

Eaton Vance Corp.

First Quarter Fiscal 2021 Supplemental Information

February 24, 2021

2 | First Quarter Fiscal 2021 Financial Highlights



Financial Results

- \$0.74 of GAAP earnings per diluted share
- A record \$0.94 of adjusted earnings per diluted share, up 7% sequentially and up 11% year-over-year
- A record \$488.9 million of consolidated revenue, up 8% sequentially and year-over-year
- 33.3% adjusted operating margin, versus 31.6% in 4Q F2020 and 30.3% in 1Q F2020

Managed Assets and Flows

- A record \$584.2 billion of ending consolidated AUM, up 13% sequentially and year-over-year
- A record \$20.0 billion of consolidated net inflows, or \$6.9 billion excluding Parametric overlay services
- Annualized internal growth of 16% in managed assets and 8% in management fee revenue

Investment Performance

- 30 U.S. mutual funds currently rated 5 stars by Morningstar for one or more share classes
- 66 U.S. mutual funds currently rated 4 or 5 stars by Morningstar for at least one class of shares
- 32% of U.S. mutual fund AUM in funds ranking in top quartile of their Morningstar peer group over three years, 37% over five years and 52% over ten years

Capital Management

- \$0.375 per share regular dividend and \$4.25 per share special dividend paid during the quarter
- \$626.5 million of cash, cash equivalents and short-term debt securities held at quarter end
- \$291.9 million of seed capital investments in managed funds and accounts held at quarter end
- \$300.0 million undrawn line of credit; no debt due until June 2023

Management believes that certain non-U.S. GAAP financial measures, specifically, adjusted operating income, adjusted net income attributable to Eaton Vance Corp. shareholders and adjusted earnings per diluted share, while not a substitute for U.S. GAAP financial measures, may be effective indicators of the Company's performance over time. Non-U.S. GAAP financial measures should not be construed to be superior to U.S. GAAP measures. In calculating these non-U.S. GAAP financial measures, operating income, net income attributable to Eaton Vance Corp. shareholders and earnings per diluted share are adjusted to exclude items management deems non-operating or non-recurring in nature, or otherwise outside the ordinary course of business. These adjustments may include, when applicable, the add back of closed-end fund structuring fees, costs associated with debt repayments and tax settlements, the tax impact of stock-based compensation shortfalls or windfalls, impairment charges, costs in connection with the proposed acquisition of Eaton Vance by Morgan Stanley and other acquisition-related items, and non-recurring charges for the effect of tax law changes. Adjustments to operating income also include the add-back of management fee revenue received from consolidated sponsored funds and consolidated collateralized loan obligation (CLO) entities (collectively, consolidated investment entities) that are eliminated in consolidation and the non-management expenses of consolidated sponsored funds recognized in consolidation. Adjustments to net income attributable to Eaton Vance Corp. shareholders include the after-tax impact of these adjustments to operating income and the elimination of gains (losses) and other investment income (expense) of consolidated investment entities and other seed capital investments included in non-operating income (expense), as determined net of tax and non-controlling and other beneficial interests. Management and our Board of Directors, as well as certain of our outside investors, consider the adjusted numbers a measure of the Company's underlying operating performance. Management believes adjusted operating income, adjusted net income attributable to Eaton Vance Corp. shareholders and adjusted earnings per diluted share are important indicators of our operations because they exclude items that may not be indicative of, or are unrelated to, our core operating results, and may provide a useful baseline for analyzing trends in our underlying business. Effective in the second quarter of fiscal 2020, the Company's calculation of non-U.S. GAAP financial measures was revised to reflect the treatment of consolidated investment entities and other seed capital investments described in the previous paragraph. All prior period non-U.S. GAAP financial measures have been updated to reflect this change.

3 | Summary of Proposed Acquisition of Eaton Vance by Morgan Stanley



Transaction Overview

- Eaton Vance and Morgan Stanley announced on October 8, 2020 that they have entered into a definitive agreement for Morgan Stanley to acquire Eaton Vance
- Eaton Vance shareholders will receive at closing \$28.25 per share in cash and 0.5833 shares of Morgan Stanley common stock per share of Eaton Vance common stock held
- Each Eaton Vance shareholder may elect by February 24, 2021 to receive the merger consideration all in cash, all in stock, or as a mix of cash and stock, subject to proration and adjustment
- Anticipate that the transaction proceeds received in Morgan Stanley stock will not be taxable to Eaton Vance shareholders
- Proposed transaction is expected to close on March 1, 2021

Special Dividend

- The merger agreement provided for Eaton Vance shareholders to receive, prior to the close of the transaction, a one-time special dividend of \$4.25 per share of Eaton Vance common stock held
- Special dividend of \$4.25 per share was paid on December 18, 2020 to shareholders of record of December 4, 2020

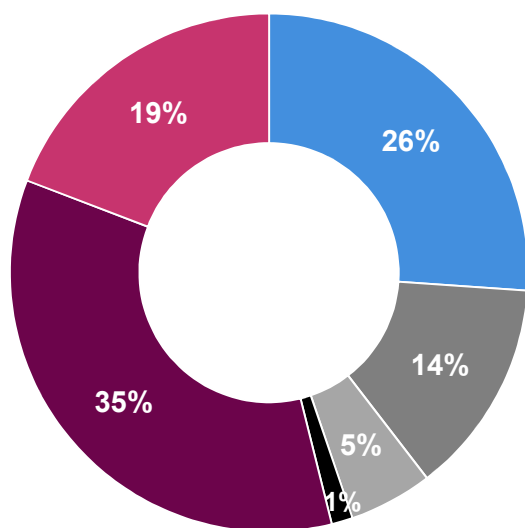
First Quarter Financial Impact

- Eaton Vance recognized \$39.6 million of accelerated stock-based and other compensation expense, as well as \$41.4 million of legal, consulting and other costs in the first quarter of fiscal 2021 in connection with the proposed acquisition of Eaton Vance by Morgan Stanley
- The Company's weighted average diluted shares outstanding increased by 6.4 million shares, or 6 percent, from the fourth quarter of fiscal 2020 to reflect the accelerated vesting of restricted stock awards, exercise of employee stock options and the impact of higher market prices of Eaton Vance stock
- Eaton Vance's GAAP earnings for the first quarter of fiscal 2021 reflect \$0.24 per diluted share of accelerated stock-based and other compensation expense and \$0.33 per diluted share of other costs recognized in connection with the proposed transaction



by Investment Mandate

Ending Assets under Management
(As of January 31, 2021)

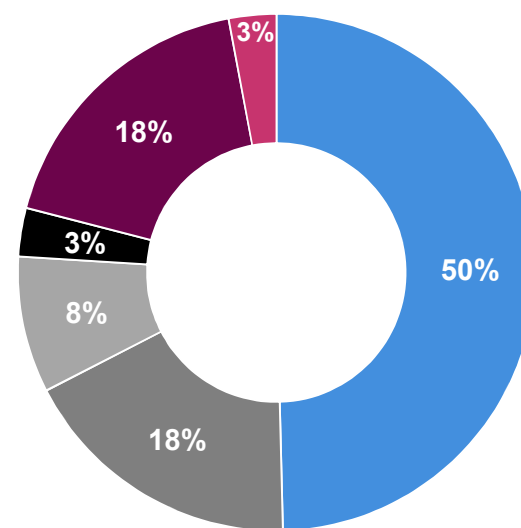


\$584.2 billion

- Equity
- Fixed Income
- Floating-Rate Income
- Alternative
- Parametric Custom Portfolios
- Parametric Overlay Services

Management Fees

(For the three months ended January 31, 2021)

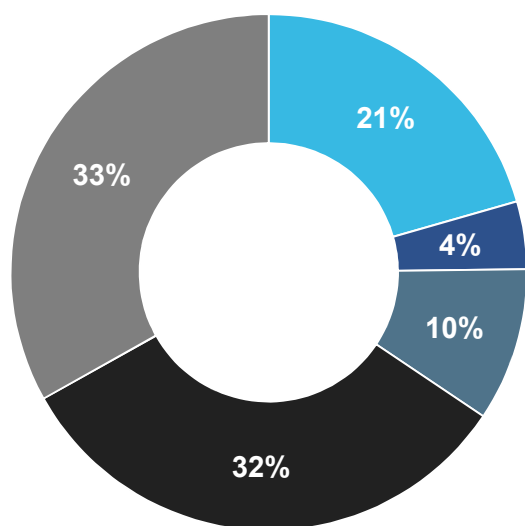


\$430.3 million



by Investment Vehicle

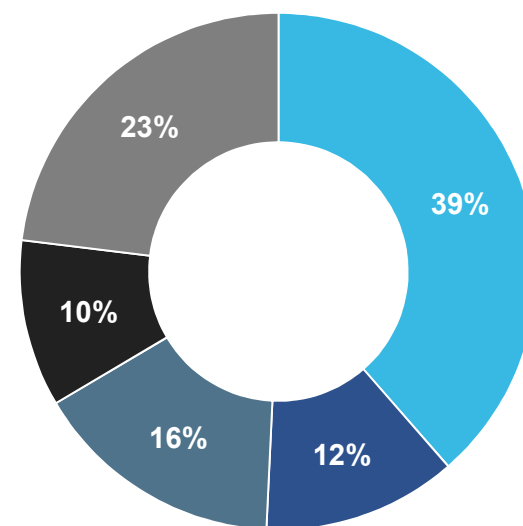
Ending Assets under Management
(As of January 31, 2021)



\$584.2 billion

Management Fees
(For the three months ended January 31, 2021)

- Open-End Funds
- Closed-End Funds
- Private Funds
- Institutional Separate Accounts
- Individual Separate Accounts

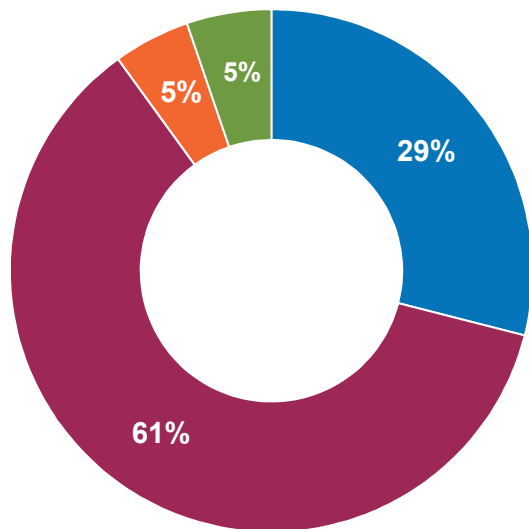


\$430.3 million



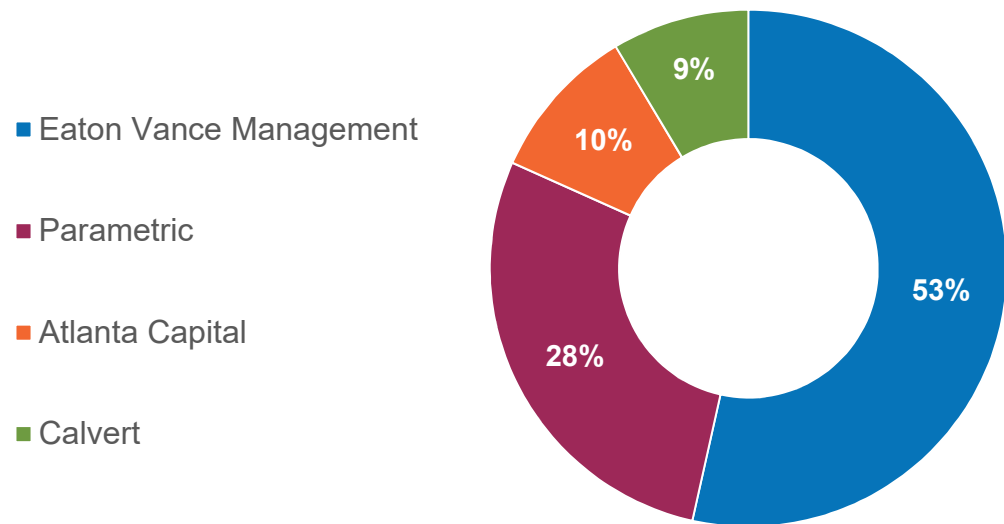
by Investment Affiliate

Ending Assets under Management
(As of January 31, 2021)



\$584.2 billion

Management Fees
(For the three months ended January 31, 2021)



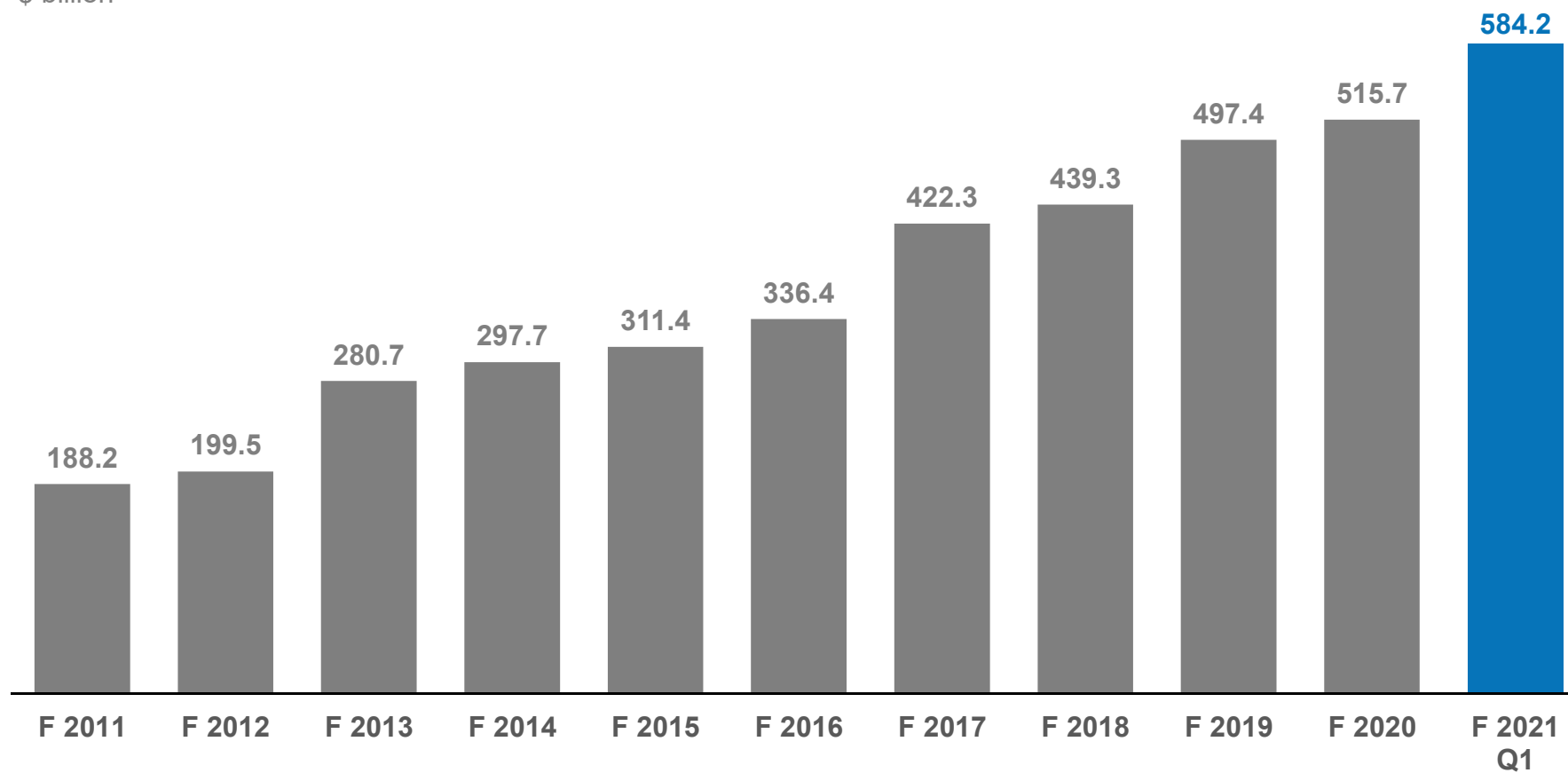
\$430.3 million

Eaton Vance Corp. consolidated totals as of and for the period ended January 31, 2021. Does not include the directly managed assets and associated revenue of 49%-owned Hexavest Inc. Managed assets and associated revenue of client portfolios overseen by multiple Eaton Vance affiliates are attributed based on the strategy's primary identity.

7 | Consolidated Assets under Management



\$ billion



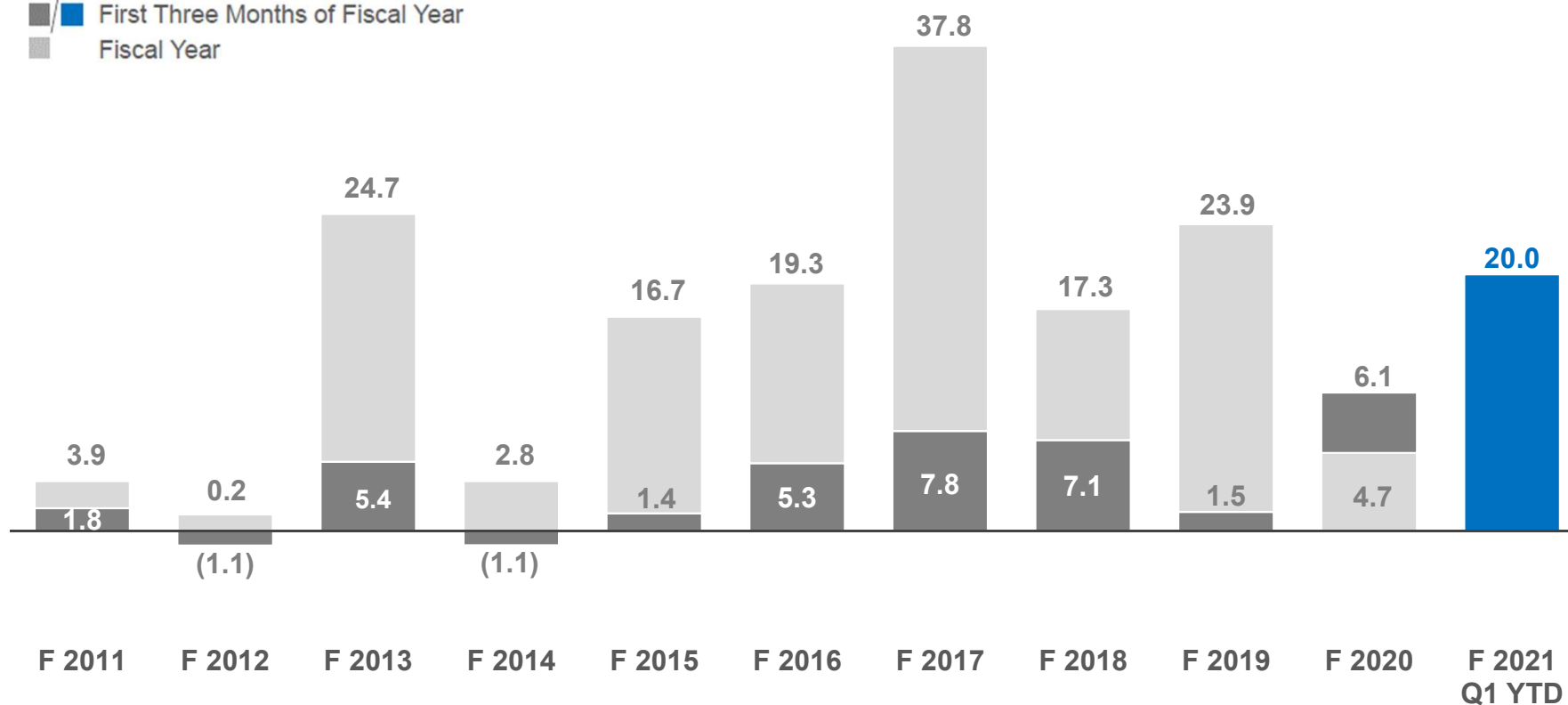
Eaton Vance Corp. consolidated totals as of period end. Does not include the directly managed assets of 49%-owned Hexavest Inc., which were \$4.3 billion as of January 31, 2021.

8 | Consolidated Net Inflows



\$ billion

First Three Months of Fiscal Year
 Fiscal Year



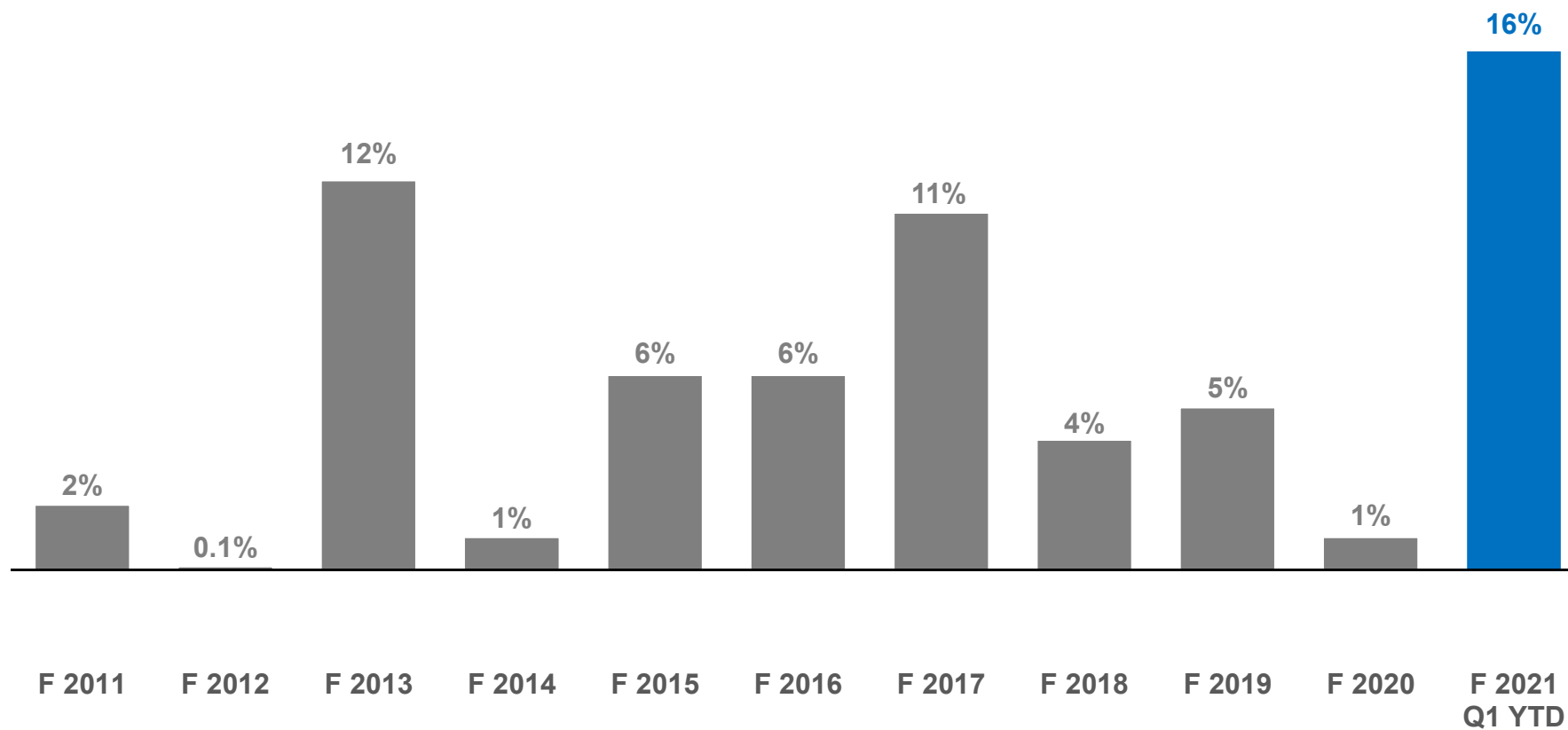
Hexavest net flows not included above

(\$ billion):

F 2011	F 2012	F 2013	F 2014	F 2015	F 2016	F 2017	F 2018	F 2019	F 2020	F 2021 Q1 YTD
0.7	2.2	(1.1)	(2.7)	(1.0)	0.1	(2.2)	(1.6)	(6.1)	(2.2)	

Does not reflect assets acquired or, except as noted, flows into directly managed assets of 49%-owned Hexavest, Inc.

9 | Annualized Internal Growth in Consolidated Managed Assets



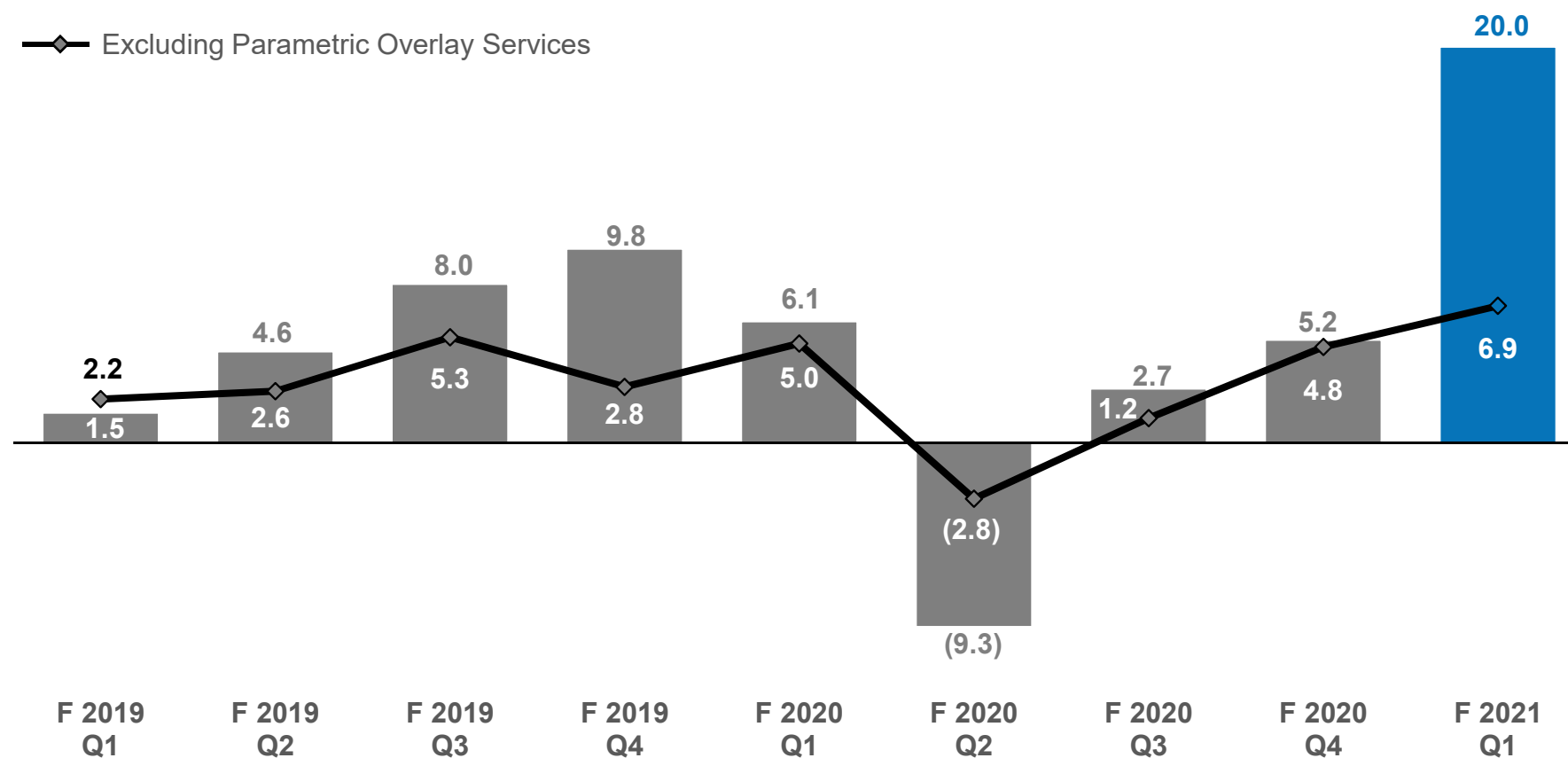
Consolidated net inflows divided by beginning of period consolidated assets under management. Does not reflect assets acquired or directly managed assets and related flows of 49%-owned Hexavest Inc.

10 | Consolidated Net Flows by Quarter



\$ billion

◆ Excluding Parametric Overlay Services



Hexavest net flows not included above (\$ billion):

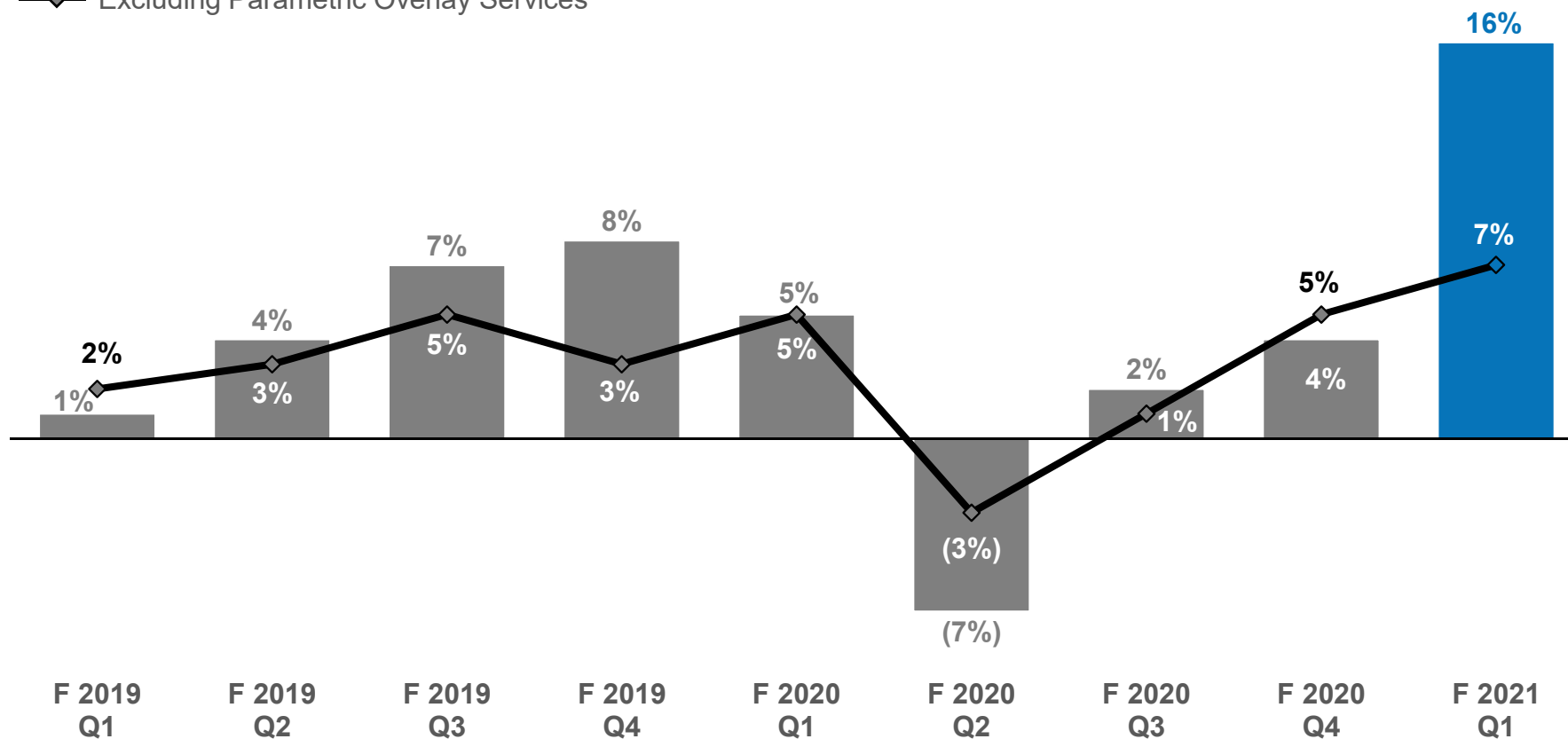
(0.7) 0.2 (0.6) (0.4) (0.5) (2.1) (2.7) (0.8) (2.2)

Consolidated quarterly net inflows. Does not reflect assets acquired or, except as noted, flows for directly managed assets of 49%-owned Hexavest Inc.

11 | Annualized Internal Growth in Consolidated Managed Assets by Quarter

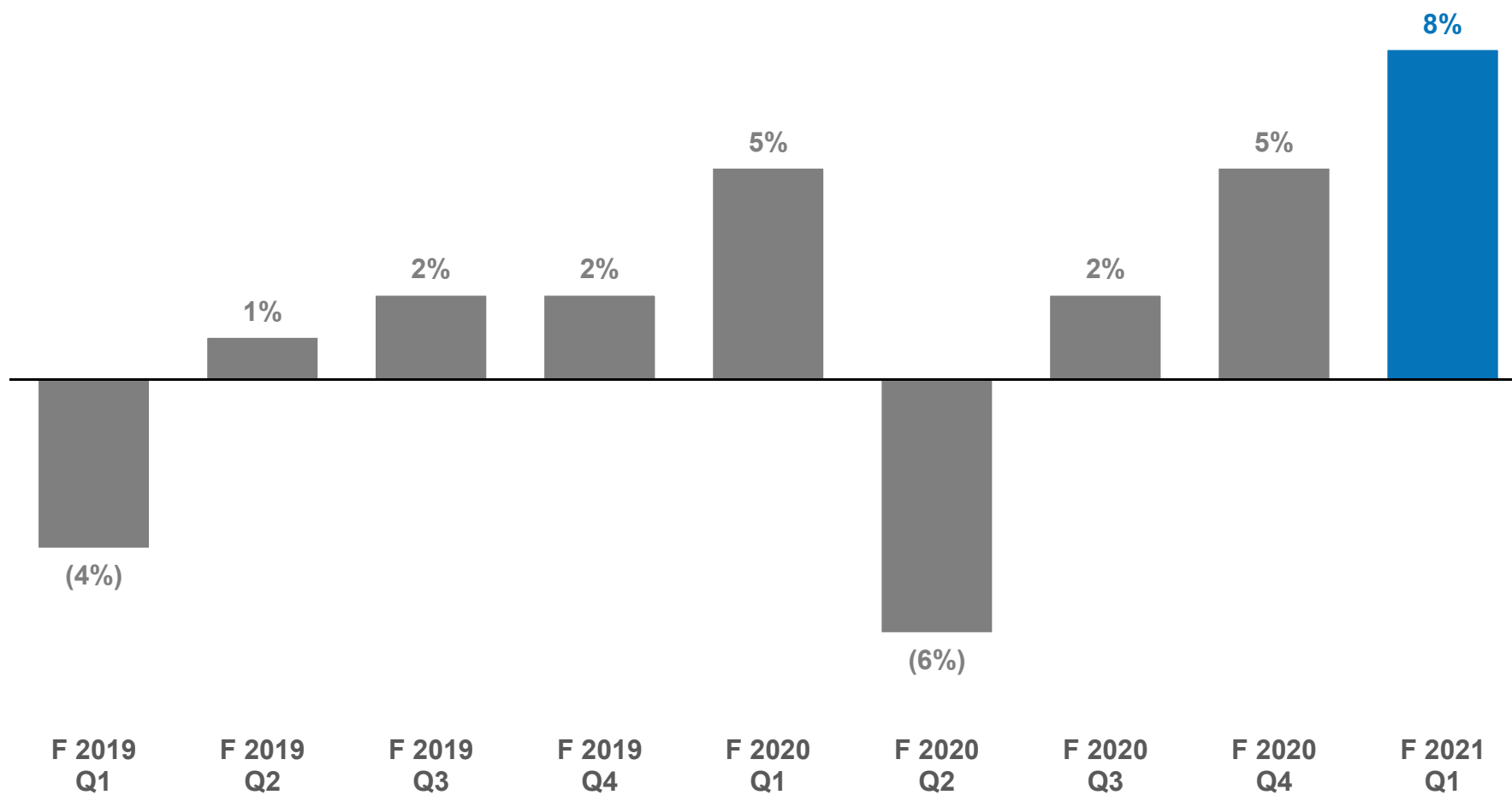


◆ Excluding Parametric Overlay Services



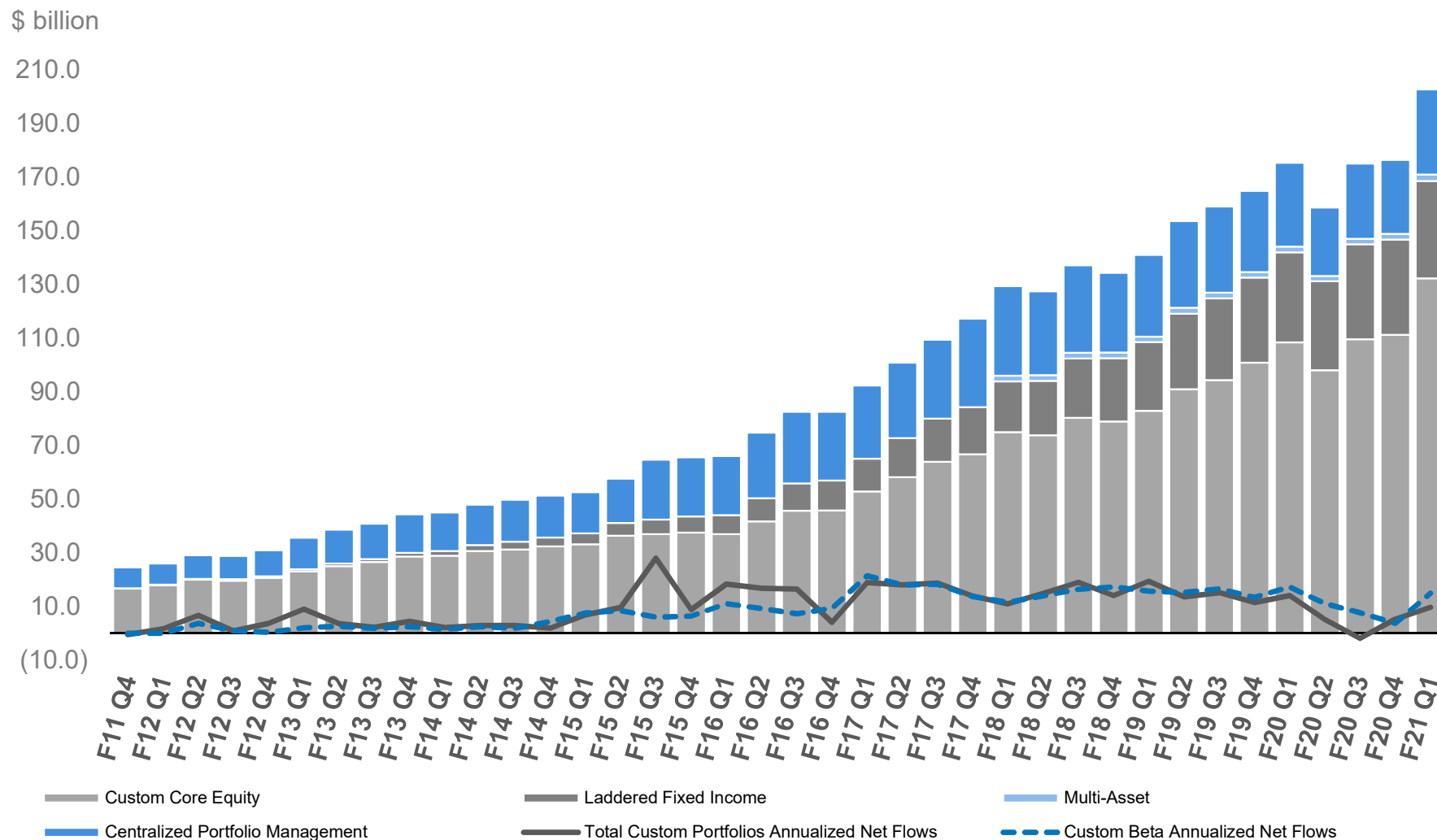
Quarterly consolidated net inflows x 4 divided by beginning of period consolidated assets under management. Does not reflect assets acquired or directly managed assets and related flows of 49%-owned Hexavest Inc.

12 | Annualized Internal Growth in Consolidated Management Fees by Quarter



Does not reflect assets acquired or directly managed assets and related flows of 49%-owned Hexavest Inc.

13 | Parametric Custom Portfolios Managed Assets and Annualized Net Flows

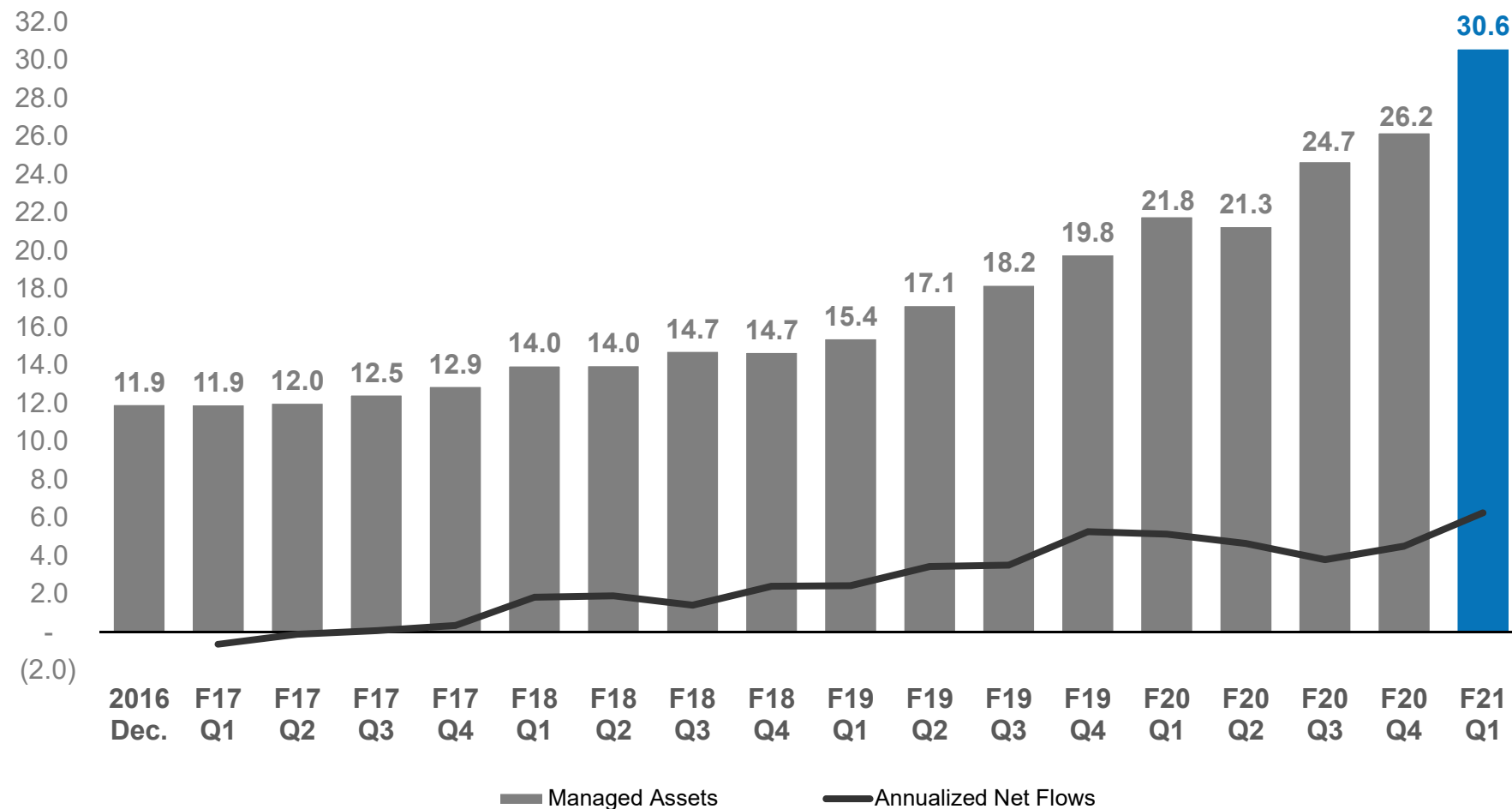


Equity, fixed income and multi-asset separate accounts managed by Parametric for which customization is a primary feature; other Parametric strategies may also be customized. Managed assets are shown as of fiscal quarter end (bars) and annualized net flows are for the fiscal quarter (lines). Custom Beta defined to include Custom Core Equity and Laddered Fixed Income individual separate accounts.

14 | Calvert Managed Assets and Annualized Net Flows



\$ billion

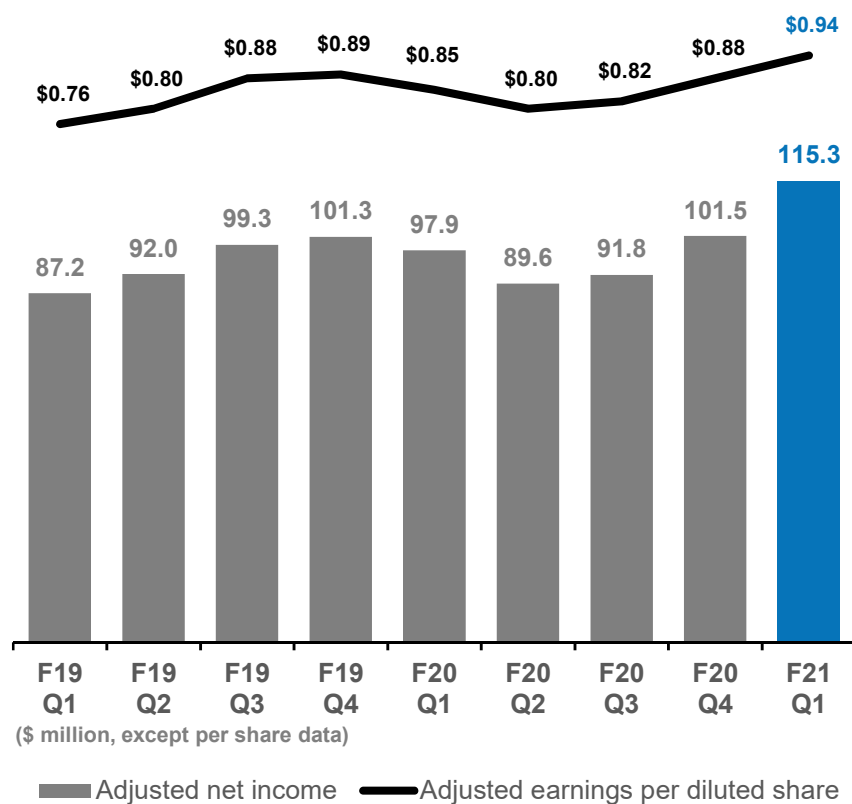


Managed assets of client portfolios overseen by multiple Eaton Vance affiliates are attributed based on the strategy's primary identity. Indicated net flows exclude \$354 million of acquisition-related outflows in the second quarter of fiscal 2017. Managed assets are shown as of fiscal quarter end (bars) and annualized net flows are for the fiscal quarter (line).

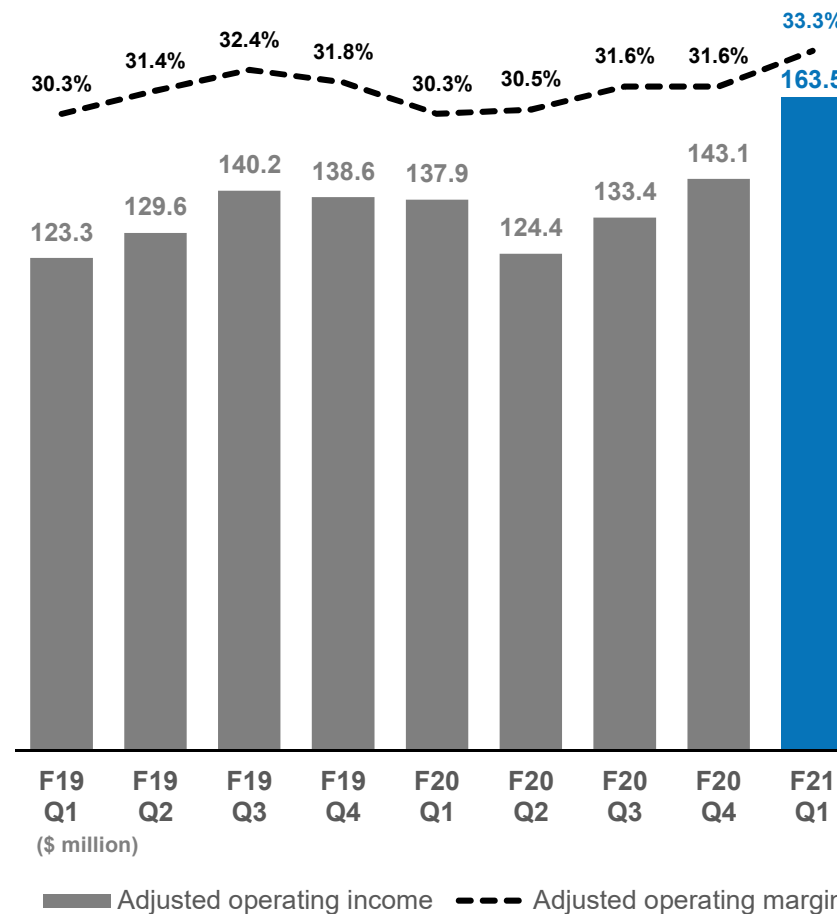
15 | Quarterly Earnings and Profitability



Adjusted Net Income Attributable to EVC Shareholders and Adjusted Earnings Per Diluted Share

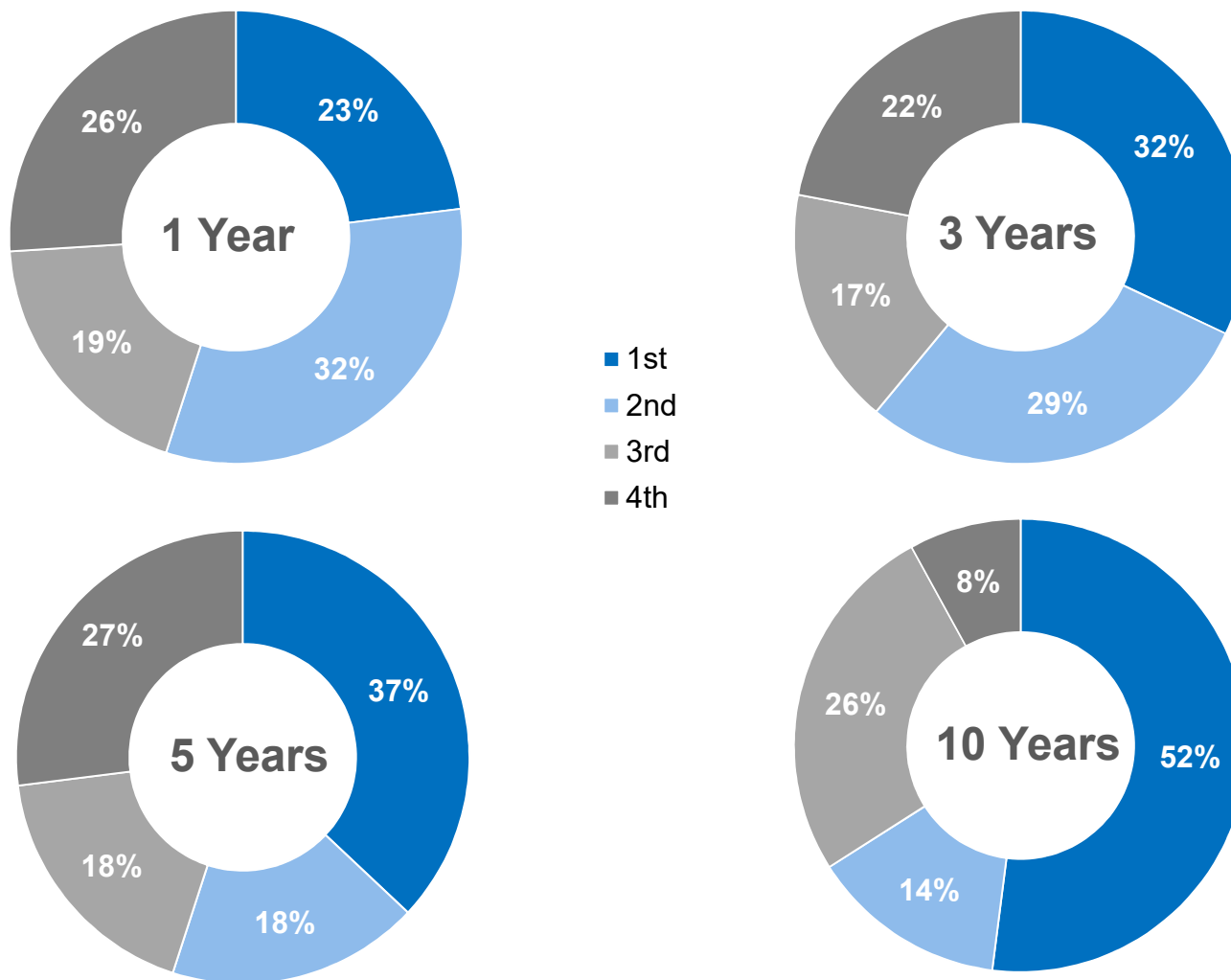


Adjusted Operating Income and Adjusted Operating Margin



See footnote on slide 2. For further information and reconciliation between GAAP and adjusted results, see previously filed Form 10-Ks, 10-Qs and 8-Ks of Eaton Vance Corp.

16 | Mutual Fund Performance Quartile Rankings



Asset-weighted rankings of Calvert, Eaton Vance and Parametric U.S. mutual funds within their respective Morningstar categories as of January 31, 2021 based on total return net of expenses with distributions reinvested. Source: Morningstar, Inc. Past performance is no guarantee of future results. Investment return and principal value will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, a fund's current performance may be lower or higher than quoted.



66
Morningstar
Top-Rated
Funds

Calvert, Eaton Vance and Parametric U.S. mutual funds with one or more share classes (including load-waived A) rated four or five stars as of January 31, 2021. Source: Morningstar, Inc. Past performance is no guarantee of future results. Investment return and principal value will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, a fund's current performance may be lower or higher than quoted.



Calvert Balanced

Calvert Conservative Allocation

Calvert Emerging Markets Equity

Calvert Equity

Calvert Global Water

Calvert Growth Allocation

Calvert International Equity

Calvert International Responsible Index

Calvert Moderate Allocation

Calvert Small-Cap

Calvert US Large-Cap Core Responsible Index

Calvert US Large-Cap Growth Responsible Index

Calvert US Large-Cap Value Responsible Index

Calvert US Mid-Cap Core Responsible Index

EV Atlanta Capital Focused Growth

EV Balanced

EV Global Income Builder

EV Global Small-Cap Equity

EV Greater China Growth

EV Greater India

EV Tax-Managed Equity Asset Allocation

EV Tax-Managed Value

Parametric International Equity

Calvert, Eaton Vance and Parametric equity and multi-asset U.S. mutual funds with one or more share classes (including load-waived A) rated four or five stars as of January 31, 2021. Funds with one or more share classes rated five stars are in **BOLD**. Source: Morningstar, Inc. Past performance is no guarantee of future results. Investment return and principal value will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, a fund's current performance may be lower or higher than quoted.



Calvert High Yield Bond

Calvert Short Duration Income

Calvert Ultra-short Duration Income

EV Core Plus Bond

EV Emerging Markets Debt Opportunities

EV Emerging Markets Local Income

EV Floating-Rate

EV Floating-Rate Advantage

EV Floating-Rate & High Income

EV Global Macro Absolute Return Advantage

EV Government Opportunities

EV High Income Opportunities

EV Income Fund of Boston

EV Short Duration Government Income

EV Short Duration Strategic Income

Parametric Commodity Strategy



Calvert Responsible Muni Income	EV Single-State Municipal Income:
EV AMT-Free Municipal Income	AZ, CA Opps, CT, GA, MA, MD, MN, MO,
EV High-Yield Municipal Income	NC, NJ , NY, NY Opps, OH, OR, PA, SC, VA
EV Natl Ltd Maturity Muni Income	Parametric TABS 1-to-10 Year Laddered Muni Bond
EV National Municipal Income	Parametric TABS 5-to-15 Year Laddered Muni Bond
EV Short Dur Muni Opportunities	Parametric TABS 10-to-20 Year Laddered Muni Bond
	Parametric TABS Short-Term Municipal Bond

Calvert, Eaton Vance and Parametric municipal income U.S. mutual funds with one or more share classes (including load-waived A) rated four or five stars as of January 31, 2021. Funds with one or more share classes rated five stars are in **BOLD**. Source: Morningstar, Inc. Past performance is no guarantee of future results. Investment return and principal value will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. Performance is for the stated time period only; due to market volatility, a fund's current performance may be lower or higher than quoted.
