

The Gabelli ABC Fund

Third Quarter Report — September 30, 2011



Morningstar® rated the Gabelli ABC Fund Class AAA Shares 5 stars overall and 5 stars for the three and five year periods and 4 stars for the ten year period ended September 30, 2011 among 676, 676, 601, and 404 Mid-Cap Growth funds, respectively. †

To Our Shareholders,

For the quarter ended September 30, 2011, the net asset value (“NAV”) per Class AAA Shares of The Gabelli ABC Fund (the “Fund”) declined 3.3% compared with the decrease of 13.9% for the Standard & Poor’s (“S&P”) 500 Index.

Enclosed is the schedule of investments as of September 30, 2011.



Mario J. Gabelli, CFA

Comparative Results

Average Annual Returns through September 30, 2011 (a) (Unaudited)

	Quarter	1 Year	5 Year	10 Year	Since Inception 5/14/93
AAA Shares (GABCX)	(3.33)%	1.69%	3.46%	3.97%	6.47%
Advisor Shares (GADVX)	(3.55)	1.29	3.21	3.85	6.39
S&P 500 Index	(13.87)	1.14	(1.18)	2.82	7.32(b)
Lipper U.S. Treasury Money Market Fund Average	0.00	0.01	1.35	1.51	2.87(b)
3 Month U.S. Treasury Bill Index	0.01	0.08	1.46	1.83	3.20

In the current prospectus dated April 29, 2011, the expense ratios for the Class AAA and the Advisor Class Shares, are 0.64% and 0.89% respectively. The Fund does not have a sales charge.

(a) **Returns represent past performance and do not guarantee future results.** Total returns and average annual returns reflect changes in share price and reinvestment of distributions and are net of expenses. Investment returns and the principal value of an investment will fluctuate. When shares are redeemed, they may be worth more or less than their original cost. The Fund imposes a 2% redemption fee on shares sold or exchanged within seven days after the date of purchase. Current performance may be lower or higher than the performance data presented. Performance returns for periods of less than one year are not annualized. Returns would have been lower if certain expenses of the Fund had not been waived or reimbursed from April 1, 2002 through April 30, 2007. Visit www.gabelli.com for performance information as of the most recent month end. **Investors should carefully consider the investment objectives, risks, charges, and expenses of the Fund before investing. The prospectus contains information about these and other matters and should be read carefully before investing.** The S&P 500 Index is a market capitalization weighted index of 500 large capitalization stocks commonly used to represent the U.S. equity market. The Lipper U.S. Treasury Money Market Fund Average reflects the average performance of mutual funds classified in this particular category. The 3 Month U.S. Treasury Bill Index is comprised of a single issue purchased at the beginning of the month and held for a full month. At the end of the month, that issue is sold and rolled into the outstanding Treasury Bill that matures closest to, but not beyond three months from the re-balancing date. To qualify for selection, an issue must have settled on or before the re-balancing (month end) date. Dividends are considered reinvested except for the 3 Month U.S. Treasury Bill Index. You cannot invest directly in an index. The Class AAA Share NAVs are used to calculate performance for the periods prior to the issuance of the Advisor Class Shares on May 1, 2007. The actual performance of the Advisor Class Shares would have been lower due to the additional expenses associated with this class of shares.

(b) S&P 500 Index and the Lipper U.S. Treasury Money Market Fund Average since inception performance are as of April 30, 1993

† Morningstar Rating™ is based on risk-adjusted returns.

The Gabelli ABC Fund

Schedule of Investments — September 30, 2011 (Unaudited)

Shares	Market Value	Shares	Market Value
COMMON STOCKS — 47.8%		COMMON STOCKS — 47.8%	
Aerospace — 4.5%		Aerospace — 4.5%	
200,000	Goodrich Corp. \$ 24,136,000	5,000	Micro Focus International plc \$ 25,255
5,880	Kratos Defense & Security Solutions Inc.† 39,514	10,000	Renaissance Learning Inc. 167,800
	<u>24,175,514</u>	10,000	SanDisk Corp.† 403,500
		690	VeriFone Systems Inc.† 24,164
		115,000	Yahoo! Inc.† 1,513,400
			<u>19,148,918</u>
Automotive — 0.2%		Consumer Products — 0.6%	
110,000	Ford Motor Co.† 1,063,700	50,000	Avon Products Inc. 980,000
Automotive: Parts and Accessories — 0.1%		20,000	Fortune Brands Inc. 1,081,600
6,000	Midas Inc.† 49,200	30,000	Harman International Industries Inc. 857,400
10,000	Strattec Security Corp. 239,800	14,000	Heelys Inc.† 28,280
	<u>289,000</u>	5,000	The Clorox Co. 331,650
			<u>3,278,930</u>
Broadcasting — 0.1%		Consumer Services — 0.0%	
9,000	Cogeco Inc. 377,899	1,000	Dollar Thrifty Automotive Group Inc.† 56,300
10,000	Fisher Communications Inc.† 223,400	Diversified Industrial — 4.2%	
787	Granite Broadcasting Corp.† (a) 0	139,345	Ameron International Corp. 11,835,964
500	Liberty Media Corp. - Liberty Capital, Cl. A† 33,060	40,000	Charter International plc 540,802
14,000	LIN TV Corp., Cl. A† 30,520	97,000	Handy & Harman Ltd.† 978,730
6,000	Salem Communications Corp., Cl. A 13,740	2,000	Honeywell International Inc. 87,820
	<u>678,619</u>	36,000	ITT Corp. 1,512,000
Business Services — 0.9%		19,200	Katy Industries Inc.† 806
360,000	APAC Customer Services Inc.† 3,067,200	20,000	M&F Worldwide Corp.† 492,400
13,000	Ascent Capital Group Inc., Cl. A† 511,160	1,000	Mocon Inc. 15,805
55,000	Diebold Inc. 1,513,050	45,377	Myers Industries Inc. 460,577
7,200	GTSI Corp.† 33,120	265,000	National Patent Development Corp.† 384,250
	<u>5,124,530</u>	160,000	Smiths Group plc 2,493,802
		90,000	Tyco International Ltd. 3,667,500
			<u>22,470,456</u>
Cable and Satellite — 0.4%		Electronics — 3.7%	
4,150	AMC Networks Inc., Cl. A† 132,593	4,000	A123 Systems Inc.† 13,760
139,000	British Sky Broadcasting Group plc 1,439,269	500	Aleo Solar AG† 17,283
15,000	Cablevision Systems Corp., Cl. A 235,950	70,000	Alliance Semiconductor Corp.† 21,000
1,000	Charter Communications Inc., Cl. A† 46,840	26,000	Emulex Corp.† 166,400
7,001	DIRECTV, Cl. A† 295,792	14,000	International Rectifier Corp.† 260,680
8,000	Zon Multimedia Servicos de Telecomunicacoes e Multimedia SGPS SA 24,394	100,400	Laird plc 216,372
	<u>2,174,838</u>	13,000	MoSys Inc.† 47,580
		360,000	Netlogic Microsystems Inc.† 17,323,200
Computer Hardware — 0.1%		30,000	Pulse Electronics Corp. 85,800
2,000	International Business Machines Corp. 350,060	10,000	Texas Instruments Inc. 266,500
10,000	Seagate Technology plc 102,800	16,000	Thomas & Betts Corp.† 638,560
	<u>452,860</u>	83,000	Zygo Corp.† 959,480
			<u>20,016,615</u>
Computer Software and Services — 3.5%		Energy and Utilities — 7.9%	
25,000	ADPT Corp.† 67,000	2,500	Aker Drilling ASA† 11,243
276,000	Autonomy Corp. plc† 10,975,099	5,000	Anadarko Petroleum Corp. 315,250
125,000	Blackboard Inc.† 5,582,500	309,000	Atlas Energy Inc., Escrow† (a) 30,900
6,000	eBay Inc.† 176,940	85,000	Atlas Energy LP 1,578,450
6,000	Fidelity National Information Services Inc. 145,920	69,350	Central Vermont Public Service Corp. 2,441,814
7,000	Mentor Graphics Corp.† 67,340		

See accompanying notes to schedule of investments.

The Gabelli ABC Fund
Schedule of Investments (Continued) — September 30, 2011 (Unaudited)

<u>Shares</u>	<u>Market Value</u>	<u>Shares</u>	<u>Market Value</u>
COMMON STOCKS (Continued)			
Hotels and Gaming — 0.0%			
5,000 Churchill Downs Inc.	\$ 195,150	16,000 Monsanto Co.	\$ 960,640
2,000 MGM Resorts International†	18,580	190,000 Nalco Holding Co.	6,646,200
	<u>213,730</u>		<u>20,484,143</u>
Materials — 0.9%			
4,000 CIMPOR - Cimentos de Portugal SGPS SA	26,902	Telecommunications — 0.8%	
155,000 Temple-Inland Inc.	4,862,350	2,000 AboveNet Inc.	107,200
	<u>4,889,252</u>	300,000 Asia Satellite Telecommunications Holdings Ltd.	577,857
Metals and Mining — 0.9%		30,000 BCE Inc.	1,123,800
13,000 Alcoa Inc.	124,410	32,227 CenturyLink Inc.	1,067,358
4,000 Allegheny Technologies Inc.	147,960	18,000 Corning Inc.	222,480
2,000 Anvil Mining Ltd.†	14,620	5,000 Global Crossing Ltd.†	119,550
20,000 Camino Minerals Corp.†	3,913	74,000 Portugal Telecom SGPS SA	545,277
4,000 Freeport-McMoRan Copper & Gold Inc.	121,800	3,000 Telegroup Inc.† (a)	0
10,000 Gold Fields Ltd., ADR	153,200	7,000 Telephone & Data Systems Inc.	148,750
2,000 Lundin Mining Corp.†	6,966	6,000 Verizon Communications Inc.	220,800
165,000 MacArthur Coal Ltd.	2,541,949		<u>4,133,072</u>
25,000 Newmont Mining Corp.	1,572,500	Transportation — 0.0%	
8,000 NovaGold Resources Inc.†	51,600	31,000 AMR Corp.†	91,760
15,000 Pilot Gold Inc.†	17,177	Wireless Communications — 0.4%	
	<u>4,756,095</u>	500 American Tower Corp., Cl. A†	26,900
Publishing — 0.0%		14,000 Metricom Inc.† (a)	32
1,000 PagesJaunes Groupe	3,972	42,000 Motorola Mobility Holdings Inc.†	1,586,760
Real Estate — 0.0%		8,100 United States Cellular Corp.†	321,165
500 ECO Business-Immobilien AG†	4,020	50,000 Winstar Communications Inc.† (a)	50
Retail — 0.9%			<u>1,934,907</u>
4,000 99 Cents Only Stores†	73,680	TOTAL COMMON STOCKS	<u>258,343,252</u>
5,000 AutoNation Inc.†	163,900	PREFERRED STOCKS — 0.0%	
55,000 BJ's Wholesale Club Inc.†	2,818,200	Communications Equipment — 0.0%	
16,000 Casey's General Stores Inc.	698,400	RSL Communications Ltd.	
40,000 Denny's Corp.†	133,200	1,000 7.500%, Cv. Pfd.† (a)(b)(c)	0
30,000 Macy's Inc.	789,600	2,000 7.500%, Cv. Pfd., Ser. A† (a)	0
20,000 McCormick & Schmick's Seafood Restaurants Inc.†	138,400		<u>0</u>
4,000 Pier 1 Imports Inc.†	39,120	Home Furnishings — 0.0%	
1,000 Saks Inc.†	8,750	8,000 O'Sullivan Industries Holdings Inc., 12.000% Pfd.† (a)	0
	<u>4,863,250</u>	Telecommunications — 0.0%	
Semiconductors — 2.6%		6,000 Cincinnati Bell Inc., 6.750% Cv. Pfd., Ser. B	239,670
53,000 Advanced Analogic Technologies Inc.†	229,490	TOTAL PREFERRED STOCKS	<u>239,670</u>
2,500 LTX-Credence Corp.†	13,225	RIGHTS — 0.1%	
225,000 Varian Semiconductor Equipment Associates Inc.†	13,758,750	Health Care — 0.1%	
	<u>14,001,465</u>	10,000 Clinical Data Inc., CVR, expire 04/14/18† (a)	9,500
Specialty Chemicals — 3.8%		400,015 Sanofi, CVR, expire 12/31/20†	424,016
4,000 Airgas Inc.	255,280	TOTAL RIGHTS	<u>433,516</u>
260,025 Arch Chemicals Inc.	12,200,373		
7,500 International Flavors & Fragrances Inc.	421,650		

See accompanying notes to schedule of investments.

The Gabelli ABC Fund

Schedule of Investments (Continued) — September 30, 2011 (Unaudited)

Shares		Market Value	Principal Amount		Market Value
	WARRANTS — 0.0%			Retail — 0.0%	
	Automotive: Parts and Accessories — 0.0%			The Great Atlantic & Pacific Tea Co. Inc.,	
377	Federal-Mogul Corp.,		\$ 500,000	5.125%, 06/15/12† (a)	\$ 133,150
	expire 12/27/14†	\$ 75		TOTAL CORPORATE BONDS	435,400
	Broadcasting — 0.0%			U. S. GOVERNMENT OBLIGATIONS — 50.8%	
1,969	Granite Broadcasting Corp.,		274,636,000	U.S. Treasury Bills,	
	Ser. A,			0.000% to 0.115%††,	
	expire 06/04/12† (a)	0		10/20/11 to 03/15/12 (d)	274,609,971
1,969	Granite Broadcasting Corp.,			TOTAL INVESTMENTS — 100.0%	
	Ser. B,			(Cost \$548,258,471)	\$ 540,618,509
	expire 06/04/12† (a)	0		Aggregate tax cost	\$ 549,616,324
		0		Gross unrealized appreciation	\$ 10,674,249
		0		Gross unrealized depreciation	(19,672,064)
	TOTAL WARRANTS	75		Net unrealized appreciation/depreciation	\$ (8,997,815)
Principal Amount	CONVERTIBLE CORPORATE BONDS — 1.2%				
	Aerospace — 0.2%			Settlement Date	Unrealized Appreciation
	GenCorp Inc., Sub. Deb. Cv.				
\$ 1,000,000	2.250%, 11/15/24	995,000		FORWARD FOREIGN EXCHANGE CONTRACTS — 0.1%	
100,000	4.063%, 12/31/39	86,750		Deliver Euros in exchange for	
		1,081,750	16,000,000(e)	United States Dollars	
				21,851,362 (f)	10/28/11 \$ 419,985
	Business Services — 0.3%			Notional Amount	Termination Date
1,500,000	The Interpublic Group of Companies Inc., Cv.,				
	4.250%, 03/15/23	1,520,625		EQUITY CONTRACT FOR DIFFERENCE SWAP	
				AGREEMENT — 0.0%	
	Computer Software and Services — 0.5%			Autonomy Corp. plc	09/26/12 4,367
2,800,000	SanDisk Corp., Cv.,		\$ 2,778,632		
	1.000%, 05/15/13	2,723,000	(70,000 Shares)		
				(a) Security fair valued under procedures established by the Board of	
	Diversified Industrial — 0.0%			Directors. The procedures may include reviewing available financial	
200,000	Covanta Holding Corp., Cv.,			information about the company and reviewing the valuation of	
	3.250%, 06/01/14	218,750		comparable securities and other factors on a regular basis. At	
				September 30, 2011, the market value of fair valued securities	
	Telecommunications — 0.2%			amounted to \$9,137,727 or 1.69% of total investments.	
1,000,000	NII Holdings Inc., Cv.,			(b) Security exempt from registration under Rule 144A of the Securities	
	3.125%, 06/15/12	1,012,500		Act of 1933, as amended. These securities may be resold in	
				transactions exempt from registration, normally to qualified	
	TOTAL CONVERTIBLE CORPORATE BONDS	6,556,625		institutional buyers. At September 30, 2011, the market value of	
	CORPORATE BONDS — 0.1%			Rule 144A securities amounted to \$973,080 or 0.18% of total	
	Computer Software and Services — 0.0%			investments.	
100,000	Exodus Communications Inc.,			(c) Illiquid security.	
	Sub. Deb.,			(d) At September 30, 2011, \$23,500,000 of the principal amount was	
	5.250%, 02/15/12† (a)	2,250		pledged as collateral for forward foreign exchange contracts.	
				(e) Principal amount denoted in Euros.	
	Consumer Products — 0.0%			(f) At September 30, 2011, the Fund has entered into forward foreign	
3,600,000	Pillowtex Corp.,			exchange contracts with State Street Bank and Trust Co.	
	Sub. Deb.,				
	6.000%, 12/15/11† (a)	0			
	Energy and Utilities — 0.1%				
800,000	Texas Competitive Electric Holdings Co. LLC,				
	Ser. B,				
	10.250%, 11/01/15	300,000			

See accompanying notes to schedule of investments.

The Gabelli ABC Fund

Schedule of Investments (Continued) — September 30, 2011 (Unaudited)

- † Non-income producing security.
- †† Represents annualized yield at date of purchase.
- ADR American Depositary Receipt
- Cv. Convertible
- CVO Contingent Value Obligation
- Strips Regular income payment portion of the security traded separately from the principal portion of the security.

Morningstar Rating™ is based on risk-adjusted returns. The Overall Morningstar Rating is derived from a weighted average of the performance figures associated with a fund's three, five, and ten year (if applicable) Morningstar Rating metrics. For funds with at least a three year history, a Morningstar Rating is based on a risk-adjusted return measure (including the effects of sales charges, loads, and redemption fees) placing more emphasis on downward variations and rewarding consistent performance. That accounts for variations in a fund's monthly performance. The top 10% of funds in each category receive 5 stars, the next 22.5% 4 stars, the next 35% 3 stars, the next 22.5% 2 stars, and the bottom 10% 1 star. (Each share class is counted as a fraction of one fund within this scale and rated separately, which may cause slight variations in the distribution percentages.) Morningstar Rating is for the AAA Share class only; other classes may have different performance characteristics. Ratings reflect relative performance. Results for certain periods were negative. ©2011 Morningstar, Inc. All Rights Reserved. The information contained herein: (1) is proprietary to Morningstar and/or its content providers; (2) may not be copied or distributed; and (3) is not warranted to be accurate, complete or timely. Neither Morningstar nor its content providers are responsible for any damages or losses arising from any use of this information.

See accompanying notes to schedule of investments.

The Gabelli ABC Fund

Notes to Schedule of Investments (Unaudited)

The Fund's schedule of investments is prepared in accordance with U.S. Generally Accepted Accounting Principles ("GAAP"), which may require the use of management estimates and assumptions. Actual results could differ from those estimates. The following is a summary of significant accounting policies followed by the Fund in the preparation of its schedule of investments.

Security Valuation. Portfolio securities listed or traded on a nationally recognized securities exchange or traded in the U.S. over-the-counter market for which market quotations are readily available are valued at the last quoted sale price or a market's official closing price as of the close of business on the day the securities are being valued. If there were no sales that day, the security is valued at the average of the closing bid and asked prices or, if there were no asked prices quoted on that day, then the security is valued at the closing bid price on that day. If no bid or asked prices are quoted on such day, the security is valued at the most recently available price or, if the Board of Directors (the "Board") so determines, by such other method as the Board shall determine in good faith to reflect its fair market value. Portfolio securities traded on more than one national securities exchange or market are valued according to the broadest and most representative market, as determined by Gabelli Funds, LLC (the "Adviser").

Portfolio securities primarily traded on a foreign market are generally valued at the preceding closing values of such securities on the relevant market, but may be fair valued pursuant to procedures established by the Board if market conditions change significantly after the close of the foreign market, but prior to the close of business on the day the securities are being valued. Debt instruments with remaining maturities of sixty days or less that are not credit impaired are valued at amortized cost, unless the Board determines such amount does not reflect the securities' fair value, in which case these securities will be fair valued as determined by the Board. Debt instruments having a maturity greater than sixty days for which market quotations are readily available are valued at the average of the latest bid and asked prices. If there were no asked prices quoted on such day, the security is valued using the closing bid price. U.S. government obligations with maturities greater than sixty days are normally valued using a model that incorporates market observable data such as reported sales of similar securities, broker quotes, yields, bids, offers, and reference data. Certain securities are valued principally using dealer quotations. Futures contracts are valued at the closing settlement price of the exchange or board of trade on which the applicable contract is traded.

Securities and assets for which market quotations are not readily available are fair valued as determined by the Board. Fair valuation methodologies and procedures may include, but are not limited to: analysis and review of available financial and non-financial information about the company; comparisons with the valuation and changes in valuation of similar securities, including a comparison of foreign securities with the equivalent U.S. dollar value ADR securities at the close of the U.S. exchange; and evaluation of any other information that could be indicative of the value of the security.

The inputs and valuation techniques used to measure fair value of the Fund's investments are summarized into three levels as described in the hierarchy below:

- Level 1 – quoted prices in active markets for identical securities;
- Level 2 – other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.); and
- Level 3 – significant unobservable inputs (including the Fund's determinations as to the fair value of investments).

The Gabelli ABC Fund

Notes to Schedule of Investments (Continued) (Unaudited)

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input both individually and in the aggregate that is significant to the fair value measurement. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. The summary of the Fund's investments in securities and other financial instruments by inputs used to value the Fund's investments as of September 30, 2011 is as follows:

	Valuation Inputs			Total Market Value at 9/30/11
	Level 1 Quoted Prices	Level 2 Other Significant Observable Inputs	Level 3 Significant Unobservable Inputs	
INVESTMENTS IN SECURITIES:				
ASSETS (Market Value):				
Common Stocks:				
Broadcasting	\$ 678,619	—	\$ 0	\$ 678,619
Energy and Utilities	42,601,133	\$ 2,250	30,900	42,634,283
Entertainment	2,056,320	—	58,243	2,114,563
Equipment and Supplies	103,685	—	5,000	108,685
Health Care	40,213,878	—	33,000	40,246,878
Telecommunications	4,133,072	—	0	4,133,072
Wireless Communications	1,934,825	—	82	1,934,907
Other Industries (a)	166,492,245	—	—	166,492,245
Total Common Stocks	258,213,777	2,250	127,225	258,343,252
Preferred Stocks:				
Communications Equipment	—	—	0	0
Home Furnishings	—	—	0	0
Other Industries (a)	239,670	—	—	239,670
Total Preferred Stocks	239,670	—	0	239,670
Rights:				
Health Care	424,016	—	9,500	433,516
Total Rights	424,016	—	9,500	433,516
Warrants:				
Automotive: Parts and Accessories	75	—	—	75
Broadcasting	—	—	0	0
Total Warrants	75	—	0	75
Convertible Corporate Bonds	—	6,556,625	—	6,556,625
Corporate Bonds	133,150	300,000	2,250	435,400
U.S. Government Obligations	—	274,609,971	—	274,609,971
TOTAL INVESTMENTS IN SECURITIES – ASSETS	\$259,010,688	\$281,468,846	\$138,975	\$540,618,509
OTHER FINANCIAL INSTRUMENTS:				
ASSETS (Unrealized Appreciation): *				
FOREIGN CURRENCY EXCHANGE CONTRACTS				
Forward Foreign Exchange Contracts	\$ —	\$ 419,985	\$ —	\$ 419,985
EQUITY CONTRACT				
Contract for Difference Swap Agreement	—	4,367	—	4,367
TOTAL OTHER FINANCIAL INSTRUMENTS	\$ —	\$ 424,352	\$ —	\$ 424,352

(a) Please refer to the Schedule of Investments ("SOI") for the industry classifications of these portfolio holdings.

* Other financial instruments are derivatives reflected in the SOI, such as futures, forwards, and swaps, which are valued at the unrealized appreciation/depreciation of the instrument.

The Gabelli ABC Fund

Notes to Schedule of Investments (Continued) (Unaudited)

The Fund did not have significant transfers between Level 1 and Level 2 during the period ended September 30, 2011.

The following table reconciles Level 3 investments for which significant unobservable inputs were used to determine fair value:

	Balance as of 12/31/10	Accrued discounts/ (premiums)	Realized gain/ (loss)	Change in unrealized appreciation/ depreciation	Purchases	Sales	Transfers into Level 3†	Transfers out of Level 3†	Balance as of 9/30/11	Net change in unrealized appreciation/ depreciation during the period on Level 3 investments held at 9/30/11
INVESTMENTS IN SECURITIES:										
ASSETS (Market Value):										
Common Stocks:										
Broadcasting	\$ 0	\$—	\$ —	\$ —	\$—	\$ —	\$—	\$ —	\$ 0	\$ —
Energy and Utilities	0	—	—	30,900	0	—	—	—	30,900	30,900
Entertainment	45,596	—	—	12,647	—	—	—	—	58,243	12,647
Equipment and Supplies	—	—	—	5,000	0	—	—	—	5,000	5,000
Financial Services	—	—	153,750	—	0	(153,750)	—	—	—	—
Health Care	33,000	—	—	—	—	—	—	—	33,000	—
Telecommunications	0	—	—	—	—	—	—	—	0	—
Wireless Communications	78	—	—	4	—	—	—	—	82	4
Total Common Stocks	78,674	—	153,750	48,551	0	(153,750)	—	—	127,225	48,551
Preferred Stocks:										
Communications Equipment	0	—	—	—	—	—	—	—	0	—
Home Furnishings	0	—	—	—	—	—	—	—	0	—
Total Preferred Stocks	0	—	—	—	—	—	—	—	0	—
Rights:										
Health Care	—	—	—	9,500	0	—	—	—	9,500	9,500
Total Rights	—	—	—	9,500	0	—	—	—	9,500	9,500
Warrants:										
Broadcasting	0	—	—	—	—	—	—	—	0	—
Total Warrants	0	—	—	—	—	—	—	—	0	—
Convertible Corporate Bonds	224,280	—	—	—	—	—	—	(224,280)	—	—
Corporate Bonds	2,250	—	—	—	—	—	—	—	2,250	—
TOTAL INVESTMENTS IN SECURITIES	\$305,204	\$—	\$153,750	\$58,051	\$ 0	\$(153,750)	\$—	\$(224,280)	\$138,975	\$58,051

† The Fund's policy is to recognize transfers into and transfers out of Level 3 as of the beginning of the reporting period.

In May 2011, the FASB issued Accounting Standards Update ("ASU") No. 2011-04 "Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and International Financial Reporting Standards ("IFRS')." ASU 2011-04 includes common requirements for measurement of and disclosure about fair value between U.S. GAAP and IFRS. ASU 2011-04 will require reporting entities to disclose the following information for fair value measurements categorized within Level 3 of the fair value hierarchy: quantitative information about the unobservable inputs used in the fair value measurement, the valuation processes used by the reporting entity, and a narrative description of the sensitivity of the fair value measurement to changes in unobservable inputs and the interrelationships between those unobservable inputs.

The Gabelli ABC Fund

Notes to Schedule of Investments (Continued) (Unaudited)

In addition, ASU 2011-04 will require reporting entities to make disclosures about amounts and reasons for all transfers into and out of Level 1 and Level 2 fair value measurements. The new and revised disclosures are effective for interim and annual reporting periods beginning after December 15, 2011. At this time, management is evaluating the implications of ASU 2011-04 and its impact on the financial statements.

Foreign Currency Translations. The books and records of the Fund are maintained in U.S. dollars. Foreign currencies, investments, and other assets and liabilities are translated into U.S. dollars at current exchange rates. Purchases and sales of investment securities, income, and expenses are translated at the exchange rate prevailing on the respective dates of such transactions. Unrealized gains and losses that result from changes in foreign exchange rates and/or changes in market prices of securities have been included in unrealized appreciation/depreciation on investments and foreign currency translations. Net realized foreign currency gains and losses resulting from changes in exchange rates include foreign currency gains and losses between trade date and settlement date on investment securities transactions, foreign currency transactions, and the difference between the amounts of interest and dividends recorded on the books of the Fund and the amounts actually received. The portion of foreign currency gains and losses related to fluctuation in exchange rates between the initial purchase trade date and subsequent sale trade date is included in realized gain/(loss) on investments.

Foreign Securities. The Fund may directly purchase securities of foreign issuers. Investing in securities of foreign issuers involves special risks not typically associated with investing in securities of U.S. issuers. The risks include possible revaluation of currencies, the inability to repatriate funds, less complete financial information about companies, and possible future adverse political and economic developments. Moreover, securities of many foreign issuers and their markets may be less liquid and their prices more volatile than securities of comparable U.S. issuers.

Foreign Taxes. The Fund may be subject to foreign taxes on income, gains on investments, or currency repatriation, a portion of which may be recoverable. The Fund will accrue such taxes and recoveries as applicable, based upon its current interpretation of tax rules and regulations that exist in the markets in which it invests.

Restricted and Illiquid Securities. The Fund may invest up to 15% of its net assets in securities for which the markets are illiquid. Illiquid securities include securities the disposition of which is subject to substantial legal or contractual restrictions. The sale of illiquid securities often requires more time and results in higher brokerage charges or dealer discounts and other selling expenses than does the sale of securities eligible for trading on national securities exchanges or in the over-the-counter markets. Restricted securities may sell at a price lower than similar securities that are not subject to restrictions on resale. Securities freely saleable among qualified institutional investors under special rules adopted by the SEC may be treated as liquid if they satisfy liquidity standards established by the Board. The continued liquidity of such securities is not as well assured as that of publicly traded securities, and accordingly the Board will monitor their liquidity. For the restricted and illiquid securities the Fund held as of September 30, 2011, refer to the Schedule of Investments.

Derivative Financial Instruments. The Fund may engage in various portfolio investment strategies by investing in a number of derivative financial instruments for the purposes of increasing the income of the Fund,

The Gabelli ABC Fund

Notes to Schedule of Investments (Continued) (Unaudited)

hedging against changes in the value of its portfolio securities and in the value of securities it intends to purchase, or hedging against a specific transaction with respect to either the currency in which the transaction is denominated or another currency. Investing in certain derivative financial instruments, including participation in the options, futures, or swap markets, entails certain execution, liquidity, hedging, tax, and securities, interest, credit, or currency market risks. Losses may arise if the Adviser's prediction of movements in the direction of the securities, foreign currency, and interest rate markets is inaccurate. Losses may also arise if the counterparty does not perform its duties under a contract, or that, in the event of default, the Fund may be delayed in or prevented from obtaining payments or other contractual remedies owed to it under derivative contracts. The creditworthiness of the counterparties is closely monitored in order to minimize these risks. Participation in derivative transactions involves investment risks, transaction costs, and potential losses to which the Fund would not be subject absent the use of these strategies. The consequences of these risks, transaction costs, and losses may have a negative impact on the Fund's ability to pay distributions.

The Fund's derivative contracts held at September 30, 2011, if any, are not accounted for as hedging instruments under GAAP and are disclosed in the Schedule of Investments, together with the related counter party.

Swap Agreements. The Fund may enter into equity contract for difference swap transactions for the purpose of increasing the income of the Fund. The use of swaps is a highly specialized activity that involves investment techniques and risks different from those associated with ordinary portfolio security transactions. In an equity for contract difference swap, a set of future cash flows is exchanged between two counterparties. One of these cash flow streams will typically be based on a reference interest rate combined with the performance of a notional value of shares of a stock. The other will be based on the performance of the shares of a stock. Depending on the general state of short-term interest rates and the returns on the Fund's portfolio securities at the time a swap transaction reaches its scheduled termination date, there is a risk that the Fund will not be able to obtain a replacement transaction or that the terms of the replacement will not be as favorable as on the expiring transaction.

The Fund has entered into an equity contract for difference swap agreement with The Goldman Sachs Group, Inc. Details of the swap at September 30, 2011 are reflected within the Schedule of Investments and further details as follows:

<u>Notional Amount</u>	<u>Equity Security Received</u>	<u>Interest Rate/ Equity Security Paid</u>	<u>Termination Date</u>	<u>Net Unrealized Appreciation</u>
\$2,778,632 (70,000 Shares)	Market Value Appreciation on: Autonomy Corp. plc	One month LIBOR plus 90 bps plus Market Value Depreciation on: Autonomy Corp. plc	9/26/12	\$4,367

Futures Contracts. The Fund may engage in futures contracts for the purpose of hedging against changes in the value of its portfolio securities and in the value of securities it intends to purchase. Upon entering into a futures contract, the Fund is required to deposit with the broker an amount of cash or cash equivalents equal to a certain percentage of the contract amount. This is known as the "initial margin." Subsequent payments ("variation margin") are made or received by the Fund each day, depending on the daily fluctuations in the value of the contract, which are included in unrealized appreciation/depreciation on futures contracts. The Fund recognizes a realized gain or loss when the contract is closed.

The Gabelli ABC Fund

Notes to Schedule of Investments (Continued) (Unaudited)

There are several risks in connection with the use of futures contracts as a hedging instrument. The change in value of futures contracts primarily corresponds with the value of their underlying instruments, which may not correlate with the change in value of the hedged investments. In addition, there is the risk that the Fund may not be able to enter into a closing transaction because of an illiquid secondary market. At September 30, 2011, the Fund held no investments in futures contracts.

Forward Foreign Exchange Contracts. The Fund may engage in forward foreign exchange contracts for the purpose of hedging a specific transaction with respect to either the currency in which the transaction is denominated or another currency as deemed appropriate by the Adviser. Forward foreign exchange contracts are valued at the forward rate and are marked-to-market daily. The change in market value is included in unrealized appreciation/depreciation on foreign currency translations. When the contract is closed, the Fund records a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed.

The use of forward foreign exchange contracts does not eliminate fluctuations in the underlying prices of the Fund's portfolio securities, but it does establish a rate of exchange that can be achieved in the future. Although forward foreign exchange contracts limit the risk of loss due to a decline in the value of the hedged currency, they also limit any potential gain that might result should the value of the currency increase. Forward foreign exchange contracts at September 30, 2011 are reflected within the Schedule of Investments.

The following table summarizes the net unrealized appreciation/depreciation of derivatives held at September 30, 2011 by primary risk exposure:

Assets Derivatives:	Net Unrealized Appreciation
Forward Foreign Exchange Contract	\$419,985
Equity Contract	<u>43,673</u>
	<u>\$463,658</u>

Tax Information. The Fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code of 1986, as amended.

Under the recently enacted Regulated Investment Company Modernization Act of 2010, the Fund will be permitted to carryforward capital losses incurred in taxable years beginning after December 22, 2010 for an unlimited period. In addition, post-enactment capital losses that are carried forward will retain their character as either short-term or long-term capital losses rather than being considered all short-term as under previous law.

We have separated the portfolio manager's commentary from the financial statements and investment portfolio due to corporate governance regulations stipulated by the Sarbanes-Oxley Act of 2002. We have done this to ensure that the content of the portfolio manager's commentary is unrestricted. The financial statements and investment portfolio are mailed separately from the commentary. Both the commentary and the financial statements, including the portfolio of investments, will be available on our website at www.gabelli.com.

Gabelli/GAMCO Funds and Your Personal Privacy

Who are we?

The Gabelli/GAMCO Funds are investment companies registered with the Securities and Exchange Commission under the Investment Company Act of 1940. We are managed by Gabelli Funds, LLC, which is affiliated with GAMCO Investors, Inc. GAMCO Investors, Inc. is a publicly held company that has subsidiaries that provide investment advisory or brokerage services for a variety of clients.

What kind of non-public information do we collect about you if you become a Fund shareholder?

If you apply to open an account directly with us, you will be giving us some non-public information about yourself. The non-public information we collect about you is:

- *Information you give us on your application form.* This could include your name, address, telephone number, social security number, bank account number, and other information.
- *Information about your transactions with us, any transactions with our affiliates, and transactions with the entities we hire to provide services to you.* This would include information about the shares that you buy or redeem. If we hire someone else to provide services—like a transfer agent—we will also have information about the transactions that you conduct through them.

What information do we disclose and to whom do we disclose it?

We do not disclose any non-public personal information about our customers or former customers to anyone other than our affiliates, our service providers who need to know such information, and as otherwise permitted by law. If you want to find out what the law permits, you can read the privacy rules adopted by the Securities and Exchange Commission. They are in volume 17 of the Code of Federal Regulations, Part 248. The Commission often posts information about its regulations on its website, www.sec.gov.

What do we do to protect your personal information?

We restrict access to non-public personal information about you to the people who need to know that information in order to provide services to you or the Fund and to ensure that we are complying with the laws governing the securities business. We maintain physical, electronic, and procedural safeguards to keep your personal information confidential.

GABELLI FAMILY OF FUNDS

VALUE

Gabelli Asset Fund

Seeks to invest primarily in a diversified portfolio of common stocks selling at significant discounts to their private market value. The Fund's primary objective is growth of capital. (Multiclass) Team Managed

Gabelli Blue Chip Value Fund

Seeks long term growth of capital through investment primarily in the common stocks of established companies which are temporarily out of favor. The fund's objective is to identify a catalyst or sequence of events that will return the company to a higher value. (Multiclass)

Portfolio Manager: Barbara G. Marcini, CFA

GAMCO Westwood Equity Fund

Seeks to invest primarily in the common stock of well seasoned companies that have recently reported positive earnings surprises and are trading below Westwood's proprietary growth rate estimates. The Fund's primary objective is capital appreciation. (Multiclass)

Portfolio Manager: Susan M. Byrne

FOCUSED VALUE

Gabelli Value Fund

Seeks to invest in securities of companies believed to be undervalued. The Fund's primary objective is long-term capital appreciation. (Multiclass)

Team Managed

SMALL CAP

Gabelli Small Cap Growth Fund

Seeks to invest primarily in common stock of smaller companies (market capitalizations at the time of investment of \$2 billion or less) believed to have rapid revenue and earnings growth potential. The Fund's primary objective is capital appreciation. (Multiclass)

Portfolio Manager: Mario J. Gabelli, CFA

GAMCO Westwood SmallCap Equity Fund

Seeks to invest primarily in smaller capitalization equity securities – market caps of \$2.5 billion or less. The Fund's primary objective is long-term capital appreciation. (Multiclass)

Portfolio Manager: Nicholas F. Galluccio

Gabelli Woodland Small Cap Value Fund

Seeks to invest primarily in the common stocks of smaller companies (market capitalizations generally less than \$3.0 billion) believed to be undervalued with shareholder oriented management teams that are employing strategies to grow the company's value. The Fund's primary objective is capital appreciation. (Multiclass)

Portfolio Manager: Elizabeth M. Lilly, CFA

GROWTH

GAMCO Growth Fund

Seeks to invest primarily in large cap stocks believed to have favorable, yet undervalued, prospects for earnings growth. The Fund's primary objective is capital appreciation. (Multiclass)

Portfolio Manager: Howard F. Ward, CFA

GAMCO International Growth Fund

Seeks to invest in the equity securities of foreign issuers with long-term capital appreciation potential. The Fund offers investors global diversification. (Multiclass)

Portfolio Manager: Caesar Bryan

AGGRESSIVE GROWTH

GAMCO Global Growth Fund

Seeks capital appreciation through a disciplined investment program focusing on the globalization and interactivity of the world's marketplace. The Fund invests in companies at the forefront of accelerated growth. The Fund's primary objective is capital appreciation. (Multiclass) Team Managed

MICRO-CAP

GAMCO Westwood Mighty MitesSM Fund

Seeks to invest in micro-cap companies that have market capitalizations of \$500 million or less. The Fund's primary objective is long-term capital appreciation. (Multiclass) Team Managed

EQUITY INCOME

Gabelli Equity Income Fund

Seeks to invest primarily in equity securities with above average market yields. The Fund pays monthly dividends and seeks a high level of total return with an emphasis on income. (Multiclass)

Portfolio Manager: Mario J. Gabelli, CFA

GAMCO Westwood Balanced Fund

Seeks to invest in a balanced and diversified portfolio of stocks and bonds. The Fund's primary objective is both capital appreciation and current income. (Multiclass)

Co-Portfolio Managers: Susan M. Byrne
Mark R. Freeman, CFA

GAMCO Westwood Income Fund

Seeks to provide a high level of current income as well as long-term capital appreciation by investing in income producing equity and fixed income securities. (Multiclass)

Portfolio Manager: Barbara G. Marcini, CFA

SPECIALTY EQUITY

GAMCO Vertumnus Fund (formerly GAMCO Global Convertible Securities Fund)

Seeks to invest principally in bonds and preferred stocks which are convertible into common stock of foreign and domestic companies. The Fund's primary objective is total return through a combination of current income and capital appreciation. (Multiclass)

Portfolio Manager: Mario J. Gabelli, CFA

GAMCO Global Opportunity Fund

Seeks to invest in common stock of companies which have rapid growth in revenues and earnings and potential for above average capital appreciation or are undervalued. The Fund's primary objective is capital appreciation. (Multiclass) Team Managed

Gabelli SRI Green Fund

Seeks to invest in common and preferred stocks meeting guidelines for social responsibility (avoiding defense contractors and manufacturers of alcohol, abortifacients, gaming, and tobacco products) and sustainability (companies engaged in climate change, energy security and independence, natural resource shortages, organic living, and urbanization). The Fund's primary objective is capital appreciation. (Multiclass) Team Managed

SECTOR

GAMCO Global Telecommunications Fund

Seeks to invest in telecommunications companies throughout the world – targeting undervalued companies with strong earnings and cash flow dynamics. The Fund's primary objective is capital appreciation. (Multiclass) Team Managed

GAMCO Gold Fund

Seeks to invest in a global portfolio of equity securities of gold mining and related companies. The Fund's objective is long-term capital appreciation. Investment in gold stocks is considered speculative and is affected by a variety of worldwide economic, financial, and political factors. (Multiclass)

Portfolio Manager: Caesar Bryan

Gabelli Utilities Fund

Seeks to provide a high level of total return through a combination of capital appreciation and current income. (Multiclass)

Portfolio Manager: Mario J. Gabelli, CFA

MERGER AND ARBITRAGE

Gabelli ABC Fund

Seeks to invest in securities with attractive opportunities for appreciation or investment income. The Fund's primary objective is total return in various market conditions without excessive risk of capital loss. (No-load)

Portfolio Manager: Mario J. Gabelli, CFA

Gabelli Enterprise Mergers and Acquisitions Fund

Seeks to invest in securities believed to be likely acquisition targets within 12–18 months or in arbitrage transactions of publicly announced mergers or other corporate reorganizations. The Fund's primary objective is capital appreciation. (Multiclass)

Portfolio Manager: Mario J. Gabelli, CFA

CONTRARIAN

GAMCO Mathers Fund

Seeks long-term capital appreciation in various market conditions without excessive risk of capital loss. (No-load)

Portfolio Manager: Henry Van der Eb, CFA

Comstock Capital Value Fund

Seeks capital appreciation and current income. The Fund may use either long or short positions to achieve its objective. (Multiclass)

Portfolio Managers: Charles L. Minter
Martin Weiner, CFA

FIXED INCOME

GAMCO Westwood Intermediate Bond Fund

Seeks to invest in a diversified portfolio of bonds with various maturities. The Fund's primary objective is total return. (Multiclass)

Portfolio Manager: Mark R. Freeman, CFA

CASH MANAGEMENT-MONEY MARKET

Gabelli U.S. Treasury Money Market Fund

Seeks to invest exclusively in short-term U.S. Treasury securities. The Fund's primary objective is to provide high current income consistent with the preservation of principal and liquidity. (No-load)

Co-Portfolio Managers: Judith A. Raneri
Ronald S. Eaker

An investment in the above Money Market Fund is neither insured nor guaranteed by the Federal Deposit Insurance Corporation or any government agency. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it is possible to lose money by investing in the Fund.

The Funds may invest in foreign securities which involve risks not ordinarily associated with investments in domestic issues, including currency fluctuation, economic, and political risks.

To receive a prospectus, call 800-GABELLI (800-422-3554). Investors should carefully consider the investment objectives, risks, charges, and expenses of a fund before investing. The prospectus contains more information about this and other matters and should be read carefully before investing. Distributed by G.distributors, LLC, One Corporate Center, Rye, NY 10580.

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The Gabelli ABC Fund

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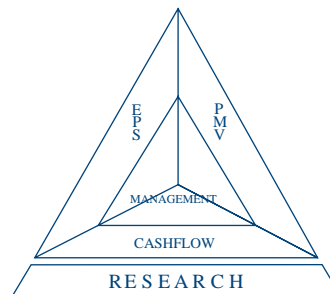
fax: 914-921-5118

website: www.gabelli.com

e-mail: info@gabelli.com

Net Asset Value per share available daily by calling

800-GABELLI after 7:00 P.M.



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The Gabelli ABC Fund

Morningstar® rated the Gabelli ABC Fund Class AAA Shares 5 stars overall and 5 stars for the three and five year periods and 4 stars for the ten year period ended September 30, 2011 among 676, 676, 601, and 404 Mid-Cap Growth funds, respectively. †

† Morningstar Rating™ is based on risk-adjusted returns.

This report is submitted for the general information of the shareholders of The Gabelli ABC Fund. It is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

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THIRD QUARTER REPORT SEPTEMBER 30, 2011