

EATON VANCE CORP  
 Form 4  
 November 03, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FAUST THOMAS E JR**

(Last) (First) (Middle)

**THE EATON VANCE BUILDING, 255 STATE STREET**

(Street)

**BOSTON, MA 021092617**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**EATON VANCE CORP [EV]**

3. Date of Earliest Transaction (Month/Day/Year)  
**11/01/2005**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Executive Vice President**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Eaton Vance Corp. Non-voting Common Stock <sup>(1)</sup>	11/01/2005		A	V	595	A	\$ 20.95
Eaton Vance Corp. Common Stock (Voting)					55,812	I	
Eaton Vance Corp.					223,080	I	

By Voting Trust <sup>(2)</sup>

Stock Option

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Non-voting Common Stock							Income Deferral (3)
Voting Trust Receipt (4)					55,812	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Option (right to buy) (5)	\$ 24.87	11/01/2005		A		221,600		(6)	11/01/2015	Eaton Vance Corp. Non-voting Common Stock	221,600
Option (right to buy)	\$ 15.77							(7)	11/01/2006	Eaton Vance Corp. Non-voting Common Stock	6,974
Option (right to buy)	\$ 5.74							(8)	11/02/2006	Eaton Vance Corp. Non-voting Common Stock	142,580
Option (right to buy)	\$ 14.34							(9)	11/01/2007	Eaton Vance Corp. Non-voting Common Stock	270,820

Option (right to buy)	\$ 16.01	<u>(10)</u>	11/01/2007	Eaton Vance Corp. Non-voting Common Stock	6,872
Option (right to buy)	\$ 19.26	<u>(11)</u>	11/03/2008	Eaton Vance Corp. Non-voting Common Stock	5,710
Option (right to buy)	\$ 8.6	<u>(12)</u>	11/01/2009	Eaton Vance Corp. Non-voting Common Stock	108,400
Option (right to buy)	\$ 12.27	<u>(13)</u>	11/01/2010	Eaton Vance Corp. Non-voting Common Stock	241,800
Option (right to buy)	\$ 14.55	<u>(14)</u>	11/01/2012	Eaton Vance Corp. Non-voting Common Stock	307,100
Option (right to buy)	\$ 17.51	<u>(15)</u>	11/03/2013	Eaton Vance Corp. Non-voting Common Stock	316,800
Option (right to buy)	\$ 21.96	<u>(16)</u>	11/01/2014	Eaton Vance Corp. Non-voting Common Stock	273,200

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

