

ALTSCHUL ARTHUR G JR

Form 5/A

February 13, 2006

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
ALTSCHUL ARTHUR G JR

(Last) (First) (Middle)

122 EAST 42ND STREET, SUITE
2500

(Street)

NEW YORK, NY 10168

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
SymbolGENERAL AMERICAN
INVESTORS CO INC [GAM]3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20054. If Amendment, Date Original
Filed(Month/Day/Year)
02/10/20065. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
General American Investors Inc Common Stock	12/22/2005	Â	J ⁽¹⁾	85 A \$ 34.81	1,704	D	Â
General	Â	Â	Â	Â Â Â	53,850	I	Trust beneficiary ⁽⁴⁾

American
Investors
Inc
Common
Stock

General
American
Investors
Inc
Common
Stock

Â Â Â Â Â Â 58,586 I Trustee ⁽²⁾

General
American
Investors
Inc
Common
Stock

Â Â Â Â Â Â 74,550 I Trustee/beneficiary ⁽³⁾

General
American
Investors
Inc
Common
Stock

Â Â 3 Â Â Â Â I Foundation director ⁽⁵⁾

General
American
Investors
Inc 5.95%
Series B
Pfd Stock

Â Â Â Â Â Â 4,000 I Trustee ⁽²⁾

General
American
Investors
Inc 5.95%
Series B
Pfd Stock

Â Â Â Â Â Â 71,400 I Trustee/beneficiary ⁽³⁾

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of of D S B O
---	--	---	---	--------------------------------------	---	--	---	---	---------------------------------

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

(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
-----	-----	---------------------	--------------------	-------	--

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALTSCHUL ARTHUR G JR 122 EAST 42ND STREET, SUITE 2500 NEW YORK, NY 10168	Â X	Â	Â	Â

Signatures

Arthur G.
Altschul, Jr. 02/13/2006

__Signature of
Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares received as dividend
- (2) Director is a trustee of various trusts
- (3) Director is a trustee and beneficiary of various trusts
- (4) Director is the beneficiary of a trust
- (5) Director is a director of the Overbrook Foundation, a private charitable organization.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.