



Edgar Filing: CLAYMORE DIVIDEND & INCOME FUND - Form SC 13D/A

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This statement constitutes Amendment #7 to the schedule 13d filed April 20, 2009. Except as specifically set forth herein, the Schedule 13d remains unmodified.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As per the June 5, 2009 press release regarding the 1 for 5 reverse split, there are 9,079,884 of common stock outstanding. The percentage set forth in item 5 was derived using such number. Bulldog Investors, Phillip Goldstein and Andrew Dakos beneficially own an aggregate of 1,425,695 shares of DCS or 15.70% of the outstanding shares. Power to dispose of and vote securities resides either with Mr. Goldstein, Mr. Dakos or with clients.

c) Since the last Filing on 8/24/09 the following shares of DCS were bought:

| Date     | Shares | Price     |
|----------|--------|-----------|
| 08/24/09 | 9,772  | \$12.8271 |
| 08/25/09 | 20,165 | \$12.9907 |
| 08/26/09 | 600    | \$13.0017 |
| 08/27/09 | 11,575 | \$12.9719 |
| 08/28/09 | 25,292 | \$13.0996 |
| 08/31/09 | 25,085 | \$12.9596 |
| 09/01/09 | 13,777 | \$12.9206 |
| 09/02/09 | 1,000  | \$12.6540 |
| 09/03/09 | 786    | \$12.6843 |
| 09/04/09 | 800    | \$12.7900 |
| 09/09/09 | 5,518  | \$13.1255 |

d) Beneficiaries of managed accounts are entitled to receive any dividends or sales proceeds.

e) NA

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.  
None.

Item 7. MATERIAL TO BE FILED AS EXHIBITS  
none

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: 9/10/09

By: /s/ Phillip Goldstein  
Name: Phillip Goldstein

By: /S/ Andrew Dakos  
Name: Andrew Dakos