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SunAmerica Focused Alpha Growth Fund, Inc.

Form SC 13D/A

February 11, 2010

SCHEDULE 13D

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT
2/1/2010

1. NAME OF REPORTING PERSON

Bulldog Investors, Phillip Goldstein, Andrew Dakos and
Brooklyn Capital Management LLC.

2. CHECK THE BOX IF MEMBER OF A GROUP

a[X]

b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) AND 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

7. SOLE VOTING POWER

1,954,815

8. SHARED VOTING POWER

939,332

9. SOLE DISPOSITIVE POWER

2,894,347

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

2,894,347

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

[]

13. PERCENT OF CLASS REPRESENTED BY ROW 11

14.22%

14. TYPE OF REPORTING PERSON

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IA

Item 1. SECURITY AND ISSUER

This statement constitutes Amendment #5 to the schedule 13d filed Nov 5, 2009. Except as specifically set forth herein, the Schedule 13d remains unmodified.

ITEM 3. SOURCE AND AMOUNT OF FUNDS AND OTHER CONSIDERATIONS

Shares of the Issuer have been accumulated on behalf of managed accounts.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As per the Form N-CSRS filed on September 3, 2009 there were 20,355,236 shares of common stock outstanding as of July 31, 2009. The percentage set forth in item 5 was derived using such number. Bulldog Investors, Phillip Goldstein and Andrew Dakos beneficially own an aggregate of 2,894,347 shares of FGF or 14.22% of the outstanding shares. Power to dispose of and vote securities resides either with Mr. Goldstein, Mr. Dakos or with clients.

c) Since the last filing on 1/20/10 the following shares of FGF were purchased:

Date:	Shares:	Price:
01/21/10	10,805	13.6465
01/22/10	10,373	13.5342
01/25/10	44,188	13.3908
01/26/10	13,188	13.4039
01/27/10	50,000	13.3020
01/28/10	4,100	13.2473
01/28/10	1,500	13.2473
01/29/10	7,592	13.2302
01/29/10	2,779	13.2302
02/01/10	26,706	13.2785
02/01/10	9,773	13.2785
02/02/10	40,000	13.4036
02/03/10	33,782	13.4824
02/03/10	12,363	13.4824
02/04/10	24,964	13.1961
02/04/10	9,136	13.1961
02/05/10	10,762	13.0585
02/05/10	3,938	13.0585
02/08/10	17,861	13.1032
02/08/10	6,536	13.1032
02/09/10	36,022	13.1650
02/10/10	44,996	13.1479

d) Beneficiaries of managed accounts are entitled to receive any dividends or sales proceeds.

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e) NA

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS
WITH RESPECT TO SECURITIES OF THE ISSUER.

None.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

None

After reasonable inquiry and to the best of my knowledge
and belief, I certify that the information set forth in this
statement is true, complete and correct.

Dated: 2/11/2010

By: /s/ Phillip Goldstein

Name: Phillip Goldstein

By: /S/ Andrew Dakos

Name: Andrew Dakos