



THE GDL FUND
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**DIVIDEND NOTICE
SERIES C PREFERRED SHARES**

FOR IMMEDIATE RELEASE

Rye, New York
February 14, 2024

NYSE – GDL PrC
CUSIP – 361570401

**THE GDL FUND
DECLARES \$0.50 QUARTERLY DIVIDEND FOR ITS
SERIES C CUMULATIVE PUTTABLE AND CALLABLE PREFERRED SHARES**

Rye, NY -- The Board of Trustees (the “Board”) of The GDL Fund (NYSE:GDL) (the “Fund”) declared a \$0.50 per share cash distribution payable on March 26, 2024 to Series C preferred shareholders of record on March 19, 2024.

The Series C Preferred Shares, which trade on the New York Stock Exchange under the symbol “GDL Pr C”, were issued on March 26, 2018 at \$50.00 per share. The Series C Preferred pay distributions quarterly at an annualized dividend rate of 4.00% of the \$50.00 per share liquidation preference of the Series C Preferred for all remaining quarterly dividend periods prior to the mandatory redemption date for the Series C Preferred of March 26, 2025. The dividend rate is determined by the Fund’s Board of Trustees or a committee thereof in its sole discretion, and such rate will be not less than an annualized rate of 4.00% and not greater than an annualized rate of 6.00%, pursuant to the provisions of the Statement of Preferences for the Series C Preferred.

Part of the distribution may be treated as qualified dividend income for individuals, subject to the maximum federal income tax rate for long term capital gains, which is currently 20% in taxable accounts for individuals (or less depending on an individual’s tax bracket). In addition, certain U.S. shareholders who are individuals, estates or trusts and whose income exceeds certain thresholds will be required to pay a 3.8% Medicare surcharge on their “net investment income”, which includes dividends received from the Fund and capital gains from the sale or other disposition of shares of the Fund.

Short-term capital gains, qualified dividend income, and investment company taxable income, if any, will be allocated on a pro-rata basis to all distributions to preferred shareholders for the year. Based on the accounting records of the Fund currently available, the current distribution paid to preferred shareholders in 2024 would be deemed 100% from net investment income on a book basis. This does not represent information for tax reporting purposes. The estimated components of each distribution are updated and provided to shareholders of record in a notice accompanying the distribution and are available on our website (www.gabelli.com). The final determination of the sources of all distributions in 2024 will be made after year end and

can vary from the quarterly estimates. All individual shareholders with taxable accounts will receive written notification regarding the components and tax treatment for all 2024 distributions in early 2025 via Form 1099-DIV.

Investors should carefully consider the investment objectives, risks, charges, and expenses of the Fund before investing. More information regarding this and other information about the Fund is available by calling 800-GABELLI (800-422-3554) or visiting www.gabelli.com.

The GDL Fund is a diversified, closed-end management investment company with \$183 million in total net assets whose investment objective is to achieve absolute returns in various market conditions without excessive risk of capital. The Fund is managed by Gabelli Funds, LLC, a subsidiary of GAMCO Investors, Inc. (OTCQX:GAMI).