

Edgar Filing: SunAmerica Focused Alpha Growth Fund, Inc. - Form SC 13D

SunAmerica Focused Alpha Growth Fund, Inc.

Form SC 13D

November 05, 2009

SCHEDULE 13D

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT  
10/27/2009

1. NAME OF REPORTING PERSON

Bulldog Investors, Phillip Goldstein and Andrew Dakos

2. CHECK THE BOX IF MEMBER OF A GROUP

a[X]

b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

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7. SOLE VOTING POWER

814,880

8. SHARED VOTING POWER

436,136

9. SOLE DISPOSITIVE POWER

1,251,016

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10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

1,251,016

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

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13. PERCENT OF CLASS REPRESENTED BY ROW 11

6.15%

14. TYPE OF REPORTING PERSON

IA

Item 1. SECURITY AND ISSUER

This Schedule 13D relates to the shares of Common Stock of Sunamerica Focused Alpha Growth, Inc. ("FGF" or the "Issuer"). The principal executive offices of FGF are located at

Harborside Financial Center  
3200 Plaza 5  
Jersey City, NJ 07311

Item 2. IDENTITY AND BACKGROUND

This statement is filed on behalf of Bulldog Investors, Phillip Goldstein, 60 Heritage Drive, Pleasantville, NY 10570 a principal of Bulldog Investors and Andrew Dakos, Park 80 West, Saddle Brook, NJ 07663, also a principal of Bulldog Investors. Mr. Goldstein and Mr. Dakos are self-employed investment advisors.

On January 31, 2007 the Acting Director of the Securities Division of the Massachusetts Secretary of State (the Securities Division) filed a complaint against Bulldog Investors, Messrs. Goldstein, Samuels, Dakos and Das and certain related parties (the Bulldog Parties) alleging that they violated Massachusetts law by making information about certain unregistered investments available on their website and by sending material about such investments to an individual who requested it. On October 17, 2007 the Secretary issued a cease and desist order based on the same allegations and ordered that a fine be imposed on the Bulldog Parties of \$25,000. On November 15, 2007 the Bulldog Parties filed an appeal of the Secretary's October 17, 2007 order in the Massachusetts Superior Court. On February 12, 2009, the Massachusetts Superior Court upheld the Secretary's October 17, 2007 order. The Bulldog parties further appealed the ruling of the Massachusetts Superior Court to Massachusetts Appeals Court. Oral argument in the Massachusetts Appeals Court is scheduled for November 12, 2009.

ITEM 3. SOURCE AND AMOUNT OF FUNDS AND OTHER CONSIDERATIONS

Shares of the Issuer have been accumulated on behalf of managed accounts.

ITEM 4. PURPOSE OF TRANSACTION

The filing persons intend to communicate with the issuer's management and shareholders about the persistent discount to intrinsic value at which the issuer's shares have traded.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As per the Form N-CSRS filed on September 3, 2009 there were 20,355,236 shares of common stock outstanding as of July 31, 2009. The percentage set forth in item 5 was derived using such number. Bulldog Investors, Phillip Goldstein and Andrew Dakos beneficially own an aggregate of 1,251,016 shares of FGF or 6.15% of the outstanding shares. Power to dispose of and vote securities resides either with Mr. Goldstein, Mr. Dakos or with clients.

c) During the past 60 days the following shares of FGF were purchased:

Date:	Shares:	Price:
09/09/09	25,100	11.4078
09/10/09	1,300	11.4546

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09/14/09	29,956	11.4936
09/15/09	23,200	11.6572
09/16/09	62,722	11.8955
09/21/09	69,400	12.1280
09/22/09	29,207	12.1724
09/23/09	42,000	12.1471
09/25/09	32,740	11.8906
09/28/09	50,000	12.0375
09/29/09	41,585	12.1034
09/30/09	4,300	12.0040
10/01/09	6,000	11.8755
10/02/09	700	11.6200
10/05/09	11,800	11.8932
10/06/09	300	11.9800
10/07/09	5,000	12.1100
10/08/09	12,900	12.2947
10/09/09	18,000	12.3563
10/12/09	16,900	12.4124
10/13/09	5,000	12.3260
10/15/09	3,400	12.5400
10/21/09	28,000	12.9089
10/22/09	40,598	12.7206
10/23/09	34,800	12.7518
10/26/09	39,369	12.6799
10/27/09	45,700	12.5824
10/28/09	37,831	12.2615
10/29/09	18,900	12.3157
10/30/09	6,170	11.9714
11/02/09	44,368	12.0582
11/03/09	57,238	12.0321
11/03/09	10,000	12.0300
11/03/09	5,000	12.0000
11/04/09	19,800	12.2696

d) Beneficiaries of managed accounts are entitled to receive any dividends or sales proceeds.

e) NA

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.  
None.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS  
None.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: 11/05/2009

By: /s/ Phillip Goldstein  
Name: Phillip Goldstein

By: /S/ Andrew Dakos  
Name: Andrew Dakos

