### Edgar Filing: COHEN & STEERS REIT & PREFERRED INCOME FUND INC - Form 5

#### COHEN & STEERS REIT & PREFERRED INCOME FUND INC

Form 5

February 11, 2009

<b>FORM</b>	15						OMB AF	PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION								3235-0362 per:		
Check this no longer:	ashington, D	shington, D.C. 20549				January 31,				
to Section 16. Form 4 or Form 5 obligations may continue.  ANNUAL STATEME OWNER				ENT OF CHANGES IN BENEFICIAL RSHIP OF SECURITIES				Expires: 2005 Estimated average burden hours per response 1.0		
See Instruction 1(b). Form 3 Horal Reported Form 4 Transaction Reported	Filed pur oldings Section 17(			ng Compar	ny Act of	1935 or Section	1			
DERECHIN ADAM M Symbol COHEN			er Name <b>and</b> Tic ol EN & STEER			5. Relationship of Issuer	nip of Reporting Person(s) to			
			FERRED INC			(Check all applicable)  Director 10% Owner				
(Last)	(First) (M		ment for Issuer's Fiscal Year Ended ——X_ Officer (give below)  /Day/Year)  Presi							
	N & STEERS, PARK AVENUI		,,2000							
			nendment, Date Original 6. Indonth/Day/Year)				dual or Joint/Group Reporting  (check applicable line)			
NEW YORI	K, NY 10017					_X_ Form Filed by O Form Filed by M Person				
(City)	(State)	(Zip) T	able I - Non-Der	ivative Secu	rities Acqu	iired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securitie (A) or Disp (Instr. 3, 4)	osed of (D)	Beneficially Owned at end of Issuer's	Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common				Amount	(A) or (D) Prio	Fiscal Year (Instr. 3 and 4)	(Instr. 4)			
Stock, par value \$0.001 per share	12/31/2008(1)	Â	J	246.059	A \$ (2	<sup>2</sup> ) 944.069	D	Â		
	ort on a separate line ficially owned directle					equired to respo		SEC 2270 (9-02)		

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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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title		8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amoun		Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securiti	es	(Instr. 5)	
	Derivative				Securities			(Instr. 3	and 4)		
	Security				Acquired						
	,				(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
					4, and 3)						
								A	Amount		
						Data	Evaluation	O	r		
						Date	Expiration	Title N	Number		
						Exercisable	Date	of	of		
					(A) (D)			S	hares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DERECHIN ADAM M							
C/O COHEN & STEERS, INC.	Â	Â	President	â			
280 PARK AVENUE	Α	А	and CEO	Α			
NEW YORK, NY 10017							

## **Signatures**

Adam Derechin 02/11/2009

\*\*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) Shares were acquired throughout the 2008 year in the reporting person's account through a dividend reinvestment feature available to all of the Company's stockholders.
- (2) Shares were acquired through dividend reinvestments at various prices at fair market value throughout the 2008 reporting year.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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