Edgar Filing: BOULDER GROWTH & INCOME FUND - Form 4

BOULDER GROWTH & INCOME FUND

Form 4 June 24, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

3235-0287 Number: January 31,

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if no longer subject to Section 16. Form 4 or

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

may continue. See Instruction

1(b).

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obligations

(Print or Type Responses)

1. Name and Address of Reporting Person * JACOBSON DEAN			2. Issuer Name and Ticker or Trading Symbol BOULDER GROWTH & INCOME FUND [BIF]				C	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 4747 S LAK	(First) (M	Middle) TE 203	3. Date of Earliest Transaction (Month/Day/Year) 06/20/2008			_X_ Director Officer (giv below)		Owner er (specify		
(Street) 4. I			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check		
TEMPE, AZ 85282-7196				ed(Month/Day/Year) Table I. Non Devivetive Securities Acc				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person quired, Disposed of, or Beneficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deer Execution		3. Transactic Code (Instr. 8)	4. Securi	ties A	cquired d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	06/20/2008			X <u>(1)</u>	667	A	\$ 7.48	2,667	D	

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

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Subscription Rights (right to buy)	\$ 7.48	06/20/2008	X		2,001	05/23/2008	06/20/2008	Common Stock	667

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
JACOBSON DEAN 4747 S LAKESHORE DR STE 203 TEMPE, AZ 85282-7196	X					

Signatures

Dean Jacobson 06/24/2008

**Signature of Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The shares listed under Item 4 were acquired through subscription in the Boulder Growth & Income Fund, Inc.'s 1-for-3 rights offering which expired on Friday, June 20, 2008. Shares of common stock issued pursuant to the exercise of 2,001 rights.

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

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