

Gabelli Healthcare & WellnessRx Trust

Form 144

April 05, 2011

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OMB APPROVAL

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SEC USE ONLY

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1(a) NAME OF ISSUER (Please type or print) (b) IRS IDENT. NO. (c) S.E.C. FILE NO.

Gabelli Healthcare & WellnessRx Trust 87-0802328 811-22021

1(d) ADDRESS OF ISSUER STREET CITY ST  
CODE

One Corporate Center Rye NY 10580

2(a) NAME OF PERSON FOR WHOSE ACCOUNT THE (b) RELATIONSHIP TO ISSUER (c) ADDRESS CODE STREET CITY

SECURITIES  
ARE TO BE  
SOLD

Mario J. Gabelli See Note 1 One Corporate Center Rye NY 10580  
INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

| 3(a)  | (b)  | SEC USE ONLY              | I  | (d)  | (e)  | (f)  | (g)  |
|---|--|---------------------------|--|--|--|--|--|
| Title of the Class of Securities To Be Sold | Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities | Broker-Dealer File Number | Number of Shares or Other Units To Be Sold [See instr. 3I] | Aggregate Market Value ([See instr. 3(d)]) | Number of Shares or Other Units Outstanding, [See instr. 3(e)] | Approximate Date of Sale [See instr. 3(f)] (MO DAY YR) | Name of Each Securities Exchange [See instr. 3(g)] |
| Subscription Rights for Common Shares       | Convergenx Execution Solutions, LLC<br>1633 Broadway<br>New York, NY 10019   |                           | 20,1392  | \$7,6533                                   | 8,427,945  | 04/05/11   | N/A  |
| Subscription Rights for Common Shares       | Gabelli & Company, Inc.<br>One Corporate Center<br>Rye, NY 10580   |                           | 6,7172   | \$2,5523                                   | 8,427,945  | 04/05/11   | N/A  |

INSTRUCTIONS:

1. (a) Name of Issuer
- (b) Issuer's I.R.S. Identification Number
- (c) Issuer's S.E.C. file number, if any
- (d) Issuer's address, including zip code
- (e) Issuer's telephone number, including area code
- 2.(a) Name of person for whose account the securities are to be sold
- (b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
3. (a) Title of the class of securities to be sold
- (b) Name and address of each broker through whom the securities are intended to be sold
- (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
- (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- (f) Approximate date on which the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

(c) Such person's address, including  
zip code

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1147 (08-07)

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TABLE I – SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefore:

| Title of the Class                    | Date You Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired (if gift, also give date donor acquired) | Amount of Securities Acquired | Date of Payment | Nature of Payment |
|---------------------------------------|-------------------|-----------------------------------|--|-------------------------------|-----------------|-------------------|
| Subscription Rights for Common Shares | 3/8/11            | Rights Offering                   | Issuer   | 26,856                        | 3/8/11          | See Note 4        |

INSTRUCTIONS: If the securities were purchased and full payment therefore was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments, describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II – SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds Sold |
|----------------------------|--------------------------|--------------|---------------------------|---------------------|
|----------------------------|--------------------------|--------------|---------------------------|---------------------|

REMARKS:

- 1- Mr. Gabelli is the Chairman, Chief Executive Officer and controlling shareholder of GAMCO Investors, Inc., the sole member of the investment adviser to the Issuer. Mr. Gabelli also serves as a Trustee, Chief Investment Officer and Portfolio Manager to the Issuer. This form is being submitted on behalf of Mr. Gabelli and various entities or accounts he may be deemed to control.
- 2- The persons for whose accounts the securities are to be sold disclaim any requirement to rely on Rule 144 for such sales.
- 3- Closing price as of 4/4/2011.
- 4 - Each shareholder of the Common Shares of the Issuer received one right for each Common Share they owned as of 3/8/2011, the record date.

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information in regard to the current and prospective operations of the Issuer of the securities to be sold which sales are required by paragraph (e) of Rule 144 to be disclosed. If such person has adopted a written trading plan or given trading

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which sales are required by paragraph (e) of Rule 144 to be disclosed. If such person has adopted a written trading plan or given trading

this notice.

instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

04/05/11  
Gabelli  
DATE OF  
NOTICE

/s/ Mario J.

(SIGNATURE)

Mario J. Gabelli

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DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION

IF RELYING ON RULE 10B5-1 The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (08-07)

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