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

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANY

Investment Company Act file number 811-21455

Claymore Dividend & Income Fund

(Exact name of registrant as specified in charter)

2455 Corporate West Drive
Lisle, IL 60532

(Address of principal executive offices) (Zip code)

J. Thomas Futrell
2455 Corporate West Drive
Lisle, IL 60532

(Name and address of agent for service)

Registrant's telephone number, including area code: (630) 505-3700

Date of fiscal year end: October 31

Date of reporting period: July 1, 2008 - June 30, 2009

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

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

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Item 1. Proxy Voting Record.

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

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

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

AETNA INC.

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

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1A | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1B | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1C | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1D | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1E | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1F | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1G | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1H | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1I | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1J | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1K | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1L | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1M | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 02 | RATIFY APPOINTMENT OF INDEPENDENT AUDITORS | FOR | FOR | Management |
| 03 | S/H PROPOSAL - ADOPT CUMULATIVE VOTING | AGAINST | AGAINST | Shareholder |
| 04 | MISCELLANEOUS SHAREHOLDER PROPOSAL | AGAINST | AGAINST | Shareholder |

ALTRIA GROUP, INC.

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

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

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

AMERICAN EXPRESS COMPANY

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

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

ANADARKO PETROLEUM CORPORATION

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

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

APACHE CORPORATION

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

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

APOLLO INVESTMENT CORPORATION

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

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

BANK OF AMERICA CORPORATION

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

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

BANK OF AMERICA CORPORATION

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

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

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

BONAVISTA ENERGY TRUST

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

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

CATERPILLAR INC.

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

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

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

CHESAPEAKE ENERGY CORPORATION

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

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

CHEVRON CORPORATION

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

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

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

CITIGROUP INC.

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

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

CONOCOPHILLIPS

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

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

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

CONTRANS INCOME FUND

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

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

DEVON ENERGY CORPORATION

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

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

EVERGREEN INCOME ADVANTAGE FUND

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

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

EVERGREEN INCOME ADVANTAGE FUND

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

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

GENERAL ELECTRIC COMPANY

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

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

HELIOS FUNDS

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

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NEWMONT MINING CORPORATION

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

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

NORTHROP GRUMMAN CORPORATION

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

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

NUVEEN PREFERRED & CONVERTIBLE INCOME 2

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

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

NUVEEN QUALITY PREFERRED INCOME FUND 2

Ticker: JPS Security ID: 67072C105
 Meeting Date: OCT 28, 2008 Meeting Type: Annual
 Record Date: MAY 2, 2008

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

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105
 Meeting Date: MAY 1, 2009 Meeting Type: Annual
 Record Date: MAR 11, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1A | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1B | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1C | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1D | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1E | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1F | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1G | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1H | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1I | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1J | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1K | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1L | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 02 | RATIFY APPOINTMENT OF INDEPENDENT AUDITORS | FOR | FOR | Management |
| 03 | RESTORE RIGHT TO CALL A SPECIAL MEETING | FOR | FOR | Management |
| 04 | S/H PROPOSAL - ENVIRONMENTAL | AGAINST | AGAINST | Shareholder |

PFIZER INC.

Ticker: PFE Security ID: 717081103
 Meeting Date: APR 23, 2009 Meeting Type: Annual
 Record Date: FEB 24, 2009

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-----------------------|---------|-----------|------------|
| 1A | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1B | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1C | ELECTION OF DIRECTORS | FOR | FOR | Management |
| 1D | ELECTION OF DIRECTORS | FOR | FOR | Management |

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

PHILIP MORRIS INTERNATIONAL INC.

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

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

PIONEER HIGH INCOME TRUST

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

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

STAPLES, INC.

Ticker: SPLS Security ID: 855030102

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Meeting Date: JUN 9, 2009 Meeting Type: Annual

Record Date: APR 13, 2009

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

THE ALLSTATE CORPORATION

Ticker: ALL Security ID: 020002101

Meeting Date: MAY 19, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

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

THE GOLDMAN SACHS GROUP, INC.

Ticker: GS Security ID: 38141G104

Meeting Date: MAY 8, 2009 Meeting Type: Annual

Record Date: MAR 9, 2009

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

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

THE HARTFORD FINANCIAL SVCS GROUP, INC.

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

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

THE PNC FINANCIAL SERVICES GROUP, INC.

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

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

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UNITEDHEALTH GROUP INCORPORATED

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

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

VALERO ENERGY CORPORATION

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

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

VERIZON COMMUNICATIONS INC.

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

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

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

WACHOVIA CORPORATION

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

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

WELLS FARGO & COMPANY

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

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

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

ZIMMER HOLDINGS, INC.

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

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

===== END NPX REPORT

SIGNATURES

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

Claymore Dividend & Income Fund

By: /s/ J. Thomas Futrell

Name: J. Thomas Futrell
Title: Chief Executive Officer
Date: August 17, 2009