

Eaton Vance Enhanced Equity Income Fund II  
Form N-Q  
November 24, 2010

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**Form N-Q**  
**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**  
**811-21670**  
**Investment Company Act File Number**  
**Eaton Vance Enhanced Equity Income Fund II**  
(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  
**September 30, 2010**  
Date of Reporting Period

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**Item 1. Schedule of Investments**

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**Eaton Vance Enhanced Equity Income Fund II**

as of September 30, 2010

**PORTFOLIO OF INVESTMENTS (Unaudited)****Common Stocks 103.2%**

| <b>Security</b>                         | <b>Shares</b> | <b>Value</b>         |
|---|---------------|----------------------|
| <b>Aerospace &amp; Defense 2.2%</b>     |               |                      |
| Boeing Co. (The)                        | 22,810        | \$ 1,517,777         |
| General Dynamics Corp.                  | 102,885       | 6,462,207            |
| Lockheed Martin Corp.                   | 71,800        | 5,117,904            |
|   |               | <b>\$ 13,097,888</b> |
| <b>Air Freight &amp; Logistics 1.2%</b> |               |                      |
| FedEx Corp.                             | 55,167        | \$ 4,716,778         |
| United Parcel Service, Inc., Class B    | 35,043        | 2,337,018            |
|   |               | <b>\$ 7,053,796</b>  |
| <b>Auto Components 0.4%</b>             |               |                      |
| Johnson Controls, Inc.                  | 85,931        | \$ 2,620,896         |
|   |               | <b>\$ 2,620,896</b>  |
| <b>Automobiles 0.5%</b>                 |               |                      |
| Ford Motor Co. <sup>(2)</sup>           | 261,730       | \$ 3,203,575         |
|   |               | <b>\$ 3,203,575</b>  |
| <b>Beverages 3.8%</b>                   |               |                      |
| Coca-Cola Co. (The)                     | 173,048       | \$ 10,126,769        |
| PepsiCo, Inc.                           | 187,700       | 12,470,788           |
|   |               | <b>\$ 22,597,557</b> |
| <b>Biotechnology 1.3%</b>               |               |                      |
| Amgen, Inc. <sup>(2)</sup>              | 83,107        | \$ 4,580,027         |
| Celgene Corp. <sup>(2)</sup>            | 58,743        | 3,384,184            |
|   |               | <b>\$ 7,964,211</b>  |
| <b>Capital Markets 0.6%</b>             |               |                      |
| Goldman Sachs Group, Inc.               | 25,137        | \$ 3,634,307         |
|   |               | <b>\$ 3,634,307</b>  |
| <b>Chemicals 0.6%</b>                   |               |                      |

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|  |         |    |                   |
|--|---------|----|-------------------|
| Air Products and Chemicals, Inc.               | 43,060  | \$ | 3,566,229         |
|  |         | \$ | <b>3,566,229</b>  |
| <b>Commercial Banks 1.5%</b>                   |         |    |                   |
| KeyCorp  | 197,750 | \$ | 1,574,090         |
| PNC Financial Services Group, Inc.             | 49,540  |    | 2,571,622         |
| U.S. Bancorp                                   | 61,852  |    | 1,337,240         |
| Wells Fargo & Co.                              | 145,818 |    | 3,664,406         |
|  |         | \$ | <b>9,147,358</b>  |
| <b>Commercial Services &amp; Supplies 0.6%</b> |         |    |                   |
| Waste Management, Inc.                         | 95,167  | \$ | 3,401,269         |
|  |         | \$ | <b>3,401,269</b>  |
| <b>Communications Equipment 5.9%</b>           |         |    |                   |
| Cisco Systems, Inc. <sup>(2)</sup>             | 929,599 | \$ | 20,358,218        |
| QUALCOMM, Inc.                                 | 328,360 |    | 14,815,603        |
|  |         | \$ | <b>35,173,821</b> |
| <b>Computers &amp; Peripherals 11.4%</b>       |         |    |                   |
| Apple, Inc. <sup>(2)</sup>                     | 109,208 | \$ | 30,987,770        |
| Hewlett-Packard Co.                            | 292,214 |    | 12,293,443        |
| International Business Machines Corp.          | 183,276 |    | 24,584,643        |
|  |         | \$ | <b>67,865,856</b> |

|  | <b>Shares</b> | <b>Value</b>         |
|--|---------------|----------------------|
| <b>Security</b>  |               |                      |
| <b>Construction &amp; Engineering 0.2%</b>                     |               |                      |
| Shaw Group, Inc. (The) <sup>(2)</sup>                          | 41,005        | \$ 1,376,128         |
|  |               | <b>\$ 1,376,128</b>  |
| <b>Consumer Finance 0.8%</b>                                   |               |                      |
| American Express Co.   | 111,832       | \$ 4,700,299         |
|  |               | <b>\$ 4,700,299</b>  |
| <b>Diversified Telecommunication Services 0.2%</b>             |               |                      |
| AT&T, Inc.   | 40,247        | \$ 1,151,064         |
|  |               | <b>\$ 1,151,064</b>  |
| <b>Electric Utilities 0.5%</b>                                 |               |                      |
| American Electric Power Co., Inc.                              | 76,273        | \$ 2,763,371         |
|  |               | <b>\$ 2,763,371</b>  |
| <b>Electrical Equipment 1.3%</b>                               |               |                      |
| Emerson Electric Co.   | 149,913       | \$ 7,894,419         |
|  |               | <b>\$ 7,894,419</b>  |
| <b>Electronic Equipment, Instruments &amp; Components 1.3%</b> |               |                      |
| Corning, Inc.  | 422,911       | \$ 7,730,813         |
|  |               | <b>\$ 7,730,813</b>  |
| <b>Energy Equipment &amp; Services 2.7%</b>                    |               |                      |
| Rowan Cos., Inc. <sup>(2)</sup>                                | 230,057       | \$ 6,984,530         |
| Schlumberger, Ltd.   | 146,060       | 8,998,757            |
|  |               | <b>\$ 15,983,287</b> |
| <b>Food &amp; Staples Retailing 2.8%</b>                       |               |                      |
| CVS Caremark Corp.   | 124,325       | \$ 3,912,508         |
| Wal-Mart Stores, Inc.  | 238,049       | 12,740,382           |
|  |               | <b>\$ 16,652,890</b> |
| <b>Food Products 2.2%</b>                                      |               |                      |
| Flowers Foods, Inc.  | 120,223       | \$ 2,986,339         |
| Kellogg Co.  | 98,140        | 4,957,051            |
| Nestle SA  | 94,233        | 5,023,316            |

|   |             |                      |
|---|-------------|----------------------|
|   |             | <b>\$ 12,966,706</b> |
| <b>Health Care Equipment &amp; Supplies</b>     | <b>2.2%</b> |                      |
| Covidien PLC                                    | 68,671      | \$ 2,759,888         |
| HeartWare International, Inc. <sup>(2)</sup>    | 63,240      | 4,347,448            |
| Thoratec Corp. <sup>(2)</sup>                   | 85,787      | 3,172,403            |
| Varian Medical Systems, Inc. <sup>(2)</sup>     | 43,992      | 2,661,516            |
|   |             | <b>\$ 12,941,255</b> |
| <b>Health Care Providers &amp; Services</b>     | <b>1.8%</b> |                      |
| AmerisourceBergen Corp.                         | 75,676      | \$ 2,320,226         |
| Cardinal Health, Inc.                           | 84,954      | 2,806,880            |
| Fresenius Medical Care AG & Co. KGaA ADR        | 51,174      | 3,159,483            |
| VCA Antech, Inc. <sup>(2)</sup>                 | 124,509     | 2,625,895            |
|   |             | <b>\$ 10,912,484</b> |
| <b>Hotels, Restaurants &amp; Leisure</b>        | <b>2.2%</b> |                      |
| Carnival Corp.                                  | 118,433     | \$ 4,525,325         |
| McDonald's Corp.                                | 117,043     | 8,720,874            |
|   |             | <b>\$ 13,246,199</b> |
| <b>Household Durables</b>                       | <b>1.8%</b> |                      |
| Tempur-Pedic International, Inc. <sup>(2)</sup> | 132,738     | \$ 4,114,878         |
| Whirlpool Corp.                                 | 80,269      | 6,498,578            |
|   |             | <b>\$ 10,613,456</b> |

|  | <b>Shares</b> | <b>Value</b>         |
|--|---------------|----------------------|
| <b>Security</b>                                |               |                      |
| <b>Household Products 2.4%</b>                 |               |                      |
| Colgate-Palmolive Co.                          | 114,423       | \$ 8,794,552         |
| Procter & Gamble Co.                           | 90,503        | 5,427,465            |
|  |               | <b>\$ 14,222,017</b> |
| <b>Industrial Conglomerates 2.0%</b>           |               |                      |
| 3M Co.   | 56,673        | \$ 4,914,116         |
| General Electric Co.                           | 417,169       | 6,778,996            |
|  |               | <b>\$ 11,693,112</b> |
| <b>Insurance 1.1%</b>                          |               |                      |
| Lincoln National Corp.                         | 100,119       | \$ 2,394,847         |
| Prudential Financial, Inc.                     | 74,096        | 4,014,521            |
|  |               | <b>\$ 6,409,368</b>  |
| <b>Internet &amp; Catalog Retail 1.5%</b>      |               |                      |
| Amazon.com, Inc. <sup>(2)</sup>                | 58,030        | \$ 9,114,192         |
|  |               | <b>\$ 9,114,192</b>  |
| <b>Internet Software &amp; Services 4.9%</b>   |               |                      |
| Akamai Technologies, Inc. <sup>(2)</sup>       | 134,718       | \$ 6,760,149         |
| Google, Inc., Class A <sup>(2)</sup>           | 28,094        | 14,771,545           |
| VeriSign, Inc. <sup>(2)</sup>                  | 230,592       | 7,318,990            |
|  |               | <b>\$ 28,850,684</b> |
| <b>IT Services 1.0%</b>                        |               |                      |
| MasterCard, Inc., Class A                      | 26,948        | \$ 6,036,352         |
|  |               | <b>\$ 6,036,352</b>  |
| <b>Life Sciences Tools &amp; Services 0.6%</b> |               |                      |
| Thermo Fisher Scientific, Inc. <sup>(2)</sup>  | 80,434        | \$ 3,851,180         |
|  |               | <b>\$ 3,851,180</b>  |
| <b>Machinery 4.1%</b>                          |               |                      |
| Caterpillar, Inc.                              | 47,164        | \$ 3,710,863         |
| Danaher Corp.                                  | 114,389       | 4,645,337            |
| Deere & Co.                                    | 76,743        | 5,355,127            |
| Illinois Tool Works, Inc.                      | 166,531       | 7,830,288            |
| PACCAR, Inc.                                   | 63,261        | 3,046,017            |

|                                       |         |                      |
|---------------------------------------|---------|----------------------|
|                                       |         | <b>\$ 24,587,632</b> |
| <b>Media 1.8%</b>                     |         |                      |
| DIRECTV, Class A <sup>(2)</sup>       | 81,097  | \$ 3,376,068         |
| McGraw-Hill Cos., Inc. (The)          | 78,119  | 2,582,614            |
| Walt Disney Co. (The)                 | 147,232 | 4,874,852            |
|                                       |         | <b>\$ 10,833,534</b> |
| <b>Metals &amp; Mining 3.3%</b>       |         |                      |
| BHP Billiton, Ltd. ADR                | 48,605  | \$ 3,709,534         |
| Freeport-McMoRan Copper & Gold, Inc.  | 41,744  | 3,564,520            |
| Goldcorp, Inc.                        | 242,225 | 10,541,632           |
| United States Steel Corp.             | 37,458  | 1,642,159            |
|                                       |         | <b>\$ 19,457,845</b> |
| <b>Multi-Utilities 0.5%</b>           |         |                      |
| Public Service Enterprise Group, Inc. | 91,790  | \$ 3,036,413         |
|                                       |         | <b>\$ 3,036,413</b>  |
| <b>Multiline Retail 1.7%</b>          |         |                      |
| Kohl's Corp. <sup>(2)</sup>           | 41,780  | \$ 2,200,970         |
| Macy's, Inc.                          | 145,520 | 3,360,057            |
| Target Corp.                          | 81,684  | 4,365,193            |
|                                       |         | <b>\$ 9,926,220</b>  |



|  | <b>Shares</b> | <b>Value</b>         |
|--|---------------|----------------------|
| <b>Security</b>  |               |                      |
| <b>Oil, Gas &amp; Consumable Fuels 7.4%</b>              |               |                      |
| Apache Corp.   | 41,642        | \$ 4,070,922         |
| Chevron Corp.  | 25,047        | 2,030,059            |
| ConocoPhillips   | 107,622       | 6,180,731            |
| Exxon Mobil Corp.  | 241,287       | 14,909,124           |
| Hess Corp.   | 90,550        | 5,353,316            |
| Occidental Petroleum Corp.                               | 46,920        | 3,673,836            |
| Peabody Energy Corp.                                     | 81,341        | 3,986,522            |
| Southwestern Energy Co. <sup>(2)</sup>                   | 108,390       | 3,624,562            |
|  |               | <b>\$ 43,829,072</b> |
| <b>Pharmaceuticals 5.2%</b>                              |               |                      |
| Abbott Laboratories                                      | 153,736       | \$ 8,031,169         |
| Bristol-Myers Squibb Co.                                 | 178,283       | 4,833,252            |
| Johnson & Johnson  | 127,776       | 7,917,001            |
| Shire PLC ADR  | 83,351        | 5,607,855            |
| Teva Pharmaceutical Industries, Ltd. ADR                 | 81,259        | 4,286,412            |
|  |               | <b>\$ 30,675,689</b> |
| <b>Road &amp; Rail 0.7%</b>                              |               |                      |
| CSX Corp.  | 45,231        | \$ 2,502,179         |
| Kansas City Southern <sup>(2)</sup>                      | 39,187        | 1,465,986            |
|  |               | <b>\$ 3,968,165</b>  |
| <b>Semiconductors &amp; Semiconductor Equipment 3.3%</b> |               |                      |
| Atheros Communications, Inc. <sup>(2)</sup>              | 207,536       | \$ 5,468,574         |
| Broadcom Corp., Class A                                  | 57,015        | 2,017,761            |
| Cypress Semiconductor Corp. <sup>(2)</sup>               | 273,758       | 3,443,876            |
| Intel Corp.  | 333,428       | 6,411,820            |
| Tessera Technologies, Inc. <sup>(2)</sup>                | 108,631       | 2,009,673            |
|  |               | <b>\$ 19,351,704</b> |
| <b>Software 6.0%</b>                                     |               |                      |
| McAfee, Inc. <sup>(2)</sup>                              | 33,250        | \$ 1,571,395         |
| Microsoft Corp.  | 873,135       | 21,383,076           |
| Oracle Corp.   | 366,140       | 9,830,859            |
| salesforce.com, inc. <sup>(2)</sup>                      | 28,619        | 3,199,604            |
|  |               | <b>\$ 35,984,934</b> |
| <b>Specialty Retail 2.3%</b>                             |               |                      |
| Best Buy Co., Inc.                                       | 128,395       | \$ 5,242,368         |
| Home Depot, Inc.   | 142,056       | 4,500,334            |

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|  |         |                       |
|--|---------|-----------------------|
| TJX Companies, Inc. (The)                        | 85,272  | 3,805,689             |
|  |         | <b>\$ 13,548,391</b>  |
| <b>Textiles, Apparel &amp; Luxury Goods 1.5%</b> |         |                       |
| Hanesbrands, Inc. <sup>(2)</sup>                 | 155,217 | \$ 4,013,912          |
| NIKE, Inc., Class B                              | 59,931  | 4,802,870             |
|  |         | <b>\$ 8,816,782</b>   |
| <b>Tobacco 1.2%</b>                              |         |                       |
| Philip Morris International, Inc.                | 131,043 | \$ 7,341,029          |
|  |         | <b>\$ 7,341,029</b>   |
| <b>Wireless Telecommunication Services 0.7%</b>  |         |                       |
| American Tower Corp., Class A <sup>(2)</sup>     | 79,767  | \$ 4,088,856          |
|  |         | <b>\$ 4,088,856</b>   |
| <b>Total Common Stocks</b>                       |         |                       |
| <b>(identified cost \$535,276,714)</b>           |         | <b>\$ 613,882,305</b> |

**Short-Term Investments 1.1%**

| <b>Description</b>  | <b>Interest<br/>(000 s omitted)</b> | <b>Value</b> |
|---|-------------------------------------|--------------|
| Eaton Vance Cash Reserves Fund, LLC, 0.22% <sup>(3)</sup> | \$ 6,601                            | \$ 6,601,479 |

**Total Short-Term Investments**  
**(identified cost \$6,601,479)** **\$ 6,601,479**

**Total Investments 104.3%**  
**(identified cost \$541,878,193)** **\$ 620,483,784**

**Covered Call Options Written (4.2)%**

| <b>Security</b>                   | <b>Number<br/>of Contracts</b> | <b>Strike<br/>Price</b> | <b>Expiration<br/>Date</b> | <b>Value</b> |
|-----------------------------------|--------------------------------|-------------------------|----------------------------|--------------|
| 3M Co.                            | 400                            | \$ 90.00                | 10/16/10                   | \$ (13,600)  |
| Abbott Laboratories               | 1,080                          | 50.00                   | 11/20/10                   | (279,720)    |
| Air Products and Chemicals, Inc.  | 345                            | 80.00                   | 12/18/10                   | (182,850)    |
| Akamai Technologies, Inc.         | 945                            | 45.00                   | 11/20/10                   | (635,512)    |
| Amazon.com, Inc.                  | 290                            | 120.00                  | 10/16/10                   | (1,076,625)  |
| American Electric Power Co., Inc. | 360                            | 36.00                   | 11/20/10                   | (36,000)     |
| American Express Co.              | 560                            | 41.00                   | 10/16/10                   | (87,640)     |
| American Express Co.              | 335                            | 43.00                   | 11/20/10                   | (52,930)     |
| American Tower Corp., Class A     | 400                            | 45.00                   | 10/16/10                   | (252,000)    |
| AmerisourceBergen Corp.           | 530                            | 30.00                   | 11/20/10                   | (90,100)     |
| Amgen, Inc.                       | 755                            | 55.00                   | 10/16/10                   | (89,845)     |
| Apache Corp.                      | 160                            | 85.00                   | 10/16/10                   | (205,600)    |
| Apple, Inc.                       | 230                            | 250.00                  | 10/16/10                   | (790,625)    |
| Apple, Inc.                       | 535                            | 260.00                  | 10/16/10                   | (1,329,475)  |
| AT&T, Inc.                        | 205                            | 25.00                   | 10/16/10                   | (73,800)     |
| Atheros Communications, Inc.      | 1,455                          | 27.00                   | 10/16/10                   | (87,300)     |
| Best Buy Co., Inc.                | 645                            | 41.00                   | 1/22/11                    | (189,118)    |
| BHP Billiton, Ltd. ADR            | 340                            | 75.00                   | 11/20/10                   | (141,100)    |
| Boeing Co. (The)                  | 160                            | 65.00                   | 11/20/10                   | (58,400)     |
| Bristol-Myers Squibb Co.          | 1,425                          | 27.00                   | 12/18/10                   | (169,575)    |
| Broadcom Corp., Class A           | 400                            | 34.00                   | 11/20/10                   | (114,200)    |
| Cardinal Health, Inc.             | 680                            | 30.00                   | 12/18/10                   | (251,600)    |
| Carnival Corp.                    | 595                            | 33.00                   | 10/16/10                   | (312,375)    |
| Carnival Corp.                    | 355                            | 38.00                   | 11/20/10                   | (67,450)     |
| Caterpillar, Inc.                 | 380                            | 75.00                   | 11/20/10                   | (224,200)    |
| Celgene Corp.                     | 295                            | 52.50                   | 10/16/10                   | (155,612)    |
| Chevron Corp.                     | 200                            | 80.00                   | 12/18/10                   | (70,000)     |
| Cisco Systems, Inc.               | 3,260                          | 22.00                   | 10/16/10                   | (127,140)    |

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|                                      |       |       |          |           |
|--------------------------------------|-------|-------|----------|-----------|
| Cisco Systems, Inc.                  | 3,250 | 23.00 | 10/16/10 | (34,125)  |
| Coca-Cola Co. (The)                  | 1,270 | 57.50 | 11/20/10 | (254,635) |
| Colgate-Palmolive Co.                | 915   | 80.00 | 11/20/10 | (75,488)  |
| ConocoPhillips                       | 865   | 55.00 | 11/20/10 | (291,937) |
| Corning, Inc.                        | 2,960 | 17.00 | 11/20/10 | (510,600) |
| Covidien PLC                         | 345   | 40.00 | 10/16/10 | (31,050)  |
| Covidien PLC                         | 205   | 40.00 | 11/20/10 | (34,850)  |
| CSX Corp.                            | 320   | 50.00 | 11/20/10 | (198,400) |
| CVS Caremark Corp.                   | 870   | 30.00 | 11/20/10 | (188,790) |
| Cypress Semiconductor Corp.          | 2,225 | 12.00 | 12/18/10 | (283,688) |
| Danaher Corp.                        | 800   | 37.00 | 10/16/10 | (300,000) |
| Deere & Co.                          | 615   | 70.00 | 12/18/10 | (261,375) |
| DIRECTV, Class A                     | 670   | 41.00 | 12/18/10 | (151,755) |
| Emerson Electric Co.                 | 1,200 | 50.00 | 12/18/10 | (492,000) |
| Exxon Mobil Corp.                    | 1,690 | 60.00 | 10/16/10 | (359,970) |
| FedEx Corp.                          | 280   | 75.00 | 10/16/10 | (299,600) |
| Flowers Foods, Inc.                  | 605   | 25.00 | 10/16/10 | (18,150)  |
| Ford Motor Co.                       | 2,095 | 13.00 | 12/18/10 | (108,940) |
| Freeport-McMoRan Copper & Gold, Inc. | 295   | 72.50 | 11/20/10 | (410,787) |

| <b>Security</b>                             | <b>Number<br/>of Contracts</b> | <b>Strike<br/>Price</b> | <b>Expiration<br/>Date</b> | <b>Value</b> |
|---|--------------------------------|-------------------------|----------------------------|--------------|
| Fresenius Medical Care AG & Co. KGaA<br>ADR | 260                            | \$ 55.00                | 10/16/10                   | \$ (171,600) |
| General Dynamics Corp.                      | 720                            | 65.00                   | 11/20/10                   | (90,000)     |
| General Electric Co.                        | 1,453                          | 15.00                   | 10/16/10                   | (194,702)    |
| General Electric Co.                        | 1,890                          | 16.00                   | 12/18/10                   | (187,110)    |
| Goldman Sachs Group, Inc.                   | 130                            | 150.00                  | 10/16/10                   | (14,235)     |
| Google, Inc., Class A                       | 225                            | 480.00                  | 12/18/10                   | (1,261,125)  |
| Hanesbrands, Inc.                           | 1,090                          | 25.00                   | 10/16/10                   | (138,975)    |
| Hess Corp.                                  | 635                            | 55.00                   | 11/20/10                   | (341,313)    |
| Hewlett-Packard Co.                         | 2,045                          | 41.00                   | 11/20/10                   | (484,665)    |
| Home Depot, Inc.                            | 995                            | 30.00                   | 11/20/10                   | (230,840)    |
| Illinois Tool Works, Inc.                   | 1,170                          | 47.50                   | 12/18/10                   | (245,700)    |
| Intel Corp.                                 | 1,165                          | 19.00                   | 10/16/10                   | (67,570)     |
| Intel Corp.                                 | 1,170                          | 22.00                   | 10/16/10                   | (1,755)      |
| International Business Machines Corp.       | 1,285                          | 130.00                  | 10/16/10                   | (613,587)    |
| International Business Machines Corp.       | 185                            | 135.00                  | 11/20/10                   | (58,275)     |
| Johnson & Johnson                           | 895                            | 60.00                   | 10/16/10                   | (190,188)    |
| Johnson Controls, Inc.                      | 430                            | 30.00                   | 10/16/10                   | (45,150)     |
| Kansas City Southern                        | 315                            | 39.00                   | 12/18/10                   | (55,125)     |
| Kellogg Co.                                 | 785                            | 50.00                   | 12/18/10                   | (160,925)    |
| KeyCorp                                     | 1,385                          | 8.00                    | 10/16/10                   | (34,625)     |
| Kohl's Corp.                                | 210                            | 48.00                   | 10/16/10                   | (97,650)     |
| Lincoln National Corp.                      | 505                            | 25.00                   | 10/16/10                   | (24,240)     |
| Lincoln National Corp.                      | 300                            | 26.00                   | 11/20/10                   | (27,450)     |
| Lockheed Martin Corp.                       | 505                            | 75.00                   | 10/16/10                   | (6,312)      |
| Macy's, Inc.                                | 290                            | 21.00                   | 11/20/10                   | (78,445)     |
| Macy's, Inc.                                | 730                            | 22.00                   | 10/16/10                   | (100,740)    |
| MasterCard, Inc., Class A                   | 135                            | 210.00                  | 10/16/10                   | (204,188)    |
| McDonald's Corp.                            | 940                            | 75.00                   | 12/18/10                   | (180,950)    |
| McGraw-Hill Cos., Inc. (The)                | 550                            | 30.00                   | 11/20/10                   | (198,000)    |
| Microsoft Corp.                             | 1,745                          | 25.00                   | 10/16/10                   | (43,625)     |
| Microsoft Corp.                             | 4,370                          | 26.00                   | 10/16/10                   | (34,960)     |
| NIKE, Inc., Class B                         | 300                            | 72.50                   | 10/16/10                   | (232,500)    |
| Occidental Petroleum Corp.                  | 330                            | 80.00                   | 11/20/10                   | (77,880)     |
| Oracle Corp.                                | 2,930                          | 26.00                   | 12/18/10                   | (549,375)    |
| PACCAR, Inc.                                | 445                            | 43.00                   | 11/20/10                   | (267,000)    |
| Peabody Energy Corp.                        | 650                            | 46.00                   | 12/18/10                   | (331,500)    |
| PepsiCo, Inc.                               | 940                            | 62.50                   | 10/16/10                   | (385,400)    |
| PepsiCo, Inc.                               | 375                            | 65.00                   | 10/16/10                   | (71,438)     |
| Philip Morris International, Inc.           | 1,050                          | 55.00                   | 12/18/10                   | (284,025)    |
| PNC Financial Services Group, Inc.          | 350                            | 55.00                   | 11/20/10                   | (45,850)     |
| Procter & Gamble Co.                        | 635                            | 62.50                   | 10/16/10                   | (3,810)      |
| Prudential Financial, Inc.                  | 520                            | 52.50                   | 10/16/10                   | (133,380)    |
| Public Service Enterprise Group, Inc.       | 735                            | 35.00                   | 12/18/10                   | (29,400)     |
| QUALCOMM, Inc.                              | 1,645                          | 39.00                   | 10/16/10                   | (1,019,900)  |
| QUALCOMM, Inc.                              | 655                            | 40.00                   | 10/16/10                   | (338,962)    |

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|  |       |        |          |           |
|--|-------|--------|----------|-----------|
| QUALCOMM, Inc.                           | 330   | 43.00  | 11/20/10 | (108,900) |
| Rowan Cos., Inc.                         | 1,610 | 26.00  | 10/16/10 | (716,450) |
| salesforce.com, inc.                     | 200   | 115.00 | 11/20/10 | (136,000) |
| Schlumberger, Ltd.                       | 1,025 | 60.00  | 11/20/10 | (404,875) |
| Shaw Group, Inc. (The)                   | 205   | 36.00  | 10/16/10 | (2,050)   |
| Shire PLC ADR                            | 420   | 67.50  | 10/16/10 | (51,450)  |
| Southwestern Energy Co.                  | 355   | 35.00  | 10/16/10 | (12,425)  |
| Southwestern Energy Co.                  | 515   | 35.00  | 12/18/10 | (75,963)  |
| Target Corp.                             | 410   | 50.00  | 10/16/10 | (152,725) |
| Tempur-Pedic International, Inc.         | 930   | 29.00  | 10/16/10 | (227,850) |
| Teva Pharmaceutical Industries, Ltd. ADR | 650   | 55.00  | 12/18/10 | (84,175)  |
| Thermo Fisher Scientific, Inc.           | 565   | 45.00  | 10/16/10 | (193,512) |
| TJX Companies, Inc. (The)                | 430   | 40.00  | 10/16/10 | (204,250) |
| TJX Companies, Inc. (The)                | 255   | 44.00  | 11/20/10 | (51,638)  |
| U.S. Bancorp                             | 435   | 22.00  | 10/16/10 | (14,572)  |
| United Parcel Service, Inc., Class B     | 175   | 62.50  | 10/16/10 | (77,000)  |

| <b>Security</b>  | <b>Number<br/>of Contracts</b> | <b>Strike<br/>Price</b> | <b>Expiration<br/>Date</b> | <b>Value</b>           |
|--|--------------------------------|-------------------------|----------------------------|------------------------|
| Varian Medical Systems, Inc.   | 310                            | \$ 55.00                | 11/20/10                   | \$ (196,850)           |
| VCA Antech, Inc.   | 875                            | 20.00                   | 10/16/10                   | (109,375)              |
| VeriSign, Inc.   | 1,845                          | 31.00                   | 12/18/10                   | (395,753)              |
| Wal-Mart Stores, Inc.  | 1,905                          | 52.50                   | 12/18/10                   | (419,100)              |
| Walt Disney Co. (The)  | 740                            | 34.00                   | 10/16/10                   | (21,090)               |
| Walt Disney Co. (The)  | 440                            | 35.00                   | 11/20/10                   | (24,420)               |
| Waste Management, Inc.   | 480                            | 32.50                   | 10/16/10                   | (158,400)              |
| Waste Management, Inc.   | 285                            | 35.00                   | 11/20/10                   | (42,750)               |
| Wells Fargo & Co.  | 735                            | 24.00                   | 10/16/10                   | (105,105)              |
| Wells Fargo & Co.  | 290                            | 28.00                   | 10/16/10                   | (1,305)                |
| Whirlpool Corp.  | 565                            | 80.00                   | 10/16/10                   | (182,212)              |
| <b>Total Covered Call Options Written<br/>(premiums received \$15,943,388)</b> |                                |                         |                            | <b>\$ (24,995,172)</b> |
| <b>Other Assets, Less Liabilities (0.1)%</b>                                   |                                |                         |                            | <b>\$ (631,520)</b>    |
| <b>Net Assets 100.0%</b>   |                                |                         |                            | <b>\$ 594,857,092</b>  |

The percentage shown for each investment category in the Portfolio of Investments is based on net assets.

ADR - American Depositary Receipt

- (1) A portion of each applicable common stock for which a written call option is outstanding at September 30, 2010 has been pledged as collateral for such written option.
- (2) Non-income producing security.
- (3) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of September 30, 2010. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC and Cash Management Portfolio, an affiliated investment company, for the fiscal year to date ended September 30, 2010 was \$17,333 and \$0, respectively.

The cost and unrealized appreciation (depreciation) of investments of the Fund at September 30, 2010, as determined on a federal income tax basis, were as follows:

|                               |                       |
|-------------------------------|-----------------------|
| <b>Aggregate cost</b>         | <b>\$ 545,354,658</b> |
| Gross unrealized appreciation | \$ 97,105,078         |

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|                                    |                      |
|------------------------------------|----------------------|
| Gross unrealized depreciation      | (21,975,952)         |
| <b>Net unrealized appreciation</b> | <b>\$ 75,129,126</b> |

Written call options activity for the fiscal year to date ended September 30, 2010 was as follows:

|   | <b>Number of<br/>Contracts</b> | <b>Premiums<br/>Received</b> |
|---|--------------------------------|------------------------------|
| Outstanding, beginning of period                    | 108,628                        | \$ 21,426,773                |
| Options written                                     | 325,138                        | 54,986,434                   |
| Options terminated in closing purchase transactions | (221,051)                      | (40,712,078)                 |
| Options exercised                                   | (2,197)                        | (442,519)                    |
| Options expired                                     | (114,675)                      | (19,315,222)                 |
| <b>Outstanding, end of period</b>                   | <b>95,843</b>                  | <b>\$ 15,943,388</b>         |

At September 30, 2010, the Fund had sufficient cash and/or securities to cover commitments under these contracts.

The Fund is subject to equity price risk in the normal course of pursuing its investment objectives. The Fund generally intends to write covered call options on individual stocks above the current value of the stock to generate premium income. In writing call options on individual stocks, the Fund in effect, sells potential appreciation in the value of the applicable stock above the exercise price in exchange for the option premium received. The Fund retains the risk of loss, minus the premium received, should the price of the underlying stock decline. The Fund is not subject to counterparty credit risk with respect to its written options as the Fund, not the counterparty, is obligated to perform under such derivatives.

At September 30, 2010, the aggregate fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in a liability position and whose primary underlying risk exposure is equity price risk was \$24,995,172.



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Under generally accepted accounting principles for fair value measurements, a three-tier hierarchy to prioritize the assumptions, referred to as inputs, is used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 significant unobservable inputs (including a fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

At September 30, 2010, the inputs used in valuing the Fund's investments, which are carried at value, were as follows:

| Asset Description          | Quoted Prices<br>in<br>Active<br>Markets for<br>Identical<br>Assets |           |                   | Significant<br>Other<br>Observable<br>Inputs<br><br>(Level 2) | Significant<br>Unobservable<br>Inputs<br><br>(Level<br>3) | Total                 |
|----------------------------|---|-----------|-------------------|---|---|-----------------------|
|                            | (Level 1)   |           |                   |   |   |                       |
| Common Stocks              |   |           |                   |   |   |                       |
| Consumer Discretionary     | \$ 81,923,245   | \$        |                   | \$  | \$  | \$ 81,923,245         |
| Consumer Staples           | 68,756,883  |           | 5,023,316         |   |   | 73,780,199            |
| Energy                     | 59,812,359  |           |                   |   |   | 59,812,359            |
| Financials                 | 23,891,332  |           |                   |   |   | 23,891,332            |
| Health Care                | 66,344,819  |           |                   |   |   | 66,344,819            |
| Industrials                | 73,072,409  |           |                   |   |   | 73,072,409            |
| Information Technology     | 200,994,164   |           |                   |   |   | 200,994,164           |
| Materials                  | 23,024,074  |           |                   |   |   | 23,024,074            |
| Telecommunication Services | 5,239,920   |           |                   |   |   | 5,239,920             |
| Utilities                  | 5,799,784   |           |                   |   |   | 5,799,784             |
| <b>Total Common Stocks</b> | <b>\$ 608,858,989</b>   | <b>\$</b> | <b>5,023,316*</b> | <b>\$</b>   | <b>\$</b>   | <b>\$ 613,882,305</b> |
| Short-Term Investments     | \$  | \$        | 6,601,479         | \$  | \$  | \$ 6,601,479          |
| <b>Total Investments</b>   | <b>\$ 608,858,989</b>   | <b>\$</b> | <b>11,624,795</b> | <b>\$</b>   | <b>\$</b>   | <b>\$ 620,483,784</b> |

**Liability Description**

|                              |                        |           |                        |
|------------------------------|------------------------|-----------|------------------------|
| Covered Call Options Written | \$ (24,995,172)        | \$        | \$ (24,995,172)        |
| <b>Total</b>                 | <b>\$ (24,995,172)</b> | <b>\$</b> | <b>\$ (24,995,172)</b> |

\* Includes foreign equity securities whose values were adjusted to reflect market trading of comparable securities or other correlated instruments that occurred after the close of trading in their applicable foreign markets.

The Fund held no investments or other financial instruments as of December 31, 2009 whose fair value was determined using Level 3 inputs.

For information on the Fund's policy regarding the valuation of investments and other significant accounting policies, please refer to the Fund's most recent financial statements included in its semiannual or annual report to shareholders.

**Item 2. Controls and Procedures**

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant on this Form N-Q has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant on this Form N-Q has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.

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**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934 and 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.

Eaton Vance Enhanced Equity Income Fund  
II

By: /s/ Duncan W. Richardson  
Duncan W. Richardson  
President

Date: November 24, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Duncan W. Richardson  
Duncan W. Richardson  
President

Date: November 24, 2010

By: /s/ Barbara E. Campbell  
Barbara E. Campbell  
Treasurer

Date: November 24, 2010