

GABELLI MARIO J  
Form 4  
May 14, 2018

**FORM 4**

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

OMB APPROVAL

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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  
GDL FUND [GDL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O GAMCO INVESTORS,  
INC, ONE CORPORATE CENTER

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/10/2018

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

Control Person of Adviser

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Common Shares, Par Value \$0.001	05/10/2018		P		7,700 A \$ 9.3848	(1)	D
Common Shares, Par Value \$0.001	05/11/2018		P		2,000,000 (2) A \$ 10	(1)	D
Common Shares, Par Value \$0.001						(1)	I Associated Capital Group, Inc. (3)
							717,702.67 (1)

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Common Shares, Par Value \$0.001	7,174.2	I	Gabelli & Company Investment Advisers, Inc. <sup>(4)</sup>
Common Shares, Par Value \$0.001	200,844 <sup>(1)</sup>	I	GGCP, Inc. <sup>(5)</sup>
Common Shares, Par Value \$0.001	816,755 <sup>(1)</sup>	I	G.research, Inc. <sup>(6)</sup>
Common Shares, Par Value \$0.001	53,102.12 <sup>(1)</sup>	I	MJG IV Limited Partnership <sup>(7)</sup>
Common Shares, Par Value \$0.001	38,960.69 <sup>(1)</sup>	I	GPJ Retirement Partners <sup>(8)</sup>

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.**

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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. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

