

CENTRAL EUROPE & RUSSIA FUND, INC.  
Form SC 13G/A  
September 09, 2008

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 3)\*

Central Europe & Russia Fund, Inc.

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

153436100

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(CUSIP Number)

August 29, 2006

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 153436100

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1. NAME OF REPORTING PERSONS

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I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

CITY OF LONDON INVESTMENT GROUP PLC, a company incorporated under the laws of England & Wales

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) .  
(b) .

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

ENGLAND AND WALES

5. SOLE VOTING POWER  
3,615,429

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6. SHARED VOTING POWER  
0

7. SOLE DISPOSITIVE POWER  
3,615,429

8. SHARED DISPOSITIVE POWER  
0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,615,429

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES / /.

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

22.54%

12. TYPE OF REPORTING PERSON

HC

CUSIP No. 153436100

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1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

CITY OF LONDON INVESTMENT MANAGEMENT COMPANY LIMITED, a company incorporated under the laws of England & Wales

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) .  
(b) .









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The reporting persons agree that this statement is filed on behalf of each of them.

Dated: September 9, 2008

CITY OF LONDON INVESTMENT GROUP PLC

By: /s/ Barry M. Olliff

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Name: Barry M. Olliff  
Title: Director

CITY OF LONDON INVESTMENT MANAGEMENT  
COMPANY LIMITED

By: /s/ Barry M. Olliff

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Name: Barry M. Olliff  
Title: Director