

BOULDER GROWTH & INCOME FUND

Form N-Q

April 28, 2009

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

FORM N-Q

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number

811-02328

Boulder Growth & Income Fund, Inc.
(Exact name of registrant as specified in charter)

2344 Spruce Street, Suite A, Boulder, CO
(Address of principal executive offices)

80302
(Zip code)

Stephen C. Miller, Esq.

2344 Spruce Street, Suite A

Boulder, CO 80302
(Name and address of agent for service)

Registrant's telephone number, including area code:

(303) 444-5483

Date of fiscal year end: November 30

Date of reporting period: February 28, 2009

Item 1 Schedule of Investments.

Boulder Growth & Income Fund, Inc.

PORTFOLIO OF INVESTMENTS

February 28, 2009

(Unaudited)

Shares/ Principal Amount	Description	Value (Note 1)
LONG TERM INVESTMENTS 63.7%		
DOMESTIC COMMON STOCKS 45.2%		
Buildings - Residential/Commercial 0.1%		
6,300	Toll Brothers, Inc.*	\$ 99,855
Construction Machinery 0.3%		
20,000	Caterpillar, Inc.	492,200
Diversified 24.6%		
466	Berkshire Hathaway, Inc., Class A*	36,627,601
500	Berkshire Hathaway, Inc., Class B*	1,282,000
		37,909,601
Diversified Financial Services 0.5%		
35,000	American Express Co.	422,100
4,300	Franklin Resources, Inc.	196,940
8,300	Legg Mason, Inc.	106,489
		725,529
Electric Utilities 3.7%		
183,000	Constellation Energy Group, Inc.	3,616,080
150,000	Great Plains Energy, Inc.	2,031,000
		5,647,080
Healthcare Products & Services 0.6%		
18,000	Johnson & Johnson	900,000
Insurance 1.1%		
47,074	Fidelity National Financial, Inc.	780,016
40,000	First American Corp.	926,800
		1,706,816
Manufacturing 1.9%		
12,000	3M Co.	545,520
50,500	Eaton Corp.	1,825,575
60,000	General Electric Co.	510,600
		2,881,695
Registered Investment Company (RIC) 3.3%		
291,762	Cohen & Steers Advantage Income Realty Fund, Inc.	638,959
120,137	Cohen & Steers Premium Income Realty Fund, Inc.	253,489
106,600	Cohen & Steers Quality Income Realty Fund, Inc.	257,972
165,784	Cohen & Steers REIT and Preferred Income Fund, Inc.	654,847
294,900	Cohen & Steers REIT and Utility Income Fund, Inc.	1,344,743
91,174	Cohen & Steers Worldwide Realty Income Fund, Inc.	201,495
66,000	Flaherty & Crumrine/Claymore Preferred Securities Income Fund, Inc.	432,300
124,592	Flaherty & Crumrine/Claymore Total Return Fund, Inc.	865,914
146,663	ING Clarion Global Real Estate Income Fund	420,923
		5,070,642

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Retail 9.1%			
27,500	The Home Depot, Inc.		574,475
69,000	Walgreen Co.		1,646,340
240,000	Wal-Mart Stores, Inc.		11,817,600
			14,038,415
TOTAL DOMESTIC COMMON STOCKS			
(Cost \$80,869,456)			69,471,833
FOREIGN COMMON STOCKS 7.9%			
Australia 0.1%			
983,610	ING Office Fund		163,532
Canada 0.5%			
10,200	Bank of Nova Scotia		230,186
44,000	Brookfield Asset Management, Inc., Class A		583,115
			813,301

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Hong Kong 3.0%			
	185,000	Cheung Kong Holdings, Ltd.	1,523,130
	600,000	Hang Lung Properties, Ltd.	1,158,957
	500,000	Henderson Investment, Ltd.	30,302
	104,500	Henderson Land Development Co., Ltd.	353,038
	1,500,000	Midland Holdings, Ltd.	406,176
	650,000	Wheelock & Co., Ltd.	1,097,966
			4,569,569
Japan 0.0%(1)			
	105	New City Residence Investment Corp.*(2)(3)	4,465
Netherlands 1.7%			
	60,000	Heineken Holding NV	1,396,932
	31,663	Heineken NV	853,793
	20,000	Unilever NV	386,663
			2,637,388
New Zealand 1.3%			
	4,150,135	Kiwi Income Property Trust	2,057,805
Singapore 0.5%			