Ellsworth Convertible Growth and Income Fund, Inc.

65 Madison Avenue Suite 550 •Morristown, New Jersey 07960-7308 •www.bcvecf.com

First Quarter Update - December 31, 1999 (unaudited)

Financial Highlights

Market value 12/31/99	$8.44
Net asset value (NAV) 12/31/99	$11.08
Market discount to NAV	(23.85)%
12-Month income distribution	$0.328
Yield on market price	3.89%
Capital gains distribution 11/29/99	$1.232
Ratio of expenses to avg. net assets	1.22% *
Ratio of net income to avg. net assets	3.02% *
Portfolio turnover	34.91%
Shares outstanding	9,335,238

** Annualized*

Performance thru 12/31/99 *with dividends reinvested*

	1 Year	5 Year	10 Year
Ellsworth market value	4.02%	124.30%	246.67%
Ellsworth net asset value *	15.31%	134.51%	257.98%
Closed-end conv. fund avg. *	22.33%	110.88%	239.83%
Lehman Aggregate Bnd. Ttl. Return *	(0.82)%	45.12%	109.91%
S&P 500 †	21.04%	250.93%	431.98%
Russell 2000 †	21.36%	101.61% ‡	199.89% ‡

Performance data represent past results and do not reflect future performance.

* From Lipper, Inc. Closed-End Fund Performance Analysis, December 31, 1999.
† From Bloomberg L.P. pricing service.
‡ Simple appreciation of index

Change in Net Asset Value (NAV)

	Per Share
Beginning NAV (9/30/99)	$11.23
Changes in NAV from Operations:	
Net Investment Income	0.08
Realized Gain	0.39
Increase in Unrealized Gain	0.67
Total Change from Operations	1.14
Distributions:	
Net Investment Income	(0.06)
Capital Gains	(1.23)
Total Change from Distributions	(1.29)
Total Change	(0.15)
Ending NAV (12/31/99)	$11.08

Quarterly History of NAV and Market Price

	Net Asset Values			Market Prices		
Qtr Ended	High	Low	Close	High	Low	Close
Mar 99	11.50	10.99	11.44	10.00	9.38	9.75
Jun 99	11.84	11.15	11.69	9.94	9.19	9.63
Sep 99	12.18	11.18	11.23	10.00	9.06	9.38
Dec 99	11.53	9.98	11.08	9.69	8.13	8.44

Total Fund Investments as of 12/31/99

	(000's)	% of Net Assets
Convertible Bonds and Notes	$75,923	73.4
Convertible Preferred Stocks	22,440	21.7
Common Stocks	—	—
Short-term Investments	5,049	4.9
Other Assets	63	0.0
Net Assets	$103,475	100.0%

Major Industry Exposure as of 12/31/99

	% of Net Assets
Entertainment	13.96
Technology	13.81
Telecommunications	13.12
Energy	11.26
Health Care & Drugs	7.41
Banking	7.15
Retail	6.33
Cable	4.91
Financial & Insurance	4.27
Capital Goods	3.98

Ten Largest Investment Holdings as of 12/31/99

by underlying common stock

	% of Net Assets
Cable & Wireless Communications	3.60
Time Warner, Inc.	3.38
Lucent Technologies, Inc.	2.76
AES Corp.	2.50
Nextel Communications, Inc.	2.19
Costco Companies, Inc.	2.05
Clear Channel Communications, Inc.	1.98
Telecom Corp. of New Zealand	1.96
General Electric Corp.	1.93
Siebel Systems, Inc.	1.87

The portfolio holdings and industry exposure are as of the date specified and subject to change without notice.

Detailed portfolio information is available to any shareholder. Visit our website (www.bcvecf.com) to download the data, e-mail us at info@bcvecf.com or call us at (973) 631-1177.

Ellsworth Convertible Growth and Income Fund, Inc.

65 Madison Avenue Suite 550 • Morristown, New Jersey 07960-7308 • www.bcvecf.com

To Our Shareholders: February 16, 2000

The stock market in the 1990's provided the best returns since the 1950's. The question is, can this continue? As good as the 1950's were, the 1960's were volatile and ultimately produced only mediocre returns while the 1970's were abysmal (on average, after inflation returns on stocks were negative in the 1970's). If the stock market were to duplicate this pattern (rather than the 1929 pattern of a long boom followed by a long bust), then the next decade would be volatile and not very rewarding. In our opinion neither of these patterns is likely to recur because of differences in the current social, political and economic context.

The new context reflects lower tax rates, increased demand for equities and greater breadth of markets. Tax rates on capital gains in the 1970’s were 70% on short-term gains and 50% on long-term gains. Today the rates are 39.6% on short-term gains and 20% on long-term gains. These lower rates appear to have stimulated much new investment as they have improved expected after-tax returns. Demand for equities has also increased due to expanding pension fund investments. In the 1970s, laws were changed that effectively created the current system of pensions that has been growing its assets 13% per year since 1980. Further, global markets have proven to be useful alternative sources of supply and demand.

On the other hand, the current decade is not without negatives. Inflation may reappear as oil prices have doubled since 1998. Markets can also be made more volatile by the poor use of leverage by large investors. Finally, there are danger spots left in the World that could flare up into wars that could seriously undermine global economic growth and add to inflation.

We continue to be optimistic, especially as the information revolution continues to enhance productivity gains at all levels and as it expands the availability of information broadly.

In its most recent edition of the Principia Pro for Closed-End Funds, Morningstar* continued to rate Ellsworth at four stars (above average). Shareholders who wish a copy of Morningstar's December 31, 1999 report or Standard and Poor's January 1, 2000 report on Ellsworth should contact us.

At the annual meeting, shareholders elected William A. Benton and George R. Lieberman as independent directors and Jane D. O'Keeffe as an interested director. The Shareholders also ratified the appointment of PricewaterhouseCoopers LLP as the company's independent accountants, amended several of the Company's investment restrictions and voted down the proposed amendment to the Company's charter. We thank you for your participation and support.

At its January meeting the Board of Directors declared a dividend of nine cents per share. This dividend will be payable on February 28, 2000 to shareholders of record February 14, 2000.

Chairman

* Morningstar is an analytical and statistical reporting service that reports on and rates most mutual funds.

Shareholder Services and Transfer Agent
The Bank of New York
Shareholder Relations Department-11E
P.O. Box 11258
Church Street Station
New York, NY 10286-1258
(800) 432-8224 http://stkxfer.bankofny.com

Investment Adviser
Davis-Dinsmore Management Company
65 Madison Avenue
Morristown, NJ 07960-7308
(973) 631-1177
www.bcvecf.com
email: info@bcvecf.com

Stock Exchange Listing
AMEX - Symbol: ECF

Printed on recycled paper

Portfolio of Investments December 31, 1999

Principal Amount or Shares		Value
	ADVERTISING — 1.7%	
$1,500,000	Interpublic Group Cos., Inc. 1.87% 2006 cv. sub. deb. 144A (NR)	$ 1,721,250
	AEROSPACE — 1.0%	
825,000	Simula, Inc. 8% 2004 sr. cv. sub. notes (NR)	528,000
700,000	SPACEHAB, Inc. 8% 2007 cv. sub. notes 144A (NR)	518,000
		1,046,000
	BANKING — 7.1%	
790,000	BankAtlantic Bancorp 5 5/8% 2007 cv. sub. deb. (NR)	477,950
50,000 shs	CNB Capital Trust I 6% SPuRS (Baa2) (exch. for CNB Bancshares, Inc. common stock)	1,737,500
20,600	Jefferson-Pilot Corp. 7 1/4% 2000 ACES-a * (A1) (exch. for BankAmerica Corp. common stock)	1,725,250
40,000 shs	National Australia Bank Ltd. 7 7/8% exch. capital units (A1)	1,105,000
25,000 shs	Sovereign Capital Trust II 7 1/2% PIERS (B) (exch. for Sovereign Bancorp, Inc. common stock)	1,226,563
35,000 shs	WBK Trust 10% STRYPES * (NR) (exch. for Westpac Banking Corp., Ltd. common stock)	1,122,188
		7,394,451
	CABLE — 4.9%	
1,000,000	Bell Atlantic Financial Services, Inc. 4 1/4% 2005 cv. sub. deb. 144A (A1) (exch. for cash equiv. of Cable & Wireless Communications plc common stock)	1,240,000
2,000,000	Bell Atlantic Financial Services, Inc. 4 1/4% 2005 euro. cv. sub. deb. (A1) (exch. for cash equiv. of Cable & Wireless Communications plc common stock)	2,480,000
20,000 shs	Cox Communications, Inc. 7% FELINE PRIDES * (Baa2)	1,360,000
		5,080,000
	CAPITAL GOODS — 4.0%	
1,050,000	Advanced Energy Industries, Inc. 5 1/4% 2006 cv. sub. notes (NR)	1,239,000
1,000,000	CS First Boston, Inc. 2 1/4 % 2003 sr. medium-term exch. notes 144A (A1) (exch. for General Electric Corp. common stock)	1,455,000
500,000	Exchangeable Certificate Corp. 1 1/4% 2004 sr. medium-term exch. notes 144A (AAA)(exch. for General Electric Corp. common stock)	539,063
15,000 shs	Hanover Compressor Capital Trust 7 1/4% cv. pfd. TIDES 144A (conv. into Hanover Compressor Company common stock)	888,750
		4,121,813
	DATA-PROCESSING SERVICES — 2.6%	
750,000	American Express Credit Corp. 1 1/8% 2003 cash exch. notes (Aa3)	1,068,750
1,750,000	National Data Corp. 5% 2003 cv. sub. notes (Ba3)	1,588,125
		2,656,875
	ELECTRIC UTILITIES — 0.8%	
20,000 shs	Texas Utilities Co. 9 1/4% FELINE PRIDES * (Baa2)	872,500
	ENERGY — 11.3%	
42,000 shs	AES Trust III trust cv. pfd. securities (Ba3) (conv. into AES Corp. common stock)	2,588,250
40,800 shs	Apache Corp. $2.015 dep. shs. repstg. series C ACES-b pfd. * (Baa2)	1,448,400
59,250 shs	The Coastal Corp. 6 5/8% FELINE PRIDES * (Baa2)	1,381,266
1,000,000	Devon Energy Corp. 4.95% 2008 cv. sub. deb. (Baa2) (conv. into Chevron Corp. common stock)	975,000
1,450,000	Diamond Offshore Drilling, Inc. 3 3/4% 2007 cv. sub. notes (Baa1)	1,469,938
70,000	Enron Corp. 7% 2002 exch. notes * (Baa) (conv. into EOG Resources, Inc. common stock)	1,312,500
45,000	Kerr-McGee Corp. 5 1/2% 2004 DECS * (Baa1) (exch. for Devon Energy Corp. common stock)	1,485,000
1,000,000	Swiss Life Financial Ltd. 2% 2005 GEMMS 144A (NR) (exch. for Royal Dutch Petroleum common stock)	995,000
		11,655,354

Portfolio of Investments December 31, 1999 (continued)

Principal Amount or Shares		Value
	ENTERTAINMENT — 14.0%	
$2,750,000	America Online, Inc. 0% 2019 cv. sub. deb. (Ba3)	$1,558,906
1,000,000	At Home Corp. 4 3/4% 2006 cv. sub. deb. 144A (B3)	956,250
2,000,000	Clear Channel Communications, Inc. 1 1/2% 2002 sr. cv. notes (Baa3)	2,047,500
1,000,000	EchoStar Communications Corp. 4 7/8% 2007 cv. sub. notes 144A (NR)	1,230,000
13,000 shs	Houston Industries, Inc. 7% 2000 ACES-a * (Baa1) (exch. for Time Warner, Inc. common stock)	1,566,500
1,000,000	Imax Corp. 5 3/4% 2003 cv. sub. notes 144A (B1)	1,329,375
2,000,000	Merrill Lynch & Co., Inc. 0.25% 2006 series B medium-term notes (Aa3) (exch. for Time Warner, Inc. common stock)	1,930,000
1,000,000	NTL, Inc. 5 3/4% 2009 cv. sub. notes 144A (CCC)	1,078,750
20,000	The Seagram Co. Ltd. 7 1/2% 2002 adj. cv.-rate equity security units * (Ba2)	900,000
29,000 shs	UnitedGlobalCom dep. shs. repstg. 7% series D sr. cum. cv. pfd. (NR)	1,845,125
		14,442,406
	FINANCIAL & INSURANCE — 4.3%	
13,000 shs	American General Delaware, L.L.C. 6% cv. A MIPS (A2)	1,223,625
1,000,000	American International Group 2 1/4% 2004 cv. notes (Aaa)	1,565,000
625,000	Penn Treaty American Corp. 6 1/4% 2003 cv. sub. notes (BB+)	472,656
905,000	Penn Treaty American Corp. 6 1/4% 2003 cv. sub. notes 144A (BB+)	684,406
10,730	Southwest Securities Group, Inc. 5% 2004 DARTS * (NR) (exch. for Knight/Trimark Group, Inc. Class A common stock)	474,803
		4,420,490
	HEALTH CARE & DRUGS — 7.4%	
378,000	Athena Neurosciences, Inc. 4 3/4% 2004 cv. sub. notes (Baa3) (exch. for ADR's representing Elan Corp., plc common stock)	385,088
2,000,000	The Bear Stearns Cos., Inc. 1% 2006 medium-term notes (A2) (conv. into an index comprised of Merck & Co and Pfizer, Inc. common stocks)	1,576,000
2,250,000	Elan Finance Corp. 0% 2018 LYON 144A (Baa3) (exch. for ADR's representing Elan Corp., plc common stock)	1,164,375
1,000,000	Human Genome Sciences, Inc. 5% 2006 cv. sub. notes 144A (NR)	1,205,000
2,500,000	Roche Holdings, Inc. 0% 2010 LYON 144A (NR)	1,510,938
1,000,000	Sepracor, Inc. 7% 2005 cv. notes 144A (CCC+)	1,067,500
250,000	Sepracor, Inc. 7% 2005 cv. notes (CCC+)	266,875
500,000	Swiss Life Financial Ltd. 2% 2003 GEMMS 144A (NR) (exch. for Glaxo Wellcome PLC common stock)	491,250
		7,667,026
	PAPER & PAPER PRODUCTS — 1.5%	
30,000	Georgia-Pacific Corp. 7 1/2% 2002 PEPS * (Baa2)	1,530,000
	RETAIL — 6.3%	
1,000,000	Costco Companies, Inc. 0% 2017 cv. sub. notes 144A (A3)	1,061,250
1,000,000	Costco Companies, Inc. 0% 2017 cv. sub. notes (A3)	1,061,250
11,450 shs	CVS Auto. Common Exch. Security Trust $4.23 TRACES * (NR) (exch. for CVS Corp. common stock)	815,813
32,500 shs	Dollar General Trust 8 1/2% STRYPES * (NR) (conv. into Dollar General Corp. common stock)	1,174,063
750,000	E-Toys 6 1/4% 2004 cv. sub. notes 144A (NR)	459,844
12,300 shs	Estee Lauder Trust 6 1/4% TRACES II * (NR) (conv. into Estee Lauder Companies, Inc. common stock)	1,165,425
1,250,000	Office Depot, Inc. 0% 2007 LYON (Baa2)	815,625
		6,553,270
	STAFFING SERVICES — 1.3%	
1,500,000	Interim Services, Inc. 4 1/2% 2005 cv. sub. deb. (Ba3)	1,320,000

Portfolio of Investments December 31, 1999 (continued)

Principal Amount or Shares		Value
	TECHNOLOGY — 13.8%	
$ 500,000	Bea Systems, Inc. 4% 2006 cv. sub. notes 144A (NR)	$ 582,500
500,000	Citrix Systems, Inc. 0% 2019 cv. sub. deb. 144A (NR)	442,500
1,500,000	CS First Boston, Inc. 1% 2006 medium-term exch. notes (A1) (exch. for Microsoft Corp. common stock)	1,685,625
750,000	Exodus Communications, Inc. 4 3/4% 2008 cv. sub. notes 144A (NR)	1,035,000
1,000,000	The Goldman Sachs Group, Inc. 0% 2003 medium-term notes, series B (NR) (linked to the GSTI Internet Index)	1,044,340
1,500,000	Hewlett-Packard Co. 0% 2017 LYON 144A (Aa3)	1,012,500
500,000	Internet Capital Group, Inc. 5 1/2% 2004 cv. sub. notes 144A (NR)	736,250
750,000	NatWest Markets 0% 2003 exch. trust securities 144A † (NR) (exch. for Lucent Technologies, Inc. common stock)	2,853,750
1,000,000	Sanmina Corp. 4 1/4% 2004 cv. sub. notes (B+)	1,305,000
1,000,000	Siebel Systems, Inc. 5 1/2% 2006 cv. sub. notes. 144A (NR)	1,940,000
1,200,000	STMicroelectronics, N.V. 0% 2009 LYON (Baa1)	1,650,000
		14,287,465
	TELECOMMUNICATIONS — 13.1%	
2,000,000	Bell Atlantic Financial Services, Inc. 5 3/4% 2003 cv. sub. deb. 144A (A1) (exch. for cash equiv. Telecom Corp. of New Zealand common stock)	2,030,000
500,000	CoreComm, Ltd. 6% 2006 cv. sub. notes 144A (NR)	782,500
1,000,000	Exchangeable Certificate Corp. 1/4% 2006 medium-term exch. notes 144A (AAA)(exch. for specific telephone and cable common stocks ‡)	1,121,250
10,000 shs	Globalstar Communications, Ltd. 9% cv. pfd. 144A (NR)	918,750
1,000,000	Level 3 Communications, Inc. 6% 2009 cv. sr. notes (Caa1)	1,405,625
25,000	MediaOne Group, Inc. 7% 2002 PIES * (BBB) (exch. for ADR's representing Vodafone AirTouch PLC common stock)	1,200,000
1,000,000	Nextel Communications, Inc. 4 3/4% 2007 cv. sr. notes 144A (B1)	2,268,750
1,000,000	Tekelec 3 1/4% 2004 cv. sub. discount notes 144A (NR)	1,365,000
1,000,000	Telefonos De Mexico, S.A. 4 1/4% cv. sr. deb. (BB)	1,303,750
1,250,000	UBS AG 1 1/2% 2006 exch. notes (Aa1) (exch. for AT&T Corp. common stock)	1,181,250
		13,576,875
	U.S. TREASURY NOTES — 0.0%	
17,000	4 7/8% 3/31/01 **	16,745
	CORPORATE SHORT-TERM NOTES — 3.9%	
5,050,000	American Express Credit Corp. (P1) (1.5% & 2.5% maturing 1/3/00)	5,048,834
	Total Convertible Bonds and Notes — 73.3%	75,922,802
	Total Convertible Preferred Stocks — 21.7%	22,439,718
	Total Corporate Short-Term Notes — 4.9%	5,048,834
	Total Investments — 99.9%	103,411,354
	Other assets and liabilities, net — 0.1%	63,350
	Total Net Assets — 100.0%	103,474,704

Footnotes appear on the following page

Portfolio of Investments December 31, 1999 (continued)

* See Note 1(e) Annual Report dated September 30, 1999
† Guaranteed by National Westminster Bank PLC
‡ Ticker symbols: CSCO, CMCSK, TWX, IBM, LMGa, & WCOM
** Collateral for a letter of credit

ACES-a	Automatic Common Exchange Securities
ACES-b	Automatically Convertible Equity Securities
ADR	American Depositary Receipts
DARTS	Derivative Adjustable Ratio Securities
DECS	Debt Exchangeable for Common Stock
FELINE	Family of Equity-Linked Income Securities
GEMMS	Guaranteed Exchangeable Monetisation of Multiple Shares
LYON	Liquid Yield Option Note
MIPS	Monthly Income Preferred Securities
PEPS	Premium Equity Participating Securities
PIES	Premium Income Exchangeable Securities
PRIDES	Preferred Redeemable Increased Dividend Equity Securities
SPuRS	Shared Preference Redeemable Securities
STRYPES	Structured Yield Product Exchangeable for Stock
TIDES	Term Income Deferrable Equity Securities
TRACES	Trust Automatic Common Exchange Securities

Ratings in parentheses by Moody's Investors Service, Inc. or Standard & Poor's, a division of McGraw-Hill Companies, Inc.

The portfolio is as of the date specified. The Fund is under no obligation to continue to hold the securities listed herein.