

Edgar Filing: CLAYMORE DIVIDEND & INCOME FUND - Form N-PX

CLAYMORE DIVIDEND & INCOME FUND  
Form N-PX  
August 17, 2009

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 811-21455  
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Claymore Dividend & Income Fund  
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(Exact name of registrant as specified in charter)

2455 Corporate West Drive  
Lisle, IL 60532  
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(Address of principal executive offices) (Zip code)

J. Thomas Futrell  
2455 Corporate West Drive  
Lisle, IL 60532  
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(Name and address of agent for service)

Registrant's telephone number, including area code: (630) 505-3700  
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Date of fiscal year end: October 31  
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Date of reporting period: July 1, 2008 - June 30, 2009  
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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 (ss.ss. 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, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

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Item 1. Proxy Voting Record.

\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-21455
Reporting Period: 07/01/2008 - 06/30/2009
Claymore Dividend & Income Fund

===== CLAYMORE DIVIDEND & INCOME FUND =====

AETNA INC.

Ticker: AET Security ID: 00817Y108
Meeting Date: MAY 29, 2009 Meeting Type: Annual
Record Date: MAR 27, 2009

Table with 5 columns: #, Proposal, Mgt Rec, Vote Cast, Sponsor. Rows include ELECTION OF DIRECTORS (1A-1M) and RATIFY APPOINTMENT OF INDEPENDENT AUDITORS (02).

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ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103
Meeting Date: MAY 19, 2009 Meeting Type: Annual
Record Date: MAR 30, 2009

Table with 5 columns: #, Proposal, Mgt Rec, Vote Cast, Sponsor. Rows include ELECTION OF DIRECTORS (1A-1G).

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1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder
04	S/H PROPOSAL - TOBACCO	AGAINST	AGAINST	Shareholder
05	S/H PROPOSAL - HEALTH ISSUES	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL - HUMAN RIGHTS RELATED	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder
08	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder

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### AMERICAN EXPRESS COMPANY

Ticker:            AXP                    Security ID: 025816109  
Meeting Date: APR 27, 2009    Meeting Type: Annual  
Record Date:    FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
02	ELECTION OF DIRECTORS	FOR	FOR	Management
03	MISCELLANEOUS COMPENSATION PLANS	FOR	FOR	Management
04	S/H PROPOSAL - ADOPT CUMULATIVE VOTING	AGAINST	AGAINST	Shareholder
05	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder

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### ANADARKO PETROLEUM CORPORATION

Ticker:            APC                    Security ID: 032511107  
Meeting Date: MAY 19, 2009    Meeting Type: Annual  
Record Date:    MAR 25, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	APPROVE CHARTER AMENDMENT	FOR	FOR	Management
04	S/H - CREATE A NON-DISCRIMATORY SEXUAL ORIENTATION POLICY	AGAINST	AGAINST	Shareholder

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### APACHE CORPORATION

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Ticker: APA Security ID: 037411105  
 Meeting Date: MAY 7, 2009 Meeting Type: Annual  
 Record Date: MAR 18, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
02	ELECTION OF DIRECTORS	FOR	FOR	Management
03	ELECTION OF DIRECTORS	FOR	FOR	Management
04	ELECTION OF DIRECTORS	FOR	FOR	Management

### APOLLO INVESTMENT CORPORATION

Ticker: AINV Security ID: 03761U106  
 Meeting Date: AUG 5, 2008 Meeting Type: Annual  
 Record Date: JUN 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	AUTHORIZE SALE OF ASSETS	FOR	FOR	Management

### BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104  
 Meeting Date: DEC 5, 2008 Meeting Type: Special  
 Record Date: OCT 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	STOCK ISSUANCE	FOR	FOR	Management
02	AMEND STOCK OPTION PLAN	FOR	FOR	Management
03	APPROVE AUTHORIZED COMMON STOCK INCREASE	FOR	FOR	Management
04	APPROVE MOTION TO ADJOURN MEETING	FOR	FOR	Management

### BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management

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1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
1M	ELECTION OF DIRECTORS	FOR	FOR	Management
1N	ELECTION OF DIRECTORS	FOR	FOR	Management
1O	ELECTION OF DIRECTORS	FOR	FOR	Management
1P	ELECTION OF DIRECTORS	FOR	FOR	Management
1Q	ELECTION OF DIRECTORS	FOR	FOR	Management
1R	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	MISCELLANEOUS COMPENSATION PLANS	FOR	FOR	Management
04	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder
05	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL - ADOPT CUMULATIVE VOTING	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder
08	S/H PROPOSAL - ESTABLISH INDEPENDENT CHAIRMAN	AGAINST	AGAINST	Shareholder
09	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder
10	S/H PROPOSAL - HEALTH ISSUES	AGAINST	AGAINST	Shareholder
11	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder

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### BONAVISTA ENERGY TRUST

Ticker:           BNPUF                   Security ID: 098536105  
 Meeting Date: MAY 7, 2009       Meeting Type: Special  
 Record Date: MAR 19, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	FIX NUMBER OF DIRECTORS	FOR	FOR	Management
02	ELECTION OF DIRECTORS	FOR	FOR	Management
03	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
04	MISCELLANEOUS CORPORATE ACTIONS	FOR	FOR	Management

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### CATERPILLAR INC.

Ticker:           CAT                       Security ID: 149123101  
 Meeting Date: JUN 10, 2009   Meeting Type: Annual  
 Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	S/H ELECTION OF DIRECTORS	AGAINST	AGAINST	Shareholder
04	S/H ELECTION OF DIRECTORS	AGAINST	AGAINST	Shareholder
05	S/H PROPOSAL - MILITARY/WEAPONS	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL - ELIMINATE SUPERMAJORITY VOTE	AGAINST	AGAINST	Shareholder

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07	SHAREHOLDER PROPOSAL - INDEPENDENCE OF COMPENSATION CONSULTANTS	AGAINST	AGAINST	Shareholder
08	S/H PROPOSAL - ESTABLISH INDEPENDENT CHAIRMAN	AGAINST	AGAINST	Shareholder
09	S/H PROPOSAL - ADOPT/IMPLEMENT CERES PRINCIPLES	AGAINST	AGAINST	Shareholder

### CHESAPEAKE ENERGY CORPORATION

Ticker: CHK Security ID: 165167107  
 Meeting Date: JUN 12, 2009 Meeting Type: Annual  
 Record Date: APR 15, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
02	APPROVE AUTHORIZED COMMON STOCK INCREASE	FOR	FOR	Management
03	AMEND STOCK COMPENSATION PLAN	FOR	FOR	Management
04	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
05	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder
06	S/H ELECTION OF DIRECTORS	AGAINST	AGAINST	Shareholder
07	S/H - CREATE A NON-DISCRIMATORY SEXUAL ORIENTATION POLICY	AGAINST	AGAINST	Shareholder

### CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100  
 Meeting Date: MAY 27, 2009 Meeting Type: Annual  
 Record Date: APR 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
1M	ELECTION OF DIRECTORS	FOR	FOR	Management
1N	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	AMEND CASH/STOCK BONUS PLAN	FOR	FOR	Management
04	AMEND CASH/STOCK BONUS PLAN	FOR	FOR	Management
05	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - ENVIRONMENTAL	AGAINST	AGAINST	Shareholder

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08	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder
09	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder
10	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder

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CITIGROUP INC.

Ticker: C Security ID: 172967101  
 Meeting Date: APR 21, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
1M	ELECTION OF DIRECTORS	FOR	FOR	Management
1N	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	APPROVE STOCK COMPENSATION PLAN	FOR	FOR	Management
04	APPROVE CASH/STOCK BONUS PLAN	FOR	FOR	Management
05	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder
07	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder
08	S/H PROPOSAL REQUIRE 2 CANDIDATES FOR EACH BOARD SEAT	AGAINST	AGAINST	Shareholder
09	S/H PROPOSAL - ENVIRONMENTAL	AGAINST	AGAINST	Shareholder
10	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder
11	S/H PROPOSAL - INCREASE DISCLOSURE OF EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder
12	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder
13	S/H PROPOSAL - ADOPT CUMULATIVE VOTING	AGAINST	AGAINST	Shareholder

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CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104  
 Meeting Date: MAY 13, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management

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1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
1M	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	ADOPT STOCK PURCHASE PLAN	FOR	FOR	Management
04	S/H PROPOSAL - HEALTH ISSUES	AGAINST	FOR	Shareholder
05	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	FOR	Shareholder
06	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	FOR	Shareholder
07	S/H PROPOSAL - ENVIRONMENTAL	AGAINST	FOR	Shareholder
08	S/H PROPOSAL - ENVIRONMENTAL	AGAINST	FOR	Shareholder
09	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	FOR	Shareholder

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### CONTRANS INCOME FUND

Ticker: CSIUF Security ID: 212337109  
 Meeting Date: APR 30, 2009 Meeting Type: Special  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
A	ELECTION OF DIRECTORS	FOR	FOR	Management
B	MISCELLANEOUS CORPORATE ACTIONS	FOR	FOR	Management
C	ELECTION OF DIRECTORS	FOR	FOR	Management
D	APPROVE RENUMERATION OF DIRECTORS AND AUDITORS	FOR	FOR	Management
E	APPROVE CHARTER AMENDMENT	FOR	FOR	Management

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### DEVON ENERGY CORPORATION

Ticker: DVN Security ID: 25179M103  
 Meeting Date: JUN 3, 2009 Meeting Type: Annual  
 Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
02	ELECTION OF DIRECTORS	FOR	FOR	Management
03	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
04	APPROVE STOCK COMPENSATION PLAN	FOR	FOR	Management
05	S/H ELECTION OF DIRECTORS	AGAINST	AGAINST	Shareholder

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### EVERGREEN INCOME ADVANTAGE FUND

Ticker: EAD Security ID: 30023Y105  
 Meeting Date: AUG 8, 2008 Meeting Type: Annual  
 Record Date: JUN 13, 2008

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management

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EVERGREEN INCOME ADVANTAGE FUND

Ticker: EAD Security ID: 30023Y105  
 Meeting Date: JAN 16, 2009 Meeting Type: Special  
 Record Date: OCT 31, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	APPROVE INVESTMENT ADVISORY AGREEMENT	FOR	FOR	Management
1B	APPROVE SUB-INVESTMENT ADVISORY AGREEMENT	FOR	FOR	Management

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GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103  
 Meeting Date: APR 22, 2009 Meeting Type: Annual  
 Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
A1	ELECTION OF DIRECTORS	AGAINST	AGAINST	Management
A2	ELECTION OF DIRECTORS	FOR	FOR	Management
A3	ELECTION OF DIRECTORS	FOR	FOR	Management
A4	ELECTION OF DIRECTORS	AGAINST	AGAINST	Management
A5	ELECTION OF DIRECTORS	FOR	FOR	Management
A6	ELECTION OF DIRECTORS	AGAINST	AGAINST	Management
A7	ELECTION OF DIRECTORS	AGAINST	AGAINST	Management
A8	ELECTION OF DIRECTORS	AGAINST	AGAINST	Management
A9	ELECTION OF DIRECTORS	FOR	FOR	Management
A10	ELECTION OF DIRECTORS	AGAINST	AGAINST	Management
A11	ELECTION OF DIRECTORS	FOR	FOR	Management
A12	ELECTION OF DIRECTORS	FOR	FOR	Management
A13	ELECTION OF DIRECTORS	AGAINST	AGAINST	Management
A14	ELECTION OF DIRECTORS	FOR	FOR	Management
A15	ELECTION OF DIRECTORS	FOR	FOR	Management
B	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
C1	S/H PROPOSAL - ADOPT CUMULATIVE VOTING	AGAINST	AGAINST	Shareholder
C2	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	FOR	Shareholder
C3	S/H PROPOSAL - SELLING OF COMPANY	AGAINST	AGAINST	Shareholder
C4	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder
C5	S/H PROPOSAL - RESCIND OR ALLOW SHAREHOLDER TO RATIFY POISON PILL	AGAINST	FOR	Shareholder

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HELIOS FUNDS

Ticker: HTR Security ID: 42327V109  
 Meeting Date: MAR 26, 2009 Meeting Type: Annual  
 Record Date: JAN 14, 2009



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### NEWMONT MINING CORPORATION

Ticker: NEM Security ID: 651639106  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder
04	S/H ELECTION OF DIRECTORS	AGAINST	AGAINST	Shareholder

### NORTHROP GRUMMAN CORPORATION

Ticker: NOC Security ID: 666807102  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: MAR 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	S/H PROPOSAL - MILITARY/WEAPONS	AGAINST	AGAINST	Shareholder
04	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder

### NUVEEN PREFERRED & CONVERTIBLE INCOME 2

Ticker: JQC Security ID: 67073D102  
 Meeting Date: OCT 28, 2008 Meeting Type: Annual  
 Record Date: MAY 2, 2008



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1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
1M	ELECTION OF DIRECTORS	FOR	FOR	Management
1N	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	AMEND STOCK COMPENSATION PLAN	FOR	FOR	Management
04	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder
05	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL - ADOPT CUMULATIVE VOTING	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder

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### PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
2	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
3	AMEND STOCK COMPENSATION PLAN	FOR	FOR	Management

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### PIONEER HIGH INCOME TRUST

Ticker: PHT Security ID: 72369H106  
 Meeting Date: SEP 22, 2008 Meeting Type: Special  
 Record Date: JUL 9, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management
01	ELECTION OF DIRECTORS	FOR	FOR	Management

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### STAPLES, INC.

Ticker: SPLS Security ID: 855030102

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Meeting Date: JUN 9, 2009      Meeting Type: Annual

Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
02	AMEND STOCK COMPENSATION PLAN	FOR	FOR	Management
03	AMEND STOCK PURCHASE PLAN	FOR	FOR	Management
04	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
05	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder

THE ALLSTATE CORPORATION

Ticker: ALL      Security ID: 020002101

Meeting Date: MAY 19, 2009      Meeting Type: Annual

Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	AMEND CASH/STOCK BONUS PLAN	FOR	FOR	Management
04	APPROVE STOCK COMPENSATION PLAN	FOR	FOR	Management
05	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder

THE GOLDMAN SACHS GROUP, INC.

Ticker: GS      Security ID: 38141G104

Meeting Date: MAY 8, 2009      Meeting Type: Annual

Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management

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1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	MISCELLANEOUS COMPENSATION PLANS	FOR	FOR	Management
04	S/H PROPOSAL - ADOPT CUMULATIVE VOTING	AGAINST	AGAINST	Shareholder
05	S/H ELECTION OF DIRECTORS	AGAINST	AGAINST	Shareholder
06	MISCELLANEOUS SHAREHOLDER PROPOSAL	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder

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### THE HARTFORD FINANCIAL SVCS GROUP, INC.

Ticker:           HIG                           Security ID: 416515104  
 Meeting Date: MAR 26, 2009   Meeting Type: Special  
 Record Date: FEB 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	STOCK CONVERSION	FOR	FOR	Management

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### THE PNC FINANCIAL SERVICES GROUP, INC.

Ticker:           PNC                           Security ID: 693475105  
 Meeting Date: APR 28, 2009   Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
1M	ELECTION OF DIRECTORS	FOR	FOR	Management
1N	ELECTION OF DIRECTORS	FOR	FOR	Management
1O	ELECTION OF DIRECTORS	FOR	FOR	Management
1P	ELECTION OF DIRECTORS	FOR	FOR	Management
1Q	ELECTION OF DIRECTORS	FOR	FOR	Management
02	AMEND STOCK PURCHASE PLAN	FOR	FOR	Management
03	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
04	MISCELLANEOUS COMPENSATION PLANS	FOR	FOR	Management

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05      S/H PROPOSAL - EXECUTIVE COMPENSATION      AGAINST      AGAINST      Shareholder

THE TRAVELERS COMPANIES, INC.

Ticker:            TRV                            Security ID: 89417E109  
 Meeting Date: MAY 5, 2009      Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	AMEND STOCK COMPENSATION PLAN	FOR	FOR	Management
04	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder

THE WALT DISNEY COMPANY

Ticker:            DIS                            Security ID: 254687106  
 Meeting Date: MAR 10, 2009      Meeting Type: Annual  
 Record Date: JAN 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	AMEND STOCK COMPENSATION PLAN	FOR	FOR	Management
04	AMEND CASH/STOCK BONUS PLAN	FOR	FOR	Management
05	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder
06	S/H PROPOSAL - LIMIT COMPENSATION	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder

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UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102  
 Meeting Date: JUN 2, 2009 Meeting Type: Annual  
 Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	AGAINST	Shareholder

VALERO ENERGY CORPORATION

Ticker: VLO Security ID: 91913Y100  
 Meeting Date: APR 30, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	S/H PROPOSAL-ADVISORY VOTE EXECUTIVE PAY	AGAINST	AGAINST	Shareholder
04	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder
05	S/H PROPOSAL - INCREASE DISCLOSURE OF EXECUTIVE COMPENSATION	AGAINST	FOR	Shareholder
06	S/H PROPOSAL - POLITICAL/GOVERNMENT	AGAINST	AGAINST	Shareholder

VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104  
 Meeting Date: MAY 7, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management

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1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	MISCELLANEOUS COMPENSATION PLANS	FOR	FOR	Management
04	APPROVE STOCK COMPENSATION PLAN	FOR	FOR	Management
05	APPROVE STOCK COMPENSATION PLAN	FOR	FOR	Management
06	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder
07	S/H PROPOSAL - PROXY PROCESS/STATEMENT	AGAINST	AGAINST	Shareholder
08	S/H PROPOSAL - SEPARATE CHAIRMAN/CEO	AGAINST	AGAINST	Shareholder
09	S/H PROPOSAL - ADOPT CUMULATIVE VOTING	AGAINST	AGAINST	Shareholder
10	S/H PROPOSAL - EXECUTIVE COMPENSATION	AGAINST	AGAINST	Shareholder

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### WACHOVIA CORPORATION

Ticker: WB Security ID: 929903102  
 Meeting Date: DEC 23, 2008 Meeting Type: Special  
 Record Date: NOV 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
01	APPROVE REORGANIZATION PLAN	FOR	FOR	Management
02	APPROVE MOTION TO ADJOURN MEETING	FOR	FOR	Management

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### WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
1H	ELECTION OF DIRECTORS	FOR	FOR	Management
1I	ELECTION OF DIRECTORS	FOR	FOR	Management
1J	ELECTION OF DIRECTORS	FOR	FOR	Management
1K	ELECTION OF DIRECTORS	FOR	FOR	Management
1L	ELECTION OF DIRECTORS	FOR	FOR	Management
1M	ELECTION OF DIRECTORS	FOR	FOR	Management
1N	ELECTION OF DIRECTORS	FOR	FOR	Management
1O	ELECTION OF DIRECTORS	FOR	FOR	Management
1P	ELECTION OF DIRECTORS	FOR	FOR	Management
1Q	ELECTION OF DIRECTORS	FOR	FOR	Management
1R	ELECTION OF DIRECTORS	FOR	FOR	Management
1S	ELECTION OF DIRECTORS	FOR	FOR	Management
02	MISCELLANEOUS COMPENSATION PLANS	FOR	FOR	Management
03	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
04	AMEND STOCK COMPENSATION PLAN	FOR	FOR	Management
05	S/H PROPOSAL - ESTABLISH INDEPENDENT	AGAINST	AGAINST	Shareholder

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CHAIRMAN  
06 S/H PROPOSAL - POLITICAL/GOVERNMENT AGAINST AGAINST Shareholder

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ZIMMER HOLDINGS, INC.

Ticker: ZMH Security ID: 98956P102  
Meeting Date: MAY 4, 2009 Meeting Type: Annual  
Record Date: MAR 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	ELECTION OF DIRECTORS	FOR	FOR	Management
1B	ELECTION OF DIRECTORS	FOR	FOR	Management
1C	ELECTION OF DIRECTORS	FOR	FOR	Management
1D	ELECTION OF DIRECTORS	FOR	FOR	Management
1E	ELECTION OF DIRECTORS	FOR	FOR	Management
1F	ELECTION OF DIRECTORS	FOR	FOR	Management
1G	ELECTION OF DIRECTORS	FOR	FOR	Management
02	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS	FOR	FOR	Management
03	APPROVE STOCK COMPENSATION PLAN	FOR	FOR	Management
04	APPROVE STOCK COMPENSATION PLAN	FOR	FOR	Management
05	AMEND NON-EMPLOYEE DIRECTOR PLAN	FOR	FOR	Management

===== END NPX REPORT

SIGNATURES

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.

Claymore Dividend & Income Fund  
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By: /s/ J. Thomas Futrell  
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Name: J. Thomas Futrell  
Title: Chief Executive Officer  
Date: August 17, 2009