

Eaton Vance Enhanced Equity Income Fund II
Form N-Q
November 27, 2012

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, 2012

Date of Reporting Period

Item 1. Schedule of Investments

Eaton Vance**Enhanced Equity Income Fund II**

September 30, 2012

PORTFOLIO OF INVESTMENTS (Unaudited)**Common Stocks 100.0%**

| Security | Shares | Value |
|---|---------------|----------------------|
| Aerospace & Defense 2.6% | | |
| Boeing Co. (The) | 102,686 | \$ 7,148,999 |
| United Technologies Corp. | 110,273 | 8,633,273 |
| | | \$ 15,782,272 |
| Air Freight & Logistics 0.7% | | |
| United Parcel Service, Inc., Class B | 61,728 | \$ 4,417,873 |
| | | \$ 4,417,873 |
| Beverages 4.1% | | |
| Beam, Inc. | 87,921 | \$ 5,058,974 |
| Coca-Cola Co. (The) | 517,026 | 19,610,796 |
| | | \$ 24,669,770 |
| Biotechnology 3.7% | | |
| Celgene Corp. ⁽²⁾ | 114,686 | \$ 8,762,010 |
| Gilead Sciences, Inc. ⁽²⁾ | 154,526 | 10,249,710 |
| Vertex Pharmaceuticals, Inc. ⁽²⁾ | 59,344 | 3,320,297 |
| | | \$ 22,332,017 |
| Capital Markets 0.5% | | |
| Walter Investment Management Corp. | 76,712 | \$ 2,839,111 |
| | | \$ 2,839,111 |
| Chemicals 4.3% | | |
| Air Products and Chemicals, Inc. | 45,828 | \$ 3,789,976 |
| Ecolab, Inc. | 110,560 | 7,165,393 |
| LyondellBasell Industries NV, Class A | 65,442 | 3,380,734 |
| Monsanto Co. | 124,971 | 11,374,860 |
| | | \$ 25,710,963 |
| Commercial Banks 3.3% | | |
| BankUnited, Inc. | 299,875 | \$ 7,379,924 |
| KeyCorp | 386,610 | 3,378,971 |
| PNC Financial Services Group, Inc. | 49,540 | 3,125,974 |
| Wells Fargo & Co. | 170,523 | 5,888,159 |

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| | | | |
|--|---------|----|----------------------|
| | | | \$ 19,773,028 |
| Communications Equipment 3.0% | | | |
| QUALCOMM, Inc. | 289,528 | \$ | 18,092,605 |
| | | | \$ 18,092,605 |
| Computers & Peripherals 9.4% | | | |
| Apple, Inc. | 74,346 | \$ | 49,608,112 |
| EMC Corp. ⁽²⁾ | 265,356 | | 7,236,258 |
| | | | \$ 56,844,370 |
| Consumer Finance 1.2% | | | |
| American Express Co. | 123,410 | \$ | 7,017,093 |
| | | | \$ 7,017,093 |
| Diversified Telecommunication Services 1.0% | | | |
| CenturyLink, Inc. | 80,433 | \$ | 3,249,493 |
| Verizon Communications, Inc. | 67,343 | | 3,068,821 |
| | | | \$ 6,318,314 |

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| Security | Shares | Value |
|--|---------|----------------------|
| Energy Equipment & Services 2.1% | | |
| Halliburton Co. | 127,440 | \$ 4,293,454 |
| Schlumberger, Ltd. | 113,844 | 8,234,336 |
| | | \$ 12,527,790 |
| Food & Staples Retailing 1.1% | | |
| Costco Wholesale Corp. | 69,157 | \$ 6,924,345 |
| | | \$ 6,924,345 |
| Food Products 1.0% | | |
| Hershey Co. (The) | 21,441 | \$ 1,519,953 |
| Kraft Foods, Inc., Class A | 38,074 | 1,574,360 |
| Mead Johnson Nutrition Co. | 39,347 | 2,883,348 |
| | | \$ 5,977,661 |
| Health Care Equipment & Supplies 1.7% | | |
| Covidien PLC | 111,929 | \$ 6,650,821 |
| Varian Medical Systems, Inc. ⁽²⁾ | 64,178 | 3,871,217 |
| | | \$ 10,522,038 |
| Health Care Providers & Services 1.1% | | |
| Express Scripts Holding Co. ⁽²⁾ | 109,133 | \$ 6,839,365 |
| | | \$ 6,839,365 |
| Hotels, Restaurants & Leisure 1.9% | | |
| McDonald's Corp. | 127,409 | \$ 11,689,776 |
| | | \$ 11,689,776 |
| Household Products 1.7% | | |
| Colgate-Palmolive Co. | 98,091 | \$ 10,517,317 |
| | | \$ 10,517,317 |
| Industrial Conglomerates 2.2% | | |
| Danaher Corp. | 237,462 | \$ 13,096,029 |
| | | \$ 13,096,029 |
| Internet & Catalog Retail 2.9% | | |
| Amazon.com, Inc. ⁽²⁾ | 69,039 | \$ 17,557,998 |
| | | \$ 17,557,998 |
| Internet Software & Services 8.4% | | |
| Brightcove, Inc. ⁽²⁾ | 75,700 | \$ 884,176 |
| eBay, Inc. ⁽²⁾ | 217,809 | 10,544,134 |
| Equinix, Inc. ⁽²⁾ | 21,622 | 4,455,213 |
| Google, Inc., Class A ⁽²⁾ | 30,660 | 23,132,970 |
| Rackspace Hosting, Inc. ⁽²⁾ | 52,638 | 3,478,845 |

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| | | | |
|--|---------|---------------|----------------------|
| VeriSign, Inc. ⁽²⁾ | 163,990 | 7,984,673 | |
| | | | \$ 50,480,011 |
| IT Services 6.0% | | | |
| Accenture PLC, Class A | 149,846 | \$ 10,493,715 | |
| International Business Machines Corp. | 123,079 | 25,532,739 | |
| | | | \$ 36,026,454 |
| Life Sciences Tools & Services 0.5% | | | |
| Agilent Technologies, Inc. | 75,945 | \$ 2,920,085 | |
| | | | \$ 2,920,085 |
| Machinery 1.9% | | | |
| Deere & Co. | 103,764 | \$ 8,559,492 | |
| Timken Co. (The) | 74,542 | 2,769,981 | |
| | | | \$ 11,329,473 |

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| Security | Shares | Value |
|--|---------|----------------------|
| Media 2.4% | | |
| Comcast Corp., Class A | 171,907 | \$ 6,149,113 |
| Lions Gate Entertainment Corp. ⁽²⁾ | 140,617 | 2,147,222 |
| Walt Disney Co. (The) | 122,883 | 6,424,323 |
| | | \$ 14,720,658 |
| Metals & Mining 0.4% | | |
| Cliffs Natural Resources, Inc. | 69,504 | \$ 2,719,691 |
| | | \$ 2,719,691 |
| Multiline Retail 3.7% | | |
| Dollar General Corp. ⁽²⁾ | 199,170 | \$ 10,265,222 |
| Macy's, Inc. | 192,125 | 7,227,742 |
| Target Corp. | 73,031 | 4,635,278 |
| | | \$ 22,128,242 |
| Oil, Gas & Consumable Fuels 4.3% | | |
| Apache Corp. | 43,930 | \$ 3,798,627 |
| ConocoPhillips | 64,100 | 3,665,238 |
| Exxon Mobil Corp. | 106,736 | 9,761,007 |
| Phillips 66 | 29,550 | 1,370,234 |
| Range Resources Corp. | 103,940 | 7,262,288 |
| | | \$ 25,857,394 |
| Pharmaceuticals 4.9% | | |
| Abbott Laboratories | 150,271 | \$ 10,302,580 |
| Perrigo Co. | 53,249 | 6,185,936 |
| Shire PLC ADR | 60,628 | 5,377,703 |
| Watson Pharmaceuticals, Inc. ⁽²⁾ | 92,729 | 7,896,802 |
| | | \$ 29,763,021 |
| Road & Rail 2.0% | | |
| Kansas City Southern | 112,904 | \$ 8,555,865 |
| Union Pacific Corp. | 28,341 | 3,364,077 |
| | | \$ 11,919,942 |
| Semiconductors & Semiconductor Equipment 1.4% | | |
| Analog Devices, Inc. | 79,170 | \$ 3,102,672 |
| Broadcom Corp., Class A ⁽²⁾ | 47,315 | 1,636,153 |
| Cirrus Logic, Inc. ⁽²⁾ | 56,625 | 2,173,834 |
| Cypress Semiconductor Corp. ⁽²⁾ | 174,286 | 1,868,346 |
| | | \$ 8,781,005 |
| Software 5.2% | | |
| Microsoft Corp. | 637,001 | \$ 18,969,890 |
| Nuance Communications, Inc. ⁽²⁾ | 115,014 | 2,862,698 |
| Oracle Corp. | 312,254 | 9,832,879 |

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| | | |
|--|---------|----------------------|
| | | \$ 31,665,467 |
| Specialty Retail 4.7% | | |
| GNC Holdings, Inc., Class A | 195,433 | \$ 7,616,024 |
| Home Depot, Inc. (The) | 83,834 | 5,061,059 |
| TJX Companies, Inc. (The) | 143,018 | 6,405,776 |
| Urban Outfitters, Inc. ⁽²⁾ | 240,312 | 9,026,119 |
| | | \$ 28,108,978 |
| Textiles, Apparel & Luxury Goods 1.1% | | |
| NIKE, Inc., Class B | 67,493 | \$ 6,405,761 |
| | | \$ 6,405,761 |

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| Security | Shares | Value |
|-----------------------------------|---------|----------------------|
| Tobacco 3.6% | | |
| Philip Morris International, Inc. | 238,972 | \$ 21,493,142 |
| | | \$ 21,493,142 |

Total Common Stocks
(identified cost \$426,058,249) **\$ 603,769,059**

Short-Term Investments 1.6%

| Description | Interest (000 s omitted) | Value |
|---|-----------------------------|---------------|
| Eaton Vance Cash Reserves Fund, LLC, 0.12% ⁽³⁾ | \$ 10,138 | \$ 10,138,185 |

Total Short-Term Investments
(identified cost \$10,138,185) **\$ 10,138,185**

Total Investments 101.6%
(identified cost \$436,196,434) **\$ 613,907,244**

Covered Call Options Written (1.6)%

| Security | Number of Contracts | Strike Price | Expiration Date | Value |
|----------------------------------|------------------------|-----------------|--------------------|-------------|
| Abbott Laboratories | 1,145 | \$ 70.00 | 11/17/12 | \$ (81,868) |
| Accenture PLC, Class A | 1,285 | 62.50 | 10/20/12 | (970,175) |
| Air Products and Chemicals, Inc. | 345 | 85.00 | 12/22/12 | (57,788) |
| Amazon.com, Inc. | 345 | 235.00 | 10/20/12 | (710,700) |
| Amazon.com, Inc. | 210 | 250.00 | 10/20/12 | (179,550) |
| American Express Co. | 620 | 57.50 | 10/20/12 | (44,640) |
| Apple, Inc. | 560 | 700.00 | 11/17/12 | (988,400) |
| Boeing Co. (The) | 825 | 75.00 | 10/20/12 | (5,775) |
| CenturyLink, Inc. | 405 | 42.00 | 10/20/12 | (5,062) |
| Cirrus Logic, Inc. | 340 | 45.00 | 10/20/12 | (14,450) |
| Cliffs Natural Resources, Inc. | 350 | 42.00 | 10/20/12 | (30,275) |
| Coca-Cola Co. (The) | 1,550 | 40.00 | 10/20/12 | (13,175) |
| Colgate-Palmolive Co. | 740 | 110.00 | 11/17/12 | (58,460) |
| Comcast Corp., Class A | 860 | 35.00 | 10/20/12 | (82,560) |
| ConocoPhillips | 485 | 57.50 | 11/17/12 | (50,440) |
| Costco Wholesale Corp. | 350 | 97.50 | 10/20/12 | (119,875) |
| Covidien PLC | 560 | 55.00 | 10/20/12 | (254,800) |
| Deere & Co. | 780 | 82.50 | 12/22/12 | (284,700) |
| Dollar General Corp. | 1,595 | 52.50 | 10/20/12 | (103,675) |
| eBay, Inc. | 1,090 | 44.00 | 10/20/12 | (512,300) |
| Ecolab, Inc. | 885 | 67.50 | 10/20/12 | (13,275) |
| EMC Corp. | 1,330 | 25.00 | 10/20/12 | (321,860) |
| Equinix, Inc. | 110 | 200.00 | 10/20/12 | (100,100) |
| Express Scripts Holding Co. | 825 | 62.50 | 10/20/12 | (101,475) |
| Exxon Mobil Corp. | 535 | 87.50 | 10/20/12 | (224,700) |

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| | | | | |
|---------------------------------------|-------|--------|----------|-----------|
| Gilead Sciences, Inc. | 775 | 67.50 | 11/17/12 | (177,088) |
| GNC Holdings, Inc., Class A | 1,565 | 40.00 | 10/20/12 | (129,113) |
| Google, Inc., Class A | 155 | 720.00 | 10/20/12 | (721,525) |
| Halliburton Co. | 640 | 36.00 | 10/20/12 | (16,320) |
| Home Depot, Inc. (The) | 250 | 57.50 | 10/20/12 | (76,250) |
| Kansas City Southern | 565 | 80.00 | 10/20/12 | (33,900) |
| Kraft Foods, Inc., Class A | 190 | 42.00 | 10/20/12 | (9,690) |
| Lions Gate Entertainment Corp. | 705 | 16.00 | 11/17/12 | (31,725) |
| LyondellBasell Industries NV, Class A | 495 | 52.50 | 12/22/12 | (129,938) |
| Macy's, Inc. | 575 | 40.00 | 10/20/12 | (10,062) |

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| Security | Number of Contracts | Strike Price | Expiration Date | Value |
|---|------------------------|-----------------|--------------------|-----------------------|
| McDonald's Corp. | 1,020 | \$ 90.00 | 10/20/12 | \$ (243,780) |
| Mead Johnson Nutrition Co. | 200 | 80.00 | 11/17/12 | (15,000) |
| Microsoft Corp. | 5,100 | 31.00 | 10/20/12 | (104,550) |
| Monsanto Co. | 940 | 92.50 | 11/17/12 | (216,670) |
| NIKE, Inc., Class B | 340 | 100.00 | 10/20/12 | (10,710) |
| Nuance Communications, Inc. | 575 | 24.00 | 10/20/12 | (74,750) |
| Perrigo Co. | 430 | 110.00 | 10/20/12 | (279,500) |
| Philip Morris International, Inc. | 1,795 | 92.50 | 12/22/12 | (275,533) |
| Phillips 66 | 180 | 46.00 | 11/17/12 | (40,950) |
| PNC Financial Services Group, Inc. | 400 | 62.50 | 10/20/12 | (59,800) |
| QUALCOMM, Inc. | 1,460 | 65.00 | 10/20/12 | (64,240) |
| Rackspace Hosting, Inc. | 280 | 70.00 | 10/20/12 | (11,200) |
| Range Resources Corp. | 835 | 70.00 | 10/20/12 | (171,175) |
| Shire PLC ADR | 500 | 92.50 | 10/20/12 | (31,250) |
| Target Corp. | 365 | 62.50 | 10/20/12 | (58,400) |
| TJX Companies, Inc. (The) | 715 | 47.50 | 10/20/12 | (5,362) |
| Union Pacific Corp. | 170 | 130.00 | 11/17/12 | (7,735) |
| United Parcel Service, Inc., Class B | 495 | 77.50 | 10/20/12 | (1,237) |
| United Technologies Corp. | 665 | 82.50 | 11/17/12 | (38,902) |
| Urban Outfitters, Inc. | 1,215 | 38.00 | 10/20/12 | (100,238) |
| Varian Medical Systems, Inc. | 325 | 60.00 | 10/20/12 | (46,312) |
| VeriSign, Inc. | 495 | 49.00 | 10/20/12 | (39,352) |
| Verizon Communications, Inc. | 505 | 46.00 | 11/17/12 | (28,785) |
| Vertex Pharmaceuticals, Inc. | 215 | 52.50 | 10/20/12 | (107,500) |
| Walt Disney Co. (The) | 615 | 50.00 | 10/20/12 | (151,905) |
| Walter Investment Management Corp. | 615 | 29.00 | 10/20/12 | (501,225) |
| Watson Pharmaceuticals, Inc. | 745 | 80.00 | 10/20/12 | (413,475) |
| Wells Fargo & Co. | 1,365 | 35.00 | 10/20/12 | (72,345) |
| Total Covered Call Options Written (premiums received \$9,140,941) | | | | \$ (9,837,570) |
| Other Assets, Less Liabilities (0.0)%⁽¹⁾ | | | | \$ (174,688) |
| Net Assets 100.0% | | | | \$ 603,894,986 |

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, 2012 has been pledged as collateral for such written option.
- (2) Non-income producing security.
- (3)

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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, 2012. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended September 30, 2012 was \$19,256.

(4) Amount is less than 0.05%.

The cost and unrealized appreciation (depreciation) of investments of the Fund at September 30, 2012, as determined on a federal income tax basis, were as follows:

| | |
|------------------------------------|-----------------------|
| Aggregate cost | \$ 437,225,958 |
| Gross unrealized appreciation | \$ 178,541,548 |
| Gross unrealized depreciation | (1,860,262) |
| Net unrealized appreciation | \$ 176,681,286 |

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Written call options activity for the fiscal year to date ended September 30, 2012 was as follows:

| | Number of Contracts | Premiums Received |
|---|------------------------|----------------------|
| Outstanding, beginning of period | 46,235 | \$ 8,827,806 |
| Options written | 246,740 | 40,350,397 |
| Options terminated in closing purchase transactions | (149,730) | (25,706,390) |
| Options exercised | (3,245) | (339,698) |
| Options expired | (93,400) | (13,991,174) |
| Outstanding, end of period | 46,600 | \$ 9,140,941 |

At September 30, 2012, 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 writes 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, 2012, the aggregate fair value of open 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 \$9,837,570.

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)
In cases where the inputs used to measure fair value fall in different levels of the fair value hierarchy, the level disclosed is determined based on the lowest level input that is significant to the fair value measurement in its entirety. 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, 2012, the hierarchy of inputs used in valuing the Fund's investments and open derivative instruments, which are carried at value, were as follows:

| Asset Description | Level 1 | Level 2 | Level 3 | Total |
|------------------------------|-----------------------|----------------------|-----------|-----------------------|
| Common Stocks | \$ 603,769,059* | \$ | \$ | \$ 603,769,059 |
| Short-Term Investments | | 10,138,185 | | 10,138,185 |
| Total Investments | \$ 603,769,059 | \$ 10,138,185 | \$ | \$ 613,907,244 |
| Liability Description | | | | |
| Covered Call Options Written | \$ (9,837,570) | \$ | \$ | \$ (9,837,570) |
| Total | \$ (9,837,570) | \$ | \$ | \$ (9,837,570) |

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* The level classification by major category of investments is the same as the category presentation in the Portfolio of Investments. The Fund held no investments or other financial instruments as of December 31, 2011 whose fair value was determined using Level 3 inputs. At September 30, 2012, there were no investments transferred between Level 1 and Level 2 during the fiscal year to date then ended.

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.

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/ Walter A. Row, III
Walter A. Row, III
President

Date: November 26, 2012

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/ Walter A. Row, III
Walter A. Row, III
President

Date: November 26, 2012

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

Date: November 26, 2012