

EAGLE CAPITAL GROWTH FUND, INC.

Form N-Q

April 20, 2016

United States

Securities and Exchange Commission

Washington, D.C. 20549

Form N-Q

Quarterly Schedule of Portfolio Holdings of Registered
Management Investment Company

Investment Company Act file number: 811-05807

Eagle Capital Growth Fund, Inc.

(Exact name of registrant as specified in charter)

225 East Mason Street, Suite 802, Milwaukee, WI 53202-3657

(Address of principal executive offices) (zip code)

Luke E. Sims, President

Eagle Capital Growth Fund, Inc.

225 East Mason Street

Suite 802

Milwaukee, WI 53202-3657

(414) 765-1107

(Name and address of agent for service)

Registrant's telephone number, including area code:

(414) 765-1107

Date of fiscal year end: December 31, 2016

Date of reporting period: March 31, 2016

ITEM 1. SCHEDULE OF INVESTMENTS

Eagle Capital Growth Fund, Inc.

Portfolio of Investments (as of March 31, 2016) (unaudited)

Common Stock (86.3% of total investments)

<u>Industry</u>	Shares	Cost	LEVEL ONE Market Value	% Total Inv.
Bank				
Wells Fargo & Company	15,000	597,750	725,400	(2.5 %)
			\$ 725,400	
Consumer				
The Coca-Cola Company	28,000	1,058,939	1,298,920	
Colgate-Palmolive Co.	12,000	72,938	847,800	
PepsiCo, Inc.	10,000	168,296	1,024,800	
Procter & Gamble Company	15,000	1,038,636	1,234,650	
			\$ 4,406,170	(15.3 %)
Data Processing				
Automatic Data Processing, Inc.	16,000	490,404	1,435,360	
Paychex, Inc.	28,500	730,799	1,539,285	
			\$ 2,974,645	(10.4 %)
Health Care				
Abbott Laboratories Inc.	7,500	175,588	313,725	
Johnson & Johnson	4,000	45,500	432,800	
Stryker Corp.	11,000	47,141	1,180,190	
			\$ 1,926,715	(6.7 %)
Industrial				
CSW Industrials, Inc.*	25,750	756,821	811,125	
Deere & Company	10,000	793,483	769,900	
Emerson Electric Co.	18,000	810,169	978,840	
Illinois Tool Works Inc.	14,000	634,079	1,434,160	
SL Industries Inc.*	11,800	442,543	401,200	
Waters Corp.*	6,000	302,341	791,520	
			\$ 5,186,745	(18.1 %)
Insurance				
AFLAC Corp.	19,000	1,018,259	1,199,660	
Berkshire Hathaway Inc. B*	17,000	1,303,475	2,411,960	
Markel Corp.*	1,300	831,360	1,159,041	
White Mountains Insurance Group, Ltd.	1,000	730,019	802,600	
			\$ 5,573,261	(19.4 %)
Mutual Fund Managers				
Franklin Resources, Inc.	45,000	1,746,835	1,757,250	
T. Rowe Price Group, Inc.	18,500	1,291,871	1,359,010	
			\$ 3,116,260	(10.8 %)
Retail				
eBay Inc.*	37,500	961,009	894,750	
			\$ 894,750	(3.1 %)
Total common stock investments			\$ 24,803,946	
Money Market Funds (13.7% of total investments)			LEVEL ONE	
Federated Government Oblig. #5 Inst., 0.21%			\$ 3,929,969	

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Total investments	\$ 28,733,915
All other assets	65,895
Accrued investment advisory fees	(20,425)
All other liabilities	(12,710)
Total net assets	\$ 28,766,675

*Non-dividend paying security

Footnote:

The following information is based upon federal income tax cost of portfolio investments as of March 31, 2016:

Gross unrealized appreciation	\$9,057,906
Gross unrealized depreciation	302,215
Net unrealized appreciation	\$8,755,691

Federal income tax basis	\$16,048,255
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ITEM 2. Controls and Procedures

As of April 1, 2016, an evaluation of the effectiveness of the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) was performed by management with the participation of the registrant's President and Chief Executive Officer (who is the principal executive officer of the registrant) and the registrant's Chief Financial Officer (who is the principal financial officer of the registrant). Based on that evaluation, the registrant's President and Chief Executive Officer and Chief Financial Officer concluded (a) that the registrant's disclosure controls and procedures are effectively designed to ensure that information required to be disclosed by the registrant is recorded, processed, summarized and reported within the time periods specified by the Commission's rules and forms, and that information required to be disclosed by the registrant has been accumulated and communicated to the registrant's management, including its principal executive officer and principal financial officer, or persons performing similar functions as appropriate to allow timely decisions regarding required disclosure.

Fair Value Accounting—Accounting standards require certain assets and liabilities be reported at fair value in the (b) financial statements and provides a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

In general, fair values determined by Level 1 inputs use quoted prices in active markets for identical assets or liabilities that the Fund has the ability to access.

Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets and liabilities in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.