

Edgar Filing: EATON VANCE SENIOR FLOATING RATE TRUST - Form N-PX

EATON VANCE SENIOR FLOATING RATE TRUST  
Form N-PX  
August 17, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-21411

NAME OF REGISTRANT: Eaton Vance Senior Floating-Rate  
Trust

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place  
Boston, MA 02110

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.  
Two International Place  
Boston, MA 02110

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2010 - 06/30/2011

Eaton Vance Senior Floating-Rate Trust

-----  
BUFFETS RESTAURANTS HLDGS INC

Agen

-----  
Security: 11988P107  
Meeting Type: Annual  
Meeting Date: 27-Oct-2010  
Ticker: BUFR  
ISIN: US11988P1075  
-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS. | Mgmt          | Against       |

-----  
COMPTON PETROLEUM FIN CORP

Agen

## Edgar Filing: EATON VANCE SENIOR FLOATING RATE TRUST - Form N-PX

Security: 204755AB8  
 Meeting Type: Special  
 Meeting Date: 14-Sep-2010  
 Ticker:  
 ISIN: US204755AB85

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | A RESOLUTION OF NOTEHOLDERS (THE "NOTEHOLDERS' ARRANGEMENT RESOLUTION"), THE FULL TEXT OF WHICH IS SET OUT IN APPENDIX "A" TO THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR (THE "CIRCULAR"), APPROVING AMONG OTHER THINGS AN ARRANGEMENT (THE "ARRANGEMENT") PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT, WHICH ARRANGEMENT IS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR | Mgmt          | For           |

DELTA AIR LINES, INC.

Agen

Security: 247361702  
 Meeting Type: Annual  
 Meeting Date: 30-Jun-2011  
 Ticker: DAL  
 ISIN: US2473617023

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A     | ELECTION OF DIRECTOR: RICHARD H. ANDERSON   | Mgmt          | For           |
| 1B     | ELECTION OF DIRECTOR: EDWARD H. BASTIAN   | Mgmt          | For           |
| 1C     | ELECTION OF DIRECTOR: ROY J. BOSTOCK  | Mgmt          | For           |
| 1D     | ELECTION OF DIRECTOR: JOHN S. BRINZO  | Mgmt          | For           |
| 1E     | ELECTION OF DIRECTOR: DANIEL A. CARP  | Mgmt          | For           |
| 1F     | ELECTION OF DIRECTOR: JOHN M. ENGLER  | Mgmt          | For           |
| 1G     | ELECTION OF DIRECTOR: MICKEY P. FORET   | Mgmt          | For           |
| 1H     | ELECTION OF DIRECTOR: DAVID R. GOODE  | Mgmt          | For           |
| 1I     | ELECTION OF DIRECTOR: PAULA ROSPUT REYNOLDS   | Mgmt          | For           |
| 1J     | ELECTION OF DIRECTOR: KENNETH C. ROGERS   | Mgmt          | For           |
| 1K     | ELECTION OF DIRECTOR: KENNETH B. WOODROW  | Mgmt          | For           |
| 02     | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF DELTA'S NAMED EXECUTIVE OFFICERS. | Mgmt          | For           |
| 03     | TO RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY                                       | Mgmt          | 1 Year        |

## Edgar Filing: EATON VANCE SENIOR FLOATING RATE TRUST - Form N-PX

OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.

|    |   |      |         |
|----|---|------|---------|
| 04 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS DELTA'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2011. | Mgmt | For     |
| 05 | STOCKHOLDER PROPOSAL REGARDING CUMULATIVE VOTING IN THE ELECTION OF DIRECTORS.  | Shr  | Against |

---

GREKTOWN SUPERHOLDINGS INC

Agen

Security: 392485108  
Meeting Type: Annual  
Meeting Date: 08-Jun-2011  
Ticker: GRKT  
ISIN: US3924851088

---

| Prop.# | Proposal  | Proposal Type                                | Proposal Vote                               |
|--------|---|--|---|
| 01     | DIRECTOR<br>JOHN BITOVE<br>GEORGE BOYER<br>MICHAEL E. DUGGAN<br>BENJAMIN C. DUSTER IV<br>FREMAM HENDRIX<br>YVETTE E. LANDAU | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>Withheld<br>For<br>For<br>For<br>For |

---

SEMGROUP CORPORATION

Agen

Security: 81663A105  
Meeting Type: Annual  
Meeting Date: 25-May-2011  
Ticker: SEMG  
ISIN: US81663A1051

---

| Prop.# | Proposal  | Proposal Type  | Proposal Vote                                 |
|--------|---|--|---|
| 01     | DIRECTOR<br>RONALD A. BALLSCHMIEDE<br>SARAH M. BARPOULIS<br>JOHN F. CHLEBOWSKI<br>STANLEY C. HORTON<br>KARL F. KURZ<br>THOMAS R. MCDANIEL<br>NORMAN J. SZYDLOWSKI | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt   | For   |

Edgar Filing: EATON VANCE SENIOR FLOATING RATE TRUST - Form N-PX

|    |   |      |        |
|----|---|------|--------|
| 03 | TO SELECT, ON A NON-BINDING ADVISORY BASIS,<br>THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY<br>VOTES ON EXECUTIVE COMPENSATION. | Mgmt | 1 Year |
| 04 | RATIFICATION OF BDO USA, LLP AS INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.                                      | Mgmt | For    |

-----  
 SUPERMEDIA INC

Agen

-----  
 Security: 868447103  
 Meeting Type: Annual  
 Meeting Date: 11-May-2011  
 Ticker: SPMD  
 ISIN: US8684471035  
 -----

| Prop.# | Proposal  | Proposal<br>Type   | Proposal Vote  |
|--------|---|--|--|
| 01     | DIRECTOR<br>EDWARD J. BAYONE<br>ROBERT C. BLATTBERG<br>CHARLES B. CARDEN<br>ROBIN DOMENICONI<br>THOMAS D. GARDNER<br>DAVID E. HAWTHORNE<br>PETER J. MCDONALD<br>THOMAS S. ROGERS<br>JOHN SLATER<br>DOUGLAS D. WHEAT | Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt<br>Mgmt | For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For<br>For |
| 02     | ADVISORY VOTE APPROVING SUPERMEDIA'S EXECUTIVE<br>COMPENSATION.   | Mgmt   | For  |
| 03     | ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE<br>COMPENSATION VOTE.   | Mgmt   | 1 Year   |
| 04     | RATIFICATION OF ERNST & YOUNG LLP AS SUPERMEDIA'S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM<br>FOR 2011.   | Mgmt   | For  |

-----  
 WELLMAN HOLDINGS, INC.

Agen

-----  
 Security: 949700AA6  
 Meeting Type: Annual  
 Meeting Date: 29-Sep-2010  
 Ticker:  
 ISIN: US949700AA66  
 -----

| Prop.# | Proposal   | Proposal<br>Type | Proposal Vote |
|--------|--|------------------|---------------|
| 1A     | ELECTION OF CHARLES MACALUSO (AT-LARGE DIRECTOR) | Mgmt             | For           |

Edgar Filing: EATON VANCE SENIOR FLOATING RATE TRUST - Form N-PX

|    |  |      |     |
|----|--|------|-----|
| 1B | ELECTION OF DUNCAN H. COCROFT (AT-LARGE DIRECTOR)  | Mgmt | For |
| 1C | ELECTION OF KENNETH A. GHAZEY (AT-LARGE DIRECTOR)  | Mgmt | For |
| 1D | ELECTION OF JAMES D. JACKSON (AT-LARGE DIRECTOR)   | Mgmt | For |
| 1E | ELECTION OF LINDA KOFFENBERGER (AT-LARGE DIRECTOR) | Mgmt | For |
| 1F | ELECTION OF ARI M. CHANEY (THIRD LIEN DIRECTOR)    | Mgmt | For |

-----  
WELLMAN HOLDINGS, INC.

----- Agen

Security: 949700108  
Meeting Type: Annual  
Meeting Date: 29-Sep-2010  
Ticker:  
ISIN: US9497001084  
-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | DIRECTOR<br>MARK J. RUDAY *                        | Mgmt          | For           |
| 1A     | ELECTION OF CHARLES MACALUSO (AT-LARGE DIRECTOR)   | Mgmt          | For           |
| 1B     | ELECTION OF DUNCAN H. COCROFT (AT-LARGE DIRECTOR)  | Mgmt          | For           |
| 1C     | ELECTION OF KENNETH A. GHAZEY (AT-LARGE DIRECTOR)  | Mgmt          | For           |
| 1D     | ELECTION OF JAMES D. JACKSON (AT-LARGE DIRECTOR)   | Mgmt          | For           |
| 1E     | ELECTION OF LINDA KOFFENBERGER (AT-LARGE DIRECTOR) | Mgmt          | For           |

-----  
WELLMAN HOLDINGS, INC.

----- Agen

Security: 949700AA6  
Meeting Type: Consent  
Meeting Date: 02-Jun-2011  
Ticker:  
ISIN: US949700AA66  
-----

| Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 01     | TO APPROVE THE AGREEMENT AND PLAN OF MERGER,<br>DATED AS OF APRIL 27, 2011, BY AND AMONG GRUPO<br>PETROTEMEX, S.A. DE C.V. ("GRUPO PETROTEMEX"),<br>GPT MERGER SUB CORPORATION ("MERGER SUB"),<br>AND WELLMAN HOLDINGS, INC. ("WELLMAN"), RELATING<br>TO THE MERGER OF MERGER SUB WITH AND INTO WELLMAN, | Mgmt          | Against       |

Edgar Filing: EATON VANCE SENIOR FLOATING RATE TRUST - Form N-PX

WITH WELLMAN CONTINUING AS A WHOLLY-OWNED SUBSIDIARY OF GRUPO PETROTEMEX.

|    |   |      |         |
|----|---|------|---------|
| 02 | TO APPROVE THE COMPLETION BONUS IN THE AGGREGATE AMOUNT OF \$2.5 MILLION TO BE PAID TO CERTAIN OFFICERS AND DIRECTORS IN CONNECTION WITH THE PROPOSED MERGER OF MERGER SUB AND WELLMAN. | Mgmt | Against |
|----|---|------|---------|

-----  
WELLMAN HOLDINGS, INC.

-----  
Agen

Security: 949700108  
Meeting Type: Consent  
Meeting Date: 02-Jun-2011  
Ticker:  
ISIN: US9497001084  
-----

| Prop.# | Proposal  | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 01     | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 27, 2011, BY AND AMONG GRUPO PETROTEMEX, S.A. DE C.V. ("GRUPO PETROTEMEX"), GPT MERGER SUB CORPORATION ("MERGER SUB"), AND WELLMAN HOLDINGS, INC. ("WELLMAN"), RELATING TO THE MERGER OF MERGER SUB WITH AND INTO WELLMAN, WITH WELLMAN CONTINUING AS A WHOLLY-OWNED SUBSIDIARY OF GRUPO PETROTEMEX. | Mgmt          | Against       |
| 02     | TO APPROVE THE COMPLETION BONUS IN THE AGGREGATE AMOUNT OF \$2.5 MILLION TO BE PAID TO CERTAIN OFFICERS AND DIRECTORS IN CONNECTION WITH THE PROPOSED MERGER OF MERGER SUB AND WELLMAN.   | Mgmt          | Against       |

\* Management position unknown

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

|                |  |
|----------------|--|
| (Registrant)   | Eaton Vance Senior Floating-Rate Trust |
| By (Signature) | /s/ Scott H. Page                      |
| Name           | Scott H. Page                          |
| Title          | President                              |
| Date           | 08/17/2011                             |