

Edgar Filing: First Trust Intermediate Duration Preferred & Income Fund - Form N-CSR

First Trust Intermediate Duration Preferred & Income Fund  
Form N-CSR  
January 08, 2016

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

FORM N-CSR

CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT INVESTMENT  
COMPANIES

Investment Company Act file number 811-22795  
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First Trust Intermediate Duration Preferred & Income  
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Fund (Exact name of registrant as specified in charter)

120 East Liberty Drive, Suite 400  
Wheaton, IL 60187  
-----

(Address of principal executive offices) (Zip code)

W. Scott Jardine, Esq.

First Trust Portfolios L.P.  
120 East Liberty Drive, Suite 400  
Wheaton, IL 60187  
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(Name and address of agent for service)

registrant's telephone number, including area code: 630-765-8000  
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Date of fiscal year end: October 31  
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Date of reporting period: October 31, 2015  
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Form N-CSR is to be used by management investment companies to file reports with the Commission not later than 10 days after the transmission to stockholders of any report that is required to be transmitted to stockholders under Rule 30e-1 under the Investment Company Act of 1940 (17 CFR 270.30e-1). The Commission may use the information provided on Form N-CSR in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-CSR, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-CSR unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

ITEM 1. REPORTS TO STOCKHOLDERS.

Edgar Filing: First Trust Intermediate Duration Preferred & Income Fund - Form N-CSR

The Report to Shareholders is attached herewith.

FIRST TRUST  
INTERMEDIATE DURATION  
PREFERRED & INCOME  
FUND  
(FPF)

ANNUAL REPORT  
FOR THE YEAR ENDED  
OCTOBER 31, 2015

FIRST TRUST  
STONEBRIDGE  
-----  
ADVISORS, LLC

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TABLE OF CONTENTS  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
ANNUAL REPORT  
OCTOBER 31, 2015

Shareholder Letter..... 1  
At a Glance..... 2  
Portfolio Commentary..... 4  
Statement of Assets and Liabilities..... 14  
Statement of Operations..... 15  
Statements of Changes in Net Assets..... 16  
Statement of Cash Flows..... 17  
Financial Highlights..... 18  
Notes to Financial Statements..... 19  
Report of Independent Registered Public Accounting Firm..... 26  
Additional Information..... 27  
Board of Trustees and Officers..... 32  
Privacy Policy..... 34

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This report contains certain forward-looking statements within the meaning of the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended. Forward-looking statements include statements regarding the goals, beliefs, plans or current expectations of First Trust Advisors L.P. ("First Trust" or the "Advisor") and/or Stonebridge Advisors LLC ("Stonebridge" or the "Sub-Advisor") and their respective representatives, taking into account the information currently available to them. Forward-looking statements include all statements that do not relate solely to current or historical fact. For example, forward-looking statements include the use of words such as "anticipate," "estimate," "intend," "expect," "believe," "plan," "may," "should," "would" or other words that convey uncertainty of future events or outcomes.

Forward-looking statements involve known and unknown risks, uncertainties and

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other factors that may cause the actual results, performance or achievements of First Trust Intermediate Duration Preferred & Income Fund (the "Fund") to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. When evaluating the information included in this report, you are cautioned not to place undue reliance on these forward-looking statements, which reflect the judgment of the Advisor and/or Sub-Advisor and their representatives only as of the date hereof. We undertake no obligation to publicly revise or update these forward-looking statements to reflect events and circumstances that arise after the date hereof.

### PERFORMANCE AND RISK DISCLOSURE

There is no assurance that the Fund will achieve its investment objectives. The Fund is subject to market risk, which is the possibility that the market values of securities owned by the Fund will decline and that the value of the Fund's shares may therefore be less than what you paid for them. Accordingly, you can lose money by investing in the Fund. See "Risk Considerations" in the Additional Information section of this report for a discussion of certain other risks of investing in the Fund.

Performance data quoted represents past performance, which is no guarantee of future results, and current performance may be lower or higher than the figures shown. For the most recent month-end performance figures, please visit <http://www.ftportfolios.com> or speak with your financial advisor. Investment returns, net asset value and common share price will fluctuate and Fund shares, when sold, may be worth more or less than their original cost.

The Advisor may also periodically provide additional information on Fund performance on the Fund's webpage at <http://www.ftportfolios.com>.

### HOW TO READ THIS REPORT

This report contains information that may help you evaluate your investment in the Fund. It includes details about the Fund and presents data and analysis that provide insight into the Fund's performance and investment approach.

By reading the portfolio commentary by the portfolio management team of the Fund, you may obtain an understanding of how the market environment affected the Fund's performance. The statistical information that follows may help you understand the Fund's performance compared to that of relevant market benchmarks.

It is important to keep in mind that the opinions expressed by personnel of the Sub-Advisor are just that: informed opinions. They should not be considered to be promises or advice. The opinions, like the statistics, cover the period through the date on the cover of this report. The material risks of investing in the Fund are spelled out in the prospectus, the statement of additional information, this report and other Fund regulatory filings.

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SHAREHOLDER LETTER  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
ANNUAL LETTER FROM THE CHAIRMAN AND CEO

OCTOBER 31, 2015

# Edgar Filing: First Trust Intermediate Duration Preferred & Income Fund - Form N-CSR

Dear Shareholders:

Thank you for your investment in First Trust Intermediate Duration Preferred & Income Fund (the "Fund").

First Trust Advisors L.P. ("First Trust") is pleased to provide you with the annual report which contains detailed information about your investment for the 12 months ended October 31, 2015, including a market overview and a performance analysis for the period. We encourage you to read this report and discuss it with your financial advisor.

U.S. markets, fueled by accelerating growth and an accommodating Federal Reserve, enjoyed a prosperous year in 2014. However, most of 2015 has been volatile. Economic and global factors, such as the continued conflict in the Middle East, a sharp decline in oil prices and terrorism around the world, have impacted U.S. and global markets. Another factor that has weighed upon U.S. markets for most of the year is the fact that many economists had predicted that the Federal Reserve would begin to raise interest rates in 2015, which has still not happened.

As I have written previously, First Trust believes investors should maintain perspective about the markets and have realistic expectations about their investments. Markets will always go up and down, but we believe that having a long-term investment horizon and being invested in quality products can help you reach your goals.

Thank you for giving First Trust the opportunity to be a part of your investment plan. We value the relationship and will continue to focus on our disciplined investment approach and long-term perspective to help investors reach their financial goals.

Sincerely,

/s/ James A. Bowen

James A. Bowen  
Chairman of the Board of Trustees  
Chief Executive Officer of First Trust Advisors L.P.

Page 1

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
"AT A GLANCE"  
OCTOBER 31, 2015 (UNAUDITED)

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FUND STATISTICS  
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Symbol on New York Stock Exchange	FPF
Common Share Price	\$21.95
Common Share Net Asset Value ("NAV")	\$23.69
Premium (Discount) to NAV	(7.34)%
Net Assets Applicable to Common Shares	\$1,438,360,546
Current Monthly Distribution per Common Share (1)	\$0.1625
Current Annualized Distribution per Common Share	\$1.9500
Current Distribution Rate on Closing Common Share Price (2)	8.88%
Current Distribution Rate on NAV (2)	8.23%

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COMMON SHARE PRICE & NAV (WEEKLY CLOSING PRICE)		
	NAV	Common Share Price
10/14	21.94	24.42
	21.97	24.27
	21.68	24.35
	22.19	24.34
11/14	22.72	24.43
	22.02	24.23
	22.21	24.12
12/14	21.90	24.08
	21.95	24.14
	22.34	23.94
	22.19	23.97
1/15	22.08	23.96
	22.53	24.17
	22.32	24.12
	22.37	24.25
2/15	22.45	24.27
	22.59	24.43
	22.39	24.30
	22.32	24.29
3/15	22.45	24.35
	22.56	24.42
	22.52	24.35
	22.65	24.45
4/15	22.68	24.40
	22.82	24.48
	22.94	24.28
	22.44	24.25
5/15	22.58	24.29
	22.47	24.33
	22.68	24.33
	22.26	24.13
6/15	21.84	24.07
	22.01	23.98
	21.50	24.08
	21.38	23.88
7/15	21.52	23.86
	21.88	24.05
	21.77	24.04
	21.60	24.05
8/15	21.44	23.86
	21.62	23.85
	21.67	23.70
	21.66	23.70
9/15	21.64	23.52
	21.62	23.55
	21.96	23.55
	21.63	23.53
10/15	21.18	23.18
	21.58	23.36
	21.78	23.44
	21.72	23.61
	21.95	23.69

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PERFORMANCE  
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FUND PERFORMANCE (3)	1 Year Ended 10/31/15	Average Annual Total Returns Inception (5/23/13) to 10/31/15
NAV	6.68%	8.37%
Market Value	10.02%	3.08%
 INDEX PERFORMANCE		
BofA Merrill Lynch Fixed Rate Preferred Securities Index	7.50%	5.26%
BofA Merrill Lynch U.S. Capital Securities Index	1.61%	4.39%
Blended Index(4)	4.52%	4.85%

- 
- (1) Most recent distribution paid or declared through 10/31/2015. Subject to change in the future.
  - (2) Distribution rates are calculated by annualizing the most recent distribution paid or declared through the report date and then dividing by Common Share price or NAV, as applicable, as of 10/31/15. Subject to change in the future.
  - (3) Total return is based on the combination of reinvested dividend, capital gain and return of capital distributions, if any, at prices obtained by the Dividend Reinvestment Plan and changes in NAV per share for NAV returns and changes in Common Share price for market value returns. Total returns do not reflect sales load and are not annualized for periods less than one year. Past performance is not indicative of future results.
  - (4) The blended index consists of the following: BofA Merrill Lynch Fixed Rate Preferred Securities Index (50%) and BofA Merrill Lynch U.S. Capital Securities Index (50%). The Blended Index was added to reflect the diverse allocation of institutional preferred and hybrid securities in the Fund's portfolio. The indexes do not charge management fees or brokerage expenses, and no such fees or expenses were deducted from the performance shown. Indexes are unmanaged and an investor cannot invest directly in an index.

Page 2

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 "AT A GLANCE" (CONTINUED)  
 OCTOBER 31, 2015 (UNAUDITED)

INDUSTRY CLASSIFICATION	% OF TOTAL INVESTMENTS
Banks	45.2%
Insurance	27.5
Diversified Financial Services	4.5
Food Products	4.0
Capital Markets	3.8
Electric Utilities	3.5
Diversified Telecommunication Services	3.4

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Real Estate Investment Trusts (REITS)	3.0
Metals & Mining	1.4
Independent Power Producers and Renewable	
Electricity Producers	1.1
Oil, Gas & Consumable Fuels	1.1
Multi-Utilities	0.6
Consumer Finance	0.5
Thrifths & Mortgage Finance	0.3
Wireless Telecommunication Services	0.1
-----	
Total	100.0%
	=====

	% OF TOTAL
TOP 10 HOLDINGS	INVESTMENTS
-----	
Aquarius + Investments PLC for Swiss Reinsurance Co., Ltd.	2.1%
Fuerstenberg Capital International Sarl & Cie SECS	2.1
Enel SpA	2.0
QBE Capital Funding III Ltd.	1.8
Banco Bilbao Vizcaya Argentaria S.A.	1.6
American International Group, Inc.	1.6
Cooperatieve Centrale Raiffeisen-Boerenleenbank BA	1.5
Dresdner Funding Trust I	1.5
Friends Life Holdings PLC	1.5
Aviva PLC	1.5
-----	
Total	17.2%
	=====

	% OF TOTAL
CREDIT QUALITY (5)	INVESTMENTS
-----	
A+	1.7%
A	0.3
A-	7.1
BBB+	9.0
BBB	17.1
BBB-	29.4
BB+	11.9
BB	10.9
BB-	7.5
B+	1.4
B	0.1
NR	3.6
-----	
Total	100.0%
	=====

(5) The credit quality and ratings information presented above reflect the ratings assigned by one or more nationally recognized statistical rating organizations (NRSROs), including Standard & Poor's Ratings Group, a division of the McGraw Hill Companies, Inc., Moody's Investors Service, Inc., Fitch Ratings or a comparably rated NRSRO. For situations in which a security is rated by more than one NRSRO and the ratings are not equivalent, the highest ratings are used. Sub-investment grade ratings are those rated BB+/Ba1 or lower. Investment grade ratings are those rated BBB-/Baa3 or higher. The credit ratings shown relate to the credit

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worthiness of the issuers of the underlying securities in the Fund, and not to the Fund or its shares. Credit ratings are subject to change.

NR Not Rated.

Page 3

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## PORTFOLIO COMMENTARY

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
ANNUAL REPORT  
OCTOBER 31, 2015

### SUB-ADVISOR

Stonebridge Advisors LLC ("Stonebridge" or the "Sub-Advisor") is the Sub-Advisor to First Trust Intermediate Duration Preferred & Income Fund (the "Fund" or "FPF") and is a registered investment advisor based in Wilton, Connecticut. Stonebridge specializes in the management of preferred securities and North American equity income securities.

### PORTFOLIO MANAGEMENT TEAM

SCOTT T. FLEMING - PRESIDENT AND CIO OF STONEBRIDGE ADVISORS LLC  
ROBERT WOLF - VICE PRESIDENT, PORTFOLIO MANAGER AND SENIOR CREDIT ANALYST  
DANIELLE SALTERS, CFA - ASSOCIATE PORTFOLIO MANAGER AND CREDIT ANALYST

### COMMENTARY

#### MARKET RECAP

The fiscal year ended October 31, 2015 was a period of solid returns and strong relative performance for the preferred and hybrid securities markets. Risk assets performed well throughout the first half of the period due to the low rate environment, increasing quantitative easing around the globe, and investor demand for yield. Outperformance of the preferred and hybrid securities markets, in particular, was driven by the excess spread and yield available and the improved creditworthiness of financials. During the second half of the period, we saw a bifurcation between the retail and institutional markets as the \$1000 par securities market was far more reactionary to macro events, while the \$25 par securities market continued to rally, driven by low interest rates and strong inflows into fund products. The retail market earned 7.5% during the fiscal year while the institutional market earned 1.61%, based on the BofA Merrill Lynch Fixed Rate Preferred Securities Index ("POP1") and the BofA Merrill Lynch U.S. Capital Securities Index ("C0CS"), respectively.

Low interest rates on a global basis continued to support the outperformance of long-duration fixed-rate securities. This also caused substantial outperformance of the retail preferred space, which has a higher percentage of fixed-for-life securities. Additional supporters of the outperformance of retail securities were the positive technical factors of strong flows into retail exchange-traded funds ("ETFs") of approximately \$3.8 billion and the lack of new retail securities issuance. Many of the European and U.S. companies that issued new securities focused on \$1000 par securities in U.S. dollars ("USD"). Low rates, particularly in Europe, have caused increased European investor participation in



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USD deals, driven by absolute yield differentials and a strengthening U.S. dollar.

### PERFORMANCE ANALYSIS

The Fund produced a total return of 10.02% based on market price and 6.68% based on net asset value ("NAV") for the fiscal year ended October 31, 2015, outperforming the blended index (a 50/50 blend of POP1 and COCS) return of 4.52%. This was achieved despite the Fund maintaining a conservative interest rate stance relative to the blended index. Throughout the year, the effective duration of the Fund, excluding leverage was around one year lower than the blended index while still keeping income comparable to peer funds.

The primary factors that contributed to the outperformance of the Fund relative to the blended index were security selection within fixed-to-float, non-U.S., and shorter-duration securities, as well as the Fund's leverage. In general, long-duration securities within the blended index outperformed shorter-duration securities during the period. As a result, the Fund's strategy to maintain a shorter duration than the blended index was a drag on relative performance from an allocation standpoint, but the superior security selection within the shorter-duration buckets more than offset this detractor. The principal method that the Fund utilizes to manage its duration is by overweighting fixed-to-float securities, which underperformed fixed-for-life securities during the period. However, security selection within the fixed-to-float bucket added to the Fund's relative outperformance. Also, the Fund's security selection in non-U.S. securities was a significant contributor to relative outperformance. Although the aforementioned contributors were all meaningful, the largest factor that added to the relative outperformance was leverage, which added over 200 basis points ("bps") of performance to the Fund. Please note that the use of leverage can result in additional risk and cost, and can magnify the effect of any losses.

Page 4

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PORTFOLIO COMMENTARY (CONTINUED)  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
ANNUAL REPORT  
OCTOBER 31, 2015

The Fund also employed a hedging strategy throughout the year in order to further manage its interest rate risk. This strategy consisted of an interest rate swap and shorting of Treasury futures. The continuing low rate environment caused the hedge to detract 10 bps from performance. Going forward, the Sub-Advisor continues to believe it is prudent to maintain a conservative interest rate stance relative to the blended index, particularly if the Fund is able to do so while continuing to pay a distribution rate comparable to and sometimes higher than peer closed-end funds.

### MARKET AND FUND OUTLOOK

The preferred and hybrid securities markets continue to benefit from strong market technicals and improving credit fundamentals. With recent strong economic data in the U.S., we believe the end of the zero interest rate policy by the Federal Reserve is inevitable. We expect that short-term rates will rise

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modestly in the U.S. while global interest rates remain low, causing the U.S. Treasury curve to flatten with the 10-year and 30-year parts of the curve to remain low by historical standards. In this environment, we continue to see attractive yields on preferred and hybrid securities relative to other parts of the fixed-income market. Furthermore, issuer credit fundamentals, particularly in the financials sector, should continue to support the preferred and hybrid securities markets into 2016, in our opinion. Yield spreads of preferred and hybrid securities relative to both U.S. Treasuries and other credit spread products remain wider than historical averages, which we believe should help drive positive performance in the asset class.

We expect preferred and hybrid securities issuance to be active in 2016 from both the financials and industrials sectors. Similar to what occurred in 2015, we anticipate new issuance will be met with strong demand, as buyers have mostly been long-term investors in search of yield and attractive structures, and many of the new issues offer a component of rate protection. We also expect more new issuance to be generated by non-U.S. issuers, particularly European banks issuing Contingent Convertible securities ("CoCos") to meet additional Tier 1 ("AT1") regulatory capital requirements. Lack of supply within the U.S. hybrid securities market will likely continue to provide additional support for the secondary market.

We will continue to actively manage the Fund to protect against the downside risks in the market while aiming to outperform in all market environments on a risk-adjusted basis. With the potential for rate volatility, we believe it is prudent to maintain durations shorter than the blended index, particularly if we can do so while paying income comparable to the blended index's yield. We also continue to favor structures with good rate protection and high current yields. Despite the impending Federal Reserve rate hike, we believe that a slowly growing U.S. economy, stable to improving corporate credit, and limited supply continue to be supportive of the preferred and hybrid securities markets.

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 PORTFOLIO OF INVESTMENTS  
 OCTOBER 31, 2015

SHARES	DESCRIPTION	STATED RATE	STATED MATURITY
-----			
\$25 PAR PREFERRED	SECURITIES - 35.0%		
	BANKS - 14.9%		
100,000	Bank of America Corp., Series W (a).....	6.63%	(b)
149,523	Bank of America Corp., Series Y (a).....	6.50%	(b)
702,419	Citigroup Capital XIII (a) (c).....	6.69%	10/30/40
200,000	Citigroup, Inc., Series J (a) (c).....	7.13%	(b)
650,000	Citigroup, Inc., Series K (a) (c).....	6.88%	(b)
566,593	Fifth Third Bancorp, Series I (a) (c).....	6.63%	(b)
400,250	First Niagara Financial Group, Inc., Series B (a) (c).....	8.63%	(b)
288,318	FNB Corp. (a) (c).....	7.25%	(b)
799,980	GMAC Capital Trust I, Series 2 (a) (c).....	8.13%	02/15/40
19,476	HSBC USA, Inc., Series F (d).....	3.50%	(b)

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196,862	HSBC USA, Inc., Series H (a).....	6.50%	(b)
226,235	ING Groep N.V. (a).....	6.20%	(b)
500,000	ING Groep N.V. (a).....	6.38%	(b)
200,000	JPMorgan Chase & Co., Series AA (a).....	6.10%	(b)
25,000	JPMorgan Chase & Co., Series BB.....	6.15%	(b)
130,000	JPMorgan Chase & Co., Series T (a).....	6.70%	(b)
250,000	JPMorgan Chase & Co., Series W (a).....	6.30%	(b)
234,000	JPMorgan Chase & Co., Series Y (a).....	6.13%	(b)
198,230	MB Financial, Inc., Series A (a) (e).....	8.00%	(b)
220,000	PNC Financial Services Group, Inc., Series P (a) (c).....	6.13%	(b)
287,914	Royal Bank of Scotland Group PLC, Series R (a).....	6.13%	(b)
424,591	Royal Bank of Scotland Group PLC, Series S (a).....	6.60%	(b)
289,247	Santander Finance Preferred SAU, Series 6 (a) (d)..	4.00%	(b)
109,365	Synovus Financial Corp., Series C (c).....	7.88%	(b)
165,000	Texas Capital Bancshares, Inc., Series A (a).....	6.50%	(b)
130,000	Valley National Bancorp, Series A (a) (c).....	6.25%	(b)
230,956	Wells Fargo & Co. (a) (c).....	6.63%	(b)
182,000	Wells Fargo & Co., Series J (a).....	8.00%	(b)
150,000	Wintrust Financial Corp., Series D (c).....	6.50%	(b)
67,992	Zions Bancorporation, Series G (a) (c).....	6.30%	(b)
	CAPITAL MARKETS - 3.8%		
150,000	Apollo Investment Corp. (a).....	6.88%	07/15/43
50,000	Charles Schwab Corp., Series C.....	6.00%	(b)
350,000	Deutsche Bank Contingent Capital Trust II (a).....	6.55%	(b)
200,000	Deutsche Bank Contingent Capital Trust III (a).....	7.60%	(b)
200,000	Deutsche Bank Contingent Capital Trust V (a).....	8.05%	(b)
250,000	Goldman Sachs Group, Inc., Series K (a) (c).....	6.38%	(b)
244,000	Morgan Stanley, Series E (a) (c).....	7.13%	(b)
350,000	Morgan Stanley, Series F (a) (c).....	6.88%	(b)
200,000	Morgan Stanley, Series I (a) (c).....	6.38%	(b)
65,292	Raymond James Financial, Inc.....	6.90%	03/15/42
	CONSUMER FINANCE - 0.6%		
200,000	Capital One Financial Corp., Series C (a).....	6.25%	(b)
138,802	Capital One Financial Corp., Series D (a).....	6.70%	(b)

Page 6

See Notes to Financial Statements

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 OCTOBER 31, 2015

SHARES	DESCRIPTION	STATED RATE	STATED MATURITY
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\$25 PAR PREFERRED SECURITIES (Continued)

	DIVERSIFIED FINANCIAL SERVICES - 2.1%		
21,187	Allied Capital Corp.....	6.88%	04/15/47
57,757	Countrywide Capital IV.....	6.75%	04/01/33
159,788	Countrywide Capital V.....	7.00%	11/01/36
40,000	KKR Financial Holdings LLC.....	8.38%	11/15/41
391,656	KKR Financial Holdings LLC, Series A (a).....	7.38%	(b)
19,582	RBS Capital Funding Trust VI, Series F.....	6.25%	(b)
504,065	RBS Capital Funding Trust VII, Series G (a).....	6.08%	(b)
	DIVERSIFIED TELECOMMUNICATION SERVICES - 1.7%		
250,400	Qwest Corp. (a).....	7.38%	06/01/51
251,594	Qwest Corp. (a).....	7.50%	09/15/51
217,145	Qwest Corp. (a).....	6.88%	10/01/54
240,940	Qwest Corp. (a).....	6.63%	09/15/55
	ELECTRIC UTILITIES - 0.4%		
200,000	Southern (The) Co.....	6.25%	10/15/75
	FOOD PRODUCTS - 3.1%		
930,633	CHS, Inc., Series 2 (a) (c).....	7.10%	(b)
582,059	CHS, Inc., Series 3 (a) (c).....	6.75%	(b)
114,692	CHS, Inc., Series 4 (a).....	7.50%	(b)
	INSURANCE - 4.2%		
150,000	Allstate Corp., Series E (a).....	6.63%	(b)
204,030	AmTrust Financial Services, Inc.....	7.50%	09/15/55
333,141	Aspen Insurance Holdings Ltd. (a) (c).....	5.95%	(b)
203,483	Aspen Insurance Holdings Ltd. (a).....	7.25%	(b)
190,236	Aspen Insurance Holdings Ltd. (c).....	7.40%	(b)
25,522	Aviva PLC.....	8.25%	12/01/41
157,824	Axis Capital Holdings Ltd., Series C (a).....	6.88%	(b)
264,683	Endurance Specialty Holdings Ltd., Series B (a)....	7.50%	(b)
136,640	Global Indemnity PLC.....	7.75%	08/15/45
204,240	Hartford Financial Services Group, Inc. (c).....	7.88%	04/15/42
90,729	Maiden Holdings North America Ltd. (f).....	8.25%	06/15/41
98,326	PartnerRe Ltd., Series D.....	6.50%	(b)
221,479	PartnerRe Ltd., Series E (a).....	7.25%	(b)
	MULTI-UTILITIES - 0.9%		
513,571	Integrays Energy Group, Inc. (a) (c).....	6.00%	08/01/73
	REAL ESTATE INVESTMENT TRUSTS - 3.1%		
200,000	Digital Realty Trust, Inc., Series E (a).....	7.00%	(b)
100,000	Digital Realty Trust, Inc., Series H.....	7.38%	(b)
219,385	DuPont Fabros Technology, Inc., Series A (a).....	7.88%	(b)
229,604	Equity Commonwealth, Series E (a).....	7.25%	(b)
150,541	Kilroy Realty Corp., Series G (a).....	6.88%	(b)
300,000	National Retail Properties, Inc., Series D (a)....	6.63%	(b)
99,794	Taubman Centers, Inc., Series J (a).....	6.50%	(b)
71,356	Taubman Centers, Inc., Series K (a).....	6.25%	(b)

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See Notes to Financial Statements

Page 7

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 OCTOBER 31, 2015

SHARES	DESCRIPTION	STATED RATE	STATED MATURITY
\$25 PAR PREFERRED SECURITIES (Continued) REAL ESTATE INVESTMENT TRUSTS (Continued)			
250,000	VEREIT, Inc., Series F (a).....	6.70%	(b)
78,000	Vornado Realty Trust, Series J.....	6.88%	(b)
WIRELESS TELECOMMUNICATION SERVICES - 0.2%			
100,000	United States Cellular Corp.....	7.25%	12/01/63
TOTAL \$25 PAR PREFERRED SECURITIES..... (Cost \$487,662,156)			
\$50 PAR PREFERRED SECURITIES - 0.1% CONSUMER FINANCE - 0.1%			
38,465	SLM Corp., Series A..... (Cost \$1,889,695)	6.97%	(b)
\$100 PAR PREFERRED SECURITIES - 3.5% BANKS - 3.5%			
80,000	AgriBank FCB (c) (e).....	6.88%	(b)
179,000	CoBank ACB, Series F (a) (c) (g).....	6.25%	(b)
82,220	CoBank ACB, Series G (a).....	6.13%	(b)
60,000	CoBank ACB, Series H (a) (c).....	6.20%	(b)
100,000	Farm Credit Bank of Texas (a) (c) (e) (h).....	6.75%	(b)
TOTAL \$100 PAR PREFERRED SECURITIES..... (Cost \$51,241,096)			
\$1,000 PAR PREFERRED SECURITIES - 4.9% BANKS - 1.2%			
12,000	AgStar Financial Services ACA (a) (c) (e) (h).....	6.75%	(b)
4,000	Farm Credit Bank of Texas, Series 1 (e) (h).....	10.00%	(b)
CONSUMER FINANCE - 0.4%			
5,000	Flagstar Bancorp, Inc., Series C (e).....	9.00%	(b)
DIVERSIFIED FINANCIAL SERVICES - 0.3%			
4,000	Pitney Bowes International Holdings, Inc., Series F (a) (e) (h).....	6.13%	(b)

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	DIVERSIFIED TELECOMMUNICATION SERVICES - 1.4%		
16,000	Centaur Funding Corp. (e) (h).....	9.08%	04/21/20
	INSURANCE - 0.3%		
5,000	XLIT Ltd., Series D (d).....	3.44%	(b)
	REAL ESTATE INVESTMENT TRUSTS - 1.3%		
14,000	Sovereign Real Estate Investment Trust (e) (h).....	12.00%	(b)
	TOTAL \$1,000 PAR PREFERRED SECURITIES.....		
	(Cost \$70,495,625)		

Page 8

See Notes to Financial Statements

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 OCTOBER 31, 2015

PAR AMOUNT	DESCRIPTION	STATED RATE	STATED MATURITY
	CAPITAL PREFERRED SECURITIES 96.3%		
	BANKS 43.4%		
\$ 31,000,000	Banco Bilbao Vizcaya Argentaria S.A. (a) (c).....	9.00%	(b)
20,000,000	Banco do Brasil S.A. (c) (g).....	9.00%	(b)
3,430,000	Banco do Brasil S.A. (c).....	9.25%	(b)
23,000,000	Bank of America Corp., Series Z (a) (c).....	6.50%	(b)
9,940,000	Barclays Bank PLC (a) (g).....	10.18%	06/12/21
15,000,000	Barclays Bank PLC (a) (c).....	7.75%	04/10/23
10,000,000	Barclays PLC (a) (c).....	6.63%	(b)
10,000,000	Barclays PLC (a) (c).....	8.25%	(b)
3,510,000	BBVA Global Finance Ltd. (a).....	7.00%	12/01/25
10,000,000	BNP Paribas S.A. (c) (g).....	7.38%	(b)
1,700,000	BNP Paribas S.A. (c) (g).....	7.20%	(b)
7,500,000	BPCE S.A. (a) (c) (g).....	12.50%	(b)
800,000	Citigroup, Inc., Series E (c) (e).....	8.40%	(b)
20,000,000	Citizens Financial Group, Inc. (a) (c) (g).....	5.50%	(b)
4,000,000	Commerzbank AG (a).....	8.13%	09/19/23
4,000,000	Cooperatieve Centrale Raiffeisen-Boerenleenbank BA (a) (c).....	8.38%	(b)
15,000,000	Cooperatieve Centrale Raiffeisen-Boerenleenbank BA (a) (c).....	8.40%	(b)
25,104,000	Cooperatieve Centrale Raiffeisen-Boerenleenbank BA (a) (c) (g).....	11.00%	(b)
3,033,000	Countrywide Capital III, Series B.....	8.05%	06/15/27
5,000,000	Credit Agricole S.A. (a) (c) (g).....	8.13%	09/19/33
17,000,000	Credit Agricole S.A. (a) (c) (g).....	8.38%	(b)
5,975,000	Credit Agricole S.A. (a) (c).....	8.38%	(b)
25,000,000	Dresdner Funding Trust I (a) (g).....	8.15%	06/30/31
40,694,000	Fuerstenberg Capital International Sarl & Cie SECS (a) (c).....	10.25%	(b)
1,464,000	HSBC Capital Funding L.P. (c).....	10.18%	(b)

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21,500,000	JPMorgan Chase & Co., Series S (a) (c).....	6.75%	(b)
26,000,000	KBC Bank N.V. (a) (c).....	8.00%	01/25/23
10,000,000	LBG Capital No.1 PLC (a) (c) (g).....	8.00%	(b)
10,500,000	LBG Capital No.1 PLC (a) (c).....	8.50%	(b)
19,500,000	Lloyds Bank PLC (a) (c) (g).....	12.00%	(b)
14,150,000	Lloyds Bank PLC (a) (c).....	12.00%	(b)
5,000,000	M&T Bank Corp., Series E (a) (c).....	6.45%	(b)
10,754,000	Natixis S.A. (a) (c) (g).....	10.00%	(b)
5,575,000	Natixis S.A. (a) (c).....	10.00%	(b)
11,290,000	NIBC Bank N.V. (a).....	7.63%	(b)
10,000,000	Royal Bank of Scotland Group PLC (a) (c).....	7.50%	(b)
19,700,000	Royal Bank of Scotland Group PLC (a) (c).....	7.65%	(b)
20,000,000	Royal Bank of Scotland Group PLC (a) (c).....	8.00%	(b)
10,000,000	Societe Generale S.A. (a) (c) (g).....	7.88%	(b)
20,000,000	Societe Generale S.A. (a) (c) (g).....	8.00%	(b)
9,500,000	Societe Generale S.A. (a) (c).....	8.25%	(b)
9,500,000	Wells Fargo & Co., Series U (a) (c).....	5.88%	(b)
6,800,000	Zions Bancorporation (a) (c).....	5.80%	(b)
12,670,000	Zions Bancorporation, Series J (a) (c).....	7.20%	(b)

See Notes to Financial Statements

Page 9

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 OCTOBER 31, 2015

PAR AMOUNT	DESCRIPTION	STATED RATE	STATED MATURITY
CAPITAL PREFERRED SECURITIES (Continued)			
CAPITAL MARKETS - 1.6%			
\$ 4,150,000	Charles Schwab Corp. (c).....	7.00%	(b)
2,500,000	Deutsche Bank Capital Trust IV (c) (e).....	4.59%	(b)
15,000,000	UBS Group AG (a) (c).....	7.13%	(b)
DIVERSIFIED FINANCIAL SERVICES - 4.7%			
15,000,000	General Electric Capital Corp., Series A (a) (c)...	7.13%	(b)
15,000,000	General Electric Capital Corp., Series B (a) (c)...	6.25%	(b)
25,000,000	Glen Meadow Pass Through Trust (a) (c) (g).....	6.51%	02/12/67
11,400,000	Macquarie PMI LLC (a).....	8.38%	(b)
DIVERSIFIED TELECOMMUNICATION SERVICES - 1.7%			
22,650,000	Koninklijke KPN N.V. (a) (c) (g).....	7.00%	03/28/73
1,000,000	Koninklijke KPN N.V. (c).....	7.00%	03/28/73

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	ELECTRIC UTILITIES - 4.6%		
34,750,000	Enel SpA (a) (c) (g).....	8.75%	09/24/73
3,000,000	NextEra Energy Capital Holdings, Inc., Series D (a) (c).....	7.30%	09/01/67
21,900,000	PPL Capital Funding, Inc., Series A (a) (c).....	6.70%	03/30/67
4,179,000	Southern California Edison Co., Series E (a) (c)...	6.25%	(b)
	FOOD PRODUCTS - 1.0%		
13,211,000	Land O'Lakes Capital Trust I (a) (g).....	7.45%	03/15/28
	INDEPENDENT POWER AND RENEWABLE ELECTRICITY PRODUCERS - 1.6%		
12,150,000	AES Gener S.A. (c).....	8.38%	12/18/73
9,850,000	AES Gener S.A. (c) (g).....	8.38%	12/18/73
	INSURANCE - 34.3%		
2,500,000	Aegon N.V. (a) (d).....	2.14%	(b)
1,600,000	AG Insurance S.A. N.V. (c).....	6.75%	(b)
25,320,000	American International Group, Inc. (a) (c).....	8.18%	05/15/58
39,660,000	Aquarius + Investments PLC for Swiss Reinsurance Co., Ltd. (a) (c).....	8.25%	(b)
30,000,000	Assured Guaranty Municipal Holdings, Inc. (a) (c) (g).....	6.40%	12/15/66
27,000,000	Aviva PLC (a).....	8.25%	(b)
6,800,000	AXA S.A. (a).....	8.60%	12/15/30
28,530,000	Catlin Insurance Co., Ltd. (a) (c) (g).....	7.25%	(b)
5,050,000	Cloverie PLC for Zurich Insurance Co., Ltd. (c)....	8.25%	(b)
10,600,000	CNP Assurances (a) (c).....	6.88%	(b)
10,600,000	CNP Assurances (a) (c).....	7.50%	(b)
12,500,000	Dai-ichi Life Insurance Co., Ltd. (The) (a) (c) (g).....	7.25%	(b)
27,375,000	Friends Life Holdings PLC (a) (c).....	7.88%	(b)
11,782,000	Hartford Financial Services Group, Inc. (a) (c)....	8.13%	06/15/38
18,265,000	La Mondiale SAM (a) (c).....	7.63%	(b)
14,000,000	Liberty Mutual Group, Inc. (a) (c) (g).....	7.00%	03/15/37
5,492,000	Liberty Mutual Group, Inc. (a) (g).....	7.80%	03/15/37

Page 10

See Notes to Financial Statements

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
PORTFOLIO OF INVESTMENTS (CONTINUED)  
OCTOBER 31, 2015

PAR AMOUNT	DESCRIPTION	STATED RATE	STATED MATURITY
<hr/>			
CAPITAL PREFERRED	SECURITIES (Continued)		
	INSURANCE (Continued)		



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\$	2,000,000	Liberty Mutual Group, Inc. (a) (c).....	10.75%	06/15/58
	17,500,000	Meiji Yasuda Life Insurance Co. (c) (g).....	5.20%	10/20/45
	15,000,000	MetLife Capital Trust X (a) (g).....	9.25%	04/08/38
	17,180,000	MetLife, Inc. (a).....	10.75%	08/01/39
	25,000,000	Mitsui Sumitomo Insurance Co., Ltd. (a) (c) (g)....	7.00%	03/15/72
	3,000,000	Nationwide Financial Services Capital Trust (a) (e).....	7.90%	03/01/37
	19,700,000	Nationwide Financial Services, Inc. (a).....	6.75%	05/15/37
	8,517,000	Prudential Financial, Inc. (c).....	8.88%	06/15/38
	33,520,000	QBE Capital Funding III Ltd. (a) (c) (g).....	7.25%	05/24/41
	25,000,000	Sirius International Group Ltd. (a) (c) (e) (h)....	7.51%	(b)
	7,500,000	StanCorp Financial Group, Inc. (c).....	6.90%	06/01/67
		METALS & MINING - 1.9%		
	12,000,000	BHP Billiton Finance USA Ltd. (c) (g).....	6.25%	10/19/75
	15,000,000	BHP Billiton Finance USA Ltd. (c) (g).....	6.75%	10/19/75
		OIL, GAS & CONSUMABLE FUELS - 1.5%		
	13,000,000	Enbridge Energy Partners L.P. (a) (c).....	8.05%	10/01/37
	10,000,000	Enterprise Products Operating LLC, Series B (a) (c).....	7.03%	01/15/68
		TOTAL CAPITAL PREFERRED SECURITIES.....		
		(Cost \$1,393,678,634)		

PRINCIPAL VALUE	DESCRIPTION	STATED COUPON	STATED MATURITY
-----	-----	-----	-----
	CORPORATE BONDS AND NOTES 1.6%		
	Food Products 1.6%		
22,000,000	Land O'Lakes, Inc. (a) (e) (h).....	8.00%	(b)
	TOTAL CORPORATE BONDS AND NOTES.....		
	(Cost \$22,000,000)		
	TOTAL INVESTMENTS - 141.4%.....		
	(Cost \$2,026,967,206) (i)		
	OUTSTANDING LOAN - (44.8%).....		
	NET OTHER ASSETS AND LIABILITIES - 3.4%.....		
	NET ASSETS - 100.0%.....		

See Notes to Financial Statements

Page 11

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 OCTOBER 31, 2015

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- 
- (a) All or a portion of this security serves as collateral on the outstanding loan.
  - (b) Perpetual maturity.
  - (c) Fixed-to-floating or fixed-to-variable rate security. The interest rate shown reflects the fixed rate in effect at October 31, 2015. At a predetermined date, the fixed rate will change to a floating rate or a variable rate.
  - (d) Floating rate security. The interest rate shown reflects the rate in effect at October 31, 2015.
  - (e) Pursuant to procedures adopted by the Fund's Board of Trustees, this security has been determined to be illiquid by Stonebridge Advisors, LLC (the "Sub-Advisor").
  - (f) This security is fair valued by the Advisor's Pricing Committee in accordance with procedures adopted by the Fund's Board of Trustees, and in accordance with provisions of the Investment Company Act of 1940, as amended. At October 31, 2015, securities noted as such are valued at \$2,336,272 or 0.16% of net assets.
  - (g) This security, sold within the terms of a private placement memorandum, is exempt from registration upon resale under Rule 144A under the Securities Act of 1933, as amended (the "1933 Act"), and may be resold in transactions exempt from registration, normally to qualified institutional buyers. Pursuant to procedures adopted by the Fund's Board of Trustees, this security has been determined to be liquid by the Sub-Advisor. Although market instability can result in periods of increased overall market illiquidity, liquidity for each security is determined based on security specific factors and assumptions, which require subjective judgment. At October 31, 2015, securities noted as such are valued at \$580,034,083 or 40.33% of net assets.
  - (h) This security, sold within the terms of a private placement memorandum, is exempt from registration upon resale under Rule 144A under the 1933 Act, and may be resold in transactions exempt from registration, normally to qualified institutional buyers (see Note 2C - Restricted Securities in the Notes to Financial Statements).
  - (i) Aggregate cost for federal income tax purposes is \$2,027,736,609. As of October 31, 2015, the aggregate gross unrealized appreciation for all securities in which there was an excess of value over tax cost was \$48,111,085 and the aggregate gross unrealized depreciation for all securities in which there was an excess of tax cost over value was \$41,709,528.
- 

INTEREST RATE SWAP AGREEMENTS:

COUNTERPARTY	FLOATING RATE (1)	EXPIRATION DATE	NOTIONAL AMOUNT	FIXED RATE
Bank of Nova Scotia	1 month LIBOR	1/23/25	\$ 165,000,000	1.78

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(1) The Fund pays the fixed rate and receives the floating rate. The floating rate on October 31, 2015 was 0.195%.

Page 12

See Notes to Financial Statements

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 OCTOBER 31, 2015

-----  
 VALUATION INPUTS

A summary of the inputs used to value the Fund's investments as of October 31, 2015 is as follows (see Note 2A - Portfolio Valuation in the Notes to Financial Statements):

	TOTAL VALUE AT 10/31/2015	LEVEL 1 QUOTED PRICES	LEVEL 2 SIGNIFICANT OBSERVABLE INPUTS
	-----	-----	-----
\$25 Par Preferred Securities:			
Insurance.....	\$ 60,864,232	\$ 58,527,960	\$ 2,336,272
Multi-Utilities.....	13,112,135	--	13,112,135
Other industry categories*.....	428,881,394	428,881,394	
\$50 Par Preferred Securities*.....	1,677,074	1,677,074	
\$100 Par Preferred Securities*.....	51,183,580	--	51,183,580
\$1,000 Par Preferred Securities*.....	69,930,723	--	69,930,723
Capital Preferred Securities*.....	1,385,746,528	--	1,385,746,528
Corporate Bonds and Notes*.....	22,742,500	--	22,742,500
	-----	-----	-----
Total Investments.....	2,034,138,166	489,086,428	1,545,051,738
Interest Rate Swaps**.....	904,173	--	904,173
	-----	-----	-----
Total.....	\$ 2,035,042,339	\$ 489,086,428	\$ 1,545,955,911
	=====	=====	=====

\* See Portfolio of Investments for industry breakout.

\*\* See Interest Rate Swap Agreements for contract detail.

All transfers in and out of the Levels during the period are assumed to be transferred on the last day of the period at their current value. As of October 31, 2015, the Fund transferred \$25 Par preferred securities valued at \$14,416,994 from Level 1 to Level 2. Maiden Holding North America Ltd. transferred from Level 1 to Level 2 as a result of a lack of trading on the primary exchange. Integrys Energy Group, Inc. transferred from Level 1 to Level 2 due to use of observable market inputs not in an active market.

See Notes to Financial Statements

Page 13

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
STATEMENT OF ASSETS AND LIABILITIES  
OCTOBER 31, 2015

ASSETS:

Investments, at value  
(Cost \$2,026,967,206).....  
Cash.....  
Cash segregated as collateral for open swap contracts.....  
Swap contracts, at value.....  
Prepaid expenses.....  
Receivables:  
Interest.....  
Investment securities sold.....  
Dividends.....  
Tax reclaims.....  
Other assets.....  
  
Total Assets.....

LIABILITIES:

Outstanding loan.....  
Payables:  
Investment securities purchased.....  
Investment advisory fees.....  
Interest and fees due on loan.....  
Administrative fees.....  
Custodian fees.....  
Printing fees.....  
Audit and tax fees.....  
Legal fees.....  
Trustees' fees and expenses.....  
Transfer agent fees.....  
Financial reporting fees.....  
  
Total Liabilities.....

NET ASSETS.....

NET ASSETS CONSIST OF:

Paid-in capital.....  
Par value.....  
Accumulated net investment income (loss).....  
Accumulated net realized gain (loss) on investments, futures contracts and swap contracts.....  
Net unrealized appreciation (depreciation) on investments and swap contracts.....

NET ASSETS.....

NET ASSET VALUE, per share.....

Number of Common Shares outstanding (unlimited number of Common Shares  
has been authorized).....

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Page 14

See Notes to Financial Statements

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
STATEMENT OF OPERATIONS  
FOR THE YEAR ENDED OCTOBER 31, 2015

INVESTMENT INCOME:

Interest.....  
Dividends.....  
Other.....  
  
Total investment income.....

EXPENSES:

Investment advisory fees.....  
Interest and fees on loan.....  
Administrative fees.....  
Custodian fees.....  
Printing fees.....  
Listing expense.....  
Legal fees.....  
Audit and tax fees.....  
Trustees' fees and expenses.....  
Transfer agent fees.....  
Financial reporting fees.....  
Interest expense on margin account.....  
Other.....  
  
Total expenses.....

NET INVESTMENT INCOME (LOSS).....

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:  
Investments.....  
Futures contracts.....  
Swap contracts.....

Net realized gain (loss).....

Net change in unrealized appreciation (depreciation) on:

Investments.....  
Futures contracts.....  
Swap contracts.....

Net change in unrealized appreciation (depreciation).....

NET REALIZED AND UNREALIZED GAIN (LOSS).....

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NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS.....

See Notes to Financial Statements

Page 15

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
STATEMENTS OF CHANGES IN NET ASSETS

	FOR THE YEAR ENDED 10/31/2015
	-----
OPERATIONS:	
Net investment income (loss).....	\$ 118,894,1
Net realized gain (loss).....	(13,571,4
Net change in unrealized appreciation (depreciation).....	(21,627,3
	-----
Net increase (decrease) in net assets resulting from operations.....	83,695,3
	-----
DISTRIBUTIONS TO SHAREHOLDERS FROM:	
Net investment income.....	(127,934,0
	-----
Total distributions to shareholders.....	(127,934,0
	-----
SHAREHOLDER TRANSACTIONS:	
Offering costs.....	109,6
	-----
Net increase (decrease) in net assets resulting from shareholder transactions.....	109,6
	-----
Total increase (decrease) in net assets.....	(44,129,1
	-----
NET ASSETS:	
Beginning of year.....	1,482,489,6
	-----
End of year.....	\$1,438,360,5
	=====
Accumulated net investment income (loss) at end of year.....	\$ 6,710,5
	=====
CHANGES IN SHARES OUTSTANDING:	
Shares outstanding, beginning of period.....	60,704,1
	-----
Shares outstanding, end of period.....	60,704,1
	=====

Page 16

See Notes to Financial Statements

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 STATEMENT OF CASH FLOWS  
 FOR THE YEAR ENDED OCTOBER 31, 2015

CASH FLOWS FROM OPERATING ACTIVITIES:

Net increase (decrease) in net assets resulting from operations.....	\$ 83,695,3
Adjustments to reconcile net increase (decrease) in net assets resulting from operations to net cash used by operating activities:	
Purchases of investments.....	(999,150,4
Sales, maturities and pay downs of investments.....	1,031,914,1
Net amortization/accretion of premiums/discounts on investments.....	(165,0
Return of capital received from investments in REITs.....	835,3
Net realized gain/loss on investments.....	8,279,1
Net change in unrealized appreciation/depreciation on investments.....	24,948,0
Net change in unrealized appreciation/depreciation on swap contracts.....	(904,1
Decrease in restricted cash.....	5,215,5
Increase of cash segregated as collateral for open swap contracts.....	(6,194,4
Changes in assets and liabilities:	
Increase in tax reclaim receivable.....	(57,8
Decrease in interest receivable.....	1,662,4
Increase in dividends receivable.....	(656,4
Decrease in prepaid expenses.....	3,4
Increase in other assets.....	(16,7
Increase in interest and fees on loan payable.....	512,0
Decrease in offering cost payable.....	(109,6
Decrease in investment advisory fees payable.....	(53,5
Decrease in legal fees payable.....	(31,9
Decrease in printing fees payable.....	(31,8
Increase in administrative fees payable.....	56,7
Decrease in custodian fees payable.....	(4,1
Decrease in transfer agent fees payable.....	
Decrease in variation margin payable.....	(2,416,5
Decrease in Trustees' fees and expenses payable.....	(5
Increase in financial reporting fees payable.....	
Decrease in other liabilities.....	(2

CASH PROVIDED BY OPERATING ACTIVITIES.....

CASH FLOWS FROM FINANCING ACTIVITIES:

Offering costs.....	109,6
Proceeds from borrowings.....	15,410,6
Repayment of borrowing.....	(35,410,6
Distributions to Common Shareholders from net investment income.....	(127,934,0

CASH USED BY FINANCING ACTIVITIES.....

Increase in cash.....	
Cash at beginning of period.....	
Cash at end of period.....	

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:

Cash paid during the period for interest and fees.....

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 FINANCIAL HIGHLIGHTS  
 FOR A COMMON SHARE OUTSTANDING THROUGHOUT EACH PERIOD

	YEAR ENDED OCTOBER 31,		FOR THE P
	2015	2014	5/23/201 THROU 10/31/
Net asset value, beginning of period.....	\$ 24.42	\$ 23.51	\$ 2
INCOME FROM INVESTMENT OPERATIONS:			
Net investment income (loss).....	1.96	1.85	(
Net realized and unrealized gain (loss).....	(0.58)	0.97	(
Total from investment operations.....	1.38	2.82	
DISTRIBUTIONS PAID TO SHAREHOLDERS FROM:			
Net investment income.....	(2.11)	(1.91)	(
Common Shares offering costs charged to paid-in capital.....	0.00 (c)	--	(
Premiums from shares sold in at the market offerings.....	--	--	
Net asset value, end of period.....	\$ 23.69	\$ 24.42	\$ 2
Market value, end of period.....	\$ 21.95	\$ 21.94	\$ 2
TOTAL RETURN BASED ON NET ASSET VALUE (d).....	6.68%	13.37%	
TOTAL RETURN BASED ON MARKET VALUE (d).....	10.02%	13.98%	(1
RATIOS/SUPPLEMENTAL DATA:			
Net assets, end of period (in 000's).....	\$ 1,438,361	\$ 1,482,490	\$ 1,427
Ratio of total expenses to average net assets...	1.76%	1.69%	
Ratio of net expenses to average net assets excluding interest expense.....	1.34%	1.33%	
Ratio of net investment income (loss) to average net assets.....	8.15%	7.66%	
Portfolio turnover rate.....	48%	62%	
INDEBTEDNESS:			
Total loan outstanding (in 000's).....	\$ 645,000	\$ 665,000	\$ 584
Asset coverage per \$1,000 of indebtedness (f)...	\$ 3,230	\$ 3,229	\$ 3

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## Edgar Filing: First Trust Intermediate Duration Preferred & Income Fund - Form N-CSR

- (a) The Fund was seeded on April 16, 2013 and commenced operations on May 23, 2013.
- (b) Beginning net asset value is net of sales load of \$1.125 per share from the initial offering.
- (c) Amount represents less than \$0.01 per share.
- (d) Total return is based on the combination of reinvested dividend, capital gain and return of capital distributions, if any, at prices obtained by the Dividend Reinvestment Plan, and changes in net asset value per share for net asset value returns and changes in Common Shares price for market value returns. Total returns do not reflect sales load and are not annualized for periods less than one year. Past performance is not indicative of future results.
- (e) Annualized.
- (f) Calculated by taking the Fund's total assets less the Fund's total liabilities (not including the loan outstanding) and dividing by the loan balance in 000's.

Page 18

See Notes to Financial Statements

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### NOTES TO FINANCIAL STATEMENTS

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015

#### 1. ORGANIZATION

First Trust Intermediate Duration Preferred & Income Fund (the "Fund") is a non-diversified closed-end management investment company organized as a Massachusetts business trust on February 4, 2013, and is registered with the Securities and Exchange Commission under the Investment Company Act of 1940, as amended. The Fund trades under the ticker symbol "FPF" on the New York Stock Exchange ("NYSE").

The primary investment objective is to seek a high level of current income. The Fund has a secondary objective of capital appreciation. The Fund seeks to achieve its objectives by investing, under normal market conditions, at least 80% of its managed assets in preferred securities and other income producing securities issued by U.S. and non-U.S. companies, including traditional preferred securities, hybrid preferred securities that have investment and economic characteristics of both preferred securities and debt securities, floating rate and fixed-to-floating rate preferred securities, debt securities, convertible securities and contingent convertible securities. There can be no assurance that the Fund will achieve its investment objectives. The Fund seeks to maintain, under normal market conditions, a duration of between three and eight years. The Fund may not be appropriate for all investors.

#### 2. SIGNIFICANT ACCOUNTING POLICIES

The Fund, which is an investment company within the scope of Financial

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Accounting Standards Board ("FASB") Accounting Standards Update 2013-08, follows accounting and reporting guidance under FASB Accounting Standards Codification Topic 946, "Financial Services-Investment Companies." The following is a summary of significant accounting policies consistently followed by the Fund in the preparation of the financial statements. The preparation of the financial statements in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

### A. PORTFOLIO VALUATION

The Fund's net asset value ("NAV") is determined daily as of the close of regular trading on the NYSE, normally 4:00 p.m. Eastern time, on each day the NYSE is open for trading. If the NYSE closes early on a valuation day, the NAV is determined as of that time. Domestic debt securities and foreign securities are priced using data reflecting the earlier closing of the principal markets for those securities. The Fund's NAV is calculated by dividing the value of all assets of the Fund (including accrued interest and dividends), less all liabilities (including accrued expenses and dividends declared but unpaid and any borrowings of the Fund), by the total number of shares outstanding.

The Fund's investments are valued daily at market value or, in absence of market value with respect to any portfolio securities, at fair value. Market value prices represent last sale or official closing prices from a national or foreign exchange (i.e., a regulated market) and are primarily obtained from third-party pricing services. Fair value prices represent any prices not considered market value prices and are either obtained from a third-party pricing service or are determined by the Pricing Committee of the Fund's investment advisor, First Trust Advisors L.P. ("First Trust" or the "Advisor"), in accordance with valuation procedures adopted by the Fund's Board of Trustees, and in accordance with provisions of the 1940 Act. Investments valued by the Advisor's Pricing Committee are footnoted as such in the footnotes to the Portfolio of Investments. The Fund's investments are valued as follows:

Preferred stocks and other equity securities listed on any national or foreign exchange (excluding The NASDAQ(R) Stock Market LLC ("NASDAQ") and the London Stock Exchange Alternative Investment Market ("AIM")), are valued at the last sale price on the exchange on which they are principally traded or, for NASDAQ and AIM securities, the official closing price. Securities traded on one or more than one securities exchange are valued at the last sale price or official closing price, as applicable, at the close of the securities exchange representing the principal market for such securities.

Corporate bonds, notes and other debt securities are valued on the basis of valuations provided by dealers who make markets in such securities or by an independent pricing service approved by the Fund's Board of Trustees, which may use the following valuation inputs when available:

- 1) benchmark yields;
- 2) reported trades;
- 3) broker/dealer quotes;
- 4) issuer spreads;
- 5) benchmark securities;
- 6) bids and offers; and

7) reference data including market research publications.

Securities traded in an over-the-counter market are fair valued at the mean of their most recent bid and asked price, if available, and otherwise at their closing bid price.

Page 19

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NOTES TO FINANCIAL STATEMENTS (CONTINUED)

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015

Exchange-traded options and futures contracts are valued at the closing price in the market where such contracts are principally traded. If no closing price is available, exchange-traded options and futures contracts are valued at the mean of the most recent bid and asked price, if available, and otherwise at their closing bid price. Over-the-counter options contracts are fair valued at the mean of the most recent bid and asked price, if available, and otherwise at their closing bid price.

Swaps are fair valued utilizing quotations provided by a third-party pricing service or, if the pricing service does not provide a value, by quotes provided by the selling dealer or financial institution.

Certain securities may not be able to be priced by pre-established pricing methods. Such securities may be valued by the Fund's Board of Trustees or its delegate, the Advisor's Pricing Committee, at fair value. These securities generally include, but are not limited to, restricted securities (securities which may not be publicly sold without registration under the Securities Act of 1933, as amended (the "1933 Act")) for which a pricing service is unable to provide a market price; securities whose trading has been formally suspended; a security whose market or fair value price is not available from a pre-established pricing source; a security with respect to which an event has occurred that is likely to materially affect the value of the security after the market has closed but before the calculation of the Fund's NAV or make it difficult or impossible to obtain a reliable market quotation; and a security whose price, as provided by the pricing service, does not reflect the security's fair value. As a general principle, the current fair value of a security would appear to be the amount which the owner might reasonably expect to receive for the security upon its current sale. When fair value prices are used, generally they will differ from market quotations or official closing prices on the applicable exchanges. A variety of factors may be considered in determining the fair value of such securities, including, but not limited to, the following:

- 1) the type of security;
- 2) the size of the holding;
- 3) the initial cost of the security;
- 4) transactions in comparable securities;
- 5) price quotes from dealers and/or pricing services;

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- 6) relationships among various securities;
- 7) information obtained by contacting the issuer, analysts, or the appropriate stock exchange;
- 8) an analysis of the issuer's financial statements; and
- 9) the existence of merger proposals or tender offers that might affect the value of the security.

If the securities in question are foreign securities, the following additional information may be considered:

- 1) the value of similar foreign securities traded on other foreign markets;
- 2) ADR trading of similar securities;
- 3) closed-end fund trading of similar securities;
- 4) foreign currency exchange activity;
- 5) the trading prices of financial products that are tied to baskets of foreign securities;
- 6) factors relating to the event that precipitated the pricing problem;
- 7) whether the event is likely to recur; and
- 8) whether the effects of the event are isolated or whether they affect entire markets, countries or regions.

The Fund is subject to fair value accounting standards that define fair value, establish the framework for measuring fair value and provide a three-level hierarchy for fair valuation based upon the inputs to the valuation as of the measurement date. The three levels of the fair value hierarchy are as follows:

- o Level 1 - Level 1 inputs are quoted prices in active markets for identical investments. An active market is a market in which transactions for the investment occur with sufficient frequency and volume to provide pricing information on an ongoing basis.
- o Level 2 - Level 2 inputs are observable inputs, either directly or indirectly, and include the following:
  - o Quoted prices for similar investments in active markets.
  - o Quoted prices for identical or similar investments in markets that are non-active. A non-active market is a market where there are few transactions for the investment, the prices are not current, or price quotations vary substantially either over time or among market makers, or in which little information is released publicly.
  - o Inputs other than quoted prices that are observable for the investment (for example, interest rates and yield curves observable at commonly quoted intervals, volatilities, prepayment speeds, loss severities, credit risks, and default rates).
  - o Inputs that are derived principally from or corroborated by

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observable market data by correlation or other means.

- o Level 3 - Level 3 inputs are unobservable inputs. Unobservable inputs may reflect the reporting entity's own assumptions about the assumptions that market participants would use in pricing the investment.

Page 20

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### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

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#### FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF) OCTOBER 31, 2015

The inputs or methodologies used for valuing investments are not necessarily an indication of the risk associated with investing in those investments. A summary of the inputs used to value the Fund's investments as of October 31, 2015, is included with the Fund's Portfolio of Investments.

#### B. SECURITIES TRANSACTIONS AND INVESTMENT INCOME

Securities transactions are recorded as of the trade date. Realized gains and losses from securities transactions are recorded on the identified cost basis. Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis. Amortization of premiums and the accretion of discounts are recorded using the effective interest method.

The Fund may hold the securities of real estate investments trusts ("REITs"). Distributions from such investments may include income, capital gains and return of capital. The actual character of amounts received during the year is not known until after the REITs' fiscal year end. The Fund records the character of distributions received from the REITs during the year based on estimates available. The characterization of distributions received by the Fund may be subsequently revised based on information received from the REITs after their tax reporting periods conclude.

#### C. RESTRICTED SECURITIES

The Fund invests in restricted securities, which are securities that may not be offered for public sale without first being registered under the 1933 Act. Prior to registration, restricted securities may only be resold in transactions exempt from registration under Rule 144A under the 1933 Act, normally to qualified institutional buyers. As of October 31, 2015, the Fund held restricted securities as shown in the following table that Stonebridge Advisors LLC ("Stonebridge" or the "Sub-Advisor") has deemed illiquid pursuant to procedures adopted by the Fund's Board of Trustees. Although market instability can result in periods of increased overall market illiquidity, liquidity for each security is determined based on security-specific factors and assumptions, which require subjective judgment. The Fund does not have the right to demand that such securities be registered. These securities are valued according to the valuation procedures as stated in the Portfolio Valuation note (Note 2A) and are not expressed as a discount to the carrying value of a comparable unrestricted security. There are no unrestricted securities with the same maturity dates and yields for these issuers.

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SECURITY	ACQUISITION DATE	PAR AMOUNT/SHARES	PRICE	CARRYING COST	VA
Farm Credit Bank of Texas, 6.75%	7/16/13-7/17/13	100,000	\$ 105.41	\$ 10,020,000	\$ 10,
Centaur Funding Corp., 9.08%, 04/21/20	5/29/13-5/31/13	16,000	1,240.00	20,528,750	19,
Sovereign Real Estate Investment Trust, 12.00%	6/11/13-5/12/14	14,000	1,273.75	18,489,375	17,
AgStar Financial Services ACA, 6.75%	5/29/13-7/31/15	12,000	1,063.06	12,105,000	12,
Farm Credit Bank of Texas, Series 1, 10.00%	9/18/15	4,000	1,262.50	5,000,000	5,
Pitney Bowes International Holding, Inc., Series F, 6.13%	6/27/13	4,000	1,060.94	3,935,000	4,
Sirius International Group Ltd., 7.51%	8/06/14-4/24/15	\$25,000,000	101.25	26,480,164	25,
Land O' Lakes, Inc., 8.00%	7/09/15	\$22,000,000	103.38	22,000,000	22,
				\$118,558,289	\$118,

D. FUTURES CONTRACTS

The Fund purchases or sells (i.e., is long or short) futures contracts to hedge against changes in interest rates (interest rate risk). Futures contracts are agreements between the Fund and a counterparty to buy or sell a specific quantity of an underlying instrument at a specified price and at a specified date. Depending on the terms of the contract, futures contracts are settled either through physical delivery of the underlying instrument on the settlement date or by payment of a cash settlement amount on the settlement date. Open futures contracts can also be closed out prior to settlement by entering into an offsetting transaction in a matching futures contract. If the Fund is not able to enter into an offsetting transaction, the Fund will continue to be required to maintain margin deposits on the futures contract. When the contract is closed or expires, the Fund records a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed or expired. This gain or loss is included in "Net realized gain (loss) on futures contracts" on the Statement of Operations.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015

Upon entering into a futures contract, the Fund must deposit funds, called

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margin, with its custodian in the name of the clearing broker equal to a specified percentage of the current value of the contract. Open futures contracts are marked to market daily. Pursuant to the contract, the Fund agrees to receive from or pay to the broker an amount of cash equal to the daily fluctuation in value of the contract. Such receipts or payments are known as variation margin and are included in "Variation margin payable or variation margin receivable" on the Statement of Assets and Liabilities.

If market conditions change unexpectedly, the Fund may not achieve the anticipated benefits of the futures contract and may realize a loss. The use of futures contracts involves the risk of imperfect correlation in movements in the price of the futures contracts, interest rates and the underlying instruments. The Fund did not hold any futures contracts as of October 31, 2015.

### E. SWAP AGREEMENTS

The Fund may enter into interest rate swap agreements. A swap is a financial instrument that typically involves the exchange of cash flows between two parties ("Counterparties") on specified dates (settlement dates) where the cash flows are based on agreed upon prices, rates, etc. Payments received or made by the Fund for interest rate swaps are recorded in the Statement of Operations as "Net realized gain (loss) on swap contracts." When an interest rate swap is terminated, the Fund will record a realized gain or loss equal to the difference between the proceeds from (or cost of) the closing transaction and the Fund's basis in the contract, if any. Generally, the basis of the contracts, if any, is the premium received or paid. Swap agreements are individually negotiated and involve the risk of the potential inability of the Counterparties to meet the terms of the agreement. In connection with these agreements, cash and securities may be identified as collateral in accordance with the terms of the respective swap agreements to provide assets of value and recourse in the event of default under the swap agreement or bankruptcy/insolvency of a party to the swap agreement. In the event of a default by the Counterparty, the Fund will seek withdrawal of this collateral and may incur certain costs exercising its right with respect to the collateral. If a Counterparty becomes bankrupt or otherwise fails to perform its obligations due to financial difficulties, the Fund may experience significant delays in obtaining any recovery in a bankruptcy or other reorganization proceeding. The Fund may obtain only limited recovery or may obtain no recovery in such circumstances.

Swap agreements may increase or decrease the overall volatility of the investments of the Fund. The performance of swap agreements may be affected by a change in the specific interest rate, security, currency, or other factors that determine the amounts of payments due to and from the Fund. The Fund's maximum equity price risk to meet its future payments under swap agreements outstanding at October 31, 2015 is equal to the total notional amount as shown on the Portfolio of Investments. The notional amount represents the U.S. dollar value of the contract as of the day of the opening transaction or contract reset. When the Fund enters into a swap agreement, any premium paid is included in "Swap contracts, at value" on the Statement of Assets and Liabilities.

The Fund held interest rate swap agreements at October 31, 2015. An interest rate swap agreement involves the Fund's agreement to exchange a stream of interest payments for another party's stream of cash flows. Interest rate swaps do not involve the delivery of securities or other underlying assets or principal. Accordingly, the risk of loss with respect to interest rate swaps is limited to the net amount of interest payments that the Fund is contractually obligated to make.

Cash segregated as collateral for open swap contracts in the amount of \$6,194,498 is shown on the Statement of Assets and Liabilities.

### F. DIVIDENDS AND DISTRIBUTIONS TO SHAREHOLDERS

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Dividends from net investment income, if any, are declared and paid monthly, or as the Board of Trustees may determine from time to time. Distributions of net realized capital gains earned by the Fund, if any, will be distributed at least annually.

Distributions from income and capital gains are determined in accordance with income tax regulations, which may differ from U.S. GAAP. Certain capital accounts in the financial statements are periodically adjusted for permanent differences in order to reflect their tax character. These permanent differences are primarily due to the varying treatment of income and gain/loss on portfolio securities held by the Fund and have no impact on net assets or NAV per share. Temporary differences, which arise from recognizing certain items of income, expense and gain/loss in different periods for financial statement and tax purposes, will reverse at some time in the future.

Permanent differences incurred during the year ended October 31, 2015, resulting in book and tax accounting differences, have been reclassified at year end to reflect a decrease in accumulated net investment income (loss) of \$1,756,016 and an increase in accumulated net realized gain (loss) on investments of \$1,794,082, and a decrease to paid-in capital of \$38,066. Net assets were not affected by these reclassifications.

Page 22

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 NOTES TO FINANCIAL STATEMENTS (CONTINUED)  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 OCTOBER 31, 2015

The tax character of distributions paid during the fiscal period ended October 31, 2015 and 2014, was as follows:

Distributions paid from:	2015	2014
	-----	-----
Ordinary income.....	\$ 127,934,078	\$ 116,023,916

As of October 31, 2015, the components of distributable earnings on a tax basis were as follows:

Undistributed ordinary income.....	\$ 5,139,718
Undistributed capital gains.....	--
	-----
Total undistributed earnings.....	5,139,718
Accumulated capital and other losses.....	(21,641,950)
Net unrealized appreciation (depreciation)....	7,371,377
	-----
Total accumulated earnings (losses).....	(9,130,855)
Other.....	--
Paid-in capital.....	1,447,491,401
	-----
Net Assets.....	\$ 1,438,360,546
	=====



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### G. INCOME TAXES

The Fund intends to continue to qualify as a regulated investment company by complying with the requirements under Subchapter M of the Internal Revenue Code of 1986, as amended, which includes distributing substantially all of its net investment income and net realized gains to shareholders. Accordingly, no provision has been made for federal or state income taxes. However, due to the timing and amount of distributions, the Fund may be subject to an excise tax of 4% of the amount by which approximately 98% of the Fund's taxable income exceeds the distributions from such taxable income for the calendar year.

The Fund intends to utilize provisions of the federal income tax laws, which allow it to carry a realized capital loss forward indefinitely following the year of the loss and offset such loss against any future realized capital gains. The Fund is subject to certain limitations under U.S. tax rules on the use of capital carryforwards and net unrealized built-in losses. These limitations apply when there has been a 50% change in ownership. At October 31, 2015, the Fund had capital loss carryforwards for federal income tax purposes of \$21,641,950.

The Fund is subject to accounting standards that establish a minimum threshold for recognizing, and a system for measuring, the benefits of a tax position taken or expected to be taken in a tax return. The taxable years ended 2013, 2014 and 2015 remain open to federal and state audit. As of October 31, 2015, management has evaluated the application of these standards to the Fund, and has determined that no provision for income tax is required in the Fund's financial statements for uncertain tax positions.

### H. EXPENSES

The Fund will pay all expenses directly related to its operations.

### I. ORGANIZATION AND OFFERING COSTS

Organization costs consisted of costs incurred to establish the Fund and enable it to legally conduct business. These costs included filing fees, listing fees, legal services pertaining to the organization of the business and audit fees relating to the initial registration and auditing the initial statement of assets and liabilities, among other fees. Offering costs consisted of legal fees pertaining to the Fund's shares offered for sale, registration fees, underwriting fees, and printing of the initial prospectus, among other fees. First Trust paid all organization expenses. The Fund's Common Share offering costs of \$1,704,000 were recorded as a reduction of the proceeds from the sale of Common Shares during the period ended October 31, 2013. During the fiscal year ended October 31, 2015, it was determined that actual offering costs were less than the estimated offering costs by \$109,063. Therefore, paid-in-capital was increased by that amount in the current fiscal year, as reflected in the offering costs line item on the Statement of Changes in Net Assets.

### 3. INVESTMENT ADVISORY FEE, AFFILIATED TRANSACTIONS AND OTHER FEE ARRANGEMENTS

First Trust, the investment advisor to the Fund, is a limited partnership with one limited partner, Grace Partners of DuPage L.P., and one general partner, The Charger Corporation. The Charger Corporation is an Illinois corporation controlled by James A. Bowen, Chief Executive Officer of First Trust. First Trust is responsible for ongoing monitoring of the Fund's investment portfolio, managing the Fund's business affairs and providing certain administrative services necessary for the management of the Fund. For these investment management services, First Trust is entitled to a monthly fee calculated at an annual rate of 0.85% of the Fund's average daily net assets. First Trust also provides fund reporting services to the Fund for a flat annual fee in the amount of \$9,250.

Stonebridge, a majority-owned affiliate of First Trust, serves as the Fund's sub-advisor and manages the Fund's portfolio subject to First Trust's supervision. The Sub-Advisor receives a monthly portfolio management fee calculated at an annual rate of 0.425% of average daily net assets that is paid by First Trust out of its investment advisory fee.

Page 23

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NOTES TO FINANCIAL STATEMENTS (CONTINUED)  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015

Brown Brothers Harriman & Co. ("BBH") serves as the Fund's administrator, fund accountant and custodian in accordance with certain fee arrangements. As administrator and fund accountant, BBH is responsible for providing certain administrative and accounting services to the Fund, including maintaining the Fund's books of account, records of the Fund's securities transactions, and certain other books and records. As custodian, BBH is responsible for custody of the Fund's assets.

Computershare, Inc. serves as the Fund's transfer agent in accordance with certain fee arrangements. As transfer agent, Computershare, Inc. is responsible for maintaining shareholder records for the Fund.

Each Trustee who is not an officer or employee of First Trust, any sub-advisor or any of their affiliates ("Independent Trustees") is paid a fixed annual retainer that is allocated pro rata among each fund in the First Trust Fund Complex based on net assets. Each Independent Trustee is also paid an annual per fund fee that varies based on whether the fund is a closed-end or other actively managed fund, or is an index fund.

Additionally, the Lead Independent Trustee and the Chairmen of the Audit Committee, Nominating and Governance Committee and Valuation Committee are paid annual fees to serve in such capacities, with such compensation allocated pro rata among each fund in the First Trust Fund Complex based on net assets. Trustees are reimbursed for travel and out-of-pocket expenses in connection with all meetings. The Lead Independent Trustee and Committee Chairmen rotate every three years. The officers and "Interested" Trustee receive no compensation from the Fund for acting in such capacities.

4. PURCHASES AND SALES OF SECURITIES

For the year ended October 31, 2015, the cost of purchases and proceeds from sales of investments, excluding short-term investments for the Fund, were \$1,000,023,333 and \$1,030,003,107, respectively.

5. DERIVATIVES TRANSACTIONS

The following table presents the types of derivatives held by the Fund at October 31, 2015, the primary underlying risk exposure and the location of these instruments as presented on the Statement of Assets and Liabilities.

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DERIVATIVE INSTRUMENTS	RISK EXPOSURE	ASSET DERIVATIVES		FAIR VALUE	STATEMENT OF LIABILITIES
		STATEMENT OF ASSETS AND LIABILITIES	LOCATION		
Interest Rate Swap Agreement	Interest Rate Risk	Swap Contracts, at Value		\$ 904,173	Swap Contract

The following table presents the amount of net realized gain (loss) and change in net unrealized appreciation (depreciation) recognized for the fiscal year ended October 31, 2015, on derivative instruments as well as the primary underlying risk exposure associated with each instrument.

STATEMENT OF OPERATIONS LOCATION

INTEREST RATE RISK	
Net realized gain (loss) on futures contracts.....	\$ (3,286,250)
Net realized gain (loss) on swap contracts.....	(2,006,097)
Net change in unrealized appreciation (depreciation) on futures contracts....	2,416,563
Net change in unrealized appreciation (depreciation) on swaps contracts.....	904,173

For the fiscal year ended October 31, 2015, the amount of notional values of futures contracts opened and closed were \$0 and \$54,498,126, respectively.

The average notional value of interest rates swaps held was \$165,000,000 for the fiscal year ended October 31, 2015.

The Fund does not have the right to offset financial assets and financial liabilities related to swap contracts on the Statement of Assets and Liabilities.

6. BORROWINGS

The Fund entered into a credit agreement with Bank of America Merrill Lynch that had a maximum commitment amount of \$725,000,000. The borrowing rate under the facility was equal to the 1-month LIBOR plus 70 basis points. In addition, under the facility, the Fund paid a commitment fee of 0.25% on the undrawn amount of such facility on any day that the loan balance was less than 20% of the total commitment amount. The line of credit terminated on November 26, 2014. Effective November 26, 2014, the Fund entered into a credit agreement with The Bank of

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Nova Scotia that has a maximum commitment amount of \$725,000,000. The borrowing rate under the facility is equal to the 1-month LIBOR plus 75 basis points. In addition, under the facility, the Fund pays a commitment fee of 0.15% on the undrawn amount of such facility on any date that the loan balance is less than 50% of the total commitment amount. The average amount outstanding between November 1, 2014 and October 31, 2015, was \$663,006,354, with a weighted average interest rate of 0.93%. As of October 31, 2015, the Fund had outstanding borrowings of \$645,000,000 under this committed facility agreement. The high and low annual interest rates for the year ended October 31, 2015, were 0.97% and 0.85%, respectively. The interest rate at October 31, 2015, was 0.94%.

#### 7. INDEMNIFICATION

The Fund has a variety of indemnification obligations under contracts with its service providers. The Fund's maximum exposure under these arrangements is unknown. However, the Fund has not had prior claims or losses pursuant to these contracts and expects the risk of loss to be remote.

#### 8. SUBSEQUENT EVENTS

Management has evaluated the impact of all subsequent events on the Fund through the date the financial statements were issued, and has determined that there were the following subsequent events:

On November 19, 2015, the Fund declared a distribution of \$0.1625 per share to Common Shareholders of record on December 3, 2015, payable December 10, 2015.

At a meeting on December 7, 2015, the Board accepted Mr. Bradley's resignation from his position as the President and Chief Executive Officer of the Fund, effective December 31, 2015. At the same meeting, the Board elected Mr. Dykas to serve as the President and Chief Executive Officer and Mr. Donald Swade, formerly an Assistant Treasurer of the Fund, to serve as the Treasurer, Chief Financial Officer and Chief Accounting Officer of the Fund.

Management anticipates that sometime before the end of December 2015, First Trust Portfolios L.P., First Trust's affiliate, will transfer its ownership interest in Stonebridge to First Trust Capital Partners LLC, an affiliate of both First Trust and First Trust Portfolios L.P. Like First Trust, First Trust Portfolios L.P. and First Trust Capital Partners LLC are owned by The Charger Corporation and Grace Partners of DuPage L.P. The anticipated transfer will not amount to a change of control in Stonebridge or an assignment of the sub-advisory agreement between the Fund and Stonebridge, and will otherwise have no effect on the Fund.

Page 25

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM  
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TO THE BOARD OF TRUSTEES AND SHAREHOLDERS OF FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND:

We have audited the accompanying statement of assets and liabilities of First

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Trust Intermediate Duration Preferred & Income Fund (the "Fund"), including the portfolio of investments, as of October 31, 2015, and the related statements of operations and cash flows for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the periods presented. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. The Fund is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of October 31, 2015 by correspondence with the Fund's custodian and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of the First Trust Intermediate Duration Preferred & Income Fund as of October 31, 2015, the results of its operations and its cash flows for the year then ended, and the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the periods presented, in conformity with accounting principles generally accepted in the United States of America.

/s/ Deloitte & Touche LLP

Chicago, Illinois  
December 22, 2015

Page 26

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### ADDITIONAL INFORMATION

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015 (UNAUDITED)

#### DIVIDEND REINVESTMENT PLAN

If your Common Shares are registered directly with the Fund or if you hold your Common Shares with a brokerage firm that participates in the Fund's Dividend Reinvestment Plan (the "Plan"), unless you elect, by written notice to the Fund,

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to receive cash distributions, all dividends, including any capital gain distributions, on your Common Shares will be automatically reinvested by Computershare Trust Company, N.A. (the "Plan Agent"), in additional Common Shares under the Plan. If you elect to receive cash distributions, you will receive all distributions in cash paid by check mailed directly to you by the Plan Agent, as the dividend paying agent.

If you decide to participate in the Plan, the number of Common Shares you will receive will be determined as follows:

- (1) If Common Shares are trading at or above net asset value ("NAV") at the time of valuation, the Fund will issue new shares at a price equal to the greater of (i) NAV per Common Share on that date or (ii) 95% of the market price on that date.
- (2) If Common Shares are trading below NAV at the time of valuation, the Plan Agent will receive the dividend or distribution in cash and will purchase Common Shares in the open market, on the NYSE or elsewhere, for the participants' accounts. It is possible that the market price for the Common Shares may increase before the Plan Agent has completed its purchases. Therefore, the average purchase price per share paid by the Plan Agent may exceed the market price at the time of valuation, resulting in the purchase of fewer shares than if the dividend or distribution had been paid in Common Shares issued by the Fund. The Plan Agent will use all dividends and distributions received in cash to purchase Common Shares in the open market within 30 days of the valuation date except where temporary curtailment or suspension of purchases is necessary to comply with federal securities laws. Interest will not be paid on any uninvested cash payments.

You may elect to opt-out of or withdraw from the Plan at any time by giving written notice to the Plan Agent, or by telephone at (866) 340-1104, in accordance with such reasonable requirements as the Plan Agent and the Fund may agree upon. If you withdraw or the Plan is terminated, you will receive a certificate for each whole share in your account under the Plan, and you will receive a cash payment for any fraction of a share in your account. If you wish, the Plan Agent will sell your shares and send you the proceeds, minus brokerage commissions.

The Plan Agent maintains all Common Shareholders' accounts in the Plan and gives written confirmation of all transactions in the accounts, including information you may need for tax records. Common Shares in your account will be held by the Plan Agent in non-certificated form. The Plan Agent will forward to each participant any proxy solicitation material and will vote any shares so held only in accordance with proxies returned to the Fund. Any proxy you receive will include all Common Shares you have received under the Plan.

There is no brokerage charge for reinvestment of your dividends or distributions in Common Shares. However, all participants will pay a pro rata share of brokerage commissions incurred by the Plan Agent when it makes open market purchases.

Automatically reinvesting dividends and distributions does not mean that you do not have to pay income taxes due upon receiving dividends and distributions. Capital gains and income are realized although cash is not received by you. Consult your financial advisor for more information.

If you hold your Common Shares with a brokerage firm that does not participate in the Plan, you will not be able to participate in the Plan and any dividend reinvestment may be effected on different terms than those described above.

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The Fund reserves the right to amend or terminate the Plan if in the judgment of the Board of Trustees the change is warranted. There is no direct service charge to participants in the Plan; however, the Fund reserves the right to amend the Plan to include a service charge payable by the participants. Additional information about the Plan may be obtained by writing Computershare, Inc., P.O. Box 30170, College Station, TX 77842-3170.

### PROXY VOTING POLICIES AND PROCEDURES

A description of the policies and procedures that the Fund uses to determine how to vote proxies and information on how the Fund voted proxies relating to portfolio investments during the most recent 12-month period ended June 30 is available (1) without charge, upon request, by calling (800) 988-5891; (2) on the Fund's website located at <http://www.ftportfolios.com>; and (3) on the Securities and Exchange Commission's ("SEC") website located at <http://www.sec.gov>.

### PORTFOLIO HOLDINGS

The Fund files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Fund's Forms N-Q are available (1) by calling (800) 988-5891; (2) on the Fund's website located at <http://www.ftportfolios.com>; (3) on the SEC's website at <http://www.sec.gov>; and (4) for review and copying at the SEC's Public Reference Room ("PRR") in Washington, DC. Information regarding the operation of the PRR may be obtained by calling (800) SEC-0330.

Page 27

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ADDITIONAL INFORMATION (CONTINUED)  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015 (UNAUDITED)

### FEDERAL TAX INFORMATION

For the taxable year ended October 31, 2015, the following percentages of income dividends paid by the Fund qualify for the dividends received deduction available to corporations:

Dividends Received Deduction  
-----  
25.56%

For the taxable year ended October 31, 2015, the following percentage of income dividends paid by the Fund is hereby designated as qualified dividend income:

Qualified Dividend Income  
-----  
60.65%

### NYSE CERTIFICATION INFORMATION

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In accordance with Section 303A-12 of the New York Stock Exchange ("NYSE") Listed Company Manual, the Fund's President has certified to the NYSE that, as of April 29, 2015, he was not aware of any violation by the Fund of NYSE corporate governance listing standards. In addition, the Fund's reports to the SEC on Forms N-CSR, N-CSRS and N-Q contain certifications by the Fund's principal executive officer and principal financial officer that relate to the Fund's public disclosure in such reports and are required by Rule 30a-2 under the 1940 Act.

### SUBMISSION OF MATTERS TO A VOTE OF SHAREHOLDERS

The Joint Annual Meeting of Shareholders of the Common Shares of Macquarie/First Trust Global Infrastructure/Utilities Dividend & Income Fund, First Trust Energy Income and Growth Fund, First Trust Enhanced Equity Income Fund, First Trust/Aberdeen Global Opportunity Income Fund, First Trust Mortgage Income Fund, First Trust Strategic High Income Fund II, First Trust/Aberdeen Emerging Opportunity Fund, First Trust Specialty Finance and Financial Opportunities Fund, First Trust Dividend and Income Fund, First Trust High Income Long/Short Fund, First Trust Energy Infrastructure Fund, First Trust MLP and Energy Income Fund, First Trust Intermediate Duration Preferred & Income Fund and First Trust New Opportunities MLP & Energy Fund was held on April 20, 2015 (the "Annual Meeting"). At the Annual Meeting, Richard E. Erickson and Thomas R. Kadlec were elected by the Common Shareholders of the First Trust Intermediate Duration Preferred & Income Fund as the Class II Trustees for a three-year term expiring at the Fund's annual meeting of shareholders in 2018. The number of votes cast in favor of Mr. Erickson was 49,860,570, the number of votes withheld was 1,162,273 and the number of broker non-votes was 9,681,346. The number of votes cast in favor of Mr. Kadlec was 49,843,976, the number of votes withheld was 1,178,867 and the number of broker non-votes was 9,681,346. James A. Bowen, Robert F. Keith and Niel B. Nielson are the other current and continuing Trustees.

### RISK CONSIDERATIONS

Risks are inherent in all investing. The following summarizes some, but not all, of the risks that should be considered for the Fund. For additional information about the risks associated with investing in the Fund, please see the Fund's prospectus and statement of additional information, as well as other Fund regulatory filings.

**INVESTMENT AND MARKET RISK:** An investment in the Fund's common shares ("Common Shares") is subject to investment risk, including the possible loss of the entire principal invested. Common Shares at any point in time may be worth less than the original investment, even after taking into account the reinvestment of Fund dividends and distributions. The Fund utilizes leverage, which magnifies investment risk

**PREFERRED/HYBRID PREFERRED AND DEBT SECURITIES RISK:** Preferred/hybrid preferred and debt securities in which the Fund invests are subject to various risks, including credit risk, interest rate risk, call/prepayment risk and reinvestment risk, as described below. In addition, preferred and hybrid preferred securities are subject to certain other risks, including deferral and omission risk, subordination risk, limited voting rights risk and special redemption rights risk.

**CREDIT AND BELOW INVESTMENT GRADE SECURITIES RISK:** The Fund is subject to credit risk, which is the risk that an issuer of a security may be unable or unwilling to make dividend, interest and principal payments when due and the related risk that the value of a security may decline because of concerns about the issuer's ability or willingness to make such payments. Credit risk may be heightened for the Fund because it invests in below investment grade securities, which involve greater risks than investment grade securities, including the possibility of



dividend or interest deferral, default or bankruptcy.

Page 28

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ADDITIONAL INFORMATION (CONTINUED)  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015 (UNAUDITED)

**LEVERAGE RISK:** The use of leverage by the Fund can magnify the effect of any losses. If the income and gains from the securities and investments purchased with leverage proceeds do not cover the cost of leverage, the return to the Common Shares will be less than if leverage had not been used. Moreover, leverage involves risks and special considerations for holders of Common Shares including the likelihood of greater volatility of net asset value and market price of the Common Shares than a comparable portfolio without leverage, and the risk that fluctuations in interest rates on reverse repurchase agreements, borrowings and short-term debt or in the dividend rates on any preferred shares of the Fund that the Fund may pay will reduce the return to the holders of Common Shares or will result in fluctuations in the dividends paid on the Common Shares. There is no assurance that a leveraging strategy will be successful. Although the Fund seeks to maintain a duration, under normal market circumstances, excluding the effects of leverage, of between three and eight years, if the effect of the Fund's use of leverage was included in calculating duration, it could result in a longer duration for the Fund.

**CALL/PREPAYMENT AND REINVESTMENT RISK:** If an issuer of a security exercises an option to redeem its issue at par or prepay principal earlier than scheduled, the Fund may be forced to reinvest in lower yielding securities. A decline in income could affect the Common Shares' market price or the overall return of the Fund.

**DURATION RISK:** The Fund seeks to maintain, under normal market conditions, a duration, excluding the effects of leverage, of between three and eight years. Various techniques may be used to shorten or lengthen the Fund's duration. Securities with longer durations tend to be more sensitive to interest rate (or yield) changes than securities with shorter durations. The duration of a security will be expected to change over time with changes in market factors and time to maturity.

**RISKS OF CONCENTRATION IN THE FINANCIALS SECTOR:** Because the Fund invests 25% or more of its managed assets in the financial sector, it will be more susceptible to adverse economic or regulatory occurrences affecting this sector, such as changes in interest rates, loan concentration and competition.

**INTEREST RATE RISK:** The Fund is subject to interest rate risk, which is the risk that the preferred and debt securities in which the Fund invests will decline in value because of rising market interest rates.

**FLOATING RATE AND FIXED-TO-FLOATING RATE SECURITIES RISK:** The market value of floating rate and fixed-to-floating rate securities may fall in a declining interest rate environment and may also fall in a rising interest rate environment if there is a lag between the rise in interest rates and the interest rate reset. A secondary risk associated with declining interest rates

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is the risk that income earned by the Fund on floating rate and fixed-to-floating rate securities may decline due to lower coupon payments on floating-rate securities.

**CONVERTIBLE SECURITIES/CONTINGENT CONVERTIBLE SECURITIES RISK:** The market value of convertible securities tends to decline as interest rates increase and, conversely, tends to increase as interest rates decline.

In addition, because of the conversion feature, the market value of convertible securities tends to vary with fluctuations in the market value of the underlying common stock. Contingent convertible securities provide for mandatory conversion into common stock of the issuer under certain circumstances. Since the common stock of the issuer may not pay a dividend, investors in these instruments could experience a reduced income rate, potentially to zero; and conversion would deepen the subordination of the investor, hence worsening standing in a bankruptcy. In addition, some such instruments have a set stock conversion rate that would cause a reduction in value of the security if the price of the stock is below the conversion price on the conversion date.

**FOREIGN (NON-U.S.) SECURITIES RISK:** Investing in securities of non-U.S. issuers may involve certain risks not typically associated with investing in securities of U.S. issuers. These risks include: (i) there may be less publicly available information about non-U.S. issuers or markets due to less rigorous disclosure or accounting standards or regulatory practices; (ii) non-U.S. markets may be smaller, less liquid and more volatile than the U.S. market; (iii) potential adverse effects of fluctuations in currency exchange rates or controls on the value of the Fund's investments; (iv) the economies of non U.S. countries may grow at slower rates than expected or may experience a downturn or recession; (v) the impact of economic, political, social or diplomatic events; (vi) certain non-U.S. countries may impose restrictions on the ability of non U.S. issuers to make payments of principal and interest to investors located in the United States due to blockage of non-U.S. currency exchanges or otherwise; and (vii) withholding and other non-U.S. taxes may decrease the Fund's return.

**ILLIQUID AND RESTRICTED SECURITIES RISK:** The Fund may invest up to 25% of its Managed Assets in illiquid securities and may able invest, without limit, in unregistered or otherwise restricted securities. Investment of the Fund's assets in illiquid and restricted securities may restrict the Fund's ability to take advantage of market opportunities. Illiquid and restricted securities may be difficult to dispose of at a fair price at the times when the Fund believes it is desirable to do so. The market price of illiquid and restricted securities generally is more volatile than that of more liquid securities, which may adversely affect the price that the Fund pays for or recovers upon the sale of such securities. Illiquid and restricted securities are also more difficult to value, especially in challenging markets. The risks associated with illiquid and restricted securities may be particularly acute in situations in which the Fund's operations require cash and could result in the Fund borrowing to meet its short-term needs or incurring losses on the sale of illiquid or restricted securities.

Page 29

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ADDITIONAL INFORMATION (CONTINUED)

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)

# Edgar Filing: First Trust Intermediate Duration Preferred & Income Fund - Form N-CSR

OCTOBER 31, 2015 (UNAUDITED)

## ADVISORY AND SUB-ADVISORY AGREEMENTS

### BOARD CONSIDERATIONS REGARDING APPROVAL OF INVESTMENT MANAGEMENT AGREEMENT AND SUB-ADVISORY AGREEMENT

The Board of Trustees of First Trust Intermediate Duration Preferred & Income Fund (the "Fund"), including the Independent Trustees, unanimously approved the continuation of the Investment Management Agreement (the "Advisory Agreement") between the Fund and First Trust Advisors L.P. (the "Advisor") and the Investment Sub Advisory Agreement (the "Sub Advisory Agreement" and together with the Advisory Agreement, the "Agreements") among the Fund, the Advisor and Stonebridge Advisors LLC (the "Sub-Advisor"), at a meeting held on June 16, 2015. The Board determined that the continuation of the Agreements is in the best interests of the Fund in light of the extent and quality of the services provided and such other matters as the Board considered to be relevant in the exercise of its reasonable business judgment.

To reach this determination, the Board considered its duties under the Investment Company Act of 1940, as amended (the "1940 Act"), as well as under the general principles of state law in reviewing and approving advisory contracts; the requirements of the 1940 Act in such matters; the fiduciary duty of investment advisors with respect to advisory agreements and compensation; the standards used by courts in determining whether investment company boards have fulfilled their duties; and the factors to be considered by the Board in voting on such agreements. At meetings held on April 20, 2015 and June 16, 2015, the Board, including the Independent Trustees, reviewed materials provided by the Advisor and the Sub-Advisor responding to requests for information from counsel to the Independent Trustees that, among other things, outlined the services provided by the Advisor and the Sub-Advisor (including the relevant personnel responsible for these services and their experience); the advisory and sub-advisory fees for the Fund as compared to fees charged to other clients of the Advisor and the Sub-Advisor and as compared to fees charged to a peer group of funds selected by Management Practice, Inc. ("MPI"), an independent source (the "MPI Peer Group"); expenses of the Fund as compared to expense ratios of the funds in the MPI Peer Group; performance information for the Fund; the nature of expenses incurred in providing services to the Fund and the potential for economies of scale, if any; financial data on the Advisor and the Sub-Advisor; any fall out benefits to the Advisor and the Sub-Advisor; and information on the Advisor's and the Sub-Advisor's compliance programs. The Board reviewed initial materials with the Advisor at a special meeting held on April 20, 2015, at which the Independent Trustees and their counsel met separately to discuss the information provided by the Advisor and the Sub-Advisor. Following the April meeting, independent legal counsel on behalf of the Independent Trustees requested certain clarifications and supplements to the materials provided, and those were considered at an executive session of the Independent Trustees and independent legal counsel held prior to the June 16, 2015 meeting, as well as at the meeting. The Board applied its business judgment to determine whether the arrangements between the Fund and the Advisor and among the Fund, the Advisor and the Sub-Advisor are reasonable business arrangements from the Fund's perspective as well as from the perspective of shareholders. The Board considered that shareholders chose to invest or remain invested in the Fund knowing that the Advisor and the Sub-Advisor manage the Fund.

In reviewing the Agreements, the Board considered the nature, extent and quality of services provided by the Advisor and the Sub-Advisor under the Agreements. With respect to the Advisory Agreement, the Board considered that the Advisor is responsible for the overall management and administration of the Fund and reviewed the services provided by the Advisor to the Fund, including the oversight of the Sub-Advisor. The Board noted the compliance program that had

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been developed by the Advisor and considered that it includes a robust program for monitoring the Sub-Advisor's compliance with the 1940 Act and the Fund's investment objectives and policies. The Board considered the significant asset growth of the First Trust Fund Complex and the Advisor's concomitant investment in infrastructure and personnel dedicated to the First Trust funds. With respect to the Sub-Advisory Agreement, the Board noted the background and experience of the Sub-Advisor's portfolio management team, and recent additions to the Sub-Advisor's staff. The Board reviewed the materials provided by the Sub-Advisor and considered the services that the Sub-Advisor provides to the Fund, including the Sub-Advisor's day-to-day management of the Fund's investments. In light of the information presented and the considerations made, the Board concluded that the nature, extent and quality of services provided to the Fund by the Advisor and the Sub-Advisor under the Agreements have been and are expected to remain satisfactory and that the Sub-Advisor, under the oversight of the Advisor, has managed the Fund consistent with its investment objectives and policies.

The Board considered the advisory and sub-advisory fees paid under the Agreements. The Board considered the advisory fees charged by the Advisor to similar funds and other non-fund clients, noting that the Advisor provides advisory services to an actively managed exchange-traded fund ("ETF") and an open-end fund sub-advised by the Sub-Advisor and certain separately managed accounts that may have investment objectives and policies similar to the Fund's. The Board noted that the Advisor charges the same advisory fee rate to the Fund and the actively managed ETF and a lower advisory fee rate to the open-end fund and the separately managed accounts. The Board noted the Advisor's statement that the nature of the services provided to the separately managed accounts is not comparable to those provided to the Fund. The Board considered the sub-advisory fee and how it relates to the Fund's overall advisory fee structure and noted that the sub-advisory fee is paid by the Advisor from its advisory fee. The Board noted that the Sub-Advisor provides sub-advisory services to the actively managed ETF and the open-end fund noted above and that the sub-advisory fee rate for the ETF is the same as that received from the Advisor for the Fund and that the sub-advisory fee for the open-end fund is lower than for the Fund. The Board also considered information provided by the Sub-Advisor as to the fees it charges to other similar clients, noting that the sub-advisory fee rate is generally similar to the fee rate charged by the Sub-Advisor to other similar clients. In addition, the Board reviewed data prepared by MPI showing the

Page 30

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ADDITIONAL INFORMATION (CONTINUED)  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015 (UNAUDITED)

advisory fee and expense ratio of the Fund as compared to the advisory fees and expense ratios of the MPI Peer Group. The Board discussed with representatives of the Advisor the limitations in creating a relevant peer group for the Fund, including that (i) the Fund is unique in its composition, which makes assembling peers with similar strategies and asset mix difficult; (ii) peer funds may use different amounts and types of leverage with different costs associated with them or may use no leverage; and (iii) none of the peer funds employ an advisor/sub-advisor management structure. The Board took these limitations into

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account in considering the peer data. In reviewing the peer data, the Board noted that the Fund's advisory fee, based on average net assets, was above the median of the MPI Peer Group.

The Board also considered performance information for the Fund, noting that the performance information included the Fund's quarterly performance report, which is part of the process that the Board has established for monitoring the Fund's performance and portfolio risk on an ongoing basis. The Board determined that this process continues to be effective for reviewing the Fund's performance. In addition to the Board's ongoing review of performance, the Board also reviewed data prepared by MPI comparing the Fund's performance for periods ended December 31, 2014 to the performance of the MPI Peer Group and to a blended benchmark index. In reviewing the Fund's performance as compared to the performance of the MPI Peer Group, the Board took into account the limitations described above with respect to creating a relevant peer group for the Fund. The Board also considered data from MPI on the Fund's annual distribution rate as of December 31, 2014 as compared to the MPI Peer Group and the Fund's leverage costs versus the leverage costs of applicable funds in the MPI Peer Group. The Board considered information provided by the Advisor on the Fund's leverage as well, including that leverage was accretive to the Fund's total return in 2014. In addition, the Board compared the Fund's premium/discount over the past seven quarters to the average and median premium/discount over the same period of a peer group selected by the Advisor, as well as data on the average premium/discount for 2014 for the funds in the MPI Peer Group, and considered factors that may impact a fund's premium/discount.

On the basis of all the information provided on the fees, expenses and performance of the Fund, the Board concluded that the advisory and sub advisory fees were reasonable and appropriate in light of the nature, extent and quality of services provided by the Advisor and the Sub Advisor under the Agreements.

The Board noted that the Advisor has made and continues to make significant investments in personnel and infrastructure and considered whether fee levels reflect any economies of scale for the benefit of shareholders. The Board determined that due to the Fund's closed-end structure, the potential for realization of economies of scale as Fund assets grow was not a material factor to be considered. The Board also considered the costs of the services provided and profits realized by the Advisor from serving as investment advisor to the Fund for the twelve months ended December 31, 2014, as well as product-line profitability data for the same period, as set forth in the materials provided to the Board. The Board noted the inherent limitations in the profitability analysis, and concluded that the pre-tax profits estimated to have been realized by the Advisor in connection with the management of the Fund were not unreasonable. In addition, the Board considered fall-out benefits described by the Advisor that may be realized from its relationship with the Fund, including the Advisor's compensation for fund reporting services pursuant to a separate Fund Reporting Services Agreement. The Board noted that an affiliate of the Advisor, First Trust Portfolios L.P., has an ownership interest in the Sub-Advisor and considered potential fall-out benefits to the Advisor from such ownership interest.

The Board considered the Sub Advisor's expenses in providing investment services to the Fund and noted the Sub-Advisor's recent hiring of additional personnel to work on the Fund. The Board also considered the Sub Advisor's statement that it does not expect economies of scale to be present in connection with its provision of services to the Fund. The Board considered that the sub advisory fee rate was negotiated at arm's length between the Advisor and the Sub Advisor. The Board also considered data provided by the Sub Advisor with respect to the profitability of the Sub Advisory Agreement to the Sub Advisor. The Board noted the inherent limitations in the profitability analysis and concluded that the profitability analysis for the Advisor was more relevant, but noted that the Sub-Advisor estimated that the Fund was not profitable for the Sub-Advisor. The

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Board considered fall-out benefits that may be realized by the Sub-Advisor from its relationship with the Fund, including potential fall-out benefits to the Sub-Advisor from the ownership interest of First Trust Portfolios L.P. in the Sub-Advisor. The Board noted that the Sub-Advisor does not maintain any soft-dollar arrangements.

Based on all of the information considered and the conclusions reached, the Board, including the Independent Trustees, unanimously determined that the terms of the Agreements continue to be fair and reasonable and that the continuation of the Agreements is in the best interests of the Fund. No single factor was determinative in the Board's analysis.

Page 31

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 BOARD OF TRUSTEES AND OFFICERS  
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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
 OCTOBER 31, 2015 (UNAUDITED)

NAME, ADDRESS, DATE OF BIRTH AND POSITION WITH THE FUND	TERM OF OFFICE AND LENGTH OF SERVICE (2)	PRINCIPAL OCCUPATIONS DURING PAST 5 YEARS
----- INDEPENDENT TRUSTEES -----		
Richard E. Erickson, Trustee c/o First Trust Advisors L.P. 120 East Liberty Drive, Suite 400 Wheaton, IL 60187 D.O.B.: 04/51	<ul style="list-style-type: none"> <li>o Three Year Term</li> <li>o Since Fund Inception</li> </ul>	Physician; President, Wheaton Orthopedic Limited Partner, Gundersen Real Estate Limited Partnership; Member, Sportsmed LLC
Thomas R. Kadlec, Trustee c/o First Trust Advisors L.P. 120 East Liberty Drive, Suite 400 Wheaton, IL 60187 D.O.B.: 11/57	<ul style="list-style-type: none"> <li>o Three Year Term</li> <li>o Since Fund Inception</li> </ul>	President (March 2010 to Present), Senior Vice President and Chief Financial Officer (May 2007 to March 2010), ADM Investor Services, Inc. (Futures Commission Merchant)
Robert F. Keith, Trustee c/o First Trust Advisors L.P. 120 East Liberty Drive, Suite 400 Wheaton, IL 60187 D.O.B.: 11/56	<ul style="list-style-type: none"> <li>o Three Year Term</li> <li>o Since Fund Inception</li> </ul>	President (2003 to Present), Hibs Enterprises (Financial and Management Consulting)
Niel B. Nielson, Trustee c/o First Trust Advisors L.P.	o Three-Year Term	Managing Director and Chief Operating Officer (January 2015 to Present), Peli

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120 East Liberty Drive,  
Suite 400  
Wheaton, IL 60187  
D.O.B.: 03/54

o Since Fund  
Inception

Harapan Educational Foundation  
(Educational Products and Services);  
President and Chief Executive Officer  
(June 2012 to September 2014), Servant  
Interactive LLC (Educational Products and  
Services); President and Chief Executive  
Officer (June 2012 to September 2014),  
Learning LLC (Educational Products and  
Services); President (June 2002 to June  
2012), Covenant College

-----  
INTERESTED TRUSTEE

James A. Bowen(1), Trustee and  
Chairman of the Board  
120 East Liberty Drive,  
Suite 400  
Wheaton, IL 60187  
D.O.B.: 09/55

o Three Year Term  
  
o Since Fund  
Inception

Chief Executive Officer (December 2010  
to Present), President (until December  
2010), First Trust Advisors L.P. and First  
Trust Portfolios L.P.; Chairman of the  
Board of Directors, BondWave LLC  
(Software Development Company/  
Investment Advisor) and Stonebridge  
Advisors LLC (Investment Advisor)

- 
- (1) Mr. Bowen is deemed an "interested person" of the Fund due to his position as CEO of First Trust Advisors L.P., investment advisor of the Fund.
- (2) Currently, Robert F. Keith, as a Class I Trustee, is serving as a trustee until the Fund's 2017 annual meeting of shareholders. Richard E. Erickson and Thomas R. Kadlec, as Class II Trustees, are serving as trustees until the Fund's 2018 annual meeting of shareholders. James A. Bowen and Niel B. Nielson, as Class III Trustees, are serving as trustees until the Fund's 2016 annual meeting of shareholders.

Page 32

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BOARD OF TRUSTEES AND OFFICERS (CONTINUED)

FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015 (UNAUDITED)

NAME, ADDRESS AND DATE OF BIRTH	POSITION AND OFFICES WITH FUND	TERM OF OFFICE AND LENGTH OF SERVICE	PRINCIPAL DURING
----- OFFICERS (3) -----			
Mark R. Bradley 120 East Liberty Drive, Suite 400 Wheaton, IL 60187	President and Chief Executive Officer	o Indefinite Term  o Since Fund Inception	Chief Operating Officer and Chief Financial Officer L.P. and First Trust Officer, BondWave

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D.O.B.: 11/57

Company/Investment  
Advisors LLC (Inve

James M. Dykas  
120 East Liberty Drive,  
Suite 400  
Wheaton, IL 60187  
D.O.B.: 01/66

Treasurer, Chief Financial  
Officer and Chief  
Accounting Officer

o Indefinite Term  
o Since Fund Inception

Controller (January  
Senior Vice Presid  
Present), First Tru  
and First Trust Po

W. Scott Jardine  
120 East Liberty Drive,  
Suite 400  
Wheaton, IL 60187  
D.O.B.: 05/60

Secretary and Chief  
Legal Officer

o Indefinite Term  
o Since Fund Inception

General Counsel, F  
Trust Portfolios L  
(Software Developm  
Advisor); Secretar  
(Investment Adviso

Daniel J. Lindquist  
120 East Liberty Drive,  
Suite 400  
Wheaton, IL 60187  
D.O.B.: 02/70

Vice President

o Indefinite Term  
o Since Fund Inception

Senior Vice Presid  
July 2012), Managi  
Present) and Senio  
2005 to July 2012)  
and First Trust Po

Kristi A. Maher  
120 East Liberty Drive,  
Suite 400  
Wheaton, IL 60187  
D.O.B.: 12/66

Chief Compliance Officer  
and Assistant Secretary

o Indefinite Term  
o Since Fund Inception

Deputy General Cou  
L.P. and First Tru

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(3) Officers of the Fund have an indefinite term. The term "officer" means the president, vice president, secretary, treasurer, controller or any other officer who performs a policy making function.

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PRIVACY POLICY

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FIRST TRUST INTERMEDIATE DURATION PREFERRED & INCOME FUND (FPF)  
OCTOBER 31, 2015 (UNAUDITED)

PRIVACY POLICY

First Trust values our relationship with you and considers your privacy an important priority in maintaining that relationship. We are committed to protecting the security and confidentiality of your personal information.

SOURCES OF INFORMATION

We collect nonpublic personal information about you from the following sources:

- o Information we receive from you and your broker-dealer, investment advisor or financial representative through interviews, applications, agreements or other forms;



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- o Information about your transactions with us, our affiliates or others;
- o Information we receive from your inquiries by mail, e-mail or telephone; and
- o Information we collect on our website through the use of "cookies". For example, we may identify the pages on our website that your browser requests or visits.

### INFORMATION COLLECTED

The type of data we collect may include your name, address, social security number, age, financial status, assets, income, tax information, retirement and estate plan information, transaction history, account balance, payment history, investment objectives, marital status, family relationships and other personal information.

### DISCLOSURE OF INFORMATION

We do not disclose any nonpublic personal information about our customers or former customers to anyone, except as permitted by law. In addition to using this information to verify your identity (as required under law), the permitted uses may also include the disclosure of such information to unaffiliated companies for the following reasons:

- o In order to provide you with products and services and to effect transactions that you request or authorize, we may disclose your personal information as described above to unaffiliated financial service providers and other companies that perform administrative or other services on our behalf, such as transfer agents, custodians and trustees, or that assist us in the distribution of investor materials such as trustees, banks, financial representatives, proxy services, solicitors and printers.
- o We may release information we have about you if you direct us to do so, if we are compelled by law to do so, or in other legally limited circumstances (for example to protect your account from fraud).

In addition, in order to alert you to our other financial products and services, we may share your personal information within First Trust.

### PRIVACY ONLINE

We allow third-party companies, including AddThis (a social media sharing service), to collect certain anonymous information when you visit our website. These companies may use non-personally identifiable information during your visits to this and other websites in order to provide advertisements about goods and services likely to be of greater interest to you. These companies typically use a cookie, third party web beacon or pixel tags, to collect this information. To learn more about this behavioral advertising practice, you can visit [www.networkadvertising.org](http://www.networkadvertising.org).

### CONFIDENTIALITY AND SECURITY

With regard to our internal security procedures, First Trust restricts access to your nonpublic personal information to those First Trust employees who need to know that information to provide products or services to you. We maintain physical, electronic and procedural safeguards to protect your nonpublic personal information.

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### POLICY UPDATES AND INQUIRIES

As required by federal law, we will notify you of our privacy policy annually. We reserve the right to modify this policy at any time, however, if we do change it, we will tell you promptly. For questions about our policy, or for additional copies of this notice, please go to [www.ftportfolios.com](http://www.ftportfolios.com), or contact us at 1-800-621-1675 (First Trust Portfolios) or 1-800-222-6822 (First Trust Advisors).

Page 34

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### FIRST TRUST

#### INVESTMENT ADVISOR

First Trust Advisors L.P.  
120 E. Liberty Drive, Suite 400  
Wheaton, IL 60187

#### INVESTMENT SUB-ADVISOR

Stonebridge Advisors LLC  
187 Danbury Road  
Wilton, CT 06897

#### ADMINISTRATOR, FUND ACCOUNTANT & CUSTODIAN

Brown Brothers Harriman & Co.  
50 Milk Street  
Boston, MA 02109

#### TRANSFER AGENT

Computershare, Inc.  
P.O. Box 30170  
College Station, TX 77842-3170

#### INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Deloitte & Touche LLP  
111 S. Wacker Drive  
Chicago, IL 60606

#### LEGAL COUNSEL

Chapman and Cutler LLP  
111 W. Monroe Street  
Chicago, IL 60603

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ITEM 2. CODE OF ETHICS.

- (a) The registrant, as of the end of the period covered by this report, has adopted a code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, regardless of whether these individuals are employed by the registrant or a third party.
- (c) There have been no amendments, during the period covered by this report, to a provision of the code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, regardless of whether these individuals are employed by the registrant or a third party, and that relates to any element of the code of ethics description.
- (d) The registrant has not granted any waivers, including an implicit waiver, from a provision of the code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, regardless of whether these individuals are employed by the registrant or a third party, that relates to one or more of the items set forth in paragraph (b) of this item's instructions.

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

As of the end of the period covered by the report, the Registrant's board of trustees has determined that Thomas R. Kadlec and Robert F. Keith are qualified to serve as audit committee financial experts serving on its audit committee and that each of them is "independent," as defined by Item 3 of Form N-CSR.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

- (a) Audit Fees (Registrant) -- The aggregate fees billed for the last fiscal year for professional services rendered by the principal accountant for the audit of the registrant's annual financial statements or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for those fiscal years were \$28,000 for the fiscal year ended October 31, 2014 and \$28,000 for the fiscal year ended October 31, 2015.
- (b) Audit-Related Fees (Registrant) -- The aggregate fees billed in the last fiscal year for assurance and related services by the principal accountant that are reasonably related to the performance of the audit of the registrant's financial statements and are not reported under paragraph (a) of this Item were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2015.

Audit-Related Fees (Investment Advisor) -- The aggregate fees billed in the last fiscal year for assurance and related services by the principal accountant that are reasonably related to the performance of the audit of

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the registrant's financial statements and are not reported under paragraph (a) of this Item were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2015.

Audit-Related Fees (Investment Sub-Advisor) -- The aggregate fees billed in the last fiscal year for assurance and related services by the principal accountant that are reasonably related to the performance of the audit of the registrant's financial statements and are not reported under paragraph (a) of this Item were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2015.

- (c) Tax Fees (Registrant) -- The aggregate fees billed in the last fiscal year for professional services rendered by the principal accountant for tax compliance, tax advice, and tax planning were \$5,200 for the fiscal year ended October 31, 2014 and \$5,200 for the fiscal year ended October 31, 2015. These fees were for tax return preparation.

Tax Fees (Investment Advisor) -- The aggregate fees billed in the last fiscal year for professional services rendered by the principal accountant for tax compliance, tax advice, and tax planning were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2015.

Tax Fees (Investment Sub-Advisor) -- The aggregate fees billed in the last fiscal year for professional services rendered by the principal accountant for tax compliance, tax advice, and tax planning were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2014.

- (d) All Other Fees (Registrant) -- The aggregate fees billed in the last fiscal year for products and services provided by the principal accountant to the registrant, other than the services reported in paragraphs (a) through (c) of this Item were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2015.

All Other Fees (Investment Advisor) The aggregate fees billed in the last fiscal year for products and services provided by the principal accountant to the registrant, other than the services reported in paragraphs (a) through (c) of this Item were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2015.

All Other Fees (Investment Sub-Advisor) The aggregate fees billed in the last fiscal year for products and services provided by the principal accountant to the registrant, other than the services reported in paragraphs (a) through (c) of this Item were \$0 for the fiscal year ended October 31, 2014 and \$0 for the fiscal year ended October 31, 2015.

- (e) (1) Disclose the audit committee's pre-approval policies and procedures described in paragraph (c) (7) of Rule 2-01 of Regulation S-X.

Pursuant to its charter and its Audit and Non-Audit Services Pre-Approval Policy, the Audit Committee (the "Committee") is responsible for the pre-approval of all audit services and permitted non-audit services (including the fees and terms thereof) to be performed for the registrant by its independent auditors. The Chairman of the Committee is authorized to give such pre-approvals on behalf of the Committee up to \$25,000 and report any such pre-approval to the full Committee.

The Committee is also responsible for the pre-approval of the independent auditor's engagements for non-audit services with the registrant's adviser (not including a sub-adviser whose role is primarily portfolio management and is sub-contracted or overseen by another investment adviser) and any entity

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controlling, controlled by or under common control with the investment adviser that provides ongoing services to the registrant, if the engagement relates directly to the operations and financial reporting of the registrant, subject to the de minimis exceptions for non-audit services described in Rule 2-01 of Regulation S-X. If the independent auditor has provided non-audit services to the registrant's adviser (other than any sub-adviser whose role is primarily portfolio management and is sub-contracted with or overseen by another investment adviser) and any entity controlling, controlled by or under common control with the investment adviser that provides ongoing services to the registrant that were not pre-approved pursuant to its policies, the Committee will consider whether the provision of such non-audit services is compatible with the auditor's independence.

(e) (2) The percentage of services described in each of paragraphs (b) through (d) for the registrant and the registrant's investment adviser of this Item that were approved by the audit committee pursuant to the pre-approval exceptions included in paragraph (c) (7) (i) (c) or paragraph (c) (7) (ii) of Rule 2-01 of Regulation S-X are as follows:

- (b) 0%
- (c) 0%
- (d) 0%

(f) The percentage of hours expended on the principal accountant's engagement to audit the registrant's financial statements for the most recent fiscal year that were attributed to work performed by persons other than the principal accountant's full-time, permanent employees was less than fifty percent.

(g) The aggregate non-audit fees billed by the registrant's accountant for services rendered to the registrant, and rendered to the registrant's investment adviser (not including any sub-adviser whose role is primarily portfolio management and is subcontracted with or overseen by another investment adviser), and any entity controlling, controlled by, or under common control with the adviser that provides ongoing services to the registrant for the fiscal year ended October 31, 2014 were \$5,200 for the registrant, \$43,500 for the registrant's investment adviser and \$3,000 for the registrant's investment sub-adviser and for the registrant's fiscal year ended October 31, 2015 were \$5,200 for the registrant, \$12,500 for the registrant's investment adviser and \$3,000 for the registrant's investment sub-adviser.

(h) The registrant's audit committee of the board of directors has considered whether the provision of non-audit services that were rendered to the registrant's investment adviser (not including any sub-adviser whose role is primarily portfolio management and is subcontracted with or overseen by another investment adviser), and any entity controlling, controlled by, or under common control with the investment adviser that provides ongoing services to the registrant that were not pre-approved pursuant to paragraph (c) (7) (ii) of Rule 2-01 of Regulation S-X is compatible with maintaining the principal accountant's independence.

### ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.

(a) The Registrant has a separately designated audit committee consisting of all the independent directors of the registrant. The members of the audit committee are: Thomas R. Kadlec, Niel B. Nielson, Richard E. Erickson and Robert F. Keith.

### ITEM 6. INVESTMENTS.

(a) Schedule of Investments in securities of unaffiliated issuers as of the

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close of the reporting period is included as part of the report to shareholders filed under Item 1 of this form.

(b) Not applicable.

### ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

The Proxy Voting Policies are attached herewith.

### ITEM 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

(a) (1) IDENTIFICATION OF PORTFOLIO MANAGERS OR MANAGEMENT TEAM MEMBERS AND DESCRIPTION OF ROLE OF PORTFOLIO MANAGERS OR MANAGEMENT TEAM MEMBERS

Information provided as of December 15, 2015.

Stonebridge Advisors LLC is a registered investment advisor based in Wilton, Connecticut. Stonebridge specializes in the management of preferred securities and North American equity income securities. Stonebridge utilizes a team approach to portfolio management. Decisions on which securities should be included in portfolio require a majority vote by all investment team members. Changes to portfolios are voted on and discussed and require a majority vote of the team members. Scott Fleming, the CIO, has the final say on any portfolio changes.

Scott T. Fleming, President and CIO of Stonebridge Advisors LLC

Prior to founding Stonebridge, Mr. Fleming co-founded Spectrum Asset Management, Inc., an investment advisor that specializes in preferred securities asset management for institutional clients and mutual funds. During his 13-year tenure there, he served as Chairman of the Board of Directors, Chief Financial Officer and Chief Investment Officer. Under his leadership, Spectrum grew to be the largest preferred securities manager in the country. As Chief Investment Officer at Spectrum, Mr. Fleming established and implemented custom investment strategies for the firm's clients. In this capacity he was instrumental in growing assets under management to over \$2 billion by consistently outperforming stated benchmarks by solid margins. Mr. Fleming previously served as Vice President, Portfolio Manager for DBL Preferred Management, Inc. in New York City. There he managed over \$300 million of institutional assets with a strategy specializing in preferred securities. Mr. Fleming received a B.S. in Accounting from Bentley College in Waltham, MA and his MBA in Finance from Babson College in Wellesley, MA.

Robert Wolf, Vice President, Portfolio Manager and Senior Credit Analyst

For the registrant, Mr. Wolf is the portfolio strategist, a portfolio manager and the lead Credit Analyst. He analyzes both investment grade and non-investment grade securities and makes security recommendations. Mr. Wolf brings 15 years of fixed-income experience to Stonebridge in both portfolio management and credit research. Prior to joining Stonebridge in 2006, Mr. Wolf was a high-yield fixed-income research analyst at Lehman Brothers. In this role, his responsibilities included detailed credit analysis across multiple sectors, relative value analysis, and developing trade recommendations for Lehman's High-Yield proprietary trading effort. Mr. Wolf previously worked for Lehman Brothers Commercial Mortgage-Backed Securities (CMBS) trading desk as a credit analyst where he provided in-depth analysis of CMBS transactions and the underlying Commercial Real Estate. Mr. Wolf received his B.S. degree in Chemistry from Villanova University in 1999 and his MBA in Finance from the New York University Stern School of Business in 2004.

Danielle Salters, CFA, Credit Analyst

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Ms. Salters is an associate portfolio manager and Credit Analyst. She is also a trader and make trade recommendations for the registrant. Ms. Salters has seven years of investment management experience of which six years have been focused on fixed-income. Previous functions have included fundamental credit research, relative value analysis and trading. Prior to beginning at Stonebridge, Ms. Salters was Portfolio Analyst at a boutique asset manager where she focused on high-yield credit analysis and portfolio analytics for a hedge fund and institutional client. Previously, Ms. Salters was employed by UBS Financial Services, Inc., where she worked in Taxable Fixed-Income Sales and, later, served as the Fixed-Income Specialist to a Portfolio Manager. Ms. Salters received her A.B. in economics from Duke University in 2007 and is a CFA Charterholder.

(a) (2) OTHER ACCOUNTS MANAGED BY PORTFOLIO MANAGERS OR MANAGEMENT TEAM MEMBER AND POTENTIAL CONFLICTS OF INTEREST

Information provided as of October 31, 2015.

Name of Portfolio Manager or Team Member -----	Type of Accounts* -----	Total # of Accounts Managed -----	Total Assets -----
1. Scott T. Fleming	Registered Investment Companies	4	\$533.69M
	Other Pooled Investment Vehicles	0	\$0
	Other Accounts	1785	\$940.63M
2. Robert Wolf	Registered Investment Companies	4	\$533.69M
	Other Pooled Investment Vehicles	0	\$0
	Other Accounts	1785	\$940.63M
3. Danielle Salters	Registered Investment Companies	4	\$533.69
	Other Pooled Investment Vehicles	0	\$0
	Other Accounts	1785	\$940.63M

PORTFOLIO MANAGER POTENTIAL CONFLICTS OF INTERESTS

Stonebridge Advisors LLC's ("Stonebridge") Preferred Securities investment style is consistent across all of its managed accounts. Stonebridge is not aware of any material conflicts of interest between any of its separately managed accounts and Funds. In the case where Stonebridge does block trades that involve the Fund and other accounts, Stonebridge follows its trade allocation policy and handles the trade in a fair and equitable manner.

(a) (3) COMPENSATION STRUCTURE OF PORTFOLIO MANAGERS OR MANAGEMENT TEAM MEMBERS  
PORTFOLIO MANAGER COMPENSATION

Information provided as of October 31, 2015.

Stonebridge employees receive an annual salary, mid- and year-end bonuses based on company performance, medical benefits and a 401(k) plan. Annual salary plus discretionary bonuses are based on the performance of individual, firm as a whole, company profitability, and asset growth.

(a) (4) DISCLOSURE OF SECURITIES OWNERSHIP

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Information provided as of October 31, 2015.

Name	Dollar Range of Fund Shares Beneficially Owned
Scott T. Fleming	\$100,001-500,000
Danielle Salters, CFA	\$0
Robert Wolf	\$0

(b) Not applicable.

## ITEM 9. PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS.

Not applicable.

## ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

There have been no material changes to the procedures by which the shareholders may recommend nominees to the registrant's board of directors, where those changes were implemented after the registrant last provided disclosure in response to the requirements of Item 407(c)(2)(iv) of Regulation S-K (17 CFR 229.407) (as required by Item 22(b)(15) of Schedule 14A (17 CFR 240.14a-101)), or this Item.

## ITEM 11. CONTROLS AND PROCEDURES.

- (a) The registrant's principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act") (17 CFR 270.30a-3(c))) are effective, as of a date within 90 days of the filing date of the report that includes the disclosure required by this paragraph, based on their evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended (17 CFR 240.13a-15(b) or 240.15d-15(b)).
- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act (17 CFR 270.30a-3(d))) that occurred during the registrant's second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

## ITEM 12. EXHIBITS.

- (a)(1) Code of ethics, or any amendment thereto, that is the subject of disclosure required by Item 2 is attached hereto.
- (a)(2) Certifications pursuant to Rule 30a-2(a) under the 1940 Act and Section 302 of the Sarbanes-Oxley Act of 2002 are attached hereto.
- (a)(3) Not applicable.
- (b) Certifications pursuant to Rule 30a-2(b) under the 1940 Act and Section 906 of the Sarbanes-Oxley Act of 2002 are attached hereto.



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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.

(registrant) First Trust Intermediate Duration Preferred & Income Fund  
-----

By (Signature and Title)\*

/s/ Mark R. Bradley  
-----

Mark R. Bradley, President and  
Chief Executive Officer  
(principal executive officer)

Date: December 22, 2015  
-----

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 (Signature and Title)\*

/s/ Mark R. Bradley  
-----

Mark R. Bradley, President and  
Chief Executive Officer  
(principal executive officer)

Date: December 22, 2015  
-----

By (Signature and Title)\*

/s/ James M. Dykas  
-----

James M. Dykas, Treasurer,  
Chief Financial Officer and  
Chief Accounting Officer  
(principal financial officer)

Date: December 22, 2015  
-----

\* Print the name and title of each signing officer under his or her signature.