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TRI-CONTINENTAL CORP
Form DEFA14A
September 19, 2006

SCHEDULE 14A

(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary proxy statement.
- Definitive proxy statement.
- Definitive additional materials.
- Soliciting material under Rule 14a-12.
- Confidential, for use of the Commission only (as permitted by Rule 14a-6(e)(2)).

TRI-CONTINENTAL CORPORATION
(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of filing fee (check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
 - (1) Amount Previously Paid:

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- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

Tri-Continental Corporation
an investment you can live with

September 18, 2006

Dear Valued Stockholder:

We have not yet received your vote for Tri-Continental Corporation's September 28th Special Meeting. Time is running out. Every vote counts. Please vote today.

We urge you to send a clear message to the hedge funds that you do not want them to radically alter your investment. We believe their ultimate intention is to open-end or liquidate Tri-Continental, despite their recent claims to the contrary.

Tri-Continental's strong investment results continue. Total return, based on market price, over the past three years exceeds 40%. Equally impressive, Tri-Continental's year-to-date, one-, and three-year investment results on both NAV and market price surpass the S&P 500.

| | Return Year-to-Date | Average Annual Returns 1 Year | 3 Years | Cumulative Return 3 Years |
|--------------|------------------------|----------------------------------|---------|------------------------------|
| Market Price | 12.6% | 14.7% | 12.4% | 41.8% |
| NAV | 8.3 | 10.7 | 11.4 | 38.3 |
| S&P 500 | 7.2 | 9.6 | 11.1 | 37.3 |

Based on total return as of Friday, September 15, 2006

Please take a minute to sign and date the enclosed WHITE proxy card and return it in the postage paid envelope provided. If you would prefer to cast your vote with a live person, please contact Georgeson, our proxy firm, at 888-219-8293.

Your vote is critical. We need your help, regardless of the number of shares owned, to defeat these hedge funds and protect your investment. Please act today.

Sincerely,

/s/ William C. Morris

/s/ Brian T. Zino

William C. Morris
Chairman

Brian T. Zino
President

P.S. We anticipate capital gain payments will resume no later than next year. With favorable market conditions, the remaining tax-loss carry-forward of only \$0.65 should be eliminated shortly.

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September 18, 2006

Dear Valued Stockholder:

Have you voted Tri-Continental's WHITE proxy card? If you have, thank you. If not, there is not much time left before Tri-Continental's September 28th Special Meeting. Every vote counts. Please vote today.

We urge you to send a clear message to the hedge funds that you do not want them to radically alter your investment. We believe their ultimate intention is to open-end or liquidate Tri-Continental, despite their recent claims to the contrary.

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