

TRI-CONTINENTAL CORP
Form N-Q
May 26, 2005

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 811-0266

Tri-Continental Corporation
(Exact name of Registrant as specified in charter)

100 Park Avenue
New York, New York 10017
(Address of principal executive offices) (Zip code)

Lawrence P. Vogel
100 Park Avenue
New York, New York 10017
(Name and address of agent for service)

Registrant's telephone number, including area code: (212) 850-1864

Date of fiscal year end: 12/31

Date of reporting period: 3/31/05

ITEM 1. SCHEDULE OF INVESTMENTS.

Tri-Continental Corporation

Schedule of Investments (unaudited)

March 31, 2005

	Shares	Value
COMMON STOCKS		
AND WARRANTS 97.6%		
AEROSPACE AND		
DEFENSE 1.7%		
General Dynamics Corporation	135,700 shs.	\$ 14,526,685
Honeywell International Inc.	688,900	25,633,969
		<u>40,160,654</u>
AIR FREIGHT		
AND LOGISTICS 0.5%		
FedEx Corp.	115,810	10,880,349
BEVERAGES 2.6%		
Coca-Cola Company (The)	793,300	33,056,811
PepsiCo, Inc.	553,900	29,373,317
		<u>62,430,128</u>
BIOTECHNOLOGY 1.8%		
Amgen Inc.*	289,100	16,816,947
Gilead Sciences, Inc.*	185,800	6,650,711
Pharmion Corporation*	681,300	19,747,481
		<u>43,215,139</u>
BUILDING PRODUCTS 0.5%		
Masco Corporation	333,400	11,558,978
CAPITAL MARKETS 2.5%		
Bank of New York Company, Inc. (The)	370,000	10,748,500
Goldman Sachs Group, Inc. (The)	166,400	18,302,336
Merrill Lynch & Co. Inc.	313,400	17,738,440
Morgan Stanley	247,370	14,161,932
		<u>60,951,208</u>
CHEMICALS 1.8%		

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Dow Chemical Co. (The)	446,100	22,238,085
Praxair, Inc.	439,200	21,020,112
		<hr/>
		43,258,197
		<hr/>
COMMERCIAL BANKS 3.4%		
Bank of America Corporation	630,440	27,802,404
Fifth Third Bancorp	259,600	11,158,906
Wachovia Corporation	593,563	30,218,292
Wells Fargo & Company	209,800	12,546,040
		<hr/>
		81,725,642
		<hr/>
COMMERCIAL SERVICES AND SUPPLIES 2.3%		
Cendant Corporation	728,800	14,969,552
ServiceMaster Company (The)	1,379,000	18,616,500
Waste Management Inc.	733,000	21,147,050
		<hr/>
		54,733,102
		<hr/>
COMMUNICATIONS EQUIPMENT 4.9%		
Cisco Systems, Inc.*	2,256,880	40,432,005
Lucent Technologies, Inc.*	5,238,700	14,406,425
Lucent Technologies, Inc.*	36,077 wts	24,352
Nokia Corp. (ADR)	1,910,100 shs.	29,472,843
Nortel Networks Corporation *	5,613,300	15,324,309
QUALCOMM Inc.	512,100	18,760,784
		<hr/>
		118,420,718
		<hr/>
COMPUTERS AND PERIPHERALS 3.3%		
Dell Inc.*	241,860	9,293,471
EMC Corporation*	1,756,400	21,638,848
Hewlett-Packard Company	710,130	15,580,252
International Business Machines Corporation	367,120	33,547,426
		<hr/>
		80,059,997
		<hr/>
CONSUMER FINANCE 1.0%		
American Express Company	453,830	23,313,247
		<hr/>
CONTAINERS AND PACKAGING 0.7%		
Smurfit-Stone Container Company*	1,008,900	15,602,638
		<hr/>

DIVERSIFIED FINANCIAL

SERVICES 4.2%

CIT Group Inc.	296,200	11,255,600
Citigroup Inc.	1,580,830	71,042,500
J.P. Morgan Chase & Co.	524,100	18,133,860
		<hr/>
		100,431,960
		<hr/>

DIVERSIFIED

TELECOMMUNICATION

SERVICES 2.5%

Citizens Communications Company	1,190,000	15,398,600
SBC Communications Inc.	371,500	8,800,835
Sprint (FON Group)	798,500	18,165,875
Verizon Communications Inc.	487,300	17,299,150
		<hr/>
		59,664,460
		<hr/>

Tri-Continental Corporation

	March 31, 2005	
Schedule of Investments (unaudited)	Shares	Value
	<hr/>	<hr/>
ELECTRIC UTILITIES 0.6%		
PPL Corporation	248,500	\$ 13,416,515
		<hr/>
ELECTRONIC EQUIPMENT AND INSTRUMENTS 0.6%		
Jabil Circuit, Inc.*	530,040	15,116,741
		<hr/>
ENERGY EQUIPMENT AND SERVICES 0.4%		
Noble Corporation*	186,300 (1)	10,471,923
		<hr/>
FOOD AND STAPLES RETAILING 3.3%		
Kroger Company (The)*	1,057,500	16,951,725
Sysco Corporation	305,000	10,919,000
Wal-Mart Stores, Inc.	1,023,820	51,303,620
		<hr/>
		79,174,345
		<hr/>
FOOD PRODUCTS 0.8%		
Dean Foods Company*	565,100	19,382,930
		<hr/>
HEALTH CARE EQUIPMENT AND SUPPLIES 1.2%		
Boston Scientific Corporation*	401,400	11,757,006
Medtronic, Inc.	322,400	16,426,280
		<hr/>
		28,183,286
		<hr/>
HEALTH CARE PROVIDERS AND SERVICES 0.6%		
WellPoint Inc.*	107,600	13,487,660
		<hr/>
HOTELS, RESTAURANTS AND LEISURE 1.1%		
Applebee's International, Inc.	484,900	13,351,722
Marriott International, Inc.		
Class [A]	211,400	14,134,204
		<hr/>
		27,485,926
		<hr/>
HOUSEHOLD PRODUCTS 1.7%		

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Colgate-Palmolive Company	385,200	20,095,884
Procter & Gamble Company (The)	374,612	19,854,436
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		39,950,320
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INDEX DERIVATIVES 0.8%		
iShares DJ Select Dividend Index Fund	306,400	18,331,912
		<hr/>
INDUSTRIAL		
CONGLOMERATES 5.7%		
General Electric Company	2,598,850	93,714,531
Tyco International Ltd.	1,281,040	43,299,152
		<hr/>
		137,013,683
		<hr/>
INSURANCE 3.7%		
American International Group, Inc.	704,700	39,047,427
Hartford Financial Services Group, Inc.	156,300	10,715,928
PartnerRe Ltd.	156,500	10,109,900
Prudential Financial, Inc.	508,500	29,187,900
		<hr/>
		89,061,155
		<hr/>
INTERNET AND		
CATALOG RETAIL 0.6%		
eBay Inc.*	377,320	14,057,057
		<hr/>
INTERNET SOFTWARE		
AND SERVICES 1.1%		
Ask Jeeves, Inc.*	454,900	12,764,494
Yahoo!, Inc.*	382,500	12,987,788
		<hr/>
		25,752,282
		<hr/>
MACHINERY 1.7%		
Deere & Company	192,100	12,895,673
Illinois Tool Works Inc.	318,980	28,558,279
		<hr/>
		41,453,952
		<hr/>
MEDIA 5.4%		
Clear Channel Communications, Inc.	788,900	27,193,383
Comcast Corporation Class <input type="checkbox"/> A <input type="checkbox"/> *	571,600	19,274,352
News Corp. (Class A)	740,300	12,525,876
Time Warner Inc.*	2,151,000	37,750,050

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Tribune Company	347,700	13,862,799
Univision Communications Inc. Class [A]*	674,500	18,676,905
		<hr/>
		129,283,365
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METALS AND MINING 1.8%		
Alcoa Inc.	944,900	28,715,511
Freeport-McMoRan Copper & Gold, Inc. Class [B]	381,600	15,115,176
		<hr/>
		43,830,687
		<hr/>
MULTI-LINE RETAIL 0.7%		
May Department Stores Company	484,800	17,947,296
		<hr/>
MULTI-UTILITIES AND UNREGULATED POWER 0.5%		
Duke Energy Corporation	450,200	12,610,102
		<hr/>

Tri-Continental Corporation

	Shares, Shares Subject to Put or Partnership Interest	March 31, 2005 Value
	<u> </u>	<u> </u>
OIL AND GAS 4.2%		
BP p.l.c. (ADR)	219,800 shs.	\$ 13,715,520
Chevron Texaco Corporation	166,300(1)	9,696,953
Exxon Mobil Corporation	1,307,925(2)	77,952,330
		<u>101,364,803</u>
PAPER AND FOREST PRODUCTS 0.5%		
Weyerhaeuser Company	189,020	12,947,870
		<u> </u>
PERSONAL PRODUCTS 0.4%		
Gillette Company	206,200	10,408,976
		<u> </u>
PHARMACEUTICALS 9.3%		
Andrx Corp.*	1,082,700	24,555,636
Forest Laboratories, Inc.*	488,200	18,038,990
Johnson & Johnson	541,263	36,351,223
Lilly Eli & Company	369,200	19,235,320
Merck & Co. Inc.	498,400	16,133,208
Novartis (ADR)	506,300	23,684,714
Pfizer Inc.	2,358,738	61,964,047
Wyeth	532,300	22,452,414
		<u>222,415,552</u>
SEMICONDUCTORS AND SEMICONDUCTOR EQUIPMENT 2.9%		
Applied Materials, Inc.	743,300	12,082,341
Broadcom Corporation		
Class [A]*	398,500	11,953,008
Intel Corporation	1,987,490	46,169,393
		<u>70,204,742</u>
SOFTWARE 6.2%		
Check Point Software Technologies Ltd.*	499,700	10,855,982

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Computer Associates International, Inc.	808,500	21,910,350
Microsoft Corp.	2,933,056	70,877,298
Novell, Inc.*	3,023,500	18,004,943
Oracle Corporation*	561,100	6,999,722
Symantec Corporation*	935,800	19,988,688
		148,636,983
SPECIALTY RETAIL 1.8%		
Advance Auto Parts, Inc.*	247,700	12,496,465
The Gap, Inc.	702,100	15,333,864
Michaels Stores, Inc.	419,100	15,213,330
		43,043,659
THRIFTS AND MORTGAGE FINANCE 2.1%		
Fannie Mae	408,200	22,226,490
Freddie Mac	223,700	14,137,840
Radian Group Inc.	285,800	13,644,092
		50,008,422
TOBACCO 2.4%		
Altria Group, Inc.	883,180	57,751,140
WIRELESS TELECOMMUNICATION SERVICES 1.8%		
American Tower Corporation Class [A]*	689,600	12,571,408
Crown Castle International Corp.*	1,967,400	31,596,444
		44,167,852
TOTAL COMMON STOCKS AND WARRANTS (Cost \$2,210,903,658)		2,343,367,553
TRI-CONTINENTAL FINANCIAL DIVISION 0.1%		
WCAS Capital Partners II, L.P.[]	\$4,673,677	2,168,259
Whitney Subordinated Debt Fund, L.P.[]	2,207,549	920,833

TOTAL TRI-CONTINENTAL

FINANCIAL DIVISION

(Cost \$6,881,226)

3,089,092

PUT OPTIONS* 0.1%

ENERGY EQUIPMENT

AND SERVICES 0.0%

Noble Corporation,

expiring June 2005 at \$55

186,300 shs.

526,297

Tri-Continental Corporation

Schedule of Investments (unaudited)

March 31, 2005

	Shares Subject to Put/Call or Principal Amount	Value
	<hr/>	<hr/>
OIL AND GAS 0.1%		
ChevronTexaco Corporation, expiring June 2005 at \$55	83,200sh\$.	108,160
ChevronTexaco Corporation, expiring June 2005 at \$60	83,100	290,850
Exxon Mobil Corporation, expiring July 2005 at \$55	327,000	359,700
Exxon Mobil Corporation, expiring July 2005 at \$60	327,000	981,000
		<hr/>
		1,739,710
		<hr/>
TOTAL PUT OPTIONS (Cost \$1,699,716)		2,266,007
		<hr/>
FIXED TIME DEPOSITS 2.0%		
BNP Paribas, Grand Cayman 2.86%, 4/1/2005 (Cost \$48,709,000)	\$48,709,000	48,709,000
		<hr/>
TOTAL INVESTMENTS (Cost \$2,268,193,600**) 99.8%		2,397,431,652
		<hr/>
CALL OPTIONS WRITTEN		
ChevronTexaco Corporation, expiring June 2005 at \$65 (Premium received \$202,879)) (166,300shs.	(91,465)
Exxon Mobil Corporation, expiring July 2005 at \$65 (Premium received \$676,867)	(327,000)	(376,050)
Exxon Mobil Corporation, expiring July 2005 at \$70 (Premium received \$238,702)	(327,000)	(147,150)
Noble Corporation, expiring June 2005 at \$60 (Premium received \$276,795)	(93,200)	(191,060)

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Noble Corporation,
 expiring June 2005 at \$65
 (Premium received \$122,888) (93,100) (86,117)

TOTAL CALL OPTIONS

WRITTEN

(Premium received \$1,518,131) (891,842)

OTHER ASSETS LESS

OTHER LIABILITIES 0.2% 4,912,414

NET ASSETS 100.0% \$ 2,401,452,224

* Non-income producing security.

** The cost of investments for federal income tax purposes was \$2,269,787,301. The tax basis gross unrealized appreciation and depreciation of portfolio securities were \$249,311,879 and \$121,667,528, respectively.

□ At March 31, 2005, the Tri-Continental Financial Division comprised two investments in limited partnerships that were purchased through private offerings and cannot be sold without prior registration under the Securities Act of 1933 or pursuant to an exemption therefrom. These investments are valued at fair value as determined in accordance with procedures approved by the Board of Directors. The acquisition dates of investments in the limited partnerships, along with their cost and values at March 31, 2005, were as follows:

Investment	Acquisition Date(s)	Cost	Value
WCAS Capital Partners II, L.P.	12/11/90 to 3/24/98	\$ 4,673,677	\$ 2,168,259
Whitney Subordinated Debt Fund, L.P.	7/12/89 to 11/10/98	2,207,549	920,833
Total		\$ 6,881,226	\$ 3,089,092

(1) All shares subject to call.

(2) 654,000 shares subject to call.

ADR - American Depositary Receipt.

Security Valuation - Securities (including options) traded on an exchange are valued at the last sales price on the primary exchange or market on which they are traded. Securities not listed on an exchange or security market, or securities for which there is no last sales price, are valued at the mean of the most recent bid and asked prices or are valued by J. & W. Seligman & Co. Incorporated (the "Manager") based on quotations provided by primary market makers in such securities. Securities for which market quotations are not readily available or are otherwise no longer valid or reliable are valued at fair value determined in accordance with procedures approved by the Board of Directors. This can occur in the event of, among other things, natural disasters, acts of terrorism, market disruptions, intra-day trading halts, and extreme market volatility. Short-term holdings that mature in more than 60 days are valued at current market quotations. Short-term holdings maturing in 60 days or less are valued at amortized cost.

ITEM 2. CONTROLS AND PROCEDURES.

- a. The registrant's principal executive officer and principal financial officer have concluded, based upon their evaluation of the registrant's disclosure controls and procedures as conducted within 90 days of the filing date of this report, that these disclosure controls and procedures provide reasonable assurance that material information required to be disclosed by the registrant in the report it files or submits on Form N-Q is recorded, processed, summarized and reported, within the time periods specified in the Commission's rules and forms and that such material information is accumulated and communicated to the registrant's management, including its principal executive officer and principal financial officer, as appropriate, in order to allow timely decisions regarding required disclosure.
- b. The registrant's principal executive officer and principal financial officer are aware of no changes in the registrant's internal control over financial reporting that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

ITEM 3. EXHIBITS.

- (a) Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(a) under the Investment Company Act of 1940.
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TRI-CONTINENTAL CORPORATION

By: /S/ BRIAN T. ZINO

Brian T. Zino
President and Chief Executive Officer

Date: May 25, 2005

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant in the capacities and on the dates indicated.

By: /S/ BRIAN T. ZINO

Brian T. Zino
President and Chief Executive Officer

Date: May 25, 2005

By: /S/ LAWRENCE P. VOGEL

Lawrence P. Vogel
Vice President, Treasurer and Chief Financial Officer

Date: May 25, 2005

TRI-CONTINENTAL CORPORATION

EXHIBIT INDEX

- (a) Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(a) under the Investment Company Act of 1940.
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