

TRI-CONTINENTAL CORP
Form 8-K
August 19, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 19, 2008

TRI-CONTINENTAL CORPORATION

(Exact name of Registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation)

811-266
(Commission File Number)

13-5441850
(I.R.S. Employer

Identification No.)

100 Park Avenue,

New York, New York 10017

(Address of principal executive offices, zip code)

Registrant's telephone number, including area code (212) 850-1864

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

.. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR 240.13e-4(c))

SECTION 7 - REGULATION FD DISCLOSURE

Item 7.01 Regulation FD Disclosure.

Tri-Continental Corporation (the Corporation) is furnishing as Exhibit 99.1 the attached press release issued on August 19, 2008, announcing the entry into a settlement agreement among the Corporation and the members of a stockholder group that includes Western Investment LLC.

SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits.

Exhibit 99.1 - Press Release dated August 19, 2008.

Exhibit 99.2 - Settlement Agreement, dated August 19, 2008 among Tri-Continental and the members of a stockholder group, including Western Investment LLC.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TRI-CONTINENTAL CORPORATION

Date: August 19, 2008

/s/ Paul B. Goucher
Paul B. Goucher
Secretary

Exhibit Index

Exhibit Number	Description of Exhibit
99.1	Press Release dated August 19, 2008.
99.2	Settlement Agreement, dated August 19, 2008 among Tri-Continental and the members of a stockholder group, including Western Investment LLC.