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DELAWARE INVESTMENTS DIVIDEND & INCOME FUND INC

Form N-PX

August 29, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT

INVESTMENT COMPANIES

Investment Company Act File Number: 811-07460

Exact Name of Registrant as

Specified in Charter: Delaware Investments Dividend and
Income Fund, Inc.

Address of principal executive offices: 2005 Market Street
Philadelphia, PA 19103

Name and address of agent for service: David F. Connor, Esq.
2005 Market Street
Philadelphia, PA 19103

Registrant's telephone number: (800) 523-1918

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Date of fiscal year end:

November 30

Date of reporting period:

July 1, 2007 - June 30, 2008

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ITEM 1. PROXY VOTING RECORD.

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===== DELAWARE INVESTMENTS DIVIDEND AND INCOME FUND, INC. =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100

Meeting Date: APR 25, 2008 Meeting Type: Annual

Record Date: FEB 26, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director R.S. Austin | For | For | Management |
| 1.2 | Elect Director W.M. Daley | For | For | Management |
| 1.3 | Elect Director W.J. Farrell | For | For | Management |
| 1.4 | Elect Director H.L. Fuller | For | For | Management |
| 1.5 | Elect Director W.A. Osborn | For | For | Management |
| 1.6 | Elect Director D.A.L. Owen | For | For | Management |
| 1.7 | Elect Director B. Powell, Jr. | For | For | Management |
| 1.8 | Elect Director W.A. Reynolds | For | For | Management |
| 1.9 | Elect Director R.S. Roberts | For | For | Management |
| 1.10 | Elect Director S.C. Scott, III | For | For | Management |
| 1.11 | Elect Director W.D. Smithburg | For | For | Management |
| 1.12 | Elect Director G.F. Tilton | For | For | Management |
| 1.13 | Elect Director M.D. White | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Human Rights Policy to Address Access to Medicines | Against | Against | Shareholder |
| 4 | Advisory Vote to Ratify Named Executive | Against | For | Shareholder |

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Officers' Compensation

ALEXANDRIA REAL ESTATE EQUITIES, INC.

Ticker: ARE Security ID: 015271109

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Joel S. Marcus | For | For | Management |
| 1.2 | Elect Director James H. Richardson | For | For | Management |
| 1.3 | Elect Director Richard B. Jennings | For | For | Management |
| 1.4 | Elect Director John L. Atkins, III | For | For | Management |
| 1.5 | Elect Director Richard H. Klein | For | For | Management |
| 1.6 | Elect Director Martin A. Simonetti | For | For | Management |
| 1.7 | Elect Director Alan G. Walton | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

ALLIED WASTE INDUSTRIES, INC.

Ticker: AW Security ID: 019589308

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Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director David P. Abney | For | For | Management |
| 1.2 | Elect Director Charles H. Cotros | For | For | Management |
| 1.3 | Elect Director James W. Crownover | For | For | Management |
| 1.4 | Elect Director William J. Flynn | For | For | Management |
| 1.5 | Elect Director David I. Foley | For | For | Management |
| 1.6 | Elect Director Nolan Lehmann | For | For | Management |
| 1.7 | Elect Director Leon J. Level | For | For | Management |
| 1.8 | Elect Director James A. Quella | For | Withhold | Management |
| 1.9 | Elect Director John M. Trani | For | For | Management |
| 1.10 | Elect Director John J. Zillmer | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

ALLSTATE CORP., THE

Ticker: ALL Security ID: 020002101

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Elect Director F. Duane Ackerman | For | For | Management |
| 2 | Elect Director Robert D. Beyer | For | For | Management |

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| | | | | |
|----|---|---------|-----|-------------|
| 3 | Elect Director W. James Farrell | For | For | Management |
| 4 | Elect Director Jack M. Greenberg | For | For | Management |
| 5 | Elect Director Ronald T. LeMay | For | For | Management |
| 6 | Elect Director J. Christopher Reyes | For | For | Management |
| 7 | Elect Director H. John Riley, Jr. | For | For | Management |
| 8 | Elect Director Joshua I. Smith | For | For | Management |
| 9 | Elect Director Judith A. Sprieser | For | For | Management |
| 10 | Elect Director Mary Alice Taylor | For | For | Management |
| 11 | Elect Director Thomas J. Wilson | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Provide for Cumulative Voting | Against | For | Shareholder |
| 14 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY Security ID: 035710409

Meeting Date: APR 21, 2008 Meeting Type: Special

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------------------------------|---------|-----------|------------|
| 1 | Increase Authorized Common Stock | For | For | Management |

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ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY Security ID: 035710409

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Michael J. Farrell | For | For | Management |
| 1.2 | Elect Director Jonathan D. Green | For | For | Management |
| 1.3 | Elect Director John A. Lambiase | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

APARTMENT INVESTMENT & MANAGEMENT CO.

Ticker: AIV Security ID: 03748R101

Meeting Date: APR 28, 2008 Meeting Type: Annual

Record Date: FEB 29, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James N. Bailey | For | For | Management |
| 1.2 | Elect Director Terry Considine | For | For | Management |
| 1.3 | Elect Director Richard S. Ellwood | For | For | Management |

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| | | | | |
|-----|----------------------------------|-----|-----|------------|
| 1.4 | Elect Director Thomas L. Keltner | For | For | Management |
| 1.5 | Elect Director J. Landis Martin | For | For | Management |
| 1.6 | Elect Director Robert A. Miller | For | For | Management |
| 1.7 | Elect Director Thomas L. Rhodes | For | For | Management |
| 1.8 | Elect Director Michael A. Stein | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

ASHFORD HOSPITALITY TRUST INC.

Ticker: AHT Security ID: 044103109

Meeting Date: JUN 10, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Archie Bennett, Jr. | For | For | Management |
| 1.2 | Elect Director Montgomery J. Bennett | For | For | Management |
| 1.3 | Elect Director Martin L. Edelman | For | For | Management |
| 1.4 | Elect Director W.D. Minami | For | For | Management |
| 1.5 | Elect Director W. Michael Murphy | For | For | Management |
| 1.6 | Elect Director Phillip S. Payne | For | For | Management |
| 1.7 | Elect Director Charles P. Toppino | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | Against | Management |

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AT&T INC

Ticker: T Security ID: 00206R102

Meeting Date: APR 25, 2008 Meeting Type: Annual

Record Date: FEB 27, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Randall L. Stephenson | For | For | Management |
| 2 | Elect Director William F. Aldinger III | For | For | Management |
| 3 | Elect Director Gilbert F. Amelio | For | For | Management |
| 4 | Elect Director Reuben V. Anderson | For | For | Management |
| 5 | Elect Director James H. Blanchard | For | For | Management |
| 6 | Elect Director August A. Busch III | For | For | Management |
| 7 | Elect Director James P. Kelly | For | For | Management |
| 8 | Elect Director Jon C. Madonna | For | For | Management |
| 9 | Elect Director Lynn M. Martin | For | For | Management |
| 10 | Elect Director John B. McCoy | For | For | Management |
| 11 | Elect Director Mary S. Metz | For | For | Management |
| 12 | Elect Director Joyce M. Roche | For | For | Management |
| 13 | Elect Director Laura D' Andrea Tyson | For | For | Management |
| 14 | Elect Director Patricia P. Upton | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |
| 16 | Report on Political Contributions | Against | For | Shareholder |
| 17 | Exclude Pension Credits from Earnings Performance Measure | Against | For | Shareholder |
| 18 | Require Independent Lead Director | Against | For | Shareholder |

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|----|--|---------|-----|-------------|
| 19 | Establish SERP Policy | Against | For | Shareholder |
| 20 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

B&G FOODS, INC.

Ticker: BGS Security ID: 05508R106

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 21, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert C. Cantwell | For | For | Management |
| 1.2 | Elect Director James R. Chambers | For | For | Management |
| 1.3 | Elect Director Cynthia T. Jamison | For | For | Management |
| 1.4 | Elect Director Dennis M. Mullen | For | For | Management |
| 1.5 | Elect Director Alfred Poe | For | For | Management |
| 1.6 | Elect Director Stephen C. Sherrill | For | For | Management |
| 1.7 | Elect Director David L. Wenner | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |

BAXTER INTERNATIONAL INC.

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Ticker: BAX Security ID: 071813109

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Wayne T. Hockmeyer | For | For | Management |
| 2 | Elect Director Joseph B. Martin | For | For | Management |
| 3 | Elect Director Robert L. Parkinson | For | For | Management |
| 4 | Elect Director Thomas T. Stallkamp | For | For | Management |
| 5 | Elect Director Albert P.L. Stroucken | For | For | Management |
| 6 | Ratify Auditors | For | For | Management |

BRANDYWINE REALTY TRUST

Ticker: BDN Security ID: 105368203

Meeting Date: JUN 18, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Walter D'Alessio | For | For | Management |
| 1.2 | Elect Director D. Pike Aloian | For | For | Management |
| 1.3 | Elect Director Anthony A. Nichols, Sr. | For | For | Management |
| 1.4 | Elect Director Donald E. Axinn | For | For | Management |
| 1.5 | Elect Director Wyche Fowler | For | For | Management |

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| | | | | |
|-----|----------------------------------|-----|-----|------------|
| 1.6 | Elect Director Michael J. Joyce | For | For | Management |
| 1.7 | Elect Director Charles P. Pizzi | For | For | Management |
| 1.8 | Elect Director Gerard H. Sweeney | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

BRISTOL-MYERS SQUIBB CO.

Ticker: BMY Security ID: 110122108

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Lewis B. Campbell | For | For | Management |
| 2 | Elect Director James M. Cornelius | For | For | Management |
| 3 | Elect Director Louis J. Freeh | For | For | Management |
| 4 | Elect Director Laurie H. Glimcher | For | For | Management |
| 5 | Elect Director Michael Grobstein | For | For | Management |
| 6 | Elect Director Leif Johansson | For | For | Management |
| 7 | Elect Director Alan J. Lacey | For | For | Management |
| 8 | Elect Director Vicki L. Sato | For | For | Management |
| 9 | Elect Director Togo D. West, Jr. | For | For | Management |
| 10 | Elect Director R. Sanders Williams | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | Increase Disclosure of Executive Compensation | Against | Against | Shareholder |

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CAMDEN PROPERTY TRUST

Ticker: CPT Security ID: 133131102

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Richard J. Campo | For | For | Management |
| 1.2 | Elect Director William R. Cooper | For | For | Management |
| 1.3 | Elect Director Scott S. Ingraham | For | For | Management |
| 1.4 | Elect Director Lewis A. Levey | For | For | Management |
| 1.5 | Elect Director William B. McGuire, Jr. | For | For | Management |
| 1.6 | Elect Director William F. Paulsen | For | For | Management |
| 1.7 | Elect Director D. Keith Oden | For | For | Management |
| 1.8 | Elect Director F. Gardner Parker | For | For | Management |
| 1.9 | Elect Director Steven A. Webster | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

CEDAR SHOPPING CENTERS, INC.

Ticker: CDR Security ID: 150602209

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Meeting Date: SEP 12, 2007 Meeting Type: Special

Record Date: AUG 1, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Increase Authorized Common Stock | For | For | Management |
| 2 | Increase Authorized Preferred Stock | For | For | Management |

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

Meeting Date: MAY 28, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------|---------|-----------|------------|
| 1 | Elect Director S. H. Armacost | For | For | Management |
| 2 | Elect Director L. F. Deily | For | For | Management |
| 3 | Elect Director R. E. Denham | For | For | Management |
| 4 | Elect Director R. J. Eaton | For | For | Management |
| 5 | Elect Director S. Ginn | For | For | Management |
| 6 | Elect Director F. G. Jenifer | For | For | Management |
| 7 | Elect Director J. L. Jones | For | For | Management |
| 8 | Elect Director S. Nunn | For | For | Management |
| 9 | Elect Director D. J. O'Reilly | For | For | Management |
| 10 | Elect Director D. B. Rice | For | For | Management |
| 11 | Elect Director P. J. Robertson | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 12 | Elect Director K. W. Sharer | For | For | Management |
| 13 | Elect Director C. R. Shoemate | For | For | Management |
| 14 | Elect Director R. D. Sugar | For | For | Management |
| 15 | Elect Director C. Ware | For | For | Management |
| 16 | Ratify Auditors | For | For | Management |
| 17 | Increase Authorized Common Stock | For | For | Management |
| 18 | Require Independent Board Chairman | Against | Against | Shareholder |
| 19 | Adopt Human Rights Policy | Against | For | Shareholder |
| 20 | Report on Environmental Impact of Oil Sands Operations in Canada | Against | For | Shareholder |
| 21 | Adopt Quantitative GHG Goals for Products and Operations | Against | Against | Shareholder |
| 22 | Adopt Guidelines for Country Selection | Against | Against | Shareholder |
| 23 | Report on Market Specific Environmental Laws | Against | Against | Shareholder |

CHIMERA INVESTMENT CORP.

Ticker: CIM Security ID: 16934Q109

Meeting Date: MAY 20, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mark Abrams | For | For | Management |
| 1.2 | Elect Director Paul Donlin | For | For | Management |

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2 Ratify Auditors For For Management

 CHUBB CORP., THE

Ticker: CB Security ID: 171232101

Meeting Date: APR 29, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------------|---------|-----------|------------|
| 1 | Elect Director Zoe Baird | For | For | Management |
| 2 | Elect Director Sheila P. Burke | For | For | Management |
| 3 | Elect Director James I. Cash, Jr. | For | For | Management |
| 4 | Elect Director Joel J. Cohen | For | For | Management |
| 5 | Elect Director John D. Finnegan | For | For | Management |
| 6 | Elect Director Klaus J. Mangold | For | For | Management |
| 7 | Elect Director Martin G. McGuinn | For | For | Management |
| 8 | Elect Director Lawrence M. Small | For | For | Management |
| 9 | Elect Director Jess Soderberg | For | For | Management |
| 10 | Elect Director Daniel E. Somers | For | For | Management |
| 11 | Elect Director Karen Hastie Williams | For | For | Management |
| 12 | Elect Director Alfred W. Zollar | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |

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CLEAR CHANNEL COMMUNICATIONS, INC.

Ticker: CCU Security ID: 184502102

Meeting Date: MAY 27, 2008 Meeting Type: Annual

Record Date: APR 18, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Alan D. Feld | For | For | Management |
| 2 | Elect Director Perry J. Lewis | For | For | Management |
| 3 | Elect Director L. Lowry Mays | For | For | Management |
| 4 | Elect Director Mark P. Mays | For | For | Management |
| 5 | Elect Director Randall T. Mays | For | For | Management |
| 6 | Elect Director B. J. McCombs | For | For | Management |
| 7 | Elect Director Phyllis B. Riggins | For | For | Management |
| 8 | Elect Director Theodore H. Strauss | For | For | Management |
| 9 | Elect Director J. C. Watts | For | For | Management |
| 10 | Elect Director John H. Williams | For | For | Management |
| 11 | Elect Director John B. Zachry | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Adopt Policy for Engagement With Proponents of Shareholder Proposals | Against | For | Shareholder |
| | Supported by a Majority Vote | | | |
| 14 | Require Independent Compensation Committee | Against | For | Shareholder |
| 15 | Adopt Anti Gross-up Policy | Against | For | Shareholder |
| 16 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

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CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Harold W. McGraw III | For | For | Management |
| 2 | Elect Director James J. Mulva | For | For | Management |
| 3 | Elect Director Bobby S. Shackouls | For | For | Management |
| 4 | Declassify the Board of Directors | For | For | Management |
| 5 | Ratify Auditors | For | For | Management |
| 6 | Require Director Nominee Qualifications | Against | Against | Shareholder |
| 7 | Report on Indigenous Peoples Rights Policies | Against | Against | Shareholder |
| 8 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 9 | Report on Political Contributions | Against | For | Shareholder |
| 10 | Adopt Greenhouse Gas Emissions Goals for Products and Operations | Against | For | Shareholder |
| 11 | Report on Community Environmental Impacts of Operations | Against | Against | Shareholder |
| 12 | Report on Environmental Damage from Drilling in the National Petroleum | Against | For | Shareholder |

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Reserve

| | | | | |
|----|--|---------|---------|-------------|
| 13 | Report on Environmental Impact of Oil Sands Operations in Canada | Against | For | Shareholder |
| 14 | Report on Global Warming | Against | Against | Shareholder |

DISCOVER FINANCIAL SERVICES

Ticker: DFS Security ID: 254709108

Meeting Date: APR 10, 2008 Meeting Type: Annual

Record Date: FEB 11, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Jeffrey S. Aronin | For | For | Management |
| 2 | Elect Director Mary K. Bush | For | For | Management |
| 3 | Elect Director Gregory C. Case | For | For | Management |
| 4 | Elect Director Dennis D. Dammerman | For | For | Management |
| 5 | Elect Director Robert M. Devlin | For | For | Management |
| 6 | Elect Director Philip A. Laskawy | For | For | Management |
| 7 | Elect Director Michael H. Moskow | For | For | Management |
| 8 | Elect Director David W. Nelms | For | For | Management |
| 9 | Elect Director Michael L. Rankowitz | For | For | Management |
| 10 | Elect Director E. Follin Smith | For | For | Management |
| 11 | Elect Director Lawrence A. Weinbach | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |

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DUKE REALTY CORPORATION

Ticker: DRE Security ID: 264411505

Meeting Date: APR 30, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Barrington H. Branch | For | For | Management |
| 1.2 | Elect Director Geoffrey Button | For | For | Management |
| 1.3 | Elect Director William Cavanaugh III | For | For | Management |
| 1.4 | Elect Director Ngaire E. Cuneo | For | For | Management |
| 1.5 | Elect Director Charles R. Eitel | For | For | Management |
| 1.6 | Elect Director R. Glenn Hubbard, Ph.D. | For | For | Management |
| 1.7 | Elect Director M.C. Jischke, Ph.D. | For | For | Management |
| 1.8 | Elect Director L. Ben Lytle | For | For | Management |
| 1.9 | Elect Director Dennis D. Oklak | For | For | Management |
| 1.10 | Elect Director William O. Mccoy | For | For | Management |
| 1.11 | Elect Director Jack R. Shaw | For | For | Management |
| 1.12 | Elect Director Robert J. Woodward, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

E.I. DU PONT DE NEMOURS & CO.

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Ticker: DD Security ID: 263534109

Meeting Date: APR 30, 2008 Meeting Type: Annual

Record Date: MAR 5, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Richard H. Brown | For | For | Management |
| 1.2 | Elect Director Robert A. Brown | For | For | Management |
| 1.3 | Elect Director Bertrand P. Collomb | For | For | Management |
| 1.4 | Elect Director Curtis J. Crawford | For | For | Management |
| 1.5 | Elect Director Alexander M. Cutler | For | For | Management |
| 1.6 | Elect Director John T. Dillon | For | For | Management |
| 1.7 | Elect Director Eleuthere I. du Pont | For | For | Management |
| 1.8 | Elect Director Marillyn A. Hewson | For | For | Management |
| 1.9 | Elect Director Charles O. Holliday, Jr. | For | For | Management |
| 1.10 | Elect Director Lois D. Juliber | For | For | Management |
| 1.11 | Elect Director Sean O'Keefe | For | For | Management |
| 1.12 | Elect Director William K. Reilly | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Report on Plant Closures | Against | Against | Shareholder |
| 4 | Require Independent Board Chairman | Against | For | Shareholder |
| 5 | Report on Global Warming | Against | Against | Shareholder |
| 6 | Amend Human Rights Policies | Against | Against | Shareholder |
| 7 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

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EQUITY LIFESTYLE PROPERTIES INC

Ticker: ELS Security ID: 29472R108

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Philip C. Calian | For | For | Management |
| 1.2 | Elect Director Donald S. Chisholm | For | For | Management |
| 1.3 | Elect Director Thomas E. Dobrowski | For | For | Management |
| 1.4 | Elect Director Thomas P. Heneghan | For | For | Management |
| 1.5 | Elect Director Sheli Z. Rosenberg | For | For | Management |
| 1.6 | Elect Director Howard Walker | For | Withhold | Management |
| 1.7 | Elect Director Gary L. Waterman | For | For | Management |
| 1.8 | Elect Director Samuel Zell | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

EQUITY RESIDENTIAL

Ticker: EQR Security ID: 29476L107

Meeting Date: JUN 10, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|------|-----------------------------------|-----|-----|------------|
| 1.1 | Elect Trustee John W. Alexander | For | For | Management |
| 1.2 | Elect Trustee Charles L. Atwood | For | For | Management |
| 1.3 | Elect Trustee Stephen O. Evans | For | For | Management |
| 1.4 | Elect Trustee Boone A. Knox | For | For | Management |
| 1.5 | Elect Trustee John E. Neal | For | For | Management |
| 1.6 | Elect Trustee David J. Neithercut | For | For | Management |
| 1.7 | Elect Trustee Desiree G. Rogers | For | For | Management |
| 1.8 | Elect Trustee Sheli Z. Rosenberg | For | For | Management |
| 1.9 | Elect Trustee Gerald A. Spector | For | For | Management |
| 1.10 | Elect Trustee B. Joseph White | For | For | Management |
| 1.11 | Elect Trustee Samuel Zell | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

FOSTER WHEELER LTD

Ticker: FWLT Security ID: G36535139

Meeting Date: JAN 8, 2008 Meeting Type: Special

Record Date: NOV 19, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | INCREASE IN THE AUTHORIZED SHARE CAPITAL | For | For | Management |
| | OF THE COMPANY DESCRIBED IN THE PROXY | | | |
| | STATEMENT. | | | |

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FOSTER WHEELER LTD

Ticker: FWLT Security ID: G36535139

Meeting Date: MAY 6, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Jack A. Fusco | For | For | Management |
| 1.2 | Elect Director Edward G. Galante | For | For | Management |
| 1.3 | Elect Director Raymond J. Milchovich | For | For | Management |
| 2 | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP | For | For | Management |

AS FOSTER WHEELER LTD. S INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM FOR
2008 AND AUTHORIZATION OF THE BOARD,
THROUGH THE AUDIT COMMITTEE, TO SET THE
FIRM S REMUNERATION.

GAP, INC., THE

Ticker: GPS Security ID: 364760108

Meeting Date: JUN 2, 2008 Meeting Type: Annual

Record Date: APR 7, 2008

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director Howard P. Behar | For | For | Management |
| 1.2 | Elect Director Adrian D.P. Bellamy | For | For | Management |
| 1.3 | Elect Director Domenico De Sole | For | For | Management |
| 1.4 | Elect Director Donald G. Fisher | For | For | Management |
| 1.5 | Elect Director Doris F. Fisher | For | For | Management |
| 1.6 | Elect Director Robert J. Fisher | For | For | Management |
| 1.7 | Elect Director Penelope L. Hughes | For | For | Management |
| 1.8 | Elect Director Bob L. Martin | For | For | Management |
| 1.9 | Elect Director Jorge P. Montoya | For | For | Management |
| 1.10 | Elect Director Glenn K. Murphy | For | For | Management |
| 1.11 | Elect Director James M. Schneider | For | For | Management |
| 1.12 | Elect Director Mayo A. Shattuck, III | For | For | Management |
| 1.13 | Elect Director Kneeland C. Youngblood | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |

GENERAL GROWTH PROPERTIES, INC.

Ticker: GGP Security ID: 370021107

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|-----|-----------------------------------|---------|----------|-------------|
| 1.1 | Elect Director Matthew Bucksbaum | For | Withhold | Management |
| 1.2 | Elect Director Bernard Freibaum | For | Withhold | Management |
| 1.3 | Elect Director Beth Stewart | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Declassify the Board of Directors | Against | For | Shareholder |

GRUPO AEROPORTUARIO DEL CENTRO NORTE S.A.B. DE C.V.

Ticker: OMAB Security ID: 400501102

Meeting Date: APR 3, 2008 Meeting Type: Annual/Special

Record Date: MAR 6, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory Reports for the Period Ended December 31, 2007 | For | For | Management |
| 2 | Accept Tax Report in Accordance with Art. 28, Section IV of Stock Market Law | For | For | Management |
| 3 | Authorize Board to Ratify and Execute Approved Resolutions in Proposals I and II | For | For | Management |
| 4 | Approve Allocation of Income, Increase in Reserves, Allocation of Stock Repurchase Reserve and Dividends | For | For | Management |
| 5 | Approve Change in Dividends Policy | For | For | Management |

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| | | | | |
|---|---|-----|-----|------------|
| 6 | Elect Directors, Alternates and Chairs of Special Committees (Bundled) | For | For | Management |
| 7 | Approve Remuneration of Directors and Members of the Special Committees | For | For | Management |
| 8 | Amend Corporate Bylaws | For | For | Management |
| 9 | Authorize Board to Ratify and Execute Approved Resolutions | For | For | Management |

H. J. HEINZ CO.

Ticker: HNZ Security ID: 423074103

Meeting Date: AUG 15, 2007 Meeting Type: Annual

Record Date: JUN 6, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director W.R. Johnson | For | For | Management |
| 1.2 | Elect Director C.E. Bunch | For | For | Management |
| 1.3 | Elect Director L.S. Coleman, Jr. | For | For | Management |
| 1.4 | Elect Director J.G. Drosdick | For | For | Management |
| 1.5 | Elect Director E.E. Holiday | For | For | Management |
| 1.6 | Elect Director C. Kendle | For | For | Management |
| 1.7 | Elect Director D.R. O'Hare | For | For | Management |
| 1.8 | Elect Director N. Peltz | For | For | Management |
| 1.9 | Elect Director D.H. Reilley | For | For | Management |
| 1.10 | Elect Director L.C. Swann | For | For | Management |

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| | | | | |
|------|--|-----|-----|------------|
| 1.11 | Elect Director T.J. Usher | For | For | Management |
| 1.12 | Elect Director M.F. Weinstein | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Nonqualified Employee Stock Purchase Plan | For | For | Management |
| 4 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 5 | Reduce Supermajority Vote Requirement | For | For | Management |
| 6 | Reduce Supermajority Vote Requirement | For | For | Management |
| 7 | Company Specific--Provide Majority Vote for the Election of Directors | For | For | Management |

HARTFORD FINANCIAL SERVICES GROUP, INC., THE

Ticker: HIG Security ID: 416515104

Meeting Date: MAY 21, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Ramani Ayer | For | For | Management |
| 2 | Elect Director Ramon de Oliveira | For | For | Management |
| 3 | Elect Director Trevor Fetter | For | For | Management |
| 4 | Elect Director Edward J. Kelly, III | For | For | Management |
| 5 | Elect Director Paul G. Kirk, Jr. | For | For | Management |
| 6 | Elect Director Thomas M. Marra | For | For | Management |
| 7 | Elect Director Gail J. McGovern | For | For | Management |

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| | | | | |
|----|-----------------------------------|-----|-----|------------|
| 8 | Elect Director Michael G. Morris | For | For | Management |
| 9 | Elect Director Charles B. Strauss | For | For | Management |
| 10 | Elect Director H. Patrick Swygert | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |

HEALTH CARE REIT, INC.

Ticker: HCN Security ID: 42217K106

Meeting Date: MAY 1, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director William C. Ballard, Jr. | For | For | Management |
| 1.2 | Elect Director Peter J. Grua | For | For | Management |
| 1.3 | Elect Director R. Scott Trumbull | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

HERSHA HOSPITALITY TRUST

Ticker: HT Security ID: 427825104

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 31, 2008

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Donald J. Landry | For | For | Management |
| 1.2 | Elect Director Thomas S. Capello | For | For | Management |
| 1.3 | Elect Director Jay H. Shah | For | For | Management |
| 2 | Approve Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

HIGHLAND HOSPITALITY CORP

Ticker: HIH Security ID: 430141101

Meeting Date: JUL 12, 2007 Meeting Type: Special

Record Date: MAY 25, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |

HIGHWOODS PROPERTIES, INC.

Ticker: HIW Security ID: 431284108

Meeting Date: MAY 15, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas W. Adler | For | For | Management |
| 1.2 | Elect Director Kay N. Callison | For | For | Management |
| 1.3 | Elect Director O. Temple Sloan, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Declassify the Board of Directors | For | For | Management |

HOST HOTELS & RESORTS, INC.

Ticker: HST Security ID: 44107P104

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 27, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Roberts M. Baylis | For | For | Management |
| 2 | Elect Director Terence C. Golden | For | Against | Management |
| 3 | Elect Director Ann M. Korologos | For | For | Management |
| 4 | Elect Director Richard E. Marriott | For | For | Management |
| 5 | Elect Director Judith A. McHale | For | For | Management |
| 6 | Elect Director John B. Morse Jr | For | For | Management |
| 7 | Elect Director W. Edward Walter | For | For | Management |
| 8 | Ratify Auditors | For | For | Management |

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HUNTINGTON BANCSHARES INC.

Ticker: HBAN Security ID: 446150104

Meeting Date: APR 23, 2008 Meeting Type: Annual

Record Date: FEB 20, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Don M. Casto, III | For | For | Management |
| 1.2 | Elect Director Michael J. Endres | For | For | Management |
| 1.3 | Elect Director Wm. J. Lhota | For | For | Management |
| 1.4 | Elect Director David L. Porteous | For | For | Management |
| 2 | Declassify the Board of Directors | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

INTEL CORP.

Ticker: INTC Security ID: 458140100

Meeting Date: MAY 21, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Craig R. Barrett | For | For | Management |
| 2 | Elect Director Charlene Barshefsky | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 3 | Elect Director Carol A. Bartz | For | For | Management |
| 4 | Elect Director Susan L. Decker | For | For | Management |
| 5 | Elect Director Reed E. Hundt | For | For | Management |
| 6 | Elect Director Paul S. Otellini | For | For | Management |
| 7 | Elect Director James D. Plummer | For | For | Management |
| 8 | Elect Director David S. Pottruck | For | For | Management |
| 9 | Elect Director Jane E. Shaw | For | For | Management |
| 10 | Elect Director John L. Thornton | For | For | Management |
| 11 | Elect Director David B. Yoffie | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Amend Bylaws to Establish a Board Committee on Sustainability | Against | Against | Shareholder |

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101

Meeting Date: APR 29, 2008 Meeting Type: Annual

Record Date: FEB 29, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------|---------|-----------|------------|
| 1.1 | Elect Director C. Black | For | For | Management |
| 1.2 | Elect Director W.R. Brody | For | For | Management |
| 1.3 | Elect Director K.I. Chenault | For | For | Management |
| 1.4 | Elect Director M.L. Eskew | For | For | Management |
| 1.5 | Elect Director S.A. Jackson | For | For | Management |

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| | | | | |
|------|---|---------|---------|-------------|
| 1.6 | Elect Director L.A. Noto | For | For | Management |
| 1.7 | Elect Director J.W. Owens | For | For | Management |
| 1.8 | Elect Director S.J. Palmisano | For | For | Management |
| 1.9 | Elect Director J.E. Spero | For | For | Management |
| 1.10 | Elect Director S. Taurel | For | For | Management |
| 1.11 | Elect Director L.H. Zambrano | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Restore or Provide for Cumulative Voting | Against | For | Shareholder |
| 4 | Review Executive Compensation | Against | For | Shareholder |
| 5 | Amend Bylaws to Establish a Board Committee on Human Rights | Against | Against | Shareholder |
| 6 | Amend Bylaw -- Call Special Meetings | Against | For | Shareholder |
| 7 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: FEB 26, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mary Sue Coleman | For | For | Management |
| 1.2 | Elect Director James G. Cullen | For | For | Management |
| 1.3 | Elect Director Michael M.E. Johns | For | Withhold | Management |

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| | | | | |
|------|--|---------|----------|-------------|
| 1.4 | Elect Director Arnold G. Langbo | For | Withhold | Management |
| 1.5 | Elect Director Susan L. Lindquist | For | For | Management |
| 1.6 | Elect Director Leo F. Mullin | For | For | Management |
| 1.7 | Elect Director William D. Perez | For | Withhold | Management |
| 1.8 | Elect Director Christine A. Poon | For | For | Management |
| 1.9 | Elect Director Charles Prince | For | Withhold | Management |
| 1.10 | Elect Director Steven S. Reinemund | For | For | Management |
| 1.11 | Elect Director David Satcher | For | For | Management |
| 1.12 | Elect Director William C. Weldon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

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KRAFT FOODS INC

Ticker: KFT Security ID: 50075N104

Meeting Date: MAY 13, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ajay Banga | For | For | Management |
| 1.2 | Elect Director Jan Bennink | For | For | Management |
| 1.3 | Elect Director Myra M. Hart | For | For | Management |
| 1.4 | Elect Director Lois D. Juliber | For | For | Management |
| 1.5 | Elect Director Mark D. Ketchum | For | For | Management |
| 1.6 | Elect Director Richard A. Lerner | For | For | Management |
| 1.7 | Elect Director John C. Pope | For | For | Management |
| 1.8 | Elect Director Fredric G. Reynolds | For | For | Management |
| 1.9 | Elect Director Irene B. Rosenfeld | For | For | Management |
| 1.10 | Elect Director Mary L. Schapiro | For | For | Management |
| 1.11 | Elect Director Deborah C. Wright | For | For | Management |
| 1.12 | Elect Director Frank G. Zarb | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

LIMITED BRANDS

Ticker: LTD Security ID: 532716107

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Meeting Date: MAY 19, 2008 Meeting Type: Annual

Record Date: MAR 26, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Donna A. James | For | Withhold | Management |
| 1.2 | Elect Director Jeffrey H. Miro | For | Withhold | Management |
| 1.3 | Elect Director Jeffrey B. Swartz | For | Withhold | Management |
| 1.4 | Elect Director Raymond Zimmerman | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

MACERICH CO., THE

Ticker: MAC Security ID: 554382101

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: MAR 11, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Dana K. Anderson | For | For | Management |
| 2 | Elect Director Diana M. Laing | For | For | Management |
| 3 | Elect Director Stanley A. Moore | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | Declassify the Board of Directors | For | For | Management |

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MACQUARIE INFRASTRUCTURE CO LLC

Ticker: MIC Security ID: 55608B105

Meeting Date: MAY 27, 2008 Meeting Type: Annual

Record Date: APR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------------|------------|
| 1.1 | Elect Director Norman H. Brown, Jr. | For | Did Not Vote | Management |
| 1.2 | Elect Director George W. Carmany, III | For | Did Not Vote | Management |
| 1.3 | Elect Director William H. Webb | For | Did Not Vote | Management |
| 2 | Ratify Auditors | For | Did Not Vote | Management |

MATTEL, INC.

Ticker: MAT Security ID: 577081102

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: APR 4, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------|---------|-----------|------------|
| 1 | Elect Director Michael J. Dolan | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 2 | Elect Director Robert A. Eckert | For | For | Management |
| 3 | Elect Director Frances D. Fergusson | For | For | Management |
| 4 | Elect Director Tully M. Friedman | For | For | Management |
| 5 | Elect Director Dominic Ng | For | For | Management |
| 6 | Elect Director Vasant M. Prabhu | For | For | Management |
| 7 | Elect Director Andrea L. Rich | For | For | Management |
| 8 | Elect Director Ronald L. Sargent | For | For | Management |
| 9 | Elect Director Dean A. Scarborough | For | For | Management |
| 10 | Elect Director Christopher A. Sinclair | For | For | Management |
| 11 | Elect Director G. Craig Sullivan | For | For | Management |
| 12 | Elect Director Kathy Brittain White | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Report on Product Safety and Working Conditions | Against | Against | Shareholder |

MEDICAL PROPERTIES TRUST, INC

Ticker: MPW Security ID: 58463J304

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: APR 1, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Edward K. Aldag, Jr. | For | For | Management |
| 1.2 | Elect Director Virginia A. Clarke | For | For | Management |
| 1.3 | Elect Director G. Steven Dawson | For | For | Management |

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| | | | | |
|-----|--|-----|-----|------------|
| 1.4 | Elect Director R. Steven Hamner | For | For | Management |
| 1.5 | Elect Director Robert E. Holmes, Ph.D. | For | For | Management |
| 1.6 | Elect Director Sherry A. Kellett | For | For | Management |
| 1.7 | Elect Director William G. Mckenzie | For | For | Management |
| 1.8 | Elect Director L. Glenn Orr, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

MORGAN STANLEY

Ticker: MS Security ID: 617446448

Meeting Date: APR 8, 2008 Meeting Type: Annual

Record Date: FEB 8, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | Elect Director Roy J. Bostock | For | For | Management |
| 2 | Elect Director Erskine B. Bowles | For | For | Management |
| 3 | Elect Director Howard J. Davies | For | For | Management |
| 4 | Elect Director C. Robert Kidder | For | For | Management |
| 5 | Elect Director John J. Mack | For | For | Management |
| 6 | Elect Director Donald T. Nicolaisen | For | For | Management |
| 7 | Elect Director Charles H. Noski | For | For | Management |
| 8 | Elect Director Hutham S. Olayan | For | For | Management |
| 9 | Elect Director Charles E. Phillips, Jr. | For | For | Management |
| 10 | Elect Director Griffith Sexton | For | For | Management |
| 11 | Elect Director Laura D. Tyson | For | For | Management |

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| | | | | |
|----|--|---------|---------|-------------|
| 12 | Ratify Auditors | For | For | Management |
| 13 | Eliminate Supermajority Vote Requirement | For | For | Management |
| 14 | Approve Report of the Compensation Committee | Against | For | Shareholder |
| 15 | Report on Human Rights Investment Policies | Against | Against | Shareholder |

MOTOROLA, INC.

Ticker: MOT Security ID: 620076109

Meeting Date: MAY 5, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director G. Brown | For | For | Management |
| 1.2 | Elect Director D. Dorman | For | For | Management |
| 1.3 | Elect Director W. Hambrecht | For | For | Management |
| 1.4 | Elect Director J. Lewent | For | For | Management |
| 1.5 | Elect Director K. Meister | For | For | Management |
| 1.6 | Elect Director T. Meredith | For | For | Management |
| 1.7 | Elect Director N. Negroponte | For | For | Management |
| 1.8 | Elect Director S. Scott III | For | For | Management |
| 1.9 | Elect Director R. Sommer | For | For | Management |
| 1.10 | Elect Director J. Stengel | For | For | Management |
| 1.11 | Elect Director A. Vinciquerra | For | For | Management |

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| | | | | |
|------|--|---------|---------|-------------|
| 1.12 | Elect Director D. Warner III | For | For | Management |
| 1.13 | Elect Director J. White | For | For | Management |
| 1.14 | Elect Director M. White | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 4 | Claw-back of Payments under Restatements | Against | Against | Shareholder |
| 5 | Amend Human Rights Policies | Against | Against | Shareholder |

PFIZER INC.

Ticker: PFE Security ID: 717081103

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: FEB 28, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Dennis A. Ausiello | For | For | Management |
| 2 | Elect Director Michael S. Brown | For | For | Management |
| 3 | Elect Director M. Anthony Burns | For | For | Management |
| 4 | Elect Director Robert N. Burt | For | For | Management |
| 5 | Elect Director W. Don Cornwell | For | For | Management |
| 6 | Elect Director William H. Gray, III | For | For | Management |
| 7 | Elect Director Constance J. Horner | For | For | Management |
| 8 | Elect Director William R. Howell | For | For | Management |
| 9 | Elect Director James M. Kilts | For | For | Management |

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| | | | | |
|----|---------------------------------------|---------|---------|-------------|
| 10 | Elect Director Jeffrey B. Kindler | For | For | Management |
| 11 | Elect Director George A. Lorch | For | For | Management |
| 12 | Elect Director Dana G. Mead | For | For | Management |
| 13 | Elect Director Suzanne Nora Johnson | For | For | Management |
| 14 | Elect Director William C. Steere, Jr. | For | For | Management |
| 15 | Ratify Auditors | For | For | Management |
| 16 | Prohibit Executive Stock-Based Awards | Against | Against | Shareholder |
| 17 | Require Independent Board Chairman | Against | For | Shareholder |

PROGRESS ENERGY, INC.

Ticker: PGN Security ID: 743263105

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 7, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------------|---------|-----------|------------|
| 1 | Elect Director James E. Bostic | For | For | Management |
| 2 | Elect Director David L. Burner | For | For | Management |
| 3 | Elect Director Harris E. DeLoach, Jr. | For | For | Management |
| 4 | Elect Director William D. Johnson | For | For | Management |
| 5 | Elect Director Robert W. Jones | For | For | Management |
| 6 | Elect Director W. Steven Jones | For | For | Management |
| 7 | Elect Director E. Marie McKee | For | For | Management |
| 8 | Elect Director John H. Mullin, III | For | For | Management |
| 9 | Elect Director Charles W. Pryor, Jr. | For | For | Management |

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| | | | | |
|----|--|---------|-----|-------------|
| 10 | Elect Director Carlos A. Saladrigas | For | For | Management |
| 11 | Elect Director Theresa M. Stone | For | For | Management |
| 12 | Elect Director Alfred C. Tollison, Jr. | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |

PS BUSINESS PARKS, INC.

Ticker: PSB Security ID: 69360J107

Meeting Date: MAY 5, 2008 Meeting Type: Annual

Record Date: MAR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ronald L. Havner, Jr. | For | For | Management |
| 1.2 | Elect Director Joseph D. Russell, Jr. | For | For | Management |
| 1.3 | Elect Director R. Wesley Burns | For | For | Management |
| 1.4 | Elect Director Arthur M. Friedman | For | For | Management |
| 1.5 | Elect Director James H. Kropp | For | For | Management |
| 1.6 | Elect Director Harvey Lenkin | For | For | Management |
| 1.7 | Elect Director Michael V. Mcgee | For | For | Management |
| 1.8 | Elect Director Alan K. Pribble | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

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PUBLIC STORAGE

Ticker: PSA Security ID: 74460D109

Meeting Date: MAY 8, 2008 Meeting Type: Annual

Record Date: MAR 10, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Trustee B. Wayne Hughes | For | For | Management |
| 1.2 | Elect Trustee Ronald L. Havner, Jr. | For | For | Management |
| 1.3 | Elect Trustee Harvey Lenkin | For | For | Management |
| 1.4 | Elect Trustee Dann V. Angeloff | For | For | Management |
| 1.5 | Elect Trustee William C. Baker | For | For | Management |
| 1.6 | Elect Trustee John T. Evans | For | For | Management |
| 1.7 | Elect Trustee Uri P. Harkham | For | For | Management |
| 1.8 | Elect Trustee B. Wayne Hughes, Jr | For | For | Management |
| 1.9 | Elect Trustee Gary E. Pruitt | For | For | Management |
| 1.10 | Elect Trustee Daniel C. Staton | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

R. R. DONNELLEY & SONS CO.

Ticker: RRD Security ID: 257867101

Meeting Date: MAY 28, 2008 Meeting Type: Annual

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Record Date: APR 2, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Thomas J. Quinlan, III | For | For | Management |
| 2 | Elect Director Stephen M. Wolf | For | For | Management |
| 3 | Elect Director Lee A. Chaden | For | For | Management |
| 4 | Elect Director E.V. (Rick) Goings | For | For | Management |
| 5 | Elect Director Judith H. Hamilton | For | For | Management |
| 6 | Elect Director Thomas S. Johnson | For | For | Management |
| 7 | Elect Director John C. Pope | For | For | Management |
| 8 | Elect Director Michael T. Riordan | For | For | Management |
| 9 | Elect Director Oliver R. Sockwell | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Amend Omnibus Stock Plan | For | For | Management |
| 12 | Report on Sustainable Forestry | Against | Against | Shareholder |
| 13 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |

RAMCO-GERSHENSON PROPERTIES TRUST

Ticker: RPT Security ID: 751452202

Meeting Date: JUN 11, 2008 Meeting Type: Annual

Record Date: APR 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|-----|---|---------|-----|-------------|
| 1.1 | Elect Director Arthur H. Goldberg | For | For | Management |
| 1.2 | Elect Director Mark K. Rosenfeld | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Non-Employee Director Restricted Stock Plan | For | For | Management |
| 4 | Declassify the Board of Directors | Against | For | Shareholder |

SAFEWAY INC.

Ticker: SWY Security ID: 786514208

Meeting Date: MAY 14, 2008 Meeting Type: Annual

Record Date: MAR 17, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Steven A. Burd | For | For | Management |
| 2 | Elect Director Janet E. Grove | For | For | Management |
| 3 | Elect Director Mohan Gyani | For | For | Management |
| 4 | Elect Director Paul Hazen | For | For | Management |
| 5 | Elect Director Frank C. Herringer | For | For | Management |
| 6 | Elect Director Robert I. MacDonnell | For | For | Management |
| 7 | Elect Director Douglas J. MacKenzie | For | For | Management |
| 8 | Elect Director Kenneth W. Oder | For | For | Management |
| 9 | Elect Director Rebecca A. Stirn | For | For | Management |
| 10 | Elect Director William Y. Tauscher | For | For | Management |
| 11 | Elect Director Raymond G. Viault | For | For | Management |

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| | | | | |
|----|---------------------------------|---------|-----|-------------|
| 12 | Ratify Auditors | For | For | Management |
| 13 | Provide for Cumulative Voting | Against | For | Shareholder |
| 14 | Submit SERP to Shareholder Vote | Against | For | Shareholder |
| 15 | Adopt Policy on 10b5-1 Plans | Against | For | Shareholder |

SL GREEN REALTY CORP.

Ticker: SLG Security ID: 78440X101

Meeting Date: JUN 25, 2008 Meeting Type: Annual

Record Date: APR 4, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Marc Holliday | For | For | Management |
| 1.2 | Elect Director John S. Levy | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Qualified Employee Stock Purchase Plan | For | For | Management |

SPIRIT FINANCE CORPORATON

Ticker: SFC Security ID: 848568309

Meeting Date: JUL 2, 2007 Meeting Type: Annual

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Record Date: APR 23, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2.1 | Elect Director Morton H. Fleischer | For | For | Management |
| 2.2 | Elect Director Christopher H. Volk | For | For | Management |
| 2.3 | Elect Director Willie R. Barnes | For | For | Management |
| 2.4 | Elect Director Linda J. Blessing | For | For | Management |
| 2.5 | Elect Director Dennis E. Mitchem | For | For | Management |
| 2.6 | Elect Director Paul F. Oreffice | For | For | Management |
| 2.7 | Elect Director James R. Parish | For | For | Management |
| 2.8 | Elect Director Kenneth B. Roath | For | For | Management |
| 2.9 | Elect Director Casey J. Sylla | For | For | Management |
| 2.10 | Elect Director Shelby Yastrow | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |
| 4 | Adjourn Meeting | For | For | Management |

TIME WARNER CABLE INC.

Ticker: TWC Security ID: 88732J108

Meeting Date: MAY 29, 2008 Meeting Type: Annual

Record Date: APR 2, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director David C. Chang | For | For | Management |

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| | | | | |
|-----|---------------------------------------|-----|-----|------------|
| 1.2 | Elect Director James E. Copeland, Jr. | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

VENTAS, INC.

Ticker: VTR Security ID: 92276F100

Meeting Date: MAY 19, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Debra A. Cafaro | For | For | Management |
| 1.2 | Elect Director Douglas Crocker II | For | For | Management |
| 1.3 | Elect Director Ronald G. Geary | For | Withhold | Management |
| 1.4 | Elect Director Jay M. Gellert | For | For | Management |
| 1.5 | Elect Director Robert D. Reed | For | For | Management |
| 1.6 | Elect Director Sheli Z. Rosenberg | For | Withhold | Management |
| 1.7 | Elect Director James D. Shelton | For | For | Management |
| 1.8 | Elect Director Thomas C. Theobald | For | For | Management |
| 2 | Ratify Auditors | For | Against | Management |
| 3 | Eliminate the Board's Ability to grant | For | For | Management |

Waivers

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VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104

Meeting Date: MAY 1, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Richard L. Carrion | For | For | Management |
| 2 | Elect Director M. Frances Keeth | For | For | Management |
| 3 | Elect Director Robert W. Lane | For | For | Management |
| 4 | Elect Director Sandra O. Moose | For | For | Management |
| 5 | Elect Director Joseph Neubauer | For | For | Management |
| 6 | Elect Director Donald T. Nicolaisen | For | For | Management |
| 7 | Elect Director Thomas H. O'Brien | For | For | Management |
| 8 | Elect Director Clarence Otis, Jr. | For | For | Management |
| 9 | Elect Director Hugh B. Price | For | For | Management |
| 10 | Elect Director Ivan G. Seidenberg | For | For | Management |
| 11 | Elect Director John W. Snow | For | For | Management |
| 12 | Elect Director John R. Stafford | For | For | Management |
| 13 | Ratify Auditors | For | For | Management |
| 14 | Prohibit Executive Stock-Based Awards | Against | Against | Shareholder |
| 15 | Amend EEO Policy to Prohibit Discrimination based on Gender Identity | Against | Against | Shareholder |
| 16 | Require Independent Board Chairman | Against | Against | Shareholder |

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WACHOVIA CORP.

Ticker: WB Security ID: 929903102

Meeting Date: APR 22, 2008 Meeting Type: Annual

Record Date: FEB 14, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director John D. Baker, II | For | For | Management |
| 2 | Elect Director Peter C. Browning | For | For | Management |
| 3 | Elect Director John T. Casteen, III | For | For | Management |
| 4 | Elect Director Jerry Gitt | For | For | Management |
| 5 | Elect Director William H. Goodwin, Jr. | For | For | Management |
| 6 | Elect Director Maryellen C. Herringer | For | For | Management |
| 7 | Elect Director Robert A. Ingram | For | For | Management |
| 8 | Elect Director Donald M. James | For | For | Management |
| 9 | Elect Director Mackey J. McDonald | For | For | Management |
| 10 | Elect Director Joseph Neubauer | For | For | Management |
| 11 | Elect Director Timothy D. Proctor | For | For | Management |
| 12 | Elect Director Ernest S. Rady | For | For | Management |
| 13 | Elect Director Van L. Richey | For | For | Management |
| 14 | Elect Director Ruth G. Shaw | For | For | Management |
| 15 | Elect Director Lanty L. Smith | For | For | Management |
| 16 | Elect Director G. Kennedy Thompson | For | For | Management |
| 17 | Elect Director Dona Davis Young | For | For | Management |
| 18 | Ratify Auditors | For | For | Management |
| 19 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 20 | Report on Political Contributions | Against | For | Shareholder |

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21 Require Two Candidates for Each Board Against Against Shareholder
 Seat

 WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109

Meeting Date: MAY 9, 2008 Meeting Type: Annual

Record Date: MAR 12, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Pastora San Juan Cafferty | For | For | Management |
| 2 | Elect Director Frank M. Clark, Jr. | For | For | Management |
| 3 | Elect Director Patrick W. Gross | For | For | Management |
| 4 | Elect Director Thomas I. Morgan | For | For | Management |
| 5 | Elect Director John C. Pope | For | For | Management |
| 6 | Elect Director W. Robert Reum | For | For | Management |
| 7 | Elect Director Steven G. Rothmeier | For | For | Management |
| 8 | Elect Director David P. Steiner | For | For | Management |
| 9 | Elect Director Thomas H. Weidemeyer | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Repot on Political Contributions | Against | For | Shareholder |

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WYETH

Ticker: WYE Security ID: 983024100

Meeting Date: APR 24, 2008 Meeting Type: Annual

Record Date: MAR 3, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director Robert M. Amen | For | For | Management |
| 2 | Elect Director Michael J. Critelli | For | For | Management |
| 3 | Elect Director Robert Essner | For | For | Management |
| 4 | Elect Director John D. Feerick | For | For | Management |
| 5 | Elect Director Frances D. Fergusson | For | For | Management |
| 6 | Elect Director Victor F. Ganzi | For | For | Management |
| 7 | Elect Director Robert Langer | For | For | Management |
| 8 | Elect Director John P. Mascotte | For | For | Management |
| 9 | Elect Director Raymond J. McGuire | For | For | Management |
| 10 | Elect Director Mary Lake Polan | For | For | Management |
| 11 | Elect Director Bernard Poussot | For | For | Management |
| 12 | Elect Director Gary L. Rogers | For | For | Management |
| 13 | Elect Director John R. Torell III | For | For | Management |
| 14 | Ratify Auditors | For | For | Management |
| 15 | Amend Omnibus Stock Plan | For | For | Management |
| 16 | Amend Non-Employee Director Restricted Stock Plan | For | For | Management |
| 17 | Report on Political Contributions | Against | For | Shareholder |
| 18 | Claw-back of Payments under Restatements | Against | Against | Shareholder |

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XEROX CORP.

Ticker: XRX Security ID: 984121103

Meeting Date: MAY 22, 2008 Meeting Type: Annual

Record Date: MAR 24, 2008

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Glenn A. Britt | For | For | Management |
| 1.2 | Elect Director Ursula M. Burns | For | For | Management |
| 1.3 | Elect Director Richard J. Harrington | For | For | Management |
| 1.4 | Elect Director William Curt Hunter | For | For | Management |
| 1.5 | Elect Director Vernon E. Jordan, Jr. | For | For | Management |
| 1.6 | Elect Director Robert A. McDonald | For | For | Management |
| 1.7 | Elect Director Anne M. Mulcahy | For | For | Management |
| 1.8 | Elect Director N. J. Nicholas, Jr. | For | For | Management |
| 1.9 | Elect Director Ann N. Reese | For | For | Management |
| 1.10 | Elect Director Mary Agnes Wilderotter | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Adopt Majority Voting for Uncontested Election of Directors | For | For | Management |
| 4 | Report on Vendor Human Rights Standards | Against | Against | Shareholder |

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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.

DELAWARE INVESTMENTS DIVIDEND AND INCOME FUND, INC.

By: Patrick P. Coyne

Name: Patrick P. Coyne

Title: Chairman/President/

Chief Executive Officer

Date: August 25, 2008