

DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC
Form N-PX
August 30, 2017

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 |
| Date of fiscal year end: | November 30 |
| Date of reporting period: | July 1, 2016 - June 30, 2017 |

ITEM 1. PROXY VOTING RECORD.

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

===== Delaware Investments Dividend and Income Fund, Inc. =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100

Meeting Date: APR 28, 2017 Meeting Type: Annual

Record Date: MAR 01, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|------------|
| 1.1 | Elect Director Robert J. Alpern | For | For | Management |
| 1.2 | Elect Director Roxanne S. Austin | For | For | Management |
| 1.3 | Elect Director Sally E. Blount | For | For | Management |
| 1.4 | Elect Director Edward M. Liddy | For | For | Management |
| 1.5 | Elect Director Nancy McKinstry | For | For | Management |
| 1.6 | Elect Director Phebe N. Novakovic | For | For | Management |
| 1.7 | Elect Director William A. Osborn | For | For | Management |
| 1.8 | Elect Director Samuel C. Scott, III | For | For | Management |
| 1.9 | Elect Director Daniel J. Starks | For | For | Management |
| 1.10 | Elect Director Glenn F. Tilton | For | For | Management |
| 1.11 | Elect Director Miles D. White | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Approve Omnibus Stock Plan | For | For | Management |
| 6 | Amend Nonqualified Employee Stock | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Purchase Plan

7 Require Independent Board Chairman Against Against Shareholder

ADO PROPERTIES S.A.

Ticker: ADJ Security ID: L0120V103

Meeting Date: MAY 02, 2017 Meeting Type: Special

Record Date: APR 18, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Amend Article 1 Re: Textual Change | For | For | Management |
| 2 | Amend Article 3 Re: Change of registered office within the Grand Duchy of Luxembourg | For | For | Management |
| 3 | Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 750 million | For | Against | Management |
| 4 | Amend Article 6 Re: Access to Documents | For | For | Management |
| 5 | Amend Article 7 Re: Waiving of Voting Rights | For | For | Management |
| 6 | Amend Article 8 Re: Decisive Vote Board Chairman | For | For | Management |
| 7 | Amend Article 8 Re: Delegation of Powers | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|--|-----|-----|------------|
| 8 | Amend Article 10 Re: Clarify dealing in case of Conflicts of Interest in line with applicable Luxembourg Law | For | For | Management |
| 9 | Amend Article 12 Re: Official Gazette | For | For | Management |
| 10 | Amend Article 13 Re: Date of Annual General Meeting | For | For | Management |

ADO PROPERTIES S.A.

Ticker: ADJ Security ID: L0120V103

Meeting Date: MAY 02, 2017 Meeting Type: Annual

Record Date: APR 18, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Receive Directors' and Auditor's Reports (Non-Voting) | None | None | Management |
| 2 | Approve Financial Statements | For | For | Management |
| 3 | Approve Consolidated Financial Statements and Statutory Reports | For | For | Management |
| 4 | Approve Allocation of Income and Dividends | For | For | Management |
| 5 | Elect Jorn Stobb as Independent Director | For | For | Management |
| 6 | Approve Increase of Fixed Annual Fees of Independent Board Members | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|--|-----|-----|------------|
| 7 | Approve Discharge of Directors | For | For | Management |
| 8 | Renew Appointment of KPMG Luxembourg as Auditor | For | For | Management |

ALSTRIA OFFICE REIT-AG

Ticker: AOX Security ID: D0378R100

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date: APR 24, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1 | Receive Financial Statements and Statutory Reports for Fiscal 2016 (Non-Voting) | None | None | Management |
| 2 | Approve Allocation of Income and Dividends of EUR 0.52 per Share | For | For | Management |
| 3 | Approve Discharge of Management Board for Fiscal 2016 | For | For | Management |
| 4 | Approve Discharge of Supervisory Board for Fiscal 2016 | For | For | Management |
| 5.1 | Ratify Deloitte as Auditors for Fiscal 2017 | For | For | Management |
| 5.2 | Ratify Deloitte as Auditors for the First Half of Fiscal 2017 | For | For | Management |
| 5.3 | Ratify Deloitte as Auditors for the | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Period until the 2018 AGM

| | | | | |
|------|--|-----|-----|------------|
| 6 | Elect Bernhard Duettmann to the Supervisory Board | For | For | Management |
| 7 | Approve Remuneration System for Management Board Members | For | For | Management |
| 8 | Approve Remuneration of Supervisory Board | For | For | Management |
| 9 | Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares | For | For | Management |
| 10.1 | Approve Creation of EUR 30.6 Million Pool of Capital with Preemptive Rights | For | For | Management |
| 10.2 | Exclude Preemptive Rights up to 5 percent of Share Capital Against Contributions in Cash for the Capital Pool proposed under Item 10.1 | For | For | Management |
| 10.3 | Exclude Preemptive Rights up to 5 percent of Share Capital Against Contributions in Cash or in Kind for the Capital Pool proposed under Item 10.1 | For | For | Management |
| 11 | Approve Issuance of Convertible Profit-Sharing Certificates without Preemptive Rights up to an Aggregate Nominal Amount of EUR 1 Million to Employees of the Company; Approve Creation of EUR 1 Million Pool of Capital to Guarantee Conversion Rights | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

AMERICAN HOMES 4 RENT

Ticker: AMH Security ID: 02665T306

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date: MAR 07, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director B. Wayne Hughes | For | For | Management |
| 1.2 | Elect Director David P. Singelyn | For | For | Management |
| 1.3 | Elect Director John 'Jack' Corrigan | For | For | Management |
| 1.4 | Elect Director Dann V. Angeloff | For | For | Management |
| 1.5 | Elect Director Douglas N. Benham | For | For | Management |
| 1.6 | Elect Director Tamara Hughes Gustavson | For | For | Management |
| 1.7 | Elect Director Matthew J. Hart | For | For | Management |
| 1.8 | Elect Director James H. Kropp | For | For | Management |
| 1.9 | Elect Director Kenneth M. Woolley | For | For | Management |
| 2 | Ratify Ernst & Young, LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

AMERICAN WATER WORKS COMPANY, INC.

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: AWK Security ID: 030420103

Meeting Date: MAY 12, 2017 Meeting Type: Annual

Record Date: MAR 16, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Julie A. Dobson | For | For | Management |
| 1b | Elect Director Paul J. Evanson | For | For | Management |
| 1c | Elect Director Martha Clark Goss | For | For | Management |
| 1d | Elect Director Veronica M. Hagen | For | For | Management |
| 1e | Elect Director Julia L. Johnson | For | For | Management |
| 1f | Elect Director Karl F. Kurz | For | For | Management |
| 1g | Elect Director George MacKenzie | For | For | Management |
| 1h | Elect Director Susan N. Story | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Approve Nonqualified Employee Stock Purchase Plan | For | For | Management |
| 6 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |

APARTMENT INVESTMENT AND MANAGEMENT COMPANY

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: AIV Security ID: 03748R101

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: FEB 24, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------|-----------|------------|
| 1.1 | Elect Director Terry Considine | For | For | Management |
| 1.2 | Elect Director Thomas L. Keltner | For | For | Management |
| 1.3 | Elect Director J. Landis Martin | For | For | Management |
| 1.4 | Elect Director Robert A. Miller | For | For | Management |
| 1.5 | Elect Director Kathleen M. Nelson | For | For | Management |
| 1.6 | Elect Director Michael A. Stein | For | For | Management |
| 1.7 | Elect Director Nina A. Tran | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

ARCHER-DANIELS-MIDLAND COMPANY

Ticker: ADM Security ID: 039483102

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date: MAR 13, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Alan L. Boeckmann | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|------|---|----------|----------|------------|
| 1.2 | Elect Director Terrell K. Crews | For | For | Management |
| 1.3 | Elect Director Pierre Dufour | For | For | Management |
| 1.4 | Elect Director Donald E. Felsing | For | For | Management |
| 1.5 | Elect Director Suzan F. Harrison | For | For | Management |
| 1.6 | Elect Director Juan R. Luciano | For | For | Management |
| 1.7 | Elect Director Patrick J. Moore | For | For | Management |
| 1.8 | Elect Director Francisco J. Sanchez | For | For | Management |
| 1.9 | Elect Director Debra A. Sandler | For | For | Management |
| 1.10 | Elect Director Daniel T. Shih | For | For | Management |
| 1.11 | Elect Director Kelvin R. Westbrook | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

ASHFORD HOSPITALITY TRUST, INC.

Ticker: AHT Security ID: 044103109

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date: MAR 31, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Monty J. Bennett | For | For | Management |
| 1.2 | Elect Director Benjamin J. Ansell | For | For | Management |
| 1.3 | Elect Director Amish Gupta | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|-----|---|----------|----------|------------|
| 1.4 | Elect Director Kamal Jafarnia | For | For | Management |
| 1.5 | Elect Director Frederick J. Kleisner | For | For | Management |
| 1.6 | Elect Director Philip S. Payne | For | For | Management |
| 1.7 | Elect Director Alan L. Tallis | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Increase Authorized Common Stock | For | For | Management |
| 5 | Amend Omnibus Stock Plan | For | Against | Management |
| 6 | Ratify BDO USA, LLP as Auditors | For | For | Management |

AT&T INC.

Ticker: T Security ID: 00206R102

Meeting Date: APR 28, 2017 Meeting Type: Annual

Record Date: FEB 28, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Randall L. Stephenson | For | For | Management |
| 1.2 | Elect Director Samuel A. Di Piazza, Jr. | For | For | Management |
| 1.3 | Elect Director Richard W. Fisher | For | For | Management |
| 1.4 | Elect Director Scott T. Ford | For | For | Management |
| 1.5 | Elect Director Glenn H. Hutchins | For | For | Management |
| 1.6 | Elect Director William E. Kennard | For | For | Management |
| 1.7 | Elect Director Michael B. McCallister | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|------|---|----------|----------|-------------|
| 1.8 | Elect Director Beth E. Mooney | For | For | Management |
| 1.9 | Elect Director Joyce M. Roche | For | For | Management |
| 1.10 | Elect Director Matthew K. Rose | For | For | Management |
| 1.11 | Elect Director Cynthia B. Taylor | For | For | Management |
| 1.12 | Elect Director Laura D'Andrea Tyson | For | For | Management |
| 1.13 | Elect Director Geoffrey Y. Yang | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Report on Indirect Political Contributions | Against | For | Shareholder |
| 6 | Report on Lobbying Payments and Policy | Against | For | Shareholder |
| 7 | Amend Proxy Access Right | Against | For | Shareholder |
| 8 | Provide Right to Act by Written Consent | Against | For | Shareholder |

BB&T CORPORATION

Ticker: BBT Security ID: 054937107

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: FEB 15, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jennifer S. Banner | For | For | Management |
| 1.2 | Elect Director K. David Boyer, Jr. | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|------|---|----------|----------|-------------|
| 1.3 | Elect Director Anna R. Cablik | For | For | Management |
| 1.4 | Elect Director James A. Faulkner | For | For | Management |
| 1.5 | Elect Director I. Patricia Henry | For | For | Management |
| 1.6 | Elect Director Eric C. Kendrick | For | For | Management |
| 1.7 | Elect Director Kelly S. King | For | For | Management |
| 1.8 | Elect Director Louis B. Lynn | For | For | Management |
| 1.9 | Elect Director Charles A. Patton | For | For | Management |
| 1.10 | Elect Director Nido R. Qubein | For | For | Management |
| 1.11 | Elect Director William J. Reuter | For | For | Management |
| 1.12 | Elect Director Tollie W. Rich, Jr. | For | For | Management |
| 1.13 | Elect Director Christine Sears | For | For | Management |
| 1.14 | Elect Director Thomas E. Skains | For | For | Management |
| 1.15 | Elect Director Thomas N. Thompson | For | For | Management |
| 1.16 | Elect Director Stephen T. Williams | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Amend Omnibus Stock Plan | For | For | Management |
| 6 | Reduce Supermajority Vote Requirement | Against | For | Shareholder |

BRIXMOR PROPERTY GROUP INC.

Ticker: BRX Security ID: 11120U105

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Meeting Date: MAY 18, 2017 Meeting Type: Annual

Record Date: MAR 14, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director James M. Taylor Jr. | For | For | Management |
| 1.2 | Elect Director John G. Schreiber | For | For | Management |
| 1.3 | Elect Director Michael Berman | For | For | Management |
| 1.4 | Elect Director Sheryl M. Crosland | For | For | Management |
| 1.5 | Elect Director Anthony W. Deering | For | For | Management |
| 1.6 | Elect Director Thomas W. Dickson | For | For | Management |
| 1.7 | Elect Director Daniel B. Hurwitz | For | For | Management |
| 1.8 | Elect Director William D. Rahm | For | For | Management |
| 1.9 | Elect Director Gabrielle Sulzberger | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

CA, INC.

Ticker: CA Security ID: 12673P105

Meeting Date: AUG 03, 2016 Meeting Type: Annual

Record Date: JUN 06, 2016

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

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|-----|-----|------------|
| 1A | Elect Director Jens Alder | For | For | Management |
| 1B | Elect Director Raymond J. Bromark | For | For | Management |
| 1C | Elect Director Michael P. Gregoire | For | For | Management |
| 1D | Elect Director Rohit Kapoor | For | For | Management |
| 1E | Elect Director Jeffrey G. Katz | For | For | Management |
| 1F | Elect Director Kay Koplovitz | For | For | Management |
| 1G | Elect Director Christopher B. Lofgren | For | For | Management |
| 1H | Elect Director Richard Sulpizio | For | For | Management |
| 1I | Elect Director Laura S. Unger | For | For | Management |
| 1J | Elect Director Arthur F. Weinbach | For | For | Management |
| 1K | Elect Director Renato (Ron) Zambonini | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Amend Shareholder Rights Plan (Poison Pill) | For | For | Management |

CARDINAL HEALTH, INC.

Ticker: CAH Security ID: 14149Y108

Meeting Date: NOV 03, 2016 Meeting Type: Annual

Record Date: SEP 06, 2016

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

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|------|--------------------------------------|-----|-----|------------|
| 1.1 | Elect Director David J. Anderson | For | For | Management |
| 1.2 | Elect Director Colleen F. Arnold | For | For | Management |
| 1.3 | Elect Director George S. Barrett | For | For | Management |
| 1.4 | Elect Director Carrie S. Cox | For | For | Management |
| 1.5 | Elect Director Calvin Darden | For | For | Management |
| 1.6 | Elect Director Bruce L. Downey | For | For | Management |
| 1.7 | Elect Director Patricia A. Hemingway | For | For | Management |
| | Hall | | | |
| 1.8 | Elect Director Clayton M. Jones | For | For | Management |
| 1.9 | Elect Director Gregory B. Kenny | For | For | Management |
| 1.10 | Elect Director Nancy Killefer | For | For | Management |
| 1.11 | Elect Director David P. King | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named | For | For | Management |
| | Executive Officers' Compensation | | | |

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

Meeting Date: MAY 31, 2017 Meeting Type: Annual

Record Date: APR 03, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--------------------------------|---------|-----------|------------|
| 1a | Elect Director Wanda M. Austin | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|--|----------|----------|-------------|
| 1b | Elect Director Linnet F. Deily | For | For | Management |
| 1c | Elect Director Robert E. Denham | For | For | Management |
| 1d | Elect Director Alice P. Gast | For | For | Management |
| 1e | Elect Director Enrique Hernandez, Jr. | For | For | Management |
| 1f | Elect Director Jon M. Huntsman, Jr. | For | For | Management |
| 1g | Elect Director Charles W. Moorman, IV | For | For | Management |
| 1h | Elect Director Dambisa F. Moyo | For | For | Management |
| 1i | Elect Director Ronald D. Sugar | For | For | Management |
| 1j | Elect Director Inge G. Thulin | For | For | Management |
| 1k | Elect Director John S. Watson | For | For | Management |
| 1l | Elect Director Michael K. Wirth | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Report on Lobbying Payments and Policy | Against | For | Shareholder |
| 6 | Report on Risks of Doing Business in Conflict-Affected Areas | Against | Against | Shareholder |
| 7 | Annually Assess Portfolio Impacts of Policies to Meet 2-degree Scenario *Withdrawn Resolution* | None | None | Shareholder |
| 8 | Assess and Report on Transition to a Low Carbon Economy | Against | For | Shareholder |
| 9 | Require Independent Board Chairman | Against | For | Shareholder |
| 10 | Require Director Nominee with Environmental Experience | Against | For | Shareholder |
| 11 | Amend Articles/Bylaws/Charter -- Call | Against | For | Shareholder |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Special Meetings

CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102

Meeting Date: DEC 12, 2016 Meeting Type: Annual

Record Date: OCT 14, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Carol A. Bartz | For | For | Management |
| 1b | Elect Director M. Michele Burns | For | For | Management |
| 1c | Elect Director Michael D. Capellas | For | For | Management |
| 1d | Elect Director John T. Chambers | For | For | Management |
| 1e | Elect Director Amy L. Chang | For | For | Management |
| 1f | Elect Director John L. Hennessy | For | For | Management |
| 1g | Elect Director Kristina M. Johnson | For | For | Management |
| 1h | Elect Director Roderick C. McGeary | For | For | Management |
| 1i | Elect Director Charles H. Robbins | For | For | Management |
| 1j | Elect Director Arun Sarin | For | For | Management |
| 1k | Elect Director Steven M. West | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 4 | Report on Lobbying Payments and Policy | Against | For | Shareholder |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|---|---------|---------|-------------|
| 5 | Report on Arab and non-Arab Employees using EEO-1 Categories | Against | Against | Shareholder |
| 6 | Establish Board Committee on Operations in Israeli Settlements | Against | Against | Shareholder |

COLONY CAPITAL, INC.

Ticker: CLNY Security ID: 19624R106

Meeting Date: DEC 20, 2016 Meeting Type: Special

Record Date: NOV 02, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Approve Charter Proposal | For | For | Management |
| 3 | Advisory Vote on Golden Parachutes | For | For | Management |
| 4 | Adjourn Meeting | For | For | Management |

COLONY NORTHSTAR, INC.

Ticker: CLNS Security ID: 19625W104

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date: MAR 24, 2017

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|------------|
| 1.1 | Elect Director Thomas J. Barrack, Jr. | For | For | Management |
| 1.2 | Elect Director David T. Hamamoto | For | For | Management |
| 1.3 | Elect Director Douglas Crocker, II | For | For | Management |
| 1.4 | Elect Director Nancy A. Curtin | For | For | Management |
| 1.5 | Elect Director Jon A. Fosheim | For | For | Management |
| 1.6 | Elect Director Justin E. Metz | For | For | Management |
| 1.7 | Elect Director George G. C. Parker | For | For | Management |
| 1.8 | Elect Director Charles W. Schoenherr | For | For | Management |
| 1.9 | Elect Director John A. Somers | For | For | Management |
| 1.10 | Elect Director John L. Steffens | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|------------------------------------|---------|-----------|------------|
| 1a | Elect Director Richard L. Armitage | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|---------|----------|-------------|
| 1b | Elect Director Richard H. Auchinleck | For | For | Management |
| 1c | Elect Director Charles E. Bunch | For | For | Management |
| 1d | Elect Director John V. Faraci | For | For | Management |
| 1e | Elect Director Jody L. Freeman | For | For | Management |
| 1f | Elect Director Gay Huey Evans | For | For | Management |
| 1g | Elect Director Ryan M. Lance | For | For | Management |
| 1h | Elect Director Arjun N. Murti | For | For | Management |
| 1i | Elect Director Robert A. Niblock | For | For | Management |
| 1j | Elect Director Harald J. Norvik | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Advisory Vote on Say on Pay Frequency | None | One Year | Management |
| 5 | Report on Lobbying Payments and Policy | Against | For | Shareholder |
| 6 | Report on Executive Compensation Incentives Aligned with Low Carbon Scenarios | Against | Against | Shareholder |

CVS HEALTH CORPORATION

Ticker: CVS Security ID: 126650100

Meeting Date: MAY 10, 2017 Meeting Type: Annual

Record Date: MAR 14, 2017

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

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|--|----------|----------|-------------|
| 1a | Elect Director Richard M. Bracken | For | For | Management |
| 1b | Elect Director C. David Brown, II | For | For | Management |
| 1c | Elect Director Alecia A. DeCoudreaux | For | For | Management |
| 1d | Elect Director Nancy-Ann M. DeParle | For | For | Management |
| 1e | Elect Director David W. Dorman | For | For | Management |
| 1f | Elect Director Anne M. Finucane | For | Against | Management |
| 1g | Elect Director Larry J. Merlo | For | For | Management |
| 1h | Elect Director Jean-Pierre Millon | For | For | Management |
| 1i | Elect Director Mary L. Schapiro | For | For | Management |
| 1j | Elect Director Richard J. Swift | For | For | Management |
| 1k | Elect Director William C. Weldon | For | For | Management |
| 1l | Elect Director Tony L. White | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Approve Omnibus Stock Plan | For | For | Management |
| 6 | Reduce Ownership Threshold for Shareholders to Call Special Meeting | Against | For | Shareholder |
| 7 | Report on Pay Disparity | Against | Against | Shareholder |
| 8 | Adopt Quantitative Renewable Energy Goals | Against | Against | Shareholder |

DDR CORP.

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: DDR Security ID: 23317H102

Meeting Date: MAY 09, 2017 Meeting Type: Annual

Record Date: MAR 14, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------|-----------|------------|
| 1.1 | Elect Director Terrance R. Ahern | For | For | Management |
| 1.2 | Elect Director Jane E. DeFlorio | For | For | Management |
| 1.3 | Elect Director Thomas Finne | For | For | Management |
| 1.4 | Elect Director Robert H. Gidel | For | For | Management |
| 1.5 | Elect Director David R. Lukes | For | For | Management |
| 1.6 | Elect Director Victor B. MacFarlane | For | For | Management |
| 1.7 | Elect Director Alexander Otto | For | For | Management |
| 1.8 | Elect Director Scott D. Roulston | For | For | Management |
| 1.9 | Elect Director Barry A. Sholem | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |

DUKE REALTY CORPORATION

Ticker: DRE Security ID: 264411505

Meeting Date: APR 26, 2017 Meeting Type: Annual

Record Date: FEB 24, 2017

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director William Cavanaugh, III | For | For | Management |
| 1b | Elect Director Alan H. Cohen | For | For | Management |
| 1c | Elect Director James B. Connor | For | For | Management |
| 1d | Elect Director Ngairé E. Cuneo | For | For | Management |
| 1e | Elect Director Charles R. Eitel | For | For | Management |
| 1f | Elect Director Melanie R. Sabelhaus | For | For | Management |
| 1g | Elect Director Peter M. Scott, III | For | For | Management |
| 1h | Elect Director Jack R. Shaw | For | For | Management |
| 1i | Elect Director Michael E. Szymanczyk | For | For | Management |
| 1j | Elect Director Lynn C. Thurber | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify KPMG LLP as Auditors | For | For | Management |

E. I. DU PONT DE NEMOURS AND COMPANY

Ticker: DD Security ID: 263534109

Meeting Date: JUL 20, 2016 Meeting Type: Special

Record Date: JUN 02, 2016

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

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|------------------------------------|-----|---------|------------|
| 2 | Adjourn Meeting | For | For | Management |
| 3 | Advisory Vote on Golden Parachutes | For | Against | Management |

E. I. DU PONT DE NEMOURS AND COMPANY

Ticker: DD Security ID: 263534109

Meeting Date: MAY 24, 2017 Meeting Type: Annual

Record Date: MAR 28, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Lamberto Andreotti | For | For | Management |
| 1b | Elect Director Edward D. Breen | For | For | Management |
| 1c | Elect Director Robert A. Brown | For | For | Management |
| 1d | Elect Director Alexander M. Cutler | For | Against | Management |
| 1e | Elect Director Eleuthere I. du Pont | For | Against | Management |
| 1f | Elect Director James L. Gallogly | For | For | Management |
| 1g | Elect Director Marillyn A. Hewson | For | Against | Management |
| 1h | Elect Director Lois D. Juliber | For | Against | Management |
| 1i | Elect Director Lee M. Thomas | For | Against | Management |
| 1j | Elect Director Patrick J. Ward | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|---|---------|---------|-------------|
| 5 | Report on Pay Disparity | Against | Against | Shareholder |
| 6 | Report on Accident Risk Reduction Efforts | Against | For | Shareholder |

EASTERLY GOVERNMENT PROPERTIES, INC.

Ticker: DEA Security ID: 27616P103

Meeting Date: MAY 09, 2017 Meeting Type: Annual

Record Date: MAR 24, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director William C. Trimble, III | For | For | Management |
| 1.2 | Elect Director Darrell W. Crate | For | For | Management |
| 1.3 | Elect Director Michael P. Ibe | For | For | Management |
| 1.4 | Elect Director William H. Binnie | For | Withhold | Management |
| 1.5 | Elect Director Cynthia A. Fisher | For | Withhold | Management |
| 1.6 | Elect Director Emil W. Henry, Jr. | For | Withhold | Management |
| 1.7 | Elect Director James E. Mead | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

EDISON INTERNATIONAL

Ticker: EIX Security ID: 281020107

Meeting Date: APR 27, 2017 Meeting Type: Annual

Record Date: MAR 03, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------|-----------|-------------|
| 1.1 | Elect Director Vanessa C.L. Chang | For | For | Management |
| 1.2 | Elect Director Louis Hernandez, Jr. | For | For | Management |
| 1.3 | Elect Director James T. Morris | For | For | Management |
| 1.4 | Elect Director Pedro J. Pizarro | For | For | Management |
| 1.5 | Elect Director Linda G. Stuntz | For | For | Management |
| 1.6 | Elect Director William P. Sullivan | For | For | Management |
| 1.7 | Elect Director Ellen O. Tauscher | For | For | Management |
| 1.8 | Elect Director Peter J. Taylor | For | For | Management |
| 1.9 | Elect Director Brett White | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Amend Proxy Access Right | Against | For | Shareholder |

EQUITY COMMONWEALTH

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: EQC Security ID: 294628102

Meeting Date: JUN 20, 2017 Meeting Type: Annual

Record Date: APR 12, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|------------|
| 1.1 | Elect Director Sam Zell | For | For | Management |
| 1.2 | Elect Director James S. Corl | For | For | Management |
| 1.3 | Elect Director Martin L. Edelman | For | For | Management |
| 1.4 | Elect Director Edward A. Glickman | For | For | Management |
| 1.5 | Elect Director David Helfand | For | For | Management |
| 1.6 | Elect Director Peter Linneman | For | For | Management |
| 1.7 | Elect Director James L. Lozier, Jr. | For | For | Management |
| 1.8 | Elect Director Mary Jane Robertson | For | For | Management |
| 1.9 | Elect Director Kenneth Shea | For | For | Management |
| 1.10 | Elect Director Gerald A. Spector | For | For | Management |
| 1.11 | Elect Director James A. Star | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

EQUITY RESIDENTIAL

Ticker: EQR Security ID: 29476L107

Meeting Date: JUN 15, 2017 Meeting Type: Annual

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Record Date: MAR 31, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|-------------|
| 1.1 | Elect Director John W. Alexander | For | For | Management |
| 1.2 | Elect Director Charles L. Atwood | For | For | Management |
| 1.3 | Elect Director Linda Walker Bynoe | For | For | Management |
| 1.4 | Elect Director Connie K. Duckworth | For | For | Management |
| 1.5 | Elect Director Mary Kay Haben | For | For | Management |
| 1.6 | Elect Director Bradley A. Keywell | For | For | Management |
| 1.7 | Elect Director John E. Neal | For | For | Management |
| 1.8 | Elect Director David J. Neithercut | For | For | Management |
| 1.9 | Elect Director Mark S. Shapiro | For | For | Management |
| 1.10 | Elect Director Gerald A. Spector | For | For | Management |
| 1.11 | Elect Director Stephen E. Sterrett | For | For | Management |
| 1.12 | Elect Director Samuel Zell | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Provide Shareholders the Right to Amend Bylaws | Against | For | Shareholder |

EXPRESS SCRIPTS HOLDING COMPANY

Ticker: ESRX Security ID: 30219G108

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Meeting Date: MAY 11, 2017 Meeting Type: Annual

Record Date: MAR 13, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1a | Elect Director Maura C. Breen | For | For | Management |
| 1b | Elect Director William J. DeLaney | For | For | Management |
| 1c | Elect Director Elder Granger | For | For | Management |
| 1d | Elect Director Nicholas J. LaHowchic | For | For | Management |
| 1e | Elect Director Thomas P. Mac Mahon | For | For | Management |
| 1f | Elect Director Frank Mergenthaler | For | For | Management |
| 1g | Elect Director Woodrow A. Myers, Jr. | For | For | Management |
| 1h | Elect Director Roderick A. Palmore | For | For | Management |
| 1i | Elect Director George Paz | For | For | Management |
| 1j | Elect Director William L. Roper | For | For | Management |
| 1k | Elect Director Seymour Sternberg | For | For | Management |
| 1l | Elect Director Timothy Wentworth | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Require Independent Board Chairman | Against | For | Shareholder |
| 6 | Report on Gender Pay Gap | Against | Against | Shareholder |

FIBRA UNO ADMINISTRACION DE MEXICO S.A. DE C.V.

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: FUNO 11 Security ID: P3515D163

Meeting Date: APR 27, 2017 Meeting Type: Annual

Record Date: APR 19, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-------|--|---------|-----------|------------|
| 1.i | Accept Reports of Audit, Corporate Practices, Nominating and Remuneration Committees | For | For | Management |
| 1.ii | Accept Technical Committee Report on Compliance in Accordance to Article 172 of General Mercantile Companies Law | For | For | Management |
| 1.iii | Accept Report of Trust Manager (Fl Management SC) in Accordance to Article 44-XI of Securities Market Law | For | For | Management |
| 1.iv | Accept Technical Committee Report on Operations and Activities Undertaken | For | For | Management |
| 2 | Approve Financial Statements and Allocation of Income | For | For | Management |
| 3 | Elect or Ratify Members of Technical Committee and Secretary; Verify Independence Classification | For | Against | Management |
| 4 | Approve Remuneration of Technical Committee Members | For | For | Management |
| 5 | Appoint Legal Representatives | For | For | Management |
| 6 | Approve Minutes of Meeting | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

FIRST CAPITAL REALTY INC.

Ticker: FCR Security ID: 31943B100

Meeting Date: MAY 30, 2017 Meeting Type: Annual/Special

Record Date: APR 07, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Dori J. Segal | For | For | Management |
| 1.2 | Elect Director Adam E. Paul | For | For | Management |
| 1.3 | Elect Director Jon N. Hagan | For | For | Management |
| 1.4 | Elect Director Allan S. Kimberley | For | For | Management |
| 1.5 | Elect Director Annalisa King | For | For | Management |
| 1.6 | Elect Director Bernard McDonell | For | For | Management |
| 1.7 | Elect Director Mia Stark | For | For | Management |
| 1.8 | Elect Director Andrea Stephen | For | For | Management |
| 2 | Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration | For | For | Management |
| 3 | Amend Stock Option Plan | For | For | Management |
| 4 | Amend Restricted Share Unit Plan | For | For | Management |
| 5 | Approve Advance Notice Requirement | For | For | Management |

FOREST CITY REALTY TRUST, INC.

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: FCE.A Security ID: 345605109

Meeting Date: JUN 09, 2017 Meeting Type: Annual

Record Date: APR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------|-----------|------------|
| 1.1 | Elect Director Arthur F. Anton | For | For | Management |
| 1.2 | Elect Director Kenneth J. Bacon | For | For | Management |
| 1.3 | Elect Director Scott S. Cowen | For | For | Management |
| 1.4 | Elect Director Michael P. Esposito, Jr. | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 5 | Eliminate Class of Common Stock | For | For | Management |
| 6 | Adjourn Meeting | For | For | Management |

GECINA

Ticker: GFC Security ID: F4268U171

Meeting Date: JUL 27, 2016 Meeting Type: Special

Record Date: JUL 22, 2016

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

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|---|-----|---------|------------|
| 1 | Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights, up to Aggregate Nominal Amount of EUR 150 Million, For Future Exchange Offer on Fonciere de Paris Siic | For | Against | Management |
| 2 | Authorize Capital Issuances for Use in Employee Stock Purchase Plans | For | For | Management |
| 3 | Authorize Filing of Required Documents/Other Formalities | For | For | Management |

GECINA

Ticker: GFC Security ID: F4268U171

Meeting Date: APR 26, 2017 Meeting Type: Annual/Special

Record Date: APR 21, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Consolidated Financial Statements and Statutory Reports | For | For | Management |
| 3 | Approve Transfer of Revaluation Gains and Additional Depreciation to Corresponding Reserves Account | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|-----|---------|------------|
| 4 | Approve Allocation of Income and Dividends of EUR 5.20 per Share | For | For | Management |
| 5 | Approve Stock Dividend Program (Cash or New Shares) | For | For | Management |
| 6 | Approve Severance Agreement with Meka Brunel, CEO | For | Against | Management |
| 7 | Non-Binding Vote on Compensation of Bernard Michel, Chairman | For | For | Management |
| 8 | Non-Binding Vote on Compensation of Philippe Depoux, CEO | For | Against | Management |
| 9 | Approve Remuneration Policy of the Chairman | For | For | Management |
| 10 | Approve Remuneration Policy of CEO | For | For | Management |
| 11 | Ratify Appointment of Ivanhoe Cambridge Inc. as Director | For | For | Management |
| 12 | Reelect Ivanhoe Cambridge Inc. as Director | For | For | Management |
| 13 | Elect Laurence Danon as Director | For | For | Management |
| 14 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | For | For | Management |
| 15 | Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 100 Million | For | For | Management |
| 16 | Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 47.5 Million | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|-----|-----|------------|
| 17 | Authorize Capital Increase of Up to EUR 47.5 Million for Future Exchange Offers | For | For | Management |
| 18 | Approve Issuance of Equity or Equity-Linked Securities for up to 10 Percent of Issued Capital Per Year for Private Placements, up to Aggregate Nominal Amount of EUR 47.5 Million | For | For | Management |
| 19 | Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above | For | For | Management |
| 20 | Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind | For | For | Management |
| 21 | Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights | For | For | Management |
| 22 | Authorize Capitalization of Reserves of Up to EUR 100 Million for Bonus Issue or Increase in Par Value | For | For | Management |
| 23 | Authorize Capital Issuances for Use in Employee Stock Purchase Plans | For | For | Management |
| 24 | Authorize Decrease in Share Capital via Cancellation of Repurchased Shares | For | For | Management |
| 25 | Authorize Filing of Required Documents/Other Formalities | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

GGP INC.

Ticker: GGP Security ID: 36174X101

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1a | Elect Director Richard B. Clark | For | For | Management |
| 1b | Elect Director Mary Lou Fiala | For | For | Management |
| 1c | Elect Director J. Bruce Flatt | For | For | Management |
| 1d | Elect Director Janice R. Fukakusa | For | For | Management |
| 1e | Elect Director John K. Haley | For | For | Management |
| 1f | Elect Director Daniel B. Hurwitz | For | For | Management |
| 1g | Elect Director Brian W. Kingston | For | For | Management |
| 1h | Elect Director Christina M. Lofgren | For | For | Management |
| 1i | Elect Director Sandeep Mathrani | For | For | Management |
| 2 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 5 | Provide Directors May Be Removed With or Without Cause | For | For | Management |
| 6 | Adopt Proxy Access Right | Against | For | Shareholder |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

HALLIBURTON COMPANY

Ticker: HAL Security ID: 406216101

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Abdulaziz F. Al Khayyal | For | For | Management |
| 1b | Elect Director William E. Albrecht | For | For | Management |
| 1c | Elect Director Alan M. Bennett | For | For | Management |
| 1d | Elect Director James R. Boyd | For | For | Management |
| 1e | Elect Director Milton Carroll | For | For | Management |
| 1f | Elect Director Nance K. Dicciani | For | For | Management |
| 1g | Elect Director Murry S. Gerber | For | For | Management |
| 1h | Elect Director Jose C. Grubisich | For | For | Management |
| 1i | Elect Director David J. Lesar | For | For | Management |
| 1j | Elect Director Robert A. Malone | For | For | Management |
| 1k | Elect Director J. Landis Martin | For | For | Management |
| 1l | Elect Director Jeffrey A. Miller | For | For | Management |
| 1m | Elect Director Debra L. Reed | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

5 Amend Omnibus Stock Plan For For Management

HEALTHCARE TRUST OF AMERICA, INC.

Ticker: HTA Security ID: 42225P501

Meeting Date: JUL 07, 2016 Meeting Type: Annual

Record Date: APR 22, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Elect Director Scott D. Peters | For | For | Management |
| 1b | Elect Director W. Bradley Blair, II | For | For | Management |
| 1c | Elect Director Maurice J. DeWald | For | For | Management |
| 1d | Elect Director Warren D. Fix | For | For | Management |
| 1e | Elect Director Peter N. Foss | For | For | Management |
| 1f | Elect Director Daniel S. Henson | For | For | Management |
| 1g | Elect Director Larry L. Mathis | For | For | Management |
| 1h | Elect Director Gary T. Wescombe | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

HOSPITALITY PROPERTIES TRUST

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: HPT Security ID: 44106M102

Meeting Date: JUN 15, 2017 Meeting Type: Annual

Record Date: FEB 01, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|-------------|-----------|-------------|
| 1.1 | Elect Director John L. Harrington | For | Against | Management |
| 1.2 | Elect Director Barry M. Portnoy | For | Against | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 3 | Advisory Vote on Say on Pay Frequency | Three Years | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 5 | Amend Bylaws to Opt-Out of Antitakeover Provision(s) and Require Shareholder Vote to Opt Back In | Against | For | Shareholder |
| 6 | Adopt Proxy Access Right | Against | For | Shareholder |

HOST HOTELS & RESORTS, INC.

Ticker: HST Security ID: 44107P104

Meeting Date: MAY 11, 2017 Meeting Type: Annual

Record Date: MAR 16, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mary L. Baglivo | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|-----|---|----------|----------|------------|
| 1.2 | Elect Director Sheila C. Bair | For | For | Management |
| 1.3 | Elect Director Sandeep L. Mathrani | For | For | Management |
| 1.4 | Elect Director Ann McLaughlin Korologos | For | For | Management |
| 1.5 | Elect Director Richard E. Marriott | For | For | Management |
| 1.6 | Elect Director John B. Morse, Jr. | For | For | Management |
| 1.7 | Elect Director Walter C. Rakowich | For | For | Management |
| 1.8 | Elect Director James F. Risoleo | For | For | Management |
| 1.9 | Elect Director Gordon H. Smith | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

HUDSON PACIFIC PROPERTIES, INC.

Ticker: HPP Security ID: 444097109

Meeting Date: MAY 24, 2017 Meeting Type: Annual

Record Date: MAR 24, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Victor J. Coleman | For | For | Management |
| 1.2 | Elect Director Theodore R. Antenucci | For | Against | Management |
| 1.3 | Elect Director Frank Cohen | For | For | Management |
| 1.4 | Elect Director Richard B. Fried | For | For | Management |
| 1.5 | Elect Director Jonathan M. Glaser | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|------|---|----------|----------|-------------|
| 1.6 | Elect Director Robert L. Harris, II | For | For | Management |
| 1.7 | Elect Director Mark D. Linehan | For | For | Management |
| 1.8 | Elect Director Robert M. Moran, Jr. | For | Against | Management |
| 1.9 | Elect Director Michael Nash | For | For | Management |
| 1.10 | Elect Director Barry A. Porter | For | Against | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 6 | Report on Steps Taken to Increase Board Diversity | Against | For | Shareholder |

INTEL CORPORATION

Ticker: INTC Security ID: 458140100

Meeting Date: MAY 18, 2017 Meeting Type: Annual

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|------------------------------------|---------|-----------|------------|
| 1a | Elect Director Charlene Barshefsky | For | For | Management |
| 1b | Elect Director Aneel Bhusri | For | For | Management |
| 1c | Elect Director Andy D. Bryant | For | For | Management |
| 1d | Elect Director Reed E. Hundt | For | For | Management |
| 1e | Elect Director Omar Ishrak | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|-------------|
| 1f | Elect Director Brian M. Krzanich | For | For | Management |
| 1g | Elect Director Tsu-Jae King Liu | For | For | Management |
| 1h | Elect Director David S. Pottruck | For | For | Management |
| 1i | Elect Director Gregory D. Smith | For | For | Management |
| 1j | Elect Director Frank D. Yeary | For | For | Management |
| 1k | Elect Director David B. Yoffie | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 6 | Political Contributions Disclosure | Against | Against | Shareholder |
| 7 | Provide Vote Counting to Exclude Abstentions | Against | Against | Shareholder |

INTERVEST OFFICES & WAREHOUSES SA

Ticker: INTO Security ID: B5241S112

Meeting Date: APR 26, 2017 Meeting Type: Annual/Special

Record Date: APR 12, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Receive and Approve Directors' Reports | For | For | Management |
| 2 | Receive and Approve Auditor's Reports | For | For | Management |
| 3 | Approve Financial Statements and | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Allocation of Income

| | | | | |
|-----|---|------|---------|------------|
| 4 | Approve Remuneration Report | For | For | Management |
| 5 | Receive Consolidated Financial Statements and Statutory Reports (Non-Voting) | None | None | Management |
| 6 | Approve Discharge of Directors and Auditors | For | For | Management |
| 7 | Approve Remuneration of Johan Buijs | For | For | Management |
| 8 | Allow Questions | None | None | Management |
| I.1 | Amend Article 7 to Reflect Changes in Capital Re: Item 2 | For | For | Management |
| I.2 | Amend Article 9 to Reflect Changes in Capital Re: Item 3 | For | Against | Management |
| II | Renew Authorization to Increase Share Capital within the Framework of Authorized Capital | For | For | Management |
| III | Authorize Repurchase of Issued Share Capital | For | Against | Management |
| IV | Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry | For | For | Management |
| V | Transact Other Business | None | None | Management |

INTERVEST OFFICES & WAREHOUSES SA

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: INTO Security ID: B5241S112

Meeting Date: MAY 15, 2017 Meeting Type: Special

Record Date: MAY 01, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| I.1 | Amend Article 7 to Reflect Changes in Capital Re: Item II | For | For | Management |
| I.2 | Amend Article 9 to Reflect Changes in Capital Re: Item III | For | Against | Management |
| II | Renew Authorization to Increase Share Capital within the Framework of Authorized Capital | For | For | Management |
| III | Authorize Repurchase of Issued Share Capital | For | Against | Management |
| IV | Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry | For | For | Management |
| V | Transact Other Business | None | None | Management |

JERNIGAN CAPITAL, INC.

Ticker: JCAP Security ID: 476405105

Meeting Date: MAY 03, 2017 Meeting Type: Annual

Record Date: MAR 13, 2017

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Dean Jernigan | For | For | Management |
| 1.2 | Elect Director John A. Good | For | For | Management |
| 1.3 | Elect Director Mark O. Decker | For | Withhold | Management |
| 1.4 | Elect Director Howard A. Silver | For | Withhold | Management |
| 1.5 | Elect Director Harry J. Thie | For | Withhold | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Grant Thornton LLP as Auditors | For | For | Management |

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104

Meeting Date: APR 27, 2017 Meeting Type: Annual

Record Date: FEB 28, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|-------------------------------------|---------|-----------|------------|
| 1a | Elect Director Mary C. Beckerle | For | For | Management |
| 1b | Elect Director D. Scott Davis | For | For | Management |
| 1c | Elect Director Ian E. L. Davis | For | For | Management |
| 1d | Elect Director Alex Gorsky | For | For | Management |
| 1e | Elect Director Mark B. McClellan | For | For | Management |
| 1f | Elect Director Anne M. Mulcahy | For | For | Management |
| 1g | Elect Director William D. Perez | For | For | Management |
| 1h | Elect Director Charles Prince | For | For | Management |
| 1i | Elect Director A. Eugene Washington | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|-------------|
| 1j | Elect Director Ronald A. Williams | For | For | Management |
| 2 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 6 | Require Independent Board Chairman | Against | For | Shareholder |

JOHNSON CONTROLS, INC.

Ticker: JCI Security ID: 478366107

Meeting Date: AUG 17, 2016 Meeting Type: Special

Record Date: JUN 27, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |
| 3 | Advisory Vote on Golden Parachutes | For | Against | Management |

KIMCO REALTY CORPORATION

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: KIM Security ID: 49446R109

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: MAR 06, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Milton Cooper | For | For | Management |
| 1b | Elect Director Philip E. Coviello | For | For | Management |
| 1c | Elect Director Richard G. Dooley | For | For | Management |
| 1d | Elect Director Conor C. Flynn | For | For | Management |
| 1e | Elect Director Joe Grills | For | For | Management |
| 1f | Elect Director Frank Lourenso | For | For | Management |
| 1g | Elect Director Colombe M. Nicholas | For | For | Management |
| 1h | Elect Director Mary Hogan Preusse | For | For | Management |
| 1i | Elect Director Richard B. Saltzman | For | Against | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |

KITE REALTY GROUP TRUST

Ticker: KRG Security ID: 49803T300

Meeting Date: MAY 10, 2017 Meeting Type: Annual

Record Date: MAR 22, 2017

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director John A. Kite | For | For | Management |
| 1b | Elect Director William E. Bindley | For | Against | Management |
| 1c | Elect Director Victor J. Coleman | For | Against | Management |
| 1d | Elect Director Lee A. Daniels | For | Against | Management |
| 1e | Elect Director Gerald W. Grupe | For | For | Management |
| 1f | Elect Director Christie B. Kelly | For | For | Management |
| 1g | Elect Director David R. O'Reilly | For | For | Management |
| 1h | Elect Director Barton R. Peterson | For | Against | Management |
| 1i | Elect Director Charles H. Wurtzebach | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

LEXINGTON REALTY TRUST

Ticker: LXP Security ID: 529043101

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date: MAR 07, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|----------------------------------|---------|-----------|------------|
| 1a | Elect Director E. Robert Roskind | For | For | Management |
| 1b | Elect Director T. Wilson Eglin | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|------------|
| 1c | Elect Director Harold First | For | For | Management |
| 1d | Elect Director Richard S. Frary | For | For | Management |
| 1e | Elect Director Lawrence L. Gray | For | For | Management |
| 1f | Elect Director Jamie Handwerker | For | For | Management |
| 1g | Elect Director Claire A. Koeneman | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

LOWE'S COMPANIES, INC.

Ticker: LOW Security ID: 548661107

Meeting Date: JUN 02, 2017 Meeting Type: Annual

Record Date: MAR 24, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Raul Alvarez | For | For | Management |
| 1.2 | Elect Director Angela F. Braly | For | For | Management |
| 1.3 | Elect Director Sandra B. Cochran | For | For | Management |
| 1.4 | Elect Director Laurie Z. Douglas | For | For | Management |
| 1.5 | Elect Director Richard W. Dreiling | For | For | Management |
| 1.6 | Elect Director Robert L. Johnson | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|------|---|----------|----------|-------------|
| 1.7 | Elect Director Marshall O. Larsen | For | For | Management |
| 1.8 | Elect Director James H. Morgan | For | For | Management |
| 1.9 | Elect Director Robert A. Niblock | For | For | Management |
| 1.10 | Elect Director Bertram L. Scott | For | For | Management |
| 1.11 | Elect Director Eric C. Wiseman | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 5 | Assess Climate Benefits and Feasibility of Adopting Quantitative Renewable Production Goals | Against | Against | Shareholder |

MACK-CALI REALTY CORPORATION

Ticker: CLI Security ID: 554489104

Meeting Date: JUN 09, 2017 Meeting Type: Annual

Record Date: APR 05, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William L. Mack | For | For | Management |
| 1.2 | Elect Director Alan S. Bernikow | For | For | Management |
| 1.3 | Elect Director Irvin D. Reid | For | For | Management |
| 1.4 | Elect Director Kenneth M. Duberstein | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|-----|---|----------|----------|------------|
| 1.5 | Elect Director David S. Mack | For | For | Management |
| 1.6 | Elect Director Vincent Tese | For | For | Management |
| 1.7 | Elect Director Nathan Gantcher | For | For | Management |
| 1.8 | Elect Director Alan G. Philibosian | For | For | Management |
| 1.9 | Elect Director Rebecca Robertson | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |

MARATHON OIL CORPORATION

Ticker: MRO Security ID: 565849106

Meeting Date: MAY 31, 2017 Meeting Type: Annual

Record Date: APR 03, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Elect Director Gaurdie E. Banister, Jr. | For | For | Management |
| 1b | Elect Director Gregory H. Boyce | For | For | Management |
| 1c | Elect Director Chadwick C. Deaton | For | For | Management |
| 1d | Elect Director Marcela E. Donadio | For | For | Management |
| 1e | Elect Director Philip Lader | For | For | Management |
| 1f | Elect Director Michael E. J. Phelps | For | For | Management |
| 1g | Elect Director Dennis H. Reilley | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|------------|
| 1h | Elect Director Lee M. Tillman | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

MARSH & MCLENNAN COMPANIES, INC.

Ticker: MMC Security ID: 571748102

Meeting Date: MAY 18, 2017 Meeting Type: Annual

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|------------------------------------|---------|-----------|------------|
| 1a | Elect Director Anthony K. Anderson | For | For | Management |
| 1b | Elect Director Oscar Fanjul | For | For | Management |
| 1c | Elect Director Daniel S. Glaser | For | For | Management |
| 1d | Elect Director H. Edward Hanway | For | For | Management |
| 1e | Elect Director Deborah C. Hopkins | For | For | Management |
| 1f | Elect Director Elaine La Roche | For | For | Management |
| 1g | Elect Director Steven A. Mills | For | For | Management |
| 1h | Elect Director Bruce P. Nolop | For | For | Management |
| 1i | Elect Director Marc D. Oken | For | For | Management |
| 1j | Elect Director Morton O. Schapiro | For | For | Management |
| 1k | Elect Director Lloyd M. Yates | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|-------------|
| 11 | Elect Director R. David Yost | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 5 | Adopt Holy Land Principles | Against | Against | Shareholder |

MERCK & CO., INC.

Ticker: MRK Security ID: 58933Y105

Meeting Date: MAY 23, 2017 Meeting Type: Annual

Record Date: MAR 27, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|------------------------------------|---------|-----------|------------|
| 1a | Elect Director Leslie A. Brun | For | For | Management |
| 1b | Elect Director Thomas R. Cech | For | For | Management |
| 1c | Elect Director Pamela J. Craig | For | For | Management |
| 1d | Elect Director Kenneth C. Frazier | For | For | Management |
| 1e | Elect Director Thomas H. Glocer | For | For | Management |
| 1f | Elect Director Rochelle B. Lazarus | For | For | Management |
| 1g | Elect Director John H. Noseworthy | For | For | Management |
| 1h | Elect Director Carlos E. Represas | For | For | Management |
| 1i | Elect Director Paul B. Rothman | For | For | Management |
| 1j | Elect Director Patricia F. Russo | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|-------------|
| 1k | Elect Director Craig B. Thompson | For | For | Management |
| 1l | Elect Director Wendell P. Weeks | For | For | Management |
| 1m | Elect Director Peter C. Wendell | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 5 | Require Independent Board Chairman | Against | For | Shareholder |
| 6 | Adopt Holy Land Principles | Against | Against | Shareholder |
| 7 | Report on Risks of Doing Business in Conflict-Affected Areas | Against | For | Shareholder |
| 8 | Report on Board Oversight of Product Safety and Quality | Against | Against | Shareholder |

MGM GROWTH PROPERTIES LLC

Ticker: MGP Security ID: 55303A105

Meeting Date: MAY 31, 2017 Meeting Type: Annual

Record Date: APR 05, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James J. Murren | For | Withhold | Management |
| 1.2 | Elect Director Michael Rietbrock | For | Withhold | Management |
| 1.3 | Elect Director Thomas Roberts | For | Withhold | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|-----|---|----------|----------|------------|
| 1.4 | Elect Director Daniel J. Taylor | For | Withhold | Management |
| 1.5 | Elect Director Elisa Gois | For | Withhold | Management |
| 1.6 | Elect Director William J. Hornbuckle | For | Withhold | Management |
| 1.7 | Elect Director John M. McManus | For | Withhold | Management |
| 1.8 | Elect Director Robert Smith | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

MID-AMERICA APARTMENT COMMUNITIES, INC.

Ticker: MAA Security ID: 59522J103

Meeting Date: MAY 23, 2017 Meeting Type: Annual

Record Date: MAR 17, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|------------------------------------|---------|-----------|------------|
| 1a | Elect Director H. Eric Bolton, Jr. | For | For | Management |
| 1b | Elect Director Russell R. French | For | For | Management |
| 1c | Elect Director Alan B. Graf, Jr. | For | For | Management |
| 1d | Elect Director Toni Jennings | For | For | Management |
| 1e | Elect Director James K. Lowder | For | For | Management |
| 1f | Elect Director Thomas H. Lowder | For | For | Management |
| 1g | Elect Director Monica McGurk | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|------------|
| 1h | Elect Director Claude B. Nielsen | For | For | Management |
| 1i | Elect Director Philip W. Norwood | For | For | Management |
| 1j | Elect Director W. Reid Sanders | For | For | Management |
| 1k | Elect Director Gary Shorb | For | For | Management |
| 1l | Elect Director David P. Stockert | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

MONDELEZ INTERNATIONAL, INC.

Ticker: MDLZ Security ID: 609207105

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 08, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|------------------------------------|---------|-----------|------------|
| 1a | Elect Director Lewis W.K. Booth | For | For | Management |
| 1b | Elect Director Charles E. Bunch | For | For | Management |
| 1c | Elect Director Lois D. Juliber | For | For | Management |
| 1d | Elect Director Mark D. Ketchum | For | For | Management |
| 1e | Elect Director Jorge S. Mesquita | For | For | Management |
| 1f | Elect Director Joseph Neubauer | For | For | Management |
| 1g | Elect Director Nelson Peltz | For | For | Management |
| 1h | Elect Director Fredric G. Reynolds | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|-------------|
| 1i | Elect Director Irene B. Rosenfeld | For | For | Management |
| 1j | Elect Director Christiana S. Shi | For | For | Management |
| 1k | Elect Director Patrick T. Siewert | For | For | Management |
| 1l | Elect Director Ruth J. Simmons | For | For | Management |
| 1m | Elect Director Jean-Francois M. L. van Boxmeer | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Assess Environmental Impact of Non-Recyclable Packaging | Against | Against | Shareholder |
| 6 | Create a Committee to Prepare a Report Regarding the Impact of Plant Closures on Communities and Alternatives | Against | Against | Shareholder |

NORTHROP GRUMMAN CORPORATION

Ticker: NOC Security ID: 666807102

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 21, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Wesley G. Bush | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|------|---|----------|----------|------------|
| 1.2 | Elect Director Marianne C. Brown | For | For | Management |
| 1.3 | Elect Director Victor H. Fazio | For | For | Management |
| 1.4 | Elect Director Donald E. Felsing | For | For | Management |
| 1.5 | Elect Director Ann M. Fudge | For | For | Management |
| 1.6 | Elect Director Bruce S. Gordon | For | For | Management |
| 1.7 | Elect Director William H. Hernandez | For | For | Management |
| 1.8 | Elect Director Madeleine A. Kleiner | For | For | Management |
| 1.9 | Elect Director Karl J. Krapek | For | For | Management |
| 1.10 | Elect Director Gary Roughead | For | For | Management |
| 1.11 | Elect Director Thomas M. Schoewe | For | For | Management |
| 1.12 | Elect Director James S. Turley | For | For | Management |
| 1.13 | Elect Director Mark A. Welsh, III | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105

Meeting Date: MAY 12, 2017 Meeting Type: Annual

Record Date: MAR 14, 2017

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

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|--|----------|----------|-------------|
| 1a | Elect Director Spencer Abraham | For | For | Management |
| 1b | Elect Director Howard I. Atkins | For | For | Management |
| 1c | Elect Director Eugene L. Batchelder | For | For | Management |
| 1d | Elect Director John E. Feick | For | For | Management |
| 1e | Elect Director Margaret M. Foran | For | For | Management |
| 1f | Elect Director Carlos M. Gutierrez | For | For | Management |
| 1g | Elect Director Vicki Hollub | For | For | Management |
| 1h | Elect Director William R. Klesse | For | For | Management |
| 1i | Elect Director Jack B. Moore | For | For | Management |
| 1j | Elect Director Avedick B. Poladian | For | For | Management |
| 1k | Elect Director Elisse B. Walter | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify KPMG LLP as Auditors | For | For | Management |
| 5 | Assess Portfolio Impacts of Policies to Meet 2 Degree Scenario | Against | For | Shareholder |
| 6 | Reduce Ownership Threshold for Shareholders to Call Special Meeting | Against | For | Shareholder |
| 7 | Report on Methane Emissions and Flaring Targets | Against | For | Shareholder |
| 8 | Report on Political Contributions and Expenditures | Against | Against | Shareholder |

PARKWAY PROPERTIES, INC.

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: PKY Security ID: 70159Q104

Meeting Date: AUG 23, 2016 Meeting Type: Special

Record Date: JUL 15, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Advisory Vote on Golden Parachutes | For | Against | Management |
| 3 | Adjourn Meeting | For | For | Management |

PEBBLEBROOK HOTEL TRUST

Ticker: PEB Security ID: 70509V100

Meeting Date: JUL 07, 2016 Meeting Type: Annual

Record Date: MAR 23, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jon E. Bortz | For | For | Management |
| 1.2 | Elect Director Cydney C. Donnell | For | For | Management |
| 1.3 | Elect Director Ron E. Jackson | For | For | Management |
| 1.4 | Elect Director Phillip M. Miller | For | For | Management |
| 1.5 | Elect Director Michael J. Schall | For | For | Management |
| 1.6 | Elect Director Earl E. Webb | For | For | Management |
| 1.7 | Elect Director Laura H. Wright | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|---|---------|---------|-------------|
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Amend Omnibus Stock Plan | For | For | Management |
| 5 | Provide Shareholders the Right to Initiate Bylaw Amendments | Against | Against | Shareholder |

PEBBLEBROOK HOTEL TRUST

Ticker: PEB Security ID: 70509V100

Meeting Date: JUN 30, 2017 Meeting Type: Annual

Record Date: MAR 31, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Jon E. Bortz | For | For | Management |
| 1.2 | Elect Director Cydney C. Donnell | For | For | Management |
| 1.3 | Elect Director Ron E. Jackson | For | Withhold | Management |
| 1.4 | Elect Director Phillip M. Miller | For | Withhold | Management |
| 1.5 | Elect Director Michael J. Schall | For | Withhold | Management |
| 1.6 | Elect Director Earl E. Webb | For | Withhold | Management |
| 1.7 | Elect Director Laura H. Wright | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Adopt Majority Voting for Uncontested Election of Directors | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

5 Advisory Vote on Say on Pay Frequency One Year One Year Management

PFIZER INC.

Ticker: PFE Security ID: 717081103

Meeting Date: APR 27, 2017 Meeting Type: Annual

Record Date: FEB 28, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|------------|
| 1.1 | Elect Director Dennis A. Ausiello | For | For | Management |
| 1.2 | Elect Director Ronald E. Blaylock | For | For | Management |
| 1.3 | Elect Director W. Don Cornwell | For | For | Management |
| 1.4 | Elect Director Joseph J. Echevarria | For | For | Management |
| 1.5 | Elect Director Frances D. Fergusson | For | For | Management |
| 1.6 | Elect Director Helen H. Hobbs | For | For | Management |
| 1.7 | Elect Director James M. Kilts | For | For | Management |
| 1.8 | Elect Director Shantanu Narayen | For | For | Management |
| 1.9 | Elect Director Suzanne Nora Johnson | For | For | Management |
| 1.10 | Elect Director Ian C. Read | For | For | Management |
| 1.11 | Elect Director Stephen W. Sanger | For | For | Management |
| 1.12 | Elect Director James C. Smith | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|--------------------------------------|---------|---------|-------------|
| 5 | Adopt Holy Land Principles | Against | Against | Shareholder |
| 6 | Amend Bylaws - Call Special Meetings | Against | Against | Shareholder |
| 7 | Require Independent Board Chairman | Against | Against | Shareholder |

POST PROPERTIES, INC.

Ticker: PPS Security ID: 737464107

Meeting Date: NOV 10, 2016 Meeting Type: Special

Record Date: SEP 26, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Advisory Vote on Golden Parachutes | For | For | Management |
| 3 | Adjourn Meeting | For | For | Management |

PROLOGIS, INC.

Ticker: PLD Security ID: 74340W103

Meeting Date: MAY 03, 2017 Meeting Type: Annual

Record Date: MAR 09, 2017

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

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|----------|----------|------------|
| 1a | Elect Director Hamid R. Moghadam | For | For | Management |
| 1b | Elect Director George L. Fotiades | For | For | Management |
| 1c | Elect Director Lydia H. Kennard | For | For | Management |
| 1d | Elect Director J. Michael Losh | For | For | Management |
| 1e | Elect Director Irving F. Lyons, III | For | For | Management |
| 1f | Elect Director David P. O'Connor | For | For | Management |
| 1g | Elect Director Olivier Piani | For | For | Management |
| 1h | Elect Director Jeffrey L. Skelton | For | For | Management |
| 1i | Elect Director Carl B. Webb | For | For | Management |
| 1j | Elect Director William D. Zollars | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify KPMG LLP as Auditors | For | For | Management |

PS BUSINESS PARKS, INC.

Ticker: PSB Security ID: 69360J107

Meeting Date: APR 25, 2017 Meeting Type: Annual

Record Date: MAR 01, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ronald L. Havner, Jr. | For | Withhold | Management |
| 1.2 | Elect Director Maria R. Hawthorne | For | For | Management |
| 1.3 | Elect Director Jennifer Holden Dunbar | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|-----|---|----------|----------|------------|
| 1.4 | Elect Director James H. Kropp | For | For | Management |
| 1.5 | Elect Director Sara Grootwassink Lewis | For | For | Management |
| 1.6 | Elect Director Gary E. Pruitt | For | For | Management |
| 1.7 | Elect Director Robert S. Rollo | For | For | Management |
| 1.8 | Elect Director Joseph D. Russell, Jr. | For | For | Management |
| 1.9 | Elect Director Peter Schultz | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

QUEST DIAGNOSTICS INCORPORATED

Ticker: DGX Security ID: 74834L100

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date: MAR 17, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jenne K. Britell | For | For | Management |
| 1.2 | Elect Director Vicky B. Gregg | For | For | Management |
| 1.3 | Elect Director Jeffrey M. Leiden | For | For | Management |
| 1.4 | Elect Director Timothy L. Main | For | For | Management |
| 1.5 | Elect Director Gary M. Pfeiffer | For | For | Management |
| 1.6 | Elect Director Timothy M. Ring | For | For | Management |
| 1.7 | Elect Director Stephen H. Rusckowski | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|-----|---|----------|----------|------------|
| 1.8 | Elect Director Daniel C. Stanzione | For | For | Management |
| 1.9 | Elect Director Gail R. Wilensky | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 5 | Amend Non-Employee Director Omnibus Stock Plan | For | For | Management |

RAMCO-GERSHENSON PROPERTIES TRUST

Ticker: RPT Security ID: 751452202

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Stephen R. Blank | For | For | Management |
| 1.2 | Elect Director Dennis Gershenson | For | For | Management |
| 1.3 | Elect Director Arthur Goldberg | For | For | Management |
| 1.4 | Elect Director David J. Nettina | For | For | Management |
| 1.5 | Elect Director Joel M. Pashcow | For | For | Management |
| 1.6 | Elect Director Mark K. Rosenfeld | For | For | Management |
| 1.7 | Elect Director Laurie M. Shahon | For | For | Management |
| 2 | Ratify Grant Thornton LLP as Auditors | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|---|----------|----------|------------|
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

RAYTHEON COMPANY

Ticker: RTN Security ID: 755111507

Meeting Date: MAY 25, 2017 Meeting Type: Annual

Record Date: APR 04, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Tracy A. Atkinson | For | For | Management |
| 1b | Elect Director Robert E. Beauchamp | For | For | Management |
| 1c | Elect Director Vernon E. Clark | For | For | Management |
| 1d | Elect Director Stephen J. Hadley | For | For | Management |
| 1e | Elect Director Thomas A. Kennedy | For | For | Management |
| 1f | Elect Director Letitia A. Long | For | For | Management |
| 1g | Elect Director George R. Oliver | For | For | Management |
| 1h | Elect Director Dinesh C. Paliwal | For | For | Management |
| 1i | Elect Director William R. Spivey | For | For | Management |
| 1j | Elect Director James A. Winnefeld, Jr. | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Approve Executive Incentive Bonus Plan | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

5 Ratify PricewaterhouseCoopers LLP as For For Management
 Auditors

RETAIL PROPERTIES OF AMERICA, INC.

Ticker: RPAI Security ID: 76131V202

Meeting Date: MAY 25, 2017 Meeting Type: Annual

Record Date: MAR 17, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------|-----------|------------|
| 1.1 | Elect Director Bonnie S. Biumi | For | For | Management |
| 1.2 | Elect Director Frank A. Catalano, Jr. | For | For | Management |
| 1.3 | Elect Director Paul R. Gauvreau | For | For | Management |
| 1.4 | Elect Director Robert G. Gifford | For | For | Management |
| 1.5 | Elect Director Gerald M. Gorski | For | For | Management |
| 1.6 | Elect Director Steven P. Grimes | For | For | Management |
| 1.7 | Elect Director Richard P. Imperiale | For | For | Management |
| 1.8 | Elect Director Peter L. Lynch | For | For | Management |
| 1.9 | Elect Director Thomas J. Sargeant | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Amend Bylaws | For | For | Management |
| 5 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

SIMON PROPERTY GROUP, INC.

Ticker: SPG Security ID: 828806109

Meeting Date: MAY 10, 2017 Meeting Type: Annual

Record Date: MAR 15, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Glyn F. Aeppel | For | For | Management |
| 1b | Elect Director Larry C. Glasscock | For | For | Management |
| 1c | Elect Director Karen N. Horn | For | For | Management |
| 1d | Elect Director Allan Hubbard | For | For | Management |
| 1e | Elect Director Reuben S. Leibowitz | For | For | Management |
| 1f | Elect Director Gary M. Rodkin | For | For | Management |
| 1g | Elect Director Daniel C. Smith | For | For | Management |
| 1h | Elect Director J. Albert Smith, Jr. | For | For | Management |
| 2 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

SL GREEN REALTY CORP.

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: SLG Security ID: 78440X101

Meeting Date: JUN 01, 2017 Meeting Type: Annual

Record Date: MAR 31, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1a | Elect Director Betsy Atkins | For | Against | Management |
| 1b | Elect Director Marc Holliday | For | For | Management |
| 1c | Elect Director John S. Levy | For | Against | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Against | Management |
| 3 | Declassify the Board of Directors | For | For | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 6 | Report on Pay Disparity | Against | Against | Shareholder |

SOLAR CAPITAL LTD.

Ticker: SLRC Security ID: 83413U100

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: MAR 22, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Bruce Spohler | For | For | Management |
| 1.2 | Elect Director Steven Hochberg | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

2 Approve Issuance of Shares Below Net For For Management
 Asset Value (NAV)

STARWOOD PROPERTY TRUST, INC.

Ticker: STWD Security ID: 85571B105

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date: MAR 17, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------|-----------|------------|
| 1.1 | Elect Director Richard D. Bronson | For | Withhold | Management |
| 1.2 | Elect Director Jeffrey G. Dishner | For | For | Management |
| 1.3 | Elect Director Camille J. Douglas | For | Withhold | Management |
| 1.4 | Elect Director Solomon J. Kumin | For | For | Management |
| 1.5 | Elect Director Barry S. Sternlicht | For | For | Management |
| 1.6 | Elect Director Strauss Zelnick | For | Withhold | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Approve Omnibus Stock Plan | For | For | Management |
| 6 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

STORE CAPITAL CORPORATION

Ticker: STOR Security ID: 862121100

Meeting Date: JUN 01, 2017 Meeting Type: Annual

Record Date: APR 03, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Morton H. Fleischer | For | Withhold | Management |
| 1.2 | Elect Director Christopher H. Volk | For | For | Management |
| 1.3 | Elect Director Joseph M. Donovan | For | For | Management |
| 1.4 | Elect Director Mary Fedewa | For | For | Management |
| 1.5 | Elect Director William F. Hipp | For | For | Management |
| 1.6 | Elect Director Einar A. Seadler | For | Withhold | Management |
| 1.7 | Elect Director Mark N. Sklar | For | For | Management |
| 1.8 | Elect Director Quentin P. Smith, Jr. | For | Withhold | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

SUMMIT HOTEL PROPERTIES, INC.

Ticker: INN Security ID: 866082100

Meeting Date: MAY 18, 2017 Meeting Type: Annual

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Daniel P. Hansen | For | For | Management |
| 1.2 | Elect Director Bjorn R. L. Hanson | For | For | Management |
| 1.3 | Elect Director Jeffrey W. Jones | For | For | Management |
| 1.4 | Elect Director Kenneth J. Kay | For | For | Management |
| 1.5 | Elect Director Thomas W. Storey | For | For | Management |
| 2 | Ratify Ernst & Young, LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Amend Charter to Remove Antitakeover Provisions to Opt Out of Maryland's Unsolicited Takeover Act | For | For | Management |

TARKETT

Ticker: TKT Security ID: F9T08Z124

Meeting Date: APR 27, 2017 Meeting Type: Annual/Special

Record Date: APR 24, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Consolidated Financial | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Statements and Statutory Reports

| | | | | |
|----|--|-----|---------|------------|
| 3 | Approve Allocation of Income and Dividends of EUR 0.60 per Share | For | For | Management |
| 4 | Approve Auditors' Special Report on Related-Party Transactions | For | Against | Management |
| 5 | Ratify Appointment of Agnes Touraine as Supervisory Board Member | For | For | Management |
| 6 | Reelect Agnes Touraine as Supervisory Board Member | For | For | Management |
| 7 | Reelect Jacques Garaialde as Supervisory Board Member | For | For | Management |
| 8 | Reelect Guylaine Saucier as Supervisory Board Member | For | For | Management |
| 9 | Renew Appoint of Nicolas Deconinck as Censor of the Supervisory Board | For | Against | Management |
| 10 | Elect Sabine Roux de Bezieux as Supervisory Board Member | For | For | Management |
| 11 | Approve Remuneration Policy of Michel Giannuzzi, Chairman of the Management Board | For | Against | Management |
| 12 | Approve Remuneration Policy of Fabrice Barthelemy, Management Board Member | For | Against | Management |
| 13 | Approve Remuneration Policy of Sharon MacBeath, Management Board Member | For | Against | Management |
| 14 | Approve Remuneration policy of Didier Deconinck, Chairman of the Supervisory Board | For | For | Management |
| 15 | Approve Remuneration of Directors in | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

the Aggregate Amount of EUR 500,000

| | | | | |
|----|---|-----|---------|------------|
| 16 | Non-Binding Vote on Compensation of Michel Giannuzzi, Chairman of the Management Board | For | For | Management |
| 17 | Non-Binding Vote on Compensation of Fabrice Barthelemy, Management Board Member | For | For | Management |
| 18 | Non-Binding Vote on Compensation of Vincent Lecerf, Management Board Member | For | For | Management |
| 19 | Non-Binding Vote on Compensation of Didier Deconinck, Chairman of the Supervisory Board | For | For | Management |
| 20 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | For | For | Management |
| 21 | Authorize Capitalization of Reserves of Up to EUR 50 Million for Bonus Issue or Increase in Par Value | For | Against | Management |
| 22 | Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans | For | Against | Management |
| 23 | Authorize Decrease in Share Capital via Cancellation of Repurchased Shares | For | For | Management |
| 24 | Introduce New Article 29 and Amend Article 17 of Bylaws Re: Employee Representative | For | For | Management |
| 25 | Amend Article 25 of Bylaws Re: General Meeting | For | For | Management |
| 26 | Authorize Filing of Required | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Documents/Other Formalities

TAUBMAN CENTERS, INC.

Ticker: TCO Security ID: 876664103

Meeting Date: JUN 01, 2017 Meeting Type: Proxy Contest

Record Date: APR 03, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|--------------|-------------|
| | Management Proxy (White Proxy Card) | None | | |
| 1.1 | Elect Director Robert S. Taubman | For | Did Not Vote | Management |
| 1.2 | Elect Director Cia Buckley Marakovits | For | Did Not Vote | Management |
| 1.3 | Elect Director Myron E. Ullman, III | For | Did Not Vote | Management |
| 2 | Ratify KPMG LLP as Auditors | For | Did Not Vote | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | Did Not Vote | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | Did Not Vote | Management |
| # | Proposal | Diss Rec | Vote Cast | Sponsor |
| | Dissident Proxy (Gold Proxy Card) | None | | |
| 1.1 | Elect Director Charles Elson | For | For | Shareholder |
| 1.2 | Elect Director Jonathan Litt | For | For | Shareholder |
| 1.3 | Management Nominee Cia Buckley Marakovits | For | For | Shareholder |
| 2 | Ratify KPMG LLP as Auditors | None | For | Management |
| 3 | Advisory Vote to Ratify Named | None | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Executive Officers' Compensation

4 Advisory Vote on Say on Pay Frequency One Year One Year Management

TERRENO REALTY CORPORATION

Ticker: TRNO Security ID: 88146M101

Meeting Date: MAY 02, 2017 Meeting Type: Annual

Record Date: MAR 01, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1A | Elect Director W. Blake Baird | For | For | Management |
| 1B | Elect Director Michael A. Coke | For | For | Management |
| 1C | Elect Director LeRoy E. Carlson | For | For | Management |
| 1D | Elect Director Peter J. Merlone | For | For | Management |
| 1E | Elect Director Douglas M. Pasquale | For | For | Management |
| 1F | Elect Director Dennis Polk | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Amend Bylaws | For | For | Management |
| 5 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

THE ALLSTATE CORPORATION

Ticker: ALL Security ID: 020002101

Meeting Date: MAY 25, 2017 Meeting Type: Annual

Record Date: MAR 27, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|-------------|
| 1a | Elect Director Kermit R. Crawford | For | For | Management |
| 1b | Elect Director Michael L. Eskew | For | For | Management |
| 1c | Elect Director Siddharth N. (Bobby) Mehta | For | For | Management |
| 1d | Elect Director Jacques P. Perold | For | For | Management |
| 1e | Elect Director Andrea Redmond | For | For | Management |
| 1f | Elect Director John W. Rowe | For | For | Management |
| 1g | Elect Director Judith A. Sprieser | For | For | Management |
| 1h | Elect Director Mary Alice Taylor | For | For | Management |
| 1i | Elect Director Perry M. Traquina | For | For | Management |
| 1j | Elect Director Thomas J. Wilson | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Approve Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 5 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 6 | Require Independent Board Chairman | Against | Against | Shareholder |
| 7 | Lead Director Qualifications | Against | Against | Shareholder |
| 8 | Political Contributions Disclosure | Against | Against | Shareholder |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

THE BANK OF NEW YORK MELLON CORPORATION

Ticker: BK Security ID: 064058100

Meeting Date: APR 11, 2017 Meeting Type: Annual

Record Date: FEB 10, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|------------|
| 1.1 | Elect Director Linda Z. Cook | For | For | Management |
| 1.2 | Elect Director Nicholas M. Donofrio | For | For | Management |
| 1.3 | Elect Director Joseph J. Echevarria | For | For | Management |
| 1.4 | Elect Director Edward P. Garden | For | For | Management |
| 1.5 | Elect Director Jeffrey A. Goldstein | For | For | Management |
| 1.6 | Elect Director Gerald L. Hassell | For | For | Management |
| 1.7 | Elect Director John M. Hinshaw | For | For | Management |
| 1.8 | Elect Director Edmund F. "Ted" Kelly | For | For | Management |
| 1.9 | Elect Director John A. Luke, Jr. | For | For | Management |
| 1.10 | Elect Director Jennifer B. Morgan | For | For | Management |
| 1.11 | Elect Director Mark A. Nordenberg | For | For | Management |
| 1.12 | Elect Director Elizabeth E. Robinson | For | For | Management |
| 1.13 | Elect Director Samuel C. Scott, III | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify KPMG LLP as Auditors | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

5 Report on and Assess Proxy Voting Against Against Shareholder
Policies in Relation to Climate Change
Position

THE KRAFT HEINZ COMPANY

Ticker: KHC Security ID: 500754106

Meeting Date: APR 19, 2017 Meeting Type: Annual

Record Date: FEB 21, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1a | Elect Director Gregory E. Abel | For | For | Management |
| 1b | Elect Director Alexandre Behring | For | For | Management |
| 1c | Elect Director Warren E. Buffett | For | For | Management |
| 1d | Elect Director John T. Cahill | For | For | Management |
| 1e | Elect Director Tracy Britt Cool | For | For | Management |
| 1f | Elect Director Feroz Dewan | For | For | Management |
| 1g | Elect Director Jeanne P. Jackson | For | For | Management |
| 1h | Elect Director Jorge Paulo Lemann | For | For | Management |
| 1i | Elect Director Mackey J. McDonald | For | For | Management |
| 1j | Elect Director John C. Pope | For | For | Management |
| 1k | Elect Director Marcel Herrmann Telles | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify PricewaterhouseCoopers LLP as | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Auditors

| | | | | |
|---|--|---------|-----|-------------|
| 4 | Report on Sustainability | Against | For | Shareholder |
| 5 | Assess Environmental Impact of Non-Recyclable Packaging | Against | For | Shareholder |
| 6 | Report on Supply Chain Impact on Deforestation | Against | For | Shareholder |

URBAN EDGE PROPERTIES

Ticker: UE Security ID: 91704F104

Meeting Date: MAY 10, 2017 Meeting Type: Annual

Record Date: MAR 13, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Michael A. Gould | For | Withhold | Management |
| 1.2 | Elect Director Steven J. Guttman | For | For | Management |
| 1.3 | Elect Director Kevin P. O'Shea | For | Withhold | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date: MAR 06, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|----------|-----------|-------------|
| 1.1 | Elect Director Shellye L. Archambeau | For | For | Management |
| 1.2 | Elect Director Mark T. Bertolini | For | For | Management |
| 1.3 | Elect Director Richard L. Carrion | For | For | Management |
| 1.4 | Elect Director Melanie L. Healey | For | For | Management |
| 1.5 | Elect Director M. Frances Keeth | For | For | Management |
| 1.6 | Elect Director Karl-Ludwig Kley | For | For | Management |
| 1.7 | Elect Director Lowell C. McAdam | For | For | Management |
| 1.8 | Elect Director Clarence Otis, Jr. | For | For | Management |
| 1.9 | Elect Director Rodney E. Slater | For | For | Management |
| 1.10 | Elect Director Kathryn A. Tesija | For | For | Management |
| 1.11 | Elect Director Gregory D. Wasson | For | For | Management |
| 1.12 | Elect Director Gregory G. Weaver | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Approve Omnibus Stock Plan | For | For | Management |
| 6 | Establish Board Committee on Human Rights | Against | Against | Shareholder |
| 7 | Report on Feasibility of Adopting GHG Emissions Targets | Against | Against | Shareholder |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|---------|---------|-------------|
| 8 | Amend Bylaws - Call Special Meetings | Against | For | Shareholder |
| 9 | Amend Clawback Policy | Against | For | Shareholder |
| 10 | Stock Retention/Holding Period | Against | For | Shareholder |
| 11 | Limit Matching Contributions to Executive Retirement Plans | Against | Against | Shareholder |

VONOVIA SE

Ticker: VNA Security ID: D9581T100

Meeting Date: MAY 16, 2017 Meeting Type: Annual

Record Date:

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Receive Financial Statements and Statutory Reports for Fiscal 2016 (Non-Voting) | None | None | Management |
| 2 | Approve Allocation of Income and Dividends of EUR 1.12 per Share | For | For | Management |
| 3 | Approve Discharge of Management Board for Fiscal 2016 | For | For | Management |
| 4 | Approve Discharge of Supervisory Board for Fiscal 2016 | For | For | Management |
| 5 | Ratify KPMG AG as Auditors for Fiscal 2017 and as as Auditors for the First Quarter of Fiscal 2018 | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|---|--|-----|-----|------------|
| 6 | Approve Creation of EUR 66.55 Million Pool of Capital without Preemptive Rights | For | For | Management |
| 7 | Change Location of Registered Office Headquarters | For | For | Management |
| 8 | Amend Articles Re: Article 17 "Change Majority Requirements at Annual General Meeting" | For | For | Management |

VORNADO REALTY TRUST

Ticker: VNO Security ID: 929042109

Meeting Date: MAY 18, 2017 Meeting Type: Annual

Record Date: MAR 20, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Michael Lynne | For | For | Management |
| 1.2 | Elect Director David M. Mandelbaum | For | Withhold | Management |
| 1.3 | Elect Director Mandakini Puri | For | For | Management |
| 1.4 | Elect Director Daniel R. Tisch | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

WASTE MANAGEMENT, INC.

Ticker: WM Security ID: 94106L109

Meeting Date: MAY 12, 2017 Meeting Type: Annual

Record Date: MAR 15, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|-------------|
| 1a | Elect Director Bradbury H. Anderson | For | For | Management |
| 1b | Elect Director Frank M. Clark, Jr. | For | For | Management |
| 1c | Elect Director James C. Fish, Jr. | For | For | Management |
| 1d | Elect Director Andres R. Gluski | For | For | Management |
| 1e | Elect Director Patrick W. Gross | For | For | Management |
| 1f | Elect Director Victoria M. Holt | For | For | Management |
| 1g | Elect Director Kathleen M. Mazzarella | For | For | Management |
| 1h | Elect Director John C. Pope | For | For | Management |
| 1i | Elect Director Thomas H. Weidemeyer | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Pro-rata Vesting of Equity Awards | Against | For | Shareholder |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

WELLTOWER INC.

Ticker: HCN Security ID: 95040Q104

Meeting Date: MAY 04, 2017 Meeting Type: Annual

Record Date: MAR 07, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|----------|-----------|------------|
| 1a | Elect Director Kenneth J. Bacon | For | For | Management |
| 1b | Elect Director Thomas J. DeRosa | For | For | Management |
| 1c | Elect Director Jeffrey H. Donahue | For | For | Management |
| 1d | Elect Director Fred S. Klipsch | For | For | Management |
| 1e | Elect Director Geoffrey G. Meyers | For | For | Management |
| 1f | Elect Director Timothy J. Naughton | For | For | Management |
| 1g | Elect Director Sharon M. Oster | For | For | Management |
| 1h | Elect Director Judith C. Pelham | For | For | Management |
| 1i | Elect Director Sergio D. Rivera | For | For | Management |
| 1j | Elect Director R. Scott Trumbull | For | For | Management |
| 2 | Ratify Ernst & Young LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

WERELDHAVE NV

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

Ticker: WHA Security ID: N95060120

Meeting Date: APR 21, 2017 Meeting Type: Annual

Record Date: MAR 24, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1 | Open Meeting | None | None | Management |
| 2 | Receive Report of Management Board (Non-Voting) | None | None | Management |
| 3 | Discuss Remuneration Report Containing Remuneration Policy for Management Board Members | None | None | Management |
| 4 | Allow Questions to External Auditor | None | None | Management |
| 5 | Receive Explanation on Company's Reserves and Dividend Policy | None | None | Management |
| 6.a | Adopt Financial Statements and Statutory Reports | For | For | Management |
| 6.b | Approve Dividends of EUR 3.08 Per Share | For | For | Management |
| 7 | Approve Discharge of Management Board | For | For | Management |
| 8 | Approve Discharge of Supervisory Board | For | For | Management |
| 9 | Elect A. Nuhn to Supervisory Board | For | Against | Management |
| 10 | Elect H. Brand to Supervisory Board | For | For | Management |
| 11 | Reelect D.J. Anbeek to Executive Board | For | For | Management |
| 12.a | Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger and Restricting | For | For | Management |
| 12.b | Authorize Board to Exclude Preemptive Rights from Share Issuances | For | For | Management |

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

| | | | | |
|----|---|------|------|------------|
| 13 | Authorize Repurchase of Up to 10 Percent of Issued Share Capital | For | For | Management |
| 14 | Allow Questions | None | None | Management |
| 15 | Close Meeting | None | None | Management |

WHEELER REAL ESTATE INVESTMENT TRUST, INC.

Ticker: WHLR Security ID: 963025705

Meeting Date: MAY 17, 2017 Meeting Type: Annual

Record Date: APR 11, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jon S. Wheeler | For | Withhold | Management |
| 1.2 | Elect Director Kurt R. Harrington | For | Withhold | Management |
| 1.3 | Elect Director Carl B. McGowan, Jr. | For | Withhold | Management |
| 1.4 | Elect Director David Kelly | For | Withhold | Management |
| 1.5 | Elect Director Stewart J. Brown | For | Withhold | Management |
| 1.6 | Elect Director William W. King | For | Withhold | Management |
| 1.7 | Elect Director Jeffrey M. Zwerdling | For | Withhold | Management |
| 1.8 | Elect Director John P. McAuliffe | For | Withhold | Management |
| 1.9 | Elect Director John Sweet | For | For | Management |
| 2 | Ratify Cherry Bekaert LLP as Auditors | For | For | Management |

===== END N-PX REPORT =====

Edgar Filing: DELAWARE INVESTMENTS DIVIDEND & INCOME FUND, INC - Form N-PX

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: Shawn K. Lytle
Name: Shawn K. Lytle
Title: President/ Chief Executive Officer
Date: August 18, 2017
