

GABELLI DIVIDEND & INCOME TRUST
Form N-PX
August 27, 2014

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, 2013 – June 30, 2014

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 (§§ 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. § 3507.

PROXY VOTING RECORD

FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014

Investment Company Report

CHINA MENGNIU DAIRY CO LTD

Security	G21096105	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	16-Jul-2013
ISIN	KYG210961051	Agenda	704630602 - Management

Item	Proposal	Type	Vote	For/Against Management
	PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY			
CMMT	CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/sehk/2013/0628/LTN20130628376.pdf -AND- http://www.hkexnews.hk/listedco/listconews/sehk/2013/0628/LTN20130628368.pdf PLEASE NOTE THAT SHAREHOLDERS ARE	Non-Voting		
CMMT	ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST'-ONLY FOR RESOLUTION "1". THANK YOU.	Non-Voting		
1	To approve, ratify and confirm the acquisition of all the outstanding shares in the issued share capital of Yashili International Holdings Ltd ("Yashili") and the cancellation of the outstanding options of Yashili by way of a voluntary general offer and all transactions contemplated thereunder, including the irrevocable undertakings given by Zhang International Investment Ltd. and CA Dairy Holdings; and to authorize any one director of the Company to execute all such documents, instruments, agreements and deeds and do all such acts, matters and things as he/she may in his/her absolute discretion consider necessary or desirable for the purpose of and in connection	Management	For	For

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

with the implementation of the Offers and to agree to such variations, amendments or revisions of/to any of the terms or the structure of the Offers and the transactions and transaction documents contemplated thereunder (details of this resolution are set out in the Notice of the EGM)

PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN TEXT OF RESOLUTION

CMMT 1. 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

FREEPORT-MCMORAN COPPER & GOLD INC.

Security	35671D857	Meeting Type	Annual
Ticker Symbol	FCX	Meeting Date	16-Jul-2013
ISIN	US35671D8570	Agenda	933842230 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 RICHARD C. ADKERSON		For	For
	2 ROBERT J. ALLISON, JR.		For	For
	3 ALAN R. BUCKWALTER, III		For	For
	4 ROBERT A. DAY		For	For
	5 JAMES C. FLORES		For	For
	6 GERALD J. FORD		For	For
	7 THOMAS A. FRY, III		For	For
	8 H. DEVON GRAHAM, JR.		For	For
	9 CHARLES C. KRULAK		For	For
	10 BOBBY LEE LACKEY		For	For
	11 JON C. MADONNA		For	For
	12 DUSTAN E. MCCOY		For	For
	13 JAMES R. MOFFETT		For	For
	14 B.M. RANKIN, JR.		For	For
	15 STEPHEN H. SIEGELE		For	For
2	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3	RATIFICATION OF THE APPOINTMENT OF	Management	For	For

- ERNST & YOUNG LLP AS OUR
INDEPENDENT
REGISTERED PUBLIC ACCOUNTING
FIRM.
STOCKHOLDER PROPOSAL
REGARDING
THE SELECTION OF A CANDIDATE
WITH
4 ENVIRONMENTAL EXPERTISE TO BE Shareholder Against For
RECOMMENDED FOR ELECTION TO
THE
BOARD OF DIRECTORS.
STOCKHOLDER PROPOSAL
REGARDING
5 THE REQUIREMENT THAT OUR Shareholder Against For
CHAIRMAN
OF THE BOARD OF DIRECTORS BE AN
INDEPENDENT MEMBER OF THE
BOARD OF
DIRECTORS.
STOCKHOLDER PROPOSAL
REGARDING
6 THE ADOPTION BY THE BOARD OF Shareholder Against For
DIRECTORS OF A POLICY ON BOARD
DIVERSITY.
STOCKHOLDER PROPOSAL
REGARDING
7 THE AMENDMENT OF OUR BYLAWS Shareholder Against For
TO
PERMIT STOCKHOLDERS HOLDING
15% OF
OUR OUTSTANDING COMMON STOCK
TO
CALL A SPECIAL MEETING OF
STOCKHOLDERS.

GARDNER DENVER, INC.

Security 365558105

Ticker Symbol GDI

ISIN US3655581052

Meeting Type

Meeting Date

Agenda

Special

16-Jul-2013

933850112 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO APPROVE THE ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED MARCH 7, 2013, BY AND AMONG GARDNER DENVER, INC., RENAISSANCE PARENT CORP., AND RENAISSANCE ACQUISITION CORP., AS IT MAY BE AMENDED FROM	Management	For	For

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

TIME

TO TIME.

TO APPROVE THE ADOPTION OF ANY PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR DATES IF

2. SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.
- | | | | |
|--|------------|-----|-----|
| | Management | For | For |
|--|------------|-----|-----|

TO APPROVE, BY NONBINDING, ADVISORY VOTE, COMPENSATION THAT WILL OR MAY

3. BECOME PAYABLE BY GARDNER DENVER TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.
- | | | | |
|--|------------|-----|-----|
| | Management | For | For |
|--|------------|-----|-----|

SEVERN TRENT PLC, BIRMINGHAM

Security G8056D159

Ticker Symbol

ISIN GB00B1FH8J72

Meeting Type

Meeting Date

Agenda

Annual General Meeting

17-Jul-2013

704621019 - Management

Item	Proposal	Type	Vote	For/Against Management
1	Receive the Report and Accounts	Management	For	For
2	Declare a final dividend	Management	For	For
3	Approve the Directors remuneration report	Management	For	For
4	Reappoint Tony Ballance	Management	For	For
5	Reappoint Bernard Bulkin	Management	For	For
6	Reappoint Richard Davey	Management	For	For
7	Reappoint Andrew Duff	Management	For	For
8	Reappoint Gordon Fryett	Management	For	For
9	Reappoint Martin Kane	Management	For	For
10	Reappoint Martin Lamb	Management	For	For
11	Reappoint Michael McKeon	Management	For	For
12	Reappoint Baroness Noakes	Management	For	For
13	Reappoint Andy Smith	Management	For	For
14	Reappoint Tony Wray	Management	For	For
15	Reappoint auditors	Management	For	For
16	Authorise directors to determine auditors remuneration	Management	For	For
17	Authorise political donations	Management	For	For
18	Authorise allotment of shares	Management	For	For
19	Disapply pre-emption rights	Management	Against	Against
20	Authorise purchase of own shares	Management	For	For
21	Reduce notice period for general meetings	Management	For	For

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

WILLIS GROUP HOLDINGS PLC

Security	G96666105	Meeting Type	Annual
Ticker Symbol	WSH	Meeting Date	23-Jul-2013
ISIN	IE00B4XGY116	Agenda	933846860 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOMINIC CASSERLEY	Management	For	For
1B.	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For	For
1C.	ELECTION OF DIRECTOR: SIR ROY GARDNER	Management	For	For
1D.	ELECTION OF DIRECTOR: SIR JEREMY HANLEY	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBYN S. KRAVIT	Management	For	For
1F.	ELECTION OF DIRECTOR: WENDY E. LANE	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANCISCO LUZON	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES F. MCCANN	Management	For	For
1I.	ELECTION OF DIRECTOR: JAYMIN PATEL	Management	For	For
1J.	ELECTION OF DIRECTOR: DOUGLAS B. ROBERTS	Management	For	For
1K.	ELECTION OF DIRECTOR: MICHAEL J. SOMERS	Management	For	For
1L.	ELECTION OF DIRECTOR: JEFFREY W. UBBEN	Management	For	For
2.	RATIFY THE REAPPOINTMENT OF DELOITTE LLP AS INDEPENDENT AUDITORS UNTIL THE CLOSE OF THE NEXT ANNUAL GENERAL MEETING OF SHAREHOLDERS AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO FIX THE AUDITOR'S REMUNERATION. ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.		Management	Abstain	Against

LEGG MASON, INC.

Security	524901105	Meeting Type	Annual
Ticker Symbol	LM	Meeting Date	23-Jul-2013

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

ISIN	US5249011058	Agenda	933847329 - Management	
Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DENNIS M. KASS		For	For
	2 JOHN V. MURPHY		For	For
	3 JOHN H. MYERS		For	For
	4 NELSON PELTZ		For	For
	5 W. ALLEN REED		For	For
	6 JOSEPH A. SULLIVAN		For	For
2.	AMENDMENT TO THE LEGG MASON, INC. NON-EMPLOYEE DIRECTOR EQUITY PLAN	Management	For	For
3.	AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain	Against
4.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2014	Management	For	For
CNH GLOBAL N.V.				
Security	N20935206	Meeting Type	Special	
Ticker Symbol	CNH	Meeting Date	23-Jul-2013	
ISIN	NL0000298933	Agenda	933847723 - Management	
Item	Proposal	Type	Vote	For/Against Management
1.	THE PROPOSAL TO RESOLVE UPON THE LEGAL MERGER ("MERGER") BETWEEN THE COMPANY AND FI CBM HOLDINGS N.V. ("DUTCHCO").	Management	For	For
VODAFONE GROUP PLC				
Security	92857W209	Meeting Type	Annual	
Ticker Symbol	VOD	Meeting Date	23-Jul-2013	
ISIN	US92857W2098	Agenda	933848179 - Management	
Item	Proposal	Type	Vote	For/Against Management
1.	TO RECEIVE THE COMPANY'S ACCOUNTS	Management	For	For

AND REPORTS OF THE DIRECTORS
AND
THE AUDITOR FOR THE YEAR ENDED
31
MARCH 2013

	AS A		
2.	DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE)	Management	For
3.	TO RE-ELECT VITTORIO COLAO AS A DIRECTOR	Management	For
4.	TO RE-ELECT ANDY HALFORD AS A DIRECTOR	Management	For
5.	TO RE-ELECT STEPHEN PUSEY AS A DIRECTOR	Management	For
6.	TO RE-ELECT RENEE JAMES AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)	Management	For
7.	TO RE-ELECT ALAN JEBSON AS A DIRECTOR (MEMBER OF THE AUDIT AND RISK COMMITTEE)	Management	For
8.	TO RE-ELECT SAMUEL JONAH AS A DIRECTOR (MEMBER OF THE REMUNERATION COMMITTEE)	Management	For
9.	TO ELECT OMID KORDESTANI AS A DIRECTOR	Management	For
10.	TO RE-ELECT NICK LAND AS A DIRECTOR (MEMBER OF THE AUDIT AND RISK COMMITTEE)	Management	For
11.	TO RE-ELECT ANNE LAUVERGEON AS A DIRECTOR (MEMBER OF THE AUDIT AND RISK COMMITTEE)	Management	For
12.	TO RE-ELECT LUC VANDELDELDE AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE)	Management	For
13.	TO RE-ELECT ANTHONY WATSON AS A DIRECTOR (MEMBER OF THE AUDIT AND RISK COMMITTEE AND MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE)	Management	For

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

14.	TO RE-ELECT PHILIP YEA AS A DIRECTOR (MEMBER OF THE NOMINATIONS AND GOVERNANCE COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE)	Management	For	For
15.	TO APPROVE A FINAL DIVIDEND OF 6.92 PENCE PER ORDINARY SHARE	Management	For	For
16.	TO APPROVE THE REMUNERATION REPORT OF THE BOARD FOR THE YEAR ENDED 31 MARCH 2013	Management	For	For
17.	TO RE-APPOINT DELOITTE LLP AS AUDITOR	Management	For	For
18.	TO AUTHORISE THE AUDIT AND RISK COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR	Management	For	For
19.	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	Management	For	For
S20	TO AUTHORISE THE DIRECTORS TO DIS-APPLY PRE-EMPTION RIGHTS	Management	Against	Against
S21	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES (SECTION 701, COMPANIES ACT 2006)	Management	For	For
22.	TO AUTHORISE POLITICAL DONATIONS AND EXPENDITURE	Management	For	For
S23	TO AUTHORISE THE CALLING OF A GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING ON NOT LESS THAN 14 CLEAR DAYS' NOTICE	Management	For	For

CNH GLOBAL N.V.

Security	N20935206	Meeting Type	Special
Ticker Symbol	CNH	Meeting Date	23-Jul-2013
ISIN	NL0000298933	Agenda	933854095 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	THE PROPOSAL TO RESOLVE UPON THE LEGAL MERGER ("MERGER") BETWEEN THE COMPANY AND FI CBM HOLDINGS N.V. ("DUTCHCO").	Management	For	For

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

CONSTELLATION BRANDS, INC.

Security	21036P108	Meeting Type	Annual
Ticker Symbol	STZ	Meeting Date	24-Jul-2013
ISIN	US21036P1084	Agenda	933848458 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JERRY FOWDEN		For	For
	2 BARRY A. FROMBERG		For	For
	3 ROBERT L. HANSON		For	For
	4 JEANANNE K. HAUSWALD		For	For
	5 JAMES A. LOCKE III		For	For
	6 RICHARD SANDS		For	For
	7 ROBERT SANDS		For	For
	8 JUDY A. SCHMELING		For	For
	9 PAUL L. SMITH		For	For
	10 KEITH E. WANDELL		For	For
	11 MARK ZUPAN		For	For
	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 28, 2014	Management	For	For
2.	PROPOSAL TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT	Management	Abstain	Against
3.	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE COMPANY'S 1989 EMPLOYEE STOCK PURCHASE PLAN	Management	For	For
4.				

CABLE & WIRELESS COMMUNICATIONS PLC, LONDON

Security	G1839G102	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jul-2013
ISIN	GB00B5KKT968	Agenda	704624407 - Management

Item	Proposal	Type	Vote	For/Against Management
1	To receive the Report and Accounts	Management	For	For
2	To approve the Remuneration Report	Management	For	For
3	To re-elect Sir Richard Lapthorne CBE	Management	For	For
4	To re-elect Simon Ball	Management	For	For
5	To re-elect Nick Cooper	Management	For	For

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

6	To re-elect Mark Hamlin	Management	For	For
7	To re-elect Tim Pennington	Management	For	For
8	To re-elect Alison Platt	Management	For	For
9	To re-elect Tony Rice	Management	For	For
10	To re-elect Ian Tyler	Management	For	For
11	To appoint the Auditor	Management	For	For
12	To authorise the Directors to set the remuneration of the Auditor	Management	For	For
13	To declare a final dividend	Management	For	For
14	To give authority to allot shares	Management	For	For
15	To disapply pre-emption rights	Management	Against	Against
16	To authorise the purchase of its own shares by the Company	Management	For	For
17	To authorise the Company to call a general meeting of shareholders on not less than 14 clear days notice	Management	For	For

ITO EN,LTD.

Security	J25027103	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jul-2013
ISIN	JP3143000002	Agenda	704637086 - Management

Item	Proposal	Type	Vote	For/Against Management
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
3.1	Appoint a Corporate Auditor	Management	For	For
3.2	Appoint a Corporate Auditor	Management	For	For

NATIONAL GRID PLC

Security	636274300	Meeting Type	Annual
Ticker Symbol	NGG	Meeting Date	29-Jul-2013
ISIN	US6362743006	Agenda	933849981 - Management

Item	Proposal	Type	Vote	For/Against Management
1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Management	For	For
2	TO DECLARE A FINAL DIVIDEND	Management	For	For
3	TO RE-ELECT SIR PETER GERSHON	Management	For	For
4	TO RE-ELECT STEVE HOLLIDAY	Management	For	For
5	TO RE-ELECT ANDREW BONFIELD	Management	For	For
6	TO RE-ELECT TOM KING	Management	For	For
7	TO RE-ELECT NICK WINSER	Management	For	For
8	TO RE-ELECT PHILIP AIKEN	Management	For	For
9	TO RE-ELECT NORA MEAD BROWNELL	Management	For	For
10	TO ELECT JONATHAN DAWSON	Management	For	For
11	TO RE-ELECT PAUL GOLBY	Management	For	For

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

12	TO RE-ELECT RUTH KELLY	Management	For	For
13	TO RE-ELECT MARIA RICHTER	Management	For	For
14	TO ELECT MARK WILLIAMSON	Management	For	For
15	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP	Management	For	For
16	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Management	For	For
17	TO APPROVE THE DIRECTORS' REMUNERATION REPORT	Management	For	For
18	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Management	For	For
S19	TO DISAPPLY PRE-EMPTION RIGHTS TO AUTHORISE THE COMPANY TO	Management	Against	Against
S20	PURCHASE ITS OWN ORDINARY SHARES TO AUTHORISE THE DIRECTORS TO	Management	For	For
S21	HOLD GENERAL MEETINGS ON 14 CLEAR DAYS' NOTICE	Management	For	For

D.E. MASTER BLENDERS 1753 N.V., UTRECHT

Security	N2563N109	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	31-Jul-2013
ISIN	NL0010157558	Agenda	704624279 - Management

Item	Proposal	Type	Vote	For/Against Management
1	Opening of the general meeting Explanation of the recommended public offer by Oak Leaf B.V. (the offeror), a-company ultimately	Non-Voting		
2	controlled by a Joh. A. Benckiser Led Investor Group, for-all issued and outstanding ordinary shares in the capital. of D.E Master-Blenders 1753 N. V. (the offer) Conditional amendment of the articles of association as per the settlement date, being the	Non-Voting		
3	date that the transfer of the shares pursuant to the offer takes place against payment of the offer price for the shares (the settlement date)	Management	For	For
4.a	It is proposed to appoint B. Becht as non- executive member of the board where all details	Management	For	For

as laid down in article 2:158 paragraph 5, section 2 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders.

The appointment will be made under the condition that the public offer made by Oak Leaf

BV is declared final and unconditional
It is proposed to appoint P. Harf as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2 142

4.b	<p>paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment is under the condition that the public offer made by Oak Leaf BV is declared final and unconditional</p>	Management	For	For
-----	--	------------	-----	-----

It is proposed to (re)appoint O. Goudet as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section

4.c	<p>2: 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders.</p>	Management	For	For
-----	--	------------	-----	-----

The appointment is made under the condition that the public offer made by Oak Leaf BV is declared final and unconditional

It is proposed to appoint A. Van Damme as non-executive member of the board where all details

as laid down in article 2:158 paragraph 5, section

4.d	<p>2: 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders.</p>	Management	For	For
-----	--	------------	-----	-----

The appointment will be made under the condition that the public offer made by Oak Leaf

BV will be declared final and unconditional
It is proposed to appoint B. Trott as non-executive member of the board where all

4.e	<p>It is proposed to appoint B. Trott as non-executive member of the board where all</p>	Management	For	For
-----	--	------------	-----	-----

	<p>details as laid down in article 2:158 paragraph 5, section 2: 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment will be made under the condition that the public offer by Oak Leaf BV is declared final and unconditional It is proposed to appoint A. Santo Domingo as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2: 142 paragraph 3 of the Dutch civil</p>		
4.f	<p>code are available for the general meeting of shareholders. The appointment will be made under the condition that the public offer made by Oak Leaf BV is declared final and unconditional It is proposed to appoint M. Cup as executive member of the board under condition that the public offer made by Oak Leaf BV is declared final and unconditional Conditional acceptance of resignation and granting of full and final discharge from liability for Mr J. Bennink in connection with his conditional resignation of the board of directors as per the settlement date Conditional acceptance of resignation and granting of full and final discharge from liability for</p>	Management	For
4.g	<p>Mr N.R. Sorensen-Valdez in connection with his conditional resignation of the board of directors as per the settlement date Conditional acceptance of resignation and granting of full and final discharge from liability for</p>	Management	For
5.a	<p>Mrs M.M.M. Corrales in connection with her conditional resignation of the board of directors</p>	Management	For
5.b	<p>Conditional acceptance of resignation and granting of full and final discharge from liability for</p>	Management	For
5.c	<p>Conditional acceptance of resignation and granting of full and final discharge from liability for</p>	Management	For

	as per the settlement date			
	Conditional acceptance of resignation and granting of full and final discharge from liability for			
5.d	Mrs G.J.M. Picaud in connection with her conditional resignation of the board of directors	Management	For	For
	as per the settlement date			
	Conditional acceptance of resignation and granting of full and final discharge from liability for			
5.e	Mrs S.E. Taylor in connection with her conditional resignation of the board of directors as per the settlement date	Management	For	For
	Conditional granting of full and final discharge from liability for Mr A. Illy, in connection with his			
6.a	functioning as non-executive director until the date of this extraordinary general meeting of shareholders, effective as from the settlement date	Management	For	For
	Conditional granting of full and final discharge from liability for Mr R. Zwartendijk, in connection			
6.b	with his functioning as non-executive director until the date of this extraordinary general meeting of shareholders, effective as from the settlement date	Management	For	For
	Granting of full and final discharge from liability for Mr C.J.A. Van Lede in connection with his			
7.a	functioning as non-executive director until the date of his resignation, being February 27, 2013	Management	For	For
	Granting of full and final discharge from liability for Mr M.J. Herkemij in connection with his			
7.b	functioning as executive director until the date of his resignation, being December 31, 2012	Management	For	For
8	Conditional triangular legal merger with Oak Management Sub	Management	For	For

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

B.V. (as acquiring company) and new Oak
 B.V.
 (as group company of the acquiring
 company) in
 accordance with the merger proposals as
 drawn
 up by the boards of directors of the merging
 companies, subject to the conditions that (i)
 the
 offer is declared unconditional, (ii) the
 acceptance level immediately after the post-
 closing acceptance period is at least 80
 percent
 but less than 95 percent of all shares in the
 share
 capital of the company on a fully diluted
 basis
 and (iii) the offeror resolves to pursue the
 post-
 closing merger and liquidation

9 Any other business

Non-Voting

10 Closing of the general meeting

Non-Voting

MCKESSON CORPORATION

Security 58155Q103

Meeting Type

Annual

Ticker Symbol MCK

Meeting Date

31-Jul-2013

ISIN US58155Q1031

Agenda

933853738 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANDY D. BRYANT	Management	For	For
1B.	ELECTION OF DIRECTOR: WAYNE A. BUDD	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN H. HAMMERGREN	Management	For	For
1D.	ELECTION OF DIRECTOR: ALTON F. IRBY III	Management	For	For
1E.	ELECTION OF DIRECTOR: M. CHRISTINE JACOBS	Management	For	For
1F.	ELECTION OF DIRECTOR: MARIE L. KNOWLES	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID M. LAWRENCE, M.D.	Management	For	For
1H.	ELECTION OF DIRECTOR: EDWARD A. MUELLER	Management	For	For
1I.	ELECTION OF DIRECTOR: JANE E. SHAW, PH.D.	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF	Management	For	For

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

DELOITTE & TOUCHE LLP AS THE
COMPANY'S INDEPENDENT
REGISTERED
PUBLIC ACCOUNTING FIRM FOR THE
FISCAL
YEAR ENDING MARCH 31, 2014.

3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF 2013 STOCK PLAN.	Management	Against	Against
5.	APPROVAL OF AMENDMENT TO 2000 EMPLOYEE STOCK PURCHASE PLAN. APPROVAL OF AMENDMENTS TO BY-LAWS	Management	For	For
6.	TO PROVIDE FOR A STOCKHOLDER RIGHT TO CALL SPECIAL MEETINGS. STOCKHOLDER PROPOSAL ON ACTION BY	Management	For	For
7.	WRITTEN CONSENT OF STOCKHOLDERS. STOCKHOLDER PROPOSAL ON DISCLOSURE	Shareholder	Against	For
8.	OF POLITICAL CONTRIBUTIONS AND EXPENDITURES. STOCKHOLDER PROPOSAL ON SIGNIFICANT	Shareholder	Against	For
9.	EXECUTIVE STOCK RETENTION UNTIL REACHING NORMAL RETIREMENT AGE OR TERMINATING EMPLOYMENT. STOCKHOLDER PROPOSAL ON	Shareholder	Against	For
10.	COMPENSATION CLAWBACK POLICY.	Shareholder	Against	For

AIRGAS, INC.

Security	009363102	Meeting Type	Annual
Ticker Symbol	ARG	Meeting Date	06-Aug-2013
ISIN	US0093631028	Agenda	933856974 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN P. CLANCEY		For	For
	2 RICHARD C. ILL		For	For
	3 TED B. MILLER, JR.		For	For
2.	APPROVAL OF THE AIRGAS EXECUTIVE BONUS PLAN.	Management	For	For
3.	RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

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

- | | | | | |
|----|---|-------------|---------|---------|
| 4. | ADVISORY VOTE ON EXECUTIVE COMPENSATION.
A STOCKHOLDER PROPOSAL REGARDING OUR CLASSIFIED BOARD OF DIRECTORS. | Management | Abstain | Against |
| 5. | OUR CLASSIFIED BOARD OF DIRECTORS. | Shareholder | Against | For |

REALD INC.

Security	75604L105	Meeting Type	Annual
Ticker Symbol	RLD	Meeting Date	08-Aug-2013
ISIN	US75604L1052	Agenda	933852407 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 MICHAEL V. LEWIS | | For | For |
| | 2 P. GORDON HODGE | | For | For |
| 2. | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ITS FISCAL YEAR ENDING MARCH 31, 2014.
TO APPROVE, ON AN ADVISORY BASIS, THE | Management | For | For |
| 3. | COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT. | Management | Abstain | Against |

QUALITY SYSTEMS, INC.

Security	747582104	Meeting Type	Annual
Ticker Symbol	QSII	Meeting Date	15-Aug-2013
ISIN	US7475821044	Agenda	933861381 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 STEVEN T. PLOCHOCKI | | For | For |
| | 2 CRAIG A. BARBAROSH | | For | For |
| | 3 GEORGE H. BRISTOL | | For | For |
| | 4 JAMES C. MALONE | | For | For |
| | 5 PETER M. NEUPERT | | For | For |
| | 6 MORRIS PANNER | | For | For |
| | 7 D. RUSSELL PFLUEGER | | For | For |
| | 8 SHELDON RAZIN | | For | For |
| | 9 LANCE E. ROSENZWEIG | | For | For |
| 2. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 3. | RATIFICATION OF THE APPOINTMENT OF | Management | For | For |

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

PRICEWATERHOUSECOOPERS LLP AS
OUR
INDEPENDENT PUBLIC
ACCOUNTANTS FOR
THE FISCAL YEAR ENDING MARCH 31,
2014.

PATTERSON COMPANIES, INC.

Security	703395103	Meeting Type	Annual
Ticker Symbol	PDCO	Meeting Date	09-Sep-2013
ISIN	US7033951036	Agenda	933864452 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR 1 MR. BUCK	Management	For	For
2.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	FOR THE FISCAL YEAR ENDING APRIL 26, 2014.	Management	For	For

ACTAVIS, INC.

Security	00507K103	Meeting Type	Special
Ticker Symbol	ACT	Meeting Date	10-Sep-2013
ISIN	US00507K1034	Agenda	933865668 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO APPROVE THE TRANSACTION AGREEMENT, DATED MAY 19, 2013, AMONG ACTAVIS, INC. ("ACTAVIS"), WARNER CHILCOTT PUBLIC LIMITED COMPANY ("WARNER CHILCOTT"), ACTAVIS LIMITED ("NEW ACTAVIS"), ACTAVIS IRELAND HOLDING LIMITED, ACTAVIS W.C. HOLDING LLC, AND ACTAVIS W.C. HOLDING 2 LLC AND THE MERGER.	Management	For	For
2.	TO APPROVE THE CREATION OF DISTRIBUTABLE RESERVES, BY REDUCING ALL OF THE SHARE PREMIUM OF NEW ACTAVIS RESULTING FROM THE	Management	For	For

ISSUANCE
OF NEW ACTAVIS ORDINARY SHARES
PURSUANT TO THE SCHEME OF
ARRANGEMENT BY WHICH NEW
ACTAVIS
WILL ACQUIRE WARNER CHILCOTT.
TO CONSIDER AND VOTE UPON, ON A
NON-

3. BINDING ADVISORY BASIS, SPECIFIED
COMPENSATORY ARRANGEMENTS
BETWEEN ACTAVIS AND ITS NAMED
EXECUTIVE OFFICERS RELATING TO
THE
TRANSACTION AGREEMENT.

Management Abstain Against

TO APPROVE ANY MOTION TO
ADJOURN
ACTAVIS MEETING, OR ANY
ADJOURNMENTS THEREOF, (I) TO
SOLICIT
ADDITIONAL PROXIES IF THERE ARE
INSUFFICIENT VOTES AT THE TIME OF
ACTAVIS MEETING TO APPROVE

4. TRANSACTION AGREEMENT &
MERGER, (II)
TO PROVIDE TO ACTAVIS HOLDERS
ANY
SUPPLEMENT OR AMENDMENT TO
JOINT
PROXY STATEMENT (III) TO
DISSEMINATE
ANY OTHER INFORMATION WHICH IS
MATERIAL.

Management For For

H&R BLOCK, INC.

Security 093671105

Ticker Symbol HRB

ISIN US0936711052

Meeting Type

Meeting Date

Agenda

Annual

12-Sep-2013

933862080 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: PAUL J. BROWN	Management	For	For
1B	ELECTION OF DIRECTOR: WILLIAM C. COBB	Management	For	For
1C	ELECTION OF DIRECTOR: MARVIN R. ELLISON	Management	For	For
1D	ELECTION OF DIRECTOR: ROBERT A. GERARD	Management	For	For
1E	ELECTION OF DIRECTOR: DAVID BAKER LEWIS	Management	For	For
1F		Management	For	For

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

	ELECTION OF DIRECTOR: VICTORIA J. REICH			
1G	ELECTION OF DIRECTOR: BRUCE C. ROHDE	Management	For	For
1H	ELECTION OF DIRECTOR: TOM D. SEIP	Management	For	For
1I	ELECTION OF DIRECTOR: CHRISTIANNA WOOD	Management	For	For
1J	ELECTION OF DIRECTOR: JAMES F. WRIGHT	Management	For	For
2	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3	ADVISORY APPROVAL OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4	APPROVAL OF AN AMENDMENT TO AMENDED AND RESTATED ARTICLES OF INCORPORATION TO PROVIDE FOR EXCULPATION OF DIRECTORS.	Management	For	For
5	APPROVAL OF AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED ARTICLES OF INCORPORATION TO ELIMINATE DIRECTOR TERM LIMITS.	Management	For	For
6	SHAREHOLDER PROPOSAL CONCERNING PRO-RATA VESTING OF EQUITY AWARDS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For

TAKE-TWO INTERACTIVE SOFTWARE, INC.

Security	874054109	Meeting Type	Annual
Ticker Symbol	TTWO	Meeting Date	18-Sep-2013
ISIN	US8740541094	Agenda	933863462 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STRAUSS ZELNICK		For	For
	2 ROBERT A. BOWMAN		For	For
	3 SUNGHWAN CHO		For	For
	4 MICHAEL DORNEMANN		For	For
	5 BRETT ICAHN		For	For
	6 J. MOSES		For	For

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

	7	JAMES L. NELSON		For	For
	8	MICHAEL SHERESKY		For	For
2.		APPROVAL OF THE AMENDMENT TO THE TAKE-TWO INTERACTIVE SOFTWARE, INC.	Management	Against	Against
3.		2009 STOCK INCENTIVE PLAN. ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
4.		RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2014.	Management	For	For

DIAGEO PLC

Security	25243Q205	Meeting Type	Annual
Ticker Symbol	DEO	Meeting Date	19-Sep-2013
ISIN	US25243Q2057	Agenda	933869084 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	REPORT AND ACCOUNTS 2013.	Management	For	For
2.	DIRECTORS' REMUNERATION REPORT 2013.	Management	For	For
3.	DECLARATION OF FINAL DIVIDEND.	Management	For	For
4.	RE-ELECTION OF PB BRUZELIUS AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
5.	RE-ELECTION OF LM DANON AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
6.	RE-ELECTION OF LORD DAVIES AS A DIRECTOR. (AUDIT, NOMINATION, REMUNERATION(CHAIRMAN OF THE COMMITTEE))	Management	For	For
7.	RE-ELECTION OF HO KWONPING AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
8.	RE-ELECTION OF BD HOLDEN AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
9.	RE-ELECTION OF DR FB HUMER AS A DIRECTOR. (NOMINATION COMMITTEE(CHAIRMAN OF THE COMMITTEE))	Management	For	For

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

10.	RE-ELECTION OF D MAHLAN AS A DIRECTOR. (EXECUTIVE COMMITTEE)	Management	For	For
11.	RE-ELECTION OF IM MENEZES AS A DIRECTOR. (EXECUTIVE COMMITTEE(CHAIRMAN OF THE COMMITTEE))	Management	For	For
12.	RE-ELECTION OF PG SCOTT AS A DIRECTOR. (AUDIT(CHAIRMAN OF THE COMMITTEE), NOMINATION, REMUNERATION COMMITTEE)	Management	For	For
13.	APPOINTMENT OF AUDITOR.	Management	For	For
14.	REMUNERATION OF AUDITOR.	Management	For	For
15.	AUTHORITY TO ALLOT SHARES.	Management	For	For
16.	DISAPPLICATION OF PRE-EMPTION RIGHTS.	Management	Against	Against
17.	AUTHORITY TO PURCHASE OWN ORDINARY SHARES.	Management	For	For
18.	AUTHORITY TO MAKE POLITICAL DONATIONS AND/OR TO INCUR POLITICAL EXPENDITURE IN THE EU.	Management	For	For
19.	REDUCED NOTICE OF A GENERAL MEETING OTHER THAN AN ANNUAL GENERAL MEETING.	Management	For	

REMY COINTREAU SA, COGNAC

Security	F7725A100	Meeting Type	MIX
Ticker Symbol		Meeting Date	24-Sep-2013
ISIN	FR0000130395	Agenda	704721237 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 223569 DUE TO CHANGE IN VO-TING STATUS OF RESOLUTION E.16. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WIL-L BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK-YOU.	Non-Voting		
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE	Non-Voting		

"FOR" AN-D "AGAINST" A VOTE OF
 "ABSTAIN"
 WILL BE TREATED AS AN "AGAINST"
 VOTE.

THE FOLLOWING APPLIES TO NON-
 RESIDENT SHAREOWNERS ONLY:
 PROXY

CARDS: VOTING IN-STRUCTIONS WILL
 BE
 FORWARDED TO THE GLOBAL
 CUSTODIANS
 ON THE VOTE DEADLINE DAT-E. IN
 CAPACITY AS REGISTERED

CMMT INTERMEDIARY, Non-Voting

THE GLOBAL CUSTODIANS WILL SIGN
 THE-
 PROXY CARDS AND FORWARD THEM
 TO
 THE LOCAL CUSTODIAN. IF YOU
 REQUEST
 MORE INFO-RMATION, PLEASE
 CONTACT
 YOUR CLIENT REPRESENTATIVE
 PLEASE NOTE THAT IMPORTANT
 ADDITIONAL MEETING INFORMATION
 IS
 AVAILABLE BY CLIC-KING ON THE
 MATERIAL

URL LINK: <https://balo.journal-officiel.gouv.fr/pdf/2013/>-

CMMT 0802/201308021304315.pdf. PLEASE Non-Voting

NOTE
 THAT THIS IS A REVISION DUE TO
 RECEIPT

O-F ADDITIONAL URL:
<https://balo.journal-officiel.gouv.fr/pdf/2013/0906/20130906-1304573.pdf>. THANK YOU.

O.1	Approval of the annual corporate financial statements for the financial year ended March 31, 2013	Management	For	For
O.2	Approval of the consolidated financial statements for the financial year ended March 31, 2013	Management	For	For
O.3	Allocation of income and setting of the dividend : EUR 1.40 per share	Management	For	For
O.4	Approval of the agreements pursuant to Article L.225-38 of the Commercial Code	Management	For	For

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

O.5	Discharge of duties to Board Members Renewal of term of Mr. Marc Heriard	Management	For	For
O.6	Dubreuil as Board Member	Management	For	For
O.7	Appointment of Mrs. Florence Rollet as Board Member	Management	For	For
O.8	Appointment of Mr. Yves Guillemot as Board Member	Management	For	For
O.9	Appointment of Mr. Olivier Jolivet as Board Member	Management	For	For
O.10	Setting of the amount of attendance allowances	Management	For	For
O.11	Authorization granted to the Board of Directors to acquire and sell company shares pursuant to the provisions of Articles L. 225-209 and SEQ. of the Commercial Code	Management	For	For
O.12	Powers to carry out all legal formalities Authorization granted to the Board of Directors to	Management	For	For
E.13	reduce share capital via the cancellation of shares owned by the Company Delegation of authority granted to the Board of	Management	For	For
E.14	Directors to increase capital of the Company via incorporation of reserves, profits or premiums Delegation of authority granted to the Board of Directors to proceed with the issuance of shares or securities giving access to capital, limited to	Management	For	For
E.15	10% of the capital, in order to remunerate contributions in kind granted to the Company and composed of equity securities or securities giving access to the capital	Management	For	For
E.16	PLEASE NOTE WHILE THE BOARD IS PROPOSING THE RESOLUTION, THEY ARE ADVISING TO REJECT IT: Authorization granted to the Board of Directors to increase share capital	Shareholder	For	Against

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

	via the issuance of shares reserved for members of a corporate savings plan, with cancellation of shareholders' preferential subscription rights			
E.17	Authorization for the Board of Directors in case of public purchase offer for the securities of the Company	Management	For	For
E.18	Authorization granted to the Board of Directors to charge the fees resulting from capital increases to the premiums pertaining to these operations	Management	For	For
E.19	Modification of Article 8.2 of the bylaws relating to the crossing of the statutory threshold pursuant to the enforcement, on October 1, 2012, of certain provisions of law No. 2012-387 of March 22, 2012	Management	For	For
E.20	Powers to carry out all legal formalities	Management	For	For
GENERAL MILLS, INC.				
Security	370334104	Meeting Type		Annual
Ticker Symbol	GIS	Meeting Date		24-Sep-2013
ISIN	US3703341046	Agenda		933866103 - Management

Item	Proposal	Type	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For	For
1B)	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For	For
1C)	ELECTION OF DIRECTOR: PAUL DANOS	Management	For	For
1D)	ELECTION OF DIRECTOR: WILLIAM T. ESREY	Management	For	For
1E)	ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN	Management	For	For
1F)	ELECTION OF DIRECTOR: JUDITH RICHARDS HOPE	Management	For	For
1G)	ELECTION OF DIRECTOR: HEIDI G. MILLER	Management	For	For
1H)	ELECTION OF DIRECTOR: HILDA OCHOA-BRILLEMBOURG	Management	For	For

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

1I)	ELECTION OF DIRECTOR: STEVE ODLAND	Management	For	For
1J)	ELECTION OF DIRECTOR: KENDALL J. POWELL	Management	For	For
1K)	ELECTION OF DIRECTOR: MICHAEL D. ROSE	Management	For	For
1L)	ELECTION OF DIRECTOR: ROBERT L. RYAN	Management	For	For
1M)	ELECTION OF DIRECTOR: DOROTHY A. TERRELL	Management	For	For
2)	CAST AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. RATIFY THE APPOINTMENT OF KPMG LLP AS	Management	Abstain	Against
3)	GENERAL MILLS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. STOCKHOLDER PROPOSAL FOR REPORT	Management	For	For
4)	ON RESPONSIBILITY FOR POST-CONSUMER PACKAGING.	Shareholder	Against	For

VIMPELCOM LTD.

Security	92719A106	Meeting Type	Special
Ticker Symbol	VIP	Meeting Date	25-Sep-2013
ISIN	US92719A1060	Agenda	933870669 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO ADOPT AMENDED AND RESTATED BYE-LAWS OF THE COMPANY.	Management	Against	Against

NV ENERGY, INC.

Security	67073Y106	Meeting Type	Special
Ticker Symbol	NVE	Meeting Date	25-Sep-2013
ISIN	US67073Y1064	Agenda	933870936 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 29, 2013, BY AND AMONG MIDAMERICAN ENERGY HOLDINGS COMPANY, AN IOWA CORPORATION, SILVER MERGER SUB, INC., A NEVADA CORPORATION AND WHOLLY	Management	For	For

OWNED SUBSIDIARY OF
MIDAMERICAN AND
NV ENERGY, INC., A NEVADA
CORPORATION, ALL AS MORE FULLY
DESCRIBED IN THE PROXY
STATEMENT.

- THE PROPOSAL TO APPROVE, BY A
NON-
BINDING ADVISORY VOTE, THE
COMPENSATION THAT MAY BE PAID
OR
2. BECOME PAYABLE TO NVE'S NAMED Management Abstain Against
EXECUTIVE OFFICERS THAT IS BASED
ON
OR OTHERWISE RELATES TO THE
MERGER.
THE PROPOSAL TO ADJOURN THE
SPECIAL
MEETING TO A LATER DATE OR TIME
IF
NECESSARY OR APPROPRIATE,
INCLUDING
TO SOLICIT ADDITIONAL PROXIES IN
FAVOR
3. OF THE APPROVAL OF THE Management For For
AGREEMENT
AND PLAN OF MERGER IF THERE ARE
NOT
SUFFICIENT VOTES FOR APPROVAL
OF THE
AGREEMENT AND PLAN OF MERGER
AT THE
SPECIAL MEETING.

CONAGRA FOODS, INC.

Security	205887102	Meeting Type	Annual
Ticker Symbol	CAG	Meeting Date	27-Sep-2013
ISIN	US2058871029	Agenda	933864832 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MOGENS C. BAY		For	For
	2 STEPHEN G. BUTLER		For	For
	3 STEVEN F. GOLDSTONE		For	For
	4 JOIE A. GREGOR		For	For
	5 RAJIVE JOHRI		For	For
	6 W.G. JURGENSEN		For	For
	7 RICHARD H. LENNY		For	For
	8 RUTH ANN MARSHALL		For	For
	9 GARY M. RODKIN		For	For
	10 ANDREW J. SCHINDLER		For	For

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

	11 KENNETH E. STINSON	For	For
2.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITOR	Management	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION STOCKHOLDER PROPOSAL REGARDING	Management	Abstain Against
4.	BYLAW CHANGE IN REGARD TO VOTE-COUNTING	Shareholder	Against For

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	30-Sep-2013
ISIN	US71654V4086	Agenda	933879869 - Management

Item	Proposal	Type	Vote	For/Against Management
1	APPROVE THE DISPOSITION OF ONE HUNDRED PERCENT (100%) OF THE ISSUE SHARES OF INNOVA S.A., HELD BY PETROBRAS, TO VIDEOLAR S.A. AND ITS MAJORITY SHAREHOLDER, FOR THE AMOUNT OF R\$870 MILLION (EIGHT HUNDRED SEVENTY MILLION REAIS)	Management	For	For
2	MERGER OF COMPERJ PARTICIPACOES S.A. ("COMPERJPAR") INTO PETROBRAS	Management	For	For
3	MERGER OF COMPERJ ESTIRENICOS S.A. ("EST") INTO PETROBRAS TO	Management	For	For
4	MERGER OF COMPERJ MEG S.A. ("MEG") IN	Management	For	For
5	PETROBRAS TO MERGER OF COMPERJ POLIOLEFINAS S.A. ("POL") IN PETROBRAS TO	Management	For	For
6	MERGER OF SFE - SOCIEDADE FLUMINENSE DE ENERGIA LTDA. ("SFE") IN	Management	For	For
7	PETROBRAS TO APPROVE OF THE WAIVER BY PETROBRAS OF THE PREEMPTIVE RIGHT TO THE SUBSCRIPTION OF CONVERTIBLE BONDS TO BE ISSUED BY SETE BRASIL	Management	For	For

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

PARTICIPACOES S.A.

THE PROCTER & GAMBLE COMPANY

Security	742718109	Meeting Type	Annual
Ticker Symbol	PG	Meeting Date	08-Oct-2013
ISIN	US7427181091	Agenda	933868525 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANGELA F. BRALY	Management	For	For
1B.	ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Management	For	For
1C.	ELECTION OF DIRECTOR: SCOTT D. COOK	Management	For	For
1D.	ELECTION OF DIRECTOR: SUSAN DESMOND-HELLMANN	Management	For	For
1E.	ELECTION OF DIRECTOR: A.G. LAFLEY	Management	For	For
1F.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For	For
1G.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Management	For	For
1H.	ELECTION OF DIRECTOR: MARGARET C. WHITMAN	Management	For	For
1I.	ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER	Management	For	For
1J.	ELECTION OF DIRECTOR: PATRICIA A. WOERTZ	Management	For	For
1K.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Management	For	For
2.	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	AMEND THE COMPANY'S CODE OF REGULATIONS TO REDUCE CERTAIN SUPERMAJORITY VOTING REQUIREMENTS	Management	For	For
4.	APPROVE THE 2013 NON-EMPLOYEE DIRECTORS' STOCK PLAN	Management	For	For
5.	ADVISORY VOTE ON EXECUTIVE COMPENSATION (THE SAY ON PAY VOTE)	Management	Abstain	Against

INVENSYS PLC, LONDON

Security	G49133203	Meeting Type	Court Meeting
Ticker Symbol		Meeting Date	10-Oct-2013
ISIN	GB00B979H674	Agenda	704731846 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

PLEASE NOTE THAT ABSTAIN IS NOT
A
VALID VOTE OPTION FOR THIS
MEETING

TYPE.-PLEASE CHOOSE BETWEEN
"FOR"

CMMT AND "AGAINST" ONLY. SHOULD YOU
CHOOSE TO VOTE-ABSTAIN FOR THIS
MEETING THEN YOUR VOTE WILL BE
DISREGARDED BY THE ISSUER
OR-ISSUERS
AGENT.

To approve the Scheme of Arrangement
dated
10 September 2013

INVENSYS PLC, LONDON

Security G49133203

Ticker Symbol

ISIN GB00B979H674

Non-Voting
Management For For

Meeting Type

Meeting Date

Agenda

Ordinary General Meeting

10-Oct-2013

704731858 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	---------------------------

To give effect to the Scheme, as set out in the
Notice of General Meeting, including the
subdivision and reclassification of Scheme
Shares, amendments to the Articles of
Association, the reduction of capital, the
capitalisation of reserves and authority to
allot
and the amendment to the rules of share
schemes

1		Management	For	For
---	--	------------	-----	-----

NOBLE CORPORATION (DO NOT USE)

Security H5833N103

Ticker Symbol NE

ISIN CH0033347318

Meeting Type

Meeting Date

Agenda

Special

11-Oct-2013

933877295 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	---------------------------

APPROVAL OF THE MERGER
AGREEMENT, A
COPY OF WHICH IS ATTACHED TO
THE
ACCOMPANYING PROXY
STATEMENT/PROSPECTUS AS ANNEX
A.

01		Management	For	For
----	--	------------	-----	-----

NOBLE CORPORATION (DO NOT USE)

Security H5833N103

Ticker Symbol NE

ISIN CH0033347318

Meeting Type

Meeting Date

Agenda

Special

11-Oct-2013

933881864 - Management

Item	Proposal	Type	Vote
------	----------	------	------

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

For/Against
Management

01 APPROVAL OF THE MERGER
AGREEMENT, A
COPY OF WHICH IS ATTACHED TO
THE
ACCOMPANYING PROXY
STATEMENT/PROSPECTUS AS ANNEX
A.

Management For

For

TEXAS INDUSTRIES, INC.

Security 882491103

Meeting Type

Annual

Ticker Symbol TXI

Meeting Date

16-Oct-2013

ISIN US8824911031

Agenda

933873677 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN D. BAKER II	Management	For	For
1B.	ELECTION OF DIRECTOR: MEL G. BREKHUS	Management	For	For
1C.	ELECTION OF DIRECTOR: EUGENIO CLARIOND	Management	For	For
1D.	ELECTION OF DIRECTOR: SAM COATS	Management	For	For
1E.	ELECTION OF DIRECTOR: SEAN P. FOLEY	Management	For	For
1F.	ELECTION OF DIRECTOR: BERNARD LANIGAN, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS R. RANSDALL	Management	For	For
1H.	ELECTION OF DIRECTOR: THOMAS L. RYAN	Management	For	For
1I.	ELECTION OF DIRECTOR: RONALD G. STEINHART	Management	For	For
1J.	ELECTION OF DIRECTOR: DOROTHY C. WEAVER	Management	For	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS.	Management	For	For
3.	APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVE THE TEXAS INDUSTRIES, INC. MASTER PERFORMANCE- BASED INCENTIVE PLAN.	Management	For	For

TWENTY-FIRST CENTURY FOX, INC.

Security 90130A200

Meeting Type

Annual

Ticker Symbol FOX

Meeting Date

18-Oct-2013

ISIN US90130A2006

Agenda

933873057 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. RUPERT MURDOCH	Management	For	For
1B.	ELECTION OF DIRECTOR: DELPHINE ARNAULT	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES W. BREYER	Management	For	For
1D.	ELECTION OF DIRECTOR: CHASE CAREY	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID F. DEVOE	Management	For	For
1F.	ELECTION OF DIRECTOR: VIET DINH	Management	For	For
1G.	ELECTION OF DIRECTOR: SIR RODERICK I. EDDINGTON	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES R. MURDOCH	Management	For	For
1I.	ELECTION OF DIRECTOR: LACHLAN K. MURDOCH	Management	For	For
1J.	ELECTION OF DIRECTOR: JACQUES NASSER	Management	For	For
1K.	ELECTION OF DIRECTOR: ROBERT S. SILBERMAN	Management	For	For
1L.	ELECTION OF DIRECTOR: ALVARO URIBE	Management	For	For
2.	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2014.	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF THE TWENTY-FIRST CENTURY FOX, INC. 2013 LONG-TERM INCENTIVE PLAN.	Management	For	For
5.	STOCKHOLDER PROPOSAL - ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR.	Shareholder	Against	For
6.	STOCKHOLDER PROPOSAL - ELIMINATE THE COMPANY'S DUAL CLASS CAPITAL STRUCTURE.	Shareholder	For	Against
7.	CITIZENSHIP CERTIFICATION - PLEASE MARK "YES" IF THE STOCK IS OWNED OF	Management	For	

RECORD OR BENEFICIALLY BY A U.S. STOCKHOLDER, OR MARK "NO" IF SUCH STOCK IS OWNED OF RECORD OR BENEFICIALLY BY A NON-U.S. STOCKHOLDER. IF YOU DO NOT PROVIDE A RESPONSE TO THIS ITEM 7, YOU WILL BE DEEMED TO BE A NON-U.S. STOCKHOLDER AND THE SHARES WILL BE SUBJECT TO THE SUSPENSION OF VOTING RIGHTS UNLESS YOU ARE A STOCKHOLDER OF RECORD AS OF THE RECORD DATE AND YOU PREVIOUSLY SUBMITTED A U.S. CITIZENSHIP CERTIFICATION TO THE COMPANY'S TRANSFER AGENT OR AUSTRALIAN SHARE REGISTRAR.

KENNAMETAL INC.

Security	489170100	Meeting Type	Annual
Ticker Symbol	KMT	Meeting Date	22-Oct-2013
ISIN	US4891701009	Agenda	933878285 - Management

Item	Proposal	Type	Vote	For/Against Management
I	DIRECTOR	Management		
	1 CARLOS M. CARDOSO		For	For
	2 WILLIAM J. HARVEY		For	For
	3 CINDY L. DAVIS		For	For
II	RATIFICATION OF THE SELECTION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2014.	Management	For	For
III	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
IV	APPROVAL OF THE AMENDED AND RESTATED KENNAMETAL INC. STOCK AND INCENTIVE PLAN OF 2010.	Management	Against	Against

THE HILLSHIRE BRANDS COMPANY

Security	432589109	Meeting Type	Annual
Ticker Symbol	HSH	Meeting Date	24-Oct-2013
ISIN	US4325891095	Agenda	933876673 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: TODD A. BECKER	Management	For	For
1B.	ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY	Management	For	For
1C.	ELECTION OF DIRECTOR: ELLEN L. BROTHERS	Management	For	For
1D.	ELECTION OF DIRECTOR: SEAN M. CONNOLLY	Management	For	For
1E.	ELECTION OF DIRECTOR: LAURETTE T. KOELLNER	Management	For	For
1F.	ELECTION OF DIRECTOR: CRAIG P. OMTVEDT	Management	For	For
1G.	ELECTION OF DIRECTOR: SIR IAN PROSSER	Management	For	For
1H.	ELECTION OF DIRECTOR: JONATHAN P. WARD	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES D. WHITE	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
KOREA ELECTRIC POWER CORPORATION				
Security	500631106	Meeting Type	Special	
Ticker Symbol	KEP	Meeting Date	29-Oct-2013	
ISIN	US5006311063	Agenda	933888262 - Management	

Item	Proposal	Type	Vote	For/Against Management
1.	AMENDMENTS TO THE ARTICLES OF INCORPORATION OF KEPCO	Management	For	For
2.	DISMISSAL OF A STANDING DIRECTOR: RHEE, CHONG-CHAN	Management	For	For
3A.	ELECTION OF A STANDING DIRECTOR: PARK, JUNG-KEUN (PLEASE MARK A 'FOR' VOTING BOX FOR ONLY ONE OF THE THREE CANDIDATES)	Management	For	For
3B.	ELECTION OF A STANDING DIRECTOR: LEE,	Management	For	For

HEE-YONG (PLEASE MARK A 'FOR'
VOTING
BOX FOR ONLY ONE OF THE THREE
CANDIDATES)
ELECTION OF A STANDING DIRECTOR:

3C. HUR,
KYONG-GOO (PLEASE MARK A 'FOR'
VOTING
BOX FOR ONLY ONE OF THE THREE
CANDIDATES)

PERNOD-RICARD, PARIS

Security F72027109

Ticker Symbol

ISIN FR0000120693

Management For For

Meeting Type

Meeting Date

Agenda

MIX

06-Nov-2013

704752220 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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	THE FOLLOWING APPLIES TO NON-RESIDENT SHAREOWNERS ONLY: PROXY CARDS: VOTING-INSTRUCTIONS WILL BE FORWARDED TO THE GLOBAL CUSTODIANS ON THE VOTE DEADLINE-DATE. IN CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN-THE PROXY CARDS AND FORWARD THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE-INFORMATION, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE	Non-Voting		
------	--	------------	--	--

CMMT	16 OCT 13: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILA-BLE BY CLICKING ON THE MATERIAL URL LINK:- https://balo.journal-officiel.gouv.fr/pdf/2013/1002/201310021305066-	Non-Voting		
------	---	------------	--	--

.pdf. PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL: <https://balo.journal-officiel.gouv.fr/pdf/2013/1016/201310161305162.pdf>. 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.

O.1	Approval of the corporate financial statements for the financial year ended June 30, 2013	Management	For	For
O.2	Approval of the consolidated financial statements for the financial year ended June 30, 2013	Management	For	For
O.3	Allocation of income for the financial year ended June 30, 2013 and setting the dividend	Management	For	For
O.4	Approval of the regulated agreements and commitments pursuant to Articles L.225-38 et seq. of the Commercial Code	Management	For	For
O.5	Renewal of term of Mrs. Daniele Ricard as Director	Management	For	For
O.6	Renewal of term of Mr. Laurent Burelle as Director	Management	For	For
O.7	Renewal of term of Mr. Michel Chambaud as Director	Management	For	For
O.8	Renewal of term of Societe Paul Ricard as Director	Management	For	For
O.9	Renewal of term of Mr. Anders Narvinger as Director	Management	For	For
O.10	Setting the amount of attendance allowances to be allocated to the Board of Directors	Management	For	For
O.11	Reviewing the components of payable or awarded compensation for the 2012/2013 financial year to Mrs. Daniele Ricard, Chairman of the Board of Directors	Management	For	For
O.12	Reviewing the components of payable or awarded compensation for the 2012/2013 financial year to Mr. Pierre Pringuet, Vice-Chairman of the Board of Directors and Chief Executive Officer	Management	For	For

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

O.13	Reviewing the components of payable or awarded compensation for the 2012/2013 financial year to Mr. Alexandre Ricard, Managing Director	Management	For	For
O.14	Authorization to be granted to the Board of Directors to trade in Company's shares	Management	For	For
E.15	Authorization to be granted to the Board of Directors to reduce share capital by cancellation of treasury shares up to 10% of share capital	Management	For	For
E.16	Delegation of authority to be granted to the Board of Directors to decide to increase share capital for a maximum nominal amount of Euros 205 million by issuing common shares and/or any securities giving access to capital of the Company while maintaining preferential subscription rights	Management	For	For
E.17	Delegation of authority to be granted to the Board of Directors to decide to increase share capital for a maximum nominal amount of Euros 41 million by issuing common shares and/or any securities giving access to capital of the Company with cancellation of preferential subscription rights as part of a public offer	Management	Against	Against
E.18	Delegation of authority to be granted to the Board of Directors to increase the number of securities to be issued in case of share capital increase with or without preferential subscription rights up to 15% of the initial issuance carried out pursuant to the 16th and 17th resolutions	Management	Against	Against
E.19	Delegation of authority to be granted to the Board of Directors to issue common shares and/or securities giving access to capital of the Company, in consideration for in-kind contributions granted to the Company up to 10% of share capital	Management	For	For
E.20	Delegation of authority to be granted to the Board of Directors to issue common shares and/or	Management	Against	Against

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

	securities giving access to capital of the Company up to 10% of share capital with cancellation of preferential subscription rights in case of public exchange offer initiated by the Company			
E.21	Delegation of authority to be granted to the Board of Directors to issue securities representing debts entitling to the allotment of debt securities up to Euros 5 billion	Management	For	For
E.22	Delegation of authority to be granted to the Board of Directors to decide to increase share capital for a maximum nominal amount of Euros 205 million by incorporation of premiums, reserves, profits or otherwise	Management	For	For
E.23	Delegation of authority to be granted to the Board of Directors to decide to increase share capital up to 2% of share capital by issuing shares or securities giving access to capital reserved for members of company savings plans with cancellation of preferential subscription rights in favor of the latter	Management	For	For
E.24	Amendment to Article 16 of the bylaws to establish the terms for appointing Directors representing employees pursuant to the provisions of the Act of June 14, 2013 on employment security	Management	For	For
E.25	Powers to carry out all required legal formalities	Management	For	For

ROCHESTER MEDICAL CORPORATION

Security	771497104	Meeting Type	Special
Ticker Symbol	ROCM	Meeting Date	13-Nov-2013
ISIN	US7714971048	Agenda	933887486 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 3, 2013, BY AND AMONG	Management	For	For

C. R.
 BARD, INC., STARNORTH
 ACQUISITION
 CORP. AND ROCHESTER MEDICAL
 CORPORATION.
 A PROPOSAL TO APPROVE, ON A NON-
 BINDING ADVISORY BASIS, THE
 COMPENSATION THAT MAY BECOME
 PAYABLE TO THE NAMED EXECUTIVE
 OFFICERS OF ROCHESTER MEDICAL
 CORPORATION IN CONNECTION WITH
 THE
 COMPLETION OF THE MERGER.
 PROPOSAL TO ADJOURN THE SPECIAL
 MEETING, IF NECESSARY, TO SOLICIT
 ADDITIONAL PROXIES IF THERE ARE
 NOT
 SUFFICIENT VOTES IN FAVOR OF
 APPROVAL
 OF THE MERGER AGREEMENT.

2.	Management	For	For
3.	Management	For	For

CISCO SYSTEMS, INC.

Security	17275R102	Meeting Type	Annual
Ticker Symbol	CSCO	Meeting Date	19-Nov-2013
ISIN	US17275R1023	Agenda	933882157 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CAROL A. BARTZ	Management	For	For
1B.	ELECTION OF DIRECTOR: MARC BENIOFF	Management	For	For
1C.	ELECTION OF DIRECTOR: GREGORY Q. BROWN	Management	For	For
1D.	ELECTION OF DIRECTOR: M. MICHELE BURNS	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL D. CAPELLAS	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN T. CHAMBERS	Management	For	For
1G.	ELECTION OF DIRECTOR: BRIAN L. HALLA	Management	For	For
1H.	ELECTION OF DIRECTOR: DR. JOHN L. HENNESSY	Management	For	For
1I.	ELECTION OF DIRECTOR: DR. KRISTINA M. JOHNSON	Management	For	For
1J.	ELECTION OF DIRECTOR: RODERICK C. MCGEARY	Management	For	For
1K.	ELECTION OF DIRECTOR: ARUN SARIN	Management	For	For
1L.		Management	For	For

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

- ELECTION OF DIRECTOR: STEVEN M. WEST
2. APPROVAL OF AMENDMENT AND RESTATEMENT OF THE 2005 STOCK INCENTIVE PLAN. Management Against Against
3. APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION. Management Abstain Against
4. RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS CISCO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2014. Management For For
5. APPROVAL TO HAVE CISCO HOLD A COMPETITION FOR GIVING PUBLIC ADVICE ON THE VOTING ITEMS IN THE PROXY FILING FOR CISCO'S 2014 ANNUAL SHAREOWNERS MEETING. Shareholder Against For

MICROSOFT CORPORATION

Security	594918104	Meeting Type	Annual
Ticker Symbol	MSFT	Meeting Date	19-Nov-2013
ISIN	US5949181045	Agenda	933883185 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	ELECTION OF DIRECTOR: STEVEN A. BALLMER	Management	For	For
2.	ELECTION OF DIRECTOR: DINA DUBLON	Management	For	For
3.	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Management	For	For
4.	ELECTION OF DIRECTOR: MARIA M. KLAWE	Management	For	For
5.	ELECTION OF DIRECTOR: STEPHEN J. LUCZO	Management	For	For
6.	ELECTION OF DIRECTOR: DAVID F. MARQUARDT	Management	For	For
7.	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Management	For	For
8.	ELECTION OF DIRECTOR: HELMUT PANKE	Management	For	For
9.	ELECTION OF DIRECTOR: JOHN W. THOMPSON	Management	For	For
10.	APPROVE MATERIAL TERMS OF THE PERFORMANCE CRITERIA UNDER THE EXECUTIVE OFFICER INCENTIVE PLAN	Management	For	For
11.		Management	Abstain	Against

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

ADVISORY VOTE ON EXECUTIVE
COMPENSATION
RATIFICATION OF DELOITTE &
TOUCHE LLP

12. AS OUR INDEPENDENT AUDITOR FOR
FISCAL YEAR 2014

CAMPBELL SOUP COMPANY

Security	134429109	Meeting Type	Annual
Ticker Symbol	CPB	Meeting Date	20-Nov-2013
ISIN	US1344291091	Agenda	933884947 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 EDMUND M. CARPENTER		For	For
	2 PAUL R. CHARRON		For	For
	3 BENNETT DORRANCE		For	For
	4 LAWRENCE C. KARLSON		For	For
	5 RANDALL W. LARRIMORE		For	For
	6 MARY ALICE D. MALONE		For	For
	7 SARA MATHEW		For	For
	8 DENISE M. MORRISON		For	For
	9 CHARLES R. PERRIN		For	For
	10 A. BARRY RAND		For	For
	11 NICK SHREIBER		For	For
	12 TRACEY T. TRAVIS		For	For
	13 ARCHBOLD D. VAN BEUREN		For	For
	14 LES. C. VINNEY		For	For
	15 CHARLOTTE C. WEBER		For	For

2. RATIFICATION OF APPOINTMENT OF
THE
INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM.

3. ADVISORY VOTE ON EXECUTIVE
COMPENSATION.

BHP BILLITON LIMITED

Security	088606108	Meeting Type	Annual
Ticker Symbol	BHP	Meeting Date	21-Nov-2013
ISIN	US0886061086	Agenda	933882688 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO RECEIVE THE 2013 FINANCIAL STATEMENTS AND REPORTS FOR BHP BILLITON	Management	For	For
2.	TO APPOINT KPMG LLP AS THE AUDITOR OF	Management	For	For
3.	BHP BILLITON PLC TO AUTHORISE THE RISK AND AUDIT COMMITTEE TO AGREE TO THE REMUNERATION OF THE AUDITOR OF	Management	For	For

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

	BHP		
	BILLITON PLC		
4.	TO RENEW THE GENERAL AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC	Management For	For
5.	TO APPROVE THE AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC FOR CASH	Management Against	Against
6.	TO APPROVE THE REPURCHASE OF SHARES IN BHP BILLITON PLC	Management For	For
7.	TO APPROVE THE 2013 REMUNERATION REPORT	Management For	For
8.	TO ADOPT NEW LONG TERM INCENTIVE PLAN RULES	Management For	For
9.	TO APPROVE GRANTS TO ANDREW MACKENZIE	Management For	For
10.	TO ELECT ANDREW MACKENZIE AS A DIRECTOR OF BHP BILLITON	Management For	For
11.	TO RE-ELECT MALCOLM BROOMHEAD AS A DIRECTOR OF BHP BILLITON	Management For	For
12.	TO RE-ELECT SIR JOHN BUCHANAN AS A DIRECTOR OF BHP BILLITON	Management For	For
13.	TO RE-ELECT CARLOS CORDEIRO AS A DIRECTOR OF BHP BILLITON	Management For	For
14.	TO RE-ELECT DAVID CRAWFORD AS A DIRECTOR OF BHP BILLITON	Management For	For
15.	TO RE-ELECT PAT DAVIES AS A DIRECTOR OF BHP BILLITON	Management For	For
16.	TO RE-ELECT CAROLYN HEWSON AS A DIRECTOR OF BHP BILLITON	Management For	For
17.	TO RE-ELECT LINDSAY MAXSTED AS A DIRECTOR OF BHP BILLITON	Management For	For
18.	TO RE-ELECT WAYNE MURDY AS A DIRECTOR OF BHP BILLITON	Management For	For
19.	TO RE-ELECT KEITH RUMBLE AS A DIRECTOR OF BHP BILLITON	Management For	For
20.	TO RE-ELECT JOHN SCHUBERT AS A DIRECTOR OF BHP BILLITON	Management For	For
21.	TO RE-ELECT SHRITI VADERA AS A DIRECTOR OF BHP BILLITON	Management For	For
22.	TO RE-ELECT JAC NASSER AS A DIRECTOR	Management For	For

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

OF BHP BILLITON
TO ELECT IAN DUNLOP AS A
DIRECTOR OF

23. BHP BILLITON (THIS CANDIDATE IS NOT
ENDORSED BY THE BOARD)

THE MADISON SQUARE GARDEN COMPANY

Security	55826P100	Meeting Type	Annual
Ticker Symbol	MSG	Meeting Date	21-Nov-2013
ISIN	US55826P1003	Agenda	933885583 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD D. PARSONS		For	For
	2 ALAN D. SCHWARTZ		For	For
	3 VINCENT TESE		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2014.	Management	For	For

DELTA NATURAL GAS COMPANY, INC.

Security	247748106	Meeting Type	Annual
Ticker Symbol	DGAS	Meeting Date	21-Nov-2013
ISIN	US2477481061	Agenda	933887094 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF DELOITTE & TOUCHE LLP AS DELTA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2014.	Management	For	For
2.	DIRECTOR	Management		
	1 SANDRA C. GRAY		For	For
	2 EDWARD J. HOLMES		For	For
3.	NON-BINDING, ADVISORY VOTE TO APPROVE THE COMPENSATION PAID OUR NAMED EXECUTIVE OFFICERS FOR FISCAL 2013.	Management	Abstain	Against

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

HARMAN INTERNATIONAL INDUSTRIES, INC.

Security	413086109	Meeting Type	Annual
Ticker Symbol	HAR	Meeting Date	04-Dec-2013
ISIN	US4130861093	Agenda	933888894 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ADRIANE M. BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN W. DIERCKSEN	Management	For	For
1C.	ELECTION OF DIRECTOR: ANN M. KOROLOGOS	Management	For	For
1D.	ELECTION OF DIRECTOR: DR. JIREN LIU	Management	For	For
1E.	ELECTION OF DIRECTOR: EDWARD H. MEYER	Management	For	For
1F.	ELECTION OF DIRECTOR: DINESH C. PALIWAL	Management	For	For
1G.	ELECTION OF DIRECTOR: KENNETH M. REISS	Management	For	For
1H.	ELECTION OF DIRECTOR: HELLENE S. RUNTAGH	Management	For	For
1I.	ELECTION OF DIRECTOR: FRANK S. SKLARSKY	Management	For	For
1J.	ELECTION OF DIRECTOR: GARY G. STEEL	Management	For	For
2.	RATIFY THE APPOINTMENT OF KPMG LLP FOR FISCAL 2014.	Management	For	For
3.	TO APPROVE AN AMENDMENT TO THE 2012 STOCK OPTION AND INCENTIVE PLAN.	Management	Abstain	Against
4.	TO APPROVE THE 2014 KEY EXECUTIVE OFFICERS BONUS PLAN.	Management	For	For
5.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	Against	Against

LORAL SPACE & COMMUNICATIONS INC.

Security	543881106	Meeting Type	Annual
Ticker Symbol	LORL	Meeting Date	09-Dec-2013
ISIN	US5438811060	Agenda	933893996 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ARTHUR L. SIMON		For	For
	2 JOHN P. STENBIT		For	For
2.		Management	For	For

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, 2013.

ACTING UPON A PROPOSAL TO
 APPROVE,
 ON A NON-BINDING, ADVISORY
 BASIS,

- | | | | | |
|----|---|------------|---------|---------|
| 3. | COMPENSATION OF THE COMPANY'S
NAMED EXECUTIVE OFFICERS AS
DESCRIBED IN THE COMPANY'S
PROXY
STATEMENT. | Management | Abstain | Against |
|----|---|------------|---------|---------|

MAKO SURGICAL CORP

Security	560879108	Meeting Type	Special
Ticker Symbol	MAKO	Meeting Date	13-Dec-2013
ISIN	US5608791084	Agenda	933899241 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), DATED AS OF SEPTEMBER 25, 2013, BY AND AMONG STRYKER CORPORATION, A MICHIGAN CORPORATION ("STRYKER"), LAUDERDALE MERGER CORPORATION, A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF STRYKER, AND MAKO SURGICAL CORP. (THE "COMPANY").	Management	For	For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED COMPENSATION THAT MAY BECOME PAYABLE TO THE COMPANY'S PRINCIPAL EXECUTIVE OFFICER, PRINCIPAL FINANCIAL	Management	Abstain	Against

OFFICER AND THREE MOST HIGHLY
COMPENSATED EXECUTIVE OFFICERS
OTHER THAN THE PRINCIPAL
EXECUTIVE
OFFICER AND PRINCIPAL FINANCIAL
OFFICER IN CONNECTION WITH THE
MERGER.

PROPOSAL TO APPROVE THE
ADJOURNMENT OF THE SPECIAL
MEETING,
IF NECESSARY OR APPROPRIATE TO
SOLICIT ADDITIONAL PROXIES IF
THERE
ARE INSUFFICIENT VOTES AT THE
TIME OF
THE SPECIAL MEETING TO APPROVE
THE
PROPOSAL TO ADOPT THE MERGER
AGREEMENT.

3.	Management	For	For
----	------------	-----	-----

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	16-Dec-2013
ISIN	US71654V4086	Agenda	933904888 - Management

Item	Proposal	Type	Vote	For/Against Management
I	MERGER OF REFINARIA ABREU E LIMA S.A ("RNEST") INTO PETROBRAS	Management	For	For
II	MERGER OF COMPANHIA DE RECUPERACAO SECUNDARIA ("CRSEC") INTO PETROBRAS	Management	For	For
III	PARTIAL SPIN-OFF OF PETROBRAS INTERNATIONAL FINANCE COMPANY S.A. ("PIFCO") FOLLOWED BY THE TRANSFER OF THE SPIN-OFF PORTION TO PETROBRAS	Management	For	For

WALGREEN CO.

Security	931422109	Meeting Type	Annual
Ticker Symbol	WAG	Meeting Date	08-Jan-2014
ISIN	US9314221097	Agenda	933901894 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JANICE M. BABIAC	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID J. BRAILER	Management	For	For

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

1C.	ELECTION OF DIRECTOR: STEVEN A. DAVIS	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM C. FOOTE	Management	For	For
1E.	ELECTION OF DIRECTOR: MARK P. FRISSORA	Management	For	For
1F.	ELECTION OF DIRECTOR: GINGER L. GRAHAM	Management	For	For
1G.	ELECTION OF DIRECTOR: ALAN G. MCNALLY	Management	For	For
1H.	ELECTION OF DIRECTOR: DOMINIC P. MURPHY	Management	For	For
1I.	ELECTION OF DIRECTOR: STEFANO PESSINA	Management	For	For
1J.	ELECTION OF DIRECTOR: NANCY M. SCHLICHTING	Management	For	For
1K.	ELECTION OF DIRECTOR: ALEJANDRO SILVA	Management	For	For
1L.	ELECTION OF DIRECTOR: JAMES A. SKINNER	Management	For	For
1M.	ELECTION OF DIRECTOR: GREGORY D. WASSON	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS WALGREEN CO.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	Abstain	Against
3.	SHAREHOLDER PROPOSAL REGARDING AN EXECUTIVE EQUITY RETENTION POLICY.	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING	Shareholder	Against	For
5.	PROXY ACCESS.	Shareholder	Against	For

AIR PRODUCTS AND CHEMICALS, INC.

Security	009158106	Meeting Type	Annual
Ticker Symbol	APD	Meeting Date	23-Jan-2014
ISIN	US0091581068	Agenda	933907656 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHADWICK C. DEATON	Management	For	For
1B.	ELECTION OF DIRECTOR: EDWARD L. MONSER	Management	For	For
1C.		Management	For	For

	ELECTION OF DIRECTOR: MATTHEW H. PAULL			
1D.	ELECTION OF DIRECTOR: LAWRENCE S. SMITH	Management	For	For
	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. RATIFICATION OF APPOINTMENT OF KPMG			
2.	LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2014.	Management	For	For
	ADVISORY VOTE ON EXECUTIVE OFFICER			
3.	COMPENSATION. TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
	APPROVAL OF AMENDMENT OF THE COMPANY'S CERTIFICATE OF INCORPORATION. TO AMEND THE CERTIFICATE OF INCORPORATION TO PHASE OUT AND ELIMINATE THE CLASSIFIED BOARD.			
4.		Management	For	For

VERIZON COMMUNICATIONS INC.

Security	92343V104	Meeting Type	Special
Ticker Symbol	VZ	Meeting Date	28-Jan-2014
ISIN	US92343V1044	Agenda	933908735 - Management

Item	Proposal	Type	Vote	For/Against Management
	APPROVE THE ISSUANCE OF UP TO APPROXIMATELY 1.28 BILLION SHARES OF VERIZON COMMON STOCK TO VODAFONE			
1.	ORDINARY SHAREHOLDERS IN CONNECTION WITH VERIZON'S ACQUISITION OF VODAFONE'S INDIRECT 45% INTEREST IN VERIZON WIRELESS	Management	For	For
2.	APPROVE AN AMENDMENT TO ARTICLE 4(A) OF VERIZON'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE VERIZON'S AUTHORIZED SHARES OF COMMON	Management	For	For

STOCK
 BY 2 BILLION SHARES TO AN
 AGGREGATE
 OF 6.25 BILLION AUTHORIZED
 SHARES OF
 COMMON STOCK
 APPROVE THE ADJOURNMENT OF THE
 SPECIAL MEETING TO SOLICIT
 ADDITIONAL
 VOTES AND PROXIES IF THERE ARE
 INSUFFICIENT VOTES AT THE TIME OF
 THE
 SPECIAL MEETING TO APPROVE THE
 ABOVE
 PROPOSALS

3. Management For For

VODAFONE GROUP PLC

Security	92857W209	Meeting Type	Special
Ticker Symbol	VOD	Meeting Date	28-Jan-2014
ISIN	US92857W2098	Agenda	933909701 - Management

Item	Proposal	Type	Vote	For/Against Management
C1	FOR THE COURT MEETING SCHEME. TO APPROVE THE VERIZON WIRELESS TRANSACTION AND THE VODAFONE ITALY TRANSACTION.	Management	For	For
G1	TO APPROVE THE NEW ARTICLES OF ASSOCIATION, THE CAPITAL REDUCTIONS, THE RETURN OF VALUE AND THE SHARE CONSOLIDATION AND CERTAIN RELATED MATTERS PURSUANT TO THE SCHEME.	Management	For	For
G2	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES. TO AUTHORISE THE DIRECTORS TO TAKE ALL NECESSARY AND APPROPRIATE ACTIONS IN RELATION TO RESOLUTIONS 1-3.	Management	For	For
G3		Management	For	For
G4		Management	For	For

JOHNSON CONTROLS, INC.

Security	478366107	Meeting Type	Annual
Ticker Symbol	JCI	Meeting Date	29-Jan-2014
ISIN	US4783661071	Agenda	933907000 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

1.	DIRECTOR	Management		
	1 NATALIE A. BLACK		For	For
	2 RAYMOND L. CONNER		For	For
	3 WILLIAM H. LACY		For	For
	4 ALEX A. MOLINAROLI		For	For

2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR 2014. APPROVE ON AN ADVISORY BASIS	Management	For	For
----	---	------------	-----	-----

3.	NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
----	---------------------------------------	------------	---------	---------

SALLY BEAUTY HOLDINGS, INC.

Security	79546E104	Meeting Type	Annual
Ticker Symbol	SBH	Meeting Date	30-Jan-2014
ISIN	US79546E1047	Agenda	933907238 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1.	TO AMEND THE CORPORATION'S SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS (THE "DECLASSIFICATION AMENDMENT") AND PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS.	Management	For	For
----	---	------------	-----	-----

2.	DIRECTOR	Management		
	1 JOHN R. GOLLIHER		For	For
	2 EDWARD W. RABIN		For	For
	3 GARY G. WINTERHALTER		For	For

3.	APPROVAL OF THE COMPENSATION OF THE CORPORATION'S EXECUTIVE OFFICERS	Management	Abstain	Against
----	--	------------	---------	---------

3.	INCLUDING THE CORPORATION'S COMPENSATION PRACTICES AND PRINCIPLES AND THEIR IMPLEMENTATION.	Management	Abstain	Against
----	---	------------	---------	---------

4.	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
----	--	------------	-----	-----

4.	FOR THE FISCAL YEAR 2014.	Management	For	For
----	---------------------------	------------	-----	-----

THE LACLEDE GROUP, INC.

Security	505597104	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	LG	Meeting Date	30-Jan-2014
ISIN	US5055971049	Agenda	933908266 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 EDWARD L. GLOTZBACH		For	For
	2 W. STEPHEN MARITZ		For	For
	3 JOHN P. STUPP, JR.		For	For
2.	ADVISORY APPROVAL OF RESOLUTION TO APPROVE COMPENSATION OF NAMED EXECUTIVES.	Management	Abstain	Against
3.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR THE 2014 FISCAL YEAR.	Management	For	For

Security	044209104	Meeting Type	Annual
Ticker Symbol	ASH	Meeting Date	30-Jan-2014
ISIN	US0442091049	Agenda	933909802 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF CLASS I DIRECTOR: STEPHEN F. KIRK	Management	For	For
1.2	ELECTION OF CLASS I DIRECTOR: JAMES J. O'BRIEN	Management	For	For
1.3	ELECTION OF CLASS I DIRECTOR: BARRY W. PERRY	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2014.	Management	For	For
3.	A NON-BINDING ADVISORY RESOLUTION APPROVING THE 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	Management	Abstain	Against

AND
 NARRATIVE DISCUSSION.
 A PROPOSED AMENDMENT TO
 ASHLAND'S
 THIRD RESTATED ARTICLES OF
 INCORPORATION TO PROVIDE FOR
 THE
 PHASED-IN DECLASSIFICATION OF
 THE
 BOARD OF DIRECTORS.

4. Management For For

LIBERTY GLOBAL PLC.

Security	G5480U104	Meeting Type	Special
Ticker Symbol	LBTYA	Meeting Date	30-Jan-2014
ISIN	GB00B8W67662	Agenda	933910499 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1.	ORDINARY RESOLUTION TO APPROVE THE LIBERTY GLOBAL 2014 INCENTIVE PLAN.	Management	Against	Against
----	--	------------	---------	---------

2.	ORDINARY RESOLUTION TO APPROVE THE LIBERTY GLOBAL 2014 NONEMPLOYEE DIRECTOR INCENTIVE PLAN.	Management	Against	Against
----	---	------------	---------	---------

EMERSON ELECTRIC CO.

Security	291011104	Meeting Type	Annual
Ticker Symbol	EMR	Meeting Date	04-Feb-2014
ISIN	US2910111044	Agenda	933908292 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1.	DIRECTOR	Management		
	1 D.N. FARR*		For	For
	2 H. GREEN*		For	For
	3 C.A. PETERS*		For	For
	4 J.W. PRUEHER*		For	For
	5 A.A. BUSCH III#		For	For
	6 J.S. TURLEY#		For	For

2.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EMERSON ELECTRIC CO. EXECUTIVE COMPENSATION.	Management	Abstain	Against
----	---	------------	---------	---------

3.	RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
----	--	------------	-----	-----

4.	APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A SUSTAINABILITY REPORT AS	Shareholder	Against	For
----	--	-------------	---------	-----

DESCRIBED IN
THE PROXY STATEMENT.
APPROVAL OF THE STOCKHOLDER
PROPOSAL REQUESTING ISSUANCE
OF A

5. POLITICAL CONTRIBUTIONS REPORT AS
DESCRIBED IN THE PROXY
STATEMENT.
APPROVAL OF THE STOCKHOLDER
PROPOSAL REQUESTING ISSUANCE
OF A

6. LOBBYING REPORT AS DESCRIBED IN
THE
PROXY STATEMENT.

ROCKWELL AUTOMATION, INC.
Security 773903109
Ticker Symbol ROK
ISIN US7739031091

Shareholder Against For

Shareholder Against For

Meeting Type Annual
Meeting Date 04-Feb-2014
Agenda 933910653 - Management

Item	Proposal	Type	Vote	For/Against Management
A.	DIRECTOR	Management		
	1 STEVEN R. KALMANSON		For	For
	2 JAMES P. KEANE		For	For
	3 DONALD R. PARFET		For	For
B.	TO APPROVE THE SELECTION OF DELOITTE & TOUCHE LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. TO APPROVE, ON AN ADVISORY BASIS, THE	Management	For	For
C.	COMPENSATION OF THE CORPORATION'S NAMED EXECUTIVE OFFICERS. SHAREHOLDER PROPOSAL REQUESTING	Management	Abstain	Against
D.	MAJORITY VOTING IN ELECTIONS OF DIRECTORS.	Shareholder	For	

INGLES MARKETS, INCORPORATED

Security 457030104
Ticker Symbol IMKTA
ISIN US4570301048

Meeting Type Annual
Meeting Date 11-Feb-2014
Agenda 933912328 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 FRED D. AYERS		For	For
	2 JOHN O. POLLARD		For	For

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

2. TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION, AS DISCLOSED IN THE PROXY STATEMENT. Management Abstain Against
3. TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES. Management Abstain Against

WHOLE FOODS MARKET, INC.

Security	966837106	Meeting Type	Annual
Ticker Symbol	WFM	Meeting Date	24-Feb-2014
ISIN	US9668371068	Agenda	933915300 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 DR. JOHN ELSTROTT | | For | For |
| | 2 GABRIELLE GREENE | | For | For |
| | 3 SHAHID (HASS) HASSAN | | For | For |
| | 4 STEPHANIE KUGELMAN | | For | For |
| | 5 JOHN MACKEY | | For | For |
| | 6 WALTER ROBB | | For | For |
| | 7 JONATHAN SEIFFER | | For | For |
| | 8 MORRIS (MO) SIEGEL | | For | For |
| | 9 JONATHAN SOKOLOFF | | For | For |
| | 10 DR. RALPH SORENSON | | For | For |
| | 11 W. (KIP) TINDELL, III | | For | For |
| 2. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 3. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR THE COMPANY FOR THE FISCAL YEAR ENDING SEPTEMBER 28, 2014. | Management | For | For |
| 4. | SHAREHOLDER PROPOSAL REGARDING A POLICY RELATED TO THE RECOVERY OF UNEARNED MANAGEMENT BONUSES. | Shareholder | Against | For |
| 5. | SHAREHOLDER PROPOSAL RELATED TO CONFIDENTIAL VOTING. | Shareholder | Against | For |

DEERE & COMPANY

Security	244199105	Meeting Type	Annual
Ticker Symbol	DE	Meeting Date	26-Feb-2014
ISIN	US2441991054	Agenda	933914586 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SAMUEL R. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For	For
1C.	ELECTION OF DIRECTOR: VANCE D. COFFMAN	Management	For	For
1D.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: DIPAK C. JAIN	Management	For	For
1F.	ELECTION OF DIRECTOR: CLAYTON M. JONES	Management	For	For
1G.	ELECTION OF DIRECTOR: JOACHIM MILBERG	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD B. MYERS	Management	For	For
1I.	ELECTION OF DIRECTOR: GREGORY R. PAGE	Management	For	For
1J.	ELECTION OF DIRECTOR: THOMAS H. PATRICK	Management	For	For
1K.	ELECTION OF DIRECTOR: SHERRY M. SMITH	Management	For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS DEERE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2014.	Management	For	For

ENDO HEALTH SOLUTIONS INC.

Security	29264F205	Meeting Type	Special
Ticker Symbol	ENDP	Meeting Date	26-Feb-2014
ISIN	US29264F2056	Agenda	933919360 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO APPROVE AND ADOPT THE ARRANGEMENT AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREBY (INCLUDING THE MERGER).	Management	For	For
2.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, CERTAIN COMPENSATORY ARRANGEMENTS BETWEEN ENDO	Management	Abstain	Against

AND ITS
 NAMED EXECUTIVE OFFICERS
 RELATING TO
 THE MERGER CONTEMPLATED BY
 THE
 ARRANGEMENT AGREEMENT.
 TO APPROVE THE CREATION OF
 "DISTRIBUTABLE RESERVES" OF NEW
 ENDO,
 WHICH ARE REQUIRED UNDER IRISH
 LAW IN
 ORDER TO ALLOW NEW ENDO TO
 MAKE

- | | | | | |
|----|---|------------|-----|-----|
| 3. | DISTRIBUCTIONS AND PAY DIVIDENDS
AND
TO PURCHASE OR REDEEM SHARES IN
THE
FUTURE BY REDUCING SOME OR ALL
OF
THE SHARE PREMIUM OF NEW ENDO.
TO APPROVE ANY MOTION TO
ADJOURN
THE SPECIAL MEETING OR ANY
ADJOURNMENT THEREOF, IF
NECESSARY,
(I) TO SOLICIT ADDITIONAL PROXIES
IF
THERE ARE NOT SUFFICIENT VOTES
IN
FAVOR OF THE PROPOSAL AT THE
TIME OF
THE SPECIAL MEETING TO ADOPT
THE
ARRANGEMENT AGREEMENT AND
TRANSACTIONS CONTEMPLATED
THEREBY
... (DUE TO SPACE LIMITS, SEE PROXY
STATEMENT FOR FULL PROPOSAL). | Management | For | For |
| 4. | FAVOR OF THE PROPOSAL AT THE
TIME OF
THE SPECIAL MEETING TO ADOPT
THE
ARRANGEMENT AGREEMENT AND
TRANSACTIONS CONTEMPLATED
THEREBY
... (DUE TO SPACE LIMITS, SEE PROXY
STATEMENT FOR FULL PROPOSAL). | Management | For | For |

APPLE INC.

Security	037833100	Meeting Type	Annual
Ticker Symbol	AAPL	Meeting Date	28-Feb-2014
ISIN	US0378331005	Agenda	933915564 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WILLIAM CAMPBELL		For	For
	2 TIMOTHY COOK		For	For
	3 MILLARD DREXLER		For	For
	4 AL GORE		For	For
	5 ROBERT IGER		For	For

	6	ANDREA JUNG		For	For
	7	ARTHUR LEVINSON		For	For
	8	RONALD SUGAR		For	For
		THE AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION (THE "ARTICLES") TO FACILITATE THE IMPLEMENTATION OF MAJORITY VOTING FOR THE ELECTION OF DIRECTORS IN AN			
2.		UNCONTESTED ELECTION BY ELIMINATING ARTICLE VII, WHICH RELATES TO THE TERM OF DIRECTORS AND THE TRANSITION FROM A CLASSIFIED BOARD OF DIRECTORS TO A DECLASSIFIED STRUCTURE THE AMENDMENT OF THE ARTICLES TO	Management	For	For
3.		ELIMINATE THE "BLANK CHECK" AUTHORITY OF THE BOARD TO ISSUE PREFERRED STOCK THE AMENDMENT OF THE ARTICLES TO	Management	For	For
4.		ESTABLISH A PAR VALUE FOR THE COMPANY'S COMMON STOCK OF \$0.00001 PER SHARE RATIFICATION OF THE APPOINTMENT OF	Management	For	For
5.		ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014 A NON-BINDING ADVISORY RESOLUTION TO	Management	For	For
6.		APPROVE EXECUTIVE COMPENSATION THE APPROVAL OF THE APPLE INC. 2014	Management	Abstain	Against
7.		EMPLOYEE STOCK PLAN	Management	Against	Against
8.		A SHAREHOLDER PROPOSAL BY JOHN HARRINGTON AND NORTHSTAR ASSET MANAGEMENT INC. ENTITLED "BOARD	Shareholder	Against	For

- COMMITTEE ON HUMAN RIGHTS" TO AMEND THE COMPANY'S BYLAWS A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH OF A NON-BINDING ADVISORY
9. RESOLUTION ENTITLED "REPORT ON COMPAN Y MEMBERSHIP AND INVOLVEMENT WITH CERTAIN TRADE ASSOCIATIONS AND BUSINESS ORGANIZATIONS" A SHAREHOLDER PROPOSAL BY CARL ICAHN OF A NON-BINDING ADVISORY RESOLUTION THAT THE COMPANY COMMIT TO COMPLETING NOT LESS THAN \$50 BILLION OF SHARE REPURCHASES DURING ITS 2014 FISCAL YEAR (AND INCREASE THE AUTHORIZATION UNDER ITS CAPITAL RETURN PROGRAM ACCORDINGLY) A SHAREHOLDER PROPOSAL BY JAMES MCRITCHIE OF A NON-BINDING ADVISORY RESOLUTION ENTITLED "PROXY ACCESS FOR SHAREHOLDERS"
10. Shareholder Against For
11. Shareholder Against For

QUALCOMM INCORPORATED

Security	747525103	Meeting Type	Annual
Ticker Symbol	QCOM	Meeting Date	04-Mar-2014
ISIN	US7475251036	Agenda	933916150 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BARBARA T. ALEXANDER	Management	For	For
1B.	ELECTION OF DIRECTOR: DONALD G. CRUICKSHANK	Management	For	For
1C.	ELECTION OF DIRECTOR: RAYMOND V. DITTAMORE	Management	For	For
1D.	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS W. HORTON	Management	For	For
1F.		Management	For	For

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

	ELECTION OF DIRECTOR: PAUL E. JACOBS			
1G.	ELECTION OF DIRECTOR: SHERRY LANSING	Management	For	For
1H.	ELECTION OF DIRECTOR: STEVEN M. MOLLENKOPF	Management	For	For
1I.	ELECTION OF DIRECTOR: DUANE A. NELLES	Management	For	For
1J.	ELECTION OF DIRECTOR: CLARK T. RANDT, JR.	Management	For	For
1K.	ELECTION OF DIRECTOR: FRANCISCO ROS	Management	For	For
1L.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN	Management	For	For
1M.	ELECTION OF DIRECTOR: BRENT SCOWCROFT	Management	For	For
1N.	ELECTION OF DIRECTOR: MARC I. STERN	Management	For	For
2.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 28, 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain	Against

TE CONNECTIVITY LTD

Security	H84989104	Meeting Type	Annual
Ticker Symbol	TEL	Meeting Date	04-Mar-2014
ISIN	CH0102993182	Agenda	933916681 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PIERRE R. BRONDEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: JUERGEN W. GROMER	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM A. JEFFREY	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	Management	For	For
1E.	ELECTION OF DIRECTOR: YONG NAM	Management	For	For

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

1F.	ELECTION OF DIRECTOR: DANIEL J. PHELAN	Management	For	For
1G.	ELECTION OF DIRECTOR: FREDERIC M. POSES	Management	For	For
1H.	ELECTION OF DIRECTOR: LAWRENCE S. SMITH	Management	For	For
1I.	ELECTION OF DIRECTOR: PAULA A. SNEED	Management	For	For
1J.	ELECTION OF DIRECTOR: DAVID P. STEINER	Management	For	For
1K.	ELECTION OF DIRECTOR: JOHN C. VAN SCOTER	Management	For	For
1L.	ELECTION OF DIRECTOR: LAURA H. WRIGHT	Management	For	For
2.	TO ELECT THOMAS J. LYNCH AS THE CHAIRMAN OF THE BOARD OF DIRECTORS	Management	For	For
3A.	TO ELECT THE INDIVIDUAL MEMBER OF THE MANAGEMENT DEVELOPMENT & COMPENSATION COMMITTEE: DANIEL J. PHELAN	Management	For	For
3B.	TO ELECT THE INDIVIDUAL MEMBER OF THE MANAGEMENT DEVELOPMENT & COMPENSATION COMMITTEE: PAULA A. SNEED	Management	For	For
3C.	TO ELECT THE INDIVIDUAL MEMBER OF THE MANAGEMENT DEVELOPMENT & COMPENSATION COMMITTEE: DAVID P. STEINER	Management	For	For
4.	TO ELECT DR. JVO GRUNDLER, OF ERNST & YOUNG LTD., OR ANOTHER INDIVIDUAL REPRESENTATIVE OF ERNST & YOUNG LTD. IF DR. GRUNDLER IS UNABLE TO SERVE AT THE MEETING, AS THE INDEPENDENT PROXY	Management	For	For
5.1	TO APPROVE THE 2013 ANNUAL REPORT OF TE CONNECTIVITY LTD. (EXCLUDING	Management	For	For

	THE STATUTORY FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013 AND THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013)		
5.2	TO APPROVE THE STATUTORY FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013	Management	For
5.3	TO APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013	Management	For
6.	TO RELEASE THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS OF TE CONNECTIVITY FOR ACTIVITIES DURING THE FISCAL YEAR ENDED SEPTEMBER 27, 2013	Management	For
7.1	TO ELECT DELOITTE & TOUCHE LLP AS TE CONNECTIVITY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014	Management	For
7.2	TO ELECT DELOITTE AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SWISS REGISTERED AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY	Management	For
7.3	TO ELECT PRICEWATERHOUSECOOPERS AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SPECIAL AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF	Management	For

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

8.	TE CONNECTIVITY AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
9.	TO APPROVE THE APPROPRIATION OF AVAILABLE EARNINGS FOR FISCAL YEAR 2013	Management	For	For
10.	TO APPROVE A DIVIDEND PAYMENT TO SHAREHOLDERS IN A SWISS FRANC AMOUNT EQUAL TO US 1.16 PER ISSUED SHARE TO BE PAID IN FOUR EQUAL QUARTERLY INSTALLMENTS OF US 0.29 STARTING WITH THE THIRD FISCAL QUARTER OF 2014 AND ENDING IN THE SECOND FISCAL QUARTER OF 2015 PURSUANT TO THE TERMS OF THE DIVIDEND RESOLUTION	Management	For	For
11.	TO APPROVE AN AUTHORIZATION RELATING TO TE CONNECTIVITY'S SHARE REPURCHASE PROGRAM	Management	For	For
12.	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	For
13.	TO APPROVE ANY ADJOURNMENTS OR POSTPONEMENTS OF THE ANNUAL GENERAL MEETING	Management	For	For

TE CONNECTIVITY LTD

Security	H84989104	Meeting Type	Annual
Ticker Symbol	TEL	Meeting Date	04-Mar-2014
ISIN	CH0102993182	Agenda	933924804 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PIERRE R. BRONDEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: JUERGEN W. GROMER	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM A. JEFFREY	Management	For	For
1D.		Management	For	For

	ELECTION OF DIRECTOR: THOMAS J. LYNCH		
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
1L.	ELECTION OF DIRECTOR: LAURA H. WRIGHT	Management	For
2.	TO ELECT THOMAS J. LYNCH AS THE CHAIRMAN OF THE BOARD OF DIRECTORS	Management	For
3A.	TO ELECT THE INDIVIDUAL MEMBER OF THE MANAGEMENT DEVELOPMENT & COMPENSATION COMMITTEE: DANIEL J. PHELAN	Management	For
3B.	TO ELECT THE INDIVIDUAL MEMBER OF THE MANAGEMENT DEVELOPMENT & COMPENSATION COMMITTEE: PAULA A. SNEED	Management	For
3C.	TO ELECT THE INDIVIDUAL MEMBER OF THE MANAGEMENT DEVELOPMENT & COMPENSATION COMMITTEE: DAVID P. STEINER	Management	For
4.	TO ELECT DR. JVO GRUNDLER, OF ERNST & YOUNG LTD., OR ANOTHER INDIVIDUAL REPRESENTATIVE OF ERNST & YOUNG LTD. IF DR. GRUNDLER IS UNABLE TO SERVE AT THE MEETING, AS THE INDEPENDENT PROXY	Management	For

- TO APPROVE THE 2013 ANNUAL REPORT OF TE CONNECTIVITY LTD. (EXCLUDING THE STATUTORY FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013 AND THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013)
- 5.1 Management For For
- TO APPROVE THE STATUTORY FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013
- 5.2 Management For For
- TO APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 27, 2013
- 5.3 Management For For
- TO RELEASE THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS OF TE CONNECTIVITY FOR ACTIVITIES DURING THE FISCAL YEAR ENDED SEPTEMBER 27, 2013
6. Management For For
- TO ELECT DELOITTE & TOUCHE LLP AS TE CONNECTIVITY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014
- 7.1 Management For For
- TO ELECT DELOITTE AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SWISS REGISTERED AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY
- 7.2 Management For For
- TO ELECT PRICEWATERHOUSECOOPERS AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SPECIAL AUDITOR
- 7.3 Management For For

	UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY			
8.	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
9.	TO APPROVE THE APPROPRIATION OF AVAILABLE EARNINGS FOR FISCAL YEAR 2013	Management	For	For
10.	TO APPROVE A DIVIDEND PAYMENT TO SHAREHOLDERS IN A SWISS FRANC AMOUNT EQUAL TO US 1.16 PER ISSUED SHARE TO BE PAID IN FOUR EQUAL QUARTERLY INSTALLMENTS OF US 0.29	Management	For	For
11.	STARTING WITH THE THIRD FISCAL QUARTER OF 2014 AND ENDING IN THE SECOND FISCAL QUARTER OF 2015 PURSUANT TO THE TERMS OF THE DIVIDEND RESOLUTION TO APPROVE AN AUTHORIZATION RELATING TO TE CONNECTIVITY'S SHARE REPURCHASE PROGRAM	Management	For	For
12.	TO APPROVE A REDUCTION OF SHARE CAPITAL FOR SHARES ACQUIRED UNDER TE CONNECTIVITY'S SHARE REPURCHASE	Management	For	For
13.	PROGRAM AND RELATED AMENDMENTS TO THE ARTICLES OF ASSOCIATION TO APPROVE ANY ADJOURNMENTS OR POSTPONEMENTS OF THE ANNUAL GENERAL MEETING	Management	For	For

TYCO INTERNATIONAL LTD.

Security	H89128104	Meeting Type	Annual
Ticker Symbol	TYC	Meeting Date	05-Mar-2014
ISIN	CH0100383485	Agenda	933916491 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO APPROVE THE ANNUAL REPORT, THE PARENT COMPANY FINANCIAL STATEMENTS	Management	For	For

OF TYCO INTERNATIONAL LTD AND
THE
CONSOLIDATED FINANCIAL
STATEMENTS
FOR THE FISCAL YEAR ENDED
SEPTEMBER
27, 2013

TO DISCHARGE THE BOARD OF
DIRECTORS

2.	FROM LIABILITY FOR THE FINANCIAL YEAR ENDED SEPTEMBER 27, 2013	Management	For	For
3A.	ELECTION OF DIRECTOR: EDWARD D. BREEN	Management	For	For
3B.	ELECTION OF DIRECTOR: HERMAN E. BULLS	Management	For	For
3C.	ELECTION OF DIRECTOR: MICHAEL E. DANIELS	Management	For	For
3D.	ELECTION OF DIRECTOR: FRANK M. DRENDEL	Management	For	For
3E.	ELECTION OF DIRECTOR: BRIAN DUPERREALT	Management	For	For
3F.	ELECTION OF DIRECTOR: RAJIV L. GUPTA	Management	For	For
3G.	ELECTION OF DIRECTOR: GEORGE OLIVER	Management	For	For
3H.	ELECTION OF DIRECTOR: BRENDAN R. O'NEILL	Management	For	For
3I.	ELECTION OF DIRECTOR: JURGEN TINGGREN	Management	For	For
3J.	ELECTION OF DIRECTOR: SANDRA S. WIJNBERG	Management	For	For
3K.	ELECTION OF DIRECTOR: R. DAVID YOST	Management	For	For
4.	TO ELECT EDWARD D. BREEN AS CHAIR OF THE BOARD OF DIRECTORS TO ELECT RAJIV L. GUPTA AS MEMBER OF	Management	For	For
5A.	THE COMPENSATION AND HUMAN RESOURCES COMMITTEE TO ELECT SANDRA S. WIJNBERG AS MEMBER OF THE COMPENSATION AND	Management	For	For
5B.	HUMAN RESOURCES COMMITTEE TO ELECT R. DAVID YOST AS MEMBER OF	Management	For	For
5C.	THE COMPENSATION AND HUMAN RESOURCES COMMITTEE	Management	For	For
6A.	TO ELECT DELOITTE AG (ZURICH) AS STATUTORY AUDITORS UNTIL THE	Management	For	For

	NEXT ANNUAL GENERAL MEETING TO RATIFY APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
6B.	FOR PURPOSES OF UNITED STATES SECURITIES LAW REPORTING FOR THE YEAR ENDING SEPTEMBER 26, 2014 TO ELECT PRICEWATERHOUSECOOPERS AG (ZURICH) AS SPECIAL AUDITORS UNTIL THE NEXT ANNUAL GENERAL MEETING	Management	For	For
6C.	TO ELECT BRATSCHI, WIEDERKEHR & BUOB AS THE INDEPENDENT PROXY TO APPROVE THE ALLOCATION OF FISCAL YEAR 2013 RESULTS	Management	For	For
7.	TO APPROVE THE PAYMENT OF AN ORDINARY CASH DIVIDEND IN AN AMOUNT OF UP TO \$0.72 PER SHARE OUT OF TYCO'S CAPITAL CONTRIBUTION RESERVE IN ITS STATUTORY ACCOUNTS	Management	For	For
8.	TO CAST A NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
9.				
10.				

AMERISOURCEBERGEN CORPORATION

Security	03073E105	Meeting Type	Annual
Ticker Symbol	ABC	Meeting Date	06-Mar-2014
ISIN	US03073E1055	Agenda	933915449 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEVEN H. COLLIS	Management	For	For
1B.	ELECTION OF DIRECTOR: DOUGLAS R. CONANT	Management	For	For
1C.	ELECTION OF DIRECTOR: RICHARD W. GOCHNAUER	Management	For	For
1D.	ELECTION OF DIRECTOR: RICHARD C. GOZON	Management	For	For
1E.		Management	For	For

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

	ELECTION OF DIRECTOR: LON R. GREENBERG			
1F.	ELECTION OF DIRECTOR: EDWARD E. HAGENLOCKER	Management	For	For
1G.	ELECTION OF DIRECTOR: JANE E. HENNEY, M.D.	Management	For	For
1H.	ELECTION OF DIRECTOR: KATHLEEN W. HYLE	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL J. LONG	Management	For	For
1J.	ELECTION OF DIRECTOR: HENRY W. MCGEE	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF THE AMERISOURCEBERGEN CORPORATION OMNIBUS INCENTIVE PLAN.	Management	Against	Against
5.	APPROVAL OF THE AMENDMENT OF AMERISOURCEBERGEN'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION.	Management	For	For

NAVISTAR INTERNATIONAL CORPORATION

Security	63934E108	Meeting Type	Annual
Ticker Symbol	NAV	Meeting Date	10-Mar-2014
ISIN	US63934E1082	Agenda	933918041 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 TROY A. CLARKE		For	For
	2 JOHN D. CORRENTI		For	For
	3 MICHAEL N. HAMMES		For	For
	4 VINCENT J. INTRIERI		For	For
	5 JAMES H. KEYES		For	For
	6 GENERAL S.A. MCCHRYSTAL		For	For
	7 SAMUEL J. MERKSAMER		For	For
	8 MARK H. RACHESKY		For	For
	9 MICHAEL F. SIRIGNANO		For	For
2.	VOTE TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT	Management	For	For

- REGISTERED
PUBLIC ACCOUNTING FIRM.
3. ADVISORY VOTE ON EXECUTIVE
COMPENSATION. Management Abstain Against
STOCKHOLDER PROPOSAL
REQUESTING
4. THE BOARD OF DIRECTORS REDEEM
THE Shareholder For
RIGHTS ISSUED PURSUANT TO THE
RIGHTS
AGREEMENT DATED JUNE 19, 2012.

NATIONAL FUEL GAS COMPANY

Security	636180101	Meeting Type	Annual
Ticker Symbol	NFG	Meeting Date	13-Mar-2014
ISIN	US6361801011	Agenda	933918104 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RONALD W. JIBSON		For	For
	2 JEFFREY W. SHAW		For	For
	3 RONALD J. TANSKI		For	For

2.	VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS OUR	Management	For	For
	REGISTERED PUBLIC ACCOUNTING FIRM			

3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	STOCKHOLDER PROPOSAL	Shareholder	Against	For

THE ADT CORPORATION

Security	00101J106	Meeting Type	Annual
Ticker Symbol	ADT	Meeting Date	13-Mar-2014
ISIN	US00101J1060	Agenda	933918142 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: THOMAS COLLIGAN	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD DALY	Management	For	For
1C.	ELECTION OF DIRECTOR: TIMOTHY DONAHUE	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT DUTKOWSKY	Management	For	For
1E.	ELECTION OF DIRECTOR: BRUCE GORDON	Management	For	For
1F.	ELECTION OF DIRECTOR: NAREN GURSAHANEY	Management	For	For
1G.	ELECTION OF DIRECTOR: BRIDGETTE HELLER	Management	For	For

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

1H.	ELECTION OF DIRECTOR: KATHLEEN HYLE TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS ADT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014. TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF ADT'S NAMED EXECUTIVE OFFICERS.	Management	For	For
2.		Management	For	For
3.		Management	Abstain	Against

KOREA ELECTRIC POWER CORPORATION

Security	500631106	Meeting Type	Special
Ticker Symbol	KEP	Meeting Date	14-Mar-2014
ISIN	US5006311063	Agenda	933930085 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	ELECTION OF A STANDING DIRECTOR: MR. KOO, BON-WOO	Management	For	For
2A.	ELECTION OF NON-STANDING DIRECTOR AS MEMBER OF THE AUDIT COMMITTEE: MR. CHO, JEON-HYEOK	Management	For	For
2B.	ELECTION OF NON-STANDING DIRECTOR AS MEMBER OF THE AUDIT COMMITTEE: MR. CHOI, GYO-II	Management	For	For

THE COOPER COMPANIES, INC.

Security	216648402	Meeting Type	Annual
Ticker Symbol	COO	Meeting Date	17-Mar-2014
ISIN	US2166484020	Agenda	933920325 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: A. THOMAS BENDER	Management	For	For
1B	ELECTION OF DIRECTOR: MICHAEL H. KALKSTEIN	Management	For	For
1C	ELECTION OF DIRECTOR: JODY S. LINDELL	Management	For	For
1D	ELECTION OF DIRECTOR: GARY S. PETERSMEYER	Management	For	For
1E	ELECTION OF DIRECTOR: STEVEN ROSENBERG	Management	For	For
1F		Management	For	For

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

	ELECTION OF DIRECTOR: ALLAN E. RUBENSTEIN, M.D.			
1G	ELECTION OF DIRECTOR: ROBERT S. WEISS	Management	For	For
1H	ELECTION OF DIRECTOR: STANLEY ZINBERG, M.D.	Management	For	For
	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COOPER COMPANIES, INC. FOR THE FISCAL YEAR ENDING OCTOBER 31, 2014	Management	For	For
02				
03	AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT	Management	Abstain	Against

COVIDIEN PLC

Security	G2554F113	Meeting Type	Annual
Ticker Symbol	COV	Meeting Date	19-Mar-2014
ISIN	IE00B68SQD29	Agenda	933918128 - Management

Item	Proposal	Type	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: JOSE E. ALMEIDA	Management	For	For
1B)	ELECTION OF DIRECTOR: JOY A. AMUNDSON	Management	For	For
1C)	ELECTION OF DIRECTOR: CRAIG ARNOLD	Management	For	For
1D)	ELECTION OF DIRECTOR: ROBERT H. BRUST	Management	For	For
1E)	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	Management	For	For
1F)	ELECTION OF DIRECTOR: RANDALL J. HOGAN, III	Management	For	For
1G)	ELECTION OF DIRECTOR: MARTIN D. MADAUS	Management	For	For
1H)	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For	For
1I)	ELECTION OF DIRECTOR: STEPHEN H. RUSCKOWSKI	Management	For	For
1J)	ELECTION OF DIRECTOR: JOSEPH A. ZACCAGNINO	Management	For	For
2)	APPROVE, IN A NON-BINDING ADVISORY	Management	For	For

	VOTE, THE APPOINTMENT OF THE INDEPENDENT AUDITORS AND AUTHORIZE, IN A BINDING VOTE, THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION. APPROVE, IN A NON-BINDING ADVISORY			
3)	VOTE, THE COMPENSATION OF NAMED EXECUTIVE OFFICERS. AUTHORIZE THE COMPANY AND/OR ANY	Management	Abstain	Against
4)	SUBSIDIARY TO MAKE MARKET PURCHASES OF COMPANY SHARES. DETERMINE THE PRICE RANGE AT WHICH	Management	For	For
S5)	THE COMPANY CAN REISSUE SHARES IT HOLDS AS TREASURY SHARES. RENEW THE DIRECTORS' AUTHORITY	Management	For	For
6)	TO ISSUE SHARES. RENEW THE DIRECTORS' AUTHORITY TO	Management	For	For
S7)	ISSUE SHARES FOR CASH WITHOUT FIRST OFFERING THEM TO EXISTING SHAREHOLDERS.	Management	Against	Against

SULZER AG, WINTERTHUR

Security	H83580284	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	20-Mar-2014
ISIN	CH0038388911	Agenda	704980362 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE REQUESTS-ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE REGISTRATION O-F SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT FOR MEETINGS OF-THIS	Non-Voting		

TYPE THAT THE SHARES ARE REGISTERED AND MOVED TO A REGISTERED LOCATION AT-THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPO-N RECEIPT OF THE VOTE INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED-ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE TRADING OF SHARES, ANY THAT ARE-REGISTERED MUST BE FIRST DEREGISTERED IF REQUIRED FOR SETTLEMENT. DEREGISTRATION CAN AFFECT THE VOTING RIGHTS OF THOSE SHARES. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE.

1.1	Annual report, annual accounts and consolidated financial statements 2013, reports of the auditors	Management	No Action
1.2	Advisory vote on the compensation report 2013	Management	No Action
2	Approve allocation of income and dividends of 3.20 CHF per share	Management	No Action
3	Approve discharge of board and senior management	Management	No Action
4	Revision of the articles of association (amendments due to changes of Swiss Corporate Law)	Management	No Action
5.1	Re-election of Mr. Thomas Glanzmann as member of the board of directors	Management	No Action
5.2	Re-election of Mrs. Jill Lee as member of the board of directors	Management	No Action
5.3	Re-election of Mr. Marco Musetti as member of	Management	No Action

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

	the board of directors		
5.4	Re-election of Mr. Luciano Respini as member of the board of directors	Management	No Action
5.5	Re-election of Mr. Klaus Sturany as member of the board of directors	Management	No Action
5.6	Election of Mr. Peter Loescher as new member and chairman of the board of directors	Management	No Action
5.7	Election of Mr. Matthias Bichsel as new member of the board of directors	Management	No Action
6.1	Election of Mr. Thomas Glanzmann as member of the remuneration committee	Management	No Action
6.2	Election of Mr. Marco Musetti as member of the remuneration committee	Management	No Action
6.3	Election of Mr. Luciano Respini as member of the remuneration committee	Management	No Action
7	Re-election of the auditors KPMG AG, Zurich	Management	No Action
8	Election of the Independent Proxy: Proxy Voting Services GmbH, Zurich	Management	No Action
9	In the case of ad-hoc/Miscellaneous shareholder motions proposed during the general meeting, I authorize my proxy to act as follows in accordance with the board of directors	Management	No Action

CHINA MENGNIU DAIRY CO LTD

Security	G21096105	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	20-Mar-2014
ISIN	KYG210961051	Agenda	705002335 - Management

Item	Proposal	Type	Vote	For/Against Management
	PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CMMT CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0305/LTN20140305552.pdf -AND- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0305/LTN20140305640.pdf	Non-Voting		
CMMT		Non-Voting		

PLEASE NOTE THAT SHAREHOLDERS
ARE
ALLOWED TO VOTE 'IN FAVOR' OR
'AGAINST'
FOR-RESOLUTION 1, ABSTAIN IS NOT
A
VOTING OPTION ON THIS MEETING

(a) To approve, confirm and ratify the
Whitewash
Waiver (as defined in the circular of the
Company
dated March 5, 2014 (the "Circular"))
granted or
to be granted by the Executive (as defined in
the
Circular) to the Concert Group (as defined in
the
Circular), and to authorize any one director
of the
Company to do all such things and take all
such

1

action and execute all documents (including
the
affixation of the common seal of the
Company
where execution under seal is required) as
he/she may consider to be necessary or
desirable to implement any of the matters
relating
to or incidental to the Whitewash Waiver (as
defined in the Circular); (b) to approve,
confirm
and ratify the Subscription Agreement (as
defined
in the Circular) and the Specific Mandate (as
defined in the Circular), and to authorize any
one
director of the CONTD

Management For

For

CONTD Company to do all such things and Non-Voting
take
all such action and execute all-documents
(including the affixation of the common seal
of
the Company where-execution under seal is
required) as he/she may consider to be
necessary or-desirable to implement any of
the
matters relating to or incidental to the-
Subscription Agreement (as defined in the
Circular) and the Specific Mandate-(as
defined in

the Circular), and further to approve any changes and-amendments thereto as he/she may consider necessary, desirable or-appropriate; and (c) to authorize any one director of the Company to do all-such acts and things and execute such documents (including the affixation

of-the common seal of the Company where execution under seal is required) and-take all steps which, in his/her opinion deemed necessary, desirable or-expedient to CONTD CONTD implement and/or effect the transactions

contemplated under the-Whitewash Waiver (as

CONT defined in the Circular), the Subscription Agreement (as-defined in the Circular) and the Specific Mandate (as defined in the-Circular) for and on behalf of the Company

MALLINCKRODT PLC

Security G5785G107

Ticker Symbol MNK

ISIN IE00BBGT3753

Meeting Type

Meeting Date

Agenda

Annual

20-Mar-2014

933920286 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MELVIN D. BOOTH	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID R. CARLUCCI	Management	For	For
1C.	ELECTION OF DIRECTOR: J. MARTIN CARROLL	Management	For	For
1D.	ELECTION OF DIRECTOR: DIANE H. GULYAS	Management	For	For
1E.	ELECTION OF DIRECTOR: NANCY S. LURKER	Management	For	For
1F.	ELECTION OF DIRECTOR: JOANN A. REED	Management	For	For
1G.	ELECTION OF DIRECTOR: MARK C. TRUDEAU	Management	For	For
1H.	ELECTION OF DIRECTOR: KNEELAND C. YOUNGBLOOD, M.D.	Management	For	For
1I.	ELECTION OF DIRECTOR: JOSEPH A. ZACCAGNINO	Management	For	For
2.	ADVISORY NON-BINDING VOTE TO APPROVE THE APPOINTMENT OF THE	Management	For	For

INDEPENDENT
AUDITORS AND A BINDING VOTE TO
AUTHORIZE THE AUDIT COMMITTEE
TO SET
THE AUDITORS' REMUNERATION.
ADVISORY VOTE TO APPROVE

3. EXECUTIVE COMPENSATION. Management Abstain Against

AUTHORIZE THE COMPANY AND/OR
ANY

5. SUBSIDIARY TO MAKE MARKET PURCHASES OF COMPANY SHARES. Management For For

AUTHORIZE THE PRICE RANGE AT
WHICH
THE COMPANY CAN REISSUE SHARES

S6. IT HOLDS AS TREASURY SHARES. Management For For

(SPECIAL
RESOLUTION)

AN ADVISORY VOTE ON THE
FREQUENCY
OF EXECUTIVE COMPENSATION
VOTES.

4. Management Abstain Against

TWENTY-FIRST CENTURY FOX, INC.

Security	90130A200	Meeting Type	Special
Ticker Symbol	FOX	Meeting Date	21-Mar-2014
ISIN	US90130A2006	Agenda	933920894 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1.	PROPOSAL TO APPROVE THE COMPANY MAKING A REQUEST FOR REMOVAL OF ITS FULL FOREIGN LISTING FROM THE AUSTRALIAN SECURITIES EXCHANGE.	Management	For	For
----	---	------------	-----	-----

2.	CITIZENSHIP CERTIFICATION - PLEASE MARK "YES" IF THE STOCK IS OWNED OF RECORD OR BENEFICIALLY BY A U.S. STOCKHOLDER, OR MARK "NO" IF SUCH STOCK IS OWNED OF RECORD OR BENEFICIALLY BY A NON-U.S. STOCKHOLDER. (PLEASE REFER TO APPENDIX A OF THE PROXY STATEMENT FOR ADDITIONAL GUIDANCE.) IF YOU	Management	For	
----	---	------------	-----	--

DO
 NOT PROVIDE A RESPONSE TO THIS
 ITEM 2,
 YOU WILL BE DEEMED TO BE A
 NON-U.S.
 STOCKHOLDER AND THE SHARES
 WILL BE
 SUBJECT TO THE SUSPENSION OF
 VOTING
 RIGHTS UNLESS YOU ARE A
 STOCKHOLDER
 OF RECORD AS OF THE ... (DUE TO
 SPACE
 LIMITS, SEE PROXY STATEMENT FOR
 FULL
 PROPOSAL)

BEAM INC.

Security	073730103	Meeting Type	Special
Ticker Symbol	BEAM	Meeting Date	25-Mar-2014
ISIN	US0737301038	Agenda	933926050 - Management

Item	Proposal	Type	Vote	For/Against Management
1	THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 12, 2014 AND AS AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG SUNTORY HOLDINGS LIMITED, A JAPANESE CORPORATION ("SUNTORY HOLDINGS"), SUS MERGER SUB LIMITED, A DELAWARE CORPORATION AND WHOLLY-OWNED SUBSIDIARY OF SUNTORY HOLDINGS, AND BEAM INC., A DELAWARE CORPORATION ("BEAM")	Management	For	For
2	THE PROPOSAL TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO BEAM'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON	Management	Abstain	Against

OR OTHERWISE RELATES TO THE
 MERGER
 CONTEMPLATED BY THE MERGER
 AGREEMENT
 THE PROPOSAL TO ADJOURN THE
 SPECIAL
 MEETING TO A LATER DATE OR TIME
 IF
 NECESSARY OR APPROPRIATE,
 INCLUDING
 TO SOLICIT ADDITIONAL PROXIES IN
 FAVOR
 OF THE PROPOSAL TO ADOPT THE
 MERGER
 AGREEMENT IF THERE ARE
 INSUFFICIENT
 VOTES AT THE TIME OF THE SPECIAL
 MEETING TO ADOPT THE MERGER
 AGREEMENT

3 Management For For

UNS ENERGY CORPORATION

Security	903119105	Meeting Type	Special
Ticker Symbol	UNS	Meeting Date	26-Mar-2014
ISIN	US9031191052	Agenda	933926416 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	<p>TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 11, 2013, BY AND AMONG FORTISUS INC., COLOR ACQUISITION SUB INC., A WHOLLY OWNED SUBSIDIARY OF FORTISUS INC., FORTIS INC. (SOLELY FOR PURPOSES OF CERTAIN PROVISIONS THEREOF), AND UNS ENERGY CORPORATION, AS IT MAY BE AMENDED FROM TIME TO TIME. TO APPROVE, ON AN ADVISORY, NON- BINDING BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO</p>	Management	For	For
2.	<p>NAMED EXECUTIVE OFFICERS OF UNS ENERGY CORPORATION THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.</p>	Management	Abstain	Against

TO ADJOURN THE SPECIAL MEETING
TO A
LATER DATE OR TIME, IF NECESSARY
OR
APPROPRIATE, TO SOLICIT
ADDITIONAL

3. 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 For

PORTUGAL TELECOM SGPS SA, LISBONNE

Security	X6769Q104	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	27-Mar-2014
ISIN	PTPTC0AM0009	Agenda	704993143 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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.

CMMT ADDITIONALLY, PORTUGUESE LAW DOES NOT PERMIT Non-Voting

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.

CMMT PLEASE NOTE THAT FIVE HUNDRED SHARES CORRESPOND TO ONE VOTE. Non-Voting

THANKS YOU

- 1 To deliberate on the participation in the Capital Management No Action

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

Increase of Oi, S.A. through the contribution of assets representing all of the operating assets held by the Portugal Telecom Group and the related liabilities, with the exception of the shares of Oi, the shares of Contax Participacoes, S.A.

And the shares of Bratel BV held directly or indirectly by PT

EDISON SPA, MILANO

Security T3552V114

Ticker Symbol

ISIN IT0003152417

Meeting Type

Meeting Date

Agenda

Ordinary General Meeting

28-Mar-2014

704978064 - Management

Item	Proposal	Type	Vote	For/Against Management
	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:- https://materials.proxyvote.com/Approved/99999/Z/19840101/NPS_193566.PDF PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 29 MAR 2014.	Non-Voting		
CMMT	CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL-REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.	Non-Voting		
1	Balance sheet as of 31 December 2013	Management	For	For
2	Resolutions concerning profit allocation	Management	For	For
3	Consultation on the first item of the Remuneration Report	Management	For	For
4	Appointment of the Internal Auditors and their Chairman	Management	For	For
5	Determination of the Internal Auditors and their Chairman's emolument	Management	For	For

SUNTORY BEVERAGE & FOOD LIMITED

Security J78186103

Ticker Symbol

ISIN JP3336560002

Meeting Type

Meeting Date

Agenda

Annual General Meeting

28-Mar-2014

705000038 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

	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
3	Appoint a Substitute Corporate Auditor	Management	For

IBERDROLA SA

Security	450737101	Meeting Type	Annual
Ticker Symbol	IBDRY	Meeting Date	28-Mar-2014
ISIN	US4507371015	Agenda	933929335 - Management

Item	Proposal	Type	Vote	For/Against Management
1	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	For
2	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	For
3	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	For
4	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	For
5	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED	Management	For	For

6A	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	Management	For	For
6B	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	Management	For	For
7	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	Management	For	For
8	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	Management	For	For
9	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	Management	For	For
10A	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	Management	For	For
10B	<p>PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS'</p>	Management	For	For

11	MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	For
12	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	For
13	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	For

REPSOL S.A.

Security	76026T205	Meeting Type	Annual
Ticker Symbol	REPY	Meeting Date	28-Mar-2014
ISIN	US76026T2050	Agenda	933939110 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE ANNUAL FINANCIAL STATEMENTS AND MANAGEMENT REPORT OF REPSOL, S.A., THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED MANAGEMENT REPORT, FOR FISCAL YEAR ENDED 31 DECEMBER 2013, AND APPROVAL OF THE PROPOSAL FOR THE ALLOCATION OF PROFITS.	Management	For	For
2.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE MANAGEMENT OF THE BOARD OF DIRECTORS OF REPSOL, S.A. DURING 2013.	Management	For	For
3.		Management	For	For

APPOINTMENT OF THE ACCOUNTS
AUDITOR
OF REPSOL, S.A. AND ITS
CONSOLIDATED
GROUP FOR FISCAL YEAR 2014.
SUBMISSION FOR RATIFICATION OF
THE
GENERAL SHAREHOLDERS' MEETING
OF
THE CONVENIO DE SOLUCION
AMIGABLE Y
AVENIMIENTO DE EXPROPRIACION
EXECUTED BETWEEN REPSOL, S.A.
AND

- | | | | | |
|----|--|------------|-----|-----|
| 4. | <p>THE REPUBLIC OF ARGENTINA,
ADDRESSED
TO END THE CONTROVERSY OVER
THE
EXPROPRIATION OF THE
CONTROLLING
STAKE OF REPSOL, S.A. AND ITS
SUBSIDIARIES IN YPF, S.A. AND YPF
GAS,
S.A.
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</p> | Management | For | For |
| 5. | <p>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.</p> | Management | For | For |
| 6. | <p>SECOND CAPITAL INCREASE IN AN
AMOUNT
DETERMINABLE PURSUANT TO THE
TERMS
OF THE RESOLUTION, BY ISSUING
NEW</p> | Management | For | For |

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. APPROVAL OF A REDUCTION IN SHARE CAPITAL BY MEANS OF THE ACQUISITION OF TREASURY SHARES REPRESENTING A MAXIMUM OF 2.05% OF THE SHARE CAPITAL THROUGH A BUY-BACK PROGRAMME, FOR THE RETIREMENT THEREOF, WITH A MAXIMUM INVESTMENT IN TREASURY SHARES OF 500 MILLION EURO.

- | | | | | |
|----|--|------------|-----|-----|
| 7. | DELEGATION OF POWERS TO THE BOARD, WITH THE EXPRESS POWER OF SUBSTITUTION, INCLUDING, AMONG OTHERS, THE POWERS TO AMEND ARTICLE 5 AND 6 OF BY-LAWS, RELATED TO SHARE CAPITAL AND SHARES, AND TO APPLY FOR DELISTING OF RETIRED SHARES AND FOR REMOVAL THEREOF FROM THE BOOK-ENTRY REGISTERS. | Management | For | For |
| 8. | AMENDMENT WITH THE AIM OF STRENGTHENING THE INTEGRATED DEVELOPMENT OF THE EXPLORATION AND PRODUCTION (UPSTREAM) AND | Management | For | For |

	<p>REFINING AND MARKETING (DOWNSTREAM) BUSINESSES. AMENDMENTS OF ARTICLES 15 ("SHAREHOLDERS' MEETING") AND 22 ("SPECIAL RESOLUTIONS, QUORUMS AND VOTING MAJORITIES") OF THE BY-LAWS AND ARTICLES 3 ("POWERS OF THE GENERAL MEETING") AND 13 ("DEBATE AND ADOPTION OF RESOLUTIONS") OF THE REGULATIONS OF THE SHAREHOLDERS' MEETING. AMENDMENT WITH THE AIM OF STRENGTHENING THE REGULATIONS OF THE NOMINATION AND COMPENSATION COMMITTEE. ADDITION OF A NEW</p>	<p>Management</p>	<p>For</p>
<p>9.</p>	<p>ARTICLE 39 BIS AND AMENDMENT OF ARTICLE 37 ("COMMITTEES OF THE BOARD") OF THE BY- LAWS. AMENDMENT RELATED TO THE STATUTORY REGULATION OF THE INTERIM DIVIDEND, IN</p>	<p>Management</p>	<p>For</p>
<p>10.</p>	<p>ORDER TO PERMIT THE POSSIBILITY OF ITS PAYMENT IN KIND. AMENDMENT OF ARTICLE 53 ("INTERIM DIVIDENDS") OF THE BY-LAWS.</p>	<p>Management</p>	<p>For</p>
<p>11.</p>	<p>AMENDMENT CONCERNING REGULATION OF THE ISSUING OF ATTENDANCE, PROXY AND DISTANCE VOTING CARDS FOR GENERAL SHAREHOLDERS' MEETINGS. AMENDMENT OF ARTICLE 23 ("RIGHT TO ATTEND AND VOTE") OF THE BY-LAWS AND OF ARTICLES 5 ("NOTICE OF CALL")</p>	<p>Management</p>	<p>For</p>

- AND 7
 ("RIGHT TO ATTEND AND VOTE") OF
 THE
 REGULATIONS OF THE
 SHAREHOLDERS'
 MEETING.
 AMENDMENT IN ORDER TO ADAPT
 ARTICLE
 45 BIS OF THE BY-LAWS, RELATED TO
 THE
 REPORT ON THE REMUNERATION
 POLICY,
 TO THE LEGAL NAME OF THE
 REPORT.
- | | | | | |
|-----|---|------------|---------|---------|
| 12. | AMENDMENT OF ARTICLE 45 BIS
("REPORT
ON THE REMUNERATION POLICY FOR
DIRECTORS") OF THE BY-LAWS. | Management | For | For |
| 13. | RE-ELECTION OF MS. PAULINA BEATO
BLANCO AS DIRECTOR. | Management | For | For |
| 14. | RE-ELECTION OF MR. ARTUR
CARULLA
FONT AS DIRECTOR. | Management | For | For |
| 15. | RE-ELECTION OF MR. JAVIER
ECHENIQUE
LANDIRIBAR AS DIRECTOR. | Management | For | For |
| 16. | RE-ELECTION OF MR. HENRI PHILIPPE
REICHSTUL AS DIRECTOR. | Management | For | For |
| 17. | RE-ELECTION OF PEMEX
INTERNACIONAL
ESPANA, S.A. AS DIRECTOR. | Management | For | For |
| 18. | ADVISORY VOTE ON THE REPORT ON
THE
REMUNERATION POLICY FOR
DIRECTORS
OF REPSOL, S.A. FOR 2013. | Management | For | For |
| 19. | DELEGATION TO THE BOARD, WITHIN
THE
PROVISIONS OF ARTICLE 297.1.B) OF
THE
COMPANIES ACT, OF THE POWER TO
RESOLVE THE INCREASE OF THE
CAPITAL
STOCK, ONCE OR ON SEVERAL
OCCASIONS
AND AT ANY TIME WITHIN A PERIOD
OF FIVE
YEARS, THROUGH MONETARY
CONTRIBUTIONS, UP TO THE
NOMINAL
MAXIMUM AMOUNT OF 662,258,010 | Management | Against | Against |

EUROS,
LEAVING WITHOUT EFFECT, IN THE
PART
NOT USED, THE SECOND RESOLUTION
APPROVED BY THE GENERAL
SHAREHOLDERS' MEETING HELD ON
APRIL
30, 2010, UNDER THE SEVENTH POINT
OF
THE AGENDA, ALL AS MORE FULLY
DESCRIBED IN THE PROXY
STATEMENT.

AUTHORIZATION TO THE BOARD OF
DIRECTORS, WITH EXPRESS POWER
OF
DELEGATION, FOR THE DERIVATIVE
ACQUISITION OF SHARES OF REPSOL,
S.A.,
DIRECTLY OR THROUGH
CONTROLLED
COMPANIES, WITHIN A PERIOD OF 5
YEARS

20.	FROM THE RESOLUTION OF THE SHAREHOLDERS' MEETING, LEAVING WITHOUT EFFECT, IN THE PART NOT USED, THE AUTHORIZATION GRANTED BY THE ANNUAL GENERAL SHAREHOLDERS' MEETING HELD ON APRIL 30, 2010 UNDER POINT SIXTH OF THE AGENDA. DELEGATION OF POWERS TO INTERPRET	Management	For	For
-----	--	------------	-----	-----

21.	RECTIFY AND FORMALIZE THE RESOLUTIONS ADOPTED BY THE GENERAL SHAREHOLDERS' MEETING.	Management	For	For
-----	--	------------	-----	-----

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	02-Apr-2014
ISIN	US71654V4086	Agenda	933947117 - Management

Item	Proposal	Type	Vote	For/Against Management
A1	MANAGEMENT REPORT AND FINANCIAL STATEMENTS, ACCOMPANIED BY THE OPINION OF THE AUDIT COMMITTEE, CONCERNING THE FISCAL YEAR	Management	For	For

	CLOSED ON DECEMBER 31ST, 2013.		
A2	CAPITAL BUDGET CONCERNING THE PERIOD OF 2014.	Management	For
A3	ALLOCATION OF THE RESULT OF THE PERIOD OF 2013.	Management	For
A4A	ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS: APPOINTED BY THE CONTROLLING SHAREHOLDERS.	Management	For
A4B	ELECTION OF THE MEMBER OF THE BOARD OF DIRECTORS: APPOINTED BY THE MINORITY SHAREHOLDERS: MAURO GENTILE RODRIGUES DA CUNHA.	Management	For
A5	ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS.	Management	For
A6A	ELECTION OF THE MEMBERS OF THE AUDIT COMMITTEE AND THEIR RESPECTIVE SUBSTITUTES: APPOINTED BY THE CONTROLLING SHAREHOLDERS.	Management	For
A6B	ELECTION OF THE MEMBERS OF THE AUDIT COMMITTEE AND THEIR RESPECTIVE SUBSTITUTES: APPOINTED BY THE MINORITY SHAREHOLDERS: REGINALDO FERREIRA ALEXANDRE & MARIO CORDEIRO FILHO (ALTERNATE).	Management	For
S1	FIXING OF THE MANAGERS' AND THE AUDITORS' COMPENSATION.	Management	For
S2	INCREASE OF THE CAPITAL STOCK UPON INCORPORATION OF THE FISCAL INCENTIVES RESERVE FORMED IN 2013, IN THE AMOUNT OF R\$ 21 MILLION, PURSUANT TO ARTICLE 35, PARAGRAPH 1, OF ORDINANCE NO. 2.091/07 OF THE STATE MINISTRY OF NATIONAL INTEGRATION, INCREASING THE CAPITAL STOCK FROM R\$ 205,411 MILLION TO R\$ 205,432 MILLION, NOT RESULTING IN MODIFICATION OF THE NUMBER OF COMMON AND	Management	For

PREFERRED
SHARES, PURSUANT TO ARTICLE 40,
ITEM
III, OF THE ARTICLES OF
INCORPORATION,
AND THE RESULTING AMENDMENT
OF
ARTICLE 4 OF THE REFERRED
ARTICLE OF
INCORPORATION.

S3	MERGER OF TERMOACU S.A. ("TERMOACU") INTO PETROBRAS	Management	For	For
S4	MERGER OF TERMOCEARA LTDA. ("TERMOCEARA") INTO PETROBRAS MERGER OF COMPANHIA LOCADORA DE	Management	For	For
S5	EQUIPAMENTOS PETROLIFEROS - CLEP ("CLEP") INTO PETROBRAS	Management	For	For

THE BANK OF NEW YORK MELLON CORPORATION

Security	064058100	Meeting Type	Annual
Ticker Symbol	BK	Meeting Date	08-Apr-2014
ISIN	US0640581007	Agenda	933937180 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RUTH E. BRUCH	Management	For	For
1B.	ELECTION OF DIRECTOR: NICHOLAS M. DONOFRIO	Management	For	For
1C.	ELECTION OF DIRECTOR: JEFFREY A. GOLDSTEIN	Management	For	For
1D.	ELECTION OF DIRECTOR: GERALD L. HASSELL	Management	For	For
1E.	ELECTION OF DIRECTOR: EDMUND F. KELLY	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD J. KOGAN	Management	For	For
1G.	ELECTION OF DIRECTOR: MICHAEL J. KOWALSKI	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN A. LUKE, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: MARK A. NORDENBERG	Management	For	For
1J.	ELECTION OF DIRECTOR: CATHERINE A. REIN	Management	For	For
1K.	ELECTION OF DIRECTOR: WILLIAM C. RICHARDSON	Management	For	For

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

1L.	ELECTION OF DIRECTOR: SAMUEL C. SCOTT III	Management	For	For
1M.	ELECTION OF DIRECTOR: WESLEY W. VON SCHACK	Management	For	For
2.	ADVISORY RESOLUTION TO APPROVE THE 2013 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	RATIFICATION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR 2014.	Management	For	For
4.	APPROVAL OF THE AMENDED AND RESTATED LONG-TERM INCENTIVE PLAN OF THE BANK OF NEW YORK MELLON CORPORATION.	Management	Against	Against
5.	STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT CHAIR.	Shareholder	Against	For

SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Security	806857108	Meeting Type	Annual
Ticker Symbol	SLB	Meeting Date	09-Apr-2014
ISIN	AN8068571086	Agenda	933927040 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PETER L.S. CURRIE	Management	For	For
1B.	ELECTION OF DIRECTOR: TONY ISAAC	Management	For	For
1C.	ELECTION OF DIRECTOR: K. VAMAN KAMATH	Management	For	For
1D.	ELECTION OF DIRECTOR: MAUREEN KEMPSTON DARKES	Management	For	For
1E.	ELECTION OF DIRECTOR: PAAL KIBSGAARD	Management	For	For
1F.	ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV	Management	For	For
1G.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Management	For	For
1H.	ELECTION OF DIRECTOR: LUBNA S. OLAYAN	Management	For	For
1I.	ELECTION OF DIRECTOR: LEO RAFAEL REIF	Management	For	For
1J.	ELECTION OF DIRECTOR: TORE I. SANDVOLD	Management	For	For
1K.	ELECTION OF DIRECTOR: HENRI SEYDOUX	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE	Management	Abstain	Against

- COMPENSATION.
 3. TO APPROVE THE COMPANY'S 2013 FINANCIAL STATEMENTS AND DECLARATIONS OF DIVIDENDS. Management For For
4. TO APPROVE THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. Management For For

NESTLE SA, CHAM UND VEVEY

Security	H57312649	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	10-Apr-2014
ISIN	CH0038863350	Agenda	705020763 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE REQUESTS-ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE REGISTRATION O-F SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT FOR MEETINGS OF-THIS TYPE THAT THE SHARES ARE REGISTERED AND MOVED TO A REGISTERED LOCATION AT-THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPO-N RECEIPT OF THE VOTE INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED-ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE TRADING OF SHARES, ANY THAT ARE-REGISTERED MUST BE FIRST DEREGISTERED IF REQUIRED FOR SETTLEMENT. DEREGISTRAT-ION CAN	Non-Voting		

AFFECT THE VOTING RIGHTS OF
THOSE
SHARES. IF YOU HAVE CONCERNS
REGARDI-NG YOUR ACCOUNTS,
PLEASE
CONTACT YOUR CLIENT
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 2013	Management	No Action
1.2	Acceptance of the Compensation Report 2013 (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 2013	Management	No Action
4	Revision of the Articles of Association. Adaptation to new Swiss Company Law	Management	No Action
5.1.1	Re-election to the Board of Directors: Mr Peter Brabeck-Letmathe	Management	No Action
5.1.2	Re-election to the Board of Directors: Mr Paul Bulcke	Management	No Action
5.1.3	Re-election to the Board of Directors: Mr Andreas Koopmann	Management	No Action
5.1.4	Re-election to the Board of Directors: Mr Rolf Hanggi	Management	No Action
5.1.5	Re-election to the Board of Directors: Mr Beat Hess	Management	No Action
5.1.6	Re-election to the Board of Directors: Mr Daniel Borel	Management	No Action
5.1.7	Re-election to the Board of Directors: Mr Steven G. Hoch	Management	No Action
5.1.8	Re-election to the Board of Directors: Ms Naina Lal Kidwai	Management	No Action
5.1.9	Re-election to the Board of Directors: Ms Titia de Lange	Management	No Action

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

5.110	Re-election to the Board of Directors: Mr Jean-Pierre Roth	Management	No Action
5.111	Re-election to the Board of Directors: Ms Ann M. Veneman	Management	No Action
5.112	Re-election to the Board of Directors: Mr Henri de Castries	Management	No Action
5.113	Re-election to the Board of Directors: Ms Eva Cheng	Management	No Action
5.2	Election of the Chairman of the Board of Directors: Mr Peter Brabeck-Letmathe	Management	No Action
5.3.1	Election of the member of the Compensation Committee: Mr Beat Hess	Management	No Action
5.3.2	Election of the member of the Compensation Committee: Mr Daniel Borel	Management	No Action
5.3.3	Election of the member of the Compensation Committee: Mr Andreas Koopmann	Management	No Action
5.3.4	Election of the member of the Compensation Committee: Mr Jean-Pierre Roth	Management	No Action
5.4	Re-election of the statutory auditors KPMG SA, Geneva branch	Management	No Action
5.5	Election of the Independent Representative Hartmann Dreyer, Attorneys-at-Law	Management	No Action
CMMT	In the event of a new or modified proposal by a shareholder during the General-Meeting, I instruct the independent representative to vote according to the following instruction: INSTRUCT "FOR" ON ONE RESOLUTION AMONG 6.1, 6.2 AND 6.3-TO SHOW WHICH VOTING OPTION YOU CHOOSE IN THE EVENT OF NEW OR MODIFIED PROPOSALS. INSTRUCT "CLEAR" ON THE REMAINING TWO RESOLUTIONS	Non-Voting	
6.1	Vote in accordance with the proposal of the Board of Directors	Management	No Action
6.2	Vote against the proposal of the Board of Directors	Shareholder	No Action
6.3	Abstain	Shareholder	No Action

BP P.L.C.

Security 055622104

Meeting Type

Annual

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

Ticker Symbol	BP	Meeting Date	10-Apr-2014
ISIN	US0556221044	Agenda	933938978 - Management

Item	Proposal	Type	Vote	For/Against Management
1	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS.	Management	For	For
2	TO RECEIVE AND APPROVE THE DIRECTORS' REMUNERATION REPORT.	Management	For	For
3	TO RECEIVE AND APPROVE THE DIRECTORS' REMUNERATION POLICY.	Management	For	For
4	TO RE-ELECT MR. R W DUDLEY AS A DIRECTOR.	Management	For	For
5	TO RE-ELECT MR. I C CONN AS A DIRECTOR.	Management	For	For
6	TO RE-ELECT DR. B GILVARY AS A DIRECTOR.	Management	For	For
7	TO RE-ELECT MR. P M ANDERSON AS A DIRECTOR.	Management	For	For
8	TO RE-ELECT ADMIRAL F L BOWMAN AS A DIRECTOR.	Management	For	For
9	TO RE-ELECT MR. A BURGMANS AS A DIRECTOR.	Management	For	For
10	TO RE-ELECT MRS. C B CARROLL AS A DIRECTOR.	Management	For	For
11	TO RE-ELECT MR. G DAVID AS A DIRECTOR.	Management	For	For
12	TO RE-ELECT MR. I E L DAVIS AS A DIRECTOR.	Management	For	For
13	TO RE-ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	Management	For	For
14	TO RE-ELECT MR. B R NELSON AS A DIRECTOR.	Management	For	For
15	TO RE-ELECT MR. F P NHLEKO AS A DIRECTOR.	Management	For	For
16	TO RE-ELECT MR. A B SHILSTON AS A DIRECTOR.	Management	For	For
17	TO RE-ELECT MR. C-H SVANBERG AS A DIRECTOR.	Management	For	For
18	TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For
19	TO APPROVE THE RENEWAL OF THE EXECUTIVE DIRECTORS' INCENTIVE	Management	For	For

	PLAN. TO DETERMINE THE LIMIT FOR THE AGGREGATE REMUNERATION OF THE NON- EXECUTIVE DIRECTORS.	Management	For	For
20				
	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT.	Management	For	For
21				
	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	Management	Against	Against
S22				
	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY.	Management	For	For
S23				
	SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS.	Management	For	For
S24				

NESTLE S.A.

Security	641069406	Meeting Type	Annual
Ticker Symbol	NSRGY	Meeting Date	10-Apr-2014
ISIN	US6410694060	Agenda	933940365 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS OF NESTLE S.A. AND THE CONSOLIDATED FINANCIAL STATEMENTS OF THE NESTLE GROUP FOR 2013	Management	For	For
1B.	ACCEPTANCE OF THE COMPENSATION REPORT 2013 (ADVISORY VOTE)	Management	For	For
2.	RELEASE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT	Management	For	For
3.	APPROPRIATION OF PROFITS RESULTING FROM THE BALANCE SHEET OF	Management	For	For

	NESTLE S.A. (PROPOSED DIVIDEND) FOR THE FINANCIAL YEAR 2013		
4.	REVISION OF THE ARTICLES OF ASSOCIATION ADAPTATION TO NEW SWISS COMPANY LAW	Management	For
5AA	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. PETER BRABECK- LETMATHE	Management	For
5AB	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. PAUL BULCKE	Management	For
5AC	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. ANDREAS KOOPMANN	Management	For
5AD	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. ROLF HANGGI	Management	For
5AE	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. BEAT HESS	Management	For
5AF	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. DANIEL BOREL	Management	For
5AG	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. STEVEN G. HOCH	Management	For
5AH	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MS. NAINA LAL KIDWAI	Management	For
5AI	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MS. TITIA DE LANGE	Management	For
5AJ	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. JEAN-PIERRE ROTH	Management	For
5AK	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MS. ANN M. VENEMAN	Management	For
5AL	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MR. HENRI DE CASTRIES	Management	For
5AM	RE-ELECTIONS TO THE BOARD OF DIRECTORS: MS. EVA CHENG	Management	For
5B.	ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS MR. PETER BRABECK-LETMATHE	Management	For
5CA	ELECTION OF THE MEMBERS OF THE COMPENSATION COMMITTEE: MR. BEAT HESS	Management	For
5CB	ELECTION OF THE MEMBERS OF THE COMPENSATION COMMITTEE: MR. DANIEL BOREL	Management	For
5CC	ELECTION OF THE MEMBERS OF THE COMPENSATION COMMITTEE: MR. ANDREAS KOOPMANN	Management	For

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

5CD	ELECTION OF THE MEMBERS OF THE COMPENSATION COMMITTEE: MR. JEAN- PIERRE ROTH	Management	For	For
5D.	RE-ELECTION OF THE STATUTORY AUDITORS KPMG SA, GENEVA BRANCH	Management	For	For
5E.	ELECTION OF THE INDEPENDENT REPRESENTATIVE HARTMANN DREYER, ATTORNEYS-AT-LAW IN THE EVENT OF A NEW OR MODIFIED PROPOSAL BY A SHAREHOLDER DURING THE GENERAL MEETING, I INSTRUCT THE INDEPENDENT REPRESENTATIVE TO VOTE	Management	For	For
6.	ACCORDING TO THE FOLLOWING INSTRUCTION: "FOR" = VOTE IN ACCORDANCE WITH THE PROPOSAL OF THE BOARD OF DIRECTORS; "AGAINST" = VOTE AGAINST THE PROPOSAL OF THE BOARD OF DIRECTORS; "ABSTAIN" = ABSTAIN	Management	For	For

BP P.L.C.

Security	055622104	Meeting Type	Annual
Ticker Symbol	BP	Meeting Date	10-Apr-2014
ISIN	US0556221044	Agenda	933965773 - Management

Item	Proposal	Type	Vote	For/Against Management
1	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS.	Management	For	For
2	TO RECEIVE AND APPROVE THE DIRECTORS' REMUNERATION REPORT.	Management	For	For
3	TO RECEIVE AND APPROVE THE DIRECTORS' REMUNERATION POLICY.	Management	For	For
4	TO RE-ELECT MR. R W DUDLEY AS A DIRECTOR.	Management	For	For
5	TO RE-ELECT MR. I C CONN AS A DIRECTOR.	Management	For	For
6	TO RE-ELECT DR. B GILVARY AS A DIRECTOR.	Management	For	For
7	TO RE-ELECT MR. P M ANDERSON AS A	Management	For	For

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

	DIRECTOR. TO RE-ELECT ADMIRAL F L BOWMAN AS A	Management	For
8			
	DIRECTOR. TO RE-ELECT MR. A BURGMANS AS A DIRECTOR.	Management	For
9			
	TO RE-ELECT MRS. C B CARROLL AS A DIRECTOR.	Management	For
10			
	TO RE-ELECT MR. G DAVID AS A DIRECTOR.	Management	For
11			
	TO RE-ELECT MR. I E L DAVIS AS A DIRECTOR.	Management	For
12			
	TO RE-ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	Management	For
13			
	TO RE-ELECT MR. B R NELSON AS A DIRECTOR.	Management	For
14			
	TO RE-ELECT MR. F P NHLEKO AS A DIRECTOR.	Management	For
15			
	TO RE-ELECT MR. A B SHILSTON AS A DIRECTOR.	Management	For
16			
	TO RE-ELECT MR. C-H SVANBERG AS A	Management	For
17			
	DIRECTOR. TO REAPPOINT ERNST & YOUNG LLP AS		
18			
	AUDITORS TO AUTHORIZE THE DIRECTORS	Management	For
	TO FIX THEIR REMUNERATION. TO APPROVE THE RENEWAL OF THE EXECUTIVE DIRECTORS' INCENTIVE PLAN.	Management	For
19			
	TO DETERMINE THE LIMIT FOR THE AGGREGATE REMUNERATION OF THE NON-	Management	For
20			
	EXECUTIVE DIRECTORS. TO GIVE LIMITED AUTHORITY TO ALLOT	Management	For
21			
	SHARES UP TO A SPECIFIED AMOUNT. SPECIAL RESOLUTION: TO GIVE AUTHORITY		
S22			
	TO ALLOT A LIMITED NUMBER OF SHARES	Management	Against
	FOR CASH FREE OF PRE-EMPTION RIGHTS. SPECIAL RESOLUTION: TO GIVE LIMITED		
S23			
	AUTHORITY FOR THE PURCHASE OF ITS	Management	For
	OWN SHARES BY THE COMPANY. SPECIAL RESOLUTION: TO AUTHORIZE THE	Management	For
S24			

CALLING OF GENERAL MEETINGS
(EXCLUDING ANNUAL GENERAL
MEETINGS)
BY NOTICE OF AT LEAST 14 CLEAR
DAYS.

MYLAN INC.

Security	628530107	Meeting Type	Annual
Ticker Symbol	MYL	Meeting Date	11-Apr-2014
ISIN	US6285301072	Agenda	933937457 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HEATHER BRESCH	Management	For	For
1B.	ELECTION OF DIRECTOR: WENDY CAMERON	Management	For	For
1C.	ELECTION OF DIRECTOR: HON. ROBERT J. CINDRICH	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT J. COURY	Management	For	For
1E.	ELECTION OF DIRECTOR: JOELLEN LYONS DILLON	Management	For	For
1F.	ELECTION OF DIRECTOR: NEIL DIMICK, C.P.A.	Management	For	For
1G.	ELECTION OF DIRECTOR: MELINA HIGGINS	Management	For	For
1H.	ELECTION OF DIRECTOR: DOUGLAS J. LEECH, C.P.A.	Management	For	For
1I.	ELECTION OF DIRECTOR: RAJIV MALIK	Management	For	For
1J.	ELECTION OF DIRECTOR: JOSEPH C. MAROON, M.D.	Management	For	For
1K.	ELECTION OF DIRECTOR: MARK W. PARRISH	Management	For	For
1L.	ELECTION OF DIRECTOR: RODNEY L. PIATT, C.P.A.	Management	For	For
1M.	ELECTION OF DIRECTOR: RANDALL L. (PETE) VANDERVEEN, PH.D., R.PH	Management	For	For
2.	RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014	Management	For	For
3.	APPROVE, ON AN ADVISORY BASIS, THE	Management	Abstain	Against

COMPENSATION OF THE NAMED
EXECUTIVE
OFFICERS OF THE COMPANY
CONSIDER A SHAREHOLDER
PROPOSAL TO

4. ADOPT A POLICY THAT THE
CHAIRMAN OF
THE BOARD OF DIRECTORS BE AN
INDEPENDENT DIRECTOR

U.S. BANCORP

Security 902973304

Ticker Symbol USB

ISIN US9029733048

Meeting Type

Meeting Date

Agenda

Annual

15-Apr-2014

933926593 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: Y. MARC BELTON	Management	For	For
1C.	ELECTION OF DIRECTOR: VICTORIA BUYNISKI GLUCKMAN	Management	For	For
1D.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Management	For	For
1F.	ELECTION OF DIRECTOR: ROLAND A. HERNANDEZ	Management	For	For
1G.	ELECTION OF DIRECTOR: DOREEN WOO HO	Management	For	For
1H.	ELECTION OF DIRECTOR: JOEL W. JOHNSON	Management	For	For
1I.	ELECTION OF DIRECTOR: OLIVIA F. KIRTLEY	Management	For	For
1J.	ELECTION OF DIRECTOR: JERRY W. LEVIN	Management	For	For
1K.	ELECTION OF DIRECTOR: DAVID B. O'MALEY	Management	For	For
1L.	ELECTION OF DIRECTOR: O'DELL M. OWENS, M.D., M.P.H.	Management	For	For
1M.	ELECTION OF DIRECTOR: CRAIG D. SCHNUCK	Management	For	For
1N.	ELECTION OF DIRECTOR: PATRICK T. STOKES	Management	For	For
2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR THE 2014 FISCAL YEAR.	Management	For	For
3.		Management	Abstain	Against

ADVISORY VOTE TO APPROVE THE
COMPENSATION OF OUR EXECUTIVES
DISCLOSED IN THE PROXY
STATEMENT.

SHAREHOLDER PROPOSAL:

4. ADOPTION OF A
POLICY REQUIRING THAT THE
CHAIRMAN
OF THE BOARD BE AN INDEPENDENT
DIRECTOR.

SPECTRA ENERGY CORP

Security 847560109

Ticker Symbol SE

ISIN US8475601097

Meeting Type

Meeting Date

Agenda

Annual

15-Apr-2014

933927634 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GREGORY L. EBEL	Management	For	For
1B.	ELECTION OF DIRECTOR: AUSTIN A. ADAMS	Management	For	For
1C.	ELECTION OF DIRECTOR: JOSEPH ALVARADO	Management	For	For
1D.	ELECTION OF DIRECTOR: PAMELA L. CARTER	Management	For	For
1E.	ELECTION OF DIRECTOR: CLARENCE P. CAZALOT, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: F. ANTHONY COMPER	Management	For	For
1G.	ELECTION OF DIRECTOR: PETER B. HAMILTON	Management	For	For
1H.	ELECTION OF DIRECTOR: MICHAEL MCSHANE	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Management	For	For
1J.	ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY CORP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For
3.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.		Shareholder	Against	For

SHAREHOLDER PROPOSAL
CONCERNING
DISCLOSURE OF POLITICAL
CONTRIBUTIONS.

5. SHAREHOLDER PROPOSAL CONCERNING METHANE EMISSIONS TARGET.

NORTHERN TRUST CORPORATION

Security	665859104	Meeting Type	Annual
Ticker Symbol	NTRS	Meeting Date	15-Apr-2014
ISIN	US6658591044	Agenda	933929587 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LINDA WALKER BYNOE		For	For
	2 NICHOLAS D. CHABRAJA		For	For
	3 SUSAN CROWN		For	For
	4 DIPAK C. JAIN		For	For
	5 ROBERT W. LANE		For	For
	6 JOSE LUIS PRADO		For	For
	7 JOHN W. ROWE		For	For
	8 MARTIN P. SLARK		For	For
	9 DAVID H. B. SMITH, JR.		For	For
	10 CHARLES A. TRIBBETT III		For	For
	11 FREDERICK H. WADDELL		For	For

APPROVAL, BY AN ADVISORY VOTE,
OF THE

2. 2013 COMPENSATION OF THE CORPORATION'S NAMED EXECUTIVE OFFICERS.

RATIFICATION OF THE APPOINTMENT
OF

3. KPMG LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR

ENDING DECEMBER 31, 2014.

STOCKHOLDER PROPOSAL
REGARDING

4. ADDITIONAL DISCLOSURE OF POLITICAL AND LOBBYING CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.

M&T BANK CORPORATION

Security	55261F104	Meeting Type	Annual
Ticker Symbol	MTB	Meeting Date	15-Apr-2014
ISIN	US55261F1049	Agenda	933931479 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BRENT D. BAIRD		For	For
	2 C. ANGELA BONTEMPO		For	For
	3 ROBERT T. BRADY		For	For
	4 T.J. CUNNINGHAM III		For	For
	5 MARK J. CZARNECKI		For	For
	6 GARY N. GEISEL		For	For
	7 JOHN D. HAWKE, JR.		For	For
	8 PATRICK W.E. HODGSON		For	For
	9 RICHARD G. KING		For	For
	10 JORGE G. PEREIRA		For	For
	11 MELINDA R. RICH		For	For
	12 ROBERT E. SADLER, JR.		For	For
	13 HERBERT L. WASHINGTON		For	For
	14 ROBERT G. WILMERS		For	For
	TO APPROVE THE COMPENSATION OF M&T			
2.	BANK CORPORATION'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE			
3.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF M&T BANK CORPORATION FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	For	For
	PUBLIC SERVICE ENTERPRISE GROUP INC.			
	Security 744573106		Meeting Type	Annual
	Ticker Symbol PEG		Meeting Date	15-Apr-2014
	ISIN US7445731067		Agenda	933933740 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ALBERT R. GAMPER, JR. NOMINEE FOR TERM EXPIRING IN 2015	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM V. HICKEY NOMINEE FOR TERM EXPIRING IN 2015	Management	For	For
1C.	ELECTION OF DIRECTOR: RALPH IZZO NOMINEE FOR TERM EXPIRING IN 2015	Management	For	For
1D.	ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON NOMINEE FOR TERM	Management	For	For

	EXPIRING IN 2015		
	ELECTION OF DIRECTOR: DAVID LILLEY		
1E.	NOMINEE FOR TERM EXPIRING IN 2015	Management	For
	ELECTION OF DIRECTOR: THOMAS A. RENYI		
1F.	NOMINEE FOR TERM EXPIRING IN 2015	Management	For
	ELECTION OF DIRECTOR: HAK CHEOL SHIN		
1G.	NOMINEE FOR TERM EXPIRING IN 2015	Management	For
	ELECTION OF DIRECTOR: RICHARD J. SWIFT		
1H.	NOMINEE FOR TERM EXPIRING IN 2015	Management	For
	ELECTION OF DIRECTOR: SUSAN TOMASKY		
1I.	NOMINEE FOR TERM EXPIRING IN 2015	Management	For
	ELECTION OF DIRECTOR: ALFRED W. ZOLLAR NOMINEE FOR TERM		
1J.	EXPIRING IN 2015	Management	For
2.	ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION	Management	Abstain
	APPROVAL OF AMENDMENTS TO CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS FOR CERTAIN BUSINESS COMBINATIONS		
3A.	APPROVAL OF AMENDMENTS TO CERTIFICATE OF INCORPORATION & BY-	Management	For
	LAWS TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS TO REMOVE A DIRECTOR WITHOUT CAUSE		
3B.	APPROVAL OF AMENDMENT TO CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING	Management	For
3C.	REQUIREMENT TO MAKE CERTAIN AMENDMENTS TO BY-LAWS	Management	For
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS	Management	For

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

INDEPENDENT

AUDITOR FOR THE YEAR 2014

STANLEY BLACK & DECKER, INC

Security 854502101

Ticker Symbol SWK

ISIN US8545021011

Meeting Type

Meeting Date

Agenda

Annual

15-Apr-2014

933939033 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 GEORGE W. BUCKLEY		For	For
	2 PATRICK D. CAMPBELL		For	For
	3 CARLOS M. CARDOSO		For	For
	4 ROBERT B. COUTTS		For	For
	5 DEBRA A. CREW		For	For
	6 B.H. GRISWOLD, IV		For	For
	7 JOHN F. LUNDGREN		For	For
	8 ANTHONY LUISO		For	For
	9 MARIANNE M. PARRS		For	For
	10 ROBERT L. RYAN		For	For

APPROVE THE SELECTION OF ERNST &

2. YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE COMPANY'S 2014 FISCAL YEAR. APPROVE, ON AN ADVISORY BASIS, THE

3. COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.

BELGACOM SA DE DROIT PUBLIC, BRUXELLES

Security B10414116

Ticker Symbol

ISIN BE0003810273

Meeting Type

Meeting Date

Agenda

ExtraOrdinary General Meeting

16-Apr-2014

705034306 - Management

Item	Proposal	Type	Vote	For/Against Management
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,	Non-Voting		

PLEASE CONTACT YOUR CLIENT
 SERVICE-
 REPRESENTATIVE
 MARKET RULES REQUIRE
 DISCLOSURE OF
 BENEFICIAL OWNER INFORMATION
 FOR ALL
 VOTED-ACCOUNTS. IF AN ACCOUNT
 HAS
 MULTIPLE BENEFICIAL OWNERS, YOU
 WILL
 CMMT NEED TO-PROVIDE THE BREAKDOWN OF Non-Voting
 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
 Renew Authorization to Increase Share
 Capital
 1 within the Framework of Authorized Capital Management No
 and Action
 Amend Articles Accordingly : Article 5
 Authorize Board to Issue Shares in the Event
 of a
 2.a Public Tender Offer or Share Exchange Offer Management No
 and Action
 Amend Articles Accordingly : Article 5
 2.b Amend Article 5 Re: References to FSMA Management No
 Action
 3 Amend Article 10 Re: Dematerialization of
 Bearer Management No
 Shares Action
 4 Amend Article 11 Re: References to FSMA Management No
 Action
 5 Authorize Repurchase of Up to 20 Percent of
 Issued Share Capital Management No
 Action
 6 Authorize Board to Repurchase Shares in the
 Event of a Serious and Imminent Harm Management No
 Action
 7 Amend Article 14 Re: Dematerialization of
 Bearer Management No
 Shares Action
 8 Amend Article 34 Re: Dematerialization of
 Bearer Management No
 Shares Action
 9.a Authorize Coordination of Articles of
 Association Management No
 Action
 9.b Management

Authorize Filing of Required Documents/Other Formalities No Action

18 MAR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING TYPE-TO EGM AND MODIFICATION TO THE TEXT OF RESOLUTIONS 1 AND 2A. IF YOU HAVE ALRE-ADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE-TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

CMMT Non-Voting

HONG KONG EXCHANGES AND CLEARING LTD, HONG KONG			
Security	Y3506N139	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	16-Apr-2014
ISIN	HK0388045442	Agenda	705040462 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	19 MAR 2014: PLEASE NOTE IN THE HONG KONG MARKET THAT A VOTE OF "ABSTAIN" WILL-BE TREATED THE SAME AS A "TAKE NO ACTION" VOTE PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY	Non-Voting		
CMMT	CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0314/LTN20140314642.pdf -And- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0314/LTN20140314630.pdf To receive the audited Financial Statements for	Non-Voting		
1	the year ended 31 December 2013 together with the Reports of the Directors and Auditor thereon	Management	For	For
2	To declare a final dividend of HKD 1.72 per share	Management	For	For
3.a	To elect Dr Kwok Chi Piu, Bill as Director	Management	For	For

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

3.b	To elect Mr Lee Kwan Ho, Vincent Marshall as Director	Management	For	For
4	To re-appoint PricewaterhouseCoopers as the Auditor and to authorise the Directors to fix its remuneration	Management	For	For
5	To grant a general mandate to the Directors to repurchase shares of HKEx, not exceeding 10% of the number of shares of HKEx in issue as at the date of this Resolution	Management	For	For
6	To grant a general mandate to the Directors to allot, issue and deal with additional shares of HKEx, not exceeding 10% of the number of shares of HKEx in issue as at the date of this Resolution, and the discount for any shares to be issued shall not exceed 10%	Management	For	For
7.a	To approve the remuneration of HKD 1,500,000 and HKD 700,000 per annum respectively be payable to the Chairman and each of the other non-executive Directors	Management	For	For
7.b	To approve, in addition to the attendance fee of HKD 3,000 per meeting, the remuneration of HKD 180,000 and HKD 100,000 per annum respectively be payable to the chairman and each of the other members of Audit Committee, and the remuneration of HKD 150,000 and HKD 100,000 per annum respectively be payable to the chairman and each of the other members (excluding executive Director, if any) of Executive Committee, Investment Advisory Committee and Remuneration Committee	Management	For	For
8	To approve the adoption of the new Articles of Association in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association of HKEx	Management	For	For
CMMT		Non-Voting		

19 MAR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION OF TEXT O-F COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS P-ROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU

BELGACOM SA DE DROIT PUBLIC, BRUXELLES

Security	B10414116	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	16-Apr-2014
ISIN	BE0003810273	Agenda	705044725 - Management

Item	Proposal	Type	Vote	For/Against Management
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 295339 DUE TO COMBINING TH-E RESOLUTIONS 11.1 AND 11.2 AND CHANGE IN THE VOTING STATUS OF RESOLUTIONS 3,-4 AND 12. 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	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO PROVI-DE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE POSITION TO-YOUR CLIENT SERVICE REPRESENTATIVE. THIS	Non-Voting		

INFORMATION IS REQUIRED IN ORDER FOR- YOUR VOTE TO BE LODGED IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF AT-TORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING

CMMT	INSTRUC-TIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJE-CTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTA-TIVE	Non-Voting
1	Examination of the annual reports of the Board of Directors of Belgacom SA und-er public law with regard to the annual accounts and the consolidated annual a-ccounts at 31 December 2013	Non-Voting
2	Examination of the reports of the Board of Auditors of Belgacom SA under publi-c law with regard to the annual accounts and of the Independent Auditors with-regard to the consolidated annual accounts at 31 December 2013	Non-Voting
3	Examination of the information provided by the Joint Committee	Non-Voting
4	Examination of the consolidated annual accounts at 31 December 2013	Non-Voting
5	Approval of the annual accounts with regard to the financial year closed on 31 December 2013, including as specified allocation of the results: For 2013, the gross dividend amounts to EUR 2.18 per share, entitling shareholders to a	Management No Action

dividend net of withholding tax of EUR 1.635 per share, of which an interim dividend of EUR 0.50 (EUR 0.375 per share net of withholding tax) was already paid out on 6 December 2013; 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 25 April 2014. The ex-dividend date is fixed on 22 April 2014, the record date is 24 April 2014

- | | | | |
|----|---|------------|--------------|
| 6 | Approval of the remuneration report | Management | No
Action |
| 7 | 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 2013 | Management | No
Action |
| 8 | Granting of a special discharge to Mr. M. Moll, Mrs. M. Lamote and Mrs. M. Sioen for the exercise of their mandate which ended on 27 September 2013 and to Mr. D. Bellens for the exercise of his mandate which ended on 15 November 2013 | Management | No
Action |
| 9 | 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 2013 | Management | No
Action |
| 10 | Granting of a discharge to the Independent Auditors Deloitte Statutory Auditors SC sfd SCRL, represented by Mr. G. Verstraeten and Mr. N. Houthaeye, for the exercise of their mandate during the financial year closed on 31 December 2013 | Management | No
Action |
| 11 | To appoint Mrs. Agnes Touraine and Mrs. Catherine Vandendorre on nomination by the Board of Directors after recommendation of the Nomination and Remuneration Committee, as | Management | No
Action |

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

Board Members for a period which will
expire at
the annual general meeting of 2018

12	Miscellaneous	Non-Voting		
KAMAN CORPORATION				
Security	483548103	Meeting Type	Annual	
Ticker Symbol	KAMN	Meeting Date	16-Apr-2014	
ISIN	US4835481031	Agenda	933927189 - Management	

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 BRIAN E. BARENTS		For	For
	2 GEORGE E. MINNICH		For	For
	3 THOMAS W. RABAUT		For	For

2	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. RATIFICATION OF THE APPOINTMENT OF	Management	Abstain	Against
---	--	------------	---------	---------

3	PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED	Management	For	For
---	--	------------	-----	-----

WADDELL & REED FINANCIAL, INC.

Security	930059100	Meeting Type	Annual	
Ticker Symbol	WDR	Meeting Date	16-Apr-2014	
ISIN	US9300591008	Agenda	933934564 - Management	

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SHARILYN S. GASAWAY		For	For
	2 ALAN W. KOSLOFF		For	For
	3 JERRY W. WALTON		For	For

2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
----	--	------------	---------	---------

3.	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE WADDELL & REED FINANCIAL, INC. 2003 EXECUTIVE INCENTIVE PLAN, AS AMENDED AND RESTATED, TO (A) INCREASE THE ANNUAL INDIVIDUAL LIMITS WITH RESPECT TO AWARDS, (B) EXTEND	Management	For	For
----	---	------------	-----	-----

Item	Proposal	Type	Vote	For/Against Management
4.	<p>THE TERM OF THE PLAN TO DECEMBER 31, 2019, AND (C) RESUBMIT FOR STOCKHOLDER APPROVAL THE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2014.</p>	Management	For	For
	<p>PARMALAT SPA, COLLECCHIO Security T7S73M107 Ticker Symbol ISIN IT0003826473</p>		<p>Meeting Type Meeting Date Agenda</p>	<p>MIX 17-Apr-2014 705093019 - Management</p>
	<p>PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 299494 DUE TO ADDITION OF-RESOLUTIONS O.3.6, O.3.7 AND SPLITTING OF RESOLUTIONS O.1 AND</p>			
	<p>CMMT E.1 AND DELETION-OF RESOLUTION O.4.2.</p>	Non-Voting		
	<p>ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISRE-GARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY</p>			
	<p>CMMT CLICKING ON THE U-RL LINK: https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_195429.P-DF AMENDMENTS TO ARTICLES 11 (BOARD OF DIRECTORS), 12 (REQUIREMENTS OF INDEPENDENT DIRECTORS) , 18 (COMMITTEES), 19 (DIRECTORS' EMOLUMENTS) AND 21 (INTERNAL AUDITORS) OF THE BYLAWS. RESOLUTIONS RELATED THERETO</p>	Non-Voting		
E.1.1	<p>(COMMITTEES), 19 (DIRECTORS' EMOLUMENTS) AND 21 (INTERNAL AUDITORS) OF THE BYLAWS. RESOLUTIONS RELATED THERETO</p>	Management	Against	Against

	PROPOSAL TO AUTHORIZE THE LEGAL REPRESENTATIVES IN OFFICE AT ANY GIVEN TIME TO DISCHARGE THE FORMALITIES REQUIRED TO RECORD THESE RESOLUTIONS IN THE COMPANY REGISTER, WITH THE POWER TO INTRODUCE ANY NONSUBSTANTIVE AMENDMENTS, CHANGES OR ADDITIONS THAT MAY BE NECESSARY FOR THE ABOVEMENTIONED PURPOSE OR		
E.1.2	REQUESTED BY THE RELEVANT AUTHORITIES, INCLUDING UPON REGISTRATION, AND, IN GENERAL, TO TAKE ANY ACTION THAT MAY BE NECESSARY FOR THE FULL IMPLEMENTATION OF THE ABOVEMENTIONED RESOLUTIONS, WITH ANY AND ALL POWERS NECESSARY OR APPROPRIATE FOR SUCH PURPOSE, NONE EXCLUDED AND EXCEPTED TO APPROVE THE BALANCE SHEET, THE INCOME STATEMENT AND THE FINANCIAL EXPLANATORY NOTE AS OF 31 DECEMBER	Management	Against Against
O.1.1	2013 AND THE RELATED REPORT ON MANAGEMENT ACTIVITY TO PROPOSE PROFITS ALLOCATION. RESOLUTIONS RELATED THERETO TO APPROVE THE REWARDING POLICY. RESOLUTIONS RELATED THERETO	Management	Abstain Against
O.1.2		Management	For For
O.2		Management	For For
CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS BOARD OF DIRECTO-RS, THERE IS ONLY 1 SLATE AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING-INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU	Non-Voting	

CHOOSE, YOU ARE REQUIRED TO
VOTE
FOR ONLY 1 SLATE OF THE 2 SLATES.
THANK YOU.

PLEASE NOTE THAT THIS IS A
SHAREHOLDERS' PROPOSAL:
ELECTION OF
DIRECTORS: LIST PRESENTED BY
"FIDELITY
FUNDS", "GABELLI FUNDS LLC",
"SETANTA
ASSET MANAGEMENT LIMITED" AND

O31.1	<p>"AMBER GLOBAL OPPORTUNITIES MASTER FUND LTD" REPRESENTING 2.969PCT OF COMPANY STOCK CAPITAL: UMBERTO MOSETTI, ANTONIO ARISTIDE MASTRANGELO, FRANCESCO DI CARLO AND CRISTINA PAGNI PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: ELECTION OF DIRECTORS: LIST PRESENTED BY SOFIL S.A.S.-SOCIETE POUR LE FINANCEMENT DE L'INDUSTRIE LATIERE S.A.S.: GABRIELLA</p>	Shareholder	For	Against
O31.2	<p>CHERSICLA, ANTONIO LINO SALA, RICCARDO PEROTTA, PATRICE GASSENBACH, PAOLO FRANCESCO LAZZATI, LAURA GUALTIERI, ELENA VASCO, GINO MARIA CARLO SCARPELLINI, ANGELA GAMBA, NICOLO DUBINI AND FRANCESCO DORI</p>	Shareholder	No Action	
O.3.2	TO STATE DIRECTORS' NUMBER	Management	Abstain	Against
O.3.3	TO STATE DIRECTORS' TERM OF OFFICE	Management	Abstain	Against
O.3.4	TO APPOINT BOARD OF DIRECTORS' CHAIRMAN	Management	Abstain	Against
O.3.5	TO STATE DIRECTORS' EMOLUMENT	Management	Abstain	Against
O.3.6	AMOUNT OF THE ADDITIONAL VARIABLE COMPENSATION TO THE DIRECTORS WHO	Management	Abstain	Against

SERVE ON BOARD COMMITTEES
EFFECTIVENESS OF THE
RESOLUTIONS
ADOPTED BY THE ORDINARY
SHAREHOLDERS REGARDING THE
ELECTION OF THE BOARD OF
DIRECTORS
AND ITS COMPENSATION
CONDITIONAL ON

O.3.7 THE EFFECTIVENESS OF THE RESOLUTIONS
ADOPTED BY THE SHAREHOLDERS'
MEETING CONVENED IN
EXTRAORDINARY
SESSION (AND, CONSEQUENTLY, ON
THE
RECORDING THEREOF IN THE PARMA
COMPANY REGISTER)
PLEASE NOTE THAT ALTHOUGH
THERE ARE
2 OPTIONS TO INDICATE A
PREFERENCE ON
THIS-RESOLUTION, ONLY ONE CAN
BE
SELECTED. THE STANDING
INSTRUCTIONS

Management Against Against

CMMT FOR THIS MEET-ING WILL BE
DISABLED AND,
IF YOU CHOOSE, YOU ARE REQUIRED
TO
VOTE FOR ONLY 1 O-F THE 2 OPTIONS
BELOW, YOUR OTHER VOTES MUST
BE
EITHER AGAINST OR ABSTAIN.
THA-NK YOU.

Non-Voting

O41.1 PLEASE NOTE THAT THIS IS A
SHAREHOLDERS' PROPOSAL:
ELECTION OF
INTERNAL AUDITORS AND ITS
CHAIRMAN:
LIST PRESENTED BY "FIDELITY
FUNDS",
"GABELLI FUNDS LLC", "SETANTA
ASSET
MANAGEMENT LIMITED" AND
"AMBER
GLOBAL OPPORTUNITIES MASTER
FUND
LTD" REPRESENTING 2.969PCT OF
COMPANY STOCK CAPITAL:
EFFECTIVE

Shareholder For Against

AUDITOR: MICHELE RUTIGLIANO,
ALTERNATE AUDITOR: MARCO
PEDRETTI

PLEASE NOTE THAT THIS IS A
SHAREHOLDERS' PROPOSAL:
ELECTION OF
INTERNAL AUDITORS AND ITS
CHAIRMAN:

LIST PRESENTED BY SOFIL
S.A.S.-SOCIETE
POUR LE FINANCEMENT DE

O41.2 L'INDUSTRIE Shareholder Against For
LATIERE S.A.S.: EFFECTIVE
AUDITORS:

GIORGIO LOLI, ALESSANDRA
STABILINI,
NICOLA GIOVANNI IBERATI,
ALTERNATE
AUDITOR: SAVERIO BOZZOLAN AND
BARBARA TADOLINI

O.4.2 TO STATE INTERNAL AUDITORS' Management For For
EMOLUMENT

02 APR 2014: PLEASE NOTE THAT THIS
IS A
REVISION DUE TO MODIFICATION TO
TEXT
O-F RESOLUTIONS O41.1 and O41.2. IF
YOU

CMMT HAVE ALREADY SENT IN YOUR Non-Voting
VOTES FOR

MID:-305455 PLEASE DO NOT REVOTE
ON
THIS MEETING UNLESS YOU DECIDE
TO
AMEND YOUR I-NSTRUCTIONS

PARMALAT SPA, COLLECCHIO

Security 70175R102

Ticker Symbol

ISIN US70175R1023

Meeting Type

Meeting Date

Agenda

MIX

17-Apr-2014

705135108 - Management

Item	Proposal	Type	Vote	For/Against Management
E.1.1	AMENDMENTS TO ARTICLES 11, 12, 18, 19 AND 21 OF THE BYLAWS. PERTINENT AND RELATED RESOLUTIONS	Management	Against	Against
E.1.2	PROPOSAL TO AUTHORIZE THE LEGAL REPRESENTATIVES IN OFFICE AT ANY GIVEN TIME TO DISCHARGE THE	Management	Against	Against

	<p>FORMALITIES REQUIRED TO RECORD THESE RESOLUTIONS IN THE COMPANY REGISTER, WITH THE POWER TO INTRODUCE ANY NONSUBSTANTIVE AMENDMENTS, CHANGES OR ADDITIONS THAT MAY BE NECESSARY FOR THE ABOVEMENTIONED PURPOSE OR REQUESTED BY THE RELEVANT AUTHORITIES, INCLUDING UPON REGISTRATION, AND, IN GENERAL, TO TAKE ANY ACTION THAT MAY BE NECESSARY FOR THE FULL IMPLEMENTATION OF THE ABOVEMENTIONED RESOLUTIONS, WITH ANY AND ALL POWERS NECESSARY OR APPROPRIATE FOR SUCH PURPOSE, NONE EXCLUDED AND EXCEPTED APPROVAL OF THE STATEMENT OF FINANCIAL POSITION, INCOME STATEMENT AND ACCOMPANYING NOTES AT DECEMBER 31, 2013 AND THE RELATED REPORT ON OPERATIONS</p>		
O.1.1	<p>MOTION FOR THE APPROPRIATION OF THE YEAR'S NET PROFIT COMPENSATION REPORT: COMPENSATION POLICY. PERTINENT AND RELATED RESOLUTIONS</p>	Management	Abstain Against
O.1.2	<p>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</p>	Management	For
O.2		Management	For
CMMT		Non-Voting	

	<p>SLATE OF THE 2 SLATES. THANK YOU. PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: TO APPOINT DIRECTORS, LIST PRESENTED BY 'FIDELITY FUNDS', 'GABELLI FUNDS LLC', 'SETANTA ASSET MANAGEMENT LIMITED' AND 'AMBER GLOBAL OPPORTUNITIES MASTER FUND LTD' REPRESENTING 2,969PCT OF COMPANY STOCK CAPITAL: UMBERTO MOSETTI, ANTONIO ARISTIDE MASTRANGELO, FRANCESCO DI CARLO, CRISTINA PAGNI PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: TO APPOINT DIRECTORS, LIST PRESENTED BY SOFIL S.A.S.-SOCIETE POUR LE FINANCEMENT DE L'INDUSTRIE LATIERE S.A.S.:</p>		
O31.1		Shareholder	For Against
O31.2	<p>GABRIELLA CHERSICLA, ANTONIO LINO SALA, RICCARDO PEROTTA, PATRICE GASSENBACH, PAOLO FRANCESCO LAZZATI, LAURA GUALTIERI, ELENA VASCO, GINO MARIA CARLO SCARPELLINI, ANGELA GAMBA, NICOLO' DUBINI, FRANCESCO DORI</p>	Shareholder	No Action
O.3.2	<p>DETERMINATION OF THE NUMBER OF THE BOARD OF DIRECTORS</p>	Management	Abstain Against
O.3.3	<p>DETERMINATION OF THE TERM OF OFFICE OF THE NEW BOARD OF DIRECTORS</p>	Management	Abstain Against
O.3.4	<p>PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: ELECT GABRIELLA CHERSICLA AS BOARD CHAIR</p>	Shareholder	Abstain Against
O.3.5	<p>DETERMINATION OF THE ANNUAL COMPENSATION OF THE BOARD OF DIRECTORS</p>	Management	Abstain Against

- AMOUNT OF THE ADDITIONAL VARIABLE
- O.3.6 COMPENSATION TO THE DIRECTORS WHO SERVE ON BOARD COMMITTEES EFFECTIVENESS OF THE RESOLUTIONS ADOPTED BY THE ORDINARY SHAREHOLDERS REGARDING THE ELECTION OF THE BOARD OF DIRECTORS AND ITS COMPENSATION CONDITIONAL ON
- O.3.7 THE EFFECTIVENESS OF THE RESOLUTIONS ADOPTED BY THE SHAREHOLDERS' MEETING CONVENED IN EXTRAORDINARY SESSION (AND, CONSEQUENTLY, ON THE RECORDING THEREOF IN THE PARMA COMPANY REGISTER) PLEASE NOTE THAT ALTHOUGH THERE ARE 2 OPTIONS TO INDICATE A PREFERENCE ON THIS-RESOLUTION, ONLY ONE CAN BE SELECTED. THE STANDING INSTRUCTIONS FOR THIS MEET-ING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO VOTE FOR ONLY 1 O-F THE 2 OPTIONS BELOW, YOUR OTHER VOTES MUST BE EITHER AGAINST OR ABSTAIN. THANK YOU.
- O41.1 PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: TO APPOINT INTERNAL AUDITORS AND ITS CHAIRMAN, LIST PRESENTED BY 'FIDELITY FUNDS', 'GABELLI FUNDS LLC', 'SETANTA ASSET MANAGEMENT LIMITED' AND 'AMBER GLOBAL OPPORTUNITIES MASTER FUND
- Management Abstain Against
- Management Against Against
- Non-Voting
- Shareholder For Against

LTD' REPRESENTING 2,969PCT OF
COMPANY STOCK CAPITAL:
EFFECTIVE

AUDITOR: MICHELE RUTIGLIANO,
ALTERNATE AUDITOR: MARCO
PEDRETTI

PLEASE NOTE THAT THIS IS A
SHAREHOLDERS' PROPOSAL: TO
APPOINT

INTERNAL AUDITORS AND ITS
CHAIRMAN,

LIST PRESENTED BY SOFIL
S.A.S.-SOCIETE

POUR LE FINANCEMENT DE
L'INDUSTRIE

O41.2 LATIERE S.A.S.: EFFECTIVE Shareholder Abstain Against

AUDITORS:
GIORGIO LOLI, ALESSANDRA
STABILINI,
NICOLA GIOVANNI IBERATI,
ALTERNATE
AUDITORS: SAVERIO BOZZOLAN,
BARBARA
TADOLINI

O.4.2 ELECT CHAIR OF THE INTERNAL
AUDITORS Non-Voting

O.4.3 AMOUNT OF THE ANNUAL
COMPENSATION TO THE BOARD OF STATUTORY
AUDITORS Management Against Against

POSSIBLE DERIVATIVE ACTION: VOTE
FOR
DERIVATIVE ACTION AGAINST
DIRECTORS

O.5 IN CASE IT WOULD BE PROPOSED BY
SOME SHAREHOLDERS PURSUANT ART.
2393,
SUBSECTION 2, OF ITALIAN CIVIL
CODE Management For For

UPON DISCUSSION OF THE ANNUAL
FINANCIAL STATEMENTS

TEXAS INSTRUMENTS INCORPORATED

Security 882508104

Ticker Symbol TXN

ISIN US8825081040

Meeting Type

Meeting Date

Agenda

Annual

17-Apr-2014

933927103 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R.W. BABB, JR.	Management	For	For

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

1B.	ELECTION OF DIRECTOR: M.A. BLINN	Management	For	For
1C.	ELECTION OF DIRECTOR: D.A. CARP	Management	For	For
1D.	ELECTION OF DIRECTOR: C.S. COX	Management	For	For
1E.	ELECTION OF DIRECTOR: R. KIRK	Management	For	For
1F.	ELECTION OF DIRECTOR: P.H. PATSLEY	Management	For	For
1G.	ELECTION OF DIRECTOR: R.E. SANCHEZ	Management	For	For
1H.	ELECTION OF DIRECTOR: W.R. SANDERS	Management	For	For
1I.	ELECTION OF DIRECTOR: R.J. SIMMONS	Management	For	For
1J.	ELECTION OF DIRECTOR: R.K. TEMPLETON	Management	For	For
1K.	ELECTION OF DIRECTOR: C.T. WHITMAN	Management	For	For
2.	BOARD PROPOSAL REGARDING ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	BOARD PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
4.	BOARD PROPOSAL TO APPROVE THE TI EMPLOYEES 2014 STOCK PURCHASE PLAN.	Management	For	For
5.	BOARD PROPOSAL TO REAPPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE TEXAS INSTRUMENTS 2009 LONG-TERM INCENTIVE PLAN.	Management	For	For

THE AES CORPORATION

Security	00130H105	Meeting Type	Annual
Ticker Symbol	AES	Meeting Date	17-Apr-2014
ISIN	US00130H1059	Agenda	933928890 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANDRES GLUSKI	Management	For	For
1B.	ELECTION OF DIRECTOR: ZHANG GUO BAO	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: CHARLES L. HARRINGTON			
1D.	ELECTION OF DIRECTOR: KRISTINA M. JOHNSON	Management	For	For
1E.	ELECTION OF DIRECTOR: TARUN KHANNA	Management	For	For
1F.	ELECTION OF DIRECTOR: PHILIP LADER	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES H. MILLER	Management	For	For
1H.	ELECTION OF DIRECTOR: SANDRA O. MOOSE	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN B. MORSE, JR.	Management	For	For
1J.	ELECTION OF DIRECTOR: MOISES NAIM	Management	For	For
1K.	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Management	For	For
1L.	ELECTION OF DIRECTOR: SVEN SANDSTROM	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR YEAR 2014.	Management	For	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against

AMERICAN ELECTRIC POWER COMPANY, INC.

Security	025537101	Meeting Type	Annual
Ticker Symbol	AEP	Meeting Date	22-Apr-2014
ISIN	US0255371017	Agenda	933929537 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: NICHOLAS K. AKINS	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID J. ANDERSON	Management	For	For
1C.	ELECTION OF DIRECTOR: J. BARNIE BEASLEY, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: RALPH D. CROSBY, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: LINDA A. GOODSPEED	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS E. HOAGLIN	Management	For	For

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

1G.	ELECTION OF DIRECTOR: SANDRA BEACH LIN	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT	Management	For	For
1I.	ELECTION OF DIRECTOR: LIONEL L. NOWELL III	Management	For	For
1J.	ELECTION OF DIRECTOR: STEPHEN S. RASMUSSEN	Management	For	For
1K.	ELECTION OF DIRECTOR: OLIVER G. RICHARD III	Management	For	For
1L.	ELECTION OF DIRECTOR: SARA MARTINEZ TUCKER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against

HANESBRANDS INC.

Security	410345102	Meeting Type	Annual
Ticker Symbol	HBI	Meeting Date	22-Apr-2014
ISIN	US4103451021	Agenda	933930617 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BOBBY J. GRIFFIN		For	For
	2 JAMES C. JOHNSON		For	For
	3 JESSICA T. MATHEWS		For	For
	4 ROBERT F. MORAN		For	For
	5 J. PATRICK MULCAHY		For	For
	6 RONALD L. NELSON		For	For
	7 RICHARD A. NOLL		For	For
	8 ANDREW J. SCHINDLER		For	For
	9 ANN E. ZIEGLER		For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION AS DESCRIBED IN THE PROXY STATEMENT FOR THE ANNUAL MEETING	Management	Abstain	Against
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS	Management	For	For

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

HANESBRANDS' INDEPENDENT
REGISTERED PUBLIC ACCOUNTING
FIRM
FOR HANESBRANDS' 2014 FISCAL
YEAR

STRYKER CORPORATION

Security	863667101	Meeting Type	Annual
Ticker Symbol	SYK	Meeting Date	22-Apr-2014
ISIN	US8636671013	Agenda	933932546 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HOWARD E. COX, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: SRIKANT M. DATAR, PH.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: ROCH DOLIVEUX, DVM	Management	For	For
1D.	ELECTION OF DIRECTOR: LOUISE L. FRANCESCONI	Management	For	For
1E.	ELECTION OF DIRECTOR: ALLAN C. GOLSTON	Management	For	For
1F.	ELECTION OF DIRECTOR: KEVIN A. LOBO	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM U. PARFET	Management	For	For
1H.	ELECTION OF DIRECTOR: ANDREW K. SILVERNAIL	Management	For	For
1I.	ELECTION OF DIRECTOR: RONDA E. STRYKER	Management	For	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	APPROVAL, IN AN ADVISORY VOTE, OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against

CITIGROUP INC.

Security	172967424	Meeting Type	Annual
Ticker Symbol	C	Meeting Date	22-Apr-2014
ISIN	US1729674242	Agenda	933933637 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: MICHAEL L. CORBAT		
1B.	ELECTION OF DIRECTOR: DUNCAN P. HENNES	Management	For
1C.	ELECTION OF DIRECTOR: FRANZ B. HUMER	Management	For
1D.	ELECTION OF DIRECTOR: EUGENE M. MCQUADE	Management	For
1E.	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	Management	For
1F.	ELECTION OF DIRECTOR: GARY M. REINER	Management	For
1G.	ELECTION OF DIRECTOR: JUDITH RODIN	Management	For
1H.	ELECTION OF DIRECTOR: ROBERT L. RYAN	Management	For
1I.	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	Management	For
1J.	ELECTION OF DIRECTOR: JOAN E. SPERO	Management	For
1K.	ELECTION OF DIRECTOR: DIANA L. TAYLOR	Management	For
1L.	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	Management	For
1M.	ELECTION OF DIRECTOR: JAMES S. TURLEY	Management	For
1N.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	Management	For
2.	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For
3.	ADVISORY APPROVAL OF CITI'S 2013 EXECUTIVE COMPENSATION.	Management	Abstain
4.	APPROVAL OF THE CITIGROUP 2014 STOCK INCENTIVE PLAN.	Management	For
5.	STOCKHOLDER PROPOSAL REQUESTING THAT EXECUTIVES RETAIN A SIGNIFICANT PORTION OF THEIR STOCK UNTIL REACHING NORMAL RETIREMENT AGE.	Shareholder	Against
6.	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND GRASSROOTS	Shareholder	Against

LOBBYING CONTRIBUTIONS.
STOCKHOLDER PROPOSAL
REQUESTING

- | | | | | |
|----|--|-------------|---------|-----|
| 7. | THAT THE BOARD INSTITUTE A POLICY TO MAKE IT MORE PRACTICAL TO DENY INDEMNIFICATION FOR DIRECTORS. | Shareholder | Against | For |
| 8. | REQUESTING PROXY ACCESS FOR SHAREHOLDERS. | Shareholder | Against | For |

PRAXAIR, INC.

Security	74005P104	Meeting Type	Annual
Ticker Symbol	PX	Meeting Date	22-Apr-2014
ISIN	US74005P1049	Agenda	933933803 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN F. ANGEL	Management	For	For
1B.	ELECTION OF DIRECTOR: OSCAR BERNARDES	Management	For	For
1C.	ELECTION OF DIRECTOR: NANCE K. DICCIANI	Management	For	For
1D.	ELECTION OF DIRECTOR: EDWARD G. GALANTE	Management	For	For
1E.	ELECTION OF DIRECTOR: CLAIRE W. GARGALLI	Management	For	For
1F.	ELECTION OF DIRECTOR: IRA D. HALL	Management	For	For
1G.	ELECTION OF DIRECTOR: RAYMOND W. LEBOEUF	Management	For	For
1H.	ELECTION OF DIRECTOR: LARRY D. MCVAY	Management	For	For
1I.	ELECTION OF DIRECTOR: DENISE L. RAMOS	Management	For	For
1J.	ELECTION OF DIRECTOR: WAYNE T. SMITH	Management	For	For
1K.	ELECTION OF DIRECTOR: ROBERT L. WOOD	Management	For	For
2.	TO APPROVE, ON AN ADVISORY AND NON-BINDING BASIS, THE COMPENSATION OF PRAXAIR'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	TO APPROVE THE AMENDED AND RESTATED 2009 PRAXAIR, INC. LONG TERM INCENTIVE PLAN.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF THE	Management	For	For

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

INDEPENDENT AUDITOR.

THE PNC FINANCIAL SERVICES GROUP, INC.

Security	693475105	Meeting Type	Annual
Ticker Symbol	PNC	Meeting Date	22-Apr-2014
ISIN	US6934751057	Agenda	933934576 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD O. BERNDT	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1C.	ELECTION OF DIRECTOR: PAUL W. CHELLGREN	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	Management	For	For
1E.	ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN	Management	For	For
1F.	ELECTION OF DIRECTOR: KAY COLES JAMES	Management	For	For
1G.	ELECTION OF DIRECTOR: RICHARD B. KELSON	Management	For	For
1H.	ELECTION OF DIRECTOR: ANTHONY A. MASSARO	Management	For	For
1I.	ELECTION OF DIRECTOR: JANE G. PEPPER	Management	For	For
1J.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	Management	For	For
1K.	ELECTION OF DIRECTOR: LORENE K. STEFFES	Management	For	For
1L.	ELECTION OF DIRECTOR: DENNIS F. STRIGL	Management	For	For
1M.	ELECTION OF DIRECTOR: THOMAS J. USHER	Management	For	For
1N.	ELECTION OF DIRECTOR: GEORGE H. WALLS, JR.	Management	For	For
1O.	ELECTION OF DIRECTOR: HELGE H. WEHMEIER	Management	For	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.		Shareholder	Against	For

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

A SHAREHOLDER PROPOSAL
REGARDING A
REPORT ON GREENHOUSE GAS
EMISSIONS
OF BORROWERS AND EXPOSURE TO
CLIMATE CHANGE RISK.

RPC, INC.

Security	749660106	Meeting Type	Annual
Ticker Symbol	RES	Meeting Date	22-Apr-2014
ISIN	US7496601060	Agenda	933942840 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. RANDALL ROLLINS		For	For
	2 HENRY B. TIPPIE		For	For
	3 JAMES B. WILLIAMS		For	For
	TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014	Management	For	For
2.	TO APPROVE THE PROPOSED 2014 STOCK INCENTIVE PLAN	Management	For	For
3.	TO HOLD A NONBINDING VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	TO VOTE ON THE STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A SUSTAINABILITY REPORT	Shareholder	Against	For

HERA SPA, BOLOGNA

Security	T5250M106	Meeting Type	MIX
Ticker Symbol		Meeting Date	23-Apr-2014
ISIN	IT0001250932	Agenda	705108911 - Management

Item	Proposal	Type	Vote	For/Against Management
	CMMT PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 287860 DUE TO RECEIPT OF S-LATES FOR DIRECTORS' AND AUDITORS' NAMES UNDER RESOLUTIONS O.4 AND O.6 AND APP-LYING SPIN	Non-Voting		

CONTROL.
 ALL VOTES RECEIVED ON THE
 PREVIOUS
 MEETING WILL BE DISREGARDED
 AND YOU
 WILL NEED TO REINSTRUCT ON THIS
 MEETING NOTICE. THANK YOU.
 PLEASE NOTE THAT THE ITALIAN
 LANGUAGE AGENDA IS AVAILABLE

CMMT	BY CLICKING ON THE U-RL LINK: https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_194161.P-DF AMENDMENT OF ARTICLE 16.1 OF THE ARTICLES OF ASSOCIATION AS	Non-Voting		
E.1	AMENDED BY THE TRANSITORY CLAUSE OF SAID ARTICLES OF ASSOCIATION AMENDMENT OF ARTICLE 17.2 OF THE ARTICLES OF ASSOCIATION AS	Management	For	For
E.2	AMENDED BY THE TRANSITORY CLAUSE OF SAID ARTICLES OF ASSOCIATION APPROVAL OF THE MERGER BY INCORPORATION OF AMGA AZIENDA MULTISERVIZI S.P.A. INTO HERA S.P.A. PURSUANT TO ARTICLE 2501 ET. SEQ.	Management	For	For
E.3	OF THE ITALIAN CIVIL CODE AND THE CONSEQUENT AMENDMENT OF PARAGRAPH 5.1 OF THE ARTICLES OF ASSOCIATION FINANCIAL STATEMENTS AS OF 31 DECEMBER 2013, DIRECTORS' REPORT, PROPOSAL TO DISTRIBUTE THE PROFIT,	Management	For	For
O.1	AND REPORT OF THE BOARD OF STATUTORY AUDITORS PRESENTATION OF THE CORPORATE GOVERNANCE REPORT AND REMUNERATION POLICY	Management	For	For
O.2	RESOLUTIONS RENEWAL OF THE AUTHORISATION TO PURCHASE TREASURY SHARES AND PROCEDURES FOR ARRANGEMENT OF THE SAME	Management	For	For
O.3		Management	For	For
CMMT		Non-Voting		

PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS BOARD OF DIRECTORS, THERE IS ONLY 1 SLATE 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.

PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS: MAJORITY LIST:

O.4.1	TOMASO TOMMASI DI VIGNANO, STEFANO VENIER, GIOVANNI BASILE, GIORGIA GAGLIARRII, STEFANO MANARA, DANILO MANFREDI, FORTE CLO, TIZIANA PRIMORI, LUCA MANDRIOLI, CESARE PILLON, RICCARDO ILLY AND ENEA SERMASI	Shareholder	For	Against
-------	--	-------------	-----	---------

O.4.2	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: APPOINTMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS: MINORITY LIST: MARA BERNARDINI, MASSIMO GIUSTI AND BRUNO TANI	Shareholder	No Action	
-------	--	-------------	--------------	--

O.5	DETERMINATION OF FEES FOR MEMBERS OF THE BOARD OF DIRECTORS	Management	For	For
-----	---	------------	-----	-----

CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 OPTIONS TO INDICATE A PREFERENCE ON THIS-RESOLUTION, ONLY ONE CAN BE SELECTED. THE STANDING INSTRUCTIONS FOR THIS MEETING WILL BE	Non-Voting		
------	---	------------	--	--

DISABLED AND,
 IF YOU CHOOSE, YOU ARE REQUIRED
 TO
 VOTE FOR ONLY 1 O-F THE 2 OPTIONS
 BELOW, YOUR OTHER VOTES MUST
 BE
 EITHER AGAINST OR ABSTAIN.
 THA-NK YOU.

PLEASE NOTE THAT THIS IS A
 SHAREHOLDERS' PROPOSAL:
 APPOINTMENT OF THE MEMBERS OF
 THE
 BOARD OF STATUTORY AUDITORS
 AND OF
 THE CHAIRMAN: MAJORITY LIST:

O.6.1 MARIANNA Shareholder Against For
 GIROLOMINI - CANDIDATE STANDING
 AUDITOR, ANTONIO GAIANI -
 CANDIDATE
 STANDING AUDITOR AND VALERIA
 BORTOLOTTI - CANDIDATE
 ALTERNATE
 AUDITOR

PLEASE NOTE THAT THIS IS A
 SHAREHOLDERS' PROPOSAL:
 APPOINTMENT OF THE MEMBERS OF
 THE
 BOARD OF STATUTORY AUDITORS
 AND OF

O.6.2 THE CHAIRMAN: MINORITY LIST: Shareholder Abstain Against
 SERGIO
 SANTI - CANDIDATE STANDING
 AUDITOR;
 VIOLETTA FRASNEDI - CANDIDATE
 ALTERNATE AUDITOR

O.7 DETERMINATION OF FEES FOR
 MEMBERS Management For For
 OF THE BOARD OF STATUTORY
 AUDITORS

O.8 APPOINTMENT OF INDEPENDENT
 AUDITORS Management For For
 FOR THE STATUTORY AUDIT FOR THE
 YEARS 2015 2023

THE COCA-COLA COMPANY

Security	191216100	Meeting Type	Annual
Ticker Symbol	KO	Meeting Date	23-Apr-2014
ISIN	US1912161007	Agenda	933928256 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: HERBERT A. ALLEN		
1B.	ELECTION OF DIRECTOR: RONALD W. ALLEN	Management	For
1C.	ELECTION OF DIRECTOR: ANA BOTIN	Management	For
1D.	ELECTION OF DIRECTOR: HOWARD G. BUFFETT	Management	For
1E.	ELECTION OF DIRECTOR: RICHARD M. DALEY	Management	For
1F.	ELECTION OF DIRECTOR: BARRY DILLER	Management	For
1G.	ELECTION OF DIRECTOR: HELENE D. GAYLE	Management	For
1H.	ELECTION OF DIRECTOR: EVAN G. GREENBERG	Management	For
1I.	ELECTION OF DIRECTOR: ALEXIS M. HERMAN	Management	For
1J.	ELECTION OF DIRECTOR: MUHTAR KENT	Management	For
1K.	ELECTION OF DIRECTOR: ROBERT A. KOTICK	Management	For
1L.	ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO	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
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
3.	APPROVAL OF THE COCA-COLA COMPANY 2014 EQUITY PLAN	Management	Against
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Management	For
5.	SHAREOWNER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN	Shareholder	Against

GENERAL ELECTRIC COMPANY

Security	369604103	Meeting Type	Annual
Ticker Symbol	GE	Meeting Date	23-Apr-2014
ISIN	US3696041033	Agenda	933932534 - Management

Item	Proposal	Type	Vote	For/Against Management
A1		Management	For	For

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

	ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE			
A2	ELECTION OF DIRECTOR: JOHN J. BRENNAN	Management	For	For
A3	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For	For
A4	ELECTION OF DIRECTOR: FRANCISCO D'SOUZA	Management	For	For
A5	ELECTION OF DIRECTOR: MARIJN E. DEKKERS	Management	For	For
A6	ELECTION OF DIRECTOR: ANN M. FUDGE	Management	For	For
A7	ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD	Management	For	For
A8	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	Management	For	For
A9	ELECTION OF DIRECTOR: ANDREA JUNG	Management	For	For
A10	ELECTION OF DIRECTOR: ROBERT W. LANE	Management	For	For
A11	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For	For
A12	ELECTION OF DIRECTOR: JAMES J. MULVA	Management	For	For
A13	ELECTION OF DIRECTOR: JAMES E. ROHR	Management	For	For
A14	ELECTION OF DIRECTOR: MARY L. SCHAPIRO	Management	For	For
A15	ELECTION OF DIRECTOR: ROBERT J. SWIERINGA	Management	For	For
A16	ELECTION OF DIRECTOR: JAMES S. TISCH	Management	For	For
A17	ELECTION OF DIRECTOR: DOUGLAS A. WARNER III	Management	For	For
B1	ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION	Management	Abstain	Against
B2	RATIFICATION OF SELECTION OF INDEPENDENT AUDITOR FOR 2014	Management	For	For
C1	CUMULATIVE VOTING	Shareholder	Against	For
C2	SENIOR EXECUTIVES HOLD OPTION SHARES FOR LIFE	Shareholder	Against	For
C3	MULTIPLE CANDIDATE ELECTIONS	Shareholder	Against	For
C4	RIGHT TO ACT BY WRITTEN CONSENT	Shareholder	Against	For
C5	CESSATION OF ALL STOCK OPTIONS AND BONUSES	Shareholder	Against	For
C6	SELL THE COMPANY	Shareholder	Against	For

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

CIGNA CORPORATION

Security	125509109	Meeting Type	Annual
Ticker Symbol	CI	Meeting Date	23-Apr-2014
ISIN	US1255091092	Agenda	933933372 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: ERIC J. FOSS	Management	For	For
1.2	ELECTION OF DIRECTOR: ROMAN MARTINEZ IV	Management	For	For
1.3	ELECTION OF DIRECTOR: WILLIAM D. ZOLLARS	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CIGNA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	ADVISORY APPROVAL OF CIGNA'S EXECUTIVE COMPENSATION.	Management	Abstain	Against

TEXTRON INC.

Security	883203101	Meeting Type	Annual
Ticker Symbol	TXT	Meeting Date	23-Apr-2014
ISIN	US8832031012	Agenda	933935097 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SCOTT C. DONNELLY	Management	For	For
1B.	ELECTION OF DIRECTOR: KATHLEEN M. BADER	Management	For	For
1C.	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES T. CONWAY	Management	For	For
1E.	ELECTION OF DIRECTOR: IVOR J. EVANS	Management	For	For
1F.	ELECTION OF DIRECTOR: LAWRENCE K. FISH	Management	For	For
1G.	ELECTION OF DIRECTOR: PAUL E. GAGNE	Management	For	For
1H.	ELECTION OF DIRECTOR: DAIN M. HANCOCK	Management	For	For
1I.	ELECTION OF DIRECTOR: LORD POWELL OF BAYSWATER KCMG	Management	For	For
1J.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	Management	For	For
1K.	ELECTION OF DIRECTOR: JAMES L. ZIEMER	Management	For	For

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

2.	APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER ACTION BY WRITTEN CONSENT.	Shareholder	Against	For

HCA HOLDINGS, INC

Security	40412C101	Meeting Type	Annual
Ticker Symbol	HCA	Meeting Date	23-Apr-2014
ISIN	US40412C1018	Agenda	933935201 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD M. BRACKEN		For	For
	2 R. MILTON JOHNSON		For	For
	3 ROBERT J. DENNIS		For	For
	4 NANCY-ANN DEPARLE		For	For
	5 THOMAS F. FRIST III		For	For
	6 WILLIAM R. FRIST		For	For
	7 ANN H. LAMONT		For	For
	8 JAY O. LIGHT		For	For
	9 GEOFFREY G. MEYERS		For	For
	10 MICHAEL W. MICHELSON		For	For
	11 STEPHEN G. PAGLIUCA		For	For
	12 WAYNE J. RILEY, M.D.		For	For
	13 JOHN W. ROWE, M.D.		For	For

2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
	FOR THE YEAR ENDING DECEMBER 31, 2014			

3.	TO APPROVE THE HCA HOLDINGS, INC.	Management	For	For
----	-----------------------------------	------------	-----	-----

4.	EMPLOYEE STOCK PURCHASE PLAN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain	Against
----	--	------------	---------	---------

NEWMONT MINING CORPORATION

Security	651639106	Meeting Type	Annual
Ticker Symbol	NEM	Meeting Date	23-Apr-2014
ISIN	US6516391066	Agenda	933935225 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

1A.	ELECTION OF DIRECTOR: B.R. BROOK	Management	For	For
1B.	ELECTION OF DIRECTOR: J.K. BUCKNOR	Management	For	For
1C.	ELECTION OF DIRECTOR: V.A. CALARCO	Management	For	For
1D.	ELECTION OF DIRECTOR: J.A. CARRABBA	Management	For	For
1E.	ELECTION OF DIRECTOR: N. DOYLE	Management	For	For
1F.	ELECTION OF DIRECTOR: G.J. GOLDBERG	Management	For	For
1G.	ELECTION OF DIRECTOR: V.M. HAGEN	Management	For	For
1H.	ELECTION OF DIRECTOR: J. NELSON	Management	For	For
1I.	ELECTION OF DIRECTOR: D.C. ROTH	Management	For	For
2.	RATIFY APPOINTMENT OF INDEPENDENT AUDITORS FOR 2014.	Management	For	For
3.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	STOCKHOLDER PROPOSAL REGARDING POLITICAL SPENDING DISCLOSURE.	Shareholder	Against	For

E. I. DU PONT DE NEMOURS AND COMPANY

Security	263534109	Meeting Type	Annual
Ticker Symbol	DD	Meeting Date	23-Apr-2014
ISIN	US2635341090	Agenda	933935338 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LAMBERTO ANDREOTTI	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD H. BROWN	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT A. BROWN	Management	For	For
1D.	ELECTION OF DIRECTOR: BERTRAND P. COLLOMB	Management	For	For
1E.	ELECTION OF DIRECTOR: CURTIS J. CRAWFORD	Management	For	For
1F.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	Management	For	For
1G.	ELECTION OF DIRECTOR: ELEUTHERE I. DU PONT	Management	For	For
1H.	ELECTION OF DIRECTOR: MARILLYN A. HEWSON	Management	For	For
1I.		Management	For	For

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

	ELECTION OF DIRECTOR: LOIS D. JULIBER			
1J.	ELECTION OF DIRECTOR: ELLEN J. KULLMAN	Management	For	For
1K.	ELECTION OF DIRECTOR: LEE M. THOMAS	Management	For	For
1L.	ELECTION OF DIRECTOR: PATRICK J. WARD	Management	For	For
2.	ON RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	ON POLITICAL SPENDING	Shareholder	Against	For
5.	ON HERBICIDE USE	Shareholder	Against	For
6.	ON PLANT CLOSURE	Shareholder	Against	For
7.	ON ACCELERATION OF EQUITY AWARDS	Shareholder	Against	For

EATON CORPORATION PLC

Security	G29183103	Meeting Type	Annual
Ticker Symbol	ETN	Meeting Date	23-Apr-2014
ISIN	IE00B8KQN827	Agenda	933937243 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GEORGE S. BARRETT	Management	For	For
1B.	ELECTION OF DIRECTOR: TODD M. BLUEDORN	Management	For	For
1C.	ELECTION OF DIRECTOR: CHRISTOPHER M. CONNOR	Management	For	For
1D.	ELECTION OF DIRECTOR: MICHAEL J. CRITELLI	Management	For	For
1E.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	Management	For	For
1F.	ELECTION OF DIRECTOR: CHARLES E. GOLDEN	Management	For	For
1G.	ELECTION OF DIRECTOR: LINDA A. HILL	Management	For	For
1H.	ELECTION OF DIRECTOR: ARTHUR E. JOHNSON	Management	For	For
1I.	ELECTION OF DIRECTOR: NED C. LAUTENBACH	Management	For	For
1J.	ELECTION OF DIRECTOR: DEBORAH L. MCCOY	Management	For	For
1K.	ELECTION OF DIRECTOR: GREGORY R. PAGE	Management	For	For
1L.	ELECTION OF DIRECTOR: GERALD B. SMITH	Management	For	For

- APPROVING THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR
2. FOR 2014 AND AUTHORIZING THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET ITS REMUNERATION.
3. ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. AUTHORIZING THE COMPANY OR ANY SUBSIDIARY OF THE COMPANY TO MAKE OVERSEAS MARKET PURCHASES OF COMPANY SHARES.
4. BOUYGUES, PARIS

Security	F11487125	Meeting Type	MIX
Ticker Symbol		Meeting Date	24-Apr-2014
ISIN	FR0000120503	Agenda	705003806 - Management

Item	Proposal	Type	Vote	For/Against Management
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. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.	Non-Voting		
CMMT		Non-Voting		

09 APR 2014: PLEASE NOTE THAT
 IMPORTANT ADDITIONAL MEETING
 INFORMATION IS AVAI-LABLE
 BY CLICKING
 ON THE MATERIAL URL LINK:-
<https://balo.journal-officiel.gouv.fr/pdf/2014/0305/2014030514005-18.pdf>.PLEASE NOTE THAT THIS IS A
 REVISION DUE TO RECEIPT OF
 ADDITIONAL

CMMT URL:-<http://www.journal-officiel.gouv.fr/pdf/2014/0409/201404091401041.pdf> AND CHA-NGE IN RECORD DATE
 FROM
 17 APR 14 TO 16 APR 14. IF YOU HAVE
 ALREADY SENT IN YO-UR VOTES,
 PLEASE
 DO NOT RETURN THIS PROXY FORM
 UNLESS YOU DECIDE TO AMEND
 YOUR-
 ORIGINAL INSTRUCTIONS. THANK
 YOU

O.1	Approval of the annual corporate financial statements and transactions for the financial year ended on December 31, 2013	Management	For	For
O.2	Approval of the consolidated financial statements and transactions for the financial year ended on December 31, 2013	Management	For	For
O.3	Allocation of income and setting the dividend	Management	For	For
O.4	Approval of the regulated agreements and commitments	Management	For	For
O.5	Renewal of term of Mr. Herve Le Bouc as Board member	Management	For	For
O.6	Renewal of term of Mr. Helman le Pas de Secheval as Board member	Management	For	For
O.7	Renewal of term of Mr. Nonce Paolini as Board member	Management	For	For
O.8	Review and approval of the components of the compensation owed or paid to Mr. Martin Bouygues for the 2013 financial year	Management	For	For
O.9	Review and approval of the components of the compensation owed or paid to Mr. Olivier Bouygues for the 2013 financial year	Management	For	For

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

O.10	Authorization granted to the Board of Directors to allow the Company to trade in its own shares	Management	For	For
E.11	Authorization granted to the Board of Directors to reduce share capital by cancellation of treasury shares of the Company	Management	For	For
E.12	Authorization granted to the Board of Directors to grant share subscription or purchase options	Management	For	For
E.13	Delegation of authority granted to the Board of Directors to issue share subscription warrants during public offering period involving shares of the Company	Management	For	For
E.14	Authorization granted to the Board of Directors to use the delegations and authorizations to increase share capital during public offering period involving shares of the Company	Management	For	For
E.15	Amendment to Article 13 of the bylaws to authorizing the appointment of Board members representing employees	Management	For	For
E.16	Powers to carry out all legal formalities	Management	For	For

HEINEKEN HOLDING NV, AMSTERDAM
 Security N39338194 Meeting Type Annual General Meeting
 Ticker Symbol Meeting Date 24-Apr-2014
 ISIN NL0000008977 Agenda 705041995 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 293209 DUE TO ADDITION OF-RESOLUTION "2". ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED-AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting		
1	Report for the 2013 financial year	Non-Voting		
2	Implementation of the remuneration policy for the executive member of the Board of Directors	Non-Voting		
3		Management	For	For

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

	Adoption of the financial statements for the 2013 financial year			
4	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		
5	Discharge of the members of the Board of Directors	Management	For	For
6.a	Authorisation of the Board of Directors to acquire own shares	Management	For	For
6.b	Authorisation of the Board of Directors to issue (rights to) shares	Management	For	For
6.c	Authorisation of the Board of Directors to restrict or exclude shareholders' pre-emptive rights	Management	Against	Against
7	Appointment Deloitte Accountants B.V. as an external auditor	Management	For	For
8.a	Re-appointment of Mr J.A. Fernandez Carbajal as a non-executive member of the Board of Directors	Management	For	For
8.b	Retirement of Mr K. Vuursteen from the Board of Directors	Management	For	For

27 MAR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN AUDITOR NAME-IN RESOLUTION 7. IF YOU HAVE CMMT ALREADY SENT IN YOUR VOTES FOR MID: 295580, PLEASE DO NOT REVOTE ON THIS MEETING UNLESS YOU DECIDE TO AMEND YOUR INSTRUCTIONS.

VEOLIA ENVIRONNEMENT, PARIS

Security	F9686M107	Meeting Type	MIX
Ticker Symbol		Meeting Date	24-Apr-2014
ISIN	FR0000124141	Agenda	705130285 - Management

Item	Proposal	Type	Vote	For/Against Management
	CMMT PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 310332	Non-Voting		

DUE TO
ADDITION OF-RESOLUTION O.11. ALL
VOTES
RECEIVED ON THE PREVIOUS
MEETING
WILL BE DISREGARDE-D AND YOU
WILL
NEED TO REINSTRUCT ON THIS
MEETING
NOTICE. THANK YOU.
PLEASE NOTE THAT IMPORTANT
ADDITIONAL MEETING INFORMATION
IS

CMMT AVAILABLE BY CLIC-KING ON THE Non-Voting
MATERIAL

URL LINK: <https://balo.journal-officiel.gouv.fr/pdf/2014/-0407/201404071400993.pdf>
THE FOLLOWING APPLIES TO
SHAREHOLDERS THAT DO NOT HOLD
SHARES DIRECTLY WITH A-FRENCH
CUSTODIAN: PROXY CARDS: VOTING
INSTRUCTIONS WILL BE FORWARDED
TO
THE GL-OBAL CUSTODIANS ON THE
VOTE

CMMT DEADLINE DATE. IN CAPACITY AS Non-Voting
REGISTERED INTERMEDI-ARY, THE
GLOBAL

CUSTODIANS WILL SIGN THE PROXY
CARDS
AND FORWARD THEM TO THE L-OCAL
CUSTODIAN. IF YOU REQUEST MORE
INFORMATION, PLEASE CONTACT
YOUR
CLIENT RE-PRESENTATIVE.
PLEASE NOTE IN THE FRENCH
MARKET

CMMT THAT THE ONLY VALID VOTE Non-Voting
OPTIONS ARE

"FOR" AN-D "AGAINST" A VOTE OF
"ABSTAIN"
WILL BE TREATED AS AN "AGAINST"
VOTE.

O.1 APPROVAL OF THE ANNUAL For For
CORPORATE

FINANCIAL STATEMENTS FOR THE
2013
FINANCIAL YEAR

O.2 APPROVAL OF THE CONSOLIDATED For For
FINANCIAL STATEMENTS FOR THE

	2013 FINANCIAL YEAR		
O.3	APPROVAL OF NON-TAX DEDUCTIBLE COSTS AND EXPENSES PURSUANT TO ARTICLE 39-4 OF THE GENERAL TAX CODE	Management	For
O.4	ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR AND PAYMENT OF THE DIVIDEND	Management	For
O.5	OPTION FOR PAYMENT OF THE DIVIDEND IN SHARES	Management	For
O.6	APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS (OUTSIDE OF THE AMENDMENT TO AGREEMENTS AND COMMITMENTS REGARDING THE EXECUTIVE CORPORATE OFFICER.)	Management	For
O.7	APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS (AMENDMENT TO AGREEMENTS AND COMMITMENTS REGARDING THE EXECUTIVE CORPORATE OFFICER.)	Management	For
O.8	APPROVAL OF THE COMMITMENT PURSUANT TO ARTICLE L.225-42-1 OF THE COMMERCIAL CODE BENEFITING MR. ANTOINE FREROT, EXECUTIVE CORPORATE OFFICER	Management	For
O.9	RENEWAL OF TERM OF MR. ANTOINE FREROT AS BOARD MEMBER	Management	For
O.10	RENEWAL OF TERM OF MR. DANIEL BOUTON AS BOARD MEMBER	Management	For
O.11	RENEWAL OF TERM OF GROUPE INDUSTRIEL MARCEL DASSAULT REPRESENTED BY MR. OLIVIER COSTA DE BEAUREGARD AS BOARD MEMBER	Management	For
O.12	RENEWAL OF TERM OF QATARI DIAR REAL ESTATE INVESTMENT COMPANY REPRESENTED BY MR. KHALED AL SAYED AS BOARD MEMBER	Management	For
O.13	REVIEW OF THE COMPENSATION OWED OR	Management	For

	PAID TO MR. ANTOINE FREROT, CHAIRMAN AND CEO FOR THE 2013 FINANCIAL YEAR AND THE 2014 COMPENSATION POLICY		
O.14	SETTING THE ANNUAL AMOUNT OF ATTENDANCE ALLOWANCES TO BE ALLOCATED TO THE BOARD OF DIRECTORS	Management	For
O.15	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN COMPANY'S SHARES	Management	For
E.16	DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO CAPITAL AND/OR SECURITIES ENTITLING TO THE ALLOTMENT OF DEBT SECURITIES WHILE MAINTAINING PREFERENTIAL SUBSCRIPTION RIGHTS	Management	For
E.17	DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO CAPITAL AND/OR SECURITIES ENTITLING TO THE ALLOTMENT OF DEBT SECURITIES WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS VIA PUBLIC OFFERING	Management	Against
E.18	DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO CAPITAL AND/OR SECURITIES ENTITLING TO THE ALLOTMENT OF DEBT SECURITIES WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS VIA A	Management	Against

	PRIVATE PLACEMENT PURSUANT TO ARTICLE L.411- 2, II OF THE MONETARY AND FINANCIAL CODE OPTION TO ISSUE SHARES OR SECURITIES GIVING ACCESS TO CAPITAL WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS, IN CONSIDERATION FOR IN-KIND CONTRIBUTIONS OF EQUITY SECURITIES OR SECURITIES GIVING ACCESS TO CAPITAL DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS		
E.19		Management	Against Against
	TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN CASE OF CAPITAL INCREASE WITH OR WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS		
E.20		Management	Against Against
	TO DECIDE TO INCREASE SHARE CAPITAL BY INCORPORATION OF RESERVES, PROFITS, PREMIUMS OR OTHERWISE DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL BY ISSUING SHARES OR SECURITIES GIVING		
E.21		Management	For For
	ACCESS TO CAPITAL RESERVED FOR MEMBERS OF COMPANY SAVINGS PLANS WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS IN FAVOR OF THE LATTER		
E.22		Management	Against Against
	DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE		
E.23		Management	Against Against

CAPITAL
 BY ISSUING SHARES RESERVED FOR
 CATEGORIES OF BENEFICIARIES WITH
 CANCELLATION OF PREFERENTIAL
 SUBSCRIPTION RIGHTS IN FAVOR OF
 THE
 LATTER
 DELEGATION TO THE BOARD OF
 DIRECTORS TO REDUCE CAPITAL BY
 CANCELLATION OF TREASURY
 SHARES

E.24 Management ~~For~~ For

AMENDMENT TO ARTICLE 11 OF THE
 BYLAWS FOR THE PURPOSE OF
 SPECIFYING THE TERMS FOR
 APPOINTING

E.25 Management ~~For~~ For

DIRECTORS REPRESENTING
 EMPLOYEES
 PURSUANT TO THE PROVISIONS OF
 THE
 JUNE 14, 2013 ACT ON EMPLOYMENT
 SECURITY

OE.26 Management ~~For~~ For

POWERS TO CARRY OUT ALL LEGAL
 FORMALITIES

LEXICON PHARMACEUTICALS, INC.

Security	528872104	Meeting Type	Annual
Ticker Symbol	LRX	Meeting Date	24-Apr-2014
ISIN	US5288721047	Agenda	933928270 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SAMUEL L. BARKER, PH.D.		For	For
	2 CHRISTOPHER J. SOBECKI		For	For
	3 JUDITH L. SWAIN, M.D.		For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS RATIFICATION AND APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP AS	Management	Abstain	Against
3.	THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014	Management	For	For

EDISON INTERNATIONAL

Security	281020107	Meeting Type	Annual
Ticker Symbol	EIX	Meeting Date	24-Apr-2014
ISIN	US2810201077	Agenda	933932370 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAGJEET S. BINDRA	Management	For	For
1B.	ELECTION OF DIRECTOR: VANESSA C.L. CHANG	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANCE A. CORDOVA	Management	For	For
1D.	ELECTION OF DIRECTOR: THEODORE F. CRAVER, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: BRADFORD M. FREEMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: LUIS G. NOGALES	Management	For	For
1G.	ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III	Management	For	For
1H.	ELECTION OF DIRECTOR: LINDA G. STUNTZ	Management	For	For
1I.	ELECTION OF DIRECTOR: THOMAS C. SUTTON	Management	For	For
1J.	ELECTION OF DIRECTOR: ELLEN O. TAUSCHER	Management	For	For
1K.	ELECTION OF DIRECTOR: PETER J. TAYLOR	Management	For	For
1L.	ELECTION OF DIRECTOR: BRETT WHITE	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN	Shareholder	Against	For
	JOHNSON & JOHNSON			
	Security	478160104	Meeting Type	Annual
	Ticker Symbol	JNJ	Meeting Date	24-Apr-2014
	ISIN	US4781601046	Agenda	933933548 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARY SUE COLEMAN	Management	For	For
1B.		Management	For	For

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

	ELECTION OF DIRECTOR: JAMES G. CULLEN			
1C.	ELECTION OF DIRECTOR: IAN E.L. DAVIS	Management	For	For
1D.	ELECTION OF DIRECTOR: ALEX GORSKY	Management	For	For
1E.	ELECTION OF DIRECTOR: SUSAN L. LINDQUIST	Management	For	For
1F.	ELECTION OF DIRECTOR: MARK B. MCCLELLAN	Management	For	For
1G.	ELECTION OF DIRECTOR: ANNE M. MULCAHY	Management	For	For
1H.	ELECTION OF DIRECTOR: LEO F. MULLIN	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM D. PEREZ	Management	For	For
1J.	ELECTION OF DIRECTOR: CHARLES PRINCE	Management	For	For
1K.	ELECTION OF DIRECTOR: A. EUGENE WASHINGTON	Management	For	For
1L.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain	Against
3.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014	Management	For	For
4.	SHAREHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK	Shareholder	Against	For

PFIZER INC.

Security	717081103	Meeting Type	Annual
Ticker Symbol	PFE	Meeting Date	24-Apr-2014
ISIN	US7170811035	Agenda	933933738 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DENNIS A. AUSIELLO	Management	For	For
1B.	ELECTION OF DIRECTOR: W. DON CORNWELL	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANCES D. FERGUSSON	Management	For	For
1D.	ELECTION OF DIRECTOR: HELEN H. HOBBS	Management	For	For
1E.	ELECTION OF DIRECTOR: CONSTANCE J. HORNER	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES M. KILTS	Management	For	For

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

1G.	ELECTION OF DIRECTOR: GEORGE A. LORCH	Management	For	For
1H.	ELECTION OF DIRECTOR: SHANTANU NARAYEN	Management	For	For
1I.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Management	For	For
1J.	ELECTION OF DIRECTOR: IAN C. READ	Management	For	For
1K.	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Management	For	For
1L.	ELECTION OF DIRECTOR: MARC TESSIER-LAVIGNE	Management	For	For
2.	RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	APPROVAL OF PFIZER INC. 2014 STOCK PLAN	Management	Against	Against
5.	SHAREHOLDER PROPOSAL REGARDING APPROVAL OF POLITICAL CONTRIBUTIONS POLICY	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL REGARDING LOBBYING ACTIVITIES	Shareholder	Against	For
7.	SHAREHOLDER PROPOSAL REGARDING ACTION BY WRITTEN CONSENT	Shareholder	Against	For

DIEBOLD, INCORPORATED

Security	253651103	Meeting Type	Annual
Ticker Symbol	DBD	Meeting Date	24-Apr-2014
ISIN	US2536511031	Agenda	933934653 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PATRICK W. ALLENDER		For	For
	2 ROBERTO ARTAVIA		For	For
	3 BRUCE L. BYRNES		For	For
	4 PHILLIP R. COX		For	For
	5 RICHARD L. CRANDALL		For	For
	6 GALE S. FITZGERALD		For	For
	7 GARY G. GREENFIELD		For	For
	8 ANDREAS W. MATTES		For	For
	9 ROBERT S. PRATHER, JR.		For	For
	10 RAJESH K. SOIN		For	For

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

	11 HENRY D.G. WALLACE		For	For
	12 ALAN J. WEBER		For	For
	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014.			
2		Management	For	For
	TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.			
3		Management	For	For
	TO APPROVE THE DIEBOLD, INCORPORATED 2014 NON-QUALIFIED EMPLOYEE STOCK PURCHASE PLAN.			
4		Management	For	For
	TO APPROVE THE DIEBOLD, INCORPORATED AMENDED AND RESTATED 1991 EQUITY AND PERFORMANCE INCENTIVE PLAN.			
5		Management	Abstain	Against

OLIN CORPORATION

Security	680665205	Meeting Type	Annual
Ticker Symbol	OLN	Meeting Date	24-Apr-2014
ISIN	US6806652052	Agenda	933936291 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: GRAY G. BENOIST	Management	For	For
1.2	ELECTION OF DIRECTOR: RICHARD M. ROMPALA	Management	For	For
1.3	ELECTION OF DIRECTOR: JOSEPH D. RUPP	Management	For	For
	APPROVAL OF THE 2014 LONG TERM INCENTIVE PLAN AND PERFORMANCE MEASURES PURSUANT TO SECTION 162(M) OF THE INTERNAL REVENUE CODE.			
2.		Management	Against	Against
	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.			
3.		Management	Abstain	Against
	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.			
4.		Management	For	For
	SHAREHOLDER PROPOSAL REGARDING DISCLOSURE OF LOBBYING AND POLITICAL SPENDING.			
5.		Shareholder	Against	For

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

T. ROWE PRICE GROUP, INC.

Security	74144T108	Meeting Type	Annual
Ticker Symbol	TROW	Meeting Date	24-Apr-2014
ISIN	US74144T1088	Agenda	933936330 - Management

Item	Proposal	Type	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: MARK S. BARTLETT	Management	For	For
1B)	ELECTION OF DIRECTOR: EDWARD C. BERNARD	Management	For	For
1C)	ELECTION OF DIRECTOR: MARY K. BUSH	Management	For	For
1D)	ELECTION OF DIRECTOR: DONALD B. HEBB, JR.	Management	For	For
1E)	ELECTION OF DIRECTOR: DR. FREEMAN A. HRABOWSKI, III	Management	For	For
1F)	ELECTION OF DIRECTOR: JAMES A.C. KENNEDY	Management	For	For
1G)	ELECTION OF DIRECTOR: ROBERT F. MACLELLAN	Management	For	For
1H)	ELECTION OF DIRECTOR: BRIAN C. ROGERS	Management	For	For
1I)	ELECTION OF DIRECTOR: OLYMPIA J. SNOWE	Management	For	For
1J)	ELECTION OF DIRECTOR: DR. ALFRED SOMMER	Management	For	For
1K)	ELECTION OF DIRECTOR: DWIGHT S. TAYLOR	Management	For	For
1L)	ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE	Management	For	For
2)	TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3)	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For

SOUTH JERSEY INDUSTRIES, INC.

Security	838518108	Meeting Type	Annual
Ticker Symbol	SJI	Meeting Date	24-Apr-2014
ISIN	US8385181081	Agenda	933943094 - Management

Item	Proposal	Type	Vote
------	----------	------	------

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

			For/Against Management
1A.	ELECTION OF DIRECTOR: SARAH M. BARPOULIS	Management	For
1B.	ELECTION OF DIRECTOR: THOMAS A. BRACKEN	Management	For
1C.	ELECTION OF DIRECTOR: KEITH S. CAMPBELL	Management	For
1D.	ELECTION OF DIRECTOR: SHEILA HARTNETT-DEVLIN	Management	For
1E.	ELECTION OF DIRECTOR: VICTOR A. FORTKIEWICZ	Management	For
1F.	ELECTION OF DIRECTOR: EDWARD J. GRAHAM	Management	For
1G.	ELECTION OF DIRECTOR: WALTER M. HIGGINS III	Management	For
1H.	ELECTION OF DIRECTOR: SUNITA HOLZER	Management	For
1I.	ELECTION OF DIRECTOR: JOSEPH H. PETROWSKI	Management	For
1J.	ELECTION OF DIRECTOR: MICHAEL J. RENNA	Management	For
1K.	ELECTION OF DIRECTOR: FRANK L. SIMS	Management	For
2.	TO HOLD AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	Abstain
3.	TO APPROVE THE AMENDMENT OF THE RESTATED CERTIFICATE OF INCORPORATION TO MAKE THE PROVISIONS OF SECTION 14A:3-6.1 TO 14A:3-6.9 OF THE NEW JERSEY BUSINESS CORPORATION ACT APPLICABLE TO SOUTH JERSEY INDUSTRIES.	Management	For

BOYD GAMING CORPORATION

Security	103304101	Meeting Type	Annual
Ticker Symbol	BYD	Meeting Date	24-Apr-2014
ISIN	US1033041013	Agenda	933956813 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		

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

1	ROBERT L. BOUGHNER	For	For
2	WILLIAM R. BOYD	For	For
3	WILLIAM S. BOYD	For	For
4	RICHARD E. FLAHERTY	For	For
5	THOMAS V. GIRARDI	For	For
6	MARIANNE BOYD JOHNSON	For	For
7	BILLY G. MCCOY	For	For
8	KEITH E. SMITH	For	For
9	CHRISTINE J. SPADAFOR	For	For
10	PETER M. THOMAS	For	For
11	VERONICA J. WILSON	For	For

TO RATIFY THE APPOINTMENT OF DELOITTE

2. & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.

3. ADVISORY VOTE ON EXECUTIVE COMPENSATION.

AT&T INC.

Security	00206R102	Meeting Type	Annual
Ticker Symbol	T	Meeting Date	25-Apr-2014
ISIN	US00206R1023	Agenda	933930807 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Management	For	For
1B.	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Management	For	For
1C.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Management	For	For
1D.	ELECTION OF DIRECTOR: SCOTT T. FORD	Management	For	For
1E.	ELECTION OF DIRECTOR: JAMES P. KELLY	Management	For	For
1F.	ELECTION OF DIRECTOR: JON C. MADONNA	Management	For	For
1G.	ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Management	For	For
1I.	ELECTION OF DIRECTOR: BETH E. MOONEY	Management	For	For
1J.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1K.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Management	For	For

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

1L.	ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR	Management	For	For
1M.	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVE SEVERANCE POLICY.	Management	For	For
5.	POLITICAL REPORT.	Shareholder	Against	For
6.	LOBBYING REPORT.	Shareholder	Against	For
7.	WRITTEN CONSENT.	Shareholder	Against	For

GRACO INC.

Security	384109104	Meeting Type	Annual
Ticker Symbol	GGG	Meeting Date	25-Apr-2014
ISIN	US3841091040	Agenda	933931289 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PATRICK J. MCHALE	Management	For	For
1B.	ELECTION OF DIRECTOR: LEE R. MITAU	Management	For	For
1C.	ELECTION OF DIRECTOR: MARTHA A. MORFITT	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. APPROVAL, ON AN ADVISORY BASIS, OF	Management	For	For
3.	THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain	Against

ABBOTT LABORATORIES

Security	002824100	Meeting Type	Annual
Ticker Symbol	ABT	Meeting Date	25-Apr-2014
ISIN	US0028241000	Agenda	933934641 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R.J. ALPERN		For	For
	2 R.S. AUSTIN		For	For
	3 S.E. BLOUNT		For	For
	4 W.J. FARRELL		For	For
	5 E.M. LIDDY		For	For

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

6	N. MCKINSTRY	For	For
7	P.N. NOVAKOVIC	For	For
8	W.A. OSBORN	For	For
9	S.C. SCOTT III	For	For
10	G.F. TILTON	For	For
11	M.D. WHITE	For	For

2.	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS	Management	For	For
3.	SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL - GENETICALLY MODIFIED INGREDIENTS	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL - LOBBYING DISCLOSURE	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL - INCENTIVE COMPENSATION	Shareholder	Against	For

KELLOGG COMPANY

Security	487836108	Meeting Type	Annual
Ticker Symbol	K	Meeting Date	25-Apr-2014
ISIN	US4878361082	Agenda	933934805 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN BRYANT		For	For
	2 STEPHANIE A. BURNS		For	For
	3 LA J. MONTGOMERY TABRON		For	For
	4 ROGELIO REBOLLEDO		For	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	MANAGEMENT PROPOSAL TO DECLASSIFY	Management	For	For
	THE BOARD OF DIRECTORS. RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS			
4.	KELLOGG'S INDEPENDENT REGISTERED	Management	For	For
	PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.			
5.	SHAREOWNER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING A HUMAN RIGHTS REPORT.	Shareholder	Against	For

6. SHAREOWNER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, TO ADOPT SIMPLE MAJORITY VOTE.

ROWAN COMPANIES PLC

Security G7665A101

Ticker Symbol RDC

ISIN GB00B6SLMV12

Meeting Type

Meeting Date

Agenda

Annual

25-Apr-2014

933935314 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	AN ORDINARY RESOLUTION TO ELECT THOMAS P. BURKE AS A CLASS I DIRECTOR FOR A TERM TO EXPIRE AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD IN 2015.	Management	For	For
2.	AN ORDINARY RESOLUTION TO ELECT WILLIAM T. FOX III AS A CLASS I DIRECTOR FOR A TERM TO EXPIRE AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD IN 2015.	Management	For	For
3.	AN ORDINARY RESOLUTION TO ELECT SIR GRAHAM HEARNE AS A CLASS I DIRECTOR FOR A TERM TO EXPIRE AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD IN 2015.	Management	For	For
4.	AN ORDINARY RESOLUTION TO ELECT LORD MOYNIHAN AS A CLASS II DIRECTOR FOR A TERM TO EXPIRE AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD IN 2015.	Management	For	For
5.	AN ORDINARY RESOLUTION TO ELECT JOHN J. QUICKE AS A CLASS II DIRECTOR	Management	For	For

- FOR A
 TERM TO EXPIRE AT THE ANNUAL
 GENERAL
 MEETING OF SHAREHOLDERS TO BE
 HELD
 IN 2015.
 AN ORDINARY RESOLUTION TO
 ELECT W.
 MATT RALLS AS A CLASS II DIRECTOR
 FOR A
6. TERM TO EXPIRE AT THE ANNUAL Management For
 GENERAL For
 MEETING OF SHAREHOLDERS TO BE
 HELD
 IN 2015.
- AN ORDINARY RESOLUTION TO
 ELECT TORE
 I. SANDVOLD AS A CLASS II
 DIRECTOR FOR
7. A TERM TO EXPIRE AT THE ANNUAL Management For
 GENERAL MEETING OF For
 SHAREHOLDERS TO
 BE HELD IN 2015.
- AN ORDINARY RESOLUTION TO
 RATIFY THE
 AUDIT COMMITTEE'S APPOINTMENT
8. OF Management For
 DELOITTE & TOUCHE LLP AS OUR U.S. For
 INDEPENDENT REGISTERED PUBLIC
 ACCOUNTING FIRM FOR 2014.
- AN ORDINARY RESOLUTION TO
 RE-APPOINT
 DELOITTE LLP AS OUR U.K.
 STATUTORY
9. AUDITOR UNDER THE U.K. Management For
 COMPANIES ACT For
 2006 (TO HOLD OFFICE UNTIL THE
 CONCLUSION OF THE NEXT ANNUAL
 GENERAL MEETING AT WHICH
 ACCOUNTS
 ARE LAID BEFORE THE COMPANY).
- AN ORDINARY RESOLUTION TO
 AUTHORIZE
10. THE AUDIT COMMITTEE TO Management For
 DETERMINE OUR For
 U.K. STATUTORY AUDITORS'
 REMUNERATION.
11. AN ORDINARY RESOLUTION OF A Management For
 BINDING For
 VOTE TO APPROVE ROWAN
 COMPANIES

PLC'S DIRECTORS' REMUNERATION
POLICY

(IN ACCORDANCE WITH
REQUIREMENTS
APPLICABLE TO U.K. COMPANIES).

AN ORDINARY RESOLUTION OF A
NON-
BINDING ADVISORY VOTE TO
APPROVE

12. ROWAN COMPANIES PLC'S U.K.
STATUTORY Management For For
IMPLEMENTATION REPORT FOR THE
YEAR

ENDED DECEMBER 31, 2013 (IN
ACCORDANCE WITH REQUIREMENTS
APPLICABLE TO U.K. COMPANIES).

AN ORDINARY RESOLUTION OF A
NON-
BINDING ADVISORY VOTE TO
APPROVE

ROWAN COMPANIES PLC'S NAMED
EXECUTIVE OFFICER COMPENSATION
AS

13. REPORTED IN THIS PROXY
STATEMENT (IN Management Abstain Against
ACCORDANCE WITH REQUIREMENTS
APPLICABLE TO COMPANIES SUBJECT
TO

SEC REPORTING REQUIREMENTS
UNDER

THE SECURITIES AND EXCHANGE ACT
OF

1934, AS AMENDED).

GATX CORPORATION

Security 361448103

Ticker Symbol GMT

ISIN US3614481030

Meeting Type

Meeting Date

Agenda

Annual

25-Apr-2014

933937510 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: ANNE L. ARVIA	Management	For	For
1.2	ELECTION OF DIRECTOR: ERNST A. HABERLI	Management	For	For
1.3	ELECTION OF DIRECTOR: BRIAN A. KENNEY	Management	For	For
1.4	ELECTION OF DIRECTOR: JAMES B. REAM	Management	For	For
1.5	ELECTION OF DIRECTOR: ROBERT J. RITCHIE	Management	For	For
1.6		Management	For	For

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

	ELECTION OF DIRECTOR: DAVID S. SUTHERLAND			
1.7	ELECTION OF DIRECTOR: CASEY J. SYLLA	Management	For	For
1.8	ELECTION OF DIRECTOR: PAUL G. YOVOVICH	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against

WORLD WRESTLING ENTERTAINMENT, INC.

Security	98156Q108	Meeting Type	Annual
Ticker Symbol	WWE	Meeting Date	25-Apr-2014
ISIN	US98156Q1085	Agenda	933937685 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 VINCENT K. MCMAHON		For	For
	2 STUART U. GOLDFARB		For	For
	3 PATRICIA A. GOTTESMAN		For	For
	4 DAVID KENIN		For	For
	5 JOSEPH H. PERKINS		For	For
	6 FRANK A. RIDDICK, III		For	For
	7 JEFFREY R. SPEED		For	For

2.	APPROVAL OF AMENDED AND RESTATED 2007 OMNIBUS INCENTIVE PLAN. RATIFICATION OF DELOITTE & TOUCHE LLP	Management	For	For
3.	AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
4.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against

ALLEGHANY CORPORATION

Security	017175100	Meeting Type	Annual
Ticker Symbol	Y	Meeting Date	25-Apr-2014
ISIN	US0171751003	Agenda	933941280 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: REX D. ADAMS	Management	For	For
1B.		Management	For	For

	ELECTION OF DIRECTOR: IAN H. CHIPPENDALE			
1C.	ELECTION OF DIRECTOR: WESTON M. HICKS	Management	For	For
1D.	ELECTION OF DIRECTOR: JEFFERSON W. KIRBY	Management	For	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS ALLEGHANY CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2014.	Management	For	For
3.	SAY-ON-PAY: ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF ALLEGHANY CORPORATION.	Management	Abstain	Against

FERRO CORPORATION

Security	315405100	Meeting Type	Annual
Ticker Symbol	FOE	Meeting Date	25-Apr-2014
ISIN	US3154051003	Agenda	933958615 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD J. HIPPLE		For	For
	2 GREGORY E. HYLAND		For	For
	3 WILLIAM B. LAWRENCE		For	For
2.	APPROVAL OF A CONDITIONAL PROPOSAL TO AMEND THE COMPANY'S AMENDED AND RESTATED CODE OF REGULATIONS TO PROVIDE FOR THE ANNUAL ELECTION OF ALL DIRECTORS.	Management	Against	Against
3.	APPROVAL OF A CONDITIONAL PROPOSAL TO AMEND THE COMPANY'S ELEVENTH AMENDED AND RESTATED ARTICLES OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING.	Management	Against	Against
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC	Management	For	For

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

ACCOUNTING FIRM.
APPROVAL, IN A NON-BINDING
ADVISORY

5. VOTE, OF THE COMPENSATION FOR MANAGEMENT NAMED EXECUTIVE OFFICERS.

6. IF PROPERLY PRESENTED, A SHAREHOLDER PROPOSAL.

GENUINE PARTS COMPANY

Security	372460105	Meeting Type	Annual
Ticker Symbol	GPC	Meeting Date	28-Apr-2014
ISIN	US3724601055	Agenda	933928725 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DR. MARY B. BULLOCK		For	For
	2 PAUL D. DONAHUE		For	For
	3 JEAN DOUVILLE		For	For
	4 GARY P. FAYARD		For	For
	5 THOMAS C. GALLAGHER		For	For
	6 GEORGE C. "JACK" GUYNN		For	For
	7 JOHN R. HOLDER		For	For
	8 JOHN D. JOHNS		For	For
	9 MICHAEL M.E. JOHNS, M.D		For	For
	10 R.C. LOUDERMILK, JR.		For	For
	11 WENDY B. NEEDHAM		For	For
	12 JERRY W. NIX		For	For
	13 GARY W. ROLLINS		For	For

2. ADVISORY VOTE ON EXECUTIVE COMPENSATION.
RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE

3. COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.

THE BOEING COMPANY

Security	097023105	Meeting Type	Annual
Ticker Symbol	BA	Meeting Date	28-Apr-2014
ISIN	US0970231058	Agenda	933932368 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID L. CALHOUN	Management	For	For
1B.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: LINDA Z. COOK	Management	For	For
1D.		Management	For	For

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

	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN			
1E.	ELECTION OF DIRECTOR: EDMUND P. GIAMBASTIANI, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	Management	For	For
1G.	ELECTION OF DIRECTOR: EDWARD M. LIDDY	Management	For	For
1H.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: SUSAN C. SCHWAB	Management	For	For
1J.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Management	For	For
1K.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Management	For	For
2.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
3.	APPROVE THE AMENDMENT AND RESTATEMENT OF THE BOEING COMPANY 2003 INCENTIVE STOCK PLAN.	Management	For	For
4.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2014.	Management	For	For
5.	REPORT TO DISCLOSE LOBBYING.	Shareholder	Against	For
6.	RIGHT TO ACT BY WRITTEN CONSENT.	Shareholder	Against	For
7.	INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For
	HONEYWELL INTERNATIONAL INC.			
	Security 438516106	Meeting Type		Annual
	Ticker Symbol HON	Meeting Date		28-Apr-2014
	ISIN US4385161066	Agenda		933934526 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GORDON M. BETHUNE	Management	For	For
1B.	ELECTION OF DIRECTOR: KEVIN BURKE	Management	For	For
1C.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID M. COTE	Management	For	For

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

1E.	ELECTION OF DIRECTOR: D. SCOTT DAVIS	Management	For	For
1F.	ELECTION OF DIRECTOR: LINNET F. DEILY	Management	For	For
1G.	ELECTION OF DIRECTOR: JUDD GREGG	Management	For	For
1H.	ELECTION OF DIRECTOR: CLIVE HOLLICK	Management	For	For
1I.	ELECTION OF DIRECTOR: GRACE D. LIEBLEIN	Management	For	For
1J.	ELECTION OF DIRECTOR: GEORGE PAZ	Management	For	For
1K.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES	Management	For	For
1L.	ELECTION OF DIRECTOR: ROBIN L. WASHINGTON	Management	For	For
2.	APPROVAL OF INDEPENDENT ACCOUNTANTS.	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For
5.	RIGHT TO ACT BY WRITTEN CONSENT.	Shareholder	Against	For
6.	ELIMINATE ACCELERATED VESTING IN A CHANGE IN CONTROL.	Shareholder	Against	For
7.	POLITICAL LOBBYING AND CONTRIBUTIONS.	Shareholder	Against	For

FORTUNE BRANDS HOME & SECURITY, INC.

Security	34964C106	Meeting Type	Annual
Ticker Symbol	FBHS	Meeting Date	28-Apr-2014
ISIN	US34964C1062	Agenda	933934792 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: A.D. DAVID MACKAY	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID M. THOMAS	Management	For	For
1C.	ELECTION OF DIRECTOR: NORMAN H. WESLEY	Management	For	For
2	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against

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

DANONE SA, PARIS			
Security	F12033134	Meeting Type	MIX
Ticker Symbol		Meeting Date	29-Apr-2014
ISIN	FR0000120644	Agenda	704995806 - Management

Item	Proposal	Type	Vote	For/Against Management
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. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE	Non-Voting		
CMMT	DEADLINE DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.	Non-Voting		
O.1	Approval of the annual corporate financial statements for the financial year ended on December 31, 2013	Management	For	For
O.2	Approval of the consolidated financial statements for the financial year ended on December 31, 2013	Management	For	For
O.3	Allocation of income for the financial year ended on December 31, 2013 and setting the dividend at Euros 1.45 per share	Management	For	For
O.4	Option for payment of the dividend in shares	Management	For	For
O.5	Renewal of term of Mr. Bruno BONNELL as board member	Management	For	For
O.6	Renewal of term of Mr. Bernard HOURS as board member	Management	For	For
O.7		Management	For	For

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

	Renewal of term of Mrs. Isabelle SEILLIER as board member		
O.8	Renewal of term of Mr. Jean-Michel SEVERINO as board member	Management	For
O.9	Appointment of Mrs. Gaelle OLIVIER as board member	Management	For
O.10	Appointment of Mr. Lionel ZINSOU-DERLIN as board member	Management	For
O.11	Approval of the agreements pursuant to the provisions of articles L.225-38 et seq. of the commercial code	Management	For
O.12	Approval of the agreements pursuant to the provisions of articles L.225-38 et seq. of the commercial code entered into by the company with the JP Morgan group	Management	For
O.13	Approval of the executive officer employment agreement between Mr. Bernard HOURS and Danone trading B.V. and consequential amendments to the agreements and commitments pursuant to articles L.225-38 and L.225-42-1 of the commercial code relating to Mr. Bernard HOURS in the event of termination of his duties as corporate officer	Management	For
O.14	Approval of the renewal of the agreements and commitments pursuant to articles L.225-38 and L.225-42-1 of the commercial code relating to Mr. Bernard HOURS made by the company and Danone trading B.V	Management	For
O.15	Reviewing the elements of compensation owed or paid to Mr. Franck RIBOUD, CEO for the financial year ended on December 31, 2013	Management	For
O.16	Reviewing the elements of compensation owed or paid to Mr. Emmanuel FABER, deputy chief executive officer, for the financial year ended on December 31, 2013	Management	For

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

	Reviewing the elements of compensation owed			
O.17	or paid to Mr. Bernard HOURS, deputy chief executive officer, for the financial year ended on December 31, 2013	Management	For	For
O.18	Authorization to be granted to the board of directors to purchase, keep or transfer shares of the company	Management	For	For
E.19	Authorization granted to the board of directors to allocate existing shares of the company or shares to be issued with the cancellation of shareholders' preferential subscription rights	Management	Against	Against
E.20	Amendment to the bylaws regarding the appointment of directors representing employees within the board of directors	Management	For	For
E.21	Powers to carry out all legal formalities	Management	For	For

CMMT PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL
 URL LINK:-<https://balo.journal-officiel.gouv.fr/pdf/2014/0303/201403031400473.pdf>

ACCOR SA, COURCOURONNES

Security	F00189120	Meeting Type	MIX
Ticker Symbol		Meeting Date	29-Apr-2014
ISIN	FR0000120404	Agenda	705057823 - Management

Item	Proposal	Type	Vote	For/Against Management
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	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE	Non-Voting		

VOTE
 DEADLINE DATE. IN CAPACITY AS
 REGISTERED-INTERMEDIARY, THE
 GLOBAL
 CUSTODIANS WILL SIGN THE PROXY
 CARDS
 AND FORWARD-THEM TO THE LOCAL
 CUSTODIAN. IF YOU REQUEST MORE
 INFORMATION, PLEASE
 CONTACT-YOUR
 CLIENT REPRESENTATIVE.

09 APR 2014: PLEASE NOTE THAT
 IMPORTANT ADDITIONAL MEETING
 INFORMATION IS AVAI-LABLE
 BY CLICKING
 ON THE MATERIAL URL LINK:-
<https://balo.journal-officiel.gouv.fr/pdf/2014/0324/2014032414007-62.pdf>. PLEASE NOTE THAT THIS IS A
 REVISION DUE TO RECEIPT OF

CMMT

ADDITIONAL
 URL:-<http://www.journal-officiel.gouv.fr/pdf/2014/0409/201404091401005.pdf>. IF YO-U 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

1	Approval of the annual corporate financial statements for the financial year ended on December 31, 2013	Management	For	For
2	Approval of the consolidated financial statements for the financial year ended on December 31, 2013	Management	For	For
3	Allocation of income and dividend distribution EUR 0.80 per Share	Management	For	For
4	Option for payment of the dividend in shares	Management	For	For
5	Approval of regulated commitments benefiting Mr. Sebastien Bazin	Management	For	For
6	Approval of regulated agreements and commitments benefiting Mr. Sven Boinet	Management	For	For
7	Approval of a regulated commitment benefiting Mr. Denis Hennequin	Management	For	For
8		Management	For	For

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

	Approval of a regulated agreement benefiting Mr. Yann Caillere			
9	Approval of a regulated agreement benefiting Institut Paul Bocuse	Management	For	For
10	Renewal of term of Mr. Sebastien Bazin as Board member	Management	For	For
11	Renewal of term of Mrs. Iris Knobloch as Board member	Management	For	For
12	Renewal of term of Mrs. Virginie Morgon as Board member	Management	For	For
13	Appointment of Mr. Jonathan Grunzweig as Board member	Management	For	For
14	Authorization to be granted to the Board of Directors to trade in Company's shares	Management	For	For
15	Authorization to the Board of Directors to reduce share capital by cancellation of shares	Management	For	For
16	Amendment to Article 12 of the bylaws to determine the terms of appointment of Board members representing employees and to increase the minimum number of shares to be held by the Board members	Management	For	For
17	Notice on the compensation owed or paid to Mr. Denis Hennequin for the financial year ended on December 31, 2013	Management	For	For
18	Notice on the compensation owed or paid to Mr. Yann Caillere for the financial year ended on December 31, 2013	Management	For	For
19	Notice on the compensation owed or paid to Mr. Sebastien Bazin for the financial year ended on December 31, 2013	Management	For	For
20	Notice on the compensation owed or paid to Mr. Sven Boinet for the financial year ended on December 31, 2013	Management	For	For
21	Powers to carry out all legal formalities HUMANA INC.	Management	For	For
	Security 444859102	Meeting Type		Annual
	Ticker Symbol HUM	Meeting Date		29-Apr-2014
	ISIN US4448591028	Agenda		933930528 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

1A.	ELECTION OF DIRECTOR: KURT J. HILZINGER	Management	For	For
1B.	ELECTION OF DIRECTOR: BRUCE D. BROUSSARD	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANK A. D'AMELIO	Management	For	For
1D.	ELECTION OF DIRECTOR: W. ROY DUNBAR	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID A. JONES, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM J. MCDONALD	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM E. MITCHELL	Management	For	For
1H.	ELECTION OF DIRECTOR: DAVID B. NASH, M.D.	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES J. O'BRIEN	Management	For	For
1J.	ELECTION OF DIRECTOR: MARISSA T. PETERSON	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	THE APPROVAL OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE 2014 PROXY STATEMENT.	Management	Abstain	Against
4.	STOCKHOLDER PROPOSAL ON POLITICAL CONTRIBUTIONS.	Shareholder	Against	For

CORNING INCORPORATED

Security	219350105	Meeting Type	Annual
Ticker Symbol	GLW	Meeting Date	29-Apr-2014
ISIN	US2193501051	Agenda	933931215 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHANIE A. BURNS	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN A. CANNING, JR.	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: RICHARD T. CLARK		
1D.	ELECTION OF DIRECTOR: ROBERT F. CUMMINGS, JR.	Management	For
1E.	ELECTION OF DIRECTOR: JAMES B. FLAWS	Management	For
1F.	ELECTION OF DIRECTOR: DEBORAH A. HENRETTA	Management	For
1G.	ELECTION OF DIRECTOR: KURT M. LANDGRAF	Management	For
1H.	ELECTION OF DIRECTOR: KEVIN J. MARTIN	Management	For
1I.	ELECTION OF DIRECTOR: DEBORAH D. RIEMAN	Management	For
1J.	ELECTION OF DIRECTOR: HANSEL E. TOOKES II	Management	For
1K.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For
1L.	ELECTION OF DIRECTOR: MARK S. WRIGHTON	Management	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
3.	APPROVAL OF THE ADOPTION OF THE 2014 VARIABLE COMPENSATION PLAN.	Management	For
4.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CORNING'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For

DIRECTV

Security	25490A309	Meeting Type	Annual
Ticker Symbol	DTV	Meeting Date	29-Apr-2014
ISIN	US25490A3095	Agenda	933933550 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: NEIL AUSTRIAN	Management	For	For
1B.	ELECTION OF DIRECTOR: RALPH BOYD, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: ABELARDO BRU	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID DILLON	Management	For	For
1E.	ELECTION OF DIRECTOR: SAMUEL DIPIAZZA, JR.	Management	For	For

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

1F.	ELECTION OF DIRECTOR: DIXON DOLL	Management	For	For
1G.	ELECTION OF DIRECTOR: CHARLES LEE	Management	For	For
1H.	ELECTION OF DIRECTOR: PETER LUND	Management	For	For
1I.	ELECTION OF DIRECTOR: NANCY NEWCOMB	Management	For	For
1J.	ELECTION OF DIRECTOR: LORRIE NORRINGTON	Management	For	For
1K.	ELECTION OF DIRECTOR: ANTHONY VINCIQUERRA	Management	For	For
1L.	ELECTION OF DIRECTOR: MICHAEL WHITE	Management	For	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, 2014.	Management	For	For
3.	AN ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVES.	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL TO ADOPT A POLICY THAT THERE WOULD BE NO ACCELERATED VESTING OF PERFORMANCE-BASED EQUITY AWARDS UPON A CHANGE IN CONTROL.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL TO REQUIRE SENIOR EXECUTIVES TO RETAIN 50% OF NET AFTER-TAX SHARES ACQUIRED THROUGH PAY PROGRAMS UNTIL REACHING NORMAL RETIREMENT AGE.	Shareholder	Against	For

THE HERSHEY COMPANY

Security	427866108	Meeting Type	Annual
Ticker Symbol	HSY	Meeting Date	29-Apr-2014
ISIN	US4278661081	Agenda	933934831 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 P.M. ARWAY		For	For
	2 J.P. BILBREY		For	For
	3 R.F. CAVANAUGH		For	For
	4 C.A. DAVIS		For	For
	5 M.K. HABEN		For	For

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

	6	R.M. MALCOLM		For	For
	7	J.M. MEAD		For	For
	8	J.E. NEVELS		For	For
	9	A.J. PALMER		For	For
	10	T.J. RIDGE		For	For
	11	D.L. SHEDLARZ		For	For
2.		RATIFY THE APPOINTMENT OF KPMG LLP AS	Management	For	For
3.		INDEPENDENT AUDITORS FOR 2014. APPROVE, ON A NON-BINDING ADVISORY BASIS, A RESOLUTION APPROVING EXECUTIVE COMPENSATION.	Management	Abstain	Against

INTERNATIONAL BUSINESS MACHINES CORP.

Security	459200101	Meeting Type	Annual
Ticker Symbol	IBM	Meeting Date	29-Apr-2014
ISIN	US4592001014	Agenda	933935237 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: A.J.P. BELDA	Management	For	For
1B.	ELECTION OF DIRECTOR: W.R. BRODY	Management	For	For
1C.	ELECTION OF DIRECTOR: K.I. CHENAULT	Management	For	For
1D.	ELECTION OF DIRECTOR: M.L. ESKEW	Management	For	For
1E.	ELECTION OF DIRECTOR: D.N. FARR	Management	For	For
1F.	ELECTION OF DIRECTOR: S.A. JACKSON	Management	For	For
1G.	ELECTION OF DIRECTOR: A.N. LIVERIS	Management	For	For
1H.	ELECTION OF DIRECTOR: W.J. MCNERNEY, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: J.W. OWENS	Management	For	For
1J.	ELECTION OF DIRECTOR: V.M. ROMETTY	Management	For	For
1K.	ELECTION OF DIRECTOR: J.E. SPERO	Management	For	For
1L.	ELECTION OF DIRECTOR: S. TAUREL	Management	For	For
1M.	ELECTION OF DIRECTOR: L.H. ZAMBRANO	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PAGE 71)	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 72)	Management	Abstain	Against
4.	APPROVAL OF LONG-TERM INCENTIVE PERFORMANCE TERMS FOR CERTAIN EXECUTIVES PURSUANT TO SECTION 162(M) OF THE INTERNAL REVENUE CODE (PAGE	Management	For	For

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

5.	73) ADOPTION OF THE IBM 2014 EMPLOYEES STOCK PURCHASE PLAN (PAGE 76)	Management	For	For
6.	STOCKHOLDER PROPOSAL FOR DISCLOSURE OF LOBBYING POLICIES AND PRACTICES (PAGE 78)	Shareholder	Against	For
7.	STOCKHOLDER PROPOSAL ON THE RIGHT TO ACT BY WRITTEN CONSENT (PAGE 79)	Shareholder	Against	For
8.	STOCKHOLDER PROPOSAL TO LIMIT ACCELERATED EXECUTIVE PAY (PAGE 80)	Shareholder	Against	For

PACCAR INC

Security	693718108	Meeting Type	Annual
Ticker Symbol	PCAR	Meeting Date	29-Apr-2014
ISIN	US6937181088	Agenda	933936328 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JOHN M. FLUKE, JR.	Management	For	For
1.2	ELECTION OF DIRECTOR: KIRK S. HACHIGIAN	Management	For	For
1.3	ELECTION OF DIRECTOR: RODERICK C. MCGEARY	Management	For	For
1.4	ELECTION OF DIRECTOR: MARK A. SCHULZ	Management	For	For
2.	RESTRICTED STOCK AND DEFERRED COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	STOCKHOLDER PROPOSAL REGARDING THE SUPERMAJORITY VOTE PROVISIONS	Shareholder	Against	For

WELLS FARGO & COMPANY

Security	949746101	Meeting Type	Annual
Ticker Symbol	WFC	Meeting Date	29-Apr-2014
ISIN	US9497461015	Agenda	933937089 - Management

Item	Proposal	Type	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: JOHN D. BAKER II	Management	For	For

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

1B)	ELECTION OF DIRECTOR: ELAINE L. CHAO	Management	For	For
1C)	ELECTION OF DIRECTOR: JOHN S. CHEN	Management	For	For
1D)	ELECTION OF DIRECTOR: LLOYD H. DEAN	Management	For	For
1E)	ELECTION OF DIRECTOR: SUSAN E. ENGEL	Management	For	For
1F)	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Management	For	For
1G)	ELECTION OF DIRECTOR: DONALD M. JAMES	Management	For	For
1H)	ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	Management	For	For
1I)	ELECTION OF DIRECTOR: FEDERICO F. PENA	Management	For	For
1J)	ELECTION OF DIRECTOR: JAMES H. QUIGLEY	Management	For	For
1K)	ELECTION OF DIRECTOR: JUDITH M. RUNSTAD	Management	For	For
1L)	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Management	For	For
1M)	ELECTION OF DIRECTOR: JOHN G. STUMPF	Management	For	For
1N)	ELECTION OF DIRECTOR: SUSAN G. SWENSON	Management	For	For
2.	VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	Abstain	Against
3.	ADOPT A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN.	Management	For	For
4.	REVIEW AND REPORT ON INTERNAL CONTROLS OVER THE COMPANY'S MORTGAGE SERVICING AND FORECLOSURE PRACTICES.	Shareholder	Against	For
5.		Shareholder	Against	For

EARTHLINK HOLDINGS CORP.

Security 27033X101

Ticker Symbol ELNK

ISIN

Meeting Type

Meeting Date

Agenda

Annual

29-Apr-2014

933938423 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: SUSAN D. BOWICK		
1B.	ELECTION OF DIRECTOR: JOSEPH F. EAZOR	Management	For
1C.	ELECTION OF DIRECTOR: DAVID A. KORETZ	Management	For
1D.	ELECTION OF DIRECTOR: KATHY S. LANE	Management	For
1E.	ELECTION OF DIRECTOR: GARRY K. MCGUIRE	Management	For
1F.	ELECTION OF DIRECTOR: R. GERARD SALEMME	Management	For
1G.	ELECTION OF DIRECTOR: JULIE A. SHIMER, PH.D	Management	For
1H.	ELECTION OF DIRECTOR: M. WAYNE WISEHART	Management	For
2.	THE APPROVAL OF A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
3.	THE APPROVAL OF AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO REVISE THE ADVANCE NOTICE REQUIREMENTS FOR SHAREHOLDER NOMINATIONS. RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP	Management	Against
4.	AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	For
5.	SUCH OTHER MATTER OR MATTERS THAT MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT(S) OR POSTPONEMENT(S) THEREOF.	Management	Abstain

AGL RESOURCES INC.

Security	001204106	Meeting Type	Annual
Ticker Symbol	GAS	Meeting Date	29-Apr-2014
ISIN	US0012041069	Agenda	933938500 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SANDRA N. BANE		For	For
	2 THOMAS D. BELL, JR.		For	For
	3 NORMAN R. BOBINS		For	For
	4 CHARLES R. CRISP		For	For
	5 BRENDA J. GAINES		For	For
	6 ARTHUR E. JOHNSON		For	For
	7 WYCK A. KNOX, JR.		For	For
	8 DENNIS M. LOVE		For	For
	9 DEAN R. O'HARE		For	For
	10 ARMANDO J. OLIVERA		For	For
	11 JOHN E. RAU		For	For
	12 JAMES A. RUBRIGHT		For	For
	13 JOHN W. SOMERHALDER II		For	For
	14 BETTINA M. WHYTE		For	For
	15 HENRY C. WOLF		For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	THE APPROVAL OF A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
4.	THE ADOPTION OF AN AMENDMENT AND RESTATEMENT OF OUR AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
5.	SHAREHOLDER PROPOSAL REGARDING GENDER IDENTITY.	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTE STANDARD FOR DIRECTOR ELECTIONS.	Shareholder	Against	For

BLACK HILLS CORPORATION

Security	092113109	Meeting Type	Annual
Ticker Symbol	BKH	Meeting Date	29-Apr-2014
ISIN	US0921131092	Agenda	933946038 - Management

Item	Proposal	Type	Vote
------	----------	------	------

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

			For/Against Management
1.	DIRECTOR	Management	
	1 DAVID R. EMERY	For	For
	2 REBECCA B. ROBERTS	For	For
	3 WARREN L. ROBINSON	For	For
	4 JOHN B. VERING	For	For
2.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS BLACK HILLS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. GERRESHEIMER AG, DUESSELDORF	Management	Abstain
	Security D2852S109	Meeting Type	Annual General Meeting
	Ticker Symbol	Meeting Date	30-Apr-2014
	ISIN DE000A0LD6E6	Agenda	705054942 - Management

Item	Proposal	Type	Vote	For/Against Management
	ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF	Non-Voting		

YOU DO NOT HAVE ANY INDICATION
REGARDING SUCH CONFLICT OF
INTEREST,
OR ANOTHER EXCLUSION FROM
VOTING,
PLEASE SUBMIT YOUR VOTE AS
USUAL.
THANK YOU.

PLEASE NOTE THAT THE TRUE
RECORD
DATE FOR THIS MEETING IS 09 APR
2014,

WHEREAS THE MEETING HAS BEEN
SETUP
USING THE ACTUAL RECORD DATE - 1 Non-Voting
BUSINESS DAY. THIS IS DONE TO
ENSURE
THAT ALL POSITIONS REPORTED ARE
IN
CONCURRENCE WITH THE GERMAN
LAW.

THANK YOU.
COUNTER PROPOSALS MAY BE
SUBMITTED
UNTIL 15 APR 2014. FURTHER
INFORMATION
ON COUNTER PROPOSALS CAN BE
FOUND
DIRECTLY ON THE ISSUER'S WEBSITE
(PLEASE REFER TO THE MATERIAL
URL

SECTION OF THE APPLICATION). IF
YOU Non-Voting
WISH TO ACT ON THESE ITEMS, YOU
WILL
NEED TO REQUEST A MEETING
ATTEND
AND VOTE YOUR SHARES DIRECTLY
AT
THE COMPANY'S MEETING. COUNTER
PROPOSALS CANNOT BE REFLECTED
IN

THE BALLOT ON PROXYEDGE.

- | | | |
|----|--|----------------------|
| 1. | Receive Financial Statements and Statutory Reports for Fiscal 2013 | Non-Voting |
| 2. | Approve Allocation of Income and Dividends of EUR 0.70 per Share | Management No Action |
| 3. | Approve Discharge of Management Board for Fiscal 2013 | Management No Action |

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

- | | | | |
|----|--|------------|--------------|
| 4. | Approve Discharge of Supervisory Board for Fiscal 2013 | Management | No
Action |
| 5. | Ratify Deloitte Touche GmbH as Auditors for Fiscal 2014 | Management | No
Action |
| 6. | Elect Axel Herberg to the Supervisory Board | Management | No
Action |
| 7. | Amend Articles Re: Remuneration of the Supervisory Board Editorial Changes | Management | No
Action |
| 8. | Amend Affiliation Agreements with Subsidiary Gerresheimer Holdings GmbH | Management | No
Action |
| 9. | Approve Affiliation Agreements with Subsidiary Gerresheimer Holdings GmbH | Management | No
Action |

PORTUGAL TELECOM SGPS SA, LISBONNE
 Security X6769Q104
 Ticker Symbol
 ISIN PTPTC0AM0009

Meeting Type Ordinary General Meeting
 Meeting Date 30-Apr-2014
 Agenda 705080985 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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.

CMMT Non-Voting

- | | | | |
|---|--|------------|--------------|
| 1 | To resolve on the management report, balance sheet and accounts for the year 2013 | Management | No
Action |
| 2 | To resolve on the consolidated management report, balance sheet and accounts for the | Management | No
Action |

	year 2013		
3	To resolve on the proposal for application of profits	Management	No Action
4	To resolve on a general appraisal of the Company's management and supervision	Management	No Action
5	To resolve on the acquisition and disposal of own shares	Management	No Action
	To resolve on the issuance of bonds and other securities, of whatever nature, by the Board of		
6	Directors, and notably on the fixing of the value of such securities, in accordance with article 8, number 3 and article 15, number 1, paragraph e), of the Articles of Association	Management	No Action
	To resolve on the acquisition and disposal of		
7	own bonds and other own securities	Management	No Action
	To resolve on the statement of the Compensation Committee on the remuneration policy for the		
8	members of the management and supervisory bodies of the Company	Management	No Action
	31 MAR 2014: PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE-WILL BE A SECOND CALL ON 16 MAY 2014. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS-WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.		
CMMT		Non-Voting	
	09 APR 2014: PLEASE NOTE THAT SHAREHOLDERS MAY ONLY ATTEND IN THE SHAREHOLDERS-MEETING IF THEY HOLD VOTING RIGHTS OF AN EACH 500 SHARES WHICH CORRESPOND TO-ONE VOTING RIGHT. THANK YOU.		
CMMT		Non-Voting	
CMMT		Non-Voting	

09 APR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF SECOND CALL-DATE AND ADDITIONAL COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE D-O NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCT-IONS. THANK YOU.

TELENET GROUP HOLDING NV, MECHELEN
 Security B89957110
 Ticker Symbol
 ISIN BE0003826436

Meeting Type MIX
 Meeting Date 30-Apr-2014
 Agenda 705086773 - Management

Item	Proposal	Type	Vote	For/Against Management
	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR			
CMMT	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	Non-Voting		

AND SHARE-POSITION TO YOUR
 CLIENT
 SERVICE REPRESENTATIVE. THIS
 INFORMATION IS REQUIRED-IN
 ORDER FOR
 YOUR VOTE TO BE LODGED
 PLEASE NOTE IN THE EVENT THE
 MEETING
 DOES NOT REACH QUORUM, THERE
 WILL
 BE A-SECOND CALL ON 19 MAY 2014
 AT

- | | | |
|------|---|---|
| CMMT | 15:00 (ONLY FOR EGM).
CONSEQUENTLY,
YOUR VOTING-INSTRUCTIONS WILL
REMAIN
VALID FOR ALL CALLS UNLESS THE
AGENDA
IS AMENDED.-THANK YOU.
Communication of and discussion on the
annual
report of the board of-directors and the report
of
the statutory auditor on the statutory
financial-
statements for the fiscal year ended on
December 31, 2012
Communication of and discussion on the
annual
report of the board of-directors and the report
of
the statutory auditor on the statutory
financial-
statements for the fiscal year ended on
December 31, 2013
Approval of the statutory financial
statements for
the fiscal year ended on December 31, 2013,
including the allocation of the result as
proposed
by the board of directors
Communication of and discussion on the
annual
report of the board of-directors and the report
of
the statutory auditor on the
consolidated-financial
statements for the fiscal year ended on
December 31, 2013
Approval of the remuneration report for the
fiscal | <p>Non-Voting</p> <p>Non-Voting</p> <p>Non-Voting</p> <p>Management No
Action</p> <p>Non-Voting</p> <p>Management No
Action</p> |
|------|---|---|

A.5	<p>year ended on December 31, 2013 Communication of and discussion on the consolidated financial statements for-the fiscal</p>	Non-Voting
A.6.a	<p>year ended on December 31, 2013 To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Frank Donck</p>	<p>Management No Action</p>
A.6.b	<p>To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Duco Sickinghe</p>	<p>Management No Action</p>
A.6.c	<p>To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: John Porter</p>	<p>Management No Action</p>
A.6.d	<p>To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Alex Brabers</p>	<p>Management No Action</p>
A.6.e	<p>To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: De Wilde J. Management BVBA (Julien De Wilde)</p>	<p>Management No Action</p>
A.6.f	<p>To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Friso van Oranje-Nassau</p>	<p>Management No Action</p>
A.6.g	<p>To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Cytindus</p>	<p>Management No Action</p>

- NV
(Michel Delloye)
To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Charles Bracken
- A.6.h Management No Action
- To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Jim Ryan
- A.6.i Management No Action
- To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Ruth Pirie
- A.6.j Management No Action
- To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Diederik Karsten
- A.6.k Management No Action
- To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Manuel Kohnstamm
- A.6.l Management No Action
- To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Balan Nair
- A.6.m Management No Action
- To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Angela McMullen
- A.6.n Management No Action
- A.7 To grant discharge from liability to the statutory auditor for the exercise of his mandate during
- Management No Action

- the
fiscal year ended on December 31, 2013
Confirmation appointment, upon nomination
in
accordance with Article 18.1(ii) of the
articles of
association, of Mr. Jim Ryan, for a term of 4
years, with immediate effect and until the
closing
of the general shareholders' meeting of 2018
Appointment, upon nomination as provided
in the
articles of association of the company, of
IDw
Consult BVBA, represented by its permanent
representative Mr. Bert De Graeve, as
director
and "independent director", within the
meaning of
Article 526ter of the Belgian Company Code,
clause 2.3 of the Belgian Corporate
Governance
Code and the articles of association of the
company, for a term of four (4) years, with
immediate effect and until the closing of the
general shareholders' meeting of 2017. It
appears from the data available to the
company
as well as from the information provided by
Mr.
Bert De Graeve, that he meets the applicable
independence requirements
- A.8.a Management No Action
- A.8.b Management No Action
- A.8.c Management No Action
- Appointment, upon nomination as provided
in the
articles of association of the company, of
SDS
Invest NV, represented by its permanent
representative Mr. Stefan Descheemaeker, as
director and "independent director", within
the
meaning of Article 526ter of the Belgian
Company Code, clause 2.3 of the Belgian
Corporate Governance Code and the articles
of
association of the company, for a term of
four (4)
years, with immediate effect and until the
closing
of the general shareholders' meeting of 2018.
It
appears from the data available to the

A.8.d	<p>company as well as from the information provided by Mr. Stefan Descheemaeker, that he meets the applicable independence requirements The mandates of the directors appointed in accordance with item 8(a) up to (c) of the agenda, are remunerated in accordance with the resolutions of the general shareholders' meeting of April 28, 2010 and April 24, 2013 The board of directors of the company recommends, upon advice of the Audit Committee, to re-appoint Klynveld Peat Marwick Goerdeler - Bedrijfsrevisoren CVBA, abbreviated as KPMG Bedrijfsrevisoren CVBA, a civil company that has the form of a cooperative company with limited liability under Belgian law, represented by Mr. Gotwin Jackers, as statutory auditor of the company charged with the audit of</p>	<p>Management No Action</p>
A.9	<p>the statutory and consolidated annual accounts, for a term of three years which will end immediately after the closing of the annual shareholders' meeting which will have deliberated and voted on the (statutory and consolidated) financial statements for the fiscal year ended on December 31, 2016. The remuneration for the exercise of the mandate of statutory auditor for the Telenet group is determined at EUR 571,900 per annum CONTD</p>	<p>Management No Action</p>
CONT E.1	<p>CONTD (excluding VAT) In order to reflect recent changes in the structure of the Telenet Group and to simplify the articles of association of the company, to proceed to the following amendments of the articles of association: (a) The following definitions as</p>	<p>Non-Voting Management No Action</p>

included in Article 1 of the articles of association of the company are removed: Basisdeeds; Consortium Agreement; Consortium Members; Syndicate Agreement and Syndicate Shareholders. (b) To delete ", and (y) any Transfer in accordance with Section 7.6 of the Syndicate Agreement)" in point (a) of article 23.2, "(other than any Transfer in a restructuring in accordance with Section 7.6 of the Syndicate Agreement)" in point (b) and "(other than as part of a restructuring in accordance with Section 7.6 of the Syndicate Agreement)" in point (c) of the articles of association. (c) To delete ",

CONTD
 CONTD a Strategic Committee" in the first sentence of article 25 of the-articles of association. (d) To add at the end of the first paragraph of-article 27 of the articles of association regarding the minutes of meetings-of the board of directors: "Transcripts and excerpts of the minutes can be-signed by any 2 directors, acting jointly or by the Chairman and the-secretary of the board of directors, acting jointly".

CONT

Non-Voting

(e) To change the last-paragraph of article 43 of the articles of association regarding the minutes-of shareholders meetings by the following text: "Transcripts and excerpts of-the minutes can be signed by any 2 directors, acting jointly, or by the-Chairman and the secretary of the board of directors, acting jointly

E.2	Authorization to acquire own securities	Management	No Action
E.3	Authorization to dispose of own securities	Management	No Action
E.4	Authorization to cancel shares	Management	

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

		No Action	
E.5	Approval in accordance with Article 556 of the Belgian Company Code	Management	No Action
	08 APR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN NUMBERING OF-RESOLUTIONS. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THI-S PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	
CMMT			
	DAVIDE CAMPARI - MILANO SPA, MILANO		
Security	T24091117	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	30-Apr-2014
ISIN	IT0003849244	Agenda	705091685 - Management

Item	Proposal	Type	Vote	For/Against Management
	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:-	Non-Voting		
	https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_199413.PDF			
	BALANCE SHEET AS OF 31 DECEMBER 2013			
1	AND RESOLUTIONS RELATED THERE TO	Management	For	For
	TO APPROVE THE REWARDING REPORT AS			
2	PER ARTICLE 123-TER OF THE LEGISLATIVE DECREE NO 58/98	Management	For	For
	TO APPROVE THE STOCK OPTION PLAN AS			
3	PER ARTICLE 114-BIS OF THE LEGISLATIVE DECREE NO 58/98	Management	For	For
	TO AUTHORIZE THE PURCHASE			
4	AND/OR DISPOSAL OF OWN SHARES	Management	For	For

	MARATHON OIL CORPORATION		
Security	565849106	Meeting Type	Annual
Ticker Symbol	MRO	Meeting Date	30-Apr-2014
ISIN	US5658491064	Agenda	933933764 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GREGORY H. BOYCE	Management	For	For
1B.	ELECTION OF DIRECTOR: PIERRE BRONDEAU	Management	For	For
1C.	ELECTION OF DIRECTOR: LINDA Z. COOK	Management	For	For
1D.	ELECTION OF DIRECTOR: CHADWICK C. DEATON	Management	For	For
1E.	ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON	Management	For	For
1F.	ELECTION OF DIRECTOR: PHILIP LADER	Management	For	For
1G.	ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS	Management	For	For
1H.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For	For
1I.	ELECTION OF DIRECTOR: LEE M. TILLMAN	Management	For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2014.	Management	For	For
3.	BOARD PROPOSAL FOR A NON-BINDING ADVISORY VOTE TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	STOCKHOLDER PROPOSAL SEEKING A REPORT REGARDING THE COMPANY'S LOBBYING ACTIVITIES, POLICIES AND PROCEDURES.	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL SEEKING A REPORT REGARDING THE COMPANY'S METHANE EMISSIONS.	Shareholder	Against	For
SJW CORP.				
Security	784305104	Meeting Type	Annual	
Ticker Symbol	SJW	Meeting Date	30-Apr-2014	
ISIN	US7843051043	Agenda	933939538 - Management	

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 K. ARMSTRONG		For	For
	2 W.J. BISHOP		For	For

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

3	M.L. CALI	For	For
4	D.R. KING	For	For
5	R.B. MOSKOVITZ	For	For
6	G.E. MOSS	For	For
7	W.R. ROTH	For	For
8	R.A. VAN VALER	For	For

APPROVE THE ADVISORY
RESOLUTION

2.	APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.	Management	Abstain	Against
3.	APPROVE THE 2014 EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
4.	RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2014.	Management	For	For

FIRST NIAGARA FINANCIAL GROUP, INC.

Security	33582V108	Meeting Type	Annual
Ticker Symbol	FNFG	Meeting Date	30-Apr-2014
ISIN	US33582V1089	Agenda	933940896 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 THOMAS E. BAKER		For	For
	2 JAMES R. BOLDT		For	For
	3 G. THOMAS BOWERS		For	For
	4 ROXANNE J. COADY		For	For
	5 GARY M. CROSBY		For	For
	6 CARL FLORIO		For	For
	7 CARLTON L. HIGHSMITH		For	For
	8 GEORGE M. PHILIP		For	For
	9 PETER B. ROBINSON		For	For
	10 NATHANIEL D. WOODSON		For	For
	AN ADVISORY (NON-BINDING) VOTE TO APPROVE OUR EXECUTIVE COMPENSATION PROGRAMS AND POLICIES AS DESCRIBED IN THIS PROXY STATEMENT.	Management	Abstain	Against
2.				
3.	AMENDMENT NUMBER TWO TO FIRST NIAGARA FINANCIAL GROUP, INC. 2012	Management	For	For

EQUITY INCENTIVE PLAN.
 THE RATIFICATION OF THE
 APPOINTMENT
 OF KPMG LLP AS OUR INDEPENDENT
 REGISTERED PUBLIC ACCOUNTING
 FIRM
 FOR THE YEAR ENDING DECEMBER
 31, 2014.

MARATHON PETROLEUM CORPORATION

Security	56585A102	Meeting Type	Annual
Ticker Symbol	MPC	Meeting Date	30-Apr-2014
ISIN	US56585A1025	Agenda	933943208 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STEVEN A. DAVIS		For	For
	2 GARY R. HEMINGER		For	For
	3 JOHN W. SNOW		For	For
	4 JOHN P. SURMA		For	For

RATIFICATION OF THE SELECTION OF
 PRICEWATERHOUSECOOPERS LLP AS
 THE
 COMPANY'S INDEPENDENT AUDITOR
 FOR
 2014.

2.		Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S 2014 NAMED EXECUTIVE OFFICER COMPENSATION. SHAREHOLDER PROPOSAL SEEKING THE	Management	Abstain	Against
4.	ADOPTION OF QUANTITATIVE GREENHOUSE GAS EMISSION REDUCTION GOALS AND	Shareholder	Against	For
5.	ASSOCIATED REPORTS. SHAREHOLDER PROPOSAL SEEKING A REPORT ON CORPORATE LOBBYING EXPENDITURES, POLICIES AND PROCEDURES.	Shareholder	Against	For

CIRCOR INTERNATIONAL, INC.

Security	17273K109	Meeting Type	Annual
Ticker Symbol	CIR	Meeting Date	30-Apr-2014
ISIN	US17273K1097	Agenda	933943347 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SCOTT A. BUCKHOUT		For	For
	2 JOHN (ANDY) O'DONNELL		For	For

- | | | | | |
|----|--|------------|-----|-----|
| 2. | TO RATIFY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS' SELECTION OF GRANT THORNTON LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | Management | For | For |
| 3. | TO CONSIDER AN ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Management | For | For |
| 4. | TO APPROVE THE COMPANY'S 2014 STOCK OPTION AND INCENTIVE PLAN INCLUDING THE PERFORMANCE COMPENSATION PARAMETERS SET FORTH THEREIN. | Management | For | For |

KKR FINANCIAL HOLDINGS LLC

Security	48248A306	Meeting Type	Special
Ticker Symbol	KFN	Meeting Date	30-Apr-2014
ISIN	US48248A3068	Agenda	933948830 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 16, 2013 (AS IT MAY BE AMENDED FROM TIME TO TIME), BY AND AMONG KKR FINANCIAL HOLDINGS LLC, KKR AND CO. L.P., KKR FUND HOLDINGS L.P. AND COPAL MERGER SUB LLC. | Management | For | For |
| 2. | TO APPROVE THE ADJOURNMENT OF THE KKR FINANCIAL HOLDINGS LLC SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL | Management | For | For |

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

MEETING.

ABB LTD

Security 000375204

Ticker Symbol ABB

ISIN US0003752047

Meeting Type

Meeting Date

Agenda

Annual

30-Apr-2014

933974099 - Management

Item	Proposal	Type	Vote	For/Against Management
2.1	APPROVAL OF THE ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS, AND THE ANNUAL FINANCIAL STATEMENTS FOR 2013	Management	For	For
2.2	CONSULTATIVE VOTE ON THE 2013 REMUNERATION REPORT	Management	For	For
3.	DISCHARGE OF THE BOARD OF DIRECTORS AND THE PERSONS ENTRUSTED WITH MANAGEMENT	Management	For	For
4.	APPROPRIATION OF AVAILABLE EARNINGS AND DISTRIBUTION OF CAPITAL CONTRIBUTION RESERVE	Management	For	For
5.	CREATION OF ADDITIONAL CONTINGENT SHARE CAPITAL IN CONNECTION WITH EMPLOYEE PARTICIPATION	Management	For	For
6.	REVISION OF THE ARTICLES OF INCORPORATION	Management	For	For
7.1	ELECT ROGER AGNELLI AS MEMBER TO THE BOARD OF DIRECTOR	Management	For	For
7.2	ELECT MATTI ALAHUHTA AS MEMBER TO THE BOARD OF DIRECTOR	Management	For	For
7.3	ELECT LOUIS R. HUGHES AS MEMBER TO THE BOARD OF DIRECTOR	Management	For	For
7.4	ELECT MICHEL DE ROSEN AS MEMBER TO THE BOARD OF DIRECTOR	Management	For	For
7.5	ELECT MICHAEL TRESCHOW AS MEMBER TO THE BOARD OF DIRECTOR	Management	For	For
7.6	ELECT JACOB WALLENBERG AS MEMBER TO THE BOARD OF DIRECTOR	Management	For	For
7.7		Management	For	For

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

	ELECT YING YEH AS MEMBER TO THE BOARD OF DIRECTOR		
	ELECT HUBERTUS VON GRUNBERG AS MEMBER AND CHAIRMAN OF THE BOARD	Management	For
7.8			
	ELECTIONS TO THE COMPENSATION COMMITTEE: MICHEL DE ROSEN	Management	For
8.1			
	ELECTIONS TO THE COMPENSATION COMMITTEE: MICHEL TRESCHOW	Management	For
8.2			
	ELECTIONS TO THE COMPENSATION COMMITTEE: YING YEH	Management	For
8.3			
	ELECTION OF THE INDEPENDENT PROXY	Management	For
9.			
	DR. HANS ZEHNDER RE-ELECTION OF THE AUDITORS		
10.			
	ERNST & YOUNG AG	Management	For

ROLLS-ROYCE HOLDINGS PLC, LONDON

Security	G76225104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	01-May-2014
ISIN	GB00B63H8491	Agenda	705053104 - Management

Item	Proposal	Type	Vote	For/Against Management
1	To receive the strategic report, the directors' report and the audited financial statements for the year ended 31 December 2013	Management	For	For
2	To approve the directors' remuneration policy (effective from the conclusion of the meeting)	Management	For	For
3	To approve the directors' remuneration report for the year ended 31 December 2013	Management	For	For
4	To elect Lee Hsien Yang as a director of the Company	Management	For	For
5	To elect Warren East CBE as a director of the Company	Management	For	For
6	To re-elect Ian Davis as a director of the Company	Management	For	For
7	To re-elect John Rishton as a director of the Company	Management	For	For
8	To re-elect Dame Helen Alexander as a director of the Company	Management	For	For
9	To re-elect Lewis Booth CBE as a director of the Company	Management	For	For

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

10	To re-elect Sir Frank Chapman as a director of the Company	Management	For	For
11	To re-elect James Guyette as a director of the Company	Management	For	For
12	To re-elect John McAdam as a director of the Company	Management	For	For
13	To re-elect Mark Morris as a director of the Company	Management	For	For
14	To re-elect John Neill CBE as a director of the Company	Management	For	For
15	To re-elect Colin Smith CBE as a director of the Company	Management	For	For
16	To re-elect Jasmin Staiblin as a director of the Company	Management	For	For
17	To appoint KPMG LLP as the Company's auditor	Management	For	For
18	To authorise the directors to determine the auditor's remuneration	Management	For	For
19	To authorise payment to shareholders	Management	For	For
20	To authorise political donations and political expenditure	Management	For	For
21	To approve the Rolls-Royce plc Performance Share Plan (PSP)	Management	For	For
22	To approve the Rolls-Royce plc Deferred Share Bonus Plan	Management	For	For
23	To approve the maximum aggregate remuneration payable to non-executive directors	Management	For	For
24	To authorise the directors to allot shares (s.551)	Management	For	For
25	To disapply pre-emption rights (s.561)	Management	Against	Against
26	To authorise the Company to purchase its own ordinary shares	Management	For	For

KIMBERLY-CLARK CORPORATION

Security	494368103	Meeting Type	Annual
Ticker Symbol	KMB	Meeting Date	01-May-2014
ISIN	US4943681035	Agenda	933931253 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN R. ALM	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: ABELARDO E. BRU			
1D.	ELECTION OF DIRECTOR: ROBERT W. DECHERD	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS J. FALK	Management	For	For
1F.	ELECTION OF DIRECTOR: FABIAN T. GARCIA	Management	For	For
1G.	ELECTION OF DIRECTOR: MAE C. JEMISON, M.D.	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES M. JENNESS	Management	For	For
1I.	ELECTION OF DIRECTOR: NANCY J. KARCH	Management	For	For
1J.	ELECTION OF DIRECTOR: IAN C. READ	Management	For	For
1K.	ELECTION OF DIRECTOR: LINDA JOHNSON RICE	Management	For	For
1L.	ELECTION OF DIRECTOR: MARC J. SHAPIRO	Management	For	For
2.	RATIFICATION OF AUDITORS ADVISORY VOTE TO APPROVE NAMED	Management	For	For
3.	EXECUTIVE OFFICER COMPENSATION STOCKHOLDER PROPOSAL REGARDING	Management	Abstain	Against
4.	THE RIGHT TO ACT BY WRITTEN CONSENT	Shareholder	Against	For

THE EMPIRE DISTRICT ELECTRIC COMPANY

Security	291641108	Meeting Type	Annual
Ticker Symbol	EDE	Meeting Date	01-May-2014
ISIN	US2916411083	Agenda	933932659 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 KENNETH R. ALLEN		For	For
	2 BRADLEY P. BEECHER		For	For
	3 WILLIAM L. GIPSON		For	For
	4 THOMAS M. OHLMACHER		For	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS EMPIRE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
3.	TO VOTE UPON A NON-BINDING ADVISORY PROPOSAL TO APPROVE THE COMPENSATION OF OUR NAMED	Management	Abstain	Against

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

EXECUTIVE OFFICERS AS DISCLOSED
IN
THE PROXY STATEMENT.

- | | | | | |
|----|--|------------|-----|-----|
| 4. | RESTATED
EMPLOYEE STOCK PURCHASE PLAN.
TO APPROVE THE 2015 STOCK
INCENTIVE
PLAN. | Management | For | For |
| 5. | TO APPROVE AN AMENDED AND
RESTATED
STOCK UNIT PLAN FOR DIRECTORS. | Management | For | For |

DUKE ENERGY CORPORATION

Security	26441C204	Meeting Type	Annual
Ticker Symbol	DUK	Meeting Date	01-May-2014
ISIN	US26441C2044	Agenda	933932926 - Management

- | Item | Proposal | Type | Vote | For/Against
Management |
|------|--|------------|---------|---------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 G. ALEX BERNHARDT, SR. | | For | For |
| | 2 MICHAEL G. BROWNING | | For | For |
| | 3 HARRIS E. DELOACH, JR. | | For | For |
| | 4 DANIEL R. DIMICCO | | For | For |
| | 5 JOHN H. FORSGREN | | For | For |
| | 6 LYNN J. GOOD | | For | For |
| | 7 ANN M. GRAY | | For | For |
| | 8 JAMES H. HANCE, JR. | | For | For |
| | 9 JOHN T. HERRON | | For | For |
| | 10 JAMES B. HYLER, JR. | | For | For |
| | 11 WILLIAM E. KENNARD | | For | For |
| | 12 E. MARIE MCKEE | | For | For |
| | 13 E. JAMES REINSCH | | For | For |
| | 14 JAMES T. RHODES | | For | For |
| | 15 CARLOS A. SALADRIGAS | | For | For |
| 2. | RATIFICATION OF DELOITTE &
TOUCHE LLP
AS DUKE ENERGY CORPORATION'S
INDEPENDENT PUBLIC ACCOUNTANT
FOR
2014 | Management | For | For |
| 3. | ADVISORY VOTE TO APPROVE
NAMED
EXECUTIVE OFFICER COMPENSATION | Management | Abstain | Against |
| 4. | APPROVAL OF THE AMENDMENT TO
DUKE
ENERGY CORPORATION'S AMENDED
AND
RESTATED CERTIFICATE OF
INCORPORATION TO AUTHORIZE
SHAREHOLDER ACTION BY LESS | Management | For | For |

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

THAN
UNANIMOUS WRITTEN CONSENT
SHAREHOLDER PROPOSAL
REGARDING

- | | | | | |
|----|---|-------------|---------|-----|
| 5. | SHAREHOLDER RIGHT TO CALL A SPECIAL SHAREHOLDER MEETING
SHAREHOLDER PROPOSAL REGARDING | Shareholder | Against | For |
| 6. | POLITICAL CONTRIBUTION DISCLOSURE | Shareholder | Against | For |

ST. JUDE MEDICAL, INC.

Security	790849103	Meeting Type	Annual
Ticker Symbol	STJ	Meeting Date	01-May-2014
ISIN	US7908491035	Agenda	933934487 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD R. DEVENUTI	Management	For	For
1B.	ELECTION OF DIRECTOR: STEFAN K. WIDENSOHLER	Management	For	For
1C.	ELECTION OF DIRECTOR: WENDY L. YARNO	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	TO APPROVE THE ST. JUDE MEDICAL, INC. MANAGEMENT INCENTIVE COMPENSATION PLAN.	Management	For	For
4.	TO APPROVE AMENDMENTS TO OUR ARTICLES OF INCORPORATION AND BYLAWS TO DECLASSIFY OUR BOARD OF DIRECTORS.	Management	For	For
5.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For

OWENS & MINOR, INC.

Security	690732102	Meeting Type	Annual
Ticker Symbol	OMI	Meeting Date	01-May-2014
ISIN	US6907321029	Agenda	933935263 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		

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

1	STUART M. ESSIG		For	For
2	JOHN W. GERDELMAN		For	For
3	LEMUEL E. LEWIS		For	For
4	MARTHA H. MARSH		For	For
5	EDDIE N. MOORE, JR.		For	For
6	JAMES E. ROGERS		For	For
7	DAVID S. SIMMONS		For	For
8	ROBERT C. SLEDD		For	For
9	CRAIG R. SMITH		For	For
10	ANNE MARIE WHITTEMORE		For	For
2.	VOTE TO RATIFY KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against

VERIZON COMMUNICATIONS INC.

Security	92343V104	Meeting Type	Annual
Ticker Symbol	VZ	Meeting Date	01-May-2014
ISIN	US92343V1044	Agenda	933936607 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD L. CARRION	Management	For	For
1C.	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Management	For	For
1D.	ELECTION OF DIRECTOR: M. FRANCES KEETH	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT W. LANE	Management	For	For
1F.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Management	For	For
1G.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Management	For	For
1H.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: RODNEY E. SLATER	Management	For	For
1J.	ELECTION OF DIRECTOR: KATHRYN A. TESIJA	Management	For	For
1K.	ELECTION OF DIRECTOR: GREGORY D. WASSON	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.		Management	Abstain	Against

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

ADVISORY VOTE TO APPROVE
EXECUTIVE
COMPENSATION

4.	PROPOSAL TO IMPLEMENT PROXY ACCESS	Management	For	For
5.	NETWORK NEUTRALITY	Shareholder	Against	For
6.	LOBBYING ACTIVITIES	Shareholder	Against	For
7.	SEVERANCE APPROVAL POLICY	Shareholder	Against	For
8.	SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING	Shareholder	Against	For
9.	SHAREHOLDER RIGHT TO ACT BY WRITTEN CONSENT	Shareholder	Against	For
10.	PROXY VOTING AUTHORITY	Shareholder	Against	For

NORTHEAST UTILITIES

Security	664397106	Meeting Type	Annual
Ticker Symbol	NU	Meeting Date	01-May-2014
ISIN	US6643971061	Agenda	933936695 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD H. BOOTH		For	For
	2 JOHN S. CLARKESON		For	For
	3 COTTON M. CLEVELAND		For	For
	4 SANFORD CLOUD, JR.		For	For
	5 JAMES S. DISTASIO		For	For
	6 FRANCIS A. DOYLE		For	For
	7 CHARLES K. GIFFORD		For	For
	8 PAUL A. LA CAMERA		For	For
	9 KENNETH R. LEIBLER		For	For
	10 THOMAS J. MAY		For	For
	11 WILLIAM C. VAN FAASEN		For	For
	12 FREDERICA M. WILLIAMS		For	For
	13 DENNIS R. WRAASE		For	For
2.	TO CONSIDER AND APPROVE THE FOLLOWING ADVISORY (NON-BINDING) PROPOSAL: "RESOLVED, THAT THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, THE COMPENSATION TABLES	Management	Abstain	Against

AND ANY RELATED MATERIAL
DISCLOSED IN
THIS PROXY STATEMENT, IS HEREBY
APPROVED."

TO RATIFY THE SELECTION OF
DELOITTE &

- | | | | | |
|----|---|------------|-----|-----|
| 3. | TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
|----|---|------------|-----|-----|

CHURCH & DWIGHT CO., INC.

Security	171340102	Meeting Type	Annual
Ticker Symbol	CHD	Meeting Date	01-May-2014
ISIN	US1713401024	Agenda	933937318 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES R. CRAIGIE	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT D. LEBLANC	Management	For	For
1C.	ELECTION OF DIRECTOR: JANET S. VERGIS	Management	For	For
2.	ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For

MUELLER INDUSTRIES, INC.

Security	624756102	Meeting Type	Annual
Ticker Symbol	MLI	Meeting Date	01-May-2014
ISIN	US6247561029	Agenda	933946090 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 GREGORY L. CHRISTOPHER		For	For
	2 PAUL J. FLAHERTY		For	For
	3 GENNARO J. FULVIO		For	For
	4 GARY S. GLADSTEIN		For	For
	5 SCOTT J. GOLDMAN		For	For
	6 TERRY HERMANSON		For	For
2.	APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE COMPANY.	Management	For	For
3.		Management	Abstain	Against

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

TO APPROVE, ON AN ADVISORY BASIS
BY
NON-BINDING VOTE, EXECUTIVE
COMPENSATION.

4 TO APPROVE ADOPTION OF THE
COMPANY'S 2014 INCENTIVE PLAN.

ARCHER-DANIELS-MIDLAND COMPANY

Security 039483102

Ticker Symbol ADM

ISIN US0394831020

Management For For

Meeting Type

Annual

Meeting Date

01-May-2014

Agenda

933952295 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1A.	ELECTION OF DIRECTOR: A.L. BOECKMANN	Management	For	For
-----	--------------------------------------	------------	-----	-----

1B.	ELECTION OF DIRECTOR: M.H. CARTER	Management	For	For
-----	-----------------------------------	------------	-----	-----

1C.	ELECTION OF DIRECTOR: T.K. CREWS	Management	For	For
-----	----------------------------------	------------	-----	-----

1D.	ELECTION OF DIRECTOR: P. DUFOUR	Management	For	For
-----	---------------------------------	------------	-----	-----

1E.	ELECTION OF DIRECTOR: D.E. FELSINGER	Management	For	For
-----	--------------------------------------	------------	-----	-----

1F.	ELECTION OF DIRECTOR: A. MACIEL	Management	For	For
-----	---------------------------------	------------	-----	-----

1G.	ELECTION OF DIRECTOR: P.J. MOORE	Management	For	For
-----	----------------------------------	------------	-----	-----

1H.	ELECTION OF DIRECTOR: T.F. O'NEILL	Management	For	For
-----	------------------------------------	------------	-----	-----

1I.	ELECTION OF DIRECTOR: F. SANCHEZ	Management	For	For
-----	----------------------------------	------------	-----	-----

1J.	ELECTION OF DIRECTOR: D. SHIH	Management	For	For
-----	-------------------------------	------------	-----	-----

1K.	ELECTION OF DIRECTOR: K.R. WESTBROOK	Management	For	For
-----	--------------------------------------	------------	-----	-----

1L.	ELECTION OF DIRECTOR: P.A. WOERTZ	Management	For	For
-----	-----------------------------------	------------	-----	-----

2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	For	For
----	--	------------	-----	-----

3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
----	--	------------	---------	---------

4.	INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For
----	-----------------------------	-------------	---------	-----

MEAD JOHNSON NUTRITION COMPANY

Security 582839106

Ticker Symbol MJN

ISIN US5828391061

Meeting Type

Annual

Meeting Date

01-May-2014

Agenda

933953766 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1A.	ELECTION OF DIRECTOR: STEVEN M. ALTSCHULER, M.D.	Management	For	For
-----	--	------------	-----	-----

1B.	ELECTION OF DIRECTOR: HOWARD B. BERNICK	Management	For	For
-----	---	------------	-----	-----

1C.		Management	For	For
-----	--	------------	-----	-----

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

ELECTION OF DIRECTOR: KIMBERLY

A.

CASIANO

1D. ELECTION OF DIRECTOR: ANNA C. CATALANO Management For

1E. ELECTION OF DIRECTOR: CELESTE A. CLARK, PH.D. Management For

1F. ELECTION OF DIRECTOR: JAMES M. CORNELIUS Management For

1G. ELECTION OF DIRECTOR: STEPHEN W. GOLSBY Management For

1H. ELECTION OF DIRECTOR: MICHAEL GROBSTEIN Management For

1I. ELECTION OF DIRECTOR: PETER KASPER Management For

JAKOBSEN

1J. ELECTION OF DIRECTOR: PETER G. RATCLIFFE Management For

1K. ELECTION OF DIRECTOR: ELLIOTT SIGAL, M.D., PH.D. Management For

1L. ELECTION OF DIRECTOR: ROBERT S. SINGER Management For

2. ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION. Management Abstain Against

3. THE RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. Management For

3. OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. Management For

3. OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. Management For

KANSAS CITY SOUTHERN

Security 485170302

Ticker Symbol KSU

ISIN US4851703029

Meeting Type

Meeting Date

Agenda

Annual

01-May-2014

933954085 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 HENRY R. DAVIS		For	For
	2 ROBERT J. DRUTEN		For	For
	3 RODNEY E. SLATER		For	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	ADVISORY (NON-BINDING) VOTE APPROVING THE 2013 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against

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

- APPROVAL OF AN AMENDMENT TO THE KANSAS CITY SOUTHERN AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS.
4. Management For For
- APPROVAL OF AN AMENDMENT TO THE KANSAS CITY SOUTHERN AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO GIVE STOCKHOLDERS THE RIGHT TO CALL A SPECIAL MEETING.
5. Management For For

ALCOA INC.

Security	013817101	Meeting Type	Annual
Ticker Symbol	AA	Meeting Date	02-May-2014
ISIN	US0138171014	Agenda	933932572 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|---|-------------|---------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: KLAUS KLEINFELD | Management | For | For |
| 1.2 | ELECTION OF DIRECTOR: JAMES W. OWENS | Management | For | For |
| 1.3 | ELECTION OF DIRECTOR: MARTIN S. SORRELL | Management | For | For |
| 1.4 | ELECTION OF DIRECTOR: RATAN N. TATA | Management | For | For |
| 2. | RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 4. | SHAREHOLDER PROPOSAL (EXECUTIVES TO RETAIN SIGNIFICANT STOCK). | Shareholder | Against | For |

DANA HOLDING CORP

Security	235825205	Meeting Type	Annual
Ticker Symbol	DAN	Meeting Date	02-May-2014
ISIN	US2358252052	Agenda	933936304 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |

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

1	VIRGINIA A. KAMSKY	For	For
2	TERRENCE J. KEATING	For	For
3	R. BRUCE MCDONALD	For	For
4	JOSEPH C. MUSCARI	For	For
5	MARK A. SCHULZ	For	For
6	KEITH E. WANDELL	For	For
7	ROGER J. WOOD	For	For

2.	APPROVAL OF A NON-BINDING, ADVISORY PROPOSAL APPROVING EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

WISCONSIN ENERGY CORPORATION

Security	976657106	Meeting Type	Annual
Ticker Symbol	WEC	Meeting Date	02-May-2014
ISIN	US9766571064	Agenda	933938435 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Management	For	For
1.2	ELECTION OF DIRECTOR: BARBARA L. BOWLES	Management	For	For
1.3	ELECTION OF DIRECTOR: PATRICIA W. CHADWICK	Management	For	For
1.4	ELECTION OF DIRECTOR: CURT S. CULVER	Management	For	For
1.5	ELECTION OF DIRECTOR: THOMAS J. FISCHER	Management	For	For
1.6	ELECTION OF DIRECTOR: GALE E. KLAPPA	Management	For	For
1.7	ELECTION OF DIRECTOR: HENRY W. KNUEPPEL	Management	For	For
1.8	ELECTION OF DIRECTOR: ULICE PAYNE, JR.	Management	For	For
1.9	ELECTION OF DIRECTOR: MARY ELLEN STANEK	Management	For	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against

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

UNS ENERGY CORPORATION

Security	903119105	Meeting Type	Annual
Ticker Symbol	UNS	Meeting Date	02-May-2014
ISIN	US9031191052	Agenda	933939855 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PAUL J. BONAVIA		For	For
	2 LAWRENCE J. ALDRICH		For	For
	3 BARBARA M. BAUMANN		For	For
	4 LARRY W. BICKLE		For	For
	5 ROBERT A. ELLIOTT		For	For
	6 DANIEL W.L. FESSLER		For	For
	7 LOUISE L. FRANCESCONI		For	For
	8 DAVID G. HUTCHENS		For	For
	9 RAMIRO G. PERU		For	For
	10 GREGORY A. PIVIROTTA		For	For
	11 JOAQUIN RUIZ		For	For

2.	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, PRICEWATERHOUSECOOPERS, LLP, FOR THE FISCAL YEAR 2014.	Management	For	For
----	--	------------	-----	-----

3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
----	--	------------	---------	---------

THE BRINK'S COMPANY

Security	109696104	Meeting Type	Annual
Ticker Symbol	BCO	Meeting Date	02-May-2014
ISIN	US1096961040	Agenda	933947941 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SUSAN E. DOCHERTY		For	For
	2 REGINALD D. HEDGEBETH		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
3.	APPROVAL OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
4.	A SHAREHOLDER PROPOSAL TO ELECT EACH DIRECTOR ANNUALLY.	Shareholder	Against	For

OCCIDENTAL PETROLEUM CORPORATION

Security	674599105	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	OXY	Meeting Date	02-May-2014
ISIN	US6745991058	Agenda	933956724 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SPENCER ABRAHAM	Management	For	For
1B.	ELECTION OF DIRECTOR: HOWARD I. ATKINS	Management	For	For
1C.	ELECTION OF DIRECTOR: EUGENE L. BATCHELDER	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Management	For	For
1E.	ELECTION OF DIRECTOR: EDWARD P. DJEREJIAN	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN E. FEICK	Management	For	For
1G.	ELECTION OF DIRECTOR: MARGARET M. FORAN	Management	For	For
1H.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM R. KLESSE	Management	For	For
1J.	ELECTION OF DIRECTOR: AVEDICK B. POLADIAN	Management	For	For
1K.	ELECTION OF DIRECTOR: ELISSE B. WALTER	Management	For	For
2.	ONE-YEAR WAIVER OF DIRECTOR AGE RESTRICTION FOR EDWARD P. DJEREJIAN, AN INDEPENDENT DIRECTOR.	Management	For	For
3.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	ABILITY OF STOCKHOLDERS TO ACT BY WRITTEN CONSENT.	Management	For	For
5.	SEPARATION OF THE ROLES OF THE CHAIRMAN OF THE BOARD AND THE CHIEF EXECUTIVE OFFICER.	Management	For	For
6.	RATIFICATION OF INDEPENDENT AUDITORS.	Management	For	For
7.	EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shareholder	Against	For
8.	REVIEW LOBBYING AT FEDERAL, STATE, LOCAL LEVELS.	Shareholder	Against	For
9.		Shareholder	Against	For

QUANTITATIVE RISK MANAGEMENT
REPORTING FOR HYDRAULIC
FRACTURING
OPERATIONS.

10. FUGITIVE METHANE EMISSIONS AND
FLARING REPORT. Shareholder Against For

AGNICO EAGLE MINES LIMITED

Security	008474108	Meeting Type	Annual and Special Meeting
Ticker Symbol	AEM	Meeting Date	02-May-2014
ISIN	CA0084741085	Agenda	933959770 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 LEANNE M. BAKER		For	For
	2 SEAN BOYD		For	For
	3 MARTINE A. CELEJ		For	For
	4 CLIFFORD J. DAVIS		For	For
	5 ROBERT J. GEMMELL		For	For
	6 BERNARD KRAFT		For	For
	7 MEL LEIDERMAN		For	For
	8 DEBORAH A. MCCOMBE		For	For
	9 JAMES D. NASSO		For	For
	10 SEAN RILEY		For	For
	11 J. MERFYN ROBERTS		For	For
	12 HOWARD R. STOCKFORD		For	For
	13 PERTTI VOUTILAINEN		For	For

APPOINTMENT OF ERNST & YOUNG
LLP AS

02. AUDITORS OF THE COMPANY AND
AUTHORIZING THE DIRECTORS TO
FIX
THEIR REMUNERATION. Management For For

03. AN ORDINARY RESOLUTION
APPROVING AN
AMENDMENT TO THE COMPANY'S
INCENTIVE SHARE PURCHASE PLAN.
A NON-BINDING, ADVISORY
RESOLUTION. Management For For

04. ACCEPTING THE COMPANY'S
APPROACH TO
EXECUTIVE COMPENSATION. Management For For

BERKSHIRE HATHAWAY INC.

Security	084670702	Meeting Type	Annual
Ticker Symbol	BRKB	Meeting Date	03-May-2014
ISIN	US0846707026	Agenda	933937320 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WARREN E. BUFFETT		For	For

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

2	CHARLES T. MUNGER	For	For
3	HOWARD G. BUFFETT	For	For
4	STEPHEN B. BURKE	For	For
5	SUSAN L. DECKER	For	For
6	WILLIAM H. GATES III	For	For
7	DAVID S. GOTTESMAN	For	For
8	CHARLOTTE GUYMAN	For	For
9	DONALD R. KEOUGH	For	For
10	THOMAS S. MURPHY	For	For
11	RONALD L. OLSON	For	For
12	WALTER SCOTT, JR.	For	For
13	MERYL B. WITMER	For	For

NON-BINDING RESOLUTION TO APPROVE

2 THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE 2014 PROXY STATEMENT. Management Abstain Against

3 NON-BINDING RESOLUTION TO DETERMINE THE FREQUENCY (WHETHER ANNUAL, BIENNIAL OR TRIENNIAL) WITH WHICH SHAREHOLDERS OF THE COMPANY SHALL BE ENTITLED TO HAVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. Management Abstain Against

4 SHAREHOLDER PROPOSAL REGARDING GREENHOUSE GAS AND OTHER AIR EMISSIONS. Shareholder Against For

5 SHAREHOLDER PROPOSAL REGARDING DIVIDENDS. Shareholder Against For

ELI LILLY AND COMPANY

Security 532457108 Meeting Type Annual
 Ticker Symbol LLY Meeting Date 05-May-2014
 ISIN US5324571083 Agenda 933931227 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: M. L. ESKEW	Management	For	For
1B.	ELECTION OF DIRECTOR: K. N. HORN	Management	For	For
1C.	ELECTION OF DIRECTOR: W. G. KAELIN	Management	For	For
1D.	ELECTION OF DIRECTOR: J. C. LECHLEITER	Management	For	For
1E.	ELECTION OF DIRECTOR: M. S. RUNGE	Management	For	For

RATIFICATION OF THE APPOINTMENT
BY

THE AUDIT COMMITTEE OF THE
BOARD OF

2. DIRECTORS OF ERNST & YOUNG LLP AS
PRINCIPAL INDEPENDENT AUDITOR
FOR
2014.

Management For For

3. APPROVE, BY NON-BINDING VOTE,
COMPENSATION PAID TO THE
COMPANY'S
NAMED EXECUTIVE OFFICERS.

Management Abstain Against

THE YORK WATER COMPANY

Security 987184108

Ticker Symbol YORW

ISIN US9871841089

Meeting Type

Meeting Date

Agenda

Annual

05-May-2014

933936342 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR 1 ROBERT P. NEWCOMER 2 ERNEST J. WATERS	Management	For For	For For
2.	APPOINT PARENTEBEARD LLC AS AUDITORS: TO RATIFY THE APPOINTMENT OF PARENTEBEARD LLC AS AUDITORS.	Management	For	For
3.	SAY ON PAY: TO APPROVE, BY NON- BINDING VOTE, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. EMPLOYEES' STOCK PURCHASE PLAN: TO	Management	Abstain	Against
4.	APPROVE THE YORK WATER COMPANY EMPLOYEES' STOCK PURCHASE PLAN, AS AMENDED OCTOBER 1, 2013.	Management	For	For

AFLAC INCORPORATED

Security 001055102

Ticker Symbol AFL

ISIN US0010551028

Meeting Type

Meeting Date

Agenda

Annual

05-May-2014

933939956 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DANIEL P. AMOS	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN SHELBY AMOS II	Management	For	For

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

1C.	ELECTION OF DIRECTOR: PAUL S. AMOS II	Management	For	For
1D.	ELECTION OF DIRECTOR: W. PAUL BOWERS	Management	For	For
1E.	ELECTION OF DIRECTOR: KRISS CLONINGER III	Management	For	For
1F.	ELECTION OF DIRECTOR: ELIZABETH J. HUDSON	Management	For	For
1G.	ELECTION OF DIRECTOR: DOUGLAS W. JOHNSON	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT B. JOHNSON	Management	For	For
1I.	ELECTION OF DIRECTOR: CHARLES B. KNAPP	Management	For	For
1J.	ELECTION OF DIRECTOR: BARBARA K. RIMER, DRPH	Management	For	For
1K.	ELECTION OF DIRECTOR: MELVIN T. STITH	Management	For	For
1L.	ELECTION OF DIRECTOR: DAVID GARY THOMPSON	Management	For	For
1M.	ELECTION OF DIRECTOR: TAKURO YOSHIDA	Management	For	For
2.	TO CONSIDER THE FOLLOWING NON-BINDING ADVISORY PROPOSAL: "RESOLVED, THAT THE SHAREHOLDERS APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING AS DISCLOSED IN THE COMPENSATION DISCUSSION AND ANALYSIS, EXECUTIVE COMPENSATION TABLES AND ACCOMPANYING NARRATIVE DISCUSSION IN THE PROXY STATEMENT"	Management	Abstain	Against
3.	TO CONSIDER AND ACT UPON THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT	Management	For	For

REGISTERED
PUBLIC ACCOUNTING FIRM OF THE
COMPANY FOR THE YEAR ENDING
DECEMBER 31, 2014

SANOFI

Security	80105N105	Meeting Type	Annual
Ticker Symbol	SNY	Meeting Date	05-May-2014
ISIN	US80105N1054	Agenda	933971500 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	APPROVAL OF THE INDIVIDUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2013	Management	For	For
2.	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2013	Management	For	For
3.	APPROPRIATION OF PROFITS; DECLARATION OF DIVIDEND	Management	For	For
4.	APPROVAL OF THE AGREEMENTS AND UNDERTAKINGS REFERRED TO IN ARTICLES L. 225-38 ET SEQ. OF THE FRENCH COMMERCIAL CODE	Management	For	For
5.	RENEWAL OF A DIRECTOR (CHRISTOPHER VIEHBACHER)	Management	For	For
6.	RENEWAL OF A DIRECTOR (ROBERT CASTAIGNE)	Management	For	For
7.	RENEWAL OF A DIRECTOR (CHRISTIAN MULLIEZ)	Management	For	For
8.	APPOINTMENT OF A DIRECTOR (PATRICK KRON)	Management	For	For
9.	ADVISORY VOTE ON THE ELEMENTS OF COMPENSATION DUE OR GRANTED TO MR. SERGE WEINBERG, CHAIRMAN OF THE BOARD OF DIRECTORS	Management	For	For
10.	ADVISORY VOTE ON THE ELEMENTS OF COMPENSATION DUE OR GRANTED TO CHRISTOPHER VIEHBACHER, CHIEF	Management	For	For

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

EXECUTIVE OFFICER			
AUTHORIZATION TO THE BOARD OF			
DIRECTORS TO CARRY OUT			
11.	TRANSACTIONS	Management	For
IN SHARES ISSUED BY THE COMPANY			
12.	POWERS FOR FORMALITIES	Management	For
KRAFT FOODS GROUP, INC.			
Security	50076Q106	Meeting Type	Annual
Ticker Symbol	KRFT	Meeting Date	06-May-2014
ISIN	US50076Q1067	Agenda	933938170 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: L. KEVIN COX	Management	For	For
1B.	ELECTION OF DIRECTOR: MYRA M. HART	Management	For	For
1C.	ELECTION OF DIRECTOR: PETER B. HENRY	Management	For	For
1D.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR 2014.	Management	For	For
4.	SHAREHOLDER PROPOSAL: CESSATION OF USE OF CORPORATE FUNDS FOR POLITICAL PURPOSES.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL: APPLICATION OF CORPORATE VALUES IN POLITICAL CONTRIBUTIONS.	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL: NON-RECYCLABLE BRAND PACKAGING REPORT.	Shareholder	Against	For
7.	SHAREHOLDER PROPOSAL: SUSTAINABLE FORESTRY REPORT.	Shareholder	Against	For
8.	SHAREHOLDER PROPOSAL: PROPOSAL REGARDING CATTLE DEHORNING.	Shareholder	Against	For
9.	SHAREHOLDER PROPOSAL: LAUDATORY RESOLUTION SUPPORTING KRAFT'S ANIMAL	Management	For	For

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

WELFARE ACTIONS.

BAXTER INTERNATIONAL INC.

Security	071813109	Meeting Type	Annual
Ticker Symbol	BAX	Meeting Date	06-May-2014
ISIN	US0718131099	Agenda	933939487 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WAYNE T. HOCKMEYER	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT L. PARKINSON, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: THOMAS T. STALLKAMP	Management	For	For
1D.	ELECTION OF DIRECTOR: ALBERT P.L. STROUCKEN	Management	For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL - RIGHT TO ACT BY WRITTEN CONSENT.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shareholder	Against	For

O'REILLY AUTOMOTIVE, INC.

Security	67103H107	Meeting Type	Annual
Ticker Symbol	ORLY	Meeting Date	06-May-2014
ISIN	US67103H1077	Agenda	933940834 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID O'REILLY	Management	For	For
1B.	ELECTION OF DIRECTOR: LARRY O'REILLY	Management	For	For
1C.	ELECTION OF DIRECTOR: ROSALIE O'REILLY WOOTEN	Management	For	For
1D.	ELECTION OF DIRECTOR: JAY D. BURCHFIELD	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS T. HENDRICKSON	Management	For	For
1F.	ELECTION OF DIRECTOR: PAUL R. LEDERER	Management	For	For
2.	TO AMEND THE RESTATED ARTICLES OF INCORPORATION OF THE COMPANY'S	Management	For	For

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

SUBSIDIARY O'REILLY AUTOMOTIVE STORES, INC.

3.	ADVISORY VOTE ON APPROVAL OF COMPENSATION OF EXECUTIVES. RATIFICATION OF APPOINTMENT OF ERNST & YOUNG, LLP, AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL ENTITLED "EXECUTIVES TO RETAIN SIGNIFICANT STOCK".	Shareholder	Against	For

BRISTOL-MYERS SQUIBB COMPANY

Security	110122108	Meeting Type	Annual
Ticker Symbol	BMY	Meeting Date	06-May-2014
ISIN	US1101221083	Agenda	933943462 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: L. ANDREOTTI	Management	For	For
1B.	ELECTION OF DIRECTOR: L.B. CAMPBELL	Management	For	For
1C.	ELECTION OF DIRECTOR: J.M. CORNELIUS	Management	For	For
1D.	ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.	Management	For	For
1E.	ELECTION OF DIRECTOR: M. GROBSTEIN	Management	For	For
1F.	ELECTION OF DIRECTOR: A.J. LACY	Management	For	For
1G.	ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D.	Management	For	For
1H.	ELECTION OF DIRECTOR: D.C. PALIWAL	Management	For	For
1I.	ELECTION OF DIRECTOR: V.L. SATO, PH.D.	Management	For	For
1J.	ELECTION OF DIRECTOR: G.L. STORCH	Management	For	For
1K.	ELECTION OF DIRECTOR: T.D. WEST, JR.	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against

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

4.	SIMPLE MAJORITY VOTE. XYLEM INC.	Shareholder	For
Security	98419M100	Meeting Type	Annual
Ticker Symbol	XYL	Meeting Date	06-May-2014
ISIN	US98419M1009	Agenda	933943981 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEN E. JAKOBSSON	Management	For	For
1B.	ELECTION OF DIRECTOR: STEVEN R. LORANGER	Management	For	For
1C.	ELECTION OF DIRECTOR: EDWARD J. LUDWIG	Management	For	For
1D.	ELECTION OF DIRECTOR: JEROME A. PERIBERE	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
4.	THE APPROVAL OF THE PERFORMANCE-BASED PROVISIONS OF THE 2011 OMNIBUS INCENTIVE PLAN.	Management	For	For
5.	THE APPROVAL OF THE PERFORMANCE-BASED PROVISIONS OF THE XYLEM ANNUAL INCENTIVE PLAN FOR EXECUTIVE OFFICERS.	Management	For	For
6.	PROPOSED AMENDMENT TO OUR ARTICLES OF INCORPORATION TO ALLOW SHAREOWNERS TO CALL A SPECIAL MEETING.	Management	For	For
7.	TO VOTE ON A SHAREOWNER PROPOSAL TITLED "EXECUTIVES TO RETAIN SIGNIFICANT STOCK".	Shareholder	Against	For

GREAT PLAINS ENERGY INCORPORATED			
Security	391164100	Meeting Type	Annual
Ticker Symbol	GXP	Meeting Date	06-May-2014
ISIN	US3911641005	Agenda	933944337 - Management

Item	Proposal	Type	Vote
------	----------	------	------

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

			For/Against Management
1.	DIRECTOR	Management	
	1 TERRY BASSHAM	For	For
	2 DAVID L. BODDE	For	For
	3 RANDALL C. FERGUSON, JR	For	For
	4 GARY D. FORSEE	For	For
	5 THOMAS D. HYDE	For	For
	6 JAMES A. MITCHELL	For	For
	7 ANN D. MURTLOW	For	For
	8 JOHN J. SHERMAN	For	For
	9 LINDA H. TALBOTT	For	For

TO APPROVE, ON A NON-BINDING
ADVISORY

2.	BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
----	--	------------	---------	---------

3.	TO APPROVE THE AMENDMENT TO THE COMPANY'S ARTICLES OF INCORPORATION.	Management	For	For
----	---	------------	-----	-----

4.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2014.	Management	For	For
----	---	------------	-----	-----

AVON PRODUCTS, INC.

Security	054303102	Meeting Type	Annual
Ticker Symbol	AVP	Meeting Date	06-May-2014
ISIN	US0543031027	Agenda	933945884 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DOUGLAS R. CONANT		For	For
	2 W. DON CORNWELL		For	For
	3 V. ANN HAILEY		For	For
	4 NANCY KILLEFER		For	For
	5 MARIA ELENA LAGOMASINO		For	For
	6 SARA MATHEW		For	For
	7 SHERI MCCOY		For	For
	8 CHARLES H. NOSKI		For	For
	9 GARY M. RODKIN		For	For
	10 PAULA STERN		For	For
	ADVISORY VOTE TO APPROVE			
2.	EXECUTIVE COMPENSATION.	Management	Abstain	Against
	RATIFICATION OF THE APPOINTMENT OF			
3.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

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

SHAREHOLDER PROPOSAL
REGARDING
PROHIBITION OF ACCELERATED
VESTING
OF EQUITY AWARDS UPON A CHANGE
OF
CONTROL.

4. Shareholder Against For

SHAREHOLDER PROPOSAL
REQUESTING A
REPORT ON SUBSTITUTING SAFER
ALTERNATIVES IN PERSONAL CARE
PRODUCTS.

5. Shareholder Against For

QTS REALTY TRUST, INC.

Security	74736A103	Meeting Type	Annual
Ticker Symbol	QTS	Meeting Date	06-May-2014
ISIN	US74736A1034	Agenda	933946278 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CHAD L. WILLIAMS		For	For
	2 PHILIP P. TRAHANAS		For	For
	3 JOHN W. BARTER		For	For
	4 WILLIAM O. GRABE		For	For
	5 CATHERINE R. KINNEY		For	For
	6 PETER A. MARINO		For	For
	7 SCOTT D. MILLER		For	For
	8 STEPHEN E. WESTHEAD		For	For
	ADVISORY VOTE TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014	Management	For	For
2				

CINCINNATI BELL INC.

Security	171871403	Meeting Type	Annual
Ticker Symbol	CBBPRB	Meeting Date	06-May-2014
ISIN	US1718714033	Agenda	933946507 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PHILLIP R. COX	Management	For	For
1B.	ELECTION OF DIRECTOR: JAKKI L. HAUSSLER	Management	For	For
1C.	ELECTION OF DIRECTOR: CRAIG F. MAIER	Management	For	For
1D.		Management	For	For

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

	ELECTION OF DIRECTOR: RUSSEL P. MAYER		
	ELECTION OF DIRECTOR: THEODORE H. SCHELL	Management	For
1E.			
	ELECTION OF DIRECTOR: ALAN R. SCHRIBER	Management	For
1F.			
	ELECTION OF DIRECTOR: LYNN A. WENTWORTH	Management	For
1G.			
	ELECTION OF DIRECTOR: JOHN M. ZRNO	Management	For
1H.			
	ELECTION OF DIRECTOR: THEODORE H. TORBECK	Management	For
1I.			
	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2014.	Management	For
2.			
		Management	For
3.			
		Management	For

ZIMMER HOLDINGS, INC.

Security 98956P102

Ticker Symbol ZMH

ISIN US98956P1021

Meeting Type

Meeting Date

Agenda

Annual

06-May-2014

933947600 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY	Management	For	For
1B.	ELECTION OF DIRECTOR: BETSY J. BERNARD	Management	For	For
1C.	ELECTION OF DIRECTOR: PAUL M. BISARO	Management	For	For
1D.	ELECTION OF DIRECTOR: GAIL K. BOUDREAUX	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID C. DVORAK	Management	For	For
1F.	ELECTION OF DIRECTOR: LARRY C. GLASSCOCK	Management	For	For
1G.	ELECTION OF DIRECTOR: ROBERT A. HAGEMANN	Management	For	For
1H.	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Management	For	For
1I.	ELECTION OF DIRECTOR: CECIL B. PICKETT, PH.D.	Management	For	For
2.		Management	Abstain	Against

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

ADVISORY VOTE TO APPROVE
NAMED
EXECUTIVE OFFICER COMPENSATION
RATIFICATION OF APPOINTMENT OF
INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR 2014

DRESSER-RAND GROUP INC.

Security	261608103	Meeting Type	Annual
Ticker Symbol	DRC	Meeting Date	06-May-2014
ISIN	US2616081038	Agenda	933948284 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: WILLIAM E. MACAULAY	Management	For	For
1.2	ELECTION OF DIRECTOR: VINCENT R. VOLPE JR.	Management	For	For
1.3	ELECTION OF DIRECTOR: RITA V. FOLEY	Management	For	For
1.4	ELECTION OF DIRECTOR: LOUIS A. RASPINO	Management	For	For
1.5	ELECTION OF DIRECTOR: PHILIP R. ROTH	Management	For	For
1.6	ELECTION OF DIRECTOR: STEPHEN A. SNIDER	Management	For	For
1.7	ELECTION OF DIRECTOR: MICHAEL L. UNDERWOOD	Management	For	For
1.8	ELECTION OF DIRECTOR: JOSEPH C. WINKLER III	Management	For	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
3.	ADOPT AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against

BCE INC.

Security	05534B760	Meeting Type	Annual
Ticker Symbol	BCE	Meeting Date	06-May-2014
ISIN	CA05534B7604	Agenda	933948361 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 B.K. ALLEN		For	For
	2 A. BÉRARD		For	For
	3 R.A. BRENNEMAN		For	For
	4 S. BROCHU		For	For

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

5	R.E. BROWN	For	For
6	G.A. COPE	For	For
7	D.F. DENISON	For	For
8	I. GREENBERG	For	For
9	T.C. O'NEILL	For	For
10	J. PRENTICE	For	For
11	R.C. SIMMONDS	For	For
12	C. TAYLOR	For	For
13	P.R. WEISS	For	For

02 APPOINTMENT OF DELOITTE LLP AS MANAGERS AND AUDITORS. **For** For
 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

03 COMPENSATION DISCLOSED IN THE MANAGEMENT PROXY CIRCULAR DATED MARCH 6, 2014 DELIVERED IN ADVANCE OF THE 2014 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF BCE. **For** For

4A PROPOSAL NO. 1 RISK MANAGEMENT COMMITTEE. **Against** For

4B PROPOSAL NO. 2 TOTAL EXECUTIVE COMPENSATION GROSS PAY CAP AT \$5,000,000. **Against** For

LADBROKES PLC, HARROW

Security	G5337D107	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	07-May-2014
ISIN	GB00B0ZSH635	Agenda	705053368 - Management

Item	Proposal	Type	Vote	For/Against Management
1	To receive and adopt the report and accounts for 2013	Management	For	For
2	To declare a final dividend	Management	For	For
3	To appoint D R Martin as a director	Management	For	For
4	To re-appoint P Erskine as a director	Management	For	For
5	To re-appoint R I Glynn as a director	Management	For	For
6	To re-appoint I A Bull as a director	Management	For	For
7	To re-appoint S Bailey as a director	Management	For	For
8	To re-appoint C M Hodgson as a director	Management	For	For
9	To re-appoint J M Kelly as a director	Management	For	For

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

10	To re-appoint R Moross as a director	Management	For	For
11	To re-appoint D M Shapland as a director	Management	For	For
12	To appoint PricewaterhouseCoopers LLP as auditor	Management	For	For
13	To authorise the directors to agree the auditor's remuneration	Management	For	For
14	To approve the remuneration policy	Management	For	For
15	To approve the remuneration report	Management	For	For
16	To authorise political donations and expenditure	Management	For	For
17	To authorise the Company to purchase its own shares	Management	For	For
18	To authorise the directors to allot shares	Management	For	For
19	To disapply section 561(1) of the Companies Act 2006	Management	Against	Against
20	To authorise the calling of general meetings (excluding annual general meetings) by notice of at least 14 clear days	Management	For	For

SWEDISH MATCH AB, STOCKHOLM

Security	W92277115	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	07-May-2014
ISIN	SE0000310336	Agenda	705103353 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 282426 DUE TO CHANGE IN VO-TING STATUS OF RESOLUTION 18. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL-BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK Y-OU.	Non-Voting		
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF AT-TORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTION-S IN THIS MARKET. ABSENCE OF A POA, MAY	Non-Voting		

CAUSE YOUR INSTRUCTIONS TO BE REJECTED-. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE 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 AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE MEETING REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION.

1 OF THE CHAIRMAN OF THE MEETING: SVEN UNGER 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 Non-Voting

AND THE AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS FOR 2013, THE AUDITORS' OPINION REGARDING COMPLIANCE WITH THE PRINCIPLES FOR REMUNERATION TO MEMBERS OF THE EXECUTIVE MANAGEMENT AS WELL AS THE BOARD OF DIRECTORS' PROPOSAL REGARDING THE ALLOCATION OF PROFIT AND MOTIVATED STATEMENT. IN CONNECTION THERETO, THE PRESIDENT'S SPEECH AND THE BOARD OF DIRECTORS' REPORT ON ITS WORK AND THE WORK AND FUNCTION OF THE AUDIT COMMITTEE RESOLUTION ON ADOPTION OF THE INCOME STATEMENT AND BALANCE SHEET

7 AND OF THE CONSOLIDATED INCOME STATEMENT AND CONSOLIDATED BALANCE SHEET Management No Action

8 RESOLUTION REGARDING ALLOCATION OF THE COMPANY'S PROFIT IN ACCORDANCE WITH THE ADOPTED BALANCE SHEET AND RESOLUTION ON A RECORD DAY FOR DIVIDEND: THE BOARD OF DIRECTORS PROPOSES A DIVIDEND IN THE AMOUNT OF 7.30 SEK PER SHARE TO BE PAID TO THE SHARE-HOLDERS AND THAT THE REMAINING PROFITS ARE CARRIED FORWARD. THE PROPOSED RECORD DAY FOR THE RIGHT TO RECEIVE A CASH DIVIDEND IS MAY 12, 2014. PAYMENT THROUGH EUROCLEAR SWEDEN AB IS EXPECTED TO BE MADE ON MAY 15, Management No Action

- 2014
RESOLUTION REGARDING
DISCHARGE
- 9 FROM LIABILITY IN RESPECT OF THE Management No
BOARD Action
- MEMBERS AND THE PRESIDENT
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 TO BE USED PURSUANT
TO A
RESOLUTION ADOPTED BY THE
GENERAL
MEETING: THE BOARD OF DIRECTORS
PROPOSES TO REDUCE THE
COMPANY'S
SHARE CAPITAL OF 2,892,441 SEK BY
MEANS OF WITHDRAWAL OF 1,500,000
- 10.A SHARES IN THE COMPANY. THE Management No
SHARES IN Action
- THE COMPANY PROPOSED FOR
WITHDRAWAL HAVE BEEN
REPURCHASED
BY THE COMPANY IN ACCORDANCE
WITH
AUTHORIZATION GRANTED BY THE
GENERAL MEETING. THE BOARD OF
DIRECTORS FURTHER PROPOSES
THAT
THE REDUCED AMOUNT BE
ALLOCATED TO
A FUND TO BE USED PURSUANT TO A
RESOLUTION ADOPTED BY THE
GENERAL
MEETING
- 10.B RESOLUTION REGARDING A BONUS Management No
ISSUE Action
- RESOLUTION REGARDING
AUTHORIZATION
- 11 OF THE BOARD OF DIRECTORS TO Management No
RESOLVE ON ACQUISITION OF Action
- SHARES IN
THE COMPANY
- 12 RESOLUTION REGARDING PRINCIPLES Management No
FOR Action
- REMUNERATION TO MEMBERS OF
THE

- EXECUTIVE MANAGEMENT. IN CONNECTION THERETO, PRESENTATION OF THE WORK AND FUNCTION OF THE COMPENSATION COMMITTEE RESOLUTION REGARDING THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS TO BE ELECTED BY THE MEETING:
- 13 THE BOARD OF DIRECTORS IS PROPOSED TO CONSIST OF SEVEN MEMBERS AND NO DEPUTIES
- 14 RESOLUTION REGARDING REMUNERATION TO THE MEMBERS OF THE BOARD OF DIRECTORS ELECTION OF MEMBERS OF THE BOARD, THE CHAIRMAN OF THE BOARD AND THE DEPUTY CHAIRMAN OF THE BOARD: THE FOLLOWING MEMBERS OF THE BOARD OF DIRECTORS ARE PROPOSED FOR RE-ELECTION: ANDREW CRIPPS, KAREN GUERRA, CONNY KARLSSON, WENCHE ROLFSEN, 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
- 15 RESOLUTION REGARDING THE NUMBER OF AUDITOR: THE NUMBER OF AUDITORS IS PROPOSED TO BE ONE AND NO DEPUTY
- 16
- Management No Action
- Management No Action
- Management No Action
- Management No Action

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

- 17 AUDITOR
RESOLUTION REGARDING
REMUNERATION
TO THE AUDITOR
ELECTION OF AUDITOR: THE
AUDITOR
COMPANY KPMG AB IS PROPOSED TO
BE
- 18 RE-ELECTED AS AUDITOR FOR THE
PERIOD
AS OF THE END OF THE ANNUAL
GENERAL
MEETING 2014 UNTIL THE END OF THE
ANNUAL GENERAL MEETING 2015

Management
No
Action

Management
No
Action

MANDARIN ORIENTAL INTERNATIONAL LTD

Security G57848106

Ticker Symbol

ISIN BMG578481068

Meeting Type

Meeting Date

Agenda

Annual General Meeting

07-May-2014

705164628 - Management

Item	Proposal	Type	Vote	For/Against Management
1	TO RECEIVE AND CONSIDER THE FINANCIAL STATEMENTS AND THE INDEPENDENT AUDITORS' REPORT FOR THE YEAR ENDED 31ST DECEMBER 2013, AND TO DECLARE A FINAL DIVIDEND	Management	For	For
2	TO RE-ELECT MARK GREENBERG AS A DIRECTOR	Management	For	For
3	TO RE-ELECT JULIAN HUI AS A DIRECTOR	Management	For	For
4	TO RE-ELECT SIMON KESWICK AS A DIRECTOR	Management	For	For
5	TO RE-ELECT DR RICHARD LEE AS A DIRECTOR	Management	For	For
6	TO RE-ELECT JAMES WATKINS AS A DIRECTOR	Management	For	For
7	TO RE-APPOINT THE AUDITORS AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION	Management	For	For
8	THAT: (A) THE EXERCISE BY THE DIRECTORS DURING THE RELEVANT PERIOD (FOR THE PURPOSES OF THIS RESOLUTION, 'RELEVANT PERIOD' BEING	Management	For	For

THE PERIOD FROM THE PASSING OF THIS RESOLUTION UNTIL THE EARLIER OF THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING, OR THE EXPIRATION OF THE PERIOD WITHIN WHICH SUCH MEETING IS REQUIRED BY LAW TO BE HELD, OR THE REVOCATION OR VARIATION OF THIS RESOLUTION BY AN ORDINARY RESOLUTION OF THE SHAREHOLDERS OF THE COMPANY IN GENERAL MEETING) OF ALL POWERS OF THE COMPANY TO ALLOT OR ISSUE SHARES AND TO MAKE AND GRANT OFFERS, AGREEMENTS AND OPTIONS WHICH WOULD OR MIGHT REQUIRE SHARES TO BE ALLOTTED, ISSUED OR DISPOSED OF DURING OR AFTER THE END OF THE RELEVANT PERIOD UP TO AN AGGREGATE NOMINAL AMOUNT OF USD16.7 MILLION, BE AND IS HEREBY GENERALLY AND UNCONDITIONALLY CONTD CONTD APPROVED; AND (B) THE AGGREGATE NOMINAL AMOUNT OF SHARE CAPITAL-ALLOTTED OR AGREED CONDITIONALLY OR UNCONDITIONALLY TO BE ALLOTTED WHOLLY FOR-CASH (WHETHER PURSUANT TO AN OPTION OR OTHERWISE) BY THE DIRECTORS PURSUANT-TO THE APPROVAL IN PARAGRAPH (A), OTHERWISE THAN PURSUANT TO A RIGHTS ISSUE-(FOR THE PURPOSES OF THIS RESOLUTION, 'RIGHTS ISSUE' BEING AN OFFER OF SHARES-OR

CONT

Non-Voting

OTHER SECURITIES TO HOLDERS OF
SHARES OR OTHER SECURITIES ON
THE
REGISTER-ON A FIXED RECORD DATE
IN
PROPORTION TO THEIR THEN
HOLDINGS OF
SUCH SHARES OR-OTHER SECURITIES
OR
OTHERWISE IN ACCORDANCE WITH
THE
RIGHTS ATTACHING
THERE TO-(SUBJECT TO
SUCH EXCLUSIONS OR OTHER
ARRANGEMENTS AS THE DIRECTORS
MAY
DEEM-NECESSARY OR EXPEDIENT IN
RELATION TO FRACTIONAL CONTD
CONTD ENTITLEMENTS OR LEGAL OR
PRACTICAL PROBLEMS UNDER THE
LAWS
OF, OR THE-REQUIREMENTS OF ANY
RECOGNIZED REGULATORY BODY OR
ANY
STOCK EXCHANGE IN,
CONT ANY-TERRITORY)), Non-Voting
OR THE ISSUE OF SHARES PURSUANT
TO
THE COMPANY'S EMPLOYEE SHARE-
PURCHASE TRUST, SHALL NOT
EXCEED
USD2.5 MILLION, AND THE SAID
APPROVAL
9 SHALL-BE LIMITED ACCORDINGLY Management For
THAT: (A) THE EXERCISE BY THE
DIRECTORS OF ALL POWERS OF THE
COMPANY TO PURCHASE ITS OWN
SHARES,
SUBJECT TO AND IN ACCORDANCE
WITH
ALL APPLICABLE LAWS AND
REGULATIONS,
DURING THE RELEVANT PERIOD (FOR
THE
PURPOSES OF THIS RESOLUTION,
'RELEVANT PERIOD' BEING THE
PERIOD
FROM THE PASSING OF THIS
RESOLUTION
UNTIL THE EARLIER OF THE
CONCLUSION

OF THE NEXT ANNUAL GENERAL MEETING, OR THE EXPIRATION OF THE PERIOD WITHIN WHICH SUCH MEETING IS REQUIRED BY LAW TO BE HELD, OR THE REVOCATION OR VARIATION OF THIS RESOLUTION BY AN ORDINARY RESOLUTION OF THE SHAREHOLDERS OF THE COMPANY IN GENERAL MEETING) BE AND IS HEREBY

GENERALLY AND UNCONDITIONALLY APPROVED; (B) THE AGGREGATE NOMINAL AMOUNT OF SHARES OF THE COMPANY WHICH THE COMPANY MAY PURCHASE CONTD CONTD PURSUANT TO THE APPROVAL IN

PARAGRAPH (A) OF THIS RESOLUTION SHALL BE-LESS THAN 15% OF THE AGGREGATE NOMINAL AMOUNT OF THE EXISTING ISSUED SHARE-CAPITAL OF THE COMPANY AT THE DATE OF THIS MEETING, AND SUCH APPROVAL SHALL-BE LIMITED

ACCORDINGLY; AND (C) THE APPROVAL IN

CONT PARAGRAPH (A) OF THIS-RESOLUTION SHALL, WHERE PERMITTED BY APPLICABLE LAWS AND REGULATIONS AND-SUBJECT TO THE LIMITATION IN PARAGRAPH (B) OF THIS RESOLUTION, EXTEND TO-PERMIT THE PURCHASE OF SHARES OF THE COMPANY (I) BY SUBSIDIARIES OF THE-COMPANY AND (II) PURSUANT TO THE TERMS OF PUT

Non-Voting

WARRANTS OR
 FINANCIAL-INSTRUMENTS
 HAVING SIMILAR EFFECT ('PUT
 WARRANTS')
 WHEREBY THE COMPANY CAN BE-
 REQUIRED TO PURCHASE ITS OWN
 SHARES, PROVIDED THAT WHERE PUT
 WARRANTS ARE-ISSUED OR OFFERED
 PURSUANT TO A RIGHTS CONTD
 CONTD ISSUE (AS DEFINED IN
 RESOLUTION
 8 ABOVE) THE PRICE WHICH THE
 COMPANY-
 MAY PAY FOR SHARES PURCHASED
 ON
 EXERCISE OF PUT WARRANTS SHALL
 NOT
 EXCEED 15%-MORE THAN THE
 AVERAGE OF
 THE MARKET QUOTATIONS FOR THE
 SHARES FOR A PERIOD OF-NOT MORE
 THAN
 30 NOR LESS THAN THE FIVE
 DEALING DAYS
 FALLING ONE DAY PRIOR TO-THE
 DATE OF
 ANY PUBLIC ANNOUNCEMENT BY
 THE
 COMPANY OF THE PROPOSED ISSUE
 OF-
 PUT WARRANTS

CONT

Non-Voting

HAWAIIAN ELECTRIC INDUSTRIES, INC.

Security	419870100	Meeting Type	Annual
Ticker Symbol	HE	Meeting Date	07-May-2014
ISIN	US4198701009	Agenda	933934716 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PEGGY Y. FOWLER		For	For
	2 KEITH P. RUSSELL		For	For
	3 BARRY K. TANIGUCHI		For	For
2.	ADVISORY VOTE TO APPROVE HEI'S EXECUTIVE COMPENSATION	Management	For	For
3.	APPROVE THE 2010 EQUITY AND INCENTIVE PLAN AS AMENDED AND RESTATED (EIP)	Management	For	For
4.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS HEI'S	Management	For	For

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

INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR 2014

EXPRESS SCRIPTS HOLDING COMPANY

Security	30219G108	Meeting Type	Annual
Ticker Symbol	ESRX	Meeting Date	07-May-2014
ISIN	US30219G1085	Agenda	933941139 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GARY G. BENANAV	Management	For	For
1B.	ELECTION OF DIRECTOR: MAURA C. BREEN	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM J. DELANEY	Management	For	For
1D.	ELECTION OF DIRECTOR: NICHOLAS J. LAHOWCHIC	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS P. MAC MAHON	Management	For	For
1F.	ELECTION OF DIRECTOR: FRANK MERGENTHALER	Management	For	For
1G.	ELECTION OF DIRECTOR: WOODROW A. MYERS, JR., MD	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN O. PARKER, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: GEORGE PAZ	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM L. ROPER, MD, MPH	Management	For	For
1K.	ELECTION OF DIRECTOR: SEYMOUR STERNBERG	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2014.	Management	For	For
3.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	Abstain	Against

PHILLIPS 66

Security	718546104	Meeting Type	Annual
Ticker Symbol	PSX	Meeting Date	07-May-2014
ISIN	US7185461040	Agenda	933944010 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM R. LOOMIS, JR.	Management	For	For

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

1B.	ELECTION OF DIRECTOR: GLENN F. TILTON	Management	For	For
1C.	ELECTION OF DIRECTOR: MARNA C. WHITTINGTON	Management	For	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR PHILLIPS 66 FOR 2014. SAY ON PAY - AN ADVISORY (NON-BINDING)	Management	For	For
3.	VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	GREENHOUSE GAS REDUCTION GOALS.	Shareholder	Against	For

DISCOVER FINANCIAL SERVICES

Security	254709108	Meeting Type	Annual
Ticker Symbol	DFS	Meeting Date	07-May-2014
ISIN	US2547091080	Agenda	933944250 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JEFFREY S. ARONIN	Management	For	For
1B.	ELECTION OF DIRECTOR: MARY K. BUSH	Management	For	For
1C.	ELECTION OF DIRECTOR: GREGORY C. CASE	Management	For	For
1D.	ELECTION OF DIRECTOR: CANDACE H. DUNCAN	Management	For	For
1E.	ELECTION OF DIRECTOR: CYNTHIA A. GLASSMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD H. LENNY	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS G. MAHERAS	Management	For	For
1H.	ELECTION OF DIRECTOR: MICHAEL H. MOSKOW	Management	For	For
1I.	ELECTION OF DIRECTOR: DAVID W. NELMS	Management	For	For
1J.	ELECTION OF DIRECTOR: MARK A. THIERER	Management	For	For
1K.	ELECTION OF DIRECTOR: LAWRENCE A. WEINBACH	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER	Management	Abstain	Against

COMPENSATION.

3. TO APPROVE THE AMENDMENT AND RESTATEMENT OF OUR OMNIBUS INCENTIVE PLAN. Management For For

4. TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. Management For For

PEPSICO, INC.

Security	713448108	Meeting Type	Annual
Ticker Symbol	PEP	Meeting Date	07-May-2014
ISIN	US7134481081	Agenda	933945860 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHONA L. BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: GEORGE W. BUCKLEY	Management	For	For
1C.	ELECTION OF DIRECTOR: IAN M. COOK	Management	For	For
1D.	ELECTION OF DIRECTOR: DINA DUBLON	Management	For	For
1E.	ELECTION OF DIRECTOR: RONA A. FAIRHEAD	Management	For	For
1F.	ELECTION OF DIRECTOR: RAY L. HUNT	Management	For	For
1G.	ELECTION OF DIRECTOR: ALBERTO IBARGUEN	Management	For	For
1H.	ELECTION OF DIRECTOR: INDRA K. NOOYI	Management	For	For
1I.	ELECTION OF DIRECTOR: SHARON PERCY ROCKEFELLER	Management	For	For
1J.	ELECTION OF DIRECTOR: JAMES J. SCHIRO	Management	For	For
1K.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	Management	For	For
1L.	ELECTION OF DIRECTOR: DANIEL VASELLA	Management	For	For
1M.	ELECTION OF DIRECTOR: ALBERTO WEISSER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2014.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S	Management	Abstain	Against

EXECUTIVE COMPENSATION.
APPROVAL OF THE MATERIAL TERMS
OF

- | | | | | |
|----|---|-------------|---------|-----|
| 4. | THE PERFORMANCE GOALS OF THE PEPSICO, INC. EXECUTIVE INCENTIVE COMPENSATION PLAN. | Management | For | For |
| 5. | POLICY REGARDING APPROVAL OF POLITICAL CONTRIBUTIONS. | Shareholder | Against | For |
| 6. | POLICY REGARDING EXECUTIVE RETENTION OF STOCK. | Shareholder | Against | For |

AQUA AMERICA, INC.

Security	03836W103	Meeting Type	Annual
Ticker Symbol	WTR	Meeting Date	07-May-2014
ISIN	US03836W1036	Agenda	933945947 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 NICHOLAS DEBENEDICTIS		For	For
	2 MICHAEL L. BROWNE		For	For
	3 RICHARD H. GLANTON		For	For
	4 LON R. GREENBERG		For	For
	5 WILLIAM P. HANKOWSKY		For	For
	6 WENDELL F. HOLLAND		For	For
	7 ELLEN T. RUFF		For	For
	8 ANDREW J. SORDONI III		For	For
	TO CONSIDER AND TAKE ACTION ON THE RATIFICATION OF THE APPOINTMENT OF			
2.	PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2014 FISCAL YEAR. TO CONSIDER AND TAKE AN ADVISORY	Management	For	For
3.	VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT. TO CONSIDER AND TAKE ACTION ON THE	Management	Abstain	Against
4.	APPROVAL OF THE AMENDED AQUA AMERICA, INC. 2009 OMNIBUS COMPENSATION PLAN.	Management	For	For
5.	TO CONSIDER AND TAKE ACTION ON A SHAREHOLDER PROPOSAL REQUESTING	Shareholder	Against	For

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.

TO CONSIDER AND TAKE ACTION ON
A

SHAREHOLDER PROPOSAL
REQUESTING
THAT THE BOARD OF DIRECTORS
CREATE A

6. CHAIRMAN IS AN INDEPENDENT DIRECTOR WHO HAS NOT PREVIOUSLY SERVED AS AN EXECUTIVE OFFICER OF THE COMPANY, IF PROPERLY PRESENTED AT THE MEETING.
- | | | | |
|--|-------------|---------|-----|
| | Shareholder | Against | For |
|--|-------------|---------|-----|

PHILIP MORRIS INTERNATIONAL INC.

Security	718172109	Meeting Type	Annual
Ticker Symbol	PM	Meeting Date	07-May-2014
ISIN	US7181721090	Agenda	933946444 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HAROLD BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: ANDRE CALANTZOPOULOS	Management	For	For
1C.	ELECTION OF DIRECTOR: LOUIS C. CAMILLERI	Management	For	For
1D.	ELECTION OF DIRECTOR: JENNIFER LI	Management	For	For
1E.	ELECTION OF DIRECTOR: SERGIO MARCHIONNE	Management	For	For
1F.	ELECTION OF DIRECTOR: KALPANA MORPARIA	Management	For	For
1G.	ELECTION OF DIRECTOR: LUCIO A. NOTO	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT B. POLET	Management	For	For
1I.	ELECTION OF DIRECTOR: CARLOS SLIM HELU	Management	For	For
1J.		Management	For	For

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

	ELECTION OF DIRECTOR: STEPHEN M. WOLF			
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Management	For	For
3.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL 1 - LOBBYING	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL 2 - ANIMAL TESTING	Shareholder	Against	For

BANK OF AMERICA CORPORATION

Security	060505104	Meeting Type	Annual
Ticker Symbol	BAC	Meeting Date	07-May-2014
ISIN	US0605051046	Agenda	933948070 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHARON L. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Management	For	For
1C.	ELECTION OF DIRECTOR: JACK O. BOVENDER, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Management	For	For
1E.	ELECTION OF DIRECTOR: PIERRE J.P. DE WECK	Management	For	For
1F.	ELECTION OF DIRECTOR: ARNOLD W. DONALD	Management	For	For
1G.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Management	For	For
1H.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: LINDA P. HUDSON	Management	For	For
1J.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Management	For	For
1K.	ELECTION OF DIRECTOR: THOMAS J. MAY	Management	For	For
1L.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Management	For	For
1M.	ELECTION OF DIRECTOR: LIONEL L. NOWELL, III	Management	For	For
1N.	ELECTION OF DIRECTOR: CLAYTON S. ROSE	Management	For	For
1O.	ELECTION OF DIRECTOR: R. DAVID YOST	Management	For	For
2.	AN ADVISORY (NON-BINDING) RESOLUTION	Management	Abstain	Against

TO APPROVE EXECUTIVE
COMPENSATION
(SAY ON PAY).
RATIFICATION OF THE APPOINTMENT
OF

- | | | | | |
|----|---|-------------|---------|-----|
| 3. | OUR REGISTERED INDEPENDENT
PUBLIC
ACCOUNTING FIRM FOR 2014. | Management | For | For |
| 4. | APPROVAL OF AMENDMENT TO THE
SERIES
T PREFERRED STOCK. | Management | For | For |
| 5. | STOCKHOLDER PROPOSAL -
CUMULATIVE
VOTING IN DIRECTOR ELECTIONS. | Shareholder | Against | For |
| 6. | STOCKHOLDER PROPOSAL - PROXY
ACCESS. | Shareholder | Against | For |
| 7. | STOCKHOLDER PROPOSAL - CLIMATE
CHANGE REPORT. | Shareholder | Against | For |
| 8. | STOCKHOLDER PROPOSAL -
LOBBYING
REPORT. | Shareholder | Against | For |

MURPHY USA INC.

Security	626755102	Meeting Type	Annual
Ticker Symbol	MUSA	Meeting Date	07-May-2014
ISIN	US6267551025	Agenda	933948424 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 C.P. DEMING		For	For
	2 T.M. GATTLE, JR.		For	For
	3 J.T. TAYLOR		For	For
2.	APPROVAL OF EXECUTIVE COMPENSATION ON AN ADVISORY, NON-BINDING BASIS	Management	Abstain	Against
3.	TO DETERMINE THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES, ON AN ADVISORY, NON-BINDING BASIS	Management	Abstain	Against
4.	APPROVAL OF PERFORMANCE CRITERIA UNDER THE MURPHY USA INC. 2013 LONG- TERM INCENTIVE PLAN, AS AMENDED AND RESTATED EFFECTIVE AS OF FEBRUARY 12, 2014	Management	For	For
5.	APPROVAL OF PERFORMANCE CRITERIA	Management	For	For

UNDER THE MURPHY USA INC. 2013
 ANNUAL
 INCENTIVE PLAN, AS AMENDED AND
 RESTATED EFFECTIVE AS OF
 FEBRUARY 12,
 2014
 RATIFICATION OF THE ACTION OF
 THE
 AUDIT COMMITTEE OF THE BOARD
 OF
 DIRECTORS IN APPOINTING KPMG LLP
 AS
 THE COMPANY'S INDEPENDENT
 REGISTERED PUBLIC ACCOUNTING
 FIRM
 FOR 2014

6. Management For For

EXELIS, INC

Security	30162A108	Meeting Type	Annual
Ticker Symbol	XLS	Meeting Date	07-May-2014
ISIN	US30162A1088	Agenda	933949325 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL J. KERN	Management	For	For
1B.	ELECTION OF DIRECTOR: MARK L. REUSS	Management	For	For
1C.	ELECTION OF DIRECTOR: BILLIE I. WILLIAMSON	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	APPROVAL OF A PROPOSAL TO AMEND THE EXELIS AMENDED AND RESTATED ARTICLES OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS STARTING IN 2015.	Management	For	For
4.	APPROVAL OF A PROPOSAL TO AMEND THE EXELIS AMENDED AND RESTATED ARTICLES OF INCORPORATION TO ALLOW SHAREHOLDERS TO CALL A SPECIAL MEETING.	Management	For	For

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

5. APPROVAL, IN AN ADVISORY VOTE, OF THE COMPENSATION FOR OUR NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE 2014 PROXY STATEMENT.

DOMINION RESOURCES, INC.

Security	25746U109	Meeting Type	Annual
Ticker Symbol	D	Meeting Date	07-May-2014
ISIN	US25746U1097	Agenda	933952055 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Management	For	For
1B.	ELECTION OF DIRECTOR: PETER W. BROWN, M.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: HELEN E. DRAGAS	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES O. ELLIS, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN W. HARRIS	Management	For	For
1G.	ELECTION OF DIRECTOR: MARK J. KINGTON	Management	For	For
1H.	ELECTION OF DIRECTOR: PAMELA J. ROYAL, M.D.	Management	For	For
1I.	ELECTION OF DIRECTOR: ROBERT H. SPILMAN, JR.	Management	For	For
1J.	ELECTION OF DIRECTOR: MICHAEL E. SZYMANCZYK	Management	For	For
1K.	ELECTION OF DIRECTOR: DAVID A. WOLLARD	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF THE INDEPENDENT AUDITORS FOR 2014	Management	For	For
3.	ADVISORY VOTE ON APPROVAL OF EXECUTIVE COMPENSATION (SAY ON PAY)	Management	Abstain	Against
4.	APPROVAL OF THE 2014 INCENTIVE COMPENSATION PLAN	Management	Abstain	Against
5.	EXECUTIVES TO RETAIN SIGNIFICANT STOCK	Shareholder	Against	For
6.	REPORT ON FINANCIAL RISKS TO DOMINION POSED BY CLIMATE CHANGE	Shareholder	Against	For

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

7.	REPORT ON METHANE EMISSIONS	Shareholder	Against	For
8.	REPORT ON LOBBYING	Shareholder	Against	For
9.	REPORT ON ENVIRONMENTAL AND CLIMATE CHANGE IMPACTS OF BIOMASS ADOPT QUANTITATIVE GOALS FOR REDUCING GREENHOUSE GAS EMISSIONS	Shareholder	Against	For
10.	ADOPT QUANTITATIVE GOALS FOR REDUCING GREENHOUSE GAS EMISSIONS	Shareholder	Against	For

HESS CORPORATION

Security	42809H107	Meeting Type	Annual
Ticker Symbol	HES	Meeting Date	07-May-2014
ISIN	US42809H1077	Agenda	933952788 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: T.J. CHECKI	Management	For	For
1.2	ELECTION OF DIRECTOR: E.E. HOLIDAY	Management	For	For
1.3	ELECTION OF DIRECTOR: J.H. MULLIN	Management	For	For
1.4	ELECTION OF DIRECTOR: J.H. QUIGLEY	Management	For	For
1.5	ELECTION OF DIRECTOR: R.N. WILSON	Management	For	For
2.	ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
4A.	ELIMINATION OF 80% SUPERMAJORITY VOTING REQUIREMENT IN THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION AND BY-LAWS.	Management	For	For
4B.	ELIMINATION OF TWO-THIRDS SUPERMAJORITY VOTING REQUIREMENT IN THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION.	Management	For	For
5.	ELIMINATION OF PROVISIONS IN THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION CONCERNING \$3.50 CUMULATIVE CONVERTIBLE PREFERRED STOCK.	Management	For	For
6.	STOCKHOLDER PROPOSAL RECOMMENDING A REPORT	Shareholder	Against	For

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

REGARDING
CARBON ASSET RISK.

CONSOL ENERGY INC.

Security	20854P109	Meeting Type	Annual
Ticker Symbol	CNX	Meeting Date	07-May-2014
ISIN	US20854P1093	Agenda	933958526 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 J. BRETT HARVEY		For	For
	2 NICHOLAS J. DEIULIIS		For	For
	3 PHILIP W. BAXTER		For	For
	4 JAMES E. ALTMeyer, SR.		For	For
	5 ALVIN R. CARPENTER		For	For
	6 WILLIAM E. DAVIS		For	For
	7 RAJ K. GUPTA		For	For
	8 DAVID C. HARDESTY, JR.		For	For
	9 MAUREEN E. LALLY-GREEN		For	For
	10 JOHN T. MILLS		For	For
	11 WILLIAM P. POWELL		For	For
	12 JOSEPH T. WILLIAMS		For	For
2	RATIFICATION OF ANTICIPATED SELECTION OF INDEPENDENT AUDITOR: ERNST & YOUNG LLP.	Management	For	For
3	APPROVAL OF COMPENSATION PAID IN 2013 TO CONSOL ENERGY INC.'S NAMED EXECUTIVES.	Management	For	For
4	A SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS.	Shareholder	Against	For
5	A SHAREHOLDER PROPOSAL REGARDING A CLIMATE CHANGE REPORT.	Shareholder	Against	For
6	A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For

TENARIS, S.A.

Security	88031M109	Meeting Type	Annual
Ticker Symbol	TS	Meeting Date	07-May-2014
ISIN	US88031M1099	Agenda	933959744 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED	Management	For	For

MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED 31 DECEMBER 2013, AND ON THE ANNUAL ACCOUNTS AS AT 31 DECEMBER 2013, AND OF THE INDEPENDENT AUDITORS' REPORTS ON SUCH CONSOLIDATED FINANCIAL STATEMENTS AND ANNUAL ACCOUNTS.

- | | | | | |
|----|---|------------|-----|-----|
| 2. | <p>STATEMENTS AS OF AND FOR THE YEAR ENDED 31 DECEMBER 2013.</p> | Management | For | For |
| 3. | <p>ANNUAL ACCOUNTS AS OF 31 DECEMBER 2013. ALLOCATION OF RESULTS AND APPROVAL</p> | Management | For | For |
| 4. | <p>OF DIVIDEND PAYMENT FOR THE YEAR ENDED 31 DECEMBER 2013. DISCHARGE OF THE MEMBERS OF THE</p> | Management | For | For |
| 5. | <p>BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED 31 DECEMBER 2013.</p> | Management | For | For |
| 6. | <p>ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS.</p> | Management | For | For |
| 7. | <p>COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS.</p> | Management | For | For |
| 8. | <p>APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING 31 DECEMBER 2014, AND APPROVAL OF THEIR FEES.</p> | Management | For | For |
| 9. | <p>AUTHORIZATION TO THE BOARD OF DIRECTORS TO CAUSE THE DISTRIBUTION OF ALL SHAREHOLDER</p> | Management | For | For |

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

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.

BROOKFIELD ASSET MANAGEMENT INC.

Security	112585104	Meeting Type	Annual
Ticker Symbol	BAM	Meeting Date	07-May-2014
ISIN	CA1125851040	Agenda	933966559 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 MARCEL R. COUTU		For	For
	2 MAUREEN KEMPSTON DARKES		For	For
	3 LANCE LIEBMAN		For	For
	4 FRANK J. MCKENNA		For	For
	5 YOUSSEF A. NASR		For	For
	6 JAMES A. PATTISON		For	For
	7 SEEK NGEE HUAT		For	For
	8 DIANA L. TAYLOR		For	For
02	APPOINTMENT OF DELOITTE LLP AS THE EXTERNAL AUDITOR AND AUTHORIZING THE DIRECTORS TO SET ITS REMUNERATION.	Management	For	For
03	SAY ON PAY RESOLUTION SET OUT IN THE CORPORATION'S MANAGEMENT INFORMATION CIRCULAR DATED MARCH 25, 2014.	Management	For	For

FRANCO-NEVADA CORPORATION

Security	351858105	Meeting Type	Annual and Special Meeting
Ticker Symbol	FNV	Meeting Date	07-May-2014
ISIN	CA3518581051	Agenda	933974239 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 PIERRE LASSONDE		For	For
	2 DAVID HARQUAIL		For	For
	3 TOM ALBANESE		For	For
	4 DEREK W. EVANS		For	For

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

5	GRAHAM FARQUHARSON	For	For
6	LOUIS GIGNAC	For	For
7	RANDALL OLIPHANT	For	For
8	DAVID R. PETERSON	For	For

APPOINTMENT OF
PRICEWATERHOUSECOOPERS LLP,
CHARTERED ACCOUNTANTS, AS
AUDITORS

02	OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For
----	--	------------	-----	-----

03	ACCEPTANCE OF THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.	Management	For	For
----	--	------------	-----	-----

FRANCO-NEVADA CORPORATION

Security	351858105	Meeting Type	Annual and Special Meeting
Ticker Symbol	FNV	Meeting Date	07-May-2014
ISIN	CA3518581051	Agenda	933974241 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 PIERRE LASSONDE		For	For
	2 DAVID HARQUAIL		For	For
	3 TOM ALBANESE		For	For
	4 DEREK W. EVANS		For	For
	5 GRAHAM FARQUHARSON		For	For
	6 LOUIS GIGNAC		For	For
	7 RANDALL OLIPHANT		For	For
	8 DAVID R. PETERSON		For	For

APPOINTMENT OF
PRICEWATERHOUSECOOPERS LLP,
CHARTERED ACCOUNTANTS, AS
AUDITORS

02	OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For
----	--	------------	-----	-----

03	ACCEPTANCE OF THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.	Management	For	For
----	--	------------	-----	-----

TENARIS, S.A.

Security	88031M109	Meeting Type	Annual
Ticker Symbol	TS	Meeting Date	07-May-2014
ISIN	US88031M1099	Agenda	934001607 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1.	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED 31 DECEMBER 2013, AND ON THE ANNUAL ACCOUNTS AS AT 31 DECEMBER 2013, AND OF THE INDEPENDENT AUDITORS' REPORTS ON SUCH CONSOLIDATED FINANCIAL STATEMENTS AND ANNUAL ACCOUNTS.	Management	For	For
2.	APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED 31 DECEMBER 2013.	Management	For	For
3.	APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS OF 31 DECEMBER 2013.	Management	For	For
4.	ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED 31 DECEMBER 2013.	Management	For	For
5.	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED 31 DECEMBER 2013.	Management	For	For
6.	ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS.	Management	For	For
7.	COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS.	Management	For	For
8.	APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING 31 DECEMBER 2014, AND APPROVAL	Management	For	For

OF
THEIR FEES.
AUTHORIZATION TO THE BOARD OF
DIRECTORS TO CAUSE THE
DISTRIBUTION
OF ALL SHAREHOLDER
COMMUNICATIONS,
INCLUDING ITS SHAREHOLDER
MEETING

9. AND PROXY MATERIALS AND ANNUAL REPORTS TO SHAREHOLDERS, BY SUCH ELECTRONIC MEANS AS IS PERMITTED BY ANY APPLICABLE LAWS OR REGULATIONS.
- | | | | |
|--|------------|-----|--|
| | Management | For | |
|--|------------|-----|--|

JARDINE MATHESON HOLDINGS LTD, HAMILTON

Security	G50736100	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	08-May-2014
ISIN	BMG507361001	Agenda	705118203 - Management

Item	Proposal	Type	Vote	For/Against Management
	ACCEPT FINANCIAL STATEMENTS AND STATUTORY REPORTS AND APPROVE FINAL DIVIDEND	Management	For	For
1	RE-ELECT ADAM KESWICK AS DIRECTOR	Management	For	For
2	RE-ELECT MARK GREENBERG AS DIRECTOR	Management	For	For
3	RE-ELECT SIMON KESWICK AS DIRECTOR	Management	For	For
4	RE-ELECT RICHARD LEE AS DIRECTOR	Management	For	For
5	APPROVE PRICEWATERHOUSECOOPERS LLP AS AUDITORS AND AUTHORISE BOARD TO FIX THEIR REMUNERATION	Management	For	For
6	APPROVE ISSUANCE OF EQUITY OR EQUITY-LINKED SECURITIES WITH OR WITHOUT PREEMPTIVE RIGHTS	Management	Against	Against
7	AUTHORISE SHARE REPURCHASE PROGRAM	Management	For	For
8	CMMT 15 APR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO REMOVAL OF RECORD	Non-Voting		

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

DATE-. IF YOU HAVE ALREADY SENT
IN
YOUR VOTES, PLEASE DO NOT VOTE
AGAIN
UNLESS YOU-DECIDE TO AMEND
YOUR
ORIGINAL INSTRUCTIONS. THANK
YOU

REPUBLIC SERVICES, INC.

Security	760759100	Meeting Type	Annual
Ticker Symbol	RSG	Meeting Date	08-May-2014
ISIN	US7607591002	Agenda	933944832 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES W. CROWNOVER	Management	For	For
1B.	ELECTION OF DIRECTOR: TOMAGO COLLINS	Management	For	For
1C.	ELECTION OF DIRECTOR: ANN E. DUNWOODY	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM J. FLYNN	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL LARSON	Management	For	For
1F.	ELECTION OF DIRECTOR: W. LEE NUTTER	Management	For	For
1G.	ELECTION OF DIRECTOR: RAMON A. RODRIGUEZ	Management	For	For
1H.	ELECTION OF DIRECTOR: DONALD W. SLAGER	Management	For	For
1I.	ELECTION OF DIRECTOR: ALLAN C. SORENSEN	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN M. TRANI	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
4.	APPROVAL OF THE AMENDED AND RESTATED EXECUTIVE INCENTIVE PLAN.	Management	For	For
5.	STOCKHOLDER PROPOSAL REGARDING PAYMENTS UPON THE DEATH OF A SENIOR	Shareholder	Against	For

EXECUTIVE.
 STOCKHOLDER PROPOSAL
 REGARDING
 6. POLITICAL CONTRIBUTIONS AND EXPENDITURES. Shareholder Against For

FORD MOTOR COMPANY
 Security 345370860 Meeting Type Annual
 Ticker Symbol F Meeting Date 08-May-2014
 ISIN US3453708600 Agenda 933946026 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN G. BUTLER	Management	For	For
1B.	ELECTION OF DIRECTOR: KIMBERLY A. CASIANO	Management	For	For
1C.	ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: EDSEL B. FORD II	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD A. GEPHARDT	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES P. HACKETT	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES H. HANCE, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV	Management	For	For
1J.	ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.	Management	For	For
1K.	ELECTION OF DIRECTOR: JOHN C. LECHLEITER	Management	For	For
1L.	ELECTION OF DIRECTOR: ELLEN R. MARRAM	Management	For	For
1M.	ELECTION OF DIRECTOR: ALAN MULALLY	Management	For	For
1N.	ELECTION OF DIRECTOR: HOMER A. NEAL	Management	For	For
1O.	ELECTION OF DIRECTOR: GERALD L. SHAHEEN	Management	For	For
1P.	ELECTION OF DIRECTOR: JOHN L. THORNTON	Management	For	For
2.	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.		Management	Abstain	Against

SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.

- | | | | | |
|----|--|-------------|---------|---------|
| 4. | APPROVAL OF THE 2014 STOCK PLAN FOR NON-EMPLOYEE DIRECTORS. RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT | Management | Against | Against |
| 5. | ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE. RELATING TO ALLOWING HOLDERS OF 10% | Shareholder | Against | For |
| 6. | OF OUTSTANDING COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS. | Shareholder | Against | For |

SOUTHWEST GAS CORPORATION

Security	844895102	Meeting Type	Annual
Ticker Symbol	SWX	Meeting Date	08-May-2014
ISIN	US8448951025	Agenda	933946230 - Management

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

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

FISCAL YEAR 2014.

ORMAT TECHNOLOGIES, INC.

Security	686688102	Meeting Type	Annual
Ticker Symbol	ORA	Meeting Date	08-May-2014
ISIN	US6866881021	Agenda	933946658 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: YORAM BRONICKI	Management	For	For
1.2	ELECTION OF DIRECTOR: DAVID GRANOT	Management	For	For
1.3	ELECTION OF DIRECTOR: ROBERT E. JOYAL	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. TO APPROVE THE AMENDMENT TO THE COMPANY'S 2012 INCENTIVE COMPENSATION PLAN TO INCREASE THE	Management	Abstain	Against
3.	TOTAL NUMBER OF SHARES UNDERLYING OPTIONS, SRS OR OTHER AWARDS THAT MAY BE GRANTED TO NEWLY-HIRED EXECUTIVE OFFICERS.	Management	For	For
4.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For

AVISTA CORP.

Security	05379B107	Meeting Type	Annual
Ticker Symbol	AVA	Meeting Date	08-May-2014
ISIN	US05379B1070	Agenda	933947612 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERIK J. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: KRISTIANNE BLAKE	Management	For	For
1C.	ELECTION OF DIRECTOR: DONALD C. BURKE	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN F. KELLY	Management	For	For

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

1E.	ELECTION OF DIRECTOR: REBECCA A. KLEIN	Management	For	For
1F.	ELECTION OF DIRECTOR: SCOTT L. MORRIS	Management	For	For
1G.	ELECTION OF DIRECTOR: MARC F. RACICOT	Management	For	For
1H.	ELECTION OF DIRECTOR: HEIDI B. STANLEY	Management	For	For
1I.	ELECTION OF DIRECTOR: R. JOHN TAYLOR	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	REAPPROVAL OF THE MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE COMPANY'S LONG-TERM INCENTIVE PLAN.	Management	For	For
4.	AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION TO REDUCE CERTAIN SHAREHOLDER APPROVAL REQUIREMENTS.	Management	For	For
5.	ADVISORY (NON-BINDING) VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against

CVS CAREMARK CORPORATION

Security	126650100	Meeting Type	Annual
Ticker Symbol	CVS	Meeting Date	08-May-2014
ISIN	US1266501006	Agenda	933947953 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: C. DAVID BROWN	Management	For	For
1.2	II ELECTION OF DIRECTOR: NANCY-ANN M. DEPARLE	Management	For	For
1.3	ELECTION OF DIRECTOR: DAVID W. DORMAN	Management	For	For
1.4	ELECTION OF DIRECTOR: ANNE M. FINUCANE	Management	For	For
1.5	ELECTION OF DIRECTOR: LARRY J. MERLO	Management	For	For
1.6	ELECTION OF DIRECTOR: JEAN-PIERRE MILLON	Management	For	For

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

1.7	ELECTION OF DIRECTOR: RICHARD J. SWIFT	Management	For	For
1.8	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Management	For	For
1.9	ELECTION OF DIRECTOR: TONY L. WHITE	Management	For	For
2	PROPOSAL TO RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2014. SAY ON PAY - AN ADVISORY VOTE ON THE	Management	For	For
3	APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against

PEABODY ENERGY CORPORATION

Security	704549104	Meeting Type	Annual
Ticker Symbol	BTU	Meeting Date	08-May-2014
ISIN	US7045491047	Agenda	933949363 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 GREGORY H. BOYCE		For	For
	2 WILLIAM A. COLEY		For	For
	3 WILLIAM E. JAMES		For	For
	4 ROBERT B. KARN III		For	For
	5 HENRY E. LENTZ		For	For
	6 ROBERT A. MALONE		For	For
	7 WILLIAM C. RUSNACK		For	For
	8 MICHAEL W. SUTHERLIN		For	For
	9 JOHN F. TURNER		For	For
	10 SANDRA A. VAN TREASE		For	For
	11 ALAN H. WASHKOWITZ		For	For
	12 HEATHER A. WILSON		For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For

TENET HEALTHCARE CORPORATION

Security	88033G407	Meeting Type	Annual
Ticker Symbol	THC	Meeting Date	08-May-2014
ISIN	US88033G4073	Agenda	933953019 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN ELLIS "JEB" BUSH	Management	For	For
1B.	ELECTION OF DIRECTOR: TREVOR FETTER	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: BRENDA J. GAINES		
1D.	ELECTION OF DIRECTOR: KAREN M. GARRISON	Management	For
1E.	ELECTION OF DIRECTOR: EDWARD A. KANGAS	Management	For
1F.	ELECTION OF DIRECTOR: J. ROBERT KERREY	Management	For
1G.	ELECTION OF DIRECTOR: RICHARD R. PETTINGILL	Management	For
1H.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER	Management	For
1I.	ELECTION OF DIRECTOR: JAMES A. UNRUH	Management	For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
3.	PROPOSAL TO APPROVE THE FIFTH AMENDED AND RESTATED TENET HEALTHCARE 2008 STOCK INCENTIVE PLAN.	Management	Against
4.	PROPOSAL TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	For

TELUS CORPORATION

Security	87971M103	Meeting Type	Annual
Ticker Symbol	TU	Meeting Date	08-May-2014
ISIN	CA87971M1032	Agenda	933963628 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 R.H. (DICK) AUCHINLECK		For	For
	2 A. CHARLES BAILLIE		For	For
	3 MICHELINE BOUCHARD		For	For
	4 R. JOHN BUTLER		For	For
	5 RAYMOND CHAN		For	For
	6 STOCKWELL DAY		For	For
	7 DARREN ENTWISTLE		For	For
	8 RUSTON E.T. GOEPEL		For	For
	9 MARY JO HADDAD		For	For
	10 JOHN S. LACEY		For	For
	11 WILLIAM A. MACKINNON		For	For
	12 JOHN MANLEY		For	For
	13 JOE NATALE		For	For

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

	14 DONALD WOODLEY	For	For
	APPOINT DELOITTE LLP AS AUDITORS		
	FOR		
02	THE ENSUING YEAR AND AUTHORIZE Management	For	For
	DIRECTORS TO FIX THEIR		
	REMUNERATION.		
	ACCEPT THE COMPANY'S APPROACH		
03	TO	Management	For
	EXECUTIVE COMPENSATION.		

CHEMTURA CORPORATION

Security	163893209	Meeting Type	Annual
Ticker Symbol	CHMT	Meeting Date	08-May-2014
ISIN	US1638932095	Agenda	933968642 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JEFFREY D. BENJAMIN	Management	For	For
1.2	ELECTION OF DIRECTOR: TIMOTHY J. BERNLOHR	Management	For	For
1.3	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For	For
1.4	ELECTION OF DIRECTOR: JAMES W. CROWNOVER	Management	For	For
1.5	ELECTION OF DIRECTOR: ROBERT A. DOVER	Management	For	For
1.6	ELECTION OF DIRECTOR: JONATHAN F. FOSTER	Management	For	For
1.7	ELECTION OF DIRECTOR: CRAIG A. ROGERSON	Management	For	For
1.8	ELECTION OF DIRECTOR: JOHN K. WULFF	Management	For	For
2	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3	APPROVAL OF THE CHEMTURA CORPORATION SENIOR EXECUTIVE BONUS PLAN.	Management	For	For
4	RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For

BIOSCRIP, INC.

Security	09069N108	Meeting Type	Annual
Ticker Symbol	BIOS	Meeting Date	08-May-2014
ISIN	US09069N1081	Agenda	933969707 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD M. SMITH		For	For
	2 CHARLOTTE W. COLLINS		For	For
	3 SAMUEL P. FRIEDER		For	For
	4 MYRON Z. HOLUBIAK		For	For
	5 DAVID R. HUBERS		For	For
	6 YON Y. JORDEN		For	For
	7 TRICIA H. NGUYEN		For	For
	8 RICHARD L. ROBBINS		For	For
	9 STUART A. SAMUELS		For	For
	10 GORDON H. WOODWARD		For	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
4.	APPROVAL OF AMENDMENTS TO THE BIOSCRIP, INC. 2008 EQUITY INCENTIVE PLAN AND RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS SPECIFIED THEREIN.	Management	Against	Against

ENI S.P.A

Security	26874R108	Meeting Type	Annual
Ticker Symbol	E	Meeting Date	08-May-2014
ISIN	US26874R1086	Agenda	933999370 - Management

Item	Proposal	Type	Vote	For/Against Management
1	ENI S.P.A. FINANCIAL STATEMENTS AT DECEMBER 31, 2013. RELATED RESOLUTIONS. ENI CONSOLIDATED FINANCIAL STATEMENTS AT DECEMBER 31, 2013. REPORTS OF THE DIRECTORS, OF THE BOARD OF STATUTORY AUDITORS AND OF THE AUDIT FIRM.	Management	For	For
2	ALLOCATION OF NET PROFIT.	Management	For	For
3		Management	For	For

AUTHORISATION OF BUY-BACK PLAN
OF ENI
SHARES AFTER FIRST CANCELLING
THE
PREVIOUS BUY-BACK PLAN
AUTHORISED BY
THE SHAREHOLDERS' MEETING ON
MAY 10,
2013, WITH RESPECT TO THAT
PORTION

NOT IMPLEMENTED. RELATED AND
CONSEQUENT RESOLUTIONS.

AMENDMENTS TO THE BY-LAWS:

4 ARTICLE 17 AND NEW ARTICLE 17-BIS. Management ~~For~~ For

AMENDMENTS TO THE BY-LAWS:

5 ARTICLE 16. Management ~~For~~ For

6 DETERMINATION OF THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS. Management ~~For~~ For

7 DETERMINATION OF THE DIRECTORS' TERM OF OFFICE. Management ~~For~~ For

APPOINTMENT OF THE DIRECTOR:
SLATE

8A PROPOSED BY ITALIAN MINISTRY OF THE ECONOMY AND FINANCE(YOU MAY ONLY VOTE "FOR" ONE SLATE). Management ~~Abstain~~ Against

APPOINTMENT OF THE DIRECTOR:
SLATE

8B PROPOSED BY A GROUP OF ITALIAN & FOREIGN INSTITUTIONAL INVESTORS(YOU MAY ONLY VOTE "FOR" ONE SLATE) Management ~~For~~ For

APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS.

9 DETERMINATION OF THE REMUNERATION Management ~~For~~ For

OF THE CHAIRMAN OF THE BOARD OF DIRECTORS AND OF THE DIRECTORS.

11 RESOLUTIONS PURSUANT TO Management ~~For~~ For

ARTICLE 23-BIS, PARAGRAPH 5-QUINQUIES, OF DECREE-LAW NO. 201 OF DECEMBER 6, 2011, RATIFIED WITH LAW NO. 214 OF DECEMBER

22, 2011, AS MOST RECENTLY
 AMENDED BY
 ARTICLE 84-TER OF DECREE-LAW NO.
 69 OF
 JUNE 21, 2013, RATIFIED WITH
 AMENDMENTS WITH LAW NO. 98 OF
 AUGUST
 9, 2013.

12A	APPOINTMENT OF THE STATUTORY AUDITOR: SLATE PROPOSED BY ITALIAN MINISTRY OF THE ECONOMY AND FINANCE(YOU MAY ONLY VOTE "FOR" ONE SLATE).	Management	Abstain	Against
12B	APPOINTMENT OF THE STATUTORY AUDITOR: SLATE PROPOSED BY A GROUP OF ITALIAN & FOREIGN INSTITUTIONAL INVESTORS(YOU MAY ONLY VOTE "FOR" ONE SLATE).	Management	For	For
13	APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS. DETERMINATION OF THE REMUNERATION	Management	For	For
14	OF THE CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS AND OF THE STANDING STATUTORY AUDITORS. ALLOWANCE FOR THE MAGISTRATE OF THE	Management	For	For
15	COURT OF AUDITORS RESPONSIBLE FOR MONITORING THE FINANCIAL MANAGEMENT OF ENI.	Management	For	For
16	LONG-TERM MONETARY INCENTIVE PLAN (2014-2016).	Management	For	For
17	REMUNERATION REPORT: POLICY ON REMUNERATION.	Management	For	For

ABBVIE INC.

Security	00287Y109	Meeting Type	Annual
Ticker Symbol	ABBV	Meeting Date	09-May-2014
ISIN	US00287Y1091	Agenda	933942725 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		

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

1	ROBERT J. ALPERN	For	For
2	EDWARD M. LIDDY	For	For
3	FREDERICK H. WADDELL	For	For

RATIFICATION OF ERNST & YOUNG LLP AS			
2.	ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. SAY ON PAY - AN ADVISORY VOTE ON THE	Management	For
3.	APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain Against

AMERICAN WATER WORKS COMPANY, INC.

Security	030420103	Meeting Type	Annual
Ticker Symbol	AWK	Meeting Date	09-May-2014
ISIN	US0304201033	Agenda	933945909 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	---------------------------

1A.	ELECTION OF DIRECTOR: JULIE A. DOBSON	Management	For	For
1B.	ELECTION OF DIRECTOR: PAUL J. EVANSON	Management	For	For
1C.	ELECTION OF DIRECTOR: MARTHA CLARK	Management	For	For
1D.	ELECTION OF DIRECTOR: RICHARD R. GRIGG	Management	For	For
1E.	ELECTION OF DIRECTOR: JULIA L. JOHNSON	Management	For	For
1F.	ELECTION OF DIRECTOR: GEORGE MACKENZIE	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM J. MARRAZZO	Management	For	For
1H.	ELECTION OF DIRECTOR: SUSAN N. STORY	Management	For	For

RATIFICATION OF THE APPOINTMENT OF				
2.	PRICewaterHOUSECOOPERS LLP AS OUR	Management	For	For
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDED DECEMBER 31, 2014.				
3.	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against

SEMPRA ENERGY

Security	816851109	Meeting Type	Annual
Ticker Symbol	SRE	Meeting Date	09-May-2014
ISIN	US8168511090	Agenda	933945923 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	---------------------------

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

1A.	ELECTION OF DIRECTOR: ALAN L. BOECKMANN	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES G. BROCKSMITH JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: KATHLEEN L. BROWN	Management	For	For
1D.	ELECTION OF DIRECTOR: PABLO A. FERRERO	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM D. JONES	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM G. OUCHI	Management	For	For
1G.	ELECTION OF DIRECTOR: DEBRA L. REED	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM C. RUSNACK	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM P. RUTLEDGE	Management	For	For
1J.	ELECTION OF DIRECTOR: LYNN SCHENK	Management	For	For
1K.	ELECTION OF DIRECTOR: JACK T. TAYLOR	Management	For	For
1L.	ELECTION OF DIRECTOR: LUIS M. TELLEZ	Management	For	For
1M.	ELECTION OF DIRECTOR: JAMES C. YARDLEY	Management	For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION.	Management	Abstain	Against

ACTAVIS PLC

Security	G0083B108	Meeting Type	Annual
Ticker Symbol	ACT	Meeting Date	09-May-2014
ISIN	IE00BD1NQJ95	Agenda	933949565 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL M. BISARO	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES H. BLOEM	Management	For	For
1C.	ELECTION OF DIRECTOR: CHRISTOPHER W. BODINE	Management	For	For
1D.	ELECTION OF DIRECTOR: TAMAR D. HOWSON	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN A. KING	Management	For	For

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

1F.	ELECTION OF DIRECTOR: CATHERINE M. KLEMA	Management	For	For
1G.	ELECTION OF DIRECTOR: JIRI MICHAL	Management	For	For
1H.	ELECTION OF DIRECTOR: SIGURDUR OLI OLAFSSON	Management	For	For
1I.	ELECTION OF DIRECTOR: PATRICK J. O'SULLIVAN	Management	For	For
1J.	ELECTION OF DIRECTOR: RONALD R. TAYLOR	Management	For	For
1K.	ELECTION OF DIRECTOR: ANDREW L. TURNER	Management	For	For
1L.	ELECTION OF DIRECTOR: FRED G. WEISS	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
4.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE COMPANY TO ISSUE A SUSTAINABILITY REPORT.	Shareholder	Against	For

INVESTMENT AB KINNEVIK, STOCKHOLM

Security W4832D110

Ticker Symbol

ISIN SE0000164626

Meeting Type

Meeting Date

Agenda

Annual General Meeting

12-May-2014

705216009 - Management

Item	Proposal	Type	Vote	For/Against Management
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 282778 DUE TO CHANGE IN VO-TING STATUS OF RESOLUTIONS 20.A TO 20.D. ALL VOTES			
CMMT	RECEIVED ON THE PREVIOUS ME-ETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING	Non-Voting		
CMMT	NOTI-CE. THANK YOU.	Non-Voting		

IMPORTANT MARKET PROCESSING
 REQUIREMENT: A BENEFICIAL
 OWNER
 SIGNED POWER OF AT-TORNEY (POA)
 IS
 REQUIRED IN ORDER TO LODGE AND
 EXECUTE YOUR VOTING
 INSTRUCTION-S 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
 MARKET RULES REQUIRE
 DISCLOSURE OF
 BENEFICIAL OWNER INFORMATION
 FOR ALL
 VOTED-ACCOUNTS. IF AN ACCOUNT
 HAS
 MULTIPLE BENEFICIAL OWNERS, YOU
 WILL
 CMMT NEED TO PROVIDE THE BREAKDOWN Non-Voting
 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
 AN ABSTAIN VOTE CAN HAVE THE
 SAME
 EFFECT AS AN AGAINST VOTE IF THE
 CMMT MEETING REQUIRE APPROVAL FROM Non-Voting
 MAJORITY OF PARTICIPANTS TO PASS
 A
 RESOLUTION.
 PLEASE NOTE THAT MANAGEMENT
 MAKES
 CMMT NO RECOMMENDATION ON Non-Voting
 SHAREHOLDER
 PROPOSALS:-20.A TO 20.D. THANK
 YOU.
 1 OPENING OF THE ANNUAL GENERAL Non-Voting
 MEETING
 2 ELECTION OF CHAIRMAN OF THE Non-Voting
 ANNUAL

	GENERAL MEETING: WILHELM LUNING	
3	PREPARATION AND APPROVAL OF THE VOTING LIST	Non-Voting
4	APPROVAL OF THE AGENDA	Non-Voting
5	ELECTION OF ONE OR TWO PERSONS TO CHECK AND VERIFY THE MINUTES DETERMINATION OF WHETHER THE ANNUAL GENERAL MEETING HAS BEEN DULY CONVENED	Non-Voting
6	REMARKS BY THE CHAIRMAN OF THE BOARD	Non-Voting
7	PRESENTATION BY THE CHIEF EXECUTIVE OFFICER	Non-Voting
8	PRESENTATION OF THE ANNUAL REPORT AND THE AUDITOR'S REPORT AND OF THE GROUP AN-NUAL REPORT AND THE GROUP AUDITOR'S REPORT	Non-Voting
9	RESOLUTION ON THE ADOPTION OF THE PROFIT AND LOSS STATEMENT AND THE BALANCE SHEET AND OF THE GROUP PROFIT AND LOSS STATEMENT AND THE GROUP BALANCE SHEET	Management No Action
10	RESOLUTION ON THE PROPOSED TREATMENT OF THE COMPANY'S EARNINGS AS STATED IN THE ADOPTED BALANCE SHEET: THE BOARD PROPOSES THAT THE ANNUAL GENERAL MEETING RESOLVES ON A DIVIDEND OF SEK 7.00 PER SHARE AND THAT THE RECORD DATE SHALL BE ON THURSDAY 15 MAY 2014	Management No Action
11	RESOLUTION ON THE DISCHARGE OF LIABILITY OF THE MEMBERS OF THE BOARD AND THE CHIEF EXECUTIVE OFFICER	Management No Action
12		

13	<p>DETERMINATION OF THE NUMBER OF MEMBERS OF THE BOARD: SEVEN MEMBERS</p>	Management	No Action
14	<p>DETERMINATION OF THE REMUNERATION TO THE BOARD AND THE AUDITOR ELECTION OF THE MEMBERS OF THE BOARD AND THE CHAIRMAN OF THE BOARD: THE NOMINATION COMMITTEE PROPOSES THAT THE ANNUAL GENERAL MEETING SHALL, FOR THE PERIOD UNTIL THE CLOSE OF THE NEXT ANNUAL GENERAL MEETING, RE-ELECT TOM BOARDMAN, VIGO CARLUND, DAME AMELIA FAWCETT, WILHELM KLINGSPOR, ERIK MITTEREGGER AND CRISTINA STENBECK AS MEMBERS OF THE</p>	Management	No Action
15	<p>BOARD AND ELECT JOHN SHAKESHAFT AS NEW MEMBER OF THE BOARD. LORENZO GRABAU AND ALLEN SANGINES-KRAUSE HAVE INFORMED THE NOMINATION COMMITTEE THAT THEY DECLINE RE-ELECTION AT THE ANNUAL GENERAL MEETING. THE NOMINATION COMMITTEE PROPOSES THAT THE ANNUAL GENERAL MEETING SHALL RE-ELECT CRISTINA STENBECK AS CHAIRMAN OF THE</p>	Management	No Action
16	<p>APPROVAL OF THE PROCEDURE OF THE NOMINATION COMMITTEE RESOLUTION REGARDING</p>	Management	No Action
17	<p>GUIDELINES FOR REMUNERATION TO SENIOR EXECUTIVES</p>	Management	No Action
18.A	<p>RESOLUTION REGARDING LONG TERM INCENTIVE PROGRAMMES COMPRISING: A CALL OPTION PLAN FOR ALL</p>	Management	No Action

18.B	<p>EMPLOYEES IN KINNEVIK RESOLUTION REGARDING LONG TERM INCENTIVE PROGRAMMES COMPRISING: A SYNTHETIC CALL OPTION PLAN FOR CERTAIN PERSONS IN THE EXECUTIVE MANAGEMENT AND KEY PERSONS IN KINNEVIK WORKING WITH KINNEVIK'S INVESTMENTS IN UNLISTED COMPANIES RESOLUTION TO AUTHORISE THE BOARD</p>	<p>Management No Action</p>
19	<p>TO RESOLVE ON REPURCHASE OF OWN SHARES SHAREHOLDER THORWALD ARVIDSSON PROPOSES THAT THE ANNUAL GENERAL</p>	<p>Management No Action</p>
20.A	<p>MEETING RESOLVES ON SPECIAL EXAMINATION REGARDING: THE KEEPING OF THE MINUTES AND THE MINUTES CHECKING AT THE 2013 ANNUAL GENERAL MEETING</p>	<p>Management No Action</p>
20.B	<p>SHAREHOLDER THORWALD ARVIDSSON PROPOSES THAT THE ANNUAL GENERAL MEETING RESOLVES ON SPECIAL EXAMINATION REGARDING: HOW THE BOARD HAS HANDLED THORWALD ARVIDSSON'S REQUEST TO TAKE PART OF THE AUDIO RECORDING FROM THE 2013 ANNUAL GENERAL MEETING, OR A TRANSCRIPT OF THE AUDIO RECORDING; THE CHAIRMAN OF THE BOARD'S NEGLIGENCE TO RESPOND TO LETTERS ADDRESSED TO HER IN HER CAPACITY AS CHAIRMAN OF THE BOARD; AND THE</p>	<p>Management No Action</p>

BOARD'S NEGLIGENCE TO CONVENE
AN
EXTRAORDINARY GENERAL MEETING
AS A
RESULT OF THE ABOVE
SHAREHOLDER THORWALD
ARVIDSSON
PROPOSES THAT THE ANNUAL
GENERAL
MEETING RESOLVES ON SPECIAL
EXAMINATION REGARDING: A
TRANSCRIPT

20.C OF THE AUDIO RECORDING OF THE 2013 Management No Action

ANNUAL GENERAL MEETING, IN
PARTICULAR OF ITEM 14 ON THE
AGENDA,
SHALL BE DULY PREPARED AND
SENT TO
THE SWEDISH BAR ASSOCIATION
SHAREHOLDER THORWALD
ARVIDSSON
PROPOSES THAT THE ANNUAL
GENERAL
MEETING RESOLVES ON SPECIAL
EXAMINATION REGARDING:
INDIVIDUAL

20.D UNCONDITIONAL RIGHT TO TAKE PART OF Management No Action

AUDIO AND / OR VISUAL
RECORDINGS
FROM INVESTMENT AB KINNEVIK'S
GENERAL MEETINGS, IF THE
SHAREHOLDERS RIGHTS ARE
DEPENDANT
THEREUPON

21 CLOSING OF THE ANNUAL GENERAL MEETING Non-Voting

AMERICAN EXPRESS COMPANY

Security	025816109	Meeting Type	Annual
Ticker Symbol	AXP	Meeting Date	12-May-2014
ISIN	US0258161092	Agenda	933945872 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Management	For	For
1B.	ELECTION OF DIRECTOR: URSULA BURNS	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: KENNETH CHENAULT			
1D.	ELECTION OF DIRECTOR: PETER CHERNIN	Management	For	For
1E.	ELECTION OF DIRECTOR: ANNE LAUVERGEON	Management	For	For
1F.	ELECTION OF DIRECTOR: THEODORE LEONSIS	Management	For	For
1G.	ELECTION OF DIRECTOR: RICHARD LEVIN	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD MCGINN	Management	For	For
1I.	ELECTION OF DIRECTOR: SAMUEL PALMISANO	Management	For	For
1J.	ELECTION OF DIRECTOR: STEVEN REINEMUND	Management	For	For
1K.	ELECTION OF DIRECTOR: DANIEL VASELLA	Management	For	For
1L.	ELECTION OF DIRECTOR: ROBERT WALTER	Management	For	For
1M.	ELECTION OF DIRECTOR: RONALD WILLIAMS	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL RELATING TO ANNUAL DISCLOSURE OF EEO-1 DATA.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL RELATING TO REPORT ON PRIVACY, DATA SECURITY AND GOVERNMENT REQUESTS.	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL RELATING TO ACTION BY WRITTEN CONSENT.	Shareholder	Against	For
7.	SHAREHOLDER PROPOSAL FOR EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shareholder	Against	For

AMERICAN INTERNATIONAL GROUP, INC.

Security	026874784	Meeting Type	Annual
Ticker Symbol	AIG	Meeting Date	12-May-2014
ISIN	US0268747849	Agenda	933956217 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

1A.	ELECTION OF DIRECTOR: ROBERT H. BENMOSCHE	Management	For	For
1B.	ELECTION OF DIRECTOR: W. DON CORNWELL	Management	For	For
1C.	ELECTION OF DIRECTOR: PETER R. FISHER	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN H. FITZPATRICK	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM G. JURGENSEN	Management	For	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH	Management	For	For
1G.	ELECTION OF DIRECTOR: ARTHUR C. MARTINEZ	Management	For	For
1H.	ELECTION OF DIRECTOR: GEORGE L. MILES, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: HENRY S. MILLER	Management	For	For
1J.	ELECTION OF DIRECTOR: ROBERT S. MILLER	Management	For	For
1K.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Management	For	For
1L.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER	Management	For	For
1M.	ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND	Management	For	For
1N.	ELECTION OF DIRECTOR: THERESA M. STONE	Management	For	For
2.	TO VOTE, ON A NON-BINDING ADVISORY BASIS, TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3.	TO ACT UPON A PROPOSAL TO AMEND AND RESTATE AIG'S RESTATED CERTIFICATE OF INCORPORATION TO CONTINUE TO RESTRICT CERTAIN TRANSFERS OF AIG COMMON STOCK IN ORDER TO PROTECT AIG'S TAX ATTRIBUTES.	Management	Against	Against
4.	TO ACT UPON A PROPOSAL TO RATIFY THE AMENDMENT TO EXTEND THE EXPIRATION OF THE AMERICAN INTERNATIONAL	Management	Against	Against

GROUP,
INC. TAX ASSET PROTECTION PLAN.
TO ACT UPON A PROPOSAL TO
RATIFY THE
SELECTION OF

5. PRICEWATERHOUSECOOPERS LLP AS Management ~~For~~ For
AIG'S
INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR 2014.

INTERNATIONAL PAPER COMPANY

Security	460146103	Meeting Type	Annual
Ticker Symbol	IP	Meeting Date	12-May-2014
ISIN	US4601461035	Agenda	933972362 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID J. BRONCZEK	Management	For	For
1B.	ELECTION OF DIRECTOR: AHMET C. DORDUNCU	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN V. FARACI	Management	For	For
1D.	ELECTION OF DIRECTOR: ILENE S. GORDON	Management	For	For
1E.	ELECTION OF DIRECTOR: JAY L. JOHNSON	Management	For	For
1F.	ELECTION OF DIRECTOR: STACEY J. MOBLEY	Management	For	For
1G.	ELECTION OF DIRECTOR: JOAN E. SPERO	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN L. TOWNSEND, III	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN F. TURNER	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM G. WALTER	Management	For	For
1K.	ELECTION OF DIRECTOR: J. STEVEN WHISLER	Management	For	For
2	RATIFICATION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014	Management	For	For
3	RE-APPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS FOR QUALIFIED PERFORMANCE-BASED AWARDS UNDER THE INTERNATIONAL PAPER	Management	For	For

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

COMPANY
 AMENDED AND RESTATED 2009
 INCENTIVE
 COMPENSATION PLAN
 A NON-BINDING RESOLUTION TO
 APPROVE
 THE COMPENSATION OF THE
 COMPANY'S
 NAMED EXECUTIVE OFFICERS, AS
 DISCUSSED UNDER THE HEADING
 "COMPENSATION DISCUSSION &
 ANALYSIS"

4 Management Abstain Against

5 SHAREOWNER PROPOSAL
 CONCERNING AN
 INDEPENDENT BOARD CHAIRMAN
 WASTE MANAGEMENT, INC.

Shareholder Against For

Security 94106L109

Ticker Symbol WM

ISIN US94106L1098

Meeting Type

Meeting Date

Agenda

Annual

13-May-2014

933944476 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: FRANK M. CLARK, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: PATRICK W. GROSS	Management	For	For
1D.	ELECTION OF DIRECTOR: VICTORIA M. HOLT	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN C. POPE	Management	For	For
1F.	ELECTION OF DIRECTOR: W. ROBERT REUM	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID P. STEINER	Management	For	For
1H.	ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	APPROVAL OF OUR EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF OUR 2014 STOCK INCENTIVE	Management	For	For

PLAN.
STOCKHOLDER PROPOSAL
REGARDING

5. DISCLOSURE OF POLITICAL CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE MEETING. Shareholder Against For

CONOCOPHILLIPS

Security	20825C104	Meeting Type	Annual
Ticker Symbol	COP	Meeting Date	13-May-2014
ISIN	US20825C1045	Agenda	933946305 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD L. ARMITAGE	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK	Management	For	For
1C.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: JODY L. FREEMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: GAY HUEY EVANS	Management	For	For
1G.	ELECTION OF DIRECTOR: RYAN M. LANCE	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT A. NIBLOCK	Management	For	For
1I.	ELECTION OF DIRECTOR: HARALD J. NORVIK	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM E. WADE, JR.	Management	For	For
2.	RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF 2014 OMNIBUS STOCK AND PERFORMANCE INCENTIVE PLAN OF CONOCOPHILLIPS.	Management	For	For
5.	REPORT ON LOBBYING EXPENDITURES.	Shareholder	Against	For
6.		Shareholder	Against	For

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

GREENHOUSE GAS REDUCTION TARGETS.

ALLETE, INC.

Security	018522300	Meeting Type	Annual
Ticker Symbol	ALE	Meeting Date	13-May-2014
ISIN	US0185223007	Agenda	933949577 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KATHRYN W. DINDO	Management	For	For
1B.	ELECTION OF DIRECTOR: SIDNEY W. EMERY, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: GEORGE G. GOLDFARB	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES S. HAINES, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: ALAN R. HODNIK	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES J. HOOLIHAN	Management	For	For
1G.	ELECTION OF DIRECTOR: HEIDI E. JIMMERSON	Management	For	For
1H.	ELECTION OF DIRECTOR: MADELEINE W. LUDLOW	Management	For	For
1I.	ELECTION OF DIRECTOR: DOUGLAS C. NEVE	Management	For	For
1J.	ELECTION OF DIRECTOR: LEONARD C. RODMAN	Management	For	For
2.	APPROVAL OF ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. RATIFICATION OF THE APPOINTMENT OF	Management	Abstain	Against
3.	PRICEWATERHOUSECOOPERS LLP AS ALLETE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For

EBAY INC.

Security	278642103	Meeting Type	Annual
Ticker Symbol	EBAY	Meeting Date	13-May-2014
ISIN	US2786421030	Agenda	933949919 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 FRED D. ANDERSON		For	For
	2 EDWARD W. BARNHOLT		For	For
	3 SCOTT D. COOK		For	For

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

4	JOHN J. DONAHOE	For	For
2	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management Abstain	Against
3	TO APPROVE THE AMENDMENT AND RESTATEMENT OF OUR 2008 EQUITY INCENTIVE AWARD PLAN.	Management For	For
4	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2014.	Management For	For
5	TO CONSIDER A STOCKHOLDER PROPOSAL SUBMITTED BY JOHN CHEVEDDEN REGARDING STOCKHOLDER ACTION BY WRITTEN CONSENT WITHOUT A MEETING, IF PROPERLY PRESENTED BEFORE THE MEETING.	Shareholder Against	For

6	PROPOSAL WITHDRAWN ACCO BRANDS CORPORATION	Shareholder Against	For
---	--	---------------------	-----

Security	00081T108	Meeting Type	Annual
Ticker Symbol	ACCO	Meeting Date	13-May-2014
ISIN	US00081T1088	Agenda	933951596 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
1	GEORGE V. BAYLY		For	For
2	JAMES A. BUZZARD		For	For
3	KATHLEEN S. DVORAK		For	For
4	BORIS ELISMAN		For	For
5	ROBERT H. JENKINS		For	For
6	PRADEEP JOTWANI		For	For
7	ROBERT J. KELLER		For	For
8	THOMAS KROEGER		For	For
9	MICHAEL NORKUS		For	For
10	E. MARK RAJKOWSKI		For	For
11	SHEILA G. TALTON		For	For
2	THE RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management For		For
3	THE APPROVAL, BY NON-BINDING ADVISORY VOTE, OF THE COMPENSATION	Management Abstain		Against

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

OF OUR NAMED EXECUTIVE OFFICERS.

THE TIMKEN COMPANY

Security	887389104	Meeting Type	Annual
Ticker Symbol	TKR	Meeting Date	13-May-2014
ISIN	US8873891043	Agenda	933951863 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PHILLIP R. COX		For	For
	2 DIANE C. CREEL		For	For
	3 RICHARD G. KYLE		For	For
	4 JOHN A. LUKE, JR.		For	For
	5 CHRISTOPHER L. MAPES		For	For
	6 JOSEPH W. RALSTON		For	For
	7 JOHN P. REILLY		For	For
	8 FRANK C. SULLIVAN		For	For
	9 JOHN M. TIMKEN, JR.		For	For
	10 WARD J. TIMKEN, JR.		For	For
	11 JACQUELINE F. WOODS		For	For

2.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
3.	AN ADVISORY RESOLUTION REGARDING NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	A SHAREHOLDER PROPOSAL REQUESTING THE COMPANY ADOPT A POLICY REQUIRING THAT THE CHAIRMAN OF THE BOARD BE AN INDEPENDENT DIRECTOR.	Shareholder	Against	For

MORGAN STANLEY

Security	617446448	Meeting Type	Annual
Ticker Symbol	MS	Meeting Date	13-May-2014
ISIN	US6174464486	Agenda	933952497 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERSKINE B. BOWLES	Management	For	For
1B.	ELECTION OF DIRECTOR: HOWARD J. DAVIES	Management	For	For
1C.	ELECTION OF DIRECTOR: THOMAS H. GLOCER	Management	For	For

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

1D.	ELECTION OF DIRECTOR: JAMES P. GORMAN	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT H. HERZ	Management	For	For
1F.	ELECTION OF DIRECTOR: C. ROBERT KIDDER	Management	For	For
1G.	ELECTION OF DIRECTOR: KLAUS KLEINFELD	Management	For	For
1H.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Management	For	For
1I.	ELECTION OF DIRECTOR: HUTHAM S. OLAYAN	Management	For	For
1J.	ELECTION OF DIRECTOR: JAMES W. OWENS	Management	For	For
1K.	ELECTION OF DIRECTOR: O. GRIFFITH SEXTON	Management	For	For
1L.	ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI	Management	For	For
1M.	ELECTION OF DIRECTOR: MASA AKI TANAKA	Management	For	For
1N.	ELECTION OF DIRECTOR: LAURA D. TYSON	Management	For	For
1O.	ELECTION OF DIRECTOR: RAYFORD WILKINS, JR.	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR	Management	For	For
3.	TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY RESOLUTION)	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL REGARDING A REPORT ON LOBBYING	Shareholder	Against	For

ANADARKO PETROLEUM CORPORATION

Security	032511107	Meeting Type	Annual
Ticker Symbol	APC	Meeting Date	13-May-2014
ISIN	US0325111070	Agenda	933952651 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANTHONY R. CHASE	Management	For	For
1B.	ELECTION OF DIRECTOR: KEVIN P. CHILTON	Management	For	For
1C.	ELECTION OF DIRECTOR: H. PAULETT EBERHART	Management	For	For

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

1D.	ELECTION OF DIRECTOR: PETER J. FLUOR	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD L. GEORGE	Management	For	For
1F.	ELECTION OF DIRECTOR: CHARLES W. GOODYEAR	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN R. GORDON	Management	For	For
1H.	ELECTION OF DIRECTOR: ERIC D. MULLINS	Management	For	For
1I.	ELECTION OF DIRECTOR: R.A. WALKER	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITOR. ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	STOCKHOLDER PROPOSAL - REPORT ON POLITICAL CONTRIBUTIONS.	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL - REPORT ON CLIMATE CHANGE RISK.	Shareholder	Against	For

ZOETIS INC.

Security	98978V103	Meeting Type	Annual
Ticker Symbol	ZTS	Meeting Date	13-May-2014
ISIN	US98978V1035	Agenda	933959504 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: GREGORY NORDEN	Management	For	For
1.2	ELECTION OF DIRECTOR: LOUISE M. PARENT	Management	For	For
1.3	ELECTION OF DIRECTOR: ROBERT W. SCULLY	Management	For	For
2.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	FREQUENCY OF SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF THE ZOETIS INC. 2013 EQUITY AND INCENTIVE PLAN.	Management	For	For
5.		Management	For	For

PROPOSAL TO RATIFY KPMG LLP AS
OUR
INDEPENDENT PUBLIC ACCOUNTING
FIRM
FOR 2014.

NISOURCE INC.

Security	65473P105	Meeting Type	Annual
Ticker Symbol	NI	Meeting Date	13-May-2014
ISIN	US65473P1057	Agenda	933961458 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD A. ABDOO	Management	For	For
1B.	ELECTION OF DIRECTOR: ARISTIDES S. CANDRIS	Management	For	For
1C.	ELECTION OF DIRECTOR: SIGMUND L. CORNELIUS	Management	For	For
1D.	ELECTION OF DIRECTOR: MICHAEL E. JESANIS	Management	For	For
1E.	ELECTION OF DIRECTOR: MARTY R. KITTRELL	Management	For	For
1F.	ELECTION OF DIRECTOR: W. LEE NUTTER	Management	For	For
1G.	ELECTION OF DIRECTOR: DEBORAH S. PARKER	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT C. SKAGGS, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: TERESA A. TAYLOR	Management	For	For
1J.	ELECTION OF DIRECTOR: RICHARD L. THOMPSON	Management	For	For
1K.	ELECTION OF DIRECTOR: CAROLYN Y. WOO	Management	For	For
2.	TO CONSIDER ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.	Management	For	For
4.	TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING REPORTS ON POLITICAL CONTRIBUTIONS.	Shareholder	Against	For

ALLIANT ENERGY CORPORATION

Security	018802108	Meeting Type	Annual
Ticker Symbol	LNT	Meeting Date	13-May-2014
ISIN	US0188021085	Agenda	933970611 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PATRICK E. ALLEN		For	For
	2 PATRICIA L. KAMPLING		For	For
	3 SINGLETON B. MCALLISTER		For	For
	4 SUSAN D. WHITING		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	Abstain	Against
3.	MURPHY OIL CORPORATION	Management	For	For
	Security 626717102	Meeting Type		Annual
	Ticker Symbol MUR	Meeting Date		14-May-2014
	ISIN US6267171022	Agenda		933944767 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: F.W. BLUE	Management	For	For
1B.	ELECTION OF DIRECTOR: T.J. COLLINS	Management	For	For
1C.	ELECTION OF DIRECTOR: S.A. COSSE	Management	For	For
1D.	ELECTION OF DIRECTOR: C.P. DEMING	Management	For	For
1E.	ELECTION OF DIRECTOR: R.W. JENKINS	Management	For	For
1F.	ELECTION OF DIRECTOR: J.V. KELLEY	Management	For	For
1G.	ELECTION OF DIRECTOR: W. MIROSH	Management	For	For
1H.	ELECTION OF DIRECTOR: R.M. MURPHY	Management	For	For
1I.	ELECTION OF DIRECTOR: J.W. NOLAN	Management	For	For
1J.	ELECTION OF DIRECTOR: N.E. SCHMALE	Management	For	For
1K.	ELECTION OF DIRECTOR: C.G. THEUS	Management	For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION. APPROVE THE APPOINTMENT OF KPMG LLP	Management	Abstain	Against
3.	AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
	GOOGLE INC.			
	Security 38259P508	Meeting Type		Annual
	Ticker Symbol GOOG	Meeting Date		14-May-2014
	ISIN US38259P5089	Agenda		933948359 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LARRY PAGE		For	For
	2 SERGEY BRIN		For	For
	3 ERIC E. SCHMIDT		For	For
	4 L. JOHN DOERR		For	For
	5 DIANE B. GREENE		For	For
	6 JOHN L. HENNESSY		For	For
	7 ANN MATHER		For	For
	8 PAUL S. OTELLINI		For	For
	9 K. RAM SHRIRAM		For	For
	10 SHIRLEY M. TILGHMAN		For	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, 2014.	Management	For	For
3.	THE APPROVAL OF 2013 COMPENSATION AWARDED TO NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
4.	A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For
5.	A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For
6.	A STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For
7.	A STOCKHOLDER PROPOSAL REGARDING TAX POLICY PRINCIPLES, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For
8.	A STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT CHAIRMAN OF THE BOARD POLICY, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For

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

WELLPOINT, INC.

Security	94973V107	Meeting Type	Annual
Ticker Symbol	WLP	Meeting Date	14-May-2014
ISIN	US94973V1070	Agenda	933954439 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT L. DIXON, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: LEWIS HAY, III	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM J. RYAN	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. IF PROPERLY PRESENTED AT THE MEETING, TO VOTE ON A SHAREHOLDER PROPOSAL	Management	Abstain	Against
4.	TO REQUEST THE BOARD OF DIRECTORS TO AMEND THE BY-LAWS OF WELLPOINT, INC. TO PROHIBIT POLITICAL CONTRIBUTIONS.	Shareholder	Against	For

ALTRIA GROUP, INC.

Security	02209S103	Meeting Type	Annual
Ticker Symbol	MO	Meeting Date	14-May-2014
ISIN	US02209S1033	Agenda	933956801 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GERALD L. BALILES	Management	For	For
1B.	ELECTION OF DIRECTOR: MARTIN J. BARRINGTON	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN T. CASTEEN III	Management	For	For
1D.	ELECTION OF DIRECTOR: DINYAR S. DEVITRE	Management	For	For

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

1E.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS W. JONES	Management	For	For
1G.	ELECTION OF DIRECTOR: DEBRA J. KELLY-ENNIS	Management	For	For
1H.	ELECTION OF DIRECTOR: W. LEO KIELY III	Management	For	For
1I.	ELECTION OF DIRECTOR: KATHRYN B. MCQUADE	Management	For	For
1J.	ELECTION OF DIRECTOR: GEORGE MUNOZ	Management	For	For
1K.	ELECTION OF DIRECTOR: NABIL Y. SAKKAB	Management	For	For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL - PREPARATION OF HEALTH EFFECT AND CESSATION MATERIALS FOR POOR AND LESS FORMALLY EDUCATED TOBACCO CONSUMERS	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL - DISCLOSURE OF LOBBYING POLICIES AND PRACTICES	Shareholder	Against	For

LABORATORY CORP. OF AMERICA HOLDINGS

Security	50540R409	Meeting Type	Annual
Ticker Symbol	LH	Meeting Date	14-May-2014
ISIN	US50540R4092	Agenda	933960494 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KERRI B. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: JEAN-LUC BELINGARD	Management	For	For
1C.	ELECTION OF DIRECTOR: D. GARY GILLILAND, M.D., PH.D.	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID P. KING	Management	For	For
1E.	ELECTION OF DIRECTOR: GARHENG KONG, M.D., PH.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: ROBERT E. MITTELSTAEDT, JR.	Management	For	For

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

1G.	ELECTION OF DIRECTOR: PETER M. NEUPERT	Management	For	For
1H.	ELECTION OF DIRECTOR: ADAM H. SCHECHTER	Management	For	For
1I.	ELECTION OF DIRECTOR: R. SANDERS WILLIAMS, M.D.	Management	For	For
2.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION. RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS LABORATORY CORPORATION OF AMERICA HOLDINGS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	Abstain	Against
3.	STATE STREET CORPORATION	Management	For	For

Security	857477103	Meeting Type	Annual
Ticker Symbol	STT	Meeting Date	14-May-2014
ISIN	US8574771031	Agenda	933965468 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: J. ALMEIDA	Management	For	For
1B.	ELECTION OF DIRECTOR: K. BURNES	Management	For	For
1C.	ELECTION OF DIRECTOR: P. COYM	Management	For	For
1D.	ELECTION OF DIRECTOR: P. DE SAINT-AIGNAN	Management	For	For
1E.	ELECTION OF DIRECTOR: A. FAWCETT	Management	For	For
1F.	ELECTION OF DIRECTOR: L. HILL	Management	For	For
1G.	ELECTION OF DIRECTOR: J. HOOLEY	Management	For	For
1H.	ELECTION OF DIRECTOR: R. KAPLAN	Management	For	For
1I.	ELECTION OF DIRECTOR: R. SERGEL	Management	For	For
1J.	ELECTION OF DIRECTOR: R. SKATES	Management	For	For
1K.	ELECTION OF DIRECTOR: G. SUMME	Management	For	For
1L.	ELECTION OF DIRECTOR: T. WILSON	Management	For	For
2.	TO APPROVE AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS STATE STREET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014	Management	Abstain	Against
3.	UNILEVER PLC	Management	For	For

Security	904767704	Meeting Type	Annual
Ticker Symbol	UL	Meeting Date	14-May-2014
ISIN	US9047677045	Agenda	933969416 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1.	TO RECEIVE THE REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2013	Management	For	For
2.	TO APPROVE THE DIRECTORS' REMUNERATION POLICY	Management	For	For
3.	AN ADVISORY VOTE TO APPROVE THE DIRECTORS' REMUNERATION REPORT (EXCLUDING THE DIRECTORS' REMUNERATION POLICY)	Management	For	For
4.	TO RE-ELECT MR P G J M POLMAN AS A DIRECTOR	Management	For	For
5.	TO RE-ELECT MR R J-M S HUET AS A DIRECTOR	Management	For	For
6.	TO RE-ELECT MRS L M CHA AS A DIRECTOR	Management	For	For
7.	TO RE-ELECT PROFESSOR L O FRESCO AS A DIRECTOR	Management	For	For
8.	TO RE-ELECT MS A M FUDGE AS A DIRECTOR	Management	For	For
9.	TO RE-ELECT DR B E GROTE AS A DIRECTOR	Management	For	For
10.	TO RE-ELECT MS M MA AS A DIRECTOR	Management	For	For
11.	TO RE-ELECT MS H NYASULU AS A DIRECTOR	Management	For	For
12.	TO RE-ELECT THE RT HON SIR MALCOLM RIFKIND MP AS A DIRECTOR	Management	For	For
13.	TO RE-ELECT MR J RISHTON AS A DIRECTOR	Management	For	For
14.	TO RE-ELECT MR K J STORM AS A DIRECTOR	Management	For	For
15.	TO RE-ELECT MR M TRESCHOW AS A DIRECTOR	Management	For	For
16.	TO RE-ELECT MR P S WALSH AS A DIRECTOR	Management	For	For
17.	TO ELECT MR F SIJBESMA AS A DIRECTOR	Management	For	For
18.	TO APPOINT KPMG LLP AS AUDITORS OF THE COMPANY	Management	For	For
19.	TO AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS	Management	For	For
20.		Management	For	For

	TO RENEW THE AUTHORITY TO DIRECTORS		
	TO ISSUE SHARES		
21.	TO RENEW THE AUTHORITY TO DIRECTORS	Management	Against
	TO DISAPPLY PRE-EMPTION RIGHTS		
22.	TO RENEW THE AUTHORITY TO THE COMPANY TO PURCHASE ITS OWN SHARES	Management	For
	TO AUTHORISE POLITICAL		
23.	DONATIONS AND EXPENDITURE	Management	For
	TO SHORTEN THE NOTICE PERIOD		
24.	FOR GENERAL MEETINGS	Management	For

PROGRESSIVE WASTE SOLUTIONS LTD.

Security	74339G101	Meeting Type	Annual
Ticker Symbol	BIN	Meeting Date	14-May-2014
ISIN	CA74339G1019	Agenda	933976663 - Management

Item	Proposal	Type	Vote	For/Against Management
01	APPOINTMENT OF DELOITTE LLP, INDEPENDENT REGISTERED CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION AND AUTHORIZING THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS.	Management	For	For
02	DIRECTOR	Management		
	1 JOHN T. DILLON		For	For
	2 JAMES J. FORESE		For	For
	3 LARRY S. HUGHES		For	For
	4 JEFFREY L. KEEFER		For	For
	5 DOUGLAS W. KNIGHT		For	For
	6 SUSAN LEE		For	For
	7 DANIEL R. MILLIARD		For	For
	8 JOSEPH D. QUARIN		For	For
03	APPROVAL OF THE ADVISORY RESOLUTION OF THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION AS SET OUT IN THE NOTICE OF MEETING AND MANAGEMENT INFORMATION CIRCULAR.	Management	For	For

HERTZ GLOBAL HOLDINGS, INC.

Security	42805T105	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	HTZ	Meeting Date	14-May-2014
ISIN	US42805T1051	Agenda	933992655 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: MICHAEL J. DURHAM	Management	For	For
1.2	ELECTION OF DIRECTOR: MARK P. FRISSORA	Management	For	For
1.3	ELECTION OF DIRECTOR: HENRY C. WOLF	Management	For	For
2.	APPROVAL, BY A NON-BINDING ADVISORY VOTE, OF THE NAMED EXECUTIVE OFFICERS' COMPENSATION APPROVAL OF AN AMENDMENT TO OUR AMENDED AND RESTATED	Management	Abstain	Against
3.	CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS APPROVAL OF A POTENTIAL AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EFFECT A REVERSE STOCK SPLIT AND AUTHORIZE OUR BOARD OF DIRECTORS TO SELECT THE RATIO OF THE REVERSE STOCK SPLIT AS SET FORTH IN THE AMENDMENT	Management	For	For
4.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2014	Management	For	For

STATOIL ASA

Security	85771P102	Meeting Type	Annual
Ticker Symbol	STO	Meeting Date	14-May-2014
ISIN	US85771P1021	Agenda	933994546 - Management

Item	Proposal	Type	Vote	For/Against Management
3	ELECTION OF CHAIR FOR THE MEETING	Management	For	For
4	APPROVAL OF THE NOTICE AND THE AGENDA	Management	For	For
5		Management	For	For

	ELECTION OF TWO PERSONS TO CO-SIGN THE MINUTES TOGETHER WITH THE CHAIR OF THE MEETING APPROVAL OF THE ANNUAL REPORT AND ACCOUNTS FOR STATOIL ASA AND THE		
6	STATOIL GROUP FOR 2013, INCLUDING THE BOARD OF DIRECTORS' PROPOSAL FOR DISTRIBUTION OF DIVIDEND PROPOSAL SUBMITTED BY A SHAREHOLDER REGARDING STATOIL'S ACTIVITIES IN CANADA PROPOSAL SUBMITTED BY A SHAREHOLDER REGARDING STATOIL'S ACTIVITIES IN THE ARCTIC REPORT ON CORPORATE GOVERNANCE DECLARATION ON STIPULATION OF SALARY AND OTHER REMUNERATION FOR EXECUTIVE MANAGEMENT APPROVAL OF REMUNERATION FOR THE COMPANY'S EXTERNAL AUDITOR FOR 2013	Management	For
7		Shareholder	Abstain
8		Shareholder	Abstain
9		Management	For
10		Management	For
11		Management	For
12	NOMINATION COMMITTEE'S JOINT PROPOSAL ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER OLAUG SVARVA (RE- ELECTION, NOMINATED AS CHAIR) ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER IDAR KREUTZER (RE- ELECTION, NOMINATED AS DEPUTY CHAIR) ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER KARIN ASLAKSEN (RE- ELECTION)	Management	For
12A		Management	For
12B		Management	For
12C		Management	For
12D		Management	For

	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER GREGER MANNSVERK (RE-ELECTION)		
12E	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER STEINAR OLSEN (RE-ELECTION)	Management	For
12F	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER INGVALD STROMMEN (RE-ELECTION)	Management	For
12G	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER RUNE BJERKE (RE-ELECTION)	Management	For
12H	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER SIRI KALVIG (RE-ELECTION)	Management	For
12I	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER BARBRO HAETTA (RE-ELECTION)	Management	For
12J	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER TERJE VENOLD (NEW ELECTION)	Management	For
12K	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER TONE LUNDE BAKKER (NEW ELECTION)	Management	For
12L	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: MEMBER LINDA LITTLEKALSOY AASE (NEW ELECTION, FORMER 4. DEPUTY MEMBER)	Management	For
12M	ELECTION OF MEMBER TO THE CORPORATE ASSEMBLY: DEPUTY MEMBER: ARTHUR	Management	For

	SLETTEBERG (RE-ELECTION) ELECTION OF MEMBER TO THE CORPORATE		
12N	ASSEMBLY: DEPUTY MEMBER: BASSIM HAJ (RE-ELECTION)	Management	For
	ELECTION OF MEMBER TO THE CORPORATE		
12O	ASSEMBLY: DEPUTY MEMBER: NINA KIVIJERVI JONASSEN (NEW ELECTION)	Management	For
	ELECTION OF MEMBERS TO THE CORPORATE ASSEMBLY: DEPUTY		
12P	MEMBER: BIRGITTE VARTDAL (NEW ELECTION)	Management	For
	DETERMINATION OF REMUNERATION		
13	FOR THE CORPORATE ASSEMBLY	Management	For
	NOMINATION COMMITTEE'S JOINT		
14	PROPOSAL	Management	For
	ELECTION OF MEMBER TO THE NOMINATION		
14A	COMMITTEE: CHAIR OLAUG SVARVA (RE- ELECTION)	Management	For
	ELECTION OF MEMBER TO THE NOMINATION		
14B	COMMITTEE: MEMBER TOM RATHKE (RE- ELECTION)	Management	For
	ELECTION OF MEMBER TO THE NOMINATION		
14C	COMMITTEE: MEMBER ELISABETH BERGE WITH PERSONAL DEPUTY MEMBER JOHAN A. ALSTAD (RE-ELECTION)	Management	For
	ELECTION OF MEMBER TO THE NOMINATION		
14D	COMMITTEE: MEMBER TONE LUNDE BAKKER (NEW ELECTION)	Management	For
	DETERMINATION OF REMUNERATION		
15	FOR THE NOMINATION COMMITTEE	Management	For
	AUTHORISATION TO DISTRIBUTE DIVIDEND		
16	BASED ON APPROVED ANNUAL ACCOUNTS FOR 2013	Management	For
	AUTHORISATION TO ACQUIRE STATOIL ASA		

SHARES IN THE MARKET IN ORDER
TO
CONTINUE OPERATION OF THE SHARE
SAVING PLAN FOR EMPLOYEES
AUTHORISATION TO ACQUIRE
STATOIL ASA

18 SHARES IN THE MARKET FOR SUBSEQUENT ANNULMENT
Management For For

19 PROPOSAL SUBMITTED BY A SHAREHOLDER REGARDING STATOIL'S ACTIVITIES
Shareholder Abstain For

CABLE & WIRELESS COMMUNICATIONS PLC, LONDON

Security	G1839G102	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	15-May-2014
ISIN	GB00B5KKT968	Agenda	705232419 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1	<p>THAT: THE DISPOSAL BY THE COMPANY OF ITS 100% SHAREHOLDING IN CMC (THE "DISPOSAL"), AS DESCRIBED IN THE CIRCULAR TO SHAREHOLDERS DATED 25 APRIL 2014 OF WHICH THIS NOTICE FORMS PART (THE "CIRCULAR") AS A CLASS 1 TRANSACTION ON THE TERMS AND SUBJECT TO THE CONDITIONS OF A DISPOSAL AGREEMENT DATED 25 APRIL 2014 BETWEEN SABLE HOLDING LIMITED</p>	Management	For	For
---	--	------------	-----	-----

	<p>AND GP HOLDING SAS IS HEREBY APPROVED FOR THE PURPOSES OF CHAPTER 10 OF THE LISTING RULES OF THE FINANCIAL CONDUCT AUTHORITY AND THAT EACH AND ANY OF THE DIRECTORS OF THE COMPANY BE AND ARE HEREBY AUTHORISED TO CONCLUDE AND IMPLEMENT THE DISPOSAL IN ACCORDANCE WITH SUCH TERMS AND CONDITIONS AND CONTD</p>			
--	--	--	--	--

CONT		Non-Voting		
------	--	------------	--	--

CONTD TO MAKE SUCH
NON-MATERIAL
MODIFICATIONS, VARIATIONS,
WAIVERS
AND-EXTENSIONS OF ANY OF THE
TERMS
OF THE DISPOSAL AND OF ANY
DOCUMENTS AND-ARRANGEMENTS
CONNECTED WITH THE DISPOSAL AS
HE OR
SHE THINKS NECESSARY
OR-DESIRABLE

INTEGRYS ENERGY GROUP, INC.

Security	45822P105	Meeting Type	Annual
Ticker Symbol	TEG	Meeting Date	15-May-2014
ISIN	US45822P1057	Agenda	933937421 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WILLIAM J. BRODSKY		For	For
	2 ALBERT J. BUDNEY, JR.		For	For
	3 ELLEN CARNAHAN		For	For
	4 MICHELLE L. COLLINS		For	For
	5 K.M. HASSELBLAD-PASCALE		For	For
	6 JOHN W. HIGGINS		For	For
	7 PAUL W. JONES		For	For
	8 HOLLY KELLER KOEPEL		For	For
	9 MICHAEL E. LAVIN		For	For
	10 WILLIAM F. PROTZ, JR.		For	For
	11 CHARLES A. SCHROCK		For	For
2.	THE APPROVAL OF A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	THE APPROVAL OF THE INTEGRYS ENERGY GROUP 2014 OMNIBUS INCENTIVE COMPENSATION PLAN.	Management	For	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 2014.	Management	For	For

WESTAR ENERGY, INC.

Security	95709T100	Meeting Type	Annual
Ticker Symbol	WR	Meeting Date	15-May-2014

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

ISIN	US95709T1007	Agenda	933944933 - Management	
Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MOLLIE H. CARTER		For	For
	2 JERRY B. FARLEY		For	For
	3 MARK A. RUELLE		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. RATIFICATION AND CONFIRMATION OF	Management	Abstain	Against
3.	DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. DR PEPPER SNAPPLE GROUP, INC.	Management	For	For
Security	26138E109	Meeting Type	Annual	
Ticker Symbol	DPS	Meeting Date	15-May-2014	
ISIN	US26138E1091	Agenda	933947547 - Management	

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN L. ADAMS	Management	For	For
1B.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1C.	ELECTION OF DIRECTOR: RONALD G. ROGERS	Management	For	For
1D.	ELECTION OF DIRECTOR: WAYNE R. SANDERS	Management	For	For
1E.	ELECTION OF DIRECTOR: JACK L. STAHL	Management	For	For
1F.	ELECTION OF DIRECTOR: LARRY D. YOUNG	Management	For	For
2.	TO RATIFY DELOITTE & TOUCHE LLP AS COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For
3.	RESOLVED, THAT THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS WITH RESPECT TO 2013, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES AND	Management	Abstain	Against

REGULATIONS OF THE SEC,
INCLUDING THE
COMPENSATION DISCUSSION AND
ANALYSIS, COMPENSATION TABLES
AND
THE NARRATIVE DISCUSSION, IS
HEREBY
APPROVED.

- | | | | | |
|----|---|-------------|---------|-----|
| 4. | REGARDING COMPREHENSIVE RECYCLING STRATEGY FOR BEVERAGE CONTAINERS. | Shareholder | Against | For |
| 5. | TO APPROVE AMENDMENT TO PERFORMANCE-BASED CRITERIA UNDER 2009 STOCK PLAN AND APPROVE SUCH CRITERIA UNDER SECTION 162(M) OF INTERNAL REVENUE CODE FOR FUTURE AWARDS. | Management | For | For |

KOHL'S CORPORATION

Security	500255104	Meeting Type	Annual
Ticker Symbol	KSS	Meeting Date	15-May-2014
ISIN	US5002551043	Agenda	933948195 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PETER BONEPARTH	Management	For	For
1B.	ELECTION OF DIRECTOR: STEVEN A. BURD	Management	For	For
1C.	ELECTION OF DIRECTOR: DALE E. JONES	Management	For	For
1D.	ELECTION OF DIRECTOR: KEVIN MANSELL	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN E. SCHLIFSKE	Management	For	For
1F.	ELECTION OF DIRECTOR: FRANK V. SICA	Management	For	For
1G.	ELECTION OF DIRECTOR: PETER M. SOMMERHAUSER	Management	For	For
1H.	ELECTION OF DIRECTOR: STEPHANIE A. STREETER	Management	For	For
1I.	ELECTION OF DIRECTOR: NINA G. VACA	Management	For	For
1J.	ELECTION OF DIRECTOR: STEPHEN E. WATSON	Management	For	For

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

- | | | | |
|----|---|-------------|---------|
| | RATIFY APPOINTMENT OF ERNST & YOUNG | | |
| 2. | LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For |
| 3. | ADVISORY VOTE ON APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION. | Management | Abstain |
| 4. | SHAREHOLDER PROPOSAL: EXECUTIVES TO RETAIN SIGNIFICANT STOCK. | Shareholder | Against |
| 5. | SHAREHOLDER PROPOSAL: ANNUAL REPORT ON THE COSTS, BENEFITS AND SCIENTIFIC SUPPORT FOR SUSTAINABILITY INITIATIVES. | Shareholder | Against |

OWENS-ILLINOIS, INC.

Security	690768403	Meeting Type	Annual
Ticker Symbol	OI	Meeting Date	15-May-2014
ISIN	US6907684038	Agenda	933951659 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 JAY L. GELDMACHER | | For | For |
| | 2 PETER S. HELLMAN | | For | For |
| | 3 ANASTASIA D. KELLY | | For | For |
| | 4 JOHN J. MCMACKIN, JR. | | For | For |
| | 5 HARI N. NAIR | | For | For |
| | 6 HUGH H. ROBERTS | | For | For |
| | 7 ALBERT P.L. STROUCKEN | | For | For |
| | 8 CAROL A. WILLIAMS | | For | For |
| | 9 DENNIS K. WILLIAMS | | For | For |
| | 10 THOMAS L. YOUNG | | For | For |
| | TO RATIFY THE SELECTION OF ERNST & | | | |
| 2. | YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
| 3. | TO APPROVE, BY ADVISORY VOTE, THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION. | Management | Abstain | Against |
| 4. | TO APPROVE THE SECOND AMENDMENT AND RESTATEMENT OF THE COMPANY'S 2005 INCENTIVE AWARD PLAN, THAT, | Management | For | For |

AMONG OTHER THINGS, INCREASES THE NUMBER OF SHARES AVAILABLE UNDER THE PLAN BY 6,000,000, EXTENDS THE TERM OF THE PLAN UNTIL MARCH 2024 AND CONTINUES TO ALLOW GRANTS UNDER THE PLAN TO QUALIFY AS PERFORMANCE BASED FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.

THE DOW CHEMICAL COMPANY

Security	260543103	Meeting Type	Annual
Ticker Symbol	DOW	Meeting Date	15-May-2014
ISIN	US2605431038	Agenda	933951786 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ARNOLD A. ALLEMANG	Management	For	For
1B.	ELECTION OF DIRECTOR: AJAY BANGA	Management	For	For
1C.	ELECTION OF DIRECTOR: JACQUELINE K. BARTON	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES A. BELL	Management	For	For
1E.	ELECTION OF DIRECTOR: JEFF M. FETTIG	Management	For	For
1F.	ELECTION OF DIRECTOR: ANDREW N. LIVERIS	Management	For	For
1G.	ELECTION OF DIRECTOR: PAUL POLMAN	Management	For	For
1H.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES M. RINGLER	Management	For	For
1J.	ELECTION OF DIRECTOR: RUTH G. SHAW	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF THE AMENDED AND RESTATED 2012 STOCK INCENTIVE PLAN.	Management	Against	Against

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

5. STOCKHOLDER PROPOSAL ON STOCKHOLDER ACTION BY WRITTEN CONSENT. Shareholder Against For

6. STOCKHOLDER PROPOSAL ON EXECUTIVE STOCK RETENTION. Shareholder Against For

OGE ENERGY CORP.

Security	670837103	Meeting Type	Annual
Ticker Symbol	OGE	Meeting Date	15-May-2014
ISIN	US6708371033	Agenda	933954403 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JAMES H. BRANDI		For	For
	2 WAYNE H. BRUNETTI		For	For
	3 LUKE R. CORBETT		For	For
	4 PETER B. DELANEY		For	For
	5 JOHN D. GROENDYKE		For	For
	6 KIRK HUMPHREYS		For	For
	7 ROBERT KELLEY		For	For
	8 ROBERT O. LORENZ		For	For
	9 JUDY R. MCREYNOLDS		For	For
	10 SHEILA G. TALTON		For	For

RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2014. Management For For

3. ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. Management Abstain Against

4. SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN. Shareholder Against For

AMGEN INC.

Security	031162100	Meeting Type	Annual
Ticker Symbol	AMGN	Meeting Date	15-May-2014
ISIN	US0311621009	Agenda	933956306 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: DR. DAVID BALTIMORE	Management	For	For
1B	ELECTION OF DIRECTOR: MR. FRANK J. BIONDI, JR.	Management	For	For
1C		Management	For	For

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

	ELECTION OF DIRECTOR: MR. ROBERT A. BRADWAY		
1D	FRANCOIS DE CARBONNEL	Management	For
	ELECTION OF DIRECTOR: DR. VANCE D. COFFMAN		
1E		Management	For
	ELECTION OF DIRECTOR: MR. ROBERT A. ECKERT		
1F		Management	For
	ELECTION OF DIRECTOR: MR. GREG C. GARLAND		
1G		Management	For
	ELECTION OF DIRECTOR: DR. REBECCA M. HENDERSON		
1H		Management	For
	ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER		
1I		Management	For
	ELECTION OF DIRECTOR: DR. TYLER JACKS		
1J		Management	For
	ELECTION OF DIRECTOR: MS. JUDITH C. PELHAM		
1K		Management	For
	ELECTION OF DIRECTOR: DR. RONALD D. SUGAR		
1L		Management	For
	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.		
2		Management	For
	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.		
3		Management	Abstain
	STOCKHOLDER PROPOSAL #1 (VOTE TABULATION)		
4		Shareholder	Against

INVESCO LTD

Security	G491BT108	Meeting Type	Annual
Ticker Symbol	IVZ	Meeting Date	15-May-2014
ISIN	BMG491BT1088	Agenda	933956584 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	AMENDMENT OF AMENDED AND RESTATED BYE-LAWS TO DECLASSIFY OUR BOARD OF	Management	For	For

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

DIRECTORS			
2.1	ELECTION OF DIRECTOR: DENNIS KESSLER	Management	For
2.2	ELECTION OF DIRECTOR: G. RICHARD WAGONER, JR.	Management	For
3.	ADVISORY VOTE TO APPROVE 2013 EXECUTIVE COMPENSATION	Management	Abstain
4.	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For

CREDIT ACCEPTANCE CORPORATION

Security	225310101	Meeting Type	Annual
Ticker Symbol	CACC	Meeting Date	15-May-2014
ISIN	US2253101016	Agenda	933956712 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DONALD A. FOSS		For	For
	2 GLENDA J. FLANAGAN		For	For
	3 BRETT A. ROBERTS		For	For
	4 THOMAS N. TRYFOROS		For	For
	5 SCOTT J. VASSALLUZZO		For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF THE SELECTION OF GRANT THORNTON LLP AS CREDIT ACCEPTANCE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For

WYNDHAM WORLDWIDE CORPORATION

Security	98310W108	Meeting Type	Annual
Ticker Symbol	WYN	Meeting Date	15-May-2014
ISIN	US98310W1080	Agenda	933958425 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JAMES E. BUCKMAN		For	For
	2 GEORGE HERRERA		For	For
	3 BRIAN MULRONEY		For	For
	4 MICHAEL H. WARGOTZ		For	For
2.	ADVISORY VOTE TO APPROVE THE WYNDHAM WORLDWIDE CORPORATION EXECUTIVE COMPENSATION PROGRAM.	Management	Abstain	Against
3.		Management	For	For

RATIFICATION OF THE APPOINTMENT
OF
DELOITTE & TOUCHE LLP TO SERVE
AS OUR
INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR FISCAL YEAR
2014.

RE-APPROVAL OF THE MATERIAL
TERMS OF
THE PERFORMANCE GOALS UNDER
THE

- | | | | | |
|----|--|------------|-----|-----|
| 4. | WYNDHAM WORLDWIDE
CORPORATION
2006 EQUITY AND INCENTIVE PLAN
FOR
PURPOSES OF SECTION 162(M) OF THE
INTERNAL REVENUE CODE. | Management | For | For |
|----|--|------------|-----|-----|

APACHE CORPORATION

Security	037411105	Meeting Type	Annual
Ticker Symbol	APA	Meeting Date	15-May-2014
ISIN	US0374111054	Agenda	933967486 - Management

- | Item | Proposal | Type | Vote | For/Against
Management |
|------|--|------------|---------|---------------------------|
| 1. | ELECTION OF DIRECTOR: G. STEVEN
FARRIS | Management | For | For |
| 2. | ELECTION OF DIRECTOR: A.D.
FRAZIER, JR. | Management | For | For |
| 3. | ELECTION OF DIRECTOR: AMY H.
NELSON | Management | For | For |
| 4. | RATIFICATION OF ERNST & YOUNG
LLP AS
APACHE'S INDEPENDENT AUDITORS | Management | For | For |
| 5. | ADVISORY VOTE TO APPROVE THE
COMPENSATION OF APACHE'S NAMED
EXECUTIVE OFFICERS | Management | Abstain | Against |
| 6. | APPROVAL OF AMENDMENT TO
APACHE'S
RESTATED CERTIFICATE OF
INCORPORATION TO ELIMINATE
APACHE'S
CLASSIFIED BOARD OF DIRECTORS | Management | For | For |

DEUTSCHE TELEKOM AG

Security	251566105	Meeting Type	Annual
Ticker Symbol	DTEGY	Meeting Date	15-May-2014
ISIN	US2515661054	Agenda	933992833 - Management

- | Item | Proposal | Type | Vote | For/Against
Management |
|------|---------------------------------------|------------|------|---------------------------|
| 2. | RESOLUTION ON THE
APPROPRIATION OF | Management | For | For |

- NET INCOME.
RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE BOARD OF MANAGEMENT FOR THE 2013 FINANCIAL YEAR.
3. Management For For
- RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE 2013 FINANCIAL YEAR.
4. Management For For
- RESOLUTION ON THE APPOINTMENT OF THE INDEPENDENT AUDITOR AND THE GROUP AUDITOR FOR THE 2014 FINANCIAL YEAR AS WELL AS THE INDEPENDENT AUDITOR TO REVIEW THE CONDENSED FINANCIAL STATEMENTS AND THE INTERIM MANAGEMENT REPORT IN THE 2014 FINANCIAL YEAR.
5. Management For For
- ELECTION OF A SUPERVISORY BOARD MEMBER.
6. Management For For
- ELECTION OF A SUPERVISORY BOARD MEMBER.
7. Management For For
- ELECTION OF A SUPERVISORY BOARD MEMBER.
8. Management For For
- ELECTION OF A SUPERVISORY BOARD MEMBER.
9. Management For For
- AUTHORIZATION TO ISSUE BONDS WITH WARRANTS, CONVERTIBLE BONDS, PROFIT PARTICIPATION RIGHTS, AND/OR PARTICIPATING BONDS, CANCELATION OF THE CONTINGENT CAPITAL CREATION OF NEW CONTINGENT CAPITAL (CONTINGENT CAPITAL 2014).
10. Management Against Against

PEPCO HOLDINGS, INC.

Security 713291102

Ticker Symbol POM

ISIN US7132911022

Meeting Type

Meeting Date

Agenda

Annual

16-May-2014

933947636 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL M. BARBAS	Management	For	For
1B.	ELECTION OF DIRECTOR: JACK B. DUNN, IV	Management	For	For
1C.	ELECTION OF DIRECTOR: H. RUSSELL FRISBY, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: TERENCE C. GOLDEN	Management	For	For
1E.	ELECTION OF DIRECTOR: PATRICK T. HARKER	Management	For	For
1F.	ELECTION OF DIRECTOR: BARBARA J. KRUMSIEK	Management	For	For
1G.	ELECTION OF DIRECTOR: LAWRENCE C. NUSSDORF	Management	For	For
1H.	ELECTION OF DIRECTOR: PATRICIA A. OELRICH	Management	For	For
1I.	ELECTION OF DIRECTOR: JOSEPH M. RIGBY	Management	For	For
1J.	ELECTION OF DIRECTOR: LESTER P. SILVERMAN	Management	For	For
2.	A PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, PEPKO HOLDINGS, INC.'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	A PROPOSAL TO RATIFY THE APPOINTMENT, BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS, OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF PEPKO HOLDINGS, INC. FOR 2014.	Management	For	For
CAMERON INTERNATIONAL CORPORATION				
Security	13342B105	Meeting Type	Annual	
Ticker Symbol	CAM	Meeting Date	16-May-2014	
ISIN	US13342B1052	Agenda	933961674 - Management	

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: H. PAULETT EBERHART	Management	For	For
1.2	ELECTION OF DIRECTOR: PETER J. FLUOR	Management	For	For
1.3	ELECTION OF DIRECTOR: JAMES T. HACKETT	Management	For	For
1.4		Management	For	For

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

	ELECTION OF DIRECTOR: JACK B. MOORE			
1.5	ELECTION OF DIRECTOR: MICHAEL E. PATRICK	Management	For	For
1.6	ELECTION OF DIRECTOR: JON ERIK REINHARDSEN	Management	For	For
1.7	ELECTION OF DIRECTOR: BRUCE W. WILKINSON	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2014.	Management	For	For
3.	TO APPROVE, ON AN ADVISORY BASIS, OUR 2013 EXECUTIVE COMPENSATION.	Management	Abstain	Against

WASTE CONNECTIONS, INC.

Security	941053100	Meeting Type	Annual
Ticker Symbol	WCN	Meeting Date	16-May-2014
ISIN	US9410531001	Agenda	933962943 - Management

Item	Proposal	Type	Vote	For/Against Management
01	ELECTION OF DIRECTOR: ROBERT H. DAVIS	Management	For	For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
03	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	Against
04	APPROVAL OF ADOPTION OF 2014 INCENTIVE AWARD PLAN.	Management	For	For

OCEANEERING INTERNATIONAL, INC.

Security	675232102	Meeting Type	Annual
Ticker Symbol	OII	Meeting Date	16-May-2014
ISIN	US6752321025	Agenda	933978100 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

1.	DIRECTOR	Management		
	1 T. JAY COLLINS		For	For
	2 D. MICHAEL HUGHES		For	For
	PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CAPITAL STOCK FROM 183,000,000 TO 363,000,000 AND INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 180,000,000 TO 360,000,000.	Management	For	For
2.	THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 180,000,000 TO 360,000,000. ADVISORY VOTE ON A RESOLUTION TO			
3.	APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. PROPOSAL TO RATIFY THE APPOINTMENT	Management	Abstain	Against
4.	OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	For	For

MACY'S INC.

Security	55616P104	Meeting Type	Annual
Ticker Symbol	M	Meeting Date	16-May-2014
ISIN	US55616P1049	Agenda	933983125 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For	For
1B.	ELECTION OF DIRECTOR: DEIRDRE P. CONNELLY	Management	For	For
1C.	ELECTION OF DIRECTOR: MEYER FELDBERG	Management	For	For
1D.	ELECTION OF DIRECTOR: SARA LEVINSON	Management	For	For
1E.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For	For
1F.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Management	For	For
1G.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1H.	ELECTION OF DIRECTOR: PAUL C. VARGA	Management	For	For
1I.	ELECTION OF DIRECTOR: CRAIG E. WEATHERUP	Management	For	For
1J.		Management	For	For

ELECTION OF DIRECTOR: MARNA C. WHITTINGTON
 THE PROPOSED RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS MACY'S

- | | | | | |
|----|---|------------|---------|---------|
| 2. | INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2015. ADVISORY VOTE TO APPROVE | Management | For | For |
| 3. | NAMED EXECUTIVE OFFICER COMPENSATION. APPROVAL OF MACY'S AMENDED | Management | Abstain | Against |
| 4. | AND RESTATED 2009 OMNIBUS INCENTIVE COMPENSATION PLAN. | Management | For | For |

TOTAL S.A.

Security	89151E109	Meeting Type	Annual
Ticker Symbol	TOT	Meeting Date	16-May-2014
ISIN	US89151E1091	Agenda	933988707 - Management

Item	Proposal	Type	Vote	For/Against Management
O1	APPROVAL OF FINANCIAL STATEMENTS OF THE PARENT COMPANY FOR THE 2013 FISCAL YEAR.	Management	For	For
O2	APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FISCAL YEAR.	Management	For	For
O3	ALLOCATION OF EARNINGS, DECLARATION OF DIVIDEND.	Management	For	For
O4	AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE IN SHARES OF THE COMPANY.	Management	For	For
O5	RENEWAL OF THE APPOINTMENT OF MS. PATRICIA BARBIZET AS A DIRECTOR.	Management	For	For
O6	RENEWAL OF THE APPOINTMENT OF MS. MARIE-CHRISTINE COISNE-ROQUETTE AS A DIRECTOR.	Management	For	For
O7	RENEWAL OF THE APPOINTMENT OF MR. PAUL DESMARAIS, JR AS A DIRECTOR.	Management	For	For
O8		Management	For	For

	RENEWAL OF THE APPOINTMENT OF MS. BARBARA KUX AS A DIRECTOR. ADVISORY OPINION ON THE ELEMENTS OF COMPENSATION DUE OR GRANTED FOR		
O9	FISCAL YEAR ENDED DECEMBER 31, 2013 TO MR. CHRISTOPHE DE MARGERIE, CHAIRMAN AND CHIEF EXECUTIVE OFFICER. DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING COMMON SHARES AND/OR ANY SECURITIES PROVIDING ACCESS TO THE COMPANY'S SHARE CAPITAL WHILE MAINTAINING SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS OR BY CAPITALIZING PREMIUMS, RESERVES, SURPLUSES OR OTHER LINE ITEMS. 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. DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE	Management	For
E10	THE NUMBER OF SECURITIES TO BE ISSUED, IN THE EVENT OF SURPLUS DEMAND IN CASE OF SHARE CAPITAL INCREASE WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS.	Management	For
E11	DELEGATION OF POWERS GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING	Management	Against
E12	THE NUMBER OF SECURITIES TO BE ISSUED, IN THE EVENT OF SURPLUS DEMAND IN CASE OF SHARE CAPITAL INCREASE WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS.	Management	Against
E13	DELEGATION OF POWERS GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING	Management	Against

	<p>COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO SHARE CAPITAL, IN PAYMENT OF SECURITIES THAT WOULD BE CONTRIBUTED TO THE COMPANY, WHICH ENTAILS SHAREHOLDERS' WAIVER OF THEIR PREEMPTIVE RIGHT TO SUBSCRIBE THE SHARES ISSUED TO REMUNERATE IN- KIND CONTRIBUTIONS. DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL UNDER THE CONDITIONS PROVIDED IN ARTICLES L. 3332-18 AND</p>		
E14	<p>FOLLOWING OF THE FRENCH LABOUR CODE, WHICH ENTAILS SHAREHOLDERS' WAIVER OF THEIR PREEMPTIVE RIGHT TO SUBSCRIBE THE SHARES ISSUED DUE TO THE SUBSCRIPTION OF SHARES BY GROUP EMPLOYEES. 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.</p>	Management	Against Against
E15	<p>AUTHORIZATION TO GRANT RESTRICTED SHARES OF THE COMPANY TO EMPLOYEES OF THE GROUP AS WELL AS TO EXECUTIVE DIRECTORS OF THE COMPANY OR OTHER COMPANIES OF THE GROUP, WHICH</p>	Management	Against Against
E16	<p>AUTHORIZATION TO GRANT RESTRICTED SHARES OF THE COMPANY TO EMPLOYEES OF THE GROUP AS WELL AS TO EXECUTIVE DIRECTORS OF THE COMPANY OR OTHER COMPANIES OF THE GROUP, WHICH</p>	Management	Against Against

<p>ENTAILS SHAREHOLDERS' WAIVER OF THEIR PREEMPTIVE RIGHT TO SUBSCRIBE THE SHARES ISSUED IN FAVOR OF THE BENEFICIARIES OF SUCH SHARE ALLOCATIONS. AMENDMENT OF ARTICLE 11 OF THE COMPANY'S ARTICLES OF ASSOCIATION TO DETERMINE THE APPOINTMENT PROCEDURES OF THE DIRECTOR(S) REPRESENTING EMPLOYEES PURSUANT TO</p>	<p>E17 THE FRENCH LAW OF JUNE 14, 2013, ON THE PROTECTION OF EMPLOYMENT AND TO INTEGRATE TECHNICAL CHANGES CONCERNING CERTAIN PROVISIONS REGARDING THE DIRECTORS REPRESENTING EMPLOYEE SHAREHOLDERS.</p>	<p>Management</p>	<p>For</p>	<p>For</p>
<p>AMENDMENT OF ARTICLE 12 OF THE COMPANY'S ARTICLES OF ASSOCIATION IN ORDER TO SET THE LIMIT ON THE AGE OF THE CHAIRMAN OF THE BOARD AT 70 YEARS.</p>	<p>E18 AMENDMENT OF ARTICLE 15 OF THE COMPANY'S ARTICLES OF ASSOCIATION IN ORDER TO SET THE LIMIT ON THE AGE OF THE PRESIDENT AT 67 YEARS.</p>	<p>Management</p>	<p>For</p>	<p>For</p>
<p>AMENDMENT OF ARTICLE 17 OF THE COMPANY'S ARTICLES OF ASSOCIATION FOR HARMONIZATION PURPOSES WITH THE FRENCH ORDER OF DECEMBER 9, 2010,</p>	<p>E20 IMPLEMENTING INTO FRENCH LEGISLATION THE EUROPEAN DIRECTIVE REGARDING THE RIGHT OF SHAREHOLDERS TO BE REPRESENTED AT SHAREHOLDERS' MEETINGS BY ANY PERSON OF THEIR CHOICE.</p>	<p>Management</p>	<p>For</p>	<p>For</p>

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

O21	CIRCULATION OF A QUARTERLY NEWSLETTER BY THE EMPLOYEE DIRECTORS AND THE DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS.	Management	Against	For
O22	COMPONENTS OF THE COMPENSATION OF EXECUTIVE DIRECTORS AND EMPLOYEES LINKED TO INDUSTRIAL SAFETY INDICATORS.	Management	Against	For
E23	EXPANSION OF INDIVIDUAL SHARE OWNERSHIP (LOYALTY DIVIDEND). INCLUSION OF EMPLOYEE DIRECTOR(S) IN THE BOARD OF DIRECTORS' ORGANIZATION (AMENDMENT OF PARAGRAPH 5, ARTICLE 12 OF THE ARTICLES OF ASSOCIATION TO PROVIDE FOR THE PARTICIPATION OF EMPLOYEE DIRECTORS IN ALL THE BOARD'S COMMITTEES).	Management	Against	For
E24	DISTRIBUTION OF ATTENDANCE FEES (AMENDMENT OF PARAGRAPH 7, ARTICLE 12 OF THE ARTICLES OF ASSOCIATION TO PROVIDE FOR THE PARTICIPATION OF EMPLOYEE DIRECTORS IN ALL THE BOARD'S COMMITTEES).	Management	Against	For
E25	PROVIDE FOR A DISTRIBUTION OF ATTENDANCE FEES BASED ON THE ACTUAL TIME SPENT BY DIRECTORS AT BOARD MEETINGS).	Management	Against	For

TRANSOCEAN, LTD.

Security	H8817H100	Meeting Type	Annual
Ticker Symbol	RIG	Meeting Date	16-May-2014
ISIN	CH0048265513	Agenda	933991526 - Management

Item	Proposal	Type	Vote	For/Against Management
1	2013 ANNUAL REPORT, INCLUDING CONSOLIDATED FINANCIAL STATEMENTS AND STATUTORY FINANCIAL STATEMENTS OF TRANSOCEAN LTD	Management	For	For
2	DISCHARGE OF BOARD OF DIRECTORS AND	Management	For	For

	EXECUTIVE MANAGEMENT FROM LIABILITY FOR ACTIVITIES DURING FISCAL YEAR 2013		
3	APPROPRIATION OF AVAILABLE EARNINGS	Management	For
4	DISTRIBUTION OF A DIVIDEND OUT OF CAPITAL CONTRIBUTION RESERVES OF US\$3.00 PER OUTSTANDING SHARE	Management	For
5	AUTHORIZED SHARE CAPITAL REDUCTION OF THE MAXIMUM NUMBER OF	Management	For
6	MEMBERS OF BOARD OF DIRECTORS TO 11 FROM 14	Management	For
7A	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: AMENDMENTS REGARDING ELECTIONS AND RELATED MATTERS	Management	For
7B	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: BINDING SHAREHOLDER RATIFICATION OF THE COMPENSATION OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM	Management	For
7C	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: SUPPLEMENTARY AMOUNT FOR PERSONS ASSUMING AN EXECUTIVE MANAGEMENT TEAM POSITION DURING A COMPENSATION PERIOD FOR WHICH SHAREHOLDER RATIFICATION HAS ALREADY BEEN GRANTED	Management	For
7D	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: GENERAL PRINCIPLES AND TERMS APPLICABLE TO THE COMPENSATION OF THE MEMBERS OF THE	Management	For

7E	<p>BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: MAXIMUM TERM AND TERMINATION NOTICE PERIOD OF MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM AND NON-COMPETITION AGREEMENTS WITH MEMBERS OF THE EXECUTIVE MANAGEMENT TEAM</p>	Management	For	For
7F	<p>AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: PERMISSIBLE MANDATES OF MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM</p>	Management	For	For
7G	<p>AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: LOANS AND POST-RETIREMENT BENEFITS BEYOND OCCUPATIONAL PENSIONS AMENDMENT OF ARTICLES OF ASSOCIATION REGARDING THE APPLICABLE</p>	Management	For	For
8	<p>VOTE STANDARD FOR ELECTIONS OF DIRECTORS, THE CHAIRMAN AND THE MEMBERS OF THE COMPENSATION COMMITTEE</p>	Management	For	For
9	<p>AMENDMENT OF ARTICLES OF ASSOCIATION REGARDING SHAREHOLDER AGENDA ITEM REQUESTS PURSUANT TO SWISS LAW</p>	Management	For	For
10A	<p>REELECTION OF DIRECTOR: IAN C. STRACHAN</p>	Management	For	For
10B	<p>REELECTION OF DIRECTOR: GLYN A. BARKER</p>	Management	For	For
10C	<p>REELECTION OF DIRECTOR: VANESSA C.L. CHANG</p>	Management	For	For

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

10D	REELECTION OF DIRECTOR: FREDERICO F. CURADO	Management	For	For
10E	REELECTION OF DIRECTOR: CHAD DEATON	Management	For	For
10F	REELECTION OF DIRECTOR: MARTIN B. MCNAMARA	Management	For	For
10G	REELECTION OF DIRECTOR: SAMUEL MERKSAMER	Management	For	For
10H	REELECTION OF DIRECTOR: EDWARD R. MULLER	Management	For	For
10I	REELECTION OF DIRECTOR: STEVEN L. NEWMAN	Management	For	For
10J	REELECTION OF DIRECTOR: TAN EK KIA	Management	For	For
10K	ELECTION OF DIRECTOR: VINCENT J. INTRIERI	Management	For	For
11	ELECTION OF IAN C. STRACHAN AS THE CHAIRMAN OF THE BOARD OF DIRECTORS FOR A TERM EXTENDING UNTIL COMPLETION OF THE NEXT ANNUAL GENERAL MEETING	Management	For	For
12A	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: FREDERICO F. CURADO	Management	For	For
12B	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MARTIN B. MCNAMARA	Management	For	For
12C	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: TAN EK KIA	Management	For	For
12D	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: VINCENT J. INTRIERI	Management	For	For
13	ELECTION OF SCHWEIGER ADVOKATUR / NOTARIAT AS THE INDEPENDENT PROXY FOR A TERM EXTENDING UNTIL COMPLETION OF THE NEXT ANNUAL GENERAL MEETING	Management	For	For
14	APPOINTMENT OF ERNST & YOUNG LLP AS	Management	For	For

THE COMPANY'S INDEPENDENT
REGISTERED PUBLIC ACCOUNTING
FIRM
FOR FISCAL YEAR 2014 AND
REELECTION
OF ERNST & YOUNG LTD, ZURICH, AS
THE
COMPANY'S AUDITOR FOR A
FURTHER ONE-

15	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION REAPPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE LONG-TERM INCENTIVE PLAN OF TRANSOCEAN LTD.	Management	Abstain	Against
16	TRANSOCEAN, LTD. Security H8817H100 Ticker Symbol RIG ISIN CH0048265513	Management	For	For

Meeting Type

Meeting Date

Agenda

Annual

16-May-2014

934010567 - Management

Item	Proposal	Type	Vote	For/Against Management
1	2013 ANNUAL REPORT, INCLUDING CONSOLIDATED FINANCIAL STATEMENTS AND STATUTORY FINANCIAL STATEMENTS OF TRANSOCEAN LTD DISCHARGE OF BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT FROM LIABILITY FOR ACTIVITIES DURING FISCAL YEAR 2013	Management	For	For
2	APPROPRIATION OF AVAILABLE EARNINGS DISTRIBUTION OF A DIVIDEND OUT OF CAPITAL CONTRIBUTION RESERVES OF US\$3.00 PER OUTSTANDING SHARE	Management	For	For
3	AUTHORIZED SHARE CAPITAL REDUCTION OF THE MAXIMUM NUMBER OF MEMBERS OF BOARD OF DIRECTORS TO 11 FROM 14	Management	For	For
4	MEMBERS OF BOARD OF DIRECTORS TO 11 FROM 14	Management	For	For
5	MEMBERS OF BOARD OF DIRECTORS TO 11 FROM 14	Management	For	For
6	MEMBERS OF BOARD OF DIRECTORS TO 11 FROM 14	Management	For	For

7A	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: AMENDMENTS REGARDING ELECTIONS AND RELATED MATTERS	Management	For
7B	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: BINDING SHAREHOLDER RATIFICATION OF THE COMPENSATION OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM	Management	For
7C	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: SUPPLEMENTARY AMOUNT FOR PERSONS ASSUMING AN EXECUTIVE MANAGEMENT TEAM POSITION DURING A COMPENSATION PERIOD FOR WHICH SHAREHOLDER RATIFICATION HAS ALREADY BEEN GRANTED	Management	For
7D	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: GENERAL PRINCIPLES AND TERMS APPLICABLE TO THE COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM	Management	For
7E	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER ORDINANCE: MAXIMUM TERM AND TERMINATION NOTICE PERIOD OF MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM AND NON-COMPETITION AGREEMENTS WITH MEMBERS OF THE EXECUTIVE MANAGEMENT TEAM	Management	For
7F	AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE	Management	For

	MINDER ORDINANCE: PERMISSIBLE MANDATES OF MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT TEAM AMENDMENTS TO ARTICLES OF ASSOCIATION TO IMPLEMENT THE MINDER			
7G	ORDINANCE: LOANS AND POST- RETIREMENT BENEFITS BEYOND OCCUPATIONAL PENSIONS AMENDMENT OF ARTICLES OF ASSOCIATION REGARDING THE APPLICABLE	Management	For	For
8	VOTE STANDARD FOR ELECTIONS OF DIRECTORS, THE CHAIRMAN AND THE MEMBERS OF THE COMPENSATION COMMITTEE AMENDMENT OF ARTICLES OF ASSOCIATION REGARDING	Management	For	For
9	SHAREHOLDER AGENDA ITEM REQUESTS PURSUANT TO SWISS LAW	Management	For	For
10A	REELECTION OF DIRECTOR: IAN C. STRACHAN	Management	For	For
10B	REELECTION OF DIRECTOR: GLYN A. BARKER	Management	For	For
10C	REELECTION OF DIRECTOR: VANESSA C.L. CHANG	Management	For	For
10D	REELECTION OF DIRECTOR: FREDERICO F. CURADO	Management	For	For
10E	REELECTION OF DIRECTOR: CHAD DEATON	Management	For	For
10F	REELECTION OF DIRECTOR: MARTIN B. MCNAMARA	Management	For	For
10G	REELECTION OF DIRECTOR: SAMUEL MERKSAMER	Management	For	For
10H	REELECTION OF DIRECTOR: EDWARD R. MULLER	Management	For	For
10I	REELECTION OF DIRECTOR: STEVEN L. NEWMAN	Management	For	For
10J		Management	For	For

	REELECTION OF DIRECTOR: TAN EK KIA		
10K	ELECTION OF DIRECTOR: VINCENT J. INTRIERI	Management	For
	ELECTION OF IAN C. STRACHAN AS THE CHAIRMAN OF THE BOARD OF DIRECTORS		
11	FOR A TERM EXTENDING UNTIL COMPLETION OF THE NEXT ANNUAL GENERAL MEETING	Management	For
	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: FREDERICO F. CURADO		
12A		Management	For
	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MARTIN B. MCNAMARA		
12B		Management	For
	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: TAN EK KIA		
12C		Management	For
	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: VINCENT J. INTRIERI		
12D		Management	For
	ELECTION OF SCHWEIGER ADVOKATUR / NOTARIAT AS THE INDEPENDENT PROXY		
13	FOR A TERM EXTENDING UNTIL COMPLETION OF THE NEXT ANNUAL GENERAL MEETING	Management	For
	APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM		
14	FOR FISCAL YEAR 2014 AND REELECTION OF ERNST & YOUNG LTD, ZURICH, AS THE COMPANY'S AUDITOR FOR A FURTHER ONE-YEAR TERM	Management	For
	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION		
15		Management	Abstain
	REAPPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER		
16		Management	For

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

THE
LONG-TERM INCENTIVE PLAN OF
TRANSOCEAN LTD.

ENDESA SA, MADRID

Security E41222113

Ticker Symbol

ISIN ES0130670112

Meeting Type

Meeting Date

Agenda

Annual General Meeting

19-May-2014

705166418 - Management

Item	Proposal	Type	Vote	For/Against Management
1	ANNUAL ACCOUNTS APPROVAL	Management	For	For
2	MANAGEMENT REPORT APPROVAL	Management	For	For
3	SOCIAL MANAGEMENT APPROVAL	Management	For	For
4	APPLICATION OF RESULTS 2013	Management	For	For
5	REELECTION OF ERNST AND YOUNG AS AUDITOR	Management	For	For
6	ANNUAL REPORT ON REMUNERATION FOR DIRECTORS	Management	For	For
7	DELEGATION OF FACULTIES TO EXECUTE ADOPTED AGREEMENTS	Management	For	For
CMMT	22 APR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN RECORD DATE-FROM 14 MAY 2014 TO 12 MAY 2014. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEA-SE DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. TH-ANK YOU.	Non-Voting		

CONSOLIDATED EDISON, INC.

Security 209115104

Ticker Symbol ED

ISIN US2091151041

Meeting Type

Meeting Date

Agenda

Annual

19-May-2014

933963969 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KEVIN BURKE	Management	For	For
1B.	ELECTION OF DIRECTOR: VINCENT A. CALARCO	Management	For	For
1C.	ELECTION OF DIRECTOR: GEORGE CAMPBELL, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: MICHAEL J. DEL GIUDICE	Management	For	For

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

1E.	ELECTION OF DIRECTOR: ELLEN V. FUTTER	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN F. HENNESSY III	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN F. KILLIAN	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN MCAVOY	Management	For	For
1I.	ELECTION OF DIRECTOR: ARMANDO J. OLIVERA	Management	For	For
1J.	ELECTION OF DIRECTOR: SALLY H. PINERO	Management	For	For
1K.	ELECTION OF DIRECTOR: MICHAEL W. RANGER	Management	For	For
1L.	ELECTION OF DIRECTOR: L. FREDERICK SUTHERLAND	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT ACCOUNTANTS	Management	For	For
3.	APPROVAL OF THE COMPANY'S STOCK PURCHASE PLAN	Management	For	For
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain	Against

KINDER MORGAN, INC.

Security	49456B101	Meeting Type	Annual
Ticker Symbol	KMI	Meeting Date	19-May-2014
ISIN	US49456B1017	Agenda	933968793 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD D. KINDER		For	For
	2 STEVEN J. KEAN		For	For
	3 ANTHONY W. HALL, JR.		For	For
	4 DEBORAH A. MACDONALD		For	For
	5 MICHAEL J. MILLER		For	For
	6 MICHAEL C. MORGAN		For	For
	7 FAYEZ SAROFIM		For	For
	8 C. PARK SHAPER		For	For
	9 JOEL V. STAFF		For	For
	10 JOHN M. STOKES		For	For
	11 ROBERT F. VAGT		For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	STOCKHOLDER PROPOSAL RELATING TO A	Shareholder	Against	For

REPORT ON OUR COMPANY'S
RESPONSE
TO CLIMATE CHANGE.
STOCKHOLDER PROPOSAL RELATING
TO A

4. REPORT ON METHANE EMISSIONS AND PIPELINE MAINTENANCE. Shareholder Against For

5. STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT. Shareholder Against For

CHEMED CORPORATION

Security	16359R103	Meeting Type	Annual
Ticker Symbol	CHE	Meeting Date	19-May-2014
ISIN	US16359R1032	Agenda	933973580 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KEVIN J. MCNAMARA	Management	For	For
1B.	ELECTION OF DIRECTOR: JOEL F. GEMUNDER	Management	For	For
1C.	ELECTION OF DIRECTOR: PATRICK P. GRACE	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS C. HUTTON	Management	For	For
1E.	ELECTION OF DIRECTOR: WALTER L. KREBS	Management	For	For
1F.	ELECTION OF DIRECTOR: ANDREA R. LINDELL	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS P. RICE	Management	For	For
1H.	ELECTION OF DIRECTOR: DONALD E. SAUNDERS	Management	For	For
1I.	ELECTION OF DIRECTOR: GEORGE J. WALSH III	Management	For	For
1J.	ELECTION OF DIRECTOR: FRANK E. WOOD	Management	For	For
2.	RATIFICATION OF AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT ACCOUNTANTS FOR 2014.	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For

ITT CORPORATION

Security	450911201	Meeting Type	Annual
Ticker Symbol	ITT	Meeting Date	20-May-2014

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

ISIN	US4509112011	Agenda	933953742 - Management	
Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ORLANDO D. ASHFORD	Management	For	For
1B.	ELECTION OF DIRECTOR: G. PETER D. ALOIA	Management	For	For
1C.	ELECTION OF DIRECTOR: DONALD DEFOSSET, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: CHRISTINA A. GOLD	Management	For	For
1E.	ELECTION OF DIRECTOR: REBECCA A. MCDONALD	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD P. LAVIN	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Management	For	For
1H.	ELECTION OF DIRECTOR: DENISE L. RAMOS	Management	For	For
1I.	ELECTION OF DIRECTOR: DONALD J. STEBBINS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE 2014 FISCAL YEAR	Management	For	For
3.	APPROVAL OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION SHAREHOLDER PROPOSAL REGARDING	Management	Abstain	Against
4.	EXECUTIVE STOCK RETENTION REQUIREMENTS	Shareholder	Against	For
Security	337932107	Meeting Type	Annual	
Ticker Symbol	FE	Meeting Date	20-May-2014	
ISIN	US3379321074	Agenda	933954376 - Management	

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
1	PAUL T. ADDISON		For	For
2	ANTHONY J. ALEXANDER		For	For
3	MICHAEL J. ANDERSON		For	For
4	WILLIAM T. COTTLE		For	For
5	ROBERT B. HEISLER, JR.		For	For

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

6	JULIA L. JOHNSON		For	For
7	TED J. KLEISNER		For	For
8	DONALD T. MISHEFF		For	For
9	ERNEST J. NOVAK, JR.		For	For
10	CHRISTOPHER D. PAPPAS		For	For
11	CATHERINE A. REIN		For	For
12	LUIS A. REYES		For	For
13	GEORGE M. SMART		For	For
14	WES M. TAYLOR		For	For
THE RATIFICATION OF THE APPOINTMENT				
2.	OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
AN ADVISORY VOTE TO APPROVE				
3.	NAMED EXECUTIVE OFFICER COMPENSATION SHAREHOLDER PROPOSAL:	Management	Abstain	Against
SHAREHOLDER PROPOSAL:				
4.	ADOPTION OF A SPECIFIC PERFORMANCE POLICY	Shareholder	Against	For
SHAREHOLDER PROPOSAL:				
5.	RETIREMENT BENEFITS	Shareholder	Against	For
SHAREHOLDER PROPOSAL: VESTING				
6.	OF EQUITY AWARD POLICY	Shareholder	Against	For
SHAREHOLDER PROPOSAL: DIRECTOR				
7.	ELECTION MAJORITY VOTE STANDARD	Shareholder	Against	For

MGE ENERGY, INC.

Security	55277P104	Meeting Type	Annual
Ticker Symbol	MGEE	Meeting Date	20-May-2014
ISIN	US55277P1049	Agenda	933958362 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 REGINA M. MILLNER		For	For
	2 LONDA J. DEWEY		For	For
	3 THOMAS R. STOLPER		For	For
RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP FOR FISCAL YEAR 2014.				
2	ADVISORY VOTE TO APPROVE	Management	For	For
EXECUTIVE COMPENSATION.				
3	EXECUTIVE COMPENSATION.	Management	Abstain	Against
4	APPROVAL OF AMENDMENT TO MGE ENERGY'S AMENDED AND RESTATED ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF	Management	For	For

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

AUTHORIZED
SHARES OF COMMON STOCK.

UNITED STATES CELLULAR CORPORATION

Security	911684108	Meeting Type	Annual
Ticker Symbol	USM	Meeting Date	20-May-2014
ISIN	US9116841084	Agenda	933960634 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 J. SAMUEL CROWLEY		For	For
2.	RATIFY ACCOUNTANTS FOR 2014. ADVISORY VOTE TO APPROVE	Management	For	For
3.	EXECUTIVE COMPENSATION.	Management	Abstain	Against

PENTAIR LTD.

Security	H6169Q108	Meeting Type	Annual
Ticker Symbol	PNR	Meeting Date	20-May-2014
ISIN	CH0193880173	Agenda	933967094 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GLYNIS A. BRYAN	Management	For	For
1B.	ELECTION OF DIRECTOR: JERRY W. BURRIS	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROL ANTHONY	Management	For	For
	(JOHN) DAVIDSON			
1D.	ELECTION OF DIRECTOR: T. MICHAEL GLENN	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID H. Y. HO	Management	For	For
1F.	ELECTION OF DIRECTOR: RANDALL J. HOGAN	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID A. JONES	Management	For	For
1H.	ELECTION OF DIRECTOR: RONALD L. MERRIMAN	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM T. MONAHAN	Management	For	For
1J.	ELECTION OF DIRECTOR: BILLIE I. WILLIAMSON	Management	For	For
2.	TO ELECT RANDALL J. HOGAN AS THE CHAIRMAN OF THE BOARD OF DIRECTORS	Management	For	For
3A.	TO ELECT THE MEMBER OF THE COMPENSATION COMMITTEE: DAVID A. JONES	Management	For	For
3B.		Management	For	For

TO ELECT THE MEMBER OF THE
COMPENSATION COMMITTEE: GLYNIS

A.

BRYAN

- | | | | | |
|-----|---|------------|-----|-----|
| 3C. | TO ELECT THE MEMBER OF THE
COMPENSATION COMMITTEE: T.
MICHAEL
GLENN | Management | For | For |
| 3D. | TO ELECT THE MEMBER OF THE
COMPENSATION COMMITTEE:
WILLIAM T.
MONAHAN | Management | For | For |
| 4. | TO ELECT PROXY VOTING SERVICES
GMBH
AS THE INDEPENDENT PROXY
TO APPROVE THE 2013 ANNUAL
REPORT OF
PENTAIR LTD., THE STATUTORY
FINANCIAL
STATEMENTS OF PENTAIR LTD. FOR
THE | Management | For | For |
| 5. | YEAR ENDED DECEMBER 31, 2013 AND
THE
CONSOLIDATED FINANCIAL
STATEMENTS
OF PENTAIR LTD. FOR THE YEAR
ENDED
DECEMBER 31, 2013
TO DISCHARGE THE BOARD OF
DIRECTORS
AND EXECUTIVE OFFICERS OF
PENTAIR
LTD. FROM LIABILITY FOR THE YEAR
ENDED
DECEMBER 31, 2013 | Management | For | For |
| 6. | TO RE-ELECT DELOITTE AG AS
STATUTORY
AUDITORS UNTIL THE NEXT ANNUAL
GENERAL MEETING | Management | For | For |
| 7A. | TO RATIFY APPOINTMENT OF
DELOITTE &
TOUCHE LLP AS INDEPENDENT
REGISTERED PUBLIC ACCOUNTING
FIRM
FOR THE YEAR ENDING DECEMBER
31, 2014 | Management | For | For |
| 7B. | TO ELECT
PRICEWATERHOUSECOOPERS
AG AS SPECIAL AUDITORS UNTIL THE
NEXT
ANNUAL GENERAL MEETING | Management | For | For |
| 7C. | | | | |

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

8A.	TO APPROVE THE APPROPRIATION OF RESULTS FOR THE YEAR ENDED DECEMBER 31, 2013 AS PROPOSED BY THE BOARD OF DIRECTORS	Management	For	For
8B.	TO APPROVE THE CONVERSION AND APPROPRIATION OF RESERVES FROM CAPITAL CONTRIBUTIONS TO DISTRIBUTE AN ORDINARY CASH DIVIDEND AS PROPOSED BY THE BOARD OF DIRECTORS	Management	For	For
9.	TO APPROVE BY ADVISORY VOTE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT	Management	Abstain	Against
10.	TO APPROVE THE RENEWAL OF THE AUTHORIZED CAPITAL OF PENTAIR LTD.	Management	For	For

PENTAIR LTD.

Security	H6169Q111	Meeting Type	Annual
Ticker Symbol		Meeting Date	20-May-2014
ISIN		Agenda	933967107 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO APPROVE THE MERGER AGREEMENT BY AND BETWEEN PENTAIR LTD. AND PENTAIR PLC.	Management	For	For
2.	TO APPROVE THE VOTING CAP ELIMINATION PROPOSAL AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
3.	TO APPROVE THE RESERVES PROPOSAL AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For

W. R. BERKLEY CORPORATION

Security	084423102	Meeting Type	Annual
Ticker Symbol	WRB	Meeting Date	20-May-2014
ISIN	US0844231029	Agenda	933967676 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1		Management	For	For

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

	ELECTION OF DIRECTOR: GEORGE G. DALY			
1.2	ELECTION OF DIRECTOR: JACK H. NUSBAUM	Management	For	For
1.3	ELECTION OF DIRECTOR: MARK L. SHAPIRO	Management	For	For
2	TO APPROVE THE W. R. BERKLEY CORPORATION 2014 LONG-TERM INCENTIVE PLAN.	Management	For	For
3	TO CONSIDER AND CAST A NON-BINDING ADVISORY VOTE ON A RESOLUTION APPROVING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, OR "SAY-ON-PAY" VOTE.	Management	Abstain	Against
4	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For

JPMORGAN CHASE & CO.

Security	46625H100	Meeting Type	Annual
Ticker Symbol	JPM	Meeting Date	20-May-2014
ISIN	US46625H1005	Agenda	933970089 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LINDA B. BAMMANN	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES A. BELL	Management	For	For
1C.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHEN B. BURKE	Management	For	For
1E.	ELECTION OF DIRECTOR: JAMES S. CROWN	Management	For	For
1F.		Management	For	For

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

ELECTION OF DIRECTOR: JAMES DIMON		
1G.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Management For For
1H.	ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.	Management For For
1I.	ELECTION OF DIRECTOR: MICHAEL A. NEAL	Management For For
1J.	ELECTION OF DIRECTOR: LEE R. RAYMOND	Management For For
1K.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Management For For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management Abstain Against
3.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management For For
4.	LOBBYING REPORT - REQUIRE ANNUAL REPORT ON LOBBYING	Shareholder Against For
5.	SPECIAL SHAREOWNER MEETINGS - REDUCE THRESHOLD TO 15% RATHER THAN 20% AND REMOVE PROCEDURAL PROVISIONS	Shareholder Against For
6.	CUMULATIVE VOTING - REQUIRE CUMULATIVE VOTING FOR DIRECTORS RATHER THAN ONE-SHARE ONE-VOTE	Shareholder Against For

AMERICAN STATES WATER COMPANY

Security	029899101	Meeting Type	Annual
Ticker Symbol	AWR	Meeting Date	20-May-2014
ISIN	US0298991011	Agenda	933970887 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MR. JOHN R. FIELDER		For	For
	2 MR. JAMES F. MCNULTY		For	For
	3 MS. JANICE F. WILKINS		For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

PENTAIR LTD.

Security	H6169Q108	Meeting Type	Annual
Ticker Symbol	PNR	Meeting Date	20-May-2014

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

ISIN	CH0193880173	Agenda	933971853 - Management	
Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GLYNIS A. BRYAN	Management	For	For
1B.	ELECTION OF DIRECTOR: JERRY W. BURRIS	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROL ANTHONY (JOHN) DAVIDSON	Management	For	For
1D.	ELECTION OF DIRECTOR: T. MICHAEL GLENN	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID H.Y. HO	Management	For	For
1F.	ELECTION OF DIRECTOR: RANDALL J. HOGAN	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID A. JONES	Management	For	For
1H.	ELECTION OF DIRECTOR: RONALD L. MERRIMAN	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM T. MONAHAN	Management	For	For
1J.	ELECTION OF DIRECTOR: BILLIE I. WILLIAMSON	Management	For	For
2.	TO ELECT RANDALL J. HOGAN AS THE CHAIRMAN OF THE BOARD OF DIRECTORS	Management	For	For
3A.	TO ELECT THE MEMBER OF THE COMPENSATION COMMITTEE: DAVID A. JONES	Management	For	For
3B.	TO ELECT THE MEMBER OF THE COMPENSATION COMMITTEE: GLYNIS A. BRYAN	Management	For	For
3C.	TO ELECT THE MEMBER OF THE COMPENSATION COMMITTEE: T. MICHAEL GLENN	Management	For	For
3D.	TO ELECT THE MEMBER OF THE COMPENSATION COMMITTEE: WILLIAM T. MONAHAN	Management	For	For
4.	TO ELECT PROXY VOTING SERVICES GMBH AS THE INDEPENDENT PROXY	Management	For	For
5.	TO APPROVE THE 2013 ANNUAL REPORT OF PENTAIR LTD., THE STATUTORY FINANCIAL	Management	For	For

STATEMENTS OF PENTAIR LTD. FOR
THE
YEAR ENDED DECEMBER 31, 2013 AND
THE
CONSOLIDATED FINANCIAL
STATEMENTS
OF PENTAIR LTD. FOR THE YEAR
ENDED
DECEMBER 31, 2013
TO DISCHARGE THE BOARD OF
DIRECTORS

- | | | | |
|-----|--|------------|-----|
| 6. | PENTAIR
LTD. FROM LIABILITY FOR THE YEAR
ENDED
DECEMBER 31, 2013 | Management | For |
| 7A. | TO RE-ELECT DELOITTE AG AS
STATUTORY
AUDITORS UNTIL THE NEXT ANNUAL
GENERAL MEETING | Management | For |
| 7B. | TO RATIFY APPOINTMENT OF
DELOITTE &
TOUCHE LLP AS INDEPENDENT
REGISTERED PUBLIC ACCOUNTING
FIRM
FOR THE YEAR ENDING DECEMBER
31, 2014 | Management | For |
| 7C. | TO ELECT
PRICEWATERHOUSECOOPERS
AG AS SPECIAL AUDITORS UNTIL THE
NEXT
ANNUAL GENERAL MEETING | Management | For |
| 8A. | TO APPROVE THE APPROPRIATION OF
RESULTS FOR THE YEAR ENDED
DECEMBER 31, 2013 AS PROPOSED BY
THE
BOARD OF DIRECTORS | Management | For |
| 8B. | TO APPROVE THE CONVERSION AND
APPROPRIATION OF RESERVES FROM
CAPITAL CONTRIBUTIONS TO
DISTRIBUTE
AN ORDINARY CASH DIVIDEND AS
PROPOSED BY THE BOARD OF
DIRECTORS | Management | For |
| 9. | TO APPROVE BY ADVISORY VOTE
THE
COMPENSATION OF THE NAMED
EXECUTIVE
OFFICERS AS DISCLOSED IN THE
PROXY
STATEMENT | Management | For |

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

10.	TO APPROVE THE RENEWAL OF THE AUTHORIZED CAPITAL OF PENTAIR LTD.	Management	For	For
PENTAIR LTD.				
Security	H6169Q111	Meeting Type	Annual	
Ticker Symbol		Meeting Date	20-May-2014	
ISIN		Agenda	933971865 - Management	

Item	Proposal	Type	Vote	For/Against Management
1.	TO APPROVE THE MERGER AGREEMENT BY AND BETWEEN PENTAIR LTD. AND PENTAIR PLC.	Management	For	For
2.	TO APPROVE THE VOTING CAP ELIMINATION PROPOSAL AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
3.	TO APPROVE THE RESERVES PROPOSAL AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For

DIAMOND OFFSHORE DRILLING, INC.				
Security	25271C102	Meeting Type	Annual	
Ticker Symbol	DO	Meeting Date	20-May-2014	
ISIN	US25271C1027	Agenda	933974063 - Management	

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES S. TISCH	Management	For	For
1B.	ELECTION OF DIRECTOR: MARC EDWARDS	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN R. BOLTON	Management	For	For
1D.	ELECTION OF DIRECTOR: CHARLES L. FABRIKANT	Management	For	For
1E.	ELECTION OF DIRECTOR: PAUL G. GAFFNEY	Management	For	For
1F.	ELECTION OF DIRECTOR: EDWARD GREBOW	Management	For	For
1G.	ELECTION OF DIRECTOR: HERBERT C. HOFMANN	Management	For	For
1H.	ELECTION OF DIRECTOR: KENNETH I. SIEGEL	Management	For	For
1I.	ELECTION OF DIRECTOR: CLIFFORD M. SOBEL	Management	For	For

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

1J.	ELECTION OF DIRECTOR: ANDREW H. TISCH	Management	For	For
1K.	ELECTION OF DIRECTOR: RAYMOND S. TROUBH	Management	For	For
2	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR 2014.	Management	For	For
3	TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION.	Management	Abstain	Against
4	TO APPROVE THE COMPANY'S AMENDED AND RESTATED INCENTIVE COMPENSATION PLAN FOR EXECUTIVE OFFICERS.	Management	For	For
5	TO APPROVE THE COMPANY'S EQUITY INCENTIVE COMPENSATION PLAN.	Management	For	For
6	SHAREHOLDER PROPOSAL: BOARD DIVERSITY.	Shareholder	Against	For

RUSH ENTERPRISES, INC.

Security	781846308	Meeting Type	Annual
Ticker Symbol	RUSHB	Meeting Date	20-May-2014
ISIN	US7818463082	Agenda	933989800 - Management

Item	Proposal	Type	Vote	For/Against Management
1)	DIRECTOR	Management		
	1 W.M. "RUSTY" RUSH		For	For
	2 W. MARVIN RUSH		For	For
	3 HAROLD D. MARSHALL		For	For
	4 THOMAS A. AKIN		For	For
	5 GERALD R. SZCZEPANSKI		For	For
	6 JAMES C. UNDERWOOD		For	For
	7 RAYMOND J. CHESS		For	For
2)	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3)	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE RUSH ENTERPRISES, INC. 2007 LONG-TERM INCENTIVE PLAN.	Management	Against	Against
4)	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED	Management	For	For

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

PUBLIC ACCOUNTING FIRM FOR THE
2014
FISCAL YEAR.

ROYAL DUTCH SHELL PLC

Security	780259206	Meeting Type	Annual
Ticker Symbol	RDSA	Meeting Date	20-May-2014
ISIN	US7802592060	Agenda	933990699 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	RECEIPT OF ANNUAL REPORT & ACCOUNTS	Management	For	For
2.	APPROVAL OF DIRECTORS' REMUNERATION POLICY	Management	For	For
3.	APPROVAL OF DIRECTORS' REMUNERATION REPORT	Management	For	For
4.	APPOINTMENT OF EULEEN GOH AS A DIRECTOR OF THE COMPANY	Management	For	For
5.	APPOINTMENT OF PATRICIA A. WOERTZ AS A DIRECTOR OF THE COMPANY	Management	For	For
6.	RE-APPOINTMENT OF DIRECTOR: BEN VAN BEURDEN	Management	For	For
7.	RE-APPOINTMENT OF DIRECTOR: GUY ELLIOTT	Management	For	For
8.	RE-APPOINTMENT OF DIRECTOR: SIMON HENRY	Management	For	For
9.	RE-APPOINTMENT OF DIRECTOR: CHARLES O. HOLLIDAY	Management	For	For
10.	RE-APPOINTMENT OF DIRECTOR: GERARD KLEISTERLEE	Management	For	For
11.	RE-APPOINTMENT OF DIRECTOR: JORMA OLLILA	Management	For	For
12.	RE-APPOINTMENT OF DIRECTOR: SIR NIGEL SHEINWALD	Management	For	For
13.	RE-APPOINTMENT OF DIRECTOR: LINDA G. STUNTZ	Management	For	For
14.	RE-APPOINTMENT OF DIRECTOR: HANS WIJERS	Management	For	For
15.	RE-APPOINTMENT OF DIRECTOR: GERRIT	Management	For	For

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

	ZALM		
16.	RE-APPOINTMENT OF AUDITORS	Management	For
17.	REMUNERATION OF AUDITORS	Management	For
18.	AUTHORITY TO ALLOT SHARES	Management	For
19.	DISAPPLICACION OF PRE-EMPTION RIGHTS	Management	Against
20.	AUTHORITY TO PURCHASE OWN SHARES	Management	For
21.	APPROVAL OF LONG-TERM INCENTIVE PLAN	Management	Abstain
22.	APPROVAL OF DEFERRED BONUS PLAN	Management	For
23.	APPROVAL OF RESTRICTED SHARE PLAN	Management	Abstain
24.	AUTHORITY FOR CERTAIN DONATIONS AND EXPENDITURE	Management	For

PINNACLE WEST CAPITAL CORPORATION

Security	723484101	Meeting Type	Annual
Ticker Symbol	PNW	Meeting Date	21-May-2014
ISIN	US7234841010	Agenda	933944060 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DONALD E. BRANDT		For	For
	2 SUSAN CLARK-JOHNSON		For	For
	3 DENIS A. CORTESE, M.D.		For	For
	4 RICHARD P. FOX		For	For
	5 MICHAEL L. GALLAGHER		For	For
	6 R.A. HERBERGER, JR, PHD		For	For
	7 DALE E. KLEIN, PH.D.		For	For
	8 HUMBERTO S. LOPEZ		For	For
	9 KATHRYN L. MUNRO		For	For
	10 BRUCE J. NORDSTROM		For	For
	11 DAVID P. WAGENER		For	For
	VOTE ON AN ADVISORY RESOLUTION TO			
2.	APPROVE EXECUTIVE COMPENSATION AS DISCLOSED IN THE 2014 PROXY STATEMENT.	Management	Abstain	Against
3.	RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	For	For

MONDELEZ INTERNATIONAL, INC.

Security	609207105	Meeting Type	Annual
Ticker Symbol	MDLZ	Meeting Date	21-May-2014
ISIN	US6092071058	Agenda	933952360 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For	For
1B.	ELECTION OF DIRECTOR: LEWIS W.K. BOOTH	Management	For	For
1C.	ELECTION OF DIRECTOR: LOIS D. JULIBER	Management	For	For
1D.	ELECTION OF DIRECTOR: MARK D. KETCHUM	Management	For	For
1E.	ELECTION OF DIRECTOR: JORGE S. MESQUITA	Management	For	For
1F.	ELECTION OF DIRECTOR: NELSON PELTZ	Management	For	For
1G.	ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS	Management	For	For
1H.	ELECTION OF DIRECTOR: IRENE B. ROSENFELD	Management	For	For
1I.	ELECTION OF DIRECTOR: PATRICK T. SIEWERT	Management	For	For
1J.	ELECTION OF DIRECTOR: RUTH J. SIMMONS	Management	For	For
1K.	ELECTION OF DIRECTOR: RATAN N. TATA	Management	For	For
1L.	ELECTION OF DIRECTOR: JEAN-FRANCOIS M.L. VAN BOXMEER	Management	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
3.	APPROVE MONDELEZ INTERNATIONAL, INC. AMENDED AND RESTATED 2005 PERFORMANCE INCENTIVE PLAN	Management	For	For
4.	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2014	Management	For	For
5.	SHAREHOLDER PROPOSAL: REPORT ON PACKAGING	Shareholder	Against	For
	XCEL ENERGY INC.			
	Security	98389B100	Meeting Type	Annual
	Ticker Symbol	XEL	Meeting Date	21-May-2014
	ISIN	US98389B1008	Agenda	933960305 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

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

1A.	ELECTION OF DIRECTOR: GAIL KOZIARA BOUDREAUX	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Management	For	For
1C.	ELECTION OF DIRECTOR: BEN FOWKE	Management	For	For
1D.	ELECTION OF DIRECTOR: ALBERT F. MORENO	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD T. O'BRIEN	Management	For	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER J. POLICINSKI	Management	For	For
1G.	ELECTION OF DIRECTOR: A. PATRICIA SAMPSON	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES J. SHEPPARD	Management	For	For
1I.	ELECTION OF DIRECTOR: DAVID A. WESTERLUND	Management	For	For
1J.	ELECTION OF DIRECTOR: KIM WILLIAMS	Management	For	For
1K.	ELECTION OF DIRECTOR: TIMOTHY V. WOLF	Management	For	For
2.	COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014	Management	For	For
3.	COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL ON THE SEPARATION OF THE ROLE OF THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER	Shareholder	Against	For

ONEOK, INC.

Security	682680103	Meeting Type	Annual
Ticker Symbol	OKE	Meeting Date	21-May-2014
ISIN	US6826801036	Agenda	933966078 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES C. DAY	Management	For	For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: WILLIAM L. FORD			
1D.	ELECTION OF DIRECTOR: JOHN W. GIBSON	Management	For	For
1E.	ELECTION OF DIRECTOR: BERT H. MACKIE	Management	For	For
1F.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Management	For	For
1G.	ELECTION OF DIRECTOR: JIM W. MOGG	Management	For	For
1H.	ELECTION OF DIRECTOR: PATTY L. MOORE	Management	For	For
1I.	ELECTION OF DIRECTOR: GARY D. PARKER	Management	For	For
1J.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	Management	For	For
1K.	ELECTION OF DIRECTOR: TERRY K. SPENCER	Management	For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
3.	A SHAREHOLDER PROPOSAL REGARDING PUBLICATION OF A REPORT ON METHANE EMISSIONS.	Management	Abstain	Against
4.	PUBLICATION OF A REPORT ON METHANE EMISSIONS.	Shareholder	Against	For

THE HARTFORD FINANCIAL SVCS GROUP, INC.

Security	416515104	Meeting Type	Annual
Ticker Symbol	HIG	Meeting Date	21-May-2014
ISIN	US4165151048	Agenda	933968200 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ROBERT B. ALLARDICE, III	Management	For	For
1B.	ELECTION OF DIRECTOR: TREVOR FETTER	Management	For	For
1C.	ELECTION OF DIRECTOR: LIAM E. MCGEE	Management	For	For
1D.	ELECTION OF DIRECTOR: KATHRYN A. MIKELLS	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Management	For	For

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

1F.	ELECTION OF DIRECTOR: THOMAS A. RENYI	Management	For	For
1G.	ELECTION OF DIRECTOR: JULIE G. RICHARDSON	Management	For	For
1H.	ELECTION OF DIRECTOR: VIRGINIA P. RUESTERHOLZ	Management	For	For
1I.	ELECTION OF DIRECTOR: CHARLES B. STRAUSS	Management	For	For
1J.	ELECTION OF DIRECTOR: H. PATRICK SWYGERT	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. MANAGEMENT PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE	Management	For	For
3.	COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPANY'S PROXY STATEMENT. MANAGEMENT PROPOSAL TO APPROVE	Management	Abstain	Against
4.	THE COMPANY'S 2014 INCENTIVE STOCK PLAN. MANAGEMENT PROPOSAL TO APPROVE	Management	For	For
5.	THE MATERIAL TERMS OF THE ANNUAL EXECUTIVE BONUS PROGRAM.	Management	For	For

HALLIBURTON COMPANY

Security	406216101	Meeting Type	Annual
Ticker Symbol	HAL	Meeting Date	21-May-2014
ISIN	US4062161017	Agenda	933970786 - Management

Item	Proposal	Type	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: A.M. BENNETT	Management	For	For
1B	ELECTION OF DIRECTOR: J.R. BOYD	Management	For	For
1C	ELECTION OF DIRECTOR: M. CARROLL	Management	For	For
1D	ELECTION OF DIRECTOR: N.K. DICCIANI	Management	For	For

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

1E	ELECTION OF DIRECTOR: M.S. GERBER	Management	For	For
1F	ELECTION OF DIRECTOR: J.C. GRUBISICH	Management	For	For
1G	ELECTION OF DIRECTOR: A.S. JUM'AH	Management	For	For
1H	ELECTION OF DIRECTOR: D.J. LESAR	Management	For	For
1I	ELECTION OF DIRECTOR: R.A. MALONE	Management	For	For
1J	ELECTION OF DIRECTOR: J.L. MARTIN	Management	For	For
1K	ELECTION OF DIRECTOR: D.L. REED	Management	For	For
2	PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.	Management	For	For
3	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
4	PROPOSAL ON HUMAN RIGHTS POLICY.	Shareholder	Against	For

MACQUARIE INFRASTRUCTURE CO. LLC

Security	55608B105	Meeting Type	Annual
Ticker Symbol	MIC	Meeting Date	21-May-2014
ISIN	US55608B1052	Agenda	933970940 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 NORMAN H. BROWN, JR.		For	For
	2 GEORGE W. CARMANY, III		For	For
	3 H.E. (JACK) LENTZ		For	For
	4 OUMA SANANIKONE		For	For
	5 WILLIAM H. WEBB		For	For
2.	THE RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
3.	THE APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	THE APPROVAL OF THE 2014 INDEPENDENT DIRECTORS EQUITY PLAN.	Management	For	For

CME GROUP INC.

Security	12572Q105	Meeting Type	Annual
Ticker Symbol	CME	Meeting Date	21-May-2014
ISIN	US12572Q1058	Agenda	933975673 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: TERRENCE A. DUFFY		
1B.	ELECTION OF DIRECTOR: PHUPINDER S. GILL	Management	For
1C.	ELECTION OF DIRECTOR: TIMOTHY S. BITSBERGER	Management	For
1D.	ELECTION OF DIRECTOR: CHARLES P. CAREY	Management	For
1E.	ELECTION OF DIRECTOR: DENNIS H. CHOOKASZIAN	Management	For
1F.	ELECTION OF DIRECTOR: MARTIN J. GEPSMAN	Management	For
1G.	ELECTION OF DIRECTOR: LARRY G. GERDES	Management	For
1H.	ELECTION OF DIRECTOR: DANIEL R. GLICKMAN	Management	For
1I.	ELECTION OF DIRECTOR: J. DENNIS HASTERT	Management	For
1J.	ELECTION OF DIRECTOR: LEO MELAMED	Management	For
1K.	ELECTION OF DIRECTOR: WILLIAM P. MILLER	Management	For
1L.	ELECTION OF DIRECTOR: JAMES E. OLIFF	Management	For
1M.	ELECTION OF DIRECTOR: EDEMIR PINTO	Management	For
1N.	ELECTION OF DIRECTOR: ALEX J. POLLOCK	Management	For
1O.	ELECTION OF DIRECTOR: JOHN F. SANDNER	Management	For
1P.	ELECTION OF DIRECTOR: TERRY L. SAVAGE	Management	For
1Q.	ELECTION OF DIRECTOR: WILLIAM R. SHEPARD	Management	For
1R.	ELECTION OF DIRECTOR: DENNIS A. SUSKIND	Management	For
	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.		
2.		Management	For
3.	ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain
4.		Management	For

APPROVAL OF AN AMENDMENT TO
THE CME
GROUP INC. DIRECTOR STOCK PLAN.
APPROVAL OF AN AMENDMENT TO
THE CME

5. GROUP INC. INCENTIVE PLAN FOR OUR NAMED EXECUTIVE OFFICERS. Management For For

APPROVAL OF AN AMENDMENT TO
THE CME

6. GROUP INC. CERTIFICATE OF INCORPORATION TO MODIFY THE DIRECTOR ELECTION RIGHTS OF CERTAIN CLASS B SHAREHOLDERS RESULTING IN A REDUCTION IN THE NUMBER OF "CLASS B DIRECTORS" FROM SIX TO THREE. Management For For

BLUCORA INC

Security	095229100	Meeting Type	Annual
Ticker Symbol	BCOR	Meeting Date	21-May-2014
ISIN	US0952291005	Agenda	933994255 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

1.	DIRECTOR 1 ELIZABETH HUEBNER 2 ANDREW SNYDER	Management	For For	For For
----	--	------------	------------	------------

PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE

2.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2014.	Management	For	For
----	---	------------	-----	-----

PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT.

SEVEN & I HOLDINGS CO.,LTD.

Security	J7165H108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	22-May-2014
ISIN	JP3422950000	Agenda	705232560 - Management

Item	Proposal	Type	Vote	For/Against Management
------	----------	------	------	------------------------

	Please reference meeting materials.	Non-Voting		
--	-------------------------------------	------------	--	--

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

1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For
2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
2.12	Appoint a Director	Management	For	For
2.13	Appoint a Director	Management	For	For
2.14	Appoint a Director	Management	For	For
3.1	Appoint a Corporate Auditor	Management	For	For
3.2	Appoint a Corporate Auditor	Management	For	For
3.3	Appoint a Corporate Auditor	Management	For	For
3.4	Appoint a Corporate Auditor	Management	For	For
3.5	Appoint a Corporate Auditor	Management	For	For

4	Approve Delegation of Authority to the Board of Directors to Determine Details of Share Acquisition Rights Issued as Stock-Linked Compensation Type Stock Options for Executive Officers of the Company, as well as Directors and Executive Officers of the Company's subsidiaries	Management	For	For
---	--	------------	-----	-----

ENEL S.P.A., ROMA
 Security T3679P115 Meeting Type MIX
 Ticker Symbol Meeting Date 22-May-2014
 ISIN IT0003128367 Agenda 705238031 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 316476 DUE TO RECEIPT OF S-LATES FOR DIRECTOR NAMES. 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	Non-Voting		

BY

CLICKING ON THE U-RL LINK:

<https://materials.proxyvote.com/Approved/99999>

Z/19840101/NPS_203825.P-DF

FINANCIAL STATEMENTS AT

31/12/2013.

BOARD OF DIRECTORS, BOARD OF

AUDITORS AND INDEPENDENT

AUDITORS

O.1 REPORTS. ANY ADJOURNMENT THEREOF. Management ~~For~~ For

CONSOLIDATED FINANCIAL

STATEMENTS AT

31/12/2013

O.2 DESTINATION OF PROFIT Management ~~For~~ For

PROPOSAL OF INSERTION INTO THE

STATUTE OF A CLAUSE CONCERNING

HONOURABILITY REQUIREMENTS,

INELIGIBILITY CAUSES AND

E.1 EXPIRATION OF TERM OF THE BOARD OF DIRECTORS Management ~~For~~ For

MEMBERS. INSERTION OF ART. 14-BIS

AND

AMENDMENT OF ART. 14.3 OF THE

STATUTE

E.2 AMENDMENT OF ART. 13.2 OF THE Management ~~For~~ For

STATUTE

O.3 DETERMINATION OF THE BOARD OF Management ~~For~~ For

DIRECTORS MEMBERS NUMBER

O.4 DETERMINATION OF THE BOARD OF Management ~~For~~ For

DIRECTORS DURATION

PLEASE NOTE THAT ALTHOUGH

THERE ARE

2 SLATES TO BE ELECTED AS BOARD

OF

DIRECTO-RS, THERE IS ONLY 1 SLATE

AVAILABLE TO BE FILLED AT THE

MEETING.

CMMT THE STANDING-INSTRUCTIONS FOR Non-Voting

THIS

MEETING WILL BE DISABLED AND, IF

YOU

CHOOSE, YOU ARE REQ-UIRED TO

VOTE

FOR ONLY 1 SLATE OF THE 2 SLATES.

THANK YOU.

O.5.1 PLEASE NOTE THAT THIS IS A Shareholder ~~No~~ Action

SHAREHOLDERS' PROPOSAL:

APPOINTMENT OF THE BOARD OF

DIRECTORS MEMBERS: LIST

PRESENTED BY

THE ITALIAN MINISTRY OF ECONOMY
AND
FINANCE, REPRESENTING 31.2PCT OF
COMPANY STOCK CAPITAL: 1. MARIA
PATRIZIA GRIECO 2. FRANCESCO
STARACE
3. SALVATORE MANCUSO 4. PAOLA
GIRDINIO 5. ALBERTO BIANCHI 6.
ALBERTO
PERA

PLEASE NOTE THAT THIS IS A
SHAREHOLDERS' PROPOSAL:
APPOINTMENT OF THE BOARD OF
DIRECTORS MEMBERS: LIST
PRESENTED BY
ACOMEA SGR SPA, ALETTI GESTIELLE
SGR
SPA, ANIMA SGR SPA, APG ASSET
MANAGEMENT NV, ARCA SGR SPA,
ERSEL
ASSET MANAGEMENT SGR SPA,
EURIZON
CAPITAL SA, EURIZON CAPITAL SGR
SPA,
FIL INVESTMENTS INTERNATIONAL,
FIDEURAM INVESTIMENTI SGR SPA,
FIDEURAM ASSET MANAGEMENT
(IRELAND)

O.5.2	LIMITED, INTERFUND SICAV, GENERALI INVESTMENTS EUROPE SGR SPA, GENERALI INVESTMENTS SICAV, MEDIOLANUM INTERNATIONAL FUNDS LIMITED, MEDIOLANUM GESTIONE FONDI SGR SPA, PIONEER ASSET MANAGEMENT SA, PIONEER INVESTMENT MANAGEMENT SGR SPA AND UBI PRAMERICA SGR SPA, REPRESENTING 1.255PCT OF COMPANY STOCK CAPITAL: 1. ANGELO TARABORRELLI 2. ANNA CHIARA SVELTO 3. ALESSANDRO BANCHI	Shareholder	For	Against
O.6	APPOINTMENT OF THE BOARD OF DIRECTORS CHAIRMAN	Management	For	For
O.7	DETERMINATION OF THE BOARD OF DIRECTORS MEMBERS EMOLUMENTS	Management	For	For

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

O.8	LIMITS TO THE REMUNERATION OF DIRECTORS REPORT CONCERNING	Management	For	For
O.9	REMUNERATION POLICIES	Management	For	For

VECTREN CORPORATION

Security	92240G101	Meeting Type	Annual
Ticker Symbol	VVC	Meeting Date	22-May-2014
ISIN	US92240G1013	Agenda	933943068 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CARL L. CHAPMAN		For	For
	2 J.H. DEGRAFFENREIDT, JR		For	For
	3 NIEL C. ELLERBROOK		For	For
	4 JOHN D. ENGELBRECHT		For	For
	5 ANTON H. GEORGE		For	For
	6 MARTIN C. JISCHKE		For	For
	7 ROBERT G. JONES		For	For
	8 J. TIMOTHY MCGINLEY		For	For
	9 R. DANIEL SADLIER		For	For
	10 MICHAEL L. SMITH		For	For
	11 JEAN L. WOJTOWICZ		For	For

2.	APPROVE A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	RATIFY THE REAPPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR VECTREN FOR 2014.	Management	For	For

NEXTERA ENERGY, INC.

Security	65339F101	Meeting Type	Annual
Ticker Symbol	NEE	Meeting Date	22-May-2014
ISIN	US65339F1012	Agenda	933956611 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHERRY S. BARRAT	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT M. BEALL, II	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES L. CAMAREN	Management	For	For
1D.	ELECTION OF DIRECTOR: KENNETH B. DUNN	Management	For	For

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

1E.	ELECTION OF DIRECTOR: KIRK S. HACHIGIAN	Management	For	For
1F.	ELECTION OF DIRECTOR: TONI JENNINGS	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES L. ROBO	Management	For	For
1H.	ELECTION OF DIRECTOR: RUDY E. SCHUPP	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN L. SKOLDS	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Management	For	For
1K.	ELECTION OF DIRECTOR: HANSEL E. TOOKES, II	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. APPROVAL, BY NON-BINDING ADVISORY VOTE, OF NEXTERA ENERGY'S COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT. SHAREHOLDER PROPOSAL - ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS IN ARTICLES OF INCORPORATION AND BYLAWS.	Management	For	For
3.	SHAREHOLDER PROPOSAL - ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS IN ARTICLES OF INCORPORATION AND BYLAWS.	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL - ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS IN ARTICLES OF INCORPORATION AND BYLAWS.	Shareholder	Against	For

INTEL CORPORATION

Security	458140100	Meeting Type	Annual
Ticker Symbol	INTC	Meeting Date	22-May-2014
ISIN	US4581401001	Agenda	933962854 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Management	For	For
1B.	ELECTION OF DIRECTOR: ANDY D. BRYANT	Management	For	For
1C.	ELECTION OF DIRECTOR: SUSAN L. DECKER	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN J. DONAHOE	Management	For	For
1E.	ELECTION OF DIRECTOR: REED E. HUNDT	Management	For	For

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

1F.	ELECTION OF DIRECTOR: BRIAN M. KRZANICH	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES D. PLUMMER	Management	For	For
1H.	ELECTION OF DIRECTOR: DAVID S. POTTRUCK	Management	For	For
1I.	ELECTION OF DIRECTOR: FRANK D. YEARY	Management	For	For
1J.	ELECTION OF DIRECTOR: DAVID B. YOFFIE	Management	For	For
2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against

SEALED AIR CORPORATION

Security	81211K100	Meeting Type	Annual
Ticker Symbol	SEE	Meeting Date	22-May-2014
ISIN	US81211K1007	Agenda	933965886 - Management

Item	Proposal	Type	Vote	For/Against Management
1	ELECTION OF HANK BROWN AS A DIRECTOR.	Management	For	For
2	ELECTION OF MICHAEL CHU AS A DIRECTOR.	Management	For	For
3	ELECTION OF LAWRENCE R. CODEY AS A DIRECTOR.	Management	For	For
4	ELECTION OF PATRICK DUFF AS A DIRECTOR.	Management	For	For
5	ELECTION OF JACQUELINE B. KOSECOFF AS A DIRECTOR.	Management	For	For
6	ELECTION OF KENNETH P. MANNING AS A DIRECTOR.	Management	For	For
7	ELECTION OF WILLIAM J. MARINO AS A DIRECTOR.	Management	For	For
8	ELECTION OF JEROME A. PERIBERE AS A DIRECTOR.	Management	For	For
9	ELECTION OF RICHARD L. WAMBOLD AS A DIRECTOR.	Management	For	For
10		Management	For	For

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

ELECTION OF JERRY R. WHITAKER AS
A
DIRECTOR.

11	APPROVAL OF THE 2014 OMNIBUS INCENTIVE PLAN.	Management	For	For
12	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION. RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	Abstain	Against
13	APPROVAL OF THE 2014 OMNIBUS INCENTIVE PLAN.	Management	For	For

THE HOME DEPOT, INC.

Security	437076102	Meeting Type	Annual
Ticker Symbol	HD	Meeting Date	22-May-2014
ISIN	US4370761029	Agenda	933970382 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: F. DUANE ACKERMAN	Management	For	For
1B.	ELECTION OF DIRECTOR: FRANCIS S. BLAKE	Management	For	For
1C.	ELECTION OF DIRECTOR: ARI BOUSBIB	Management	For	For
1D.	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Management	For	For
1E.	ELECTION OF DIRECTOR: J. FRANK BROWN	Management	For	For
1F.	ELECTION OF DIRECTOR: ALBERT P. CAREY	Management	For	For
1G.	ELECTION OF DIRECTOR: ARMANDO CODINA	Management	For	For
1H.	ELECTION OF DIRECTOR: HELENA B. FOULKES	Management	For	For
1I.	ELECTION OF DIRECTOR: WAYNE M. HEWETT	Management	For	For
1J.	ELECTION OF DIRECTOR: KAREN L. KATEN	Management	For	For
1K.	ELECTION OF DIRECTOR: MARK VADON	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL REGARDING	Shareholder	Against	For

SPECIAL SHAREHOLDER MEETINGS
SHAREHOLDER PROPOSAL

5. REGARDING EMPLOYMENT DIVERSITY REPORT
Shareholder Against For

CABLEVISION SYSTEMS CORPORATION

Security 12686C109 Meeting Type Annual
Ticker Symbol CVC Meeting Date 22-May-2014
ISIN US12686C1099 Agenda 933976334 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOSEPH J. LHOTA		For	For
	2 THOMAS V. REIFENHEISER		For	For
	3 JOHN R. RYAN		For	For
	4 VINCENT TESE		For	For
	5 LEONARD TOW		For	For

RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.

2.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
----	--	------------	-----	-----

APPROVAL OF CABLEVISION SYSTEMS CORPORATION AMENDED AND RESTATED 2006 EMPLOYEE STOCK PLAN.

3.	CORPORATION AMENDED AND RESTATED 2006 EMPLOYEE STOCK PLAN.	Management	For	For
----	--	------------	-----	-----

NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.

4.	NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
----	--	------------	---------	---------

STOCKHOLDER PROPOSAL FOR A POLITICAL CONTRIBUTIONS REPORT.

5.	STOCKHOLDER PROPOSAL FOR A POLITICAL CONTRIBUTIONS REPORT.	Shareholder	Against	For
----	--	-------------	---------	-----

STOCKHOLDER PROPOSAL TO ADOPT A RECAPITALIZATION PLAN.

6.	STOCKHOLDER PROPOSAL TO ADOPT A RECAPITALIZATION PLAN.	Shareholder	For	Against
----	--	-------------	-----	---------

TELEPHONE AND DATA SYSTEMS, INC.

Security 879433829 Meeting Type Contested-Annual
Ticker Symbol TDS Meeting Date 22-May-2014
ISIN US8794338298 Agenda 933995221 - Opposition

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 PHILIP T. BLAZEK		For	For
	2 WALTER M. SCHENKER		For	For
02	COMPANY'S PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED	Management	For	For

PUBLIC ACCOUNTANTS FOR THE
FISCAL
YEAR ENDING DECEMBER 31, 2014.
COMPANY'S PROPOSAL TO APPROVE
AN
AMENDMENT TO THE COMPANY'S
2011

03 LONG-TERM INCENTIVE PLAN AND TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER SUCH PLAN.

Management Against For

04 COMPANY'S PROPOSAL TO APPROVE EXECUTIVE COMPENSATION ON AN ADVISORY BASIS.

Management Abstain For

PETROCHINA COMPANY LIMITED

Security	71646E100	Meeting Type	Annual
Ticker Symbol	PTR	Meeting Date	22-May-2014
ISIN	US71646E1001	Agenda	934004134 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO CONSIDER AND APPROVE THE REPORT OF THE BOARD OF DIRECTORS OF THE COMPANY FOR THE YEAR 2013.	Management	For	For
2.	TO CONSIDER AND APPROVE THE REPORT OF THE SUPERVISORY COMMITTEE OF THE COMPANY FOR THE YEAR 2013.	Management	For	For
3.	TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR 2013.	Management	For	For
4.	TO CONSIDER AND APPROVE THE DECLARATION AND PAYMENT OF THE FINAL DIVIDENDS FOR THE YEAR ENDED 31 DECEMBER 2013 IN THE AMOUNT AND IN THE MANNER RECOMMENDED BY THE BOARD OF DIRECTORS.	Management	For	For
5.	TO CONSIDER AND APPROVE THE AUTHORISATION OF THE BOARD OF DIRECTORS TO DETERMINE THE DISTRIBUTION OF INTERIM DIVIDENDS FOR	Management	For	For

	THE YEAR 2014.		
	TO CONSIDER AND APPROVE THE APPOINTMENT OF KPMG HUAZHEN AND KPMG AS THE DOMESTIC AND INTERNATIONAL AUDITORS OF THE COMPANY, RESPECTIVELY, FOR THE YEAR 2014 AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.		
6.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. ZHOU JIPING AS THE DIRECTOR OF THE COMPANY.		
7A.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. LIAO YONGYUAN AS THE DIRECTOR OF THE COMPANY.		
7B.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. WANG DONGJIN AS THE DIRECTOR OF THE COMPANY.		
7C.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. YU BAOCAL AS THE DIRECTOR OF THE COMPANY.		
7D.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. SHEN DIANCHENG AS THE DIRECTOR OF THE COMPANY.		
7E.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. LIU YUEZHEN AS THE DIRECTOR OF THE COMPANY.		
7F.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. LIU HONGBIN AS THE DIRECTOR OF THE COMPANY.		
7G.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. CHEN ZHIWU AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY.		
7H.	Management	For	For
	TO CONSIDER AND APPROVE THE ELECTION OF MR. RICHARD H. MATZKE AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY.		
7I.	Management	For	For
8A.	Management	For	For

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

	TO CONSIDER AND APPROVE THE ELECTION OF MR. WANG LIXIN AS SUPERVISOR OF THE COMPANY.		
8B.	TO CONSIDER AND APPROVE THE ELECTION OF MR. GUO JINPING AS SUPERVISOR OF THE COMPANY.	Management	For
8C.	TO CONSIDER AND APPROVE THE ELECTION OF MR. LI QINGYI AS SUPERVISOR OF THE COMPANY.	Management	For
8D.	TO CONSIDER AND APPROVE THE ELECTION OF MR. JIA YIMIN AS SUPERVISOR OF THE COMPANY.	Management	For
8E.	TO CONSIDER AND APPROVE THE ELECTION OF MR. ZHANG FENGSHAN AS SUPERVISOR OF THE COMPANY.	Management	For
S9.	TO CONSIDER AND APPROVE, BY WAY OF SPECIAL RESOLUTION, TO GRANT A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO SEPARATELY OR CONCURRENTLY ISSUE 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
O10	TO CONSIDER AND APPROVE THE ELECTION OF MR. LIN BOQIANG AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY.	Management	For

BUNGE LIMITED

Security	G16962105	Meeting Type	Annual
Ticker Symbol	BG	Meeting Date	23-May-2014
ISIN	BMG169621056	Agenda	933970293 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERNEST G. BACHRACH	Management	For	For
1B.	ELECTION OF DIRECTOR: ENRIQUE H. BOILINI	Management	For	For
1C.		Management	For	For

ELECTION OF DIRECTOR: CAROL M. BROWNER
TO APPOINT DELOITTE & TOUCHE LLP AS
BUNGE LIMITED'S INDEPENDENT AUDITORS
FOR THE FISCAL YEAR ENDING DECEMBER

2. 31, 2014 AND TO AUTHORIZE THE AUDIT
COMMITTEE OF THE BOARD OF DIRECTORS

Management For For

TO DETERMINE THE INDEPENDENT AUDITORS' FEES.
ADVISORY VOTE TO APPROVE

3. EXECUTIVE COMPENSATION.
TO RE-APPROVE THE PERFORMANCE GOALS FOR THE BUNGE LIMITED 2009 EQUITY INCENTIVE PLAN.

Management Abstain Against

4. TO RE-APPROVE THE PERFORMANCE GOALS FOR THE BUNGE LIMITED 2009 EQUITY INCENTIVE PLAN.

Management For For

HSBC HOLDINGS PLC

Security 404280406

Ticker Symbol HSBC

ISIN US4042804066

Meeting Type

Meeting Date

Agenda

Annual

23-May-2014

933984076 - Management

Item	Proposal	Type	Vote	For/Against Management
1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS 2013	Management	For	For
2	TO APPROVE THE DIRECTORS' REMUNERATION POLICY	Management	For	For
3	TO APPROVE THE DIRECTORS' REMUNERATION REPORT	Management	For	For
4	TO APPROVE THE VARIABLE PAY CAP (SEE SECTION 4 OF THE EXPLANATORY NOTES IN THE NOTICE OF AGM FOR VOTING THRESHOLD APPLICABLE TO THIS RESOLUTION)	Management	For	For
5A	TO ELECT KATHLEEN CASEY AS A DIRECTOR	Management	For	For
5B	TO ELECT SIR JONATHAN EVANS AS A DIRECTOR	Management	For	For
5C	TO ELECT MARC MOSES AS A DIRECTOR	Management	For	For
5D	TO ELECT JONATHAN SYMONDS AS A DIRECTOR	Management	For	For
5E	TO RE-ELECT SAFRA CATZ AS A DIRECTOR	Management	For	For

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

5F	TO RE-ELECT LAURA CHA AS A DIRECTOR	Management	For	For
5G	TO RE-ELECT MARVIN CHEUNG AS A DIRECTOR	Management	For	For
5H	TO RE-ELECT JOACHIM FABER AS A DIRECTOR	Management	For	For
5I	TO RE-ELECT RONA FAIRHEAD AS A DIRECTOR	Management	For	For
5J	TO RE-ELECT RENATO FASSBIND AS A DIRECTOR	Management	For	For
5K	TO RE-ELECT DOUGLAS FLINT AS A DIRECTOR	Management	For	For
5L	TO RE-ELECT STUART GULLIVER AS A DIRECTOR	Management	For	For
5M	TO RE-ELECT SAM LAIDLAW AS A DIRECTOR	Management	For	For
5N	TO RE-ELECT JOHN LIPSKY AS A DIRECTOR	Management	For	For
5O	TO RE-ELECT RACHEL LOMAX AS A DIRECTOR	Management	For	For
5P	TO RE-ELECT IAIN MACKAY AS A DIRECTOR	Management	For	For
5Q	TO RE-ELECT SIR SIMON ROBERTSON AS A DIRECTOR	Management	For	For
6	TO REAPPOINT KPMG AUDIT PLC AS AUDITOR OF THE COMPANY TO HOLD OFFICE UNTIL COMPLETION OF THE AUDIT OF THE CONSOLIDATED ACCOUNTS FOR THE YEAR ENDING 31 DECEMBER 2014	Management	For	For
7	TO AUTHORISE THE GROUP AUDIT COMMITTEE TO DETERMINE THE AUDITOR'S REMUNERATION	Management	For	For
8	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	Management	For	For
S9	TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)	Management	Against	Against
10	TO AUTHORISE THE DIRECTORS TO ALLOT ANY REPURCHASED SHARES	Management	For	For
11	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Management	For	For
12	TO AUTHORISE THE DIRECTORS TO ALLOT EQUITY SECURITIES IN RELATION TO CONTINGENT CONVERTIBLE	Management	For	For

	SECURITIES TO DISAPPLY PRE-EMPTION RIGHTS IN RELATION TO THE ISSUE OF CONTINGENT CONVERTIBLE SECURITIES (SPECIAL RESOLUTION) TO APPROVE GENERAL MEETINGS (OTHER THAN ANNUAL GENERAL MEETINGS) BEING CALLED ON 14 CLEAR DAYS' NOTICE (SPECIAL RESOLUTION)	Management	Against	Against
S13				
S14		Management	For	For

MERCK & CO., INC.

Security	58933Y105	Meeting Type	Annual
Ticker Symbol	MRK	Meeting Date	27-May-2014
ISIN	US58933Y1055	Agenda	933975180 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LESLIE A. BRUN	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS R. CECH	Management	For	For
1C.	ELECTION OF DIRECTOR: KENNETH C. FRAZIER	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS H. GLOCER	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM B. HARRISON JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: C. ROBERT KIDDER	Management	For	For
1G.	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For	For
1H.	ELECTION OF DIRECTOR: CARLOS E. REPRESAS	Management	For	For
1I.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For	For
1J.	ELECTION OF DIRECTOR: CRAIG B. THOMPSON	Management	For	For
1K.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For	For
1L.	ELECTION OF DIRECTOR: PETER C. WENDELL	Management	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT	Management	For	For

REGISTERED PUBLIC ACCOUNTING
FIRM
FOR 2014.

- | | | | | |
|----|---|-------------|---------|-----|
| 4. | SHAREHOLDER PROPOSAL
CONCERNING
SHAREHOLDERS' RIGHT TO ACT BY
WRITTEN CONSENT. | Shareholder | Against | For |
| 5. | SHAREHOLDER PROPOSAL
CONCERNING
SPECIAL SHAREOWNER MEETINGS. | Shareholder | Against | For |

THE TRAVELERS COMPANIES, INC.

Security	89417E109	Meeting Type	Annual
Ticker Symbol	TRV	Meeting Date	27-May-2014
ISIN	US89417E1091	Agenda	933978299 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ALAN L. BELLER	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN H. DASBURG	Management	For	For
1C.	ELECTION OF DIRECTOR: JANET M. DOLAN	Management	For	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Management	For	For
1E.	ELECTION OF DIRECTOR: JAY S. FISHMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: PATRICIA L. HIGGINS	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS R. HODGSON	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM J. KANE	Management	For	For
1I.	ELECTION OF DIRECTOR: CLEVE L. KILLINGSWORTH JR.	Management	For	For
1J.	ELECTION OF DIRECTOR: PHILIP T. RUEGGER III	Management	For	For
1K.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	Management	For	For
1L.	ELECTION OF DIRECTOR: LAURIE J. THOMSEN	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS TRAVELERS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For	For
3.	NON-BINDING VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against

4. APPROVE THE TRAVELERS COMPANIES, INC. 2014 STOCK INCENTIVE PLAN. SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS AND EXPENDITURES, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS
5. EXPENDITURES, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS

ORANGE

Security	684060106	Meeting Type	Annual
Ticker Symbol	ORAN	Meeting Date	27-May-2014
ISIN	US6840601065	Agenda	934009348 - Management

Item	Proposal	Type	Vote	For/Against Management
O1	APPROVAL OF THE NON-CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2013	Management	For	For
O2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2013	Management	For	For
O3	ALLOCATION OF THE INCOME FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2013, AS STATED IN THE ANNUAL FINANCIAL STATEMENTS	Management	For	For
O4	AGREEMENT REFERRED TO IN ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE - COMPENSATION OF MR. BERNARD DUFAU	Management	For	For
O5	RENEWAL OF THE TERM OF OFFICE OF MR. STEPHANE RICHARD	Management	For	For
O6	ELECTION OF MR. PATRICE BRUNET AS DIRECTOR REPRESENTING THE EMPLOYEE SHAREHOLDERS	Management	For	For
O7	ELECTION OF MR. JEAN-LUC BURGAIN AS	Management	For	For

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

	DIRECTOR REPRESENTING THE EMPLOYEE SHAREHOLDERS ATTENDANCE FEES PAID TO THE BOARD OF DIRECTORS	Management	For	For
O8	ADVISORY OPINION ON THE COMPENSATION ITEMS DUE OR ALLOCATED FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2013 TO STEPHANE RICHARD, CHAIRMAN AND CHIEF EXECUTIVE OFFICER	Management	For	For
O9	ADVISORY OPINION ON THE COMPENSATION ITEMS DUE OR ALLOCATED FOR THE FINANCIAL YEAR ENDED DECEMBER 31, 2013 TO GERVAIS PELLISSIER, CHIEF EXECUTIVE OFFICER	Management	For	For
O10	DELEGATE AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO PURCHASE OR TRANSFER SHARES OF THE COMPANY AMENDMENT TO POINT 1 OF ARTICLE 15 OF THE BYLAWS, BOARD MEETINGS AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL THROUGH THE CANCELLATION OF SHARES	Management	For	For
O11	POWERS FOR FORMALITIES TELEKOM AUSTRIA AG, WIEN	Management	For	For
E12		Management	For	For
E13		Management	For	For
E14		Management	For	For

Security	A8502A102	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	28-May-2014
ISIN	AT0000720008	Agenda	705235275 - Management

Item	Proposal	Type	Vote	For/Against Management
1	PRESENTATION OF ANNUAL REPORTS	Non-Voting		
2	ALLOCATION OF NET PROFITS	Management	No Action	
3	DISCHARGE OF BOD	Management	No Action	
4	DISCHARGE OF SUPERVISORY BOARD	Management	No Action	
5	REMUNERATION FOR SUPERVISORY BOARD	Management	No Action	

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

6	ELECTION OF EXTERNAL AUDITOR	Management	No Action
7	REPORT OF BOD ON OWN SHS	Non-Voting	
8	AMENDMENT OF ARTICLES: PAR 11 (1,6)	Management	No Action
	06 MAY 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN RECORD DATE-TO 16 MAY 14. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN-UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

EXXON MOBIL CORPORATION

Security	30231G102	Meeting Type	Annual
Ticker Symbol	XOM	Meeting Date	28-May-2014
ISIN	US30231G1022	Agenda	933975154 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 M.J. BOSKIN		For	For
	2 P. BRABECK-LETMATHE		For	For
	3 U.M. BURNS		For	For
	4 L.R. FAULKNER		For	For
	5 J.S. FISHMAN		For	For
	6 H.H. FORE		For	For
	7 K.C. FRAZIER		For	For
	8 W.W. GEORGE		For	For
	9 S.J. PALMISANO		For	For
	10 S.S REINEMUND		For	For
	11 R.W. TILLERSON		For	For
	12 W.C. WELDON		For	For
2.	RATIFICATION OF INDEPENDENT AUDITORS	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain	Against
4.	MAJORITY VOTE FOR DIRECTORS	Shareholder	Against	For
5.	LIMIT DIRECTORSHIPS	Shareholder	Against	For
6.	AMENDMENT OF EEO POLICY	Shareholder	Against	For
7.	REPORT ON LOBBYING	Shareholder	Against	For
8.	GREENHOUSE GAS EMISSIONS GOALS	Shareholder	Against	For

CHEVRON CORPORATION

Security	166764100	Meeting Type	Annual
Ticker Symbol	CVX	Meeting Date	28-May-2014
ISIN	US1667641005	Agenda	933978011 - Management

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

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: L.F. DEILY	Management	For	For
1B.	ELECTION OF DIRECTOR: R.E. DENHAM	Management	For	For
1C.	ELECTION OF DIRECTOR: A.P. GAST	Management	For	For
1D.	ELECTION OF DIRECTOR: E. HERNANDEZ, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: J.M. HUNTSMAN, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: G.L. KIRKLAND	Management	For	For
1G.	ELECTION OF DIRECTOR: C.W. MOORMAN	Management	For	For
1H.	ELECTION OF DIRECTOR: K.W. SHARER	Management	For	For
1I.	ELECTION OF DIRECTOR: J.G. STUMPF	Management	For	For
1J.	ELECTION OF DIRECTOR: R.D. SUGAR	Management	For	For
1K.	ELECTION OF DIRECTOR: C. WARE	Management	For	For
1L.	ELECTION OF DIRECTOR: J.S. WATSON	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain	Against
4.	CHARITABLE CONTRIBUTIONS DISCLOSURE	Shareholder	Against	For
5.	LOBBYING DISCLOSURE	Shareholder	Against	For
6.	SHALE ENERGY OPERATIONS	Shareholder	Against	For
7.	INDEPENDENT CHAIRMAN	Shareholder	Against	For
8.	SPECIAL MEETINGS	Shareholder	Against	For
9.	INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shareholder	Against	For
10.	COUNTRY SELECTION GUIDELINES	Shareholder	Against	For
HENRY SCHEIN, INC.				
Security	806407102	Meeting Type	Annual	
Ticker Symbol	HSIC	Meeting Date	28-May-2014	
ISIN	US8064071025	Agenda	933983315 - Management	

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STANLEY M. BERGMAN		For	For
	2 GERALD A. BENJAMIN		For	For
	3 JAMES P. BRESLAWSKI		For	For
	4 MARK E. MLOTEK		For	For
	5 STEVEN PALADINO		For	For

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

6	BARRY J. ALPERIN	For	For
7	PAUL BRONS	For	For
8	DONALD J. KABAT	For	For
9	PHILIP A. LASKAWY	For	For
10	KARYN MASHIMA	For	For
11	NORMAN S. MATTHEWS	For	For
12	CAROL RAPHAEL	For	For
13	E.D. REKOW, DDS, PHD	For	For
14	BRADLEY T. SHEARES, PHD	For	For
15	LOUIS W. SULLIVAN, MD	For	For

PROPOSAL TO APPROVE, BY
NON-BINDING

2.	VOTE, THE 2013 COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	PROPOSAL TO RATIFY THE SELECTION OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 27, 2014.	Management	For	For

BLACKROCK, INC.

Security	09247X101	Meeting Type	Annual
Ticker Symbol	BLK	Meeting Date	29-May-2014
ISIN	US09247X1019	Agenda	933980193 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ABDLATIF YOUSEF AL-HAMAD	Management	For	For
1B.	ELECTION OF DIRECTOR: MATHIS CABIALLAVETTA	Management	For	For
1C.	ELECTION OF DIRECTOR: PAMELA DALEY	Management	For	For
1D.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	Management	For	For
1E.	ELECTION OF DIRECTOR: FABRIZIO FREDA	Management	For	For
1F.	ELECTION OF DIRECTOR: MURRAY S. GERBER	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES GROSFELD	Management	For	For
1H.	ELECTION OF DIRECTOR: DAVID H. KOMANSKY	Management	For	For
1I.	ELECTION OF DIRECTOR: SIR DERYCK MAUGHAN	Management	For	For
1J.	ELECTION OF DIRECTOR: CHERYL D. MILLS	Management	For	For

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

1K.	ELECTION OF DIRECTOR: MARCO ANTONIO SLIM DOMIT	Management	For	For
1L.	ELECTION OF DIRECTOR: JOHN S. VARLEY	Management	For	For
1M.	ELECTION OF DIRECTOR: SUSAN L. WAGNER	Management	For	For
2.	APPROVAL OF THE AMENDMENT TO THE AMENDED AND RESTATED BLACKROCK, INC. 1999 STOCK AWARD AND INCENTIVE PLAN (THE "STOCK PLAN") AND RE-APPROVAL OF THE PERFORMANCE GOALS UNDER THE STOCK PLAN. RE-APPROVAL OF THE PERFORMANCE GOALS SET FORTH IN THE AMENDED BLACKROCK, INC. 1999 ANNUAL INCENTIVE PERFORMANCE PLAN. APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED AND DISCUSSED IN THE PROXY STATEMENT. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For
3.	APPROVAL OF THE AMENDMENT TO THE AMENDED AND RESTATED BLACKROCK, INC. 1999 ANNUAL INCENTIVE PERFORMANCE PLAN. APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED AND DISCUSSED IN THE PROXY STATEMENT. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For
4.	APPROVAL OF THE AMENDMENT TO THE AMENDED AND RESTATED BLACKROCK, INC. 1999 ANNUAL INCENTIVE PERFORMANCE PLAN. APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED AND DISCUSSED IN THE PROXY STATEMENT. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	Abstain	Against
5.	APPROVAL OF THE AMENDMENT TO THE AMENDED AND RESTATED BLACKROCK, INC. 1999 ANNUAL INCENTIVE PERFORMANCE PLAN. APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED AND DISCUSSED IN THE PROXY STATEMENT. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For

EL PASO ELECTRIC COMPANY

Security	283677854	Meeting Type	Annual
Ticker Symbol	EE	Meeting Date	29-May-2014
ISIN	US2836778546	Agenda	933984874 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CATHERINE A. ALLEN		For	For
	2 EDWARD ESCUDERO		For	For
	3 MICHAEL K. PARKS		For	For
	4 ERIC B. SIEGEL		For	For
2.	APPROVAL OF EL PASO ELECTRIC COMPANY'S AMENDED AND	Management	For	For

RESTATED 2007
 LONG-TERM INCENTIVE PLAN.
 RATIFY THE SELECTION OF KPMG LLP
 AS
 THE COMPANY'S INDEPENDENT
 REGISTERED PUBLIC ACCOUNTING
 FIRM
 FOR THE FISCAL YEAR ENDING
 DECEMBER
 31, 2014.

3.	Management	For	For
----	------------	-----	-----

TO APPROVE, BY NON-BINDING VOTE,
 EXECUTIVE COMPENSATION.

4.	Management	For	For
----	------------	-----	-----

LABRADOR IRON ORE ROYALTY CORPORATION

Security	505440107	Meeting Type	Annual
Ticker Symbol	LIFZF	Meeting Date	29-May-2014
ISIN	CA5054401073	Agenda	933998188 - Management

Item	Proposal	Type	Vote	For/Against Management
01	DIRECTOR	Management		
	1 BRUCE C. BONE		For	For
	2 WILLIAM J. CORCORAN		For	For
	3 MARK J. FULLER		For	For
	4 DUNCAN N.R. JACKMAN		For	For
	5 JAMES C. MCCARTNEY		For	For
	6 PAUL H. PALMER		For	For
	7 SANDRA L. ROSCH		For	For
	8 ALAN R. THOMAS		For	For
	9 PATRICIA M. VOLKER		For	For
	10 DONALD J. WORTH		For	For

THE APPOINTMENT OF DELOITTE LLP,
 CHARTERED ACCOUNTANTS, AS
 AUDITORS
 OF LIORC, AND AUTHORIZING THE
 DIRECTORS OF LIORC TO FIX THEIR
 REMUNERATION.

02	Management	For	For
----	------------	-----	-----

TELEFONICA, S.A.

Security	879382208	Meeting Type	Annual
Ticker Symbol	TEF	Meeting Date	29-May-2014
ISIN	US8793822086	Agenda	934020087 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	EXAMINATION AND APPROVAL, IF APPLICABLE, OF INDIVIDUAL ANNUAL ACCOUNTS, CONSOLIDATED FINANCIAL STATEMENTS & MANAGEMENT REPORT OF TELEFONICA, S.A. AND OF ITS	Management	For	For

CONSOLIDATED GROUP OF
COMPANIES,
ALL AS MORE FULLY DESCRIBED IN
THE
PROXY MATERIAL.

- | | | | | |
|----|---|------------|-----|-----|
| 2. | RE-ELECTION OF THE AUDITOR FOR
FISCAL
YEAR 2014.

SHAREHOLDER COMPENSATION BY
MEANS
OF A SCRIP DIVIDEND. INCREASE IN
SHARE
CAPITAL BY SUCH AMOUNT AS MAY
BE | Management | For | For |
| 3. | DETERMINED PURSUANT TO THE
TERMS
AND CONDITION OF THE
RESOLUTION, ALL
AS MORE FULLY DESCRIBED IN THE
PROXY
MATERIAL.
DELEGATION TO DIRECTORS OF
POWER TO
ISSUE DEBENTURES, BONDS, NOTES &
OTHER FIXED-INCOME SECURITIES
AND
HYBRID INSTRUMENTS, INCLUDING
PREFERRED SHARES, BE THEY
SIMPLE,
EXCHANGEABLE AND/OR
CONVERTIBLE,
ALL AS MORE FULLY DESCRIBED IN
THE
MATERIAL
AUTHORIZATION FOR THE
ACQUISITION OF
THE COMPANY'S OWN SHARES
DIRECTLY
OR THROUGH COMPANIES OF THE
GROUP.
APPROVAL OF A LONG-TERM
INCENTIVE
PLAN CONSISTING OF THE DELIVERY
OF
SHARES OF TELEFONICA, S.A. FOR
THE
EXECUTIVES OF THE TELEFONICA
GROUP. | Management | For | For |
| 4. | DELEGATION TO DIRECTORS OF
POWER TO
ISSUE DEBENTURES, BONDS, NOTES &
OTHER FIXED-INCOME SECURITIES
AND
HYBRID INSTRUMENTS, INCLUDING
PREFERRED SHARES, BE THEY
SIMPLE,
EXCHANGEABLE AND/OR
CONVERTIBLE,
ALL AS MORE FULLY DESCRIBED IN
THE
MATERIAL
AUTHORIZATION FOR THE
ACQUISITION OF
THE COMPANY'S OWN SHARES
DIRECTLY
OR THROUGH COMPANIES OF THE
GROUP.
APPROVAL OF A LONG-TERM
INCENTIVE
PLAN CONSISTING OF THE DELIVERY
OF
SHARES OF TELEFONICA, S.A. FOR
THE
EXECUTIVES OF THE TELEFONICA
GROUP. | Management | For | For |
| 5. | APPROVAL OF A LONG-TERM
INCENTIVE
PLAN CONSISTING OF THE DELIVERY
OF
SHARES OF TELEFONICA, S.A. FOR
THE
EXECUTIVES OF THE TELEFONICA
GROUP. | Management | For | For |
| 6. | APPROVAL OF A LONG-TERM
INCENTIVE
PLAN CONSISTING OF THE DELIVERY
OF
SHARES OF TELEFONICA, S.A. FOR
THE
EXECUTIVES OF THE TELEFONICA
GROUP. | Management | For | For |
| 7. | APPROVAL OF A GLOBAL INCENTIVE
TELEFONICA, S.A. SHARES PURCHASE
PLAN | Management | For | For |

FOR THE EMPLOYEES OF THE
TELEFONICA
GROUP.

- | | | | | |
|----|--|------------|-----|-----|
| 8. | DELEGATION OF POWERS TO FORMALIZE, INTERPRET, CORRECT AND IMPLEMENT THE RESOLUTIONS ADOPTED BY THE SHAREHOLDERS. | Management | For | For |
| 9. | CONSULTATIVE VOTE ON THE ANNUAL REPORT ON THE REMUNERATION OF DIRECTORS. | Management | For | For |

LOWE'S COMPANIES, INC.

Security	548661107	Meeting Type	Annual
Ticker Symbol	LOW	Meeting Date	30-May-2014
ISIN	US5486611073	Agenda	933978059 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RAUL ALVAREZ		For	For
	2 DAVID W. BERNAUER		For	For
	3 LEONARD L. BERRY		For	For
	4 ANGELA F. BRALY		For	For
	5 RICHARD W. DREILING		For	For
	6 DAWN E. HUDSON		For	For
	7 ROBERT L. JOHNSON		For	For
	8 MARSHALL O. LARSEN		For	For
	9 RICHARD K. LOCHRIDGE		For	For
	10 ROBERT A. NIBLOCK		For	For
	11 ERIC C. WISEMAN		For	For
2.	APPROVAL OF THE COMPANY'S AMENDED AND RESTATED 2006 LONG TERM INCENTIVE PLAN.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2014.	Management	For	For
5.	SHAREHOLDER PROPOSAL REGARDING REPORT ON IMPACT OF SUSTAINABILITY	Shareholder	Against	For

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

POLICY.

AETNA INC.

Security	00817Y108	Meeting Type	Annual
Ticker Symbol	AET	Meeting Date	30-May-2014
ISIN	US00817Y1082	Agenda	933980650 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FERNANDO AGUIRRE	Management	For	For
1B.	ELECTION OF DIRECTOR: MARK T. BERTOLINI	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANK M. CLARK	Management	For	For
1D.	ELECTION OF DIRECTOR: BETSY Z. COHEN	Management	For	For
1E.	ELECTION OF DIRECTOR: MOLLY J. COYE, M.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: ROGER N. FARAH	Management	For	For
1G.	ELECTION OF DIRECTOR: BARBARA HACKMAN FRANKLIN	Management	For	For
1H.	ELECTION OF DIRECTOR: JEFFREY E. GARTEN	Management	For	For
1I.	ELECTION OF DIRECTOR: ELLEN M. HANCOCK	Management	For	For
1J.	ELECTION OF DIRECTOR: RICHARD J. HARRINGTON	Management	For	For
1K.	ELECTION OF DIRECTOR: EDWARD J. LUDWIG	Management	For	For
1L.	ELECTION OF DIRECTOR: JOSEPH P. NEWHOUSE	Management	For	For
2.	APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO APPROVE AMENDMENTS TO AETNA'S ARTICLES OF INCORPORATION AND	Management	For	For
3.	BY-LAWS TO ELIMINATE SUPERMAJORITY VOTING PROVISIONS	Management	For	For
4.	TO APPROVE AN AMENDMENT TO AETNA'S ARTICLES OF INCORPORATION TO PROVIDE HOLDERS OF AT LEAST 25% OF THE VOTING POWER OF ALL OUTSTANDING	Management	For	For

SHARES THE
RIGHT TO CALL A SPECIAL MEETING
OF
SHAREHOLDERS

5.	APPROVAL OF THE PROPOSED AMENDMENT TO THE AMENDED AETNA INC. 2010 STOCK INCENTIVE PLAN	Management	For	For
6.	APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION ON A NON-BINDING ADVISORY BASIS	Management	Abstain	Against
7A.	SHAREHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIR	Shareholder	Against	For
7B.	SHAREHOLDER PROPOSAL ON POLITICAL CONTRIBUTIONS - BOARD OVERSIGHT	Shareholder	Against	For
7C.	SHAREHOLDER PROPOSAL ON POLITICAL CONTRIBUTION DISCLOSURE	Shareholder	Against	For

CROWN CASTLE INTERNATIONAL CORP

Security	228227104	Meeting Type	Annual
Ticker Symbol	CCI	Meeting Date	30-May-2014
ISIN	US2282271046	Agenda	933981513 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: P. ROBERT BARTOLO	Management	For	For
1B.	ELECTION OF DIRECTOR: DALE N. HATFIELD	Management	For	For
1C.	ELECTION OF DIRECTOR: LEE W. HOGAN	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT F. MCKENZIE	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2014.	Management	For	For
3.	THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against

INTERNAP NETWORK SERVICES CORPORATION

Security	45885A300	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	INAP	Meeting Date	30-May-2014
ISIN	US45885A3005	Agenda	933987919 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DANIEL C. STANZIONE		For	For
	2 DEBORA J. WILSON		For	For
2.	TO APPROVE THE INTERNAP NETWORK SERVICES CORPORATION 2014 STOCK INCENTIVE PLAN.	Management	Abstain	Against
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
4.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	For	For

UNITEDHEALTH GROUP INCORPORATED

Security	91324P102	Meeting Type	Annual
Ticker Symbol	UNH	Meeting Date	02-Jun-2014
ISIN	US91324P1021	Agenda	933993455 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM C. BALLARD, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: EDSON BUENO, M.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: RICHARD T. BURKE	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT J. DARRETTA	Management	For	For
1E.	ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHELE J. HOOPER	Management	For	For
1G.	ELECTION OF DIRECTOR: RODGER A. LAWSON	Management	For	For
1H.	ELECTION OF DIRECTOR: DOUGLAS W. LEATHERDALE	Management	For	For
1I.	ELECTION OF DIRECTOR: GLENN M. RENWICK	Management	For	For
1J.		Management	For	For

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

	ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D.			
1K.	ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D.	Management	For	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	Abstain	Against
3.	THE SHAREHOLDER PROPOSAL SET FORTH IN THE PROXY STATEMENT REQUESTING CUMULATIVE VOTING, IF PROPERLY PRESENTED AT THE 2014 ANNUAL MEETING OF SHAREHOLDERS.	Management	For	For
4.	THE SHAREHOLDER PROPOSAL SET FORTH IN THE PROXY STATEMENT REQUESTING CUMULATIVE VOTING, IF PROPERLY PRESENTED AT THE 2014 ANNUAL MEETING OF SHAREHOLDERS.	Shareholder	Against	For
5.	ADDITIONAL LOBBYING DISCLOSURE, IF PROPERLY PRESENTED AT THE 2014 ANNUAL MEETING OF SHAREHOLDERS.	Shareholder	Against	For

MASTERCARD INCORPORATED

Security	57636Q104	Meeting Type	Annual
Ticker Symbol	MA	Meeting Date	03-Jun-2014
ISIN	US57636Q1040	Agenda	933987351 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD HAYTHORNTHWAITE	Management	For	For
1B.	ELECTION OF DIRECTOR: AJAY BANGA	Management	For	For
1C.	ELECTION OF DIRECTOR: SILVIO BARZI	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID R. CARLUCCI	Management	For	For
1E.	ELECTION OF DIRECTOR: STEVEN J. FREIBERG	Management	For	For
1F.		Management	For	For

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

	ELECTION OF DIRECTOR: JULIUS GENACHOWSKI		
1G.	ELECTION OF DIRECTOR: MERIT E. JANOW	Management	For
1H.	ELECTION OF DIRECTOR: NANCY J. KARCH	Management	For
1I.	ELECTION OF DIRECTOR: MARC OLIVIE	Management	For
1J.	ELECTION OF DIRECTOR: RIMA QURESHI	Management	For
1K.	ELECTION OF DIRECTOR: JOSE OCTAVIO REYES LAGUNES	Management	For
1L.	ELECTION OF DIRECTOR: JACKSON P. TAI	Management	For
1M.	ELECTION OF DIRECTOR: EDWARD SUNING TIAN	Management	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION RATIFICATION OF THE APPOINTMENT OF	Management	Abstain
3.	PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014.	Management	For

DEVON ENERGY CORPORATION

Security	25179M103	Meeting Type	Annual
Ticker Symbol	DVN	Meeting Date	04-Jun-2014
ISIN	US25179M1036	Agenda	933987375 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BARBARA M. BAUMANN		For	For
	2 JOHN E. BETHANCOURT		For	For
	3 ROBERT H. HENRY		For	For
	4 JOHN A. HILL		For	For
	5 MICHAEL M. KANOVSKY		For	For
	6 ROBERT A. MOSBACHER, JR		For	For
	7 J. LARRY NICHOLS		For	For
	8 DUANE C. RADTKE		For	For
	9 MARY P. RICCIARDELLO		For	For
	10 JOHN RICHEL		For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT AUDITORS FOR	Management	For	For

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

	2014.		
4.	REPORT ON PLANS TO ADDRESS CLIMATE CHANGE.	Shareholder	Against For
5.	REPORT DISCLOSING LOBBYING POLICY AND ACTIVITY.	Shareholder	Against For
6.	REPORT ON LOBBYING ACTIVITIES RELATED TO ENERGY POLICY AND CLIMATE CHANGE.	Shareholder	Against For

NEW YORK COMMUNITY BANCORP, INC.

Security	649445103	Meeting Type	Annual
Ticker Symbol	NYCB	Meeting Date	04-Jun-2014
ISIN	US6494451031	Agenda	933991970 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOMINICK CIAMPA	Management	For	For
1B.	ELECTION OF DIRECTOR: MAX L. KUPFERBERG	Management	For	For
1C.	ELECTION OF DIRECTOR: SPIROS J. VOUTSINAS	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT WANN	Management	For	For
2.	TO RATIFY 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, 2014.	Management	For	For
3.	TO APPROVE, BY NON-BINDING VOTE, AN ADVISORY PROPOSAL ON COMPENSATION FOR CERTAIN OF OUR EXECUTIVE OFFICERS.	Management	Abstain	Against

CST BRANDS, INC.

Security	12646R105	Meeting Type	Annual
Ticker Symbol	CST	Meeting Date	04-Jun-2014
ISIN	US12646R1059	Agenda	933992085 - Management

Item	Proposal	Type	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: ROGER G. BURTON	Management	For	For
1.2	ELECTION OF DIRECTOR: STEPHEN A. SMITH	Management	For	For

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

- TO RATIFY THE SELECTION OF KPMG, LLP
AS CST BRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014.
2. Management For For
- TO APPROVE THE AMENDED AND RESTATED 2013 OMNIBUS STOCK AND INCENTIVE PLAN ("AMENDED OMNIBUS PLAN").
3. Management For For
- TO APPROVE, BY ADVISORY VOTE, A RESOLUTION ON EXECUTIVE COMPENSATION.
4. Management Abstain Against
- TO RECOMMEND, BY ADVISORY VOTE, THE FREQUENCY OF STOCKHOLDER VOTES ON EXECUTIVE COMPENSATION.
5. Management Abstain Against

LAS VEGAS SANDS CORP.

Security	517834107	Meeting Type	Annual
Ticker Symbol	LVS	Meeting Date	04-Jun-2014
ISIN	US5178341070	Agenda	933999661 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 CHARLES D. FORMAN | | For | For |
| | 2 GEORGE JAMIESON | | For | For |
| 2. | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLC AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDED DECEMBER 31, 2014 | Management | For | For |
| 3. | TO APPROVE THE EXTENSION OF THE TERM OF THE LAS VEGAS SANDS CORP. 2004 EQUITY AWARD PLAN | Management | For | For |
| 4. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION | Management | Abstain | Against |

TIME WARNER CABLE INC

Security	88732J207	Meeting Type	Annual
Ticker Symbol	TWC	Meeting Date	05-Jun-2014
ISIN	US88732J2078	Agenda	934011610 - Management

- | Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|
|------|----------|------|------|------------------------|

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

1A.	ELECTION OF DIRECTOR: CAROLE BLACK	Management	For	For
1B.	ELECTION OF DIRECTOR: GLENN A. BRITT	Management	For	For
1C.	ELECTION OF DIRECTOR: THOMAS H. CASTRO	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID C. CHANG	Management	For	For
1E.	ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: PETER R. HAJE	Management	For	For
1G.	ELECTION OF DIRECTOR: DONNA A. JAMES	Management	For	For
1H.	ELECTION OF DIRECTOR: DON LOGAN	Management	For	For
1I.	ELECTION OF DIRECTOR: ROBERT D. MARCUS	Management	For	For
1J.	ELECTION OF DIRECTOR: N.J. NICHOLAS, JR.	Management	For	For
1K.	ELECTION OF DIRECTOR: WAYNE H. PACE	Management	For	For
1L.	ELECTION OF DIRECTOR: EDWARD D. SHIRLEY	Management	For	For
1M.	ELECTION OF DIRECTOR: JOHN E. SUNUNU	Management	For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	STOCKHOLDER PROPOSAL ON DISCLOSURE OF LOBBYING ACTIVITIES.	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL ON ACCELERATED VESTING OF EQUITY AWARDS IN A CHANGE IN CONTROL.	Shareholder	Against	For

CHINA MENGNIU DAIRY CO LTD

Security	G21096105	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	06-Jun-2014
ISIN	KYG210961051	Agenda	705232798 - Management

Item	Proposal	Type	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/SEH	Non-Voting		

K/2014/0429/LTN20140429510.pdf-AND-
<http://www.hkexnews.hk/listedco/listconews/SEH>
 K/2014/0429/LTN20140429532.pdf

PLEASE NOTE THAT SHAREHOLDERS
 ARE

CMMT	'AGAINST'	Non-Voting	
	FOR-ALL RESOLUTIONS, ABSTAIN IS NOT A		
	VOTING OPTION ON THIS MEETING TO REVIEW AND CONSIDER THE		
	AUDITED		
1	FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND THE	Management	For
	INDEPENDENT AUDITORS FOR THE YEAR		
	ENDED 31 DECEMBER 2013		
2	TO APPROVE THE PROPOSED FINAL DIVIDEND	Management	For
	TO RE-ELECT MR. NING GAONING AS DIRECTOR AND AUTHORISE THE		
3.A	BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS	Management	For
	REMUNERATION		
	TO RE-ELECT MR. YU XUBO AS DIRECTOR		
3.B	AND AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS	Management	For
	REMUNERATION		
	TO RE-ELECT MR. CHRISTIAN NEU AS DIRECTOR AND AUTHORISE THE		
3.C	BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS	Management	For
	REMUNERATION		
	TO RE-ELECT MR. ZHANG XIAOYA AS DIRECTOR AND AUTHORISE THE		
3.D	BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS	Management	For
	REMUNERATION		
	TO RE-ELECT DR. LIAO JIANWEN AS DIRECTOR AND AUTHORISE THE		
3.E	BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS	Management	For
	REMUNERATION		
4		Management	For

- TO RE-APPOINT ERNST & YOUNG AS
THE
AUDITORS OF THE COMPANY AND
AUTHORISE THE BOARD OF
DIRECTORS TO
FIX THEIR REMUNERATION
ORDINARY RESOLUTION NO. 5 SET
OUT IN
THE NOTICE OF ANNUAL GENERAL
MEETING
(TO GIVE A GENERAL MANDATE TO
THE
5 DIRECTORS TO REPURCHASE SHARES Management For For
IN
THE COMPANY NOT EXCEEDING 10%
OF
THE ISSUED SHARE CAPITAL OF THE
COMPANY)
ORDINARY RESOLUTION NO. 6 SET
OUT IN
THE NOTICE OF ANNUAL GENERAL
MEETING
(TO GIVE A GENERAL MANDATE TO
THE
6 DIRECTORS TO ALLOT, ISSUE AND Management For For
DEAL
WITH ADDITIONAL SHARES NOT
EXCEEDING
20% OF THE ISSUED SHARE CAPITAL
OF
THE COMPANY)

WAL-MART STORES, INC.

Security	931142103	Meeting Type	Annual
Ticker Symbol	WMT	Meeting Date	06-Jun-2014
ISIN	US9311421039	Agenda	933993479 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: AIDA M. ALVAREZ	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: ROGER C. CORBETT	Management	For	For
1D.	ELECTION OF DIRECTOR: PAMELA J. CRAIG	Management	For	For
1E.	ELECTION OF DIRECTOR: DOUGLAS N. DAFT	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL T. DUKE	Management	For	For

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

1G.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Management	For	For
1H.	ELECTION OF DIRECTOR: MARISSA A. MAYER	Management	For	For
1I.	ELECTION OF DIRECTOR: C. DOUGLAS MCMILLON	Management	For	For
1J.	ELECTION OF DIRECTOR: GREGORY B. PENNER	Management	For	For
1K.	ELECTION OF DIRECTOR: STEVEN S REINEMUND	Management	For	For
1L.	ELECTION OF DIRECTOR: JIM C. WALTON	Management	For	For
1M.	ELECTION OF DIRECTOR: S. ROBSON WALTON	Management	For	For
1N.	ELECTION OF DIRECTOR: LINDA S. WOLF	Management	For	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS ADVISORY VOTE TO APPROVE NAMED	Management	For	For
3.	EXECUTIVE OFFICER COMPENSATION REQUEST FOR INDEPENDENT CHAIRMAN	Management	Abstain	Against
4.	POLICY	Shareholder	Against	For
5.	REQUEST FOR ANNUAL REPORT ON RECOUPMENT OF EXECUTIVE PAY	Shareholder	Against	For
6.	REQUEST FOR ANNUAL REPORT ON LOBBYING	Shareholder	Against	For

LAYNE CHRISTENSEN COMPANY

Security	521050104	Meeting Type	Annual
Ticker Symbol	LAYN	Meeting Date	06-Jun-2014
ISIN	US5210501046	Agenda	934020784 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 DAVID A.B. BROWN		For	For
	2 J. SAMUEL BUTLER		For	For
	3 ROBERT R. GILMORE		For	For
	4 JOHN T. NESSER III		For	For
	5 NELSON OBUS		For	For
	6 RENE J. ROBICHAUD		For	For
	ADVISORY VOTE TO APPROVE NAMED			
2	EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
3	PROPOSAL TO AMEND AND RESTATE THE COMPANY'S CERTIFICATE OF INCORPORATION TO INCREASE THE	Management	For	For

NUMBER OF AUTHORIZED SHARES OF THE COMPANY'S COMMON STOCK BY 30,000,000 SHARES AND DELETE OBSOLETE PROVISIONS. PROPOSAL TO AMEND THE COMPANY'S 2006 EQUITY INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR

4 ISSUANCE UNDER THE 2006 EQUITY INCENTIVE PLAN, AUTHORIZE THE ISSUANCE OF A NEW FORM OF AWARD AND EXTEND THE EXPIRATION DATE OF THE 2006 EQUITY INCENTIVE PLAN TO JUNE 6, 2024.

Management Against Against

5 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, 2015.

Management For For

ICU MEDICAL, INC.

Security 44930G107

Ticker Symbol ICUI

ISIN US44930G1076

Meeting Type

Meeting Date

Agenda

Annual

09-Jun-2014

934009362 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO APPROVE AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO PHASE OUT THE COMPANY'S CLASSIFIED BOARD OF DIRECTORS.	Management	For	For
2.	TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE COMPANY'S CERTIFICATE OF INCORPORATION TO UPDATE IT AND INTEGRATE PRIOR AMENDMENTS INTO A SINGLE DOCUMENT.	Management	For	For
3.	DIRECTOR 1 JOHN J. CONNORS	Management	For	For

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

	2	JOSEPH R. SAUCEDO		For	For
4.		TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2011 STOCK INCENTIVE PLAN.	Management	Against	Against
5.		TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS AUDITORS FOR THE COMPANY.	Management	For	For
6.		TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION ON AN ADVISORY BASIS.	Management	Abstain	Against

BEST BUY CO., INC.

Security	086516101	Meeting Type	Annual
Ticker Symbol	BBY	Meeting Date	10-Jun-2014
ISIN	US0865161014	Agenda	934000857 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LISA M. CAPUTO	Management	For	For
1B.	ELECTION OF DIRECTOR: RUSSELL P. FRADIN	Management	For	For
1C.	ELECTION OF DIRECTOR: KATHY J. HIGGINS VICTOR	Management	For	For
1D.	ELECTION OF DIRECTOR: HUBERT JOLY	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID W. KENNY	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS L. MILLNER	Management	For	For
1G.	ELECTION OF DIRECTOR: GERARD R. VITTECOQ	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 31, 2015.	Management	For	For
3.	TO APPROVE IN A NON-BINDING ADVISORY VOTE OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	TO APPROVE THE 2014 OMNIBUS INCENTIVE PLAN.	Management	Against	Against

ENDO INTERNATIONAL PLC

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

Security	G30401106	Meeting Type	Annual
Ticker Symbol	ENDP	Meeting Date	10-Jun-2014
ISIN	IE00BJ3V9050	Agenda	934003396 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ROGER H. KIMMEL	Management	For	For
1B.	ELECTION OF DIRECTOR: RAJIV DE SILVA	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN J. DELUCCA	Management	For	For
1D.	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Management	For	For
1E.	ELECTION OF DIRECTOR: NANCY J. HUTSON, PH.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL HYATT	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM P. MONTAGUE	Management	For	For
1H.	ELECTION OF DIRECTOR: JILL D. SMITH	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM F. SPENGLER	Management	For	For
2.	TO APPROVE THE APPOINTMENT OF DELOITTE & TOUCHE AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2014 AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO DETERMINE THE AUDITORS' REMUNERATION.	Management	For	For
3.	TO APPROVE, BY ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	TO APPROVE THE AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For

GENERAL MOTORS COMPANY

Security	37045V100	Meeting Type	Annual
Ticker Symbol	GM	Meeting Date	10-Jun-2014
ISIN	US37045V1008	Agenda	934003409 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: JOSEPH J. ASHTON		
1B.	ELECTION OF DIRECTOR: MARY T. BARRA	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: KATHRYN V. MARINELLO	Management	For
1G.	ELECTION OF DIRECTOR: MICHAEL G. MULLEN	Management	For
1H.	ELECTION OF DIRECTOR: JAMES J. MULVA	Management	For
1I.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For
1J.	ELECTION OF DIRECTOR: THOMAS M. SCHOEWE	Management	For
1K.	ELECTION OF DIRECTOR: THEODORE M. SOLSO	Management	For
1L.	ELECTION OF DIRECTOR: CAROL M. STEPHENSON	Management	For
2.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS GM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014	Management	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	Abstain
4.	ADVISORY VOTE TO APPROVE THE FREQUENCY OF A STOCKHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain
5.	APPROVAL OF THE GENERAL MOTORS COMPANY 2014 SHORT-TERM INCENTIVE PLAN	Management	For
6.	APPROVAL OF THE GENERAL MOTORS COMPANY 2014 LONG-TERM INCENTIVE PLAN	Management	For
7.	CUMULATIVE VOTING	Shareholder	Against
8.	INDEPENDENT BOARD CHAIRMAN	Shareholder	Against

AMC NETWORKS INC

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

Security	00164V103	Meeting Type	Annual
Ticker Symbol	AMCX	Meeting Date	10-Jun-2014
ISIN	US00164V1035	Agenda	934008233 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 NEIL M. ASHE		For	For
	2 JONATHAN F. MILLER		For	For
	3 ALAN D. SCHWARTZ		For	For
	4 LEONARD TOW		For	For
	5 CARL E. VOGEL		For	For
	6 ROBERT C. WRIGHT		For	For
	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED			
2.	PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2014	Management	For	For

NOBLE CORPORATION

Security	G65431101	Meeting Type	Annual
Ticker Symbol	NE	Meeting Date	10-Jun-2014
ISIN	GB00BFG3KF26	Agenda	934022978 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	SCOTT D. JOSEY BE ELECTED AS A DIRECTOR OF THE COMPANY FOR A THREE-YEAR TERM THAT WILL EXPIRE AT THE ANNUAL GENERAL MEETING IN 2017 (OR IF RESOLUTION 11 IS APPROVED BY THE SHAREHOLDERS, TO A ONE-YEAR TERM THAT WILL EXPIRE AT THE ANNUAL GENERAL MEETING IN 2015)	Management	For	For
2.	JON A. MARSHALL BE RE-ELECTED AS A DIRECTOR OF THE COMPANY FOR A THREE-YEAR TERM THAT WILL EXPIRE AT THE ANNUAL GENERAL MEETING IN 2017 (OR IF RESOLUTION 11 IS APPROVED BY THE SHAREHOLDERS, TO A ONE-YEAR TERM THAT WILL EXPIRE AT THE ANNUAL	Management	For	For

- GENERAL MEETING IN 2015)
 MARY P. RICCIARDELLO BE
 RE-ELECTED AS
 A DIRECTOR OF THE COMPANY FOR A
 THREE-YEAR TERM THAT WILL
 EXPIRE AT
 THE ANNUAL GENERAL MEETING IN
 2017
 (OR IF RESOLUTION 11 IS APPROVED
 BY
 THE SHAREHOLDERS, TO A ONE-YEAR
 TERM THAT WILL EXPIRE AT THE
 ANNUAL
 GENERAL MEETING IN 2015)
3. Management For For
- RATIFICATION OF APPOINTMENT OF
 PRICEWATERHOUSECOOPERS LLP AS
 INDEPENDENT REGISTERED PUBLIC
 ACCOUNTING FIRM FOR FISCAL YEAR
 2014
4. Management For For
- RE-APPOINTMENT OF
 PRICEWATERHOUSECOOPERS LLP AS
 THE
 COMPANY'S UK STATUTORY
 AUDITOR
5. Management For For
- AUTHORIZATION OF AUDIT
 COMMITTEE TO
 DETERMINE UK STATUTORY
 AUDITORS'
 COMPENSATION
6. Management For For
- AN ADVISORY VOTE ON THE
 COMPANY'S
 EXECUTIVE COMPENSATION
 AN ADVISORY VOTE ON THE
 COMPANY'S
7. Management For For
- DIRECTORS' COMPENSATION REPORT
 FOR
 THE YEAR ENDED DECEMBER 31, 2013
8. Management For For
- APPROVAL OF THE COMPANY'S
 DIRECTORS'
 COMPENSATION POLICY
9. Management For For
- AMENDMENT TO THE COMPANY'S
 ARTICLES
 OF ASSOCIATION TO PERMIT
 DIVIDENDS IN
 SPECIE OF SHARES OF PARAGON
 OFFSHORE LIMITED
10. Management For For
- AMENDMENT TO THE COMPANY'S
 ARTICLES
 OF ASSOCIATION TO DECLASSIFY THE
 BOARD OF DIRECTORS
11. Management For For

OUTERWALL INC.

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

Security	690070107	Meeting Type	Annual
Ticker Symbol	OUTR	Meeting Date	12-Jun-2014
ISIN	US6900701078	Agenda	934010315 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID M. ESKENAZY	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT D. SZNEWAJS	Management	For	For
2.	ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUTERWALL'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
3.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS OUTERWALL'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

MEDASSETS, INC.

Security	584045108	Meeting Type	Annual
Ticker Symbol	MDAS	Meeting Date	12-Jun-2014
ISIN	US5840451083	Agenda	934019589 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RAND A. BALLARD		For	For
	2 VERNON R. LOUCKS, JR.		For	For
	3 R. HALSEY WISE		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP, AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
3.	TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against

TIME WARNER INC.

Security	887317303	Meeting Type	Annual
Ticker Symbol	TWX	Meeting Date	13-Jun-2014
ISIN	US8873173038	Agenda	933995891 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: JAMES L. BARKSDALE			
1B.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Management	For	For
1C.	ELECTION OF DIRECTOR: JEFFREY L. BEWKES	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT C. CLARK	Management	For	For
1F.	ELECTION OF DIRECTOR: MATHIAS DOPFNER	Management	For	For
1G.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	Management	For	For
1H.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	For	For
1I.	ELECTION OF DIRECTOR: FRED HASSAN	Management	For	For
1J.	ELECTION OF DIRECTOR: KENNETH J. NOVACK	Management	For	For
1K.	ELECTION OF DIRECTOR: PAUL D. WACHTER	Management	For	For
1L.	ELECTION OF DIRECTOR: DEBORAH C. WRIGHT	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL ON INDEPENDENT CHAIRMAN OF THE BOARD.	Shareholder	Against	For

CHESAPEAKE ENERGY CORPORATION

Security	165167107	Meeting Type	Annual
Ticker Symbol	CHK	Meeting Date	13-Jun-2014
ISIN	US1651671075	Agenda	934004956 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: VINCENT J. INTRIERI	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT D. LAWLER	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN J. LIPINSKI	Management	For	For
1D.	ELECTION OF DIRECTOR: FREDERIC M. POSES	Management	For	For
1E.	ELECTION OF DIRECTOR: ARCHIE W. DUNHAM	Management	For	For

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

1F.	ELECTION OF DIRECTOR: R. BRAD MARTIN	Management	For	For
1G.	ELECTION OF DIRECTOR: LOUIS A. RASPINO	Management	For	For
1H.	ELECTION OF DIRECTOR: MERRILL A. "PETE" MILLER, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: THOMAS L. RYAN	Management	For	For
2.	TO APPROVE AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO DECLASSIFY OUR BOARD OF DIRECTORS.	Management	For	For
3.	TO APPROVE AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO INCREASE THE MAXIMUM NUMBER OF DIRECTORS THAT MAY CONSTITUTE OUR BOARD.	Management	For	For
4.	TO APPROVE AN AMENDMENT TO OUR BYLAWS TO IMPLEMENT PROXY ACCESS.	Management	For	For
5.	TO APPROVE AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS.	Management	For	For
6.	AN ADVISORY VOTE TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
7.	TO ADOPT A NEW LONG TERM INCENTIVE PLAN.	Management	For	For
8.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For

WEATHERFORD INTERNATIONAL LTD

Security H27013103

Ticker Symbol WFT

ISIN CH0038838394

Meeting Type

Meeting Date

Agenda

Special

16-Jun-2014

934000299 - Management

Item	Proposal	Type	Vote
------	----------	------	------

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

For/Against
Management

1. ADOPT THE MERGER AGREEMENT
(WEATHERFORD SWITZERLAND INTO
WEATHERFORD IRELAND), A COPY OF
WHICH IS ATTACHED TO THE
ACCOMPANYING PROXY
STATEMENT/PROSPECTUS AS ANNEX
A.

Management For For

2. APPROVE THE DISTRIBUTABLE
PROFITS
PROPOSAL.
IF ALTERNATIVE MOTIONS UNDER
THE
AGENDA ITEMS PUBLISHED IN THE
NOTICE
OF EXTRAORDINARY GENERAL
MEETING
AND/OR MOTIONS RELATING TO
ADDITIONAL AGENDA ITEMS
(ARTICLE 700,
PARAGRAPH 3 OF THE SWISS CODE OF
OBLIGATIONS) ARE PROPOSED AT
THE

Management For For

-- EXTRAORDINARY GENERAL
MEETING, I/WE
INSTRUCT THE INDEPENDENT PROXY
TO
VOTE AS FOLLOWS: MARK THE FOR
BOX TO
VOTE ACCORDING TO THE MOTIONS
OF THE
BOARD OF DIRECTORS. MARK THE
AGAINST
BOX TO VOTE AGAINST
ALTERNATIVE/ADDITIONAL
MOTIONS. MARK
THE ABSTAIN BOX TO ABSTAIN FROM
VOTING.

Management Abstain

WEATHERFORD INTERNATIONAL LTD

Security H27013103

Ticker Symbol WFT

ISIN CH0038838394

Meeting Type

Meeting Date

Agenda

Special

16-Jun-2014

934033363 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	ADOPT THE MERGER AGREEMENT (WEATHERFORD SWITZERLAND INTO WEATHERFORD IRELAND), A COPY OF WHICH IS ATTACHED TO THE ACCOMPANYING PROXY	Management	For	For

STATEMENT/PROSPECTUS AS ANNEX

A.

2. APPROVE THE DISTRIBUTABLE PROFITS PROPOSAL. Management For For

IF ALTERNATIVE MOTIONS UNDER THE AGENDA ITEMS PUBLISHED IN THE NOTICE OF EXTRAORDINARY GENERAL MEETING AND/OR MOTIONS RELATING TO ADDITIONAL AGENDA ITEMS (ARTICLE 700, PARAGRAPH 3 OF THE SWISS CODE OF OBLIGATIONS) ARE PROPOSED AT THE

-- EXTRAORDINARY GENERAL MEETING, I/WE Management Abstain

INSTRUCT THE INDEPENDENT PROXY TO VOTE AS FOLLOWS: MARK THE FOR BOX TO VOTE ACCORDING TO THE MOTIONS OF THE BOARD OF DIRECTORS. MARK THE AGAINST BOX TO VOTE AGAINST ALTERNATIVE/ADDITIONAL MOTIONS. MARK THE ABSTAIN BOX TO ABSTAIN FROM VOTING.

FREEMPORT-MCMORAN COPPER & GOLD INC.

Security	35671D857	Meeting Type	Annual
Ticker Symbol	FCX	Meeting Date	17-Jun-2014
ISIN	US35671D8570	Agenda	933999180 - Management

Item	Proposal	Type	Vote	For/Against Management
1	DIRECTOR	Management		
	1 RICHARD C. ADKERSON		For	For
	2 ROBERT J. ALLISON, JR.		For	For
	3 ALAN R. BUCKWALTER, III		For	For
	4 ROBERT A. DAY		For	For
	5 JAMES C. FLORES		For	For
	6 GERALD J. FORD		For	For
	7 THOMAS A. FRY, III		For	For
	8 H. DEVON GRAHAM, JR.		For	For
	9 LYDIA H. KENNARD		For	For
	10 CHARLES C. KRULAK		For	For
	11 BOBBY LEE LACKEY		For	For

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

	12	JON C. MADONNA	For	For
	13	DUSTAN E. MCCOY	For	For
	14	JAMES R. MOFFETT	For	For
	15	STEPHEN H. SIEGELE	For	For
	16	FRANCES FRAGOS TOWNSEND	For	For
2		APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For
3		RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
4		APPROVAL OF THE FREEPORT-MCMORAN COPPER & GOLD INC. ANNUAL INCENTIVE PLAN.	Management	For
5		STOCKHOLDER PROPOSAL REGARDING THE SELECTION OF A CANDIDATE WITH ENVIRONMENTAL EXPERTISE TO BE RECOMMENDED FOR ELECTION TO THE BOARD OF DIRECTORS.	Shareholder	Against

DAVITA HEALTHCARE PARTNERS, INC.

Security	23918K108	Meeting Type	Annual
Ticker Symbol	DVA	Meeting Date	17-Jun-2014
ISIN	US23918K1088	Agenda	934006671 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAMELA M. ARWAY	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES G. BERG	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROL ANTHONY DAVIDSON	Management	For	For
1D.	ELECTION OF DIRECTOR: PAUL J. DIAZ	Management	For	For
1E.	ELECTION OF DIRECTOR: PETER T. GRAUER	Management	For	For
1F.	ELECTION OF DIRECTOR: ROBERT J. MARGOLIS	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN M. NEHRA	Management	For	For
1H.		Management	For	For

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

	ELECTION OF DIRECTOR: WILLIAM L. ROPER			
1I.	ELECTION OF DIRECTOR: KENT J. THIRY	Management	For	For
1J.	ELECTION OF DIRECTOR: ROGER J. VALINE	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management	For	For
3.	TO HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. TO ADOPT AND APPROVE AN AMENDMENT	Management	Abstain	Against
4.	AND RESTATEMENT OF OUR 2011 INCENTIVE AWARD PLAN. TO CONSIDER AND VOTE UPON A STOCKHOLDER PROPOSAL, IF PROPERLY	Management	For	For
5.	PRESENTED AT THE ANNUAL MEETING REGARDING THE BOARD CHAIRMANSHIP.	Shareholder	Against	For

ACTAVIS PLC

Security	G0083B108	Meeting Type	Special
Ticker Symbol	ACT	Meeting Date	17-Jun-2014
ISIN	IE00BD1NQJ95	Agenda	934017446 - Management

Item	Proposal	Type	Vote	For/Against Management
1	APPROVING THE ISSUANCE OF ORDINARY SHARES PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED FEBRUARY 17, 2014, AMONG ACTAVIS PLC (ACTAVIS), FOREST LABORATORIES, INC. (FOREST), TANGO US HOLDINGS INC., TANGO MERGER SUB 1 LLC AND TANGO MERGER SUB 2 LLC (THE ACTAVIS SHARE ISSUANCE PROPOSAL).	Management	For	For
2	APPROVING ANY MOTION TO ADJOURN THE ACTAVIS EXTRAORDINARY GENERAL	Management	For	For

MEETING (THE ACTAVIS EGM), OR ANY ADJOURNMENTS THEREOF, TO ANOTHER TIME OR PLACE IF NECESSARY OR APPROPRIATE TO, AMONG OTHER THINGS, SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE ACTAVIS EGM TO APPROVE THE ACTAVIS SHARE ISSUANCE PROPOSAL.

FIDELITY NATIONAL FINANCIAL, INC.

Security	31620R105	Meeting Type	Annual
Ticker Symbol	FNF	Meeting Date	18-Jun-2014
ISIN	US31620R1059	Agenda	934024376 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	<p>TO AMEND AND RESTATE FIDELITY NATIONAL FINANCIAL, INC.'S (FNF) CERTIFICATE OF INCORPORATION TO (I) RECLASSIFY EXISTING FNF CLASS A COMMON STOCK (OLD FNF COMMON STOCK) INTO TWO NEW TRACKING STOCKS, AN FNF GROUP COMMON STOCK AND AN FNFV GROUP COMMON STOCK, AND (II) PROVIDE FOR THE ATTRIBUTION OF THE BUSINESSES, ASSETS AND LIABILITIES OF FNF BETWEEN ITS CORE TITLE INSURANCE, REAL ESTATE, TECHNOLOGY AND MORTGAGE RELATED BUSINESSES (THE FNF GROUP) AND ITS PORTFOLIO COMPANY INVESTMENTS (THE FNFV GROUP)</p>	Management	Against	Against
2.	<p>TO APPROVE THE RECLASSIFICATION PROPOSAL, A PROPOSAL TO CHANGE EACH OUTSTANDING SHARE OF OLD FNF COMMON STOCK INTO ONE SHARE OF FNF</p>	Management	Against	Against

- COMMON STOCK AND 0.3333 OF A
 SHARE
 OF FNFV COMMON STOCK
 TO APPROVE THE OPTIONAL
 CONVERSION
 PROPOSAL, A PROPOSAL TO AMEND
 AND
 RESTATE FNF'S CERTIFICATE OF
 INCORPORATION, IN CONNECTION
 WITH
 THE RECAPITALIZATION OF THE OLD
 FNF
 COMMON STOCK INTO TWO NEW
 TRACKING
 STOCKS, TO PROVIDE THE FNF BOARD
 OF
 DIRECTORS WITH DISCRETION TO
 CONVERT SHARES OF THE COMMON
 STOCK
 INTENDED TO TRACK THE
 PERFORMANCE
 OF EITHER OF THE FNF GROUP OR
 THE
 FNFV GROUP INTO COMMON STOCK
 INTENDED TO TRACK THE
 PERFORMANCE
 OF FNF AS A WHOLE
3. Management Against Against
4. Management Against Against
- TO AMEND AND RESTATE FNF'S
 CERTIFICATE OF INCORPORATION, IN
 CONNECTION WITH THE
 RECAPITALIZATION
 OF OLD FNF COMMON STOCK INTO
 TWO
 NEW TRACKING STOCKS, TO PROVIDE
 THE
 FNF BOARD WITH DISCRETION TO
 PERMIT
 THE SALE OF ALL OR
 SUBSTANTIALLY ALL
 OF THE ASSETS ATTRIBUTED TO THE
 FNF
 GROUP AND/OR THE FNFV GROUP
 WITHOUT
 THE VOTE OF THE STOCKHOLDERS OF
 THAT GROUP, IF THE NET PROCEEDS
 OF
 SUCH SALE ARE DISTRIBUTED TO
 HOLDERS
 OF THAT STOCK BY MEANS OF A
 DIVIDEND
 OR REDEMPTION, THAT STOCK IS

5.	<p>CONVERTED INTO STOCK OF THE OTHER GROUP OR A COMBINATION OF THE FOREGOING IS EFFECTED TO APPROVE THE ADJOURNMENT PROPOSAL, A PROPOSAL TO AUTHORIZE THE ADJOURNMENT OF THE ANNUAL MEETING BY FNF TO PERMIT FURTHER SOLICITATION OF PROXIES, IF NECESSARY OR APPROPRIATE, IF SUFFICIENT VOTES ARE NOT REPRESENTED AT THE ANNUAL MEETING TO APPROVE THE</p>	Management	Against	Against
6.	<p>RECAPITALIZATION PROPOSALS DIRECTOR</p> <p>1 WILLIAM P. FOLEY, II</p> <p>2 DOUGLAS K. AMMERMAN</p> <p>3 THOMAS M. HAGERTY</p> <p>4 PETER O. SHEA, JR.</p>	Management	For	For
7.	<p>TO APPROVE THE SAY ON PAY PROPOSAL, A PROPOSAL TO APPROVE A NON-BINDING ADVISORY RESOLUTION ON THE COMPENSATION PAID TO FNF'S NAMED EXECUTIVE OFFICERS TO APPROVE THE FNF EMPLOYEE STOCK PURCHASE PLAN PROPOSAL, A PROPOSAL TO AMEND AND RESTATE THE FIDELITY NATIONAL FINANCIAL, INC. 2013 EMPLOYEE</p>	Management	Abstain	Against
8.	<p>STOCK PURCHASE PLAN TO ADD A CASH MATCHING FEATURE AND TO LIMIT THE TOTAL NUMBER OF SHARES OF OLD FNF COMMON STOCK THAT MAY BE PURCHASED ON THE OPEN MARKET WITH CASH CONTRIBUTED INTO THE PLAN</p>	Management	For	For
9.	<p>TO APPROVE THE AUDITORS RATIFICATION</p>	Management	For	For

PROPOSAL, A PROPOSAL TO RATIFY
THE
APPOINTMENT OF KPMG LLP AS FNF'S
INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR THE 2014
FISCAL
YEAR

SANDISK CORPORATION

Security	80004C101	Meeting Type	Annual
Ticker Symbol	SNDK	Meeting Date	19-Jun-2014
ISIN	US80004C1018	Agenda	934011848 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Management	For	For
1B.	ELECTION OF DIRECTOR: IRWIN FEDERMAN	Management	For	For
1C.	ELECTION OF DIRECTOR: STEVEN J. GOMO	Management	For	For
1D.	ELECTION OF DIRECTOR: EDDY W. HARTENSTEIN	Management	For	For
1E.	ELECTION OF DIRECTOR: DR. CHENMING HU	Management	For	For
1F.	ELECTION OF DIRECTOR: CATHERINE P. LEGO	Management	For	For
1G.	ELECTION OF DIRECTOR: SANJAY MEHROTRA	Management	For	For
1H.	ELECTION OF DIRECTOR: D. SCOTT MERCER	Management	For	For
2.	TO APPROVE AN AMENDMENT TO THE SANDISK CORPORATION 2005 EMPLOYEE STOCK PURCHASE PLANS.	Management	For	For
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 28, 2014.	Management	For	For
4.	TO PASS AN ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against

ORTHOFIX INTERNATIONAL N.V.

Security	N6748L102	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	OFIX	Meeting Date	19-Jun-2014
ISIN	ANN6748L1027	Agenda	934018397 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JAMES F. HINRICHS		For	For
	2 GUY J. JORDAN		For	For
	3 ANTHONY F. MARTIN		For	For
	4 BRADLEY R. MASON		For	For
	5 RONALD A. MATRICARIA		For	For
	6 KATHLEEN T. REGAN		For	For
	7 MARIA SAINZ		For	For
	8 DAVEY S. SCOON		For	For
2.	APPROVAL OF THE CONSOLIDATED BALANCE SHEET AND CONSOLIDATED STATEMENT OF OPERATIONS AT AND FOR THE FISCAL YEAR ENDED DECEMBER 31, 2013.	Management	For	For
3.	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, 2014.	Management	For	For
4.	APPROVAL OF AN ADVISORY AND NON-BINDING RESOLUTION ON EXECUTIVE COMPENSATION.	Management	Abstain	Against

INTELSAT S.A.

Security	L5140P101	Meeting Type	Annual
Ticker Symbol	I	Meeting Date	19-Jun-2014
ISIN	LU0914713705	Agenda	934024085 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	APPROVAL OF STATUTORY STAND-ALONE FINANCIAL STATEMENTS	Management	For	For
2.	APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS	Management	For	For
3.		Management	For	For

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

	APPROVAL OF ALLOCATION OF ANNUAL RESULTS		
4.	APPROVAL OF DECLARATION OF PREFERRED SHARE DIVIDENDS	Management	For
5.	APPROVAL OF DISCHARGE TO DIRECTORS FOR PERFORMANCE	Management	For
6A.	APPROVAL OF CO-OPTATION OF DIRECTOR: JOHN DIERCKSEN	Management	For
6B.	APPROVAL OF CO-OPTATION OF DIRECTOR: ROBERT CALLAHAN	Management	For
7A.	ELECTION OF DIRECTOR: RAYMOND SVIDER	Management	For
7B.	ELECTION OF DIRECTOR: EGON DURBAN	Management	For
7C.	ELECTION OF DIRECTOR: JUSTIN BATEMAN	Management	For
8.	APPROVAL OF DIRECTOR REMUNERATION	Management	For
9.	APPROVAL OF RE-APPOINTMENT OF INDEPENDENT REGISTERED ACCOUNTING FIRM (SEE NOTICE FOR FURTHER DETAILS)	Management	For
10.	APPROVAL OF SHARE REPURCHASES AND TREASURY SHARE HOLDINGS (SEE NOTICE FOR FURTHER DETAILS)	Management	For
11.	ACKNOWLEDGEMENT OF REPORT AND APPROVAL OF AN EXTENSION OF THE VALIDITY PERIOD OF THE AUTHORIZED SHARE CAPITAL AND RELATED AUTHORIZATION AND WAIVER, SUPPRESSION AND WAIVER OF SHAREHOLDER PRE-EMPTIVE RIGHTS (SEE NOTICE FOR FURTHER DETAILS)	Management	Against

SONY CORPORATION

Security	835699307	Meeting Type	Annual
Ticker Symbol	SNE	Meeting Date	19-Jun-2014
ISIN	US8356993076	Agenda	934037804 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		

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

1	KAZUO HIRAI	For	For
2	KENICHIRO YOSHIDA	For	For
3	KANEMITSU ANRAKU	For	For
4	OSAMU NAGAYAMA	For	For
5	TAKAAKI NIMURA	For	For
6	EIKOH HARADA	For	For
7	JOICHI ITO	For	For
8	TIM SCHAAFF	For	For
9	KAZUO MATSUNAGA	For	For
10	KOICHI MIYATA	For	For
11	JOHN V. ROOS	For	For
12	ERIKO SAKURAI	For	For

TO ISSUE STOCK ACQUISITION

2.	RIGHTS FOR THE PURPOSE OF GRANTING STOCK OPTIONS.	Management	For
----	---	------------	-----

VIVENDI SA, PARIS

Security	F97982106	Meeting Type	MIX
Ticker Symbol		Meeting Date	24-Jun-2014
ISIN	FR0000127771	Agenda	705255405 - Management

Item	Proposal	Type	Vote	For/Against Management
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. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE	Non-Voting		
CMMT	DEADLINE DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.	Non-Voting		
CMMT	30 MAY 2014: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING	Non-Voting		

INFORMATION IS AVAIL-ABLE
 BY CLICKING
 ON THE MATERIAL URL LINK:-
<https://balo.journal-officiel.gouv.fr/pdf/2014/0505/201405051401-583.pdf>. PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION TO TEXT
 OF RE-SOLUTION O.7 AND RECEIPT OF ADDITIONAL URL: <http://www.journal-officiel.gouv.fr/pdf/2014/0530/201405301402624.pdf>.IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS.-THANK YOU APPROVAL OF THE REPORTS AND ANNUAL

O.1	CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS ON THE REGULATED AGREEMENTS AND COMMITMENTS ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR, DISTRIBUTION OF THE DIVIDEND AT EUR 1 PER SHARE BY ALLOCATING SHARE PREMIUMS, AND SETTING THE PAYMENT DATE ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. JEAN-FRANCOIS DUBOS, CHAIRMAN OF THE EXECUTIVE BOARD FOR THE 2013 FINANCIAL YEAR	Management	For	For
O.2	CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS ON THE REGULATED AGREEMENTS AND COMMITMENTS ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR, DISTRIBUTION OF THE DIVIDEND AT EUR 1 PER SHARE BY ALLOCATING SHARE PREMIUMS, AND SETTING THE PAYMENT DATE ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. JEAN-FRANCOIS DUBOS, CHAIRMAN OF THE EXECUTIVE BOARD FOR THE 2013 FINANCIAL YEAR	Management	For	For
O.3	CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS ON THE REGULATED AGREEMENTS AND COMMITMENTS ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR, DISTRIBUTION OF THE DIVIDEND AT EUR 1 PER SHARE BY ALLOCATING SHARE PREMIUMS, AND SETTING THE PAYMENT DATE ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. JEAN-FRANCOIS DUBOS, CHAIRMAN OF THE EXECUTIVE BOARD FOR THE 2013 FINANCIAL YEAR	Management	For	For
O.4	CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS ON THE REGULATED AGREEMENTS AND COMMITMENTS ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR, DISTRIBUTION OF THE DIVIDEND AT EUR 1 PER SHARE BY ALLOCATING SHARE PREMIUMS, AND SETTING THE PAYMENT DATE ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. JEAN-FRANCOIS DUBOS, CHAIRMAN OF THE EXECUTIVE BOARD FOR THE 2013 FINANCIAL YEAR	Management	For	For
O.5	CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS ON THE REGULATED AGREEMENTS AND COMMITMENTS ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR, DISTRIBUTION OF THE DIVIDEND AT EUR 1 PER SHARE BY ALLOCATING SHARE PREMIUMS, AND SETTING THE PAYMENT DATE ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. JEAN-FRANCOIS DUBOS, CHAIRMAN OF THE EXECUTIVE BOARD FOR THE 2013 FINANCIAL YEAR	Management	For	For
O.6	CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS ON THE REGULATED AGREEMENTS AND COMMITMENTS ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR, DISTRIBUTION OF THE DIVIDEND AT EUR 1 PER SHARE BY ALLOCATING SHARE PREMIUMS, AND SETTING THE PAYMENT DATE ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. JEAN-FRANCOIS DUBOS, CHAIRMAN OF THE EXECUTIVE BOARD FOR THE 2013 FINANCIAL YEAR	Management	For	For

	CAPRON, EXECUTIVE BOARD MEMBER (UNTIL DECEMBER 31ST, 2013) FOR THE 2013 FINANCIAL YEAR		
O.7	RENEWAL OF TERM OF MRS. ALIZA JABES AS SUPERVISORY BOARD MEMBER	Management	For
O.8	RENEWAL OF TERM OF MR. DANIEL CAMUS AS SUPERVISORY BOARD MEMBER	Management	For
O.9	APPOINTMENT OF MRS. KATIE JACOBS STANTON AS SUPERVISORY BOARD MEMBER	Management	For
O.10	APPOINTMENT OF MRS. VIRGINIE MORGON AS SUPERVISORY BOARD MEMBER	Management	For
O.11	APPOINTMENT OF MR. PHILIPPE BENACIN AS SUPERVISORY BOARD MEMBER	Management	For
O.12	AUTHORIZATION GRANTED TO THE EXECUTIVE BOARD TO ALLOW THE COMPANY TO PURCHASE ITS OWN SHARES	Management	For
E.13	AUTHORIZATION GRANTED TO THE EXECUTIVE BOARD TO REDUCE SHARE CAPITAL BY CANCELLATION OF SHARES	Management	For
E.14	AUTHORIZATION GRANTED TO THE EXECUTIVE BOARD TO CARRY OUT THE ALLOTMENT OF FREE SHARES EXISTING OR TO BE ISSUED, CONDITIONAL OR NOT, TO EMPLOYEES OF THE COMPANY AND AFFILIATED COMPANIES AND CORPORATE OFFICERS WITHOUT SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS IN CASE OF ALLOTMENT OF NEW SHARES	Management	For
E.15	DELEGATION GRANTED TO THE EXECUTIVE BOARD TO DECIDE TO INCREASE SHARE CAPITAL IN FAVOR OF EMPLOYEES AND RETIRED EMPLOYEES WHO ARE	Management	For

PARTICIPATING IN A GROUP SAVINGS
 PLAN
 WITH CANCELLATION OF
 SHAREHOLDERS'
 PREFERENTIAL SUBSCRIPTION
 RIGHTS
 DELEGATION GRANTED TO THE
 EXECUTIVE
 BOARD TO DECIDE TO INCREASE
 SHARE
 CAPITAL IN FAVOR OF EMPLOYEES
 OF
 FOREIGN SUBSIDIARIES OF VIVENDI

E.16 WHO Management For For

ARE PARTICIPATING IN A GROUP
 SAVINGS
 PLAN AND TO IMPLEMENT ANY
 SIMILAR
 PLAN WITH CANCELLATION OF
 SHAREHOLDERS' PREFERENTIAL
 SUBSCRIPTION RIGHTS
 ESTABLISHING THE TERMS AND
 CONDITIONS FOR APPOINTING
 SUPERVISORY BOARD MEMBERS
 REPRESENTING EMPLOYEES IN
 COMPLIANCE WITH THE PROVISIONS
 OF

E.17 ACT OF JUNE 14TH, 2013 RELATING TO Management For For

EMPLOYMENT SECURITY AND
 CONSEQUENTIAL AMENDMENT TO
 ARTICLE
 8 OF THE BYLAWS " SUPERVISORY
 BOARD
 MEMBERS ELECTED BY EMPLOYEES

E.18 POWERS TO CARRY OUT ALL Management For For

FORMALITIES

KIKKOMAN CORPORATION

Security	J32620106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	24-Jun-2014
ISIN	JP3240400006	Agenda	705342929 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For

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

2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
3	Appoint a Corporate Auditor	Management	For	For
4	Appoint a Substitute Corporate Auditor	Management	For	For

TORAY INDUSTRIES,INC.

Security	J89494116	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2014
ISIN	JP3621000003	Agenda	705343527 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2	Amend Articles to: Adopt Reduction of Liability System for Outside Directors	Management	For	For
3.1	Appoint a Director	Management	For	For
3.2	Appoint a Director	Management	For	For
3.3	Appoint a Director	Management	For	For
3.4	Appoint a Director	Management	For	For
3.5	Appoint a Director	Management	For	For
3.6	Appoint a Director	Management	For	For
3.7	Appoint a Director	Management	For	For
3.8	Appoint a Director	Management	For	For
3.9	Appoint a Director	Management	For	For
3.10	Appoint a Director	Management	For	For
3.11	Appoint a Director	Management	For	For
3.12	Appoint a Director	Management	For	For
3.13	Appoint a Director	Management	For	For
3.14	Appoint a Director	Management	For	For
3.15	Appoint a Director	Management	For	For
3.16	Appoint a Director	Management	For	For
3.17	Appoint a Director	Management	For	For
3.18	Appoint a Director	Management	For	For
3.19	Appoint a Director	Management	For	For
3.20	Appoint a Director	Management	For	For
3.21	Appoint a Director	Management	For	For
3.22	Appoint a Director	Management	For	For
3.23	Appoint a Director	Management	For	For
3.24	Appoint a Director	Management	For	For
3.25	Appoint a Director	Management	For	For
3.26	Appoint a Director	Management	For	For
4	Appoint a Substitute Corporate Auditor	Management	For	For
5	Approve Payment of Bonuses to Corporate Officers	Management	For	For

YAKULT HONSHA CO.,LTD.

Security	J95468120	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2014

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

ISIN	JP3931600005	Agenda	705353605 - Management	
Item	Proposal	Type	Vote	For/Against Management
1.1	Appoint a Director	Management	For	For
1.2	Appoint a Director	Management	For	For
1.3	Appoint a Director	Management	For	For
1.4	Appoint a Director	Management	For	For
1.5	Appoint a Director	Management	For	For
1.6	Appoint a Director	Management	For	For
1.7	Appoint a Director	Management	For	For
1.8	Appoint a Director	Management	For	For
1.9	Appoint a Director	Management	For	For
1.10	Appoint a Director	Management	For	For
1.11	Appoint a Director	Management	For	For
1.12	Appoint a Director	Management	For	For
1.13	Appoint a Director	Management	For	For
1.14	Appoint a Director	Management	For	For
1.15	Appoint a Director	Management	For	For
SLM CORPORATION				
Security	78442P106	Meeting Type	Annual	
Ticker Symbol	SLM	Meeting Date	25-Jun-2014	
ISIN	US78442P1066	Agenda	934011797 - Management	
Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL G. CHILD	Management	For	For
1B.	ELECTION OF DIRECTOR: JOSEPH A. DEPAULO	Management	For	For
1C.	ELECTION OF DIRECTOR: CARTER WARREN FRANKE	Management	For	For
1D.	ELECTION OF DIRECTOR: EARL A. GOODE	Management	For	For
1E.	ELECTION OF DIRECTOR: RONALD F. HUNT	Management	For	For
1F.	ELECTION OF DIRECTOR: MARIANNE KELER	Management	For	For
1G.	ELECTION OF DIRECTOR: JED H. PITCHER	Management	For	For
1H.	ELECTION OF DIRECTOR: FRANK C. PULEO	Management	For	For
1I.	ELECTION OF DIRECTOR: RAYMOND J. QUINLAN	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM N. SHIEBLER	Management	For	For
1K.	ELECTION OF DIRECTOR: ROBERT S. STRONG	Management	For	For
2.	ADVISORY APPROVAL OF SLM CORPORATION'S EXECUTIVE	Management	Abstain	Against

COMPENSATION.
RATIFICATION OF THE APPOINTMENT
OF

- | | | | | |
|---|---|-------------|---------|---------|
| 3. | KPMG LLP AS SLM CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
| APPROVAL OF AN AMENDMENT TO THE LIMITED LIABILITY COMPANY AGREEMENT | | | | |
| 4. | OF NAVIENT, LLC TO ELIMINATE THE PROVISION REQUIRING SLM CORPORATION STOCKHOLDERS TO APPROVE CERTAIN ACTIONS. | Management | For | For |
| APPROVAL OF AN AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION OF SLM CORPORATION, | | | | |
| 5. | AS AMENDED, TO ELIMINATE CUMULATIVE VOTING. | Management | Against | Against |
| STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS. | | | | |
| 6. | STOCKHOLDER PROPOSAL REGARDING | Shareholder | For | |
| DISCLOSURE OF LOBBYING EXPENDITURES AND CONTRIBUTIONS. | | | | |
| 7. | DISCLOSURE OF LOBBYING EXPENDITURES AND CONTRIBUTIONS. | Shareholder | Against | For |

YAHOO! INC.

Security	984332106	Meeting Type	Annual
Ticker Symbol	YHOO	Meeting Date	25-Jun-2014
ISIN	US9843321061	Agenda	934015365 - Management

Item	Proposal	Type	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID FILO	Management	For	For
1B.	ELECTION OF DIRECTOR: SUSAN M. JAMES	Management	For	For
1C.	ELECTION OF DIRECTOR: MAX R. LEVCHIN	Management	For	For
1D.	ELECTION OF DIRECTOR: MARISSA A. MAYER	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS J. MCINERNEY	Management	For	For
1F.	ELECTION OF DIRECTOR: CHARLES R. SCHWAB	Management	For	For
1G.		Management	For	For

	ELECTION OF DIRECTOR: H. LEE SCOTT, JR.		
	ELECTION OF DIRECTOR: JANE E. SHAW, PH.D.	Management	For
1H.		For	For
	ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR.	Management	For
1I.		For	For
	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain
2.		Abstain	Against
	APPROVAL OF AMENDMENT AND RESTATEMENT OF THE COMPANY'S 1995 STOCK PLAN, INCLUDING AN INCREASE IN THE NUMBER OF SHARES AVAILABLE FOR GRANT UNDER THE PLAN.	Management	For
3.		For	For
	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
4.		For	For
	APPROVAL OF AN AMENDMENT TO THE COMPANY'S BYLAWS TO PROVIDE SHAREHOLDERS WITH THE RIGHT TO CALL SPECIAL MEETINGS.	Management	For
5.		For	For
	SHAREHOLDER PROPOSAL REGARDING A BOARD COMMITTEE ON HUMAN RIGHTS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder	Against
6.		Against	For
	SHAREHOLDER PROPOSAL REGARDING LOBBYING DISCLOSURE, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder	Against
7.		Against	For
	SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTION DISCLOSURE, IF PROPERLY PRESENTED AT THE	Shareholder	Against
8.		Against	For

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

ANNUAL
MEETING.

FLY LEASING LTD

Security	34407D109	Meeting Type	Annual
Ticker Symbol	FLY	Meeting Date	25-Jun-2014
ISIN	US34407D1090	Agenda	934025873 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO RE-ELECT ERIK G. BRAATHEN AS A DIRECTOR OF THE COMPANY.	Management	For	For
2.	TO RE-ELECT JOSEPH M. DONOVAN AS A DIRECTOR OF THE COMPANY.	Management	For	For
3.	TO RE-ELECT PAT O'BRIEN AS A DIRECTOR OF THE COMPANY.	Management	For	For
4.	TO RE-ELECT SUSAN M. WALTON AS A DIRECTOR OF THE COMPANY.	Management	For	For
5.	TO APPOINT ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS AND TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY (THE "BOARD") TO DETERMINE THEIR REMUNERATION.	Management	For	For

ELECTRIC POWER DEVELOPMENT CO.,LTD.

Security	J12915104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3551200003	Agenda	705343286 - Management

Item	Proposal	Type	Vote	For/Against Management
1	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For
2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
2.12	Appoint a Director	Management	For	For
2.13	Appoint a Director	Management	For	For

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

3	Appoint a Corporate Auditor	Management	For	
NISSIN FOODS HOLDINGS CO.,LTD.				
Security	J58063124	Meeting Type		Annual General Meeting
Ticker Symbol		Meeting Date		26-Jun-2014
ISIN	JP3675600005	Agenda		705347107 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For
2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
2.12	Appoint a Director	Management	For	For
3	Appoint a Corporate Auditor	Management	For	For
4	Appoint a Substitute Corporate Auditor	Management	For	For
5	Amend the Compensation to be received by Directors	Management	For	For

CHUBU ELECTRIC POWER COMPANY, INCORPORATED

Security	J06510101	Meeting Type		Annual General Meeting
Ticker Symbol		Meeting Date		26-Jun-2014
ISIN	JP3526600006	Agenda		705347513 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Amend Articles to:Expand Business Lines	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For
2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
2.12	Appoint a Director	Management	For	For
3	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
4	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For

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

5	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against	For
8	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For
9	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For

TOHOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J85108108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3605400005	Agenda	705347525 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For
2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
2.12	Appoint a Director	Management	For	For
2.13	Appoint a Director	Management	For	For
2.14	Appoint a Director	Management	For	For
2.15	Appoint a Director	Management	For	For
2.16	Appoint a Director	Management	For	For
3	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
4	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For

THE CHUGOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J07098106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3522200009	Agenda	705352350 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For

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

2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For
2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
2.12	Appoint a Director	Management	For	For
2.13	Appoint a Director	Management	For	For
2.14	Appoint a Director	Management	For	For
2.15	Appoint a Director	Management	For	For
3	Appoint a Corporate Auditor	Management	For	For
4	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
8	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against	For

HOKURIKU ELECTRIC POWER COMPANY

Security	J22050108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3845400005	Agenda	705352362 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director	Management	For	For
2.2	Appoint a Director	Management	For	For
2.3	Appoint a Director	Management	For	For
2.4	Appoint a Director	Management	For	For
2.5	Appoint a Director	Management	For	For
2.6	Appoint a Director	Management	For	For
2.7	Appoint a Director	Management	For	For
2.8	Appoint a Director	Management	For	For
2.9	Appoint a Director	Management	For	For
2.10	Appoint a Director	Management	For	For
2.11	Appoint a Director	Management	For	For
3	Appoint a Corporate Auditor	Management	For	For
4	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
6		Shareholder	Against	For

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

	Shareholder Proposal: Amend Articles of Incorporation (3)		
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against For
8	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against For

SHIKOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J72079106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3350800003	Agenda	705352374 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1.1	Appoint a Director	Management	For	For
1.2	Appoint a Director	Management	For	For
1.3	Appoint a Director	Management	For	For
1.4	Appoint a Director	Management	For	For
1.5	Appoint a Director	Management	For	For
1.6	Appoint a Director	Management	For	For
1.7	Appoint a Director	Management	For	For
1.8	Appoint a Director	Management	For	For
1.9	Appoint a Director	Management	For	For
1.10	Appoint a Director	Management	For	For
1.11	Appoint a Director	Management	For	For
1.12	Appoint a Director	Management	For	For
1.13	Appoint a Director	Management	For	For
1.14	Appoint a Director	Management	For	For
2	Appoint a Corporate Auditor	Management	For	For
3	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
4	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For

KYUSHU ELECTRIC POWER COMPANY, INCORPORATED

Security	J38468104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3246400000	Agenda	705352386 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Amend Articles to: Adopt Reduction of Liability System for Outside Directors and Outside Corporate Auditors	Management	For	For
2	Amend Articles to: Issue Preferred Shares	Management	Abstain	Against
3	Approve Issuance of Class A Preferred Shares by Third Party Allotment	Management	Abstain	Against

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

4.1	Appoint a Director	Management	For	For
4.2	Appoint a Director	Management	For	For
4.3	Appoint a Director	Management	For	For
4.4	Appoint a Director	Management	For	For
4.5	Appoint a Director	Management	For	For
4.6	Appoint a Director	Management	For	For
4.7	Appoint a Director	Management	For	For
4.8	Appoint a Director	Management	For	For
4.9	Appoint a Director	Management	For	For
4.10	Appoint a Director	Management	For	For
4.11	Appoint a Director	Management	For	For
4.12	Appoint a Director	Management	For	For
4.13	Appoint a Director	Management	For	For
5	Appoint a Corporate Auditor	Management	For	For
6	Appoint a Substitute Corporate Auditor	Management	For	For
7	Shareholder Proposal: Amend Articles of Incorporation (Require Change of Articles for Business Lines from Heat Supply to Combined Heat and Power)	Shareholder	Against	For
8	Shareholder Proposal: Amend Articles of Incorporation (Require Additional Article of Withdrawing from the Business of Nuclear Fuel Cycle Business)	Shareholder	Against	For
9	Shareholder Proposal: Amend Articles of Incorporation (Require Additional Article of Keeping Nuclear Reactors Offline until Local Governments Develop Effective Evacuation Plan)	Shareholder	Against	For
10	Shareholder Proposal: Amend Articles of Incorporation (Require Additional Article of Reviewing Cost of Nuclear Power Generation in Total Cost)	Shareholder	Against	For
11	Shareholder Proposal: Amend Articles of Incorporation (Require Additional Article of Decommissioning the Sendai Nuclear Power Station)	Shareholder	Against	For

HOKKAIDO ELECTRIC POWER COMPANY, INCORPORATED

Security	J21378104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3850200001	Agenda	705352398 - Management

Item	Proposal	Type	Vote	For/Against Management
1	Please reference meeting materials. Approve Reduction of Capital Reserve and Retained Earnings Reserve and	Non-Voting Management	For	For

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

	Appropriation of Surplus		
2	Amend Articles to: Expand Business Lines	Management	For
3	Amend Articles to: Issue Preferred Shares	Management	Abstain
4	Approve Issuance of Class A Preferred Shares	Management	Abstain
	by Third Party Allotment		
5.1	Appoint a Director	Management	For
5.2	Appoint a Director	Management	For
5.3	Appoint a Director	Management	For
5.4	Appoint a Director	Management	For
5.5	Appoint a Director	Management	For
5.6	Appoint a Director	Management	For
5.7	Appoint a Director	Management	For
5.8	Appoint a Director	Management	For
5.9	Appoint a Director	Management	For
5.10	Appoint a Director	Management	For
5.11	Appoint a Director	Management	For
5.12	Appoint a Director	Management	For
6	Appoint a Corporate Auditor	Management	For
7	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against
8	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against
9	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against
10	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against
11	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against
12	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder	Against

THE KANSAI ELECTRIC POWER COMPANY, INCORPORATED

Security	J30169106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2014
ISIN	JP3228600007	Agenda	705357665 - Management

Item	Proposal	Type	Vote	For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus	Non-Voting Management	For	For
2	Amend Articles to: Adopt Reduction of Liability	Management	For	For
	System for Outside Directors and Outside Corporate Auditors			
3.1	Appoint a Director	Management	For	For
3.2	Appoint a Director	Management	For	For
3.3	Appoint a Director	Management	For	For
3.4	Appoint a Director	Management	For	For
3.5	Appoint a Director	Management	For	For
3.6	Appoint a Director	Management	For	For

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

3.7	Appoint a Director	Management	For	For
3.8	Appoint a Director	Management	For	For
3.9	Appoint a Director	Management	For	For
3.10	Appoint a Director	Management	For	For
3.11	Appoint a Director	Management	For	For
3.12	Appoint a Director	Management	For	For
3.13	Appoint a Director	Management	For	For
3.14	Appoint a Director	Management	For	For
3.15	Appoint a Director	Management	For	For
3.16	Appoint a Director	Management	For	For
4	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
8	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against	For
9	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder	Against	For
10	Shareholder Proposal: Amend Articles of Incorporation (7)	Shareholder	Against	For
11	Shareholder Proposal: Approve Appropriation of Surplus	Shareholder	Against	For
12	Shareholder Proposal: Remove a Director	Shareholder	Against	For
13	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
14	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
15	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
16	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
17	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against	For
18	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
19	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
20	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
21	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
22	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against	For
23	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
24		Shareholder	Against	For

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

	Shareholder Proposal: Amend Articles of Incorporation (2)		
25	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against For
26	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against For
27	Shareholder Proposal: Appoint a Director	Shareholder	Against For
28	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against For

LIBERTY GLOBAL PLC.

Security	G5480U104	Meeting Type	Annual
Ticker Symbol	LBTYA	Meeting Date	26-Jun-2014
ISIN	GB00B8W67662	Agenda	934017155 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	TO ELECT MIRANDA CURTIS AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017.	Management	For	For
2.	TO ELECT JOHN W. DICK AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017.	Management	For	For
3.	TO ELECT J.C. SPARKMAN AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017.	Management	For	For
4.	TO ELECT J. DAVID WARGO AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017.	Management	For	For
5.	TO APPROVE THE DIRECTORS' COMPENSATION POLICY CONTAINED IN APPENDIX A OF LIBERTY GLOBAL'S PROXY STATEMENT FOR THE 2014 ANNUAL GENERAL MEETING OF	Management	For	For

SHAREHOLDERS (IN ACCORDANCE WITH REQUIREMENTS APPLICABLE TO UNITED KINGDOM (U.K.) COMPANIES) TO BE EFFECTIVE AS OF THE DATE OF THE 2014 ANNUAL GENERAL MEETING OF SHAREHOLDERS.

- | | | | | |
|----|---|------------|---------|---------|
| 6. | <p>TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN LIBERTY GLOBAL'S PROXY STATEMENT FOR THE 2014 ANNUAL GENERAL MEETING OF SHAREHOLDERS PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS SECTION, THE SUMMARY COMPENSATION TABLE AND OTHER RELATED TABLES AND DISCLOSURE. THE OPTION OF ONCE EVERY ONE YEAR, TWO YEARS, OR THREE YEARS THAT RECEIVES A MAJORITY OF THE AFFIRMATIVE VOTES CAST FOR THIS RESOLUTION WILL BE DETERMINED TO BE</p> | Management | Abstain | Against |
| 7. | <p>THE FREQUENCY FOR THE ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED PURSUANT TO THE SECURITIES AND EXCHANGE COMMISSION'S COMPENSATION DISCLOSURE RULES.</p> | Management | Abstain | Against |
| 8. | <p>TO APPROVE, ON AN ADVISORY BASIS, THE ANNUAL REPORT ON THE IMPLEMENTATION OF THE DIRECTORS' COMPENSATION POLICY FOR THE YEAR ENDED DECEMBER 31, 2013, CONTAINED IN APPENDIX A OF THE PROXY STATEMENT (IN</p> | Management | For | For |

ACCORDANCE WITH REQUIREMENTS APPLICABLE TO U.K. COMPANIES).

9. TO RATIFY THE APPOINTMENT OF KPMG LLP (U.S.) AS LIBERTY GLOBAL'S INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2014. TO APPOINT KPMG LLP (U.K.) AS LIBERTY GLOBAL'S U.K. STATUTORY AUDITOR UNDER THE U.K. COMPANIES ACT 2006 (TO
10. HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE LIBERTY GLOBAL). TO AUTHORIZE THE AUDIT COMMITTEE OF
11. LIBERTY GLOBAL'S BOARD OF DIRECTORS TO DETERMINE THE U.K. STATUTORY AUDITOR'S COMPENSATION.

MORINAGA MILK INDUSTRY CO.,LTD.

Security	J46410114	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Jun-2014
ISIN	JP3926800008	Agenda	705347587 - Management

Item	Proposal	Type	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2	Amend Articles to:Expand Business Lines	Management	For	For
3	Appoint a Director	Management	For	For
4	Appoint a Substitute Corporate Auditor	Management	For	For

MEDIVATION, INC.

Security	58501N101	Meeting Type	Annual
Ticker Symbol	MDVN	Meeting Date	27-Jun-2014
ISIN	US58501N1019	Agenda	934017939 - Management

Item	Proposal	Type	Vote	For/Against Management
1.	DIRECTOR	Management		
1	DANIEL D. ADAMS		For	For
2	KIM D. BLICKENSTAFF		For	For
3	KATHRYN E. FALBERG		For	For
4	DAVID T. HUNG, M.D.		For	For
5	C. PATRICK MACHADO		For	For

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

6	DAWN SVORONOS		For	For
7	W. ANTHONY VERNON		For	For
8	WENDY L. YARNO		For	For

TO RATIFY THE SELECTION BY THE
AUDIT
COMMITTEE OF THE BOARD OF
DIRECTORS
OF PRICEWATERHOUSECOOPERS LLP

2.	AS MEDIVATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
----	--	------------	-----	-----

3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF MEDIVATION'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.	Management	Abstain	Against
----	---	------------	---------	---------

4.	TO APPROVE THE MEDIVATION, INC. AMENDED AND RESTATED 2004 EQUITY INCENTIVE AWARD PLAN.	Management	Against	Against
----	---	------------	---------	---------

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.

Registrant The Gabelli Dividend & Income Trust

By (Signature and Title)* /s/ Bruce N. Alpert
Bruce N. Alpert, Principal Executive Officer

Date 8/13/14

*Print the name and title of each signing officer under his or her signature.

