

Dinsmore James Andrew
Form 5
November 13, 2009

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
Dinsmore James Andrew

(Last) (First) (Middle)

C/O DINSMORE CAPITAL
MANAGEMENT CO.,Â 65
MADISON AVENUE, SUITE 550

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
ELLSWORTH FUND LTD [ECF]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
09/30/2009

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Vice President

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

MORRISTOWN,Â NJÂ 07960

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Shares of Beneficial Interest	02/12/2009 ⁽¹⁾	Â	J5	Amount (2) 20.5 (A) or (D) A Price (3) \$ 4.8188	1,345.04	D	Â
Shares of Beneficial Interest	05/14/2009 ⁽¹⁾	Â	J5	Amount (2) 17.93 (A) or (D) A Price (3) \$ 5.4641	1,345.04	D	Â
	08/11/2009 ⁽¹⁾	Â	J5	A	1,345.04	D	Â

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Shares of	14.61	\$ 6.042
Beneficial	<u>(2)</u>	<u>(3)</u>
Interest		

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

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SEC 2270
(9-02)

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. of of D S B O E I F (I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Dinsmore James Andrew
C/O DINSMORE CAPITAL MANAGEMENT CO.
65 MADISON AVENUE, SUITE 550
MORRISTOWN, NJ 07960

Â Â Â Vice President Â

Signatures

/s/ Gary I. Levine,
attorney-in-fact 11/13/2009

**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) Record date of the distribution.

(2) Shares acquired under the ECF dividend reinvestment plan.

(3) Reinvestment price.

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.