

COHEN & STEERS REIT & PREFERRED INCOME FUND INC

Form 5

February 14, 2012

FORM 5

OMB APPROVAL

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

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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

1. Name and Address of Reporting Person *
STEERS ROBERT HAMILTON

2. Issuer Name and Ticker or Trading Symbol
COHEN & STEERS REIT & PREFERRED INCOME FUND INC [RNP]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Co-Chairman

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

280 PARK AVENUE
(Street)

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

6. Individual or Joint/Group Reporting
(check applicable line)

NEW YORK, NY 10017

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(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) (A) or (D) Price			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 Ownership (Instr. 4)
Common Stock, par value \$0.001 per share						174,490 ⁽¹⁾	D		
Common Stock, par value \$0.001	12/21/2011		G	15 ⁽²⁾	D	\$ 0 161,362	D		

per share

Common
Stock, par
value
\$0.001

12/22/2011 Â G 15 ⁽²⁾ D \$ 0 161,347 D Â

per share

Common
Stock, par
value
\$0.001

12/29/2011 Â G 15 ⁽²⁾ D \$ 0 161,332 D Â

per share

Common
Stock, par
value
\$0.001

12/31/2011 Â J 91 ⁽³⁾ A \$ 0 24,060.1658 I By Spouse ⁽⁴⁾

per share

Common
Stock, par
value
\$0.001

12/31/2011 Â J 4,866 ⁽³⁾ A \$ 0 64,619 I By Foundation ⁽⁵⁾

per share

Common
Stock, par
value
\$0.001

12/31/2011 Â J 1,165 ⁽³⁾ A \$ 0 21,608.9012 I In Children's Account ⁽⁶⁾

per share

Common
Stock, par
value
\$0.001

12/31/2011 Â J 13,158 ⁽³⁾ A \$ 0 174,490 D Â

per share

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)

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	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 D Se B O E I F I
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