



**Sequoia
Fund, Inc.**

**SEMI-ANNUAL
REPORT
JUNE 30, 2004**

SEQUOIA FUND, INC.
ILLUSTRATION OF AN ASSUMED INVESTMENT OF \$10,000
With Income Dividends Reinvested and Capital Gains
Distributions Accepted in Shares

The table below covers the period from July 15, 1970 (the date Fund shares were first offered to the public) to June 30, 2004. This period was one of widely fluctuating common stock prices. The results shown should not be considered as a representation of the dividend income or capital gain or loss which may be realized from an investment made in the Fund today.

PERIOD ENDED:	Value of Initial \$10,000 Investment	Value of Cumulative Capital Gains Distributions	Value of Cumulative Reinvested Dividends	Total Value of Shares
July 15, 1970	\$ 10,000	\$ —	\$ —	\$ 10,000
May 31, 1971	11,750	—	184	11,934
May 31, 1972	12,350	706	451	13,507
May 31, 1973	9,540	1,118	584	11,242
May 31, 1974	7,530	1,696	787	10,013
May 31, 1975	9,490	2,137	1,698	13,325
May 31, 1976	12,030	2,709	2,654	17,393
May 31, 1977	15,400	3,468	3,958	22,826
Dec. 31, 1977	18,420	4,617	5,020	28,057
Dec. 31, 1978	22,270	5,872	6,629	34,771
Dec. 31, 1979	24,300	6,481	8,180	38,961
Dec. 31, 1980	25,040	8,848	10,006	43,894
Dec. 31, 1981	27,170	13,140	13,019	53,329
Dec. 31, 1982	31,960	18,450	19,510	69,920
Dec. 31, 1983	37,110	24,919	26,986	89,015
Dec. 31, 1984	39,260	33,627	32,594	105,481
Dec. 31, 1985	44,010	49,611	41,354	134,975
Dec. 31, 1986	39,290	71,954	41,783	153,027
Dec. 31, 1987	38,430	76,911	49,020	164,361
Dec. 31, 1988	38,810	87,760	55,946	182,516
Dec. 31, 1989	46,860	112,979	73,614	233,453
Dec. 31, 1990	41,940	110,013	72,633	224,586
Dec. 31, 1991	53,310	160,835	100,281	314,426
Dec. 31, 1992	56,660	174,775	112,428	343,863
Dec. 31, 1993	54,840	213,397	112,682	380,919
Dec. 31, 1994	55,590	220,943	117,100	393,633
Dec. 31, 1995	78,130	311,266	167,129	556,525
Dec. 31, 1996	88,440	397,099	191,967	677,506
Dec. 31, 1997	125,630	570,917	273,653	970,200
Dec. 31, 1998	160,700	798,314	353,183	1,312,197
Dec. 31, 1999	127,270	680,866	286,989	1,095,125
Dec. 31, 2000	122,090	903,255	289,505	1,314,850
Dec. 31, 2001	130,240	1,002,955	319,980	1,453,175
Dec. 31, 2002	126,630	976,920	311,226	1,414,776
Dec. 31, 2003	147,610	1,146,523	362,790	1,656,923
June 30, 2004	152,120	1,183,964	373,874	1,709,958

The total amount of capital gains distributions accepted in shares was \$622,658, the total amount of dividends reinvested was \$116,740.

No adjustment has been made for any taxes payable by shareholders on capital gain distributions and dividends reinvested in shares.

To the Shareholders of Sequoia Fund, Inc.

Dear Shareholder:

Sequoia Fund's results for the second quarter of 2004 are shown below with comparable results for the leading market indexes:

To June 30, 2004	Sequoia Fund	Dow Jones Industrials	Standard & Poor's 500
3 Months	-2.64%	1.19%	1.72%
6 Months	3.20%	0.87%	3.44%
1 Year	16.85%	18.76%	19.11%
5 Years (Annualized)	6.26%	0.91%	-2.20%
10 Years (Annualized)	16.10%	13.44%	11.83%

The S&P 500 Index is an unmanaged, capitalization-weighted index of the common stocks of 500 major US corporations. The Dow Jones Industrial Average is an unmanaged, price-weighted index of 30 actively traded blue chip stocks. The performance data quoted represents past performance and assumes reinvestment of dividends. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost.

We have combined the first and second quarter reports so that we could provide you with a copy of the transcript of the Sequoia Fund annual meeting which was held on May 7th.

Sequoia outperformed the S&P 500 in the first quarter by 2.8 percentage points. By the end of the second quarter, however, Sequoia lagged behind the S&P by 0.24 percentage points. The performance of the fund tracked the stock price movement of Sequoia's major positions. Berkshire Hathaway's stock price rose 11% in the first quarter, but dropped 5% from the end of March through June. Much the same pattern of price movement held with Progressive, TJX, and Mohawk. The share price of Fifth Third, however, fell in both quarters. We remain confident in the long-term prospects of these excellent companies.

Sincerely,



Richard T. Cunniff

Robert D. Goldfarb

David M. Poppe

William J. Ruane

July 20, 2004

SEQUOIA FUND, INC.
Schedule of Investments
June 30, 2004 (Unaudited)

COMMON STOCKS (91.97%)

<u>Shares</u>		<u>Value (Note 1)</u>
	BANK HOLDING COMPANIES (9.62%)	
7,143,630	Fifth Third Bancorp	\$ 384,184,421
73,761	Mercantile Bankshares Corporation	3,453,490
		<u>387,637,911</u>
	BUILDING MATERIALS (3.27%)	
2,321,335	Fastenal Company	<u>131,921,468</u>
	CHEMICAL DIAGNOSTIC SUBSTANCES (1.26%)	
806,479	IDEXX Laboratories Inc.*	<u>50,759,788</u>
	DIVERSIFIED COMPANIES (35.60%)	
16,119	Berkshire Hathaway Inc. Class A*	1,433,785,050
156	Berkshire Hathaway Inc. Class B*	460,980
		<u>1,434,246,030</u>
	FREIGHT TRANSPORTATION (2.49%)	
2,033,676	Expeditors International of Washington, Inc.	<u>100,483,931</u>
	HOME FURNISHINGS (1.76%)	
1,979,807	Ethan Allen Interiors Inc.†	<u>71,094,869</u>
	CASUALTY INSURANCE (12.66%)	
5,980,057	Progressive Corporation	<u>510,098,862</u>
	INSURANCE AGENTS & BROKERS (1.74%)	
1,626,706	Brown & Brown Inc.	<u>70,111,029</u>
	MANUFACTURING (0.52%)	
335,682	Harley Davidson, Inc.	<u>20,792,143</u>
	MEDICAL & HOSPITAL EQUIPMENT (0.13%)	
67,624	Patterson Companies Inc.*	<u>5,172,560</u>
	TEXTILE — CARPETS (6.71%)	
3,687,603	Mohawk Industries, Inc.†*	<u>270,411,928</u>
	PROCESS CONTROL INSTRUMENTS (0.56%)	
432,619	Danaher Corporation	<u>22,431,295</u>

<u>Shares</u>		<u>Value (Note 1)</u>
	RETAILING (11.10%)	
44,826	Costco Wholesale Corporation	\$ 1,841,004
1,312,277	Tiffany & Company	48,357,407
12,852,544	TJX Companies, Inc.	310,260,412
2,387,553	Walgreen Company.....	<u>86,453,294</u>
		446,912,117
	Miscellaneous Securities (4.55%)	<u>183,605,722</u>
	TOTAL COMMON STOCKS (\$1,166,650,116)	<u>\$3,705,679,653</u>
	U.S. GOVERNMENT OBLIGATIONS (8.03%)	
\$324,000,000	U.S. Treasury Bill due 08/05/04	<u>323,664,525</u>
	TOTAL U.S. GOVERNMENT OBLIGATIONS (Cost \$323,664,525)	<u>323,664,525</u>
	TOTAL INVESTMENTS (100%)†† (Cost \$1,490,314,641).....	<u><u>\$4,029,344,178</u></u>

†† The cost for federal income tax purposes is identical.

* Non-income producing.

† Refer to Note 6.

The accompanying notes form an integral part of these Financial Statements

SEQUOIA FUND, INC.
Statement of Assets and Liabilities
June 30, 2004 (Unaudited)

ASSETS:

Investments in securities, at value (cost \$1,490,314,641) (Note 1)	\$4,029,344,178
Cash on deposit with custodian	942,207
Receivable for capital stock sold	563,789
Dividends and interest receivable	2,571,202
Other assets	30,985
	4,033,452,361

LIABILITIES:

Payable for capital stock repurchased	806,415
Payable for investments securities purchased unsettled	10,525,269
Accrued investment advisory fee	3,357,102
Accrued other expenses	118,957
	14,807,743
Total liabilities	14,807,743
Net assets applicable to 26,417,755 shares of capital stock outstanding (Note 4)	\$4,018,644,618
Net asset value, offering price and redemption price per share	\$152.12

The accompanying notes form an integral part of these Financial Statements.

SEQUOIA FUND, INC.
Statement of Operations
Six Months Ended June 30, 2004 (Unaudited)

INVESTMENT INCOME:

Income:

Dividends:

Unaffiliated companies	\$ 7,455,766
Affiliated companies (Note 6)	6,345,746
Interest	2,006,617
Other Income	2,663

Total income	15,810,792
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Expenses:

Investment advisory fee (Note 2)	20,061,362
Legal and auditing fees	76,334
Stockholder servicing agent fees	214,606
Custodian fees	40,000
Directors fees and expenses (Note 5)	95,481
Other	85,417

Total expenses	20,573,200
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Less expenses reimbursed by Investment Adviser (Note 2)	438,000
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Net expenses	20,135,200
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Net investment (loss)	(4,324,408)
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REALIZED AND UNREALIZED GAIN ON INVESTMENTS:

Realized gain on investments:

Unaffiliated companies	43,295,279
Affiliated companies (Note 6)	2,571,658

Net realized gain on investments	45,866,937
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Net increase in unrealized appreciation on:

Investments	86,358,418
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Net realized and unrealized gain on investments	132,225,355
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Increase in net assets from operations	\$127,900,947
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The accompanying notes form an integral part of these Financial Statements.

SEQUOIA FUND, INC.
Statements of Changes in Net Assets

	Six Months Ended 6/30/04 (Unaudited)	Year Ended 12/31/03
INCREASE IN NET ASSETS:		
From operations:		
Net investment (loss)	\$ (4,324,408)	\$ (16,725,720)
Net realized gain	45,866,937	308,007,558
Net increase in unrealized appreciation	86,358,418	292,183,274
Net increase in net assets from operations	127,900,947	583,465,112
Distributions to shareholders from:		
Net investment income	—	—
Net realized gains	(5,637,546)	(16,944,455)
Capital share transactions (Note 4)	(77,205,950)	(498,069,470)
Total increase	45,057,451	68,451,187
NET ASSETS:		
Beginning of period	3,973,587,167	3,905,135,980
End of period	\$4,018,644,618	\$3,973,587,167
NET ASSETS CONSIST OF:		
Capital (par value and paid in surplus)	\$1,483,948,059	\$1,515,277,416
Undistributed net investment (loss)	(4,324,408)	—
Undistributed net realized (losses) gains	(8,570)	5,638,632
Unrealized appreciation	2,539,029,537	2,452,671,119
Total Net Assets	\$4,018,644,618	\$3,973,587,167

The accompanying notes form an integral part of these Financial Statements.

SEQUOIA FUND, INC. Notes To Financial Statements

NOTE 1—SIGNIFICANT ACCOUNTING POLICIES:

Sequoia Fund, Inc. is registered under the Investment Company Act of 1940, as amended, as a non-diversified, open-end management company. The investment objective of the Fund is growth of capital from investments primarily in common stocks and securities convertible into or exchangeable for common stock. The following is a summary of significant accounting policies, consistently followed by the Fund in the preparation of its financial statements.

- A. *Valuation of investments:* Investments are carried at market value or at fair value as determined by the Board of Directors. Securities traded on a national securities exchange are valued at the last reported sales price on the principal exchange on which the security is listed on the last business day of the period; securities traded in the over-the-counter market are valued in accordance with NASDAQ Official Closing Price on the last business day of the period; listed securities and securities traded in the over-the-counter market for which no sale was reported on that date are valued at the mean between the last reported bid and asked prices; U.S. Treasury Bills with remaining maturities of 60 days or less are valued at their amortized cost. U.S. Treasury Bills that when purchased have a remaining maturity in excess of sixty days are stated at their discounted value based upon the mean between the bid and asked discount rates until the sixtieth day prior to maturity, at which point they are valued at amortized cost.
- B. *Accounting for investments:* Investment transactions are accounted for on the trade date and dividend income is recorded on the ex-dividend date. The net realized gain or loss on security transactions is determined for accounting and tax purposes on the specific identification basis.
- C. *Federal income taxes:* It is the Fund's policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute all of its taxable income to its stockholders. Therefore, no federal income tax provision is required.
- D. *Use of Estimates:* The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates.
- E. *General:* Dividends and distributions are recorded by the Fund on the ex-dividend date. Interest income is accrued as earned.

NOTE 2—INVESTMENT ADVISORY CONTRACTS AND PAYMENTS TO INTERESTED PERSONS:

The Fund retains Ruane, Cunniff & Goldfarb Inc., as its investment adviser. Ruane, Cunniff & Goldfarb Inc. (Investment Adviser) provides the Fund with investment advice, administrative services and facilities.

Under the terms of the Advisory Agreement, the Investment Adviser receives a management fee equal to 1% per annum of the Fund's average daily net asset values. This percentage will not increase or decrease in relation to increases or decreases in the net asset value of the Fund. Under the Advisory Agreement, the Investment Adviser is obligated to reimburse the Fund for the amount, if any, by which the operating expenses of the Fund (including the management fee) in any year exceed the sum of 1 1/2% of the average daily net asset values of the Fund during such year up to a maximum of \$30,000,000, plus 1% of the average daily net asset values in excess of \$30,000,000. The expenses incurred by the Fund exceeded the percentage limitation during the six months ended June 30, 2004 and the Investment Adviser reimbursed the Fund \$438,000.

For the six months ended June 30, 2004, there were no amounts accrued to interested persons, including officers and directors, other than advisory fees of \$20,061,362 to Ruane, Cunniff & Goldfarb Inc. and brokerage commissions of \$209,731 to Ruane, Cunniff & Goldfarb LLC, an affiliate of the Investment Adviser. Certain officers of the Fund are also officers of the Investment Adviser and the Fund's distributor. Ruane, Cunniff & Goldfarb LLC, the Fund's distributor, received no compensation from the Fund on the sale of the Fund's capital shares during the six months ended June 30, 2004.

NOTE 3—PORTFOLIO TRANSACTIONS:

The aggregate cost of purchases and the proceeds from the sales of securities, excluding U.S. government obligations, for the six months ended June 30, 2004 were \$235,684,683 and \$63,488,805, respectively. Included in proceeds of sales is \$63,488,805 representing the value of securities disposed of in payment of redemptions in-kind, resulting in realized gains of \$45,876,593. As a result of the redemptions in kind, net realized gains differ for financial statement and tax purposes. These realized gains have been reclassified from undistributed realized gains to paid in surplus in the accompanying financial statements.

At June 30, 2004 the aggregate gross unrealized appreciation and depreciation of securities were \$2,551,848,931 and \$12,819,394, respectively.

NOTE 4—CAPITAL STOCK:

At June 30, 2004 there were 100,000,000 shares of \$.10 par value capital stock authorized. Transactions in capital stock for the six months ended June 30, 2004 and the year ended December 31, 2003 were as follows:

	2004		2003	
	Shares	Amount	Shares	Amount
Shares sold	565,582	\$ 86,611,703	1,275,248	\$ 166,839,514
Shares issued to stockholders on reinvestment of:				
Net investment income.	—	—	—	—
Net realized gains on investments.	31,351	4,737,103	111,262	14,470,754
Shares repurchased.	596,933	91,348,806	1,386,510	181,310,268
Net (decrease).	1,099,117	168,554,756	5,304,441	679,379,738
	<u>(502,184)</u>	<u>\$ (77,205,950)</u>	<u>(3,917,931)</u>	<u>\$(498,069,470)</u>

NOTE 5—DIRECTORS FEES AND EXPENSES:

Directors who are not deemed "interested persons" receive fees of \$6,000 per quarter and \$2,500 for each meeting attended, and are reimbursed for travel and other out-of-pocket disbursements incurred in connection with attending directors meetings. The total of such fees and expenses paid by the Fund to these directors for the six months ended June 30, 2004 was \$95,481.

NOTE 6—AFFILIATED COMPANIES:

Investment in portfolio companies 5% or more of whose outstanding voting securities are held by the Fund are defined in the Investment Company Act of 1940 as "affiliated companies." The total value and cost of investments in affiliates at June 30, 2004 aggregated \$341,506,797 and \$219,560,768, respectively. The summary

of transactions for each affiliate during the period of their affiliation for the six months ended June 30, 2004 is provided below:

Affiliate	Purchases		Sales		Realized Gain	Dividend Income
	Shares	Cost	Shares	Cost		
Ethan Allen Interiors Inc	5,000	\$191,550	32,933	\$ 817,446	\$ 624,071	\$6,345,746
Mohawk Industries Inc	—	—	52,030	\$2,338,187	1,947,587	—
					<u>\$2,571,658</u>	<u>\$6,345,746</u>

NOTE 7—The interim financial statements have not been examined by the Fund’s independent accountants and accordingly they do not express an opinion thereon.

NOTE 8—FINANCIAL HIGHLIGHTS:

	Six Months Ended June 30, 2004	Year Ended December 31,				
		2003	2002	2001	2000	1999
Per Share Operating Performance (for a share outstanding throughout the period)						
Net asset value, beginning of period . .	\$ 147.61	\$ 126.63	\$ 130.24	\$ 122.09	\$ 127.27	\$ 160.7
Income from investment operations:						
Net investment income (loss)	(0.16)	(0.62)	(0.41)	0.97	1.66	0.84
Net realized and unrealized gains (losses) on investments.	4.88	22.21	(3.03)	11.52	23.33	(26.83)
Total from investment operations . .	4.72	21.59	(3.44)	12.49	24.99	(25.99)
Less distributions:						
Dividends from net investment income	(0.00)	(0.00)	(0.01)	(0.97)	(1.66)	(0.85)
Distributions from net realized gains . .	(0.21)	(0.61)	(0.16)	(3.37)	(28.51)	(6.59)
Total distributions	(0.21)	(0.61)	(0.17)	(4.34)	(30.17)	(7.44)
Net asset value, end of period	\$ 152.12	\$ 147.61	\$ 126.63	\$ 130.24	\$ 122.09	\$ 127.27
Total Return	3.2%†	17.1%	-2.6%	10.5%	20.1%	-16.5%
Ratios/Supplemental data						
Net assets, end of period (in millions) . .	\$4,018.6	\$3,973.6	\$3,905.1	\$4,230.1	\$3,943.9	\$3,896.9
Ratio to average net assets:						
Expenses	1.0%*	1.0%	1.0%	1.0%	1.0%	1.0%
Net investment income	-0.2%*	-0.5%	-0.3%	0.8%	1.2%	0.6%
Portfolio turnover rate	4%*	3%	8%	7%	36%	12%

† Not annualized

* Annualized

SEQUOIA FUND, INC.
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DIRECTORS

William J. Ruane
Richard T. Cunniff
Robert D. Goldfarb
David M. Poppe
Vinod Ahooja
Roger Lowenstein
Francis P. Matthews
C. William Neuhauser
Robert L. Swiggett

OFFICERS

William J. Ruane	— <i>Chairman of the Board</i>
Richard T. Cunniff	— <i>Vice Chairman</i>
Robert D. Goldfarb	— <i>President</i>
David M. Poppe	— <i>Executive Vice President</i>
Joseph Quinones, Jr.	— <i>Vice President, Secretary & Treasurer</i>

INVESTMENT ADVISER

Ruane, Cunniff & Goldfarb Inc.
767 Fifth Avenue, Suite 4701
New York, New York 10153-4798

DISTRIBUTOR

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REGISTRAR AND SHAREHOLDER SERVICING AGENT

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LEGAL COUNSEL

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