

CLAYMORE DIVIDEND & INCOME FUND  
Form SC 13D/A  
August 24, 2009

SCHEDULE 13D

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT  
8/14/09

1. NAME OF REPORTING PERSON

Bulldog Investors, Phillip Goldstein and Andrew Dakos

2. CHECK THE BOX IF MEMBER OF A GROUP

a[X]

b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

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7. SOLE VOTING POWER

905,261

8. SHARED VOTING POWER

406,064

9. SOLE DISPOSITIVE POWER

1,311,325

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10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

1,311,325

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

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13. PERCENT OF CLASS REPRESENTED BY ROW 11

14.44%

14. TYPE OF REPORTING PERSON

# Edgar Filing: CLAYMORE DIVIDEND & INCOME FUND - Form SC 13D/A

IA

This statement constitutes Amendment #6 to the schedule 13d filed April 20, 2009. Except as specifically set forth herein, the Schedule 13d remains unmodified.

## ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As per the June 5, 2009 press release regarding the 1 for 5 reverse split, there are 9,079,884 of common stock outstanding. The percentage set forth in item 5 was derived using such number. Bulldog Investors, Phillip Goldstein and Andrew Dakos beneficially own an aggregate of 1,311,325 shares of DCS or 14.44% of the outstanding shares. Power to dispose of and vote securities resides either with Mr. Goldstein, Mr. Dakos or with clients.

c) Since the last Filing on 8/6/09 the following shares of DCS were bought:

Date	Shares	Price
08/6/2009	13,527	\$12.1982
08/7/2009	3,394	\$12.3989
08/10/2009	22,065	\$12.4603
08/11/2009	25,994	\$12.3609
08/11/2009	3,000	\$12.3600
08/12/2009	18,187	\$12.3973
08/13/2009	100	\$12.4000
08/14/2009	9,894	\$12.3583
08/17/2009	15,262	\$12.0663
08/18/2009	5,528	\$12.1643
08/19/2009	28,377	\$12.2591
08/19/2009	2,000	\$12.1000
08/20/2009	38,622	\$12.4050
08/21/2009	11,770	\$12.6606

d) Beneficiaries of managed accounts are entitled to receive any dividends or sales proceeds.

e) NA

## ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

None.

## Item 7. MATERIAL TO BE FILED AS EXHIBITS

none

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: 8/24/09

By: /s/ Phillip Goldstein  
Name: Phillip Goldstein

By: /S/ Andrew Dakos  
Name: Andrew Dakos