

Priest Jeffrey W
Form 5
February 11, 2019

FORM 5

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

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

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
Priest Jeffrey W

(Last) (First) (Middle)

GENERAL AMERICAN
INVESTORS COMPANY,
INC., 530 FIFTH AVE - 26TH
FLOOR

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

GENERAL AMERICAN
INVESTORS CO INC [GAM]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2018

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
President & CEO

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

6. Individual or Joint/Group Reporting

(check applicable line)

____X____ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/28/2018		J ⁽¹⁾	1,743	A	\$ 30.155	25,126	I	By Parent ⁽²⁾
	12/28/2018		J ⁽¹⁾	3,983	A		57,388	I	

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Common Stock							\$ 30.155		By Power of Attorney <u>(2)</u>
Common Stock	Â	Â	Â	Â	Â	Â	13,778	I	By Nonprofit Trust <u>(2)</u>
Common Stock	12/31/2018	Â	J ⁽³⁾	3,593	A	\$ <u>(3)</u>	21,182	I	By Thrift Plan Trust <u>(4)</u>
5.95% Preferred Stock	Â	Â	Â	Â	Â	Â	3,200	D	Â
5.95% Preferred Stock	Â	Â	Â	Â	Â	Â	7,739	I	By Parent <u>(2)</u>
5.95% Preferred Stock	Â	Â	Â	Â	Â	Â	16,121	I	By Power of Attorney <u>(2)</u>
5.95% Preferred Stock	Â	Â	Â	Â	Â	Â	11,300	I	By Nonprofit Trust <u>(2)</u>

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se Bo O Er Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Priest Jeffrey W GENERAL AMERICAN INVESTORS COMPANY, INC. 530 FIFTH AVE - 26TH FLOOR NEW YORK, NY 10036	Â	Â	Â President & CEO	Â

Signatures

/s/ Jeffrey W. Priest 02/11/2018

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares received in payment of dividends.
- (2) Mr. Priest has dispositive power but disclaims any beneficial interest in these shares.
- (3) The securities reported herein were acquired on a periodic basis in open market transactions at the prevailing market price pursuant to the Issuer's Employees' Thrift Plan. The information is based upon a statement as of 12/31/2018 issued by the Plan Administrator.
- (4) By Issuer's Employees' Thrift Plan Trust. The undersigned disclaims any beneficial interest in these shares.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.