

Associated Capital Group, Inc.  
 Form 3/A  
 December 01, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person * Â GABELLI MARIO J (Last) (First) (Middle)  C/O GAMCO INVESTORS, INC,Â ONE CORPORATE CENTER (Street)  RYE,Â NYÂ 10580 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/02/2015	3. Issuer Name and Ticker or Trading Symbol Associated Capital Group, Inc. [AC]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chairman & CEO	5. If Amendment, Date Original Filed(Month/Day/Year) 11/02/2015	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <sup>(1)</sup>	100	I	By GAMCO Investors, Inc. <sup>(2)</sup>

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GABELLI MARIO J C/O GAMCO INVESTORS, INC ONE CORPORATE CENTER RYE, NY 10580	X	X	Chairman & CEO	
GAMCO INVESTORS, INC. ET AL ONE CORPORATE CENTER 401 THEODORE FREMD AVENUE RYE, NY 10580		X		
GGCP, INC. 140 GREENWICH AVENUE GREENWICH, CT 06830		X		
GGCP Holdings LLC 140 GREENWICH AVENUE GREENWICH, CT 06830		X		

## Signatures

/s/ Douglas R. Jamieson, Attorney-in-Fact for Mario J. Gabelli	12/01/2015
__Signature of Reporting Person	Date
/s/ Douglas R. Jamieson, President & COO of GAMCO Investors, Inc.	12/01/2015
__Signature of Reporting Person	Date
/s/ Douglas R. Jamieson, Attorney-in-Fact for GGCP, Inc.	12/01/2015
__Signature of Reporting Person	Date
/s/ Douglas R. Jamieson, Attorney-in-Fact for GGCP Holdings, LLC	12/01/2015
__Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) This amendment is being filed solely to include GGCP, Inc. and GGCP Holdings, LLC as reporting persons. The reporting persons are re-reporting the transactions reported on November 2, 2015 to gain access to the to the EDGAR filing system.  
The shares of the Issuer's common stock are held directly by GAMCO Investors, Inc. ("GAMCO") Mario J. Gabelli is the Chairman and CEO of GAMCO and controls a majority of GAMCO's voting power through his direct ownership of GAMCO common stock and his position as Chief Executive Officer, a Director and the controlling shareholder GGCP, Inc., which, through its intermediate subsidiary GGCP Holdings, LLC, controls a majority of GAMCO's voting power.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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