Small Cap Premium & Dividend Income Fund, Inc.
Form N-Q
November 25, 2008

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

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-21746

Name of Fund: Small Cap Premium & Dividend Income Fund Inc. (RCC)

Fund Address: P.O. Box 9011
Princeton, NJ 08543-9011

Name and address of agent for service: Mitchell M. Cox, Chief Executive Officer, Small Cap Premium & Dividend Income Fund Inc., 4 World Financial Center, 6th Floor, New York, New York 10080.

Registrant's telephone number, including area code: (877) 449-4742

Date of fiscal year end: 12/31/2008

Date of reporting period: 07/01/2008 - 09/30/2008

Item 1 - Schedule of Investments

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
Advertising Agencies - 0.3%	DG FastChannel, Inc. (a) Greenfield Online, Inc. (a) Harte-Hanks, Inc. inVentiv Health, Inc. (a) Marchex, Inc. Class B National CineMedia, Inc. R.H. Donnelley Corp. (a) Valassis Communications, Inc. (a) ValueClick, Inc. (a)
Aerospace - 0.9%	AeroVironment, Inc. (a) Argon ST, Inc. (a) Ascent Solar Technologies, Inc. (a) Curtiss-Wright Corp. Ducommun, Inc.

	Heico Corp. LMI Aerospace, Inc. (a) Ladish Co., Inc. (a) Moog, Inc. Class A (a) Orbital Sciences Corp. (a) Teledyne Technologies, Inc. (a) TransDigm Group, Inc. (a)
Agriculture, Fishing & Ranching - 0.1%	AgFeed Industries, Inc. (a) Alico, Inc. The Andersons, Inc. Cadiz, Inc. (a) Calavo Growers, Inc. HQ Sustainable Maritime Industries, Inc. (a)
Air Transport - 0.7%	AAR Corp. (a)(b) AirTran Holdings, Inc. (a) Alaska Air Group, Inc. (a) Allegiant Travel Co. (a) Atlas Air Worldwide Holdings, Inc. (a) Bristow Group, Inc. (a) Hawaiian Holdings, Inc. (a) JetBlue Airways Corp. (a) PHI, Inc. (a) Republic Airways Holdings, Inc. (a) SkyWest, Inc. UAL Corp. US Airways Group, Inc. (a)
Aluminum - 0.1%	Kaiser Aluminum Corp.

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Industry	Common Stocks
Auto Parts: After Market - 0.1%	ATC Technology Corp. (a) Commercial Vehicle Group, Inc. (a) Dorman Products, Inc. (a) Superior Industries International, Inc.
Auto Parts: Original Equipment - 0.4%	American Axle & Manufacturing Holdings, Inc.

	Amerigon, Inc. (a) ArvinMeritor, Inc. Dana Holding Corp. (a) Fuel Systems Solutions, Inc. (a) Hayes Lemmerz International, Inc. (a) Lear Corp. (a) Quantum Fuel Systems Technologies Worldwide, Inc. Sauer-Danfoss, Inc. Stoneridge, Inc. (a) Tenneco, Inc. (a) Visteon Corp. (a) Wonder Auto Technology, Inc. (a)
Auto, Trucks & Parts - 0.1%	Accuride Corp. (a) Force Protection, Inc. (a) Modine Manufacturing Co. Spartan Motors, Inc. Wabash National Corp.
Banks: New York City - 0.1%	Signature Bank (a)
Banks: Non U.S. Banks - 0.0%	Banco Latinoamericano de Exportaciones, SA 'E'
Banks: Outside New York City - 6.0%	1st Source Corp. Abington Bancorp, Inc. Amcore Financial, Inc. Ameris Bancorp Ames National Corp. Arrow Financial Corp. Bancfirst Corp. BancTrust Financial Group, Inc. Bank of the Ozarks, Inc. BankFinancial Corp. Banner Corp. Beneficial Mutual Bancorp, Inc. (a) Boston Private Financial Holdings, Inc. Bryn Mawr Bank Corp. CVB Financial Corp. Camden National Corp. Capital City Bank Group, Inc. Capitol Bancorp Ltd.

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Industry	Common Stocks

Cardinal Financial Corp.
Cascade Bancorp
Cathay General Bancorp
Centerstate Banks of Florida, Inc.
Central Pacific Financial Corp.
Chemical Financial Corp.
Citizens Banking Corp.
Citizens & Northern Corp.
City Holding Co.
CityBank
Clifton Savings Bancorp, Inc.
CoBiz Financial, Inc.
The Colonial BancGroup, Inc.
Columbia Banking System, Inc.
Community Bank System, Inc.
Community Trust Bancorp, Inc.
Corus Bankshares, Inc.
East-West Bancorp, Inc.
Encore Bancshares, Inc. (a)
Enterprise Financial Services Corp.
Farmers Capital Bank Corp.
Financial Institutions, Inc.
First BanCorp
First Bancorp
First Bancorp, Inc.
First Busey Corp.
First Commonwealth Financial Corp.
First Community Bancshares, Inc.
First Financial Bancorp
First Financial Bankshares, Inc.
First Financial Corp.
First Merchants Corp.
First Midwest Bancorp, Inc.
First South Bancorp, Inc.
FirstMerit Corp.
Fox Chase Bancorp, Inc. (a)
Frontier Financial Corp.
Glacier Bancorp, Inc.
Greene County Bancshares, Inc.
Guaranty Bancorp (a)
Hancock Holding Co.
Hanmi Financial Corp.
Harleysville National Corp.
Heartland Financial USA, Inc.
Heritage Commerce Corp.
Home Bancshares, Inc.

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Industry	Common Stocks

Independent Bank Corp./MA
Integra Bank Corp.
International Bancshares Corp.
Investors Bancorp, Inc. (a)
Lakeland Bancorp, Inc.
Lakeland Financial Corp.
MB Financial, Inc.
MainSource Financial Group, Inc.
Midwest Banc Holdings, Inc.
NBT Bancorp, Inc.
Nara Bancorp, Inc.
National Penn Bancshares, Inc.
Northfield Bancorp, Inc. (a)
Old National Bancorp
Old Second Bancorp, Inc.
Oriental Financial Group
Pacific Capital Bancorp
Pacific Continental Corp.
PacWest Bancorp
Park National Corp.
Peapack-Gladstone Financial Corp.
Pennsylvania Commerce Bancorp, Inc. (a)
Peoples Bancorp, Inc.
Pinnacle Financial Partners, Inc. (a)
Piper Jaffray Cos. (a)
Premierwest Bancorp
PrivateBancorp, Inc.
Prosperity Bancshares, Inc.
Provident Bankshares Corp.
Renasant Corp.
Republic Bancorp, Inc. Class A
S&T Bancorp, Inc.
SCBT Financial Corp.
SVB Financial Group (a)
SY Bancorp, Inc.
Sandy Spring Bancorp, Inc.
Santander BanCorp
Seacoast Banking Corp. of Florida
Shore Bancshares, Inc.
Sierra Bancorp
Simmons First National Corp. Class A
Smithtown Bancorp, Inc.
The South Financial Group, Inc.
Southside Bancshares, Inc.
Southwest Bancorp, Inc.
State Bancorp, Inc.

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Industry | Common Stocks

	StellarOne Corp. Sterling Bancshares, Inc. Suffolk Bancorp Sun Bancorp, Inc. (a) Susquehanna Bancshares, Inc. Texas Capital Bancshares, Inc. (a) Tompkins Trustco, Inc. Towne Bank Trico Bancshares TrustCo Bank Corp. NY Trustmark Corp. UCBH Holdings, Inc. UMB Financial Corp. Umpqua Holdings Corp. Union Bankshares Corp. United Bankshares, Inc. United Community Banks, Inc. United Financial Bancorp, Inc. United Security Bancshares Univest Corp. of Pennsylvania Washington Trust Bancorp, Inc. WesBanco, Inc. West Bancorp., Inc. West Coast Bancorp Westamerica Bancorp. Western Alliance Bancorp (a) Wilshire Bancorp, Inc. Wintrust Financial Corp. Yardkin Valley Financial Corp.
Beverage: Brewers (Wineries) - 0.0%	Boston Beer Co., Inc. Class A (a)
Beverage: Soft Drinks - 0.1%	Coca-Cola Bottling Co. Consolidated Farmer Bros. Co. Green Mountain Coffee Roasters, Inc. (a) National Beverage Corp. (a) Peet's Coffee & Tea, Inc. (a)
Biotechnology Research & Production - 3.3%	AMAG Pharmaceuticals, Inc. (a) Acadia Pharmaceuticals, Inc. (a)(b) Accelrys, Inc. (a) Acorda Therapeutics, Inc. (a) Albany Molecular Research, Inc. (a) Alexion Pharmaceuticals, Inc. (a) Allos Therapeutics, Inc. (a) Alnylam Pharmaceuticals, Inc. (a) American Oriental Bioengineering, Inc. (a)

Industry	Common Stocks
	Amicus Therapeutics, Inc. (a)
	Arena Pharmaceuticals, Inc. (a)
	Ariad Pharmaceuticals, Inc. (a)
	Arqule, Inc. (a)
	Array Biopharma, Inc. (a)
	ArthroCare Corp. (a)
	Avant Immunotherapeutics, Inc. (a)
	Biodel, Inc. (a)
	Caliper Life Sciences, Inc. (a)
	Celera Corp. (a)
	Cell Genesys, Inc. (a)
	Cougar Biotechnology, Inc. (a)
	Cubist Pharmaceuticals, Inc. (a)(b)
	Cypress Bioscience, Inc. (a)
	Cytokinetics, Inc. (a)
	Cytori Therapeutics, Inc. (a)
	Discovery Laboratories, Inc. (a)
	Dyax Corp. (a)
	Enzon Pharmaceuticals, Inc. (a)
	Exelixis, Inc. (a)
	Genomic Health, Inc. (a)
	Geron Corp. (a)
	Halozyme Therapeutics, Inc. (a)
	Human Genome Sciences, Inc. (a)
	Idenix Pharmaceuticals, Inc. (a)
	Idera Pharmaceuticals, Inc. (a)
	Immunomedics, Inc. (a)
	Incyte Corp. (a)
	Integra LifeSciences Holdings Corp. (a)
	InterMune, Inc. (a)
	Kendle International, Inc. (a)
	Kensey Nash Corp. (a)
	Lexicon Genetics, Inc. (a)
	Life Sciences Research, Inc. (a)
	MannKind Corp. (a)
	Marshall Edwards, Inc. (a)
	Martek Biosciences Corp.
	Maxygen, Inc. (a)
	Medivation, Inc. (a)
	Metabolix, Inc. (a)
	Momenta Pharmaceuticals, Inc. (a)
	Myriad Genetics, Inc. (a)
	NPS Pharmaceuticals, Inc. (a)
	Nabi Biopharmaceuticals (a)
	Nanosphere, Inc. (a)
	Neurocrine Biosciences, Inc. (a)

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Industry	Common Stocks
	OMRIX Biopharmaceuticals, Inc. (a)
	OSI Pharmaceuticals, Inc. (a)
	Opko Health, Inc. (a)
	Orexigen Therapeutics, Inc. (a)
	Osiris Therapeutics, Inc. (a)
	PDL BioPharma, Inc.
	PharmaNet Development Group, Inc. (a)
	Progenics Pharmaceuticals, Inc. (a)
	Protalix BioTherapeutics, Inc. (a)
	RTI Biologics, Inc. (a)
	Repligen Corp. (a)
	Rexahn Pharmaceuticals, Inc. (a)
	Rigel Pharmaceuticals, Inc. (a)
	Sangamo Biosciences, Inc. (a)
	Savient Pharmaceuticals, Inc. (a)
	Seattle Genetics, Inc. (a)
	Sequenom, Inc. (a)
	Sucampo Pharmaceuticals, Inc. Class A (a)
	Synta Pharmaceuticals Corp. (a)
	Targacept, Inc. (a)
	Tercica, Inc. (a)
	VNUS Medical Technologies, Inc. (a)
	ViroPharma, Inc. (a)
	XOMA Ltd. (a)
	ZymoGenetics, Inc. (a)
Building Materials - 0.5%	Ameron International Corp.
	LSI Industries, Inc.
	NCI Building Systems, Inc. (a)
	Quanex Building Products Corp.
	Simpson Manufacturing Co., Inc.
	Texas Industries, Inc.
	Trex Co., Inc. (a)
	Watsco, Inc.
	Zoltek Cos., Inc. (a)
Building: Cement - 0.0%	U.S. Concrete, Inc. (a)
Building: Heating & Plumbing - 0.1%	Aaon, Inc. (b)
	Interline Brands, Inc. (a)
Building: Miscellaneous - 0.1%	Builders FirstSource, Inc. (a)
	Comfort Systems USA, Inc.
	Drew Industries, Inc. (a)
	Griffon Corp. (a)
	Orion Marine Group, Inc. (a)

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Industry	Common Stocks
Building: Roofing & Wallboard - 0.1%	Beacon Roofing Supply, Inc. (a) China Architectural Engineering, Inc. (a)
Cable Television Services - 0.1%	Charter Communications, Inc. Class A (a) Crown Media Holdings, Inc. Class A (a) Mediacom Communications Corp. Class A (a) TiVo, Inc. (a)
Casinos & Gambling - 0.4%	Ameristar Casinos, Inc. Bally Technologies, Inc. (a) Churchill Downs, Inc. Dover Downs Gaming & Entertainment, Inc. Elixir Gaming Technologies, Inc. (a) Isle of Capri Casinos, Inc. (a) Monarch Casino & Resort, Inc. (a) Pinnacle Entertainment, Inc. (a) Riviera Holdings Corp. (a) Shuffle Master, Inc. (a) WMS Industries, Inc. (a)
Chemicals - 1.6%	Aceto Corp. American Vanguard Corp. Arch Chemicals, Inc. Balchem Corp. Cabot Microelectronics Corp. (a) Calgon Carbon Corp. (a) Cambrex Corp. (a) China BAK Battery, Inc. (a) Energy Conversion Devices, Inc. (a) EnerSys (a) Exide Technologies (a) Hercules, Inc. ICO, Inc. (a) Innophos Holdings, Inc. Innospec, Inc. LSB Industries, Inc. (a) Landec Corp. (a)

	Medis Technologies Ltd. (a)
	NL Industries, Inc.
	NewMarket Corp.
	OM Group, Inc. (a)
	Penford Corp.
	PolyOne Corp. (a)
	Polypore International, Inc. (a)
	Quaker Chemical Corp.
	Rockwood Holdings, Inc. (a)

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Industry	Common Stocks
	Schulman A, Inc.
	ShengdaTech, Inc. (a)
	Solutia, Inc. (a)
	Stepan Co.
	Ultralife Batteries, Inc. (a)
	Valence Technology, Inc. (a)
	W.R. Grace & Co. (a)(b)
	Westlake Chemical Corp.
	Zep, Inc.
Coal - 0.2%	International Coal Group, Inc. (a)
	James River Coal Co. (a)
	National Coal Corp. (a)
	Westmoreland Coal Co. (a)
Commercial Information Services - 0.2%	Arbitron, Inc.
	HSW International, Inc. (a)
	infoGROUP, Inc.
	LECG Corp. (a)
	LoopNet, Inc. (a)
Communications & Media - 0.0%	Entravision Communications Corp. Class A (a)
	Knology, Inc. (a)
Communications Technology - 2.5%	3Com Corp. (a)
	Acme Packet, Inc. (a)
	Adtran, Inc.
	Anaren, Inc. (a)

	Anixter International, Inc. (a)(b)
	Aruba Networks, Inc. (a)
	Atheros Communications, Inc. (a)
	Avanex Corp. (a)
	Avocent Corp. (a)
	Bel Fuse, Inc.
	BigBand Networks, Inc. (a)
	Black Box Corp.
	CPI International, Inc. (a)
	CSG Systems International, Inc. (a)
	Cbeyond Communications, Inc. (a)
	Cogent Communications Group, Inc. (a)(b)
	Cogo Group, Inc. (a)
	Comtech Telecommunications Corp. (a)
	Digi International, Inc. (a)
	EMS Technologies, Inc. (a)
	Echelon Corp. (a)
	Entrust, Inc. (a)

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Industry	Common Stocks
	Extreme Networks, Inc. (a)
	Finisar Corp. (a)
	Foundry Networks, Inc. (a)
	GeoEye, Inc. (a)
	Globecomm Systems, Inc. (a)
	Harmonic, Inc. (a)
	Harris Stratex Networks, Inc. Class A (a)
	Hughes Communications, Inc. (a)
	Infinera Corp. (a)
	InterDigital, Inc. (a)
	Ixia (a)
	j2 Global Communications, Inc. (a)
	Loral Space & Communications Ltd. (a)
	NETGEAR, Inc. (a)
	Nextwave Wireless, Inc. (a)
	Novatel Wireless, Inc. (a)
	Oplink Communications, Inc. (a)
	SeaChange International, Inc. (a)
	Secure Computing Corp. (a)
	Shoretel, Inc. (a)
	Sonus Networks, Inc. (a)
	Standard Microsystems Corp. (a)
	Starent Networks Corp. (a)
	Switch and Data Facilities Co., Inc. (a)
	Sycamore Networks, Inc. (a)
	Syniverse Holdings, Inc. (a)
	TIBCO Software, Inc. (a)

	Tekelec (a)
	Terremark Worldwide, Inc. (a)
	UTStarcom, Inc. (a)
	Viasat, Inc. (a)
	Vonage Holdings Corp. (a)
Computer Services Software & Systems - 4.9%	3PAR, Inc. (a)
	ACI Worldwide, Inc. (a)(b)
	Actuate Corp. (a)(b)
	Acxiom Corp.
	American Reprographics Co. (a)
	American Software Class A
	ArcSight, Inc. (a)
	Ariba, Inc. (a)
	Art Technology Group, Inc. (a)
	AsiaInfo Holdings, Inc. (a)
	BearingPoint, Inc. (a)
	Blackbaud, Inc.
	Blackboard, Inc. (a)

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Industry	Common Stocks
	Blue Coat Systems, Inc. (a)
	Bottomline Technologies, Inc. (a)
	CACI International, Inc. Class A (a)
	COMSYS IT Partners, Inc. (a)
	Callidus Software, Inc. (a)
	China Fire & Security Group, Inc. (a)
	China Information Security Technology, Inc. (a)
	Chordiant Software, Inc. (a)
	Ciber, Inc. (a)
	CommVault Systems, Inc. (a)
	Compellent Technologies, Inc. (a)
	ComScore, Inc. (a)
	Comverge, Inc. (a)
	Concur Technologies, Inc. (a)
	Constant Contact, Inc. (a)
	DMRC Corp. (a)
	DealerTrack Holdings, Inc. (a)
	Delrek, Inc. (a)
	DemandTec, Inc. (a)
	Digital River, Inc. (a)
	DivX, Inc. (a)
	Double-Take Software, Inc. (a)
	EPIQ Systems, Inc. (a)
	Ebix, Inc. (a)

	Electronics for Imaging, Inc. (a)
	Ener1, Inc. (a)
	Epicor Software Corp. (a)
	Gartner, Inc. Class A (a)
	Guidance Software, Inc. (a)
	The Hackett Group, Inc. (a)
	i2 Technologies, Inc. (a)
	iGate Corp. (a)
	Informatica Corp. (a)
	Integral Systems, Inc. (a)
	Interactive Intelligence, Inc. (a)
	Internet Brands, Inc. Class A (a)
	Internet Capital Group, Inc. (a)
	Interwoven, Inc. (a)
	JDA Software Group, Inc. (a)
	Kenexa Corp. (a)
	Keynote Systems, Inc. (a)
	Lawson Software, Inc. (a)
	Limelight Networks, Inc. (a)
	MSC.Software Corp. (a)
	Macrovision Solutions Corp. (a)
	Magma Design Automation, Inc. (a)

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Industry	Common Stocks
	Manhattan Associates, Inc. (a)
	Mantech International Corp. Class A (a)
	Mastech Holdings, Inc. (a)
	Mentor Graphics Corp. (a)
	Mercadolibre, Inc. (a)
	Mercury Computer Systems, Inc. (a)
	Micros Systems, Inc. (a)
	MicroStrategy, Inc. Class A (a)
	Moduslink Global Solutions, Inc. (a)
	Monotype Imaging Holdings, Inc. (a)
	Ness Technologies, Inc. (a)
	Netezza Corp. (a)
	NetScout Systems, Inc. (a)
	NetSuite, Inc. (a)
	Omniture, Inc. (a)
	OpenTV Corp. (a)
	Opnet Technologies, Inc. (a)
	PC-Tel, Inc.
	PROS Holdings, Inc. (a)
	Parametric Technology Corp. (a)
	Pegasystems, Inc.
	Progress Software Corp. (a)
	QAD, Inc.

	Quest Software, Inc. (a)
	Rackspace Hosting, Inc. (a)
	RealNetworks, Inc. (a)
	RightNow Technologies, Inc. (a)
	SAVVIS, Inc. (a)
	SI International, Inc. (a)
	SPSS, Inc. (a)
	SRA International, Inc. Class A (a)
	SYKES Enterprises, Inc. (a)
	SYNNEX Corp. (a)
	Sapient Corp. (a)
	Sigma Designs, Inc. (a)
	Smith Micro Software, Inc. (a)
	Solera Holdings, Inc. (a)
	SonicWALL, Inc. (a)
	Sourcefire, Inc. (a)
	Stanley, Inc. (a)
	SuccessFactors, Inc. (a)
	SupportSoft, Inc. (a)
	Sybase, Inc. (a)
	Synchronoss Technologies, Inc. (a)
	Syntel, Inc.
	Taleo Corp. Class A (a)

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Industry	Common Stocks
	TechTarget, Inc. (a)
	TeleCommunication Systems, Inc. Class A (a)
	Tyler Technologies, Inc. (a)
	Ultimate Software Group, Inc. (a)
	Unica Corp. (a)
	VASCO Data Security International, Inc. (a)
	VeriFone Holdings, Inc. (a)
	Vignette Corp. (a)
	Virtusa Corp. (a)
	Websense, Inc. (a)
	Website Pros, Inc. (a)
	Wind River Systems, Inc. (a)
	Zoran Corp. (a)
Computer Technology - 1.0%	Adaptec, Inc. (a)
	Advanced Analogic Technologies, Inc. (a)
	Cray, Inc. (a)
	Data Domain, Inc. (a)
	Emulex Corp. (a)
	FalconStor Software, Inc. (a)

	Hutchinson Technology, Inc. (a)
	Imation Corp.
	Immersion Corp. (a)
	Intermec, Inc. (a)
	Isilon Systems, Inc. (a)
	NCI, Inc. Class A (a)
	Palm, Inc.
	Perot Systems Corp. Class A (a)
	Phoenix Technologies Ltd. (a)
	Quantum Corp. (a)
	Rackable Systems, Inc. (a)
	Radiant Systems, Inc. (a)
	Radisys Corp. (a)
	Rimage Corp. (a)
	Riverbed Technology, Inc. (a)
	STEC, Inc. (a)
	Safeguard Scientifics, Inc. (a)
	Stratasys, Inc. (a)
	Synaptics, Inc. (a)
	Trident Microsystems, Inc. (a)
Construction - 0.4%	Brookfield Homes Corp.
	EMCOR Group, Inc. (a)
	Granite Construction, Inc.
	Great Lakes Dredge & Dock Corp.
	Perini Corp. (a)

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Industry	Common Stocks
	Sterling Construction Co., Inc. (a)
Consumer Electronics - 0.6%	DTS, Inc. (a)
	EarthLink, Inc. (a)
	InfoSpace, Inc.
	Internap Network Services Corp. (a)
	Midway Games, Inc. (a)
	NIC, Inc.
	NetFlix, Inc. (a)
	ParkerVision, Inc. (a)
	Protection One, Inc. (a)
	THQ, Inc. (a)
	Take-Two Interactive Software, Inc.
	United Online, Inc.
	Universal Electronics, Inc. (a)

Consumer Products - 0.5%	American Greetings Corp. Class A Blyth, Inc. CSS Industries, Inc. Citi Trends, Inc. (a) Mannatech, Inc. Matthews International Corp. Class A Nautilus, Inc. (a) RC2 Corp. (a) Smith & Wesson Holding Corp. (a) Spectrum Brands, Inc. (a) Tupperware Corp. USANA Health Sciences, Inc. (a)
Containers & Packaging: Metals & Glass - 0.2%	Bway Holding Co. (a) Mobile Mini, Inc. (a) Silgan Holdings, Inc.
Containers & Packaging: Paper & Plastic - 0.1%	AEP Industries, Inc. (a) Graphic Packaging Holding Co. (a) Myers Industries, Inc.
Cosmetics - 0.2%	Elizabeth Arden, Inc. (a) Helen of Troy Ltd. (a) Inter Parfums, Inc. Nu Skin Enterprises, Inc. Class A Ulta Salon Cosmetics & Fragrance, Inc. (a)
Diversified Financial Services - 0.6%	BGC Partners, Inc. Broadpoint Securities Group, Inc. (a) Cardtronics, Inc. (a)

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Industry	Common Stocks
	China Direct, Inc. (a) Doral Financial Corp. (a) Duff & Phelps Corp. (a) Euronet Worldwide, Inc. (a)

	Evercore Partners, Inc. Class A
	FCStone Group, Inc. (a)
	F.N.B. Corp.
	Greenhill & Co., Inc.
	Huron Consulting Group, Inc. (a)
	Interactive Brokers Group, Inc. Class A (a)
	Oritani Financial Corp. (a)
Diversified Materials & Processing - 0.9%	Acuity Brands, Inc.
	Barnes Group, Inc.
	Brady Corp.
	Clarcor, Inc.
	Hexcel Corp. (a)
	Koppers Holdings, Inc.
	Olin Corp.
	Tredegar Corp.
Drug & Grocery Store Chains - 0.7%	Arden Group, Inc. Class A
	Casey's General Stores, Inc.
	The Great Atlantic & Pacific Tea Co., Inc. (a)
	Ingles Markets, Inc. Class A
	Longs Drug Stores Corp.
	Nash Finch Co.
	Ruddick Corp.
	Spartan Stores, Inc.
	Susser Holdings Corp. (a)
	Village Super Market, Inc. Class A
	Weis Markets, Inc.
	Winn-Dixie Stores, Inc. (a)
Drugs & Pharmaceuticals - 2.6%	Acura Pharmaceuticals, Inc. (a)
	Adolor Corp. (a)
	Affymax, Inc. (a)
	Akorn, Inc. (a)
	Alexza Pharmaceuticals, Inc. (a)
	Alkermes, Inc. (a)
	Alpharma, Inc. Class A (a)
	Ardea Biosciences, Inc. (a)
	Auxilium Pharmaceuticals, Inc. (a)
	BMP Sunstone Corp. (a)
	BioForm Medical, Inc. (a)
	CV Therapeutics, Inc. (a)

Industry	Common Stocks
	Cadence Pharmaceuticals, Inc. (a)
	Caraco Pharmaceutical Laboratories Ltd. (a)
	Chattem, Inc. (a)
	China Sky One Medical, Inc. (a)
	Columbia Laboratories, Inc. (a)
	Dendreon Corp. (a)
	Depomed, Inc. (a)
	Durect Corp. (a)
	Emergent Biosolutions, Inc. (a)
	Enzo Biochem, Inc. (a)
	GTx, Inc. (a)
	ImmunoGen, Inc. (a)
	Indevus Pharmaceuticals, Inc. (a)
	Inspire Pharmaceuticals, Inc. (a)
	Isis Pharmaceuticals, Inc. (a)
	Javelin Pharmaceuticals, Inc. (a)
	Jazz Pharmaceuticals, Inc. (a)
	K-V Pharmaceutical Co. Class A (a)
	Ligand Pharmaceuticals, Inc. Class B (a)
	MAP Pharmaceuticals, Inc. (a)
	Medarex, Inc. (a)
	Medicines Co. (a)
	Medicis Pharmaceutical Corp. Class A
	MiddleBrook Pharmaceuticals, Inc. (a)
	Molecular Insight Pharmaceuticals, Inc. (a)
	Nektar Therapeutics (a)
	Novavax, Inc. (a)
	Noven Pharmaceuticals, Inc. (a)
	Obagi Medical Products, Inc. (a)
	Onyx Pharmaceuticals, Inc. (a)
	Optimer Pharmaceuticals, Inc. (a)
	Pain Therapeutics, Inc. (a)
	Par Pharmaceutical Cos., Inc. (a)
	Pharmasset, Inc. (a)
	Pozen, Inc. (a)
	Questcor Pharmaceuticals, Inc. (a)
	Quidel Corp. (a)
	Regeneron Pharmaceuticals, Inc. (a)
	Salix Pharmaceuticals Ltd. (a)
	Sciele Pharma, Inc.
	Theravance, Inc. (a)
	United Therapeutics Corp. (a)
	Valeant Pharmaceuticals International (a)
	Vivus, Inc. (a)
	Xenoport, Inc. (a)

Industry	Common Stocks
Education Services - 0.3%	American Public Education, Inc. (a) Capella Education Co. (a) Corinthian Colleges, Inc. (a)(b) K12, Inc. (a) Learning Tree International, Inc. (a) Lincoln Educational Services Corp. (a) The Princeton Review, Inc. (a) Renaissance Learning, Inc. Thinkorswim Group, Inc. (a) Universal Technical Institute, Inc. (a)
Electrical & Electronics - 0.3%	Benchmark Electronics, Inc. (a) Coleman Cable, Inc. (a) OSI Systems, Inc. (a) Plexus Corp. (a) Power Integrations, Inc. (a) TTM Technologies, Inc. (a) Universal Display Corp. (a)
Electrical Equipment & Components - 1.0%	A.O. Smith Corp. AZZ, Inc. (a) American Superconductor Corp. (a) Axsys Technologies, Inc. (a) Baldor Electric Co. Beacon Power Corp. (a) CTS Corp. Cohu, Inc. Franklin Electric Co., Inc. Fushi Copperweld, Inc. (a) GrafTech International Ltd. (a) Littelfuse, Inc. (a) MKS Instruments, Inc. (a) Orion Energy Systems, Inc. (a) Powell Industries, Inc. (a) Power-One, Inc. (a) Sonic Solutions, Inc. (a) Taser International, Inc. (a) Technitrol, Inc. Triumph Group, Inc.
Electrical: Household Appliance - 0.0%	National Presto Industries, Inc. Rex Stores Corp. (a)
Electronics - 0.5%	Agilysys, Inc. Avid Technology, Inc. (a) Daktronics, Inc.

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	II-VI, Inc. (a)
	Kopin Corp. (a)
	MRV Communications, Inc. (a)
	Methode Electronics, Inc.
	Multi-Fineline Electronix, Inc. (a)
	Newport Corp. (a)
	Park Electrochemical Corp.
	Sanmina-SCI Corp. (a)
	Semtech Corp. (a)
	Supertex, Inc. (a)
Electronics: Instruments, Gauges & Meters - 0.0%	Faro Technologies, Inc. (a)
	Measurement Specialties, Inc. (a)
	OYO Geospace Corp. (a)
	Zygo Corp. (a)
Electronics: Medical Systems - 1.1%	Accuray, Inc. (a)
	Affymetrix, Inc. (a)(b)
	Analogic Corp.
	Bruker BioSciences Corp. (a)
	Cynosure, Inc. Class A (a)
	Datascope Corp.
	eResearch Technology, Inc. (a)
	Greatbatch, Inc. (a)
	Haemonetics Corp. (a)
	Luminex Corp. (a)
	Masimo Corp. (a)
	Natus Medical, Inc. (a)
	NxStage Medical, Inc. (a)
	Quality Systems, Inc.
	Sirona Dental Systems, Inc. (a)
	Somanetics Corp. (a)
	Tomotherapy, Inc. (a)
	Varian, Inc. (a)
	Zoll Medical Corp. (a)
Electronics: Other - 0.0%	ICx Technologies, Inc. (a)
Electronics: Semi-Conductors/Components - 1.5%	Actel Corp. (a)
	Advanced Battery Technologies, Inc. (a)
	Amkor Technology, Inc. (a)

	Anadigics, Inc. (a)
	Applied Micro Circuits Corp. (a)
	AuthenTec, Inc. (a)
	Bookham, Inc. (a)
	Cavium Networks, Inc. (a)
	Ceva, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Cirrus Logic, Inc. (a)
	DSP Group, Inc. (a)
	Diodes, Inc. (a)
	Entropic Communications, Inc. (a)
	Exar Corp. (a)
	Formfactor, Inc. (a)
	Hittite Microwave Corp. (a)
	IPG Photonics Corp. (a)
	IXYS Corp.
	Lattice Semiconductor Corp. (a)
	MIPS Technologies, Inc. (a)
	Micrel, Inc.
	Microsemi Corp. (a)
	Microtune, Inc. (a)
	Monolithic Power Systems, Inc. (a)
	NVE Corp. (a)
	Netlogic Microsystems, Inc. (a)
	Omnivision Technologies, Inc. (a)
	PLX Technology, Inc. (a)
	PMC-Sierra, Inc. (a)
	Pericom Semiconductor Corp. (a)
	RF Micro Devices, Inc. (a)
	Rubicon Technology, Inc. (a)
	SiRF Technology Holdings, Inc. (a)
	Silicon Image, Inc. (a)
	Silicon Storage Technology, Inc. (a)
	Skyworks Solutions, Inc. (a)
	Spansion LLC Class A (a)
	Techwell, Inc. (a)
	Tessera Technologies, Inc. (a)
	Transmeta Corp. (a)
	TriQuint Semiconductor, Inc. (a)
	Volterra Semiconductor Corp. (a)
Electronics: Technology - 0.6%	3D Systems Corp. (a)
	American Science & Engineering, Inc.
	Checkpoint Systems, Inc. (a)

	China Security & Surveillance Technology, Inc. (a
	Cogent, Inc. (a)
	Coherent, Inc. (a)
	Cubic Corp.
	Eagle Test Systems, Inc. (a)
	Gerber Scientific, Inc. (a)
	Herley Industries, Inc. (a)
	ION Geophysical Corp. (a)
	Kemet Corp. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	LaBarge, Inc. (a)
	Maxwell Technologies, Inc. (a)
	ScanSource, Inc. (a)
	Smart Modular Technologies WWH, Inc. (a)
	Super Micro Computer, Inc. (a)
Energy Equipment - 0.1%	Capstone Turbine Corp. (a)
	GT Solar International, Inc. (a)
	Plug Power, Inc. (a)
	PowerSecure International, Inc. (a)
Energy Miscellaneous - 0.9%	Akeena Solar, Inc. (a)
	Alon USA Energy, Inc.
	Approach Resources, Inc. (a)
	Aventine Renewable Energy Holdings, Inc. (a)
	CVR Energy, Inc. (a)
	Clean Energy Fuels Corp. (a)
	Concho Resources, Inc. (a)
	Crosstex Energy, Inc.
	Dawson Geophysical Co. (a)
	EnerNOC, Inc. (a)
	Evergreen Energy, Inc. (a)
	Evergreen Solar, Inc. (a)
	FuelCell Energy, Inc. (a)
	GeoMet, Inc. (a)
	GreenHunter Energy, Inc. (a)
	Matrix Service Co. (a)
	Ormat Technologies, Inc.
	Pacific Ethanol, Inc. (a)
	Penn Virginia Corp.
	Rentech, Inc. (a)
	Teekay Tankers Ltd. Class A

	US Geothermal, Inc. (a)
	USEC, Inc. (a)
Engineering & Contracting Services - 0.4%	Clean Harbors, Inc. (a)
	Dycom Industries, Inc. (a)
	ENGlobal Corp. (a)
	Furmamite Corp. (a)
	Hill International, Inc. (a)
	Integrated Electrical Services, Inc. (a)
	Layne Christensen Co. (a)
	Michael Baker Corp. (a)
	VSE Corp.

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
Entertainment - 0.3%	Cinemark Holdings, Inc.
	Dover Motorsports, Inc.
	Gaylord Entertainment Co. (a)
	Live Nation, Inc. (a)
	Speedway Motorsports, Inc.
Finance Companies - 0.1%	Credit Acceptance Corp. (a)
	MVC Capital, Inc.
	NewStar Financial, Inc. (a)
	Riskmetrics Group, Inc. (a)
	World Acceptance Corp. (a)
Finance: Small Loan - 0.1%	Advance America, Cash Advance Centers, Inc.
	Dollar Financial Corp. (a)
	Encore Capital Group, Inc. (a)
	The First Marblehead Corp.
	Nelnet, Inc. Class A
Financial Data Processing Services & Systems - 0.7%	Advent Software, Inc. (a)(b)
	Cass Information Systems, Inc.
	CompuCredit Corp. (a)
	CyberSource Corp. (a)

	Deluxe Corp.
	ExlService Holdings, Inc. (a)
	Fair Isaac Corp.
	Heartland Payment Systems, Inc.
	Hypercom Corp. (a)
	Jack Henry & Associates, Inc.
	Online Resources Corp. (a)
	TNS, Inc. (a)
	TradeStation Group, Inc. (a)
	Wright Express Corp. (a)
Financial Information Services - 0.2%	Bankrate, Inc. (a)
	Interactive Data Corp.
	Move, Inc. (a)
	S1 Corp. (a)
	TheStreet.com, Inc.
Financial Miscellaneous - 0.8%	AMBAC Financial Group, Inc.
	Advanta Corp. Class B
	Asset Acceptance Capital Corp. (a)
	Cash America International, Inc.
	Federal Agricultural Mortgage Corp. Class B
	Financial Federal Corp.
	First Cash Financial Services, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Global Cash Access, Inc. (a)
	Harris & Harris Group, Inc. (a)
	LandAmerica Financial Group, Inc.
	Medallion Financial Corp.
	Portfolio Recovery Associates, Inc. (a)
	Radian Group, Inc.
	Sanders Morris Harris Group, Inc.
	Sotheby's Holdings, Inc. Class A
	Sterling Bancorp
	Stewart Information Services Corp.
	Stifel Financial Corp. (a)
	WSFS Financial Corp.
	Waterstone Financial, Inc. (a)
Foods - 1.5%	American Dairy, Inc. (a)

	B&G Foods, Inc. Class A Cal-Maine Foods, Inc. Chiquita Brands International, Inc. (a) Diamond Foods, Inc. Flowers Foods, Inc. Fresh Del Monte Produce, Inc. (a) Hain Celestial Group, Inc. (a) J&J Snack Foods Corp. Lance, Inc. Lifeway Foods, Inc. (a) M&F Worldwide Corp. (a) Maui Land & Pineapple Co., Inc. (a) Omega Protein Corp. (a) Pilgrim's Pride Corp. Ralcorp Holdings, Inc. (a) Sanderson Farms, Inc. Schiff Nutrition International, Inc. (a) Seaboard Corp. Sensient Technologies Corp. Smart Balance, Inc. (a) Synutra International, Inc. (a) Tootsie Roll Industries, Inc. TreeHouse Foods, Inc. (a) United Natural Foods, Inc. (a) Zhongpin, Inc. (a)
Forest Products - 0.2%	Deltic Timber Corp. Louisiana-Pacific Corp. Universal Forest Products, Inc.

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
Forms & Bulk Printing Services - 0.1%	Ennis, Inc. Innerworkings, Inc. (a) The Standard Register Co.
Funeral Parlors & Cemeteries - 0.1%	Stewart Enterprises, Inc. Class A
Glass - 0.0%	Apogee Enterprises, Inc.
Gold - 0.2%	Allied Nevada Gold Corp. (a)

	Coeur d'Alene Mines Corp. (a)(b)
	Royal Gold, Inc.
Health Care Facilities - 0.6%	Assisted Living Concepts, Inc. (a)
	Capital Senior Living Corp. (a)
	Emeritus Corp. (a)
	The Ensign Group, Inc.
	Five Star Quality Care, Inc. (a)
	IPC The Hospitalist Co., Inc. (a)
	Kindred Healthcare, Inc. (a)
	MedCath Corp. (a)
	National Healthcare Corp.
	Psychiatric Solutions, Inc. (a)
	Res-Care, Inc. (a)
	Skilled Healthcare Group, Inc. Class A (a)
	Sun Healthcare Group, Inc. (a)
	Sunrise Senior Living, Inc. (a)
Health Care Management Services - 0.9%	AMERIGROUP Corp. (a)
	Amsurg Corp. (a)
	athenahealth, Inc. (a)
	Centene Corp. (a)
	Computer Programs & Systems, Inc.
	Corvel Corp. (a)
	Eclipsys Corp. (a)
	HMS Holdings Corp. (a)
	HealthExtras, Inc. (a)
	HealthSpring, Inc. (a)
	Inter Allscripts - Misys Healthcare Solutions, In
	Molina Healthcare, Inc. (a)
	National Research Corp.
	Omnicell, Inc. (a)
	Phase Forward, Inc. (a)
	Triple-S Management Corp. (a)
	Vital Images, Inc. (a)
Health Care Services - 0.7%	Alliance Imaging, Inc. (a)
	Amedisys, Inc. (a)
	Apria Healthcare Group, Inc. (a)(b)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks

	Bio-Reference Labs, Inc. (a) CardioNet, Inc. (a) Emergency Medical Services Corp. (a) Gentiva Health Services, Inc. (a) Healthcare Services Group, Inc. HealthSouth Corp. (a) Healthways, Inc. (a) LHC Group, Inc. (a) Nighthawk Radiology Holdings, Inc. (a) Odyssey HealthCare, Inc. (a) PharMerica Corp. (a) Virtual Radiologic Corp. (a)
Homebuilding - 0.3%	Beazer Homes USA, Inc. (a) Hovnanian Enterprises, Inc. Class A (a) M/I Homes, Inc. Meritage Homes Corp. (a) Ryland Group, Inc. Standard-Pacific Corp. (a)
Hotel/Motel - 0.1%	Lodgian, Inc. (a) Marcus Corp. Morgans Hotel Group Co. (a)
Household Furnishings - 0.3%	American Woodmark Corp. Ethan Allen Interiors, Inc. Furniture Brands International, Inc. Haverty Furniture Cos., Inc. hhgregg, Inc. (a) Hooker Furniture Corp. La-Z-Boy, Inc. Libbey, Inc. Sealy Corp. Tempur-Pedic International, Inc.
Identification Control & Filter Devices - 0.7%	Advanced Energy Industries, Inc. (a) Asyst Technologies, Inc. (a) Badger Meter, Inc. ESCO Technologies, Inc. (a) Energy Recovery, Inc. (a) Flanders Corp. (a) The Gorman-Rupp Co. L-1 Identity Solutions, Inc. (a) Mine Safety Appliances Co. PMFG, Inc. (a) Robbins & Myers, Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Sun Hydraulics, Inc.
	Veeco Instruments, Inc. (a)
	Vicor Corp.
	Watts Water Technologies, Inc. Class A
Industrial Products - 0.0%	A.M. Castle & Co.
	TAL International Group, Inc.
Insurance: Life - 0.4%	American Equity Investment Life Holding Co.
	Citizens, Inc. (a)
	Delphi Financial Group, Inc. Class A
	Kansas City Life Insurance Co.
	Life Partners Holdings, Inc.
	National Western Life Insurance Co. Class A
	The Phoenix Cos., Inc.
	Presidential Life Corp.
	Universal American Financial Corp. (a)
Insurance: Multi-Line - 1.1%	Assured Guaranty Ltd.
	CNA Surety Corp. (a)
	Crawford & Co. Class B (a)
	EMC Insurance Group, Inc.
	eHealth, Inc. (a)
	FBL Financial Group, Inc. Class A
	Flagstone Reinsurance Holdings Ltd.
	Hilb Rogal & Hobbs Co.
	Horace Mann Educators Corp.
	Independence Holding Co.
	Maiden Holdings Ltd.
	Max Capital Group Ltd.
	Meadowbrook Insurance Group, Inc.
	Montpelier Re Holdings Ltd.
	Pico Holdings, Inc. (a)
	Platinum Underwriters Holdings Ltd.
	Primus Guaranty Ltd. (a)
	Quanta Capital Holdings Ltd.
	Zenith National Insurance Corp.
Insurance: Property-Casualty - 1.9%	AmCOMP, Inc. (a)
	American Physicians Capital, Inc.
	American Safety Insurance Holdings Ltd. (a)
	Amerisafe, Inc. (a)(b)
	AmTrust Financial Services, Inc.
	Argo Group International Holdings Ltd. (a)
	Aspen Insurance Holdings Ltd.

Baldwin & Lyons, Inc. Class B

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	CastlePoint Holdings, Ltd.
	Darwin Professional Underwriters, Inc. (a)
	Donegal Group, Inc. Class A
	Employers Holdings, Inc.
	Enstar Group Ltd. (a)
	FPIC Insurance Group, Inc. (a)
	First Acceptance Corp. (a)
	First Mercury Financial Corp. (a)
	Greenlight Capital Re, Ltd. (a)
	Hallmark Financial Services, Inc. (a)
	Harleysville Group, Inc.
	IPC Holdings, Ltd.
	Infinity Property & Casualty Corp.
	NYMAGIC, Inc.
	National Interstate Corp.
	Navigators Group, Inc. (a)
	Odyssey Re Holdings Corp.
	PMA Capital Corp. Class A (a)
	The PMI Group, Inc.
	ProAssurance Corp. (a)
	RLI Corp.
	Safety Insurance Group, Inc.
	SeaBright Insurance Holdings, Inc. (a)
	Selective Insurance Group, Inc.
	State Auto Financial Corp.
	Tower Group, Inc.
	United America Indemnity, Ltd. (a)
	United Fire & Casualty Co.
	Validus Holdings Ltd.
Investment Management Companies - 0.6%	Ampal-American Israel Corp. Class A (a)
	Apollo Investment Corp.
	Ares Capital Corp.
	Calamos Asset Management, Inc. Class A
	Capital Southwest Corp.
	Cohen & Steers, Inc.
	Epoch Holding Corp.
	FBR Capital Markets Corp. (a)
	Fifth Street Finance Corp.
	GAMCO Investors, Inc. Class A
	Kohlberg Capital Corp.
	MCG Capital Corp.

	NGP Capital Resources Co. National Financial Partners Corp. Pzena Investment Management, Inc. Class A Resource America, Inc. Class A

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	U.S. Global Investors, Inc. Westwood Holdings Group Inc.
Jewelry, Watches & Gemstones - 0.2%	Fossil, Inc. (a) Fuqi International, Inc. (a) Movado Group, Inc.
Lead & Zinc - 0.0%	Horsehead Holding Corp. (a)
Leisure Time - 0.4%	Callaway Golf Co. Great Wolf Resorts, Inc. (a) Life Time Fitness, Inc. (a) Pool Corp. Rick's Cabaret International, Inc. (a) Six Flags, Inc. (a) Steinway Musical Instruments, Inc. (a) Town Sports International Holdings, Inc. (a) Vail Resorts, Inc. (a)
Machine Tools - 0.0%	Hurco Companies, Inc. (a) Thermadyne Holdings Corp. (a)
Machinery & Engineering - 0.1%	Applied Industrial Technologies, Inc.
Machinery: Agricultural - 0.1%	Alamo Group, Inc. Gehl Co. (a) Lindsay Manufacturing Co. Titan Machinery, Inc. (a)
Machinery: Construction & Handling - 0.1%	Astec Industries, Inc. (a) NACCO Industries, Inc. Class A

Machinery: Engines - 0.1%	Briggs & Stratton Corp. Harbin Electric, Inc. (a) Raser Technologies, Inc. (a)
Machinery: Industrial/Specialty - 0.9%	Actuant Corp. Class A Altra Holdings, Inc. (a) Chart Industries, Inc. (a) Colfax Corp. (a) Columbus McKinnon Corp. (a) DXP Enterprises, Inc. (a) EnPro Industries, Inc. (a) Graham Corp. Kadant, Inc. (a) Middleby Corp. (a) Nordson Corp. Tecumseh Products Co. Class A (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Tennant Co. Twin Disc, Inc. Woodward Governor Co. (b)
Machinery: Oil Well Equipment & Services - 1.1%	Allis-Chalmers Energy, Inc. (a) Basic Energy Services, Inc. (a) Bolt Technology Corp. (a) CARBO Ceramics, Inc. Cal Dive International, Inc. (a) Complete Production Services, Inc. (a) Dril-Quip, Inc. (a) Flotek Industries, Inc. (a) Gulf Island Fabrication, Inc. Hornbeck Offshore Services, Inc. (a) Lufkin Industries, Inc. Mitcham Industries, Inc. (a) NATCO Group, Inc. Class A (a) Natural Gas Services Group (a) Newpark Resources, Inc. (a) Parker Drilling Co. (a) RPC, Inc. Sulphco, Inc. (a)

	Superior Well Services, Inc. (a)
	T-3 Energy Services, Inc. (a)
	Trico Marine Services, Inc. (a)
	Union Drilling, Inc. (a)
	Willbros Group, Inc. (a)(b)
Machinery: Specialty - 0.1%	Cascade Corp.
	Flow International Corp. (a)
	Key Technology Inc. (a)
	Semitool, Inc. (a)
	TurboChef Technologies, Inc. (a)
Manufactured Housing - 0.1%	Cavco Industries, Inc. (a)
	Champion Enterprises, Inc. (a)
	Palm Harbor Homes, Inc. (a)
	Skyline Corp.
Manufacturing - 0.1%	Federal Signal Corp.
	Standex International Corp.
Medical & Dental Instruments & Supplies - 2.9%	Abaxis, Inc. (a)
	Abiomed, Inc. (a)
	Align Technology, Inc. (a)
	Alphatec Holdings, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	American Medical Systems Holdings, Inc. (a)(b)
	AngioDynamics, Inc. (a)
	Atrion Corp.
	Bio-Rad Laboratories, Inc. Class A (a)
	BioMimetic Therapeutics, Inc. (a)
	CONMED Corp. (a)
	Cantel Medical Corp. (a)
	Cardiac Science Corp. (a)
	Cepheid, Inc. (a)
	Clinical Data, Inc. (a)
	Conceptus, Inc. (a)
	CryoLife, Inc. (a)
	Cyberonics, Inc. (a)

	DexCom, Inc. (a)
	ev3, Inc. (a)
	Exactech, Inc. (a)
	Hansen Medical, Inc. (a)
	I-Flow Corp. (a)
	ICU Medical, Inc. (a)
	IRIS International, Inc. (a)
	Immucor, Inc. (a)
	Insulet Corp. (a)
	Invacare Corp.
	Landauer, Inc.
	Medical Action Industries, Inc. (a)
	Mentor Corp.
	Meridian Bioscience, Inc.
	Merit Medical Systems, Inc. (a)
	Micrus Endovascular Corp. (a)
	Neogen Corp. (a)
	NuVasive, Inc. (a)
	OraSure Technologies, Inc. (a)
	Orthofix International NV (a)
	Orthovita, Inc. (a)
	Owens & Minor, Inc.
	PSS World Medical, Inc. (a)
	Palomar Medical Technologies, Inc. (a)
	SonoSite, Inc. (a)
	Spectranetic Corp. (a)
	Stereotaxis, Inc. (a)
	Steris Corp.
	SurModics, Inc. (a)
	Symmetry Medical, Inc. (a)
	Synovis Life Technologies, Inc. (a)
	Thoratec Corp. (a)
	Trans1, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Vision-Sciences Inc. (a)
	Vital Signs, Inc.
	Volcano Corp. (a)
	West Pharmaceutical Services, Inc.
	Wright Medical Group, Inc. (a)
Medical Services - 0.4%	Air Methods Corp. (a)
	Almost Family, Inc. (a)
	Genoptix, Inc. (a)
	Hanger Orthopedic Group, Inc. (a)

	Magellan Health Services, Inc. (a) Parexel International Corp. (a) RadNet, Inc. (a) RehabCare Group, Inc. (a) US Physical Therapy, Inc. (a)
Metal Fabricating - 0.8%	Ampco-Pittsburgh Corp. CIRCOR International, Inc. Dynamic Materials Corp. Encore Wire Corp. Gibraltar Industries, Inc. Haynes International, Inc. (a) Insteel Industries, Inc. Kaydon Corp. L.B. Foster Co. Class A (a) Mueller Industries, Inc. Mueller Water Products, Inc. Series A NN, Inc. Northwest Pipe Co. (a) Omega Flex, Inc. RBC Bearings, Inc. (a) RTI International Metals, Inc. (a) Trimas Corp. (a) Worthington Industries, Inc. (b)
Metals & Minerals Miscellaneous - 0.5%	AMCOL International Corp. Apex Silver Mines Ltd. (a) Brush Engineered Materials, Inc. (a) Compass Minerals International, Inc. General Moly, Inc. (a) Hecla Mining Co. (a) Minerals Technologies, Inc. Stillwater Mining Co. (a) United States Lime & Minerals, Inc. (a) Uranium Resources, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
Miscellaneous Business & Consumer Discretionary - 0.0%	Core-Mark Holdings Co., Inc. (a)

Miscellaneous Consumer Staples - 0.0%	Reddy Ice Holdings, Inc.
Miscellaneous Health Care - 0.0%	MedAssets, Inc. (a)
Miscellaneous Materials & Commodities - 0.2%	Ceradyne, Inc. (a) Lydall, Inc. (a) Symyx Technologies, Inc. (a) WD-40 Co.
Miscellaneous Materials & Processing - 0.1%	Insituform Technologies, Inc. Class A (a) Rogers Corp. (a) Xerium Technologies, Inc.
Miscellaneous Producer Durables - 0.0%	Blount International, Inc. (a) Park-Ohio Holdings Corp. (a)
Miscellaneous Technology - 0.1%	iRobot Corp. (a) Microvision, Inc. (a) TerreStar Corp. (a) Vocus, Inc. (a)
Multi-Sector Companies - 0.4%	Brunswick Corp. Compass Diversified Holdings GenCorp, Inc. (a) GenTek, Inc. (a) Kaman Corp. Class A Lancaster Colony Corp. Raven Industries, Inc. United Capital Corp. (a)
Office Furniture & Business Equipment - 0.4%	ACCO Brands Corp. (a) HNI Corp. Herman Miller, Inc. Kimball International, Inc. Class B Knoll, Inc. Presstek, Inc. (a)
Oil: Crude Producers - 2.7%	APCO Argentina, Inc. ATP Oil & Gas Corp. (a) Abraxas Petroleum Corp. (a) American Oil & Gas, Inc. (a) Arena Resources, Inc. (a) Atlas America, Inc. BMB Munai, Inc. (a) BPZ Resources, Inc. (a) Berry Petroleum Co. Class A

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Bill Barrett Corp. (a)
	Brigham Exploration Co. (a)
	Bronco Drilling Co., Inc. (a)
	Callon Petroleum Co. (a)
	Cano Petroleum, Inc. (a)
	Carrizo Oil & Gas, Inc. (a)
	Cheniere Energy, Inc. (a)
	Clayton Williams Energy, Inc. (a)
	Comstock Resources, Inc. (a)
	Contango Oil & Gas Co. (a)
	Delek US Holdings, Inc.
	Double Eagle Pete & Mining Co. (a)
	EXCO Resources, Inc. (a)
	Endeavour International Corp. (a)
	Energy Partners Ltd. (a)
	Energy XXI Bermuda Ltd.
	FX Energy, Inc. (a)
	Gasco Energy, Inc. (a)
	GeoGlobal Resources, Inc. (a)
	Geokinetics, Inc. (a)
	GeoResources, Inc. (a)
	Goodrich Petroleum Corp. (a)
	Gran Tierra Energy, Inc. (a)
	Grey Wolf, Inc. (a)
	Gulfport Energy Corp. (a)
	Harvest Natural Resources, Inc. (a)
	Houston American Energy Corp.
	McMoRan Exploration Co. (a)
	Meridian Resource Corp. (a)
	Northern Oil And Gas, Inc. (a)
	Oilsands Quest, Inc. (a)
	Panhandle Oil & Gas Inc.
	Parallel Petroleum Corp. (a)
	Petroleum Development Corp. (a)
	Petroquest Energy, Inc. (a)
	Pioneer Drilling Co. (a)
	PrimeEnergy Corp. (a)
	Quest Resource Corp. (a)
	Rex Energy Corp. (a)
	Rosetta Resources, Inc. (a)
	Stone Energy Corp. (a)
	Swift Energy Co. (a)
	TXCO Resources, Inc. (a)
	Toreador Resources Corp. (a)
	Tri-Valley Corp. (a)
	Venoco, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	VeraSun Energy Corp. (a) Warren Resources, Inc. (a) Western Refining, Inc.
Oil: Integrated Domestic – 0.2%	Delta Petroleum Corp. (a) GMX Resources, Inc. (a) Ram Energy Resources, Inc. (a)
Oil: Integrated International – 0.0%	Vaalco Energy, Inc. (a)
Paints & Coatings – 0.2%	Ferro Corp. H.B. Fuller Co.
Paper – 0.4%	AbitibiBowater, Inc. Albany International Corp. Class A Boise, Inc. (a) Buckeye Technologies, Inc. (a) Kapstone Paper and Packaging Corp. (a) Mercer International, Inc.-Sbi (a) Multi-Color Corp. Neenah Paper, Inc. P.H. Glatfelter Co. Rock-Tenn Co. Class A Verso Paper Corp. Wausau Paper Corp.
Plastics – 0.0%	Spartech Corp.
Pollution Control & Environmental Services – 0.3%	American Ecology Corp. Darling International, Inc. (a) EnergySolutions, Inc. Fuel Tech, Inc. (a) Headwaters, Inc. (a) Met-Pro Corp. Metalico, Inc. (a) Team, Inc. (a)
Power Transmission Equipment – 0.1%	Regal-Beloit Corp.

	Synthesis Energy Systems, Inc. (a)
Printing & Copying Services - 0.2%	Bowne & Co., Inc. Cenveo, Inc. (a) Schawk, Inc. VistaPrint Ltd. (a)
Production Technology Equipment - 1.0%	ATMI, Inc. (a) Axcelis Technologies, Inc. (a) Brooks Automation, Inc. (a)

Industry	Common Stocks
	Cognex Corp. Cymer, Inc. (a) Dionex Corp. (a) Electro Scientific Industries, Inc. (a) Emcore Corp. (a) Entegris, Inc. (a) Esterline Technologies Corp. (a) FEI Co. (a) Intevac, Inc. (a) K-Tron International, Inc. (a) Kulicke & Soffa Industries, Inc. (a) LTX-Credence Corp. (a) MTS Systems Corp. Mattson Technology, Inc. (a) Photon Dynamics, Inc. (a) Photronics, Inc. (a) Rofin-Sinar Technologies, Inc. (a) Rudolph Technologies, Inc. (a) Ultra Clean Holdings, Inc. (a) Ultratech, Inc. (a)
Publishing: Miscellaneous - 0.1%	Consolidated Graphics, Inc. (a) Courier Corp. GateHouse Media, Inc. Idearc, Inc. Martha Stewart Living Omnimedia, Inc. Class A (a) Playboy Enterprises, Inc. Class B (a) Primedia, Inc. Scholastic Corp.

Publishing: Newspapers - 0.1%	A.H. Belo Corp. Belo Corp. Class A Dolan Media Co. (a) Journal Communications, Inc. Class A Lee Enterprises, Inc. McClatchy Co. Class A Media General, Inc. Class A
Radio & TV Broadcasters - 0.2%	CKX, Inc. (a) Citadel Broadcasting Corp. (a) Cox Radio, Inc. Class A (a) Cumulus Media, Inc. Class A (a) Entercom Communications Corp. Fisher Communications, Inc. Gray Television, Inc. Lin TV Corp. Class A (a)

Industry	Common Stocks
	Outdoor Channel Holdings, Inc. (a) RHI Entertainment, Inc. (a) Sinclair Broadcast Group, Inc. Class A Westwood One, Inc. (a) World Wrestling Entertainment, Inc.
Railroad Equipment - 0.3%	American Railcar Industries, Inc. Freightcar America, Inc. Greenbrier Cos., Inc. Westinghouse Air Brake Technologies Corp.
Railroads - 0.1%	Genesee & Wyoming, Inc. Class A (a)
Real Estate - 0.2%	AMREP Corp. (a) Avatar Holdings, Inc. (a) Bluegreen Corp. (a) Cogdell Spencer, Inc. Consolidated-Tomoka Land Co. FX Real Estate and Entertainment, Inc. (a) Forestar Real Estate Group, Inc. (a)

	Griffin Land & Nurseries, Inc.
	Grubb & Ellis Co.
	Hilltop Holdings, Inc. (a)
	Meruelo Maddux Properties, Inc. (a)
	Resource Capital Corp.
	Stratus Properties, Inc. (a)
	Tejon Ranch Co. (a)
	Thomas Properties Group, Inc.
Real Estate Investment Trusts (REITs) - 5.5%	Acadia Realty Trust
	Agree Realty Corp.
	Alexander's, Inc.
	American Campus Communities, Inc.
	American Capital Agency Corp.
	Anthracite Capital, Inc. (c)
	Anworth Mortgage Asset Corp.
	Arbor Realty Trust, Inc.
	Ashford Hospitality Trust, Inc.
	Associated Estates Realty Corp.
	BioMed Realty Trust, Inc.
	Capital Trust, Inc.
	CapLease, Inc.
	Capstead Mortgage Corp.
	Care Investment Trust, Inc.
	Cedar Shopping Centers, Inc.
	Chimera Investment Corp.
	Colonial Properties Trust

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Corporate Office Properties Trust
	Cousins Properties, Inc.
	DCT Industrial Trust, Inc.
	DiamondRock Hospitality Co.
	Dupont Fabros Technology, Inc.
	Eastgroup Properties, Inc.
	Education Realty Trust, Inc.
	Entertainment Properties Trust
	Equity Lifestyle Properties, Inc.
	Equity One, Inc.
	Extra Space Storage, Inc.
	FelCor Lodging Trust, Inc.
	First Industrial Realty Trust, Inc.
	First Potomac Realty Trust
	Franklin Street Properties Corp.
	Friedman Billings Ramsey Group, Inc. Class A

	Getty Realty Corp.
	Glimcher Realty Trust
	Gramercy Capital Corp.
	Hatteras Financial Corp.
	Healthcare Realty Trust, Inc.
	Hersha Hospitality Trust
	Highwoods Properties, Inc.
	Home Properties, Inc.
	Inland Real Estate Corp.
	Investors Real Estate Trust
	JER Investors Trust, Inc.
	Kite Realty Group Trust
	LTC Properties, Inc.
	LaSalle Hotel Properties
	Lexington Corporate Properties Trust
	MFA Mortgage Investments, Inc.
	Maguire Properties, Inc.
	Medical Properties Trust, Inc.
	Mid-America Apartment Communities, Inc.
	Mission West Properties, Inc.
	Monmouth Real Estate Investment Corp. Class A
	National Health Investors, Inc.
	National Retail Properties, Inc.
	Newcastle Investment Corp.
	NorthStar Realty Finance Corp.
	Omega Healthcare Investors, Inc.
	One Liberty Properties, Inc.
	PS Business Parks, Inc.
	Parkway Properties, Inc.
	Pennsylvania Real Estate Investment Trust

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Post Properties, Inc.
	Potlatch Corp.
	RAIT Investment Trust
	Ramco-Gershenson Properties Trust
	Realty Income Corp.
	Redwood Trust, Inc.
	Saul Centers, Inc.
	Senior Housing Properties Trust
	Sovran Self Storage, Inc.
	Strategic Hotel Capital, Inc.
	Sun Communities, Inc.
	Sunstone Hotel Investors, Inc.
	Tanger Factory Outlet Centers, Inc.
	U-Store-It Trust
	Universal Health Realty Income Trust

	Urstadt Biddle Properties, Inc. Class A
	Washington Real Estate Investment Trust (b)
	Winthrop Realty Trust, Inc.
Recreational Vehicles & Boats - 0.2%	Fleetwood Enterprises, Inc. (a)
	Marine Products Corp.
	Polaris Industries, Inc.
	Winnebago Industries, Inc.
Rental & Leasing Services: Commercial - 0.1%	Aircastle Ltd.
	Electro Rent Corp.
	H&E Equipment Services, Inc. (a)
	McGrath RentCorp
Rental & Leasing Services: Consumer - 0.3%	Aaron Rents, Inc.
	Amerco, Inc. (a)
	Dollar Thrifty Automotive Group, Inc. (a)
	RSC Holdings, Inc. (a)
	Rent-A-Center, Inc. (a)
Restaurants - 1.2%	AFC Enterprises, Inc. (a)
	BJ's Restaurants, Inc. (a)
	Bob Evans Farms, Inc.
	Buffalo Wild Wings, Inc. (a)
	CBRL Group, Inc.
	CEC Entertainment, Inc. (a)
	CKE Restaurants, Inc.
	California Pizza Kitchen, Inc. (a)
	The Cheesecake Factory, Inc. (a)
	Denny's Corp. (a)
	DineEquity, Inc.

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Domino's Pizza, Inc. (a)
	Einstein Noah Restaurant Group, Inc. (a)
	Jack in the Box, Inc. (a)
	Krispy Kreme Doughnuts, Inc. (a)
	Landry's Restaurants, Inc.
	Luby's, Inc. (a)

	O'Charleys, Inc.
	P.F. Chang's China Bistro, Inc. (a)
	Papa John's International, Inc. (a)
	Red Robin Gourmet Burgers, Inc. (a)
	Ruby Tuesday, Inc. (a)
	Ruth's Hospitality Group, Inc. (a)
	Sonic Corp. (a)
	The Steak n Shake Co. (a)
	Texas Roadhouse, Inc. Class A (a)
	Wendy's
Retail - 2.8%	1-800-FLOWERS.COM, Inc. Class A (a)
	99 Cents Only Stores (a)
	Aeropostale, Inc. (a)
	America's Car Mart, Inc. (a)
	Asbury Automotive Group, Inc.
	bebe Stores, Inc.
	Bidz.com, Inc. (a)
	Big 5 Sporting Goods Corp.
	Blockbuster, Inc. Class A (a)
	Blue Nile, Inc. (a)
	Borders Group, Inc.
	Brown Shoe Co., Inc.
	The Buckle, Inc.
	Build-A-Bear Workshop, Inc. (a)
	Cabela's, Inc. Class A (a)
	Cache, Inc. (a)
	Casual Male Retail Group, Inc. (a)
	The Cato Corp. Class A
	Central Garden & Pet Co. Class A (a)
	Charlotte Russe Holding, Inc. (a)
	Charming Shoppes, Inc. (a)
	Chico's FAS, Inc. (a)
	The Children's Place Retail Stores, Inc. (a)
	Christopher & Banks Corp.
	Circuit City Stores, Inc.
	Coldwater Creek, Inc. (a)
	Collective Brands, Inc. (a)
	Conn's, Inc. (a)
	Dillard's, Inc. Class A

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Dress Barn, Inc. (a)
	drugstore.com, Inc. (a)
	Ezcorp, Inc. (a)

	FGX International Holdings Ltd. (a)
	Fred's, Inc.
	GSI Commerce, Inc. (a)
	Gaiam, Inc. (a)
	Genesco, Inc. (a)
	Group 1 Automotive, Inc.
	Gymboree Corp. (a)
	Hibbett Sports, Inc. (a)
	Hot Topic, Inc. (a)
	Insight Enterprises, Inc. (a)
	Jo-Ann Stores, Inc. (a)
	Jos. A. Bank Clothiers, Inc. (a)
	Lawson Products, Inc.
	Lumber Liquidators, Inc. (a)
	MarineMax, Inc. (a)
	Men's Wearhouse, Inc.
	New York & Co. (a)
	Overstock.com, Inc. (a)
	PC Connection, Inc. (a)
	PC Mall, Inc. (a)
	Pacific Sunwear of California, Inc. (a)
	The Pantry, Inc. (a)
	The Pep Boys - Manny, Moe & Jack
	PetMed Express, Inc. (a)
	Pier 1 Imports, Inc. (a)
	PriceSmart, Inc.
	Retail Ventures, Inc. (a)
	Rush Enterprises, Inc. Class A (a)
	Russ Berrie & Co., Inc. (a)
	Sally Beauty Co., Inc. (a)
	School Specialty, Inc. (a)
	Shutterfly, Inc. (a)
	Sonic Automotive, Inc.
	Stage Stores, Inc.
	Stamps.com, Inc. (a)
	Stein Mart, Inc.
	Syms Corp. (a)
	Systemax, Inc.
	The Talbots, Inc.
	Tractor Supply Co. (a)
	Tuesday Morning Corp. (a)
	Tween Brands, Inc. (a)
	Volcom, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	The Wet Seal, Inc. Class A (a)
	Zale Corp. (a)

	Zumiez, Inc. (a)
Savings & Loan - 1.1%	Anchor Bancorp Wisconsin, Inc. Bank Mutual Corp. Berkshire Hills Bancorp, Inc. Brookline Bancorp, Inc. Brooklyn Federal Bancorp, Inc. Danvers Bancorp, Inc. Dime Community Bancshares, Inc. Downey Financial Corp. ESSA Bancorp, Inc. First Financial Holdings, Inc. First Financial Northwest, Inc. First Niagara Financial Group, Inc. First Place Financial Corp. FirstFed Financial Corp. (a) Flagstar Bancorp, Inc. Flushing Financial Corp. Guaranty Financial Group, Inc. (a) Home Federal Bancorp, Inc. IBERIABANK Corp. Kearny Financial Corp. Meridian Interstate Bancorp, Inc. (a) NASB Financial, Inc. NewAlliance Bancshares, Inc. Northwest Bancorp, Inc. OceanFirst Financial Corp. Ocwen Financial Corp. (a) Provident Financial Services, Inc. Provident New York Bancorp Rockville Financial, Inc. Roma Financial Corp. Sterling Financial Corp. United Community Financial Corp. ViewPoint Financial Group W Holding Co., Inc. Westfield Financial, Inc.
Securities Brokerage & Services - 0.5%	Diamond Hill Investments Group (a) GFI Group, Inc. Gladstone Investment Corp. International Assets Holding Corp., Inc. (a) KBW, Inc. (a) Knight Capital Group, Inc. Class A (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	LaBranche & Co., Inc. (a)
	Ladenburg Thalmann Financial Services, Inc. (a)
	MarketAxess Holdings, Inc. (a)
	optionsXpress Holdings, Inc.
	Penson Worldwide, Inc. (a)
	SWS Group, Inc.
	Thomas Weisel Partners Group, Inc. (a)
Services: Commercial - 3.1%	ABM Industries, Inc.
	AMN Healthcare Services, Inc. (a)
	Administaff, Inc.
	The Advisory Board Co. (a)
	Ambassadors Group, Inc.
	CBIZ, Inc. (a)
	CDI Corp.
	CRA International, Inc. (a)
	Casella Waste Systems, Inc. (a)
	Chemed Corp.
	Coinstar, Inc. (a)
	Cornell Cos., Inc. (a)
	CoStar Group, Inc. (a)
	Cross Country Healthcare, Inc. (a)
	Dice Holdings, Inc. (a)
	DynCorp. International, Inc. (a)
	Exponent, Inc. (a)
	First Advantage Corp. Class A (a)
	Forrester Research, Inc. (a)
	G&K Services, Inc. Class A
	The Geo Group, Inc. (a)
	Gevity HR, Inc.
	Global Sources Ltd. (a)
	Global Traffic Network, Inc. (a)
	Heidrick & Struggles International, Inc.
	Hudson Highland Group, Inc. (a)
	ICF International, Inc. (a)
	ICT Group, Inc. (a)
	IKON Office Solutions, Inc.
	Jackson Hewitt Tax Service, Inc.
	Kelly Services, Inc. Class A
	Kforce, Inc. (a)
	The Knot, Inc. (a)
	Korn/Ferry International (a)
	Liquidity Services, Inc. (a)
	MAXIMUS, Inc.
	MPS Group, Inc. (a)
	Midas, Inc. (a)

Industry	Common Stocks
	Monro Muffler, Inc.
	Navigant Consulting, Inc. (a)
	Net 1 UEPS Technologies, Inc. (a)
	Nutri/System, Inc.
	On Assignment, Inc. (a)
	Orbitz Worldwide, Inc. (a)
	PHH Corp. (a)
	PRG-Schultz International, Inc. (a)
	People Support, Inc. (a)
	Perficient, Inc. (a)
	Pre-Paid Legal Services, Inc. (a)
	The Providence Service Corp. (a)
	Regis Corp.
	Resources Connection, Inc. (a)
	Rollins, Inc.
	Spherion Corp. (a)
	Standard Parking Corp. (a)
	Steiner Leisure Ltd. (a)
	TeleTech Holdings, Inc. (a)
	Tetra Tech, Inc. (a)
	TrueBlue, Inc. (a)
	Unifirst Corp.
	Viad Corp.
	Volt Information Sciences, Inc. (a)
	Waste Connections, Inc. (a)
	Waste Services, Inc. (a)
	Watson Wyatt Worldwide, Inc.
	World Fuel Services Corp.
Shipping - 0.6%	American Commercial Lines, Inc. (a)
	Arlington Tankers Ltd.
	DHT Maritime, Inc.
	Eagle Bulk Shipping, Inc.
	Genco Shipping & Trading Ltd.
	General Maritime Corp.
	Golar LNG Ltd.
	Gulfmark Offshore, Inc. (a)
	Horizon Lines, Inc. Class A
	International Shipholding Corp. (a)
	Knightsbridge Tankers Ltd.
	Nordic American Tanker Shipping Ltd.
	Ship Finance International Ltd.
	TBS International Ltd. (a)
Shoes - 0.6%	Crocs, Inc. (a)
	DSW, Inc. Class A (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Deckers Outdoor Corp. (a)
	The Finish Line, Inc. Class A
	Iconix Brand Group, Inc. (a)
	K-Swiss, Inc. Class A
	Kenneth Cole Productions, Inc. Class A
	Shoe Carnival, Inc. (a)
	Skechers U.S.A., Inc. Class A (a)
	Steven Madden Ltd. (a)
	Timberland Co. Class A (a)
	Weyco Group, Inc.
	Wolverine World Wide, Inc. (b)
Steel - 0.1%	China Precision Steel, Inc. (a)
	General Steel Holdings, Inc. (a)
	Olympic Steel, Inc.
	Sutor Technology Group Ltd. (a)
	Universal Stainless & Alloy Products, Inc. (a)
Sugar - 0.0%	Imperial Sugar Co. New Shares
Telecommunications Equipment - 0.6%	Airvana, Inc. (a)
	Applied Signal Technology, Inc.
	Arris Group, Inc. (a)
	Audiovox Corp. Class A (a)
	Belden, Inc.
	Mastec, Inc. (a)
	OpNext, Inc. (a)
	Plantronics, Inc.
	Polycom, Inc. (a)
	Powerwave Technologies, Inc. (a)
	Preformed Line Products Co.
	Symmetricom, Inc. (a)
Textile Products - 0.1%	Interface, Inc. Class A
	Unifi, Inc. (a)
Textiles Apparel Manufacturers - 0.8%	American Apparel, Inc. (a)
	Carter's, Inc. (a)
	Cherokee, Inc.
	Columbia Sportswear Co.
	G-III Apparel Group, Ltd. (a)
	J. Crew Group, Inc. (a)
	Lululemon Athletica, Inc. (a)

	Maidenform Brands, Inc. (a)
	Oxford Industries, Inc.
	Perry Ellis International, Inc. (a)
	Quiksilver, Inc. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	True Religion Apparel, Inc. (a)
	Under Armour, Inc. Class A (a)
	The Warnaco Group, Inc. (a)
Tires & Rubber - 0.1%	Cooper Tire & Rubber Co.
	Titan International, Inc.
Tobacco - 0.2%	Alliance One International, Inc. (a)(b)
	Schweitzer-Mauduit International, Inc.
	Star Scientific, Inc. (a)
	Universal Corp.
	Vector Group Ltd.
Toys - 0.2%	Jakks Pacific, Inc. (a)
	Leapfrog Enterprises, Inc. (a)
	Marvel Entertainment, Inc. (a)
Transportation Miscellaneous - 0.3%	CAI International, Inc. (a)
	Celadon Group, Inc. (a)
	Dynamex, Inc. (a)
	HUB Group, Inc. Class A (a)
	Odyssey Marine Exploration, Inc. (a)
	Pacer International, Inc.
	Textainer Group Holdings Ltd.
	Ultrapetrol Bahamas Ltd. (a)
Truckers - 0.5%	Arkansas Best Corp.
	Forward Air Corp.
	Heartland Express, Inc.
	Knight Transportation, Inc.
	Marten Transport Ltd. (a)

	Old Dominion Freight Line, Inc. (a)
	Patriot Transportation Holding, Inc. (a)
	Saia, Inc. (a)
	Universal Truckload Services, Inc. (a)
	Werner Enterprises, Inc.
	YRC Worldwide, Inc. (a)
Utilities: Electrical - 1.8%	Allete, Inc.
	Avista Corp.
	Black Hills Corp.
	CH Energy Group, Inc.
	Central Vermont Public Service Corp.
	Cleco Corp.
	El Paso Electric Co. (a)

Industry	Common Stocks
	The Empire District Electric Co.
	IDACORP, Inc.
	ITC Holdings Corp.
	MGE Energy, Inc.
	NorthWestern Corp.
	Otter Tail Corp.
	PNM Resources, Inc.
	Pike Electric Corp. (a)
	Portland General Electric Co.
	UIL Holdings Corp.
	Unisource Energy Corp.
	Westar Energy, Inc.
Utilities: Gas Distributors - 1.1%	Chesapeake Utilities Corp.
	EnergySouth, Inc.
	The Laclede Group, Inc.
	New Jersey Resources Corp.
	Nicor, Inc.
	Northwest Natural Gas Co.
	Piedmont Natural Gas Co.
	South Jersey Industries, Inc.
	Southwest Gas Corp.
	WGL Holdings, Inc.
Utilities: Telecommunications - 0.9%	Alaska Communications Systems Group, Inc.

	Atlantic Tele-Network, Inc. Centennial Communications Corp. (a) Cincinnati Bell, Inc. (a) Consolidated Communications Holdings, Inc. FairPoint Communications, Inc. FiberTower Corp. (a) General Communication, Inc. Class A (a) Global Crossing Ltd. (a) Globalstar, Inc. (a) Hungarian Telephone & Cable Corp. (a) ICO Global Communications Holdings Ltd. (a) IDT Corp. Class B (a) Ibasis, Inc. iPCS, Inc. (a) Iowa Telecommunications Services, Inc. NTELOS Holdings Corp. Neutral Tandem, Inc. (a) ORBCOMM, Inc. (a) PAETEC Holding Corp. (a) Premiere Global Services, Inc. (a) RCN Corp. (a)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

Industry	Common Stocks
	Shenandoah Telecom Co. TW Telecom, Inc. (a) USA Mobility, Inc. Virgin Mobile USA, Inc. (a)
Utilities: Water - 0.2%	American States Water Co. California Water Service Group Connecticut Water Service, Inc. Consolidated Water Co., Inc. Middlesex Water Co. SJW Corp. Southwest Water Co.
Wholesalers - 0.2%	Brightpoint, Inc. (a) Chindex International Inc. (a) Houston Wire & Cable Co. MWI Veterinary Supply, Inc. (a) Prestige Brands Holdings, Inc. (a) United Stationers, Inc. (a)

	Total Common Stocks (Cost - $199,131,661) - 87.6%
	Investment Companies
	BlackRock Kelso Capital Corp. (c) Gladstone Capital Corp. Hercules Technology Growth Capital, Inc. Kayne Anderson Energy Development Co. Patriot Capital Funding, Inc. Pennantpark Investment Corp. Prospect Capital Corp.
	Total Investment Companies (Cost - $359,241) - 0.1%
	Warrants (d)
Energy Miscellaneous - 0.0%	GreenHunter Energy, Inc. (expires 8/27/11)
	Total Warrants (Cost - $0) - 0.0%
	Short-Term Securities
Time Deposits - 12.0%	State Street Bank & Trust Co., 1%, 10/01/08
	Total Short-Term Securities (Cost - $23,759,935) - 12.0%
	Total Investments Before Options Written (Cost - $223,250,837*) - 99.7%

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

	Options Written
Call Options Written	Russell 2000 Index, expiring October 2008 at USD Russell 2000 Index, expiring October 2008 at USD
	Total Options Written (Premiums Received - $2,364,530) - (0.1%)

Total Investments, Net of Options Written (Cost - $220,886,307) - 99.6%
Other Assets Less Liabilities - 0.4%

Net Assets - 100.0%

* The cost and unrealized appreciation (depreciation) of investments as of September 30, 2008, as computed for federal income tax purposes, were as follows:

Aggregate cost	$ 209,001,614
Gross unrealized appreciation	$ 4,408,034
Gross unrealized depreciation	(16,151,160)
Net unrealized depreciation	$ (11,743,126)

(a) Non-income producing security.

(b) All or a portion of security held as collateral in connection with open financial futures contracts.

(c) Investments in companies considered to be an affiliate of the Fund, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, were as follows:

Affiliate	Purchase Cost	Sales Cost	Realized Loss	Dividend Income
Anthracite Capital, Inc.	$ 10,597	$ 21,642	($8,391)	$ 9,569
BlackRock Kelso Capital Corp.	$ 5,809	--	--	$ 1,548

(d) Warrants entitle the Fund to purchase a predetermined number of shares of common stock and are non-income producing. The purchase price and number of shares are subject to adjustment under certain conditions until the expiration date.

o For Fund portfolio compliance purposes, the Fund's industry classifications refer to any one or more of the industry sub-classifications used by one or more widely recognized market indexes or ratings group indexes, and/or as defined by Fund management. This definition may not apply for purposes of this report, which may combine industry sub-classifications for reporting ease. Industries are shown as a percent of net assets.

o Financial futures contracts purchased as of September 30, 2008 were as follows:

Number of Contracts	Issue	Expiration Date	Face Value	Appreciation (Depreciation)
348	Russell 2000 Index	December 2008	$ 24,831,315	$ (1,222,995)

Small Cap Premium & Dividend Income Fund Inc.

Schedule of Investments as of September 30, 2008 (Unaudited)

- Effective January 1, 2008, the Fund adopted Financial Accounting Standards Board Statement of Financial Accounting Standards No. 157, "Fair Value Measurements" ("FAS 157"). FAS 157 clarifies the definition of fair value, establishes a framework for measuring fair values and requires additional disclosures about the use of fair value measurements. Various inputs are used in determining the fair value of investments, which are as follows:
  - Level 1 - price quotations in active markets/exchanges for identical securities
  - Level 2 - other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks, and default rates) or other market-corroborated inputs)
  - Level 3 - unobservable inputs based on the best information available in the circumstance, to the extent observable inputs are not available (including the Fund's own assumption used in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to the Fund's most recent financial statements as contained in its semi-annual report.

The following table summarizes the inputs used as of September 30, 2008 in determining the fair valuation of the Fund's investments:

Valuation Inputs	Investments in Securities	Other Financial Instruments*
Level 1	$ 197,247,499	$ (1,496,370)
Level 2	10,989	--
Level 3	--	--
Total	$ 197,258,488	$ (1,496,370)

* Other financial instruments are futures and options.

Item 2 - Controls and Procedures

2(a) - The registrant's principal executive and principal financial officers or persons performing similar functions have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing of this report based on the evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act and Rule 13a-15(b) under the Securities Exchange Act of 1934, as amended.

2(b) - There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

Item 3 - Exhibits

Certifications - Attached hereto

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Small Cap Premium & Dividend Income Fund Inc.

By: /s/ Mitchell M. Cox

Mitchell M. Cox
Chief Executive Officer (principal executive officer) of
Small Cap Premium & Dividend Income Fund Inc.

Date: November 24, 2008

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Mitchell M. Cox

Mitchell M. Cox
Chief Executive Officer (principal executive officer) of
Small Cap Premium & Dividend Income Fund Inc.

Date: November 24, 2008

By: /s/ James E. Hillman

James E. Hillman
Chief Financial Officer (principal financial officer) of
Small Cap Premium & Dividend Income Fund Inc.

Date: November 24, 2008