

Eaton Vance Floating-Rate Income Trust
Form N-CSR
July 25, 2008

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)

Maureen A. Gemma
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, 2008

Item 1. Reports to Stockholders

Annual Report May 31, 2008

EATON VANCE
FLOATING-
RATE INCOME
TRUST

**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.

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

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

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

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

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

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

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

Portfolio Holdings. Each Eaton Vance Fund and its underlying Portfolio (if applicable) will file a schedule of its portfolio holdings on Form N-Q with the SEC for the first and third quarters of each fiscal year. The Form N-Q will be available on the Eaton Vance website www.eatonvance.com, by calling Eaton Vance at 1-800-262-1122 or in the EDGAR database on the SEC's website at 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.

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

MANAGEMENT'S DISCUSSION OF TRUST PERFORMANCE

Scott H. Page, CFA

Co-Portfolio Manager

Ralph H. Hinckley, Jr., CFA

Co-Portfolio Manager

Economic and Market Conditions

- The price dislocation in credit markets that began in the second half of 2007 worsened during the first quarter of 2008. What began as a reaction to the unrelated but growing subprime mortgage problem, grew into a substantial market-wide sell-off that affected not just the loan market but other fixed income and equity asset classes as well. This turmoil led to the collapse of Bear Stearns, and the Federal Reserve's unprecedented action to provide liquidity to the broader market to avert a possible risk of financial market collapse. The impact on the bank loan asset class was significant and unprecedented. Average loan prices, which had fallen about 4-5% by December 2007, declined a further 7-8% by mid-February before recovering somewhat by the end of that month. Along with the tentative return of market confidence, loan prices have been rising steadily since mid-March 2008 and, as of May 31, 2008, were up approximately 5-6% from their mid-February bottom. Management is cautiously optimistic that the worst is behind us.

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- Notwithstanding the market turmoil, management believes that the bank loan asset class fundamentals remain relatively benign. Default rates in the market place have increased to just under 2%, but remain below historical averages of 3%. According to S&P's Leveraged Commentary & Data, the market expectations are for default rates to reach 5% in 2008 and 2009. While default risks have certainly increased in the past several months due to the weakening economy, management believes they are contained and are already priced into the asset class. Actual realized credit losses from defaulted loans during the year ended May 31, 2008 were minimal.

Management Discussion

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

- The Trust's investments included senior loans to 455 borrowers spanning 39 industries on May 31, 2008, with an average loan size of 0.22% of total investments, and no industry constituting more than 9% of total investments. Health care, publishing, business equipment and services, cable and satellite television, and chemicals and plastics were the top industry weightings.

- The Trust continued to have less than 1% exposure to home builders. The Trust did not have any exposure to subprime or prime mortgage lenders during the year ended May 31, 2008.

- The Trust's net asset value declined in November 2007 through February 2008, as the dimensions of the credit crises widened, before rebounding in March through May 2008, reflecting conditions in the broader market. The Trust underperformed its benchmark during the period primarily due to the use of leverage, which magnifies fluctuations in net asset value. Unlike the Trust, the Index is not leveraged and, therefore, its return does not reflect the effect of leverage.

Eaton Vance Floating-Rate Income Trust

Total Return Performance 5/31/07 - 5/31/08

NYSE Symbol

EFT

At Market(1)

-15.15%

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At Net Asset Value(1)		-6.31%
S&P/LSTA Leveraged Loan Index(2)		-2.46%
Total Distributions per common share	\$	1.426
Distribution Rate(3)	<i>At Market</i>	7.53%
	<i>At NAV</i>	7.00%

Please refer to page 3 for additional performance information.

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- (1) Performance results reflect the effect of leverage resulting from the Trust's issuance of Auction Preferred Shares and its debt financing.
 - (2) It is not possible to invest directly in an Index. The Index's total return reflects changes in value of the loans constituting the Index and accrual of interest and does not reflect the commissions or expenses that would have been incurred if an investor individually purchased or sold the loans represented in the Index. Unlike the Trust, the Index's return does not reflect the effect of leverage.
 - (3) The Distribution Rate is based on the Trust's most recent monthly distribution per common share (annualized) divided by the Trust's NAV or market price at the end of the period. The Trust's monthly distributions may be comprised of ordinary income, net realized capital gains and return of capital.

Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value or share price (as applicable) with all distributions reinvested. The Trust's performance at market share price will differ from its results at NAV. Although share price performance generally reflects investment results over time, during shorter periods, returns at share price can also be affected by factors such as changing perceptions about the Trust, market conditions, fluctuations in supply and demand for the Trust's shares, or changes in Trust distributions. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, the Trust's current performance may be lower or higher than the quoted return. Absent an expense waiver by the investment adviser, returns would be lower. For performance as of the most recent month end, please refer to www.eatonvance.com.

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

- As of May 31, 2008, the Trust had leverage in the amount of approximately 41.7% of the Trust's total assets. The Trust employs leverage through the issuance of Auction Preferred Shares (APS) and debt financing.(1) 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 leverage rises and falls with changes in short-term interest rates. Such increases/decreases in the cost of the Trust's leverage may be offset by increased/decreased income from the Trust's senior loan investments.
- As has been widely reported, since mid-February 2008, the normal functioning of the auction market in the U.S. for certain types of auction rate securities has been disrupted by an imbalance between buy and sell orders. Consistent with patterns in the broader market for auction rate securities, the Trust has, since mid-February, experienced unsuccessful APS auctions. In the event of an unsuccessful auction, the affected APS shares remain outstanding, and the dividend rate reverts to the maximum payable rate specified in the Trust's By-Laws.
- As of May 27, 2008, the Trust had redeemed approximately two-thirds of its outstanding APS, representing 11,600 shares and \$290,000,000 in liquidation preferences, through debt financing. The Trust was not required to sell portfolio holdings, and the cost to the Trust of the new debt leverage is expected, over time, to be lower than the total cost of the APS based on the maximum applicable dividend rates that apply when auctions do not clear.
- Effective January 30, 2008, Ralph H. Hinckley, Jr. assumed co-portfolio management responsibilities for Eaton Vance Floating-Rate Income Trust. Mr. Hinckley is a Vice President at Eaton Vance and also manages other Eaton Vance floating-rate loan portfolios. Mr. Hinckley has been employed at Eaton Vance since 2003 and has over 10 years of experience in bank loans having previously worked as a corporate lending officer at State Street Bank and Citizens Bank.

(1) In the event of a rise in long-term interest rates or a decline in bank loan prices due to market conditions, the value of the Trust's investment portfolio could decline, which would reduce the asset coverage for its Auction Preferred Shares and debt financing.

Portfolio Composition

Top Ten Holdings(2)

By total investments

SunGard Data Systems, Inc.	1.3%
Charter Communications Operating, Inc.	1.1
Univision Communications, Inc.	1.0

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Idearc, Inc.	0.9
UPC Broadband Holding B.V.	0.9
Georgia-Pacific Corp.	0.9
NRG Energy, Inc.	0.8
Community Health Systems, Inc.	0.8
Health Management Association, Inc.	0.8
Iceland Foods Group, Ltd.	0.8

(2) As of 5/31/08. Top Ten Holdings are shown as a percentage of the Trust's total investments.

Top Five Industries(3)

By total investments

Health Care	8.9%
Publishing	7.4
Business Equipment and Services	7.2
Cable and Satellite Television	6.3
Chemicals and Plastics	6.0

(3) Reflects the Trust's investments as of 5/31/08. Industries are shown as a percentage of the Trust's total investments.

Credit Quality Ratings for

Total Loan Investments(4)

By total loan investments

Baa	0.9%
Ba	50.8
B	31.6
Caa	3.0
Non-Rated(5)	13.7

(4) Credit Quality ratings are those provided by Moody's Investor Services, Inc., a nationally recognized bond rating service. Reflects the Trust's total loan investments as of 5/31/08.

(5) Certain loans in which the Trust invests are not rated by a rating agency. In management's opinion, such securities are comparable to securities rated by a rating agency in the categories listed above.

The views expressed throughout this report are those of the portfolio managers and are current only through the end of the period of the report as stated on the cover. These views are subject to change at any time based upon market or other conditions, and 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. Portfolio information provided in the report may not be representative of current or future investments and may change due to active management.

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

Trust Performance

Trust Performance(1)

New York Stock Exchange Symbol	EFT
Average Annual Total Return (by share price, NYSE)	
One Year	-15.15%
Life of Trust (6/29/04)	1.80
Average Annual Total Return (at net asset value)	
One Year	-6.31%
Life of Trust (6/29/04)	3.72

(1) Performance results reflect the effect of leverage resulting from the Trust's issuance of Auction Preferred Shares and debt financing.

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. The Trust's performance at market share price will differ from its results at NAV. Although share price performance generally reflects investment results over time, during shorter periods, returns at share price can also be affected by factors such as changing perceptions about the Trust, market conditions, fluctuations in supply and demand for the Trust's shares, or changes in Trust distributions. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, the Trust's current performance may be lower or higher than the quoted return. Absent an expense waiver by the investment adviser, the returns would be lower. For performance as of the most recent month end, please refer to www.eatonvance.com.

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS

Senior Floating-Rate Interests 154.3% ¹⁾	Principal Amount*	Borrower/Tranche Description	Value
Aerospace and Defense 2.7%			
CACI International, Inc.		Term Loan, 4.24%, Maturing May 3, 2011	\$ 2,099,392
	2,124,622		
Colt Defense, LLC		Term Loan, 5.63%, Maturing July 9, 2014	912,410
	986,389		
DAE Aviation Holdings, Inc.		Term Loan, 6.52%, Maturing July 31, 2014	448,085
	459,575		
	456,487	Term Loan, 6.65%, Maturing July 31, 2014	445,075
Evergreen International Aviation		Term Loan, 7.50%, Maturing October 31, 2011	1,335,855
	1,476,083		
Hawker Beechcraft Acquisition		Term Loan, 4.70%, Maturing March 26, 2014	3,358,509
	3,569,321		
	208,002	Term Loan, 6.80%, Maturing March 26, 2014	195,717
Hexcel Corp.		Term Loan, 4.65%, Maturing March 1, 2012	361,846
	371,124		
IAP Worldwide Services, Inc.		Term Loan, 9.00%, Maturing December 30, 2012	880,931
	1,050,813		
Spirit AeroSystems, Inc.		Term Loan, 4.57%, Maturing December 31, 2011	1,261,444
	1,282,281		
TransDigm, Inc.		Term Loan, 4.66%, Maturing June 23, 2013	1,749,001
	1,800,000		
Vought Aircraft Industries, Inc.		Term Loan, 4.89%, Maturing December 17, 2011	1,250,433
	1,279,624		
	750,000	Term Loan, 7.50%, Maturing December 22, 2011	741,562
Wesco Aircraft Hardware Corp.		Term Loan, 4.95%, Maturing September 29, 2013	1,242,521
	1,264,250		
			\$ 16,282,781
Air Transport 0.6%			
Delta Air Lines, Inc.		Term Loan, 6.15%, Maturing April 30, 2014	\$ 984,808
	1,339,875		
Northwest Airlines, Inc.		DIP Loan, 4.52%, Maturing August 21, 2008	2,353,061
	2,826,500		
			\$ 3,337,869
Automotive 6.2%			
Accuride Corp.			

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	1,797,212	Term Loan, 6.05%, Maturing January 31, 2012	\$ 1,749,475
Adesa, Inc.			
	4,565,500	Term Loan, 4.95%, Maturing October 18, 2013	4,251,622
Affina Group, Inc.			
	1,210,323	Term Loan, 5.90%, Maturing November 30, 2011	1,107,445
Principal Amount*			
		Borrower/Tranche Description	Value
Automotive (continued)			
Allison Transmission, Inc.			
	4,328,250	Term Loan, 5.53%, Maturing September 30, 2014	\$ 3,979,285
AxleTech International Holding, Inc.			
	1,950,000	Term Loan, 9.19%, Maturing April 21, 2013	1,925,625
Chrysler Financial			
	1,496,241	Term Loan, 6.80%, Maturing August 1, 2014	1,352,851
CSA Acquisition Corp.			
	260,505	Term Loan, 5.25%, Maturing December 23, 2011	248,782
	651,004	Term Loan, 5.25%, Maturing December 23, 2011	621,709
	488,750	Term Loan, 5.25%, Maturing December 23, 2012	472,255
Dayco Products, LLC			
	1,942,901	Term Loan, 7.35%, Maturing June 21, 2011	1,470,129
Delphi Corp.			
	92,429	DIP Loan, 0.00%, Maturing December 31, 2008 ⁽²⁾	90,996
	907,571	DIP Loan, 8.50%, Maturing December 31, 2008	893,504
Federal-Mogul Corp.			
	1,676,816	Term Loan, 4.49%, Maturing December 27, 2014	1,442,062
	2,298,184	Term Loan, 4.48%, Maturing December 27, 2015	1,970,693
Ford Motor Co.			
	1,950,313	Term Loan, 5.80%, Maturing December 15, 2013	1,687,631
General Motors Corp.			
	1,000,000	Term Loan, Maturing November 29, 2013 ⁽³⁾	907,500
	3,587,125	Term Loan, 5.06%, Maturing November 29, 2013	3,187,225
Goodyear Tire & Rubber Co.			
	2,675,000	Term Loan, 4.54%, Maturing April 30, 2010	2,513,831
HLI Operating Co., Inc.			
EUR	87,273	Term Loan, 4.26%, Maturing May 30, 2014	122,742
EUR	1,501,382	Term Loan, 7.39%, Maturing May 30, 2014	2,076,568
Keystone Automotive Operations, Inc.			
	1,439,677	Term Loan, 6.25%, Maturing January 12, 2012	1,166,139
LKQ Corp.			
	1,145,578		1,135,554

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		Term Loan, 4.78%, Maturing October 12, 2014	
TriMas Corp.			
	262,500	Term Loan, 5.39%, Maturing August 2, 2011	246,750
	2,120,438	Term Loan, 5.16%, Maturing August 2, 2013	1,993,211
United Components, Inc.			
	1,180,271	Term Loan, 4.75%, Maturing June 30, 2010	1,133,060
			\$ 37,746,644
Beverage and Tobacco 0.5%			
Constellation Brands, Inc.			
	1,200,000	Term Loan, 4.91%, Maturing June 5, 2013	\$ 1,170,857
Culligan International Co.			
EUR	1,075,000	Term Loan, 9.13%, Maturing May 31, 2013	877,067

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Beverage and Tobacco (continued)		
Southern Wine & Spirits of America, Inc.		
240,431	Term Loan, 4.20%, Maturing May 31, 2012	\$ 237,275
Van Houtte, Inc.		
875,594	Term Loan, 5.20%, Maturing July 11, 2014	828,531
119,399	Term Loan, 5.20%, Maturing July 11, 2014	112,982
		\$ 3,226,712
Brokers, Dealers and Investment Houses 0.2%		
AmeriTrade Holding Corp.		
1,094,591	Term Loan, 3.88%, Maturing December 31, 2012	\$ 1,073,726
		\$ 1,073,726
Building and Development 5.0%		
Beacon Sales Acquisition, Inc.		
1,255,875	Term Loan, 4.69%, Maturing September 30, 2013	\$ 1,045,516
Brickman Group Holdings, Inc.		
784,519	Term Loan, 4.70%, Maturing January 23, 2014	737,448
Building Materials Corp. of America		
1,555,411	Term Loan, 5.69%, Maturing February 22, 2014	1,403,110
Capital Automotive (REIT)		
1,372,138	Term Loan, 4.58%, Maturing December 16, 2010	1,329,748
Epco/Fantome, LLC		
1,564,000	Term Loan, 5.01%, Maturing November 23, 2010	1,381,716
Forestar USA Real Estate Group, Inc.		
1,700,000	Term Loan, 6.49%, Maturing December 1, 2010 ⁽²⁾	1,598,000
1,700,000	Term Loan, 6.53%, Maturing December 1, 2010	1,666,000
Hovstone Holdings, LLC		
961,912	Term Loan, 6.97%, Maturing February 28, 2009	796,078
LNR Property Corp.		
1,430,000	Term Loan, 6.03%, Maturing July 3, 2011	1,219,075
Metroflag BP, LLC		
500,000	Term Loan, 11.45%, Maturing July 1, 2008	412,500
Mueller Water Products, Inc.		
1,428,889	Term Loan, 4.57%, Maturing May 24, 2014	1,350,300
NCI Building Systems, Inc.		
373,123	Term Loan, 3.94%, Maturing June 18, 2010	360,063
November 2005 Land Investors		

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	305,720	Term Loan, 6.38%, Maturing May 9, 2011	239,990
Panolam Industries Holdings, Inc.			
	1,039,225	Term Loan, 5.44%, Maturing September 30, 2012	893,734
Re/Max International, Inc.			
	789,111	Term Loan, 6.23%, Maturing December 17, 2012	678,636
	495,179	Term Loan, 10.23%, Maturing December 17, 2012	425,854
Principal Amount*		Borrower/Tranche Description	Value
Building and Development (continued)			
Realogy Corp.			
	973,703	Term Loan, 5.46%, Maturing September 1, 2014	\$ 833,559
	3,616,609	Term Loan, 5.59%, Maturing September 1, 2014	3,096,074
South Edge, LLC			
	843,750	Term Loan, 7.25%, Maturing October 31, 2009	525,234
Stile Acquisition Corp.			
	786,798	Term Loan, 4.89%, Maturing April 6, 2013	749,430
	788,144	Term Loan, 4.89%, Maturing April 6, 2013	750,712
Tousa/Kolter, LLC			
	1,444,467	Term Loan, 4.20%, Maturing March 31, 2031 ⁽⁵⁾	685,977
TRU 2005 RE Holding Co.			
	5,075,000	Term Loan, 5.83%, Maturing December 9, 2008	4,894,837
United Subcontractors, Inc.			
	925,000	Term Loan, 12.21%, Maturing June 27, 2013 ⁽⁴⁾	462,500
Wintergames Acquisition ULC			
	2,893,218	Term Loan, 6.05%, Maturing April 24, 2009	2,763,023
			\$ 30,299,114
Business Equipment and Services 11.8%			
ACCO Brands Corp.			
	1,063,950	Term Loan, 4.40%, Maturing August 17, 2012	\$ 1,047,991
Activant Solutions, Inc.			
	1,791,263	Term Loan, 4.76%, Maturing May 1, 2013	1,591,985
	994,987	Term Loan, 5.56%, Maturing May 1, 2013	884,295
Axiom Corp.			
	1,405,250	Term Loan, 4.89%, Maturing September 15, 2012	1,352,553
Affiliated Computer Services			
	904,187	Term Loan, 4.39%, Maturing March 20, 2013	881,583
	2,358,000	Term Loan, 4.49%, Maturing March 20, 2013	2,299,050
Affinion Group, Inc.			
	2,619,470	Term Loan, 5.17%, Maturing October 17, 2012	2,513,054
Allied Security Holdings, LLC			

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	1,369,734	Term Loan, 5.39%, Maturing June 30, 2010	1,308,096
DynCorp International, LLC			
	1,192,720	Term Loan, 4.63%, Maturing February 11, 2011	1,153,956
Education Management, LLC			
	3,871,587	Term Loan, 4.50%, Maturing June 1, 2013	3,577,591
Info USA, Inc.			
	659,897	Term Loan, 4.70%, Maturing February 14, 2012	633,501
Intergraph Corp.			
	1,000,000	Term Loan, 8.65%, Maturing November 29, 2014	966,250
iPayment, Inc.			
	1,000,000	Term Loan, Maturing May 10, 2013 ⁽³⁾	845,000
	1,749,663	Term Loan, 4.69%, Maturing May 10, 2013	1,526,584

See notes to financial statements

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*		Borrower/Tranche Description	Value
Business Equipment and Services (continued)			
ista International GmbH			
EUR	1,188,822	Term Loan, 6.77%, Maturing May 14, 2015	\$ 1,606,266
EUR	236,178	Term Loan, 6.77%, Maturing May 14, 2015	319,110
Kronos, Inc.			
	1,231,696	Term Loan, 4.95%, Maturing June 11, 2014	1,137,780
Language Line, Inc.			
	3,700,416	Term Loan, 5.95%, Maturing June 11, 2011	3,469,140
Mitchell International, Inc.			
	997,481	Term Loan, 4.67%, Maturing March 28, 2014	958,205
	1,000,000	Term Loan, 7.94%, Maturing March 28, 2015	955,000
N.E.W. Holdings I, LLC			
	2,586,654	Term Loan, 5.28%, Maturing May 22, 2014	2,344,155
Protection One, Inc.			
	2,229,200	Term Loan, 4.64%, Maturing March 31, 2012	1,983,988
Quantum Corp.			
	403,750	Term Loan, 6.20%, Maturing July 12, 2014	367,412
Quintiles Transnational Corp.			
	1,875,000	Term Loan, 6.70%, Maturing March 31, 2014	1,800,000
Sabre, Inc.			
	7,377,363	Term Loan, 4.69%, Maturing September 30, 2014	6,323,322
Serena Software, Inc.			
	1,003,768	Term Loan, 4.68%, Maturing March 10, 2013	913,429
Sitel (Client Logic)			
	2,092,940	Term Loan, 5.16%, Maturing January 29, 2014	1,695,281
Solera Holdings, LLC			
EUR	871,803	Term Loan, 6.63%, Maturing May 15, 2014	1,232,891
SunGard Data Systems, Inc.			
	14,201,238	Term Loan, 4.51%, Maturing February 11, 2013	13,431,459
TDS Investor Corp.			
	1,000,000	Term Loan, 4.63%, Maturing August 23, 2013	916,000
	1,500,739	Term Loan, 4.63%, Maturing August 23, 2013	1,379,742
	301,124	Term Loan, 4.95%, Maturing August 23, 2013	276,846
EUR	1,054,228	Term Loan, 6.98%, Maturing August 23, 2013	1,494,969

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Transaction Network Services, Inc.			
	676,032	Term Loan, 4.62%, Maturing May 4, 2012	625,330
Valassis Communications, Inc.			
	1,553,877	Term Loan, 4.45%, Maturing March 2, 2014	1,471,004
	357,640	Term Loan, 4.58%, Maturing March 2, 2014	338,566
VWR International, Inc.			
	1,825,000	Term Loan, 5.20%, Maturing June 28, 2013	1,701,812
WAM Acquisition, S.A.			
EUR	276,689	Term Loan, 6.71%, Maturing May 4, 2014	397,509
EUR	167,556	Term Loan, 6.71%, Maturing May 4, 2014	240,722
EUR	276,689	Term Loan, 7.21%, Maturing May 4, 2015	397,586
EUR	167,556	Term Loan, 7.21%, Maturing May 4, 2015	240,769
Principal Amount*		Borrower/Tranche Description	Value
Business Equipment and Services (continued)			
West Corp.			
	3,678,531	Term Loan, 5.16%, Maturing October 24, 2013	\$ 3,416,435
			\$ 72,016,217
Cable and Satellite Television 10.4%			
Atlantic Broadband Finance, LLC			
	3,930,308	Term Loan, 4.95%, Maturing February 10, 2011	\$ 3,763,270
Bragg Communications, Inc.			
	2,109,388	Term Loan, 5.59%, Maturing August 31, 2014	2,093,567
Bresnan Broadband Holdings, LLC			
	550,000	Term Loan, 5.02%, Maturing March 29, 2014	526,797
	1,325,000	Term Loan, 7.47%, Maturing March 29, 2014	1,225,625
Cequel Communications, LLC			
	1,498,741	Term Loan, 4.73%, Maturing November 5, 2013	1,400,011
Charter Communications Operating, Inc.			
	13,263,987	Term Loan, 4.90%, Maturing April 28, 2013	11,829,063
CSC Holdings, Inc.			
	6,891,293	Term Loan, 4.34%, Maturing March 29, 2013	6,557,692
CW Media Holdings, Inc.			
	696,500	Term Loan, 5.95%, Maturing February 15, 2015	689,535
Insight Midwest Holdings, LLC			
	3,999,375	Term Loan, 4.69%, Maturing April 6, 2014	3,833,329
Kabel BW GmbH and Co.			
EUR	500,000	Term Loan, 6.93%, Maturing June 9, 2013	716,914
EUR	500,000	Term Loan, 7.43%, Maturing June 9, 2014	716,914
MCC Iowa, LLC			

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	1,262,500	Term Loan, 3.99%, Maturing March 31, 2010	1,212,000
Mediacom Broadband Group			
	3,910,878	Term Loan, 4.24%, Maturing January 31, 2015	3,602,897
Mediacom Illinois, LLC			
	4,046,898	Term Loan, 4.23%, Maturing January 31, 2015	3,708,812
NTL Investment Holdings, Ltd.			
	1,000,000	Term Loan, Maturing March 30, 2012 ⁽³⁾	870,000
	2,471,776	Term Loan, 4.94%, Maturing March 30, 2012	2,472,452
GBP	515,211	Term Loan, 7.68%, Maturing March 30, 2012	947,672
GBP	261,972	Term Loan, 7.68%, Maturing March 30, 2012	481,867
Orion Cable GmbH			
EUR	706,774	Term Loan, 7.63%, Maturing October 31, 2014	1,040,698
EUR	706,774	Term Loan, 7.64%, Maturing October 31, 2015	1,040,698
ProSiebenSat.1 Media AG			
EUR	608,000	Term Loan, 6.74%, Maturing March 2, 2015	663,471
EUR	11,076	Term Loan, 6.73%, Maturing June 26, 2015	14,349
EUR	272,924	Term Loan, 6.73%, Maturing June 26, 2015	353,564
EUR	608,000	Term Loan, 6.96%, Maturing March 2, 2016	663,471
EUR	625,000	Term Loan, 8.15%, Maturing September 2, 2016	537,442
EUR	431,388	Term Loan, 7.89%, Maturing March 2, 2017	353,635

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*		Borrower/Tranche Description	Value
Cable and Satellite Television (continued)			
UPC Broadband Holding B.V.			
EUR	4,500,000	Term Loan, 6.39%, Maturing October 16, 2011	\$ 6,386,416
	3,175,000	Term Loan, 4.55%, Maturing December 31, 2014	2,989,463
YPSO Holding SA			
EUR	541,621	Term Loan, 6.87%, Maturing July 28, 2014	727,550
EUR	209,021	Term Loan, 6.87%, Maturing July 28, 2014	280,774
EUR	249,358	Term Loan, 6.87%, Maturing July 28, 2014	334,958
EUR	1,000,000	Term Loan, 7.12%, Maturing July 28, 2015	1,346,844
			\$ 63,381,750
Chemicals and Plastics 9.7%			
AZ Chem US, Inc.			
	500,000	Term Loan, 8.15%, Maturing February 28, 2014	\$ 337,500
Brenntag Holding GmbH and Co. KG			
	432,000	Term Loan, 5.79%, Maturing December 23, 2013	404,460
	1,768,000	Term Loan, 5.79%, Maturing December 23, 2013	1,655,290
	1,100,000	Term Loan, 7.79%, Maturing December 23, 2015	902,000
Celanese Holdings, LLC			
	4,653,000	Term Loan, 4.19%, Maturing April 2, 2014	4,476,572
Cognis GmbH			
EUR	823,361	Term Loan, 6.61%, Maturing September 15, 2013	1,191,346
EUR	201,639	Term Loan, 6.61%, Maturing September 15, 2013	291,758
First Chemical Holding			
EUR	1,000,000	Term Loan, 7.08%, Maturing December 18, 2015 ⁽²⁾	1,381,810
Foamex L.P.			
	1,536,471	Term Loan, 5.94%, Maturing February 12, 2013	1,344,412
Georgia Gulf Corp.			
	827,555	Term Loan, 5.24%, Maturing October 3, 2013	802,556
Hercules, Inc.			
	1,954,887	Term Loan, 3.88%, Maturing October 8, 2010	1,915,789
Hexion Specialty Chemicals, Inc.			
	496,250	Term Loan, 5.00%, Maturing May 5, 2012	471,792
	4,867,204	Term Loan, 4.94%, Maturing May 5, 2013	4,627,319
	1,057,295	Term Loan, 5.00%, Maturing May 5, 2013	1,005,185

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INEOS Group			
	287,451	Term Loan, Maturing December 14, 2013 ⁽³⁾	264,455
	1,764,000	Term Loan, 4.88%, Maturing December 14, 2013	1,622,025
	287,451	Term Loan, Maturing December 14, 2014 ⁽³⁾	264,455
	1,764,000	Term Loan, 5.38%, Maturing December 14, 2014	1,622,025
Innophos, Inc.			
	1,844,364	Term Loan, 4.70%, Maturing August 10, 2010	1,765,978
Invista B.V.			
	3,622,500	Term Loan, 4.20%, Maturing April 30, 2010	3,468,544
ISP Chemco, Inc.			
	2,977,500	Term Loan, 4.24%, Maturing June 4, 2014	2,841,652
Principal Amount*			
		Borrower/Tranche Description	Value
Chemicals and Plastics (continued)			
Kleopatra			
	900,000	Term Loan, 5.21%, Maturing January 3, 2016	\$ 654,750
EUR	625,000	Term Loan, 7.24%, Maturing January 3, 2016	708,732
Kranton Polymers, LLC			
	2,499,869	Term Loan, 4.75%, Maturing May 12, 2013	2,193,635
Lucite International Group Holdings			
	654,750	Term Loan, 5.15%, Maturing July 7, 2013	603,188
	231,836	Term Loan, 5.15%, Maturing July 7, 2013	213,579
MacDermid, Inc.			
	605,677	Term Loan, 4.70%, Maturing April 12, 2014	554,952
EUR	807,192	Term Loan, 6.98%, Maturing April 12, 2014	1,113,295
Millenium Inorganic Chemicals			
	399,000	Term Loan, 4.95%, Maturing April 30, 2014	347,130
	1,075,000	Term Loan, 8.45%, Maturing October 31, 2014	846,562
Momentive Performance Material			
	2,807,374	Term Loan, 4.69%, Maturing December 4, 2013	2,649,459
Nalco Co.			
	5,264,707	Term Loan, 4.95%, Maturing November 4, 2010	5,212,881
Propex Fabrics, Inc.			
	1,000,000	Term Loan, 6.69%, Maturing January 23, 2009 ⁽²⁾	960,000
	863,778	Term Loan, 8.99%, Maturing July 31, 2012	570,094
Rockwood Specialties Group, Inc.			
	6,280,750	Term Loan, 4.40%, Maturing December 10, 2012	6,029,030
Schoeller Arca Systems Holding			
EUR	221,709	Term Loan, 7.63%, Maturing November 16, 2015	310,850

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EUR	206,030	Term Loan, 7.63%, Maturing November 16, 2015	288,867
EUR	72,261	Term Loan, 7.63%, Maturing November 16, 2015	101,315
Solo Cup Co.			
	2,709,121	Term Loan, 6.14%, Maturing February 27, 2011	2,680,547
Wellman, Inc.			
	750,000	Term Loan, 6.74%, Maturing February 10, 2009 ⁽⁵⁾	517,500
			\$ 59,213,289
Clothing / Textiles 0.6%			
Hanesbrands, Inc.			
	1,394,643	Term Loan, 4.56%, Maturing September 5, 2013	\$ 1,361,714
	950,000	Term Loan, 6.66%, Maturing March 5, 2014	944,062
St. John Knits International, Inc.			
	594,167	Term Loan, 5.38%, Maturing March 23, 2012	555,547
The William Carter Co.			
	1,065,109	Term Loan, 4.39%, Maturing July 14, 2012	1,019,176
			\$ 3,880,499

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*		Borrower/Tranche Description	Value
Conglomerates 3.8%			
Amsted Industries, Inc.			
	1,896,379	Term Loan, 4.75%, Maturing October 15, 2010	\$ 1,848,969
Blount, Inc.			
	278,081	Term Loan, 4.58%, Maturing August 9, 2010	268,348
Doncasters (Dunde HoldCo 4 Ltd.)			
	473,032	Term Loan, 4.88%, Maturing July 13, 2015	423,364
	473,032	Term Loan, 5.38%, Maturing July 13, 2015	423,364
GBP	550,000	Term Loan, 9.97%, Maturing January 13, 2016	902,135
GenTek, Inc.			
	562,027	Term Loan, 4.76%, Maturing February 25, 2011	527,954
ISS Holdings A/S			
EUR	162,719	Term Loan, 6.65%, Maturing December 31, 2013	236,595
EUR	1,162,281	Term Loan, 6.65%, Maturing December 31, 2013	1,689,965
Jarden Corp.			
	2,398,469	Term Loan, 4.45%, Maturing January 24, 2012	2,290,550
	946,553	Term Loan, 4.45%, Maturing January 24, 2012	903,963
	997,487	Term Loan, 5.20%, Maturing January 24, 2012	977,070
Johnson Diversey, Inc.			
	1,835,726	Term Loan, 4.78%, Maturing December 16, 2011	1,763,063
Polymer Group, Inc.			
	2,589,428	Term Loan, 4.92%, Maturing November 22, 2012	2,343,433
RBS Global, Inc.			
	345,625	Term Loan, 4.98%, Maturing July 19, 2013	331,800
	2,425,000	Term Loan, 5.31%, Maturing July 19, 2013	2,303,750
RGIS Holdings, LLC			
	148,934	Term Loan, 5.20%, Maturing April 30, 2014	131,310
	2,978,685	Term Loan, 5.30%, Maturing April 30, 2014	2,626,208
US Investigations Services, Inc.			
	2,139,223	Term Loan, 5.35%, Maturing February 21, 2015	1,994,825
Vertrue, Inc.			
	945,250	Term Loan, 5.70%, Maturing August 16, 2014	864,904
			\$ 22,851,570
Containers and Glass Products 4.6%			

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Berry Plastics Corp.		Term Loan, 4.78%, Maturing April 3, 2015	
	4,069,000		\$ 3,781,118
Consolidated Container Co.		Term Loan, 8.09%, Maturing September 28, 2014	
	1,000,000		462,500
Crown Americas, Inc.		Term Loan, 4.43%, Maturing November 15, 2012	
	686,000		672,280
Graham Packaging Holdings Co.		Term Loan, 5.04%, Maturing October 7, 2011	
	5,675,231		5,433,245
Graphic Packaging International, Inc.		Term Loan, 4.80%, Maturing May 16, 2014	
	6,127,014		5,841,765
	1,500,000	Term Loan, 5.48%, Maturing May 16, 2014	1,450,687
Principal Amount*		Borrower/Tranche Description	Value
Containers and Glass Products (continued)			
JSG Acquisitions		Term Loan, 4.60%, Maturing December 31, 2013	
	2,055,000		\$ 1,931,700
	2,055,000	Term Loan, 4.85%, Maturing December 13, 2014	1,931,700
Kranson Industries, Inc.		Term Loan, 4.91%, Maturing July 31, 2013	
	932,272		874,005
Owens-Brockway Glass Container		Term Loan, 4.03%, Maturing June 14, 2013	
	1,723,500		1,678,258
Smurfit-Stone Container Corp.		Term Loan, 4.60%, Maturing November 1, 2011	
	717,807		698,426
	694,367	Term Loan, 4.88%, Maturing November 1, 2011	675,619
	804,789	Term Loan, 5.06%, Maturing November 1, 2011	783,060
	1,574,886	Term Loan, 5.07%, Maturing November 1, 2011	1,532,364
			\$ 27,746,727
Cosmetics / Toiletries 0.7%			
American Safety Razor Co.		Term Loan, 5.37%, Maturing July 31, 2013	
	491,806		\$ 477,052
	1,050,000	Term Loan, 8.75%, Maturing July 31, 2014	987,000
Bausch & Lomb, Inc.		Term Loan, 5.95%, Maturing April 30, 2015	
	518,700		509,812
	130,000	Term Loan, 5.95%, Maturing April 30, 2015 ⁽²⁾	127,772
KIK Custom Products, Inc.		Term Loan, 7.92%, Maturing November 30, 2014	
	1,075,000		406,708
Prestige Brands, Inc.		Term Loan, 6.90%, Maturing April 7, 2011	
	2,012,664		1,957,316
			\$ 4,465,660
Drugs 1.2%			

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Graceway Pharmaceuticals, LLC

937,783	Term Loan, 5.42%, Maturing May 3, 2012	\$ 745,537
1,000,000	Term Loan, 9.20%, Maturing May 3, 2013	812,500
275,000	Term Loan, 10.95%, Maturing November 3, 2013	215,875

Pharmaceutical Holdings Corp.

528,099	Term Loan, 5.64%, Maturing January 30, 2012	509,616
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Stiefel Laboratories, Inc.

748,947	Term Loan, 4.97%, Maturing December 28, 2013	722,733
979,178	Term Loan, 4.97%, Maturing December 28, 2013	952,251

Warner Chilcott Corp.

825,985	Term Loan, 4.73%, Maturing January 18, 2012	802,238
2,401,455	Term Loan, 4.73%, Maturing January 18, 2012	2,332,413
		\$ 7,093,163

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Ecological Services and Equipment 1.9%		
Allied Waste Industries, Inc.		
1,472,133	Term Loan, 4.05%, Maturing January 15, 2012	\$ 1,426,406
2,448,352	Term Loan, 4.29%, Maturing January 15, 2012	2,372,301
Blue Waste B.V. (AVR Acquisition)		
EUR 1,000,000	Term Loan, 6.87%, Maturing April 1, 2015	1,471,491
Cory Environmental Holdings		
GBP 500,000	Term Loan, 9.74%, Maturing September 30, 2014	870,121
IESI Corp.		
1,400,000	Term Loan, 4.44%, Maturing January 20, 2012	1,356,250
Kemble Water Structure, Ltd.		
GBP 1,500,000	Term Loan, 9.74%, Maturing October 13, 2013	2,710,852
Sensus Metering Systems, Inc.		
718,723	Term Loan, 5.27%, Maturing December 17, 2010	682,786
49,579	Term Loan, 6.88%, Maturing December 17, 2010	47,100
Waste Services, Inc.		
633,630	Term Loan, 5.15%, Maturing March 31, 2011	628,878
		\$ 11,566,185
Electronics / Electrical 4.9%		
Aspect Software, Inc.		
1,983,491	Term Loan, 5.63%, Maturing July 11, 2011	\$ 1,933,904
2,000,000	Term Loan, 9.75%, Maturing July 11, 2013	1,850,000
EnerSys Capital, Inc.		
1,004,050	Term Loan, 4.44%, Maturing March 17, 2011	999,029
FCI International S.A.S.		
242,011	Term Loan, 6.85%, Maturing November 1, 2013	221,440
232,989	Term Loan, 6.85%, Maturing November 1, 2013	213,185
232,989	Term Loan, 6.85%, Maturing November 1, 2013	219,447
242,011	Term Loan, 6.85%, Maturing November 1, 2013	227,944
Freescale Semiconductor, Inc.		
4,715,313	Term Loan, 4.58%, Maturing December 1, 2013	4,255,032
Infor Enterprise Solutions Holdings		
1,500,000	Term Loan, 5.45%, Maturing July 28, 2012	1,231,875
3,222,691	Term Loan, 6.45%, Maturing July 28, 2012	2,833,954

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	1,681,405	Term Loan, 6.45%, Maturing July 28, 2012	1,478,585
	500,000	Term Loan, 8.20%, Maturing March 2, 2014	318,750
	183,333	Term Loan, 8.95%, Maturing March 2, 2014	116,875
	316,667	Term Loan, 8.95%, Maturing March 2, 2014	210,055
Network Solutions, LLC			
	781,603	Term Loan, 5.13%, Maturing March 7, 2014	660,455
Open Solutions, Inc.			
	2,949,372	Term Loan, 5.15%, Maturing January 23, 2014	2,595,448
Principal Amount*		Borrower/Tranche Description	Value
Electronics / Electrical (continued)			
Sensata Technologies Finance Co.			
	3,844,587	Term Loan, 4.66%, Maturing April 27, 2013	\$ 3,556,243
Spectrum Brands, Inc.			
	64,767	Term Loan, 6.46%, Maturing March 30, 2013	61,879
	1,776,521	Term Loan, 6.67%, Maturing March 30, 2013	1,697,318
SS&C Technologies, Inc.			
	795,342	Term Loan, 4.69%, Maturing November 23, 2012	751,598
VeriFone, Inc.			
	794,750	Term Loan, 5.65%, Maturing October 31, 2013	762,960
Vertafore, Inc.			
	2,971,973	Term Loan, 5.14%, Maturing January 31, 2012	2,786,225
	950,000	Term Loan, 8.64%, Maturing January 31, 2013	826,500
			\$ 29,808,701
Equipment Leasing 1.2%			
AWAS Capital, Inc.			
	2,195,511	Term Loan, 8.63%, Maturing March 22, 2013	\$ 1,921,072
Maxim Crane Works, L.P.			
	967,688	Term Loan, 4.72%, Maturing June 29, 2014	961,035
The Hertz Corp.			
	444,444	Term Loan, 4.10%, Maturing December 21, 2012	425,056
	2,457,933	Term Loan, 4.30%, Maturing December 21, 2012	2,350,706
United Rentals, Inc.			
	1,380,242	Term Loan, 4.83%, Maturing February 14, 2011	1,374,204
	307,105	Term Loan, 4.95%, Maturing February 14, 2011	305,762
			\$ 7,337,835
Farming / Agriculture 0.2%			
Central Garden & Pet Co.			
	1,281,045	Term Loan, 3.95%, Maturing February 28, 2014	\$ 1,136,927
			\$ 1,136,927

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Financial Intermediaries	2.2%		
Citco III, Ltd.			
	3,350,000	Term Loan, 6.72%, Maturing June 30, 2014	\$ 3,027,562
Grosvenor Capital Management			
	1,517,489	Term Loan, 4.85%, Maturing December 5, 2013	1,456,789
INVESTools, Inc.			
	426,667	Term Loan, 5.95%, Maturing August 13, 2012	388,267
Jupiter Asset Management Group			
GBP	462,299	Term Loan, 7.91%, Maturing June 30, 2015	787,063
LPL Holdings, Inc.			
	4,443,718	Term Loan, 4.70%, Maturing December 18, 2014	4,177,095

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

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Principal Amount*	Borrower/Tranche Description	Value
Financial Intermediaries (continued)		
Nuveen Investments, Inc.		
1,750,000	Term Loan, 5.39%, Maturing November 2, 2014	\$ 1,647,187
Oxford Acquisition III, Ltd.		
916,637	Term Loan, 4.67%, Maturing May 24, 2014	815,807
RJO Holdings Corp. (RJ O'Brien)		
522,375	Term Loan, 5.90%, Maturing July 31, 2014	355,215
Travelex America Holdings, Inc.		
375,000	Term Loan, 5.54%, Maturing October 31, 2013	354,187
375,000	Term Loan, 6.04%, Maturing October 31, 2014	354,375
		\$ 13,363,547
Food Products 4.1%		
Acosta, Inc.		
3,293,222	Term Loan, 4.64%, Maturing July 28, 2013	\$ 3,130,619
Advantage Sales & Marketing, Inc.		
470,645	Term Loan, 4.69%, Maturing March 29, 2013	443,975
1,900,803	Term Loan, 4.69%, Maturing March 29, 2013	1,793,091
Black Lion Beverages III B.V.		
EUR 147,059	Term Loan, 6.98%, Maturing December 31, 2013	213,718
EUR 852,941	Term Loan, 7.01%, Maturing December 31, 2014	1,239,562
Dean Foods Co.		
4,808,981	Term Loan, 4.19%, Maturing April 2, 2014	4,604,051
Dole Food Company, Inc.		
181,395	Term Loan, 4.71%, Maturing April 12, 2013	168,641
1,333,256	Term Loan, 4.79%, Maturing April 12, 2013	1,239,512
399,977	Term Loan, 4.89%, Maturing April 12, 2013	371,854
Michael Foods, Inc.		
474,778	Term Loan, 4.83%, Maturing November 21, 2010	463,502
Pinnacle Foods Finance, LLC		
5,141,175	Term Loan, 5.47%, Maturing April 2, 2014	4,833,625
Provimi Group SA		
270,433	Term Loan, 4.82%, Maturing June 28, 2015	235,953
219,753	Term Loan, 4.82%, Maturing June 28, 2015	191,734
EUR 56,128	Term Loan, 6.52%, Maturing June 28, 2015 ⁽²⁾	70,072

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EUR	489,842	Term Loan, 6.63%, Maturing June 28, 2015	664,181
EUR	284,233	Term Loan, 6.63%, Maturing June 28, 2015	385,395
EUR	470,091	Term Loan, 6.63%, Maturing June 28, 2015	637,400
EUR	640,786	Term Loan, 6.63%, Maturing June 28, 2015	868,848
EUR	836,935	Term Loan, 6.63%, Maturing December 28, 2016 ⁽²⁾	1,044,846
	338,551	Term Loan, 6.82%, Maturing December 28, 2016 ⁽²⁾	271,969
Reddy Ice Group, Inc.			
	2,190,000	Term Loan, 4.46%, Maturing August 9, 2012	1,897,087
			\$ 24,769,635
Principal Amount*			
Borrower/Tranche Description			
Value			
Food Service 3.0%			
AFC Enterprises, Inc.			
	549,643	Term Loan, 5.00%, Maturing May 23, 2009	\$ 515,290
Aramark Corp.			
	3,741,236	Term Loan, 4.57%, Maturing January 26, 2014	3,520,971
	237,907	Term Loan, 7.22%, Maturing January 26, 2014	223,901
GBP	1,234,375	Term Loan, 8.13%, Maturing January 27, 2014	2,268,616
Buffets, Inc.			
	503,308	Term Loan, 9.63%, Maturing January 22, 2009	301,985
	50,144	Term Loan, 9.63%, Maturing January 22, 2009	30,086
	1,147,423	DIP Loan, 11.25%, Maturing January 22, 2009	1,153,160
	156,940	Term Loan, 7.33%, Maturing May 1, 2013	94,164
	1,046,925	Term Loan, 9.63%, Maturing November 1, 2013	628,155
CBRL Group, Inc.			
	1,949,555	Term Loan, 4.29%, Maturing April 27, 2013	1,849,640
Denny's, Inc.			
	135,667	Term Loan, 4.70%, Maturing March 31, 2012	128,714
	550,000	Term Loan, 4.72%, Maturing March 31, 2012	521,812
JRD Holdings, Inc.			
	1,452,344	Term Loan, 5.20%, Maturing June 26, 2014	1,372,465
NPC International, Inc.			
	412,656	Term Loan, 4.46%, Maturing May 3, 2013	385,834
OSI Restaurant Partners, LLC			
	154,525	Term Loan, 5.10%, Maturing May 9, 2013	133,702
	1,891,457	Term Loan, 5.00%, Maturing May 9, 2014	1,636,583
QCE Finance, LLC			
	1,231,828	Term Loan, 4.99%, Maturing May 5, 2013	1,058,858

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	1,050,000	Term Loan, 8.45%, Maturing November 5, 2013	868,875
Sagittarius Restaurants, LLC			
	416,205	Term Loan, 9.50%, Maturing March 29, 2013	324,640
Selecta			
EUR	741,246	Term Loan, 8.77%, Maturing December 28, 2015	958,984
			\$ 17,976,435
Food / Drug Retailers 3.3%			
General Nutrition Centers, Inc.			
	2,769,919	Term Loan, 4.95%, Maturing September 16, 2013	\$ 2,557,558
Iceland Foods Group, Ltd.			
GBP	2,125,000	Term Loan, 7.72%, Maturing May 2, 2014	4,052,445
GBP	2,125,000	Term Loan, 8.22%, Maturing May 2, 2015	4,052,445
Pantry, Inc. (The)			
	926,333	Term Loan, 4.14%, Maturing May 15, 2014	808,226
	266,667	Term Loan, 4.14%, Maturing May 15, 2014	232,667
Rite Aid Corp.			
	5,300,000	Term Loan, 4.23%, Maturing June 1, 2014	5,011,150

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Food / Drug Retailers (continued)		
Roundy's Supermarkets, Inc.		
3,739,416	Term Loan, 5.28%, Maturing November 3, 2011	\$ 3,589,839
		\$ 20,304,330
Forest Products 2.2%		
Appleton Papers, Inc.		
1,488,750	Term Loan, 4.47%, Maturing June 5, 2014	\$ 1,387,019
Georgia-Pacific Corp.		
9,628,375	Term Loan, 4.68%, Maturing December 20, 2012	9,141,439
Newpage Corp.		
1,670,813	Term Loan, 6.31%, Maturing December 5, 2014	1,669,665
Xerium Technologies, Inc.		
1,331,504	Term Loan, 5.45%, Maturing May 18, 2012	1,125,121
		\$ 13,323,244
Healthcare 14.3%		
Accellent, Inc.		
2,348,697	Term Loan, 5.14%, Maturing November 22, 2012	\$ 2,055,110
Alliance Imaging, Inc.		
456,772	Term Loan, 5.37%, Maturing December 29, 2011	445,352
American Medical Systems		
1,511,151	Term Loan, 5.38%, Maturing July 20, 2012	1,407,259
AMN Healthcare, Inc.		
339,491	Term Loan, 4.45%, Maturing November 2, 2011	331,003
AMR HoldCo, Inc.		
1,289,714	Term Loan, 4.99%, Maturing February 10, 2012	1,242,156
Biomet, Inc.		
2,985,000	Term Loan, 5.70%, Maturing December 26, 2014	2,909,960
EUR	Term Loan, 7.73%, Maturing December 26, 2014	2,070,324
Bright Horizons Family Solutions, Inc.		
1,075,000	Term Loan, 7.50%, Maturing May 15, 2015	1,069,625
Capio AB		
EUR	Term Loan, 7.09%, Maturing April 24, 2015	338,845
EUR	Term Loan, 7.09%, Maturing April 24, 2015	407,342
EUR	Term Loan, 7.21%, Maturing April 16, 2016	338,845
EUR	Term Loan, 7.21%, Maturing April 24, 2016	407,342

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Cardinal Health 409, Inc.		Term Loan, 4.95%, Maturing April 10, 2014	
	2,431,625		2,174,785
Carestream Health, Inc.		Term Loan, 4.77%, Maturing April 30, 2013	
	3,522,365		3,022,189
		Term Loan, 8.01%, Maturing October 30, 2013	
	500,000		371,250
Carl Zeiss Vision Holding GmbH		Term Loan, 5.14%, Maturing March 23, 2015	
	1,300,000		1,035,450
Principal Amount*		Borrower/Tranche Description	Value
Healthcare (continued)			
Community Health Systems, Inc.		Term Loan, 0.00%, Maturing July 25, 2014 ⁽²⁾	
	428,074		\$ 404,983
		Term Loan, 4.83%, Maturing July 25, 2014	
	8,367,295		7,915,947
Concentra, Inc.		Term Loan, 8.20%, Maturing June 25, 2015	
	700,000		500,500
ConMed Corp.		Term Loan, 3.88%, Maturing April 13, 2013	
	521,333		521,985
CRC Health Corp.		Term Loan, 4.92%, Maturing February 6, 2013	
	541,750		509,245
		Term Loan, 4.92%, Maturing February 6, 2013	
	539,041		506,699
Dako EQT Project Delphi		Term Loan, 6.44%, Maturing December 12, 2016	
	500,000		331,250
DaVita, Inc.		Term Loan, 4.03%, Maturing October 5, 2012	
	4,622,425		4,441,573
DJO Finance, LLC		Term Loan, 5.70%, Maturing May 15, 2014	
	897,750		876,990
Fenwal, Inc.		Term Loan, 7.90%, Maturing August 28, 2014	
	500,000		392,500
Fresenius Medical Care Holdings		Term Loan, 4.04%, Maturing March 31, 2013	
	2,881,183		2,797,320
Hanger Orthopedic Group, Inc.		Term Loan, 4.39%, Maturing May 30, 2013	
	802,011		760,908
HCA, Inc.		Term Loan, 4.95%, Maturing November 18, 2013	
	7,406,250		6,984,309
Health Management Association, Inc.		Term Loan, 4.45%, Maturing February 28, 2014	
	8,708,475		8,117,544
HealthSouth Corp.		Term Loan, 5.09%, Maturing March 10, 2013	
	3,250,117		3,103,861
Iasis Healthcare, LLC		Term Loan, 4.38%, Maturing March 14, 2014	
	1,673,490		1,590,514

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	577,583	Term Loan, 4.38%, Maturing March 14, 2014	548,945
	154,022	Term Loan, 4.46%, Maturing March 14, 2014	146,385
Ikaria Acquisition, Inc.			
	595,503	Term Loan, 4.95%, Maturing March 28, 2013	562,750
IM U.S. Holdings, LLC			
	997,487	Term Loan, 4.67%, Maturing June 26, 2014	935,144
	700,000	Term Loan, 6.92%, Maturing June 26, 2015	651,000
Invacare Corp.			
	778,500	Term Loan, 5.01%, Maturing February 12, 2013	725,951
inVentiv Health, Inc.			
	57,278	Term Loan, 0.00%, Maturing July 6, 2014 ⁽²⁾	53,913
	937,997	Term Loan, 4.45%, Maturing July 6, 2014	884,062
Leiner Health Products, Inc.			
	436,253	Term Loan, 0.00%, Maturing September 10, 2008 ⁽²⁾	431,890
	892,798	Term Loan, 0.00%, Maturing September 10, 2008 ⁽²⁾	883,870
	2,412,500	Term Loan, 8.75%, Maturing May 27, 2011 ⁽⁵⁾	1,333,147

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Healthcare (continued)		
LifeCare Holdings, Inc.		
950,625	Term Loan, 6.95%, Maturing August 11, 2012	\$ 839,718
LifePoint Hospitals, Inc.		
2,296,933	Term Loan, 4.27%, Maturing April 15, 2012	2,219,412
MultiPlan Merger Corp.		
1,698,818	Term Loan, 4.94%, Maturing April 12, 2013	1,607,507
1,205,799	Term Loan, 4.94%, Maturing April 12, 2013	1,140,987
Mylan, Inc.		
648,375	Term Loan, 5.85%, Maturing October 2, 2014	639,501
National Mentor Holdings, Inc.		
1,136,163	Term Loan, 4.70%, Maturing June 29, 2013	985,621
68,600	Term Loan, 5.31%, Maturing June 29, 2013	59,510
National Rental Institutes, Inc.		
910,834	Term Loan, 5.00%, Maturing March 31, 2013	799,257
Nyco Holdings		
EUR 984,850	Term Loan, 6.98%, Maturing December 29, 2014	1,317,055
EUR 984,850	Term Loan, 7.73%, Maturing December 29, 2015	1,317,738
Physiotherapy Associates, Inc.		
921,764	Term Loan, 6.48%, Maturing June 27, 2013	755,846
RadNet Management, Inc.		
617,190	Term Loan, 7.26%, Maturing November 15, 2012	589,416
650,000	Term Loan, 11.95%, Maturing November 15, 2013	646,750
ReAble Therapeutics Finance, LLC		
2,772,688	Term Loan, 4.70%, Maturing November 16, 2013	2,623,656
Renal Advantage, Inc.		
346,689	Term Loan, 5.26%, Maturing October 5, 2012	325,888
Select Medical Holdings Corp.		
2,282,838	Term Loan, 4.68%, Maturing February 24, 2012	2,131,600
Sunrise Medical Holdings, Inc.		
697,573	Term Loan, 6.84%, Maturing May 13, 2010	584,705
Vanguard Health Holding Co., LLC		
1,330,952	Term Loan, 5.13%, Maturing September 23, 2011	1,293,795
Viant Holdings, Inc.		
595,500		524,040

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		Term Loan, 4.95%, Maturing June 25, 2014	
			\$ 86,942,024
Home Furnishings 1.2%			
Hunter Fan Co.			
	523,111	Term Loan, 5.18%, Maturing April 16, 2014	\$ 422,412
Interline Brands, Inc.			
	1,096,769	Term Loan, 4.15%, Maturing June 23, 2013	1,041,931
	757,799	Term Loan, 4.15%, Maturing June 23, 2013	719,909
National Bedding Co., LLC			
	1,491,225	Term Loan, 4.74%, Maturing August 31, 2011	1,205,406
	1,050,000	Term Loan, 7.70%, Maturing August 31, 2012	745,500
Principal Amount*			
		Borrower/Tranche Description	Value
Home Furnishings (continued)			
Simmons Co.			
	3,107,786	Term Loan, 5.61%, Maturing December 19, 2011	\$ 2,789,238
	1,000,000	Term Loan, 8.20%, Maturing February 15, 2012	663,333
			\$ 7,587,729
Industrial Equipment 3.7%			
Brand Energy and Infrastructure Services, Inc.			
	891,540	Term Loan, 6.02%, Maturing February 7, 2014	\$ 846,963
CEVA Group PLC U.S.			
	2,270,595	Term Loan, 5.38%, Maturing January 4, 2014	2,145,712
	1,176,635	Term Loan, 5.63%, Maturing January 4, 2014	1,111,920
	846,843	Term Loan, 5.70%, Maturing January 4, 2014	800,267
EPD Holdings (Goodyear Engineering Products)			
	152,742	Term Loan, 4.89%, Maturing July 13, 2014	129,895
	1,066,516	Term Loan, 5.40%, Maturing July 13, 2014	906,983
	850,000	Term Loan, 8.65%, Maturing July 13, 2015	548,250
Flowserve Corp.			
	2,215,834	Term Loan, 4.25%, Maturing August 10, 2012	2,120,277
FR Brand Acquisition Corp.			
	739,217	Term Loan, 5.01%, Maturing February 7, 2014	676,383
Generac Acquisition Corp.			
	1,909,161	Term Loan, 5.18%, Maturing November 7, 2013	1,565,512
	500,000	Term Loan, 8.68%, Maturing April 7, 2014	363,750
Gleason Corp.			
	633,988	Term Loan, 4.53%, Maturing June 30, 2013	595,949
	145,941	Term Loan, 4.53%, Maturing June 30, 2013	137,185
Itron, Inc.			

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EUR	342,269	Term Loan, 6.74%, Maturing April 18, 2014	519,935
Jason, Inc.			
	488,257	Term Loan, 5.00%, Maturing April 30, 2010	432,718
John Maneely Co.			
	3,031,231	Term Loan, 5.98%, Maturing December 8, 2013	2,840,515
KION Group GmbH			
	250,000	Term Loan, 6.75%, Maturing December 23, 2014	234,204
	250,000	Term Loan, 7.25%, Maturing December 23, 2015	234,290
Polypore, Inc.			
	3,857,663	Term Loan, 4.64%, Maturing July 3, 2014	3,725,056
Sequa Corp.			
	997,500	Term Loan, 5.87%, Maturing November 30, 2014	952,612
TFS Acquisition Corp.			
	1,970,000	Term Loan, 6.20%, Maturing August 11, 2013	1,851,800
			\$ 22,740,176

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Insurance 2.4%		
Alliant Holdings I, Inc.		
1,144,250	Term Loan, 5.70%, Maturing August 21, 2014	\$ 1,067,013
AmWINS Group, Inc.		
1,000,000	Term Loan, 5.12%, Maturing June 8, 2013	767,500
500,000	Term Loan, 8.09%, Maturing June 8, 2014	280,000
Applied Systems, Inc.		
1,430,455	Term Loan, 5.40%, Maturing September 26, 2013	1,330,323
CCC Information Services Group, Inc.		
1,640,954	Term Loan, 4.91%, Maturing February 10, 2013	1,599,930
Conseco, Inc.		
3,872,317	Term Loan, 4.38%, Maturing October 10, 2013	3,318,091
Crawford & Company		
1,360,679	Term Loan, 5.45%, Maturing October 31, 2013	1,272,234
Crump Group, Inc.		
1,206,022	Term Loan, 5.70%, Maturing August 4, 2014	1,115,570
Hub International Holdings, Inc.		
441,454	Term Loan, 4.40%, Maturing June 13, 2014 ⁽²⁾	401,171
1,965,735	Term Loan, 5.20%, Maturing June 13, 2014	1,786,361
U.S.I. Holdings Corp.		
1,910,562	Term Loan, 5.45%, Maturing May 4, 2014	1,772,047
		\$ 14,710,240
Leisure Goods / Activities / Movies 8.9%		
24 Hour Fitness Worldwide, Inc.		
830,245	Term Loan, 5.93%, Maturing June 8, 2012	\$ 780,430
AMC Entertainment, Inc.		
3,052,750	Term Loan, 4.14%, Maturing January 26, 2013	2,908,834
AMF Bowling Worldwide, Inc.		
1,200,000	Term Loan, 9.24%, Maturing December 8, 2013	930,000
Bombardier Recreational Products		
2,027,848	Term Loan, 5.32%, Maturing June 28, 2013	1,880,829
Butterfly Wendel US, Inc.		
320,315	Term Loan, 7.65%, Maturing June 22, 2013	290,285
320,315	Term Loan, 7.40%, Maturing June 22, 2014	290,285
Carmike Cinemas, Inc.		

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	1,784,335	Term Loan, 6.49%, Maturing May 19, 2012	1,717,423
Cedar Fair, L.P.			
	4,327,937	Term Loan, 4.38%, Maturing August 30, 2012	4,128,372
Cinemark, Inc.			
	4,008,368	Term Loan, 4.48%, Maturing October 5, 2013	3,819,758
Deluxe Entertainment Services			
	1,258,654	Term Loan, 4.93%, Maturing January 28, 2011	1,101,323
	117,920	Term Loan, 4.95%, Maturing January 28, 2011	103,180
	62,008	Term Loan, 4.95%, Maturing January 28, 2011	54,257
Principal Amount*		Borrower/Tranche Description	Value
Leisure Goods / Activities / Movies (continued)			
Easton-Bell Sports, Inc.			
	1,353,054	Term Loan, 4.39%, Maturing March 16, 2012	\$ 1,232,971
Fender Musical Instruments Corp.			
	334,448	Term Loan, 6.97%, Maturing June 9, 2014	302,676
	663,880	Term Loan, 7.16%, Maturing June 9, 2014	600,811
HEI Acquisition, LLC			
	2,150,000	Term Loan, 6.91%, Maturing April 13, 2014	1,956,500
Mega Blocks, Inc.			
	1,774,812	Term Loan, 8.25%, Maturing July 26, 2012	1,579,583
Metro-Goldwyn-Mayer Holdings, Inc.			
	8,781,343	Term Loan, 5.95%, Maturing April 8, 2012	7,130,723
National CineMedia, LLC			
	2,850,000	Term Loan, 4.62%, Maturing February 13, 2015	2,634,691
Regal Cinemas Corp.			
	5,432,500	Term Loan, 4.20%, Maturing November 10, 2010	5,162,760
Revolution Studios Distribution Co., LLC			
	1,254,227	Term Loan, 6.14%, Maturing December 21, 2014	1,160,160
	900,000	Term Loan, 9.39%, Maturing June 21, 2015	693,000
Six Flags Theme Parks, Inc.			
	3,473,750	Term Loan, 4.81%, Maturing April 30, 2015	3,126,684
Southwest Sports Group, LLC			
	2,000,000	Term Loan, 5.44%, Maturing December 22, 2010	1,760,000
Universal City Development Partners, Ltd.			
	1,924,945	Term Loan, 4.49%, Maturing June 9, 2011	1,879,228
WMG Acquisition Corp.			
	6,261,510	Term Loan, 4.61%, Maturing February 28, 2011	5,901,473
Zuffa, LLC			
	992,500	Term Loan, 4.50%, Maturing June 20, 2016	771,669

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			\$ 53,897,905
Lodging and Casinos	4.2%		
Ameristar Casinos, Inc.		Term Loan, 5.02%, Maturing November 10, 2012	\$ 1,149,540
		1,197,438	
Bally Technologies, Inc.		Term Loan, 7.36%, Maturing September 5, 2009	3,775,130
		3,813,263	
CCM Merger, Inc.		Term Loan, 4.69%, Maturing April 25, 2012	521,301
		552,372	
Isle of Capri Casinos, Inc.		Term Loan, 4.45%, Maturing November 30, 2013	1,334,110
		1,474,154	
		Term Loan, 4.45%, Maturing November 30, 2013	402,249
		444,474	
		Term Loan, 4.45%, Maturing November 30, 2013	533,644
		589,662	
LodgeNet Entertainment Corp.		Term Loan, 4.70%, Maturing April 4, 2014	2,640,395
		2,915,550	

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Lodging and Casinos (continued)		
New World Gaming Partners, Ltd.		
1,122,188	Term Loan, 5.19%, Maturing June 30, 2014	\$ 973,498
225,000	Term Loan, 5.19%, Maturing June 30, 2014	195,187
Penn National Gaming, Inc.		
7,093,125	Term Loan, 4.58%, Maturing October 3, 2012	6,926,635
Venetian Casino Resort/Las Vegas Sands Inc.		
960,000	Term Loan, 4.17%, Maturing May 14, 2014	885,666
3,811,200	Term Loan, 4.45%, Maturing May 23, 2014	3,516,095
VML US Finance, LLC		
225,402	Term Loan, 4.95%, Maturing May 25, 2012	218,305
524,598	Term Loan, 4.95%, Maturing May 25, 2013	508,082
Wimar OpCo, LLC		
1,954,381	Term Loan, 8.25%, Maturing January 3, 2012	1,897,276
		\$ 25,477,113
Nonferrous Metals / Minerals 2.0%		
Alpha Natural Resources, LLC		
909,188	Term Loan, 4.42%, Maturing October 26, 2012	\$ 897,823
Euramax International, Inc.		
649,548	Term Loan, 8.00%, Maturing June 28, 2012	565,107
501,316	Term Loan, 10.98%, Maturing June 28, 2013	313,322
248,684	Term Loan, 10.98%, Maturing June 28, 2013	155,428
Magnum Coal Co.		
209,091	Term Loan, 9.75%, Maturing March 15, 2013	207,784
1,212,727	Term Loan, 9.75%, Maturing March 15, 2013	1,205,148
Murray Energy Corp.		
948,150	Term Loan, 5.50%, Maturing January 28, 2010	910,224
Neo Material Technologies, Inc.		
668,895	Term Loan, 6.05%, Maturing August 31, 2009	658,862
Noranda Aluminum Acquisition		
1,341,618	Term Loan, 4.72%, Maturing May 18, 2014	1,298,015
Novelis, Inc.		
705,605	Term Loan, 4.70%, Maturing June 28, 2014	679,498
1,552,332	Term Loan, 4.70%, Maturing June 28, 2014	1,494,896

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Oxbow Carbon and Mineral Holdings			
	227,901	Term Loan, 4.38%, Maturing May 8, 2014	213,942
	2,545,687	Term Loan, 4.44%, Maturing May 8, 2014	2,389,764
Thompson Creek Metals Co.			
	1,129,438	Term Loan, 7.48%, Maturing October 26, 2012	1,122,379
			\$ 12,112,192
Principal Amount*			
		Borrower/Tranche Description	Value
Oil and Gas 2.2%			
Atlas Pipeline Partners, L.P.			
	1,700,000	Term Loan, 5.14%, Maturing July 20, 2014	\$ 1,674,500
Big West Oil, LLC			
	453,750	Term Loan, 4.97%, Maturing May 1, 2014 ⁽²⁾	426,241
	365,063	Term Loan, 5.00%, Maturing May 1, 2014	342,931
Dresser, Inc.			
	1,595,938	Term Loan, 5.21%, Maturing May 4, 2014	1,531,103
	1,000,000	Term Loan, 8.47%, Maturing May 4, 2015	950,417
Dynergy Holdings, Inc.			
	1,848,178	Term Loan, 4.36%, Maturing April 2, 2013	1,756,231
	151,442	Term Loan, 4.36%, Maturing April 2, 2013	143,908
Enterprise GP Holdings, L.P.			
	1,325,000	Term Loan, 4.92%, Maturing October 31, 2014	1,301,812
Niska Gas Storage			
	58,471	Term Loan, 4.55%, Maturing May 13, 2011	56,424
	122,182	Term Loan, 4.59%, Maturing May 13, 2011	117,906
	82,765	Term Loan, 4.60%, Maturing May 13, 2011	79,868
	756,533	Term Loan, 4.53%, Maturing May 12, 2013	730,055
Primary Natural Resources, Inc.			
	1,715,000	Term Loan, 5.00%, Maturing July 28, 2010	1,640,054
Targa Resources, Inc.			
	1,077,983	Term Loan, 4.65%, Maturing October 31, 2012	1,057,502
	1,410,000	Term Loan, 4.70%, Maturing October 31, 2012	1,383,210
			\$ 13,192,162
Publishing 12.1%			
American Media Operations, Inc.			
	2,000,000	Term Loan, 5.96%, Maturing January 31, 2013	\$ 1,865,000
Aster Zweite Beteiligungs GmbH			
	850,000	Term Loan, 4.88%, Maturing September 27, 2013	761,016
CanWest MediaWorks, Ltd.			
	891,000	Term Loan, 4.65%, Maturing July 10, 2014	848,677

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Dex Media West, LLC			
2,490,584	Term Loan, 4.10%, Maturing March 9, 2010		2,476,963
GateHouse Media Operating, Inc.			
1,525,000	Term Loan, 4.65%, Maturing August 28, 2014		1,077,031
650,000	Term Loan, 4.71%, Maturing August 28, 2014		459,062
750,000	Term Loan, 5.25%, Maturing August 28, 2014		526,875
Idearc, Inc.			
11,092,449	Term Loan, 4.69%, Maturing November 17, 2014		9,256,649
Laureate Education, Inc.			
505,875	Term Loan, 0.00%, Maturing August 17, 2014 ⁽²⁾		467,091
3,397,583	Term Loan, 5.75%, Maturing August 17, 2014		3,137,101

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PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Publishing (continued)		
Local Insight Regatta Holdings, Inc.		
1,875,000	Term Loan, 7.75%, Maturing April 23, 2015	\$ 1,744,922
MediaNews Group, Inc.		
1,545,175	Term Loan, 4.13%, Maturing August 25, 2010	1,270,906
1,056,188	Term Loan, 5.13%, Maturing August 2, 2013	819,866
Mediannuaire Holding		
EUR 500,000	Term Loan, 5.86%, Maturing October 24, 2013	711,127
EUR 727,273	Term Loan, 6.61%, Maturing October 10, 2014	948,869
EUR 727,273	Term Loan, 7.11%, Maturing October 10, 2015	948,869
Merrill Communications, LLC		
5,358,583	Term Loan, 4.69%, Maturing February 9, 2009	4,608,381
Nebraska Book Co., Inc.		
1,422,177	Term Loan, 5.13%, Maturing March 4, 2011	1,336,846
Nelson Education, Ltd.		
497,500	Term Loan, 5.20%, Maturing July 5, 2014	446,506
Nielsen Finance, LLC		
8,584,534	Term Loan, 4.73%, Maturing August 9, 2013	8,086,322
Philadelphia Newspapers, LLC		
780,871	Term Loan, 6.75%, Maturing June 29, 2013	538,801
R.H. Donnelley Corp.		
6,850,042	Term Loan, 4.27%, Maturing June 30, 2010	6,710,596
Reader's Digest Association, Inc. (The)		
4,603,500	Term Loan, 4.95%, Maturing March 2, 2014	4,013,677
SGS International, Inc.		
757,563	Term Loan, 6.91%, Maturing December 30, 2011	708,321
Source Interlink Companies, Inc.		
2,000,000	Term Loan, 5.63%, Maturing August 1, 2014	1,645,000
Source Media, Inc.		
1,202,706	Term Loan, 4.95%, Maturing November 8, 2011	1,064,395
TL Acquisitions, Inc.		
2,139,250	Term Loan, 4.92%, Maturing July 5, 2014	1,937,091
Trader Media Corp.		
GBP 2,528,500	Term Loan, 7.60%, Maturing March 23, 2015	4,134,870
Tribune Co.		

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	2,053,333	Term Loan, 5.48%, Maturing May 17, 2009	1,955,067
	4,267,750	Term Loan, 5.54%, Maturing May 17, 2014	3,171,472
Xsys US, Inc.			
	2,004,256	Term Loan, 4.88%, Maturing September 27, 2013	1,794,437
	2,031,126	Term Loan, 4.88%, Maturing September 27, 2014	1,818,494
Yell Group, PLC			
	2,900,000	Term Loan, 4.38%, Maturing February 10, 2013	2,607,283
			\$ 73,897,583

Principal Amount*		Borrower/Tranche Description	Value
Radio and Television 7.5%			
Block Communications, Inc.			
	928,625	Term Loan, 4.70%, Maturing December 22, 2011	\$ 886,837
Cequel Communications, LLC			
	1,800,000	Term Loan, 7.37%, Maturing May 5, 2014	1,559,250
	4,011,606	Term Loan, 8.88%, Maturing May 5, 2014	3,444,966
Citadel Broadcasting Corp.			
	1,000,000	Term Loan, 4.17%, Maturing June 12, 2014	868,333
CMP KC, LLC			
	971,188	Term Loan, 6.66%, Maturing May 5, 2013	735,481
CMP Susquehanna Corp.			
	2,488,554	Term Loan, 4.48%, Maturing May 5, 2013	2,087,275
Discovery Communications, Inc.			
	2,679,750	Term Loan, 4.70%, Maturing April 30, 2014	2,610,746
Emmis Operating Co.			
	889,619	Term Loan, 4.67%, Maturing November 2, 2013	781,975
Entravision Communications Corp.			
	1,386,500	Term Loan, 4.20%, Maturing September 29, 2013	1,277,891
Gray Television, Inc.			
	1,407,223	Term Loan, 4.19%, Maturing January 19, 2015	1,271,778
HIT Entertainment, Inc.			
	969,945	Term Loan, 4.79%, Maturing March 20, 2012	881,437
NEP II, Inc.			
	692,996	Term Loan, 4.95%, Maturing February 16, 2014	630,049
Nexstar Broadcasting, Inc.			
	1,992,131	Term Loan, 4.45%, Maturing October 1, 2012	1,862,642
	1,885,918	Term Loan, 4.65%, Maturing October 1, 2012	1,763,334
NextMedia Operating, Inc.			
	254,663	Term Loan, 6.45%, Maturing November 15, 2012	233,017
	113,182	Term Loan, 6.53%, Maturing November 15, 2012	103,562

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PanAmSat Corp.			
	333,400	Term Loan, Maturing January 3, 2014 ⁽³⁾	316,730
	333,300	Term Loan, Maturing January 3, 2014 ⁽³⁾	316,635
	333,300	Term Loan, Maturing January 3, 2014 ⁽³⁾	316,635
	1,235,654	Term Loan, 5.18%, Maturing January 3, 2014	1,176,617
	1,235,282	Term Loan, 5.18%, Maturing January 3, 2014	1,176,263
	1,235,282	Term Loan, 5.18%, Maturing January 3, 2014	1,176,263
Paxson Communications Corp.			
	2,775,000	Term Loan, 5.96%, Maturing January 15, 2012	2,247,750
Raycom TV Broadcasting, LLC			
	1,125,000	Term Loan, 4.06%, Maturing June 25, 2014	1,057,500
SFX Entertainment			
	1,284,820	Term Loan, 5.45%, Maturing June 21, 2013	1,220,579
Sirius Satellite Radio, Inc.			
	497,500	Term Loan, 4.69%, Maturing December 19, 2012	460,187

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Radio and Television (continued)		
Spanish Broadcasting System, Inc.		
977,330	Term Loan, 4.45%, Maturing June 10, 2012	\$ 796,524
Tyrol Acquisition 2 SAS		
EUR 875,000	Term Loan, 6.37%, Maturing January 19, 2015	1,187,999
EUR 875,000	Term Loan, 6.65%, Maturing January 19, 2016	1,187,999
Univision Communications, Inc.		
3,332,413	Term Loan, 4.88%, Maturing March 29, 2009	3,213,695
8,425,000	Term Loan, 5.12%, Maturing September 29, 2014	7,140,718
Young Broadcasting, Inc.		
792,588	Term Loan, 5.23%, Maturing November 3, 2012	717,292
980,000	Term Loan, 5.25%, Maturing November 3, 2012	886,900
		\$ 45,594,859
Rail Industries 0.6%		
Kansas City Southern Railway Co.		
2,210,625	Term Loan, 4.75%, Maturing April 26, 2013	\$ 2,166,412
RailAmerica, Inc.		
1,725,000	Term Loan, 4.93%, Maturing August 14, 2008	1,690,500
		\$ 3,856,912
Retailers (Except Food and Drug) 3.6%		
American Achievement Corp.		
1,226,816	Term Loan, 4.86%, Maturing March 25, 2011	\$ 1,211,481
Amscan Holdings, Inc.		
569,250	Term Loan, 4.82%, Maturing May 25, 2013	498,094
Claire's Stores, Inc.		
397,000	Term Loan, 5.41%, Maturing May 24, 2014	317,910
Cumberland Farms, Inc.		
1,714,828	Term Loan, 4.86%, Maturing September 29, 2013	1,637,661
Educate, Inc.		
500,000	Term Loan, 7.95%, Maturing June 14, 2014	412,500
FTD, Inc.		
650,722	Term Loan, 4.13%, Maturing July 28, 2013	619,813
Harbor Freight Tools USA, Inc.		
1,924,200	Term Loan, 4.64%, Maturing July 15, 2010	1,674,054
Josten's Corp.		
2,102,724		2,084,325

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Term Loan, 6.72%, Maturing
October 4, 2011

Mapco Express, Inc.			
	556,969	Term Loan, 5.29%, Maturing April 28, 2011	529,120
Neiman Marcus Group, Inc.			
	884,494	Term Loan, 4.76%, Maturing April 5, 2013	848,930
Orbitz Worldwide, Inc.			
	2,308,425	Term Loan, 5.67%, Maturing July 25, 2014	1,950,619
Principal Amount*		Borrower/Tranche Description	Value
Retailers (Except Food and Drug) (continued)			
Oriental Trading Co., Inc.			
	1,225,000	Term Loan, 8.39%, Maturing January 31, 2013	\$ 902,417
	1,772,503	Term Loan, 4.80%, Maturing July 31, 2013	1,453,452
Rent-A-Center, Inc.			
	1,067,410	Term Loan, 4.81%, Maturing November 15, 2012	1,008,702
Rover Acquisition Corp.			
	2,419,375	Term Loan, 5.03%, Maturing October 26, 2013	2,250,019
Savers, Inc.			
	382,500	Term Loan, 5.48%, Maturing August 11, 2012	361,463
	417,374	Term Loan, 5.50%, Maturing August 11, 2012	394,418
The Yankee Candle Company, Inc.			
	2,269,495	Term Loan, 4.61%, Maturing February 6, 2014	2,081,452
Vivarte			
EUR	750,000	Term Loan, 6.36%, Maturing May 29, 2015	894,464
EUR	750,000	Term Loan, 6.86%, Maturing May 29, 2016	894,808
			\$ 22,025,702
Steel 0.3%			
Algoma Acquisition Corp.			
	1,081,520	Term Loan, 7.33%, Maturing June 20, 2013	\$ 1,022,036
Niagara Corp.			
	1,141,375	Term Loan, 7.39%, Maturing June 29, 2014	964,462
			\$ 1,986,498
Surface Transport 0.8%			
Gainey Corp.			
	1,282,577	Term Loan, 7.00%, Maturing April 20, 2012 ⁽⁵⁾	\$ 596,399
Oshkosh Truck Corp.			
	2,123,125	Term Loan, 4.76%, Maturing December 6, 2013	2,035,251
Ozburn-Hessey Holding Co., LLC			
	487,613	Term Loan, 6.16%, Maturing August 9, 2012	443,728
Swift Transportation Co., Inc.			
	2,115,116		1,683,279

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Term Loan, 6.13%, Maturing May
10, 2014

			\$ 4,758,657
Telecommunications 5.4%			
Alaska Communications Systems Holdings, Inc.			
	1,099,807	Term Loan, 4.45%, Maturing February 1, 2012	\$ 1,047,369
Alltel Communication			
	1,496,241	Term Loan, 5.55%, Maturing May 16, 2014	1,390,569
	3,243,750	Term Loan, 5.25%, Maturing May 16, 2015	3,014,660
Asurion Corp.			
	3,175,000	Term Loan, 5.78%, Maturing July 13, 2012	2,961,183
	1,000,000	Term Loan, 9.23%, Maturing January 13, 2013	936,667

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Telecommunications (continued)		
Centennial Cellular Operating Co., LLC		
4,594,820	Term Loan, 4.67%, Maturing February 9, 2011	\$ 4,505,221
CommScope, Inc.		
3,287,433	Term Loan, 5.19%, Maturing November 19, 2014	3,155,935
FairPoint Communications, Inc.		
2,725,000	Term Loan, 5.75%, Maturing March 31, 2015	2,476,344
Intelsat Bermuda, Ltd.		
1,200,000	Term Loan, 5.20%, Maturing February 1, 2014	1,209,000
Intelsat Subsidiary Holding Co.		
1,083,500	Term Loan, 5.18%, Maturing July 3, 2013	1,049,099
Iowa Telecommunications Services		
688,000	Term Loan, 4.44%, Maturing November 23, 2011	669,367
IPC Systems, Inc.		
1,191,000	Term Loan, 4.95%, Maturing May 31, 2014	933,943
500,000	Term Loan, 7.95%, Maturing May 31, 2015	348,750
Macquarie UK Broadcast Ventures, Ltd.		
GBP 850,000	Term Loan, 7.95%, Maturing December 26, 2014	1,470,849
NTelos, Inc.		
1,298,135	Term Loan, 5.27%, Maturing August 24, 2011	1,273,390
Palm, Inc.		
920,375	Term Loan, 5.89%, Maturing April 24, 2014	625,855
Stratos Global Corp.		
1,104,500	Term Loan, 5.44%, Maturing February 13, 2012	1,051,346
Telesat Canada, Inc.		
668,956	Term Loan, 5.86%, Maturing October 22, 2014	636,658
57,309	Term Loan, 5.90%, Maturing October 22, 2014 ⁽²⁾	54,543
Trilogy International Partners		
950,000	Term Loan, 6.20%, Maturing June 29, 2012	826,500
Windstream Corp.		
3,411,512	Term Loan, 4.22%, Maturing July 17, 2013	3,338,308
		\$ 32,975,556
Utilities 4.1%		
AEI Finance Holding, LLC		
301,657	Revolving Loan, 5.70%, Maturing March 30, 2012	\$ 271,869

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Astoria Generating Co.	2,224,566	Term Loan, 5.69%, Maturing March 30, 2014	2,004,890
BRSP, LLC	1,000,000	Term Loan, 6.35%, Maturing August 23, 2013	950,833
Calpine Corp.	1,902,915	Term Loan, 5.86%, Maturing July 13, 2009	1,769,711
Covanta Energy Corp.	915,767	DIP Loan, 5.58%, Maturing March 30, 2009	888,294
	626,804	Term Loan, 4.09%, Maturing February 9, 2014	602,515
	1,260,464	Term Loan, 4.91%, Maturing February 9, 2014	1,211,621

Principal Amount*		Borrower/Tranche Description	Value
Utilities (continued)			
Electricinvest Holding Co.			
EUR	476,616	Term Loan, 8.53%, Maturing October 24, 2012	\$ 661,370
GBP	480,000	Term Loan, 9.62%, Maturing October 24, 2012	845,418
LS Power Acquisition Co.			
	108,130	Term Loan, 6.45%, Maturing November 1, 2014	107,184
Mirant North America, LLC			
	732,884	Term Loan, 4.13%, Maturing January 3, 2013	711,356
NRG Energy, Inc.			
	1,346,467	Term Loan, Maturing June 1, 2014 ⁽³⁾	1,282,510
	653,533	Term Loan, Maturing June 1, 2014 ⁽³⁾	622,490
	2,328,227	Term Loan, 4.20%, Maturing June 1, 2014	2,249,878
	4,766,716	Term Loan, 4.20%, Maturing June 1, 2014	4,606,399
Pike Electric, Inc.			
	1,136,438	Term Loan, 4.06%, Maturing July 1, 2012	1,083,168
	308,512	Term Loan, 4.25%, Maturing December 10, 2012	294,051
TXU Texas Competitive Electric Holdings Co., LLC			
	2,495,000	Term Loan, 6.26%, Maturing October 10, 2014	2,354,372
	2,492,500	Term Loan, 6.26%, Maturing October 10, 2014	2,349,493
			\$ 24,867,422
Total Senior Floating-Rate Interests (identified cost \$1,009,336,989)			\$ 938,825,290

Corporate Bonds & Notes 11.7%

Principal Amount* (000's omitted)		Security	Value
Aerospace and Defense 0.1%			
Alion Science and Technologies Corp.			
	155	10.25%, 2/1/15	\$ 110,050

Bombardier, Inc.

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	145	8.00%, 11/15/14 ⁽⁶⁾	152,975
DRS Technologies, Inc., Sr. Sub. Notes			
	90	7.625%, 2/1/18	97,425
Hawker Beechcraft Acquisition			
	135	9.75%, 4/1/17	139,050
Vought Aircraft Industries, Inc., Sr. Notes			
	75	8.00%, 7/15/11	72,937
			\$ 572,437

See notes to financial statements

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount* (000's omitted)	Security	Value
Automotive 0.1%		
Altra Industrial Motion, Inc.		
375	9.00%, 12/1/11	\$ 380,625
American Axle & Manufacturing, Inc.		
150	7.875%, 3/1/17	128,250
Commercial Vehicle Group, Inc., Sr. Notes		
110	8.00%, 7/1/13	95,975
Tenneco, Inc., Sr. Notes		
65	8.125%, 11/15/15 ⁽⁶⁾	65,975
		\$ 670,825
Broadcast Radio and Television 0.0%		
Warner Music Group, Sr. Sub. Notes		
90	7.375%, 4/15/14	\$ 74,250
		\$ 74,250
Brokers / Dealers / Investment Houses 0.0%		
Nuveen Investments, Inc.		
30	5.00%, 9/15/10	\$ 26,400
Nuveen Investments, Inc., Sr. Notes		
145	10.50%, 11/15/15 ⁽⁶⁾	137,025
		\$ 163,425
Building and Development 0.7%		
Grohe Holding of GmbH, Variable Rate		
EUR 2,000	7.622%, 1/15/14	\$ 2,828,371
Nortek, Inc., Sr. Notes		
555	10.00%, 12/1/13 ⁽⁶⁾	554,306
Panolam Industries International, Sr. Sub. Notes		
470	10.75%, 10/1/13	374,825
Realogy Corp.		
280	10.50%, 4/15/14	211,400
Stanley Martin Co.		
90	9.75%, 8/15/15	40,950
		\$ 4,009,852
Business Equipment and Services 0.5%		
Affinion Group, Inc.		
110	10.125%, 10/15/13	\$ 113,025
235	11.50%, 10/15/15	239,994
Ceridian Corp., Sr. Notes		
345	11.25%, 11/15/15 ⁽⁶⁾	326,887
Education Management, LLC, Sr. Notes		
475	8.75%, 6/1/14	459,562

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Principal Amount* (000's omitted)	Security	Value
Business Equipment and Services (continued)		
Education Management, LLC, Sr. Sub. Notes		
655	10.25%, 6/1/16	\$ 627,162
KAR Holdings, Inc., Sr. Notes		
20	8.75%, 5/1/14	18,700
MediMedia USA, Inc., Sr. Sub. Notes		
180	11.375%, 11/15/14 ⁽⁶⁾	180,900
Neff Corp., Sr. Notes		
40	10.00%, 6/1/15	19,200
Rental Service Corp.		
385	9.50%, 12/1/14	338,800
Travelport, LLC		
530	9.875%, 9/1/14	512,775
79	11.875%, 9/1/16	72,877
West Corp.		
425	9.50%, 10/15/14	399,500
		\$ 3,309,382
Cable and Satellite Television 0.4%		
Cablevision Systems Corp., Sr. Notes, Series B		
80	8.00%, 4/15/12	\$ 78,200
CCH I Holdings, LLC		
150	11.00%, 10/1/15	127,875
CCO Holdings, LLC/CCO Capital Corp., Sr. Notes		
1,785	8.75%, 11/15/13	1,704,675
Charter Communications, Inc., Sr. Notes		
205	10.875%, 9/15/14 ⁽⁶⁾	220,375
Kabel Deutschland GmbH		
220	10.625%, 7/1/14	228,525
Mediacom Broadband Group Corp., LLC, Sr. Notes		
120	8.50%, 10/15/15	109,500
National Cable PLC		
40	8.75%, 4/15/14	39,500
		\$ 2,508,650
Chemicals and Plastics 0.5%		
Berry Plastics Corp., Variable Rate		
2,000	7.568%, 2/15/15 ⁽⁶⁾	\$ 1,950,000
CII Carbon, LLC		
145	11.125%, 11/15/15 ⁽⁶⁾	144,275
INEOS Group Holdings PLC, Sr. Sub. Notes		
345	8.50%, 2/15/16 ⁽⁶⁾	269,962
Nova Chemicals Corp., Sr. Notes, Variable Rate		
215	5.953%, 11/15/13	185,975

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount* (000's omitted)	Security	Value
Chemicals and Plastics (continued)		
Reichhold Industries, Inc., Sr. Notes		
500	9.00%, 8/15/14 ⁽⁶⁾	\$ 503,750
		\$ 3,053,962
Clothing / Textiles 0.4%		
Levi Strauss & Co., Sr. Notes		
435	9.75%, 1/15/15	\$ 457,837
85	8.875%, 4/1/16	86,487
Oxford Industries, Inc., Sr. Notes		
1,355	8.875%, 6/1/11	1,321,125
Perry Ellis International, Inc., Sr. Sub. Notes		
400	8.875%, 9/15/13	381,000
		\$ 2,246,449
Conglomerates 0.1%		
RBS Global & Rexnord Corp.		
195	9.50%, 8/1/14	\$ 196,462
175	11.75%, 8/1/16	172,375
		\$ 368,837
Containers and Glass Products 0.2%		
Intertape Polymer US, Inc., Sr. Sub. Notes		
865	8.50%, 8/1/14	\$ 774,175
Pliant Corp. (PIK)		
255	11.85%, 6/15/09	242,792
Smurfit-Stone Container Enterprises, Inc., Sr. Notes		
385	8.00%, 3/15/17	333,987
		\$ 1,350,954
Cosmetics / Toiletries 0.0%		
Bausch & Lomb, Inc., Sr. Notes		
210	9.875%, 11/1/15 ⁽⁶⁾	\$ 220,500
		\$ 220,500
Ecological Services and Equipment 0.1%		
Waste Services, Inc., Sr. Sub. Notes		
570	9.50%, 4/15/14	\$ 574,275
		\$ 574,275
Electronic / Electric 0.4%		
Advanced Micro Devices, Inc., Sr. Notes		
465	7.75%, 11/1/12	\$ 403,387
Principal Amount* (000's omitted)	Security	Value
Electronic / Electric (continued)		

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Amkor Technologies, Inc., Sr. Notes			
	310	7.75%, 5/15/13	\$ 298,762
Avago Technologies Finance			
	195	10.125%, 12/1/13	210,600
	240	11.875%, 12/1/15	260,400
NXP BV/NXP Funding, LLC			
	120	7.875%, 10/15/14	117,000
NXP BV/NXP Funding, LLC, Variable Rate			
	875	5.463%, 10/15/13	803,906
			\$ 2,094,055
Equipment Leasing 0.1%			
Hertz Corp.			
	375	10.50%, 1/1/16	\$ 375,937
			\$ 375,937
Financial Intermediaries 0.4%			
E*Trade Financial Corp.			
	205	7.875%, 12/1/15	\$ 177,325
Ford Motor Credit Co.			
	710	7.375%, 10/28/09	691,728
	465	7.875%, 6/15/10	440,823
Ford Motor Credit Co., Sr. Notes			
	55	5.80%, 1/12/09	53,970
	20	9.875%, 8/10/11	18,937
	555	12.00%, 5/15/15	555,154
General Motors Acceptance Corp.			
	180	7.75%, 1/19/10	168,995
	75	7.25%, 3/2/11	64,278
General Motors Acceptance Corp., Variable Rate			
	125	3.926%, 5/15/09	116,526
			\$ 2,287,736
Food Products 0.2%			
ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes			
	580	11.50%, (0.00% until 2008), 11/1/11	\$ 539,400
Dole Foods Co., Sr. Notes			
	590	8.625%, 5/1/09	581,150
Pierre Foods, Inc., Sr. Sub. Notes			
	10	9.875%, 7/15/12	2,550
			\$ 1,123,100
Food Service 0.1%			
El Pollo Loco, Inc.			
	410	11.75%, 11/15/13	\$ 395,650

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount* (000's omitted)	Security	Value
Food Service (continued)		
NPC International, Inc., Sr. Sub. Notes		
440	9.50%, 5/1/14	\$ 393,800
		\$ 789,450
Food / Drug Retailers 0.3%		
General Nutrition Center, Sr. Notes, Variable Rate (PIK)		
450	7.199%, 3/15/14	\$ 396,000
General Nutrition Center, Sr. Sub. Notes		
405	10.75%, 3/15/15	364,500
Rite Aid Corp.		
760	6.125%, 12/15/08 ⁽⁶⁾	773,300
320	7.50%, 1/15/15	305,600
135	7.50%, 3/1/17	123,694
		\$ 1,963,094
Forest Products 0.3%		
Jefferson Smurfit Corp., Sr. Notes		
165	8.25%, 10/1/12	\$ 152,625
85	7.50%, 6/1/13	75,225
NewPage Corp.		
305	10.00%, 5/1/12 ⁽⁶⁾	326,350
265	10.00%, 5/1/12	283,550
285	12.00%, 5/1/13	302,812
NewPage Corp., Variable Rate		
155	9.123%, 5/1/12	162,750
Rock-Tenn Co.		
65	9.25%, 3/15/16 ⁽⁶⁾	68,900
Verso Paper Holdings, LLC/Verso Paper, Inc.		
305	11.375%, 8/1/16	310,337
		\$ 1,682,549
Healthcare 0.9%		
Accellent, Inc.		
235	10.50%, 12/1/13	\$ 215,613
Advanced Medical Optics, Inc., Sr. Sub. Notes		
80	7.50%, 5/1/17	75,200
AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes		
355	10.00%, 2/15/15	379,850
Biomet, Inc.		
450	11.625%, 10/15/17 ⁽⁶⁾	479,250
HCA, Inc.		
291	8.75%, 9/1/10	299,003
34	7.875%, 2/1/11	34,255
150	9.125%, 11/15/14	157,125

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	325	9.25%, 11/15/16	344,094
Principal Amount* (000's omitted)		Security	Value
Healthcare (continued)			
MultiPlan Merger Corp., Sr. Sub. Notes	540	10.375%, 4/15/16 ⁽⁶⁾	\$ 531,900
National Mentor Holdings, Inc.	355	11.25%, 7/1/14	370,975
Res-Care, Inc., Sr. Notes	220	7.75%, 10/15/13	206,800
US Oncology, Inc.	440	9.00%, 8/15/12	447,150
	1,940	10.75%, 8/15/14	1,964,250
			\$ 5,505,465
Home Furnishings 0.0%			
Interline Brands, Inc., Sr. Sub. Notes	150	8.125%, 6/15/14	\$ 147,000
			\$ 147,000
Industrial Equipment 0.1%			
Chart Industries, Inc., Sr. Sub. Notes	215	9.125%, 10/15/15	\$ 221,719
ESCO Corp., Sr. Notes	160	8.625%, 12/15/13 ⁽⁶⁾	161,600
ESCO Corp., Sr. Notes, Variable Rate	160	6.675%, 12/15/13 ⁽⁶⁾	148,000
			\$ 531,319
Insurance 0.0%			
Alliant Holdings I, Inc.	115	11.00%, 5/1/15 ⁽⁶⁾	\$ 100,050
			\$ 100,050
Leisure Goods / Activities / Movies 0.4%			
AMC Entertainment, Inc.	480	11.00%, 2/1/16	\$ 489,600
HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.	220	12.50%, 4/1/13 ⁽⁶⁾	166,100
HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate	405	7.383%, 4/1/12 ⁽⁶⁾	358,425
Marquee Holdings, Inc., Sr. Disc. Notes	515	9.505%, 8/15/14	417,150
Universal City Development Partners, Sr. Notes	280	11.75%, 4/1/10	288,750
Universal City Florida Holdings, Sr. Notes, Variable Rate	955	7.623%, 5/1/10	943,063
			\$ 2,663,088

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount* (000's omitted)	Security	Value
Lodging and Casinos 1.0%		
Buffalo Thunder Development Authority		
535	9.375%, 12/15/14 ⁽⁶⁾	\$ 374,500
CCM Merger, Inc.		
370	8.00%, 8/1/13 ⁽⁶⁾	316,350
Chukchansi EDA, Sr. Notes, Variable Rate		
310	6.328%, 11/15/12 ⁽⁶⁾	269,700
Fontainebleau Las Vegas Casino, LLC		
525	10.25%, 6/15/15 ⁽⁶⁾	384,563
Galaxy Entertainment Finance		
320	9.875%, 12/15/12 ⁽⁶⁾	324,800
Greektown Holdings, LLC, Sr. Notes		
115	10.75%, 12/1/13 ⁽⁶⁾	79,925
Indianapolis Downs, LLC & Capital Corp., Sr. Notes		
170	11.00%, 11/1/12 ⁽⁶⁾	157,250
Inn of the Mountain Gods, Sr. Notes		
645	12.00%, 11/15/10	564,375
Majestic HoldCo, LLC		
150	12.50%, (0.00% until 2008), 10/15/11 ⁽⁶⁾	8,250
MGM Mirage, Inc.		
180	7.50%, 6/1/16	160,875
Mohegan Tribal Gaming Authority, Sr. Sub. Notes		
55	8.00%, 4/1/12	51,425
240	7.125%, 8/15/14	210,600
205	6.875%, 2/15/15	174,250
OED Corp./Diamond Jo, LLC		
125	8.75%, 4/15/12	114,375
Park Place Entertainment		
600	7.875%, 3/15/10	571,500
Pinnacle Entertainment, Inc., Sr. Sub. Notes		
25	8.25%, 3/15/12	25,313
155	7.50%, 6/15/15 ⁽⁶⁾	128,650
Pokagon Gaming Authority, Sr. Notes		
112	10.375%, 6/15/14 ⁽⁶⁾	121,800
San Pasqual Casino		
125	8.00%, 9/15/13 ⁽⁶⁾	120,000
Seminole Hard Rock Entertainment, Variable Rate		
195	5.30%, 3/15/14 ⁽⁶⁾	165,750
Station Casinos, Inc.		
60	7.75%, 8/15/16	50,250
Station Casinos, Inc., Sr. Notes		
270	6.00%, 4/1/12	228,150

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Trump Entertainment Resorts, Inc.			
	1,075	8.50%, 6/1/15	733,688
Tunica-Biloxi Gaming Authority, Sr. Notes			
	345	9.00%, 11/15/15 ⁽⁶⁾	338,100
Principal Amount* (000's omitted)		Security	Value
Lodging and Casinos (continued)			
Waterford Gaming, LLC, Sr. Notes			
	369	8.625%, 9/15/14 ⁽⁶⁾	\$ 358,391
			\$ 6,032,830
Nonferrous Metals / Minerals 0.2%			
Aleris International, Inc., Sr. Notes			
	515	9.00%, 12/15/14	\$ 423,588
Aleris International, Inc., Sr. Sub. Notes			
	120	10.00%, 12/15/16	86,700
FMG Finance PTY, Ltd.			
	560	10.625%, 9/1/16 ⁽⁶⁾	652,400
FMG Finance PTY, Ltd., Variable Rate			
	220	7.076%, 9/1/11 ⁽⁶⁾	221,100
			\$ 1,383,788
Oil and Gas 1.2%			
Allis-Chalmers Energy, Inc., Sr. Notes			
	480	9.00%, 1/15/14	\$ 471,600
Cimarex Energy Co., Sr. Notes			
	135	7.125%, 5/1/17	135,000
Clayton Williams Energy, Inc.			
	205	7.75%, 8/1/13	196,288
Compton Pet Finance Corp.			
	410	7.625%, 12/1/13	403,338
Denbury Resources, Inc., Sr. Sub. Notes			
	55	7.50%, 12/15/15	55,963
El Paso Corp., Sr. Notes			
	245	9.625%, 5/15/12	266,717
Encore Acquisition Co., Sr. Sub. Notes			
	175	7.25%, 12/1/17	174,125
Forbes Energy Services, Sr. Notes			
	350	11.00%, 2/15/15 ⁽⁶⁾	357,000
OPTI Canada, Inc., Sr. Notes			
	110	7.875%, 12/15/14	111,925
	200	8.25%, 12/15/14	207,000
Parker Drilling Co., Sr. Notes			
	110	9.625%, 10/1/13	116,600
Petrohawk Energy Corp., Sr. Notes			
	890	9.125%, 7/15/13	930,050
	140	7.875%, 6/1/15 ⁽⁶⁾	140,525
Petroleum Development Corp., Sr. Notes			
	135	12.00%, 2/15/18 ⁽⁶⁾	143,775

See notes to financial statements

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount* (000's omitted)	Security	Value
Oil and Gas (continued)		
Petroplus Finance, Ltd.		
380	7.00%, 5/1/17 ⁽⁶⁾	\$ 344,850
Plains Exploration & Production Co.		
280	7.00%, 3/15/17	270,900
Quicksilver Resources, Inc.		
235	7.125%, 4/1/16	230,300
Sandridge Energy, Inc., Sr. Notes		
335	8.00%, 6/1/18 ⁽⁶⁾	340,863
SemGroup L.P., Sr. Notes		
605	8.75%, 11/15/15 ⁽⁶⁾	592,900
SESI, LLC, Sr. Notes		
65	6.875%, 6/1/14	63,375
Stewart & Stevenson, LLC, Sr. Notes		
465	10.00%, 7/15/14	465,000
United Refining Co., Sr. Notes		
975	10.50%, 8/15/12	936,000
VeraSun Energy Corp.		
115	9.875%, 12/15/12	106,375
		\$ 7,060,469
Publishing 0.5%		
Dex Media West/Finance, Series B		
105	9.875%, 8/15/13	\$ 101,456
Harland Clarke Holdings		
185	9.50%, 5/15/15	152,625
Idearc, Inc., Sr. Notes		
300	8.00%, 11/15/16	216,000
Laureate Education, Inc.		
75	10.00%, 8/15/15 ⁽⁶⁾	70,875
1,000	10.25%, 8/15/15 ⁽⁶⁾	905,000
Nielsen Finance, LLC		
190	10.00%, 8/1/14	196,888
420	10.00%, 8/1/14 ⁽⁶⁾	435,225
165	12.50%, 8/1/16	120,450
R.H. Donnelley Corp.		
660	8.875%, 10/15/17 ⁽⁶⁾	445,500
Reader's Digest Association, Inc., (The), Sr. Sub. Notes		
665	9.00%, 2/15/17 ⁽⁶⁾	513,713
		\$ 3,157,732
Radio and Television 0.1%		
Rainbow National Services, LLC, Sr. Sub. Debs.		
335	10.375%, 9/1/14 ⁽⁶⁾	\$ 360,125

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			\$ 360,125
Principal Amount* (000's omitted)	Security	Value	
Rail Industries 0.1%			
American Railcar Industry, Sr. Notes			
195	7.50%, 3/1/14	\$	183,300
Kansas City Southern, Sr. Notes			
315	7.625%, 12/1/13		310,669
100	7.375%, 6/1/14		97,750
220	8.00%, 6/1/15		222,200
		\$	813,919
Retailers (Except Food and Drug) 0.9%			
Amscan Holdings, Inc., Sr. Sub. Notes			
455	8.75%, 5/1/14	\$	422,013
GameStop Corp.			
1,395	8.00%, 10/1/12		1,478,700
Michaels Stores, Inc., Sr. Notes			
175	10.00%, 11/1/14		162,750
Michaels Stores, Inc., Sr. Sub. Notes			
240	11.375%, 11/1/16		207,600
Neiman Marcus Group, Inc.			
345	9.00%, 10/15/15		354,488
1,360	10.375%, 10/15/15		1,412,700
Sally Holdings, LLC, Sr. Notes			
295	10.50%, 11/15/16		289,100
Toys "R" Us			
245	7.375%, 10/15/18		189,263
Yankee Acquisition Corp., Series B			
540	8.50%, 2/15/15		443,475
350	9.75%, 2/15/17		274,750
		\$	5,234,839
Steel 0.1%			
RathGibson, Inc., Sr. Notes			
495	11.25%, 2/15/14	\$	490,050
Ryerson, Inc., Sr. Notes			
30	12.00%, 11/1/15 ⁽⁶⁾		29,250
Ryerson, Inc., Sr. Notes, Variable Rate			
20	10.248%, 11/1/14 ⁽⁶⁾		18,550
Steel Dynamics, Inc., Sr. Notes			
225	7.375%, 11/1/12 ⁽⁶⁾		227,813
		\$	765,663
Surface Transport 0.0%			
CEVA Group, PLC, Sr. Notes			
230	10.00%, 9/1/14 ⁽⁶⁾	\$	238,625
		\$	238,625

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Principal Amount* (000's omitted)	Security	Value
Telecommunications 0.9%		
Centennial Cellular Operating Co./Centennial Communication Corp., Sr. Notes		
265	10.125%, 6/15/13	\$ 276,925
Digicel Group, Ltd., Sr. Notes		
310	9.25%, 9/1/12 ⁽⁶⁾	320,075
230	8.875%, 1/15/15 ⁽⁶⁾	211,600
524	9.125%, 1/15/15 ⁽⁶⁾	475,530
Intelsat Bermuda, Ltd.		
585	11.25%, 6/15/16	599,625
Nortel Networks, Ltd.		
540	10.75%, 7/15/16 ⁽⁶⁾	535,950
Qwest Communications International, Inc.		
1,450	7.50%, 2/15/14	1,428,250
Qwest Corp., Sr. Notes		
505	7.625%, 6/15/15	505,000
Qwest Corp., Sr. Notes, Variable Rate		
1,025	6.05%, 6/15/13	999,375
Windstream Corp., Sr. Notes		
215	8.125%, 8/1/13	220,913
65	8.625%, 8/1/16	67,519
Windstream Regatta Holdings, Inc., Sr. Sub. Notes		
100	11.00%, 12/1/17 ⁽⁶⁾	67,500
		\$ 5,708,262
Utilities 0.4%		
AES Corp.		
55	8.00%, 10/15/17	\$ 55,481
Dynergy Holdings, Inc., Sr. Notes		
100	8.375%, 5/1/16	101,000
30	7.75%, 6/1/19	28,575
Edison Mission Energy, Sr. Notes		
25	7.50%, 6/15/13	25,625
Energy Future Holdings, Sr. Notes		
410	10.875%, 11/1/17 ⁽⁶⁾	429,475
NGC Corp.		
430	7.625%, 10/15/26	384,850
NRG Energy, Inc.		
150	7.25%, 2/1/14	147,375
390	7.375%, 1/15/17	382,200
NRG Energy, Inc., Sr. Notes		
140	7.375%, 2/1/16	136,850
Reliant Energy, Inc., Sr. Notes		
20	7.625%, 6/15/14	20,150

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Texas Competitive Electric Holdings Co., LLC, Series A, Sr. Notes,			
	270	10.25%, 11/1/15 ⁽⁶⁾	277,088
Principal Amount* (000's omitted)		Security	Value
Utilities (continued)			
Texas Competitive Electric Holdings Co., LLC, Series B, Sr. Notes,			
	220	10.25%, 11/1/15 ⁽⁶⁾	\$ 225,775
			\$ 2,214,444
Total Corporate Bonds & Notes (identified cost \$73,488,150)			\$ 71,357,337
Convertible Bonds 0.1%			
Principal Amount (000's omitted)		Security	Value
Aerospace and Defense 0.1%			
	\$ 345	L-3 Communications Corp., 3.00%, 8/1/35 ⁽⁶⁾	\$ 425,212
			\$ 425,212
Total Convertible Bonds (identified cost \$348,787)			\$ 425,212
Common Stocks 0.0%			
Shares		Security	Value
Lodging and Casinos 0.0%			
	31,116	Trump Entertainment Resorts, Inc. ⁽⁸⁾	\$ 108,906
			\$ 108,906
Total Common Stocks (identified cost \$383,821)			\$ 108,906
Convertible Preferred Stocks 0.0%			
Shares		Security	Value
Oil and Gas 0.0%			
	1,123	Chesapeake Energy Corp., 4.50%	\$ 152,728
Telecommunications 0.0%			
	479	Crown Castle International Corp., 6.25% (PIK)	\$ 29,249
Total Convertible Preferred Stocks (identified cost \$131,740)			\$ 181,977

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

Asset Backed Securities 0.9%			
Principal Amount (000's omitted)		Security	Value
\$ 750		Alzette European CLO SA, Series 2004-1A, Class E2, 11.86%, 12/15/20 ⁽⁶⁾⁽⁷⁾	\$ 695,625
760		Avalon Capital Ltd. 3, Series 1A, Class D, 4.588%, 2/24/19 ⁽⁶⁾⁽⁷⁾	548,644
1,000		Babson Ltd., Series 2005-1A, Class C1, 4.663%, 4/15/19 ⁽⁶⁾⁽⁷⁾	685,100
1,000		Bryant Park CDO Ltd., Series 2005-1A, Class C, 4.763%, 1/15/19 ⁽⁶⁾⁽⁷⁾	702,800
1,000		Centurion CDO 8 Ltd., Series 2005-8A, Class D, 8.49%, 3/8/17 ⁽⁷⁾	755,100
750		Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 9.35%, 7/17/19	522,000
750		Comstock Funding Ltd., Series 2006-1A, Class D, 6.899%, 5/30/20 ⁽⁶⁾⁽⁷⁾	459,000
1,000		First CLO, Ltd., Series 2004-1A1, Class C, 5.207%, 7/27/16 ⁽⁶⁾⁽⁷⁾	745,600
Total Asset Backed Securities (identified cost \$6,785,920)			\$ 5,113,869
Closed-End Investment Companies 2.8%			
Shares		Security	Value
89,541		BlackRock Floating Rate Income Strategies Fund, Inc.	\$ 1,425,493
173,420		BlackRock Floating Rate Income Strategies Fund II, Inc.	2,726,162
20,864		BlackRock Global Floating Rate Income Trust Fund	327,773
2,933		First Trust/Four Corners Senior Floating Rate Income Fund	42,441
345,089		First Trust/Four Corners Senior Floating Rate Income Fund II	5,093,514
521,233		ING Prime Rate Trust	3,070,062
173,333		LMP Corporate Loan Fund, Inc.	1,896,263
50,753		Nuveen Floating Rate Income Fund	569,449
8,502		Nuveen Floating Rate Income Opportunity Fund	94,882
23,445		Nuveen Senior Income Fund	163,177
136		PIMCO Floating Rate Income Fund	2,220
1,620		PIMCO Floating Rate Strategy Fund	23,279
293		Pioneer Floating Rate Trust	4,284
268,136		Van Kampen Senior Income Trust	1,654,399
Total Closed-End Investment Companies (identified cost \$20,142,984)			\$ 17,093,398

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Short-Term Investments	1.2%		
Interest			
(000's omitted)		Description	Value
		Investment in Cash Management	
\$	7,163	Portfolio, 2.38% ⁽⁹⁾	\$ 7,162,616
Total Short-Term Investments			
(identified cost \$7,162,616)			\$ 7,162,616
Total Investments	171.0%		
(identified cost \$1,117,781,007)			\$ 1,040,268,605
Less Unfunded Loan			
Commitments	(1.0)%		\$ (5,922,021)
Net Investments	170.0%		
(identified cost \$1,111,858,986)			\$ 1,034,346,584
Other Assets, Less Liabilities	(46.2)%		\$ (280,979,226)
Auction Preferred Shares Plus Cumulative			
Unpaid Dividends	(23.8)%		\$ (145,057,650)
Net Assets Applicable to Common			
Shares	100.0%		\$ 608,309,708

DIP - Debtor in Possession

PIK - Payment In Kind

REIT - Real Estate Investment 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, it is anticipated that the 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. 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.

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

PORTFOLIO OF INVESTMENTS CONT'D

- (2) Unfunded or partially unfunded loan commitments. See Note 1G for description.
- (3) This Senior Loan will settle after May 31, 2008, at which time the interest rate will be determined.
- (4) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (5) Defaulted security. Currently the issuer is in default with respect to interest payments.
- (6) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At May 31, 2008, the aggregate value of the securities is \$23,831,897 or 3.9% of the Trust's net assets.
- (7) Variable rate security. The stated interest rate represents the rate in effect at May 31, 2008.
- (8) Non-income producing security.
- (9) 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 May 31, 2008.

See notes to financial statements

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

FINANCIAL STATEMENTS

Statement of Assets and Liabilities

As of May 31, 2008

Assets	
Unaffiliated investments, at value (identified cost, \$1,104,696,370)	\$ 1,027,183,968
Affiliated investment, at value (identified cost, \$7,162,616)	7,162,616
Cash	3,618,401
Foreign currency, at value (identified cost, \$205,713)	206,082
Receivable for investments sold	2,144,912
Dividends and interest receivable	8,780,796
Interest receivable from affiliated investment	20,027
Receivable for open swap contracts	11,285
Prepaid expenses	2,891,408
Total assets	\$ 1,052,019,495
Liabilities	
Notes payable	\$ 290,000,000
Payable for investments purchased	7,090,772
Payable to affiliate for investment adviser fee	480,041
Payable for open forward foreign currency contracts	213,478
Accrued expenses	867,846
Total liabilities	\$ 298,652,137
Auction preferred shares (5,800 shares outstanding) at liquidation value plus cumulative unpaid dividends	\$ 145,057,650
Net assets applicable to common shares	\$ 608,309,708
Sources of Net Assets	
Common shares, \$0.01 par value, unlimited number of shares authorized, 37,356,040 shares issued and outstanding	\$ 373,560
Additional paid-in capital	710,626,038
Accumulated net realized loss (computed on the basis of identified cost)	(23,842,425)
Accumulated net investment loss	(1,114,909)
Net unrealized depreciation (computed on the basis of identified cost)	(77,732,556)
Net assets applicable to common shares	\$ 608,309,708
Net Asset Value Per Common Share (\$608,309,708 ÷ 37,356,040 common shares issued and outstanding)	\$ 16.28

Statement of Operations

For the Year Ended
May 31, 2008

Investment Income	
Interest	\$ 80,898,734
Dividends	1,460,503

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Interest income allocated from affiliated investment	1,008,237
Expenses allocated from affiliated investment	(109,096)
Total investment income	\$ 83,258,378
Expenses	
Investment adviser fee	\$ 7,972,059
Trustees' fees and expenses	17,515
Preferred shares remarketing agent fee	1,091,937
Custodian fee	295,882
Legal and accounting services	178,442
Printing and postage	114,952
Transfer and dividend disbursing agent fees	48,805
Interest expense and fees	776,765
Miscellaneous	147,264
Total expenses	\$ 10,643,621
Deduct	
Reduction of investment adviser fee	\$ 2,156,721
Reduction of custodian fee	8,044
Total expense reductions	\$ 2,164,765
Net expenses	\$ 8,478,856
Net investment income	\$ 74,779,522
Realized and Unrealized Gain (Loss)	
Net realized gain (loss)	
Investment transactions (identified cost basis)	\$ (5,610,691)
Swap contracts	34,856
Foreign currency and forward foreign currency exchange	
contract transactions	(8,458,924)
Net realized loss	\$ (14,034,759)
Change in unrealized appreciation (depreciation)	
Investments (identified cost basis)	\$ (86,425,832)
Swap contracts	(39,659)
Foreign currency and forward foreign currency exchange contracts	(279,008)
Net change in unrealized appreciation (depreciation)	\$ (86,744,499)
Net realized and unrealized loss	\$ (100,779,258)
Distributions to preferred shareholders	
From net investment income	\$ (21,490,060)
Net decrease in net assets from operations	\$ (47,489,796)

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

FINANCIAL STATEMENTS CONT'D

Statements of Changes in Net Assets

Increase (Decrease) in Net Assets	Year Ended May 31, 2008	Year Ended May 31, 2007
From operations		
Net investment income	\$ 74,779,522	\$ 81,072,647
Net realized gain (loss) from investment transactions, swaps contracts, and foreign currency and forward foreign currency exchange contract transactions	(14,034,759)	611,822
Net change in unrealized appreciation (depreciation) from investments, swaps contracts, and foreign currency and forward foreign currency exchange contracts	(86,744,499)	3,752,353
Distributions to preferred shareholders		
From net investment income	(21,490,060)	(22,401,971)
Net increase (decrease) in net assets from operations	\$ (47,489,796)	\$ 63,034,851
Distributions to common shareholders		
From net investment income	\$ (52,919,931)	\$ (60,312,520)
Tax return of capital	(347,281)	
Total distributions to common shareholders	\$ (53,267,212)	\$ (60,312,520)
Capital share transactions		
Reinvestment of distributions to common shareholders	\$ 291,781	\$ 877,895
Total increase in net assets from capital share transactions	\$ 291,781	\$ 877,895
Net increase (decrease) in net assets	\$ (100,465,227)	\$ 3,600,226
Net Assets Applicable to Common Shares		
At beginning of year	\$ 708,774,935	\$ 705,174,709
At end of year	\$ 608,309,708	\$ 708,774,935
Accumulated undistributed net investment income (loss) included in net assets applicable to common shares		
At end of year	\$ (1,114,909)	\$ 845,261

See notes to financial statements

Eaton Vance Floating-Rate Income Trust as of May 31, 2008

FINANCIAL STATEMENTS CONT'D

Financial Highlights

Selected data for a common share outstanding during the periods stated

	2008 ⁽¹⁾	Year Ended May 31, 2007 ⁽¹⁾	2006 ⁽¹⁾	Period Ended May 31, 2005 ⁽¹⁾⁽²⁾
Net asset value Beginning of period (Common shares)	\$ 18.980	\$ 18.910	\$ 18.840	\$ 19.100 ⁽³⁾
Income (loss) from operations				
Net investment income	\$ 2.002	\$ 2.174	\$ 1.833	\$ 1.101
Net realized and unrealized gain (loss)	(2.701)	0.114	0.087	(0.055)
Distributions to preferred shareholders from net investment income	(0.575)	(0.601)	(0.463)	(0.209)
Total income (loss) from operations	\$ (1.274)	\$ 1.687	\$ 1.457	\$ 0.837
Less distributions to common shareholders				
From net investment income	\$ (1.417)	\$ (1.617)	\$ (1.387)	\$ (0.952)
Tax return of capital	(0.009)			
Total distributions to common shareholders	\$ (1.426)	\$ (1.617)	\$ (1.387)	\$ (0.952)
Preferred and Common shares offering costs charged to paid-in capital	\$	\$	\$	\$ (0.027)
Preferred shares underwriting discounts	\$	\$	\$	\$ (0.118)
Net asset value End of period (Common shares)	\$ 16.280	\$ 18.980	\$ 18.910	\$ 18.840
Market value End of period (Common shares)	\$ 15.130	\$ 19.480	\$ 17.950	\$ 18.070
Total Investment Return on Net Asset Value ⁽⁴⁾	(6.31)%	9.45%	8.50%	3.72% ⁽⁵⁾⁽¹³⁾
Total Investment Return on Market Value ⁽⁴⁾	(15.15)%	18.34%	7.38%	(0.52)% ⁽⁵⁾⁽¹³⁾

See notes to financial statements

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Eaton Vance Floating-Rate Income Trust as of May 31, 2008

FINANCIAL STATEMENTS CONT'D

Financial Highlights

Selected data for a common share outstanding during the periods stated

	2008 ⁽¹⁾	Year Ended May 31, 2007 ⁽¹⁾	2006 ⁽¹⁾	Period Ended May 31, 2005 ⁽¹⁾⁽²⁾
Ratios/Supplemental Data				
Net assets applicable to common shares, end of period (000's omitted)	\$ 608,310	\$ 708,775	\$ 705,175	\$ 702,725
Ratios (As a percentage of average net assets applicable to common shares):⁽⁶⁾				
Expenses before custodian fee reduction ⁽⁷⁾	1.22%	1.14%	1.15%	1.04% ⁽⁸⁾
Interest expense ⁽¹²⁾	0.12%			
Total expenses	1.34%	1.14%	1.15%	1.04% ⁽⁸⁾
Net investment income	11.68%	11.50%	9.67%	6.26% ⁽⁸⁾
Portfolio Turnover	36%	58%	51%	100% ⁽¹³⁾

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

Ratios (As a percentage of average total net assets applicable to common and preferred shares):⁽⁶⁾				
Expenses before custodian fee reduction ⁽⁷⁾	0.74%	0.71%	0.71%	0.70% ⁽⁸⁾
Interest expense ⁽¹²⁾	0.07%			
Total expenses	0.81%	0.71%	0.71%	