Edgar Filing: BOULDER TOTAL RETURN FUND INC - Form 4

BOULDER TOTAL RETURN FUND INC

Form 4 March 25, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB

3235-0287 Number: January 31,

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0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

1(b).

Common

Stock

03/20/2015

(Print or Type Responses)

See Instruction

ddress of Reporting Po USAN L	Symbol BOULD	DER TOTAL RETURN		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 03/20/2015 Director Officer (give title below) Other below)			% Owner er (specify		
(Street)			te Original	6. Individual or Joint/Group Filing(Check			
BOULDER, CO 80302 (City) (State) (Zip)			Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(State) (Z	Zip) Table	e I - Non-D	erivative Securities Ac	equired, Disposed	of, or Beneficia	lly Owned	
2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	Disposed of (D) (Instr. 3, 4 and 5) (A) or	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)	
	(First) (M CE STREET, STE (Street) CO 80302 (State) (2 2. Transaction Date	USAN L Symbol BOULD FUND I (First) (Middle) 3. Date of (Month/D) CE STREET, STE A 03/20/20 (Street) 4. If Amer Filed(Mon CO 80302 (State) (Zip) Table 2. Transaction Date (Month/Day/Year) 2A. Deemed (Month/Day/Year) Execution Date, if any	USAN L Symbol BOULDER TOT FUND INC [BTF (First) (Middle) 3. Date of Earliest Tra (Month/Day/Year) CE STREET, STE A (33/20/2015 (Street) 4. If Amendment, Da Filed(Month/Day/Year) CO 80302 (State) (Zip) Table I - Non-D 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transaction any Code (Month/Day/Year) (Instr. 8)	USAN L Symbol BOULDER TOTAL RETURN FUND INC [BTF] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CE STREET, STE A 03/20/2015 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) CO 80302 (State) (Zip) Table I - Non-Derivative Securities Acceptable (Month/Day/Year) Table I - Non-Derivative Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or	USAN L Symbol BOULDER TOTAL RETURN FUND INC [BTF] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) — Director — Officer (gir below) CE STREET, STE A 03/20/2015 (Street) 4. If Amendment, Date Original 6. Individual or Filed(Month/Day/Year) — Applicable Line) — X. Form filed by Person (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed 2. Transaction Date (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) Beneficially (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following Reported Transaction(s) (Instr. 3 and 4)	USAN L Symbol BOULDER TOTAL RETURN FUND INC [BTF] (Check all applicable lapplicable lapp	

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

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

Code V Amount (D)

6,267

D

 $S^{(1)}$

Price

(1)

0

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative		•		Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(
					4, and 5)						
					.,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Troporting of their remarks	Director	10% Owner	Officer	Other		
CICIORA SUSAN L						
2344 SPRUCE STREET, STE A		X				
BOULDER, CO 80302						

Signatures

Susan L. Ciciora 03/25/2015

**Signature of Date
Reporting Person

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).

Disposed of on March 20, 2015 pursuant to an Agreement and Plan of Reorganization between the Issuer and Boulder Growth & Income (1) Fund, Inc. (BIF) and two affiliated funds in exchange for BIF common stock at a conversion rate of 3.121182 shares of BIF common stock (net asset value \$10.73 per share) for each share of Issuers common stock (net asset value \$33.50 per share).

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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