Cotton Jeffrey Form 3 October 01, 2012

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Â Cotton Jeffrey

(Last)

(First)

Statement

(Middle)

(Zip)

(Month/Day/Year)

09/29/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

JAPAN EQUITY FUND INC [JEO]

4. Relationship of Reporting Person(s) to Issuer

Director _X__ Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

1735 MARKET

STREET, 32ND FLOOR

(Street)

(Check all applicable)

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

(give title below) (specify below) CCO &Vice President Compliance

Person Form filed by More than One

Reporting Person

PHILADELPHIA, Â PAÂ 19103

Table I - Non-Derivative Securities Beneficially Owned

(State) 1. Title of Security

(Instr. 4)

(City)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Cotton Jeffrey

1735 MARKET STREET
32ND FLOOR
PHILADELPHIA, PAÂ 19103

Relationships

Other

Signatures

Matt Woodward as attorney-in-fact for Jeffrey Cotton 10/01/2012

**Signature of Reporting Person Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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