

GABELLI EQUITY TRUST INC

Form 8-A12B

November 07, 2006

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-A  
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) or 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**The Gabelli Equity Trust Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Maryland**

**22-273-6509**

(State of Incorporation or Organization)

(I.R.S. Employer Identification No.)

**One Corporate Center  
Rye, New York**

**10580-1422**

(Address of principal executive offices)

(zip code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered

Name of each exchange on which each  
class is to be registered

**6.20% Series F Cumulative Preferred Stock**

**New York Stock Exchange**

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: **333-137298**

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

---

Item 1. Description of Registrant's Securities to be Registered.

The section captioned "Description of the Series F Preferred" in the Registrant's form of Prospectus filed as part of the Registrant's Registration Statement on Form N-2/A (No. 333-137298), dated November 6, 2006, is incorporated herein by reference.

Item 2. Exhibits.

The following exhibits have been filed with the Securities and Exchange Commission:

- (1) Form of Certificate for Common Stock<sup>a</sup>
- (2) Articles of Incorporation of the Registrant<sup>b</sup>
- (3) Specimen Certificate for 7.20% Tax Advantaged Series B Cumulative Preferred Stock (the "Series B Preferred")
- (4) Specimen Certificate for 5.875% Series D Cumulative Preferred Stock (the "Series D Preferred")
- (5) Articles Supplementary for the Series B Preferred<sup>c</sup>
- (6) Articles Supplementary for the Series D Preferred<sup>e</sup>
- (7) Form of Articles Supplementary defining the rights of holders of the 6.20% Series F Cumulative Preferred Stock<sup>e</sup>

<sup>a</sup> Incorporated by reference to the Registrant's Pre-Effective Amendment No. 1 to the Registrant's Registration Statement on Form N-2, File Nos. 333-62323 and 811-4700; as filed with the Securities and Exchange Commission on October 13, 1995.

<sup>b</sup> Incorporated by reference to the Registrant's Pre-Effective Amendment No. 2 to the Registrant's Registration Statement on Form N-2, File

Nos. 333-45951  
and 811-4700;  
as filed with the  
Securities and  
Exchange  
Commission on  
February 10,  
1998.

c Incorporated by  
reference to the  
Registrant's  
Pre-Effective  
Amendment  
No. 1 to the  
Registrant's  
Registration  
Statement on  
Form N-2, File  
Nos. 333-47012  
and 811-4700;  
as filed with the  
Securities and  
Exchange  
Commission on  
June 11, 2001.

d Incorporated by  
reference to the  
Registrant's  
Pre-Effective  
Amendment  
No. 2 to the  
Registrant's  
Registration  
Statement on  
Form N-2, File  
Nos.  
333-106081 and  
811-4700, as  
filed with the  
Securities and  
Exchange  
Commission on  
October 1,  
2003.

e. Incorporated by  
reference to the  
Registrant's  
Pre-Effective

Amendment  
No. 2 to the  
Registrant's  
Registration  
Statement on  
Form N-2, File  
Nos.  
333-1372981  
and 811-4700,  
as filed with the  
Securities and  
Exchange  
Commission on  
November 6,  
2006.

-2-

---

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

**The Gabelli Equity Trust Inc.**  
(Registrant)

By: /s/ Bruce N. Alpert

Name: Bruce N. Alpert  
Title: President and Principal Executive  
Officer

Date: November 7, 2006

-3-