Edgar Filing: BOULDER GROWTH & INCOME FUND - Form 4

BOULDER GROWTH & INCOME FUND

Form 4

Common

Stock

11/21/2008

November 24	, 2008										
FORM	4				NTT A 1	NOD			PPROVAL		
	UNITEDS		CURITIES A Washington,			NGE (COMMISSION	OMB Number:	3235-0287		
Check this if no longe	er	ENT OF CU	IANCES IN 1	DENIEEI	CTA	LOW	NERSHIP OF	Expires:	January 31, 2005		
subject to Section 16 Form 4 or	5.	ENI OF CH	SECUR		CIA	LOW	NEKSHIP OF	Estimated a burden hou response	average Irs per		
Form 5 obligation may continue of the second	Section 17(a) of the Publi		ling Com	pany	Act of	ge Act of 1934, of 1935 or Section 40	n			
(Print or Type R	esponses)										
MILLER STEPHEN C S			Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
			BOULDER GROWTH & INCOME FUND [BIF]				(Check all applicable)				
(Last)	te of Earliest Transaction th/Day/Year)				Director 10% Owner X Officer (give title Other (specify below)						
2344 SPRUC	CE STREET, SUI	IEA II/2	21/2008					President			
	(Street)		Amendment, Da I(Month/Day/Year)	_			6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N	One Reporting Pe	erson		
BOULDER,	CO 80302						Person	fore than one re	porting		
(City)	(State) (Zip)	Table I - Non-D	erivative S	Securi	ities Acc	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Fransaction Date 2A. Deemed execution Date, if any (Month/Day/Year)			spose 4 and (A) or	d of 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership 7. Nature o Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)			
Common Stock	11/21/2008		P P	Amount 700		Price \$ 3.52	10,834	I (1)	By Self as Member of Erma Miller LLC		
Common Stock	11/21/2008		P	1,400	A	\$ 3.53	12,234	I (1)	By Self as Member of Erma Miller		

P

400

LLC

By Self as

Member of

I (1)

12,634

A \$

3.58

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								Erma Miller LLC
Common Stock	11/21/2008	P	306	A	\$ 3.6	12,940	I (1)	By Self as Member of Erma Miller LLC
Common Stock	11/21/2008	P	1,000	A	\$ 3.64	13,940	I (1)	By Self as Member of Erma Miller LLC
Common Stock	11/21/2008	P	1,400	A	\$ 3.66	15,340	I (1)	By Self as Member of Erma Miller LLC
Common Stock	11/21/2008	P	300	A	\$ 3.65	15,640	I (1)	By Self as Member of Erma Miller LLC
Common Stock	11/21/2008	P	4,494	A	\$ 3.66	20,134	I (1)	By Self as Member of Erma Miller LLC

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.

SEC 1474

(9-02)

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	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	S	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				

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Date Expiration Or Number Of Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MILLER STEPHEN C 2344 SPRUCE STREET SUITE A

President

BOULDER, CO 80302 **Signatures**

Miller

Stephen C. 11/24/2008

**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).

The members of Erma Miller, LLC ("EMLLC") are Erma Miller, Stephen C. Miller, William Miller, Susan Roof, and Cynthia Ziegler.

(1) Such members may be deemed to control EMLLC and may be deemed to possess indirect beneficial ownership of the Shares held by EMLLC. Stephen C. Miller and Erma Miller, acting alone, can vote or exercise dispositive authority over Shares held by EMLLC.

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.

Reporting Owners 3