

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

GABELLI DIVIDEND & INCOME TRUST

Form N-PX

August 29, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-21423

The Gabelli Dividend & Income Trust
(Exact name of registrant as specified in charter)

One Corporate Center
Rye, New York 10580-1422
(Address of principal executive offices) (Zip code)

Bruce N. Alpert
Gabelli Funds, LLC
One Corporate Center
Rye, New York 10580-1422
(Name and address of agent for service)

Registrant's telephone number, including area code: 1-800-422-3554

Date of fiscal year end: December 31

Date of reporting period: July 1, 2011 - June 30, 2012

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (Sections 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. Section 3507.

PROXY VOTING RECORD

FOR PERIOD JULY 1, 2011 TO JUNE 30, 2012

INVESTMENT COMPANY REPORT

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TENARIS, S.A.

SECURITY 88031M109 MEETING TYPE Annual
 TICKER SYMBOL TS MEETING DATE 01-Jun-2011
 ISIN US88031M1099 AGENDA 933446189 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	CONSIDERATION OF THE BOARD'S MANAGEMENT REPORT & CERTIFICATIONS AND THE INDEPENDENT AUDITORS' REPORTS ON CONSOLIDATED FINANCIAL STATEMENTS AND THE COMPANY'S ANNUAL ACCOUNTS	Management	For
02	APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2010, 2009 AND 2008	Management	For
03	APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS AT DECEMBER 31, 2010	Management	For
04	ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2010	Management	For
05	DISCHARGE OF THE MEMBERS OF THE BOARD FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED DECEMBER 31, 2010	Management	For
06	ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS	Management	For
07	COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS	Management	For
08	APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011, AND APPROVAL OF THEIR FEES	Management	For
09	AUTHORIZATION TO BOARD TO CAUSE THE DISTRIBUTION OF ALL SHAREHOLDER COMMUNICATIONS, INCLUDING ITS SHAREHOLDER MEETING, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT	Management	For
E1	ADAPTATION OF ARTICLES OF ASSOCIATION TO ABOLISHMENT OF LAW OF JULY 31, 1929, ALL AS MORE FULLY DESCRIBED IN PROXY STATEMENT	Management	For
E2	CHANGE OF THE DATE OF THE ANNUAL GENERAL MEETING SO THAT IT BE HELD ON FIRST WEDNESDAY OF MAY OF EACH YEAR AT 11:00 A.M., AND CONSEQUENTIAL AMENDMENT TO ARTICLE 15 OF ARTICLES OF ASSOCIATION	Management	For

TENARIS, S.A.

SECURITY 88031M109 MEETING TYPE Annual
 TICKER SYMBOL TS MEETING DATE 01-Jun-2011
 ISIN US88031M1099 AGENDA 933465709 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	CONSIDERATION OF THE BOARD'S MANAGEMENT REPORT & CERTIFICATIONS AND THE INDEPENDENT AUDITORS' REPORTS ON CONSOLIDATED FINANCIAL STATEMENTS AND THE COMPANY'S ANNUAL ACCOUNTS	Management	For
02	APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2010, 2009 AND 2008	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

03	APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS AT DECEMBER 31, 2010	Management	For
04	ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2010	Management	For
05	DISCHARGE OF THE MEMBERS OF THE BOARD FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED DECEMBER 31, 2010	Management	For
06	ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS	Management	For
07	COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS	Management	For
08	APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011, AND APPROVAL OF THEIR FEES	Management	For
09	AUTHORIZATION TO BOARD TO CAUSE THE DISTRIBUTION OF ALL SHAREHOLDER COMMUNICATIONS, INCLUDING ITS SHAREHOLDER MEETING, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT	Management	For
E1	ADAPTATION OF ARTICLES OF ASSOCIATION TO ABOLISHMENT OF LAW OF JULY 31, 1929, ALL AS MORE FULLY DESCRIBED IN PROXY STATEMENT	Management	For
E2	CHANGE OF THE DATE OF THE ANNUAL GENERAL MEETING SO THAT IT BE HELD ON FIRST WEDNESDAY OF MAY OF EACH YEAR AT 11:00 A.M., AND CONSEQUENTIAL AMENDMENT TO ARTICLE 15 OF ARTICLES OF ASSOCIATION	Management	For

THE HOME DEPOT, INC.

SECURITY	437076102	MEETING TYPE	Annual
TICKER SYMBOL	HD	MEETING DATE	02-Jun-2011
ISIN	US4370761029	AGENDA	933427127 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: F. DUANE ACKERMAN	Management	For
1B	ELECTION OF DIRECTOR: FRANCIS S. BLAKE	Management	For
1C	ELECTION OF DIRECTOR: ARI BOUSBIB	Management	For
1D	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Management	For
1E	ELECTION OF DIRECTOR: J. FRANK BROWN	Management	For
1F	ELECTION OF DIRECTOR: ALBERT P. CAREY	Management	For
1G	ELECTION OF DIRECTOR: ARMANDO CODINA	Management	For
1H	ELECTION OF DIRECTOR: BONNIE G. HILL	Management	For
1I	ELECTION OF DIRECTOR: KAREN L. KATEN	Management	For
1J	ELECTION OF DIRECTOR: RONALD L. SARGENT	Management	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP	Management	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain
05	COMPANY PROPOSAL TO IMPLEMENT SHAREHOLDER ABILITY TO ACT BY WRITTEN CONSENT (APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION)	Management	For
06	SHAREHOLDER PROPOSAL REGARDING CUMULATIVE VOTING	Shareholder	Against
07	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS	Shareholder	Against
08	SHAREHOLDER PROPOSAL REGARDING EMPLOYMENT DIVERSITY REPORT	Shareholder	Against
09	SHAREHOLDER PROPOSAL REGARDING ELECTIONEERING POLICIES AND CONTRIBUTIONS	Shareholder	Against

NEW YORK COMMUNITY BANCORP, INC.

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY	649445103	MEETING TYPE	Annual
TICKER SYMBOL	NYB	MEETING DATE	02-Jun-2011
ISIN	US6494451031	AGENDA	933431277 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	DIRECTOR	Management	
	1 DOMINICK CIAMPA		For
	2 W.C. FREDERICK, M.D.		For
	3 MAX L. KUPFERBERG		For
	4 SPIROS J. VOUSINAS		For
	5 ROBERT WANN		For
02	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF NEW YORK COMMUNITY BANCORP, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.	Management	For
03	REAPPROVAL OF THE NEW YORK COMMUNITY BANCORP, INC. MANAGEMENT INCENTIVE COMPENSATION PLAN, WHICH WAS ORIGINALLY APPROVED BY THE COMPANY'S STOCKHOLDERS IN 2006, AND THE MATERIAL TERMS OF WHICH ARE DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.	Management	For
04	REAPPROVAL OF THE NEW YORK COMMUNITY BANCORP, INC. 2006 STOCK INCENTIVE PLAN, WHICH WAS ORIGINALLY APPROVED BY THE COMPANY'S STOCKHOLDERS IN 2006, AND THE MATERIAL TERMS OF WHICH ARE DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.	Management	For
05	TO APPROVE, BY NON-BINDING VOTE, AN ADVISORY PROPOSAL ON COMPENSATION FOR CERTAIN OF OUR EXECUTIVE OFFICERS.	Management	Abstain
06	TO PROVIDE AN ADVISORY VOTE ON THE FREQUENCY WITH WHICH THE ADVISORY VOTE ON THE EXECUTIVE OFFICERS' COMPENSATION SHALL OCCUR.	Management	Abstain

WAL-MART STORES, INC.

SECURITY	931142103	MEETING TYPE	Annual
TICKER SYMBOL	WMT	MEETING DATE	03-Jun-2011
ISIN	US9311421039	AGENDA	933425236 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF DIRECTOR: AIDA M. ALVAREZ	Management	For
1B	ELECTION OF DIRECTOR: JAMES W. BREYER	Management	For
1C	ELECTION OF DIRECTOR: M. MICHELE BURNS	Management	For
1D	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For
1E	ELECTION OF DIRECTOR: ROGER C. CORBETT	Management	For
1F	ELECTION OF DIRECTOR: DOUGLAS N. DAFT	Management	For
1G	ELECTION OF DIRECTOR: MICHAEL T. DUKE	Management	For
1H	ELECTION OF DIRECTOR: GREGORY B. PENNER	Management	For
1I	ELECTION OF DIRECTOR: STEVEN S REINEMUND	Management	For
1J	ELECTION OF DIRECTOR: H. LEE SCOTT, JR.	Management	For
1K	ELECTION OF DIRECTOR: ARNE M. SORENSON	Management	For
1L	ELECTION OF DIRECTOR: JIM C. WALTON	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1M	ELECTION OF DIRECTOR: S. ROBSON WALTON	Management	For
1N	ELECTION OF DIRECTOR: CHRISTOPHER J. WILLIAMS	Management	For
1O	ELECTION OF DIRECTOR: LINDA S. WOLF	Management	For
02	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS	Management	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management	Abstain
05	GENDER IDENTITY NON-DISCRIMINATION POLICY	Shareholder	Against
06	POLITICAL CONTRIBUTIONS REPORT	Shareholder	Against
07	SPECIAL SHAREOWNER MEETINGS	Shareholder	Against
08	REQUIRE SUPPLIER(S) TO PUBLISH AN ANNUAL SUSTAINABILITY REPORT	Shareholder	Against
09	CLIMATE CHANGE RISK DISCLOSURE	Shareholder	Against

SANDISK CORPORATION

SECURITY 80004C101 MEETING TYPE Annual
 TICKER SYMBOL SNDK MEETING DATE 07-Jun-2011
 ISIN US80004C1018 AGENDA 933433738 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 MICHAEL MARKS 2 KEVIN DENUCCIO 3 IRWIN FEDERMAN 4 STEVEN J. GOMO 5 EDDY W. HARTENSTEIN 6 DR. CHENMING HU 7 CATHERINE P. LEGO 8 SANJAY MEHROTRA	Management	For For For For For For For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 1, 2012.	Management	For
03	TO APPROVE AMENDMENTS TO THE SANDISK CORPORATION 2005 INCENTIVE PLAN.	Management	Against
04	TO APPROVE AMENDMENTS TO THE SANDISK CORPORATION 2005 EMPLOYEE STOCK PURCHASE PLANS.	Management	For
05	TO APPROVE AN ADVISORY RESOLUTION ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
06	TO CONDUCT AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain

FRANCE TELECOM

SECURITY 35177Q105 MEETING TYPE Annual
 TICKER SYMBOL FTE MEETING DATE 07-Jun-2011
 ISIN US35177Q1058 AGENDA 933448878 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

O1	APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2010	Management	For
O2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2010	Management	For
O3	ALLOCATION OF THE INCOME FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2010, AS STATED IN THE ANNUAL FINANCIAL STATEMENTS	Management	For
O4	AGREEMENTS REFERRED TO IN ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE (CODE DE COMMERCE)	Management	For
O5	RENEWAL OF THE APPOINTMENT OF MR. BERNARD DUFAU AS A DIRECTOR	Management	For
O6	APPOINTMENT OF MRS. HELLE KRISTOFFERSEN AS A DIRECTOR	Management	For
O7	APPOINTMENT OF MRS. MURIEL PENICAUD AS A DIRECTOR	Management	For
O8	APPOINTMENT OF MR. JEAN-MICHEL SEVERINO AS A DIRECTOR	Management	For
O9	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO PURCHASE OR TRANSFER FRANCE TELECOM'S SHARES	Management	For
E10	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES OF THE COMPANY AND SECURITIES GIVING ACCESS TO SHARES OF THE COMPANY OR OF ONE OF ITS SUBSIDIARIES, WITH SHAREHOLDER PRE-EMPTIVE SUBSCRIPTION RIGHTS	Management	For
E11	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES OF THE COMPANY AND SECURITIES GIVING ACCESS TO SHARES OF THE COMPANY OR OF ONE OF ITS SUBSIDIARIES, WITHOUT SHAREHOLDER PRE-EMPTIVE SUBSCRIPTION RIGHTS IN THE CONTEXT OF A PUBLIC OFFER	Management	For
E12	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES OF THE COMPANY AND SECURITIES GIVING ACCESS TO SHARES OF THE COMPANY OR OF ONE OF ITS SUBSIDIARIES, WITHOUT SHAREHOLDER PRE-EMPTIVE SUBSCRIPTION RIGHTS, IN THE CONTEXT OF AN OFFER AS DESCRIBED IN PARAGRAPH II OF ARTICLE L. 411-2 OF THE FRENCH MONETARY AND FINANCIAL CODE (CODE MONETAIRE ET FINANCIER)	Management	For
E13	AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF ISSUABLE SECURITIES, IN THE EVENT OF A CAPITAL INCREASE WITH OR WITHOUT PRE-EMPTIVE SUBSCRIPTION RIGHTS	Management	For
E14	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND SECURITIES GIVING ACCESS TO SHARES, IN THE EVENT OF A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY	Management	For
E15	DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND SECURITIES GIVING ACCESS TO SHARES, IN ORDER TO COMPENSATE CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY AND COMPRISED OF SHARES OR SECURITIES GIVING ACCESS TO SHARE CAPITAL	Management	For
E16	DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO ISSUE SHARES RESERVED FOR PERSONS THAT SIGNED A LIQUIDITY CONTRACT WITH THE COMPANY IN THEIR CAPACITY AS HOLDERS OF SHARES OR STOCK OPTIONS OF ORANGE S.A.	Management	For
E17	DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO PROCEED WITH THE FREE ISSUANCE OF OPTION-BASED LIQUIDITY INSTRUMENTS RESERVED FOR THOSE HOLDERS OF STOCK OPTIONS OF ORANGE S.A. THAT HAVE SIGNED A LIQUIDITY CONTRACT WITH THE COMPANY	Management	For
E18	OVERALL LIMIT OF AUTHORIZATIONS	Management	For
E19	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SECURITIES GIVING ACCESS TO THE ALLOCATION OF DEBT SECURITIES	Management	For
E20	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE COMPANY'S CAPITAL BY CAPITALIZATION OF RESERVES, PROFITS OR PREMIUMS	Management	For
E21	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO PROCEED WITH CAPITAL INCREASES RESERVED FOR MEMBERS OF	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	SAVINGS PLANS		
E22	AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL THROUGH THE CANCELLATION OF SHARES	Management	For
E23	POWERS FOR FORMALITIES	Management	For

MASTERCARD INCORPORATED

SECURITY	57636Q104	MEETING TYPE	Annual
TICKER SYMBOL	MA	MEETING DATE	07-Jun-2011
ISIN	US57636Q1040	AGENDA	933452396 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: MARC OLIVIE	Management	For
1B	ELECTION OF DIRECTOR: RIMA QURESHI	Management	For
1C	ELECTION OF DIRECTOR: MARK SCHWARTZ	Management	For
1D	ELECTION OF DIRECTOR: JACKSON P. TAI	Management	For
02	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain
03	ADVISORY VOTE ON FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management	Abstain
04	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2011	Management	For

CME GROUP INC.

SECURITY	12572Q105	MEETING TYPE	Annual
TICKER SYMBOL	CME	MEETING DATE	08-Jun-2011
ISIN	US12572Q1058	AGENDA	933430984 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	DIRECTOR	Management	
	1 CRAIG S. DONOHUE		For
	2 TIMOTHY S. BITSBERGER		For
	3 JACKIE M. CLEGG		For
	4 JAMES A. DONALDSON		For
	5 J. DENNIS HASTERT		For
	6 WILLIAM P. MILLER II		For
	7 TERRY L. SAVAGE		For
	8 CHRISTOPHER STEWART		For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
03	ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain

DEVON ENERGY CORPORATION

SECURITY	25179M103	MEETING TYPE	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TICKER SYMBOL DVN MEETING DATE 08-Jun-2011
 ISIN US25179M1036 AGENDA 933435491 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR	Management	
	1 ROBERT H. HENRY		For
	2 JOHN A. HILL		For
	3 MICHAEL M. KANOVSKY		For
	4 ROBERT A. MOSBACHER, JR		For
	5 J. LARRY NICHOLS		For
	6 DUANE C. RADTKE		For
	7 MARY P. RICCIARDELLO		For
	8 JOHN RICHEL		For
02	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
03	ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
04	AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING PROVISIONS.	Management	For
05	AMEND AND RESTATE THE RESTATED CERTIFICATE OF INCORPORATION TO REMOVE UNNECESSARY AND OUTDATED PROVISIONS.	Management	For
06	RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT AUDITORS FOR 2011.	Management	For
07	SHAREHOLDER ACTION BY WRITTEN CONSENT.	Shareholder	Against

DOLLAR THRIFTY AUTOMOTIVE GROUP, INC.

SECURITY 256743105 MEETING TYPE Annual
 TICKER SYMBOL DTG MEETING DATE 09-Jun-2011
 ISIN US2567431059 AGENDA 933439540 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR	Management	
	1 THOMAS P. CAPO		For
	2 MARYANN N. KELLER		For
	3 HON. EDWARD C. LUMLEY		For
	4 RICHARD W. NEU		For
	5 JOHN C. POPE		For
	6 SCOTT L. THOMPSON		For
02	RATIFICATION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2011.	Management	For
03	ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Management	Abstain
04	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain

THE LUBRIZOL CORPORATION

SECURITY 549271104 MEETING TYPE Special
 TICKER SYMBOL LZ MEETING DATE 09-Jun-2011

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN US5492711040 AGENDA 933450710 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 13, 2011, BY AND AMONG BERKSHIRE HATHAWAY INC., OHIO MERGER SUB, INC., AND THE LUBRIZOL CORPORATION.	Management	For
02	ANY PROPOSAL TO ADJOURN OR POSTPONE THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For

LAYNE CHRISTENSEN COMPANY

SECURITY 521050104 MEETING TYPE Annual
TICKER SYMBOL LAYN MEETING DATE 09-Jun-2011
ISIN US5210501046 AGENDA 933454085 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 DAVID A.B. BROWN 2 J. SAMUEL BUTLER 3 ROBERT R. GILMORE 4 ANTHONY B. HELFET 5 NELSON OBUS 6 JEFFREY J. REYNOLDS 7 RENE J. ROBICHAUD 8 ANDREW B. SCHMITT	Management	For For For For For For For For
02	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
03	ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
04	PROPOSAL TO RATIFY THE SELECTION OF THE ACCOUNTING FIRM OF DELOITTE & TOUCHE LLP AS LAYNE CHRISTENSEN'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JANUARY 31, 2012.	Management	For
05	STOCKHOLDER PROPOSAL REGARDING THE PREPARATION OF A SUSTAINABILITY REPORT.	Shareholder	For

CHINA MENGNIU DAIRY CO LTD

SECURITY G21096105 MEETING TYPE Annual General Meeting
TICKER SYMBOL KYG210961051 MEETING DATE 10-Jun-2011
ISIN KYG210961051 AGENDA 703019782 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT THE COMPANY NOTICE IS AVAILABLE BY	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

CLICKING ON THE URL LINK:-

<http://www.hkexnews.hk/listedco/listconews/sehk/20110426/LTN20110426493.pdf>

CMMT	PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST'-ONLY FOR ALL RESOLUTIONS.THANK YOU.	Non-Voting	
1	To review and consider the audited financial statements and the reports of the directors and the independent auditors for the year ended 31 December 2010	Management	For
2	To approve the proposed final dividend	Management	For
3A	To re-elect Mr. Yang Wenjun as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3B	To re-elect Mr. Bai Ying as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3C	To re-elect Mr. Fang Fenglei as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3D	To re-elect Mr. Liu Fuchun as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3E	To re-elect Mr. Zhang Xiaoya as director and authorise the board of directors of the Company to fix his remuneration	Management	For
4	To re-appoint Ernst & Young as the auditors of the Company and authorise the board of directors to fix their remuneration	Management	For
5	Ordinary resolution No. 5 set out in the Notice of Annual General Meeting (to give a general mandate to the directors to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company)	Management	For
6	Ordinary resolution No. 6 set out in the Notice of Annual General Meeting (to give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company)	Management	For
7	Ordinary resolution No. 7 set out in the Notice of Annual General Meeting (to give a general mandate to extend the general mandate to the directors to allot, issue and deal with additional shares in the Company to include the nominal amount of shares repurchased under resolution no. 5, if passed)	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ACTUAL RECORD DATE. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU	Non-Voting	

LAS VEGAS SANDS CORP.

SECURITY	517834107	MEETING TYPE	Annual
TICKER SYMBOL	LVS	MEETING DATE	10-Jun-2011
ISIN	US5178341070	AGENDA	933441420 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	DIRECTOR	Management	
	1 CHARLES D. FORMAN		For
	2 GEORGE P. KOO		For
	3 IRWIN A. SIEGEL		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

02	TO CONSIDER AND ACT UPON THE RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
03	TO CONSIDER AND ACT UPON AN ADVISORY (NON-BINDING) PROPOSAL ON EXECUTIVE COMPENSATION.	Management	Abstain
04	TO CONSIDER AND ACT UPON AN ADVISORY (NON-BINDING) PROPOSAL ON HOW FREQUENTLY STOCKHOLDERS SHOULD VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain

CHESAPEAKE ENERGY CORPORATION

SECURITY	165167107	MEETING TYPE	Annual
TICKER SYMBOL	CHK	MEETING DATE	10-Jun-2011
ISIN	US1651671075	AGENDA	933455126 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
01	DIRECTOR 1 AUBREY K. MCCLENDON 2 DON NICKLES 3 KATHLEEN M. EISBRENNER 4 LOUIS A. SIMPSON	Management	For For For For
02	TO APPROVE AN AMENDMENT TO OUR LONG TERM INCENTIVE PLAN.	Management	For
03	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.	Management	For
04	AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
05	AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
06	SHAREHOLDER PROPOSAL REQUESTING AN ADVISORY SHAREHOLDER VOTE ON DIRECTOR COMPENSATION.	Shareholder	Against

NICOR INC.

SECURITY	654086107	MEETING TYPE	Annual
TICKER SYMBOL	GAS	MEETING DATE	14-Jun-2011
ISIN	US6540861076	AGENDA	933437217 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
01	DIRECTOR 1 R.M. BEAVERS, JR. 2 B.P. BICKNER 3 J.H. BIRDSALL, III 4 N.R. BOBINS 5 B.J. GAINES 6 R.A. JEAN 7 D.J. KELLER 8 R.E. MARTIN 9 G.R. NELSON 10 A.J. OLIVERA 11 J. RAU	Management	For For For For For For For For For For For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

12	J.C. STALEY		For
13	R.M. STROBEL		For
02	NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF NICOR'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.	Management	Abstain
03	NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF A STOCKHOLDER VOTE ON THE COMPENSATION OF NICOR'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
04	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NICOR'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2011.	Management	For

NICOR INC.

SECURITY	654086107	MEETING TYPE	Special
TICKER SYMBOL	GAS	MEETING DATE	14-Jun-2011
ISIN	US6540861076	AGENDA	933458259 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	APPROVAL OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 6, 2010, BY AND AMONG AGL RESOURCES INC., APOLLO ACQUISITION CORP., OTTAWA ACQUISITION LLC AND NICOR INC.	Management	For
02	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY AND APPROPRIATE.	Management	For

BELL ALIANT INC.

SECURITY	07786R105	MEETING TYPE	Annual
TICKER SYMBOL		MEETING DATE	14-Jun-2011
ISIN	US07786R1059	AGENDA	933458653 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	DIRECTOR	Management	
	1 GEORGE COPE		For
	2 CATHERINE BENNETT		For
	3 ROBERT DEXTER		For
	4 EDWARD REEVEY		For
	5 KAREN SHERIFF		For
	6 ANDREW SMITH		For
	7 LOUIS TANGUAY		For
	8 MARTINE TURCOTTE		For
	9 SIIM VANASELJA		For
	10 DAVID WELLS		For
02	RE-APPOINTMENT OF DELOITTE & TOUCHE LLP AS BELL ALIANT'S AUDITORS.	Management	For
03	APPROVAL OF A NON-BINDING ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION (THE FULL TEXT OF WHICH IS SET OUT IN THE SECTION ENTITLED "WHAT THE MEETING WILL COVER - 4. NON-BINDING ADVISORY RESOLUTION ON EXECUTIVE	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

COMPENSATION" OF BELL ALIANT'S INFORMATION CIRCULAR).

FREEMPORT-MCMORAN COPPER & GOLD INC.

SECURITY	35671D857	MEETING TYPE	Annual
TICKER SYMBOL	FCX	MEETING DATE	15-Jun-2011
ISIN	US35671D8570	AGENDA	933435720 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	DIRECTOR	Management	
	1 RICHARD C. ADKERSON		For
	2 ROBERT J. ALLISON, JR.		For
	3 ROBERT A. DAY		For
	4 GERALD J. FORD		For
	5 H. DEVON GRAHAM, JR.		For
	6 CHARLES C. KRULAK		For
	7 BOBBY LEE LACKEY		For
	8 JON C. MADONNA		For
	9 DUSTAN E. MCCOY		For
	10 JAMES R. MOFFETT		For
	11 B.M. RANKIN, JR.		For
	12 STEPHEN H. SIEGELE		For
2	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
3	APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
4	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
5	STOCKHOLDER PROPOSAL REGARDING THE SELECTION OF A CANDIDATE WITH ENVIRONMENTAL EXPERTISE TO BE RECOMMENDED FOR ELECTION TO THE COMPANY'S BOARD OF DIRECTORS.	Shareholder	Against

PENNICHUCK CORPORATION

SECURITY	708254206	MEETING TYPE	Special
TICKER SYMBOL	PNNW	MEETING DATE	15-Jun-2011
ISIN	US7082542066	AGENDA	933436392 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	TO APPROVE THE AGREEMENT AND PLAN OF MERGER EFFECTIVE AS OF NOVEMBER 11, 2010 (THE "MERGER AGREEMENT") BETWEEN THE COMPANY AND THE CITY OF NASHUA, NEW HAMPSHIRE (THE "CITY" OR "NASHUA"), WHEREBY THE CITY HAS AGREED TO ACQUIRE ALL OF THE OUTSTANDING SHARES OF PENNICHUCK CORPORATION COMMON STOCK FOR \$29.00 PER SHARE IN CASH.	Management	Against
02	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, FOR THE PURPOSE OF SOLICITING ADDITIONAL PROXIES TO VOTE IN FAVOR OF APPROVING THE MERGER AGREEMENT.	Management	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

LIBERTY GLOBAL, INC.

SECURITY	530555101	MEETING TYPE	Annual
TICKER SYMBOL	LBTYA	MEETING DATE	21-Jun-2011
ISIN	US5305551013	AGENDA	933446709 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	DIRECTOR	Management	
	1 MICHAEL T. FRIES		For
	2 PAUL A. GOULD		For
	3 JOHN C. MALONE		For
	4 LARRY E. ROMRELL		For
02	APPROVAL OF A RESOLUTION ON COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain
03	APPROVAL OF A RESOLUTION ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain
04	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2011.	Management	For

YAKULT HONSHA CO., LTD.

SECURITY	J95468120	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	22-Jun-2011
ISIN	JP3931600005	AGENDA	703133760 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	Amend Articles to: Reduce Board Size to 15, Adopt Reduction of Liability System for All Directors and All Auditors	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For

KIKKOMAN CORPORATION

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY	J32620106	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	23-Jun-2011
ISIN	JP3240400006	AGENDA	703115320 - Management

ITEM	PROPOSAL	TYPE	VOTE

	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
3.	Appoint a Corporate Auditor	Management	For
4.	Appoint a Substitute Corporate Auditor	Management	For

YAHOO! INC.

SECURITY	984332106	MEETING TYPE	Annual
TICKER SYMBOL	YHOO	MEETING DATE	23-Jun-2011
ISIN	US9843321061	AGENDA	933448575 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF DIRECTOR: CAROL BARTZ	Management	For
1B	ELECTION OF DIRECTOR: ROY J. BOSTOCK	Management	For
1C	ELECTION OF DIRECTOR: PATTI S. HART	Management	For
1D	ELECTION OF DIRECTOR: SUSAN M. JAMES	Management	For
1E	ELECTION OF DIRECTOR: VYOMESH JOSHI	Management	For
1F	ELECTION OF DIRECTOR: DAVID W. KENNY	Management	For
1G	ELECTION OF DIRECTOR: ARTHUR H. KERN	Management	For
1H	ELECTION OF DIRECTOR: BRAD D. SMITH	Management	For
1I	ELECTION OF DIRECTOR: GARY L. WILSON	Management	For
1J	ELECTION OF DIRECTOR: JERRY YANG	Management	For
02	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
03	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain
04	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
05	SHAREHOLDER PROPOSAL REGARDING HUMAN RIGHTS PRINCIPLES, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder	Against

HELLENIC TELECOMMUNICATIONS ORG. S.A.

SECURITY	423325307	MEETING TYPE	Consent
TICKER SYMBOL	HLTOY	MEETING DATE	23-Jun-2011

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN US4233253073 AGENDA 933479998 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	SUBMISSION FOR APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS OF OTE S.A. (BOTH SEPARATE AND CONSOLIDATED) OF THE FISCAL YEAR 2010 (1/1/2010-31/12/2010), WITH THE RELEVANT BOARD OF DIRECTORS' AND CERTIFIED AUDITORS' REPORTS, AND APPROVAL OF PROFIT DISTRIBUTION.	Management	For
02	EXONERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE CERTIFIED AUDITORS OF ALL LIABILITY, FOR THE FISCAL YEAR 2010, PURSUANT TO ARTICLE 35 OF C.L.2190/1920.	Management	For
03	APPOINTMENT OF CHARTERED AUDITORS FOR THE ORDINARY AUDIT OF THE FINANCIAL STATEMENTS OF OTE S.A. (BOTH SEPARATE AND CONSOLIDATED), IN ACCORDANCE WITH THE INTERNATIONAL FINANCIAL REPORTING STANDARDS, FOR THE FISCAL YEAR 2011 AND DETERMINATION OF THEIR FEES.	Management	For
04	APPROVAL OF THE REMUNERATION AND EXPENSES PAID TO THE MEMBERS OF THE BOARD OF DIRECTORS, THE AUDIT COMMITTEE AND THE COMPENSATION & HUMAN RESOURCES COMMITTEE FOR THE FISCAL YEAR 2010 AND DETERMINATION OF THEM FOR THE FISCAL YEAR 2011.	Management	For
05	APPROVAL OF THE RENEWAL OF THE CONTRACT FOR THE INSURANCE COVERAGE OF THE COMPANY'S MEMBERS OF THE BOARD OF DIRECTORS AND OFFICERS AGAINST LIABILITIES INCURRED IN THE EXERCISE OF THEIR RESPONSIBILITIES, DUTIES OR AUTHORITIES AND GRANTING OF POWER TO SIGN IT.	Management	For
06	APPROVAL OF THE AMENDMENT OF TERMS OF THE STOCK OPTION PLAN IN FORCE FOR EXECUTIVES OF THE COMPANY AND ITS AFFILIATED COMPANIES, IN THE CONTEXT OF ARTICLE 42E OF C.L.2190/1920.	Management	For
07	APPROVAL OF THE AMENDMENT OF ARTICLES 9 "ELECTION, COMPOSITION AND TERM OF THE BOARD OF DIRECTORS", 17 "NOTIFICATION - DAILY AGENDA OF THE GENERAL ASSEMBLY OF THE SHAREHOLDERS OF THE COMPANY", 18 "SUBMISSION OF DOCUMENTS FOR PARTICIPATION IN THE GENERAL ASSEMBLY", 19 "ORDINARY QUORUM AND MAJORITY OF THE GENERAL ASSEMBLY", 20 "EXTRAORDINARY QUORUM AND MAJORITY", 24 "RIGHTS OF MINORITY SHAREHOLDERS" AND 28 "ALLOCATION OF PROFITS", OF THE ARTICLES OF INCORPORATION IN FORCE, FOR PURPOSE OF ADAPTING THEM TO PROVISIONS OF C.L.2190/1920, AS IN FORCE.	Management	For
08	APPROVAL OF THE ACQUISITION BY OTE S.A. OF OWN SHARES, PURSUANT TO ARTICLE 16 OF C.L.2190/1920.	Management	For

ELECTRIC POWER DEVELOPMENT CO., LTD.

SECURITY J12915104 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 28-Jun-2011
ISIN JP3551200003 AGENDA 703132922 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For

CHUBU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J06510101	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	28-Jun-2011
ISIN	JP3526600006	AGENDA	703141301 - Management

ITEM	PROPOSAL	TYPE	VOTE

	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.	Amend Articles to: Allow Use of Electronic Systems for Public Notifications	Management	For
3.1	Appoint a Director	Management	For
3.2	Appoint a Director	Management	For
3.3	Appoint a Director	Management	For
3.4	Appoint a Director	Management	For
3.5	Appoint a Director	Management	For
3.6	Appoint a Director	Management	For
3.7	Appoint a Director	Management	For
3.8	Appoint a Director	Management	For
3.9	Appoint a Director	Management	For
3.10	Appoint a Director	Management	For
3.11	Appoint a Director	Management	For
3.12	Appoint a Director	Management	For
3.13	Appoint a Director	Management	For
3.14	Appoint a Director	Management	For
3.15	Appoint a Director	Management	For
3.16	Appoint a Director	Management	For
3.17	Appoint a Director	Management	For
4.1	Appoint a Corporate Auditor	Management	For
4.2	Appoint a Corporate Auditor	Management	For
4.3	Appoint a Corporate Auditor	Management	For
5.	Approve Payment of Bonuses to Directors	Management	For
6.	Shareholders' Proposals: Amend Articles to Add a New Chapter with Regard to a Roadmap to Abandon Nuclear Power Generation	Shareholder	Against
7.	Shareholders' Proposals: Amend Articles to Close the Hamaoka Nuclear Power Plant	Shareholder	Against
8.	Shareholders' Proposals: Amend Articles to Add a New	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Chapter with Regard to Prohibit Specific Operation of Nuclear-Power-Generation-related		
9.	Shareholders' Proposals: Amend Articles to Add a New Chapter with Regard to Spent Nuclear Fuel and Highly Radioactive Waste	Shareholder	Against
10.	Shareholders' Proposals: Amend Articles to Add a New Chapter with Regard to Creation of Best Mix for Consumer Side	Shareholder	Against
11.	Shareholders' Proposals: Amend Articles to Change Business Lines	Shareholder	Against

KYUSHU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J38468104	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	28-Jun-2011
ISIN	JP3246400000	AGENDA	703142428 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
4.	Appoint a Substitute Corporate Auditor	Management	For
5.	Shareholders' Proposals: Amend Articles of Incorporation (1) (Require Additional Article of "Declaration of Nuclear Power Generation" to Promise to Close Nuclear Power Stations Gradually from Older Ones, and Neither to Make New Site Selections nor to Build Additional Stations)	Shareholder	Against
6.	Shareholders' Proposals: Amend Articles of Incorporation (2) (Require Additional Article of Establishment of Division for Natural Energy Power Generation)	Shareholder	Against
7.	Shareholders' Proposals: Amend Articles of Incorporation (3) (Require Additional Article of Establishment of "Research Committee for Nuclear Power Station, Earthquake/Tsunami and Volcanic Activity")	Shareholder	Against
8.	Shareholders' Proposals: Amend Articles of Incorporation (4) (Require Additional Article of "Declaration of Pluthermal Power Generation" to Promise to Close Pluthermal Power Generations)	Shareholder	Against

PARMALAT SPA, COLLECCHIO

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY	T7S73M107	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	28-Jun-2011
ISIN	IT0003826473	AGENDA	703148797 - Management

ITEM	PROPOSAL	TYPE	VOTE

CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 813670 DUE TO RECEIPT OF N-AMES OF DIRECTORS AND AUDITORS AND APPLICATION OF SPIN CONTROL. ALL VOTES RECE-IVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRU-CT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING DATE FROM 25 JUNE-2011 TO 28 JUNE 2011. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT R-ETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. T-HANK YOU.	Non-Voting	
O.1	To approve financial statement as of 31-Dec-10 and report on management activity. Proposal of profit allocation. To exam Internal Auditors' report. Resolutions related thereto	Management	For
CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 3 SLATES TO BE ELECTED AS DIRECTORS, THERE-IS ONLY 1 SLATE AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTI-ONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO-VOTE FOR ONLY 1 SLATE OF THE 3 SLATES OF DIRECTORS. THANK YOU	Non-Voting	
O.2.1	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: The candidate slate for the Board of Directors presented by Groupe Lactalis SA, holding 33,840,033 ordinary shares of Parmalat S.p.A are the following: Antonio Sala, Marco Reboa, Francesco Gatti, Francesco Tato, Daniel Jaouen, Marco Jesi, Olivier Savary, Riccardo Zingales and Ferdinando Grimaldi Gualtieri	Shareholder	Against
O.2.2	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: The candidate slate for the Board of Directors presented by Mackenzie Financial corporation, holding 135,972,662 ordinary shares, Skagen As, holding 95,375,464 ordinary shares and Zenit Asset management holding 34,396,826 ordinary shares of Parmalat S.p.A are the following: Rainer Maserà, Massimo Rossi, Enrico Salza, Peter Harf, Gerardus Wenceslaus Ignatius Maria van Kesteren, Johannees Gerardus Maria Priem, Dario Trevisan, Marco Pinciroli, Marco Rigotti, Francesco Daveri and Valter Lazzari	Shareholder	
O.2.3	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: Group of Minority shareholders: Aletti Gestierre SGR S.p.A, Anima SGR S.p.A, APG Algemene Pensioen Groep NV, Arca SGR S.p.A, Bancoposta Fondi SGR, BNP Paribas Investment partners SGR S.p.A, Eurizon Capital SGR S.p.A, Fideuram gestions S.p.A, Governance for Owners LLP, Interfund Sicav, Mediolanum Gestione fondi SGR and Pioneer investment management SGRpa: The candidate slate for the Board of Directors presented by Group of Minority shareholders holding 39,647,014 ordinary shares of Parmalat S.p.A are the following: Gatetano Mele, Nigel Cooper and Paolo Dal Pino	Shareholder	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 3 SLATES TO BE ELECTED AS AUDITORS, THERE-IS ONLY 1 VACANCY AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO-VOTE FOR ONLY 1 OF THE 3 SLATES. THANK YOU.	Non-Voting	
O.3.1	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: The candidate slate for the Internal Auditors presented by Groupe Lactalis SA, holding 33,840,033 ordinary shares of Parmalat S.p.A are the following: Alfredo Malguzzi (Effective auditor), Roberto Cravero (Effective auditor), Massimilano Nova (Effective auditor), Andrea Lionzo (alternate auditor) and Enrico Cossa (alternate auditor)	Shareholder	Against
O.3.2	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: The candidate slate for the Internal Auditors presented by Mackenzie Financial corporation, holding 135,972,662 ordinary shares, Skagen As, holding 95,375,464 ordinary shares and Zenit Asset management holding 34,396,826 ordinary shares of Parmalat S.p.A are the following: Giorgio Picone (Effective auditor), Paolo Alinovi (Effective auditor), Angelo Anedda (Effective auditor), Andrea Foschi (alternate auditor) and Cristian Tundo (alternate auditor)	Shareholder	Against
O.3.3	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: The candidate slates for the Internal Auditors presented by Group of Minority shareholders holding 39,647,014 ordinary shares of Parmalat S.p.A are the following: Mario Stella Richter (Effective auditor) and Michele Rutigliano (alternate auditor)	Shareholder	Against
E.1	Proposal to issue ordinary shares, free of payment, for maximum EUR 90,019,822 by using the allocation to issue new shares upon partial amendment of the capital increase resolution approved by the extraordinary shareholders meeting held on 01-Mar-05. To modify art. 5 (Stock capital) of the Bylaw a part from stock capital's nominal value approved by the shareholders meeting held on 01-Mar-05. Resolution related thereto	Management	For
E.2	Proposal to modify art. 8 (Shareholders Meeting), 9 (Proxy Voting) and 23 (Audit) of the Bylaw and amendment of the audit paragraph's title. Resolution related thereto	Management	For

HOKURIKU ELECTRIC POWER COMPANY

SECURITY	J22050108	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	28-Jun-2011
ISIN	JP3845400005	AGENDA	703153394 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1	Approve Appropriation of Profits	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
3	Approve Payment of Bonuses to Directors	Management	For

THE TOKYO ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J86914108	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	28-Jun-2011
ISIN	JP3585800000	AGENDA	703157087 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1.1	Election of a Director	Management	No Action
1.2	Election of a Director	Management	No Action
1.3	Election of a Director	Management	No Action
1.4	Election of a Director	Management	No Action
1.5	Election of a Director	Management	No Action
1.6	Election of a Director	Management	No Action
1.7	Election of a Director	Management	No Action
1.8	Election of a Director	Management	No Action
1.9	Election of a Director	Management	No Action
1.10	Election of a Director	Management	No Action
1.11	Election of a Director	Management	No Action
1.12	Election of a Director	Management	No Action
1.13	Election of a Director	Management	No Action
1.14	Election of a Director	Management	No Action
1.15	Election of a Director	Management	No Action
1.16	Election of a Director	Management	No Action
1.17	Election of a Director	Management	No Action
2.1	Election of an Auditor	Management	For
2.2	Election of an Auditor	Management	For
3.	Shareholders' Proposals: Partial Amendments to the Articles of Incorporation	Shareholder	Against

VIMPELCOM LTD.

SECURITY	92719A106	MEETING TYPE	Consent
TICKER SYMBOL	VIP	MEETING DATE	28-Jun-2011
ISIN	US92719A1060	AGENDA	933479962 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	TO APPOINT DR. HANS PETER KOHLHAMMER AS AN UNAFFILIATED DIRECTOR.	Management	For
02	TO APPOINT AUGIE K. FABELA II AS AN UNAFFILIATED DIRECTOR, SUBJECT TO THE PASSING OF RESOLUTION 12 BELOW.	Management	For
03	TO APPOINT LEONID NOVOSELSKY AS AN UNAFFILIATED DIRECTOR.	Management	For
04	TO APPOINT MIKHAIL FRIDMAN AS A NOMINATED DIRECTOR.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

05	TO APPOINT KJELL MARTEN JOHNSEN AS A NOMINATED DIRECTOR.	Management	For
06	TO APPOINT OLEG MALIS AS A NOMINATED DIRECTOR.	Management	For
07	TO APPOINT ALEXEY REZNIKOVICH AS A NOMINATED DIRECTOR.	Management	For
08	TO APPOINT OLE BJORN SJULSTAD AS A NOMINATED DIRECTOR.	Management	For
09	TO APPOINT JAN-EDVARD THYGESSEN AS A NOMINATED DIRECTOR.	Management	For
10	TO RE-APPOINT ERNST & YOUNG ACCOUNTANTS LLP AS AUDITOR AND TO AUTHORISE THE SUPERVISORY BOARD TO DETERMINE ITS REMUNERATION.	Management	For
11	TO EXTEND THE PERIOD FOR PREPARATION OF THE STATUTORY ANNUAL ACCOUNTS OF THE COMPANY.	Management	For
12	TO RESOLVE THAT AUGIE K. FABELA II WILL BE DEEMED "UNAFFILIATED" AND "INDEPENDENT" FOR THE PURPOSES OF HIS APPOINTMENT AS A DIRECTOR.	Management	For

NISSIN FOODS HOLDINGS CO., LTD.

SECURITY	J58063124	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	29-Jun-2011
ISIN	JP3675600005	AGENDA	703141969 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For

HOKKAIDO ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J21378104	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	29-Jun-2011
ISIN	JP3850200001	AGENDA	703142430 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.	Approve Payment of Bonuses to Directors	Management	For
3.1	Appoint a Director	Management	For
3.2	Appoint a Director	Management	For
3.3	Appoint a Director	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.4	Appoint a Director	Management	For
3.5	Appoint a Director	Management	For
3.6	Appoint a Director	Management	For
3.7	Appoint a Director	Management	For
3.8	Appoint a Director	Management	For
3.9	Appoint a Director	Management	For
3.10	Appoint a Director	Management	For
3.11	Appoint a Director	Management	For
3.12	Appoint a Director	Management	For
3.13	Appoint a Director	Management	For
4.	Appoint a Corporate Auditor	Management	For

SHIKOKU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J72079106	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	29-Jun-2011
ISIN	JP3350800003	AGENDA	703142531 - Management

ITEM	PROPOSAL	TYPE	VOTE

	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.	Amend Articles to: Allow Disclosure of Shareholder Meeting Materials on the Internet, Reduce Term of Office of Directors to One Year, Allow Electronic Records for BOD Resolution, Adopt Reduction of Liability System for All Directors and All Auditors	Management	For
3.	Approve Purchase of Own Shares	Management	For
4.1	Appoint a Director	Management	For
4.2	Appoint a Director	Management	For
4.3	Appoint a Director	Management	For
4.4	Appoint a Director	Management	For
4.5	Appoint a Director	Management	For
4.6	Appoint a Director	Management	For
4.7	Appoint a Director	Management	For
4.8	Appoint a Director	Management	For
4.9	Appoint a Director	Management	For
4.10	Appoint a Director	Management	For
4.11	Appoint a Director	Management	For
4.12	Appoint a Director	Management	For
4.13	Appoint a Director	Management	For
5.1	Appoint a Corporate Auditor	Management	For
5.2	Appoint a Corporate Auditor	Management	For
6.	Approve Provision of Retirement Allowance for Retiring Directors and Retiring Corporate Auditors	Management	For

MORINAGA MILK INDUSTRY CO., LTD.

SECURITY	J46410114	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	29-Jun-2011
ISIN	JP3926800008	AGENDA	703147858 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1	Approve Appropriation of Profits	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
3	Appoint a Corporate Auditor	Management	For
4	Appoint a Supplementary Auditor	Management	For

THE KANSAI ELECTRIC POWER COMPANY, INCORPORATED

SECURITY J30169106 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 29-Jun-2011
ISIN JP3228600007 AGENDA 703150881 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For
2.16	Appoint a Director	Management	For
2.17	Appoint a Director	Management	For
2.18	Appoint a Director	Management	For
2.19	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
3.3	Appoint a Corporate Auditor	Management	For
3.4	Appoint a Corporate Auditor	Management	For
3.5	Appoint a Corporate Auditor	Management	For
3.6	Appoint a Corporate Auditor	Management	For
3.7	Appoint a Corporate Auditor	Management	For
4.	Approve Payment of Bonuses to Directors	Management	For
5.	Shareholders' Proposal: Amend Articles of Incorporation-Require Additional Article to Run the Company Based on International Corporate Social Responsibility (CSR) Standards	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

6.	Shareholders' Proposals: Amend Articles of Incorporation-Require Amendment of Article with Regard to Official Minutes of Shareholders' Meeting for Website Disclosure	Shareholder	Against
7.	Shareholders' Proposals: Amend Articles of Incorporation-Require Reduce Total Number of Directors within 12	Shareholder	Against
8.	Shareholders' Proposals: Amend Articles of Incorporation-Require Reduce Total Number of Corporate Auditors within 6, and Ensure 3 of them Recommended by Environmental NGOs	Shareholder	Against
9.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Business Operation Based on CSR For Global Environment Conservation	Shareholder	Against
10.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Business Operation Based on CSR to Declare Change From Nuclear Power Generation to Natural Energy Generation	Shareholder	Against
11.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Business Operation Based on CSR to Abandon All-Electric Policy	Shareholder	Against
12.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Business Operation Based on CSR to Improve Basic Human Rights for Employees, Consumers and Local Residents, and Always Prioritize Improvement of Work Environment of Whole Group of the Company	Shareholder	Against
13.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Business Operation Based on CSR to Always Prioritize Business Investment and Manpower Maintenance For Enhancement Lifeline Utilities	Shareholder	Against
14.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Business Operation Based on CSR to Develop Power Network Throughout Japan	Shareholder	Against
15.	Shareholders' Proposals: Approve Appropriation of Retained Earnings	Shareholder	Against
16.	Shareholders' Proposals: Remove a Director	Shareholder	Against
17.	Shareholders' Proposals: Amend Articles of Incorporation-Require Close of Nuclear Power Stations Without Radiation Treatment System	Shareholder	Against
18.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Suspension of Compensation for Directors Until Abandonment of Nuclear Power Generation	Shareholder	Against
19.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Establishment of Examination Committee for Seismic Adequacy of Nuclear Power Stations	Shareholder	Against
20.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Abandonment of Nuclear Fuel Reprocessing	Shareholder	Against
21.	Shareholders' Proposals: Amend Articles of Incorporation-Require Additional Article With Regard to Freeze Plutonium-thermal Project	Shareholder	Against

THE CHUGOKU ELECTRIC POWER COMPANY, INCORPORATED

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY	J07098106	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	29-Jun-2011
ISIN	JP3522200009	AGENDA	703150918 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For
3.	Appoint a Corporate Auditor	Management	For
4.	Shareholders' Proposals: Approve Appropriation of Retained Earnings	Shareholder	Against
5.	Shareholders' Proposals: Amend Articles to Halt and Control Nuclear Power Plants	Shareholder	Against
6.	Shareholders' Proposals: Amend Articles to Abandon Plan to Build Kaminoseki Nuclear Plant and Abolish Construction of New Nuclear Plants	Shareholder	Against
7.	Shareholders' Proposals: Amend Articles to Abolish SLAP Litigation	Shareholder	Against
8.	Shareholders' Proposals: Remove a Director	Shareholder	Against
9.	Shareholders' Proposals: Appoint a Director	Shareholder	Against

TOHOKU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J85108108	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	29-Jun-2011
ISIN	JP3605400005	AGENDA	703169032 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1.	Approve Appropriation of Retained Earnings	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For
2.16	Appoint a Director	Management	For
2.17	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
3.3	Appoint a Corporate Auditor	Management	For
3.4	Appoint a Corporate Auditor	Management	For
3.5	Appoint a Corporate Auditor	Management	For
4.	Approve Payment of Bonuses to Directors	Management	For
5.	Shareholders' Proposals: Amend Articles of Incorporation (1) - Shut Down Nuclear Power Stations	Shareholder	Against
6.	Shareholders' Proposals: Amend Articles of Incorporation (2) - Abandon Investment to Nuclear Fuel Recycling Project	Shareholder	Against
7.	Shareholders' Proposals: Disapprove Payment of Bonus to Directors (This proposal is the counter-proposal for "Approval of Payment of Bonuses to Directors" proposed by Management in proposal #4. If you vote for both proposals, all your vote for these two proposals will be treated as invalid.)	Shareholder	Against

EMMIS COMMUNICATIONS CORPORATION

SECURITY	291525202	MEETING TYPE	Annual
TICKER SYMBOL	EMMSP	MEETING DATE	13-Jul-2011
ISIN	US2915252025	AGENDA	933473035 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	DIRECTOR	Management	
	1 DAVID GALE		For
	2 JOSEPH R. SIEGELBAUM		For

CEPHALON, INC.

SECURITY	156708109	MEETING TYPE	Special
TICKER SYMBOL	CEPH	MEETING DATE	14-Jul-2011
ISIN	US1567081096	AGENDA	933482072 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER BY AND AMONG CEPHALON, INC., TEVA PHARMACEUTICAL INDUSTRIES LTD. AND COPPER ACQUISITION CORP. AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

02	PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO APPROVE PROPOSAL NUMBER 1 AT THE TIME OF THE SPECIAL MEETING.	Management	For
03	NON-BINDING PROPOSAL TO APPROVE CERTAIN COMPENSATION ARRANGEMENTS FOR CEPHALON, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED IN THE AGREEMENT AND PLAN OF MERGER BY AND AMONG CEPHALON, INC., TEVA PHARMACEUTICAL INDUSTRIES LTD. AND COPPER ACQUISITION CORP. AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	Abstain

CONSTELLATION BRANDS, INC.

SECURITY	21036P108	MEETING TYPE	Annual
TICKER SYMBOL	STZ	MEETING DATE	21-Jul-2011
ISIN	US21036P1084	AGENDA	933479796 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	DIRECTOR 1 JERRY FOWDEN 2 BARRY A. FROMBERG 3 JEANANNE K. HAUSWALD 4 JAMES A. LOCKE III 5 RICHARD SANDS 6 ROBERT SANDS 7 PAUL L. SMITH 8 MARK ZUPAN	Management	For For For For For For For For
02	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 29, 2012	Management	For
03	PROPOSAL TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES REGARDING EXECUTIVE COMPENSATION	Management	Abstain
05	STOCKHOLDER PROPOSAL CONCERNING STOCKHOLDER VOTING RIGHTS	Shareholder	Against

NATIONAL GRID PLC

SECURITY	636274300	MEETING TYPE	Annual
TICKER SYMBOL	NGG	MEETING DATE	25-Jul-2011
ISIN	US6362743006	AGENDA	933482806 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Management	For
02	TO DECLARE A FINAL DIVIDEND	Management	For
03	TO RE-ELECT SIR JOHN PARKER	Management	For
04	TO RE-ELECT STEVE HOLLIDAY	Management	For
05	TO ELECT ANDREW BONFIELD	Management	For
06	TO RE-ELECT TOM KING	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

07	TO RE-ELECT NICK WINSER	Management	For
08	TO RE-ELECT KEN HARVEY	Management	For
09	TO RE-ELECT LINDA ADAMANY	Management	For
10	TO RE-ELECT PHILIP AIKEN	Management	For
11	TO RE-ELECT STEPHEN PETTIT	Management	For
12	TO RE-ELECT MARIA RICHTER	Management	For
13	TO RE-ELECT GEORGE ROSE	Management	For
14	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP	Management	For
15	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Management	For
16	TO APPROVE THE DIRECTORS REMUNERATION REPORT	Management	For
17	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Management	For
S18	TO DISAPPLY PRE-EMPTION RIGHTS	Management	For
S19	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Management	For
S20	TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 CLEAR DAYS' NOTICE	Management	For
21	TO REAPPROVE THE SHARE INCENTIVE PLAN	Management	For
22	TO REAPPROVE THE EMPLOYEE STOCK PURCHASE PLAN	Management	For
23	TO APPROVE THE SHARES SAVE PLAN	Management	For
24	TO APPROVE THE LONG TERM PERFORMANCE PLAN	Management	For

REMY COINTREAU SA, COGNAC

SECURITY	F7725A100	MEETING TYPE MIX	
TICKER SYMBOL		MEETING DATE 26-Jul-2011	
ISIN	FR0000130395	AGENDA	703185947 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL LINKS:- https://balo.journal-officiel.gouv.fr/pdf/2011/0617/201106171103784.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2011/0701/201107011104307.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2011/0704/201107041104379.pdf	Non-Voting	
0.1	Approval of corporate financial statements for the financial year 2010/2011	Management	For
0.2	Approval of consolidated financial statements for the	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	financial year 2010/2011		
O.3	Allocation of income and setting the dividend	Management	For
O.4	Distribution of an exceptional dividend	Management	For
O.5	Approval of Agreements pursuant to Article L. 225-38 of the Commercial Code	Management	For
O.6	Discharge of duties to Board members	Management	For
O.7	Renewal of term of Mrs. Dominique Heriard Dubreuil as Board member	Management	For
O.8	Renewal of term of Sir Brian Ivory as Board member	Management	For
O.9	Renewal of term of Mr. Patrick Thomas as Board member	Management	For
O.10	Appointment of Mrs. Caroline Bois as Board member	Management	For
O.11	Appointment of Mrs. Laure Heriard Dubreuil as Board member	Management	For
O.12	Setting attendance allowances	Management	For
O.13	Authorization to the Board of Directors to purchase and sell shares of the Company pursuant to Articles L.225-209 et seq. of the Commercial Code	Management	For
O.14	Powers to accomplish all legal formalities	Management	For
E.15	Authorization to the Board of Directors to reduce share capital by cancelling treasury shares of the Company	Management	For
E.16	Delegation of authority to the Board of Directors to increase the capital of the Company by incorporation of reserves, profits or premiums	Management	For
E.17	Delegation to the Board of Directors to carry out the issuance of shares or securities providing access to capital within the limit of 10% of capital, in consideration for in-kind contributions	Management	For
E.18	Authorization to the Board of Directors to carry out free allocation of shares existing or to be issued to employees and some corporate officers	Management	For
E.19	Authorization to the Board of Directors to increase share capital by issuing shares reserved for members of a company savings plan	Management	For
E.20	Authorization to the Board of Directors in case of public offering on shares of the Company	Management	For
E.21	Authorization to the Board of Directors to deduct expenses incurred from capital increases from premiums relating to these transactions	Management	For
E.22	Amendment of Article 6.2 of the Statutes regarding share capital as a result of legislative changes	Management	For
E.23	Amendment of Article 8.2 of the Statutes regarding threshold crossings	Management	For
E.24	Amendment of Article 20 of the Statutes regarding Agreements between the Company and a Board member or the general manager or a chief operating officer	Management	For
E.25	Amendment of Article 23 of the Statutes regarding General Meetings as a result of regulatory and legislative changes	Management	For
E.26	Powers to accomplish all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO ADDITION OF URL LINK. IF YOU HAVE A-LREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DEC-IDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

ITO EN, LTD.

SECURITY	J25027103	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	26-Jul-2011
ISIN	JP314300002	AGENDA	703205953 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1	Approve Appropriation of Profits	Management	For
2	Appoint a Corporate Auditor	Management	For
3	Authorize Use of Performance and Compensation-based Stock Option Plan for Directors, Apart From the Regular Compensation Package	Management	For

PORTUGAL TELECOM SGPS SA, LISBOA

SECURITY X6769Q104 MEETING TYPE ExtraOrdinary General Meeting
TICKER SYMBOL MEETING DATE 26-Jul-2011
ISIN PTPTC0AM0009 AGENDA 703212237 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 860478 DUE TO ADDITION OF-RESOLUTION. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND-YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
CMMT	PLEASE NOTE THAT VOTING IN PORTUGUESE MEETINGS REQUIRES THE DISCLOSURE OF BENE-FICIAL OWNER INFORMATION, THROUGH DECLARATIONS OF PARTICIPATION AND VOTING. BR-OADRIDGE WILL DISCLOSE THE BENEFICIAL OWNER INFORMATION FOR YOUR VOTED ACCOUNT-S. ADDITIONALLY, PORTUGUESE LAW DOES NOT PERMIT BENEFICIAL OWNERS TO VOTE INCO-NSISTENTLY ACROSS THEIR HOLDINGS. OPPOSING VOTES MAY BE REJECTED SUMMARILY BY- THE COMPANY HOLDING THIS BALLOT. PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTA-TIVE FOR FURTHER DETAILS.	Non-Voting	
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SE-COND CALL ON 11 AUG 2011. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN V-ALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.	Non-Voting	
1	PLEASE NOTE THAT 500 SHARES EQUALS TO 1 VOTE. THANK YOU. Decide on the amendment of the following articles of association of Portugal telecom, sgps, sa: article five(5), by the modification of paragraph 1 and the repeal of paragraph 2, article fourteen(14), by repealing paragraph 2, article 19, by repealing paragraph 2 and the consequent renumbering of paragraph 3, article 21 by changing numbers 3 and 5, article 32, by repealing paragraph 2 and the consequent renumbering of paragraph 3, article thirty-fifth	Management	For
2	To resolve on the amendment to paragraph 2 of article 20, which considering the revocation of paragraph 2 of article 19 is replaced as follows: the members of the executive committee are chosen by the board of directors amongst its members	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION OF AMENDMENT COMMENT.-IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM U-NLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

LEGG MASON, INC.

SECURITY	524901105	MEETING TYPE	Annual
TICKER SYMBOL	LM	MEETING DATE	26-Jul-2011
ISIN	US5249011058	AGENDA	933479847 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	DIRECTOR	Management	
	1 HAROLD L. ADAMS		For
	2 JOHN T. CAHILL		For
	3 MARK R. FETTING		For
	4 MARGARET M. RICHARDSON		For
	5 KURT L. SCHMOKE		For
2	AMENDMENT AND RE-APPROVAL OF THE LEGG MASON, INC. 1996 EQUITY INCENTIVE PLAN;	Management	Against
3	AMENDMENT OF THE LEGG MASON, INC. ARTICLES OF INCORPORATION TO PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS;	Management	For
4	AN ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS;	Management	Abstain
5	AN ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS;	Management	Abstain
6	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM;	Management	For

VODAFONE GROUP PLC

SECURITY	92857W209	MEETING TYPE	Annual
TICKER SYMBOL	VOD	MEETING DATE	26-Jul-2011
ISIN	US92857W2098	AGENDA	933480648 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	TO RECEIVE THE COMPANY'S ACCOUNTS AND REPORTS OF THE DIRECTORS AND THE AUDITOR FOR THE YEAR ENDED 31 MARCH 2011 MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
02	TO ELECT GERARD KLEISTERLEE AS A DIRECTOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
03	TO RE-ELECT JOHN BUCHANAN AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE) (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
04	TO RE-ELECT VITTORIO COLAO AS A DIRECTOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
05	TO RE-ELECT MICHEL COMBES AS A DIRECTOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

06	TO RE-ELECT ANDY HALFORD AS A DIRECTOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
07	TO RE-ELECT STEPHEN PUSEY AS A DIRECTOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
08	TO ELECT RENEE JAMES AS A DIRECTOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
09	TO RE-ELECT ALAN JEBSON AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
10	TO RE-ELECT SAMUEL JONAH AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
11	TO RE-ELECT NICK LAND AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
12	TO RE-ELECT ANNE LAUVERGEON AS A DIRECTOR (MEMBER OF THE AUDIT COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
13	TO RE-ELECT LUC VANDELDELDE AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE) (MEMBER OF THE REMUNERATION COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
14	TO RE-ELECT ANTHONY WATSON AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE) (MEMBER OF THE REMUNERATION COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
15	TO RE-ELECT PHILIP YEA AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
16	TO APPROVE A FINAL DIVIDEND OF 6.05P PER ORDINARY SHARE MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
17	TO APPROVE THE REMUNERATION REPORT OF THE BOARD FOR THE YEAR ENDED 31 MARCH 2011 MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
18	TO RE-APPOINT DELOITTE LLP AS AUDITOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
19	TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
20	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
S21	TO AUTHORISE THE DIRECTORS TO DIS-APPLY PRE-EMPTION RIGHTS MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
S22	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES (SECTION 701, COMPANIES ACT 2006) MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For
S23	TO AUTHORISE THE CALLING OF A GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING ON NOT LESS THAN 14 CLEAR DAYS' NOTICE MGMT RECOMMENDATION = FOR, UNINSTRUCTED PROPOSAL WILL NOT BE VOTED	Management	For

DORAL FINANCIAL CORPORATION

SECURITY	25811P704	MEETING TYPE	Special
TICKER SYMBOL	DORLL	MEETING DATE	03-Aug-2011

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN PR25811P7044 AGENDA 933489862 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: DAVID BASNER	Management	For
1B	ELECTION OF DIRECTOR: EILEEN BERMINGHAM	Management	For
1C	ELECTION OF DIRECTOR: GREGORY T. HRADSKY	Management	For
1D	ELECTION OF DIRECTOR: CHARLES LEMONIDES	Management	For
1E	ELECTION OF DIRECTOR: LLOYD SEMS	Management	For
1F	ELECTION OF DIRECTOR: STEVEN ZELL	Management	For

VARIAN SEMICONDUCTOR EQUIP. ASSOC., INC.

SECURITY 922207105 MEETING TYPE Special
 TICKER SYMBOL VSEA MEETING DATE 11-Aug-2011
 ISIN US9222071055 AGENDA 933487565 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 3, 2011, BY & AMONG VARIAN SEMICONDUCTOR EQUIPMENT ASSOCIATES, INC., A DELAWARE CORPORATION, APPLIED MATERIALS, INC., A DELAWARE CORPORATION, AND BARCELONA ACQUISITION CORP., A DELAWARE CORPORATION AND WHOLLY OWNED SUBSIDIARY OF APPLIED MATERIALS, INC., AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For
02	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO ALLOW FOR THE SOLICITATION OF ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For
03	PROPOSAL TO APPROVE, BY NON-BINDING, ADVISORY VOTE, "GOLDEN PARACHUTE" COMPENSATION THAT CERTAIN EXECUTIVE OFFICERS OF VARIAN SEMICONDUCTOR EQUIPMENT ASSOCIATES, INC. WILL RECEIVE IN CONNECTION WITH THE MERGER.	Management	Abstain

PROGRESS ENERGY, INC.

SECURITY 743263105 MEETING TYPE Special
 TICKER SYMBOL PGN MEETING DATE 23-Aug-2011
 ISIN US7432631056 AGENDA 933488682 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	TO APPROVE THE PLAN OF MERGER CONTAINED IN THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 8, 2011, BY AND AMONG DUKE ENERGY CORPORATION, DIAMOND ACQUISITION CORPORATION AND PROGRESS ENERGY, INC., AS IT MAY BE AMENDED FROM TIME TO TIME, AND THE MERGER DESCRIBED	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

02 THEREIN.
 TO ADJOURN THE PROGRESS ENERGY, INC. SPECIAL MEETING OF Management For
 SHAREHOLDERS, IF NECESSARY, TO SOLICIT ADDITIONAL
 PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF
 THE SPECIAL MEETING TO APPROVE THE MERGER PROPOSAL.

DUKE ENERGY CORPORATION

SECURITY 26441C105 MEETING TYPE Special
 TICKER SYMBOL DUK MEETING DATE 23-Aug-2011
 ISIN US26441C1053 AGENDA 933488707 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	REVERSE STOCK SPLIT PROPOSAL - A PROPOSAL TO APPROVE THE AMENDMENT OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DUKE ENERGY CORPORATION TO PROVIDE FOR A 1-FOR-3 REVERSE STOCK SPLIT WITH RESPECT TO THE ISSUED AND OUTSTANDING DUKE ENERGY COMMON STOCK IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	For
02	SHARE ISSUANCE PROPOSAL - A PROPOSAL TO APPROVE THE ISSUANCE OF DUKE ENERGY COMMON STOCK, PAR VALUE \$0.001 PER SHARE, TO PROGRESS ENERGY, INC. SHAREHOLDERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	For
03	ADJOURNMENT PROPOSAL - A PROPOSAL TO ADJOURN THE SPECIAL MEETING OF THE SHAREHOLDERS OF DUKE ENERGY, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE EITHER OF THE PROPOSALS ABOVE.	Management	For

PETROLEO BRASILEIRO S.A. - PETROBRAS

SECURITY 71654V408 MEETING TYPE Special
 TICKER SYMBOL PBR MEETING DATE 23-Aug-2011
 ISIN US71654V4086 AGENDA 933497427 - Management

ITEM	PROPOSAL	TYPE	VOTE
02	APPROVAL OF COMPANY'S BYLAWS AMENDMENT SO AS TO COMPLY WITH LAW 12.353/10, WHICH PROVIDES FOR THE MEMBERSHIP OF EMPLOYEES IN THE BOARD OF DIRECTORS OF GOVERNMENT-OWNED COMPANIES AND MIXED JOINT STOCK CORPORATIONS.	Management	For

AIRGAS, INC.

SECURITY 009363102 MEETING TYPE Annual
 TICKER SYMBOL ARG MEETING DATE 29-Aug-2011
 ISIN US0093631028 AGENDA 933490930 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 PETER MCCAUSLAND 2 LEE M. THOMAS 3 JOHN C. VAN RODEN, JR. 4 ELLEN C. WOLF	Management	For For For For
02	RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain

H.J. HEINZ COMPANY

SECURITY 423074103 MEETING TYPE Annual
TICKER SYMBOL HNZ MEETING DATE 30-Aug-2011
ISIN US4230741039 AGENDA 933486311 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: W.R. JOHNSON	Management	For
1B	ELECTION OF DIRECTOR: C.E. BUNCH	Management	For
1C	ELECTION OF DIRECTOR: L.S. COLEMAN, JR.	Management	For
1D	ELECTION OF DIRECTOR: J.G. DROSDICK	Management	For
1E	ELECTION OF DIRECTOR: E.E. HOLIDAY	Management	For
1F	ELECTION OF DIRECTOR: C. KENDLE	Management	For
1G	ELECTION OF DIRECTOR: D.R. O'HARE	Management	For
1H	ELECTION OF DIRECTOR: N. PELTZ	Management	For
1I	ELECTION OF DIRECTOR: D.H. REILLEY	Management	For
1J	ELECTION OF DIRECTOR: L.C. SWANN	Management	For
1K	ELECTION OF DIRECTOR: T.J. USHER	Management	For
1L	ELECTION OF DIRECTOR: M.F. WEINSTEIN	Management	For
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
03	ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM	Management	Abstain
04	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management	Abstain

KOREA ELECTRIC POWER CORPORATION

SECURITY 500631106 MEETING TYPE Special
TICKER SYMBOL KEP MEETING DATE 16-Sep-2011
ISIN US5006311063 AGENDA 933505692 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	ELECTION OF CHIEF EXECUTIVE OFFICER: KIM, JOONG-KYUM	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

CONAGRA FOODS, INC.

SECURITY	205887102	MEETING TYPE	Annual
TICKER SYMBOL	CAG	MEETING DATE	23-Sep-2011
ISIN	US2058871029	AGENDA	933495637 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	DIRECTOR	Management	
	1 MOGENS C. BAY		For
	2 STEPHEN G. BUTLER		For
	3 STEVEN F. GOLDSTONE		For
	4 JOIE A. GREGOR		For
	5 RAJIVE JOHRI		For
	6 W.G. JURGENSEN		For
	7 RICHARD H. LENNY		For
	8 RUTH ANN MARSHALL		For
	9 GARY M. RODKIN		For
	10 ANDREW J. SCHINDLER		For
	11 KENNETH E. STINSON		For
02	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITOR	Management	For
03	ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain
04	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management	Abstain

DPL INC.

SECURITY	233293109	MEETING TYPE	Annual
TICKER SYMBOL	DPL	MEETING DATE	23-Sep-2011
ISIN	US2332931094	AGENDA	933496146 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	DIRECTOR	Management	
	1 PAUL M. BARBAS		For
	2 BARBARA S. GRAHAM		For
	3 GLENN E. HARDER		For
02	ADOPTION OF AGREEMENT AND PLAN OF MERGER, DATED APRIL 19, 2011, BY AND AMONG DPL, THE AES CORPORATION AND DOLPHIN SUB, INC.	Management	For
03	AN AMENDMENT TO REGULATIONS APPROVED BY OUR BOARD THAT REDUCES PERCENTAGE OF SHAREHOLDER VOTES NEEDED TO AMEND REGULATIONS.	Management	For
04	A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS AS DESCRIBED IN 2011 PROXY STATEMENT.	Management	Abstain
05	TO RECOMMEND BY NON-BINDING ADVISORY RESOLUTION, THE FREQUENCY FOR HOLDING NON-BINDING ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
06	NON-BINDING ADVISORY RESOLUTION TO APPROVE COMPENSATION TO BE RECEIVED BY NAMED EXECUTIVE OFFICERS IN CONNECTION	Management	Abstain

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

07	WITH MERGER. RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER DPL'S 2006 EQUITY PERFORMANCE AND INCENTIVE PLAN.	Management	For
08	RATIFICATION OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANT.	Management	For
09	TO APPROVE THE ADJOURNMENT OF THE ANNUAL MEETING TO ANOTHER TIME AND PLACE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE ANNUAL MEETING TO ADOPT MERGER AGREEMENT AND APPROVE MERGER, OR ACT ON ANY OF THE OTHER PROPOSALS PRESENTED AT THE MEETING.	Management	For

GENERAL MILLS, INC.

SECURITY	370334104	MEETING TYPE	Annual
TICKER SYMBOL	GIS	MEETING DATE	26-Sep-2011
ISIN	US3703341046	AGENDA	933494560 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1A	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For
1B	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For
1C	ELECTION OF DIRECTOR: PAUL DANOS	Management	For
1D	ELECTION OF DIRECTOR: WILLIAM T. ESREY	Management	For
1E	ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN	Management	For
1F	ELECTION OF DIRECTOR: JUDITH RICHARDS HOPE	Management	For
1G	ELECTION OF DIRECTOR: HEIDI G. MILLER	Management	For
1H	ELECTION OF DIRECTOR: HILDA OCHOA-BRILLEMBOURG	Management	For
1I	ELECTION OF DIRECTOR: STEVE ODLAND	Management	For
1J	ELECTION OF DIRECTOR: KENDALL J. POWELL	Management	For
1K	ELECTION OF DIRECTOR: MICHAEL D. ROSE	Management	For
1L	ELECTION OF DIRECTOR: ROBERT L. RYAN	Management	For
1M	ELECTION OF DIRECTOR: DOROTHY A. TERRELL	Management	For
02	APPROVE THE 2011 STOCK COMPENSATION PLAN.	Management	Against
03	APPROVE THE 2011 COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS.	Management	Against
04	CAST AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
05	CAST AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
06	RATIFY THE APPOINTMENT OF KPMG LLP AS GENERAL MILLS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

TAKE-TWO INTERACTIVE SOFTWARE, INC.

SECURITY	874054109	MEETING TYPE	Annual
TICKER SYMBOL	TTWO	MEETING DATE	26-Sep-2011
ISIN	US8740541094	AGENDA	933496867 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
01	DIRECTOR	Management	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	1 STRAUSS ZELNICK		For
	2 ROBERT A. BOWMAN		For
	3 SUNGHWAN CHO		For
	4 MICHAEL DORNEMANN		For
	5 BRETT ICAHN		For
	6 J. MOSES		For
	7 JAMES L. NELSON		For
	8 MICHAEL SHERESKY		For
02	APPROVAL OF THE AMENDMENT TO THE TAKE-TWO INTERACTIVE SOFTWARE, INC. 2009 STOCK INCENTIVE PLAN.	Management	Against
03	APPROVAL OF THE MANAGEMENT AGREEMENT, DATED AS OF MAY 20, 2011, BY AND BETWEEN ZELNICK MEDIA CORPORATION AND TAKE-TWO INTERACTIVE SOFTWARE, INC.	Management	Against
04	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain
05	ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain
06	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2012.	Management	For

SKYLINE CORPORATION

SECURITY	830830105	MEETING TYPE	Annual
TICKER SYMBOL	SKY	MEETING DATE	26-Sep-2011
ISIN	US8308301055	AGENDA	933498431 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR	Management	
	1 ARTHUR J. DECIO		For
	2 THOMAS G. DERANEK		For
	3 JOHN C. FIRTH		For
	4 JERRY HAMMES		For
	5 WILLIAM H. LAWSON		For
	6 DAVID T. LINK		For
	7 ANDREW J. MCKENNA		For
02	THE RATIFICATION OF CROWE HORWATH LLP AS SKYLINE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO SERVE AS INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING MAY 31, 2012.	Management	For
03	RESOLVED, THE SHAREHOLDERS APPROVE THE COMPENSATION AWARDED TO SKYLINE'S NAMED EXECUTIVE OFFICERS FOR FISCAL YEAR 2011, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION IS HEREBY APPROVED.	Management	Abstain
04	PLEASE CAST YOUR ADVISORY VOTE FOR ONE OF THE FOLLOWING OPTIONS ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain

BOUYGUES, PARIS

SECURITY	F11487125	MEETING TYPE	ExtraOrdinary General Meeting
TICKER SYMBOL		MEETING DATE	10-Oct-2011

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN FR0000120503 AGENDA 703323472 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLIC-KING ON THE MATERIAL URL LINK: https://balo.journal-officiel.gouv.fr/pdf/2011/-0905/201109051105538.pdf , https://balo.journal-officiel.gouv.fr/pdf/2011/0907/-201109071105586.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2011/0923/20-1109231105716.pdf	Non-Voting	
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
1	Capital reduction of a maximum nominal amount of EUR 41,666,666.00 by allowing the Company to repurchase its own shares followed by the cancellation of repurchased shares, and authorization granted to the Board of Directors to carry out a public offer to all shareholders, to implement the capital reduction and to establish the final amount	Management	For
2	Powers to carry out all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINKS. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNL-ESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

THE PROCTER & GAMBLE COMPANY

SECURITY 742718109 MEETING TYPE Annual
TICKER SYMBOL PG MEETING DATE 11-Oct-2011
ISIN US7427181091 AGENDA 933500705 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: ANGELA F. BRALY	Management	For
1B	ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Management	For
1C	ELECTION OF DIRECTOR: SCOTT D. COOK	Management	For
1D	ELECTION OF DIRECTOR: SUSAN DESMOND-HELLMANN	Management	For
1E	ELECTION OF DIRECTOR: ROBERT A. MCDONALD	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1F	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Management	For
1G	ELECTION OF DIRECTOR: JOHNATHAN A. RODGERS	Management	For
1H	ELECTION OF DIRECTOR: MARGARET C. WHITMAN	Management	For
1I	ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER	Management	For
1J	ELECTION OF DIRECTOR: PATRICIA A. WOERTZ	Management	For
1K	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Management	For
02	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PAGE 65 OF PROXY STATEMENT)	Management	For
03	ADVISORY VOTE TO APPROVE THE COMPANY'S SAY ON PAY VOTE (PAGES 65-66 OF PROXY STATEMENT)	Management	Abstain
04	ADVISORY VOTE TO RECOMMEND THE FREQUENCY OF THE SAY ON PAY VOTE (PAGES 66-67 OF PROXY STATEMENT)	Management	Abstain
05	AMEND THE COMPANY'S AMENDED ARTICLES OF INCORPORATION (PAGE 67 OF PROXY STATEMENT)	Management	For
06	SHAREHOLDER PROPOSAL #1 - CUMULATIVE VOTING (PAGE 68 OF PROXY STATEMENT)	Shareholder	Against
07	SHAREHOLDER PROPOSAL #2 - ANIMAL TESTING (PAGES 69-70 OF PROXY STATEMENT)	Shareholder	Against
08	SHAREHOLDER PROPOSAL #3 - ELECTIONEERING CONTRIBUTIONS (PAGES 70-72 OF PROXY STATEMENT)	Shareholder	Against

PETROCHINA COMPANY LIMITED

SECURITY 71646E100 MEETING TYPE Special
 TICKER SYMBOL PTR MEETING DATE 20-Oct-2011
 ISIN US71646E1001 AGENDA 933509626 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	TO CONSIDER AND APPROVE THE RESOLUTION AS SET OUT IN THE CIRCULAR DATED 5 SEPTEMBER 2011 ISSUED BY THE COMPANY TO ITS SHAREHOLDERS (THE "CIRCULAR"), ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For
02	TO CONSIDER AND APPROVE MR. WANG LIXIN AS SUPERVISOR OF THE COMPANY.	Management	For

SCHIFF NUTRITION INTERNATIONAL, INC.

SECURITY 806693107 MEETING TYPE Annual
 TICKER SYMBOL WNI MEETING DATE 26-Oct-2011
 ISIN US8066931077 AGENDA 933510655 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR	Management	
	1 ERIC WEIDER		For
	2 GEORGE F. LENGVARI		For
	3 TARANG P. AMIN		For
	4 RONALD L. COREY		For
	5 MATTHEW T. HOBART		For
	6 MICHAEL HYATT		For
	7 EUGENE B. JONES		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

8	ROGER H. KIMMEL	For
9	WILLIAM E. MCGLASHAN JR	For
10	RICHARD G. WOLFORD	For

SARA LEE CORPORATION

SECURITY	803111103	MEETING TYPE	Annual
TICKER SYMBOL	SLE	MEETING DATE	27-Oct-2011
ISIN	US8031111037	AGENDA	933506214 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY	Management	For
1B	ELECTION OF DIRECTOR: JAN BENNINK	Management	For
1C	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For
1D	ELECTION OF DIRECTOR: VIRGIS W. COLBERT	Management	For
1E	ELECTION OF DIRECTOR: JAMES S. CROWN	Management	For
1F	ELECTION OF DIRECTOR: LAURETTE T. KOELLNER	Management	For
1G	ELECTION OF DIRECTOR: CORNELIS J.A. VAN LEDE	Management	For
1H	ELECTION OF DIRECTOR: DR. JOHN MCADAM	Management	For
1I	ELECTION OF DIRECTOR: SIR IAN PROSSER	Management	For
1J	ELECTION OF DIRECTOR: NORMAN R. SORENSEN	Management	For
1K	ELECTION OF DIRECTOR: JEFFREY W. UBBEN	Management	For
1L	ELECTION OF DIRECTOR: JONATHAN P. WARD	Management	For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2012.	Management	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain
05	VOTE ON A STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.	Shareholder	Against

ARCHER-DANIELS-MIDLAND COMPANY

SECURITY	039483102	MEETING TYPE	Annual
TICKER SYMBOL	ADM	MEETING DATE	03-Nov-2011
ISIN	US0394831020	AGENDA	933511102 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: G.W. BUCKLEY	Management	For
1B	ELECTION OF DIRECTOR: M.H. CARTER	Management	For
1C	ELECTION OF DIRECTOR: T. CREWS	Management	For
1D	ELECTION OF DIRECTOR: P. DUFOUR	Management	For
1E	ELECTION OF DIRECTOR: D.E. FELSINGER	Management	For
1F	ELECTION OF DIRECTOR: A. MACIEL	Management	For
1G	ELECTION OF DIRECTOR: P.J. MOORE	Management	For
1H	ELECTION OF DIRECTOR: T.F. O'NEILL	Management	For
1I	ELECTION OF DIRECTOR: K.R. WESTBROOK	Management	For
1J	ELECTION OF DIRECTOR: P.A. WOERTZ	Management	For
02	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING JUNE
30, 2012.

03	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain
05	STOCKHOLDER'S PROPOSAL REGARDING POLITICAL CONTRIBUTIONS.	Shareholder	Against
06	STOCKHOLDER'S PROPOSAL REGARDING REPORT ON POLITICAL CONTRIBUTIONS.	Shareholder	Against
07	STOCKHOLDER'S PROPOSAL REGARDING SUSTAINABLE PALM OIL.	Shareholder	Against

KOREA ELECTRIC POWER CORPORATION

SECURITY	500631106	MEETING TYPE	Special
TICKER SYMBOL	KEP	MEETING DATE	10-Nov-2011
ISIN	US5006311063	AGENDA	933522751 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	ELECTION OF A NON-STANDING DIRECTOR AS A MEMBER OF THE AUDIT COMMITTEE. NAM, DONG-KYOON	Management	For

PERNOD RICARD S A

SECURITY	F72027109	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	15-Nov-2011
ISIN	FR0000120693	AGENDA	703369529 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLIC-KING ON THE MATERIAL URL LINKS: https://balo.journal-officiel.gouv.fr/pdf/2011-/1010/201110101105872.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2011/1-026/201110261106018.pdf	Non-Voting	
0.1	Approval of the corporate financial statements for the	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	financial year ended June 30, 2011		
O.2	Approval of the consolidated financial statements for the financial year ended June 30, 2011	Management	For
O.3	Allocation of income for the financial year ended June 30, 2011 and setting the dividend	Management	For
O.4	Regulated Agreements pursuant to Articles L.225-38 et seq. of the Commercial Code	Management	For
O.5	Ratification of the appointment of Mr. Laurent Burelle as Board member	Management	For
O.6	Renewal of term of Mrs. Nicole Bouton as Board member	Management	For
O.7	Renewal of term of the firm Deloitte et Associates as principal Statutory Auditor	Management	For
O.8	Renewal of term of the firm BEAS as deputy Statutory Auditor	Management	For
O.9	Setting the amount of attendance allowances allocated to the Board members	Management	For
O.10	Authorization to be granted to the Board of Directors to trade Company's shares	Management	For
E.11	Authorization to be granted to the Board of Directors to reduce share capital by cancellation of treasury shares	Management	For
E.12	Delegation of authority to be granted to the Board of Directors to decide to increase share capital by issuing common shares and/or any securities providing access to the capital of the Company while maintaining preferential subscription rights	Management	For
E.13	Delegation of authority to be granted to the Board of Directors to decide to increase share capital by issuing common shares and/or securities providing access to the capital of the Company with cancellation of preferential subscription rights as part of a public offer	Management	For
E.14	Delegation of authority to be granted to the Board of Directors to increase the number of issuable securities in case of share capital increase with or without preferential subscription rights pursuant to the 12th and 13th resolutions	Management	For
E.15	Delegation of authority to be granted to the Board of Directors to carry out the issuance of common shares and/or securities providing access to the capital of the Company, in consideration for in-kind contributions granted to the Company within the limit of 10% of share capital	Management	For
E.16	Delegation of authority to be granted to the Board of Directors to carry out the issuance of common shares and/or securities providing access to the capital of the Company in case of public offer initiated by the Company	Management	For
E.17	Delegation of authority to be granted to the Board of Directors to issue securities representing debts entitling to the allotment of debt securities	Management	For
E.18	Delegation of authority to be granted to the Board of Directors to decide to increase share capital by incorporation of reserves, profits, premiums or otherwise	Management	For
E.19	Delegation of authority to be granted to the Board of Directors to decide to increase share capital by issuing shares or securities providing access to capital, reserved for members of company savings plans with cancellation of preferential subscription rights in favor of the latter	Management	For
E.20	Delegation of authority to be granted to the Board of Directors to issue share subscription warrants in case of public offer on shares of the Company	Management	Against
E.21	Amendment to the Statutes relating to the length of term of Board members: Article 18	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

E.22	Powers to carry out all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL. IF YOU H-AVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YO-U DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

TELEPHONE AND DATA SYSTEMS, INC.

SECURITY	879433100	MEETING TYPE	Special
TICKER SYMBOL	TDS	MEETING DATE	15-Nov-2011
ISIN	US8794331004	AGENDA	933505046 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	SHARE CONSOLIDATION AMENDMENT - STATUTORY VOTE	Management	Against
02	SHARE CONSOLIDATION AMENDMENT - RATIFICATION VOTE	Management	Against
03	VOTE AMENDMENT - STATUTORY VOTE	Management	Against
04	VOTE AMENDMENT - RATIFICATION VOTE	Management	Against
05	ANCILLARY AMENDMENT	Management	For
06	2011 LONG-TERM INCENTIVE PLAN	Management	For
07	COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For
08	ADJOURN THE SPECIAL MEETING, IF ELECTED	Management	Against

TELEPHONE AND DATA SYSTEMS, INC.

SECURITY	879433860	MEETING TYPE	Special
TICKER SYMBOL	TDSS	MEETING DATE	15-Nov-2011
ISIN	US8794338603	AGENDA	933505058 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	SHARE CONSOLIDATION AMENDMENT - STATUTORY VOTE	Management	Against
02	SHARE CONSOLIDATION AMENDMENT - RATIFICATION VOTE	Management	Against
04	VOTE AMENDMENT - RATIFICATION VOTE	Management	Against

MICROSOFT CORPORATION

SECURITY	594918104	MEETING TYPE	Annual
TICKER SYMBOL	MSFT	MEETING DATE	15-Nov-2011
ISIN	US5949181045	AGENDA	933510706 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	ELECTION OF DIRECTOR: STEVEN A. BALLMER	Management	For
2	ELECTION OF DIRECTOR: DINA DUBLON	Management	For
3	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Management	For
4	ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5	ELECTION OF DIRECTOR: REED HASTINGS	Management	For
6	ELECTION OF DIRECTOR: MARIA M. KLAWE	Management	For
7	ELECTION OF DIRECTOR: DAVID F. MARQUARDT	Management	For
8	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Management	For
9	ELECTION OF DIRECTOR: HELMUT PANKE	Management	For
10	ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
11	ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
12	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR.	Management	For
13	SHAREHOLDER PROPOSAL 1. ESTABLISHMENT OF A BOARD COMMITTEE ON ENVIRONMENTAL SUSTAINABILITY.	Shareholder	Against

BHP BILLITON LIMITED

SECURITY	088606108	MEETING TYPE	Annual
TICKER SYMBOL	BHP	MEETING DATE	17-Nov-2011
ISIN	US0886061086	AGENDA	933510504 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	TO RECEIVE THE 2011 FINANCIAL STATEMENTS AND REPORTS FOR BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
02	TO ELECT LINDSAY MAXSTED AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
03	TO ELECT SHRITI VADERA AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
04	TO RE-ELECT MALCOLM BROOMHEAD AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
05	TO RE-ELECT JOHN BUCHANAN AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
06	TO RE-ELECT CARLOS CORDEIRO AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
07	TO RE-ELECT DAVID CRAWFORD AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
08	TO RE-ELECT CAROLYN HEWSON AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
09	TO RE-ELECT MARIUS KLOPPERS AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
10	TO RE-ELECT WAYNE MURDY AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
11	TO RE-ELECT KEITH RUMBLE AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
12	TO RE-ELECT JOHN SCHUBERT AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
13	TO RE-ELECT JACQUES NASSER AS A DIRECTOR OF BHP BILLITON LIMITED AND BHP BILLITON PLC	Management	For
14	TO REAPPOINT KPMG AUDIT PLC AS THE AUDITOR OF BHP BILLITON PLC	Management	For
15	TO RENEW THE GENERAL AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC	Management	For
16	TO APPROVE THE AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC FOR CASH	Management	For
17	TO APPROVE THE REPURCHASE OF SHARES IN BHP BILLITON PLC	Management	For
18	TO APPROVE THE 2011 REMUNERATION REPORT	Management	For
19	TO APPROVE TERMINATION BENEFITS FOR GROUP MANAGEMENT COMMITTEE MEMBERS	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

20 TO APPROVE THE GRANT OF AWARDS TO MARIUS KLOPPERS UNDER Management For
THE GIS AND THE LTIP

CAMPBELL SOUP COMPANY

SECURITY 134429109 MEETING TYPE Annual
TICKER SYMBOL CPB MEETING DATE 17-Nov-2011
ISIN US1344291091 AGENDA 933510958 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR	Management	
	1 EDMUND M. CARPENTER		For
	2 PAUL R. CHARRON		For
	3 BENNETT DORRANCE		For
	4 LAWRENCE C. KARLSON		For
	5 RANDALL W. LARRIMORE		For
	6 MARY ALICE D. MALONE		For
	7 SARA MATHEW		For
	8 DENISE M. MORRISON		For
	9 WILLIAM D. PEREZ		For
	10 CHARLES R. PERRIN		For
	11 A. BARRY RAND		For
	12 NICK SHREIBER		For
	13 TRACEY T. TRAVIS		For
	14 ARCHBOLD D. VAN BEUREN		For
	15 LES C. VINNEY		For
	16 CHARLOTTE C. WEBER		For
02	RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain

EXELON CORPORATION

SECURITY 30161N101 MEETING TYPE Special
TICKER SYMBOL EXC MEETING DATE 17-Nov-2011
ISIN US30161N1019 AGENDA 933516087 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	THE SHARE ISSUANCE PROPOSAL - A PROPOSAL TO APPROVE THE ISSUANCE OF EXELON CORPORATION COMMON STOCK, WITHOUT PAR VALUE, TO CONSTELLATION ENERGY GROUP, INC. STOCKHOLDERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	For
02	THE ADJOURNMENT PROPOSAL - A PROPOSAL TO ADJOURN THE SPECIAL MEETING OF SHAREHOLDERS OF EXELON, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE PROPOSAL ABOVE.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

DELTA NATURAL GAS COMPANY, INC.

SECURITY	247748106	MEETING TYPE	Annual
TICKER SYMBOL	DGAS	MEETING DATE	17-Nov-2011
ISIN	US2477481061	AGENDA	933516746 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS DELTA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
02	DIRECTOR 1 GLENN R. JENNINGS 2 LEWIS N. MELTON 3 ARTHUR E. WALKER, JR.	Management	For For For
03	NON-BINDING, ADVISORY VOTE TO APPROVE THE COMPENSATION PAID OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
04	NON-BINDING, ADVISORY VOTE ON WHETHER THE SHAREHOLDER VOTE ON OUR NAMED EXECUTIVE OFFICERS' COMPENSATION SHOULD OCCUR EVERY 1, 2 OR 3 YEARS.	Management	Abstain

SMITHS GROUP PLC, LONDON

SECURITY	G82401111	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	22-Nov-2011
ISIN	GB00B1WY2338	AGENDA	703404537 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1	To adopt the reports of the directors and the auditors and the audited accounts for the financial year ended 31 July 2011	Management	For
2	To approve the directors' remuneration report for the financial year ended 31 July 2011	Management	For
3	To declare a final dividend of 25 pence per ordinary share for the financial year ended 31 July 2011	Management	For
4	To re-elect Mr B.F.J. Angelici as a director of the Company	Management	For
5	To re-elect Mr P. Bowman as a director of the Company	Management	For
6	To re-elect Mr D.H. Brydon, CBE as a director of the Company	Management	For
7	To re-elect Mr D.J. Challen, CBE as a director of the Company	Management	For
8	To re-elect Mr S.J. Chambers as a director of the Company	Management	For
9	To re-elect Ms A.C. Quinn, CBE as a director of the Company	Management	For
10	To re-elect Sir Kevin Tebbit, KCB, CMG as a director of the Company	Management	For
11	To re-elect Mr P.A. Turner as a director of the Company	Management	For
12	To reappoint PricewaterhouseCoopers LLP as auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

13	To authorise the directors to determine the remuneration of the auditors	Management	For
14	That the directors be generally and unconditionally authorised pursuant to and in accordance with Section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company: (i) up to a nominal amount of GBP 49,062,877; (ii) comprising equity securities (as defined in Section 560(1) of the Companies Act 2006) up to a further nominal amount of GBP 49,062,877 in connection with an offer by way of a rights issue; such authorities to apply in substitution for all previous authorities pursuant to Section 551 of the Companies Act 2006 and to expire at the end of the next Annual General Meeting or on 31 January 2013, whichever is the earlier but, in each case, so that the Company may make offers and enter CONTD	Management	For
CONT	CONTD into agreements during the relevant period which would, or might, -require shares to be allotted or rights to be granted after the authority-ends. For the purposes of this Resolution 'rights issue' means an offer to:-(a) ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and (b) people who are holders of other equity-securities if this is required by the rights of those securities or, if the-directors consider it necessary, as permitted by the rights of those-securities to subscribe for further securities by means of the issue of a-renounceable letter (or other negotiable document) which may be traded for a-period before payment for the securities is due, but subject to such-exclusions or other arrangements as the directors may deem necessary or-expedient in relation to CONTD	Non-Voting	
CONT	CONTD treasury shares, fractional entitlements, record dates or legal,-regulatory or practical problems in, or under the laws of, any territory	Non-Voting	
15	That subject to the passing of Resolution 14 above, the directors be empowered to allot equity securities (as defined in Section 560(1) of the Companies Act 2006) wholly for cash: (i) pursuant to the authority given by paragraph (i) of Resolution 14 above or where the allotment constitutes an allotment of equity securities by virtue of Section 560(3) of the Companies Act 2006 in each case: (a) in connection with a pre-emptive offer; and/or (b) otherwise than in connection with a pre-emptive offer, up to an aggregate nominal amount of GBP 7,359,431; and (ii) pursuant to the authority given by paragraph (ii) of Resolution 14 above in connection with a rights issue, as if Section 561(1) of the Companies Act 2006 did not apply to any such allotment; such power to expire at the end of the next Annual General Meeting or on 31 CONTD	Management	For
CONT	CONTD January 2013, whichever is the earlier but so that the Company may make-offers and enter into agreements during this period which would, or might, -require equity securities to be allotted after the power ends and the-directors may allot equity securities under any such offer or agreement as if-the power had not ended. For the purposes of this Resolution: (a) 'rights-issue' has the same meaning as in Resolution 14 above; (b) 'pre-emptive-offer' means an offer of equity securities	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	open for acceptance for a period-fixed by the directors to holders (other than the Company) on the register on-a record date fixed by the directors of ordinary shares in proportion to-their respective holdings but subject to such exclusions or other-arrangements as the directors may deem necessary or expedient in relation to-treasury shares CONTD		
CONT	CONTD, fractional entitlements, record dates or legal, regulatory or-practical problems in, or under the laws of, any territory; (c) references to- an allotment of equity securities shall include a sale of treasury shares;-and (d) the nominal amount of any securities shall be taken to be, in the-case of rights to subscribe for or convert any securities into shares of the-Company, the nominal amount of such shares which may be allotted pursuant to-such rights	Non-Voting	
16	That the Company be and is hereby unconditionally and generally authorised for the purpose of Section 701 of the Companies Act 2006 to make market purchases (as defined in Section 693 of the Companies Act 2006) of ordinary shares of 37.5p each in the capital of the Company on such terms and in such manner as the directors may determine provided that: (a) the maximum number of shares which may be purchased is 39,250,301; (b) the minimum price which may be paid for each share is 37.5p; (c) the maximum price which may be paid for an ordinary share shall not be more than the higher of 5 per cent above the average middle market quotations for an ordinary share, as derived from the London Stock Exchange Daily Official List, for the five business days immediately preceding the day on which the ordinary share is purchased and CONTD	Management	For
CONT	CONTD the amount stipulated by Article 5(1) of the Buy-back and Stabilisation-Regulation 2003 (No 2273/2003); and (d) this authority shall expire at the-conclusion of the next Annual General Meeting of the Company or, if earlier-31 January 2013 (except in relation to the purchase of shares the contract-for which was concluded before the expiry of such authority and which might-be executed wholly or partly after such expiry)	Non-Voting	
17	That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice	Management	For
18	That, in accordance with Part 14 of the Companies Act 2006, the Company and every other company which is now or may become a subsidiary of the Company at any time during the period during which this resolution is in force is hereby authorised to make donations and incur expenditure under each and any of the following heads: (a) donations to political parties or independent election candidates; (b) donations to political organisations other than political parties; and (c) political expenditure, up to an aggregate amount of GBP 50,000 and the amount authorised under each of paragraphs (a), (b) and (c) shall also be limited to such amount. The authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company or, if earlier, on 31 January 2013. All existing authorisations and CONTD	Management	For
CONT	CONTD approvals relating to political donations or expenditure under Part 14-of the Companies Act 2006 are	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

hereby revoked without prejudice to any-donation made or expenditure incurred prior to the date hereof pursuant to-such authorisation or approval. For the purpose of this resolution, the terms-'political donations', 'political parties', 'independent election-candidates', 'political organisations' and 'political expenditure' have the-meanings set out in Sections 363 to 365 of the Companies Act 2006

19	That the Smiths Group Long Term Incentive Plan 2011 (the 'LTIP'), the principal terms of which are summarised in the explanatory note to this resolution and as shown in the rules of the LTIP produced to the Meeting and initialled by the Chairman for the purposes of identification, be and is hereby approved and that the directors be and are hereby authorised to do all such acts and things that they may consider appropriate to implement the LTIP, including the making of any amendments to the rules and any establishment of any sub-plans for the benefit of employees outside the UK (modified as necessary to take account of relevant exchange control, taxation and securities laws of the relevant jurisdiction); and the directors be and are hereby authorised to vote as directors and be counted in any quorum on any matter	Management	For
CONT	CONTD connected with the LTIP, notwithstanding that they may be interested in- the same, save that no director may vote or be counted in the quorum on any-matter solely concerning his own participation therein, and that any-prohibition on directors' voting shall be suspended to this extent-accordingly	Non-Voting	

NETLOGIC MICROSYSTEMS, INC.

SECURITY	64118B100	MEETING TYPE	Special
TICKER SYMBOL	NETL	MEETING DATE	22-Nov-2011
ISIN	US64118B1008	AGENDA	933519108 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 11, 2011, BY AND AMONG NETLOGIC MICROSYSTEMS, INC., BROADCOM CORPORATION AND I&N ACQUISITION CORP., A WHOLLY OWNED SUBSIDIARY OF BROADCOM CORPORATION (THE "MERGER AGREEMENT").	Management	For
02	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	For
03	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO NAMED EXECUTIVE OFFICERS OF NETLOGIC MICROSYSTEMS, INC. IN CONNECTION WITH THE MERGER, INCLUDING THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

MADISON SQUARE GARDEN COMPANY

SECURITY 55826P100 MEETING TYPE Annual
 TICKER SYMBOL MSG MEETING DATE 30-Nov-2011
 ISIN US55826P1003 AGENDA 933515237 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 RICHARD D. PARSONS 2 ALAN D. SCHWARTZ 3 VINCENT TESE	Management	For For For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2012	Management	For
03	TO APPROVE THE MADISON SQUARE GARDEN COMPANY 2010 EMPLOYEE STOCK PLAN	Management	For
04	TO APPROVE THE MADISON SQUARE GARDEN COMPANY 2010 CASH INCENTIVE PLAN	Management	For
05	TO APPROVE THE MADISON SQUARE GARDEN COMPANY 2010 STOCK PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For
06	TO APPROVE, ON AN ADVISORY BASIS, COMPENSATION OF OUR EXECUTIVE OFFICERS	Management	Abstain
07	AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR EXECUTIVE OFFICERS	Management	Abstain

HELLENIC TELECOMMUNICATIONS ORG. S.A.

SECURITY 423325307 MEETING TYPE Special
 TICKER SYMBOL HLTOY MEETING DATE 06-Dec-2011
 ISIN US4233253073 AGENDA 933530897 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	INCREASE OF THE NUMBER OF THE MEMBERS OF THE BOARD OF DIRECTORS FROM 10 TO 11, IN ACCORDANCE WITH ARTICLE 9, PAR. 1 AND 2 OF THE COMPANY'S ARTICLES OF INCORPORATION	Management	For
02	ELECTION OF 11TH MEMBER OF THE BOARD OF DIRECTORS	Management	For
03	ANNOUNCEMENT OF THE ELECTION OF A NEW BOARD MEMBER, IN REPLACEMENT OF A RESIGNED MEMBER, IN ACCORDANCE WITH ARTICLE 9, PAR. 4 OF THE COMPANY'S ARTICLES OF INCORPORATION	Management	For

HARMAN INTERNATIONAL INDUSTRIES, INC.

SECURITY 413086109 MEETING TYPE Annual
 TICKER SYMBOL HAR MEETING DATE 07-Dec-2011
 ISIN US4130861093 AGENDA 933522232 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 BRIAN F. CARROLL 2 HELLENE S. RUNTAGH	Management	For
02	PROPOSAL TO APPROVE THE 2012 STOCK OPTION AND INCENTIVE PLAN.	Management	Against
03	PROPOSAL TO APPROVE AMENDMENT TO RESTATED CERTIFICATE OF INCORPORATION AND BYLAWS TO DECLASSIFY THE BOARD.	Management	For
04	PROPOSAL TO RATIFY APPOINTMENT OF KPMG.	Management	For
05	PROPOSAL TO APPROVE THE ADVISORY (NON-BINDING) RESOLUTION RELATING TO EXECUTIVE COMPENSATION.	Management	Abstain
06	EXECUTIVE COMPENSATION FREQUENCY STOCKHOLDER VOTE.	Management	Abstain

SOUTHERN UNION COMPANY

SECURITY 844030106 MEETING TYPE Special
TICKER SYMBOL SUG MEETING DATE 09-Dec-2011
ISIN US8440301062 AGENDA 933522458 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	TO APPROVE AND ADOPT THE SECOND AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 19, 2011, BY AND AMONG ENERGY TRANSFER EQUITY, L.P., SIGMA ACQUISITION CORPORATION AND SOUTHERN UNION COMPANY, AS IT MAY BE AMENDED FROM TIME TO TIME, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For
02	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION TO BE RECEIVED BY SOUTHERN UNION COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain
03	TO APPROVE ANY ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	For

NSTAR

SECURITY 67019E107 MEETING TYPE Annual
TICKER SYMBOL NST MEETING DATE 13-Dec-2011
ISIN US67019E1073 AGENDA 933521571 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF CLASS III TRUSTEE: CHARLES K. GIFFORD	Management	For
1B	ELECTION OF CLASS III TRUSTEE: PAUL A. LA CAMERA	Management	For
1C	ELECTION OF CLASS III TRUSTEE: WILLIAM C. VAN FAASEN	Management	For
02	ADVISORY APPROVAL OF THE EXECUTIVE COMPENSATION DISCLOSED IN THE PROXY STATEMENT	Management	Abstain
03	ADVISORY APPROVAL ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain
04	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC
ACCOUNTANTS FOR 2011.

PETROLEO BRASILEIRO S.A. - PETROBRAS

SECURITY	71654V408	MEETING TYPE	Special
TICKER SYMBOL	PBR	MEETING DATE	19-Dec-2011
ISIN	US71654V4086	AGENDA	933534770 - Management

ITEM	PROPOSAL	TYPE	VOTE

I	MERGER OF COMPANIES TERMORIO S.A. ("TERMORIO"), USINA TERMELETRICA DE JUIZ DE FORA S.A. ("UTE JUIZ DE FORA") AND FAFEN ENERGIA S.A. ("FAFEN ENERGIA") INTO PETROBRAS, ALL AS MORE FULLY DESCRIBED ON THE COMPANY'S WEBSITE.	Management	For
II	ELECTION OF MEMBER OF BOARD OF DIRECTORS IN COMPLIANCE TO ARTICLE 150 OF ACT NO. 6.404 OF DEC 15, 1976 AND TO ARTICLE 25 OF THE COMPANY'S BY LAWS. THE MEMBER OF THE BOARD SHALL BE ELECTED BY THE MINORITY SHAREHOLDERS, AS PROVIDED FOR IN ARTICLE 239 OF ACT NO. 6.404 OF DEC 15, 1976 AND ARTICLE 19 OF COMPANY'S BY-LAWS.	Management	For

WALGREEN CO.

SECURITY	931422109	MEETING TYPE	Annual
TICKER SYMBOL	WAG	MEETING DATE	11-Jan-2012
ISIN	US9314221097	AGENDA	933529717 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF DIRECTOR: DAVID J. BRAILER	Management	For
1B	ELECTION OF DIRECTOR: STEVEN A. DAVIS	Management	For
1C	ELECTION OF DIRECTOR: WILLIAM C. FOOTE	Management	For
1D	ELECTION OF DIRECTOR: MARK P. FRISSORA	Management	For
1E	ELECTION OF DIRECTOR: GINGER L. GRAHAM	Management	For
1F	ELECTION OF DIRECTOR: ALAN G. MCNALLY	Management	For
1G	ELECTION OF DIRECTOR: NANCY M. SCHLICHTING	Management	For
1H	ELECTION OF DIRECTOR: DAVID Y. SCHWARTZ	Management	For
1I	ELECTION OF DIRECTOR: ALEJANDRO SILVA	Management	For
1J	ELECTION OF DIRECTOR: JAMES A. SKINNER	Management	For
1K	ELECTION OF DIRECTOR: GREGORY D. WASSON	Management	For
02	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS WALGREEN CO.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
03	APPROVAL OF THE WALGREEN CO. 2011 CASH-BASED INCENTIVE PLAN.	Management	For
04	ADVISORY VOTE ON THE APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
05	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
06	SHAREHOLDER PROPOSAL REGARDING AN EXECUTIVE EQUITY RETENTION POLICY.	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TELEPHONE AND DATA SYSTEMS, INC.

SECURITY	879433100	MEETING TYPE	Special
TICKER SYMBOL	TDS	MEETING DATE	13-Jan-2012
ISIN	US8794331004	AGENDA	933536762 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	REVISED SHARE CONSOLIDATION AMENDMENT - STATUTORY VOTE	Management	Against
02	REVISED SHARE CONSOLIDATION AMENDMENT - RATIFICATION VOTE	Management	Against
03	REVISED VOTE AMENDMENT - STATUTORY VOTE	Management	Against
04	REVISED VOTE AMENDMENT - RATIFICATION VOTE	Management	Against
05	ANCILLARY AMENDMENT	Management	For
06	REVISED 2011 LONG-TERM INCENTIVE PLAN	Management	For
07	COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For
08	REVISED PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF ELECTED	Management	Against

TELEPHONE AND DATA SYSTEMS, INC.

SECURITY	879433860	MEETING TYPE	Special
TICKER SYMBOL	TDSS	MEETING DATE	13-Jan-2012
ISIN	US8794338603	AGENDA	933536786 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	REVISED SHARE CONSOLIDATION AMENDMENT - STATUTORY VOTE	Management	Against
02	REVISED SHARE CONSOLIDATION AMENDMENT - RATIFICATION VOTE	Management	Against
04	REVISED VOTE AMENDMENT - RATIFICATION VOTE	Management	Against

ASHLAND INC.

SECURITY	044209104	MEETING TYPE	Annual
TICKER SYMBOL	ASH	MEETING DATE	26-Jan-2012
ISIN	US0442091049	AGENDA	933534528 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF CLASS II DIRECTOR: ROGER W. HALE	Management	For
1B	ELECTION OF CLASS II DIRECTOR: VADA O. MANAGER	Management	For
1C	ELECTION OF CLASS II DIRECTOR: GEORGE A. SCHAEFER, JR.	Management	For
1D	ELECTION OF CLASS II DIRECTOR: JOHN F. TURNER	Management	For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2012.	Management	For
03	A NON-BINDING ADVISORY RESOLUTION APPROVING THE	Management	Abstain

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

COMPENSATION PAID TO ASHLAND'S NAMED EXECUTIVE OFFICERS,
AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K,
INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS,
COMPENSATION TABLES AND NARRATIVE DISCUSSION.

SALLY BEAUTY HOLDINGS, INC.

SECURITY	79546E104	MEETING TYPE	Annual
TICKER SYMBOL	SBH	MEETING DATE	26-Jan-2012
ISIN	US79546E1047	AGENDA	933534845 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1	DIRECTOR 1 KENNETH A. GIURICEO 2 ROBERT R. MCMASTER 3 MARTHA J. MILLER	Management	For For For
2	APPROVAL OF PROPOSED AMENDMENT TO THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION DESIGNATING A FORUM FOR CERTAIN ACTIONS.	Management	For
3	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2012.	Management	For

AIR PRODUCTS AND CHEMICALS, INC.

SECURITY	009158106	MEETING TYPE	Annual
TICKER SYMBOL	APD	MEETING DATE	26-Jan-2012
ISIN	US0091581068	AGENDA	933535746 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: MARIO L. BAEZA	Management	For
1B	ELECTION OF DIRECTOR: SUSAN K. CARTER	Management	For
1C	ELECTION OF DIRECTOR: JOHN E. MCGLADE	Management	For
02	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. TO RATIFY APPOINTMENT OF KPMG LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2012.	Management	For
03	ADVISORY VOTE ON EXECUTIVE OFFICER COMPENSATION. TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Management	Abstain

THE LACLEDE GROUP, INC.

SECURITY	505597104	MEETING TYPE	Annual
TICKER SYMBOL	LG	MEETING DATE	26-Jan-2012
ISIN	US5055971049	AGENDA	933536825 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 ARNOLD W. DONALD 2 ANTHONY V. LENESE 3 WILLIAM E. NASSER 4 SUZANNE SITHERWOOD	Management	For For For For
02	APPROVE THE LACLEDE GROUP 2006 EQUITY INCENTIVE PLAN AS AMENDED.	Management	For
03	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2012.	Management	For
04	GRANT DISCRETIONARY AUTHORITY TO VOTE ON ANY OTHER MATTERS THAT MAY PROPERLY COME BEFORE THE ANNUAL MEETING OR ANY ADJOURNMENT THEREOF.	Management	For

COGECO INC.

SECURITY 19238T100 MEETING TYPE Annual and Special Meeting
TICKER SYMBOL CGECF MEETING DATE 26-Jan-2012
ISIN CA19238T1003 AGENDA 933540901 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 LOUIS AUDET 2 ELISABETTA BIGSBY 3 ANDRE BROUSSEAU 4 PIERRE L. COMTOIS 5 PAULE DORE 6 CLAUDE A. GARCIA 7 NORMAND LEGAULT 8 DAVID MCAUSLAND 9 JAN PEETERS	Management	For For For For For For For For For
02	APPOINT SAMSON BELAIR/DELOITTE & TOUCHE S.E.N.C.R.L., CHARTERED ACCOUNTANTS, AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION.	Management	For
03	RESOLUTION RATIFYING BY-LAW NO. 2011-1 AMENDING THE GENERAL BY-LAWS OF THE CORPORATION (SEE SCHEDULE "B" TO THE MANAGEMENT PROXY CIRCULAR).	Management	For
04	RESOLUTION AMENDING THE ARTICLES OF THE CORPORATION (SEE SCHEDULE "D" TO THE MANAGEMENT PROXY CIRCULAR).	Management	For

PETROLEO BRASILEIRO S.A. - PETROBRAS

SECURITY 71654V408 MEETING TYPE Special
TICKER SYMBOL PBR MEETING DATE 27-Jan-2012
ISIN US71654V4086 AGENDA 933542652 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

I1	CONFIRM THE CONTRACTING OF APSIS CONSULTORIA E AVALIACOES LTDA., BY BRK, FOR THE ASSESSMENT OF NET ASSETS RELATIVE TO THE SPUN OFF PORTIONS TO BE CONVERTED TO PETROBRAS	Management	For
I2	ASSESSMENT REPORT PREPARED BY APSIS CONSULTORIA E AVALIACOES LTDA. AT BOOK VALUE FOR ASSESSMENT OF BRK'S NET ASSETS	Management	For
I3	APPROVE THE PROTOCOL AND JUSTIFICATION OF SPLIT-OFF OF BRK AND SPUN OFF PORTION OF PETROBRAS, PRO RATA TO ITS OWNERSHIP	Management	For
I4	APPROVE THE PARTIAL SPLIT OPERATION OF BRK AND THE SPUN OFF PORTION OF PETROBRAS, WITHOUT INCREASING ITS SHARE CAPITAL	Management	For
II1	CONFIRM THE CONTRACTING OF APSIS CONSULTORIA E AVALIACOES LTDA. BY PETROBRAS FOR THE DEVELOPMENT OF ACCOUNTING ASSESSMENT REPORT OF PETROQUISA'S NET EQUITY TO BE TRANSFERRED TO PETROBRAS	Management	For
II2	ASSESSMENT REPORT PREPARED BY APSIS CONSULTORIA E AVALIACOES LTDA., AT BOOK VALUE, FOR ASSESSMENT OF PETROQUISA'S NET EQUITY	Management	For
II3	APPROVE THE PROTOCOL AND JUSTIFICATION OF ACQUISITION OPERATION OF PETROQUISA BY PETROBRAS	Management	For
II4	APPROVE THE ACQUISITION OPERATION OF PETROQUISA BY PETROBRAS, WITH FULL TRANSFER OF PETROQUISA'S NET EQUITY TO PETROBRAS, WITHOUT INCREASING ITS SHARE CAPITAL	Management	For

ROCKWELL AUTOMATION, INC.

SECURITY 773903109 MEETING TYPE Annual
TICKER SYMBOL ROK MEETING DATE 07-Feb-2012
ISIN US7739031091 AGENDA 933539124 - Management

ITEM	PROPOSAL	TYPE	VOTE
A	DIRECTOR 1 BETTY C. ALEWINE 2 VERNE G. ISTOCK 3 DAVID B. SPEER	Management	For For For
B	TO APPROVE THE SELECTION OF DELOITTE & TOUCHE LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
C	TO APPROVE THE CORPORATION'S 2012 LONG-TERM INCENTIVES PLAN.	Management	Against
D	TO APPROVE ON AN ADVISORY BASIS THE COMPENSATION OF THE CORPORATION'S NAMED EXECUTIVE OFFICERS.	Management	Abstain

ATMOS ENERGY CORPORATION

SECURITY 049560105 MEETING TYPE Annual
TICKER SYMBOL ATO MEETING DATE 08-Feb-2012
ISIN US0495601058 AGENDA 933538603 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: KIM R. COCKLIN	Management	For
1B	ELECTION OF DIRECTOR: RICHARD W. DOUGLAS	Management	For
1C	ELECTION OF DIRECTOR: RUBEN E. ESQUIVEL	Management	For
1D	ELECTION OF DIRECTOR: RICHARD K. GORDON	Management	For
1E	ELECTION OF DIRECTOR: THOMAS C. MEREDITH	Management	For
1F	ELECTION OF DIRECTOR: NANCY K. QUINN	Management	For
1G	ELECTION OF DIRECTOR: STEPHEN R. SPRINGER	Management	For
1H	ELECTION OF DIRECTOR: RICHARD WARE II	Management	For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.	Management	For
03	PROPOSAL FOR AN ADVISORY VOTE BY SHAREHOLDERS TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS FOR FISCAL 2011 ("SAY ON PAY").	Management	Abstain

INGLES MARKETS, INCORPORATED

SECURITY	457030104	MEETING TYPE	Annual
TICKER SYMBOL	IMKTA	MEETING DATE	14-Feb-2012
ISIN	US4570301048	AGENDA	933540026 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR 1 FRED D. AYERS 2 JOHN O. POLLARD	Management	For For
02	TO CONSIDER AND VOTE ON A COMPANY PROPOSAL TO AMEND THE COMPANY'S ARTICLE OF INCORPORATION TO ALLOW THE COMPANY'S INVESTMENT/PROFIT SHARING PLAN TRUST TO DISTRIBUTE SHARES OF CLASS B COMMON STOCK TO ALL PARTICIPANTS IN THE PLAN.	Management	Against

KOREA ELECTRIC POWER CORPORATION

SECURITY	500631106	MEETING TYPE	Special
TICKER SYMBOL	KEP	MEETING DATE	20-Feb-2012
ISIN	US5006311063	AGENDA	933551120 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A)	ELECTION OF A STANDING DIRECTOR: KOO, BON-WOO	Management	For
1B)	ELECTION OF A STANDING DIRECTOR: JOE, SEONG-HOON	Management	For

NAVISTAR INTERNATIONAL CORPORATION

SECURITY	63934E108	MEETING TYPE	Annual
TICKER SYMBOL	NAV	MEETING DATE	21-Feb-2012
ISIN	US63934E1082	AGENDA	933545709 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
01	APPROVE AN AMENDMENT TO OUR RESTATED CERTIFICATE OF INCORPORATION, AS AMENDED, TO DECLASSIFY OUR BOARD OF DIRECTORS.	Management	For
02	DIRECTOR 1 DAVID D. HARRISON 2 STEVEN J. KLINGER 3 MICHAEL N. HAMMES	Management	For For For
03	VOTE TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
04	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain

PETROLEO BRASILEIRO S.A. - PETROBRAS

SECURITY 71654V408 MEETING TYPE Special
TICKER SYMBOL PBR MEETING DATE 28-Feb-2012
ISIN US71654V4086 AGENDA 933553390 - Management

ITEM	PROPOSAL	TYPE	VOTE
I.	APPROVAL OF THE AMENDMENT OF THE COMPANY'S BY-LAWS, IN ORDER TO INCREASE THE NUMBER OF MEMBERS OF THE EXECUTIVE BOARD FROM ONE CHIEF EXECUTIVE OFFICER AND SIX OFFICERS TO ONE CHIEF EXECUTIVE OFFICER AND SEVEN OFFICERS, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For
II.	THE ELECTION OF MEMBER OF BOARD OF DIRECTORS, CHIEF EXECUTIVE OFFICER MARIA DAS GRACAS SILVA FOSTER, APPOINTED BY THE CONTROLLING SHAREHOLDER, IN COMPLIANCE TO THE ARTICLE 150 OF THE CORPORATIONS ACT (LAW NO 6.404/1976) AND THE ARTICLE 25 OF THE COMPANY'S BY-LAWS.	Management	For

DEERE & COMPANY

SECURITY 244199105 MEETING TYPE Annual
TICKER SYMBOL DE MEETING DATE 29-Feb-2012
ISIN US2441991054 AGENDA 933543692 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For
1B	ELECTION OF DIRECTOR: VANCE D. COFFMAN	Management	For
1C	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Management	For
1D	ELECTION OF DIRECTOR: DIPAK C. JAIN	Management	For
1E	ELECTION OF DIRECTOR: CLAYTON M. JONES	Management	For
1F	ELECTION OF DIRECTOR: JOACHIM MILBERG	Management	For
1G	ELECTION OF DIRECTOR: RICHARD B. MYERS	Management	For
1H	ELECTION OF DIRECTOR: THOMAS H. PATRICK	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1I	ELECTION OF DIRECTOR: SHERRY M. SMITH	Management	For
02	NON-BINDING VOTE ON EXECUTIVE COMPENSATION	Management	Abstain
03	APPROVAL OF THE NONEMPLOYEE DIRECTOR STOCK OWNERSHIP PLAN	Management	For
04	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS DEERE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012	Management	For

TYCO INTERNATIONAL LTD.

SECURITY	H89128104	MEETING TYPE	Annual
TICKER SYMBOL	TYC	MEETING DATE	07-Mar-2012
ISIN	CH0100383485	AGENDA	933544593 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	APPROVE ANNUAL REPORT, THE PARENT COMPANY FINANCIAL STATEMENTS OF TYCO INTERNATIONAL LTD AND THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2011.	Management	For
02	TO DISCHARGE THE BOARD OF DIRECTORS FROM LIABILITY FOR THE FINANCIAL YEAR ENDED SEPTEMBER 30, 2011.	Management	For
03	DIRECTOR	Management	
	1 EDWARD D. BREEN		For
	2 MICHAEL E. DANIELS		For
	3 TIMOTHY M. DONAHUE		For
	4 BRIAN DUPERRAULT		For
	5 BRUCE S. GORDON		For
	6 RAJIV L. GUPTA		For
	7 JOHN A. KROL		For
	8 BRENDAN R. O'NEILL		For
	9 DINESH PALIWAL		For
	10 WILLIAM S. STAVROPOULOS		For
	11 SANDRA S. WIJNBERG		For
	12 R. DAVID YOST		For
4A	TO ELECT DELOITTE AG (ZURICH) AS STATUTORY AUDITORS UNTIL THE NEXT ANNUAL GENERAL MEETING.	Management	For
4B	TO RATIFY APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR PURPOSES OF UNITED STATES SECURITIES LAW REPORTING FOR THE YEAR ENDING SEPTEMBER 28, 2012.	Management	For
4C	TO ELECT PRICEWATERHOUSECOOPERS AG (ZURICH) AS SPECIAL AUDITORS UNTIL THE NEXT ANNUAL GENERAL MEETING.	Management	For
5A	TO APPROVE THE ALLOCATION OF FISCAL YEAR 2011 RESULTS.	Management	For
5B	TO APPROVE THE CONSOLIDATION OF RESERVES.	Management	For
5C	TO APPROVE THE PAYMENT OF AN ORDINARY CASH DIVIDEND IN AN AMOUNT OF UP TO \$1.00 PER SHARE OUT OF TYCO'S CAPITAL CONTRIBUTION RESERVE IN ITS STATUTORY ACCOUNTS.	Management	For
06	TO CAST A NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION WITH RESPECT TO FISCAL 2011.	Management	Abstain
07	TO APPROVE AMENDMENTS TO OUR ARTICLES OF ASSOCIATION REGARDING BOOK ENTRY SECURITIES AND TO REFLECT THE TRANSFER OF THE REGISTERED SEAT OF TYCO INTERNATIONAL LTD.	Management	For

TE CONNECTIVITY LTD

SECURITY	H84989104	MEETING TYPE	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

11. TO APPROVE ANY ADJOURNMENTS OR POSTPONEMENTS OF THE ANNUAL GENERAL MEETING Management For

TE CONNECTIVITY LTD

SECURITY H84989104 MEETING TYPE Annual
 TICKER SYMBOL TEL MEETING DATE 07-Mar-2012
 ISIN CH0102993182 AGENDA 933554239 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: PIERRE R. BRONDEAU	Management	For
1B.	ELECTION OF DIRECTOR: JUERGEN W. GROMER	Management	For
1C.	ELECTION OF DIRECTOR: WILLIAM A. JEFFREY	Management	For
1D.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	Management	For
1E.	ELECTION OF DIRECTOR: YONG NAM	Management	For
1F.	ELECTION OF DIRECTOR: DANIEL J. PHELAN	Management	For
1G.	ELECTION OF DIRECTOR: FREDERIC M. POSES	Management	For
1H.	ELECTION OF DIRECTOR: LAWRENCE S. SMITH	Management	For
1I.	ELECTION OF DIRECTOR: PAULA A. SNEED	Management	For
1J.	ELECTION OF DIRECTOR: DAVID P. STEINER	Management	For
1K.	ELECTION OF DIRECTOR: JOHN C. VAN SCOTER	Management	For
2.1	TO APPROVE THE 2011 ANNUAL REPORT OF TE CONNECTIVITY LTD. (EXCLUDING THE STATUTORY FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2011 AND THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2011)	Management	For
2.2	TO APPROVE THE STATUTORY FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2011	Management	For
2.3	TO APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2011	Management	For
3.	TO RELEASE THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS OF TE CONNECTIVITY FOR ACTIVITIES DURING THE FISCAL YEAR ENDED SEPTEMBER 30, 2011	Management	For
4.1	TO ELECT DELOITTE & TOUCHE LLP AS TE CONNECTIVITY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012	Management	For
4.2	TO ELECT DELOITTE AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SWISS REGISTERED AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING	Management	For
4.3	TO ELECT PRICEWATERHOUSECOOPERS, AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SPECIAL AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY	Management	For
5.	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
6.	TO APPROVE AN INCREASE IN THE NUMBER OF SHARES AVAILABLE FOR AWARDS UNDER THE TE CONNECTIVITY LTD. 2007 STOCK AND INCENTIVE PLAN	Management	For
7.	TO APPROVE A REDUCTION OF SHARE CAPITAL FOR SHARES ACQUIRED UNDER TE CONNECTIVITY'S SHARE REPURCHASE PROGRAM AND RELATED AMENDMENTS TO THE ARTICLES OF ASSOCIATION	Management	For
8.	TO APPROVE AN AUTHORIZATION RELATING TO TE CONNECTIVITY'S SHARE REPURCHASE PROGRAM	Management	For
9.	TO APPROVE THE EQUIVALENT OF A DIVIDEND PAYMENT IN THE FORM OF A DISTRIBUTION TO SHAREHOLDERS THROUGH A	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

REDUCTION OF THE PAR VALUE OF THE CONNECTIVITY SHARES,
SUCH PAYMENT TO BE MADE IN FOUR EQUAL QUARTERLY
INSTALLMENTS ON JUNE 15, 2012, SEPTEMBER 14, 2012,
DECEMBER 14, 2012 AND MARCH 15, 2013

10.	TO APPROVE THE REALLOCATION OF ALL FREE RESERVES (CONTRIBUTED SURPLUS) AS OF SEPTEMBER 30, 2011 TO LEGAL RESERVES (RESERVES FROM CAPITAL CONTRIBUTIONS)	Management	For
11.	TO APPROVE ANY ADJOURNMENTS OR POSTPONEMENTS OF THE ANNUAL GENERAL MEETING	Management	For

NATIONAL FUEL GAS COMPANY

SECURITY	636180101	MEETING TYPE	Annual
TICKER SYMBOL	NFG	MEETING DATE	08-Mar-2012
ISIN	US6361801011	AGENDA	933545393 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	DIRECTOR 1 PHILIP C. ACKERMAN 2 R. DON CASH 3 STEPHEN E. EWING	Management	Withheld Withheld Withheld
02	VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS OUR REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
03	ADVISORY VOTE TO APPROVE COMPENSATION OF EXECUTIVES.	Management	Abstain
04	VOTE TO APPROVE THE 2012 ANNUAL AT RISK COMPENSATION INCENTIVE PLAN.	Management	For
05	VOTE TO APPROVE THE 2012 PERFORMANCE INCENTIVE PROGRAM.	Management	For

WHOLE FOODS MARKET, INC.

SECURITY	966837106	MEETING TYPE	Annual
TICKER SYMBOL	WFM	MEETING DATE	09-Mar-2012
ISIN	US9668371068	AGENDA	933545317 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	DIRECTOR 1 DR. JOHN ELSTROTT 2 GABRIELLE GREENE 3 SHAHID (HASS) HASSAN 4 STEPHANIE KUGELMAN 5 JOHN MACKEY 6 WALTER ROBB 7 JONATHAN SEIFFER 8 MORRIS (MO) SIEGEL 9 JONATHAN SOKOLOFF 10 DR. RALPH SORENSON 11 W. (KIP) TINDELL, III	Management	For For For For For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG, LLP AS INDEPENDENT AUDITOR FOR THE COMPANY FOR FISCAL YEAR 2012.	Management	For
03	RATIFICATION OF THE COMPENSATION PACKAGE GRANTED TO OUR	Management	Abstain

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

04	NAMED EXECUTIVE OFFICERS. ADOPTION OF THE AMENDMENT TO INCREASE THE COMPANY'S AUTHORIZED SHARES OF COMMON STOCK TO 600 MILLION.	Management	For
05	SHAREHOLDER PROPOSAL TO AMEND THE COMPANY'S BYLAWS TO PERMIT REMOVAL OF DIRECTORS WITH OR WITHOUT CAUSE.	Shareholder	Against
06	SHAREHOLDER PROPOSAL TO REQUIRE THE COMPANY TO HAVE, WHENEVER POSSIBLE, AN INDEPENDENT CHAIRMAN OF THE BOARD OF DIRECTORS WHO HAS NOT PREVIOUSLY SERVED AS AN EXECUTIVE OFFICER OF THE COMPANY.	Shareholder	Against

EL PASO CORPORATION

SECURITY	28336L109	MEETING TYPE	Special
TICKER SYMBOL	EP	MEETING DATE	09-Mar-2012
ISIN	US28336L1098	AGENDA	933550712 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	AGREEMENT AND PLAN OF MERGER, BY AND AMONG EL PASO CORPORATION ("EL PASO"), SIRIUS HOLDINGS MERGER CORPORATION, SIRIUS MERGER CORPORATION, KINDER MORGAN, INC., SHERPA MERGER SUB, INC. AND SHERPA ACQUISITION, LLC (MERGER AGREEMENT) AND AGREEMENT & PLAN OF MERGER BY AND AMONG EL PASO, SIRIUS HOLDINGS MERGER CORPORATION & SIRIUS MERGER CORPORATION (FIRST MERGER AGREEMENT)	Management	For
2.	TO APPROVE ANY ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT AND THE FIRST MERGER AGREEMENT	Management	For
3.	TO APPROVE ON AN ADVISORY (NON-BINDING) BASIS THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO EL PASO'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE PROPOSED TRANSACTIONS	Management	Abstain

COVIDIEN PLC

SECURITY	G2554F113	MEETING TYPE	Annual
TICKER SYMBOL	COV	MEETING DATE	13-Mar-2012
ISIN	IE00B68SQD29	AGENDA	933546004 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: JOSE E. ALMEIDA	Management	For
1B	ELECTION OF DIRECTOR: CRAIG ARNOLD	Management	For
1C	ELECTION OF DIRECTOR: ROBERT H. BRUST	Management	For
1D	ELECTION OF DIRECTOR: JOHN M. CONNORS, JR.	Management	For
1E	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	Management	For
1F	ELECTION OF DIRECTOR: TIMOTHY M. DONAHUE	Management	For
1G	ELECTION OF DIRECTOR: RANDALL J. HOGAN, III	Management	For
1H	ELECTION OF DIRECTOR: MARTIN D. MADAUS	Management	For
1I	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For
1J	ELECTION OF DIRECTOR: JOSEPH A. ZACCAGNINO	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

02	APPOINT THE INDEPENDENT AUDITORS AND AUTHORIZE THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION.	Management	For
03	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
04	AUTHORIZE THE COMPANY TO MAKE MARKET PURCHASES OF COMPANY SHARES.	Management	For
S5	AUTHORIZE THE PRICE RANGE AT WHICH THE COMPANY CAN REISSUE SHARES IT HOLDS AS TREASURY SHARES. (SPECIAL RESOLUTION)	Management	For
S6	AMEND ARTICLES OF ASSOCIATION TO PROVIDE FOR ESCHEATMENT IN ACCORDANCE WITH U.S. LAWS. (SPECIAL RESOLUTION)	Management	For
S7	AMEND ARTICLES OF ASSOCIATION TO GIVE THE BOARD OF DIRECTORS AUTHORITY TO DECLARE NON-CASH DIVIDENDS. (SPECIAL RESOLUTION)	Management	For

GOODRICH CORPORATION

SECURITY	382388106	MEETING TYPE	Special
TICKER SYMBOL	GR	MEETING DATE	13-Mar-2012
ISIN	US3823881061	AGENDA	933551283 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 21, 2011, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME IN ACCORDANCE WITH ITS TERMS, BY AND AMONG UNITED TECHNOLOGIES CORPORATION, CHARLOTTE LUCAS CORPORATION, A WHOLLY OWNED SUBSIDIARY OF UNITED TECHNOLOGIES CORPORATION, AND GOODRICH CORPORATION.	Management	For
2.	APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION TO BE PAID TO GOODRICH'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain
3.	APPROVE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For

PETROLEO BRASILEIRO S.A. - PETROBRAS

SECURITY	71654V408	MEETING TYPE	Annual
TICKER SYMBOL	PBR	MEETING DATE	19-Mar-2012
ISIN	US71654V4086	AGENDA	933557350 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	MANAGEMENT REPORT AND FINANCIAL STATEMENTS, ACCOMPANIED OF OPINION FROM THE FISCAL BOARD, REGARDING THE FINANCIAL YEAR ENDED AS OF DECEMBER 31, 2011.	Management	For
02	CAPITAL BUDGET, REGARDING THE YEAR OF 2012.	Management	For
03	DESTINATION OF INCOME FOR THE YEAR OF 2011.	Management	For
04A	ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS: APPOINTED BY THE CONTROLLING SHAREHOLDER.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

O4B	ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS: APPOINTED BY THE MINORITY SHAREHOLDERS.	Management	For
O5	ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS APPOINTED BY THE CONTROLLING SHAREHOLDER.	Management	For
O6A	ELECTION OF THE MEMBERS OF THE FISCAL BOARD AND THEIR RESPECTIVE SUBSTITUTES: APPOINTED BY THE CONTROLLING SHAREHOLDER	Management	For
O6B	ELECTION OF THE MEMBERS OF THE FISCAL BOARD AND THEIR RESPECTIVE SUBSTITUTES: APPOINTED BY THE MINORITY SHAREHOLDERS.	Management	For
O7	ESTABLISHMENT OF COMPENSATION OF MANAGEMENT AND EFFECTIVE MEMBERS IN THE FISCAL BOARD.	Management	For
E1	INCREASE OF THE CAPITAL STOCK	Management	For

HELLENIC TELECOMMUNICATIONS ORG. S.A.

SECURITY	423325307	MEETING TYPE	Special
TICKER SYMBOL	HLTOY	MEETING DATE	22-Mar-2012
ISIN	US4233253073	AGENDA	933561018 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	GRANTING BY THE GENERAL SHAREHOLDERS' MEETING SPECIAL PERMISSION, PURSUANT TO ARTICLE 23A OF C.L.2190/1920, FOR THE CONCLUSION OF SERVICE AGREEMENTS BETWEEN DEUTSCHE TELEKOM AG (DTAG) ON THE ONE HAND AND OTE S.A (OTE) AND CERTAIN OF ITS SUBSIDIARIES (COSMOTE GREECE, AMC, GLOBUL, COSMOTE ROMANIA, ROMTELECOM) ON THE OTHER HAND, FOR THE PROVISION OF SPECIFIC SERVICES ("SERVICE ARRANGEMENTS") AND APPROVAL OF THE BASIC TERMS OF SAID SERVICE ARRANGEMENTS. / ASSIGNMENT OF RELEVANT POWERS.	Management	For

KOREA ELECTRIC POWER CORPORATION

SECURITY	500631106	MEETING TYPE	Annual
TICKER SYMBOL	KEP	MEETING DATE	30-Mar-2012
ISIN	US5006311063	AGENDA	933572631 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	APPROVAL OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND NON-CONSOLIDATED FINANCIAL STATEMENTS AS OF OR FOR THE FISCAL YEAR ENDED DECEMBER 31, 2011	Management	For
2.	AMENDMENT OF THE ARTICLES OF INCORPORATION OF KEPCO	Management	For
3.	AGGREGATE CEILING ON REMUNERATION FOR KEPCO'S DIRECTORS	Management	For

EXELON CORPORATION

SECURITY	30161N101	MEETING TYPE	Annual
TICKER SYMBOL	EXC	MEETING DATE	02-Apr-2012
ISIN	US30161N1019	AGENDA	933552538 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: JOHN A. CANNING, JR.	Management	For
1B.	ELECTION OF DIRECTOR: CHRISTOPHER M. CRANE	Management	For
1C.	ELECTION OF DIRECTOR: M. WALTER D'ALESSIO	Management	For
1D.	ELECTION OF DIRECTOR: NICHOLAS DEBENEDICTIS	Management	For
1E.	ELECTION OF DIRECTOR: NELSON A. DIAZ	Management	For
1F.	ELECTION OF DIRECTOR: SUE L. GIN	Management	For
1G.	ELECTION OF DIRECTOR: ROSEMARIE B. GRECO	Management	For
1H.	ELECTION OF DIRECTOR: PAUL L. JOSKOW	Management	For
1I.	ELECTION OF DIRECTOR: RICHARD W. MIES	Management	For
1J.	ELECTION OF DIRECTOR: JOHN M. PALMS	Management	For
1K.	ELECTION OF DIRECTOR: WILLIAM C. RICHARDSON	Management	For
1L.	ELECTION OF DIRECTOR: THOMAS J. RIDGE	Management	For
1M.	ELECTION OF DIRECTOR: JOHN W. ROGERS, JR.	Management	For
1N.	ELECTION OF DIRECTOR: JOHN W. ROWE	Management	For
1O.	ELECTION OF DIRECTOR: STEPHEN D. STEINOUR	Management	For
1P.	ELECTION OF DIRECTOR: DON THOMPSON	Management	For
1Q.	ELECTION OF DIRECTOR: ANN C. BERZIN	Management	For
1R.	ELECTION OF DIRECTOR: YVES C. DE BALMANN	Management	For
1S.	ELECTION OF DIRECTOR: ROBERT J. LAWLESS	Management	For
1T.	ELECTION OF DIRECTOR: MAYO A. SHATTUCK III	Management	For
2.	THE RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS EXELON'S INDEPENDENT ACCOUNTANT FOR 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

EMMIS COMMUNICATIONS CORPORATION

SECURITY 291525202 MEETING TYPE Special
TICKER SYMBOL EMMSP MEETING DATE 02-Apr-2012
ISIN US2915252025 AGENDA 933574130 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 MICHELLE D. BERGMAN	Management	For

SULZER AG, WINTERTHUR

SECURITY H83580284 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 05-Apr-2012
ISIN CH0038388911 AGENDA 703652772 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT THIS IS THE PART II OF THE MEETING NOTICE SENT UNDER MEETING-935362, INCLUDING THE AGENDA.	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	TO VOTE IN THE UPCOMING MEETING, YOUR NAME MUST BE NOTIFIED TO THE COMPANY REGISTRAR AS BENEFICIAL OWNER BEFORE THE RE-REGISTRATION DEADLINE. PLEASE NOTE THAT THOSE INSTRUCTIONS THAT ARE SUBMITTED AFTER THE CUTOFF DATE WILL BE PROCESSED ON A BEST EFFORT BASIS. THANK YOU.		
CMMT	BLOCKING OF REGISTERED SHARES IS NOT A LEGAL REQUIREMENT IN THE SWISS MARKET, -SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTING INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE.	Non-Voting	
1.1	Annual report, annual accounts and consolidated financial statements 2011, reports of the company's auditors	Management	No Action
1.2	Advisory vote on the compensation report 2011	Management	No Action
2	Appropriation of net profits	Management	No Action
3	Discharge to the board of directors	Management	No Action
4.1.1	Re-election of the board of directors: Mrs Jill Lee	Management	No Action
4.1.2	Re-election of the board of directors: Mr. Vladimir V. Kuznetsov	Management	No Action
4.1.3	Re-election of the board of directors: Mr. Marco Musetti	Management	No Action
4.1.4	Re-election of the board of directors: Mr. Luciano Respini	Management	No Action
4.1.5	Re-election of the board of directors: Mr. Klaus Sturany	Management	No Action
4.1.6	Re-election of the board of directors: Mr. Juergen Dormann	Management	No Action
4.2	New-election to the board of directors: Mr. Thomas Glanzmann	Management	No Action
5	Re-election of the Auditors: PricewaterhouseCoopers AG	Management	No Action
6	Ad hoc	Management	No Action

THE BANK OF NEW YORK MELLON CORPORATION

SECURITY	064058100	MEETING TYPE	Annual
TICKER SYMBOL	BK	MEETING DATE	10-Apr-2012
ISIN	US0640581007	AGENDA	933564898 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: RUTH E. BRUCH	Management	For
1B.	ELECTION OF DIRECTOR: NICHOLAS M. DONOFRIO	Management	For
1C.	ELECTION OF DIRECTOR: GERALD L. HASSELL	Management	For
1D.	ELECTION OF DIRECTOR: EDMUND F. KELLY	Management	For
1E.	ELECTION OF DIRECTOR: RICHARD J. KOGAN	Management	For
1F.	ELECTION OF DIRECTOR: MICHAEL J. KOWALSKI	Management	For
1G.	ELECTION OF DIRECTOR: JOHN A. LUKE, JR	Management	For
1H.	ELECTION OF DIRECTOR: MARK A. NORDENBERG	Management	For
1I.	ELECTION OF DIRECTOR: CATHERINE A. REIN	Management	For
1J.	ELECTION OF DIRECTOR: WILLIAM C. RICHARDSON	Management	For
1K.	ELECTION OF DIRECTOR: SAMUEL C. SCOTT III	Management	For
1L.	ELECTION OF DIRECTOR: WESLEY W. VON SCHACK	Management	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
4.	STOCKHOLDER PROPOSAL REQUESTING ADOPTION OF A POLICY	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5. RELATED TO AN INDEPENDENT CHAIRMAN.
STOCKHOLDER PROPOSAL WITH RESPECT TO CUMULATIVE VOTING. Shareholder Against

SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

SECURITY 806857108 MEETING TYPE Annual
TICKER SYMBOL SLB MEETING DATE 11-Apr-2012
ISIN AN8068571086 AGENDA 933556827 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: PETER L.S. CURRIE	Management	For
1B.	ELECTION OF DIRECTOR: TONY ISAAC	Management	For
1C.	ELECTION OF DIRECTOR: K. VAMAN KAMATH	Management	For
1D.	ELECTION OF DIRECTOR: PAAL KIBSGAARD	Management	For
1E.	ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV	Management	For
1F.	ELECTION OF DIRECTOR: ADRIAN LAJOUS	Management	For
1G.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Management	For
1H.	ELECTION OF DIRECTOR: ELIZABETH A. MOLER	Management	For
1I.	ELECTION OF DIRECTOR: LUBNA S. OLAYAN	Management	For
1J.	ELECTION OF DIRECTOR: L. RAFAEL REIF	Management	For
1K.	ELECTION OF DIRECTOR: TORE I. SANDVOLD	Management	For
1L.	ELECTION OF DIRECTOR: HENRI SEYDOUX	Management	For
2.	TO APPROVE AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Management	Abstain
3.	TO APPROVE THE COMPANY'S 2011 FINANCIAL STATEMENTS AND DECLARATIONS OF DIVIDENDS.	Management	For
4.	TO APPROVE THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
5.	TO APPROVE AMENDMENTS TO THE COMPANY'S 2004 STOCK AND DEFERRAL PLAN FOR NON-EMPLOYEE DIRECTORS TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE AND MAKE CERTAIN TECHNICAL CHANGES.	Management	For

BP P.L.C.

SECURITY 055622104 MEETING TYPE Annual
TICKER SYMBOL BP MEETING DATE 12-Apr-2012
ISIN US0556221044 AGENDA 933567921 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS.	Management	For
2	TO APPROVE THE DIRECTORS' REMUNERATION REPORT.	Management	For
3	TO RE-ELECT MR R W DUDLEY AS A DIRECTOR.	Management	For
4	TO RE-ELECT MR I C CONN AS A DIRECTOR.	Management	For
5	TO ELECT DR B GILVARY AS A DIRECTOR.	Management	For
6	TO RE-ELECT DR B E GROTE AS A DIRECTOR.	Management	For
7	TO RE-ELECT MR P M ANDERSON AS A DIRECTOR.	Management	For
8	TO RE-ELECT MR F L BOWMAN AS A DIRECTOR.	Management	For
9	TO RE-ELECT MR A BURGMANS AS A DIRECTOR.	Management	For
10	TO RE-ELECT MRS C B CARROLL AS A DIRECTOR.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

11	TO RE-ELECT MR G DAVID AS A DIRECTOR.	Management	For
12	TO RE-ELECT MR I E L DAVIS AS A DIRECTOR.	Management	For
13	TO ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	Management	For
14	TO RE-ELECT MR B R NELSON AS A DIRECTOR.	Management	For
15	TO RE-ELECT MR F P NHLEKO AS A DIRECTOR.	Management	For
16	TO ELECT MR A B SHILSTON AS A DIRECTOR.	Management	For
17	TO RE-ELECT MR C-H SVANBERG AS A DIRECTOR.	Management	For
18	TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION.	Management	For
S19	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY.	Management	For
20	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT.	Management	For
S21	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	Management	Against
S22	SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS.	Management	For

ELI LILLY AND COMPANY

SECURITY	532457108	MEETING TYPE	Annual
TICKER SYMBOL	LLY	MEETING DATE	16-Apr-2012
ISIN	US5324571083	AGENDA	933555394 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: K. BAICKER	Management	For
1B	ELECTION OF DIRECTOR: J.E. FYRWALD	Management	For
1C	ELECTION OF DIRECTOR: E.R. MARRAM	Management	For
1D	ELECTION OF DIRECTOR: D.R. OBERHELMAN	Management	For
2	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2012.	Management	For
3	APPROVE, BY NON-BINDING VOTE, COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
4	APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF ALL DIRECTORS.	Management	For
5	APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO ELIMINATE ALL SUPERMAJORITY VOTING REQUIREMENTS.	Management	For
6	PROPOSAL BY SHAREHOLDERS REQUESTING THAT THE COMPANY ESTABLISH A MAJORITY VOTE COMMITTEE.	Shareholder	Against
7	PROPOSAL BY SHAREHOLDERS ON TRANSPARENCY IN ANIMAL RESEARCH.	Shareholder	Against

MOODY'S CORPORATION

SECURITY	615369105	MEETING TYPE	Annual
TICKER SYMBOL	MCO	MEETING DATE	16-Apr-2012
ISIN	US6153691059	AGENDA	933557778 - Management

ITEM	PROPOSAL	TYPE	VOTE

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: EWALD KIST	Management	For
1B.	ELECTION OF DIRECTOR: HENRY A. MCKINNELL, JR., PH.D.	Management	For
1C.	ELECTION OF DIRECTOR: JOHN K. WULFF	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2012.	Management	For
3.	ADVISORY RESOLUTION APPROVING EXECUTIVE COMPENSATION.	Management	Abstain
4.	STOCKHOLDER PROPOSAL TO ELIMINATE THE CLASSIFICATION OF THE BOARD OF DIRECTORS.	Shareholder	Against

ROWAN COMPANIES, INC.

SECURITY	779382100	MEETING TYPE	Special
TICKER SYMBOL	RDC	MEETING DATE	16-Apr-2012
ISIN	US7793821007	AGENDA	933564622 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	TO APPROVE THE ADOPTION OF THE MERGER AGREEMENT	Management	For
2	TO APPROVE THE MANDATORY OFFER PROVISIONS PROPOSED TO BE INCLUDED IN THE ARTICLES OF ASSOCIATION OF ROWAN COMPANIES PLC	Management	For
3	TO APPROVE THE DECLASSIFICATION PROVISIONS PROPOSED TO BE INCLUDED IN THE ARTICLES OF ASSOCIATION OF ROWAN COMPANIES PLC	Management	For
4	TO APPROVE ANY ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ADOPTION OF THE MERGER AGREEMENT	Management	For

NORTHERN TRUST CORPORATION

SECURITY	665859104	MEETING TYPE	Annual
TICKER SYMBOL	NTRS	MEETING DATE	17-Apr-2012
ISIN	US6658591044	AGENDA	933556257 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 LINDA WALKER BYNOE		For
	2 NICHOLAS D. CHABRAJA		For
	3 SUSAN CROWN		For
	4 DIPAK C. JAIN		For
	5 ROBERT W. LANE		For
	6 EDWARD J. MOONEY		For
	7 JOHN W. ROWE		For
	8 MARTIN P. SLARK		For
	9 DAVID H.B. SMITH, JR.		For
	10 CHARLES A. TRIBBETT III		For
	11 FREDERICK H. WADDELL		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.	APPROVAL, BY AN ADVISORY VOTE, OF THE 2011 COMPENSATION OF THE CORPORATION'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	APPROVAL OF THE NORTHERN TRUST CORPORATION 2012 STOCK PLAN.	Management	Against
4.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012. THE BOARD OF DIRECTORS RECOMMENDS YOU VOTE "AGAINST" THE FOLLOWING PROPOSALS.	Management	For
5.	STOCKHOLDER PROPOSAL REGARDING ACCELERATED VESTING OF EQUITY AWARDS IN A CHANGE IN CONTROL SITUATION, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder	Against
6.	STOCKHOLDER PROPOSAL REGARDING INDEPENDENCE OF THE BOARD CHAIRMAN, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder	Against

T. ROWE PRICE GROUP, INC.

SECURITY	74144T108	MEETING TYPE	Annual
TICKER SYMBOL	TROW	MEETING DATE	17-Apr-2012
ISIN	US74144T1088	AGENDA	933556978 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A)	ELECTION OF DIRECTOR: EDWARD C. BERNARD	Management	For
1B)	ELECTION OF DIRECTOR: JAMES T. BRADY	Management	For
1C)	ELECTION OF DIRECTOR: J. ALFRED BROADDUS, JR.	Management	For
1D)	ELECTION OF DIRECTOR: DONALD B. HEBB, JR.	Management	For
1E)	ELECTION OF DIRECTOR: JAMES A.C. KENNEDY	Management	For
1F)	ELECTION OF DIRECTOR: ROBERT F. MACLELLAN	Management	For
1G)	ELECTION OF DIRECTOR: BRIAN C. ROGERS	Management	For
1H)	ELECTION OF DIRECTOR: DR. ALFRED SOMMER	Management	For
1I)	ELECTION OF DIRECTOR: DWIGHT S. TAYLOR	Management	For
1J)	ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE	Management	For
2.	TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	TO APPROVE THE 2012 LONG-TERM INCENTIVE PLAN.	Management	Against
4.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

CITIGROUP INC.

SECURITY	172967424	MEETING TYPE	Annual
TICKER SYMBOL	C	MEETING DATE	17-Apr-2012
ISIN	US1729674242	AGENDA	933557069 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF DIRECTOR: FRANZ B. HUMER	Management	For
1B	ELECTION OF DIRECTOR: ROBERT L. JOSS	Management	For
1C	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	Management	For
1D	ELECTION OF DIRECTOR: VIKRAM S. PANDIT	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E	ELECTION OF DIRECTOR: LAWRENCE R. RICCIARDI	Management	For
1F	ELECTION OF DIRECTOR: JUDITH RODIN	Management	For
1G	ELECTION OF DIRECTOR: ROBERT L. RYAN	Management	For
1H	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	Management	For
1I	ELECTION OF DIRECTOR: JOAN E. SPERO	Management	For
1J	ELECTION OF DIRECTOR: DIANA L. TAYLOR	Management	For
1K	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	Management	For
1L	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	Management	For
02	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
03	PROPOSAL TO APPROVE AN AMENDMENT TO THE CITIGROUP 2009 STOCK INCENTIVE PLAN.	Management	For
04	ADVISORY APPROVAL OF CITI'S 2011 EXECUTIVE COMPENSATION.	Management	Abstain
05	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON PRIOR GOVERNMENTAL SERVICE OF CERTAIN INDIVIDUALS.	Shareholder	Against
06	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND POLITICAL CONTRIBUTIONS.	Shareholder	Against
07	STOCKHOLDER PROPOSAL REQUESTING THAT EXECUTIVES RETAIN 25% OF THEIR STOCK FOR ONE YEAR FOLLOWING TERMINATION.	Shareholder	Against
08	STOCKHOLDER PROPOSAL REQUESTING THAT THE AUDIT COMMITTEE CONDUCT AN INDEPENDENT REVIEW AND REPORT ON CONTROLS RELATED TO LOANS, FORECLOSURES, AND SECURITIZATIONS.	Shareholder	Against

M&T BANK CORPORATION

SECURITY	55261F104	MEETING TYPE	Annual
TICKER SYMBOL	MTB	MEETING DATE	17-Apr-2012
ISIN	US55261F1049	AGENDA	933559126 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 BRENT D. BAIRD		For
	2 C. ANGELA BONTEMPO		For
	3 ROBERT T. BRADY		For
	4 T.J. CUNNINGHAM III		For
	5 MARK J. CZARNECKI		For
	6 GARY N. GEISEL		For
	7 PATRICK W.E. HODGSON		For
	8 RICHARD G. KING		For
	9 JORGE G. PEREIRA		For
	10 MICHAEL P. PINTO		For
	11 MELINDA R. RICH		For
	12 ROBERT E. SADLER, JR.		For
	13 HERBERT L. WASHINGTON		For
	14 ROBERT G. WILMERS		For
2.	TO APPROVE THE COMPENSATION OF M&T BANK CORPORATION'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF M&T BANK CORPORATION FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

PUBLIC SERVICE ENTERPRISE GROUP INC.

SECURITY	744573106	MEETING TYPE	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TICKER SYMBOL PEG MEETING DATE 17-Apr-2012
 ISIN US7445731067 AGENDA 933559669 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTORS: ALBERT R. GAMPER, JR.	Management	For
1B	ELECTION OF DIRECTORS: CONRAD K. HARPER	Management	For
1C	ELECTION OF DIRECTORS: WILLIAM V. HICKEY	Management	For
1D	ELECTION OF DIRECTORS: RALPH IZZO	Management	For
1E	ELECTION OF DIRECTORS: SHIRLEY ANN JACKSON	Management	For
1F	ELECTION OF DIRECTORS: DAVID LILLEY	Management	For
1G	ELECTION OF DIRECTORS: THOMAS A. RENYI	Management	For
1H	ELECTION OF DIRECTORS: HAK CHEOL SHIN	Management	For
1I	ELECTION OF DIRECTORS: RICHARD J. SWIFT	Management	For
1J	ELECTION OF DIRECTORS: SUSAN TOMASKY	Management	For
02	ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain
03	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2012.	Management	For

U.S. BANCORP

SECURITY 902973304 MEETING TYPE Annual
 TICKER SYMBOL USB MEETING DATE 17-Apr-2012
 ISIN US9029733048 AGENDA 933561169 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR.	Management	For
1B.	ELECTION OF DIRECTOR: Y. MARC BELTON	Management	For
1C.	ELECTION OF DIRECTOR: VICTORIA BUYNISKI GLUCKMAN	Management	For
1D.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Management	For
1E.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Management	For
1F.	ELECTION OF DIRECTOR: ROLAND A. HERNANDEZ	Management	For
1G.	ELECTION OF DIRECTOR: JOEL W. JOHNSON	Management	For
1H.	ELECTION OF DIRECTOR: OLIVIA F. KIRTLEY	Management	For
1I.	ELECTION OF DIRECTOR: JERRY W. LEVIN	Management	For
1J.	ELECTION OF DIRECTOR: DAVID B. O'MALEY	Management	For
1K.	ELECTION OF DIRECTOR: O'DELL M. OWENS, M.D., M.P.H.	Management	For
1L.	ELECTION OF DIRECTOR: CRAIG D. SCHNUCK	Management	For
1M.	ELECTION OF DIRECTOR: PATRICK T. STOKES	Management	For
1N.	ELECTION OF DIRECTOR: DOREEN WOO HO	Management	For
2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR THE 2012 FISCAL YEAR.	Management	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain

BELGACOM SA DE DROIT PUBLIC, BRUXELLES

SECURITY B10414116 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 18-Apr-2012
 ISIN BE0003810273 AGENDA 703666668 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting	
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting	
1	Examination of the annual reports of the Board of Directors of Belgacom SA-under public law with regard to the annual accounts and the consolidated-annual accounts at 31 December 2011	Non-Voting	
2	Examination of the reports of the Board of Auditors of Belgacom SA under-public law with regard to the annual accounts and of the Independent Auditors-with regard to the consolidated annual accounts at 31 December 2011	Non-Voting	
3	Examination of the information provided by the Joint Committee	Non-Voting	
4	Examination of the consolidated annual accounts at 31 December 2011	Non-Voting	
5	Approval of the annual accounts of Belgacom SA under public law at 31 December 2011. Motion for a resolution: approval of the annual accounts with regard to the financial year closed on 31 December 2011, including the following allocation of the results: Distributable profits for the financial year: 628,993,745.18 EUR; Net transfers from reserves: 107,728,972.02 EUR; Profits to be distributed: 736,722,717.20 EUR; Return on capital (gross dividend): 694,381,671.41 EUR; Other beneficiaries (Personnel): 42,341,045.79 EUR. For 2011, the gross dividend amounts to EUR 2.18 per share, entitling shareholders to a dividend net of withholding tax of EUR 1.635 per share, of which an interim dividend of EUR 0.50	Management	For
CONT	CONTD (EUR 0.375 per share net of withholding tax) was already paid out on 9-December 2011; this means that a gross dividend of EUR 1.68 per share (EUR-1.26 per share net of withholding tax) will be paid on 27 April 2012. The-ex-dividend date is fixed on 24 April 2012, the record date is 26 April 2012	Non-Voting	
6	Cancellation of dividend rights associated with own shares and release unavailable reserves Motion for a resolution: cancellation of dividend rights associated with own shares for an amount of 59,593,573.59 EUR and release of the unavailable reserves	Management	For
7	Acknowledgment of the decision of the Board of Directors dated 27 October-2011 to recognize for the future, but suspend the dividend rights that were-cancelled up to now, attached to 2,025,774 treasury shares in order to cover-the long-term incentive plans for employees	Non-Voting	
8	Approval of the remuneration report	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

9	Granting of a discharge to the members of the Board of Directors for the exercise of their mandate during the financial year closed on 31 December 2011	Management	For
10	Granting of a special discharge to Mr. G. Jacobs for the exercise of his mandate until 13 April 2011	Management	For
11	Granting of a discharge to the members of the Board of Auditors for the exercise of their mandate during the financial year closed on 31 December 2011	Management	For
12	Granting of a discharge to the Independent Auditors Deloitte Statutory Auditors SC sfd SCRL, represented by Messrs. G. Verstraeten and L. Van Coppenolle, for the exercise of their mandate during the financial year closed on 31 December 2011	Management	For
13	Miscellaneous	Non-Voting	

BELGACOM SA DE DROIT PUBLIC, BRUXELLES

SECURITY B10414116 MEETING TYPE ExtraOrdinary General Meeting
 TICKER SYMBOL MEETING DATE 18-Apr-2012
 ISIN BE0003810273 AGENDA 703668179 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting	
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting	
1	A transaction equivalent to a merger by takeover between Belgacom SA on the one hand and Telindus Group NV on the other	Management	For
2	Modification of article 18 sub-section 2 of the Articles of Association	Management	For
3	Modification of article 34 sub-section 2 of the Articles of Association	Management	For
4	Modification of article 43 of the Articles of Association	Management	For
5.1	The meeting decides to grant the Board of Directors the authority, with power of substitution, to implement the decisions taken	Management	For
5.2	The meeting decides to grant special authority to the Secretary General for the procedures for the VAT authorities and the Crossroads Bank for Enterprises and publication in the appendixes of the Belgian Official Gazette	Management	For

KAMAN CORPORATION

SECURITY 483548103 MEETING TYPE Annual

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TICKER SYMBOL KAMN MEETING DATE 18-Apr-2012
 ISIN US4835481031 AGENDA 933555851 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR	Management	
	1 E. REEVES CALLAWAY III		For
	2 KAREN M. GARRISON		For
	3 A. WILLIAM HIGGINS		For
2	TO PROVIDE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
3	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

DISCOVER FINANCIAL SERVICES

SECURITY 254709108 MEETING TYPE Annual
 TICKER SYMBOL DFS MEETING DATE 18-Apr-2012
 ISIN US2547091080 AGENDA 933557247 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: JEFFREY S. ARONIN	Management	For
1B	ELECTION OF DIRECTOR: MARY K. BUSH	Management	For
1C	ELECTION OF DIRECTOR: GREGORY C. CASE	Management	For
1D	ELECTION OF DIRECTOR: ROBERT M. DEVLIN	Management	For
1E	ELECTION OF DIRECTOR: CYNTHIA A. GLASSMAN	Management	For
1F	ELECTION OF DIRECTOR: RICHARD H. LENNY	Management	For
1G	ELECTION OF DIRECTOR: THOMAS G. MAHERAS	Management	For
1H	ELECTION OF DIRECTOR: MICHAEL H. MOSKOW	Management	For
1I	ELECTION OF DIRECTOR: DAVID W. NELMS	Management	For
1J	ELECTION OF DIRECTOR: E. FOLLIN SMITH	Management	For
1K	ELECTION OF DIRECTOR: LAWRENCE A. WEINBACH	Management	For
2	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
3	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

WADDELL & REED FINANCIAL, INC.

SECURITY 930059100 MEETING TYPE Annual
 TICKER SYMBOL WDR MEETING DATE 18-Apr-2012
 ISIN US9300591008 AGENDA 933560422 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 THOMAS C. GODLASKY		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	2 DENNIS E. LOGUE		For
	3 MICHAEL F. MORRISSEY		For
	4 RONALD C. REIMER		For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
3.	APPROVAL OF AMENDMENT & RESTATEMENT OF WADDELL & REED FINANCIAL, INC. 2003 EXECUTIVE INCENTIVE PLAN, AS AMENDED & RESTATED, TO (A) EXTEND TERM OF THE PLAN TO DECEMBER 31, 2017, & (B) RESUBMIT FOR STOCKHOLDER APPROVAL ELIGIBLE EMPLOYEES & BUSINESS CRITERIA UNDER THE PLAN FOR PURPOSES OF COMPLYING WITH THE REQUIREMENTS OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Management	For
4.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2012.	Management	For

VIVENDI, PARIS

SECURITY F97982106 MEETING TYPE Ordinary General Meeting
TICKER SYMBOL FR0000127771 MEETING DATE 19-Apr-2012
ISIN FR0000127771 AGENDA 703638277 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- https://balo.journal-officiel.gouv.fr/pdf/2012/0305/201203051200705.pdf AND ht-tps://balo.journal-officiel.gouv.fr/pdf/2012/0328/201203281201141.pdf	Non-Voting	
1	Approval of the reports and annual corporate financial statements for the financial year 2011	Management	For
2	Approval of the reports and consolidated financial statements for the financial year 2011	Management	For
3	Approval of the special report of the Statutory Auditors on the regulated agreements and commitments	Management	For
4	Allocation of income for the financial year 2011, setting the dividend and the payment date	Management	For
5	Renewal of term of Mr. Jean-Rene Fourtou as Supervisory Board member	Management	For
6	Renewal of term of Mr. Philippe Donnet as Supervisory Board member	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

7	Renewal of term of the company Ernst et Young et Autres as principal Statutory Auditor	Management	For
8	Renewal of term of the company Auditex as deputy Statutory Auditor	Management	For
9	Authorization to be granted to the Executive Board to allow the Company to purchase its own shares	Management	For
10	Powers to carry out all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINK. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

HEINEKEN HOLDING NV

SECURITY	N39338194	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	19-Apr-2012
ISIN	NL0000008977	AGENDA	703641250 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	Report for the 2011 financial year	Non-Voting	
2	Adoption of the financial statements for the 2011 financial year	Management	For
3	Announcement of the appropriation of the balance of the income statement-pursuant to the provisions in Article 10, paragraph 6, of the Articles of Association	Non-Voting	
4	Discharge of the members of the Board of Directors	Management	For
5.a	Authorisation of the Board of Directors to acquire own share	Management	For
5.b	Authorisation of the Board of Directors to issue (rights to) shares	Management	For
5.c	Authorisation of the Board of Directors to restrict or exclude shareholders' pre-emptive rights	Management	Against
6.a	Amendments to the Articles of Association	Management	For
6.b	Designation of new titles to the incumbent Board of Directors members	Management	For
7	Reappointment of Mr K. Vuursteen as a member of the Board of Directors	Management	For
8	Reappointment of the external auditor for a period of four years: KPMG Accountants.N.V	Management	For
	PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION IN THE TEXT OF THE RESOLUTION 8. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	
CMMT	PLEASE BE ADVISED THAT THIS MEETING WILL START IMMEDIATELY AFTER CONCLUSION OF THE ANNUAL GENERAL MEETING OF SHARE HOLDERS HEINEKEN NV (NL0000009165) AND THAT AT BEARER OF SHARES HEINEKEN HOLDING NV WHO ARE REGISTERED TO ATTEND THE AGM OF HEINEKEN HOLDING NV WILL BE ADMITTED AS OBSERVER TO THE AGM OF HEINEKEN NV AS OBSERVER. THE AGM HEINEKEN NV (NL0000009165) WILL START AT 14:00 AT THE SAME LOCATION AS THE AGM OF HEINEKEN HOLDING NV. THANK YOU	Non-Voting	

LADBROKES PLC, HARROW

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY G5337D107 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 19-Apr-2012
 ISIN GB00B0ZSH635 AGENDA 703645068 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	Approval of the accounts	Management	For
2	Approval of the final dividend	Management	For
3	Appointment of I A Bull as a director	Management	For
4	Re-appointment of P Erskine as a director	Management	For
5	Re-appointment of R I Glynn as a director	Management	For
6	Re-appointment of R J Ames as a director	Management	For
7	Re-appointment of S Bailey as a director	Management	For
8	Re-appointment of J F Jarvis as a director	Management	For
9	Re-appointment of J M Kelly as a director	Management	For
10	Re-appointment of C J Rodrigues as a director	Management	For
11	Re-appointment of D M Shapland as a director	Management	For
12	That Ernst & Young LLP be and is hereby re-appointed as auditor to the company	Management	For
13	That the directors be and are hereby authorised to agree the remuneration of the auditor	Management	For
14	Approval of the remuneration report	Management	For
15	Political donations	Management	For
16	Purchase of own shares	Management	For
17	Authority to allot shares	Management	For
18	Disapplication of shareholders' statutory pre-emption rights	Management	Against
19	Notice of shareholder meetings	Management	For
20	Amendment to the SAYE share option scheme	Management	For

NESTLE SA, CHAM UND VEVEY

SECURITY H57312649 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 19-Apr-2012
 ISIN CH0038863350 AGENDA 703674108 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 959078 DUE TO CHANGE IN VO-TING STATUS OF RESOLUTION 6. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL B-E DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YO-U.	Non-Voting	
CMMT	PLEASE NOTE THAT THIS IS THE PART II OF THE MEETING NOTICE SENT UNDER MEETING-935399, INCLUDING THE AGENDA. TO VOTE IN THE UPCOMING MEETING, YOUR NAME MUST-BE NOTIFIED TO THE COMPANY REGISTRAR AS BENEFICIAL OWNER BEFORE THE RE-REGISTR-ATION DEADLINE. PLEASE NOTE THAT THOSE INSTRUCTIONS THAT ARE SUBMITTED AFTER T-HE CUTOFF DATE WILL BE PROCESSED ON A BEST EFFORT BASIS. THANK YOU.	Non-Voting	
CMMT	BLOCKING OF REGISTERED SHARES IS NOT A LEGAL REQUIREMENT IN THE SWISS MARKET,-SPECIFIC POLICIES AT THE INDIVIDUAL	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTING INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE.

1.1	Approval of the annual report, the financial statements of Nestle S.A. and the consolidated financial statements of the Nestle Group for 2011	Management	No Action
1.2	Acceptance of the compensation report 2011 (advisory vote)	Management	No Action
2	Release of the members of the board of directors and of the management	Management	No Action
3	Appropriation of profits resulting from the balance sheet of Nestle S.A. (proposed dividend) for the financial year 2011	Management	No Action
4.1	Re-election to the board of directors of Mr. Daniel Borel	Management	No Action
4.2	Election to the board of directors of Mr. Henri De Castries	Management	No Action
4.3	Re-election of the statutory auditors KPMG SA, Geneva Branch	Management	No Action
5	Capital reduction (by cancellation of shares)	Management	No Action
6	In the event of a new or modified proposal by a shareholder during the General Meeting, I instruct the independent representative to vote in favour of the proposal of the Board of Directors	Management	No Action

TEXAS INSTRUMENTS INCORPORATED

SECURITY	882508104	MEETING TYPE	Annual
TICKER SYMBOL	TXN	MEETING DATE	19-Apr-2012
ISIN	US8825081040	AGENDA	933556245 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: R.W. BABB, JR.	Management	For
1B.	ELECTION OF DIRECTOR: D.A. CARP	Management	For
1C.	ELECTION OF DIRECTOR: C.S. COX	Management	For
1D.	ELECTION OF DIRECTOR: P.H. PATSLEY	Management	For
1E.	ELECTION OF DIRECTOR: R.E. SANCHEZ	Management	For
1F.	ELECTION OF DIRECTOR: W.R. SANDERS	Management	For
1G.	ELECTION OF DIRECTOR: R.J. SIMMONS	Management	For
1H.	ELECTION OF DIRECTOR: R.K. TEMPLETON	Management	For
1I.	ELECTION OF DIRECTOR: C.T. WHITMAN	Management	For
2.	BOARD PROPOSAL REGARDING ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
3.	BOARD PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

NESTLE S.A.

SECURITY	641069406	MEETING TYPE	Annual
TICKER SYMBOL	NSRGY	MEETING DATE	19-Apr-2012
ISIN	US6410694060	AGENDA	933572302 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A.	APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS OF NESTLE S.A. AND THE CONSOLIDATED FINANCIAL STATEMENTS OF THE NESTLE GROUP FOR 2011	Management	For
1B.	ACCEPTANCE OF THE COMPENSATION REPORT 2011 (ADVISORY VOTE)	Management	Abstain
2.	RELEASE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT	Management	For
3.	APPROPRIATION OF PROFITS RESULTING FROM THE BALANCE SHEET OF NESTLE S.A. (PROPOSED DIVIDEND) FOR THE FINANCIAL YEAR 2011	Management	For
4A.	RE-ELECTION TO THE BOARD OF DIRECTOR: MR. DANIEL BOREL	Management	For
4B.	ELECTION TO THE BOARD OF DIRECTOR: MR. HENRI DE CASTRIES	Management	For
4C.	RE-ELECTION OF THE STATUTORY AUDITOR: KPMG SA, GENEVA BRANCH	Management	For
5.	CAPITAL REDUCTION (BY CANCELLATION OF SHARES)	Management	For
6.	IN THE EVENT OF A NEW OR MODIFIED PROPOSAL BY A SHAREHOLDER DURING THE ANNUAL GENERAL MEETING, I INSTRUCT THE INDEPENDENT REPRESENTATIVE TO VOTE IN FAVOR OF THE PROPOSAL OF THE BOARD OF DIRECTORS	Management	For
7.	MARK THE BOX AT THE RIGHT IF YOU WISH TO GIVE A PROXY TO THE INDEPENDENT REPRESENTATIVE, MR. JEAN-LUDOVIC HARTMANN (AS FURTHER DISCUSSED IN THE COMPANY'S INVITATION)	Management	For

PARMALAT SPA, COLLECCHIO

SECURITY	70175R102	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	20-Apr-2012
ISIN	US70175R1023	AGENDA	703713342 - Management

ITEM	PROPOSAL	TYPE	VOTE
0.1	Approval of the statement of financial position, income statement and accompanying notes at December 31, 2011, together with the report on operations for the same year. Motion for the appropriation of the year's net profit. Review of the report of the board of statutory auditors. Pertinent and related resolutions	Management	For
0.2	Report on compensation pursuant to article 123-ter of the legislative decree 58 of 24 february 1998. Pertinent and related resolutions	Management	For
CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS DIRECTORS, ONLY-1 SLATE IS AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTIONS FO-R THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO VOTE F-OR ONLY 1 OF THE 2 SLATES. THANK YOU	Non-Voting	
0.3.1	Election of the Board of Directors, determination of the length of the Board's term of office, election of the Chairman of the Board of Directors of the compensation, pertinent and related resolutions: List presented by	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Sofil Sas the majority Shareholder: Appointment of Francesco Tato (independent), Yvon Guerin, Marco Reboa (independent), Francesco Gatti, Riccardo Zingales (independent), Antonio Sala, Marco Jesi (independent), Daniel Jaouen, Gabriella Chersicla (independent), Alain Chana		
0.3.2	Election of the Board of Directors, determination of the length of the Board's term of office, election of the Chairman of the Board of Directors of the compensation, pertinent and related resolutions: List presented by Amber Capital the minority Shareholder: Appointment of Umberto Mosetti (independent), Antonio Aristide Mastrangelo (independent), Francesco Di Carlo (independent) to the Board of Directors	Shareholder	
0.4	Authorization to dispose of treasury shares. Pertinent and related resolutions	Management	For
0.5	Motion to increase the compensation of the board of statutory auditors. Pertinent and related resolutions	Management	For
E.1	Motion for partial distribution of the surplus in the reserve for creditor challenges and claims of late filing creditors, in the amount of 85,000,456 Euros, after amending, by an equal amount, the capital increase resolution approved by the Extraordinary shareholders' Meeting of March 1, 2005 (as amended by the shareholders' Meetings of September 19, 2005 and April 28, 2007)	Management	For

SOUTH JERSEY INDUSTRIES, INC.

SECURITY	838518108	MEETING TYPE	Annual
TICKER SYMBOL	SJI	MEETING DATE	20-Apr-2012
ISIN	US8385181081	AGENDA	933567541 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 THOMAS A. BRACKEN		For
	2 KEITH S. CAMPBELL		For
	3 SHEILA HARTNETT-DEVLIN		For
	4 VICTOR A. FORTKIEWICZ		For
	5 EDWARD J. GRAHAM		For
	6 WALTER M. HIGGINS III		For
	7 SUNITA HOLZER		For
	8 JOSEPH H. PETROWSKI		For
2.	TO APPROVE THE NONBINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
3.	TO APPROVE THE EXECUTIVE MANAGEMENT INCENTIVE COMPENSATION PLAN.	Management	For
4.	TO APPROVE THE SOUTH JERSEY INDUSTRIES INC. 1997 STOCK-BASED COMPENSATION PLAN.	Management	For
5.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

IL SOLE 24 ORE SPA, MILANO

SECURITY	T52689105	MEETING TYPE	Ordinary General Meeting
----------	-----------	--------------	--------------------------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: ANN FRITZ HACKETT	Management	For
1B.	ELECTION OF DIRECTOR: JOHN G. MORIKIS	Management	For
1C.	ELECTION OF DIRECTOR: RONALD V. WATERS, III	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management	Abstain
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain

HONEYWELL INTERNATIONAL INC.

SECURITY 438516106 MEETING TYPE Annual
TICKER SYMBOL HON MEETING DATE 23-Apr-2012
ISIN US4385161066 AGENDA 933558631 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: GORDON M. BETHUNE	Management	For
1B.	ELECTION OF DIRECTOR: KEVIN BURKE	Management	For
1C.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Management	For
1D.	ELECTION OF DIRECTOR: DAVID M. COTE	Management	For
1E.	ELECTION OF DIRECTOR: D. SCOTT DAVIS	Management	For
1F.	ELECTION OF DIRECTOR: LINNET F. DEILY	Management	For
1G.	ELECTION OF DIRECTOR: JUDD GREGG	Management	For
1H.	ELECTION OF DIRECTOR: CLIVE R. HOLLIICK	Management	For
1I.	ELECTION OF DIRECTOR: GEORGE PAZ	Management	For
1J.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES	Management	For
2.	APPROVAL OF INDEPENDENT ACCOUNTANTS.	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
4.	INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against
5.	POLITICAL CONTRIBUTIONS.	Shareholder	Against

COOPER INDUSTRIES PLC

SECURITY G24140108 MEETING TYPE Annual
TICKER SYMBOL CBE MEETING DATE 23-Apr-2012
ISIN IE00B40K9117 AGENDA 933558908 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: IVOR J. EVANS	Management	For
1B.	ELECTION OF DIRECTOR: KIRK S. HACHIGIAN	Management	For
1C.	ELECTION OF DIRECTOR: LAWRENCE D. KINGSLEY	Management	For
2.	TO CONSIDER THE COMPANY'S IRISH STATUTORY ACCOUNTS AND THE RELATED REPORTS OF THE DIRECTORS AND AUDITORS.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.	APPOINT ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING 12/31/2012.	Management	For
4.	TO APPROVE ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
5.	TO AUTHORIZE ANY SUBSIDIARY OF THE COMPANY TO MAKE MARKET PURCHASES OF COMPANY SHARES.	Management	For
6.	TO AUTHORIZE THE REISSUE PRICE RANGE OF TREASURY SHARES.	Management	For

EDISON SPA, MILANO

SECURITY	T3552V114	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	24-Apr-2012
ISIN	IT0003152417	AGENDA	703718289 - Management

ITEM	PROPOSAL	TYPE	VOTE

CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 961532 DUE TO RECEIPT OF S-LATES. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU-WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SE-COND CALL ON 26 APR 2012. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN V-ALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.	Non-Voting	
1	Balance sheet as of 31 December 2011	Management	For
2	Replanning of the losses for fiscal year 2011 through the use of reserve emolument report	Management	For
3	Consultation related to first section of emolument report board of director	Management	For
CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS DIRECTORS, THERE-IS ONLY 1 VACANCY AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUC-TIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED T-O VOTE FOR ONLY 1 OF THE 2 SLATES THANK YOU.	Non-Voting	
4.1	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: Appointment of directors: List presented by, Transalpina di Energia Srl the owner of a 61.281% interest: 1) Renato Amilcare Ravanelli, 2) Henri Proglgio, 3) Paolo Rossetti, 4) Thomas Piquemal, 5) Mauro Miglio, 6) Jean-Louis Mathias, 7) Andrea Viero, 8) Bruno Lescoeur, 9) Giovanni Polonioli, 10) Steven Wolfram, 11) Gregorio Gitti and 12) Gian Maria Gros-Pietro	Shareholder	Against
4.2	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: Appointment of directors: List presented by Carlo Tassara Spa, the owner of a 10.025% interest: 1) Mario Cocchi and 2) Gianfranco Farisoglio	Shareholder	
5	Appointment of the board of directors chairman	Management	For
6	Determination of directors office tenure	Management	For
7	Determination of board of directors emoluments	Management	For
8	Reduction in the amount of EUR 84,747,187.63 of reserve membership in transition of tangible assets at fair value rather than cost as per art. 7.6 of law decree 38/2005, used to cover the losses for the year 2011	Management	For
9	Amendment subject to the suspensive condition statutes articles listed: 5 (corporate capital), 6 (saving share	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

and common representative), 9 (call of the meeting), 11 (meetings constitution and resolutions validity), 12 (shareholders meeting, chairmanship and execution), 13 (special meetings), 14 (board of directors), 16 (social offices committees), 17 (powers), 18 (calls, meetings and board of directors resolution), 22 (statutory auditors), 23 (auditing) and 24 (exercise social)

HANESBRANDS INC.

SECURITY	410345102	MEETING TYPE	Annual
TICKER SYMBOL	HBI	MEETING DATE	24-Apr-2012
ISIN	US4103451021	AGENDA	933554619 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 LEE A. CHADEN		For
	2 BOBBY J. GRIFFIN		For
	3 JAMES C. JOHNSON		For
	4 JESSICA T. MATHEWS		For
	5 J. PATRICK MULCAHY		For
	6 RONALD L. NELSON		For
	7 RICHARD A. NOLL		For
	8 ANDREW J. SCHINDLER		For
	9 ANN E. ZIEGLER		For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS HANESBRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR HANESBRANDS' 2012 FISCAL YEAR	Management	For
3.	TO APPROVE, BY A NON-BINDING, ADVISORY VOTE, EXECUTIVE COMPENSATION AS DESCRIBED IN THE PROXY STATEMENT FOR THE ANNUAL MEETING	Management	Abstain

PACCAR INC

SECURITY	693718108	MEETING TYPE	Annual
TICKER SYMBOL	PCAR	MEETING DATE	24-Apr-2012
ISIN	US6937181088	AGENDA	933556017 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 MARK C. PIGOTT		For
	2 WARREN R. STALEY		For
	3 C.R WILLIAMSON		For
2.	STOCKHOLDER PROPOSAL REGARDING A DIRECTOR VOTE THRESHOLD	Management	For
3.	STOCKHOLDER PROPOSAL REGARDING SUPERMAJORITY VOTING PROVISIONS	Shareholder	Against
4.	STOCKHOLDER PROPOSAL REGARDING THE ANNUAL ELECTION OF ALL DIRECTORS	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

BEAM INC.

SECURITY	073730103	MEETING TYPE	Annual
TICKER SYMBOL	BEAM	MEETING DATE	24-Apr-2012
ISIN	US0737301038	AGENDA	933559532 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: RICHARD A. GOLDSTEIN	Management	For
1B.	ELECTION OF DIRECTOR: STEPHEN W. GOLSBY	Management	For
1C.	ELECTION OF DIRECTOR: ANN F. HACKETT	Management	For
1D.	ELECTION OF DIRECTOR: A.D. DAVID MACKAY	Management	For
1E.	ELECTION OF DIRECTOR: MATTHEW J. SHATTOCK	Management	For
1F.	ELECTION OF DIRECTOR: ROBERT A. STEELE	Management	For
1G.	ELECTION OF DIRECTOR: PETER M. WILSON	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4.	APPROVAL OF THE BEAM INC. 2012 EMPLOYEE STOCK PURCHASE PLAN.	Management	For
5.	RE-APPROVAL OF THE ANNUAL EXECUTIVE INCENTIVE COMPENSATION PLAN.	Management	For

AMERICAN ELECTRIC POWER COMPANY, INC.

SECURITY	025537101	MEETING TYPE	Annual
TICKER SYMBOL	AEP	MEETING DATE	24-Apr-2012
ISIN	US0255371017	AGENDA	933559873 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: NICHOLAS K. AKINS	Management	For
1B.	ELECTION OF DIRECTOR: DAVID J. ANDERSON	Management	For
1C.	ELECTION OF DIRECTOR: JAMES F. CORDES	Management	For
1D.	ELECTION OF DIRECTOR: RALPH D. CROSBY, JR.	Management	For
1E.	ELECTION OF DIRECTOR: LINDA A. GOODSPEED	Management	For
1F.	ELECTION OF DIRECTOR: THOMAS E. HOAGLIN	Management	For
1G.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Management	For
1H.	ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT	Management	For
1I.	ELECTION OF DIRECTOR: LIONEL L. NOWELL III	Management	For
1J.	ELECTION OF DIRECTOR: RICHARD L. SANDOR	Management	For
1K.	ELECTION OF DIRECTOR: SARA MARTINEZ TUCKER	Management	For
1L.	ELECTION OF DIRECTOR: JOHN F. TURNER	Management	For
2.	APPROVAL OF THE AMERICAN ELECTRIC POWER SYSTEM SENIOR OFFICER INCENTIVE PLAN.	Management	For
3.	APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

WELLS FARGO & COMPANY

SECURITY	949746101	MEETING TYPE	Annual
TICKER SYMBOL	WFC	MEETING DATE	24-Apr-2012
ISIN	US9497461015	AGENDA	933560369 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A)	ELECTION OF DIRECTOR: JOHN D. BAKER II	Management	For
1B)	ELECTION OF DIRECTOR: ELAINE L. CHAO	Management	For
1C)	ELECTION OF DIRECTOR: JOHN S. CHEN	Management	For
1D)	ELECTION OF DIRECTOR: LLOYD H. DEAN	Management	For
1E)	ELECTION OF DIRECTOR: SUSAN E. ENGEL	Management	For
1F)	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Management	For
1G)	ELECTION OF DIRECTOR: DONALD M. JAMES	Management	For
1H)	ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	Management	For
1I)	ELECTION OF DIRECTOR: NICHOLAS G. MOORE	Management	For
1J)	ELECTION OF DIRECTOR: FEDERICO F. PENA	Management	For
1K)	ELECTION OF DIRECTOR: PHILIP J. QUIGLEY	Management	For
1L)	ELECTION OF DIRECTOR: JUDITH M. RUNSTAD	Management	For
1M)	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Management	For
1N)	ELECTION OF DIRECTOR: JOHN G. STUMPF	Management	For
1O)	ELECTION OF DIRECTOR: SUSAN G. SWENSON	Management	For
2.	PROPOSAL TO APPROVE AN ADVISORY RESOLUTION TO APPROVE THE NAMED EXECUTIVES' COMPENSATION.	Management	Abstain
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2012.	Management	For
4.	STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN.	Shareholder	Against
5.	STOCKHOLDER PROPOSAL TO PROVIDE FOR CUMULATIVE VOTING IN CONTESTED DIRECTOR ELECTIONS.	Shareholder	Against
6.	STOCKHOLDER PROPOSAL TO AMEND THE COMPANY'S BY-LAWS TO ALLOW STOCKHOLDERS TO NOMINATE DIRECTOR CANDIDATES FOR INCLUSION IN THE COMPANY'S PROXY MATERIALS.	Shareholder	Against
7.	STOCKHOLDER PROPOSAL REGARDING AN INVESTIGATION AND REPORT ON INTERNAL CONTROLS FOR MORTGAGE SERVICING OPERATIONS.	Shareholder	Against

AMEREN CORPORATION

SECURITY	023608102	MEETING TYPE	Annual
TICKER SYMBOL	AEE	MEETING DATE	24-Apr-2012
ISIN	US0236081024	AGENDA	933561424 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 STEPHEN F. BRAUER		For
	2 CATHERINE S. BRUNE		For
	3 ELLEN M. FITZSIMMONS		For
	4 WALTER J. GALVIN		For
	5 GAYLE P.W. JACKSON		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

6	JAMES C. JOHNSON		For
7	STEVEN H. LIPSTEIN		For
8	PATRICK T. STOKES		For
9	THOMAS R. VOSS		For
10	STEPHEN R. WILSON		For
11	JACK D. WOODARD		For
2.	ADVISORY APPROVAL OF THE COMPENSATION OF THE EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
4.	SHAREHOLDER PROPOSAL RELATING TO REPORT ON COAL COMBUSTION WASTE.	Shareholder	Against
5.	SHAREHOLDER PROPOSAL RELATING TO REPORT ON COAL-RELATED COSTS AND RISK.	Shareholder	Against
6.	SHAREHOLDER PROPOSAL RELATING TO ASSESSMENT AND REPORT ON GREENHOUSE GAS AND OTHER AIR EMISSIONS REDUCTIONS.	Shareholder	Against

NEWMONT MINING CORPORATION

SECURITY	651639106	MEETING TYPE	Annual
TICKER SYMBOL	NEM	MEETING DATE	24-Apr-2012
ISIN	US6516391066	AGENDA	933561436 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF DIRECTOR: B.R. BROOK	Management	For
1B	ELECTION OF DIRECTOR: V.A. CALARCO	Management	For
1C	ELECTION OF DIRECTOR: J.A. CARRABBA	Management	For
1D	ELECTION OF DIRECTOR: N. DOYLE	Management	For
1E	ELECTION OF DIRECTOR: V.M HAGEN	Management	For
1F	ELECTION OF DIRECTOR: M.S. HAMSON	Management	For
1G	ELECTION OF DIRECTOR: J. NELSON	Management	For
1H	ELECTION OF DIRECTOR: R.T. O'BRIEN	Management	For
1I	ELECTION OF DIRECTOR: J.B. PRESCOTT	Management	For
1J	ELECTION OF DIRECTOR: D.C. ROTH	Management	For
1K	ELECTION OF DIRECTOR: S. R. THOMPSON	Management	For
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR 2012.	Management	For
03	ADVISORY RESOLUTION TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain

THE PNC FINANCIAL SERVICES GROUP, INC.

SECURITY	693475105	MEETING TYPE	Annual
TICKER SYMBOL	PNC	MEETING DATE	24-Apr-2012
ISIN	US6934751057	AGENDA	933563783 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: RICHARD O. BERNDT	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1B.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For
1C.	ELECTION OF DIRECTOR: PAUL W. CHELLGREN	Management	For
1D.	ELECTION OF DIRECTOR: KAY COLES JAMES	Management	For
1E.	ELECTION OF DIRECTOR: RICHARD B. KELSON	Management	For
1F.	ELECTION OF DIRECTOR: BRUCE C. LINDSAY	Management	For
1G.	ELECTION OF DIRECTOR: ANTHONY A. MASSARO	Management	For
1H.	ELECTION OF DIRECTOR: JANE G. PEPPER	Management	For
1I.	ELECTION OF DIRECTOR: JAMES E. ROHR	Management	For
1J.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	Management	For
1K.	ELECTION OF DIRECTOR: LORENE K. STEFFES	Management	For
1L.	ELECTION OF DIRECTOR: DENNIS F. STRIGL	Management	For
1M.	ELECTION OF DIRECTOR: THOMAS J. USHER	Management	For
1N.	ELECTION OF DIRECTOR: GEORGE H. WALLS, JR.	Management	For
1O.	ELECTION OF DIRECTOR: HELGE H. WEHMEIER	Management	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain

RPC, INC.

SECURITY 749660106 MEETING TYPE Annual
TICKER SYMBOL RES MEETING DATE 24-Apr-2012
ISIN US7496601060 AGENDA 933570322 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 RICHARD A. HUBBELL		For
	2 LINDA H. GRAHAM		For
	3 BILL J. DISMUKE		For
	4 LARRY L. PRINCE		For
2.	TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For

CH ENERGY GROUP, INC.

SECURITY 12541M102 MEETING TYPE Annual
TICKER SYMBOL CHG MEETING DATE 24-Apr-2012
ISIN US12541M1027 AGENDA 933571677 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 MARGARITA K. DILLEY		For
	2 STEVEN M. FETTER		For
	3 STANLEY J. GRUBEL		For
	4 MANUEL J. IRAOLA		For
	5 E. MICHEL KRUSE		For
	6 STEVEN V. LANT		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	7 EDWARD T. TOKAR		For
	8 JEFFREY D. TRANEN		For
	9 ERNEST R. VEREBELYI		For
2.	ADVISORY (NON-BINDING) VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For
3.	RATIFICATION OF THE APPOINTMENT OF THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For

TELEFONOS DE MEXICO SAB DE CV, MEXICO D.F.

SECURITY	P90413132	MEETING TYPE	Special General Meeting
TICKER SYMBOL		MEETING DATE	25-Apr-2012
ISIN	MXP904131325	AGENDA	703712403 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
I	Appointment or ratification if applicable of board members to be appointed by holders of series of series L shares. Resolutions in this matter	Management	For
II	Appointment of special delegates to formalize and fulfill any of the resolutions made by this resolutions in this matter	Management	For

TELEFONOS DE MEXICO SAB DE CV, MEXICO D.F.

SECURITY	P90413132	MEETING TYPE	ExtraOrdinary General Meeting
TICKER SYMBOL		MEETING DATE	25-Apr-2012
ISIN	MXP904131325	AGENDA	703715079 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1	Submission, discussion and, as applicable, approval the deregistration of the company's securities from the national securities registry and the delisting from the Mexican Stock Exchange Bolsa Mexicana De Valores. Resolutions related thereto	Management	For
2	Designation of delegates to carry out the compliance of the resolutions taken by the shareholders meeting and, as applicable, to formalize them as it proceeds. Resolutions related thereto	Management	For

BORGWARNER INC.

SECURITY	099724106	MEETING TYPE	Annual
TICKER SYMBOL	BWA	MEETING DATE	25-Apr-2012
ISIN	US0997241064	AGENDA	933557970 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.1	ELECTION OF DIRECTOR: PHYLLIS O. BONANNO	Management	For
1.2	ELECTION OF DIRECTOR: ALEXIS P. MICHAS	Management	For
1.3	ELECTION OF DIRECTOR: RICHARD O. SCHAUM	Management	For
1.4	ELECTION OF DIRECTOR: THOMAS T. STALLKAMP	Management	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2012.	Management	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain
4.	APPROVAL OF AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO AFFIRM OUR MAJORITY VOTING STANDARD.	Management	For

THE COCA-COLA COMPANY

SECURITY	191216100	MEETING TYPE	Annual
TICKER SYMBOL	KO	MEETING DATE	25-Apr-2012
ISIN	US1912161007	AGENDA	933558035 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: HERBERT A. ALLEN	Management	For
1B.	ELECTION OF DIRECTOR: RONALD W. ALLEN	Management	For
1C.	ELECTION OF DIRECTOR: HOWARD G. BUFFETT	Management	For
1D.	ELECTION OF DIRECTOR: RICHARD M. DALEY	Management	For
1E.	ELECTION OF DIRECTOR: BARRY DILLER	Management	For
1F.	ELECTION OF DIRECTOR: EVAN G. GREENBERG	Management	For
1G.	ELECTION OF DIRECTOR: ALEXIS M. HERMAN	Management	For
1H.	ELECTION OF DIRECTOR: MUHTAR KENT	Management	For
1I.	ELECTION OF DIRECTOR: DONALD R. KEOUGH	Management	For
1J.	ELECTION OF DIRECTOR: ROBERT A. KOTICK	Management	For
1K.	ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO	Management	For
1L.	ELECTION OF DIRECTOR: DONALD F. MCHENRY	Management	For
1M.	ELECTION OF DIRECTOR: SAM NUNN	Management	For
1N.	ELECTION OF DIRECTOR: JAMES D. ROBINSON III	Management	For
1O.	ELECTION OF DIRECTOR: PETER V. UEBERROTH	Management	For
1P.	ELECTION OF DIRECTOR: JACOB WALLENBERG	Management	For
1Q.	ELECTION OF DIRECTOR: JAMES B. WILLIAMS	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

MARATHON OIL CORPORATION

SECURITY	565849106	MEETING TYPE	Annual
TICKER SYMBOL	MRO	MEETING DATE	25-Apr-2012
ISIN	US5658491064	AGENDA	933561171 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: GREGORY H. BOYCE	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1B.	ELECTION OF DIRECTOR: PIERRE BRONDEAU	Management	For
1C.	ELECTION OF DIRECTOR: CLARENCE P. CAZALOT, JR.	Management	For
1D.	ELECTION OF DIRECTOR: LINDA Z. COOK	Management	For
1E.	ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON	Management	For
1F.	ELECTION OF DIRECTOR: PHILIP LADER	Management	For
1G.	ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS	Management	For
1H.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2012.	Management	For
3.	A NON-BINDING ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	Management	Abstain
4.	APPROVAL OF OUR 2012 INCENTIVE COMPENSATION PLAN.	Management	Against

FIRST NIAGARA FINANCIAL GROUP, INC.

SECURITY	33582V108	MEETING TYPE	Annual
TICKER SYMBOL	FNFG	MEETING DATE	25-Apr-2012
ISIN	US33582V1089	AGENDA	933561575 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1	DIRECTOR	Management	
	1 CARL A. FLORIO		For
	2 NATHANIEL D. WOODSON		For
	3 ROXANNE J. COADY		For
2	AN ADVISORY (NON-BINDING) VOTE TO APPROVE OUR EXECUTIVE COMPENSATION PROGRAMS AND POLICIES AS DESCRIBED IN THIS PROXY STATEMENT.	Management	Abstain
3	APPROVAL OF THE FIRST NIAGARA FINANCIAL GROUP, INC. 2012 EQUITY INCENTIVE PLAN.	Management	For
4	APPROVAL OF THE FIRST NIAGARA FINANCIAL GROUP, INC. EXECUTIVE ANNUAL INCENTIVE PLAN.	Management	For
5	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

WILLIS GROUP HOLDINGS PLC

SECURITY	G96666105	MEETING TYPE	Annual
TICKER SYMBOL	WSH	MEETING DATE	25-Apr-2012
ISIN	IE00B4XGY116	AGENDA	933561652 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1A.	ELECTION OF DIRECTOR: WILLIAM W. BRADLEY	Management	For
1B.	ELECTION OF DIRECTOR: JOSEPH A. CALIFANO	Management	For
1C.	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For
1D.	ELECTION OF DIRECTOR: SIR ROY GARDNER	Management	For
1E.	ELECTION OF DIRECTOR: SIR JEREMY HANLEY	Management	For
1F.	ELECTION OF DIRECTOR: ROBYN S. KRAVIT	Management	For
1G.	ELECTION OF DIRECTOR: JEFFREY B. LANE	Management	For
1H.	ELECTION OF DIRECTOR: WENDY E. LANE	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1I.	ELECTION OF DIRECTOR: JAMES F. MCCANN	Management	For
1J.	ELECTION OF DIRECTOR: JOSEPH J. PLUMERI	Management	For
1K.	ELECTION OF DIRECTOR: DOUGLAS B. ROBERTS	Management	For
1L.	ELECTION OF DIRECTOR: MICHAEL J. SOMERS	Management	For
2.	RATIFY THE REAPPOINTMENT OF DELOITTE LLP AS AUDITORS, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4.	APPROVE THE WILLIS GROUP HOLDINGS PUBLIC LIMITED COMPANY 2012 EQUITY INCENTIVE PLAN.	Management	Against

TEXTRON INC.

SECURITY	883203101	MEETING TYPE	Annual
TICKER SYMBOL	TXT	MEETING DATE	25-Apr-2012
ISIN	US8832031012	AGENDA	933562426 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	ELECTION OF DIRECTOR: SCOTT C. DONNELLY	Management	For
2.	ELECTION OF DIRECTOR: JAMES T. CONWAY	Management	For
3.	ELECTION OF DIRECTOR: LAWRENCE K. FISH	Management	For
4.	ELECTION OF DIRECTOR: PAUL E. GAGNE	Management	For
5.	ELECTION OF DIRECTOR: DAIN M. HANCOCK	Management	For
6.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	Management	For
7.	APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
8.	APPROVAL OF MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE TEXTRON INC. SHORT-TERM INCENTIVE PLAN.	Management	For
9.	APPROVAL OF MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE TEXTRON INC. 2007 LONG-TERM INCENTIVE PLAN.	Management	For
10.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

E. I. DU PONT DE NEMOURS AND COMPANY

SECURITY	263534109	MEETING TYPE	Annual
TICKER SYMBOL	DD	MEETING DATE	25-Apr-2012
ISIN	US2635341090	AGENDA	933562731 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: LAMBERTO ANDREOTTI	Management	For
1B.	ELECTION OF DIRECTOR: RICHARD H. BROWN	Management	For
1C.	ELECTION OF DIRECTOR: ROBERT A. BROWN	Management	For
1D.	ELECTION OF DIRECTOR: BERTRAND P. COLLOMB	Management	For
1E.	ELECTION OF DIRECTOR: CURTIS J. CRAWFORD	Management	For
1F.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	Management	For
1G.	ELECTION OF DIRECTOR: ELEUTHERE I. DU PONT	Management	For
1H.	ELECTION OF DIRECTOR: MARILLYN A. HEWSON	Management	For
1I.	ELECTION OF DIRECTOR: LOIS D. JULIBER	Management	For
1J.	ELECTION OF DIRECTOR: ELLEN J. KULLMAN	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1K.	ELECTION OF DIRECTOR: LEE M. THOMAS	Management	For
2.	ON RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3.	TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION	Management	Abstain
4.	ON INDEPENDENT CHAIR	Shareholder	Against
5.	ON EXECUTIVE COMPENSATION REPORT	Shareholder	Against

MARATHON PETROLEUM CORPORATION

SECURITY	56585A102	MEETING TYPE	Annual
TICKER SYMBOL	MPC	MEETING DATE	25-Apr-2012
ISIN	US56585A1025	AGENDA	933562868 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 DAVID A. DABERKO		For
	2 DONNA A. JAMES		For
	3 CHARLES R. LEE		For
	4 SETH E. SCHOFIELD		For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2012.	Management	For
3.	APPROVAL OF THE COMPANY'S 2012 INCENTIVE COMPENSATION PLAN.	Management	Against
4.	ADVISORY APPROVAL OF THE COMPANY'S 2012 NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
5.	ADVISORY APPROVAL OF DESIRED FREQUENCY OF ADVISORY VOTES ON THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain

SJW CORP.

SECURITY	784305104	MEETING TYPE	Annual
TICKER SYMBOL	SJW	MEETING DATE	25-Apr-2012
ISIN	US7843051043	AGENDA	933564812 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 K. ARMSTRONG		For
	2 W.J. BISHOP		For
	3 M.L. CALI		For
	4 D.R. KING		For
	5 R.B. MOSKOVITZ		For
	6 G.E. MOSS		For
	7 W.R. ROTH		For
	8 R.A. VAN VALER		For
2.	RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2012.	Management	For

GENERAL ELECTRIC COMPANY

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY 369604103 MEETING TYPE Annual
 TICKER SYMBOL GE MEETING DATE 25-Apr-2012
 ISIN US3696041033 AGENDA 933564951 - Management

ITEM	PROPOSAL	TYPE	VOTE
A1	ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE	Management	For
A2	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For
A3	ELECTION OF DIRECTOR: ANN M. FUDGE	Management	For
A4	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	Management	For
A5	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	Management	For
A6	ELECTION OF DIRECTOR: ANDREA JUNG	Management	For
A7	ELECTION OF DIRECTOR: ALAN G. (A.G.) LAFLEY	Management	For
A8	ELECTION OF DIRECTOR: ROBERT W. LANE	Management	For
A9	ELECTION OF DIRECTOR: RALPH S. LARSEN	Management	For
A10	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For
A11	ELECTION OF DIRECTOR: JAMES J. MULVA	Management	For
A12	ELECTION OF DIRECTOR: SAM NUNN	Management	For
A13	ELECTION OF DIRECTOR: ROGER S. PENSKE	Management	For
A14	ELECTION OF DIRECTOR: ROBERT J. SWIERINGA	Management	For
A15	ELECTION OF DIRECTOR: JAMES S. TISCH	Management	For
A16	ELECTION OF DIRECTOR: DOUGLAS A. WARNER III	Management	For
B1	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
B2	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
B3	APPROVAL OF AN AMENDMENT TO THE GE 2007 LONG-TERM INCENTIVE PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES	Management	For
B4	APPROVAL OF THE MATERIAL TERMS OF SENIOR OFFICER PERFORMANCE GOALS	Management	For
C1	CUMULATIVE VOTING	Shareholder	Against
C2	NUCLEAR ACTIVITIES	Shareholder	Against
C3	INDEPENDENT BOARD CHAIRMAN	Shareholder	Against
C4	SHAREOWNER ACTION BY WRITTEN CONSENT	Shareholder	Against

DANONE, PARIS

SECURITY F12033134 MEETING TYPE MIX
 TICKER SYMBOL MEETING DATE 26-Apr-2012
 ISIN FR0000120644 AGENDA 703633809 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative

CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL-LINK: https://balo.journal-officiel.gouv.fr/pdf/2012/0302/201203021200680.pdf A-ND https://balo.journal-officiel.gouv.fr/pdf/2012/0404/201204041201259.pdf	Non-Voting	
O.1	Approval of the corporate financial statements for the financial year ended December 31, 2011	Management	For
O.2	Approval of the consolidated statements for the financial year ended December 31, 2011	Management	For
O.3	Allocation of income for the financial year ended December 31, 2011, and setting the dividend at EUR 1.39 per share	Management	For
O.4	Renewal of term of Mr. Richard Goblet D'Alviella as Board member	Management	For
O.5	Renewal of term of Mr. Jean Laurent as Board member pursuant to Article 15-II of the Statutes	Management	For
O.6	Renewal of term of Mr. Benoit Potier as Board member	Management	For
O.7	Appointment of Mr. Jacques-Antoine Granjon as Board member	Management	For
O.8	Appointment of Mrs. Mouna Sepehri as Board member	Management	For
O.9	Appointment of Mrs. Virginia Stallings as Board member	Management	For
O.10	Approval of the Agreements pursuant to Articles L.225-38 et seq. of the Commercial Code	Management	For
O.11	Approval of the Agreements pursuant to Articles L.225-38 et seq. of the Commercial Code concluded by the Company with J.P. Morgan Group	Management	For
O.12	Authorization to be granted to the Board of Directors to purchase, hold or transfer shares of the Company	Management	For
E.13	Authorization granted to the Board of Directors to carry out allocations of shares of the Company existing or to be issued	Management	For
E.14	Powers to carry out all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINK. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

BOUYGUES, PARIS

SECURITY	F11487125	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	26-Apr-2012
ISIN	FR0000120503	AGENDA	703636083 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative

CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLIC-KING ON THE MATERIAL URL LINKS: https://balo.journal-officiel.gouv.fr/pdf/2012-/0302/201203021200687.pdf , https://balo.journal-officiel.gouv.fr/pdf/2012/0330-/201203301201197.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2012/0406/2-01204061201129.pdf	Non-Voting	
O.1	Approval of the annual corporate financial statements and operations for the financial year 2011	Management	For
O.2	Approval of the consolidated financial statements and operations for the financial year 2011	Management	For
O.3	Allocation of income and setting the dividend	Management	For
O.4	Approval of regulated agreements and commitments	Management	For
O.5	Renewal of term of Mr. Martin Bouygues as Board member	Management	For
O.6	Renewal of term of Mrs. Francis Bouygues as Board member	Management	For
O.7	Renewal of term of Mr. Francois Bertiere as Board member	Management	For
O.8	Renewal of term of Mr. Georges Chodron de Courcel as Board member	Management	For
O.9	Appointment of Mrs. Anne-Marie Idrac as Board member	Management	For
O.10	Authorization granted to the Board of Directors to allow the Company to trade its own shares	Management	For
E.11	Authorization granted to the Board of Directors to reduce share capital by cancellation of treasury shares	Management	For
E.12	Delegation of authority granted to the Board of Directors to issue share subscription warrants during a period of public offer involving shares of the Company	Management	For
E.13	Authorization granted to the Board of Directors to increase share capital during a period of public offer involving shares of the Company	Management	For
E.14	Amendment to Article 19.4 of the Statutes to authorize electronic voting during General Meetings	Management	For
E.15	Powers to carry out all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINK. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

THE EMPIRE DISTRICT ELECTRIC COMPANY

SECURITY	291641108	MEETING TYPE	Annual
TICKER SYMBOL	EDE	MEETING DATE	26-Apr-2012
ISIN	US2916411083	AGENDA	933555798 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1	DIRECTOR	Management	
	1 D. RANDY LANEY		For
	2 BONNIE C. LIND		For
	3 B. THOMAS MUELLER		For
	4 PAUL R. PORTNEY		For
2	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS EMPIRE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3	TO VOTE UPON A NON-BINDING ADVISORY PROPOSAL TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain

PFIZER INC.

SECURITY	717081103	MEETING TYPE	Annual
TICKER SYMBOL	PFE	MEETING DATE	26-Apr-2012
ISIN	US7170811035	AGENDA	933560472 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: DENNIS A. AUSIELLO	Management	For
1B.	ELECTION OF DIRECTOR: M. ANTHONY BURNS	Management	For
1C.	ELECTION OF DIRECTOR: W. DON CORNWELL	Management	For
1D.	ELECTION OF DIRECTOR: FRANCES D. FERGUSSON	Management	For
1E.	ELECTION OF DIRECTOR: WILLIAM H. GRAY, III	Management	For
1F.	ELECTION OF DIRECTOR: HELEN H. HOBBS	Management	For
1G.	ELECTION OF DIRECTOR: CONSTANCE J. HORNER	Management	For
1H.	ELECTION OF DIRECTOR: JAMES M. KILTS	Management	For
1I.	ELECTION OF DIRECTOR: GEORGE A. LORCH	Management	For
1J.	ELECTION OF DIRECTOR: JOHN P. MASCOTTE	Management	For
1K.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Management	For
1L.	ELECTION OF DIRECTOR: IAN C. READ	Management	For
1M.	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Management	For
1N.	ELECTION OF DIRECTOR: MARC TESSIER-LAVIGNE	Management	For
2.	RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain
4.	SHAREHOLDER PROPOSAL REGARDING PUBLICATION OF POLITICAL CONTRIBUTIONS.	Shareholder	Against
5.	SHAREHOLDER PROPOSAL REGARDING ACTION BY WRITTEN CONSENT.	Shareholder	Against
6.	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.	Shareholder	Against
7.	SHAREHOLDER PROPOSAL REGARDING ADVISORY VOTE ON DIRECTOR PAY.	Shareholder	Against

JOHNSON & JOHNSON

SECURITY	478160104	MEETING TYPE	Annual
TICKER SYMBOL	JNJ	MEETING DATE	26-Apr-2012
ISIN	US4781601046	AGENDA	933562301 - Management

ITEM	PROPOSAL	TYPE	VOTE

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: MARY SUE COLEMAN	Management	For
1B.	ELECTION OF DIRECTOR: JAMES G. CULLEN	Management	For
1C.	ELECTION OF DIRECTOR: IAN E.L. DAVIS	Management	For
1D.	ELECTION OF DIRECTOR: ALEX GORSKY	Management	For
1E.	ELECTION OF DIRECTOR: MICHAEL M.E. JOHNS	Management	For
1F.	ELECTION OF DIRECTOR: SUSAN L. LINDQUIST	Management	For
1G.	ELECTION OF DIRECTOR: ANNE M. MULCAHY	Management	For
1H.	ELECTION OF DIRECTOR: LEO F. MULLIN	Management	For
1I.	ELECTION OF DIRECTOR: WILLIAM D. PEREZ	Management	For
1J.	ELECTION OF DIRECTOR: CHARLES PRINCE	Management	For
1K.	ELECTION OF DIRECTOR: DAVID SATCHER	Management	For
1L.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Management	For
1M.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Management	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain
3.	APPROVAL OF THE COMPANY'S 2012 LONG-TERM INCENTIVE PLAN	Management	Against
4.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Management	For
5.	SHAREHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIRMAN	Shareholder	Against
6.	SHAREHOLDER PROPOSAL ON BINDING VOTE ON POLITICAL CONTRIBUTIONS	Shareholder	Against
7.	SHAREHOLDER PROPOSAL ON ADOPTING NON-ANIMAL METHODS FOR TRAINING	Shareholder	Against

OLIN CORPORATION

SECURITY 680665205 MEETING TYPE Annual
TICKER SYMBOL OLN MEETING DATE 26-Apr-2012
ISIN US6806652052 AGENDA 933562349 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 DONALD W. BOGUS 2 PHILIP J. SCHULZ 3 VINCENT J. SMITH	Management	For For For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
3.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

EDISON INTERNATIONAL

SECURITY 281020107 MEETING TYPE Annual
TICKER SYMBOL EIX MEETING DATE 26-Apr-2012
ISIN US2810201077 AGENDA 933562591 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: JAGJEET S. BINDRA	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1B.	ELECTION OF DIRECTOR: VANESSA C.L. CHANG	Management	For
1C.	ELECTION OF DIRECTOR: FRANCE A. CORDOVA	Management	For
1D.	ELECTION OF DIRECTOR: THEODORE F. CRAVER, JR.	Management	For
1E.	ELECTION OF DIRECTOR: CHARLES B. CURTIS	Management	For
1F.	ELECTION OF DIRECTOR: BRADFORD M. FREEMAN	Management	For
1G.	ELECTION OF DIRECTOR: LUIS G. NOGALES	Management	For
1H.	ELECTION OF DIRECTOR: RONALD L. OLSON	Management	For
1I.	ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III	Management	For
1J.	ELECTION OF DIRECTOR: THOMAS C. SUTTON	Management	For
1K.	ELECTION OF DIRECTOR: PETER J. TAYLOR	Management	For
1L.	ELECTION OF DIRECTOR: BRETT WHITE	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
4.	SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against

DIEBOLD, INCORPORATED

SECURITY	253651103	MEETING TYPE	Annual
TICKER SYMBOL	DBD	MEETING DATE	26-Apr-2012
ISIN	US2536511031	AGENDA	933563860 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	DIRECTOR	Management	
	1 PATRICK W. ALLENDER		For
	2 BRUCE L. BYRNES		For
	3 MEI-WEI CHENG		For
	4 PHILLIP R. COX		For
	5 RICHARD L. CRANDALL		For
	6 GALE S. FITZGERALD		For
	7 JOHN N. LAUER		For
	8 RAJESH K. SOIN		For
	9 THOMAS W. SWIDARSKI		For
	10 HENRY D.G. WALLACE		For
	11 ALAN J. WEBER		For
2	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED ACCOUNTING FIRM FOR THE YEAR 2012.	Management	For
3	TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain

EBAY INC.

SECURITY	278642103	MEETING TYPE	Annual
TICKER SYMBOL	EBAY	MEETING DATE	26-Apr-2012
ISIN	US2786421030	AGENDA	933573760 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: MARC L. ANDREESSEN	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1B.	ELECTION OF DIRECTOR: WILLIAM C. FORD, JR.	Management	For
1C.	ELECTION OF DIRECTOR: DAWN G. LEPORE	Management	For
1D.	ELECTION OF DIRECTOR: KATHLEEN C. MITIC	Management	For
1E.	ELECTION OF DIRECTOR: PIERRE M. OMIKYAR	Management	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Management	Abstain
3.	APPROVE AMENDMENT & RESTATEMENT OF 2008 EQUITY INCENTIVE AWARD PLAN, INCLUDING AN AMENDMENT TO INCREASE THE AGGREGATE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER PLAN BY 16.5 MILLION SHARES	Management	Against
4.	TO APPROVE OUR EMPLOYEE STOCK PURCHASE PLAN.	Management	For
5.	TO ADOPT AND APPROVE AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY OUR BOARD OF DIRECTORS AND PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS.	Management	For
6.	AMENDMENT TO OUR AMENDED & RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE STOCKHOLDERS WITH THE RIGHT TO CALL A SPECIAL MEETING	Management	For
7.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2012	Management	For

BELL ALIANT INC.

SECURITY	07786R105	MEETING TYPE	Annual
TICKER SYMBOL		MEETING DATE	26-Apr-2012
ISIN	US07786R1059	AGENDA	933575853 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	DIRECTOR	Management	
	1 CATHERINE BENNETT		For
	2 GEORGE COPE		For
	3 ROBERT DEXTER		For
	4 EDWARD REEVEY		For
	5 KAREN SHERIFF		For
	6 LOUIS TANGUAY		For
	7 MARTINE TURCOTTE		For
	8 SIIM VANASELJA		For
	9 JOHN WATSON		For
	10 DAVID WELLS		For
02	RE-APPOINTMENT OF DELOITTE & TOUCHE LLP AS BELL ALIANT'S AUDITORS.	Management	For
03	APPROVAL OF A RESOLUTION TO APPROVE AMENDMENTS TO THE BELL ALIANT DEFERRED SHARE PLAN (THE FULL TEXT OF WHICH IS SET OUT IN THE SECTION OF BELL ALIANT'S INFORMATION CIRCULAR ENTITLED "BUSINESS OF THE MEETING - WHAT THE MEETING WILL COVER - 4. AMENDMENT OF THE BELL ALIANT DEFERRED SHARE PLAN").	Management	For
04	APPROVAL OF A NON-BINDING ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION (THE FULL TEXT OF WHICH IS SET OUT IN THE SECTION OF BELL ALIANT'S INFORMATION CIRCULAR ENTITLED "BUSINESS OF THE MEETING - WHAT THE MEETING WILL COVER - 5. NON-BINDING ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION").	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ABB LTD

SECURITY	000375204	MEETING TYPE	Annual
TICKER SYMBOL	ABB	MEETING DATE	26-Apr-2012
ISIN	US0003752047	AGENDA	933583381 - Management

ITEM	PROPOSAL	TYPE	VOTE

2.1	APPROVAL OF THE ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS, AND THE ANNUAL FINANCIAL STATEMENTS FOR 2011	Management	For
2.2	CONSULTATIVE VOTE ON THE 2011 REMUNERATION REPORT	Management	For
3.	DISCHARGE OF THE BOARD OF DIRECTORS AND THE PERSONS ENTRUSTED WITH MANAGEMENT	Management	For
4.	APPROPRIATION OF AVAILABLE EARNINGS AND DISTRIBUTION OF CAPITAL CONTRIBUTION RESERVE	Management	For
5.1	RE-ELECTION TO THE BOARD OF DIRECTOR: ROGER AGNELLI	Management	For
5.2	RE-ELECTION TO THE BOARD OF DIRECTOR: LOUIS R. HUGHES	Management	For
5.3	RE-ELECTION TO THE BOARD OF DIRECTOR: HANS ULRICH MARKI	Management	For
5.4	RE-ELECTION TO THE BOARD OF DIRECTOR: MICHEL DE ROSEN	Management	For
5.5	RE-ELECTION TO THE BOARD OF DIRECTOR: MICHAEL TRESCHOW	Management	For
5.6	RE-ELECTION TO THE BOARD OF DIRECTOR: JACOB WALLENGERBERG	Management	For
5.7	RE-ELECTION TO THE BOARD OF DIRECTOR: YING YEH	Management	For
5.8	RE-ELECTION TO THE BOARD OF DIRECTOR: HUBERTUS VON GRUNBERG	Management	For
6.	RE-ELECTION OF THE AUDITORS	Management	For

HERA SPA, BOLOGNA

SECURITY	T5250M106	MEETING TYPE	Ordinary General Meeting
TICKER SYMBOL		MEETING DATE	27-Apr-2012
ISIN	IT0001250932	AGENDA	703677647 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	Financial statements for the year ended 31 December 2011, directors' report, proposed allocation of income and report of the board of statutory auditors: consequent resolutions	Management	For
2	Presentation of the corporate governance report and resolutions concerning the remuneration policy	Management	For
3	Renewal of authorisation to buy and sell treasury shares: consequent provisions	Management	For
CMMT	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE U-RL LINK: https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_120676.p-df	Non-Voting	
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF URL LINK. IF YOU HAVE AL-READY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECI-DE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

DAVIDE CAMPARI - MILANO SPA, MILANO

SECURITY	T24091117	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	27-Apr-2012
ISIN	IT0003849244	AGENDA	703680947 - Management

ITEM	PROPOSAL	TYPE	VOTE

CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 30 APR 2012. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL-REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.	Non-Voting	
E.1	Amendment to Art. 11,15,27,21,22 of the company by-laws	Management	For
O.1	Approval of financial statements as of 31.12.2011	Management	For
O.2	Approval of remuneration report	Management	For
O.3	Approval of stock option plan	Management	For
O.4	Authorization to purchase and dispose of own shares	Management	For
O.5	Approval to amend meeting regulations	Management	For
CMMT	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE U-RL LINK: https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_120875.-pdf	Non-Voting	

PORTUGAL TELECOM SGPS SA, LISBOA

SECURITY	X6769Q104	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	27-Apr-2012
ISIN	PTPTC0AM0009	AGENDA	703690190 - Management

ITEM	PROPOSAL	TYPE	VOTE

CMMT	PLEASE NOTE THAT VOTING IN PORTUGUESE MEETINGS REQUIRES THE DISCLOSURE OF-BENEFICIAL OWNER INFORMATION, THROUGH DECLARATIONS OF PARTICIPATION AND-VOTING. BROADRIDGE WILL DISCLOSE THE BENEFICIAL OWNER INFORMATION FOR YOUR-VOTED ACCOUNTS. ADDITIONALLY, PORTUGUESE LAW DOES NOT PERMIT BENEFICIAL-OWNERS TO VOTE INCONSISTENTLY ACROSS THEIR HOLDINGS. OPPOSING VOTES MAY BE-REJECTED SUMMARILY BY THE COMPANY HOLDING THIS BALLOT. PLEASE CONTACT YOUR-CLIENT SERVICE REPRESENTATIVE FOR FURTHER DETAILS.	Non-Voting	
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 11 MAY 2012. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL-REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.	Non-Voting	
1	To resolve on the management report, balance sheet and accounts for the year 2011	Management	For
2	To resolve on the consolidated management report, balance sheet and accounts for the year 2011	Management	For
3	To resolve on the proposal for application of profits and distribution of reserves	Management	For
4	To resolve on a general appraisal of the Company's management and supervision	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5	To resolve on the election of the members of the corporate bodies and of the Compensation Committee for the term of office of 2012-2014	Management	For
6	To resolve on the election of the effective and alternate Statutory Auditor for the term of office of 2012-2014	Management	For
7	To resolve on the acquisition and disposal of own shares	Management	For
8	To resolve, pursuant to article 8, number 4, of the Articles of Association, on the parameters applicable in the event of any issuance of bonds convertible into shares that may be resolved upon by the Board of Directors	Management	For
9	To resolve on the suppression of the pre-emptive right of the Shareholders in the subscription of any issuance of convertible bonds as referred to under item 8 hereof, as may be resolved upon by the Board of Directors	Management	Against
10	To resolve on the renewal of the authorization granted to the Board of Directors to increase the share capital by contributions in cash, in accordance with number 3 of article 4 of the Articles of Association	Management	For
11	To resolve on the issuance of bonds and other securities, of whatever nature, by the Board of Directors, and notably on the fixing of the value of such securities, in accordance with articles 8, number 3 and 15, number 1, paragraph e), of the Articles of Association	Management	For
12	To resolve on the acquisition and disposal of own bonds and other own securities	Management	For
13	To resolve on the statement of the Compensation Committee on the remuneration policy for the members of the management and supervisory bodies of the Company	Management	For
14	To resolve on the creation of an ad hoc commission to determine the remuneration of the members of the Compensation Committee	Management	For

AT&T INC.

SECURITY	00206R102	MEETING TYPE	Annual
TICKER SYMBOL	T	MEETING DATE	27-Apr-2012
ISIN	US00206R1023	AGENDA	933559049 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Management	For
1B.	ELECTION OF DIRECTOR: GILBERT F. AMELIO	Management	For
1C.	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Management	For
1D.	ELECTION OF DIRECTOR: JAMES H. BLANCHARD	Management	For
1E.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Management	For
1F.	ELECTION OF DIRECTOR: JAMES P. KELLY	Management	For
1G.	ELECTION OF DIRECTOR: JON C. MADONNA	Management	For
1H.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Management	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For
1J.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Management	For
1K.	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Management	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Management	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain
4.	AMEND CERTIFICATE OF INCORPORATION.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5.	POLITICAL CONTRIBUTIONS REPORT.	Shareholder	Against
6.	LIMIT WIRELESS NETWORK MANAGEMENT.	Shareholder	Against
7.	INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against

ABBOTT LABORATORIES

SECURITY	002824100	MEETING TYPE	Annual
TICKER SYMBOL	ABT	MEETING DATE	27-Apr-2012
ISIN	US0028241000	AGENDA	933560408 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 R.J. ALPERN		For
	2 R.S. AUSTIN		For
	3 S.E. BLOUNT		For
	4 W.J. FARRELL		For
	5 E.M. LIDDY		For
	6 N. MCKINSTRY		For
	7 P.N. NOVAKOVIC		For
	8 W.A. OSBORN		For
	9 S.C. SCOTT III		For
	10 G.F. TILTON		For
	11 M.D. WHITE		For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS AUDITORS	Management	For
3.	SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
4.	SHAREHOLDER PROPOSAL - TRANSPARENCY IN ANIMAL RESEARCH	Shareholder	Against
5.	SHAREHOLDER PROPOSAL - LOBBYING DISCLOSURE	Shareholder	Against
6.	SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIR	Shareholder	Against
7.	SHAREHOLDER PROPOSAL - TAX GROSS-UPS	Shareholder	Against
8.	SHAREHOLDER PROPOSAL - EQUITY RETENTION AND HEDGING	Shareholder	Against
9.	SHAREHOLDER PROPOSAL - INCENTIVE COMPENSATION	Shareholder	Against
10.	SHAREHOLDER PROPOSAL - BAN ACCELERATED VESTING OF AWARDS UPON A CHANGE IN CONTROL	Shareholder	Against

OWENS & MINOR, INC.

SECURITY	690732102	MEETING TYPE	Annual
TICKER SYMBOL	OMI	MEETING DATE	27-Apr-2012
ISIN	US6907321029	AGENDA	933561614 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	DIRECTOR	Management	
	1 A. MARSHALL ACUFF, JR.		For
	2 J. ALFRED BROADDUS, JR.		For
	3 RICHARD E. FOGG		For
	4 JOHN W. GERDELMAN		For
	5 LEMUEL E. LEWIS		For
	6 G. GILMER MINOR, III		For
	7 EDDIE N. MOORE, JR.		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	8 JAMES E. ROGERS		For
	9 ROBERT C. SLEDD		For
	10 CRAIG R. SMITH		For
	11 ANNE MARIE WHITTEMORE		For
2	VOTE TO RATIFY KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Management	For
3	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain

GATX CORPORATION

SECURITY	361448202	MEETING TYPE	Annual
TICKER SYMBOL	GMTPR	MEETING DATE	27-Apr-2012
ISIN	US3614482020	AGENDA	933566107 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1.1	ELECTION OF DIRECTOR: ANNE L. ARVIA	Management	For
1.2	ELECTION OF DIRECTOR: ERNST A. HABERLI	Management	For
1.3	ELECTION OF DIRECTOR: BRIAN A. KENNEY	Management	For
1.4	ELECTION OF DIRECTOR: MARK G. MCGRATH	Management	For
1.5	ELECTION OF DIRECTOR: JAMES B. REAM	Management	For
1.6	ELECTION OF DIRECTOR: ROBERT J. RITCHIE	Management	For
1.7	ELECTION OF DIRECTOR: DAVID S. SUTHERLAND	Management	For
1.8	ELECTION OF DIRECTOR: CASEY J. SYLLA	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012	Management	For
3.	APPROVAL OF THE GATX CORPORATION 2012 INCENTIVE AWARD PLAN	Management	Against
4.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain

GATX CORPORATION

SECURITY	361448103	MEETING TYPE	Annual
TICKER SYMBOL	GMT	MEETING DATE	27-Apr-2012
ISIN	US3614481030	AGENDA	933566107 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1.1	ELECTION OF DIRECTOR: ANNE L. ARVIA	Management	For
1.2	ELECTION OF DIRECTOR: ERNST A. HABERLI	Management	For
1.3	ELECTION OF DIRECTOR: BRIAN A. KENNEY	Management	For
1.4	ELECTION OF DIRECTOR: MARK G. MCGRATH	Management	For
1.5	ELECTION OF DIRECTOR: JAMES B. REAM	Management	For
1.6	ELECTION OF DIRECTOR: ROBERT J. RITCHIE	Management	For
1.7	ELECTION OF DIRECTOR: DAVID S. SUTHERLAND	Management	For
1.8	ELECTION OF DIRECTOR: CASEY J. SYLLA	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012	Management	For
3.	APPROVAL OF THE GATX CORPORATION 2012 INCENTIVE AWARD PLAN	Management	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

4. ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION Management Abstain

FERRO CORPORATION

SECURITY 315405100 MEETING TYPE Annual
 TICKER SYMBOL FOE MEETING DATE 27-Apr-2012
 ISIN US3154051003 AGENDA 933584650 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 JENNIE S. HWANG, PH.D.		Withheld
	2 JAMES F. KIRSCH		Withheld
	3 PETER T. KONG		Withheld
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTANT.	Management	For
3.	APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION FOR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THIS PROXY STATEMENT.	Management	For
4.	IF PROPERLY PRESENTED, A SHAREHOLDER PROPOSAL.	Shareholder	Against

AGNICO-EAGLE MINES LIMITED

SECURITY 008474108 MEETING TYPE Annual and Special Meeting
 TICKER SYMBOL AEM MEETING DATE 27-Apr-2012
 ISIN CA0084741085 AGENDA 933586161 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	DIRECTOR	Management	
	1 LEANNE M. BAKER		For
	2 DOUGLAS R. BEAUMONT		For
	3 SEAN BOYD		For
	4 MARTINE A. CELEJ		For
	5 CLIFFORD J. DAVIS		For
	6 ROBERT J. GEMMELL		For
	7 BERNARD KRAFT		For
	8 MEL LEIDERMAN		For
	9 JAMES D. NASSO		For
	10 SEAN RILEY		For
	11 J. MERFYN ROBERTS		For
	12 HOWARD R. STOCKFORD		For
	13 PERTTI VOUTILAINEN		For
02	APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE CORPORATION AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For
03	AN ORDINARY RESOLUTION APPROVING AMENDMENTS OF AGNICO-EAGLE'S STOCK OPTION PLAN.	Management	For
04	A NON-BINDING ADVISORY RESOLUTION ACCEPTING AGNICO-EAGLE'S APPROACH TO EXECUTIVE COMPENSATION.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

NOBLE CORPORATION

SECURITY	H5833N103	MEETING TYPE	Annual
TICKER SYMBOL	NE	MEETING DATE	27-Apr-2012
ISIN	CH0033347318	AGENDA	933587137 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	APPROVAL OF REDUCTION OF THE MAXIMUM NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS	Management	For
2.	DIRECTOR 1 JULIE H. EDWARDS 2 DAVID W. WILLIAMS	Management	For For
3.	APPROVAL OF THE 2011 ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR FISCAL YEAR 2011 AND THE STATUTORY FINANCIAL STATEMENTS OF THE COMPANY FOR FISCAL YEAR 2011	Management	For
4.	APPROVAL OF DIVIDEND PAYMENT FUNDED FROM CAPITAL CONTRIBUTION RESERVE IN THE AMOUNT OF USD \$0.52 PER SHARE	Management	For
5.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012 AND THE ELECTION OF PRICEWATERHOUSECOOPERS AG AS STATUTORY AUDITOR FOR A ONE-YEAR TERM	Management	For
6.	APPROVAL OF THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE OFFICERS OF THE COMPANY UNDER SWISS LAW FOR FISCAL YEAR 2011	Management	For
7.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain
8.	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE NOBLE CORPORATION 1991 STOCK OPTION AND RESTRICTED STOCK PLAN	Management	For

NOBLE CORPORATION

SECURITY	H5833N103	MEETING TYPE	Annual
TICKER SYMBOL	NE	MEETING DATE	27-Apr-2012
ISIN	CH0033347318	AGENDA	933593611 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	APPROVAL OF REDUCTION OF THE MAXIMUM NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS	Management	For
2.	DIRECTOR 1 JULIE H. EDWARDS 2 DAVID W. WILLIAMS	Management	For For
3.	APPROVAL OF THE 2011 ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR FISCAL YEAR 2011 AND THE STATUTORY FINANCIAL STATEMENTS OF THE COMPANY FOR FISCAL YEAR 2011	Management	For
4.	APPROVAL OF DIVIDEND PAYMENT FUNDED FROM CAPITAL CONTRIBUTION RESERVE IN THE AMOUNT OF USD \$0.52 PER SHARE	Management	For
5.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

FISCAL YEAR 2012 AND THE ELECTION OF
PRICEWATERHOUSECOOPERS AG AS STATUTORY AUDITOR FOR A
ONE-YEAR TERM

6.	APPROVAL OF THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE OFFICERS OF THE COMPANY UNDER SWISS LAW FOR FISCAL YEAR 2011	Management	For
7.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain
8.	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE NOBLE CORPORATION 1991 STOCK OPTION AND RESTRICTED STOCK PLAN	Management	For

ENEL ENTE NAZIONALE PER L'ENERGIA ELETTRICA SPA, R

SECURITY	T3679P115	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	30-Apr-2012
ISIN	IT0003128367	AGENDA	703703276 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
CMMT	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:- https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_121547.pdf	Non-Voting	
O.1	Financial Statements as of December 31, 2011. Reports of the Board of Directors, of the Board of Statutory Auditors and of the External Auditors. Related resolutions. Presentation of the consolidated financial statements for the year ended December 31, 2011	Management	For
O.2	Allocation of the net income of the year	Management	For
O.3	Remuneration report	Management	For
E.1	Harmonization of the Bylaws with the provisions introduced by Law No. 120 of July 12, 2011, concerning the equal right of appointment in managing and supervisory boards of listed companies. Amendment of articles 14 and 25 and introduction of the new article 31 of the Bylaws	Management	For

THE BOEING COMPANY

SECURITY	097023105	MEETING TYPE	Annual
TICKER SYMBOL	BA	MEETING DATE	30-Apr-2012
ISIN	US0970231058	AGENDA	933565977 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A.	ELECTION OF DIRECTOR: DAVID L. CALHOUN	Management	For
1B.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Management	For
1C.	ELECTION OF DIRECTOR: LINDA Z. COOK	Management	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Management	For
1E.	ELECTION OF DIRECTOR: EDMUND P. GIAMBASTIANI, JR.	Management	For
1F.	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	Management	For
1G.	ELECTION OF DIRECTOR: EDWARD M. LIDDY	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Management	For
1I.	ELECTION OF DIRECTOR: SUSAN C. SCHWAB	Management	For
1J.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Management	For
1K.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Management	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2012.	Management	For
4.	REPORT ON POLITICAL AND TRADE ASSOCIATION CONTRIBUTIONS.	Shareholder	Against
5.	ACTION BY WRITTEN CONSENT.	Shareholder	Against
6.	RETENTION OF SIGNIFICANT STOCK BY FORMER EXECUTIVES.	Shareholder	Against
7.	EXTRAORDINARY RETIREMENT BENEFITS.	Shareholder	Against

AMERICAN EXPRESS COMPANY

SECURITY	025816109	MEETING TYPE	Annual
TICKER SYMBOL	AXP	MEETING DATE	30-Apr-2012
ISIN	US0258161092	AGENDA	933566094 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 C. BARSHEFSKY		For
	2 U.M. BURNS		For
	3 K.I. CHENAULT		For
	4 P. CHERNIN		For
	5 T.J. LEONSIS		For
	6 J. LESCHLY		For
	7 R.C. LEVIN		For
	8 R.A. MCGINN		For
	9 E.D. MILLER		For
	10 S.S REINEMUND		For
	11 R.D. WALTER		For
	12 R.A. WILLIAMS		For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
4.	APPROVAL OF PERFORMANCE GOALS AND AWARD LIMITS UNDER 2007 INCENTIVE COMPENSATION PLAN.	Management	For
5.	SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING FOR DIRECTORS.	Shareholder	Against
6.	SHAREHOLDER PROPOSAL RELATING TO SEPARATION OF CHAIRMAN AND CEO ROLES.	Shareholder	Against

ENI S.P.A

SECURITY	26874R108	MEETING TYPE	Annual
TICKER SYMBOL	E	MEETING DATE	30-Apr-2012
ISIN	US26874R1086	AGENDA	933601278 - Management

ITEM	PROPOSAL	TYPE	VOTE

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

O1.	ENI FINANCIAL STATEMENTS AT DECEMBER 31, 2011. RELATED DELIBERATIONS. ENI CONSOLIDATED FINANCIAL STATEMENTS AT DECEMBER 31, 2011. REPORTS OF THE DIRECTORS, OF THE BOARD OF STATUTORY AUDITORS AND OF THE AUDIT FIRM.	Management	For
O2.	ALLOCATION OF NET PROFIT.	Management	For
O3.	REMUNERATION REPORT: POLICY ON REMUNERATION.	Management	For
E1.	AMENDMENTS TO THE BY-LAWS ARTICLES 17 AND 28 AND ADDITION OF THE NEW ARTICLE 34.	Management	For

AGL RESOURCES INC.

SECURITY	001204106	MEETING TYPE	Annual
TICKER SYMBOL	GAS	MEETING DATE	01-May-2012
ISIN	US0012041069	AGENDA	933558819 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR	Management	
	1 SANDRA N. BANE		For
	2 THOMAS D. BELL, JR.		For
	3 NORMAN R. BOBINS		For
	4 CHARLES R. CRISP		For
	5 BRENDA J. GAINES		For
	6 ARTHUR E. JOHNSON		For
	7 WYCK A. KNOX, JR.		For
	8 DENNIS M. LOVE		For
	9 C.H. "PETE" MCTIER		For
	10 DEAN R. O'HARE		For
	11 ARMANDO J. OLIVERA		For
	12 JOHN E. RAN		For
	13 JAMES A. RUBRIGHT		For
	14 JOHN W. SOMERHALDER II		For
	15 BETTINA M. WHYTE		For
	16 HENRY C. WOLF		For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	THE APPROVAL OF A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain

SPECTRA ENERGY CORP

SECURITY	847560109	MEETING TYPE	Annual
TICKER SYMBOL	SE	MEETING DATE	01-May-2012
ISIN	US8475601097	AGENDA	933563947 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR	Management	
	1 WILLIAM T. ESREY		For
	2 GREGORY L. EBEL		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3	AUSTIN A. ADAMS		For
4	JOSEPH ALVARADO		For
5	PAMELA L. CARTER		For
6	F. ANTHONY COMPER		For
7	PETER B. HAMILTON		For
8	DENNIS R. HENDRIX		For
9	MICHAEL MCSHANE		For
10	JOSEPH H. NETHERLAND		For
11	MICHAEL E.J. PHELPS		For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY CORP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For
3.	AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR A MAJORITY VOTE STANDARD IN UNCONTESTED DIRECTOR ELECTIONS.	Management	For
4.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

THE HERSHEY COMPANY

SECURITY 427866108 MEETING TYPE Annual
TICKER SYMBOL HSY MEETING DATE 01-May-2012
ISIN US4278661081 AGENDA 933565105 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR	Management	
	1 P.M. ARWAY		For
	2 J.P. BILBREY		For
	3 R.F. CAVANAUGH		For
	4 C.A. DAVIS		For
	5 R.M. MALCOLM		For
	6 J.M. MEAD		For
	7 J.E. NEVELS		For
	8 A.J. PALMER		For
	9 T.J. RIDGE		For
	10 D.L. SHEDLARZ		For
2.	RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2012.	Management	For
3.	APPROVE, ON A NON-BINDING ADVISORY BASIS, A RESOLUTION APPROVING EXECUTIVE COMPENSATION.	Management	Abstain

PEABODY ENERGY CORPORATION

SECURITY 704549104 MEETING TYPE Annual
TICKER SYMBOL BTU MEETING DATE 01-May-2012
ISIN US7045491047 AGENDA 933567109 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR	Management	
	1 GREGORY H. BOYCE		For
	2 WILLIAM A. COLEY		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3	WILLIAM E. JAMES		For
4	ROBERT B. KARN III		For
5	M. FRANCES KEETH		For
6	HENRY E. LENTZ		For
7	ROBERT A. MALONE		For
8	WILLIAM C. RUSNACK		For
9	JOHN F. TURNER		For
10	SANDRA A. VAN TREASE		For
11	ALAN H. WASHKOWITZ		For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	ADVISORY RESOLUTION TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4.	SHAREHOLDER PROPOSAL REQUESTING PREPARATION OF A REPORT ON LOBBYING ACTIVITIES.	Shareholder	Against

BRISTOL-MYERS SQUIBB COMPANY

SECURITY 110122108 MEETING TYPE Annual
TICKER SYMBOL BMY MEETING DATE 01-May-2012
ISIN US1101221083 AGENDA 933567274 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: L. ANDREOTTI	Management	For
1B.	ELECTION OF DIRECTOR: L.B. CAMPBELL	Management	For
1C.	ELECTION OF DIRECTOR: J.M. CORNELIUS	Management	For
1D.	ELECTION OF DIRECTOR: L.J. FREEH	Management	For
1E.	ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.	Management	For
1F.	ELECTION OF DIRECTOR: M. GROBSTEIN	Management	For
1G.	ELECTION OF DIRECTOR: A.J. LACY	Management	For
1H.	ELECTION OF DIRECTOR: V.L. SATO, PH.D.	Management	For
1I.	ELECTION OF DIRECTOR: E. SIGAL, M.D., PH.D.	Management	For
1J.	ELECTION OF DIRECTOR: G.L. STORCH	Management	For
1K.	ELECTION OF DIRECTOR: T.D. WEST, JR.	Management	For
1L.	ELECTION OF DIRECTOR: R.S. WILLIAMS, M.D.	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Management	Abstain
4.	PROPOSAL ON THE APPROVAL OF THE 2012 STOCK AWARD AND INCENTIVE PLAN	Management	Against
5.	CUMULATIVE VOTING	Shareholder	Against
6.	TRANSPARENCY IN ANIMAL RESEARCH	Shareholder	Against
7.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Against

CINCINNATI BELL INC.

SECURITY 171871403 MEETING TYPE Annual
TICKER SYMBOL CBBPRB MEETING DATE 01-May-2012
ISIN US1718714033 AGENDA 933567402 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: PHILLIP R. COX	Management	For
1B.	ELECTION OF DIRECTOR: BRUCE L. BYRNES	Management	For
1C.	ELECTION OF DIRECTOR: JOHN F. CASSIDY	Management	For
1D.	ELECTION OF DIRECTOR: JAKKI L. HAUSSLER	Management	For
1E.	ELECTION OF DIRECTOR: CRAIG F. MAIER	Management	For
1F.	ELECTION OF DIRECTOR: ALAN R. SCHRIEBER	Management	For
1G.	ELECTION OF DIRECTOR: ALEX SHUMATE	Management	For
1H.	ELECTION OF DIRECTOR: LYNN A. WENTWORTH	Management	For
1I.	ELECTION OF DIRECTOR: GARY J. WOJTASZEK	Management	For
1J.	ELECTION OF DIRECTOR: JOHN M. ZRNO	Management	For
2.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	For
3.	TO REAPPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS OF THE CINCINNATI BELL INC. 2007 LONG TERM INCENTIVE PLAN.	Management	For
4.	TO APPROVE THE AMENDMENT TO THE CINCINNATI BELL INC. 2007 STOCK OPTION PLAN FOR NON-EMPLOYEE DIRECTORS.	Management	For
5.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.	Management	For

GREAT PLAINS ENERGY INCORPORATED

SECURITY	391164100	MEETING TYPE	Annual
TICKER SYMBOL	GXP	MEETING DATE	01-May-2012
ISIN	US3911641005	AGENDA	933568581 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 TERRY BASSHAM		For
	2 DAVID L. BODDE		For
	3 MICHAEL J. CHESSE		For
	4 R.C. FERGUSON, JR.		For
	5 GARY D. FORSEE		For
	6 THOMAS D. HYDE		For
	7 JAMES A. MITCHELL		For
	8 JOHN J. SHERMAN		For
	9 LINDA H. TALBOTT		For
	10 ROBERT H. WEST		For
2.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2012.	Management	For

CONSOL ENERGY INC.

SECURITY	20854P109	MEETING TYPE	Annual
TICKER SYMBOL	CNX	MEETING DATE	01-May-2012
ISIN	US20854P1093	AGENDA	933579356 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR 1 J. BRETT HARVEY 2 PHILIP W. BAXTER 3 JAMES E. ALTMAYER, SR. 4 WILLIAM E. DAVIS 5 RAJ K. GUPTA 6 PATRICIA A. HAMMICK 7 DAVID C. HARDESTY, JR. 8 JOHN T. MILLS 9 WILLIAM P. POWELL 10 JOSEPH T. WILLIAMS	Management	For For For For For For For For For For
2	APPROVAL OF THE AMENDED AND RESTATED CONSOL ENERGY INC. EQUITY INCENTIVE PLAN.	Management	For
3	RATIFICATION OF ANTICIPATED SELECTION OF INDEPENDENT AUDITOR: ERNST & YOUNG LLP.	Management	For
4	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For

SWEDISH MATCH AB, STOCKHOLM

SECURITY W92277115 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 02-May-2012
ISIN SE0000310336 AGENDA 703675491 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting	
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting	
CMMT	PLEASE NOTE THAT NOT ALL SUB CUSTODIANS IN SWEDEN ACCEPT ABSTAIN AS A VALID-VOTE OPTION. THANK YOU	Non-Voting	
1	Opening of the Meeting and election of the Chairman of the Meeting: Claes-Beyer, attorney at law	Non-Voting	
2	Preparation and approval of the voting list	Non-Voting	
3	Election of one or two persons, to verify the Minutes	Non-Voting	
4	Determination of whether the Meeting has been duly convened	Non-Voting	
5	Approval of the Agenda	Non-Voting	
6	Presentation of the Annual Report and the Auditors' Report, the Consolidated-Financial Statements and the Auditors' Report on the Consolidated Financial-Statements for 2011, the Auditors' Statement regarding compliance with the-principles for determination of remuneration to senior executives as	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	well as-the Board of Directors' motion regarding the allocation of profit and-explanatory statements. In connection therewith, the President's address and-the report regarding the work of the Board of Directors and the work and-function of the Audit Committee		
7	Adoption of the Income Statement and Balance Sheet and of the Consolidated-Income Statement and Consolidated Balance Sheet	Non-Voting	
8	Resolution in respect of allocation of the Company's profit in accordance with the adopted Balance Sheet and resolution on record day for dividend	Management	No Action
9	Resolution regarding discharge from liability for the Board members and the President	Management	No Action
10.a	Resolution regarding the reduction of the share capital by way of a recall of repurchased shares, and the transfer of the reduced amount to a fund for use in repurchasing the Company's own shares	Management	No Action
10.b	Resolution regarding a bonus issue	Management	No Action
11	Resolution regarding the authorization of the Board of Directors to decide on the acquisition of shares in the Company	Management	No Action
12	Adoption of principles for determination of remuneration payable to senior executives. In connection therewith the report regarding the work and function of the Compensation Committee	Management	No Action
13	Determination of the number of members of the Board of Directors to be elected by the Meeting: The Board of Directors shall comprise six members elected by the Annual General Meeting and no deputies	Management	No Action
14	Determination of the remuneration to be paid to the Board of Directors	Management	No Action
15	Election of members of the Board, the Chairman of the Board and the Deputy Chairman of the Board: The following Board members are proposed for re-election: Andrew Cripps, Karen Guerra, Conny Karlsson, Robert F. Sharpe, Meg Tiveus and Joakim Westh. Conny Karlsson is proposed to be re-elected as Chairman of the Board and Andrew Cripps is proposed to be re-elected as Deputy Chairman of the Board	Management	No Action
16	Determination of the number of Auditors: The Nominating Committee proposes the number of auditors shall be one with no deputy auditor	Management	No Action
17	Determination of the remuneration to be paid to the Auditors	Management	No Action
18	Election of Auditors: The Nominating Committee proposes re-election of the accounting firm KPMG AB, for the period as of the end of the Annual General Meeting 2012 until the end of the Annual General Meeting 2013	Management	No Action
19	Resolution regarding amendments to the Articles of Association	Management	No Action
	PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION IN THE TEXT OF THE RES-OLUTION 2 and 13.IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN-THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK Y-OU.	Non-Voting	

TECO ENERGY, INC.

SECURITY	872375100	MEETING TYPE	Annual
TICKER SYMBOL	TE	MEETING DATE	02-May-2012
ISIN	US8723751009	AGENDA	933557285 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1.1	ELECTION OF DIRECTOR: DUBOSE AUSLEY	Management	For
1.2	ELECTION OF DIRECTOR: EVELYN V. FOLLIT	Management	For
1.3	ELECTION OF DIRECTOR: SHERRILL W. HUDSON	Management	For
1.4	ELECTION OF DIRECTOR: JOSEPH P. LACHER	Management	For
1.5	ELECTION OF DIRECTOR: LORETTA A. PENN	Management	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2012.	Management	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
4.	AMENDMENT AND RESTATEMENT OF THE COMPANY'S ARTICLES OF INCORPORATION.	Management	For
5.	AMENDMENT OF THE COMPANY'S EQUAL EMPLOYMENT OPPORTUNITY POLICY.	Shareholder	Against

CIRCOR INTERNATIONAL, INC.

SECURITY 17273K109 MEETING TYPE Annual
TICKER SYMBOL CIR MEETING DATE 02-May-2012
ISIN US17273K1097 AGENDA 933566549 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR 1 DAVID F. DIETZ 2 DOUGLAS M. HAYES 3 THOMAS E. NAUGLE	Management	For For For
2	TO RATIFY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTOR'S SELECTION OF GRANT THORNTON LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3	TO CONSIDER AN ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain

PEPSICO, INC.

SECURITY 713448108 MEETING TYPE Annual
TICKER SYMBOL PEP MEETING DATE 02-May-2012
ISIN US7134481081 AGENDA 933566842 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: S.L. BROWN	Management	For
1B.	ELECTION OF DIRECTOR: I.M. COOK	Management	For
1C.	ELECTION OF DIRECTOR: D. DUBLON	Management	For
1D.	ELECTION OF DIRECTOR: V.J. DZAU	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: R.L. HUNT	Management	For
1F.	ELECTION OF DIRECTOR: A. IBARGUEN	Management	For
1G.	ELECTION OF DIRECTOR: I.K. NOOYI	Management	For
1H.	ELECTION OF DIRECTOR: S.P. ROCKEFELLER	Management	For
1I.	ELECTION OF DIRECTOR: J.J. SCHIRO	Management	For
1J.	ELECTION OF DIRECTOR: L.G. TROTTER	Management	For
1K.	ELECTION OF DIRECTOR: D. VASELLA	Management	For
1L.	ELECTION OF DIRECTOR: A. WEISSER	Management	For
2.	RATIFY THE APPOINTMENT KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2012.	Management	For
3.	APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION.	Management	Abstain
4.	RE-APPROVAL OF THE PERFORMANCE MEASURES UNDER OUR 2007 LONG-TERM INCENTIVE PLAN.	Management	For
5.	SHAREHOLDER PROPOSAL - LOBBYING PRACTICES REPORT.	Shareholder	Against
6.	SHAREHOLDER PROPOSAL - FORMATION OF RISK OVERSIGHT COMMITTEE.	Shareholder	Against
7.	SHAREHOLDER PROPOSAL - CHAIRMAN OF THE BOARD SHALL BE AN INDEPENDENT DIRECTOR.	Shareholder	Against

DISH NETWORK CORPORATION

SECURITY	25470M109	MEETING TYPE	Annual
TICKER SYMBOL	DISH	MEETING DATE	02-May-2012
ISIN	US25470M1099	AGENDA	933569331 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 JOSEPH P. CLAYTON		For
	2 JAMES DEFRANCO		For
	3 CANTEY M. ERGEN		For
	4 CHARLES W. ERGEN		For
	5 STEVEN R. GOODBARN		For
	6 GARY S. HOWARD		For
	7 DAVID K. MOSKOWITZ		For
	8 TOM A. ORTOLF		For
	9 CARL E. VOGEL		For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING OR ANY ADJOURNMENT THEREOF.	Management	For

HESS CORPORATION

SECURITY	42809H107	MEETING TYPE	Annual
TICKER SYMBOL	HES	MEETING DATE	02-May-2012
ISIN	US42809H1077	AGENDA	933570699 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.1	ELECTION OF DIRECTOR: J.B. HESS	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.2	ELECTION OF DIRECTOR: S.W. BODMAN	Management	For
1.3	ELECTION OF DIRECTOR: R. LAVIZZO MOUREY	Management	For
1.4	ELECTION OF DIRECTOR: C.G. MATTHEWS	Management	For
1.5	ELECTION OF DIRECTOR: E.H. VON METZSCH	Management	For
2.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
4.	APPROVAL OF AN AMENDMENT TO THE 2008 LONG-TERM INCENTIVE PLAN.	Management	For
5.	STOCKHOLDER PROPOSAL RECOMMENDING THAT THE BOARD OF DIRECTORS TAKE ACTION TO DECLASSIFY THE BOARD.	Shareholder	For

LUFKIN INDUSTRIES, INC.

SECURITY	549764108	MEETING TYPE	Annual
TICKER SYMBOL	LUFK	MEETING DATE	02-May-2012
ISIN	US5497641085	AGENDA	933584357 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 D.V. SMITH 2 J.F. ANDERSON 3 R.R. STEWART	Management	For For For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For
3.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	Abstain
4.	APPROVE AND ADOPT AN AMENDMENT OF THE COMPANY'S FOURTH RESTATED ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 60,000,000 TO 120,000,000.	Management	For
5.	APPROVE AND ADOPT AN AMENDMENT AND RESTATEMENT OF THE COMPANY'S FOURTH RESTATED ARTICLES OF INCORPORATION.	Management	For

THOMAS & BETTS CORPORATION

SECURITY	884315102	MEETING TYPE	Special
TICKER SYMBOL	TNB	MEETING DATE	02-May-2012
ISIN	US8843151023	AGENDA	933590766 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	TO APPROVE THE AGREEMENT AND PLAN OF MERGER DATED AS OF JANUARY 29, 2012 AMONG THOMAS & BETTS CORPORATION, ABB LTD AND EDISON ACQUISITION CORPORATION, AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For
2.	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF SHAREHOLDERS IF NECESSARY OR APPROPRIATE, IN THE VIEW OF THE BOARD OF DIRECTORS, TO SOLICIT ADDITIONAL PROXIES IN	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

FAVOR OF PROPOSAL 1 IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO APPROVE PROPOSAL 1.

3. TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION TO BE PAID BY THOMAS & BETTS CORPORATION TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. Management For

TENARIS, S.A.

SECURITY	88031M109	MEETING TYPE	Annual
TICKER SYMBOL	TS	MEETING DATE	02-May-2012
ISIN	US88031M1099	AGENDA	933608436 - Management

ITEM	PROPOSAL	TYPE	VOTE
A1	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2011, AND ON THE ANNUAL ACCOUNTS AS AT DECEMBER 31, 2011, AND OF THE INDEPENDENT AUDITORS' REPORTS ON SUCH CONSOLIDATED FINANCIAL STATEMENTS AND ANNUAL ACCOUNTS.	Management	For
A2	APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2011.	Management	For
A3	APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS AT DECEMBER 31, 2011.	Management	For
A4	ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2011.	Management	For
A5	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED DECEMBER 31, 2011.	Management	For
A6	ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS.	Management	For
A7	COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS.	Management	For
A8	APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012, AND APPROVAL OF THEIR FEES.	Management	For
A9	AUTHORIZATION TO THE BOARD OF DIRECTORS TO CAUSE THE DISTRIBUTION OF ALL SHAREHOLDER COMMUNICATIONS, INCLUDING ITS SHAREHOLDER MEETING AND PROXY MATERIALS AND ANNUAL REPORTS TO SHAREHOLDERS, BY SUCH ELECTRONIC MEANS AS IS PERMITTED BY ANY APPLICABLE LAWS OR REGULATIONS.	Management	For
E1	DECISION ON THE RENEWAL OF THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND RELATED AUTHORIZATIONS AND WAIVERS.	Management	For
E2	THE AMENDMENT OF ARTICLE 10 "MINUTES OF THE BOARD" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E3	THE AMENDMENT OF ARTICLE 11 "POWERS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E4	THE AMENDMENT OF ARTICLE 13 "AUDITORS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E5	THE AMENDMENT OF ARTICLE 15 "DATE AND PLACE" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E6	THE AMENDMENT OF ARTICLE 16 "NOTICES OF MEETING" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E7	THE AMENDMENT OF ARTICLE 17 "ADMISSION" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

E8	THE AMENDMENT OF ARTICLE 19 "VOTE AND MINUTES" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E9	THE AMENDMENT OF TITLE V "FINANCIAL YEAR, DISTRIBUTION OF PROFITS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E10	THE AMENDMENT OF ARTICLE 20 "FINANCIAL YEAR" TO REPLACE THE LAST PARAGRAPH.	Management	For
E11	THE AMENDMENT OF ARTICLE 21 "DISTRIBUTION OF PROFITS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For

TENARIS, S.A.

SECURITY	88031M109	MEETING TYPE	Annual
TICKER SYMBOL	TS	MEETING DATE	02-May-2012
ISIN	US88031M1099	AGENDA	933616003 - Management

ITEM	PROPOSAL	TYPE	VOTE
A1	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2011, AND ON THE ANNUAL ACCOUNTS AS AT DECEMBER 31, 2011, AND OF THE INDEPENDENT AUDITORS' REPORTS ON SUCH CONSOLIDATED FINANCIAL STATEMENTS AND ANNUAL ACCOUNTS.	Management	For
A2	APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2011.	Management	For
A3	APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS AT DECEMBER 31, 2011.	Management	For
A4	ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2011.	Management	For
A5	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED DECEMBER 31, 2011.	Management	For
A6	ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS.	Management	For
A7	COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS.	Management	For
A8	APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012, AND APPROVAL OF THEIR FEES.	Management	For
A9	AUTHORIZATION TO THE BOARD OF DIRECTORS TO CAUSE THE DISTRIBUTION OF ALL SHAREHOLDER COMMUNICATIONS, INCLUDING ITS SHAREHOLDER MEETING AND PROXY MATERIALS AND ANNUAL REPORTS TO SHAREHOLDERS, BY SUCH ELECTRONIC MEANS AS IS PERMITTED BY ANY APPLICABLE LAWS OR REGULATIONS.	Management	For
E1	DECISION ON THE RENEWAL OF THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND RELATED AUTHORIZATIONS AND WAIVERS.	Management	For
E2	THE AMENDMENT OF ARTICLE 10 "MINUTES OF THE BOARD" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E3	THE AMENDMENT OF ARTICLE 11 "POWERS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E4	THE AMENDMENT OF ARTICLE 13 "AUDITORS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E5	THE AMENDMENT OF ARTICLE 15 "DATE AND PLACE" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E6	THE AMENDMENT OF ARTICLE 16 "NOTICES OF MEETING" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

E7	THE AMENDMENT OF ARTICLE 17 "ADMISSION" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E8	THE AMENDMENT OF ARTICLE 19 "VOTE AND MINUTES" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E9	THE AMENDMENT OF TITLE V "FINANCIAL YEAR, DISTRIBUTION OF PROFITS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For
E10	THE AMENDMENT OF ARTICLE 20 "FINANCIAL YEAR" TO REPLACE THE LAST PARAGRAPH.	Management	For
E11	THE AMENDMENT OF ARTICLE 21 "DISTRIBUTION OF PROFITS" OF THE COMPANY'S ARTICLES OF ASSOCIATION.	Management	For

KIMBERLY-CLARK CORPORATION

SECURITY	494368103	MEETING TYPE	Annual
TICKER SYMBOL	KMB	MEETING DATE	03-May-2012
ISIN	US4943681035	AGENDA	933559657 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: JOHN R. ALM	Management	For
1B.	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Management	For
1C.	ELECTION OF DIRECTOR: ABELARDO E. BRU	Management	For
1D.	ELECTION OF DIRECTOR: ROBERT W. DECHERD	Management	For
1E.	ELECTION OF DIRECTOR: THOMAS J. FALK	Management	For
1F.	ELECTION OF DIRECTOR: FABIAN T. GARCIA	Management	For
1G.	ELECTION OF DIRECTOR: MAE C. JEMISON, M.D.	Management	For
1H.	ELECTION OF DIRECTOR: JAMES M. JENNESS	Management	For
1I.	ELECTION OF DIRECTOR: NANCY J. KARCH	Management	For
1J.	ELECTION OF DIRECTOR: IAN C. READ	Management	For
1K.	ELECTION OF DIRECTOR: LINDA JOHNSON RICE	Management	For
1L.	ELECTION OF DIRECTOR: MARC J. SHAPIRO	Management	For
2.	RATIFICATION OF AUDITORS	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain

VERIZON COMMUNICATIONS INC.

SECURITY	92343V104	MEETING TYPE	Annual
TICKER SYMBOL	VZ	MEETING DATE	03-May-2012
ISIN	US92343V1044	AGENDA	933561739 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: RICHARD L. CARRION	Management	For
1B.	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Management	For
1C.	ELECTION OF DIRECTOR: M. FRANCES KEETH	Management	For
1D.	ELECTION OF DIRECTOR: ROBERT W. LANE	Management	For
1E.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Management	For
1F.	ELECTION OF DIRECTOR: SANDRA O. MOOSE	Management	For
1G.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Management	For
1H.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Management	For
1I.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1J.	ELECTION OF DIRECTOR: HUGH B. PRICE	Management	For
1K.	ELECTION OF DIRECTOR: RODNEY E. SLATER	Management	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
4.	DISCLOSURE OF PRIOR GOVERNMENT SERVICE	Shareholder	Against
5.	DISCLOSURE OF LOBBYING ACTIVITIES	Shareholder	Against
6.	VESTING OF PERFORMANCE STOCK UNITS	Shareholder	Against
7.	SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING	Shareholder	Against
8.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Against
9.	NETWORK NEUTRALITY FOR WIRELESS BROADBAND	Shareholder	Against

DIRECTV

SECURITY	25490A101	MEETING TYPE	Annual
TICKER SYMBOL	DTV	MEETING DATE	03-May-2012
ISIN	US25490A1016	AGENDA	933563769 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: RALPH BOYD, JR.	Management	For
1B.	ELECTION OF DIRECTOR: DAVID DILLON	Management	For
1C.	ELECTION OF DIRECTOR: SAMUEL DIPIAZZA, JR.	Management	For
1D.	ELECTION OF DIRECTOR: DIXON DOLL	Management	For
1E.	ELECTION OF DIRECTOR: PETER LUND	Management	For
1F.	ELECTION OF DIRECTOR: NANCY NEWCOMB	Management	For
1G.	ELECTION OF DIRECTOR: LORRIE NORRINGTON	Management	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR DIRECTV FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	TO AMEND THE SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DIRECTV TO MAKE CERTAIN CHANGES REGARDING THE CAPITAL STOCK OF THE COMPANY, INCLUDING THE RECLASSIFICATION OF CLASS A AND CLASS B COMMON STOCK AND THE INCREASE OF AUTHORIZED SHARES OF COMMON STOCK FROM 3,947,000,000 TO 3,950,000,000.	Management	For
4.	AN ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVES.	Management	Abstain
5.	SHAREHOLDER PROPOSAL TO ADOPT A POLICY THAT THERE WOULD BE NO ACCELERATION OF PERFORMANCE BASE EQUITY AWARDS UPON A CHANGE IN CONTROL.	Shareholder	Against

DUKE ENERGY CORPORATION

SECURITY	26441C105	MEETING TYPE	Annual
TICKER SYMBOL	DUK	MEETING DATE	03-May-2012
ISIN	US26441C1053	AGENDA	933564901 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 WILLIAM BARNET, III	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2	G. ALEX BERNHARDT, SR.		For
3	MICHAEL G. BROWNING		For
4	DANIEL R. DIMICCO		For
5	JOHN H. FORSGREN		For
6	ANN MAYNARD GRAY		For
7	JAMES H. HANCE, JR.		For
8	E. JAMES REINSCH		For
9	JAMES T. RHODES		For
10	JAMES E. ROGERS		For
11	PHILIP R. SHARP		For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY CORPORATION'S INDEPENDENT PUBLIC ACCOUNTANT FOR 2012	Management	For
3.	ADVISORY VOTE TO APPROVE DUKE ENERGY CORPORATION'S NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain
4.	AMENDMENT OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DUKE ENERGY CORPORATION	Management	For
5.	SHAREHOLDER PROPOSAL REGARDING THE ISSUANCE OF A REPORT ON THE FINANCIAL RISKS OF CONTINUED RELIANCE ON COAL	Shareholder	Against
6.	SHAREHOLDER PROPOSAL REGARDING AN AMENDMENT TO OUR ORGANIZATIONAL DOCUMENTS TO REQUIRE MAJORITY VOTING FOR THE ELECTION OF DIRECTORS	Shareholder	Against

SUNOCO, INC.

SECURITY 86764P109 MEETING TYPE Annual
TICKER SYMBOL SUN MEETING DATE 03-May-2012
ISIN US86764P1093 AGENDA 933564999 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1	DIRECTOR	Management	
1	I.C. BRITT		For
2	C.C. CASCIATO		For
3	W.H. EASTER, III		For
4	G.W. EDWARDS		For
5	U.O. FAIRBAIRN		For
6	J.P. JONES, III		For
7	J.G. KAISER		For
8	B.P. MACDONALD		For
9	J.K. WULFF		For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2012.	Management	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4	SHAREHOLDER PROPOSAL REGARDING EQUITY AWARDS, IF SUCH PROPOSAL IS PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against

ST. JUDE MEDICAL, INC.

SECURITY 790849103 MEETING TYPE Annual
TICKER SYMBOL STJ MEETING DATE 03-May-2012
ISIN US7908491035 AGENDA 933566854 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: JOHN W. BROWN	Management	For
1B	ELECTION OF DIRECTOR: DANIEL J. STARKS	Management	For
2	TO APPROVE AMENDMENTS TO THE 2007 EMPLOYEE STOCK PURCHASE PLAN.	Management	For
3	TO APPROVE AMENDMENTS TO OUR ARTICLES OF INCORPORATION AND BYLAWS TO DECLASSIFY OUR BOARD OF DIRECTORS.	Management	For
4	ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
5	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

ECHOSTAR CORPORATION

SECURITY 278768106 MEETING TYPE Annual
TICKER SYMBOL SATS MEETING DATE 03-May-2012
ISIN US2787681061 AGENDA 933570625 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 R. STANTON DODGE		For
	2 MICHAEL T. DUGAN		For
	3 CHARLES W. ERGEN		For
	4 ANTHONY M. FEDERICO		For
	5 PRADMAN P. KAUL		For
	6 TOM A. ORTOLF		For
	7 C. MICHAEL SCHROEDER		For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING OR ANY ADJOURNMENT THEREOF.	Management	For

WISCONSIN ENERGY CORPORATION

SECURITY 976657106 MEETING TYPE Annual
TICKER SYMBOL WEC MEETING DATE 03-May-2012
ISIN US9766571064 AGENDA 933573102 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 JOHN F. BERGSTROM		For
	2 BARBARA L. BOWLES		For
	3 PATRICIA W. CHADWICK		For
	4 ROBERT A. CORNOG		For
	5 CURT S. CULVER		For
	6 THOMAS J. FISCHER		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	7	GALE E. KLAPPA		For
	8	ULICE PAYNE, JR.		For
	9	MARY ELLEN STANEK		For
2.		APPROVAL OF AMENDMENTS TO WISCONSIN ENERGY CORPORATION'S RESTATED ARTICLES OF INCORPORATION TO IMPLEMENT A MAJORITY VOTING STANDARD FOR THE ELECTION OF DIRECTORS IN NON-CONTESTED ELECTIONS.	Management	For
3.		APPROVAL OF AMENDMENTS TO WISCONSIN ENERGY CORPORATION'S BYLAWS TO IMPLEMENT A MAJORITY VOTING STANDARD FOR THE ELECTION OF DIRECTORS IN NON-CONTESTED ELECTIONS.	Management	For
4.		RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2012.	Management	For
5.		ADVISORY VOTE TO APPROVE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain

BCE INC.

SECURITY 05534B760 MEETING TYPE Annual
TICKER SYMBOL BCE MEETING DATE 03-May-2012
ISIN CA05534B7604 AGENDA 933575841 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
01	DIRECTOR	Management	
	1 B.K. ALLEN		For
	2 A. BERARD		For
	3 R.A. BRENNEMAN		For
	4 S. BROCHU		For
	5 R.E. BROWN		For
	6 G.A. COPE		For
	7 A.S. FELL		For
	8 E.C. LUMLEY		For
	9 T.C. O'NEILL		For
	10 J. PRENTICE		For
	11 R.C. SIMMONDS		For
	12 C. TAYLOR		For
	13 P.R. WEISS		For
02	APPOINTMENT OF DELOITTE & TOUCHE LLP AS AUDITORS.	Management	For
03	RESOLVED, ON AN ADVISORY BASIS AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS, THAT THE SHAREHOLDERS ACCEPT THE APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN THE 2012 MANAGEMENT PROXY CIRCULAR DATED MARCH 8, 2012 DELIVERED IN ADVANCE OF THE 2012 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF BCE.	Management	For
4A	STOCK OPTIONS AND PERFORMANCE OF EXECUTIVE OFFICERS.	Shareholder	Against
4B	PERFORMANCE-BASED COMPENSATION DISCLOSURE.	Shareholder	Against
4C	FEES OF COMPENSATION ADVISORS DISCLOSURE.	Shareholder	Against
4D	RISK MANAGEMENT COMMITTEE.	Shareholder	Against

SCANA CORPORATION

SECURITY 80589M102 MEETING TYPE Annual
TICKER SYMBOL SCG MEETING DATE 03-May-2012
ISIN US80589M1027 AGENDA 933578544 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 JAMES A. BENNETT 2 LYNNE M. MILLER 3 JAMES W. ROQUEMORE 4 MACEO K. SLOAN	Management	For For For For
2.	APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	SHAREHOLDER PROPOSAL REGARDING REPEAL OF THE CLASSIFICATION OF THE BOARD OF DIRECTORS.	Shareholder	Against

MUELLER INDUSTRIES, INC.

SECURITY 624756102 MEETING TYPE Annual
TICKER SYMBOL MLI MEETING DATE 03-May-2012
ISIN US6247561029 AGENDA 933579229 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 IAN M. CUMMING 2 ALEXANDER P. FEDERBUSH 3 PAUL J. FLAHERTY 4 GENNARO J. FULVIO 5 GARY S. GLADSTEIN 6 SCOTT J. GOLDMAN 7 TERRY HERMANSON 8 JOSEPH S. STEINBERG 9 GREGORY L. CHRISTOPHER	Management	For For For For For For For For For
2.	APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY.	Management	For
3.	TO APPROVE, ON AN ADVISORY BASIS BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	Abstain

KANSAS CITY SOUTHERN

SECURITY 485170302 MEETING TYPE Annual
TICKER SYMBOL KSU MEETING DATE 03-May-2012
ISIN US4851703029 AGENDA 933580943 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 LU M. CORDOVA 2 MICHAEL R. HAVERTY 3 THOMAS A. MCDONNELL	Management	For For For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	FOR 2012.		
3A.	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION - ELIMINATION OF CERTAIN SUPERMAJORITY VOTING REQUIREMENTS.	Management	For
3B.	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION - ELIMINATION OF CUMULATIVE VOTING.	Management	Against
3C.	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION - TECHNICAL AND CONFORMING CHANGES.	Management	For
4.	ADVISORY (NON-BINDING) VOTE APPROVING THE 2011 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
5.	CONSIDER AND ACT ON A STOCKHOLDER PROPOSAL REGARDING ADOPTING SIMPLE MAJORITY VOTING.	Shareholder	Against

AVON PRODUCTS, INC.

SECURITY	054303102	MEETING TYPE	Annual
TICKER SYMBOL	AVP	MEETING DATE	03-May-2012
ISIN	US0543031027	AGENDA	933593786 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 DOUGLAS R. CONANT		For
	2 W. DON CORNWELL		For
	3 V. ANN HAILEY		For
	4 FRED HASSAN		For
	5 ANDREA JUNG		For
	6 MARIA ELENA LAGOMASINO		For
	7 ANN S. MOORE		For
	8 GARY M. RODKIN		For
	9 PAULA STERN		For
	10 LAWRENCE A. WEINBACH		For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

ROLLS-ROYCE HOLDINGS PLC, LONDON

SECURITY	G76225104	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	04-May-2012
ISIN	GB00B63H8491	AGENDA	703673396 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	To receive the Directors' report and the financial statements for the year ended December 31, 2011	Management	For
2	To approve the Directors' remuneration report for the year ended December 31, 2011	Management	For
3	To elect Lewis Booth as a director of the Company	Management	For
4	To elect Sir Frank Chapman as a director of the Company	Management	For
5	To elect Mark Morris as a director of the Company	Management	For
6	To re-elect Sir Simon Robertson as a director of the	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Company		
7	To re-elect John Rishton as a director of the Company	Management	For
8	To re-elect Dame Helen Alexander as a director of the Company	Management	For
9	To re-elect Peter Byrom as a director of the Company	Management	For
10	To re-elect Iain Conn as a director of the Company	Management	For
11	To re-elect James Guyette as a director of the Company	Management	For
12	To re-elect John McAdam as a director of the Company	Management	For
13	To re-elect John Neill CBE as a director of the Company	Management	For
14	To re-elect Colin Smith as a director of the Company	Management	For
15	To re-elect Ian Strachan as a director of the Company	Management	For
16	To re-elect Mike Terrett as a director of the Company	Management	For
17	To reappoint the auditors: KPMG Audit Plc	Management	For
18	To authorise the directors to determine the auditor's remuneration	Management	For
19	To authorise payment to shareholders	Management	For
20	To authorise political donations and political expenditure	Management	For
21	To authorise the directors to allot shares (s.551)	Management	For
22	To disapply pre-emption rights (s.561)	Management	Against
23	To authorise the Company to purchase its own ordinary shares	Management	For

ALCOA INC.

SECURITY 013817101 MEETING TYPE Annual
TICKER SYMBOL AA MEETING DATE 04-May-2012
ISIN US0138171014 AGENDA 933562298 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: KATHRYN S. FULLER	Management	For
1B	ELECTION OF DIRECTOR: JUDITH M. GUERON	Management	For
1C	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For
1D	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Management	For
02	RATIFY THE INDEPENDENT AUDITOR	Management	For
03	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	Management	Abstain
04	ELIMINATE SUPER-MAJORITY VOTING REQUIREMENT IN THE ARTICLES OF INCORPORATION - ARTICLE SEVENTH (FAIR PRICE PROTECTION)	Management	For
05	ELIMINATE SUPER-MAJORITY VOTING REQUIREMENT IN THE ARTICLES OF INCORPORATION - ARTICLE EIGHTH (DIRECTOR ELECTIONS)	Management	For
06	ELIMINATE SUPER-MAJORITY VOTING REQUIREMENT IN THE ARTICLES OF INCORPORATION - ARTICLE EIGHTH (REMOVAL OF DIRECTORS)	Management	For
07	PHASE OUT THE CLASSIFIED BOARD BY APPROVING AMENDMENTS TO THE ARTICLES OF INCORPORATION	Management	For
08	PERMIT SHAREHOLDER ACTION BY WRITTEN CONSENT BY APPROVING AMENDMENTS TO THE ARTICLES OF INCORPORATION AND BY-LAWS	Management	For

UNISOURCE ENERGY CORPORATION

SECURITY 909205106 MEETING TYPE Annual
TICKER SYMBOL UNS MEETING DATE 04-May-2012

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN US9092051062 AGENDA 933569343 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR	Management	
	1 PAUL J. BONAVIA		For
	2 LAWRENCE J. ALDRICH		For
	3 BARBARA M. BAUMANN		For
	4 LARRY W. BICKLE		For
	5 HAROLD W. BURLINGAME		For
	6 ROBERT A. ELLIOTT		For
	7 DANIEL W.L. FESSLER		For
	8 LOUISE L. FRANCESCONI		For
	9 WARREN Y. JOBE		For
	10 RAMIRO G. PERU		For
	11 GREGORY A. PIVIROTTO		For
	12 JOAQUIN RUIZ		For
2	RATIFICATION OF SELECTION OF INDEPENDENT AUDITOR, PRICEWATERHOUSECOOPERS, LLP, FOR THE FISCAL YEAR 2012.	Management	For
3	APPROVAL OF AN AMENDMENT TO ARTICLE I OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF UNISOURCE ENERGY CORPORATION TO CHANGE THE COMPANY'S NAME TO UNS ENERGY CORPORATION.	Management	For
4	ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

THE BRINK'S COMPANY

SECURITY 109696104 MEETING TYPE Annual
 TICKER SYMBOL BCO MEETING DATE 04-May-2012
 ISIN US1096961040 AGENDA 933570310 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 REGINALD D. HEDGEBETH*		For
	2 BETTY C. ALEWINE#		For
	3 MICHAEL J. HERLING#		For
	4 THOMAS C. SCHIEVELBEIN#		For
2.	APPROVE A NON-BINDING ADVISORY RESOLUTION RELATING TO NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For
3.	APPROVE THE AUDIT AND ETHICS COMMITTEE'S SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT THE ACCOUNTS OF THE COMPANY AND ITS SUBSIDIARIES FOR 2012.	Management	For

OCCIDENTAL PETROLEUM CORPORATION

SECURITY 674599105 MEETING TYPE Annual
 TICKER SYMBOL OXY MEETING DATE 04-May-2012
 ISIN US6745991058 AGENDA 933577768 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: SPENCER ABRAHAM	Management	For
1B.	ELECTION OF DIRECTOR: HOWARD I. ATKINS	Management	For
1C.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Management	For
1D.	ELECTION OF DIRECTOR: EDWARD P. DJEREJIAN	Management	For
1E.	ELECTION OF DIRECTOR: JOHN E. FEICK	Management	For
1F.	ELECTION OF DIRECTOR: MARGARET M. FORAN	Management	For
1G.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	For
1H.	ELECTION OF DIRECTOR: RAY R. IRANI	Management	For
1I.	ELECTION OF DIRECTOR: AVEDICK B. POLADIAN	Management	For
1J.	ELECTION OF DIRECTOR: AZIZ D. SYRIANI	Management	For
1K.	ELECTION OF DIRECTOR: ROSEMARY TOMICH	Management	For
2.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION.	Management	Abstain
3.	RATIFICATION OF SELECTION OF KPMG AS INDEPENDENT AUDITORS.	Management	For
4.	REQUIRED NOMINATION OF DIRECTOR WITH ENVIRONMENTAL EXPERTISE.	Shareholder	Against

OCEANEERING INTERNATIONAL, INC.

SECURITY 675232102 MEETING TYPE Annual
TICKER SYMBOL OII MEETING DATE 04-May-2012
ISIN US6752321025 AGENDA 933579469 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 JEROLD J. DESROCHE 2 JOHN R. HUFF 3 M. KEVIN MCEVOY	Management	For For For
2.	ADVISORY VOTE ON A RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

MEAD JOHNSON NUTRITION COMPANY

SECURITY 582839106 MEETING TYPE Annual
TICKER SYMBOL MJN MEETING DATE 04-May-2012
ISIN US5828391061 AGENDA 933580359 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: STEPHEN W. GOLSBY	Management	For
1B.	ELECTION OF DIRECTOR: DR. STEVEN M. ALTSCHULER	Management	For
1C.	ELECTION OF DIRECTOR: HOWARD B. BERNICK	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1D.	ELECTION OF DIRECTOR: KIMBERLY A. CASIANO	Management	For
1E.	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For
1F.	ELECTION OF DIRECTOR: DR. CELESTE A. CLARK	Management	For
1G.	ELECTION OF DIRECTOR: JAMES M. CORNELIUS	Management	For
1H.	ELECTION OF DIRECTOR: PETER G. RATCLIFFE	Management	For
1I.	ELECTION OF DIRECTOR: DR. ELLIOTT SIGAL	Management	For
1J.	ELECTION OF DIRECTOR: ROBERT S. SINGER	Management	For
2.	ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain
3.	THE RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Management	For

THE YORK WATER COMPANY

SECURITY	987184108	MEETING TYPE	Annual
TICKER SYMBOL	YORW	MEETING DATE	07-May-2012
ISIN	US9871841089	AGENDA	933556904 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 MICHAEL W. GANG, ESQ.		For
	2 JEFFREY R. HINES, P.E.		For
	3 GEORGE W. HODGES		For
	4 GEORGE HAY KAIN III		For
2.	APPOINT PARENTEBEARD LLC AS AUDITORS TO RATIFY THE APPOINTMENT OF PARENTEBEARD LLC AS AUDITORS.	Management	For

AFLAC INCORPORATED

SECURITY	001055102	MEETING TYPE	Annual
TICKER SYMBOL	AFL	MEETING DATE	07-May-2012
ISIN	US0010551028	AGENDA	933570358 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: DANIEL P. AMOS	Management	For
1B.	ELECTION OF DIRECTOR: JOHN SHELBY AMOS II	Management	For
1C.	ELECTION OF DIRECTOR: PAUL S. AMOS II	Management	For
1D.	ELECTION OF DIRECTOR: KRISS CLONINGER III	Management	For
1E.	ELECTION OF DIRECTOR: ELIZABETH J. HUDSON	Management	For
1F.	ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON	Management	For
1G.	ELECTION OF DIRECTOR: ROBERT B. JOHNSON	Management	For
1H.	ELECTION OF DIRECTOR: CHARLES B. KNAPP	Management	For
1I.	ELECTION OF DIRECTOR: E. STEPHEN PURDOM, M.D.	Management	For
1J.	ELECTION OF DIRECTOR: BARBARA K. RIMMER, DRPH	Management	For
1K.	ELECTION OF DIRECTOR: MARVIN R. SCHUSTER	Management	For
1L.	ELECTION OF DIRECTOR: MELVIN T. STITH	Management	For
1M.	ELECTION OF DIRECTOR: DAVID GARY THOMPSON	Management	For
1N.	ELECTION OF DIRECTOR: TAKURO YOSHIDA	Management	For
2.	TO CONSIDER THE FOLLOWING NON-BINDING ADVISORY PROPOSAL: "RESOLVED, THAT THE SHAREHOLDERS APPROVE THE	Management	Abstain

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE COMPENSATION DISCUSSION AND ANALYSIS, EXECUTIVE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCLOSURE IN THE PROXY STATEMENT.

3.	TO CONSIDER AND ADOPT AN AMENDED AND RESTATED 2004 AFLAC INCORPORATED LONG-TERM INCENTIVE PLAN ("LTIP"), WITH NO ADDITIONAL SHARES AUTHORIZED UNDER THE LTIP.	Management	For
4.	TO CONSIDER AND ADOPT AN AMENDED AND RESTATED 2013 MANAGEMENT INCENTIVE PLAN.	Management	For
5.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

INTERNATIONAL PAPER COMPANY

SECURITY	460146103	MEETING TYPE	Annual
TICKER SYMBOL	IP	MEETING DATE	07-May-2012
ISIN	US4601461035	AGENDA	933591667 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF DIRECTOR: DAVID J. BRONCZEK	Management	For
1B	ELECTION OF DIRECTOR: AHMET C. DORDUNCU	Management	For
1C	ELECTION OF DIRECTOR: JOHN V. FARACI	Management	For
1D	ELECTION OF DIRECTOR: STACEY J. MOBLEY	Management	For
1E	ELECTION OF DIRECTOR: JOAN E. SPERO	Management	For
1F	ELECTION OF DIRECTOR: JOHN L. TOWNSEND, III	Management	For
1G	ELECTION OF DIRECTOR: JOHN F. TURNER	Management	For
1H	ELECTION OF DIRECTOR: WILLIAM G. WALTER	Management	For
1I	ELECTION OF DIRECTOR: J. STEVEN WHISLER	Management	For
2	RATIFICATION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Management	For
3	APPROVAL OF THE NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain
4	SHAREOWNER PROPOSAL CONCERNING SHAREOWNER ACTION BY WRITTEN CONSENT	Shareholder	Against

ALLETE, INC.

SECURITY	018522300	MEETING TYPE	Annual
TICKER SYMBOL	ALE	MEETING DATE	08-May-2012
ISIN	US0185223007	AGENDA	933567135 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: KATHLEEN A. BREKKEN	Management	For
1B.	ELECTION OF DIRECTOR: KATHRYN W. DINDO	Management	For
1C.	ELECTION OF DIRECTOR: HEIDI J. EDDINS	Management	For
1D.	ELECTION OF DIRECTOR: SIDNEY W. EMERY, JR.	Management	For
1E.	ELECTION OF DIRECTOR: JAMES S. HAINES, JR.	Management	For
1F.	ELECTION OF DIRECTOR: ALAN R. HODNIK	Management	For
1G.	ELECTION OF DIRECTOR: JAMES J. HOOLIHAN	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: MADELEINE W. LUDLOW	Management	For
1I.	ELECTION OF DIRECTOR: DOUGLAS C. NEVE	Management	For
1J.	ELECTION OF DIRECTOR: LEONARD C. RODMAN	Management	For
1K.	ELECTION OF DIRECTOR: BRUCE W. STENDER	Management	For
2.	APPROVAL OF ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Management	Abstain
3.	APPROVAL OF AN AMENDMENT TO THE ALLETE AND AFFILIATED COMPANIES EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES AVAILABLE FOR ISSUANCE UNDER THE PLAN.	Management	For
4.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS ALLETE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

DOMINION RESOURCES, INC.

SECURITY	25746U109	MEETING TYPE	Annual
TICKER SYMBOL	D	MEETING DATE	08-May-2012
ISIN	US25746U1097	AGENDA	933571867 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Management	For
1B.	ELECTION OF DIRECTOR: PETER W. BROWN, M.D.	Management	For
1C.	ELECTION OF DIRECTOR: HELEN E. DRAGAS	Management	For
1D.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Management	For
1E.	ELECTION OF DIRECTOR: JOHN W. HARRIS	Management	For
1F.	ELECTION OF DIRECTOR: ROBERT S. JEPSON, JR.	Management	For
1G.	ELECTION OF DIRECTOR: MARK J. KINGTON	Management	For
1H.	ELECTION OF DIRECTOR: FRANK S. ROYAL, M.D.	Management	For
1I.	ELECTION OF DIRECTOR: ROBERT H. SPILMAN, JR.	Management	For
1J.	ELECTION OF DIRECTOR: DAVID A. WOLLARD	Management	For
2.	RATIFICATION OF APPOINTMENT OF THE INDEPENDENT AUDITORS FOR 2012	Management	For
3.	ADVISORY VOTE ON APPROVAL OF EXECUTIVE COMPENSATION ("SAY ON PAY")	Management	Abstain
4.	REPORT ASSESSING BENEFITS OF 15% ELECTRIC GENERATION FROM WIND AND SOLAR BY 2025	Shareholder	Against
5.	REPORT ON POLICY OPTIONS TO ENCOURAGE INSTALLATION OF RENEWABLE ENERGY GENERATION SYSTEMS	Shareholder	Against
6.	REPORT ON IMPACT OF PLANT CLOSURES ON COMMUNITIES	Shareholder	Against
7.	REPORT ASSESSING USE OF COAL OBTAINED THROUGH MOUNTAINTOP REMOVAL COAL MINING	Shareholder	Against
8.	REPORT ON IMPACT AND RISKS OF INCREASED EXTRACTION AND USE OF NATURAL GAS	Shareholder	Against
9.	REPORT ON SPECIAL REVIEW OF NUCLEAR SAFETY BY COMMITTEE OF INDEPENDENT DIRECTORS	Shareholder	Against

ORMAT TECHNOLOGIES, INC.

SECURITY	686688102	MEETING TYPE	Annual
TICKER SYMBOL	ORA	MEETING DATE	08-May-2012
ISIN	US6866881021	AGENDA	933574609 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 YEHUDIT BRONICKI 2 ROBERT F. CLARKE 3 DAVID WAGENER	Management	For For For
2.	TO APPROVE THE ORMAT TECHNOLOGIES, INC. 2012 INCENTIVE COMPENSATION PLAN.	Management	Against
3.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For

NEWELL RUBBERMAID INC.

SECURITY 651229106 MEETING TYPE Annual
TICKER SYMBOL NWL MEETING DATE 08-May-2012
ISIN US6512291062 AGENDA 933574952 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: THOMAS E. CLARKE	Management	For
1B.	ELECTION OF DIRECTOR: ELIZABETH CUTHBERT-MILLETT	Management	For
1C.	ELECTION OF DIRECTOR: DOMENICO DE SOLE	Management	For
1D.	ELECTION OF DIRECTOR: STEVEN J. STROBEL	Management	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2012.	Management	For
3.	APPROVE AN AMENDMENT TO THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO IMPLEMENT THE ANNUAL ELECTION OF DIRECTORS.	Management	For
4.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

ITT CORPORATION

SECURITY 450911201 MEETING TYPE Annual
TICKER SYMBOL ITT MEETING DATE 08-May-2012
ISIN US4509112011 AGENDA 933578467 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: DENISE L. RAMOS	Management	For
1B.	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Management	For
1C.	ELECTION OF DIRECTOR: ORLANDO D. ASHFORD	Management	For
1D.	ELECTION OF DIRECTOR: PETER D'ALOIA	Management	For
1E.	ELECTION OF DIRECTOR: DONALD DEFOSSET, JR.	Management	For
1F.	ELECTION OF DIRECTOR: CHRISTINA A. GOLD	Management	For
1G.	ELECTION OF DIRECTOR: GENERAL PAUL J. KERN	Management	For
1H.	ELECTION OF DIRECTOR: LINDA S. SANFORD	Management	For
1I.	ELECTION OF DIRECTOR: DONALD J. STEBBINS	Management	For
1J.	ELECTION OF DIRECTOR: MARKOS I. TAMBAKERAS	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS ITT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
4.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE COMPANY CHANGE ITS STATE OF INCORPORATION FROM INDIANA TO DELAWARE.	Shareholder	Against
5.	A SHAREHOLDER PROPOSAL REQUESTING THAT WHENEVER POSSIBLE, THE CHAIRMAN OF THE BOARD BE AN INDEPENDENT DIRECTOR	Shareholder	Against
6.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE COMPANY AMEND, WHERE APPLICABLE, ITS POLICIES RELATED TO HUMAN RIGHTS.	Shareholder	Against

HAWAIIAN ELECTRIC INDUSTRIES, INC.

SECURITY 419870100 MEETING TYPE Annual
TICKER SYMBOL HE MEETING DATE 09-May-2012
ISIN US4198701009 AGENDA 933570562 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR 1 CONSTANCE H. LAU 2 A. MAURICE MYERS 3 JAMES K. SCOTT, ED.D.	Management	For For For
2.	ADVISORY RESOLUTION TO APPROVE HEI'S EXECUTIVE COMPENSATION	Management	For
3.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS HEI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Management	For

BANK OF AMERICA CORPORATION

SECURITY 060505104 MEETING TYPE Annual
TICKER SYMBOL BAC MEETING DATE 09-May-2012
ISIN US0605051046 AGENDA 933571665 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: MUKESH D. AMBANI	Management	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Management	For
1C.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Management	For
1D.	ELECTION OF DIRECTOR: VIRGIS W. COLBERT	Management	For
1E.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Management	For
1F.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Management	For
1G.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Management	For
1H.	ELECTION OF DIRECTOR: THOMAS J. MAY	Management	For
1I.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Management	For
1J.	ELECTION OF DIRECTOR: DONALD E. POWELL	Management	For
1K.	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1L.	ELECTION OF DIRECTOR: ROBERT W. SCULLY	Management	For
2.	AN ADVISORY (NON-BINDING) "SAY ON PAY" VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF THE REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
4.	STOCKHOLDER PROPOSAL - DISCLOSURE OF GOVERNMENT EMPLOYMENT.	Shareholder	Against
5.	STOCKHOLDER PROPOSAL - GRASSROOTS AND OTHER LOBBYING.	Shareholder	Against
6.	STOCKHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shareholder	Against
7.	STOCKHOLDER PROPOSAL - MORTGAGE SERVICING OPERATIONS.	Shareholder	Against
8.	STOCKHOLDER PROPOSAL - PROHIBITION ON POLITICAL SPENDING.	Shareholder	Against

PHILIP MORRIS INTERNATIONAL INC.

SECURITY	718172109	MEETING TYPE	Annual
TICKER SYMBOL	PM	MEETING DATE	09-May-2012
ISIN	US7181721090	AGENDA	933572136 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1A.	ELECTION OF DIRECTOR: HAROLD BROWN	Management	For
1B.	ELECTION OF DIRECTOR: MATHIS CABIALLAVETTA	Management	For
1C.	ELECTION OF DIRECTOR: LOUIS C. CAMILLERI	Management	For
1D.	ELECTION OF DIRECTOR: J. DUDLEY FISHBURN	Management	For
1E.	ELECTION OF DIRECTOR: JENNIFER LI	Management	For
1F.	ELECTION OF DIRECTOR: GRAHAM MACKAY	Management	For
1G.	ELECTION OF DIRECTOR: SERGIO MARCHIONNE	Management	For
1H.	ELECTION OF DIRECTOR: KALPANA MORPARIA	Management	For
1I.	ELECTION OF DIRECTOR: LUCIO A. NOTO	Management	For
1J.	ELECTION OF DIRECTOR: ROBERT B. POLET	Management	For
1K.	ELECTION OF DIRECTOR: CARLOS SLIM HELU	Management	For
1L.	ELECTION OF DIRECTOR: STEPHEN M. WOLF	Management	For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Management	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
4.	APPROVAL OF THE PHILIP MORRIS INTERNATIONAL INC. 2012 PERFORMANCE INCENTIVE PLAN	Management	For
5.	STOCKHOLDER PROPOSAL 1 - INDEPENDENT BOARD CHAIR	Shareholder	Against
6.	STOCKHOLDER PROPOSAL 2 - CREATE AN INDEPENDENT ETHICS COMMITTEE	Shareholder	Against

EXELIS, INC

SECURITY	30162A108	MEETING TYPE	Annual
TICKER SYMBOL	XLS	MEETING DATE	09-May-2012
ISIN	US30162A1088	AGENDA	933574433 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1A.	ELECTION OF DIRECTOR: RALPH F. HAKE	Management	For
1B.	ELECTION OF DIRECTOR: DAVID F. MELCHER	Management	For
1C.	ELECTION OF DIRECTOR: HERMAN E. BULLS	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE EXELIS INC. 2011 OMNIBUS INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE UNDER THE PLAN TO 40 MILLION.	Management	Against
4.	APPROVAL, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE 2012 PROXY STATEMENT.	Management	Abstain
5.	TO DETERMINE, IN A NON-BINDING VOTE, WHETHER A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.	Management	Abstain

MURPHY OIL CORPORATION

SECURITY	626717102	MEETING TYPE	Annual
TICKER SYMBOL	MUR	MEETING DATE	09-May-2012
ISIN	US6267171022	AGENDA	933578948 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: F.W. BLUE	Management	For
1B	ELECTION OF DIRECTOR: S.A. COSSE	Management	For
1C	ELECTION OF DIRECTOR: C.P. DEMING	Management	For
1D	ELECTION OF DIRECTOR: R.A. HERMES	Management	For
1E	ELECTION OF DIRECTOR: J.V. KELLEY	Management	For
1F	ELECTION OF DIRECTOR: W. MIROSH	Management	For
1G	ELECTION OF DIRECTOR: R.M. MURPHY	Management	For
1H	ELECTION OF DIRECTOR: N.E. SCHMALE	Management	For
1I	ELECTION OF DIRECTOR: D.J.H. SMITH	Management	For
1J	ELECTION OF DIRECTOR: C.G. THEUS	Management	For
1K	ELECTION OF DIRECTOR: D.M. WOOD	Management	For
2	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
3	APPROVE THE PROPOSED 2012 LONG-TERM INCENTIVE PLAN.	Management	For
4	APPROVE THE PROPOSED 2012 ANNUAL INCENTIVE PLAN.	Management	For
5	APPROVE THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

CONOCOPHILLIPS

SECURITY	20825C104	MEETING TYPE	Annual
TICKER SYMBOL	COP	MEETING DATE	09-May-2012
ISIN	US20825C1045	AGENDA	933579659 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A.	ELECTION OF DIRECTOR: RICHARD L. ARMITAGE	Management	For
1B.	ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK	Management	For
1C.	ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.	Management	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: RUTH R. HARKIN	Management	For
1F.	ELECTION OF DIRECTOR: RYAN M. LANCE	Management	For
1G.	ELECTION OF DIRECTOR: MOHD H. MARICAN	Management	For
1H.	ELECTION OF DIRECTOR: HAROLD W. MCGRAW III	Management	For
1I.	ELECTION OF DIRECTOR: JAMES J. MULVA	Management	For
1J.	ELECTION OF DIRECTOR: ROBERT A. NIBLOCK	Management	For
1K.	ELECTION OF DIRECTOR: HARALD J. NORVIK	Management	For
1L.	ELECTION OF DIRECTOR: WILLIAM K. REILLY	Management	For
1M.	ELECTION OF DIRECTOR: VICTORIA J. TSCHINKEL	Management	For
1N.	ELECTION OF DIRECTOR: KATHRYN C. TURNER	Management	For
1O.	ELECTION OF DIRECTOR: WILLIAM E. WADE, JR.	Management	For
2.	PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain
4.	COMPANY ENVIRONMENTAL POLICY (LOUISIANA WETLANDS).	Shareholder	Against
5.	ACCIDENT RISK MITIGATION.	Shareholder	Against
6.	REPORT ON GRASSROOTS LOBBYING EXPENDITURES.	Shareholder	Against
7.	GREENHOUSE GAS REDUCTION TARGETS.	Shareholder	Against
8.	GENDER EXPRESSION NON-DISCRIMINATION.	Shareholder	Against

UNILEVER PLC

SECURITY	904767704	MEETING TYPE	Annual
TICKER SYMBOL	UL	MEETING DATE	09-May-2012
ISIN	US9047677045	AGENDA	933583470 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	TO RECEIVE THE REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2011	Management	For
2.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED 31 DECEMBER 2011	Management	For
3.	TO RE-ELECT MR P G J M POLMAN AS A DIRECTOR	Management	For
4.	TO RE-ELECT MR R J-M S HUET AS A DIRECTOR	Management	For
5.	TO RE-ELECT PROFESSOR L O FRESCO AS A DIRECTOR	Management	For
6.	TO RE-ELECT MS A M FUDGE AS A DIRECTOR	Management	For
7.	TO RE-ELECT MR C E GOLDEN AS A DIRECTOR	Management	For
8.	TO RE-ELECT DR B E GROTE AS A DIRECTOR	Management	For
9.	TO RE-ELECT MR S B MITTAL AS A DIRECTOR	Management	For
10.	TO RE-ELECT MS H NYASULU AS A DIRECTOR	Management	For
11.	TO RE-ELECT THE RT HON SIR MALCOLM RIFKIND MP AS A DIRECTOR	Management	For
12.	TO RE-ELECT MR K J STORM AS A DIRECTOR	Management	For
13.	TO RE-ELECT MR M TRESCHOW AS A DIRECTOR	Management	For
14.	TO RE-ELECT MR P WALSH AS A DIRECTOR	Management	For
15.	TO RE-APPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE COMPANY	Management	For
16.	TO AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS	Management	For
17.	TO RENEW THE AUTHORITY TO DIRECTORS TO ISSUE SHARES	Management	For
18.	TO RENEW THE AUTHORITY TO DIRECTORS TO DISAPPLY PRE-EMPTION RIGHTS	Management	Against
19.	TO RENEW THE AUTHORITY TO THE COMPANY TO PURCHASE ITS OWN SHARES	Management	For
20.	TO AUTHORISE POLITICAL DONATIONS AND EXPENDITURE	Management	For
21.	TO SHORTEN THE NOTICE PERIOD FOR GENERAL MEETINGS	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

22. TO ADOPT THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY Management For

NII HOLDINGS, INC.

SECURITY 62913F201 MEETING TYPE Annual
 TICKER SYMBOL NIHD MEETING DATE 09-May-2012
 ISIN US62913F2011 AGENDA 933585094 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.1	ELECTION OF DIRECTOR: KEVIN L. BEEBE	Management	For
1.2	ELECTION OF DIRECTOR: CAROLYN F. KATZ	Management	For
2.	AN ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	APPROVAL OF THE 2012 INCENTIVE COMPENSATION PLAN.	Management	For
4.	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For

TELUS CORPORATION

SECURITY 87971M202 MEETING TYPE Contested-Annual and Special Meeting
 TICKER SYMBOL TU MEETING DATE 09-May-2012
 ISIN CA87971M2022 AGENDA 933603688 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX C TO THE MANAGEMENT INFORMATION CIRCULAR OF TELUS CORPORATION DATED MARCH 22, 2012 (THE "CIRCULAR"), APPROVING A PLAN OF ARRANGEMENT PURSUANT TO DIVISION 5, PART 9 OF THE BUSINESS CORPORATIONS ACT (BRITISH COLUMBIA) INVOLVING TELUS CORPORATION, ITS SHAREHOLDERS AND THE OTHER PERSONS NAMED THEREIN AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.	Management	For

TELUS CORPORATION

SECURITY 87971M202 MEETING TYPE Contested-Annual and Special Meeting
 TICKER SYMBOL TU MEETING DATE 09-May-2012
 ISIN CA87971M2022 AGENDA 933603688 - Management

ITEM	PROPOSAL	TYPE	VOTE
01	PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX C TO THE	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

MANAGEMENT INFORMATION CIRCULAR OF TELUS CORPORATION DATED MARCH 22, 2012 (THE "CIRCULAR"), APPROVING A PLAN OF ARRANGEMENT PURSUANT TO DIVISION 5, PART 9 OF THE BUSINESS CORPORATIONS ACT (BRITISH COLUMBIA) INVOLVING TELUS CORPORATION, ITS SHAREHOLDERS AND THE OTHER PERSONS NAMED THEREIN AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.

ACCOR SA, COURCOURONNES

SECURITY F00189120 MEETING TYPE MIX
TICKER SYMBOL MEETING DATE 10-May-2012
ISIN FR0000120404 AGENDA 703696166 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- https://balo.journal-officiel.gouv.fr/pdf/2012/0402/201204021201183.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2012/0420/201204201201480.pdf	Non-Voting	
O.1	Approval of corporate financial statements for the financial year 2011	Management	For
O.2	Approval of consolidated financial statements for the financial year 2011	Management	For
O.3	Allocation of income and distribution of the dividend	Management	For
O.4	Renewal of term of Mrs. Mercedes Erra as Board member	Management	For
O.5	Renewal of term of Mr. Jean-Paul Bailly as Board member	Management	For
O.6	Renewal of term of Mr. Philippe Citerne as Board member	Management	For
O.7	Renewal of term of Mr. Bertrand Meheut as Board member	Management	For
O.8	Approval of a regulated Agreement: Hotel management contract concluded between the Company and ColSpa SAS	Management	For
O.9	Approval of a regulated Agreement: Agreement concluded with Edenred Group	Management	For
O.10	Authorization to the Board of Directors to trade Company's shares	Management	For
E.11	Authorization to the Board of Directors to reduce share capital by cancellation of shares	Management	For
E.12	Powers to the Board of Directors to acknowledge capital increases	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

E.13	Powers to carry out all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINK. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

INTEGRYS ENERGY GROUP INC

SECURITY	45822P105	MEETING TYPE	Annual
TICKER SYMBOL	TEG	MEETING DATE	10-May-2012
ISIN	US45822P1057	AGENDA	933571487 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 KEITH E. BAILEY		For
	2 WILLIAM J. BRODSKY		For
	3 ALBERT J. BUDNEY, JR.		For
	4 P. SAN JUAN CAFFERTY		For
	5 ELLEN CARNAHAN		For
	6 MICHELLE L. COLLINS		For
	7 K.M. HASSELBLAD-PASCALE		For
	8 JOHN W. HIGGINS		For
	9 PAUL W. JONES		For
	10 HOLLY K. KOEPPPEL		For
	11 MICHAEL E. LAVIN		For
	12 WILLIAM F. PROTZ, JR.		For
	13 CHARLES A. SCHROCK		For
2.	THE APPROVAL OF A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	THE APPROVAL OF AN AMENDMENT TO OUR ARTICLES OF INCORPORATION TO ADOPT A MAJORITY VOTING STANDARD FOR FUTURE DIRECTOR ELECTIONS.	Management	For
4.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR INTEGRYS ENERGY GROUP AND ITS SUBSIDIARIES FOR 2012.	Management	For

FORD MOTOR COMPANY

SECURITY	345370860	MEETING TYPE	Annual
TICKER SYMBOL	F	MEETING DATE	10-May-2012
ISIN	US3453708600	AGENDA	933571499 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: STEPHEN G. BUTLER	Management	For
1B.	ELECTION OF DIRECTOR: KIMBERLY A. CASIANO	Management	For
1C.	ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.	Management	For
1D.	ELECTION OF DIRECTOR: EDSEL B. FORD II	Management	For
1E.	ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.	Management	For
1F.	ELECTION OF DIRECTOR: RICHARD A. GEPHARDT	Management	For
1G.	ELECTION OF DIRECTOR: JAMES H. HANCE, JR.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV	Management	For
1I.	ELECTION OF DIRECTOR: IRVINE O. HOCKADAY, JR.	Management	For
1J.	ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.	Management	For
1K.	ELECTION OF DIRECTOR: RICHARD A. MANOOGIAN	Management	For
1L.	ELECTION OF DIRECTOR: ELLEN R. MARRAM	Management	For
1M.	ELECTION OF DIRECTOR: ALAN MULALLY	Management	For
1N.	ELECTION OF DIRECTOR: HOMER A. NEAL	Management	For
1O.	ELECTION OF DIRECTOR: GERALD L. SHAHEEN	Management	For
1P.	ELECTION OF DIRECTOR: JOHN L. THORNTON	Management	For
2.	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.	Management	Abstain
4.	RELATING TO CUMULATIVE VOTING FOR THE ELECTION OF DIRECTORS.	Shareholder	Against
5.	RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE.	Shareholder	Against
6.	RELATING TO ALLOWING HOLDERS OF 10% OF OUTSTANDING COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.	Shareholder	Against

OWENS-ILLINOIS, INC.

SECURITY	690768403	MEETING TYPE	Annual
TICKER SYMBOL	OI	MEETING DATE	10-May-2012
ISIN	US6907684038	AGENDA	933572857 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR	Management	
	1 GARY F. COLTER		For
	2 CORBIN A. MCNEILL, JR.		For
	3 HELGE H. WEHMEIER		For
2	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3	TO APPROVE, BY ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
4	TO ADOPT THE AMENDMENTS TO THE COMPANY'S SECOND RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE ANNUAL ELECTION OF ALL DIRECTORS.	Management	For

AQUA AMERICA, INC.

SECURITY	03836W103	MEETING TYPE	Annual
TICKER SYMBOL	WTR	MEETING DATE	10-May-2012
ISIN	US03836W1036	AGENDA	933574697 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 NICK DEBENEDICTIS		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	2	RICHARD GLANTON		For
	3	LON GREENBERG		For
	4	WENDELL HOLLAND		For
2.		TO CONSIDER AND TAKE ACTION ON THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2012 FISCAL YEAR.	Management	For
3.		CONSIDER & TAKE ACTION ON AN AMENDMENT TO THE COMPANY'S ARTICLES OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS AND TO PROVIDE FOR THE TRANSITION TO THE ANNUAL ELECTION OF DIRECTORS.	Management	For
4.		TO CONSIDER AND TAKE ACTION ON THE COMPANY'S 2012 EMPLOYEE STOCK PURCHASE PLAN.	Management	For
5.		TO CONSIDER AND TAKE ACTION ON AN ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION PROGRAMS AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain
6.		TO CONSIDER AND TAKE ACTION ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS CREATE A COMPREHENSIVE POLICY ARTICULATING THE COMPANY'S RESPECT FOR AND COMMITMENT TO THE HUMAN RIGHT TO WATER, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against

AVISTA CORP.

SECURITY	05379B107	MEETING TYPE	Annual
TICKER SYMBOL	AVA	MEETING DATE	10-May-2012
ISIN	US05379B1070	AGENDA	933574887 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A.	ELECTION OF DIRECTOR: ERIK J. ANDERSON	Management	For
1B.	ELECTION OF DIRECTOR: KRISTIANNE BLAKE	Management	For
1C.	ELECTION OF DIRECTOR: DONALD C. BURKE	Management	For
1D.	ELECTION OF DIRECTOR: RICK R. HOLLEY	Management	For
1E.	ELECTION OF DIRECTOR: JOHN F. KELLY	Management	For
1F.	ELECTION OF DIRECTOR: REBECCA A. KLEIN	Management	For
1G.	ELECTION OF DIRECTOR: SCOTT L. MORRIS	Management	For
1H.	ELECTION OF DIRECTOR: MICHAEL L. NOEL	Management	For
1I.	ELECTION OF DIRECTOR: MARC F. RACICOT	Management	For
1J.	ELECTION OF DIRECTOR: HEIDI B. STANLEY	Management	For
1K.	ELECTION OF DIRECTOR: R. JOHN TAYLOR	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3A.	AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION TO REDUCE CERTAIN SHAREHOLDER APPROVAL REQUIREMENTS: AMENDMENTS REQUIRING APPROVAL OF HOLDERS OF 2/3 OF THE OUTSTANDING SHARES OF COMMON STOCK.	Management	For
3B.	AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION TO REDUCE CERTAIN SHAREHOLDER APPROVAL REQUIREMENTS: AMENDMENTS REQUIRING APPROVAL OF HOLDERS OF 80% OF THE OUTSTANDING SHARES OF COMMON STOCK.	Management	For
4.	ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

SOUTHWEST GAS CORPORATION

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY 844895102 MEETING TYPE Annual
 TICKER SYMBOL SWX MEETING DATE 10-May-2012
 ISIN US8448951025 AGENDA 933575384 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR	Management	
	1 ROBERT L. BOUGHNER		For
	2 JOSE A. CARDENAS		For
	3 THOMAS E. CHESTNUT		For
	4 STEPHEN C. COMER		For
	5 LEROY C. HANNEMAN, JR.		For
	6 MICHAEL O. MAFFIE		For
	7 ANNE L. MARIUCCI		For
	8 MICHAEL J. MELARKEY		For
	9 JEFFREY W. SHAW		For
	10 A. RANDALL THOMAN		For
	11 THOMAS A. THOMAS		For
	12 TERRENCE L. WRIGHT		For
2	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
3	TO REAPPROVE AND AMEND THE COMPANY'S 2006 RESTRICTED STOCK/UNIT PLAN.	Management	For
4	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR FISCAL YEAR 2012.	Management	For

XYLEM INC.

SECURITY 98419M100 MEETING TYPE Annual
 TICKER SYMBOL XYL MEETING DATE 10-May-2012
 ISIN US98419M1009 AGENDA 933576843 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: VICTORIA D. HARKER	Management	For
1B.	ELECTION OF DIRECTOR: GRETCHEN W. MCCLAIN	Management	For
1C.	ELECTION OF DIRECTOR: MARKOS I. TAMBAKERAS	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
4.	TO DETERMINE, IN A NON-BINDING VOTE, WHETHER A SHAREOWNER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.	Management	Abstain

CVS CAREMARK CORPORATION

SECURITY 126650100 MEETING TYPE Annual

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TICKER SYMBOL	CVS	MEETING DATE	10-May-2012
ISIN	US1266501006	AGENDA	933577011 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.A	ELECTION OF DIRECTOR: C. DAVID BROWN II	Management	For
1.B	ELECTION OF DIRECTOR: DAVID W. DORMAN	Management	For
1.C	ELECTION OF DIRECTOR: ANNE M. FINUCANE	Management	For
1.D	ELECTION OF DIRECTOR: KRISTEN GIBNEY WILLIAMS	Management	For
1.E	ELECTION OF DIRECTOR: MARIAN L. HEARD	Management	For
1.F	ELECTION OF DIRECTOR: LARRY J. MERLO	Management	For
1.G	ELECTION OF DIRECTOR: JEAN-PIERRE MILLON	Management	For
1.H	ELECTION OF DIRECTOR: C.A. LANCE PICCOLO	Management	For
1.I	ELECTION OF DIRECTOR: RICHARD J. SWIFT	Management	For
1.J	ELECTION OF DIRECTOR: TONY L. WHITE	Management	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	PROPOSAL TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain
4.	MANAGEMENT PROPOSAL REGARDING STOCKHOLDER ACTION BY WRITTEN CONSENT.	Management	For
5.	STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS AND EXPENDITURES.	Shareholder	Against

SEMPRA ENERGY

SECURITY	816851109	MEETING TYPE	Annual
TICKER SYMBOL	SRE	MEETING DATE	10-May-2012
ISIN	US8168511090	AGENDA	933577035 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: ALAN L. BOECKMANN	Management	For
1B.	ELECTION OF DIRECTOR: JAMES G. BROCKSMITH JR.	Management	For
1C.	ELECTION OF DIRECTOR: DONALD E. FELSINGER	Management	For
1D.	ELECTION OF DIRECTOR: WILFORD D. GODBOLD JR.	Management	For
1E.	ELECTION OF DIRECTOR: WILLIAM D. JONES	Management	For
1F.	ELECTION OF DIRECTOR: WILLIAM G. OUCHI	Management	For
1G.	ELECTION OF DIRECTOR: DEBRA L. REED	Management	For
1H.	ELECTION OF DIRECTOR: CARLOS RUIZ	Management	For
1I.	ELECTION OF DIRECTOR: WILLIAM C. RUSNACK	Management	For
1J.	ELECTION OF DIRECTOR: WILLIAM P. RUTLEDGE	Management	For
1K.	ELECTION OF DIRECTOR: LYNN SCHENK	Management	For
1L.	ELECTION OF DIRECTOR: LUIS M. TELLEZ	Management	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION.	Management	Abstain
4.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against
5.	SHAREHOLDER PROPOSAL REGARDING SUSTAINABILITY.	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

WASTE MANAGEMENT, INC.

SECURITY	94106L109	MEETING TYPE	Annual
TICKER SYMBOL	WM	MEETING DATE	10-May-2012
ISIN	US94106L1098	AGENDA	933577441 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For
1B.	ELECTION OF DIRECTOR: PASTORA SAN JUAN CAFFERTY	Management	For
1C.	ELECTION OF DIRECTOR: FRANK M. CLARK, JR.	Management	For
1D.	ELECTION OF DIRECTOR: PATRICK W. GROSS	Management	For
1E.	ELECTION OF DIRECTOR: JOHN C. POPE	Management	For
1F.	ELECTION OF DIRECTOR: W. ROBERT REUM	Management	For
1G.	ELECTION OF DIRECTOR: STEVEN G. ROTHMEIER	Management	For
1H.	ELECTION OF DIRECTOR: DAVID P. STEINER	Management	For
1I.	ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER	Management	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	TO APPROVE OUR EXECUTIVE COMPENSATION.	Management	Abstain
4.	TO AMEND OUR EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE.	Management	For
5.	STOCKHOLDER PROPOSAL RELATING TO A STOCK RETENTION POLICY REQUIRING SENIOR EXECUTIVES TO RETAIN A SIGNIFICANT PERCENTAGE OF STOCK ACQUIRED THROUGH EQUITY PAY PROGRAMS UNTIL ONE YEAR FOLLOWING TERMINATION OF EMPLOYMENT, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against
6.	STOCKHOLDER PROPOSAL TO AMEND OUR BY-LAWS AND OTHER GOVERNING DOCUMENTS TO GIVE STOCKHOLDERS OF THE LOWEST PERCENTAGE OF OUR OUTSTANDING COMMON STOCK PERMITTED BY STATE LAW THE POWER TO CALL SPECIAL STOCKHOLDER MEETINGS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against

THE DOW CHEMICAL COMPANY

SECURITY	260543103	MEETING TYPE	Annual
TICKER SYMBOL	DOW	MEETING DATE	10-May-2012
ISIN	US2605431038	AGENDA	933578758 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: ARNOLD A. ALLEMANG	Management	For
1B.	ELECTION OF DIRECTOR: JACQUELINE K. BARTON	Management	For
1C.	ELECTION OF DIRECTOR: JAMES A. BELL	Management	For
1D.	ELECTION OF DIRECTOR: JEFF M. FETTIG	Management	For
1E.	ELECTION OF DIRECTOR: JOHN B. HESS	Management	For
1F.	ELECTION OF DIRECTOR: ANDREW N. LIVERIS	Management	For
1G.	ELECTION OF DIRECTOR: PAUL POLMAN	Management	For
1H.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For
1I.	ELECTION OF DIRECTOR: JAMES M. RINGLER	Management	For
1J.	ELECTION OF DIRECTOR: RUTH G. SHAW	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
4.	APPROVAL OF THE 2012 STOCK INCENTIVE PLAN.	Management	Against
5.	APPROVAL OF THE 2012 EMPLOYEE STOCK PURCHASE PLAN.	Management	For
6.	STOCKHOLDER PROPOSAL ON SHAREHOLDER ACTION BY WRITTEN CONSENT.	Shareholder	Against
7.	STOCKHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against

SUNCOKE ENERGY, INC.

SECURITY	86722A103	MEETING TYPE	Annual
TICKER SYMBOL	SXC	MEETING DATE	10-May-2012
ISIN	US86722A1034	AGENDA	933578809 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1.	DIRECTOR 1 FREDERICK A. HENDERSON 2 ALVIN BLEDSOE	Management	For For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
3.	PROPOSAL TO RECOMMEND THE FREQUENCY OF ADVISORY STOCKHOLDER VOTES TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
4.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

BROOKFIELD ASSET MANAGEMENT INC.

SECURITY	112585104	MEETING TYPE	Annual and Special Meeting
TICKER SYMBOL	BAM	MEETING DATE	10-May-2012
ISIN	CA1125851040	AGENDA	933594079 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
01	DIRECTOR 1 MARCEL R. COUTU 2 MAUREEN KEMPSTON DARKES 3 LANCE LIEBMAN 4 FRANK J. MCKENNA 5 JACK M. MINTZ 6 YOUSSEF A. NASR 7 JAMES A. PATTISON 8 DIANA L. TAYLOR	Management	For For For For For For For For
02	THE APPOINTMENT OF THE EXTERNAL AUDITOR AND AUTHORIZING THE DIRECTORS TO SET ITS REMUNERATION;	Management	For
03	THE 2012 PLAN RESOLUTION;	Management	For
04	THE SAY ON PAY RESOLUTION.	Management	For

CAMERON INTERNATIONAL CORPORATION

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY 13342B105 MEETING TYPE Annual
 TICKER SYMBOL CAM MEETING DATE 11-May-2012
 ISIN US13342B1052 AGENDA 933577174 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.1	ELECTION OF DIRECTOR: C. BAKER CUNNINGHAM	Management	For
1.2	ELECTION OF DIRECTOR: SHELDON R. ERIKSON	Management	For
1.3	ELECTION OF DIRECTOR: DOUGLAS L. FOSHEE	Management	For
1.4	ELECTION OF DIRECTOR: RODOLFO LANDIM	Management	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2012.	Management	For
3.	TO CONDUCT AN ADVISORY VOTE TO APPROVE THE COMPANY'S 2011 EXECUTIVE COMPENSATION.	Management	Abstain
4.	TO APPROVE AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE ANNUAL ELECTION OF ALL DIRECTORS.	Management	For
5.	TO APPROVE AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO PROVIDE THAT THE COURT OF CHANCERY OF THE STATE OF DELAWARE BE THE EXCLUSIVE FORUM FOR CERTAIN LEGAL ACTIONS.	Management	For
6.	TO APPROVE A RESTATEMENT OF THE COMPANY'S CERTIFICATE OF INCORPORATION.	Management	For

AMERICAN WATER WORKS COMPANY, INC.

SECURITY 030420103 MEETING TYPE Annual
 TICKER SYMBOL AWK MEETING DATE 11-May-2012
 ISIN US0304201033 AGENDA 933578784 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: STEPHEN P. ADIK	Management	For
1B.	ELECTION OF DIRECTOR: MARTHA CLARK GOSS	Management	For
1C.	ELECTION OF DIRECTOR: JULIE A. DOBSON	Management	For
1D.	ELECTION OF DIRECTOR: RICHARD R. GRIGG	Management	For
1E.	ELECTION OF DIRECTOR: JULIA L. JOHNSON	Management	For
1F.	ELECTION OF DIRECTOR: GEORGE MACKENZIE	Management	For
1G.	ELECTION OF DIRECTOR: WILLIAM J. MARRAZZO	Management	For
1H.	ELECTION OF DIRECTOR: JEFFRY E. STERBA	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDED DECEMBER 31, 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
4.	STOCKHOLDER PROPOSAL REGARDING AN AMENDMENT TO THE COMPANY'S ANNUAL INCENTIVE PLAN.	Shareholder	Against

WATSON PHARMACEUTICALS, INC.

SECURITY 942683103 MEETING TYPE Annual

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	SHARES OR ANY SECURITIES PROVIDING ACCESS TO SHARE CAPITAL, WHILE MAINTAINING SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS, OR BY CAPITALIZING PREMIUMS, RESERVES, SURPLUSES OR OTHER LINE ITEMS		
E14	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO SHARE CAPITAL, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS	Management	Against
E15	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED, IN THE EVENT OF SURPLUS DEMAND IN CASE OF INCREASE SHARE CAPITAL WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS	Management	Against
E16	DELEGATION OF POWERS GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO SHARE CAPITAL, IN PAYMENT OF SECURITIES THAT WOULD BE CONTRIBUTED TO THE COMPANY	Management	For
E17	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL UNDER THE CONDITIONS PROVIDED FOR IN ARTICLES L. 3332-18 AND FOLLOWING OF THE FRENCH LABOUR CODE	Management	For
E18	DELEGATION OF POWERS GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL RESERVED FOR CATEGORIES OF BENEFICIARIES IN A TRANSACTION RESERVED FOR EMPLOYEES WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS	Management	Against
E19	AUTHORIZATION FOR THE BOARD OF DIRECTORS TO REDUCE CAPITAL BY CANCELLING SHARES	Management	For
EA	THE FIRST IS INTENDED TO FILL IN THE INFORMATION LISTED IN THE REGISTRATION DOCUMENT WITH BENCHMARKS TO COMPARE THE COMPENSATION FOR EXECUTIVE DIRECTORS WITH VARIOUS COMPENSATION FOR VARIOUS EMPLOYEES	Shareholder	Against
EB	THE OTHER CONCERNS THE ESTABLISHMENT OF A LOYALTY DIVIDEND FOR SHAREHOLDERS HOLDING REGISTERED SHARES FOR AT LEAST TWO YEARS	Shareholder	Against

TELEFONICA, S.A.

SECURITY	879382208	MEETING TYPE	Annual
TICKER SYMBOL	TEF	MEETING DATE	13-May-2012
ISIN	US8793822086	AGENDA	933621357 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	EXAMINATION AND APPROVAL, IF APPLICABLE, OF THE INDIVIDUAL ANNUAL ACCOUNTS, THE CONSOLIDATED FINANCIAL STATEMENTS (CONSOLIDATED ANNUAL ACCOUNTS) AND THE MANAGEMENT REPORT OF TELEFONICA, S.A. AND OF ITS CONSOLIDATED GROUP OF COMPANIES, AS WELL AS OF THE PROPOSED ALLOCATION OF THE PROFITS/LOSSES OF TELEFONICA, S.A. AND THE MANAGEMENT OF ITS BOARD OF DIRECTORS, ALL WITH RESPECT TO FISCAL YEAR 2011.	Management	For
2A.	RE-ELECTION OF MR. CESAR ALIERTA IZUEL AS A DIRECTOR	Management	For
2B.	RE-ELECTION OF MR. JOSE MARIA ALVAREZ PALLETE LOPEZ AS A DIRECTOR	Management	For
2C.	RE-ELECTION OF MR. GONZALO HINOJOSA FERNANDEZ DE ANGULO AS A DIRECTOR	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2D.	RE-ELECTION OF MR. PABLO ISLA ALVAREZ DE TEJERA AS A DIRECTOR	Management	For
2E.	RATIFICATION OF MR. IGNACIO MORENO MARTINEZ AS A DIRECTOR	Management	For
3.	RE-ELECTION OF THE AUDITOR FOR FISCAL YEAR 2012.	Management	For
4.	AMENDMENT OF ARTICLES 15, 16, 18, 27, 34 AND 35 OF THE BY-LAWS OF THE COMPANY AND INCLUSION OF A NEW ARTICLE 18 BIS.	Management	For
5.	AMENDMENT OF ARTICLES 3, 7, 8, 9, 10, 11, 13 AND 27 OF THE REGULATIONS FOR THE GENERAL SHAREHOLDERS' MEETING.	Management	For
6A.	SHAREHOLDER COMPENSATION: DISTRIBUTION OF DIVIDENDS WITH A CHARGE TO UNRESTRICTED RESERVES.	Management	For
6B.	SHAREHOLDER COMPENSATION BY MEANS OF A SCRIP DIVIDEND. INCREASE IN SHARE CAPITAL BY SUCH AMOUNT AS MAY BE DETERMINED PURSUANT TO THE TERMS AND CONDITIONS OF THE RESOLUTION THROUGH THE ISSUANCE OF NEW ORDINARY SHARES HAVING A PAR VALUE OF ONE (1) EURO EACH, WITH NO SHARE PREMIUM, OF THE SAME CLASS AND SERIES AS THOSE THAT ARE CURRENTLY OUTSTANDING, WITH A CHARGE TO RESERVES. OFFER TO PURCHASE FREE-OF-CHARGE ALLOCATION RIGHTS AT A GUARANTEED PRICE. EXPRESS PROVISION FOR THE POSSIBILITY OF INCOMPLETE ALLOCATION.	Management	For
7.	REDUCTION IN SHARE CAPITAL BY MEANS OF THE CANCELLATION OF SHARES OF THE COMPANY'S OWN STOCK, EXCLUDING THE RIGHT OF CREDITORS TO OPPOSE THE REDUCTION, AND AMENDMENT OF ARTICLE 5 OF THE BY-LAWS CONCERNING THE SHARE CAPITAL.	Management	For
8.	APPROVAL OF THE CORPORATE WEBSITE.	Management	For
9.	DELEGATION OF POWERS TO FORMALIZE, INTERPRET, CORRECT AND IMPLEMENT THE RESOLUTIONS ADOPTED BY THE SHAREHOLDERS AT THE GENERAL SHAREHOLDERS' MEETING.	Management	For
10.	CONSULTATIVE VOTE ON THE REPORT ON DIRECTOR COMPENSATION POLICY OF TELEFONICA, S.A.	Management	For

CAMECO CORPORATION

SECURITY	13321L108	MEETING TYPE	Annual
TICKER SYMBOL	CCJ	MEETING DATE	15-May-2012
ISIN	CA13321L1085	AGENDA	933563086 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	YOU DECLARE THAT THE SHARES REPRESENTED BY THIS VOTING INSTRUCTION FORM ARE HELD, BENEFICIALLY OWNED OR CONTROLLED, EITHER DIRECTLY OR INDIRECTLY, BY A RESIDENT OF CANADA AS DEFINED ON THE FORM. IF THE SHARES ARE HELD IN THE NAMES OF TWO OR MORE PEOPLE, YOU DECLARE THAT ALL OF THESE PEOPLE ARE RESIDENTS OF CANADA.	Management	Against
02	DIRECTOR	Management	
	1 IAN BRUCE		For
	2 DANIEL CAMUS		For
	3 JOHN CLAPPISON		For
	4 JOE COLVIN		For
	5 JAMES CURTISS		For
	6 DONALD DERANGER		For
	7 TIM GITZEL		For
	8 JAMES GOWANS		For
	9 NANCY HOPKINS		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	10	OYVIND HUSHOVD		For
	11	ANNE MCLELLAN		For
	12	NEIL MCMILLAN		For
	13	VICTOR ZALESCHUK		For
03		APPOINT KPMG LLP AS AUDITORS	Management	For
04		RESOLVED, ON AN ADVISORY BASIS AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS, THAT THE SHAREHOLDERS ACCEPT THE APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN CAMECO'S MANAGEMENT PROXY CIRCULAR DELIVERED IN ADVANCE OF THE 2012 ANNUAL MEETING OF SHAREHOLDERS.	Management	For

TIME WARNER INC.

SECURITY	887317303	MEETING TYPE	Annual
TICKER SYMBOL	TWX	MEETING DATE	15-May-2012
ISIN	US8873173038	AGENDA	933572213 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: JAMES L. BARKSDALE	Management	For
1B.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Management	For
1C.	ELECTION OF DIRECTOR: JEFFREY L. BEWKES	Management	For
1D.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For
1E.	ELECTION OF DIRECTOR: ROBERT C. CLARK	Management	For
1F.	ELECTION OF DIRECTOR: MATHIAS DOPFNER	Management	For
1G.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	Management	For
1H.	ELECTION OF DIRECTOR: FRED HASSAN	Management	For
1I.	ELECTION OF DIRECTOR: KENNETH J. NOVACK	Management	For
1J.	ELECTION OF DIRECTOR: PAUL D. WACHTER	Management	For
1K.	ELECTION OF DIRECTOR: DEBORAH C. WRIGHT	Management	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4.	STOCKHOLDER PROPOSAL ON STOCKHOLDER ACTION BY WRITTEN CONSENT.	Shareholder	Against

JPMORGAN CHASE & CO.

SECURITY	46625H100	MEETING TYPE	Annual
TICKER SYMBOL	JPM	MEETING DATE	15-May-2012
ISIN	US46625H1005	AGENDA	933581301 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: JAMES A. BELL	Management	For
1B.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For
1C.	ELECTION OF DIRECTOR: STEPHEN B. BURKE	Management	For
1D.	ELECTION OF DIRECTOR: DAVID M. COTE	Management	For
1E.	ELECTION OF DIRECTOR: JAMES S. CROWN	Management	For
1F.	ELECTION OF DIRECTOR: JAMES DIMON	Management	For
1G.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: ELLEN V. FUTTER	Management	For
1I.	ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.	Management	For
1J.	ELECTION OF DIRECTOR: LEE R. RAYMOND	Management	For
1K.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Management	For
2.	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
4.	POLITICAL NON-PARTISANSHIP	Shareholder	Against
5.	INDEPENDENT DIRECTOR AS CHAIRMAN	Shareholder	Against
6.	LOAN SERVICING	Shareholder	Against
7.	CORPORATE POLITICAL CONTRIBUTIONS REPORT	Shareholder	Against
8.	GENOCIDE-FREE INVESTING	Shareholder	Against
9.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Against
10.	STOCK RETENTION	Shareholder	Against

ANADARKO PETROLEUM CORPORATION

SECURITY	032511107	MEETING TYPE	Annual
TICKER SYMBOL	APC	MEETING DATE	15-May-2012
ISIN	US0325111070	AGENDA	933582240 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A.	ELECTION OF DIRECTOR: KEVIN P. CHILTON	Management	For
1B.	ELECTION OF DIRECTOR: LUKE R. CORBETT	Management	For
1C.	ELECTION OF DIRECTOR: H. PAULETT EBERHART	Management	For
1D.	ELECTION OF DIRECTOR: PETER J. FLUOR	Management	For
1E.	ELECTION OF DIRECTOR: RICHARD L. GEORGE	Management	For
1F.	ELECTION OF DIRECTOR: PRESTON M. GEREN III	Management	For
1G.	ELECTION OF DIRECTOR: CHARLES W. GOODYEAR	Management	For
1H.	ELECTION OF DIRECTOR: JOHN R. GORDON	Management	For
1I.	ELECTION OF DIRECTOR: JAMES T. HACKETT	Management	For
1J.	ELECTION OF DIRECTOR: ERIC D. MULLINS	Management	For
1K.	ELECTION OF DIRECTOR: PAULA ROSPUT REYNOLDS	Management	For
1L.	ELECTION OF DIRECTOR: R.A. WALKER	Management	For
2.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS.	Management	For
3.	APPROVE THE ANADARKO PETROLEUM CORPORATION 2012 OMNIBUS INCENTIVE COMPENSATION PLAN.	Management	For
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
5.	STOCKHOLDER PROPOSAL-ADOPTION OF POLICY OF INDEPENDENT DIRECTOR CHAIRMAN.	Shareholder	Against
6.	STOCKHOLDER PROPOSAL-GENDER IDENTITY NON-DISCRIMINATION POLICY.	Shareholder	Against
7.	STOCKHOLDER PROPOSAL-ADOPTION OF POLICY ON ACCELERATED VESTING OF EQUITY AWARDS.	Shareholder	Against
8.	STOCKHOLDER PROPOSAL-REPORT ON POLITICAL CONTRIBUTIONS.	Shareholder	Against

SAFEWAY INC.

SECURITY	786514208	MEETING TYPE	Annual
TICKER SYMBOL	SWY	MEETING DATE	15-May-2012
ISIN	US7865142084	AGENDA	933584129 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: STEVEN A. BURD	Management	For
1B	ELECTION OF DIRECTOR: JANET E. GROVE	Management	For
1C	ELECTION OF DIRECTOR: MOHAN GYANI	Management	For
1D	ELECTION OF DIRECTOR: FRANK C. HERRINGER	Management	For
1E	ELECTION OF DIRECTOR: KENNETH W. ODER	Management	For
1F	ELECTION OF DIRECTOR: T. GARY ROGERS	Management	For
1G	ELECTION OF DIRECTOR: ARUN SARIN	Management	For
1H	ELECTION OF DIRECTOR: MICHAEL S. SHANNON	Management	For
1I	ELECTION OF DIRECTOR: WILLIAM Y. TAUSCHER	Management	For
2	NON-BINDING ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION ("SAY-ON-PAY")	Management	For
3	RE-APPROVAL OF THE AMENDED AND RESTATED CAPITAL PERFORMANCE BONUS PLAN	Management	For
4	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
5	STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING	Shareholder	Against
6	STOCKHOLDER PROPOSAL REGARDING ACCELERATED VESTING OF EQUITY AWARDS	Shareholder	Against
7	STOCKHOLDER PROPOSAL REGARDING SUCCESSION PLANNING	Shareholder	Against

SPRINT NEXTEL CORPORATION

SECURITY 852061100 MEETING TYPE Annual
TICKER SYMBOL S MEETING DATE 15-May-2012
ISIN US8520611000 AGENDA 933587050 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: ROBERT R. BENNETT	Management	For
1B.	ELECTION OF DIRECTOR: GORDON M. BETHUNE	Management	For
1C.	ELECTION OF DIRECTOR: LARRY C. GLASSCOCK	Management	For
1D.	ELECTION OF DIRECTOR: JAMES H. HANCE, JR.	Management	For
1E.	ELECTION OF DIRECTOR: DANIEL R. HESSE	Management	For
1F.	ELECTION OF DIRECTOR: V. JANET HILL	Management	For
1G.	ELECTION OF DIRECTOR: FRANK IANNA	Management	For
1H.	ELECTION OF DIRECTOR: SVEN-CHRISTER NILSSON	Management	For
1I.	ELECTION OF DIRECTOR: WILLIAM R. NUTI	Management	For
1J.	ELECTION OF DIRECTOR: RODNEY O'NEAL	Management	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF SPRINT NEXTEL FOR 2012.	Management	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
4.	TO APPROVE AN AMENDMENT TO SPRINT'S ARTICLES OF INCORPORATION TO OPT-OUT OF THE BUSINESS COMBINATION STATUTE.	Management	For
5.	TO APPROVE AN AMENDMENT TO SPRINT'S ARTICLES OF INCORPORATION TO ELIMINATE THE BUSINESS COMBINATION PROVISION IN ARTICLE SEVENTH.	Management	For
6.	TO APPROVE THE MATERIAL TERMS OF PERFORMANCE OBJECTIVES UNDER 2007 OMNIBUS INCENTIVE PLAN.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

7.	TO VOTE ON A SHAREHOLDER PROPOSAL TO ADOPT A BONUS DEFERRAL POLICY.	Shareholder	Against
8.	TO VOTE ON A SHAREHOLDER PROPOSAL CONCERNING POLITICAL CONTRIBUTIONS.	Shareholder	Against
9.	TO VOTE ON A SHAREHOLDER PROPOSAL CONCERNING NET NEUTRALITY.	Shareholder	Against

FIRSTENERGY CORP.

SECURITY	337932107	MEETING TYPE	Annual
TICKER SYMBOL	FE	MEETING DATE	15-May-2012
ISIN	US3379321074	AGENDA	933589763 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 PAUL T. ADDISON		For
	2 ANTHONY J. ALEXANDER		For
	3 MICHAEL J. ANDERSON		For
	4 DR. CAROL A. CARTWRIGHT		For
	5 WILLIAM T. COTTLE		For
	6 ROBERT B. HEISLER, JR.		For
	7 JULIA L. JOHNSON		For
	8 TED J. KLEISNER		For
	9 DONALD T. MISHEFF		For
	10 ERNEST J. NOVAK, JR.		For
	11 CHRISTOPHER D. PAPPAS		For
	12 CATHERINE A. REIN		For
	13 GEORGE M. SMART		For
	14 WES M. TAYLOR		For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain
4.	APPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE FIRSTENERGY CORP. 2007 INCENTIVE PLAN AS REQUIRED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Management	For
5.	SHAREHOLDER PROPOSAL: REPORT ON COAL COMBUSTION WASTE	Shareholder	Against
6.	SHAREHOLDER PROPOSAL: REPORT ON COAL-RELATED COSTS AND RISKS	Shareholder	Against
7.	SHAREHOLDER PROPOSAL: ADOPT SIMPLE MAJORITY VOTE	Shareholder	Against

MORGAN STANLEY

SECURITY	617446448	MEETING TYPE	Annual
TICKER SYMBOL	MS	MEETING DATE	15-May-2012
ISIN	US6174464486	AGENDA	933589840 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: ROY J. BOSTOCK	Management	For
1B	ELECTION OF DIRECTOR: ERSKINE B. BOWLES	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1C	ELECTION OF DIRECTOR: HOWARD J. DAVIES	Management	For
1D	ELECTION OF DIRECTOR: JAMES P. GORMAN	Management	For
1E	ELECTION OF DIRECTOR: C. ROBERT KIDDER	Management	For
1F	ELECTION OF DIRECTOR: KLAUS KLEINFELD	Management	For
1G	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Management	For
1H	ELECTION OF DIRECTOR: HUTHAM S. OLAYAN	Management	For
1I	ELECTION OF DIRECTOR: JAMES W. OWENS	Management	For
1J	ELECTION OF DIRECTOR: O. GRIFFITH SEXTON	Management	For
1K	ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI	Management	For
1L	ELECTION OF DIRECTOR: MASAAKI TANAKA	Management	For
1M	ELECTION OF DIRECTOR: LAURA D. TYSON	Management	For
2	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR	Management	For
3	TO AMEND THE 2007 EQUITY INCENTIVE COMPENSATION PLAN	Management	Against
4	TO AMEND THE DIRECTORS' EQUITY CAPITAL ACCUMULATION PLAN	Management	Against
5	TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY RESOLUTION)	Management	Abstain

NISOURCE INC.

SECURITY	65473P105	MEETING TYPE	Annual
TICKER SYMBOL	NI	MEETING DATE	15-May-2012
ISIN	US65473P1057	AGENDA	933591465 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: RICHARD A. ABDOO	Management	For
1B	ELECTION OF DIRECTOR: ARISTIDES S. CANDRIS	Management	For
1C	ELECTION OF DIRECTOR: SIGMUND L. CORNELIUS	Management	For
1D	ELECTION OF DIRECTOR: MICHAEL E. JESANIS	Management	For
1E	ELECTION OF DIRECTOR: MARTY R. KITTRELL	Management	For
1F	ELECTION OF DIRECTOR: W. LEE NUTTER	Management	For
1G	ELECTION OF DIRECTOR: DEBORAH S. PARKER	Management	For
1H	ELECTION OF DIRECTOR: IAN M. ROLLAND	Management	For
1I	ELECTION OF DIRECTOR: ROBERT C. SKAGGS, JR.	Management	For
1J	ELECTION OF DIRECTOR: TERESA A. TAYLOR	Management	For
1K	ELECTION OF DIRECTOR: RICHARD L. THOMPSON	Management	For
1L	ELECTION OF DIRECTOR: CAROLYN Y. WOO	Management	For
02	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.	Management	For
03	TO CONSIDER ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain
04	TO CONSIDER AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN.	Management	For
05	TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING CUMULATIVE VOTING.	Shareholder	Against

UNITED STATES CELLULAR CORPORATION

SECURITY	911684108	MEETING TYPE	Annual
TICKER SYMBOL	USM	MEETING DATE	15-May-2012
ISIN	US9116841084	AGENDA	933604387 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.	DIRECTOR 1 H.J. HARCZAK, JR.	Management	For
2.	RATIFY ACCOUNTANTS FOR 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

STATOIL ASA

SECURITY 85771P102 MEETING TYPE Annual
TICKER SYMBOL STO MEETING DATE 15-May-2012
ISIN US85771P1021 AGENDA 933626597 - Management

ITEM	PROPOSAL	TYPE	VOTE
3	ELECTION OF OLAUG SVARVA AS CHAIR OF THE MEETING	Management	For
4	APPROVAL OF THE NOTICE AND THE AGENDA	Management	For
5	ELECTION OF TWO PERSONS TO CO-SIGN THE MINUTES TOGETHER WITH THE CHAIR OF THE MEETING	Management	For
6	APPROVAL OF THE ANNUAL REPORT AND ACCOUNTS FOR STATOIL ASA AND THE STATOIL GROUP FOR 2011 INCLUDING THE BOARD OF DIRECTORS' PROPOSAL FOR DISTRIBUTION OF DIVIDEND	Management	For
7	PROPOSAL FROM A SHAREHOLDER	Shareholder	Against
8	DECLARATION ON STIPULATION OF SALARY AND OTHER REMUNERATION FOR EXECUTIVE MANAGEMENT	Management	For
9	DETERMINATION OF REMUNERATION FOR THE COMPANY'S EXTERNAL AUDITOR FOR 2011	Management	For
10	ELECTION OF EXTERNAL AUDITOR	Management	For
11A	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER OLAUG SVARVA	Management	For
11B	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER IDAR KREUTZER	Management	For
11C	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER KARIN ASLAKSEN	Management	For
11D	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER GREGER MANNSVERK	Management	For
11E	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER STEINAR OLSEN	Management	For
11F	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER INGVALD STROMMEN	Management	For
11G	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER RUNE BJERKE	Management	For
11H	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER TORE ULSTEIN	Management	For
11I	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER LIVE HAUKVIK AKER	Management	For
11J	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER SIRI KALVIG	Management	For
11K	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER THOR OSCAR BOLSTAD	Management	For
11L	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER BARBRO LILL HAETTA	Management	For
11M	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: DEPUTY MEMBER ARTHUR SLETTEBERG	Management	For
11N	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: DEPUTY MEMBER BASSIM HAJ	Management	For
11O	RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: DEPUTY	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

11P	MEMBER ANNE-MARGRETHE FIRING RE-ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: DEPUTY MEMBER LINDA LITLEKALSOY AASE	Management	For
12	DETERMINATION OF REMUNERATION FOR THE CORPORATE ASSEMBLY	Management	For
13A	RE-ELECTION OF MEMBER TO THE NOMINATION COMMITTEE: CHAIR OLAUG SVARVA	Management	For
13B	RE-ELECTION OF MEMBER TO THE NOMINATION COMMITTEE: MEMBER TOM RATHKE	Management	For
13C	RE-ELECTION OF MEMBER TO THE NOMINATION COMMITTEE: MEMBER LIVE HAUKVIK AKER	Management	For
13D	RE-ELECTION OF MEMBER TO THE NOMINATION COMMITTEE: MEMBER INGRID DRAMDAL RASMUSSEN	Management	For
14	DETERMINATION OF REMUNERATION FOR THE NOMINATION COMMITTEE	Management	For
15	AUTHORISATION TO ACQUIRE STATOIL ASA SHARES IN THE MARKET IN ORDER TO CONTINUE OPERATION OF THE SHARE SAVING PLAN FOR EMPLOYEES	Management	For
16	AUTHORISATION TO ACQUIRE STATOIL ASA SHARES IN THE MARKET FOR SUBSEQUENT ANNULMENT	Management	For

VEOLIA ENVIRONNEMENT, PARIS

SECURITY	F9686M107	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	16-May-2012
ISIN	FR0000124141	AGENDA	703670174 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card-directly to the sub custodian. Please contact your Client Service-Representative to obtain the necessary card, account details and directions.-The following applies to Non-Resident Shareowners: Proxy Cards: Voting-instructions will be forwarded to the Global Custodians that have become-Registered Intermediaries, on the Vote Deadline Date. In capacity as-Registered Intermediary, the Global Custodian will sign the Proxy Card and-forward to the local custodian. If you are unsure whether your Global-Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- https://balo.journal- officiel.gouv.fr/pdf/2012/0321/201203211201035.pdf AND ht-tps://balo.journal- officiel.gouv.fr/pdf/2012/0328/201203281201188.pdf AND http-s://balo.journal- officiel.gouv.fr/pdf/2012/0430/201204301202005.pdf	Non-Voting	
0.1	Approval of the corporate financial statements for the financial year 2011	Management	For
0.2	Approval of the consolidated financial statements for the financial year 2011	Management	For
0.3	Approval of non-tax deductible expenses and expenditures	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	pursuant to Article 39-4 of the General Tax Code		
O.4	Allocation of income for the financial year 2011 and payment of the dividend	Management	For
O.5	Option for the payment in shares	Management	For
O.6	Approval of regulated agreements and commitments	Management	For
O.7	Appointment of Mr. Jacques Aschenbroich as Board member	Management	For
O.8	Appointment of Mrs. Maryse Aulagnon as Board member	Management	For
O.9	Appointment of Mrs. Nathalie Rachou as Board member	Management	For
O.10	Appointment of Groupama SA, represented by Mr. Georges Ralli as Board member	Management	For
O.11	Renewal of term of Mr. Serge Michel as Board member	Management	For
O.12	Ratification of the cooptation of Caisse des depots et consignations, represented by Mr. Olivier Mareuse as Board member	Management	For
O.13	Authorization to be granted to the Board of Directors to trade Company's shares	Management	For
E.14	Delegation of authority to be granted to the Board of Directors to decide to issue shares and/or securities providing access to capital and/or securities entitling to the allotment of debt securities while maintaining preferential subscription rights	Management	For
E.15	Delegation of authority to be granted to the Board of Directors to decide to issue shares and/or securities providing access to capital and/or securities entitling to the allotment of debt securities without preferential subscription rights through a public offer	Management	Against
E.16	Delegation of authority to be granted to the Board of Directors to decide to issue shares and/or securities providing access to capital and/or securities entitling to the allotment of debt securities without preferential subscription rights through private investment pursuant to Article L.411-2, II of the Monetary and Financial Code	Management	Against
E.17	Option to issue shares or securities providing access to capital without preferential subscription rights, in consideration for in-kind contributions granted to the Company and composed of equity securities or securities providing access to capital	Management	Against
E.18	Delegation of authority to be granted to the Board of Directors to decide to increase share capital by incorporation of reserves, profits, premiums or otherwise	Management	For
E.19	Delegation of authority to be granted to the Board of Directors to increase the number of issuable securities in case of capital increase with or without preferential subscription rights	Management	Against
E.20	Delegation of authority to be granted to the Board of Directors to decide to issue shares or securities providing access to capital reserved for members of company savings plans with cancellation of preferential subscription rights in favor of the latter	Management	Against
E.21	Delegation of authority to be granted to the Board of Directors to decide on share capital increase by issuing shares reserved for a category of persons with cancellation of preferential subscription rights in favor of the latter	Management	Against
E.22	Delegation to be granted to the Board of Directors to reduce share capital by cancellation of treasury shares	Management	For
O.E23	Powers to carry out all legal formalities	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINK. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

VECTREN CORPORATION

SECURITY	92240G101	MEETING TYPE	Annual
TICKER SYMBOL	VVC	MEETING DATE	16-May-2012
ISIN	US92240G1013	AGENDA	933567604 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 CARL L. CHAPMAN		For
	2 J.H. DEGRAFFENREIDT, JR		For
	3 NIEL C. ELLERBROOK		For
	4 JOHN D. ENGELBRECHT		For
	5 ANTON H. GEORGE		For
	6 MARTIN C. JISCHKE		For
	7 ROBERT G. JONES		For
	8 J. TIMOTHY MCGINLEY		For
	9 R. DANIEL SADLIER		For
	10 MICHAEL L. SMITH		For
	11 JEAN L. WOJTOWICZ		For
2.	APPROVE A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	RATIFY THE REAPPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR VECTREN FOR 2012.	Management	For

XCEL ENERGY INC.

SECURITY	98389B100	MEETING TYPE	Annual
TICKER SYMBOL	XEL	MEETING DATE	16-May-2012
ISIN	US98389B1008	AGENDA	933580789 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: GAIL KOZIARA BOUDREAUX	Management	For
1B.	ELECTION OF DIRECTOR: FREDRIC W. CORRIGAN	Management	For
1C.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Management	For
1D.	ELECTION OF DIRECTOR: BENJAMIN G.S. FOWKE III	Management	For
1E.	ELECTION OF DIRECTOR: ALBERT F. MORENO	Management	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER J. POLICINSKI	Management	For
1G.	ELECTION OF DIRECTOR: A. PATRICIA SAMPSON	Management	For
1H.	ELECTION OF DIRECTOR: JAMES J. SHEPPARD	Management	For
1I.	ELECTION OF DIRECTOR: DAVID A. WESTERLUND	Management	For
1J.	ELECTION OF DIRECTOR: KIM WILLIAMS	Management	For
1K.	ELECTION OF DIRECTOR: TIMOTHY V. WOLF	Management	For
2.	COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Management	For
3.	COMPANY PROPOSAL TO APPROVE AN AMENDMENT TO OUR RESTATED ARTICLES OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING IN THE ELECTION OF DIRECTORS	Management	Against
4.	COMPANY PROPOSAL TO APPROVE OTHER AMENDMENTS TO, AND THE	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5.	RESTATEMENT OF, OUR RESTATED ARTICLES OF INCORPORATION COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION	Management	Abstain
6.	SHAREHOLDER PROPOSAL ON THE SEPARATION OF THE ROLE OF THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER	Shareholder	Against

PINNACLE WEST CAPITAL CORPORATION

SECURITY 723484101 MEETING TYPE Annual
TICKER SYMBOL PNW MEETING DATE 16-May-2012
ISIN US7234841010 AGENDA 933582288 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR	Management	
	1 EDWARD N. BASHA, JR		For
	2 DONALD E. BRANDT		For
	3 SUSAN CLARK-JOHNSON		For
	4 DENIS A. CORTESE, MD		For
	5 MICHAEL L. GALLAGHER		For
	6 R.A. HERBERGER, JR, PHD		For
	7 DALE E. KLEIN, PHD		For
	8 HUMBERTO S. LOPEZ		For
	9 KATHRYN L. MUNRO		For
	10 BRUCE J. NORDSTROM		For
2	APPROVE THE PINNACLE WEST CAPITAL CORPORATION 2012 LONG-TERM INCENTIVE PLAN.	Management	For
3	VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION AS DISCLOSED IN THE 2012 PROXY STATEMENT.	Management	Abstain
4	RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

HALLIBURTON COMPANY

SECURITY 406216101 MEETING TYPE Annual
TICKER SYMBOL HAL MEETING DATE 16-May-2012
ISIN US4062161017 AGENDA 933585082 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: A.M. BENNETT	Management	For
1B	ELECTION OF DIRECTOR: J.R. BOYD	Management	For
1C	ELECTION OF DIRECTOR: M. CARROLL	Management	For
1D	ELECTION OF DIRECTOR: N.K. DICCIANI	Management	For
1E	ELECTION OF DIRECTOR: M.S. GERBER	Management	For
1F	ELECTION OF DIRECTOR: S.M. GILLIS	Management	For
1G	ELECTION OF DIRECTOR: A.S. JUM'AH	Management	For
1H	ELECTION OF DIRECTOR: D.J. LESAR	Management	For
1I	ELECTION OF DIRECTOR: R.A. MALONE	Management	For
1J	ELECTION OF DIRECTOR: J.L. MARTIN	Management	For
1K	ELECTION OF DIRECTOR: D.L. REED	Management	For
2	PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
4	PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY STOCK AND INCENTIVE PLAN.	Management	For

STATE STREET CORPORATION

SECURITY	857477103	MEETING TYPE	Annual
TICKER SYMBOL	STT	MEETING DATE	16-May-2012
ISIN	US8574771031	AGENDA	933587086 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: K. BURNES	Management	For
1B.	ELECTION OF DIRECTOR: P. COYM	Management	For
1C.	ELECTION OF DIRECTOR: P. DE SAINT-AIGNAN	Management	For
1D.	ELECTION OF DIRECTOR: A. FAWCETT	Management	For
1E.	ELECTION OF DIRECTOR: D. GRUBER	Management	For
1F.	ELECTION OF DIRECTOR: L. HILL	Management	For
1G.	ELECTION OF DIRECTOR: J. HOOLEY	Management	For
1H.	ELECTION OF DIRECTOR: R. KAPLAN	Management	For
1I.	ELECTION OF DIRECTOR: R. SERGEL	Management	For
1J.	ELECTION OF DIRECTOR: R. SKATES	Management	For
1K.	ELECTION OF DIRECTOR: G. SUMME	Management	For
1L.	ELECTION OF DIRECTOR: R. WEISSMAN	Management	For
2.	TO APPROVE AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION.	Management	Abstain
3.	APPROVE THE AMENDED AND RESTATED 2006 EQUITY INCENTIVE PLAN TO INCREASE BY 15.5 MILLION THE NUMBER OF SHARES OF COMMON STOCK.	Management	Against
4.	RATIFY SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

THOMSON REUTERS CORPORATION

SECURITY	884903105	MEETING TYPE	Annual
TICKER SYMBOL	TRI	MEETING DATE	16-May-2012
ISIN	CA8849031056	AGENDA	933589131 - Management

ITEM	PROPOSAL	TYPE	VOTE

01	DIRECTOR	Management	
1	DAVID THOMSON		For
2	W. GEOFFREY BEATTIE		For
3	JAMES C. SMITH		For
4	MANVINDER S. BANGA		For
5	MARY CIRILLO		For
6	STEVEN A. DENNING		For
7	LAWTON W. FITT		For
8	ROGER L. MARTIN		For
9	SIR DERYCK MAUGHAN		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	10	KEN OLISA, OBE		For
	11	VANCE K. OPPERMAN		For
	12	JOHN M. THOMPSON		For
	13	PETER J. THOMSON		For
	14	WULF VON SCHIMMELMANN		For
02		TO APPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITOR AND TO AUTHORIZE THE DIRECTORS TO FIX THE AUDITOR'S REMUNERATION.	Management	For
03		TO ACCEPT, ON AN ADVISORY BASIS, THE APPROACH TO EXECUTIVE COMPENSATION DESCRIBED IN THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR.	Management	For

THE HOME DEPOT, INC.

SECURITY	437076102	MEETING TYPE	Annual
TICKER SYMBOL	HD	MEETING DATE	17-May-2012
ISIN	US4370761029	AGENDA	933575752 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: F. DUANE ACKERMAN	Management	For
1B.	ELECTION OF DIRECTOR: FRANCIS S. BLAKE	Management	For
1C.	ELECTION OF DIRECTOR: ARI BOUSBIB	Management	For
1D.	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Management	For
1E.	ELECTION OF DIRECTOR: J. FRANK BROWN	Management	For
1F.	ELECTION OF DIRECTOR: ALBERT P. CAREY	Management	For
1G.	ELECTION OF DIRECTOR: ARMANDO CODINA	Management	For
1H.	ELECTION OF DIRECTOR: BONNIE G. HILL	Management	For
1I.	ELECTION OF DIRECTOR: KAREN L. KATEN	Management	For
1J.	ELECTION OF DIRECTOR: RONALD L. SARGENT	Management	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
4.	APPROVAL OF AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF RESERVED SHARES	Management	For
5.	SHAREHOLDER PROPOSAL REGARDING ADVISORY VOTE ON POLITICAL CONTRIBUTIONS	Shareholder	Against
6.	SHAREHOLDER PROPOSAL REGARDING EMPLOYMENT DIVERSITY REPORT	Shareholder	Against
7.	SHAREHOLDER PROPOSAL REGARDING REMOVAL OF PROCEDURAL SAFEGUARDS FROM SHAREHOLDER WRITTEN CONSENT RIGHT	Shareholder	Against
8.	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS	Shareholder	Against
9.	SHAREHOLDER PROPOSAL REGARDING CHARITABLE CONTRIBUTIONS	Shareholder	Against
10.	SHAREHOLDER PROPOSAL REGARDING STORMWATER MANAGEMENT POLICY	Shareholder	Against

INTEL CORPORATION

SECURITY	458140100	MEETING TYPE	Annual
TICKER SYMBOL	INTC	MEETING DATE	17-May-2012
ISIN	US4581401001	AGENDA	933577061 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Management	For
1B.	ELECTION OF DIRECTOR: ANDY D. BRYANT	Management	For
1C.	ELECTION OF DIRECTOR: SUSAN L. DECKER	Management	For
1D.	ELECTION OF DIRECTOR: JOHN J. DONAHOE	Management	For
1E.	ELECTION OF DIRECTOR: REED E. HUNDT	Management	For
1F.	ELECTION OF DIRECTOR: PAUL S. OTELLINI	Management	For
1G.	ELECTION OF DIRECTOR: JAMES D. PLUMMER	Management	For
1H.	ELECTION OF DIRECTOR: DAVID S. POTTRUCK	Management	For
1I.	ELECTION OF DIRECTOR: FRANK D. YEARY	Management	For
1J.	ELECTION OF DIRECTOR: DAVID B. YOFFIE	Management	For
2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR CURRENT YEAR	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
4.	STOCKHOLDER PROPOSAL: WHETHER TO HOLD AN ADVISORY VOTE ON POLITICAL CONTRIBUTIONS	Shareholder	Against

DR PEPPER SNAPPLE GROUP, INC.

SECURITY 26138E109 MEETING TYPE Annual
TICKER SYMBOL DPS MEETING DATE 17-May-2012
ISIN US26138E1091 AGENDA 933578710 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: DAVID E. ALEXANDER	Management	For
1B	ELECTION OF DIRECTOR: PAMELA H. PATSLEY	Management	For
1C	ELECTION OF DIRECTOR: M. ANNE SZOSTAK	Management	For
1D	ELECTION OF DIRECTOR: MICHAEL F. WEINSTEIN	Management	For
2	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For
3	RESOLVED, THAT COMPENSATION PAID TO NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES AND REGULATIONS OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND THE NARRATIVE DISCUSSION, IS HEREBY APPROVED.	Management	Abstain
4	TO CONSIDER AND VOTE UPON PROPOSED AMENDMENTS TO THE COMPANY'S CERTIFICATE OF INCORPORATION AND BY-LAWS TO DECLASSIFY THE COMPANY'S BOARD AND PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS. THE BOARD RECOMMENDS YOU VOTE "AGAINST" PROPOSAL 5.	Management	For
5	TO CONSIDER AND ACT UPON A STOCKHOLDER PROPOSAL REGARDING A COMPREHENSIVE RECYCLING STRATEGY FOR BEVERAGE CONTAINERS.	Shareholder	Against

ALTRIA GROUP, INC.

SECURITY 02209S103 MEETING TYPE Annual
TICKER SYMBOL MO MEETING DATE 17-May-2012
ISIN US02209S1033 AGENDA 933581161 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: ELIZABETH E. BAILEY	Management	For
1B.	ELECTION OF DIRECTOR: GERALD L. BALILES	Management	For
1C.	ELECTION OF DIRECTOR: MARTIN J. BARRINGTON	Management	For
1D.	ELECTION OF DIRECTOR: JOHN T. CASTEEN III	Management	For
1E.	ELECTION OF DIRECTOR: DINYAR S. DEVITRE	Management	For
1F.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Management	For
1G.	ELECTION OF DIRECTOR: THOMAS W. JONES	Management	For
1H.	ELECTION OF DIRECTOR: W. LEO KIELY III	Management	For
1I.	ELECTION OF DIRECTOR: KATHRYN B. MCQUADE	Management	For
1J.	ELECTION OF DIRECTOR: GEORGE MUNOZ	Management	For
1K.	ELECTION OF DIRECTOR: NABIL Y. SAKKAB	Management	For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain
4.	SHAREHOLDER PROPOSAL - DISCLOSURE OF LOBBYING POLICIES AND PRACTICES	Shareholder	Against

BOYD GAMING CORPORATION

SECURITY 103304101 MEETING TYPE Annual
TICKER SYMBOL BYD MEETING DATE 17-May-2012
ISIN US1033041013 AGENDA 933581577 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 ROBERT L. BOUGHNER		For
	2 WILLIAM R. BOYD		For
	3 WILLIAM S. BOYD		For
	4 RICHARD E. FLAHERTY		For
	5 THOMAS V. GIRARDI		For
	6 MARIANNE BOYD JOHNSON		For
	7 BILLY G. MCCOY		For
	8 FREDERICK J. SCHWAB		For
	9 KEITH E. SMITH		For
	10 CHRISTINE J. SPADAFOR		For
	11 PETER M. THOMAS		For
	12 VERONICA J. WILSON		For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE COMPANY'S 2002 STOCK INCENTIVE PLAN AS THE 2012 STOCK INCENTIVE PLAN.	Management	Against

OGE ENERGY CORP.

SECURITY 670837103 MEETING TYPE Annual
TICKER SYMBOL OGE MEETING DATE 17-May-2012
ISIN US6708371033 AGENDA 933582252 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR 1 WAYNE H. BRUNETTI 2 JOHN D. GROENDYKE 3 KIRK HUMPHREYS 4 ROBERT KELLEY 5 ROBERT O. LORENZ 6 JUDY R. MCREYNOLDS 7 LEROY C. RICHIE	Management	For For For For For For For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2012.	Management	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4	SHAREHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTE.	Shareholder	Against

ALLIANT ENERGY CORPORATION

SECURITY 018802108 MEETING TYPE Annual
TICKER SYMBOL LNT MEETING DATE 17-May-2012
ISIN US0188021085 AGENDA 933582769 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 PATRICK E. ALLEN** 2 PATRICIA L. KAMPLING** 3 ANN K. NEWHALL* 4 DEAN C. OESTREICH* 5 CAROL P. SANDERS*	Management	For For For For For
2.	ADVISORY VOTE ON APPROVAL OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

INVESCO LTD

SECURITY G491BT108 MEETING TYPE Annual
TICKER SYMBOL IVZ MEETING DATE 17-May-2012
ISIN BMG491BT1088 AGENDA 933584840 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.1	ELECTION OF DIRECTOR: MARTIN L. FLANAGAN	Management	For
1.2	ELECTION OF DIRECTOR: C. ROBERT HENRIKSON	Management	For
1.3	ELECTION OF DIRECTOR: BEN F. JOHNSON, III	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.4	ELECTION OF DIRECTOR: J. THOMAS PRESBY	Management	For
2	ADVISORY VOTE TO APPROVE 2011 EXECUTIVE COMPENSATION	Management	Abstain
3	APPROVAL OF THE INVESCO LTD. 2012 EMPLOYEE STOCK PURCHASE PLAN	Management	For
4	APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For

WESTAR ENERGY, INC.

SECURITY	95709T100	MEETING TYPE	Annual
TICKER SYMBOL	WR	MEETING DATE	17-May-2012
ISIN	US95709T1007	AGENDA	933587276 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	DIRECTOR	Management	
	1 CHARLES Q. CHANDLER IV		For
	2 R. A. EDWARDS III		For
	3 SANDRA A. J. LAWRENCE		For
	4 MICHAEL F. MORRISSEY		For
2	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
3	RATIFICATION AND CONFIRMATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

REPUBLIC SERVICES, INC.

SECURITY	760759100	MEETING TYPE	Annual
TICKER SYMBOL	RSG	MEETING DATE	17-May-2012
ISIN	US7607591002	AGENDA	933587341 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: JAMES W. CROWNOVER	Management	For
1B.	ELECTION OF DIRECTOR: WILLIAM J. FLYNN	Management	For
1C.	ELECTION OF DIRECTOR: MICHAEL LARSON	Management	For
1D.	ELECTION OF DIRECTOR: NOLAN LEHMANN	Management	For
1E.	ELECTION OF DIRECTOR: W. LEE NUTTER	Management	For
1F.	ELECTION OF DIRECTOR: RAMON A. RODRIGUEZ	Management	For
1G.	ELECTION OF DIRECTOR: DONALD W. SLAGER	Management	For
1H.	ELECTION OF DIRECTOR: ALLAN C. SORENSEN	Management	For
1I.	ELECTION OF DIRECTOR: JOHN M. TRANI	Management	For
1J.	ELECTION OF DIRECTOR: MICHAEL W. WICKHAM	Management	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2012.	Management	For
4.	STOCKHOLDER PROPOSAL REGARDING PAYMENTS UPON THE DEATH OF A SENIOR EXECUTIVE.	Shareholder	Against
5.	STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

AND EXPENDITURES.

TELEPHONE AND DATA SYSTEMS, INC.

SECURITY	879433829	MEETING TYPE	Annual
TICKER SYMBOL	TDS	MEETING DATE	17-May-2012
ISIN	US8794338298	AGENDA	933604399 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 C.A. DAVIS		For
	2 C.D. O'LEARY		For
	3 M.H. SARANOW		For
	4 G.L. SUGARMAN		For
2.	RATIFY ACCOUNTANTS FOR 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
4.	SHAREHOLDER PROPOSAL TO RECAPITALIZE TDS' OUTSTANDING STOCK.	Shareholder	For

WASTE CONNECTIONS, INC.

SECURITY	941053100	MEETING TYPE	Annual
TICKER SYMBOL	WCN	MEETING DATE	18-May-2012
ISIN	US9410531001	AGENDA	933584701 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.1	ELECTION OF DIRECTOR: MICHAEL W. HARLAN	Management	For
1.2	ELECTION OF DIRECTOR: WILLIAM J. RAZZOUK	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS WCI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	APPROVAL ON A NON-BINDING, ADVISORY BASIS OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT ("SAY ON PAY").	Management	Abstain
4.	VOTE ON A STOCKHOLDER PROPOSAL CONCERNING ADOPTION OF A SIMPLE MAJORITY VOTING STANDARD IN OUR CHARTER AND BYLAWS.	Shareholder	Against
5.	VOTE ON A STOCKHOLDER PROPOSAL CONCERNING ADOPTION OF A POLICY THAT THE CHAIRMAN OF OUR BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR.	Shareholder	Against

CABLEVISION SYSTEMS CORPORATION

SECURITY	12686C109	MEETING TYPE	Annual
TICKER SYMBOL	CVC	MEETING DATE	18-May-2012
ISIN	US12686C1099	AGENDA	933588153 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 ZACHARY W. CARTER		For
	2 THOMAS V. REIFENHEISER		For
	3 JOHN R. RYAN		For
	4 VINCENT TESE		For
	5 LEONARD TOW		For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2012.	Management	For

HSN, INC

SECURITY 404303109 MEETING TYPE Annual
TICKER SYMBOL HSNI MEETING DATE 18-May-2012
ISIN US4043031099 AGENDA 933589092 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	DIRECTOR	Management	
	1 P. BOUSQUET-CHAVANNE		For
	2 MICHAEL C. BOYD		For
	3 WILLIAM COSTELLO		For
	4 JAMES M. FOLLO		For
	5 MINDY GROSSMAN		For
	6 STEPHANIE KUGELMAN		For
	7 ARTHUR C. MARTINEZ		For
	8 THOMAS J. MCINERNEY		For
	9 JOHN B. (JAY) MORSE		For
2	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For

PEPCO HOLDINGS, INC.

SECURITY 713291102 MEETING TYPE Annual
TICKER SYMBOL POM MEETING DATE 18-May-2012
ISIN US7132911022 AGENDA 933589218 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 JACK B. DUNN, IV		For
	2 TERENCE C. GOLDEN		For
	3 PATRICK T. HARKER		For
	4 FRANK O. HEINTZ		For
	5 BARBARA J. KRUMSIEK		For
	6 GEORGE F. MACCORMACK		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	7	LAWRENCE C. NUSSDORF		For
	8	PATRICIA A. OELRICH		For
	9	JOSEPH M. RIGBY		For
	10	FRANK K. ROSS		For
	11	PAULINE A. SCHNEIDER		For
	12	LESTER P. SILVERMAN		For
2.		A PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
3.		A PROPOSAL TO APPROVE THE PEPCO HOLDINGS, INC. 2012 LONG-TERM INCENTIVE PLAN.	Management	For
4.		A PROPOSAL TO APPROVE THE PERFORMANCE GOAL CRITERIA UNDER THE PEPCO HOLDINGS, INC. LONG-TERM INCENTIVE PLAN.	Management	For
5.		A PROPOSAL TO APPROVE THE PEPCO HOLDINGS, INC. AMENDED AND RESTATED ANNUAL EXECUTIVE INCENTIVE COMPENSATION PLAN.	Management	For
6.		A PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2012.	Management	For

MACY'S INC.

SECURITY	55616P104	MEETING TYPE	Annual
TICKER SYMBOL	M	MEETING DATE	18-May-2012
ISIN	US55616P1049	AGENDA	933591441 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For
1B.	ELECTION OF DIRECTOR: DEIRDRE P. CONNELLY	Management	For
1C.	ELECTION OF DIRECTOR: MEYER FELDBERG	Management	For
1D.	ELECTION OF DIRECTOR: SARA LEVINSON	Management	For
1E.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For
1F.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Management	For
1G.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For
1H.	ELECTION OF DIRECTOR: PAUL C. VARGA	Management	For
1I.	ELECTION OF DIRECTOR: CRAIG E. WEATHERUP	Management	For
1J.	ELECTION OF DIRECTOR: MARNA C. WHITTINGTON	Management	For
2.	THE PROPOSED RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS MACY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 2, 2013.	Management	For
3.	APPROVAL OF MACY'S SENIOR EXECUTIVE INCENTIVE COMPENSATION PLAN.	Management	For
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
5.	SHAREHOLDER PROPOSAL REGARDING RACCOON DOG FUR.	Shareholder	Against

TRANSOCEAN, LTD.

SECURITY	H8817H100	MEETING TYPE	Annual
TICKER SYMBOL	RIG	MEETING DATE	18-May-2012
ISIN	CH0048265513	AGENDA	933591946 - Management

ITEM	PROPOSAL	TYPE	VOTE
------	----------	------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.	APPROVAL OF THE 2011 ANNUAL REPORT, INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS OF TRANSOCEAN LTD. FOR FISCAL YEAR 2011 AND THE STATUTORY FINANCIAL STATEMENTS OF TRANSOCEAN LTD. FOR FISCAL YEAR 2011.	Management	For
2.	APPROPRIATION OF AVAILABLE EARNINGS FOR FISCAL YEAR 2011.	Management	For
3A.	ELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: GLYN BARKER	Management	For
3B.	ELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: VANESSA C.L. CHANG	Management	For
3C.	ELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: CHAD DEATON	Management	For
3D.	REELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: EDWARD R. MULLER	Management	For
3E.	REELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: TAN EK KIA	Management	For
4.	APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012 AND REELECTION OF ERNST & YOUNG LTD., ZURICH, AS THE COMPANY'S AUDITOR FOR A FURTHER ONE-YEAR TERM.	Management	For
5.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain

CLEAR CHANNEL OUTDOOR HOLDINGS, INC.

SECURITY 18451C109 MEETING TYPE Annual
TICKER SYMBOL CCO MEETING DATE 18-May-2012
ISIN US18451C1099 AGENDA 933608020 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 JAMES C. CARLISLE 2 ROBERT W. PITTMAN 3 DALE W. TREMBLAY	Management	Withheld Withheld Withheld
2.	APPROVAL OF THE ADOPTION OF THE 2012 STOCK INCENTIVE PLAN.	Management	Against
3.	APPROVAL OF THE ADOPTION OF THE AMENDED AND RESTATED 2006 ANNUAL INCENTIVE PLAN.	Management	For
4.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

TRANSOCEAN, LTD.

SECURITY H8817H100 MEETING TYPE Annual
TICKER SYMBOL RIG MEETING DATE 18-May-2012
ISIN CH0048265513 AGENDA 933631776 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	APPROVAL OF THE 2011 ANNUAL REPORT, INCLUDING THE	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

CONSOLIDATED FINANCIAL STATEMENTS OF TRANSOCEAN LTD. FOR FISCAL YEAR 2011 AND THE STATUTORY FINANCIAL STATEMENTS OF TRANSOCEAN LTD. FOR FISCAL YEAR 2011.

2.	APPROPRIATION OF AVAILABLE EARNINGS FOR FISCAL YEAR 2011.	Management	For
3A.	ELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: GLYN BARKER	Management	For
3B.	ELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: VANESSA C.L. CHANG	Management	For
3C.	ELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: CHAD DEATON	Management	For
3D.	REELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: EDWARD R. MULLER	Management	For
3E.	REELECTION OF CLASS I DIRECTOR FOR THREE-YEAR TERM: TAN EK KIA	Management	For
4.	APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012 AND REELECTION OF ERNST & YOUNG LTD., ZURICH, AS THE COMPANY'S AUDITOR FOR A FURTHER ONE-YEAR TERM.	Management	For
5.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain

CONSOLIDATED EDISON, INC.

SECURITY	209115104	MEETING TYPE	Annual
TICKER SYMBOL	ED	MEETING DATE	21-May-2012
ISIN	US2091151041	AGENDA	933591061 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: KEVIN BURKE	Management	For
1B.	ELECTION OF DIRECTOR: VINCENT A. CALARCO	Management	For
1C.	ELECTION OF DIRECTOR: GEORGE CAMPBELL, JR.	Management	For
1D.	ELECTION OF DIRECTOR: GORDON J. DAVIS	Management	For
1E.	ELECTION OF DIRECTOR: MICHAEL J. DEL GIUDICE	Management	For
1F.	ELECTION OF DIRECTOR: ELLEN V. FUTTER	Management	For
1G.	ELECTION OF DIRECTOR: JOHN F. HENNESSY III	Management	For
1H.	ELECTION OF DIRECTOR: JOHN F. KILLIAN	Management	For
1I.	ELECTION OF DIRECTOR: EUGENE R. MCGRATH	Management	For
1J.	ELECTION OF DIRECTOR: SALLY H. PINERO	Management	For
1K.	ELECTION OF DIRECTOR: MICHAEL W. RANGER	Management	For
1L.	ELECTION OF DIRECTOR: L. FREDERICK SUTHERLAND	Management	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT ACCOUNTANTS.	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4.	ADDITIONAL COMPENSATION INFORMATION.	Shareholder	Against

MGE ENERGY, INC.

SECURITY	55277P104	MEETING TYPE	Annual
TICKER SYMBOL	MGEE	MEETING DATE	22-May-2012
ISIN	US55277P1049	AGENDA	933577263 - Management

ITEM	PROPOSAL	TYPE	VOTE

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.	DIRECTOR 1 JOHN R. NEVIN 2 GARY J. WOLTER	Management	For For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP FOR FISCAL YEAR 2012.	Management	For

DIAMOND OFFSHORE DRILLING, INC.

SECURITY 25271C102 MEETING TYPE Annual
TICKER SYMBOL DO MEETING DATE 22-May-2012
ISIN US25271C1027 AGENDA 933589282 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: JAMES S. TISCH	Management	For
1B.	ELECTION OF DIRECTOR: LAWRENCE R. DICKERSON	Management	For
1C.	ELECTION OF DIRECTOR: JOHN R. BOLTON	Management	For
1D.	ELECTION OF DIRECTOR: CHARLES L. FABRIKANT	Management	For
1E.	ELECTION OF DIRECTOR: PAUL G. GAFFNEY II	Management	For
1F.	ELECTION OF DIRECTOR: EDWARD GREBOW	Management	For
1G.	ELECTION OF DIRECTOR: HERBERT C. HOFMANN	Management	For
1H.	ELECTION OF DIRECTOR: CLIFFORD M. SOBEL	Management	For
1I.	ELECTION OF DIRECTOR: ANDREW H. TISCH	Management	For
1J.	ELECTION OF DIRECTOR: RAYMOND S. TROUBH	Management	For
2.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR 2012.	Management	For
3.	TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION.	Management	Abstain
4.	TO APPROVE THE COMPANY'S AMENDED AND RESTATED INCENTIVE COMPENSATION PLAN FOR EXECUTIVE OFFICERS.	Management	For

TUPPERWARE BRANDS CORPORATION

SECURITY 899896104 MEETING TYPE Annual
TICKER SYMBOL TUP MEETING DATE 22-May-2012
ISIN US8998961044 AGENDA 933591251 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A	ELECTION OF DIRECTOR: CATHERINE A. BERTINI	Management	For
1B	ELECTION OF DIRECTOR: SUSAN M. CAMERON	Management	For
1C	ELECTION OF DIRECTOR: KRISS CLONINGER, III	Management	For
1D	ELECTION OF DIRECTOR: E. V. GOINGS	Management	For
1E	ELECTION OF DIRECTOR: JOE R. LEE	Management	For
1F	ELECTION OF DIRECTOR: ANGEL R. MARTINEZ	Management	For
1G	ELECTION OF DIRECTOR: A. MONTEIRO DE CASTRO	Management	For
1H	ELECTION OF DIRECTOR: ROBERT J. MURRAY	Management	For
1I	ELECTION OF DIRECTOR: DAVID R. PARKER	Management	For
1J	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For
1K	ELECTION OF DIRECTOR: M. ANNE SZOSTAK	Management	For
2	PROPOSAL TO RATIFY THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM	Management	Abstain
---	---	------------	---------

MERCK & CO., INC.

SECURITY	58933Y105	MEETING TYPE	Annual
TICKER SYMBOL	MRK	MEETING DATE	22-May-2012
ISIN	US58933Y1055	AGENDA	933595158 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: LESLIE A. BRUN	Management	For
1B.	ELECTION OF DIRECTOR: THOMAS R. CECH	Management	For
1C.	ELECTION OF DIRECTOR: KENNETH C. FRAZIER	Management	For
1D.	ELECTION OF DIRECTOR: THOMAS H. GLOCER	Management	For
1E.	ELECTION OF DIRECTOR: WILLIAM B. HARRISON JR.	Management	For
1F.	ELECTION OF DIRECTOR: C. ROBERT KIDDER	Management	For
1G.	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For
1H.	ELECTION OF DIRECTOR: CARLOS E. REPRESAS	Management	For
1I.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For
1J.	ELECTION OF DIRECTOR: CRAIG B. THOMPSON	Management	For
1K.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For
1L.	ELECTION OF DIRECTOR: PETER C. WENDELL	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
4.	SHAREHOLDER PROPOSAL CONCERNING SHAREHOLDER ACTION BY WRITTEN CONSENT.	Shareholder	Against
5.	SHAREHOLDER PROPOSAL CONCERNING SPECIAL SHAREHOLDER MEETINGS.	Shareholder	Against
6.	SHAREHOLDER PROPOSAL CONCERNING REPORT ON CHARITABLE AND POLITICAL CONTRIBUTIONS.	Shareholder	Against

W. R. BERKLEY CORPORATION

SECURITY	084423102	MEETING TYPE	Annual
TICKER SYMBOL	WRB	MEETING DATE	22-May-2012
ISIN	US0844231029	AGENDA	933597429 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: WILLIAM R. BERKLEY	Management	For
1B.	ELECTION OF DIRECTOR: CHRISTOPHER L. AUGOSTINI	Management	For
1C.	ELECTION OF DIRECTOR: GEORGE G. DALY	Management	For
2.	TO APPROVE THE W. R. BERKLEY CORPORATION 2012 STOCK INCENTIVE PLAN.	Management	Against
3.	TO CONSIDER AND CAST A NON-BINDING ADVISORY VOTE ON A RESOLUTION APPROVING THE COMPENSATION OF THE COMPANY'S EXECUTIVE OFFICERS PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, OR "SAY-ON-PAY" VOTE.	Management	Abstain
4.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR
THE FISCAL YEAR ENDING DECEMBER 31, 2012.

INTERMEC, INC.

SECURITY	458786100	MEETING TYPE	Annual
TICKER SYMBOL	IN	MEETING DATE	22-May-2012
ISIN	US4587861000	AGENDA	933597455 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1A.	ELECTION OF DIRECTOR: KEITH L. BARNES	Management	For
1B.	ELECTION OF DIRECTOR: PATRICK J. BYRNE	Management	For
1C.	ELECTION OF DIRECTOR: ERIC J. DRAUT	Management	For
1D.	ELECTION OF DIRECTOR: GREGORY K. HINCKLEY	Management	For
1E.	ELECTION OF DIRECTOR: LYDIA H. KENNARD	Management	For
1F.	ELECTION OF DIRECTOR: ALLEN J. LAUER	Management	For
1G.	ELECTION OF DIRECTOR: STEPHEN P. REYNOLDS	Management	For
1H.	ELECTION OF DIRECTOR: STEVEN B. SAMPLE	Management	For
1I.	ELECTION OF DIRECTOR: OREN G. SHAFFER	Management	For
1J.	ELECTION OF DIRECTOR: LARRY D. YOST	Management	For
2.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INTERMEC, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADOPT ADVISORY RESOLUTION APPROVING COMPENSATION OF INTERMEC, INC.'S NAMED EXECUTIVE OFFICERS.	Management	Abstain
4.	APPROVE AMENDMENT TO THE INTERMEC, INC 2008 EMPLOYEE STOCK PURCHASE PLAN.	Management	For

AMERICAN STATES WATER COMPANY

SECURITY	029899101	MEETING TYPE	Annual
TICKER SYMBOL	AWR	MEETING DATE	22-May-2012
ISIN	US0298991011	AGENDA	933605757 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1	DIRECTOR	Management	
	1 JAMES L. ANDERSON		For
	2 ANNE M. HOLLOWAY		For
	3 SARAH J. ANDERSON		For
2	TO APPROVE AN AMENDMENT AND RESTATEMENT OF OUR 2008 STOCK INCENTIVE PLAN.	Management	For
3	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
4	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For

ROYAL DUTCH SHELL PLC

SECURITY	780259206	MEETING TYPE	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TICKER SYMBOL RDSA MEETING DATE 22-May-2012
 ISIN US7802592060 AGENDA 933613766 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	ADOPTION OF ANNUAL REPORT & ACCOUNTS	Management	For
2.	APPROVAL OF REMUNERATION REPORT	Management	For
3.	APPOINTMENT OF SIR NIGEL SHEINWALD AS A DIRECTOR OF THE COMPANY	Management	For
4A.	RE-APPOINTMENT OF DIRECTOR: JOSEF ACKERMANN	Management	For
4B.	RE-APPOINTMENT OF DIRECTOR: GUY ELLIOTT	Management	For
4C.	RE-APPOINTMENT OF DIRECTOR: SIMON HENRY	Management	For
4D.	RE-APPOINTMENT OF DIRECTOR: CHARLES O. HOLLIDAY	Management	For
4E.	RE-APPOINTMENT OF DIRECTOR: GERARD KLEISTERLEE	Management	For
4F.	RE-APPOINTMENT OF DIRECTOR: CHRISTINE MORIN-POSTEL	Management	For
4G.	RE-APPOINTMENT OF DIRECTOR: JORMA OLLILA	Management	For
4H.	RE-APPOINTMENT OF DIRECTOR: LINDA G. STUNTZ	Management	For
4I.	RE-APPOINTMENT OF DIRECTOR: JEROEN VAN DER VEER	Management	For
4J.	RE-APPOINTMENT OF DIRECTOR: PETER VOSER	Management	For
4K.	RE-APPOINTMENT OF DIRECTOR: HANS WIJERS	Management	For
5.	RE-APPOINTMENT OF AUDITORS	Management	For
6.	REMUNERATION OF AUDITORS	Management	For
7.	AUTHORITY TO ALLOT SHARES	Management	For
8.	DISAPPLICATION OF PRE-EMPTION RIGHTS	Management	Against
9.	AUTHORITY TO PURCHASE OWN SHARES	Management	For
10.	AUTHORITY FOR CERTAIN DONATIONS AND EXPENDITURE	Management	For

LORAL SPACE & COMMUNICATIONS INC.

SECURITY 543881106 MEETING TYPE Annual
 TICKER SYMBOL LORL MEETING DATE 22-May-2012
 ISIN US5438811060 AGENDA 933617409 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 DR. MARK H. RACHESKY 2 HAL GOLDSTEIN	Management	For
2.	ACTING UPON A PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	ACTING UPON A PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE COMPANY'S PROXY STATEMENT.	Management	Abstain

TELEKOM AUSTRIA AG, WIEN

SECURITY A8502A102 MEETING TYPE Ordinary General Meeting
 TICKER SYMBOL AT0000720008 MEETING DATE 23-May-2012
 ISIN AT0000720008 AGENDA 703803672 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 979357 DUE TO ADDITION OF-RESOLUTION. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND-YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
CMMT	PLEASE NOTE THAT THE MEETING HAS BEEN SET UP USING THE RECORD DATE 11 MAY 2012-WHICH AT THIS TIME WE ARE UNABLE TO SYSTEMATICALLY UPDATE. THE TRUE RECORD DATE FOR THIS MEETING IS 13 MAY 2012. THANK YOU	Non-Voting	
1	Receive financial statements and statutory reports	Non-Voting	
2	Receive investigation report about compliance issues relating to Peter Hocheegg-er	Non-Voting	
3	Approve allocation of income	Management	For
4	Approve discharge of management board	Management	For
5	Approve discharge of supervisory board	Management	For
6	Approve remuneration of supervisory board members	Management	For
7	Ratify auditors	Management	For
8	Receive report on share repurchase program	Non-Voting	
9	Approve extension of share repurchase program and associated share usage authority shareholder proposals submitted by Marathon Zwei Beteiligungs Gmbh	Management	For
10.1	Please note that this resolution is being proposed by the shareholder Marathon Zwei Beteiligungs Gmbh: Increase size of supervisory board to 10 members	Management	For
10.2	Please note that this resolution is being proposed by the shareholder Marathon Zwei Beteiligungs Gmbh: Elect Ronny Pecik to the supervisory board, if item 10.1 is approved	Management	For
10.3	Please note that this resolution is being proposed by the shareholder Marathon Zwei Beteiligungs Gmbh: Elect Naguib Sawiris to the supervisory board, if item 10.1 is approved	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION OF TEXT IN RESOLUTION-NO 8 AND 9. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS-PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

BLACK HILLS CORPORATION

SECURITY 092113109 MEETING TYPE Annual
TICKER SYMBOL BKH MEETING DATE 23-May-2012
ISIN US0921131092 AGENDA 933575423 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 MICHAEL H. MADISON		For
	2 STEVEN R. MILLS		For
	3 STEPHEN D. NEWLIN		For
2.	AUTHORIZE AN INCREASE IN THE COMPANY'S AUTHORIZED	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	INDEBTEDNESS FROM \$2 BILLION TO \$4 BILLION.		
3.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS BLACK HILLS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
4.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

ONEOK, INC.

SECURITY	682680103	MEETING TYPE	Annual
TICKER SYMBOL	OKE	MEETING DATE	23-May-2012
ISIN	US6826801036	AGENDA	933591655 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: JAMES C. DAY	Management	For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	Management	For
1C.	ELECTION OF DIRECTOR: WILLIAM L. FORD	Management	For
1D.	ELECTION OF DIRECTOR: JOHN W. GIBSON	Management	For
1E.	ELECTION OF DIRECTOR: BERT H. MACKIE	Management	For
1F.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Management	For
1G.	ELECTION OF DIRECTOR: JIM W. MOGG	Management	For
1H.	ELECTION OF DIRECTOR: PATTYE L. MOORE	Management	For
1I.	ELECTION OF DIRECTOR: GARY D. PARKER	Management	For
1J.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	Management	For
1K.	ELECTION OF DIRECTOR: GERALD B. SMITH	Management	For
1L.	ELECTION OF DIRECTOR: DAVID J. TIPPECONNIC	Management	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	A PROPOSAL TO APPROVE ADDITIONAL SHARES FOR ISSUANCE UNDER THE ONEOK, INC. EMPLOYEE STOCK AWARD PROGRAM.	Management	For
4.	A PROPOSAL TO AMEND AND RESTATE THE ONEOK, INC. EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN.	Management	For
5.	A PROPOSAL TO AMEND THE ONEOK, INC. CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK.	Management	For
6.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain

KRAFT FOODS INC.

SECURITY	50075N104	MEETING TYPE	Annual
TICKER SYMBOL	KFT	MEETING DATE	23-May-2012
ISIN	US50075N1046	AGENDA	933593609 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: MYRA M. HART	Management	For
1B.	ELECTION OF DIRECTOR: PETER B. HENRY	Management	For
1C.	ELECTION OF DIRECTOR: LOIS D. JULIBER	Management	For
1D.	ELECTION OF DIRECTOR: MARK D. KETCHUM	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For
1F.	ELECTION OF DIRECTOR: MACKEY J. MCDONALD	Management	For
1G.	ELECTION OF DIRECTOR: JORGE S. MESQUITA	Management	For
1H.	ELECTION OF DIRECTOR: JOHN C. POPE	Management	For
1I.	ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS	Management	For
1J.	ELECTION OF DIRECTOR: IRENE B. ROSENFELD	Management	For
1K.	ELECTION OF DIRECTOR: J.F. VAN BOXMEER	Management	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
3.	APPROVAL OF AMENDMENT TO CHANGE COMPANY NAME.	Management	For
4.	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS.	Management	For
5.	SHAREHOLDER PROPOSAL: SUSTAINABLE FORESTRY REPORT.	Shareholder	Against
6.	SHAREHOLDER PROPOSAL:REPORT ON EXTENDED PRODUCER RESPONSIBILITY.	Shareholder	Against
7.	SHAREHOLDER PROPOSAL: REPORT ON LOBBYING.	Shareholder	Against

THE TRAVELERS COMPANIES, INC.

SECURITY	89417E109	MEETING TYPE	Annual
TICKER SYMBOL	TRV	MEETING DATE	23-May-2012
ISIN	US89417E1091	AGENDA	933596009 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: ALAN L. BELLER	Management	For
1B.	ELECTION OF DIRECTOR: JOHN H. DASBURG	Management	For
1C.	ELECTION OF DIRECTOR: JANET M. DOLAN	Management	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Management	For
1E.	ELECTION OF DIRECTOR: JAY S. FISHMAN	Management	For
1F.	ELECTION OF DIRECTOR: LAWRENCE G. GRAEV	Management	For
1G.	ELECTION OF DIRECTOR: PATRICIA L. HIGGINS	Management	For
1H.	ELECTION OF DIRECTOR: THOMAS R. HODGSON	Management	For
1I.	ELECTION OF DIRECTOR: WILLIAM J. KANE	Management	For
1J.	ELECTION OF DIRECTOR: CLEVE L. KILLINGSWORTH JR.	Management	For
1K.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	Management	For
1L.	ELECTION OF DIRECTOR: LAURIE J. THOMSEN	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS TRAVELERS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	NON-BINDING VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain
4.	SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS AND EXPENDITURES, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS.	Shareholder	Against

FIDELITY NATIONAL FINANCIAL, INC

SECURITY	31620R105	MEETING TYPE	Annual
TICKER SYMBOL	FNF	MEETING DATE	23-May-2012
ISIN	US31620R1059	AGENDA	933598180 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	1	FRANK P. WILLEY		For
	2	WILLIE D. DAVIS		For
2.		TO APPROVE A NON-BINDING ADVISORY RESOLUTION ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.		TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2012 FISCAL YEAR.	Management	For

THE SOUTHERN COMPANY

SECURITY	842587107	MEETING TYPE	Annual
TICKER SYMBOL	SO	MEETING DATE	23-May-2012
ISIN	US8425871071	AGENDA	933605860 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: J.P. BARANCO	Management	For
1B.	ELECTION OF DIRECTOR: J.A. BOSCIA	Management	For
1C.	ELECTION OF DIRECTOR: H.A. CLARK III	Management	For
1D.	ELECTION OF DIRECTOR: T.A. FANNING	Management	For
1E.	ELECTION OF DIRECTOR: H.W. HABERMEYER, JR.	Management	For
1F.	ELECTION OF DIRECTOR: V.M. HAGEN	Management	For
1G.	ELECTION OF DIRECTOR: W.A. HOOD, JR.	Management	For
1H.	ELECTION OF DIRECTOR: D.M. JAMES	Management	For
1I.	ELECTION OF DIRECTOR: D.E. KLEIN	Management	For
1J.	ELECTION OF DIRECTOR: W.G. SMITH, JR.	Management	For
1K.	ELECTION OF DIRECTOR: S.R. SPECKER	Management	For
1L.	ELECTION OF DIRECTOR: L.D. THOMPSON	Management	For
1M.	ELECTION OF DIRECTOR: E.J. WOOD III	Management	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICERS' COMPENSATION	Management	Abstain
4.	STOCKHOLDER PROPOSAL ON COAL COMBUSTION BYPRODUCTS ENVIRONMENTAL REPORT	Shareholder	Against
5.	STOCKHOLDER PROPOSAL ON LOBBYING CONTRIBUTIONS AND EXPENDITURES REPORT	Shareholder	Against

PETROCHINA COMPANY LIMITED

SECURITY	71646E100	MEETING TYPE	Annual
TICKER SYMBOL	PTR	MEETING DATE	23-May-2012
ISIN	US71646E1001	AGENDA	933619833 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	TO CONSIDER AND APPROVE THE REPORT OF THE BOARD OF DIRECTORS OF THE COMPANY FOR THE YEAR 2011.	Management	For
2.	TO CONSIDER AND APPROVE THE REPORT OF THE SUPERVISORY COMMITTEE OF THE COMPANY FOR THE YEAR 2011.	Management	For
3.	TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	OF THE COMPANY FOR THE YEAR 2011.		
4.	TO CONSIDER AND APPROVE THE DECLARATION AND PAYMENT OF THE FINAL DIVIDENDS FOR THE YEAR ENDED 31 DECEMBER 2011 IN THE AMOUNT AND IN THE MANNER RECOMMENDED BY THE BOARD OF DIRECTORS.	Management	For
5.	TO CONSIDER AND APPROVE THE AUTHORISATION OF THE BOARD OF DIRECTORS TO DETERMINE THE DISTRIBUTION OF INTERIM DIVIDENDS FOR THE YEAR 2012.	Management	For
6.	TO CONSIDER AND APPROVE THE CONTINUATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS, CERTIFIED PUBLIC ACCOUNTANTS, AS THE INTERNATIONAL AUDITORS OF THE COMPANY AND PRICEWATERHOUSECOOPERS ZHONG TIAN CPAS COMPANY LIMITED, CERTIFIED PUBLIC ACCOUNTANTS, AS THE DOMESTIC AUDITORS OF THE COMPANY, FOR THE YEAR 2012 AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.	Management	For
S7.	TO CONSIDER AND APPROVE, BY WAY OF SPECIAL RESOLUTION, TO GRANT A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO SEPARATELY OR CONCURRENTLY ISSUE, ALLOT AND DEAL WITH ADDITIONAL DOMESTIC SHARES AND OVERSEAS LISTED FOREIGN SHARES IN THE COMPANY NOT EXCEEDING 20% OF EACH OF ITS EXISTING DOMESTIC SHARES AND OVERSEAS LISTED FOREIGN SHARES OF THE COMPANY IN ISSUE.	Management	For

WEATHERFORD INTERNATIONAL LTD

SECURITY	H27013103	MEETING TYPE	Annual
TICKER SYMBOL	WFT	MEETING DATE	23-May-2012
ISIN	CH0038838394	AGENDA	933622145 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	APPROVAL OF THE 2011 ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS OF WEATHERFORD INTERNATIONAL LTD. FOR THE YEAR ENDED DECEMBER 31, 2011 AND THE STATUTORY FINANCIAL STATEMENTS OF WEATHERFORD INTERNATIONAL LTD. FOR THE YEAR ENDED DECEMBER 31, 2011.	Management	For
2.	DISCHARGE OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS FROM LIABILITY UNDER SWISS LAW FOR ACTIONS OR OMISSIONS DURING THE YEAR ENDED DECEMBER 31, 2011.	Management	For
3A.	ELECTION OF DIRECTOR: BERNARD J. DUROC-DANNER	Management	For
3B.	ELECTION OF DIRECTOR: SAMUEL W. BODMAN, III	Management	For
3C.	ELECTION OF DIRECTOR: NICHOLAS F. BRADY	Management	For
3D.	ELECTION OF DIRECTOR: DAVID J. BUTTERS	Management	For
3E.	ELECTION OF DIRECTOR: WILLIAM E. MACAULAY	Management	For
3F.	ELECTION OF DIRECTOR: ROBERT K. MOSES, JR.	Management	For
3G.	ELECTION OF DIRECTOR: GUILLERMO ORTIZ	Management	For
3H.	ELECTION OF DIRECTOR: EMYR JONES PARRY	Management	For
3I.	ELECTION OF DIRECTOR: ROBERT A. RAYNE	Management	For
4.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR YEAR ENDING DECEMBER 31, 2012 AND THE RE-ELECTION OF ERNST & YOUNG LTD, ZURICH AS STATUTORY AUDITOR FOR YEAR ENDING DECEMBER 31, 2012.	Management	For
5.	APPROVAL OF AN AMENDMENT TO THE ARTICLES OF ASSOCIATION TO EXTEND THE BOARD'S AUTHORIZATION TO ISSUE SHARES FROM AUTHORIZED SHARE CAPITAL TO MAY 23, 2014 AND TO INCREASE	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISSUABLE AUTHORIZED CAPITAL TO AN AMOUNT EQUAL TO 50% OF CURRENT STATED CAPITAL.

- | | | | |
|----|---|------------|-----|
| 6. | APPROVAL OF AN AMENDMENT TO THE WEATHERFORD INTERNATIONAL LTD. 2010 OMNIBUS INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES ISSUABLE UNDER THE PLAN TO 28,144,000 SHARES. | Management | For |
| 7. | APPROVAL OF AN ADVISORY RESOLUTION REGARDING EXECUTIVE COMPENSATION. | Management | For |

ENDO PHARMACEUTICALS HOLDINGS INC.

SECURITY	29264F205	MEETING TYPE	Annual
TICKER SYMBOL	ENDP	MEETING DATE	23-May-2012
ISIN	US29264F2056	AGENDA	933623957 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: ROGER H. KIMMEL	Management	For
1B.	ELECTION OF DIRECTOR: JOHN J. DELUCCA	Management	For
1C.	ELECTION OF DIRECTOR: DAVID P. HOLVECK	Management	For
1D.	ELECTION OF DIRECTOR: NANCY J. HUTSON, PH.D.	Management	For
1E.	ELECTION OF DIRECTOR: MICHAEL HYATT	Management	For
1F.	ELECTION OF DIRECTOR: WILLIAM P. MONTAGUE	Management	For
1G.	ELECTION OF DIRECTOR: DAVID B. NASH, M.D., M.B.A.	Management	For
1H.	ELECTION OF DIRECTOR: JOSEPH C. SCODARI	Management	For
1I.	ELECTION OF DIRECTOR: WILLIAM F. SPENGLER	Management	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	TO APPROVE, BY ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4.	TO APPROVE THE AMENDMENT AND RESTATEMENT TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO CHANGE THE NAME OF THE COMPANY TO ENDO HEALTH SOLUTIONS INC.	Management	For

APACHE CORPORATION

SECURITY	037411105	MEETING TYPE	Annual
TICKER SYMBOL	APA	MEETING DATE	24-May-2012
ISIN	US0374111054	AGENDA	933591100 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	ELECTION OF DIRECTOR: SCOTT D. JOSEY	Management	For
2.	ELECTION OF DIRECTOR: GEORGE D. LAWRENCE	Management	For
3.	ELECTION OF DIRECTOR: RODMAN D. PATTON	Management	For
4.	ELECTION OF DIRECTOR: CHARLES J. PITMAN	Management	For
5.	RATIFICATION OF ERNST & YOUNG LLP AS APACHE'S INDEPENDENT AUDITORS	Management	For
6.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS	Management	Abstain

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

7. SHAREHOLDER PROPOSAL TO REPEAL APACHE'S CLASSIFIED BOARD OF DIRECTORS Shareholder Against

BLACKROCK, INC.

SECURITY 09247X101 MEETING TYPE Annual
 TICKER SYMBOL BLK MEETING DATE 24-May-2012
 ISIN US09247X1019 AGENDA 933597897 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	Management	For
1B.	ELECTION OF DIRECTOR: LAURENCE D. FINK	Management	For
1C.	ELECTION OF DIRECTOR: ROBERT S. KAPITO	Management	For
1D.	ELECTION OF DIRECTOR: THOMAS H. O'BRIEN	Management	For
1E.	ELECTION OF DIRECTOR: IVAN G. SEIDENBERG	Management	For
2.	APPROVAL OF THE AMENDMENT TO BLACKROCK'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY BLACKROCK'S BOARD OF DIRECTORS.	Management	For
3.	APPROVAL, IN A NON-BINDING VOTE, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED AND DISCUSSED IN THE PROXY STATEMENT.	Management	Abstain
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For

CROWN CASTLE INTERNATIONAL CORP

SECURITY 228227104 MEETING TYPE Annual
 TICKER SYMBOL CCI MEETING DATE 24-May-2012
 ISIN US2282271046 AGENDA 933600315 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 CINDY CHRISTY 2 ARI Q. FITZGERALD 3 ROBERT E. GARRISON II 4 JOHN P. KELLY	Management	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2012.	Management	For
3.	THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain

SLM CORPORATION

SECURITY 78442P106 MEETING TYPE Annual
 TICKER SYMBOL SLM MEETING DATE 24-May-2012
 ISIN US78442P1066 AGENDA 933601937 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: ANN TORRE BATES	Management	For
1B.	ELECTION OF DIRECTOR: W.M. DIEFENDERFER III	Management	For
1C.	ELECTION OF DIRECTOR: DIANE SUITT GILLELAND	Management	For
1D.	ELECTION OF DIRECTOR: EARL A. GOODE	Management	For
1E.	ELECTION OF DIRECTOR: RONALD F. HUNT	Management	For
1F.	ELECTION OF DIRECTOR: ALBERT L. LORD	Management	For
1G.	ELECTION OF DIRECTOR: BARRY A. MUNITZ	Management	For
1H.	ELECTION OF DIRECTOR: HOWARD H. NEWMAN	Management	For
1I.	ELECTION OF DIRECTOR: A. ALEXANDER PORTER, JR.	Management	For
1J.	ELECTION OF DIRECTOR: FRANK C. PULEO	Management	For
1K.	ELECTION OF DIRECTOR: WOLFGANG SCHOELLKOPF	Management	For
1L.	ELECTION OF DIRECTOR: STEVEN L. SHAPIRO	Management	For
1M.	ELECTION OF DIRECTOR: J. TERRY STRANGE	Management	For
1N.	ELECTION OF DIRECTOR: ANTHONY P. TERRACCIANO	Management	For
10.	ELECTION OF DIRECTOR: BARRY L. WILLIAMS	Management	For
2.	APPROVAL OF THE SLM CORPORATION 2012 OMNIBUS INCENTIVE PLAN.	Management	For
3.	APPROVAL OF THE AMENDED AND RESTATED SLM CORPORATION EMPLOYEE STOCK PURCHASE PLAN.	Management	For
4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
5.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For

DEUTSCHE TELEKOM AG

SECURITY	251566105	MEETING TYPE	Annual
TICKER SYMBOL	DTEGY	MEETING DATE	24-May-2012
ISIN	US2515661054	AGENDA	933619681 - Management

ITEM	PROPOSAL	TYPE	VOTE
2.	RESOLUTION ON THE APPROPRIATION OF NET INCOME.	Management	For
3.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE BOARD OF MANAGEMENT FOR THE 2011 FINANCIAL YEAR.	Management	For
4.	RESOLUTION ON THE APPROVAL OF ACTIONS OF DR. KLAUS ZUMWINKEL, WHO RESIGNED FROM SUPERVISORY BOARD, FOR 2008 FINANCIAL YEAR.	Management	For
5.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE 2011 FINANCIAL YEAR.	Management	For
6.	APPOINT INDEPENDENT AND GROUP AUDITOR AND INDEPENDENT AUDITOR TO REVIEW FINANCIAL STATEMENTS & INTERIM MANAGEMENT REPORT.	Management	For
7.	AUTHORIZATION TO ACQUIRE OWN SHARES AND USE THEM WITH POSSIBLE EXCLUSION OF SUBSCRIPTION RIGHTS AND ANY RIGHT TO TENDER SHARES.	Management	For
8.	AUTHORIZATION TO USE EQUITY DERIVATIVES TO ACQUIRE OWN SHARES WITH POSSIBLE EXCLUSION OF ANY RIGHT TO TENDER SHARES.	Management	For
9.	ELECTION OF A SUPERVISORY BOARD MEMBER.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

10.	ELECTION OF A SUPERVISORY BOARD MEMBER.	Management	For
11.	ELECTION OF A SUPERVISORY BOARD MEMBER.	Management	For
12.	RESOLUTION REGARDING APPROVAL TO CONCLUDE A CONTROL AGREEMENT WITH SCOUT24 HOLDING GMBH.	Management	For
13.	RESOLUTION ON THE AMENDMENT TO SECTION 2 (1) OF THE ARTICLES OF INCORPORATION BY ADDING A NEW SENTENCE 2.	Management	For
14.	RESOLUTION ON THE AMENDMENT TO SECTION 2 (1) SENTENCE 1 OF THE ARTICLES OF INCORPORATION.	Management	For

NEXTERA ENERGY, INC.

SECURITY	65339F101	MEETING TYPE	Annual
TICKER SYMBOL	NEE	MEETING DATE	25-May-2012
ISIN	US65339F1012	AGENDA	933587555 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: SHERRY S. BARRAT	Management	For
1B.	ELECTION OF DIRECTOR: ROBERT M. BEALL, II	Management	For
1C.	ELECTION OF DIRECTOR: JAMES L. CAMAREN	Management	For
1D.	ELECTION OF DIRECTOR: KENNETH B. DUNN	Management	For
1E.	ELECTION OF DIRECTOR: J. BRIAN FERGUSON	Management	For
1F.	ELECTION OF DIRECTOR: LEWIS HAY, III	Management	For
1G.	ELECTION OF DIRECTOR: TONI JENNINGS	Management	For
1H.	ELECTION OF DIRECTOR: OLIVER D. KINGSLEY, JR.	Management	For
1I.	ELECTION OF DIRECTOR: RUDY E. SCHUPP	Management	For
1J.	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Management	For
1K.	ELECTION OF DIRECTOR: MICHAEL H. THAMAN	Management	For
1L.	ELECTION OF DIRECTOR: HANSEL E. TOOKES, II	Management	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF NEXTERA ENERGY'S COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain

HSBC HOLDINGS PLC

SECURITY	404280406	MEETING TYPE	Annual
TICKER SYMBOL	HBC	MEETING DATE	25-May-2012
ISIN	US4042804066	AGENDA	933594625 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS 2011	Management	For
2.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR 2011	Management	For
3A.	TO RE-ELECT S A CATZ A DIRECTOR	Management	For
3B.	TO RE-ELECT L M L CHA A DIRECTOR	Management	For
3C.	TO RE-ELECT M K T CHEUNG A DIRECTOR	Management	For
3D.	TO RE-ELECT J D COOMBE A DIRECTOR	Management	For
3E.	TO ELECT J FABER A DIRECTOR	Management	For
3F.	TO RE-ELECT R A FAIRHEAD A DIRECTOR	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3G.	TO RE-ELECT D J FLINT A DIRECTOR	Management	For
3H.	TO RE-ELECT A A FLOCKHART A DIRECTOR	Management	For
3I.	TO RE-ELECT S T GULLIVER A DIRECTOR	Management	For
3J.	TO RE-ELECT J W J HUGHES-HALLETT A DIRECTOR	Management	For
3K.	TO RE-ELECT W S H LAIDLAW A DIRECTOR	Management	For
3L.	TO ELECT J P LIPSKY A DIRECTOR	Management	For
3M.	TO RE-ELECT J R LOMAX A DIRECTOR	Management	For
3N.	TO RE-ELECT I J MACKAY A DIRECTOR	Management	For
3O.	TO RE-ELECT N R N MURTHY A DIRECTOR	Management	For
3P.	TO RE-ELECT SIR SIMON ROBERTSON A DIRECTOR	Management	For
3Q.	TO RE-ELECT J L THORNTON A DIRECTOR	Management	For
4.	TO REAPPOINT THE AUDITOR AT REMUNERATION TO BE DETERMINED BY THE GROUP AUDIT COMMITTEE	Management	For
5.	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	Management	For
S6.	TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)	Management	Against
7.	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Management	For
8.	TO AUTHORISE THE DIRECTORS TO OFFER A SCRIP DIVIDEND ALTERNATIVE	Management	For
S9.	TO APPROVE GENERAL MEETINGS (OTHER THAN ANNUAL GENERAL MEETINGS) BEING CALLED ON 14 CLEAR DAYS' NOTICE (SPECIAL RESOLUTION)	Management	For

FIDELITY NAT'L INFORMATION SERVICES INC

SECURITY	31620M106	MEETING TYPE	Annual
TICKER SYMBOL	FIS	MEETING DATE	30-May-2012
ISIN	US31620M1062	AGENDA	933589648 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1A.	ELECTION OF DIRECTOR: WILLIAM P. FOLEY, II	Management	For
1B.	ELECTION OF DIRECTOR: THOMAS M. HAGERTY	Management	For
1C.	ELECTION OF DIRECTOR: KEITH W. HUGHES	Management	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2012 FISCAL YEAR.	Management	For
3.	ADVISORY VOTE ON FIDELITY NATIONAL INFORMATION SERVICES, INC. 2011 EXECUTIVE COMPENSATION.	Management	Abstain
4.	TO AMEND THE ARTICLES OF INCORPORATION AND THE BYLAWS OF FIDELITY NATIONAL INFORMATION SERVICES, INC. TO DECLASSIFY THE BOARD OF DIRECTORS.	Management	For

EXXON MOBIL CORPORATION

SECURITY	30231G102	MEETING TYPE	Annual
TICKER SYMBOL	XOM	MEETING DATE	30-May-2012
ISIN	US30231G1022	AGENDA	933600086 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR	Management	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1	M.J. BOSKIN		For
2	P. BRABECK-LETMATHE		For
3	L.R. FAULKNER		For
4	J.S. FISHMAN		For
5	H.H. FORE		For
6	K.C. FRAZIER		For
7	W.W. GEORGE		For
8	S.J. PALMISANO		For
9	S.S. REINEMUND		For
10	R.W. TILLERSON		For
11	E.E. WHITACRE, JR.		For
2.	RATIFICATION OF INDEPENDENT AUDITORS (PAGE 61)	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (PAGE 62)	Management	Abstain
4.	INDEPENDENT CHAIRMAN (PAGE 64)	Shareholder	Against
5.	MAJORITY VOTE FOR DIRECTORS (PAGE 65)	Shareholder	Against
6.	REPORT ON POLITICAL CONTRIBUTIONS (PAGE 66)	Shareholder	Against
7.	AMENDMENT OF EEO POLICY (PAGE 67)	Shareholder	Against
8.	REPORT ON NATURAL GAS PRODUCTION (PAGE 69)	Shareholder	Against
9.	GREENHOUSE GAS EMISSIONS GOALS (PAGE 71)	Shareholder	Against

CHEVRON CORPORATION

SECURITY 166764100 MEETING TYPE Annual
TICKER SYMBOL CVX MEETING DATE 30-May-2012
ISIN US1667641005 AGENDA 933601913 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: L.F. DEILY	Management	For
1B.	ELECTION OF DIRECTOR: R.E. DENHAM	Management	For
1C.	ELECTION OF DIRECTOR: C. HAGEL	Management	For
1D.	ELECTION OF DIRECTOR: E. HERNANDEZ	Management	For
1E.	ELECTION OF DIRECTOR: G.L. KIRKLAND	Management	For
1F.	ELECTION OF DIRECTOR: C.W. MOORMAN	Management	For
1G.	ELECTION OF DIRECTOR: K.W. SHARER	Management	For
1H.	ELECTION OF DIRECTOR: J.G. STUMPF	Management	For
1I.	ELECTION OF DIRECTOR: R.D. SUGAR	Management	For
1J.	ELECTION OF DIRECTOR: C. WARE	Management	For
1K.	ELECTION OF DIRECTOR: J.S. WATSON	Management	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain
4.	EXCLUSIVE FORUM PROVISIONS	Shareholder	Against
5.	INDEPENDENT CHAIRMAN	Shareholder	Against
6.	LOBBYING DISCLOSURE	Shareholder	Against
7.	COUNTRY SELECTION GUIDELINES	Shareholder	Against
8.	HYDRAULIC FRACTURING	Shareholder	Against
9.	ACCIDENT RISK OVERSIGHT	Shareholder	Against
10.	SPECIAL MEETINGS	Shareholder	Against
11.	INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shareholder	Against

MOLSON COORS BREWING CO.

SECURITY 60871R209 MEETING TYPE Annual
TICKER SYMBOL TAP MEETING DATE 30-May-2012

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN US60871R2094 AGENDA 933609060 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 CHARLES M. HERINGTON		For
	2 H. SANFORD RILEY		For

PARMALAT SPA, COLLECCHIO

SECURITY 70175R102 MEETING TYPE MIX
TICKER SYMBOL MEETING DATE 31-May-2012
ISIN US70175R1023 AGENDA 703777447 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 974094 DUE TO RECEIPT OF FUTURE RECORD DATE. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
0.1	Approval of the statement of financial position, income statement and accompanying notes at December 31, 2011, together with the Report on Operations for the same year. Motion for the appropriation of the year's net profit. Review of the Report of the Board of Statutory Auditors. Pertinent and related resolutions	Management	For
0.2	Report on compensation pursuant to Article 123-ter of the Legislative Decree 58 of 24 February 1998. Pertinent and related resolutions	Management	For
CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS DIRECTORS, ONLY-1 SLATE IS AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO VOTE FOR ONLY 1 OF THE 2 SLATES. THANK YOU.	Non-Voting	
0.3.1	Election of the Board of Directors, determination of the length of the Board's term of office, election of the Chairman of the Board of Directors and determination of the compensation. Pertinent and related resolutions: List presented by Sofil Sas the majority Shareholder: Appointment of Francesco Tato (independent), Yvon Guerin, Marco Reboa (independent), Francesco Gatti, Riccardo Zingales (independent), Antonio Sala, Marco Jesi (independent), Daniel Jaouen, Gabriella Chersicla (independent), Alain Chana	Shareholder	
0.3.2	Election of the Board of Directors, determination of the length of the Board's term of office, election of the Chairman of the Board of Directors and determination of the compensation. Pertinent and related resolutions: List presented by Amber Capital the minority Shareholder: Appointment of Umberto Mosetti (independent), Antonio Aristide Mastrangelo	Shareholder	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	(independent), Francesco Di Carlo (independent) to the Board of Directors		
O.4	Authorization to dispose of treasury shares. Pertinent and related resolutions	Management	For
O.5	Motion to increase the compensation of the Board of Statutory Auditors. Pertinent and related resolutions	Management	For
E.1	Motion for partial distribution of the surplus in the reserve for creditor challenges and claims of late filing creditors, in the amount of 85,000,456 Euros, after amending, by an equal amount, the capital increase resolution approved by the Extraordinary Shareholders' Meeting of March 1, 2005 (as amended by the Shareholders' Meetings of September 19, 2005 and April 28, 2007)	Management	For

PARMALAT SPA, COLLECCHIO

SECURITY	T7S73M107	MEETING TYPE	MIX
TICKER SYMBOL		MEETING DATE	31-May-2012
ISIN	IT0003826473	AGENDA	703819726 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 974407 DUE TO RECEIPT OF-SLATES FOR BOARD OF DIRECTORS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL-BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK-YOU.	Non-Voting	
CMMT	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE U-RL LINK: https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_125154.p-df	Non-Voting	
O.1	Approval of the statement of financial position, income statement and accompanying notes at December 31, 2011, together with the report on operations for the same year. Motion for the appropriation of the year's net profit. Review of the report of the board of statutory auditors. Pertinent and related resolutions	Management	For
O.2	Report on compensation pursuant to article 123 Ter of the legislative decree 58 of 24 february 1998. Pertinent and related resolutions	Management	For
CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS DIRECTORS, THERE-IS ONLY 1 SLATE AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTI-ONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO-VOTE FOR ONLY 1 SLATE OF THE 2 SLATES. THANK YOU.	Non-Voting	
O.3.1	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: Election of the board of directors, determination of the length of the board's term of office, election of the chairman of the board of directors and determination of the compensation. Pertinent and related resolutions: List presented by Sofil Sas holding 1,448,214,141 shares: Mr. Francesco Tato', Mrs. Yvon Guerin, Mr. Marco Reboa, Mr. Francesco Gatti, Mr. Riccardo Zingales, Mr. Antonio Sala, Mr. Marco Jesi, Mr. Daniel Jaouen, Mrs. Gabriella Chersicla, Mr. Alain Channalet-Quercy, Mr.	Shareholder	

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

0.3.2	<p>Ferdinando Grimaldi Quartieri</p> <p>PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: Election of the board of directors, determination of the length of the board's term of office, election of the chairman of the board of directors and determination of the compensation. Pertinent and related resolutions: List presented by Amber Capital representing holding 25,419,343 shares: Mr. Umberto Mosetti, Mr. Antonio Aristide Mastrangelo, Mr. Francesco Di Carlo</p>	Shareholder	For
0.4	<p>Authorization to dispose of treasury shares. Pertinent and related resolutions</p>	Management	For
0.5	<p>Motion to increase the compensation of the board of statutory auditors. Pertinent and related resolutions</p>	Management	For
E.1	<p>Motion for partial distribution of the surplus in the reserve for creditor challenges and claims of late filing creditors, in the amount of 85,000,456 Euros, after amending, by an equal amount, the capital increase resolution approved by the extraordinary shareholders meeting of March 1, 2005 (as amended by the shareholders meetings of September 19, 2005 and April 28, 2007), with consequent amendment to article 5 of the bylaws. Pertinent and related resolutions</p>	Management	For

MACQUARIE INFRASTRUCTURE CO. LLC

SECURITY	55608B105	MEETING TYPE	Annual
TICKER SYMBOL	MIC	MEETING DATE	31-May-2012
ISIN	US55608B1052	AGENDA	933607422 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	<p>DIRECTOR</p> <p>1 NORMAN H. BROWN, JR.</p> <p>2 GEORGE W. CARMANY, III</p> <p>3 H.E. (JACK) LENTZ</p> <p>4 WILLIAM H. WEBB</p>	Management	For For For For
2.	<p>THE RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.</p>	Management	For
3.	<p>THE APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.</p>	Management	Abstain

REPSOL YPF, S.A.

SECURITY	76026T205	MEETING TYPE	Annual
TICKER SYMBOL	REPY	MEETING DATE	31-May-2012
ISIN	US76026T2050	AGENDA	933624668 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	<p>REVIEW AND APPROVAL, IF APPROPRIATE, OF THE ANNUAL FINANCIAL STATEMENTS AND MANAGEMENT REPORT OF REPSOL</p>	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	YPF, S.A., THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED MANAGEMENT REPORT, FOR THE FISCAL YEAR ENDED 31 DECEMBER 2011, AND THE PROPOSAL FOR THE APPLICATION OF EARNINGS.		
2.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE MANAGEMENT OF THE BOARD OF DIRECTORS OF REPSOL YPF, S.A. DURING 2011.	Management	For
3.	APPOINTMENT OF THE ACCOUNTS AUDITOR OF REPSOL YPF, S.A. AND ITS CONSOLIDATED GROUP FOR THE FISCAL YEAR 2012.	Management	For
4.	MODIFICATION OF ARTICLES 19, 20, 28 AND 47 AND ADDITION OF A NEW ARTICLE 45 BIS OF THE BYLAWS; AND MODIFICATION OF ARTICLES 5, 6, 8 AND 14 OF THE REGULATIONS OF THE GENERAL SHAREHOLDERS' MEETING TO ADJUST THE COMPANY'S CORPORATE GOVERNANCE REGULATIONS TO THE RECENT CHANGES IN LAW.	Management	For
5.	MODIFICATION OF ARTICLES 27, 32, 37, 39 AND ADDITION OF A NEW ARTICLE 45TER OF THE BYLAWS TO IMPROVE THE FUNCTIONING OF THE BOARD OF DIRECTORS AND OTHER ASPECTS OF THE COMPANY'S CORPORATE GOVERNANCE.	Management	For
6.	MODIFICATION OF ARTICLE 22 AND ADDITION OF NEW ARTICLES 22BIS AND 44BIS OF THE BYLAWS; AND MODIFICATION OF ARTICLES 3, 9 AND 13 OF THE REGULATIONS OF THE GENERAL SHAREHOLDERS' MEETING TO REINFORCE THE PROTECTION OF THE COMPANY AGAINST CONFLICTS OF INTEREST.	Management	For
7.	RE-ELECTION OF MR. ISIDRO FAINE CASAS AS DIRECTOR.	Management	For
8.	RE-ELECTION OF MR. JUAN MARIA NIN GENOVA AS DIRECTOR.	Management	For
9.	STOCK ACQUISITION PLAN 2013-2015.	Management	For
10.	INCREASE OF SHARE CAPITAL IN AN AMOUNT DETERMINABLE PURSUANT TO THE TERMS OF THE RESOLUTION, BY ISSUING NEW COMMON SHARES HAVING A PAR VALUE OF ONE (1) EURO EACH, OF THE SAME CLASS AND SERIES AS THOSE CURRENTLY IN CIRCULATION, CHARGED TO VOLUNTARY RESERVES, OFFERING THE SHAREHOLDERS THE POSSIBILITY OF SELLING THE SCRIP DIVIDEND RIGHTS TO THE COMPANY ITSELF OR ON THE MARKET, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For
11.	SECOND CAPITAL INCREASE IN AN AMOUNT DETERMINABLE PURSUANT TO THE TERMS OF THE RESOLUTION, BY ISSUING NEW COMMON SHARES HAVING A PAR VALUE OF ONE (1) EURO EACH, OF THE SAME CLASS AND SERIES AS THOSE CURRENTLY IN CIRCULATION, CHARGED TO VOLUNTARY RESERVES, OFFERING THE SHAREHOLDERS THE POSSIBILITY OF SELLING THE SCRIP DIVIDEND RIGHTS TO THE COMPANY ITSELF OR ON THE MARKET, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For
12.	MODIFY THE CORPORATE NAME OF THE COMPANY AND SUBSEQUENT MODIFICATION OF ARTICLE 1 OF THE BYLAWS.	Management	For
13.	DELEGATION TO THE BOARD OF DIRECTORS OF THE POWER TO ISSUE FIXED RATE, CONVERTIBLE AND/OR EXCHANGEABLE SECURITIES FOR COMPANY SHARES OR EXCHANGEABLE FOR SHARES IN OTHER COMPANIES, AS WELL AS WARRANTS (OPTIONS TO SUBSCRIBE NEW SHARES OR TO ACQUIRE SHARES IN CIRCULATION OF THE COMPANY OR OTHER COMPANIES, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	Against
14.	RATIFICATION OF THE CREATION OF THE COMPANY'S CORPORATE WEBSITE WWW.REPSOL.COM.	Management	For
15.	ADVISORY VOTE ON THE REPORT ON THE REMUNERATION POLICY FOR DIRECTORS OF REPSOL YPF, S.A. FOR 2011.	Management	For
16.	DELEGATION OF POWERS TO SUPPLEMENT, DEVELOP, EXECUTE, RECTIFY AND FORMALIZE THE RESOLUTIONS ADOPTED BY THE GENERAL SHAREHOLDERS' MEETING.	Management	For

DEUTSCHE BANK AG

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SECURITY D18190898 MEETING TYPE Annual
 TICKER SYMBOL DB MEETING DATE 31-May-2012
 ISIN DE0005140008 AGENDA 933633681 - Management

ITEM	PROPOSAL	TYPE	VOTE
2.	APPROPRIATION OF DISTRIBUTABLE PROFIT	Management	For
3.	RATIFICATION OF THE ACTS OF MANAGEMENT OF THE MANAGEMENT BOARD FOR THE 2011 FINANCIAL YEAR	Management	For
4.	RATIFICATION OF THE ACTS OF MANAGEMENT OF THE SUPERVISORY BOARD FOR THE 2011 FINANCIAL YEAR	Management	For
5.	ELECTION OF THE AUDITOR FOR THE 2012 FINANCIAL YEAR, INTERIM ACCOUNTS	Management	For
6.	AUTHORIZATION TO ACQUIRE OWN SHARES PURSUANT TO Section 71 (1) NO. 8 STOCK CORPORATION ACT AS WELL AS FOR THEIR USE WITH THE POSSIBLE EXCLUSION OF PRE-EMPTIVE RIGHTS	Management	Against
7.	AUTHORIZATION TO USE DERIVATIVES WITHIN THE FRAMEWORK OF THE PURCHASE OF OWN SHARES PURSUANT TO Section 71 (1) NO. 8 STOCK CORPORATION ACT	Management	For
8.	APPROVAL OF THE COMPENSATION SYSTEM FOR THE MANAGEMENT BOARD MEMBERS	Management	For
9A.	ELECTION TO THE SUPERVISORY BOARD: DR. PAUL ACHLEITNER	Management	For
9B.	ELECTION TO THE SUPERVISORY BOARD: MR. PETER LOSCHER	Management	For
9C.	ELECTION TO THE SUPERVISORY BOARD: PROFESSOR DR. KLAUS RUDIGER TRUTZSCHLER	Management	For
10.	AUTHORIZATION TO ISSUE PARTICIPATORY NOTES WITH WARRANTS AND/OR CONVERTIBLE PARTICIPATORY NOTES, BONDS WITH WARRANTS AND CONVERTIBLE BONDS (WITH THE POSSIBILITY OF EXCLUDING PRE-EMPTIVE RIGHTS), CREATION OF CONDITIONAL CAPITAL AND AMENDMENT TO THE ARTICLES OF ASSOCIATION	Management	For

LOWE'S COMPANIES, INC.

SECURITY 548661107 MEETING TYPE Annual
 TICKER SYMBOL LOW MEETING DATE 01-Jun-2012
 ISIN US5486611073 AGENDA 933605911 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 RAUL ALVAREZ		For
	2 DAVID W. BERNAUER		For
	3 LEONARD L. BERRY		For
	4 PETER C. BROWNING		For
	5 RICHARD W. DREILING		For
	6 DAWN E. HUDSON		For
	7 ROBERT L. JOHNSON		For
	8 MARSHALL O. LARSEN		For
	9 RICHARD K. LOCHRIDGE		For
	10 ROBERT A. NIBLOCK		For
	11 ERIC C. WISEMAN		For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.

3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
4.	APPROVAL OF AN AMENDMENT TO THE LOWE'S COMPANIES EMPLOYEE STOCK PURCHASE PLAN - STOCK OPTIONS FOR EVERYONE - TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN. LOWE'S BOARD OF DIRECTORS RECOMMENDS YOU VOTE AGAINST THE FOLLOWING PROPOSALS	Management	For
5.	SHAREHOLDER PROPOSAL REGARDING REPORT ON POLITICAL SPENDING.	Shareholder	Against
6.	SHAREHOLDER PROPOSAL REGARDING EXECUTIVE SEVERANCE AGREEMENTS.	Shareholder	Against
7.	SHAREHOLDER PROPOSAL REGARDING EXECUTIVE STOCK RETENTION REQUIREMENTS.	Shareholder	Against

WAL-MART STORES, INC.

SECURITY	931142103	MEETING TYPE	Annual
TICKER SYMBOL	WMT	MEETING DATE	01-Jun-2012
ISIN	US9311421039	AGENDA	933607408 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A	ELECTION OF DIRECTOR: AIDA M. ALVAREZ	Management	For
1B	ELECTION OF DIRECTOR: JAMES W. BREYER	Management	For
1C	ELECTION OF DIRECTOR: M. MICHELE BURNS	Management	For
1D	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For
1E	ELECTION OF DIRECTOR: ROGER C. CORBETT	Management	For
1F	ELECTION OF DIRECTOR: DOUGLAS N. DAFT	Management	For
1G	ELECTION OF DIRECTOR: MICHAEL T. DUKE	Management	For
1H	ELECTION OF DIRECTOR: MARISSA A. MAYER	Management	For
1I	ELECTION OF DIRECTOR: GREGORY B. PENNER	Management	For
1J	ELECTION OF DIRECTOR: STEVEN S REINEMUND	Management	For
1K	ELECTION OF DIRECTOR: H. LEE SCOTT, JR.	Management	For
1L	ELECTION OF DIRECTOR: ARNE M. SORENSON	Management	For
1M	ELECTION OF DIRECTOR: JIM C. WALTON	Management	For
1N	ELECTION OF DIRECTOR: S. ROBSON WALTON	Management	For
1O	ELECTION OF DIRECTOR: CHRISTOPHER J. WILLIAMS	Management	For
1P	ELECTION OF DIRECTOR: LINDA S. WOLF	Management	For
02	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS	Management	For
03	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain
04	POLITICAL CONTRIBUTIONS REPORT	Shareholder	Against
05	DIRECTOR NOMINATION POLICY	Shareholder	Against
06	REPORT REGARDING INCENTIVE COMPENSATION PROGRAMS	Shareholder	Against

UNITEDHEALTH GROUP INCORPORATED

SECURITY	91324P102	MEETING TYPE	Annual
TICKER SYMBOL	UNH	MEETING DATE	04-Jun-2012
ISIN	US91324P1021	AGENDA	933608967 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: WILLIAM C. BALLARD, JR.	Management	For
1B.	ELECTION OF DIRECTOR: RICHARD T. BURKE	Management	For
1C.	ELECTION OF DIRECTOR: ROBERT J. DARRETTA	Management	For
1D.	ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY	Management	For
1E.	ELECTION OF DIRECTOR: MICHELE J. HOOPER	Management	For
1F.	ELECTION OF DIRECTOR: RODGER A. LAWSON	Management	For
1G.	ELECTION OF DIRECTOR: DOUGLAS W. LEATHERDALE	Management	For
1H.	ELECTION OF DIRECTOR: GLENN M. RENWICK	Management	For
1I.	ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D.	Management	For
1J.	ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D.	Management	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For
4.	CONSIDERATION OF THE SHAREHOLDER PROPOSAL SET FORTH IN THE PROXY STATEMENT, IF PROPERLY PRESENTED AT THE 2012 ANNUAL MEETING OF SHAREHOLDERS.	Shareholder	Against

MASTERCARD INCORPORATED

SECURITY 57636Q104 MEETING TYPE Annual
TICKER SYMBOL MA MEETING DATE 05-Jun-2012
ISIN US57636Q1040 AGENDA 933614415 - Management

ITEM	PROPOSAL	TYPE	VOTE
1A.	ELECTION OF DIRECTOR: AJAY BANGA	Management	For
1B.	ELECTION OF DIRECTOR: DAVID R. CARLUCCI	Management	For
1C.	ELECTION OF DIRECTOR: STEVEN J. FREIBERG	Management	For
1D.	ELECTION OF DIRECTOR: RICHARD HAYTHORNTHWAITE	Management	For
1E.	ELECTION OF DIRECTOR: MARC OLIVIE	Management	For
1F.	ELECTION OF DIRECTOR: RIMA QURESHI	Management	For
1G.	ELECTION OF DIRECTOR: MARK SCHWARTZ	Management	For
1H.	ELECTION OF DIRECTOR: JACKSON P. TAI	Management	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION	Management	Abstain
3.	APPROVAL OF THE COMPANY'S AMENDED AND RESTATED 2006 NON-EMPLOYEE DIRECTOR EQUITY COMPENSATION PLAN	Management	For
4.	APPROVAL OF THE COMPANY'S AMENDED AND RESTATED 2006 LONG TERM INCENTIVE PLAN	Management	For
5.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2012	Management	For

AMC NETWORKS INC

SECURITY 00164V103 MEETING TYPE Annual
TICKER SYMBOL AMCX MEETING DATE 05-Jun-2012
ISIN US00164V1035 AGENDA 933616976 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 NEIL M. ASHE 2 ALAN D. SCHWARTZ 3 LEONARD TOW 4 ROBERT C. WRIGHT	Management	For For For For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2012	Management	For
3.	TO APPROVE THE AMC NETWORKS INC. AMENDED AND RESTATED 2011 EMPLOYEE STOCK PLAN	Management	For
4.	TO APPROVE THE AMC NETWORKS INC. AMENDED AND RESTATED 2011 CASH INCENTIVE PLAN	Management	For
5.	TO APPROVE THE AMC NETWORKS INC. AMENDED AND RESTATED 2011 STOCK PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For
6.	TO APPROVE, ON AN ADVISORY BASIS, COMPENSATION OF OUR EXECUTIVE OFFICERS	Management	Abstain
7.	AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR EXECUTIVE OFFICERS	Management	Abstain

ABOVENET, INC.

SECURITY 00374N107 MEETING TYPE Special
TICKER SYMBOL ABVT MEETING DATE 05-Jun-2012
ISIN US00374N1072 AGENDA 933631461 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 18, 2012, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG ABOVENET, INC., ZAYO GROUP, LLC AND VOILA SUB, INC.	Management	For
2.	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE AND PERMITTED UNDER THE MERGER AGREEMENT, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE AGREEMENT AND PLAN OF MERGER.	Management	For
3.	TO APPROVE ON A NON-BINDING ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION PAYABLE UNDER EXISTING AGREEMENTS WITH THE COMPANY THAT CERTAIN EXECUTIVE OFFICERS OF THE COMPANY WILL OR MAY RECEIVE IN CONNECTION WITH THE MERGER.	Management	Abstain

FRANCE TELECOM

SECURITY 35177Q105 MEETING TYPE Annual
TICKER SYMBOL FTE MEETING DATE 05-Jun-2012
ISIN US35177Q1058 AGENDA 933637300 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
O1	APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2011	Management	For
O2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2011	Management	For
O3	ALLOCATION OF THE INCOME FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2011, AS STATED IN THE ANNUAL FINANCIAL STATEMENTS	Management	For
O3A	AMENDMENT OF THE THIRD RESOLUTION (ALLOCATION OF THE INCOME FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2011, AS STATED IN ANNUAL FINANCIAL STATEMENTS) SUBMITTED BY THE BOARD OF DIRECTORS TO THE COMBINED ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING OF JUNE 5, 2012	Management	Against
O4	AGREEMENTS REFERRED TO IN ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE (CODE DE COMMERCE)	Management	For
O5	APPOINTMENT OF MS. CLAUDIE HAIGNERE AS A DIRECTOR	Management	For
O6	APPOINTMENT OF MR. JOSE-LUIS DURAN AS A DIRECTOR	Management	For
O7	APPOINTMENT OF MR. CHARLES-HENRI FILIPPI AS A DIRECTOR	Management	For
O8	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO PURCHASE OR TRANSFER SHARES OF THE COMPANY	Management	For
O9	RATIFICATION OF THE TRANSFER OF THE REGISTERED OFFICE	Management	For
E10	AMENDMENT OF ARTICLE 9 OF THE BYLAWS	Management	For
E11	AMENDMENT OF ARTICLE 16 OF THE BYLAWS	Management	For
E12	AMENDMENT OF ARTICLE 21 OF THE BYLAWS	Management	For
E13	DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO ISSUE SHARES RESERVED FOR PERSONS THAT SIGNED A LIQUIDITY CONTRACT WITH THE COMPANY IN THEIR CAPACITY AS HOLDERS OF SHARES OR STOCK OPTIONS OF ORANGE S.A	Management	For
E14	DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO PROCEED WITH THE FREE ISSUANCE OF OPTION-BASED LIQUIDITY INSTRUMENTS RESERVED FOR THOSE HOLDERS OF STOCK OPTIONS OF ORANGE S.A. THAT HAVE SIGNED A LIQUIDITY CONTRACT WITH THE COMPANY	Management	For
E15	AUTHORIZATION GIVEN TO THE BOARD OF DIRECTORS TO ALLOCATE FREE SHARES	Management	For
E16	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO PROCEED WITH CAPITAL INCREASES RESERVED FOR MEMBERS OF SAVINGS PLANS	Management	For
E17	AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL THROUGH THE CANCELLATION OF SHARES	Management	For
E18	POWERS FOR FORMALITIES	Management	For

DEVON ENERGY CORPORATION

SECURITY 25179M103 MEETING TYPE Annual
TICKER SYMBOL DVN MEETING DATE 06-Jun-2012
ISIN US25179M1036 AGENDA 933612839 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 ROBERT H. HENRY		For
	2 JOHN A. HILL		For
	3 MICHAEL M. KANOVSKY		For
	4 ROBERT A. MOSBACHER, JR		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5	J. LARRY NICHOLS		For
6	DUANE C. RADTKE		For
7	MARY P. RICCIARDELLO		For
8	JOHN RICHELIS		For
2.	APPROVE, IN AN ADVISORY VOTE, EXECUTIVE COMPENSATION.	Management	Abstain
3.	RATIFY THE APPOINTMENT OF THE INDEPENDENT AUDITORS FOR 2012.	Management	For
4.	APPROVE AMENDING THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO GRANT STOCKHOLDERS THE RIGHT TO CALL A SPECIAL MEETING.	Management	For
5.	APPROVE THE 2012 INCENTIVE COMPENSATION PLAN.	Management	For
6.	APPROVE THE 2012 AMENDMENT TO THE 2009 LONG-TERM INCENTIVE COMPENSATION PLAN.	Management	For
7.	REPORT ON THE DISCLOSURE OF LOBBYING POLICIES AND PRACTICES.	Shareholder	Against

INGERSOLL-RAND PLC

SECURITY	G47791101	MEETING TYPE	Annual
TICKER SYMBOL	IR	MEETING DATE	07-Jun-2012
ISIN	IE00B6330302	AGENDA	933612916 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: A.C. BERZIN	Management	For
1B.	ELECTION OF DIRECTOR: J. BRUTON	Management	For
1C.	ELECTION OF DIRECTOR: J.L. COHON	Management	For
1D.	ELECTION OF DIRECTOR: G.D. FORSEE	Management	For
1E.	ELECTION OF DIRECTOR: P.C. GODSOE	Management	For
1F.	ELECTION OF DIRECTOR: E.E. HAGENLOCKER	Management	For
1G.	ELECTION OF DIRECTOR: C.J. HORNER	Management	For
1H.	ELECTION OF DIRECTOR: M.W. LAMACH	Management	For
1I.	ELECTION OF DIRECTOR: T.E. MARTIN	Management	For
1J.	ELECTION OF DIRECTOR: R.J. SWIFT	Management	For
1K.	ELECTION OF DIRECTOR: T.L. WHITE	Management	For
2.	ADVISORY APPROVAL OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain
3.	APPROVAL OF THE APPOINTMENT OF INDEPENDENT AUDITORS AND AUTHORIZATION OF THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION	Management	For

NEW YORK COMMUNITY BANCORP, INC.

SECURITY	649445103	MEETING TYPE	Annual
TICKER SYMBOL	NYB	MEETING DATE	07-Jun-2012
ISIN	US6494451031	AGENDA	933616798 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 MAUREEN E. CLANCY		For
	2 HANIF DAHYA		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	3	JOSEPH R. FICALORA			For
	4	JAMES J. O'DONOVAN			For
2.		APPROVAL OF THE NEW YORK COMMUNITY BANCORP, INC. 2012 STOCK INCENTIVE PLAN.	Management		For
3.		THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF NEW YORK COMMUNITY BANCORP, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management		For
4.		A SHAREHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder		Against

LAS VEGAS SANDS CORP.

SECURITY 517834107 MEETING TYPE Annual
TICKER SYMBOL LVS MEETING DATE 07-Jun-2012
ISIN US5178341070 AGENDA 933621016 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR 1 JASON N. ADER 2 MICHAEL A. LEVEN 3 JEFFREY H. SCHWARTZ	Management	For For For
2.	TO CONSIDER AND ACT UPON THE RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	TO CONSIDER AND ACT UPON AN ADVISORY (NON-BINDING) PROPOSAL ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain

DOLLAR THRIFTY AUTOMOTIVE GROUP, INC.

SECURITY 256743105 MEETING TYPE Annual
TICKER SYMBOL DTG MEETING DATE 07-Jun-2012
ISIN US2567431059 AGENDA 933623604 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR 1 THOMAS P. CAPO 2 MARYANN N. KELLER 3 HON. EDWARD C. LUMLEY 4 RICHARD W. NEU 5 JOHN C. POPE 6 SCOTT L. THOMPSON	Management	For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For
3.	ADVISORY VOTE TO APPROVE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Management	Abstain
4.	APPROVAL OF AMENDMENTS TO THE DOLLAR THRIFTY AUTOMOTIVE GROUP, INC. SECOND AMENDED AND RESTATED LONG-TERM	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5.	INCENTIVE PLAN AND DIRECTOR EQUITY PLAN. APPROVAL OF AN AMENDMENT TO DOLLAR THRIFTY AUTOMOTIVE GROUP, INC.'S CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED COMMON SHARE CAPITAL.	Management	For
----	---	------------	-----

LAYNE CHRISTENSEN COMPANY

SECURITY	521050104	MEETING TYPE	Annual
TICKER SYMBOL	LAYN	MEETING DATE	07-Jun-2012
ISIN	US5210501046	AGENDA	933639239 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR 1 DAVID A.B. BROWN 2 J. SAMUEL BUTLER 3 ROBERT R. GILMORE 4 ANTHONY B. HELFET 5 NELSON OBUS 6 JEFFREY J. REYNOLDS 7 RENE J. ROBICHAUD	Management	For For For For For For For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
3.	PROPOSAL TO AMEND THE COMPANY'S 2006 EQUITY INCENTIVE PLAN, AS AMENDED AND RESTATED (THE "2006 EQUITY PLAN") TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE UNDER THE 2006 EQUITY PLAN AND APPROVE ADDITIONAL 162 (M) PERFORMANCE GOALS.	Management	Against
4.	PROPOSAL TO RATIFY THE SELECTION OF THE ACCOUNTING FIRM OF DELOITTE & TOUCHE LLP AS LAYNE CHRISTENSEN'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JANUARY 31, 2013.	Management	For

CHESAPEAKE ENERGY CORPORATION

SECURITY	165167107	MEETING TYPE	Annual
TICKER SYMBOL	CHK	MEETING DATE	08-Jun-2012
ISIN	US1651671075	AGENDA	933636978 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1.	DIRECTOR 1 RICHARD K. DAVIDSON 2 V. BURNS HARGIS	Management	For For
2.	TO APPROVE AN AMENDMENT TO OUR BYLAWS TO IMPLEMENT MAJORITY VOTING IN DIRECTOR ELECTIONS.	Management	For
3.	AN ADVISORY VOTE TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain
4.	TO APPROVE AN AMENDMENT TO OUR LONG TERM INCENTIVE PLAN.	Management	For
5.	TO APPROVE THE ANNUAL INCENTIVE PLAN.	Management	For
6.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDED DECEMBER 31, 2012.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

7.	SHAREHOLDER PROPOSAL RELATING TO RE-INCORPORATION IN DELAWARE.	Shareholder	Against
8.	SHAREHOLDER PROPOSAL RELATING TO POLITICAL LOBBYING EXPENDITURES.	Shareholder	Against
9.	SHAREHOLDER PROPOSAL RELATING TO THE SUPERMAJORITY VOTING STANDARD.	Shareholder	Against
10.	SHAREHOLDER PROPOSAL RELATING TO PROXY ACCESS.	Shareholder	For

SANDISK CORPORATION

SECURITY	80004C101	MEETING TYPE	Annual
TICKER SYMBOL	SNDK	MEETING DATE	12-Jun-2012
ISIN	US80004C1018	AGENDA	933620571 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Management	For
1B.	ELECTION OF DIRECTOR: KEVIN DENUCCIO	Management	For
1C.	ELECTION OF DIRECTOR: IRWIN FEDERMAN	Management	For
1D.	ELECTION OF DIRECTOR: STEVEN J. GOMO	Management	For
1E.	ELECTION OF DIRECTOR: EDDY W. HARTENSTEIN	Management	For
1F.	ELECTION OF DIRECTOR: DR. CHENMING HU	Management	For
1G.	ELECTION OF DIRECTOR: CATHERINE P. LEGO	Management	For
1H.	ELECTION OF DIRECTOR: SANJAY MEHROTRA	Management	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 30, 2012.	Management	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain

GENERAL MOTORS COMPANY

SECURITY	37045V100	MEETING TYPE	Annual
TICKER SYMBOL	GM	MEETING DATE	12-Jun-2012
ISIN	US37045V1008	AGENDA	933620963 - Management

ITEM	PROPOSAL	TYPE	VOTE

1A.	ELECTION OF DIRECTOR: DANIEL F. AKERSON	Management	For
1B.	ELECTION OF DIRECTOR: DAVID BONDERMAN	Management	For
1C.	ELECTION OF DIRECTOR: ERROLL B. DAVIS, JR.	Management	For
1D.	ELECTION OF DIRECTOR: STEPHEN J. GIRSKY	Management	For
1E.	ELECTION OF DIRECTOR: E. NEVILLE ISDELL	Management	For
1F.	ELECTION OF DIRECTOR: ROBERT D. KREBS	Management	For
1G.	ELECTION OF DIRECTOR: PHILIP A. LASKAWY	Management	For
1H.	ELECTION OF DIRECTOR: KATHRYN V. MARINELLO	Management	For
1I.	ELECTION OF DIRECTOR: JAMES J. MULVA	Management	For
1J.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For
1K.	ELECTION OF DIRECTOR: THOMAS M. SCHOEWE	Management	For
1L.	ELECTION OF DIRECTOR: CAROL M. STEPHENSON	Management	For
1M.	ELECTION OF DIRECTOR: THEODORE M. SOLSO	Management	For
1N.	ELECTION OF DIRECTOR: CYNTHIA A. TELLES	Management	For
2.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

AS GM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM
FOR 2012.

3. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. Management Abstain

METROPOLITAN HEALTH NETWORKS, INC.

SECURITY	592142103	MEETING TYPE	Annual
TICKER SYMBOL	MDF	MEETING DATE	12-Jun-2012
ISIN	US5921421039	AGENDA	933626080 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 MICHAEL M. EARLEY		For
	2 ARTHUR D. KOWALOFF		For
	3 MICHAEL E. CAHR		For
	4 CASEY L. GUNNELL		For
	5 RICHARD A. FRANCO, SR.		For
	6 MARK D. STOLPER		For
	7 JOHN S. WATTS, JR.		For
2.	TO APPROVE AND RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain

CME GROUP INC.

SECURITY	12572Q105	MEETING TYPE	Annual
TICKER SYMBOL	CME	MEETING DATE	13-Jun-2012
ISIN	US12572Q1058	AGENDA	933597758 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR	Management	
	1 DENNIS H. CHOOKASZIAN		For
	2 LARRY G. GERDES		For
	3 DANIEL R. GLICKMAN		For
	4 JAMES E. OLIFF		For
	5 EDEMIR PINTO		For
	6 ALEX J. POLLOCK		For
	7 WILLIAM R. SHEPARD		For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For
3.	ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
4.	APPROVAL OF THE FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF CME GROUP INC.	Management	For
5.	APPROVAL OF THE CME GROUP INC. AMENDED AND RESTATED OMNIBUS STOCK PLAN.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

6.	APPROVAL OF THE CME GROUP INC. AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN.	Management	For
7.	SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shareholder	Against

HYATT HOTELS CORPORATION

SECURITY	448579102	MEETING TYPE	Annual
TICKER SYMBOL	H	MEETING DATE	13-Jun-2012
ISIN	US4485791028	AGENDA	933614681 - Management

ITEM	PROPOSAL	TYPE	VOTE

1.	DIRECTOR	Management	
	1 RICHARD A. FRIEDMAN		For
	2 SUSAN D. KRONICK		For
	3 MACKEY J. MCDONALD		For
	4 GREGORY B. PENNER		For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS HYATT HOTELS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED PURSUANT TO THE SECURITIES AND EXCHANGE COMMISSION'S COMPENSATION DISCLOSURE RULES.	Management	Abstain

FREEMPORT-MCMORAN COPPER & GOLD INC.

SECURITY	35671D857	MEETING TYPE	Annual
TICKER SYMBOL	FCX	MEETING DATE	14-Jun-2012
ISIN	US35671D8570	AGENDA	933621989 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	DIRECTOR	Management	
	1 RICHARD C. ADKERSON		For
	2 ROBERT J. ALLISON, JR.		For
	3 ROBERT A. DAY		For
	4 GERALD J. FORD		For
	5 H. DEVON GRAHAM, JR.		For
	6 CHARLES C. KRULAK		For
	7 BOBBY LEE LACKEY		For
	8 JON C. MADONNA		For
	9 DUSTAN E. MCCOY		For
	10 JAMES R. MOFFETT		For
	11 B. M. RANKIN, JR.		For
	12 STEPHEN H. SIEGELE		For
2	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For
03	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
04	STOCKHOLDER PROPOSAL REGARDING THE SELECTION OF A CANDIDATE WITH ENVIRONMENTAL EXPERTISE TO BE RECOMMENDED	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

FOR ELECTION TO THE BOARD OF DIRECTORS.

CHINA MENGNIU DAIRY CO LTD

SECURITY	G21096105	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	15-Jun-2012
ISIN	KYG210961051	AGENDA	703776382 - Management

ITEM	PROPOSAL	TYPE	VOTE
CMMT	PLEASE NOTE THAT THE COMPANY NOTICE IS AVAILABLE BY CLICKING ON THE URL LINK:- http://www.hkexnews.hk/listedco/listconews/sehk/2012/0427/LTN20120427458.pdf	Non-Voting	
CMMT	PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-ALL RESOLUTIONS. THANK YOU.	Non-Voting	
1	To review and consider the audited financial statements and the reports of the directors and the independent auditors for the year ended 31 December 2011	Management	For
2	To approve the proposed final dividend	Management	For
3.A	To re-elect Ms. Sun Yiping as director and authorise the board of directors of the Company to fix her remuneration	Management	For
3.B	To re-elect Mr. Ning Gaoning as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3.C	To re-elect Mr. Yu Xubo as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3.D	To re-elect Mr. Ma Jianping as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3.E	To re-elect Mr. Jiao Shuge (alias Jiao Zhen) as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3.F	To re-elect Mr. Julian Juul Wolhardt as director and authorise the board of directors of the Company to fix his remuneration	Management	For
3.G	To re-elect Mr. Xie Tao as director and authorise the board of directors of the Company to fix his remuneration	Management	For
4	To re-appoint Ernst & Young as the auditors of the Company and authorise the board of directors to fix their remuneration	Management	For
5	Ordinary resolution No. 5 set out in the Notice of Annual General Meeting (to give a general mandate to the directors to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company)	Management	For
6	Ordinary resolution No. 6 set out in the Notice of Annual General Meeting (to give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company)	Management	For

LIBERTY GLOBAL, INC.

SECURITY	530555101	MEETING TYPE	Annual
TICKER SYMBOL	LBTYA	MEETING DATE	19-Jun-2012
ISIN	US5305551013	AGENDA	933632502 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
1.	DIRECTOR 1 JOHN P. COLE, JR. 2 RICHARD R. GREEN 3 DAVID E. RAPLEY	Management	For For For
2.	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For

CH ENERGY GROUP, INC.

SECURITY 12541M102 MEETING TYPE Special
TICKER SYMBOL CHG MEETING DATE 19-Jun-2012
ISIN US12541M1027 AGENDA 933639049 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 20, 2012, BY AND AMONG FORTISUS INC., CASCADE ACQUISITION SUB INC., A WHOLLY OWNED SUBSIDIARY OF FORTISUS INC., FORTIS INC. (SOLELY FOR PURPOSES OF CERTAIN PROVISIONS THEREOF), AND CH ENERGY GROUP, INC., AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For
2.	TO APPROVE, ON AN ADVISORY, NON-BINDING BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO NAMED EXECUTIVE OFFICERS OF CH ENERGY GROUP, INC. THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	For
3.	TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF TO ADOPT THE MERGER AGREEMENT.	Management	For

YAKULT HONSHA CO., LTD.

SECURITY J95468120 MEETING TYPE Annual General Meeting
TICKER SYMBOL JP393160005 MEETING DATE 20-Jun-2012
ISIN JP393160005 AGENDA 703881993 - Management

ITEM	PROPOSAL	TYPE	VOTE
1.1	Appoint a Director	Management	For
1.2	Appoint a Director	Management	For
1.3	Appoint a Director	Management	For
1.4	Appoint a Director	Management	For
1.5	Appoint a Director	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.6	Appoint a Director	Management	For
1.7	Appoint a Director	Management	For
1.8	Appoint a Director	Management	For
1.9	Appoint a Director	Management	For
1.10	Appoint a Director	Management	For
1.11	Appoint a Director	Management	For
1.12	Appoint a Director	Management	For
1.13	Appoint a Director	Management	For
1.14	Appoint a Director	Management	For
1.15	Appoint a Director	Management	For
2.1	Appoint a Corporate Auditor	Management	For
2.2	Appoint a Corporate Auditor	Management	For
2.3	Appoint a Corporate Auditor	Management	For
2.4	Appoint a Corporate Auditor	Management	For
2.5	Appoint a Corporate Auditor	Management	For
2.6	Appoint a Corporate Auditor	Management	For
2.7	Appoint a Corporate Auditor	Management	For

ORTHOFIX INTERNATIONAL N.V.

SECURITY	N6748L102	MEETING TYPE	Annual
TICKER SYMBOL	OFIX	MEETING DATE	21-Jun-2012
ISIN	ANN6748L1027	AGENDA	933630990 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			
1.	DIRECTOR	Management	
	1 JAMES F. GERO		For
	2 GUY J. JORDAN		For
	3 MICHAEL R. MAINELLI		For
	4 DAVEY S. SCOON		For
	5 ROBERT S. VATERS		For
	6 WALTER P. VON WARTBURG		For
	7 KENNETH R. WEISSHAAR		For
2.	APPROVAL OF THE ORTHOFIX INTERNATIONAL N.V. 2012 LONG-TERM INCENTIVE PLAN.	Management	Against
3.	APPROVAL OF THE BALANCE SHEET AND INCOME STATEMENT AT AND FOR THE YEAR ENDED DECEMBER 31, 2011.	Management	For
4.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ORTHOFIX AND ITS SUBSIDIARIES FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
5.	APPROVAL OF AN ADVISORY AND NON-BINDING RESOLUTION ON EXECUTIVE COMPENSATION.	Management	Abstain

GOOGLE INC.

SECURITY	38259P508	MEETING TYPE	Annual
TICKER SYMBOL	GOOG	MEETING DATE	21-Jun-2012
ISIN	US38259P5089	AGENDA	933632968 - Management

ITEM	PROPOSAL	TYPE	VOTE
<hr style="border-top: 1px dashed black;"/>			

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.	DIRECTOR	Management	
	1 LARRY PAGE		For
	2 SERGEY BRIN		For
	3 ERIC E. SCHMIDT		For
	4 L. JOHN DOERR		For
	5 DIANE B. GREENE		For
	6 JOHN L. HENNESSY		For
	7 ANN MATHER		For
	8 PAUL S. OTELLINI		For
	9 K. RAM SHRIRAM		For
	10 SHIRLEY M. TILGHMAN		For
2.	THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS GOOGLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For
3A.	THE APPROVAL OF THE ADOPTION OF GOOGLE'S FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO GOOGLE'S THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO ESTABLISH THE CLASS C CAPITAL STOCK AND TO MAKE CERTAIN CLARIFYING CHANGES.	Management	Against
3B.	THE APPROVAL OF THE ADOPTION OF GOOGLE'S FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO GOOGLE'S THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK FROM 6 BILLION TO 9 BILLION.	Management	Against
3C.	THE APPROVAL OF THE ADOPTION OF GOOGLE'S FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO GOOGLE'S THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE TREATMENT OF SHARES OF CLASS A COMMON STOCK IN A MANNER THAT IS AT LEAST AS FAVORABLE AS THE SHARES OF CLASS B COMMON STOCK.	Management	For
4.	THE APPROVAL OF GOOGLE'S 2012 STOCK PLAN.	Management	Against
5.	THE APPROVAL OF GOOGLE'S 2012 INCENTIVE COMPENSATION PLAN FOR EMPLOYEES AND CONSULTANTS OF MOTOROLA MOBILITY.	Management	Against
6.	A STOCKHOLDER PROPOSAL REGARDING AN ADVISORY VOTE ON POLITICAL CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against
7.	A STOCKHOLDER PROPOSAL REGARDING MANDATORY ARBITRATION OF CERTAIN SHAREHOLDER CLAIMS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against
8.	A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against

IBERDROLA SA

SECURITY 450737101 MEETING TYPE Annual
TICKER SYMBOL IBDRY MEETING DATE 22-Jun-2012
ISIN US4507371015 AGENDA 933654750 - Management

ITEM	PROPOSAL	TYPE	VOTE
-----	-----	-----	-----
1	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
3	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
4	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
5	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
6	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7A	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7B	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7C	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7D	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7E	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7F	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7G	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
7H	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
8	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
9	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
10	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
11A	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
11B	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
12	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
13	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
14	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

15	MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For
----	---	------------	-----

ENDESA SA, MADRID

SECURITY	E41222113	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	26-Jun-2012
ISIN	ES0130670112	AGENDA	703854768 - Management

ITEM	PROPOSAL	TYPE	VOTE
1	Review and approval of the annual financial statements of the company and its consolidated group during the period ending 31.12.11	Management	For
2	Review and approval of the management performed by the board for the company and its consolidated group during the period ending 31.12.2011	Management	For
3	Examination and approval of the corporate management for 2011	Management	For
4	Review and approval of the application of results and dividend distribution for 2011	Management	For
5	Ratification of the corporate website	Management	For
6	Re-election of D.Andrea Brentan as board member	Management	For
7	Re-election of D.Luigi Ferraris as board member	Management	For
8	Dismissal of D.Claudio Machetti and appointment of D.Massimo as board member	Management	For
9	Elect Salvador Montejo Velilla as Director	Management	For
10	Information about the amendment of board regulations	Management	For
11	Consultative report on the remuneration policy of the board members	Management	For
12	Delegation of powers	Management	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN TEXT OF RESOLUTION 9. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

KIKKOMAN CORPORATION

SECURITY	J32620106	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	26-Jun-2012
ISIN	JP3240400006	AGENDA	703873908 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
4	Appoint a Substitute Corporate Auditor	Management	For

ELECTRIC POWER DEVELOPMENT CO., LTD.

SECURITY	J12915104	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	26-Jun-2012
ISIN	JP3551200003	AGENDA	703874582 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For

TOHOKU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J85108108	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	27-Jun-2012
ISIN	JP3605400005	AGENDA	703882680 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1.1	Appoint a Director	Management	For
1.2	Appoint a Director	Management	For
1.3	Appoint a Director	Management	For
1.4	Appoint a Director	Management	For
1.5	Appoint a Director	Management	For
1.6	Appoint a Director	Management	For
1.7	Appoint a Director	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.8	Appoint a Director	Management	For
1.9	Appoint a Director	Management	For
1.10	Appoint a Director	Management	For
1.11	Appoint a Director	Management	For
1.12	Appoint a Director	Management	For
1.13	Appoint a Director	Management	For
1.14	Appoint a Director	Management	For
1.15	Appoint a Director	Management	For
1.16	Appoint a Director	Management	For
2	Appoint a Corporate Auditor	Management	For
3	Shareholder Proposal: Amend Articles to Expand Investment in Renewable Energy Development	Shareholder	Against
4	Shareholder Proposal: Amend Articles to Continue to Halt the Nuclear Power Stations Operation	Shareholder	Against
5	Shareholder Proposal: Amend Articles to Withdraw from The Namie-Odaka Nuclear Power Station Project	Shareholder	Against

CHUBU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J06510101	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	27-Jun-2012
ISIN	JP3526600006	AGENDA	703883353 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For
2.16	Appoint a Director	Management	For
2.17	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
3.3	Appoint a Corporate Auditor	Management	For
4	Shareholder Proposal: Amend Articles to Abandon Nuclear Power Generation	Shareholder	Against
5	Shareholder Proposal: Amend Articles to Reconstitute Power Source for Stable Supply of Electricity	Shareholder	Against
6	Shareholder Proposal: Amend Articles to Persuade Local Residents Living near the Hamaoka Nuclear Power Plant to Participate in the Argument for Continuation or Abolition of the Plant	Shareholder	Against
7	Shareholder Proposal: Amend Articles to Prohibit Increasing Storage of Spent Nuclear Fuel	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

8	Shareholder Proposal: Amend Articles to Effectively Use the Land of the Hamaoka Nuclear Power Plant for Small-scale Decentralized Power Generation	Shareholder	Against
9	Shareholder Proposal: Amend Articles to Positively Disclose Information on the Safety of Power Facilities	Shareholder	Against
10	Shareholder Proposal: Amend Articles to Aim Development of the Corporation and Progress of Society	Shareholder	Against

SHIKOKU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J72079106	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	27-Jun-2012
ISIN	JP3350800003	AGENDA	703888721 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
4	Approve Retirement Allowance for Retiring Directors and Retiring Corporate Auditors, and Payment of Accrued Benefits associated with Abolition of Retirement Benefit System for Current Directors and Current Corporate Auditors	Management	For
5	Shareholder Proposal: Amend Articles to Abandon Nuclear Power Generation	Shareholder	Against
6	Shareholder Proposal: Amend Articles to End Business with Risk of Radiation Exposure for Workers	Shareholder	Against
7	Shareholder Proposal: Amend Articles to Suspend Plutonium Thermal Use	Shareholder	Against
8	Shareholder Proposal: Amend Articles to Develop and Promote Renewable Energy	Shareholder	Against
9	Shareholder Proposal: Amend Articles to Realize Financial Retrenchment and Price Reduction of Electricity	Shareholder	Against
10	Shareholder Proposal: Approve Appropriation of Surplus	Shareholder	Against

KYUSHU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J38468104	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	27-Jun-2012
ISIN	JP3246400000	AGENDA	703888733 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For
2.16	Appoint a Director	Management	For
2.17	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
4	Appoint a Substitute Corporate Auditor	Management	For
5	Shareholder Proposal: Amend Articles of Incorporation (1) (Require Additional Article of Declaration of New Investment)	Shareholder	Against
6	Shareholder Proposal: Amend Articles of Incorporation (2) (Require Additional Article of Establishment of Exploratory Committee for Rising in Electricity Rates)	Shareholder	Against
7	Shareholder Proposal: Amend Articles of Incorporation (3) (Require Additional Article of Termination of Nuclear Power Generation)	Shareholder	Against
8	Shareholder Proposal: Amend Articles of Incorporation (4) (Require Additional Article of Establishment of Exploratory Committee for Decommissioning of Nuclear Reactor)	Shareholder	Against
9	Shareholder Proposal: Amend Articles of Incorporation (5) (Require Additional Article of Promotion of Gas Combined-cycle Power Generation as The Key Base-Load Power Source)	Shareholder	Against
10	Shareholder Proposal: Amend Articles of Incorporation (6) (Require Additional Article of Establishment of a Committee for Separation of Electrical Power Generation Sector from Power Distribution and Transmission Sector)	Shareholder	Against
11	Shareholder Proposal: Appoint a Director	Shareholder	Against
12	Shareholder Proposal: Cease Payment for Accrued Benefits associated with Abolition of Retirement Benefit System to Qualified Corporate Officers	Shareholder	Against

HOKKAIDO ELECTRIC POWER COMPANY, INCORPORATED

SECURITY J21378104 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 27-Jun-2012
ISIN JP385020001 AGENDA 703888757 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
3.3	Appoint a Corporate Auditor	Management	For
4	Appoint Accounting Auditors	Management	For

HOKURIKU ELECTRIC POWER COMPANY

SECURITY J22050108 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 27-Jun-2012
ISIN JP3845400005 AGENDA 703888909 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
3.3	Appoint a Corporate Auditor	Management	For
3.4	Appoint a Corporate Auditor	Management	For
3.5	Appoint a Corporate Auditor	Management	For

THE KANSAI ELECTRIC POWER COMPANY, INCORPORATED

SECURITY J30169106 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 27-Jun-2012

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN JP3228600007 AGENDA 703892934 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For
2.16	Appoint a Director	Management	For
2.17	Appoint a Director	Management	For
2.18	Appoint a Director	Management	For
3	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (1)	Shareholder	Against
4	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (2)	Shareholder	Against
5	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (3)	Shareholder	Against
6	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (4)	Shareholder	Against
7	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (5)	Shareholder	Against
8	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (6)	Shareholder	Against
9	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (7)	Shareholder	Against
10	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (8)	Shareholder	Against
11	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (9)	Shareholder	Against
12	Shareholder Proposal: Approve Appropriation of Surplus	Shareholder	Against
13	Shareholder Proposal: Remove a Director	Shareholder	Against
14	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (1)	Shareholder	Against
15	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (2)	Shareholder	Against
16	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (3)	Shareholder	Against
17	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (4)	Shareholder	Against
18	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (1)	Shareholder	Against
19	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (2)	Shareholder	Against
20	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (3)	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

21	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (1)	Shareholder	Against
22	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (2)	Shareholder	Against
23	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (3)	Shareholder	Against
24	Shareholder Proposal: Partial Amendments to the Articles of Incorporation	Shareholder	Against
25	Shareholder Proposal: Appoint a Director	Shareholder	Against
26	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (1)	Shareholder	Against
27	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (2)	Shareholder	Against
28	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (3)	Shareholder	Against
29	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (1)	Shareholder	Against
30	Shareholder Proposal: Partial Amendments to the Articles of Incorporation (2)	Shareholder	Against

THE CHUGOKU ELECTRIC POWER COMPANY, INCORPORATED

SECURITY	J07098106	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	27-Jun-2012
ISIN	JP3522200009	AGENDA	703897237 - Management

ITEM	PROPOSAL	TYPE	VOTE
	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
2.12	Appoint a Director	Management	For
2.13	Appoint a Director	Management	For
2.14	Appoint a Director	Management	For
2.15	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
3.3	Appoint a Corporate Auditor	Management	For
3.4	Appoint a Corporate Auditor	Management	For
4	Shareholder Proposal: Amend Articles to Create Corporate Mission Statement	Shareholder	Against
5	Shareholder Proposal: Amend Articles to Abolish Existing Nuclear Power Plants and Abandon to Build New Ones	Shareholder	Against
6	Shareholder Proposal: Amend Articles to Separate Electrical Power Production from Power Distribution and Transmission	Shareholder	Against
7	Shareholder Proposal: Amend Articles to Generate	Shareholder	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Electricity by Renewable Energy		
8.1	Shareholder Proposal: Appoint a Director	Shareholder	Against
8.2	Shareholder Proposal: Appoint a Director	Shareholder	Against
8.3	Shareholder Proposal: Appoint a Director	Shareholder	Against
8.4	Shareholder Proposal: Appoint a Director	Shareholder	Against

NISSIN FOODS HOLDINGS CO., LTD.

SECURITY	J58063124	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	28-Jun-2012
ISIN	JP3675600005	AGENDA	703888668 - Management

ITEM	PROPOSAL	TYPE	VOTE

	Please reference meeting materials.	Non-Voting	
1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director	Management	For
2.2	Appoint a Director	Management	For
2.3	Appoint a Director	Management	For
2.4	Appoint a Director	Management	For
2.5	Appoint a Director	Management	For
2.6	Appoint a Director	Management	For
2.7	Appoint a Director	Management	For
2.8	Appoint a Director	Management	For
2.9	Appoint a Director	Management	For
2.10	Appoint a Director	Management	For
2.11	Appoint a Director	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
4	Appoint a Substitute Corporate Auditor	Management	For

MORINAGA MILK INDUSTRY CO., LTD.

SECURITY	J46410114	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	28-Jun-2012
ISIN	JP3926800008	AGENDA	703894801 - Management

ITEM	PROPOSAL	TYPE	VOTE

1	Approve Appropriation of Surplus	Management	For
2	Amend Articles to: Adopt Reduction of Liability System for Outside Directors, Adopt Reduction of Liability System for Outside Auditors	Management	For
3.1	Appoint a Corporate Auditor	Management	For
3.2	Appoint a Corporate Auditor	Management	For
3.3	Appoint a Corporate Auditor	Management	For
4	Appoint a Substitute Corporate Auditor	Management	For

SIGNATURES

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

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.

Registrant The Gabelli Dividend & Income Trust

By (Signature and Title)* /s/ Bruce N. Alpert

Bruce N. Alpert, Principal Executive Officer

Date 08/24/12

* Print the name and title of each signing officer under his or her signature.