

DIVIDEND & INCOME FUND  
Form N-PX  
August 03, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF  
REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-08747

Dividend and Income Fund  
(Exact name of registrant as specified in charter)

11 Hanover Square, 12th Floor, New York, NY 10005  
(Address of principal executive offices) (Zip code)

John F. Ramirez, Esq.  
Dividend and Income Fund  
11 Hanover Square, 12th Floor  
New York, NY 10005

Registrant's telephone number, including area code: 1-212-785-0900

Date of fiscal year end: 12/31

Date of reporting period: 07/01/2014 - 06/30/2015

#### Item 1. Proxy Voting Record

The information contained herein discloses the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
- (d) The shareholder meeting date;
- (e) A brief identification of the matter voted on;
- (f) Whether the matter was proposed by the issuer or by a security holder;

- (g) Whether the registrant cast its vote on the matter;
- (h) How the registrant cast its vote; and
- (i) Whether the registrant cast its vote for or against management.



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Dividend and Income Fund

| ACE LIMITED<br>Meeting Date: MAY 21, 2015<br>Record Date: MAR 27, 2015<br>Meeting Type: ANNUAL |   |             |                           |           |
|--|---|-------------|---------------------------|-----------|
| Ticker: ACE<br>Security ID: H0023R105  |   |             |                           |           |
| Proposal No  | Proposal  | Proposed By | Management Recommendation | Vote Cast |
| 1  | Accept Financial Statements and Statutory Reports   | Management  | For                       | For       |
| 2.1  | Allocate Disposable Profit  | Management  | For                       | For       |
| 2.2  | Approve Dividend Distribution From Legal Reserves Through Capital Contributions Reserve Subaccount      | Management  | For                       | For       |
| 3  | Approve Discharge of Board and Senior Management  | Management  | For                       | For       |
| 4.1  | Ratify PricewaterhouseCoopers AG (Zurich) as Auditors   | Management  | For                       | For       |
| 4.2  | Ratify PricewaterhouseCoopers LLP (United States) as Independent Registered Accounting Firm as Auditors | Management  | For                       | For       |
| 4.3  | Ratify BDO AG (Zurich) as Special Auditors  | Management  | For                       | For       |
| 5.1  | Elect Director Evan G. Greenberg  | Management  | For                       | For       |
| 5.2  | Elect Director Robert M. Hernandez  | Management  | For                       | For       |
| 5.3  | Elect Director Michael G. Atieh   | Management  | For                       | For       |
| 5.4  | Elect Director Mary A. Cirillo  | Management  | For                       | For       |
| 5.5  | Elect Director Michael P. Connors   | Management  | For                       | For       |
| 5.6  | Elect Director John Edwardson   | Management  | For                       | For       |
| 5.7  | Elect Director Peter Menikoff   | Management  | For                       | For       |
| 5.8  | Elect Director Leo F. Mullin  | Management  | For                       | For       |
| 5.9  | Elect Director Kimberly Ross  | Management  | For                       | For       |
| 5.10   | Elect Director Robert Scully  | Management  | For                       | For       |
| 5.11   | Elect Director Eugene B. Shanks, Jr.  | Management  | For                       | For       |
| 5.12   | Elect Director Theodore E. Shasta   | Management  | For                       | For       |
| 5.13   | Elect Director David Sidwell  | Management  | For                       | For       |
| 5.14   | Elect Director Olivier Steimer  | Management  | For                       | For       |
| 6  | Elect Evan G. Greenberg as Board Chairman   | Management  | For                       | Against   |
| 7.1  | Appoint Michael P. Connors as Member of the Compensation Committee                                      | Management  | For                       | For       |
| 7.2  | Appoint Mary A. Cirillo as Member of the Compensation Committee   | Management  | For                       | For       |
| 7.3  | Appoint John Edwardson as Member of the Compensation Committee  | Management  | For                       | For       |

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|      |   |            |     |         |
|------|---|------------|-----|---------|
| 7.4  | Appoint Robert M. Hernandez as Member of the Compensation Committee   | Management | For | For     |
| 8    | Designate Homburger AG as Independent Proxy   | Management | For | For     |
| 9    | Amend Articles Re: Implement New Requirements Regarding Elections, Related Corporate Governance and Certain Other Matters                       | Management | For | For     |
| 10   | Amend Articles Re: Implement New Requirements Regarding the Compensation of the Board of Directors and Executive Management and Related Matters | Management | For | Against |
| 11.1 | Approve Compensation of the Board of Directors until the Next Annual General Meeting  | Management | For | For     |
| 11.2 | Approve Compensation of Executive Management for the Next Calendar Year   | Management | For | Against |
| 12   | Advisory Vote to Ratify Named Executive Officers' Compensation  | Management | For | For     |
| 13   | Transact Other Business (Voting)  | Management | For | Against |

AGCO CORPORATION  
Meeting Date: APR 23, 2015  
Record Date: MAR 13, 2015  
Meeting Type: ANNUAL

Ticker: AGCO  
Security ID: 001084102

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director Roy V. Armes                                    | Management         | For                              | For              |
| 1.2                | Elect Director Michael C. Arnold                               | Management         | For                              | For              |
| 1.3                | Elect Director P. George Benson                                | Management         | For                              | For              |
| 1.4                | Elect Director Wolfgang Deml                                   | Management         | For                              | For              |
| 1.5                | Elect Director Luiz F. Furlan                                  | Management         | For                              | For              |
| 1.6                | Elect Director George E. Minnich                               | Management         | For                              | For              |
| 1.7                | Elect Director Martin H. Richenhagen                           | Management         | For                              | For              |
| 1.8                | Elect Director Gerald L. Shaheen                               | Management         | For                              | For              |
| 1.9                | Elect Director Mallika Srinivasan                              | Management         | For                              | For              |
| 1.10               | Elect Director Hendrikus Visser                                | Management         | For                              | For              |
| 2                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 3                  | Ratify KPMG LLP as Auditors                                    | Management         | For                              | For              |

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| ALTERA CORPORATION         |  |             |                           |           |
|----------------------------|--|-------------|---------------------------|-----------|
| Meeting Date: MAY 11, 2015 |  |             |                           |           |
| Record Date: MAR 13, 2015  |  |             |                           |           |
| Meeting Type: ANNUAL       |  |             |                           |           |
| Ticker: ALTR               |  |             |                           |           |
| Security ID: 021441100     |  |             |                           |           |
| Proposal No                | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a                         | Elect Director John P. Daane                                   | Management  | For                       | For       |
| 1b                         | Elect Director T. Michael Nevens                               | Management  | For                       | For       |
| 1c                         | Elect Director A. Blaine Bowman                                | Management  | For                       | For       |
| 1d                         | Elect Director Elisha W. Finney                                | Management  | For                       | For       |
| 1e                         | Elect Director Kevin McGarity                                  | Management  | For                       | For       |
| 1f                         | Elect Director Krish A. Prabhu                                 | Management  | For                       | For       |
| 1g                         | Elect Director Shane V. Robison                                | Management  | For                       | For       |
| 1h                         | Elect Director John Shoemaker                                  | Management  | For                       | For       |
| 1i                         | Elect Director Thomas H. Waechter                              | Management  | For                       | For       |
| 2                          | Amend Omnibus Stock Plan                                       | Management  | For                       | For       |
| 3                          | Amend Qualified Employee Stock Purchase Plan                   | Management  | For                       | For       |
| 4                          | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | Against   |
| 5                          | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For                       | For       |
| 6                          | Require Independent Board Chairman                             | Shareholder | Against                   | For       |
| AMERICAN EXPRESS COMPANY   |  |             |                           |           |
| Meeting Date: MAY 11, 2015 |  |             |                           |           |
| Record Date: MAR 13, 2015  |  |             |                           |           |
| Meeting Type: ANNUAL       |  |             |                           |           |
| Ticker: AXP                |  |             |                           |           |
| Security ID: 025816109     |  |             |                           |           |
| Proposal No                | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a                         | Elect Director Charlene Barshefsky                             | Management  | For                       | For       |
| 1b                         | Elect Director Ursula M. Burns                                 | Management  | For                       | For       |
| 1c                         | Elect Director Kenneth I. Chenault                             | Management  | For                       | For       |
| 1d                         | Elect Director Peter Chernin                                   | Management  | For                       | For       |
| 1e                         | Elect Director Anne Lauvergeon                                 | Management  | For                       | For       |
| 1f                         | Elect Director Michael O. Leavitt                              | Management  | For                       | For       |
| 1g                         | Elect Director Theodore J. Leonsis                             | Management  | For                       | For       |

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|    |  |             |         |         |
|----|--|-------------|---------|---------|
| 1h | Elect Director Richard C. Levin  | Management  | For     | For     |
| 1i | Elect Director Samuel J. Palmisano   | Management  | For     | For     |
| 1j | Elect Director Daniel L. Vasella   | Management  | For     | For     |
| 1k | Elect Director Robert D. Walter  | Management  | For     | For     |
| 1l | Elect Director Ronald A. Williams  | Management  | For     | For     |
| 2  | Ratify PricewaterhouseCoopers LLP as Auditors  | Management  | For     | For     |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation                               | Management  | For     | For     |
| 4  | Prepare Employment Diversity Report  | Shareholder | Against | For     |
| 5  | Report on Board Oversight of Privacy and Data Security and Requests for Customer Information | Shareholder | Against | For     |
| 6  | Provide Right to Act by Written Consent  | Shareholder | Against | For     |
| 7  | Report on Lobbying Payments and Policy   | Shareholder | Against | For     |
| 8  | Require Independent Board Chairman   | Shareholder | Against | Against |

AMGEN INC.

Meeting Date: MAY 14, 2015

Record Date: MAR 16, 2015

Meeting Type: ANNUAL

Ticker: AMGN

Security ID: 031162100

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director David Baltimore                                 | Management         | For                              | For              |
| 1.2                | Elect Director Frank J. Biondi, Jr.                            | Management         | For                              | For              |
| 1.3                | Elect Director Robert A. Bradway                               | Management         | For                              | For              |
| 1.4                | Elect Director Francois de Carbonnel                           | Management         | For                              | For              |
| 1.5                | Elect Director Vance D. Coffman                                | Management         | For                              | For              |
| 1.6                | Elect Director Robert A. Eckert                                | Management         | For                              | For              |
| 1.7                | Elect Director Greg C. Garland                                 | Management         | For                              | For              |
| 1.8                | Elect Director Rebecca M. Henderson                            | Management         | For                              | For              |
| 1.9                | Elect Director Frank C. Herringer                              | Management         | For                              | For              |
| 1.10               | Elect Director Tyler Jacks                                     | Management         | For                              | For              |
| 1.11               | Elect Director Judith C. Pelham                                | Management         | For                              | For              |
| 1.12               | Elect Director Ronald D. Sugar                                 | Management         | For                              | For              |
| 1.13               | Elect Director R. Sanders Williams                             | Management         | For                              | For              |
| 2                  | Ratify Ernst & Young LLP as Auditors                           | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |

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|   |  |             |         |         |
|---|--|-------------|---------|---------|
| 4 | Provide Vote Counting to Exclude Abstentions | Shareholder | Against | Against |
|---|--|-------------|---------|---------|

ANTHEM, INC.  
 Meeting Date: MAY 13, 2015  
 Record Date: MAR 19, 2015  
 Meeting Type: ANNUAL

Ticker: ANTM  
 Security ID: 036752103

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1a          | Elect Director Julie A. Hill                                   | Management  | For                       | For       |
| 1b          | Elect Director Ramiro G. Peru                                  | Management  | For                       | For       |
| 1c          | Elect Director John H. Short                                   | Management  | For                       | For       |
| 2           | Ratify Ernst & Young LLP as Auditors                           | Management  | For                       | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 4           | Declassify the Board of Directors                              | Shareholder | None                      | For       |
| 5           | Proxy Access   | Shareholder | Against                   | For       |

AUSTRALIA AND NEW ZEALAND BANKING GROUP LTD.  
 Meeting Date: DEC 18, 2014  
 Record Date: DEC 16, 2014  
 Meeting Type: ANNUAL

Ticker: ANZ  
 Security ID: Q09504137

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 2           | Approve the Remuneration Report  | Management  | For                       | For       |
| 3           | Approve the Grant of Performance Rights to Michael Smith, Chief Executive Officer of the Company | Management  | For                       | For       |
| 4a          | Elect D. M. Gonski as Director   | Management  | For                       | For       |
| 4b          | Elect J. T. Macfarlane as Director   | Management  | For                       | For       |
| 4c          | Elect I. R. Atlas as Director  | Management  | For                       | For       |
| 5           | Approve the Amendments to the Australia and New Zealand Banking Group Ltd. Constitution          | Shareholder | Against                   | Against   |

BANCO SANTANDER BRASIL SA  
 Meeting Date: JAN 23, 2015  
 Record Date: JAN 02, 2015  
 Meeting Type: SPECIAL



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| Ticker: SANB11<br>Security ID: 05967A107 |                             |             |                           |           |
|--|-----------------------------|-------------|---------------------------|-----------|
| Proposal No                              | Proposal                    | Proposed By | Management Recommendation | Vote Cast |
| 1  | Approve Deferred Bonus Plan | Management  | For                       | For       |
| 2  | Amend Articles              | Management  | For                       | For       |
| 3  | Consolidate Bylaws          | Management  | For                       | For       |

| BANCO SANTANDER BRASIL SA<br>Meeting Date: MAR 03, 2015<br>Record Date: FEB 09, 2015<br>Meeting Type: SPECIAL |                                  |             |                           |           |
|---|----------------------------------|-------------|---------------------------|-----------|
| Ticker: SANB11<br>Security ID: 05967A107  |                                  |             |                           |           |
| Proposal No   | Proposal                         | Proposed By | Management Recommendation | Vote Cast |
| 1   | Elect Director as Board Chairman | Management  | For                       | For       |
| 2   | Ratify Board of Directors        | Management  | For                       | For       |

| BANCO SANTANDER BRASIL SA<br>Meeting Date: APR 30, 2015<br>Record Date: APR 09, 2015<br>Meeting Type: ANNUAL/SPECIAL |   |             |                           |           |
|--|---|-------------|---------------------------|-----------|
| Ticker: SANB11<br>Security ID: 05967A107   |   |             |                           |           |
| Proposal No  | Proposal  | Proposed By | Management Recommendation | Vote Cast |
| a  | Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2014 | Management  | For                       | For       |
| b  | Approve Allocation of Income and Dividends  | Management  | For                       | For       |
| c  | Elect Directors   | Management  | For                       | For       |
| d  | Approve Remuneration of Company's Management  | Management  | For                       | Against   |
| a  | Alter Dividend Payment Date   | Management  | For                       | For       |
| b  | Approve Deferred Bonus Plan   | Management  | For                       | For       |

| BARRICK GOLD CORPORATION<br>Meeting Date: APR 28, 2015<br>Record Date: FEB 27, 2015<br>Meeting Type: ANNUAL |          |             |  |  |
|---|----------|-------------|--|--|
| Ticker: ABX<br>Security ID: 067901108   |          |             |  |  |
|   | Proposal | Proposed By |  |  |

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| <b>Proposal No</b> |  |            | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|------------|----------------------------------|------------------|
| 1.1                | Elect Director C. William D. Birchall  | Management | For                              | For              |
| 1.2                | Elect Director Gustavo Cisneros  | Management | For                              | For              |
| 1.3                | Elect Director J. Michael Evans  | Management | For                              | For              |
| 1.4                | Elect Director Ned Goodman   | Management | For                              | For              |
| 1.5                | Elect Director Brian L. Greenspun  | Management | For                              | For              |
| 1.6                | Elect Director J. Brett Harvey   | Management | For                              | For              |
| 1.7                | Elect Director Nancy H.O. Lockhart   | Management | For                              | For              |
| 1.8                | Elect Director Dambisa Moyo  | Management | For                              | For              |
| 1.9                | Elect Director Anthony Munk  | Management | For                              | For              |
| 1.10               | Elect Director C. David Naylor   | Management | For                              | For              |
| 1.11               | Elect Director Steven J. Shapiro   | Management | For                              | For              |
| 1.12               | Elect Director John L. Thornton  | Management | For                              | For              |
| 1.13               | Elect Director Ernie L. Thrasher   | Management | For                              | For              |
| 2                  | Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration | Management | For                              | For              |
| 3                  | Advisory Vote on Executive Compensation Approach   | Management | For                              | Against          |

BAXTER INTERNATIONAL INC.

Meeting Date: MAY 05, 2015

Record Date: MAR 11, 2015

Meeting Type: ANNUAL

Ticker: BAX

Security ID: 071813109

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Uma Chowdhry                                    | Management         | For                              | For              |
| 1b                 | Elect Director James R. Gavin, III                             | Management         | For                              | For              |
| 1c                 | Elect Director Peter S. Hellman                                | Management         | For                              | For              |
| 1d                 | Elect Director K. J. Storm                                     | Management         | For                              | For              |
| 2                  | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 4                  | Approve Omnibus Stock Plan                                     | Management         | For                              | For              |
| 5                  | Pro-rata Vesting of Equity Awards                              | Shareholder        | Against                          | For              |
| 6                  | Require Independent Board Chairman                             | Shareholder        | Against                          | For              |

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| BECTON, DICKINSON AND COMPANY |  |             |                           |           |
|-------------------------------|--|-------------|---------------------------|-----------|
| Meeting Date: JAN 27, 2015    |  |             |                           |           |
| Record Date: DEC 09, 2014     |  |             |                           |           |
| Meeting Type: ANNUAL          |  |             |                           |           |
| Ticker: BDX                   |  |             |                           |           |
| Security ID: 075887109        |  |             |                           |           |
| Proposal No                   | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1.1                           | Elect Director Basil L. Anderson                               | Management  | For                       | For       |
| 1.2                           | Elect Director Henry P. Becton, Jr.                            | Management  | For                       | For       |
| 1.3                           | Elect Director Catherine M. Burzik                             | Management  | For                       | For       |
| 1.4                           | Elect Director Edward F. DeGraan                               | Management  | For                       | For       |
| 1.5                           | Elect Director Vincent A. Forlenza                             | Management  | For                       | For       |
| 1.6                           | Elect Director Claire M. Fraser                                | Management  | For                       | For       |
| 1.7                           | Elect Director Christopher Jones                               | Management  | For                       | For       |
| 1.8                           | Elect Director Marshall O. Larsen                              | Management  | For                       | For       |
| 1.9                           | Elect Director Gary A. Mecklenburg                             | Management  | For                       | For       |
| 1.10                          | Elect Director James F. Orr                                    | Management  | For                       | For       |
| 1.11                          | Elect Director Willard J. Overlock, Jr.                        | Management  | For                       | For       |
| 1.12                          | Elect Director Claire Pomeroy                                  | Management  | For                       | For       |
| 1.13                          | Elect Director Rebecca W. Rimel                                | Management  | For                       | For       |
| 1.14                          | Elect Director Bertram L. Scott                                | Management  | For                       | For       |
| 2                             | Ratify Auditors  | Management  | For                       | For       |
| 3                             | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 4                             | Report on Animal Testing and Plans for Improving Welfare       | Shareholder | Against                   | Against   |
| CALPINE CORPORATION           |  |             |                           |           |
| Meeting Date: MAY 13, 2015    |  |             |                           |           |
| Record Date: MAR 16, 2015     |  |             |                           |           |
| Meeting Type: ANNUAL          |  |             |                           |           |
| Ticker: CPN                   |  |             |                           |           |
| Security ID: 131347304        |  |             |                           |           |
| Proposal No                   | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1.1                           | Elect Director Frank Cassidy                                   | Management  | For                       | For       |
| 1.2                           | Elect Director Jack A. Fusco                                   | Management  | For                       | For       |
| 1.3                           | Elect Director John B. (Thad) Hill, III                        | Management  | For                       | For       |
| 1.4                           | Elect Director Michael W. Hofmann                              | Management  | For                       | For       |

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|     |  |            |     |     |
|-----|--|------------|-----|-----|
| 1.5 | Elect Director David C. Merritt                                | Management | For | For |
| 1.6 | Elect Director W. Benjamin Moreland                            | Management | For | For |
| 1.7 | Elect Director Robert A. Mosbacher, Jr.                        | Management | For | For |
| 1.8 | Elect Director Denise M. O'Leary                               | Management | For | For |
| 2   | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management | For | For |
| 3   | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4   | Adopt Majority Voting for Uncontested Election of Directors    | Management | For | For |
| 5   | Amend Omnibus Stock Plan                                       | Management | For | For |

CAMPBELL SOUP COMPANY

Meeting Date: NOV 19, 2014

Record Date: SEP 22, 2014

Meeting Type: ANNUAL

Ticker: CPB

Security ID: 134429109

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director Paul R. Charron                                 | Management         | For                              | For              |
| 1.2                | Elect Director Bennett Dorrance                                | Management         | For                              | For              |
| 1.3                | Elect Director Lawrence C. Karlson                             | Management         | For                              | For              |
| 1.4                | Elect Director Randall W. Larrimore                            | Management         | For                              | For              |
| 1.5                | Elect Director Marc B. Lautenbach                              | Management         | For                              | For              |
| 1.6                | Elect Director Mary Alice Dorrance Malone                      | Management         | For                              | For              |
| 1.7                | Elect Director Sara Mathew                                     | Management         | For                              | For              |
| 1.8                | Elect Director Denise M. Morrison                              | Management         | For                              | For              |
| 1.9                | Elect Director Charles R. Perrin                               | Management         | For                              | For              |
| 1.10               | Elect Director A. Barry Rand                                   | Management         | For                              | For              |
| 1.11               | Elect Director Nick Shreiber                                   | Management         | For                              | For              |
| 1.12               | Elect Director Tracey T. Travis                                | Management         | For                              | For              |
| 1.13               | Elect Director Archbold D. van Beuren                          | Management         | For                              | For              |
| 1.14               | Elect Director Les C. Vinney                                   | Management         | For                              | For              |
| 2                  | Ratify Auditors  | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 4                  | Amend Executive Incentive Bonus Plan                           | Management         | For                              | For              |

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| CAPITAL ONE FINANCIAL CORPORATION |  |             |                           |           |
|-----------------------------------|--|-------------|---------------------------|-----------|
| Meeting Date: APR 30, 2015        |  |             |                           |           |
| Record Date: MAR 05, 2015         |  |             |                           |           |
| Meeting Type: ANNUAL              |  |             |                           |           |
| Ticker: COF                       |  |             |                           |           |
| Security ID: 14040H105            |  |             |                           |           |
| Proposal No                       | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1.1a                              | Elect Director Richard D. Fairbank   | Management  | For                       | For       |
| 1.1b                              | Elect Director Patrick W. Gross  | Management  | For                       | For       |
| 1.1c                              | Elect Director Ann Fritz Hackett   | Management  | For                       | For       |
| 1.1d                              | Elect Director Lewis Hay, III  | Management  | For                       | For       |
| 1.1e                              | Elect Director Benjamin P. Jenkins, III  | Management  | For                       | For       |
| 1.1f                              | Elect Director Pierre E. Leroy   | Management  | For                       | For       |
| 1.1g                              | Elect Director Peter E. Raskind  | Management  | For                       | For       |
| 1.1h                              | Elect Director Mayo A. Shattuck, III   | Management  | For                       | For       |
| 1.1i                              | Elect Director Bradford H. Warner  | Management  | For                       | For       |
| 1.1j                              | Elect Director Catherine G. West   | Management  | For                       | For       |
| 2                                 | Ratify Ernst & Young LLP as Auditors   | Management  | For                       | For       |
| 3                                 | Advisory Vote to Ratify Named Executive Officers' Compensation                                     | Management  | For                       | For       |
| 4                                 | Provide Right to Call Special Meeting  | Management  | For                       | For       |
| 5                                 | Amend Bylaws-- Call Special Meetings   | Shareholder | Against                   | For       |
| CARNIVAL CORPORATION              |  |             |                           |           |
| Meeting Date: APR 14, 2015        |  |             |                           |           |
| Record Date: FEB 13, 2015         |  |             |                           |           |
| Meeting Type: ANNUAL              |  |             |                           |           |
| Ticker: CCL                       |  |             |                           |           |
| Security ID: 143658300            |  |             |                           |           |
| Proposal No                       | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1                                 | Re-elect Micky Arison As A Director Of Carnival Corporation and As A Director Of Carnival Plc.     | Management  | For                       | For       |
| 2                                 | Re-elect Jonathon Band as Director of Carnival Corporation and as a Director of Carnival plc.      | Management  | For                       | For       |
| 3                                 | Re-elect Arnold W. Donald as Director of Carnival Corporation and as a Director of Carnival plc.   | Management  | For                       | For       |
| 4                                 | Re-elect Richard J. Glasier as Director of Carnival Corporation and as a Director of Carnival plc. | Management  | For                       | For       |

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|    |   |            |     |     |
|----|---|------------|-----|-----|
| 5  | Re-elect Debra Kelly-Ennis as Director of Carnival Corporation and as a Director of Carnival plc.   | Management | For | For |
| 6  | Re-elect John Parker as Director of Carnival Corporation and as a Director of Carnival plc.   | Management | For | For |
| 7  | Re-elect Stuart Subotnick as Director of Carnival Corporation and as a Director of Carnival plc.  | Management | For | For |
| 8  | Re-elect Laura Weil as Director of Carnival Corporation and as a Director of Carnival plc.  | Management | For | For |
| 9  | Re-elect Randall J. Weisenburger as Director of Carnival Corporation and as a Director of Carnival plc.   | Management | For | For |
| 10 | Reappoint The UK Firm Of PricewaterhouseCoopers LLP As Independent Auditors For Carnival Plc And Ratify The U.S. Firm Of PricewaterhouseCoopers LLP As The Independent Auditor For Carnival Corporation | Management | For | For |
| 11 | Authorize The Audit Committee Of Carnival Plc To Fix Remuneration Of The Independent Auditors Of Carnival Plc   | Management | For | For |
| 12 | Receive The UK Accounts And Reports Of The Directors And Auditors Of Carnival Plc For The Year Ended November 30, 2014  | Management | For | For |
| 13 | Advisory Vote to Ratify Named Executive Officers' Compensation  | Management | For | For |
| 14 | Approve Remuneration Report of Executive Directors  | Management | For | For |
| 15 | Authorise Issue of Equity with Pre-emptive Rights   | Management | For | For |
| 16 | Authorise Issue of Equity without Pre-emptive Rights  | Management | For | For |
| 17 | Authorize Share Repurchase Program  | Management | For | For |

CATAMARAN CORPORATION  
Meeting Date: MAY 12, 2015  
Record Date: MAR 23, 2015  
Meeting Type: ANNUAL/SPECIAL

Ticker: CTRX  
Security ID: 148887102

| Proposal No | Proposal                         | Proposed By | Management Recommendation | Vote Cast |
|-------------|----------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Mark A. Thierer   | Management  | For                       | For       |
| 1.2         | Elect Director Peter J. Bensen   | Management  | For                       | For       |
| 1.3         | Elect Director Steven D. Cosler  | Management  | For                       | For       |
| 1.4         | Elect Director William J. Davis  | Management  | For                       | For       |
| 1.5         | Elect Director Steven B. Epstein | Management  | For                       | For       |
| 1.6         | Elect Director Betsy D. Holden   | Management  | For                       | For       |
| 1.7         | Elect Director Karen L. Katen    | Management  | For                       | For       |

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|     |  |            |     |         |
|-----|--|------------|-----|---------|
| 1.8 | Elect Director Harry M. Kraemer  | Management | For | For     |
| 1.9 | Elect Director Anthony Masso   | Management | For | For     |
| 2   | Approve Advance Notice Policy  | Management | For | Against |
| 3   | Advisory Vote on Executive Compensation Approach                           | Management | For | For     |
| 4   | Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration | Management | For | For     |

CENTURYLINK, INC.  
 Meeting Date: MAY 20, 2015  
 Record Date: APR 01, 2015  
 Meeting Type: ANNUAL

Ticker: CTL  
 Security ID: 156700106

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director Virginia Boulet                                 | Management  | For                       | For       |
| 1.2         | Elect Director Peter C. Brown                                  | Management  | For                       | For       |
| 1.3         | Elect Director Richard A. Gephardt                             | Management  | For                       | For       |
| 1.4         | Elect Director W. Bruce Hanks                                  | Management  | For                       | For       |
| 1.5         | Elect Director Gregory J. McCray                               | Management  | For                       | For       |
| 1.6         | Elect Director C.G. Melville, Jr.                              | Management  | For                       | For       |
| 1.7         | Elect Director William A. Owens                                | Management  | For                       | For       |
| 1.8         | Elect Director Harvey P. Perry                                 | Management  | For                       | For       |
| 1.9         | Elect Director Glen F. Post, III                               | Management  | For                       | For       |
| 1.10        | Elect Director Michael J. Roberts                              | Management  | For                       | For       |
| 1.11        | Elect Director Laurie A. Siegel                                | Management  | For                       | For       |
| 1.12        | Elect Director Joseph R. Zimmel                                | Management  | For                       | For       |
| 2           | Ratify KPMG LLP as Auditors                                    | Management  | For                       | For       |
| 3           | Approve Executive Incentive Bonus Plan                         | Management  | For                       | For       |
| 4           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 5           | Stock Retention/Holding Period                                 | Shareholder | Against                   | For       |

CISCO SYSTEMS, INC.  
 Meeting Date: NOV 20, 2014  
 Record Date: SEP 22, 2014  
 Meeting Type: ANNUAL

Ticker: CSCO  
 Security ID: 17275R102

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| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Carol A. Bartz                                  | Management         | For                              | For              |
| 1b                 | Elect Director M. Michele Burns                                | Management         | For                              | For              |
| 1c                 | Elect Director Michael D. Capellas                             | Management         | For                              | For              |
| 1d                 | Elect Director John T. Chambers                                | Management         | For                              | For              |
| 1e                 | Elect Director Brian L. Halla                                  | Management         | For                              | For              |
| 1f                 | Elect Director John L. Hennessy                                | Management         | For                              | For              |
| 1g                 | Elect Director Kristina M. Johnson                             | Management         | For                              | For              |
| 1h                 | Elect Director Roderick C. McGeary                             | Management         | For                              | For              |
| 1i                 | Elect Director Arun Sarin                                      | Management         | For                              | For              |
| 1j                 | Elect Director Steven M. West                                  | Management         | For                              | For              |
| 2                  | Amend Qualified Employee Stock Purchase Plan                   | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 4                  | Ratify Auditors  | Management         | For                              | For              |
| 5                  | Establish Public Policy Board Committee                        | Shareholder        | Against                          | Against          |
| 6                  | Adopt Proxy Access Right                                       | Shareholder        | Against                          | Against          |
| 7                  | Report on Political Contributions                              | Shareholder        | Against                          | For              |

COACH, INC.

Meeting Date: NOV 06, 2014

Record Date: SEP 09, 2014

Meeting Type: ANNUAL

Ticker: COH

Security ID: 189754104

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director David Denton                                    | Management         | For                              | For              |
| 1.2                | Elect Director Susan Kropf                                     | Management         | For                              | For              |
| 1.3                | Elect Director Gary Loveman                                    | Management         | For                              | For              |
| 1.4                | Elect Director Victor Luis                                     | Management         | For                              | For              |
| 1.5                | Elect Director Ivan Menezes                                    | Management         | For                              | For              |
| 1.6                | Elect Director William Nuti                                    | Management         | For                              | For              |
| 1.7                | Elect Director Stephanie Tilenius                              | Management         | For                              | For              |
| 1.8                | Elect Director Jide Zeitlin                                    | Management         | For                              | For              |
| 2                  | Ratify Auditors  | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |



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| 4   | Amend Omnibus Stock Plan                                       | Management  | For                       | For       |
|---|--|-------------|---------------------------|-----------|
| <p>CSX CORPORATION<br/> Meeting Date: MAY 06, 2015<br/> Record Date: MAR 06, 2015<br/> Meeting Type: ANNUAL</p> <p>Ticker: CSX<br/> Security ID: 126408103</p>    |  |             |                           |           |
| Proposal No   | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a  | Elect Director Donna M. Alvarado                               | Management  | For                       | For       |
| 1b  | Elect Director John B. Breaux                                  | Management  | For                       | For       |
| 1c  | Elect Director Pamela L. Carter                                | Management  | For                       | For       |
| 1d  | Elect Director Steven T. Halverson                             | Management  | For                       | For       |
| 1e  | Elect Director Edward J. Kelly, III                            | Management  | For                       | For       |
| 1f  | Elect Director John D. McPherson                               | Management  | For                       | For       |
| 1g  | Elect Director David M. Moffett                                | Management  | For                       | For       |
| 1h  | Elect Director Oscar Munoz                                     | Management  | For                       | For       |
| 1i  | Elect Director Timothy T. O'Toole                              | Management  | For                       | For       |
| 1j  | Elect Director David M. Ratcliffe                              | Management  | For                       | For       |
| 1k  | Elect Director Donald J. Shepard                               | Management  | For                       | For       |
| 1l  | Elect Director Michael J. Ward                                 | Management  | For                       | For       |
| 1m  | Elect Director J. Steven Whisler                               | Management  | For                       | For       |
| 2   | Ratify Ernst & Young LLP as Auditors                           | Management  | For                       | For       |
| 3   | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 4   | Amend Omnibus Stock Plan                                       | Management  | For                       | For       |
| <p>DEERE &amp; COMPANY<br/> Meeting Date: FEB 25, 2015<br/> Record Date: DEC 31, 2014<br/> Meeting Type: ANNUAL</p> <p>Ticker: DE<br/> Security ID: 244199105</p> |  |             |                           |           |
| Proposal No   | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a  | Elect Director Samuel R. Allen                                 | Management  | For                       | For       |
| 1b  | Elect Director Crandall C. Bowles                              | Management  | For                       | For       |
| 1c  | Elect Director Vance D. Coffman                                | Management  | For                       | For       |

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|    |  |            |     |     |
|----|--|------------|-----|-----|
| 1d | Elect Director Charles O. Holliday, Jr.                        | Management | For | For |
| 1e | Elect Director Dipak C. Jain                                   | Management | For | For |
| 1f | Elect Director Michael O. Johanns                              | Management | For | For |
| 1g | Elect Director Clayton M. Jones                                | Management | For | For |
| 1h | Elect Director Joachim Milberg                                 | Management | For | For |
| 1i | Elect Director Richard B. Myers                                | Management | For | For |
| 1j | Elect Director Gregory R. Page                                 | Management | For | For |
| 1k | Elect Director Thomas H. Patrick                               | Management | For | For |
| 1l | Elect Director Sherry M. Smith                                 | Management | For | For |
| 2  | Provide Right to Call Special Meeting                          | Management | For | For |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4  | Amend Omnibus Stock Plan                                       | Management | For | For |
| 5  | Amend Executive Incentive Bonus Plan                           | Management | For | For |
| 6  | Ratify Deloitte & Touche LLP as Auditors                       | Management | For | For |

DOVER CORPORATION  
Meeting Date: MAY 07, 2015  
Record Date: MAR 13, 2015  
Meeting Type: ANNUAL

Ticker: DOV  
Security ID: 260003108

| <b>Proposal No</b> | <b>Proposal</b>                               | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Robert W. Cremin               | Management         | For                              | For              |
| 1b                 | Elect Director Jean-Pierre M. Ergas           | Management         | For                              | For              |
| 1c                 | Elect Director Peter T. Francis               | Management         | For                              | For              |
| 1d                 | Elect Director Kristiane C. Graham            | Management         | For                              | For              |
| 1e                 | Elect Director Michael F. Johnston            | Management         | For                              | For              |
| 1f                 | Elect Director Robert A. Livingston           | Management         | For                              | For              |
| 1g                 | Elect Director Richard K. Lochridge           | Management         | For                              | For              |
| 1h                 | Elect Director Bernard G. Rethore             | Management         | For                              | For              |
| 1i                 | Elect Director Michael B. Stubbs              | Management         | For                              | For              |
| 1j                 | Elect Director Stephen M. Todd                | Management         | For                              | For              |
| 1k                 | Elect Director Stephen K. Wagner              | Management         | For                              | For              |
| 1l                 | Elect Director Mary A. Winston                | Management         | For                              | For              |
| 2                  | Ratify PricewaterhouseCoopers LLC as Auditors | Management         | For                              | For              |
| 3                  |   | Management         | For                              | For              |

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|   |  |             |         |     |
|---|--|-------------|---------|-----|
|   | Advisory Vote to Ratify Named Executive Officers' Compensation |             |         |     |
| 4 | Provide Right to Act by Written Consent                        | Shareholder | Against | For |

## ENBRIDGE INC.

Meeting Date: MAY 06, 2015

Record Date: MAR 12, 2015

Meeting Type: ANNUAL/SPECIAL

Ticker: ENB

Security ID: 29250N105

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1           | Elect Director David A. Arledge                  | Management  | For                       | For       |
| 2           | Elect Director James J. Blanchard                | Management  | For                       | For       |
| 3           | Elect Director Marcel R. Coutu                   | Management  | For                       | For       |
| 4           | Elect Director J. Herb England                   | Management  | For                       | For       |
| 5           | Elect Director Charles W. Fischer                | Management  | For                       | For       |
| 6           | Elect Director V. Maureen Kempston Darkes        | Management  | For                       | For       |
| 7           | Elect Director Al Monaco                         | Management  | For                       | For       |
| 8           | Elect Director George K. Petty                   | Management  | For                       | For       |
| 9           | Elect Director Rebecca B. Roberts                | Management  | For                       | For       |
| 10          | Elect Director Dan C. Tutchter                   | Management  | For                       | For       |
| 11          | Elect Director Catherine L. Williams             | Management  | For                       | For       |
| 12          | Ratify PricewaterhouseCoopers LLP as Auditors    | Management  | For                       | For       |
| 13          | Approve Advance Notice Policy                    | Management  | For                       | For       |
| 14          | Advisory Vote on Executive Compensation Approach | Management  | For                       | For       |

## EXELON CORPORATION

Meeting Date: APR 28, 2015

Record Date: MAR 10, 2015

Meeting Type: ANNUAL

Ticker: EXC

Security ID: 30161N101

| Proposal No | Proposal                           | Proposed By | Management Recommendation | Vote Cast |
|-------------|------------------------------------|-------------|---------------------------|-----------|
| 1.1a        | Elect Director Anthony K. Anderson | Management  | For                       | For       |
| 1.1b        | Elect Director Ann C. Berzin       | Management  | For                       | For       |
| 1.1c        | Elect Director John A. Canning     | Management  | For                       | For       |

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|      |  |             |         |         |
|------|--|-------------|---------|---------|
| 1.1d | Elect Director Christopher M. Crane                            | Management  | For     | For     |
| 1.1e | Elect Director Yves C. de Balmann                              | Management  | For     | For     |
| 1.1f | Elect Director Nicholas DeBenedictis                           | Management  | For     | For     |
| 1.1g | Elect Director Paul L. Joskow                                  | Management  | For     | For     |
| 1.1h | Elect Director Robert J. Lawless                               | Management  | For     | For     |
| 1.1i | Elect Director Richard W. Mies                                 | Management  | For     | For     |
| 1.1j | Elect Director William C. Richardson                           | Management  | For     | For     |
| 1.1k | Elect Director John W. Rogers, Jr.                             | Management  | For     | For     |
| 1.1l | Elect Director Mayo A. Shattuck, III                           | Management  | For     | For     |
| 1.1m | Elect Director Stephen D. Steinour                             | Management  | For     | For     |
| 2    | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For     | For     |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For     |
| 4    | Amend Omnibus Stock Plan                                       | Management  | For     | For     |
| 5    | Provide Proxy Access Right                                     | Management  | For     | Against |
| 6    | Proxy Access   | Shareholder | Against | For     |

EXXON MOBIL CORPORATION

Meeting Date: MAY 27, 2015

Record Date: APR 07, 2015

Meeting Type: ANNUAL

Ticker: XOM

Security ID: 30231G102

| <b>Proposal No</b> | <b>Proposal</b>                               | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|---|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director Michael J. Boskin              | Management         | For                              | For              |
| 1.2                | Elect Director Peter Brabeck-Letmathe         | Management         | For                              | For              |
| 1.3                | Elect Director Ursula M. Burns                | Management         | For                              | For              |
| 1.4                | Elect Director Larry R. Faulkner              | Management         | For                              | For              |
| 1.5                | Elect Director Jay S. Fishman                 | Management         | For                              | For              |
| 1.6                | Elect Director Henrietta H. Fore              | Management         | For                              | For              |
| 1.7                | Elect Director Kenneth C. Frazier             | Management         | For                              | For              |
| 1.8                | Elect Director Douglas R. Oberhelman          | Management         | For                              | For              |
| 1.9                | Elect Director Samuel J. Palmisano            | Management         | For                              | For              |
| 1.10               | Elect Director Steven S. Reinemund            | Management         | For                              | For              |
| 1.11               | Elect Director Rex W. Tillerson               | Management         | For                              | For              |
| 1.12               | Elect Director William C. Weldon              | Management         | For                              | For              |
| 2                  | Ratify PricewaterhouseCoopers LLP as Auditors | Management         | For                              | For              |

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|    |  |             |         |         |
|----|--|-------------|---------|---------|
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation           | Management  | For     | For     |
| 4  | Require Independent Board Chairman                                       | Shareholder | Against | For     |
| 5  | Adopt Proxy Access Right   | Shareholder | Against | For     |
| 6  | Require Director Nominee with Environmental Experience                   | Shareholder | Against | For     |
| 7  | Increase the Number of Females on the Board                              | Shareholder | Against | Against |
| 8  | Disclose Percentage of Females at Each Percentile of Compensation        | Shareholder | Against | Against |
| 9  | Report on Lobbying Payments and Policy                                   | Shareholder | Against | For     |
| 10 | Adopt Quantitative GHG Goals for Products and Operations                 | Shareholder | Against | Against |
| 11 | Report on the Result of Efforts to Minimize Hydraulic Fracturing Impacts | Shareholder | Against | For     |

FIRST AMERICAN FINANCIAL CORPORATION

Meeting Date: MAY 12, 2015

Record Date: MAR 18, 2015

Meeting Type: ANNUAL

Ticker: FAF

Security ID: 31847R102

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director Dennis J. Gilmore                               | Management  | For                       | For       |
| 1.2         | Elect Director Virginia M. Ueberroth                           | Management  | For                       | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 3           | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For                       | For       |

FORD MOTOR COMPANY

Meeting Date: MAY 14, 2015

Record Date: MAR 17, 2015

Meeting Type: ANNUAL

Ticker: F

Security ID: 345370860

| Proposal No | Proposal                              | Proposed By | Management Recommendation | Vote Cast |
|-------------|---------------------------------------|-------------|---------------------------|-----------|
| 1           | Elect Director Stephen G. Butler      | Management  | For                       | For       |
| 2           | Elect Director Kimberly A. Casiano    | Management  | For                       | For       |
| 3           | Elect Director Anthony F. Earley, Jr. | Management  | For                       | For       |
| 4           | Elect Director Mark Fields            | Management  | For                       | For       |

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|    |  |             |         |     |
|----|--|-------------|---------|-----|
| 5  | Elect Director Edsel B. Ford II  | Management  | For     | For |
| 6  | Elect Director William Clay Ford, Jr.                                  | Management  | For     | For |
| 7  | Elect Director James P. Hackett  | Management  | For     | For |
| 8  | Elect Director James H. Hance, Jr.                                     | Management  | For     | For |
| 9  | Elect Director William W. Helman Iv                                    | Management  | For     | For |
| 10 | Elect Director Jon M. Huntsman, Jr.                                    | Management  | For     | For |
| 11 | Elect Director William E. Kennard                                      | Management  | For     | For |
| 12 | Elect Director John C. Lechleiter                                      | Management  | For     | For |
| 13 | Elect Director Ellen R. Marram   | Management  | For     | For |
| 14 | Elect Director Gerald L. Shaheen                                       | Management  | For     | For |
| 15 | Elect Director John L. Thornton  | Management  | For     | For |
| 16 | Ratify PricewaterhouseCoopers LLPas Auditors                           | Management  | For     | For |
| 17 | Advisory Vote to Ratify Named Executive Officers' Compensation         | Management  | For     | For |
| 18 | Approve Recapitalization Plan for all Stock to Have One-vote per Share | Shareholder | Against | For |
| 19 | Amend Bylaws to Call Special Meetings                                  | Shareholder | Against | For |

FORTRESS INVESTMENT GROUP LLC

Meeting Date: MAY 21, 2015

Record Date: MAR 26, 2015

Meeting Type: ANNUAL

Ticker: FIG

Security ID: 34958B106

| Proposal No | Proposal                             | Proposed By | Management Recommendation | Vote Cast |
|-------------|--------------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Michael E. Novogratz  | Management  | For                       | Withhold  |
| 1.2         | Elect Director George W. Wellde, Jr. | Management  | For                       | For       |
| 2           | Ratify Ernst & Young LLP as Auditors | Management  | For                       | For       |

GENERAL ELECTRIC COMPANY

Meeting Date: APR 22, 2015

Record Date: FEB 23, 2015

Meeting Type: ANNUAL

Ticker: GE

Security ID: 369604103

| Proposal No | Proposal                           | Proposed By | Management Recommendation | Vote Cast |
|-------------|------------------------------------|-------------|---------------------------|-----------|
| A1          | Elect Director W. Geoffrey Beattie | Management  | For                       | For       |
| A2          | Elect Director John J. Brennan     | Management  | For                       | For       |

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|     |  |             |         |         |
|-----|--|-------------|---------|---------|
| A3  | Elect Director James I. Cash, Jr.                              | Management  | For     | For     |
| A4  | Elect Director Francisco D'Souza                               | Management  | For     | For     |
| A5  | Elect Director Marijn E. Dekkers                               | Management  | For     | For     |
| A6  | Elect Director Susan J. Hockfield                              | Management  | For     | For     |
| A7  | Elect Director Jeffrey R. Immelt                               | Management  | For     | For     |
| A8  | Elect Director Andrea Jung                                     | Management  | For     | For     |
| A9  | Elect Director Robert W. Lane                                  | Management  | For     | For     |
| A10 | Elect Director Rochelle B. Lazarus                             | Management  | For     | For     |
| A11 | Elect Director James J. Mulva                                  | Management  | For     | For     |
| A12 | Elect Director James E. Rohr                                   | Management  | For     | For     |
| A13 | Elect Director Mary L. Schapiro                                | Management  | For     | For     |
| A14 | Elect Director Robert J. Swieringa                             | Management  | For     | For     |
| A15 | Elect Director James S. Tisch                                  | Management  | For     | For     |
| A16 | Elect Director Douglas A. Warner, III                          | Management  | For     | For     |
| B1  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For     |
| B2  | Ratify KPMG LLP as Auditors                                    | Management  | For     | For     |
| C1  | Provide for Cumulative Voting                                  | Shareholder | Against | Against |
| C2  | Provide Right to Act by Written Consent                        | Shareholder | Against | Against |
| C3  | Select One Director from Ranks of Retirees                     | Shareholder | Against | Against |
| C4  | Adopt Holy Land Principles                                     | Shareholder | Against | Against |
| C5  | Pro-rata Vesting on Equity Plans                               | Shareholder | Against | For     |

GENERAL MOTORS COMPANY

Meeting Date: JUN 09, 2015

Record Date: APR 10, 2015

Meeting Type: ANNUAL

Ticker: GM

Security ID: 37045V100

| Proposal No | Proposal                            | Proposed By | Management Recommendation | Vote Cast |
|-------------|-------------------------------------|-------------|---------------------------|-----------|
| 1a          | Elect Director Joseph J. Ashton     | Management  | For                       | For       |
| 1b          | Elect Director Mary T. Barra        | Management  | For                       | For       |
| 1c          | Elect Director Stephen J. Girsky    | Management  | For                       | For       |
| 1d          | Elect Director Linda R. Gooden      | Management  | For                       | For       |
| 1e          | Elect Director Joseph Jimenez, Jr.  | Management  | For                       | For       |
| 1f          | Elect Director Kathryn V. Marinello | Management  | For                       | For       |
| 1g          | Elect Director Michael G. Mullen    | Management  | For                       | For       |

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|    |  |             |         |     |
|----|--|-------------|---------|-----|
| 1h | Elect Director James J. Mulva                                  | Management  | For     | For |
| 1i | Elect Director Patricia F. Russo                               | Management  | For     | For |
| 1j | Elect Director Thomas M. Schoewe                               | Management  | For     | For |
| 1k | Elect Director Theodore M. Solso                               | Management  | For     | For |
| 1l | Elect Director Carol M. Stephenson                             | Management  | For     | For |
| 2  | Ratify Deloitte & Touche LLP as Auditors                       | Management  | For     | For |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For |
| 4  | Require Independent Board Chairman                             | Shareholder | Against | For |
| 5  | Provide for Cumulative Voting                                  | Shareholder | Against | For |

HCP, INC.

Meeting Date: APR 30, 2015

Record Date: MAR 09, 2015

Meeting Type: ANNUAL

Ticker: HCP

Security ID: 40414L109

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1a          | Elect Director Brian G. Cartwright                             | Management  | For                       | For       |
| 1b          | Elect Director Christine N. Garvey                             | Management  | For                       | For       |
| 1c          | Elect Director David B. Henry                                  | Management  | For                       | For       |
| 1d          | Elect Director James P. Hoffmann                               | Management  | For                       | For       |
| 1e          | Elect Director Lauralee E. Martin                              | Management  | For                       | For       |
| 1f          | Elect Director Michael D. McKee                                | Management  | For                       | For       |
| 1g          | Elect Director Peter L. Rhein                                  | Management  | For                       | For       |
| 1h          | Elect Director Joseph P. Sullivan                              | Management  | For                       | For       |
| 2           | Ratify Deloitte & Touche LLP as Auditors                       | Management  | For                       | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 4           | Proxy Access   | Shareholder | Against                   | For       |

HEALTH CARE REIT, INC.

Meeting Date: MAY 07, 2015

Record Date: MAR 10, 2015

Meeting Type: ANNUAL

Ticker: HCN

Security ID: 42217K106

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|-------------|----------|-------------|---------------------------|-----------|
|-------------|----------|-------------|---------------------------|-----------|



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|    |  |            |     |     |
|----|--|------------|-----|-----|
| 1a | Elect Director Thomas J. DeRosa                                | Management | For | For |
| 1b | Elect Director Jeffrey H. Donahue                              | Management | For | For |
| 1c | Elect Director Fred S. Klipsch                                 | Management | For | For |
| 1d | Elect Director Geoffrey G. Meyers                              | Management | For | For |
| 1e | Elect Director Timothy J. Naughton                             | Management | For | For |
| 1f | Elect Director Sharon M. Oster                                 | Management | For | For |
| 1g | Elect Director Judith C. Pelham                                | Management | For | For |
| 1h | Elect Director Sergio D. Rivera                                | Management | For | For |
| 1i | Elect Director R. Scott Trumbull                               | Management | For | For |
| 2  | Ratify Ernst & Young LLP as Auditors                           | Management | For | For |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |

HONEYWELL INTERNATIONAL INC.

Meeting Date: APR 27, 2015

Record Date: FEB 27, 2015

Meeting Type: ANNUAL

Ticker: HON

Security ID: 438516106

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1A                 | Elect Director William S. Ayer                                 | Management         | For                              | For              |
| 1B                 | Elect Director Gordon M. Bethune                               | Management         | For                              | For              |
| 1C                 | Elect Director Kevin Burke                                     | Management         | For                              | For              |
| 1D                 | Elect Director Jaime Chico Pardo                               | Management         | For                              | For              |
| 1E                 | Elect Director David M. Cote                                   | Management         | For                              | For              |
| 1F                 | Elect Director D. Scott Davis                                  | Management         | For                              | For              |
| 1G                 | Elect Director Linnet F. Deily                                 | Management         | For                              | For              |
| 1H                 | Elect Director Judd Gregg                                      | Management         | For                              | For              |
| 1I                 | Elect Director Clive Hollick                                   | Management         | For                              | For              |
| 1J                 | Elect Director Grace D. Lieblein                               | Management         | For                              | For              |
| 1K                 | Elect Director George Paz                                      | Management         | For                              | For              |
| 1L                 | Elect Director Bradley T. Sheares                              | Management         | For                              | For              |
| 1M                 | Elect Director Robin L. Washington                             | Management         | For                              | For              |
| 2                  | Ratify Deloitte & Touche LLP as Auditors                       | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | Against          |
| 4                  | Require Independent Board Chairman                             | Shareholder        | Against                          | For              |

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|   |   |             |         |     |
|---|---|-------------|---------|-----|
| 5 | Provide Right to Act by Written Consent | Shareholder | Against | For |
| 6 | Report on Lobbying Payments and Policy  | Shareholder | Against | For |

INVESCO LTD.  
 Meeting Date: MAY 14, 2015  
 Record Date: MAR 16, 2015  
 Meeting Type: ANNUAL

Ticker: IVZ  
 Security ID: G491BT108

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director Martin L. Flanagan                              | Management  | For                       | For       |
| 1.2         | Elect Director C. Robert Henrikson                             | Management  | For                       | For       |
| 1.3         | Elect Director Ben F. Johnson, III                             | Management  | For                       | For       |
| 1.4         | Elect Director Sir Nigel Sheinwald                             | Management  | For                       | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 3           | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For                       | For       |

JOHNSON & JOHNSON  
 Meeting Date: APR 23, 2015  
 Record Date: FEB 24, 2015  
 Meeting Type: ANNUAL

Ticker: JNJ  
 Security ID: 478160104

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1a          | Elect Director Mary Sue Coleman                                | Management  | For                       | For       |
| 1b          | Elect Director D. Scott Davis                                  | Management  | For                       | For       |
| 1c          | Elect Director Ian E. L. Davis                                 | Management  | For                       | For       |
| 1d          | Elect Director Alex Gorsky                                     | Management  | For                       | For       |
| 1e          | Elect Director Susan L. Lindquist                              | Management  | For                       | For       |
| 1f          | Elect Director Mark B. McClellan                               | Management  | For                       | For       |
| 1g          | Elect Director Anne M. Mulcahy                                 | Management  | For                       | For       |
| 1h          | Elect Director William D. Perez                                | Management  | For                       | For       |
| 1i          | Elect Director Charles Prince                                  | Management  | For                       | For       |
| 1j          | Elect Director A. Eugene Washington                            | Management  | For                       | For       |
| 1k          | Elect Director Ronald A. Williams                              | Management  | For                       | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |

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|   |  |             |         |         |
|---|--|-------------|---------|---------|
| 3 | Ratify PricewaterhouseCoopers LLP as Auditors                              | Management  | For     | For     |
| 4 | Policy Regarding Overextended Directors                                    | Shareholder | Against | Against |
| 5 | Report on Consistency Between Corporate Values and Political Contributions | Shareholder | Against | Against |
| 6 | Require Independent Board Chairman   | Shareholder | Against | For     |

## JOY GLOBAL INC.

Meeting Date: MAR 10, 2015

Record Date: JAN 09, 2015

Meeting Type: ANNUAL

Ticker: JOY

Security ID: 481165108

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director Edward L. Doheny, II                            | Management  | For                       | For       |
| 1.2         | Elect Director Steven L. Gerard                                | Management  | For                       | Withhold  |
| 1.3         | Elect Director Mark J. Gliebe                                  | Management  | For                       | For       |
| 1.4         | Elect Director John T. Grep                                    | Management  | For                       | For       |
| 1.5         | Elect Director John Nils Hanson                                | Management  | For                       | For       |
| 1.6         | Elect Director Gale E. Klappa                                  | Management  | For                       | For       |
| 1.7         | Elect Director Richard B. Loynd                                | Management  | For                       | For       |
| 1.8         | Elect Director P. Eric Siegert                                 | Management  | For                       | For       |
| 1.9         | Elect Director James H. Tate                                   | Management  | For                       | For       |
| 2           | Ratify Ernst & Young LLP as Auditors                           | Management  | For                       | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |

## JUNIPER NETWORKS, INC.

Meeting Date: MAY 19, 2015

Record Date: MAR 24, 2015

Meeting Type: ANNUAL

Ticker: JNPR

Security ID: 48203R104

| Proposal No | Proposal                           | Proposed By | Management Recommendation | Vote Cast |
|-------------|------------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Robert M. Calderoni | Management  | For                       | For       |
| 1.2         | Elect Director Gary Daichendt      | Management  | For                       | For       |
| 1.3         | Elect Director Kevin DeNuccio      | Management  | For                       | For       |
| 1.4         | Elect Director James Dolce         | Management  | For                       | For       |
| 1.5         | Elect Director Mercedes Johnson    | Management  | For                       | For       |

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|      |  |            |     |         |
|------|--|------------|-----|---------|
| 1.6  | Elect Director Scott Kriens                                    | Management | For | For     |
| 1.7  | Elect Director Rahul Merchant                                  | Management | For | For     |
| 1.8  | Elect Director Rami Rahim                                      | Management | For | For     |
| 1.9  | Elect Director Pradeep Sindhu                                  | Management | For | For     |
| 1.10 | Elect Director William R. Stensrud                             | Management | For | For     |
| 2    | Ratify Ernst & Young LLP as Auditors                           | Management | For | For     |
| 3    | Approve Omnibus Stock Plan                                     | Management | For | Against |
| 4    | Amend Qualified Employee Stock Purchase Plan                   | Management | For | For     |
| 5    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For     |

KIMBALL INTERNATIONAL, INC.

Meeting Date: OCT 21, 2014

Record Date: AUG 18, 2014

Meeting Type: ANNUAL

Ticker: KBALB

Security ID: 494274103

| Proposal No | Proposal                             | Proposed By | Management Recommendation | Vote Cast |
|-------------|--------------------------------------|-------------|---------------------------|-----------|
| 1           | Elect Director Thomas J. Tischhauser | Management  | For                       | Withhold  |

KINDER MORGAN, INC.

Meeting Date: NOV 20, 2014

Record Date: OCT 20, 2014

Meeting Type: SPECIAL

Ticker: KMI

Security ID: 49456B101

| Proposal No | Proposal                                | Proposed By | Management Recommendation | Vote Cast |
|-------------|---|-------------|---------------------------|-----------|
| 1           | Increase Authorized Common Stock        | Management  | For                       | For       |
| 2           | Issue Shares in Connection with Mergers | Management  | For                       | For       |
| 3           | Adjourn Meeting                         | Management  | For                       | For       |

KOHL'S CORPORATION

Meeting Date: MAY 14, 2015

Record Date: MAR 11, 2015

Meeting Type: ANNUAL

Ticker: KSS

Security ID: 500255104

| Proposal No | Proposal                       | Proposed By | Management Recommendation | Vote Cast |
|-------------|--------------------------------|-------------|---------------------------|-----------|
| 1a          | Elect Director Peter Boneparth | Management  | For                       | For       |

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|    |  |             |         |     |
|----|--|-------------|---------|-----|
| 1b | Elect Director Steven A. Burd                                  | Management  | For     | For |
| 1c | Elect Director Dale E. Jones                                   | Management  | For     | For |
| 1d | Elect Director Kevin Mansell                                   | Management  | For     | For |
| 1e | Elect Director John E. Schlifske                               | Management  | For     | For |
| 1f | Elect Director Frank V. Sica                                   | Management  | For     | For |
| 1g | Elect Director Stephanie A. Streeter                           | Management  | For     | For |
| 1h | Elect Director Nina G. Vaca                                    | Management  | For     | For |
| 1i | Elect Director Stephen E. Watson                               | Management  | For     | For |
| 2  | Ratify Ernst & Young LLP as Auditors                           | Management  | For     | For |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For |
| 4  | Clawback of Incentive Payments                                 | Shareholder | Against | For |
| 5  | Adopt Proxy Access Right                                       | Shareholder | Against | For |

KONINKLIJKE PHILIPS N.V.

Meeting Date: MAY 07, 2015

Record Date: APR 09, 2015

Meeting Type: ANNUAL

Ticker: PHIA

Security ID: 500472303

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1                  | President's Speech   | Management         | None                             | None             |
| 2a                 | Discuss Remuneration Report                                    | Management         | None                             | None             |
| 2b                 | Receive Explanation on Company's Reserves and Dividend Policy  | Management         | None                             | None             |
| 2c                 | Adopt Financial Statements                                     | Management         | For                              | For              |
| 2d                 | Approve Dividends of EUR 0.80 Per Share                        | Management         | For                              | For              |
| 2e                 | Approve Discharge of Management Board                          | Management         | For                              | For              |
| 2f                 | Approve Discharge of Supervisory Board                         | Management         | For                              | For              |
| 3                  | Approve Separation of the Lighting Business from Royal Philips | Management         | For                              | For              |
| 4a                 | Reelect F.A. Van Houten to Management Board                    | Management         | For                              | For              |
| 4b                 | Reelect R.H. Wirahadiraksa to Management Board                 | Management         | For                              | For              |
| 4c                 | Reelect P.A.J. Nota to Management Board                        | Management         | For                              | For              |
| 5a                 | Reelect J.P. Tai to Supervisory Board                          | Management         | For                              | For              |
| 5b                 | Reelect H. Von Prondzynski to Supervisory Board                | Management         | For                              | For              |
| 5c                 | Reelect C.J.A Van Lede to Supervisory Board                    | Management         | For                              | For              |
| 5d                 | Elect D.E.I. Pyott to Supervisory Board                        | Management         | For                              | For              |

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|    |  |            |      |      |
|----|--|------------|------|------|
| 6  | Approve Remuneration of Supervisory Board  | Management | For  | For  |
| 7a | Ratify Ernest & Young Accountants LLP as Auditors  | Management | For  | For  |
| 7b | Amend Articles Re: Change the Term of Appointment of External Auditors   | Management | For  | For  |
| 8a | Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger | Management | For  | For  |
| 8b | Authorize Board to Exclude Preemptive Rights from Share Issuances Under 8a   | Management | For  | For  |
| 9  | Authorize Repurchase of Shares   | Management | For  | For  |
| 10 | Approve Cancellation of Repurchased Shares   | Management | For  | For  |
| 11 | Other Business (Non-Voting)  | Management | None | None |

LABORATORY CORPORATION OF AMERICA HOLDINGS

Meeting Date: MAY 13, 2015

Record Date: MAR 16, 2015

Meeting Type: ANNUAL

Ticker: LH

Security ID: 50540R409

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1a          | Elect Director Kerri B. Anderson                               | Management  | For                       | For       |
| 1b          | Elect Director Jean-Luc Belingard                              | Management  | For                       | For       |
| 1c          | Elect Director D. Gary Gilliland                               | Management  | For                       | For       |
| 1d          | Elect Director David P. King                                   | Management  | For                       | For       |
| 1e          | Elect Director Garheng Kong                                    | Management  | For                       | For       |
| 1f          | Elect Director Robert E. Mittelstaedt, Jr.                     | Management  | For                       | For       |
| 1g          | Elect Director Peter M. Neupert                                | Management  | For                       | For       |
| 1h          | Elect Director Adam H. Schechter                               | Management  | For                       | For       |
| 1i          | Elect Director R. Sanders Williams                             | Management  | For                       | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 3           | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For                       | For       |

LAS VEGAS SANDS CORP.

Meeting Date: JUN 04, 2015

Record Date: APR 13, 2015

Meeting Type: ANNUAL

Ticker: LVS

Security ID: 517834107

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| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director Jason N. Ader                                   | Management         | For                              | For              |
| 1.2                | Elect Director Micheline Chau                                  | Management         | For                              | For              |
| 1.3                | Elect Director Michael A. Leven                                | Management         | For                              | For              |
| 1.4                | Elect Director David F. Levi                                   | Management         | For                              | For              |
| 2                  | Ratify Deloitte & Touche LLP as Auditors                       | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | Against          |

LINNCO, LLC  
Meeting Date: APR 21, 2015  
Record Date: FEB 23, 2015  
Meeting Type: ANNUAL

Ticker: LNCO  
Security ID: 535782106

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director Mark E. Ellis   | Management         | For                              | For              |
| 1.2                | Elect Director David D. Dunlap   | Management         | For                              | Withhold         |
| 1.3                | Elect Director Stephen J. Hadden   | Management         | For                              | Withhold         |
| 1.4                | Elect Director Michael C. Linn   | Management         | For                              | For              |
| 1.5                | Elect Director Joseph P. McCoy   | Management         | For                              | Withhold         |
| 1.6                | Elect Director Jeffrey C. Swoveland  | Management         | For                              | Withhold         |
| 2                  | Ratify KPMG LLP as Auditors of LINN for the fiscal year ending December 31, 2015   | Management         | For                              | For              |
| 3                  | Ratify KPMG LLP as Auditors of LinnCo for the fiscal year ending December 31, 2015 | Management         | For                              | For              |

LOEWS CORPORATION  
Meeting Date: MAY 12, 2015  
Record Date: MAR 18, 2015  
Meeting Type: ANNUAL

Ticker: L  
Security ID: 540424108

| <b>Proposal No</b> | <b>Proposal</b>                  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|----------------------------------|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Lawrence S. Bacow | Management         | For                              | For              |
| 1b                 | Elect Director Ann E. Berman     | Management         | For                              | For              |
| 1c                 | Elect Director Joseph L. Bower   | Management         | For                              | For              |

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|    |  |            |     |         |
|----|--|------------|-----|---------|
| 1d | Elect Director Charles D. Davidson                             | Management | For | For     |
| 1e | Elect Director Charles M. Diker                                | Management | For | For     |
| 1f | Elect Director Jacob A. Frenkel                                | Management | For | Against |
| 1g | Elect Director Paul J. Fribourg                                | Management | For | For     |
| 1h | Elect Director Walter L. Harris                                | Management | For | Against |
| 1i | Elect Director Philip A. Laskawy                               | Management | For | For     |
| 1j | Elect Director Ken Miller                                      | Management | For | For     |
| 1k | Elect Director Andrew H. Tisch                                 | Management | For | For     |
| 1l | Elect Director James S. Tisch                                  | Management | For | For     |
| 1m | Elect Director Jonathan M. Tisch                               | Management | For | For     |
| 1n | Elect Director Anthony Welters                                 | Management | For | For     |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For     |
| 3  | Ratify Deloitte & Touche LLP as Auditors                       | Management | For | For     |

MATTEL, INC.

Meeting Date: MAY 21, 2015

Record Date: MAR 27, 2015

Meeting Type: ANNUAL

Ticker: MAT

Security ID: 577081102

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Michael J. Dolan                                | Management         | For                              | For              |
| 1b                 | Elect Director Trevor A. Edwards                               | Management         | For                              | For              |
| 1c                 | Elect Director Frances D. Fergusson                            | Management         | For                              | For              |
| 1d                 | Elect Director Ann Lewnes                                      | Management         | For                              | For              |
| 1e                 | Elect Director Dominic Ng                                      | Management         | For                              | For              |
| 1f                 | Elect Director Vasant M. Prabhu                                | Management         | For                              | For              |
| 1g                 | Elect Director Dean A. Scarborough                             | Management         | For                              | For              |
| 1h                 | Elect Director Christopher A. Sinclair                         | Management         | For                              | For              |
| 1i                 | Elect Director Dirk Van de Put                                 | Management         | For                              | For              |
| 1j                 | Elect Director Kathy White Loyd                                | Management         | For                              | For              |
| 2                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 3                  | Amend Omnibus Stock Plan                                       | Management         | For                              | For              |
| 4                  | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management         | For                              | For              |
| 5                  | Require Independent Board Chairman                             | Shareholder        | Against                          | For              |



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| <p>MCDONALD'S CORPORATION<br/> Meeting Date: MAY 21, 2015<br/> Record Date: MAR 23, 2015<br/> Meeting Type: ANNUAL</p> |  |                    |                           |           |
|--|--|--------------------|---------------------------|-----------|
| <p>Ticker: MCD<br/> Security ID: 580135101</p>   |  |                    |                           |           |
| Proposal No  | Proposal   | Proposed By        | Management Recommendation | Vote Cast |
| 1a   | Elect Director Susan E. Arnold   | Management         | For                       | For       |
| 1b   | Elect Director Stephen J. Easterbrook                                      | Management         | For                       | For       |
| 1c   | Elect Director Robert A. Eckert  | Management         | For                       | For       |
| 1d   | Elect Director Margaret (Margo) H. Georgiadis                              | Management         | For                       | For       |
| 1e   | Elect Director Enrique Hernandez, Jr.                                      | Management         | For                       | For       |
| 1f   | Elect Director Jeanne P. Jackson   | Management         | For                       | For       |
| 1g   | Elect Director Richard H. Lenny  | Management         | For                       | For       |
| 1h   | Elect Director Walter E. Massey  | Management         | For                       | For       |
| 1i   | Elect Director Andrew J. McKenna   | Management         | For                       | For       |
| 1j   | Elect Director Sheila A. Penrose   | Management         | For                       | For       |
| 1k   | Elect Director John W. Rogers, Jr.   | Management         | For                       | For       |
| 1l   | Elect Director Roger W. Stone  | Management         | For                       | For       |
| 1m   | Elect Director Miles D. White  | Management         | For                       | For       |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation             | Management         | For                       | For       |
| 3  | Ratify Ernst & Young LLP as Auditors                                       | Management         | For                       | For       |
| 4  | Pro-rata Vesting of Equity Awards  | Shareholder        | Against                   | For       |
| 5  | Provide Right to Act by Written Consent                                    | Shareholder        | Against                   | For       |
| 6  | Proxy Access   | Shareholder        | Against                   | For       |
| 7  | Report on Consistency Between Corporate Values and Political Contributions | Shareholder        | Against                   | Against   |
| 8  | Educate Public About GMO Benefits  | Shareholder        | Against                   | Against   |
| 9  | Report on Practices to Mitigate Palm Oil Sourcing Impacts                  | Shareholder        | Against                   | Against   |
| <p>MEDTRONIC, INC.<br/> Meeting Date: AUG 21, 2014<br/> Record Date: JUN 23, 2014<br/> Meeting Type: ANNUAL</p>        |  |                    |                           |           |
| <p>Ticker: MDT<br/> Security ID: 585055106</p>   |  |                    |                           |           |
|  | <b>Proposal</b>  | <b>Proposed By</b> |                           |           |

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| <b>Proposal No</b>   |   |                    | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--|---|--------------------|----------------------------------|------------------|
| 1.1  | Elect Director Richard H. Anderson  | Management         | For                              | For              |
| 1.2  | Elect Director Scott C. Donnelly  | Management         | For                              | For              |
| 1.3  | Elect Director Omar Ishrak  | Management         | For                              | For              |
| 1.4  | Elect Director Shirley Ann Jackson  | Management         | For                              | For              |
| 1.5  | Elect Director Michael O. Leavitt   | Management         | For                              | For              |
| 1.6  | Elect Director James T. Lenehan   | Management         | For                              | For              |
| 1.7  | Elect Director Denise M. O'Leary  | Management         | For                              | For              |
| 1.8  | Elect Director Kendall J. Powell  | Management         | For                              | For              |
| 1.9  | Elect Director Robert C. Pozen  | Management         | For                              | For              |
| 1.10   | Elect Director Preetha Reddy  | Management         | For                              | Withhold         |
| 2  | Ratify Auditors   | Management         | For                              | For              |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation              | Management         | For                              | For              |
| 4  | Approve Qualified Employee Stock Purchase Plan                              | Management         | For                              | For              |
| 5  | Adopt Majority Voting for Uncontested Election of Directors                 | Management         | For                              | For              |
| 6  | Reduce Supermajority Vote Requirement for Establishing Range For Board Size | Management         | For                              | For              |
| 7  | Reduce Supermajority Vote Requirement for Removal of Directors              | Management         | For                              | For              |
| 8  | Reduce Supermajority Vote Requirement for Amendment of Articles             | Management         | For                              | For              |
| <p>MEDTRONIC, INC.<br/> Meeting Date: JAN 06, 2015<br/> Record Date: NOV 18, 2014<br/> Meeting Type: SPECIAL</p> |   |                    |                                  |                  |
| <p>Ticker: MDT<br/> Security ID: 585055106</p>   |   |                    |                                  |                  |
| <b>Proposal No</b>   | <b>Proposal</b>   | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1  | Approve Merger Agreement  | Management         | For                              | For              |
| 2  | Approve Reduction of Share Premium Account                                  | Management         | For                              | For              |
| 3  | Advisory Vote on Golden Parachutes  | Management         | For                              | For              |
| 4  | Adjourn Meeting   | Management         | For                              | For              |

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| <p>MERCK &amp; CO., INC.<br/> Meeting Date: MAY 26, 2015<br/> Record Date: MAR 31, 2015<br/> Meeting Type: ANNUAL</p> |  |                    |                                  |                  |
|---|--|--------------------|----------------------------------|------------------|
| <p>Ticker: MRK<br/> Security ID: 58933Y105</p>  |  |                    |                                  |                  |
| <b>Proposal No</b>  | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1a  | Elect Director Leslie A. Brun                                  | Management         | For                              | For              |
| 1b  | Elect Director Thomas R. Cech                                  | Management         | For                              | For              |
| 1c  | Elect Director Kenneth C. Frazier                              | Management         | For                              | For              |
| 1d  | Elect Director Thomas H. Glocer                                | Management         | For                              | For              |
| 1e  | Elect Director William B. Harrison, Jr.                        | Management         | For                              | For              |
| 1f  | Elect Director C. Robert Kidder                                | Management         | For                              | For              |
| 1g  | Elect Director Rochelle B. Lazarus                             | Management         | For                              | For              |
| 1h  | Elect Director Carlos E. Represas                              | Management         | For                              | For              |
| 1i  | Elect Director Patricia F. Russo                               | Management         | For                              | For              |
| 1j  | Elect Director Craig B. Thompson                               | Management         | For                              | For              |
| 1k  | Elect Director Wendell P. Weeks                                | Management         | For                              | For              |
| 1l  | Elect Director Peter C. Wendell                                | Management         | For                              | For              |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 3   | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management         | For                              | For              |
| 4   | Amend Omnibus Stock Plan                                       | Management         | For                              | For              |
| 5   | Amend Executive Incentive Bonus Plan                           | Management         | For                              | For              |
| 6   | Provide Right to Act by Written Consent                        | Shareholder        | Against                          | For              |
| 7   | Pro-rata Vesting of Equity Awards                              | Shareholder        | Against                          | For              |
| <p>MICROSOFT CORPORATION<br/> Meeting Date: DEC 03, 2014<br/> Record Date: SEP 30, 2014<br/> Meeting Type: ANNUAL</p> |  |                    |                                  |                  |
| <p>Ticker: MSFT<br/> Security ID: 594918104</p>   |  |                    |                                  |                  |
| <b>Proposal No</b>  | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1.1   | Elect Director William H. Gates III                            | Management         | For                              | For              |
| 1.2   | Elect Director Maria M. Klawe                                  | Management         | For                              | For              |
| 1.3   | Elect Director Teri L. List-Stoll                              | Management         | For                              | For              |

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|      |  |             |         |         |
|------|--|-------------|---------|---------|
| 1.4  | Elect Director G. Mason Morfit                                 | Management  | For     | For     |
| 1.5  | Elect Director Satya Nadella                                   | Management  | For     | For     |
| 1.6  | Elect Director Charles H. Noski                                | Management  | For     | For     |
| 1.7  | Elect Director Helmut Panke                                    | Management  | For     | For     |
| 1.8  | Elect Director Charles W. Scharf                               | Management  | For     | For     |
| 1.9  | Elect Director John W. Stanton                                 | Management  | For     | For     |
| 1.10 | Elect Director John W. Thompson                                | Management  | For     | For     |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | Against |
| 3    | Ratify Auditors  | Management  | For     | For     |
| 4    | Proxy Access   | Shareholder | Against | Against |

MONSANTO COMPANY  
 Meeting Date: JAN 30, 2015  
 Record Date: DEC 02, 2014  
 Meeting Type: ANNUAL

Ticker: MON  
 Security ID: 61166W101

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Gregory H. Boyce                                | Management         | For                              | For              |
| 1b                 | Elect Director Janice L. Fields                                | Management         | For                              | For              |
| 1c                 | Elect Director Hugh Grant                                      | Management         | For                              | For              |
| 1d                 | Elect Director Laura K. Ipsen                                  | Management         | For                              | For              |
| 1e                 | Elect Director Marcos M. Lutz                                  | Management         | For                              | For              |
| 1f                 | Elect Director C. Steven McMillan                              | Management         | For                              | For              |
| 1g                 | Elect Director William U. Parfet                               | Management         | For                              | For              |
| 1h                 | Elect Director George H. Poste                                 | Management         | For                              | For              |
| 1i                 | Elect Director Robert J. Stevens                               | Management         | For                              | For              |
| 2                  | Ratify Auditors  | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 4                  | Report on Lobbying Payments and Policy                         | Shareholder        | Against                          | For              |
| 5                  | Adopt Proxy Access Right                                       | Shareholder        | Against                          | For              |
| 6                  | Require Independent Board Chairman                             | Shareholder        | Against                          | Against          |

NEW RESIDENTIAL INVESTMENT CORP.  
 Meeting Date: OCT 15, 2014  
 Record Date: AUG 26, 2014

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| Meeting Type: SPECIAL                 |                             |             |                           |           |
|---------------------------------------|-----------------------------|-------------|---------------------------|-----------|
| Ticker: NRZ<br>Security ID: 64828T102 |                             |             |                           |           |
| Proposal No                           | Proposal                    | Proposed By | Management Recommendation | Vote Cast |
| 1                                     | Approve Reverse Stock Split | Management  | For                       | Against   |

NEW RESIDENTIAL INVESTMENT CORP.

Meeting Date: MAY 28, 2015

Record Date: APR 02, 2015

Meeting Type: ANNUAL

Ticker: NRZ

Security ID: 64828T201

| Proposal No | Proposal                             | Proposed By | Management Recommendation | Vote Cast |
|-------------|--------------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Michael Nierenberg    | Management  | For                       | For       |
| 1.2         | Elect Director Kevin J. Finnerty     | Management  | For                       | For       |
| 2           | Ratify Ernst & Young LLP as Auditors | Management  | For                       | For       |

NORFOLK SOUTHERN CORPORATION

Meeting Date: MAY 14, 2015

Record Date: MAR 05, 2015

Meeting Type: ANNUAL

Ticker: NSC

Security ID: 655844108

| Proposal No | Proposal                              | Proposed By | Management Recommendation | Vote Cast |
|-------------|---------------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Thomas D. Bell, Jr.    | Management  | For                       | For       |
| 1.2         | Elect Director Erskine B. Bowles      | Management  | For                       | For       |
| 1.3         | Elect Director Robert A. Bradway      | Management  | For                       | For       |
| 1.4         | Elect Director Wesley G. Bush         | Management  | For                       | For       |
| 1.5         | Elect Director Daniel A. Carp         | Management  | For                       | For       |
| 1.6         | Elect Director Karen N. Horn          | Management  | For                       | For       |
| 1.7         | Elect Director Steven F. Leer         | Management  | For                       | For       |
| 1.8         | Elect Director Michael D. Lockhart    | Management  | For                       | For       |
| 1.9         | Elect Director Amy E. Miles           | Management  | For                       | For       |
| 1.10        | Elect Director Charles W. Moorman, IV | Management  | For                       | For       |
| 1.11        | Elect Director Martin H. Nesbitt      | Management  | For                       | For       |
| 1.12        | Elect Director James A. Squires       | Management  | For                       | For       |
| 1.13        | Elect Director John R. Thompson       | Management  | For                       | For       |
| 2           | Ratify KPMG LLP as Auditors           | Management  | For                       | For       |

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|   |  |            |     |     |
|---|--|------------|-----|-----|
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 4 | Amend Executive Incentive Bonus Plan                           | Management | For | For |
| 5 | Amend Omnibus Stock Plan                                       | Management | For | For |

**NORTHSTAR ASSET MANAGEMENT GROUP INC.**

Meeting Date: MAY 27, 2015

Record Date: APR 08, 2015

Meeting Type: ANNUAL

Ticker: NSAM

Security ID: 66705Y104

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director David T. Hamamoto                               | Management         | For                              | For              |
| 1.2                | Elect Director Stephen E. Cummings                             | Management         | For                              | For              |
| 1.3                | Elect Director Judith A. Hannaway                              | Management         | For                              | For              |
| 1.4                | Elect Director Oscar Junquera                                  | Management         | For                              | For              |
| 1.5                | Elect Director Justin Metz                                     | Management         | For                              | For              |
| 1.6                | Elect Director Wesley D. Minami                                | Management         | For                              | For              |
| 1.7                | Elect Director Louis J. Paglia                                 | Management         | For                              | For              |
| 2                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | Against          |
| 3                  | Advisory Vote on Say on Pay Frequency                          | Management         | One Year                         | One Year         |
| 4                  | Ratify Grant Thornton LLP as Auditors                          | Management         | For                              | For              |

**NORTHSTAR REALTY FINANCE CORP.**

Meeting Date: SEP 05, 2014

Record Date: AUG 06, 2014

Meeting Type: ANNUAL

Ticker: NRF

Security ID: 66704R704

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director David T. Hamamoto                               | Management         | For                              | For              |
| 1.2                | Elect Director Judith A. Hannaway                              | Management         | For                              | Withhold         |
| 1.3                | Elect Director Wesley D. Minami                                | Management         | For                              | For              |
| 1.4                | Elect Director Louis J. Paglia                                 | Management         | For                              | Withhold         |
| 1.5                | Elect Director Charles W. Schoenherr                           | Management         | For                              | For              |
| 2                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | Against          |

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| 3  | Ratify Auditors  | Management  | For                       | For       |
|--|--|-------------|---------------------------|-----------|
| NORTHSTAR REALTY FINANCE CORP.<br>Meeting Date: NOV 28, 2014<br>Record Date: OCT 14, 2014<br>Meeting Type: SPECIAL |  |             |                           |           |
| Ticker: NRF<br>Security ID: 66704R704  |  |             |                           |           |
| Proposal No  | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1  | Issue Shares in Connection with Acquisition                    | Management  | For                       | For       |
| 2  | Adjourn Meeting  | Management  | For                       | For       |
| NORTHSTAR REALTY FINANCE CORP.<br>Meeting Date: MAY 27, 2015<br>Record Date: APR 08, 2015<br>Meeting Type: ANNUAL  |  |             |                           |           |
| Ticker: NRF<br>Security ID: 66704R704  |  |             |                           |           |
| Proposal No  | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1.1  | Elect Director David T. Hamamoto                               | Management  | For                       | For       |
| 1.2  | Elect Director Judith A. Hannaway                              | Management  | For                       | Withhold  |
| 1.3  | Elect Director Wesley D. Minami                                | Management  | For                       | For       |
| 1.4  | Elect Director Louis J. Paglia                                 | Management  | For                       | Withhold  |
| 1.5  | Elect Director Charles W. Schoenherr                           | Management  | For                       | Withhold  |
| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | Against   |
| 3  | Ratify Grant Thornton LLP as Auditors                          | Management  | For                       | For       |
| NTT DOCOMO INC.<br>Meeting Date: JUN 18, 2015<br>Record Date: MAR 31, 2015<br>Meeting Type: ANNUAL                 |  |             |                           |           |
| Ticker: 9437<br>Security ID: 62942M201   |  |             |                           |           |
| Proposal No  | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1  | Approve Allocation of Income, with a Final Dividend of JPY 35  | Management  | For                       | For       |

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|     |  |            |     |         |
|-----|--|------------|-----|---------|
| 2   | Amend Articles to Indemnify Directors - Indemnify Statutory Auditors | Management | For | For     |
| 3.1 | Appoint Statutory Auditor Shiotsuka, Naoto                           | Management | For | Against |
| 3.2 | Appoint Statutory Auditor Okihara, Toshimune                         | Management | For | Against |
| 3.3 | Appoint Statutory Auditor Kawataki, Yutaka                           | Management | For | For     |
| 3.4 | Appoint Statutory Auditor Tsujiyama, Eiko                            | Management | For | For     |

ORACLE CORPORATION  
 Meeting Date: NOV 05, 2014  
 Record Date: SEP 08, 2014  
 Meeting Type: ANNUAL

Ticker: ORCL  
 Security ID: 68389X105

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director Jeffrey S. Berg                                     | Management  | For                       | For       |
| 1.2         | Elect Director H. Raymond Bingham                                  | Management  | For                       | Withhold  |
| 1.3         | Elect Director Michael J. Boskin                                   | Management  | For                       | Withhold  |
| 1.4         | Elect Director Safra A. Catz                                       | Management  | For                       | For       |
| 1.5         | Elect Director Bruce R. Chizen                                     | Management  | For                       | Withhold  |
| 1.6         | Elect Director George H. Conrades                                  | Management  | For                       | For       |
| 1.7         | Elect Director Lawrence J. Ellison                                 | Management  | For                       | For       |
| 1.8         | Elect Director Hector Garcia-Molina                                | Management  | For                       | For       |
| 1.9         | Elect Director Jeffrey O. Henley                                   | Management  | For                       | For       |
| 1.10        | Elect Director Mark V. Hurd  | Management  | For                       | For       |
| 1.11        | Elect Director Naomi O. Seligman                                   | Management  | For                       | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation     | Management  | For                       | Against   |
| 3           | Ratify Auditors  | Management  | For                       | For       |
| 4           | Provide Vote Counting to Exclude Abstentions                       | Shareholder | Against                   | Against   |
| 5           | Adopt Multiple Performance Metrics Under Executive Incentive Plans | Shareholder | Against                   | For       |
| 6           | Adopt Specific Performance Standards                               | Shareholder | Against                   | For       |
| 7           | Adopt Proxy Access Right   | Shareholder | Against                   | For       |

ORANGE  
 Meeting Date: MAY 27, 2015  
 Record Date: APR 24, 2015  
 Meeting Type: ANNUAL/SPECIAL



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| Ticker: ORA<br>Security ID: 684060106 |  |                    |                                  |                  |
|---------------------------------------|--|--------------------|----------------------------------|------------------|
| <b>Proposal No</b>                    | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1                                     | Approve Financial Statements and Statutory Reports   | Management         | For                              | For              |
| 2                                     | Approve Consolidated Financial Statements and Statutory Reports  | Management         | For                              | For              |
| 3                                     | Approve Allocation of Income and Dividends of EUR 0.60 per Share   | Management         | For                              | For              |
| 4                                     | Acknowledge Auditors' Special Report on Related-Party Transactions   | Management         | For                              | For              |
| 5                                     | Ratify Appointment of Mouna Sepehri as Director  | Management         | For                              | For              |
| 6                                     | Reelect Mouna Sepehri as Director  | Management         | For                              | For              |
| 7                                     | Reelect Bernard Dufau as Director  | Management         | For                              | Against          |
| 8                                     | Reelect Helle Kristoffersen as Director  | Management         | For                              | For              |
| 9                                     | Reelect Jean-Michel Severino as Director   | Management         | For                              | For              |
| 10                                    | Elect Anne Lange as Director   | Management         | For                              | Against          |
| 11                                    | Renew Appointment of Ernst and Young Audit as Auditor  | Management         | For                              | For              |
| 12                                    | Renew Appointment of Auditex as Alternate Auditor  | Management         | For                              | For              |
| 13                                    | Appoint KPMG SA as Auditor   | Management         | For                              | For              |
| 14                                    | Appoint Salustro Reydel as Alternate Auditor   | Management         | For                              | For              |
| 15                                    | Advisory Vote on Compensation of Stephane Richard, Chairman and CEO  | Management         | For                              | For              |
| 16                                    | Advisory Vote on Compensation of Gervais Pellissier, Vice-CEO  | Management         | For                              | For              |
| 17                                    | Authorize Repurchase of Up to 10 Percent of Issued Share Capital   | Management         | For                              | For              |
| 18                                    | Amend Article 21 of Bylaws Re: Record Date   | Management         | For                              | For              |
| 19                                    | Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 2 Billion  | Management         | For                              | Against          |
| 20                                    | Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 1 Billion   | Management         | For                              | Against          |
| 21                                    | Approve Issuance of Equity or Equity-Linked Securities for up to 20 Percent of Issued Capital Per Year for Private Placements, up to Aggregate Nominal Amount of EUR 1 Billion | Management         | For                              | Against          |
| 22                                    | Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to   | Management         | For                              | Against          |

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|  | Shareholder Vote Above   |             |                           |           |
|--|--|-------------|---------------------------|-----------|
| 23   | Authorize Capital Increase of Up to EUR 1 Billion for Future Exchange Offers                         | Management  | For                       | Against   |
| 24   | Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind           | Management  | For                       | Against   |
| 25   | Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 3 Billion           | Management  | For                       | For       |
| 26   | Authorize Capitalization of Reserves of Up to EUR 2 Billion for Bonus Issue or Increase in Par Value | Management  | For                       | Against   |
| 27   | Authorize Capital Issuances for Use in Employee Stock Purchase Plans                                 | Management  | For                       | For       |
| 28   | Authorize Decrease in Share Capital via Cancellation of Repurchased Shares                           | Management  | For                       | For       |
| 29   | Amend Article 26 of Bylaws Re: Payment of Dividends  | Management  | For                       | For       |
| 30   | Authorize Filing of Required Documents/Other Formalities   | Management  | For                       | For       |
| A  | Amend Item 3 as Follows: Approve Allocation of Income and Dividends of EUR 0.50 per Share            | Shareholder | Against                   | Against   |
| B  | Approve Stock Dividend Program (Cash or Shares)  | Shareholder | Against                   | Against   |
| C  | Authorize Board to Participate in the Repurchase of Shares Sold by the French State                  | Shareholder | Against                   | Against   |
| D  | Amend Article 11 of Bylaws Re: Absence of Double Voting Rights                                       | Shareholder | Against                   | For       |
| E  | Amendments or New Resolutions Proposed at the Meeting  | Shareholder | Against                   | Against   |
| PEPSICO, INC.<br>Meeting Date: MAY 06, 2015<br>Record Date: FEB 27, 2015<br>Meeting Type: ANNUAL |  |             |                           |           |
| Ticker: PEP<br>Security ID: 713448108  |  |             |                           |           |
| Proposal No  | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1.1  | Elect Director Shona L. Brown  | Management  | For                       | For       |
| 1.2  | Elect Director George W. Buckley   | Management  | For                       | For       |
| 1.3  | Elect Director Ian M. Cook   | Management  | For                       | For       |
| 1.4  | Elect Director Dina Dublon   | Management  | For                       | For       |
| 1.5  | Elect Director Rona A. Fairhead  | Management  | For                       | For       |
| 1.6  | Elect Director Richard W. Fisher   | Management  | For                       | For       |
| 1.7  | Elect Director Alberto Ibarguen  | Management  | For                       | For       |

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|      |  |             |         |         |
|------|--|-------------|---------|---------|
| 1.8  | Elect Director William R. Johnson                              | Management  | For     | For     |
| 1.9  | Elect Director Indra K. Nooyi                                  | Management  | For     | For     |
| 1.10 | Elect Director David C. Page                                   | Management  | For     | For     |
| 1.11 | Elect Director Robert C. Pohlada                               | Management  | For     | For     |
| 1.12 | Elect Director Lloyd G. Trotter                                | Management  | For     | For     |
| 1.13 | Elect Director Daniel Vasella                                  | Management  | For     | For     |
| 1.14 | Elect Director Alberto Weisser                                 | Management  | For     | For     |
| 2    | Ratify KPMG LLP as Auditors                                    | Management  | For     | For     |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For     |
| 4    | Establish a Board Committee on Sustainability                  | Shareholder | Against | Against |
| 5    | Pro-Rata Vesting of Equity Awards                              | Shareholder | Against | For     |
| 6    | Report on Plans to Minimize Pesticides' Impact on Pollinators  | Shareholder | Against | Against |

PFIZER INC.

Meeting Date: APR 23, 2015

Record Date: FEB 25, 2015

Meeting Type: ANNUAL

Ticker: PFE

Security ID: 717081103

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1.1                | Elect Director Dennis A. Ausiello                              | Management         | For                              | For              |
| 1.2                | Elect Director W. Don Cornwell                                 | Management         | For                              | For              |
| 1.3                | Elect Director Frances D. Fergusson                            | Management         | For                              | For              |
| 1.4                | Elect Director Helen H. Hobbs                                  | Management         | For                              | For              |
| 1.5                | Elect Director James M. Kilts                                  | Management         | For                              | For              |
| 1.6                | Elect Director Shantanu Narayen                                | Management         | For                              | For              |
| 1.7                | Elect Director Suzanne Nora Johnson                            | Management         | For                              | For              |
| 1.8                | Elect Director Ian C. Read                                     | Management         | For                              | For              |
| 1.9                | Elect Director Stephen W. Sanger                               | Management         | For                              | For              |
| 1.10               | Elect Director James C. Smith                                  | Management         | For                              | For              |
| 1.11               | Elect Director Marc Tessier-Lavigne                            | Management         | For                              | For              |
| 2                  | Ratify KPMG LLP as Auditors                                    | Management         | For                              | For              |
| 3                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 4                  | Review and Assess Membership of Lobbying Organizations         | Shareholder        | Against                          | Against          |

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| PG&E CORPORATION                 |  |             |                           |           |
|----------------------------------|--|-------------|---------------------------|-----------|
| Meeting Date: MAY 04, 2015       |  |             |                           |           |
| Record Date: MAR 05, 2015        |  |             |                           |           |
| Meeting Type: ANNUAL             |  |             |                           |           |
| Ticker: PCG                      |  |             |                           |           |
| Security ID: 69331C108           |  |             |                           |           |
| Proposal No                      | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1.1                              | Elect Director Lewis Chew                                      | Management  | For                       | For       |
| 1.2                              | Elect Director Anthony F. Earley, Jr.                          | Management  | For                       | For       |
| 1.3                              | Elect Director Fred J. Fowler                                  | Management  | For                       | For       |
| 1.4                              | Elect Director Maryellen C. Herringer                          | Management  | For                       | For       |
| 1.5                              | Elect Director Richard C. Kelly                                | Management  | For                       | For       |
| 1.6                              | Elect Director Roger H. Kimmel                                 | Management  | For                       | For       |
| 1.7                              | Elect Director Richard A. Meserve                              | Management  | For                       | For       |
| 1.8                              | Elect Director Forrest E. Miller                               | Management  | For                       | For       |
| 1.9                              | Elect Director Rosendo G. Parra                                | Management  | For                       | For       |
| 1.10                             | Elect Director Barbara L. Rambo                                | Management  | For                       | For       |
| 1.11                             | Elect Director Anne Shen Smith                                 | Management  | For                       | For       |
| 1.12                             | Elect Director Barry Lawson Williams                           | Management  | For                       | For       |
| 2                                | Ratify Deloitte & Touche LLP as Auditors                       | Management  | For                       | For       |
| 3                                | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 4                                | Require Independent Board Chairman                             | Shareholder | Against                   | For       |
| PHILIP MORRIS INTERNATIONAL INC. |  |             |                           |           |
| Meeting Date: MAY 06, 2015       |  |             |                           |           |
| Record Date: MAR 13, 2015        |  |             |                           |           |
| Meeting Type: ANNUAL             |  |             |                           |           |
| Ticker: PM                       |  |             |                           |           |
| Security ID: 718172109           |  |             |                           |           |
| Proposal No                      | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1.1                              | Elect Director Harold Brown                                    | Management  | For                       | For       |
| 1.2                              | Elect Director Andre Calantzopoulos                            | Management  | For                       | For       |
| 1.3                              | Elect Director Louis C. Camilleri                              | Management  | For                       | For       |
| 1.4                              | Elect Director Werner Geissler                                 | Management  | For                       | For       |
| 1.5                              | Elect Director Jennifer Li                                     | Management  | For                       | For       |
| 1.6                              | Elect Director Jun Makihara                                    | Management  | For                       | For       |

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|      |  |             |         |         |
|------|--|-------------|---------|---------|
| 1.7  | Elect Director Sergio Marchionne                               | Management  | For     | Against |
| 1.8  | Elect Director Kalpana Morparia                                | Management  | For     | For     |
| 1.9  | Elect Director Lucio A. Noto                                   | Management  | For     | For     |
| 1.10 | Elect Director Frederik Paulsen                                | Management  | For     | For     |
| 1.11 | Elect Director Robert B. Polet                                 | Management  | For     | For     |
| 1.12 | Elect Director Stephen M. Wolf                                 | Management  | For     | For     |
| 2    | Ratify PricewaterhouseCoopers SA as Auditors                   | Management  | For     | For     |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | Against |
| 4    | Report on Lobbying Payments and Policy                         | Shareholder | Against | For     |
| 5    | Adopt Anti-Forced Labor Policy for Tobacco Supply Chain        | Shareholder | Against | Against |

PHILLIPS 66

Meeting Date: MAY 06, 2015

Record Date: MAR 13, 2015

Meeting Type: ANNUAL

Ticker: PSX

Security ID: 718546104

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1a          | Elect Director J. Brian Ferguson                               | Management  | For                       | For       |
| 1b          | Elect Director Harold W. McGraw, III                           | Management  | For                       | For       |
| 1c          | Elect Director Victoria J. Tschinkel                           | Management  | For                       | For       |
| 2           | Ratify Ernst & Young LLP as Auditors                           | Management  | For                       | For       |
| 3           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 4           | Declassify the Board of Directors                              | Management  | For                       | For       |
| 5           | Adopt Quantitative GHG Goals for Operations                    | Shareholder | Against                   | For       |

POTASH CORPORATION OF SASKATCHEWAN INC.

Meeting Date: MAY 12, 2015

Record Date: MAR 16, 2015

Meeting Type: ANNUAL/SPECIAL

Ticker: POT

Security ID: 73755L107

| Proposal No | Proposal                             | Proposed By | Management Recommendation | Vote Cast |
|-------------|--------------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Christopher M. Burley | Management  | For                       | For       |
| 1.2         | Elect Director Donald G. Chynoweth   | Management  | For                       | For       |

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|      |   |             |         |         |
|------|---|-------------|---------|---------|
| 1.3  | Elect Director John W. Estey  | Management  | For     | For     |
| 1.4  | Elect Director Gerald W. Grandey                                    | Management  | For     | For     |
| 1.5  | Elect Director C. Steven Hoffman                                    | Management  | For     | For     |
| 1.6  | Elect Director Alice D. Laberge                                     | Management  | For     | For     |
| 1.7  | Elect Director Consuelo E. Madere                                   | Management  | For     | For     |
| 1.8  | Elect Director Keith G. Martell                                     | Management  | For     | For     |
| 1.9  | Elect Director Jeffrey J. McCaig                                    | Management  | For     | For     |
| 1.10 | Elect Director Jochen E. Tilk                                       | Management  | For     | For     |
| 1.11 | Elect Director Elena Viyella de Paliza                              | Management  | For     | For     |
| 2    | Ratify Deloitte LLP as Auditors                                     | Management  | For     | For     |
| 3    | Approve 2015 Performance Option Plan                                | Management  | For     | For     |
| 4    | Advisory Vote on Executive Compensation Approach                    | Management  | For     | For     |
| 5    | Amend By-law  | Management  | For     | For     |
| 6    | SP1: Conduct and Make Public An Independent Human Rights Assessment | Shareholder | Against | Against |

QUALCOMM INCORPORATED

Meeting Date: MAR 09, 2015

Record Date: JAN 12, 2015

Meeting Type: ANNUAL

Ticker: QCOM

Security ID: 747525103

| <b>Proposal No</b> | <b>Proposal</b>                            | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Barbara T. Alexander        | Management         | For                              | For              |
| 1b                 | Elect Director Donald G. Cruickshank       | Management         | For                              | For              |
| 1c                 | Elect Director Raymond V. Dittamore        | Management         | For                              | For              |
| 1d                 | Elect Director Susan Hockfield             | Management         | For                              | For              |
| 1e                 | Elect Director Thomas W. Horton            | Management         | For                              | For              |
| 1f                 | Elect Director Paul E. Jacobs              | Management         | For                              | For              |
| 1g                 | Elect Director Sherry Lansing              | Management         | For                              | For              |
| 1h                 | Elect Director Harish Manwani              | Management         | For                              | For              |
| 1i                 | Elect Director Steven M. Mollenkopf        | Management         | For                              | For              |
| 1j                 | Elect Director Duane A. Nelles             | Management         | For                              | For              |
| 1k                 | Elect Director Clark T. 'Sandy' Randt, Jr. | Management         | For                              | For              |
| 1l                 | Elect Director Francisco Ros               | Management         | For                              | For              |
| 1m                 | Elect Director Jonathan J. Rubinstein      | Management         | For                              | For              |

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|    |  |            |     |         |
|----|--|------------|-----|---------|
| In | Elect Director Brent Scowcroft                                 | Management | For | For     |
| 1o | Elect Director Marc I. Stern                                   | Management | For | For     |
| 2  | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management | For | For     |
| 3  | Amend Qualified Employee Stock Purchase Plan                   | Management | For | For     |
| 4  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | Against |

QUEST DIAGNOSTICS INCORPORATED

Meeting Date: MAY 15, 2015

Record Date: MAR 16, 2015

Meeting Type: ANNUAL

Ticker: DGX

Security ID: 74834L100

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director Jenne K. Britell                                | Management  | For                       | For       |
| 1.2         | Elect Director Vicky B. Gregg                                  | Management  | For                       | For       |
| 1.3         | Elect Director Jeffrey M. Leiden                               | Management  | For                       | For       |
| 1.4         | Elect Director Timothy L. Main                                 | Management  | For                       | For       |
| 1.5         | Elect Director Timothy M. Ring                                 | Management  | For                       | For       |
| 1.6         | Elect Director Daniel C. Stanzione                             | Management  | For                       | For       |
| 1.7         | Elect Director Gail R. Wilensky                                | Management  | For                       | For       |
| 1.8         | Elect Director John B. Ziegler                                 | Management  | For                       | For       |
| 2           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | Against   |
| 3           | Ratify PricewaterhouseCoopers LLP as Auditors                  | Management  | For                       | For       |
| 4           | Amend Omnibus Stock Plan                                       | Management  | For                       | For       |
| 5           | Provide Right to Act by Written Consent                        | Shareholder | Against                   | For       |

RAYONIER ADVANCED MATERIALS INC.

Meeting Date: MAY 14, 2015

Record Date: MAR 16, 2015

Meeting Type: ANNUAL

Ticker: RYAM

Security ID: 75508B104

| Proposal No | Proposal                       | Proposed By | Management Recommendation | Vote Cast |
|-------------|--------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director James F. Kirsch | Management  | For                       | For       |
| 1.2         | Elect Director James H. Miller | Management  | For                       | For       |
| 1.3         | Elect Director Ronald Townsend | Management  | For                       | For       |

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| 2  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
|--|--|-------------|---------------------------|-----------|
| 3  | Advisory Vote on Say on Pay Frequency                          | Management  | One Year                  | One Year  |
| 4  | Ratify Ernst & Young LLP as Auditors                           | Management  | For                       | For       |
| RIO TINTO PLC<br>Meeting Date: APR 16, 2015<br>Record Date: MAR 10, 2015<br>Meeting Type: ANNUAL |  |             |                           |           |
| Ticker: RIO<br>Security ID: 767204100  |  |             |                           |           |
| Proposal No  | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1  | Accept Financial Statements and Statutory Reports              | Management  | For                       | For       |
| 2  | Approve Remuneration Policy                                    | Management  | For                       | For       |
| 3  | Approve Remuneration Report for UK Law Purposes                | Management  | For                       | For       |
| 4  | Approve Remuneration Report for Australian Law Purposes        | Management  | For                       | For       |
| 5  | Elect Megan Clark as Director                                  | Management  | For                       | For       |
| 6  | Elect Michael L'Estrange as Director                           | Management  | For                       | For       |
| 7  | Re-elect Robert Brown as Director                              | Management  | For                       | For       |
| 8  | Re-elect Jan du Plessis as Director                            | Management  | For                       | For       |
| 9  | Re-elect Ann Godbehere as Director                             | Management  | For                       | For       |
| 10   | Re-elect Richard Goodmanson as Director                        | Management  | For                       | For       |
| 11   | Re-elect Anne Lauvergeon as Director                           | Management  | For                       | For       |
| 12   | Re-elect Chris Lynch as Director                               | Management  | For                       | For       |
| 13   | Re-elect Paul Tellier as Director                              | Management  | For                       | For       |
| 14   | Re-elect Simon Thompson as Director                            | Management  | For                       | For       |
| 15   | Re-elect John Varley as Director                               | Management  | For                       | For       |
| 16   | Re-elect Sam Walsh as Director                                 | Management  | For                       | For       |
| 17   | Reappoint PricewaterhouseCoopers LLP as Auditors               | Management  | For                       | For       |
| 18   | Authorise the Audit Committee to Fix Remuneration of Auditors  | Management  | For                       | For       |
| 19   | Authorise Issue of Equity with Pre-emptive Rights              | Management  | For                       | For       |
| 20   | Authorise Issue of Equity without Pre-emptive Rights           | Management  | For                       | For       |



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| 21   | Authorise Market Purchase of Ordinary Shares                  | Management         | For                              | For              |
|--|---|--------------------|----------------------------------|------------------|
| 22   | Authorise the Company to Call EGM with Two Weeks' Notice      | Management         | For                              | For              |
| <p>ROLLS-ROYCE HOLDINGS PLC<br/> Meeting Date: MAY 08, 2015<br/> Record Date: MAY 06, 2015<br/> Meeting Type: ANNUAL</p> |   |                    |                                  |                  |
| <p>Ticker: RR.<br/> Security ID: G76225104</p>   |   |                    |                                  |                  |
| <b>Proposal No</b>   | <b>Proposal</b>   | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1  | Accept Financial Statements and Statutory Reports             | Management         | For                              | For              |
| 2  | Approve Remuneration Report                                   | Management         | For                              | For              |
| 3  | Elect Ruth Cairnie as Director                                | Management         | For                              | For              |
| 4  | Elect David Smith as Director                                 | Management         | For                              | For              |
| 5  | Re-elect Ian Davis as Director                                | Management         | For                              | For              |
| 6  | Re-elect John Rishton as Director                             | Management         | For                              | For              |
| 7  | Re-elect Dame Helen Alexander as Director                     | Management         | For                              | For              |
| 8  | Re-elect Lewis Booth as Director                              | Management         | For                              | For              |
| 9  | Re-elect Sir Frank Chapman as Director                        | Management         | For                              | For              |
| 10   | Re-elect Warren East as Director                              | Management         | For                              | For              |
| 11   | Re-elect Lee Hsien Yang as Director                           | Management         | For                              | For              |
| 12   | Re-elect John McAdam as Director                              | Management         | For                              | For              |
| 13   | Re-elect Colin Smith as Director                              | Management         | For                              | For              |
| 14   | Re-elect Jasmin Staiblin as Director                          | Management         | For                              | For              |
| 15   | Reappoint KPMG LLP as Auditors                                | Management         | For                              | For              |
| 16   | Authorise the Audit Committee to Fix Remuneration of Auditors | Management         | For                              | For              |
| 17   | Approve Payment to Shareholders                               | Management         | For                              | For              |
| 18   | Authorise EU Political Donations and Expenditure              | Management         | For                              | For              |
| 19   | Authorise Issue of Equity with Pre-emptive Rights             | Management         | For                              | For              |
| 20   | Authorise Issue of Equity without Pre-emptive Rights          | Management         | For                              | For              |
| 21   | Authorise Market Purchase of Ordinary Shares                  | Management         | For                              | For              |
| 22   | Approve Increase in Borrowing Powers                          | Management         | For                              | For              |

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| SANOFI<br>Meeting Date: MAY 04, 2015<br>Record Date: MAR 25, 2015<br>Meeting Type: ANNUAL/SPECIAL |  |             |                           |           |
|---|--|-------------|---------------------------|-----------|
| Ticker: SAN<br>Security ID: 80105N105   |  |             |                           |           |
| Proposal No   | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1   | Approve Financial Statements and Statutory Reports   | Management  | For                       | For       |
| 2   | Approve Consolidated Financial Statements and Statutory Reports  | Management  | For                       | For       |
| 3   | Approve Allocation of Income and Dividends of EUR 2.85 per Share   | Management  | For                       | For       |
| 4   | Approve Auditors' Special Report on Related-Party Transactions   | Management  | For                       | Against   |
| 5   | Reelect Serge Weinberg as Director   | Management  | For                       | For       |
| 6   | Reelect Suet-Fern Lee as Director  | Management  | For                       | For       |
| 7   | Ratify Appointment of Bonnie Bassler as Director   | Management  | For                       | For       |
| 8   | Reelect Bonnie Bassler as Director   | Management  | For                       | For       |
| 9   | Ratify Appointment of Olivier Brandicourt as Director  | Management  | For                       | For       |
| 10  | Advisory Vote on Compensation of Serge Weinberg  | Management  | For                       | For       |
| 11  | Advisory Vote on Compensation of Christopher Viehbacher  | Management  | For                       | Against   |
| 12  | Authorize Repurchase of Up to 10 Percent of Issued Share Capital   | Management  | For                       | For       |
| 1   | Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 1.3 Billion                                      | Management  | For                       | For       |
| 2   | Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 260 Million                                   | Management  | For                       | For       |
| 3   | Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 260 Million                                       | Management  | For                       | For       |
| 4   | Approve Issuance of Debt Securities Giving Access to New Shares of Subsidiaries and/or Existing Shares and/or Debt Securities, up to Aggregate Amount of EUR 7 Billion | Management  | For                       | For       |
| 5   | Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above  | Management  | For                       | For       |
| 6   |  | Management  | For                       | For       |

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|    |  |            |     |         |
|----|--|------------|-----|---------|
|    | Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind             |            |     |         |
| 7  | Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value | Management | For | Against |
| 8  | Authorize Decrease in Share Capital via Cancellation of Repurchased Shares                             | Management | For | For     |
| 9  | Authorize Capital Issuances for Use in Employee Stock Purchase Plans                                   | Management | For | For     |
| 10 | Authorize up to 1.2 Percent of Issued Capital for Use in Restricted Stock Plans                        | Management | For | For     |
| 11 | Amend Article 7 of Bylaws Re: Shareholding Disclosure Thresholds                                       | Management | For | Against |
| 12 | Amend Article 19 of Bylaws Re: Attendance to General Meetings  | Management | For | For     |
| 13 | Authorize Filing of Required Documents/Other Formalities   | Management | For | For     |

SEASPAN CORPORATION  
Meeting Date: APR 24, 2015  
Record Date: MAR 10, 2015  
Meeting Type: ANNUAL

Ticker: SSW  
Security ID: Y75638109

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a                 | Elect Kyle R. Washington as Director   | Management         | For                              | Withhold         |
| 1b                 | Elect Nicholas Pitts-Tucker as Director  | Management         | For                              | For              |
| 2                  | Ratify KMPG LLP, Chartered Accountants as Independent Auditors   | Management         | For                              | For              |
| 3                  | Amend Articles of Incorporation to Declassify the Board of Directors and Provide Annual Election of Member of the Board  | Management         | For                              | For              |
| 4                  | Amend Articles of Incorporation to Increase the Size of the Board  | Management         | For                              | For              |
| 5                  | Amend Articles of Incorporation and Bylaws to Decrease the Shareholder Supermajority Voting Requirements to Amend Certain Articles of Incorporation and Bylaws | Management         | For                              | For              |

SYSCO CORPORATION  
Meeting Date: NOV 19, 2014  
Record Date: SEP 22, 2014

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| Meeting Type: ANNUAL   |  |             |                           |           |
|------------------------|--|-------------|---------------------------|-----------|
| Ticker: SYY            |  |             |                           |           |
| Security ID: 871829107 |  |             |                           |           |
| Proposal No            | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a                     | Elect Director John M. Cassaday                                | Management  | For                       | For       |
| 1b                     | Elect Director Judith B. Craven                                | Management  | For                       | For       |
| 1c                     | Elect Director William J. DeLaney                              | Management  | For                       | For       |
| 1d                     | Elect Director Larry C. Glasscock                              | Management  | For                       | For       |
| 1e                     | Elect Director Jonathan Golden                                 | Management  | For                       | For       |
| 1f                     | Elect Director Joseph A. Hafner, Jr.                           | Management  | For                       | For       |
| 1g                     | Elect Director Hans-Joachim Koerber                            | Management  | For                       | For       |
| 1h                     | Elect Director Nancy S. Newcomb                                | Management  | For                       | For       |
| 1i                     | Elect Director Richard G. Tilghman                             | Management  | For                       | For       |
| 1j                     | Elect Director Jackie M. Ward                                  | Management  | For                       | For       |
| 2                      | Approve Qualified Employee Stock Purchase Plan                 | Management  | For                       | For       |
| 3                      | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 4                      | Ratify Auditors  | Management  | For                       | For       |

## TANGER FACTORY OUTLET CENTERS, INC.

Meeting Date: MAY 15, 2015

Record Date: MAR 18, 2015

Meeting Type: ANNUAL

Ticker: SKT

Security ID: 875465106

| Proposal No | Proposal                                      | Proposed By | Management Recommendation | Vote Cast |
|-------------|---|-------------|---------------------------|-----------|
| 1.1         | Elect Director William G. Benton              | Management  | For                       | For       |
| 1.2         | Elect Director Jeffrey B. Citrin              | Management  | For                       | For       |
| 1.3         | Elect Director Donald G. Drapkin              | Management  | For                       | For       |
| 1.4         | Elect Director Thomas J. Reddin               | Management  | For                       | For       |
| 1.5         | Elect Director Thomas E. Robinson             | Management  | For                       | For       |
| 1.6         | Elect Director Bridget M. Ryan-Berman         | Management  | For                       | For       |
| 1.7         | Elect Director Allan L. Schuman               | Management  | For                       | For       |
| 1.8         | Elect Director Steven B. Tanger               | Management  | For                       | For       |
| 2           | Ratify PricewaterhouseCoopers LLP as Auditors | Management  | For                       | For       |
| 3           |   | Management  | For                       | Against   |

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|  |  |  |  |  |
|--|--|--|--|--|
|  | Advisory Vote to Ratify Named Executive Officers' Compensation |  |  |  |
|--|--|--|--|--|

TELEFONICA S.A.  
 Meeting Date: JUN 11, 2015  
 Record Date: MAY 11, 2015  
 Meeting Type: ANNUAL

Ticker: TEF  
 Security ID: 879382208

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1           | Approve Consolidated and Standalone Financial Statements   | Management  | For                       | For       |
| 2           | Approve Allocation of Income and Dividends   | Management  | For                       | For       |
| 3           | Approve Discharge of Board   | Management  | For                       | For       |
| 4           | Renew Appointment of Ernst & Young as Auditor  | Management  | For                       | For       |
| 5           | Approve Reduction in Share Capital via Amortization of Treasury Shares   | Management  | For                       | For       |
| 6           | Authorize Capitalization of Reserves for Scrip Dividends   | Management  | For                       | For       |
| 7.A         | Amend Articles Re: General Meetings  | Management  | For                       | For       |
| 7.B         | Amend Article 35 Re: Director Remuneration   | Management  | For                       | For       |
| 7.C         | Amend Articles Re: Board of Directors  | Management  | For                       | For       |
| 8           | Amend Articles of General Meeting Regulations  | Management  | For                       | For       |
| 9           | Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 20 Percent | Management  | For                       | For       |
| 10          | Authorize Board to Ratify and Execute Approved Resolutions   | Management  | For                       | For       |
| 11          | Advisory Vote on Remuneration Policy Report  | Management  | For                       | Against   |

THE CLOROX COMPANY  
 Meeting Date: NOV 19, 2014  
 Record Date: SEP 22, 2014  
 Meeting Type: ANNUAL

Ticker: CLX  
 Security ID: 189054109

| Proposal No | Proposal                          | Proposed By | Management Recommendation | Vote Cast |
|-------------|-----------------------------------|-------------|---------------------------|-----------|
| 1.1         | Elect Director Daniel Boggan, Jr. | Management  | For                       | For       |
| 1.2         | Elect Director Richard H. Carmona | Management  | For                       | For       |

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|      |  |            |     |     |
|------|--|------------|-----|-----|
| 1.3  | Elect Director Benno Dorer                                     | Management | For | For |
| 1.4  | Elect Director George J. Harad                                 | Management | For | For |
| 1.5  | Elect Director Donald R. Knauss                                | Management | For | For |
| 1.6  | Elect Director Esther Lee                                      | Management | For | For |
| 1.7  | Elect Director Robert W. Matschullat                           | Management | For | For |
| 1.8  | Elect Director Jeffrey Noddle                                  | Management | For | For |
| 1.9  | Elect Director Rogelio Rebolledo                               | Management | For | For |
| 1.10 | Elect Director Pamela Thomas-Graham                            | Management | For | For |
| 1.11 | Elect Director Carolyn M. Ticknor                              | Management | For | For |
| 2    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management | For | For |
| 3    | Ratify Auditors  | Management | For | For |

THE GAP, INC.  
 Meeting Date: MAY 19, 2015  
 Record Date: MAR 23, 2015  
 Meeting Type: ANNUAL

Ticker: GPS  
 Security ID: 364760108

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1a                 | Elect Director Domenico De Sole                                | Management         | For                              | For              |
| 1b                 | Elect Director Robert J. Fisher                                | Management         | For                              | Against          |
| 1c                 | Elect Director William S. Fisher                               | Management         | For                              | For              |
| 1d                 | Elect Director Isabella D. Goren                               | Management         | For                              | For              |
| 1e                 | Elect Director Bob L. Martin                                   | Management         | For                              | For              |
| 1f                 | Elect Director Jorge P. Montoya                                | Management         | For                              | For              |
| 1g                 | Elect Director Arthur Peck                                     | Management         | For                              | For              |
| 1h                 | Elect Director Mayo A. Shattuck, III                           | Management         | For                              | For              |
| 1i                 | Elect Director Katherine Tsang                                 | Management         | For                              | For              |
| 1j                 | Elect Director Padmasree Warrior                               | Management         | For                              | For              |
| 2                  | Ratify Deloitte & Touche LLP as Auditors                       | Management         | For                              | For              |
| 3                  | Amend Executive Incentive Bonus Plan                           | Management         | For                              | For              |
| 4                  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |

THE MOSAIC COMPANY  
 Meeting Date: MAY 14, 2015  
 Record Date: MAR 18, 2015

## Edgar Filing: DIVIDEND &amp; INCOME FUND - Form N-PX

| Meeting Type: ANNUAL   |  |             |                           |           |
|------------------------|--|-------------|---------------------------|-----------|
| Ticker: MOS            |  |             |                           |           |
| Security ID: 61945C103 |  |             |                           |           |
| Proposal No            | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a                     | Elect Director Nancy E. Cooper                                 | Management  | For                       | For       |
| 1b                     | Elect Director Gregory L. Ebel                                 | Management  | For                       | For       |
| 1c                     | Elect Director Denise C. Johnson                               | Management  | For                       | For       |
| 1d                     | Elect Director Robert L. Lumpkins                              | Management  | For                       | For       |
| 1e                     | Elect Director William T. Monahan                              | Management  | For                       | For       |
| 1f                     | Elect Director James L. Popowich                               | Management  | For                       | For       |
| 1g                     | Elect Director James T. Prokopanko                             | Management  | For                       | For       |
| 1h                     | Elect Director Steven M. Seibert                               | Management  | For                       | For       |
| 2                      | Ratify KPMG LLP as Auditors                                    | Management  | For                       | For       |
| 3                      | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |

## THE PROCTER &amp; GAMBLE COMPANY

Meeting Date: OCT 14, 2014

Record Date: AUG 15, 2014

Meeting Type: ANNUAL

Ticker: PG

Security ID: 742718109

| Proposal No | Proposal                              | Proposed By | Management Recommendation | Vote Cast |
|-------------|---------------------------------------|-------------|---------------------------|-----------|
| 1a          | Elect Director Angela F. Braly        | Management  | For                       | For       |
| 1b          | Elect Director Kenneth I. Chenault    | Management  | For                       | For       |
| 1c          | Elect Director Scott D. Cook          | Management  | For                       | For       |
| 1d          | Elect Director Susan Desmond-Hellmann | Management  | For                       | For       |
| 1e          | Elect Director A.G. Lafley            | Management  | For                       | For       |
| 1f          | Elect Director Terry J. Lundgren      | Management  | For                       | For       |
| 1g          | Elect Director W. James McNerney, Jr. | Management  | For                       | For       |
| 1h          | Elect Director Margaret C. Whitman    | Management  | For                       | For       |
| 1i          | Elect Director Mary Agnes Wilderotter | Management  | For                       | For       |
| 1j          | Elect Director Patricia A. Woertz     | Management  | For                       | For       |
| 1k          | Elect Director Ernesto Zedillo        | Management  | For                       | For       |
| 2           | Ratify Auditors                       | Management  | For                       | For       |
| 3           | Approve Omnibus Stock Plan            | Management  | For                       | For       |
| 4           |                                       | Management  | For                       | For       |

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|  | Advisory Vote to Ratify Named Executive Officers' Compensation             |             |                           |           |
|--|--|-------------|---------------------------|-----------|
| 5  | Assess Environmental Impact of Non-Recyclable Packaging                    | Shareholder | Against                   | For       |
| 6  | Report on Consistency Between Corporate Values and Political Contributions | Shareholder | Against                   | Against   |
| <p>THE SOUTHERN COMPANY<br/> Meeting Date: MAY 27, 2015<br/> Record Date: MAR 30, 2015<br/> Meeting Type: ANNUAL</p> |  |             |                           |           |
| <p>Ticker: SO<br/> Security ID: 842587107</p>  |  |             |                           |           |
| Proposal No  | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a   | Elect Director Juanita Powell Baranco                                      | Management  | For                       | For       |
| 1b   | Elect Director Jon A. Boscia   | Management  | For                       | For       |
| 1c   | Elect Director Henry A. 'Hal' Clark, III                                   | Management  | For                       | For       |
| 1d   | Elect Director Thomas A. Fanning   | Management  | For                       | For       |
| 1e   | Elect Director David J. Grain  | Management  | For                       | For       |
| 1f   | Elect Director Veronica M. Hagen   | Management  | For                       | For       |
| 1g   | Elect Director Warren A. Hood, Jr.   | Management  | For                       | For       |
| 1h   | Elect Director Linda P. Hudson   | Management  | For                       | For       |
| 1i   | Elect Director Donald M. James   | Management  | For                       | For       |
| 1j   | Elect Director John D. Johns   | Management  | For                       | For       |
| 1k   | Elect Director Dale E. Klein   | Management  | For                       | For       |
| 1l   | Elect Director William G. Smith, Jr.                                       | Management  | For                       | For       |
| 1m   | Elect Director Steven R. Specker   | Management  | For                       | For       |
| 1n   | Elect Director Larry D. Thompson   | Management  | For                       | For       |
| 1o   | Elect Director E. Jenner Wood, III   | Management  | For                       | Against   |
| 2  | Approve Outside Director Stock Awards                                      | Management  | For                       | For       |
| 3  | Provide Right to Act by Written Consent                                    | Management  | For                       | For       |
| 4  | Advisory Vote to Ratify Named Executive Officers' Compensation             | Management  | For                       | For       |
| 5  | Ratify Deloitte & Touche LLP as Auditors                                   | Management  | For                       | For       |
| 6  | Adopt Proxy Access Right   | Shareholder | Against                   | For       |
| 7  | Adopt Quantitative GHG Goals for Operations                                | Shareholder | Against                   | For       |



## Edgar Filing: DIVIDEND &amp; INCOME FUND - Form N-PX

| THE WESTERN UNION COMPANY  |  |             |                           |           |
|----------------------------|--|-------------|---------------------------|-----------|
| Meeting Date: MAY 15, 2015 |  |             |                           |           |
| Record Date: MAR 19, 2015  |  |             |                           |           |
| Meeting Type: ANNUAL       |  |             |                           |           |
| Ticker: WU                 |  |             |                           |           |
| Security ID: 959802109     |  |             |                           |           |
| Proposal No                | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a                         | Elect Director Hikmet Ersek                                    | Management  | For                       | For       |
| 1b                         | Elect Director Richard A. Goodman                              | Management  | For                       | For       |
| 1c                         | Elect Director Jack M. Greenberg                               | Management  | For                       | For       |
| 1d                         | Elect Director Betsy D. Holden                                 | Management  | For                       | For       |
| 1e                         | Elect Director Jeffrey A. Joerres                              | Management  | For                       | For       |
| 1f                         | Elect Director Linda Fayne Levinson                            | Management  | For                       | For       |
| 1g                         | Elect Director Roberto G. Mendoza                              | Management  | For                       | For       |
| 1h                         | Elect Director Michael A. Miles, Jr.                           | Management  | For                       | For       |
| 1i                         | Elect Director Robert W. Selander                              | Management  | For                       | For       |
| 1j                         | Elect Director Frances Fragos Townsend                         | Management  | For                       | For       |
| 1k                         | Elect Director Solomon D. Trujillo                             | Management  | For                       | For       |
| 2                          | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | For       |
| 3                          | Approve Omnibus Stock Plan                                     | Management  | For                       | For       |
| 4                          | Ratify Ernst & Young LLP as Auditors                           | Management  | For                       | For       |
| 5                          | Provide Right to Act by Written Consent                        | Shareholder | Against                   | Against   |
| 6                          | Report on Political Contributions                              | Shareholder | Against                   | For       |
| 7                          | Amend Bylaws to Establish a Board Committee on Human Rights    | Shareholder | Against                   | Against   |
| TIME WARNER INC.           |  |             |                           |           |
| Meeting Date: JUN 19, 2015 |  |             |                           |           |
| Record Date: APR 20, 2015  |  |             |                           |           |
| Meeting Type: ANNUAL       |  |             |                           |           |
| Ticker: TWX                |  |             |                           |           |
| Security ID: 887317303     |  |             |                           |           |
| Proposal No                | Proposal   | Proposed By | Management Recommendation | Vote Cast |
| 1a                         | Elect Director James L. Barksdale                              | Management  | For                       | For       |
| 1b                         | Elect Director William P. Barr                                 | Management  | For                       | For       |
| 1c                         | Elect Director Jeffrey L. Bewkes                               | Management  | For                       | For       |
| 1d                         | Elect Director Stephen F. Bollenbach                           | Management  | For                       | For       |

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|    |  |             |         |         |
|----|--|-------------|---------|---------|
| 1e | Elect Director Robert C. Clark                                 | Management  | For     | For     |
| 1f | Elect Director Mathias Dopfner                                 | Management  | For     | For     |
| 1g | Elect Director Jessica P. Einhorn                              | Management  | For     | For     |
| 1h | Elect Director Carlos M. Gutierrez                             | Management  | For     | For     |
| 1i | Elect Director Fred Hassan                                     | Management  | For     | For     |
| 1j | Elect Director Kenneth J. Novack                               | Management  | For     | For     |
| 1k | Elect Director Paul D. Wachter                                 | Management  | For     | For     |
| 1l | Elect Director Deborah C. Wright                               | Management  | For     | For     |
| 2  | Ratify Ernst & Young LLP as Auditors                           | Management  | For     | For     |
| 3  | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For     |
| 4  | Provide Right to Act by Written Consent                        | Shareholder | Against | For     |
| 5  | Board Oversight of Tobacco Use Depicted in Products            | Shareholder | Against | Against |
| 6  | Adopt Quantitative GHG Goals for Operations                    | Shareholder | Against | For     |

TRANSOCEAN LTD.  
 Meeting Date: SEP 22, 2014  
 Record Date: SEP 03, 2014  
 Meeting Type: SPECIAL

Ticker: RIG  
 Security ID: H8817H100

| Proposal No | Proposal  | Proposed By | Management Recommendation | Vote Cast |
|-------------|---|-------------|---------------------------|-----------|
| 1           | Approve Decrease in Size of Board               | Management  | For                       | For       |
| 2           | Elect Merrill A. "Pete" Miller, Jr. as Director | Management  | For                       | For       |

U.S. BANCORP  
 Meeting Date: APR 21, 2015  
 Record Date: FEB 24, 2015  
 Meeting Type: ANNUAL

Ticker: USB  
 Security ID: 902973304

| Proposal No | Proposal                              | Proposed By | Management Recommendation | Vote Cast |
|-------------|---------------------------------------|-------------|---------------------------|-----------|
| 1.1a        | Elect Director Douglas M. Baker, Jr.  | Management  | For                       | For       |
| 1.1b        | Elect Director Arthur D. Collins, Jr. | Management  | For                       | For       |
| 1.1c        | Elect Director Richard K. Davis       | Management  | For                       | For       |
| 1.1d        | Elect Director Kimberly J. Harris     | Management  | For                       | For       |

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|      |  |             |         |         |
|------|--|-------------|---------|---------|
| 1.1e | Elect Director Roland A. Hernandez                             | Management  | For     | For     |
| 1.1f | Elect Director Doreen Woo Ho                                   | Management  | For     | For     |
| 1.1g | Elect Director Joel W. Johnson                                 | Management  | For     | For     |
| 1.1h | Elect Director Olivia F. Kirtley                               | Management  | For     | For     |
| 1.1i | Elect Director Jerry W. Levin                                  | Management  | For     | For     |
| 1.1j | Elect Director David B. O'Maley                                | Management  | For     | For     |
| 1.1k | Elect Director O'dell M. Owens                                 | Management  | For     | For     |
| 1.1l | Elect Director Craig D. Schnuck                                | Management  | For     | For     |
| 1.1m | Elect Director Patrick T. Stokes                               | Management  | For     | For     |
| 1.1n | Elect Director Scott W. Wine                                   | Management  | For     | For     |
| 2    | Approve Omnibus Stock Plan                                     | Management  | For     | For     |
| 3    | Ratify Ernst & Young LLP as Auditors                           | Management  | For     | For     |
| 4    | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For     | For     |
| 5    | Require Independent Board Chairman                             | Shareholder | Against | Against |

UNILEVER NV

Meeting Date: APR 29, 2015

Record Date: MAR 24, 2015

Meeting Type: ANNUAL

Ticker: UNA

Security ID: 904784709

| <b>Proposal No</b> | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
|--------------------|--|--------------------|----------------------------------|------------------|
| 1                  | Discussion of the Annual Report and Accounts for the 2014 financial year | Management         | None                             | None             |
| 2                  | Approve Financial Statements and Allocation of Income                    | Management         | For                              | For              |
| 3                  | Approve Discharge of Executive Board Members                             | Management         | For                              | For              |
| 4                  | Approve Discharge of Non-Executive Board Members                         | Management         | For                              | For              |
| 5                  | Reelect P G J M Polman as Executive Director                             | Management         | For                              | For              |
| 6                  | Reelect R J-M S Huet as Executive Director                               | Management         | For                              | For              |
| 7                  | Reelect L M Cha as Non-Executive Director                                | Management         | For                              | For              |
| 8                  | Reelect L O Fresco as Non-Executive Director                             | Management         | For                              | For              |
| 9                  | Reelect A M Fudge as Non-Executive Director                              | Management         | For                              | For              |
| 10                 | Elect M Ma as Non-Executive Director                                     | Management         | For                              | For              |
| 11                 | Reelect H Nyasulu as Non-Executive Director                              | Management         | For                              | For              |
| 12                 | Reelect J. Rishton as Non-Executive Director                             | Management         | For                              | For              |
| 13                 | Reelect F Sijbesma as Non-Executive Director.                            | Management         | For                              | For              |

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|    |  |            |      |      |
|----|--|------------|------|------|
| 14 | Reelect M Treschow as Non-Executive Director   | Management | For  | For  |
| 15 | Elect N S Andersen as Non-Executive Director   | Management | For  | For  |
| 16 | Elect V Colao as Non-Executive Director  | Management | For  | For  |
| 17 | Elect J Hartmann as Non-Executive Director   | Management | For  | For  |
| 18 | Ratify KPMG as Auditors  | Management | For  | For  |
| 19 | Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger and Restricting/Excluding Preemptive Rights | Management | For  | For  |
| 20 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital   | Management | For  | For  |
| 21 | Approve Cancellation of Repurchased Shares   | Management | For  | For  |
| 22 | Close Meeting  | Management | None | None |

W. R. BERKLEY CORPORATION

Meeting Date: JUN 02, 2015

Record Date: APR 07, 2015

Meeting Type: ANNUAL

Ticker: WRB

Security ID: 084423102

| Proposal No | Proposal   | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director William R. ('Wm.') Berkley                      | Management  | For                       | For       |
| 1.2         | Elect Director Christopher L. Augostini                        | Management  | For                       | For       |
| 1.3         | Elect Director George G. Daly                                  | Management  | For                       | Against   |
| 1.4         | Elect Director Jack H. Nusbaum                                 | Management  | For                       | For       |
| 2           | Amend Omnibus Stock Plan                                       | Management  | For                       | For       |
| 3           | Amend Non-Employee Director Omnibus Stock Plan                 | Management  | For                       | For       |
| 4           | Advisory Vote to Ratify Named Executive Officers' Compensation | Management  | For                       | Against   |
| 5           | Ratify KPMG LLP as Auditors                                    | Management  | For                       | For       |

WADDELL & REED FINANCIAL, INC.

Meeting Date: APR 15, 2015

Record Date: FEB 18, 2015

Meeting Type: ANNUAL

Ticker: WDR

Security ID: 930059100

| Proposal No | Proposal | Proposed By | Management Recommendation | Vote Cast |
|-------------|----------|-------------|---------------------------|-----------|
|-------------|----------|-------------|---------------------------|-----------|

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| 1.1   | Elect Director Thomas C. Godlasky                              | Management         | For                              | For              |
|---|--|--------------------|----------------------------------|------------------|
| 1.2   | Elect Director Dennis E. Logue                                 | Management         | For                              | For              |
| 1.3   | Elect Director Michael F. Morrissey                            | Management         | For                              | For              |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 3   | Ratify KPMG LLP as Auditors                                    | Management         | For                              | For              |
| <p>WAL-MART STORES, INC.<br/> Meeting Date: JUN 05, 2015<br/> Record Date: APR 10, 2015<br/> Meeting Type: ANNUAL</p> |  |                    |                                  |                  |
| <p>Ticker: WMT<br/> Security ID: 931142103</p>  |  |                    |                                  |                  |
| <b>Proposal No</b>  | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1a  | Elect Director Aida M. Alvarez                                 | Management         | For                              | For              |
| 1b  | Elect Director James I. Cash, Jr.                              | Management         | For                              | For              |
| 1c  | Elect Director Roger C. Corbett                                | Management         | For                              | For              |
| 1d  | Elect Director Pamela J. Craig                                 | Management         | For                              | For              |
| 1e  | Elect Director Michael T. Duke                                 | Management         | For                              | For              |
| 1f  | Elect Director Timothy P. Flynn                                | Management         | For                              | For              |
| 1g  | Elect Director Thomas W. Horton                                | Management         | For                              | For              |
| 1h  | Elect Director Marissa A. Mayer                                | Management         | For                              | For              |
| 1i  | Elect Director C. Douglas McMillon                             | Management         | For                              | For              |
| 1j  | Elect Director Gregory B. Penner                               | Management         | For                              | For              |
| 1k  | Elect Director Steven S. Reinemund                             | Management         | For                              | For              |
| 1l  | Elect Director Kevin Y. Systrom                                | Management         | For                              | For              |
| 1m  | Elect Director Jim C. Walton                                   | Management         | For                              | For              |
| 1n  | Elect Director S. Robson Walton                                | Management         | For                              | For              |
| 1o  | Elect Director Linda S. Wolf                                   | Management         | For                              | For              |
| 2   | Ratify Ernst & Young LLP as Auditors                           | Management         | For                              | For              |
| 3   | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 4   | Amend Omnibus Stock Plan                                       | Management         | For                              | For              |
| 5   | Disclosure of Recoupment Activity from Senior Officers         | Shareholder        | Against                          | For              |
| 6   | Provide Proxy Access Right                                     | Shareholder        | Against                          | For              |
| 7   | Adopt Quantitative GHG Goals for Maritime Shipping             | Shareholder        | Against                          | Against          |

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|   |  |                    |                                  |                  |
|---|--|--------------------|----------------------------------|------------------|
| 8   | Report on Incentive Compensation Plans                         | Shareholder        | Against                          | For              |
| 9   | Require Independent Board Chairman                             | Shareholder        | Against                          | For              |
| <p>WELLPOINT, INC.<br/> Meeting Date: NOV 05, 2014<br/> Record Date: SEP 12, 2014<br/> Meeting Type: SPECIAL</p>          |  |                    |                                  |                  |
| <p>Ticker: WLP<br/> Security ID: 94973V107</p>  |  |                    |                                  |                  |
| <b>Proposal No</b>  | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1   | Change Company Name to Anthem, Inc.                            | Management         | For                              | For              |
| <p>WELLS FARGO &amp; COMPANY<br/> Meeting Date: APR 28, 2015<br/> Record Date: MAR 03, 2015<br/> Meeting Type: ANNUAL</p> |  |                    |                                  |                  |
| <p>Ticker: WFC<br/> Security ID: 949746101</p>  |  |                    |                                  |                  |
| <b>Proposal No</b>  | <b>Proposal</b>  | <b>Proposed By</b> | <b>Management Recommendation</b> | <b>Vote Cast</b> |
| 1a  | Elect Director John D. Baker, II                               | Management         | For                              | For              |
| 1b  | Elect Director Elaine L. Chao                                  | Management         | For                              | For              |
| 1c  | Elect Director John S. Chen                                    | Management         | For                              | For              |
| 1d  | Elect Director Lloyd H. Dean                                   | Management         | For                              | For              |
| 1e  | Elect Director Elizabeth A. Duke                               | Management         | For                              | For              |
| 1f  | Elect Director Susan E. Engel                                  | Management         | For                              | For              |
| 1g  | Elect Director Enrique Hernandez, Jr.                          | Management         | For                              | For              |
| 1h  | Elect Director Donald M. James                                 | Management         | For                              | For              |
| 1i  | Elect Director Cynthia H. Milligan                             | Management         | For                              | For              |
| 1j  | Elect Director Federico F. Pena                                | Management         | For                              | For              |
| 1k  | Elect Director James H. Quigley                                | Management         | For                              | For              |
| 1l  | Elect Director Judith M. Runstad                               | Management         | For                              | For              |
| 1m  | Elect Director Stephen W. Sanger                               | Management         | For                              | For              |
| 1n  | Elect Director John G. Stumpf                                  | Management         | For                              | For              |
| 1o  | Elect Director Susan G. Swenson                                | Management         | For                              | For              |
| 1p  | Elect Director Suzanne M. Vautrinot                            | Management         | For                              | For              |
| 2   | Advisory Vote to Ratify Named Executive Officers' Compensation | Management         | For                              | For              |
| 3   | Ratify KPMG LLP as Auditors                                    | Management         | For                              | For              |

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|   |  |             |         |         |
|---|--|-------------|---------|---------|
| 4 | Require Independent Board Chairman     | Shareholder | Against | Against |
| 5 | Report on Lobbying Payments and Policy | Shareholder | Against | For     |

WESTERN REFINING, INC.  
 Meeting Date: JUN 02, 2015  
 Record Date: APR 14, 2015  
 Meeting Type: ANNUAL

Ticker: WNR  
 Security ID: 959319104

| Proposal No | Proposal                                 | Proposed By | Management Recommendation | Vote Cast |
|-------------|--|-------------|---------------------------|-----------|
| 1.1         | Elect Director Carin Marcy Barth         | Management  | For                       | For       |
| 1.2         | Elect Director Sigmund L. Cornelius      | Management  | For                       | For       |
| 1.3         | Elect Director Paul L. Foster            | Management  | For                       | For       |
| 1.4         | Elect Director L. Frederick Francis      | Management  | For                       | For       |
| 1.5         | Elect Director Robert J. Hassler         | Management  | For                       | For       |
| 1.6         | Elect Director Brian J. Hogan            | Management  | For                       | For       |
| 1.7         | Elect Director Scott D. Weaver           | Management  | For                       | For       |
| 2           | Ratify Deloitte & Touche LLP as Auditors | Management  | For                       | For       |
| 3           | Amend Omnibus Stock Plan                 | Management  | For                       | For       |

WESTPAC BANKING CORPORATION  
 Meeting Date: DEC 12, 2014  
 Record Date: NOV 17, 2014  
 Meeting Type: ANNUAL

Ticker: WBC  
 Security ID: 961214301

| Proposal No | Proposal                          | Proposed By | Management Recommendation | Vote Cast |
|-------------|-----------------------------------|-------------|---------------------------|-----------|
| 2           | Approve the Remuneration Report   | Management  | For                       | For       |
| 3a          | Elect Lindsay Maxsted as Director | Management  | For                       | For       |
| 3b          | Elect Robert Elstone as Director  | Management  | For                       | For       |
| 3c          | Elect Alison Deans as Director    | Management  | For                       | For       |

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.

Dividend and Income Fund

By: /s/ Thomas B. Winmill  
Thomas B. Winmill, Chief Executive Officer

Date: August 3, 2015