

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

GENERAL AMERICAN INVESTORS CO INC  
Form N-CSR  
February 09, 2006

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

FORM N-CSR

CERTIFIED SHAREHOLDER REPORT OF REGISTERED  
MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number: 811-00041  
-----

GENERAL AMERICAN INVESTORS COMPANY, INC.

-----  
(Exact name of registrant as specified in charter)

450 Lexington Avenue, Suite 3300, New York, New York 10017-3911  
-----

(Address of principal executive offices) (Zip code)

Eugene S. Stark  
General American Investors Company, Inc.  
450 Lexington Avenue  
Suite 3300  
New York, New York 10017-3911  
(Name and address of agent for service)

Copy to:  
John E. Baumgardner, Jr., Esq.  
Sullivan & Cromwell LLP  
125 Broad Street  
New York, New York 10004

Registrant's telephone number, including area code: 212-916-8400

Date of fiscal year end: December 31

Date of reporting period: December 31, 2005

2

ITEM 1. REPORTS TO STOCKHOLDERS.

GENERAL  
AMERICAN  
INVESTORS

2005  
ANNUAL  
REPORT

3

GENERAL AMERICAN INVESTORS COMPANY, INC.

Established in 1927, the Company is a closed-end investment company listed on the New York Stock Exchange. Its objective is long-term capital appreciation

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

through investment in companies with above average growth potential.

### FINANCIAL SUMMARY (unaudited)

	2005	2004
Net assets applicable to Common Stock -		
December 31	\$1,132,941,654	\$1,036,393,093
Net investment income	5,408,018	9,253,481
Net realized gain	63,024,095	36,774,029
Net increase in unrealized appreciation	103,638,830	62,361,773
Distributions to Preferred Stockholders	(11,900,000)	(11,900,000)
Per Common Share-December 31		
Net asset value	\$39.00	\$35.49
Market price	\$34.54	\$31.32
Discount from net asset value	-11.4%	-11.7%
Common Shares outstanding-Dec. 31	29,050,399	29,205,312
Common Stockholders of record-Dec. 31	4,100	4,300
Market price range* (high-low)	\$35.45-\$29.37	\$31.74-\$27.88
Market volume-shares	7,242,000	6,206,400
*Unadjusted for dividend payments.		

### DIVIDEND SUMMARY (per share) (unaudited)

Record Date	Payment Date	Ordinary Income	Long-Term Capital Gain	Total
Common Stock				
Nov. 11, 2005	Dec. 22, 2005	\$.587543 (a)	\$1.260182	\$1.847725
Jan. 30, 2006	Feb. 13, 2006	-	.138000	.138000
Total from 2005 earnings		\$.587543	\$1.398182	\$1.985725
=====				
Nov. 12, 2004	Dec. 23, 2004	\$.215327	\$.684673	\$.900000
Jan. 31, 2005	Mar. 10, 2005	.002000	.272000	.274000
Total from 2004 earnings		\$.217327	\$.956673	\$1.174000
=====				
(a) Includes short-term gain in the amount of \$.041294 per share.				
Preferred Stock				
Mar. 7, 2005	Mar. 24, 2005	\$.102969	\$.268906	\$.371875
Jun. 7, 2005	Jun. 24, 2005	.102969	.268906	.371875
Sep. 7, 2005	Sep. 26, 2005	.102969	.268906	.371875
Dec. 7, 2005	Dec. 27, 2005	.102969	.268906	.371875
Total for 2005		\$.411876 (b)	\$1.075624	\$1.487500
=====				
Mar. 8, 2004	Mar. 24, 2004	\$.083947	\$.287928	\$.371875
Jun. 7, 2004	Jun. 24, 2004	.083947	.287928	.371875
Sep. 7, 2004	Sep. 24, 2004	.083947	.287928	.371875

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Dec. 7, 2004	Dec. 27, 2004	.083947	.287928	.371875
		-----	-----	-----
Total for 2004		\$.335788	\$1.151712	\$1.487500
		=====	=====	=====

(b) Includes short-term gain in the amount of \$.028844 (\$.007211 per quarter).

General American Investors Company, Inc.  
 450 Lexington Avenue, New York, NY 10017  
 (212) 916-8400 (800) 436-8401  
 E-mail: InvestorRelations@gainv.com  
 www.generalamericaninvestors.com

4

### 1 TO THE STOCKHOLDERS

---

#### General American Investors

The U.S. stock market rose for the third consecutive year, gaining 4.8% in the 12 months ended December 31, 2005, as measured by our benchmark, the Standard & Poor's 500 Stock Index (including income). General American Investors' net asset value (NAV) per Common Share (assuming reinvestment of all dividends) increased 16.2%. The return to our Common Stockholders was 17.4%, reflecting a slight narrowing in the discount at which our shares trade, which, at year end, was 11.4%.

The table that follows, which compares our returns on an annualized basis with the S&P 500, illustrates that over many years General American has produced superior investment results.

Years	Stockholder Return	S&P 500
3	17.5%	14.3%
5	4.3	0.5
10	16.4	9.0
20	14.8	11.9
30	17.4	12.7
40	12.9	10.3

The share repurchase program, a part of our continuing effort to maximize NAV, continues apace. During 2005, the Company purchased 1,222,404 of its Common Shares in the open market at an average discount to NAV of 12.4%. The Board of Directors has authorized repurchases of Common Shares when they are trading at a discount in excess of 8% of NAV.

Markets rallied again last year, continuing the trend that began in 2003. Earnings rose meaningfully, and interest rates remained at relatively modest levels by historic standards, notwithstanding the Federal Reserve's ongoing tightening campaign. While mirroring economic trends, the relatively muted performance of stocks reflected the compression in valuation multiples (price to earnings ratios) that generally attends a maturing business cycle.

Our performance last year benefited importantly from the portfolio's exposure to the shares of oil and natural gas producers and their service providers. Other contributors included financial services, biotech and cement companies. As in the past, our investments were focused on companies with strong financial characteristics and powerful positions in growing industries. Both operating costs relative to average net assets and portfolio turnover remained well below the equity mutual fund industry norm.

We enter 2006 with cautious optimism, encouraged by robust global growth and the resiliency of our economy in the face of rising interest rates and higher energy

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

costs. While there is currently little evidence of decelerating spending, we fear that consumer demand for durables like cars and housing is unlikely to rise appreciably. It would appear that consumers have been spending more than they make for some time, while other sources of liquidity, like home equity loans, will probably contract, even assuming that the Fed stops raising rates this year. With the unemployment rate below 5% and labor shortages, especially among skilled workers, increasingly common, corporations may well supplement flagging consumer demand with increased expenditure on productivity-enhancing capital goods. They have been reluctant spenders in this business cycle, continuing to cut costs and rationalize facilities in the face of lower-cost Asian competition.

As corporate earnings have continued to grow, market valuations have become more reasonable, but not generally compelling. Inflation appears to be rising steadily, if not spectacularly, which together with an aging economic expansion may continue to pressure the multiple awarded earnings and, consequently, market prices. We remain encouraged, however, by the earnings and cash flow characteristics of our portfolio companies and highly confident that our staff will continue to perform to its customary high standard.

As mentioned in the mid-year report, Eugene L. DeStaebler, Jr., who had been an officer of the Company for thirty years, retired as Vice-President, Administration, on June 30, 2005. Mr. DeStaebler continued to serve as Chief Compliance Officer, under a consultancy arrangement, through December 31, 2005. Effective January 1, 2006, Eugene S. Stark, Vice-President, Administration, assumed the additional responsibilities of Chief Compliance Officer.

We are pleased to report that on December 14, 2005, Dr. Sally Lynch, who has been employed as a securities analyst at the Company since 1997, and Mr. Jesse Stuart, CFA, who has also been employed as a securities analyst since 2003, were appointed Vice-Presidents of the Company, both effective January 1, 2006.

We are saddened to report that Dr. William O. Baker, our esteemed colleague and Director Emeritus, died on October 31, 2005. Dr. Baker, a prominent scientist, former Chairman of the Board of Bell Laboratories, and an adviser to five presidents on scientific affairs, served as a director of the Company for 13 years, and as Director Emeritus since 1996. His counsel and support will be missed.

Information about the Company, including our investment objectives, operating policies and procedures, investment results, record of dividend payments, financial reports and press releases, etc., is available on our website, which can be accessed at [www.generalamericaninvestors.com](http://www.generalamericaninvestors.com).

By Order of the Board of Directors,

Spencer Davidson  
President and Chief Executive Officer  
January 18, 2006

5

## 2 THE COMPANY

-----  
General American Investors

### CORPORATE OVERVIEW

General American Investors, established in 1927, is one of the nation's oldest closed-end investment companies. It is an independent organization, internally managed. For regulatory purposes, the Company is classified as a diversified, closed-end management investment company; it is registered under and subject to

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

the regulatory provisions of the Investment Company Act of 1940.

### INVESTMENT POLICY

The primary objective of the Company is long-term capital appreciation. Lesser emphasis is placed on current income. In seeking to achieve its primary objective, the Company invests principally in common stocks believed by its management to have better than average growth potential.

The Company's investment approach focuses on the selection of individual stocks, each of which is expected to meet a clearly defined portfolio objective. A continuous investment research program, which stresses fundamental security analysis, is carried on by the officers and staff of the Company under the oversight of the Board of Directors. A listing of the directors with their principal affiliations, showing a broad range of experience in business and financial affairs, is on page 20.

### PORTFOLIO MANAGER

Mr. Spencer Davidson has been responsible for the management of General American's portfolio since he was elected President and Chief Executive Officer of the Company in August 1995. Mr. Davidson, who joined the Company in 1994 as senior investment counselor, has spent his entire business career on Wall Street since first joining an investment and banking firm in 1966.

### "GAM" Common Stock

As a closed-end investment company, General American Investors does not offer its shares continuously. The Common Stock is listed on The New York Stock Exchange (symbol, GAM) and can be bought or sold with commissions determined in the same manner as all listed stocks. Net asset value is computed and published on the Company's website daily (on an unaudited basis) and is furnished upon request. It is also available on most electronic quotation services using the symbol "XGAMX." The figure for net asset value per share, together with the market price and the percentage discount or premium from net asset value as of the close of each week, is published in The New York Times, The Wall Street Journal and Barron's.

The ratio of market price to net asset value has shown considerable variation over a long period of time. While shares of GAM usually sell at a discount from their underlying net asset value, as do the shares of most other domestic equity closed-end investment companies, they, occasionally, sell at a premium over net asset value. During 2005, the stock sold at discounts from net asset value which ranged from 9.8% (November 9) to 14.9% (July 5). At December 31, the price of the stock was at a discount of 11.4% as compared with a discount of 11.7% a year earlier.

### "GAM Pr B" Preferred Stock

On September 24, 2003, the Company issued and sold in an underwritten offering 8,000,000 shares of its 5.95% Cumulative Preferred Stock, Series B with a liquidation preference of \$25 per share (\$200,000,000 in the aggregate).

The Preferred Shares are noncallable for 5 years, are rated "aaa" by Moody's Investors Service, Inc. and are listed and traded on The New York Stock Exchange (symbol, GAM Pr B). preferred capital is available to leverage the investment

### 6 3 THE COMPANY

-----  
General American Investors

performance of the Common Stockholders. As is the case for leverage in general,

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

it may also result in higher market volatility for the Common Stockholders.

### DIVIDEND AND DISTRIBUTION POLICY

The Company's dividend and distribution policy is to distribute to stockholders before year-end substantially all ordinary income estimated for the full year and capital gains realized during the ten-month period ended October 31 of that year. If any additional capital gains are realized or ordinary income is earned during the last two months of the year, a "spill-over" distribution of these amounts will be paid early in the following year to Common Stockholders. Dividends and distributions on shares of Preferred Stock are paid quarterly. Distributions from capital gains and dividends from ordinary income are allocated proportionately among holders of shares of Common Stock and Preferred Stock.

Dividends from income have been paid continuously on the Common Stock since 1939 and capital gain distributions in varying amounts have been paid for each of the years 1943-2005 (except for the year 1974). (A table listing dividends and distributions paid during the 20-year period 1986-2005 is shown at the bottom of page 6.) To the extent that shares can be issued, dividends and distributions are paid to Common Stockholders in additional shares of Common Stock unless the stockholder specifically requests payment in cash. Spill-over dividends and distributions of nominal amounts may be paid in cash only.

### PROXY VOTING POLICIES, PROCEDURES AND RECORD

The policies and procedures used by General American Investors to determine how to vote proxies relating to portfolio securities and the Company's proxy voting record for the 12-month period ended June 30, 2005 are available: (1) without charge, upon request, by calling the Company at its toll-free number (1-800-436-8401), (2) on the Company's website at [www.generalamericaninvestors.com](http://www.generalamericaninvestors.com) and (3) on the Securities and Exchange Commission's website at [www.sec.gov](http://www.sec.gov).

### DIRECT REGISTRATION

The Company makes available direct registration for its Common Shareholders. Direct registration, which is an element of the Investors Choice Plan administered by our transfer agent, is a system that allows for book-entry ownership and the electronic transfer of our Common Shares. Accordingly, when Common Shareholders, who hold their shares directly, receive new shares resulting from a purchase, transfer or dividend payment, they will receive a statement showing the credit of the new shares as well as their Plan account and certificated share balances. A brochure which describes the features and benefits of the Investors Choice Plan, including the ability of shareholders to deposit certificates with our transfer agent, can be obtained by calling American Stock Transfer & Trust Company at 1-800-413-5499, calling the Company at 1-800-436-8401 or visiting our website: [www.generalamericaninvestors.com](http://www.generalamericaninvestors.com) - click on Dividends & Reports, then Report Downloads.

### PRIVACY POLICY AND PRACTICES

General American Investors collects nonpublic personal information about its customers (stockholders) with respect to their transactions in shares of the Company's securities but only for those stockholders whose shares are registered in their names. This information includes the stockholder's address, tax identification or Social Security number and dividend elections. We do not have knowledge of, nor do we collect personal information about, stockholders who hold the Company's securities at financial institutions such as brokers or banks in "street name" registration.

We do not disclose any nonpublic personal information about our stockholders or

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

former stockholders to anyone, except as permitted by law.

We restrict access to nonpublic personal information about our stockholders to those employees who need to know that information to provide services to our stockholders. We maintain physical, electronic and procedural safeguards that comply with federal standards to guard our stockholders' nonpublic personal information.

7

### 4 INVESTMENT RESULTS (UNAUDITED)

#### ----- General American Investors

"Total return on \$10,000 investment 20 years ended December 31, 2005"

The investment return for a Common Stockholder of General American Investors (GAM) over the 20 years ended December 31, 2005 is shown in the table below and in the accompanying chart. The return based on GAM's net asset value (NAV) per Common Share in comparison to the change in the Standard & Poor's 500 Stock Index (S&P 500) is also displayed. Each illustration assumes an investment of \$10,000 at the beginning of 1986.

THE STOCKHOLDER RETURN is the return a Common Stock holder of GAM would have achieved assuming reinvestment of all dividends and distributions at the actual reinvestment price and of all cash dividends at the average (mean between high and low) market price on the ex-dividend date.

THE GAM NET ASSET VALUE (NAV) RETURN is the return on shares of the Company's Common Stock based on the NAV per share, including the reinvestment of all dividends and distributions.

THE S&P 500 RETURN is the time-weighted total rate of return on this widely-recognized, unmanaged index which is a measure of general stock market performance, including dividend income.

The results illustrated are a record of past performance and may not be indicative of future results.

	GENERAL AMERICAN INVESTORS				STANDARD & POOR'S 500	
	STOCKHOLDER RETURN		NET ASSET VALUE RETURN		RETURN	
	CUMULATIVE INVESTMENT	ANNUAL RETURN	CUMULATIVE INVESTMENT	ANNUAL RETURN	CUMULATIVE INVESTMENT	ANNUAL RETURN
1986	\$11,117	11.17%	\$11,117	11.17%	\$11,869	18.
1987	9,326	-16.11	11,398	2.53	12,491	5.
1988	11,309	21.26	13,401	17.57	14,556	16.
1989	16,805	48.60	18,475	37.86	19,158	31.
1990	17,477	4.00	19,710	6.69	18,566	-3.
1991	32,332	85.00	31,752	61.09	24,210	30.
1992	37,111	14.78	32,879	3.55	26,048	7.
1993	31,203	-15.92	32,303	-1.75	28,684	10.
1994	28,751	-7.86	31,418	-2.74	29,048	1.
1995	34,851	21.22	38,827	23.58	39,941	37.
1996	41,640	19.48	46,580	19.97	49,092	22.
1997	59,371	42.58	61,509	32.05	65,454	33.
1998	77,960	31.31	83,124	35.14	84,141	28.
1999	108,536	39.22	113,381	36.40	101,777	20.

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

2000	129,266	19.10	133,381	17.64	92,526	-9.
2001	134,864	4.33	131,781	-1.20	81,525	-11.
2002	98,167	-27.21	101,445	-23.02	63,475	-22.
2003	124,682	27.01	129,241	27.40	81,603	28.
2004	135,642	8.79	142,643	10.37	90,408	10.
2005	159,243	17.40	165,751	16.20	94,775	4.

8

5 INVESTMENT RESULTS (UNAUDITED)

-----  
 General American Investors

[CAPTION]

[Line graph with heading "20-YEAR INVESTMENT RESULTS ASSUMING AN INITIAL INVESTMENT OF \$10,000" at top left hand side. The vertical axis is to the right side of the page and is labeled "CUMULATIVE VALUE OF INVESTMENT." The axis range is from \$0 to \$180,000 in \$20,000 increments. The horizontal axis, on the bottom of the page, consists of the years 1986 through 2005 in one year increments. Within the graph are three lines. The first line represents GAM Stockholder Return. The second line represents GAM Net Asset Value Return, and the third line represents the return of the S&P 500 Stock Index. The data points for the lines are derived from the columns labeled "Cumulative Investment" from the table on the preceding page. Also, embedded in upper left portion of the graph is a table which appears as follows:]

COMPARATIVE ANNUALIZED INVESTMENT RESULTS

YEARS ENDED DECEMBER 31, 2005	STOCKHOLDER RETURN	GAM NET ASSET VALUE	S&P 500 STOCK INDEX
1 year	17.4%	16.2%	4.8%
5 years	4.3	4.4	0.5
10 years	16.4	15.6	9.0
15 years	15.9	15.3	11.5
20 years	14.8	15.1	11.9

9

6 MAJOR STOCK CHANGES\*: THREE MONTHS ENDED DECEMBER 31, 2005 (UNAUDITED)

-----  
 General American Investors

INCREASES	SHARES	SHARES HELD DECEMBER 31, 2005
-----		
ADDITIONS		
Cytokinetics, Incorporated	54,900	604,900
MFA Mortgage Investments, Inc.	375,000	1,300,000
Patterson-UTI Energy, Inc.	250,000	1,000,000
Talisman Energy Inc.	208,700	1,000,000
Weatherford International Ltd.	185,000	1,220,000 (a)

DECREASES



Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

ELIMINATIONS

Central Securities Corporation	102,809 (b)	-
CIENA Corporation	550,000	-
Millenium Pharmaceuticals, Inc.	120,000	-
Reinsurance Group of America, Incorporated	200,000	-
Silicon Genesis Corporation	144,000	-

REDUCTIONS

American International Group, Inc.	5,000	345,000
Annaly Mortgage Management, Inc.	175,000	500,000
Bank of America Corporation	35,000	280,000
Brooks Automation, Inc.	168,500	323,000
Devon Energy Corporation	582,000	758,000
Everest Re Group, Ltd.	10,000	540,000
Genentech, Inc.	35,000	330,000
The Home Depot, Inc.	225,000	1,695,000
Microsoft Corporation	125,000	1,400,000
PartnerRe Ltd.	25,000	375,000
Pfizer Inc	50,000	1,250,000

"The following table shows aggregate dividends and distributions paid per share on the Company's Common Stock for each year during the 20-year period 1986-2005. Amounts shown include payments made after year-end attributable to income and gain in each respective year."

DIVIDENDS AND DISTRIBUTIONS PER COMMON SHARE (1986-2005) (UNAUDITED)

YEAR	EARNINGS SOURCE		
	INCOME	SHORT-TERM CAPITAL GAINS	LONG-TERM CAPITAL GAINS
1986	\$.36	-	\$2.15
1987	.35	-	1.54
1988	.29	-	1.69
1989	.21	\$.02	1.56
1990	.21	-	1.65
1991	.09	-	3.07
1992	.03	-	2.93
1993	.06	-	2.34
1994	.06	-	1.59
1995	.10	.03	2.77
1996	.20	.05	2.71
1997	.21	-	2.95
1998	.47	-	4.40
1999	.42	.62	4.05
2000	.48	1.55	6.16
2001	.37	.64	1.37
2002	.03	-	.33
2003	.02	-	.59
2004	.217	-	.957

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

2005 .547 .041 1.398

10

7 TEN LARGEST INVESTMENT HOLDINGS (UNAUDITED)

-----  
 General American Investors

"The statement of investments as of December 31, 2005, shown on pages 12 and 13 includes 53 security issues. Listed here are the ten largest holdings on that date."

	SHARES	VALUE
THE HOME DEPOT, INC. The largest company in home center retailing, Home Depot's proven merchandising capabilities and strong financial structure should provide the basis for continuing growth.	1,695,000	\$68,613,60
CEMEX, S.A. de C.V. ADR Domiciled in Mexico, CEMEX is the third largest cement producer in the world. With the expansion of its operations into related construction materials and additional geographic areas, as well as its focus on cost containment, the company's free cash flow should continue to increase, supporting a positive long-term outlook.	1,143,041	67,816,62
THE TJX COMPANIES, INC. Through its T.J. Maxx and Marshalls divisions, TJX is a leading off-price retailer. The continued growth of these divisions, along with expansion into related U.S. and foreign off-price formats, provide ongoing growth opportunities.	2,500,000	58,075,00
EVEREST RE GROUP, LTD. The largest independent U.S. property/casualty reinsurer, which generates annual premiums of approximately \$4.7 billion and has a high quality, well-reserved AA balance sheet. This Bermuda domiciled company has a strong management team that exercises underwriting discipline and efficient expense control, resulting in above-average earnings growth.	540,000	54,189,00
TALISMAN ENERGY INC. Talisman, headquartered in Calgary, Alberta, is an upstream oil and gas producer with global operations. The company is focusing on larger, deep gas opportunities in North America and large international projects which should lead to faster production growth and higher returns.	1,000,000	52,880,00
DEVON ENERGY CORPORATION One of the largest independent oil and gas exploration and production companies, Devon operates both domestically and internationally. Recent opportunistic acquisitions have enhanced production and improved the company's exploration profile.	758,000	47,405,32
APACHE CORPORATION Apache is a large independent oil and gas company. The	665,000	45,565,80

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

company has a long history of growing production and creating value for shareholders. The company's operations are primarily focused in North America, the North Sea and Egypt.

WEATHERFORD INTERNATIONAL LTD. Weatherford supplies a broad range of oil field services through its Drilling Methods, Well Construction, Drilling Tools and Intervention Services divisions on a worldwide basis. Its focus on increasing production from existing fields and synergies from the acquisition of assets from Precision Drilling should lead to earnings growth.	1,220,000	44,164,000
REPUBLIC SERVICES, INC. Republic Services is a leading provider of non-hazardous solid waste collection and disposal services in the U.S. The efficient operation of its routes and facilities combined with appropriate pricing enable Republic Services to generate significant free cash flow. The high probability of additional contracts and the expectation that economic activity will continue to improve should result in higher waste volumes for the company.	1,175,000	44,121,250
EOG RESOURCES, INC. EOG is rapidly growing its reserves and production of natural gas. The company's assets are primarily in North America and Trinidad. The company earns among the highest returns on capital in its industry.	600,000	44,022,000
		\$526,852,000

\*Net assets applicable to the Company's Common Stock.

11

### 8 PORTFOLIO DIVERSIFICATION (unaudited)

#### General American Investors

"The diversification of the Company's net assets applicable to its securities by industry group as of December 31, 2005 and 2004 is shown in the following table."

	DECEMBER 31, 2005		PERCENT COMMON NET ASSETS DECEMBER 31	
INDUSTRY CATEGORY	COST (000)	VALUE (000)	2005	2004
Oil and Natural Gas (Including Services)	\$207,050	\$335,962	29.7%	18.5%
Finance and Insurance				
Banking	18,171	99,890	8.8	10.2
Insurance	67,625	179,443	15.8	18.5
Other	16,084	12,880	1.1	2.2
	101,880	292,213	25.7	30.9
Retail Trade	74,945	202,530	17.9	20.1
Health Care				
Pharmaceuticals	50,789	90,856	8.0	10.2

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Medical Instruments and Devices	10,484	25,906	2.3	2
	-----	-----	----	----
	61,273	116,762	10.3	12
	-----	-----	----	----
Communications and Information Services	53,830	68,706	6.1	7
Building and Real Estate	30,441	67,817	6.0	3
Consumer Products and Services	62,733	66,602	5.9	3
Environmental Control (Including Services)	26,227	44,121	3.9	3
Computer Software and Systems	41,604	43,620	3.8	5
Miscellaneous**	42,347	42,466	3.7	4
Technology	25,690	27,835	2.5	
Electronics	12,287	13,525	1.2	1
Semiconductors	4,709	5,509	0.5	0
Special Holdings	3,003	-	-	0
	-----	-----	----	----
	748,019	1,327,668	117.2	113
Short-Term securities	3,823	3,823	0.3	5
	-----	-----	----	----
Total investments	\$751,842	1,331,491	117.5	119
	=====	-----	----	----
Cash, receivables and other assets less liabilities		1,451	0.1	(0)
Preferred Stock		(200,000)	(17.6)	(19)
		-----	----	----
Net assets applicable to Common Stock		\$1,132,942	100.0%	100
		=====	=====	=====

12

9 STATEMENT OF ASSETS AND LIABILITIES

-----  
General American Investors

	DECEMBER 31,	
ASSETS	2005	2004
-----		
INVESTMENTS, AT VALUE (NOTE 1a)		
Common and preferred stocks (cost \$714,895,565 and \$691,689,451, respectively)	\$1,301,855,069	\$1,167,272,7
Corporate note (cost \$33,123,366 and \$12,326,060, respectively)	25,812,500	13,225,2
Corporate discount notes (cost for 2004 \$58,487,897)	-	58,487,8
Money Market Fund (cost for 2005 \$3,822,949)	3,822,949	
	-----	-----
Total investments (cost \$751,841,880 and \$762,503,408, respectively)	1,331,490,518	1,238,985,8
CASH, RECEIVABLES AND OTHER ASSETS		
Cash	13,298	176,9
Receivable for securities sold	5,733,693	
Deposit with broker for securities sold short	-	3,070,6
Deposit with broker for options written	-	188,5
Dividends, interest and other receivables	1,028,867	1,081,1
Prepaid pension cost	7,714,456	7,478,9
Prepaid expenses and other assets	214,022	294,1
	-----	-----

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

TOTAL ASSETS	1,346,194,854	1,251,276,2
-----		
LIABILITIES		
-----		
Payable for securities purchased	1,468,214	411,3
Preferred dividend accrued but not yet declared	231,389	231,3
Securities sold short, at value (proceeds for 2004 \$3,070,685) (note 1a)	-	3,608,2
Outstanding options written, at value (premiums received \$188,519 for 2004) (note 1a)	-	123,5
Accrued pension expense	5,699,484	5,484,7
Accrued expenses and other liabilities	5,854,113	5,023,8
-----		
TOTAL LIABILITIES	13,253,200	14,883,2
-----		
5.95% CUMULATIVE PREFERRED STOCK, SERIES B - 8,000,000 shares at a liquidation value of \$25 per share (note 2)	200,000,000	200,000,0
-----		
NET ASSETS APPLICABLE TO COMMON STOCK - 29,050,399 and 29,205,312 shares, respectively (note 2)	\$1,132,941,654	\$1,036,393,0
=====		
NET ASSET VALUE PER COMMON SHARE	\$39.00	\$35.
=====		

NET ASSETS APPLICABLE TO COMMON STOCK

-----		
Common Stock, 29,050,399 and 29,205,312 shares at par value, respectively (note 2)	\$29,050,399	\$29,205,3
Additional paid-in capital (note 2)	518,972,693	521,985,7
Undistributed realized gain on investments (note 2)	3,969,333	7,864,4
Undistributed net investment income (note 2)	1,531,980	1,559,1
Unallocated distributions on Preferred Stock	(231,389)	(231,3
Unrealized appreciation on investments, securities sold short and options	579,648,638	476,009,8
-----		
NET ASSETS APPLICABLE TO COMMON STOCK	\$1,132,941,654	\$1,036,393,0
=====		

(see notes to financial statements)

13

10 STATEMENT OF OPERATIONS

-----		
General American Investors		
-----		
	YEAR ENDED DECEMBER 31,	
	2005	2004
-----		
INCOME		
-----		
Dividends (net of foreign withholding taxes of \$490,458 and \$222,175, respectively)	\$16,403,240	\$18,010,29
Interest	2,318,112	2,538,40
-----		
TOTAL INCOME	18,721,352	20,548,69

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

EXPENSES		
Investment research	8,695,758	7,257,44
Administration and operations	3,236,737	2,685,81
Office space and general	537,671	535,68
Directors' fees and expenses	218,402	187,53
Auditing and legal fees	216,600	172,20
Transfer agent, custodian and registrar fees and expenses	176,854	179,10
Stockholders' meeting and reports	129,857	169,19
Miscellaneous taxes	101,455	108,23
<b>TOTAL EXPENSES</b>	<b>13,313,334</b>	<b>11,295,21</b>
<b>NET INVESTMENT INCOME</b>	<b>5,408,018</b>	<b>9,253,48</b>
REALIZED GAIN (LOSS) AND CHANGE IN UNREALIZED APPRECIATION ON INVESTMENTS (NOTES 1f AND 4)		
Net realized gain on investments:		
Long transactions	63,646,612	39,187,38
Short sale transactions (note 1b)	(755,114)	(2,512,34)
Option transactions (note 1c)	132,597	98,99
Net realized gain on investments (long-term except for \$14,501,035 for 2005)	63,024,095	36,774,02
Net increase in unrealized appreciation	103,638,830	62,361,77
<b>NET GAIN ON INVESTMENTS</b>	<b>166,662,925</b>	<b>99,135,8</b>
<b>DISTRIBUTIONS TO PREFERRED STOCKHOLDERS</b>	<b>(11,900,000)</b>	<b>(11,900,0</b>
<b>INCREASE IN NET ASSETS RESULTING FROM OPERATIONS</b>	<b>\$160,170,943</b>	<b>\$96,489,2</b>

(see notes to financial statements)

14

11 STATEMENT OF CHANGES IN NET ASSETS

General American Investors	YEAR ENDED DECEMBER 31	
	2005	2004
<b>OPERATIONS</b>		
Net investment income	\$5,408,018	\$9,253,4
Net realized gain on investments	63,024,095	36,774,0
Net increase in unrealized appreciation	103,638,830	62,361,7
	<b>172,070,943</b>	<b>108,389,2</b>
Distributions to Preferred Stockholders:		
From net income	(845,368)	(2,686,3
From short-term capital gains	(2,449,640)	
From long-term capital gains	(8,604,992)	(9,213,6

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Decrease in net assets from Preferred distributions	(11,900,000)	(11,900,000)
INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	160,170,943	96,489,200
DISTRIBUTIONS TO COMMON STOCKHOLDERS		
From net income	(4,333,771)	(6,602,900)
From short-term capital gains	(12,389,129)	
From long-term capital gains	(43,672,026)	(22,647,200)
DECREASE IN NET ASSETS FROM COMMON DISTRIBUTIONS	(60,394,926)	(29,250,200)
CAPITAL SHARE TRANSACTIONS (NOTE 2)		
Value of Common Shares issued in payment of distributions	36,584,716	15,781,900
Cost of Common Shares purchased	(39,812,172)	(32,963,000)
DECREASE IN NET ASSETS - CAPITAL TRANSACTIONS	(3,227,456)	(17,181,000)
NET INCREASE IN NET ASSETS	96,548,561	50,057,900
NET ASSETS APPLICABLE TO COMMON STOCK		
BEGINNING OF YEAR	1,036,393,093	986,335,100
end of year (including undistributed net investment income of \$1,531,980 and \$1,559,198, respectively)	\$1,132,941,654	\$1,036,393,000

(see notes to financial statements)

15

12 STATEMENT OF INVESTMENTS DECEMBER 31, 2005

General American Investors

	SHARES	COMMON AND PREFERRED STOCKS	
BUILDING AND REAL ESTATE (6.0%)	1,143,041	CEMEX, S.A. de C.V. ADR	(COST \$30,440,830)
COMMUNICATIONS AND INFORMATION SERVICES (6.1%)	675,000	American Tower Corporation (a)	
	900,000	Cisco Systems, Inc. (a)	
	350,000	Lamar Advertising Company Class A (a)	
	4,600,000	Telecom Corporation of New Zealand Limited	(COST \$53,829,770)
COMPUTER SOFTWARE AND SYSTEMS (3.8%)	300,000	EMC Corporation (a)	
	1,400,000	Microsoft Corporation	
	133,500	VeriSign, Inc. (a)	

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

(COST \$41,604,314)

---

CONSUMER PRODUCTS 350,000 Diageo plc ADR  
 AND SERVICES (3.6%) 275,000 Ethan Allen Interiors Inc.  
 175,000 PepsiCo, Inc.

(COST \$29,609,424)

---

ELECTRONICS (1.2%) 550,000 Molex Incorporated Class A (COST \$12,287,441)

---

ENVIRONMENTAL CONTROL 1,175,000 Republic Services, Inc. (COST \$26,227,380)  
 (INCLUDING SERVICES)  
 (3.9%)

---

FINANCE AND INSURANCE BANKING (8.8%)  
 (25.7%)

---

280,000 Bank of America Corporation  
 585,000 Golden West Financial Corporation  
 310,000 M&T Bank Corporation  
 200,000 SunTrust Banks, Inc.

(COST \$18,170,793)

INSURANCE (15.8%)

---

345,000 American International Group, Inc.  
 500,000 Annuity and Life Re (Holdings), Ltd. (a)  
 350,000 Arch Capital Group Ltd. (a)  
 300 Berkshire Hathaway Inc. Class A (a)  
 540,000 Everest Re Group, Ltd.  
 285,000 MetLife, Inc.  
 375,000 PartnerRe Ltd.  
 250,000 Transatlantic Holdings, Inc.

(COST \$67,625,042)

OTHER (1.1%)

---

500,000 Annaly Mortgage Management, Inc.  
 1,300,000 MFA Mortgage Investments, Inc.

(COST \$16,084,154)

(COST \$101,879,989)

---

HEALTH CARE (10.3%) PHARMACEUTICALS (8.0%)

---

265,000 Alkermes, Inc. (a)  
 180,000 Biogen Idec Inc. (a)  
 604,900 Cytokinetics, Incorporated (a)  
 330,000 Genentech, Inc. (a)  
 400,000 MedImmune, Inc. (a)  
 1,250,000 Pfizer Inc

(COST \$50,789,396)

MEDICAL INSTRUMENTS AND DEVICES (2.3%)

---



Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

450,000 Medtronic, Inc. (COST \$10,483,716)

(COST \$61,273,112)

16

13 STATEMENT OF INVESTMENTS DECEMBER 31, 2005 - continued

-----  
 General American Investors

	SHARES	COMMON AND PREFERRED STOCKS	
-----			
MISCELLANEOUS (3.7%)		Other (b)	(COST \$42,346,406)
-----			
OIL AND NATURAL GAS (INCLUDING SERVICES) (29.7%)	665,000 758,000 600,000 440,000 1,000,000 1,000,000 330,000 1,220,000	Apache Corporation Devon Energy Corporation EOG Resources, Inc. Halliburton Company Patterson-UTI Energy, Inc. Talisman Energy Inc. Total S.A. ADR Weatherford International Ltd. (a)	(COST \$207,050,041)
-----			
RETAIL TRADE (17.9%)	700,000 750,000 1,695,000 2,500,000 575,000	Costco Wholesale Corporation Dollar General Corporation The Home Depot, Inc. (c) The TJX Companies, Inc. Wal-Mart Stores, Inc.	(COST \$74,944,941)
-----			
SEMICONDUCTORS (0.5%)	323,000 197,000	Brooks Automation, Inc. (a) EMCORE Corporation (a)	(COST \$4,709,063)
-----			
SPECIAL HOLDING (a) (d) (0.0%)	546,000	Standard MEMS, Inc. Series A Convertible Preferred	(COST \$3,003,000)
-----			
TECHNOLOGY (2.5%)	1,900,000	Xerox Corporation (a)	(COST \$25,689,854)
-----			
	TOTAL COMMON AND PREFERRED STOCKS (114.9%)		(COST \$714,895,565)
-----			
	PRINCIPAL AMOUNT	CORPORATE NOTE	
-----			
CONSUMER PRODUCTS	\$35,000,000	General Motors Nova Scotia Finance Company	

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

AND SERVICES (2.3%)

6.85% Guaranteed Notes Due 10/15/08 (COST \$33,123,366)

SHARES	SHORT-TERM SECURITY AND OTHER ASSETS
3,822,949	SSgA Prime Money Market Fund (0.3%) (COST \$3,822,949)
TOTAL INVESTMENTS (e) (117.5%)	(COST \$751,841,880)
Cash, receivables and other assets less liabilities (0.1%)	
PREFERRED STOCK (-17.6%)	
NET ASSETS APPLICABLE TO COMMON STOCK (100%)	

17

### 14 NOTES TO FINANCIAL STATEMENTS

#### General American Investors

#### 1. SIGNIFICANT ACCOUNTING POLICIES

General American Investors Company, Inc. (the "Company"), established in 1927, is registered under the Investment Company Act of 1940 as a closed-end, diversified management investment company. It is internally managed by its officers under the direction of the Board of Directors.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

a. SECURITY VALUATION Securities traded on a national securities exchange are valued at the last reported sales price on the last business day of the period. Securities reported on the NASDAQ national market are valued at the official closing price on that day. Listed and NASDAQ securities for which no sales are reported on that day and other securities traded in the over-the-counter market are valued at the last bid price (asked price for open short positions and options written) on the valuation date. Securities traded primarily in foreign markets are generally valued at the preceding closing price of such securities on their respective exchanges or markets. If, after the close of the foreign market, conditions change significantly, the price of certain foreign securities may be adjusted to reflect fair value as of the time of the valuation of the portfolio. Corporate discount notes are valued at amortized cost, which approximates market value. Investments in money market funds are valued at their net asset value. Special holdings (restricted securities) and other securities for which quotations are not readily available are valued at fair value determined in good faith pursuant to procedures established by and under the general supervision of the Board of Directors.

b. SHORT SALES The Company may make short sales of securities for either speculative or hedging purposes. When the Company makes a short sale, it borrows the securities sold short from a broker; in addition, the Company places cash with that broker and securities in a segregated account with the custodian, both as collateral for the short position. The Company may be required to pay a fee to borrow the securities and may also be obligated to pay any dividends declared

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

on the borrowed securities. The Company will realize a gain if the security price decreases and a loss if the security price increases between the date of the short sale and the date on which the Company replaces the borrowed securities.

c. **OPTIONS** The Company may purchase and write (sell) put and call options. The risk associated with purchasing an option is that the Company pays a premium whether or not the option is exercised. Additionally, the Company bears the risk of loss of the premium and a change in market value should the counterparty not perform under the contract. Put and call options purchased are accounted for in the same manner as portfolio securities. Premiums received from writing options that expire unexercised are treated by the Company on the expiration date as realized gains from investments. The difference between the premium received and the amount paid on effecting a closing purchase transaction, including brokerage commissions, is also treated as a realized gain, or, if the premium is less than the amount paid for the closing purchase transaction, as a realized loss. If a call option is exercised, the premium is added to the proceeds from the sale of the underlying security in determining whether the Company has realized a gain or loss. If a put option is exercised, the premium reduces the cost basis for the securities purchased by the Company. The Company as writer of an option bears the market risk of an unfavorable change in the price of the security underlying the written option.

d. **FEDERAL INCOME TAXES** The Company's policy is to fulfill the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute substantially all taxable income to its stockholders. Accordingly, no provision for Federal income taxes is required.

e. **INDEMNIFICATIONS** In the ordinary course of business, the Company enters into contracts that contain a variety of indemnifications. The Company's maximum exposure under these arrangements is unknown. However, the Company has not had prior claims or losses pursuant to these indemnification provisions and expects the risk of loss thereunder to be remote.

f. **OTHER** As customary in the investment company industry, securities transactions are recorded as of the trade date. Dividend income and distributions to stockholders are recorded as of the ex-dividend dates. Interest income, adjusted for amortization of discount and premium on investments, is earned from settlement date and is recognized on the accrual basis. Cost of short-term investments represents amortized cost.

---

## 2. CAPITAL STOCK AND DIVIDEND DISTRIBUTIONS

The authorized capital stock of the Company consists of 50,000,000 shares of Common Stock, \$1.00 par value, and 10,000,000 shares of Preferred Stock, \$1.00 par value, of which 29,050,399 shares and 8,000,000 shares, respectively, were outstanding at December 31, 2005.

On September 24, 2003, the Company issued and sold 8,000,000 shares of its 5.95% Cumulative Preferred Stock, Series B in an underwritten offering. The Preferred Shares are noncallable for 5 years and have a liquidation preference of \$25.00 per share plus an amount equal to accumulated and unpaid dividends to the date of redemption. The underwriting discount and other expenses associated with the Preferred Stock offering amounted to \$6,700,000 and were charged to paid-in capital.

The Company is required to allocate distributions from long-term capital gains and other types of income proportionately among holders of shares of Common Stock and Preferred Stock. To the extent that dividends on the shares of Preferred Stock are not paid from long-term capital gains, they will be paid from ordinary income or net short-term capital gains or will represent a return

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

of capital.

18

15 NOTES TO FINANCIAL STATEMENTS - continued

General American Investors

2. CAPITAL STOCK AND DIVIDEND DISTRIBUTIONS -  
(Continued from previous page.)

Under the Investment Company Act of 1940, the Company is required to maintain an asset coverage of at least 200% for the Preferred Stock. In addition, pursuant to the Rating Agency Guidelines, the Company is required to maintain a certain discounted asset coverage for its portfolio that equals or exceeds the Basic Maintenance Amount under the guidelines established by Moody's Investors Service, Inc. The Company has met these requirements since the issuance of the Preferred Stock. If the Company fails to meet these requirements in the future and does not cure such failure, the Company may be required to redeem, in whole or in part, shares of Preferred Stock at a redemption price of \$25.00 per share plus accumulated and unpaid dividends (whether or not earned or declared). In addition, the Company's failure to meet the foregoing asset coverage requirements could restrict its ability to pay dividends on shares of Common Stock and could lead to sales of portfolio securities at inopportune times.

The holders of Preferred Stock have voting rights equivalent to those of the holders of Common Stock (one vote per share) and, generally, vote together with the holders of Common Stock as a single class.

At all times, holders of Preferred Stock will elect two members of the Company's Board of Directors and the holders of Preferred and Common Stock, voting as a single class, will elect the remaining directors. If the Company fails to pay dividends on the Preferred Stock in an amount equal to two full years' dividends, the holders of Preferred Stock will have the right to elect a majority of the directors. In addition, the Investment Company Act of 1940 requires that approval of the holders of a majority of any outstanding Preferred Shares, voting separately as a class, would be required to (a) adopt any plan of reorganization that would adversely affect the Preferred Stock and (b) take any action requiring a vote of security holders, including, among other things, changes in the Company's subclassification as a closed-end investment company or changes in its fundamental investment policies.

The Company classifies its Preferred Stock pursuant to the requirements of EITF D-98, Classification and Measurement of Redeemable Securities, which requires that preferred stock for which its redemption is outside of the company's control should be presented outside of net assets in the statement of assets and liabilities.

Transactions in Common Stock during 2005 and 2004 were as follows:

	SHARES		AMOUNT	
	2005	2004	2005	2004
Shares issued in payment of dividends (includes 1,067,491 and 508,849 shares issued from treasury, respectively)	1,067,491	508,849	\$1,067,491	\$508,849
Increase in paid-in capital			35,517,225	15,273,103
Total increase			36,584,716	15,781,952

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Shares purchased (at an average discount from net asset value of 12.4% and 10.3%, respectively)	1,222,404	1,092,800	(1,222,404)	(1,092,800)
Decrease in paid-in capital			(38,589,768)	(31,870,232)
			-----	-----
Total decrease			(39,812,172)	(32,963,032)
			-----	-----
Net decrease			(\$3,227,456)	(\$17,181,080)
			=====	=====

Distributions for tax and book purposes are substantially the same. As of December 31, 2005, the components of distributable earnings on a tax basis were as follows:

Undistributed long-term gains	\$3,969,333
Unrealized appreciation	579,648,638
	-----
	\$583,617,971
	=====

To reflect reclassification arising from permanent "book/tax" differences for the year ended December 31, 2004 undistributed net investment income was decreased by \$96,483, undistributed realized gain on investments was increased by \$32,883, and additional paid-in capital was increased by \$63,600. These differences are primarily due to reclassification of dividends for tax purposes and non-deductible expenses. Net assets were not affected by this reclassification.

To reflect reclassification arising from permanent "book/tax" differences for the year ended December 31, 2005 undistributed net investment income was decreased by \$159,614, undistributed realized gain on investments was increased by \$163,692, and additional paid-in capital was decreased by \$4,078. These differences are primarily due to reclassification of dividends for tax purposes and non-deductible expenses. Net assets were not affected by this reclassification.

---

### 3. OFFICERS' COMPENSATION

The aggregate compensation paid by the Company during 2005 and 2004 to its officers amounted to \$5,881,000 and \$4,872,000, respectively.

---

### 4. PURCHASES AND SALES OF SECURITIES

Purchases and sales of securities and securities sold short (other than short-term securities and options) during 2005 amounted to \$254,596,163 and \$274,239,355, on long transactions, respectively, and \$3,825,799, with respect to short sale purchase transactions.

---

### 5. PENSION BENEFIT PLANS

The Company has both a funded (Qualified) and an unfunded (Supplemental) noncontributory defined benefit pension plans that cover substantially all of its employees. The plans provide defined benefits based on years of service and final average salary with an offset for a portion of social security covered compensation.

The Company also has funded and unfunded defined contribution thrift plans that cover substantially all employees. The aggregate cost of such plans for 2005 and 2004 was \$815,088 and \$626,307, respectively. The unfunded liability included in other liabilities at December 31, 2005 and 2004 was \$2,598,357 and \$2,541,127,

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

respectively.

19

16 NOTES TO FINANCIAL STATEMENTS - continued

-----  
General American Investors

5. PENSION BENEFIT PLANS - (Continued from previous page.)  
OBLIGATIONS AND FUNDED STATUS OF DEFINED BENEFIT PLANS:

	2005			2004	
	QUALIFIED PLAN	SUPPLEMENTAL PLAN	TOTAL	QUALIFIED PLAN	SUPPLE PLA
CHANGE IN BENEFIT OBLIGATION					
Benefit obligation at beginning of year	\$7,487,615	\$2,690,636	\$10,178,251	\$6,793,866	\$2,4
Service cost	194,771	112,956	307,727	151,059	
Interest cost	481,413	166,597	648,010	420,507	1
Benefits Paid	(514,291)	(146,513)	(660,804)	(427,238)	(1
Actuarial (gains)/losses	1,071,753	298,925	1,370,678	395,684	1
Plan amendments	180,895	16,433	197,328	153,737	
Benefit obligation at end of year	8,902,156	3,139,034	12,041,190	7,487,615	2,6
CHANGE IN PLAN ASSETS					
Fair value of plan assets at beginning of year	14,625,572	-	14,625,572	13,029,458	
Miscellaneous Adjustment	64,946	-	64,946	-	
Actual return on plan assets	1,730,760	-	1,730,760	2,023,352	
Employer contributions	-	146,513	146,513	-	1
Benefits paid	(514,291)	(146,513)	(660,804)	(427,238)	(1
Fair value of plan assets at end of year	15,906,987	-	15,906,987	14,625,572	
FUNDED STATUS					
Unrecognized actuarial (gains)/losses	7,004,831	(3,139,034)	3,865,797	7,137,957	(2,6
Unrecognized prior service cost	407,303	(53,983)	353,320	206,316	(3
Net amount recognized	302,322	91,890	394,212	134,662	
Net amount recognized	\$7,714,456	(\$3,101,127)	\$4,613,329	\$7,478,935	(\$2,9
AMOUNTS RECOGNIZED IN THE STATEMENT OF ASSETS AND LIABILITIES CONSIST OF:					
Prepaid benefit cost	\$7,714,456	-	\$7,714,456	\$7,478,935	
Accrued benefit liability	-	(\$3,101,127)	(3,101,127)	-	(\$2,9
Net amount recognized	\$7,714,456	(\$3,101,127)	\$4,613,329	\$7,478,935	(\$2,9
Accumulated Benefit Obligation	\$8,322,164	\$2,725,423	\$11,047,587	\$6,882,288	\$2,2
Projected Benefit Obligation	8,902,156	3,139,034	12,041,190	7,487,615	2,6
Fair value of plan assets	15,906,987	-	15,906,987	14,625,572	
WEIGHTED-AVERAGE ASSUMPTIONS AS OF END OF FISCAL YEAR					
Discount rate	5.50%	5.50%		5.75%	
Expected return on plan assets	8.75%	N/A		8.75%	
Salary scale assumption	4.25%	4.25%		4.25%	
COMPONENTS OF NET PERIODIC BENEFIT COST					
Service cost	\$194,771	\$112,956	\$307,727	\$151,059	\$
Interest cost	481,413	166,597	648,010	420,507	1

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Expected return on plan assets	(1,077,936)	-	(1,077,936)	(1,080,350)	
Amortization of:					
Prior service cost	13,235	24,439	37,674	(16,245)	
Recognized net actuarial loss (gain)	152,996	-	152,996	-	
Net periodic benefit cost	(\$235,521)	\$303,992	\$68,471	(\$525,029)	\$2

WEIGHTED-AVERAGE ASSUMPTIONS FOR DETERMINING NET PERIODIC BENEFIT COST FOR YEARS ENDED DECEMBER 31

Discount rate	5.75%	5.75%	6.25%
Expected long-term rate of return on plan assets	8.75%	N/A	8.75%
Rate of salary increase	4.25%	4.25%	4.25%

PLAN ASSETS

The Company's qualified pension plan asset allocations at December 31, 2005 and 2004, by asset category, are as follows:

Asset Category	December 31	
	2005	2004
Equity securities	97.3%	96.6%
Debt securities	2.7	3.4
Total	100.0%	100.0%

CASH FLOWS

	Qualified Plan	Supplemental Plan	Total
Expected Company Contributions for 2006 to Plan Participants/Total Contributions	-	\$227,632	\$227,632
Estimated Future Benefit Payments:			
2006	\$512,297	\$227,632	\$739,929
2007	528,066	280,922	808,988
2008	540,389	329,335	869,724
2009	549,326	364,876	914,202
2010	567,641	396,499	964,140
2011-2015	3,069,125	2,393,245	5,462,370

6. CALL AND PUT OPTIONS

Transactions in written covered call and collateralized put options during the year ended December 31, 2005 were as follows:

	Covered Calls	Collateralize
	Contracts	Premiums

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Options outstanding, December 31, 2004	539	\$90,021	500
Options written	4,067	2,188,984	1,000
Options terminated in closing purchase transactions	(4,606)	(2,279,005)	(500)
Options exercised	-	-	(1,000)
Options outstanding, December 31, 2005	-	\$0	-

20

17 NOTES TO FINANCIAL STATEMENTS - continued

General American Investors

7. OPERATING LEASE COMMITMENT

In July 1992, the Company entered into an operating lease agreement for office space which expires in 2007 and provides for future rental payments in the aggregate amount of approximately \$5.6 million. The lease agreement contains a clause whereby the Company received twenty months of free rent beginning in December 1992 and escalation clauses relating to operating costs and real property taxes.

Rental expense approximated \$298,200 for 2005. Minimum rental commitments under the operating lease are approximately \$505,000 per annum in 2006 through 2007.

In January 2003, the Company extended a sublease agreement (originally entered into in March 1996) which expires in 2007 and provides for future rental receipts. Minimum rental receipts under the sublease are approximately \$254,000 per annum in 2006 through 2007. The Company will also receive its proportionate share of operating expenses and real property taxes under the sublease.

8. SUBSEQUENT EVENT

On January 18, 2006, the Board of Directors declared on the Common Stock a distribution of \$0.138 per share from net long-term capital gains. This distribution is payable in cash on February 13, 2006.

FINANCIAL HIGHLIGHTS

General American Investors

"The following table shows per share operating performance data, total investment return, ratios and supplemental data for each year in the five-year period ended December 31, 2005. This information has been derived from information contained in the financial statements and market price data for the Company's shares."

	2005	2004	2003	2002
PER SHARE OPERATING PERFORMANCE				
Net asset value, beginning of year	\$35.49	\$33.11	\$26.48	\$30.00
Net investment income	.19	.32	.03	.03
Net gain (loss) on securities - realized				



Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

and unrealized	5.85	3.48	7.72	(
	-----	-----	-----	-----
Distributions on Preferred Stock:				
Dividends from net investment income	(.03)	(.09)	(.01)	
Distributions from net short-term capital gains	(.08)	-	-	
Distributions from net long-term capital gains	(.30)	(.32)	(.35)	
	-----	-----	-----	-----
	(.41)	(.41)	(.36)	
	-----	-----	-----	-----
Total from investment operations	5.63	3.39	7.39	(
	-----	-----	-----	-----
Less distributions on Common Stock:				
Dividends from investment income	(.15)	(.23)	(.02)	
Distributions from net short-term capital gains	(.44)	-	-	
Distributions from net long-term capital gains	(1.53)	(.78)	(.52)	
	-----	-----	-----	-----
	(2.12)	(1.01)	(.54)	
	-----	-----	-----	-----
Capital Stock transaction - effect of Preferred Stock offering	-	-	(.22)	
	-----	-----	-----	-----
Net asset value, end of year	\$39.00	\$35.49	\$33.11	\$2
	=====	=====	=====	=====
Per share market value, end of year	\$34.54	\$31.32	\$29.73	\$2
	=====	=====	=====	=====
TOTAL INVESTMENT RETURN - Stockholder Return, based on market price per share	17.40%	8.79%	27.01%	(2
RATIOS AND SUPPLEMENTAL DATA				
Net assets applicable to Common Stock, end of year (000's omitted)	\$1,132,942	\$1,036,393	\$986,335	\$809
Ratio of expenses to average net assets applicable to Common Stock	1.25%	1.15%	1.23%	
Ratio of net income to average net assets applicable to Common Stock	0.51%	0.94%	0.13%	
Portfolio turnover rate	20.41%	16.71%	18.62%	2
PREFERRED STOCK				
Liquidation value, end of year (000's omitted)	\$200,000	\$200,000	\$200,000	\$150
Asset coverage	666%	618%	593%	
Liquidation preference per share	\$25.00	\$25.00	\$25.00	\$2
Market value per share	\$24.07	\$24.97	\$25.04	\$2

21

18 REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

-----  
General American Investors

TO THE BOARD OF DIRECTORS AND STOCKHOLDERS OF GENERAL AMERICAN INVESTORS COMPANY, INC.

We have audited the accompanying statement of assets and liabilities, including the statements of investments, of General American Investors Company, Inc. as of December 31, 2005, and the related statements of operations and changes in net

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

assets for each of the two years in the period then ended, and financial highlights for each of the five years in the period then ended. These financial statements and financial highlights are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. We were not engaged to perform an audit of the Company's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of December 31, 2005, by correspondence with the custodian and brokers. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of General American Investors Company, Inc. at December 31, 2005, the results of its operations and the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended, in conformity with U.S. generally accepted accounting principles.

Ernst & Young

New York, New York  
January 18, 2006

22

19 OFFICERS

-----  
General American Investors

NAME (AGE) EMPLOYEE SINCE	PRINCIPAL OCCUPATION DURING PAST 5 YEARS	NAME (AGE) EMPLOYEE SINCE	PRINCIPAL DURING
Spencer Davidson (63) 1994	President and Chief Executive Officer of the Company since 1995	Sally A. Lynch, Ph.D. (46) 1997	Vice-Pr since 2 securit (biotec
Andrew V. Vindigni (46) 1988	Vice-President of the Company since 1995 securities analyst (financial services industry)	Peter P. Donnelly (57) 1974	Vice-Pr Company securit
Eugene S. Stark (47) 2005	Vice-President, Administration of the Company since 2005 Principal Financial Officer	Diane G. Radosti (53) 1980	Treasur Company Princip Officer

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

	since 2005; Chief Compliance Officer since 2006; Chief Financial Officer of Prospect Energy Corporation (2005); Vice-President of Prudential Financial, Inc. (1987-2004)	Carole Anne Clementi (59) 1982	Secreta since 1 shareho and off
Jesse Stuart (39) 2003	Vice-President of the Company since 2006 securities analyst (general industries); securities analyst & portfolio manager of Scudder, Stevens and Clark (1996-2003)	Craig A. Grassi (37) 1991	Assista the Com employe informa
		Maureen E. LoBello (55) 1992	Assista Company employe benefit

All officers serve for a term of one year and are elected by the Board of Directors at the time of its annual organization meeting on the second Wednesday in April. The address for each officer is the Company's office. Other directorships and affiliations for Mr. Davidson are shown in the listing of Directors on page 20.

### SERVICE ORGANIZATIONS

#### COUNSEL

Sullivan & Cromwell LLP

#### INDEPENDENT AUDITORS

Ernst & Young LLP

#### CUSTODIAN

State Street Bank and Trust Company

#### TRANSFER AGENT AND REGISTRAR

American Stock Transfer & Trust Company  
59 Maiden Lane  
New York, NY 10038  
1-800-413-5499  
www.amstock.com

In addition to purchases of the Company's Common Stock as set forth in Note 2, on page 15, purchases of Common Stock may be made at such times, at such prices, in such amounts and in such manner as the Board of Directors may deem advisable.

In addition to distributing financial statements as of the end of each quarter, General American Investors files a Quarterly Schedule of Portfolio Holdings (Form N-Q) with the Securities and Exchange Commission (SEC) as of the end of the first and third calendar quarters. The Company's Forms N-Q are available at [www.generalamericaninvestors.com](http://www.generalamericaninvestors.com) and on the SEC's website: [www.sec.gov](http://www.sec.gov). Also, Forms N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the SEC's Public Reference Room may be obtained by calling 1-800-SEC-0330. A copy of the Company's Form N-Q may be obtained by calling us at 1-800-436-8401.

On May 6, 2005, the Company submitted a CEO annual certification to the New York Stock Exchange ("NYSE") on which the Company's principal executive officer certified that he was not aware, as of that date, of any violation by the

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Company of the NYSE's Corporate Governance listing standards. In addition, as required by Section 302 of the Sarbanes-Oxley Act of 2002 and related SEC rules, the Company's principal executive and principal financial officer made quarterly certifications, included in filings with the SEC on Forms N-CSR and N-Q relating to, among other things, the Company's disclosure controls and procedures and internal control over financial reporting, as applicable.

23

### 20 DIRECTORS

-----  
 General American Investors

NAME (AGE) DIRECTOR SINCE	PRINCIPAL OCCUPATION DURING PAST 5 YEARS	OTHER DIRECTORSHIPS AND
----- INDEPENDENT ("DISINTERESTED") DIRECTORS -----		
Lawrence B. Bittenwieser (74) Chairman of the Board of Directors 1967	Counsel 2002-present Partner 1966-2002 Katten Muchin Zavis Rosenman and predecessor firms (lawyers)	
Arthur G. Altschul, Jr. (41) 1995	Managing Member Diaz & Altschul Capital Management, LLC (private investment company)	Delta Opportunity Fund, L Medicis Pharmaceutical Co Medrium, Inc., Chairman, National Public Radio Fou Neurosciences Research Fo
Lewis B. Cullman (87) 1961	Managing Member Cullman Ventures LLC	Chess-in-the-Schools, Cha Metropolitan Museum of Ar Museum of Modern Art, Vic International Council a Neurosciences Research Fo Board of Trustees The New York Botanical Ga Chairman, Board of Mana
Gerald M. Edelman (76) 1976	Member, Professor and Chairman of the Department of Neurobiology The Scripps Research Institute	Neurosciences Institute o Research Foundation, D
John D. Gordan, III (60) 1986	Partner Morgan, Lewis & Bockius LLP (lawyers)	
Sidney R. Knafel (75) 1994	Managing Partner SRK Management Company (private investment company)	IGENE Biotechnology, Inc. Insight Communications Co Chairman, Board of Dire VirtualScopics, Inc., Dir Vocollect, Inc., Director
Richard R. Pivrotto (75) 1971	President Richard R. Pivrotto Co., Inc. (self-employed consultant)	Associated Community Banc General Theological Semin Greenwich Hospital Corpor Immunomedics, Inc., Direc Princeton University, Cha
D. Ellen Shuman (50)	Vice President and	Bowdoin College, Trustee

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

2004	Chief Investment Officer Carnegie Corporation of New York	Edna McConnell Clark Foun Investment Advisor The Investment Fund for F Meristar Hospitality Corp
Joseph T. Stewart, Jr. (76) 1987	Corporate director and trustee Executive Consultant Johnson & Johnson (1990-1999)	Foundation of the Univers Medicine and Dentistry Marine Biological Laborat Advisory Council United States Merchant Ma Board of Advisors United States Merchant Ma Trustee
Raymond S. Troubh (79) 1989	Financial Consultant	Diamond Offshore Drilling Gentiva Health Services, Petrie Stores Liquidating Portland General Electric Triarc Companies, Inc., D

### INSIDE ("INTERESTED") DIRECTOR

---

Spencer Davidson (63) 1995	President and Chief Executive Officer General American Investors Company, Inc. since 1995	Medicis Pharmaceutical Co Neurosciences Research Fo
-------------------------------	---	--

24

General American Investors Company, Inc.  
450 Lexington Avenue, New York, NY 10017  
(212) 916-8400 (800) 436-8401  
E-mail:InvestorRelations@gainv.com  
www.generalamericaninvestors.com

25

#### ITEM 2. CODE OF ETHICS.

On July 9, 2003, the Board of Directors adopted a code of ethics that applies to registrant's principal executive and senior financial officers. The code of ethics is available on registrant's Internet website at <http://www.generalamericaninvestors.com/corporateinfo.html>. Since the code of ethics was adopted there have been no amendments to the code nor have there been granted any waivers from any provisions of the code of ethics.

#### ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

The board of directors has determined that none of the members of registrant's audit committee meets the definition of "audit committee financial expert" as the term has been defined by the U.S. Securities and Exchange Commission (the "Commission"). In addition, the board of directors has determined that the members of the audit committee have sufficient financial expertise and experience to perform the duties and responsibilities of the audit committee.

#### ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

(a) **AUDIT FEES** The aggregate fees paid and accrued by the registrant for professional services rendered by its independent auditors, Ernst & Young LLP, for the audit of the registrant's annual financial statements and the review of the registrant's semi-annual financial statements for 2005 and 2004 were \$75,000 and \$69,600, respectively.

(b) **AUDIT RELATED FEES** The aggregate fees paid or accrued by the registrant for

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

audit-related professional services rendered by Ernst & Young LLP for 2005 and 2004 were \$23,700 and \$20,500, respectively. Such services and related fees for 2005 and 2004 included: performance of agreed upon procedures relating to the preferred stock basic maintenance reports (\$6,000 and \$5,000, respectively), review of quarterly employee security transactions and issuance of report thereon (\$14,000 and \$12,000, respectively) and other audit-related services (\$3,700 and \$3,500, respectively).

(c) TAX FEES The aggregate fees paid or accrued by the registrant for professional services rendered by Ernst & Young LLP for the review of the registrant's federal, state and city income tax returns and excise tax calculations for 2005 and 2004 were \$13,000 and \$12,500, respectively.

(d) ALL OTHER FEES No such fees were billed to the registrant by Ernst & Young LLP for 2005 or 2004.

(e) (1) AUDIT COMMITTEE PRE-APPROVAL POLICY All services to be performed for the registrant by Ernst & Young LLP must be pre-approved by the audit committee. All services performed during 2005 and 2004 were pre-approved by the committee.

(2) Not applicable.

(f) Not applicable.

(g) The aggregate fees paid or accrued by the registrant for non-audit professional services rendered by Ernst & Young LLP to the registrant for 2005 and 2004 were \$36,700 and \$33,000, respectively.

(h) Not applicable.

### ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.

(a) The registrant has a separately-designated standing audit committee established in accordance with Section 3(a)(58)(A) of the Securities Exchange Act of 1934. The members of the audit committee are: Sidney R. Knafel, chairman, Arthur G. Altschul, Jr., Lawrence B. Buttenwieser, Lewis B. Cullman and John D. Gordan, III.

(b) Not applicable.

### ITEM 6. SCHEDULE OF INVESTMENTS

The schedule of investments in securities of unaffiliated issuers is included as part of the report to stockholders filed under Item 1 of this form.

### ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

General American Investors Company, Inc.

#### PROXY VOTING POLICIES AND PROCEDURES

General American Investors Company, Inc. (the "Company") is uniquely structured as an internally managed closed-end investment company. Our research efforts, including the receipt and analysis of proxy material, are focused on the securities in the Company's portfolio, as well as alternative investment opportunities. We vote proxies relating to our portfolio securities in the best long-term interests of the Company.

Our investment approach stresses fundamental security analysis, which includes an evaluation of the integrity, as well as the effectiveness of

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

management personnel. In proxy material, we review management proposals and management recommendations relating to shareholder proposals in order to, among other things, gain assurance that management's positions are consistent with its integrity and the long-term interests of the company. We generally find this to be the case and, accordingly, give significant weight to the views of management when we vote proxies.

Proposals that may have an impact on the rights or privileges of the securities held by the Company would be reviewed very carefully. The explanation for a negative impact could justify the proposal; however, if such justification were not present, we would vote against a significant reduction in the rights or privileges associated with any of our holdings.

Proposals relating to corporate governance matters are reviewed on a case-by-case basis. When they involve changes in the state of incorporation, mergers or other restructuring, we would, if necessary, complete our review of the rationale for the proposal by contacting company representatives and, with few exceptions, vote in favor of management's recommendations. Proposals relating to anti-takeover provisions, such as staggered boards, poison pills and supermajorities could be more problematic. They would be considered in light of our assessment of the capability of current management, the duration of the proposal, the negative impact it might have on the attractiveness of the company to future "investors," among other factors. We can envision circumstances under which we would vote against an anti-takeover provision.

Generally, we would vote with management on proposals relating to changes to the company's capital structure, including increases and decreases of capital and issuances of preferred stock; however, we would review the facts and circumstances associated with each proposal before finalizing our decision.

Well-structured stock option plans and management compensation programs are essential for companies to attract and retain high caliber management personnel. We generally vote in favor of proposals relating to these issues; however, there could be an occasion on which we viewed such a proposal as over reaching on the part of management or having the potential for excessive dilution when we would vote against the proposal.

Corporations should act in a responsible manner toward their employees, the communities in which they are located, the customers they serve and the world at large. We have observed that most stockholder proposals relating to social issues focus on a narrow issue and the corporate position set forth in the proxy material provides a well-considered response demonstrating an appropriate and responsible action or position. Accordingly, we generally support management recommendations on these types of proposals; however, we would consider each proposal on a case-by-case basis.

We take voting proxies of securities held in our portfolio very seriously. As indicated above, it is an integral part of the analytical process at General American Investors. Each proposal and any competing interests are reviewed carefully on a case-by-case basis. Generally, we support and vote in accordance with the recommendations of management; however, the overriding basis for the votes we cast is the best long-term interests of the Company.

Date: July 9, 2003

Item 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

Mr. Spencer Davidson, President and Chief Executive Officer, serves as the Portfolio Manager of the registrant and is responsible for its day-to-day management. He has served in this capacity since 1995. Mr. Davidson does not provide such services for any other registered investment companies, pooled investment vehicles, or other accounts. For performing such responsibilities,

## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Mr. Davidson receives cash compensation in the form of a fixed salary and an annual performance bonus. The annual performance bonus is principally based upon the absolute performance of the registrant and its relative performance to a closed-end management investment company peer group (comprised of core equity funds) and the S&P 500 Index. Performance is evaluated in December by the Compensation Committee of the board of directors (the members of which are independent and consult with the full board of directors), based upon the registrant's net asset value return and total investment return during the twelve months ended October 31. Additional consideration is given to performance during the subsequent intervening period and to market compensation data provided by a noted industry compensation consulting firm. Mr. Davidson beneficially owns in excess of \$1 million of the registrant's outstanding equity securities.

### ITEM 9. PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS.

#### REGISTRANT PURCHASES OF EQUITY SECURITIES

Period	(a) Total Number of Shares (or Units) Purchased	(b) Average Price Paid per Share (or Unit)	(c) Total Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs	(d)
2005				D t
07/01-07/31	97700	33.5250	97700	
08/01-08/31	105400	34.4012	105400	
09/01-09/30	69000	34.6016	69000	
10/01-10/31	82300	33.8024	82300	
11/01-11/30	87100	34.2758	87100	
12/01-12/31	144700	34.9293	144700	
Total	----- 586200 =====	-----	----- 586200 =====	

### ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

There have been no material changes to the procedures by which shareholders may recommend nominees to the registrant's board of directors as set forth in the registrant's Proxy Statement, dated February 28, 2005.

### ITEM 11. CONTROLS AND PROCEDURES.

Conclusions of principal officers concerning controls and procedures

(a) As of December 30, 2005, an evaluation was performed under the supervision and with the participation of the officers of General American Investors Company, Inc. (the "Registrant"), including the principal executive officer ("PEO") and principal financial officer ("PFO"), to assess the effectiveness of



## Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

the Registrant's disclosure controls and procedures. Based on that evaluation, the Registrant's officers, including the PEO and PFO, concluded that, as of December 30, 2005, the Registrant's disclosure controls and procedures were reasonably designed so as to ensure: (1) that information required to be disclosed by the Registrant on Form N-CSR and on Form N-Q is recorded, processed, summarized and reported within the time periods specified by the rules and forms of the Securities and Exchange Commission; and (2) that material information relating to the Registrant is made known to the PEO and PFO as appropriate to allow timely decisions regarding required disclosure.

(b) There have been no significant changes in the Registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940 (17 CFR 270.30a-3(d)) that occurred during the Registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the Registrant's internal control over financial reporting.

### ITEM 12. EXHIBITS

- (a) (1) As indicated in Item 2., the code of ethics is posted on the registrant's Internet website.
- (a) (2) The certifications of the principal executive officer and the principal financial officer pursuant to Rule 30a-2(a) under the Investment Company Act of 1940 are attached hereto as Exhibit 99 CERT.
- (a) (3) There were no written solicitations to purchase securities under the Rule 23c-1 under the Investment Company Act of 1940 during the period covered by the report.
- (b) The certifications of the principal executive officer and the principal financial officer pursuant to Rule 30a-2(b) under the Investment Company Act of 1940 are attached hereto as Exhibit 99.906 CERT.

27

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

General American Investors Company, Inc.

By: /s/Eugene S. Stark  
Eugene S. Stark  
Vice-President, Administration

Date: February 9, 2006

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/Spencer Davidson  
Spencer Davidson  
President and Chief Executive Officer  
(Principal Executive Officer)

Date: February 9, 2006

By: /s/Eugene S. Stark

Edgar Filing: GENERAL AMERICAN INVESTORS CO INC - Form N-CSR

Eugene S. Stark  
Vice-President, Administration  
(Principal Financial Officer)

Date: February 9, 2006