

NICHOLAS APPLGATE CONVERTIBLE & INCOME FUND  
 Form 4/A  
 January 29, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
**YEE MICHAEL**

2. Issuer Name and Ticker or Trading Symbol  
**NICHOLAS APPLGATE CONVERTIBLE & INCOME FUND [NCV]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 1345 AVENUE OF THE AMERICAS  
 (Street)  
 NEW YORK, NY 10105  
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/27/2007  
 4. If Amendment, Date Original Filed(Month/Day/Year)  
 05/03/2007

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
 Affiliated Person  
 6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |   |                  |           |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|------------------|-----------|
|                                 |                                      |  |                                | Code V  | Amount or Price (A) or (D)  |  |                                   |   |                  |           |
| Common Shares                   | 03/27/2007                           |  |                                | S   | 300   | D  | \$ 16.07                          | 0 | I <sup>(1)</sup> | By Spouse |

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

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

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|---------------|-----------|---------|-------|------------------|-----------------|-------|----------------------------|
|  | Director      | 10% Owner | Officer | Other |                  |                 |       |                            |
| YEE MICHAEL<br>1345 AVENUE OF THE AMERICAS<br>NEW YORK, NY 10105 |               |           |         |       |                  |                 |       | Affiliated Person          |

## Signatures

/s/ Thomas J. Fuccillo, Attorney in fact  
 \*\*Signature of Reporting Person  
 01/27/2009  
 Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(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 amended Form 4 is filed solely for the purpose of attaching a Power of Attorney, attached to this filing as Exhibit 24.1.

### Remarks:

Nicholas-Applegate Capital Management LLC (NACM) is the investment adviser of the Issuer. Mr. Yee is a portfolio manager.  
 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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