

Eaton Vance Floating-Rate Income Trust  
Form N-CSR  
August 04, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM N-CSR**

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

Investment Company Act file number      811-21574

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

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

02109  
(Zip code)

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

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

Date of fiscal year end:      May 31

Date of reporting period:      May 31, 2005

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**Item 1. Reports to Stockholders**

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Annual Report May 31, 2005

EATON VANCE  
FLOATING-  
RATE INCOME  
TRUST

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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**Eaton Vance Floating-Rate Income Trust as of May 31, 2005**

**MANAGEMENT'S DISCUSSION OF FUND PERFORMANCE**

**The Trust**

**Performance for the Period ended May 31, 2005**

Based on its May 2005 monthly dividend of \$0.101 and a closing share price of \$18.07, Eaton Vance Floating-Rate Income Trust, a closed-end fund traded on the New York Stock Exchange (the Trust), had a market yield of 6.71%.<sup>(1)</sup>

Based on share price (traded on the New York Stock Exchange), the Trust had a total return of -0.52% for the period from inception on June 29, 2004 through May 31, 2005. That return was the result of a decrease in share price from \$19.10 (offering price of \$20.00 per share, less all commissions) on June 29, 2004 to \$18.07 on May 31, 2005 and the reinvestment of \$0.952 in regular monthly dividends.<sup>(2)</sup>

Based on net asset value, the Trust had a total return of 3.72% for the period from inception on June 29, 2004 through May 31, 2005. That return was the result of a decrease in net asset value per share from \$19.10 (offering price, less all commissions) on November 30, 2004 to \$18.84 on May 31, 2005, and the reinvestment of all distributions.<sup>(2)</sup>

For performance comparison, the S&P/LSTA Leveraged Loan Index, had a return of 3.77% for the period from June 30, 2004 through May 31, 2005.<sup>(3)</sup>

**Management Discussion**

The Trust's investment objective is to provide a high level of current income. The Trust will, as a secondary objective, also seek preservation of capital to the extent consistent with its primary goal of high current income. The Trust invests primarily in senior, secured floating rate loans.

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The Trust's loan investments represented 351 borrowers at May 31, 2005 and reflected a continued effort at diversification. The Trust's average loan size was just 0.28% of net assets, and no industry constituted more than 9.1% of the Trust's loan investments. Health care, containers and glass products, building and development (which includes companies that manage/own apartments, shopping malls and commercial office buildings, among others), publishing, and leisure goods/activities/movies were the largest sector weightings.\*

Credit conditions remained relatively strong during the period, as companies in the Trust generally produced sufficient cash flow to meet debt service requirements. The automotive industry, however, showed continued margin pressures. Based on gross assets, the Trust had a 4.2% (of total investments) exposure to this area, compared with a 5.3% weighting in the S&P/LSTA Leveraged Loan Index.(3) Importantly, the Trust's holdings were diversified among 19 companies.

Supply-and-demand factors for the loan asset class varied during the period, resulting in a small downward movement in the Trust's NAV per share. Demand exceeded supply in the first quarter of 2005, but waned slightly in the second quarter, as certain crossover investors sold loans to take advantage of wider spreads in the high-yield bond market. At the end of the period, with the loan supply having steadied, technical factors appeared to be more balanced.

No specific sectors significantly underperformed within the Trust's portfolio. At this point in the credit cycle, we currently expect to maintain a relatively high quality portfolio, especially given the heightened liquidity and general loosening of credit standards.

Due to tight credit spreads in the high-yield bond market in the fall of 2004, the Trust lowered its exposure to high-yield bonds in late 2004. As a percentage of net assets/total investments, high-yield bonds represented 13.6%/8.5% at May 31, 2005. A lower weighting limited potential NAV volatility when high-yield spreads widened in the first quarter of 2005.

At May 31, 2005, the Trust had leverage in the amount of approximately 38% of the Trust's total assets. The Trust employs leverage through the issuance of Auction Preferred Shares ( APS ).(4) Use of financial leverage creates an opportunity for increased income, but, at the same time, creates special risks (including the likelihood of greater volatility of net asset value and market price of common shares). The cost of the Trust's APS rises and falls with changes in short-term interest rates. Such increases in cost of the Trust's APS may be offset by increased income from the Trust's senior loan investments.

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

(2) Performance results reflect the effect of leverage resulting from the Trust's issuance of Auction Preferred Shares.

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

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

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

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

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\* Holdings and industry weightings are subject to change due to active management.

**PERFORMANCE**

**Performance(1)**

Average Annual Total Return (by share price, NYSE)

Life of Fund (6/29/04)	-0.52%
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Average Annual Total Return (at net asset value)

Life of Fund (6/29/04)	3.72%
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*(1) Performance results reflect the effect of leverage resulting from the Trust's issuance of Auction Preferred Shares. In the event of a rise in long-term interest rates, the value of the Trust's investment portfolio could decline, which would reduce the asset coverage for its Auction Preferred Shares.*

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

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

**Diversification by Industries (2)**

Healthcare	6.3%
Telecommunications	5.8
Containers & Glass Products	5.6
Building & Development	5.6
Cable & Satellite Television	5.6
Chemicals & Plastics	5.5
Publishing	5.4



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Leisure Goods/Activities/Movies	5.1
Radio & Television	4.8
Automotive	4.3
Oil & Gas	3.8
Lodging & Casinos	3.3
Retailers (Except Food & Drug)	3.1
Financial Intermediaries	2.9
Business Equip. & Services	2.8
Electronics/Electrical	2.6
Utilities	2.5
Food Service	2.2
Forest Products	2.1
Conglomerates	1.9
Aerospace & Defense	1.8
Food/Drug Retailers	1.7%
Nonferrous Metals/Minerals	1.7
Food Products	1.5
Beverage & Tobacco	1.5
Home Furnishings	1.4
Industrial Equipment	1.3
Ecological Services & Equip.	1.3
Insurance	1.1
Surface Transport	1.0
Equipment Leasing	0.9
Cosmetics/Toiletries	0.5
Rail Industries	0.5
Drugs	0.4
Semiconductors	0.4
Air Transport	0.4
Broadcast Media	0.4
Clothing/Textiles	0.3
Commercial Services	0.2
Consumer Products	0.2
Manufacturing	0.2
Farming/Agriculture	0.1

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(2) Reflects the Trust's investments as of May 31, 2005. Industries are shown as a percentage of the Trust's total loan and corporate bond and note investments. Statistics may not be representative of current or future investments and are subject to change due to active management.

### Investment Diversification(3)

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(3) Reflects the Trust's investments as of May 31, 2005. Investment types are shown as a percentage of the Trust's total investments. Statistics may not be representative of current or future investments and are subject to change due to active management.

## Eaton Vance Floating-Rate Income Trust as of May 31, 2005

## PORTFOLIO OF INVESTMENTS

Senior, Floating Rate Interests - 143.9% <sup>(1)</sup>			
Principal Amount		Borrower/Tranche Description	Value
Aerospace and Defense - 2.5%			
Alliant Tech Systems, Inc.			
\$	720,000	Term Loan, 4.63%, Maturing March 31, 2009	\$ 721,800
CACI International, Inc.			
	4,221,786	Term Loan, 4.96%, Maturing May 3, 2011	4,263,125
DRS Technologies, Inc.			
	3,038,721	Term Loan, 4.97%, Maturing November 4, 2010	3,068,160
Hexcel Corp.			
	590,000	Term Loan, 5.24%, Maturing March 1, 2012	592,397
K&F Industries, Inc.			
	785,650	Term Loan, 5.62%, Maturing November 18, 2012	794,325
Standard Aero Holdings, Inc.			
	3,194,181	Term Loan, 5.35%, Maturing August 24, 2012	3,246,087
Transdigm, Inc.			
	2,977,475	Term Loan, 4.94%, Maturing July 22, 2010	3,013,764
Vought Aircraft Industries, Inc.			
	1,316,894	Term Loan, 5.61%, Maturing December 22, 2011	1,335,824
Wyle Laboratories, Inc.			
	315,000	Term Loan, 5.96%, Maturing January 28, 2011	319,922
			\$ 17,355,404
Air Transport - 0.7%			
United Airlines, Inc.			
\$	4,952,188	DIP Loan, 7.50%, Maturing June 30, 2005	\$ 4,987,264
			\$ 4,987,264
Automotive - 6.4%			
Accuride Corp.			
\$	2,712,213	Term Loan, 5.31%, Maturing January 31, 2012	\$ 2,713,343
Affina Group, Inc.			
	687,278	Term Loan, 5.44%, Maturing November 30, 2011	678,687
Collins & Aikman Products Co.			
	2,018,479	Revolving Loan, 7.94%, Maturing August 31, 2011	1,868,774
CSA Acquisition Corp.			
	254,279	Term Loan, 5.13%, Maturing December 23, 2011	255,233
	409,058	Term Loan, 5.13%, Maturing December 23, 2011	410,592
Dayco Products, LLC			

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	1,538,375	Term Loan, 6.28%, Maturing June 23, 2011	1,556,643
Exide Technologies			
	518,936	Term Loan, 6.81%, Maturing May 5, 2010	498,178
	518,936	Term Loan, 6.81%, Maturing May 5, 2010	505,962
Federal-Mogul Corp.			
	2,000,000	Term Loan, 5.60%, Maturing June 30, 2005	1,770,834
Principal Amount		Borrower/Tranche Description	Value
Automotive (continued)			
\$	4,745,224	Revolving Loan, 6.34%, Maturing June 30, 2005 <sup>(2)</sup>	\$ 4,768,950
	563,750	Term Loan, 6.85%, Maturing June 30, 2005	565,159
	2,852,861	Revolving Loan, 4.85%, Maturing December 31, 2005 <sup>(2)</sup>	2,571,854
Goodyear Tire & Rubber Co.			
	2,500,000	Revolving Loan, 0.00%, Maturing April 30, 2010 <sup>(2)</sup>	2,493,750
	980,000	Term Loan, 4.67%, Maturing April 30, 2010	981,532
	3,290,000	Term Loan, 5.89%, Maturing April 30, 2010	3,284,516
	1,000,000	Term Loan, 6.64%, Maturing March 1, 2011	982,250
HLI Operating Co., Inc.			
	1,528,306	Term Loan, 6.64%, Maturing June 3, 2009	1,534,037
	750,000	Term Loan, 8.88%, Maturing June 3, 2010	738,750
Key Automotive Group			
	3,548,287	Term Loan, 6.17%, Maturing June 29, 2010	3,530,545
Metaldyne Corp.			
	3,065,525	Term Loan, 7.62%, Maturing December 31, 2009	2,956,315
R.J. Tower Corp.			
	1,925,000	DIP Loan, 6.19%, Maturing February 2, 2007	1,924,399
TI Automotive, Ltd.			
	750,000	Term Loan, 6.03%, Maturing June 30, 2011	735,000
TRW Automotive, Inc.			
	2,992,500	Term Loan, 4.94%, Maturing October 31, 2010	2,999,048
	3,021,933	Term Loan, 4.38%, Maturing June 30, 2012	3,010,601
United Components, Inc.			
	1,688,093	Term Loan, 5.75%, Maturing June 30, 2010	1,715,525
			\$ 45,050,477
Beverage and Tobacco - 2.3%			
Alliance One International, Inc.			
\$	885,000	Term Loan, 6.73%, Maturing May 13, 2010	\$ 897,169
Constellation Brands, Inc.			
	4,644,358	Term Loan, 4.99%, Maturing November 30, 2011	4,667,260

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Culligan International Co.			
3,735,000		Term Loan, 5.59%, Maturing September 30, 2011	3,768,458
National Dairy Holdings, L.P.			
840,000		Term Loan, 5.19%, Maturing March 15, 2012	846,825
Southern Wine & Spirits of America, Inc.			
2,972,003		Term Loan, 5.35%, Maturing June 28, 2008	2,996,150
Sunny Delight Beverages Co.			
2,656,191		Term Loan, 7.47%, Maturing August 20, 2010	2,662,832
			\$ 15,838,694
Building and Development - 8.4%			
AIMCO Properties, L.P.			
\$ 500,000		Term Loan, 5.21%, Maturing November 2, 2009	\$ 504,062

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of May 31, 2005

## PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount	Borrower/Tranche Description	Value
<b>Building and Development (continued)</b>		
<b>Custom Building Products, Inc.</b>		
\$ 850,000	Term Loan, 5.37%, Maturing October 29, 2011	\$ 853,719
<b>Formica Corp.</b>		
869,720	Term Loan, 7.75%, Maturing June 10, 2010	878,417
444,778	Term Loan, 7.76%, Maturing June 10, 2010	449,226
358,898	Term Loan, 7.76%, Maturing June 10, 2010	362,487
1,272,477	Term Loan, 7.76%, Maturing June 10, 2010	1,285,201
<b>FT-FIN Acquisition, LLC</b>		
1,412,547	Term Loan, 7.63%, Maturing November 17, 2007	1,416,079
<b>General Growth Properties, Inc.</b>		
9,703,193	Term Loan, 5.34%, Maturing November 12, 2008	9,775,462
<b>Hovstone Holdings, LLC</b>		
1,365,000	Term Loan, 5.34%, Maturing February 28, 2009	1,368,412
<b>Landsource Communities, LLC</b>		
2,000,000	Term Loan, 5.63%, Maturing March 31, 2010	2,010,626
<b>LNR Property Corp.</b>		
1,500,000	Term Loan, 5.80%, Maturing February 3, 2008 <sup>(2)</sup>	1,509,375
4,752,855	Term Loan, 6.21%, Maturing February 3, 2008	4,771,866
<b>LNR Property Holdings</b>		
1,040,000	Term Loan, 7.71%, Maturing February 3, 2008	1,041,950
<b>Mueller Group, Inc.</b>		
2,830,866	Term Loan, 5.89%, Maturing April 23, 2011	2,864,483
<b>Newkirk Master, L.P.</b>		
1,471,452	Term Loan, 7.60%, Maturing November 24, 2006	1,481,568
<b>Nortek, Inc.</b>		
5,061,750	Term Loan, 5.59%, Maturing August 27, 2011	5,089,590
<b>Panolam Industries Holdings</b>		
1,053,209	Term Loan, 6.13%, Maturing December 3, 2010	1,061,108
1,319,488	Term Loan, 10.38%, Maturing June 3, 2011	1,345,878
<b>Ply Gem Industries, Inc.</b>		
247,619	Term Loan, 5.28%, Maturing February 12, 2011	247,619
799,005	Term Loan, 5.60%, Maturing February 12, 2011	799,005
1,685,119	Term Loan, 5.60%, Maturing February 12, 2011	1,685,119

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South Edge, LLC			
	656,250	Term Loan, 4.44%, Maturing October 31, 2007	659,531
	843,750	Term Loan, 4.69%, Maturing October 31, 2009	852,187
St. Marys Cement, Inc.			
	5,942,374	Term Loan, 5.09%, Maturing December 4, 2010	6,016,654
Stile Acquisition Corp.			
	1,513,711	Term Loan, 5.21%, Maturing April 6, 2013	1,513,001
Stile U.S. Acquisition Corp.			
	1,516,289	Term Loan, 5.21%, Maturing April 6, 2013	1,515,578
The Macerich Partnership, L.P.			
	1,550,000	Term Loan, 4.89%, Maturing April 25, 2006	1,551,937
	1,350,000	Term Loan, 4.58%, Maturing April 25, 2010	1,350,000
Principal Amount		Borrower/Tranche Description	Value
Building and Development (continued)			
The Woodlands Community Property Co.			
\$	1,141,000	Term Loan, 5.34%, Maturing November 30, 2007	\$ 1,155,262
	357,000	Term Loan, 7.34%, Maturing November 30, 2007	362,355
Tousa/Kolter, LLC			
	2,305,000	Term Loan, 4.19%, Maturing January 7, 2008 <sup>(2)</sup>	2,316,525
Trustreet Properties, Inc.			
	965,000	Term Loan, 5.09%, Maturing April 8, 2010	972,841
			\$ 59,067,123
Business Equipment and Services - 4.1%			
Allied Security Holdings, LLC			
\$	2,770,286	Term Loan, 7.35%, Maturing June 30, 2010	\$ 2,791,063
Baker & Taylor, Inc.			
	2,000,000	Term Loan, 10.16%, Maturing May 6, 2011	2,025,000
Buhrmann US, Inc.			
	1,467,620	Term Loan, 5.59%, Maturing December 23, 2010	1,486,425
DynCorp International, LLC			
	1,370,000	Term Loan, 6.06%, Maturing February 11, 2011	1,382,844
Global Imaging Systems, Inc.			
	500,000	Term Loan, 4.61%, Maturing May 10, 2010	501,562
Info USA, Inc.			
	1,515,151	Term Loan, 5.61%, Maturing March 25, 2009	1,518,939
Iron Mountain, Inc.			
	3,530,341	Term Loan, 5.13%, Maturing April 2, 2011	3,551,082
Language Line, Inc.			
	4,609,632	Term Loan, 7.10%, Maturing June 11, 2011	4,649,247
Mitchell International, Inc.			

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	2,312,627	Term Loan, 6.09%, Maturing August 13, 2011	2,348,762
	1,736,875	Term Loan, 8.80%, Maturing August 15, 2012	1,784,639
Protection One, Inc.			
	1,095,000	Term Loan, 6.25%, Maturing April 18, 2011	1,102,528
Quintiles Transnational Corp.			
	1,514,753	Term Loan, 4.84%, Maturing September 25, 2009	1,520,433
Transaction Network Services, Inc.			
	1,265,000	Term Loan, 7.00%, Maturing May 4, 2012	1,268,162
Western Inventory Services			
	575,000	Term Loan, 9.82%, Maturing October 14, 2011	580,750
Williams Scotsman, Inc.			
	2,487,179	Term Loan, 6.13%, Maturing December 31, 2006	2,493,397
			\$ 29,004,833
Cable and Satellite Television - 8.6%			
Adelphia Communications Corp.			
\$	3,773,670	DIP Loan, 5.38%, Maturing March 31, 2006	\$ 3,793,127

See notes to financial statements



## Eaton Vance Floating-Rate Income Trust as of May 31, 2005

## PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount		Borrower/Tranche Description	Value
Cable and Satellite Television (continued)			
Atlantic Broadband Finance, LLC			
\$	4,000,000	Term Loan, 5.70%, Maturing September 1, 2011	\$ 4,027,500
Bragg Communication, Inc.			
	2,198,388	Term Loan, 5.82%, Maturing August 31, 2011	2,218,997
Bresnan Communications, LLC			
	1,884,762	Term Loan, 6.56%, Maturing September 30, 2010	1,908,322
Canadian Cable Acquisition Co., Inc.			
	1,990,000	Term Loan, 6.09%, Maturing July 30, 2011	2,005,548
Cebridge Connections, Inc.			
	1,984,962	Term Loan, 9.23%, Maturing February 23, 2010	1,987,444
Charter Communications Operating, LLC			
	5,000,000	Term Loan, 6.19%, Maturing April 27, 2010	4,941,875
	10,421,250	Term Loan, 6.44%, Maturing April 27, 2011	10,367,956
Insight Midwest Holdings, LLC			
	1,675,000	Term Loan, 4.38%, Maturing December 31, 2008	1,677,355
	987,500	Term Loan, 5.88%, Maturing December 31, 2009	999,289
MCC Iowa, LLC			
	2,387,500	Term Loan, 4.51%, Maturing March 31, 2010	2,368,102
	2,977,500	Term Loan, 5.09%, Maturing February 3, 2014	2,985,358
Mediacom Illinois, LLC			
	4,139,625	Term Loan, 5.09%, Maturing March 31, 2013	4,165,498
NTL, Inc.			
	5,000,000	Term Loan, 6.41%, Maturing April 13, 2012	5,027,085
Rainbow National Services, LLC			
	3,600,000	Term Loan, 6.13%, Maturing March 31, 2012	3,635,550
UGS Corp.			
	5,455,000	Term Loan, 5.10%, Maturing March 31, 2012	5,564,100
UPC Broadband Holdings B.V.			
	2,660,000	Term Loan, 5.75%, Maturing September 30, 2012	2,654,183
			\$ 60,327,289
Chemicals and Plastics - 7.5%			
Brenntag AG			
\$	5,500,000	Term Loan, 5.88%, Maturing December 9, 2011	\$ 5,568,519
Carmeuse Lime, Inc.			

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	700,000	Term Loan, 6.75%, Maturing May 2, 2011	703,500
Hercules, Inc.			
	2,977,444	Term Loan, 4.87%, Maturing October 8, 2010	3,011,872
Huntsman International, LLC			
	5,793,581	Term Loan, 5.38%, Maturing December 31, 2010	5,892,552
Huntsman, LLC			
	2,500,000	Term Loan, 6.12%, Maturing March 31, 2010	2,538,282
Innophos, Inc.			
	3,155,659	Term Loan, 5.36%, Maturing August 13, 2010	3,161,576
Principal Amount		Borrower/Tranche Description	Value
Chemicals and Plastics (continued)			
Invista B.V.			
\$	7,875,000	Term Loan, 5.84%, Maturing April 30, 2010	\$ 7,973,437
Kraton Polymer, LLC			
	1,859,556	Term Loan, 5.78%, Maturing December 23, 2010	1,882,800
Mosaic Co.			
	1,600,000	Term Loan, 4.77%, Maturing February 21, 2012	1,611,333
Nalco Co.			
	6,416,248	Term Loan, 5.03%, Maturing November 4, 2010	6,489,001
Niagara Acquisition, Inc.			
	585,000	Term Loan, 5.13%, Maturing February 11, 2012	587,011
Professional Paint, Inc.			
	1,491,750	Term Loan, 6.04%, Maturing September 30, 2011	1,510,397
Rockwood Specialties Group, Inc.			
	6,475,000	Term Loan, 5.43%, Maturing December 10, 2012	6,512,581
Solo Cup Co.			
	5,448,593	Term Loan, 5.21%, Maturing February 27, 2011	5,490,820
			\$ 52,933,681
Clothing / Textiles - 0.4%			
Propex Fabrics, Inc.			
\$	395,000	Term Loan, 5.52%, Maturing December 31, 2011	\$ 395,987
SI Corp.			
	1,766,349	Term Loan, 7.10%, Maturing December 9, 2009	1,779,596
St. John Knits International, Inc.			
	900,000	Term Loan, 5.60%, Maturing March 23, 2012	910,687
			\$ 3,086,270
Conglomerates - 2.9%			
Amsted Industries, Inc.			
\$	2,554,765	Term Loan, 5.68%, Maturing October 15, 2010	\$ 2,579,248
Blount, Inc.			
	713,983		721,123

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		Term Loan, 5.87%, Maturing August 9, 2010	
<b>Gentek, Inc.</b>			
	660,000	Term Loan, 5.81%, Maturing February 28, 2011	655,050
	895,000	Term Loan, 8.89%, Maturing February 25, 2005	817,135
<b>Goodman Global Holdings, Inc.</b>			
	1,336,650	Term Loan, 5.50%, Maturing December 23, 2011	1,345,004
<b>Johnson Diversey, Inc.</b>			
	2,650,888	Term Loan, 4.82%, Maturing November 30, 2009	2,677,811
	1,310,000	Term Loan, 4.96%, Maturing November 30, 2009	1,313,275
<b>Polymer Group, Inc.</b>			
	3,663,119	Term Loan, 6.34%, Maturing April 27, 2010	3,711,959
	2,500,000	Term Loan, 9.34%, Maturing April 27, 2011	2,537,500

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of May 31, 2005

## PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount		Borrower/Tranche Description	Value
Conglomerates (continued)			
PP Acquisition Corp.			
\$	4,217,694	Term Loan, 5.35%, Maturing November 12, 2011	\$ 4,270,415
			\$ 20,628,520
Containers and Glass Products - 8.7%			
Berry Plastics Corp.			
\$	2,898,423	Term Loan, 5.09%, Maturing June 30, 2010	\$ 2,920,161
BWAY Corp.			
	5,911,080	Term Loan, 5.38%, Maturing June 30, 2011	5,986,198
Celanese Holdings, LLC			
	560,000	Term Loan, 0.00%, Maturing April 6, 2011 <sup>(2)</sup>	564,900
	6,843,172	Term Loan, 5.63%, Maturing April 6, 2011	6,949,029
Dr. Pepper/Seven Up Bottling Group, Inc.			
	4,291,731	Term Loan, 5.32%, Maturing December 19, 2010	4,348,730
Graham Packaging Holdings Co.			
	5,386,500	Term Loan, 5.64%, Maturing October 7, 2011	5,441,712
	2,000,000	Term Loan, 7.31%, Maturing April 7, 2012	2,028,750
Graphic Packaging International, Inc.			
	9,180,884	Term Loan, 5.51%, Maturing August 8, 2009	9,281,873
IPG (US), Inc.			
	3,283,500	Term Loan, 5.32%, Maturing July 28, 2011	3,336,857
Kranson Industries, Inc.			
	2,590,425	Term Loan, 5.85%, Maturing July 30, 2011	2,622,805
Owens-Illinois, Inc.			
	2,907,870	Term Loan, 5.87%, Maturing April 1, 2007	2,951,851
	2,586,212	Term Loan, 5.89%, Maturing April 1, 2008	2,625,005
Silgan Holdings, Inc.			
	4,533,392	Term Loan, 4.87%, Maturing November 30, 2008	4,552,519
Smurfit-Stone Container Corp.			
	656,041	Term Loan, 3.09%, Maturing November 1, 2010	663,968
	5,229,844	Term Loan, 4.85%, Maturing November 1, 2011	5,294,401
	1,662,324	Term Loan, 5.00%, Maturing November 1, 2011	1,682,843
			\$ 61,251,602
Cosmetics / Toiletries - 0.8%			
American Safety Razor Co.			

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	\$	1,012,462	Term Loan, 6.01%, Maturing February 28, 2012	\$	1,020,056
Prestige Brands, Inc.					
		2,479,975	Term Loan, 5.38%, Maturing April 7, 2011		2,508,909
Revlon Consumer Products Corp.					
		1,846,094	Term Loan, 9.42%, Maturing July 9, 2010		1,905,226
				\$	5,434,191
Principal Amount					
Borrower/Tranche Description					
Value					
Drugs - 0.7%					
Warner Chilcott Corp.					
	\$	1,307,161	Term Loan, 5.84%, Maturing January 18, 2012	\$	1,312,063
		603,871	Term Loan, 5.84%, Maturing January 18, 2012		606,136
		3,243,968	Term Loan, 5.90%, Maturing January 18, 2012		3,256,133
				\$	5,174,332
Ecological Services and Equipment - 1.9%					
Alderwoods Group, Inc.					
	\$	1,196,264	Term Loan, 5.28%, Maturing August 19, 2010	\$	1,210,469
Allied Waste Industries, Inc.					
		1,932,035	Term Loan, 4.87%, Maturing January 15, 2010		1,934,149
		5,061,809	Term Loan, 5.23%, Maturing January 15, 2012		5,067,432
Envirocare of Utah, LLC					
		1,783,523	Term Loan, 6.11%, Maturing April 15, 2010		1,784,266
Environmental Systems, Inc.					
		2,256,125	Term Loan, 6.66%, Maturing December 12, 2008		2,299,837
Sensus Metering Systems, Inc.					
		867,347	Term Loan, 5.54%, Maturing December 17, 2010		876,021
		130,102	Term Loan, 5.54%, Maturing December 17, 2010		131,403
				\$	13,303,577
Electronics / Electrical - 4.1%					
AMI Semiconductor, Inc.					
	\$	1,325,000	Term Loan, 4.58%, Maturing April 1, 2012	\$	1,333,281
Cellnet Technology, Inc.					
		655,000	Term Loan, 8.00%, Maturing April 26, 2012		656,637
Communications & Power, Inc.					
		1,775,550	Term Loan, 5.38%, Maturing July 23, 2010		1,795,525
Enersys Capital, Inc.					
		1,985,000	Term Loan, 5.24%, Maturing March 17, 2011		2,012,915
Fairchild Semiconductor Corp.					
		1,371,563	Term Loan, 4.69%, Maturing December 31, 2010		1,393,850
Invensys International Holding					
		5,912,322			5,993,616

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		Term Loan, 6.88%, Maturing September 5, 2009	
Memec Group, Ltd.			
	1,500,000	Term Loan, 5.53%, Maturing February 16, 2009	1,500,000
Rayovac Corp.			
	4,175,000	Term Loan, 5.15%, Maturing February 7, 2012	4,207,181
Security Co., Inc.			
	992,500	Term Loan, 7.00%, Maturing June 30, 2010	996,222
	3,000,000	Term Loan, 10.31%, Maturing June 30, 2011	3,045,000
Telcordia Technologies, Inc.			
	2,200,000	Term Loan, 6.07%, Maturing September 15, 2012	2,159,439

See notes to financial statements

## Eaton Vance Floating-Rate Income Trust as of May 31, 2005

## PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount		Borrower/Tranche Description	Value
Electronics / Electrical (continued)			
Vertafore, Inc.			
\$	1,015,843	Term Loan, 6.03%, Maturing December 22, 2010	\$ 1,022,192
	500,000	Term Loan, 9.51%, Maturing December 22, 2011	502,500
Viasystems, Inc.			
	1,995,000	Term Loan, 4.68%, Maturing September 30, 2009	2,012,456
			\$ 28,630,814
Equipment Leasing - 1.2%			
Ashtead Group, PLC			
\$	3,000,000	Term Loan, 5.56%, Maturing November 12, 2009	\$ 3,025,626
Maxim Crane Works, L.P.			
	1,565,000	Term Loan, 8.56%, Maturing January 28, 2012	1,601,191
United Rentals, Inc.			
	334,029	Term Loan, 3.36%, Maturing February 14, 2011	338,935
	3,142,166	Term Loan, 5.35%, Maturing February 14, 2011	3,186,845
			\$ 8,152,597
Farming / Agriculture - 0.2%			
Central Garden & Pet Co.			
\$	613,449	Term Loan, 4.85%, Maturing May 15, 2009	\$ 618,817
The Scotts Co.			
	994,987	Term Loan, 4.56%, Maturing September 30, 2010	1,005,826
			\$ 1,624,643
Financial Intermediaries - 2.8%			
Coinstar, Inc.			
\$	5,038,131	Term Loan, 5.13%, Maturing July 7, 2011	\$ 5,113,703
Corrections Corp. of America			
	1,221,818	Term Loan, 4.91%, Maturing March 31, 2008	1,229,455
Fidelity National Information Solutions, Inc.			
	7,478,625	Term Loan, 4.84%, Maturing March 9, 2013	7,435,623
Refco Group Ltd., LLC			
	4,669,000	Term Loan, 5.09%, Maturing August 5, 2011	4,674,253
Wackenhut Corrections Corp.			
	822,716	Term Loan, 5.66%, Maturing July 9, 2009	824,772
			\$ 19,277,806
Food Products - 2.3%			
Acosta Sales Co., Inc.			
\$	3,622,625		\$ 3,657,721

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		Term Loan, 5.40%, Maturing June 13, 2010	
Atkins Nutritional, Inc.			
	945,596	Term Loan, 0.00%, Maturing November 26, 2009 <sup>(3)</sup>	551,992
Del Monte Corp.			
	980,000	Term Loan, 4.69%, Maturing February 8, 2012	988,697
Principal Amount		Borrower/Tranche Description	Value
Food Products (continued)			
Doane Pet Care Co.			
	\$ 2,174,075	Term Loan, 7.41%, Maturing November 5, 2009	\$ 2,217,557
Dole Food Company, Inc.			
	1,219,562	Term Loan, 5.44%, Maturing April 18, 2012	1,225,406
Herbalife International, Inc.			
	545,313	Term Loan, 4.66%, Maturing December 21, 2010	545,313
Michael Foods, Inc.			
	2,300,000	Term Loan, 6.59%, Maturing November 21, 2011	2,348,875
Pinnacle Foods Holdings Corp.			
	1,984,962	Term Loan, 6.35%, Maturing November 25, 2010	1,993,647
Reddy Ice Group, Inc.			
	2,569,188	Term Loan, 5.60%, Maturing July 31, 2009	