## Edgar Filing: Hill Lucius T III - Form 4

Hill Lucius T Form 4										
January 03, 2								OMB A	PPROVAL	
FORM	UNITED	STATES		RITIES A			COMMISSIO		3235-0287	
Check thi if no long	or				Expires:	January 31, 2005				
subject to Section 1 Form 4 or	AENT OI	F CHAN	NGES IN SECUF	Estimated burden hou response	average urs per					
Form 5 obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17(	a) of the l	Public U	tility Hol	ding Con		nge Act of 1934, of 1935 or Secti 940			
(Print or Type R	Responses)									
1. Name and A Hill Lucius '	Person <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol FIRST OPPORTUNITY FUND INC [FOFI]				Issuer	5. Relationship of Reporting Person(s) to Issuer			
						C (Cho	e)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)			Director X Officer (give below)	Officer (give title Other (specify			
75 STATE STREET			01/01/2011				Officer of Investment Adviser			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>				
BOSTON, N	/IA 02109						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deem Execution any (Month/D			Date, if TransactionAcquired (A) or Code Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)			
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities benet	ficially own	ed directly	or indirectly.			
					inform require	ation cont ed to resp ys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Secur Acqu (A) o Dispo of (D (Instr	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Secu: (Instr	rities : 3 and 4)	(Instr. 5)	Bene Owne Follo Repo Trans (Instr	
Repo	rting Owners		Code N	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Hill Lucius T III 75 STATE STREET BOSTON, MA 02109			Officer of Investment Adviser					
Signatures								
/s/JOHN E. BRUNO -		01/03/20	011					

Date

**Explanation of Responses:** 

\*\*Signature of Reporting Person

\* 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).

## **Remarks:**

Attorney-in-fact

No longer a reporting person effective January 1, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space 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.