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ELLSWORTH FUND LTD  
Form N-PX  
July 26, 2006

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: 811-04656  
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ELLSWORTH FUND LTD.  
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(Exact name of registrant as specified in charter)

65 Madison Avenue, Morristown, New Jersey 07960-7308  
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(Address of principal executive offices) (Zip code)

Thomas H. Dinsmore  
Ellsworth Fund Ltd.  
65 Madison Avenue  
Morristown, New Jersey 07960-7308  
(Name and address of agent for service)

Copy to:  
Martha J. Hays, Esq.  
Ballard Spahr Andrews & Ingersoll, LLP  
1735 Market Street  
Philadelphia, PA 19103-7599

Registrant's telephone number, including area code: 973-631-1177

Date of fiscal year end: September 30

Date of reporting period: June 30, 2006

Item 1. Proxy Voting Record

Issuer: Valero Energy Corp.  
Ticker symbol: VLO  
CUSIP: 91913Y407  
Meeting date: 04/27/2006

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/ Against Mgmt.
1-01. Election of Director: Jerry D. Choate	Management	YES	FOR	FOR
1-02. Election of Director: William R. Klesse	Management	YES	FOR	FOR

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1-03. Election of Director: Doanald L. Nickles	Management	YES	FOR	FOR
1-04. Election of Director: Susan Kaufman Purcell	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2006	Management	YES	FOR	FOR

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Issuer: Huntsman Corp.  
 Ticker symbol: HUN  
 CUSIP: 447011206  
 Meeting date: 05/04/2006

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: Peter R. Huntsman	Management	YES	FOR	FOR
1-02. Election of Director: Wayne A. Reaud	Management	YES	FOR	FOR
1-03. Election of Director: Alvin V. Shoemaker	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2006	Management	YES	FOR	FOR

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Issuer: LifePoint Hospitals, Inc.  
 Ticker symbol: LPNT  
 CUSIP: 53219L109  
 Meeting date: 05/08/2006

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: Ricki Tigert Helfer	Management	YES	FOR	FOR
1-02. Election of Director: John E. Maupin, Jr.	Management	YES	FOR	FOR
1-03. Election of Director: Owen G. Shell, Jr.	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2006	Management	YES	FOR	FOR

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Issuer: E\*TRADE Financial Corp.  
 Ticker symbol: ET  
 CUSIP: 269246104

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Meeting date: 05/25/2006

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: Michael K. Parks	Management	YES	FOR	FOR
1-02. Election of Director: Lewis E. Randall	Management	YES	FOR	FOR
1-03. Election of Director: Stephen H. Willard	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2006	Management	YES	FOR	FOR

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 Issuer: Ionatron, Inc.  
 Ticker symbol: IOTN  
 CUSIP: 462070103  
 Meeting date: 05/21/2006

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: Thomas C. Dearmin	Management	YES	FOR	FOR
1-02. Election of Director: George P. Farley	Management	YES	FOR	FOR
2. Amendment to the Certificate of Incorporation	Management	YES	FOR	FOR

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 Issuer: AT&T Inc.  
 Ticker symbol: T  
 CUSIP: 00206R102  
 Meeting date: 07/21/2006

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1. Special Meeting regarding Merger of AT&T with BellSouth	Management	YES	FOR	FOR

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 SIGNATURES

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Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Ellsworth Fund Ltd.

By /s/Thomas H. Dinsmore

Thomas H. Dinsmore

Principal Executive Officer

Date: July 26, 2006