Edgar Filing: EATON VANCE TAX ADVANTAGED DIVIDEND INCOME FUND - Form 4

EATON VANCE TAX ADVANTAGED DIVIDEND INCOME FUND

Form 4

March 10, 2008

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

BEALE JEFFREY P

(Last) (First) (Middle)

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

(Street)

Filed(Month/Day/Year)

BOSTON, MA 02109 (City) (State)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading

Issuer

EATON VANCE TAX ADVANTAGED DIVIDEND INCOME FUND [EVT]

3. Date of Earliest Transaction

4. If Amendment, Date Original

(Month/Day/Year) 02/29/2008

Symbol

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Director 10% Owner __X__ Other (specify Officer (give title below) below)

Management Committee of EVC

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

1.Title of Security (Month/Day/Year) (Instr. 3)

2. Transaction Date 2A. Deemed Execution Date, if

(Zip)

3. (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

Code V Amount (D) Price

4. Securities

(A)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (Instr. 4)

Ownership (Instr. 4)

Transaction(s) (Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber Expira		Expiration D	ate	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	ivative		Securities	(Instr. 5)	Bene
	Derivative				Securities Acquired		(Instr. 3 and 4))	Own	
	Security								Follo	
	Ĭ				(A) or					Repo
					Disposed	ł				Trans
					of (D)	3,				(Instr
					(Instr. 3,					ì
					4, and 5)					
					<u>.</u>					
				Code V	(A) (D)		*	Title Amoun	t	
						Exercisable	Date	or		
								Numbe	r	
								of		
								Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BEALE JEFFREY P THE EATON VANCE BUILDING 255 STATE STREET BOSTON, MA 02109

Management Committee of EVC

Signatures

By: Paul M. O'Neil / Attorney in Fact

03/10/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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