Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form 4

EATON VA	ANCE LTD DUR	ATION I	NCOMI	E FUND	-			-			
Form 4 June 04, 200	08										
	ЛЛ								PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								NOMB Number:	3235-0287		
Check tl if no lon subject t Section Form 4 Form 5	to STATEN 16. or		F CHAI	NGES IN SECUI	Expires: Estimated burden hor response	urs per					
obligatio may cor See Inst 1(b).	ons Section 17((a) of the	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Sectio 940	on			
(Print or Type	Responses)										
1. Name and A	2. Issuer Name and Ticker or Trading Symbol EATON VANCE LTD DURATIO				5. Relationship of Reporting Person(s) to IssuerN (Check all applicable)						
(T)		. .		ME FUNE							
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)				Director10% Owner Officer (give titleXOther (specify				
THE EATO BUILDINO	REET	06/02/2008				below) below) Management Committee of EV					
		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
BOSTON,		Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Zip)	Tal	ole I - Non-l	Derivative	Securities A	Acquired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)		Isaction Date 2A. Deemed h/Day/Year) Execution Date, if any (Month/Day/Year)		Code Disposed of (D)			Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
D . I D		6 1 1									
Keminder: Ke	port on a separate line	e for each cl	lass of sec	urities bene	Perso inforn requir	ns who res nation cont red to respo lys a curre	spond to the colle ained in this form ond unless the for ntly valid OMB co	i are not rm	SEC 1474 (9-02)		
	Tab					posed of, or convertible s	Beneficially Owned securities)	I			
1 Title of) 3 Trong	nation Date	34 Da	amad	4	5	6 Data Exercisable	and 7 Titles	nd 8 Drice of		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative ecurities Acquired A) or Disposed f (D) Instr. 3,		Underlying Securities (Instr. 3 and 4)		Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Relationships

Management Committee of EV

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PELLETIER JOHN E THE EATON VANCE BUILDING **255 STATE STREET** BOSTON, MA 02109

Signatures

By: Paul M. O'Neil, Attorney in Fact

**Signature of Reporting Person

06/04/2008 Date

Explanation of Responses:

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.