

DIVIDEND & INCOME FUND
Form N-PX
August 27, 2012

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF
REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-08747

Dividend and Income Fund
(Exact name of registrant as specified in charter)

11 Hanover Square, 12th Floor, New York, NY
(Address of principal executive offices) 10005
(Zip code)

John F. Ramirez, Esq.
Dividend and Income Fund
11 Hanover Square, 12th Floor
New York, NY 10005

Registrant's telephone number, including area code: 1-212-785-0400
Date of fiscal year end: 12/31

Date of reporting period: 07/01/2011 - 06/30/2012

Item 1. Proxy Voting Record

The information contained herein discloses the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
- (d) The shareholder meeting date;

- (e) A brief identification of the matter voted on;
- (f) Whether the matter was proposed by the issuer or by a security holder;
- (g) Whether the registrant cast its vote on the matter;
- (h) How the registrant cast its vote; and
- (i) Whether the registrant cast its vote for or against management.

 DIVIDEND AND INCOME FUND

3M COMPANY

Ticker: MMM Security ID: 88579Y101
 Meeting Date: MAY 08, 2012 Meeting Type: Annual
 Record Date: MAR 09, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Linda G. Alvarado | For | For | Management |
| 2 | Elect Director Vance D. Coffman | For | For | Management |
| 3 | Elect Director Michael L. Eskew | For | For | Management |
| 4 | Elect Director W. James Farrell | For | For | Management |
| 5 | Elect Director Herbert L. Henkel | For | For | Management |
| 6 | Elect Director Edward M. Liddy | For | For | Management |
| 7 | Elect Director Robert S. Morrison | For | For | Management |
| 8 | Elect Director Aulana L. Peters | For | For | Management |
| 9 | Elect Director Inge G. Thulin | For | For | Management |
| 10 | Elect Director Robert J. Ulrich | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 13 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 14 | Amend Omnibus Stock Plan | For | For | Management |
| 15 | Report on Lobbying Payments and Policy | Against | For | Shareholder |
| 16 | Prohibit Political Contributions | Against | Against | Shareholder |
| 17 | Require Independent Board Chairman | Against | Against | Shareholder |

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100
 Meeting Date: APR 27, 2012 Meeting Type: Annual
 Record Date: FEB 29, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert J. Alpern | For | For | Management |
| 1.2 | Elect Director Roxanne S. Austin | For | For | Management |

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| | | | | |
|------|--|---------|----------|-------------|
| 1.3 | Elect Director Sally E. Blount | For | For | Management |
| 1.4 | Elect Director W. James Farrell | For | For | Management |
| 1.5 | Elect Director Edward M. Liddy | For | For | Management |
| 1.6 | Elect Director Nancy McKinstry | For | Withhold | Management |
| 1.7 | Elect Director Phebe N. Novakovic | For | For | Management |
| 1.8 | Elect Director William A. Osborn | For | For | Management |
| 1.9 | Elect Director Samuel C. Scott, III | For | For | Management |
| 1.10 | Elect Director Glenn F. Tilton | For | For | Management |
| 1.11 | Elect Director Miles D. White | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Report on Research Animal Care and Promotion of Testing Alternatives | Against | Against | Shareholder |
| 5 | Report on Lobbying Payments and Policy | Against | For | Shareholder |
| 6 | Require Independent Board Chairman | Against | Against | Shareholder |
| 7 | Adopt Anti Gross-up Policy | Against | For | Shareholder |
| 8 | Stock Retention/Holding Period | Against | For | Shareholder |
| 9 | Cease Compliance Adjustments to Performance Criteria | Against | For | Shareholder |
| 10 | Pro-rata Vesting of Equity Plans | Against | For | Shareholder |

ACE LIMITED

Ticker: ACE Security ID: H0023R105
 Meeting Date: JAN 09, 2012 Meeting Type: Special
 Record Date: NOV 30, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Dividend Distribution from Legal Reserves | For | For | Management |

ACE LIMITED

Ticker: ACE Security ID: H0023R105
 Meeting Date: MAY 16, 2012 Meeting Type: Annual
 Record Date: MAR 30, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Michael G. Atieh as Director | For | For | Management |
| 1.2 | Elect Mary A. Cirillo as Director | For | For | Management |
| 1.3 | Elect Thomas J. Neff as Director | For | For | Management |
| 2.1 | Approve Annual Report | For | For | Management |
| 2.2 | Accept Statutory Financial Statements | For | For | Management |
| 2.3 | Accept Consolidated Financial Statements | For | For | Management |
| 3 | Approve Allocation of Income and Dividends | For | For | Management |
| 4 | Approve Discharge of Board and Senior Management | For | For | Management |
| 5 | Approve Creation of CHF 4.2 Billion Pool of Capital without Preemptive Rights | For | For | Management |

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|-----|--|-----|-----|------------|
| 6.1 | Ratify PricewaterhouseCoopers AG as Auditors | For | For | Management |
| 6.2 | Ratify PricewaterhouseCoopers LLP as Independent Registered Public Accounting Firm as Auditors | For | For | Management |
| 6.3 | Ratify BDO AG as Special Auditors | For | For | Management |
| 7 | Approve Dividend Distribution From Legal Reserves Through Reduction in Share Capital | For | For | Management |
| 8 | Advisory Vote to ratify Named Executive Officers' Compensation | For | For | Management |
| 9 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |

ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103
 Meeting Date: MAY 17, 2012 Meeting Type: Annual
 Record Date: MAR 26, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Elizabeth E. Bailey | For | For | Management |
| 2 | Elect Director Gerald L. Baliles | For | For | Management |
| 3 | Elect Director Martin J. Barrington | For | For | Management |
| 4 | Elect Director John T. Casteen III | For | For | Management |
| 5 | Elect Director Dinyar S. Devitre | For | For | Management |
| 6 | Elect Director Thomas F. Farrell II | For | For | Management |
| 7 | Elect Director Thomas W. Jones | For | For | Management |
| 8 | Elect Director W. Leo Kiely III | For | For | Management |
| 9 | Elect Director Kathryn B. McQuade | For | For | Management |
| 10 | Elect Director George Munoz | For | For | Management |
| 11 | Elect Director Nabil Y. Sakkab | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Report on Lobbying Payments and Policy | Against | For | Shareholder |

ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105
 Meeting Date: MAR 13, 2012 Meeting Type: Annual
 Record Date: JAN 13, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Elect Director Ray Stata | For | For | Management |
| 2 | Elect Director Jerald G. Fishman | For | For | Management |
| 3 | Elect Director James A. Champy | For | For | Management |
| 4 | Elect Director John C. Hodgson | For | For | Management |
| 5 | Elect Director Yves-Andre Istel | For | For | Management |
| 6 | Elect Director Neil Novich | For | For | Management |
| 7 | Elect Director F. Grant Saviers | For | For | Management |

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|----|--|-----|-----|------------|
| 8 | Elect Director Paul J. Severino | For | For | Management |
| 9 | Elect Director Kenton J. Sicchitano | For | For | Management |
| 10 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |

ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY Security ID: 035710409
 Meeting Date: MAY 24, 2012 Meeting Type: Annual
 Record Date: MAR 30, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Elect Director Wellington J. Denahan-Norris | For | For | Management |
| 2 | Elect Director Michael Haylon | For | For | Management |
| 3 | Elect Director Donnell A. Segalas | For | Against | Management |
| 4 | Elect Director Jonathan D. Green | For | Against | Management |
| 5 | Ratify Auditors | For | For | Management |

APOLLO INVESTMENT CORPORATION

Ticker: AINV Security ID: 03761U106
 Meeting Date: AUG 02, 2011 Meeting Type: Annual
 Record Date: JUN 08, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Frank C. Puleo | For | For | Management |
| 1.2 | Elect Director Carl Spielvogel | For | For | Management |
| 1.3 | Elect Director Jeanette Loeb | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Sale of Common Shares Below Net Asset Value | For | For | Management |

AT&T INC.

Ticker: T Security ID: 00206R102
 Meeting Date: APR 27, 2012 Meeting Type: Annual
 Record Date: FEB 28, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Randall L. Stephenson | For | For | Management |
| 2 | Elect Director Gilbert F. Amelio | For | For | Management |
| 3 | Elect Director Reuben V. Anderson | For | For | Management |
| 4 | Elect Director James H. Blanchard | For | For | Management |
| 5 | Elect Director Jaime Chico Pardo | For | For | Management |
| 6 | Elect Director James P. Kelly | For | For | Management |

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|----|--|---------|---------|-------------|
| 7 | Elect Director Jon C. Madonna | For | For | Management |
| 8 | Elect Director John B. McCoy | For | For | Management |
| 9 | Elect Director Joyce M. Roche | For | For | Management |
| 10 | Elect Director Matthew K. Rose | For | For | Management |
| 11 | Elect Director Laura D'Andrea Tyson | For | For | Management |
| 12 | Ratification Of Appointment Of Independent Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Provide Right to Act by Written Consent | For | For | Management |
| 15 | Report on Political Contributions | Against | For | Shareholder |
| 16 | Commit to Wireless Network Neutrality | Against | Against | Shareholder |
| 17 | Require Independent Board Chairman | Against | For | Shareholder |

AVON PRODUCTS, INC.

Ticker: AVP Security ID: 054303102
 Meeting Date: MAY 03, 2012 Meeting Type: Annual
 Record Date: MAR 16, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Douglas R. Conant | For | For | Management |
| 1.2 | Elect Director W. Don Cornwell | For | For | Management |
| 1.3 | Elect Director V. Ann Hailey | For | For | Management |
| 1.4 | Elect Director Fred Hassan | For | For | Management |
| 1.5 | Elect Director Andrea Jung | For | For | Management |
| 1.6 | Elect Director Maria Elena Lagomasino | For | For | Management |
| 1.7 | Elect Director Ann S. Moore | For | For | Management |
| 1.8 | Elect Director Gary M. Rodkin | For | For | Management |
| 1.9 | Elect Director Paula Stern | For | For | Management |
| 1.10 | Elect Director Lawrence A. Weinbach | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

BARRICK GOLD CORPORATION

Ticker: ABX Security ID: 067901108
 Meeting Date: MAY 02, 2012 Meeting Type: Annual
 Record Date: MAR 07, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Howard L. Beck | For | For | Management |
| 1.2 | Elect Director C. William D. Birchall | For | For | Management |
| 1.3 | Elect Director Donald J. Carty | For | For | Management |
| 1.4 | Elect Director Gustavo Cisneros | For | For | Management |
| 1.5 | Elect Director Robert M. Franklin | For | For | Management |
| 1.6 | Elect Director J. Brett Harvey | For | For | Management |

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| | | | | |
|------|--|-----|-----|------------|
| 1.7 | Elect Director Dambisa Moyo | For | For | Management |
| 1.8 | Elect Director Brian Mulroney | For | For | Management |
| 1.9 | Elect Director Anthony Munk | For | For | Management |
| 1.10 | Elect Director Peter Munk | For | For | Management |
| 1.11 | Elect Director Aaron W. Regent | For | For | Management |
| 1.12 | Elect Director Nathaniel P. Rothschild | For | For | Management |
| 1.13 | Elect Director Steven J. Shapiro | For | For | Management |
| 1.14 | Elect Director John L. Thornton | For | For | Management |
| 2 | Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |
| 3 | Advisory Vote on Executive Compensation Approach | For | For | Management |

BRISTOL-MYERS SQUIBB COMPANY

Ticker: BMY Security ID: 110122108
 Meeting Date: MAY 01, 2012 Meeting Type: Annual
 Record Date: MAR 09, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Lamberto Andreotti | For | For | Management |
| 2 | Elect Director Lewis B. Campbell | For | For | Management |
| 3 | Elect Director James M. Cornelius | For | For | Management |
| 4 | Elect Director Louis J. Freeh | For | For | Management |
| 5 | Elect Director Laurie H. Glimcher | For | For | Management |
| 6 | Elect Director Michael Grobstein | For | For | Management |
| 7 | Elect Director Alan J. Lacy | For | For | Management |
| 8 | Elect Director Vicki L. Sato | For | For | Management |
| 9 | Elect Director Elliott Sigal | For | For | Management |
| 10 | Elect Director Gerald L. Storch | For | For | Management |
| 11 | Elect Director Togo D. West, Jr. | For | For | Management |
| 12 | Elect Director R. Sanders Williams | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 15 | Approve Omnibus Stock Plan | For | For | Management |
| 16 | Provide for Cumulative Voting | Against | For | Shareholder |
| 17 | Report on Research Animal Care and Promotion of Testing Alternatives | Against | Against | Shareholder |
| 18 | Provide Right to Act by Written Consent | Against | For | Shareholder |

CARNIVAL CORPORATION

Ticker: CCL Security ID: 143658300
 Meeting Date: APR 11, 2012 Meeting Type: Annual
 Record Date: FEB 13, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|----|---|---------|-----|-------------|
| 1 | Reelect Micky Arison As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 2 | Reelect Jonathon Band As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 3 | Reelect Robert H. Dickinson As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 4 | Reelect Arnold W. Donald As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 5 | Reelect Pier Luigi Foschi As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 6 | Reelect Howard S. Frank As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 7 | Reelect Richard J. Glasier As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 8 | Reelect Debra Kelly-Ennis As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 9 | Reelect Modesto A. Maidique As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 10 | Reelect Sir John Parker As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 11 | Reelect Peter G. Ratcliffe As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 12 | Reelect Stuart Subotnick As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 13 | Reelect Laura Weil As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 14 | Reelect Randall J. Weisenburger As A Director Of Carnival Corporation and As A Director Of Carnival Plc. | For | For | Management |
| 15 | Reappoint The UK Firm Of PricewaterhouseCoopers LLP As Independent Auditors For Carnival Plc And Ratify The U.S. Firm Of PricewaterhouseCoopers LLP As The Independent Auditor For Carnival Corporation | For | For | Management |
| 16 | Authorize The Audit Committee Of Carnival Plc To Fix Remuneration Of The Independent Auditors Of Carnival Plc | For | For | Management |
| 17 | Receive The UK Accounts And Reports Of The Directors And Auditors Of Carnival Plc For The Year Ended November 30, 2011 | For | For | Management |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 19 | Approve Remuneration of Executive Directors | For | For | Management |
| 20 | Authorize Issue of Equity with Pre-emptive Rights | For | For | Management |
| 21 | Authorize Issue of Equity without Pre-emptive Rights | For | For | Management |
| 22 | Authorize Shares for Market Purchase | For | For | Management |
| 23 | Report on Political Contributions | Against | For | Shareholder |

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CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100
 Meeting Date: MAY 30, 2012 Meeting Type: Annual
 Record Date: APR 04, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Linnet F. Deily | For | For | Management |
| 2 | Elect Director Robert E. Denham | For | For | Management |
| 3 | Elect Director Chuck Hagel | For | For | Management |
| 4 | Elect Director Enrique Hernandez, Jr. | For | For | Management |
| 5 | Elect Director George L. Kirkland | For | For | Management |
| 6 | Elect Director Charles W. Moorman, IV | For | For | Management |
| 7 | Elect Director Kevin W. Sharer | For | For | Management |
| 8 | Elect Director John G. Stumpf | For | For | Management |
| 9 | Elect Director Ronald D. Sugar | For | For | Management |
| 10 | Elect Director Carl Ware | For | For | Management |
| 11 | Elect Director John S. Watson | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Remove Exclusive Venue Provision | Against | For | Shareholder |
| 15 | Require Independent Board Chairman | Against | For | Shareholder |
| 16 | Report on Lobbying Payments and Policy | Against | For | Shareholder |
| 17 | Adopt Guidelines for Country Selection | Against | For | Shareholder |
| 18 | Report on Hydraulic Fracturing Risks to Company | Against | For | Shareholder |
| 19 | Report on Accident Risk Reduction Efforts | Against | Against | Shareholder |
| 20 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 21 | Request Director Nominee with Environmental Qualifications | Against | For | Shareholder |

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104
 Meeting Date: MAY 09, 2012 Meeting Type: Annual
 Record Date: MAR 12, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|------------|
| 1 | Elect Director Richard L. Armitage | For | For | Management |
| 2 | Elect Director Richard H. Auchinleck | For | For | Management |
| 3 | Elect Director James E. Copeland, Jr. | For | For | Management |
| 4 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 5 | Elect Director Ruth R. Harkin | For | For | Management |
| 6 | Elect Director Ryan M. Lance | For | For | Management |
| 7 | Elect Director Mohd H. Marican | For | For | Management |
| 8 | Elect Director Harold W. McGraw, III | For | For | Management |
| 9 | Elect Director James J. Mulva | For | For | Management |
| 10 | Elect Director Robert A. Niblock | For | For | Management |

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|----|--|---------|---------|-------------|
| 11 | Elect Director Harald J. Norvik | For | For | Management |
| 12 | Elect Director William K. Reilly | For | For | Management |
| 13 | Elect Director Victoria J. Tschinkel | For | For | Management |
| 14 | Elect Director Kathryn C. Turner | For | For | Management |
| 15 | Elect Director William E. Wade, Jr. | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 18 | Adopt Policy to Address Coastal Louisiana Environmental Impacts | Against | Against | Shareholder |
| 19 | Report on Accident Risk Reduction Efforts | Against | Against | Shareholder |
| 20 | Report on Lobbying Payments and Policy | Against | For | Shareholder |
| 21 | Adopt Quantitative GHG Goals for Products and Operations | Against | For | Shareholder |
| 22 | Amend EEO Policy to Prohibit Discrimination based on Gender Identity | Against | For | Shareholder |

CSX CORPORATION

Ticker: CSX Security ID: 126408103
 Meeting Date: MAY 09, 2012 Meeting Type: Annual
 Record Date: MAR 09, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Donna M. Alvarado | For | For | Management |
| 2 | Elect Director John B. Breaux | For | For | Management |
| 3 | Elect Director Pamela L. Carter | For | For | Management |
| 4 | Elect Director Steven T. Halverson | For | For | Management |
| 5 | Elect Director Edward J. Kelly, III | For | For | Management |
| 6 | Elect Director Gilbert H. Lamphere | For | For | Management |
| 7 | Elect Director John D. McPherson | For | For | Management |
| 8 | Elect Director Timothy T. O'Toole | For | For | Management |
| 9 | Elect Director David M. Ratcliffe | For | For | Management |
| 10 | Elect Director Donald J. Shepard | For | For | Management |
| 11 | Elect Director Michael J. Ward | For | For | Management |
| 12 | Elect Director J.C. Watts, Jr. | For | For | Management |
| 13 | Elect Director J. Steven Whisler | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

DOVER CORPORATION

Ticker: DOV Security ID: 260003108
 Meeting Date: MAY 03, 2012 Meeting Type: Annual
 Record Date: MAR 09, 2012

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director David H. Benson | For | For | Management |
| 2 | Elect Director Robert W. Cremin | For | For | Management |
| 3 | Elect Director Jean-Pierre M. Ergas | For | For | Management |
| 4 | Elect Director Peter T. Francis | For | For | Management |
| 5 | Elect Director Kristiane C. Graham | For | For | Management |
| 6 | Elect Director Robert A. Livingston | For | For | Management |
| 7 | Elect Director Richard K. Lochridge | For | For | Management |
| 8 | Elect Director Bernard G. Rethore | For | For | Management |
| 9 | Elect Director Michael B. Stubbs | For | For | Management |
| 10 | Elect Director Stephen M. Todd | For | For | Management |
| 11 | Elect Director Stephen K. Wagner | For | For | Management |
| 12 | Elect Director Mary A. Winston | For | For | Management |
| 13 | Approve Omnibus Stock Plan | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

E. I. DU PONT DE NEMOURS AND COMPANY

Ticker: DD Security ID: 263534109
 Meeting Date: APR 25, 2012 Meeting Type: Annual
 Record Date: FEB 29, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Lamberto Andreotti | For | For | Management |
| 2 | Elect Director Richard H. Brown | For | For | Management |
| 3 | Elect Director Robert A. Brown | For | For | Management |
| 4 | Elect Director Bertrand P. Collomb | For | For | Management |
| 5 | Elect Director Curtis J. Crawford | For | For | Management |
| 6 | Elect Director Alexander M. Cutler | For | For | Management |
| 7 | Elect Director Eleuthere I. Du Pont | For | For | Management |
| 8 | Elect Director Marillyn A. Hewson | For | For | Management |
| 9 | Elect Director Lois D. Juliber | For | For | Management |
| 10 | Elect Director Ellen J. Kullman | For | For | Management |
| 11 | Elect Director Lee M. Thomas | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 14 | Require Independent Board Chairman | Against | For | Shareholder |
| 15 | Report on Pay Disparity | Against | Against | Shareholder |

EMERSON ELECTRIC CO.

Ticker: EMR Security ID: 291011104
 Meeting Date: FEB 07, 2012 Meeting Type: Annual
 Record Date: NOV 29, 2011

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director C. Fernandez G. | For | For | Management |
| 1.2 | Elect Director A.F. Golden | For | For | Management |
| 1.3 | Elect Director W.R. Johnson | For | For | Management |
| 1.4 | Elect Director J.B. Menzer | For | For | Management |
| 1.5 | Elect Director A.A. Busch, III | For | For | Management |
| 1.6 | Elect Director R.I. Ridgway | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Report on Sustainability | Against | For | Shareholder |
| 5 | Declassify the Board of Directors | Against | For | Shareholder |

ENTERGY CORPORATION

Ticker: ETR Security ID: 29364G103
 Meeting Date: MAY 04, 2012 Meeting Type: Annual
 Record Date: MAR 06, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director Maureen Scannell Bateman | For | For | Management |
| 2 | Elect Director Gary W. Edwards | For | For | Management |
| 3 | Elect Director Alexis M. Herman | For | For | Management |
| 4 | Elect Director Donald C. Hintz | For | For | Management |
| 5 | Elect Director J. Wayne Leonard | For | For | Management |
| 6 | Elect Director Stuart L. Levenick | For | For | Management |
| 7 | Elect Director Blanche L. Lincoln | For | For | Management |
| 8 | Elect Director Stewart C. Myers | For | For | Management |
| 9 | Elect Director William A. Percy, II | For | For | Management |
| 10 | Elect Director W.J. Tauzin | For | For | Management |
| 11 | Elect Director Steven V. Wilkinson | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

EXELON CORPORATION

Ticker: EXC Security ID: 30161N101
 Meeting Date: NOV 17, 2011 Meeting Type: Special
 Record Date: OCT 07, 2011

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Issue Shares in Connection with Acquisition | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

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EXELON CORPORATION

Ticker: EXC Security ID: 30161N101
 Meeting Date: APR 02, 2012 Meeting Type: Annual
 Record Date: FEB 07, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Elect Director John A. Canning, Jr. | For | For | Management |
| 2 | Elect Director Christopher M. Crane | For | For | Management |
| 3 | Elect Director M. Walter D'Alessio | For | For | Management |
| 4 | Elect Director Nicholas DeBenedictis | For | For | Management |
| 5 | Elect Director Nelson A. Diaz | For | For | Management |
| 6 | Elect Director Sue L. Gin | For | For | Management |
| 7 | Elect Director Rosemarie B. Greco | For | For | Management |
| 8 | Elect Director Paul L. Joskow, Ph. D. | For | For | Management |
| 9 | Elect Director Richard W. Mies | For | For | Management |
| 10 | Elect Director John M. Palms, Ph. D. | For | For | Management |
| 11 | Elect Director William C. Richardson, Ph. D. | For | For | Management |
| 12 | Elect Director Thomas J. Ridge | For | For | Management |
| 13 | Elect Director John W. Rogers, Jr. | For | For | Management |
| 14 | Elect Director John W. Rowe | For | For | Management |
| 15 | Elect Director Stephen D. Steinour | For | For | Management |
| 16 | Elect Director Don Thompson | For | For | Management |
| 17 | Elect Director Ann C. Berzin | For | For | Management |
| 18 | Elect Director Yves C. de Balmann | For | For | Management |
| 19 | Elect Director Robert J. Lawless | For | For | Management |
| 20 | Elect Director Mayo A. Shattuck III | For | For | Management |
| 21 | Ratify Auditors | For | For | Management |
| 22 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |

EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102
 Meeting Date: MAY 30, 2012 Meeting Type: Annual
 Record Date: APR 04, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director M.J. Boskin | For | For | Management |
| 1.2 | Elect Director P. Brabeck-Letmathe | For | For | Management |
| 1.3 | Elect Director L.R. Faulkner | For | For | Management |
| 1.4 | Elect Director J.S. Fishman | For | For | Management |
| 1.5 | Elect Director H.H. Fore | For | For | Management |
| 1.6 | Elect Director K.C. Frazier | For | For | Management |
| 1.7 | Elect Director W.W. George | For | For | Management |
| 1.8 | Elect Director S.J. Palmisano | For | For | Management |
| 1.9 | Elect Director S.S. Reinemund | For | For | Management |
| 1.10 | Elect Director R.W. Tillerson | For | For | Management |

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| | | | | |
|------|---|---------|---------|-------------|
| 1.11 | Elect Director E.E. Whitacre, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Require Independent Board Chairman | Against | For | Shareholder |
| 5 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |
| 6 | Report on Political Contributions | Against | For | Shareholder |
| 7 | Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity | Against | Against | Shareholder |
| 8 | Report on Hydraulic Fracturing Risks to Company | Against | For | Shareholder |
| 9 | Adopt Quantitative GHG Goals for Products and Operations | Against | For | Shareholder |

FIRSTENERGY CORP.

Ticker: FE Security ID: 337932107
 Meeting Date: MAY 15, 2012 Meeting Type: Annual
 Record Date: MAR 21, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Paul T. Addison | For | For | Management |
| 1.2 | Elect Director Anthony J. Alexander | For | For | Management |
| 1.3 | Elect Director Michael J. Anderson | For | For | Management |
| 1.4 | Elect Director Carol A. Cartwright | For | For | Management |
| 1.5 | Elect Director William T. Cottle | For | For | Management |
| 1.6 | Elect Director Robert B. Heisler, Jr. | For | For | Management |
| 1.7 | Elect Director Julia L. Johnson | For | For | Management |
| 1.8 | Elect Director Ted J. Kleisner | For | For | Management |
| 1.9 | Elect Director Donald T. Misheff | For | For | Management |
| 1.10 | Elect Director Ernest J. Novak, Jr. | For | For | Management |
| 1.11 | Elect Director Christopher D. Pappas | For | For | Management |
| 1.12 | Elect Director Catherine A. Rein | For | For | Management |
| 1.13 | Elect Director George M. Smart | For | For | Management |
| 1.14 | Elect Director Wes M. Taylor | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Report on Coal Combustion Waste Hazard and Risk Mitigation Efforts | Against | For | Shareholder |
| 6 | Report on Plans to Reduce Coal-Related Costs and Risks | Against | Against | Shareholder |
| 7 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103
 Meeting Date: APR 25, 2012 Meeting Type: Annual
 Record Date: FEB 27, 2012

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director W. Geoffrey Beattie | For | For | Management |
| 2 | Elect Director James I. Cash, Jr. | For | For | Management |
| 3 | Elect Director Ann M. Fudge | For | For | Management |
| 4 | Elect Director Susan Hockfield | For | For | Management |
| 5 | Elect Director Jeffrey R. Immelt | For | For | Management |
| 6 | Elect Director Andrea Jung | For | For | Management |
| 7 | Elect Director Alan G. Lafley | For | For | Management |
| 8 | Elect Director Robert W. Lane | For | For | Management |
| 9 | Elect Director Ralph S. Larsen | For | For | Management |
| 10 | Elect Director Rochelle B. Lazarus | For | For | Management |
| 11 | Elect Director James J. Mulva | For | For | Management |
| 12 | Elect Director Sam Nunn | For | For | Management |
| 13 | Elect Director Roger S. Penske | For | For | Management |
| 14 | Elect Director Robert J. Swieringa | For | For | Management |
| 15 | Elect Director James S. Tisch | For | For | Management |
| 16 | Elect Director Douglas A. Warner, III | For | For | Management |
| 17 | Ratify Auditors | For | For | Management |
| 18 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 19 | Amend Omnibus Stock Plan | For | For | Management |
| 20 | Approve Material Terms of Senior Officer Performance Goals | For | For | Management |
| 21 | Provide for Cumulative Voting | Against | For | Shareholder |
| 22 | Phase Out Nuclear Activities | Against | Against | Shareholder |
| 23 | Require Independent Board Chairman | Against | Against | Shareholder |
| 24 | Provide Right to Act by Written Consent | Against | For | Shareholder |

GOLDCORP INC.

Ticker: G Security ID: 380956409
 Meeting Date: APR 26, 2012 Meeting Type: Annual/Special
 Record Date: MAR 12, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1.1 | Elect Director Ian W. Telfer | For | For | Management |
| 1.2 | Elect Director Douglas M. Holtby | For | For | Management |
| 1.3 | Elect Director Charles A. Jeannes | For | For | Management |
| 1.4 | Elect Director John P. Bell | For | For | Management |
| 1.5 | Elect Director Lawrence I. Bell | For | For | Management |
| 1.6 | Elect Director Beverley A. Briscoe | For | For | Management |
| 1.7 | Elect Director Peter J. Dey | For | For | Management |
| 1.8 | Elect Director P. Randy Reifel | For | For | Management |
| 1.9 | Elect Director A. Dan Rovig | For | For | Management |
| 1.10 | Elect Director Blanca Trevino de Vega | For | For | Management |
| 1.11 | Elect Director Kenneth F. Williamson | For | For | Management |
| 2 | Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |

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|---|--|---------|---------|-------------|
| 3 | Re-approve Restricted Share Plan | For | For | Management |
| 4 | Advisory Vote on Executive Compensation Approach | For | For | Management |
| 5 | Community-Environment Impact | Against | Against | Shareholder |

HEWLETT-PACKARD COMPANY

Ticker: HPQ Security ID: 428236103
 Meeting Date: MAR 21, 2012 Meeting Type: Annual
 Record Date: JAN 23, 2012

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Marc L. Andreessen | For | For | Management |
| 2 | Elect Director Shumeet Banerji | For | For | Management |
| 3 | Elect Director Rajiv L. Gupta | For | For | Management |
| 4 | Elect Director John H. Hammergren | For | For | Management |
| 5 | Elect Director Raymond. J. Lane | For | For | Management |
| 6 | Elect Director Ann M. Livermore | For | For | Management |
| 7 | Elect Director G. M. Reiner | For | For | Management |
| 8 | Elect Director Patricia. F. Russo | For | For | Management |
| 9 | | | | |