

GABELLI UTILITY TRUST  
Form 8-A12B  
May 27, 2016

As filed with the Securities and Exchange Commission on May 27, 2016

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

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR 12(g) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

**THE GABELLI UTILITY TRUST**  
**(Exact Name of Registrant as Specified in its Declaration of Trust)**

**Delaware**  
**(State of Organization)**

**13-404-6522**  
**(I.R.S. Employer Identification No.)**  
**One Corporate Center**

**Rye, New York 10580-1422**

**(Address of principal executive offices)**

**Securities to be registered pursuant to Section 12(b) of the Act:**

<b>Title of each class to be so registered</b>	<b>Name of each exchange on which each class is to be registered</b>
<b>5.375% Series C Cumulative Preferred Shares</b>	<b>New York Stock Exchange</b>

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

**Securities Act registration statement file number to which this form relates:**

**333-203475**

**Securities to be registered pursuant to Section 12(g) of the Act:**

**None.**

**Item 1. Description of Registrant's Securities to be Registered**

The sections captioned Summary of the Terms of the Series C Preferred Shares, Description of the Series C Preferred Shares and Special Characteristics and Risks of the Series C Preferred Shares in the Registrant's Prospectus Supplement that was filed pursuant to Rule 497 under the Securities Act of 1933 (File No. 333-203475) on May 26, 2016, is incorporated herein by reference.

**Item 2. Exhibits**

The following exhibits have been filed with the Securities and Exchange Commission:

- (1) Third Amended and Restated Agreement and Declaration of Trust of Registrant (1)
- (2) Second Amended and Restated By-Laws of Registrant (1)
- (3) Form of Statement of Preferences with respect to the 5.375% Series C Cumulative Preferred Shares (2)
  
- (1) Incorporated by reference to the Registrant's Registration Statement on Form N-2, File Nos. 333-174333 and 811-09243, as filed with the Securities and Exchange Commission on May 19, 2011.
- (2) Incorporated by reference to Post-Effective Amendment No. 2 to the Registrant's Registration Statement on Form N-2, File Nos. 333-203475 and 811-09243, as filed with the Securities and Exchange Commission on May 26, 2016.

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

THE GABELLI UTILITY TRUST  
(Registrant)

Date: May 27, 2016

By: /s/ Andrea Mango  
Name: Andrea Mango  
Title: Secretary and Vice President

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