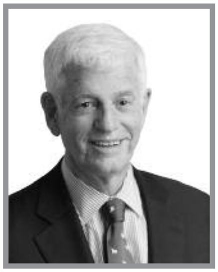
The GDL Fund

Shareholder Commentary – June 30, 2018

(Y)our Portfolio Management Team





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To Our Shareholders,

For the quarter ended June 30, 2018, the net asset value ("NAV") total return of The GDL Fund was 0.1%, compared with a total return of 0.5% for the ICE Bank of America Merrill Lynch 3 Month U.S. Treasury Bill Index. The total return for the Fund's publicly traded shares was (0.4)%. The Fund's NAV per share was $11.18, while the price of the publicly traded shares closed at $9.18 on the New York Stock Exchange ("NYSE").

Comparative Results

Average Annual Returns through June 30, 2018 (a)

	Quarter	1 Year	3 Year	5 Year	10 Year	Since Inception (01/31/07)
GDL Fund						
NAV Total Return (b)	0.08%	(0.89)%	2.03%	2.82%	2.80%	2.66%
Investment Total Return (c)	(0.44)	(6.22)	2.35	2.41	3.15	1.53
ICE Bank of America Merrill Lynch 3 Month U.S. Treasury Bill Index	0.45	1.36	0.68	0.42	0.35	0.81

(a) *Returns represent past performance and do not guarantee future results. Investment returns and the principal value of an investment will fluctuate. When shares are sold, they may be worth more or less than their original cost. Current performance may be lower or higher than the performance data presented. Visit www.gabelli.com for performance information as of the most recent month end. Performance returns for periods of less than one year are not annualized. Investors should carefully consider the investment objectives, risks, charges, and expenses of the Fund before investing.* The ICE Bank of America Merrill Lynch 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 not reinvested for the ICE Bank of America Merrill Lynch 3 Month U.S. Treasury Bill Index. You cannot invest directly in an index.

(b) Total returns and average annual returns reflect changes in the NAV per share and reinvestment of distributions at NAV on the ex-dividend date and are net of expenses. Since inception return is based on an initial NAV of $19.06.

(c) Total returns and average annual returns reflect changes in closing market values on the NYSE and reinvestment of distributions. Since inception return is based on an initial offering price of $20.00.

Premium / Discount Discussion

As a refresher for our shareholders, the NAV of any fund is the total market value of the securities and other assets held by a fund, less any liabilities. The NAV is calculated each business day and presented on a per share basis. However, the price of a closed end fund is determined in the open market by willing buyers and sellers. Shares of the Fund trade on the NYSE under the symbol “GDL” and may trade at a premium to (higher than) net asset value or at a discount to (lower than) net asset value.

Ideally, the Fund’s market price will generally track the NAV. However, the Fund’s premium or discount to NAV may vary over time. It is important to remember that “Mr. Market” is a pendulum that swings both ways, and any number of factors can influence that swing on a day to day basis. This is also the case with our Fund, which invests in merger arbitrage deals, and therefore is not particularly correlated with the market in general.

Commentary

Thus far, 2018 has been a record setting year for global merger activity. In the first quarter, corporate buyers engaged in a record breaking $1.2 trillion worth of transactions[1], and the robust appetite for corporate assets continued in the second quarter. Over $1 trillion in transaction value was announced in the second quarter, bringing the first half total to $2.5 trillion, a record setting number. As was the case in the first quarter, deal volume in the first half of the year was driven by larger transactions. Of the $2.5 trillion in global deal activity announced in the first half of the year, $1.3 trillion came from eighty-one transactions that exceeded $5 billion in size. It should be noted that overall deal count in the first half of the year declined 10% from 2017 levels to 23,050, further highlighting the impact that larger transactions had on overall deal volume. Demand for U.S. and European targets also represented a significant driver of total deal volumes in the first half of the year. Merger and acquisition (M&A) activity in the U.S. increased 79% year over year to $1 trillion, and increased 97% year over year in Europe to $784.9 billion.

The first half of 2018 also proved to be the strongest first half on record for cross border deal activity, as volumes surged 84% year over year to $1 trillion. Cross border merger activity represented 41% of the $2.5 trillion in announced deals in the first half of the year, a 36% increase over 2017 levels.

Merger activity in the Energy & Power sector continued to surge as volumes totaled $388.7 billion in the first half of the year, a new record. Sector performance was rounded out by Media, Healthcare, and Industrials. Media and Healthcare each represented 13% of total M&A activity and Industrials accounted for 10% of total M&A activity in the first half of the year.

As the Federal Reserve continues to raise rates, it is important to recall that, historically, there has been a positive correlation between interest rates and arbitrage spreads. This is due to the fact that the spread is driven by the risks inherent to a particular deal as well as the risk-free rate. Typically, as the risk-free rate rises, so do annualized spreads. Corporations have held high cash balances and shown an appetite to grow inorganically since quantitative easing took effect in 2008. And while the appetite to grow inorganically has remained strong, the supply of high quality assets has come down, leading to increased competition and bidding wars that should be a positive for the arbitrage community. This competitive dynamic has been magnified by U.S. tax reform, as lower tax rates have freed up even more cash for corporations to do deals. We anticipate that this will continue to drive M&A into the future.

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[1] Thomson Reuters Mergers & Acquisitions Review Second Quarter 2018

Done Deals

Blackhawk Network Holdings Inc. is a Pleasanton, California-based financial technology company focused primarily on the distribution of physical and digital gift cards. On January 16, 2018, HAWK agreed to be acquired by Silver Lake and P2 Capital for $45.25 per share in cash, representing a $3.5 billion total enterprise value. The transaction required shareholder and regulatory approvals, and closed on June 18, 2018. The Fund earned a 12.26% annualized return.

Blue Buffalo Pet Products Inc. is a Wilton, Connecticut-based pet food company that develops and sells food products under its various BLUE brand lines, including BLUE Life Protection Formula, BLUE Wilderness, BLUE Basics, BLUE Freedom, and BLUE Natural Veterinary Diet. On February 23, 2018, BUFF agreed to be acquired by General Mills for $40 per share in cash, valuing the company at $8 billion. GIS received regulatory approval and the necessary shareholder vote from Invus LP, and the founding Bishop family. The transaction closed on April 24, 2018. The Fund earned a 4.03% annualized return.

Callidus Software Inc. is a Dublin, California-based enterprise software company that provides cloud-based solutions around sales data. On January 29, 2018 CALD agreed to be acquired by SAP SE for $36 per share in cash, representing $2.4 billion total enterprise value. The transaction required shareholder and regulatory approvals, and closed on April 5, 2018. The Fund earned a 3.15% annualized return.

CSRA Inc. is a Falls Church, Virginia-based IT company that provides services to enterprises and government agencies, including the NSA. On February 12, 2018, CSRA agreed to be acquired by General Dynamics for $40.75 per share in cash. On March 18, 2018, CACI International offered to acquire CSRA for $15 per share in cash and 0.184 CACI shares, representing a total consideration of $44 per share. In response, General Dynamics increased its all cash offer to $41.25 per share and, subsequently, CACI dropped out of the bidding war. General Dynamic’s new offer required the tender of a simple majority of CSRA shares outstanding and regulatory approval. The transaction closed on April 3, 2018. The Fund earned an 11.61% annualized return.

DST Systems Inc. is a Kansas City, Missouri-based information processing company that provides data management and other services to the Healthcare and Financial Services sectors. On January 11, 2018, DST agreed to be acquired by SS&C Technologies Holdings, Inc. for $84 per share in cash, representing a $5.4 billion total enterprise value. The transaction required DST shareholder approval and regulatory clearances, and closed on April 16, 2018. The Fund earned a 5.04% annualized return.

General Cable Corp. is Highland Heights, Kentucky-based cable manufacturer that sells fiber optic, copper and aluminum cables to the Telecom, Industrial and Construction sectors. On December 4, 2017, BGC agreed to be acquired by Prysmian Group for $30 per share in cash, representing a $3 billion total enterprise value. The transaction required shareholder and regulatory approvals, and closed on June 6, 2018. The Fund earned a 10.17% annualized return.

Microsemi Corp. is an Aliso Viejo, California-based semiconductor company that operates primarily in the Aerospace, Defense, and Communications sectors. On March 1, 2018 MSCC agreed to be acquired by Microchip Technology for $68.78 cash per share, representing a total enterprise value of $10.15 billion. The transaction required shareholder and regulatory approvals, and closed on May 29, 2018. The Fund earned a 6.68% annualized return.

Orbital ATK Inc. is a Dulles, Virginia-based Aerospace and Defense company. On September 18, 2017, OA agreed to be acquired by Northrop Grumman Corp. for $134.50 per share in cash, representing a $7.8 billion equity valuation. OA received shareholder and regulatory approvals, and the transaction closed on June 6, 2018. The Fund earned a 5.13% annualized return.

Time Warner Inc. is a New York, New York-based global media company. On October 22, 2016, TWX agreed to be acquired by AT&T Inc. for $107.50 per share in cash and AT&T stock. The transaction required shareholder approval and, after a lengthy battle with the DOJ, won regulatory approval and closed on June 14, 2018. Given the stock consideration, we are not providing an annualized return at this time.

Pipeline

Abaxis Inc. (ABAX – $83.01 – NASDAQ) is a Union City, California-based medical company that provides point of care products to the veterinary industry. On May 16, 2018, ABAX agreed to be acquired by Zoetis Inc. for $83.00 per share in cash, representing a $2 billion valuation. The deal is subject to shareholder and regulatory approvals, and is expected to close before the end of 2018.

Financial Engines Inc. (FNGN – $44.90 – NASDAQ) is a Palo Alto, California-based independent investment advisor. On April 30, 2018, FNGN agreed to be taken private by Hellman & Friedman for $45 per share in cash, representing a $3.02 billion total enterprise value. The deal is subject to shareholder and regulatory approvals, and is expected to close in the third quarter of 2018.

Gramercy Property Trust (GPT – $27.32 – NYSE) is a New York, New York-based industrial real estate investment trust. On May 7, 2018, GPT agreed to be acquired by Blackstone Real Estate Partners for $27.50 per share in cash, representing a $7.6 billion transaction value. The deal is subject to shareholder and regulatory approvals, and is expected to close in the second half of 2018.

LaSalle Hotel Properties (LHO – $34.23 – NYSE) is a Bethesda, Maryland-based hotel REIT. On May 21, 2018, LHO agreed to be acquired by Blackstone Real Estate Partners for $33.50 per share in cash, representing a $4.8 billion valuation. The deal is subject to shareholder and regulatory approvals, and is expected to close in the third quarter of 2018. On June 11, 2018, LHO received a competing bid from Pebblebrook Hotel Trust of 0.92 PEB shares and a cash option. The LHO Board is continuing to support the Blackstone offer.

Mitel Networks Corp. (MITL – $10.97 – NASDAQ) is an Ottawa, Ontario-based enterprise cloud and software company. On April 24, 2018, MITL agreed to be acquired by Searchlight Capital Partners and a consortium of other investors for $11.15 per share in cash, representing a $2.0 billion total enterprise value. The deal is subject to shareholder, court, and regulatory approvals, and is expected to close in the second half of 2018.

Sky PLC (SKY – $19.29/£14.62 London Stock Exchange) is a London, UK-based media company that primarily operates sports, news, and entertainment assets across Europe. On December 9, 2016, Twenty-First Century Fox made an offer of £10.75 per share in cash to acquire the remaining interest of Sky PLC it did not already own. On April 25, 2018, Comcast made a competing bid to acquire Sky for £12.50 per share in cash. In response, on July 11, 2018, 21st Century Fox increased its offer to £14.00 per share in cash. Comcast countered the most recent Fox offer on July 11, 2018, increasing its bid to buy Sky to £14.75 per share in cash. The Sky board is currently recommending the Comcast offer, and a transaction is expected to close in 2018.

USG Corp. (USG – $43.12 – NYSE) is a Chicago, Illinois-based construction manufacturer. On June 11, 2018, USG agreed to be acquired by Gebr. Knauf KG for $44 per share in cash, representing a $7.0 billion transaction value. The deal is subject to shareholder and regulatory approvals, and is expected to close in early 2019.

VeriFone Systems Inc. (PAY – $22.82 – NYSE) is a San Jose, California-based payments company. On April 9, 2018, PAY agreed to be acquired by Francisco Partners and a consortium of other investors for $23.04 per share in cash, representing a $3.4 billion total enterprise value. The deal is subject to shareholder and regulatory approvals, and is expected to close in the third quarter of 2018.

XL Group Ltd. (XL – $55.95 – NYSE) is a Hamilton, Bermuda-based insurance and reinsurance company. On March 5, 2018, XL agreed to be acquired by AXA for $57.60 per share in cash, representing a total consideration of $15.3 billion. The deal is subject to shareholder and regulatory approvals, and is expected to close in the second half of 2018.

July 19, 2018

Top Ten Holdings
June 30, 2018

Validus Holdings Ltd.	NXP Semiconductors NV
Foundation Medicine Inc.	Parmalat SpA
VeriFone Systems Inc.	XL Group Ltd.
Gramercy Property Trust	Financial Engines Inc.
WGL Holdings Inc.	Mitel Networks Corp.

Note: The views expressed in this Shareholder Commentary reflect those of the Portfolio Manager only through the end of the period stated in this Shareholder Commentary. The Portfolio Manager's views are subject to change at any time based on market and other conditions. The information in this Shareholder Commentary represents the opinions of the individual Portfolio Manager and is not intended to be a forecast of future events, a guarantee of future results, or investment advice. Views expressed are those of the Portfolio Manager and may differ from those of other portfolio managers or of the Firm as a whole. This Shareholder Commentary does not constitute an offer of any transaction in any securities. Any recommendation contained herein may not be suitable for all investors. Information contained in this Shareholder Commentary has been obtained from sources we believe to be reliable, but cannot be guaranteed. Beneficial ownership of shares held in the Fund by Mr. Gabelli and various entities he is deemed to control are disclosed in the Fund's annual proxy statement.

Merger Arbitrage Risk. The principal risk associated with the Fund's investment strategy is that certain of the proposed reorganizations in which the Fund invests may be renegotiated, terminated, or involve a longer time frame than originally contemplated, in which case losses may be realized. The investment policies of the Fund are expected to lead to frequent changes in investments, which increase transaction costs to the Fund, and may also result in accelerated recognition of short term capital gain, which will be taxable to tax paying shareholders when distributed by the Fund.

Common Share Repurchase Plan

On November 8, 2006, the Board of Trustees of the Fund (the "Board") voted to authorize the repurchase of the Fund's common shares in the open market from time to time when such shares are trading at a discount of 7.5% or more from NAV. In total through June 30, 2018, the Fund has repurchased and retired 3,894,498 common shares in the open market under this share repurchase plan, at an average investment of $10.43 per share and an average discount of approximately 15% from its NAV. There were no shares repurchased during the second quarter of 2018.

Quarterly Distributions

The Fund paid a $0.10 per share cash distribution on June 22, 2018 to common shareholders of record on June 15, 2018. The Fund currently intends to make quarterly cash distributions of all or a portion of its investment company taxable income (which includes ordinary income and realized net short term capital gains) to common shareholders. The Fund also intends to make annual distributions of its realized net long term capital gains, if any. A portion of the distribution may be a return of capital. Various factors will affect the level of the Fund's income, such as its asset mix and use of merger arbitrage strategies. To permit the Fund to maintain more stable distributions, the Fund may from time to time distribute more or less than the entire amount of income earned in a particular period. Because the Fund's current quarterly distributions are subject to modification by the Board at any time and the Fund's income will fluctuate, there can be no assurance that the Fund will pay distributions at a particular rate or frequency.

Each quarter, the Board reviews the amount of any potential distribution from the income, capital gain, or capital available. The Board will continue to monitor the Fund's distribution level, taking into consideration the Fund's net asset value and the financial market environment. In light of the Fund's income, net asset value, and the financial market environment, the Board is reviewing the quarterly cash distribution amount for future periods. The distribution rate should not be considered the dividend yield or total return on an investment in the Fund.

If the Fund does not generate sufficient earnings (dividends and interest income and realized net capital gain) equal to or in excess of the aggregate distributions paid by the Fund in a given year, then the amount distributed in excess of the Fund's earnings would be deemed a return of capital. Since this would be considered a return of a portion of a shareholder's original investment, it is generally not taxable and is treated as a reduction in the shareholder's cost basis. Short term capital gains, qualified dividend income, ordinary income, and paid-in capital, if any, will be allocated on a pro-rata basis to all distributions to common shareholders for the year.

Based on the accounting records of the Fund currently available, each of the distributions paid to common shareholders in 2018 would include approximately 8% from net investment income, 37% from net capital gains, and 55% from paid-in capital on a book basis. The estimated components of each distribution are updated and provided to shareholders of record in a notice accompanying the distribution and are available on our website (www.gabelli.com). The final determination of the sources of all distributions in 2018 will be made after year end and can vary from the quarterly estimates. All shareholders with taxable accounts will receive written notification regarding the components and tax treatment for all 2018 distributions in early 2019 via Form 1099-DIV.

Series C Cumulative Puttable and Callable Preferred Shares – Successful Offering

The Fund is pleased to announce the completion of a rights offering (the “Offering”) in which the Fund issued 2,624,025 Series C Cumulative Puttable and Callable Preferred Shares (the "Series C Preferred"), totaling $131,201,250. Pursuant to the Offering, the Fund issued one non-transferable right (a “Right”) for each outstanding Series B Cumulative Puttable and Callable Preferred Share (the "Series B Preferred") of the Fund to Series B Preferred shareholders of record as of February 14, 2018. Holders of Rights were entitled to purchase the Series C Preferred with any combination of cash or surrender of the Series B Preferred at liquidation preference. Therefore, one Right plus $50.00, or one Right plus one share of Series B Preferred with a liquidation value of $50.00 per share, was required to purchase each share of the Series C Preferred. The Offering expired at 5:00 PM Eastern Time on March 20, 2018. The Offering was over-subscribed. The Fund received subscriptions (including oversubscription requests and notices of guaranteed delivery) for over 3 million Series C Preferred shares, totaling approximately $153 million. Approximately 82% of the Series C Preferred shares were subscribed for in the primary subscription.

Pursuant to the Offering, the remaining 18% of the Series C Preferred shares were allocated according to the terms of the oversubscription privilege. Approximately 1.72 million Series B Preferred shares with a liquidation value of $50.00 per share, or approximately $86 million, were surrendered by subscribing shareholders to acquire Series C Preferred shares. The surrendered Series B Preferred shares were retired. All of the Series C Preferred shares subscribed for in the primary subscription and allocated according to the terms of the over-subscription privilege were issued on March 26, 2018. As previously announced, the proceeds raised in the Offering were used to redeem the remaining outstanding Series B Preferred shares.

We thank all our subscribing shareholders as well as the full service brokers and financial advisers who assisted our shareholders throughout the Offering.

Series B Cumulative Puttable and Callable Preferred Shares – Full Redemption

The Fund redeemed all issued and outstanding Series B Cumulative Puttable and Callable Preferred Shares (the “Series B Preferred Shares”) at $50.2625 per Series B Preferred Share (the "Redemption Price"), consisting of $50.00 per Series B Preferred Share (the liquidation preference) plus all accumulated and unpaid dividends through the redemption date of May 29, 2018. From and after the redemption date, the Series B Preferred Shares were no longer deemed to be outstanding, dividends ceased to accumulate and all the rights of the preferred shareholders of the Fund with respect to the Series B Preferred Shares ceased, except the right to receive the Redemption Price, without interest.

Series C Cumulative Puttable and Callable Preferred Shares Initial Quarterly Distribution

The Fund declared a $0.50 per share initial cash distribution payable on June 26, 2018 to Series C preferred shareholders of record on June 19, 2018. The Series C Preferred Shares, which trade on the New York Stock Exchange under the symbol “GDL Pr C”, were issued on March 26, 2018 at $50.00 per share. This initial distribution represents the dividend accumulation period from March 26, 2018 to June 26, 2018. The Series C Preferred will pay distributions quarterly at an annualized dividend rate of 4.00% of the $50.00 per share liquidation preference of the Series C Preferred for the quarterly dividend periods ending on or prior to March 26, 2019 (“Year 1”). At least 30 days prior to the end of Year 1, the Fund’s Board of Trustees will determine and publicly announce a reset fixed dividend rate that will apply for the next eight quarterly dividend periods ("Year 2" and "Year 3"). At least 30 days prior to the end of Year 3, the Fund's Board of Trustees will determine and publicly announce a reset fixed dividend rate that will apply for all remaining quarterly dividend periods prior to the mandatory redemption date for the Series C Preferred of March 26, 2025. Each reset dividend rate will be determined by the Fund's Board of Trustees or a committee thereof in its sole discretion, and such rate will be not less than an annualized rate of 4.00% and not greater than an annualized rate of 6.00%. The Series C Preferred may be put back to the Fund during the 30-day period prior to March 26, 2020 and March 26, 2022 at the liquidation preference of $50.00 per share, plus any accumulated and unpaid dividends, and redeemed by the Fund, at its option, at the liquidation preference of $50.00 per share, plus any accumulated and unpaid dividends, on March 26, 2021 or March 26, 2023.

Short term capital gains, qualified dividend income, and ordinary income, if any, will be allocated on a pro-rata basis to all distributions to preferred shareholders for the year. Based on the accounting records of the Fund currently available, each of the distributions paid to preferred shareholders represent approximately 18% from net investment income and 82% from net capital gains on a book basis. The estimated components of each distribution are updated and provided to shareholders of record in a notice accompanying the distribution and are available on our website (www.gabelli.com). The final determination of the sources of all distributions in 2018 will be made after year end and can vary from the quarterly estimates. All shareholders with taxable accounts will receive written notification regarding the components and tax treatment for all 2018 distributions in early 2019 via Form 1099-DIV.

Tax Treatment of Distributions to Common and Preferred Shareholders

All or part of the distributions may be treated as qualified dividend income for individuals, subject to the maximum federal income tax rate, which is currently 20% in taxable accounts for individuals. In addition, certain U.S. shareholders who are individuals, estates, or trusts and whose income exceeds certain thresholds will be required to pay a 3.8% Medicare surcharge on their "net investment income," which includes dividends received from the Fund and capital gains from the sale or other disposition of shares of the Fund. The Fund expects that the component of the distribution generated by short term capital gains is predominantly not qualified income.

www.gabelli.com

Please visit us on the Internet. Our homepage at www.gabelli.com contains information about GAMCO Investors, Inc., the Gabelli/GAMCO Closed-End Funds and Mutual Funds, IRAs, 401(k)s, current and historical quarterly reports, closing prices, and other current news. We welcome your comments and questions via e-mail at closedend@gabelli.com.

e-delivery

You may sign up for our e-mail alerts at www.gabelli.com and receive notice of quarterly report availability, news events, media sightings, and mutual fund prices and performance.

We are pleased to offer electronic delivery of Gabelli fund documents. Shareholders of our closed-end funds can now elect to receive e-mail announcements regarding available materials, including shareholder commentaries and Fund reports. For more information or to register for e-delivery, please visit our website at www.gabelli.com.www.gabelli.com.

AUTOMATIC DIVIDEND REINVESTMENT AND VOLUNTARY CASH PURCHASE PLANS

Enrollment in the Plan

It is the policy of The GDL Fund (the "Fund") to automatically reinvest dividends payable to common shareholders. As a "registered" shareholder you automatically become a participant in the Fund's Automatic Dividend Reinvestment Plan (the "Plan"). The Plan authorizes the Fund to credit common shares to participants upon an income dividend or a capital gains distribution regardless of whether the shares are trading at a discount or a premium to net asset value. All distributions to shareholders whose shares are registered in their own names will be automatically reinvested pursuant to the Plan in additional shares of the Fund. Plan participants may send their share certificates to American Stock Transfer ("AST") to be held in their dividend reinvestment account. Registered shareholders wishing to receive their distributions in cash must submit this request in writing to:

The GDL Fund
c/o American Stock Transfer
6201 15^{th} Avenue
Brooklyn, NY 11219

Shareholders requesting this cash election must include the shareholder's name and address as they appear on the Fund's records. Shareholders with additional questions regarding the Plan or requesting a copy of the terms of the Plan, may contact AST at (800) 937-5449.

If your shares are held in the name of a broker, bank, or nominee, you should contact such institution. If such institution is not participating in the Plan, your account will be credited with a cash dividend. In order to participate in the Plan through such institution, it may be necessary for you to have your shares taken out of "street name" and re-registered in your own name. Once registered in your own name your distributions will be automatically reinvested. Certain brokers participate in the Plan. Shareholders holding shares in "street name" at participating institutions will have dividends automatically reinvested. Shareholders wishing a cash dividend at such institution must contact their broker to make this change.

The number of common shares distributed to participants in the Plan in lieu of cash dividends is determined in the following manner. Under the Plan, whenever the market price of the Fund's common shares is equal to or exceeds net asset value at the time shares are valued for purposes of determining the number of shares equivalent to the cash dividends or capital gains distribution, participants are issued common shares valued at the greater of (i) the net asset value as most recently determined or (ii) 95% of the then current market price of the Fund's common shares. The valuation date is the dividend or distribution payment date or, if that date is not a New York Stock Exchange ("NYSE") trading day, the next trading day. If the net asset value of the common shares at the time of valuation exceeds the market price of the common shares, participants will receive common shares from the Fund valued at market price. If the Fund should declare a dividend or capital gains distribution payable only in cash, AST will buy common shares in the open market, or on the NYSE, or elsewhere, for the participants' accounts, except that AST will endeavor to terminate purchases in the open market and cause the Fund to issue shares at net asset value if, following the commencement of such purchases, the market value of the common shares exceeds the then current net asset value.

The automatic reinvestment of dividends and capital gains distributions will not relieve participants of any income tax which may be payable on such distributions. A participant in the Plan will be treated for federal income tax purposes as having received, on a dividend payment date, a dividend or distribution in an amount equal to the cash the participant could have received instead of shares.

Voluntary Cash Purchase Plan

The Voluntary Cash Purchase Plan is yet another vehicle for our shareholders to increase their investment in the Fund. In order to participate in the Voluntary Cash Purchase Plan, shareholders must have their shares registered in their own name.

Participants in the Voluntary Cash Purchase Plan have the option of making additional cash payments to AST for investments in the Fund's common shares at the then current market price. Shareholders may send an amount from $250 to $10,000. AST will use these funds to purchase shares in the open market on or about the 1st and 15th of each month. AST will charge each shareholder who participates a pro rata share of the brokerage commissions. Brokerage charges for such purchases are expected to be less than the usual brokerage charge for such transactions. It is suggested that any voluntary cash payments be sent to American Stock Transfer, 6201 15th Avenue, Brooklyn, NY 11219 such that AST receives such payments approximately 10 days before the investment date. Funds not received at least five days before the investment date shall be held for investment until the next purchase date. A payment may be withdrawn without charge if notice is received by AST at least 48 hours before such payment is to be invested.

Shareholders wishing to liquidate shares held at AST must do so in writing or by telephone. Please submit your request to the above mentioned address or telephone number. Include in your request your name, address, and account number. The cost to liquidate shares is $1.00 per transaction as well as the brokerage commission incurred. Brokerage charges are expected to be less than the usual brokerage charge for such transactions.

For more information regarding the Automatic Dividend Reinvestment Plan and Voluntary Cash Purchase Plan, brochures are available by calling (914) 921-5070 or by writing directly to the Fund.

The Fund reserves the right to amend or terminate the Plan as applied to any voluntary cash payments made and any dividend or distribution paid subsequent to written notice of the change sent to the members of the Plan at least 90 days before the record date for such dividend or distribution. The Plan also may be amended or terminated by AST on at least 90 days written notice to participants in the Plan.

THE GDL FUND
One Corporate Center
Rye, NY 10580-1422

Portfolio Management Team

Mario J. Gabelli, CFA, is Chairman, Chief Executive Officer, and Chief Investment Officer – Value Portfolios of GAMCO Investors, Inc. that he founded in 1977, and Chief Investment Officer – Value Portfolios of Gabelli Funds, LLC and GAMCO Asset Management Inc. He is also Executive Chairman of the Board of Directors of Associated Capital Group, Inc. Mr. Gabelli is a summa cum laude graduate of Fordham University and holds an MBA degree from Columbia Business School, and Honorary Doctorates from Fordham University and Roger Williams University.

Ryan N. Kahn, CFA, is an analyst dedicated to the Gabelli merger arbitrage portfolios, specifically to our U.S. open and closed-end funds. He joined the team in 2013 after working as a generalist in the research department. Mr. Kahn earned a Bachelor of Science in Business Management from Babson College.

Gian Maria Magrini, CFA, is an analyst dedicated to the Gabelli merger arbitrage portfolios, specifically to our U.S. open and closed-end funds. He joined the team in 2013 after serving various roles in the Firm's operations and research departments. Mr. Magrini earned a Bachelor of Science in Finance from Fordham University.

Geoffrey P. Astle is involved in the analytics and foreign and domestic trading for the Gabelli merger arbitrage portfolios, specific to our U.S. mutual funds. He has been associated in this capacity since 2007. Mr. Astle earned a Bachelor of Science in both Finance and Marketing from Fairfield University.

Regina M. Pitaro is a Managing Director and Head of Institutional Marketing at GAMCO Investors, Inc. Ms. Pitaro joined the firm in 1984 and coordinates the organization's focus with consultants and plan sponsors. She also serves as a Managing Director and Director of GAMCO Asset Management, Inc. and a Portfolio Manager of Gabelli Funds, LLC. Ms. Pitaro holds an M.B.A. in Finance from the Columbia University Graduate School of Business, a Master's degree in Anthropology from Loyola University of Chicago, and a Bachelor's degree from Fordham University.

We have separated the portfolio managers' 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 managers' 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.

The Net Asset Value per share appears in the Publicly Traded Funds column, under the heading "Specialized Equity Funds," in Monday's The Wall Street Journal. It is also listed in Barron's Mutual Funds/Closed End Funds section under the heading "Specialized Equity Funds."

The Net Asset Value per share may be obtained each day by calling (914) 921-5070 or visiting www.gabelli.com.

The NASDAQ symbol for the Net Asset Value per share is "XGDLX."

Notice is hereby given in accordance with Section 23(c) of the Investment Company Act of 1940, as amended, that the Fund may from time to time purchase its common shares in the open market when the Fund's shares are trading at a discount of 7.5% or more from the net asset value of the shares. The Fund may also from time to time purchase its preferred shares in the open market when the preferred shares are trading at a discount to the liquidation value.

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THE GDL FUND

GDL

Shareholder Commentary
June 30, 2018

The GDL Fund
Semiannual Report — June 30, 2018

(Y)our Portfolio Management Team

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Regina M. Pitaro,
Managing Director,
MBA, Columbia,
Business School

To Our Shareholders,

For the six months ended June 30, 2018, the net asset value ("NAV") total return of The GDL Fund was (1.8)%, compared with a total return of 0.8% for the ICE Bank of America Merrill Lynch 3 Month U.S. Treasury Bill Index. The total return for the Fund's publicly traded shares was (3.6)%. The Fund's NAV per share was $11.18, while the price of the publicly traded shares closed at $9.18 on the New York Stock Exchange ("NYSE"). See below for additional performance information.

Enclosed are the financial statements, including the schedule of investments, as of June 30, 2018.

Comparative Results

Average Annual Returns through June 30, 2018 (a) (Unaudited)

	Year to Date	1 Year	3 Year	5 Year	10 Year	Since Inception (01/31/07)
GDL Fund						
NAV Total Return (b)	(1.83)%	(0.89)%	2.03%	2.82%	2.80%	2.66%
Investment Total Return (c)	(3.61)	(6.22)	2.35	2.41	3.15	1.53
ICE Bank of America Merrill Lynch 3 Month U.S. Treasury Bill Index	0.81	1.36	0.68	0.42	0.35	0.81

(a) *Returns represent past performance and do not guarantee future results. Investment returns and the principal value of an investment will fluctuate. When shares are sold, they may be worth more or less than their original cost. Current performance may be lower or higher than the performance data presented. Visit www.gabelli.com for performance information as of the most recent month end. Performance returns for periods of less than one year are not annualized. Investors should carefully consider the investment objectives, risks, charges, and expenses of the Fund before investing.* The ICE Bank of America Merrill Lynch 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 not reinvested for the ICE Bank of America Merrill Lynch 3 Month U.S. Treasury Bill Index. You cannot invest directly in an index.

(b) Total returns and average annual returns reflect changes in the NAV per share and reinvestment of distributions at NAV on the ex-dividend date and are net of expenses. Since inception return is based on an initial NAV of $19.06.

(c) Total returns and average annual returns reflect changes in closing market values on the NYSE and reinvestment of distributions. Since inception return is based on an initial offering price of $20.00.

Summary of Portfolio Holdings (Unaudited)

The following table presents portfolio holdings as a percent of total investments before securities sold short as of June 30, 2018:

The GDL Fund

Long Positions	
U.S. Government Obligations	40.4%
Financial Services	9.4%
Health Care	9.0%
Food and Beverage	6.5%
Real Estate	5.4%
Telecommunications	5.1%
Energy and Utilities	4.5%
Computer Software and Services	4.3%
Semiconductors	3.0%
Cable and Satellite	2.1%
Building and Construction	1.7%
Electronics	1.4%
Paper and Forest Products	1.1%
Closed-End Funds	0.9%
Metals and Mining	0.8%
Automotive: Parts and Accessories	0.6%
Entertainment	0.6%
Wireless Communications	0.5%
Business Services	0.5%
Hotels and Gaming	0.5%
Transportation	0.5%
Machinery	0.4%
Specialty Chemicals	0.4%
Aviation: Parts and Services	0.3%
Aerospace	0.1%
Publishing	0.0%*
	100.0%

Short Positions	
Energy and Utilities	(0.7)%
Building and Construction	(0.5)%
Financial Services	(0.3)%
Semiconductors	(0.2)%
Food and Beverage	(0.1)%
Cable and Satellite	(0.0)%**
	(1.8)%

* Amount represents less than 0.05%.

** Amount represents greater than (0.05)%.

The Fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (the “SEC”) for the first and third quarters of each fiscal year on Form N-Q. Shareholders may obtain this information at www.gabelli.com or by calling the Fund at 800-GABELLI (800-422-3554).The Fund’s Form N-Q is available on the SEC’s website at www.sec.gov and may also be reviewed and copied at the SEC’s Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 800-SEC-0330.

Proxy Voting

The Fund files Form N-PX with its complete proxy voting record for the twelve months ended June 30, no later than August 31 of each year. A description of the Fund’s proxy voting policies, procedures, and how the Fund voted proxies relating to portfolio securities is available without charge, upon request, by (i) calling 800-GABELLI (800-422-3554); (ii) writing to The Gabelli Funds at One Corporate Center, Rye, NY 10580-1422; or (iii) visiting the SEC’s website at www.sec.gov.

The GDL Fund
Schedule of Investments — June 30, 2018 (Unaudited)

Shares		Cost	Market Value
	COMMON STOCKS — 58.5%		
	Aerospace — 0.1%		
1,500	Rockwell Collins Inc.	$ 197,111	$ 202,020
	Automotive: Parts and Accessories — 0.6%		
15,100	Federal-Mogul Holdings Corp.†(a)	124,400	151,000
200,000	Haldex AB	2,651,766	1,987,328
		2,776,166	2,138,328
	Aviation: Parts and Services — 0.3%		
15,000	KLX Inc.†	1,075,075	1,078,500
	Building and Construction — 1.7%		
47,000	Johnson Controls International plc	1,644,114	1,572,150
40,000	Lennar Corp., Cl. B	1,454,362	1,707,600
15,000	Saferoad Holding ASA	57,182	55,437
50,000	USG Corp.†	2,151,650	2,156,000
		5,307,308	5,491,187
	Business Services — 0.5%		
170,000	APN Outdoor Group Ltd.	802,042	790,077
92,138	Clear Channel Outdoor Holdings Inc., Cl. A	452,905	396,193
87,000	exactEarth Ltd.†	249,767	76,104
85,000	GrainCorp Ltd., Cl. A	859,394	483,105
		2,364,108	1,745,479
	Cable and Satellite — 2.1%		
27,628	Liberty Global plc, Cl. A†	970,645	760,875
60,000	Liberty Global plc, Cl. C†	2,044,490	1,596,600
14,000	Liberty Latin America Ltd., Cl. A†	387,636	267,680
31,000	Liberty Latin America Ltd., Cl. C†	857,192	600,780
200,000	Sky plc	2,249,724	3,857,625
		6,509,687	7,083,560
	Computer Software and Services — 4.3%		
10,000	Business & Decision†	92,512	92,723
1,671	Dell Technologies Inc., Cl. V†	75,312	141,333
10,000	Fidessa Group plc	569,760	510,083
58,000	Gemalto NV†	3,408,262	3,374,432
3,300	Rockwell Automation Inc.	628,189	548,559
425,000	VeriFone Systems Inc.†	9,704,177	9,698,500
		14,478,212	14,365,630
	Electronics — 1.4%		
6,000	Alimco Financial Corp.†	296,130	75,000
85,900	Axis Communications AB	3,441,368	3,145,695
75,000	Bel Fuse Inc., Cl. A	1,962,555	1,605,000
		5,700,053	4,825,695
	Energy and Utilities — 4.5%		
35,000	Alvopetro Energy Ltd.†	21,913	13,045
23,000	Andeavor	3,130,544	3,017,140

Shares		Cost	Market Value
45,000	Endesa SA	$ 1,123,130	$ 992,952
460,000	Gulf Coast Ultra Deep Royalty Trust	540,614	39,330
30,000	Noble Energy Inc.	1,168,532	1,058,400
10,000	NRG Energy Inc.	229,472	307,000
102,899	WGL Holdings Inc.	9,108,807	9,132,286
6,000	Whiting Petroleum Corp.†	268,119	316,320
		15,591,131	14,876,473
	Entertainment — 0.6%		
2,000	SFX Entertainment Inc.†(a)	1,881	0
40,000	Tribune Media Co., Cl. A	1,570,799	1,530,800
5,000	Twenty-First Century Fox Inc., Cl. A	244,069	248,450
5,000	Twenty-First Century Fox Inc., Cl. B	237,358	246,350
		2,054,107	2,025,600
	Financial Services — 9.4%		
22,000	CoBiz Financial Inc.	480,857	472,560
170,000	Financial Engines Inc.	7,594,361	7,633,000
20,000	First Connecticut Bancorp Inc.	623,516	612,000
120,000	MoneyGram International Inc.†	897,974	802,800
10,000	Navient Corp.	155,092	130,300
1,710	Nordax Group AB	12,190	11,455
40,000	SLM Corp.†	271,893	458,000
190,000	Validus Holdings Ltd.	12,852,993	12,844,000
2,229	Vittoria Assicurazioni SpA	36,272	36,286
144,500	XL Group Ltd.	8,064,693	8,084,775
		30,989,841	31,085,176
	Food and Beverage — 6.5%		
40,000	Dr Pepper Snapple Group Inc.	4,852,225	4,880,000
500	Huegli Holding AG†	474,437	461,476
33,406	Naturex†	5,496,599	5,258,760
2,619,000	Parmalat SpA	8,477,754	8,838,984
15,000	Pinnacle Foods Inc.	979,815	975,900
1,400,000	Premier Foods plc†	942,080	700,259
1,500,000	Yashili International Holdings Ltd.†	677,677	340,318
		21,900,587	21,455,697
	Health Care — 8.8%		
20,000	Abaxis Inc.	1,653,701	1,660,200
80,000	Akorn Inc.†	2,674,317	1,327,200
1,800	Allergan plc	320,910	300,096
68,000	AstraZeneca plc, ADR	2,550,940	2,387,480
19,000	athenahealth Inc.†	2,945,426	3,023,660
28,000	Cotiviti Holdings Inc.†	1,233,928	1,235,640
20,000	Envision Healthcare Corp.†	894,376	880,200
83,000	Foundation Medicine Inc.†	11,332,372	11,346,100
40,000	Idorsia Ltd.†	411,798	1,062,304
3,600	Illumina Inc.†	339,402	1,005,444

See accompanying notes to financial statements.

Shares		Cost	Market Value
	COMMON STOCKS (Continued)		
	Health Care (Continued)		
200,000	Kindred Healthcare Inc.†	$ 1,804,800	$ 1,800,000
18,508	Shire plc, ADR	2,987,258	3,124,150
		29,149,228	29,152,474
	Hotels and Gaming — 0.5%		
27,000	Belmond Ltd., Cl. A†	298,850	301,050
500,000	Snaitech SpA†	1,328,059	1,278,743
		1,626,909	1,579,793
	Machinery — 0.4%		
19,000	CNH Industrial NV	136,721	201,824
37,074	Xerium Technologies Inc.†	491,511	490,860
12,000	Xylem Inc.	613,208	808,560
		1,241,440	1,501,244
	Metals and Mining — 0.8%		
65,000	Alamos Gold Inc., Cl. A	962,468	369,850
450,000	Arizona Mining Inc.†	2,090,635	2,108,546
3,000	Osisko Gold Royalties Ltd.	41,106	28,411
		3,094,209	2,506,807
	Paper and Forest Products — 1.1%		
85,000	KapStone Paper and Packaging Corp.	2,955,503	2,932,500
33,500	Papeles y Cartones de Europa SA	661,142	663,498
		3,616,645	3,595,998
	Publishing — 0.0%		
10,000	Telegraaf Media Groep NV†(a)	63,717	70,068
	Real Estate — 5.4%		
61,723	BUWOG AG	2,203,136	2,075,910
6,000	DCT Industrial Trust Inc., REIT	393,374	400,380
8,000	Education Realty Trust Inc., REIT	331,838	332,000
20,000	GGP Inc., REIT	435,123	408,600
350,000	Gramercy Property Trust, REIT	9,655,769	9,562,000
200,000	Investa Office Fund, REIT	772,000	774,092
115,000	LaSalle Hotel Properties, REIT	3,935,249	3,936,450
8,000	Vastned Retail Belgium NV, REIT	553,412	462,449
30,000	Victoria Park AB, Cl. B	131,137	127,278
		18,411,038	18,079,159
	Semiconductors — 3.0%		
10,000	AIXTRON SE†	39,683	129,626
10,000	Cavium Inc.†	872,644	865,000
83,000	NXP Semiconductors NV†	10,005,069	9,069,410
		10,917,396	10,064,036
	Specialty Chemicals — 0.4%		
25,772	A. Schulman Inc.	1,100,773	1,146,854
8,900	SGL Carbon SE†	166,494	95,724
		1,267,267	1,242,578
	Telecommunications — 5.1%		
550,000	Asia Satellite Telecommunications Holdings Ltd.	$ 1,212,156	$ 436,041
73,000	AT&T Inc.	2,436,236	2,344,030
65,000	CenturyLink Inc.	1,350,108	1,211,600
200,000	Koninklijke KPN NV	613,090	544,196
1,000	Loral Space & Communications Inc.†	31,009	37,600
590,000	Mitel Networks Corp.†	6,500,498	6,472,300
58,000	Sprint Corp.†	333,222	315,520
119,600	Telenet Group Holding NV†	6,387,820	5,586,762
		18,864,139	16,948,049
	Transportation — 0.5%		
40,000	Abertis Infraestructuras SA	864,972	857,867
2,000	XPO Logistics Europe SA†	484,562	672,654
		1,349,534	1,530,521
	Wireless Communications — 0.5%		
30,000	T-Mobile US Inc.†	1,317,607	1,792,500
	TOTAL COMMON STOCKS	199,862,515	194,436,572
	CLOSED-END FUNDS — 0.9%		
42,000	Altaba Inc.†	968,323	3,074,820
	PREFERRED STOCKS — 0.0%		
	Financial Services — 0.0%		
2,968	Steel Partners Holdings LP, Ser. A, 6.000%	53,792	60,518
	RIGHTS — 0.2%		
	Entertainment — 0.0%		
225,000	Media General Inc., CVR†(a)	0	0
	Health Care — 0.2%		
187,200	Adolor Corp., CPR, expire 07/01/19†(a)	0	0
79,391	Ambit Biosciences Corp., CVR†(a)	0	47,635
201,600	American Medical Alert Corp., CPR†(a)	0	2,016
229,178	Dyax Corp., CVR†(a)	0	254,388
300,000	Innocoll, CVR†(a)	180,000	180,000
23,000	Ocera Therapeutics, CVR†(a)	6,210	8,970
100	Omthera Pharmaceuticals Inc., expire 12/31/20†(a)	0	0
206,000	Synergetics USA Inc., CVR†(a)	20,600	20,600
346,322	Teva Pharmaceutical Industries Ltd., CCCP, expire 02/20/23†(a)	164,073	0
11,000	Tobira Therapeutics Inc.†(a)	660	660
		371,543	514,269
	TOTAL RIGHTS	371,543	514,269

See accompanying notes to financial statements.

Shares		Cost	Market Value
	WARRANTS — 0.0%		
	Metals and Mining — 0.0%		
850	Hudbay Minerals Inc., expire 07/20/18†	$ 962	$ 3

Principal Amount		Cost	Market Value
	CORPORATE BONDS — 0.0%		
	Health Care — 0.0%		
$ 17,000	Constellation Health Promissory Note, PIK, 5.000%, 01/31/24(a)(b)	7,310	7,310
	U.S. GOVERNMENT OBLIGATIONS — 40.4%		
134,685,000	U.S. Treasury Bills, 1.683% to 2.092%††, 07/05/18 to 12/13/18(c)	134,202,470	134,213,589
	TOTAL INVESTMENTS BEFORE SECURITIES SOLD SHORT — 100.0%	$335,466,915	332,307,081
	SECURITIES SOLD SHORT — (1.8)% (Proceeds received $6,002,585)		(5,963,992)
	Other Assets and Liabilities (Net)		(339,893)
	PREFERRED STOCK (2,624,025 preferred shares outstanding)		(131,201,250)
	NET ASSETS — COMMON STOCK (17,422,912 common shares outstanding)		$ 194,801,946
	NET ASSET VALUE PER COMMON SHARE ($194,801,946 ÷ 17,422,912 shares outstanding)		$ 11.18

Shares		Proceeds	Market Value
	SECURITIES SOLD SHORT — (1.8)%		
	Building and Construction — (0.5)%		
32,500	Lennar Corp., Cl. A	$ 1,586,857	$ 1,706,250
	Cable and Satellite — (0.0)%		
2,300	Sinclair Broadcast Group Inc., Cl. A	78,684	73,945
	Energy and Utilities — (0.7)%		
34,116	Marathon Petroleum Corp.	2,514,202	2,393,579
	Financial Services — (0.3)%		
3,740	BOK Financial Corp.	361,684	351,597
34,500	People's United Financial Inc.	637,324	624,105
		999,008	975,702
	Food and Beverage — (0.1)%		
9,741	Conagra Brands Inc.	350,062	348,046
	Semiconductors — (0.2)%		
21,757	Marvell Technology Group Ltd.	473,772	466,470
	TOTAL SECURITIES SOLD SHORT(d)	$ 6,002,585	$ 5,963,992

(a) Security is valued using significant unobservable inputs and is classified as Level 3 in the fair value hierarchy.
(b) Payment-in-kind ("PIK") security. 5.00% PIK interest income will be paid as additional securities at the discretion of the issuer.
(c) At June 30, 2018, $63,420,000 of the principal amount was pledged as collateral for securities sold short, equity contract for difference swap agreements, and forward foreign exchange contracts.
(d) At June 30, 2018, these proceeds were being held at Pershing LLC.
† Non-income producing security.
†† Represents annualized yields at dates of purchase.
ADR American Depositary Receipt
CCCP Contingent Cash Consideration Payment
CVR Contingent Value Right
CPR Contingent Payment Right
REIT Real Estate Investment Trust

Geographic Diversification	% of Total Investments*	Market Value
Long Positions		
North America	75.4%	$250,418,400
Europe	17.2	57,267,813
Latin America	6.6	21,797,235
Asia/Pacific	0.8	2,823,633
Total Investments — Long Positions	100.0%	$332,307,081
Short Positions		
North America	(1.8)%	$ (5,963,992)
Total Investments — Short Positions	(1.8)%	$ (5,963,992)

* Total investments exclude securities sold short.

As of June 30, 2018, forward foreign exchange contracts outstanding were as follows:

Currency Purchased		Currency Sold		Counterparty	Settlement Date	Unrealized Depreciation
USD	7,466,778	SEK	66,800,000	State Street Bank and Trust Co.	07/27/18	$ (7,188)
USD	33,150,117	EUR	28,600,000	State Street Bank and Trust Co.	07/27/18	(319,043)
USD	4,603,211	GBP	3,500,000	State Street Bank and Trust Co.	07/27/18	(22,006)
USD	1,803,871	CAD	2,400,000	State Street Bank and Trust Co.	07/27/18	(22,618)
USD	441,154	AUD	600,000	State Street Bank and Trust Co.	07/27/18	(2,922)
						$(373,777)

As of June 30, 2018, equity contract for difference swap agreements outstanding were as follows:

Market Value Appreciation Received	One Month LIBOR Plus 90 bps plus Market Value Depreciation Paid	Counterparty	Payment Frequency	Termination Date	Notional Amount	Value	Upfront Payments/ Receipts	Unrealized Depreciation
Premier Foods plc	Premier Foods plc	The Goldman Sachs Group, Inc.	1 month	04/02/2019	$199,868	$(9,797)	—	$(9,797)
								$(9,797)

See accompanying notes to financial statements.

The GDL Fund

Statement of Assets and Liabilities
June 30, 2018 (Unaudited)

Assets:	
Investments, at value (cost $335,466,915)	$332,307,081
Deposit at broker for securities sold short	6,819,694
Receivable for investments sold	5,093,483
Deferred offering expense	498,725
Dividends receivable	145,788
Prepaid expenses	2,913
Total Assets	344,867,684
Liabilities:	
Securities sold short, at value (proceeds $6,002,585)	5,963,992
Foreign currency overdraft, at value (cost $1,141)	1,151
Payable to custodian	6,060
Distributions payable	72,890
Payable for Fund shares redeemed	42,492
Payable for investments purchased	12,211,998
Payable for investment advisory fees	134,127
Payable for payroll expenses	30,920
Payable for accounting fees	11,250
Unrealized depreciation on forward foreign exchange contracts	373,777
Unrealized depreciation on swap contracts	9,797
Series C Cumulative Preferred Shares, callable and mandatory redemption 03/26/25 (See Notes 2 and 5)	131,201,250
Other accrued expenses	6,034
Total Liabilities	150,065,738
Net Assets Attributable to Common Shareholders	$194,801,946
Net Assets Attributable to Common Shareholders Consist of:	
Paid-in capital	$199,359,647
Accumulated net investment loss	(1,547,460)
Accumulated net realized gain on investments, securities sold short, swap contracts, forward foreign exchange contracts, and foreign currency transactions	700,237
Net unrealized depreciation on investments	(3,159,834)
Net unrealized appreciation on securities sold short	38,593
Net unrealized depreciation on swap contracts	(9,797)
Net unrealized depreciation on forward foreign exchange contracts	(373,777)
Net unrealized depreciation on foreign currency translations	(205,663)
Net Assets	$194,801,946
Net Asset Value per Common Share:	
($194,801,946 ÷ 17,422,912 shares outstanding at $0.001 par value; unlimited number of shares authorized)	$11.18

Statement of Operations
For the Six Months Ended June 30, 2018 (Unaudited)

Investment Income:	
Dividends (net of foreign withholding taxes of $36,706)	$ 1,815,359
Interest	944,963
Total Investment Income	2,760,322
Expenses:	
Investment advisory fees	831,722
Interest expense on preferred shares	2,380,000
Offering expense for issuance of preferred shares	83,507
Legal and audit fees	78,388
Trustees' fees	75,301
Payroll expenses	73,446
Shareholder communications expenses	46,574
Accounting fees	22,500
Interest expense	14,701
Shareholder services fees	9,104
Custodian fees	6,098
Dividend expense on securities sold short	4,333
Service fees for securities sold short (See Note 2)	3,885
Miscellaneous expenses	43,126
Total Expenses	3,672,685
Less:	
Expenses paid indirectly by broker (See Note 3)	(1,540)
Advisory fee reduction on unsupervised assets (See Note 3)	(3,438)
Total Credits and Reductions	(4,978)
Net Expenses	3,667,707
Net Investment Loss	(907,385)
Net Realized and Unrealized Gain/(Loss) on Investments, Securities Sold Short, Swap Contracts, Forward Foreign Exchange Contracts, and Foreign Currency:	
Net realized loss on investments	(527,166)
Net realized loss on securities sold short	(95,300)
Net realized loss on swap contracts	(12,051)
Net realized gain on forward foreign exchange contracts	3,914,345
Net realized loss on foreign currency transactions	(38,969)
Net realized gain on investments, securities sold short, swap contracts, forward foreign exchange contracts, and foreign currency transactions	3,240,859
Net change in unrealized appreciation/depreciation:	
on investments	(6,691,170)
on securities sold short	589,480
on swap contracts	(80,102)
on forward foreign exchange contracts	28,691
on foreign currency translations	(207,325)
Net change in unrealized appreciation/depreciation on investments, securities sold short, swap contracts, forward foreign exchange contracts, and foreign currency translations	(6,360,426)
Net Realized and Unrealized Gain/(Loss) on Investments, Securities Sold Short, Swap Contracts, Forward Foreign Exchange Contracts, and Foreign Currency	(3,119,567)
Net Decrease in Net Assets Attributable to Common Shareholders Resulting from Operations	$(4,026,952)

See accompanying notes to financial statements.

The GDL Fund

Statement of Changes in Net Assets Attributable to Common Shareholders

	Six Months Ended June 30, 2018 (Unaudited)	Year Ended December 31, 2017
Operations:		
Net investment loss	$ (907,385)	$ (3,913,965)
Net realized gain on investments, securities sold short, swap contracts, forward foreign exchange contracts, and foreign currency transactions	3,240,859	2,515,658
Net change in unrealized appreciation/depreciation on investments, securities sold short, swap contracts, forward foreign exchange contracts, and foreign currency translations	(6,360,426)	5,499,920
Net Increase/(Decrease) in Net Assets Attributable to Common Shareholders Resulting from Operations	(4,026,952)	4,101,613
Distributions to Common Shareholders:		
Net investment income	(279,705)*	—
Net realized gain	(1,293,635)*	—
Return of capital	(1,922,970)*	(10,385,866)
Total Distributions to Common Shareholders	(3,496,310)	(10,385,866)
Fund Share Transactions:		
Decrease from repurchase of common shares	(1,772,887)	(6,396,687)
Decrease in Net Assets from Fund Share Transactions	(1,772,887)	(6,396,687)
Net Decrease in Net Assets Attributable to Common Shareholders	(9,296,149)	(12,680,940)
Net Assets Attributable to Common Shareholders:		
Beginning of year	204,098,095	216,779,035
End of period (including undistributed net investment income of $0 and $0, respectively)	$194,801,946	$204,098,095

* Based on year to date book income. Amounts are subject to change and recharacterization at year end.

See accompanying notes to financial statements.

The GDL Fund

Statement of Cash Flows
For the Six Months Ended June 30, 2018 (Unaudited)

Net decrease in net assets attributable to common shareholders resulting from operations	$ (4,026,952)
Adjustments to Reconcile Net Increase in Net Assets Resulting from Operations to Net Cash from Operating Activities:	
Purchase of long term investment securities	(475,275,069)
Proceeds from sales of long term investment securities	465,925,963
Proceeds from short sales of investment securities	7,094,735
Purchase of securities to cover short sales	(2,995,271)
Net sales of short term investment securities	7,669,767
Net realized loss on investments	527,166
Net realized loss on securities sold short	95,300
Net change in unrealized appreciation/depreciation on investments and swap contracts	6,771,272
Net amortization of discount	(932,406)
Net decrease in unrealized depreciation on forward foreign exchange contracts	(28,691)
Net increase in unrealized appreciation on securities sold short	(589,480)
Increase in deposit at broker for securities sold short	(3,777,548)
Decrease in due from broker	3,110,400
Increase in receivable for investments sold	(1,687,667)
Decrease in dividends receivable	24,857
Increase in prepaid expenses	(525)
Increase in deferred offering expense	(234,130)
Increase in payable for accounting fees	7,500
Increase in payable for investments purchased	6,341,185
Decrease in payable for investment advisory fees	(1,411,347)
Decrease in payable for payroll expenses	(25,528)
Decrease in other accrued expenses	(74,006)
Increase in distributions payable	18,223
Increase in payable to custodian	6,060
Net cash provided by operating activities:	6,533,808
Net decrease in net assets resulting from financing activities:	
Distributions to Common Shareholders	(3,496,310)
Decrease in payable for Fund shares redeemed	(161,606)
Decrease from repurchase of common shares	(1,772,887)
Net cash used in financing activities	(5,430,803)
Net increase in cash	1,103,005
Cash (including foreign currency overdraft):	
Beginning of year	(1,104,156)
End of year	$ (1,151)

Supplemental disclosure of cash flow information:	
Interest paid on preferred shares	$ 2,380,000
Interest paid on bank overdrafts	$ 14,701

See accompanying notes to financial statements.

The GDL Fund
Financial Highlights

Selected data for a common share of beneficial interest outstanding throughout each period:

	Six Months Ended June 30, 2018 (Unaudited)	Year Ended December 31, 2017	2016	2015	2014	2013
Operating Performance:						
Net asset value, beginning of year	$ 11.59	$ 11.88	$ 11.93	$ 12.10	$ 12.78	$ 13.26
Net investment loss	(0.05)	(0.22)	(0.36)	(0.44)	(0.26)	(0.33)
Net realized and unrealized gain/(loss) on investments, securities sold short, swap contracts, written options, and foreign currency transactions	(0.18)	0.46	0.84	0.85	0.33	1.13
Total from investment operations	(0.23)	0.24	0.48	0.41	0.07	0.80
Distributions to Common Shareholders:						
Net investment income	(0.02)*	—	—	—	(0.06)	—
Net realized gain	(0.07)*	—	(0.59)	(0.56)	(0.53)	(0.28)
Return of capital	(0.11)*	(0.58)	(0.05)	(0.08)	(0.21)	(1.00)
Total distributions to common shareholders	(0.20)	(0.58)	(0.64)	(0.64)	(0.80)	(1.28)
Common Share Transactions:						
Increase in net asset value from repurchase of common shares	0.02	0.05	0.11	0.06	0.05	0.00(a)
Net Asset Value, End of Period	$ 11.18	$ 11.59	$ 11.88	$ 11.93	$ 12.10	$ 12.78
NAV total return †	(1.83)%	2.50%	5.09%	3.95%	0.94%	6.31%
Market value, end of period	$ 9.18	$ 9.73	$ 9.84	$ 10.01	$ 10.23	$ 11.02
Investment total return ††	(3.61)%	4.70%	4.79%	4.12%	(0.07)%	7.79%
Ratios to Average Net Assets and Supplemental Data:						
Net assets including liquidation value of preferred shares, end of period (in 000's)	$326,003	$335,299	$347,980	$364,160	$381,126	$404,984
Net assets attributable to common shares, end of period (in 000's)	$194,802	$204,098	$216,779	$232,959	$244,894	$268,751
Ratio of net investment loss to average net assets attributable to common shares(b)	(0.91)%(c)	(1.85)%	(2.94)%	(2.75)%	(1.38)%	(2.50)%
Ratio of operating expenses to average net assets attributable to common shares(d)(e)	3.70%(c)(f)	3.65%(f)(g)	4.72%(f)(g)	4.23%(f)(g)	2.99%(g)	4.76%(g)
Portfolio turnover rate	205%	233%	284%	268%	315%	319%

See accompanying notes to financial statements.

The GDL Fund
Financial Highlights (Continued)

Selected data for a common share of beneficial interest outstanding throughout each period:

	Six Months Ended June 30, 2018 (Unaudited)	Year Ended December 31,				
		2017	2016	2015	2014	2013
Cumulative Preferred Shares						
Series B Preferred						
Liquidation value, end of period (in 000's)	—	$131,201	$131,201	$131,201	$136,232	$136,232
Total shares outstanding (in 000's)	—	2,624	2,624	2,624	2,725	2,725
Liquidation preference per share	—	$ 50.00	$ 50.00	$ 50.00	$ 50.00	$ 50.00
Average market value(h)	—	$ 50.51	$ 50.51	$ 50.30	$ 50.36	$ 50.41
Asset coverage per share	—	$ 127.78	$ 132.61	$ 138.78	$ 139.88	$ 148.64
Asset coverage	—	256%	265%	278%	280%	297%
Series C Preferred						
Liquidation value, end of period (in 000's)	$131,201	—	—	—	—	—
Total shares outstanding (in 000's)	2,624	—	—	—	—	—
Liquidation preference per share	$ 50.00	—	—	—	—	—
Average market value(h)	$ 52.10	—	—	—	—	—
Asset coverage per share	$ 124.24	—	—	—	—	—
Asset coverage	248%	—	—	—	—	—

† Based on net asset value per share and reinvestment of distributions at the net asset value per share on the ex-dividend dates. Total return for a period of less than one year is not annualized.

†† Based on market value per share, adjusted for reinvestment of distributions at prices determined under the Fund's dividend reinvestment plan. Total return for a period of less than one year is not annualized.

* Based on year to date book income. Amounts are subject to change and recharacterization at year end.

(a) Amount represents less than $0.005 per share.

(b) The Fund incurred interest expense during all periods presented. Interest expense on Preferred Shares relates to the $50 Series B Preferred Shares through May 29, 2018 and the $50 Series C Preferred Shares from March 26, 2018 through June 30, 2018 (see Footnotes 2 and 5).

(c) Annualized.

(d) The ratio of operating expenses does not include advisory fee reductions on unsupervised assets. Including such advisory fee reductions, the ratio of operating expenses to average net assets for the six months ended June 30, 2018 would have been 3.69%. For the years ended December 31, 2017, 2016, 2015, 2014, and 2013, the effect was minimal.

(e) The ratio of operating expenses excluding interest, dividends and service fees on securities sold short, and offering costs to average net assets attributable to common shares for the six months ended June 30, 2018 and the years ended December 31, 2017, 2016, 2015, 2014, and 2013 would have been 1.20%, 1.75%, 2.92%, 2.87%, 1.35%, and 3.22%, respectively.

(f) The Fund received credits from a designated broker who agreed to pay certain Fund operating expenses. For the six months ended June 30, 2018 and the years ended December 31, 2017, 2016, and 2015, there was no impact on the expense ratios.

(g) The ratio of operating expenses does not include custodian fee credits. Including such custodian fee credits, the ratio of operating expenses to average net assets for the year ended December 31, 2017 would have been 3.64%. For the years ended December 31, 2016, 2015, 2014, and 2013, the effect was minimal.

(h) Based on weekly prices.

See accompanying notes to financial statements.

1. Organization. The GDL Fund currently operates as a diversified closed-end management investment company organized as a Delaware statutory trust on October 17, 2006 and registered under the Investment Company Act of 1940, as amended (the “1940 Act”). Investment operations commenced on January 31, 2007.

The Fund’s primary investment objective is to achieve absolute returns in various market conditions without excessive risk of capital. The Fund will seek to achieve its objective by investing primarily in merger arbitrage transactions and, to a lesser extent, in corporate reorganizations involving stubs, spin-offs, and liquidations. The Fund will invest at least 80% of its assets, under normal market conditions, in securities or hedging arrangements relating to companies involved in corporate transactions or reorganizations, giving rise to the possibility of realizing gains upon or within relatively short periods of time after the completion of such transactions or reorganizations.

The principal risk associated with the Fund’s investment strategy is that certain of the proposed reorganizations in which the Fund invests may involve a longer time frame than originally contemplated or be renegotiated or terminated, in which case losses may be realized. The Fund invests all or a portion of its assets to seek short term capital appreciation. This can be expected to increase the portfolio turnover rate and cause increased brokerage commission costs.

The Fund may invest a high percentage of its assets in specific sectors of the market in order to achieve a potentially greater investment return. As a result, the Fund may be more susceptible to economic, political, and regulatory developments in a particular sector of the market, positive or negative, and may experience increased volatility to the Fund’s NAV and a magnified effect in its total return.

2. Significant Accounting Policies. As an investment company, the Fund follows the investment company accounting and reporting guidance, which is part of U.S. generally accepted accounting principles (“GAAP”) that may require the use of management estimates and assumptions in the preparation of its financial statements. 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 financial statements.

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 Trustees (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 obligations 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, 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. 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. OTC futures and options on futures for which market quotations are readily available will be valued by quotations received from a pricing service or, if no quotations are available from a pricing service, by quotations obtained from one or more dealers in the instrument in question by the Adviser.

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 American Depositary Receipt 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 Board's determinations as to the fair value of investments).

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 June 30, 2018 is as follows:

	Valuation Inputs			
	Level 1 Quoted Prices	Level 2 Other Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total Market Value at 6/30/18
INVESTMENTS IN SECURITIES:				
ASSETS (Market Value):				
Common Stocks:				
Automotive: Parts and Accessories	$ 1,987,328	—	$151,000	$ 2,138,328
Electronics	4,750,695	$ 75,000	—	4,825,695
Entertainment	2,025,600	—	0	2,025,600
Financial Services	31,073,721	11,455	—	31,085,176
Food and Beverage	20,994,221	461,476	—	21,455,697
Publishing	—	—	70,068	70,068
Other Industries (a)	132,836,008	—	—	132,836,008
Total Common Stocks	193,667,573	547,931	221,068	194,436,572
Closed-End Funds	3,074,820	—	—	3,074,820
Preferred Stocks (a)	60,518	—	—	60,518
Rights (a)	—	—	514,269	514,269
Warrants (a)	3	—	—	3
Corporate Bonds (a)	—	—	7,310	7,310
U.S. Government Obligations	—	134,213,589	—	134,213,589
TOTAL INVESTMENTS IN SECURITIES – ASSETS	$196,802,914	$134,761,520	$742,647	$332,307,081
LIABILITIES (Market Value):				
Common Stocks Sold Short (a)	$ (5,963,992)	—	—	$ (5,963,992)
TOTAL INVESTMENTS IN SECURITIES - LIABILITIES	$ (5,963,992)	—	—	$ (5,963,992)
OTHER FINANCIAL INSTRUMENTS:*				
LIABILITIES (Unrealized Depreciation):				
FORWARD CURRENCY EXCHANGE CONTRACTS				
Forward Foreign Exchange Contracts	—	$ (373,777)	—	$ (373,777)
EQUITY CONTRACTS				
Contract for Difference Swap Agreements	—	(9,797)	—	(9,797)
TOTAL OTHER FINANCIAL INSTRUMENTS:	—	$ (383,574)	—	$ (383,574)

(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 options, futures, forwards, and swaps, which may be valued at the unrealized appreciation/depreciation of the instrument.

The Fund did not have material transfers among Level 1, Level 2, and Level 3 during the six months ended June 30, 2018. The Fund's policy is to recognize transfers among Levels as of the beginning of the reporting period.

Additional Information to Evaluate Qualitative Information.

General. The Fund uses recognized industry pricing services – approved by the Board and unaffiliated with the Adviser – to value most of its securities, and uses broker quotes provided by market makers of securities not valued by these and other recognized pricing sources. Several different pricing feeds are received to value domestic equity securities, international equity securities, preferred equity securities, and fixed income securities. The data within these feeds are ultimately sourced from major stock exchanges and trading systems where these securities trade. The prices supplied by external sources are checked by obtaining quotations or actual transaction prices from market participants. If a price obtained from the pricing source is deemed unreliable, prices will be sought from another pricing service or from a broker/dealer that trades that security or similar securities.

Fair Valuation. Fair valued securities may be common or preferred equities, warrants, options, rights, or fixed income obligations. Where appropriate, Level 3 securities are those for which market quotations are not available, such as securities not traded for several days, or for which current bids are not available, or which are restricted as to transfer. When fair valuing a security, factors to consider include recent prices of comparable securities that are publicly traded, reliable prices of securities not publicly traded, the use of valuation models, current analyst reports, valuing the income or cash flow of the issuer, or cost if the preceding factors do not apply. A significant change in the unobservable inputs could result in a lower or higher value in Level 3 securities. The circumstances of Level 3 securities are frequently monitored to determine if fair valuation measures continue to apply.

The Adviser reports quarterly to the Board the results of the application of fair valuation policies and procedures. These may include backtesting the prices realized in subsequent trades of these fair valued securities to fair values previously recognized.

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

Collateral requirements differ by type of derivative. Collateral requirements are set by the broker or exchange clearing house for exchange traded derivatives, while collateral terms are contract specific for derivatives traded over-the-counter. Securities pledged to cover obligations of the Fund under derivative contracts are noted in the Schedule of Investments. Cash collateral, if any, pledged for the same purpose will be reported separately in the Statement of Assets and Liabilities.

The Fund's policy with respect to offsetting is that, absent an event of default by the counterparty or a termination of the agreement, the master agreement does not result in an offset of reported amounts of financial assets and financial liabilities in the Statement of Assets and Liabilities across transactions between the Fund and the applicable counterparty. The enforceability of the right to offset may vary by jurisdiction.

The Fund's derivative contracts held at June 30, 2018, if any, are not accounted for as hedging instruments under GAAP and are disclosed in the Schedule of Investments together with the related counterparty.

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 contract for 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 an equity contract for difference 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.

Unrealized gains related to swaps are reported as an asset and unrealized losses are reported as a liability in the Statement of Assets and Liabilities. The change in value of swaps, including the accrual of periodic amounts of interest to be paid or received on swaps, is reported as unrealized gain or loss in the Statement of Operations. A realized gain or loss is recorded upon payment or receipt of a periodic payment or termination of swap agreements. Equity contract for difference swap agreements held at June 30, 2018 are reflected within the schedule of Investments.

The Fund's volume of activity in equity contract for difference swap agreements during the six months ended June 30, 2018 had an average monthly notional amount of approximately $2,347,041.

At June 30, 2018, the value of equity contract for difference swap agreements can be found in the Statement of Assets and Liabilities under Liabilities, Unrealized depreciation on swap contracts. For the six months ended June 30, 2018, the effect of equity contract for difference swap agreements can be found in the Statement of Operations under Net Realized and Unrealized Gain/(Loss) on Investments, Securities Sold Short, Swap Contracts, Forward Foreign Currency Contracts, and Foreign Currency; Net realized loss on swap contracts; and Net change in unrealized appreciation/depreciation on swap 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 June 30, 2018 are reflected within the Schedule of Investments. The Fund's volume of activity in forward foreign exchange contracts during the six months ended June 30, 2018 had an average monthly notional amount of approximately $116,001,006.

At June 30, 2018, the value of forward foreign exchange contracts can be found in the Statement of Assets and Liabilities under Liabilities, Unrealized depreciation on forward foreign exchange contracts. For the six months ended June 30, 2018, the effect of forward foreign exchange contracts can be found in the Statement of Operations under Net Realized and Unrealized Gain/(Loss) on Investments, Securities Sold Short, Swap Contracts, Forward Foreign Currency Contracts, and Foreign Currency, within Net realized gain on forward foreign currency contracts and Net change in unrealized appreciation/depreciation on forward foreign currency contracts.

Options. The Fund may purchase or write call or put options on securities or indices for the purpose of increasing the income of the Fund. As a writer of put options, the Fund receives a premium at the outset and then bears the risk of unfavorable changes in the price of the financial instrument underlying the option. The Fund would incur a loss if the price of the underlying financial instrument decreases between the date the option is written and the date on which the option is terminated. The Fund would realize a gain, to the extent of the premium, if the price of the financial instrument increases between those dates.

As a purchaser of put options, the Fund pays a premium for the right to sell to the seller of the put option the underlying security at a specified price. The seller of the put has the obligation to purchase the underlying security upon exercise at the exercise price. If the price of the underlying security declines, the Fund would realize a gain upon sale or exercise. If the price of the underlying security increases or stays the same, the Fund would realize a loss upon sale or at the expiration date, but only to the extent of the premium paid.

If a written call option is exercised, the premium is added to the proceeds from the sale of the underlying security in determining whether there has been a realized gain or loss. If a written put option is exercised, the premium reduces the cost basis of the security. In the case of call options, the exercise prices are referred to as “in-the-money,” “at-the-money,” and “out-of-the-money,” respectively. The Fund may write (a) in-the-money call options when the Adviser expects that the price of the underlying security will remain stable or decline during the option period, (b) at-the-money call options when the Adviser expects that the price of the underlying security will remain stable, decline, or advance moderately during the option period, and (c) out-of-the-money call options when the Adviser expects that the premiums received from writing the call option will be greater than the appreciation in the price of the underlying security above the exercise price. By writing a call option, the Fund limits its opportunity to profit from any increase in the market value of the underlying security above the exercise price of the option. Out-of-the-money, at-the-money, and in-the-money put options (the reverse of call options as to the relation of exercise price to market price) may be utilized in the same market environments that such call options are used in equivalent transactions. At June 30, 2018, the Fund did not hold any written options contracts.

At June 30, 2018, the Fund's derivative assets and liabilities (by type) are as follows:

	Gross Amounts of Recognized Liabilities Presented in the Statement of Assets and Liabilities	Gross Amounts Available for Offset in the Statement of Assets and Liabilities	Net Amounts of Liabilities Presented in the Statement of Assets and Liabilities
Liabilities			
Equity Contract for Difference Swap Agreements	$ 9,797	—	$ 9,797
Forward Foreign Exchange Contracts	373,777	—	373,777
Total	$383,574	—	$383,574

The following table presents the Fund's derivative liabilities by counterparty net of the related collateral segregated by the Fund for the benefit of the counterparty as of June 30, 2018:

	Net Amounts of Liabilities Presented in the Statement of Assets and Liabilities	Net Amounts Not Offset in the Statement of Assets and Liabilities		
		Financial Instruments	Cash Collateral Pledged	Net Amount
Counterparty				
State Street Bank and Trust Co.	$373,777	$373,777	—	—
The Goldman Sachs Group, Inc.	9,797	9,797	—	—
Total	$383,574	$383,574	—	—

Limitations on the Purchase and Sale of Futures Contracts, Certain Options, and Swaps. Subject to the guidelines of the Board, the Fund may engage in "commodity interest" transactions (generally, transactions in futures, certain options, certain currency transactions, and certain types of swaps) only for bona fide hedging or other permissible transactions in accordance with the rules and regulations of the Commodity Futures Trading Commission ("CFTC"). Pursuant to amendments by the CFTC to Rule 4.5 under the Commodity Exchange Act ("CEA"), the Adviser has filed a notice of exemption from registration as a "commodity pool operator" with respect to the Fund. The Fund and the Adviser are therefore not subject to registration or regulation as a commodity pool operator under the CEA. In addition, certain trading restrictions are now applicable to the Fund which permit the Fund to engage in commodity interest transactions that include (i) "bona fide hedging" transactions, as that term is defined and interpreted by the CFTC and its staff, without regard to the percentage of the Fund's assets committed to margin and options premiums and (ii) non-bona fide hedging transactions, provided that the Fund does not enter into such non-bona fide hedging transactions if, immediately thereafter, either (a) the sum of the amount of initial margin deposits on the Fund's existing futures positions or swaps positions and option or swaption premiums would exceed 5% of the market value of the Fund's liquidating value, after taking into account unrealized profits and unrealized losses on any such transactions, or (b) the aggregate net notional value of the Fund's commodity interest transactions would not exceed 100% of the market value of the Fund's liquidating value, after taking into account unrealized profits and unrealized losses on any such transactions. Therefore, in order to claim the Rule 4.5 exemption, the Fund is limited in its ability to invest in commodity futures, options, and certain types of swaps (including securities futures, broad based stock index futures, and financial futures contracts). As a result, in the future the Fund will be more limited in its ability to use these instruments than in the past, and these limitations may have a negative impact on the ability of the Adviser to manage the Fund, and on the Fund's performance.

Securities Sold Short. The Fund may enter into short sale transactions. Short selling involves selling securities that may or may not be owned and, at times, borrowing the same securities for delivery to the purchaser, with an obligation to replace such borrowed securities at a later date. The proceeds received from short sales are recorded as liabilities and the Fund records an unrealized gain or loss to the extent of the difference between the proceeds received and the value of an open short position on the day of determination. The Fund records a realized gain or loss when the short position is closed out. By entering into a short sale, the Fund bears the market risk of an unfavorable change in the price of the security sold short. Dividends on short sales are recorded as an expense by the Fund on the ex-dividend date and interest expense is recorded on the accrual basis. The broker retains collateral for the value of the open positions, which is adjusted periodically as the value of the position fluctuates. Securities sold short and details of collateral at June 30, 2018 are reflected within the Schedule of Investments. During the six months ended June 30, 2018, the Fund incurred $3,885 in service fees related to its investment positions sold short and held by the broker. These amounts are included in the Statement of Operations under Expenses, Service fees for securities sold short.

Series C Cumulative Preferred Shares. For financial reporting purposes only, the liquidation value of preferred shares that have a mandatory call date is classified as a liability within the Statement of Assets and Liabilities and the dividends paid on these preferred shares are included as a component of "Interest expense on preferred shares" within the Statement of Operations. Offering costs are amortized over the life of the preferred shares.

Investments in Other Investment Companies. The Fund may invest, from time to time, in shares of other investment companies (or entities that would be considered investment companies but are excluded from the definition pursuant to certain exceptions under the 1940 Act) (the "Acquired Funds") in accordance with the 1940 Act and related rules. Shareholders in the Fund would bear the pro rata portion of the periodic expenses of the Acquired Funds in addition to the Fund's expenses. For the six months ended June 30, 2018, the Fund's pro rata portion of the periodic expenses charged by the Acquired Funds was less than 1 basis point.

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 Securities. The Fund may invest up to 15% of its net assets in securities for which the markets are restricted. Restricted securities include securities whose disposition is subject to substantial legal or contractual restrictions. The sale of restricted securities often requires more time and results in higher brokerage charges or dealer discounts and other selling expenses than 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. At June 30, 2018, the Fund did not hold restricted securities.

Securities Transactions and Investment Income. Securities transactions are accounted for on the trade date with realized gain or loss on investments determined by using the identified cost method. Interest income (including amortization of premium and accretion of discount) is recorded on an accrual basis. Premiums and discounts on debt securities are amortized using the effective yield to maturity method. Dividend income is recorded on the ex-dividend date, except for certain dividends from foreign securities that are recorded as soon after the ex-dividend date as the Fund becomes aware of such dividends.

Custodian Fee Credits and Interest Expense. When cash balances are maintained in the custody account, the Fund receives credits which are used to offset custodian fees. The gross expenses paid under the custody arrangement are included in custodian fees in the Statement of Operations with the corresponding expense offset, if any, shown as “Custodian fee credits.” When cash balances are overdrawn, the Fund is charged an overdraft fee equal to 110% of the 90 day U.S. Treasury Bill rate on outstanding balances. This amount, if any, would be included in the Statement of Operations, Interest expense.

Distributions to Shareholders. Distributions to common shareholders are recorded on the ex-dividend date. Distributions to shareholders are based on income and capital gains as determined in accordance with federal income tax regulations, which may differ from income and capital gains as determined under GAAP. See Series C Cumulative Preferred Shares above for discussion of GAAP treatment. The distributions on these Preferred Shares are treated as dividends for tax purposes. These differences are also due to differing treatments of income and gains on various investment securities and foreign currency transactions held by the Fund, timing differences, and differing characterizations of distributions made by the Fund. Distributions from net investment income for federal income tax purposes include net realized gains on foreign currency transactions. These book/tax differences are either temporary or permanent in nature. To the extent these differences are permanent, adjustments are made to the appropriate capital accounts in the period when the differences arise. These reclassifications have no impact on the NAV of the Fund.

The Fund declared and paid quarterly distributions from net investment income, capital gains, and paid-in capital. The actual sources of the distribution are determined after the end of the year. To the extent such distributions were made from current earnings and profits, they are considered ordinary income or long term capital gains. Distributions during the year may be made in excess of required distributions. The Fund's distribution policy may restrict the Fund's ability to pass through to shareholders all of its net realized long term capital gains as a Capital Gain Distribution, subject to the maximum federal income tax rate, and may cause such gains to be treated as ordinary income subject to a maximum federal income tax rate. That portion of a distribution that is paid-in capital (and is not sourced from net investment income or realized gains) should not be considered as the yield or total return on an investment in the Fund.

Distributions to shareholders of the Fund's Series C Cumulative Preferred Shares are recorded on a daily basis and are determined as described in Note 5.

The tax character of distributions paid during the year ended December 31, 2017 was as follows:

	Common
Distributions paid from:	
Return of capital	$10,385,866

Provision for Income Taxes. The Fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code of 1986, as amended (the "Code"). It is the policy of the Fund to comply with the requirements of the Code applicable to regulated investment companies and to distribute substantially all of its net investment company taxable income and net capital gains. Therefore, no provision for federal income taxes is required.

The following summarizes the tax cost of investments and the related net unrealized depreciation at June 30, 2018:

	Cost/ (Proceeds)	Gross Unrealized Appreciation	Gross Unrealized Depreciation	Net Unrealized Depreciation
Investments and derivative instruments	$331,060,210	$8,011,156	$(12,728,277)	$(4,717,121)

The Fund is required to evaluate tax positions taken or expected to be taken in the course of preparing the Fund's tax returns to determine whether the tax positions are "more-likely-than-not" of being sustained by the applicable tax authority. Income tax and related interest and penalties would be recognized by the Fund as tax expense in the Statement of Operations if the tax positions were deemed not to meet the more-likely-than-not threshold. During the six months ended June 30, 2018, the Fund did not incur any income tax, interest, or penalties. As of June 30, 2018, the Adviser has reviewed all open tax years and concluded that there was no impact to the Fund's net assets or results of operations. The Fund's federal and state tax returns for the prior three fiscal years remain open, subject to examination. On an ongoing basis, the Adviser will monitor the Fund's tax positions to determine if adjustments to this conclusion are necessary.

3. Investment Advisory Agreement and Other Transactions. The Fund has entered into an investment advisory agreement (the "Advisory Agreement") with the Adviser which provides that the Fund will pay the Adviser a base fee, computed weekly and paid monthly, equal on an annual basis to 0.50% of the value of the Fund's average weekly managed assets. Managed assets consist of all of the assets of the Fund without deduction for borrowings, repurchase transactions, and other leveraging techniques, the liquidation value of any outstanding preferred shares, or other liabilities except for certain ordinary course expenses. In addition, the Fund may pay the Adviser an annual performance fee at a calendar year end if the Fund's total return on its managed assets during the year exceeds the total return of the 3 Month U.S. Treasury Bill Index (the "T-Bill Index") during the same period. For every four basis points that the Fund's total return exceeds the T-Bill Index, the Fund will accrue weekly and pay annually a one basis point performance fee up to a maximum performance fee of 150 basis points. Under the performance fee arrangement, the annual rate of the total fees paid to the Adviser can range from 0.50% to 2.00% of the average weekly managed assets. During the six months ended June 30, 2018, the Fund did not accrue a performance fee. In accordance with the Advisory Agreement, the Adviser provides a continuous investment program for the Fund's portfolio and oversees the administration of all aspects of the Fund's business and affairs.

During the six months ended June 30, 2018, the Fund paid brokerage commissions on security trades of $144,390 to G.research, LLC, an affiliate of the Adviser.

During the six months ended June 30, 2018, the Fund received credits from a designated broker who agreed to pay certain Fund operating expenses. The amount of such expenses paid through this directed brokerage arrangement during this period was $1,540.

The cost of calculating the Fund's NAV per share is a Fund expense pursuant to the Advisory Agreement. During the six months ended June 30, 2018, the Fund accrued $22,500 in accounting fees in the Statement of Operations.

As per the approval of the Board, the Fund compensates officers of the Fund, who are employed by the Fund and are not employed by the Adviser (although the officers may receive incentive based variable compensation from affiliates of the Adviser). For the six months ended June 30, 2018, the Fund accrued $73,446 in payroll expenses in the Statement of Operations.

There was a reduction in the advisory fee paid to the Adviser relating to certain portfolio holdings, i.e., unsupervised assets, of the Fund with respect to which the Adviser transferred dispositive and voting control to the Fund's Proxy Voting Committee. During the six months ended June 30, 2018, the Fund's Proxy Voting Committee exercised control and discretion over all rights to vote or consent with respect to such securities, and the Adviser reduced its fee with respect to such securities by $3,438.

The Fund pays each Trustee who is not considered an affiliated person an annual retainer of $9,000 plus $2,000 for each Board meeting attended. Each Trustee is reimbursed by the Fund for any out of pocket expenses incurred in attending meetings. All Board committee members receive $1,000 per meeting attended, the Audit Committee Chairman receives an annual fee of $3,000, the Nominating Committee Chairman and the Lead Trustee each receives an annual fee of $2,000. A Trustee may receive a single meeting fee, allocated among the participating funds, for participation in certain meetings held on behalf of multiple funds. Trustees who are directors or employees of the Adviser or an affiliated company receive no compensation or expense reimbursement from the Fund.

4. Portfolio Securities. Purchases and sales of securities during the six months ended June 30, 2018, other than short term securities and U.S. Government Obligations, aggregated $466,654,353 and $457,284,247, respectively. Purchases and sales of U.S. Government Obligations for the six months ended June 30, 2018, aggregated $426,165,924 and $433,835,691, respectively.

5. Capital. The Fund is authorized to issue an unlimited number of common shares of beneficial interest (par value $0.001). The Board has authorized the repurchase of the Fund's common shares on the open market when its shares are trading at a discount of 7.5% or more (or such other percentage as the Board may determine from time to time) from the NAV per share. During the six months ended June 30, 2018, the Fund repurchased and retired 185,506 shares in the open market at an investment of $1,772,887 and an average discount of approximately 16.70% from its NAV. During the year ended December 31, 2017, the Fund repurchased and retired 640,334 shares in the open market at an investment of $6,396,687 and an average discount of approximately 15.08% from its NAV.

The Fund has an effective shelf registration authorizing the offering of an additional $200 million of common or preferred shares. As of June 30, 2018, after considering the preferred share rights offering, the Fund has approximately $70 million available for issuance under the current shelf registration.

The Fund's Declaration of Trust, as amended, authorizes the issuance of an unlimited number of shares of $0.001 par value Preferred Shares. The Preferred Shares are senior to the common shares and result in the financial leveraging of the common shares. Such leveraging tends to magnify both the risks and opportunities to common shareholders.

During the six months ended June 30, 2018, the Fund completed a rights offering whereby one transferable right was issued for each Series B Preferred share held as of February 14, 2018. On March 26, 2018, the Fund issued 2,624,025 Series C Cumulative Puttable and Callable Preferred Shares ("Series C Preferred"), liquidation value $50 and $0.001 par value per share, upon the submission of one right and either $50 or one share of Series B Preferred. In this regard, subscribing Series B Preferred shareholders submitted 1,720,681 Series B Preferred shares at the liquidation value of $50 per share totaling $86,034,050 to acquire the same number and liquidation value per share of Series C Preferred Shares. Other rights totaling 903,344 submitted $50 cash, total $45,167,200, to acquire the same number of Series C Preferred Shares. At June 30, 2018, there were 2,624,025 Series C Preferred outstanding and accrued dividends amounted to $72,890.

On March 26, 2018, 652,848 Series B Preferred Shares were put back to the Fund at the liquidation value of $32,642,400. On May 29, 2018, the Fund called all remaining 250,496 outstanding Series B Preferred Shares at the redemption value $50 per share totaling $12,524,800 plus accumulated and unpaid dividends to the redemption date of $0.2625 per share. The Fund retired all Series B Preferred.

The Series C Preferred pays distributions at an annualized rate of 4.000% on the $50 per share liquidation preference for the quarterly dividend periods ending on or prior to March 26, 2019 ("Year 1"). At least thirty days prior to the end of Year 1, the Fund's Board will publicly announce a reset fixed dividend rate that will apply for the next eight quarterly dividend periods ("Year 2" and "Year 3"). At least thirty days prior to the end of Year 3, the Fund's Board will publicly announce a reset fixed dividend rate that will apply for all remaining quarterly dividend periods prior to the mandatory redemption date for the Series C Preferred of March 26, 2025. Each reset dividend rate will be neither less than an annualized rate of 4.000% nor greater than an annualized rate of 6.000%.

The $50 Series B Preferred paid quarterly distributions in March, June, September, and December of each year. On January 23, 2015, the Board reset the annual dividend rate to 3.000% on the Series B Preferred for dividend periods through the call date, May 29, 2018.

Dividends on the Preferred Shares are cumulative. The Fund is required by the 1940 Act and by the Fund's Statement of Preferences to meet certain asset coverage tests with respect to the Preferred Shares. If the Fund fails to meet these requirements and does not correct such failure, the Fund may be required to redeem, in part or in full, the Series C Preferred at the redemption price of $50 per share plus an amount equal to the accumulated and unpaid dividends whether or not declared on such shares in order to meet these requirements. Additionally, failure to meet the foregoing asset coverage requirements could restrict the Fund's ability to pay dividends to common shareholders and could lead to sales of portfolio securities at inopportune times. The income received on the Fund's assets may vary in a manner unrelated to the fixed and variable rates, which could have either a beneficial or detrimental impact on net investment income and gains available to common shareholders.

The holders of Preferred Shares generally are entitled to one vote per share held on each matter submitted to a vote of shareholders of the Fund and will vote together with holders of common stock as a single class. The holders of Preferred Shares voting together as a single class also have the right currently to elect two Trustees and under certain circumstances are entitled to elect a majority of the Board of Trustees. In addition, the affirmative vote of a majority of the votes entitled to be cast by holders of all outstanding shares of the preferred shares, voting as a single class, will be required to approve any plan of reorganization adversely affecting the preferred shares, and the approval of two-thirds of each class, voting separately, of the Fund's outstanding voting stock must approve the conversion of the Fund from a closed-end to an open-end investment company. The approval of a majority (as defined in the 1940 Act) of the outstanding preferred shares and a majority (as defined in the 1940 Act) of the Fund's outstanding voting securities are required to approve certain other actions, including changes in the Fund's investment objectives or fundamental investment policies.

6. Indemnifications. The Fund enters into contracts that contain a variety of indemnifications. The Fund's maximum exposure under these arrangements is unknown. However, the Fund has not had prior claims or losses pursuant to these contracts. Management has reviewed the Fund's existing contracts and expects the risk of loss to be remote.

7. Subsequent Events. Management has evaluated the impact on the Fund of subsequent events occurring through the date the financial statements were issued and has determined that there were no subsequent events requiring recognition or disclosure in the financial statements.

Certifications

The Fund's Chief Executive Officer has certified to the New York Stock Exchange ("NYSE") that, as of May 23, 2018, he was not aware of any violation by the Fund of applicable NYSE corporate governance listing standards. The Fund reports to the SEC on Form N-CSR which contains certifications by the Fund's principal executive officer and principal financial officer that relate to the Fund's disclosure in such reports and that are required by Rule 30a-2(a) under the 1940 Act.

Shareholder Meeting – May 14, 2018 – Final Results

The Fund's Annual Meeting of Shareholders was held on May 14, 2018 in Greenwich, Connecticut. At that meeting, common and preferred shareholders, voting together as a single class, elected Mario J. Gabelli, Leslie F. Foley, and Michael J. Melarkey as Trustees of the Fund. A total of 10,639,881 votes, 16,713,499 votes, and 16,740,607 votes were cast in favor of these Trustees and a total of 7,258,226 votes, 1,184,608 votes, and 1,157,500 votes were withheld for these Trustees, respectively.

James P. Conn, Clarence A. Davis, Arthur V. Ferrara, Edward T. Tokar, and Salvatore J. Zizza continue to serve in their capacities as Trustees of the Fund.

Effective May 16, 2018, Anthony J. Colavita resigned from the Board and Anthony S. Colavita was appointed to the Board.

We thank you for your participation and appreciate your continued support.

AUTOMATIC DIVIDEND REINVESTMENT AND VOLUNTARY CASH PURCHASE PLANS

Enrollment in the Plan

It is the policy of The GDL Fund to automatically reinvest dividends payable to common shareholders. As a "registered" shareholder you automatically become a participant in the Fund's Automatic Dividend Reinvestment Plan (the "Plan"). The Plan authorizes the Fund to credit common shares to participants upon an income dividend or a capital gains distribution regardless of whether the shares are trading at a discount or a premium to net asset value. All distributions to shareholders whose shares are registered in their own names will be automatically reinvested pursuant to the Plan in additional shares of the Fund. Plan participants may send their share certificates to American Stock Transfer ("AST") to be held in their dividend reinvestment account. Registered shareholders wishing to receive their distributions in cash must submit this request in writing to:

The GDL Fund
c/o American Stock Transfer
6201 15th Avenue
Brooklyn, NY 11219

Shareholders requesting this cash election must include the shareholder's name and address as they appear on the share certificate. Shareholders with additional questions regarding the Plan or requesting a copy of the terms of the Plan, may contact AST at (888) 422-3262.

If your shares are held in the name of a broker, bank, or nominee, you should contact such institution. If such institution is not participating in the Plan, your account will be credited with a cash dividend. In order to participate in the Plan through such institution, it may be necessary for you to have your shares taken out of "street name" and re-registered in your own name. Once registered in your own name your distributions will be automatically reinvested. Certain brokers participate in the Plan. Shareholders holding shares in "street name" at participating institutions will have dividends automatically reinvested. Shareholders wishing a cash dividend at such institution must contact their broker to make this change.

The number of common shares distributed to participants in the Plan in lieu of cash dividends is determined in the following manner. Under the Plan, whenever the market price of the Fund's common shares is equal to or exceeds net asset value at the time shares are valued for purposes of determining the number of shares equivalent to the cash dividends or capital gains distribution, participants are issued common shares valued at the greater of (i) the net asset value as most recently determined or (ii) 95% of the then current market price of the Fund's common shares. The valuation date is the dividend or distribution payment date or, if that date is not a NYSE Amex trading day, the next trading day. If the net asset value of the common shares at the time of valuation exceeds the market price of the common shares, participants will receive common shares from the Fund valued at market price. If the Fund should declare a dividend or capital gains distribution payable only in cash, AST will buy common shares in the open market, or on the NYSE Amex, or elsewhere, for the participants' accounts, except that AST will endeavor to terminate purchases in the open market and cause the Fund to issue shares at net asset value if, following the commencement of such purchases, the market value of the common shares exceeds the then current net asset value.

The automatic reinvestment of dividends and capital gains distributions will not relieve participants of any income tax which may be payable on such distributions. A participant in the Plan will be treated for federal income tax purposes as having received, on a dividend payment date, a dividend or distribution in an amount equal to the cash the participant could have received instead of shares.

Voluntary Cash Purchase Plan

The Voluntary Cash Purchase Plan is yet another vehicle for our shareholders to increase their investment in the Fund. In order to participate in the Voluntary Cash Purchase Plan, shareholders must have their shares registered in their own name.

Participants in the Voluntary Cash Purchase Plan have the option of making additional cash payments to AST for investments in the Fund's common shares at the then current market price. Shareholders may send an amount from $250 to $10,000. AST will use these funds to purchase shares in the open market on or about the 1st and 15th of each month. AST will charge each shareholder who participates a pro rata share of the brokerage commissions. Brokerage charges for such purchases are expected to be less than the usual brokerage charge for such transactions. It is suggested that any voluntary cash payments be sent to American Stock Transfer, 6201 15th Avenue, Brooklyn, NY 11219 such that AST receives such payments approximately 10 days before the investment date. Funds not received at least five days before the investment date shall be held for investment until the next purchase date. A payment may be withdrawn without charge if notice is received by AST at least 48 hours before such payment is to be invested.

Shareholders wishing to liquidate shares held at AST must do so in writing or by telephone. Please submit your request to the above mentioned address or telephone number. Include in your request your name, address, and account number. The cost to liquidate shares is $1.00 per transaction as well as the brokerage commission incurred. Brokerage charges are expected to be less than the usual brokerage charge for such transactions.

For more information regarding the Automatic Dividend Reinvestment Plan and Voluntary Cash Purchase Plan, brochures are available by calling (914) 921-5070 or by writing directly to the Fund.

The Fund reserves the right to amend or terminate the Plan as applied to any voluntary cash payments made and any dividend or distribution paid subsequent to written notice of the change sent to the members of the Plan at least 90 days before the record date for such dividend or distribution. The Plan also may be amended or terminated by AST on at least 90 days written notice to participants in the Plan.

THE GDL FUND
One Corporate Center
Rye, NY 10580-1422

Portfolio Management Team Biographies

Mario J. Gabelli, CFA, is Chairman, Chief Executive Officer, and Chief Investment Officer - Value Portfolios of GAMCO Investors, Inc. that he founded in 1977, and Chief Investment Officer - Value Portfolios of Gabelli Funds, LLC and GAMCO Asset Management Inc. He is also Executive Chairman of Associated Capital Group, Inc. Mr. Gabelli is a summa cum laude graduate of Fordham University and holds an MBA degree from Columbia Business School and Honorary Doctorates from Fordham University and Roger Williams University.

Ryan N. Kahn, CFA, is an analyst dedicated to the Gabelli merger arbitrage portfolios, specifically to our U.S. open and closed-end funds. He joined the team in 2013 after working as a generalist in the research department. Mr. Kahn earned a Bachelor of Science in Business Management from Babson College.

Gian Maria Magrini, CFA, is an analyst dedicated to the Gabelli merger arbitrage portfolios, specifically to our U.S. open and closed-end funds. He joined the team in 2013 after serving various roles in the operations and research departments. Mr. Magrini earned a Bachelor of Science in Finance from Fordham University.

Geoffrey P. Astle is involved in the analytics and foreign and domestic trading for the Gabelli merger arbitrage portfolios, specifically to our U.S. open and closed-end funds. He has been associated in this capacity since 2007. Mr. Astle earned a Bachelor of Science in both Finance and Marketing from Fairfield University.

Regina M. Pitaro is a Managing Director and Head of Institutional Marketing at GAMCO Investors, Inc. Ms. Pitaro joined the firm in 1984 and coordinates the organization's focus with consultants and plan sponsors. She also serves as a Managing Director and Director of GAMCO Asset Management, Inc., and serves as a portfolio manager for Gabelli Funds, LLC. Ms. Pitaro holds an MBA in Finance from the Columbia University Graduate School of Business, a Master's degree in Anthropology from Loyola University of Chicago, and a Bachelor's degree from Fordham University.

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. Both the commentary and the financial statements, including the portfolio of investments, will be available on our website at www.gabelli.com.

The Net Asset Value per share appears in the Publicly Traded Funds column, under the heading "Specialized Equity Funds," in Monday's The Wall Street Journal. It is also listed in Barron's Mutual Funds/Closed End Funds section under the heading "Specialized Equity Funds."

The Net Asset Value per share may be obtained each day by calling (914) 921-5070 or visiting www.gabelli.com.

The NASDAQ symbol for the Net Asset Value is "XGDLX."

Notice is hereby given in accordance with Section 23(c) of the Investment Company Act of 1940, as amended, that the Fund may from time to time purchase its common shares in the open market when the Fund's shares are trading at a discount of 7.5% or more from the net asset value of the shares. The Fund may also from time to time purchase its preferred shares in the open market when the preferred shares are trading at a discount to the liquidation value.

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Semiannual Report
June 30, 2018