

PIMCO CORPORATE & INCOME OPPORTUNITY FUND

Form 4/A

February 06, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GROSS WILLIAM H

2. Issuer Name **and** Ticker or Trading
Symbol

**PIMCO CORPORATE & INCOME
OPPORTUNITY FUND [PTY]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

151 DETROIT STREET

(Street)

DENVER, CO 80206

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)

01/13/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

01/15/2015

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)

SEE REMARKS

6. Individual or Joint/Group Filing(Check
Applicable Line)

__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	01/13/2015		S	70,246	D	16.16 (1)	BY SPOUSE
COMMON STOCK						1,161,356	D
COMMON STOCK						708,611	I
COMMON STOCK						694,668	I
							BY CHILD TRUST #1
							BY CHILD

COMMON STOCK	724,874	I	TRUST #4 BY CHILD TRUST #7
COMMON STOCK	13,400	I	BY CHILD TRUST #8
COMMON STOCK	10,762	I	BY CHILD TRUST #10
COMMON STOCK	10,762	I	BY CHILD TRUST #11
COMMON STOCK	10,763	I	BY CHILD TRUST #12

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who 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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GROSS WILLIAM H 151 DETROIT STREET DENVER, CO 80206	SEE REMARKS

Signatures

/s/ Amy J. Stefonick, Attorney-in-Fact for William H. Gross	02/06/2015
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____Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The price reported in Column 4 is a weighted average price. These shares were disposed of in multiple transactions at prices ranging from \$16.065 to \$16.34, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares disposed of at each separate price within the ranges set forth in this footnote.

Remarks:

The Reporting Person is a former Portfolio Manager of the Issuer. The Reporting Person ceased being affiliated with the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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 number.