

GAMCO INVESTORS, INC. ET AL  
 Form 4  
 August 25, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GABELLI MARIO J**

2. Issuer Name and Ticker or Trading Symbol  
**GAMCO INVESTORS, INC. ET AL [GBL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**08/24/2010**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman and CEO**

**C/O GAMCO INVESTORS, INC, ONE CORPORATE CENTER**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**RYE, NY 10580**

(City) (State) (Zip)

**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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
			Code	V	Amount or Price				
Class B Common Stock	08/24/2010		J <sup>(2)</sup>		23,726 <sup>(2)</sup>	D	19,779,500	I	See Footnote (1)
Class B Common Stock	08/24/2010		J <sup>(2)</sup>		7,587 <sup>(2)</sup>	A	375,426 <sup>(3)</sup>	D	
Class A Common Stock							10,000	D	

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



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shares of Class B Stock indirectly beneficially owned by the Reporting Person before such distributions came to be directly beneficially owned by the Reporting Person, which represents only a change in the form of the Reporting Person's beneficial ownership of such shares of Class B Stock. The Reporting Person received 7,587 shares of Class B Stock in the distribution described in clause (ii) of this footnote pursuant to his Holdings Profits Interests.

- (3) A total of 168,089 shares of the Class B Stock are convertible into the Issuer's Class A Common Stock pursuant to a resolution by the Issuer's Board of Directors.

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.