

Gabelli Healthcare & WellnessRx Trust
Form 8-K
December 09, 2010

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): December 3, 2010

The Gabelli Healthcare & Wellness^{Rx} Trust

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

811-22021

(Commission File Number)

87-0802328

(I.R.S. Employer Identification No.)

One Corporate Center

Rye, New York 10580-1422

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **1-800-422-3554**

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 5 Corporate Governance and Management

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

On December 3, 2010, the Board of Trustees of The Gabelli Healthcare & Wellness^{Rx} Trust (the Fund) amended and restated in its entirety the bylaws of the Fund (the Amended and Restated Bylaws). The Amended and Restated Bylaws were deemed effective December 3, 2010 and are attached hereto as Exhibit (3)(ii) and are incorporated herein by reference.

Section 9 Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit (3)(ii) Amended and Restated Bylaws, dated December 3, 2010, of The Gabelli Healthcare & Wellness^{Rx} Trust

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE GABELLI HEALTHCARE &
WELLNESS^{Rx} TRUST

Date: December 9, 2010

By: /s/ Agnes Mullady
Agnes Mullady
President

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|---|
| (3)(ii) | Amended and Restated Bylaws, dated December 3, 2010 |