

BANCROFT FUND LTD
Form N-CSRS
June 24, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-CSR

CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT

INVESTMENT COMPANIES

Investment Company Act file number 811-02151

Bancroft Fund Ltd.

(Exact name of registrant as specified in charter)

One Corporate Center

Rye, New York 10580-1422

(Address of principal executive offices) (Zip code)

Jane D. O Keeffe

Gabelli Funds, LLC

One Corporate Center

Rye, New York 10580-1422

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-800-422-3554

Date of fiscal year end: October 31

Date of reporting period: April 30, 2016

Form N-CSR is to be used by management investment companies to file reports with the Commission not later than 10 days after the transmission to stockholders of any report that is required to be transmitted to stockholders under Rule 30e-1 under the Investment Company Act of 1940 (17 CFR 270.30e-1). The Commission may use the information provided on Form N-CSR in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-CSR, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-CSR unless the Form displays a currently valid Office of Management and Budget (OMB) control number. Please direct

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comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

Item 1. Reports to Stockholders.

The Report to Shareholders is attached herewith.

Bancroft Fund Ltd.**Semiannual Report April 30, 2016****(Y)our Portfolio Management Team****To Our Shareholders,**

For the six months ended April 30, 2016, the net asset value (NAV) total return of the Bancroft Fund Ltd. was (1.9)%, compared with total returns of (2.9)% and (1.7)% for the Bank of America Merrill Lynch All U.S. Convertibles Index and the Barclays Balanced U.S. Convertibles Index, respectively. The total return for the Fund's publicly traded shares was 4.7%. The Fund's NAV per share was \$21.48, while the price of the publicly traded shares closed at \$18.28 on the New York Stock Exchange (NYSE MKT). See below for additional performance information.

Enclosed are the financial statements, including the schedule of investments, as of April 30, 2016.

Comparative Results**Average Annual Returns through April 30, 2016 (a)(b) (Unaudited)**

	Year to Date	6 Months	1 Year	3 Year	5 Year	10 Year
Bancroft Fund Ltd.						
NAV Total Return (d)	0.12%	(1.93)%	(4.01)%	6.39%	5.22%	5.47%(c)
Investment Total Return (e)	1.84	4.69	(5.59)	6.79	4.89	5.71
Bank of America Merrill Lynch All U.S. Convertibles Index	(0.13)	(2.88)	(7.67)	6.78	6.22	6.02
Barclays Balanced U.S. Convertibles Index	0.89	(1.67)	(7.13)	3.95	4.33	4.55
Standard & Poor's (S&P) 500 Index	1.74	0.43	1.78	11.82	11.58	7.01

(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 Bank of America Merrill Lynch All U.S. Convertibles Index is a market value weighted index of all dollar denominated convertible securities that are exchangeable into US equities and have a market value of more than \$50 million. The Barclays Balanced U.S. Convertibles Index is a market value weighted index that tracks the performance of publicly placed, dollar denominated convertible securities that are between 40% and 80% sensitive to movements in their underlying common stocks. The S&P 500 Index is an unmanaged indicator of stock market performance. Dividends and interest income are considered reinvested. You cannot invest directly in an index.

(b) The Fund's fiscal year ends on October 31.

(c) Total return has not been adjusted for the 2008 tender offer.

(d) Total returns and average annual returns reflect changes in the NAV per share, reinvestment of distributions at NAV on the ex-dividend date for the period beginning November 2015, and are net of expenses. For the period December 2008 through October 2015, distributions were reinvested on the payable date using market prices. For the period May 2006 through January 2007, distributions were reinvested on payable date using NAV.

- (e) Total returns and average annual returns reflect changes in closing market values on the NYSE MKT and reinvestment of distributions.

Summary of Portfolio Holdings (Unaudited)

The following table presents portfolio holdings as a percent of total investments as of April 30, 2016:

Bancroft Fund Ltd.

Health Care	19.2%
Computer Software and Services	16.7%
Energy and Utilities	9.8%
Financial Services	9.7%
Real Estate Investment Trusts	8.6%
Semiconductors	7.2%
Communications Equipment	4.9%
Telecommunications	2.8%
Transportation	2.6%
Food and Beverage	2.4%
Business Services	2.3%
Consumer Services	2.1%
Diversified Industrial	2.0%
Wireless Communications	1.9%
Consumer Products	1.7%
Computer Hardware	1.5%
Metals and Mining	1.1%
Building and Construction	1.0%
Agriculture	0.9%
Automotive	0.8%
Entertainment	0.8%
	100.0%

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.

Certifications

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The Fund's Chief Executive Officer has certified to the NYSE MKT that, as of December 9, 2015, 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.

Bancroft Fund Ltd.**Schedule of Investments April 30, 2016 (Unaudited)**

Principal			Market
Amount		Cost	Value
	CONVERTIBLE CORPORATE BONDS 61.4%		
	Automotive 0.4%		
\$ 500,000	Tesla Motors Inc., 1.250%, 03/01/21	\$ 491,555	\$ 460,313
	Building and Construction 1.0%		
1,000,000	Dycom Industries Inc., 0.750%, 09/15/21(a)	1,003,925	1,032,500
	Business Services 1.6%		
1,500,000	Blucora Inc., 4.250%, 04/01/19	1,492,567	1,268,437
500,000	Monster Worldwide Inc., 3.500%, 10/15/19	517,301	466,250
		2,009,868	1,734,687
	Communications Equipment 4.9%		
1,550,000	CalAmp Corp., 1.625%, 05/15/20(a)	1,532,125	1,413,406
1,000,000	Harmonic Inc., 4.000%, 12/01/20(a)	1,000,000	858,125
1,000,000	Infinera Corp., 1.750%, 06/01/18	1,038,429	1,163,750
1,750,000	InterDigital, Inc., 1.500%, 03/01/20	1,794,937	1,838,594
		5,365,491	5,273,875
	Computer Hardware 1.5%		
1,500,000	Mentor Graphics Corp., 4.000%, 04/01/31	1,524,484	1,576,883
	Computer Software and Services 16.7%		
1,500,000	Bottomline Technologies Inc., 1.500%, 12/01/17	1,576,368	1,563,750
1,000,000	CSG Systems International Inc.,		

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	4.250%, 03/15/36(a)	1,013,085	1,083,125
1,500,000	EnerNOC Inc.,		
	2.250%, 08/15/19	1,180,122	1,047,187
1,500,000	FireEye Inc.,		
	1.625%, 06/01/35(a)	1,552,071	1,245,000
1,250,000	MercadoLibre Inc.,		
	2.250%, 07/01/19	1,336,222	1,471,094
1,000,000	Nuance Communications Inc.,		
	1.500%, 11/01/35	1,065,354	997,500
1,250,000	Proofpoint Inc.,		
	0.750%, 06/15/20(a)	1,306,418	1,282,813
1,000,000	PROS Holdings Inc.,		
	2.000%, 12/01/19(a)	1,027,467	795,000
725,000	Red Hat Inc.,		
	0.250%, 10/01/19	725,000	896,734
1,500,000	Synchronoss Technologies Inc.,		
	0.750%, 08/15/19	1,529,153	1,466,250

Principal

Market

Amount		Cost	Value
\$ 200,000	Take-Two Interactive Software Inc.,		
	1.750%, 12/01/16	\$ 204,811	\$ 358,875
1,500,000	The Priceline Group, Inc.,		
	1.000%, 03/15/18	1,614,179	2,230,313
1,000,000	Twitter Inc.,		
	1.000%, 09/15/21	970,607	844,375
1,500,000	Verint Systems Inc.,		
	1.500%, 06/01/21	1,482,117	1,355,625
1,500,000	Web.com Group Inc.,		
	1.000%, 08/15/18	1,492,807	1,458,750
		18,075,781	18,096,391

Consumer Products 0.5%

616,000	JAKKS Pacific Inc.,		
	4.875%, 06/01/20(a)	667,308	579,810

Consumer Services 2.1%

1,000,000	Carriage Services Inc.,		
	2.750%, 03/15/21	1,018,590	1,201,250
1,000,000	Extra Space Storage LP,		
	3.125%, 10/01/35(a)	1,000,000	1,103,750
		2,018,590	2,305,000

Diversified Industrial 0.9%

750,000	Kaman Corp.,		
	3.250%, 11/15/17(a)	775,742	985,781

Energy and Utilities 3.5%

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1,500,000	Cheniere Energy Inc., 4.250%, 03/15/45	1,208,464	871,875
500,000	Clean Energy Fuels Corp., 5.250%, 10/01/18(a)	502,978	329,687
259,000	Goodrich Petroleum Corp., 5.000%, 10/01/32	492,397	673
1,000,000	SolarCity Corp., 2.750%, 11/01/18	1,077,076	765,625
	SunEdison Inc.,		
750,000	0.250%, 01/15/20(a)	530,966	30,000
500,000	2.750%, 01/01/21	482,721	20,000
	SunPower Corp.,		
1,000,000	0.875%, 06/01/21	1,032,293	801,875
1,000,000	4.000%, 01/15/23(a)	1,000,000	971,250
		6,326,895	3,790,985
	Entertainment 0.8%		
1,125,000	Global Eagle Entertainment Inc., 2.750%, 02/15/35	1,133,699	861,328
	Financial Services 2.4%		
1,500,000	BlackRock Capital Investment Corp., 5.500%, 02/15/18	1,530,771	1,553,437

See accompanying notes to financial statements.

Bancroft Fund Ltd.**Schedule of Investments (Continued) April 30, 2016 (Unaudited)**

Principal			Market
Amount		Cost	Value
CONVERTIBLE CORPORATE BONDS (Continued)			
Financial Services (Continued)			
\$ 1,250,000	Encore Capital Group Inc., 3.000%, 07/01/20	\$ 1,362,478	\$ 1,088,281
		2,893,249	2,641,718
Health Care 10.6%			
500,000	Aceto Corp., 2.000%, 11/01/20(a)	500,427	468,750
750,000	ANI Pharmaceuticals Inc., 3.000%, 12/01/19	842,377	754,687
525,000	Array BioPharma Inc., 3.000%, 06/01/20	458,017	432,469
750,000	Exelixis Inc., 4.250%, 08/15/19	814,207	810,000
1,000,000	Horizon Pharma Investment Ltd., 2.500%, 03/15/22	1,084,498	877,500
500,000	Incyte Corp., 1.250%, 11/15/20	635,094	793,125
710,000	Jazz Investments I Ltd., 1.875%, 08/15/21	814,216	793,425
1,000,000	Molina Healthcare Inc., 1.125%, 01/15/20	1,052,765	1,395,000
750,000	NuVasive Inc., 2.250%, 03/15/21(a)	771,607	847,969
200,000	OPKO Health Inc.,		