

Eaton Vance Enhanced Equity Income Fund  
Form N-CSR  
November 27, 2012

**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: 811-21614**

**Eaton Vance Enhanced Equity Income Fund**

**(Exact Name of Registrant as Specified in Charter)**

**Two International Place, Boston, Massachusetts 02110**

**(Address of Principal Executive Offices)**

**Maureen A. Gemma**

**Two International Place, Boston, Massachusetts 02110**

**(Name and Address of Agent for Services)**

**(617) 482-8260**

**(Registrant's Telephone Number)**

**September 30**

**Date of Fiscal Year End**

**September 30, 2012**

**Date of Reporting Period**



**Item 1. Reports to Stockholders**

Eaton Vance

Enhanced Equity

Income Fund (EOI)

Annual Report

September 30, 2012

**Managed Distribution Plan.** Pursuant to an exemptive order issued by the Securities and Exchange Commission (Order), the Fund is authorized to distribute long-term capital gains to shareholders more frequently than once per year. Pursuant to the Order, the Fund's Board of Trustees approved a Managed Distribution Plan (MDP) pursuant to which the Fund makes monthly cash distributions to common shareholders, stated in terms of a fixed amount per common share.

The Fund currently distributes monthly cash distributions equal to \$0.0864 per share in accordance with the MDP. You should not draw any conclusions about the Fund's investment performance from the amount of these distributions or from the terms of the MDP. The MDP will be subject to regular periodic review by the Fund's Board of Trustees and the Board may amend or terminate the MDP at any time without prior notice to Fund shareholders. However, at this time there are no reasonably foreseeable circumstances that might cause the termination of the MDP.

The Fund may distribute more than its net investment income and net realized capital gains and, therefore, a distribution may include a return of capital. A return of capital distribution does not necessarily reflect the Fund's investment performance and should not be confused with yield or income. With each distribution, the Fund will issue a notice to shareholders and a press release containing information about the amount and sources of the distribution and other related information. The amounts and sources of distributions contained in the notice and press release are only estimates and are not provided for tax purposes. The amounts and sources of the Fund's distributions for tax purposes will be reported to shareholders on Form 1099-DIV for each calendar year.

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

**Annual Report** September 30, 2012

# Eaton Vance

## Enhanced Equity Income Fund

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## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

#### Management's Discussion of Fund Performance

##### Economic and Market Conditions

In the early months of the period, investors appeared to worry about intensifying debt problems in Europe, high U.S. unemployment, a stagnant housing market, and the lingering Congressional deadlock that left businesses perplexed about the direction of tax and regulatory policy. The S&P 500 Index,<sup>2</sup> which had fallen sharply in the late summer of 2011, continued to drift down through November of 2011.

Beginning in mid-December of 2011, however, an equity rally took hold and continued into early April 2012, fueled by stronger economic growth in the fourth quarter, falling unemployment, the Long Term Refinancing Operation announced by the European Central Bank, and what the markets perceived as a successful restructuring of Greek debt. Then in May 2012, the third annual mid-year economic slowdown arrived, instigated by renewed concerns in Europe, slowing growth in China, and political uncertainty in the U.S. with the upcoming presidential election.

But despite a slowdown in consumer spending, weakening employment data, and downward revisions of growth expectations, U.S. stocks moved upward intermittently from June through the end of the period. Several factors appeared to be driving a market rally that defied U.S. economic data. First, investors anticipated that worsening economic news would prompt the U.S. Federal Reserve (the Fed) to initiate another round of quantitative easing to stimulate the economy. That anticipation proved accurate when the Fed indeed initiated a new, open ended round of quantitative easing just weeks before period-end. Second, investors were hunting for yield in a historically low interest rate environment, and many were driven to stocks that offered better yields than bonds. Finally, in an increasingly global marketplace, the U.S. market, despite economic difficulties, was one of the world's most attractive markets. Europe's ongoing debt crisis led investors to move money out of European stocks and bonds. With emerging markets in Asia largely leveraged to the Chinese economy, the slowdown in Chinese growth made markets throughout Asia less attractive. Amid this global economic turmoil, the U.S. market was one of the few places investors could find an economy that was growing (albeit slowly), a very liquid, transparent and well regulated market, and companies with large cash reserves and solid profit growth.

##### Fund Performance

For the fiscal year ending September 30, 2012, Eaton Vance Enhanced Equity Income Fund's (the Fund) total return at net asset value (NAV) was 25.24%, trailing the 30.20% return of its primary benchmark, the S&P 500 Index (the Index) and the 25.31% return of its options benchmark, the CBOE S&P 500 BuyWrite Index.

The Fund's underperformance versus the Index was due to the underperformance of both its common stock portfolio and its options strategy. In the common stock portfolio, stock selection in energy and, to a lesser extent, an underweighting in that sector held back results versus the Index. Stock

##### Fund Snapshot at September 30, 2012<sup>5</sup>

|                  |  |
|------------------|--|
| <b>Objective</b> | The primary investment objective is to provide current income, with a secondary objective of capital appreciation.   |
| <b>Strategy</b>  | The Fund invests in a portfolio of primarily large- and mid-cap securities, which the investment adviser believes have above-average growth and financial strength, and writes call options on individual securities to generate current earnings from the option premium. |

## Edgar Filing: Eaton Vance Enhanced Equity Income Fund - Form N-CSR

|  |                                  |
|--|----------------------------------|
| <b>Options Strategy</b>                | Write Single Stock Covered Calls |
| <b>Equity Benchmark<sup>2</sup></b>    | S&P 500 Index                    |
| <b>Morningstar Category</b>            | Large Growth                     |
| <b>Distribution Frequency</b>          | Monthly                          |
| <a href="#">Common Stock Portfolio</a> |                                  |
| <b>Positions Held</b>                  | 75                               |
| <b>% US / Non-US</b>                   | 98.9/1.1                         |
| <b>Avg. Market Cap</b>                 | \$88.0 Billion                   |
| <a href="#">Call Options</a>           |                                  |
| <b>% Portfolio with Call Options</b>   | 58                               |
| <b>Average Days to Expiration</b>      | 37 days                          |
| <b>% Out-of-the-Money</b>              | 0.69                             |

*See Endnotes and Additional Disclosures in this report.*

*Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value (NAV) or market price (as applicable) with all distributions reinvested. Fund performance at market price will differ from its results at NAV due to factors such as changing perceptions about the Fund, market conditions, fluctuations in supply and demand for Fund shares, or changes in Fund distributions. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance less than one year is cumulative. Performance is for the stated time period only; due to market volatility, current Fund performance may be lower or higher than the quoted return. For performance as of the most recent month end, please refer to [www.eatonvance.com](http://www.eatonvance.com).*



Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

[Management's Discussion of Fund Performance continued](#)

[Fund Performance continued](#)

selection in materials, industrials, and health care detracted as well. The Fund's cash allocation was also a notable drag on performance versus the Index during a period when the market climbed. In contrast, stock selection in information technology and consumer staples aided results versus the Index, as did underweighting utilities.

The options strategy, which is designed to help limit the Fund's exposure to market volatility and contribute to current income, can be beneficial during times of market weakness such as we saw in April and May of 2012, but detract during periods of market strength. When the market was trending upward, as it was for most of the fiscal year, the Fund's writing of covered call options held back results versus the Index, as premium income was relatively low and some short calls ended in losses. For the period as a whole, the Fund's options program hurt relative returns versus the Index.

*See Endnotes and Additional Disclosures in this report.*

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## Eaton Vance

## Enhanced Equity Income Fund

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Performance<sup>2</sup>**Portfolio Managers** Walter A. Row III, CFA, CMT and Michael A. Allison, CFA

| <b>% Average Annual Total Returns</b> | <b>Inception Date</b> | <b>One Year</b> | <b>Five Years</b> | <b>Since Inception</b> |
|---------------------------------------|-----------------------|-----------------|-------------------|------------------------|
| Fund at NAV                           | 10/29/2004            | 25.24%          | 0.69%             | 4.68%                  |
| Fund at Market Price                  |                       | 25.06           | 0.31              | 2.94                   |
| S&P 500 Index                         | 10/29/2004            | 30.20%          | 1.05%             | 5.27%                  |
| CBOE S&P 500 BuyWrite Index           | 10/29/2004            | 25.31           | 2.12              | 4.38                   |

**% Premium/Discount to NAV**

12.41%

**Distributions<sup>3</sup>**

|  |          |
|--|----------|
| Total Distributions per share for the period | \$ 1.064 |
| Distribution Rate at NAV                     | 8.20%    |
| Distribution Rate at Market Price            | 9.36%    |

See Endnotes and Additional Disclosures in this report.

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## Eaton Vance

### Enhanced Equity Income Fund

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#### [Endnotes and Additional Disclosures](#)

<sup>1</sup> The views expressed in this report are those of the portfolio manager(s) and are current only through the date stated at the top of this page. These views are subject to change at any time based upon market or other conditions, and Eaton Vance and the Fund(s) disclaim any responsibility to update such views. These views may not be relied upon as investment advice and, because investment decisions are based on many factors, may not be relied upon as an indication of trading intent on behalf of any Eaton Vance fund. This commentary may contain statements that are not historical facts, referred to as forward looking statements. The Fund's actual future results may differ significantly from those stated in any forward looking statement, depending on factors such as changes in securities or financial markets or general economic conditions, the volume of sales and purchases of Fund shares, the continuation of investment advisory, administrative and service contracts, and other risks discussed from time to time in the Fund's filings with the Securities and Exchange Commission.

<sup>2</sup> S&P 500 Index is an unmanaged index of large-cap stocks commonly used as a measure of U.S. stock market performance. CBOE S&P 500 BuyWrite Index measures the performance of a hypothetical buy-write strategy on the S&P 500 Index. Unless otherwise stated, index returns do not reflect the effect of any applicable sales charges, commissions, expenses, taxes or leverage, as applicable. It is not possible to invest directly in an index.

<sup>3</sup> The Distribution Rate is based on the Fund's last regular distribution per share in the period (annualized) divided by the Fund's NAV or market price at the end of the period. The Fund's distributions may be composed of ordinary income, tax-exempt income, net realized capital gains and return of capital. In recent years, a significant portion of the Fund's distributions has been characterized as a return of capital. The Fund's distribution rate is determined by the investment adviser based on its current assessment of the Fund's long-term return potential. As portfolio and market conditions change, the rate of distributions paid by the Fund could change.

<sup>4</sup> Depictions do not reflect the Fund's option positions. Excludes cash and cash equivalents.

<sup>5</sup> The following terms as used in the Fund snapshot:

**Call Option:** For a call option on a security, the option buyer has the right to purchase, and the option seller (or writer) has the obligation to sell, a specified security at a specified price (exercise price or strike price) on or before a specified date (option expiration date). The buyer of a call option makes a cash payment (premium) to the seller (writer) of the option upon entering into option contract.

**Covered Call Strategy:** A strategy of owning a portfolio of common stocks and writing call options on all or a portion of such stocks to generate current earnings from option premium.

**Out-of-the-Money:** For a call option on a common stock, the extent to which the exercise price of the option exceeds the current price of the stock.

Fund snapshot and profile subject to change due to active management.

#### [Important Notice to Shareholders](#)

On August 6, 2012, the Fund's Board of Trustees adopted a share repurchase program for the Fund and authorized it to repurchase up to 10% of its then currently outstanding common shares in open-market transactions at a discount to net asset value. Establishing the repurchase program does not obligate the Fund to purchase specific amounts of shares. For more information on the Fund's share repurchase program, please see Note 5 in the Fund's Notes to Financial Statements.



## Eaton Vance

### Enhanced Equity Income Fund

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#### Portfolio of Investments

Common Stocks 99.4%

| Security                              | Shares  | Value                |
|---------------------------------------|---------|----------------------|
| <b>Aerospace &amp; Defense 2.0%</b>   |         |                      |
| Boeing Co. (The)                      | 72,492  | \$ 5,046,893         |
| United Technologies Corp.             | 62,084  | 4,860,556            |
|                                       |         | <b>\$ 9,907,449</b>  |
| <b>Automobiles 0.5%</b>               |         |                      |
| Bayerische Motoren Werke AG           | 33,647  | \$ 2,467,322         |
|                                       |         | <b>\$ 2,467,322</b>  |
| <b>Beverages 3.5%</b>                 |         |                      |
| Beam, Inc.                            | 46,337  | \$ 2,666,231         |
| Coca-Cola Co. (The)                   | 392,928 | 14,903,759           |
|                                       |         | <b>\$ 17,569,990</b> |
| <b>Biotechnology 3.6%</b>             |         |                      |
| Celgene Corp.(2)                      | 91,976  | \$ 7,026,966         |
| Gilead Sciences, Inc.(2)              | 167,129 | 11,085,667           |
|                                       |         | <b>\$ 18,112,633</b> |
| <b>Capital Markets 0.7%</b>           |         |                      |
| Goldman Sachs Group, Inc. (The)       | 32,134  | \$ 3,652,993         |
|                                       |         | <b>\$ 3,652,993</b>  |
| <b>Chemicals 3.0%</b>                 |         |                      |
| Celanese Corp., Series A              | 57,409  | \$ 2,176,375         |
| LyondellBasell Industries NV, Class A | 53,789  | 2,778,740            |
| Monsanto Co.                          | 110,206 | 10,030,950           |
|                                       |         | <b>\$ 14,986,065</b> |

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|  |  |               |                      |
|--|--|---------------|----------------------|
| <b>Commercial Banks</b> 4.4%                       |  |               |                      |
| KeyCorp  |  | 12,525        | \$ 109,469           |
| PNC Financial Services Group, Inc.                 |  | 85,996        | 5,426,348            |
| Regions Financial Corp.                            |  | 558,935       | 4,029,921            |
| Wells Fargo & Co.                                  |  | 368,604       | 12,727,896           |
|  |  |               | <b>\$ 22,293,634</b> |
| <b>Communications Equipment</b> 3.0%               |  |               |                      |
| QUALCOMM, Inc.                                     |  | 244,723       | \$ 15,292,740        |
|  |  |               | <b>\$ 15,292,740</b> |
| <b>Security</b>                                    |  | <b>Shares</b> | <b>Value</b>         |
| <b>Computers &amp; Peripherals</b> 5.2%            |  |               |                      |
| Apple, Inc.  |  | 35,964        | \$ 23,997,339        |
| EMC Corp. <sup>(2)</sup>                           |  | 89,030        | 2,427,848            |
|  |  |               | <b>\$ 26,425,187</b> |
| <b>Consumer Finance</b> 1.0%                       |  |               |                      |
| American Express Co.                               |  | 84,975        | \$ 4,831,679         |
|  |  |               | <b>\$ 4,831,679</b>  |
| <b>Diversified Financial Services</b> 4.3%         |  |               |                      |
| Bank of America Corp.                              |  | 787,130       | \$ 6,950,358         |
| Citigroup, Inc.                                    |  | 198,157       | 6,483,697            |
| JPMorgan Chase & Co.                               |  | 199,214       | 8,064,183            |
|  |  |               | <b>\$ 21,498,238</b> |
| <b>Diversified Telecommunication Services</b> 3.7% |  |               |                      |
| AT&T, Inc.   |  | 276,692       | \$ 10,431,288        |
| CenturyLink, Inc.                                  |  | 201,859       | 8,155,104            |
|  |  |               | <b>\$ 18,586,392</b> |
| <b>Electric Utilities</b> 2.9%                     |  |               |                      |
| American Electric Power Co., Inc.                  |  | 75,093        | \$ 3,299,587         |
| Duke Energy Corp.                                  |  | 40,651        | 2,634,185            |
| Edison International                               |  | 61,046        | 2,789,192            |
| PPL Corp.  |  | 105,792       | 3,073,257            |
| Southern Co. (The)                                 |  | 58,119        | 2,678,705            |
|  |  |               | <b>\$ 14,474,926</b> |
| <b>Energy Equipment &amp; Services</b> 2.4%        |  |               |                      |
| Halliburton Co.                                    |  | 177,957       | \$ 5,995,371         |
| Schlumberger, Ltd.                                 |  | 82,882        | 5,994,855            |
|  |  |               | <b>\$ 11,990,226</b> |

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Food & Staples Retailing 2.0%  
Costco Wholesale Corp.

98,308 \$ 9,843,089

**\$ 9,843,089**

Health Care Equipment & Supplies 1.9%

Covidien PLC

48,406 \$ 2,876,284

St. Jude Medical, Inc.

57,239 2,411,479

Varian Medical Systems, Inc.<sup>(2)</sup>

69,133 4,170,103

**\$ 9,457,866**

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*See Notes to Financial Statements.*

## Eaton Vance

## Enhanced Equity Income Fund

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## Portfolio of Investments continued

| Security                                      | Shares  | Value                |
|---|---------|----------------------|
| <b>Hotels, Restaurants &amp; Leisure 1.8%</b> |         |                      |
| McDonald's Corp.                              | 96,161  | \$ 8,822,772         |
|   |         | <b>\$ 8,822,772</b>  |
| <b>Household Products 2.8%</b>                |         |                      |
| Colgate-Palmolive Co.                         | 55,469  | \$ 5,947,386         |
| Procter & Gamble Co.                          | 119,787 | 8,308,427            |
|   |         | <b>\$ 14,255,813</b> |
| <b>Industrial Conglomerates 4.1%</b>          |         |                      |
| Danaher Corp.                                 | 202,200 | \$ 11,151,330        |
| General Electric Co.                          | 428,588 | 9,733,233            |
|   |         | <b>\$ 20,884,563</b> |
| <b>Insurance 1.7%</b>                         |         |                      |
| Aflac, Inc.                                   | 79,368  | \$ 3,800,140         |
| MetLife, Inc.                                 | 140,482 | 4,841,010            |
|   |         | <b>\$ 8,641,150</b>  |
| <b>Internet &amp; Catalog Retail 2.2%</b>     |         |                      |
| Amazon.com, Inc. <sup>(2)</sup>               | 43,392  | \$ 11,035,453        |
|   |         | <b>\$ 11,035,453</b> |
| <b>Internet Software &amp; Services 4.4%</b>  |         |                      |
| eBay, Inc. <sup>(2)</sup>                     | 181,817 | \$ 8,801,761         |
| Google, Inc., Class A <sup>(2)</sup>          | 17,965  | 13,554,592           |
|   |         | <b>\$ 22,356,353</b> |
| <b>IT Services 6.1%</b>                       |         |                      |
| Accenture PLC, Class A                        | 170,930 | \$ 11,970,228        |



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|                                       |        |                      |
|---------------------------------------|--------|----------------------|
| International Business Machines Corp. | 67,277 | 13,956,614           |
| Visa, Inc., Class A                   | 36,097 | 4,847,105            |
|                                       |        | <b>\$ 30,773,947</b> |

### Machinery 1.1%

|             |        |                     |
|-------------|--------|---------------------|
| Deere & Co. | 64,524 | \$ 5,322,585        |
|             |        | <b>\$ 5,322,585</b> |

### Media 2.0%

|                        |         |                      |
|------------------------|---------|----------------------|
| Comcast Corp., Class A | 132,637 | \$ 4,744,425         |
| Walt Disney Co. (The)  | 102,577 | 5,362,726            |
|                        |         | <b>\$ 10,107,151</b> |

## Security

**Shares          Value**

### Metals & Mining 0.3%

|                                      |        |                     |
|--------------------------------------|--------|---------------------|
| Freeport-McMoRan Copper & Gold, Inc. | 39,423 | \$ 1,560,362        |
| Goldcorp, Inc.                       | 1,259  | 57,725              |
|                                      |        | <b>\$ 1,618,087</b> |

### Multi-Utilities 0.6%

|               |        |                     |
|---------------|--------|---------------------|
| Sempra Energy | 44,598 | \$ 2,876,125        |
|               |        | <b>\$ 2,876,125</b> |

### Multiline Retail 1.9%

|                                     |         |                     |
|-------------------------------------|---------|---------------------|
| Dollar General Corp. <sup>(2)</sup> | 132,738 | \$ 6,841,316        |
| Macy's, Inc.                        | 79,293  | 2,983,003           |
|                                     |         | <b>\$ 9,824,319</b> |

### Oil, Gas & Consumable Fuels 9.3%

|                            |         |                      |
|----------------------------|---------|----------------------|
| Anadarko Petroleum Corp.   | 76,106  | \$ 5,321,331         |
| Apache Corp.               | 61,589  | 5,325,601            |
| Chevron Corp.              | 23,671  | 2,759,092            |
| ConocoPhillips             | 144,937 | 8,287,498            |
| Exxon Mobil Corp.          | 181,249 | 16,575,221           |
| Occidental Petroleum Corp. | 62,446  | 5,374,103            |
| Phillips 66                | 72,468  | 3,360,341            |
|                            |         | <b>\$ 47,003,187</b> |

### Pharmaceuticals 6.1%

|                     |         |                      |
|---------------------|---------|----------------------|
| Abbott Laboratories | 102,372 | \$ 7,018,624         |
| Allergan, Inc.      | 69,485  | 6,363,436            |
| Johnson & Johnson   | 89,921  | 6,196,456            |
| Pfizer, Inc.        | 451,389 | 11,217,017           |
|                     |         | <b>\$ 30,795,533</b> |

### Real Estate Investment Trusts (REITs) 1.5%

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|                             |        |                     |
|-----------------------------|--------|---------------------|
| AvalonBay Communities, Inc. | 26,090 | \$ 3,547,979        |
| Boston Properties, Inc.     | 34,888 | 3,858,962           |
|                             |        | <b>\$ 7,406,941</b> |

Road & Rail 1.0%  
Union Pacific Corp.

|        |                     |
|--------|---------------------|
| 43,641 | \$ 5,180,187        |
|        | <b>\$ 5,180,187</b> |

Software 3.8%  
Microsoft Corp.  
Oracle Corp.

|         |                      |
|---------|----------------------|
| 276,240 | \$ 8,226,427         |
| 351,686 | 11,074,592           |
|         | <b>\$ 19,301,019</b> |

Eaton Vance

Enhanced Equity Income Fund

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Portfolio of Investments continued

| Security   | Shares  | Value                 |
|--|---------|-----------------------|
| Specialty Retail 0.8%<br>Home Depot, Inc. (The)              | 65,099  | \$ 3,930,027          |
|  |         | <b>\$ 3,930,027</b>   |
| Textiles, Apparel & Luxury Goods 1.3%<br>NIKE, Inc., Class B | 67,286  | \$ 6,386,114          |
|  |         | <b>\$ 6,386,114</b>   |
| Tobacco 2.5%<br>Philip Morris International, Inc.            | 141,826 | \$ 12,755,830         |
|  |         | <b>\$ 12,755,830</b>  |
| Total Common Stocks<br>(identified cost \$387,414,509)       |         | <b>\$ 500,667,585</b> |

Short-Term Investments 2.3%

| Description  | Interest<br>(000 s omitted) | Value                 |
|--|-----------------------------|-----------------------|
| Eaton Vance Cash Reserves Fund, LLC, 0.12% <sup>(3)</sup>      | \$ 11,714                   | \$ 11,713,612         |
| Total Short-Term Investments<br>(identified cost \$11,713,612) |                             | <b>\$ 11,713,612</b>  |
| Total Investments 101.7%<br>(identified cost \$399,128,121)    |                             | <b>\$ 512,381,197</b> |

Covered Call Options Written (1.6)%

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| Security                              | Number of Contracts | Strike Price | Expiration Date | Value       |
|---------------------------------------|---------------------|--------------|-----------------|-------------|
| Abbott Laboratories                   | 770                 | \$ 70.00     | 11/17/12        | \$ (55,055) |
| Accenture PLC, Class A                | 1,465               | 62.50        | 10/20/12        | (1,106,075) |
| Aflac, Inc.                           | 480                 | 50.00        | 11/17/12        | (32,160)    |
| Allergan, Inc.                        | 350                 | 87.50        | 10/20/12        | (157,500)   |
| Amazon.com, Inc.                      | 220                 | 235.00       | 10/20/12        | (453,200)   |
| Amazon.com, Inc.                      | 130                 | 250.00       | 10/20/12        | (111,150)   |
| American Electric Power Co., Inc.     | 565                 | 44.00        | 11/17/12        | (38,138)    |
| American Express Co.                  | 425                 | 57.50        | 10/20/12        | (30,600)    |
| Anadarko Petroleum Corp.              | 575                 | 72.50        | 11/17/12        | (137,138)   |
| Apache Corp.                          | 310                 | 90.00        | 11/17/12        | (53,630)    |
| Apple, Inc.                           | 270                 | 700.00       | 11/17/12        | (476,550)   |
| AT&T, Inc.                            | 830                 | 37.00        | 11/17/12        | (86,320)    |
| AvalonBay Communities, Inc.           | 130                 | 150.00       | 10/20/12        | (650)       |
| Bank of America Corp.                 | 3,940               | 8.00         | 10/20/12        | (346,720)   |
| Bank of America Corp.                 | 2,360               | 9.00         | 10/20/12        | (50,740)    |
| Security                              | Number of Contracts | Strike Price | Expiration Date | Value       |
| Boeing Co. (The)                      | 580                 | \$ 75.00     | 10/20/12        | \$ (4,060)  |
| Boston Properties, Inc.               | 175                 | 115.00       | 10/20/12        | (3,937)     |
| Celanese Corp., Series A              | 435                 | 42.50        | 12/22/12        | (51,113)    |
| Celgene Corp.                         | 690                 | 80.00        | 11/17/12        | (101,430)   |
| CenturyLink, Inc.                     | 1,010               | 42.00        | 10/20/12        | (12,625)    |
| Chevron Corp.                         | 145                 | 120.00       | 12/22/12        | (24,432)    |
| Citigroup, Inc.                       | 605                 | 32.00        | 10/20/12        | (93,775)    |
| Coca-Cola Co. (The)                   | 1,175               | 40.00        | 10/20/12        | (9,987)     |
| Colgate-Palmolive Co.                 | 420                 | 110.00       | 11/17/12        | (33,180)    |
| Comcast Corp., Class A                | 665                 | 35.00        | 10/20/12        | (63,840)    |
| ConocoPhillips                        | 1,090               | 57.50        | 11/17/12        | (113,360)   |
| Costco Wholesale Corp.                | 495                 | 97.50        | 10/20/12        | (169,538)   |
| Covidien PLC                          | 240                 | 55.00        | 10/20/12        | (109,200)   |
| Danaher Corp.                         | 605                 | 55.00        | 10/20/12        | (72,600)    |
| Deere & Co.                           | 485                 | 82.50        | 12/22/12        | (177,025)   |
| Dollar General Corp.                  | 1,065               | 52.50        | 10/20/12        | (69,225)    |
| Duke Energy Corp.                     | 325                 | 67.50        | 10/20/12        | (812)       |
| EMC Corp.                             | 445                 | 25.00        | 10/20/12        | (107,690)   |
| Exxon Mobil Corp.                     | 910                 | 87.50        | 10/20/12        | (382,200)   |
| Exxon Mobil Corp.                     | 540                 | 90.00        | 10/20/12        | (113,940)   |
| Freeport-McMoRan Copper & Gold, Inc.  | 300                 | 42.00        | 11/17/12        | (27,900)    |
| General Electric Co.                  | 2,575               | 23.00        | 12/22/12        | (167,375)   |
| Gilead Sciences, Inc.                 | 840                 | 67.50        | 11/17/12        | (191,940)   |
| Goldman Sachs Group, Inc. (The)       | 165                 | 105.00       | 10/20/12        | (155,513)   |
| Google, Inc., Class A                 | 105                 | 720.00       | 10/20/12        | (488,775)   |
| Halliburton Co.                       | 890                 | 36.00        | 10/20/12        | (22,695)    |
| Home Depot, Inc. (The)                | 195                 | 57.50        | 10/20/12        | (59,475)    |
| International Business Machines Corp. | 505                 | 210.00       | 11/17/12        | (186,850)   |
| Johnson & Johnson                     | 365                 | 70.00        | 10/20/12        | (11,315)    |
| JPMorgan Chase & Co.                  | 1,195               | 42.00        | 11/17/12        | (80,065)    |
| LyondellBasell Industries NV, Class A | 270                 | 48.00        | 10/20/12        | (110,700)   |
| Macy's, Inc.                          | 235                 | 40.00        | 10/20/12        | (4,112)     |
| McDonald's Corp.                      | 285                 | 90.00        | 10/20/12        | (68,115)    |
| MetLife, Inc.                         | 1,055               | 36.00        | 11/17/12        | (67,520)    |
| Microsoft Corp.                       | 2,210               | 31.00        | 10/20/12        | (45,305)    |
| Monsanto Co.                          | 830                 | 92.50        | 11/17/12        | (191,315)   |
| NIKE, Inc., Class B                   | 340                 | 100.00       | 10/20/12        | (10,710)    |
| Occidental Petroleum Corp.            | 500                 | 90.00        | 10/20/12        | (27,500)    |
| Oracle Corp.                          | 1,055               | 33.00        | 10/20/12        | (11,605)    |
| Pfizer, Inc.                          | 1,350               | 24.00        | 10/20/12        | (125,550)   |
| Pfizer, Inc.                          | 2,260               | 25.00        | 10/20/12        | (56,500)    |
| Philip Morris International, Inc.     | 1,065               | 92.50        | 12/22/12        | (163,478)   |
| Phillips 66                           | 435                 | 46.00        | 11/17/12        | (98,963)    |

## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

## Portfolio of Investments continued

| Security   | Number of<br>Contracts | Strike<br>Price | Expiration<br>Date | Value                 |
|--|------------------------|-----------------|--------------------|-----------------------|
| PNC Financial Services Group, Inc.   | 690                    | \$ 62.50        | 10/20/12           | \$ (103,155)          |
| Procter & Gamble Co.   | 600                    | 65.00           | 10/20/12           | (264,000)             |
| QUALCOMM, Inc.   | 735                    | 62.50           | 10/20/12           | (99,225)              |
| Regions Financial Corp.  | 4,475                  | 8.00            | 11/17/12           | (35,800)              |
| Sempra Energy  | 360                    | 70.00           | 10/20/12           | (900)                 |
| Southern Co. (The)   | 465                    | 46.00           | 10/20/12           | (23,017)              |
| St. Jude Medical, Inc.   | 445                    | 44.00           | 11/17/12           | (37,825)              |
| Union Pacific Corp.  | 265                    | 130.00          | 11/17/12           | (12,057)              |
| United Technologies Corp.  | 375                    | 82.50           | 11/17/12           | (21,937)              |
| Varian Medical Systems, Inc.   | 525                    | 65.00           | 11/17/12           | (38,063)              |
| Visa, Inc., Class A  | 220                    | 135.00          | 10/20/12           | (39,710)              |
| Walt Disney Co. (The)  | 515                    | 50.00           | 10/20/12           | (127,205)             |
| Wells Fargo & Co.  | 740                    | 34.00           | 10/20/12           | (80,290)              |
| Wells Fargo & Co.  | 2,210                  | 35.00           | 10/20/12           | (117,130)             |
| <b>Total Covered Call Options Written</b><br>(premiums received \$7,419,707) |                        |                 |                    | <b>\$ (8,223,185)</b> |
| <b>Other Assets, Less Liabilities (0.1)%</b>                                 |                        |                 |                    | <b>\$ (329,878)</b>   |
| <b>Net Assets 100.0%</b>   |                        |                 |                    | <b>\$ 503,828,134</b> |

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

(1) A portion of each applicable common stock for which a written call option is outstanding at September 30, 2012 has been pledged as collateral for such written option.

(2) Non-income producing security.

(3) 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 September 30, 2012.

## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

## Statement of Assets and Liabilities

|  | <b>September 30, 2012</b> |
|--|---------------------------|
| <b>Assets</b>  |                           |
| Unaffiliated investments, at value (identified cost, \$387,414,509)  | \$ 500,667,585            |
| Affiliated investment, at value (identified cost, \$11,713,612)  | 11,713,612                |
| Dividends receivable   | 607,738                   |
| Interest receivable from affiliated investment   | 1,774                     |
| Tax reclaims receivable  | 8,317                     |
| <b>Total assets</b>  | <b>\$ 512,999,026</b>     |
| <b>Liabilities</b>   |                           |
| Written options outstanding, at value (premiums received, \$7,419,707)   | \$ 8,223,185              |
| Payable for Fund shares repurchased  | 349,553                   |
| Payable to affiliate:  |                           |
| Investment adviser fee   | 415,302                   |
| Accrued expenses and other liabilities   | 182,852                   |
| <b>Total liabilities</b>   | <b>\$ 9,170,892</b>       |
| <b>Net Assets</b>  | <b>\$ 503,828,134</b>     |
| <b>Sources of Net Assets</b>   |                           |
| Common shares, \$0.01 par value, unlimited number of shares authorized, 39,825,649 shares issued and outstanding | \$ 398,256                |
| Additional paid-in capital   | 536,365,048               |
| Accumulated net realized loss  | (145,407,283)             |
| Accumulated undistributed net investment income  | 22,434                    |
| Net unrealized appreciation  | 112,449,679               |
| <b>Net Assets</b>  | <b>\$ 503,828,134</b>     |
| <b>Net Asset Value</b>   |                           |
| <b>(\$503,828,134 ÷ 39,825,649 common shares issued and outstanding)</b>   | <b>\$ 12.65</b>           |

## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

## Statement of Operations

|  | <b>Year Ended</b>         |
|--|---------------------------|
|  | <b>September 30, 2012</b> |
| <b>Investment Income</b>                                     |                           |
| Dividends (net of foreign taxes, \$3,770)                    | \$ 9,543,242              |
| Interest income allocated from affiliated investment         | 16,928                    |
| Expenses allocated from affiliated investment                | (2,348)                   |
| <b>Total investment income</b>                               | <b>\$ 9,557,822</b>       |
| <b>Expenses</b>  |                           |
| Investment adviser fee                                       | \$ 4,911,213              |
| Trustees' fees and expenses                                  | 19,842                    |
| Custodian fee  | 259,966                   |
| Transfer and dividend disbursing agent fees                  | 19,263                    |
| Legal and accounting services                                | 70,490                    |
| Printing and postage   | 255,078                   |
| Miscellaneous  | 96,143                    |
| <b>Total expenses</b>  | <b>\$ 5,631,995</b>       |
| Deduct   |                           |
| Reduction of custodian fee                                   | \$ 30                     |
| <b>Total expense reductions</b>                              | <b>\$ 30</b>              |
| <b>Net expenses</b>  | <b>\$ 5,631,965</b>       |
| <b>Net investment income</b>                                 | <b>\$ 3,925,857</b>       |
| <b>Realized and Unrealized Gain (Loss)</b>                   |                           |
| Net realized gain (loss)                                     |                           |
| Investment transactions                                      | \$ 293,560                |
| Investment transactions allocated from affiliated investment | 321                       |
| Written options  | (12,500,483)              |
| Foreign currency transactions                                | 10,164                    |
| <b>Net realized loss</b>                                     | <b>\$ (12,196,438)</b>    |
| Change in unrealized appreciation (depreciation)             |                           |
| Investments  | \$ 114,119,615            |
| Written options  | (3,686,949)               |
| Foreign currency   | (7,277)                   |
| <b>Net change in unrealized appreciation (depreciation)</b>  | <b>\$ 110,425,389</b>     |
| <b>Net realized and unrealized gain</b>                      | <b>\$ 98,228,951</b>      |
| <b>Net increase in net assets from operations</b>            | <b>\$ 102,154,808</b>     |

Eaton Vance

Enhanced Equity Income Fund

September 30, 2012

Statements of Changes in Net Assets

|   | <b>Year Ended September 30,</b> |                        |
|---|---------------------------------|------------------------|
|   | <b>2012</b>                     | <b>2011</b>            |
| <b>Increase (Decrease) in Net Assets</b>  |                                 |                        |
| From operations   |                                 |                        |
| Net investment income   | \$ 3,925,857                    | \$ 2,711,768           |
| Net realized gain (loss) from investment transactions, written options and foreign currency transactions    | (12,196,438)                    | 12,154,473             |
| Net change in unrealized appreciation (depreciation) from investments, written options and foreign currency | 110,425,389                     | (37,370,000)           |
| <b>Net increase (decrease) in net assets from operations</b>  | <b>\$ 102,154,808</b>           | <b>\$ (22,503,759)</b> |
| Distributions to shareholders   |                                 |                        |
| From net investment income  | \$ (3,873,880)                  | \$ (2,713,519)         |
| Tax return of capital   | (38,661,353)                    | (43,318,670)           |
| <b>Total distributions</b>  | <b>\$ (42,535,233)</b>          | <b>\$ (46,032,189)</b> |
| Capital share transactions  |                                 |                        |
| Reinvestment of distributions   | \$                              | \$ 396,783             |
| Cost of shares repurchased (see Note 5)   | (1,605,373)                     |                        |
| <b>Net increase (decrease) in net assets from capital share transactions</b>                                | <b>\$ (1,605,373)</b>           | <b>\$ 396,783</b>      |
| <b>Net increase (decrease) in net assets</b>  | <b>\$ 58,014,202</b>            | <b>\$ (68,139,165)</b> |
| <b>Net Assets</b>   |                                 |                        |
| At beginning of year  | \$ 445,813,932                  | \$ 513,953,097         |
| <b>At end of year</b>   | <b>\$ 503,828,134</b>           | <b>\$ 445,813,932</b>  |
| <b>Accumulated undistributed net investment income included in net assets</b>                               |                                 |                        |
| <b>At end of year</b>   | <b>\$ 22,434</b>                | <b>\$ 26,399</b>       |



## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

## Financial Highlights

|  | Year Ended September 30, |                   |                   |                   |                   |
|--|--------------------------|-------------------|-------------------|-------------------|-------------------|
|  | 2012                     | 2011              | 2010              | 2009              | 2008              |
| Net asset value Beginning of year  | \$ 11.150                | \$ 12.870         | \$ 13.450         | \$ 16.490         | \$ 21.110         |
| <b>Income (Loss) From Operations</b>   |                          |                   |                   |                   |                   |
| Net investment income <sup>(1)</sup>   | \$ 0.098                 | \$ 0.068          | \$ 0.092          | \$ 0.147          | \$ 0.152          |
| Net realized and unrealized gain (loss)  | 2.460                    | (0.636)           | 0.787             | (1.543)           | (3.013)           |
| <b>Total income (loss) from operations</b>   | <b>\$ 2.558</b>          | <b>\$ (0.568)</b> | <b>\$ 0.879</b>   | <b>\$ (1.396)</b> | <b>\$ (2.861)</b> |
| <b>Less Distributions</b>  |                          |                   |                   |                   |                   |
| From net investment income   | \$ (0.097)               | \$ (0.068)        | \$ (0.092)        | \$ (0.176)        | \$ (0.154)        |
| From net realized gain   |                          |                   |                   |                   | (0.891)           |
| Tax return of capital  | (0.967)                  | (1.084)           | (1.367)           | (1.468)           | (0.714)           |
| <b>Total distributions</b>   | <b>\$ (1.064)</b>        | <b>\$ (1.152)</b> | <b>\$ (1.459)</b> | <b>\$ (1.644)</b> | <b>\$ (1.759)</b> |
| <b>Anti-dilutive effect of share repurchase program (see Note 5)<sup>(1)</sup></b> | <b>\$ 0.006</b>          | <b>\$</b>         | <b>\$</b>         | <b>\$</b>         | <b>\$</b>         |
| <b>Net asset value End of year</b>   | <b>\$ 12.650</b>         | <b>\$ 11.150</b>  | <b>\$ 12.870</b>  | <b>\$ 13.450</b>  | <b>\$ 16.490</b>  |
| <b>Market value End of year</b>  | <b>\$ 11.080</b>         | <b>\$ 9.780</b>   | <b>\$ 12.990</b>  | <b>\$ 13.680</b>  | <b>\$ 13.310</b>  |
| <b>Total Investment Return on Net Asset Value<sup>(2)</sup></b>                    | <b>25.24%</b>            | <b>(4.63)%</b>    | <b>6.87%</b>      | <b>(6.20)%</b>    | <b>(13.54)%</b>   |
| <b>Total Investment Return on Market Value<sup>(2)</sup></b>                       | <b>25.06%</b>            | <b>(17.12)%</b>   | <b>6.02%</b>      | <b>18.23%</b>     | <b>(24.23)%</b>   |
| <b>Ratios/Supplemental Data</b>  |                          |                   |                   |                   |                   |
| Net assets, end of year (000 s omitted)  | \$ 503,828               | \$ 445,814        | \$ 513,953        | \$ 534,948        | \$ 654,528        |
| Ratios (as a percentage of average daily net assets):                              |                          |                   |                   |                   |                   |
| Expenses <sup>(3)</sup>  | 1.15%                    | 1.15%             | 1.12%             | 1.17%             | 1.10%             |
| Net investment income  | 0.80%                    | 0.52%             | 0.69%             | 1.17%             | 0.79%             |
| Portfolio Turnover   | 35%                      | 78%               | 27%               | 65%               | 117%              |

(1) Computed using average shares outstanding.

(2) Returns are historical and are calculated by determining the percentage change in net asset value or market value with all distributions reinvested.

(3) Excludes the effect of custody fee credits, if any, of less than 0.005%.

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

#### Notes to Financial Statements

##### 1 Significant Accounting Policies

Eaton Vance Enhanced Equity Income Fund (the Fund) is a Massachusetts business trust registered under the Investment Company Act of 1940, as amended (the 1940 Act), as a diversified, closed-end management investment company. The Fund's primary investment objective is to provide current income, with a secondary objective of capital appreciation.

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

**A Investment Valuation** Equity securities (including common shares of closed-end investment companies) listed on a U.S. securities exchange generally are valued at the last sale or closing price on the day of valuation or, if no sales took place on such date, at the mean between the closing bid and asked prices therefore on the exchange where such securities are principally traded. Equity securities listed on the NASDAQ Global or Global Select Market generally are valued at the NASDAQ official closing price. Unlisted or listed securities for which closing sales prices or closing quotations are not available are valued at the mean between the latest available bid and asked prices or, in the case of preferred equity securities that are not listed or traded in the over-the-counter market, by a third party pricing service that will use various techniques that consider factors including, but not limited to, prices or yields of securities with similar characteristics, benchmark yields, broker/dealer quotes, quotes of underlying common stock, issuer spreads, as well as industry and economic events. Exchange-traded options are valued at the mean between the bid and asked prices at valuation time as reported by the Options Price Reporting Authority for U.S. listed options or by the relevant exchange or board of trade for non-U.S. listed options. Over-the-counter options are valued by a third party pricing service using techniques that consider factors including the value of the underlying instrument, the volatility of the underlying instrument and the period of time until option expiration. Short-term obligations purchased with a remaining maturity of sixty days or less are generally valued at amortized cost, which approximates market value. Foreign securities and currencies are valued in U.S. dollars, based on foreign currency exchange rate quotations supplied by a third party pricing service. The pricing service uses a proprietary model to determine the exchange rate. Inputs to the model include reported trades and implied bid/ask spreads. The daily valuation of exchange-traded foreign securities generally is determined as of the close of trading on the principal exchange on which such securities trade. Events occurring after the close of trading on foreign exchanges may result in adjustments to the valuation of foreign securities to more accurately reflect their fair value as of the close of regular trading on the New York Stock Exchange. When valuing foreign equity securities that meet certain criteria, the Fund's Trustees have approved the use of a fair value service that values such securities to reflect market trading that occurs after the close of the applicable foreign markets of comparable securities or other instruments that have a strong correlation to the fair-valued securities.

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

The Fund may invest in Eaton Vance Cash Reserves Fund, LLC (Cash Reserves Fund), an affiliated investment company managed by Eaton Vance Management (EVM). Cash Reserves Fund generally values its investment securities utilizing the amortized cost valuation technique in accordance with Rule 2a-7 under the 1940 Act. This technique involves initially valuing a portfolio security at its cost and thereafter assuming a constant amortization to maturity of any discount or premium. If amortized cost is determined not to approximate fair value, Cash Reserves Fund may value its investment securities based on available market quotations provided by a third party pricing service.

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

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**C Income** Dividend income is recorded on the ex-dividend date for dividends received in cash and/or securities. However, if the ex-dividend date has passed, certain dividends from foreign securities are recorded as the Fund is informed of the ex-dividend date. Withholding taxes on foreign dividends and capital gains have been provided for in accordance with the Fund's understanding of the applicable countries' tax rules and rates. Interest income is recorded on the basis of interest accrued, adjusted for amortization of premium or accretion of discount.

**D Federal Taxes** The Fund's policy is to comply with the provisions of the Internal Revenue Code applicable to regulated investment companies and to distribute to shareholders each year substantially all of its net investment income, and all or substantially all of its net realized capital gains. Accordingly, no provision for federal income or excise tax is necessary.

At September 30, 2012, the Fund, for federal income tax purposes, had a capital loss carryforward of \$132,398,283 and current year deferred capital losses of \$12,161,462 which will reduce its taxable income arising from future net realized gains on investment transactions, if any, to the extent permitted by the Internal Revenue Code, and thus will reduce the amount of distributions to shareholders, which would otherwise be necessary to relieve the Fund of any liability for federal income or excise tax. Such capital loss carryforward will expire on September 30, 2017 (\$9,096,930), September 30, 2018 (\$122,475,830) and September 30, 2019 (\$825,523). The current year deferred capital losses are treated as arising on the first day of the Fund's next taxable year and are treated as realized prior to the utilization of the capital loss carryforward.

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

#### Notes to Financial Statements continued

As of September 30, 2012, the Fund had no uncertain tax positions that would require financial statement recognition, de-recognition, or disclosure. The Fund files a U.S. federal income tax return annually after its fiscal year-end, which is subject to examination by the Internal Revenue Service for a period of three years from the date of filing.

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

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

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

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

**I Written Options** Upon the writing of a call or a put option, the premium received by the Fund is included in the Statement of Assets and Liabilities as a liability. The amount of the liability is subsequently marked-to-market to reflect the current market value of the option written, in accordance with the Fund's policies on investment valuations discussed above. Premiums received from writing options which expire are treated as realized gains. Premiums received from writing options which are exercised or are closed are added to or offset against the proceeds or amount paid on the transaction to determine the realized gain or loss. When an index option is exercised, the Fund is required to deliver an amount of cash determined by the excess of the strike price of the option over the value of the index (in the case of a put) or the excess of the value of the index over the strike price of the option (in the case of a call) at contract termination. If a put option on a security is exercised, the premium reduces the cost basis of the securities purchased by the Fund. The Fund, as a writer of an option, may have no control over whether the underlying securities or other assets may be sold (call) or purchased (put) and, as a result, bears the market risk of an unfavorable change in the price of the securities or other assets underlying the written option. The Fund may also bear the risk of not being able to enter into a closing transaction if a liquid secondary market does not exist.

#### 2 Distributions to Shareholders

Subject to its Managed Distribution Plan, the Fund intends to make monthly distributions from its cash available for distribution, which consists of the Fund's dividends and interest income after payment of Fund expenses, net option premiums and net realized and unrealized gains on stock investments. The Fund intends to distribute all or substantially all of its net realized capital gains (reduced by available capital loss carryforwards from prior years, if any). Distributions are recorded on the ex-dividend date. The Fund distinguishes between distributions on a tax basis and a financial reporting basis. Accounting principles generally accepted in the United States of America require that only distributions in excess of tax basis earnings and profits be reported in the financial statements as a return of capital. Permanent differences between book and tax accounting relating to distributions are reclassified to paid-in capital. For tax purposes, distributions from

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short-term capital gains are considered to be from ordinary income. Distributions in any year may include a substantial return of capital component.

The tax character of distributions declared for the years ended September 30, 2012 and September 30, 2011 was as follows:

|                                     | Year Ended September 30, |               |
|-------------------------------------|--------------------------|---------------|
|                                     | 2012                     | 2011          |
| <b>Distributions declared from:</b> |                          |               |
| Ordinary income                     | \$ 3,873,880             | \$ 2,713,519  |
| Tax return of capital               | \$ 38,661,353            | \$ 43,318,670 |

## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

## Notes to Financial Statements continued

During the year ended September 30, 2012, accumulated net realized loss was decreased by \$55,942 and accumulated undistributed net investment income was decreased by \$55,942 due to differences between book and tax accounting, primarily for distributions from real estate investment trusts (REITs) and foreign currency gain (loss). These reclassifications had no effect on the net assets or net asset value per share of the Fund.

As of September 30, 2012, the components of distributable earnings (accumulated losses) and unrealized appreciation (depreciation) on a tax basis were as follows:

|  |                  |
|--|------------------|
| Capital loss carryforward and deferred capital losses  | \$ (144,559,745) |
| Net unrealized appreciation  | \$ 111,624,575   |
| The differences between components of distributable earnings (accumulated losses) on a tax basis and the amounts reflected in the Statement of Assets and Liabilities are primarily due to distributions from REITs, wash sales and investments in partnerships. |                  |

## 3 Investment Adviser Fee and Other Transactions with Affiliates

The investment adviser fee is earned by EVM as compensation for management and investment advisory services rendered to the Fund. The fee is computed at an annual rate of 1.00% of the Fund's average daily gross assets and is payable monthly. Gross assets as referred to herein represent net assets plus obligations attributable to investment leverage, if any. The Fund invests its cash in Cash Reserves Fund. EVM does not currently receive a fee for advisory services provided to Cash Reserves Fund. For the year ended September 30, 2012, the Fund's investment adviser fee amounted to \$4,911,213. EVM also serves as administrator of the Fund, but receives no compensation.

Trustees and officers of the Fund who are members of EVM's organization receive remuneration for their services to the Fund out of the investment adviser fee. Trustees of the Fund who are not affiliated with EVM may elect to defer receipt of all or a percentage of their annual fees in accordance with the terms of the Trustees Deferred Compensation Plan. For the year ended September 30, 2012, no significant amounts have been deferred. Certain officers and Trustees of the Fund are officers of EVM.

## 4 Purchases and Sales of Investments

Purchases and sales of investments, other than short-term obligations, aggregated \$166,887,889 and \$220,788,935, respectively, for the year ended September 30, 2012.

## 5 Common Shares of Beneficial Interest

The Fund may issue common shares pursuant to its dividend reinvestment plan. There were no common shares issued pursuant to the Fund's dividend reinvestment plan for the year ended September 30, 2012. Common shares issued pursuant to the Fund's dividend reinvestment plan for the year ended September 30, 2011 were 30,532.

On August 6, 2012, the Board of Trustees of the Fund authorized the repurchase by the Fund of up to 10% of its then currently outstanding common shares in open-market transactions at a discount to net asset value (NAV). During the year ended September 30, 2012, the Fund repurchased 144,400 of its common shares under the share repurchase program at a cost, including brokerage commissions, of \$1,605,373 and an average price of \$11.12 per share. The weighted average discount per share to NAV on these repurchases amounted to 12.56%.

## 6 Federal Income Tax Basis of Investments

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

|                                    |                       |
|------------------------------------|-----------------------|
| <b>Aggregate cost</b>              | <b>\$ 399,953,225</b> |
| Gross unrealized appreciation      | \$ 118,989,816        |
| Gross unrealized depreciation      | (6,561,844)           |
| <b>Net unrealized appreciation</b> | <b>\$ 112,427,972</b> |

## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

Notes to Financial Statements continued

## 7 Financial Instruments

The Fund may trade in financial instruments with off-balance sheet risk in the normal course of its investing activities. These financial instruments may include written options and may involve, to a varying degree, elements of risk in excess of the amounts recognized for financial statement purposes. The notional or contractual amounts of these instruments represent the investment the Fund has in particular classes of financial instruments and do not necessarily represent the amounts potentially subject to risk. The measurement of the risks associated with these instruments is meaningful only when all related and offsetting transactions are considered. A summary of written call options at September 30, 2012 is included in the Portfolio of Investments.

Written call options activity for the year ended September 30, 2012 was as follows:

|   | Number of<br>Contracts | Premiums<br>Received |
|---|------------------------|----------------------|
| Outstanding, beginning of year                      | 51,196                 | \$ 8,279,787         |
| Options written                                     | 322,005                | 43,286,191           |
| Options terminated in closing purchase transactions | (205,350)              | (27,688,421)         |
| Options exercised                                   | (7,920)                | (699,060)            |
| Options expired                                     | (103,366)              | (15,758,790)         |
| <b>Outstanding, end of year</b>                     | <b>56,565</b>          | <b>\$ 7,419,707</b>  |

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

The Fund is subject to equity price risk in the normal course of pursuing its investment objectives. The Fund writes covered call options on individual stocks above the current value of the stock to generate premium income. In writing call options on individual stocks, the Fund in effect, sells potential appreciation in the value of the applicable stock above the exercise price in exchange for the option premium received. The Fund retains the risk of loss, minus the premium received, should the price of the underlying stock decline. The Fund is not subject to counterparty credit risk with respect to its written options as the Fund, not the counterparty, is obligated to perform under such derivatives.

The fair value of open derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) and whose primary underlying risk exposure is equity price risk at September 30, 2012 was as follows:

| Derivative      | Fair Value       |                                |
|-----------------|------------------|--------------------------------|
|                 | Asset Derivative | Liability Derivative           |
| Written Options | \$               | \$ (8,223,185 ) <sup>(1)</sup> |

<sup>(1)</sup> Statement of Assets and Liabilities location: Written options outstanding, at value.

The effect of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) on the Statement of Operations and whose primary underlying risk exposure is equity price risk for the year ended September 30, 2012 was as follows:



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| <b>Derivative</b> | <b>Realized Gain (Loss)<br/>on Derivatives Recognized<br/>in Income</b> | <b>Change in Unrealized<br/>Appreciation (Depreciation) on<br/>Derivatives Recognized in<br/>Income</b> |
|-------------------|---|---|
| Written Options   | \$ (12,500,483 ) <sup>(1)</sup>   | \$ (3,686,949 ) <sup>(2)</sup>  |

<sup>(1)</sup> Statement of Operations location: Net realized gain (loss) Written options.

<sup>(2)</sup> Statement of Operations location: Change in unrealized appreciation (depreciation) Written options.

## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

Notes to Financial Statements continued

## 8 Fair Value Measurements

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

Level 1 quoted prices in active markets for identical investments

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

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

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

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

| Asset Description            | Level 1               | Level 2              | Level 3   | Total                 |
|------------------------------|-----------------------|----------------------|-----------|-----------------------|
| Common Stocks                |                       |                      |           |                       |
| Consumer Discretionary       | \$ 50,105,836         | \$ 2,467,322         | \$        | \$ 52,573,158         |
| Consumer Staples             | 54,424,722            |                      |           | 54,424,722            |
| Energy                       | 58,993,413            |                      |           | 58,993,413            |
| Financials                   | 68,324,635            |                      |           | 68,324,635            |
| Health Care                  | 58,366,032            |                      |           | 58,366,032            |
| Industrials                  | 41,294,784            |                      |           | 41,294,784            |
| Information Technology       | 114,149,246           |                      |           | 114,149,246           |
| Materials                    | 16,604,152            |                      |           | 16,604,152            |
| Telecommunication Services   | 18,586,392            |                      |           | 18,586,392            |
| Utilities                    | 17,351,051            |                      |           | 17,351,051            |
| <b>Total Common Stocks</b>   | <b>\$ 498,200,263</b> | <b>\$ 2,467,322*</b> | <b>\$</b> | <b>\$ 500,667,585</b> |
| Short-Term Investments       | \$                    | \$ 11,713,612        | \$        | \$ 11,713,612         |
| <b>Total Investments</b>     | <b>\$ 498,200,263</b> | <b>\$ 14,180,934</b> | <b>\$</b> | <b>\$ 512,381,197</b> |
| <b>Liability Description</b> |                       |                      |           |                       |
| Covered Call Options Written | \$ (8,223,185)        | \$                   | \$        | \$ (8,223,185)        |
| <b>Total</b>                 | <b>\$ (8,223,185)</b> | <b>\$</b>            | <b>\$</b> | <b>\$ (8,223,185)</b> |

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\* Includes foreign equity securities whose values were adjusted to reflect market trading of comparable securities or other correlated instruments that occurred after the close of trading in their applicable foreign markets.

The Fund held no investments or other financial instruments as of September 30, 2011 whose fair value was determined using Level 3 inputs. At September 30, 2012, there were no investments transferred between Level 1 and Level 2 during the year then ended.

Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

### Report of Independent Registered Public Accounting Firm

To the Trustees and Shareholders of Eaton Vance Enhanced Equity Income Fund:

We have audited the accompanying statement of assets and liabilities of Eaton Vance Enhanced Equity Income Fund (the Fund), including the portfolio of investments, as of September 30, 2012, and the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. The Fund is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of September 30, 2012, by correspondence with the custodian and brokers. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Eaton Vance Enhanced Equity Income Fund as of September 30, 2012, the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended, in conformity with accounting principles generally accepted in the United States of America.

DELOITTE & TOUCHE LLP

Boston, Massachusetts

November 16, 2012

Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

### Federal Tax Information (Unaudited)

The Form 1099-DIV you receive in January 2013 will show the tax status of all distributions paid to your account in calendar year 2012. Shareholders are advised to consult their own tax adviser with respect to the tax consequences of their investment in the Fund. As required by the Internal Revenue Code and/or regulations, shareholders must be notified within 60 days of the Fund's fiscal year end regarding the status of qualified dividend income for individuals and the dividends received deduction for corporations.

**Qualified Dividend Income.** The Fund designates approximately \$9,342,639 or up to the maximum amount of such dividends allowable pursuant to the Internal Revenue Code, as qualified dividend income eligible for the reduced tax rate of 15%.

**Dividends Received Deduction.** Corporate shareholders are generally entitled to take the dividends received deduction on the portion of the Fund's dividend distribution that qualifies under tax law. For the Fund's fiscal 2012 ordinary income dividends, 100% qualifies for the corporate dividends received deduction.

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

#### Annual Meeting of Shareholders (Unaudited)

The Fund held its Annual Meeting of Shareholders on July 20, 2012. The following action was taken by the shareholders:

**Item 1:** The election of William H. Park, Ronald A. Pearlman and Harriett Tee Taggart as Class II Trustees of the Fund for a three-year term expiring in 2015 and Scott E. Eston as a Class I Trustee of the Fund for a two-year term expiring in 2014.

#### Nominee for Trustee

#### Number of Shares

##### Elected by All Shareholders

|                      | <b>For</b> | <b>Withheld</b> |
|----------------------|------------|-----------------|
| Scott E. Eston       | 33,338,108 | 3,531,248       |
| William H. Park      | 33,349,582 | 3,519,774       |
| Ronald A. Pearlman   | 33,371,612 | 3,497,744       |
| Harriett Tee Taggart | 33,440,749 | 3,428,607       |

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

#### Dividend Reinvestment Plan

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

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

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

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

If you wish to participate in the Plan and your Shares are held in your own name, you may complete the form on the following page and deliver it to the Agent. Any inquiries regarding the Plan can be directed to the Agent at 1-866-439-6787.

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

#### Application for Participation in Dividend Reinvestment Plan

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

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

Please print exact name on account:

Shareholder signature

Date

Shareholder signature

Date

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

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

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

Eaton Vance Enhanced Equity Income Fund

c/o American Stock Transfer & Trust Company

P.O. Box 922

Wall Street Station

New York, NY 10269-0560



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### **Number of Employees**

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

### **Number of Shareholders**

As of September 30, 2012, Fund records indicate that there are 106 registered shareholders and approximately 28,422 shareholders owning the Fund shares in street name, such as through brokers, banks, and financial intermediaries.

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

Eaton Vance Distributors, Inc.

Two International Place

Boston, MA 02110

1-800-262-1122

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

The New York Stock Exchange symbol is EOI.

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

#### Board of Trustees Contract Approval

#### Overview of the Contract Review Process

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

At a meeting of the Boards of Trustees (each a "Board") of the Eaton Vance group of mutual funds (the "Eaton Vance Funds") held on April 23, 2012, the Board, including a majority of the Independent Trustees, voted to approve continuation of existing advisory and sub-advisory agreements for the Eaton Vance Funds for an additional one-year period. In voting its approval, the Board relied upon the affirmative recommendation of the Contract Review Committee of the Board, which is a committee comprised exclusively of Independent Trustees. Prior to making its recommendation, the Contract Review Committee reviewed information furnished by each adviser to the Eaton Vance Funds (including information specifically requested by the Board) for a series of meetings of the Contract Review Committee held between February and April 2012, as well as information considered during prior meetings of the committee. Such information included, among other things, the following:

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

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

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

An independent report comparing the investment performance of each fund (including, where relevant, yield data, Sharpe ratios and information ratios) to the investment performance of comparable funds over various time periods;

Data regarding investment performance in comparison to benchmark indices and customized peer groups, in each case as approved by the Board with respect to the funds;

For each fund, comparative information concerning the fees charged and the services provided by each adviser in managing other accounts (including mutual funds, other collective investment funds and institutional accounts) using investment strategies and techniques similar to those used in managing such fund;

Profitability analyses for each adviser with respect to each fund;

#### *Information about Portfolio Management and Trading*

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

Information about the allocation of brokerage and the benefits received by each adviser as a result of brokerage allocation, including information concerning the acquisition of research through client commission arrangements and the fund's policies with respect to soft dollar arrangements;

Data relating to portfolio turnover rates of each fund;

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

Information about each adviser's processes for monitoring best execution of portfolio transactions, and other policies and practices of each adviser with respect to trading;

*Information about each Adviser*

Reports detailing the financial results and condition of each adviser;

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

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

Copies of or descriptions of each adviser's policies and procedures relating to proxy voting, the handling of corporate actions and class actions;

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

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

A description of Eaton Vance Management's procedures for overseeing third party advisers and sub-advisers, including with respect to regulatory and compliance issues, investment management and other matters;

*Other Relevant Information*

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

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

[Board of Trustees](#) [Contract Approval](#) [continued](#)

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

The terms of each advisory agreement.

In addition to the information identified above, the Contract Review Committee considered information provided from time to time by each adviser throughout the year at meetings of the Board and its committees. Over the course of the twelve-month period ended April 30, 2012, with respect to one or more funds, the Board met ten times and the Contract Review Committee, the Audit Committee, the Governance Committee, the Portfolio Management Committee and the Compliance Reports and Regulatory Matters Committee, each of which is a Committee comprised solely of Independent Trustees, met ten, nineteen, seven, eight and fourteen times respectively. At such meetings, the Trustees participated in investment and performance reviews with the portfolio managers and other investment professionals of each adviser relating to each fund. The Board and its Committees considered the investment and trading strategies used in pursuing each fund's investment objective, including, where relevant, the use of derivative instruments, as well as risk management techniques. The Board and its Committees also evaluated issues pertaining to industry and regulatory developments, compliance procedures, fund governance and other issues with respect to the funds, and received and participated in reports and presentations provided by Eaton Vance Management and other fund advisers with respect to such matters.

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

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

#### Results of the Process

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

#### Nature, Extent and Quality of Services

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

The Board considered the Adviser's management capabilities and investment process with respect to the types of investments held by the Fund, including the education, experience and number of its investment professionals and other personnel who provide portfolio management, investment research, and similar services to the Fund. In particular, the Board considered, where relevant, the abilities and experience of such investment personnel in analyzing factors such as credit risk, and special considerations relevant to investing in particular markets or industries and implementing the Fund's options strategy. The Board noted that the Adviser has devoted extensive resources to in-house equity research and also draws upon independent research available from third-party sources. The Board

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also took into account the resources dedicated to portfolio management and other services, including the compensation methods of the Adviser to recruit and retain investment personnel, and the time and attention devoted to the Fund by senior management.

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

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

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

## Eaton Vance

### Enhanced Equity Income Fund

September 30, 2012

[Board of Trustees](#) [Contract Approval](#) [continued](#)

#### Fund Performance

The Board compared the Fund's investment performance to a relevant universe of similarly managed funds identified by an independent data provider as well as a customized peer group of similarly managed funds and appropriate benchmark indices. The Board reviewed comparative performance data for the one-, three- and five-year periods ended September 30, 2011 for the Fund. On the basis of the foregoing and other relevant information provided by the Adviser in response to inquiries from the Contract Review Committee, the Board concluded that the performance of the Fund was satisfactory.

#### Management Fees and Expenses

The Board reviewed contractual investment advisory fee rates payable by the Fund (referred to as "management fees"). As part of its review, the Board considered the management fees and the Fund's total expense ratio for the year ended September 30, 2011, as compared to a group of similarly managed funds selected by an independent data provider. The Board also considered factors that had an impact on Fund expense ratios, as identified by management in response to inquiries from the Contract Review Committee, as well as actions taken by management in recent years to reduce expenses at the Eaton Vance fund complex level, including the negotiation of reduced fees for transfer agency and custody services.

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

#### Profitability

The Board reviewed the level of profits realized by the Adviser and relevant affiliates thereof in providing investment advisory and administrative services to the Fund and to all Eaton Vance Funds as a group. The Board considered the level of profits realized without regard to revenue sharing or other payments by the Adviser and its affiliates to third parties in respect of distribution services. The Board also considered other direct or indirect benefits received by the Adviser and its affiliates in connection with their relationships with the Fund, including the benefits of research services that may be available to the Adviser as a result of securities transactions effected for the Fund and other investment advisory clients.

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

#### Economies of Scale

In reviewing management fees and profitability, the Board also considered the extent to which the Adviser and its affiliates, on the one hand, and the Fund, on the other hand, can expect to realize benefits from economies of scale as the assets of the Fund increase. The Board acknowledged the difficulty in accurately measuring the benefits resulting from the economies of scale with respect to the management of any specific fund or group of funds. The Board reviewed data summarizing the increases and decreases in the assets of the Fund and of all Eaton Vance Funds as a group over various time periods, and evaluated the extent to which the total expense ratio of the Fund and the profitability of the Adviser and its affiliates may have been affected by such increases or decreases. Based upon the foregoing, the Board concluded that the Fund currently shares in the benefits from economies of scale. The Board also considered the fact that the Fund is not continuously offered and concluded that, in light of the level of the Adviser's profits with respect to the Fund, the implementation of breakpoints in the advisory fee schedule is not appropriate at this time.

## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

## Management and Organization

**Fund Management.** The Trustees of Eaton Vance Enhanced Equity Income Fund (the Fund) are responsible for the overall management and supervision of the Fund's affairs. The Trustees and officers of the Fund are listed below. Except as indicated, each individual has held the office shown or other offices in the same company for the last five years. The Noninterested Trustees consist of those Trustees who are not interested persons of the Fund, as that term is defined under the 1940 Act. The business address of each Trustee and officer is Two International Place, Boston, Massachusetts 02110. As used below, EVC refers to Eaton Vance Corp., EV refers to Eaton Vance, Inc., EVM refers to Eaton Vance Management, BMR refers to Boston Management and Research and EVD refers to Eaton Vance Distributors, Inc. EVC and EV are the corporate parent and trustee, respectively, of EVM and BMR. EVD is a wholly-owned subsidiary of EVC. Each officer affiliated with Eaton Vance may hold a position with other Eaton Vance affiliates that is comparable to his or her position with EVM listed below. Each Trustee oversees 186 portfolios in the Eaton Vance Complex (including all master and feeder funds in a master feeder structure). Each officer serves as an officer of certain other Eaton Vance funds. Each Trustee serves for a three year term. Each officer serves until his or her successor is elected.

| Name and Year of Birth  | Position(s) with the Fund | Term of Office; Length of Service              | Principal Occupation(s) and Directorships During Past Five Years and Other Relevant Experience   |
|---|---------------------------|--|--|
| <b>Interested Trustee</b>   |                           |  |  |
| Thomas E. Faust Jr.<br>1958   | Class I<br>Trustee        | Until 2014.<br>3 years.<br>Trustee since 2007. | Chairman, Chief Executive Officer and President of EVC, Director and President of EV, Chief Executive Officer and President of EVM and BMR, and Director of EVD. Trustee and/or officer of 186 registered investment companies. Mr. Faust is an interested person because of his positions with EVM, BMR, EVD, EVC and EV, which are affiliates of the Fund.   |
| <b>Directorships in the Last Five Years.</b> <sup>(1)</sup> Director of EVC and Hexavest Inc. |                           |  |  |
| <b>Noninterested Trustees</b>   |                           |  |  |
| Scott E. Eston<br>1956  | Class I<br>Trustee        | Until 2014.<br>3 years.<br>Trustee since 2011. | Private investor. Formerly held various positions at Grantham, Mayo, Van Otterloo and Co., L.L.C. (investment management firm) (1997-2009), including Chief Operating Officer (2002-2009), Chief Financial Officer (1997-2009) and Chairman of the Executive Committee (2002-2008); President and Principal Executive Officer, GMO Trust (open-end registered investment company) (2006-2009). Former Partner, Coopers and Lybrand L.L.P. (now PricewaterhouseCoopers) (public accounting firm) (1987-1997). |
| <b>Directorships in the Last Five Years.</b> None.  |                           |  |  |
| Benjamin C. Esty<br>1963  | Class I<br>Trustee        | Until 2014.<br>3 years.<br>Trustee since 2005. | Roy and Elizabeth Simmons Professor of Business Administration and Finance Unit Head, Harvard University Graduate School of Business Administration.   |
| <b>Directorships in the Last Five Years.</b> <sup>(1)</sup> None.                             |                           |  |  |
| Allen R. Freedman<br>1940   | Class I<br>Trustee        | Until 2014.<br>3 years.                        | Private Investor. Former Chairman (2002-2004) and a Director (1983-2004) of Systems & Computer Technology Corp. (provider of software to higher education). Formerly, a Director of Loring Ward International (fund distributor) (2005-2007).  |

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|                    |          |                     |   |
|--------------------|----------|---------------------|---|
|                    |          | Trustee since 2007. | Former Chairman and a Director of Indus International, Inc. (provider of enterprise management software to the power generating industry) (2005-2007). Former Chief Executive Officer of Assurant, Inc. (insurance provider) (1979-2000).   |
|                    |          |                     | <b>Directorships in the Last Five Years.</b> <sup>(1)</sup> Director of Stonemor Partners, L.P. (owner and operator of cemeteries). Formerly, Director of Assurant, Inc. (insurance provider) (1979-2011).  |
| William H. Park    | Class II | Until 2015.         | Consultant and private investor. Formerly, Chief Financial Officer, Aveon Group L.P. (investment management firm) (2010-2011). Formerly, Vice Chairman, Commercial Industrial Finance Corp. (specialty finance company) (2006-2010). Formerly, President and Chief Executive Officer, Prizm Capital Management, LLC (investment management firm) (2002-2005). Formerly, Executive Vice President and Chief Financial Officer, United Asset Management Corporation (investment management firm) (1982-2001). Formerly, Senior Manager, Price Waterhouse (now PricewaterhouseCoopers) (an independent registered public accounting firm) (1972-1981). |
| 1947               | Trustee  | 3 years.            |   |
|                    |          | Trustee since 2004. |   |
|                    |          |                     | <b>Directorships in the Last Five Years.</b> <sup>(1)</sup> None.   |
| Ronald A. Pearlman | Class II | Until 2015.         | Professor of Law, Georgetown University Law Center. Formerly, Deputy Assistant Secretary (Tax Policy) and Assistant Secretary (Tax Policy), U.S. Department of the Treasury (1983-1985). Formerly, Chief of Staff, Joint Committee on Taxation, U.S. Congress (1988-1990).  |
| 1940               | Trustee  | 3 years.            |   |
|                    |          | Trustee since 2004. | <b>Directorships in the Last Five Years.</b> <sup>(1)</sup> None.   |



## Eaton Vance

## Enhanced Equity Income Fund

September 30, 2012

## Management and Organization continued

| Name and Year of Birth                    | Position(s) with the Fund                         | Term of Office; Length of Service   | Principal Occupation(s) and Directorships During Past Five Years and Other Relevant Experience  |
|---|---|---|---|
| <b>Noninterested Trustees (continued)</b> |   |   |   |
| Helen Frame Peters<br>1948                | Class III<br>Trustee                              | Until 2013.<br>3 years.<br>Trustee since 2008.                                      | Professor of Finance, Carroll School of Management, Boston College. Formerly, Dean, Carroll School of Management, Boston College (2000-2002). Formerly, Chief Investment Officer, Fixed Income, Scudder Kemper Investments (investment management firm) (1998-1999). Formerly, Chief Investment Officer, Equity and Fixed Income, Colonial Management Associates (investment management firm) (1991-1998).<br><br><b>Directorships in the Last Five Years.</b> <sup>(1)</sup> Formerly, Director of BJ's Wholesale Club, Inc. (wholesale club retailer) (2004-2011). Formerly, Trustee of SPDR Index Shares Funds and SPDR Series Trust (exchange traded funds) (2000-2009). Formerly, Director of Federal Home Loan Bank of Boston (a bank for banks) (2007-2009). |
| Lynn A. Stout<br>1957                     | Class III<br>Trustee                              | Until 2013.<br>3 years.<br>Trustee since 2004.                                      | Distinguished Professor of Corporate and Business Law, Jack G. Clarke Business Law Institute, Cornell University Law School. Formerly, the Paul Hastings Professor of Corporate and Securities Law (2006-2012) and Professor of Law (2001-2006), University of California at Los Angeles School of Law.<br><br><b>Directorships in the Last Five Years.</b> <sup>(1)</sup> None.  |
| Harriett Tee Taggart<br>1948              | Class II<br>Trustee                               | Until 2015.<br>3 years.<br>Trustee since 2011.                                      | Managing Director, Taggart Associates (a professional practice firm). Formerly, Partner and Senior Vice President, Wellington Management Company, LLP (investment management firm) (1983-2006).<br><br><b>Directorships in the Last Five Years.</b> Director of Albemarle Corporation (chemicals manufacturer) (since 2007) and The Hanover Group (specialty property and casualty insurance company) (since 2009). Formerly, Director of Lubrizol Corporation (specialty chemicals) (2007-2011).   |
| Ralph F. Verni<br>1943                    | Chairman of the Board and<br>Class III<br>Trustee | Until 2013.<br>3 years.<br>Chairman of the Board since 2007 and Trustee since 2005. | Consultant and private investor. Formerly, Chief Investment Officer (1982-1992), Chief Financial Officer (1988-1990) and Director (1982-1992), New England Life. Formerly, Chairperson, New England Mutual Funds (1982-1992). Formerly, President and Chief Executive Officer, State Street Management & Research (1992-2000). Formerly, Chairperson, State Street Research Mutual Funds (1992-2000). Formerly, Director, W.P. Carey, LLC (1998-2004) and First Pioneer Farm Credit Corp. (2002-2006).<br><br><b>Directorships in the Last Five Years.</b> <sup>(1)</sup> None.   |

## Principal Officers who are not Trustees

| Name and Year of Birth | Position(s) | Length of Service | Principal Occupation(s) During Past Five Years |
|------------------------|-------------|-------------------|--|
|------------------------|-------------|-------------------|--|

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|                      | <b>with the<br/>Fund</b>                                   |   |   |
|----------------------|--|---|---|
| Walter A. Row, III   | President  | Since 2011  | Vice President of EVM and BMR.  |
| 1957                 |  |   |   |
| Duncan W. Richardson | Vice President   | Since 2011  | Director of EVC and Executive Vice President and Chief Equity Investment Officer of EVC, EVM and BMR. |
| 1957                 |  |   |   |
| Barbara E. Campbell  | Treasurer  | Since 2005  | Vice President of EVM and BMR.  |
| 1957                 |  |   |   |
| Maureen A. Gemma     | Vice President,<br>Secretary and<br>Chief Legal<br>Officer | Vice President<br>since 2011,<br>Secretary since<br>2007 and Chief<br>Legal Officer since<br>2008 | Vice President of EVM and BMR.  |
| 1960                 |  |   |   |
| Paul M. O Neil       | Chief<br>Compliance<br>Officer                             | Since 2004  | Vice President of EVM and BMR.  |
| 1953                 |  |   |   |

<sup>(1)</sup> During their respective tenures, the Trustees (except Mr. Eston and Ms. Taggart) also served as trustees of one or more of the following Eaton Vance funds (which operated in the years noted): Eaton Vance Credit Opportunities Fund (launched in 2005 and terminated in 2010); Eaton Vance Insured Florida Plus Municipal Bond Fund (launched in 2002 and terminated in 2009); and Eaton Vance National Municipal Income Trust (launched in 1998 and terminated in 2009).

## Eaton Vance Funds

### IMPORTANT NOTICES

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

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

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

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

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

Our pledge of privacy applies to the following entities within the Eaton Vance organization: the Eaton Vance Family of Funds, Eaton Vance Management, Eaton Vance Investment Counsel, Eaton Vance Distributors, Inc., Eaton Vance Trust Company, Eaton Vance Management's Real Estate Investment Group and Boston Management and Research. In addition, our Privacy Policy applies only to those Eaton Vance customers who are individuals and who have a direct relationship with us. If a customer's account (i.e., fund shares) is held in the name of a third-party financial advisor/broker-dealer, it is likely that only such advisor'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 (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 advisor, may household the mailing of your documents indefinitely unless you instruct Eaton Vance, or your financial advisor, 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 advisor. 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 advisor.

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

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

**Share Repurchase Program.** On August 6, 2012, the Fund's Board of Trustees approved a share repurchase program authorizing the Fund to repurchase up to 10% of its currently outstanding common shares in open-market transactions at a discount to net asset value. The repurchase program does not obligate the Fund to purchase a specific amount of shares. Each Fund's repurchase activity, including the numbers of shares purchased, average price and average discount to net asset value, will be disclosed in the Fund's annual and semi-annual reports to shareholders.

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**Closed-End Fund Information.** The Eaton Vance closed-end funds make certain fund performance data and information about portfolio characteristics (such as top holdings and asset allocation) available on the Eaton Vance website after the end of each month. Certain fund performance data for the funds, including total returns, are posted to the website shortly after the end of each month. Portfolio holdings for the most recent month-end are also posted to the website approximately 30 days following the end of the month. This information is available at [www.eatonvance.com](http://www.eatonvance.com) on the fund information pages under Individual Investors Closed-End Funds .

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Investment Adviser and Administrator

**Eaton Vance Management**

Two International Place

Boston, MA 02110

Custodian

**State Street Bank and Trust Company**

200 Clarendon Street

Boston, MA 02116

Transfer Agent

**American Stock Transfer & Trust Company**

59 Maiden Lane

Plaza Level

New York, NY 10038

Independent Registered Public Accounting Firm

**Deloitte & Touche LLP**

200 Berkeley Street

Boston, MA 02116-5022

Fund Offices

Two International Place

Boston, MA 02110



2285-11/12

CE-EEIFSRC

**Item 2. Code of Ethics**

Not required in this filing.

**Item 3. Audit Committee Financial Expert**

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

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

**(a) (d)**

The following table presents the aggregate fees billed to the registrant for the registrant's fiscal years ended September 30, 2011 and September 30, 2012 by the registrant's principal accountant, Deloitte & Touche LLP ( "D&T" ), for professional services rendered for the audit of the registrant's annual financial statements and fees billed for other services rendered by D&T during such periods.

| <b>Fiscal Years Ended</b>         | <b>9/30/11</b>   | <b>9/30/12</b>   |
|-----------------------------------|------------------|------------------|
| Audit Fees                        | \$ 42,940        | \$ 44,900        |
| Audit-Related Fees <sup>(1)</sup> | \$ 0             | \$ 0             |
| Tax Fees <sup>(2)</sup>           | \$ 18,810        | \$ 19,360        |
| All Other Fees <sup>(3)</sup>     | \$ 1,200         | \$ 310           |
| <b>Total</b>                      | <b>\$ 62,950</b> | <b>\$ 64,570</b> |

(1) Audit-related fees consist of the aggregate fees billed for assurance and related services that are reasonably related to the performance of the audit of financial statements and are not reported under the category of audit fees.

(2) Tax fees consist of the aggregate fees billed for professional services rendered by the principal accountant relating to tax compliance, tax advice, and tax planning and specifically include fees for tax return preparation and other related tax compliance/planning matters.

(3) All other fees consist of the aggregate fees billed for products and services provided by the principal accountant other than audit, audit-related, and tax services.

(e)(1) The registrant's audit committee has adopted policies and procedures relating to the pre-approval of services provided by the registrant's principal accountant (the "Pre-Approval Policies"). The Pre-Approval Policies establish a framework intended to assist the audit committee in the proper discharge of its pre-approval responsibilities. As a general matter, the Pre-Approval Policies (i) specify certain types of audit, audit-related, tax, and other services determined to be pre-approved by the audit committee; and (ii) delineate specific procedures governing the mechanics of the pre-approval process, including the approval and monitoring of audit and non-audit service fees. Unless a service is specifically pre-approved under the Pre-Approval Policies, it must be separately pre-approved by the audit committee.

The Pre-Approval Policies and the types of audit and non-audit services pre-approved therein must be reviewed and ratified by the registrant's audit committee at least annually. The registrant's audit committee maintains full responsibility for the appointment, compensation, and oversight of the work of the registrant's principal accountant.

(e)(2) No services described in paragraphs (b)-(d) above were approved by the registrant's audit committee pursuant to the de minimis exception set forth in Rule 2-01(c)(7)(i)(C) of Regulation S-X.

(f) Not applicable.

(g) The following table presents (i) the aggregate non-audit fees (i.e., fees for audit-related, tax, and other services) billed to the registrant by D&T for the registrant's fiscal years ended September 30, 2011 and September 30, 2012; and (ii) the aggregate non-audit fees (i.e., fees for audit-related, tax, and other services) billed to the Eaton Vance organization by D&T for the same time periods.

| Fiscal Years Ended         | 9/30/11    | 9/30/12    |
|----------------------------|------------|------------|
| Registrant                 | \$ 20,010  | \$ 19,670  |
| Eaton Vance <sup>(1)</sup> | \$ 226,431 | \$ 606,619 |

(1) The investment adviser to the registrant, as well as any of its affiliates that provide ongoing services to the registrant, are subsidiaries of Eaton Vance Corp.

(h) The registrant's audit committee has considered whether the provision by the registrant's principal accountant of non-audit services to the registrant's investment adviser and any entity controlling, controlled by, or under common control with the adviser that provides ongoing services to the registrant that were not pre-approved pursuant to Rule 2-01(c)(7)(ii) of Regulation S-X is compatible with maintaining the principal accountant's independence.

#### Item 5. Audit Committee of Listed Registrants

The registrant has a separately-designated standing audit committee established in accordance with Section 3(a)(58)(A) of the Securities and Exchange Act of 1934, as amended. William H. Park (Chair), Scott E. Eston, Helen Frame Peters, Lynn A. Stout and Ralph F. Verni are the members of the registrant's audit committee.

#### Item 6. Schedule of Investments

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

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

The Board of Trustees of the Trust has adopted a proxy voting policy and procedure (the "Fund Policy"), pursuant to which the Trustees have delegated proxy voting responsibility to the Fund's investment adviser and adopted the investment adviser's proxy voting policies and procedures (the "Policies") which are described below. The Trustees will review the Fund's proxy voting records from time to time and will annually consider approving the Policies for the upcoming year. In the event that a conflict of interest arises between the Fund's shareholders and the investment adviser, the administrator, or any of their affiliates or any affiliate of the Fund, the investment adviser will generally refrain from voting the proxies related to the companies giving rise to such conflict until it consults with the Board's Special Committee except as contemplated under the Fund Policy. The Board's Special Committee will instruct the investment adviser on the appropriate course of action.

The Policies are designed to promote accountability of a company's management to its shareholders and to align the interests of management with those shareholders. An independent proxy voting service ("Agent"), currently Institutional Shareholder Services, Inc., has been retained to assist in the voting of proxies through the provision of vote analysis, implementation and recordkeeping and disclosure services. The investment adviser will generally vote proxies through the Agent. The Agent is required to vote all proxies and/or refer them back to the investment adviser pursuant to the Policies. It is generally the policy of the investment adviser to vote in accordance with the recommendation of the Agent. The Agent shall refer to the investment adviser proxies relating to mergers and restructurings, and the disposition of assets, termination, liquidation and mergers contained in mutual fund proxies. The investment adviser will normally vote against anti-takeover measures and other proposals

designed to limit the ability of shareholders to act on possible transactions, except in the case of closed-end management investment companies. The investment adviser generally supports management on social and environmental proposals. The investment adviser may abstain from voting from time to time where it determines that the costs associated with voting a proxy outweighs the benefits derived from exercising the right to vote or the economic effect on shareholders interests or the value of the portfolio holding is indeterminable or insignificant.

In addition, the investment adviser will monitor situations that may result in a conflict of interest between the Fund's shareholders and the investment adviser, the administrator, or any of their affiliates or any affiliate of the Fund by maintaining a list of significant existing and prospective corporate clients. The investment adviser's personnel responsible for reviewing and voting proxies on behalf of the Fund will report any proxy received or expected to be received from a company included on that list to the personnel of the investment adviser identified in the Policies. If such personnel expects to instruct the Agent to vote such proxies in a manner inconsistent with the guidelines of the Policies or the recommendation of the Agent, the personnel will consult with members of senior management of the investment adviser to determine if a material conflict of interests exists. If it is determined that a material conflict does exist, the investment adviser will seek instruction on how to vote from the Special Committee.

Information on how the Fund voted proxies relating to portfolio securities during the most recent 12 month period ended June 30 is available (1) without charge, upon request, by calling 1-800-262-1122, and (2) on the Securities and Exchange Commission's website at <http://www.sec.gov>.

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

Walter A. Row, Michael A. Allison and other Eaton Vance Management (EVM) investment professionals comprise the investment team responsible for the overall and day-to-day management of the Fund's investments. Mr. Row is a Vice President and the Director of Equity Research at EVM and Boston Management and Research (BMR). He is a member of EVM's Equity Strategy Committee, manages other Eaton Vance registered investment companies and has been an equity analyst and member of EVM's equity research team since 1996. Mr. Allison is a Vice President of EVM and BMR and co-manages other Eaton Vance registered investment companies. He joined Eaton Vance in 2000.

The following tables show, as of the Fund's most recent fiscal year end, the number of accounts each portfolio manager managed in each of the listed categories and the total assets (in millions of dollars) in the accounts managed within each category. The table also shows the number of accounts with respect to which the advisory fee is based on the performance of the account, if any, and the total assets (in millions of dollars) in those accounts.

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|                                  | Number of<br>All Accounts | Total Assets of<br>All Accounts | Number of<br>Accounts Paying<br>a<br>Performance Fee | Total Assets of<br>Accounts<br>Paying a<br>Performance Fee |
|----------------------------------|---------------------------|---------------------------------|--|--|
| <b>Michael A. Allison</b>        |                           |                                 |  |  |
| Registered Investment Companies  | 7                         | \$ 15,252.2                     | 0  | \$ 0   |
| Other Pooled Investment Vehicles | 14                        | \$ 7,134.5                      | 0  | \$ 0   |
| Other Accounts                   | 0                         | \$ 0                            | 0  | \$ 0   |
| <b>Walter A. Row, III</b>        |                           |                                 |  |  |
| Registered Investment Companies  | 9                         | \$ 9,503.4                      | 0  | \$ 0   |
| Other Pooled Investment Vehicles | 0                         | \$ 0                            | 0  | \$ 0   |
| Other Accounts                   | 0                         | \$ 0                            | 0  | \$ 0   |

The following table shows the dollar range of Fund shares beneficially owned by each portfolio manager as of the Fund's most recent fiscal year end.

| Portfolio Manager  | Dollar Range of<br>Equity Securities<br>Owned in the Fund |
|--------------------|---|
| Walter A. Row      | \$10,001-\$50,000   |
| Michael A. Allison | None  |

*Potential for Conflicts of Interest.* It is possible that conflicts of interest may arise in connection with a portfolio manager's management of the Fund's investments on the one hand and investments of other accounts for which a portfolio manager is responsible on the other. For example, a portfolio manager may have conflicts of interest in allocating management time, resources and investment opportunities among the Fund and other accounts he or she advises. In addition, due to differences in the investment strategies or restrictions between the Fund and the other accounts, a portfolio manager may take action with respect to another account that differs from the action taken with respect to the Fund. In some cases, another account managed by a portfolio manager may compensate the investment adviser based on the performance of the securities held by that account. The existence of such a performance based fee may create additional conflicts of interest for a portfolio manager in the allocation of management time, resources and investment opportunities. Whenever conflicts of interest arise, a portfolio manager will endeavor to exercise his or her discretion in a manner that he or she believes is equitable to all interested persons. EVM has adopted several policies and procedures designed to address these potential conflicts including a code of ethics and policies which govern the investment adviser's trading practices, including among other things the aggregation and allocation of trades among clients, brokerage allocation, cross trades and best execution.

### Compensation Structure for EVM

Compensation of EVM's portfolio managers and other investment professionals has three primary components: (1) a base salary, (2) an annual cash bonus, and (3) annual stock-based compensation consisting of options to purchase shares of EVC's nonvoting common stock and/or restricted shares of EVC's nonvoting common stock. EVM's investment professionals also receive certain retirement,

insurance and other benefits that are broadly available to EVM's employees. Compensation of EVM's investment professionals is reviewed primarily on an annual basis. Cash bonuses, stock-based compensation awards, and adjustments in base salary are typically paid or put into effect at or shortly after the October 31st fiscal year end of EVC.

*Method to Determine Compensation.* EVM compensates its portfolio managers based primarily on the scale and complexity of their portfolio responsibilities and the total return performance of managed funds and accounts versus the benchmark(s) stated in the prospectus, as well as an appropriate peer group (as described below). In addition to rankings within peer groups of funds on the basis of absolute performance, consideration may also be given to relative risk-adjusted performance. Risk-adjusted performance measures include, but are not limited to, the Sharpe Ratio. Performance is normally based on periods ending on the September 30th preceding fiscal year end. Fund performance is normally evaluated primarily versus peer groups of funds as determined by Lipper Inc. and/or Morningstar, Inc. When a fund's peer group as determined by Lipper or Morningstar is deemed by EVM's management not to provide a fair comparison, performance may instead be evaluated primarily against a custom peer group. In evaluating the performance of a fund and its manager, primary emphasis is normally placed on three-year performance, with secondary consideration of performance over longer and shorter periods. For funds that are tax-managed or otherwise have an objective of after-tax returns, performance is measured net of taxes. For other funds, performance is evaluated on a pre-tax basis. For funds with an investment objective other than total return (such as current income), consideration will also be given to the fund's success in achieving its objective. For managers responsible for multiple funds and accounts, investment performance is evaluated on an aggregate basis, based on averages or weighted averages among managed funds and accounts. Funds and accounts that have performance-based advisory fees are not accorded disproportionate weightings in measuring aggregate portfolio manager performance.

The compensation of portfolio managers with other job responsibilities (such as heading an investment group or providing analytical support to other portfolios) will include consideration of the scope of such responsibilities and the managers' performance in meeting them.

EVM seeks to compensate portfolio managers commensurate with their responsibilities and performance, and competitive with other firms within the investment management industry. EVM participates in investment-industry compensation surveys and utilizes survey data as a factor in determining salary, bonus and stock-based compensation levels for portfolio managers and other investment professionals. Salaries, bonuses and stock-based compensation are also influenced by the operating performance of EVM and its parent company. The overall annual cash bonus pool is based on a substantially fixed percentage of pre-bonus operating income. While the salaries of EVM's portfolio managers are comparatively fixed, cash bonuses and stock-based compensation may fluctuate significantly from year to year, based on changes in manager performance and other factors as described herein. For a high performing portfolio manager, cash bonuses and stock-based compensation may represent a substantial portion of total compensation.

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

## REGISTRANT PURCHASES OF EQUITY SECURITIES

| Period         | (a)<br>Total Number of<br>Shares Purchased | (b)<br>Average Price<br>Paid per Share | (c)<br>Total Number of<br>Shares<br>Purchased as Part of<br>Publicly<br>Announced<br>Programs | (d)<br>Maximum Number<br>of Shares that May<br>Yet Be Purchased<br>Under the<br>Programs* |
|----------------|--|--|---|---|
| 9/6/12-9/30/12 | 144,400                                    | \$ 11.12                               | 144,400   | 3,852,605   |

\* On August 6, 2012, the Fund's Board of Trustees approved a share repurchase program authorizing the Fund to repurchase up to 10% of its then currently outstanding common shares in open-market transactions at a discount to net asset value. The repurchase program was announced on August 8, 2012.

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

No Material Changes.

**Item 11. Controls and Procedures**

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

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

**Item 12. Exhibits**

- (a)(1) Registrant's Code of Ethics Not applicable (please see Item 2).
- (a)(2)(i) Treasurer's Section 302 certification.
- (a)(2)(ii) President's Section 302 certification.
- (b) Combined Section 906 certification.
- (c) Registrant's notices to shareholders pursuant to Registrant's exemptive order granting an exemption from Section 19(b) of the 1940 Act and Rule 19b-1 thereunder regarding distributions paid pursuant to the Registrant's Managed Distribution Plan.



**Signatures**

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

Eaton Vance Enhanced Equity Income Fund

By: /s/ Walter A. Row, III  
Walter A. Row, III  
President

Date: November 9, 2012

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

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

Date: November 9, 2012

By: /s/ Walter A. Row, III  
Walter A. Row, III  
President

Date: November 9, 2012