

BOULDER GROWTH & INCOME FUND  
Form DEFA14A  
May 19, 2009

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

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934 (Amendment No. \_\_\_\_)

Filed by Registrant    
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 Confidential, for Use of the Commission Only (as permitted by  
Rule 14a-6(e)(2))  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material Pursuant to Sec. 240.14a-12

BOULDER GROWTH & INCOME FUND, INC.  
(Name of Registrant as Specified In Its Charter)

Stephen C. Miller, Esq.  
2344 Spruce Street, Suite A  
Boulder, Colorado 80302  
(303) 444-5483  
(Name of Person(s) Filing Proxy Statement)

Payment of Filing Fee (Check the appropriate box):

- No fee required.  
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- 1) Title of each class of securities to which transactions applies:
- 2) Aggregate number of securities to which transaction applies:
- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):
- 4) Proposed maximum aggregate value of transaction:
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- 3) Filing Party:
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### BOULDER GROWTH & INCOME FUND, INC. ANNOUNCES LOCATION OF RECONVENED ANNUAL MEETING OF STOCKHOLDERS

Boulder, Colo. - (BUSINESS WIRE) - May 18, 2009 - The Boulder Growth & Income Fund, Inc. (NYSE:BIF) announced that its reconvened Annual Meeting of Stockholders will be held at 2344 Spruce Street, Suite A, Boulder, Colorado at 9:00 A.M. local time on Friday, May 29, 2009. The reconvened meeting will not include any new stockholder business; accordingly, neither the Board of Directors nor the Fund's portfolio managers anticipate being in attendance. Under the Fund's bylaws, only record date stockholders are permitted to attend the meeting. On the day of the reconvened meeting, the Fund may determine to adjourn the meeting again if it does not have sufficient votes and additional solicitation time is needed.

In addition to the routine election of Directors, the Fund's stockholders are being asked to approve an amendment to the Fund's charter to classify the Board of Directors into three separate classes (Proposal 1). The Board of Directors, including all of the independent Directors, unanimously recommends that stockholders vote "FOR" Proposal 1. A copy of the proxy statement is available on the Fund's website at [www.boulderfunds.net](http://www.boulderfunds.net) or by calling the Fund's proxy solicitor at 1-800-992-2856. Stockholders have a number of convenient means to vote, including telephone, internet, and by mail. For questions regarding how to vote your shares please call 1-800-992-2856.

Contact:  
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