

Madison Strategic Sector Premium Fund  
Form DFAN14A  
July 18, 2017

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549 **SCHEDULE 14A** Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. \_\_\_\_\_)

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Filed by the Registrant    
Filed by a Party other than the Registrant

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Check the appropriate box:  Preliminary Proxy Statement  
 **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material Pursuant to § 240.14a-12

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Madison Strategic Sector Premium Fund

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**(Name of Registrant as Specified In Its Charter)**

Karpus Management, Inc., d/b/a Karpus Investment Management  
Karpus Investment Management Profit Sharing Plan Fund C - Growth Common Stock Fund  
George W. Karpus  
Arthur Charles Regan  
Dr. Daniel C. Robeson

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**(Name of Person(s) Filing Proxy statement, if other than the Registrant)**

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Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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1) Title of Each class of securities to which transaction applies:

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2) Aggregate number of securities to which transaction applies:

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3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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4) Proposed maximum aggregate value of transaction:

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5) Total fee paid:

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Karpus Management, Inc., d/b/a Karpus Investment Management ("Karpus"), together with the other participants therein, has filed a definitive proxy statement and an accompanying **GREEN** proxy card to be used to solicit votes **AGAINST** the proposed Agreement and Plan of Reorganization between Madison Strategic Sector Premium Fund, a Delaware statutory trust, ("MSP" or the "Fund") and the Madison Covered Call & Equity Strategy Fund ("MCN") and the transactions contemplated thereby, including the merger of MSP with and into MCN at the 2017 Special Meeting of Shareholders of MSP, scheduled to be held on August 18, 2017, or any postponements or adjournments thereof. Karpus, together with the other participants therein, has also filed a definitive proxy statement and an accompanying **GREEN** proxy card with the U.S. Securities and Exchange Commission to be used to solicit votes **FOR** the election of its slate of trustee nominees and **FOR** Proposals 2 and 3 (as are fully described in the definitive proxy statement) at the 2017 Annual Meeting of Shareholders of MSP, scheduled to be held on August 22, 2017, or any postponements or adjournments thereof.

Item The presentation Karpus made to Institutional Shareholder Services on July 18, 2017 is on the attached Exhibit 1 and was also posted by Karpus to [www.karpus.com/mspproxy/](http://www.karpus.com/mspproxy/)