Edgar Filing: ELLSWORTH GROWTH & INCOME FUND LTD - Form 4 ELLSWORTH GROWTH & INCOME FUND LTD Form 4 February 29, 2016 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB Washington, D.C. 20549 Number: Check this box Expires: if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... Form 5 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. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LEVINE GARY I Issuer Symbol **ELLSWORTH GROWTH &** (Check all applicable) **INCOME FUND LTD [ECF]** (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Officer (give title ____X___ Other (specify (Month/Day/Year) below) below) C/O DINSMORE CAPITAL 02/29/2016 former Exec. VP and CFO MANAGEMENT, 65 MADISON AVE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MORRISTOWN, NJ 07960 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities (Instr. 3) Code Disposed of (D) Beneficially (D) or anv (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V (D) Price Amount Shares of **J**(1) Beneficial 02/29/2016 0 Α \$0 5,064.705 (2) D

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

Interest

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.

Beneficial

Ownership

(Instr. 4)

3235-0287

January 31,

2005

0.5

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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)	4. Transactic Code (Instr. 8)	5. 6. Date Exer- orNumber Expiration D of (Month/Day/ Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	rector 10% Owner Officer O		Other		
LEVINE GARY I C/O DINSMORE CAPITAL MANAGEMENT				former Exec. VP and		
65 MADISON AVE				CFO		
MORRISTOWN, NJ 07960						

Signatures

/s/ Gary I. 02/29/2016 Levine

<u>**</u>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) This filing is being made for the sole reason that the reporting person is no longer an officer of the Registrant.

In addition, the reporting person is the indirect beneficial owner of 4,428.652 additional shares. These additional shares consist of: (i) 3,404.53 shares held by his spouse, which shares the reporting person disclaims beneficial ownership of. This report shall not be deemed an admission that the reporting person was the beneficial owner of the securities for purposes of Section 16 or for any other purpose, (ii)

(2) 693.924 shares held by his son, which shares the reporting person disclaims beneficial ownership of. This report shall not be deemed an admission that the reporting person was the beneficial owner of the securities for purposes of Section 16 or for any other purpose, and (iii) 330.198 shares held by a New Jersey Uniform Transfers to Minors Act trust for his daughter's benefit. Includes 2,598.705 shares acquired on various dates in fiscal years 2004 through 2016 under the ECF dividend reinvestment plan.

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.