

GABELLI DIVIDEND & INCOME TRUST  
Form N-PX  
August 27, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY**

Investment Company Act file number 811-21423

The Gabelli Dividend & Income Trust

(Exact name of registrant as specified in charter)

One Corporate Center

Rye, New York 10580-1422

(Address of principal executive offices) (Zip code)

Bruce N. Alpert

Gabelli Funds, LLC

One Corporate Center

Rye, New York 10580-1422

(Name and address of agent for service)

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

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

Date of fiscal year end: December 31

Date of reporting period: July 1, 2014 – June 30, 2015

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

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

**PROXY VOTING RECORD****FOR PERIOD JULY 1, 2014 TO JUNE 30, 2015**

## Investment Company Report

FEDERAL-MOGUL HOLDING CORPORATION

Security 313549404

Ticker Symbol FDML

ISIN US3135494041

Meeting Type

Meeting Date

Agenda

Annual

09-Jul-2014

934030040 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CARL C. ICAHN		For	For
	2 SUNG HWAN CHO		For	For
	3 THOMAS W. ELWARD		For	For
	4 GEORGE FELDENKREIS		For	For
	5 HUNTER C. GARY		For	For
	6 RAINER JUECKSTOCK		For	For
	7 J. MICHAEL LAISURE		For	For
	8 DANIEL A. NINIVAGGI		For	For
	9 NEIL S. SUBIN		For	For
2.	THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. SEVERN TRENT PLC, BIRMINGHAM	Management	Abstain	Against

Security G8056D159

Ticker Symbol

ISIN GB00B1FH8J72

Meeting Type

Meeting Date

Agenda

Annual General  
Meeting

16-Jul-2014

705412411 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	RECEIVE THE REPORT AND ACCOUNTS APPROVE THE DIRECTORS REMUNERATION	Management	For	For
2	REPORT OTHER THAN THE DIRECTORS REMUNERATION POLICY APPROVE THE DIRECTORS REMUNERATION	Management	For	For
3	POLICY	Management	For	For

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

4	ADOPT AND ESTABLISH THE SEVERN TRENT PLC LONG TERM INCENTIVE PLAN 2014	Management Abstain	Against
5	DECLARE A FINAL DIVIDEND	Management For	For
6	RE-APPOINT TONY BALLANCE	Management For	For
7	APPOINT JOHN COGHLAN	Management For	For
8	RE-APPOINT RICHARD DAVEY	Management For	For
9	RE-APPOINT ANDREW DUFF	Management For	For
10	RE-APPOINT GORDON FRYETT	Management For	For
11	APPOINT LIV GARFIELD	Management For	For
12	RE-APPOINT MARTIN KANE	Management For	For
13	RE-APPOINT MARTIN LAMB	Management For	For
14	RE-APPOINT MICHAEL MCKEON	Management For	For
15	APPOINT PHILIP REMNANT	Management For	For
16	RE-APPOINT ANDY SMITH	Management For	For
17	APPOINT DR ANGELA STRANK	Management For	For
18	RE-APPOINT AUDITORS	Management For	For
19	AUTHORISE DIRECTORS TO DETERMINE AUDITORS REMUNERATION	Management For	For
20	AUTHORISE POLITICAL DONATIONS	Management For	For
21	AUTHORISE ALLOTMENT OF SHARES	Management For	For
22	DISAPPLY PRE-EMPTION RIGHTS	Management Against	Against
23	AUTHORISE PURCHASE OF OWN SHARES	Management For	For
24	REDUCE NOTICE PERIOD FOR GENERAL MEETINGS	Management For	For

WILLIS GROUP HOLDINGS PLC

Security	G96666105	Meeting Type	Annual
Ticker Symbol	WSH	Meeting Date	23-Jul-2014
ISIN	IE00B4XGY116	Agenda	934044885 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOMINIC CASSERLEY	Management	For	For
1B.	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For	For
1C.	ELECTION OF DIRECTOR: SIR ROY GARDNER	Management	For	For
1D.	ELECTION OF DIRECTOR: SIR JEREMY HANLEY	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBYN S. KRAVIT	Management	For	For
1F.	ELECTION OF DIRECTOR: WENDY E. LANE	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANCISCO LUZON	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES F. MCCANN	Management	For	For
1I.	ELECTION OF DIRECTOR: JAYMIN PATEL	Management	For	For
1J.	ELECTION OF DIRECTOR: DOUGLAS B. ROBERTS	Management	For	For

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

1K.	ELECTION OF DIRECTOR: MICHAEL J. SOMERS	ManagementFor	For
1L.	ELECTION OF DIRECTOR: JEFFREY W. UBBEN	ManagementFor	For
2.	TO RATIFY THE REAPPOINTMENT OF DELOITTE LLP AS INDEPENDENT AUDITORS UNTIL THE CLOSE OF THE NEXT ANNUAL GENERAL MEETING OF SHAREHOLDERS AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO FIX THE AUDITOR'S REMUNERATION.	ManagementFor	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE NAMED EXECUTIVE OFFICER COMPENSATION.	Management Abstain	Against
4.	TO APPROVE AN AMENDMENT TO THE COMPANY'S WILLIS GROUP HOLDINGS PUBLIC LIMITED COMPANY 2012 EQUITY INCENTIVE PLAN (THE "2012 PLAN") TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE 2012 PLAN.	Management Against	Against
5.	TO RENEW THE DIRECTORS' AUTHORITY TO ISSUE SHARES UNDER IRISH LAW.	ManagementFor	For
6.	TO RENEW THE DIRECTORS' AUTHORITY TO OPT-OUT OF STATUTORY PRE-EMPTION RIGHTS UNDER IRISH LAW.	Management Against	Against
7.	TO AUTHORIZE HOLDING THE 2015 ANNUAL GENERAL MEETING OF SHAREHOLDERS AT A LOCATION OUTSIDE OF IRELAND.	ManagementFor	For

CONSTELLATION BRANDS, INC.

Security	21036P108	Meeting Type	Annual
Ticker Symbol	STZ	Meeting Date	23-Jul-2014
ISIN	US21036P1084	Agenda	934046118 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JERRY FOWDEN		For	For
	2 BARRY A. FROMBERG		For	For
	3 ROBERT L. HANSON		For	For
	4 JEANANNE K. HAUSWALD		For	For
	5 JAMES A. LOCKE III		For	For
	6 RICHARD SANDS		For	For

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

7	ROBERT SANDS	For	For
8	JUDY A. SCHMELING	For	For
9	KEITH E. WANDELL	For	For
10	MARK ZUPAN	For	For

- |    |   |                   |         |
|----|---|-------------------|---------|
| 2. | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 28, 2015. | ManagementFor     | For     |
| 3. | PROPOSAL TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.                 | ManagementAbstain | Against |

REMY COINTREAU SA, COGNAC

Security	F7725A100	Meeting Type	MIX
Ticker Symbol		Meeting Date	24-Jul-2014
ISIN	FR0000130395	Agenda	705410380 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.		Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.		Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLIC-KING ON THE MATERIAL URL LINK: <a href="https://balo.journal-officiel.gouv.fr/pdf/2014/-0616/201406161403103.pdf">https://balo.journal-officiel.gouv.fr/pdf/2014/-0616/201406161403103.pdf</a> . PLEASE NOTE		Non-Voting	

THAT THIS IS A REVISION DUE TO RECEIPT  
O-F ADDITIONAL URL: <https://balo.journal-officiel.gouv.fr/pdf/2014/0704/20140704-1403690.pdf>. IF YOU HAVE ALREADY SENT  
IN

YOUR VOTES, PLEASE DO NOT VOTE  
AGAIN-

UNLESS YOU DECIDE TO AMEND YOUR  
ORIGINAL INSTRUCTIONS. THANK YOU.  
APPROVAL OF THE CORPORATE

O.1	FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST, 2014	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST, 2014	ManagementFor	For
O.3	ALLOCATION OF INCOME AND SETTING THE DIVIDEND	ManagementFor	For
O.4	OPTION FOR THE PAYMENT OF THE DIVIDEND IN SHARES	ManagementFor	For
O.5	TRANSFER THE FRACTION OF THE AMOUNT OF THE LEGAL RESERVE ACCOUNT EXCEEDING 10% OF SHARE CAPITAL TO THE RETAINED EARNINGS ACCOUNT	ManagementFor	For
O.6	APPROVAL OF THE AGREEMENTS PURSUANT TO ARTICLE L.225-38 OF THE COMMERCIAL CODE	ManagementFor	For
O.7	DISCHARGE OF DUTIES TO THE DIRECTORS AND ACKNOWLEDGEMENT OF THE FULFILLMENT OF STATUTORY AUDITORS' DUTIES	ManagementFor	For
O.8	RENEWAL OF TERM OF MRS. DOMINIQUE HERIARD DUBREUIL AS DIRECTOR	ManagementFor	For
O.9	RENEWAL OF TERM OF MRS. LAURE HERIARD DUBREUIL AS DIRECTOR	ManagementFor	For
O.10	APPOINTMENT OF MRS. GUYLAINE DYEVRE AS DIRECTOR	ManagementFor	For
O.11	APPOINTMENT OF MR. EMMANUEL DE GEUSER AS DIRECTOR	ManagementFor	For
O.12	RENEWAL OF TERM OF THE COMPANY AUDITEURS & CONSEILS ASSOCIES REPRESENTED BY MR. FRANCOIS MAHE AS PRINCIPAL STATUTORY AUDITOR	ManagementFor	For
O.13		ManagementFor	For

	APPOINTMENT OF PIMPANEAU ET ASSOCIES AS DEPUTY STATUTORY AUDITOR		
O.14	SETTING THE AMOUNT OF ATTENDANCE ALLOWANCES ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. FRANCOIS HERIARD	ManagementFor	For
O.15	DUBREUIL, PRESIDENT AND CEO, FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST, 2014 ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. JEAN-MARIE LABORDE, CEO FROM APRIL 1ST TO SEPTEMBER 30TH, 2013, FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST, 2014	ManagementFor	For
O.16	ADVISORY REVIEW ON THE COMPENSATION OWED OR PAID TO MR. FREDERIC PFLANZ, CEO FROM OCTOBER 1ST, 2013 TO JANUARY 2ND, 2014, FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST, 2014	ManagementFor	For
O.17	AUTHORIZATION TO THE BOARD OF DIRECTORS TO PURCHASE AND SELL SHARES OF THE COMPANY IN ACCORDANCE WITH THE SCHEME REFERRED TO IN ARTICLES L.225-209 ET SEQ. OF THE COMMERCIAL CODE	ManagementFor	For
O.18	POWERS TO CARRY OUT ALL LEGAL FORMALITIES	ManagementFor	For
O.19	AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE SHARE CAPITAL BY	ManagementFor	For
E.20	CANCELLATION OF TREASURY SHARES OF THE COMPANY DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL WHILE MAINTAINING SHAREHOLDERS PREFERENTIAL SUBSCRIPTION RIGHTS BY ISSUING	ManagementFor	For
E.21	SHARES OF THE COMPANY AND/OR SECURITIES GIVING ACCESS TO CAPITAL OF THE COMPANY AND/OR BY ISSUING SECURITIES ENTITLING TO THE ALLOTMENT OF DEBT SECURITIES	ManagementFor	For



E.22	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL WITH CANCELLATION OF SHAREHOLDERS PREFERENTIAL SUBSCRIPTION RIGHTS BY ISSUING SHARES OF THE COMPANY AND/OR SECURITIES GIVING ACCESS TO CAPITAL OF THE COMPANY AND/OR BY ISSUING SECURITIES ENTITLING TO THE ALLOTMENT OF DEBT SECURITIES VIA PUBLIC OFFERING</p>	Management Against	Against
E.23	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS BY ISSUING SHARES OF THE COMPANY AND/OR SECURITIES GIVING ACCESS TO CAPITAL OF THE COMPANY AND/OR BY ISSUING SECURITIES ENTITLING TO THE ALLOTMENT OF DEBT SECURITIES VIA AN OFFER PURSUANT TO ARTICLE L.411-2, II OF THE MONETARY AND FINANCIAL CODE</p>	Management Against	Against
E.24	<p>AUTHORIZATION TO THE BOARD OF DIRECTORS TO SET THE ISSUE PRICE OF SECURITIES TO BE ISSUED UNDER THE TWENTY-SECOND AND TWENTY-THIRD RESOLUTIONS WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS UP TO 10% OF CAPITAL PER YEAR</p>	Management Against	Against
E.25	<p>AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN CASE OF ISSUANCE WITH OR WITHOUT SHAREHOLDERS PREFERENTIAL SUBSCRIPTION RIGHTS</p>	Management Against	Against
E.26	<p>AUTHORIZATION TO THE BOARD OF DIRECTORS TO ALLOCATE FREE SHARES EXISTING OR TO BE ISSUED TO EMPLOYEES AND SOME CORPORATE OFFICERS</p>	Management For	For
E.27	<p>AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL BY ISSUING SHARES RESERVED FOR</p>	Management For	For

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

MEMBERS OF A COMPANY SAVINGS PLAN  
AUTHORIZATION TO THE BOARD OF  
DIRECTORS TO ALLOCATE THE COSTS  
INCURRED BY THE CAPITAL INCREASES  
ON

E.28		ManagementFor	For
------	--	---------------	-----

PREMIUMS RELATING TO THESE  
TRANSACTIONS

E.29		ManagementFor	For
------	--	---------------	-----

POWERS TO CARRY OUT ALL LEGAL  
FORMALITIES

ITO EN,LTD.

Security	J25027103	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	24-Jul-2014
ISIN	JP3143000002	Agenda	705436625 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	Approve Appropriation of Surplus	ManagementFor		For
2.1	Appoint a Director	ManagementFor		For
2.2	Appoint a Director	ManagementFor		For
2.3	Appoint a Director	ManagementFor		For
2.4	Appoint a Director	ManagementFor		For
2.5	Appoint a Director	ManagementFor		For
2.6	Appoint a Director	ManagementFor		For
2.7	Appoint a Director	ManagementFor		For
2.8	Appoint a Director	ManagementFor		For
2.9	Appoint a Director	ManagementFor		For
2.10	Appoint a Director	ManagementFor		For
2.11	Appoint a Director	ManagementFor		For
2.12	Appoint a Director	ManagementFor		For
2.13	Appoint a Director	ManagementFor		For
2.14	Appoint a Director	ManagementFor		For
2.15	Appoint a Director	ManagementFor		For
2.16	Appoint a Director	ManagementFor		For
2.17	Appoint a Director	ManagementFor		For

CABLE & WIRELESS COMMUNICATIONS PLC, LONDON

Security	G1839G102	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jul-2014
ISIN	GB00B5KKT968	Agenda	705408626 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2014 AND THE REPORTS OF THE DIRECTORS AND AUDITOR THEREON	ManagementFor		For
2		ManagementFor		For

	TO APPROVE THE DIRECTORS' REMUNERATION REPORT (EXCLUDING THE DIRECTORS' REMUNERATION POLICY SET OUT AT PAGES 58 TO 67 OF THE DIRECTORS' REMUNERATION REPORT) FOR THE YEAR ENDED 31 MARCH 2014 AS CONTAINED WITHIN THE ANNUAL REPORT AND ACCOUNTS		
	TO APPROVE THE DIRECTORS' REMUNERATION POLICY, THE FULL TEXT OF WHICH IS CONTAINED IN THE DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED 31 MARCH 2014, AS SET OUT AT PAGES 58 TO 67 OF THE DIRECTORS' REMUNERATION REPORT CONTAINED WITHIN THE ANNUAL REPORT AND ACCOUNTS, WHICH TAKES EFFECT FROM THE DATE OF THE 2014 AGM	ManagementFor	For
3	TO RE-ELECT SIR RICHARD LAPHORNE, CBE AS A DIRECTOR	ManagementFor	For
4	TO RE-ELECT SIMON BALL AS A DIRECTOR	ManagementFor	For
5	TO ELECT PHIL BENTLEY AS A DIRECTOR	ManagementFor	For
6	TO ELECT PERLEY MCBRIDE AS A DIRECTOR	ManagementFor	For
7	TO RE-ELECT NICK COOPER AS A DIRECTOR	ManagementFor	For
8	TO RE-ELECT MARK HAMLIN AS A DIRECTOR	ManagementFor	For
9	TO RE-ELECT ALISON PLATT AS A DIRECTOR	ManagementFor	For
10	TO RE-ELECT IAN TYLER AS A DIRECTOR	ManagementFor	For
11	TO APPOINT KPMG LLP AS AUDITOR OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT MEETING AT WHICH ACCOUNTS ARE LAID	ManagementFor	For
12	TO AUTHORISE THE DIRECTORS TO SET THE AUDITOR'S REMUNERATION	ManagementFor	For
13	TO DECLARE A FINAL DIVIDEND FOR THE YEAR ENDED 31 MARCH 2014	ManagementFor	For
14	THAT THE AUTHORITY AND POWER CONFERRED UPON THE DIRECTORS TO ALLOT SHARES OR TO GRANT RIGHTS TO SUBSCRIBE FOR OR TO CONVERT ANY SECURITY INTO SHARES IN ACCORDANCE WITH ARTICLE 12 OF THE COMPANY'S ARTICLES OF ASSOCIATION SHALL APPLY	ManagementFor	For
15			

16	<p>UNTIL THE EARLIER OF THE CONCLUSION OF THE COMPANY'S AGM IN 2015 OR 30 SEPTEMBER 2015, AND FOR THAT PERIOD THERE SHALL BE TWO SECTION 551 AMOUNTS (AS DEFINED IN ARTICLE 12(B)) OF (I) USD 42 MILLION; AND (II) USD 84 MILLION (SUCH AMOUNT TO BE REDUCED BY ANY ALLOTMENTS OR GRANTS MADE UNDER (I) ABOVE) WHICH THE DIRECTORS SHALL ONLY BE EMPOWERED TO USE IN CONNECTION WITH A RIGHTS ISSUE (AS DEFINED IN ARTICLE 12(E)). ALL PREVIOUS AUTHORITIES UNDER ARTICLE 12(B) ARE REVOKED, SUBJECT TO ARTICLE 12(D) THAT, SUBJECT TO THE PASSING OF RESOLUTION 15, THE AUTHORITY AND POWER CONFERRED UPON THE DIRECTORS TO ALLOT EQUITY SECURITIES FOR CASH IN ACCORDANCE WITH ARTICLE 12 OF THE COMPANY'S ARTICLES OF ASSOCIATION SHALL APPLY UNTIL THE EARLIER OF THE CONCLUSION OF THE COMPANY'S AGM IN 2015 OR 30 SEPTEMBER 2015 AND FOR THAT PERIOD THE SECTION 561 AMOUNT (AS DEFINED IN ARTICLE 12(C)) SHALL BE USD 6 MILLION. ALL PREVIOUS AUTHORITIES UNDER ARTICLE 12(C) ARE REVOKED, SUBJECT TO ARTICLE 12(D) THAT THE COMPANY BE GENERALLY AND UNCONDITIONALLY AUTHORISED FOR THE PURPOSES OF SECTION 701 OF THE COMPANIES ACT 2006 TO MAKE ONE OR MORE MARKET PURCHASES (AS DEFINED IN SECTION 693(4) OF THE COMPANIES ACT 2006) OF ITS ORDINARY SHARES WITH NOMINAL VALUE OF USD 0.05 EACH IN THE COMPANY, PROVIDED THAT: (A) THE COMPANY DOES NOT PURCHASE UNDER THIS AUTHORITY MORE THAN 252 MILLION ORDINARY SHARES; (B) THE COMPANY DOES NOT PAY LESS THAN THE NOMINAL VALUE, CURRENTLY USD 0.05, FOR EACH ORDINARY SHARE; AND (C) THE COMPANY</p>	ManagementFor	For
17	<p>UNTIL THE EARLIER OF THE CONCLUSION OF THE COMPANY'S AGM IN 2015 OR 30 SEPTEMBER 2015, AND FOR THAT PERIOD THERE SHALL BE TWO SECTION 551 AMOUNTS (AS DEFINED IN ARTICLE 12(B)) OF (I) USD 42 MILLION; AND (II) USD 84 MILLION (SUCH AMOUNT TO BE REDUCED BY ANY ALLOTMENTS OR GRANTS MADE UNDER (I) ABOVE) WHICH THE DIRECTORS SHALL ONLY BE EMPOWERED TO USE IN CONNECTION WITH A RIGHTS ISSUE (AS DEFINED IN ARTICLE 12(E)). ALL PREVIOUS AUTHORITIES UNDER ARTICLE 12(B) ARE REVOKED, SUBJECT TO ARTICLE 12(D) THAT, SUBJECT TO THE PASSING OF RESOLUTION 15, THE AUTHORITY AND POWER CONFERRED UPON THE DIRECTORS TO ALLOT EQUITY SECURITIES FOR CASH IN ACCORDANCE WITH ARTICLE 12 OF THE COMPANY'S ARTICLES OF ASSOCIATION SHALL APPLY UNTIL THE EARLIER OF THE CONCLUSION OF THE COMPANY'S AGM IN 2015 OR 30 SEPTEMBER 2015 AND FOR THAT PERIOD THE SECTION 561 AMOUNT (AS DEFINED IN ARTICLE 12(C)) SHALL BE USD 6 MILLION. ALL PREVIOUS AUTHORITIES UNDER ARTICLE 12(C) ARE REVOKED, SUBJECT TO ARTICLE 12(D) THAT THE COMPANY BE GENERALLY AND UNCONDITIONALLY AUTHORISED FOR THE PURPOSES OF SECTION 701 OF THE COMPANIES ACT 2006 TO MAKE ONE OR MORE MARKET PURCHASES (AS DEFINED IN SECTION 693(4) OF THE COMPANIES ACT 2006) OF ITS ORDINARY SHARES WITH NOMINAL VALUE OF USD 0.05 EACH IN THE COMPANY, PROVIDED THAT: (A) THE COMPANY DOES NOT PURCHASE UNDER THIS AUTHORITY MORE THAN 252 MILLION ORDINARY SHARES; (B) THE COMPANY DOES NOT PAY LESS THAN THE NOMINAL VALUE, CURRENTLY USD 0.05, FOR EACH ORDINARY SHARE; AND (C) THE COMPANY</p>	ManagementFor	For

CONT	<p>DOES NOT PAY MORE PER ORDINARY SHARE THAN THE HIGHER OF (I) AN AMOUNT EQUAL TO 5% OVER THE AVERAGE OF THE MIDDLE-MARKET PRICE OF THE ORDINARY SHARES FOR THE FIVE BUSINESS DAYS IMMEDIATELY PRECEDING THE DAY ON WHICH THE COMPANY AGREES TO BUY THE SHARES CONCERNED, BASED ON SHARE PRICES PUBLISHED IN THE DAILY CONTD                  CONTD OFFICIAL LIST OF THE LONDON STOCK EXCHANGE; AND (II) THE PRICE-STIPULATED BY ARTICLE 5(1) OF THE BUY-BACK AND STABILISATION REGULATION (EC- NO. 2273/2003). THIS AUTHORITY SHALL CONTINUE UNTIL THE CONCLUSION OF THE-                  COMPANY'S AGM IN 2015 OR 30 SEPTEMBER 2015, WHICHEVER IS THE EARLIER,- PROVIDED THAT IF THE COMPANY HAS AGREED BEFORE THIS DATE TO PURCHASE ORDINARY-SHARES WHERE THESE PURCHASES WILL OR MAY BE EXECUTED AFTER THE AUTHORITY-TERMINATES (EITHER WHOLLY OR IN PART) THE COMPANY MAY COMPLETE SUCH PURCHASES THAT THE COMPANY BE AUTHORISED TO CALL A GENERAL MEETING OF THE SHAREHOLDERS, OTHER THAN AN ANNUAL</p>	Non-Voting	
18	<p>GENERAL MEETING, ON NOT LESS THAN 14 CLEAR DAYS' NOTICE</p>	ManagementFor	For
19	<p>THAT IN ACCORDANCE WITH SECTIONS 366 AND 367 OF THE COMPANIES ACT 2006, THE COMPANY AND ALL COMPANIES THAT ARE ITS SUBSIDIARIES AT ANY TIME DURING THE PERIOD FOR WHICH THIS RESOLUTION IS EFFECTIVE (THE GROUP) ARE AUTHORISED,</p>	ManagementFor	For

IN AGGREGATE, TO: (A) MAKE POLITICAL DONATIONS TO POLITICAL ORGANISATIONS OTHER THAN POLITICAL PARTIES NOT EXCEEDING GBP 100,000 IN TOTAL; (B) INCUR POLITICAL EXPENDITURE NOT EXCEEDING GBP 100,000 IN TOTAL; AND (C) MAKE POLITICAL DONATIONS TO POLITICAL

PARTIES AND/OR INDEPENDENT ELECTION CANDIDATES NOT EXCEEDING GBP 100,000 IN TOTAL, DURING THE PERIOD BEGINNING

WITH THE DATE OF THE PASSING OF THIS RESOLUTION UP TO AND INCLUDING THE CONCLUSION OF THE AGM TO BE HELD IN 2018 OR 24 JULY 2018, WHICHEVER IS THE EARLIER, PROVIDED THAT THE AUTHORISED SUM REFERRED TO IN PARAGRAPHS (A), (B) AND (C) MAY BE CONTD

CONTD COMPRISED OF ONE OR MORE AMOUNTS IN DIFFERENT CURRENCIES WHICH, FOR THE-PURPOSES OF CALCULATING THE SAID SUM, SHALL BE CONVERTED INTO POUNDS STERLING-AT THE EXCHANGE RATE PUBLISHED IN THE LONDON EDITION OF THE FINANCIAL TIMES-

CONT ON THE DAY ON WHICH THE RELEVANT DONATION IS MADE OR EXPENDITURE INCURRED (OR-THE FIRST BUSINESS DAY THEREAFTER) OR, IF EARLIER, ON THE DAY

WHICH THE-RELEVANT MEMBER OF THE GROUP ENTERS INTO ANY CONTRACT OR UNDERTAKING RELATING-TO THE SAME. ANY TERMS USED IN THIS RESOLUTION WHICH ARE DEFINED IN PART 14-OF THE COMPANIES ACT 2006 SHALL BEAR THE SAME MEANING FOR THE PURPOSES OF- THIS RESOLUTION

SAFEWAY INC.

Security 786514208

Ticker Symbol SWY

ISIN US7865142084

Meeting Type

Meeting Date

Agenda

Annual

25-Jul-2014

934050585 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.		Management	For	For

	APPROVAL AND ADOPTION OF THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED MARCH 6, 2014 AND AMENDED ON APRIL 7, 2014 AND ON JUNE 13, 2014, BY AND AMONG SAFEWAY INC., AB ACQUISITION LLC, ALBERTSON'S HOLDINGS LLC, ALBERTSON'S LLC AND SATURN ACQUISITION MERGER SUB, INC.		
	NON-BINDING ADVISORY APPROVAL OF THE		
2.	COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO SAFEWAY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management Abstain	Against
	APPROVAL AND ADOPTION OF THE ADJOURNMENT OF THE ANNUAL MEETING,		
3.	IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES FOR THE ADOPTION OF THE MERGER AGREEMENT.	Management For	For
	NON-BINDING ADVISORY APPROVAL OF THE		
5.	COMPANY'S EXECUTIVE COMPENSATION ("SAY-ON-PAY").	Management Abstain	Against
	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE		
6.	COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014.	Management For	For
	STOCKHOLDER PROPOSAL REGARDING LABELING PRODUCTS THAT CONTAIN GENETICALLY ENGINEERED		
7.	INGREDIENTS.	Shareholder Against	For
	STOCKHOLDER PROPOSAL REGARDING EXTENDED PRODUCER RESPONSIBILITY.		
8.	ELECTION OF DIRECTOR: ROBERT L. EDWARDS	Shareholder Against	For
4A.	ELECTION OF DIRECTOR: JANET E. GROVE	Management For	For
4B.	ELECTION OF DIRECTOR: MOHAN GYANI	Management For	For
4C.	ELECTION OF DIRECTOR: FRANK C. HERRINGER	Management For	For
4D.	ELECTION OF DIRECTOR: GEORGE J. MORROW	Management For	For
4E.	ELECTION OF DIRECTOR: KENNETH W. ODER	Management For	For
4F.	ELECTION OF DIRECTOR: T. GARY ROGERS	Management For	For
4G.	ELECTION OF DIRECTOR: ARUN SARIN	Management For	For
4H.	ELECTION OF DIRECTOR: WILLIAM Y. TAUSCHER	Management For	For
4I.			

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

NATIONAL GRID PLC

Security	636274300	Meeting Type	Annual
Ticker Symbol	NGG	Meeting Date	28-Jul-2014
ISIN	US6362743006	Agenda	934049861 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Management	For	For
2	TO DECLARE A FINAL DIVIDEND	Management	For	For
3	TO RE-ELECT SIR PETER GERSHON	Management	For	For
4	TO RE-ELECT STEVE HOLLIDAY	Management	For	For
5	TO RE-ELECT ANDREW BONFIELD	Management	For	For
6	TO RE-ELECT TOM KING	Management	For	For
7	TO ELECT JOHN PETTIGREW	Management	For	For
8	TO RE-ELECT PHILIP AIKEN	Management	For	For
9	TO RE-ELECT NORA MEAD BROWNELL	Management	For	For
10	TO RE-ELECT JONATHAN DAWSON	Management	For	For
11	TO ELECT THERESE ESPERDY	Management	For	For
12	TO RE-ELECT PAUL GOLBY	Management	For	For
13	TO RE-ELECT RUTH KELLY	Management	For	For
14	TO RE-ELECT MARK WILLIAMSON	Management	For	For
15	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP	Management	For	For
16	TO AUTHORISE THE DIRECTORS TO SET THE AUDITORS' REMUNERATION	Management	For	For
17	TO APPROVE THE DIRECTORS' REMUNERATION POLICY	Management	For	For
18	TO APPROVE THE DIRECTORS' REMUNERATION REPORT OTHER THAN THE REMUNERATION POLICY	Management	For	For
19	TO APPROVE CHANGES TO THE NATIONAL GRID PLC LONG TERM PERFORMANCE PLAN	Management	Abstain	Against
20	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	Management	For	For
21	TO AUTHORISE THE DIRECTORS TO OPERATE A SCRIP DIVIDEND SCHEME	Management	For	For
22	TO AUTHORISE CAPITALISING RESERVES FOR THE SCRIP DIVIDEND SCHEME	Management	For	For
S23	TO DISAPPLY PRE-EMPTION RIGHTS	Management	Against	Against
S24	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	Management	For	For
S25	TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 CLEAR DAYS' NOTICE	Management	For	For

VIMPELCOM LTD.

Security	92719A106	Meeting Type	Annual
Ticker Symbol	VIP	Meeting Date	28-Jul-2014



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

ISIN US92719A1060 Agenda 934057375 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPOINT DR. HANS PETER KOHLHAMMER AS A DIRECTOR.	Management	For	
2	TO APPOINT LEONID NOVOSELSKY AS A DIRECTOR.	Management	For	
3	TO APPOINT MIKHAIL FRIDMAN AS A DIRECTOR.	Management	For	
4	TO APPOINT KJELL MORTEN JOHNSEN AS A DIRECTOR.	Management	For	
5	TO APPOINT ANDREI GUSEV AS A DIRECTOR.	Management	For	
6	TO APPOINT ALEXEY REZNIKOVICH AS A DIRECTOR.	Management	For	
7	TO APPOINT OLE BJORN SJULSTAD AS A DIRECTOR.	Management	For	
8	TO APPOINT JAN FREDRIK BAKSAAS AS A DIRECTOR.	Management	For	
9	TO APPOINT HAMID AKHAVAN AS A DIRECTOR.	Management	For	
10	TO APPOINT SIR JULIAN HORN-SMITH AS A DIRECTOR.	Management	For	
11	TO APPOINT TROND WESTLIE AS A DIRECTOR.	Management	For	
12	TO APPOINT PRICEWATERHOUSECOOPERS ACCOUNTANTS NV ("PWC") AS AUDITOR AND TO AUTHORIZE THE SUPERVISORY BOARD TO DETERMINE ITS REMUNERATION.	Management	For	For

LEGG MASON, INC.

Security 524901105 Meeting Type Annual  
 Ticker Symbol LM Meeting Date 29-Jul-2014  
 ISIN US5249011058 Agenda 934045635 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
1	ROBERT E. ANGELICA		For	For
2	CAROL ANTHONY DAVIDSON		For	For
3	BARRY W. HUFF		For	For
4	DENNIS M. KASS		For	For
5	CHERYL GORDON KRONGARD		For	For
6	JOHN V. MURPHY		For	For
7	JOHN H. MYERS		For	For
8	NELSON PELTZ		For	For
9	W. ALLEN REED		For	For

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

	10	MARGARET M. RICHARDSON	For	For
	11	KURT L. SCHMOKE	For	For
	12	JOSEPH A. SULLIVAN	For	For
2.		AMENDMENT TO THE LEGG MASON, INC. EXECUTIVE INCENTIVE COMPENSATION PLAN.	ManagementFor	For
3.		AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementAbstain	Against
4.		RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2015.	ManagementFor	For

VODAFONE GROUP PLC

Security	92857W308	Meeting Type	Annual
Ticker Symbol	VOD	Meeting Date	29-Jul-2014
ISIN	US92857W3088	Agenda	934046740 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE COMPANY'S ACCOUNTS, THE STRATEGIC REPORT AND REPORTS OF THE DIRECTORS AND THE AUDITOR FOR THE YEAR ENDED 31 MARCH 2014	Management	For	For
2.	TO RE-ELECT GERARD KLEISTERLEE AS A DIRECTOR	Management	For	For
3.	TO RE-ELECT VITTORIO COLAO AS A DIRECTOR	Management	For	For
4.	TO ELECT NICK READ AS A DIRECTOR	Management	For	For
5.	TO RE-ELECT STEPHEN PUSEY AS A DIRECTOR	Management	For	For
6.	TO ELECT SIR CRISPIN DAVIS AS A DIRECTOR	Management	For	For
7.	TO ELECT DAME CLARA FURSE AS A DIRECTOR, WITH EFFECT FROM 1 SEPTEMBER 2014	Management	For	For
8.	TO ELECT VALERIE GOODING AS A DIRECTOR	Management	For	For
9.	TO RE-ELECT RENEE JAMES AS A DIRECTOR	Management	For	For
10.	TO RE-ELECT SAMUEL JONAH AS A DIRECTOR	Management	For	For
11.	TO RE-ELECT OMID KORDESTANI AS A DIRECTOR	Management	For	For
12.	TO RE-ELECT NICK LAND AS A DIRECTOR	Management	For	For
13.	TO RE-ELECT LUC VANDELVELDE AS A DIRECTOR	Management	For	For
14.	TO RE-ELECT PHILIP YEA AS A DIRECTOR	Management	For	For

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

15.	TO DECLARE A FINAL DIVIDEND OF 7.47 PENCE PER ORDINARY SHARE FOR THE YEAR ENDED 31 MARCH 2014	ManagementFor	For
16.	TO APPROVE THE DIRECTORS' REMUNERATION POLICY FOR THE YEAR ENDED 31 MARCH 2014	ManagementFor	For
17.	TO APPROVE THE REMUNERATION REPORT OF THE BOARD FOR THE YEAR ENDED 31 MARCH 2014	ManagementFor	For
18.	TO APPROVE THE VODAFONE GLOBAL INCENTIVE PLAN RULES	ManagementFor	For
19.	TO CONFIRM PWC'S APPOINTMENT AS AUDITOR	ManagementFor	For
20.	TO AUTHORISE THE AUDIT AND RISK COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR	ManagementFor	For
21.	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	ManagementFor	For
S22	TO AUTHORISE THE DIRECTORS TO DIS-APPLY PRE-EMPTION RIGHTS	Management Against	Against
S23	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES	ManagementFor	For
24.	TO AUTHORISE POLITICAL DONATIONS AND EXPENDITURE	ManagementFor	For
S25	TO AUTHORISE THE COMPANY TO CALL GENERAL MEETINGS (OTHER THAN AGMS) ON 14 CLEAR DAYS' NOTICE	ManagementFor	For

MCKESSON CORPORATION

Security	58155Q103	Meeting Type	Annual
Ticker Symbol	MCK	Meeting Date	30-Jul-2014
ISIN	US58155Q1031	Agenda	934050345 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANDY D. BRYANT	ManagementFor		For
1B.	ELECTION OF DIRECTOR: WAYNE A. BUDD	ManagementFor		For
1C.	ELECTION OF DIRECTOR: N. ANTHONY COLES, M.D.	ManagementFor		For
1D.	ELECTION OF DIRECTOR: JOHN H. HAMMERGREN	ManagementFor		For
1E.	ELECTION OF DIRECTOR: ALTON F. IRBY III	ManagementFor		For
1F.	ELECTION OF DIRECTOR: M. CHRISTINE JACOBS	ManagementFor		For
1G.	ELECTION OF DIRECTOR: MARIE L. KNOWLES	ManagementFor		For
1H.	ELECTION OF DIRECTOR: DAVID M. LAWRENCE, M.D.	ManagementFor		For

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

11.	ELECTION OF DIRECTOR: EDWARD A. MUELLER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2015.	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	SHAREHOLDER PROPOSAL ON ACTION BY WRITTEN CONSENT OF SHAREHOLDERS.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL ON DISCLOSURE OF POLITICAL CONTRIBUTIONS AND EXPENDITURES.	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL ON ACCELERATED VESTING OF EQUITY AWARDS.	Shareholder	Against	For

TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Security	881624209	Meeting Type	Annual
Ticker Symbol	TEVA	Meeting Date	30-Jul-2014
ISIN	US8816242098	Agenda	934055422 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	TO APPOINT DAN PROPPER AS DIRECTOR, TO SERVE UNTIL THE 2017 ANNUAL MEETING OF SHAREHOLDERS.	Management	For	For
1B.	TO APPOINT ORY SLONIM AS DIRECTOR, TO SERVE UNTIL THE 2017 ANNUAL MEETING OF SHAREHOLDERS.	Management	For	For
2A.	TO APPOINT MR. JOSEPH (YOSSI) NITZANI TO SERVE AS A STATUTORY INDEPENDENT DIRECTOR FOR AN ADDITIONAL TERM OF THREE YEARS, FOLLOWING THE EXPIRATION OF HIS SECOND TERM OF SERVICE ON SEPTEMBER 25, 2014, AND TO APPROVE HIS REMUNERATION AND BENEFITS.	Management	For	For
2B.	TO APPOINT MR. JEAN-MICHEL HALFON TO SERVE AS A STATUTORY INDEPENDENT DIRECTOR FOR A TERM OF THREE YEARS, COMMENCING FOLLOWING MEETING, AND TO APPROVE HIS REMUNERATION & BENEFITS.	Management	For	For

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

3A.	TO APPROVE THE ANNUAL CASH BONUS OBJECTIVES FOR THE COMPANY'S PRESIDENT & CHIEF EXECUTIVE OFFICER FOR 2014 AND GOING FORWARD.	Management	For
3B.	TO APPROVE ANNUAL EQUITY AWARDS FOR THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER FOR EACH YEAR COMMENCING IN 2015.	Management	Abstain
4.	TO APPROVE THE PURCHASE OF DIRECTORS' AND OFFICERS' LIABILITY INSURANCE WITH ANNUAL COVERAGE OF UP TO \$600 MILLION.	Management	For
5.	TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2015 ANNUAL MEETING OF SHAREHOLDERS.	Management	For

LIBERTY MEDIA CORPORATION

Security	531229102	Meeting Type	Annual
Ticker Symbol	LMCA	Meeting Date	04-Aug-2014
ISIN	US5312291025	Agenda	934051486 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 EVAN D. MALONE		For	For
	2 DAVID E. RAPLEY		For	For
	3 LARRY E. ROMRELL		For	For
	A PROPOSAL TO RATIFY THE SELECTION OF			
2.	KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For

LIBERTY INTERACTIVE CORPORATION

Security	53071M880	Meeting Type	Annual
Ticker Symbol	LVNTA	Meeting Date	04-Aug-2014
ISIN	US53071M8800	Agenda	934051549 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 EVAN D. MALONE		For	For
	2 DAVID E. RAPLEY		For	For
	3 LARRY E. ROMRELL		For	For
2.		Management	Abstain	Against

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

THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

A PROPOSAL TO RATIFY THE SELECTION OF

3.	KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
----	--	------------	-----	-----

LIBERTY INTERACTIVE CORPORATION

Security	53071M104	Meeting Type	Annual
Ticker Symbol	LINTA	Meeting Date	04-Aug-2014
ISIN	US53071M1045	Agenda	934051549 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 EVAN D. MALONE		For	For
	2 DAVID E. RAPLEY		For	For
	3 LARRY E. ROMRELL		For	For

THE SAY-ON-PAY PROPOSAL, TO APPROVE,

2.	ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
----	---	------------	---------	---------

A PROPOSAL TO RATIFY THE SELECTION OF

3.	KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
----	--	------------	-----	-----

AIRGAS, INC.

Security	009363102	Meeting Type	Annual
Ticker Symbol	ARG	Meeting Date	05-Aug-2014
ISIN	US0093631028	Agenda	934055282 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PETER MCCAUSLAND		For	For
	2 LEE M. THOMAS		For	For
	3 JOHN C. VAN RODEN, JR.		For	For
	4 ELLEN C. WOLF		For	For

RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.

3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
----	--	------------	---------	---------

4.		Shareholder	Against	For
----	--	-------------	---------	-----

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

A STOCKHOLDER PROPOSAL REGARDING  
OUR CLASSIFIED BOARD OF DIRECTORS.  
A STOCKHOLDER PROPOSAL REGARDING  
5. OUR VOTING STANDARD FOR DIRECTOR  
ELECTIONS.

Shareholder Against For

REALD INC.

Security 75604L105

Ticker Symbol RLD

ISIN US75604L1052

Meeting Type Annual  
Meeting Date 08-Aug-2014  
Agenda 934051602 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LAURA J. ALBER		For	For
	2 DAVID HABIGER		For	For
2.	THE RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	Management	For	For
3.	A NON-BINDING ADVISORY VOTE APPROVING THE COMPENSATION OF REALD'S NAMED EXECUTIVE OFFICERS AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING THE COMPENSATION TABLES AND NARRATIVE DISCUSSION IN THE PROXY STATEMENT UNDER THE CAPTION "COMPENSATION DISCUSSION AND ANALYSIS."	Management	Abstain	Against

QUALITY SYSTEMS, INC.

Security 747582104

Ticker Symbol QSII

ISIN US7475821044

Meeting Type Annual  
Meeting Date 11-Aug-2014  
Agenda 934050206 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STEVEN T. PLOCHOCKI		For	For
	2 CRAIG A. BARBAROSH		For	For
	3 GEORGE H. BRISTOL		For	For
	4 JAMES C. MALONE		For	For
	5 JEFFREY H. MARGOLIS		For	For
	6 MORRIS PANNER		For	For
	7 D. RUSSELL PFLUEGER		For	For
	8 SHELDON RAZIN		For	For
	9 LANCE E. ROSENZWEIG		For	For
2.		Management	Abstain	Against

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

ADVISORY VOTE TO APPROVE THE  
COMPENSATION OF OUR NAMED  
EXECUTIVE OFFICERS.  
RATIFICATION OF THE APPOINTMENT OF  
PRICEWATERHOUSECOOPERS LLP AS OUR  
INDEPENDENT PUBLIC ACCOUNTANTS  
FOR  
THE FISCAL YEAR ENDING MARCH 31,  
2015.  
APPROVAL OF THE QUALITY SYSTEMS,  
INC.  
2014 EMPLOYEE SHARE PURCHASE PLAN.

3.	FOR	Management	For
4.	FOR	Management	For

THE J. M. SMUCKER COMPANY

Security	832696405	Meeting Type	Annual
Ticker Symbol	SJM	Meeting Date	13-Aug-2014
ISIN	US8326964058	Agenda	934053151 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: VINCENT C. BYRD	Management	For	For
1B.	ELECTION OF DIRECTOR: ELIZABETH VALK LONG	Management	For	For
1C.	ELECTION OF DIRECTOR: SANDRA PIANALTO	Management	For	For
1D.	ELECTION OF DIRECTOR: MARK T. SMUCKER	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	ADOPTION OF AN AMENDMENT TO THE COMPANY'S AMENDED REGULATIONS TO SET FORTH A GENERAL VOTING STANDARD FOR ACTION BY SHAREHOLDERS.	Management	For	For

TELEKOM AUSTRIA AG, WIEN

Security	A8502A102	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	14-Aug-2014
ISIN	AT0000720008	Agenda	705484195 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------



	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 364147 DUE TO RECEIPT OF D-IRECTORS NAMES AND	
CMMT	SPLITTING OF RESOLUTION 4. ALL VOTES RECEIVED ON THE PREVIO-US MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING-NOTICE. THANK YOU. PLEASE NOTE THAT MANAGEMENT MAKES	Non-Voting
CMMT	NO RECOMMENDATIONS FOR RESOLUTIONS 1.1 TO 1.-10, 2 AND 3.THANK YOU	Non-Voting
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.1	OESTERREICHISCHE INDUSTRIEHOLDING AG: ELECT RUDOLF KEMLER TO THE SUPERVISORY BOARD	ManagementNo Action
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.2	OESTERREICHISCHE INDUSTRIEHOLDING AG: ELECT CARLOS GARCIA TO THE SUPERVISORY BOARD	ManagementNo Action
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.3	OESTERREICHISCHE INDUSTRIEHOLDING AG: ELECT ALEJYNDRO CANTU TO THE SUPERVISORY BOARD	ManagementNo Action
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.4	OESTERREICHISCHE INDUSTRIEHOLDING AG: ELECT STEFAN PINTER TO THE SUPERVISORY BOARD	ManagementNo Action
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.5	OESTERREICHISCHE INDUSTRIEHOLDING AG: ELECT CARLOS JARQUE TO THE SUPERVISORY BOARD	ManagementNo Action
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.6	OESTERREICHISCHE INDUSTRIEHOLDING AG: ELECT REINHARD KRAXNER TO THE SUPERVISORY BOARD	ManagementNo Action
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.7	OESTERREICHISCHE INDUSTRIEHOLDING AG: ELECT OSCAR VON HAUSKE TO THE SUPERVISORY BOARD	ManagementNo Action
	SHAREHOLDER PROPOSALS SUBMITTED BY	
1.8	SHAREHOLDER PROPOSALS SUBMITTED BY	ManagementNo Action

OESTERREICHISCHE INDUSTRIEHOLDING  
AG: ELECT RONNY PECIK TO THE  
SUPERVISORY BOARD  
SHAREHOLDER PROPOSALS SUBMITTED  
BY

1.9 OESTERREICHISCHE INDUSTRIEHOLDING ManagementNo Action  
AG: ELECT ESILABETTA CASTIGLIONITO  
THE  
SUPERVISORY BOARD  
SHAREHOLDER PROPOSALS SUBMITTED  
BY

1.10 OESTERREICHISCHE INDUSTRIEHOLDING ManagementNo Action  
AG: ELECT GUENTER LEONHARTSBERGER  
TO THE SUPERVISORY BOARD  
SHAREHOLDER PROPOSALS SUBMITTED  
BY

2 OESTERREICHISCHE INDUSTRIEHOLDING ManagementNo Action  
AG: APPROVE EUR 483.1 MILLION POOL OF  
AUTHORIZED CAPITAL  
SHAREHOLDER PROPOSALS SUBMITTED  
BY

3 OESTERREICHISCHE INDUSTRIEHOLDING ManagementNo Action  
AG: AMEND ARTICLES RE DECISION  
MAKING  
OF THE MANAGEMENT BOARD CHAIR OF  
THE SUPERVISORY BOARD; CHANGES IN  
THE ARTICLES OF ASSOCIATION IN PAR 5,  
8,  
9, 11, 12, 17 AND 18

4.1 APPROVE SETTLEMENT WITH RUDOLF ManagementNo Action  
FISCHER

4.2 APPROVE SETTLEMENT WITH STEFANO ManagementNo Action  
COLOMBO

ROWAN COMPANIES PLC

Security	G7665A101	Meeting Type	Special
Ticker Symbol	RDC	Meeting Date	15-Aug-2014
ISIN	GB00B6SLMV12	Agenda	934053517 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	A SPECIAL RESOLUTION TO APPROVE THE CAPITAL REDUCTION PROPOSAL.	Management	For	For

MEDTRONIC, INC.

Security	585055106	Meeting Type	Annual
Ticker Symbol	MDT	Meeting Date	21-Aug-2014
ISIN	US5850551061	Agenda	934055232 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

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

1.	DIRECTOR	Management		
	1 RICHARD H. ANDERSON		For	For
	2 SCOTT C. DONNELLY		For	For
	3 OMAR ISHRAK		For	For
	4 SHIRLEY ANN JACKSON PHD		For	For
	5 MICHAEL O. LEAVITT		For	For
	6 JAMES T. LENEHAN		For	For
	7 DENISE M. O'LEARY		For	For
	8 KENDALL J. POWELL		For	For
	9 ROBERT C. POZEN		For	For
	10 PREETHA REDDY		For	For

2.	TO RATIFY APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	Management	For	For
3.	TO APPROVE, IN A NON-BINDING ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION (A "SAY-ON-PAY" VOTE).	Management	Abstain	Against
4.	TO APPROVE THE MEDTRONIC, INC. 2014 EMPLOYEES STOCK PURCHASE PLAN.	Management	For	For
5.	TO AMEND AND RESTATE THE COMPANY'S ARTICLES OF INCORPORATION TO PROVIDE THAT DIRECTORS WILL BE ELECTED BY A MAJORITY VOTE IN UNCONTESTED ELECTIONS.	Management	For	For
6.	TO AMEND AND RESTATE THE COMPANY'S ARTICLES OF INCORPORATION TO ALLOW CHANGES TO THE SIZE OF THE BOARD OF DIRECTORS UPON THE AFFIRMATIVE VOTE OF A SIMPLE MAJORITY OF SHARES.	Management	For	For
7.	TO AMEND AND RESTATE THE COMPANY'S ARTICLES OF INCORPORATION TO ALLOW REMOVAL OF A DIRECTOR UPON THE AFFIRMATIVE VOTE OF A SIMPLE MAJORITY OF SHARES.	Management	For	For
8.	TO AMEND AND RESTATE THE COMPANY'S ARTICLES OF INCORPORATION TO ALLOW AMENDMENTS TO SECTION 5.3 OF ARTICLE 5 UPON THE AFFIRMATIVE VOTE OF A SIMPLE MAJORITY OF SHARES.	Management	For	For

ALERE INC.

Security	01449J105	Meeting Type	Annual
Ticker Symbol	ALR	Meeting Date	21-Aug-2014
ISIN	US01449J1051	Agenda	934058707 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GREGG J. POWERS	Management	For	For
1B.	ELECTION OF DIRECTOR: REGINA BENJAMIN, M.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: HAKAN BJORKLUND, PH.D.	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN F. LEVY	Management	For	For
1E.	ELECTION OF DIRECTOR: STEPHEN P. MACMILLAN	Management	For	For
1F.	ELECTION OF DIRECTOR: BRIAN A. MARKISON	Management	For	For
1G.	ELECTION OF DIRECTOR: SIR THOMAS FULTON WILSON MCKILLOP, PH.D.	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN A. QUELCH, C.B.E., D.B.A.	Management	For	For
2.	APPROVAL OF AN INCREASE IN THE NUMBER OF SHARES OF COMMON STOCK ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management	Against	Against
3.	APPROVAL OF AN INCREASE TO THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE FOR ISSUANCE UNDER THE ALERE INC. 2001 EMPLOYEE STOCK PURCHASE PLAN BY 1,000,000, FROM 4,000,000 TO 5,000,000.	Management	For	For
4.	APPROVAL OF AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management	For	For
5.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
6.	APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
Security	X6769Q104		Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol			Meeting Date	08-Sep-2014
ISIN	PTPTC0AM0009		Agenda	705499968 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE THAT VOTING IN PORTUGUESE MEETINGS REQUIRES THE	Non-Voting		

DISCLOSURE OF-BENEFICIAL OWNER INFORMATION, THROUGH DECLARATIONS OF PARTICIPATION AND-VOTING.

BROADRIDGE WILL DISCLOSE THE BENEFICIAL OWNER INFORMATION FOR YOUR-VOTED ACCOUNTS. ADDITIONALLY, PORTUGUESE LAW DOES NOT PERMIT BENEFICIAL-OWNERS TO VOTE INCONSISTENTLY ACROSS THEIR HOLDINGS. OPPOSING VOTES MAY BE-REJECTED SUMMARILY BY THE COMPANY HOLDING THIS BALLOT. PLEASE CONTACT YOUR-CLIENT SERVICE REPRESENTATIVE FOR FURTHER DETAILS.

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

Non-Voting

THANKS YOU TO DELIBERATE, UNDER THE PROPOSAL OF THE BOARD OF DIRECTORS, ON THE TERMS OF THE AGREEMENTS TO BE EXECUTED BETWEEN PT AND OI, S.A. WITHIN THE BUSINESS COMBINATION OF THESE TWO COMPANIES

PATTERSON COMPANIES, INC.

Security 703395103

Ticker Symbol PDCO

ISIN US7033951036

Meeting Type

Annual

Meeting Date

08-Sep-2014

Agenda

934061615 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN D. BUCK		For	For
	2 JODY H. FERAGEN		For	For
	3 SARENA S. LIN		For	For
	4 NEIL A. SCHRIMSHER		For	For
	5 LES C. VINNEY		For	For
2.	APPROVAL OF OUR 2014 SHARESAVE PLAN.	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
4.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING APRIL 25, 2015.	Management	For	For

TYCO INTERNATIONAL LTD.

Security H89128104

Ticker Symbol TYC

Meeting Type

Special

Meeting Date

09-Sep-2014

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

ISIN CH0100383485 Agenda 934063570 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE MERGER AGREEMENT BY AND BETWEEN TYCO SWITZERLAND AND TYCO IRELAND, AS A RESULT OF WHICH YOU WILL BECOME A SHAREHOLDER OF TYCO IRELAND AND HOLD THE SAME NUMBER OF SHARES IN TYCO IRELAND THAT YOU HELD IN TYCO SWITZERLAND IMMEDIATELY PRIOR TO THE MERGER.	Management	For	For
2.	TO APPROVE THE REDUCTION OF THE SHARE PREMIUM ACCOUNT OF TYCO IRELAND TO ALLOW FOR THE CREATION OF DISTRIBUTABLE RESERVES OF TYCO IRELAND AND FACILITATE TYCO IRELAND TO MAKE DISTRIBUTIONS, TO PAY DIVIDENDS OR TO REPURCHASE OR REDEEM TYCO IRELAND ORDINARY SHARES FOLLOWING THE COMPLETION OF THE MERGER.	Management	For	For

BE AEROSPACE, INC.

Security 073302101 Meeting Type Annual  
 Ticker Symbol BEAV Meeting Date 10-Sep-2014  
 ISIN US0733021010 Agenda 934064786 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 AMIN J. KHOURY		For	For
	2 JONATHAN M. SCHOFIELD		For	For
2.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2014 FISCAL YEAR.	Management	For	For

H&R BLOCK, INC.

Security 093671105 Meeting Type Annual  
 Ticker Symbol HRB Meeting Date 11-Sep-2014  
 ISIN US0936711052 Agenda 934060536 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL J. BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM C. COBB	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT A. GERARD	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID BAKER LEWIS	Management	For	For
1E.	ELECTION OF DIRECTOR: VICTORIA J. REICH	Management	For	For
1F.	ELECTION OF DIRECTOR: BRUCE C. ROHDE	Management	For	For
1G.	ELECTION OF DIRECTOR: TOM D. SEIP	Management	For	For
1H.	ELECTION OF DIRECTOR: CHRISTIANNA WOOD	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES F. WRIGHT	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING APRIL 30, 2015.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Against
4.	APPROVAL OF THE AMENDED AND RESTATED EXECUTIVE PERFORMANCE PLAN.	Management	For	For
5.	SHAREHOLDER PROPOSAL CONCERNING POLITICAL CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For
TAKE-TWO INTERACTIVE SOFTWARE, INC.				
Security	874054109		Meeting Type	Annual
Ticker Symbol	TTWO		Meeting Date	16-Sep-2014
ISIN	US8740541094		Agenda	934062693 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STRAUSS ZELNICK		For	For
	2 ROBERT A. BOWMAN		For	For
	3 MICHAEL DORNEMANN		For	For
	4 J MOSES		For	For
	5 MICHAEL SHERESKY		For	For
	6 SUSAN TOLSON		For	For
2.	APPROVAL OF CERTAIN AMENDMENTS TO THE TAKE-TWO INTERACTIVE SOFTWARE, INC. 2009 STOCK INCENTIVE PLAN AND RE-APPROVAL OF THE PERFORMANCE GOALS	Management	Against	Against

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

SPECIFIED THEREIN.

APPROVAL, ON A NON-BINDING  
ADVISORY

3. BASIS, OF THE COMPENSATION OF THE  
COMPANY'S "NAMED EXECUTIVE  
OFFICERS"  
AS DISCLOSED IN THE PROXY  
STATEMENT.

Management Abstain

Against

4. RATIFICATION OF THE APPOINTMENT OF  
ERNST & YOUNG LLP AS OUR  
INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING FIRM  
FOR THE FISCAL YEAR ENDING MARCH 31,  
2015.

Management For

For

DIAGEO PLC

Security 25243Q205

Ticker Symbol DEO

ISIN US25243Q2057

Meeting Type

Meeting Date

Agenda

Annual

18-Sep-2014

934068657 -

Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	REPORT AND ACCOUNTS 2014.	Management	For	For
2.	DIRECTORS' REMUNERATION REPORT 2014.	Management	For	For
3.	DIRECTORS' REMUNERATION POLICY.	Management	For	For
4.	DECLARATION OF FINAL DIVIDEND.	Management	For	For
5.	RE-ELECTION OF PB BRUZELIUS AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
6.	RE-ELECTION OF LM DANON AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
7.	RE-ELECTION OF LORD DAVIES AS A DIRECTOR. (AUDIT, NOMINATION, REMUNERATION COMMITTEE(CHAIRMAN OF THE COMMITTEE))	Management	For	For
8.	RE-ELECTION OF HO KWONPING AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
9.	RE-ELECTION OF BD HOLDEN AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	Management	For	For
10.	RE-ELECTION OF DR FB HUMER AS A DIRECTOR. (NOMINATION COMMITTEE(CHAIRMAN OF THE COMMITTEE))	Management	For	For
11.	RE-ELECTION OF D MAHLAN AS A DIRECTOR. (EXECUTIVE COMMITTEE)	Management	For	For
12.		Management	For	For



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

	RE-ELECTION OF I MENEZES AS A DIRECTOR. (EXECUTIVE COMMITTEE(CHAIRMAN OF THE COMMITTEE))		
13.	RE-ELECTION OF PG SCOTT AS A DIRECTOR. (AUDIT(CHAIRMAN OF THE COMMITTEE), NOMINATION, REMUNERATION COMMITTEE)	ManagementFor	For
14.	ELECTION OF NS MENDELSON AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	ManagementFor	For
15.	ELECTION OF AJH STEWART AS A DIRECTOR. (AUDIT, NOMINATION & REMUNERATION COMMITTEE)	ManagementFor	For
16.	RE-APPOINTMENT OF AUDITOR.	ManagementFor	For
17.	REMUNERATION OF AUDITOR.	ManagementFor	For
18.	AUTHORITY TO ALLOT SHARES.	ManagementFor	For
19.	DISAPPLICATION OF PRE-EMPTION RIGHTS.	ManagementAgainst	Against
20.	AUTHORITY TO PURCHASE OWN ORDINARY SHARES.	ManagementFor	For
21.	AUTHORITY TO MAKE POLITICAL DONATIONS AND/OR TO INCUR POLITICAL EXPENDITURE IN THE EU.	ManagementFor	For
22.	ADOPTION OF THE DIAGEO 2014 LONG TERM INCENTIVE PLAN.	ManagementAbstain	Against

CONAGRA FOODS, INC.

Security	205887102	Meeting Type	Annual
Ticker Symbol	CAG	Meeting Date	19-Sep-2014
ISIN	US2058871029	Agenda	934063708 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MOGENS C. BAY		For	For
	2 THOMAS K. BROWN		For	For
	3 STEPHEN G. BUTLER		For	For
	4 STEVEN F. GOLDSTONE		For	For
	5 JOIE A. GREGOR		For	For
	6 RAJIVE JOHRI		For	For
	7 W.G. JURGENSEN		For	For
	8 RICHARD H. LENNY		For	For
	9 RUTH ANN MARSHALL		For	For
	10 GARY M. RODKIN		For	For
	11 ANDREW J. SCHINDLER		For	For
	12 KENNETH E. STINSON		For	For
2.	APPROVAL OF THE CONAGRA FOODS, INC. 2014 STOCK PLAN	Management	Against	Against

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

3.	APPROVAL OF THE CONAGRA FOODS, INC. 2014 EXECUTIVE INCENTIVE PLAN	ManagementFor	For
4.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITOR	ManagementFor	For
5.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management Abstain	Against
6.	STOCKHOLDER PROPOSAL REGARDING BYLAW CHANGE IN REGARD TO VOTE-COUNTING	Shareholder Against	For

TRANSOCEAN, LTD.

Security	H8817H100	Meeting Type	Special
Ticker Symbol	RIG	Meeting Date	22-Sep-2014
ISIN	CH0048265513	Agenda	934064104 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	REDUCTION OF THE MAXIMUM NUMBER OF THE MEMBERS OF THE BOARD OF DIRECTORS TO 11 FROM 14 AS DESCRIBED IN THE COMPANY'S PROXY STATEMENT AND THE NOTICE OF THE MEETING	Management	For	For
2.	ELECTION OF ONE NEW DIRECTOR, MERRILL A. "PETE" MILLER, JR., FOR A TERM EXTENDING UNTIL THE COMPLETION OF THE 2015 ANNUAL GENERAL MEETING	Management	For	For

TRANSOCEAN, LTD.

Security	H8817H100	Meeting Type	Special
Ticker Symbol	RIG	Meeting Date	22-Sep-2014
ISIN	CH0048265513	Agenda	934075258 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	REDUCTION OF THE MAXIMUM NUMBER OF THE MEMBERS OF THE BOARD OF DIRECTORS TO 11 FROM 14 AS DESCRIBED IN THE COMPANY'S PROXY STATEMENT AND THE NOTICE OF THE MEETING	Management	For	For
2.	ELECTION OF ONE NEW DIRECTOR, MERRILL A. "PETE" MILLER, JR., FOR A TERM EXTENDING UNTIL THE COMPLETION OF THE 2015 ANNUAL GENERAL MEETING	Management	For	For

EDISON SPA, MILANO

Security	T3552V114	Meeting Type	
----------	-----------	--------------	--

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

Ticker Symbol	Meeting Date	Meeting Type
ISIN IT0003152417	Agenda	Annual 23-Sep-2014 934064178 - Management
ISIN US3703341046	Agenda	Annual 23-Sep-2014 934064178 - Management

  

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 24 SEP 2014 AT 11:00. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS-WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.		Non-Voting	
CMMT	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:- <a href="https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_216305.PDF">https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_216305.PDF</a>		Non-Voting	
1	RECOGNITION IN THE FINANCIAL STATEMENTS OF A TAX ENCUMBRANCE ON A PORTION OF THE RESERVES FOR A TOTAL OF 236,673,228.01 EUROS		ManagementFor	For

  

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON		ManagementFor	For
1B.	ELECTION OF DIRECTOR: R. KERRY CLARK		ManagementFor	For
1C.	ELECTION OF DIRECTOR: PAUL DANOS		ManagementFor	For
1D.	ELECTION OF DIRECTOR: HENRIETTA H. FORE		ManagementFor	For
1E.	ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN		ManagementFor	For
1F.	ELECTION OF DIRECTOR: JUDITH RICHARDS HOPE		ManagementFor	For
1G.	ELECTION OF DIRECTOR: HEIDI G. MILLER		ManagementFor	For
1H.	ELECTION OF DIRECTOR: HILDA OCHOA-BRILLEMBOURG		ManagementFor	For
1I.	ELECTION OF DIRECTOR: STEVE ODLAND		ManagementFor	For
1J.			ManagementFor	For

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

	ELECTION OF DIRECTOR: KENDALL J. POWELL			
1K.	ELECTION OF DIRECTOR: MICHAEL D. ROSE	Management	For	For
1L.	ELECTION OF DIRECTOR: ROBERT L. RYAN	Management	For	For
1M.	ELECTION OF DIRECTOR: DOROTHY A. TERRELL	Management	For	For
2.	CAST AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFY THE APPOINTMENT OF KPMG LLP AS GENERAL MILLS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
4.	STOCKHOLDER PROPOSAL FOR REPORT ON PACKAGING.	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL FOR ELIMINATION OF GENETICALLY MODIFIED INGREDIENTS.	Shareholder	Against	For
	PEPCO HOLDINGS, INC.			
	Security 713291102	Meeting Type		Special
	Ticker Symbol POM	Meeting Date		23-Sep-2014
	ISIN US7132911022	Agenda		934069368 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 29, 2014, AS AMENDED AND RESTATED BY THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 18, 2014 (THE "MERGER AGREEMENT"), AMONG PEPCO HOLDINGS, INC., A DELAWARE CORPORATION ("PHI"), EXELON CORPORATION, A PENNSYLVANIA CORPORATION, & PURPLE ACQUISITION CORP., A DELAWARE CORPORATION AND AN INDIRECT, WHOLLY-OWNED SUBSIDIARY OF EXELON CORPORATION, WHEREBY PURPLE ACQUISITION CORP. WILL BE MERGED WITH AND INTO PHI, WITH PHI BEING THE SURVIVING CORPORATION (THE "MERGER").	Management	For	For
2.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF	Management	Abstain	Against

PHI IN CONNECTION WITH THE  
COMPLETION  
OF THE MERGER.

3.	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THAT TIME TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	ManagementFor	For
----	--	---------------	-----

WEATHERFORD INTERNATIONAL PLC

Security	G48833100	Meeting Type	Annual
Ticker Symbol	WFT	Meeting Date	24-Sep-2014
ISIN	IE00BLNN3691	Agenda	934069077 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: DAVID J. BUTTERS	Management	For	For
1B	ELECTION OF DIRECTOR: BERNARD J. DUROC-DANNER	Management	For	For
1C	ELECTION OF DIRECTOR: JOHN D. GASS	Management	For	For
1D	ELECTION OF DIRECTOR: FRANCIS S. KALMAN	Management	For	For
1E	ELECTION OF DIRECTOR: WILLIAM E. MACAULAY	Management	For	For
1F	ELECTION OF DIRECTOR: ROBERT K. MOSES, JR.	Management	For	For
1G	ELECTION OF DIRECTOR: GUILLERMO ORTIZ	Management	For	For
1H	ELECTION OF DIRECTOR: SIR EMYR JONES PARRY	Management	For	For
1I	ELECTION OF DIRECTOR: ROBERT A. RAYNE	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FINANCIAL YEAR ENDING DECEMBER 31, 2014, TO HOLD OFFICE UNTIL THE CLOSE OF THE 2015 ANNUAL GENERAL MEETING, AND TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE THE AUDITORS' REMUNERATION.	Management	For	For
3.		Management	For	For

TO ADOPT AN ADVISORY RESOLUTION  
APPROVING THE COMPENSATION OF THE  
NAMED EXECUTIVE OFFICERS.

TO AUTHORIZE HOLDING THE 2015  
ANNUAL

4. GENERAL MEETING AT A LOCATION  
OUTSIDE OF IRELAND AS REQUIRED  
UNDER  
IRISH LAW.

ManagementFor

For

DIRECTV

Security 25490A309

Ticker Symbol DTV

ISIN US25490A3095

Meeting Type

Meeting Date

Agenda

Special

25-Sep-2014

934069192 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

1. ADOPT THE AGREEMENT AND PLAN OF  
MERGER, DATED AS OF MAY 18, 2014, AS IT  
MAY BE AMENDED FROM TIME TO TIME,  
BY

AND AMONG DIRECTV, A DELAWARE  
CORPORATION, AT&T INC., A DELAWARE  
CORPORATION, AND STEAM MERGER SUB  
LLC, A DELAWARE LIMITED LIABILITY  
COMPANY AND A WHOLLY OWNED  
SUBSIDIARY OF AT&T INC. (THE "MERGER  
AGREEMENT").

ManagementFor

For

2. APPROVE, BY NON-BINDING, ADVISORY  
VOTE, CERTAIN COMPENSATION  
ARRANGEMENTS FOR DIRECTV'S NAMED  
EXECUTIVE OFFICERS IN CONNECTION  
WITH THE MERGER CONTEMPLATED BY  
THE  
MERGER AGREEMENT.

Management Abstain

Against

3. APPROVE ADJOURNMENTS OF THE  
SPECIAL  
MEETING, IF NECESSARY OR  
APPROPRIATE,

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

ManagementFor

For

PROTECTIVE LIFE CORPORATION

Security 743674103

Ticker Symbol PL

ISIN US7436741034

Meeting Type

Meeting Date

Agenda

Special

06-Oct-2014

934071476 -  
Management

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

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

	Proposed by	For/Against Management
1.	Management	For
2.	Management	Abstain
3.	Management	For

PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER DATED AS OF JUNE 3, 2014, AMONG THE DAI-ICHI LIFE INSURANCE COMPANY, LIMITED, DL INVESTMENT (DELAWARE), INC. AND PROTECTIVE LIFE CORPORATION, AS IT MAY BE AMENDED FROM TIME TO TIME. PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION TO BE PAID TO PROTECTIVE LIFE CORPORATION'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER AS DISCLOSED IN ITS PROXY STATEMENT. PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER TIME AND DATE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF TO ADOPT THE MERGER AGREEMENT (AND TO CONSIDER SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF BY OR AT THE DIRECTION OF THE BOARD OF DIRECTORS).

TIME WARNER CABLE INC			
Security	88732J207	Meeting Type	Special
Ticker Symbol	TWC	Meeting Date	09-Oct-2014
ISIN	US88732J2078	Agenda	934075169 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 12, 2014, AS MAY BE AMENDED, AMONG TIME WARNER CABLE INC. ("TWC"), COMCAST CORPORATION AND TANGO ACQUISITION SUB, INC.	Management	For	For

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

TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE "GOLDEN PARACHUTE"

2.	COMPENSATION PAYMENTS THAT WILL OR MAY BE PAID BY TWC TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management Abstain	Against
----	--	--------------------	---------

THE PROCTER & GAMBLE COMPANY

Security	742718109	Meeting Type	Annual
Ticker Symbol	PG	Meeting Date	14-Oct-2014
ISIN	US7427181091	Agenda	934070448 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANGELA F. BRALY	Management	For	For
1B.	ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Management	For	For
1C.	ELECTION OF DIRECTOR: SCOTT D. COOK	Management	For	For
1D.	ELECTION OF DIRECTOR: SUSAN DESMOND-HELLMANN	Management	For	For
1E.	ELECTION OF DIRECTOR: A.G. LAFLEY	Management	For	For
1F.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For	For
1G.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Management	For	For
1H.	ELECTION OF DIRECTOR: MARGARET C. WHITMAN	Management	For	For
1I.	ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER	Management	For	For
1J.	ELECTION OF DIRECTOR: PATRICIA A. WOERTZ	Management	For	For
1K.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Management	For	For
2.	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	APPROVE THE PROCTER & GAMBLE 2014 STOCK AND INCENTIVE COMPENSATION PLAN	Management	Against	Against
4.	ADVISORY VOTE ON EXECUTIVE COMPENSATION (THE SAY ON PAY VOTE)	Management	Abstain	Against
5.	SHAREHOLDER PROPOSAL - REPORT ON UNRECYCLABLE PACKAGING	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL - REPORT ON ALIGNMENT BETWEEN CORPORATE VALUES AND POLITICAL CONTRIBUTIONS	Shareholder	Against	For



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

LIBERATOR MEDICAL HOLDINGS, INC.

Security	53012L108	Meeting Type	Annual
Ticker Symbol	LBMH	Meeting Date	20-Oct-2014
ISIN	US53012L1089	Agenda	934082405 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MARK A. LIBRATORE		For	For
	2 JEANNETTE M. CORBETT		For	For
	3 TYLER WICK		For	For
2	RATIFY CROWE HORWATH LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2014 FISCAL YEAR.	Management	For	For
3	TO RECOMMEND EXECUTIVE COMPENSATION BY NON-BINDING ADVISORY VOTE.	Management	Abstain	Against
4	TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management	Abstain	Against
5	ACT UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING.	Management	Abstain	Against

ENDESA SA, MADRID

Security	E41222113	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	21-Oct-2014
ISIN	ES0130670112	Agenda	705599720 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 380086 DUE TO			
CMMT	ADDITION OF-RESOLUTION 4.4. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED-AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting		
1	REVIEW AND APPROVAL, AS THE CASE MAY BE, OF THE SALE TO ENEL ENERGY EUROPE, SINGLE-MEMBER LIMITED LIABILITY COMPANY (SOCIEDAD LIMITADA UNIPERSONAL) OF (I) 20.3% OF THE SHARES	Management	For	For

	OF ENERSIS, S.A. WHICH ARE HELD DIRECTLY BY ENDESA AND (II) 100% OF THE SHARES OF ENDESA LATINOAMERICA, S.A. (HOLDING 40.32% OF THE CAPITAL STOCK OF ENERSIS, S.A.) CURRENTLY HELD BY ENDESA, FOR A TOTAL AMOUNT OF 8,252.9 MILLION EUROS		
	REVIEW AND APPROVAL, AS THE CASE MAY BE, OF THE PROPOSED DIVISION AND TRANSFER OF SHARE PREMIUMS AND MERGER RESERVES, AND OF THE PARTIAL TRANSFER OF LEGAL AND REVALUATION RESERVES (ROYAL DECREE-LAW 7/1996), TO VOLUNTARY RESERVES		
2	REVIEW AND APPROVAL, AS THE CASE MAY BE, OF THE DISTRIBUTION OF SPECIAL DIVIDENDS FOR A GROSS AMOUNT PER SHARE OF 7.795 EUROS (I.E. A TOTAL OF 8,252,972,752.02 EUROS) CHARGED TO UNRESTRICTED RESERVES	ManagementFor	For
3	RATIFICATION OF THE APPOINTMENT BY CO-OPTATION OF MR. FRANCESCO STARACE AND OF REAPPOINTMENT AS SHAREHOLDER-APPOINTED DIRECTOR OF THE COMPANY	ManagementFor	For
4.1	APPOINTMENT OF MR. LIVIO GALLO AS SHAREHOLDER-APPOINTED DIRECTOR	ManagementFor	For
4.2	APPOINTMENT OF MR. ENRICO VIALE AS SHAREHOLDER-APPOINTED DIRECTOR	ManagementFor	For
4.3	RATIFICATION OF APPOINTMENT BY CO-OPTATION OF JOSE DAMIAN BOGAS	ManagementFor	For
4.4	DELEGATION TO THE BOARD OF DIRECTORS TO EXECUTE AND IMPLEMENT RESOLUTIONS ADOPTED BY THE GENERAL MEETING, AS WELL AS TO SUBSTITUTE THE POWERS IT RECEIVES FROM THE GENERAL MEETING, AND THE GRANTING OF POWERS TO THE BOARD OF DIRECTORS TO RAISE SUCH RESOLUTIONS TO A PUBLIC DEED AND TO REGISTER AND, AS THE CASE MAY BE, CORRECT SUCH RESOLUTIONS	ManagementFor	For
5			

KENNAMETAL INC.

Security	489170100	Meeting Type	Annual
Ticker Symbol	KMT	Meeting Date	28-Oct-2014
ISIN	US4891701009	Agenda	

934076591 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
I	DIRECTOR	Management		
	1 PHILIP A. DUR		For	For
	2 TIMOTHY R. MCLEVISH		For	For
	3 STEVEN H. WUNNING		For	For
II	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2015.	Management	For	For
III	NON-BINDING (ADVISORY) VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
IV	APPROVAL OF AMENDMENTS TO THE COMPANY'S ARTICLES OF INCORPORATION AND BY-LAWS TO ADOPT A MAJORITY VOTING STANDARD FOR DIRECTOR ELECTIONS AND TO ELIMINATE CUMULATIVE VOTING.	Management	Against	Against
	ECHOSTAR CORPORATION			
	Security 278768106		Meeting Type	Annual
	Ticker Symbol SATS		Meeting Date	29-Oct-2014
	ISIN US2787681061		Agenda	934077252 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. STANTON DODGE		For	For
	2 MICHAEL T. DUGAN		For	For
	3 CHARLES W. ERGEN		For	For
	4 ANTHONY M. FEDERICO		For	For
	5 PRADMAN P. KAUL		For	For
	6 TOM A. ORTOLF		For	For
	7 C. MICHAEL SCHROEDER		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For	For
3.	TO RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS OF THE ECHOSTAR CORPORATION 2008 STOCK	Management	For	For

INCENTIVE PLAN FOR PURPOSES OF  
COMPLYING WITH SECTION 162(M) OF THE  
INTERNAL REVENUE CODE OF 1986, AS  
AMENDED.

4.	TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON A NON- BINDING ADVISORY BASIS.	Management Abstain	Against
PETROCHINA COMPANY LIMITED			
Security	71646E100	Meeting Type	Special
Ticker Symbol	PTR	Meeting Date	29-Oct-2014
ISIN	US71646E1001	Agenda	934081946 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

1.	THAT, AS SET OUT IN THE CIRCULAR DATED 10 SEPTEMBER 2014 ISSUED BY THE COMPANY TO ITS SHAREHOLDERS (THE "CIRCULAR"); THE NEW COMPREHENSIVE AGREEMENT ENTERED INTO BETWEEN THE COMPANY AND CHINA NATIONAL PETROLEUM CORPORATION BE AND IS HEREBY APPROVED, RATIFIED AND CONFIRMED AND THE EXECUTION OF THE NEW COMPREHENSIVE AGREEMENT BY MR. YU YIBO FOR AND ON BEHALF OF THE COMPANY BE AND IS HEREBY APPROVED, RATIFIED AND CONFIRMED; MR. YU YIBO BE AND IS HEREBY AUTHORISED TO MAKE ANY AMENDMENT TO THE ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)) TO CONSIDER AND APPROVE MR. ZHANG BIYI AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY.	Management	For	For
2.	TO CONSIDER AND APPROVE MR. ZHANG BIYI AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY.	Management	For	For
3.	TO CONSIDER AND APPROVE MR. JIANG LIFU AS SUPERVISOR OF THE COMPANY.	Management	For	For

DISH NETWORK CORPORATION			
Security	25470M109	Meeting Type	Annual
Ticker Symbol	DISH	Meeting Date	30-Oct-2014
ISIN	US25470M1099	Agenda	934077353 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		

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

1	GEORGE R. BROKAW	For	For
2	JOSEPH P. CLAYTON	For	For
3	JAMES DEFRANCO	For	For
4	CANTEY M. ERGEN	For	For
5	CHARLES W. ERGEN	For	For
6	STEVEN R. GOODBARN	For	For
7	CHARLES M. LILLIS	For	For
8	AFSHIN MOHEBBI	For	For
9	DAVID K. MOSKOWITZ	For	For
10	TOM A. ORTOLF	For	For
11	CARL E. VOGEL	For	For

TO RATIFY THE APPOINTMENT OF KPMG LLP

2.	AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.	Management	For
3.	THE NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain
4.	TO RE-APPROVE OUR 2009 STOCK INCENTIVE PLAN.	Management	For
5.	THE SHAREHOLDER PROPOSAL REGARDING GREENHOUSE GAS (GHG) REDUCTION TARGETS.	Shareholder	Against

WELLPOINT, INC.

Security	94973V107	Meeting Type	Special
Ticker Symbol	WLP	Meeting Date	05-Nov-2014
ISIN	US94973V1070	Agenda	934077834 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO AMEND THE ARTICLES OF INCORPORATION TO CHANGE THE NAME OF THE COMPANY FROM WELLPOINT, INC. TO ANTHEM, INC.	Management	For	For

PERNOD RICARD SA, PARIS

Security	F72027109	Meeting Type	MIX
Ticker Symbol		Meeting Date	06-Nov-2014
ISIN	FR0000120693	Agenda	705587648 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	CMMT PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST"	Non-Voting		

VOTE.

THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS

CMMT REGISTERED-INTERMEDIARY, THE GLOBAL

Non-Voting

CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.

20 OCT 2014: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAI-LABLE BY CLICKING

ON THE MATERIAL URL LINK:

<https://balo.journal-officiel.gouv-.fr/pdf/2014/1001/201410011404714.pdf>. THIS IS

CMMT A REVISION DUE TO RECEIPT OF AD-DITIONAL URL LINK:

Non-Voting

[https://materials.proxyvote.com/Approved/99999Z/19840101/NP-S\\_223202.PDF](https://materials.proxyvote.com/Approved/99999Z/19840101/NP-S_223202.PDF). IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN-UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

O.1 APPROVAL OF THE CORPORATE FINANCIAL

STATEMENTS FOR THE FINANCIAL YEAR ENDED ON JUNE 30, 2014

ManagementFor

For

O.2 APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON JUNE 30, 2014 ALLOCATION OF INCOME FOR THE FINANCIAL YEAR ENDED JUNE 30, 2014

ManagementFor

For

O.3 AND SETTING THE DIVIDEND OF EUR 1.64 PER SHARE

ManagementFor

For

O.4 APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS PURSUANT TO ARTICLES L.225-86 ET SEQ. OF THE COMMERCIAL CODE

ManagementFor

For

O.5 RENEWAL OF TERM OF MRS. MARTINA GONZALEZ-GALLARZA AS DIRECTOR

ManagementFor

For

O.6

ManagementFor

For

	RENEWAL OF TERM OF MR. IAN GALLIENNE AS DIRECTOR		
O.7	RENEWAL OF TERM OF MR. GILLES SAMYN AS DIRECTOR	ManagementFor	For
O.8	SETTING THE ANNUAL AMOUNT OF ATTENDANCE ALLOWANCES TO BE ALLOCATED TO BOARD MEMBERS	ManagementFor	For
O.9	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MRS. DANIELE RICARD, CHAIRMAN OF THE BOARD OF DIRECTORS, FOR THE 2013/2014 FINANCIAL YEAR	ManagementFor	For
O.10	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR. PIERRE PRINGUET, VICE-CHAIRMAN OF THE BOARD OF DIRECTORS AND CEO, FOR THE 2013/2014 FINANCIAL YEAR	ManagementFor	For
O.11	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR. ALEXANDRE RICARD, MANAGING DIRECTORS, FOR THE 2013/2014 FINANCIAL YEAR	ManagementFor	For
O.12	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN COMPANY'S SHARES	ManagementFor	For
E.13	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO ALLOCATE FREE PERFORMANCE SHARES TO EMPLOYEES AND EXECUTIVE CORPORATE OFFICERS OF THE COMPANY AND COMPANIES OF THE GROUP	ManagementFor	For
E.14	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO GRANT OPTIONS ENTITLING TO THE SUBSCRIPTION FOR COMPANY'S SHARES TO BE ISSUED OR THE PURCHASE OF COMPANY'S EXISTING SHARES TO EMPLOYEES AND EXECUTIVE CORPORATE OFFICERS OF THE COMPANY AND COMPANIES OF THE GROUP	ManagementFor	For
E.15	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL UP TO 2% OF SHARE CAPITAL BY ISSUING SHARES OR SECURITIES GIVING ACCESS TO CAPITAL	ManagementFor	For

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

RESERVED FOR MEMBERS OF COMPANY  
SAVINGS PLANS WITH CANCELLATION OF  
PREFERENTIAL SUBSCRIPTION RIGHTS IN  
FAVOR OF THE LATTER

E.16	POWERS TO CARRY OUT ALL REQUIRED LEGAL FORMALITIES	Management	For
UNITED STATES CELLULAR CORPORATION			
Security	911684108	Meeting Type	Special
Ticker Symbol	USM	Meeting Date	10-Nov-2014
ISIN	US9116841084	Agenda	934087570 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DECLASSIFICATION AMENDMENT	Management	For	For
2.	SECTION 203 AMENDMENT	Management	For	For
3.	ANCILLARY AMENDMENT	Management	For	For
TWENTY-FIRST CENTURY FOX, INC.				
Security	90130A200	Meeting Type	Annual	
Ticker Symbol	FOX	Meeting Date	12-Nov-2014	
ISIN	US90130A2006	Agenda	934080285 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. RUPERT MURDOCH	Management	For	For
1B.	ELECTION OF DIRECTOR: LACHLAN K. MURDOCH	Management	For	For
1C.	ELECTION OF DIRECTOR: DELPHINE ARNAULT	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES W. BREYER	Management	For	For
1E.	ELECTION OF DIRECTOR: CHASE CAREY	Management	For	For
1F.	ELECTION OF DIRECTOR: DAVID F. DEVOE	Management	For	For
1G.	ELECTION OF DIRECTOR: VIET DINH	Management	For	For
1H.	ELECTION OF DIRECTOR: SIR RODERICK I. EDDINGTON	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES R. MURDOCH	Management	For	For
1J.	ELECTION OF DIRECTOR: JACQUES NASSER	Management	For	For
1K.	ELECTION OF DIRECTOR: ROBERT S. SILBERMAN	Management	For	For
1L.	ELECTION OF DIRECTOR: TIDJANE THIAM	Management	For	For
2.	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2015.	Management	For	For
3.		Management	Abstain	Against



ADVISORY VOTE ON EXECUTIVE  
COMPENSATION.  
CITIZENSHIP CERTIFICATION - PLEASE  
MARK "YES" IF THE STOCK IS OWNED OF  
RECORD OR BENEFICIALLY BY A U.S.  
STOCKHOLDER, OR MARK "NO" IF SUCH  
STOCK IS OWNED OF RECORD OR  
BENEFICIALLY BY A NON-U.S.

4. STOCKHOLDER. (PLEASE REFER TO  
APPENDIX B OF THE PROXY STATEMENT  
FOR ADDITIONAL GUIDANCE.) IF YOU DO  
NOT PROVIDE A RESPONSE TO THIS ITEM  
4,  
YOU WILL BE DEEMED TO BE A NON-U.S.  
STOCKHOLDER AND THE SHARES WILL BE  
SUBJECT TO THE SUSPENSION OF VOTING  
RIGHTS.
- ManagementNo Action

## NEWS CORP

Security	65249B208	Meeting Type	Annual
Ticker Symbol	NWS	Meeting Date	13-Nov-2014
ISIN	US65249B2088	Agenda	934081403 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. RUPERT MURDOCH	Management	For	For
1B.	ELECTION OF DIRECTOR: LACHLAN K. MURDOCH	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT J. THOMSON	Management	For	For
1D.	ELECTION OF DIRECTOR: JOSE MARIA AZNAR	Management	For	For
1E.	ELECTION OF DIRECTOR: NATALIE BANCROFT	Management	For	For
1F.	ELECTION OF DIRECTOR: PETER L. BARNES	Management	For	For
1G.	ELECTION OF DIRECTOR: ELAINE L. CHAO	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN ELKANN	Management	For	For
1I.	ELECTION OF DIRECTOR: JOEL I. KLEIN	Management	For	For
1J.	ELECTION OF DIRECTOR: JAMES R. MURDOCH	Management	For	For
1K.	ELECTION OF DIRECTOR: ANA PAULA PESSOA	Management	For	For
1L.	ELECTION OF DIRECTOR: MASROOR SIDDIQUI	Management	For	For
2.	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2015.	Management	For	For

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

3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management Abstain	Against
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION.	Management Abstain	Against
5.	APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE NEWS CORPORATION 2013 LONG-TERM INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Management For	For
6.	STOCKHOLDER PROPOSAL - ELIMINATE THE COMPANY'S DUAL CLASS CAPITAL STRUCTURE.	Shareholder For	Against

KOREA ELECTRIC POWER CORPORATION

Security	500631106	Meeting Type	Special
Ticker Symbol	KEP	Meeting Date	14-Nov-2014
ISIN	US5006311063	Agenda	934092432 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
A	AMENDMENT TO THE ARTICLES OF INCORPORATION OF KEPCO.	Management	For	For

COTY INC.

Security	222070203	Meeting Type	Annual
Ticker Symbol	COTY	Meeting Date	17-Nov-2014
ISIN	US2220702037	Agenda	934083495 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LAMBERTUS J.H. BECHT		For	For
	2 JOACHIM FABER		For	For
	3 OLIVIER GOUDET		For	For
	4 PETER HARF		For	For
	5 ERHARD SCHOEWEL		For	For
	6 ROBERT SINGER		For	For
	7 JACK STAHL		For	For

2.	APPROVAL, ON AN ADVISORY (NON-BINDING) BASIS, OF AN ADVISORY RESOLUTION ON THE COMPENSATION OF COTY INC.'S NAMED EXECUTIVE OFFICERS,	Management Abstain	Against
3.	AS DISCLOSED IN THE PROXY STATEMENT APPROVAL, ON AN ADVISORY (NON-BINDING) BASIS, OF A VOTE ON THE FREQUENCY OF THE ADVISORY (NON-BINDING) VOTE ON THE COMPENSATION	Management Abstain	Against

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

OF			
COTY INC.'S NAMED EXECUTIVE OFFICERS			
RATIFICATION OF THE APPOINTMENT OF			
DELOITTE & TOUCHE LLP TO SERVE AS			
4.	COTY INC.'S INDEPENDENT AUDITORS FOR	Management	For
FISCAL YEAR ENDING JUNE 30, 2015			
CAMPBELL SOUP COMPANY			
Security	134429109	Meeting Type	Annual
Ticker Symbol	CPB	Meeting Date	19-Nov-2014
ISIN	US1344291091	Agenda	934083522 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 PAUL R. CHARRON		For	For
	2 BENNETT DORRANCE		For	For
	3 LAWRENCE C. KARLSON		For	For
	4 RANDALL W. LARRIMORE		For	For
	5 MARC B. LAUTENBACH		For	For
	6 MARY ALICE D. MALONE		For	For
	7 SARA MATHEW		For	For
	8 DENISE M. MORRISON		For	For
	9 CHARLES R. PERRIN		For	For
	10 A. BARRY RAND		For	For
	11 NICK SHREIBER		For	For
	12 TRACEY T. TRAVIS		For	For
	13 ARCHBOLD D. VAN BEUREN		For	For
	14 LES C. VINNEY		For	For
2	RATIFY APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3	CONDUCT AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
4	RE-APPROVE THE CAMPBELL SOUP COMPANY ANNUAL INCENTIVE PLAN.	Management	For	For

CROWN CASTLE INTERNATIONAL CORP			
Security	228227104	Meeting Type	Special
Ticker Symbol	CCI	Meeting Date	19-Nov-2014
ISIN	US2282271046	Agenda	934087481 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER DATED SEPTEMBER 19, 2014 (AS IT MAY BE AMENDED FROM TIME TO TIME), BETWEEN CROWN CASTLE INTERNATIONAL CORP. AND CROWN CASTLE REIT INC., A NEWLY FORMED WHOLLY OWNED SUBSIDIARY OF CROWN	Management	For	For

CASTLE INTERNATIONAL CORP., WHICH IS BEING IMPLEMENTED IN CONNECTION WITH CROWN CASTLE INTERNATIONAL CORP.'S CONVERSION TO A REAL ESTATE INVESTMENT TRUST.

- |    |   |               |     |
|----|---|---------------|-----|
| 2. | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL 1. | ManagementFor | For |
|----|---|---------------|-----|

TRW AUTOMOTIVE HOLDINGS CORP.

Security	87264S106	Meeting Type	Special
Ticker Symbol	TRW	Meeting Date	19-Nov-2014
ISIN	US87264S1069	Agenda	934090995 - Management

- | Item | Proposal  | Proposed by       | Vote    | For/Against Management |
|------|---|-------------------|---------|------------------------|
| 1.   | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 15, 2014, AS IT MAY BE AMENDED FROM TIME TO TIME, AMONG TRW AUTOMOTIVE HOLDINGS CORP., ZF FRIEDRICHSHAFEN AG AND MSNA, INC.  | ManagementFor     | For     | For                    |
| 2.   | TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION THAT WILL OR MAY BE PAID BY TRW AUTOMOTIVE HOLDINGS CORP. TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.                           | ManagementAbstain | Abstain | Against                |
| 3.   | TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS OF TRW AUTOMOTIVE HOLDINGS CORP., FROM TIME TO TIME, IF NECESSARY OR APPROPRIATE, FOR THE PURPOSE OF SOLICITING ADDITIONAL VOTES FOR THE ADOPTION OF THE MERGER AGREEMENT. | ManagementFor     | For     | For                    |

BHP BILLITON LIMITED

Security	088606108	Meeting Type	Annual
Ticker Symbol	BHP	Meeting Date	20-Nov-2014
ISIN	US0886061086	Agenda	934081706 - Management

- | Item | Proposal | Proposed by | Vote | For/Against Management |
|------|----------|-------------|------|------------------------|
|------|----------|-------------|------|------------------------|

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

1.	TO RECEIVE THE 2014 FINANCIAL STATEMENTS AND REPORTS FOR BHP BILLITON	ManagementFor	For
2.	TO REAPPOINT KPMG LLP AS THE AUDITOR OF BHP BILLITON PLC	ManagementFor	For
3.	TO AUTHORISE THE RISK AND AUDIT COMMITTEE TO AGREE THE REMUNERATION OF THE AUDITOR OF BHP BILLITON PLC	ManagementFor	For
4.	TO RENEW THE GENERAL AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC	ManagementFor	For
5.	TO APPROVE THE AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC FOR CASH	ManagementAgainst	Against
6.	TO APPROVE THE REPURCHASE OF SHARES IN BHP BILLITON PLC	ManagementFor	For
7.	TO APPROVE THE DIRECTORS' REMUNERATION POLICY	ManagementFor	For
8.	TO APPROVE THE 2014 REMUNERATION REPORT OTHER THAN THE PART CONTAINING THE DIRECTORS' REMUNERATION POLICY	ManagementFor	For
9.	TO APPROVE THE 2014 REMUNERATION REPORT	ManagementFor	For
10.	TO APPROVE LEAVING ENTITLEMENTS	ManagementFor	For
11.	TO APPROVE GRANTS TO ANDREW MACKENZIE	ManagementAbstain	Against
12.	TO ELECT MALCOLM BRINDED AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
13.	TO RE-ELECT MALCOLM BROOMHEAD AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
14.	TO RE-ELECT SIR JOHN BUCHANAN AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
15.	TO RE-ELECT CARLOS CORDEIRO AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
16.	TO RE-ELECT PAT DAVIES AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
17.	TO RE-ELECT CAROLYN HEWSON AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
18.	TO RE-ELECT ANDREW MACKENZIE AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
19.	TO RE-ELECT LINDSAY MAXSTED AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
20.	TO RE-ELECT WAYNE MURDY AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
21.	TO RE-ELECT KEITH RUMBLE AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
22.	TO RE-ELECT JOHN SCHUBERT AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
23.		ManagementFor	For

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

	TO RE-ELECT SHRITI VADERA AS A DIRECTOR OF BHP BILLITON		
24.	TO RE-ELECT JAC NASSER AS A DIRECTOR OF BHP BILLITON	Management	For
25.	TO ELECT IAN DUNLOP AS A DIRECTOR OF BHP BILLITON (THIS CANDIDATE IS NOT ENDORSED BY THE BOARD)	Management	Against
	CISCO SYSTEMS, INC.		
Security	17275R102	Meeting Type	Annual
Ticker Symbol	CSCO	Meeting Date	20-Nov-2014
ISIN	US17275R1023	Agenda	934082215 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CAROL A. BARTZ	Management	For	For
1B.	ELECTION OF DIRECTOR: M. MICHELE BURNS	Management	For	For
1C.	ELECTION OF DIRECTOR: MICHAEL D. CAPELLAS	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN T. CHAMBERS	Management	For	For
1E.	ELECTION OF DIRECTOR: BRIAN L. HALLA	Management	For	For
1F.	ELECTION OF DIRECTOR: DR. JOHN L. HENNESSY	Management	For	For
1G.	ELECTION OF DIRECTOR: DR. KRISTINA M. JOHNSON	Management	For	For
1H.	ELECTION OF DIRECTOR: RODERICK C. MCGEARY	Management	For	For
1I.	ELECTION OF DIRECTOR: ARUN SARIN	Management	For	For
1J.	ELECTION OF DIRECTOR: STEVEN M. WEST	Management	For	For
2.	APPROVAL OF AMENDMENT AND RESTATEMENT OF THE EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION. RATIFICATION OF	Management	Abstain	Against
4.	PRICEWATERHOUSECOOPERS LLP AS CISCO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.	Management	For	For
5.	APPROVAL TO RECOMMEND THAT CISCO ESTABLISH A PUBLIC POLICY COMMITTEE OF THE BOARD.	Shareholder	Against	For
6.	APPROVAL TO REQUEST THE BOARD TO AMEND CISCO'S GOVERNING DOCUMENTS TO ALLOW PROXY ACCESS FOR SPECIFIED CATEGORIES OF SHAREHOLDERS.	Shareholder	Against	For
7.	APPROVAL TO REQUEST CISCO TO PROVIDE A SEMIANNUAL REPORT ON POLITICAL-RELATED CONTRIBUTIONS	Shareholder	Against	For

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

AND  
EXPENDITURES.

DELTA NATURAL GAS COMPANY, INC.

Security	247748106	Meeting Type	Annual
Ticker Symbol	DGAS	Meeting Date	20-Nov-2014
ISIN	US2477481061	Agenda	934086883 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF DELOITTE & TOUCHE LLP AS DELTA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2015.	Management	For	For
2.	DIRECTOR	Management		
	1 GLENN R. JENNINGS*		For	For
	2 FRED N. PARKER*		For	For
	3 ARTHUR E. WALKER, JR.*		For	For
	4 JACOB P. CLINE, III#		For	For
3.	NON-BINDING, ADVISORY VOTE TO APPROVE THE COMPENSATION PAID OUR NAMED EXECUTIVE OFFICERS FOR FISCAL 2014.	Management	Abstain	Against

KINDER MORGAN, INC.

Security	49456B101	Meeting Type	Special
Ticker Symbol	KMI	Meeting Date	20-Nov-2014
ISIN	US49456B1017	Agenda	934091721 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE AN AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF KMI TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS P COMMON STOCK, PAR VALUE \$0.01 PER SHARE, OF KMI FROM 2,000,000,000 TO 4,000,000,000.	Management	For	For
2.	TO APPROVE THE ISSUANCE OF SHARES OF KMI COMMON STOCK IN THE PROPOSED KMP, KMR AND EPB MERGERS.	Management	For	For
3.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE FOREGOING PROPOSALS AT THE TIME OF THE SPECIAL MEETING.	Management	For	For

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

DRESSER-RAND GROUP INC.

Security	261608103	Meeting Type	Special
Ticker Symbol	DRC	Meeting Date	20-Nov-2014
ISIN	US2616081038	Agenda	934092470 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 21, 2014, BY AND AMONG DRESSER-RAND GROUP INC., SIEMENS ENERGY, INC. AND DYNAMO ACQUISITION CORPORATION.	Management	For	For
2.	TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS OF DRESSER-RAND GROUP INC., IF NECESSARY.	Management	For	For
3.	TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION THAT WILL OR MAY BE PAID BY DRESSER-RAND GROUP INC. TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain	Against

INTEGRYS ENERGY GROUP, INC.

Security	45822P105	Meeting Type	Special
Ticker Symbol	TEG	Meeting Date	21-Nov-2014
ISIN	US45822P1057	Agenda	934089411 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER BY AND AMONG WISCONSIN ENERGY CORPORATION AND INTEGRYS ENERGY GROUP, INC., DATED JUNE 22, 2014, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER PROPOSAL").	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE MERGER-RELATED COMPENSATION ARRANGEMENTS OF THE NAMED EXECUTIVE OFFICERS OF INTEGRYS ENERGY GROUP, INC.	Management	Abstain	Against



3. TO APPROVE ANY MOTION TO ADJOURN THE SPECIAL MEETING OF INTEGRYS ENERGY GROUP, INC., IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER PROPOSAL.

Management For For

WISCONSIN ENERGY CORPORATION

Security	976657106	Meeting Type	Special
Ticker Symbol	WEC	Meeting Date	21-Nov-2014
ISIN	US9766571064	Agenda	934089891 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

1.	PROPOSAL TO APPROVE THE ISSUANCE OF COMMON STOCK OF WISCONSIN ENERGY CORPORATION AS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER BY AND AMONG WISCONSIN ENERGY CORPORATION AND INTEGRYS ENERGY GROUP, INC., DATED JUNE 22, 2014, AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
----	--	------------	-----	-----

2.	PROPOSAL TO APPROVE AN AMENDMENT TO WISCONSIN ENERGY CORPORATION'S RESTATED ARTICLES OF INCORPORATION TO CHANGE THE NAME OF WISCONSIN ENERGY CORPORATION FROM "WISCONSIN ENERGY CORPORATION" TO "WEC ENERGY GROUP, INC."	Management	For	For
----	--	------------	-----	-----

3.	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ISSUANCE OF COMMON STOCK IN PROPOSAL 1.	Management	For	For
----	--	------------	-----	-----

3.	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ISSUANCE OF COMMON STOCK IN PROPOSAL 1.	Management	For	For
----	--	------------	-----	-----

CHR. HANSEN HOLDING A/S

Security	K1830B107	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Nov-2014
ISIN	DK0060227585	Agenda	705669426 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	<p>IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF AT-TORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTION-S</p> <p>IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJECTED-. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE</p> <p>PLEASE BE ADVISED THAT SPLIT AND PARTIAL VOTING IS NOT AUTHORISED FOR</p>		Non-Voting	
CMMT	<p>A BENEFICIAL OWNER IN THE DANISH MARKET. PLEASE CONTACT YOUR GLOBAL CUSTODIAN FOR FURTHER INFORMATION IN THE MAJORITY OF MEETINGS THE VOTES ARE CAST WITH THE REGISTRAR WHO WILL FOLLOW CLIENT INSTRUCTIONS. IN A SMALL PERCENTAGE OF MEETINGS THERE IS NO REGISTRAR AND CLIENTS VOTES MAY BE CAST BY THE CHAIRMAN OF THE BOARD OR A BOARD MEMBER AS PROXY. CLIENTS CAN ONLY EXPECT THEM TO ACCEPT PRO-MANAGEMENT VOTES. THE ONLY WAY TO GUARANTEE THAT ABSTAIN AND/OR AGAINST VOTES ARE REPRESENTED AT THE-MEETING IS TO SEND YOUR OWN REPRESENTATIVE OR ATTEND THE MEETING IN PERSON. THE SUB CUSTODIAN BANKS OFFER REPRESENTATION SERVICES FOR AN ADDED FEE IF REQUESTED. THANK YOU PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'ABSTAIN'</p>		Non-Voting	
CMMT	<p>ONLY-FOR RESOLUTION NUMBERS 7.A, 7B.A TO 7B.F AND 8. THANK YOU</p>		Non-Voting	
1	<p>REPORT ON THE COMPANY'S ACTIVITIES PREPARATION AND PRESENTATION OF</p>		Non-Voting	
2	<p>THE ANNUAL REPORT IN ENGLISH</p>		Management	No Action
3			Management	No Action

	APPROVAL OF THE 2013/14 ANNUAL REPORT	
	RESOLUTION ON THE APPROPRIATION OF PROFIT OR COVERING OF LOSS: THE BOARD OF DIRECTORS PROPOSES THAT THE ANNUAL GENERAL MEETING APPROVES THE BOARD OF DIRECTORS PROPOSAL FOR THE ALLOCATION OF PROFIT AS STATED IN THE ANNUAL REPORT	
4	FOR 2013/14, INCLUDING DISTRIBUTION OF A TOTAL DIVIDEND OF DKK 3.77 PER SHARE OF DKK 10, CORRESPONDING TO AN AMOUNT OF DKK 492.6 MILLION OR 50% OF THE PROFIT OF THE CHR. HANSEN GROUP FOR THE YEAR	ManagementNo Action
5	DECISION ON REMUNERATION OF MEMBERS OF THE BOARD OF DIRECTORS	ManagementNo Action
6.A	REDUCTION OF THE COMPANY'S SHARE CAPITAL BY CANCELING TREASURY SHARES	ManagementNo Action
6.B	AMENDMENT OF THE COMPANY'S "OVERALL GUIDELINES FOR INCENTIVE-BASED REMUNERATION FOR CHR. HANSEN HOLDING A/S' MANAGEMENT"	ManagementNo Action
7.A	RE-ELECTION OF CHAIRMAN OF THE BOARD OF DIRECTORS: OLE ANDERSEN	ManagementNo Action
7B.A	RE-ELECTION OF OTHER MEMBER OF THE BOARD OF DIRECTORS: FREDERIC STEVENIN	ManagementNo Action
7B.B	RE-ELECTION OF OTHER MEMBER OF THE BOARD OF DIRECTORS: MARK WILSON	ManagementNo Action
7B.C	RE-ELECTION OF OTHER MEMBER OF THE BOARD OF DIRECTORS: SOREN CARLSEN	ManagementNo Action
7B.D	RE-ELECTION OF OTHER MEMBER OF THE BOARD OF DIRECTORS: DOMINIQUE REINICHE	ManagementNo Action
7B.E	ELECTION OF OTHER MEMBER OF THE BOARD OF DIRECTORS: TIINA MATTILA-SANDHOLM	ManagementNo Action
7B.F	ELECTION OF OTHER MEMBER OF THE BOARD OF DIRECTORS: KRISTIAN VILLUMSEN	ManagementNo Action
8	RE-ELECTION OF PRICEWATERHOUSECOOPERS STATS AUTORISERET REVISIONSPARTNERSELSKAB AS A	ManagementNo Action

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

9 COMPANY AUDITOR  
 AUTHORIZATION OF THE CHAIRMAN OF  
 THE ManagementNo Action  
 ANNUAL GENERAL MEETING  
 06 NOV 2014: PLEASE NOTE THAT THIS IS A  
 REVISION DUE TO MODIFICATION OF TEXT  
 I-

CMMT N RESOLUTION 8. IF YOU HAVE ALREADY  
 SENT IN YOUR VOTES, PLEASE DO NOT  
 VOTE AGA-IN UNLESS YOU DECIDE TO  
 AMEND YOUR ORIGINAL INSTRUCTIONS.  
 THANK YOU.

MICROSOFT CORPORATION

Security	594918104	Meeting Type	Annual
Ticker Symbol	MSFT	Meeting Date	03-Dec-2014
ISIN	US5949181045	Agenda	934087708 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Management	For	For
1B.	ELECTION OF DIRECTOR: MARIA M. KLAWE	Management	For	For
1C.	ELECTION OF DIRECTOR: TERI L. LIST-STOLL	Management	For	For
1D.	ELECTION OF DIRECTOR: G. MASON MORFIT	Management	For	For
1E.	ELECTION OF DIRECTOR: SATYA NADELLA	Management	For	For
1F.	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Management	For	For
1G.	ELECTION OF DIRECTOR: HELMUT PANKE	Management	For	For
1H.	ELECTION OF DIRECTOR: CHARLES W. SCHARF	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN W. STANTON	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN W. THOMPSON	Management	For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain	Against
3.	RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2015	Management	For	For
4.	SHAREHOLDER PROPOSAL - PROXY ACCESS FOR SHAREHOLDERS	Shareholder	Against	For

HARMAN INTERNATIONAL INDUSTRIES, INC.

Security	413086109	Meeting Type	Annual
Ticker Symbol	HAR	Meeting Date	03-Dec-2014
ISIN	US4130861093	Agenda	

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

934088736 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ADRIANE M. BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN W. DIERCKSEN	Management	For	For
1C.	ELECTION OF DIRECTOR: ANN M. KOROLOGOS	Management	For	For
1D.	ELECTION OF DIRECTOR: EDWARD H. MEYER	Management	For	For
1E.	ELECTION OF DIRECTOR: DINESH C. PALIWAL	Management	For	For
1F.	ELECTION OF DIRECTOR: KENNETH M. REISS	Management	For	For
1G.	ELECTION OF DIRECTOR: HELLENE S. RUNTAGH	Management	For	For
1H.	ELECTION OF DIRECTOR: FRANK S. SKLARSKY	Management	For	For
1I.	ELECTION OF DIRECTOR: GARY G. STEEL	Management	For	For
2.	RATIFY THE APPOINTMENT OF KPMG LLP FOR FISCAL 2015.	Management	For	For
3.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	Abstain	Against

CABLE & WIRELESS COMMUNICATIONS PLC, LONDON

Security	G1839G102	Meeting Type	Court Meeting
Ticker Symbol		Meeting Date	05-Dec-2014
ISIN	GB00B5KKT968	Agenda	705711035 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT.		Non-Voting	
1	TO APPROVE THE SCHEME OF ARRANGEMENT DATED 19 NOVEMBER 2014	Management	For	For

CABLE & WIRELESS COMMUNICATIONS PLC, LONDON

Security	G1839G102	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	05-Dec-2014
ISIN	GB00B5KKT968	Agenda	

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

705711047 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVING THE ACQUISITION	Management	For	For
2	APPROVING THE ALLOTMENT OF CONSIDERATION SHARES	Management	For	For
3	APPROVING THE ENTRY INTO THE PUT OPTION DEEDS	Management	For	For
4	APPROVING SHARE ALLOTMENTS TO FUND THE REPURCHASE OF SHARES PURSUANT TO THE PUT OPTION DEEDS	Management	For	For
5	APPROVING THE DEFERRED BONUS PLAN	Management	For	For
6	APPROVING THE RULE 9 WAIVER	Management	For	For
7	APPROVING THE SCHEME AND RELATED MATTERS	Management	For	For
8	APPROVING THE NEW SHARE PLANS	Management	For	For
	SIGMA-ALDRICH CORPORATION			
	Security	826552101	Meeting Type	Special
	Ticker Symbol	SIAL	Meeting Date	05-Dec-2014
	ISIN	US8265521018	Agenda	934095096 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 22, 2014 AND AS AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG SIGMA-ALDRICH CORPORATION, A DELAWARE CORPORATION ("SIGMA- ALDRICH"), MERCK KGAA, DARMSTADT, GERMANY, A GERMAN CORPORATION WITH GENERAL PARTNERS ("PARENT"), AND MARIO II FINANCE CORP., A DELAWARE CORPORATION AND AN INDIRECT WHOLLY- OWNED SUBSIDIARY OF PARENT.	Management	For	For
2.	THE PROPOSAL TO APPROVE, BY A NON- BINDING ADVISORY VOTE, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO SIGMA-ALDRICH'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	Abstain	Against

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

THE PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR TIME IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES IN FAVOR

3.	OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For
----	---	------------	-----	-----

LORAL SPACE & COMMUNICATIONS INC.

Security	543881106	Meeting Type	Annual
Ticker Symbol	LORL	Meeting Date	09-Dec-2014
ISIN	US5438811060	Agenda	934094296 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN D. HARKEY, JR.		For	For
	2 MICHAEL B. TARGOFF		For	For
	ACTING UPON A PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP			
2.	AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014.	Management	For	For
	ACTING UPON A PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE COMPANY'S PROXY STATEMENT.			
3.		Management	For	For

THE MADISON SQUARE GARDEN COMPANY

Security	55826P100	Meeting Type	Annual
Ticker Symbol	MSG	Meeting Date	18-Dec-2014
ISIN	US55826P1003	Agenda	934094979 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD D. PARSONS		For	For
	2 NELSON PELTZ		For	For
	3 SCOTT M. SPERLING		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC	Management	For	For

ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2015.

TO APPROVE, ON AN ADVISORY BASIS,

3. COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. Management For For

NOBLE CORPORATION PLC

Security G65431101 Meeting Type Special  
 Ticker Symbol NE Meeting Date 22-Dec-2014  
 ISIN GB00BFG3KF26 Agenda 934100772 - Management

Item Proposal Proposed by Vote For/Against Management

1. TO (I) APPROVE THE TERMS OF ONE OR MORE OFF-MARKET PURCHASE AGREEMENTS PRODUCED AT THE MEETING AND INITIALED BY THE CHAIRMAN FOR THE PURPOSES OF IDENTIFICATION AND (II) AUTHORIZE THE COMPANY TO MAKE OFF-MARKET PURCHASES, UP TO A MAXIMUM NUMBER OF 37,000,000 OF THE COMPANY'S ORDINARY SHARES, PURSUANT TO SUCH AGREEMENT OR AGREEMENTS. Management For For

WALGREEN CO.

Security 931422109 Meeting Type Special  
 Ticker Symbol WAG Meeting Date 29-Dec-2014  
 ISIN US9314221097 Agenda 934105001 - Management

Item Proposal Proposed by Vote For/Against Management

1. TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 17, 2014, PURSUANT TO WHICH ONTARIO MERGER SUB, INC. WILL MERGE WITH AND INTO WALGREEN CO. (THE "REORG MERGER") AND WALGREEN CO. WILL SURVIVE THE REORG MERGER AS A WHOLLY OWNED SUBSIDIARY OF WALGREENS BOOTS ALLIANCE, INC., AND TO APPROVE AND ADOPT THE REORG MERGER AND THE REORGANIZATION (AS DEFINED IN THE ACCOMPANYING PROXY STATEMENT/PROSPECTUS) (THE "REORGANIZATION PROPOSAL"). Management For For

2. TO APPROVE THE ISSUANCE, IN A PRIVATE PLACEMENT, OF SHARES OF (A) IF THE REORGANIZATION PROPOSAL IS Management For For



APPROVED  
 AND THE REORGANIZATION COMPLETED,  
 WALGREENS BOOTS ALLIANCE, INC.  
 COMMON STOCK OR (B) IF THE  
 REORGANIZATION PROPOSAL IS NOT  
 APPROVED OR THE REORGANIZATION IS  
 NOT OTHERWISE COMPLETED, WALGREEN  
 CO. COMMON STOCK, IN EITHER CASE TO  
 THE SELLERS (AS DEFINED IN THE  
 ACCOMPANYING PROXY  
 STATEMENT/PROSPECTUS) IN  
 CONNECTION  
 WITH THE COMPLETION OF THE STEP 2  
 ACQUISITION (AS DEFINED IN THE ...(DUE  
 TO  
 SPACE LIMITS, SEE PROXY STATEMENT  
 FOR  
 FULL PROPOSAL).

3.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE AND ADOPT THE REORGANIZATION PROPOSAL OR THE SHARE ISSUANCE PROPOSAL.	ManagementFor	For
----	--	---------------	-----

MEDTRONIC, INC.

Security	585055106	Meeting Type	Special
Ticker Symbol	MDT	Meeting Date	06-Jan-2015
ISIN	US5850551061	Agenda	934104364 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ADOPT THE PLAN OF MERGER CONTAINED IN THE TRANSACTION AGREEMENT, DATED AS OF JUNE 15, 2014, AMONG MEDTRONIC, INC., COVIDIEN PLC, MEDTRONIC HOLDINGS LIMITED (FORMERLY KNOWN AS KALANI I LIMITED), MAKANI II LIMITED, AVIATION ACQUISITION CO., INC. AND AVIATION MERGER SUB, LLC AND APPROVE THE REVISED MEMORANDUM AND ARTICLES OF ASSOCIATION OF NEW MEDTRONIC.	ManagementFor	For	For
2.	TO APPROVE THE REDUCTION OF THE SHARE PREMIUM ACCOUNT OF MEDTRONIC HOLDINGS LIMITED TO ALLOW FOR THE	ManagementFor	For	For

CREATION OF DISTRIBUTABLE RESERVES  
OF MEDTRONIC HOLDINGS LIMITED.

TO APPROVE, ON A NON-BINDING  
ADVISORY

3.	BASIS, SPECIFIED COMPENSATORY ARRANGEMENTS BETWEEN MEDTRONIC, INC. AND ITS NAMED EXECUTIVE OFFICERS	ManagementFor	For
----	--	---------------	-----

RELATING TO THE TRANSACTION.

TO APPROVE ANY MOTION TO ADJOURN  
THE MEDTRONIC, INC. SPECIAL MEETING  
TO

ANOTHER TIME OR PLACE IF NECESSARY  
OR APPROPRIATE (I) TO SOLICIT  
ADDITIONAL PROXIES IF THERE ARE  
INSUFFICIENT VOTES AT THE TIME OF THE  
MEDTRONIC, INC. SPECIAL MEETING TO

4.	ADOPT THE PLAN OF MERGER CONTAINED IN THE TRANSACTION AGREEMENT AND APPROVE THE REVISED MEMORANDUM AND	ManagementFor	For
----	---	---------------	-----

ARTICLES OF ASSOCIATION OF  
MEDTRONIC

HOLDINGS LIMITED, (II) TO PROVIDE TO  
MEDTRONIC, INC. SHAREHOLDERS IN  
ADVANCE OF THE MEDTRONIC, INC.  
SPECIAL MEETING ... (DUE TO SPACE  
LIMITS, SEE PROXY STATEMENT FOR FULL  
PROPOSAL)

COVIDIEN PLC

Security	G2554F113	Meeting Type	Special
Ticker Symbol	COV	Meeting Date	06-Jan-2015
ISIN	IE00B68SQD29	Agenda	934104542 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF THE SCHEME OF ARRANGEMENT.	ManagementFor	For	For
2.	CANCELLATION OF COVIDIEN SHARES PURSUANT TO THE SCHEME OF ARRANGEMENT.	ManagementFor	For	For
3.	DIRECTORS' AUTHORITY TO ALLOT SECURITIES AND APPLICATION OF RESERVES.	ManagementFor	For	For
4.	AMENDMENT TO ARTICLES OF ASSOCIATION.	ManagementFor	For	For
5.	CREATION OF DISTRIBUTABLE RESERVES OF NEW MEDTRONIC.	ManagementFor	For	For
6.	APPROVAL ON AN ADVISORY BASIS OF SPECIFIED COMPENSATORY	ManagementFor	For	For

ARRANGEMENTS BETWEEN COVIDIEN  
AND  
ITS NAMED EXECUTIVE OFFICERS.

COVIDIEN PLC

Security	G2554F105	Meeting Type	Special
Ticker Symbol		Meeting Date	06-Jan-2015
ISIN		Agenda	934104554 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE SCHEME OF ARRANGEMENT.	Management	For	For

PORTUGAL TELECOM SGPS SA, LISBONNE

Security	X6769Q104	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	22-Jan-2015
ISIN	PTPTC0AM0009	Agenda	705748486 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

PLEASE NOTE THAT VOTING IN PORTUGUESE MEETINGS REQUIRES THE DISCLOSURE OF-BENEFICIAL OWNER INFORMATION, THROUGH DECLARATIONS OF PARTICIPATION AND-VOTING. BROADRIDGE WILL DISCLOSE THE BENEFICIAL OWNER INFORMATION FOR YOUR-VOTED ACCOUNTS. ADDITIONALLY, PORTUGUESE LAW DOES NOT PERMIT BENEFICIAL-OWNERS TO VOTE INCONSISTENTLY ACROSS THEIR HOLDINGS. OPPOSING VOTES MAY BE-REJECTED SUMMARILY BY THE COMPANY HOLDING THIS BALLOT. PLEASE CONTACT YOUR-CLIENT SERVICE REPRESENTATIVE FOR FURTHER DETAILS.

CMMT		Non-Voting		
------	--	------------	--	--

1	TO ANALYZE, UNDER THE PROPOSAL OF OI, S.A., THE SALE OF THE WHOLE SHARE CAPITAL OF PT PORTUGAL SGPS, S.A. TO ALTICE, S.A. AND TO DELIBERATE ON ITS APPROVAL	Management	No Action	
---	---	------------	-----------	--

CMMT	14 JAN 2015: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING DATE-FROM 12 JAN 15 TO 22 JAN 15 AND RECEIPT OF ADDITIONAL COMMENT. IF YOU HAVE AL-READY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU	Non-Voting		
------	--	------------	--	--

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

DECIDE TO AMEND-YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

15 DEC 2014: PLEASE NOTE THAT EACH FIVE

CMMT	HUNDRED SHARES CORRESPOND TO ONE VOTE.-THANK YOU.	Non-Voting		
CMMT	14 JAN 2015: DELETION OF COMMENT AIR PRODUCTS AND CHEMICALS, INC.	Non-Voting		
Security	009158106	Meeting Type	Annual	
Ticker Symbol	APD	Meeting Date	22-Jan-2015	
ISIN	US0091581068	Agenda	934108312 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SUSAN K. CARTER	Management	For	For
1B.	ELECTION OF DIRECTOR: SEIFI GHASEMI	Management	For	For
1C.	ELECTION OF DIRECTOR: DAVID H.Y. HO	Management	For	For
2.	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. RATIFICATION OF APPOINTMENT OF KPMG LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2015.	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE OFFICER COMPENSATION. TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Management	For	For

ENERGIZER HOLDINGS, INC.

Security	29266R108	Meeting Type	Annual
Ticker Symbol	ENR	Meeting Date	26-Jan-2015
ISIN	US29266R1086	Agenda	934109530 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: BILL G. ARMSTRONG	Management	For	For
1.2	ELECTION OF DIRECTOR: J. PATRICK MULCAHY	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For
4.	SHAREHOLDER PROPOSAL - PALM OIL SOURCING	Shareholder	Against	For

DAVIDE CAMPARI - MILANO SPA, MILANO

Security	T24091117	Meeting Type	
----------	-----------	--------------	--

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

Ticker Symbol		Meeting Date	ExtraOrdinary General Meeting 28-Jan-2015
ISIN	IT0003849244	Agenda	705754263 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:- <a href="https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_228551.PDF">https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_228551.PDF</a> TO AMEND ART. 6 (RIGHT TO VOTE) OF THE BY-LAWS AS PER ART. 127-QUINQUIES OF LEGISLATIVE DECREE OF 24 FEBRUARY 1998, NO 58 AND OF ART. 20, ITEM 1-BIS OF LEGISLATIVE DECREE OF 24 JUNE 2014, NO 91, CONVERTED BY LAW OF 11 AUGUST 2014, NO 116		Non-Voting	
1			Management Against	Against

JOHNSON CONTROLS, INC.		Meeting Type	Annual
Security	478366107	Meeting Date	28-Jan-2015
Ticker Symbol	JCI	Agenda	934108603 - Management
ISIN	US4783661071		

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 NATALIE A. BLACK		For	For
	2 RAYMOND L. CONNER		For	For
	3 RICHARD GOODMAN		For	For
	4 WILLIAM H. LACY		For	For
	5 ALEX A. MOLINAROLI		For	For
	6 MARK P. VERGNANO		For	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR 2015.	Management	For	For
3.	APPROVE ON AN ADVISORY BASIS NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For

SALLY BEAUTY HOLDINGS, INC.		Meeting Type	Annual
Security	79546E104	Meeting Date	29-Jan-2015
Ticker Symbol	SBH	Agenda	934108590 - Management
ISIN	US79546E1047		

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 KATHERINE BUTTON BELL		For	For

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

2	JOHN R. GOLLIHER	For	For
3	ROBERT R. MCMASTER	For	For
4	SUSAN R. MULDER	For	For
5	EDWARD W. RABIN	For	For
6	GARY G. WINTERHALTER	For	For

RE-APPROVAL OF THE MATERIAL TERMS OF

2.	THE PERFORMANCE GOALS INCLUDED IN THE SALLY BEAUTY HOLDINGS AMENDED AND RESTATED 2010 OMNIBUS INCENTIVE PLAN.	Management	For
----	---	------------	-----

RATIFICATION OF THE SELECTION OF KPMG

3.	LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2015.	Management	For
----	--	------------	-----

POST HOLDINGS, INC.

Security	737446104	Meeting Type	Annual
Ticker Symbol	POST	Meeting Date	29-Jan-2015
ISIN	US7374461041	Agenda	934108665 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 WILLIAM P. STIRITZ		For	For
	2 JAY W. BROWN		For	For
	3 EDWIN H. CALLISON		For	For

APPROVAL OF INCREASES IN THE NUMBER OF SHARES OF OUR COMMON STOCK ISSUABLE UPON CONVERSION OF OUR 2.5%

2	SERIES C CUMULATIVE PERPETUAL CONVERTIBLE PREFERRED STOCK.	Management	For
---	--	------------	-----

RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2015.

3	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For
---	--	------------	-----

ASHLAND INC.

Security	044209104	Meeting Type	Annual
Ticker Symbol	ASH	Meeting Date	29-Jan-2015
ISIN	US0442091049	Agenda	934110723 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ROGER W. HALE	Management	For	For

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

1B.	ELECTION OF DIRECTOR: VADA O. MANAGER	ManagementFor	For
1C.	ELECTION OF DIRECTOR: GEORGE A. SCHAEFER, JR.	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2015.	ManagementFor	For
3.	A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION PAID TO ASHLAND'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION.	ManagementFor	For
4.	APPROVAL OF THE 2015 ASHLAND INC. INCENTIVE PLAN.	ManagementFor	For
	MYLAN INC.		
	Security 628530107	Meeting Type	Special
	Ticker Symbol MYL	Meeting Date	29-Jan-2015
	ISIN US6285301072	Agenda	934114682 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF THE AMENDED AND RESTATED BUSINESS TRANSFER AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 4, 2014, BY AND AMONG MYLAN, INC. ("MYLAN"), NEW MOON B.V., MOON OF PA INC., AND ABBOTT LABORATORIES (THE "BUSINESS TRANSFER AGREEMENT").	ManagementFor		For
2.	APPROVAL, ON A NON-BINDING ADVISORY BASIS, OF THE SPECIFIED COMPENSATORY ARRANGEMENTS BETWEEN MYLAN AND ITS NAMED EXECUTIVE OFFICERS RELATING TO THE MERGER AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE BUSINESS TRANSFER AGREEMENT.	ManagementFor		For
3.	ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE BUSINESS TRANSFER AGREEMENT.	ManagementFor		For

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

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	30-Jan-2015
ISIN	US71654V4086	Agenda	934118147 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
I.	MERGER OF ENERGETICA CAMACARI MURICY I S.A. ("MURICY") INTO PETROBRAS... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management	For	For
II.	MERGER OF AREMBEPE ENERGIA SA ("AREMBEPE") INTO PETROBRAS... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management	For	For

ROCKWELL AUTOMATION, INC.

Security	773903109	Meeting Type	Annual
Ticker Symbol	ROK	Meeting Date	03-Feb-2015
ISIN	US7739031091	Agenda	934110773 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
A.	DIRECTOR	Management		
	1 BETTY C. ALEWINE		For	For
	2 J. PHILLIP HOLLOMAN		For	For
	3 VERNE G. ISTOCK		For	For
	4 LAWRENCE D. KINGSLEY		For	For
	5 LISA A. PAYNE		For	For
B.	TO APPROVE THE SELECTION OF DELOITTE & TOUCHE LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
C.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE CORPORATION'S NAMED EXECUTIVE OFFICERS.	Management	For	For
D.	TO APPROVE A MAJORITY VOTE STANDARD FOR UNCONTESTED DIRECTOR ELECTIONS.	Management	For	For

DOLBY LABORATORIES, INC.

Security	25659T107	Meeting Type	Annual
Ticker Symbol	DLB	Meeting Date	03-Feb-2015
ISIN	US25659T1079	Agenda	934110848 - Management

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



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

		Proposed by		For/Against Management
1.	DIRECTOR		Management	
	1 KEVIN YEAMAN		For	For
	2 PETER GOTCHER		For	For
	3 MICHELINE CHAU		For	For
	4 DAVID DOLBY		For	For
	5 NICHOLAS DONATIELLO, JR		For	For
	6 BILL JASPER		For	For
	7 SIMON SEGARS		For	For
	8 ROGER SIBONI		For	For
	9 AVADIS TEVANIAN, JR.		For	For

2. THE AMENDMENT AND RESTATEMENT OF THE DOLBY LABORATORIES, INC. 2005 STOCK PLAN. Management Against Against

3. AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. Management For For

4. RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 25, 2015. Management For For

INGLES MARKETS, INCORPORATED  
 Security 457030104 Meeting Type Annual  
 Ticker Symbol IMKTA Meeting Date 03-Feb-2015  
 ISIN US4570301048 Agenda 934111535 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR		Management	
	1 ERNEST E. FERGUSON		For	For
	2 BRENDA S. TUDOR		For	For
2.	STOCKHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIRMAN.		Shareholder Against	For

ARAMARK  
 Security 03852U106 Meeting Type Annual  
 Ticker Symbol ARMK Meeting Date 03-Feb-2015  
 ISIN US03852U1060 Agenda 934116167 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR		Management	
	1 ERIC J. FOSS		For	For
	2 TODD M. ABBRECHT		For	For
	3 LAWRENCE T. BABBIO, JR.		For	For
	4 DAVID A. BARR		For	For
	5 PIERRE-OLIVIER BECKERS		For	For
	6 LEONARD S. COLEMAN, JR.		For	For

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

7	IRENE M. ESTEVES	For	For
8	DANIEL J. HEINRICH	For	For
9	SANJEEV MEHRA	For	For
10	STEPHEN P. MURRAY	For	For
11	STEPHEN SADOVE	For	For

TO RATIFY THE APPOINTMENT OF KPMG  
LLP

2.	AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 2, 2015.	Management	For
----	--	------------	-----

3.	TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID TO THE NAMED EXECUTIVE OFFICERS.	Management	For
----	--	------------	-----

4.	TO DETERMINE, IN A NON-BINDING ADVISORY VOTE, WHETHER A NON-BINDING STOCKHOLDER VOTE TO APPROVE THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.	Management 1 Year	For
----	---	-------------------	-----

NAVISTAR INTERNATIONAL CORPORATION

Security	63934E108	Meeting Type	Annual
Ticker Symbol	NAV	Meeting Date	11-Feb-2015
ISIN	US63934E1082	Agenda	934113185 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 TROY A. CLARKE		For	For
	2 JOHN D. CORRENTI		For	For
	3 MICHAEL N. HAMMES		For	For
	4 VINCENT J. INTRIERI		For	For
	5 JAMES H. KEYES		For	For
	6 GENERAL S.A. MCCHRYSTAL		For	For
	7 SAMUEL J. MERKSAMER		For	For
	8 MARK H. RACHESKY		For	For
	9 MICHAEL F. SIRIGNANO		For	For
2.	VOTE TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
4.	VOTE TO AMEND AND RESTATE OUR CERTIFICATE OF INCORPORATION TO ELIMINATE A SUPER MAJORITY VOTING PROVISION AND THE NO LONGER	Management	For	For

<p>OUTSTANDING CLASS B COMMON STOCK.                  VOTE TO AMEND AND RESTATE OUR                  CERTIFICATE OF INCORPORATION TO                  ELIMINATE A NUMBER OF PROVISIONS                  THAT                  5. HAVE EITHER LAPSED BY THEIR TERMS                  OR                  WHICH CONCERN CLASSES OF SECURITIES                  NO LONGER OUTSTANDING.</p>				
		Management	For	For
<p>LIBERTY GLOBAL PLC.                  Security G5480U104 Meeting Type Special                  Ticker Symbol LBTYA Meeting Date 25-Feb-2015                  ISIN GB00B8W67662 Agenda 934116268 -                  Management</p>				
Item	Proposal	Proposed by	Vote	For/Against Management
G1.	<p>TO APPROVE THE NEW ARTICLES                  PROPOSAL, A PROPOSAL TO ADOPT NEW                  ARTICLES OF ASSOCIATION, WHICH WILL                  CREATE AND AUTHORIZE THE ISSUANCE                  OF                  NEW CLASSES OF ORDINARY SHARES,                  DESIGNATED THE LILAC CLASS A                  ORDINARY                  SHARES, THE LILAC CLASS B ORDINARY                  SHARES AND THE LILAC CLASS C                  ORDINARY                  SHARES, WHICH WE COLLECTIVELY                  REFER                  TO AS THE LILAC ORDINARY SHARES,                  WHICH ARE INTENDED TO TRACK THE                  PERFORMANCE OF OUR OPERATIONS IN                  LATIN AMERICA AND THE CARIBBEAN                  (THE                  LILAC GROUP) AND MAKE CERTAIN                  CHANGES TO THE TERMS OF OUR ...(DUE                  TO SPACE LIMITS, SEE PROXY STATEMENT                  FOR FULL PROPOSAL).                  TO APPROVE THE MANAGEMENT POLICIES                  PROPOSAL, A PROPOSAL TO ADOPT                  CERTAIN MANAGEMENT POLICIES IN                  RELATION TO, AMONG OTHER THINGS,                  THE</p>	Management	For	For
G2.	<p>ALLOCATION OF ASSETS, LIABILITIES AND                  OPPORTUNITIES BETWEEN THE LILAC                  GROUP AND THE LIBERTY GLOBAL                  GROUP.</p>	Management	For	For
G3.	<p>TO APPROVE THE FUTURE                  CONSOLIDATION/SUB-DIVISION                  PROPOSAL,</p>	Management	For	For

	A PROPOSAL TO AUTHORIZE THE FUTURE CONSOLIDATION OR SUB-DIVISION OF ANY OR ALL SHARES OF THE COMPANY AND TO AMEND OUR NEW ARTICLES OF ASSOCIATION TO REFLECT THAT AUTHORITY.		
	TO APPROVE THE VOTING RIGHTS AMENDMENT PROPOSAL, A PROPOSAL TO APPROVE AN AMENDMENT TO THE PROVISION IN OUR ARTICLES OF ASSOCIATION GOVERNING VOTING ON THE VARIATION OF RIGHTS ATTACHED TO CLASSES OF OUR SHARES.		
G4.	TO APPROVE THE SHARE BUY-BACK AGREEMENT PROPOSAL, A PROPOSAL TO APPROVE THE FORM OF AGREEMENT PURSUANT TO WHICH WE MAY CONDUCT CERTAIN SHARE REPURCHASES.	ManagementAgainst	Against
G5.	TO APPROVE THE DIRECTOR SECURITIES PURCHASE PROPOSAL A PROPOSAL TO APPROVE CERTAIN ARRANGEMENTS RELATING TO PURCHASES OF SECURITIES FROM OUR DIRECTORS.	ManagementFor	For
G6.	TO APPROVE THE VIRGIN MEDIA SHARESAVE PROPOSAL, A PROPOSAL TO AMEND THE LIBERTY GLOBAL 2014 INCENTIVE PLAN TO PERMIT THE GRANT TO EMPLOYEES OF OUR SUBSIDIARY VIRGIN MEDIA INC. OF OPTIONS TO ACQUIRE SHARES OF LIBERTY GLOBAL AT A DISCOUNT TO THE MARKET VALUE OF SUCH SHARES.	ManagementFor	For
G7.	TO APPROVE THE CLASS A ARTICLES PROPOSAL, A PROPOSAL TO APPROVE THE ADOPTION OF OUR NEW ARTICLES OF ASSOCIATION PURSUANT TO RESOLUTION 1		
1A.	OF THE GENERAL MEETING (INCLUDING, WITHOUT LIMITATION, ANY VARIATIONS OR ABROGATIONS TO THE RIGHTS OF THE HOLDERS OF THE CLASS A ORDINARY SHARES AS A RESULT OF SUCH ADOPTION).	ManagementFor	For
2A.	TO APPROVE THE CLASS A VOTING RIGHTS	ManagementAgainst	Against

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

PROPOSAL, A PROPOSAL TO APPROVE THE AMENDMENT OF OUR CURRENT AND NEW ARTICLES OF ASSOCIATION PURSUANT TO RESOLUTION 4 OF THE GENERAL MEETING (INCLUDING, WITHOUT LIMITATION, ALL MODIFICATIONS OF THE TERMS OF THE CLASS A ORDINARY SHARES WHICH MAY RESULT FROM SUCH AMENDMENT).

LIBERTY GLOBAL PLC.

Security	G5480U120	Meeting Type	Special
Ticker Symbol	LBTYK	Meeting Date	25-Feb-2015
ISIN	GB00B8W67B19	Agenda	934116662 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1C.	TO APPROVE THE CLASS C ARTICLES PROPOSAL, A PROPOSAL TO APPROVE THE ADOPTION OF OUR NEW ARTICLES OF ASSOCIATION PURSUANT TO RESOLUTION 1 OF THE GENERAL MEETING (INCLUDING, WITHOUT LIMITATION, ANY VARIATIONS OR ABROGATIONS TO THE RIGHTS OF THE HOLDERS OF THE CLASS C ORDINARY SHARES AS A RESULT OF SUCH ADOPTION).	Management	For	For
2C.	TO APPROVE THE CLASS C VOTING RIGHTS PROPOSAL, A PROPOSAL TO APPROVE THE AMENDMENT OF OUR CURRENT AND NEW ARTICLES OF ASSOCIATION PURSUANT TO RESOLUTION 4 OF THE GENERAL MEETING (INCLUDING, WITHOUT LIMITATION, ALL MODIFICATIONS OF THE TERMS OF THE CLASS C ORDINARY SHARES WHICH MAY RESULT FROM SUCH AMENDMENT).	Management	Against	Against

DEERE & COMPANY

Security	244199105	Meeting Type	Annual
Ticker Symbol	DE	Meeting Date	25-Feb-2015
ISIN	US2441991054	Agenda	934117474 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SAMUEL R. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: VANCE D. COFFMAN			
1D.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: DIPAK C. JAIN	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL O. JOHANNIS	Management	For	For
1G.	ELECTION OF DIRECTOR: CLAYTON M. JONES	Management	For	For
1H.	ELECTION OF DIRECTOR: JOACHIM MILBERG	Management	For	For
1I.	ELECTION OF DIRECTOR: RICHARD B. MYERS	Management	For	For
1J.	ELECTION OF DIRECTOR: GREGORY R. PAGE	Management	For	For
1K.	ELECTION OF DIRECTOR: THOMAS H. PATRICK	Management	For	For
1L.	ELECTION OF DIRECTOR: SHERRY M. SMITH	Management	For	For
2.	APPROVAL OF BYLAW AMENDMENT TO PERMIT STOCKHOLDERS TO CALL SPECIAL MEETINGS	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For
4.	AMENDMENT TO THE JOHN DEERE OMNIBUS EQUITY AND INCENTIVE PLAN	Management	For	For
5.	RE-APPROVAL OF THE JOHN DEERE SHORT-TERM INCENTIVE BONUS PLAN	Management	For	For
6.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS DEERE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015	Management	For	For
	CLECO CORPORATION			
	Security 12561W105		Meeting Type	Special
	Ticker Symbol CNL		Meeting Date	26-Feb-2015
	ISIN US12561W1053		Agenda	934119264 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 17, 2014 (THE "MERGER AGREEMENT"), AMONG CLECO CORPORATION ("CLECO"), COMO 1 L.P., A DELAWARE LIMITED PARTNERSHIP ("PARENT"), AND COMO 3 INC., A LOUISIANA CORPORATION AND AN INDIRECT,	Management	For	For

WHOLLY-  
 OWNED SUBSIDIARY OF PARENT  
 ("MERGER  
 ... (DUE TO SPACE LIMITS, SEE PROXY  
 STATEMENT FOR FULL PROPOSAL)  
 TO APPROVE, ON A NON-BINDING,  
 ADVISORY BASIS, THE COMPENSATION  
 THAT MAY BE PAID OR BECOME PAYABLE  
 TO THE NAMED EXECUTIVE OFFICERS OF  
 CLECO IN CONNECTION WITH THE  
 COMPLETION OF THE MERGER.  
 TO APPROVE AN ADJOURNMENT OF THE  
 SPECIAL MEETING, IF NECESSARY OR  
 APPROPRIATE, TO SOLICIT ADDITIONAL  
 PROXIES IF THERE ARE NOT SUFFICIENT  
 VOTES AT THAT TIME TO APPROVE THE  
 PROPOSAL TO APPROVE THE MERGER  
 AGREEMENT.

2.	Management	For
3.	Management	For

PARMALAT SPA, COLLECCHIO

Security	T7S73M107	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	27-Feb-2015
ISIN	IT0003826473	Agenda	705803559 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 422266 DUE TO ADDITION OF-RESOLUTIONS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED A-ND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU PROPOSAL TO VERIFY AND ACKNOWLEDGE THAT THE TEN-YEAR SUBSCRIPTION DEADLINE FOR THE SHARE CAPITAL INCREASE ("PARAGRAPH B") APPROVED BY THE EXTRAORDINARY SHAREHOLDERS' MEETING ON MARCH 1, 2005 RUNS FROM MARCH 1, 2005 AND EXPIRES ON MARCH 1, 2015	Non-Voting		
1	BY	Management	Against	Against
2	PROPOSAL, FOR THE REASONS EXPLAINED ON THE REPORT OF THE BOARD OF DIRECTORS, PREPARED PURSUANT TO ARTICLE 125 TER OF THE UNIFORM FINANCIAL CODE, TO EXTEND BY [FIVE] ADDITIONAL YEARS, I.E., FROM MARCH 1,	Management	Against	Against

2015 TO [MARCH 1, 2020] THE OFFICIAL  
SUBSCRIPTION DEADLINE FOR THE SHARE  
CAPITAL INCREASE APPROVED BY THE  
EXTRAORDINARY SHAREHOLDERS'  
MEETING OF PARMALAT S.P.A. ON MARCH  
1,  
2005, FOR THE PART RESERVED FOR THE  
CHALLENGING CREDITORS, THE  
CONDITIONAL CREDITORS AND THE LATE-  
FILING CREDITORS REFERRED TO IN  
PARAGRAPHS "B.1.1," "B.1.2," "B.2" AND "H"  
OF THE ABOVEMENTIONED RESOLUTION,  
AND FOR ITS IMPLEMENTATION BY THE  
BOARD OF DIRECTORS, ALSO WITH  
REGARD TO THE WARRANTS REFERRED  
TO  
IN PARAGRAPH 6 BELOW  
PROPOSAL CONSISTED WITH THE  
FOREGOING TERMS OF THIS RESOLUTION,  
TO AMEND ARTICLE 5) OF THE COMPANY  
BYLAWS, SECOND SENTENCE OF  
PARAGRAPH B) AND INSERT THE  
FOLLOWING SENTENCES: A) [OMISSIS] B)  
"CARRY OUT A FURTHER CAPITAL  
INCREASE THAT, AS AN EXCEPTION TO  
THE  
REQUIREMENTS OF ARTICLE 2441,  
SECTION  
3 SIX, OF THE ITALIAN CIVIL CODE, WILL BE  
ISSUED WITHOUT REQUIRING  
ADDITIONAL  
PAID-IN CAPITAL, WILL BE DIVISIBLE,  
WILL  
NOT BE SUBJECT TO THE PREEMPTIVE  
RIGHT OF THE SOLE SHAREHOLDER, WILL  
BE CARRIED OUT BY THE BOARD OF  
DIRECTORS OVER TEN YEARS (DEADLINE  
EXTENDED FOR FIVE YEARS ON  
[FEBRUARY  
27, 2016], AS SPECIFIED BELOW) IN  
MULTIPLE INSTALLMENTS, EACH OF  
WHICH  
WILL ALSO BE DIVISIBLE, AND WILL BE  
EARMARKED AS FOLLOWS:" [OMISSIS] C)  
"THE EXTRAORDINARY SHAREHOLDERS'  
MEETING OF [FEBRUARY 27, 2015] AGREED  
TO EXTEND THE SUBSCRIPTION DEADLINE  
FOR THE CAPITAL INCREASE REFERRED  
TO  
ABOVE, IN PARAGRAPH B) OF THIS  
ARTICLE,

ManagementFor

For



FOR AN ADDITIONAL 5 YEARS, COUNTING FROM MARCH 1, 2015, CONSEQUENTLY EXTENDING THE DURATION OF THE POWERS DELEGATED TO THE BOARD OF DIRECTORS TO IMPLEMENT THE ABOVEMENTIONED CAPITAL INCREASE."  
[OMISSIS ]

4	<p>PROPOSAL TO REQUIRE THAT THE SUBSCRIPTION OF THE SHARES OF "PARMALAT S.P.A." BY PARTIES WHO, BECAUSE OF THE EVENTS MENTIONED IN SECTION 9.3, LETTERS II), III) AND IV), OF THE PARMALAT PROPOSAL OF COMPOSITION WITH CREDITORS WILL BE RECOGNIZED AS CREDITORS OF "PARMALAT S.P.A." AFTER MARCH 1, 2015 AND UP TO [MARCH 1, 2020], BE CARRIED OUT NOT LATER THAN [12] MONTHS FROM THE DATES SET FORTH IN THE ABOVEMENTIONED SECTION 9.3, LETTERS II), III) AND IV), OF THE PARMALAT PROPOSAL OF COMPOSITION WITH CREDITORS, IT BEING UNDERSTOOD THAT ONCE THIS DEADLINE EXPIRES THE SUBSCRIPTION RIGHT SHALL BE EXTINGUISHED</p>	Management Against	Against
5	<p>PROPOSAL TO PROVIDE THE BOARD OF DIRECTORS WITH A MANDATE TO IMPLEMENT THE FOREGOING TERMS OF THIS RESOLUTION AND FILE WITH THE COMPANY REGISTER THE UPDATED VERSION OF THE COMPANY BYLAWS, AS APPROVED ABOVE</p>	Management For	For
6	<p>PROPOSAL TO PROVIDE THE BOARD OF DIRECTORS WITH A MANDATE TO: A) ADOPT REGULATIONS FOR THE AWARD OF WARRANTS ALSO TO PARTIES WHO, BECAUSE OF THE EVENTS MENTIONED IN SECTION 9.3, LETTERS II), III) AND IV), OF THE PARMALAT PROPOSAL OF COMPOSITION WITH CREDITORS WILL BE RECOGNIZED AS CREDITORS OF "PARMALAT S.P.A." AFTER DECEMBER 31, 2015 AND UP TO [MARCH 1, 2020], AND REQUEST THE AWARD OF THE WARRANTS WITHIN [12] MONTHS FROM THE FROM THE DATES SET FORTH IN THE ABOVEMENTIONED SECTION 9.3, LETTERS II), III) AND IV), OF THE PARMALAT</p>	Management Against	Against

PROPOSAL OF COMPOSITION WITH CREDITORS, IT BEING UNDERSTOOD THAT THE ABOVEMENTIONED REGULATIONS SHALL SUBSTANTIVELY REFLECT THE CONTENT OF THE WARRANT REGULATIONS CURRENTLY IN EFFECT, PROVIDING THE WARRANT SUBSCRIBERS WITH THE RIGHT TO EXERCISE THE SUBSCRIPTION RIGHTS CONVEYED BY THE WARRANTS UP TO [MARCH 1, 2020]; B) REQUEST LISTING OF THE ABOVEMENTIONED WARRANTS AND CARRY OUT THE REQUIRED FILINGS PURSUANT TO ARTICLE 11.1 OF THE PARMALAT PROPOSAL OF COMPOSITION WITH CREDITORS

PARMALAT SPA, COLLECCHIO

Security	70175R102	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	27-Feb-2015
ISIN	US70175R1023	Agenda	705836003 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	ACKNOWLEDGE SUBSCRIPTION-PERIOD END OF CAPITAL INCREASE WITHOUT PREEMPTIVE RIGHTS AS OF MARCH 1, 2015	Management	Against	Against
2	EXTEND SUBSCRIPTION-PERIOD END OF CAPITAL INCREASE WITHOUT PREEMPTIVE RIGHTS TO MARCH 1, 2020	Management	Against	Against
3	AMEND ARTICLES TO REFLECT CHANGES IN CAPITAL	Management	For	For
4	SET 12-MONTHS SUBSCRIPTION PERIOD OF CAPITAL INCREASE WITHOUT PREEMPTIVE RIGHTS FOR CREDITORS	Management	Against	Against
5	AUTHORIZE BOARD TO RATIFY AND EXECUTE APPROVAL RESOLUTIONS	Management	For	For
6	AUTHORIZE BOARD TO APPROVE A WARRANTS REGULATION RELATIVE TO CAPITAL INCREASE WITHOUT PREEMPTIVE RIGHTS	Management	Against	Against
CMMT	23 FEB 2015: PLEASE NOTE THAT THE MEETING TYPE WAS CHANGED FROM SGM TO EGM. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN	Non-Voting		

UNLESS YOU DECI-DE TO AMEND YOUR  
ORIGINAL INSTRUCTIONS. THANK YOU.

## TE CONNECTIVITY LTD

Security H84989104

Ticker Symbol TEL

ISIN CH0102993182

Meeting Type

Meeting Date

Agenda

Annual

03-Mar-2015

934118705 -

Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PIERRE R. BRONDEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: JUERGEN W. GROMER	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM A. JEFFREY	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	Management	For	For
1E.	ELECTION OF DIRECTOR: YONG NAM	Management	For	For
1F.	ELECTION OF DIRECTOR: DANIEL J. PHELAN	Management	For	For
1G.	ELECTION OF DIRECTOR: LAWRENCE S. SMITH	Management	For	For
1H.	ELECTION OF DIRECTOR: PAULA A. SNEED	Management	For	For
1I.	ELECTION OF DIRECTOR: DAVID P. STEINER	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN C. VAN SCOTER	Management	For	For
1K.	ELECTION OF DIRECTOR: LAURA H. WRIGHT	Management	For	For
2.	TO ELECT THOMAS J. LYNCH AS THE CHAIRMAN OF THE BOARD OF DIRECTORS TO ELECT THE INDIVIDUAL MEMBER OF THE	Management	For	For
3A.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: DANIEL J. PHELAN TO ELECT THE INDIVIDUAL MEMBER OF THE	Management	For	For
3B.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: PAULA A. SNEED TO ELECT THE INDIVIDUAL MEMBER OF THE	Management	For	For
3C.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: DAVID P. STEINER	Management	For	For
3D.	TO ELECT THE INDIVIDUAL MEMBER OF THE MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: JOHN C.	Management	For	For

	VAN SCOTER TO ELECT DR. JVO GRUNDLER, OF ERNST & YOUNG LTD., OR ANOTHER INDIVIDUAL REPRESENTATIVE OF ERNST & YOUNG LTD.		
4.	IF DR. GRUNDLER IS UNABLE TO SERVE AT THE RELEVANT MEETING, AS THE INDEPENDENT PROXY AT THE 2016 ANNUAL MEETING OF TE CONNECTIVITY AND ANY SHAREHOLDER MEETING THAT MAY BE HELD PRIOR TO THAT MEETING TO APPROVE THE 2014 ANNUAL REPORT OF TE CONNECTIVITY LTD. (EXCLUDING THE STATUTORY FINANCIAL STATEMENTS FOR	ManagementFor	For
5.1	THE FISCAL YEAR ENDED SEPTEMBER 26, 2014 AND THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 26, 2014) TO APPROVE THE STATUTORY FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 26, 2014	ManagementFor	For
5.2	TO APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 26, 2014 TO RELEASE THE MEMBERS OF THE BOARD	ManagementFor	For
5.3	OF DIRECTORS AND EXECUTIVE OFFICERS OF TE CONNECTIVITY FOR ACTIVITIES DURING THE FISCAL YEAR ENDED SEPTEMBER 26, 2014	ManagementFor	For
6.	TO ELECT DELOITTE & TOUCHE LLP AS TE CONNECTIVITY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015	ManagementFor	For
7.1	TO ELECT DELOITTE AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SWISS REGISTERED AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY	ManagementFor	For
7.2	TO ELECT PRICEWATERHOUSECOOPERS AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SPECIAL AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF	ManagementFor	For
7.3			

8.	<p>TE CONNECTIVITY          TO APPROVE AMENDMENTS TO THE          ARTICLES OF ASSOCIATION OF TE          CONNECTIVITY LTD. TO IMPLEMENT          REQUIREMENTS UNDER THE SWISS          ORDINANCE REGARDING ELECTIONS AND          CERTAIN OTHER MATTERS</p>	ManagementFor	For
9.	<p>TO APPROVE AMENDMENTS TO THE          ARTICLES OF ASSOCIATION OF TE          CONNECTIVITY LTD. TO IMPLEMENT          REQUIREMENTS UNDER THE SWISS          ORDINANCE REGARDING THE          COMPENSATION OF MEMBERS OF THE          BOARD OF DIRECTORS AND THE          EXECUTIVE MANAGEMENT OF TE          CONNECTIVITY LTD., AND CERTAIN          OTHER          MATTERS</p>	ManagementFor	For
10.	<p>TO APPROVE AN AMENDMENT TO THE          ARTICLES OF ASSOCIATION OF TE          CONNECTIVITY LTD. REGARDING THE          VOTE          STANDARD FOR SHAREHOLDER          RESOLUTIONS AND ELECTIONS</p>	ManagementFor	For
11.	<p>TO APPROVE AN AMENDMENT TO THE          ARTICLES OF ASSOCIATION OF TE          CONNECTIVITY LTD. REGARDING THE          APPLICABLE VOTE STANDARD FOR          CONTESTED ELECTIONS OF DIRECTORS,          THE CHAIRPERSON OF THE BOARD AND          THE MEMBERS OF THE MANAGEMENT          DEVELOPMENT AND COMPENSATION          COMMITTEE</p>	ManagementFor	For
12.	<p>AN ADVISORY VOTE TO APPROVE          EXECUTIVE COMPENSATION          A BINDING VOTE TO APPROVE FISCAL          YEAR</p>	ManagementFor	For
13.	<p>2016 MAXIMUM AGGREGATE          COMPENSATION AMOUNT FOR EXECUTIVE          MANAGEMENT          A BINDING VOTE TO APPROVE FISCAL          YEAR</p>	ManagementFor	For
14.	<p>2016 MAXIMUM AGGREGATE          COMPENSATION AMOUNT FOR THE          BOARD          OF DIRECTORS</p>	ManagementFor	For
15.	<p>TO APPROVE THE CARRYFORWARD OF          UNAPPROPRIATED ACCUMULATED          EARNINGS AT SEPTEMBER 26, 2014</p>	ManagementFor	For
16.	<p>TO APPROVE A DIVIDEND PAYMENT TO          SHAREHOLDERS EQUAL TO \$1.32 PER</p>	ManagementFor	For

ISSUED SHARE TO BE PAID IN FOUR  
EQUAL  
QUARTERLY INSTALLMENTS OF \$0.33  
STARTING WITH THE THIRD FISCAL  
QUARTER OF 2015 AND ENDING IN THE  
SECOND FISCAL QUARTER OF 2016  
PURSUANT TO THE TERMS OF THE  
DIVIDEND RESOLUTION

17. TO APPROVE A RENEWAL OF AUTHORIZED  
CAPITAL AND RELATED AMENDMENT TO  
THE ARTICLES OF ASSOCIATION OF TE  
CONNECTIVITY LTD Management Against Against

18. TO APPROVE A REDUCTION OF SHARE  
CAPITAL FOR SHARES ACQUIRED UNDER  
TE  
CONNECTIVITY'S SHARE REPURCHASE  
PROGRAM AND RELATED AMENDMENTS  
TO Management For For

19. TO APPROVE ANY ADJOURNMENTS OR  
POSTPONEMENTS OF THE MEETING  
TE CONNECTIVITY LTD Management For For

Security	H84989104	Meeting Type	Annual
Ticker Symbol	TEL	Meeting Date	03-Mar-2015
ISIN	CH0102993182	Agenda	934126803 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PIERRE R. BRONDEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: JUERGEN W. GROMER	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM A. JEFFREY	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	Management	For	For
1E.	ELECTION OF DIRECTOR: YONG NAM	Management	For	For
1F.	ELECTION OF DIRECTOR: DANIEL J. PHELAN	Management	For	For
1G.	ELECTION OF DIRECTOR: LAWRENCE S. SMITH	Management	For	For
1H.	ELECTION OF DIRECTOR: PAULA A. SNEED	Management	For	For
1I.	ELECTION OF DIRECTOR: DAVID P. STEINER	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN C. VAN SCOTER	Management	For	For
1K.	ELECTION OF DIRECTOR: LAURA H. WRIGHT	Management	For	For
2.		Management	For	For

	TO ELECT THOMAS J. LYNCH AS THE CHAIRMAN OF THE BOARD OF DIRECTORS TO ELECT THE INDIVIDUAL MEMBER OF THE		
3A.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: DANIEL J. PHELAN TO ELECT THE INDIVIDUAL MEMBER OF THE	ManagementFor	For
3B.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: PAULA A. SNEED TO ELECT THE INDIVIDUAL MEMBER OF THE	ManagementFor	For
3C.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: DAVID P. STEINER TO ELECT THE INDIVIDUAL MEMBER OF THE	ManagementFor	For
3D.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: JOHN C. VAN SCOTER TO ELECT DR. JVO GRUNDLER, OF ERNST & YOUNG LTD., OR ANOTHER INDIVIDUAL REPRESENTATIVE OF ERNST & YOUNG LTD.	ManagementFor	For
4.	IF DR. GRUNDLER IS UNABLE TO SERVE AT THE RELEVANT MEETING, AS THE INDEPENDENT PROXY AT THE 2016 ANNUAL MEETING OF TE CONNECTIVITY AND ANY SHAREHOLDER MEETING THAT MAY BE HELD PRIOR TO THAT MEETING TO APPROVE THE 2014 ANNUAL REPORT OF TE CONNECTIVITY LTD. (EXCLUDING THE STATUTORY FINANCIAL STATEMENTS FOR	ManagementFor	For
5.1	THE FISCAL YEAR ENDED SEPTEMBER 26, 2014 AND THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 26, 2014) TO APPROVE THE STATUTORY FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD.	ManagementFor	For
5.2	FOR THE FISCAL YEAR ENDED SEPTEMBER 26, 2014	ManagementFor	For
5.3	TO APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL	ManagementFor	For

	YEAR ENDED SEPTEMBER 26, 2014 TO RELEASE THE MEMBERS OF THE BOARD		
6.	OF DIRECTORS AND EXECUTIVE OFFICERS OF TE CONNECTIVITY FOR ACTIVITIES DURING THE FISCAL YEAR ENDED SEPTEMBER 26, 2014	ManagementFor	For
7.1	TO ELECT DELOITTE & TOUCHE LLP AS TE CONNECTIVITY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015	ManagementFor	For
7.2	TO ELECT DELOITTE AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SWISS REGISTERED AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY	ManagementFor	For
7.3	TO ELECT PRICEWATERHOUSECOOPERS AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SPECIAL AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY	ManagementFor	For
8.	TO APPROVE AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF TE CONNECTIVITY LTD. TO IMPLEMENT REQUIREMENTS UNDER THE SWISS ORDINANCE REGARDING ELECTIONS AND CERTAIN OTHER MATTERS	ManagementFor	For
9.	TO APPROVE AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF TE CONNECTIVITY LTD. TO IMPLEMENT REQUIREMENTS UNDER THE SWISS ORDINANCE REGARDING THE COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT OF TE CONNECTIVITY LTD., AND CERTAIN OTHER MATTERS	ManagementFor	For
10.	TO APPROVE AN AMENDMENT TO THE ARTICLES OF ASSOCIATION OF TE CONNECTIVITY LTD. REGARDING THE VOTE STANDARD FOR SHAREHOLDER RESOLUTIONS AND ELECTIONS	ManagementFor	For
11.	TO APPROVE AN AMENDMENT TO THE ARTICLES OF ASSOCIATION OF TE CONNECTIVITY LTD. REGARDING THE APPLICABLE VOTE STANDARD FOR CONTESTED ELECTIONS OF DIRECTORS, THE CHAIRPERSON OF THE BOARD AND	ManagementFor	For



THE MEMBERS OF THE MANAGEMENT  
DEVELOPMENT AND COMPENSATION  
COMMITTEE

12.	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION A BINDING VOTE TO APPROVE FISCAL YEAR	ManagementFor	For
13.	2016 MAXIMUM AGGREGATE COMPENSATION AMOUNT FOR EXECUTIVE MANAGEMENT A BINDING VOTE TO APPROVE FISCAL YEAR	ManagementFor	For
14.	2016 MAXIMUM AGGREGATE COMPENSATION AMOUNT FOR THE BOARD OF DIRECTORS	ManagementFor	For
15.	TO APPROVE THE CARRYFORWARD OF UNAPPROPRIATED ACCUMULATED EARNINGS AT SEPTEMBER 26, 2014 TO APPROVE A DIVIDEND PAYMENT TO SHAREHOLDERS EQUAL TO \$1.32 PER ISSUED SHARE TO BE PAID IN FOUR EQUAL	ManagementFor	For
16.	QUARTERLY INSTALLMENTS OF \$0.33 STARTING WITH THE THIRD FISCAL QUARTER OF 2015 AND ENDING IN THE SECOND FISCAL QUARTER OF 2016 PURSUANT TO THE TERMS OF THE DIVIDEND RESOLUTION	ManagementFor	For
17.	TO APPROVE A RENEWAL OF AUTHORIZED CAPITAL AND RELATED AMENDMENT TO THE ARTICLES OF ASSOCIATION OF TE CONNECTIVITY LTD TO APPROVE A REDUCTION OF SHARE CAPITAL FOR SHARES ACQUIRED UNDER TE	ManagementAgainst	Against
18.	CONNECTIVITY'S SHARE REPURCHASE PROGRAM AND RELATED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF TE CONNECTIVITY LTD	ManagementFor	For
19.	TO APPROVE ANY ADJOURNMENTS OR POSTPONEMENTS OF THE MEETING	ManagementFor	For

## TYCO INTERNATIONAL PLC

Security	G91442106	Meeting Type	Annual
Ticker Symbol	TYC	Meeting Date	04-Mar-2015
ISIN	IE00BQRQXQ92	Agenda	934118248 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

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

1A.	ELECTION OF DIRECTOR: EDWARD D. BREEN	ManagementFor	For
1B.	ELECTION OF DIRECTOR: HERMAN E. BULLS	ManagementFor	For
1C.	ELECTION OF DIRECTOR: MICHAEL E. DANIELS	ManagementFor	For
1D.	ELECTION OF DIRECTOR: FRANK M. DRENDEL	ManagementFor	For
1E.	ELECTION OF DIRECTOR: BRIAN DUPERREAU	ManagementFor	For
1F.	ELECTION OF DIRECTOR: RAJIV L. GUPTA	ManagementFor	For
1G.	ELECTION OF DIRECTOR: GEORGE R. OLIVER	ManagementFor	For
1H.	ELECTION OF DIRECTOR: BRENDAN R. O'NEILL	ManagementFor	For
1I.	ELECTION OF DIRECTOR: JURGEN TINGGREN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: SANDRA S. WIJNBERG	ManagementFor	For
1K.	ELECTION OF DIRECTOR: R. DAVID YOST TO RATIFY THE APPOINTMENT OF DELOITTE	ManagementFor	For
2.A	& TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY. TO AUTHORIZE THE AUDIT COMMITTEE OF	ManagementFor	For
2.B	THE BOARD OF DIRECTORS TO SET THE AUDITORS' REMUNERATION. TO AUTHORIZE THE COMPANY AND/OR ANY	ManagementFor	For
3.	SUBSIDIARY OF THE COMPANY TO MAKE MARKET PURCHASES OF COMPANY SHARES. TO DETERMINE THE PRICE RANGE AT WHICH THE COMPANY CAN REISSUE SHARES THAT IT HOLDS AS TREASURY SHARES (SPECIAL RESOLUTION). TO APPROVE, IN A NON-BINDING ADVISORY	ManagementFor	For
S4.	VOTE, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	ManagementFor	For

AMERISOURCEBERGEN CORPORATION

Security	03073E105	Meeting Type	Annual
Ticker Symbol	ABC	Meeting Date	05-Mar-2015
ISIN	US03073E1055	Agenda	934118642 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: ORNELLA BARRA		
1B.	ELECTION OF DIRECTOR: STEVEN H. COLLIS	ManagementFor	For
1C.	ELECTION OF DIRECTOR: DOUGLAS R. CONANT	ManagementFor	For
1D.	ELECTION OF DIRECTOR: RICHARD W. GOCHNAUER	ManagementFor	For
1E.	ELECTION OF DIRECTOR: RICHARD C. GOZON	ManagementFor	For
1F.	ELECTION OF DIRECTOR: LON R. GREENBERG	ManagementFor	For
1G.	ELECTION OF DIRECTOR: JANE E. HENNEY, M.D.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: KATHLEEN W. HYLE	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MICHAEL J. LONG	ManagementFor	For
1J.	ELECTION OF DIRECTOR: HENRY W. MCGEE	ManagementFor	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	STOCKHOLDER PROPOSAL TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.	Shareholder Against	For

QUALCOMM INCORPORATED

Security	747525103	Meeting Type	Annual
Ticker Symbol	QCOM	Meeting Date	09-Mar-2015
ISIN	US7475251036	Agenda	934118616 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BARBARA T. ALEXANDER	ManagementFor		For
1B.	ELECTION OF DIRECTOR: DONALD G. CRUICKSHANK	ManagementFor		For
1C.	ELECTION OF DIRECTOR: RAYMOND V. DITTAMORE	ManagementFor		For
1D.	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	ManagementFor		For
1E.	ELECTION OF DIRECTOR: THOMAS W. HORTON	ManagementFor		For
1F.	ELECTION OF DIRECTOR: PAUL E. JACOBS	ManagementFor		For
1G.	ELECTION OF DIRECTOR: SHERRY LANSING	ManagementFor		For
1H.		ManagementFor		For

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

	ELECTION OF DIRECTOR: HARISH MANWANI			
1I.	ELECTION OF DIRECTOR: STEVEN M. MOLLENKOPF	ManagementFor	For	
1J.	ELECTION OF DIRECTOR: DUANE A. NELLES	ManagementFor	For	
1K.	ELECTION OF DIRECTOR: CLARK T. RANDT, JR.	ManagementFor	For	
1L.	ELECTION OF DIRECTOR: FRANCISCO ROS	ManagementFor	For	
1M.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN	ManagementFor	For	
1N.	ELECTION OF DIRECTOR: BRENT SCOWCROFT	ManagementFor	For	
1O.	ELECTION OF DIRECTOR: MARC I. STERN	ManagementFor	For	
2.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 27, 2015.	ManagementFor	For	
3.	TO APPROVE AN AMENDMENT TO THE 2001 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE SHARE RESERVE BY 25,000,000 SHARES.	ManagementFor	For	
4.	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	ManagementFor	For	
	APPLE INC.			
	Security	037833100	Meeting Type	Annual
	Ticker Symbol	AAPL	Meeting Date	10-Mar-2015
	ISIN	US0378331005	Agenda	934118983 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: TIM COOK	ManagementFor	For	
1B.	ELECTION OF DIRECTOR: AL GORE	ManagementFor	For	
1C.	ELECTION OF DIRECTOR: BOB IGER	ManagementFor	For	
1D.	ELECTION OF DIRECTOR: ANDREA JUNG	ManagementFor	For	
1E.	ELECTION OF DIRECTOR: ART LEVINSON	ManagementFor	For	
1F.	ELECTION OF DIRECTOR: RON SUGAR	ManagementFor	For	
1G.	ELECTION OF DIRECTOR: SUE WAGNER	ManagementFor	For	
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	ManagementFor	For	
3.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For	
4.	THE AMENDMENT OF THE APPLE INC. EMPLOYEE STOCK PURCHASE PLAN	ManagementFor	For	

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

- |    |  |             |         |     |
|----|--|-------------|---------|-----|
| 5. | A SHAREHOLDER PROPOSAL BY THE NATIONAL CENTER FOR PUBLIC POLICY RESEARCH ENTITLED "RISK REPORT"                | Shareholder | Against | For |
| 6. | A SHAREHOLDER PROPOSAL BY MR. JAMES MCRITCHIE AND MR. JOHN HARRINGTON ENTITLED "PROXY ACCESS FOR SHAREHOLDERS" | Shareholder | Against | For |

ACTAVIS PLC

Security	G0083B108	Meeting Type	Special
Ticker Symbol	ACT	Meeting Date	10-Mar-2015
ISIN	IE00BD1NQJ95	Agenda	934122499 - Management

- | Item | Proposal   | Proposed by | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 1.   | APPROVING THE ISSUANCE OF ORDINARY SHARES PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED NOVEMBER 16, 2014, AMONG ACTAVIS PLC ("ACTAVIS"), AVOCADO ACQUISITION INC. AND ALLERGAN, INC. (THE "ACTAVIS SHARE ISSUANCE PROPOSAL").   | Management  | For  | For                    |
| 2.   | APPROVING ANY MOTION TO ADJOURN THE ACTAVIS EXTRAORDINARY GENERAL MEETING (THE "ACTAVIS EGM"), OR ANY ADJOURNMENTS THEREOF, TO ANOTHER TIME OR PLACE IF NECESSARY OR APPROPRIATE TO, AMONG OTHER THINGS, SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE ACTAVIS EGM TO APPROVE THE ACTAVIS SHARE ISSUANCE PROPOSAL. | Management  | For  | For                    |

ALLERGAN, INC.

Security	018490102	Meeting Type	Special
Ticker Symbol	AGN	Meeting Date	10-Mar-2015
ISIN	US0184901025	Agenda	934122502 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1    | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 16, 2014, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG ACTAVIS PLC, AVOCADO ACQUISITION INC. AND ALLERGAN, INC. (THE | Management  | For  | For                    |

"MERGER PROPOSAL").

TO APPROVE THE ADJOURNMENT OF THE MEETING TO ANOTHER DATE AND PLACE

2	IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL VOTES IN FAVOR OF THE MERGER PROPOSAL.	ManagementFor	For
---	--	---------------	-----

3	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION TO BE PAID TO ALLERGAN'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	ManagementFor	For
---	---	---------------	-----

NATIONAL FUEL GAS COMPANY

Security	636180101	Meeting Type	Annual
Ticker Symbol	NFG	Meeting Date	12-Mar-2015
ISIN	US6361801011	Agenda	934120279 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PHILIP C. ACKERMAN		For	For
	2 STEPHEN E. EWING		For	For
2.	RATIFICATION OF BY-LAW	Management	Against	Against
3.	ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
4.	AMENDMENT AND REAPPROVAL OF THE 2010 EQUITY COMPENSATION PLAN	Management	For	For
5.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015	Management	For	For
6.	A STOCKHOLDER PROPOSAL TO SPIN OFF THE COMPANY'S UTILITY	Shareholder	For	Against
7.	A STOCKHOLDER PROPOSAL TO ADD GENDER IDENTITY AND EXPRESSION TO OUR NON-DISCRIMINATION POLICY	Shareholder	Against	For

THE COOPER COMPANIES, INC.

Security	216648402	Meeting Type	Annual
Ticker Symbol	COO	Meeting Date	16-Mar-2015
ISIN	US2166484020	Agenda	934122829 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: A. THOMAS BENDER	Management	For	For
1B.	ELECTION OF DIRECTOR: MICHAEL H. KALKSTEIN	Management	For	For

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

1C.	ELECTION OF DIRECTOR: JODY S. LINDELL	ManagementFor	For
1D.	ELECTION OF DIRECTOR: GARY S. PETERSMEYER	ManagementFor	For
1E.	ELECTION OF DIRECTOR: STEVEN ROSENBERG	ManagementFor	For
1F.	ELECTION OF DIRECTOR: ALLAN E. RUBENSTEIN, M.D.	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ROBERT S. WEISS	ManagementFor	For
1H.	ELECTION OF DIRECTOR: STANLEY ZINBERG, M.D.	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COOPER COMPANIES, INC. FOR THE FISCAL YEAR ENDING OCTOBER 31, 2015.	ManagementFor	For
3.	AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	ManagementFor	For

THE ADT CORPORATION

Security	00101J106	Meeting Type	Annual
Ticker Symbol	ADT	Meeting Date	17-Mar-2015
ISIN	US00101J1060	Agenda	934121156 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: THOMAS COLLIGAN	ManagementFor		For
1B.	ELECTION OF DIRECTOR: RICHARD DALY	ManagementFor		For
1C.	ELECTION OF DIRECTOR: TIMOTHY DONAHUE	ManagementFor		For
1D.	ELECTION OF DIRECTOR: ROBERT DUTKOWSKY	ManagementFor		For
1E.	ELECTION OF DIRECTOR: BRUCE GORDON	ManagementFor		For
1F.	ELECTION OF DIRECTOR: NAREN GURSAHANEY	ManagementFor		For
1G.	ELECTION OF DIRECTOR: BRIDGETTE HELLER	ManagementFor		For
1H.	ELECTION OF DIRECTOR: KATHLEEN HYLE	ManagementFor		For
1I.	ELECTION OF DIRECTOR: CHRISTOPHER HYLEN	ManagementFor		For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS ADT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	ManagementFor		For
3.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF ADT'S NAMED	ManagementFor		For

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

EXECUTIVE OFFICERS.

EDISON SPA, MILANO

Security	T3552V114	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	26-Mar-2015
ISIN	IT0003152417	Agenda	705844896 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	FINANCIAL STATEMENTS AT 31/12/2014	Management	For	For
2	COVER THE LOSSES BY USING RESERVES	Management	For	For
3	REPORT CONCERNING REMUNERATION POLICIES	Management	For	For
4	DETERMINATION OF THE NUMBER OF DIRECTOR	Management	For	For
5	APPOINTMENT OF THE DIRECTORS	Management	For	For
6	APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS	Management	For	For
	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CMMT CLICKING ON THE-URL LINK:- <a href="https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_233491.PDF">https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_233491.PDF</a>	Non-Voting		

SUNTORY BEVERAGE & FOOD LIMITED

Security	J78186103	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Mar-2015
ISIN	JP3336560002	Agenda	705863783 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Torii, Nobuhiro	Management	For	For
2.2	Appoint a Director Kakimi, Yoshihiko	Management	For	For
2.3	Appoint a Director Kogo, Saburo	Management	For	For
2.4	Appoint a Director Kurihara, Nobuhiro	Management	For	For
2.5	Appoint a Director Tsuchida, Masato	Management	For	For
2.6	Appoint a Director Kamada, Yasuhiko	Management	For	For
2.7	Appoint a Director Hizuka, Shinichiro	Management	For	For
2.8	Appoint a Director Inoue, Yukari	Management	For	For
3	Amend Articles to: Transition to a Company with Supervisory Committee, Adopt Reduction of Liability System for Non-Executive Directors	Management	For	For
4.1	Appoint a Director except as Supervisory Committee Members Torii, Nobuhiro	Management	For	For
4.2	Appoint a Director except as Supervisory Committee Members Kakimi, Yoshihiko	Management	For	For
4.3		Management	For	For



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

	Appoint a Director except as Supervisory Committee Members Kogo, Saburo		
4.4	Appoint a Director except as Supervisory Committee Members Kurihara, Nobuhiro	ManagementFor	For
4.5	Appoint a Director except as Supervisory Committee Members Tsuchida, Masato	ManagementFor	For
4.6	Appoint a Director except as Supervisory Committee Members Kamada, Yasuhiko	ManagementFor	For
4.7	Appoint a Director except as Supervisory Committee Members Hizuka, Shinichiro	ManagementFor	For
4.8	Appoint a Director except as Supervisory Committee Members Inoue, Yukari	ManagementFor	For
5.1	Appoint a Director as Supervisory Committee Members Hattori, Seiichiro	ManagementFor	For
5.2	Appoint a Director as Supervisory Committee Members Uehara, Yukihiro	ManagementFor	For
5.3	Appoint a Director as Supervisory Committee Members Uchida, Harumichi	ManagementFor	For
6	Appoint a Substitute Director as Supervisory Committee Members Amitani, Mitsuhiro	ManagementFor	For
7	Amend the Compensation to be received by Directors except as Supervisory Committee Members	ManagementFor	For
8	Amend the Compensation to be received by Directors as Supervisory Committee Members	ManagementFor	For

HALLIBURTON COMPANY

Security	406216101	Meeting Type	Special
Ticker Symbol	HAL	Meeting Date	27-Mar-2015
ISIN	US4062161017	Agenda	934128073 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	PROPOSAL APPROVING THE ISSUANCE OF SHARES OF HALLIBURTON COMMON STOCK AS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME), DATED AS OF NOVEMBER 16, 2014, AMONG HALLIBURTON COMPANY, RED TIGER LLC AND BAKER HUGHES INCORPORATED.	ManagementFor		For
2.	PROPOSAL ADJOURNING THE SPECIAL MEETING, IF NECESSARY OR ADVISABLE, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ISSUANCE OF SHARES DESCRIBED IN THE FOREGOING PROPOSAL.	ManagementFor		For

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

IBERDROLA SA

Security 450737101

Ticker Symbol IBDRY

ISIN US4507371015

Meeting Type Annual  
 Meeting Date 27-Mar-2015  
 Agenda 934129760 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
2	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
3	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
4	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
5	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
6A	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
6B	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
7A	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
7B	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED	Management	For	

7C	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
7D	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
7E	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
7F	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
7G	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
7H	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
8A	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
8B	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
8C	<p>ON FOR THE GENERAL SHAREHOLDERS' MEETING PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED</p>	ManagementFor
8D	<p>PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS'</p>	ManagementFor

- MEETING  
PLEASE SEE THE ENCLOSED AGENDA FOR  
INFORMATION ON THE ITEMS TO BE  
9A VOTED ManagementFor  
ON FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA FOR  
INFORMATION ON THE ITEMS TO BE  
9B VOTED ManagementFor  
ON FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA FOR  
INFORMATION ON THE ITEMS TO BE  
9C VOTED ManagementFor  
ON FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA FOR  
INFORMATION ON THE ITEMS TO BE  
9D VOTED ManagementFor  
ON FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA FOR  
INFORMATION ON THE ITEMS TO BE  
10 VOTED ManagementFor  
ON FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA FOR  
INFORMATION ON THE ITEMS TO BE  
11 VOTED ManagementFor  
ON FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA FOR  
INFORMATION ON THE ITEMS TO BE  
12 VOTED ManagementFor  
ON FOR THE GENERAL SHAREHOLDERS'  
MEETING

KOREA ELECTRIC POWER CORPORATION

Security	500631106	Meeting Type	Annual
Ticker Symbol	KEP	Meeting Date	31-Mar-2015
ISIN	US5006311063	Agenda	934149483 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
4.1	APPROVAL OF FINANCIAL STATEMENTS FOR THE 54TH FISCAL YEAR	Management	For	For
4.2	APPROVAL OF THE CEILING AMOUNT OF REMUNERATION FOR DIRECTORS IN 2015	Management	For	For
4.3	ELECTION OF A STANDING DIRECTOR: MR. CHANG, JAE-WON	Management	For	For

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

4.4	APPOINTMENT OF A NON-STANDING DIRECTOR AS A MEMBER OF THE AUDIT COMMITTEE: MR. SUNG, TAE-HYUN SULZER AG, WINTERTHUR	Management	For
Security	H83580284	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	01-Apr-2015
ISIN	CH0038388911	Agenda	705872631 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE REQUESTS-ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE REGISTRATION OF SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT FOR MEETINGS OF THIS TYPE THAT THE SHARES ARE REGISTERED AND MOVED TO A REGISTERED LOCATION AT THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTE CMMT INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE TRADING OF SHARES, ANY THAT ARE REGISTERED MUST BE FIRST DEREGISTERED IF REQUIRED FOR SETTLEMENT. DEREGISTRATION CAN AFFECT THE VOTING RIGHTS OF THOSE SHARES. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE			
	ANNUAL REPORT, ANNUAL ACCOUNTS AND CONSOLIDATED FINANCIAL STATEMENTS 2014, REPORTS OF THE AUDITORS	Non-Voting		
1.1	ADVISORY VOTE ON THE COMPENSATION REPORT 2014	Management	No Action	
1.2	APPROPRIATION OF NET PROFITS: DIVIDENDS OF 3.50 CHF PER SHARE	Management	No Action	
2	DISCHARGE OF THE BOARD OF DIRECTORS AND THE GROUP MANAGEMENT	Management	No Action	
3	REVISION OF THE ARTICLES OF ASSOCIATION (AMENDMENTS DUE TO	Management	No Action	
4		Management	No Action	

	CHANGES OF SWISS CORPORATE LAW)	
	APPROVAL OF THE MAXIMUM	
5.1	AGGREGATE AMOUNT OF COMPENSATION OF THE BOARD OF DIRECTORS	ManagementNo Action
	APPROVAL OF THE MAXIMUM	
5.2	AGGREGATE AMOUNT OF COMPENSATION OF THE EXECUTIVE COMMITTEE	ManagementNo Action
6.1	RE-ELECTION OF MR. PETER LOESCHER AS MEMBER AND CHAIRMAN OF THE BOARD OF DIRECTORS	ManagementNo Action
6.2.1	RE-ELECTION OF MR. MATTHIAS BICHSEL AS MEMBER OF THE BOARD OF DIRECTORS	ManagementNo Action
6.2.2	RE-ELECTION OF MR. THOMAS GLANZMANN AS MEMBER OF THE BOARD OF DIRECTORS	ManagementNo Action
6.2.3	RE-ELECTION OF MRS. JILL LEE AS MEMBER OF THE BOARD OF DIRECTORS	ManagementNo Action
6.2.4	RE-ELECTION OF MR. MARCO MUSETTI AS MEMBER OF THE BOARD OF DIRECTORS	ManagementNo Action
6.2.5	RE-ELECTION OF MR. KLAUS STURANY AS MEMBER OF THE BOARD OF DIRECTORS	ManagementNo Action
6.3	ELECTION OF MR. GERHARD ROISS AS NEW MEMBER OF THE BOARD OF DIRECTORS	ManagementNo Action
7.1.1	RE-ELECTION OF MR. THOMAS GLANZMANN AS MEMBER OF THE REMUNERATION COMMITTEE	ManagementNo Action
7.1.2	RE-ELECTION OF MR. MARCO MUSETTI AS MEMBER OF THE REMUNERATION COMMITTEE	ManagementNo Action
7.2	ELECTION OF MRS. JILL LEE AS NEW MEMBER OF THE REMUNERATION COMMITTEE	ManagementNo Action
8	RE-ELECTION OF THE AUDITORS: KPMG AG, ZURICH	ManagementNo Action
9	RE-ELECTION OF THE INDEPENDENT PROXY: PROXY VOTING SERVICES GMBH, ZURICH	ManagementNo Action
CMMT	09 MAR 2015: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF DIVIDEND AM-OUNT IN RESOLUTION 2. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO	Non-Voting

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

NOT VO-TE AGAIN UNLESS YOU DECIDE  
TO  
AMEND YOUR ORIGINAL INSTRUCTIONS.  
THANK YOU.

SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Security	806857108	Meeting Type	Annual
Ticker Symbol	SLB	Meeting Date	08-Apr-2015
ISIN	AN8068571086	Agenda	934127348 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PETER L.S. CURRIE	Management	For	For
1B.	ELECTION OF DIRECTOR: K. VAMAN KAMATH	Management	For	For
1C.	ELECTION OF DIRECTOR: V. MAUREEN KEMPSTON DARKES	Management	For	For
1D.	ELECTION OF DIRECTOR: PAAL KIBSGAARD	Management	For	For
1E.	ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Management	For	For
1G.	ELECTION OF DIRECTOR: INDRA K. NOOYI	Management	For	For
1H.	ELECTION OF DIRECTOR: LUBNA S. OLAYAN	Management	For	For
1I.	ELECTION OF DIRECTOR: LEO RAFAEL REIF	Management	For	For
1J.	ELECTION OF DIRECTOR: TORE I. SANDVOLD	Management	For	For
1K.	ELECTION OF DIRECTOR: HENRI SEYDOUX	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
3.	TO APPROVE THE COMPANY'S 2014 FINANCIAL STATEMENTS AND THE BOARD'S 2014 DECLARATIONS OF DIVIDENDS.	Management	For	For
4.	TO APPROVE THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For

H.B. FULLER COMPANY

Security	359694106	Meeting Type	Annual
Ticker Symbol	FUL	Meeting Date	09-Apr-2015
ISIN	US3596941068	Agenda	934127021 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

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

1.	DIRECTOR	Management		
	1 THOMAS W. HANDLEY		For	For
	2 MARIA TERESA HILADO		For	For
	3 ANN W.H. SIMONDS		For	For

2.	A NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS DISCLOSED IN THE ATTACHED PROXY STATEMENT. THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS H.B. FULLER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING NOVEMBER 28, 2015.	Management	For	For
3.		Management	For	For

THE BANK OF NEW YORK MELLON CORPORATION

Security	064058100	Meeting Type	Annual
Ticker Symbol	BK	Meeting Date	14-Apr-2015
ISIN	US0640581007	Agenda	934146590 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: NICHOLAS M. DONOFRIO	Management	For	For
1B.	ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA	Management	For	For
1C.	ELECTION OF DIRECTOR: EDWARD P. GARDEN	Management	For	For
1D.	ELECTION OF DIRECTOR: JEFFREY A. GOLDSTEIN	Management	For	For
1E.	ELECTION OF DIRECTOR: GERALD L. HASSELL	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN M. HINSHAW	Management	For	For
1G.	ELECTION OF DIRECTOR: EDMUND F. KELLY	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD J. KOGAN	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN A. LUKE, JR.	Management	For	For
1J.	ELECTION OF DIRECTOR: MARK A. NORDENBERG	Management	For	For
1K.	ELECTION OF DIRECTOR: CATHERINE A. REIN	Management	For	For
1L.	ELECTION OF DIRECTOR: WILLIAM C. RICHARDSON	Management	For	For
1M.	ELECTION OF DIRECTOR: SAMUEL C. SCOTT III	Management	For	For
1N.	ELECTION OF DIRECTOR: WESLEY W. VON SCHACK	Management	For	For
2.		Management	For	For



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

ADVISORY RESOLUTION TO APPROVE THE  
2014 COMPENSATION OF OUR NAMED  
EXECUTIVE OFFICERS.

3. RATIFICATION OF KPMG LLP AS OUR  
INDEPENDENT AUDITOR FOR 2015.  
BELGACOM SA DE DROIT PUBLIC, BRUXELLES

Security B10414116

Ticker Symbol

ISIN BE0003810273

Management For

For

Meeting Type

ExtraOrdinary  
General Meeting

Meeting Date

15-Apr-2015

Agenda

705892998 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

IMPORTANT MARKET PROCESSING  
REQUIREMENT: A BENEFICIAL OWNER  
SIGNED POWER OF-ATTORNEY (POA) MAY  
BE REQUIRED IN ORDER TO LODGE AND  
EXECUTE YOUR VOTING-INSTRUCTIONS

CMMT IN

Non-Voting

THIS MARKET. ABSENCE OF A POA, MAY  
CAUSE YOUR INSTRUCTIONS TO-BE  
REJECTED. IF YOU HAVE ANY QUESTIONS,  
PLEASE CONTACT YOUR CLIENT SERVICE-  
REPRESENTATIVE

MARKET RULES REQUIRE DISCLOSURE OF  
BENEFICIAL OWNER INFORMATION FOR  
ALL

VOTED-ACCOUNTS. IF AN ACCOUNT HAS  
MULTIPLE BENEFICIAL OWNERS, YOU  
WILL

CMMT NEED TO-PROVIDE THE BREAKDOWN OF  
EACH BENEFICIAL OWNER NAME,  
ADDRESS

Non-Voting

AND SHARE-POSITION TO YOUR CLIENT  
SERVICE REPRESENTATIVE. THIS  
INFORMATION IS REQUIRED-IN ORDER  
FOR

YOUR VOTE TO BE LODGED

1 CHANGE COMPANY NAME TO PROXIMUS

Management No Action

2A AMEND ARTICLE 1 RE: REFLECT NEW  
COMPANY NAME

Management No Action

2B AMEND ARTICLE 17.4 RE: REFLECT NEW  
COMPANY NAME

Management No Action

3A AUTHORIZE COORDINATION OF ARTICLES  
MAKE COORDINATE VERSION OF BYLAWS

Management No Action

3B AVAILABLE TO SHAREHOLDERS

Management No Action

BELGACOM SA DE DROIT PUBLIC, BRUXELLES

Security B10414116

Ticker Symbol

Meeting Type

Annual General  
Meeting

Meeting Date

15-Apr-2015

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

ISIN	BE0003810273	Agenda	705901482 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF AT-TORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTIONS			
CMMT	IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE		Non-Voting	
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE POSITION TO-YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED IN ORDER FOR-YOUR VOTE TO BE LODGED		Non-Voting	
1	EXAMINATION OF THE ANNUAL REPORTS OF THE BOARD OF DIRECTORS OF BELGACOM SA UNDER PUBLIC LAW WITH REGARD TO THE ANNUAL ACCOUNTS AND THE CONSOLIDATED ANNUAL ACCOUNTS AT 31 DECEMBER 2014		Non-Voting	
2	EXAMINATION OF THE REPORTS OF THE BOARD OF AUDITORS OF BELGACOM SA UNDER PUBLIC LAW WITH REGARD TO THE ANNUAL ACCOUNTS AND OF THE INDEPENDENT AUDITORS WITH-REGARD TO THE CONSOLIDATED ANNUAL ACCOUNTS AT 31 DECEMBER 2014		Non-Voting	
3	EXAMINATION OF THE INFORMATION PROVIDED BY THE JOINT COMMITTEE		Non-Voting	
4			Non-Voting	

EXAMINATION OF THE CONSOLIDATED  
ANNUAL ACCOUNTS AT 31 DECEMBER  
2014

APPROVAL OF THE ANNUAL ACCOUNTS  
OF  
BELGACOM SA UNDER PUBLIC LAW AT 31  
DECEMBER 2014: MOTION FOR A  
RESOLUTION: APPROVAL OF THE ANNUAL  
ACCOUNTS WITH REGARD TO THE  
FINANCIAL YEAR CLOSED ON 31  
DECEMBER

- |    |   |                     |
|----|---|---------------------|
| 5  | 2014, INCLUDING THE FOLLOWING<br>ALLOCATION OF THE RESULTS : (AS<br>SPECIFIED) FOR 2014, THE GROSS<br>DIVIDEND AMOUNTS TO EUR 1.50 PER<br>SHARE, ENTITLING SHAREHOLDERS TO A<br>DIVIDEND NET OF WITHHOLDING TAX OF<br>EUR 1.125 PER SHARE, OF WHICH AN<br>INTERIM DIVIDEND OF EUR 0.50 (EUR 0.375<br>PER SHARE NET OF WITHHOLDING TAX)<br>WAS ALREADY PAID OUT ON 12<br>DECEMBER<br>2014; THIS MEANS THAT A GROSS<br>DIVIDEND<br>OF EUR 1.00 PER SHARE (EUR 0.75 PER<br>SHARE NET OF WITHHOLDING TAX) WILL<br>BE<br>PAID ON 24 APRIL 2015. THE EX-DIVIDEND<br>DATE IS FIXED ON 22 APRIL 2015, THE<br>RECORD DATE IS 23 APRIL 2015 | ManagementNo Action |
| 6  | APPROVAL OF THE REMUNERATION<br>REPORT<br>GRANTING OF A DISCHARGE TO THE<br>MEMBERS OF THE BOARD OF DIRECTORS   | ManagementNo Action |
| 7  | FOR THE EXERCISE OF THEIR MANDATE<br>DURING THE FINANCIAL YEAR CLOSED ON<br>31 DECEMBER 2014<br>GRANTING OF A SPECIAL DISCHARGE TO<br>MR. P-A. DE SMEDT AND MR. O.G. SHAFFER  | ManagementNo Action |
| 8  | FOR THE EXERCISE OF THEIR MANDATE<br>WHICH ENDED ON 16 APRIL 2014<br>POSTPONING THE VOTE ON THE<br>DISCHARGE OF MR. DIDIER BELLENS FOR<br>THE EXECUTION OF HIS MANDATE AS   | ManagementNo Action |
| 9  | DIRECTOR DURING FINANCIAL YEAR 2013<br>(UNTIL HIS REVOCATION ON 15<br>NOVEMBER<br>2013) UNTIL A DECISION HAS BEEN TAKEN<br>IN THE PENDING LAW SUITS   | ManagementNo Action |
| 10 | GRANTING OF A DISCHARGE TO THE<br>MEMBERS OF THE BOARD OF AUDITORS  | ManagementNo Action |

11	FOR THE EXERCISE OF THEIR MANDATE DURING THE FINANCIAL YEAR CLOSED ON 31 DECEMBER 2014 GRANTING OF A DISCHARGE TO THE INDEPENDENT AUDITORS DELOITTE STATUTORY AUDITORS SC SFD SCRL, REPRESENTED BY MR. G. VERSTRAETEN AND MR. N. HOUTHAEVE, FOR THE EXERCISE OF THEIR MANDATE DURING THE FINANCIAL YEAR CLOSED ON 31 DECEMBER 2014	ManagementNo Action		
12	TO APPOINT MR. MARTIN DE PRYCKER UPON NOMINATION BY THE BOARD OF DIRECTORS UPON RECOMMENDATION BY THE NOMINATION AND REMUNERATION COMMITTEE, AS BOARD MEMBERS FOR A PERIOD WHICH WILL EXPIRE AT THE ANNUAL GENERAL MEETING OF 2019	ManagementNo Action		
13	THE ANNUAL GENERAL MEETING TAKES NOTE OF THE DECISION OF THE "COUR DES COMPTES-" TAKEN ON 4 MARCH 2015, TO APPOINT MR. JAN DEBUCQUOY AS MEMBER OF THE BOARD O-F AUDITORS OF BELGACOM SA OF PUBLIC LAW AS OF 1 APRIL 2015, IN REPLACEMENT OF-MR. ROMAIN LESAGE WHOSE MANDATE ENDS ON 31 MARCH 2015	Non-Voting		
14	MISCELLANEOUS KAMAN CORPORATION	Non-Voting		
	Security 483548103		Meeting Type	Annual
	Ticker Symbol KAMN		Meeting Date	15-Apr-2015
	ISIN US4835481031		Agenda	934128934 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 E. REEVES CALLAWAY III		For	For
	2 KAREN M. GARRISON		For	For
	3 A. WILLIAM HIGGINS		For	For
2	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED	Management	For	For

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

PUBLIC ACCOUNTING FIRM.  
WADDELL & REED FINANCIAL, INC.

Security	930059100	Meeting Type	Annual
Ticker Symbol	WDR	Meeting Date	15-Apr-2015
ISIN	US9300591008	Agenda	934134646 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 THOMAS C. GODLASKY		For	For
	2 DENNIS E. LOGUE		For	For
	3 MICHAEL F. MORRISSEY		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2015.	Management	For	For

NESTLE SA, CHAM UND VEVEY

Security	H57312649	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	16-Apr-2015
ISIN	CH0038863350	Agenda	705899651 - Management

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

	AFFECT THE VOTING RIGHTS OF THOSE SHARES. IF YOU HAVE CONCERNS REGARDI-NG YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS OF NESTLE S.A. AND THE CONSOLIDATED FINANCIAL STATEMENTS OF THE NESTLE GROUP FOR 2014	ManagementNo Action
1.1		
1.2	ACCEPTANCE OF THE COMPENSATION REPORT 2014 (ADVISORY VOTE)	ManagementNo Action
2	DISCHARGE TO THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT	ManagementNo Action
3	APPROPRIATION OF PROFIT RESULTING FROM THE BALANCE SHEET OF NESTLE S.A. (PROPOSED DIVIDEND) FOR THE FINANCIAL YEAR 2014	ManagementNo Action
4.1.1	RE-ELECTION TO THE BOARD OF DIRECTORS: MR PETER BRABECK-LETMATHE	ManagementNo Action
4.1.2	RE-ELECTION TO THE BOARD OF DIRECTORS: MR PAUL BULCKE	ManagementNo Action
4.1.3	RE-ELECTION TO THE BOARD OF DIRECTORS: MR ANDREAS KOOPMANN	ManagementNo Action
4.1.4	RE-ELECTION TO THE BOARD OF DIRECTORS: MR BEAT HESS	ManagementNo Action
4.1.5	RE-ELECTION TO THE BOARD OF DIRECTORS: MR DANIEL BOREL	ManagementNo Action
4.1.6	RE-ELECTION TO THE BOARD OF DIRECTORS: MR STEVEN G. HOCH	ManagementNo Action
4.1.7	RE-ELECTION TO THE BOARD OF DIRECTORS: MS NAINA LAL KIDWAI	ManagementNo Action
4.1.8	RE-ELECTION TO THE BOARD OF DIRECTORS: MR JEAN-PIERRE ROTH	ManagementNo Action
4.1.9	RE-ELECTION TO THE BOARD OF DIRECTORS: MS ANN M. VENEMAN	ManagementNo Action
41.10	RE-ELECTION TO THE BOARD OF DIRECTORS: MR HENRI DE CASTRIES	ManagementNo Action
41.11	RE-ELECTION TO THE BOARD OF DIRECTORS: MS EVA CHENG	ManagementNo Action
4.2.1	ELECTION TO THE BOARD OF DIRECTORS: MS RUTH KHASAYA ONIANG'O	ManagementNo Action
4.2.2	ELECTION TO THE BOARD OF DIRECTORS: MR PATRICK AEBISCHER	ManagementNo Action
4.2.3	ELECTION TO THE BOARD OF DIRECTORS: MR RENATO FASSBIND	ManagementNo Action
4.3	ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS: MR PETER	ManagementNo Action

	BRABECK-LETMATHE	
	ELECTION OF MEMBER OF THE	
4.4.1	COMPENSATION COMMITTEE: MR BEAT HESS	ManagementNo Action
	ELECTION OF MEMBER OF THE	
4.4.2	COMPENSATION COMMITTEE: MR DANIEL BOREL	ManagementNo Action
	ELECTION OF MEMBER OF THE	
4.4.3	COMPENSATION COMMITTEE: MR ANDREAS KOOPMANN	ManagementNo Action
	ELECTION OF MEMBER OF THE	
4.4.4	COMPENSATION COMMITTEE: MR JEAN-PIERRE ROTH	ManagementNo Action
	ELECTION OF THE STATUTORY AUDITOR:	
4.5	KPMG SA, GENEVA BRANCH	ManagementNo Action
	ELECTION OF THE INDEPENDENT	
4.6	REPRESENTATIVE: HARTMANN DREYER, ATTORNEYS-AT-LAW	ManagementNo Action
	APPROVAL OF COMPENSATION: TOTAL	
5.1	COMPENSATION OF THE BOARD OF DIRECTORS	ManagementNo Action
	APPROVAL OF COMPENSATION: TOTAL	
5.2	COMPENSATION OF THE EXECUTIVE BOARD	ManagementNo Action
	CAPITAL REDUCTION (BY CANCELLATION	
6	OF SHARES)	ManagementNo Action
	IN THE EVENT OF A NEW OR MODIFIED	
	PROPOSAL BY A SHAREHOLDER DURING	
	THE GENERAL MEETING, I INSTRUCT THE	
	INDEPENDENT REPRESENTATIVE TO VOTE	
	FOR THE PROPOSAL MADE BY THE BOARD	
7	OF DIRECTORS (IN RESPONSE TO SUCH	ManagementNo Action
	SHAREHOLDER'S PROPOSAL): (YES=IN	
	ACCORDANCE WITH THE PROPOSAL OF	
	THE	
	BOARD OF DIRECTORS, NO=AGAINST THE	
	PROPOSAL OF THE BOARD OF DIRECTORS,	
	ABSTAIN=ABSTENTION)	
CMMT	IMPORTANT: WITHOUT SPECIFIC	Non-Voting
	INSTRUCTIONS ON HOW TO VOTE	
	REGARDING ONE OR SEVER-AL ITEMS	
	LISTED ABOVE, I HEREWITH INSTRUCT	
	THE	
	INDEPENDENT REPRESENTATIVE TO	
	V-OTE	
	IN FAVOUR OF THE PROPOSALS OF THE	
	BOARD OF DIRECTORS WITH REGARD TO	
	THE IT-EMS LISTED ON THE AGENDA AND	
	WITH REGARD TO ANY NEW OR MODIFIED	

## PROPOSAL DURIN-G THE GENERAL MEETING.

31 MAR 2015: IMPORTANT CLARIFICATION ON ITEM 7: INVESTORS WHO WANT TO VOTE

CMMT AGA-INST NEW PROPOSALS INTRODUCED BY SHAREHOLDERS AT THE MEETING SHOULD, ON NESTLE-'S PROXY FORM, EITHER MARK THE FIRST BOX AND VOTE FOR THE PROPOSALS FROM THE B-OARD (WHICH WILL ALWAYS REJECT SUCH NEW PROPOSALS), OR ABSTAIN

Non-Voting

PARMALAT SPA, COLLECCHIO

Security	T7S73M107	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	16-Apr-2015
ISIN	IT0003826473	Agenda	705941397 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

CMMT PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 437545 DUE TO

ADDITION OF-RESOLUTIONS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AN-D YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.

Non-Voting

1 APPROVAL OF THE BALANCE SHEET AS OF 31 DECEMBER 2014

ManagementFor

For

2 PROFIT ALLOCATION  
3 REWARDING REPORT: REWARDING POLICY,

ManagementFor

For

4 RESOLUTIONS RELATED THERETO  
5 TO INCREASE FROM 7 TO 8 THE NUMBER

ManagementFor

For

OF DIRECTORS

5 TO APPOINT MR. YVON GUERIN AS DIRECTOR

ManagementFor

For

PARMALAT SPA, COLLECCHIO

Security	70175R102	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	16-Apr-2015
ISIN	US70175R1023	Agenda	706002425 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

1 APPROVE THE FINANCIAL STATEMENTS AT

ManagementFor

For



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

	DECEMBER 31, 2014		
2	THE APPROPRIATION OF THE YEAR'S NET PROFIT CAST A FAVORABLE CONSULTATIVE VOTE ON THE NON-BINDING RESOLUTION CONCERNING THE COMPENSATION POLICY	ManagementFor	For
3	OF DIRECTORS, AS SET FORTH IN SECTION I OF THE REPORT INCREASE FROM 7 TO 8 THE NUMBER OF DIRECTORS SERVING ON THE BOARD OF DIRECTORS	ManagementFor	For
4	ELECT TO THE BOARD OF DIRECTORS THE GENERAL MANAGER YVON GUERIN, BORN IN FOUGERES (FRANCE) ON MAY 17, 1965, WHO SHALL SERVE IN THIS CAPACITY UNTIL		
5	THE EXPIRATION OF THE TERM OF OFFICE OF THE BOARD OF DIRECTORS, I.E., UNTIL THE SHAREHOLDERS' MEETING CONVENED TO APPROVE THE FINANCIAL STATEMENTS AT DECEMBER 31, 2016	ManagementFor	For
6	POSSIBLE DERIVATIVE ACTION: VOTE FOR DERIVATIVE ACTION AGAINST DIRECTORS IN CASE IT WOULD BE PROPOSED BY SOME SHAREHOLDERS PURSUANT ART. 2393, SUBSECTION 2, OF ITALIAN CIVIL CODE UPON DISCUSSION OF THE ANNUAL FINANCIAL STATEMENTS	ManagementFor	For

TEXAS INSTRUMENTS INCORPORATED

Security	882508104	Meeting Type	Annual
Ticker Symbol	TXN	Meeting Date	16-Apr-2015
ISIN	US8825081040	Agenda	934128869 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R.W. BABB, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: M.A. BLINN	Management	For	For
1C.	ELECTION OF DIRECTOR: D.A. CARP	Management	For	For
1D.	ELECTION OF DIRECTOR: C.S. COX	Management	For	For
1E.	ELECTION OF DIRECTOR: R. KIRK	Management	For	For
1F.	ELECTION OF DIRECTOR: P.H. PATSLEY	Management	For	For
1G.	ELECTION OF DIRECTOR: R.E. SANCHEZ	Management	For	For
1H.	ELECTION OF DIRECTOR: W.R. SANDERS	Management	For	For
1I.	ELECTION OF DIRECTOR: R.J. SIMMONS	Management	For	For

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

1J.	ELECTION OF DIRECTOR: R.K. TEMPLETON	ManagementFor	For
1K.	ELECTION OF DIRECTOR: C.T. WHITMAN	ManagementFor	For
2.	BOARD PROPOSAL REGARDING ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	BOARD PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For

HUMANA INC.

Security	444859102	Meeting Type	Annual
Ticker Symbol	HUM	Meeting Date	16-Apr-2015
ISIN	US4448591028	Agenda	934132387 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: KURT J. HILZINGER	Management	For	For
1B)	ELECTION OF DIRECTOR: BRUCE D. BROUSSARD	Management	For	For
1C)	ELECTION OF DIRECTOR: FRANK A. D'AMELIO	Management	For	For
1D)	ELECTION OF DIRECTOR: W. ROY DUNBAR	Management	For	For
1E)	ELECTION OF DIRECTOR: DAVID A. JONES, JR.	Management	For	For
1F)	ELECTION OF DIRECTOR: WILLIAM J. MCDONALD	Management	For	For
1G)	ELECTION OF DIRECTOR: WILLIAM E. MITCHELL	Management	For	For
1H)	ELECTION OF DIRECTOR: DAVID B. NASH, M.D.	Management	For	For
1I)	ELECTION OF DIRECTOR: JAMES J. O'BRIEN	Management	For	For
1J)	ELECTION OF DIRECTOR: MARISSA T. PETERSON	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. THE APPROVAL OF THE COMPENSATION OF	Management	For	For
3.	THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE 2015 PROXY STATEMENT.	Management	For	For

STANLEY BLACK & DECKER, INC.

Security	854502101	Meeting Type	Annual
Ticker Symbol	SWK	Meeting Date	16-Apr-2015
ISIN	US8545021011	Agenda	934132399 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 ANDREA J. AYERS		For	For
	2 GEORGE W. BUCKLEY		For	For
	3 PATRICK D. CAMPBELL		For	For
	4 CARLOS M. CARDOSO		For	For
	5 ROBERT B. COUTTS		For	For
	6 DEBRA A. CREW		For	For
	7 BENJAMIN H. GRISWOLD IV		For	For
	8 ANTHONY LUISO		For	For
	9 JOHN F. LUNDGREN		For	For
	10 MARIANNE M. PARRS		For	For
	11 ROBERT L. RYAN		For	For
2	APPROVE THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE COMPANY'S 2015 FISCAL YEAR.	Management	For	For
3	APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
	BP P.L.C.			
	Security 055622104		Meeting Type	Annual
	Ticker Symbol BP		Meeting Date	16-Apr-2015
	ISIN US0556221044		Agenda	934134153 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS.	Management	For	For
2.	TO RECEIVE AND APPROVE THE DIRECTORS' REMUNERATION REPORT.	Management	For	For
3.	TO RE-ELECT MR R W DUDLEY AS A DIRECTOR.	Management	For	For
4.	TO RE-ELECT DR B GILVARY AS A DIRECTOR.	Management	For	For
5.	TO RE-ELECT MR P M ANDERSON AS A DIRECTOR.	Management	For	For
6.	TO ELECT MR A BOECKMANN AS A DIRECTOR.	Management	For	For
7.	TO RE-ELECT ADMIRAL F L BOWMAN AS A DIRECTOR.	Management	For	For
8.	TO RE-ELECT MR A BURGMANS AS A DIRECTOR.	Management	For	For
9.	TO RE-ELECT MRS C B CARROLL AS A DIRECTOR.	Management	For	For
10.	TO RE-ELECT MR I E L DAVIS AS A DIRECTOR.	Management	For	For

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

11.	TO RE-ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	ManagementFor	For
12.	TO RE-ELECT MR B R NELSON AS A DIRECTOR.	ManagementFor	For
13.	TO RE-ELECT MR F P NHLEKO AS A DIRECTOR.	ManagementFor	For
14.	TO RE-ELECT MR A B SHILSTON AS A DIRECTOR.	ManagementFor	For
15.	TO RE-ELECT MR C-H SVANBERG AS A DIRECTOR.	ManagementFor	For
16.	TO RE-APPOINT ERNST & YOUNG LLP AS AUDITORS AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	ManagementFor	For
17.	TO AUTHORIZE THE RENEWAL OF THE SCRIP DIVIDEND PROGRAMME.	Management Abstain	Against
18.	TO APPROVE THE BP SHARE AWARD PLAN 2015 FOR EMPLOYEES BELOW THE BOARD.	Management Abstain	Against
19.	TO GIVE LIMITED AUTHORITY TO MAKE POLITICAL DONATIONS AND INCUR POLITICAL EXPENDITURE.	Management Abstain	Against
20.	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT.	Management Abstain	Against
21.	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	Management Abstain	Against
22.	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY.	Management Abstain	Against
23.	SPECIAL RESOLUTION: TO ADOPT NEW ARTICLES OF ASSOCIATION.	Management Abstain	Against
24.	SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS.	Management Against	Against
25.	SPECIAL RESOLUTION: TO DIRECT THE COMPANY TO PROVIDE FURTHER INFORMATION ON THE LOW CARBON TRANSITION.	Management Abstain	Against

BOYD GAMING CORPORATION

Security	103304101	Meeting Type	Annual
Ticker Symbol	BYD	Meeting Date	16-Apr-2015
ISIN	US1033041013	Agenda	934141499 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		

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

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

TO RATIFY THE APPOINTMENT OF DELOITTE

2.	& TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For
----	--	---------------	-----

NESTLE S.A.

Security	641069406	Meeting Type	Annual
Ticker Symbol	NSRGY	Meeting Date	16-Apr-2015
ISIN	US6410694060	Agenda	934149267 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS OF NESTLE S.A. AND THE CONSOLIDATED FINANCIAL STATEMENTS OF THE NESTLE GROUP FOR 2014	Management	For	For
1B.	ACCEPTANCE OF THE COMPENSATION REPORT 2014 (ADVISORY VOTE)	Management	For	For
2.	DISCHARGE TO THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT	Management	For	For
3.	APPROPRIATION OF PROFIT RESULTING FROM THE BALANCE SHEET OF NESTLE S.A. (PROPOSED DIVIDEND) FOR THE FINANCIAL YEAR 2014	Management	For	For
4AA	RE-ELECTION OF DIRECTOR: MR PETER BRABECK-LETMATHE	Management	For	For
4AB	RE-ELECTION OF DIRECTOR: MR PAUL BULCKE	Management	For	For
4AC	RE-ELECTION OF DIRECTOR: MR ANDREAS KOOPMANN	Management	For	For
4AD	RE-ELECTION OF DIRECTOR: MR BEAT HESS	Management	For	For
4AE	RE-ELECTION OF DIRECTOR: MR DANIEL BOREL	Management	For	For

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

4AF	RE-ELECTION OF DIRECTOR: MR STEVEN G. HOCH	ManagementFor	For
4AG	RE-ELECTION OF DIRECTOR: MS NAINA LAL KIDWAI	ManagementFor	For
4AH	RE-ELECTION OF DIRECTOR: MR JEAN-PIERRE ROTH	ManagementFor	For
4AI	RE-ELECTION OF DIRECTOR: MS ANN M. VENEMAN	ManagementFor	For
4AJ	RE-ELECTION OF DIRECTOR: MR HENRI DE CASTRIES	ManagementFor	For
4AK	RE-ELECTION OF DIRECTOR: MS EVA CHENG	ManagementFor	For
4B1	ELECTION OF DIRECTOR: MS RUTH KHASAYA ONIANG'O	ManagementFor	For
4B2	ELECTION OF DIRECTOR: MR PATRICK AEBISCHER	ManagementFor	For
4B3	ELECTION OF DIRECTOR: MR RENATO FASSBIND	ManagementFor	For
4C.	ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS MR PETER BRABECK-LETMATHE	ManagementFor	For
4D1	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR BEAT HESS	ManagementFor	For
4D2	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR DANIEL BOREL	ManagementFor	For
4D3	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR ANDREAS KOOPMANN	ManagementFor	For
4D4	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR JEAN-PIERRE ROTH	ManagementFor	For
4E.	ELECTION OF THE STATUTORY AUDITORS KPMG SA, GENEVA BRANCH	ManagementFor	For
4F.	ELECTION OF THE INDEPENDENT REPRESENTATIVE HARTMANN DREYER ATTORNEYS-AT-LAW	ManagementFor	For
5A.	APPROVAL OF THE COMPENSATION OF THE BOARD OF DIRECTORS	ManagementFor	For
5B.	APPROVAL OF THE COMPENSATION OF THE EXECUTIVE BOARD	ManagementFor	For
6.	CAPITAL REDUCTION (BY CANCELLATION OF SHARES)	ManagementFor	For
7.		Management Abstain	Against

IN THE EVENT OF A NEW OR MODIFIED PROPOSAL BY A SHAREHOLDER DURING THE GENERAL MEETING, I INSTRUCT THE INDEPENDENT REPRESENTATIVE TO VOTE ACCORDING TO THE FOLLOWING INSTRUCTION: "FOR" = VOTE IN ACCORDANCE WITH THE PROPOSAL OF THE BOARD OF DIRECTORS; "AGAINST" = VOTE AGAINST THE PROPOSAL OF THE BOARD OF DIRECTORS; "ABSTAIN" = ABSTAIN

VIVENDI SA, PARIS

Security F97982106

Ticker Symbol

ISIN FR0000127771

Meeting Type

Meeting Date

Agenda

MIX

17-Apr-2015

705935887 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
	<p>31 MAR 2015: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAI-LABLE BY CLICKING ON THE MATERIAL URL LINK: <a href="http://www.journal-officiel.gouv.fr/pdf/2015/0327/201503271500796.pdf">http://www.journal-officiel.gouv.fr/pdf/2015/0327/201503271500796.pdf</a>. THIS IS</p>			
CMMT	<p>A REVISION DUE TO MODIFICATION OF-THE COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES FOR MID: 449173, PLEASE D-O NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK-YOU.</p>		Non-Voting	
CMMT	<p>REGISTE-RED INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT Y-OUR CLIENT REPRESENTATIVE.</p>		Non-Voting	
CMMT			Non-Voting	

PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE

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

O.1	APPROVAL OF THE REPORTS AND ANNUAL FINANCIAL STATEMENTS FOR THE 2014 FINANCIAL YEAR	ManagementFor	For
O.2	APPROVAL OF THE REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2014 FINANCIAL YEAR	ManagementFor	For
O.3	APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS ON THE REGULATED AGREEMENTS AND COMMITMENTS	ManagementFor	For
O.4	ALLOCATION OF INCOME FOR THE 2014 FINANCIAL YEAR - SETTING AND PAYMENT OF THE DIVIDEND	ManagementFor	For
O.5	APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS PREPARED PURSUANT TO ARTICLE L.225-88 OF THE COMMERCIAL CODE REGARDING THE CONDITIONAL COMMITMENT IN FAVOR OF MR. ARNAUD DE PUYFONTAINE, CHAIRMAN OF THE EXECUTIVE BOARD	ManagementFor	For
O.6	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE 2014 FINANCIAL YEAR TO MR. ARNAUD DE PUYFONTAINE, CHAIRMAN OF THE EXECUTIVE BOARD FROM JUNE 24, 2014	ManagementFor	For
O.7	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE 2014 FINANCIAL YEAR TO MR. HERVE PHILIPPE, MEMBER OF THE EXECUTIVE BOARD FROM JUNE 24, 2014	ManagementFor	For
O.8	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE 2014 FINANCIAL YEAR TO MR. STEPHANE ROUSSEL, MEMBER OF THE EXECUTIVE BOARD FROM JUNE 24, 2014	ManagementFor	For
O.9		ManagementFor	For



	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE 2014 FINANCIAL YEAR TO MR. JEAN-FRANCOIS DUBOS, CHAIRMAN OF THE EXECUTIVE BOARD UNTIL JUNE 24, 2014		
O.10	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE 2014 FINANCIAL YEAR TO MR. JEAN-YVES CHARLIER, MEMBER OF THE EXECUTIVE BOARD UNTIL JUNE 24, 2014	ManagementFor	For
O.11	APPOINTMENT OF MR. TARAK BEN AMMAR AS SUPERVISORY BOARD MEMBER	ManagementFor	For
O.12	APPOINTMENT OF MR. DOMINIQUE DELPORTE AS SUPERVISORY BOARD MEMBER	ManagementFor	For
O.13	AUTHORIZATION TO BE GRANTED TO THE EXECUTIVE BOARD TO ALLOW THE COMPANY TO PURCHASE ITS OWN SHARES	ManagementFor	For
E.14	AUTHORIZATION TO BE GRANTED TO THE EXECUTIVE BOARD TO REDUCE SHARE CAPITAL BY CANCELLATION OF SHARES DELEGATION GRANTED TO THE EXECUTIVE	ManagementAbstain	Against
E.15	BOARD TO INCREASE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES GIVING ACCESS TO CAPITAL WITH SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS DELEGATION GRANTED TO THE EXECUTIVE	ManagementAbstain	Against
E.16	BOARD TO INCREASE CAPITAL, UP TO 10% OF CAPITAL AND IN ACCORDANCE WITH THE LIMITATION SET PURSUANT TO THE FIFTEENTH RESOLUTION, IN CONSIDERATION FOR IN-KIND CONTRIBUTIONS COMPRISED OF EQUITY SECURITIES OR SECURITIES GIVING ACCESS TO THE CAPITAL OF OTHER COMPANIES OUTSIDE OF A PUBLIC EXCHANGE OFFER	ManagementAbstain	Against
E.17	DELEGATION GRANTED TO THE EXECUTIVE BOARD TO DECIDE TO INCREASE SHARE CAPITAL IN FAVOR OF EMPLOYEES AND RETIRED FORMER EMPLOYEES PARTICIPATING IN A COMPANY SAVINGS PLAN, WITHOUT SHAREHOLDERS	ManagementAbstain	Against

	PREFERENTIAL SUBSCRIPTION RIGHTS DELEGATION GRANTED TO THE EXECUTIVE BOARD TO DECIDE TO INCREASE SHARE CAPITAL IN FAVOR OF EMPLOYEES OF		
E.18	VIVENDI FOREIGN SUBSIDIARIES PARTICIPATING IN THE GROUP SAVINGS PLAN AND TO SET UP ANY EQUIVALENT MECHANISM, WITHOUT SHAREHOLDERS PREFERENTIAL SUBSCRIPTION RIGHTS DELEGATION GRANTED TO THE EXECUTIVE	Management Abstain	Against
E.19	BOARD TO INCREASE CAPITAL BY INCORPORATION OF RESERVES, PROFITS, PREMIUMS OR OTHER AMOUNTS	Management Abstain	Against
E.20	POWERS TO CARRY OUT ALL LEGAL FORMALITIES PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: AMENDMENT TO ARTICLE 17.3 OF THE BYLAWS IN ORDER TO NOT CONFER DOUBLE VOTING RIGHTS TO SHARES WHICH HAVE BEEN REGISTERED FOR TWO YEARS UNDER THE NAME OF THE SAME SHAREHOLDER (PROPOSED BY PHITRUST (FRANCE) SUPPORTED BY THE RAILWAYS PENSION TRUSTEE COMPANY LTD (UK), PGGM INVESTMENTS (NETHERLANDS), AMUNDI GROUP ON BEHALF OF AMUNDI AM AND CPR AM (FRANCE), CALPERS (US), EDMOND DE ROTHSCHILD ASSET MANAGEMENT (FRANCE), OFI ASSET MANAGEMENT, OFI GESTION PRIVEE, AVIVA INVESTORS, DNCA FINANCE AND PROXINVEST.)	Management Abstain	Against
A		Shareholder For	Against
B	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: AMENDMENT TO THE 4TH RESOLUTION TO CHANGE THE ALLOCATION OF INCOME SO THAT THE DIVIDEND FOR THE 2014 FINANCIAL YEAR IS SET AT 2,857,546 032.35 EUROS (PROPOSED BY P. SCHOENFELD ASSET MANAGEMENT LP, ACTING AS MANAGEMENT COMPANY REGISTERED IN THE NAME AND ON BEHALF OF PSAM WORLDARB MASTER FUND LTD	Shareholder Against	For

AND FUNDLOGIC ALTERNATIVES PLC-MS  
 PSAM GLOBAL EVENTS UCITS FUND (USA.)  
 PLEASE NOTE THAT THIS RESOLUTION IS  
 A

SHAREHOLDER PROPOSAL: EXCEPTIONAL  
 DISTRIBUTION OF 6,142,453 967.65 EUROS  
 BY WITHDRAWING AN AMOUNT FROM  
 THE

ACCOUNT "SHARE, MERGER AND  
 CONTRIBUTION PREMIUMS", AND SETTING  
 THE DATE OF PAYMENT OF THIS

C	EXCEPTIONAL DISTRIBUTION (PROPOSED BY P. SCHOENFELD ASSET MANAGEMENT LP, ACTING AS MANAGEMENT COMPANY REGISTERED IN THE NAME AND ON BEHALF	Shareholder Against	For
---	--	---------------------	-----

OF PSAM WORLDARB MASTER FUND LTD  
 AND FUNDLOGIC ALTERNATIVES PLC-MS  
 PSAM GLOBAL EVENTS UCITS FUND  
 (USA.))

PLEASE NOTE THAT THIS IS AN  
 AMENDMENT TO MEETING ID 436810 DUE  
 TO

CMMT	ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting
------	---	------------

AMERICAN ELECTRIC POWER COMPANY, INC.

Security	025537101	Meeting Type	Annual
Ticker Symbol	AEP	Meeting Date	21-Apr-2015
ISIN	US0255371017	Agenda	934133101 - Management

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

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

1H.	ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT	ManagementFor	For
1I.	ELECTION OF DIRECTOR: LIONEL L. NOWELL III	ManagementFor	For
1J.	ELECTION OF DIRECTOR: STEPHEN S. RASMUSSEN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: OLIVER G. RICHARD III	ManagementFor	For
1L.	ELECTION OF DIRECTOR: SARA MARTINEZ TUCKER	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
4.	APPROVE THE AMERICAN ELECTRIC POWER SYSTEM 2015 LONG-TERM INCENTIVE PLAN.	ManagementFor	For
5.	AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE ARTICLE 7.	ManagementFor	For
6.	AMENDMENT TO THE BY-LAWS TO ELIMINATE THE SUPERMAJORITY PROVISIONS.	ManagementFor	For
7.	SHAREHOLDER PROPOSAL FOR PROXY ACCESS.	Shareholder Against	For

U.S. BANCORP

Security	902973304	Meeting Type	Annual
Ticker Symbol	USB	Meeting Date	21-Apr-2015
ISIN	US9029733048	Agenda	934134026 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Management	For	For
1D.	ELECTION OF DIRECTOR: KIMBERLY J. HARRIS	Management	For	For
1E.	ELECTION OF DIRECTOR: ROLAND A. HERNANDEZ	Management	For	For
1F.	ELECTION OF DIRECTOR: DOREEN WOO HO	Management	For	For

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

1G.	ELECTION OF DIRECTOR: JOEL W. JOHNSON	ManagementFor	For
1H.	ELECTION OF DIRECTOR: OLIVIA F. KIRTLEY	ManagementFor	For
1I.	ELECTION OF DIRECTOR: JERRY W. LEVIN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: DAVID B. O'MALEY	ManagementFor	For
1K.	ELECTION OF DIRECTOR: O'DELL M. OWENS, M.D., M.P.H.	ManagementFor	For
1L.	ELECTION OF DIRECTOR: CRAIG D. SCHNUCK	ManagementFor	For
1M.	ELECTION OF DIRECTOR: PATRICK T. STOKES	ManagementFor	For
1N.	ELECTION OF DIRECTOR: SCOTT W. WINE	ManagementFor	For
2.	APPROVAL OF THE U.S. BANCORP 2015 STOCK INCENTIVE PLAN.	ManagementFor	For
3.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR THE 2015 FISCAL YEAR.	ManagementFor	For
4.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	ManagementFor	For
5.	SHAREHOLDER PROPOSAL: ADOPTION OF A POLICY REQUIRING THAT THE CHAIRMAN OF THE BOARD BE AN INDEPENDENT DIRECTOR.	Shareholder Against	For

PACCAR INC

Security	693718108	Meeting Type	Annual
Ticker Symbol	PCAR	Meeting Date	21-Apr-2015
ISIN	US6937181088	Agenda	934136537 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: MARK C. PIGOTT	Management	For	For
1.2	ELECTION OF DIRECTOR: CHARLES R. WILLIAMSON	Management	For	For
1.3	ELECTION OF DIRECTOR: RONALD E. ARMSTRONG	Management	For	For
2.	STOCKHOLDER PROPOSAL REGARDING THE ANNUAL ELECTION OF ALL DIRECTORS	Shareholder	Against	For
3.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS	Shareholder	Against	For

M&T BANK CORPORATION

Security	55261F104	Meeting Type	Annual
Ticker Symbol	MTB	Meeting Date	21-Apr-2015
ISIN	US55261F1049	Agenda	934136955 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BRENT D. BAIRD		For	For
	2 C. ANGELA BONTEMPO		For	For
	3 ROBERT T. BRADY		For	For
	4 T.J. CUNNINGHAM III		For	For
	5 MARK J. CZARNECKI		For	For
	6 GARY N. GEISEL		For	For
	7 JOHN D. HAWKE, JR.		For	For
	8 PATRICK W.E. HODGSON		For	For
	9 RICHARD G. KING		For	For
	10 MELINDA R. RICH		For	For
	11 ROBERT E. SADLER, JR.		For	For
	12 HERBERT L. WASHINGTON		For	For
	13 ROBERT G. WILMERS		For	For
2.	TO APPROVE THE MATERIAL TERMS OF THE M&T BANK CORPORATION 2009 EQUITY INCENTIVE COMPENSATION PLAN.	Management	For	For
3.	TO APPROVE THE COMPENSATION OF M&T BANK CORPORATION'S NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF M&T BANK CORPORATION FOR THE YEAR ENDING DECEMBER 31, 2015.	Management	For	For
	NORTHERN TRUST CORPORATION			
	Security 665859104		Meeting Type	Annual
	Ticker Symbol NTRS		Meeting Date	21-Apr-2015
	ISIN US6658591044		Agenda	934138101 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LINDA WALKER BYNOE	Management	For	For
1B.	ELECTION OF DIRECTOR: SUSAN CROWN	Management	For	For
1C.	ELECTION OF DIRECTOR: DEAN M. HARRISON	Management	For	For
1D.	ELECTION OF DIRECTOR: DIPAK C. JAIN	Management	For	For
1E.	ELECTION OF DIRECTOR: JOSE LUIS PRADO	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN W. ROWE	Management	For	For
1G.	ELECTION OF DIRECTOR: MARTIN P. SLARK	Management	For	For
1H.		Management	For	For

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

ELECTION OF DIRECTOR: DAVID H.B. SMITH, JR.

1I.	ELECTION OF DIRECTOR: DONALD THOMPSON	ManagementFor	For
1J.	ELECTION OF DIRECTOR: CHARLES A. TRIBBETT III	ManagementFor	For
1K.	ELECTION OF DIRECTOR: FREDERICK H. WADDELL	ManagementFor	For
2.	APPROVAL, BY AN ADVISORY VOTE, OF THE 2014 COMPENSATION OF THE CORPORATION'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
4.	STOCKHOLDER PROPOSAL REGARDING ADDITIONAL DISCLOSURE OF POLITICAL AND LOBBYING CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder Against	For

PUBLIC SERVICE ENTERPRISE GROUP INC.

Security	744573106	Meeting Type	Annual
Ticker Symbol	PEG	Meeting Date	21-Apr-2015
ISIN	US7445731067	Agenda	934139886 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ALBERT R. GAMPER, JR. NOMINEE FOR TERM EXPIRING IN 2016	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM V. HICKEY NOMINEE FOR TERM EXPIRING IN 2016	Management	For	For
1C.	ELECTION OF DIRECTOR: RALPH IZZO NOMINEE FOR TERM EXPIRING IN 2016	Management	For	For
1D.	ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON NOMINEE FOR TERM EXPIRING IN 2016	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID LILLEY NOMINEE FOR TERM EXPIRING IN 2016	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS A. RENYI NOMINEE FOR TERM EXPIRING IN 2016	Management	For	For
1G.		Management	For	For

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

ELECTION OF DIRECTOR: HAK CHEOL SHIN NOMINEE FOR TERM EXPIRING IN 2016			
1H.	SWIFT NOMINEE FOR TERM EXPIRING IN 2016	ManagementFor	For
ELECTION OF DIRECTOR: RICHARD J. TOMASKY NOMINEE FOR TERM EXPIRING IN 2016			
1I.	TOMASKY NOMINEE FOR TERM EXPIRING IN 2016	ManagementFor	For
ELECTION OF DIRECTOR: ALFRED W. ZOLLAR NOMINEE FOR TERM EXPIRING IN 2016			
1J.	ZOLLAR NOMINEE FOR TERM EXPIRING IN 2016	ManagementFor	For
ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION			
2.		ManagementFor	For
RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2015			
3.		ManagementFor	For
VEOLIA ENVIRONNEMENT SA, PARIS			
Security	F9686M107	Meeting Type	MIX
Ticker Symbol		Meeting Date	22-Apr-2015
ISIN	FR0000124141	Agenda	705896667 - Management
Item	Proposal	Proposed by	Vote
			For/Against Management
	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE		
CMMT	"FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS		
CMMT	REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.	Non-Voting	
CMMT	03 APR 2015: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAI-LABLE BY CLICKING	Non-Voting	



ON THE MATERIAL URL LINK:

<https://balo.journal-officiel.gouv-.fr/pdf/2015/0316/201503161500571.pdf>. THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINKS: <http://www.journal-officiel.gouv.fr/pdf/2015/0403/201504031500923.pdf> AND <http://www.journal-officiel.gouv.fr/pdf/2015/0325/201503251500744.pdf>. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN

UN-LESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

O.1	APPROVAL OF THE ANNUAL CORPORATE FINANCIAL STATEMENTS FOR THE 2014 FINANCIAL YEAR	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2014 FINANCIAL YEAR	ManagementFor	For
O.3	APPROVAL OF NON-TAX DEDUCTIBLE COSTS AND EXPENSES PURSUANT TO ARTICLE 39-4 OF THE GENERAL TAX CODE	ManagementFor	For
O.4	ALLOCATION OF INCOME FOR THE 2014 FINANCIAL YEAR AND PAYMENT OF THE DIVIDEND	ManagementFor	For
O.5	APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS (OUTSIDE OF THE AMENDED AGREEMENTS AND COMMITMENTS REGARDING MR. ANTOINE FREROT.)	ManagementFor	For
O.6	APPROVAL OF A REGULATED AGREEMENT AND A COMMITMENT REGARDING MR. ANTOINE FREROT	ManagementFor	For
O.7	RENEWAL OF TERM OF MRS. MARYSE AULAGNON AS DIRECTOR	ManagementFor	For
O.8	RENEWAL OF TERM OF MR. BAUDOIN PROT AS DIRECTOR	ManagementFor	For
O.9	RENEWAL OF TERM OF MR. LOUIS SCHWEITZER AS DIRECTOR	ManagementFor	For
O.10	APPOINTMENT OF MRS. HOMAIRA AKBARI AS DIRECTOR	ManagementFor	For
O.11	APPOINTMENT OF MRS. CLARA GAYMARD AS DIRECTOR	ManagementFor	For
O.12	RATIFICATION OF THE COOPTATION OF MR. GEORGE RALLI AS DIRECTOR	ManagementFor	For
O.13	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 AND IN	ManagementFor	For

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

O.14	ACCORDANCE WITH THE 2015 COMPENSATION POLICY TO MR. ANTOINE FREROT, PRESIDENT AND CEO SETTING THE ANNUAL AMOUNT OF ATTENDANCE ALLOWANCES TO BE ALLOCATED TO THE BOARD OF DIRECTORS	ManagementFor	For
O.15	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN COMPANY'S SHARES	ManagementFor	For
E.16	AMENDMENT TO ARTICLE 22 OF THE BYLAWS REGARDING THE ATTENDANCE OF SHAREHOLDERS TO GENERAL MEETINGS PLEASE NOTE THAT THIS RESOLUTION IS A	ManagementFor	For
E.A	SHAREHOLDER PROPOSAL: AMENDMENT TO ARTICLE 10 OF THE BYLAWS FOR THE PURPOSE OF EXCLUDING DOUBLE VOTING RIGHT (THIS RESOLUTION WAS NOT APPROVED BY THE BOARD OF DIRECTORS.)	Shareholder For	Against
OE.17	POWERS TO CARRY OUT ALL LEGAL FORMALITIES	ManagementFor	For
NEWMONT MINING CORPORATION			
Security	651639106	Meeting Type	Annual
Ticker Symbol	NEM	Meeting Date	22-Apr-2015
ISIN	US6516391066	Agenda	934135838 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1.1	ELECTION OF DIRECTOR: B.R. BROOK	ManagementFor	For
1.2	ELECTION OF DIRECTOR: J.K. BUCKNOR	ManagementFor	For
1.3	ELECTION OF DIRECTOR: V.A. CALARCO	ManagementFor	For
1.4	ELECTION OF DIRECTOR: A. CALDERON	ManagementFor	For
1.5	ELECTION OF DIRECTOR: J.A. CARRABBA	ManagementFor	For
1.6	ELECTION OF DIRECTOR: N. DOYLE	ManagementFor	For
1.7	ELECTION OF DIRECTOR: G.J. GOLDBERG	ManagementFor	For
1.8	ELECTION OF DIRECTOR: V.M. HAGEN	ManagementFor	For
1.9	ELECTION OF DIRECTOR: J. NELSON	ManagementFor	For
2.	RATIFY APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
3.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
GENERAL ELECTRIC COMPANY			
Security	369604103	Meeting Type	Annual
Ticker Symbol	GE	Meeting Date	22-Apr-2015
ISIN	US3696041033	Agenda	

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

934135864 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
A1	ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE	Management	For	For
A2	ELECTION OF DIRECTOR: JOHN J. BRENNAN	Management	For	For
A3	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For	For
A4	ELECTION OF DIRECTOR: FRANCISCO D'SOUZA	Management	For	For
A5	ELECTION OF DIRECTOR: MARIJN E. DEKKERS	Management	For	For
A6	ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD	Management	For	For
A7	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	Management	For	For
A8	ELECTION OF DIRECTOR: ANDREA JUNG	Management	For	For
A9	ELECTION OF DIRECTOR: ROBERT W. LANE	Management	For	For
A10	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For	For
A11	ELECTION OF DIRECTOR: JAMES J. MULVA	Management	For	For
A12	ELECTION OF DIRECTOR: JAMES E. ROHR	Management	For	For
A13	ELECTION OF DIRECTOR: MARY L. SCHAPIRO	Management	For	For
A14	ELECTION OF DIRECTOR: ROBERT J. SWIERINGA	Management	For	For
A15	ELECTION OF DIRECTOR: JAMES S. TISCH	Management	For	For
A16	ELECTION OF DIRECTOR: DOUGLAS A. WARNER III	Management	For	For
B1	ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION	Management	For	For
B2	RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2015	Management	For	For
C1	CUMULATIVE VOTING	Shareholder	Against	For
C2	WRITTEN CONSENT	Shareholder	Against	For
C3	ONE DIRECTOR FROM RANKS OF RETIREES	Shareholder	Against	For
C4	HOLY LAND PRINCIPLES	Shareholder	Against	For
C5	LIMIT EQUITY VESTING UPON CHANGE IN CONTROL	Shareholder	Against	For

CIGNA CORPORATION

Security	125509109	Meeting Type	Annual
Ticker Symbol	CI	Meeting Date	22-Apr-2015
ISIN	US1255091092	Agenda	934136525 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1		Management	For	For

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

	ELECTION OF DIRECTOR: JOHN M. PARTRIDGE		
1.2	ELECTION OF DIRECTOR: JAMES E. ROGERS	ManagementFor	For
1.3	ELECTION OF DIRECTOR: ERIC C. WISEMAN	ManagementFor	For
2.	ADVISORY APPROVAL OF CIGNA'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CIGNA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For

EATON CORPORATION PLC

Security	G29183103	Meeting Type	Annual
Ticker Symbol	ETN	Meeting Date	22-Apr-2015
ISIN	IE00B8KQN827	Agenda	934136549 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: TODD M. BLUEDORN	ManagementFor		For
1B.	ELECTION OF DIRECTOR: CHRISTOPHER M. CONNOR	ManagementFor		For
1C.	ELECTION OF DIRECTOR: MICHAEL J. CRITELLI	ManagementFor		For
1D.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	ManagementFor		For
1E.	ELECTION OF DIRECTOR: CHARLES E. GOLDEN	ManagementFor		For
1F.	ELECTION OF DIRECTOR: LINDA A. HILL	ManagementFor		For
1G.	ELECTION OF DIRECTOR: ARTHUR E. JOHNSON	ManagementFor		For
1H.	ELECTION OF DIRECTOR: NED C. LAUTENBACH	ManagementFor		For
1I.	ELECTION OF DIRECTOR: DEBORAH L. MCCOY	ManagementFor		For
1J.	ELECTION OF DIRECTOR: GREGORY R. PAGE	ManagementFor		For
1K.	ELECTION OF DIRECTOR: SANDRA PIANALTO	ManagementFor		For
1L.	ELECTION OF DIRECTOR: GERALD B. SMITH	ManagementFor		For
2.	APPROVING A PROPOSED 2015 STOCK PLAN.	ManagementFor		For
3.	APPROVING THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2015 AND AUTHORIZING THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET ITS REMUNERATION.	ManagementFor		For

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

4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
5.	AUTHORIZING THE COMPANY AND ANY SUBSIDIARY OF THE COMPANY TO MAKE OVERSEAS MARKET PURCHASES OF COMPANY SHARES.	ManagementFor	For

TEXTRON INC.

Security	883203101	Meeting Type	Annual
Ticker Symbol	TXT	Meeting Date	22-Apr-2015
ISIN	US8832031012	Agenda	934138959 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SCOTT C. DONNELLY	Management	For	For
1B.	ELECTION OF DIRECTOR: KATHLEEN M. BADER	Management	For	For
1C.	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES T. CONWAY	Management	For	For
1E.	ELECTION OF DIRECTOR: IVOR J. EVANS	Management	For	For
1F.	ELECTION OF DIRECTOR: LAWRENCE K. FISH	Management	For	For
1G.	ELECTION OF DIRECTOR: PAUL E. GAGNE	Management	For	For
1H.	ELECTION OF DIRECTOR: DAIN M. HANCOCK	Management	For	For
1I.	ELECTION OF DIRECTOR: LORD POWELL OF BAYSWATER KCMG	Management	For	For
1J.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	Management	For	For
1K.	ELECTION OF DIRECTOR: JAMES L. ZIEMER	Management	For	For
2.	APPROVAL OF THE PROPOSED TEXTRON INC. 2015 LONG-TERM INCENTIVE PLAN.	Management	For	For
3.	APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
5.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL REGARDING INCENTIVE COMPENSATION RECOUPMENT POLICY.	Shareholder	Against	For

HEINEKEN HOLDING NV, AMSTERDAM

Security	N39338194	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	23-Apr-2015
ISIN	NL0000008977	Agenda	

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

705884446 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	RECEIVE REPORT OF MANAGEMENT BOARD	Non-Voting		
2	DISCUSS REMUNERATION REPORT	Non-Voting		
3	ADOPT FINANCIAL STATEMENTS	Management	For	For
4	RECEIVE EXPLANATION ON COMPANY'S RESERVES AND DIVIDEND POLICY	Non-Voting		
5	APPROVE DISCHARGE OF THE BOARD OF DIRECTORS	Management	For	For
6.a	AUTHORIZE REPURCHASE OF UP TO 10 PERCENT OF ISSUED SHARE CAPITAL	Management	For	For
6.b	GRANT BOARD AUTHORITY TO ISSUE SHARES UP TO 10 PERCENT OF ISSUED CAPITAL	Management	For	For
6.c	AUTHORIZE BOARD TO EXCLUDE PREEMPTIVE RIGHTS FROM ISSUANCE UNDER ITEM 6A	Management	Against	Against
7.a	RE-ELECT C.L. DE CARVALHO HEINEKEN AS EXECUTIVE DIRECTOR	Management	For	For
7.b	RE-ELECT C.M. KWIST AS NON EXECUTIVE DIRECTOR	Management	For	For
7.c	ELECT M.R. DE CARVALHO AS EXECUTIVE DIRECTOR	Management	For	For
SWEDISH MATCH AB, STOCKHOLM				
Security	W92277115		Meeting Type	Annual General Meeting
Ticker Symbol			Meeting Date	23-Apr-2015
ISIN	SE0000310336		Agenda	705948480 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting		
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL	Non-Voting		

	VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	
	AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE CMMT MEETING-REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION.	Non-Voting
1	OPENING OF THE MEETING AND ELECTION OF THE CHAIRMAN OF THE MEETING: BJORN-KRISTIANSSON, ATTORNEY AT LAW	Non-Voting
2	PREPARATION AND APPROVAL OF THE VOTING LIST	Non-Voting
3	ELECTION OF ONE OR TWO PERSONS TO VERIFY THE MINUTES	Non-Voting
4	DETERMINATION OF WHETHER THE MEETING HAS BEEN DULY CONVENED	Non-Voting
5	APPROVAL OF THE AGENDA	Non-Voting
6	PRESENTATION OF THE ANNUAL REPORT AND THE AUDITOR'S REPORT, THE CONSOLIDATED-FINANCIAL STATEMENTS AND THE AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL-STATEMENTS FOR 2014, THE AUDITOR'S OPINION REGARDING COMPLIANCE WITH THE-PRINCIPLES FOR REMUNERATION TO MEMBERS OF THE EXECUTIVE MANAGEMENT AS WELL AS-THE BOARD OF DIRECTORS' PROPOSAL REGARDING THE ALLOCATION OF PROFIT AND-MOTIVATED STATEMENT. IN CONNECTION THERETO, THE PRESIDENT'S AND THE CHIEF-FINANCIAL OFFICER'S SPEECHES AND THE BOARD OF DIRECTORS' REPORT ON ITS WORK-AND THE WORK AND FUNCTION OF THE AUDIT COMMITTEE	Non-Voting
7	RESOLUTION ON ADOPTION OF THE INCOME STATEMENT AND BALANCE SHEET AND OF THE CONSOLIDATED INCOME STATEMENT AND CONSOLIDATED	ManagementNo Action

	BALANCE SHEET RESOLUTION REGARDING ALLOCATION OF THE COMPANY'S PROFIT IN ACCORDANCE WITH THE ADOPTED BALANCE SHEET AND RESOLUTION ON A RECORD DAY FOR DIVIDEND: THE BOARD OF DIRECTORS PROPOSES A DIVIDEND IN THE AMOUNT OF SEK 7.50 PER SHARE TO BE PAID TO THE SHAREHOLDERS AND THAT THE REMAINING PROFITS ARE CARRIED FORWARD. THE PROPOSED RECORD DAY FOR THE RIGHT TO RECEIVE A CASH DIVIDEND IS APRIL 27, 2015. PAYMENT THROUGH EUROCLEAR SWEDEN AB IS EXPECTED TO BE MADE ON APRIL 30, 2015	
8	RESOLUTION REGARDING DISCHARGE FROM LIABILITY IN RESPECT OF THE BOARD MEMBERS AND THE PRESIDENT RESOLUTION REGARDING THE REDUCTION OF THE SHARE CAPITAL BY MEANS OF WITHDRAWAL OF REPURCHASED SHARES, AND THE TRANSFER OF THE REDUCED AMOUNT TO A FUND TO BE USED PURSUANT TO A RESOLUTION ADOPTED BY THE GENERAL MEETING: THE BOARD OF DIRECTORS PROPOSES TO REDUCE THE COMPANY'S SHARE CAPITAL WITH SEK 7,770,880 BY MEANS OF WITHDRAWAL OF 4,000,000 SHARES IN THE COMPANY. THE SHARES IN THE COMPANY PROPOSED FOR WITHDRAWAL HAVE BEEN REPURCHASED BY THE COMPANY IN ACCORDANCE WITH AUTHORIZATION GRANTED BY THE GENERAL MEETING. THE BOARD OF DIRECTORS FURTHER PROPOSES THAT THE REDUCED AMOUNT BE ALLOCATED TO A FUND TO BE USED PURSUANT TO A RESOLUTION ADOPTED BY THE GENERAL MEETING	ManagementNo Action
9	RESOLUTION REGARDING A BONUS ISSUE	ManagementNo Action
10.a	RESOLUTION REGARDING AUTHORIZATION	ManagementNo Action
10.b	RESOLUTION REGARDING A BONUS ISSUE	ManagementNo Action
11	RESOLUTION REGARDING AUTHORIZATION	ManagementNo Action



OF THE BOARD OF DIRECTORS TO RESOLVE ON ACQUISITION OF SHARES IN THE COMPANY	
RESOLUTION REGARDING PRINCIPLES FOR REMUNERATION TO MEMBERS OF THE EXECUTIVE MANAGEMENT. IN	
12 CONNECTION	ManagementNo Action
THERETO, PRESENTATION OF THE WORK AND FUNCTION OF THE COMPENSATION COMMITTEE	
RESOLUTION REGARDING THE NUMBER OF	
13	MEMBERS OF THE BOARD OF DIRECTORS TO BE ELECTED BY THE MEETING: THE BOARD OF DIRECTORS IS PROPOSED TO CONSIST OF SEVEN MEMBERS AND NO DEPUTIES
RESOLUTION REGARDING	
14	REMUNERATION TO THE MEMBERS OF THE BOARD OF DIRECTORS
ELECTION OF MEMBERS OF THE BOARD, THE CHAIRMAN OF THE BOARD AND THE DEPUTY CHAIRMAN OF THE BOARD: THE FOLLOWING MEMBERS OF THE BOARD OF DIRECTORS ARE PROPOSED FOR RE- ELECTION: ANDREW CRIPPS, CONNY KARLSSON, WENCHE ROLFSEN, MEG TIVEUS AND JOAKIM WESTH. KAREN GUERRA AND ROBERT SHARPE HAVE	
15	DECLINED RE-ELECTION. THE NOMINATING COMMITTEE PROPOSES THE ELECTION OF CHARLES A. BLIXT AND JACQUELINE HOOGERBRUGGE AS NEW MEMBERS OF THE BOARD. CONNY KARLSSON IS PROPOSED TO BE RE-ELECTED AS CHAIRMAN OF THE BOARD AND ANDREW CRIPPS IS PROPOSED TO BE RE-ELECTED AS DEPUTY CHAIRMAN OF THE BOARD RESOLUTION REGARDING THE NUMBER OF
16	AUDITORS: THE NUMBER OF AUDITORS IS PROPOSED TO BE ONE AND NO DEPUTY AUDITOR
RESOLUTION REGARDING	
17	REMUNERATION TO THE AUDITOR
18	ELECTION OF AUDITOR: THE AUDITOR COMPANY KMPG AB IS PROPOSED TO BE RE-ELECTED AS AUDITOR FOR THE

PERIOD  
 AS OF THE END OF THE ANNUAL GENERAL  
 MEETING 2015 UNTIL THE END OF THE  
 ANNUAL GENERAL MEETING 2016  
 PLEASE NOTE THAT THIS RESOLUTION IS  
 A  
 SHAREHOLDER PROPOSAL: RESOLUTION  
 ON PROPOSAL FROM THE SHAREHOLDER  
 THORWALD ARVIDSSON THAT THE  
 ANNUAL  
 GENERAL MEETING SHALL RESOLVE TO  
 DELEGATE TO THE BOARD OF DIRECTORS  
 TO TAKE NECESSARY ACTION TO CREATE  
 A  
 SHAREHOLDERS' ASSOCIATION IN THE  
 COMPANY

19

Shareholder No Action

BOUYGUES, PARIS

Security F11487125

Ticker Symbol

ISIN FR0000120503

Meeting Type

Meeting Date

Agenda

MIX

23-Apr-2015

705976794 -  
 Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 435623 DUE TO DELETION OF-RESOLUTION. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND-YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLIC-KING ON THE		Non-Voting	
CMMT	MATERIAL URL LINK: <a href="https://balo.journal-officiel.gouv.fr/pdf/2015/-0403/201504031500917.pdf">https://balo.journal-officiel.gouv.fr/pdf/2015/-0403/201504031500917.pdf</a>		Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE GL-OBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED INTERMEDI-ARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD THEM TO THE L-OCAL		Non-Voting	

CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT YOUR CLIENT RE-PRESENTATIVE.

PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE

CMMT	"FOR" AN-D "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
	APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS AND TRANSACTIONS FOR		
O.1	THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014	ManagementFor	For
	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS AND		
O.2	TRANSACTIONS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014	ManagementFor	For
	ALLOCATION OF INCOME FOR THE 2014 FINANCIAL YEAR; SETTING THE DIVIDEND		
O.3	APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS	ManagementFor	For
	PURSUANT TO ARTICLES L.225-38 ET SEQ. OF THE COMMERCIAL CODE		
O.4	RENEWAL OF TERM OF MR. FRANCOIS BERTIERE AS DIRECTOR	ManagementFor	For
O.5	RENEWAL OF TERM OF MR. MARTIN BOUYGUES AS DIRECTOR	ManagementFor	For
O.6	RENEWAL OF TERM OF MRS. ANNE-MARIE IDRAC AS DIRECTOR	ManagementFor	For
O.7	RENEWAL OF TERM OF THE COMPANY ERNST & YOUNG AUDIT AS PRINCIPAL STATUTORY AUDITOR	ManagementFor	For
O.8	RENEWAL OF TERM OF THE COMPANY AUDITEX AS DEPUTY STATUTORY AUDITOR	ManagementFor	For
O.9	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR. MARTIN BOUYGUES,	ManagementFor	For
O.10	PRESIDENT AND CEO FOR THE 2014 FINANCIAL YEAR		
O.11	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR. OLIVIER BOUYGUES,	ManagementFor	For
	MANAGING DIRECTOR FOR THE 2014		

	FINANCIAL YEAR		
	AUTHORIZATION GRANTED TO THE BOARD		
O.12	OF DIRECTORS TO ALLOW THE COMPANY TO TRADE IN ITS OWN SHARES	Management Abstain	Against
	AUTHORIZATION GRANTED TO THE BOARD		
E.13	OF DIRECTORS TO REDUCE SHARE CAPITAL	Management Abstain	Against
	BY CANCELLATION OF TREASURY SHARES OF THE COMPANY		
	DELEGATION OF AUTHORITY TO THE BOARD		
	OF DIRECTORS TO INCREASE SHARE CAPITAL VIA PUBLIC OFFERING WHILE MAINTAINING SHAREHOLDERS'		
E.14	PREFERENTIAL SUBSCRIPTION RIGHTS BY ISSUING SHARES AND ANY SECURITIES ENTITLING IMMEDIATELY OR IN THE FUTURE	Management Abstain	Against
	TO SHARES OF THE COMPANY OR ANY OF ITS SUBSIDIARIES		
	DELEGATION OF AUTHORITY TO THE BOARD		
E.15	OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL BY INCORPORATION OF RESERVES, PROFITS, PREMIUMS OR OTHER AMOUNTS	Management Abstain	Against
	DELEGATION OF AUTHORITY TO THE BOARD		
	OF DIRECTORS TO INCREASE SHARE CAPITAL VIA PUBLIC OFFERING WITH CANCELLATION OF SHAREHOLDERS'		
E.16	PREFERENTIAL SUBSCRIPTION RIGHTS BY ISSUING SHARES AND ANY SECURITIES ENTITLING IMMEDIATELY OR IN THE FUTURE	Management Abstain	Against
	TO SHARES OF THE COMPANY OR ANY OF ITS SUBSIDIARIES		
E.17	DELEGATION OF AUTHORITY TO THE BOARD	Management Abstain	Against
	OF DIRECTORS TO INCREASE SHARE CAPITAL VIA PRIVATE PLACEMENT PURSUANT TO ARTICLE L.411-2, II OF THE MONETARY AND FINANCIAL CODE WITH CANCELLATION OF SHAREHOLDERS'		
	PREFERENTIAL SUBSCRIPTION RIGHTS BY ISSUING SHARES AND ANY SECURITIES ENTITLING IMMEDIATELY OR IN THE FUTURE		
	TO SHARES OF THE COMPANY OR ANY OF		

E.18	<p>ITS SUBSIDIARIES          AUTHORIZATION GRANTED TO THE          BOARD          OF DIRECTORS TO SET THE ISSUE PRICE          OF EQUITY SECURITIES TO BE ISSUED          IMMEDIATELY OR IN THE FUTURE          ACCORDING TO TERMS ESTABLISHED BY          THE GENERAL MEETING, WITH          CANCELLATION OF SHAREHOLDERS'          PREFERENTIAL SUBSCRIPTION RIGHTS VIA          PUBLIC OFFERING OR PRIVATE          PLACEMENT          PURSUANT TO ARTICLE L.411-2, II OF THE          MONETARY AND FINANCIAL CODE          DELEGATION OF AUTHORITY GRANTED          TO</p>	Management Abstain	Against
E.19	<p>THE BOARD OF DIRECTORS TO INCREASE          THE NUMBER OF SECURITIES TO BE          ISSUED          IN CASE OF CAPITAL INCREASE WITH OR          WITHOUT SHAREHOLDERS' PREFERENTIAL          SUBSCRIPTION RIGHTS          DELEGATION OF POWERS TO THE BOARD          OF DIRECTORS TO INCREASE SHARE          CAPITAL WITH CANCELLATION OF          SHAREHOLDERS' PREFERENTIAL          SUBSCRIPTION RIGHTS, IN          CONSIDERATION</p>	Management Abstain	Against
E.20	<p>FOR IN-KIND CONTRIBUTIONS GRANTED          TO          THE COMPANY AND COMPRISED OF          EQUITY          SECURITIES OR SECURITIES GIVING          ACCESS TO CAPITAL OF ANOTHER          COMPANY OUTSIDE A PUBLIC EXCHANGE          OFFER          DELEGATION OF AUTHORITY TO THE          BOARD</p>	Management Abstain	Against
E.21	<p>OF DIRECTORS TO INCREASE SHARE          CAPITAL WITH CANCELLATION OF          SHAREHOLDERS' PREFERENTIAL          SUBSCRIPTION RIGHTS, IN          CONSIDERATION          FOR TRANSFERS OF SECURITIES IN CASE          OF PUBLIC EXCHANGE OFFER INITIATED          BY</p>	Management Abstain	Against
E.22	<p>THE COMPANY          DELEGATION OF AUTHORITY TO THE          BOARD          OF DIRECTORS TO ISSUE SHARES WITH          CANCELLATION OF SHAREHOLDERS'</p>	Management Abstain	Against

PREFERENTIAL SUBSCRIPTION RIGHTS, AS  
A RESULT OF THE ISSUANCE BY A  
SUBSIDIARY OF SECURITIES ENTITLING  
TO

SHARES OF THE COMPANY  
DELEGATION OF AUTHORITY TO THE  
BOARD

OF DIRECTORS TO INCREASE SHARE  
CAPITAL WITH CANCELLATION OF  
SHAREHOLDERS' PREFERENTIAL

E.23 SUBSCRIPTION RIGHTS IN FAVOR OF  
EMPLOYEES OR CORPORATE OFFICERS OF  
THE COMPANY OR AFFILIATED  
COMPANIES

Management Abstain

Against

WHO ARE MEMBERS OF A COMPANY  
SAVINGS PLAN

AUTHORIZATION GRANTED TO THE  
BOARD

OF DIRECTORS TO GRANT SHARE

E.24 SUBSCRIPTION OR PURCHASE OPTIONS TO  
EMPLOYEES OR CORPORATE OFFICERS OF  
THE COMPANY OR AFFILIATED  
COMPANIES

Management Abstain

Against

DELEGATION OF AUTHORITY TO THE  
BOARD

OF DIRECTORS TO ISSUE SHARE  
SUBSCRIPTION WARRANTS DURING  
PUBLIC

E.25 OFFERING INVOLVING THE COMPANY  
E.26 POWERS TO CARRY OUT ALL LEGAL  
FORMALITIES

Management Abstain

Against

Management Abstain

Against

T. ROWE PRICE GROUP, INC.

Security 74144T108

Ticker Symbol TROW

ISIN US74144T1088

Meeting Type

Annual

Meeting Date

23-Apr-2015

Agenda

934130749 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARK S. BARTLETT	Management	For	For
1B.	ELECTION OF DIRECTOR: EDWARD C. BERNARD	Management	For	For
1C.	ELECTION OF DIRECTOR: MARY K. BUSH	Management	For	For
1D.	ELECTION OF DIRECTOR: DONALD B. HEBB, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: DR. FREEMAN A. HRABOWSKI, III	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES A.C. KENNEDY	Management	For	For

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

1G.	ELECTION OF DIRECTOR: ROBERT F. MACLELLAN	ManagementFor	For
1H.	ELECTION OF DIRECTOR: BRIAN C. ROGERS	ManagementFor	For
1I.	ELECTION OF DIRECTOR: OLYMPIA J. SNOWE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: DR. ALFRED SOMMER	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DWIGHT S. TAYLOR	ManagementFor	For
1L.	ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE	ManagementFor	For
2.	TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For

LEXICON PHARMACEUTICALS, INC.

Security	528872104	Meeting Type	Annual
Ticker Symbol	LXX	Meeting Date	23-Apr-2015
ISIN	US5288721047	Agenda	934132654 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PHILIPPE J. AMOUYAL		For	For
	2 LONNEL COATS		For	For
	3 FRANK P. PALANTONI		For	For
2.	APPROVAL OF AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EFFECT, AT THE DISCRETION OF THE BOARD OF DIRECTORS: A REVERSE SPLIT OF THE COMPANY'S COMMON STOCK IN A RANGE OF 1-FOR-6 TO 1-FOR-10 AND A REDUCTION IN THE NUMBER OF AUTHORIZED SHARES OF THE COMPANY'S COMMON STOCK FROM 900,000,000 TO A RANGE OF 265,000,000 TO 160,000,000.	ManagementFor		For
3.	RATIFICATION AND APPROVAL OF THE AMENDMENT TO THE COMPANY'S EQUITY INCENTIVE PLAN	ManagementFor		For
4.	RATIFICATION AND APPROVAL OF THE AMENDMENT TO THE COMPANY'S NON-EMPLOYEE DIRECTORS' EQUITY	ManagementFor		For

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

INCENTIVE  
PLAN

5.	ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS	ManagementFor	For
6.	RATIFICATION AND APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015	ManagementFor	For

EDISON INTERNATIONAL

Security	281020107	Meeting Type	Annual
Ticker Symbol	EIX	Meeting Date	23-Apr-2015
ISIN	US2810201077	Agenda	934133024 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: JAGJEET S. BINDRA	Management	For	For
1B	ELECTION OF DIRECTOR: VANESSA C.L. CHANG	Management	For	For
1C	ELECTION OF DIRECTOR: THEODORE F. CRAVER, JR.	Management	For	For
1D	ELECTION OF DIRECTOR: RICHARD T. SCHLOSBERG, III	Management	For	For
1E	ELECTION OF DIRECTOR: LINDA G. STUNTZ	Management	For	For
1F	ELECTION OF DIRECTOR: WILLIAM P. SULLIVAN	Management	For	For
1G	ELECTION OF DIRECTOR: ELLEN O. TAUSCHER	Management	For	For
1H	ELECTION OF DIRECTOR: PETER J. TAYLOR	Management	For	For
1I	ELECTION OF DIRECTOR: BRETT WHITE	Management	For	For
2	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION	Management	For	For
4	SHAREHOLDER PROPOSAL REGARDING RECOVERY OF UNEARNED MANAGEMENT BONUSES	Shareholder	Against	For

JOHNSON & JOHNSON

Security	478160104	Meeting Type	Annual
Ticker Symbol	JNJ	Meeting Date	23-Apr-2015
ISIN	US4781601046	Agenda	934134761 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------



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

1A.	ELECTION OF DIRECTOR: MARY SUE COLEMAN	ManagementFor	For
1B.	ELECTION OF DIRECTOR: D. SCOTT DAVIS	ManagementFor	For
1C.	ELECTION OF DIRECTOR: IAN E.L. DAVIS	ManagementFor	For
1D.	ELECTION OF DIRECTOR: ALEX GORSKY	ManagementFor	For
1E.	ELECTION OF DIRECTOR: SUSAN L. LINDQUIST	ManagementFor	For
1F.	ELECTION OF DIRECTOR: MARK B. MCCLELLAN	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ANNE M. MULCAHY	ManagementFor	For
1H.	ELECTION OF DIRECTOR: WILLIAM D. PEREZ	ManagementFor	For
1I.	ELECTION OF DIRECTOR: CHARLES PRINCE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: A. EUGENE WASHINGTON	ManagementFor	For
1K.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor	For
3.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	ManagementFor	For
4.	SHAREHOLDER PROPOSAL - COMMON SENSE POLICY REGARDING OVEREXTENDED DIRECTORS	Shareholder Against	For
5.	SHAREHOLDER PROPOSAL - ALIGNMENT BETWEEN CORPORATE VALUES AND POLITICAL CONTRIBUTIONS	Shareholder Against	For
6.	SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN	Shareholder Against	For

PFIZER INC.

Security	717081103	Meeting Type	Annual
Ticker Symbol	PFE	Meeting Date	23-Apr-2015
ISIN	US7170811035	Agenda	934135927 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DENNIS A. AUSIELLO	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: W. DON CORNWELL	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: FRANCES D. FERGUSSON	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: HELEN H. HOBBS	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: JAMES M. KILTS	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: SHANTANU NARAYEN	ManagementFor	For	For
1G.		ManagementFor	For	For

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

ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON

1H.	ELECTION OF DIRECTOR: IAN C. READ	ManagementFor	For
1I.	ELECTION OF DIRECTOR: STEPHEN W. SANGER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: JAMES C. SMITH	ManagementFor	For
1K.	ELECTION OF DIRECTOR: MARC TESSIER-LAVIGNE	ManagementFor	For
2.	RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	ManagementFor	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	ManagementFor	For
4.	SHAREHOLDER PROPOSAL REGARDING REPORT ON LOBBYING ACTIVITIES	Shareholder Against	For

OLIN CORPORATION

Security	680665205	Meeting Type	Annual
Ticker Symbol	OLN	Meeting Date	23-Apr-2015
ISIN	US6806652052	Agenda	934137767 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: DONALD W. BOGUS	Management	For	For
1.2	ELECTION OF DIRECTOR: PHILIP J. SCHULZ	Management	For	For
1.3	ELECTION OF DIRECTOR: VINCENT J. SMITH	Management	For	For
2.	APPROVAL OF THE AMENDED AND RESTATED OLIN SENIOR MANAGEMENT INCENTIVE COMPENSATION PLAN AND PERFORMANCE MEASURES PURSUANT TO SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

DIEBOLD, INCORPORATED

Security	253651103	Meeting Type	Annual
Ticker Symbol	DBD	Meeting Date	23-Apr-2015
ISIN	US2536511031	Agenda	934137781 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PATRICK W. ALLENDER		For	For
	2 PHILLIP R. COX		For	For
	3 RICHARD L. CRANDALL		For	For

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

4	GALE S. FITZGERALD	For	For
5	GARY G. GREENFIELD	For	For
6	ANDREAS W. MATTES	For	For
7	ROBERT S. PRATHER, JR.	For	For
8	RAJESH K. SOIN	For	For
9	HENRY D.G. WALLACE	For	For
10	ALAN J. WEBER	For	For

TO RATIFY THE APPOINTMENT OF KPMG  
LLP

2.	AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
3.	TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	TO APPROVE THE DIEBOLD, INCORPORATED ANNUAL CASH BONUS PLAN.	ManagementFor	For

THE AES CORPORATION

Security	00130H105	Meeting Type	Annual
Ticker Symbol	AES	Meeting Date	23-Apr-2015
ISIN	US00130H1059	Agenda	934137868 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANDRES GLUSKI	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES L. HARRINGTON	Management	For	For
1C.	ELECTION OF DIRECTOR: KRISTINA M. JOHNSON	Management	For	For
1D.	ELECTION OF DIRECTOR: TARUN KHANNA	Management	For	For
1E.	ELECTION OF DIRECTOR: HOLLY K. KOEPEL	Management	For	For
1F.	ELECTION OF DIRECTOR: PHILIP LADER	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES H. MILLER	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN B. MORSE, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: MOISES NAIM	Management	For	For
1J.	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Management	For	For
2.	TO RE-APPROVE THE AES CORPORATION 2003 LONG TERM COMPENSATION PLAN, AS AMENDED AND RESTATED.	Management	For	For
3.	TO RE-APPROVE THE AES CORPORATION PERFORMANCE INCENTIVE PLAN, AS AMENDED AND RESTATED.	Management	For	For

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

	TO RATIFY THE APPOINTMENT OF ERNST &		
4.	YOUNG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE YEAR 2015.	ManagementFor	For
	TO APPROVE, ON AN ADVISORY BASIS, THE		
5.	COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
	TO APPROVE, ON AN ADVISORY BASIS, THE		
6.	COMPANY'S NONBINDING PROPOSAL TO ALLOW STOCKHOLDERS TO REQUEST SPECIAL MEETINGS OF STOCKHOLDERS.	ManagementFor	For
	TO APPROVE, ON AN ADVISORY BASIS, THE		
7.	COMPANY'S NONBINDING PROPOSAL TO PROVIDE PROXY ACCESS FOR STOCKHOLDER-NOMINATED DIRECTOR CANDIDATES.	ManagementFor	For
	IF PROPERLY PRESENTED, TO VOTE ON A NONBINDING STOCKHOLDER PROPOSAL RELATING TO SPECIAL MEETINGS OF STOCKHOLDERS.		
8.		Shareholder Against	For
	IF PROPERLY PRESENTED, TO VOTE ON A NONBINDING STOCKHOLDER PROPOSAL RELATING TO PROXY ACCESS.		
9.		Shareholder Against	For

AT&T INC.

Security	00206R102	Meeting Type	Annual
Ticker Symbol	T	Meeting Date	24-Apr-2015
ISIN	US00206R1023	Agenda	934134064 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Management	For	For
1B.	ELECTION OF DIRECTOR: SCOTT T. FORD	Management	For	For
1C.	ELECTION OF DIRECTOR: GLENN H. HUTCHINS	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM E. KENNARD	Management	For	For
1E.	ELECTION OF DIRECTOR: JON C. MADONNA	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Management	For	For
1H.	ELECTION OF DIRECTOR: BETH E. MOONEY	Management	For	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1J.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Management	For	For

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

1K.	ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR	ManagementFor	For
1L.	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	ManagementFor	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	ManagementFor	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	ManagementFor	For
4.	POLITICAL SPENDING REPORT.	Shareholder Against	For
5.	LOBBYING REPORT.	Shareholder Against	For
6.	SPECIAL MEETINGS.	Shareholder Against	For

KELLOGG COMPANY

Security	487836108	Meeting Type	Annual
Ticker Symbol	K	Meeting Date	24-Apr-2015
ISIN	US4878361082	Agenda	934135749 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BENJAMIN CARSON		For	For
	2 JOHN DILLON		For	For
	3 ZACHARY GUND		For	For
	4 JIM JENNESS		For	For
	5 DON KNAUSS		For	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor		For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS KELLOGG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	ManagementFor		For
4.	SHAREOWNER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, TO ADOPT SIMPLE MAJORITY VOTE.	Shareholder Against		For

GRACO INC.

Security	384109104	Meeting Type	Annual
Ticker Symbol	GGG	Meeting Date	24-Apr-2015
ISIN	US3841091040	Agenda	934135751 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM J. CARROLL	ManagementFor		For
1B.	ELECTION OF DIRECTOR: JACK W. EUGSTER	ManagementFor		For
1C.	ELECTION OF DIRECTOR: R. WILLIAM VAN SANT	ManagementFor		For
2.		ManagementFor		For

RATIFICATION OF APPOINTMENT OF  
DELOITTE & TOUCHE LLP AS THE  
COMPANY'S INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM.

3. APPROVAL, ON AN ADVISORY BASIS, OF  
THE COMPENSATION PAID TO OUR NAMED  
EXECUTIVE OFFICERS AS DISCLOSED IN  
THE PROXY STATEMENT. Management For For

4. APPROVAL OF THE GRACO INC. 2015  
STOCK INCENTIVE PLAN. Management Against Against

ABBOTT LABORATORIES

Security 002824100

Ticker Symbol ABT

ISIN US0028241000

Meeting Type Annual  
Meeting Date 24-Apr-2015  
Agenda 934135977 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R.J. ALPERN		For	For
	2 R.S. AUSTIN		For	For
	3 S.E. BLOUNT		For	For
	4 W.J. FARRELL		For	For
	5 E.M. LIDDY		For	For
	6 N. MCKINSTRY		For	For
	7 P.N. NOVAKOVIC		For	For
	8 W.A. OSBORN		For	For
	9 S.C. SCOTT III		For	For
	10 G.F. TILTON		For	For
	11 M.D. WHITE		For	For

2. RATIFICATION OF ERNST & YOUNG LLP AS  
AUDITORS Management For For

3. SAY ON PAY - AN ADVISORY VOTE TO  
APPROVE EXECUTIVE COMPENSATION Management For For

4. SHAREHOLDER PROPOSAL - GENETICALLY  
MODIFIED INGREDIENTS Shareholder Against For

5. SHAREHOLDER PROPOSAL - INDEPENDENT  
BOARD CHAIRMAN Shareholder Against For

GATX CORPORATION

Security 361448103

Ticker Symbol GMT

ISIN US3614481030

Meeting Type Annual  
Meeting Date 24-Apr-2015  
Agenda 934140106 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: ANNE L. ARVIA	Management	For	For
1.2	ELECTION OF DIRECTOR: ERNST A. HABERLI	Management	For	For
1.3		Management	For	For

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

	ELECTION OF DIRECTOR: BRIAN A. KENNEY			
1.4	ELECTION OF DIRECTOR: JAMES B. REAM	Management	For	For
1.5	ELECTION OF DIRECTOR: ROBERT J. RITCHIE	Management	For	For
1.6	ELECTION OF DIRECTOR: DAVID S. SUTHERLAND	Management	For	For
1.7	ELECTION OF DIRECTOR: CASEY J. SYLLA	Management	For	For
1.8	ELECTION OF DIRECTOR: STEPHEN R. WILSON	Management	For	For
1.9	ELECTION OF DIRECTOR: PAUL G. YOVOVICH	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
	ALLEGHANY CORPORATION			
	Security	017175100	Meeting Type	Annual
	Ticker Symbol	Y	Meeting Date	24-Apr-2015
	ISIN	US0171751003	Agenda	934145447 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN G. FOOS	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM K. LAVIN	Management	For	For
1C.	ELECTION OF DIRECTOR: PHILLIP M. MARTINEAU	Management	For	For
1D.	ELECTION OF DIRECTOR: RAYMOND L.M. WONG	Management	For	For
2.	PROPOSAL TO APPROVE THE ALLEGHANY CORPORATION 2015 DIRECTORS' STOCK PLAN.	Management	For	For
3.	PROPOSAL TO APPROVE THE ALLEGHANY CORPORATION 2015 MANAGEMENT INCENTIVE PLAN.	Management	For	For
4.	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS ALLEGHANY CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.	Management	For	For
5.	SAY-ON-PAY: ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF ALLEGHANY CORPORATION.	Management	For	For
	NOBLE CORPORATION PLC			

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

Security	G65431101	Meeting Type	Annual
Ticker Symbol	NE	Meeting Date	24-Apr-2015
ISIN	GB00BFG3KF26	Agenda	934148835 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	RE-ELECTION OF DIRECTOR: JULIE H. EDWARDS	Management	For	For
2.	RE-ELECTION OF DIRECTOR: SCOTT D. JOSEY	Management	For	For
3.	RE-ELECTION OF DIRECTOR: JON A. MARSHALL	Management	For	For
4.	RE-ELECTION OF DIRECTOR: MARY P. RICCIARDELLO	Management	For	For
5.	RE-ELECTION OF DIRECTOR: DAVID W. WILLIAMS	Management	For	For
6.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015	Management	For	For
7.	RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S UK STATUTORY AUDITOR	Management	For	For
8.	AUTHORIZATION OF AUDIT COMMITTEE TO DETERMINE UK STATUTORY AUDITORS' COMPENSATION	Management	For	For
9.	AN ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION	Management	For	For
10.	AN ADVISORY VOTE ON THE COMPANY'S DIRECTORS' COMPENSATION REPORT FOR THE YEAR ENDED DECEMBER 31, 2014	Management	For	For
11.	ADOPTION OF THE NOBLE CORPORATION 2015 OMNIBUS INCENTIVE PLAN	Management	For	For

FERRO CORPORATION

Security	315405100	Meeting Type	Annual
Ticker Symbol	FOE	Meeting Date	24-Apr-2015
ISIN	US3154051003	Agenda	934153595 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD J. HIPPLE		For	For
	2 GREGORY E. HYLAND		For	For
	3 JENNIE S. HWANG, PH.D.		For	For
	4 PETER T. KONG		For	For
	5 TIMOTHY K. PISTELL		For	For
	6 PETER T. THOMAS		For	For
2.		Management	For	For



MANAGEMENT PROPOSAL REGARDING A CHANGE TO THE MINIMUM SIZE OF THE BOARD OF DIRECTORS.

3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For
----	--	---------------	-----

4.	APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION FOR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
----	---	---------------	-----

HSBC HOLDINGS PLC

Security	404280406	Meeting Type	Annual
Ticker Symbol	HSBC	Meeting Date	24-Apr-2015
ISIN	US4042804066	Agenda	934156488 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS 2014	Management	For	For
2.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT	Management	For	For
3A.	TO ELECT PHILLIP AMEEN AS A DIRECTOR	Management	For	For
3B.	TO ELECT HEIDI MILLER AS A DIRECTOR	Management	For	For
3C.	TO RE-ELECT KATHLEEN CASEY AS A DIRECTOR	Management	For	For
3D.	TO RE-ELECT SAFRA CATZ AS A DIRECTOR	Management	For	For
3E.	TO RE-ELECT LAURA CHA AS A DIRECTOR	Management	For	For
3F.	TO RE-ELECT LORD EVANS OF WEARDALE AS A DIRECTOR	Management	For	For
3G.	TO RE-ELECT JOACHIM FABER AS A DIRECTOR	Management	For	For
3H.	TO RE-ELECT RONA FAIRHEAD AS A DIRECTOR	Management	For	For
3I.	TO RE-ELECT DOUGLAS FLINT AS A DIRECTOR	Management	For	For
3J.	TO RE-ELECT STUART GULLIVER AS A DIRECTOR	Management	For	For
3K.	TO RE-ELECT SAM LAIDLAW AS A DIRECTOR	Management	For	For
3L.	TO RE-ELECT JOHN LIPSKY AS A DIRECTOR	Management	For	For
3M.	TO RE-ELECT RACHEL LOMAX AS A DIRECTOR	Management	For	For
3N.	TO RE-ELECT IAIN MACKAY AS A DIRECTOR	Management	For	For
3O.	TO RE-ELECT MARC MOSES AS A DIRECTOR	Management	For	For
3P.	TO RE-ELECT SIR SIMON ROBERTSON AS A DIRECTOR	Management	For	For

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

3Q.	TO RE-ELECT JONATHAN SYMONDS AS A DIRECTOR	ManagementFor	For
4.	TO APPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITOR OF THE COMPANY	ManagementFor	For
5.	TO AUTHORISE THE GROUP AUDIT COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR	ManagementFor	For
6.	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	ManagementAbstain	Against
7.	TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)	ManagementAbstain	Against
8.	TO AUTHORISE THE DIRECTORS TO ALLOT ANY REPURCHASED SHARES	ManagementAbstain	Against
9.	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	ManagementAbstain	Against
10.	TO AUTHORISE THE DIRECTORS TO ALLOT EQUITY SECURITIES IN RELATION TO CONTINGENT CONVERTIBLE SECURITIES	ManagementAbstain	Against
11.	TO DISAPPLY PRE-EMPTION RIGHTS IN RELATION TO THE ISSUE OF CONTINGENT CONVERTIBLE SECURITIES (SPECIAL RESOLUTION)	ManagementAbstain	Against
12.	TO EXTEND THE FINAL DATE ON WHICH OPTIONS MAY BE GRANTED UNDER UK SHARESAVE	ManagementAbstain	Against
13.	TO APPROVE GENERAL MEETINGS (OTHER THAN ANNUAL GENERAL MEETINGS) BEING CALLED ON 14 CLEAR DAYS' NOTICE (SPECIAL RESOLUTION)	ManagementAgainst	Against

ENDESA SA, MADRID

Security	E41222113	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Apr-2015
ISIN	ES0130670112	Agenda	705900771 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	01 APR 2015: PLEASE NOTE THAT THIS IS A REVISION DUE TO DELETION OF QUORUM COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS-YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.		Non-Voting	
1	REVIEW AND APPROVAL, AS THE CASE MAY BE, OF THE INDIVIDUAL ANNUAL FINANCIAL		ManagementFor	For

STATEMENTS OF ENDESA, S.A. (BALANCE SHEET, INCOME STATEMENT, STATEMENT OF CHANGES IN NET EQUITY: STATEMENT OF RECOGNIZED INCOME AND EXPENSES & STATEMENT OF TOTAL CHANGES IN NET EQUITY, CASH-FLOW STATEMENT AND ANNUAL REPORT), AS WELL AS OF THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS OF ENDESA, S.A. AND SUBSIDIARY COMPANIES (CONSOLIDATED STATEMENT OF FINANCIAL POSITION, CONSOLIDATED INCOME STATEMENT, CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME, CONSOLIDATED STATEMENT OF CHANGES IN NET EQUITY, CONSOLIDATED CASH-FLOW STATEMENT AND CONSOLIDATED ANNUAL REPORT), FOR THE FISCAL YEAR ENDING DECEMBER

31, 2014

REVIEW AND APPROVAL, AS THE CASE MAY

BE, OF THE INDIVIDUAL MANAGEMENT REPORT OF ENDESA S.A. AND THE

2	CONSOLIDATED MANAGEMENT REPORT OF	ManagementFor	For
---	-----------------------------------	---------------	-----

ENDESA, S.A. AND ITS SUBSIDIARIES FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014

REVIEW AND APPROVAL, AS THE CASE MAY

3	BE, OF THE CORPORATE MANAGEMENT FOR THE FISCAL YEAR ENDING DECEMBER	ManagementFor	For
---	---	---------------	-----

31, 2014

REVIEW AND APPROVAL, AS THE CASE MAY

4	BE, OF THE APPLICATION OF EARNINGS FOR THE FISCAL YEAR ENDING DECEMBER	ManagementFor	For
---	--	---------------	-----

31, 2014

5	DELEGATION TO THE BOARD OF DIRECTORS FOR A TERM OF FIVE YEARS OF	ManagementFor	For
---	--	---------------	-----

THE AUTHORITY TO ISSUE DEBENTURES, BONDS, NOTES AND OTHER ANALOGOUS FIXED INCOME SECURITIES, BOTH SIMPLE AS WELL AS EXCHANGEABLE AND/OR CONVERTIBLE INTO SHARES OF THE

	COMPANY, AS WELL AS WARRANTS, WITH THE AUTHORITY, IN THE CASE OF CONVERTIBLE SECURITIES OR SECURITIES WHICH AFFORD THE RIGHT TO SUBSCRIBE NEW SHARES, TO EXCLUDE THE SHAREHOLDERS' RIGHT TO PREFERRED SUBSCRIPTION, AS WELL AS THE POWER TO ISSUE PREFERRED PARTICIPATIONS, TO GUARANTEE THE ISSUES BY THE GROUP'S COMPANIES AND TO APPLY FOR ADMISSION OF THE SECURITIES SO ISSUED TO TRADING ON SECONDARY MARKETS AUTHORIZATION OF THE COMPANY AND ITS SUBSIDIARIES ALLOWING THEM TO ACQUIRE TREASURY STOCK IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 146 OF THE SPANISH CAPITAL CORPORATIONS LAW		
6	RE-ELECTION OF MR. BORJA PRADO EULATE AS EXECUTIVE DIRECTOR OF THE COMPANY	ManagementFor	For
7	RATIFICATION OF THE APPOINTMENT BY CO-OPTATION OF Ms. HELENA REVOREDO DELVECCHIO AND OF HER REELECTION AS INDEPENDENT DIRECTOR OF THE COMPANY	ManagementFor	For
8	RATIFICATION OF THE APPOINTMENT BY CO-OPTATION OF MR. ALBERTO DE PAOLI AND OF HIS RE-ELECTION AS SHAREHOLDER-APPOINTED DIRECTOR OF THE COMPANY	ManagementFor	For
9	APPOINTMENT OF MR. IGNACIO GARRALDA RUIZ DE VELASCO AS INDEPENDENT DIRECTOR	ManagementFor	For
10	APPOINTMENT OF MR. FRANCISCO DE LACERDA AS INDEPENDENT DIRECTOR	ManagementFor	For
11	THE ANNUAL REPORT ON DIRECTORS' COMPENSATION, TO BE SUBMITTED TO A CONSULTATIVE VOTE	ManagementFor	For
12	APPROVAL OF THE MAXIMUM ANNUAL COMPENSATION FOR THE DIRECTORS AS A WHOLE BASED ON THEIR CONDITION AS SUCH	ManagementFor	For
13	AMENDMENT OF THE CORPORATE BYLAWS FOR THEIR ADAPTATION TO LAW 31/2014, OF DECEMBER 3, AMENDING THE SPANISH CAPITAL CORPORATIONS LAW FOR THE	ManagementFor	For
14.1			

14.2	<p>IMPROVEMENT OF CORPORATE GOVERNANCE AND THE INTRODUCTION OF OTHER SUBSTANTIVE AND TECHNICAL IMPROVEMENTS: AMENDMENT OF ARTICLE 13, GOVERNING PRE-EMPTIVE RIGHTS AMENDMENT OF THE CORPORATE BYLAWS FOR THEIR ADAPTATION TO LAW 31/2014, OF DECEMBER 3, AMENDING THE SPANISH CAPITAL CORPORATIONS LAW FOR THE IMPROVEMENT OF CORPORATE GOVERNANCE AND THE INTRODUCTION OF</p>	ManagementFor	For
14.3	<p>OTHER SUBSTANTIVE AND TECHNICAL IMPROVEMENTS: AMENDMENT OF ARTICLES 22, 23, 26, 27, 28, 32 AND 34, GOVERNING OPERATION OF THE GENERAL SHAREHOLDERS' MEETING AMENDMENT OF THE CORPORATE BYLAWS FOR THEIR ADAPTATION TO LAW 31/2014, OF DECEMBER 3, AMENDING THE SPANISH CAPITAL CORPORATIONS LAW FOR THE IMPROVEMENT OF CORPORATE GOVERNANCE AND THE INTRODUCTION OF</p>	ManagementFor	For
14.4	<p>OTHER SUBSTANTIVE AND TECHNICAL IMPROVEMENTS: AMENDMENT OF ARTICLES 37, 38, 39, 41, 42, 43, 44, 45, 46, 47, 49, 50 AND 51, GOVERNING OPERATION OF THE BOARD OF DIRECTORS AND THE DUTIES AND RIGHTS OF ITS MEMBERS AMENDMENT OF THE CORPORATE BYLAWS FOR THEIR ADAPTATION TO LAW 31/2014, OF DECEMBER 3, AMENDING THE SPANISH CAPITAL CORPORATIONS LAW FOR THE IMPROVEMENT OF CORPORATE GOVERNANCE AND THE INTRODUCTION OF</p>	Management Abstain	Against
15	<p>OTHER SUBSTANTIVE AND TECHNICAL IMPROVEMENTS: AMENDMENT OF ARTICLES 52 AND 53, GOVERNING THE BOARD OF DIRECTORS' COMMISSIONS</p>	ManagementFor	For

AMENDMENT OF THE GENERAL  
 SHAREHOLDERS' MEETING REGULATIONS  
 FOR THEIR ADAPTATION TO LAW 31/2014,  
 OF DECEMBER 3, AMENDING THE SPANISH  
 CAPITAL CORPORATIONS LAW FOR THE  
 IMPROVEMENT OF CORPORATE  
 GOVERNANCE AND THE INTRODUCTION  
 OF  
 OTHER SUBSTANTIVE AND TECHNICAL  
 IMPROVEMENTS  
 DELEGATION TO THE BOARD OF  
 DIRECTORS TO EXECUTE AND IMPLEMENT  
 RESOLUTIONS ADOPTED BY THE GENERAL  
 MEETING, AS WELL AS TO SUBSTITUTE  
 THE

16 POWERS IT RECEIVES FROM THE GENERAL  
 MEETING, AND THE GRANTING OF  
 POWERS  
 TO THE BOARD OF DIRECTORS TO RAISE  
 SUCH RESOLUTIONS TO A PUBLIC  
 INSTRUMENT AND TO REGISTER AND, AS  
 THE CASE MAY BE, CORRECT SUCH  
 RESOLUTIONS

Management For For

GENUINE PARTS COMPANY

Security	372460105	Meeting Type	Annual
Ticker Symbol	GPC	Meeting Date	27-Apr-2015
ISIN	US3724601055	Agenda	934132452 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DR. MARY B. BULLOCK		For	For
	2 PAUL D. DONAHUE		For	For
	3 JEAN DOUVILLE		For	For
	4 GARY P. FAYARD		For	For
	5 THOMAS C. GALLAGHER		For	For
	6 JOHN R. HOLDER		For	For
	7 JOHN D. JOHNS		For	For
	8 R.C. LOUDERMILK, JR.		For	For
	9 WENDY B. NEEDHAM		For	For
	10 JERRY W. NIX		For	For
	11 GARY W. ROLLINS		For	For
	12 E.JENNER WOOD III		For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
3.	APPROVAL OF 2015 INCENTIVE PLAN. RATIFICATION OF THE SELECTION OF	Management	For	For
4.	ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For

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

HONEYWELL INTERNATIONAL INC.

Security	438516106	Meeting Type	Annual
Ticker Symbol	HON	Meeting Date	27-Apr-2015
ISIN	US4385161066	Agenda	934134595 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM S. AYER	Management	For	For
1B.	ELECTION OF DIRECTOR: GORDON M. BETHUNE	Management	For	For
1C.	ELECTION OF DIRECTOR: KEVIN BURKE	Management	For	For
1D.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID M. COTE	Management	For	For
1F.	ELECTION OF DIRECTOR: D. SCOTT DAVIS	Management	For	For
1G.	ELECTION OF DIRECTOR: LINNET F. DEILY	Management	For	For
1H.	ELECTION OF DIRECTOR: JUDD GREGG	Management	For	For
1I.	ELECTION OF DIRECTOR: CLIVE HOLLICK	Management	For	For
1J.	ELECTION OF DIRECTOR: GRACE D. LIEBLEIN	Management	For	For
1K.	ELECTION OF DIRECTOR: GEORGE PAZ	Management	For	For
1L.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES	Management	For	For
1M.	ELECTION OF DIRECTOR: ROBIN L. WASHINGTON	Management	For	For
2.	APPROVAL OF INDEPENDENT ACCOUNTANTS.	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For
5.	RIGHT TO ACT BY WRITTEN CONSENT.	Shareholder	Against	For
6.	POLITICAL LOBBYING AND CONTRIBUTIONS.	Shareholder	Against	For

THE BOEING COMPANY

Security	097023105	Meeting Type	Annual
Ticker Symbol	BA	Meeting Date	27-Apr-2015
ISIN	US0970231058	Agenda	934137717 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID L. CALHOUN	Management	For	For
1B.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Management	For	For
1D.	ELECTION OF DIRECTOR: EDMUND P. GIAMBASTIANI, JR.	Management	For	For

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

1E.	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	ManagementFor	For
1F.	ELECTION OF DIRECTOR: EDWARD M. LIDDY	ManagementFor	For
1G.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: SUSAN C. SCHWAB	ManagementFor	For
1I.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	ManagementFor	For
2.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
3.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2015.	ManagementFor	For
4.	AMEND EXISTING CLAWBACK POLICY.	Shareholder Against	For
5.	INDEPENDENT BOARD CHAIRMAN.	Shareholder Against	For
6.	RIGHT TO ACT BY WRITTEN CONSENT.	Shareholder Against	For
7.	FURTHER REPORT ON LOBBYING ACTIVITIES.	Shareholder Against	For

ACCOR SA, COURCOURONNES

Security	F00189120	Meeting Type	MIX
Ticker Symbol		Meeting Date	28-Apr-2015
ISIN	FR0000120404	Agenda	705911419 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE			
CMMT	"FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.		Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL		Non-Voting	



CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.

06 APR 2015: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAI-LABLE BY CLICKING

ON THE MATERIAL URL LINK:

<https://balo.journal-officiel.gouv-fr/pdf/2015/0323/201503231500692.pdf>. THIS

CMMT IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL LINK: <http://www.journal-officiel.gouv-fr/pdf/2015/0406/201504061500924.pdf>. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN-UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

Non-Voting

O.1	APPROVAL OF THE ANNUAL CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014	ManagementFor	For
O.3	ALLOCATION OF INCOME AND DIVIDEND DISTRIBUTION	ManagementFor	For
O.4	OPTION FOR PAYMENT OF THE DIVIDEND IN SHARES	ManagementFor	For
O.5	RENEWAL OF TERM OF MR. JEAN-PAUL BAILLY AS DIRECTOR	ManagementFor	For
O.6	RENEWAL OF TERM OF MR. PHILIPPE CITERNE AS DIRECTOR	ManagementFor	For
O.7	RENEWAL OF TERM OF MRS. MERCEDES ERRA AS DIRECTOR	ManagementFor	For
O.8	RENEWAL OF TERM OF MR. BERTRAND MEHEUT AS DIRECTOR	ManagementFor	For
O.9	RENEWING THE APPROVAL OF THE REGULATED COMMITMENTS BENEFITING MR. SEBASTIEN BAZIN	ManagementFor	For
O.10	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN COMPANY'S SHARES	ManagementFor	For
E.11	AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE SHARE CAPITAL BY CANCELLATION OF SHARES	ManagementFor	For

E.12	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO CARRY OUT CAPITAL INCREASES BY ISSUING COMMON SHARES OR SECURITIES GIVING ACCESS TO SHARE CAPITAL WHILE MAINTAINING PREFERENTIAL SUBSCRIPTION RIGHTS</p>	Management For	For
E.13	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO CARRY OUT CAPITAL INCREASES BY ISSUING COMMON SHARES OR SECURITIES GIVING ACCESS TO SHARE CAPITAL WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS VIA PUBLIC OFFERING</p>	Management Against	Against
E.14	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO CARRY OUT CAPITAL INCREASES BY ISSUING COMMON SHARES OR SECURITIES GIVING ACCESS TO SHARE CAPITAL WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS VIA AN OFFER PURSUANT TO ARTICLE L.411-2, II</p>	Management Against	Against
E.15	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN CASE OF CAPITAL INCREASE WITH OR WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS</p>	Management Against	Against
E.16	<p>DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO CARRY OUT CAPITAL INCREASES BY ISSUING COMMON SHARES OR SECURITIES, IN CONSIDERATION FOR IN-KIND CONTRIBUTIONS GRANTED TO THE COMPANY</p>	Management For	For
E.17	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO CARRY OUT CAPITAL INCREASES BY INCORPORATION OF RESERVES, PROFITS OR PREMIUMS</p>	Management For	For
E.18	<p>LIMITATION OF THE TOTAL AMOUNT OF CAPITAL INCREASES THAT MAY BE CARRIED OUT PURSUANT TO THE PREVIOUS DELEGATIONS</p>	Management For	For
E.19	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES OR</p>	Management Abstain	Against

Item	Proposal	Proposed by	Vote	For/Against Management
E.20	SECURITIES GIVING ACCESS TO SHARE CAPITAL IN FAVOR OF EMPLOYEES WHO ARE MEMBERS OF A COMPANY SAVINGS PLAN AUTHORIZATION TO THE BOARD OF DIRECTORS TO CARRY OUT FREE ALLOCATIONS OF SHARES TO EMPLOYEES AND CORPORATE OFFICERS	Management	Abstain	Against
E.21	LIMIT ON THE NUMBER OF SHARES THAT MAY BE GRANTED TO EXECUTIVE CORPORATE OFFICERS OF THE COMPANY	Management	Abstain	Against
E.22	AMENDMENT TO ARTICLE 24 OF THE BYLAWS IN ORDER TO COMPLY WITH NEW REGULATIONS ON GENERAL MEETINGS ATTENDANCE CONDITIONS ADVISORY REVIEW OF THE COMPENSATION	Management	For	For
O.23	OWED OR PAID TO MR. SEBASTIEN BAZIN FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 ADVISORY REVIEW OF THE COMPENSATION	Management	For	For
O.24	OWED OR PAID TO MR. SVEN BOINET FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014	Management	For	For
O.25	ACKNOWLEDGEMENT OF THE SUCCESS OF ACCOR "PLANT FOR THE PLANET" PROGRAM	Management	For	For
O.26	POWERS TO CARRY OUT ALL LEGAL FORMALITIES	Management	For	For
HERA S.P.A., BOLOGNA				
Security	T5250M106	Meeting Type	MIX	
Ticker Symbol		Meeting Date	28-Apr-2015	
ISIN	IT0001250932	Agenda	705934253 - Management	
CMMT	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:- <a href="https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_238372.PDF">https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_238372.PDF</a>	Non-Voting		
E.1	AMENDMENT OF ARTICLES 6, 21 AND 26 OF THE ARTICLES OF ASSOCIATION RELATED AND CONSEQUENT RESOLUTIONS	Management	Abstain	Against
E.2	AMENDMENT OF ARTICLES 7, 14, 16 AND 17 OF THE ARTICLES OF ASSOCIATION THROUGH THE INTRODUCTION OF A TRANSITORY CLAUSE RELATING TO THE	Management	Abstain	Against

AMENDMENT OF ARTICLES 16 AND 17  
RELATED AND CONSEQUENT  
RESOLUTIONS  
FINANCIAL STATEMENTS AS OF 31  
DECEMBER 2014, DIRECTORS' REPORT,  
PROPOSAL TO DISTRIBUTE THE PROFIT,  
AND REPORT OF THE BOARD OF  
STATUTORY AUDITORS AND

O.1	INDEPENDENT AUDITORS: RELATED AND CONSEQUENT RESOLUTIONS PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS AT	ManagementFor	For
-----	---	---------------	-----

31 DECEMBER 2014

O.2	PRESENTATION OF THE CORPORATE GOVERNANCE REPORT AND REMUNERATION POLICY DECISIONS RENEWAL OF THE AUTHORISATION TO PURCHASE TREASURY SHARES AND	ManagementFor	For
-----	--	---------------	-----

O.3	PROCEDURES FOR ARRANGEMENT OF THE SAME: RELATED AND CONSEQUENT RESOLUTIONS	ManagementFor	For
-----	--	---------------	-----

27 MAR 2015: PLEASE NOTE THAT THIS IS A  
REVISION DUE TO MODIFICATION OF THE  
TEXT OF RESOLUTION O.3. IF YOU HAVE  
ALREADY SENT IN YOUR VOTES, PLEASE

CMMT DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting
--	------------

FORTUNE BRANDS HOME & SECURITY, INC.

Security	34964C106	Meeting Type	Annual
Ticker Symbol	FBHS	Meeting Date	28-Apr-2015
ISIN	US34964C1062	Agenda	934133860 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF CLASS I DIRECTOR: ANN F. HACKETT	Management	For	For
1B.	ELECTION OF CLASS I DIRECTOR: JOHN G. MORIKIS	Management	For	For
1C.	ELECTION OF CLASS I DIRECTOR: RONALD V. WATERS, III	Management	For	For
2	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3		Management	For	For

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

ADVISORY VOTE TO APPROVE NAMED  
EXECUTIVE OFFICER COMPENSATION.

INTERNATIONAL BUSINESS MACHINES CORP.

Security	459200101	Meeting Type	Annual
Ticker Symbol	IBM	Meeting Date	28-Apr-2015
ISIN	US4592001014	Agenda	934138113 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: A.J.P. BELDA	Management	For	For
1B.	ELECTION OF DIRECTOR: W.R. BRODY	Management	For	For
1C.	ELECTION OF DIRECTOR: K.I. CHENAULT	Management	For	For
1D.	ELECTION OF DIRECTOR: M.L. ESKEW	Management	For	For
1E.	ELECTION OF DIRECTOR: D.N. FARR	Management	For	For
1F.	ELECTION OF DIRECTOR: A. GORSKY	Management	For	For
1G.	ELECTION OF DIRECTOR: S.A. JACKSON	Management	For	For
1H.	ELECTION OF DIRECTOR: A.N. LIVERIS	Management	For	For
1I.	ELECTION OF DIRECTOR: W.J. MCNERNEY, JR.	Management	For	For
1J.	ELECTION OF DIRECTOR: J.W. OWENS	Management	For	For
1K.	ELECTION OF DIRECTOR: V.M. ROMETTY	Management	For	For
1L.	ELECTION OF DIRECTOR: J.E. SPERO	Management	For	For
1M.	ELECTION OF DIRECTOR: S. TAUREL	Management	For	For
1N.	ELECTION OF DIRECTOR: P.R. VOSER	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PAGE 70)	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 71)	Management	For	For
4.	STOCKHOLDER PROPOSAL FOR DISCLOSURE OF LOBBYING POLICIES AND PRACTICES (PAGE 73)	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL ON THE RIGHT TO ACT BY WRITTEN CONSENT (PAGE 74)	Shareholder	Against	For
6.	STOCKHOLDER PROPOSAL TO LIMIT ACCELERATED EXECUTIVE PAY (PAGE 75)	Shareholder	Against	For
7.	STOCKHOLDER PROPOSAL ON ESTABLISHING A PUBLIC POLICY COMMITTEE (PAGE 75)	Shareholder	Against	For

THE PNC FINANCIAL SERVICES GROUP, INC.

Security	693475105	Meeting Type	Annual
Ticker Symbol	PNC	Meeting Date	28-Apr-2015
ISIN	US6934751057	Agenda	934138896 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1B.		Management	For	For

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

	ELECTION OF DIRECTOR: PAUL W. CHELLGREN			
1C.	ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	Management	For	For
1E.	ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN	Management	For	For
1F.	ELECTION OF DIRECTOR: KAY COLES JAMES	Management	For	For
1G.	ELECTION OF DIRECTOR: RICHARD B. KELSON	Management	For	For
1H.	ELECTION OF DIRECTOR: ANTHONY A. MASSARO	Management	For	For
1I.	ELECTION OF DIRECTOR: JANE G. PEPPER	Management	For	For
1J.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	Management	For	For
1K.	ELECTION OF DIRECTOR: LORENE K. STEFFES	Management	For	For
1L.	ELECTION OF DIRECTOR: DENNIS F. STRIGL	Management	For	For
1M.	ELECTION OF DIRECTOR: THOMAS J. USHER	Management	For	For
	RATIFICATION OF THE AUDIT COMMITTEE'S			
2.	SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. CITIGROUP INC.	Management	For	For
	Security	172967424	Meeting Type	Annual
	Ticker Symbol	C	Meeting Date	28-Apr-2015
	ISIN	US1729674242	Agenda	934141160 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MICHAEL L. CORBAT	Management	For	For
1B.	ELECTION OF DIRECTOR: DUNCAN P. HENNES	Management	For	For
1C.	ELECTION OF DIRECTOR: PETER B. HENRY	Management	For	For
1D.	ELECTION OF DIRECTOR: FRANZ B. HUMER	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	Management	For	For
1F.	ELECTION OF DIRECTOR: GARY M. REINER	Management	For	For
1G.	ELECTION OF DIRECTOR: JUDITH RODIN	Management	For	For
1H.	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	Management	For	For

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

1I.	ELECTION OF DIRECTOR: JOAN E. SPERO	Management	For
1J.	ELECTION OF DIRECTOR: DIANA L. TAYLOR	Management	For
1K.	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	Management	For
1L.	ELECTION OF DIRECTOR: JAMES S. TURLEY	Management	For
1M.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	Management	For
2.	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For
3.	ADVISORY APPROVAL OF CITI'S 2014 EXECUTIVE COMPENSATION.	Management	For
4.	APPROVAL OF AN AMENDMENT TO THE CITIGROUP 2014 STOCK INCENTIVE PLAN AUTHORIZING ADDITIONAL SHARES.	Management	For
5.	STOCKHOLDER PROPOSAL REQUESTING PROXY ACCESS FOR SHAREHOLDERS.	Shareholder	For
6.	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND GRASSROOTS LOBBYING CONTRIBUTIONS.	Shareholder	Against
7.	STOCKHOLDER PROPOSAL REQUESTING AN AMENDMENT TO THE GENERAL CLAWBACK POLICY.	Shareholder	Against
8.	STOCKHOLDER PROPOSAL REQUESTING A BY-LAW AMENDMENT TO EXCLUDE FROM THE BOARD OF DIRECTORS' AUDIT COMMITTEE ANY DIRECTOR WHO WAS A DIRECTOR AT A PUBLIC COMPANY WHILE THAT COMPANY FILED FOR REORGANIZATION UNDER CHAPTER 11.	Shareholder	Against
9.	STOCKHOLDER PROPOSAL REQUESTING A REPORT REGARDING THE VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO A VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE.	Shareholder	Against

PRAXAIR, INC.

Security	74005P104	Meeting Type	Annual
Ticker Symbol	PX	Meeting Date	28-Apr-2015
ISIN	US74005P1049	Agenda	934141324 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN F. ANGEL	Management	For	For

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

1B.	ELECTION OF DIRECTOR: OSCAR BERNARDES	ManagementFor	For
1C.	ELECTION OF DIRECTOR: NANCE K. DICCIANI	ManagementFor	For
1D.	ELECTION OF DIRECTOR: EDWARD G. GALANTE	ManagementFor	For
1E.	ELECTION OF DIRECTOR: IRA D. HALL	ManagementFor	For
1F.	ELECTION OF DIRECTOR: RAYMOND W. LEBOEUF	ManagementFor	For
1G.	ELECTION OF DIRECTOR: LARRY D. MCVAY	ManagementFor	For
1H.	ELECTION OF DIRECTOR: DENISE L. RAMOS	ManagementFor	For
1I.	ELECTION OF DIRECTOR: WAYNE T. SMITH	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ROBERT L. WOOD	ManagementFor	For
2.	TO APPROVE, ON AN ADVISORY AND NON-BINDING BASIS, THE COMPENSATION OF PRAXAIR'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE 2015 PROXY STATEMENT	ManagementFor	For
3.	SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN	Shareholder Against	For
4.	TO RATIFY THE APPOINTMENT OF THE INDEPENDENT AUDITOR	ManagementFor	For

WELLS FARGO & COMPANY

Security	949746101	Meeting Type	Annual
Ticker Symbol	WFC	Meeting Date	28-Apr-2015
ISIN	US9497461015	Agenda	934141374 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: JOHN D. BAKER II	ManagementFor		For
1B)	ELECTION OF DIRECTOR: ELAINE L. CHAO	ManagementFor		For
1C)	ELECTION OF DIRECTOR: JOHN S. CHEN	ManagementFor		For
1D)	ELECTION OF DIRECTOR: LLOYD H. DEAN	ManagementFor		For
1E)	ELECTION OF DIRECTOR: ELIZABETH A. DUKE	ManagementFor		For
1F)	ELECTION OF DIRECTOR: SUSAN E. ENGEL	ManagementFor		For
1G)	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	ManagementFor		For
1H)	ELECTION OF DIRECTOR: DONALD M. JAMES	ManagementFor		For
1I)	ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	ManagementFor		For
1J)	ELECTION OF DIRECTOR: FEDERICO F. PENA	ManagementFor		For
1K)	ELECTION OF DIRECTOR: JAMES H. QUIGLEY	ManagementFor		For
1L)		ManagementFor		For



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

	ELECTION OF DIRECTOR: JUDITH M. RUNSTAD		
1M)	ELECTION OF DIRECTOR: STEPHEN W. SANGER	ManagementFor	For
1N)	ELECTION OF DIRECTOR: JOHN G. STUMPF	ManagementFor	For
1O)	ELECTION OF DIRECTOR: SUSAN G. SWENSON	ManagementFor	For
1P)	ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT	ManagementFor	For
2.	VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. RATIFY THE APPOINTMENT OF KPMG LLP AS	ManagementFor	For
3.	THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
4.	ADOPT A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN.	Shareholder Against	For
5.	PROVIDE A REPORT ON THE COMPANY'S LOBBYING POLICIES AND PRACTICES.	Shareholder Against	For
	EARTHLINK HOLDINGS CORP.		
	Security 27033X101	Meeting Type	Annual
	Ticker Symbol ELNK	Meeting Date	28-Apr-2015
	ISIN	Agenda	934143784 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SUSAN D. BOWICK	ManagementFor		For
1B.	ELECTION OF DIRECTOR: JOSEPH F. EAZOR	ManagementFor		For
1C.	ELECTION OF DIRECTOR: DAVID A. KORETZ	ManagementFor		For
1D.	ELECTION OF DIRECTOR: KATHY S. LANE	ManagementFor		For
1E.	ELECTION OF DIRECTOR: GARRY K. MCGUIRE	ManagementFor		For
1F.	ELECTION OF DIRECTOR: R. GERARD SALEMME	ManagementFor		For
1G.	ELECTION OF DIRECTOR: JULIE A. SHIMER, PH.D	ManagementFor		For
1H.	ELECTION OF DIRECTOR: M. WAYNE WISEHART	ManagementFor		For
2.	THE APPROVAL OF A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor		For
3.	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR	ManagementFor		For

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

ENDING

DECEMBER 31, 2015.

HANESBRANDS INC.

Security 410345102

Ticker Symbol HBI

ISIN US4103451021

Meeting Type Annual

Meeting Date 28-Apr-2015

Agenda 934143962 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BOBBY J. GRIFFIN		For	For
	2 JAMES C. JOHNSON		For	For
	3 JESSICA T. MATHEWS		For	For
	4 FRANCK J. MOISON		For	For
	5 ROBERT F. MORAN		For	For
	6 J. PATRICK MULCAHY		For	For
	7 RONALD L. NELSON		For	For
	8 RICHARD A. NOLL		For	For
	9 ANDREW J. SCHINDLER		For	For
	10 DAVID V. SINGER		For	For
	11 ANN E. ZIEGLER		For	For

TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION AS

2.	DESCRIBED IN THE PROXY STATEMENT FOR THE ANNUAL MEETING.	Management	For	For
----	---	------------	-----	-----

TO RATIFY THE APPOINTMENT OF

PRICEWATERHOUSECOOPERS LLP AS

3.	HANESBRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR HANESBRANDS' 2015 FISCAL YEAR.	Management	For	For
----	---	------------	-----	-----

BLACK HILLS CORPORATION

Security 092113109

Ticker Symbol BKH

ISIN US0921131092

Meeting Type Annual

Meeting Date 28-Apr-2015

Agenda 934148049 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MICHAEL H. MADISON		For	For
	2 LINDA K. MASSMAN		For	For
	3 STEVEN R. MILLS		For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS BLACK HILLS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For

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

APPROVAL OF THE BLACK HILLS CORPORATION 2015 OMNIBUS INCENTIVE PLAN.			
4.		Management	For
RPC, INC.			
Security	749660106	Meeting Type	Annual
Ticker Symbol	RES	Meeting Date	28-Apr-2015
ISIN	US7496601060	Agenda	934149736 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 GARY W. ROLLINS		For	For
	2 RICHARD A. HUBBELL		For	For
	3 LARRY L. PRINCE		For	For

2.	TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015	Management	For	For
----	---	------------	-----	-----

3.	TO VOTE ON THE STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A SUSTAINABILITY REPORT, IF PROPERLY PRESENTED AT THE MEETING	Shareholder	Against	For
----	---	-------------	---------	-----

BARRICK GOLD CORPORATION			
Security	067901108	Meeting Type	Annual
Ticker Symbol	ABX	Meeting Date	28-Apr-2015
ISIN	CA0679011084	Agenda	934151856 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 C.W.D. BIRCHALL		For	For
	2 G. CISNEROS		For	For
	3 J.M. EVANS		For	For
	4 N. GOODMAN		For	For
	5 B.L. GREENSPUN		For	For
	6 J.B. HARVEY		For	For
	7 N.H.O. LOCKHART		For	For
	8 D. MOYO		For	For
	9 A. MUNK		For	For
	10 C.D. NAYLOR		For	For
	11 S.J. SHAPIRO		For	For
	12 J.L. THORNTON		For	For
	13 E.L. THRASHER		For	For

02	RESOLUTION APPROVING THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE	Management	For	For
----	---	------------	-----	-----

AUDITORS OF BARRICK AND  
AUTHORIZING  
THE DIRECTORS TO FIX THEIR  
REMUNERATION

03	ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION APPROACH.	Management For	For
	DANONE SA, PARIS		
	Security F12033134	Meeting Type	MIX
	Ticker Symbol	Meeting Date	29-Apr-2015
	ISIN FR0000120644	Agenda	705871398 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE			
CMMT	"FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS		Non-Voting	
CMMT	REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE.		Non-Voting	
CMMT	03 APR 2015: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAI-LABLE BY CLICKING ON THE MATERIAL URL LINK: <a href="https://balo.journal-officiel.gouv-.fr/pdf/2015/0304/201503041500409.pdf">https://balo.journal-officiel.gouv-.fr/pdf/2015/0304/201503041500409.pdf</a> . THIS IS A REVISION DUE TO RECEIPT OF AD- DITIONAL URL LINK: <a href="http://www.journal-officiel.gouv.fr/pdf/2015/0403/20150403-1500856.pdf">http://www.journal-officiel.gouv.fr/pdf/2015/0403/20150403-1500856.pdf</a> . IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN- UNLESS YOU DECIDE TO AMEND YOUR		Non-Voting	

O.1	ORIGINAL INSTRUCTIONS. THANK YOU. APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014	ManagementFor	For
O.3	ALLOCATION OF INCOME FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 AND SETTING THE DIVIDEND AT 1.50 EURO PER SHARE	ManagementFor	For
O.4	OPTION FOR THE PAYMENT OF THE DIVIDEND IN SHARES	ManagementFor	For
O.5	RENEWAL OF TERM OF MR. JACQUES- ANTOINE GRANJON AS DIRECTOR	ManagementFor	For
O.6	RENEWAL OF TERM OF MR. JEAN LAURENT AS DIRECTOR PURSUANT TO ARTICLE 15-II OF THE BYLAWS	ManagementFor	For
O.7	RENEWAL OF TERM OF MR. BENOIT POTIER AS DIRECTOR	ManagementFor	For
O.8	RENEWAL OF TERM OF MRS. MOUNA SEPEHRI AS DIRECTOR	ManagementFor	For
O.9	RENEWAL OF TERM OF MRS. VIRGINIA A. STALLINGS AS DIRECTOR	ManagementFor	For
O.10	APPOINTMENT OF MRS. SERPIL TIMURAY AS DIRECTOR	ManagementFor	For
O.11	APPROVAL OF THE AGREEMENTS PURSUANT TO ARTICLES L.225-38 ET SEQ. OF THE COMMERCIAL CODE ENTERED INTO BY AND BETWEEN THE COMPANY AND J.P. MORGAN GROUP	ManagementFor	For
O.12	APPROVAL OF THE AGREEMENTS AND COMMITMENTS PURSUANT TO ARTICLES L.225-38 AND L.225-42-1 OF THE COMMERCIAL CODE REGARDING MR. EMMANUEL FABER	ManagementFor	For
O.13	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 TO MR. FRANCK RIBOUD, PRESIDENT AND CEO UNTIL SEPTEMBER 30, 2014	ManagementFor	For
O.14		ManagementFor	For

	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 TO MR. FRANCK RIBOUD, CHAIRMAN OF THE BOARD OF DIRECTORS FROM OCTOBER 1, 2014		
O.15	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 TO MR. EMMANUEL FABER, MANAGING DIRECTOR UNTIL SEPTEMBER 30, 2014	ManagementFor	For
O.16	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 TO MR. EMMANUEL FABER, CEO FROM OCTOBER 1, 2014	ManagementFor	For
O.17	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2014 TO MR. BERNARD HOURS, MANAGING DIRECTOR UNTIL SEPTEMBER 2, 2014	ManagementFor	For
O.18	SETTING THE AMOUNT OF ATTENDANCE ALLOWANCES TO BE ALLOCATED TO THE BOARD OF DIRECTORS	ManagementFor	For
O.19	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO PURCHASE, KEEP AND TRANSFER SHARES OF THE COMPANY	ManagementFor	For
E.20	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE COMMON SHARES AND SECURITIES WHILE MAINTAINING SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS	ManagementFor	For
E.21	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE COMMON SHARES AND SECURITIES WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS BUT WITH THE OBLIGATION TO GRANT A PRIORITY RIGHT	ManagementAgainst	Against
E.22		ManagementAgainst	Against

	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN CASE OF CAPITAL INCREASE WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS</p> <p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE COMMON SHARES</p>	Management Against	Against
E.23	<p>AND SECURITIES WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS IN CASE OF PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY</p>		
	<p>DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO ISSUE COMMON SHARES</p> <p>AND SECURITIES WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS, IN</p>	Management Against	Against
E.24	<p>CONSIDERATION FOR IN-KIND CONTRIBUTIONS GRANTED TO THE COMPANY AND COMPRISED OF EQUITY SECURITIES OR SECURITIES GIVING ACCESS TO CAPITAL</p> <p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL OF THE COMPANY BY INCORPORATION OF RESERVES, PROFITS, PREMIUMS OR OTHER AMOUNTS FOR WHICH CAPITALIZATION IS PERMITTED</p>		
	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE COMMON SHARES</p> <p>AND SECURITIES ENTITLING TO COMMON SHARES RESERVED FOR EMPLOYEES PARTICIPATING IN A COMPANY SAVINGS PLAN AND/OR TO RESERVED SECURITIES SALES WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS</p>	Management For	For
E.25	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE COMMON SHARES</p> <p>AND SECURITIES ENTITLING TO COMMON SHARES RESERVED FOR EMPLOYEES PARTICIPATING IN A COMPANY SAVINGS PLAN AND/OR TO RESERVED SECURITIES SALES WITH CANCELLATION OF SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS</p>	Management Against	Against
E.26	<p>AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO ALLOCATE FREE COMPANY'S SHARES EXISTING OR TO BE</p>	Management Against	Against

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

Item	Proposal	Proposed by	Vote	For/Against Management
E.28	ISSUED WITHOUT SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO REDUCE CAPITAL BY CANCELLATION OF SHARES	Management	For	For
E.29	POWERS TO CARRY OUT ALL LEGAL FORMALITIES	Management	For	For
HONG KONG EXCHANGES AND CLEARING LTD, HONG KONG				
Security	Y3506N139		Meeting Type	Annual General Meeting
Ticker Symbol			Meeting Date	29-Apr-2015
ISIN	HK0388045442		Agenda	705911293 - Management
	PLEASE NOTE IN THE HONG KONG MARKET			
CMMT	THAT A VOTE OF "ABSTAIN" WILL BE TREATED-THE SAME AS A "TAKE NO ACTION" VOTE.		Non-Voting	
	PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:-			
CMMT	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0324/LTN20150324195.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0324/LTN20150324195.pdf</a>		Non-Voting	
	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0324/LTN20150324191.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0324/LTN20150324191.pdf</a>			
1	TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITOR THEREON	Management	For	For
2	TO DECLARE A FINAL DIVIDEND OF HKD 2.15 PER SHARE	Management	For	For
3A	TO ELECT MR CHAN TZE CHING, IGNATIUS AS DIRECTOR	Management	For	For
3B	TO ELECT DR HU ZULIU, FRED AS DIRECTOR	Management	For	For
3C	TO ELECT MR JOHN MACKAY MCCULLOCH WILLIAMSON AS DIRECTOR	Management	For	For
4	TO RE-APPOINT PRICEWATERHOUSECOOPERS AS THE AUDITOR AND TO AUTHORISE THE DIRECTORS TO FIX ITS REMUNERATION	Management	For	For
5	TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO BUY BACK SHARES OF HKEX, NOT EXCEEDING 10% OF THE	Management	For	For



6	NUMBER OF ISSUED SHARES OF HKEX AS AT THE DATE OF THIS RESOLUTION TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO ALLOT, ISSUE AND DEAL WITH ADDITIONAL SHARES OF HKEX, NOT EXCEEDING 10% OF THE NUMBER OF ISSUED SHARES OF HKEX AS AT THE DATE OF THIS RESOLUTION, AND THE DISCOUNT FOR ANY SHARES TO BE ISSUED SHALL NOT EXCEED 10%	ManagementFor	For
7A	TO APPROVE REMUNERATION OF HKD 2,100,000 PER ANNUM BE PAYABLE TO THE CHAIRMAN	ManagementFor	For
7B	TO APPROVE, IN ADDITION TO THE ATTENDANCE FEE OF HKD 3,000 PER MEETING, REMUNERATION OF HKD 200,000 AND HKD 120,000 PER ANNUM RESPECTIVELY BE PAYABLE TO THE CHAIRMAN AND EACH OF THE OTHER MEMBERS OF AUDIT COMMITTEE, AND THE REMUNERATION OF HKD 180,000 AND HKD 120,000 PER ANNUM RESPECTIVELY BE PAYABLE TO THE CHAIRMAN AND EACH OF THE OTHER MEMBERS (EXCLUDING EXECUTIVE DIRECTOR, IF ANY) OF EXECUTIVE COMMITTEE, INVESTMENT ADVISORY COMMITTEE, REMUNERATION COMMITTEE AND RISK COMMITTEE	ManagementFor	For

TELENET GROUP HOLDING NV, MECHELEN

Security	B89957110	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	29-Apr-2015
ISIN	BE0003826436	Agenda	705945319 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT IN	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS  THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting		

	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL	
CMMT	NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting
1	REPORTS ON THE STATUTORY FINANCIAL STATEMENTS APPROVAL OF THE STATUTORY FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED	Non-Voting
2	ON DECEMBER 31, 2014, INCLUDING THE ALLOCATION OF THE RESULT AS PROPOSED BY THE BOARD OF DIRECTORS	ManagementNo Action
3	REPORTS ON THE CONSOLIDATED FINANCIAL STATEMENTS APPROVAL OF THE REMUNERATION	Non-Voting
4	REPORT FOR THE FISCAL YEAR ENDED ON DECEMBER 31, 2014	ManagementNo Action
5	COMMUNICATION OF AND DISCUSSION ON THE CONSOLIDATED FINANCIAL STATEMENTS TO GRANT DISCHARGE FROM LIABILITY TO	Non-Voting
6.A	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: BERT DE GRAEVE (IDW CONSULT BVBA) TO GRANT DISCHARGE FROM LIABILITY TO	ManagementNo Action
6.B	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: MICHEL DELLOYE (CYTINDUS NV)	ManagementNo Action
6.C	TO GRANT DISCHARGE FROM LIABILITY TO THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF	ManagementNo Action

	THEIR MANDATE DURING SAID FISCAL YEAR: STEFAN DESCHEEMAEKER (SDS INVEST NV) TO GRANT DISCHARGE FROM LIABILITY TO	
6.D	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: JOHN PORTER TO GRANT DISCHARGE FROM LIABILITY TO	ManagementNo Action
6.E	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: CHARLES H. BRACKEN TO GRANT DISCHARGE FROM LIABILITY TO	ManagementNo Action
6.F	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: DIEDERIK KARSTEN TO GRANT DISCHARGE FROM LIABILITY TO	ManagementNo Action
6.G	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: BALAN NAIR TO GRANT DISCHARGE FROM LIABILITY TO	ManagementNo Action
6.H	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: MANUEL KOHNSTAMM TO GRANT DISCHARGE FROM LIABILITY TO	ManagementNo Action
6.I	THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: JIM RYAN	ManagementNo Action
6.J	TO GRANT DISCHARGE FROM LIABILITY TO THE DIRECTORS WHO WERE IN OFFICE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL	ManagementNo Action

- YEAR: ANGELA MCMULLEN  
TO GRANT DISCHARGE FROM LIABILITY  
TO  
THE DIRECTORS WHO WERE IN OFFICE
- 6.K DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: FRANK DONCK  
TO GRANT DISCHARGE FROM LIABILITY  
TO  
THE DIRECTORS WHO WERE IN OFFICE
- 6.L DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: ALEX BRABERS  
TO GRANT DISCHARGE FROM LIABILITY  
TO  
THE DIRECTORS WHO WERE IN OFFICE
- 6.M DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014, FOR THE EXERCISE OF THEIR MANDATE DURING SAID FISCAL YEAR: JULIEN DE WILDE (DE WILDE J. MANAGEMENT BVBA)  
TO GRANT DISCHARGE FROM LIABILITY  
TO
- 7 THE STATUTORY AUDITOR FOR THE EXERCISE OF HIS MANDATE DURING THE FISCAL YEAR ENDED ON DECEMBER 31, 2014  
RE-APPOINTMENT, UPON NOMINATION IN ACCORDANCE WITH ARTICLE 18.1(II) OF THE
- 8.A ARTICLES OF ASSOCIATION, OF MR. DIEDERIK KARSTEN, FOR A TERM OF 4 YEARS, WITH IMMEDIATE EFFECT AND UNTIL THE CLOSING OF THE GENERAL SHAREHOLDERS' MEETING OF 2019  
RE-APPOINTMENT, UPON NOMINATION IN ACCORDANCE WITH ARTICLE 18.1(II) OF THE
- 8.B ARTICLES OF ASSOCIATION, OF MR. BALAN NAIR, FOR A TERM OF 4 YEARS, WITH IMMEDIATE EFFECT AND UNTIL THE CLOSING OF THE GENERAL SHAREHOLDERS' MEETING OF 2019
- 8.C RE-APPOINTMENT, UPON NOMINATION IN ACCORDANCE WITH ARTICLE 18.1(II) OF THE ARTICLES OF ASSOCIATION, OF MR. MANUEL KOHNSTAMM, FOR A TERM OF 4
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action

- YEARS, WITH IMMEDIATE EFFECT AND UNTIL THE CLOSING OF THE GENERAL SHAREHOLDERS' MEETING OF 2019 APPOINTMENT, UPON NOMINATION IN ACCORDANCE WITH ARTICLE 18.1(I) AND 18.2 OF MRS. CHRISTIANE FRANCK AS "INDEPENDENT DIRECTOR", WITHIN THE MEANING OF ARTICLE 526TER OF THE BELGIAN COMPANY CODE, CLAUSE 2.3 OF THE BELGIAN CORPORATE GOVERNANCE CODE AND THE ARTICLES OF ASSOCIATION
- 8.D OF THE COMPANY, FOR A TERM OF 3 YEARS, WITH IMMEDIATE EFFECT AND UNTIL THE CLOSING OF THE GENERAL SHAREHOLDERS' MEETING OF 2018. IT APPEARS FROM THE DATA AVAILABLE TO THE COMPANY AS WELL AS FROM THE INFORMATION PROVIDED BY MRS. FRANCK, THAT SHE MEETS THE APPLICABLE INDEPENDENCE REQUIREMENTS THE MANDATES OF THE DIRECTORS APPOINTED IN ACCORDANCE WITH ITEM 8(A) UP TO (D) OF THE AGENDA, ARE REMUNERATED IN ACCORDANCE WITH THE
- 8.E RESOLUTIONS OF THE GENERAL SHAREHOLDERS' MEETING OF APRIL 28, 2010 AND APRIL 24, 2013 ACKNOWLEDGEMENT OF THE FACT THAT THE COMPANY KPMG BEDRIJFSREVISOREN
- 9 CVBA BURG. CVBA, STATUTORY AUDITOR OF THE COMPANY CHARGED WITH THE AUDIT OF THE STATUTORY AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY, HAS DECIDED TO REPLACE MR. GOTWIN JACKERS, AUDITOR, AS PERMANENT REPRESENTATIVE BY MR. FILIP DE BOCK, AUDITOR, WITH EFFECT AFTER THE CLOSING OF THE ANNUAL SHAREHOLDERS' MEETING WHICH WILL HAVE DELIBERATED AND VOTED ON THE FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED ON DECEMBER 31, 2014
- 10 APPROVAL, IN AS FAR AS NEEDED AND APPLICABLE, IN ACCORDANCE WITH ARTICLE 556 OF THE BELGIAN COMPANY CODE, OF THE TERMS AND CONDITIONS
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action
- ManagementNo Action

OF  
 THE PERFORMANCE SHARES PLANS  
 ISSUED BY THE COMPANY, WHICH MAY  
 GRANT RIGHTS THAT EITHER COULD  
 HAVE  
 AN IMPACT ON THE COMPANY'S EQUITY  
 OR  
 COULD GIVE RISE TO A LIABILITY OR  
 OBLIGATION OF THE COMPANY IN CASE  
 OF  
 A CHANGE OF CONTROL OVER THE  
 COMPANY

## THE COCA-COLA COMPANY

Security	191216100	Meeting Type	Annual
Ticker Symbol	KO	Meeting Date	29-Apr-2015
ISIN	US1912161007	Agenda	934138163 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HERBERT A. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: RONALD W. ALLEN	Management	For	For
1C.	ELECTION OF DIRECTOR: MARC BOLLAND	Management	For	For
1D.	ELECTION OF DIRECTOR: ANA BOTIN	Management	For	For
1E.	ELECTION OF DIRECTOR: HOWARD G. BUFFETT	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD M. DALEY	Management	For	For
1G.	ELECTION OF DIRECTOR: BARRY DILLER	Management	For	For
1H.	ELECTION OF DIRECTOR: HELENE D. GAYLE	Management	For	For
1I.	ELECTION OF DIRECTOR: EVAN G. GREENBERG	Management	For	For
1J.	ELECTION OF DIRECTOR: ALEXIS M. HERMAN	Management	For	For
1K.	ELECTION OF DIRECTOR: MUHTAR KENT	Management	For	For
1L.	ELECTION OF DIRECTOR: ROBERT A. KOTICK	Management	For	For
1M.	ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO	Management	For	For
1N.	ELECTION OF DIRECTOR: SAM NUNN	Management	For	For
1O.	ELECTION OF DIRECTOR: DAVID B. WEINBERG	Management	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Management	For	For
4.		Shareholder	Against	For

SHAREOWNER PROPOSAL REGARDING  
PROXY ACCESS5. SHAREOWNER PROPOSAL REGARDING  
RESTRICTED STOCK

## STRYKER CORPORATION

Security 863667101

Ticker Symbol SYK

ISIN US8636671013

Shareholder Against

For

Meeting Type

Annual

Meeting Date

29-Apr-2015

Agenda

934140182 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HOWARD E. COX, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: SRIKANT M. DATAR, PH.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: ROCH DOLIVEUX, DVM	Management	For	For
1D.	ELECTION OF DIRECTOR: LOUISE L. FRANCESCONI	Management	For	For
1E.	ELECTION OF DIRECTOR: ALLAN C. GOLSTON	Management	For	For
1F.	ELECTION OF DIRECTOR: KEVIN A. LOBO	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM U. PARFET	Management	For	For
1H.	ELECTION OF DIRECTOR: ANDREW K. SILVERNAIL	Management	For	For
1I.	ELECTION OF DIRECTOR: RONDA E. STRYKER	Management	For	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	APPROVAL, IN AN ADVISORY VOTE, OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For

## NE UTILITIES DBA AS EVERSOURCE ENERGY

Security 30040W108

Ticker Symbol ES

ISIN US30040W1080

Meeting Type

Annual

Meeting Date

29-Apr-2015

Agenda

934140461 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
1	JOHN S. CLARKESON		For	For
2	COTTON M. CLEVELAND		For	For
3	SANFORD CLOUD, JR.		For	For
4	JAMES S. DISTASIO		For	For

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

5	FRANCIS A. DOYLE	For	For
6	CHARLES K. GIFFORD	For	For
7	PAUL A. LA CAMERA	For	For
8	KENNETH R. LEIBLER	For	For
9	THOMAS J. MAY	For	For
10	WILLIAM C. VAN FAASEN	For	For
11	FREDERICA M. WILLIAMS	For	For
12	DENNIS R. WRAASE	For	For

2.	TO APPROVE THE PROPOSED AMENDMENT TO OUR DECLARATION OF TRUST TO CHANGE THE LEGAL NAME OF THE COMPANY FROM NORTHEAST UTILITIES TO EVERSOURCE ENERGY.	Management	For	For
3.	TO CONSIDER AN ADVISORY PROPOSAL APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For

MARATHON PETROLEUM CORPORATION

Security	56585A102	Meeting Type	Annual
Ticker Symbol	MPC	Meeting Date	29-Apr-2015
ISIN	US56585A1025	Agenda	934140978 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DAVID A. DABERKO		For	For
	2 DONNA A. JAMES		For	For
	3 JAMES E. ROHR		For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2015.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S 2015 NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4.	SHAREHOLDER PROPOSAL SEEKING THE ADOPTION OF QUANTITATIVE GREENHOUSE GAS EMISSION REDUCTION GOALS AND ASSOCIATED REPORTS.	Shareholder	Against	For

DISCOVER FINANCIAL SERVICES

Security	254709108	Meeting Type	Annual
Ticker Symbol	DFS	Meeting Date	29-Apr-2015
ISIN	US2547091080	Agenda	934141172 - Management



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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JEFFREY S. ARONIN	Management	For	For
1B.	ELECTION OF DIRECTOR: MARY K. BUSH	Management	For	For
1C.	ELECTION OF DIRECTOR: GREGORY C. CASE	Management	For	For
1D.	ELECTION OF DIRECTOR: CANDACE H. DUNCAN	Management	For	For
1E.	ELECTION OF DIRECTOR: CYNTHIA A. GLASSMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD H. LENNY	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS G. MAHERAS	Management	For	For
1H.	ELECTION OF DIRECTOR: MICHAEL H. MOSKOW	Management	For	For
1I.	ELECTION OF DIRECTOR: DAVID W. NELMS	Management	For	For
1J.	ELECTION OF DIRECTOR: MARK A. THIERER	Management	For	For
1K.	ELECTION OF DIRECTOR: LAWRENCE A. WEINBACH	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. TO RATIFY THE APPOINTMENT OF DELOITTE	Management	For	For
3.	& TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

MARATHON OIL CORPORATION

Security	565849106	Meeting Type	Annual
Ticker Symbol	MRO	Meeting Date	29-Apr-2015
ISIN	US5658491064	Agenda	934142629 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GREGORY H. BOYCE	Management	For	For
1B.	ELECTION OF DIRECTOR: PIERRE BRONDEAU	Management	For	For
1C.	ELECTION OF DIRECTOR: CHADWICK C. DEATON	Management	For	For
1D.	ELECTION OF DIRECTOR: MARCELA E. DONADIO	Management	For	For
1E.	ELECTION OF DIRECTOR: PHILIP LADER	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS	Management	For	For
1G.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For	For

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

1H.	ELECTION OF DIRECTOR: LEE M. TILLMAN	Management	For
2.	RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2015.	Management	For
3.	ADVISORY VOTE TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For
4.	STOCKHOLDER PROPOSAL SEEKING APPROVAL OF STOCKHOLDERS' RIGHTS TO PROXY ACCESS.	Shareholder	Against
5.	STOCKHOLDER PROPOSAL SEEKING A REPORT REGARDING CLIMATE CHANGE RISK.	Shareholder	Against

FIRST NIAGARA FINANCIAL GROUP, INC.

Security	33582V108	Meeting Type	Annual
Ticker Symbol	FNFG	Meeting Date	29-Apr-2015
ISIN	US33582V1089	Agenda	934143760 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 AUSTIN A. ADAMS		For	For
	2 G. THOMAS BOWERS		For	For
	3 ROXANNE J. COADY		For	For
	4 GARY M. CROSBY		For	For
	5 CARL A. FLORIO		For	For
	6 CARLTON L. HIGHSMITH		For	For
	7 SUSAN S. HARNETT		For	For
	8 GEORGE M. PHILIP		For	For
	9 PETER B. ROBINSON		For	For
	10 NATHANIEL D. WOODSON		For	For
	AN ADVISORY (NON-BINDING) VOTE TO APPROVE OUR EXECUTIVE COMPENSATION PROGRAMS AND POLICIES AS DESCRIBED IN THIS PROXY STATEMENT.			
2.	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	CONSIDERATION OF A STOCKHOLDER PROPOSAL, IF PRESENTED.	Management	Against	For

SJW CORP.

Security	784305104	Meeting Type	Annual
Ticker Symbol	SJW	Meeting Date	29-Apr-2015
ISIN	US7843051043	Agenda	934153040 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 K. ARMSTRONG		For	For
	2 W.J. BISHOP		For	For
	3 M.L. CALI		For	For
	4 D.R. KING		For	For
	5 D.B. MORE		For	For
	6 R.B. MOSKOVITZ		For	For
	7 G.E. MOSS		For	For
	8 W.R. ROTH		For	For
	9 R.A. VAN VALER		For	For

2.	APPROVE THE REINCORPORATION OF SJW CORP. FROM CALIFORNIA TO DELAWARE BY MEANS OF A MERGER WITH AND INTO A WHOLLY-OWNED DELAWARE SUBSIDIARY. RATIFY THE APPOINTMENT OF KPMG LLP AS	Management	Against	Against
3.	THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2015.	Management	For	For

REPSOL S.A.

Security	76026T205	Meeting Type	Annual
Ticker Symbol	REPY	Meeting Date	29-Apr-2015
ISIN	US76026T2050	Agenda	934183930 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE ANNUAL FINANCIAL STATEMENTS AND MANAGEMENT REPORT OF REPSOL, S.A., THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED MANAGEMENT REPORT, FOR FISCAL YEAR ENDED 31 DECEMBER 2014.	Management	Take No Action	
2.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE MANAGEMENT OF THE BOARD OF DIRECTORS OF REPSOL, S.A. DURING 2014.	Management	Take No Action	
3.	APPOINTMENT OF THE ACCOUNTS AUDITOR OF REPSOL, S.A. AND ITS CONSOLIDATED GROUP FOR FISCAL YEAR 2015.	Management	Take No Action	
4.	EXAMINATION AND APPROVAL, IF APPROPRIATE, OF THE PROPOSED APPLICATION OF PROFITS FOR 2014.	Management	Take No Action	
5.	INCREASE OF SHARE CAPITAL IN AN AMOUNT DETERMINABLE PURSUANT TO	Management	Take No Action	

- THE TERMS OF THE RESOLUTION, BY ISSUING NEW COMMON SHARES HAVING A PAR VALUE OF ONE (1) EURO EACH, OF THE SAME CLASS AND SERIES AS THOSE CURRENTLY IN CIRCULATION, CHARGED TO VOLUNTARY RESERVES, OFFERING THE SHAREHOLDERS THE POSSIBILITY OF SELLING THE FREE-OF-CHARGE ALLOCATION RIGHTS TO THE COMPANY ITSELF OR ON THE MARKET. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS OR, BY DELEGATION, TO THE DELEGATE COMMITTEE OR THE CEO, TO FIX ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL)
6. SECOND CAPITAL INCREASE IN AN AMOUNT DETERMINABLE PURSUANT TO THE TERMS OF THE RESOLUTION, BY ISSUING NEW COMMON SHARES HAVING A PAR VALUE OF ONE (1) EURO EACH, OF THE SAME CLASS AND SERIES AS THOSE CURRENTLY IN CIRCULATION, CHARGED TO VOLUNTARY RESERVES, OFFERING THE SHAREHOLDERS THE POSSIBILITY OF SELLING THE FREE-OF-CHARGE ALLOCATION RIGHTS TO THE COMPANY ITSELF OR ON THE MARKET. DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS OR, BY DELEGATION, TO THE DELEGATE COMMITTEE OR THE CEO, TO FIX ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) Management Take No Action
7. SHARE ACQUISITION PLAN 2016-2018. Management Take No Action
8. AMENDMENT OF THE PROVISIONS OF THE BY-LAWS RELATING TO THE SHAREHOLDERS' MEETING AND ITS POWERS. AMENDMENT OF ARTICLES 15 (SHAREHOLDERS' MEETING), 19 (NOTICE OF CALL), 20 (POWER AND OBLIGATION TO CALL SHAREHOLDERS' MEETINGS), 21 (QUORUM), 22 (SPECIAL RESOLUTIONS, QUORUMS AND VOTING MAJORITIES), 22 Management Take No Action

- BIS  
(RELATED PARTY TRANSACTIONS), 27  
(DISCUSSION AND ADOPTION OF  
RESOLUTIONS) AND 28 (RIGHT TO  
INFORMATION).  
AMENDMENT OF THE PROVISIONS OF THE  
BY-LAWS RELATING TO THE BOARD OF  
DIRECTORS, ITS COMMITTEES AND THE  
DIRECTORS. AMENDMENT OF ARTICLES 32  
(QUALITATIVE COMPOSITION OF THE  
BOARD), 33 (POWERS OF ADMINISTRATION  
AND SUPERVISION), 39 (AUDIT AND  
CONTROL COMMITTEE), 39 BIS  
9. (NOMINATION AND COMPENSATION  
COMMITTEE), 40 (CHAIRMAN, VICE-  
CHAIRMAN AND LEAD INDEPENDENT  
DIRECTOR), 42 (SECRETARY AND VICE-  
SECRETARY), 43 (TERM OF OFFICE AND  
VACANCIES), 44 (GENERAL OBLIGATIONS  
OF  
THE DIRECTORS), 45 TER ... (DUE TO SPACE  
LIMITS, SEE PROXY MATERIAL FOR FULL  
PROPOSAL)  
AMENDMENT OF THE PROVISIONS OF THE  
BY-LAWS RELATING TO THE  
INFORMATION  
INSTRUMENT OF THE COMPANY.  
10. AMENDMENT OF ARTICLES 45 BIS  
(ANNUAL  
REPORT ON THE REMUNERATION FOR  
DIRECTORS) AND 47 (WEB SITE).  
AMENDMENT OF THE REGULATIONS OF  
THE  
SHAREHOLDERS' MEETING: ARTICLES 3  
(POWERS OF THE SHAREHOLDERS'  
MEETING), 5 (NOTICE OF CALL), 6  
11. (SHAREHOLDERS' RIGHT TO  
PARTICIPATION  
AND INFORMATION), 9 (QUORUM), 13  
(DEBATE AND ADOPTION OF  
RESOLUTIONS)  
AND 14 VOTING ON PROPOSED  
RESOLUTIONS).  
12. RE-ELECTION OF MR. ANTONIO BRUFAU  
NIUBO AS DIRECTOR  
RATIFICATION OF THE APPOINTMENT BY  
13. CO-OPTION AND RE-ELECTION AS  
DIRECTOR OF MR. JOSU JON IMAZ SAN  
MIGUEL.  
14. RE-ELECTION OF MR. LUIS CARLOS  
CROSSIER BATISTA AS DIRECTOR.
- Management Take No Action
- Management Take No Action
- Management Take No Action
- Management Take No Action
- Management Take No Action

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

- |     |   |                           |
|-----|---|---------------------------|
| 15. | RE-ELECTION OF MR. ANGEL DURANDEZ ADEVA AS DIRECTOR.  | Management Take No Action |
| 16. | RE-ELECTION OF MR. MARIO FERNANDEZ PELAZ AS DIRECTOR.   | Management Take No Action |
| 17. | RE-ELECTION OF MR. JOSE MANUEL LOUREDA MANTINAN AS DIRECTOR   | Management Take No Action |
| 18. | RATIFICATION OF THE APPOINTMENT BY CO-OPTION AND RE-ELECTION AS DIRECTOR OF MR. JOHN ROBINSON WEST.   | Management Take No Action |
| 19. | EXAMINATION AND APPROVAL, IF APPROPRIATE, OF THE REMUNERATION POLICY FOR DIRECTORS OF REPSOL, S.A.  | Management Take No Action |
| 20. | ADVISORY VOTE ON THE REPSOL, S.A. ANNUAL REPORT ON DIRECTORS' REMUNERATION FOR 2014   | Management Take No Action |
| 21. | REVOCAION OF THE RESOLUTION TO REDUCE THE CAPITAL BY BUYING BACK OWN SHARES THROUGH A BUY-BACK PROGRAMME APPROVED UNDER POINT SEVEN ON THE AGENDA FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING HELD ON 28 MARCH 2014.   | Management Take No Action |
| 22. | DELEGATION TO THE BOARD OF DIRECTORS OF THE POWER TO ISSUE FIXED INCOME SECURITIES, DEBT INSTRUMENTS, PROMISSORY NOTES, HYBRID INSTRUMENTS AND PREFERENCE SHARES IN ANY OF THE FORMS PERMITTED BY LAW, BOTH SIMPLE AND EXCHANGEABLE   | Management Take No Action |
| 23. | FOR SHARES OUTSTANDING OR OTHER PRE-EXISTING SECURITIES OF OTHER ENTITIES, AND TO GUARANTEE SECURITY ISSUES MADE BY GROUP COMPANIES, RENDERING NULL AND VOID, TO THE EXTENT THAT IT HAS NOT BEEN USED, RESOLUTION FIFTEEN ADOPTED AT THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF 31 MAY 2013. | Management Take No Action |
|     | DELEGATION OF POWERS TO INTERPRET, SUPPLEMENT, DEVELOP, EXECUTE, RECTIFY AND FORMALIZE THE RESOLUTIONS ADOPTED BY THE GENERAL SHAREHOLDERS' MEETING.  | Management Take No Action |

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security 71654V408

Ticker Symbol PBR

ISIN US71654V4086

Meeting Type

Meeting Date

Agenda

Special

29-Apr-2015

934186518 -  
Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF THE MEMBER OF THE BOARD OF DIRECTORS: APPOINTED BY THE CONTROLLING SHAREHOLDER	Management	For	
1B.	ELECTION OF THE MEMBER OF THE BOARD OF DIRECTORS: APPOINTED BY THE MINORITY SHAREHOLDERS: WALTER MENDES DE OLIVEIRA FILHO	Management	For	
2.	ELECTION OF CHAIRMAN OF THE BOARD OF DIRECTORS.	Management	For	
3A.	ELECTION OF THE MEMBERS OF THE AUDIT COMMITTEE AND THEIR RESPECTIVE SUBSTITUTES: APPOINTED BY THE CONTROLLING SHAREHOLDER	Management	For	
3B.	ELECTION OF THE MEMBERS OF THE AUDIT COMMITTEE AND THEIR RESPECTIVE SUBSTITUTES: APPOINTED BY THE MINORITY SHAREHOLDERS: REGINALDO FERREIRA ALEXANDRE & MARIO CORDEIRO FILHO (SUBSTITUTE)	Management	For	
S1.	FIXING OF THE MANAGERS' AND THE FISCAL COUNCILS' COMPENSATION.	Management	For	For
S2.	RATIFICATION OF THE USE OF RESOURCE REGARDING THE BALANCE OF THE TOTAL AMOUNT OF OFFICERS AS APPROVED AT THE EXTRAORDINARY GENERAL MEETING OF 2ND OF APRIL, 2014 FOR PAYMENT OF VACATION BALANCE, HOUSING ASSISTANCE AND AIRFARE FOR MEMBERS OF THE EXECUTIVE BOARD.	Management	Abstain	Against

GERRESHEIMER AG, DUESSELDORF

Security	D2852S109	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	30-Apr-2015
ISIN	DE000A0LD6E6	Agenda	705908169 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF	Non-Voting		

THE AGENDA FOR THE GENERAL MEETING  
 YOU ARE NOT ENTIT-LED TO EXERCISE  
 YOUR VOTING RIGHTS. FURTHER, YOUR  
 VOTING RIGHT MIGHT BE EXCLUD-ED  
 WHEN  
 YOUR SHARE IN VOTING RIGHTS HAS  
 REACHED CERTAIN THRESHOLDS AND  
 YOU  
 HAV-E NOT COMPLIED WITH ANY OF  
 YOUR  
 MANDATORY VOTING RIGHTS  
 NOTIFICATIONS PURSUANT-TO THE  
 GERMAN SECURITIES TRADING ACT  
 (WHPG). FOR QUESTIONS IN THIS REGARD  
 PLE-ASE CONTACT YOUR CLIENT SERVICE  
 REPRESENTATIVE FOR CLARIFICATION. IF  
 YOU DO NO-T HAVE ANY INDICATION  
 REGARDING SUCH CONFLICT OF  
 INTEREST,  
 OR ANOTHER EXCLUSIO-N FROM VOTING,  
 PLEASE SUBMIT YOUR VOTE AS USUAL.  
 THANK YOU.

PLEASE NOTE THAT THE TRUE RECORD  
 DATE FOR THIS MEETING IS 09 APR 2015,  
 WHEREAS-THE MEETING HAS BEEN SETUP  
 USING THE ACTUAL RECORD DATE - 1  
 BUSINESS DAY. THI-S IS DONE TO ENSURE  
 THAT ALL POSITIONS REPORTED ARE IN  
 CONCURRENCE WITH THE GE-RMAN LAW.  
 THANK YOU.

Non-Voting

COUNTER PROPOSALS MAY BE  
 SUBMITTED  
 UNTIL 15.04.2015. FURTHER INFORMATION  
 ON CO-UNTER PROPOSALS CAN BE FOUND  
 DIRECTLY ON THE ISSUER'S WEBSITE  
 (PLEASE REFER TO-THE MATERIAL URL  
 SECTION OF THE APPLICATION). IF YOU  
 WISH TO ACT ON THESE ITE-MS, YOU WILL  
 NEED TO REQUEST A MEETING ATTEND  
 AND VOTE YOUR SHARES DIRECTLY  
 AT-THE  
 COMPANY'S MEETING. COUNTER  
 PROPOSALS CANNOT BE REFLECTED IN  
 THE BALLOT ON-PROXYEDGE.

Non-Voting

1. RECEIVE FINANCIAL STATEMENTS AND  
 STATUTORY REPORTS FOR FISCAL 2014
2. APPROVE ALLOCATION OF INCOME AND  
 DIVIDENDS OF EUR 0.75 PER SHARE
3. APPROVE DISCHARGE OF MANAGEMENT  
 BOARD FOR FISCAL 2014

Non-Voting

ManagementNo Action

ManagementNo Action

ManagementNo Action



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

5.	APPROVE DISCHARGE OF SUPERVISORY BOARD FOR FISCAL 2014 RATIFY DELOITTE TOUCHE GMBH AS AUDITORS FOR FISCAL 2015	Management	No Action
6.	ELECT ANDREA ABT TO THE SUPERVISORY BOARD	Management	No Action
7.	APPROVE REMUNERATION SYSTEM FOR MANAGEMENT BOARD MEMBERS	Management	No Action

KIMBERLY-CLARK CORPORATION

Security	494368103	Meeting Type	Annual
Ticker Symbol	KMB	Meeting Date	30-Apr-2015
ISIN	US4943681035	Agenda	934134898 - Management

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

DANA HOLDING CORP

Security	235825205	Meeting Type	Annual
Ticker Symbol	DAN	Meeting Date	30-Apr-2015
ISIN	US2358252052	Agenda	934137779 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR 1 VIRGINIA A. KAMSKY	Management	For	For

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

2	TERRENCE J. KEATING	For	For
3	R. BRUCE MCDONALD	For	For
4	JOSEPH C. MUSCARI	For	For
5	MARK A. SCHULZ	For	For
6	KEITH E. WANDELL	For	For
7	ROGER J. WOOD	For	For

2.	APPROVAL OF A NON-BINDING, ADVISORY PROPOSAL APPROVING EXECUTIVE COMPENSATION.	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For

CORNING INCORPORATED

Security	219350105	Meeting Type	Annual
Ticker Symbol	GLW	Meeting Date	30-Apr-2015
ISIN	US2193501051	Agenda	934138199 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DONALD W. BLAIR	Management	For	For
1B.	ELECTION OF DIRECTOR: STEPHANIE A. BURNS	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN A. CANNING, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: RICHARD T. CLARK	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT F. CUMMINGS, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES B. FLAWS	Management	For	For
1G.	ELECTION OF DIRECTOR: DEBORAH A. HENRETTA	Management	For	For
1H.	ELECTION OF DIRECTOR: DANIEL P. HUTTENLOCHER	Management	For	For
1I.	ELECTION OF DIRECTOR: KURT M. LANDGRAF	Management	For	For
1J.	ELECTION OF DIRECTOR: KEVIN J. MARTIN	Management	For	For
1K.	ELECTION OF DIRECTOR: DEBORAH D. RIEMAN	Management	For	For
1L.	ELECTION OF DIRECTOR: HANSEL E. TOOKES II	Management	For	For
1M.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For	For
1N.	ELECTION OF DIRECTOR: MARK S. WRIGHTON	Management	For	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CORNING'S INDEPENDENT REGISTERED	Management	For	For

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

PUBLIC ACCOUNTING FIRM FOR THE FISCAL

YEAR ENDING DECEMBER 31, 2015.

3. ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION. Management For For

4. HOLY LAND PRINCIPLES SHAREHOLDER PROPOSAL. Shareholder Against For

THE EMPIRE DISTRICT ELECTRIC COMPANY

Security	291641108	Meeting Type	Annual
Ticker Symbol	EDE	Meeting Date	30-Apr-2015
ISIN	US2916411083	Agenda	934139088 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 D. RANDY LANEY		For	For
	2 BONNIE C. LIND		For	For
	3 B. THOMAS MUELLER		For	For
	4 PAUL R. PORTNEY		For	For

2. TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS EMPIRE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. Management For For

3. TO VOTE UPON A NON-BINDING ADVISORY PROPOSAL TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THIS PROXY STATEMENT. Management For For

OWENS & MINOR, INC.

Security	690732102	Meeting Type	Annual
Ticker Symbol	OMI	Meeting Date	30-Apr-2015
ISIN	US6907321029	Agenda	934140093 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES L. BIERMAN	Management	For	For
1B.	ELECTION OF DIRECTOR: STUART M. ESSIG	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN W. GERDELMAN	Management	For	For
1D.	ELECTION OF DIRECTOR: LEMUEL E. LEWIS	Management	For	For
1E.	ELECTION OF DIRECTOR: MARTHA H. MARSH	Management	For	For
1F.	ELECTION OF DIRECTOR: EDDIE N. MOORE, JR.	Management	For	For

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

1G.	ELECTION OF DIRECTOR: JAMES E. ROGERS	ManagementFor	For
1H.	ELECTION OF DIRECTOR: DAVID S. SIMMONS	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ROBERT C. SLEDD	ManagementFor	For
1J.	ELECTION OF DIRECTOR: CRAIG R. SMITH	ManagementFor	For
1K.	ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE	ManagementFor	For
2.	VOTE TO APPROVE THE PROPOSED OWENS & MINOR, INC. 2015 STOCK INCENTIVE PLAN.	ManagementFor	For
3.	VOTE TO RATIFY KPMG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
4.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor	For
HCA HOLDINGS, INC.			
Security	40412C101	Meeting Type	Annual
Ticker Symbol	HCA	Meeting Date	30-Apr-2015
ISIN	US40412C1018	Agenda	934141312 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. MILTON JOHNSON		For	For
	2 ROBERT J. DENNIS		For	For
	3 NANCY-ANN DEPARLE		For	For
	4 THOMAS F. FRIST III		For	For
	5 WILLIAM R. FRIST		For	For
	6 ANN H. LAMONT		For	For
	7 JAY O. LIGHT		For	For
	8 GEOFFREY G. MEYERS		For	For
	9 MICHAEL W. MICHELSON		For	For
	10 WAYNE J. RILEY, M.D.		For	For
	11 JOHN W. ROWE, M.D.		For	For
	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015	ManagementFor		For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor		For
CINCINNATI BELL INC.				
Security	171871403	Meeting Type	Annual	
Ticker Symbol	CBBPRB	Meeting Date	30-Apr-2015	
ISIN	US1718714033	Agenda	934141348 - Management	

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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PHILLIP R. COX	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN W. ECK	Management	For	For
1C.	ELECTION OF DIRECTOR: JAKKI L. HAUSSLER	Management	For	For
1D.	ELECTION OF DIRECTOR: CRAIG F. MAIER	Management	For	For
1E.	ELECTION OF DIRECTOR: RUSSEL P. MAYER	Management	For	For
1F.	ELECTION OF DIRECTOR: LYNN A. WENTWORTH	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN M. ZRNO	Management	For	For
1H.	ELECTION OF DIRECTOR: THEODORE H. TORBECK	Management	For	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
3.	APPROVE AN AMENDMENT TO THE CINCINNATI BELL INC. 2007 LONG TERM INCENTIVE PLAN.	Management	For	For
4.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015.	Management	For	For

SOUTH JERSEY INDUSTRIES, INC.

Security	838518108	Meeting Type	Annual
Ticker Symbol	SJI	Meeting Date	30-Apr-2015
ISIN	US8385181081	Agenda	934142631 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SARAH M. BARPOULIS	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS A. BRACKEN	Management	For	For
1C.	ELECTION OF DIRECTOR: KEITH S. CAMPBELL	Management	For	For
1D.	ELECTION OF DIRECTOR: SHEILA HARTNETT-DEVLIN	Management	For	For
1E.	ELECTION OF DIRECTOR: VICTOR A. FORTKIEWICZ	Management	For	For
1F.	ELECTION OF DIRECTOR: WALTER M. HIGGINS III	Management	For	For
1G.	ELECTION OF DIRECTOR: SUNITA HOLZER	Management	For	For
1H.	ELECTION OF DIRECTOR: JOSEPH H. PETROWSKI	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL J. RENNA	Management	For	For
1J.	ELECTION OF DIRECTOR: FRANK L. SIMS	Management	For	For
2.		Management	For	For

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

TO HOLD AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.

3.	TO ADOPT THE 2015 OMNIBUS EQUITY COMPENSATION PLAN.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For

ECHOSTAR CORPORATION

Security	278768106	Meeting Type	Annual
Ticker Symbol	SATS	Meeting Date	30-Apr-2015
ISIN	US2787681061	Agenda	934143847 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. STANTON DODGE		For	For
	2 MICHAEL T. DUGAN		For	For
	3 CHARLES W. ERGEN		For	For
	4 ANTHONY M. FEDERICO		For	For
	5 PRADMAN P. KAUL		For	For
	6 TOM A. ORTOLF		For	For
	7 C. MICHAEL SCHROEDER		For	For

TO RATIFY THE APPOINTMENT OF KPMG LLP

2.	AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
----	--	------------	-----	-----

BCE INC.

Security	05534B760	Meeting Type	Annual
Ticker Symbol	BCE	Meeting Date	30-Apr-2015
ISIN	CA05534B7604	Agenda	934145889 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 B.K. ALLEN		For	For
	2 R.A. BRENNEMAN		For	For
	3 S. BROCHU		For	For
	4 R.E. BROWN		For	For
	5 G.A. COPE		For	For
	6 D.F. DENISON		For	For
	7 R.P. DEXTER		For	For
	8 I. GREENBERG		For	For
	9 G.M. NIXON		For	For
	10 T.C. O'NEILL		For	For

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

	11	R.C. SIMMONDS		For	For
	12	C. TAYLOR		For	For
	13	P.R. WEISS		For	For
02		APPOINTMENT OF DELOITTE LLP AS AUDITORS.	Management	For	For
03		RESOLVED, ON AN ADVISORY BASIS AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS, THAT THE SHAREHOLDERS ACCEPT THE APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN THE 2015 MANAGEMENT PROXY CIRCULAR DATED MARCH 5, 2015 DELIVERED IN ADVANCE OF	Management	For	For
04		THE 2015 ANNUAL MEETING OF SHAREHOLDERS OF BCE. RESOLVED, AS AN ORDINARY RESOLUTION, THAT THE AMENDMENTS TO BY-LAW ONE OF THE CORPORATION, IN THE FORM ADOPTED BY THE BOARD OF DIRECTORS OF BCE INC. ON FEBRUARY 5, 2015 AND REFLECTED IN THE AMENDED AND RESTATED BY-LAW ONE OF THE CORPORATION ATTACHED AS SCHEDULE A	Management	For	For
5A		TO THE MANAGEMENT PROXY CIRCULAR OF THE CORPORATION DATED MARCH 5, 2015, BE AND ARE HEREBY CONFIRMED. PROPOSAL NO. 1 DIRECTOR QUALIFICATIONS.	Shareholder	Against	For
5B		PROPOSAL NO. 2 GENDER EQUALITY.	Shareholder	Against	For
5C		PROPOSAL NO. 3 BUSINESS AND PRICING PRACTICES.	Shareholder	Against	For

BCE INC.

Security	05534B760	Meeting Type	Annual
Ticker Symbol	BCE	Meeting Date	30-Apr-2015
ISIN	CA05534B7604	Agenda	934152125 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1	B.K. ALLEN	For	For
	2	R.A. BRENNEMAN	For	For
	3	S. BROCHU	For	For
	4	R.E. BROWN	For	For
	5	G.A. COPE	For	For
	6	D.F. DENISON	For	For
	7	R.P. DEXTER	For	For

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

	8	I. GREENBERG	For	For
	9	G.M. NIXON	For	For
	10	T.C. O'NEILL	For	For
	11	R.C. SIMMONDS	For	For
	12	C. TAYLOR	For	For
	13	P.R. WEISS	For	For

02	APPOINTMENT OF DELOITTE LLP AS AUDITORS.	Management	For	For
----	--	------------	-----	-----

RESOLVED, ON AN ADVISORY BASIS AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS, THAT THE SHAREHOLDERS ACCEPT THE APPROACH TO EXECUTIVE

03	COMPENSATION DISCLOSED IN THE 2015 MANAGEMENT PROXY CIRCULAR DATED MARCH 5, 2015 DELIVERED IN ADVANCE OF	Management	For	For
----	--	------------	-----	-----

THE 2015 ANNUAL MEETING OF SHAREHOLDERS OF BCE. RESOLVED, AS AN ORDINARY RESOLUTION,

04	THAT THE AMENDMENTS TO BY-LAW ONE OF THE CORPORATION, IN THE FORM ADOPTED BY THE BOARD OF DIRECTORS OF BCE INC. ON FEBRUARY 5, 2015 AND REFLECTED IN THE AMENDED AND RESTATED BY-LAW ONE OF THE CORPORATION ATTACHED AS SCHEDULE A	Management	For	For
----	--	------------	-----	-----

TO THE MANAGEMENT PROXY CIRCULAR OF THE CORPORATION DATED MARCH 5, 2015, BE AND ARE HEREBY CONFIRMED.

5A	PROPOSAL NO. 1 DIRECTOR QUALIFICATIONS.	Shareholder	Against	For
----	---	-------------	---------	-----

5B	PROPOSAL NO. 2 GENDER EQUALITY.	Shareholder	Against	For
----	---------------------------------	-------------	---------	-----

5C	PROPOSAL NO. 3 BUSINESS AND PRICING PRACTICES.	Shareholder	Against	For
----	--	-------------	---------	-----

MEAD JOHNSON NUTRITION COMPANY

Security	582839106	Meeting Type	Annual
Ticker Symbol	MJN	Meeting Date	30-Apr-2015
ISIN	US5828391061	Agenda	934157175 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEVEN M. ALTSCHULER, M.D.	Management	For	For
1B.	ELECTION OF DIRECTOR: HOWARD B. BERNICK	Management	For	For
1C.		Management	For	For



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

	ELECTION OF DIRECTOR: KIMBERLY A. CASIANO		
1D.	ELECTION OF DIRECTOR: ANNA C. CATALANO	ManagementFor	For
1E.	ELECTION OF DIRECTOR: CELESTE A. CLARK, PH.D.	ManagementFor	For
1F.	ELECTION OF DIRECTOR: JAMES M. CORNELIUS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: STEPHEN W. GOLSBY	ManagementFor	For
1H.	ELECTION OF DIRECTOR: MICHAEL GROBSTEIN	ManagementFor	For
1I.	ELECTION OF DIRECTOR: PETER KASPER JAKOBSEN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: PETER G. RATCLIFFE	ManagementFor	For
1K.	ELECTION OF DIRECTOR: MICHAEL A. SHERMAN	ManagementFor	For
1L.	ELECTION OF DIRECTOR: ELLIOTT SIGAL, M.D., PH.D.	ManagementFor	For
1M.	ELECTION OF DIRECTOR: ROBERT S. SINGER	ManagementFor	For
2.	ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor	For
3.	APPROVAL OF THE MEAD JOHNSON NUTRITION COMPANY LONG-TERM INCENTIVE PLAN	ManagementFor	For
4.	THE RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	ManagementFor	For
	CULLEN/FROST BANKERS, INC.		
	Security 229899109	Meeting Type	Annual
	Ticker Symbol CFR	Meeting Date	30-Apr-2015
	ISIN US2298991090	Agenda	934157632 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. DENNY ALEXANDER		For	For
	2 CARLOS ALVAREZ		For	For
	3 ROYCE S. CALDWELL		For	For
	4 CRAWFORD H. EDWARDS		For	For
	5 RUBEN M. ESCOBEDO		For	For
	6 RICHARD W. EVANS, JR.		For	For
	7 PATRICK B. FROST		For	For
	8 DAVID J. HAEMISEGGER		For	For
	9 KAREN E. JENNINGS		For	For
	10 RICHARD M. KLEBERG, III		For	For
	11 CHARLES W. MATTHEWS		For	For

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

	12	IDA CLEMENT STEEN		For	For
	13	HORACE WILKINS, JR.		For	For
	14	JACK WOOD		For	For
2.		TO APPROVE THE 2015 OMNIBUS INCENTIVE PLAN.	Management	Against	Against
3.		TO RATIFY THE SELECTION OF ERNST & YOUNG LLP TO ACT AS INDEPENDENT AUDITORS OF CULLEN/FROST BANKERS, INC. FOR THE FISCAL YEAR THAT BEGAN JANUARY 1, 2015.	Management	For	For
4.		PROPOSAL TO ADOPT THE ADVISORY (NON-BINDING) RESOLUTION APPROVING EXECUTIVE COMPENSATION.	Management	For	For
UNILEVER PLC					
	Security	904767704		Meeting Type	Annual
	Ticker Symbol	UL		Meeting Date	30-Apr-2015
	ISIN	US9047677045		Agenda	934164055 - Management
Item	Proposal		Proposed by	Vote	For/Against Management
1.	TO RECEIVE AND CONSIDER THE ACCOUNTS AND BALANCE SHEET FOR THE YEAR ENDED 31 DECEMBER 2014, TOGETHER WITH THE DIRECTORS' REPORT, THE AUDITOR'S REPORT AND THE STRATEGIC REPORT.		Management	For	For
2.	TO CONSIDER AND, IF THOUGHT FIT, APPROVE THE DIRECTORS' REMUNERATION REPORT WHICH IS SET OUT ON PAGES 62 TO 77 OF THE ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2014.		Management	For	For
3.	RE-ELECTION OF EXECUTIVE DIRECTOR: MR P G J M POLMAN		Management	For	For
4.	RE-ELECTION OF EXECUTIVE DIRECTOR: MR R J-M S HUET		Management	For	For
5.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: MRS L M CHA		Management	For	For
6.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: PROFESSOR L O FRESCO		Management	For	For
7.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: MS A M FUDGE		Management	For	For
8.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: MS M MA		Management	For	For

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

9.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: MS H NYASULU	ManagementFor	For
10.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: MR J RISHTON	ManagementFor	For
11.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: MR F SIJBESMA	ManagementFor	For
12.	RE-ELECTION OF NON-EXECUTIVE DIRECTOR: MR M TRESCHOW	ManagementFor	For
13.	ELECTION OF NON-EXECUTIVE DIRECTOR: MR N S ANDERSEN	ManagementFor	For
14.	ELECTION OF NON-EXECUTIVE DIRECTOR: MR V COLAO	ManagementFor	For
15.	ELECTION OF NON-EXECUTIVE DIRECTOR: DR J HARTMANN	ManagementFor	For
16.	TO RE-APPOINT KPMG LLP AS AUDITOR OF THE COMPANY TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE THE MEMBERS.	ManagementFor	For
17.	TO AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITOR.	ManagementFor	For
18.	DIRECTORS' AUTHORITY TO ISSUE SHARES	Management Abstain	Against
19.	DISAPPLICATION OF PRE-EMPTION RIGHTS	Management Abstain	Against
20.	COMPANY'S AUTHORITY TO PURCHASE ITS OWN SHARES	Management Abstain	Against
21.	POLITICAL DONATIONS AND EXPENDITURE	Management Abstain	Against
22.	NOTICE PERIOD FOR GENERAL MEETINGS	Management Against	Against
ABB LTD			
Security	000375204	Meeting Type	Annual
Ticker Symbol	ABB	Meeting Date	30-Apr-2015
ISIN	US0003752047	Agenda	934175236 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF THE ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS AND THE ANNUAL FINANCIAL STATEMENTS FOR 2014	ManagementFor	For	For
2.	CONSULTATIVE VOTE ON THE 2014 COMPENSATION REPORT	ManagementFor	For	For
3.	DISCHARGE OF THE BOARD OF DIRECTORS AND THE PERSONS ENTRUSTED WITH MANAGEMENT	ManagementFor	For	For
4.1	APPROPRIATION OF AVAILABLE EARNINGS	ManagementFor	For	For

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

	AND DISTRIBUTION OF CAPITAL CONTRIBUTION RESERVE		
4.2	CAPITAL REDUCTION THROUGH NOMINAL VALUE REPAYMENT	ManagementFor	For
5.	AMENDMENT TO THE ARTICLES OF INCORPORATION RELATED TO THE CAPITAL REDUCTION	ManagementAbstain	Against
6.	RENEWAL OF AUTHORIZED SHARE CAPITAL	ManagementAbstain	Against
7.1	BINDING VOTE ON THE TOTAL COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE NEXT TERM OF OFFICE, I.E. FROM THE 2015 ANNUAL GENERAL MEETING TO THE 2016 ANNUAL GENERAL MEETING	ManagementFor	For
7.2	BINDING VOTE ON THE TOTAL COMPENSATION OF THE MEMBERS OF THE EXECUTIVE COMMITTEE FOR THE FOLLOWING FINANCIAL YEAR, I.E. 2016	ManagementFor	For
8.1	ELECTION OF DIRECTOR: ROGER AGNELLI	ManagementFor	For
8.2	ELECTION OF DIRECTOR: MATTI ALAHUHTA	ManagementFor	For
8.3	ELECTION OF DIRECTOR: DAVID CONSTABLE	ManagementFor	For
8.4	ELECTION OF DIRECTOR: LOUIS R. HUGHES	ManagementFor	For
8.5	ELECTION OF DIRECTOR: MICHEL DE ROSEN	ManagementFor	For
8.6	ELECTION OF DIRECTOR: JACOB WALLENBERG	ManagementFor	For
8.7	ELECTION OF DIRECTOR: YING YEH	ManagementFor	For
8.8	ELECTION OF DIRECTOR AND CHAIRMAN: PETER VOSER	ManagementFor	For
9.1	ELECTION TO THE COMPENSATION COMMITTEE: DAVID CONSTABLE	ManagementFor	For
9.2	ELECTION TO THE COMPENSATION COMMITTEE: MICHEL DE ROSEN	ManagementFor	For
9.3	ELECTION TO THE COMPENSATION COMMITTEE: YING YEH	ManagementFor	For
10.	RE-ELECTION OF THE INDEPENDENT PROXY DR. HANS ZEHNDER	ManagementFor	For
11.	RE-ELECTION OF THE AUDITORS ERNST & YOUNG AG	ManagementFor	For

MAPLE LEAF FOODS INC.

Security	564905107	Meeting Type	Annual
Ticker Symbol	MLFNF	Meeting Date	30-Apr-2015
ISIN	CA5649051078	Agenda	934178496 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 WILLIAM E. AZIZ		For	For
	2 W. GEOFFREY BEATTIE		For	For
	3 GREGORY A. BOLAND		For	For
	4 JOHN L. BRAGG		For	For
	5 RONALD G. CLOSE		For	For
	6 HON. DAVID L. EMERSON		For	For
	7 JEAN M. FRASER		For	For
	8 CLAUDE R. LAMOUREUX		For	For
	9 MICHAEL H. MCCAIN		For	For
	10 JAMES P. OLSON		For	For

APPOINTMENT OF KPMG LLP, AS AUDITORS

02	OF MAPLE LEAF FOODS INC. AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For
----	---	------------	-----	-----

03	TO APPROVE, ON AN ADVISORY AND NON-BINDING BASIS, MAPLE LEAF FOODS INC.'S APPROACH TO EXECUTIVE COMPENSATION.	Management	For	For
----	---	------------	-----	-----

ALCOA INC.

Security	013817101	Meeting Type	Annual
Ticker Symbol	AA	Meeting Date	01-May-2015
ISIN	US0138171014	Agenda	934136551 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: KATHRYN S. FULLER	Management	For	For
1.2	ELECTION OF DIRECTOR: L. RAFAEL REIF	Management	For	For
1.3	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For	For
1.4	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Management	For	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For

ZOETIS INC.

Security	98978V103	Meeting Type	Annual
Ticker Symbol	ZTS	Meeting Date	01-May-2015
ISIN	US98978V1035	Agenda	934140295 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

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

1.1	ELECTION OF DIRECTOR: SANJAY KHOSLA	ManagementFor	For
1.2	ELECTION OF DIRECTOR: WILLIE M. REED	ManagementFor	For
1.3	ELECTION OF DIRECTOR: WILLIAM C. STEERE, JR.	ManagementFor	For
2.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	ManagementFor	For
3.	PROPOSAL TO RATIFY KPMG LLP AS OUR INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For

OCCIDENTAL PETROLEUM CORPORATION

Security	674599105	Meeting Type	Annual
Ticker Symbol	OXY	Meeting Date	01-May-2015
ISIN	US6745991058	Agenda	934153723 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SPENCER ABRAHAM	Management	For	For
1B.	ELECTION OF DIRECTOR: HOWARD I. ATKINS	Management	For	For
1C.	ELECTION OF DIRECTOR: EUGENE L. BATCHELDER	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN E. FEICK	Management	For	For
1F.	ELECTION OF DIRECTOR: MARGARET M. FORAN	Management	For	For
1G.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM R. KLESSE	Management	For	For
1I.	ELECTION OF DIRECTOR: AVEDICK B. POLADIAN	Management	For	For
1J.	ELECTION OF DIRECTOR: ELISSE B. WALTER	Management	For	For
2.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION	Management	For	For
3.	APPROVAL OF THE OCCIDENTAL PETROLEUM CORPORATION 2015 LONG-TERM INCENTIVE PLAN	Management	For	For
4.	RATIFICATION OF INDEPENDENT AUDITORS	Management	For	For
5.	RECOVERY OF UNEARNED MANAGEMENT BONUSES	Shareholder	Against	For
6.	PROXY ACCESS	Shareholder	Against	For
7.	METHANE EMISSIONS AND FLARING	Shareholder	Against	For
8.	REVIEW LOBBYING AT FEDERAL, STATE, LOCAL LEVELS	Shareholder	Against	For

EBAY INC.

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

Security	278642103	Meeting Type	Annual
Ticker Symbol	EBAY	Meeting Date	01-May-2015
ISIN	US2786421030	Agenda	934160627 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FRED D. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: ANTHONY J. BATES	Management	For	For
1C.	ELECTION OF DIRECTOR: EDWARD W. BARNHOLT	Management	For	For
1D.	ELECTION OF DIRECTOR: JONATHAN CHRISTODORO	Management	For	For
1E.	ELECTION OF DIRECTOR: SCOTT D. COOK	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN J. DONAHOE	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID W. DORMAN	Management	For	For
1H.	ELECTION OF DIRECTOR: BONNIE S. HAMMER	Management	For	For
1I.	ELECTION OF DIRECTOR: GAIL J. MCGOVERN	Management	For	For
1J.	ELECTION OF DIRECTOR: KATHLEEN C. MITIC	Management	For	For
1K.	ELECTION OF DIRECTOR: DAVID M. MOFFETT	Management	For	For
1L.	ELECTION OF DIRECTOR: PIERRE M. OMIDYAR	Management	For	For
1M.	ELECTION OF DIRECTOR: THOMAS J. TIERNEY	Management	For	For
1N.	ELECTION OF DIRECTOR: PERRY M. TRAQUINA	Management	For	For
1O.	ELECTION OF DIRECTOR: FRANK D. YEARY	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	TO APPROVE THE MATERIAL TERMS, INCLUDING THE PERFORMANCE GOALS, OF THE AMENDMENT AND RESTATEMENT OF THE EBAY INCENTIVE PLAN.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
5.	TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER ACTION BY WRITTEN CONSENT WITHOUT A MEETING,	Shareholder	Against	For

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

IF  
PROPERLY PRESENTED BEFORE THE  
MEETING.

6. TO CONSIDER A STOCKHOLDER PROPOSAL  
REGARDING STOCKHOLDER PROXY  
ACCESS, IF PROPERLY PRESENTED  
BEFORE THE MEETING. Shareholder Against For

7. TO CONSIDER A STOCKHOLDER PROPOSAL  
REGARDING GENDER PAY, IF PROPERLY  
PRESENTED BEFORE THE MEETING. Shareholder Against For

AGNICO EAGLE MINES LIMITED

Security	008474108	Meeting Type	Annual and Special Meeting
Ticker Symbol	AEM	Meeting Date	01-May-2015
ISIN	CA0084741085	Agenda	934166299 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 LEANNE M. BAKER		For	For
	2 SEAN BOYD		For	For
	3 MARTINE A. CELEJ		For	For
	4 ROBERT J. GEMMELL		For	For
	5 BERNARD KRAFT		For	For
	6 MEL LEIDERMAN		For	For
	7 DEBORAH MCCOMBE		For	For
	8 JAMES D. NASSO		For	For
	9 SEAN RILEY		For	For
	10 J. MERFYN ROBERTS		For	For
	11 HOWARD R. STOCKFORD		For	For
	12 PERTTI VOUTILAINEN		For	For

02. APPOINTMENT OF ERNST & YOUNG LLP AS  
AUDITORS OF THE COMPANY AND  
AUTHORIZING THE DIRECTORS TO FIX  
THEIR REMUNERATION. Management For For

03. AN ORDINARY RESOLUTION APPROVING  
AN  
AMENDMENT TO THE COMPANY'S  
INCENTIVE SHARE PURCHASE PLAN. Management For For

04. AN ORDINARY RESOLUTION APPROVING  
AN  
AMENDMENT TO THE COMPANY'S STOCK  
OPTION PLAN. Management Against Against

05. A NON-BINDING, ADVISORY RESOLUTION  
ACCEPTING THE COMPANY'S APPROACH  
TO  
EXECUTIVE COMPENSATION. Management For For

BERKSHIRE HATHAWAY INC.

Security	084670702	Meeting Type	Annual
Ticker Symbol	BRKB	Meeting Date	02-May-2015



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

ISIN US0846707026 Agenda 934139292 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WARREN E. BUFFETT		For	For
	2 CHARLES T. MUNGER		For	For
	3 HOWARD G. BUFFETT		For	For
	4 STEPHEN B. BURKE		For	For
	5 SUSAN L. DECKER		For	For
	6 WILLIAM H. GATES III		For	For
	7 DAVID S. GOTTESMAN		For	For
	8 CHARLOTTE GUYMAN		For	For
	9 THOMAS S. MURPHY		For	For
	10 RONALD L. OLSON		For	For
	11 WALTER SCOTT, JR.		For	For
	12 MERYL B. WITMER		For	For

THE YORK WATER COMPANY

Security 987184108 Meeting Type Annual  
 Ticker Symbol YORW Meeting Date 04-May-2015  
 ISIN US9871841089 Agenda 934135799 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MICHAEL W. GANG, ESQ.		For	For
	2 JEFFREY R. HINES, P.E.		For	For
	3 GEORGE W. HODGES		For	For
	4 GEORGE HAY KAIN III		For	For
2.	TO RATIFY THE APPOINTMENT OF BAKER TILLY VIRCHOW KRAUSE, LLP AS AUDITORS.	Management	For	For

ELI LILLY AND COMPANY

Security 532457108 Meeting Type Annual  
 Ticker Symbol LLY Meeting Date 04-May-2015  
 ISIN US5324571083 Agenda 934139216 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. BAICKER	Management	For	For
1B.	ELECTION OF DIRECTOR: J.E. FYRWALD	Management	For	For
1C.	ELECTION OF DIRECTOR: E.R. MARRAM	Management	For	For
1D.	ELECTION OF DIRECTOR: J.P. TAI	Management	For	For
2.	APPROVE ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF	Management	For	For

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

DIRECTORS OF ERNST & YOUNG LLP AS  
PRINCIPAL INDEPENDENT AUDITOR FOR  
2015.

CYRUSONE INC.

Security	23283R100	Meeting Type	Annual
Ticker Symbol	CONE	Meeting Date	04-May-2015
ISIN	US23283R1005	Agenda	934140257 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 GARY J. WOJTASZEK		For	For
	2 WILLIAM E. SULLIVAN		For	For
	3 T. TOD NIELSEN		For	For
	4 ALEX SHUMATE		For	For
	5 DAVID H. FERDMAN		For	For
	6 LYNN A. WENTWORTH		For	For
	7 JOHN W. GAMBLE		For	For
2	APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS (SAY-ON-PAY)	Management	For	For
3	RECOMMENDATION, BY ADVISORY (NON-BINDING) VOTE, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION	Management	1 Year	For
4	THE RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For

QTS REALTY TRUST, INC.

Security	74736A103	Meeting Type	Annual
Ticker Symbol	QTS	Meeting Date	04-May-2015
ISIN	US74736A1034	Agenda	934143950 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CHAD L. WILLIAMS		For	For
	2 PHILIP P. TRAHANAS		For	For
	3 JOHN W. BARTER		For	For
	4 WILLIAM O. GRABE		For	For
	5 CATHERINE R. KINNEY		For	For
	6 PETER A. MARINO		For	For
	7 SCOTT D. MILLER		For	For
	8 STEPHEN E. WESTHEAD		For	For
2.	TO APPROVE AN AMENDMENT TO THE QTS REALTY TRUST, INC. 2013 EQUITY	Management	Against	Against

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

INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER BY 3,000,000 AND ADD CERTAIN ADDITIONAL AUTHORIZED PERFORMANCE MEASURES AND APPROVE THE MATERIAL TERMS FOR PAYMENT OF PERFORMANCE-BASED COMPENSATION THEREUNDER FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE. TO RATIFY THE APPOINTMENT OF ERNST &

3. YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. Management For For

PEABODY ENERGY CORPORATION

Security 704549104 Meeting Type Annual  
 Ticker Symbol BTU Meeting Date 04-May-2015  
 ISIN US7045491047 Agenda 934151414 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 GREGORY H. BOYCE		For	For
	2 WILLIAM A. COLEY		For	For
	3 WILLIAM E. JAMES		For	For
	4 ROBERT B. KARN III		For	For
	5 GLENN L. KELLOW		For	For
	6 HENRY E. LENTZ		For	For
	7 ROBERT A. MALONE		For	For
	8 WILLIAM C. RUSNACK		For	For
	9 MICHAEL W. SUTHERLIN		For	For
	10 JOHN F. TURNER		For	For
	11 SANDRA A. VAN TREASE		For	For
	12 HEATHER A. WILSON		For	For

RATIFICATION OF APPOINTMENT OF ERNST

2. & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. Management For For

3. APPROVAL, ON AN ADVISORY BASIS, OF OUR NAMED EXECUTIVE OFFICERS' COMPENSATION. Management For For

4. APPROVAL OF OUR 2015 LONG-TERM INCENTIVE PLAN. Management For For

5. SHAREHOLDER PROPOSAL ON PROXY ACCESS. Shareholder Against For

SANOFI

Security 80105N105 Meeting Type Annual  
 Ticker Symbol SNY Meeting Date 04-May-2015

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

ISIN	US80105N1054	Agenda	934185465 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVAL OF THE INDIVIDUAL COMPANY FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2014	Management	For	For
2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2014	Management	For	For
3	APPROPRIATION OF PROFITS, DECLARATION OF DIVIDEND	Management	For	For
4	AGREEMENTS AND COMMITMENTS COVERED BY ARTICLES L. 225-38 ET SEQ OF THE FRENCH COMMERCIAL CODE	Management	For	For
5	REAPPOINTMENT OF A DIRECTOR - SERGE WEINBERG	Management	For	For
6	REAPPOINTMENT OF A DIRECTOR - SUET-FERN LEE	Management	For	For
7	RATIFICATION OF THE CO-OPTING OF A DIRECTOR - BONNIE BASSLER	Management	For	For
8	REAPPOINTMENT OF A DIRECTOR - BONNIE BASSLER	Management	For	For
9	RATIFICATION OF THE CO-OPTING OF A DIRECTOR - OLIVIER BRANDICOURT	Management	For	For
10	CONSULTATIVE VOTE ON THE COMPONENTS OF THE COMPENSATION DUE OR AWARDED TO SERGE WEINBERG, CHAIRMAN OF THE BOARD OF DIRECTORS, IN RESPECT OF THE YEAR ENDED DECEMBER 31, 2014	Management	For	For
11	CONSULTATIVE VOTE ON THE COMPONENTS OF THE COMPENSATION DUE OR AWARDED TO CHRISTOPHER VIEHBACHER, CHIEF EXECUTIVE OFFICER, IN RESPECT OF THE YEAR ENDED DECEMBER 31, 2014	Management	For	For
12	AUTHORIZATION TO THE BOARD OF DIRECTORS TO CARRY OUT TRANSACTIONS	Management	For	For
S1	IN THE COMPANY'S SHARES DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO ISSUE, WITH PREEMPTIVE RIGHTS MAINTAINED, SHARES AND/OR SECURITIES	Management	For	For

	GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO ISSUE, WITH PREEMPTIVE RIGHTS CANCELLED, SHARES AND/OR SECURITIES		
S2	GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY, VIA A PUBLIC OFFERING DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO ISSUE, WITH PREEMPTIVE RIGHTS CANCELLED, SHARES AND/OR SECURITIES	Management Against	Against
S3	GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY, VIA A PRIVATE PLACEMENT DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO	Management Against	Against
S4	ISSUE SECURITIES REPRESENTING A DEBTOR CLAIM AND GIVING ACCESS TO THE SHARE CAPITAL OF SUBSIDIARIES AND/OR OF ANY OTHER COMPANY DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO INCREASE THE NUMBER OF SHARES TO BE ISSUED IN THE EVENT OF AN ISSUE OF ORDINARY SHARES AND/OR OF SECURITIES GIVING	Management For	For
S5	ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY SUBSIDIARY, AND/OR OF ANY OTHER COMPANY, WITH OR WITHOUT PREEMPTIVE RIGHTS	Management Against	Against
S6	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY WITH A VIEW TO THE ISSUANCE, WITH PREEMPTIVE RIGHTS CANCELLED, OF SHARES AND/OR SECURITIES GIVING ACCESS TO THE SHARE CAPITAL OF THE COMPANY, OF ANY OF ITS SUBSIDIARIES AND/OR OF ANY OTHER COMPANY, AS CONSIDERATION FOR ASSETS TRANSFERRED TO THE COMPANY	Management Against	Against

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

S7	AS A SHARE CAPITAL CONTRIBUTION IN KIND DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO CARRY OUT INCREASES IN THE SHARE CAPITAL BY INCORPORATION OF SHARE PREMIUM, RESERVES, PROFITS OR OTHER ITEMS	ManagementFor	For
S8	AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL BY CANCELLATION OF TREASURY SHARES	ManagementFor	For
S9	DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE ON THE ISSUANCE OF SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY'S SHARE	ManagementAgainst	Against
S10	CAPITAL RESERVED FOR MEMBERS OF SAVINGS PLANS, WITH WAIVER OF PREEMPTIVE RIGHTS IN THEIR FAVOR AUTHORIZATION FOR THE BOARD OF DIRECTORS TO CARRY OUT CONSIDERATION-FREE ALLOTMENTS OF EXISTING OR NEW SHARES TO SOME OR ALL OF THE SALARIED EMPLOYEES AND CORPORATE OFFICERS OF THE GROUP	ManagementFor	For
S11	AMENDMENT OF ARTICLE 7 OF THE ARTICLES OF ASSOCIATION	ManagementFor	For
S12	AMENDMENT OF ARTICLE 19 OF THE ARTICLES OF ASSOCIATION	ManagementFor	For
S13	POWERS FOR FORMALITIES	ManagementFor	For
SIGMA-ALDRICH CORPORATION			
Security	826552101	Meeting Type	Annual
Ticker Symbol	SIAL	Meeting Date	05-May-2015
ISIN	US8265521018	Agenda	934138909 - Management
Item	Proposal	Proposed by	Vote
			For/Against Management
1A.	ELECTION OF DIRECTOR: REBECCA M. BERGMAN	ManagementFor	For
1B.	ELECTION OF DIRECTOR: GEORGE M. CHURCH	ManagementFor	For
1C.	ELECTION OF DIRECTOR: MICHAEL L. MARBERRY	ManagementFor	For
1D.	ELECTION OF DIRECTOR: W. LEE MCCOLLUM	ManagementFor	For
1E.	ELECTION OF DIRECTOR: AVI M. NASH	ManagementFor	For
1F.	ELECTION OF DIRECTOR: STEVEN M. PAUL	ManagementFor	For
1G.		ManagementFor	For

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

	ELECTION OF DIRECTOR: J. PEDRO REINHARD		
1H.	ELECTION OF DIRECTOR: RAKESH SACHDEV	ManagementFor	For
1I.	ELECTION OF DIRECTOR: D. DEAN SPATZ	ManagementFor	For
1J.	ELECTION OF DIRECTOR: BARRETT A. TOAN	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor	For
KRAFT FOODS GROUP, INC.			
Security	50076Q106	Meeting Type	Annual
Ticker Symbol	KRFT	Meeting Date	05-May-2015
ISIN	US50076Q1067	Agenda	934139379 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ABELARDO E. BRU	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: JOHN T. CAHILL	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: L. KEVIN COX	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: MYRA M. HART	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: PETER B. HENRY	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: JEANNE P. JACKSON	ManagementFor	For	For
1G.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	ManagementFor	For	For
1H.	ELECTION OF DIRECTOR: MACKKEY J. MCDONALD	ManagementFor	For	For
1I.	ELECTION OF DIRECTOR: JOHN C. POPE	ManagementFor	For	For
1J.	ELECTION OF DIRECTOR: E. FOLLIN SMITH	ManagementFor	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For	For
3.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR 2015.	ManagementFor	For	For
4.	SHAREHOLDER PROPOSAL: RESOLUTION RELATED TO EGG-LAYING CHICKENS.	Shareholder Against	For	For
5.	SHAREHOLDER PROPOSAL: RESOLUTION RELATED TO DEFORESTATION REPORTING.	Shareholder Against	For	For
6.	SHAREHOLDER PROPOSAL: RESOLUTION RELATED TO PACKAGING REPORTING.	Shareholder Against	For	For
7.	SHAREHOLDER PROPOSAL: RESOLUTION RELATED TO SUSTAINABILITY REPORTING.	Shareholder Against	For	For

PENTAIR PLC

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

Security	G7S00T104	Meeting Type	Annual
Ticker Symbol	PNR	Meeting Date	05-May-2015
ISIN	IE00BLS09M33	Agenda	934143974 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GLYNIS A. BRYAN	Management	For	For
1B.	ELECTION OF DIRECTOR: JERRY W. BURRIS	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROL ANTHONY (JOHN) DAVIDSON	Management	For	For
1D.	ELECTION OF DIRECTOR: JACQUES ESCULIER	Management	For	For
1E.	ELECTION OF DIRECTOR: T. MICHAEL GLENN	Management	For	For
1F.	ELECTION OF DIRECTOR: DAVID H.Y. HO	Management	For	For
1G.	ELECTION OF DIRECTOR: RANDALL J. HOGAN	Management	For	For
1H.	ELECTION OF DIRECTOR: DAVID A. JONES	Management	For	For
1I.	ELECTION OF DIRECTOR: RONALD L. MERRIMAN	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM T. MONAHAN	Management	For	For
1K.	ELECTION OF DIRECTOR: BILLIE IDA WILLIAMSON	Management	For	For
2.	TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	TO RATIFY, BY NON-BINDING ADVISORY VOTE, THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF PENTAIR PLC AND TO AUTHORIZE, BY BINDING VOTE, THE AUDIT AND FINANCE COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS' REMUNERATION.	Management	For	For
4.	TO AUTHORIZE HOLDING THE 2016 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF PENTAIR PLC AT A LOCATION OUTSIDE OF IRELAND.	Management	For	For
5.	TO AUTHORIZE THE PRICE RANGE AT WHICH PENTAIR PLC CAN REISSUE SHARES IT HOLDS AS TREASURY SHARES UNDER	Management	For	For



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

IRISH LAW (SPECIAL RESOLUTION).

BRISTOL-MYERS SQUIBB COMPANY

Security	110122108	Meeting Type	Annual
Ticker Symbol	BMY	Meeting Date	05-May-2015
ISIN	US1101221083	Agenda	934145536 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: L. ANDREOTTI	Management	For	For
1B)	ELECTION OF DIRECTOR: G. CAFORIO, M.D.	Management	For	For
1C)	ELECTION OF DIRECTOR: L.B. CAMPBELL	Management	For	For
1D)	ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.	Management	For	For
1E)	ELECTION OF DIRECTOR: M. GROBSTEIN	Management	For	For
1F)	ELECTION OF DIRECTOR: A.J. LACY	Management	For	For
1G)	ELECTION OF DIRECTOR: T.J. LYNCH, JR., M.D.	Management	For	For
1H)	ELECTION OF DIRECTOR: D.C. PALIWAL	Management	For	For
1I)	ELECTION OF DIRECTOR: V.L. SATO, PH.D.	Management	For	For
1J)	ELECTION OF DIRECTOR: G.L. STORCH	Management	For	For
1K)	ELECTION OF DIRECTOR: T.D. WEST, JR.	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
4.	APPROVAL OF AMENDMENT TO CERTIFICATE OF INCORPORATION - EXCLUSIVE FORUM PROVISION	Management	For	For
5.	APPROVAL OF AMENDMENT TO CERTIFICATE OF INCORPORATION - SUPERMAJORITY PROVISIONS - PREFERRED STOCKHOLDERS	Management	For	For
6.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Against	For

O'REILLY AUTOMOTIVE, INC.

Security	67103H107	Meeting Type	Annual
Ticker Symbol	ORLY	Meeting Date	05-May-2015
ISIN	US67103H1077	Agenda	934146564 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID O'REILLY	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLIE O'REILLY	Management	For	For
1C.	ELECTION OF DIRECTOR: LARRY O'REILLY	Management	For	For
1D.	ELECTION OF DIRECTOR: ROSALIE O'REILLY	Management	For	For

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

	WOOTEN		
1E.	ELECTION OF DIRECTOR: JAY D. BURCHFIELD	ManagementFor	For
1F.	ELECTION OF DIRECTOR: THOMAS T. HENDRICKSON	ManagementFor	For
1G.	ELECTION OF DIRECTOR: PAUL R. LEDERER	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JOHN R. MURPHY	ManagementFor	For
1I.	ELECTION OF DIRECTOR: RONALD RASHKOW	ManagementFor	For
2.	ADVISORY VOTE ON APPROVAL OF COMPENSATION OF EXECUTIVES. RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP, AS INDEPENDENT	ManagementFor	For
3.	AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
4.	SHAREHOLDER PROPOSAL ENTITLED "RECOVERY OF UNEARNED MANAGEMENT BONUSSES."	Shareholder Against	For

BAXTER INTERNATIONAL INC.

Security	071813109	Meeting Type	Annual
Ticker Symbol	BAX	Meeting Date	05-May-2015
ISIN	US0718131099	Agenda	934146615 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: UMA CHOWDHRY, PH.D.	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES R. GAVIN III, M.D., PH.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: PETER S. HELLMAN	Management	For	For
1D.	ELECTION OF DIRECTOR: K.J. STORM	Management	For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
4.	APPROVAL OF 2015 INCENTIVE PLAN	Management	Against	Against
5.	SHAREHOLDER PROPOSAL - LIMIT ACCELERATED EXECUTIVE PAY	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN	Shareholder	Against	For

ZIMMER HOLDINGS, INC.

Security	98956P102	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	ZMH	Meeting Date	05-May-2015
ISIN	US98956P1021	Agenda	934149534 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY	Management	For	For
1B.	ELECTION OF DIRECTOR: BETSY J. BERNARD	Management	For	For
1C.	ELECTION OF DIRECTOR: PAUL M. BISARO	Management	For	For
1D.	ELECTION OF DIRECTOR: GAIL K. BOUDREAUX	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID C. DVORAK	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL J. FARRELL	Management	For	For
1G.	ELECTION OF DIRECTOR: LARRY C. GLASSCOCK	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT A. HAGEMANN	Management	For	For
1I.	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Management	For	For
1J.	ELECTION OF DIRECTOR: CECIL B. PICKETT, PH.D.	Management	For	For
2.	APPROVE THE AMENDED STOCK PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For	For
3.	APPROVE THE AMENDED AND RESTATED DEFERRED COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For	For
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
5.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For

GREAT PLAINS ENERGY INCORPORATED

Security	391164100	Meeting Type	Annual
Ticker Symbol	GXP	Meeting Date	05-May-2015
ISIN	US3911641005	Agenda	934149560 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 TERRY BASSHAM		For	For
	2 DAVID L. BODDE		For	For
	3 RANDALL C. FERGUSON, JR		For	For
	4 GARY D. FORSEE		For	For

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

5	SCOTT D. GRIMES	For	For
6	THOMAS D. HYDE	For	For
7	JAMES A. MITCHELL	For	For
8	ANN D. MURTLow	For	For
9	JOHN J. SHERMAN	For	For
10	LINDA H. TALBOTT	For	For

TO APPROVE, ON A NON-BINDING ADVISORY

2.	BASIS, THE 2014 COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2015.	Management	For	For
4.	SHAREHOLDER PROPOSAL REQUESTING ADOPTION OF EMISSIONS REDUCTION GOALS AND A REPORT ON CARBON REDUCTION, IF PRESENTED AT THE MEETING BY THE PROPONENTS.	Shareholder	Against	For

CIRCOR INTERNATIONAL, INC.

Security	17273K109	Meeting Type	Annual
Ticker Symbol	CIR	Meeting Date	05-May-2015
ISIN	US17273K1097	Agenda	934150549 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 DAVID F. DIETZ		For	For
	2 DOUGLAS M. HAYES		For	For
	3 NORMAN E. JOHNSON		For	For

2	TO CONSIDER AN ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	For	For
---	---	------------	-----	-----

MANDARIN ORIENTAL INTERNATIONAL LTD, HAMILTON

Security	G57848106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	06-May-2015
ISIN	BMG578481068	Agenda	705998928 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE THE FINANCIAL STATEMENTS FOR 2014 AND TO DECLARE A FINAL DIVIDEND	Management	For	For
2	TO RE-ELECT EDOUARD ETTEDGUI AS A DIRECTOR	Management	For	For
3		Management	For	For

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

	TO RE-ELECT ADAM KESWICK AS A DIRECTOR		
4	TO RE-ELECT SIR HENRY KESWICK AS A DIRECTOR	ManagementFor	For
5	TO RE-ELECT LINCOLN K.K. LEONG AS A DIRECTOR	ManagementFor	For
6	TO RE-ELECT PERCY WEATHERALL AS A DIRECTOR	ManagementFor	For
7	TO FIX THE DIRECTORS' FEES	ManagementFor	For
8	TO RE-APPOINT THE AUDITORS AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION	ManagementFor	For
9	TO RENEW THE GENERAL MANDATE TO THE DIRECTORS TO ISSUE NEW SHARES	Management Abstain	Against
TIMKENSTEEL CORPORATION			
Security	887399103	Meeting Type	Annual
Ticker Symbol	TMST	Meeting Date	06-May-2015
ISIN	US8873991033	Agenda	934134800 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 JOSEPH A. CARRABBA		For	For
	2 PHILLIP R. COX		For	For
	3 JOHN P. REILLY		For	For
2	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor		For
3	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementFor		For
4	APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management 1 Year		For
5	APPROVAL OF THE TIMKENSTEEL CORPORATION AMENDED AND RESTATED SENIOR EXECUTIVE MANAGEMENT PERFORMANCE PLAN.	ManagementFor		For
6	APPROVAL OF THE MATERIAL TERMS FOR QUALIFIED PERFORMANCE-BASED COMPENSATION UNDER THE TIMKENSTEEL CORPORATION 2014 EQUITY AND INCENTIVE COMPENSATION PLAN.	ManagementFor		For
EXPRESS SCRIPTS HOLDING COMPANY				

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

Security	30219G108	Meeting Type	Annual
Ticker Symbol	ESRX	Meeting Date	06-May-2015
ISIN	US30219G1085	Agenda	934145156 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GARY G. BENANAV	Management	For	For
1B.	ELECTION OF DIRECTOR: MAURA C. BREEN	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM J. DELANEY	Management	For	For
1D.	ELECTION OF DIRECTOR: ELDER GRANGER, MD, MG, USA (RETIRED)	Management	For	For
1E.	ELECTION OF DIRECTOR: NICHOLAS J. LAHOWCHIC	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS P. MAC MAHON	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANK MERGENTHALER	Management	For	For
1H.	ELECTION OF DIRECTOR: WOODROW A. MYERS, JR., MD	Management	For	For
1I.	ELECTION OF DIRECTOR: RODERICK A. PALMORE	Management	For	For
1J.	ELECTION OF DIRECTOR: GEORGE PAZ	Management	For	For
1K.	ELECTION OF DIRECTOR: WILLIAM L. ROPER, MD, MPH	Management	For	For
1L.	ELECTION OF DIRECTOR: SEYMOUR STERNBERG	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2015.	Management	For	For
3.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	For	For
4.	STOCKHOLDER PROPOSAL REGARDING POLITICAL DISCLOSURE AND ACCOUNTABILITY.	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For

PHILLIPS 66

Security	718546104	Meeting Type	Annual
Ticker Symbol	PSX	Meeting Date	06-May-2015
ISIN	US7185461040	Agenda	934145485 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: J. BRIAN FERGUSON		
1B.	ELECTION OF DIRECTOR: HAROLD W. MCGRAW III	ManagementFor	For
1C.	ELECTION OF DIRECTOR: VICTORIA J. TSCHINKEL	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	ManagementFor	For
3.	TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	TO CONSIDER AND VOTE ON A MANAGEMENT PROPOSAL REGARDING THE ANNUAL ELECTION OF DIRECTORS.	ManagementFor	For
5.	TO CONSIDER AND VOTE ON A SHAREHOLDER PROPOSAL REGARDING GREENHOUSE GAS REDUCTION GOALS.	Shareholder Against	For

PHILIP MORRIS INTERNATIONAL INC.

Security	718172109	Meeting Type	Annual
Ticker Symbol	PM	Meeting Date	06-May-2015
ISIN	US7181721090	Agenda	934145738 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HAROLD BROWN	ManagementFor		For
1B.	ELECTION OF DIRECTOR: ANDRE CALANTZOPOULOS	ManagementFor		For
1C.	ELECTION OF DIRECTOR: LOUIS C. CAMILLERI	ManagementFor		For
1D.	ELECTION OF DIRECTOR: WERNER GEISSLER	ManagementFor		For
1E.	ELECTION OF DIRECTOR: JENNIFER LI	ManagementFor		For
1F.	ELECTION OF DIRECTOR: JUN MAKIHARA	ManagementFor		For
1G.	ELECTION OF DIRECTOR: SERGIO MARCHIONNE	ManagementFor		For
1H.	ELECTION OF DIRECTOR: KALPANA MORPARIA	ManagementFor		For
1I.	ELECTION OF DIRECTOR: LUCIO A. NOTO	ManagementFor		For
1J.	ELECTION OF DIRECTOR: FREDERIK PAULSEN	ManagementFor		For
1K.	ELECTION OF DIRECTOR: ROBERT B. POLET	ManagementFor		For
1L.	ELECTION OF DIRECTOR: STEPHEN M. WOLF	ManagementFor		For

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

2.	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	ManagementFor	For
3.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION	ManagementFor	For
4.	SHAREHOLDER PROPOSAL 1 - LOBBYING SHAREHOLDER PROPOSAL 2 - NON-	Shareholder Against	For
5.	EMPLOYMENT OF CERTAIN FARM WORKERS	Shareholder Against	For

ORMAT TECHNOLOGIES, INC.

Security	686688102	Meeting Type	Annual
Ticker Symbol	ORA	Meeting Date	06-May-2015
ISIN	US6866881021	Agenda	934147376 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: YEHUDIT BRONICKI	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT F. CLARKE	Management	For	For
1C.	ELECTION OF DIRECTOR: AMI BOEHM TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS OF THE COMPANY	Management	For	For
2.	FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For

HOSPIRA, INC.

Security	441060100	Meeting Type	Annual
Ticker Symbol	HSP	Meeting Date	06-May-2015
ISIN	US4410601003	Agenda	934149510 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: IRVING W. BAILEY, II	Management	For	For
1B.	ELECTION OF DIRECTOR: F. MICHAEL BALL	Management	For	For
1C.	ELECTION OF DIRECTOR: BARBARA L. BOWLES	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM G. DEMPSEY	Management	For	For
1E.	ELECTION OF DIRECTOR: DENNIS M. FENTON	Management	For	For
1F.	ELECTION OF DIRECTOR: ROGER W. HALE	Management	For	For
1G.	ELECTION OF DIRECTOR: HEINO VON PRONDZYNSKI	Management	For	For
1H.	ELECTION OF DIRECTOR: JACQUE J. SOKOLOV	Management	For	For



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

1I.	ELECTION OF DIRECTOR: JOHN C. STALEY	ManagementFor	For
1J.	ELECTION OF DIRECTOR: MARK F. WHEELER	ManagementFor	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. TO RATIFY THE APPOINTMENT OF DELOITTE	ManagementFor	For
3.	& TOUCHE LLP AS AUDITORS FOR HOSPIRA FOR 2015.	ManagementFor	For
4.	SHAREHOLDER PROPOSAL - WRITTEN CONSENT.	Shareholder Against	For

GILEAD SCIENCES, INC.

Security	375558103	Meeting Type	Annual
Ticker Symbol	GILD	Meeting Date	06-May-2015
ISIN	US3755581036	Agenda	934149685 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN F. COGAN	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: ETIENNE F. DAVIGNON	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: CARLA A. HILLS	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: KEVIN E. LOFTON	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: JOHN W. MADIGAN	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: JOHN C. MARTIN	ManagementFor	For	For
1G.	ELECTION OF DIRECTOR: NICHOLAS G. MOORE	ManagementFor	For	For
1H.	ELECTION OF DIRECTOR: RICHARD J. WHITLEY	ManagementFor	For	For
1I.	ELECTION OF DIRECTOR: GAYLE E. WILSON	ManagementFor	For	For
1J.	ELECTION OF DIRECTOR: PER WOLD-OLSEN	ManagementFor	For	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For	For
3.	TO APPROVE AN AMENDMENT AND RESTATEMENT TO GILEAD'S EMPLOYEE STOCK PURCHASE PLAN AND INTERNATIONAL EMPLOYEE STOCK PURCHASE PLAN.	ManagementFor	For	For
4.	TO APPROVE, ON AN ADVISORY BASIS, THE	ManagementFor	For	For

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

COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.

- |    |   |                     |     |
|----|---|---------------------|-----|
| 5. | MEETING,<br>REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.   | Shareholder Against | For |
| 6. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING,<br>REQUESTING THAT THE BOARD ADOPT A POLICY THAT THE CHAIRMAN OF THE BOARD OF DIRECTORS BE AN INDEPENDENT DIRECTOR.        | Shareholder Against | For |
| 7. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING,<br>REQUESTING THAT GILEAD ISSUE AN ANNUAL SUSTAINABILITY REPORT.   | Shareholder Against | For |
| 8. | TO VOTE ON A STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING,<br>REQUESTING THAT THE BOARD REPORT ON CERTAIN RISKS TO GILEAD FROM RISING PRESSURE TO CONTAIN U.S. SPECIALTY DRUG PRICES. | Shareholder Against | For |

MURPHY USA INC.

Security	626755102	Meeting Type	Annual
Ticker Symbol	MUSA	Meeting Date	06-May-2015
ISIN	US6267551025	Agenda	934150486 - Management

- | Item | Proposal   | Proposed by | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 1.   | DIRECTOR   | Management  |      |                        |
|      | 1 FRED L. HOLLIGER   |             | For  | For                    |
|      | 2 JAMES W. KEYES   |             | For  | For                    |
|      | 3 DIANE N. LANDEN  |             | For  | For                    |
| 2.   | APPROVAL OF EXECUTIVE COMPENSATION ON AN ADVISORY, NON-BINDING BASIS.                                  | Management  | For  | For                    |
| 3.   | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2015 KPMG LLP. | Management  | For  | For                    |

BANK OF AMERICA CORPORATION

Security	060505104	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	BAC	Meeting Date	06-May-2015
ISIN	US0605051046	Agenda	934150842 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHARON L. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Management	For	For
1C.	ELECTION OF DIRECTOR: JACK O. BOVENDER, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Management	For	For
1E.	ELECTION OF DIRECTOR: PIERRE J.P. DE WECK	Management	For	For
1F.	ELECTION OF DIRECTOR: ARNOLD W. DONALD	Management	For	For
1G.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Management	For	For
1H.	ELECTION OF DIRECTOR: LINDA P. HUDSON	Management	For	For
1I.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Management	For	For
1J.	ELECTION OF DIRECTOR: THOMAS J. MAY	Management	For	For
1K.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Management	For	For
1L.	ELECTION OF DIRECTOR: LIONEL L. NOWELL, III	Management	For	For
1M.	ELECTION OF DIRECTOR: R. DAVID YOST	Management	For	For
2.	APPROVING OUR EXECUTIVE COMPENSATION (AN ADVISORY, NON-BINDING "SAY ON PAY" RESOLUTION)	Management	For	For
3.	RATIFYING THE APPOINTMENT OF OUR REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For
4.	APPROVING THE AMENDMENT AND RESTATEMENT OF THE BANK OF AMERICA CORPORATION 2003 KEY ASSOCIATE STOCK PLAN	Management	For	For
5.	STOCKHOLDER PROPOSAL - CLIMATE CHANGE REPORT	Shareholder	Against	For
6.	STOCKHOLDER PROPOSAL - LOBBYING REPORT	Shareholder	Against	For
7.	STOCKHOLDER PROPOSAL - STOCKHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Against	For
8.	STOCKHOLDER PROPOSAL - STOCKHOLDER VALUE COMMITTEE	Shareholder	Against	For

PEPSICO, INC.

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

Security	713448108	Meeting Type	Annual
Ticker Symbol	PEP	Meeting Date	06-May-2015
ISIN	US7134481081	Agenda	934150854 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHONA L. BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: GEORGE W. BUCKLEY	Management	For	For
1C.	ELECTION OF DIRECTOR: IAN M. COOK	Management	For	For
1D.	ELECTION OF DIRECTOR: DINA DUBLON	Management	For	For
1E.	ELECTION OF DIRECTOR: RONA A. FAIRHEAD	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD W. FISHER	Management	For	For
1G.	ELECTION OF DIRECTOR: ALBERTO IBARGUEN	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM R. JOHNSON	Management	For	For
1I.	ELECTION OF DIRECTOR: INDRA K. NOOYI	Management	For	For
1J.	ELECTION OF DIRECTOR: DAVID C. PAGE	Management	For	For
1K.	ELECTION OF DIRECTOR: ROBERT C. POHLAD	Management	For	For
1L.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	Management	For	For
1M.	ELECTION OF DIRECTOR: DANIEL VASELLA	Management	For	For
1N.	ELECTION OF DIRECTOR: ALBERTO WEISSER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2015.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
4.	ESTABLISH BOARD COMMITTEE ON SUSTAINABILITY.	Shareholder	Against	For
5.	POLICY REGARDING LIMIT ON ACCELERATED VESTING OF EQUITY AWARDS.	Shareholder	Against	For
6.	REPORT ON MINIMIZING IMPACTS OF NEONICS.	Shareholder	Against	For

AVON PRODUCTS, INC.

Security	054303102	Meeting Type	Annual
Ticker Symbol	AVP	Meeting Date	06-May-2015
ISIN	US0543031027	Agenda	934155272 - Management

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

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

	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management	
	1 DOUGLAS R. CONANT	For	For
	2 W. DON CORNWELL	For	For
	3 V. ANN HAILEY	For	For
	4 NANCY KILLEFER	For	For
	5 SUSAN J. KROPF	For	For
	6 MARIA ELENA LAGOMASINO	For	For
	7 SARA MATHEW	For	For
	8 HELEN MCCLUSKEY	For	For
	9 SHERI MCCOY	For	For
	10 CHARLES H. NOSKI	For	For
	11 GARY M. RODKIN	For	For
	12 PAULA STERN	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For
3.	APPROVAL OF AMENDED AND RESTATED 2013 STOCK INCENTIVE PLAN.	Management	For
4.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
5.	SHAREHOLDER PROPOSAL ON PROXY ACCESS.	Shareholder	Against
CONSOL ENERGY INC.			
Security	20854P109	Meeting Type	Annual
Ticker Symbol	CNX	Meeting Date	06-May-2015
ISIN	US20854P1093	Agenda	934163205 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 J. BRETT HARVEY		For	For
	2 NICHOLAS J. DEIULIIS		For	For
	3 PHILIP W. BAXTER		For	For
	4 ALVIN R. CARPENTER		For	For
	5 WILLIAM E. DAVIS		For	For
	6 DAVID C. HARDESTY, JR.		For	For
	7 MAUREEN E. LALLY-GREEN		For	For
	8 GREGORY A. LANHAM		For	For
	9 JOHN T. MILLS		For	For
	10 WILLIAM P. POWELL		For	For
	11 WILLIAM N. THORNDIKE JR		For	For
2.	RATIFICATION OF ANTICIPATED SELECTION OF INDEPENDENT AUDITOR: ERNST & YOUNG LLP.	Management	For	For
3.	APPROVAL OF COMPENSATION PAID IN 2014 TO CONSOL ENERGY INC.'S NAMED	Management	For	For

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

	EXECUTIVES.		
4.	A SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shareholder Against	For
5.	A SHAREHOLDER PROPOSAL REGARDING A CLIMATE CHANGE REPORT.	Shareholder Against	For
6.	A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIR.	Shareholder Against	For
	BROOKFIELD ASSET MANAGEMENT INC.		
	Security 112585104	Meeting Type	Annual
	Ticker Symbol BAM	Meeting Date	06-May-2015
	ISIN CA1125851040	Agenda	934170642 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 ANGELA F. BRALY		For	For
	2 MARCEL R. COUTU		For	For
	3 MAUREEN KEMPSTON DARKES		For	For
	4 LANCE LIEBMAN		For	For
	5 FRANK J. MCKENNA		For	For
	6 YOUSSEF A. NASR		For	For
	7 SEEK NGEE HUAT		For	For
	8 GEORGE S. TAYLOR		For	For
02	THE APPOINTMENT OF DELOITTE LLP AS THE EXTERNAL AUDITOR AND AUTHORIZING THE DIRECTORS TO SET ITS REMUNERATION.	Management	For	For
03	THE SAY ON PAY RESOLUTION SET OUT IN THE CORPORATION'S MANAGEMENT INFORMATION CIRCULAR DATED MARCH 24, 2015.	Management	For	For

	HESS CORPORATION		
	Security 42809H107	Meeting Type	Annual
	Ticker Symbol HES	Meeting Date	06-May-2015
	ISIN US42809H1077	Agenda	934172103 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R.F. CHASE	Management	For	For
1B.	ELECTION OF DIRECTOR: T.J. CHECKI	Management	For	For
1C.	ELECTION OF DIRECTOR: H. GOLUB	Management	For	For
1D.	ELECTION OF DIRECTOR: J.B. HESS	Management	For	For
1E.	ELECTION OF DIRECTOR: E.E. HOLIDAY	Management	For	For
1F.	ELECTION OF DIRECTOR: R. LAVIZZO-MOUREY	Management	For	For
1G.	ELECTION OF DIRECTOR: D. MCMANUS	Management	For	For

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

1H.	ELECTION OF DIRECTOR: J.H. MULLIN III	ManagementFor	For
1I.	ELECTION OF DIRECTOR: J.H. QUIGLEY	ManagementFor	For
1J.	ELECTION OF DIRECTOR: R.N. WILSON	ManagementFor	For
2.	ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
4.	APPROVAL OF THE AMENDED AND RESTATED 2008 LONG-TERM INCENTIVE PLAN.	ManagementFor	For
5.	STOCKHOLDER PROPOSAL RECOMMENDING PROXY ACCESS.	Shareholder Against	For
6.	STOCKHOLDER PROPOSAL RECOMMENDING A SCENARIO ANALYSIS REPORT REGARDING CARBON ASSET RISK.	Shareholder Against	For

TENARIS, S.A.

Security	88031M109	Meeting Type	Annual
Ticker Symbol	TS	Meeting Date	06-May-2015
ISIN	US88031M1099	Agenda	934173371 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2014, AND ON THE ANNUAL ACCOUNTS AS AT DECEMBER 31, 2014, AND OF THE INDEPENDENT AUDITORS' REPORTS ON SUCH CONSOLIDATED FINANCIAL STATEMENTS AND ANNUAL ACCOUNTS.	Management	For	
2.	APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2014.	Management	For	
3.	APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS AT DECEMBER 31, 2014.	Management	For	
4.	ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2014.	Management	For	
5.	DISCHARGE OF MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED	Management	For	

- DECEMBER 31, 2014.
6. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS. ManagementFor
7. AUTHORIZATION OF THE COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS. ManagementFor
8. APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015, AND APPROVAL OF THEIR FEES. ManagementFor
9. AUTHORIZATION TO THE COMPANY, OR ANY SUBSIDIARY, TO FROM TIME TO TIME PURCHASE, ACQUIRE OR RECEIVE SECURITIES OF THE COMPANY, IN ACCORDANCE WITH ARTICLE 49-2 OF THE LUXEMBOURG LAW OF 10 AUGUST 1915 AND WITH APPLICABLE LAWS AND REGULATIONS. ManagementAbstain
10. AUTHORIZATION TO THE BOARD OF DIRECTORS TO CAUSE THE DISTRIBUTION OF ALL SHAREHOLDER COMMUNICATIONS, INCLUDING ITS SHAREHOLDER MEETING AND PROXY MATERIALS AND ANNUAL REPORTS TO SHAREHOLDERS, BY SUCH ELECTRONIC MEANS AS IS PERMITTED BY ANY APPLICABLE LAWS OR REGULATIONS. ManagementFor
11. DECISION ON THE RENEWAL OF THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND RELATED AUTHORIZATIONS AND WAIVERS BY: A) THE RENEWAL OF THE VALIDITY PERIOD OF THE COMPANY'S AUTHORIZED SHARE CAPITAL FOR A PERIOD STARTING ON THE DATE OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS AND ENDING ON THE FIFTH ANNIVERSARY OF THE DATE OF THE PUBLICATION IN THE MEMORIAL OF THE DEED RECORDING THE MINUTES OF SUCH MEETING; B) THE RENEWAL OF THE AUTHORIZATION TO THE BOARD OF DIRECTORS, OR ANY ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) ManagementAbstain



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

BHP BILLITON LIMITED

Security	088606108	Meeting Type	Annual
Ticker Symbol	BHP	Meeting Date	06-May-2015
ISIN	US0886061086	Agenda	934176632 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE PROPOSED DEMERGER OF SOUTH32 FROM BHP BILLITON. FRANCO-NEVADA CORPORATION	Management	For	For

Security	351858105	Meeting Type	Annual and Special Meeting
Ticker Symbol	FNV	Meeting Date	06-May-2015
ISIN	CA3518581051	Agenda	934183980 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 PIERRE LASSONDE		For	For
	2 DAVID HARQUAIL		For	For
	3 TOM ALBANESE		For	For
	4 DEREK W. EVANS		For	For
	5 GRAHAM FARQUHARSON		For	For
	6 CATHARINE FARROW		For	For
	7 LOUIS GIGNAC		For	For
	8 RANDALL OLIPHANT		For	For
	9 DAVID R. PETERSON		For	For

02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS, AS AUDITORS	Management	For	For
----	---	------------	-----	-----

03	OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. APPROVAL OF AN AMENDMENT TO THE CORPORATION'S BY-LAWS TO REQUIRE ADVANCE NOTICE OF DIRECTOR NOMINEES FROM SHAREHOLDERS AS MORE PARTICULARLY DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR OF THE CORPORATION DATED MARCH 25, 2015.	Management	For	For
----	---	------------	-----	-----

04	APPROVAL OF AN AMENDMENT TO THE CORPORATION'S BY-LAWS TO INCREASE THE QUORUM REQUIRED FOR A MEETING OF SHAREHOLDERS AS MORE PARTICULARLY DESCRIBED IN THE	Management	For	For
----	---	------------	-----	-----

MANAGEMENT INFORMATION CIRCULAR  
OF  
THE CORPORATION DATED MARCH 25,  
2015.

05	APPROACH TO EXECUTIVE COMPENSATION. FRANCO-NEVADA CORPORATION	Management	For	For
Security	351858105	Meeting Type	Annual and Special Meeting	
Ticker Symbol	FNV	Meeting Date	06-May-2015	
ISIN	CA3518581051	Agenda	934186164 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 PIERRE LASSONDE		For	For
	2 DAVID HARQUAIL		For	For
	3 TOM ALBANESE		For	For
	4 DEREK W. EVANS		For	For
	5 GRAHAM FARQUHARSON		For	For
	6 CATHARINE FARROW		For	For
	7 LOUIS GIGNAC		For	For
	8 RANDALL OLIPHANT		For	For
	9 DAVID R. PETERSON		For	For

02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For
----	--	------------	-----	-----

03	APPROVAL OF AN AMENDMENT TO THE CORPORATION'S BY-LAWS TO REQUIRE ADVANCE NOTICE OF DIRECTOR NOMINEES FROM SHAREHOLDERS AS MORE PARTICULARLY DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR OF THE CORPORATION DATED MARCH 25, 2015.	Management	For	For
----	--	------------	-----	-----

04	APPROVAL OF AN AMENDMENT TO THE CORPORATION'S BY-LAWS TO INCREASE THE QUORUM REQUIRED FOR A MEETING OF SHAREHOLDERS AS MORE PARTICULARLY DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR OF THE CORPORATION DATED MARCH 25,	Management	For	For
----	---	------------	-----	-----

Item	Proposal	Proposed by	Vote	For/Against Management
05	2015. ACCEPTANCE OF THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION. TENARIS, S.A.		ManagementFor	For
	Security 88031M109		Meeting Type	Annual
	Ticker Symbol TS		Meeting Date	06-May-2015
	ISIN US88031M1099		Agenda	934207297 - Management
1.	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2014, AND ON THE ANNUAL ACCOUNTS AS AT DECEMBER 31, 2014, AND OF THE INDEPENDENT AUDITORS' REPORTS ON SUCH CONSOLIDATED FINANCIAL STATEMENTS AND ANNUAL ACCOUNTS.		ManagementFor	
2.	APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2014.		ManagementFor	
3.	APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS AT DECEMBER 31, 2014.		ManagementFor	
4.	ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2014.		ManagementFor	
5.	DISCHARGE OF MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE DURING THE YEAR ENDED DECEMBER 31, 2014.		ManagementFor	
6.	ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS.		ManagementFor	
7.	AUTHORIZATION OF THE COMPENSATION OF MEMBERS OF THE BOARD OF DIRECTORS.		ManagementFor	
8.	APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015, AND APPROVAL OF THEIR FEES.		ManagementFor	
9.	AUTHORIZATION TO THE COMPANY, OR ANY SUBSIDIARY, TO FROM TIME TO TIME		ManagementAbstain	

PURCHASE, ACQUIRE OR RECEIVE  
SECURITIES OF THE COMPANY, IN  
ACCORDANCE WITH ARTICLE 49-2 OF THE  
LUXEMBOURG LAW OF 10 AUGUST 1915  
AND  
WITH APPLICABLE LAWS AND  
REGULATIONS.

10. AUTHORIZATION TO THE BOARD OF  
DIRECTORS TO CAUSE THE DISTRIBUTION  
OF ALL SHAREHOLDER  
COMMUNICATIONS,  
INCLUDING ITS SHAREHOLDER MEETING  
AND PROXY MATERIALS AND ANNUAL  
REPORTS TO SHAREHOLDERS, BY SUCH  
ELECTRONIC MEANS AS IS PERMITTED BY  
ANY APPLICABLE LAWS OR  
REGULATIONS.

ManagementFor

11. DECISION ON THE RENEWAL OF THE  
AUTHORIZED SHARE CAPITAL OF THE  
COMPANY AND RELATED  
AUTHORIZATIONS  
AND WAIVERS BY: A) THE RENEWAL OF  
THE  
VALIDITY PERIOD OF THE COMPANY'S  
AUTHORIZED SHARE CAPITAL FOR A  
PERIOD STARTING ON THE DATE OF THE  
EXTRAORDINARY GENERAL MEETING OF  
SHAREHOLDERS AND ENDING ON THE  
FIFTH ANNIVERSARY OF THE DATE OF  
THE  
PUBLICATION IN THE MEMORIAL OF THE  
DEED RECORDING THE MINUTES OF SUCH  
MEETING; B) THE RENEWAL OF THE  
AUTHORIZATION TO THE BOARD OF  
DIRECTORS, OR ANY ... (DUE TO SPACE  
LIMITS, SEE PROXY MATERIAL FOR FULL  
PROPOSAL)

ManagementAbstain

LADBROKES PLC, HARROW

Security	G5337D107	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	07-May-2015
ISIN	GB00B0ZSH635	Agenda	705982420 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	THAT THE REPORTS OF THE DIRECTORS AND AUDITOR AND THE ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED 31 DECEMBER 2014 BE AND ARE HEREBY	Management	For	For

	RECEIVED AND ADOPTED THAT A FINAL DIVIDEND OF 4.60P ON EACH OF THE ORDINARY SHARES ENTITLED THERETO IN RESPECT OF THE YEAR ENDED 31 DECEMBER 2014 BE AND IS HEREBY DECLARED	ManagementFor	For
2			
	THAT P ERSKINE BE AND IS HEREBY RE- APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
3			
	THAT I A BULL BE AND IS HEREBY RE- APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
4			
	THAT S BAILEY BE AND IS HEREBY RE- APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
5			
	THAT C M HODGSON BE AND IS HEREBY RE- APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
6			
	THAT J M KELLY BE AND IS HEREBY RE- APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
7			
	THAT D R MARTIN BE AND IS HEREBY RE- APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
8			
	THAT R MOROSS BE AND IS HEREBY RE- APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
9			
	THAT D M SHAPLAND BE AND IS HEREBY RE-APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
10			
	THAT PRICEWATERHOUSECOOPERS LLP BE AND IS HEREBY RE-APPOINTED AS AUDITOR OF THE COMPANY	ManagementFor	For
11			
	THAT THE DIRECTORS BE AND ARE HEREBY AUTHORISED TO AGREE THE REMUNERATION OF THE AUDITOR THAT THE DIRECTORS' REMUNERATION REPORT SET OUT ON PAGES 52, 53 AND 63 TO 69 OF THE ANNUAL REPORT AND ACCOUNTS 2014 BE AND IS HEREBY APPROVED	ManagementFor	For
12			
	THAT FOR THE PURPOSES OF SECTION 366 OF THE COMPANIES ACT 2006 (AUTHORISATIONS REQUIRED FOR DONATIONS OR EXPENDITURE) THE	ManagementAbstain	Against
13			
14			

COMPANY AND ALL COMPANIES THAT ARE SUBSIDIARIES OF THE COMPANY AT ANY TIME DURING THE PERIOD FOR WHICH THIS RESOLUTION HAS EFFECT BE AND ARE HEREBY AUTHORISED TO: (I) MAKE POLITICAL DONATIONS TO POLITICAL PARTIES OR INDEPENDENT ELECTION CANDIDATES NOT EXCEEDING GBP 50,000 IN TOTAL; (II) MAKE POLITICAL DONATIONS TO POLITICAL ORGANISATIONS OTHER THAN POLITICAL PARTIES NOT EXCEEDING GBP 50,000 IN TOTAL; AND (III) INCUR POLITICAL EXPENDITURE NOT EXCEEDING GBP 50,000 IN TOTAL, PROVIDED THAT THE AGGREGATE AMOUNT OF ANY SUCH DONATIONS AND EXPENDITURE SHALL NOT EXCEED GBP 50,000 DURING THE PERIOD BEGINNING WITH THE DATE OF THE PASSING OF THIS RESOLUTION AND ENDING ON THE DATE OF THE ANNUAL GENERAL MEETING OF CONTD THE COMPANY TO BE HELD IN 2016 OR, IF EARLIER, ON 30 JUNE 2016. FOR THE-PURPOSE OF THIS RESOLUTION THE TERMS

CONT

'POLITICAL DONATIONS', 'INDEPENDENT-ELECTION CANDIDATES', 'POLITICAL ORGANISATIONS' AND 'POLITICAL EXPENDITURE'-HAVE THE MEANINGS SET OUT IN SECTIONS 363 TO 365 OF THE COMPANIES ACT 2006

Non-Voting

15

THAT THE COMPANY BE AND IS HEREBY GENERALLY AND UNCONDITIONALLY AUTHORISED TO MAKE MARKET PURCHASES (WITHIN THE MEANING OF SECTION 693(4) OF THE COMPANIES ACT 2006) OF ORDINARY SHARES OF 281/3P EACH OF THE COMPANY PROVIDED THAT: (A) THE MAXIMUM NUMBER OF ORDINARY SHARES HEREBY AUTHORISED TO BE PURCHASED SHALL BE 92,295,379; (B) THE MINIMUM PRICE (EXCLUDING EXPENSES) WHICH MAY BE PAID FOR AN ORDINARY SHARE SHALL BE 281/3P; (C) THE

Management Abstain

Against

	<p>MAXIMUM PRICE (EXCLUDING EXPENSES) WHICH MAY BE PAID FOR AN ORDINARY SHARE SHALL BE THE HIGHER OF: (I) AN AMOUNT EQUAL TO 105% OF THE AVERAGE MARKET VALUE OF AN ORDINARY SHARE FOR THE FIVE BUSINESS DAYS IMMEDIATELY PRECEDING THE DAY THE ORDINARY SHARE IS PURCHASED; AND (II) THE HIGHER OF THE PRICE OF THE LAST INDEPENDENT TRADE AND THE HIGHEST CURRENT INDEPENDENT BID ON THE TRADING VENUE WHERE</p> <p>CONTD CONTD THE PURCHASE IS CARRIED OUT AT THE RELEVANT TIME; (D) THE AUTHORITY- HEREBY CONFERRED SHALL EXPIRE AT THE CONCLUSION OF THE ANNUAL GENERAL MEETING-OF THE COMPANY TO BE HELD</p>	Non-Voting	
CONT	<p>IN 2016 OR, IF EARLIER, ON 30 JUNE 2016, UNLESS-SUCH AUTHORITY IS RENEWED PRIOR TO SUCH TIME; AND (E) THE COMPANY MAY ENTER-INTO CONTRACTS TO PURCHASE ORDINARY SHARES UNDER THE AUTHORITY HEREBY-CONFERRED PRIOR TO THE EXPIRY OF SUCH AUTHORITY, WHICH CONTRACTS WILL OR MAY-BE EXECUTED WHOLLY OR PARTLY AFTER THE EXPIRY OF SUCH AUTHORITY, AND MAY MAKE-PURCHASES OF ORDINARY SHARES PURSUANT TO ANY SUCH CONTRACTS</p>		
16	<p>THAT, IN SUBSTITUTION FOR ALL PREVIOUS AUTHORITIES TO ALLOT SHARES IN THE COMPANY AND TO GRANT RIGHTS TO SUBSCRIBE FOR, OR TO CONVERT ANY SECURITY INTO, SHARES IN THE COMPANY CONFERRED UPON THE DIRECTORS (SAVE TO THE EXTENT RELIED UPON PRIOR TO THE PASSING OF THIS RESOLUTION), THE DIRECTORS BE AND THEY ARE HEREBY</p>	Management Abstain	Against

GENERALLY AND UNCONDITIONALLY  
AUTHORISED: (A) FOR THE PURPOSES OF  
SECTION 551 OF THE COMPANIES ACT 2006  
(THE 'ACT') TO ALLOT SHARES IN THE  
COMPANY AND TO GRANT RIGHTS TO  
SUBSCRIBE FOR, OR TO CONVERT ANY  
SECURITY INTO, SHARES IN THE  
COMPANY

UP TO A MAXIMUM NOMINAL AMOUNT OF  
GBP 87,167,847; AND (B) TO EXERCISE ALL  
THE POWERS OF THE COMPANY TO ALLOT  
EQUITY SECURITIES (WITHIN THE  
MEANING

IN SECTION 560 OF THE ACT) AND TO SELL  
EQUITY SECURITIES WHICH  
IMMEDIATELY

BEFORE THE SALE ARE HELD BY THE  
COMPANY AS TREASURY CONTD

CONTD SHARES IN CONNECTION WITH A  
RIGHTS ISSUE (BEING FOR THE PURPOSES  
OF-THIS RESOLUTION A RIGHTS ISSUE IN  
FAVOUR OF (I) HOLDERS OF ORDINARY  
SHARES-(NOT BEING TREASURY SHARES)  
WHERE THE EQUITY SECURITIES  
RESPECTIVELY-ATTRIBUTABLE TO THE  
INTERESTS OF ALL HOLDERS OF  
ORDINARY

SHARES (NOT BEING-TREASURY SHARES)  
ARE PROPORTIONATE (OR AS NEARLY AS  
MAY BE) TO THE RESPECTIVE-NUMBERS  
OF

ORDINARY SHARES (NOT BEING  
TREASURY

CONTD SHARES) HELD BY THEM; AND  
CONTD (II)-HOLDERS

Non-Voting

OF SECURITIES, BONDS, DEBENTURES OR  
WARRANTS WHICH, IN  
ACCORDANCE-WITH  
THE RIGHTS ATTACHING THERETO, ARE  
ENTITLED TO PARTICIPATE IN SUCH A-  
RIGHTS ISSUE, BUT IN EITHER CASE  
SUBJECT TO SUCH EXCLUSIONS OR  
OTHER-

ARRANGEMENTS AS THE DIRECTORS MAY  
DEEM FIT TO DEAL WITH FRACTIONAL-  
ENTITLEMENTS OR PROBLEMS WHICH  
MAY

ARISE IN ANY OVERSEAS TERRITORY OR  
UNDER-THE REQUIREMENTS OF ANY  
CONTD

CONT

Non-Voting



CONTD REGULATORY BODY OR ANY STOCK EXCHANGE OR OTHERWISE HOWSOEVER) UP TO A-MAXIMUM NOMINAL AMOUNT OF GBP 87,167,847, PROVIDED THAT THIS AUTHORISATION-SHALL EXPIRE AT THE CONCLUSION OF THE ANNUAL GENERAL MEETING OF THE COMPANY-TO BE HELD IN 2016, OR, IF EARLIER, ON 30 JUNE 2016, SAVE THAT THE COMPANY-MAY BEFORE THIS AUTHORISATION EXPIRES MAKE AN OFFER OR AGREEMENT WHICH WOULD-OR MIGHT REQUIRE SHARES TO BE ALLOTTED OR SOLD, OR RIGHTS TO SUBSCRIBE FOR,- OR TO CONVERT ANY SECURITY INTO, SHARES IN THE COMPANY TO BE GRANTED, AFTER-THIS AUTHORISATION EXPIRES THAT, CONDITIONAL UPON RESOLUTION 16 BEING PASSED, THE DIRECTORS BE AND THEY ARE HEREBY EMPOWERED TO ALLOT EQUITY SECURITIES (WITHIN THE MEANING IN SECTION 560 OF THE COMPANIES ACT 2006 (THE 'ACT')) FOR CASH PURSUANT TO THE AUTHORITY CONFERRED BY RESOLUTION 16 AND TO SELL EQUITY SECURITIES WHICH IMMEDIATELY BEFORE THE SALE ARE HELD BY THE COMPANY AS TREASURY SHARES FOR CASH IN EACH CASE AS IF SECTION 561(1) OF THE ACT (EXISTING SHAREHOLDERS' RIGHT OF PRE-EMPTION) DID NOT APPLY TO SUCH ALLOTMENT OR SALE PROVIDED THAT THIS POWER SHALL BE LIMITED TO: (A) IN THE CASE OF THE AUTHORITY GRANTED UNDER PARAGRAPH (A) OF RESOLUTION 16 AND/OR IN THE CASE OF ANY SALE OF TREASURY SHARES FOR CASH, THE ALLOTMENT OF EQUITY SECURITIES OR SALE OF TREASURY SHARES FOR CASH (OTHERWISE THAN PURSUANT TO PARAGRAPH (B) OF THIS RESOLUTION) UP TO CONTD

17

Management Abstain

Against

CONTD AN AGGREGATE NOMINAL AMOUNT OF GBP 13,525,118; AND (B) THE ALLOTMENT OF-EQUITY SECURITIES OR SALE OF TREASURY SHARES FOR CASH IN CONNECTION WITH AN-OFFER OF, OR INVITATION TO APPLY FOR, EQUITY SECURITIES (BUT IN THE CASE OF-THE AUTHORITY GRANTED UNDER PARAGRAPH (B) OF RESOLUTION 16, BY WAY OF A-RIGHTS ISSUE ONLY) TO: (I) HOLDERS OF ORDINARY SHARES (NOT BEING TREASURY-SHARES) WHERE THE EQUITY SECURITIES RESPECTIVELY ATTRIBUTABLE TO THE-INTERESTS OF ALL HOLDERS OF ORDINARY SHARES (NOT BEING TREASURY SHARES) ARE-PROPORTIONATE (OR AS NEARLY AS MAY BE PRACTICABLE) TO THE RESPECTIVE NUMBERS-OF ORDINARY SHARES (NOT BEING TREASURY SHARES) HELD BY THEM; AND (II) HOLDERS-OF SECURITIES, BONDS, DEBENTURES OR WARRANTS WHICH, IN ACCORDANCE WITH THE-RIGHTS ATTACHING THERETO, ARE ENTITLED TO PARTICIPATE IN SUCH A RIGHTS ISSUE-OR

CONTD  
CONTD OTHER ISSUE, BUT IN EITHER CASE SUBJECT TO SUCH EXCLUSIONS OR OTHER-ARRANGEMENTS AS THE DIRECTORS MAY DEEM FIT TO DEAL WITH FRACTIONAL-ENTITLEMENTS OR PROBLEMS WHICH MAY ARISE IN ANY OVERSEAS TERRITORY OR UNDER-THE REQUIREMENTS OF ANY REGULATORY BODY OR ANY STOCK EXCHANGE OR OTHERWISE-HOWSOEVER, AND THAT THIS POWER SHALL EXPIRE AT THE CONCLUSION OF THE ANNUAL-GENERAL MEETING OF THE COMPANY TO BE HELD IN 2016, OR, IF EARLIER, ON 30 JUNE-2016, SAVE THAT THE COMPANY MAY BEFORE THIS POWER EXPIRES MAKE ANY OFFER OR-AGREEMENT WHICH WOULD OR

CONTD Non-Voting

CONTD Non-Voting

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

18 MIGHT REQUIRE EQUITY SECURITIES OF THE COMPANY TO BE-ALLOTTED AFTER THE POWER EXPIRES THAT A GENERAL MEETING OF THE COMPANY OTHER THAN AN ANNUAL GENERAL MEETING MAY BE CALLED ON NOT LESS THAN 14 CLEAR DAYS' NOTICE

JARDINE STRATEGIC HOLDINGS LTD (BERMUDAS), HAMILTO

Security	G50764102	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	07-May-2015
ISIN	BMG507641022	Agenda	705998930 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE THE FINANCIAL STATEMENTS FOR 2014 AND TO DECLARE A FINAL DIVIDEND	Management	For	For
2	TO RE-ELECT JULIAN HUI AS A DIRECTOR	Management	For	For
3	TO RE-ELECT LORD LEACH OF FAIRFORD AS A DIRECTOR	Management	For	For
4	TO RE-ELECT ANTHONY NIGHTINGALE AS A DIRECTOR	Management	For	For
5	TO FIX THE DIRECTORS' FEES	Management	For	For
6	TO RE-APPOINT THE AUDITORS AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION	Management	For	For
7	TO RENEW THE GENERAL MANDATE TO THE DIRECTORS TO ISSUE NEW SHARES	Management	Abstain	Against
CMMT	16 APR 2015: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN THE RECORD D-ATE. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS Y-OU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.		Non-Voting	

JARDINE MATHESON HOLDINGS LTD, HAMILTON

Security	G50736100	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	07-May-2015
ISIN	BMG507361001	Agenda	706004594 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

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

1	TO RECEIVE THE FINANCIAL STATEMENTS FOR 2014 AND TO DECLARE A FINAL DIVIDEND	ManagementFor	For
2	TO RE-ELECT ANTHONY NIGHTINGALE AS A DIRECTOR	ManagementFor	For
3	TO RE-ELECT Y.K. PANG AS A DIRECTOR	ManagementFor	For
4	TO RE-ELECT PERCY WEATHERALL AS A DIRECTOR	ManagementFor	For
5	TO RE-ELECT MICHAEL WU AS A DIRECTOR	ManagementFor	For
6	TO FIX THE DIRECTORS' FEES	ManagementFor	For
7	TO RE-APPOINT THE AUDITORS AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION	ManagementAbstain	Against
8	TO RENEW THE GENERAL MANDATE TO THE DIRECTORS TO ISSUE NEW SHARES	ManagementFor	For

AVISTA CORP.

Security	05379B107	Meeting Type	Annual
Ticker Symbol	AVA	Meeting Date	07-May-2015
ISIN	US05379B1070	Agenda	934139812 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERIK J. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: KRISTIANNE BLAKE	Management	For	For
1C.	ELECTION OF DIRECTOR: DONALD C. BURKE	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN F. KELLY	Management	For	For
1E.	ELECTION OF DIRECTOR: REBECCA A. KLEIN	Management	For	For
1F.	ELECTION OF DIRECTOR: SCOTT L. MORRIS	Management	For	For
1G.	ELECTION OF DIRECTOR: MARC F. RACICOT	Management	For	For
1H.	ELECTION OF DIRECTOR: HEIDI B. STANLEY	Management	For	For
1I.	ELECTION OF DIRECTOR: R. JOHN TAYLOR	Management	For	For
1J.	ELECTION OF DIRECTOR: JANET D. WIDMANN	Management	For	For
2.	AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION TO REDUCE CERTAIN SHAREHOLDER APPROVAL REQUIREMENTS	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED	Management	For	For

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

4.	PUBLIC ACCOUNTING FIRM FOR 2015 AMENDMENT OF THE COMPANY'S LONG- TERM INCENTIVE PLAN IN ORDER TO INCREASE THE NUMBER OF SHARES RESERVED FOR THE ISSUANCE UNDER THE PLAN	ManagementFor	For
5.	ADVISORY (NON-BINDING) VOTE ON EXECUTIVE COMPENSATION VERIZON COMMUNICATIONS INC.	ManagementFor	For
Security	92343V104	Meeting Type	Annual
Ticker Symbol	VZ	Meeting Date	07-May-2015
ISIN	US92343V1044	Agenda	934144318 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: MARK T. BERTOLINI	Management	For	For
1C.	ELECTION OF DIRECTOR: RICHARD L. CARRION	Management	For	For
1D.	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Management	For	For
1E.	ELECTION OF DIRECTOR: M. FRANCES KEETH	Management	For	For
1F.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Management	For	For
1G.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Management	For	For
1H.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: RODNEY E. SLATER	Management	For	For
1J.	ELECTION OF DIRECTOR: KATHRYN A. TESIJA	Management	For	For
1K.	ELECTION OF DIRECTOR: GREGORY D. WASSON	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4.	NETWORK NEUTRALITY REPORT	Shareholder	Against	For
5.	POLITICAL SPENDING REPORT	Shareholder	Against	For
6.	SEVERANCE APPROVAL POLICY	Shareholder	Against	For
7.	STOCK RETENTION POLICY	Shareholder	Against	For
8.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shareholder	Against	For

THE TIMKEN COMPANY

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

Security	887389104	Meeting Type	Annual
Ticker Symbol	TKR	Meeting Date	07-May-2015
ISIN	US8873891043	Agenda	934145043 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 MARIA A. CROWE		For	For
	2 RICHARD G. KYLE		For	For
	3 JOHN A. LUKE, JR.		For	For
	4 CHRISTOPHER L. MAPES		For	For
	5 AJITA G. RAJENDRA		For	For
	6 JOSEPH W. RALSTON		For	For
	7 JOHN P. REILLY		For	For
	8 FRANK C. SULLIVAN		For	For
	9 JOHN M. TIMKEN, JR.		For	For
	10 WARD J. TIMKEN, JR.		For	For
	11 JACQUELINE F. WOODS		For	For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3	APPROVAL, ON AN ADVISORY BASIS, OF NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4	APPROVAL OF THE TIMKEN COMPANY SENIOR EXECUTIVE MANAGEMENT PERFORMANCE PLAN, AS AMENDED AND RESTATED AS OF FEBRUARY 13, 2015.	Management	For	For
5	APPROVAL OF THE TIMKEN COMPANY 2011 LONG-TERM INCENTIVE PLAN, AS AMENDED AND RESTATED AS OF FEBRUARY 13, 2015.	Management	Against	Against
6	A SHAREHOLDER PROPOSAL ASKING OUR BOARD OF DIRECTORS TO TAKE THE STEPS NECESSARY TO GIVE HOLDERS IN THE AGGREGATE OF 25% OF OUR OUTSTANDING COMMON SHARES THE POWER TO CALL A SPECIAL MEETING OF SHAREHOLDERS.	Shareholder	Against	For

CHURCH & DWIGHT CO., INC.

Security	171340102	Meeting Type	Annual
Ticker Symbol	CHD	Meeting Date	07-May-2015
ISIN	US1713401024	Agenda	934146730 - Management

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

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

		Proposed by	For/Against Management
1A.	ELECTION OF DIRECTOR: T. ROSIE ALBRIGHT	ManagementFor	For
1B.	ELECTION OF DIRECTOR: RAVICHANDRA K. SALIGRAM	ManagementFor	For
1C.	ELECTION OF DIRECTOR: ROBERT K. SHEARER	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
ST. JUDE MEDICAL, INC.			
Security	790849103	Meeting Type	Annual
Ticker Symbol	STJ	Meeting Date	07-May-2015
ISIN	US7908491035	Agenda	934147340 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN W. BROWN	ManagementFor		For
1B.	ELECTION OF DIRECTOR: DANIEL J. STARKS	ManagementFor		For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor		For
3.	TO APPROVE THE ST. JUDE MEDICAL, INC. AMENDED AND RESTATED MANAGEMENT INCENTIVE COMPENSATION PLAN.	ManagementFor		For
4.	TO APPROVE AMENDMENTS TO OUR ARTICLES OF INCORPORATION AND BYLAWS TO DECLASSIFY OUR BOARD OF DIRECTORS.	ManagementFor		For
5.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor		For
6.	TO ACT ON A SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For

CVS HEALTH CORPORATION

Security	126650100	Meeting Type	Annual
Ticker Symbol	CVS	Meeting Date	07-May-2015
ISIN	US1266501006	Agenda	934148102 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD M. BRACKEN	Management	For	For
1B.	ELECTION OF DIRECTOR: C. DAVID BROWN II	Management	For	For
1C.	ELECTION OF DIRECTOR: ALECIA A. DECOUDREAUX	Management	For	For
1D.	ELECTION OF DIRECTOR: NANCY-ANN M. DEPARLE	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID W. DORMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: ANNE M. FINUCANE	Management	For	For
1G.	ELECTION OF DIRECTOR: LARRY J. MERLO	Management	For	For
1H.	ELECTION OF DIRECTOR: JEAN-PIERRE MILLON	Management	For	For
1I.	ELECTION OF DIRECTOR: RICHARD J. SWIFT	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Management	For	For
1K.	ELECTION OF DIRECTOR: TONY L. WHITE	Management	For	For
2.	PROPOSAL TO RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
4.	PROPOSAL TO APPROVE PERFORMANCE CRITERIA IN THE COMPANY'S 2010 INCENTIVE COMPENSATION PLAN.	Management	For	For
5.	STOCKHOLDER PROPOSAL REGARDING CONGRUENCY OF CORPORATE VALUES AND POLITICAL CONTRIBUTIONS.	Shareholder	Against	For
CALIFORNIA RESOURCES CORPORATION				
Security	13057Q107		Meeting Type	Annual
Ticker Symbol	CRC		Meeting Date	07-May-2015
ISIN	US13057Q1076		Agenda	934148518 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 JUSTIN A. GANNON		For	For
	2 AVEDICK B. POLADIAN		For	For
	3 TIMOTHY J. SLOAN		For	For
2	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER	Management	For	For



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

31, 2015.

3 ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. Management For For

4 ADVISORY VOTE ON THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. Management 1 Year For

KINDER MORGAN, INC.

Security	49456B101	Meeting Type	Annual
Ticker Symbol	KMI	Meeting Date	07-May-2015
ISIN	US49456B1017	Agenda	934149813 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD D. KINDER		For	For
	2 STEVEN J. KEAN		For	For
	3 TED A. GARDNER		For	For
	4 ANTHONY W. HALL, JR.		For	For
	5 GARY L. HULTQUIST		For	For
	6 RONALD L. KUEHN, JR.		For	For
	7 DEBORAH A. MACDONALD		For	For
	8 MICHAEL J. MILLER		For	For
	9 MICHAEL C. MORGAN		For	For
	10 ARTHUR C. REICHSTETTER		For	For
	11 FAYEZ SAROFIM		For	For
	12 C. PARK SHAPER		For	For
	13 WILLIAM A. SMITH		For	For
	14 JOEL V. STAFF		For	For
	15 ROBERT F. VAGT		For	For
	16 PERRY M. WAUGHTAL		For	For
2.	APPROVAL OF THE KINDER MORGAN, INC. 2015 AMENDED AND RESTATED STOCK INCENTIVE PLAN.	Management	For	For
3.	APPROVAL OF THE AMENDED AND RESTATED ANNUAL INCENTIVE PLAN OF KINDER MORGAN, INC.	Management	For	For
4.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
5.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
6.	APPROVAL OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF KINDER MORGAN, INC.	Management	For	For
7.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE.	Shareholder	Against	For

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

8.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS.	Shareholder	Against	For
9.	STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT.	Shareholder	Against	For
WISCONSIN ENERGY CORPORATION				
Security	976657106	Meeting Type	Annual	
Ticker Symbol	WEC	Meeting Date	07-May-2015	
ISIN	US9766571064	Agenda	934149887 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Management	For	For
1.2	ELECTION OF DIRECTOR: BARBARA L. BOWLES	Management	For	For
1.3	ELECTION OF DIRECTOR: PATRICIA W. CHADWICK	Management	For	For
1.4	ELECTION OF DIRECTOR: CURT S. CULVER	Management	For	For
1.5	ELECTION OF DIRECTOR: THOMAS J. FISCHER	Management	For	For
1.6	ELECTION OF DIRECTOR: GALE E. KLAPPA	Management	For	For
1.7	ELECTION OF DIRECTOR: HENRY W. KNUEPPEL	Management	For	For
1.8	ELECTION OF DIRECTOR: ULICE PAYNE, JR.	Management	For	For
1.9	ELECTION OF DIRECTOR: MARY ELLEN STANEK	Management	For	For
02	RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2015	Management	For	For
03	ADVISORY VOTE TO APPROVE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS	Management	For	For

DUKE ENERGY CORPORATION

Security	26441C204	Meeting Type	Annual	
Ticker Symbol	DUK	Meeting Date	07-May-2015	
ISIN	US26441C2044	Agenda	934150361 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MICHAEL G. BROWNING	Management	For	For
1B.	ELECTION OF DIRECTOR: HARRIS E. DELOACH, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: DANIEL R. DIMICCO	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN H. FORSGREN	Management	For	For
1E.	ELECTION OF DIRECTOR: LYNN J. GOOD	Management	For	For

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

1F.	ELECTION OF DIRECTOR: ANN MAYNARD GRAY	ManagementFor	For
1G.	ELECTION OF DIRECTOR: JAMES H. HANCE, JR.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JOHN T. HERRON	ManagementFor	For
1I.	ELECTION OF DIRECTOR: JAMES B. HYLER, JR.	ManagementFor	For
1J.	ELECTION OF DIRECTOR: WILLIAM E. KENNARD	ManagementFor	For
1K.	ELECTION OF DIRECTOR: E. MARIE MCKEE	ManagementFor	For
1L.	ELECTION OF DIRECTOR: RICHARD A. MESERVE	ManagementFor	For
1M.	ELECTION OF DIRECTOR: JAMES T. RHODES	ManagementFor	For
1N.	ELECTION OF DIRECTOR: CARLOS A. SALADRIGAS	ManagementFor	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY CORPORATION'S INDEPENDENT PUBLIC ACCOUNTANT FOR 2015	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor	For
4.	APPROVAL OF THE DUKE ENERGY CORPORATION 2015 LONG-TERM INCENTIVE PLAN	ManagementFor	For
5.	SHAREHOLDER PROPOSAL REGARDING LIMITATION OF ACCELERATED EXECUTIVE PAY	Shareholder Against	For
6.	SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTION DISCLOSURE	Shareholder Against	For
7.	SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS	Shareholder Against	For

TENET HEALTHCARE CORPORATION

Security	88033G407	Meeting Type	Annual
Ticker Symbol	THC	Meeting Date	07-May-2015
ISIN	US88033G4073	Agenda	934152442 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: TREVOR FETTER	ManagementFor		For
1B.	ELECTION OF DIRECTOR: BRENDA J. GAINES	ManagementFor		For
1C.	ELECTION OF DIRECTOR: KAREN M. GARRISON	ManagementFor		For
1D.	ELECTION OF DIRECTOR: EDWARD A. KANGAS	ManagementFor		For
1E.		ManagementFor		For

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

ELECTION OF DIRECTOR: J. ROBERT KERREY

1F.	ELECTION OF DIRECTOR: FRED A. LEWIS-HALL	ManagementFor	For
1G.	ELECTION OF DIRECTOR: RICHARD R. PETTINGILL	ManagementFor	For
1H.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: TAMMY ROMO	ManagementFor	For
1J.	ELECTION OF DIRECTOR: JAMES A. UNRUH	ManagementFor	For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	PROPOSAL TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For

SOUTHWEST GAS CORPORATION

Security	844895102	Meeting Type	Annual
Ticker Symbol	SWX	Meeting Date	07-May-2015
ISIN	US8448951025	Agenda	934153165 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ROBERT L. BOUGHNER		For	For
	2 JOSE A. CARDENAS		For	For
	3 THOMAS E. CHESTNUT		For	For
	4 STEPHEN C. COMER		For	For
	5 LEROY C. HANNEMAN, JR.		For	For
	6 JOHN P. HESTER		For	For
	7 ANNE L. MARIUCCI		For	For
	8 MICHAEL J. MELARKEY		For	For
	9 JEFFREY W. SHAW		For	For
	10 A. RANDALL THOMAN		For	For
	11 THOMAS A. THOMAS		For	For
	12 TERRENCE L. WRIGHT		For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor		For
3.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR FISCAL YEAR 2015.	ManagementFor		For

ALLIANT ENERGY CORPORATION

Security	018802108	Meeting Type	Annual
----------	-----------	--------------	--------

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

Ticker Symbol	LNT	Meeting Date	07-May-2015
ISIN	US0188021085	Agenda	934153228 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ANN K. NEWHALL		For	For
	2 DEAN C. OESTREICH		For	For
	3 CAROL P. SANDERS		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	PROPOSAL TO APPROVE THE ALLIANT ENERGY CORPORATION AMENDED AND RESTATED 2010 OMNIBUS INCENTIVE PLAN	Management	For	For
4.	FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For

KANSAS CITY SOUTHERN

Security	485170302	Meeting Type	Annual
Ticker Symbol	KSU	Meeting Date	07-May-2015
ISIN	US4851703029	Agenda	934162710 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: LU M. CORDOVA	Management	For	For
1.2	ELECTION OF DIRECTOR: THOMAS A. MCDONNELL	Management	For	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY (NON-BINDING) VOTE APPROVING THE 2014 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	APPROVAL OF A PROPOSAL TO REDUCE OWNERSHIP PERCENTAGE NEEDED TO CALL A SPECIAL STOCKHOLDER MEETING.	Shareholder	Against	For

ARCHER-DANIELS-MIDLAND COMPANY

Security	039483102	Meeting Type	Annual
Ticker Symbol	ADM	Meeting Date	07-May-2015
ISIN	US0394831020	Agenda	934163041 - Management

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

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

	Proposed by	For/Against Management
1A.	ELECTION OF DIRECTOR: A.L. BOECKMANN	ManagementFor For
1B.	ELECTION OF DIRECTOR: M.H. CARTER	ManagementFor For
1C.	ELECTION OF DIRECTOR: T.K. CREWS	ManagementFor For
1D.	ELECTION OF DIRECTOR: P. DUFOUR	ManagementFor For
1E.	ELECTION OF DIRECTOR: D.E. FELSINGER	ManagementFor For
1F.	ELECTION OF DIRECTOR: J.R. LUCIANO	ManagementFor For
1G.	ELECTION OF DIRECTOR: A. MACIEL	ManagementFor For
1H.	ELECTION OF DIRECTOR: P.J. MOORE	ManagementFor For
1I.	ELECTION OF DIRECTOR: T.F. O'NEILL	ManagementFor For
1J.	ELECTION OF DIRECTOR: F. SANCHEZ	ManagementFor For
1K.	ELECTION OF DIRECTOR: D. SHIH	ManagementFor For
1L.	ELECTION OF DIRECTOR: K.R. WESTBROOK	ManagementFor For
1M.	ELECTION OF DIRECTOR: P.A. WOERTZ	ManagementFor For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2015.	ManagementFor For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor For
4.	REAPPROVE THE MATERIAL TERMS OF INCENTIVE COMPENSATION PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.	ManagementFor For
5.	STOCKHOLDER PROPOSAL REQUESTING AN INDEPENDENT BOARD CHAIRMAN.	Shareholder Against For
TELUS CORPORATION		
Security	87971M103	Meeting Type Annual
Ticker Symbol	TU	Meeting Date 07-May-2015
ISIN	CA87971M1032	Agenda 934163077 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 R.H. (DICK) AUCHINLECK		For	For
	2 MICHELINE BOUCHARD		For	For
	3 R. JOHN BUTLER		For	For
	4 RAYMOND T. CHAN		For	For
	5 STOCKWELL DAY		For	For
	6 LISA DE WILDE		For	For
	7 DARREN ENTWISTLE		For	For
	8 RUSTON E.T. GOEPEL		For	For
	9 MARY JO HADDAD		For	For
	10 JOHN S. LACEY		For	For
	11 WILLIAM A. MACKINNON		For	For
	12 JOHN MANLEY		For	For

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

13	SARABJIT MARWAH	For	For
14	JOE NATALE	For	For
15	DONALD WOODLEY	For	For

02	APPOINT DELOITTE LLP AS AUDITORS FOR THE ENSUING YEAR AND AUTHORIZE DIRECTORS TO FIX THEIR REMUNERATION.	ManagementFor	For
----	--	---------------	-----

03	ACCEPT THE COMPANY'S APPROACH TO EXECUTIVE COMPENSATION.	ManagementFor	For
----	--	---------------	-----

CHEMTURA CORPORATION

Security	163893209	Meeting Type	Annual
Ticker Symbol	CHMT	Meeting Date	07-May-2015
ISIN	US1638932095	Agenda	934164497 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: JEFFREY D. BENJAMIN	Management	For	For
1.2	ELECTION OF DIRECTOR: TIMOTHY J. BERNLOHR	Management	For	For
1.3	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For	For
1.4	ELECTION OF DIRECTOR: JAMES W. CROWNOVER	Management	For	For
1.5	ELECTION OF DIRECTOR: ROBERT A. DOVER	Management	For	For
1.6	ELECTION OF DIRECTOR: JONATHAN F. FOSTER	Management	For	For
1.7	ELECTION OF DIRECTOR: CRAIG A. ROGERSON	Management	For	For
1.8	ELECTION OF DIRECTOR: JOHN K. WULFF	Management	For	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3.	RE-APPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE CHEMTURA CORPORATION 2010 LONG-TERM INCENTIVE PLAN.	Management	For	For
4.	RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For

MUELLER INDUSTRIES, INC.

Security	624756102	Meeting Type	Annual
Ticker Symbol	MLI	Meeting Date	07-May-2015
ISIN	US6247561029	Agenda	934169586 - Management

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

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

	Proposed by	Management	For/Against Management
1.	DIRECTOR		
	1	GREGORY L. CHRISTOPHER	For
	2	PAUL J. FLAHERTY	For
	3	GENNARO J. FULVIO	For
	4	GARY S. GLADSTEIN	For
	5	SCOTT J. GOLDMAN	For
	6	JOHN B. HANSEN	For
	7	TERRY HERMANSON	For

2.	APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For
3.	TO APPROVE, ON AN ADVISORY BASIS BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	For

ROLLS-ROYCE HOLDINGS PLC, LONDON

Security	G76225104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	08-May-2015
ISIN	GB00B63H8491	Agenda	705902042 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014	Management	For	For
2	TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED 31 DECEMBER 2014	Management	For	For
3	TO ELECT RUTH CAIRNIE AS A DIRECTOR OF THE COMPANY	Management	For	For
4	TO ELECT DAVID SMITH AS A DIRECTOR OF THE COMPANY	Management	For	For
5	TO RE-ELECT IAN DAVIS AS A DIRECTOR OF THE COMPANY	Management	For	For
6	TO RE-ELECT JOHN RISHTON AS A DIRECTOR OF THE COMPANY	Management	For	For
7	TO RE-ELECT DAME HELEN ALEXANDER AS A DIRECTOR OF THE COMPANY	Management	For	For
8	TO RE-ELECT LEWIS BOOTH CBE AS A DIRECTOR OF THE COMPANY	Management	For	For
9	TO RE-ELECT SIR FRANK CHAPMAN AS A DIRECTOR OF THE COMPANY	Management	For	For
10		Management	For	For



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

	TO RE-ELECT WARREN EAST CBE AS A DIRECTOR OF THE COMPANY		
11	TO RE-ELECT LEE HSIEN YANG AS A DIRECTOR OF THE COMPANY	ManagementFor	For
12	TO RE-ELECT JOHN MCADAM AS A DIRECTOR OF THE COMPANY	ManagementFor	For
13	TO RE-ELECT COLIN SMITH CBE AS A DIRECTOR OF THE COMPANY	ManagementFor	For
14	TO RE-ELECT JASMIN STAIBLIN AS A DIRECTOR OF THE COMPANY	ManagementFor	For
15	TO RE-APPOINT KPMG LLP AS THE COMPANY'S AUDITOR	ManagementFor	For
16	TO AUTHORISE THE AUDIT COMMITTEE, ON BEHALF OF THE BOARD, TO DETERMINE THE AUDITOR'S REMUNERATION	ManagementFor	For
17	TO AUTHORISE PAYMENT TO SHAREHOLDERS: THE COMPANY PROPOSES TO MAKE A BONUS ISSUE OF 141 C SHARES IN RESPECT OF THE 31 DECEMBER 2014 FINANCIAL YEAR WITH A TOTAL NOMINAL VALUE OF 14.1 PENCE FOR EACH ORDINARY SHARE	ManagementFor	For
18	TO AUTHORISE POLITICAL DONATIONS AND POLITICAL EXPENDITURE	ManagementFor	For
19	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	ManagementFor	For
20	TO DISAPPLY PRE-EMPTION RIGHTS	ManagementAgainst	Against
21	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	ManagementFor	For
22	TO INCREASE THE COMPANY'S BORROWING POWERS	ManagementFor	For

ABBVIE INC.

Security	00287Y109	Meeting Type	Annual
Ticker Symbol	ABBV	Meeting Date	08-May-2015
ISIN	US00287Y1091	Agenda	934142249 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ROXANNE S. AUSTIN		For	For
	2 RICHARD A. GONZALEZ		For	For
	3 GLENN F. TILTON		For	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS ABBVIE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor		For
3.		ManagementFor		For

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

SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.

AQUA AMERICA, INC.

Security	03836W103	Meeting Type	Annual
Ticker Symbol	WTR	Meeting Date	08-May-2015
ISIN	US03836W1036	Agenda	934145132 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 NICHOLAS DEBENEDICTIS		For	For
	2 MICHAEL L. BROWNE		For	For
	3 RICHARD H. GLANTON		For	For
	4 LON R. GREENBERG		For	For
	5 WILLIAM P. HANKOWSKY		For	For
	6 WENDELL F. HOLLAND		For	For
	7 ELLEN T. RUFF		For	For
2.	TO CONSIDER AND TAKE ACTION ON THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2015 FISCAL YEAR.	Management	For	For
3.	TO CONSIDER AND TAKE ACTION ON AN ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM. TO CONSIDER AND TAKE ACTION ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS CREATE A	Management	For	For
4.	COMPREHENSIVE POLICY ARTICULATING THE COMPANY'S RESPECT FOR AND COMMITMENT TO THE HUMAN RIGHT TO WATER, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For
5.	TO CONSIDER AND TAKE ACTION ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS CREATE A POLICY IN WHICH THE BOARD OF DIRECTORS SEEK SHAREHOLDER APPROVAL OF ANY FUTURE EXTRAORDINARY RETIREMENT BENEFITS FOR SENIOR EXECUTIVES, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For

ITT CORPORATION

Security	450911201	Meeting Type	Annual
Ticker Symbol	ITT	Meeting Date	08-May-2015

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

ISIN	US4509112011	Agenda	934151363 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ORLANDO D. ASHFORD	Management	For	For
1B.	ELECTION OF DIRECTOR: G. PETER D'ALOIA	Management	For	For
1C.	ELECTION OF DIRECTOR: DONALD DEFOSSET, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: CHRISTINA A. GOLD	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD P. LAVIN	Management	For	For
1F.	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Management	For	For
1G.	ELECTION OF DIRECTOR: REBECCA A. MCDONALD	Management	For	For
1H.	ELECTION OF DIRECTOR: TIMOTHY H. POWERS	Management	For	For
1I.	ELECTION OF DIRECTOR: DENISE L. RAMOS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE 2015 FISCAL YEAR	Management	For	For
3.	APPROVAL OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For
CAMERON INTERNATIONAL CORPORATION				
Security	13342B105	Meeting Type	Annual	
Ticker Symbol	CAM	Meeting Date	08-May-2015	
ISIN	US13342B1052	Agenda	934153951 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: H. PAULETT EBERHART	Management	For	For
1B.	ELECTION OF DIRECTOR: PETER J. FLUOR	Management	For	For
1C.	ELECTION OF DIRECTOR: DOUGLAS L. FOSHEE	Management	For	For
1D.	ELECTION OF DIRECTOR: RODOLFO LANDIM	Management	For	For
1E.	ELECTION OF DIRECTOR: JACK B. MOORE	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL E. PATRICK	Management	For	For
1G.	ELECTION OF DIRECTOR: TIMOTHY J. PROBERT	Management	For	For
1H.		Management	For	For

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

ELECTION OF DIRECTOR: JON ERIK REINHARSEN

1I.	ELECTION OF DIRECTOR: R. SCOTT ROWE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: BRENT J. SMOLIK	ManagementFor	For
1K.	ELECTION OF DIRECTOR: BRUCE W. WILKINSON	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2015.	ManagementFor	For
3.	TO APPROVE, ON AN ADVISORY BASIS, OUR 2014 EXECUTIVE COMPENSATION.	ManagementFor	For

THE BRINK'S COMPANY

Security	109696104	Meeting Type	Annual
Ticker Symbol	BCO	Meeting Date	08-May-2015
ISIN	US1096961040	Agenda	934157430 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BETTY C. ALEWINE		For	For
	2 MICHAEL J. HERLING		For	For
	3 THOMAS C. SCHIEVELBEIN		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor		For
3.	APPROVAL OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor		For
4.	APPROVAL OF THE AMENDMENT OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF DIRECTORS.	ManagementFor		For

OCEANEERING INTERNATIONAL, INC.

Security	675232102	Meeting Type	Annual
Ticker Symbol	OII	Meeting Date	08-May-2015
ISIN	US6752321025	Agenda	934175452 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN R. HUFF		For	For
	2 M. KEVIN MCEVOY		For	For
	3 STEVEN A. WEBSTER		For	For
2.	PROPOSAL TO APPROVE THE AMENDED AND RESTATED 2010 INCENTIVE PLAN OF OCEANEERING INTERNATIONAL, INC.	ManagementFor		For

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

3.	ADVISORY VOTE ON A RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For

AMERICAN EXPRESS COMPANY

Security	025816109	Meeting Type	Annual
Ticker Symbol	AXP	Meeting Date	11-May-2015
ISIN	US0258161092	Agenda	934155587 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Management	For	For
1B.	ELECTION OF DIRECTOR: URSULA BURNS	Management	For	For
1C.	ELECTION OF DIRECTOR: KENNETH CHENAULT	Management	For	For
1D.	ELECTION OF DIRECTOR: PETER CHERNIN	Management	For	For
1E.	ELECTION OF DIRECTOR: ANNE LAUVERGEON	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL LEAVITT	Management	For	For
1G.	ELECTION OF DIRECTOR: THEODORE LEONSIS	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD LEVIN	Management	For	For
1I.	ELECTION OF DIRECTOR: SAMUEL PALMISANO	Management	For	For
1J.	ELECTION OF DIRECTOR: DANIEL VASELLA	Management	For	For
1K.	ELECTION OF DIRECTOR: ROBERT WALTER	Management	For	For
1L.	ELECTION OF DIRECTOR: RONALD WILLIAMS	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	SHAREHOLDER PROPOSAL RELATING TO ANNUAL DISCLOSURE OF EEO-1 DATA.	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL RELATING TO REPORT ON PRIVACY, DATA SECURITY AND GOVERNMENT REQUESTS.	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL RELATING TO ACTION BY WRITTEN CONSENT.	Shareholder	Against	For
7.		Shareholder	Against	For

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

SHAREHOLDER PROPOSAL RELATING TO LOBBYING DISCLOSURE.

8.	SHAREHOLDER PROPOSAL RELATING TO INDEPENDENT BOARD CHAIRMAN.	Shareholder Against	For
	INTERNATIONAL PAPER COMPANY		
	Security 460146103	Meeting Type	Annual
	Ticker Symbol IP	Meeting Date	11-May-2015
	ISIN US4601461035	Agenda	934177317 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID J. BRONCZEK	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM J. BURNS	Management	For	For
1C.	ELECTION OF DIRECTOR: AHMET C. DORDUNCU	Management	For	For
1D.	ELECTION OF DIRECTOR: ILENE S. GORDON	Management	For	For
1E.	ELECTION OF DIRECTOR: JAY L. JOHNSON	Management	For	For
1F.	ELECTION OF DIRECTOR: STACEY J. MOBLEY	Management	For	For
1G.	ELECTION OF DIRECTOR: JOAN E. SPERO	Management	For	For
1H.	ELECTION OF DIRECTOR: MARK S. SUTTON	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN L. TOWNSEND, III	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM G. WALTER	Management	For	For
1K.	ELECTION OF DIRECTOR: J. STEVEN WHISLER	Management	For	For
1L.	ELECTION OF DIRECTOR: RAY G. YOUNG	Management	For	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP			
	AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For
	A NON-BINDING RESOLUTION TO APPROVE			
3.	THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED UNDER THE HEADING "COMPENSATION DISCUSSION & ANALYSIS"	Management	For	For
4.	SHAREOWNER PROPOSAL CONCERNING A POLICY ON ACCELERATED VESTING OF EQUITY AWARDS OF SENIOR EXECUTIVES UPON A CHANGE IN CONTROL	Shareholder Against		For

BIOSCRIP, INC.

	Security 09069N108	Meeting Type	Annual
	Ticker Symbol BIOS	Meeting Date	11-May-2015

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

ISIN	US09069N1081	Agenda	934188841 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD M. SMITH		For	For
	2 CHARLOTTE W. COLLINS		Withheld	Against
	3 DAVID W. GOLDING		For	For
	4 MICHAEL GOLDSTEIN		For	For
	5 MYRON Z. HOLUBIAK		For	For
	6 YON Y. JORDEN		Withheld	Against
	7 TRICIA H. NGUYEN		Withheld	Against
	8 R. CARTER PATE		For	For
	9 STUART A. SAMUELS		Withheld	Against
	APPROVAL OF (A) THE ISSUANCE OF SHARES OF THE COMPANY'S COMMON STOCK THAT WOULD CAUSE A HOLDER TO BENEFICIALLY OWN 20% OR MORE OF THE OUTSTANDING SHARES OF COMMON STOCK UPON THE CONVERSION OF THE COMPANY'S CURRENT AND FUTURE OUTSTANDING SHARES OF SERIES A CONVERTIBLE PREFERRED STOCK, (B) THE ABILITY TO VOTE WITH 20% OR ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)			
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
	CONOCOPHILLIPS			
	Security 20825C104		Meeting Type	Annual
	Ticker Symbol COP		Meeting Date	12-May-2015
	ISIN US20825C1045		Agenda	934150804 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD L. ARMITAGE	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK	Management	For	For
1C.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1D.		Management	For	For

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

	ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.			
1E.	ELECTION OF DIRECTOR: JOHN V. FARACI	Management	For	For
1F.	ELECTION OF DIRECTOR: JODY L. FREEMAN	Management	For	For
1G.	ELECTION OF DIRECTOR: GAY HUEY EVANS	Management	For	For
1H.	ELECTION OF DIRECTOR: RYAN M. LANCE	Management	For	For
1I.	ELECTION OF DIRECTOR: ARJUN N. MURTI	Management	For	For
1J.	ELECTION OF DIRECTOR: ROBERT A. NIBLOCK	Management	For	For
1K.	ELECTION OF DIRECTOR: HARALD J. NORVIK	Management	For	For
2.	PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
4.	REPORT ON LOBBYING EXPENDITURES. NO ACCELERATED VESTING UPON CHANGE	Shareholder	Against	For
5.	IN CONTROL.	Shareholder	Against	For
6.	POLICY ON USING RESERVES METRICS TO DETERMINE INCENTIVE COMPENSATION.	Shareholder	Against	For
7.	PROXY ACCESS.	Shareholder	Against	For
	WASTE MANAGEMENT, INC.			
	Security	94106L109	Meeting Type	Annual
	Ticker Symbol	WM	Meeting Date	12-May-2015
	ISIN	US94106L1098	Agenda	934151438 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: FRANK M. CLARK, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: ANDRES R. GLUSKI	Management	For	For
1D.	ELECTION OF DIRECTOR: PATRICK W. GROSS	Management	For	For
1E.	ELECTION OF DIRECTOR: VICTORIA M. HOLT	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN C. POPE	Management	For	For
1G.	ELECTION OF DIRECTOR: W. ROBERT REUM	Management	For	For
1H.	ELECTION OF DIRECTOR: DAVID P. STEINER	Management	For	For
1I.		Management	For	For



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

ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER			
RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG, LLP AS THE			
2.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
3.	APPROVAL OF OUR EXECUTIVE COMPENSATION.	ManagementFor	For
4.	APPROVAL OF AN AMENDMENT TO OUR EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE.	ManagementFor	For
5.	STOCKHOLDER PROPOSAL REGARDING DISCLOSURE OF POLITICAL CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder Against	For
6.	STOCKHOLDER PROPOSAL REGARDING A POLICY ON ACCELERATION OF VESTING OF EQUITY AWARDS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder Against	For

ALLETE, INC.

Security	018522300	Meeting Type	Annual
Ticker Symbol	ALE	Meeting Date	12-May-2015
ISIN	US0185223007	Agenda	934151541 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KATHRYN W. DINDO	ManagementFor		For
1B.	ELECTION OF DIRECTOR: SIDNEY W. EMERY, JR.	ManagementFor		For
1C.	ELECTION OF DIRECTOR: GEORGE G. GOLDFARB	ManagementFor		For
1D.	ELECTION OF DIRECTOR: JAMES S. HAINES, JR.	ManagementFor		For
1E.	ELECTION OF DIRECTOR: ALAN R. HODNIK	ManagementFor		For
1F.	ELECTION OF DIRECTOR: JAMES J. HOOLIHAN	ManagementFor		For
1G.	ELECTION OF DIRECTOR: HEIDI E. JIMMERSON	ManagementFor		For
1H.	ELECTION OF DIRECTOR: MADELEINE W. LUDLOW	ManagementFor		For
1I.	ELECTION OF DIRECTOR: DOUGLAS C. NEVE	ManagementFor		For
1J.		ManagementFor		For

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

ELECTION OF DIRECTOR: LEONARD C. RODMAN

2. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. ManagementFor For

3. APPROVAL OF THE ALLETE EXECUTIVE LONG-TERM INCENTIVE COMPENSATION PLAN. ManagementFor For

4. RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS ALLETE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015. ManagementFor For

VECTREN CORPORATION

Security	92240G101	Meeting Type	Annual
Ticker Symbol	VVC	Meeting Date	12-May-2015
ISIN	US92240G1013	Agenda	934151870 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CARL L. CHAPMAN		For	For
	2 J.H. DEGRAFFENREIDT, JR		For	For
	3 JOHN D. ENGELBRECHT		For	For
	4 ANTON H. GEORGE		For	For
	5 MARTIN C. JISCHKE		For	For
	6 ROBERT G. JONES		For	For
	7 J. TIMOTHY MCGINLEY		For	For
	8 PATRICK K. MULLEN		For	For
	9 R. DANIEL SADLIER		For	For
	10 MICHAEL L. SMITH		For	For
	11 JEAN L. WOJTOWICZ		For	For

2. APPROVE A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. ManagementFor For

3. RATIFY THE REAPPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR VECTREN CORPORATION AND ITS SUBSIDIARIES FOR 2015. ManagementFor For

XYLEM INC.

Security	98419M100	Meeting Type	Annual
Ticker Symbol	XYL	Meeting Date	12-May-2015
ISIN	US98419M1009	Agenda	934152985 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.		ManagementFor		For

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

	ELECTION OF DIRECTOR: PATRICK K. DECKER		
1B.	ELECTION OF DIRECTOR: VICTORIA D. HARKER	ManagementFor	For
1C.	ELECTION OF DIRECTOR: MARKOS I. TAMBAKERAS	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
3.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	TO VOTE ON A SHAREOWNER PROPOSAL TITLED "REINCORPORATE IN DELAWARE."	Shareholder Against	For
ANADARKO PETROLEUM CORPORATION			
Security	032511107	Meeting Type	Annual
Ticker Symbol	APC	Meeting Date	12-May-2015
ISIN	US0325111070	Agenda	934157959 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANTHONY R. CHASE	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR KEVIN P. CHILTON	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: H. PAULETT EBERHART	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: PETER J. FLUOR	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: RICHARD L. GEORGE	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: JOSEPH W. GORDER	ManagementFor	For	For
1G.	ELECTION OF DIRECTOR: JOHN R. GORDON	ManagementFor	For	For
1H.	ELECTION OF DIRECTOR: MARK C. MCKINLEY	ManagementFor	For	For
1I.	ELECTION OF DIRECTOR: ERIC D. MULLINS	ManagementFor	For	For
1J.	ELECTION OF DIRECTOR: R.A. WALKER	ManagementFor	For	For
2.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITOR.	ManagementFor	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For	For
4.	STOCKHOLDER PROPOSAL - PROXY ACCESS.	Shareholder Against	For	For
5.	STOCKHOLDER PROPOSAL - REPORT ON CARBON RISK.	Shareholder Against	For	For

NISOURCE INC.			
Security	65473P105	Meeting Type	Annual
Ticker Symbol	NI	Meeting Date	12-May-2015

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

ISIN	US65473P1057	Agenda	934164827 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD A. ABDOO	Management	For	For
1B.	ELECTION OF DIRECTOR: ARISTIDES S. CANDRIS	Management	For	For
1C.	ELECTION OF DIRECTOR: SIGMUND L. CORNELIUS	Management	For	For
1D.	ELECTION OF DIRECTOR: MICHAEL E. JESANIS	Management	For	For
1E.	ELECTION OF DIRECTOR: MARTY R. KITTRELL	Management	For	For
1F.	ELECTION OF DIRECTOR: W. LEE NUTTER	Management	For	For
1G.	ELECTION OF DIRECTOR: DEBORAH S. PARKER	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT C. SKAGGS, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: TERESA A. TAYLOR	Management	For	For
1J.	ELECTION OF DIRECTOR: RICHARD L. THOMPSON	Management	For	For
1K.	ELECTION OF DIRECTOR: CAROLYN Y. WOO	Management	For	For
2.	TO APPROVE EXECUTIVE COMPENSATION ON AN ADVISORY BASIS.	Management	For	For
3.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.	Management	For	For
4.	TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO GIVE STOCKHOLDERS THE POWER TO REQUEST SPECIAL MEETINGS.	Management	For	For
5.	TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO REDUCE THE MINIMUM NUMBER OF COMPANY DIRECTORS FROM NINE TO SEVEN.	Management	For	For
6.	TO RE-APPROVE THE COMPANY'S 2010 OMNIBUS INCENTIVE PLAN.	Management	For	For
7.	TO APPROVE AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
8.	TO CONSIDER A STOCKHOLDER PROPOSAL REGARDING REPORTS ON POLITICAL CONTRIBUTIONS.	Shareholder	Against	For
SEMPRA ENERGY				
Security	816851109	Meeting Type	Annual	

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

Ticker Symbol	SRE	Meeting Date	13-May-2015
ISIN	US8168511090	Agenda	934153002 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ALAN L. BOECKMANN	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES G. BROCKSMITH JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: KATHLEEN L. BROWN	Management	For	For
1D.	ELECTION OF DIRECTOR: PABLO A. FERRERO	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM D. JONES	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM G. OUCHI	Management	For	For
1G.	ELECTION OF DIRECTOR: DEBRA L. REED	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM C. RUSNACK	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM P. RUTLEDGE	Management	For	For
1J.	ELECTION OF DIRECTOR: LYNN SCHENK	Management	For	For
1K.	ELECTION OF DIRECTOR: JACK T. TAYLOR	Management	For	For
1L.	ELECTION OF DIRECTOR: LUIS M. TELLEZ	Management	For	For
1M.	ELECTION OF DIRECTOR: JAMES C. YARDLEY	Management	For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION.	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For

E. I. DU PONT DE NEMOURS AND COMPANY

Security	263534109	Meeting Type	Contested-Annual
Ticker Symbol	DD	Meeting Date	13-May-2015
ISIN	US2635341090	Agenda	934155955 - Opposition

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 NELSON PELTZ		For	For
	2 JOHN H. MYERS		For	For
	3 ARTHUR B. WINKLEBLACK		Withheld	Against
	4 ROBERT J. ZATTA		Withheld	Against
	5 MGT NOM: L. ANDREOTTI		For	For
	6 MGT NOM: E.D. BREEN		For	For
	7 MGT NOM: E.I. DU PONT		For	For
	8 MGT NOM: J.L. GALLOGLY		For	For

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

9	MGT NOM: M.A. HEWSON	For	For
10	MGT NOM: E.J. KULLMAN	For	For
11	MGT NOM: U.M. SCHNEIDER	For	For
12	MGT NOM: P.J. WARD	For	For
2	ON RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For
3	TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION	Management	For
4	ON LOBBYING	Management	Against
5	ON GROWER COMPLIANCE	Management	Against
6	ON PLANT CLOSURE	Management	Against
7	TO REPEAL EACH PROVISION OR AMENDMENT OF THE BYLAWS OF THE COMPANY ADOPTED BY THE BOARD OF DIRECTORS OF THE COMPANY (AND NOT BY THE COMPANY'S STOCKHOLDERS) SUBSEQUENT TO AUGUST 12, 2013 AND PRIOR TO THE APPROVAL OF THIS RESOLUTION.	Management	For

ANTHEM, INC.

Security	036752103	Meeting Type	Annual
Ticker Symbol	ANTM	Meeting Date	13-May-2015
ISIN	US0367521038	Agenda	934156060 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JULIE A. HILL	Management	For	For
1B.	ELECTION OF DIRECTOR: RAMIRO G. PERU	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN H. SHORT TO RATIFY THE APPOINTMENT OF ERNST &	Management	For	For
2.	YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	IF PROPERLY PRESENTED AT THE MEETING, TO VOTE ON A SHAREHOLDER PROPOSAL TO ELECT EACH DIRECTOR ANNUALLY. IF PROPERLY PRESENTED AT THE MEETING,	Shareholder	For	
5.	TO VOTE ON A SHAREHOLDER PROPOSAL TO AMEND THE BY-LAWS OF ANTHEM, INC. TO ALLOW PROXY ACCESS BY SHAREHOLDERS.	Shareholder	Against	For

AMERICAN INTERNATIONAL GROUP, INC.

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

Security	026874784	Meeting Type	Annual
Ticker Symbol	AIG	Meeting Date	13-May-2015
ISIN	US0268747849	Agenda	934157226 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: W. DON CORNWELL	Management	For	For
1B.	ELECTION OF DIRECTOR: PETER R. FISHER	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN H. FITZPATRICK	Management	For	For
1D.	ELECTION OF DIRECTOR: PETER D. HANCOCK	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM G. JURGENSEN	Management	For	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH	Management	For	For
1G.	ELECTION OF DIRECTOR: GEORGE L. MILES, JR.	Management	For	For
1H.	ELECTION OF DIRECTOR: HENRY S. MILLER	Management	For	For
1I.	ELECTION OF DIRECTOR: ROBERT S. MILLER	Management	For	For
1J.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Management	For	For
1K.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER	Management	For	For
1L.	ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND	Management	For	For
1M.	ELECTION OF DIRECTOR: THERESA M. STONE	Management	For	For
2.	TO VOTE, ON A NON-BINDING ADVISORY BASIS, TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3.	TO ACT UPON A PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS AIG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For

MURPHY OIL CORPORATION

Security	626717102	Meeting Type	Annual
Ticker Symbol	MUR	Meeting Date	13-May-2015
ISIN	US6267171022	Agenda	934157896 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: T.J. COLLINS	Management	For	For
1B.	ELECTION OF DIRECTOR: S.A. COSSE	Management	For	For

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

1C.	ELECTION OF DIRECTOR: C.P. DEMING	ManagementFor	For
1D.	ELECTION OF DIRECTOR: L.R. DICKERSON	ManagementFor	For
1E.	ELECTION OF DIRECTOR: R.W. JENKINS	ManagementFor	For
1F.	ELECTION OF DIRECTOR: J.V. KELLEY	ManagementFor	For
1G.	ELECTION OF DIRECTOR: W. MIROSH	ManagementFor	For
1H.	ELECTION OF DIRECTOR: R.M. MURPHY	ManagementFor	For
1I.	ELECTION OF DIRECTOR: J.W. NOLAN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: N.E. SCHMALE	ManagementFor	For
1K.	ELECTION OF DIRECTOR: L.A. SUGG	ManagementFor	For
1L.	ELECTION OF DIRECTOR: C.G. THEUS	ManagementFor	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor	For
3.	APPROVE THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
4.	TO CONSIDER AND ACT UPON A STOCKHOLDER PROPOSAL CONCERNING THE ADOPTION OF PROXY ACCESS.	Shareholder Against	For

LABORATORY CORP. OF AMERICA HOLDINGS

Security	50540R409	Meeting Type	Annual
Ticker Symbol	LH	Meeting Date	13-May-2015
ISIN	US50540R4092	Agenda	934164548 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KERRII B. ANDERSON	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: JEAN-LUC BELINGARD	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: D. GARY GILLILAND, M.D., PH.D.	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: DAVID P. KING	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: GARHENG KONG, M.D., PH.D.	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: ROBERT E. MITTELSTAEDT, JR.	ManagementFor	For	For
1G.	ELECTION OF DIRECTOR: PETER M. NEUPERT	ManagementFor	For	For
1H.	ELECTION OF DIRECTOR: ADAM H. SCHECHTER	ManagementFor	For	For
1I.	ELECTION OF DIRECTOR: R. SANDERS WILLIAMS, M.D.	ManagementFor	For	For
2.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	ManagementFor	For	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS LABORATORY CORPORATION OF AMERICA HOLDINGS' INDEPENDENT REGISTERED	ManagementFor	For	For



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

PUBLIC ACCOUNTING FIRM FOR 2015.  
PROGRESSIVE WASTE SOLUTIONS LTD.

Security	74339G101	Meeting Type	Annual and Special Meeting
Ticker Symbol	BIN	Meeting Date	13-May-2015
ISIN	CA74339G1019	Agenda	934183106 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	APPOINTMENT OF DELOITTE LLP, INDEPENDENT REGISTERED CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION AND AUTHORIZING THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS.	Management	For	For
02	DIRECTOR	Management		
	1 JOHN T. DILLON		For	For
	2 JAMES J. FORESE		For	For
	3 LARRY S. HUGHES		For	For
	4 JEFFREY L. KEEFER		For	For
	5 DOUGLAS W. KNIGHT		For	For
	6 SUE LEE		For	For
	7 DANIEL R. MILLIARD		For	For
	8 JOSEPH D. QUARIN		For	For
03	APPROVAL OF THE ADVISORY RESOLUTION ON THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION AS SET OUT IN THE NOTICE OF MEETING AND MANAGEMENT PROXY CIRCULAR.	Management	For	For
04	APPROVAL OF THE SHAREHOLDERS' RESOLUTION TO CONFIRM THE AMENDMENTS TO BY-LAW NO. 1 OF THE CORPORATION, ALL AS FURTHER DESCRIBED IN THE MANAGEMENT PROXY CIRCULAR.	Management	For	For
05	APPROVAL OF THE SHAREHOLDERS' RESOLUTION TO APPROVE AN INCREASE OF THE NUMBER OF SHARES RESERVED AND AUTHORIZED FOR ISSUANCE UNDER THE CORPORATION'S AMENDED AND RESTATED SHARE OPTION PLAN, ALL AS FURTHER DESCRIBED IN THE MANAGEMENT PROXY CIRCULAR.	Management	For	For

ENI S.P.A

Security	26874R108	Meeting Type	Annual
Ticker Symbol	E	Meeting Date	13-May-2015

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

ISIN	US26874R1086	Agenda	934183586 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1.	ENI S.P.A. FINANCIAL STATEMENTS AT DECEMBER 31, 2014. RELATED RESOLUTIONS. ENI CONSOLIDATED FINANCIAL STATEMENTS AT DECEMBER 31, 2014. REPORTS OF THE DIRECTORS, OF THE BOARD OF STATUTORY AUDITORS AND OF THE AUDIT FIRM.	Management	For	For
2.	ALLOCATION OF NET PROFIT.	Management	For	For
3.	REMUNERATION REPORT (SECTION 1): POLICY ON REMUNERATION.	Management	For	For
HOSPIRA, INC.				
Security	441060100	Meeting Type	Special	
Ticker Symbol	HSP	Meeting Date	13-May-2015	
ISIN	US4410601003	Agenda	934191292 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1.	THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED FEBRUARY 5, 2015, AMONG PFIZER INC., PERKINS HOLDING COMPANY, A WHOLLY OWNED SUBSIDIARY OF PFIZER INC., AND HOSPIRA, INC., AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
2.	THE PROPOSAL TO APPROVE, BY NON-BINDING ADVISORY VOTE, COMPENSATION THAT WILL OR MAY BECOME PAYABLE BY HOSPIRA, INC. TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	For	For
3.	THE PROPOSAL TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING TO A LATER DATE OR DATES IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.	Management	For	For

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

INVESCO LTD

Security	G491BT108	Meeting Type	Annual
Ticker Symbol	IVZ	Meeting Date	14-May-2015
ISIN	BMG491BT1088	Agenda	934148277 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: MARTIN L. FLANAGAN	Management	For	For
1.2	ELECTION OF DIRECTOR: C. ROBERT HENRIKSON	Management	For	For
1.3	ELECTION OF DIRECTOR: BEN F. JOHNSON III	Management	For	For
1.4	ELECTION OF DIRECTOR: SIR NIGEL SHEINWALD	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S 2014 EXECUTIVE COMPENSATION	Management	For	For
3.	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For

KOHL'S CORPORATION

Security	500255104	Meeting Type	Annual
Ticker Symbol	KSS	Meeting Date	14-May-2015
ISIN	US5002551043	Agenda	934150094 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PETER BONEPARTH	Management	For	For
1B.	ELECTION OF DIRECTOR: STEVEN A. BURD	Management	For	For
1C.	ELECTION OF DIRECTOR: DALE E. JONES	Management	For	For
1D.	ELECTION OF DIRECTOR: KEVIN MANSELL	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN E. SCHLIFSKE	Management	For	For
1F.	ELECTION OF DIRECTOR: FRANK V. SICA	Management	For	For
1G.	ELECTION OF DIRECTOR: STEPHANIE A. STREETER	Management	For	For
1H.	ELECTION OF DIRECTOR: NINA G. VACA	Management	For	For
1I.	ELECTION OF DIRECTOR: STEPHEN E. WATSON	Management	For	For
2.	RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY VOTE ON APPROVAL OF NAMED	Management	For	For

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

4.	EXECUTIVE OFFICER COMPENSATION. SHAREHOLDER PROPOSAL: RECOVERY OF UNEARNED MANAGEMENT BONUSES.	Shareholder Against	For
5.	SHAREHOLDER PROPOSAL: PROXY ACCESS.	Shareholder Against	For
FORD MOTOR COMPANY			
Security	345370860	Meeting Type	Annual
Ticker Symbol	F	Meeting Date	14-May-2015
ISIN	US3453708600	Agenda	934153026 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN G. BUTLER	Management	For	For
1B.	ELECTION OF DIRECTOR: KIMBERLY A. CASIANO	Management	For	For
1C.	ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: MARK FIELDS	Management	For	For
1E.	ELECTION OF DIRECTOR: EDSEL B. FORD II	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES P. HACKETT	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES H. HANCE, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV	Management	For	For
1J.	ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.	Management	For	For
1K.	ELECTION OF DIRECTOR: WILLIAM E. KENNARD	Management	For	For
1L.	ELECTION OF DIRECTOR: JOHN C. LECHLEITER	Management	For	For
1M.	ELECTION OF DIRECTOR: ELLEN R. MARRAM	Management	For	For
1N.	ELECTION OF DIRECTOR: GERALD L. SHAHEEN	Management	For	For
1O.	ELECTION OF DIRECTOR: JOHN L. THORNTON	Management	For	For
2.	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	SAY ON PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.	Management	For	For
4.	RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING	Shareholder	Against	For

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

STOCK HAVE ONE VOTE PER SHARE.  
RELATING TO ALLOWING HOLDERS OF  
20%

5.	OF OUTSTANDING COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.	Shareholder Against	For
AMGEN INC.			
Security	031162100	Meeting Type	Annual
Ticker Symbol	AMGN	Meeting Date	14-May-2015
ISIN	US0311621009	Agenda	934153672 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DR. DAVID BALTIMORE	Management	For	For
1B.	ELECTION OF DIRECTOR: MR. FRANK J. BIONDI, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: MR. ROBERT A. BRADWAY	Management	For	For
1D.	ELECTION OF DIRECTOR: MR. FRANCOIS DE CARBONNEL	Management	For	For
1E.	ELECTION OF DIRECTOR: DR. VANCE D. COFFMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: MR. ROBERT A. ECKERT	Management	For	For
1G.	ELECTION OF DIRECTOR: MR. GREG C. GARLAND	Management	For	For
1H.	ELECTION OF DIRECTOR: DR. REBECCA M. HENDERSON	Management	For	For
1I.	ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER	Management	For	For
1J.	ELECTION OF DIRECTOR: DR. TYLER JACKS	Management	For	For
1K.	ELECTION OF DIRECTOR: MS. JUDITH C. PELHAM	Management	For	For
1L.	ELECTION OF DIRECTOR: DR. RONALD D. SUGAR	Management	For	For
1M.	ELECTION OF DIRECTOR: DR. R. SANDERS WILLIAMS	Management	For	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	Management	For	For
4.	STOCKHOLDER PROPOSAL (VOTE TABULATION).	Shareholder	Against	For
THE DOW CHEMICAL COMPANY				

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

Security	260543103	Meeting Type	Annual
Ticker Symbol	DOW	Meeting Date	14-May-2015
ISIN	US2605431038	Agenda	934157264 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: AJAY BANGA	Management	For	For
1B.	ELECTION OF DIRECTOR: JACQUELINE K. BARTON	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES A. BELL	Management	For	For
1D.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	Management	For	For
1E.	ELECTION OF DIRECTOR: JEFF M. FETTIG	Management	For	For
1F.	ELECTION OF DIRECTOR: ANDREW N. LIVERIS	Management	For	For
1G.	ELECTION OF DIRECTOR: MARK LOUGHRIDGE	Management	For	For
1H.	ELECTION OF DIRECTOR: RAYMOND J. MILCHOVICH	Management	For	For
1I.	ELECTION OF DIRECTOR: ROBERT S. MILLER	Management	For	For
1J.	ELECTION OF DIRECTOR: PAUL POLMAN	Management	For	For
1K.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Management	For	For
1L.	ELECTION OF DIRECTOR: JAMES M. RINGLER	Management	For	For
1M.	ELECTION OF DIRECTOR: RUTH G. SHAW	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	STOCKHOLDER PROPOSAL TO LIMIT ACCELERATED EXECUTIVE PAY.	Shareholder	Against	For

OGE ENERGY CORP.

Security	670837103	Meeting Type	Annual
Ticker Symbol	OGE	Meeting Date	14-May-2015
ISIN	US6708371033	Agenda	934157327 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JAMES H. BRANDI		For	For
	2 LUKE R. CORBETT		For	For
	3 PETER B. DELANEY		For	For
	4 JOHN D. GROENDYKE		For	For
	5 KIRK HUMPHREYS		For	For
	6 ROBERT KELLEY		For	For
	7 ROBERT O. LORENZ		For	For

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

8	JUDY R. MCREYNOLDS	For	For
9	SHEILA G. TALTON	For	For
10	SEAN TRAUSCHKE	For	For

2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2015.	Management	For	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4	SHAREHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTE.	Shareholder	For	For
5	SHAREHOLDER PROPOSAL REGARDING A REPORT ON GREENHOUSE GAS EMISSION REDUCTIONS.	Shareholder	Against	For

GRAHAM HOLDINGS COMPANY

Security	384637104	Meeting Type	Annual
Ticker Symbol	GHC	Meeting Date	14-May-2015
ISIN	US3846371041	Agenda	934157478 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CHRISTOPHER C. DAVIS		For	For
	2 THOMAS S. GAYNER		For	For
	3 ANNE M. MULCAHY		For	For
	4 LARRY D. THOMPSON		For	For

WYNDHAM WORLDWIDE CORPORATION

Security	98310W108	Meeting Type	Annual
Ticker Symbol	WYN	Meeting Date	14-May-2015
ISIN	US98310W1080	Agenda	934157682 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STEPHEN P. HOLMES		For	For
	2 MYRA J. BIBLOWIT		For	For
	3 JAMES E. BUCKMAN		For	For
	4 GEORGE HERRERA		For	For
	5 BRIAN MULRONEY		For	For
	6 PAULINE D.E. RICHARDS		For	For
	7 MICHAEL H. WARGOTZ		For	For
2.	ADVISORY VOTE TO APPROVE THE WYNDHAM WORLDWIDE CORPORATION EXECUTIVE COMPENSATION PROGRAM.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR	Management	For	For

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

2015.

SEALED AIR CORPORATION

Security	81211K100	Meeting Type	Annual
Ticker Symbol	SEE	Meeting Date	14-May-2015
ISIN	US81211K1007	Agenda	934157846 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: MICHAEL CHU	Management	For	For
1B	ELECTION OF DIRECTOR: LAWRENCE R. CODEY	Management	For	For
1C	ELECTION OF DIRECTOR: PATRICK DUFF	Management	For	For
1D	ELECTION OF DIRECTOR: JACQUELINE B. KOSECOFF	Management	For	For
1E	ELECTION OF DIRECTOR: NEIL LUSTIG	Management	For	For
1F	ELECTION OF DIRECTOR: KENNETH P. MANNING	Management	For	For
1G	ELECTION OF DIRECTOR: WILLIAM J. MARINO	Management	For	For
1H	ELECTION OF DIRECTOR: JEROME A. PERIBERE	Management	For	For
1I	ELECTION OF DIRECTOR: RICHARD L. WAMBOLD	Management	For	For
1J	ELECTION OF DIRECTOR: JERRY R. WHITAKER	Management	For	For
11	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	Management	For	For
12	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	Management	For	For

REPUBLIC SERVICES, INC.

Security	760759100	Meeting Type	Annual
Ticker Symbol	RSG	Meeting Date	14-May-2015
ISIN	US7607591002	Agenda	934160691 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RAMON A. RODRIGUEZ	Management	For	For
1B.	ELECTION OF DIRECTOR: TOMAGO COLLINS	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES W. CROWNOVER	Management	For	For
1D.	ELECTION OF DIRECTOR: ANN E. DUNWOODY	Management	For	For
1E.		Management	For	For



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

ELECTION OF DIRECTOR: WILLIAM J. FLYNN

1F.	ELECTION OF DIRECTOR: MANUEL KADRE	ManagementFor	For
1G.	ELECTION OF DIRECTOR: MICHAEL LARSON	ManagementFor	For
1H.	ELECTION OF DIRECTOR: W. LEE NUTTER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DONALD W. SLAGER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: JOHN M. TRANI	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	ManagementFor	For
4.	SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS	Shareholder For	

CREDIT ACCEPTANCE CORPORATION

Security	225310101	Meeting Type	Annual
Ticker Symbol	CACC	Meeting Date	14-May-2015
ISIN	US2253101016	Agenda	934165906 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DONALD A. FOSS		For	For
	2 GLENDA J. FLANAGAN		For	For
	3 BRETT A. ROBERTS		For	For
	4 THOMAS N. TRYFOROS		For	For
	5 SCOTT J. VASSALLUZZO		For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor		For
3.	RATIFICATION OF THE SELECTION OF GRANT THORNTON LLP AS CREDIT ACCEPTANCE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor		For

APACHE CORPORATION

Security	037411105	Meeting Type	Annual
Ticker Symbol	APA	Meeting Date	14-May-2015
ISIN	US0374111054	Agenda	934171303 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	ELECTION OF DIRECTOR: GEORGE D. LAWRENCE	ManagementFor		For
2.	ELECTION OF DIRECTOR: JOHN E. LOWE	ManagementFor		For
3.		ManagementFor		For

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

ELECTION OF DIRECTOR: RODMAN D. PATTON

4. ELECTION OF DIRECTOR: CHARLES J. PITMAN ManagementFor For

5. RATIFICATION OF ERNST & YOUNG LLP AS APACHE'S INDEPENDENT AUDITORS ManagementFor For

6. ADVISORY VOTE TO APPROVE THE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS ManagementFor For

7. APPROVAL OF AMENDMENT TO APACHE'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE APACHE'S CLASSIFIED BOARD OF DIRECTORS ManagementFor For

8. CONSIDERATION OF SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS Shareholder For For

LORAL SPACE & COMMUNICATIONS INC.

Security	543881106	Meeting Type	Annual
Ticker Symbol	LORL	Meeting Date	14-May-2015
ISIN	US5438811060	Agenda	934178193 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

1.	DIRECTOR	Management		
	1 DR. MARK H. RACHESKY		For	For
	2 JANET T. YEUNG		For	For

ACTING UPON A PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP

2. AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015. ManagementFor For

3. ACTING UPON A PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE COMPANY'S PROXY STATEMENT. ManagementFor For

WASTE CONNECTIONS, INC.

Security	941053100	Meeting Type	Annual
Ticker Symbol	WCN	Meeting Date	15-May-2015
ISIN	US9410531001	Agenda	934146881 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

1.1	ELECTION OF DIRECTOR: MICHAEL W. HARLAN	ManagementFor		For
-----	---	---------------	--	-----

1.2		ManagementFor		For
-----	--	---------------	--	-----

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

ELECTION OF DIRECTOR: WILLIAM J. RAZZOUK

2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. APPROVAL ON A NON-BINDING, ADVISORY	ManagementFor	For
3.	BASIS OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT ("SAY ON PAY").	ManagementFor	For

TRANSOCEAN, LTD.

Security	H8817H100	Meeting Type	Annual
Ticker Symbol	RIG	Meeting Date	15-May-2015
ISIN	CH0048265513	Agenda	934158848 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVAL OF THE 2014 ANNUAL REPORT, INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND AUDITED STATUTORY FINANCIAL STATEMENTS OF TRANSOCEAN LTD. FOR FISCAL YEAR 2014 DISCHARGE OF BOARD OF DIRECTORS AND	ManagementFor	For	For
2	EXECUTIVE MANAGEMENT TEAM FROM LIABILITY FOR ACTIVITIES DURING FISCAL YEAR 2014	ManagementFor	For	For
3	APPROPRIATION OF AVAILABLE EARNINGS FOR FISCAL YEAR 2014	ManagementFor	For	For
4	DISTRIBUTION OF A DIVIDEND OUT OF CAPITAL CONTRIBUTION RESERVES OF US\$0.60 PER OUTSTANDING SHARE	ManagementFor	For	For
5A	REELECTION OF DIRECTOR: GLYN A. BARKER	ManagementFor	For	For
5B	REELECTION OF DIRECTOR: VANESSA C.L. CHANG	ManagementFor	For	For
5C	REELECTION OF DIRECTOR: FREDERICO F. CURADO	ManagementFor	For	For
5D	REELECTION OF DIRECTOR: CHADWICK C. DEATON	ManagementFor	For	For
5E	REELECTION OF DIRECTOR: VINCENT J. INTRIERI	ManagementFor	For	For
5F	REELECTION OF DIRECTOR: MARTIN B. MCNAMARA	ManagementFor	For	For
5G		ManagementFor	For	For

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

	REELECTION OF DIRECTOR: SAMUEL J. MERKSAMER		
5H	REELECTION OF DIRECTOR: MERRILL A. "PETE" MILLER, JR.	ManagementFor	For
5I	REELECTION OF DIRECTOR: EDWARD R. MULLER	ManagementFor	For
5J	REELECTION OF DIRECTOR: TAN EK KIA	ManagementFor	For
6	ELECTION OF MERRILL A. "PETE" MILLER, JR. AS THE CHAIRMAN OF THE BOARD OF DIRECTORS FOR A TERM EXTENDING UNTIL COMPLETION OF THE NEXT ANNUAL GENERAL MEETING	ManagementFor	For
7A	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: FREDERICO F. CURADO	ManagementFor	For
7B	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: VINCENT J. INTRIERI	ManagementFor	For
7C	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MARTIN B. MCNAMARA	ManagementFor	For
7D	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: TAN EK KIA	ManagementFor	For
8	REELECTION OF SCHWEIGER ADVOKATUR / NOTARIAT AS THE INDEPENDENT PROXY FOR A TERM EXTENDING UNTIL COMPLETION OF THE NEXT ANNUAL GENERAL MEETING	ManagementFor	For
9	APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015 AND REELECTION OF ERNST & YOUNG LTD, ZURICH, AS THE COMPANY'S AUDITOR FOR A FURTHER ONE-YEAR TERM	ManagementFor	For
10	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION RATIFICATION OF AN AMOUNT OF US \$4,121,000 AS THE MAXIMUM AGGREGATE	ManagementFor	For
11A	AMOUNT OF COMPENSATION OF THE BOARD OF DIRECTORS FOR THE PERIOD BETWEEN THE 2015 AND 2016 ANNUAL GENERAL MEETINGS	ManagementFor	For
11B	RATIFICATION OF AN AMOUNT OF US \$29,617,000 AS THE MAXIMUM AGGREGATE AMOUNT OF COMPENSATION OF THE EXECUTIVE MANAGEMENT TEAM FOR FISCAL YEAR 2016	ManagementFor	For

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

12	APPROVAL OF THE 2015 LONG-TERM INCENTIVE PLAN OF TRANSOCEAN LTD AETNA INC.	Management Abstain	Against
Security	00817Y108	Meeting Type	Annual
Ticker Symbol	AET	Meeting Date	15-May-2015
ISIN	US00817Y1082	Agenda	934160146 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FERNANDO AGUIRRE	Management	For	For
1B.	ELECTION OF DIRECTOR: MARK T. BERTOLINI	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANK M. CLARK	Management	For	For
1D.	ELECTION OF DIRECTOR: BETSY Z. COHEN	Management	For	For
1E.	ELECTION OF DIRECTOR: MOLLY J. COYE, M.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: ROGER N. FARAH	Management	For	For
1G.	ELECTION OF DIRECTOR: BARBARA HACKMAN FRANKLIN	Management	For	For
1H.	ELECTION OF DIRECTOR: JEFFREY E. GARTEN	Management	For	For
1I.	ELECTION OF DIRECTOR: ELLEN M. HANCOCK	Management	For	For
1J.	ELECTION OF DIRECTOR: RICHARD J. HARRINGTON	Management	For	For
1K.	ELECTION OF DIRECTOR: EDWARD J. LUDWIG	Management	For	For
1L.	ELECTION OF DIRECTOR: JOSEPH P. NEWHOUSE	Management	For	For
1M.	ELECTION OF DIRECTOR: OLYMPIA J. SNOWE	Management	For	For
2.	APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION ON A NON-BINDING ADVISORY BASIS	Management	For	For
4A.	SHAREHOLDER PROPOSAL ON POLITICAL CONTRIBUTIONS-DISCLOSURE	Shareholder	Against	For
4B.	SHAREHOLDER PROPOSAL ON EXECUTIVES TO RETAIN SIGNIFICANT STOCK	Shareholder	Against	For

MACY'S INC.			
Security	55616P104	Meeting Type	Annual
Ticker Symbol	M	Meeting Date	15-May-2015
ISIN	US55616P1049	Agenda	934163281 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN A. BRYANT	Management	For	For
1C.	ELECTION OF DIRECTOR: DEIRDRE P. CONNELLY	Management	For	For
1D.	ELECTION OF DIRECTOR: MEYER FELDBERG	Management	For	For
1E.	ELECTION OF DIRECTOR: LESLIE D. HALE	Management	For	For
1F.	ELECTION OF DIRECTOR: SARA LEVINSON	Management	For	For
1G.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For	For
1H.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Management	For	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1J.	ELECTION OF DIRECTOR: PAUL C. VARGA	Management	For	For
1K.	ELECTION OF DIRECTOR: CRAIG E. WEATHERUP	Management	For	For
1L.	ELECTION OF DIRECTOR: MARNA C. WHITTINGTON	Management	For	For
1M.	ELECTION OF DIRECTOR: ANNIE YOUNG-SCRIVNER	Management	For	For
2.	THE PROPOSED RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS MACY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. *NOTE* VOTING CUT-OFF DATE: MAY 14, 2015 AT 11:59 P.M. EDT.	Management	For	For

MACQUARIE INFRASTRUCTURE CO. LLC

Security	55608B105	Meeting Type	Special
Ticker Symbol	MIC	Meeting Date	15-May-2015
ISIN	US55608B1052	Agenda	934200293 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVE A PLAN OF CONVERSION, INCLUDING THE CONVERSION AND THE CERTIFICATE OF INCORPORATION AND BYLAWS, DATED AS OF APRIL 10, 2015, PROVIDING FOR THE CONVERSION OF MACQUARIE INFRASTRUCTURE COMPANY LLC FROM A LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF DELAWARE TO A CORPORATION ORGANIZED UNDER THE LAWS OF THE	Management	For	For

STATE OF DELAWARE.

- |    |   |                    |         |
|----|---|--------------------|---------|
| 2. | APPROVE THE AUTHORITY OF 100,000,000<br>SHARES OF PREFERRED STOCK,<br>INCLUDING THE APPROVAL OF THE<br>BRACKETED PROVISIONS IN THE<br>CERTIFICATE OF INCORPORATION.<br>APPROVE THE ADJOURNMENT OF THE<br>SPECIAL MEETING OF SHAREHOLDERS TO<br>A<br>LATER DATE OR DATES, IF NECESSARY OR<br>APPROPRIATE, TO SOLICIT ADDITIONAL<br>PROXIES IF THERE ARE INSUFFICIENT<br>VOTES AT THE TIME OF THE SPECIAL<br>MEETING OF SHAREHOLDERS TO<br>APPROVE<br>PROPOSALS 1 OR 2 ABOVE. | Management Against | Against |
| 3. | APPROVE<br>PROPOSALS 1 OR 2 ABOVE.  | Management For     | For     |

INVESTMENT AB KINNEVIK, STOCKHOLM

Security	W4832D110	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	18-May-2015
ISIN	SE0000164626	Agenda	706063409 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS			
CMMT	IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE		Non-Voting	
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS		Non-Voting	
CMMT	AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED		Non-Voting	

AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE MEETING-REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION.

1	OPENING OF THE ANNUAL GENERAL MEETING	Non-Voting
2	ELECTION OF CHAIRMAN OF THE ANNUAL GENERAL MEETING: THE NOMINATION COMMITTEE-PROPOSES THAT THE LAWYER WILHELM LUNING, MEMBER OF THE SWEDISH BAR-ASSOCIATION, IS ELECTED TO BE THE CHAIRMAN OF THE ANNUAL GENERAL MEETING	Non-Voting
3	PREPARATION AND APPROVAL OF THE VOTING LIST	Non-Voting
4	APPROVAL OF THE AGENDA	Non-Voting
5	ELECTION OF ONE OR TWO PERSONS TO CHECK AND VERIFY THE MINUTES	Non-Voting
6	DETERMINATION OF WHETHER THE ANNUAL GENERAL MEETING HAS BEEN DULY CONVENED	Non-Voting
7	REMARKS BY THE CHAIRMAN OF THE BOARD	Non-Voting
8	PRESENTATION BY THE CHIEF EXECUTIVE OFFICER	Non-Voting
9	PRESENTATION OF THE PARENT COMPANY'S ANNUAL REPORT AND THE AUDITOR'S REPORT-AND OF THE GROUP ANNUAL REPORT AND THE GROUP AUDITOR'S REPORT	Non-Voting
10	RESOLUTION ON THE ADOPTION OF THE PROFIT AND LOSS STATEMENT AND THE BALANCE SHEET AND OF THE GROUP PROFIT AND LOSS STATEMENT AND THE GROUP BALANCE SHEET	ManagementNo Action
11	RESOLUTION ON THE PROPOSED TREATMENT OF THE COMPANY'S EARNINGS AS STATED IN THE ADOPTED BALANCE SHEET: THE BOARD PROPOSES A DIVIDEND OF SEK 7.25 PER SHARE AND THAT THE RECORD DATE FOR DIVIDEND SHALL BE ON WEDNESDAY 20 MAY 2015. IF THE ANNUAL GENERAL MEETING RESOLVES IN ACCORDANCE WITH THE PROPOSAL, THE DIVIDEND IS ESTIMATED TO BE PAID OUT	ManagementNo Action



	TO	
	THE SHAREHOLDERS ON WEDNESDAY 27	
	MAY 2015	
12	RESOLUTION ON THE DISCHARGE OF LIABILITY OF THE MEMBERS OF THE BOARD	ManagementNo Action
	AND THE CHIEF EXECUTIVE OFFICER	
13	DETERMINATION OF THE NUMBER OF MEMBERS OF THE BOARD: THE NOMINATION COMMITTEE PROPOSES THAT	ManagementNo Action
	THE BOARD SHALL CONSIST OF SEVEN MEMBERS	
14	DETERMINATION OF THE REMUNERATION TO THE BOARD AND THE AUDITOR ELECTION OF THE MEMBERS OF THE BOARD AND THE CHAIRMAN OF THE BOARD:	ManagementNo Action
	THE NOMINATION COMMITTEE PROPOSES THAT, FOR THE PERIOD UNTIL THE CLOSE OF THE NEXT ANNUAL GENERAL MEETING,	
	TOM BOARDMAN, DAME AMELIA FAWCETT,	
	WILHELM KLINGSPOR, ERIK MITTEREGGER,	
15	JOHN SHAKESHAFT AND CRISTINA STENBECK SHALL BE RE-ELECTED AS MEMBERS OF THE BOARD AND THAT ANDERS BORG SHALL BE ELECTED AS A NEW MEMBER OF THE BOARD. VIGO CARLUND HAS INFORMED THE NOMINATION	ManagementNo Action
	COMMITTEE THAT HE DECLINES RE- ELECTION AT THE ANNUAL GENERAL MEETING. THE NOMINATION COMMITTEE PROPOSES THAT CRISTINA STENBECK SHALL BE RE-ELECTED AS CHAIRMAN OF THE BOARD	
16	APPROVAL OF THE PROCEDURE OF THE NOMINATION COMMITTEE	ManagementNo Action
	RESOLUTION REGARDING GUIDELINES	
17	FOR	ManagementNo Action
	REMUNERATION TO SENIOR EXECUTIVES	
	RESOLUTION REGARDING A	
18	MODIFICATION	ManagementNo Action
	OF THE 2014 OPTION PLANS	
	RESOLUTION REGARDING INCENTIVE PROGRAMME, INCLUDING RESOLUTION	
19.A	REGARDING :ADOPTION OF AN INCENTIVE PROGRAMME	ManagementNo Action

19.B	RESOLUTION REGARDING INCENTIVE PROGRAMME, INCLUDING RESOLUTION REGARDING: TRANSFER OF OWN CLASS B SHARES	ManagementNo Action
20	RESOLUTION TO AUTHORISE THE BOARD TO RESOLVE ON REPURCHASE OF OWN SHARES	ManagementNo Action
21.A	SHAREHOLDER THORWALD ARVIDSSON PROPOSES ON SPECIAL EXAMINATION REGARDING: THE KEEPING OF THE MINUTES AND THE MINUTES CHECKING AT THE 2013 ANNUAL GENERAL MEETING	ManagementNo Action
21.B	SHAREHOLDER THORWALD ARVIDSSON PROPOSES ON SPECIAL EXAMINATION REGARDING: HOW THE BOARD HAS HANDLED THORWALD ARVIDSSON'S REQUEST TO TAKE PART OF THE AUDIO RECORDING FROM THE 2013 ANNUAL GENERAL MEETING, OR A TRANSCRIPT OF THE AUDIO RECORDING; THE CHAIRMAN OF THE BOARD'S NEGLIGENCE TO RESPOND TO LETTERS ADDRESSED TO HER IN HER CAPACITY AS CHAIRMAN OF THE BOARD; AND THE BOARD'S NEGLIGENCE TO CONVENE AN EXTRAORDINARY GENERAL MEETING AS A RESULT OF THE ABOVE DURING THE PERIOD FROM AND INCLUDING JUNE 2013 UP TO THE 2014 ANNUAL GENERAL MEETING	ManagementNo Action
21.C	SHAREHOLDER THORWALD ARVIDSSON PROPOSES ON SPECIAL EXAMINATION REGARDING: THE DIRECT AND INDIRECT POLITICAL RECRUITMENTS TO KINNEVIK AND THE EFFECT SUCH RECRUITMENTS MAY HAVE HAD	ManagementNo Action
21.D	SHAREHOLDER THORWALD ARVIDSSON PROPOSES ON SPECIAL EXAMINATION REGARDING: A TRANSCRIPT OF THE AUDIO RECORDING OF THE 2013 ANNUAL GENERAL MEETING, IN PARTICULAR OF ITEM 14 ON THE AGENDA, SHALL BE DULY PREPARED AND SENT TO THE SWEDISH BAR ASSOCIATION	ManagementNo Action
21.E	SHAREHOLDER THORWALD ARVIDSSON PROPOSES ON SPECIAL EXAMINATION REGARDING: INDIVIDUAL SHAREHOLDERS	ManagementNo Action

SHALL HAVE AN UNCONDITIONAL RIGHT TO

TAKE PART OF AUDIO AND / OR VISUAL RECORDINGS FROM INVESTMENT AB KINNEVIK'S GENERAL MEETINGS, IF THE SHAREHOLDERS RIGHTS ARE DEPENDANT THEREUPON

21.F SHAREHOLDER THORWALD ARVIDSSON PROPOSES ON SPECIAL EXAMINATION REGARDING: THE BOARD IS TO BE INSTRUCTED TO PREPARE A PROPOSAL ON RULES FOR A "COOL-OFF PERIOD" FOR POLITICIANS TO BE PRESENTED AT THE NEXT GENERAL MEETING AND THAT UNTIL

ManagementNo Action

22 SUCH RULES HAS BEEN ADOPTED, A COOLING-OFF PERIOD OF TWO (2) YEARS SHALL BE APPLIED FOR FORMER MINISTERS OF THE GOVERNMENT CLOSING OF THE ANNUAL GENERAL MEETING

Non-Voting

CHEMED CORPORATION

Security 16359R103

Ticker Symbol CHE

ISIN US16359R1032

Meeting Type

Annual

Meeting Date

18-May-2015

Agenda

934175630 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KEVIN J. MCNAMARA	Management	For	For
1B.	ELECTION OF DIRECTOR: JOEL F. GEMUNDER	Management	For	For
1C.	ELECTION OF DIRECTOR: PATRICK P. GRACE	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS C. HUTTON	Management	For	For
1E.	ELECTION OF DIRECTOR: WALTER L. KREBS	Management	For	For
1F.	ELECTION OF DIRECTOR: ANDREA R. LINDELL	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS P. RICE	Management	For	For
1H.	ELECTION OF DIRECTOR: DONALD E. SAUNDERS	Management	For	For
1I.	ELECTION OF DIRECTOR: GEORGE J. WALSH III	Management	For	For
1J.	ELECTION OF DIRECTOR: FRANK E. WOOD	Management	For	For
2.	APPROVAL AND ADOPTION OF THE 2015 STOCK INCENTIVE PLAN.	Management	Against	Against
3.	RATIFICATION OF AUDIT COMMITTEE'S SELECTION OF	Management	For	For

PRICEWATERHOUSECOOPERS LLP AS  
 INDEPENDENT ACCOUNTANTS FOR 2015.  
 4. ADVISORY VOTE TO APPROVE EXECUTIVE  
 COMPENSATION.

Management For For

VISTEON CORPORATION

Security 92839U206

Ticker Symbol VC

ISIN US92839U2069

Meeting Type Special  
 Meeting Date 18-May-2015  
 Agenda 934200281 -  
 Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

1.	THE PROPOSAL TO AUTHORIZE THE SHARE PURCHASE AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE SALE OF OUR HVCC SHARES, AS MORE FULLY DESCRIBED IN THE ENCLOSED PROXY STATEMENT. THE PROPOSAL TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING TO A LATER DATE OR DATES IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO AUTHORIZE THE SHARE PURCHASE AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE SALE OF OUR HVCC SHARES.	Management	For	For
----	--	------------	-----	-----

2.	THE PROPOSAL TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING TO A LATER DATE OR DATES IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO AUTHORIZE THE SHARE PURCHASE AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE SALE OF OUR HVCC SHARES.	Management	For	For
----	--	------------	-----	-----

3.	THE PROPOSAL TO CONSIDER AND VOTE ON THE PROPOSAL TO APPROVE, BY NON- BINDING, ADVISORY VOTE, COMPENSATION THAT WILL OR MAY BECOME PAYABLE BY VISTEON TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE SALE OF OUR HVCC SHARES CONTEMPLATED BY THE SHARE PURCHASE AGREEMENT.	Management	For	For
----	--	------------	-----	-----

MGE ENERGY, INC.

Security 55277P104

Ticker Symbol MGEE

ISIN US55277P1049

Meeting Type Annual  
 Meeting Date 19-May-2015  
 Agenda 934155323 -  
 Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

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

1.	DIRECTOR	Management		
	1 JOHN R. NEVIN		For	For
	2 GARY J. WOLTER		For	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP FOR FISCAL YEAR 2015.	Management	For	For
	UNITED STATES CELLULAR CORPORATION			
	Security 911684108		Meeting Type	Annual
	Ticker Symbol USM		Meeting Date	19-May-2015
	ISIN US9116841084		Agenda	934157733 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 J. SAMUEL CROWLEY		For	For
	2 PAUL-HENRI DENUIT		For	For
	3 HARRY J. HARCZAK, JR.		For	For
	4 GREGORY P. JOSEFOWICZ		For	For
2.	RATIFY ACCOUNTANTS FOR 2015.	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
	FIRSTENERGY CORP.			
	Security 337932107		Meeting Type	Annual
	Ticker Symbol FE		Meeting Date	19-May-2015
	ISIN US3379321074		Agenda	934160348 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PAUL T. ADDISON		For	For
	2 MICHAEL J. ANDERSON		For	For
	3 WILLIAM T. COTTLE		For	For
	4 ROBERT B. HEISLER, JR.		For	For
	5 JULIA L. JOHNSON		For	For
	6 CHARLES E. JONES		For	For
	7 TED J. KLEISNER		For	For
	8 DONALD T. MISHEFF		For	For
	9 ERNEST J. NOVAK, JR.		For	For
	10 CHRISTOPHER D. PAPPAS		For	For
	11 LUIS A. REYES		For	For
	12 GEORGE M. SMART		For	For
	13 DR. JERRY SUE THORNTON		For	For
2.	RATIFY THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
4.	APPROVE THE FIRSTENERGY CORP. 2015 INCENTIVE COMPENSATION PLAN	Management	For	For

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

5.	SHAREHOLDER PROPOSAL: REPORT ON LOBBYING EXPENDITURES	Shareholder Against	For
6.	SHAREHOLDER PROPOSAL: REPORT ON CARBON DIOXIDE GOALS	Shareholder Against	For
7.	SHAREHOLDER PROPOSAL: SIMPLE MAJORITY VOTE	Shareholder Against	For
8.	SHAREHOLDER PROPOSAL: PROXY ACCESS REGULATION (BY-LAW)	Shareholder Against	For

AMERICAN STATES WATER COMPANY

Security	029899101	Meeting Type	Annual
Ticker Symbol	AWR	Meeting Date	19-May-2015
ISIN	US0298991011	Agenda	934164473 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MR. JAMES L. ANDERSON		For	For
	2 MS. SARAH J. ANDERSON		For	For
	3 MS. ANNE M. HOLLOWAY		For	For
2.	TO APPROVE AN AMENDMENT AND EXTENSION OF THE PERFORMANCE INCENTIVE PLAN.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

MORGAN STANLEY

Security	617446448	Meeting Type	Annual
Ticker Symbol	MS	Meeting Date	19-May-2015
ISIN	US6174464486	Agenda	934169776 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERSKINE B. BOWLES	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS H. GLOSER	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES P. GORMAN	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT H. HERZ	Management	For	For
1E.	ELECTION OF DIRECTOR: KLAUS KLEINFELD	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMI MISCIK	Management	For	For
1G.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Management	For	For

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

1H.	ELECTION OF DIRECTOR: HUTHAM S. OLAYAN	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES W. OWENS	Management	For	For
1J.	ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI	Management	For	For
1K.	ELECTION OF DIRECTOR: MASA AKI TANAKA	Management	For	For
1L.	ELECTION OF DIRECTOR: PERRY M. TRAQUINA	Management	For	For
1M.	ELECTION OF DIRECTOR: LAURA D. TYSON	Management	For	For
1N.	ELECTION OF DIRECTOR: RAYFORD WILKINS, JR.	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR	Management	For	For
3.	TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY RESOLUTION)	Management	For	For
4.	TO APPROVE THE AMENDMENT OF THE 2007 EQUITY INCENTIVE COMPENSATION PLAN TO INCREASE SHARES AVAILABLE FOR GRANT	Management	Against	Against
5.	SHAREHOLDER PROPOSAL REGARDING A REPORT ON LOBBYING	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL REGARDING A VOTE-COUNTING BYLAW CHANGE	Shareholder	Against	For
7.	SHAREHOLDER PROPOSAL REGARDING A REPORT ON GOVERNMENT SERVICE VESTING	Shareholder	Against	For
	JPMORGAN CHASE & CO.			
	Security 46625H100	Meeting Type		Annual
	Ticker Symbol JPM	Meeting Date		19-May-2015
	ISIN US46625H1005	Agenda		934169916 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LINDA B. BAMMANN	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES A. BELL	Management	For	For
1C.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHEN B. BURKE	Management	For	For
1E.	ELECTION OF DIRECTOR: JAMES S. CROWN	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES DIMON	Management	For	For

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

1G.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	ManagementFor	For
1H.	ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MICHAEL A. NEAL	ManagementFor	For
1J.	ELECTION OF DIRECTOR: LEE R. RAYMOND	ManagementFor	For
1K.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	ManagementFor	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For
3.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
4.	APPROVAL OF AMENDMENT TO LONG-TERM INCENTIVE PLAN	ManagementFor	For
5.	INDEPENDENT BOARD CHAIRMAN - REQUIRE AN INDEPENDENT CHAIR	Shareholder Against	For
6.	LOBBYING - REPORT ON POLICIES, PROCEDURES AND EXPENDITURES	Shareholder Against	For
7.	SPECIAL SHAREOWNER MEETINGS - REDUCE OWNERSHIP THRESHOLD FROM 20% TO 10%	Shareholder Against	For
8.	HOW VOTES ARE COUNTED - COUNT VOTES	Shareholder Against	For
9.	USING ONLY FOR AND AGAINST ACCELERATED VESTING PROVISIONS - REPORT NAMES OF SENIOR EXECUTIVES AND VALUE OF EQUITY AWARDS THAT WOULD VEST IF THEY RESIGN TO ENTER GOVERNMENT SERVICE	Shareholder Against	For
10.	CLAWBACK DISCLOSURE POLICY - DISCLOSE WHETHER THE FIRM RECOUPED ANY INCENTIVE COMPENSATION FROM SENIOR EXECUTIVES	Shareholder Against	For

DIAMOND OFFSHORE DRILLING, INC.

Security	25271C102	Meeting Type	Annual
Ticker Symbol	DO	Meeting Date	19-May-2015
ISIN	US25271C1027	Agenda	934170402 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: JAMES S. TISCH	ManagementFor	For	For
1B	ELECTION OF DIRECTOR: MARC EDWARDS	ManagementFor	For	For
1C	ELECTION OF DIRECTOR: JOHN R. BOLTON	ManagementFor	For	For
1D	ELECTION OF DIRECTOR: CHARLES L. FABRIKANT	ManagementFor	For	For
1E	ELECTION OF DIRECTOR: PAUL G. GAFFNEY	ManagementFor	For	For



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

II			
1F	ELECTION OF DIRECTOR: EDWARD GREBOW	ManagementFor	For
1G	ELECTION OF DIRECTOR: HERBERT C. HOFMANN	ManagementFor	For
1H	ELECTION OF DIRECTOR: KENNETH I. SIEGEL	ManagementFor	For
1I	ELECTION OF DIRECTOR: CLIFFORD M. SOBEL	ManagementFor	For
1J	ELECTION OF DIRECTOR: ANDREW H. TISCH	ManagementFor	For
1K	ELECTION OF DIRECTOR: RAYMOND S. TROUBH	ManagementFor	For
2	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF OUR COMPANY AND ITS SUBSIDIARIES FOR FISCAL YEAR 2015.	ManagementFor	For
3	APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION.	ManagementFor	For
BOULDER BRANDS, INC.			
Security	101405108	Meeting Type	Annual
Ticker Symbol	BDBD	Meeting Date	19-May-2015
ISIN	US1014051080	Agenda	934177230 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R. DEAN HOLLIS	ManagementFor		For
1B.	ELECTION OF DIRECTOR: THOMAS K. MCINERNEY	ManagementFor		For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, OUR NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor		For
3.	PROPOSAL TO APPROVE THE BOULDER BRANDS, INC. THIRD AMENDED AND RESTATED STOCK AND AWARDS PLAN.	ManagementFor		For
4.	PROPOSAL TO APPROVE THE SECOND AMENDED AND RESTATED BOULDER BRANDS, INC. FINANCIAL INCENTIVE PLAN.	ManagementFor		For
5.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor		For

RUSH ENTERPRISES, INC.			
Security	781846308	Meeting Type	Annual
Ticker Symbol	RUSHB	Meeting Date	19-May-2015
ISIN	US7818463082	Agenda	934192395 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1)	DIRECTOR	Management		
	1 W.M. "RUSTY" RUSH		For	For
	2 W. MARVIN RUSH		For	For
	3 HAROLD D. MARSHALL		For	For
	4 THOMAS A. AKIN		For	For
	5 JAMES C. UNDERWOOD		For	For
	6 RAYMOND J. CHESS		For	For
	7 WILLIAM H. CARY		For	For
	8 DR. KENNON H. GUGLIELMO		For	For
2)	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Management	For	For
3)	SHAREHOLDER PROPOSAL TO ADOPT A RECAPITALIZATION PLAN TO ELIMINATE THE COMPANY'S DUAL-CLASS CAPITAL STRUCTURE.	Shareholder	Split	Against
	ROYAL DUTCH SHELL PLC			
	Security 780259206		Meeting Type	Annual
	Ticker Symbol RDSA		Meeting Date	19-May-2015
	ISIN US7802592060		Agenda	934193020 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	RECEIPT OF ANNUAL REPORT & ACCOUNTS	Management	For	For
2.	APPROVAL OF DIRECTORS' REMUNERATION REPORT	Management	For	For
3.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: BEN VAN BEURDEN	Management	For	For
4.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GUY ELLIOTT	Management	For	For
5.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: EULEEN GOH	Management	For	For
6.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: SIMON HENRY	Management	For	For
7.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: CHARLES O. HOLLIDAY	Management	For	For
8.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERARD KLEISTERLEE	Management	For	For
9.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: SIR NIGEL SHEINWALD	Management	For	For
10.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: LINDA G. STUNTZ	Management	For	For

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

11.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: HANS WIJERS	Management	For	For
12.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: PATRICIA A. WOERTZ	Management	For	For
13.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERRIT ZALM	Management	For	For
14.	REAPPOINTMENT OF AUDITOR	Management	For	For
15.	REMUNERATION OF AUDITOR	Management	For	For
16.	AUTHORITY TO ALLOT SHARES	Management	Abstain	Against
17.	DISAPPLICATION OF PRE-EMPTION RIGHTS	Management	Abstain	Against
18.	AUTHORITY TO PURCHASE OWN SHARES	Management	Abstain	Against
19.	AUTHORITY FOR SCRIP DIVIDEND SCHEME	Management	Abstain	Against
20.	AUTHORITY FOR CERTAIN DONATIONS AND EXPENDITURE	Management	Abstain	Against
21.	SHAREHOLDER RESOLUTION	Management	Abstain	Against
STATOIL ASA				
Security	85771P102	Meeting Type	Annual	
Ticker Symbol	STO	Meeting Date	19-May-2015	
ISIN	US85771P1021	Agenda	934215915 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
3.	ELECTION OF CHAIR FOR THE MEETING	Management	Abstain	
4.	APPROVAL OF THE NOTICE AND THE AGENDA	Management	Abstain	
5.	ELECTION OF TWO PERSONS TO CO-SIGN THE MINUTES TOGETHER WITH THE CHAIR	Management	Abstain	
6.	OF THE MEETING APPROVAL OF THE ANNUAL REPORT AND ACCOUNTS FOR STATOIL ASA AND THE STATOIL GROUP FOR 2014, INCLUDING THE BOARD OF DIRECTORS' PROPOSAL FOR DISTRIBUTION OF 4Q 2014 DIVIDEND	Management	Abstain	
7.	PROPOSAL FROM SHAREHOLDERS REGARDING STATOIL'S STRATEGIC RESILIENCE FOR 2035 AND BEYOND	Shareholder	Abstain	
8.	PROPOSAL FROM SHAREHOLDERS REGARDING STATOIL'S REPORTING	Shareholder	Abstain	Against
9.	PROPOSAL FROM SHAREHOLDER REGARDING STATOIL'S STRATEGY	Shareholder	Abstain	Against
10.	REPORT ON CORPORATE GOVERNANCE	Management	Abstain	
11.	DECLARATION ON STIPULATION OF SALARY	Management	Abstain	
12.	AND OTHER REMUNERATION FOR EXECUTIVE MANAGEMENT	Management	Abstain	
13.	APPROVAL OF REMUNERATION FOR THE COMPANY'S EXTERNAL AUDITOR FOR 2014	Management	Abstain	

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

14.	ELECTION OF NEW DEPUTY MEMBER OF THE NOMINATION COMMITTEE DETERMINATION OF REMUNERATION FOR THE CORPORATE ASSEMBLY	Management Abstain
15.	DETERMINATION OF REMUNERATION FOR THE NOMINATION COMMITTEE AUTHORISATION TO DISTRIBUTE DIVIDEND	Management Abstain
16.	BASED ON APPROVED ANNUAL ACCOUNTS FOR 2014 AUTHORISATION TO ACQUIRE STATOIL ASA	Management Abstain
17.	SHARES IN THE MARKET TO CONTINUE OPERATION OF THE SHARE SAVINGS PLAN FOR EMPLOYEES AUTHORISATION TO ACQUIRE STATOIL ASA	Management Abstain
18.	SHARES IN THE MARKET FOR SUBSEQUENT ANNULMENT	Management Abstain

MONDELEZ INTERNATIONAL, INC.

Security	609207105	Meeting Type	Annual
Ticker Symbol	MDLZ	Meeting Date	20-May-2015
ISIN	US6092071058	Agenda	934153773 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For	For
1B.	ELECTION OF DIRECTOR: LEWIS W.K. BOOTH	Management	For	For
1C.	ELECTION OF DIRECTOR: LOIS D. JULIBER	Management	For	For
1D.	ELECTION OF DIRECTOR: MARK D. KETCHUM	Management	For	For
1E.	ELECTION OF DIRECTOR: JORGE S. MESQUITA	Management	For	For
1F.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Management	For	For
1G.	ELECTION OF DIRECTOR: NELSON PELTZ	Management	For	For
1H.	ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS	Management	For	For
1I.	ELECTION OF DIRECTOR: IRENE B. ROSENFELD	Management	For	For
1J.	ELECTION OF DIRECTOR: PATRICK T. SIEWERT	Management	For	For
1K.	ELECTION OF DIRECTOR: RUTH J. SIMMONS	Management	For	For
1L.	ELECTION OF DIRECTOR: JEAN-FRANCOIS M.L. VAN BOXMEER	Management	For	For

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

2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS	ManagementFor	For
3.	INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
4.	SHAREHOLDER PROPOSAL: REPORT ON PACKAGING. PINNACLE WEST CAPITAL CORPORATION	Shareholder Against	For
	Security 723484101	Meeting Type	Annual
	Ticker Symbol PNW	Meeting Date	20-May-2015
	ISIN US7234841010	Agenda	934155309 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 DONALD E. BRANDT		For	For
	2 DENIS A. CORTESE, M.D.		For	For
	3 RICHARD P. FOX		For	For
	4 MICHAEL L. GALLAGHER		For	For
	5 R.A. HERBERGER, JR, PHD		For	For
	6 DALE E. KLEIN, PHD		For	For
	7 HUMBERTO S. LOPEZ		For	For
	8 KATHRYN L. MUNRO		For	For
	9 BRUCE J. NORDSTROM		For	For
	10 DAVID P. WAGENER		For	For

2	VOTE ON AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION AS DISCLOSED IN THE 2015 PROXY STATEMENT.	ManagementFor	For
---	--	---------------	-----

3	RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
---	--	---------------	-----

4	VOTE ON THE APPROVAL OF A SHAREHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder Against	For
---	---	---------------------	-----

	THE TRAVELERS COMPANIES, INC.		
	Security 89417E109	Meeting Type	Annual
	Ticker Symbol TRV	Meeting Date	20-May-2015
	ISIN US89417E1091	Agenda	934165273 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ALAN L. BELLER	ManagementFor		For
1B.		ManagementFor		For

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

	ELECTION OF DIRECTOR: JOHN H. DASBURG		
1C.	ELECTION OF DIRECTOR: JANET M. DOLAN	ManagementFor	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	ManagementFor	For
1E.	ELECTION OF DIRECTOR: JAY S. FISHMAN	ManagementFor	For
1F.	ELECTION OF DIRECTOR: PATRICIA L. HIGGINS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: THOMAS R. HODGSON	ManagementFor	For
1H.	ELECTION OF DIRECTOR: WILLIAM J. KANE	ManagementFor	For
1I.	ELECTION OF DIRECTOR: CLEVE L. KILLINGSWORTH JR.	ManagementFor	For
1J.	ELECTION OF DIRECTOR: PHILIP T. RUEGGER III	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	ManagementFor	For
1L.	ELECTION OF DIRECTOR: LAURIE J. THOMSEN	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS TRAVELERS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
3.	NON-BINDING VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
4.	SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS AND EXPENDITURES, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS.	Shareholder Against	For

XCEL ENERGY INC.

Security	98389B100	Meeting Type	Annual
Ticker Symbol	XEL	Meeting Date	20-May-2015
ISIN	US98389B1008	Agenda	934165615 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GAIL K. BOUDREAUX	ManagementFor		For
1B.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	ManagementFor		For
1C.	ELECTION OF DIRECTOR: BEN FOWKE	ManagementFor		For
1D.	ELECTION OF DIRECTOR: ALBERT F. MORENO	ManagementFor		For
1E.	ELECTION OF DIRECTOR: RICHARD T. O'BRIEN	ManagementFor		For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER J. POLICINSKI	ManagementFor		For
1G.	ELECTION OF DIRECTOR: A. PATRICIA SAMPSON	ManagementFor		For

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

1H.	ELECTION OF DIRECTOR: JAMES J. SHEPPARD	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DAVID A. WESTERLUND	ManagementFor	For
1J.	ELECTION OF DIRECTOR: KIM WILLIAMS	ManagementFor	For
1K.	ELECTION OF DIRECTOR: TIMOTHY V. WOLF	ManagementFor	For
2.	COMPANY PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION	ManagementFor	For
3.	COMPANY PROPOSAL TO APPROVE THE XCEL ENERGY INC. 2015 OMNIBUS INCENTIVE PLAN	ManagementFor	For
4.	COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	ManagementFor	For
5.	SHAREHOLDER PROPOSAL ON THE SEPARATION OF THE ROLES OF THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER	Shareholder Against	For

BLACKHAWK NETWORK HOLDINGS, INC.

Security	09238E203	Meeting Type	Annual
Ticker Symbol	HAWKB	Meeting Date	20-May-2015
ISIN	US09238E2037	Agenda	934166996 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MOHAN GYANI		For	For
	2 PAUL HAZEN		For	For
	3 ARUN SARIN		For	For
2	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR ENDING JANUARY 2, 2016.	ManagementFor		For
3	TO APPROVE AMENDMENTS TO THE COMPANY'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO (A) EFFECT A RECLASSIFICATION OF EACH OUTSTANDING SHARE OF THE COMPANY'S CLASS B COMMON STOCK INTO ONE SHARE OF THE COMPANY'S COMMON STOCK AND RENAME THE CLASS A COMMON STOCK AS	ManagementFor		For

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

COMMON STOCK, WHICH WE REFER TO AS  
... (DUE TO SPACE LIMITS, SEE PROXY  
STATEMENT FOR FULL PROPOSAL)  
TO APPROVE THE AMENDMENT TO OUR  
2013 EQUITY INCENTIVE AWARD PLAN  
(2013

4	PLAN) TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK THAT MAY BE ISSUED UNDER THE 2013 PLAN BY 4,000,000 SHARES.	Management Against	Against
---	--	--------------------	---------

STATE STREET CORPORATION

Security	857477103	Meeting Type	Annual
Ticker Symbol	STT	Meeting Date	20-May-2015
ISIN	US8574771031	Agenda	934169992 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: J. ALMEIDA	Management	For	For
1B.	ELECTION OF DIRECTOR: K. BURNES	Management	For	For
1C.	ELECTION OF DIRECTOR: P. DE SAINT- AIGNAN	Management	For	For
1D.	ELECTION OF DIRECTOR: A. FAWCETT	Management	For	For
1E.	ELECTION OF DIRECTOR: W. FREDA	Management	For	For
1F.	ELECTION OF DIRECTOR: L. HILL	Management	For	For
1G.	ELECTION OF DIRECTOR: J. HOOLEY	Management	For	For
1H.	ELECTION OF DIRECTOR: R. KAPLAN	Management	For	For
1I.	ELECTION OF DIRECTOR: R. SERGEL	Management	For	For
1J.	ELECTION OF DIRECTOR: R. SKATES	Management	For	For
1K.	ELECTION OF DIRECTOR: G. SUMME	Management	For	For
1L.	ELECTION OF DIRECTOR: T. WILSON	Management	For	For
2.	TO APPROVE AN ADVISORY PROPOSAL ON EXECUTIVE COMPENSATION. TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS STATE STREET'S	Management	For	For
3.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	Management	For	For

THE HARTFORD FINANCIAL SVCS GROUP, INC.

Security	416515104	Meeting Type	Annual
Ticker Symbol	HIG	Meeting Date	20-May-2015
ISIN	US4165151048	Agenda	934170096 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ROBERT B. ALLARDICE, III	Management	For	For
1B.	ELECTION OF DIRECTOR: TREVOR FETTER	Management	For	For



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

1C.	ELECTION OF DIRECTOR: KATHRYN A. MIKELLS	ManagementFor	For
1D.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	ManagementFor	For
1E.	ELECTION OF DIRECTOR: THOMAS A. RENYI	ManagementFor	For
1F.	ELECTION OF DIRECTOR: JULIE G. RICHARDSON	ManagementFor	For
1G.	ELECTION OF DIRECTOR: TERESA W. ROSEBOROUGH	ManagementFor	For
1H.	ELECTION OF DIRECTOR: VIRGINIA P. RUESTERHOLZ	ManagementFor	For
1I.	ELECTION OF DIRECTOR: CHARLES B. STRAUSS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: CHRISTOPHER J. SWIFT	ManagementFor	For
1K.	ELECTION OF DIRECTOR: H. PATRICK SWYGERT	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	ManagementFor	For
3.	MANAGEMENT PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPANY'S PROXY STATEMENT	ManagementFor	For

ALTRIA GROUP, INC.

Security	02209S103	Meeting Type	Annual
Ticker Symbol	MO	Meeting Date	20-May-2015
ISIN	US02209S1033	Agenda	934170438 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GERALD L. BALILES	ManagementFor		For
1B.	ELECTION OF DIRECTOR: MARTIN J. BARRINGTON	ManagementFor		For
1C.	ELECTION OF DIRECTOR: JOHN T. CASTEEN III	ManagementFor		For
1D.	ELECTION OF DIRECTOR: DINYAR S. DEVITRE	ManagementFor		For
1E.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	ManagementFor		For
1F.		ManagementFor		For

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

ELECTION OF DIRECTOR: THOMAS W. JONES

1G.	ELECTION OF DIRECTOR: DEBRA J. KELLY-ENNIS	ManagementFor	For
1H.	ELECTION OF DIRECTOR: W. LEO KIELY III	ManagementFor	For
1I.	ELECTION OF DIRECTOR: KATHRYN B. MCQUADE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: GEORGE MUNOZ	ManagementFor	For
1K.	ELECTION OF DIRECTOR: NABIL Y. SAKKAB	ManagementFor	For
2.	APPROVAL OF THE 2015 PERFORMANCE INCENTIVE PLAN	ManagementFor	For
3.	APPROVAL OF THE 2015 STOCK COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS	ManagementFor	For
4.	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
5.	NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	ManagementFor	For
6.	SHAREHOLDER PROPOSAL - POLICY ON MIGRANT LABOR IN THE TOBACCO SUPPLY CHAIN	Shareholder Against	For
7.	SHAREHOLDER PROPOSAL - PREPARATION OF HEALTH EFFECT AND CESSATION MATERIALS FOR POOR AND LESS FORMALLY EDUCATED TOBACCO CONSUMERS	Shareholder Against	For
8.	SHAREHOLDER PROPOSAL - REPORT ON ACTIONS TAKEN TO REDUCE THE RISK OF GREEN TOBACCO SICKNESS	Shareholder Against	For

ONEOK, INC.

Security	682680103	Meeting Type	Annual
Ticker Symbol	OKE	Meeting Date	20-May-2015
ISIN	US6826801036	Agenda	934172177 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES C. DAY	ManagementFor		For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	ManagementFor		For
1C.	ELECTION OF DIRECTOR: WILLIAM L. FORD	ManagementFor		For
1D.	ELECTION OF DIRECTOR: JOHN W. GIBSON	ManagementFor		For
1E.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	ManagementFor		For

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

1F.	ELECTION OF DIRECTOR: JIM W. MOGG	ManagementFor	For
1G.	ELECTION OF DIRECTOR: PATTYE L. MOORE	ManagementFor	For
1H.	ELECTION OF DIRECTOR: GARY D. PARKER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	ManagementFor	For
1J.	ELECTION OF DIRECTOR: TERRY K. SPENCER	ManagementFor	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2015	ManagementFor	For
3.	AN ADVISORY VOTE TO APPROVE ONEOK, INC.'S EXECUTIVE COMPENSATION	ManagementFor	For

HALLIBURTON COMPANY

Security	406216101	Meeting Type	Annual
Ticker Symbol	HAL	Meeting Date	20-May-2015
ISIN	US4062161017	Agenda	934172658 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: A.F. AL KHAYYAL	ManagementFor	For	For
1B	ELECTION OF DIRECTOR: A.M. BENNETT	ManagementFor	For	For
1C	ELECTION OF DIRECTOR: J.R. BOYD	ManagementFor	For	For
1D	ELECTION OF DIRECTOR: M. CARROLL	ManagementFor	For	For
1E	ELECTION OF DIRECTOR: N.K. DICCIANI	ManagementFor	For	For
1F	ELECTION OF DIRECTOR: M.S. GERBER	ManagementFor	For	For
1G	ELECTION OF DIRECTOR: J.C. GRUBISICH	ManagementFor	For	For
1H	ELECTION OF DIRECTOR: D.J. LESAR	ManagementFor	For	For
1I	ELECTION OF DIRECTOR: R.A. MALONE	ManagementFor	For	For
1J	ELECTION OF DIRECTOR: J.L. MARTIN	ManagementFor	For	For
1K	ELECTION OF DIRECTOR: J.A. MILLER	ManagementFor	For	For
1L	ELECTION OF DIRECTOR: D.L. REED	ManagementFor	For	For
2.	PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.	ManagementFor	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For	For
4.	PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY STOCK AND INCENTIVE PLAN.	ManagementFor	For	For
5.	PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY EMPLOYEE STOCK PURCHASE PLAN.	ManagementFor	For	For

THERMO FISHER SCIENTIFIC INC.

Security	883556102	Meeting Type	Annual
Ticker Symbol	TMO	Meeting Date	20-May-2015
ISIN	US8835561023	Agenda	

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

934172785 -  
Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARC N. CASPER	Management	For	For
1B.	ELECTION OF DIRECTOR: NELSON J. CHAI	Management	For	For
1C.	ELECTION OF DIRECTOR: C. MARTIN HARRIS	Management	For	For
1D.	ELECTION OF DIRECTOR: TYLER JACKS	Management	For	For
1E.	ELECTION OF DIRECTOR: JUDY C. LEWENT	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	Management	For	For
1G.	ELECTION OF DIRECTOR: JIM P. MANZI	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM G. PARRETT	Management	For	For
1I.	ELECTION OF DIRECTOR: LARS R. SORENSEN	Management	For	For
1J.	ELECTION OF DIRECTOR: SCOTT M. SPERLING	Management	For	For
1K.	ELECTION OF DIRECTOR: ELAINE S. ULLIAN	Management	For	For
2.	AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION RATIFICATION OF THE AUDIT COMMITTEE'S	Management	For	For
3.	SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR 2015	Management	For	For
MACQUARIE INFRASTRUCTURE CO. LLC				
Security	55608B105		Meeting Type	Annual
Ticker Symbol	MIC		Meeting Date	20-May-2015
ISIN	US55608B1052		Agenda	934173028 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 NORMAN H. BROWN, JR.		For	For
	2 GEORGE W. CARMANY, III		For	For
	3 H.E. (JACK) LENTZ		For	For
	4 OUMA SANANIKONE		For	For
	5 WILLIAM H. WEBB		For	For
2.	THE RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.		Management	For	For

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

THE APPROVAL, ON AN ADVISORY BASIS,  
OF EXECUTIVE COMPENSATION.

BUNGE LIMITED

Security	G16962105	Meeting Type	Annual
Ticker Symbol	BG	Meeting Date	20-May-2015
ISIN	BMG169621056	Agenda	934174703 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ANDREW FERRIER		For	For
	2 KATHLEEN HYLE		For	For
	3 JOHN MCGLADE		For	For
2	TO APPOINT DELOITTE & TOUCHE LLP AS BUNGE LIMITED'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015 AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO DETERMINE THE INDEPENDENT AUDITORS' FEES.	Management	For	For
3	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4	TO RE-APPROVE THE PERFORMANCE GOALS FOR THE BUNGE LIMITED ANNUAL INCENTIVE PLAN.	Management	For	For
5	SHAREHOLDER PROPOSAL REGARDING SUPPLY CHAIN AND DEFORESTATION.	Shareholder	Against	For

CME GROUP INC.

Security	12572Q105	Meeting Type	Annual
Ticker Symbol	CME	Meeting Date	20-May-2015
ISIN	US12572Q1058	Agenda	934177444 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: TERRENCE A. DUFFY	Management	For	For
1B.	ELECTION OF DIRECTOR: PHUPINDER S. GILL	Management	For	For
1C.	ELECTION OF DIRECTOR: TIMOTHY S. BITSBERGER	Management	For	For
1D.	ELECTION OF DIRECTOR: CHARLES P. CAREY	Management	For	For
1E.	ELECTION OF DIRECTOR: DENNIS H. CHOOKASZIAN	Management	For	For
1F.	ELECTION OF DIRECTOR: ANA DUTRA	Management	For	For
1G.		Management	For	For

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

	ELECTION OF DIRECTOR: MARTIN J. GEPSMAN		
1H.	ELECTION OF DIRECTOR: LARRY G. GERDES	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DANIEL R. GLICKMAN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: J. DENNIS HASTERT	ManagementFor	For
1K.	ELECTION OF DIRECTOR: LEO MELAMED	ManagementFor	For
1L.	ELECTION OF DIRECTOR: WILLIAM P. MILLER II	ManagementFor	For
1M.	ELECTION OF DIRECTOR: JAMES E. OLIFF	ManagementFor	For
1N.	ELECTION OF DIRECTOR: EDEMIR PINTO	ManagementFor	For
1O.	ELECTION OF DIRECTOR: ALEX J. POLLOCK	ManagementFor	For
1P.	ELECTION OF DIRECTOR: JOHN F. SANDNER	ManagementFor	For
1Q.	ELECTION OF DIRECTOR: TERRY L. SAVAGE	ManagementFor	For
1R.	ELECTION OF DIRECTOR: WILLIAM R. SHEPARD	ManagementFor	For
1S.	ELECTION OF DIRECTOR: DENNIS A. SUSKIND	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
3.	ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. APPROVAL, ON AN ADVISORY BASIS, OF AN	ManagementFor	For
4.	AMENDMENT TO OUR TENTH AMENDED AND RESTATED BYLAWS TO ADOPT DELAWARE AS THE EXCLUSIVE FORUM FOR CERTAIN LEGAL ACTIONS.	ManagementFor	For

WESTAR ENERGY, INC.

Security	95709T100	Meeting Type	Annual
Ticker Symbol	WR	Meeting Date	21-May-2015
ISIN	US95709T1007	Agenda	934156363 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 CHARLES Q. CHANDLER IV		For	For
	2 R.A. EDWARDS III		For	For
	3 SANDRA A.J. LAWRENCE		For	For
2		ManagementFor		For

3 ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION RATIFICATION AND CONFIRMATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 ManagementFor For

INTEL CORPORATION

Security 458140100 Meeting Type Annual  
 Ticker Symbol INTC Meeting Date 21-May-2015  
 ISIN US4581401001 Agenda 934160766 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Management	For	For
1B.	ELECTION OF DIRECTOR: ANEEL BHUSRI	Management	For	For
1C.	ELECTION OF DIRECTOR: ANDY D. BRYANT	Management	For	For
1D.	ELECTION OF DIRECTOR: SUSAN L. DECKER	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN J. DONAHOE	Management	For	For
1F.	ELECTION OF DIRECTOR: REED E. HUNDT	Management	For	For
1G.	ELECTION OF DIRECTOR: BRIAN M. KRZANICH	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES D. PLUMMER	Management	For	For
1I.	ELECTION OF DIRECTOR: DAVID S. POTTRUCK	Management	For	For
1J.	ELECTION OF DIRECTOR: FRANK D. YEARY	Management	For	For
1K.	ELECTION OF DIRECTOR: DAVID B. YOFFIE	Management	For	For
2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4.	APPROVAL OF AMENDMENT AND EXTENSION OF THE 2006 EQUITY INCENTIVE PLAN	Management	Against	Against
5.	APPROVAL OF EXTENSION OF THE 2006 STOCK PURCHASE PLAN	Management	For	For
6.	STOCKHOLDER PROPOSAL ENTITLED "HOLY LAND PRINCIPLES"	Shareholder	Against	For
7.	STOCKHOLDER PROPOSAL ON WHETHER THE CHAIRMAN OF THE BOARD SHOULD BE AN INDEPENDENT DIRECTOR	Shareholder	Against	For

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

STOCKHOLDER PROPOSAL ON WHETHER TO ADOPT AN ALTERNATIVE VOTE COUNTING STANDARD		Shareholder	Against	For
NEXTERA ENERGY, INC.				
Security	65339F101		Meeting Type	Annual
Ticker Symbol	NEE		Meeting Date	21-May-2015
ISIN	US65339F1012		Agenda	934163306 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHERRY S. BARRAT	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT M. BEALL, II	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES L. CAMAREN	Management	For	For
1D.	ELECTION OF DIRECTOR: KENNETH B. DUNN	Management	For	For
1E.	ELECTION OF DIRECTOR: NAREN K. GURSAHANEY	Management	For	For
1F.	ELECTION OF DIRECTOR: KIRK S. HACHIGIAN	Management	For	For
1G.	ELECTION OF DIRECTOR: TONI JENNINGS	Management	For	For
1H.	ELECTION OF DIRECTOR: AMY B. LANE	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES L. ROBO	Management	For	For
1J.	ELECTION OF DIRECTOR: RUDY E. SCHUPP	Management	For	For
1K.	ELECTION OF DIRECTOR: JOHN L. SKOLDS	Management	For	For
1L.	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Management	For	For
1M.	ELECTION OF DIRECTOR: HANSEL E. TOOKES, II	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015 APPROVAL, BY NON-BINDING ADVISORY VOTE, OF NEXTERA ENERGY'S	Management	For	For
3.	COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT	Management	For	For
4.	APPROVAL OF AMENDMENT TO ARTICLE IV OF THE RESTATED ARTICLES OF INCORPORATION (THE "CHARTER") TO ELIMINATE SUPERMAJORITY VOTE REQUIREMENT FOR SHAREHOLDER REMOVAL OF A DIRECTOR	Management	For	For
5.		Management	For	For



- APPROVAL OF AMENDMENT TO ELIMINATE ARTICLE VI OF THE CHARTER, WHICH INCLUDES SUPERMAJORITY VOTE REQUIREMENTS REGARDING BUSINESS COMBINATIONS WITH INTERESTED SHAREHOLDERS
- APPROVAL OF AMENDMENT TO ARTICLE VII OF THE CHARTER TO ELIMINATE THE SUPERMAJORITY VOTE REQUIREMENT, AND PROVIDE THAT THE VOTE REQUIRED IS A MAJORITY OF OUTSTANDING SHARES, FOR SHAREHOLDER APPROVAL OF CERTAIN AMENDMENTS TO THE CHARTER, ANY AMENDMENTS TO THE BYLAWS OR THE ADOPTION OF ANY NEW BYLAWS AND ELIMINATE AN EXCEPTION TO THE REQUIRED VOTE
6. ManagementFor For
- APPROVAL OF AMENDMENT TO ARTICLE IV OF THE CHARTER TO ELIMINATE THE "FOR CAUSE" REQUIREMENT FOR SHAREHOLDER REMOVAL OF A DIRECTOR
7. ManagementFor For
- APPROVAL OF AMENDMENT TO ARTICLE V OF THE CHARTER TO LOWER THE MINIMUM SHARE OWNERSHIP THRESHOLD FOR SHAREHOLDERS TO CALL A SPECIAL MEETING OF SHAREHOLDERS FROM A MAJORITY TO 20% OF OUTSTANDING SHARES
8. ManagementFor For
- SHAREHOLDER PROPOSAL - POLITICAL CONTRIBUTION DISCLOSURE - REQUIRE SEMIANNUAL REPORT DISCLOSING POLITICAL CONTRIBUTION POLICIES AND EXPENDITURES
9. Shareholder Against For
- SHAREHOLDER PROPOSAL - SPECIAL SHAREOWNER MEETINGS - REDUCE THRESHOLD TO CALL A SPECIAL MEETING OF SHAREHOLDERS TO 10% OF OUTSTANDING SHARES
10. Shareholder Against For

THE HOME DEPOT, INC.

Security 437076102

Ticker Symbol HD

ISIN US4370761029

Meeting Type

Meeting Date

Agenda

Annual

21-May-2015

934163584 -  
Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ARI BOUSBIB	Management	For	For
1B.	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Management	For	For
1C.	ELECTION OF DIRECTOR: J. FRANK BROWN	Management	For	For
1D.	ELECTION OF DIRECTOR: ALBERT P. CAREY	Management	For	For
1E.	ELECTION OF DIRECTOR: ARMANDO CODINA	Management	For	For
1F.	ELECTION OF DIRECTOR: HELENA B. FOULKES	Management	For	For
1G.	ELECTION OF DIRECTOR: WAYNE M. HEWETT	Management	For	For
1H.	ELECTION OF DIRECTOR: KAREN L. KATEN	Management	For	For
1I.	ELECTION OF DIRECTOR: CRAIG A. MENEAR	Management	For	For
1J.	ELECTION OF DIRECTOR: MARK VADON	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIRMAN OF THE BOARD	Shareholder	Against	For
5.	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS	Shareholder	Against	For
DR PEPPER SNAPPLE GROUP, INC.				
Security	26138E109		Meeting Type	Annual
Ticker Symbol	DPS		Meeting Date	21-May-2015
ISIN	US26138E1091		Agenda	934167001 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: DAVID E. ALEXANDER	Management	For	For
1B	ELECTION OF DIRECTOR: ANTONIO CARRILLO	Management	For	For
1C	ELECTION OF DIRECTOR: PAMELA H. PATSLEY	Management	For	For
1D	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1E	ELECTION OF DIRECTOR: RONALD G. ROGERS	Management	For	For
1F	ELECTION OF DIRECTOR: WAYNE R. SANDERS	Management	For	For
1G	ELECTION OF DIRECTOR: DUNIA A. SHIVE	Management	For	For
1H	ELECTION OF DIRECTOR: M. ANNE SZOSTAK	Management	For	For
1I	ELECTION OF DIRECTOR: LARRY D. YOUNG	Management	For	For
2		Management	For	For

TO RATIFY THE APPOINTMENT OF  
DELOITTE  
& TOUCHE LLP AS THE COMPANY'S  
INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING FIRM FOR FISCAL YEAR  
2015.

TO APPROVE ADVISORY RESOLUTION  
REGARDING EXECUTIVE COMPENSATION:  
RESOLVED, THAT THE COMPENSATION  
PAID

TO THE COMPANY'S NAMED EXECUTIVE  
OFFICERS WITH RESPECT TO 2014, AS  
DISCLOSED PURSUANT TO THE  
COMPENSATION DISCLOSURE RULES AND  
REGULATIONS OF THE SEC, INCLUDING  
THE  
COMPENSATION DISCUSSION AND  
ANALYSIS, COMPENSATION TABLES AND  
THE NARRATIVE DISCUSSION, IS HEREBY  
APPROVED.

TO CONSIDER AND ACT UPON A  
STOCKHOLDER PROPOSAL REGARDING  
COMPREHENSIVE STRATEGY FOR  
RECYCLING OF BEVERAGE CONTAINERS.

TO CONSIDER AND ACT UPON A  
STOCKHOLDER PROPOSAL REGARDING  
SUGAR SUPPLY CHAIN RISKS.

3	Management	For	For
4	Shareholder	Against	For
5	Shareholder	Against	For

ONE GAS, INC

Security	68235P108	Meeting Type	Annual
Ticker Symbol	OGS	Meeting Date	21-May-2015
ISIN	US68235P1084	Agenda	934170161 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF CLASS I DIRECTOR: JOHN W. GIBSON	Management	For	For
1.2	ELECTION OF CLASS I DIRECTOR: PATTYE L. MOORE	Management	For	For
1.3	ELECTION OF CLASS I DIRECTOR: DOUGLAS H. YAEGER	Management	For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONE GAS, INC. FOR THE YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR OUR EQUITY COMPENSATION PLAN FOR	Management	For	For

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

PURPOSES OF INTERNAL REVENUE CODE SECTION 162(M).

4.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
5.	FREQUENCY OF ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION.	Management 1 Year	For

NAVIENT CORPORATION

Security	63938C108	Meeting Type	Annual
Ticker Symbol	NAVI	Meeting Date	21-May-2015
ISIN	US63938C1080	Agenda	934171668 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN K. ADAMS, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: ANN TORRE BATES	Management	For	For
1C.	ELECTION OF DIRECTOR: ANNA ESCOBEDO CABRAL	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM M. DIEFENDERFER, III	Management	For	For
1E.	ELECTION OF DIRECTOR: DIANE SUITT GILLELAND	Management	For	For
1F.	ELECTION OF DIRECTOR: KATHERINE A. LEHMAN	Management	For	For
1G.	ELECTION OF DIRECTOR: LINDA A. MILLS	Management	For	For
1H.	ELECTION OF DIRECTOR: BARRY A. MUNITZ	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN F. REMONDI	Management	For	For
1J.	ELECTION OF DIRECTOR: STEVE L. SHAPIRO	Management	For	For
1K.	ELECTION OF DIRECTOR: JANE J. THOMPSON	Management	For	For
1L.	ELECTION OF DIRECTOR: LAURA S. UNGER	Management	For	For
1M.	ELECTION OF DIRECTOR: BARRY L. WILLIAMS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
4.	ADVISORY APPROVAL OF THE FREQUENCY	Management	1 Year	For
5.	OF AN EXECUTIVE COMPENSATION VOTE. APPROVAL OF THE MATERIAL TERMS FOR PERFORMANCE-BASED AWARDS UNDER	Management	For	For

THE NAVIENT CORPORATION 2014  
OMNIBUS  
INCENTIVE PLAN.

## CABLEVISION SYSTEMS CORPORATION

Security	12686C109	Meeting Type	Annual
Ticker Symbol	CVC	Meeting Date	21-May-2015
ISIN	US12686C1099	Agenda	934172747 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOSEPH J. LHOTA		For	For
	2 THOMAS V. REIFENHEISER		For	For
	3 JOHN R. RYAN		For	For
	4 STEVEN J. SIMMONS		For	For
	5 VINCENT TESE		For	For
	6 LEONARD TOW		For	For
2.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	APPROVAL OF CABLEVISION SYSTEMS CORPORATION 2015 EMPLOYEE STOCK PLAN.	Management	Against	Against

## DEUTSCHE TELEKOM AG

Security	251566105	Meeting Type	Annual
Ticker Symbol	DTEGY	Meeting Date	21-May-2015
ISIN	US2515661054	Agenda	934209203 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
2.	RESOLUTION ON THE APPROPRIATION OF NET INCOME.	Management	For	
3.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE BOARD OF MANAGEMENT FOR THE 2014 FINANCIAL YEAR.	Management	For	
4.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE 2014 FINANCIAL YEAR.	Management	For	
5.	RESOLUTION ON THE APPOINTMENT OF THE INDEPENDENT AUDITOR AND THE GROUP AUDITOR FOR THE 2015 FINANCIAL YEAR AS WELL AS THE INDEPENDENT AUDITOR TO REVIEW THE CONDENSED FINANCIAL STATEMENTS AND THE INTERIM	Management	For	

MANAGEMENT REPORT (SECTION 37W,  
SECTION 37Y NO. 2 GERMAN SECURITIES  
TRADING ACT  
(WERTPAPIERHANDELSGESETZ - WPHG) IN  
THE 2015 FINANCIAL YEAR.

6. ELECTION OF A SUPERVISORY BOARD MEMBER. ManagementFor

7. ELECTION OF A SUPERVISORY BOARD MEMBER. ManagementFor

TELEPHONE AND DATA SYSTEMS, INC.

Security	879433829	Meeting Type	Contested-Annual
Ticker Symbol	TDS	Meeting Date	21-May-2015
ISIN	US8794338298	Agenda	934222073 - Opposition

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PHILIP T. BLAZEK		For	For
	2 WALTER M. SCHENKER		For	For

2.	COMPANY'S PROPOSAL TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
----	---	------------	-----	-----

3.	COMPANY'S PROPOSAL TO APPROVE EXECUTIVE COMPENSATION ON AN ADVISORY BASIS.	Management	Abstain	For
----	--	------------	---------	-----

CHESAPEAKE ENERGY CORPORATION

Security	165167107	Meeting Type	Annual
Ticker Symbol	CHK	Meeting Date	22-May-2015
ISIN	US1651671075	Agenda	934177266 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ARCHIE W. DUNHAM	Management	For	For
1B.	ELECTION OF DIRECTOR: VINCENT J. INTRIERI	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT D. LAWLER	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN J. LIPINSKI	Management	For	For
1E.	ELECTION OF DIRECTOR: R. BRAD MARTIN	Management	For	For
1F.	ELECTION OF DIRECTOR: MERRILL A. "PETE" MILLER, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: FREDERIC M. POSES	Management	For	For
1H.		Management	For	For

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

	ELECTION OF DIRECTOR: KIMBERLY K. QUERREY		
1I.	ELECTION OF DIRECTOR: LOUIS A. RASPINO	ManagementFor	For
1J.	ELECTION OF DIRECTOR: THOMAS L. RYAN	ManagementFor	For
2.	TO APPROVE ON AN ADVISORY BASIS OUR NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
4.	APPOINTMENT OF ENVIRONMENTAL DIRECTOR.	Shareholder Against	For
5.	CLIMATE CHANGE REPORT.	Shareholder Against	For
6.	POLITICAL SPENDING REPORT.	Shareholder Against	For
7.	CREATION OF BOARD OF DIRECTOR RISK OVERSIGHT COMMITTEE.	Shareholder Against	For

EXELIS, INC

Security	30162A108	Meeting Type	Special
Ticker Symbol	XLS	Meeting Date	22-May-2015
ISIN	US30162A1088	Agenda	934209506 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	A PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 5, 2015, BY AND AMONG HARRIS CORPORATION, EXELIS INC. AND HARRIS COMMUNICATION SOLUTIONS (INDIANA), INC., A WHOLLY OWNED SUBSIDIARY OF HARRIS CORPORATION, PURSUANT TO WHICH HARRIS COMMUNICATION SOLUTIONS (INDIANA), INC. WILL BE MERGED WITH AND INTO EXELIS INC., REFERRED TO AS THE MERGER AGREEMENT.	ManagementFor		For
2.	A PROPOSAL TO APPROVE, ON AN ADVISORY (NON BINDING) BASIS, THE EXECUTIVE OFFICER COMPENSATION TO BE PAID TO EXELIS INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	ManagementFor		For
3.	A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT	ManagementFor		For

SUFFICIENT VOTES TO APPROVE THE  
MERGER AGREEMENT AT THE TIME OF  
THE  
SPECIAL MEETING OR TO ENSURE THAT  
ANY SUPPLEMENT OR AMENDMENT TO  
THE  
PROXY STATEMENT/PROSPECTUS IS  
TIMELY PROVIDED TO THE  
SHAREHOLDERS  
OF EXELIS INC.

## PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	25-May-2015
ISIN	US71654V4086	Agenda	934223164 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
I	THE MANAGEMENT REPORT, FINANCIAL STATEMENTS AND FISCAL BOARD'S REPORT OF FISCAL YEAR OF 2014.	Management	For	For

## MERCK &amp; CO., INC.

Security	58933Y105	Meeting Type	Annual
Ticker Symbol	MRK	Meeting Date	26-May-2015
ISIN	US58933Y1055	Agenda	934177393 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LESLIE A. BRUN	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS R. CECH	Management	For	For
1C.	ELECTION OF DIRECTOR: KENNETH C. FRAZIER	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS H. GLOCER	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM B. HARRISON JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: C. ROBERT KIDDER	Management	For	For
1G.	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For	For
1H.	ELECTION OF DIRECTOR: CARLOS E. REPRESAS	Management	For	For
1I.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For	For
1J.	ELECTION OF DIRECTOR: CRAIG B. THOMPSON	Management	For	For
1K.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For	For
1L.	ELECTION OF DIRECTOR: PETER C. WENDELL	Management	For	For



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

2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	ManagementFor	For
4.	PROPOSAL TO AMEND AND RESTATE THE 2010 INCENTIVE STOCK PLAN.	ManagementFor	For
5.	PROPOSAL TO AMEND AND RESTATE THE EXECUTIVE INCENTIVE PLAN.	ManagementFor	For
6.	SHAREHOLDER PROPOSAL CONCERNING SHAREHOLDERS' RIGHT TO ACT BY WRITTEN CONSENT.	Shareholder Against	For
7.	SHAREHOLDER PROPOSAL CONCERNING ACCELERATED VESTING OF EQUITY AWARDS.	Shareholder Against	For

TELEKOM AUSTRIA AG, WIEN

Security	A8502A102	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-May-2015
ISIN	AT0000720008	Agenda	706105322 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 474718 DUE TO RECEIPT OF U-UPDATED AGENDA. ALL CMMT VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED-AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.			
	PLEASE NOTE THAT THE MEETING HAS BEEN SET UP USING THE RECORD DATE 15 MAY 2015-WHICH AT THIS TIME WE ARE UNABLE TO SYSTEMATICALLY UPDATE. THE CMMT TRUE RECORD DA-TE FOR THIS MEETING IS 17 MAY 2015. THANK YOU			
1	RECEIVE FINANCIAL STATEMENTS AND STATUTORY REPORTS		Non-Voting	
2	APPROVE ALLOCATION OF INCOME AND DIVIDEND OF EUR 0.05 PER SHARE		ManagementFor	For
3	APPROVE DISCHARGE OF MANAGEMENT BOARD		ManagementFor	For
4	APPROVE DISCHARGE OF SUPERVISORY BOARD		ManagementFor	For
5			ManagementFor	For

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

6.1	APPROVE REMUNERATION OF SUPERVISORY BOARD MEMBERS ELECT KARIN EXNER-WOEHRER AS SUPERVISORY BOARD MEMBER	ManagementFor	For
6.2	ELECT WOLFGANG RUTTENSTORFER AS SUPERVISORY BOARD MEMBER	ManagementFor	For
7	RATIFY ERNST & YOUNG AS AUDITORS	ManagementFor	For
8	RECEIVE REPORT ON SHARE REPURCHASE PROGRAM	Non-Voting	
CMMT	01 MAY 2015: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING TYPE-FROM OGM TO AGM. IF YOU HAVE ALREADY SENT IN YOUR VOTES FOR MID: 476747. PLEA-SE DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. TH-ANK YOU.	Non-Voting	

CHEVRON CORPORATION

Security	166764100	Meeting Type	Annual
Ticker Symbol	CVX	Meeting Date	27-May-2015
ISIN	US1667641005	Agenda	934174575 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: A.B. CUMMINGS JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: L.F. DEILY	Management	For	For
1C.	ELECTION OF DIRECTOR: R.E. DENHAM	Management	For	For
1D.	ELECTION OF DIRECTOR: A.P. GAST	Management	For	For
1E.	ELECTION OF DIRECTOR: E. HERNANDEZ JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: J.M. HUNTSMAN JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: C.W. MOORMAN	Management	For	For
1H.	ELECTION OF DIRECTOR: J.G. STUMPF	Management	For	For
1I.	ELECTION OF DIRECTOR: R.D. SUGAR	Management	For	For
1J.	ELECTION OF DIRECTOR: I.G. THULIN	Management	For	For
1K.	ELECTION OF DIRECTOR: C. WARE	Management	For	For
1L.	ELECTION OF DIRECTOR: J.S. WATSON	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF PWC AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION DISCLOSE CHARITABLE CONTRIBUTIONS	Management	For	For
4.	OF \$5,000 OR MORE	Shareholder	Against	For
5.	REPORT ON LOBBYING	Shareholder	Against	For
6.	CEASE USING CORPORATE FUNDS FOR POLITICAL PURPOSES	Shareholder	Against	For
7.	ADOPT DIVIDEND POLICY	Shareholder	Against	For

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

8.	ADOPT TARGETS TO REDUCE GHG EMISSIONS	Shareholder	Against	For
9.	REPORT ON SHALE ENERGY OPERATIONS	Shareholder	Against	For
10.	ADOPT PROXY ACCESS BYLAW	Shareholder	Against	For
11.	ADOPT POLICY FOR INDEPENDENT CHAIRMAN	Shareholder	Against	For
12.	RECOMMEND INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shareholder	Against	For
13.	SET SPECIAL MEETINGS THRESHOLD AT 10%	Shareholder	Against	For

EXXON MOBIL CORPORATION

Security	30231G102	Meeting Type	Annual
Ticker Symbol	XOM	Meeting Date	27-May-2015
ISIN	US30231G1022	Agenda	934184665 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 M.J. BOSKIN		For	For
	2 P. BRABECK-LETMATHE		For	For
	3 U.M. BURNS		For	For
	4 L.R. FAULKNER		For	For
	5 J.S. FISHMAN		For	For
	6 H.H. FORE		For	For
	7 K.C. FRAZIER		For	For
	8 D.R. OBERHELMAN		For	For
	9 S.J. PALMISANO		For	For
	10 S.S REINEMUND		For	For
	11 R.W. TILLERSON		For	For
	12 W.C. WELDON		For	For
2.	RATIFICATION OF INDEPENDENT AUDITORS (PAGE 60)	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (PAGE 61)	Management	For	For
4.	INDEPENDENT CHAIRMAN (PAGE 63)	Shareholder	Against	For
5.	PROXY ACCESS BYLAW (PAGE 64)	Shareholder	Against	For
6.	CLIMATE EXPERT ON BOARD (PAGE 66)	Shareholder	Against	For
7.	BOARD QUOTA FOR WOMEN (PAGE 67)	Shareholder	Against	For
8.	REPORT ON COMPENSATION FOR WOMEN (PAGE 68)	Shareholder	Against	For
9.	REPORT ON LOBBYING (PAGE 69)	Shareholder	Against	For
10.	GREENHOUSE GAS EMISSIONS GOALS (PAGE 70)	Shareholder	Against	For
11.	REPORT ON HYDRAULIC FRACTURING (PAGE 72)	Shareholder	Against	For

ORANGE

Security	684060106	Meeting Type	Annual
Ticker Symbol	ORAN	Meeting Date	27-May-2015
ISIN	US6840601065	Agenda	

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2014	Management	For	For
2.	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2014	Management	For	For
3.	ALLOCATION OF THE INCOME AND DECISION ON THE DIVIDEND AMOUNT AGREEMENTS REFERRED TO IN ARTICLE L.	Management	For	For
4.	225-38 OF THE FRENCH COMMERCIAL CODE	Management	For	For
5.	RATIFICATION OF A DIRECTOR'S APPOINTMENT	Management	For	For
6.	RENEWAL OF DIRECTOR	Management	For	For
7.	RENEWAL OF DIRECTOR	Management	For	For
8.	RENEWAL OF DIRECTOR	Management	For	For
9.	RENEWAL OF DIRECTOR	Management	For	For
10.	APPOINTMENT OF A DIRECTOR	Management	For	For
11.	RENEWAL OF AUDITOR	Management	For	For
12.	RENEWAL OF AUDITOR	Management	For	For
13.	APPOINTMENT OF AUDITOR	Management	For	For
14.	APPOINTMENT OF AUDITOR	Management	For	For
15.	ADVISORY OPINION ON THE INDIVIDUAL COMPENSATION OF THE CORPORATE OFFICER	Management	For	For
16.	ADVISORY OPINION ON THE INDIVIDUAL COMPENSATION OF THE CORPORATE OFFICER	Management	For	For
17.	AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO PURCHASE OR TRANSFER SHARES OF THE COMPANY AMENDMENT TO POINT 1 OF ARTICLE 21 OF THE BYLAWS, SHAREHOLDERS' MEETINGS;	Management	For	For
18.	ALIGNMENT OF THE BYLAWS WITH THE NEW REGULATORY PROVISIONS OF DECREE NO. 2014-1466 OF DECEMBER 8, 2014	Management	For	For
19.	DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITH SHAREHOLDER PREFERENTIAL	Management	For	For

	SUBSCRIPTION RIGHTS		
	DELEGATION OF AUTHORITY TO THE BOARD		
20.	OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITHOUT SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS	ManagementFor	For
	DELEGATION OF AUTHORITY TO THE BOARD		
21.	OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITHOUT SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS, AS PART OF AN OFFER PROVIDED FOR IN SECTION II OF ARTICLE L. 411-2 OF THE FRENCH MONETARY AND FINANCIAL CODE (CODE MONETAIRE ET FINANCIER)	ManagementFor	For
22.	AUTHORIZATION TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF ISSUABLE SECURITIES, IN THE EVENT OF A SECURITY ISSUANCE	ManagementFor	For
	DELEGATION OF AUTHORITY TO THE BOARD		
23.	OF DIRECTORS TO ISSUE SHARES AND SECURITIES GIVING ACCESS TO SHARES, WITHOUT SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS, IN THE EVENT OF A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY	ManagementFor	For
24.	DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND COMPLEX SECURITIES, WITHOUT SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS, IN ORDER TO COMPENSATE CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY AND COMPRISED OF SHARES OR SECURITIES GIVING ACCESS TO SHARE CAPITAL	ManagementFor	For
25.	OVERALL LIMIT OF AUTHORIZATIONS	ManagementFor	For
	DELEGATION OF AUTHORITY TO THE BOARD		
26.	OF DIRECTORS TO INCREASE THE COMPANY'S CAPITAL BY CAPITALIZATION OF RESERVES, PROFITS OR PREMIUMS	ManagementFor	For
27.	DELEGATION OF AUTHORITY TO THE BOARD	ManagementFor	For
	OF DIRECTORS TO ISSUE SHARES OR COMPLEX SECURITIES, RESERVED FOR MEMBERS OF COMPANY SAVINGS PLANS WITHOUT SHAREHOLDER PREFERENTIAL		

SUBSCRIPTION RIGHTS

AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE

28.	CAPITAL THROUGH THE CANCELLATION OF SHARES	ManagementFor	For
29.	AMENDMENT TO ARTICLE 26 OF THE BYLAWS, OPTION FOR THE PAYMENT OF INTERIM DIVIDENDS EITHER IN CASH AND/OR IN SHARES	ManagementFor	For
30.	POWERS FOR FORMALITIES AMENDMENT TO THE THIRD RESOLUTION -	ManagementFor	For
A.	ALLOCATION OF INCOME FOR THE FISCAL YEAR ENDED DECEMBER 31, 2014, AS STATED IN THE ANNUAL FINANCIAL STATEMENTS [ORDINARY]	Shareholder Against	For
B.	OPTION FOR THE PAYMENT IN SHARES OF THE BALANCE OF THE DIVIDEND TO BE PAID [ORDINARY]	Shareholder Against	For
C.	SHARES RESERVED FOR MEMBERS OF COMPANY SAVINGS PLANS IN CASE OF FURTHER SHARES SALE BY THE FRENCH STATE, DIRECTLY OR INDIRECTLY [ORDINARY]	Shareholder Against	For
D.	AMENDMENT TO POINT 1 OF ARTICLE 11 OF THE BYLAWS - RIGHTS AND OBLIGATIONS ATTACHED TO THE SHARES [EXTRAORDINARY]	Shareholder Against	For
E.	AMENDMENTS OR NEW RESOLUTIONS PROPOSED AT THE MEETING IF YOU CAST YOUR VOTE IN FAVOR OF RESOLUTION E, YOU ARE GIVING DISCRETION TO THE CHAIRMAN OF THE MEETING TO VOTE FOR OR AGAINST ANY AMENDMENTS OR NEW RESOLUTIONS THAT MAY BE PROPOSED	Shareholder Against	

ENEL S.P.A., ROMA

Security	T3679P115	Meeting Type	MIX
Ticker Symbol		Meeting Date	28-May-2015
ISIN	IT0003128367	Agenda	706087144 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
O.1	BALANCE SHEET AS OF 31 DECEMBER 2014. BOARD OF DIRECTORS', INTERNAL AND EXTERNAL AUDITORS' REPORTS. RELATED	Management	For	For

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

	RESOLUTIONS. CONSOLIDATED BALANCE SHEET AS OF 31 DECEMBER 2014		
O.2	TO ALLOCATE THE NET INCOME AND DISTRIBUTE THE AVAILABLE RESERVES TO AMEND THE CLAUSE CONCERNING THE REQUIREMENTS OF INTEGRITY AND RELATED CAUSES OF INELIGIBILITY AND DISQUALIFICATION OF MEMBERS OF THE BOARD OF DIRECTORS AS PER ART. 14-BIS OF THE COMPANY BYLAWS	ManagementFor	For
E.1	ELECT ALFREDO ANTONIOZZI AS DIRECTOR	ManagementFor	For
O.3	LONG TERM INCENTIVE PLANE 2015 FOR THE MANAGEMENT OF ENEL SPA AND/OR SUBSIDIARIES AS PER ART. 2359 OF CIVIL CODE	ManagementAbstain	Against
O.4	REWARDING REPORT	ManagementFor	For
O.5	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:- <a href="https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_245216.PDF">https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_245216.PDF</a>	Non-Voting	
CMMT	12 MAY 2015: PLEASE NOTE THAT RESOLUTION O.3 IS A SHAREHOLDER PROPOSAL AND BOA-RD DOES NOT MAKE ANY RECOMMENDATION ON THIS RESOLUTION. THANK YOU	Non-Voting	
CMMT	20 MAY 2015: PLEASE NOTE THAT THIS IS A REVISION DUE TO ADDITION OF COMMENT AND RECEIPT OF DIRECTOR'S NAME. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE D-O NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK-YOU.	Non-Voting	

SEVEN & I HOLDINGS CO.,LTD.

Security	J7165H108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-May-2015
ISIN	JP3422950000	Agenda	706120956 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	ManagementFor	For	For
2.1	Appoint a Director Suzuki, Toshifumi	ManagementFor	For	For
2.2	Appoint a Director Murata, Noritoshi	ManagementFor	For	For

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

2.3	Appoint a Director Goto, Katsuhiko	ManagementFor	For
2.4	Appoint a Director Ito, Junro	ManagementFor	For
2.5	Appoint a Director Takahashi, Kunio	ManagementFor	For
2.6	Appoint a Director Shimizu, Akihiko	ManagementFor	For
2.7	Appoint a Director Isaka, Ryuichi	ManagementFor	For
2.8	Appoint a Director Anzai, Takashi	ManagementFor	For
2.9	Appoint a Director Otaka, Zenko	ManagementFor	For
2.10	Appoint a Director Suzuki, Yasuhiro	ManagementFor	For
2.11	Appoint a Director Joseph M. DePinto	ManagementFor	For
2.12	Appoint a Director Scott Trevor Davis	ManagementFor	For
2.13	Appoint a Director Tsukio, Yoshio	ManagementFor	For
2.14	Appoint a Director Ito, Kunio	ManagementFor	For
2.15	Appoint a Director Yonemura, Toshiro	ManagementFor	For
3	Appoint a Corporate Auditor Eguchi, Masao	ManagementFor	For
	Approve Delegation of Authority to the Board of Directors to Determine Details of Share Acquisition Rights Issued as Stock-Linked Compensation Type Stock Options for Executive Officers of the Company and Directors and Executive Officers of the Company's Subsidiaries	Management Abstain	Against

EL PASO ELECTRIC COMPANY

Security	283677854	Meeting Type	Annual
Ticker Symbol	EE	Meeting Date	28-May-2015
ISIN	US2836778546	Agenda	934182623 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JAMES W. HARRIS		For	For
	2 WOODLEY L. HUNT		For	For
	3 STEPHEN N. WERTHEIMER		For	For
	4 CHARLES A. YAMARONE		For	For
2.	RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For	For
3.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	ManagementFor	For	For

BLACKROCK, INC.

Security	09247X101	Meeting Type	Annual
Ticker Symbol	BLK	Meeting Date	28-May-2015
ISIN	US09247X1019	Agenda	934188132 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ABDLATIF YOUSEF	ManagementFor	For	For



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

	AL-HAMAD		
1B.	ELECTION OF DIRECTOR: MATHIS CABIALLAVETTA	ManagementFor	For
1C.	ELECTION OF DIRECTOR: PAMELA DALEY	ManagementFor	For
1D.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	ManagementFor	For
1E.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	ManagementFor	For
1F.	ELECTION OF DIRECTOR: LAURENCE D. FINK	ManagementFor	For
1G.	ELECTION OF DIRECTOR: FABRIZIO FREDA	ManagementFor	For
1H.	ELECTION OF DIRECTOR: MURRY S. GERBER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: JAMES GROSFELD	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ROBERT S. KAPITO	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DAVID H. KOMANSKY	ManagementFor	For
1L.	ELECTION OF DIRECTOR: SIR DERYCK MAUGHAN	ManagementFor	For
1M.	ELECTION OF DIRECTOR: CHERYL D. MILLS	ManagementFor	For
1N.	ELECTION OF DIRECTOR: THOMAS H. O'BRIEN	ManagementFor	For
1O.	ELECTION OF DIRECTOR: IVAN G. SEIDENBERG	ManagementFor	For
1P.	ELECTION OF DIRECTOR: MARCO ANTONIO SLIM DOMIT	ManagementFor	For
1Q.	ELECTION OF DIRECTOR: JOHN S. VARLEY	ManagementFor	For
1R.	ELECTION OF DIRECTOR: SUSAN L. WAGNER	ManagementFor	For
2.	APPROVAL OF THE BLACKROCK, INC. SECOND AMENDED AND RESTATED 1999 STOCK AWARD AND INCENTIVE PLAN.	ManagementFor	For
3.	APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED AND DISCUSSED IN THE PROXY STATEMENT.	ManagementFor	For
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2015.	ManagementFor	For
5.	A STOCKHOLDER PROPOSAL BY MR. ERIC COHEN REGARDING THE ADOPTION OF PROCEDURES TO AVOID HOLDING OR RECOMMENDING INVESTMENTS IN	Shareholder Against	For

COMPANIES THAT SUBSTANTIALLY  
CONTRIBUTE TO GENOCIDE.  
A STOCKHOLDER PROPOSAL BY THE  
AMERICAN FEDERATION OF STATE,  
COUNTY  
AND MUNICIPAL EMPLOYEES PENSION  
PLAN

6.	AND THE MISSIONARY OBLATES OF MARY IMMACULATE REGARDING THE PRODUCTION OF AN ANNUAL REPORT ON CERTAIN TRADE ASSOCIATION AND LOBBYING EXPENDITURES.	Shareholder Against	For
----	--	---------------------	-----

FOREST CITY ENTERPRISES, INC.

Security	345550107	Meeting Type	Annual
Ticker Symbol	FCEA	Meeting Date	28-May-2015
ISIN	US3455501078	Agenda	934188411 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ARTHUR F. ANTON		For	For
	2 SCOTT S. COWEN		For	For
	3 MICHAEL P. ESPOSITO, JR		For	For
	4 STAN ROSS		For	For
2.	THE APPROVAL (ON AN ADVISORY, NON- BINDING BASIS) OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	THE RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For

WALGREENS BOOTS ALLIANCE

Security	931427108	Meeting Type	Annual
Ticker Symbol	WBA	Meeting Date	28-May-2015
ISIN	US9314271084	Agenda	934190202 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JANICE M. BABIAC	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID J. BRAILER	Management	For	For
1C.	ELECTION OF DIRECTOR: STEVEN A. DAVIS	Management	For	For

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

1D.	ELECTION OF DIRECTOR: WILLIAM C. FOOTE	ManagementFor	For
1E.	ELECTION OF DIRECTOR: GINGER L. GRAHAM	ManagementFor	For
1F.	ELECTION OF DIRECTOR: JOHN A. LEDERER	ManagementFor	For
1G.	ELECTION OF DIRECTOR: DOMINIC P. MURPHY	ManagementFor	For
1H.	ELECTION OF DIRECTOR: STEFANO PESSINA	ManagementFor	For
1I.	ELECTION OF DIRECTOR: BARRY ROSENSTEIN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: LEONARD D. SCHAEFFER	ManagementFor	For
1K.	ELECTION OF DIRECTOR: NANCY M. SCHLICHTING	ManagementFor	For
1L.	ELECTION OF DIRECTOR: JAMES A. SKINNER	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. RATIFY THE APPOINTMENT OF DELOITTE &	ManagementFor	For
3.	TOUCHE LLP AS WALGREENS BOOTS ALLIANCE, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For
4.	STOCKHOLDER PROPOSAL REGARDING AN EXECUTIVE EQUITY RETENTION POLICY.	Shareholder Against	For
5.	STOCKHOLDER PROPOSAL REGARDING ACCELERATED VESTING OF EQUITY AWARDS OF SENIOR EXECUTIVES UPON A CHANGE IN CONTROL.	Shareholder Against	For
6.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shareholder Against	For
7.	STOCKHOLDER PROPOSAL REGARDING LINKING EXECUTIVE PAY TO PERFORMANCE ON SUSTAINABILITY GOALS.	Shareholder Against	For

BLUCORA INC

Security	095229100	Meeting Type	Annual
Ticker Symbol	BCOR	Meeting Date	28-May-2015
ISIN	US0952291005	Agenda	934206651 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN CUNNINGHAM		For	For
	2 LANCE DUNN		For	For
	3 WILLIAM RUCKELSHAUS		For	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE	ManagementFor		For

INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING FIRM FOR THE COMPANY  
FOR  
2015.

3. PROPOSAL TO APPROVE, ON AN  
ADVISORY  
BASIS, THE COMPENSATION OF THE  
COMPANY'S NAMED EXECUTIVE  
OFFICERS,  
AS DISCLOSED IN THE PROXY  
STATEMENT. ManagementFor For

4. PROPOSAL TO APPROVE THE BLUCORA,  
INC. 2015 INCENTIVE PLAN. ManagementAgainst Against

LABRADOR IRON ORE ROYALTY CORPORATION

Security	505440107	Meeting Type	Annual and Special Meeting
Ticker Symbol	LIFZF	Meeting Date	28-May-2015
ISIN	CA5054401073	Agenda	934209671 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 BRUCE C. BONE		For	For
	2 WILLIAM J. CORCORAN		For	For
	3 MARK J. FULLER		For	For
	4 DUNCAN N.R. JACKMAN		For	For
	5 JAMES C. MCCARTNEY		For	For
	6 WILLIAM H. MCNEIL		For	For
	7 SANDRA L. ROSCH		For	For
	8 ALAN R. THOMAS		For	For
	9 PATRICIA M. VOLKER		For	For
02	THE APPOINTMENT OF DELOITTE LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF LIORC, AND AUTHORIZING THE DIRECTORS OF LIORC TO FIX THEIR REMUNERATION.	Management	For	For
03	THE ORDINARY RESOLUTION CONFIRMING BY-LAW NO. 5 OF LIORC WHICH ESTABLISHES A FRAMEWORK FOR ADVANCE NOTICE OF NOMINATION OF DIRECTORS OF LIORC.	Management	For	For
04	THE SPECIAL RESOLUTION APPROVING AN AMENDMENT TO THE ARTICLES OF LIORC TO EXPRESSLY PERMIT LIORC TO OWN AND MANAGE SECURITIES OF IRON ORE COMPANY OF CANADA AND OWNERSHIP INTERESTS IN ANY OTHER ENTITY	Management	For	For

FORMED  
 TO CONDUCT MINING EXPLORATION  
 OPERATIONS ON CERTAIN LEASES AND  
 LICENCES HELD BY LIORC IN OR NEAR  
 LABRADOR CITY, NEWFOUNDLAND AND  
 LABRADOR AND/OR TO PROCESS,  
 TRANSPORT, AND SELL THE ORE MINED  
 PURSUANT TO SUCH OPERATIONS.  
 THE SPECIAL RESOLUTION APPROVING AN  
 AMENDMENT TO THE ARTICLES OF LIORC  
 TO GIVE LIORC THE FLEXIBILITY TO  
 PURSUE  
 ATTRACTIVE OPPORTUNITIES BY  
 ACQUIRING, OWNING, HOLDING,  
 POSSESSING, RETAINING AND MANAGING,  
 DIRECTLY OR INDIRECTLY, INTERESTS IN  
 METAL OR MINERAL ROYALTIES OR IN  
 ENTITIES WHOSE PRIMARY SOURCE OF  
 REVENUE IS METAL OR MINERAL  
 ROYALTIES WITHOUT PRIOR  
 SHAREHOLDER  
 APPROVAL AND TO ISSUE UP TO 20% OF  
 THE OUTSTANDING COMMON SHARES  
 (12.8  
 MILLION) OF LIORC IN THE AGGREGATE  
 AS  
 CONSIDERATION FOR, OR FOR CASH TO  
 FINANCE, AN ACQUISITION PERMITTED  
 UNDER THE RESTRICTIONS ON BUSINESS  
 LIORC MAY CARRY ON AS SET FORTH IN  
 ITS  
 ARTICLES.

05

Management For

For

PORTUGAL TELECOM SGPS SA, LISBONNE

Security X6769Q104

Ticker Symbol

ISIN PTPTC0AM0009

Meeting Type

Meeting Date

Agenda

Annual General  
Meeting

29-May-2015

706115082 -  
Management

Item Proposal

Proposed  
by

Vote

For/Against  
Management

CMMT PLEASE NOTE THAT VOTING IN  
 PORTUGUESE MEETINGS REQUIRES THE  
 DISCLOSURE OF-BENEFICIAL OWNER  
 INFORMATION, THROUGH DECLARATIONS  
 OF PARTICIPATION AND-VOTING.  
 BROADRIDGE WILL DISCLOSE THE  
 BENEFICIAL OWNER INFORMATION FOR  
 YOUR-VOTED ACCOUNTS. ADDITIONALLY,  
 PORTUGUESE LAW DOES NOT PERMIT  
 BENEFICIAL-OWNERS TO VOTE

Non-Voting

INCONSISTENTLY ACROSS THEIR HOLDINGS. OPPOSING VOTES MAY BE-REJECTED SUMMARILY BY THE COMPANY HOLDING THIS BALLOT. PLEASE CONTACT YOUR-CLIENT SERVICE REPRESENTATIVE FOR FURTHER DETAILS.

1	TO RESOLVE ON THE MANAGEMENT REPORT, BALANCE SHEET AND ACCOUNTS FOR THE YEAR 2014	ManagementNo Action
2	TO RESOLVE ON THE CONSOLIDATED MANAGEMENT REPORT, BALANCE SHEET AND ACCOUNTS FOR THE YEAR 2014	ManagementNo Action
3	TO RESOLVE ON THE PROPOSAL FOR APPLICATION OF PROFITS	ManagementNo Action
4	TO RESOLVE ON A GENERAL APPRAISAL OF THE COMPANY'S MANAGEMENT AND SUPERVISION	ManagementNo Action
5	TO RESOLVE ON THE RATIFICATION OF THE CO-OPTION OF NEW MEMBERS AND THE APPOINTMENT OF THE NEW CHAIRMEN OF THE BOARD OF DIRECTORS AND OF THE AUDIT COMMITTEE FOR THE REMAINING OF THE THREE-YEAR PERIOD 2012-2014	ManagementNo Action
6	TO RESOLVE ON THE AMENDMENT OF ARTICLES 1, 2, 4, 5, 7, 10, 11, 12, 13, 15, 16, 17, 18, 20, 23, 24, 26, 27, 28, 29 AND 30 TO 35 AND THE TITLE OF SECTION IV OF CHAPTER III OF THE COMPANY'S ARTICLES OF ASSOCIATION	ManagementNo Action
7	TO RESOLVE ON THE ELECTION OF THE MEMBERS OF THE CORPORATE BODIES AND THE COMPENSATION COMMITTEE FOR THE THREE-YEAR PERIOD 2015-2017	ManagementNo Action
8	TO RESOLVE ON THE ELECTION OF THE COMPANY'S EFFECTIVE AND ALTERNATE CHARTERED ACCOUNTANT ("ROC") FOR THE THREE-YEAR PERIOD 2015-2017	ManagementNo Action
9	TO RESOLVE ON THE STATEMENT OF THE COMPENSATION COMMITTEE ON THE REMUNERATION POLICY FOR THE MEMBERS OF THE MANAGEMENT AND SUPERVISORY BODIES OF THE COMPANY	ManagementNo Action
10	TO RESOLVE ON THE CREATION OF AN AD HOC COMMITTEE TO DETERMINE THE REMUNERATION OF THE MEMBERS OF	ManagementNo Action

THE  
 COMPENSATION COMMITTEE  
 05 MAY 2015: PLEASE NOTE THAT  
 CONDITIONS FOR THE MEETING:  
 CMMT MINIMUM Non-Voting

SHS / VOTING-RIGHT: 500/1  
 19 MAY 2015: PLEASE NOTE THAT THIS IS A  
 REVISION DUE TO ADDITION OF  
 COMMENTS.-IF YOU HAVE ALREADY SENT  
 CMMT IN Non-Voting

YOUR VOTES, PLEASE DO NOT VOTE  
 AGAIN  
 UNLESS YOU DE-CIDE TO AMEND YOUR  
 ORIGINAL INSTRUCTIONS. THANK YOU.  
 19 MAY 2015: PLEASE NOTE IN THE EVENT  
 THE MEETING DOES NOT REACH QUORUM,  
 THERE-WILL BE A SECOND CALL ON 15  
 JUN  
 CMMT 2015. CONSEQUENTLY, YOUR VOTING Non-Voting

INSTRUCTIONS-WILL REMAIN VALID FOR  
 ALL  
 CALLS UNLESS THE AGENDA IS AMENDED.  
 THANK YOU  
 CROWN CASTLE INTERNATIONAL CORP  
 Security 22822V101 Meeting Type Annual  
 Ticker Symbol CCI Meeting Date 29-May-2015  
 ISIN US22822V1017 Agenda 934172850 -  
 Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: P. ROBERT BARTOLO	Management	For	For
1B.	ELECTION OF DIRECTOR: CINDY CHRISTY	Management	For	For
1C.	ELECTION OF DIRECTOR: ARI Q. FITZGERALD	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT E. GARRISON II	Management	For	For
1E.	ELECTION OF DIRECTOR: DALE N. HATFIELD	Management	For	For
1F.	ELECTION OF DIRECTOR: LEE W. HOGAN	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN P. KELLY	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT F. MCKENZIE	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2015.	Management	For	For
3.	THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE	Management	For	For

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

COMPANY'S NAMED EXECUTIVE OFFICERS.

THE NON-BINDING ADVISORY VOTE REGARDING THE FREQUENCY OF VOTING ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.

4.	Management 1 Year	For
----	-------------------	-----

INTERNAP CORPORATION

Security	45885A300	Meeting Type	Annual
Ticker Symbol	INAP	Meeting Date	29-May-2015
ISIN	US45885A3005	Agenda	934177886 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CHARLES B. COE		For	For
	2 J. ERIC COONEY		For	For
	3 PATRICIA L. HIGGINS		For	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	For	For

LOWE'S COMPANIES, INC.

Security	548661107	Meeting Type	Annual
Ticker Symbol	LOW	Meeting Date	29-May-2015
ISIN	US5486611073	Agenda	934184831 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RAUL ALVAREZ		For	For
	2 DAVID W. BERNAUER		For	For
	3 ANGELA F. BRALY		For	For
	4 LAURIE Z. DOUGLAS		For	For
	5 RICHARD W. DREILING		For	For
	6 ROBERT L. JOHNSON		For	For
	7 MARSHALL O. LARSEN		For	For
	8 RICHARD K. LOCHRIDGE		For	For
	9 JAMES H. MORGAN		For	For
	10 ROBERT A. NIBLOCK		For	For
	11 ERIC C. WISEMAN		For	For
2.	ADVISORY APPROVAL OF LOWE'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS LOWE'S	Management	For	For



INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING FIRM FOR FISCAL 2015.

## TOTAL S.A.

Security	89151E109	Meeting Type	Annual
Ticker Symbol	TOT	Meeting Date	29-May-2015
ISIN	US89151E1091	Agenda	934220461 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF FINANCIAL STATEMENTS OF THE PARENT COMPANY FOR THE 2014 FISCAL YEAR.	Management	For	For
2.	APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2014 FISCAL YEAR. ALLOCATION OF EARNINGS, DECLARATION	Management	For	For
3.	OF DIVIDEND AND OPTION FOR THE PAYMENT OF THE REMAINING DIVIDEND FOR THE 2014 FISCAL YEAR IN NEW SHARES.	Management	For	For
4.	OPTION FOR THE PAYMENT OF INTERIM DIVIDENDS FOR THE 2015 FISCAL YEAR IN NEW SHARES-DELEGATION OF POWERS TO THE BOARD OF DIRECTORS.	Management	For	For
5.	AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE IN SHARES OF THE COMPANY.	Management	For	For
6.	RENEWAL OF THE APPOINTMENT OF MR. PATRICK ARTUS AS A DIRECTOR.	Management	For	For
7.	RENEWAL OF THE APPOINTMENT OF MS. ANNE-MARIE IDRAC AS A DIRECTOR.	Management	For	For
8.	APPOINTMENT OF MR. PATRICK POUYANNE AS A DIRECTOR.	Management	For	For
9.	COMMITMENTS UNDER ARTICLE L. 225-42-1 OF THE FRENCH COMMERCIAL CODE CONCERNING MR. PATRICK POUYANNE.	Management	For	For
10.	ADVISORY OPINION ON THE ELEMENTS OF COMPENSATION DUE OR GRANTED FOR FISCAL YEAR ENDED DECEMBER 31, 2014 TO MR. THIERRY DESMAREST CHAIRMAN OF THE COMPANY SINCE OCTOBER 22, 2014.	Management	For	For
11.	ADVISORY OPINION ON THE ELEMENTS OF COMPENSATION DUE OR GRANTED FOR FISCAL YEAR ENDED DECEMBER 31, 2014 TO MR. PATRICK POUYANNE, CHIEF EXECUTIVE OFFICER OF THE COMPANY	Management	For	For

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

SINCE OCTOBER 22, 2014.

ADVISORY OPINION ON THE ELEMENTS OF  
COMPENSATION DUE OR GRANTED FOR  
FISCAL YEAR ENDED DECEMBER 31, 2014

12. TO MR. CHRISTOPHE DE MARGERIE,  
CHAIRMAN AND CHIEF EXECUTIVE  
OFFICER

ManagementFor

For

UNTIL OCTOBER 20, 2014.

RECOMMENDATION TO THE BOARD OF  
DIRECTORS FOR FAIR PROFIT-SHARING

13. BETWEEN SHAREHOLDERS AND  
EMPLOYEES. (PLEASE REFER TO  
RESOLUTION A IN THE NOTICE OF  
MEETING).

Shareholder Against

For

AMERICAN WATER WORKS COMPANY, INC.

Security 030420103

Ticker Symbol AWK

ISIN US0304201033

Meeting Type

Meeting Date

Agenda

Annual

01-Jun-2015

934160499 -

Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JULIE A. DOBSON	Management	For	For
1B.	ELECTION OF DIRECTOR: PAUL J. EVANSON	Management	For	For
1C.	ELECTION OF DIRECTOR: MARTHA CLARK GOSS	Management	For	For
1D.	ELECTION OF DIRECTOR: RICHARD R. GRIGG	Management	For	For
1E.	ELECTION OF DIRECTOR: JULIA L. JOHNSON	Management	For	For
1F.	ELECTION OF DIRECTOR: KARL F. KURZ	Management	For	For
1G.	ELECTION OF DIRECTOR: GEORGE MACKENZIE	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM J. MARRAZZO	Management	For	For
1I.	ELECTION OF DIRECTOR: SUSAN N. STORY	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS SET FORTH IN THE AMERICAN WATER WORKS COMPANY, INC. 2007 OMNIBUS EQUITY	Management	For	For

COMPENSATION  
 PLAN TO ALLOW CERTAIN EQUITY  
 GRANTS  
 UNDER THE PLAN TO CONTINUE TO BE  
 DEDUCTIBLE UNDER SECTION 162(M) OF  
 THE INTERNAL REVENUE CODE.  
 APPROVAL OF THE MATERIAL TERMS OF  
 THE PERFORMANCE GOALS SET FORTH IN  
 THE AMERICAN WATER WORKS

5. COMPANY,  
 INC. ANNUAL INCENTIVE PLAN TO ALLOW  
 CERTAIN INCENTIVE AWARDS UNDER THE  
 PLAN TO BE DEDUCTIBLE UNDER SECTION  
 162(M) OF THE INTERNAL REVENUE CODE.

Management For For

6. ADOPTION OF AN AMENDMENT TO THE  
 BYLAWS OF AMERICAN WATER WORKS  
 COMPANY, INC. TO PROVIDE THAT THE  
 COURTS LOCATED IN THE STATE OF  
 DELAWARE WILL SERVE AS THE  
 EXCLUSIVE  
 FORUM FOR ADJUDICATION OF CERTAIN  
 LEGAL ACTIONS.

Management For For

UNITEDHEALTH GROUP INCORPORATED

Security	91324P102	Meeting Type	Annual
Ticker Symbol	UNH	Meeting Date	01-Jun-2015
ISIN	US91324P1021	Agenda	934196280 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM C. BALLARD, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: EDSON BUENO, M.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: RICHARD T. BURKE	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT J. DARRETTA	Management	For	For
1E.	ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHELE J. HOOPER	Management	For	For
1G.	ELECTION OF DIRECTOR: RODGER A. LAWSON	Management	For	For
1H.	ELECTION OF DIRECTOR: GLENN M. RENWICK	Management	For	For
1I.	ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D.	Management	For	For
1J.	ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D.	Management	For	For

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

2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	APPROVAL OF AMENDMENTS TO THE 2011 STOCK INCENTIVE PLAN.	ManagementAgainst	Against
4.	APPROVAL OF REINCORPORATION OF THE COMPANY FROM MINNESOTA TO DELAWARE.	ManagementFor	For
5.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2015. THE SHAREHOLDER PROPOSAL SET FORTH IN THE PROXY STATEMENT REQUESTING A	ManagementFor	For
6.	POLICY REQUIRING AN INDEPENDENT BOARD CHAIR, IF PROPERLY PRESENTED AT THE 2015 ANNUAL MEETING OF SHAREHOLDERS.	Shareholder Against	For

W. R. BERKLEY CORPORATION

Security	084423102	Meeting Type	Annual
Ticker Symbol	WRB	Meeting Date	02-Jun-2015
ISIN	US0844231029	Agenda	934196038 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: WILLIAM R. BERKLEY	Management	For	For
1.2	ELECTION OF DIRECTOR: CHRISTOPHER L AUGOSTINI	Management	For	For
1.3	ELECTION OF DIRECTOR: GEORGE G. DALY	Management	For	For
1.4	ELECTION OF DIRECTOR: JACK H. NUSBAUM	Management	For	For
2.	TO APPROVE AN INCREASE IN THE NUMBER OF SHARES RESERVED UNDER THE W. R. BERKLEY CORPORATION 2012 STOCK INCENTIVE PLAN, AS AMENDED AND RESTATED, AND TO RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS SET FORTH IN THE 2012 STOCK INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED.	Management	Against	Against
3.	TO APPROVE AN INCREASE IN THE NUMBER OF SHARES RESERVED UNDER THE W. R. BERKLEY CORPORATION 2009 DIRECTORS STOCK PLAN, AS AMENDED AND	Management	Against	Against

RESTATED.

4. TO CONSIDER AND CAST A NON-BINDING ADVISORY VOTE ON A RESOLUTION APPROVING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, OR "SAY-ON-PAY" VOTE.

Management For For

5. TO RATIFY THE APPOINTMENT OF KPMG LLP

AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Management For For

LIBERTY MEDIA CORPORATION

Security	531229102	Meeting Type	Annual
Ticker Symbol	LMCA	Meeting Date	02-Jun-2015
ISIN	US5312291025	Agenda	934196951 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BRIAN M. DEEVY		For	For
	2 GREGORY B. MAFFEI		For	For
	3 ANDREA L. WONG		For	For

A PROPOSAL TO RATIFY THE SELECTION OF

2. KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.

Management For For

THE SAY-ON-PAY PROPOSAL, TO APPROVE,

3. ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

Management For For

LIBERTY INTERACTIVE CORPORATION

Security	53071M880	Meeting Type	Annual
Ticker Symbol	LVNTA	Meeting Date	02-Jun-2015
ISIN	US53071M8800	Agenda	934216967 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MICHAEL A. GEORGE		For	For
	2 GREGORY B. MAFFEI		For	For
	3 M. LAVOY ROBISON		For	For

2. A PROPOSAL TO APPROVE THE ADOPTION OF THE AMENDMENT AND RESTATEMENT

Management For For

OF OUR RESTATED CERTIFICATE OF INCORPORATION (I) TO CHANGE THE NAME OF THE "INTERACTIVE GROUP" TO THE "QVC GROUP," (II) TO CHANGE THE NAME OF THE "LIBERTY INTERACTIVE COMMON STOCK" TO THE "QVC GROUP COMMON STOCK," (III) TO RECLASSIFY EACH ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)

- |    |   |                    |         |
|----|---|--------------------|---------|
| 3. | A PROPOSAL TO APPROVE THE ADOPTION OF THE AMENDMENT OF OUR CERTIFICATE OF INCORPORATION TO INCREASE (I) THE TOTAL NUMBER OF SHARES OF OUR CAPITAL STOCK WHICH OUR COMPANY WILL HAVE THE AUTHORITY TO ISSUE, (II) THE NUMBER OF SHARES OF OUR CAPITAL STOCK DESIGNATED AS "COMMON STOCK," AND (III) THE NUMBER OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management Against | Against |
| 4. | A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.  | Management For     | For     |

LIBERTY INTERACTIVE CORPORATION

Security	53071M104	Meeting Type	Annual
Ticker Symbol	QVCA	Meeting Date	02-Jun-2015
ISIN	US53071M1045	Agenda	934216967 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MICHAEL A. GEORGE		For	For
	2 GREGORY B. MAFFEI		For	For
	3 M. LAVOY ROBISON		For	For
2.	A PROPOSAL TO APPROVE THE ADOPTION OF THE AMENDMENT AND RESTATEMENT OF OUR RESTATED CERTIFICATE OF INCORPORATION (I) TO CHANGE THE NAME OF THE "INTERACTIVE GROUP" TO THE "QVC	Management	For	For

GROUP," (II) TO CHANGE THE NAME OF THE "LIBERTY INTERACTIVE COMMON STOCK" TO THE "QVC GROUP COMMON STOCK," (III)

TO RECLASSIFY EACH ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)

A PROPOSAL TO APPROVE THE ADOPTION OF THE AMENDMENT OF OUR CERTIFICATE

OF INCORPORATION TO INCREASE (I) THE TOTAL NUMBER OF SHARES OF OUR CAPITAL STOCK WHICH OUR COMPANY

3.	WILL HAVE THE AUTHORITY TO ISSUE, (II) THE NUMBER OF SHARES OF OUR CAPITAL STOCK DESIGNATED AS "COMMON STOCK," AND (III) THE NUMBER OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management Against	Against
----	---	--------------------	---------

A PROPOSAL TO RATIFY THE SELECTION OF

4.	KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management For	For
----	--	----------------	-----

GOOGLE INC.

Security	38259P508	Meeting Type	Annual
Ticker Symbol	GOOGL	Meeting Date	03-Jun-2015
ISIN	US38259P5089	Agenda	934194010 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 LARRY PAGE		For	For
	2 SERGEY BRIN		For	For
	3 ERIC E. SCHMIDT		For	For
	4 L. JOHN DOERR		For	For
	5 DIANE B. GREENE		For	For
	6 JOHN L. HENNESSY		For	For
	7 ANN MATHER		For	For
	8 ALAN R. MULALLY		For	For
	9 PAUL S. OTELLINI		For	For
	10 K. RAM SHRIRAM		For	For
	11 SHIRLEY M. TILGHMAN		For	For
2	THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS GOOGLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR	Management	For	For

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

ENDING DECEMBER 31, 2015.

3	THE APPROVAL OF AN AMENDMENT TO GOOGLE'S 2012 STOCK PLAN TO INCREASE THE SHARE RESERVE BY 17,000,000 SHARES OF CLASS C CAPITAL STOCK.	Management	For
4	A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against
5	A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against
6	A STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against
7	A STOCKHOLDER PROPOSAL REGARDING A REPORT ON RENEWABLE ENERGY COST, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against
8	A STOCKHOLDER PROPOSAL REGARDING A REPORT ON BUSINESS RISK RELATED TO CLIMATE CHANGE REGULATIONS, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against

DEVON ENERGY CORPORATION

Security	25179M103	Meeting Type	Annual
Ticker Symbol	DVN	Meeting Date	03-Jun-2015
ISIN	US25179M1036	Agenda	934194313 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BARBARA M. BAUMANN		For	For
	2 JOHN E. BETHANCOURT		For	For
	3 ROBERT H. HENRY		For	For
	4 MICHAEL M. KANOVSKY		For	For
	5 ROBERT A. MOSBACHER, JR		For	For
	6 J. LARRY NICHOLS		For	For
	7 DUANE C. RADTKE		For	For
	8 MARY P. RICCIARDELLO		For	For
	9 JOHN RICHEL		For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3.	RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT AUDITORS FOR 2015.	Management	For	For
4.	ADOPTION OF THE DEVON ENERGY CORPORATION 2015 LONG-TERM	Management	Against	Against



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

INCENTIVE  
PLAN.

5.	ADOPTION OF PROXY ACCESS BYLAW. REPORT ON LOBBYING ACTIVITIES RELATED	Shareholder	Against	For
6.	TO ENERGY POLICY AND CLIMATE CHANGE.	Shareholder	Against	For
7.	REPORT DISCLOSING LOBBYING POLICY AND ACTIVITY.	Shareholder	Against	For
8.	REPORT ON PLANS TO ADDRESS CLIMATE CHANGE.	Shareholder	Against	For

NEW YORK COMMUNITY BANCORP, INC.

Security	649445103	Meeting Type	Annual
Ticker Symbol	NYCB	Meeting Date	03-Jun-2015
ISIN	US6494451031	Agenda	934196266 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MAUREEN E. CLANCY	Management	For	For
1B.	ELECTION OF DIRECTOR: HANIF "WALLY" DAHYA	Management	For	For
1C.	ELECTION OF DIRECTOR: JOSEPH R. FICALORA	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES J. O'DONOVAN	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF NEW YORK COMMUNITY BANCORP, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	A SHAREHOLDER PROPOSAL, AS DESCRIBED IN THE PROXY STATEMENT, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder	Against	For

SEVENTY SEVEN ENERGY INC

Security	818097107	Meeting Type	Annual
Ticker Symbol	SSE	Meeting Date	03-Jun-2015
ISIN	US8180971074	Agenda	934215319 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BOB G. ALEXANDER		For	For
	2 EDWARD J. DIPAOLO		For	For
	3 RONNIE IRANI		For	For

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

4	ALVIN BERNARD KRONGARD	For	For
5	TUCKER LINK	For	For
6	MARRAN H. OGILVIE	For	For
7	JERRY WINCHESTER	For	For

PROPOSAL TO APPROVE, ON AN ADVISORY

2.	BASIS, THE COMPENSATION OF SEVENTY SEVEN ENERGY INC.'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
----	--	---------------	-----

3.	PROPOSAL TO SELECT, ON AN ADVISORY BASIS, THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON THE COMPENSATION OF SEVENTY SEVEN ENERGY INC.'S NAMED EXECUTIVE OFFICERS.	Management 1 Year	For
----	--	-------------------	-----

4.	PROPOSAL TO ADOPT THE AMENDED AND RESTATED 2014 INCENTIVE PLAN.	Management Against	Against
----	---	--------------------	---------

5.	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS SEVENTY SEVEN ENERGY INC.'S INDEPENDENT REGISTERED ACCOUNTANT FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
----	---	---------------	-----

CST BRANDS, INC.

Security	12646R105	Meeting Type	Annual
Ticker Symbol	CST	Meeting Date	04-Jun-2015
ISIN	US12646R1059	Agenda	934192927 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: DONNA M. BOLES	Management	For	For
1.2	ELECTION OF DIRECTOR: KIMBERLY S. LUBEL	Management	For	For
1.3	ELECTION OF DIRECTOR: MICHAEL H. WARGOTZ	Management	For	For
2.	TO RATIFY THE SELECTION OF KPMG, LLP AS CST BRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	TO APPROVE, ON AN ADVISORY, NON-BINDING BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	Management	For	For

LAS VEGAS SANDS CORP.

Security	517834107	Meeting Type	Annual
Ticker Symbol	LVS	Meeting Date	04-Jun-2015

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

ISIN	US5178341070	Agenda	934202184 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 JASON N. ADER		For	For
	2 MICHELINE CHAU		For	For
	3 MICHAEL A. LEVEN		For	For
	4 DAVID F. LEVI		For	For
2	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLC AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDED DECEMBER 31, 2015	Management	For	For
3	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION CHINA MENGNIU DAIRY CO LTD	Management	For	For
Security	G21096105	Meeting Type	Annual General Meeting	
Ticker Symbol		Meeting Date	05-Jun-2015	
ISIN	KYG210961051	Agenda	706087726 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE IN THE HONG KONG MARKET			
CMMT	THAT A VOTE OF "ABSTAIN" WILL BE TREATED-THE SAME AS A "TAKE NO ACTION" VOTE.	Non-Voting		
	PLEASE NOTE THAT THE COMPANY NOTICE			
	AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:-			
CMMT	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0429/LTN20150429606.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0429/LTN20150429606.pdf</a> -AND-	Non-Voting		
	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0429/LTN20150429592.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2015/0429/LTN20150429592.pdf</a>			
1	TO REVIEW AND CONSIDER THE AUDITED FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND THE INDEPENDENT AUDITORS FOR THE YEAR ENDED 31 DECEMBER 2014	Management	For	For
2	TO APPROVE THE PROPOSED FINAL DIVIDEND OF RMB0.28 PER SHARE FOR THE YEAR ENDED 31 DECEMBER 2014	Management	For	For
3.A	TO RE-ELECT MS. SUN YIPING AS DIRECTOR AND AUTHORISE THE BOARD OF	Management	For	For

3.B	DIRECTORS OF THE COMPANY TO FIX HER REMUNERATION TO RE-ELECT MR. BAI YING AS DIRECTOR AND AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION	ManagementFor	For
3.C	TO RE-ELECT MR. JIAO SHUGE (ALIAS JIAO ZHEN) AS DIRECTOR AND AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION	ManagementFor	For
3.D	TO RE-ELECT MR. JULIAN JUUL WOLHARDT AS DIRECTOR AND AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION	ManagementFor	For
4	TO RE-APPOINT ERNST & YOUNG AS THE AUDITORS OF THE COMPANY AND AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION FOR THE YEAR ENDING 31 DECEMBER 2015	ManagementFor	For
5	ORDINARY RESOLUTION NO. 5 SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING (TO GIVE A GENERAL MANDATE TO THE DIRECTORS TO REPURCHASE SHARES IN THE COMPANY NOT EXCEEDING 10% OF THE ISSUED SHARE CAPITAL OF THE COMPANY)	Management Abstain	Against
6	ORDINARY RESOLUTION NO. 6 SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING (TO GIVE A GENERAL MANDATE TO THE DIRECTORS TO ALLOT, ISSUE AND DEAL WITH ADDITIONAL SHARES NOT EXCEEDING 20% OF THE ISSUED SHARE CAPITAL OF THE COMPANY)	Management Abstain	Against

WAL-MART STORES, INC.

Security	931142103	Meeting Type	Annual
Ticker Symbol	WMT	Meeting Date	05-Jun-2015
ISIN	US9311421039	Agenda	934195860 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: AIDA M. ALVAREZ	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For	For
1C.		Management	For	For

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

	ELECTION OF DIRECTOR: ROGER C. CORBETT			
1D.	ELECTION OF DIRECTOR: PAMELA J. CRAIG	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL T. DUKE	Management	For	For
1F.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS W. HORTON	Management	For	For
1H.	ELECTION OF DIRECTOR: MARISSA A. MAYER	Management	For	For
1I.	ELECTION OF DIRECTOR: C. DOUGLAS MCMILLON	Management	For	For
1J.	ELECTION OF DIRECTOR: GREGORY B. PENNER	Management	For	For
1K.	ELECTION OF DIRECTOR: STEVEN S REINEMUND	Management	For	For
1L.	ELECTION OF DIRECTOR: KEVIN Y. SYSTROM	Management	For	For
1M.	ELECTION OF DIRECTOR: JIM C. WALTON	Management	For	For
1N.	ELECTION OF DIRECTOR: S. ROBSON WALTON	Management	For	For
1O.	ELECTION OF DIRECTOR: LINDA S. WOLF	Management	For	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
4.	APPROVAL OF THE WAL-MART STORES, INC. STOCK INCENTIVE PLAN OF 2015	Management	For	For
5.	REQUEST FOR ANNUAL REPORT ON RECOUPMENT OF EXECUTIVE PAY	Shareholder	Against	For
6.	PROXY ACCESS FOR SHAREHOLDERS	Shareholder	Against	For
7.	REPORT ON GREENHOUSE GAS EMISSIONS FROM INTERNATIONAL MARINE SHIPPING	Shareholder	Against	For
8.	REQUEST FOR ANNUAL REPORT REGARDING INCENTIVE COMPENSATION PLANS	Shareholder	Against	For
9.	INDEPENDENT CHAIRMAN POLICY	Shareholder	Against	For
	ACTAVIS PLC			
	Security	G0083B108	Meeting Type	Annual
	Ticker Symbol	ACT	Meeting Date	05-Jun-2015
	ISIN	IE00BD1NQJ95	Agenda	934199286 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL M. BISARO	Management	For	For
1B.	ELECTION OF DIRECTOR: NESLI BASGOZ, M.D.	Management	For	For

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

1C.	ELECTION OF DIRECTOR: JAMES H. BLOEM	ManagementFor	For
1D.	ELECTION OF DIRECTOR: CHRISTOPHER W. BODINE	ManagementFor	For
1E.	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	ManagementFor	For
1F.	ELECTION OF DIRECTOR: MICHAEL R. GALLAGHER	ManagementFor	For
1G.	ELECTION OF DIRECTOR: CATHERINE M. KLEMA	ManagementFor	For
1H.	ELECTION OF DIRECTOR: PETER J. MCDONNELL, M.D.	ManagementFor	For
1I.	ELECTION OF DIRECTOR: PATRICK J. O'SULLIVAN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: BRENTON L. SAUNDERS	ManagementFor	For
1K.	ELECTION OF DIRECTOR: RONALD R. TAYLOR	ManagementFor	For
1L.	ELECTION OF DIRECTOR: FRED G. WEISS	ManagementFor	For
2.	TO APPROVE, IN A NON-BINDING VOTE, NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
3.	TO RATIFY, IN A NON-BINDING VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015 AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION.	ManagementFor	For
4.	TO PASS A SPECIAL RESOLUTION TO APPROVE, SUBJECT TO THE APPROVAL OF THE REGISTRAR OF COMPANIES IN IRELAND, THE CHANGE IN NAME OF THE COMPANY FROM ACTAVIS PLC TO ALLERGAN PLC.	ManagementFor	For
5.	TO APPROVE THE AMENDED AND RESTATED 2013 INCENTIVE AWARD PLAN OF ACTAVIS PLC.	ManagementFor	For
6.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE COMPANY TO ISSUE A SUSTAINABILITY REPORT.	Shareholder Against	For
7.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THE COMPANY TO ADOPT SUCH SHAREHOLDER'S POLICY REGARDING	Shareholder Against	For

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

EXECUTIVE STOCK RETENTION.

LAYNE CHRISTENSEN COMPANY

Security	521050104	Meeting Type	Annual
Ticker Symbol	LAYN	Meeting Date	05-Jun-2015
ISIN	US5210501046	Agenda	934220322 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DAVID A.B. BROWN		For	For
	2 MICHAEL J. CALIEL		For	For
	3 J. SAMUEL BUTLER		For	For
	4 NELSON OBUS		For	For
	5 ROBERT R. GILMORE		For	For
	6 JOHN T. NESSER III		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	PROPOSAL TO APPROVE THE FLEXIBLE SETTLEMENT FEATURE OF THE COMPANY'S	Management	For	For
4.	4.25% CONVERTIBLE NOTES DUE 2018. PROPOSAL TO APPROVE A INCREASING THE NUMBER OF COMMON STOCK POTENTIALLY ISSUABLE UPON THE CONVERSION OF THE COMPANY'S 8.00% SENIOR SECURED SECOND LIEN CONVERTIBLE NOTES.	Management	Against	Against
5.	PROPOSAL TO RATIFY THE SELECTION OF THE ACCOUNTING FIRM OF DELOITTE & TOUCHE LLP AS LAYNE CHRISTENSEN'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JANUARY 31, 2016.	Management	For	For

GENERAL MOTORS COMPANY

Security	37045V100	Meeting Type	Annual
Ticker Symbol	GM	Meeting Date	09-Jun-2015
ISIN	US37045V1008	Agenda	934202766 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOSEPH J. ASHTON	Management	For	For
1B.	ELECTION OF DIRECTOR: MARY T. BARRA	Management	For	For
1C.	ELECTION OF DIRECTOR: STEPHEN J. GIRSKY	Management	For	For
1D.	ELECTION OF DIRECTOR: LINDA R. GOODEN	Management	For	For
1E.	ELECTION OF DIRECTOR: JOSEPH JIMENEZ, JR.	Management	For	For
1F.		Management	For	For

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

	ELECTION OF DIRECTOR: KATHRYN V. MARINELLO			
1G.	ELECTION OF DIRECTOR: MICHAEL G. MULLEN	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES J. MULVA	Management	For	For
1I.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For	For
1J.	ELECTION OF DIRECTOR: THOMAS M. SCHOEWE	Management	For	For
1K.	ELECTION OF DIRECTOR: THEODORE M. SOLSO	Management	For	For
1L.	ELECTION OF DIRECTOR: CAROL M. STEPHENSON	Management	For	For
2.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS GM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4.	INDEPENDENT BOARD CHAIRMAN	Shareholder	Against	For
5.	CUMULATIVE VOTING	Shareholder	Against	For
	BEST BUY CO., INC.			
	Security 086516101		Meeting Type	Annual
	Ticker Symbol BBY		Meeting Date	09-Jun-2015
	ISIN US0865161014		Agenda	934205267 - Management
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: LISA M. CAPUTO	Management	For	For
1C.	ELECTION OF DIRECTOR: J. PATRICK DOYLE	Management	For	For
1D.	ELECTION OF DIRECTOR: RUSSELL P. FRADIN	Management	For	For
1E.	ELECTION OF DIRECTOR: KATHY J. HIGGINS VICTOR	Management	For	For
1F.	ELECTION OF DIRECTOR: HUBERT JOLY	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID W. KENNY	Management	For	For
1H.	ELECTION OF DIRECTOR: THOMAS L. MILLNER	Management	For	For
1I.	ELECTION OF DIRECTOR: GERARD R. VITTECOQ	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY	Management	For	For



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

30,  
2016.

TO APPROVE IN A NON-BINDING  
ADVISORY

3. VOTE OUR NAMED EXECUTIVE OFFICER  
COMPENSATION. ManagementFor For

MASTERCARD INCORPORATED

Security	57636Q104	Meeting Type	Annual
Ticker Symbol	MA	Meeting Date	09-Jun-2015
ISIN	US57636Q1040	Agenda	934206295 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD HAYTHORNTHWAITE	Management	For	For
1B.	ELECTION OF DIRECTOR: AJAY BANGA	Management	For	For
1C.	ELECTION OF DIRECTOR: SILVIO BARZI	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID R. CARLUCCI	Management	For	For
1E.	ELECTION OF DIRECTOR: STEVEN J. FREIBERG	Management	For	For
1F.	ELECTION OF DIRECTOR: JULIUS GENACHOWSKI	Management	For	For
1G.	ELECTION OF DIRECTOR: MERIT E. JANOW	Management	For	For
1H.	ELECTION OF DIRECTOR: NANCY J. KARCH	Management	For	For
1I.	ELECTION OF DIRECTOR: MARC OLIVIE	Management	For	For
1J.	ELECTION OF DIRECTOR: RIMA QURESHI	Management	For	For
1K.	ELECTION OF DIRECTOR: JOSE OCTAVIO REYES LAGUNES	Management	For	For
1L.	ELECTION OF DIRECTOR: JACKSON P. TAI	Management	For	For
1M.	ELECTION OF DIRECTOR: EDWARD SUNING TIAN	Management	For	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION	Management	For	For
3.	APPROVAL OF THE AMENDED AND RESTATED SENIOR EXECUTIVE ANNUAL INCENTIVE COMPENSATION PLAN	Management	For	For
4.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR 2015	Management	For	For

AMC NETWORKS INC

Security	00164V103	Meeting Type	Annual
Ticker Symbol	AMCX	Meeting Date	09-Jun-2015
ISIN	US00164V1035	Agenda	934209063 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JONATHAN F. MILLER		For	For
	2 LEONARD TOW		For	For
	3 DAVID E. VAN ZANDT		For	For
	4 CARL E. VOGEL		For	For
	5 ROBERT C. WRIGHT		For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2015 APPROVAL, ON AN ADVISORY BASIS,	Management	For	For
3.	COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Management	For	For
	HAWAIIAN ELECTRIC INDUSTRIES, INC.			
	Security 419870100		Meeting Type	Special
	Ticker Symbol HE		Meeting Date	10-Jun-2015
	ISIN US4198701009		Agenda	934164170 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 3, 2014 (THE "MERGER AGREEMENT"), BY AND AMONG NEXTERA ENERGY, INC., NEE ACQUISITION SUB I, LLC, NEE ACQUISITION SUB II, INC. AND HAWAIIAN ELECTRIC INDUSTRIES, INC. ("HEI") TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION TO BE PAID TO	Management	For	For
2.	HEI'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER AGREEMENT TO ADJOURN THE SPECIAL MEETING OF HEI SHAREHOLDERS, IF NECESSARY, IN THE VIEW OF THE HEI BOARD OF DIRECTORS,	Management	For	For
3.	TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER AGREEMENT	Management	For	For
	FREEPORT-MCMORAN INC.			
	Security 35671D857		Meeting Type	Annual

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

Ticker Symbol	FCX	Meeting Date	10-Jun-2015
ISIN	US35671D8570	Agenda	934198498 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	DIRECTOR	Management		
	1 RICHARD C. ADKERSON		For	For
	2 ROBERT J. ALLISON, JR.		For	For
	3 ALAN R. BUCKWALTER, III		For	For
	4 ROBERT A. DAY		For	For
	5 JAMES C. FLORES		For	For
	6 GERALD J. FORD		For	For
	7 THOMAS A. FRY, III		For	For
	8 H. DEVON GRAHAM, JR.		For	For
	9 LYDIA H. KENNARD		For	For
	10 CHARLES C. KRULAK		For	For
	11 BOBBY LEE LACKEY		For	For
	12 JON C. MADONNA		For	For
	13 DUSTAN E. MCCOY		For	For
	14 JAMES R. MOFFETT		For	For
	15 STEPHEN H. SIEGELE		For	For
	16 FRANCES FRAGOS TOWNSEND		For	For

2	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
---	--	------------	-----	-----

3	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
---	---	------------	-----	-----

4	REAPPROVAL OF THE MATERIAL TERMS OF THE SECTION 162(M) PERFORMANCE GOALS	Management	For	For
---	--	------------	-----	-----

5	UNDER OUR AMENDED AND RESTATED 2006 STOCK INCENTIVE PLAN.			
---	---	--	--	--

5	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shareholder	Against	For
---	--	-------------	---------	-----

	REMY INTERNATIONAL, INC.			
Security	75971M108	Meeting Type	Annual	
Ticker Symbol	REMY	Meeting Date	10-Jun-2015	
ISIN	US75971M1080	Agenda	934205281 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN H. WEBER		For	For
	2 GEORGE P. SCANLON		For	For

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

	3	ARIK W. RUCHIM		For	For
2.		APPROVAL OF A NON-BINDING ADVISORY VOTE ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS FOR FISCAL 2014 ("SAY-ON-PAY").	Management	For	For
3.		APPROVAL OF THE REMY INTERNATIONAL, INC. EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
4.		APPROVAL OF THE REMY INTERNATIONAL, INC. ANNUAL INCENTIVE BONUS PLAN.	Management	For	For
5.		RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	Management	For	For

FEDERAL-MOGUL HOLDING CORPORATION

Security	313549404	Meeting Type	Annual
Ticker Symbol	FDML	Meeting Date	10-Jun-2015
ISIN	US3135494041	Agenda	934205483 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CARL C. ICAHN		For	For
	2 SUNG HWAN CHO		For	For
	3 THOMAS W. ELWARD		For	For
	4 GEORGE FELDENKREIS		For	For
	5 HUNTER C. GARY		For	For
	6 RAINER JUECKSTOCK		For	For
	7 J. MICHAEL LAISURE		For	For
	8 DANIEL A. NINIVAGGI		For	For
	9 NEIL S. SUBIN		For	For
2.	THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	THE APPROVAL OF AMENDMENT NO. 1 TO, AND THE PERFORMANCE METRICS IN, THE 2010 STOCK INCENTIVE PLAN.	Management	For	For

VISTEON CORPORATION

Security	92839U206	Meeting Type	Annual
Ticker Symbol	VC	Meeting Date	11-Jun-2015
ISIN	US92839U2069	Agenda	934208047 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: DUNCAN H. COCROFT		
1B.	ELECTION OF DIRECTOR: JEFFREY D. JONES	ManagementFor	For
1C.	ELECTION OF DIRECTOR: TIMOTHY D. LEULIETTE	ManagementFor	For
1D.	ELECTION OF DIRECTOR: JOANNE M. MAGUIRE	ManagementFor	For
1E.	ELECTION OF DIRECTOR: ROBERT J. MANZO	ManagementFor	For
1F.	ELECTION OF DIRECTOR: FRANCIS M. SCRICCO	ManagementFor	For
1G.	ELECTION OF DIRECTOR: DAVID L. TREADWELL	ManagementFor	For
1H.	ELECTION OF DIRECTOR: HARRY J. WILSON	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ROUZBEH YASSINI-FARD	ManagementFor	For
1J.	ELECTION OF DIRECTOR: KAM HO GEORGE YUEN	ManagementFor	For
2.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	ManagementFor	For
3.	PROVIDE ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
4.	APPROVE AMENDMENTS TO THE VISTEON CORPORATION 2010 INCENTIVE PLAN.	ManagementFor	For
5.	APPROVE THE COMPANY'S NON-BINDING PROPOSAL RELATING TO PROXY ACCESS.	ManagementFor	For
6.	IF PRESENTED, CONSIDERATION OF A STOCKHOLDER PROPOSAL RELATING TO PROXY ACCESS.	Shareholder Against	For

OUTERWALL INC.

Security	690070107	Meeting Type	Annual
Ticker Symbol	OUTR	Meeting Date	11-Jun-2015
ISIN	US6900701078	Agenda	934218389 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: NELSON C. CHAN	ManagementFor		For
1B.	ELECTION OF DIRECTOR: ROSS G. LANDSBAUM	ManagementFor		For
2.	ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUTERWALL'S NAMED EXECUTIVE OFFICERS.	ManagementFor		For
3.	RATIFICATION OF APPOINTMENT OF KPMG LLP AS OUTERWALL'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor		For

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

MEDASSETS, INC.

Security	584045108	Meeting Type	Annual
Ticker Symbol	MDAS	Meeting Date	11-Jun-2015
ISIN	US5840451083	Agenda	934224673 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 C.A. (LANCE) PICCOLO		For	For
	2 BRUCE F. WESSON		For	For
	3 CAROL J. ZIERHOFFER		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP, AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Management	For	For
3.	TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For

TELEFONICA, S.A.

Security	879382208	Meeting Type	Annual
Ticker Symbol	TEF	Meeting Date	11-Jun-2015
ISIN	US8793822086	Agenda	934239333 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF THE ANNUAL ACCOUNTS AND OF THE MANAGEMENT REPORT OF BOTH TELEFONICA, S.A. AND OF ITS CONSOLIDATED GROUP OF COMPANIES, FOR FISCAL YEAR 2014.	Management	For	For
2.	APPROVAL OF THE PROPOSED ALLOCATION OF THE PROFITS/LOSSES OF TELEFONICA, S.A. FOR FISCAL YEAR 2014.	Management	For	For
3.	APPROVAL OF THE MANAGEMENT OF THE BOARD OF DIRECTORS OF TELEFONICA, S.A., DURING FISCAL YEAR 2014.	Management	For	For
4.	RE-ELECTION OF THE AUDITOR FOR FISCAL YEAR 2015.	Management	For	For
5.	APPROVAL OF THE REDUCTION IN SHARE CAPITAL BY MEANS OF THE CANCELLATION OF SHARES OF THE COMPANY'S OWN STOCK, EXCLUDING THE RIGHT OF CREDITORS TO OBJECT AND AMENDING ARTICLE 6 OF THE BY-LAWS REGARDING	Management	Abstain	Against

	<p>SHARE CAPITAL.          SHAREHOLDER COMPENSATION BY          MEANS          OF A SCRIP DIVIDEND. APPROVAL OF AN          INCREASE IN SHARE CAPITAL BY SUCH          AMOUNT AS MAY BE DETERMINED          PURSUANT TO THE TERMS AND          CONDITIONS OF THE RESOLUTION,          THROUGH THE ISSUANCE OF NEW          ORDINARY SHARES HAVING A PAR VALUE          OF ONE EURO EACH, WITH NO SHARE          PREMIUM, OF THE SAME CLASS AND          SERIES          AS THOSE THAT ARE CURRENTLY          OUTSTANDING, WITH A CHARGE TO          RESERVES. OFFER TO THE SHAREHOLDERS          TO PURCHASE THEIR FREE-OF-CHARGE          ALLOTMENT RIGHTS AT A GUARANTEED          PRICE. EXPRESS ... (DUE TO SPACE LIMITS,          SEE PROXY MATERIAL FOR FULL          PROPOSAL)          AMENDMENT OF THE ARTICLES OF THE          BY-          LAWS RELATING TO THE GENERAL          SHAREHOLDERS' MEETINGS AND THE          POWERS AND DUTIES THEREOF: ARTICLES          15 (POWERS OF THE SHAREHOLDERS'          ACTING AT A GENERAL SHAREHOLDERS'          MEETING), 16 (ORDINARY AND          EXTRAORDINARY GENERAL          SHAREHOLDERS' MEETINGS), 17 (CALL TO          THE GENERAL SHAREHOLDERS' MEETING),          19 (RIGHT TO ATTEND) AND 22          (SHAREHOLDERS' RIGHT TO RECEIVE          INFORMATION).</p>		
6.		Management Abstain	Against
7A.	<p>AMENDMENT OF THE ARTICLE 35 OF THE          BY-LAWS IN RELATION TO DIRECTOR'S          COMPENSATION.</p>	Management Abstain	Against
7B.	<p>AMENDMENT OF THE ARTICLES OF THE          BY-          LAWS REGARDING THE ORGANIZATION          OF          THE BOARD OF DIRECTORS AND THE          EXECUTIVE AND ADVISORY BODIES          THEREOF: ARTICLES 29 (COMPOSITION          AND          APPOINTMENT OF THE BOARD OF          DIRECTORS), 33 (CONFLICT OF INTEREST          OF THE DIRECTORS), 37 (POWERS OF THE          BOARD OF DIRECTORS), 39 (AUDIT AND          CONTROL COMMITTEE) AND 40</p>	Management Abstain	Against
7C.		Management Abstain	Against

(NOMINATING, COMPENSATION AND CORPORATE GOVERNANCE COMMITTEE). AMENDMENT OF THE FOLLOWING ARTICLES

OF THE REGULATIONS FOR THE GENERAL SHAREHOLDERS' MEETING TO CONFORM THEM TO THE AMENDMENT OF THE COMPANIES ACT BY LAW 31/2014 OF DECEMBER 3 TO IMPROVE CORPORATE GOVERNANCE, AND TO INTRODUCE OTHER

- |     |   |                    |         |
|-----|---|--------------------|---------|
| 8.  | TECHNICAL AND TEXT ORGANIZATION IMPROVEMENTS: AMENDMENT OF THE ARTICLES 5 (POWERS OF THE SHAREHOLDERS AT THE GENERAL SHAREHOLDERS' MEETING), 7 (POWER AND OBLIGATION TO CALL TO MEETING), 8 (PUBLICATION AND NOTICE OF CALL TO MEETING), 9 (INFORMATION AVAILABLE TO THE ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) DELEGATION TO THE BOARD OF DIRECTORS, WITH EXPRESS POWERS OF SUBSTITUTION, FOR A PERIOD OF FIVE YEARS, OF THE POWER TO INCREASE THE SHARE CAPITAL PURSUANT TO THE PROVISIONS OF SECTION 297.1.B) OF THE COMPANIES ACT, AND DELEGATION OF THE | Management Abstain | Against |
| 9.  | POWER TO EXCLUDE THE PREEMPTIVE RIGHT OF THE SHAREHOLDERS AS PROVIDED IN SECTION 506 OF THE COMPANIES ACT. DELEGATION OF POWERS TO FORMALIZE, INTERPRET, REMEDY AND CARRY OUT THE   | Management Against | Against |
| 10. | RESOLUTIONS ADOPTED BY THE SHAREHOLDERS AT THE GENERAL SHAREHOLDERS' MEETING.   | Management For     | For     |
| 11. | CONSULTATIVE VOTE ON THE 2014 ANNUAL REPORT ON DIRECTORS' COMPENSATION.   | Management For     | For     |

ICU MEDICAL, INC.

Security 44930G107

Ticker Symbol ICUI

ISIN US44930G1076

Meeting Type	Annual
Meeting Date	15-Jun-2015
Agenda	934227542 - Management

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



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

	Proposed by	For/Against Management
1. DIRECTOR	Management	
1 VIVEK JAIN	For	For
2 JACK W. BROWN	For	For
3 JOHN J. CONNORS, ESQ.	For	For
4 DAVID C. GREENBERG	For	For
5 JOSEPH R. SAUCEDO	For	For
6 RICHARD H. SHERMAN, MD.	For	For
TO RATIFY THE SELECTION OF DELOITTE & 2. TOUCHE LLP AS AUDITORS FOR THE COMPANY UNTIL DECEMBER 2015.	ManagementFor	For
3. TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION ON AN ADVISORY BASIS. DAVITA HEALTHCARE PARTNERS, INC.	ManagementFor	For
Security 23918K108	Meeting Type	Annual
Ticker Symbol DVA	Meeting Date	16-Jun-2015
ISIN US23918K1088	Agenda	934215965 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAMELA M. ARWAY	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES G. BERG	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROL ANTHONY DAVIDSON	Management	For	For
1D.	ELECTION OF DIRECTOR: PAUL J. DIAZ	Management	For	For
1E.	ELECTION OF DIRECTOR: PETER T. GRAUER	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN M. NEHRA	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM L. ROPER	Management	For	For
1H.	ELECTION OF DIRECTOR: KENT J. THIRY	Management	For	For
1I.	ELECTION OF DIRECTOR: ROGER J. VALINE	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
4.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shareholder	Against	For
	WEATHERFORD INTERNATIONAL PLC			
	Security G48833100		Meeting Type	Annual
	Ticker Symbol WFT		Meeting Date	16-Jun-2015

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

ISIN	IE00BLNN3691	Agenda	934225752 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MOHAMED A. AWAD	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID J. BUTTERS	Management	For	For
1C.	ELECTION OF DIRECTOR: DR. BERNARD J. DUROC-DANNER	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN D. GASS	Management	For	For
1E.	ELECTION OF DIRECTOR: SIR EMYR JONES PARRY	Management	For	For
1F.	ELECTION OF DIRECTOR: FRANCIS S. KALMAN	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM E. MACAULAY	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT K. MOSES, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: DR. GUILLERMO ORTIZ	Management	For	For
1J.	ELECTION OF DIRECTOR: ROBERT A. RAYNE	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AND AUDITOR FOR THE FINANCIAL YEAR ENDING DECEMBER 31, 2015 AND TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE THE AUDITOR'S REMUNERATION.	Management	For	For
3.	TO ADOPT AN ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	TO APPROVE AN AMENDMENT TO WEATHERFORD'S 2010 OMNIBUS INCENTIVE PLAN.	Management	For	For
5.	TO AUTHORIZE HOLDING THE 2016 ANNUAL GENERAL MEETING AT A LOCATION OUTSIDE OF IRELAND AS CURRENTLY REQUIRED UNDER IRISH LAW.	Management	For	For
FIDELITY NATIONAL FINANCIAL, INC.				
Security	31620R402	Meeting Type	Annual	
Ticker Symbol	FNFV	Meeting Date	17-Jun-2015	
ISIN	US31620R4020	Agenda	934215369 - Management	

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

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 FRANK P. WILLEY		For	For
	2 WILLIE D. DAVIS		For	For
	3 JOHN D. ROOD		For	For
2.	APPROVAL OF A NON-BINDING ADVISORY RESOLUTION ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS. RATIFICATION OF THE SELECTION OF KPMG	Management	For	For
3.	LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Management	For	For
4.	A STOCKHOLDER PROPOSAL ON PROXY ACCESS.	Shareholder	Against	For
	FIDELITY NATIONAL FINANCIAL, INC.			
	Security 31620R303		Meeting Type	Annual
	Ticker Symbol FNF		Meeting Date	17-Jun-2015
	ISIN US31620R3030		Agenda	934215369 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 FRANK P. WILLEY		For	For
	2 WILLIE D. DAVIS		For	For
	3 JOHN D. ROOD		For	For
2.	APPROVAL OF A NON-BINDING ADVISORY RESOLUTION ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS. RATIFICATION OF THE SELECTION OF KPMG	Management	For	For
3.	LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Management	For	For
4.	A STOCKHOLDER PROPOSAL ON PROXY ACCESS.	Shareholder	Against	For
	SANDISK CORPORATION			
	Security 80004C101		Meeting Type	Annual
	Ticker Symbol SNDK		Meeting Date	18-Jun-2015
	ISIN US80004C1018		Agenda	934212274 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Management	For	For

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

1B.	ELECTION OF DIRECTOR: IRWIN FEDERMAN	ManagementFor	For
1C.	ELECTION OF DIRECTOR: STEVEN J. GOMO	ManagementFor	For
1D.	ELECTION OF DIRECTOR: EDDY W. HARTENSTEIN	ManagementFor	For
1E.	ELECTION OF DIRECTOR: DR. CHENMING HU	ManagementFor	For
1F.	ELECTION OF DIRECTOR: CATHERINE P. LEGO	ManagementFor	For
1G.	ELECTION OF DIRECTOR: SANJAY MEHROTRA	ManagementFor	For
1H.	ELECTION OF DIRECTOR: D. SCOTT MERCER	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JANUARY 3, 2016.	ManagementFor	For
3.	TO PASS AN ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For

INTELSAT S.A.

Security	L5140P101	Meeting Type	Annual
Ticker Symbol	I	Meeting Date	18-Jun-2015
ISIN	LU0914713705	Agenda	934217399 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF STATUTORY STAND-ALONE FINANCIAL STATEMENTS	Management	For	For
2.	APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS	Management	For	For
3.	APPROVAL OF ALLOCATION OF ANNUAL RESULTS	Management	For	For
4.	APPROVAL OF DECLARATION OF PREFERRED SHARE DIVIDENDS	Management	For	For
5.	APPROVAL OF DISCHARGE TO DIRECTORS FOR PERFORMANCE	Management	For	For
6A.	ELECTION OF DIRECTOR: DAVID MCGLADE	Management	For	For
6B.	ELECTION OF DIRECTOR: ROBERT CALLAHAN	Management	For	For
6C.	ELECTION OF DIRECTOR: DENIS VILAFRANCA	Management	For	For
7.	APPROVAL OF DIRECTOR REMUNERATION	Management	For	For
8.	APPROVAL OF RE-APPOINTMENT OF INDEPENDENT REGISTERED ACCOUNTING FIRM (SEE NOTICE FOR FURTHER DETAILS)	Management	For	For

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

9.	APPROVAL OF SHARE REPURCHASES AND TREASURY SHARE HOLDINGS (SEE NOTICE FOR FURTHER DETAILS)	Management	For	For
10.	ACKNOWLEDGEMENT OF REPORT AND APPROVAL OF AN EXTENSION OF THE VALIDITY PERIOD OF THE AUTHORIZED SHARE CAPITAL AND RELATED AUTHORIZATION AND WAIVER, SUPPRESSION AND WAIVER OF SHAREHOLDER PRE-EMPTIVE RIGHTS (SEE NOTICE FOR FURTHER DETAILS)	Management	For	For

ORTHOPIX INTERNATIONAL N.V.

Security	N6748L102	Meeting Type	Annual
Ticker Symbol	OFIX	Meeting Date	18-Jun-2015
ISIN	ANN6748L1027	Agenda	934220889 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LUKE FAULSTICK		For	For
	2 JAMES F. HINRICHS		For	For
	3 GUY J. JORDAN		For	For
	4 ANTHONY F. MARTIN		For	For
	5 BRADLEY R. MASON		For	For
	6 RONALD A. MATRICARIA		For	For
	7 MARIA SAINZ		For	For

2.	APPROVAL OF THE CONSOLIDATED BALANCE SHEET AND CONSOLIDATED STATEMENT OF OPERATIONS AT AND FOR THE FISCAL YEAR ENDED DECEMBER 31, 2014.	Management	For	For
----	---	------------	-----	-----

3.	APPROVAL OF AMENDMENT TO 2012 LONG-TERM INCENTIVE PLAN TO, AMONG OTHER THINGS, INCREASE THE NUMBER OF AUTHORIZED SHARES.	Management	Against	Against
----	--	------------	---------	---------

4.	APPROVAL OF AN ADVISORY AND NON-BINDING RESOLUTION ON EXECUTIVE COMPENSATION.	Management	For	For
----	---	------------	-----	-----

RESONA HOLDINGS, INC.

Security	J6448E106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	19-Jun-2015
ISIN	JP3500610005	Agenda	706227091 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		

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

1	Lump-Sum Advanced Repayment of the Early Strengthening Act Preferred Shares	ManagementFor	For
2	Amend Articles to: Adopt Reduction of Liability System for Non-Executive Directors, Eliminate the Articles Related to Class 3 Preferred Shares	ManagementFor	For
3.1	Appoint a Director Higashi, Kazuhiro	ManagementFor	For
3.2	Appoint a Director Kan, Tetsuya	ManagementFor	For
3.3	Appoint a Director Furukawa, Yuji	ManagementFor	For
3.4	Appoint a Director Isono, Kaoru	ManagementFor	For
3.5	Appoint a Director Osono, Emi	ManagementFor	For
3.6	Appoint a Director Arima, Toshio	ManagementFor	For
3.7	Appoint a Director Sanuki, Yoko	ManagementFor	For
3.8	Appoint a Director Urano, Mitsudo	ManagementFor	For
3.9	Appoint a Director Matsui, Tadamitsu	ManagementFor	For
3.10	Appoint a Director Sato, Hidehiko	ManagementFor	For

TIME WARNER INC.

Security	887317303	Meeting Type	Annual
Ticker Symbol	TWX	Meeting Date	19-Jun-2015
ISIN	US8873173038	Agenda	934204784 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES L. BARKSDALE	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Management	For	For
1C.	ELECTION OF DIRECTOR: JEFFREY L. BEWKES	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT C. CLARK	Management	For	For
1F.	ELECTION OF DIRECTOR: MATHIAS DOPFNER	Management	For	For
1G.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	Management	For	For
1H.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	For	For
1I.	ELECTION OF DIRECTOR: FRED HASSAN	Management	For	For
1J.	ELECTION OF DIRECTOR: KENNETH J. NOVACK	Management	For	For
1K.	ELECTION OF DIRECTOR: PAUL D. WACHTER	Management	For	For
1L.	ELECTION OF DIRECTOR: DEBORAH C. WRIGHT	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4.		Shareholder	Against	For

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

	SHAREHOLDER PROPOSAL ON RIGHT TO ACT BY WRITTEN CONSENT.		
5.	SHAREHOLDER PROPOSAL ON TOBACCO DEPICTIONS IN FILMS.	Shareholder Against	For
6.	SHAREHOLDER PROPOSAL ON GREENHOUSE GAS EMISSIONS REDUCTION TARGETS.	Shareholder Against	For
VIMPELCOM LTD.			
Security	92719A106	Meeting Type	Consent
Ticker Symbol	VIP	Meeting Date	19-Jun-2015
ISIN	US92719A1060	Agenda	934238064 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPOINT MIKHAIL FRIDMAN AS A DIRECTOR.	Management	For	
2.	TO APPOINT GENNADY GAZIN AS A DIRECTOR.	Management	For	
3.	TO APPOINT ANDREI GUSEV AS A DIRECTOR.	Management	For	
4.	TO APPOINT GUNNAR HOLT AS A DIRECTOR.	Management	For	
5.	TO APPOINT SIR JULIAN HORN-SMITH AS A DIRECTOR.	Management	For	
6.	TO APPOINT NILS KATLA AS A DIRECTOR.	Management	For	
7.	TO APPOINT ALEXEY REZNIKOVICH AS A DIRECTOR.	Management	For	
8.	TO APPOINT MORTEN KARLSEN SORBY AS A DIRECTOR.	Management	For	
9.	TO APPOINT TROND WESTLIE AS A DIRECTOR.	Management	For	
10.	TO RE-APPOINT PRICEWATERHOUSECOOPERS ACCOUNTANTS NV AS AUDITOR OF THE COMPANY FOR A TERM EXPIRING AT THE CONCLUSION OF THE 2016 ANNUAL GENERAL MEETING OF THE COMPANY AND TO AUTHORIZE THE SUPERVISORY BOARD TO DETERMINE ITS REMUNERATION.	Management	For	For

HENRY SCHEIN, INC.

Security	806407102	Meeting Type	Annual
Ticker Symbol	HSIC	Meeting Date	22-Jun-2015
ISIN	US8064071025	Agenda	934215333 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.		Management	For	For

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

	ELECTION OF DIRECTOR: BARRY J. ALPERIN		
1B.	ELECTION OF DIRECTOR: LAWRENCE S. BACOW, PH.D.	ManagementFor	For
1C.	ELECTION OF DIRECTOR: GERALD A. BENJAMIN	ManagementFor	For
1D.	ELECTION OF DIRECTOR: STANLEY M. BERGMAN	ManagementFor	For
1E.	ELECTION OF DIRECTOR: JAMES P. BRESLAWSKI	ManagementFor	For
1F.	ELECTION OF DIRECTOR: PAUL BRONS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: DONALD J. KABAT	ManagementFor	For
1H.	ELECTION OF DIRECTOR: PHILIP A. LASKAWY	ManagementFor	For
1I.	ELECTION OF DIRECTOR: NORMAN S. MATTHEWS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: MARK E. MLOTEK	ManagementFor	For
1K.	ELECTION OF DIRECTOR: STEVEN PALADINO	ManagementFor	For
1L.	ELECTION OF DIRECTOR: CAROL RAPHAEL	ManagementFor	For
1M.	ELECTION OF DIRECTOR: E. DIANNE REKOW, DDS, PH.D.	ManagementFor	For
1N.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES, PH.D.	ManagementFor	For
1O.	ELECTION OF DIRECTOR: LOUIS W. SULLIVAN, M.D.	ManagementFor	For
2.	PROPOSAL TO AMEND AND RESTATE THE COMPANY'S 1996 NON-EMPLOYEE DIRECTOR STOCK INCENTIVE PLAN (TO BE RENAMED THE 2015 NON-EMPLOYEE DIRECTOR STOCK INCENTIVE PLAN).	ManagementFor	For
3.	PROPOSAL TO APPROVE, BY NON-BINDING VOTE, THE 2014 COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	PROPOSAL TO RATIFY THE SELECTION OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 26, 2015.	ManagementFor	For

FLY LEASING LTD

Security	34407D109	Meeting Type	Annual
Ticker Symbol	FLY	Meeting Date	22-Jun-2015
ISIN	US34407D1090	Agenda	934231818 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.			ManagementFor	



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

- |    |  |               |
|----|--|---------------|
|    | TO RE-ELECT ERIK G. BRAATHEN AS A DIRECTOR OF THE COMPANY.   |               |
| 2. | TO RE-ELECT JOSEPH M. DONOVAN AS A DIRECTOR OF THE COMPANY.  | ManagementFor |
| 3. | TO RE-ELECT EUGENE MCCAGUE AS A DIRECTOR OF THE COMPANY.   | ManagementFor |
| 4. | TO RE-ELECT SUSAN M. WALTON AS A DIRECTOR OF THE COMPANY.  | ManagementFor |
| 5. | TO APPOINT DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS AND TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY (THE "BOARD") TO DETERMINE THEIR REMUNERATION. | ManagementFor |

PETROCHINA COMPANY LIMITED

Security	71646E100	Meeting Type	Annual
Ticker Symbol	PTR	Meeting Date	23-Jun-2015
ISIN	US71646E1001	Agenda	934207627 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO CONSIDER AND APPROVE THE REPORT OF THE BOARD OF DIRECTORS OF THE COMPANY FOR THE YEAR 2014.	Management	For	For
2.	TO CONSIDER AND APPROVE THE REPORT OF THE SUPERVISORY COMMITTEE OF THE COMPANY FOR THE YEAR 2014.	Management	For	For
3.	TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR 2014.	Management	For	For
4.	TO CONSIDER AND APPROVE THE DECLARATION AND PAYMENT OF THE FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2014 IN THE AMOUNT AND IN THE MANNER RECOMMENDED BY THE BOARD OF DIRECTORS.	Management	For	For
5.	TO CONSIDER AND APPROVE THE AUTHORISATION OF THE BOARD OF DIRECTORS TO DETERMINE THE DISTRIBUTION OF INTERIM DIVIDENDS FOR THE YEAR 2015.	Management	For	For
6.	TO CONSIDER AND APPROVE THE APPOINTMENT OF KPMG HUAZHEN AND KPMG, AS THE DOMESTIC AND INTERNATIONAL AUDITORS OF THE COMPANY, RESPECTIVELY, FOR THE YEAR	Management	For	For

2015 AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.

- |     |   |                    |         |
|-----|---|--------------------|---------|
| 7.  | ELECTION OF MR. ZHAO ZHENGZHANG AS DIRECTOR OF THE COMPANY.   | ManagementFor      | For     |
| 8.  | TO CONSIDER AND APPROVE, BY WAY OF SPECIAL RESOLUTION, TO GRANT A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO SEPARATELY OR CONCURRENTLY ISSUE, ALLOT AND DEAL WITH ADDITIONAL DOMESTIC SHARES AND OVERSEAS LISTED FOREIGN SHARES IN THE COMPANY NOT EXCEEDING 20% OF EACH OF ITS EXISTING DOMESTIC SHARES AND OVERSEAS LISTED FOREIGN SHARES OF THE COMPANY IN ISSUE. | Management Abstain | Against |
| 9.  | TO CONSIDER AND APPROVE, BY WAY OF SPECIAL RESOLUTION, TO UNCONDITIONALLY GRANT A GENERAL MANDATE TO DETERMINE AND HANDLE THE ISSUE OF DEBT FINANCING INSTRUMENTS OF THE COMPANY WITH THE OUTSTANDING BALANCE AMOUNT OF UP TO RMB150 BILLION, UPON SUCH TERMS AND CONDITIONS TO BE DETERMINED BY THE BOARD OF DIRECTORS.  | Management Abstain | Against |
| 10. | TO CONSIDER AND APPROVE THE ELECTION OF MR. WANG YILIN AS DIRECTOR OF THE COMPANY.  | ManagementFor      | For     |

SONY CORPORATION

Security	835699307	Meeting Type	Annual
Ticker Symbol	SNE	Meeting Date	23-Jun-2015
ISIN	US8356993076	Agenda	934234155 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO AMEND A PART OF THE ARTICLES OF INCORPORATION.	Management	For	For
2.	DIRECTOR	Management		
	1 KAZUO HIRAI		For	For
	2 KENICHIRO YOSHIDA		For	For
	3 KANEMITSU ANRAKU		For	For
	4 OSAMU NAGAYAMA		For	For
	5 TAKA AKI NIMURA		For	For
	6 EIKOH HARADA		For	For
	7 JOICHI ITO		For	For

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

8	TIM SCHAAFF	For	For
9	KAZUO MATSUNAGA	For	For
10	KOICHI MIYATA	For	For
11	JOHN V. ROOS	For	For
12	ERIKO SAKURAI	For	For

3. TO ISSUE STOCK ACQUISITION RIGHTS FOR THE PURPOSE OF GRANTING STOCK OPTIONS. Management For For

KIKKOMAN CORPORATION

Security	J32620106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	24-Jun-2015
ISIN	JP3240400006	Agenda	706216327 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Mogi, Yuzaburo	Management	For	For
2.2	Appoint a Director Horikiri, Noriaki	Management	For	For
2.3	Appoint a Director Saito, Kenichi	Management	For	For
2.4	Appoint a Director Amano, Katsumi	Management	For	For
2.5	Appoint a Director Shigeyama, Toshihiko	Management	For	For
2.6	Appoint a Director Yamazaki, Koichi	Management	For	For
2.7	Appoint a Director Shimada, Masanao	Management	For	For
2.8	Appoint a Director Nakano, Shozaburo	Management	For	For
2.9	Appoint a Director Fukui, Toshihiko	Management	For	For
2.10	Appoint a Director Ozaki, Mamoru	Management	For	For
2.11	Appoint a Director Inokuchi, Takeo	Management	For	For
3	Appoint a Corporate Auditor Ozawa, Takashi	Management	For	For
4	Appoint a Substitute Corporate Auditor Endo, Kazuyoshi	Management	For	For

TORAY INDUSTRIES, INC.

Security	J89494116	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	24-Jun-2015
ISIN	JP3621000003	Agenda	706216872 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2	Amend Articles to: Adopt Reduction of Liability System for Non-Executive Directors and Corporate Auditors	Management	For	For
3.1	Appoint a Director Nishino, Satoru	Management	For	For
3.2	Appoint a Director Tanaka, Yoshiyuki	Management	For	For
3.3	Appoint a Director Noyori, Ryoji	Management	For	For

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

4.1	Appoint a Corporate Auditor Fukuchi, Kiyoshi	ManagementFor	For
4.2	Appoint a Corporate Auditor Yagita, Motoyuki	ManagementFor	For
4.3	Appoint a Corporate Auditor Nagai, Toshio	ManagementFor	For
4.4	Appoint a Corporate Auditor Jono, Kazuya	ManagementFor	For
5	Appoint a Substitute Corporate Auditor Kobayashi, Koichi	ManagementFor	For
6	Approve Payment of Bonuses to Corporate Officers	ManagementNo Action	

YAKULT HONSHA CO.,LTD.

Security	J95468120	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	24-Jun-2015
ISIN	JP3931600005	Agenda	706234197 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	Amend Articles to: Expand Business Lines, Adopt Reduction of Liability System for Non-Executive Directors and Corporate Auditors, Approve Minor Revisions	Management	For	For
2.1	Appoint a Director Hori, Sumiya	Management	For	For
2.2	Appoint a Director Negishi, Takashige	Management	For	For
2.3	Appoint a Director Kawabata, Yoshihiro	Management	For	For
2.4	Appoint a Director Narita, Hiroshi	Management	For	For
2.5	Appoint a Director Shiino, Kenichi	Management	For	For
2.6	Appoint a Director Ito, Masanori	Management	For	For
2.7	Appoint a Director Richard Hall	Management	For	For
2.8	Appoint a Director Yasuda, Ryuji	Management	For	For
2.9	Appoint a Director Fukuoka, Masayuki	Management	For	For
2.10	Appoint a Director Christian Neu	Management	For	For
2.11	Appoint a Director Bertrand Austruy	Management	For	For
2.12	Appoint a Director Matsuzono, Takashi	Management	For	For
2.13	Appoint a Director Wakabayashi, Hiroshi	Management	For	For
2.14	Appoint a Director Ishikawa, Fumiyasu	Management	For	For
2.15	Appoint a Director Maeda, Norihito	Management	For	For

YAHOO! INC.

Security	984332106	Meeting Type	Annual
Ticker Symbol	YHOO	Meeting Date	24-Jun-2015
ISIN	US9843321061	Agenda	934220625 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID FILO	Management	For	For
1B.	ELECTION OF DIRECTOR: SUSAN M. JAMES	Management	For	For
1C.	ELECTION OF DIRECTOR: MAX R. LEVCHIN	Management	For	For
1D.	ELECTION OF DIRECTOR: MARISSA A. MAYER	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS J. MCINERNEY	Management	For	For

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

1F.	ELECTION OF DIRECTOR: CHARLES R. SCHWAB	ManagementFor	For
1G.	ELECTION OF DIRECTOR: H. LEE SCOTT, JR.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JANE E. SHAW, PH.D.	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR.	ManagementFor	For
2.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For
4.	SHAREHOLDER PROPOSAL REGARDING A BOARD COMMITTEE ON HUMAN RIGHTS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder Against	For
5.	SHAREHOLDER PROPOSAL REGARDING A RIGHT TO ACT BY WRITTEN CONSENT, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder Against	For

ELECTRIC POWER DEVELOPMENT CO.,LTD.

Security	J12915104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3551200003	Agenda	706216656 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Maeda, Yasuo	Management	For	For
2.2	Appoint a Director Kitamura, Masayoshi	Management	For	For
2.3	Appoint a Director Watanabe, Toshifumi	Management	For	For
2.4	Appoint a Director Murayama, Hitoshi	Management	For	For
2.5	Appoint a Director Uchiyama, Masato	Management	For	For
2.6	Appoint a Director Nagashima, Junji	Management	For	For
2.7	Appoint a Director Fukuda, Naori	Management	For	For
2.8	Appoint a Director Eto, Shuji	Management	For	For
2.9	Appoint a Director Nakamura, Itaru	Management	For	For
2.10	Appoint a Director Onoi, Yoshiki	Management	For	For
2.11	Appoint a Director Urashima, Akihito	Management	For	For
2.12	Appoint a Director Kajitani, Go	Management	For	For
2.13	Appoint a Director Fujii, Mariko	Management	For	For
3.1	Appoint a Corporate Auditor Otsuka, Mutsutake	Management	For	For
3.2	Appoint a Corporate Auditor Nakanishi, Kiyoshi	Management	For	For

NISSIN FOODS HOLDINGS CO.,LTD.

Security	J58063124	Meeting Type	
----------	-----------	--------------	--

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

Ticker Symbol		Meeting Date	Annual General Meeting 25-Jun-2015
ISIN	JP3675600005	Agenda	706226506 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Ando, Koki	Management	For	For
2.2	Appoint a Director Nakagawa, Susumu	Management	For	For
2.3	Appoint a Director Ando, Noritaka	Management	For	For
2.4	Appoint a Director Matsuo, Akihhide	Management	For	For
2.5	Appoint a Director Kijima, Tsunao	Management	For	For
2.6	Appoint a Director Tanaka, Mitsuru	Management	For	For
2.7	Appoint a Director Yokoyama, Yukio	Management	For	For
2.8	Appoint a Director Miura, Yoshinori	Management	For	For
2.9	Appoint a Director Ando, Kiyotaka	Management	For	For
2.10	Appoint a Director Kobayashi, Ken	Management	For	For
2.11	Appoint a Director Okafuji, Masahiro	Management	For	For
2.12	Appoint a Director Ishikura, Yoko	Management	For	For
2.13	Appoint a Director Karube, Isao	Management	For	For
3	Appoint a Corporate Auditor Mukai, Chisugi	Management	For	For

CHUBU ELECTRIC POWER COMPANY, INCORPORATED

Security	J06510101	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3526600006	Agenda	706227243 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Iwata, Yoshifumi	Management	For	For
2.2	Appoint a Director Ono, Tomohiko	Management	For	For
2.3	Appoint a Director Katsuno, Satoru	Management	For	For
2.4	Appoint a Director Katsumata, Hideko	Management	For	For
2.5	Appoint a Director Kurata, Chiyoji	Management	For	For
2.6	Appoint a Director Sakaguchi, Masatoshi	Management	For	For
2.7	Appoint a Director Shimizu, Shigenobu	Management	For	For
2.8	Appoint a Director Ban, Kozo	Management	For	For
2.9	Appoint a Director Masuda, Yoshinori	Management	For	For
2.10	Appoint a Director Matsuura, Masanori	Management	For	For
2.11	Appoint a Director Matsubara, Kazuhiro	Management	For	For
2.12	Appoint a Director Mizuno, Akihisa	Management	For	For
3.1	Appoint a Corporate Auditor Ogawa, Hideki	Management	For	For
3.2	Appoint a Corporate Auditor Hamaguchi, Michinari	Management	For	For
4		Shareholder	No Action	

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

	Shareholder Proposal: Amend Articles of Incorporation (1)	
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder No Action
6	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder No Action
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder No Action
8	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder No Action
9	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder No Action
10	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder No Action
11	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder No Action

TOHOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J85108108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3605400005	Agenda	706227255 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus	Non-Voting Management	For	For
2	Amend Articles to: Adopt Reduction of Liability System for Non-Executive Directors and Corporate Auditors	Management	For	For
3.1	Appoint a Director Kaiwa, Makoto	Management	For	For
3.2	Appoint a Director Harada, Hiroya	Management	For	For
3.3	Appoint a Director Sakamoto, Mitsuhiro	Management	For	For
3.4	Appoint a Director Watanabe, Takao	Management	For	For
3.5	Appoint a Director Okanobu, Shinichi	Management	For	For
3.6	Appoint a Director Sasagawa, Toshiro	Management	For	For
3.7	Appoint a Director Sakuma, Naokatsu	Management	For	For
3.8	Appoint a Director Hasegawa, Noboru	Management	For	For
3.9	Appoint a Director Yamamoto, Shunji	Management	For	For
3.10	Appoint a Director Ishimori, Ryoichi	Management	For	For
3.11	Appoint a Director Tanae, Hiroshi	Management	For	For
3.12	Appoint a Director Miura, Naoto	Management	For	For
3.13	Appoint a Director Nakano, Haruyuki	Management	For	For
3.14	Appoint a Director Masuko, Jiro	Management	For	For
3.15	Appoint a Director Sasaki, Takashi	Management	For	For
3.16	Appoint a Director Seino, Satoshi	Management	For	For
4.1	Appoint a Corporate Auditor Suzuki, Toshihito	Management	For	For
4.2	Appoint a Corporate Auditor Kato, Koki	Management	For	For
4.3	Appoint a Corporate Auditor Fujiwara, Sakuya	Management	For	For
4.4	Appoint a Corporate Auditor Uno, Ikuo	Management	For	For
4.5	Appoint a Corporate Auditor Baba, Chiharu	Management	For	For

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

5	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder No Action
6	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder No Action
7	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder No Action
8	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder No Action

THE CHUGOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J07098106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3522200009	Agenda	706232561 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Iwasaki, Akimasa	Management	For	For
2.2	Appoint a Director Ogawa, Moriyoshi	Management	For	For
2.3	Appoint a Director Karita, Tomohide	Management	For	For
2.4	Appoint a Director Sakotani, Akira	Management	For	For
2.5	Appoint a Director Shimizu, Mareshige	Management	For	For
2.6	Appoint a Director Segawa, Hiroshi	Management	For	For
2.7	Appoint a Director Tamura, Hiroaki	Management	For	For
2.8	Appoint a Director Nobusue, Kazuyuki	Management	For	For
2.9	Appoint a Director Hirano, Masaki	Management	For	For
2.10	Appoint a Director Furubayashi, Yukio	Management	For	For
2.11	Appoint a Director Matsuoka, Hideo	Management	For	For
2.12	Appoint a Director Matsumura, Hideo	Management	For	For
2.13	Appoint a Director Morimae, Shigehiko	Management	For	For
2.14	Appoint a Director Yamashita, Takashi	Management	For	For
2.15	Appoint a Director Watanabe, Nobuo	Management	For	For
3	Appoint a Corporate Auditor Inoue, Kazuo	Management	For	For
4	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	No Action	
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	No Action	
6	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	No Action	
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	No Action	
8	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	No Action	

HOKURIKU ELECTRIC POWER COMPANY

Security	J22050108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3845400005	Agenda	706232573 - Management



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

Item	Proposal	Proposed by	Vote	For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus	Non-Voting Management	For	For
2	Amend Articles to: Allow Disclosure of Shareholders Meeting Materials on the Internet, Adopt Reduction of Liability System for Non-Executive Directors and Corporate Auditors	Management	For	For
3.1	Appoint a Director Akamaru, Junichi	Management	For	For
3.2	Appoint a Director Ishiguro, Nobuhiko	Management	For	For
3.3	Appoint a Director Ojima, Shiro	Management	For	For
3.4	Appoint a Director Kanai, Yutaka	Management	For	For
3.5	Appoint a Director Kawada, Tatsuo	Management	For	For
3.6	Appoint a Director Kyuwa, Susumu	Management	For	For
3.7	Appoint a Director Takagi, Shigeo	Management	For	For
3.8	Appoint a Director Takabayashi, Yukihiro	Management	For	For
3.9	Appoint a Director Nishino, Akizumi	Management	For	For
3.10	Appoint a Director Hasegawa, Toshiyuki	Management	For	For
3.11	Appoint a Director Horita, Masayuki	Management	For	For
3.12	Appoint a Director Miyama, Akira	Management	For	For
3.13	Appoint a Director Yano, Shigeru	Management	For	For
4.1	Appoint a Corporate Auditor Akiba, Etsuko	Management	For	For
4.2	Appoint a Corporate Auditor Ito, Tadaaki	Management	For	For
4.3	Appoint a Corporate Auditor Hosokawa, Toshihiko	Management	For	For
5	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	No Action	
6	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	No Action	
7	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	No Action	
8	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	No Action	
9	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	No Action	
10	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder	No Action	
11	Shareholder Proposal: Amend Articles of Incorporation (7)	Shareholder	No Action	
12	Shareholder Proposal: Amend Articles of Incorporation (8)	Shareholder	No Action	
13	Shareholder Proposal: Amend Articles of Incorporation (9)	Shareholder	No Action	

SHIKOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J72079106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3350800003	Agenda	706232600 - Management

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

Item	Proposal	Proposed by	Vote	For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus Amend Articles to: Adopt Reduction of Liability	Non-Voting Management	For	For
2	System for Outside Directors and Outside Corporate Auditors	Management	For	For
3.1	Appoint a Director Arai, Hiroshi	Management	For	For
3.2	Appoint a Director Ihara, Michiyo	Management	For	For
3.3	Appoint a Director Kakinoki, Kazutaka	Management	For	For
3.4	Appoint a Director Saeki, Hayato	Management	For	For
3.5	Appoint a Director Suezawa, Hitoshi	Management	For	For
3.6	Appoint a Director Takesaki, Katsuhiko	Management	For	For
3.7	Appoint a Director Tasaka, Seiichiro	Management	For	For
3.8	Appoint a Director Tamagawa, Koichi	Management	For	For
3.9	Appoint a Director Chiba, Akira	Management	For	For
3.10	Appoint a Director Nagai, Keisuke	Management	For	For
3.11	Appoint a Director Harada, Masahito	Management	For	For
3.12	Appoint a Director Mizobuchi, Toshihiro	Management	For	For
3.13	Appoint a Director Miyauchi, Yoshinori	Management	For	For
3.14	Appoint a Director Yokoi, Ikuo	Management	For	For
4	Appoint a Corporate Auditor Takeuchi, Katsuyuki	Management	For	For
5	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	No Action	
6	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	No Action	
7	Shareholder Proposal: Approve Appropriation of Surplus	Shareholder	No Action	

KYUSHU ELECTRIC POWER COMPANY, INCORPORATED

Security	J38468104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3246400000	Agenda	706232612 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	Please reference meeting materials. Appoint a Director Nuki, Masayoshi	Non-Voting Management	For	For
1.2	Appoint a Director Uriu, Michiaki	Management	For	For
1.3	Appoint a Director Yoshizako, Toru	Management	For	For
1.4	Appoint a Director Sato, Naofumi	Management	For	For
1.5	Appoint a Director Aramaki, Tomoyuki	Management	For	For
1.6	Appoint a Director Izaki, Kazuhiro	Management	For	For
1.7	Appoint a Director Yamamoto, Haruyoshi	Management	For	For
1.8	Appoint a Director Yakushinji, Hideomi	Management	For	For
1.9	Appoint a Director Sasaki, Yuza	Management	For	For
1.10	Appoint a Director Nakamura, Akira	Management	For	For
1.11	Appoint a Director Watanabe, Yoshiro	Management	For	For
1.12	Appoint a Director Nagao, Narumi	Management	For	For
1.13	Appoint a Director Watanabe, Akiyoshi	Management	For	For

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

1.14	Appoint a Director Kikukawa, Ritsuko	ManagementFor	For
2.1	Appoint a Corporate Auditor Osa, Nobuya	ManagementFor	For
2.2	Appoint a Corporate Auditor Otagaki, Tatsuo	ManagementFor	For
3	Appoint a Substitute Corporate Auditor Yamade, Kazuyuki	ManagementFor	For
4	Shareholder Proposal: Remove a Director Uriu, Michiaki	Shareholder Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (1) (Require Additional Articles of Establishing Investigation Committee for Nuclear Accident Evacuation)	Shareholder Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (2) (Require Additional Articles of Establishing Investigation Committee for the Accident at the Fukushima Nuclear Power Station)	Shareholder Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (3) (Require Additional Articles of Establishing Investigation Committee for the promoting Cost of Nuclear Power Generation)	Shareholder Against	For
8	Shareholder Proposal: Amend Articles of Incorporation (4) (Require Additional Articles with regards to Reserving a fund for Nuclear Disaster Compensation)	Shareholder Against	For
9	Shareholder Proposal: Amend Articles of Incorporation (5) (Require Additional Articles with regards to not to Resume Nuclear Power Station unless the Company's Opinion for Predictabilities of Volcanic Eruption or Earthquake is Posted on the Scholarly Journal)	Shareholder Against	For
10	Shareholder Proposal: Amend Articles of Incorporation (6) (Require Additional Articles of Establishing Committee for Decommissioning of Nuclear Reactor)	Shareholder Against	For

HOKKAIDO ELECTRIC POWER COMPANY, INCORPORATED

Security	J21378104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3850200001	Agenda	706232624 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1.1	Appoint a Director Ommura, Hiroyuki	ManagementFor		For
1.2	Appoint a Director Sakai, Ichiro	ManagementFor		For
1.3	Appoint a Director Sakai, Osamu	ManagementFor		For
1.4	Appoint a Director Sasaki, Ryoko	ManagementFor		For
1.5	Appoint a Director Sato, Yoshitaka	ManagementFor		For

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

1.6	Appoint a Director Soma, Michihiro	ManagementFor	For
1.7	Appoint a Director Togashi, Taiji	ManagementFor	For
1.8	Appoint a Director Hayashi, Hiroyuki	ManagementFor	For
1.9	Appoint a Director Fujii, Yutaka	ManagementFor	For
1.10	Appoint a Director Furugoori, Hiroaki	ManagementFor	For
1.11	Appoint a Director Mayumi, Akihiko	ManagementFor	For
1.12	Appoint a Director Mori, Masahiro	ManagementFor	For
2	Appoint a Corporate Auditor Shimomura, Yukihiro	ManagementFor	For
3	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder No Action	
4	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder No Action	
5	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder No Action	
6	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder No Action	
7	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder No Action	
8	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder No Action	

THE KANSAI ELECTRIC POWER COMPANY, INCORPORATED

Security	J30169106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-Jun-2015
ISIN	JP3228600007	Agenda	706237864 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Reduction of Retained Earnings Reserve	Management	For	For
2.1	Appoint a Director Mori, Shosuke	Management	For	For
2.2	Appoint a Director Yagi, Makoto	Management	For	For
2.3	Appoint a Director Ikoma, Masao	Management	For	For
2.4	Appoint a Director Toyomatsu, Hideki	Management	For	For
2.5	Appoint a Director Kagawa, Jiro	Management	For	For
2.6	Appoint a Director Iwane, Shigeki	Management	For	For
2.7	Appoint a Director Doi, Yoshihiro	Management	For	For
2.8	Appoint a Director Iwatani, Masahiro	Management	For	For
2.9	Appoint a Director Yashima, Yasuhiro	Management	For	For
2.10	Appoint a Director Sugimoto, Yasushi	Management	For	For
2.11	Appoint a Director Katsuda, Hironori	Management	For	For
2.12	Appoint a Director Yukawa, Hidehiko	Management	For	For
2.13	Appoint a Director Shirai, Ryohei	Management	For	For
2.14	Appoint a Director Inoue, Noriyuki	Management	For	For
2.15	Appoint a Director Okihara, Takamune	Management	For	For
2.16	Appoint a Director Kobayashi, Tetsuya	Management	For	For
3.1	Appoint a Corporate Auditor Kanno, Sakae	Management	For	For
3.2	Appoint a Corporate Auditor Tamura, Yasunari	Management	For	For

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

3.3	Appoint a Corporate Auditor Izumi, Masahiro	Management	For
3.4	Appoint a Corporate Auditor Dohi, Takaharu	Management	For
3.5	Appoint a Corporate Auditor Morishita, Yoichi	Management	For
3.6	Appoint a Corporate Auditor Makimura, Hisako	Management	For
3.7	Appoint a Corporate Auditor Toichi, Tsutomu	Management	For
4	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	No Action
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	No Action
6	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	No Action
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	No Action
8	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	No Action
9	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder	No Action
10	Shareholder Proposal: Remove a Director Yagi, Makoto	Shareholder	No Action
11	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	No Action
12	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	No Action
13	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	No Action
14	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	No Action
15	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	No Action
16	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	No Action
17	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	No Action
18	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	No Action
19	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	No Action
20	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	No Action
21	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	No Action
22	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	No Action
23	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	No Action
24	Shareholder Proposal: Appoint a Director Kawai, Hiroyuki	Shareholder	No Action
25	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	No Action

SLM CORPORATION

Security 78442P106

Meeting Type

Annual

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

Ticker Symbol	SLM	Meeting Date	25-Jun-2015
ISIN	US78442P1066	Agenda	934212185 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL G. CHILD	Management	For	For
1B.	ELECTION OF DIRECTOR: CARTER WARREN FRANKE	Management	For	For
1C.	ELECTION OF DIRECTOR: EARL A. GOODE	Management	For	For
1D.	ELECTION OF DIRECTOR: RONALD F. HUNT	Management	For	For
1E.	ELECTION OF DIRECTOR: MARIANNE M. KELER	Management	For	For
1F.	ELECTION OF DIRECTOR: JIM MATHESON	Management	For	For
1G.	ELECTION OF DIRECTOR: JED H. PITCHER	Management	For	For
1H.	ELECTION OF DIRECTOR: FRANK C. PULEO	Management	For	For
1I.	ELECTION OF DIRECTOR: RAYMOND J. QUINLAN	Management	For	For
1J.	ELECTION OF DIRECTOR: VIVIAN C. SCHNECK-LAST	Management	For	For
1K.	ELECTION OF DIRECTOR: WILLIAM N. SHIEBLER	Management	For	For
1L.	ELECTION OF DIRECTOR: ROBERT S. STRONG	Management	For	For
2.	ADVISORY APPROVAL OF SLM CORPORATION'S EXECUTIVE COMPENSATION.	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS SLM CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Management	For	For
4.	APPROVAL OF AN AMENDMENT TO THE RESTATED BY-LAWS OF SLM CORPORATION, AS AMENDED, RELATING TO PROXY ACCESS.	Management	For	For

LIBERTY GLOBAL PLC.

Security	G5480U104	Meeting Type	Annual
Ticker Symbol	LBTYA	Meeting Date	25-Jun-2015
ISIN	GB00B8W67662	Agenda	934219331 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ELECT MICHAEL T. FRIES AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2018.	Management	For	For
2.		Management	For	For

	TO ELECT PAUL A. GOULD AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2018.		
	TO ELECT JOHN C. MALONE AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2018.		
3.	TO ELECT LARRY E. ROMRELL AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2018.	ManagementFor	For
4.	TO APPROVE ON AN ADVISORY BASIS THE ANNUAL REPORT ON THE IMPLEMENTATION OF THE DIRECTORS' COMPENSATION POLICY FOR THE YEAR ENDED DECEMBER 31, 2014, CONTAINED IN APPENDIX A OF THE PROXY STATEMENT (IN ACCORDANCE WITH REQUIREMENTS APPLICABLE TO U.K. COMPANIES).	ManagementFor	For
5.	TO RATIFY THE APPOINTMENT OF KPMG LLP (U.S.) AS LIBERTY GLOBAL'S INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2015.	ManagementFor	For
6.	TO APPOINT KPMG LLP (U.K.) AS LIBERTY GLOBAL'S U.K. STATUTORY AUDITOR UNDER THE U.K. COMPANIES ACT 2006 (TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE LIBERTY GLOBAL).	ManagementFor	For
7.	TO AUTHORIZE THE AUDIT COMMITTEE OF LIBERTY GLOBAL'S BOARD OF DIRECTORS TO DETERMINE THE U.K. STATUTORY AUDITOR'S COMPENSATION.	ManagementFor	For
8.	MORINAGA MILK INDUSTRY CO.,LTD.		
Security	J46410114	Meeting Type	Annual General Meeting

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

Ticker Symbol		Meeting Date	26-Jun-2015
ISIN	JP3926800008	Agenda	706226607 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Miyahara, Michio	Management	For	For
2.2	Appoint a Director Noguchi, Junichi	Management	For	For
2.3	Appoint a Director Kobayashi, Hachiro	Management	For	For
2.4	Appoint a Director Aoyama, Kazuo	Management	For	For
2.5	Appoint a Director Okawa, Teiichiro	Management	For	For
2.6	Appoint a Director Tamura, Masaru	Management	For	For
2.7	Appoint a Director Onuki, Yoichi	Management	For	For
2.8	Appoint a Director Minato, Tsuyoshi	Management	For	For
2.9	Appoint a Director Okumiya, Kyoko	Management	For	For
2.10	Appoint a Director Kawakami, Shoji	Management	For	For
3	Appoint a Corporate Auditor Yoneda, Takatomo	Management	For	For
4	Appoint a Substitute Corporate Auditor Kato, Ichiro	Management	For	For
5	Amend the Compensation to be received by Corporate Auditors	Management	For	For

AJINOMOTO CO.,INC.

Security	J00882126	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Jun-2015
ISIN	JP3119600009	Agenda	706232016 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Ito, Masatoshi	Management	For	For
2.2	Appoint a Director Nishii, Takaaki	Management	For	For
2.3	Appoint a Director Iwamoto, Tamotsu	Management	For	For
2.4	Appoint a Director Igarashi, Koji	Management	For	For
2.5	Appoint a Director Takato, Etsuhiro	Management	For	For
2.6	Appoint a Director Shinada, Hideaki	Management	For	For
2.7	Appoint a Director Fukushi, Hiroshi	Management	For	For
2.8	Appoint a Director Ono, Hiromichi	Management	For	For
2.9	Appoint a Director Kimura, Takeshi	Management	For	For
2.10	Appoint a Director Tochio, Masaya	Management	For	For
2.11	Appoint a Director Murabayashi, Makoto	Management	For	For
2.12	Appoint a Director Tachibana Fukushima, Sakie	Management	For	For
2.13	Appoint a Director Saito, Yasuo	Management	For	For
2.14	Appoint a Director Nawa, Takashi	Management	For	For

WILLIS GROUP HOLDINGS PLC

Security	G96666105	Meeting Type	Annual
Ticker Symbol	WSH	Meeting Date	30-Jun-2015



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

ISIN	IE00B4XGY116	Agenda	934194464 - Management	
Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOMINIC CASSERLEY	Management	For	For
1B.	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For	For
1C.	ELECTION OF DIRECTOR: SIR ROY GARDNER	Management	For	For
1D.	ELECTION OF DIRECTOR: SIR JEREMY HANLEY	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBYN S. KRAVIT	Management	For	For
1F.	ELECTION OF DIRECTOR: WENDY E. LANE	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANCISCO LUZON	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES F. MCCANN	Management	For	For
1I.	ELECTION OF DIRECTOR: JAYMIN PATEL	Management	For	For
1J.	ELECTION OF DIRECTOR: DOUGLAS B. ROBERTS	Management	For	For
1K.	ELECTION OF DIRECTOR: MICHAEL J. SOMERS	Management	For	For
1L.	ELECTION OF DIRECTOR: JEFFREY W. UBBEN	Management	For	For
2.	TO RATIFY THE REAPPOINTMENT OF DELOITTE LLP AS INDEPENDENT AUDITORS UNTIL THE CLOSE OF THE NEXT ANNUAL GENERAL MEETING OF SHAREHOLDERS AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO FIX THE AUDITOR'S REMUNERATION.	Management	For	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4.	TO RENEW THE BOARD THE AUTHORITY TO ISSUE SHARES UNDER IRISH LAW FOR ISSUANCES UP TO 33% OF THE COMPANY'S OUTSTANDING SHARE CAPITAL.	Management	For	For
5.	TO GRANT THE BOARD THE AUTHORITY TO OPT-OUT OF STATUTORY PRE-EMPTION RIGHTS UNDER IRISH LAW FOR RIGHTS ISSUES AND, SEPARATELY, FOR ISSUANCES	Management	Against	Against

UP TO 5% OF THE COMPANY'S  
OUTSTANDING SHARE CAPITAL.  
TO AUTHORIZE HOLDING THE 2016  
ANNUAL

6. GENERAL MEETING OF SHAREHOLDERS                      ManagementFor                      For  
AT  
A LOCATION OUTSIDE OF IRELAND.

**SIGNATURES**

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

Registrant The Gabelli Dividend & Income Trust

By (Signature and Title)\* /s/ Bruce N. Alpert

Bruce N. Alpert, Principal Executive Officer

Date 8/3/15

\*Print the name and title of each signing officer under his or her signature.