

CHARTWELL DIVIDEND & INCOME FUND INC

Form N-PX

August 17, 2005

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

Form N-PX

Annual Report of Proxy Voting Record of  
Chartwell Dividend & Income Fund, Inc.

Investment Company Act File Number: 811-08747

Registrant  
Chartwell Dividend & Income Fund Inc  
1235 Westlakes Dr.  
Suite 400  
Berwyn, PA 19312-2416

Agent for Service  
Winthrop S. Jessup  
Chartwell Dividend & Income Fund, Inc.  
1235 Westlakes Dr.  
Suite 400  
Berwyn, PA 19312-2416  
Registrant's Telephone Number: (610) 296-1400

Date of Fiscal Year End: November 30

Date of Reporting Period: July 1, 2004 to June 30, 2005

# Edgar Filing: CHARTWELL DIVIDEND & INCOME FUND INC - Form N-PX

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Alcoa Inc.

Meeting Date: 04/22/05                      Annual Meeting

Ticker: AA                                      CUSIP: 013817101

1	Elect Directors	Management	For
1.1	Elect Director Joseph T. Gorman	Management	For
1.2	Elect Director Klaus Kleinfeld	Management	For
2	Ratify Auditors	Management	For

Altria Group, Inc.

Meeting Date: 04/28/05                      Annual Meeting

Ticker: MO                                      CUSIP: 02209S103

1	Elect Directors	Management	For
1.1	Elect Director Elizabeth E. Bailey	Management	For
1.2	Elect Director Harold Brown	Management	For
1.3	Elect Director Mathis Cabiallavetta	Management	For
1.4	Elect Director Louis C. Camilleri	Management	For
1.5	Elect Director J. Dudley Fishburn	Management	For
1.6	Elect Director Robert E. R. Huntley	Management	For
1.7	Elect Director Thomas W. Jones	Management	For
1.8	Elect Director George Munoz	Management	For
1.9	Elect Director Lucio A. Noto	Management	For
1.10	Elect Director John S. Reed	Management	For
1.11	Elect Director Carlos Slim Helu	Management	For
1.12	Elect Director Stephen M. Wolf	Management	For
2	Approve Omnibus Stock Plan	Management	For
3	Amend Non-Employee Director Stock Option Plan	Management	For
4	Ratify Auditors	Management	For
5	Eliminate Animal Testing	Shareholder	Against
6	Product Warnings for Pregnant Women	Shareholder	Against
7	Cease Use of Light and Ultra Light in Cigarette Marketing	Shareholder	Against
8	Apply Fire Safety Standards for Cigarettes	Shareholder	Against

AmSouth Bancorporation

Meeting Date: 04/21/05                      Annual Meeting

Ticker: ASO                                      CUSIP: 032165102

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Report on Political Contributions	Shareholder	Against

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Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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B&G Foods, Inc.

Meeting Date: 05/12/05

Ticker: BGF                      CUSIP: 05508R205

1	Elect Directors	Management	For
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Bank of America Corp.

Meeting Date: 04/27/05                      Annual Meeting

Ticker: BAC                      CUSIP: 060505104

1	Elect Directors	Management	For
1.1	Elect Director William Barnet, III	Management	For
1.2	Elect Director Charles W. Coker	Management	For
1.3	Elect Director John T. Collins	Management	For
1.4	Elect Director Gary L. Countryman	Management	For
1.5	Elect Director Paul Fulton	Management	For
1.6	Elect Director Charles K. Gifford	Management	For
1.7	Elect Director W. Steven Jones	Management	For
1.8	Elect Director Kenneth D. Lewis	Management	For
1.9	Elect Director Walter E. Massey	Management	For
1.10	Elect Director Thomas J. May	Management	For
1.11	Elect Director Patricia E. Mitchell	Management	For
1.12	Elect Director Edward L. Romero	Management	For
1.13	Elect Director Thomas M. Ryan	Management	For
1.14	Elect Director O. Temple Sloan, Jr.	Management	For
1.15	Elect Director Meredith R. Spangler	Management	For
1.16	Elect Director Robert L. Tillman	Management	For
1.17	Elect Director Jackie M. Ward	Management	For
2	Ratify Auditors	Management	For
3	Report on Political Contributions	Shareholder	Against
4	Director Nominee Amendment	Shareholder	Against

Bellsouth Corp.

Meeting Date: 04/25/05                      Annual Meeting

Ticker: BLS                      CUSIP: 079860102

1	Elect Directors	Management	For
1.1	Elect Director F. Duane Ackerman	Management	For
1.2	Elect Director Reuben V. Anderson	Management	For
1.3	Elect Director James H. Blanchard	Management	For
1.4	Elect Director J. Hyatt Brown	Management	For
1.5	Elect Director Armando M. Codina	Management	For
1.6	Elect Director Kathleen F. Feldstein	Management	For

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1.7 Elect Director James P. Kelly Management For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Bellsouth Corp. (continued)

1.8	Elect Director Leo F. Mullin	Management	For
1.9	Elect Director William S. Stavropoulos	Management	For
1.10	Elect Director Robin B. Smith	Management	For
2	Ratify Auditors	Management	For
3	Political Contributions	Shareholder	Against

Bimini Mortgage Management, Inc.

Meeting Date: 03/24/05 Annual Meeting

Ticker: BMM CUSIP: 09031E400

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Boston Properties Inc.

Meeting Date: 05/11/05 Annual Meeting

Ticker: BXP CUSIP: 101121101

1	Elect Directors	Management	For
1.1	Elect Director Lawrence S. Bacow	Management	For
1.2	Elect Director Zoe Baird	Management	For
1.3	Elect Director Alan J. Patricof	Management	For
1.4	Elect Director Martin Turchin	Management	For
2	Declassify the Board of Directors	Shareholder	Against

BRE Properties, Inc.

Meeting Date: 05/19/05 Annual Meeting

Ticker: BRE CUSIP: 05564E106

1	Elect Directors	Management	For
2	Increase Authorized Preferred Stock	Management	For
3	Ratify Auditors	Management	For

CarrAmerica Realty Corp.

Meeting Date: 04/28/05 Annual Meeting

Ticker: CRE CUSIP: 144418100

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1	Elect Directors	Management	For
1.1	Elect Director Andrew F. Brimmer	Management	For
1.2	Elect Director Bryce Blair	Management	For
1.3	Elect Director Joan Carter	Management	For
1.4	Elect Director Philip L. Hawkins	Management	For
1.5	Elect Director Robert E. Torray	Management	For
1.6	Elect Director Thomas A. Carr	Management	For
1.7	Elect Director Wesley S. Williams, Jr.	Management	For
2	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Citigroup Inc.

Meeting Date: 04/19/05 Annual Meeting

Ticker: C CUSIP: 172967101

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Amend Omnibus Stock Plan	Management	For
4	Limit/Prohibit Awards to Executives	Shareholder	Against
5	Report on Political Contributions	Shareholder	Against
6	Prohibit Chairman From Management Duties, Titles or Responsibilities	Shareholder	Against
7	Limit Executive Compensation	Shareholder	Against
8	Require a Majority Vote for the Election of Directors	Shareholder	Against
9	Review/Limit Executive Compensation	Shareholder	Against
10	Adopt Simple Majority Vote	Shareholder	Against

Citizens Communications Co.

Meeting Date: 05/26/05 Annual Meeting

Ticker: CZN CUSIP: 17453B101

1	Elect Directors	Management	For
2	Amend Omnibus Stock Plan	Management	For
3	Ratify Auditors	Management	For
4	Other Business	Management	For

Duke Realty Corporation

Meeting Date: 04/27/05 Annual Meeting

Ticker: DRE CUSIP: 264411505

1	Elect Directors	Management	For
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2	Approve Omnibus Stock Plan	Management	For
3	Amend Incentive Stock Option Plan	Management	For
4	Ratify Auditors	Management	For

Duquesne Light Holdings Inc

Meeting Date: 05/26/05                      Annual Meeting

Ticker: DQE                      CUSIP: 266233105

1	Elect Directors	Management	For
1.1	Elect Director Sigo Falk	Management	For
1.2	Elect Director David M. Kelly	Management	For
1.3	Elect Director John D. Turner	Management	For
2	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Fidelity National Financial, Inc.

Meeting Date: 06/22/05                      Annual Meeting

Ticker: FNF                      CUSIP: 316326107

1	Elect Directors	Management	For
1.1	Elect Director William P. Foley, II	Management	For
1.2	Elect Director Frank P. Willey	Management	For
1.3	Elect Director Terry N. Christensen	Management	For
1.4	Elect Director Thomas M. Hagerty	Management	For
2	Ratify Auditors	Management	For

Flextronics International Ltd.

Meeting Date: 09/23/04                      Annual Meeting

Ticker: FLEX                      CUSIP: Y2573F102

Meeting for Holders of ADRs

1	Elect Directors	Management	For
2	Re-Appointment of Patrick Foley As A Director of the Company.	Management	For
3	Ratify Auditors	Management	For
4	To Approve an Amendment to the Company's 1997 Employee Share Purchase Plan.	Management	For
5	To Approve Amendments to the Company's 2001 Equity Incentive Plan.	Management	For
6	To Approve an Amendment to the Company's 2001 Equity Incentive Plan to Allow for		

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	Issuances of Stock Bonuses.	Management	For
7	To Approve the Consolidation of Ordinary Shares Available Under Our Assumed Plans into Our 2001 Equity Incentive Plan.	Management	For
8	To Approve the Authorization for the Directors of the Company to Allot and Issue Ordinary Shares.	Management	For
9	To Approve the Authorization for the Company to Provide \$37,200 of Annual Cash Compensation to Each of Its Non-Employee Directors.	Management	For
10	To Approve the Authorization for the Company to Provide an Additional \$10,000 of Annual Cash Compensation for Each of Its Non-Employee Directors for Committee Participation.	Management	For
11	To Approve the Authorization of the Proposed Renewal of the Share Repurchase Mandate Relating to Acquisitions by the Company of Its Own Issued Ordinary Shares.	Management	For
12	To Approve the Authorization of the Proposal Approval of A Bonus Issue.	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Friedman, Billings, Ramsey, Group, Inc.

Meeting Date: 06/09/05                      Annual Meeting

Ticker: FBR                      CUSIP: 358434108

1	Elect Directors	Management	For
1.1	Elect Director Eric F. Billings	Management	For
1.2	Elect Director W. Russell Ramsey	Management	For
1.3	Elect Director Daniel J. Altobello	Management	For
1.4	Elect Director Peter A. Gallagher	Management	For
1.5	Elect Director Stephen D. Harlan	Management	For
1.6	Elect Director Russell C. Lindner	Management	For
1.7	Elect Director Wallace L. Timmeny	Management	For
1.8	Elect Director John T. Wall	Management	For
2	Ratify Auditors	Management	For

General Electric Co.

Meeting Date: 04/27/05                      Annual Meeting

Ticker: GE                      CUSIP: 369604103

1	Elect Directors	Management	For
1.1	Elect Director James I. Cash, Jr.	Management	For
1.2	Elect Director William M. Castell	Management	For

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1.3	Elect Director Dennis D. Dammerman	Management	For
1.4	Elect Director Ann M. Fudge	Management	For
1.5	Elect Director Claudio X. Gonzalez	Management	For
1.6	Elect Director Jeffrey R. Immelt	Management	For
1.7	Elect Director Andrea Jung	Management	For
1.8	Elect Director Alan G. Lafley	Management	For
1.9	Elect Director Ralph S. Larsen	Management	For
1.10	Elect Director Rochelle B. Lazarus	Management	For
1.11	Elect Director Sam Nunn	Management	For
1.12	Elect Director Roger S. Penske	Management	For
1.13	Elect Director Robert J. Swieringa	Management	For
1.14	Elect Director Douglas A. Warner III	Management	For
1.15	Elect Director Robert C. Wright	Management	For
2	Ratify Auditors	Management	For
3	Provide for Cumulative Voting	Shareholder	Against
4	Report on Nuclear Fuel Storage Risks	Shareholder	Against
5	Report on PCB Clean-up Costs	Shareholder	Against
6	Adopt Policy on Overboarded Directors	Shareholder	Against
7	Prepare a Sustainability Report	Shareholder	Against
8	Political Contributions/Activities	Shareholder	Against
9	Eliminate Animal Testing	Shareholder	Against

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Halliburton Co.

Meeting Date: 05/18/05                      Annual Meeting

Ticker: HAL                      CUSIP: 406216101

1	Elect Directors	Management	For
1.1	Elect Director Robert L. Crandall	Management	For
1.2	Elect Director Kenneth T. Derr	Management	For
1.3	Elect Director S. Malcolm Gillis	Management	For
1.4	Elect Director W.R. Howell	Management	For
1.5	Elect Director Ray L. Hunt	Management	For
1.6	Elect Director David J. Lesar	Management	For
1.7	Elect Director J. Landis Martin	Management	For
1.8	Elect Director Jay A. Precourt	Management	For
1.9	Elect Director Debra L. Reed	Management	For
2	Ratify Auditors	Management	For
3	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Shareholder	Against
4	Require a Majority Vote for the Election of Directors	Shareholder	Against

Homebanc Corp.

Meeting Date: 05/25/05                      Annual Meeting

Ticker: HMB                      CUSIP: 43738R109

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1	Elect Directors	Management	For
2	Approve Restricted Stock Plan	Management	For

iStar Financial Inc.

Meeting Date: 05/25/05 Annual Meeting

Ticker: SFI CUSIP: 45031U101

1	Elect Directors	Management	For
2	Amend Stock Option Plan	Management	For
3	Ratify Auditors	Management	For

Kerr-McGee Corp.

Meeting Date: 06/07/05 Annual Meeting

Ticker: KMG CUSIP: 492386107

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Approve Omnibus Stock Plan	Management	For
4	Increase Authorized Common Stock	Management	For
5	Establish Office of the Board of Directors	Shareholder	Against

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Loews Corp.

Meeting Date: 05/10/05 Annual Meeting

Ticker: LTR CUSIP: 540424207

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Amend Stock Option Plan	Management	For
4	Amend Executive Incentive Bonus Plan	Management	For
5	Provide for Cumulative Voting	Shareholder	Against
6	Report on Political Contributions	Shareholder	Against
7	Support Legislation and Make Public Statements on Environmental Tobacco Smoke	Shareholder	Against
8	Apply Fire Safety Standards for Cigarettes	Shareholder	Against

Lyondell Chemical Co.

Meeting Date: 11/30/04 Special Meeting

Ticker: LYO CUSIP: 552078107

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1	Approve Merger Agreement	Management	For
2	Increase Authorized Common Stock	Management	For
3	Amend Omnibus Stock Plan	Management	For

Mack-Cali Realty Corp.

Meeting Date: 06/23/05                      Annual Meeting

Ticker: CLI                      CUSIP: 554489104

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Require a Majority Vote for the Election of Directors	Shareholder	Against

Montpelier Re Holdings Ltd

Meeting Date: 05/20/05                      Annual Meeting

CUSIP: G62185106

Meeting for Holders of ADR's

1	Elect Directors	Management	For
1.1	Elect Director Raymond Barrette	Management	For
1.2	Elect Director Steven J. Gilbert	Management	For
1.3	Elect Director John D. Gillespie	Management	For
1.4	Elect Director William L. Spiegel	Management	For
1.5	Elect Director Anthony Taylor	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Montpelier Re Holdings Ltd (continued)

1.6	Elect Director T.G. Story Busher	Management	For
1.7	Elect Director C.R. Fletcher, III	Management	For
1.8	Elect Director Kernan V. Oberting	Management	For
2	To Appoint Pricewaterhousecoopers of Hamilton, Bermuda As the Company's Independent Registered Public Accounting Firm for 2005 and to Authorize the Company's Board, Acting by the Company's Audit Committee, to Set Their Remuneration.	Management	For

New Century Financial Corp.

Meeting Date: 05/17/05                      Annual Meeting

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Ticker: NEW                      CUSIP: 6435EV108

1	Elect Directors	Management	For
2	Amend Omnibus Stock Plan	Management	For
3	Ratify Auditors	Management	For

New York Community Bancorp, Inc.

Meeting Date: 06/01/05                      Annual Meeting

Ticker: NYB                      CUSIP: 649445103

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Occidental Petroleum Corp.

Meeting Date: 05/06/05                      Annual Meeting

Ticker: OXY                      CUSIP: 674599105

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Approve Omnibus Stock Plan	Management	For
4	Proposal Regarding Board Sponsored Proposals	Shareholder	Against
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Shareholder	Against

Packaging Corporation of America

Meeting Date: 05/04/05                      Annual Meeting

Ticker: PKG                      CUSIP: 695156109

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Amend Omnibus Stock Plan	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Pfizer Inc.

Meeting Date: 04/28/05                      Annual Meeting

Ticker: PFE                      CUSIP: 717081103

1	Elect Directors	Management	For
1.1	Elect Director Michael S. Brown	Management	For
1.2	Elect Director M. Anthony Burns	Management	For

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1.3	Elect Director Robert N. Burt	Management	For
1.4	Elect Director W. Don Cornwell	Management	For
1.5	Elect Director William H. Gray III	Management	For
1.6	Elect Director Constance J. Horner	Management	For
1.7	Elect Director William R. Howell	Management	For
1.8	Elect Director Stanley O. Ikenberry	Management	For
1.9	Elect Director George A. Lorch	Management	For
1.10	Elect Director Henry A. McKinnell	Management	For
1.11	Elect Director Dana G. Mead	Management	For
1.12	Elect Director Ruth J. Simmons	Management	For
1.13	Elect Director William C. Steere, Jr.	Management	For
1.14	Elect Director Jean-Paul Valles	Management	For
2	Ratify Auditors	Management	For
3	Establish Term Limits for Directors	Shareholder	Against
4	Report on Pharmaceutical Price Restraint	Shareholder	Against
5	Review and Report on Drug Reimportation Policy	Shareholder	Against
6	Report on Political Contributions	Shareholder	Against
7	Report on Product Availability in Canada	Shareholder	Against
8	Separate Chairman and CEO Positions	Shareholder	Against

Reckson Associates Realty Corp.

Meeting Date: 05/19/05                      Annual Meeting

Ticker: RA                      CUSIP: 75621K106

1	Elect Directors	Management	For
2	Increase Authorized Common Stock	Management	For
3	Approve Omnibus Stock Plan	Management	For
4	Ratify Auditors	Management	For

Regal Entertainment Group

Meeting Date: 05/11/05                      Annual Meeting

Ticker: RGC                      CUSIP: 758766109

1	Elect Directors	Management	For
2	Amend Omnibus Stock Plan	Management	For
3	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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SBC Communications Inc.

Meeting Date: 04/29/05                      Annual Meeting

Ticker: SBC                      CUSIP: 78387G103

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1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Approve Nonqualified Employee Stock Purchase Plan	Management	For
4	Report on Political Contributions	Shareholder	Against
5	Report on Executive Compensation	Shareholder	Against
6	Performance- Based/Indexing Options	Shareholder	Against
7	Adopt Simple Majority Vote	Shareholder	Against

Schlumberger Ltd.

Meeting Date: 04/13/05                      Annual Meeting

Ticker: SLB                      CUSIP: 806857108

Meeting for Holders of ADR's

1	Elect Directors	Management	For
1.1	Elect Director J. Deutch	Management	For
1.2	Elect Director J.S. Gorelick	Management	For
1.3	Elect Director A. Gould	Management	For
1.4	Elect Director T. Isaac	Management	For
1.5	Elect Director A. Lajous	Management	For
1.6	Elect Director A. Levy-Lang	Management	For
1.7	Elect Director M.E. Marks	Management	For
1.8	Elect Director D. Primat	Management	For
1.9	Elect Director T.I. Sandvold	Management	For
1.10	Elect Director N. Seydoux	Management	For
1.11	Elect Director L.G. Stuntz	Management	For
1.12	Elect Director R. Talwar	Management	For
2	Adoption and Approval of Financials and Dividends	Management	For
3	Adoption of Mandatory Amendments to the Articles of Incorporation	Management	For
4	Adoption of Voluntary Amendments to the Articles of Incorporation	Management	For
5	Approval of Adoption of the Schlumberger 2005 Option Plan	Management	For
6	Approval of Adoption of an Amendment to the Schlumberger Discounted Stock Purchase Plan	Management	For
7	Approval of Independent Registered Public Accounting Firm	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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SEI Daily Income Trust

Meeting Date: 10/27/04                      Special Meeting

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CUSIP: 783965403                      08/17/04      5,836,165

1	Elect Directors	Management	For
1.1	Elect Director Rosemarie B. Greco	Management	For
1.2	Elect Director Nina Lesavoy	Management	For
1.3	Elect Director James M. Williams	Management	For

Solelectron Corp.

Meeting Date: 01/13/05                      Annual Meeting

Ticker: SLR                      CUSIP: 834182107

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

The Bank of New York Co., Inc.

Meeting Date: 04/12/05                      Annual Meeting

Ticker: BK                      CUSIP: 064057102

1	Elect Directors	Management	For
1.1	Elect Director Frank J. Biondi Jr.	Management	For
1.2	Elect Director Nicholas M. Donofrio	Management	For
1.3	Elect Director Gerald L. Hassell	Management	For
1.4	Elect Director Richard J. Kogan	Management	For
1.5	Elect Director Michael J. Kowalski	Management	For
1.6	Elect Director John A. Luke Jr.	Management	For
1.7	Elect Director John C. Malone	Management	For
1.8	Elect Director Paul Myners	Management	For
1.9	Elect Director Catherine A.Rein	Management	For
1.10	Elect Director Thomas A. Renyi	Management	For
1.11	Elect Director William C. Richardson	Management	For
1.12	Elect Director Brian L. Roberts	Management	For
1.13	Elect Director Samuel C. Scott	Management	For
2	Ratify Auditors	Management	For
3	Provide for Cumulative Voting	Shareholder	Against
4	Limit Executive Compensation	Shareholder	Against

The Dow Chemical Company

Meeting Date: 05/12/05                      Annual Meeting

Ticker: DOW                      CUSIP: 260543103

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Report on Persistent Bioaccumulative and Toxic Chemicals	Shareholder	Against

Chartwell Dividend & Income Fund, Inc.

Proposal

Proposed by

Management Position

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The Hartford Financial Services Group, Inc.

Meeting Date: 05/18/05                      Annual Meeting

Ticker: HIG                      CUSIP: 416515104

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Approve Omnibus Stock Plan	Management	For
4	Amend Executive Incentive Bonus Plan	Management	For

U.S. Bancorp

Meeting Date: 04/19/05                      Annual Meeting

Ticker: USB                      CUSIP: 902973304

1	Elect Directors	Management	For
1.1	Elect Director Joel W. Johnson	Management	For
1.2	Elect Director David B. O'Maley	Management	For
1.3	Elect Director O'Dell M. Owens MD, MPH	Management	For
1.4	Elect Director Craig D. Schnuck	Management	For
1.5	Elect Director Warren R. Staley	Management	For
2	Ratify Auditors	Management	For
3	Reduce Supermajority Vote Requirement	Management	For
4	Performance- Based/Indexed Options	Shareholder	Against
5	Prohibit Auditor from Providing Non-Audit Services	Shareholder	Against

Washington Mutual, Inc

Meeting Date: 04/19/05                      Annual Meeting

Ticker: WM                      CUSIP: 939322103

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Weyerhaeuser Co.

Meeting Date: 04/21/05                      Annual Meeting

Ticker: WY                      CUSIP: 962166104

1	Elect Directors	Management	For
1.1	Elect Director D. Michael Stewart	Management	For
1.2	Elect Director Martha R. Ingram	Management	For
1.3	Elect Director John I. Kieckhefer	Management	For
1.4	Elect Director Arnold G. Langbo	Management	For
1.5	Elect Director Charles R. Williamson	Management	For

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Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position	
Weyerhaeuser Co. (continued)			
2	Expense Stock Options	Shareholder	Against
3	Declassify the Board of Directors	Shareholder	Against
4	Performance- Based/Indexing Options	Shareholder	Against
5	Report on Eliminating the Purchase of Timber from National Forests	Shareholder	Against
6	Ratify Auditors	Management	For

Signatures

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

Chartwell Dividend & Income Fund, Inc.

By: /s/ Winthrop S. Jessup  
President  
Date: August 17, 2005