

DELAWARE INVESTMENTS DIVIDEND & INCOME FUND INC  
Form N-PX  
August 30, 2007

**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, 2006 - June 30, 2007**

ITEM 1. PROXY VOTING RECORD.

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

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100

Meeting Date: APR 27, 2007 Meeting Type: Annual

Record Date: FEB 28, 2007

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director R.S. Austin                                     | For     | For       | Management  |
| 1.2  | Elect Director W.M. Daley                                      | For     | For       | Management  |
| 1.3  | Elect Director W.J. Farrell                                    | For     | For       | Management  |
| 1.4  | Elect Director H.L. Fuller                                     | For     | For       | Management  |
| 1.5  | Elect Director R.A. Gonzalez                                   | For     | For       | Management  |
| 1.6  | Elect Director D.A.L. Owen                                     | For     | For       | Management  |
| 1.7  | Elect Director B. Powell Jr.                                   | For     | For       | Management  |
| 1.8  | Elect Director W.A. Reynolds                                   | For     | For       | Management  |
| 1.9  | Elect Director R.S. Roberts                                    | For     | For       | Management  |
| 1.10 | Elect Director S.C. Scott III                                  | For     | Withhold  | Management  |
| 1.11 | Elect Director W.D. Smithburg                                  | For     | For       | Management  |
| 1.12 | Elect Director G.F. Tilton                                     | For     | For       | Management  |
| 1.13 | Elect Director M.D. White                                      | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For       | Shareholder |
| 4    | Separate Chairman and CEO Positions                            | Against | Against   | Shareholder |

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ADELPHIA COMMUNICATIONS CORP.

Ticker: ADELQ Security ID: 006848AW5

Meeting Date: SEP 12, 2006 Meeting Type: Written Consent

Record Date: MAY 1, 2006

| # | Proposal                                      | Mgt Rec | Vote Cast       | Sponsor    |
|---|---|---------|-----------------|------------|
| 1 | POTENTIAL ARAHOVA SETTLEMENT                  | None    | Did Not<br>Vote | Management |
| 2 | POTENTIAL FRONTIERVISION HOLDCO<br>SETTLEMENT | None    | Did Not<br>Vote | Management |
| 3 | POTENTIAL OLYMPUS PARENT SETTLEMENT           | None    | Did Not<br>Vote | Management |
| 4 | INTER-CREDITOR DISPUTE HOLDBACK               | None    | Did Not<br>Vote | Management |

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ADELPHIA COMMUNICATIONS CORP.

Ticker: ADELQ Security ID: 006848AW5

Meeting Date: NOV 27, 2006 Meeting Type: Written Consent

Record Date: OCT 18, 2006

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| # | Proposal | Mgt Rec | Vote Cast       | Sponsor    |
|---|----------|---------|-----------------|------------|
| 1 | THE PLAN | None    | Did Not<br>Vote | Management |

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ALLIED WASTE INDUSTRIES, INC.

Ticker: AW Security ID: 019589308

Meeting Date: MAY 17, 2007 Meeting Type: Annual

Record Date: MAR 20, 2007

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Robert M. Agate                           | For     | For       | Management  |
| 1.2  | Elect Director Charles H. Cotros                         | For     | For       | Management  |
| 1.3  | Elect Director James W. Crownover                        | For     | For       | Management  |
| 1.4  | Elect Director Stephanie Drescher                        | For     | For       | Management  |
| 1.5  | Elect Director William J. Flynn                          | For     | For       | Management  |
| 1.6  | Elect Director David I. Foley                            | For     | For       | Management  |
| 1.7  | Elect Director Nolan Lehmann                             | For     | For       | Management  |
| 1.8  | Elect Director Steven Martinez                           | For     | For       | Management  |
| 1.9  | Elect Director James A. Quella                           | For     | For       | Management  |
| 1.10 | Elect Director John M. Trani                             | For     | For       | Management  |
| 1.11 | Elect Director John J. Zillmer                           | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Require a Majority Vote for the Election<br>of Directors | Against | For       | Shareholder |

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ALLSTATE CORP., THE

Ticker: ALL Security ID: 020002101

Meeting Date: MAY 15, 2007 Meeting Type: Annual

Record Date: MAR 16, 2007

| #  | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|----|---------------------------------------|---------|-----------|------------|
| 1  | Elect Director F. Duane Ackerman      | For     | For       | Management |
| 2  | Elect Director James G. Andress       | For     | For       | Management |
| 3  | Elect Director Robert D. Beyer        | For     | For       | Management |
| 4  | Elect Director W. James Farrell       | For     | For       | Management |
| 5  | Elect Director Jack M. Greenberg      | For     | For       | Management |
| 6  | Elect Director Ronald T. LeMay        | For     | For       | Management |
| 7  | Elect Director Edward M. Liddy        | For     | For       | Management |
| 8  | Elect Director J. Christopher Reyes   | For     | For       | Management |
| 9  | Elect Director H. John Riley, Jr.     | For     | For       | Management |
| 10 | Elect Director Joshua I. Smith        | For     | For       | Management |
| 11 | Elect Director Judith A. Sprieser     | For     | For       | Management |
| 12 | Elect Director Mary Alice Taylor      | For     | For       | Management |
| 13 | Elect Director Thomas J. Wilson       | For     | For       | Management |
| 14 | Ratify Auditors                       | For     | For       | Management |
| 15 | Reduce Supermajority Vote Requirement | For     | For       | Management |

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AMB PROPERTY CORP.

Ticker: AMB Security ID: 00163T109

Meeting Date: MAY 10, 2007 Meeting Type: Annual

Record Date: MAR 6, 2007

| #  | Proposal                           | Mgt Rec | Vote Cast | Sponsor     |
|----|------------------------------------|---------|-----------|-------------|
| 1  | Elect Director Afsaneh M. Beshloss | For     | For       | Management  |
| 2  | Elect Director T. Robert Burke     | For     | For       | Management  |
| 3  | Elect Director David A. Cole       | For     | For       | Management  |
| 4  | Elect Director Lydia H. Kennard    | For     | For       | Management  |
| 5  | Elect Director J. Michael Losh     | For     | For       | Management  |
| 6  | Elect Director Hamid R. Moghadam   | For     | For       | Management  |
| 7  | Elect Director Frederick W. Reid   | For     | For       | Management  |
| 8  | Elect Director Jeffrey L. Skelton  | For     | For       | Management  |
| 9  | Elect Director Thomas W. Tusher    | For     | For       | Management  |
| 10 | Ratify Auditors                    | For     | For       | Management  |
| 11 | Amend Omnibus Stock Plan           | For     | Against   | Management  |
| 12 | Pay For Superior Performance       | Against | For       | Shareholder |

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AMERICAN CAMPUS COMMUNITIES, INC.

Ticker: ACC Security ID: 024835100

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Meeting Date: MAY 3, 2007 Meeting Type: Annual

Record Date: MAR 16, 2007

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William C. Bayless Jr. | For     | For       | Management |
| 1.2 | Elect Director R.D. Burck             | For     | For       | Management |
| 1.3 | Elect Director G. Steven Dawson       | For     | For       | Management |
| 1.4 | Elect Director Cydney C. Donnell      | For     | For       | Management |
| 1.5 | Elect Director Edward Lowenthal       | For     | For       | Management |
| 1.6 | Elect Director Brian B. Nickel        | For     | For       | Management |
| 1.7 | Elect Director Scott H. Rechler       | For     | Withhold  | Management |
| 1.8 | Elect Director Winston W. Walker      | For     | For       | Management |
| 2   | Ratify Auditors                       | For     | For       | Management |

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AON CORP.

Ticker: AOC Security ID: 037389103

Meeting Date: MAY 18, 2007 Meeting Type: Annual

Record Date: MAR 21, 2007

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Patrick G. Ryan   | For     | For       | Management |
| 1.2 | Elect Director Gregory C. Case   | For     | For       | Management |
| 1.3 | Elect Director Edgar D. Jannotta | For     | For       | Management |
| 1.4 | Elect Director Jan Kalff         | For     | For       | Management |



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|      |                                     |     |     |            |
|------|-------------------------------------|-----|-----|------------|
| 1.5  | Elect Director Lester B. Knight     | For | For | Management |
| 1.6  | Elect Director J. Michael Losh      | For | For | Management |
| 1.7  | Elect Director R. Eden Martin       | For | For | Management |
| 1.8  | Elect Director Andrew J. McKenna    | For | For | Management |
| 1.9  | Elect Director Robert S. Morrison   | For | For | Management |
| 1.10 | Elect Director Richard B. Myers     | For | For | Management |
| 1.11 | Elect Director Richard C. Notebaert | For | For | Management |
| 1.12 | Elect Director John W. Rogers, Jr.  | For | For | Management |
| 1.13 | Elect Director Gloria Santona       | For | For | Management |
| 1.14 | Elect Director Carolyn Y. Woo       | For | For | Management |
| 2    | Ratify Auditors                     | For | For | Management |

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AT&T INC

Ticker: T Security ID: 00206R102

Meeting Date: JUL 21, 2006 Meeting Type: Special

Record Date: JUN 1, 2006

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

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AT&T INC

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Ticker: T Security ID: 00206R102

Meeting Date: APR 27, 2007 Meeting Type: Annual

Record Date: FEB 28, 2007

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director William F. Aldinger III                    | For     | For       | Management  |
| 2  | Elect Director Gilbert F. Amelio                          | For     | For       | Management  |
| 3  | Elect Director Reuben V. Anderson                         | For     | For       | Management  |
| 4  | Elect Director James H. Blanchard                         | For     | For       | Management  |
| 5  | Elect Director August A. Busch III                        | For     | For       | Management  |
| 6  | Elect Director James P. Kelly                             | For     | For       | Management  |
| 7  | Elect Director Charles F. Knight                          | For     | For       | Management  |
| 8  | Elect Director Jon C. Madonna                             | For     | For       | Management  |
| 9  | Elect Director Lynn M. Martin                             | For     | For       | Management  |
| 10 | Elect Director John B. McCoy                              | For     | For       | Management  |
| 11 | Elect Director Mary S. Metz                               | For     | For       | Management  |
| 12 | Elect Director Toni Rembe                                 | For     | For       | Management  |
| 13 | Elect Director Joyce M. Roche                             | For     | For       | Management  |
| 14 | Elect Director Randall L. Stephenson                      | For     | For       | Management  |
| 15 | Elect Director Laura D' Andrea Tyson                      | For     | For       | Management  |
| 16 | Elect Director Patricia P. Upton                          | For     | For       | Management  |
| 17 | Elect Director Edward E. Whitacre, Jr.                    | For     | For       | Management  |
| 18 | Ratify Auditors   | For     | For       | Management  |
| 19 | Compensation Specific-Severance Payments<br>to Executives | For     | For       | Management  |
| 20 | Report on Political Contributions                         | Against | Against   | Shareholder |
| 21 | Amend Articles/Bylaws/Charter - Call                      | Against | For       | Shareholder |

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Special Meetings

|                        |   |         |     |             |
|------------------------|---|---------|-----|-------------|
| 22                     | Pay For Superior Performance            | Against | For | Shareholder |
| 23                     | Advisory Vote to Ratify Named Executive | Against | For | Shareholder |
| Officers' Compensation |   |         |     |             |
| 24                     | Establish SERP Policy                   | Against | For | Shareholder |

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BAXTER INTERNATIONAL INC.

Ticker: BAX Security ID: 071813109

Meeting Date: MAY 1, 2007 Meeting Type: Annual

Record Date: MAR 2, 2007

| # | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|---|------------------------------------|---------|-----------|------------|
| 1 | Elect Director Blake E. Devitt     | For     | For       | Management |
| 2 | Elect Director John D. Forsyth     | For     | For       | Management |
| 3 | Elect Director Gail D. Fosler      | For     | For       | Management |
| 4 | Elect Director Carole J. Shapazian | For     | For       | Management |
| 5 | Ratify Auditors                    | For     | For       | Management |
| 6 | Approve Omnibus Stock Plan         | For     | For       | Management |

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BRANDYWINE REALTY TRUST

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Ticker: BDN Security ID: 105368203

Meeting Date: MAY 9, 2007 Meeting Type: Annual

Record Date: MAR 23, 2007

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director Walter D'Alessio                      | For     | For       | Management |
| 1.2  | Elect Director D. Pike Aloian                        | For     | For       | Management |
| 1.3  | Elect Director Thomas F. August                      | For     | For       | Management |
| 1.4  | Elect Director Donald E. Axinn                       | For     | For       | Management |
| 1.5  | Elect Director Wyche Fowler                          | For     | For       | Management |
| 1.6  | Elect Director Michael J. Joyce                      | For     | For       | Management |
| 1.7  | Elect Director Anthony A. Nichols, Sr.               | For     | For       | Management |
| 1.8  | Elect Director Michael V. Prentiss                   | For     | For       | Management |
| 1.9  | Elect Director Charles P. Pizzi                      | For     | For       | Management |
| 1.10 | Elect Director Gerard H. Sweeney                     | For     | For       | Management |
| 2    | Ratify Auditors                                      | For     | For       | Management |
| 3    | Amend Omnibus Stock Plan                             | For     | For       | Management |
| 4    | Approve Nonqualified Employee Stock<br>Purchase Plan | For     | For       | Management |

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BRISTOL-MYERS SQUIBB CO.

Ticker: BMY Security ID: 110122108

Meeting Date: MAY 1, 2007 Meeting Type: Annual

Record Date: MAR 5, 2007

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| #  | Proposal                                      | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director Lewis B. Campbell              | For     | For       | Management  |
| 2  | Elect Director James M. Cornelius             | For     | For       | Management  |
| 3  | Elect Director Louis J. Freeh                 | For     | For       | Management  |
| 4  | Elect Director Laurie H. Glimcher             | For     | For       | Management  |
| 5  | Elect Director Michael Grobstein              | For     | For       | Management  |
| 6  | Elect Director Leif Johansson                 | For     | For       | Management  |
| 7  | Elect Director James D. Robinson III          | For     | For       | Management  |
| 8  | Elect Director Vicki L. Sato                  | For     | For       | Management  |
| 9  | Elect Director R. Sanders Williams            | For     | For       | Management  |
| 10 | Ratify Auditors                               | For     | For       | Management  |
| 11 | Approve Omnibus Stock Plan                    | For     | For       | Management  |
| 12 | Approve Executive Incentive Bonus Plan        | For     | For       | Management  |
| 13 | Increase Disclosure of Executive Compensation | Against | Against   | Shareholder |
| 14 | Claw-back of Payments under Restatements      | Against | Against   | Shareholder |
| 15 | Restore or Provide for Cumulative Voting      | Against | For       | Shareholder |

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CAMDEN PROPERTY TRUST

Ticker: CPT Security ID: 133131102

Meeting Date: MAY 1, 2007 Meeting Type: Annual

Record Date: MAR 21, 2007

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

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CEDAR SHOPPING CENTERS, INC.

Ticker: CDR Security ID: 150602209

Meeting Date: JUN 19, 2007 Meeting Type: Annual

Record Date: APR 20, 2007

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James J. Burns         | For     | For       | Management |
| 1.2 | Elect Director Richard Homburg        | For     | For       | Management |
| 1.3 | Elect Director Paul G. Kirk, Jr.      | For     | For       | Management |
| 1.4 | Elect Director Everett B. Miller, III | For     | For       | Management |
| 1.5 | Elect Director Leo S. Ullman          | For     | For       | Management |
| 1.6 | Elect Director Brenda J. Walker       | For     | For       | Management |

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|     |   |     |     |            |
|-----|---|-----|-----|------------|
| 1.7 | Elect Director Roger M. Widmann                   | For | For | Management |
| 2   | Increase Authorized Preferred and Common<br>Stock | For | For | Management |
| 3   | Ratify Auditors                                   | For | For | Management |

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CENTRACORE PROPERTIES TRUST

Ticker: CPV Security ID: 15235H107  
Meeting Date: JAN 23, 2007 Meeting Type: Special  
Record Date: DEC 6, 2006

| # | Proposal                 | Mgt Rec | Vote Cast | Sponsor    |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For     | For       | Management |
| 2 | Other Business           | For     | Against   | Management |

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CENTURY COMMUNICATIONS CORP.

Ticker: Security ID: 156503AG9  
Meeting Date: NOV 27, 2006 Meeting Type: Written Consent  
Record Date: OCT 18, 2006

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

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|   |                            |      |         |            |
|---|----------------------------|------|---------|------------|
| 1 | THE PLAN OF REORGANIZATION | None | Did Not | Management |
|   |                            |      | Vote    |            |

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CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

Meeting Date: APR 25, 2007 Meeting Type: Annual

Record Date: MAR 12, 2007

| #  | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|----|------------------------------------|---------|-----------|------------|
| 1  | Elect Director Samuel H. Armacost  | For     | For       | Management |
| 2  | Elect Director Linnet F. Deily     | For     | For       | Management |
| 3  | Elect Director Robert E. Denham    | For     | For       | Management |
| 4  | Elect Director Robert J. Eaton     | For     | For       | Management |
| 5  | Elect Director Sam Ginn            | For     | For       | Management |
| 6  | Elect Director Franklyn G. Jenifer | For     | For       | Management |
| 7  | Elect Director Sam Nunn            | For     | For       | Management |
| 8  | Elect Director David J. O'Reilly   | For     | For       | Management |
| 9  | Elect Director Donald B. Rice      | For     | For       | Management |
| 10 | Elect Director Peter J. Robertson  | For     | For       | Management |
| 11 | Elect Director Kevin W. Sharer     | For     | For       | Management |
| 12 | Elect Director Charles R. Shoemate | For     | For       | Management |
| 13 | Elect Director Ronald D. Sugar     | For     | For       | Management |
| 14 | Elect Director Carl Ware           | For     | For       | Management |
| 15 | Ratify Auditors                    | For     | For       | Management |



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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 16 | Reduce Supermajority Vote Requirement         | For     | For     | Management  |
| 17 | Adopt Human Rights Policy                     | Against | For     | Shareholder |
| 18 | Adopt Greenhouse Gas Emission Reduction Goals | Against | Against | Shareholder |
| 19 | Adopt Animal Welfare Policy                   | Against | Against | Shareholder |
| 20 | Separate Chairman and CEO Positions           | Against | For     | Shareholder |
| 21 | Approve/Amend Terms of Existing Poison Pill   | Against | Against | Shareholder |
| 22 | Report on Market Specific Environmental Laws  | Against | Against | Shareholder |

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CHUBB CORP., THE

Ticker: CB Security ID: 171232101

Meeting Date: APR 24, 2007 Meeting Type: Annual

Record Date: MAR 5, 2007

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Zoe Bard           | For     | For       | Management |
| 1.2 | Elect Director Sheila P. Burke    | For     | For       | Management |
| 1.3 | Elect Director James I. Cash, Jr. | For     | For       | Management |
| 1.4 | Elect Director Joel J. Cohen      | For     | For       | Management |
| 1.5 | Elect Director John D. Finnegan   | For     | For       | Management |
| 1.6 | Elect Director Klaus J. Mangold   | For     | For       | Management |
| 1.7 | Elect Director David G. Scholey   | For     | For       | Management |

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|      |  |         |     |             |
|------|--|---------|-----|-------------|
| 1.8  | Elect Director Lawrence M. Small                                       | For     | For | Management  |
| 1.9  | Elect Director Daniel E. Somers  | For     | For | Management  |
| 1.10 | Elect Director Karen Hastie Williams                                   | For     | For | Management  |
| 1.11 | Elect Director Alfred W. Zollar  | For     | For | Management  |
| 2    | Ratify Auditors  | For     | For | Management  |
| 3    | Amend Articles/Bylaws/Charter General                                  | For     | For | Management  |
|      | Matters--Adopt Majority Vote Standard for<br>the Election of Directors |         |     |             |
| 4    | Report on Political Contributions                                      | Against | For | Shareholder |

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CONAGRA FOODS INC.

Ticker: CAG Security ID: 205887102

Meeting Date: SEP 28, 2006 Meeting Type: Annual

Record Date: JUL 31, 2006

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director David H. Batchelder | For     | For       | Management |
| 1.2 | Elect Director Steven F. Goldstone | For     | For       | Management |
| 1.3 | Elect Director Mark H. Rauenhorst  | For     | For       | Management |
| 1.4 | Elect Director Gary M. Rodkin      | For     | For       | Management |
| 2   | Approve Omnibus Stock Plan         | For     | For       | Management |
| 3   | Ratify Auditors                    | For     | For       | Management |

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CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104

Meeting Date: MAY 9, 2007 Meeting Type: Annual

Record Date: MAR 12, 2007

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1  | Elect Director James E. Copeland, Jr.  | For     | For       | Management  |
| 2  | Elect Director Kenneth M. Duberstein   | For     | For       | Management  |
| 3  | Elect Director Ruth R. Harkin  | For     | For       | Management  |
| 4  | Elect Director William R. Rhodes   | For     | For       | Management  |
| 5  | Elect Director J. Stapleton Roy  | For     | For       | Management  |
| 6  | Elect Director William E. Wade, Jr.  | For     | For       | Management  |
| 7  | Ratify Auditors  | For     | For       | Management  |
| 8  | Report on Political Contributions  | Against | Against   | Shareholder |
| 9  | Report on Renewable Energy Sources   | Against | Against   | Shareholder |
| 10 | Require Director Nominee Qualifications  | Against | Against   | Shareholder |
| 11 | Report on Environmental Damage from<br>Drilling in the National Petroleum<br>Reserve | Against | For       | Shareholder |
| 12 | Report on Indigenous Peoples Rights<br>Policies                                      | Against | Against   | Shareholder |
| 13 | Report on Community Impact of Operations   | Against | Against   | Shareholder |

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DUKE REALTY CORPORATION

Ticker: DRE Security ID: 264411505

Meeting Date: APR 25, 2007 Meeting Type: Annual

Record Date: FEB 26, 2007

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

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E.I. DU PONT DE NEMOURS & CO.

Ticker: DD Security ID: 263534109

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

Meeting Date: APR 25, 2007 Meeting Type: Annual

Record Date: MAR 2, 2007

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Richard H. Brown                                    | For     | For       | Management  |
| 1.2  | Elect Director Robert A. Brown                                     | For     | For       | Management  |
| 1.3  | Elect Director Bertrand P. Collomb                                 | For     | For       | Management  |
| 1.4  | Elect Director Curtis J. Crawford                                  | For     | For       | Management  |
| 1.5  | Elect Director John T. Dillon                                      | For     | For       | Management  |
| 1.6  | Elect Director Eleuthere I. du Pont                                | For     | For       | Management  |
| 1.7  | Elect Director Charles O. Holliday, Jr.                            | For     | For       | Management  |
| 1.8  | Elect Director Lois D. Juliber                                     | For     | For       | Management  |
| 1.9  | Elect Director Masahisa Naitoh                                     | For     | For       | Management  |
| 1.10 | Elect Director Sean O'Keefe  | For     | For       | Management  |
| 1.11 | Elect Director William K. Reilly                                   | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Approve Omnibus Stock Plan   | For     | For       | Management  |
| 4    | Report on Genetically Modified Organisms                           | Against | Against   | Shareholder |
| 5    | Evaluate Community Impact of Plant Closures or Layoffs             | Against | Against   | Shareholder |
| 6    | Report on PFOA Compounds in DuPont Products                        | Against | For       | Shareholder |
| 7    | Report on Lobbying Expenditures related to Environmental Pollution | Against | Against   | Shareholder |
| 8    | Prepare a Global Warming Report                                    | Against | Against   | Shareholder |
| 9    | Report on Security of Chemical Facilities                          | Against | Against   | Shareholder |

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ENTERTAINMENT PROPERTIES TRUST

Ticker: EPR Security ID: 29380T105

Meeting Date: MAY 9, 2007 Meeting Type: Annual

Record Date: FEB 15, 2007

| # | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Elect Trustee Barrett Brady            | For     | For       | Management |
| 2 | Approve Omnibus Stock Plan             | For     | For       | Management |
| 3 | Approve Executive Incentive Bonus Plan | For     | For       | Management |
| 4 | Ratify Auditors                        | For     | For       | Management |

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EQUITY LIFESTYLE PROPERTIES INC

Ticker: ELS Security ID: 29472R108

Meeting Date: MAY 15, 2007 Meeting Type: Annual

Record Date: MAR 9, 2007

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Philip C. Calian    | For     | For       | Management |
| 1.2 | Elect Director Donald S. Chisholm  | For     | For       | Management |
| 1.3 | Elect Director Thomas E. Dobrowski | For     | For       | Management |
| 1.4 | Elect Director Thomas P. Heneghan  | For     | For       | Management |

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|     |                                   |     |     |            |
|-----|-----------------------------------|-----|-----|------------|
| 1.5 | Elect Director Sheli Z. Rosenberg | For | For | Management |
| 1.6 | Elect Director Howard Walker      | For | For | Management |
| 1.7 | Elect Director Gary L. Waterman   | For | For | Management |
| 1.8 | Elect Director Samuel Zell        | For | For | Management |
| 2   | Ratify Auditors                   | For | For | Management |
| 3   | Increase Authorized Common Stock  | For | For | Management |

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### EQUITY RESIDENTIAL

Ticker:           EQR                   Security ID: 29476L107

Meeting Date: MAY 24, 2007   Meeting Type: Annual

Record Date:   MAR 30, 2007

| #    | 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 Stephen O. Evans    | For     | For       | Management |
| 1.4  | Elect Director Boone A. Knox       | For     | For       | Management |
| 1.5  | Elect Director John E. Neal        | For     | For       | Management |
| 1.6  | Elect Director David J. Neithercut | For     | For       | Management |
| 1.7  | Elect Director Desiree G. Rogers   | For     | For       | Management |
| 1.8  | Elect Director Sheli Z. Rosenberg  | For     | For       | Management |
| 1.9  | Elect Director Gerald A. Spector   | For     | For       | Management |
| 1.10 | Elect Director B. Joseph White     | For     | For       | Management |
| 1.11 | Elect Director Samuel Zell         | For     | For       | Management |

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|   |  |         |     |             |
|---|--|---------|-----|-------------|
| 2 | Ratify Auditors  | For     | For | Management  |
| 3 | Require a Majority Vote for the Election<br>of Directors | Against | For | Shareholder |

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FIRST POTOMAC REALTY TRUST

Ticker: FPO Security ID: 33610F109

Meeting Date: MAY 22, 2007 Meeting Type: Annual

Record Date: MAR 12, 2007

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Trustee Robert H. Arnold        | For     | For       | Management |
| 1.2 | Elect Trustee Richard B. Chess        | For     | For       | Management |
| 1.3 | Elect Trustee Douglas J. Donatelli    | For     | For       | Management |
| 1.4 | Elect Trustee Louis T. Donatelli      | For     | For       | Management |
| 1.5 | Elect Trustee J. Roderick Heller, III | For     | For       | Management |
| 1.6 | Elect Trustee R. Michael McCullough   | For     | For       | Management |
| 1.7 | Elect Trustee Alan G. Merten          | For     | For       | Management |
| 1.8 | Elect Trustee Terry L. Stevens        | For     | For       | Management |
| 2   | Amend Omnibus Stock Plan              | For     | For       | Management |

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FOSTER WHEELER LTD



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

Ticker: FWLT Security ID: G36535139

Meeting Date: MAY 8, 2007 Meeting Type: Annual

Record Date: MAR 12, 2007

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Eugene D. Atkinson      | For     | For       | Management |
| 1.2 | Elect Director Stephanie Hanbury-Brown | For     | For       | Management |
| 2   | Ratify Auditors                        | For     | For       | Management |

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GAP, INC., THE

Ticker: GPS Security ID: 364760108

Meeting Date: JUN 5, 2007 Meeting Type: Annual

Record Date: APR 9, 2007

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Howard P. Behar     | For     | For       | Management |
| 1.2 | Elect Director Adrian D.P. Bellamy | For     | For       | Management |
| 1.3 | Elect Director Domenico De Sole    | For     | For       | Management |
| 1.4 | Elect Director Donald G. Fisher    | For     | For       | Management |
| 1.5 | Elect Director Doris F. Fisher     | For     | For       | Management |
| 1.6 | Elect Director Robert J. Fisher    | For     | For       | Management |
| 1.7 | Elect Director Penelope L. Hughes  | For     | For       | Management |
| 1.8 | Elect Director Bob L. Martin       | For     | For       | Management |

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|      |                                       |     |     |            |
|------|---------------------------------------|-----|-----|------------|
| 1.9  | Elect Director Jorge P. Montoya       | For | For | Management |
| 1.10 | Elect Director James M. Schneider     | For | For | Management |
| 1.11 | Elect Director Mayo A. Shattuck, III  | For | For | Management |
| 1.12 | Elect Director Kneeland C. Youngblood | For | For | Management |
| 2    | Ratify Auditors                       | For | For | Management |

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GENERAL GROWTH PROPERTIES, INC.

Ticker: GGP Security ID: 370021107

Meeting Date: MAY 15, 2007 Meeting Type: Annual

Record Date: MAR 16, 2007

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director John Bucksbaum                      | For     | For       | Management  |
| 1.2 | Elect Director Alan Cohen                          | For     | For       | Management  |
| 1.3 | Elect Director Anthony Downs                       | For     | For       | Management  |
| 2   | Amend Nonqualified Employee Stock<br>Purchase Plan | For     | For       | Management  |
| 3   | Ratify Auditors                                    | For     | For       | Management  |
| 4   | Declassify the Board of Directors                  | Against | For       | Shareholder |

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GENESIS LEASE LTD

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Ticker: GLS Security ID: 37183T107

Meeting Date: MAY 21, 2007 Meeting Type: Annual

Record Date: APR 27, 2007

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | TO RE-ELECT JOHN MCMAHON AS A DIRECTOR OF THE COMPANY.   | For     | For       | Management |
| 2 | TO RE-ELECT NIALL GREENE AS A DIRECTOR OF THE COMPANY.   | For     | For       | Management |
| 3 | TO RE-ELECT KENNETH HOLDEN AS A DIRECTOR OF THE COMPANY.   | For     | For       | Management |
| 4 | TO RE-ELECT DAVID C. HURLEY AS A DIRECTOR OF THE COMPANY.  | For     | For       | Management |
| 5 | TO RE-ELECT ANDREW L. WALLACE AS A DIRECTOR OF THE COMPANY.  | For     | For       | Management |
| 6 | APPOINT KPMG OF DUBLIN, IRELAND AS AUDITORS AND AUTHORIZE THE BOARD TO DETERMINE THEIR REMUNERATION.               | For     | For       | Management |
| 7 | TO TRANSACT OTHER SUCH BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL GENERAL MEETING OR ANY ADJOURNMENT THEREOF. | For     | Against   | Management |

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GRUPO AEROPORTUARIO DEL CENTRONORTE S A B DE C V

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Ticker: OMAB Security ID: 400501102

Meeting Date: JAN 31, 2007 Meeting Type: Special

Record Date: JAN 9, 2007

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | APPROVAL OF THE SHAREHOLDER OF THE COMPANY, AEROINVEST S.A. DE C.V. TO ENTER INTO A FINANCING FACILITY IN ACCORDANCE WITH NUMERAL (II) OF ARTICLE THIRTY-FIVE OF THE BYLAWS OF THE COMPANY. | For     | For       | Management |
| 2 | APPROVAL TO MAKE A QUARTERLY DISTRIBUTION OF THE DIVIDENDS PREVIOUSLY APPROVED BY THE SHAREHOLDERS OF THE COMPANY.  | For     | For       | Management |
| 3 | DESIGNATION OF THE PROPOSED OFFICERS TO FORMALIZE AND EXECUTE THE RESOLUTIONS ADOPTED BY THE SHAREHOLDERS.  | For     | For       | Management |

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GRUPO AEROPORTUARIO DEL CENTRONORTE S A B DE C V

Ticker: OMAB Security ID: 400501102

Meeting Date: APR 27, 2007 Meeting Type: Annual

Record Date: APR 11, 2007

| # | Proposal                                  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | Accept Financial Statements and Statutory | For     | For       | Management |

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Reports for the Period Ended Dec. 31,

2006

|   |  |     |     |            |
|---|--|-----|-----|------------|
| 2 | Accept Tax Report  | For | For | Management |
| 3 | Accept Audit Committee Report  | For | For | Management |
| 4 | Accept Corporate Practices Committee<br>Report   | For | For | Management |
| 5 | Approve Financial Statements and<br>Statutory Reports  | For | For | Management |
| 6 | Approve Allocation of Income, Increase in<br>Reserves, Allocation of Stock Repurchase<br>Reserve and Dividends | For | For | Management |
| 7 | Elect/Ratify Directors, Alternate<br>Directors and Chairmen of Committees                                      | For | For | Management |
| 8 | Approve Remuneration of Directors and<br>Members of Committees   | For | For | Management |
| 9 | Authorize Board to Ratify and Execute<br>Approved Resolutions  | For | For | Management |

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H. J. HEINZ CO.

Ticker: HNZ Security ID: 423074103

Meeting Date: AUG 16, 2006 Meeting Type: Proxy Contest

Record Date: JUN 8, 2006

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

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|      |                                  |     |                 |            |
|------|----------------------------------|-----|-----------------|------------|
| 1.1  | Elect Director W.R. Johnson      | For | Did Not<br>Vote | Management |
| 1.2  | Elect Director C.E. Bunch        | For | Did Not<br>Vote | Management |
| 1.3  | Elect Director M.C. Choksi       | For | Did Not<br>Vote | Management |
| 1.4  | Elect Director L.S. Coleman, Jr. | For | Did Not<br>Vote | Management |
| 1.5  | Elect Director P.H. Coors        | For | Did Not<br>Vote | Management |
| 1.6  | Elect Director J.G. Drosdick     | For | Did Not<br>Vote | Management |
| 1.7  | Elect Director E.E. Holiday      | For | Did Not<br>Vote | Management |
| 1.8  | Elect Director C. Kendle         | For | Did Not<br>Vote | Management |
| 1.9  | Elect Director D.R. O'Hare       | For | Did Not<br>Vote | Management |
| 1.10 | Elect Director D.H. Reilley      | For | Did Not<br>Vote | Management |
| 1.11 | Elect Director L.C. Swann        | For | Did Not<br>Vote | Management |
| 1.12 | Elect Director T.J. Usher        | For | Did Not<br>Vote | Management |
| 2    | Ratify Auditors                  | For | Did Not<br>Vote | Management |
| 1.1  | Elect Director Nelson Peltz      | For | For             | Management |
| 1.2  | Elect Director Peter W. May      | For | For             | Management |

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|      |  |     |     |            |
|------|--|-----|-----|------------|
| 1.3  | Elect Director Edward P. Garden                        | For | For | Management |
| 1.4  | Elect Director Greg Norman                             | For | For | Management |
| 1.5  | Elect Director Michael F. Weinstein                    | For | For | Management |
| 1.6  | Elect Director William Johnson                         | For | For | Management |
| 1.7  | Elect Director Leonard S. Coleman                      | For | For | Management |
| 1.8  | Elect Director Edith E. Holiday                        | For | For | Management |
| 1.9  | Elect Director Candace Kendle                          | For | For | Management |
| 1.10 | Elect Director Dean R. O' Hare                         | For | For | Management |
| 1.11 | Elect Director Lynn C. Swann                           | For | For | Management |
| 1.12 | Elect Director Thomas J. Usher                         | For | For | Management |
| 2    | Amend Articles/Repeal Certain Amendments<br>to By-Laws | For | For | Management |
| 3    | Ratify Auditors  | For | For | Management |

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HARTFORD FINANCIAL SERVICES GROUP, INC., THE

Ticker: HIG Security ID: 416515104

Meeting Date: MAY 16, 2007 Meeting Type: Annual

Record Date: MAR 20, 2007

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ramani Ayer          | For     | For       | Management |
| 1.2 | Elect Director Ramon De Oliveira    | For     | For       | Management |
| 1.3 | Elect Director Trevor Fetter        | For     | For       | Management |
| 1.4 | Elect Director Edward J. Kelly, III | For     | For       | Management |

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|      |                                   |     |     |            |
|------|-----------------------------------|-----|-----|------------|
| 1.5  | Elect Director Paul G. Kirk, Jr.  | For | For | Management |
| 1.6  | Elect Director Thomas M. Marra    | For | For | Management |
| 1.7  | Elect Director Gail J. MCGovern   | For | For | Management |
| 1.8  | Elect Director Michael G. Morris  | For | For | Management |
| 1.9  | Elect Director Robert W. Selander | For | For | Management |
| 1.10 | Elect Director Charles B. Strauss | For | For | Management |
| 1.11 | Elect Director H. Patrick Swygert | For | For | Management |
| 1.12 | Elect Director David K. Zwiener   | For | For | Management |
| 2    | Ratify Auditors                   | For | For | Management |

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HEALTH CARE PROPERTY INVESTORS, INC.

Ticker: HCP Security ID: 421915109

Meeting Date: MAY 10, 2007 Meeting Type: Annual

Record Date: MAR 23, 2007

| #   | Proposal                                | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Mary A. Cirillo-Goldberg | For     | For       | Management |
| 1.2 | Elect Director Robert R. Fanning, Jr.   | For     | For       | Management |
| 1.3 | Elect Director James F. Flaherty III    | For     | For       | Management |
| 1.4 | Elect Director David B. Henry           | For     | For       | Management |
| 1.5 | Elect Director Michael D. McKee         | For     | Withhold  | Management |
| 1.6 | Elect Director Harold M. Messmer, Jr.   | For     | For       | Management |
| 1.7 | Elect Director Peter L. Rhein           | For     | For       | Management |
| 1.8 | Elect Director Kenneth B. Roath         | For     | For       | Management |



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|      |                                     |         |     |             |
|------|-------------------------------------|---------|-----|-------------|
| 1.9  | Elect Director Richard M. Rosenberg | For     | For | Management  |
| 1.10 | Elect Director Joseph P. Sullivan   | For     | For | Management  |
| 2    | Ratify Auditors                     | For     | For | Management  |
| 3    | Pay For Superior Performance        | Against | For | Shareholder |

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HERSHA HOSPITALITY TRUST

Ticker: HT Security ID: 427825104

Meeting Date: MAY 24, 2007 Meeting Type: Annual

Record Date: MAR 30, 2007

| #   | Proposal                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Trustee Hasu P. Shah     | For     | For       | Management |
| 1.2 | Elect Trustee Michael A. Leven | For     | For       | Management |
| 1.3 | Elect Trustee Kiran P. Patel   | For     | For       | Management |
| 1.4 | Elect Trustee John M. Sabin    | For     | For       | Management |
| 2   | Ratify Auditors                | For     | For       | Management |

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HEWLETT-PACKARD CO.

Ticker: HPQ Security ID: 428236103

Meeting Date: MAR 14, 2007 Meeting Type: Annual

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Record Date: JAN 16, 2007

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|----|--|---------|-----------|-------------|
| 1  | Elect Director L.T. Babbio, Jr.                                  | For     | For       | Management  |
| 2  | Elect Director S.M. Baldauf                                      | For     | For       | Management  |
| 3  | Elect Director R.A. Hackborn                                     | For     | For       | Management  |
| 4  | Elect Director J.H. Hammergren                                   | For     | For       | Management  |
| 5  | Elect Director M.V. Hurd   | For     | For       | Management  |
| 6  | Elect Director R.L. Ryan   | For     | For       | Management  |
| 7  | Elect Director L.S. Salhany                                      | For     | For       | Management  |
| 8  | Elect Director G.K.Thompson                                      | For     | For       | Management  |
| 9  | Ratify Auditors  | For     | For       | Management  |
| 10 | Require Director Nominee Qualifications                          | Against | For       | Shareholder |
| 11 | Separate Chairman and CEO Positions                              | Against | Against   | Shareholder |
| 12 | Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote | Against | For       | Shareholder |
| 13 | Performance-Based Equity Awards                                  | Against | For       | Shareholder |

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HIGHWOODS PROPERTIES, INC.

Ticker: HIW Security ID: 431284108

Meeting Date: MAY 18, 2007 Meeting Type: Annual

Record Date: MAR 9, 2007

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

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|     |                                   |     |     |            |
|-----|-----------------------------------|-----|-----|------------|
| 1.1 | Elect Director Edward J. Fritsch  | For | For | Management |
| 1.2 | Elect Director Lawrence A. Kaplan | For | For | Management |
| 1.3 | Elect Director Sherry A. Kellett  | For | For | Management |
| 2   | Ratify Auditors                   | For | For | Management |

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HOST HOTELS & RESORTS, INC.

Ticker: HST Security ID: 44107P104

Meeting Date: MAY 17, 2007 Meeting Type: Annual

Record Date: MAR 29, 2007

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

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HUNTINGTON BANCSHARES INC.

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Ticker: HBAN Security ID: 446150104

Meeting Date: MAY 30, 2007 Meeting Type: Annual

Record Date: MAR 15, 2007

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1   | Organization-Related-Approve Issuance of<br>Common Stock without Par Value in<br>Connection with the Merger | For     | For       | Management |
| 2.1 | Elect Director Thomas E. Hoaglin  | For     | For       | Management |
| 2.2 | Elect Director David P. Lauer   | For     | For       | Management |
| 2.3 | Elect Director Kathleen H. Ransier  | For     | For       | Management |
| 3   | Ratify Auditors   | For     | For       | Management |
| 4   | Approve Omnibus Stock Plan  | For     | For       | Management |
| 5   | Amend Executive Incentive Bonus Plan  | For     | For       | Management |
| 6   | Increase Authorized Common Stock  | For     | For       | Management |
| 7   | Other Business  | For     | Against   | Management |

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INTEL CORP.

Ticker: INTC Security ID: 458140100

Meeting Date: MAY 16, 2007 Meeting Type: Annual

Record Date: MAR 19, 2007

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

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|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 1  | Elect Director Craig R. Barrett        | For     | For     | Management  |
| 2  | Elect Director Charlene Barshefsky     | For     | Against | Management  |
| 3  | Elect Director Susan L. Decker         | For     | For     | Management  |
| 4  | Elect Director D. James Guzy           | For     | For     | Management  |
| 5  | Elect Director Reed E. Hundt           | For     | For     | Management  |
| 6  | Elect Director Paul S. Otellini        | For     | For     | Management  |
| 7  | Elect Director James D. Plummer        | For     | For     | Management  |
| 8  | Elect Director David S. Pottruck       | For     | For     | Management  |
| 9  | Elect Director Jane E. Shaw            | For     | For     | Management  |
| 10 | Elect Director John L. Thornton        | For     | For     | Management  |
| 11 | Elect Director David B. Yoffie         | For     | For     | Management  |
| 12 | Ratify Auditors                        | For     | For     | Management  |
| 13 | Amend Omnibus Stock Plan               | For     | For     | Management  |
| 14 | Approve Executive Incentive Bonus Plan | For     | For     | Management  |
| 15 | Limit Executive Compensation           | Against | Against | Shareholder |

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INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101

Meeting Date: APR 24, 2007 Meeting Type: Annual

Record Date: FEB 23, 2007

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Cathleen Black      | For     | For       | Management |
| 1.2 | Elect Director Kenneth I. Chenault | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.3  | Elect Director Juergen Dormann                        | For     | For     | Management  |
| 1.4  | Elect Director Michael L. Eskew                       | For     | For     | Management  |
| 1.5  | Elect Director Shirley Ann Jackson                    | For     | For     | Management  |
| 1.6  | Elect Director Minoru Makihara                        | For     | For     | Management  |
| 1.7  | Elect Director Lucio A. Noto                          | For     | For     | Management  |
| 1.8  | Elect Director James W. Owens                         | For     | For     | Management  |
| 1.9  | Elect Director Samuel J. Palmisano                    | For     | For     | Management  |
| 1.10 | Elect Director Joan E. Spero                          | For     | For     | Management  |
| 1.11 | Elect Director Sidney Taurel                          | For     | For     | Management  |
| 1.12 | Elect Director Lorenzo H. Zambrano                    | For     | For     | Management  |
| 2    | Ratify Auditors                                       | For     | For     | Management  |
| 3    | Reduce Supermajority Vote Requirement                 | For     | For     | Management  |
| 4    | Reduce Supermajority Vote Requirement                 | For     | For     | Management  |
| 5    | Reduce Supermajority Vote Requirement                 | For     | For     | Management  |
| 6    | Reduce Supermajority Vote Requirement                 | For     | For     | Management  |
| 7    | Restore or Provide for Cumulative Voting              | Against | For     | Shareholder |
| 8    | Evaluate Age Discrimination in Retirement Plans       | Against | Against | Shareholder |
| 9    | Review Executive Compensation                         | Against | For     | Shareholder |
| 10   | Report on Outsourcing                                 | Against | Against | Shareholder |
| 11   | Require a Majority Vote for the Election of Directors | Against | For     | Shareholder |

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ISTAR FINANCIAL INC.

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Ticker: SFI Security ID: 45031U101

Meeting Date: MAY 30, 2007 Meeting Type: Annual

Record Date: APR 2, 2007

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Jay Sugarman            | For     | For       | Management |
| 1.2 | Elect Director Glenn R. August         | For     | For       | Management |
| 1.3 | Elect Director Robert W. Holman, Jr.   | For     | For       | Management |
| 1.4 | Elect Director Robin Josephs           | For     | For       | Management |
| 1.5 | Elect Director Carter McClelland       | For     | For       | Management |
| 1.6 | Elect Director John G. McDonald        | For     | For       | Management |
| 1.7 | Elect Director George R. Puskar        | For     | For       | Management |
| 1.8 | Elect Director Jeffrey A. Weber        | For     | For       | Management |
| 2   | Approve Executive Incentive Bonus Plan | For     | For       | Management |
| 3   | Ratify Auditors                        | For     | For       | Management |

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JER INVESTORS TRUST INC.

Ticker: JRT Security ID: 46614H301

Meeting Date: MAY 30, 2007 Meeting Type: Annual

Record Date: APR 13, 2007

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Joseph E. Robert, Jr. | For     | For       | Management |
| 1.2 | Elect Director Keith W. Belcher      | For     | For       | Management |

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|     |                                    |     |          |            |
|-----|------------------------------------|-----|----------|------------|
| 1.3 | Elect Director Daniel J. Altobello | For | For      | Management |
| 1.4 | Elect Director Peter D. Linneman   | For | For      | Management |
| 1.5 | Elect Director W. Russell Ramsey   | For | For      | Management |
| 1.6 | Elect Director Frank J. Caufield   | For | Withhold | Management |
| 1.7 | Elect Director James V. Kimsey     | For | For      | Management |
| 2   | Ratify Auditors                    | For | For      | Management |
| 3   | Approve Omnibus Stock Plan         | For | For      | Management |
| 4   | Approve Omnibus Stock Plan         | For | For      | Management |

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KIMBERLY-CLARK CORP.

Ticker: KMB Security ID: 494368103

Meeting Date: APR 26, 2007 Meeting Type: Annual

Record Date: FEB 26, 2007

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|---|---|---------|-----------|-------------|
| 1 | Elect Director James M. Jenness   | For     | For       | Management  |
| 2 | Elect Director Linda Johnson Rice   | For     | For       | Management  |
| 3 | Elect Director Marc J. Shapiro  | For     | For       | Management  |
| 4 | Ratify Auditors   | For     | For       | Management  |
| 5 | Declassify the Board of Directors   | For     | For       | Management  |
| 6 | Adopt Simple Majority Vote  | Against | For       | Shareholder |
| 7 | Adopt ILO Standards   | Against | Against   | Shareholder |
| 8 | Report on Feasibility of Phasing Out the<br>Use of Non-certified Wood Fiber | Against | Against   | Shareholder |



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LIBERTY PROPERTY TRUST

Ticker: LRY Security ID: 531172104

Meeting Date: MAY 17, 2007 Meeting Type: Annual

Record Date: MAR 20, 2007

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director J. Anthony Hayden | For     | For       | Management |
| 1.2 | Elect Director M. Leanne Lachman | For     | For       | Management |
| 2   | Ratify Auditors                  | For     | For       | Management |
| 3   | Amend Omnibus Stock Plan         | For     | For       | Management |

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LIMITED BRANDS

Ticker: LTD Security ID: 532716107

Meeting Date: MAY 21, 2007 Meeting Type: Annual

Record Date: APR 5, 2007

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Dennis S. Hersch | For     | For       | Management |
| 1.2 | Elect Director David T. Kollat  | For     | For       | Management |

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|     |  |         |     |             |
|-----|--|---------|-----|-------------|
| 1.3 | Elect Director William R. Loomis, Jr.  | For     | For | Management  |
| 1.4 | Elect Director Leslie H. Wexner        | For     | For | Management  |
| 2   | Ratify Auditors                        | For     | For | Management  |
| 3   | Approve Executive Incentive Bonus Plan | For     | For | Management  |
| 4   | Declassify the Board of Directors      | Against | For | Shareholder |

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MACERICH CO., THE

Ticker: MAC Security ID: 554382101

Meeting Date: MAY 30, 2007 Meeting Type: Annual

Record Date: MAR 13, 2007

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor     |
|-----|-----------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Edward C. Coppola  | For     | For       | Management  |
| 1.2 | Elect Director Fred S. Hubbell    | For     | For       | Management  |
| 1.3 | Elect Director William P. Sexton  | For     | For       | Management  |
| 2   | Ratify Auditors                   | For     | For       | Management  |
| 3   | Declassify the Board of Directors | Against | For       | Shareholder |

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MACK-CALI REALTY CORP.

Ticker: CLI Security ID: 554489104

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Meeting Date: MAY 23, 2007 Meeting Type: Annual

Record Date: APR 5, 2007

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Alan S. Bernikow      | For     | For       | Management |
| 1.2 | Elect Director Kenneth M. Duberstein | For     | For       | Management |
| 1.3 | Elect Director Vincent Tese          | For     | For       | Management |
| 1.4 | Elect Director Roy J. Zuckerberg     | For     | Withhold  | Management |
| 2   | Ratify Auditors                      | For     | For       | Management |

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MATTEL, INC.

Ticker: MAT Security ID: 577081102

Meeting Date: MAY 18, 2007 Meeting Type: Annual

Record Date: MAR 30, 2007

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Michael J. Dolan     | For     | For       | Management |
| 1.2 | Elect Director Robert A. Eckert     | For     | For       | Management |
| 1.3 | Elect Director Frances D. Fergusson | For     | For       | Management |
| 1.4 | Elect Director Tully M. Friedman    | For     | For       | Management |
| 1.5 | Elect Director Dominic Ng           | For     | For       | Management |
| 1.6 | Elect Director Andrea L. Rich       | For     | For       | Management |
| 1.7 | Elect Director Ronald L. Sargent    | For     | For       | Management |
| 1.8 | Elect Director Dean A. Scarborough  | For     | For       | Management |

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|      |  |         |         |             |
|------|--|---------|---------|-------------|
| 1.9  | Elect Director Christopher A. Sinclair                                     | For     | For     | Management  |
| 1.10 | Elect Director G. Craig Sullivan   | For     | For     | Management  |
| 1.11 | Elect Director Kathy Brittain White  | For     | For     | Management  |
| 2    | Ratify Auditors  | For     | For     | Management  |
| 3    | Company Specific- Approve Majority Vote<br>and Eliminate Cumulative Voting | For     | For     | Management  |
| 4    | Approve Executive Incentive Bonus Plan                                     | For     | For     | Management  |
| 5    | Limit Executive Compensation   | Against | Against | Shareholder |
| 6    | Separate Chairman and CEO Positions  | Against | Against | Shareholder |
| 7    | Report Progress on Improving Work and<br>Living Conditions                 | Against | Against | Shareholder |
| 8    | Pay for Superior Performance   | Against | For     | Shareholder |

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MERCK & CO., INC.

Ticker:           MRK                   Security ID: 589331107

Meeting Date: APR 24, 2007   Meeting Type: Annual

Record Date: FEB 23, 2007

| #   | Proposal                                | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Richard T. Clark         | For     | For       | Management |
| 1.2 | Elect Director Johnnetta B. Cole, Ph.D. | For     | For       | Management |
| 1.3 | Elect Director William B. Harrison, Jr. | For     | For       | Management |
| 1.4 | Elect Director William N. Kelley, M.D.  | For     | For       | Management |
| 1.5 | Elect Director Rochelle B. Lazarus      | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.6  | Elect Director Thomas E. Shenk, Ph.D.   | For     | For     | Management  |
| 1.7  | Elect Director Anne M. Tatlock  | For     | For     | Management  |
| 1.8  | Elect Director Samuel O. Thier, M.D.  | For     | For     | Management  |
| 1.9  | Elect Director Wendell P. Weeks   | For     | For     | Management  |
| 1.10 | Elect Director Peter C. Wendell   | For     | For     | Management  |
| 2    | Ratify Auditors   | For     | For     | Management  |
| 3    | Reduce Supermajority Vote Requirement   | For     | For     | Management  |
| 4    | Reduce Supermajority Vote Requirement   | For     | For     | Management  |
| 5    | Establish Range For Board Size  | For     | For     | Management  |
| 6    | Replace Cumulative Voting to Majority<br>Vote Standard for the Election of<br>Directors | For     | For     | Management  |
| 7    | Publish Political Contributions   | Against | Against | Shareholder |
| 8    | Advisory Vote to Ratify Named Executive<br>Officers' Compensation                       | Against | For     | Shareholder |

-----

MIRANT CORP

Ticker: MIR.XA Security ID: 60467R100

Meeting Date: MAY 8, 2007 Meeting Type: Annual

Record Date: MAR 16, 2007

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas W. Cason     | For     | For       | Management |
| 1.2 | Elect Director A.D. (Pete) Correll | For     | For       | Management |

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|     |                                   |     |     |            |
|-----|-----------------------------------|-----|-----|------------|
| 1.3 | Elect Director Terry G. Dallas    | For | For | Management |
| 1.4 | Elect Director Thomas H. Johnson  | For | For | Management |
| 1.5 | Elect Director John T. Miller     | For | For | Management |
| 1.6 | Elect Director Edward R. Muller   | For | For | Management |
| 1.7 | Elect Director Robert C. Murray   | For | For | Management |
| 1.8 | Elect Director John M. Quain      | For | For | Management |
| 1.9 | Elect Director William L. Thacker | For | For | Management |
| 2   | Ratify Auditors                   | For | For | Management |

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MORGAN STANLEY

Ticker: MS Security ID: 617446448

Meeting Date: APR 10, 2007 Meeting Type: Annual

Record Date: FEB 9, 2007

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

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 10 | Elect Director Griffith Sexton                              | For     | For     | Management  |
| 11 | Elect Director Laura D. Tyson                               | For     | For     | Management  |
| 12 | Elect Director Klaus Zumwinkel                              | For     | Against | Management  |
| 13 | Ratify Auditors   | For     | For     | Management  |
| 14 | Approve Omnibus Stock Plan                                  | For     | Against | Management  |
| 15 | Amend Vote Requirements to Amend<br>Articles/Bylaws/Charter | Against | For     | Shareholder |
| 16 | Approve Report of the Compensation<br>Committee             | Against | For     | Shareholder |

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NATIONWIDE HEALTH PROPERTIES, INC.

Ticker: NHP Security ID: 638620104

Meeting Date: APR 24, 2007 Meeting Type: Annual

Record Date: MAR 2, 2007

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director David R. Banks       | For     | For       | Management |
| 1.2 | Elect Director Douglas M. Pasquale  | For     | For       | Management |
| 1.3 | Elect Director Jack D. Samuelson    | For     | For       | Management |
| 2   | Increase Authorized Common Stock    | For     | For       | Management |
| 3   | Approve Stock Ownership Limitations | For     | Against   | Management |
| 4   | Ratify Auditors                     | For     | For       | Management |

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PFIZER INC.

Ticker: PFE Security ID: 717081103

Meeting Date: APR 26, 2007 Meeting Type: Annual

Record Date: MAR 1, 2007

| #    | Proposal                                 | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Dennis A. Ausiello        | For     | For       | Management  |
| 1.2  | Elect Director Michael S. Brown          | For     | For       | Management  |
| 1.3  | Elect Director M. Anthony Burns          | For     | For       | Management  |
| 1.4  | Elect Director Robert N. Burt            | For     | For       | Management  |
| 1.5  | Elect Director W. Don Cornwell           | For     | For       | Management  |
| 1.6  | Elect Director William H. Gray, III      | For     | For       | Management  |
| 1.7  | Elect Director Constance J. Horner       | For     | For       | Management  |
| 1.8  | Elect Director William R. Howell         | For     | For       | Management  |
| 1.9  | Elect Director Jeffrey B. Kindler        | For     | For       | Management  |
| 1.10 | Elect Director George A. Lorch           | For     | For       | Management  |
| 1.11 | Elect Director Dana G. Mead              | For     | For       | Management  |
| 1.12 | Elect Director William C. Steere, Jr.    | For     | For       | Management  |
| 2    | Ratify Auditors                          | For     | For       | Management  |
| 3    | Restore or Provide for Cumulative Voting | Against | For       | Shareholder |
| 4    | Report on Animal Testing Policies        | Against | Against   | Shareholder |
| 5    | Amend Animal Welfare Policy              | Against | Against   | Shareholder |
| 6    | Require Director Nominee Qualifications  | Against | Against   | Shareholder |



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PROGRESS ENERGY, INC.

Ticker: PGN Security ID: 743263105

Meeting Date: MAY 9, 2007 Meeting Type: Annual

Record Date: MAR 2, 2007

| #  | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | Elect Director James E. Bostic, Jr.    | For     | For       | Management |
| 2  | Elect Director David L. Burner         | For     | For       | Management |
| 3  | Elect Director Richard L. Daugherty    | For     | For       | Management |
| 4  | Elect Director Harris E. DeLoach, Jr.  | For     | For       | Management |
| 5  | Elect Director Robert W. Jones         | For     | For       | Management |
| 6  | Elect Director W. Steven Jones         | For     | For       | Management |
| 7  | Elect Director Robert B. McGehee       | For     | For       | Management |
| 8  | Elect Director E. Marie McKee          | For     | For       | Management |
| 9  | Elect Director John H. Mullin, III     | For     | For       | Management |
| 10 | Elect Director Carlos A. Saladrigas    | For     | For       | Management |
| 11 | Elect Director Theresa M. Stone        | For     | For       | Management |
| 12 | Elect Director Alfred C. Tollison, Jr. | For     | For       | Management |
| 13 | Ratify Auditors                        | For     | For       | Management |
| 14 | Approve Omnibus Stock Plan             | For     | For       | Management |

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PROLOGIS

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Ticker: PLD Security ID: 743410102

Meeting Date: MAY 15, 2007 Meeting Type: Annual

Record Date: MAR 12, 2007

| #    | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|------|------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director K. Dane Brooksher   | For     | For       | Management |
| 1.2  | Elect Director Stephen L. Feinberg | For     | For       | Management |
| 1.3  | Elect Director George L. Fotiades  | For     | For       | Management |
| 1.4  | Elect Director Christine N. Garvey | For     | For       | Management |
| 1.5  | Elect Director Donald P. Jacobs    | For     | For       | Management |
| 1.6  | Elect Director Walter C. Rakowich  | For     | For       | Management |
| 1.7  | Elect Director Nelson C. Rising    | For     | For       | Management |
| 1.8  | Elect Director Jeffrey H. Schwartz | For     | For       | Management |
| 1.9  | Elect Director D. Michael Steuert  | For     | For       | Management |
| 1.10 | Elect Director J. Andre Teixeira   | For     | For       | Management |
| 1.11 | Elect Director William D. Zollars  | For     | Withhold  | Management |
| 1.12 | Elect Director Andrea M. Zulberti  | For     | For       | Management |
| 2    | Ratify Auditors                    | For     | For       | Management |

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PS BUSINESS PARKS, INC.

Ticker: PSB Security ID: 69360J107

Meeting Date: APR 30, 2007 Meeting Type: Annual

Record Date: MAR 23, 2007

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

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PUBLIC STORAGE, INC.

Ticker: PSA Security ID: 74460D109

Meeting Date: MAY 3, 2007 Meeting Type: Annual

Record Date: MAR 23, 2007

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director B. Wayne Hughes       | For     | For       | Management |
| 1.2 | Elect Director Ronald L. Havner, Jr. | For     | For       | Management |
| 1.3 | Elect Director Dann V. Angeloff      | For     | For       | Management |
| 1.4 | Elect Director William C. Baker      | For     | For       | Management |
| 1.5 | Elect Director John T. Evans         | For     | For       | Management |
| 1.6 | Elect Director Uri P. Harkham        | For     | For       | Management |

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|      |  |     |         |            |
|------|--|-----|---------|------------|
| 1.7  | Elect Director B. Wayne Hughes, Jr.  | For | For     | Management |
| 1.8  | Elect Director Harvey Lenkin   | For | For     | Management |
| 1.9  | Elect Director Gary E. Pruitt  | For | For     | Management |
| 1.10 | Elect Director Daniel C. Staton  | For | For     | Management |
| 2    | Ratify Auditors  | For | For     | Management |
| 3    | Approve Omnibus Stock Plan   | For | For     | Management |
| 4    | Change State of Incorporation [From<br>California Corporation to Maryland Real<br>Estate Investment Trust] | For | Against | Management |
| 5    | Adjourn Meeting  | For | Against | Management |

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R. R. DONNELLEY & SONS CO.

Ticker: RRD Security ID: 257867101

Meeting Date: MAY 24, 2007 Meeting Type: Annual

Record Date: APR 5, 2007

| # | Proposal                              | Mgt Rec | Vote Cast | Sponsor     |
|---|---------------------------------------|---------|-----------|-------------|
| 1 | Elect Director Thomas J. Quinlan, III | For     | For       | Management  |
| 2 | Elect Director Oliver R. Sockwell     | For     | For       | Management  |
| 3 | Elect Director Stephen M. Wolf        | For     | For       | Management  |
| 4 | Ratify Auditors                       | For     | For       | Management  |
| 5 | Declassify the Board of Directors     | For     | For       | Management  |
| 6 | Reduce Supermajority Vote Requirement | For     | For       | Management  |
| 7 | Prepare a Sustainability Report       | Against | For       | Shareholder |

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8      Declassify the Board of Directors                      Against      Against      Shareholder

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RECKSON ASSOCIATES REALTY CORP.

Ticker:              RA                      Security ID: 75621K106

Meeting Date: DEC 6, 2006      Meeting Type: Special

Record Date: OCT 13, 2006

| # | Proposal                 | Mgt Rec | Vote Cast | Sponsor    |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For     | For       | Management |
| 2 | Adjourn Meeting          | For     | For       | Management |

-----  
SAFEWAY INC.

Ticker:              SWY                      Security ID: 786514208

Meeting Date: MAY 16, 2007      Meeting Type: Annual

Record Date: MAR 19, 2007

| # | Proposal                      | Mgt Rec | Vote Cast | Sponsor    |
|---|-------------------------------|---------|-----------|------------|
| 1 | Elect Director Steven A. Burd | For     | For       | Management |
| 2 | Elect Director Janet E. Grove | For     | For       | Management |
| 3 | Elect Director Mohan Gyani    | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 4  | Elect Director Paul Hazen                                   | For     | For     | Management  |
| 5  | Elect Director Robert I. MacDonnell                         | For     | For     | Management  |
| 6  | Elect Director Douglas J. MacKenzie                         | For     | For     | Management  |
| 7  | Elect Director Rebecca A. Stirn                             | For     | For     | Management  |
| 8  | Elect Director William Y. Tauscher                          | For     | For     | Management  |
| 9  | Elect Director Raymond G. Viault                            | For     | For     | Management  |
| 10 | Approve Omnibus Stock Plan                                  | For     | For     | Management  |
| 11 | Amend Executive Incentive Bonus Plan                        | For     | For     | Management  |
| 12 | Ratify Auditors   | For     | For     | Management  |
| 13 | Provide for Cumulative Voting                               | Against | For     | Shareholder |
| 14 | Separate Chairman and CEO Positions                         | Against | Against | Shareholder |
| 15 | Label Genetically Modified Organisms                        | Against | Against | Shareholder |
| 16 | Prepare Sustainability Report                               | Against | For     | Shareholder |
| 17 | Report on Feasibility of Improving Animal Welfare Standards | Against | Against | Shareholder |

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SIMON PROPERTY GROUP, INC.

Ticker: SPG Security ID: 828806109

Meeting Date: MAY 10, 2007 Meeting Type: Annual

Record Date: MAR 9, 2007

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Birch Bayh          | For     | For       | Management |
| 1.2 | Elect Director Melvyn E. Bergstein | For     | For       | Management |

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|     |  |         |     |             |
|-----|--|---------|-----|-------------|
| 1.3 | Elect Director Linda Walker Bynoe                                  | For     | For | Management  |
| 1.4 | Elect Director Karen N. Horn, Ph.D.                                | For     | For | Management  |
| 1.5 | Elect Director Reuben S. Leibowitz                                 | For     | For | Management  |
| 1.6 | Elect Director J. Albert Smith, Jr.                                | For     | For | Management  |
| 1.7 | Elect Director Pieter S. van den Berg                              | For     | For | Management  |
| 2   | Ratify Auditors  | For     | For | Management  |
| 3   | Pay for Superior Performance                                       | Against | For | Shareholder |
| 4   | Advisory Vote to Ratify Named Executive Officers' Compensation     | Against | For | Shareholder |
| 5   | Submit Severance Agreement (Change in Control) to shareholder Vote | Against | For | Shareholder |

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SL GREEN REALTY CORP.

Ticker: SLG Security ID: 78440X101

Meeting Date: MAY 24, 2007 Meeting Type: Annual

Record Date: MAR 20, 2007

| # | Proposal                                | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | Elect Director Edwin Thomas Burton, III | For     | For       | Management |
| 2 | Ratify Auditors                         | For     | For       | Management |
| 3 | Amend Omnibus Stock Plan                | For     | For       | Management |
| 4 | Increase Authorized Common Stock        | For     | For       | Management |

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STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

Ticker: HOT Security ID: 85590A401

Meeting Date: MAY 24, 2007 Meeting Type: Annual

Record Date: MAR 21, 2007

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Bruce W. Duncan        | For     | For       | Management |
| 1.2 | Elect Director Adam Aron              | For     | For       | Management |
| 1.3 | Elect Director Charlene Barshefsky    | For     | For       | Management |
| 1.4 | Elect Director Jean-Marc Chapus       | For     | Withhold  | Management |
| 1.5 | Elect Director Lizanne Galbreath      | For     | For       | Management |
| 1.6 | Elect Director Eric Hippeau           | For     | For       | Management |
| 1.7 | Elect Director Stephen R. Quazzo      | For     | For       | Management |
| 1.8 | Elect Director Thomas O. Ryder        | For     | For       | Management |
| 1.9 | Elect Director Kneeland C. Youngblood | For     | For       | Management |
| 2   | Ratify Auditors                       | For     | For       | Management |
| 3   | Amend and Restatement of Charter      | For     | For       | Management |

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TEEKAY PETROJARL ASA

Ticker: Security ID: 87900V109

Meeting Date: MAY 31, 2007 Meeting Type: Annual



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Record Date: APR 23, 2007

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | APPROVAL OF THE FINANCIAL STATEMENTS AND THE BOARD OF DIRECTORS REPORT 2006, AS SET FORTH IN THE COMPANY S CALLING NOTICE OF ANNUAL GENERAL MEETING ENCLOSED HEREWITH. | For     | For       | Management |
| 2 | APPROVAL OF THE AUDITORS FEE FOR 2006, AS SET FORTH IN THE COMPANY S CALLING NOTICE OF ANNUAL GENERAL MEETING ENCLOSED HEREWITH.                                       | For     | For       | Management |
| 3 | APPROVAL OF THE BOARD MEMBERS FEE, AS SET FORTH IN THE COMPANY S CALLING NOTICE OF ANNUAL GENERAL MEETING ENCLOSED HEREWITH.   | For     | For       | Management |

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TIME WARNER CABLE INC

Ticker: TWC Security ID: 88732J108

Meeting Date: MAY 23, 2007 Meeting Type: Annual

Record Date: MAR 27, 2007

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

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|     |  |     |     |            |
|-----|--|-----|-----|------------|
| 1.2 | Elect Director James E. Copeland, Jr.  | For | For | Management |
| 2   | Ratify Auditors                        | For | For | Management |
| 3   | Approve Omnibus Stock Plan             | For | For | Management |
| 4   | Approve Executive Incentive Bonus Plan | For | For | Management |

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U-STORE-IT TRUST

Ticker: YSI Security ID: 91274F104

Meeting Date: MAY 8, 2007 Meeting Type: Annual

Record Date: MAR 26, 2007

| #   | Proposal                                  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Thomas A. Commes           | For     | For       | Management |
| 1.2 | Elect Director John C. (Jack) Dannemiller | For     | For       | Management |
| 1.3 | Elect Director William M. Diefenderfer    | For     | For       | Management |
|     | III                                       |         |           |            |
| 1.4 | Elect Director Harold S. Haller, Ph.D.    | For     | For       | Management |
| 1.5 | Elect Director Dean Jernigan              | For     | For       | Management |
| 1.6 | Elect Director Marianne M. Keler          | For     | For       | Management |
| 1.7 | Elect Director David J. LaRue             | For     | For       | Management |
| 2   | Approve Omnibus Stock Plan                | For     | For       | Management |

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VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104

Meeting Date: MAY 3, 2007 Meeting Type: Annual

Record Date: MAR 5, 2007

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1  | Elect Director James R. Barker                                    | For     | For       | Management  |
| 2  | Elect Director Richard L. Carrion                                 | For     | For       | Management  |
| 3  | Elect Director M. Frances Keeth                                   | For     | For       | Management  |
| 4  | Elect Director Robert W. Lane                                     | For     | For       | Management  |
| 5  | Elect Director Sandra O. Moose                                    | For     | For       | Management  |
| 6  | Elect Director Joseph Neubauer                                    | For     | For       | Management  |
| 7  | Elect Director Donald T. Nicolaisen                               | For     | For       | Management  |
| 8  | Elect Director Thomas H. O'Brien                                  | For     | For       | Management  |
| 9  | Elect Director Clarence Otis, Jr.                                 | For     | For       | Management  |
| 10 | Elect Director Hugh B. Price                                      | For     | For       | Management  |
| 11 | Elect Director Ivan G. Seidenberg                                 | For     | For       | Management  |
| 12 | Elect Director Walter V. Shipley                                  | For     | For       | Management  |
| 13 | Elect Director John W. Snow                                       | For     | For       | Management  |
| 14 | Elect Director John R. Stafford                                   | For     | For       | Management  |
| 15 | Elect Director Robert D. Storey                                   | For     | For       | Management  |
| 16 | Ratify Auditors   | For     | For       | Management  |
| 17 | Limit Executive Compensation                                      | Against | Against   | Shareholder |
| 18 | Eliminate or Restrict Severance<br>Agreements (Change-in-Control) | Against | For       | Shareholder |
| 19 | Disclose Information on Compensation<br>Consultant                | Against | For       | Shareholder |

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|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 20 | Advisory Vote to Ratify Named Executive Officer's Compensation | Against | For     | Shareholder |
| 21 | Adopt Policy on Overboarded Director                           | Against | Against | Shareholder |
| 22 | Approve Terms of Existing Poison Pill                          | Against | Against | Shareholder |
| 23 | Report on Charitable Contributions                             | Against | Against | Shareholder |

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WACHOVIA CORP.

Ticker: WB Security ID: 929903102

Meeting Date: AUG 31, 2006 Meeting Type: Special

Record Date: JUL 11, 2006

| # | Proposal                                       | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Issue Shares in Connection with an Acquisition | For     | For       | Management |
| 2 | Amend Omnibus Stock Plan                       | For     | For       | Management |

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WACHOVIA CORP.

Ticker: WB Security ID: 929903102

Meeting Date: APR 17, 2007 Meeting Type: Annual

Record Date: FEB 12, 2007

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| #   | Proposal                                      | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director Ernest S. Rady                 | For     | For       | Management  |
| 1.2 | Elect Director Jerry Gitt                     | For     | For       | Management  |
| 1.3 | Elect Director John T. Casteen, III           | For     | For       | Management  |
| 1.4 | Elect Director Maryellen C. Herringer         | For     | For       | Management  |
| 1.5 | Elect Director Joseph Neubauer                | For     | For       | Management  |
| 1.6 | Elect Director Timothy D. Proctor             | For     | For       | Management  |
| 1.7 | Elect Director Van L. Richey                  | For     | For       | Management  |
| 1.8 | Elect Director Dona Davis Young               | For     | For       | Management  |
| 2   | Declassify the Board of Directors             | For     | For       | Management  |
| 3   | Company Specific--Provide for Majority Voting | For     | For       | Management  |
| 4   | Ratify Auditors                               | For     | For       | Management  |
| 5   | Approve Report of the Compensation Committee  | Against | For       | Shareholder |
| 6   | Require Director Nominee Qualifications       | Against | Against   | Shareholder |
| 7   | Report on Political Contributions             | Against | Against   | Shareholder |
| 8   | Separate Chairman and CEO Positions           | Against | Against   | Shareholder |

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WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103

Meeting Date: APR 17, 2007 Meeting Type: Annual

Record Date: FEB 28, 2007

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| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Anne V. Farrell                           | For     | For       | Management  |
| 1.2  | Elect Director Stephen E. Frank                          | For     | For       | Management  |
| 1.3  | Elect Director Kerry K. Killinger                        | For     | For       | Management  |
| 1.4  | Elect Director Thomas C. Leppert                         | For     | For       | Management  |
| 1.5  | Elect Director Charles M. Lillis                         | For     | For       | Management  |
| 1.6  | Elect Director Phillip D. Matthews                       | For     | For       | Management  |
| 1.7  | Elect Director Regina T. Montoya                         | For     | For       | Management  |
| 1.8  | Elect Director Michael K. Murphy                         | For     | For       | Management  |
| 1.9  | Elect Director Margaret Osmer Mcquade                    | For     | For       | Management  |
| 1.10 | Elect Director Mary E. Pugh                              | For     | For       | Management  |
| 1.11 | Elect Director William G. Reed, Jr.                      | For     | For       | Management  |
| 1.12 | Elect Director Orin C. Smith                             | For     | For       | Management  |
| 1.13 | Elect Director James H. Stever                           | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Establish SERP Policy                                    | Against | For       | Shareholder |
| 4    | Require a Majority Vote for the Election<br>of Directors | Against | For       | Shareholder |
| 5    | Require Director Nominee Qualifications                  | Against | Against   | Shareholder |

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WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109

Meeting Date: MAY 4, 2007 Meeting Type: Annual

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Record Date: MAR 9, 2007

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

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WYETH

Ticker: WYE Security ID: 983024100

Meeting Date: APR 26, 2007 Meeting Type: Annual

Record Date: MAR 2, 2007

| # | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|---|-------------------------------------|---------|-----------|------------|
| 1 | Elect Director Robert Essner        | For     | For       | Management |
| 2 | Elect Director John D. Feerick      | For     | For       | Management |
| 3 | Elect Director Frances D. Fergusson | For     | For       | Management |
| 4 | Elect Director Victor F. Ganzi      | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 5  | Elect Director Robert Langer                                      | For     | For     | Management  |
| 6  | Elect Director John P. Mascotte                                   | For     | For     | Management  |
| 7  | Elect Director Raymond J. McGuire                                 | For     | For     | Management  |
| 8  | Elect Director Mary Lake Polan                                    | For     | For     | Management  |
| 9  | Elect Director Bernard Poussot                                    | For     | For     | Management  |
| 10 | Elect Director Gary L. Rogers                                     | For     | For     | Management  |
| 11 | Elect Director Ivan G. Seidenberg                                 | For     | For     | Management  |
| 12 | Elect Director Walter V. Shipley                                  | For     | For     | Management  |
| 13 | Elect Director John R. Torell III                                 | For     | For     | Management  |
| 14 | Ratify Auditors   | For     | For     | Management  |
| 15 | Reduce Supermajority Vote Requirement                             | For     | For     | Management  |
| 16 | Amend Omnibus Stock Plan  | For     | For     | Management  |
| 17 | Adopt Animal Welfare Policy                                       | Against | Against | Shareholder |
| 18 | Report on Policy to Limit Drug Supply to<br>Canada                | Against | For     | Shareholder |
| 19 | Report on Political Contributions                                 | Against | For     | Shareholder |
| 20 | Claw-back of Payments under Restatements                          | Against | For     | Shareholder |
| 21 | Company-Specific - Interlocking<br>Directorship                   | Against | Against | Shareholder |
| 22 | Disclose Information-Proposal Withdrawn.<br>No Vote Required      | Against | Abstain | Shareholder |
| 23 | Separate Chairman and CEO Positions                               | Against | For     | Shareholder |
| 24 | Advisory Vote to Ratify Named Executive<br>Officers' Compensation | Against | For     | Shareholder |



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XEROX CORP.

Ticker:            XRX                    Security ID: 984121103

Meeting Date: MAY 24, 2007    Meeting Type: Annual

Record Date:   MAR 26, 2007

| #    | Proposal                              | Mgt Rec | Vote Cast | Sponsor     |
|------|---------------------------------------|---------|-----------|-------------|
| 1.1  | Elect Director Glenn A. Britt         | For     | For       | Management  |
| 1.2  | Elect Director Ursula M. Burns        | For     | For       | Management  |
| 1.3  | Elect Director Richard J. Harrington  | For     | For       | Management  |
| 1.4  | Elect Director William Curt Hunter    | For     | For       | Management  |
| 1.5  | Elect Director Vernon E. Jordan, Jr.  | For     | For       | Management  |
| 1.6  | Elect Director Ralph S. Larsen        | For     | For       | Management  |
| 1.7  | Elect Director Robert A. McDonald     | For     | For       | Management  |
| 1.8  | Elect Director Anne M. Mulcahy        | For     | For       | Management  |
| 1.9  | Elect Director N. J. Nicholas, Jr.    | For     | For       | Management  |
| 1.10 | Elect Director Ann N. Reese           | For     | For       | Management  |
| 1.11 | Elect Director Mary Agnes Wilderotter | For     | For       | Management  |
| 2    | Ratify Auditors                       | For     | For       | Management  |
| 3    | Amend Omnibus Stock Plan              | For     | For       | Management  |
| 4    | Adopt ILO Based Vendor Standards      | Against | Against   | Shareholder |

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SIGNATURES

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

DELAWARE INVESTMENTS DIVIDEND AND INCOME FUND, INC.

By: Patrick P. Coyne  
Name: Patrick P. Coyne  
Title: Chairman/President/  
Chief Executive Officer  
Date: August 29, 2007

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