

Eaton Vance Tax-Managed Buy-Write Income Fund
Form N-Q
May 28, 2009

Table of Contents

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

Form N-Q

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED
MANAGEMENT INVESTMENT COMPANIES**

811-21676

Investment Company Act File Number

Eaton Vance Tax-Managed Buy-Write Income Fund

(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

March 31, 2009

Date of Reporting Period

TABLE OF CONTENTS

Item 1. Schedule of Investments

Item 2. Controls and Procedures

Signatures

Certifications

Table of Contents

Item 1. Schedule of Investments

Table of Contents**Eaton Vance Tax-Managed Buy-Write Income Fund****as of March 31, 2009****PORTFOLIO OF INVESTMENTS (Unaudited)****Common Stocks 103.1%****Security****Aerospace & Defense 2.1%**

| | Shares | Value |
|-------------------------------|---------------|---------------------|
| Honeywell International, Inc. | 66,929 | \$ 1,864,642 |
| Northrop Grumman Corp. | 22,634 | 987,748 |
| Rockwell Collins, Inc. | 49,939 | 1,630,009 |
| United Technologies Corp. | 48,521 | 2,085,433 |
| | | \$ 6,567,832 |

Air Freight & Logistics 1.2%

| | | |
|--|--------|---------------------|
| CH Robinson Worldwide, Inc. | 19,160 | \$ 873,888 |
| Expeditors International of Washington, Inc. | 21,522 | 608,857 |
| United Parcel Service, Inc., Class B | 45,237 | 2,226,565 |
| | | \$ 3,709,310 |

Auto Components 0.1%

| | | |
|---|--------|-------------------|
| Goodyear Tire & Rubber Co. (The) ⁽¹⁾ | 33,122 | \$ 207,344 |
| | | \$ 207,344 |

Automobiles 0.1%

| | | |
|-----------------------|--------|-------------------|
| Harley-Davidson, Inc. | 14,657 | \$ 196,257 |
| | | \$ 196,257 |

Beverages 3.4%

| | | |
|-----------------------------|---------|----------------------|
| Brown-Forman Corp., Class B | 12,723 | \$ 494,034 |
| Coca-Cola Co. (The) | 111,894 | 4,917,741 |
| Pepsi Bottling Group, Inc. | 43,532 | 963,798 |
| PepsiCo, Inc. | 81,530 | 4,197,164 |
| | | \$ 10,572,737 |

Biotechnology 2.2%

| | | |
|--|--------|---------------------|
| Amgen, Inc. ⁽¹⁾ | 56,704 | \$ 2,807,982 |
| Celgene Corp. ⁽¹⁾ | 42,437 | 1,884,203 |
| Cephalon, Inc. ⁽¹⁾ | 10,226 | 696,391 |
| Gilead Sciences, Inc. ⁽¹⁾ | 26,294 | 1,217,938 |
| Progenics Pharmaceuticals, Inc. ⁽¹⁾ | 27,713 | 182,629 |
| | | \$ 6,789,143 |

Capital Markets 2.8%

| | | | |
|-------------------------------------|--------|----|------------------|
| Bank of New York Mellon Corp. (The) | 81,058 | \$ | 2,289,888 |
| Charles Schwab Corp. (The) | 38,270 | | 593,185 |
| Federated Investors, Inc., Class B | 23,516 | | 523,466 |
| Goldman Sachs Group, Inc. | 20,261 | | 2,148,071 |
| Invesco PLC ADR | 47,866 | | 663,423 |
| Legg Mason, Inc. | 10,446 | | 166,091 |
| Morgan Stanley | 65,302 | | 1,486,927 |
| State Street Corp. | 32,176 | | 990,377 |
| | | | |
| | | \$ | 8,861,428 |

Table of Contents

| | Shares | Value |
|--|---------------|----------------------|
| Security | | |
| Chemicals 1.4% | | |
| E.I. Du Pont de Nemours & Co. | 73,387 | \$ 1,638,732 |
| Eastman Chemical Co. | 27,979 | 749,837 |
| Monsanto Co. | 25,107 | 2,086,392 |
| | | \$ 4,474,961 |
| Commercial Banks 1.7% | | |
| First Horizon National Corp. | 45,620 | \$ 489,961 |
| KeyCorp | 25,580 | 201,315 |
| Marshall & Ilsley Corp. | 39,440 | 222,047 |
| PNC Financial Services Group, Inc. | 38,904 | 1,139,498 |
| Royal Bank of Canada | 9,091 | 262,912 |
| Toronto-Dominion Bank | 5,493 | 189,948 |
| Wells Fargo & Co. | 204,670 | 2,914,501 |
| | | \$ 5,420,182 |
| Commercial Services & Supplies 1.0% | | |
| Avery Dennison Corp. | 30,924 | \$ 690,842 |
| Pitney Bowes, Inc. | 15,666 | 365,801 |
| RR Donnelley & Sons Co. | 21,525 | 157,778 |
| Waste Management, Inc. | 70,380 | 1,801,728 |
| | | \$ 3,016,149 |
| Communications Equipment 3.5% | | |
| Ciena Corp. ⁽¹⁾ | 26,114 | \$ 203,167 |
| Cisco Systems, Inc. ⁽¹⁾ | 259,288 | 4,348,260 |
| Corning, Inc. | 105,686 | 1,402,453 |
| Harris Corp. | 27,011 | 781,698 |
| JDS Uniphase Corp. ⁽¹⁾ | 50,275 | 163,394 |
| QUALCOMM, Inc. | 105,832 | 4,117,923 |
| | | \$ 11,016,895 |
| Computers & Peripherals 5.3% | | |
| Apple, Inc. ⁽¹⁾ | 40,731 | \$ 4,281,643 |
| Hewlett-Packard Co. | 132,163 | 4,237,146 |
| International Business Machines Corp. | 68,838 | 6,669,714 |
| QLogic Corp. ⁽¹⁾ | 77,051 | 856,807 |
| Seagate Technology | 69,594 | 418,260 |
| | | \$ 16,463,570 |
| Consumer Finance 0.2% | | |
| Discover Financial Services | 74,824 | \$ 472,139 |

| | | | | |
|-----------------------------------|-------------|--------|----|----------------|
| | | | \$ | 472,139 |
| Containers & Packaging | 0.2% | | | |
| Bemis Co., Inc. | | 7,568 | \$ | 158,701 |
| Sealed Air Corp. | | 38,830 | | 535,854 |
| | | | \$ | 694,555 |

Table of Contents

| | Shares | Value |
|--|---------------|----------------------|
| Security Distributors 0.3% | | |
| Genuine Parts Co. | 34,078 | \$ 1,017,569 |
| | | \$ 1,017,569 |
| Diversified Consumer Services 0.5% | | |
| H&R Block, Inc. | 85,901 | \$ 1,562,539 |
| | | \$ 1,562,539 |
| Diversified Financial Services 3.2% | | |
| Bank of America Corp. | 307,295 | \$ 2,095,752 |
| CIT Group, Inc. | 82,201 | 234,273 |
| Citigroup, Inc. | 407,074 | 1,029,897 |
| CME Group, Inc. | 4,697 | 1,157,294 |
| JPMorgan Chase & Co. | 180,352 | 4,793,756 |
| Moody's Corp. | 29,272 | 670,914 |
| NYSE Euronext | 8,497 | 152,096 |
| | | \$ 10,133,982 |
| Diversified Telecommunication Services 4.2% | | |
| AT&T, Inc. | 287,141 | \$ 7,235,953 |
| CenturyTel, Inc. | 6,089 | 171,223 |
| Frontier Communications Corp. | 107,009 | 768,325 |
| Qwest Communications International, Inc. | 105,256 | 359,976 |
| Verizon Communications, Inc. | 152,166 | 4,595,413 |
| | | \$ 13,130,890 |
| Electric Utilities 1.5% | | |
| Duke Energy Corp. | 123,997 | \$ 1,775,637 |
| Edison International | 42,652 | 1,228,804 |
| FirstEnergy Corp. | 42,170 | 1,627,762 |
| Pinnacle West Capital Corp. | 7,168 | 190,382 |
| | | \$ 4,822,585 |
| Electrical Equipment 0.7% | | |
| Emerson Electric Co. | 71,644 | \$ 2,047,586 |
| SunPower Corp., Class A ⁽¹⁾ | 7,422 | 176,495 |
| | | \$ 2,224,081 |
| Electronic Equipment, Instruments & Components 0.1% | | |
| Jabil Circuit, Inc. | 38,182 | \$ 212,292 |
| Molex, Inc. | 13,181 | 181,107 |

| | | |
|--|-------------|---------------------|
| | | \$ 393,399 |
| Energy Equipment & Services | 1.7% | |
| Diamond Offshore Drilling, Inc. | 17,050 | \$ 1,071,763 |
| Halliburton Co. | 133,340 | 2,062,770 |
| Rowan Cos., Inc. | 23,588 | 282,348 |
| Schlumberger, Ltd. | 49,616 | 2,015,402 |
| | | \$ 5,432,283 |

Table of Contents

| | Shares | Value |
|---|---------------|---------------------|
| Security | | |
| Food & Staples Retailing 3.1% | | |
| CVS Caremark Corp. | 105,332 | \$ 2,895,577 |
| Supervalu, Inc. | 12,066 | 172,302 |
| Wal-Mart Stores, Inc. | 127,758 | 6,656,192 |
| | | \$ 9,724,071 |
| Food Products 1.5% | | |
| ConAgra Foods, Inc. | 36,224 | \$ 611,099 |
| Hershey Co. (The) | 35,872 | 1,246,552 |
| Kellogg Co. | 31,044 | 1,137,142 |
| Kraft Foods, Inc., Class A | 45,977 | 1,024,827 |
| Tyson Foods, Inc., Class A | 70,336 | 660,455 |
| | | \$ 4,680,075 |
| Gas Utilities 0.1% | | |
| Nicor, Inc. | 13,905 | \$ 462,063 |
| | | \$ 462,063 |
| Health Care Equipment & Supplies 2.7% | | |
| Baxter International, Inc. | 54,030 | \$ 2,767,417 |
| Boston Scientific Corp. ⁽¹⁾ | 136,100 | 1,081,995 |
| Covidien, Ltd. | 43,358 | 1,441,220 |
| Medtronic, Inc. | 81,590 | 2,404,457 |
| Zimmer Holdings, Inc. ⁽¹⁾ | 19,819 | 723,393 |
| | | \$ 8,418,482 |
| Health Care Providers & Services 1.9% | | |
| Laboratory Corp. of America Holdings ⁽¹⁾ | 9,283 | \$ 542,963 |
| McKesson Corp. | 33,698 | 1,180,778 |
| Medco Health Solutions, Inc. ⁽¹⁾ | 50,204 | 2,075,433 |
| Quest Diagnostics, Inc. | 11,070 | 525,604 |
| UnitedHealth Group, Inc. | 76,435 | 1,599,785 |
| | | \$ 5,924,563 |
| Hotels, Restaurants & Leisure 1.8% | | |
| Marriott International, Inc., Class A | 53,494 | \$ 875,162 |
| McDonald's Corp. | 52,268 | 2,852,265 |
| Starwood Hotels & Resorts Worldwide, Inc. | 52,700 | 669,290 |
| Wyndham Worldwide Corp. | 45,055 | 189,231 |
| Yum! Brands, Inc. | 35,271 | 969,247 |
| | | \$ 5,555,195 |

Table of Contents

| | Shares | Value |
|--|---------------|---------------------|
| Security | | |
| Household Durables 0.8% | | |
| Black & Decker Corp. | 6,526 | \$ 205,961 |
| Centex Corp. | 20,832 | 156,240 |
| D.R. Horton, Inc. | 22,646 | 219,666 |
| KB Home | 13,566 | 178,800 |
| Leggett & Platt, Inc. | 12,174 | 158,140 |
| Lennar Corp., Class A | 21,018 | 157,845 |
| Newell Rubbermaid, Inc. | 76,798 | 489,971 |
| Snap-On, Inc. | 6,380 | 160,138 |
| Stanley Works (The) | 5,820 | 169,478 |
| Whirlpool Corp. | 16,113 | 476,784 |
| | | \$ 2,373,023 |
| Household Products 2.5% | | |
| Clorox Co. (The) | 14,476 | \$ 745,224 |
| Procter & Gamble Co. | 149,558 | 7,042,686 |
| | | \$ 7,787,910 |
| Industrial Conglomerates 1.5% | | |
| General Electric Co. | 406,584 | \$ 4,110,564 |
| Textron, Inc. | 73,458 | 421,649 |
| | | \$ 4,532,213 |
| Insurance 2.7% | | |
| ACE, Ltd. | 3,764 | \$ 152,066 |
| Allianz SE ADR | 20,906 | 174,774 |
| AON Corp. | 26,692 | 1,089,567 |
| Cincinnati Financial Corp. | 34,819 | 796,311 |
| First American Corp. | 13,676 | 362,551 |
| Marsh & McLennan Cos., Inc. | 50,188 | 1,016,307 |
| MetLife, Inc. | 64,118 | 1,459,967 |
| PartnerRe, Ltd. | 5,273 | 327,295 |
| Principal Financial Group, Inc. | 45,241 | 370,071 |
| Travelers Companies, Inc. (The) | 65,950 | 2,680,208 |
| | | \$ 8,429,117 |
| Internet Software & Services 2.1% | | |
| Akamai Technologies, Inc. ⁽¹⁾ | 66,844 | \$ 1,296,774 |
| Google, Inc., Class A ⁽¹⁾ | 12,812 | 4,459,345 |
| VeriSign, Inc. ⁽¹⁾ | 43,013 | 811,655 |
| | | \$ 6,567,774 |

IT Services 0.6%

| | | |
|--|--------|---------------------|
| Automatic Data Processing, Inc. | 37,355 | \$ 1,313,402 |
| Fidelity National Information Services, Inc. | 33,633 | 612,121 |
| | | \$ 1,925,523 |

Leisure Equipment & Products 0.4%

| | | |
|-------------------|--------|---------------------|
| Eastman Kodak Co. | 45,646 | \$ 173,455 |
| Mattel, Inc. | 91,150 | 1,050,959 |
| | | \$ 1,224,414 |

Table of Contents

| | Shares | Value |
|--|---------------|---------------------|
| Security | | |
| Life Sciences Tools & Services 0.4% | | |
| Thermo Fisher Scientific, Inc. ⁽¹⁾ | 31,697 | \$ 1,130,632 |
| | | \$ 1,130,632 |
| Machinery 0.9% | | |
| Caterpillar, Inc. | 29,844 | \$ 834,438 |
| Eaton Corp. | 24,497 | 902,959 |
| Ingersoll-Rand Co., Ltd., Class A | 74,851 | 1,032,944 |
| | | \$ 2,770,341 |
| Media 2.5% | | |
| Comcast Corp., Class A | 183,696 | \$ 2,505,613 |
| Interpublic Group of Cos., Inc. ⁽¹⁾ | 54,079 | 222,805 |
| McGraw-Hill Cos., Inc. (The) | 76,076 | 1,739,858 |
| Omnicom Group, Inc. | 39,439 | 922,873 |
| Walt Disney Co. (The) | 134,372 | 2,440,196 |
| | | \$ 7,831,345 |
| Metals & Mining 0.8% | | |
| AK Steel Holding Corp. | 25,694 | \$ 182,941 |
| Allegheny Technologies, Inc. | 16,248 | 356,319 |
| Nucor Corp. | 36,386 | 1,388,854 |
| United States Steel Corp. | 27,740 | 586,146 |
| | | \$ 2,514,260 |
| Multiline Retail 1.0% | | |
| Big Lots, Inc. ⁽¹⁾ | 31,816 | \$ 661,136 |
| JC Penney Co., Inc. | 21,827 | 438,068 |
| Macy's, Inc. | 117,735 | 1,047,842 |
| Nordstrom, Inc. | 49,817 | 834,435 |
| | | \$ 2,981,481 |
| Multi-Utilities 2.8% | | |
| CenterPoint Energy, Inc. | 17,504 | \$ 182,567 |
| CMS Energy Corp. | 141,552 | 1,675,976 |
| Dominion Resources, Inc. | 64,318 | 1,993,215 |
| DTE Energy Co. | 10,342 | 286,473 |
| Integrus Energy Group, Inc. | 10,554 | 274,826 |
| NiSource, Inc. | 33,766 | 330,907 |
| NorthWestern Corp. | 25,000 | 537,000 |
| Public Service Enterprise Group, Inc. | 74,528 | 2,196,340 |
| TECO Energy, Inc. | 92,229 | 1,028,353 |

| | | |
|-------------------|--------|---------------------|
| Xcel Energy, Inc. | 12,009 | 223,728 |
| | | \$ 8,729,385 |

Table of Contents

| | Shares | Value |
|---|---------------|----------------------|
| Security | | |
| Oil, Gas & Consumable Fuels 12.2% | | |
| Chevron Corp. | 112,108 | \$ 7,538,142 |
| ConocoPhillips | 86,404 | 3,383,581 |
| El Paso Corp. | 53,383 | 333,644 |
| EOG Resources, Inc. | 30,242 | 1,656,052 |
| Exxon Mobil Corp. | 251,497 | 17,126,946 |
| Foundation Coal Holdings, Inc. | 18,804 | 269,837 |
| Occidental Petroleum Corp. | 57,279 | 3,187,576 |
| Peabody Energy Corp. | 43,269 | 1,083,456 |
| Petrohawk Energy Corp. ⁽¹⁾ | 16,345 | 314,314 |
| Pioneer Natural Resources Co. | 31,168 | 513,337 |
| Range Resources Corp. | 24,056 | 990,145 |
| Tesoro Corp. | 39,997 | 538,760 |
| Williams Cos., Inc. | 105,980 | 1,206,052 |
| | | \$ 38,141,842 |
| Paper & Forest Products 0.1% | | |
| International Paper Co. | 23,471 | \$ 165,236 |
| | | \$ 165,236 |
| Personal Products 0.6% | | |
| Alberto-Culver Co. | 32,950 | \$ 745,000 |
| Estee Lauder Cos., Inc., Class A | 45,196 | 1,114,081 |
| | | \$ 1,859,081 |
| Pharmaceuticals 8.9% | | |
| Abbott Laboratories | 95,292 | \$ 4,545,428 |
| Bristol-Myers Squibb Co. | 134,922 | 2,957,490 |
| Johnson & Johnson | 138,292 | 7,274,159 |
| Merck & Co., Inc. | 103,885 | 2,778,924 |
| Pfizer, Inc. | 369,780 | 5,036,404 |
| Schering-Plough Corp. | 65,508 | 1,542,713 |
| Wyeth | 82,730 | 3,560,699 |
| | | \$ 27,695,817 |
| Professional Services 0.2% | | |
| Monster Worldwide, Inc. ⁽¹⁾ | 19,900 | \$ 162,185 |
| Robert Half International, Inc. | 28,288 | 504,375 |
| | | \$ 666,560 |
| Real Estate Investment Trusts (REITs) 0.4% | | |
| Apartment Investment and Management Co., Class A | 27,907 | \$ 152,930 |

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Income Fund - Form N-Q

| | | |
|--|--------|---------------------|
| Kimco Realty Corp. | 78,276 | 596,463 |
| Plum Creek Timber Co., Inc. | 12,612 | 366,631 |
| ProLogis | 35,540 | 231,010 |
| Simon Property Group, Inc. | 704 | 24,387 |
| | | \$ 1,371,421 |
| Real Estate Management & Development 0.1% | | |
| CB Richard Ellis Group, Inc., Class A ⁽¹⁾ | 55,825 | \$ 224,975 |
| | | \$ 224,975 |

Table of Contents

| | Shares | Value |
|--|---------------|----------------------|
| Security | | |
| Road & Rail 1.0% | | |
| CSX Corp. | 22,133 | \$ 572,138 |
| JB Hunt Transport Services, Inc. | 9,165 | 220,968 |
| Norfolk Southern Corp. | 60,275 | 2,034,281 |
| Ryder System, Inc. | 6,315 | 178,778 |
| | | \$ 3,006,165 |
| Semiconductors & Semiconductor Equipment 2.9% | | |
| Analog Devices, Inc. | 9,079 | \$ 174,952 |
| Applied Materials, Inc. | 180,620 | 1,941,665 |
| Intel Corp. | 246,609 | 3,711,465 |
| MEMC Electronic Materials, Inc. ⁽¹⁾ | 58,096 | 958,003 |
| Microchip Technology, Inc. | 84,002 | 1,780,002 |
| NVIDIA Corp. ⁽¹⁾ | 46,376 | 457,267 |
| Teradyne, Inc. ⁽¹⁾ | 34,622 | 151,644 |
| | | \$ 9,174,998 |
| Software 4.3% | | |
| Adobe Systems, Inc. ⁽¹⁾ | 32,525 | \$ 695,710 |
| Citrix Systems, Inc. ⁽¹⁾ | 7,719 | 174,758 |
| Microsoft Corp. | 414,202 | 7,608,891 |
| Novell, Inc. ⁽¹⁾ | 45,275 | 192,872 |
| Oracle Corp. ⁽¹⁾ | 197,923 | 3,576,469 |
| Quest Software, Inc. ⁽¹⁾ | 17,700 | 224,436 |
| Symantec Corp. ⁽¹⁾ | 60,209 | 899,522 |
| | | \$ 13,372,658 |
| Specialty Retail 2.1% | | |
| Abercrombie & Fitch Co., Class A | 12,165 | \$ 289,527 |
| AutoNation, Inc. ⁽¹⁾ | 24,047 | 333,772 |
| GameStop Corp., Class A ⁽¹⁾ | 20,912 | 585,954 |
| Home Depot, Inc. | 94,803 | 2,233,559 |
| Limited Brands, Inc. | 19,874 | 172,904 |
| RadioShack Corp. | 19,049 | 163,250 |
| Sherwin-Williams Co. (The) | 13,337 | 693,124 |
| Staples, Inc. | 88,922 | 1,610,377 |
| Tiffany & Co. | 23,218 | 500,580 |
| | | \$ 6,583,047 |
| Textiles, Apparel & Luxury Goods 0.8% | | |
| Jones Apparel Group, Inc. | 47,524 | \$ 200,551 |
| Nike, Inc., Class B | 47,513 | 2,227,885 |

\$ 2,428,436

Tobacco 1.8%

| | | |
|-----------------------------------|---------|--------------|
| Altria Group, Inc. | 76,383 | \$ 1,223,656 |
| Philip Morris International, Inc. | 116,258 | 4,136,460 |
| Reynolds American, Inc. | 6,000 | 215,040 |

\$ 5,575,156

Table of Contents

| Security | Shares | Value | | |
|---|--------------------------------|-------------------------|----------------------------|------------------------|
| Trading Companies & Distributors 0.1% | | | | |
| Fastenal Co. | 6,000 | \$ 192,930 | | |
| | | \$ 192,930 | | |
| Wireless Telecommunication Services 0.1% | | | | |
| Vodafone Group PLC ADR | 17,696 | \$ 308,264 | | |
| | | \$ 308,264 | | |
| Total Common Stocks (identified cost \$361,391,534) | | \$ 321,508,283 | | |
| Total Investments 103.1% (identified cost \$361,391,534) | | \$ 321,508,283 | | |
| Covered Call Options Written (3.4)% | | | | |
| | Number of Contracts | Strike Price | Expiration Date | Value |
| S&P 500 Index | 1,107 | \$ 785 | 4/18/09 | \$ (3,763,800) |
| S&P 500 Index | 1,910 | 790 | 4/18/09 | (5,634,500) |
| S&P 500 Index | 773 | 815 | 4/18/09 | (1,391,400) |
| Total Covered Call Options Written (premiums received \$9,206,298) | | | | \$ (10,789,700) |
| Other Assets, Less Liabilities 0.3% | | | | \$ 1,070,384 |
| Net Assets 100.0% | | | | \$ 311,788,967 |

ADR - American Depository Receipt

(1) Non-income producing security.

Table of Contents

The cost and unrealized appreciation (depreciation) of investments of the Fund at March 31, 2009, as determined on a federal income tax basis, were as follows:

| | |
|------------------------------------|------------------------|
| Aggregate cost | \$ 361,390,264 |
| Gross unrealized appreciation | \$ 14,163,298 |
| Gross unrealized depreciation | (54,045,279) |
| Net unrealized depreciation | \$ (39,881,981) |

Written call options activity for the fiscal year to date ended March 31, 2009 was as follows:

| | Number of Contracts | Premiums Received |
|---|--------------------------------|------------------------------|
| Outstanding, beginning of period | 3,688 | \$ 14,192,036 |
| Options written | 11,460 | 31,961,437 |
| Options terminated in closing purchase transactions | (11,358) | (36,947,175) |
| Outstanding, end of period | 3,790 | \$ 9,206,298 |

All of the assets of the Fund are subject to segregation to satisfy the requirements of the escrow agent. At March 31, 2009, 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 objective. The Fund generally intends to write index call options above the current value of the index to generate premium income. In writing index call options, the Fund in effect, sells potential appreciation in the value of the applicable index 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 index decline.

At March 31, 2009, the aggregate fair value of derivative instruments in an asset position and in a liability position and whose primary underlying risk exposure is equity price risk was none and \$10,789,700, respectively.

Financial Accounting Standards Board Statement of Financial Accounting Standards No. 157, Fair Value Measurements, established a three-tier hierarchy to prioritize the assumptions, referred to as inputs, 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)

Edgar Filing: Eaton Vance Tax-Managed Buy-Write Income Fund - Form N-Q

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

At March 31, 2009, the inputs used in valuing the Fund's investments, which are carried at value, were as follows:

| | Valuation Inputs | Investments in Securities | Other Financial Instruments* |
|--------------|---------------------------------|----------------------------------|-------------------------------------|
| Level 1 | Quoted Prices | \$ 321,508,283 | \$ (10,789,700) |
| | Other Significant Observable | | |
| Level 2 | Inputs | | |
| Level 3 | Significant Unobservable Inputs | | |
| Total | | \$ 321,508,283 | \$ (10,789,700) |

* Other financial instruments include written call options.

The Fund held no investments or other financial instruments as of December 31, 2008 whose fair value was determined using Level 3 inputs.

Exchange-traded options are valued at the last sale price for the day of valuation as quoted on any exchange on which the option is listed or, in the absence of sales on such date, at the mean between the closing bid and asked prices therefore as reported by the Options Price Reporting Authority. Over-the-counter options are valued based on broker quotations, when available and deemed reliable.

For additional information on the Fund's policy regarding 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.

Table of Contents

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.

Table of Contents

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 Tax-Managed Buy-Write Income Fund

By: /s/ Duncan W. Richardson

Duncan W. Richardson
President

Date: May 20, 2009

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: May 20, 2009

By: /s/ Barbara E. Campbell

Barbara E. Campbell
Treasurer

Date: May 20, 2009