

Eaton Vance Tax-Managed Buy-Write Income Fund  
Form N-Q  
May 25, 2012

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form N-Q**

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

**811-21676**

**Investment Company Act File Number**

**Eaton Vance Tax-Managed Buy-Write**  
**Income Fund**

(Exact Name of Registrant as Specified in Charter)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

Maureen A. Gemma

Two International Place, Boston, Massachusetts 02110

(Name and Address of Agent for Services)

(617) 482-8260

(Registrant's Telephone Number, Including Area Code)

December 31

Date of Fiscal Year End

March 31, 2012

Date of Reporting Period



**Item 1. Schedule of Investments**

## Eaton Vance

## Tax-Managed Buy-Write Income Fund

March 31, 2012

## PORTFOLIO OF INVESTMENTS (Unaudited)

## Common Stocks 101.3%

	N(000.000.000 Shares	N(000.000.000 Value
<b>Security</b>		
<b>Aerospace &amp; Defense 2.8%</b>		
Boeing Co. (The)	26,422	\$ 1,965,004
Honeywell International, Inc.	54,427	3,322,768
Northrop Grumman Corp.	21,600	1,319,328
Textron, Inc.	19,301	537,147
United Technologies Corp.	42,843	3,553,399
		<b>\$ 10,697,646</b>
<b>Air Freight &amp; Logistics 1.0%</b>		
C.H. Robinson Worldwide, Inc.	12,698	\$ 831,592
Expeditors International of Washington, Inc.	13,909	646,908
United Parcel Service, Inc., Class B	28,717	2,318,036
		<b>\$ 3,796,536</b>
<b>Airlines 0.1%</b>		
Southwest Airlines Co.	36,616	\$ 301,716
		<b>\$ 301,716</b>
<b>Auto Components 0.6%</b>		
Dana Holding Corp.	31,658	\$ 490,699
Goodyear Tire & Rubber Co. (The) <sup>(1)</sup>	10,898	122,276
Johnson Controls, Inc.	37,662	1,223,262
Lear Corp.	8,572	398,512
		<b>\$ 2,234,749</b>
<b>Automobiles 0.1%</b>		
Ford Motor Co.	30,101	\$ 375,962
		<b>\$ 375,962</b>
<b>Beverages 2.7%</b>		
Coca-Cola Co. (The)	86,673	\$ 6,414,669
PepsiCo, Inc.	54,927	3,644,406
		<b>\$ 10,059,075</b>
<b>Biotechnology 1.6%</b>		
Amgen, Inc.	32,247	\$ 2,192,474

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Celgene Corp. <sup>(1)</sup>	32,350	2,507,772
Gilead Sciences, Inc. <sup>(1)</sup>	25,532	1,247,238
Vertex Pharmaceuticals, Inc. <sup>(1)</sup>	1,850	75,868
		<b>\$ 6,023,352</b>

**Capital Markets 2.1%**

Greenhill & Co., Inc.	14,014	\$ 611,571
Invesco, Ltd.	38,480	1,026,262
Lazard, Ltd., Class A	21,525	614,754
Legg Mason, Inc.	10,446	291,757
Morgan Stanley	126,372	2,481,946
State Street Corp.	27,413	1,247,292
T. Rowe Price Group, Inc.	24,428	1,595,148
Walter Investment Management Corp.	7,355	165,855
		<b>\$ 8,034,585</b>

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	N(000,000,000) Shares	N(000,000,000) Value
<b>Security</b>		
<b>Chemicals 2.1%</b>		
Air Products and Chemicals, Inc.	11,261	\$ 1,033,760
Dow Chemical Co. (The)	64,146	2,222,017
E.I. Du Pont de Nemours & Co.	51,275	2,712,447
Eastman Chemical Co.	3,608	186,498
Mosaic Co. (The)	5,728	316,701
Sherwin-Williams Co. (The)	13,337	1,449,332
		<b>\$ 7,920,755</b>
<b>Commercial Banks 3.7%</b>		
Bank of Montreal	4,957	\$ 294,545
BB&T Corp.	51,539	1,617,809
Fifth Third Bancorp	91,535	1,286,067
KeyCorp	54,776	465,596
M&T Bank Corp.	12,600	1,094,688
PNC Financial Services Group, Inc.	31,765	2,048,525
U.S. Bancorp	53,344	1,689,938
Wells Fargo & Co.	164,065	5,601,179
		<b>\$ 14,098,347</b>
<b>Commercial Services &amp; Supplies 0.8%</b>		
Avery Dennison Corp.	15,307	\$ 461,200
Republic Services, Inc.	16,739	511,544
Waste Management, Inc.	56,032	1,958,878
		<b>\$ 2,931,622</b>
<b>Communications Equipment 2.7%</b>		
Brocade Communications Systems, Inc. <sup>(1)</sup>	42,403	\$ 243,817
Cisco Systems, Inc.	222,878	4,713,870
QUALCOMM, Inc.	79,852	5,431,533
		<b>\$ 10,389,220</b>
<b>Computers &amp; Peripherals 5.6%</b>		
Apple, Inc. <sup>(1)</sup>	30,468	\$ 18,264,652
Hewlett-Packard Co.	87,361	2,081,813
QLogic Corp. <sup>(1)</sup>	20,459	363,352
SanDisk Corp. <sup>(1)</sup>	8,289	411,051
		<b>\$ 21,120,868</b>
<b>Consumer Finance 1.1%</b>		
American Express Co.	49,193	\$ 2,846,307
Discover Financial Services	40,754	1,358,738
		<b>\$ 4,205,045</b>
<b>Distributors 0.6%</b>		
Genuine Parts Co.	33,297	\$ 2,089,387
		<b>\$ 2,089,387</b>

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**Diversified Financial Services 2.5%**

Bank of America Corp.	100,000	\$	957,000
Citigroup, Inc.	83,563		3,054,228
CME Group, Inc.	2,975		860,757
JPMorgan Chase & Co.	69,344		3,188,437
Moody's Corp.	29,272		1,232,351
		\$	<b>9,292,773</b>

**Diversified Telecommunication Services 2.7%**

AT&T, Inc.	190,600	\$	5,952,438
CenturyLink, Inc.	22,936		886,476
Verizon Communications, Inc.	84,339		3,224,280
		\$	<b>10,063,194</b>

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	N(000.000.000) Shares	N(000.000.000) Value
<b>Security</b>		
<b>Electric Utilities 0.9%</b>		
Duke Energy Corp.	110,536	\$ 2,322,361
Edison International	20,090	854,026
Pinnacle West Capital Corp.	7,168	343,347
		<b>\$ 3,519,734</b>
<b>Electrical Equipment 0.7%</b>		
Emerson Electric Co.	53,488	\$ 2,791,004
		<b>\$ 2,791,004</b>
<b>Electronic Equipment, Instruments &amp; Components 0.4%</b>		
Corning, Inc.	83,196	\$ 1,171,399
Molex, Inc.	13,181	370,650
		<b>\$ 1,542,049</b>
<b>Energy Equipment &amp; Services 1.6%</b>		
Baker Hughes, Inc.	5,106	\$ 214,146
Halliburton Co.	62,164	2,063,223
Schlumberger, Ltd.	56,392	3,943,492
		<b>\$ 6,220,861</b>
<b>Food &amp; Staples Retailing 2.0%</b>		
CVS Caremark Corp.	60,482	\$ 2,709,594
Wal-Mart Stores, Inc.	81,955	5,015,646
		<b>\$ 7,725,240</b>
<b>Food Products 1.5%</b>		
ConAgra Foods, Inc.	33,089	\$ 868,917
Green Mountain Coffee Roasters, Inc. <sup>(1)</sup>	15,366	719,743
Kellogg Co.	31,044	1,664,890
Kraft Foods, Inc., Class A	54,344	2,065,616
Tyson Foods, Inc., Class A	28,696	549,528
		<b>\$ 5,868,694</b>
<b>Health Care Equipment &amp; Supplies 1.9%</b>		
Baxter International, Inc.	42,233	\$ 2,524,689
Covidien PLC	11,380	622,258
Medtronic, Inc.	41,406	1,622,701
Orthofix International NV <sup>(1)</sup>	1,884	70,801
Stryker Corp.	38,437	2,132,485
Zimmer Holdings, Inc.	5,294	340,298