

EATON VANCE SENIOR FLOATING RATE TRUST
Form N-CSR
December 26, 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: 811-21411

Eaton Vance Senior Floating-Rate Trust

(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)

October 31

Date of Fiscal Year End

October 31, 2012

Date of Reporting Period

Item 1. Reports to Stockholders

Eaton Vance

Senior Floating-Rate Trust

(EFR)

Annual Report

October 31, 2012

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 October 31, 2012

Eaton Vance

Senior Floating-Rate Trust

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Eaton Vance

Senior Floating-Rate Trust

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Management's Discussion of Fund Performance¹

Economic and Market Conditions

The U.S. floating-rate loan market generated solid results for the 12-month period ended October 31, 2012, as measured by the 8.48% return of the S&P/LSTA Leveraged Loan Index (the Index),² a broad barometer of the asset class. Returns of the Index reflected an increase in loan prices, plus investment income.

Throughout the past 12 months, the floating-rate market exhibited resilience amid low U.S. economic growth and uncertainty regarding U.S. fiscal policy. This resilience was due to favorable market technical and fundamental conditions. The net supply of floating-rate loans was moderate, as loan repayments by issuers helped offset new issue supply coming to market. At the same time, demand strengthened. Improved economic data and the U.S. Federal Reserve's pledge to keep interest rates low appeared to have fueled investors' appetite for higher-yielding alternatives to government bonds. Other investors turned to floating-rate loans for protection against potentially rising interest rates. In the institutional market, buying by pension funds, hedge funds, structured vehicles, and other institutional investors, such as relative value crossover strategies, also increased as the period progressed. For the period, the modest growth in the overall supply of loans was easily absorbed due to widespread investor demand.

In terms of issuer fundamentals, improving corporate balance sheets and better-than-expected earnings growth also helped bolster loans. Furthermore, the default rate in the market remained well below longer-term averages, ending October 31, 2012 at 1.1% by principal amount on a last-12-months basis, according to S&P Leveraged Commentary & Data (LCD).

Fund Performance

For the fiscal year ended October 31, 2012, Eaton Vance Senior Floating-Rate Trust (EFR) (the Trust) shares at net asset value (NAV) had a total return of 12.31%, outperforming the 8.48% return of the Trust's benchmark, the S&P/LSTA Leveraged Loan Index (the Index).

Contributing to relative performance versus the Index was the Trust's allocation to high-yield corporate bonds, which outperformed loans during the period. The Index does not include high-yield bonds. Similarly, the Trust's use of leverage aided relative performance versus the Index by amplifying the Trust's positive performance. The Index does not use leverage.

Underweight exposures to utilities and telecommunications helped bolster relative results versus the Index, as these segments underperformed the overall loan market.

The Trust's underweight to the lower-quality segment of the market detracted from performance relative to the Index. The Trust's holdings were biased toward higher-quality BB- and B-rated⁷ loans. At the same time, the Trust had an underweight to CCC-rated loans. For the year, BB-rated loans in the Index returned 6.60%, B-rated loans in the Index gained 10.12% and CCC-rated loans in the Index rose 9.93%. Within the BB- and B-rated space, the Trust had a more pronounced overweight to the higher-rated BB-ratings tier, providing a further drag on relative results versus the Index.

In terms of industry allocation, the Trust's underweight exposure to publishing and financial intermediaries which outperformed the broad market and overweight exposure to the leisure goods/activities/movies segment which underperformed the broad market also were a drag on performance relative to the Index.

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.

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Performance^{2,3}

Portfolio Managers Scott H. Page, CFA, Craig P. Russ and Peter M. Campo, CFA

				Since
% Average Annual Total Returns	Inception Date	One Year	Five Years	Inception
Fund at NAV	11/28/2003	12.31%	5.40%	5.49%
Fund at Market Price		19.66	8.25	5.95
S&P/LSTA Leveraged Loan Index	11/28/2003	8.48%	5.21%	5.25%
% Premium/Discount to NAV				3.97%
Distributions⁴				
Total Distributions per share for the period				\$ 1.052
Distribution Rate at NAV				7.14%
Distribution Rate at Market Price				6.87%
% Total Leverage⁵				
Auction Preferred Shares (APS)				15.73%
Borrowings				20.96

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.

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Fund Profile

Top 10 Holdings (% of total investments)⁶

Intelsat Jackson Holdings Ltd.	1.2%
Rite Aid Corporation	1.2
HCA, Inc.	1.0
Aramark Corporation	1.0
Asurion LLC	1.0
Calpine Corp. (corporate bond)	0.9
UPC Broadband Holding B.V./UPC Financing Partnership	0.8
Alliance Boots Holdings Limited	0.8
Chrysler Group LLC	0.8
Community Health Systems, Inc.	0.8
Total	9.5%

Top 10 Sectors (% of total investments)⁶

Health Care	11.7%
Business Equipment and Services	8.7
Electronics/Electrical	5.7
Leisure Goods/Activities/Movies	4.9
Automotive	4.4
Financial Intermediaries	4.3
Telecommunications	4.2
Chemicals and Plastics	3.9
Publishing	3.8
Cable and Satellite Television	3.7
Total	55.3%

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Endnotes and Additional Disclosures

- ¹ 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.
- ² S&P/LSTA Leveraged Loan Index is an unmanaged index of the institutional leveraged loan market. 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.
- ³ Performance results reflect the effects of leverage. Absent an expense waiver by the investment adviser, the returns would be lower.
- ⁴ 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.
- ⁵ Leverage represents the liquidation value of the Fund's APS and borrowings outstanding as a percentage of Fund net assets applicable to common shares plus APS and borrowings outstanding. Use of leverage creates an opportunity for income, but creates risks including greater price volatility. The cost of leverage rises and falls with changes in short-term interest rates. The Fund is required to maintain prescribed asset coverage for its APS and borrowings, which could be reduced if Fund asset values decline.
- ⁶ Excludes cash and cash equivalents.
- ⁷ Ratings are based on Moody's, S&P or Fitch, as applicable. Credit ratings are based largely on the rating agency's investment analysis at the time of rating and the rating assigned to any particular security is not necessarily a reflection of the issuer's current financial condition. The rating assigned to a security by a rating agency does not necessarily reflect its assessment of the volatility of a security's market value or of the liquidity of an investment in the security. If securities are rated differently by the rating agencies, the higher rating is applied. Ratings of BBB or higher by Standard and Poor's or Fitch (Baa or higher by Moody's) are considered to be investment grade quality.

Fund profile subject to change due to active management.

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Portfolio of Investments

Senior Floating-Rate Interests 143.9%

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Aerospace and Defense 2.8%		
AVIO S.p.A.		
Term Loan, 3.09%, Maturing June 14, 2017	625	\$ 614,844
Term Loan, 3.86%, Maturing December 14, 2017	EUR 550	705,753
Term Loan, 3.96%, Maturing December 14, 2017	650	639,437
Booz Allen Hamilton Inc.		
Term Loan, 4.50%, Maturing July 31, 2019	825	831,102
DAE Aviation Holdings, Inc.		
Term Loan, 7.25%, Maturing July 31, 2014	877	877,404
Term Loan, 7.25%, Maturing July 31, 2014	925	925,181
Ducommun Incorporated		
Term Loan, 5.50%, Maturing June 28, 2017	1,416	1,437,547
IAP Worldwide Services, Inc.		
Term Loan, 9.25%, Maturing December 28, 2012	1,755	1,425,684
Sequa Corporation		
Term Loan, 3.62%, Maturing December 3, 2014	794	793,713
Term Loan, 6.25%, Maturing December 3, 2014	248	248,745
TASC, Inc.		
Term Loan, 4.50%, Maturing December 18, 2015	1,429	1,432,019
Transdigm, Inc.		
Term Loan, 4.00%, Maturing February 14, 2017	1,019	1,023,452
Term Loan, 4.00%, Maturing February 14, 2017	2,356	2,365,670
Wesco Aircraft Hardware Corp.		
Term Loan, 4.25%, Maturing April 7, 2017	389	390,236
Wyle Services Corporation		
Term Loan, 5.00%, Maturing March 27, 2017	808	813,504
		\$ 14,524,291
Air Transport 0.3%		
Evergreen International Aviation, Inc.		
Term Loan, 11.50%, Maturing June 30, 2015	814	\$ 793,941
Orbitz Worldwide Inc.		
Term Loan, 3.21%, Maturing July 25, 2014	990	968,683
		\$ 1,762,624

Automotive 7.0%

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Allison Transmission, Inc.		
Term Loan, 2.72%, Maturing August 7, 2014	998	\$ 1,001,129
Term Loan, 4.25%, Maturing August 23, 2019	2,870	2,887,336
Autoparts Holdings Limited		
Term Loan, 6.50%, Maturing July 28, 2017	396	394,515
Chrysler Group LLC		
Term Loan, 6.00%, Maturing May 24, 2017	6,922	7,090,976
	Principal Amount*	
Borrower/Tranche Description	(000 s omitted)	Value
Automotive (continued)		
Delphi Corporation		
Term Loan, 3.50%, Maturing March 31, 2017	1,385	\$ 1,392,420
Federal-Mogul Corporation		
Term Loan, 2.15%, Maturing December 29, 2014	2,407	2,269,080
Term Loan, 2.15%, Maturing December 28, 2015	3,024	2,851,435
Goodyear Tire & Rubber Company (The)		
Term Loan - Second Lien, 4.75%, Maturing April 30, 2019	6,650	6,724,812
HHI Holdings LLC		
Term Loan, 6.00%, Maturing October 3, 2018	2,075	2,075,000
Metaldyne Company LLC		
Term Loan, 5.25%, Maturing May 18, 2017	2,170	2,181,317
SRAM, LLC		
Term Loan - Second Lien, 4.78%, Maturing June 7, 2018	1,200	1,212,084
Term Loan - Second Lien, 8.50%, Maturing December 7, 2018	500	510,000
Tomkins LLC		
Term Loan, 4.25%, Maturing September 29, 2016	1,910	1,922,768
TriMas Corporation		
Term Loan, Maturing October 10, 2019 ⁽²⁾	875	877,187
Veyance Technologies, Inc.		
Term Loan, 2.47%, Maturing July 31, 2014	233	231,723
Term Loan, 2.47%, Maturing July 31, 2014	1,630	1,617,807
Term Loan, 5.50%, Maturing July 31, 2014	323	324,588
Term Loan - Second Lien, 5.96%, Maturing July 31, 2015	1,275	1,236,750
		\$ 36,800,927
Building and Development 1.1%		
Armstrong World Industries, Inc.		
Term Loan, 4.00%, Maturing March 9, 2018	889	\$ 893,326
Goodman Global Inc.		
Term Loan, 5.75%, Maturing October 28, 2016	1,676	1,682,715
Preferred Proppants, LLC		
Term Loan, 7.50%, Maturing December 15, 2016	720	682,685
RE/MAX International, Inc.		
Term Loan, 5.50%, Maturing April 15, 2016	1,672	1,684,255
Realogy Corporation		
Term Loan, 3.24%, Maturing October 10, 2013	115	113,595
Summit Materials Companies I, LLC		
Term Loan, 6.00%, Maturing January 30, 2019	473	477,400
		\$ 5,533,976

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Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Business Equipment and Services 14.0%		
ACCO Brands Corporation		
Term Loan, 4.25%, Maturing April 30, 2019	498	\$ 502,786
Acosta, Inc.		
Term Loan, 5.00%, Maturing March 1, 2018	2,904	2,922,506
Advantage Sales & Marketing, Inc.		
Term Loan, 5.25%, Maturing December 18, 2017	2,215	2,219,578
Affinion Group, Inc.		
Term Loan, 5.00%, Maturing July 16, 2015	4,565	4,311,319
Allied Security Holdings, LLC		
Term Loan, 5.25%, Maturing February 3, 2017	566	567,791
Altegrity, Inc.		
Term Loan, 7.75%, Maturing February 20, 2015	692	692,217
Term Loan, 2.96%, Maturing February 21, 2015	707	657,834
BAR/BRI Review Courses, Inc.		
Term Loan, 6.00%, Maturing June 16, 2017	632	632,446
Brand Energy & Infrastructure Services, Inc.		
Term Loan, Maturing October 16, 2016 ⁽²⁾	160	159,677
Term Loan, Maturing October 16, 2018 ⁽²⁾	665	663,105
Brickman Group Holdings Inc.		
Term Loan, 5.50%, Maturing October 14, 2016	1,425	1,446,523
Brock Holdings III, Inc.		
Term Loan, 6.01%, Maturing March 16, 2017	1,099	1,109,916
ClientLogic Corporation		
Term Loan, 7.10%, Maturing January 30, 2017	1,567	1,531,451
Corporate Executive Board Company, The		
Term Loan, 5.00%, Maturing July 2, 2019	525	528,937
CPM Acquisition Corp.		
Term Loan, 6.25%, Maturing August 29, 2017	500	504,062
Term Loan - Second Lien, 10.25%, Maturing February 28, 2018	1,000	1,012,500
DynCorp International LLC		
Term Loan, 6.25%, Maturing July 7, 2016	564	567,404
Education Management LLC		
Term Loan, 8.25%, Maturing March 29, 2018	2,064	1,830,854
EIG Investors Corp.		
Term Loan, 7.75%, Maturing April 20, 2018	2,020	2,031,300
Term Loan - Second Lien, 11.00%, Maturing October 22, 2018	300	303,000
Expert Global Solutions, Inc.		
Term Loan, 8.00%, Maturing April 3, 2018	1,940	1,959,652
Genesys Telecom Holdings, U.S., Inc.		
Term Loan, 6.75%, Maturing January 31, 2019	622	631,592
Genpact International, Inc.		

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Term Loan, 4.25%, Maturing August 30, 2019	1,600	1,606,000
Business Equipment and Services (continued)		
Go Daddy Operating Company, LLC		
Term Loan, 5.50%, Maturing December 17, 2018	1,436	\$ 1,431,799
IG Investment Holdings, LLC		
Term Loan, Maturing October 31, 2019 ⁽²⁾	775	774,031
IMS Health Incorporated		
Term Loan, 4.50%, Maturing August 25, 2017	1,993	2,007,111
Infor (US), Inc.		
Term Loan, 5.25%, Maturing April 5, 2018	5,062	5,123,217
KAR Auction Services, Inc.		
Term Loan, 5.00%, Maturing May 19, 2017	2,812	2,831,463
Kronos Incorporated		
Term Loan, Maturing October 25, 2019 ⁽²⁾	1,575	1,578,937
Term Loan - Second Lien, Maturing April 24, 2020 ⁽²⁾	900	902,250
Language Line, LLC		
Term Loan, 6.25%, Maturing June 20, 2016	2,031	2,020,005
Meritas LLC		
Term Loan, 7.50%, Maturing July 28, 2017	692	692,175
Mitchell International, Inc.		
Term Loan - Second Lien, 5.63%, Maturing March 30, 2015	1,000	987,500
Monitronics International Inc.		
Term Loan, 5.50%, Maturing March 16, 2018	846	853,855
Quintiles Transnational Corp.		
Term Loan, 4.50%, Maturing June 8, 2018	375	376,406
Term Loan, 5.00%, Maturing June 8, 2018	4,271	4,306,173
Sabre, Inc.		
Term Loan, 2.21%, Maturing September 30, 2014	1,392	1,390,229
Sensus USA Inc.		
Term Loan, 4.75%, Maturing May 9, 2017	665	667,368
Softlayer Technologies, Inc.		
Term Loan, 7.25%, Maturing November 5, 2016	639	642,616
SunGard Data Systems, Inc.		
Term Loan, 3.90%, Maturing February 26, 2016	4,742	4,761,445
Term Loan, 3.97%, Maturing February 28, 2017	1,547	1,554,253
SymphonyIRI Group, Inc.		
Term Loan, 5.00%, Maturing December 1, 2017	815	816,215
Trans Union, LLC		
Term Loan, 5.50%, Maturing February 12, 2018	2,864	2,894,731
Travelport LLC		
Term Loan, 4.65%, Maturing August 21, 2015	EUR 741	915,067
Term Loan, 4.86%, Maturing August 21, 2015	2,856	2,735,186
Term Loan, 4.86%, Maturing August 21, 2015	553	529,347
U.S. Security Holdings, Inc.		
Term Loan, 6.00%, Maturing July 28, 2017	118	118,613
Term Loan, 6.00%, Maturing July 28, 2017	601	606,015

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Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Business Equipment and Services (continued)		
West Corporation		
Term Loan, 5.50%, Maturing July 15, 2016	678	\$ 685,574
Term Loan, 5.50%, Maturing July 15, 2016	1,928	1,950,512
Term Loan, 5.75%, Maturing June 29, 2018	1,147	1,161,464
		\$ 73,706,007
Cable and Satellite Television 5.9%		
Atlantic Broadband Finance, LLC		
Term Loan, 5.25%, Maturing April 4, 2019	1,297	\$ 1,305,087
Term Loan - Second Lien, 9.75%, Maturing October 4, 2019	775	806,000
BBHI Acquisition LLC		
Term Loan, 4.50%, Maturing December 14, 2017	1,228	1,234,266
Bragg Communications Incorporated		
Term Loan, 4.00%, Maturing February 28, 2018	398	399,990
Cequel Communications, LLC		
Term Loan, 4.00%, Maturing February 14, 2019	4,378	4,391,681
Charter Communications Operating, LLC		
Term Loan, 3.47%, Maturing September 6, 2016	760	763,774
Term Loan, 4.00%, Maturing May 15, 2019	299	300,851
Crown Media Holdings, Inc.		
Term Loan, 5.75%, Maturing July 14, 2018	475	477,061
CSC Holdings, Inc.		
Term Loan, 1.96%, Maturing March 29, 2016	2,835	2,835,746
Kabel Deutschland GMBH		
Term Loan, 4.25%, Maturing February 1, 2019	1,075	1,079,127
Lavena Holdings 4 GmbH		
Term Loan, 2.95%, Maturing March 6, 2015	EUR 369	450,251
Term Loan, 3.32%, Maturing March 4, 2016	EUR 369	450,251
Term Loan, 7.70%, Maturing March 6, 2017 ⁽³⁾	EUR 405	457,878
Term Loan - Second Lien, 4.45%, Maturing September 2, 2016	EUR 520	608,226
Mediacom Broadband LLC		
Term Loan, 4.50%, Maturing October 23, 2017	1,442	1,440,911
Mediacom Illinois, LLC		
Term Loan, 1.68%, Maturing January 30, 2015	3,579	3,518,661
Term Loan, 4.50%, Maturing October 23, 2017	806	803,666
P7S1 Broadcasting Holding II B.V.		
Term Loan, 2.81%, Maturing July 1, 2016	EUR 1,781	2,257,877
UPC Broadband Holding B.V.		
Term Loan, 3.87%, Maturing December 31, 2016	EUR 2,353	3,032,956
Term Loan, 4.12%, Maturing December 29, 2017	EUR 1,619	2,096,626

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Cable and Satellite Television (continued)		
UPC Financing Partnership		
Term Loan, 3.71%, Maturing December 30, 2016	409	\$ 407,734
Term Loan, 3.71%, Maturing December 29, 2017	1,264	1,262,265
Term Loan, 4.75%, Maturing December 29, 2017	375	377,812
WaveDivision Holdings, LLC		
Term Loan, 5.50%, Maturing August 9, 2019	325	328,449
		\$ 31,087,146
Chemicals and Plastics 5.0%		
AZ Chem US Inc.		
Term Loan, 7.25%, Maturing December 22, 2017	1,830	\$ 1,871,022
Chemtura Corporation		
Term Loan, Maturing August 27, 2016 ⁽²⁾	250	253,438
Emerald Performance Materials, LLC		
Term Loan, 6.75%, Maturing May 18, 2018	698	706,105
General Chemical Corporation		
Term Loan, 5.00%, Maturing October 6, 2015	526	528,649
Harko C.V.		
Term Loan, 5.75%, Maturing August 2, 2017	520	523,486
Houghton International, Inc.		
Term Loan, 6.75%, Maturing January 29, 2016	727	733,111
Huntsman International, LLC		
Term Loan, 2.79%, Maturing April 19, 2017	1,532	1,529,642
Ineos US Finance LLC		
Term Loan, 6.50%, Maturing May 4, 2018	3,433	3,485,659
Momentive Performance Materials Inc.		
Term Loan, 3.75%, Maturing May 5, 2015	647	645,942
Momentive Performance Materials USA Inc.		
Term Loan, 3.75%, Maturing May 5, 2015	1,388	1,384,972
Momentive Specialty Chemicals Inc.		
Term Loan, 4.00%, Maturing May 5, 2015	1,656	1,651,817
Term Loan, 4.13%, Maturing May 5, 2015	474	461,906
Term Loan, 4.13%, Maturing May 5, 2015	752	750,407
OEP Pearl Dutch Acquisition B.V.		
Term Loan, 6.50%, Maturing March 30, 2018	97	98,043
Omnova Solutions Inc.		
Term Loan, 5.50%, Maturing May 31, 2017	983	991,097
PolyOne Corp.		
Term Loan, 5.00%, Maturing December 20, 2017	496	500,748
Schoeller Arca Systems Holding B.V.		
Term Loan, 4.78%, Maturing November 16, 2015	EUR 145	131,126
Term Loan, 4.78%, Maturing November 16, 2015	EUR 412	373,864
Term Loan, 4.78%, Maturing November 16, 2015	EUR 443	402,314

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Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Chemicals and Plastics (continued)		
Sonneborn LLC		
Term Loan, 6.50%, Maturing March 30, 2018	550	\$ 555,578
Styron S.A.R.L., LLC		
Term Loan, 8.00%, Maturing August 2, 2017	2,567	2,456,623
Taminco Global Chemical Corporation		
Term Loan, 5.25%, Maturing February 15, 2019	373	377,478
Tronox Pigments (Netherlands) B.V.		
Term Loan, 4.25%, Maturing February 8, 2018	550	555,075
Term Loan, 4.25%, Maturing February 8, 2018	2,018	2,034,013
Univar Inc.		
Term Loan, 5.00%, Maturing June 30, 2017	3,527	3,498,871
		\$ 26,500,986
Clothing / Textiles 0.5%		
Ascena Retail Group, Inc.		
Term Loan, 4.75%, Maturing June 14, 2018	873	\$ 878,813
Phillips-Van Heusen Corporation		
Term Loan, 3.50%, Maturing May 6, 2016	541	544,525
Warnaco Inc.		
Term Loan, 3.75%, Maturing June 15, 2018	494	491,281
Wolverine Worldwide, Inc.		
Term Loan, 5.25%, Maturing July 31, 2019	525	531,235
		\$ 2,445,854
Conglomerates 2.5%		
Jason Incorporated		
Term Loan, 8.25%, Maturing September 21, 2014	169	\$ 169,865
Term Loan, 7.75%, Maturing September 22, 2014	223	223,333
Term Loan, 8.25%, Maturing September 22, 2014	68	68,425
Rexnord Corporation		
Term Loan, 4.50%, Maturing April 2, 2018	3,250	3,276,847
RGIS Services, LLC		
Term Loan, 4.61%, Maturing October 18, 2016	2,508	2,501,289
Term Loan, 5.50%, Maturing October 18, 2017	1,393	1,398,189
Rocket Software, Inc.		
Term Loan, 5.75%, Maturing February 8, 2018	1,241	1,249,154
Term Loan - Second Lien, 10.25%, Maturing February 8, 2019	750	755,625
Spectrum Brands, Inc.		

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Term Loan, 5.02%, Maturing June 17, 2016	1,606	1,611,787
Walter Energy, Inc.		
Term Loan, 5.75%, Maturing April 2, 2018	2,092	2,067,488
		\$ 13,322,002

Borrower/Tranche Description	Principal Amount*	Value
	(000 s omitted)	
Containers and Glass Products 1.7%		
Berry Plastics Holding Corporation		
Term Loan, 2.21%, Maturing April 3, 2015	1,929	\$ 1,918,929
BWAY Corporation		
Term Loan, 5.25%, Maturing February 23, 2018	152	152,664
Term Loan, 5.25%, Maturing February 23, 2018	1,359	1,362,058
Hilex Poly Co. LLC		
Term Loan, 11.25%, Maturing November 16, 2015	768	783,348
Pelican Products, Inc.		
Term Loan, 7.00%, Maturing July 11, 2018	499	502,491
Reynolds Group Holdings Inc.		
Term Loan, 4.75%, Maturing September 20, 2018	2,900	2,916,124
Sealed Air Corporation		
Term Loan, 4.75%, Maturing October 3, 2018	635	639,743
TricorBraun, Inc.		
Term Loan, 5.50%, Maturing May 3, 2018	623	628,113
		\$ 8,903,470

Cosmetics / Toiletries 0.8%		
Bausch & Lomb, Inc.		
Term Loan, 5.25%, Maturing May 17, 2019	2,993	\$ 3,029,906
KIK Custom Products, Inc.		
Term Loan - Second Lien, 5.22%, Maturing November 28, 2014	975	751,725
Prestige Brands, Inc.		
Term Loan, 5.28%, Maturing January 31, 2019	409	414,314
		\$ 4,195,945

Drugs 1.4%		
Aptalis Pharma, Inc.		
Term Loan, 5.50%, Maturing February 10, 2017	498	\$ 499,677
Term Loan, 5.50%, Maturing February 10, 2017	1,970	1,979,812
Par Pharmaceutical Companies, Inc.		
Term Loan, 5.00%, Maturing September 30, 2019	1,175	1,174,476
Warner Chilcott Company, LLC		
Term Loan, 4.25%, Maturing March 15, 2018	725	728,426
Warner Chilcott Corporation		
Term Loan, 4.25%, Maturing March 15, 2018	551	553,253
Term Loan, 4.25%, Maturing March 15, 2018	1,450	1,456,852
WC Luxco S.a.r.l.		
Term Loan, 4.25%, Maturing March 15, 2018	997	1,001,586
		\$ 7,394,082

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Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Ecological Services and Equipment 0.6%		
ADS Waste Holdings		
Term Loan, 5.25%, Maturing September 11, 2019	1,950	\$ 1,970,516
Envirotest Systems Holding Corp.		
Term Loan - Second Lien, 15.50%, Maturing March 31, 2017 ⁽⁴⁾	231	238,412
Progressive Waste Solutions Ltd.		
Term Loan, Maturing October 11, 2019 ⁽²⁾	525	529,922
Viking Consortium Borrower Limited		
Term Loan - Second Lien, 7.32%, Maturing March 31, 2016 ⁽³⁾	GBP 523	232,179
		\$ 2,971,029
Electronics / Electrical 9.2%		
Aeroflex Incorporated		
Term Loan, 5.75%, Maturing May 9, 2018	1,852	\$ 1,858,689
Aspect Software, Inc.		
Term Loan, 6.25%, Maturing May 6, 2016	1,458	1,438,385
Attachmate Corporation		
Term Loan, 7.25%, Maturing November 22, 2017	3,042	3,076,857
Cinedigm Digital Funding I, LLC		
Term Loan, 5.25%, Maturing April 29, 2016	425	428,749
CommScope, Inc.		
Term Loan, 4.25%, Maturing January 12, 2018	2,093	2,111,440
CompuCom Systems, Inc.		
Term Loan, 6.50%, Maturing October 2, 2018	800	801,500
Dealer Computer Services, Inc.		
Term Loan, 3.75%, Maturing April 20, 2018	1,539	1,549,469
DG FastChannel, Inc.		
Term Loan, 5.75%, Maturing July 26, 2018	1,522	1,468,517
Eagle Parent, Inc.		
Term Loan, 5.00%, Maturing May 16, 2018	2,568	2,586,114
Edwards (Cayman Islands II) Limited		
Term Loan, 5.50%, Maturing May 31, 2016	432	433,784
Term Loan, 5.50%, Maturing May 31, 2016	1,072	1,076,327
Freescale Semiconductor, Inc.		
Term Loan, 4.46%, Maturing December 1, 2016	3,498	3,428,258
Hyland Software, Inc.		
Term Loan, Maturing October 29, 2019 ⁽²⁾	350	350,583
Magic Newco LLC		
Term Loan, 7.25%, Maturing December 12, 2018	1,400	1,406,125

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Microsemi Corporation		
Term Loan, 4.00%, Maturing February 2, 2018	1,457	1,468,413
NeuStar, Inc.		
Term Loan, 5.00%, Maturing November 8, 2018	941	951,081
	Principal Amount*	
Borrower/Tranche Description	(000 s omitted)	Value
Electronics / Electrical (continued)		
Nxp B.V.		
Term Loan, 4.50%, Maturing March 3, 2017	2,161	\$ 2,194,977
Term Loan, 5.50%, Maturing March 3, 2017	1,015	1,038,005
Term Loan, 5.25%, Maturing March 19, 2019	1,617	1,642,475
Open Solutions, Inc.		
Term Loan, 2.44%, Maturing January 23, 2014	1,985	1,919,533
Rovi Solutions Corporation		
Term Loan, 4.00%, Maturing March 29, 2019	821	806,510
SafeNet Inc.		
Term Loan, 2.71%, Maturing April 12, 2014	812	809,566
Semtech Corporation		
Term Loan, 4.25%, Maturing March 20, 2017	398	401,483
Sensata Technologies Finance Company, LLC		
Term Loan, 4.00%, Maturing May 11, 2018	3,481	3,498,342
Serena Software, Inc.		
Term Loan, 4.22%, Maturing March 10, 2016	474	470,445
Term Loan, 5.00%, Maturing March 10, 2016	350	351,313
Shield Finance Co. S.A.R.L.		
Term Loan, 6.50%, Maturing May 10, 2019	998	1,003,734
SkillSoft Corporation		
Term Loan, 5.00%, Maturing May 26, 2017	1,223	1,236,283
Sophia, L.P.		
Term Loan, 6.25%, Maturing July 19, 2018	1,373	1,394,640
Spansion LLC		
Term Loan, 4.75%, Maturing February 9, 2015	486	491,744
SS&C Technologies Inc.		
Term Loan, 5.00%, Maturing June 7, 2019	131	132,140
Term Loan, 5.00%, Maturing June 7, 2019	1,263	1,279,329
VeriFone Inc.		
Term Loan, 4.25%, Maturing December 28, 2018	215	215,607
Vertafore, Inc.		
Term Loan, 5.25%, Maturing July 29, 2016	983	986,602
Wall Street Systems, Inc.		
Term Loan, Maturing October 24, 2019 ⁽²⁾	1,175	1,160,312
Term Loan - Second Lien, Maturing April 24, 2020 ⁽²⁾	500	498,125
Web.com Group, Inc.		
Term Loan, 7.00%, Maturing October 27, 2017	2,515	2,518,436
		\$ 48,483,892
Equipment Leasing 1.1%		
BakerCorp International, Inc.		
Term Loan, 5.00%, Maturing June 1, 2018	1,328	\$ 1,335,135
Delos Aircraft Inc.		
Term Loan, 4.75%, Maturing April 12, 2016	1,275	1,295,719

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Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Equipment Leasing (continued)		
Flying Fortress Inc.		
Term Loan, 5.00%, Maturing June 30, 2017	3,350	\$ 3,408,625
		\$ 6,039,479
Financial Intermediaries 5.5%		
American Capital Holdings, Inc.		
Term Loan, 5.50%, Maturing August 22, 2016	825	\$ 831,187
Asset Acceptance Capital Corp.		
Term Loan, 8.75%, Maturing November 14, 2017	1,251	1,263,762
CB Richard Ellis Services, Inc.		
Term Loan, 3.46%, Maturing March 5, 2018	686	687,321
Term Loan, 3.71%, Maturing September 4, 2019	648	649,137
Citco III Limited		
Term Loan, 5.50%, Maturing June 29, 2018	1,629	1,644,650
First Data Corporation		
Term Loan, 2.96%, Maturing September 24, 2014	11	11,435
Term Loan, 2.96%, Maturing September 24, 2014	55	55,069
Term Loan, 2.96%, Maturing September 24, 2014	133	132,832
Term Loan, 4.21%, Maturing March 23, 2018	1,636	1,569,124
Term Loan, 5.21%, Maturing September 24, 2018	1,225	1,203,817
Grosvenor Capital Management Holdings, LLP		
Term Loan, 4.25%, Maturing December 5, 2016	1,294	1,273,150
Hamilton Lane Advisors, LLC		
Term Loan, 6.50%, Maturing February 23, 2018	707	706,875
Harbourvest Partners, LLC		
Term Loan, 6.25%, Maturing December 16, 2016	933	935,437
iPayment, Inc.		
Term Loan, 5.75%, Maturing May 8, 2017	917	914,782
LPL Holdings, Inc.		
Term Loan, 2.71%, Maturing March 29, 2017	780	771,225
Term Loan, 4.00%, Maturing March 29, 2019	3,060	3,076,835
Mercury Payment Systems Canada, LLC		
Term Loan, 5.50%, Maturing July 3, 2017	992	1,001,794
MIP Delaware, LLC		
Term Loan, 5.50%, Maturing July 12, 2018	662	668,809
Nuveen Investments, Inc.		
Term Loan, 5.85%, Maturing May 12, 2017	2,429	2,432,006
Term Loan, 5.84%, Maturing May 13, 2017	2,276	2,281,576
Term Loan, 7.25%, Maturing May 13, 2017	1,492	1,498,271
Oz Management LP		

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Term Loan, 1.71%, Maturing November 15, 2016	1,318	1,180,300
RJO Holdings Corp.		
Term Loan, 6.22%, Maturing December 10, 2015 ⁽⁴⁾	7	5,773
Term Loan, 6.97%, Maturing December 10, 2015 ⁽⁴⁾	223	171,617
	Principal Amount*	
Borrower/Tranche Description	(000 s omitted)	Value
Financial Intermediaries (continued)		
RPI Finance Trust		
Term Loan, 3.50%, Maturing May 9, 2018	3,451	\$ 3,466,514
Vantiv, LLC		
Term Loan, 3.75%, Maturing March 27, 2019	473	474,102
		\$ 28,907,400
Food Products 4.2%		
AdvancePierre Foods, Inc.		
Term Loan, 5.75%, Maturing July 10, 2017	1,275	\$ 1,287,218
American Seafoods Group LLC		
Term Loan, 4.25%, Maturing March 16, 2018	636	630,192
Blue Buffalo Company, Ltd.		
Term Loan, 6.50%, Maturing August 8, 2019	1,150	1,158,625
Clearwater Seafoods Limited Partnership		
Term Loan, 6.75%, Maturing June 6, 2018	1,047	1,051,303
Del Monte Foods Company		
Term Loan, 4.50%, Maturing March 8, 2018	4,244	4,244,312
Dole Food Company Inc.		
Term Loan, 5.04%, Maturing July 6, 2018	959	963,206
Hearthside Food Solutions, LLC		
Term Loan, 6.50%, Maturing June 5, 2018	1,172	1,173,527
High Liner Foods Incorporated		
Term Loan, 7.00%, Maturing December 19, 2017	645	648,754
JBS USA Holdings Inc.		
Term Loan, 4.25%, Maturing May 25, 2018	988	987,500
Michael Foods Group, Inc.		
Term Loan, 4.25%, Maturing February 23, 2018	670	674,056
NBTY, Inc.		
Term Loan, 4.25%, Maturing October 2, 2017	2,809	2,827,084
Pinnacle Foods Finance LLC		
Term Loan, 4.75%, Maturing October 17, 2018	274	275,335
Term Loan, 4.75%, Maturing October 17, 2018	4,738	4,757,869
Solvest Ltd.		
Term Loan, 5.02%, Maturing July 6, 2018	1,716	1,723,634
		\$ 22,402,615
Food Service 5.5%		
Aramark Corporation		
Term Loan, 3.40%, Maturing July 26, 2016	169	\$ 169,341
Term Loan, 3.46%, Maturing July 26, 2016	4,621	4,634,719
Term Loan, 3.46%, Maturing July 26, 2016	304	304,802
Term Loan, 3.57%, Maturing July 26, 2016	2,094	2,099,359
Term Loan, 3.97%, Maturing July 26, 2016	GBP 950	1,514,857

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Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Food Service (continued)		
Brasa Holdings, Inc. Term Loan, 7.50%, Maturing July 19, 2019	450	\$ 454,500
Buffets, Inc. Term Loan, 0.24%, Maturing April 22, 2015 ⁽⁴⁾	102	102,002
Burger King Corporation Term Loan, 3.75%, Maturing September 27, 2019	2,250	2,261,954
Centerplate, Inc. Term Loan, 5.75%, Maturing October 15, 2018	375	377,813
DineEquity, Inc. Term Loan, 4.25%, Maturing October 19, 2017	1,035	1,043,339
Dunkin' Brands, Inc. Term Loan, 4.00%, Maturing November 23, 2017	3,039	3,053,132
Landry's, Inc. Term Loan, 6.50%, Maturing April 24, 2018	1,318	1,334,580
NPC International, Inc. Term Loan, 5.25%, Maturing December 28, 2018	672	683,378
OSI Restaurant Partners, LLC Term Loan, 4.75%, Maturing October 24, 2019	2,650	2,661,262
P.F. Chang's China Bistro Inc. Term Loan, 6.25%, Maturing July 2, 2019	425	430,490
Sagittarius Restaurants, LLC Term Loan, 7.51%, Maturing May 18, 2015	390	390,975
US Foods, Inc. Term Loan, 2.71%, Maturing July 3, 2014	864	855,981
Weight Watchers International, Inc. Term Loan, 5.75%, Maturing March 31, 2017	3,584	3,538,924
Wendy's International, Inc. Term Loan, 4.00%, Maturing March 15, 2019	1,318	1,322,660
Wendy's International, Inc. Term Loan, 4.75%, Maturing May 15, 2019	1,950	1,970,516
		\$ 29,204,584
Food / Drug Retailers 4.7%		
Alliance Boots Holdings Limited Term Loan, 3.08%, Maturing July 9, 2015	EUR 1,000	\$ 1,268,374
Fairway Group Acquisition Company Term Loan, 3.49%, Maturing July 9, 2015	GBP 3,775	5,905,923
General Nutrition Centers, Inc. Term Loan, 8.25%, Maturing August 17, 2018	500	505,000
Pantry, Inc. (The) Term Loan, 3.75%, Maturing March 2, 2018	6,122	6,138,287

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Term Loan, 5.75%, Maturing August 2, 2019	425	428,365
Rite Aid Corporation		
Term Loan, 1.97%, Maturing June 4, 2014	7,924	7,868,973
Term Loan, 4.50%, Maturing March 2, 2018	2,103	2,099,298

	Principal Amount*	
Borrower/Tranche Description	(000 s omitted)	Value

Food / Drug Retailers (continued)

Sprouts Farmers Markets Holdings, LLC

Term Loan, 6.00%, Maturing April 18, 2018	574	\$ 579,298
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\$ 24,793,518

Health Care 17.9%