC, 0.10% <sup>(18)</sup>	\$ 14,936	\$ 14,936,371
State Street Bank and Trust Euro Time Deposit, 0.01%, 7/2/12	8,280	8,279,554
<b>Total Other (identified cost \$23,215,925)</b>		<b>\$ 23,215,925</b>
<b>Total Short-Term Investments (identified cost \$23,515,909)</b>		<b>\$ 23,515,917</b>
<b>Total Investments 141.6% (identified cost \$2,662,615,560)</b>		<b>\$ 2,739,323,062</b>
<b>Less Unfunded Loan Commitments (0.1)%</b>		<b>\$ (1,721,241)</b>
<b>Net Investments 141.5% (identified cost \$2,660,894,319)</b>		<b>\$ 2,737,601,821</b>
<b>Other Assets, Less Liabilities (27.7)%</b>		<b>\$ (536,831,367)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (13.8)%</b>		<b>\$ (266,628,544)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>		<b>\$ 1,934,141,910</b>

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

- BACM - Bank of America Commercial Mortgage, Inc.
- BSCMS - Bear Stearns Commercial Mortgage Securities, Inc.
- CGCMT - Citigroup Commercial Mortgage Trust
- COMM - Commercial Mortgage Pass-Through Certificate
- CSFB - Credit Suisse First Boston Mortgage Securities Corp.
- ESAT - Extended Stay America Trust
- FMBT - Fontainebleau Miami Beach Trust
- GECMC - General Electric Commercial Mortgage Corp.
- GMACC - GMAC Commercial Mortgage Securities, Inc.

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GSMS - Goldman Sachs Mortgage Securities Corp. II  
JPMCC - JPMorgan Chase Commercial Mortgage Securities Corp.  
LB-UBS - LB-UBS Commercial Mortgage Trust  
MLMT - Merrill Lynch Mortgage Trust  
MSC - Morgan Stanley Capital I  
RBSCF - Royal Bank of Scotland Commercial Funding  
RIAL - Rialto Real Estate Fund LP  
WBCMT - Wachovia Bank Commercial Mortgage Trust  
WF-RBS - WF-RBS Commercial Mortgage Trust  
EUR - Euro  
GBP - British Pound Sterling

\* 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) This Senior Loan will settle after June 30, 2012, at which time the interest rate will be determined.
- (3) Amount is less than 0.05%.
- (4) Unfunded or partially unfunded loan commitments. The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower's discretion.
- (5) Represents a payment-in-kind security which may pay all or a portion of interest in additional par.
- (6) For fair value measurement disclosure purposes, security is categorized as Level 3.
- (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-accrued 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 June 30, 2012, the aggregate value of these securities is \$436,097,175 or 22.5% of the Fund's net assets applicable to common shares.
- (9) Security converts to floating rate after the indicated fixed-rate coupon period.
- (10) Variable rate security. The stated interest rate represents the rate in effect at June 30, 2012.
- (11) Security (or a portion thereof) has been pledged for the benefit of the counterparty for reverse repurchase agreements.
- (12) Security (or a portion thereof) has been pledged to cover margin requirements on open financial futures contracts.
- (13) Adjustable rate mortgage security. Rate shown is the rate at June 30, 2012.

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- (14) Weighted average fixed-rate coupon that changes/updates monthly.
- (15) Non-income producing security.
- (16) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (17) Restricted security.
- (18) 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 June 30, 2012. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended June 30, 2012 was \$5,393.

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A summary of open financial instruments at June 30, 2012 is as follows:

**Forward Foreign Currency Exchange Contracts**

**Sales**

Settlement Date	Deliver	In Exchange For	Counterparty	Net Unrealized Appreciation (Depreciation)
	British Pound Sterling	United States Dollar		
7/31/12	4,241,737	6,864,615	HSBC Bank USA	\$ 221,874
	British Pound Sterling	United States Dollar		
8/31/12	3,730,546	5,830,414	JPMorgan Chase Bank	(11,280)
	Euro	United States Dollar		
8/31/12	32,222,952	40,245,178	Citibank NA	(555,054)
	British Pound Sterling	United States Dollar		
9/28/12	1,665,902	2,590,761	Goldman Sachs International	(17,695)
				<b>\$ (362,155)</b>

**Futures Contracts**

Expiration Month/Year	Contracts	Position	Aggregate Cost	Value	Net Unrealized Appreciation (Depreciation)
9/12	150 U.S. 2-Year Treasury Note	Short	\$ (33,039,844)	\$ (33,028,125)	\$ 11,719
9/12	200 U.S. 5-Year Treasury Note	Short	(24,750,000)	(24,793,750)	(43,750)
9/12	225 U.S. 10-Year Treasury Note	Short	(29,896,875)	(30,009,375)	(112,500)
9/12	30 U.S. 30-Year Treasury Bond	Short	(4,457,813)	(4,439,063)	18,750
					<b>\$ (125,781)</b>

At June 30, 2012, the Fund had sufficient cash and/or securities to cover commitments under these contracts.

In the normal course of pursuing its investment objective, the Fund is subject to the following risks:

**Foreign Exchange Risk:** Because the Fund 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 Fund enters into forward foreign currency exchange contracts. The Fund also enters into such contracts to hedge the currency risk of investments it anticipates purchasing.

**Interest Rate Risk:** The Fund utilizes various interest rate derivatives including futures contracts and interest rate swaptions to manage the duration of its portfolio and to hedge against fluctuations in securities prices due to interest rates.

The fair value of open derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) by risk exposure at June 30, 2012 was as follows:

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Risk	Derivative	Fair Value	
		Asset Derivative	Liability Derivative
Foreign Exchange	Forward Foreign Currency Exchange Contracts	\$ 221,874	\$ (584,029)
Interest Rate	Financial Futures Contracts	30,469*	(156,250)*
<b>Total</b>		<b>\$ 252,343</b>	<b>\$ (740,279)</b>

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\* Amount represents cumulative unrealized appreciation or (depreciation) on futures contracts in the Futures Contracts table above.

**Reverse Repurchase Agreements**

Reverse repurchase agreements outstanding as of June 30, 2012 were as follows:

Counterparty	Trade Date	Maturity Date	Interest Rate	Principal Amount	Principal Amount Including Accrued Interest
Bank of America	6/22/12	7/23/12	0.42%	\$ 57,158,000	\$ 57,164,002

At June 30, 2012, the market value of securities pledged for the benefit of the counterparty for reverse repurchase agreements was \$59,172,465.

The cost and unrealized appreciation (depreciation) of investments of the Fund at June 30, 2012, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 2,686,848,834</b>
Gross unrealized appreciation	\$ 103,715,052
Gross unrealized depreciation	(52,962,065)
<b>Net unrealized appreciation</b>	<b>\$ 50,752,987</b>

**Restricted Securities**

At June 30, 2012, the Fund owned the following securities (representing 0.3% 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 Fund 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.

Description	Date of Acquisition	Shares	Cost	Value
<b>Common Stocks</b>				
Environmental Systems Products Holdings, Inc.	10/25/07	2,484	\$ 0	\$ 226,044
Panolam Holding Co.	12/30/09	3,677	2,020,511	5,993,878
<b>Total Common Stocks</b>			<b>\$ 2,020,511</b>	<b>\$ 6,219,922</b>
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	569	\$ 9,958	\$ 35,847
<b>Total Preferred Stocks</b>			<b>\$ 9,958</b>	<b>\$ 35,847</b>
<b>Total Restricted Securities</b>			<b>\$ 2,030,469</b>	<b>\$ 6,255,769</b>

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.



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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.)

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

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In cases where the inputs used to measure fair value fall in different levels of the fair value hierarchy, the level disclosed is determined based on the lowest level input that is significant to the fair value measurement in its entirety. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

At June 30, 2012, the hierarchy of inputs used in valuing the Fund's investments and open derivative instruments, which are carried at value, were as follows:

Asset Description	Level 1	Level 2	Level 3	Total
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 848,104,170	\$ 4,587,580	\$ 852,691,750
Corporate Bonds & Notes		987,363,607	2,254,321	989,617,928
Foreign Government Securities		1,145,883		1,145,883
Mortgage Pass-Throughs		522,001,213		522,001,213
Collateralized Mortgage Obligations		103,406,079		103,406,079
Commercial Mortgage-Backed Securities		181,720,169		181,720,169
Asset-Backed Securities		4,780,378		4,780,378
U.S. Government Agency Obligations		31,919,545		31,919,545
Common Stocks	620,885	5,714,972	15,504,211	21,840,068
Preferred Stocks	1,000,246		35,847	1,036,093
Warrants		267,828	0	267,828
Miscellaneous		336,875	72,345	409,220
Interest Rate Swaptions		3,249,750		3,249,750
Short-Term Investments		23,515,917		23,515,917
<b>Total Investments</b>	<b>\$ 1,621,131</b>	<b>\$ 2,713,526,386</b>	<b>\$ 22,454,304</b>	<b>\$ 2,737,601,821</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 221,874	\$	\$ 221,874
Futures Contracts	30,469			30,469
<b>Total</b>	<b>\$ 1,651,600</b>	<b>\$ 2,713,748,260</b>	<b>\$ 22,454,304</b>	<b>\$ 2,737,854,164</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (584,029)	\$	\$ (584,029)
Futures Contracts	(156,250)			(156,250)
<b>Total</b>	<b>\$ (156,250)</b>	<b>\$ (584,029)</b>	<b>\$</b>	<b>\$ (740,279)</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:

	Investments in Senior Floating-Rate Interests	Investments in Corporate Bonds & Notes	Investments in Common Stocks	Investments in Preferred Stocks, Warrants and Miscellaneous	Total
<b>Balance as of March 31, 2012</b>	<b>\$ 2,673,650</b>	<b>\$ 2,245,132</b>	<b>\$ 24,160,762</b>	<b>\$ 397,835</b>	<b>\$ 29,477,379</b>
Realized gains (losses)			8,132,611		8,132,611
Change in net unrealized appreciation (depreciation)	(49,392)	9,636	(6,316,518)	(289,643)	(6,645,937)
Cost of purchases <sup>(1)</sup>					
Proceeds from sales <sup>(1)</sup>			(9,705,581)		(9,705,581)
Accrued discount (premium)	62,800	(447)			62,373
Transfers to Level 3*	1,900,522				1,900,522
Transfers from Level 3*			(767,063)		(767,063)
<b>Balance as of June 30, 2012</b>	<b>\$ 4,587,580</b>	<b>\$ 2,254,321</b>	<b>\$ 15,504,211</b>	<b>\$ 108,192</b>	<b>\$ 22,454,304</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of June 30, 2012</b>	<b>\$ (49,392)</b>	<b>\$ 9,636</b>	<b>\$ 1,914,277</b>	<b>\$ (289,643)</b>	<b>\$ 1,584,858</b>

\* Transfers are reflected at the value of the securities at the beginning of the period. Transfers from Level 2 to Level 3 were due to a reduction in the availability of significant observable inputs in determining the fair value of these investments. Transfers from Level 3 to Level 2 were due to increased market trading activity resulting in the availability of significant observable inputs in determining the fair value of these investments.

(1) Cost of purchases may include securities received in corporate actions; proceeds from sales may include securities delivered in corporate actions.

None of the unobservable inputs for Level 3 assets, individually or collectively, had a material impact on the Fund.

At June 30, 2012, there were no investments transferred between Level 1 and Level 2 during the fiscal year to date then ended.

For information on the Fund's policy regarding the valuation of investments and other significant accounting policies, please refer to the Fund's most recent financial statements included in its semiannual or annual report to shareholders.

**Item 2. 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 on this Form N-Q 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 on this Form N-Q 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 fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.

**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 Limited Duration Income Fund

By: /s/ Payson F. Swaffield  
Payson F. Swaffield  
President  
Date: August 27, 2012

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/ Payson F. Swaffield  
Payson F. Swaffield  
President  
Date: August 27, 2012

By: /s/ Barbara E. Campbell  
Barbara E. Campbell  
Treasurer  
Date: August 27, 2012