

EATON VANCE LTD DURATION INCOME FUND

Form SC TO-C

July 09, 2018

**AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON JULY 9, 2018**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**SCHEDULE TO**

**Tender Offer Statement Under Section 14(D)(1) or 13(E)(1) of the**

**Securities Exchange Act Of 1934**

**Eaton Vance Limited Duration Income Fund**

(Name of Subject Company (Issuer))

**Eaton Vance Limited Duration Income Fund**

(Name of Filing Person (Issuer))

**Auction Preferred Shares Series A, B, C and D, Par Value \$0.01 Per Share**

(Title of Class of Securities)

**Series A – 27828H204**

**Series B – 27828H303**

**Series C – 27828H402**

**Series D – 27828H501**

**Series E – 27828H600**

(CUSIP Number of Class of Securities)

**Maureen A. Gemma, Esquire**

**Eaton Vance Management**

**Two International Place**

**Boston, Massachusetts 02110**

**(617) 482-8260**

(Name, Address and Telephone Number of Person Authorized to Receive Notices  
and Communications on Behalf of the Person(s) Filing Statement)

**Transaction Valuation\* Amount Of Filing Fee\***

Not Applicable

Not Applicable

\* No Filing fee is required because this filing includes only preliminary communications made before the commencement of a tender offer.

Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the ☐ offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: Not Applicable Filing Party: Not Applicable  
Form of Registration No.: Not Applicable Date Filed: Not Applicable

☒ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

<input type="checkbox"/>	third party tender offer subject to Rule 14d-1.
<input checked="" type="checkbox"/>	issuer tender offer subject to Rule 13e-4.
<input type="checkbox"/>	going-private transaction subject to Rule 13e-3.
<input type="checkbox"/>	amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer. ☐

**Items 1-11.**

Not Applicable.

**Item 12. Exhibits.**

**Exhibit No. Document**

99.1 Press release issued by the Fund dated June 29, 2018

**Item 13.**

Not Applicable.

**Exhibit Index**

**Exhibit No. Document**

99.1 Press Release issued by the Fund dated June 29, 2018

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