

Cohen & Steers Closed-End Opportunity Fund, Inc.  
Form N-CSRS  
September 04, 2015

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

**FORM N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED  
MANAGEMENT INVESTMENT COMPANIES**

Investment Company Act file number 811-21948

Cohen & Steers Closed-End Opportunity Fund, Inc.  
(Exact name of registrant as specified in charter)

280 Park Avenue, New York, NY  
(Address of principal executive offices)

10017  
(Zip code)

Tina M. Payne

Cohen & Steers Capital Management, Inc.

280 Park Avenue

New York, New York 10017  
(Name and address of agent for service)

Registrant's telephone number, including area code: (212) 832-3232

Date of fiscal year end: December 31

Date of reporting period: June 30, 2015

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**Item 1. Reports to Stockholders.**

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**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

To Our Shareholders:

We would like to share with you our report for the six months ended June 30, 2015. The net asset value (NAV) at that date was \$13.60 per common share. The Fund's common stock is traded on the New York Stock Exchange (NYSE) and its share price can differ from its NAV; at period end, the Fund's closing price on the NYSE was \$12.09.

The total returns, including income, for the Fund and its comparative benchmarks were:

	Six Months Ended June 30, 2015
Cohen & Steers Closed-End Opportunity Fund at NAV <sup>a</sup>	1.75%
Cohen & Steers Closed-End Opportunity Fund at Market Value <sup>a</sup>	4.26%
Morningstar U.S. All Taxable Ex-Foreign Equity Index <sup>b</sup>	2.00%
S&P 500 Index <sup>b</sup>	1.23%

*The performance data quoted represent past performance. Past performance is no guarantee of future results. The investment return and the principal value of an investment will fluctuate and shares, if sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data quoted. Current total returns of the Fund can be obtained by visiting our website at [cohenandsteers.com](http://cohenandsteers.com). The Fund's returns assume the reinvestment of all dividends and distributions at prices obtained under the Fund's dividend reinvestment plan. NAV return reflects fee waivers and/or expense reimbursements, without which the return would be lower. Index performance does not reflect the deduction of any fees, taxes or expenses. An investor cannot invest directly in an index. Performance figures for periods shorter than one year are not annualized.*

The Fund makes regular quarterly distributions at a level rate (the Policy). Distributions paid by the Fund are subject to recharacterization for tax purposes and are taxable up to the amount of the Fund's investment company taxable income and net realized gains. As a result of the Policy, the Fund may pay distributions in excess of the Fund's investment company taxable income and net realized gains. This excess would be a return of capital distributed from the Fund's assets. Distributions of capital decrease the Fund's total assets and, therefore, could have the effect of increasing the Fund's expense ratio. In addition, in order to make these distributions, the Fund may have to sell portfolio securities at a less than opportune time.

<sup>a</sup> As a closed-end investment company, the price of the Fund's NYSE-traded shares will be set by market forces and can deviate from the NAV per share of the Fund.

<sup>b</sup> The Morningstar U.S. All Taxable Ex-Foreign Equity Index measures the market-capitalization-weighted total return of taxable equity and fixed income closed-end funds; it excludes international, regional, and country closed-end funds. Index returns update frequently and are subject to change. The S&P 500 Index is an unmanaged index of 500 large-capitalization stocks that is frequently used as a general measure of U.S. stock market performance.

## COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.

### Market Review

The taxable closed-end-fund market had a negative return in the first half of 2015, with advances at the start of the year offset by declines in the second quarter. The pace of global economic growth continued to accelerate, with better economic data in Europe supporting higher sovereign yields. The yield on the 10-year U.S. Treasury note followed global yields higher, weakening sentiment towards income oriented asset classes such as closed-end funds. U.S. bond yields also rose amid somewhat stronger employment data, which reaffirmed expectations for improving U.S. economic growth, as well as a potential rate hike by the Federal Reserve.

Closed-end funds' discounts to net asset value (NAV) expanded during the period, remaining well wide of their long-term averages. The average discount for taxable fixed income funds ended the period at 9.6%, compared with an 18-year average discount of 2.7%. Equity funds (excluding commodities) ended the period with an average discount of 7.8% to NAV, compared with an 18-year average of 5.0%.

Market-price performance for taxable fixed income funds was generally more resilient than for equity funds. Within the taxable fixed income group, funds that invest in convertible bonds (4.7% total return in the index<sup>c</sup>) were the best performers. Funds in the senior loan group advanced 2.0% based on market price; performance tended to be robust given the generally lower-duration, credit-sensitive nature of the underlying securities in which these funds invest. Performance of multi-sector ( 0.5%) and preferred securities funds (0.1%) was mixed despite the group's above-average dividend fundamentals. Investment-grade funds ( 1.0%) declined as higher-quality longer-dated securities fell out of favor.

Tax-exempt municipal bond funds declined, trailing most taxable fixed income fund categories. Headline risk associated with municipal trouble spots including Illinois and Puerto Rico may have contributed to both widening in municipal closed-end-fund discounts and outflows from municipal open-end funds during the period. Additionally, increased volatility in U.S. Treasury and German bund yields broadly hindered returns. Lower energy prices also continued to weigh on the budgets of select regions with high economic dependencies on oil. However, the overall longer-term outlook for municipal securities remained positive as the U.S. economy continued to add jobs.

Equity focused closed-end funds declined on average. Energy resources funds ( 6.0%) and master limited partnership funds ( 13.8%) retreated as crude oil price volatility generally weakened investor sentiment towards both sectors. Commodities funds ( 0.2%) drifted lower amid weakening demand for silver and gold; closed-end funds in the commodities group invest primarily in precious metals. In the health/biotech group (11.3%), investors continued to respond positively to robust mergers-and-acquisitions activity in the space.

### *Closed-End-Fund New Issue Market*

Underwriters have remained reluctant to launch closed-end funds with discounts to NAV wider than their historical averages and recently issued funds trading below their initial public offering (IPO) prices. However, there were four successful offerings of equity-oriented closed-end funds in the period. We expect IPO activity to be sporadic until NAV discounts narrow.

<sup>c</sup> Closed-end fund returns are based on market price.



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

Fund Performance

The Fund had a negative total return for the period and underperformed its benchmark based on market price, although it outperformed its benchmark on a NAV basis. The most significant contributor to relative performance was our fund selection and overweight in the covered call group (5.7% total return in the index based on market price). Our fund selection and overweight in general U.S. equity funds (0.8%) was also a tailwind for relative returns. Other contributors to relative performance included our underweight in utilities funds ( -7.7%). Detractors from relative performance included our fund selection and modest overweight in the MLP group, as well as our non-allocation to funds that invest in health/biotech securities.

Investment Outlook

With discounts for closed-end funds exceeding their long-term averages, we continue to find a wide array of undervalued funds across fixed income and equity categories. In general, our focus remains on funds that we believe offer greater potential to benefit from a continued recovery in the global economy. We particularly see opportunities in well-managed credit-sensitive fixed income funds trading at attractive valuations.

Due to the size of current discounts across the closed-end-fund market, we do not expect to see meaningful new issuance in either fixed income or equity categories in the next several months.

Sincerely,

ROBERT H. STEERS  
*Chairman*

DOUGLAS R. BOND  
*Portfolio Manager*

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

*The views and opinions in the preceding commentary are subject to change without notice and are as of the date of the report. There is no guarantee that any market forecast set forth in the commentary will be realized. This material represents an assessment of the market environment at a specific point in time, should not be relied upon as investment advice and is not intended to predict or depict performance of any investment.*

Visit Cohen & Steers online at [cohenandsteers.com](http://cohenandsteers.com)

For more information about the Cohen & Steers family of mutual funds, visit [cohenandsteers.com](http://cohenandsteers.com). Here you will find fund net asset values, fund fact sheets and portfolio highlights, as well as educational resources and timely market updates.

Our website also provides comprehensive information about Cohen & Steers, including our most recent press releases, profiles of our senior investment professionals and their investment approach to each asset class. The Cohen & Steers family of mutual funds invests in major real asset categories including real estate, infrastructure, commodities and natural resource equities, as well as preferred securities and other income solutions.

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

June 30, 2015  
 Top Ten Holdings  
 (Unaudited)

Closed-End Fund	Value	% of Net Assets
Eaton Vance Tax-Advantaged Dividend Income Fund	\$18,800,655	5.1
Gabelli Dividend & Income Trust	17,593,441	4.8
Eaton Vance Tax-Managed Global Diversified Equity Income Fund	15,712,471	4.2
Eaton Vance Tax-Managed Diversified Equity Income Fund	15,485,713	4.2
Eaton Vance Tax-Managed Buy-Write Opportunities Fund	15,378,413	4.2
First Trust Energy Income and Growth Fund	13,736,966	3.7
SPDR S&P 500 ETF Trust	13,488,939	3.6
Kayne Anderson MLP Investment Company	13,091,249	3.5
PIMCO Dynamic Credit Income Fund	11,861,279	3.2
John Hancock Tax-Advantaged Dividend Income Fund	11,763,443	3.2

Sector Breakdown

(Based on Net Assets)  
 (Unaudited)





**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## SCHEDULE OF INVESTMENTS

June 30, 2015 (Unaudited)

		Number of Shares	Value
<b>CLOSED-END FUNDS</b>	<b>98.6%</b>		
<b>COMMODITIES</b>	<b>1.1%</b>		
BlackRock Resources & Commodities Strategy Trust		83,792	\$ 764,183
Central Fund of Canada Ltd. (Canada)		143,134	1,668,943
SPDR Gold Trust <sup>a</sup>		14,071	1,581,158
			4,014,284
<b>COVERED CALL</b>	<b>16.2%</b>		
BlackRock Enhanced Capital and Income Fund		170,740	2,504,756
Eaton Vance Enhanced Equity Income Fund II		75,879	1,053,959
Eaton Vance Tax-Managed Buy-Write Opportunities Fund		1,036,980	15,378,413
Eaton Vance Tax-Managed Diversified Equity Income Fund		1,361,980	15,485,713
Eaton Vance Tax-Managed Global Buy-Write Opportunities Fund		575,519	6,796,879
Eaton Vance Tax-Managed Global Diversified Equity Income Fund		1,621,514	15,712,471
Nuveen Dow 30 <sup>SM</sup> Dynamic Overwrite Fund		68,365	1,015,220
Nuveen S&P 500 Buy-Write Income Fund		155,685	1,995,882
			59,943,293
<b>EQUITY TAX ADVANTAGED</b>	<b>17.5%</b>		
Eaton Vance Tax-Advantaged Dividend Income Fund		949,528	18,800,655
Eaton Vance Tax-Advantaged Global Dividend Income Fund		392,898	6,628,189
Eaton Vance Tax-Advantaged Global Dividend Opportunities Fund		153,898	3,598,135
Gabelli Dividend & Income Trust		845,026	17,593,441
John Hancock Tax-Advantaged Dividend Income Fund		598,344	11,763,443

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Nuveen Tax-Advantaged Dividend Growth Fund	214,901	3,406,181
Nuveen Tax-Advantaged Total Return Strategy Fund	231,869	3,016,616
		64,806,660
FINANCIAL	1.0%	
Financial Select Sector SPDR Fund	151,782	3,700,445

See accompanying notes to financial statements.

6

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## SCHEDULE OF INVESTMENTS (Continued)

June 30, 2015 (Unaudited)

		Number of Shares	Value
<b>GLOBAL HYBRID (GROWTH &amp; INCOME)</b>	<b>2.5%</b>		
Clough Global Opportunities Fund		447,338	\$ 5,390,423
LMP Capital and Income Fund		253,316	3,820,005
			9,210,428
<b>HIGH YIELD</b>	<b>1.3%</b>		
New America High Income Fund		128,421	1,126,252
Pioneer High Income Trust		304,120	3,536,916
			4,663,168
<b>INVESTMENT GRADE</b>	<b>1.3%</b>		
PIMCO Corporate and Income Opportunity Fund		326,583	4,728,922
<b>MASTER LIMITED PARTNERSHIPS</b>	<b>12.7%</b>		
ClearBridge Energy MLP Opportunity Fund		109,002	2,040,517
First Trust Energy Income and Growth Fund		437,483	13,736,966
First Trust New Opportunities MLP & Energy Fund		71,087	1,116,066
Kayne Anderson Energy Total Return Fund		296,076	6,256,086
Kayne Anderson Midstream/Energy Fund		118,915	3,512,749
Kayne Anderson MLP Investment Company		426,564	13,091,249
Nuveen Energy MLP Total Return Fund		276,242	4,549,706
Tortoise Energy Infrastructure Corp.		73,335	2,706,795
			47,010,134
<b>MULTI-SECTOR</b>	<b>13.7%</b>		
AllianzGI Convertible & Income Fund		799,050	6,488,286
AllianzGI Convertible & Income Fund II		369,473	2,767,353
PIMCO Dynamic Credit Income Fund		587,774	11,861,279
PIMCO Dynamic Income Fund		351,325	10,262,203
PIMCO Income Opportunity Fund		373,237	9,032,335
PIMCO Income Strategy Fund II		1,042,402	10,246,812
			50,658,268

See accompanying notes to financial statements.

7

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**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## SCHEDULE OF INVESTMENTS (Continued)

June 30, 2015 (Unaudited)

		Number of Shares	Value
<b>MUNICIPAL</b>	<b>7.2%</b>		
BlackRock Long-Term Municipal Advantage Trust		70,140	\$ 757,512
BlackRock Municipal Bond Trust		37,876	576,094
BlackRock MuniEnhanced Fund		158,169	1,757,257
BlackRock MuniHoldings Investment Quality Fund		202,231	2,800,899
BlackRock MuniHoldings Quality Fund		46,582	604,168
BlackRock MuniHoldings Quality Fund II		47,606	609,833
BlackRock MuniYield Investment Quality Fund		46,552	614,486
BlackRock MuniYield Quality Fund		45,467	680,186
BlackRock MuniYield Quality Fund II		34,738	437,699
BlackRock MuniYield Quality Fund III		123,673	1,700,504
Eaton Vance Municipal Bond Fund		104,363	1,270,098
Eaton Vance Municipal Income 2028 Term Trust		38,620	654,223
Eaton Vance National Municipal Opportunities Trust		32,643	658,736
Invesco Municipal Opportunity Trust		131,764	1,607,521
Nuveen California AMT-Free Municipal Income Fund		41,390	586,910
Nuveen Dividend Advantage Municipal Fund 2		61,234	821,148
Nuveen Municipal Market Opportunity Fund		72,334	933,109
Nuveen New York AMT-Free Municipal Income Fund		46,611	584,968
Nuveen Premier Municipal Income Fund		77,174	995,545
Nuveen Premium Income Municipal Fund 2		125,785	1,670,425
Nuveen Premium Income Municipal Fund 4		74,659	976,540
Nuveen Select Quality Municipal Fund		29,449	389,316
PIMCO Municipal Income Fund II		307,654	3,531,868

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PIMCO Municipal Income Fund III	124,524	1,326,180
		26,545,225
PREFERRED	5.2%	
Flaherty & Crumrine Preferred Securities Income Fund	105,515	1,968,910
Flaherty & Crumrine Total Return Fund	134,871	2,629,984
Nuveen Preferred & Income Term Fund	166,803	3,709,699
Nuveen Preferred Income Opportunities Fund	1,199,785	10,990,031
		19,298,624

See accompanying notes to financial statements.

8

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## SCHEDULE OF INVESTMENTS (Continued)

June 30, 2015 (Unaudited)

		Number of Shares	Value
<b>REAL ESTATE</b>	<b>3.8%</b>		
Alpine Global Premier Properties Fund		499,885	\$ 3,234,256
CBRE Clarion Global Real Estate Income Fund		482,867	3,843,621
Nuveen Real Estate Income Fund		690,820	7,053,272
			14,131,149
<b>SENIOR LOAN</b>	<b>5.7%</b>		
Ares Dynamic Credit Allocation Fund		121,172	1,857,567
BlackRock Floating Rate Income Trust Fund		52,874	686,305
Eaton Vance Floating-Rate Income Trust		87,891	1,211,138
Eaton Vance Senior Floating-Rate Trust		91,357	1,256,159
Eaton Vance Senior Income Trust		237,099	1,472,385
First Trust Senior Floating Rate Income Fund II		97,277	1,280,165
Invesco Dynamic Credit Opportunities Fund		178,202	2,068,925
Nuveen Credit Strategies Income Fund		876,569	7,547,259
Nuveen Floating Rate Income Fund		106,404	1,142,779
Nuveen Floating Rate Income Opportunity Fund		104,427	1,126,767
Nuveen Senior Income Fund		128,054	819,546
Pioneer Floating Rate Trust		61,177	696,194
			21,165,189
<b>U.S. GENERAL EQUITY</b>	<b>9.2%</b>		
Consumer Discretionary Select Sector SPDR Fund		104,043	7,957,209
Gabelli Equity Trust		1,324,054	8,288,578
SPDR S&P 500 ETF Trust		65,528	13,488,939
Vanguard S&P 500 ETF Trust		23,754	4,485,705
			34,220,431
<b>UTILITY</b>	<b>0.2%</b>		
Reaves Utility Income Fund		31,258	896,167
<b>TOTAL CLOSED-END FUNDS</b> (Identified cost \$323,900,073)			364,992,387



See accompanying notes to financial statements.

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

SCHEDULE OF INVESTMENTS (Continued)

June 30, 2015 (Unaudited)

		Number of Shares	Value
<b>SHORT-TERM INVESTMENTS</b>	<b>0.6%</b>		
<b>MONEY MARKET FUNDS</b>			
State Street Institutional Treasury Money Market Fund, 0.00% <sup>b</sup>		2,300,000	\$ 2,300,000
<b>TOTAL SHORT-TERM INVESTMENTS</b>			<b>2,300,000</b>
(Identified cost \$2,300,000)			2,300,000
<b>TOTAL INVESTMENTS</b>			<b>367,292,387</b>
(Identified cost \$326,200,073)	<b>99.2%</b>		
<b>OTHER ASSETS IN EXCESS OF LIABILITIES</b>	<b>0.8</b>		<b>2,803,234</b>
<b>NET ASSETS (Equivalent to \$13.60 per share based on 27,209,148 shares of common stock outstanding)</b>	<b>100.0%</b>		<b>\$370,095,621</b>

Glossary of Portfolio Abbreviations

ETF Exchange-Traded Fund

MLP Master Limited Partnership

SPDR Standard & Poor's Depository Receipt

Note: Percentages indicated are based on the net assets of the Fund.

<sup>a</sup> Non-income producing security.

<sup>b</sup> Rate quoted represents the annualized seven-day yield of the Fund.

See accompanying notes to financial statements.



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## STATEMENT OF ASSETS AND LIABILITIES

June 30, 2015 (Unaudited)

<b>ASSETS:</b>	
Investments in securities, at value (Identified cost \$326,200,073)	\$ 367,292,387
Cash	2,612,986
Receivable for:	
Dividends	1,176,288
Other assets	866
<b>Total Assets</b>	<b>371,082,527</b>
<b>LIABILITIES:</b>	
Payable for:	
Dividends declared	689,562
Investment management fees	296,524
Directors' fees	577
Other liabilities	243
<b>Total Liabilities</b>	<b>986,906</b>
<b>NET ASSETS</b>	<b>\$ 370,095,621</b>
NET ASSETS consist of:	
Paid-in capital	\$ 451,750,721
Dividends in excess of net investment income	(5,917,589)
Accumulated net realized loss	(116,829,825)
Net unrealized appreciation	41,092,314
	<b>\$ 370,095,621</b>
<b>NET ASSET VALUE PER SHARE:</b>	
(\$370,095,621 ÷ 27,209,148 shares outstanding)	\$ 13.60
<b>MARKET PRICE PER SHARE</b>	<b>\$ 12.09</b>
<b>MARKET PRICE DISCOUNT TO NET ASSET VALUE PER SHARE</b>	<b>(11.10)%</b>

See accompanying notes to financial statements.

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

**STATEMENT OF OPERATIONS**

For the Six Months Ended June 30, 2015 (Unaudited)

Investment Income:	
Dividend income	\$ 10,074,230
Expenses:	
Investment management fees	1,843,062
Directors' fees and expenses	12,235
Miscellaneous	1,472
Total Expenses	1,856,769
Reduction of Expenses (See Note 2)	(13,707)
Net Expenses	1,843,062
Net Investment Income	8,231,168
Net Realized and Unrealized Gain (Loss):	
Net realized gain on investments	3,132,941
Net change in unrealized appreciation (depreciation) on investments	(19,551,914)
Net realized and unrealized loss	(16,418,973)
Net Decrease in Net Assets Resulting from Operations	\$ (8,187,805)

See accompanying notes to financial statements.

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## STATEMENT OF CHANGES IN NET ASSETS (Unaudited)

	For the Six Months Ended June 30, 2015	For the Year Ended December 31, 2014
Change in Net Assets:		
From Operations:		
Net investment income	\$ 8,231,168	\$ 18,872,635
Net realized gain	3,132,941	16,785,206
Net change in unrealized appreciation (depreciation)	(19,551,914)	2,420,274
Net increase (decrease) in net assets resulting from operations	(8,187,805)	38,078,115
Dividends to Shareholders from Net Investment Income	(14,148,757)	(28,297,514)
Total increase (decrease) in net assets	(22,336,562)	9,780,601
Net Assets:		
Beginning of period	392,432,183	382,651,582
End of period <sup>a</sup>	\$ 370,095,621	\$ 392,432,183

<sup>a</sup> Includes dividends in excess of net investment income of \$5,917,589 and \$0, respectively.

See accompanying notes to financial statements.



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## FINANCIAL HIGHLIGHTS (Unaudited)

The following table includes selected data for a share outstanding throughout each period and other performance information derived from the financial statements. It should be read in conjunction with the financial statements and notes thereto.

Per Share Operating Performance:	For the Six Months Ended		For the Year Ended December 31,			
	June 30, 2015	2014	2013	2012	2011	2010
Net asset value, beginning of period	\$ 14.42	\$ 14.06	\$ 13.67	\$ 12.92	\$ 14.16	\$ 13.07
Income (loss) from investment operations:						
Net investment income	0.30 <sup>a</sup>	0.69 <sup>a</sup>	0.64 <sup>a</sup>	0.62 <sup>a</sup>	0.81	0.78
Net realized and unrealized gain (loss)	(0.60)	0.71	0.78	1.17	(1.01)	1.29
Total from investment operations	(0.30)	1.40	1.42	1.79	(0.20)	2.07
Less dividends and distributions to shareholders from:						
Net investment income	(0.52)	(1.04)	(0.88)	(1.04)	(0.77)	(0.93)
Return of capital			(0.16)		(0.27)	(0.05)
Total dividends and distributions to shareholders	(0.52)	(1.04)	(1.04)	(1.04)	(1.04)	(0.98)
Anti-dilutive effect from the repurchase of shares	(0.82)	0.36	0.01	0.75	0.00 <sup>b</sup>	1.09



Net increase (decrease) in net asset value						
Net asset value, end of period	\$ 13.60	\$ 14.42	\$ 14.06	\$ 13.67	\$ 12.92	\$ 14.16
Market value, end of period	\$ 12.09	\$ 13.16	\$ 12.57	\$ 12.42	\$ 11.97	\$ 13.03
Total net asset value return <sup>c</sup>	1.75%	10.92%	11.42%	14.66%	1.02%	16.93%
Total market value return <sup>c</sup>	4.26%	13.19%	9.64%	12.45%	0.34%	15.94%

See accompanying notes to financial statements.

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## FINANCIAL HIGHLIGHTS (Unaudited) (Continued)

Ratios/Supplemental Data:	For the Six Months Ended	For the Year Ended December 31,				
	June 30, 2015	2014	2013	2012	2011	2010
Net assets, end of period (in millions)	\$ 370.1	\$ 392.4	\$ 382.7	\$ 375.1	\$ 354.4	\$ 389.1
Ratio of expenses to average daily net assets (before expense reduction) <sup>e</sup>	0.96% <sup>f</sup>	0.96%	0.96%	1.02% <sup>g</sup>	0.96%	0.96%
Ratio of expenses to average daily net assets (net of expense reduction) <sup>e</sup>	0.95% <sup>f</sup>	0.95%	0.95%	1.01% <sup>g</sup>	0.95%	0.95%
Ratio of net investment income to average daily net assets (before expense reduction) <sup>e</sup>	4.23% <sup>f</sup>	4.71%	4.53%	4.52% <sup>g</sup>	4.68%	5.64%
Ratio of net investment income to average daily net assets (net of expense reduction) <sup>e</sup>	4.24% <sup>f</sup>	4.72%	4.54%	4.53% <sup>g</sup>	4.69%	5.66%
Portfolio turnover rate	12% <sup>d</sup>	33%	41%	51%	82%	79%

<sup>a</sup> Calculation based on average shares outstanding.

<sup>b</sup> Amount is less than \$0.005.

<sup>c</sup> Total net asset value return measures the change in net asset value per share over the period indicated. Total market value return is computed based upon the Fund's NYSE market price per share and excludes the effects of brokerage commissions. Dividends and distributions are assumed, for purposes of these calculations, to be reinvested at prices obtained under the Fund's dividend reinvestment plan.

<sup>d</sup> Not annualized.

<sup>e</sup> Does not include expenses incurred by the closed-end funds in which the Fund invests.

<sup>f</sup> Annualized.

<sup>g</sup> Includes extraordinary expenses, approved by the Board of Directors pursuant to the Fund's expense reimbursement agreement, related to the proposal to convert to an open-end fund. Without these expenses, the ratio of expenses to average daily net assets (before expense reduction and net of expense reduction) would have been 0.96% and 0.95%, respectively; and the ratio of net investment income to average daily net assets (before expense reduction and net of expense reduction) would have been 6.88% and 6.89%, respectively.

See accompanying notes to financial statements.



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

NOTES TO FINANCIAL STATEMENTS (Unaudited)

Note 1. Organization and Significant Accounting Policies

Cohen & Steers Closed-End Opportunity Fund, Inc. (the Fund) was incorporated under the laws of the State of Maryland on September 14, 2006 and is registered under the Investment Company Act of 1940 (the 1940 Act) as a diversified, closed-end management investment company. The Fund's investment objective is to achieve total return.

The following is a summary of significant accounting policies consistently followed by the Fund in the preparation of its financial statements. The Fund is an investment company and, accordingly, follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board Accounting Standards Codification Topic 946 Investment Companies. The accounting policies are in conformity with accounting principles generally accepted in the United States of America (GAAP). The preparation of the financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

*Portfolio Valuation:* Investments in securities that are listed on the NYSE are valued, except as indicated below, at the last sale price reflected at the close of the NYSE on the business day as of which such value is being determined. If there has been no sale on such day, the securities are valued at the mean of the closing bid and ask prices on such day or, if no ask price is available, at the bid price.

Securities not listed on the NYSE but listed on other domestic or foreign securities exchanges are valued in a similar manner. Securities traded on more than one securities exchange are valued at the last sale price reflected at the close of the exchange representing the principal market for such securities on the business day as of which such value is being determined. If after the close of a foreign market, but prior to the close of business on the day the securities are being valued, market conditions change significantly, certain non-U.S. equity holdings may be fair valued pursuant to procedures established by the Board of Directors.

Readily marketable securities traded in the over-the-counter market, including listed securities whose primary market is believed by Cohen & Steers Capital Management, Inc. (the investment manager) to be over-the-counter, are valued at the last sale price on the valuation date as reported by sources deemed appropriate by the Board of Directors to reflect their fair market value. If there has been no sale on such day, the securities are valued at the mean of the closing bid and ask prices on such day or, if no ask price is available, at the bid price.

Short-term debt securities with a maturity date of 60 days or less are valued at amortized cost, which approximates fair value. Investments in open-end mutual funds are valued at their closing net asset value.

The policies and procedures approved by the Fund's Board of Directors delegate authority to make fair value determinations to the investment manager, subject to the oversight of the Board of Directors. The investment manager has established a valuation committee (Valuation Committee) to administer, implement and oversee the fair valuation process according to the policies and procedures



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

NOTES TO FINANCIAL STATEMENTS (Unaudited) (Continued)

approved annually by the Board of Directors. Among other things, these procedures allow the Fund to utilize independent pricing services, quotations from securities and financial instrument dealers and other market sources to determine fair value.

Securities for which market prices are unavailable, or securities for which the investment manager determines that the bid and/or ask price or a counterparty valuation does not reflect market value, will be valued at fair value, as determined in good faith by the Valuation Committee, pursuant to procedures approved by the Fund's Board of Directors. Circumstances in which market prices may be unavailable include, but are not limited to, when trading in a security is suspended, the exchange on which the security is traded is subject to an unscheduled close or disruption or material events occur after the close of the exchange on which the security is principally traded. In these circumstances, the Fund determines fair value in a manner that fairly reflects the market value of the security on the valuation date based on consideration of any information or factors it deems appropriate. These may include, but are not limited to, recent transactions in comparable securities, information relating to the specific security and developments in the markets.

The Fund's use of fair value pricing may cause the net asset value of Fund shares to differ from the net asset value that would be calculated using market quotations. Fair value pricing involves subjective judgments and it is possible that the fair value determined for a security may be materially different than the value that could be realized upon the sale of that security.

Fair value is defined as the price that the Fund would expect to receive upon the sale of an investment or expect to pay to transfer a liability in an orderly transaction with an independent buyer in the principal market or, in the absence of a principal market, the most advantageous market for the investment or liability. The hierarchy of inputs that are used in determining the fair value of the Fund's investments is summarized below.

- Level 1 quoted prices in active markets for identical investments
- Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, credit risk, etc.)
- Level 3 significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

For movements between the levels within the fair value hierarchy, the Fund has adopted a policy of recognizing the transfer at the end of the period in which the underlying event causing the movement occurred. Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy. There were no transfers between Level 1 and Level 2 securities as of June 30, 2015.

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

## NOTES TO FINANCIAL STATEMENTS (Unaudited) (Continued)

The following is a summary of the inputs used as of June 30, 2015 in valuing the Fund's investments carried at value:

	Total	Quoted Prices In Active Markets for Identical Investments (Level 1)	Other Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Closed-End Funds	\$364,992,387	\$364,992,387	\$	\$
Short-Term Investments	2,300,000		2,300,000	
Total Investments <sup>a</sup>	\$367,292,387	\$364,992,387	\$2,300,000	\$

<sup>a</sup> Portfolio holdings are disclosed individually on the Schedule of Investments.

*Security Transactions and Investment Income:* Security transactions are recorded on trade date. Realized gains and losses on investments sold are recorded on the basis of identified cost. Interest income is recorded on the accrual basis. Discounts are accreted and premiums are amortized over the life of the respective securities. Dividend income is recorded on the ex-dividend date, except for certain dividends on foreign securities, which are recorded as soon as the Fund is informed after the ex-dividend date. Distributions from Closed-End Funds (CEFs) are recorded as ordinary income, net realized capital gain or return of capital based on information reported by the CEFs and management's estimates of such amounts based on historical information. These estimates are adjusted when the actual source of distributions is disclosed by the CEFs and may differ from the estimated amounts.

*Dividends and Distributions to Shareholders:* Dividends from net investment income and capital gain distributions are determined in accordance with U.S. federal income tax regulations, which may differ from GAAP. Dividends from net investment income, if any, are declared and paid quarterly. Net realized capital gains, unless offset by any available capital loss carryforward, are typically distributed to shareholders at least annually. Dividends and distributions to shareholders are recorded on the ex-dividend date and are automatically reinvested in full and fractional shares of the Fund in accordance with the Fund's Reinvestment Plan, unless the shareholder has elected to have them paid in cash. Dividends from net investment income are subject to recharacterization for tax purposes.

*Income Taxes:* It is the policy of the Fund to continue to qualify as a regulated investment company, if such qualification is in the best interest of the shareholders, by complying with the requirements of Subchapter M of the Internal Revenue Code applicable to regulated investment companies, and by distributing substantially all of its taxable earnings to its shareholders. Also, in order to avoid the payment of any federal excise taxes, the Fund will distribute substantially all of its net investment income and net realized gains on a calendar year basis. Accordingly, no provision for federal income or excise tax is necessary. Management has analyzed the Fund's tax positions taken on federal and applicable state income tax returns as well as its tax positions in non-U.S. jurisdictions in which it trades for all open tax years and has concluded that as of June 30, 2015, no additional provisions for income tax are required.





**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

NOTES TO FINANCIAL STATEMENTS (Unaudited) (Continued)

in the Fund's financial statements. The Fund's tax positions for the tax years for which the applicable statutes of limitations have not expired are subject to examination by the Internal Revenue Service, state departments of revenue and by foreign tax authorities.

Note 2. Investment Management Fees and Other Transactions with Affiliates

*Investment Management Fees:* The investment manager serves as the Fund's investment manager pursuant to an investment management agreement (the investment management agreement). Under the terms of the investment management agreement, the investment manager provides the Fund with day-to-day investment decisions and generally manages the Fund's investments in accordance with the stated policies of the Fund, subject to the supervision of the Board of Directors.

For the services provided to the Fund, the investment manager receives a fee, accrued daily and paid monthly, at the annual rate of 0.95% of the average daily net assets of the Fund.

The investment manager is also responsible, under the investment management agreement, for the performance of certain administrative functions for the Fund.

The investment manager has contractually agreed to reimburse the Fund so that its total annual operating expenses, exclusive of brokerage fees and commissions, taxes and, upon approval of the Board of Directors, extraordinary expenses, do not exceed 0.95% of the Fund's average daily net assets. This commitment will remain in place for the life of the Fund. For the six months ended June 30, 2015, fees waived and/or expenses reimbursed totaled \$13,707.

*Directors' and Officers' Fees:* Certain directors and officers of the Fund are also directors, officers, and/or employees of the investment manager. The Fund does not pay compensation to directors and officers affiliated with the investment manager.

Note 3. Purchases and Sales of Securities

Purchases and sales of securities, excluding short-term investments, for the six months ended June 30, 2015, totaled \$48,451,704 and \$44,451,792, respectively.

Note 4. Income Tax Information

As of June 30, 2015 the federal tax cost and net unrealized appreciation and depreciation at value of securities were as follows:

Cost for federal income tax purposes	\$326,200,073
Gross unrealized appreciation	\$ 50,283,866
Gross unrealized depreciation	(9,191,552)
Net unrealized appreciation	\$ 41,092,314

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

NOTES TO FINANCIAL STATEMENTS (Unaudited) (Continued)

As of December 31, 2014, the Fund had a net capital loss carryforward of \$115,070,624, which may be used to offset future capital gains. These losses are comprised of a short-term capital loss carryover of which \$741,182 will expire on December 31, 2016, \$98,992,970 will expire on December 31, 2017 and \$15,336,472 will expire on December 31, 2018.

Note 5. Capital Stock

The Fund is authorized to issue 100 million shares of common stock at a par value of \$0.001 per share.

During the six months ended June 30, 2015 and year ended December 31, 2014, the Fund did not issue any shares of common stock for the reinvestment of dividends.

On December 9, 2014, the Board of Directors approved the continuation of the delegation of its authority to management to effect repurchases, pursuant to management's discretion and subject to market conditions and investment considerations, of up to 10% of the Fund's common shares outstanding (Share Repurchase Program) as of January 1, 2015, through the fiscal year ended December 31, 2015.

During the six months ended June 30, 2015 and year ended December 31, 2014, the Fund did not effect any repurchases.

Note 6. Other

In the normal course of business, the Fund enters into contracts that provide general indemnifications. The Fund's maximum exposure under these arrangements is dependent on claims that may be made against the Fund in the future and, therefore, cannot be estimated; however, based on experience, the risk of material loss from such claims is considered remote.

Note 7. Subsequent Events

Management has evaluated events and transactions occurring after June 30, 2015 through the date that the financial statements were issued, and has determined that no additional disclosure in the financial statements is required.



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

PROXY RESULTS (Unaudited)

Cohen & Steers Closed-End Opportunity Fund, Inc. shareholders voted on the following proposals at the annual meeting held on April 23, 2015. The description of each proposal and number of shares voted are as follows:

Common Shares

	Shares Voted For	Authority Withheld
To elect Directors:		
George Grossman	22,622,892.061	401,692.048
Robert H. Steers	22,633,210.365	391,373.744
C. Edward Ward, Jr.	22,645,074.458	379,509.651

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

**AVERAGE ANNUAL TOTAL RETURNS**

(Periods ended June 30, 2015) (Unaudited)

Based on Net Asset Value			Based on Market Value		
One Year	Five Years	Since Inception (11/24/06)	One Year	Five Years	Since Inception (11/24/06)
2.52%	10.09%	4.62%	3.09%	9.52%	2.81%

*The performance data quoted represent past performance. Past performance is no guarantee of future results. The investment return will vary and the principal value of an investment will fluctuate and shares, if sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data quoted. Current total returns of the Fund can be obtained by visiting our website at [cohenandsteers.com](http://cohenandsteers.com). Fund performance figures reflect fee waivers and/or expense reimbursements, without which the performance would have been lower. The Fund's returns assume the reinvestment of all dividends and distributions at prices obtained under the Fund's dividend reinvestment plan.*

**REINVESTMENT PLAN**

We urge shareholders who want to take advantage of this plan and whose shares are held in 'Street Name' to consult your broker as soon as possible to determine if you must change registration into your own name to participate.

**OTHER INFORMATION**

A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to portfolio securities is available (i) without charge, upon request, by calling 800-330-7348, (ii) on our website at [cohenandsteers.com](http://cohenandsteers.com) or (iii) on the Securities and Exchange Commission's (the SEC) website at <http://www.sec.gov>. In addition, the Fund's proxy voting record for the most recent 12-month period ended June 30 is available by August 31 of each year (i) without charge, upon request, by calling 800-330-7348 or (ii) on the SEC's website at <http://www.sec.gov>.

The Fund files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Fund's Forms N-Q are available (i) without charge, upon request, by calling 800-330-7348 or (ii) on the SEC's website at <http://www.sec.gov>. In addition, the Forms N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 800-SEC-0330.

Please note that distributions paid by the Fund to shareholders are subject to recharacterization for tax purposes and are taxable up to the amount of the Fund's investment company taxable income and net realized gains. Distributions in excess of the Fund's net investment company taxable income and realized gains are a return of capital distributed from the Fund's assets. To the extent this occurs, the Fund's shareholders of record will be notified of the estimated amount of capital returned to shareholders for each such distribution and this information will also be available at [cohenandsteers.com](http://cohenandsteers.com). The final tax treatment of all distributions is reported to shareholders on their 1099-DIV forms, which are mailed after the close of each calendar year. Distributions of capital decrease the Fund's total assets and, therefore, could have the effect of increasing the Fund's expense ratio. In addition, in order to make these distributions, the Fund may have to sell portfolio securities at a less than opportune time.



## **COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

Notice is hereby given in accordance with Rule 23c-1 under the 1940 Act that the Fund may purchase, from time to time, shares of its common stock in the open market.

### **APPROVAL OF INVESTMENT MANAGEMENT AGREEMENT**

The Board of Directors of the Fund, including a majority of the directors who are not parties to the Fund's investment management agreement (the Management Agreement), or interested persons of any such party (Independent Directors), has the responsibility under the 1940 Act to approve the Fund's Management Agreement for its initial two year term and its continuation annually thereafter at a meeting of the Board of Directors called for the purpose of voting on the approval or continuation. At a telephonic meeting of the Board of Directors held on June 9, 2015 and at a meeting held in person on June 16, 2015, the Management Agreement was discussed and was unanimously continued for a term ending June 30, 2016 by the Fund's Board of Directors, including the Independent Directors. The Independent Directors were represented by independent counsel who assisted them in their deliberations during the meeting and executive session.

In considering whether to continue the Management Agreement, the Board of Directors reviewed materials provided by the Fund's investment manager (the Investment Manager) and Fund counsel which included, among other things, fee, expense and performance information compared to peer funds (Peer Funds) and performance comparisons to a larger category universe, prepared by an independent data provider; summary information prepared by the Investment Manager; and a memorandum outlining the legal duties of the Board of Directors. The Board of Directors also spoke directly with representatives of the independent data provider and met with investment management personnel. In addition, the Board of Directors considered information provided from time to time by the Investment Manager throughout the year at meetings of the Board of Directors, including presentations by portfolio managers relating to the investment performance of the Fund and the investment strategies used in pursuing the Fund's objective. In particular, the Board of Directors considered the following:

*(i) The nature, extent and quality of services to be provided by the Investment Manager:* The Board of Directors reviewed the services that the Investment Manager provides to the Fund, including, but not limited to, making the day-to-day investment decisions for the Fund, and generally managing the Fund's investments in accordance with the stated policies of the Fund. The Board of Directors also discussed with officers and portfolio managers of the Fund the types of transactions that were being done on behalf of the Fund. Additionally, the Board of Directors took into account the services provided by the Investment Manager to its other funds, including those that have investment objectives and strategies similar to the Fund. The Board of Directors next considered the education, background and experience of the Investment Manager's personnel, noting particularly that the favorable history and reputation of the portfolio managers for the Fund has had, and would likely continue to have, a favorable impact on the Fund. The Board of Directors further noted the Investment Manager's ability to attract qualified and experienced personnel. The Board of Directors also considered the administrative services provided by the Investment Manager, including compliance and accounting services. After consideration of the above factors, among others, the Board of Directors concluded that the nature, extent and quality of services provided by the Investment Manager are adequate and appropriate.

*(ii) Investment performance of the Fund and the Investment Manager:* The Board of Directors considered the investment performance of the Fund compared to Peer Funds and compared to a





## **COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

relevant benchmark. The Board of Directors noted that the Fund underperformed the Peer Funds' median for the three- and five-year periods ended March 31, 2015, ranking in the fourth quintile for each period. The Fund represented the median of the Peer Funds for the one-year period, ranking in the third quintile. The Fund outperformed its benchmark for the one-, three- and five-year periods. The Board of Directors also noted that the Fund is the only closed-end fund of closed-end funds included in the Peer Funds, making quantitative comparisons among the Peer Funds difficult. The Board of Directors engaged in discussions with the Investment Manager regarding the contributors to and detractors from the Fund's performance during the periods. The Board of Directors also considered information provided by the Investment Manager, including a narrative summary of various factors affecting performance. The Board of Directors then determined that Fund performance, in light of all the considerations noted above, was satisfactory.

*(iii) Cost of the services to be provided and profits to be realized by the Investment Manager from the relationship with the Fund:* Next, the Board of Directors considered the management fees payable by the Fund, as well as total expense ratios. As part of its analysis, the Board of Directors gave consideration to the fee and expense analyses provided by the independent data provider. The Board of Directors noted that the Fund's actual and contractual management fees and total expense ratio were lower than the Peer Funds' medians, ranking in the second, second and first quintiles, respectively. The Board of Directors also considered the effect the unitary fee charged by the Investment Manager, which limits total expenses of the Fund, has on the Fund's contractual and actual management fee rankings. The Board of Directors concluded that the Fund's current expense structure is satisfactory.

The Board of Directors also reviewed information regarding the profitability to the Investment Manager of its relationship with the Fund. The Board of Directors considered the level of the Investment Manager's profits and whether the profits were reasonable for the Investment Manager. The Board of Directors took into consideration other benefits to be derived by the Investment Manager in connection with the Management Agreement, noting particularly the research and related services, within the meaning of Section 28(e) of the Securities Exchange Act of 1934, as amended, that the Investment Manager receives by allocating the Fund's brokerage transactions. The Board of Directors concluded that the profits realized by the Investment Manager from its relationship with the Fund were reasonable and consistent with the Investment Manager's fiduciary duties.

*(iv) The extent to which economies of scale would be realized as the Fund grows and whether fee levels would reflect such economies of scale:* The Board of Directors considered that, as a closed-end fund, the Fund would not be expected to have inflows of capital that might produce increasing economies of scale. The Board of Directors determined that, given the Fund's closed-end structure, there were not significant economies of scale that were not being shared with shareholders.

*(v) Comparison of services to be rendered and fees to be paid to those under other investment management contracts, such as contracts of the same and other investment advisers or other clients:* As discussed above in (iii), the Board of Directors compared the fees paid under the Management Agreement to those under other investment management contracts of other investment advisers managing Peer Funds. The Board of Directors also compared the services rendered, fees paid and profitability under the Management Agreement to those under the Investment Manager's other fund management agreements and advisory contracts with institutional clients with similar investment



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

mandates. The Board of Directors also considered the entrepreneurial risk and financial exposure assumed by the Investment Manager in developing and managing the Fund that the Investment Manager does not have with institutional and other clients and other differences in the management of registered investment companies and institutional accounts. The Board of Directors determined that on a comparative basis the fees under the Management Agreement were reasonable in relation to the services provided.

No single factor was cited as determinative to the decision of the Board of Directors. Rather, after weighing all of the considerations and conclusions discussed above, the Board of Directors, including the Independent Directors, unanimously approved the continuation of the Management Agreement.



**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

Cohen & Steers Privacy Policy

**Facts** What Does Cohen & Steers Do With Your Personal Information?  
**Why?** Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.

**What?** The types of personal information we collect and share depend on the product or service you have with us. This information can include:

- Social Security number and account balances
- Transaction history and account transactions
- Purchase history and wire transfer instructions

**How?** All financial companies need to share customers' personal information to run their everyday business. In the section below, we list the reasons financial companies can share their customers' personal information; the reasons Cohen & Steers chooses to share; and whether you can limit this sharing.

Reasons we can share your personal information	Does Cohen & Steers share?	Can you limit this sharing?
For our everyday business purposes such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or reports to credit bureaus	Yes	No
For our marketing purposes to offer our products and services to you	Yes	No
For joint marketing with other financial companies	No	We don't share
For our affiliates' everyday business purposes information about your transactions and experiences	No	We don't share
For our affiliates' everyday business purposes information about your creditworthiness	No	We don't share
For our affiliates to market to you	No	We don't share
For non-affiliates to market to you	No	We don't share
Questions? Call 800-330-7348		

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

Cohen & Steers Privacy Policy (Continued)

Who we are	
Who is providing this notice?	Cohen & Steers Capital Management, Inc., Cohen & Steers Asia Limited, Cohen & Steers UK Limited, Cohen & Steers Securities, LLC, Cohen & Steers Private Funds and Cohen & Steers Open- and Closed-End Funds (collectively, "Cohen & Steers").
What we do	
How does Cohen & Steers protect my personal information?	To protect your personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include computer safeguards and secured files and buildings. We restrict access to your information to those employees who need it to perform their jobs, and also require companies that provide services on our behalf to protect your information.
How does Cohen & Steers collect my personal information?	We collect your personal information, for example, when you: <ul style="list-style-type: none"><li>• Open an account or buy securities from us</li><li>• Provide account information or give us your contact information</li><li>• Make deposits or withdrawals from your account</li></ul> We also collect your personal information from other companies.
Why can't I limit all sharing?	Federal law gives you the right to limit only: <ul style="list-style-type: none"><li>• sharing for affiliates' everyday business purposes information about your creditworthiness</li><li>• affiliates from using your information to market to you</li><li>• sharing for non-affiliates to market to you</li></ul> State law and individual companies may give you additional rights to limit sharing.
Definitions	
Affiliates	Companies related by common ownership or control. They can be financial and nonfinancial companies. <ul style="list-style-type: none"><li>• <i>Cohen &amp; Steers does not share with affiliates.</i></li></ul>
Non-affiliates	Companies not related by common ownership or control. They can be financial and nonfinancial companies. <ul style="list-style-type: none"><li>• <i>Cohen &amp; Steers does not share with non-affiliates.</i></li></ul>
Joint marketing	A formal agreement between non-affiliated financial companies that together market financial products or services to you. <ul style="list-style-type: none"><li>• <i>Cohen &amp; Steers does not jointly market.</i></li></ul>

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

*Cohen & Steers Investment Solutions*

**COHEN & STEERS GLOBAL REALTY SHARES**

- Designed for investors seeking total return, investing primarily in global real estate equity securities
- Symbols: CSFAX, CSFCX, CSSPX, GRSRX, CSFZX

**COHEN & STEERS INSTITUTIONAL REALTY SHARES**

- Designed for institutional investors seeking total return, investing primarily in U.S. real estate securities
- Symbol: CSRIX

**COHEN & STEERS REAL ESTATE SECURITIES FUND**

- Designed for investors seeking total return, investing primarily in U.S. real estate securities
- Symbols: CSEIX, CSCIX, CSDIX, CIRRX, CSZIX

**COHEN & STEERS INTERNATIONAL REALTY FUND**

- Designed for investors seeking total return, investing primarily in international real estate securities
- Symbols: IRFAX, IRFCX, IRFIX

**COHEN & STEERS REALTY SHARES**

- Designed for investors seeking total return, investing primarily in U.S. real estate securities
- Symbol: CSRSX

**COHEN & STEERS  
INSTITUTIONAL GLOBAL REALTY SHARES**

- Designed for institutional investors seeking total return, investing primarily in global real estate securities
- Symbol: GRSIX

**COHEN & STEERS GLOBAL INFRASTRUCTURE FUND**

- Designed for investors seeking total return, investing primarily in global infrastructure securities
- Symbols: CSUAX, CSUCX, CSUIX, CSURX, CSUZX

**COHEN & STEERS DIVIDEND VALUE FUND**



- Designed for investors seeking long-term growth of income and capital appreciation, investing primarily in dividend paying common stocks and preferred stocks

- Symbols: DVFAX, DVFCX, DVFIX, DVFRX, DVFZX

**COHEN & STEERS  
PREFERRED SECURITIES AND INCOME FUND**

- Designed for investors seeking total return (high current income and capital appreciation), investing primarily in preferred and debt securities

- Symbols: CPXAX, CPXCX, CPXIX, CPRRX, CPXZX

**COHEN & STEERS REAL ASSETS FUND**

- Designed for investors seeking total return and the maximization of real returns during inflationary environments by investing primarily in real assets

- Symbols: RAPAX, RAPCX, RAPIX, RAPRX, RAPZX

**COHEN & STEERS  
MLP & ENERGY OPPORTUNITY FUND**

- Designed for investors seeking total return, investing primarily in midstream energy master limited partnership (MLP) units and related stocks

- Symbols: MLOAX, MLOCX, MLOIX, MLORX, MLOZX

**COHEN & STEERS  
ACTIVE COMMODITIES STRATEGY FUND**

- Designed for investors seeking total return, investing primarily in a diversified portfolio of exchange-traded commodity future contracts and other commodity-related derivative instruments

- Symbols: CDFAX, CDFCX, CDFIX, CDFRX, CDFZX

Distributed by Cohen & Steers Securities, LLC.

**COHEN & STEERS GLOBAL REALTY MAJORS ETF**

- Designed for investors who seek a relatively low-cost passive approach for investing in a portfolio of real estate equity securities of companies in a specified index

- Symbol: GRI

Distributed by ALPS Distributors, Inc.

**ISHARES COHEN & STEERS  
REALTY MAJORS INDEX FUND**

- Designed for investors who seek a relatively low-cost passive approach for investing in a portfolio of real estate equity securities of companies in a specified index
- Symbol: ICF

Distributed by SEI Investments Distribution Co.

*Please consider the investment objectives, risks, charges and expenses of the fund carefully before investing. A summary prospectus and prospectus containing this and other information can be obtained by calling 800-330-7348 or by visiting [cohenandsteers.com](http://cohenandsteers.com). Please read the summary prospectus and prospectus carefully before investing.*

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

OFFICERS AND DIRECTORS

Robert H. Steers  
Director and Chairman

Joseph M. Harvey  
Director and Vice President

Michael G. Clark  
Director

Bonnie Cohen  
Director

George Grossman  
Director

Dean Junkans  
Director

Richard E. Kroon  
Director

Richard J. Norman  
Director

Frank K. Ross  
Director

C. Edward Ward, Jr.  
Director

Adam M. Derechin  
President and Chief Executive Officer

Douglas R. Bond  
Vice President

Yigal D. Jhirad  
Vice President

Francis C. Poli  
Secretary

James Giallanza  
Treasurer and Chief Financial Officer

Lisa D. Phelan  
Chief Compliance Officer

Heather Kaden  
Deputy Chief Compliance Officer

Tina M. Payne  
Assistant Secretary

Neil Bloom  
Assistant Treasurer

## KEY INFORMATION

### Investment Manager

Cohen & Steers Capital Management, Inc.  
280 Park Avenue  
New York, NY 10017  
(212) 832-3232

### Co-administrator and Custodian

State Street Bank and Trust Company  
One Lincoln Street  
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### Transfer Agent

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1211 Avenue of the Americas  
New York, NY 10036

New York Stock Exchange Symbol: FOF

Website: [cohenandsteers.com](http://cohenandsteers.com)

This report is for shareholder information. This is not a prospectus intended for use in the purchase or sale of Fund shares. Performance data quoted represent past performance. Past performance is no guarantee of future results and your investment may be worth more or less at the time you sell your shares.



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**Item 2. Code of Ethics.**

Not applicable.

**Item 3. Audit Committee Financial Expert.**

Not applicable.

**Item 4. Principal Accountant Fees and Services.**

Not applicable.

**Item 5. Audit Committee of Listed Registrants.**

Not applicable.

**Item 6. Schedule of Investments.**

Included in Item 1 above.

**Item 7. Disclosure of Proxy Voting Policies and Procedures for Closed-End Management Investment Companies.**

Not applicable.

**Item 8. Portfolio Managers of Closed-End Management Investment Companies.**



Not applicable.

**Item 9. Purchases of Equity Securities by Closed-End Management Investment Company and Affiliated Purchasers.**

None.

**Item 10. Submission of Matters to a Vote of Security Holders.**

None.

**Item 11. 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-CSR is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms

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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) There were no changes in the registrant's internal control over financial reporting that occurred during the second fiscal quarter of the period covered by this report that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

**Item 12. Exhibits.**

(a)(1) Not applicable.

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

(a)(3) Not applicable.

(b) Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(b) 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.

**COHEN & STEERS CLOSED-END OPPORTUNITY FUND, INC.**

By: /s/ Adam M. Derechin  
Name: Adam M. Derechin  
Title: President and Chief Executive Officer

Date: September 4, 2015

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 and in the capacities and on the dates indicated.

By: /s/ Adam M. Derechin  
Name: Adam M. Derechin  
Title: President and Chief Executive Officer  
(Principal Executive Officer)

By: /s/ James Giallanza  
Name: James Giallanza  
Title: Treasurer and Chief Financial Officer  
(Principal Financial Officer)

Date: September 4, 2015

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