

CHARTWELL DIVIDEND & INCOME FUND INC
Form N-PX
August 31, 2006

United States

Securities and Exchange Commission

Washington, D.C. 20549

Form N-PX

Annual Report of Proxy Voting Record of

Chartwell Dividend & Income Fund, Inc.

Investment Company Act File Number: 811-08747

Registrant

Chartwell Dividend & Income Fund, Inc.

1235 Westlakes Dr.

Suite 400

Berwyn, PA 19312-2416

Agent for Service

Winthrop S. Jessup

Chartwell Dividend & Income Fund, Inc.

1235 Westlakes Dr.

Suite 400

Berwyn, PA 19312-2416

Registrant's Telephone Number: (610) 296-1400

Date of Fiscal Year End: November 30

Date of Reporting Period: July 1, 2005 to June 30, 2006

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Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Alaska Communications Systems Group, Inc.

Ticker: ALSK CUSIP: 01167P101

Meeting Date: 07/25/05 Meeting Type: Annual

1	Elect Directors	Management	For
1.1	Elect Director Liane Pelletier	Management	For
1.2	Elect Director W. Dexter Paine III	Management	For
1.3	Elect Director Byron I. Mallo	Management	For
1.4	Elect Director Brian D. Rogers	Management	For
1.5	Elect Director John M. Egan	Management	For
1.6	Elect Director Patrick Pichette	Management	For
1.7	Elect Director Gary R. Donahoe	Management	For
1.8	Elect Director John W. Gibson	Management	For

Altria Group, Inc.

Ticker: MO CUSIP: 02209S103

Meeting Date: 04/27/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Separate Chairman and CEO Positions	Shareholder	Against
4	Adopt ILO Standards	Shareholder	Against
5	Inform African Americans of Health Risks Associated with Menthol Cigarettes	Shareholder	Against
6	Establish Fire Safety Standards for Cigarettes	Shareholder	Against
7	Adopt Animal Welfare Policy	Shareholder	Against
8	Support Legislation to Reduce Smoking	Shareholder	Against
9	Provide Information on Second Hand Smoke	Shareholder	Against

American Capital Strategies, Ltd.

Ticker: ACAS CUSIP: 024937104

Meeting Date: 05/11/06 Meeting Type: Annual

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

AmSouth Bancorporation

Ticker: ASO CUSIP: 032165102

Meeting Date: 04/20/06 Meeting Type: Annual

1	Elect Directors	Management	For
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2 Ratify Auditors Management For

Chartwell Dividend & Income Fund, Inc.

Proposal Proposed by Management Position

AmSouth Bancorporation (continued)

3 Approve Omnibus Stock Plan Management For
 4 Report on Political Contributions Shareholder Against
 5 Amend EEO Statement to Prohibit
 Discrimination Based on Sexual Orientation Shareholder Against

ARIES MARITIME TRANSPORT LTD

Ticker: RAMS CUSIP: G0474B105

Meeting Date: 05/25/06 Meeting Type: Annual

Meeting for Holders of ADRs

1 Elect Directors Management For
 1.1 Elect Director Mons S. Bolin Management For
 1.2 Elect Director Richard J.H. Coxall Management For
 1.3 Elect Director Per Olav Karlsen Management For
 1.4 Elect Director Henry S. Marcus Management For
 1.5 Elect Director Panagiotis Skiadas Management For
 2 Ratify Auditors Management For

ARLINGTON TANKERS LTD

Ticker: ATB CUSIP: G04899103

Meeting Date: 07/22/05 Meeting Type: Annual

Meeting for Holders of ADRs
 1 Elect Directors Management For
 2 Ratify Auditors Management For
 3 Increase Authorized Share Capital by Creation
 of Additional 40,000,000 Common Shares of
 Par Value Us\$0.01 Each. Management For
 4 Reduction of Share Premium Account For
 Bermuda Corporate Law Purposes by
 Transferring Us\$309,845,000 to Contributed
 Surplus Account. Management For

ARLINGTON TANKERS LTD

Ticker: ATB CUSIP: G04899103

Meeting Date: 06/12/06 Meeting Type: Annual

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Meeting for Holders of ADRs

1	Elect Directors	Management	For
2	The Approval of Amendments to Our Bye-Laws to Allow the Number of Directors to Be Determined by Our Board of Directors and For the Quorum to Be a Majority of the Directors.	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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ARLINGTON TANKERS LTD (continued)

3	Appointment of Moore Stephens P.C. As Independent Registered Public Accounting Firm For Fiscal Year Ending December 31, 2006 And the Authorization of the Board of Directors, Acting Through the Audit Committee, to Determine the Independent Registered Public...	Management	For
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B&G Foods, Inc.

Ticker: BGF.A CUSIP: 05508R205

Meeting Date: 05/09/06 Meeting Type: Annual

1	Elect Directors	Management	For
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Bank of America Corp.

Ticker: BAC CUSIP: 060505104

Meeting Date: 04/26/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Amend Omnibus Stock Plan	Management	For
4	Publish Political Contributions	Shareholder	Against
5	Require a Majority Vote for the Election of Directors	Shareholder	Against
6	Provide for an Independent Chairman	Shareholder	Against
7	Exclude Reference to Sexual Orientation from the Company's EEO Statement	Shareholder	Against

BellSouth Corp.

Ticker: BLS CUSIP: 079860102

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Meeting Date: 04/24/06

Meeting Type: Annual

1	Elect Directors	Management	For
1.1	Elect Director F. D. Ackerman	Management	For
1.2	Elect Director R. V. Anderson	Management	For
1.3	Elect Director J. H. Blanchard	Management	For
1.4	Elect Director J. H. Brown	Management	For
1.5	Elect Director A. M. Codina	Management	For
1.6	Elect Director M. L. Feidler	Management	For
1.7	Elect Director K. F. Feldstein	Management	For
1.8	Elect Director J. P. Kelly	Management	For
1.9	Elect Director L. F. Mullin	Management	For
1.10	Elect Director R. B. Smith	Management	For
1.11	Elect Director W. S. Stavropoulos	Management	For
2	Ratify Auditors	Management	For
3	Political Contributions/Activities	Shareholder	Against

Chartwell Dividend & Income Fund, Inc.

Proposal

Proposed by

Management Position

Boston Properties Inc.

Ticker: BXP

CUSIP: 101121101

Meeting Date: 05/03/06

Meeting Type: Annual

1	Elect Directors	For	Withhold
2	Declassify the Board of Directors	Shareholder	Against
3	Performance-Based	Shareholder	Against

BRE Properties, Inc.

Ticker: BRE

CUSIP: 05564E106

Meeting Date: 05/04/06

Meeting Type: Annual

1	Elect Directors	Management	For
2	Amend Non-Employee Director Omnibus Stock Plan	Management	For
3	Ratify Auditors	Management	For

Bristol-Myers Squibb Co.

Ticker: BMY

CUSIP: 110122108

Meeting Date: 05/02/06

Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditor	Management	For
3	Increase Disclosure of Executive Compensation	Shareholder	Against

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4	Provide for Cumulative Voting	Shareholder	Against
5	Claw-back of Payments under Restatements	Shareholder	Against
6	Report on Animal Welfare	Shareholder	Against
7	Establish Term Limits for Directors	Shareholder	Against

CapitalSource, Inc

Ticker: CSE CUSIP: 14055X102

Meeting Date: 04/27/06 Meeting Type: Annual

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

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Chevron Corporation

Ticker: CVX CUSIP: 166764100

Meeting Date: 04/26/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Company-Specific-Reimbursement of Stockholder Proposal	Shareholder	Against
4	Report on Environmental Impact of Drilling in Sensitive Areas	Shareholder	Against
5	Report on Political Contributions	Shareholder	Against
6	Adopt an Animal Welfare Policy	Shareholder	Against
7	Adopt a Human Rights Policy	Shareholder	Against
8	Report on Remediation Expenses in Ecuador	Shareholder	Against

Citizens Communications Co.

Ticker: CZN CUSIP: 17453B101

Meeting Date: 05/25/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Approve Non-Employee Director Omnibus Stock Plan	Management	For
3	Submit Severance Agreement (Change in Control) to shareholder Vote	Shareholder	Against
4	Ratify Auditors	Management	For

Coinmach Service Corp.

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Ticker: DRA

CUSIP: 19259W107

Meeting Date: 07/27/05

Meeting Type: Annual

1	Elect Directors	Management	For
1.1	Elect Director Stephen R. Kerrigan	Management	For
1.2	Elect Director James N. Chapman	Management	For
1.3	Elect Director David A. Donnini	Management	For
1.4	Elect Director Woody M. McGee	Management	For
1.5	Elect Director Bruce V. Rauner	Management	For
1.6	Elect Director John R. Scheessele	Management	For
2	Ratify Auditors	Management	For
3	Other Business	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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ConocoPhillips

Ticker: COP

CUSIP: 20825C104

Meeting Date: 05/10/06

Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Report Damage Resulting From Drilling Inside the National Petroleum Reserve	Shareholder	Against
4	Require a Majority Vote for the Election of Directors	Shareholder	Against
5	Submit Supplemental Executive Retirement Plans to Shareholder Vote	Shareholder	Against
6	Report Accountability for Company's Environmental Impacts due to Operation	Shareholder	Against
7	Non-Employee Director Compensation	Shareholder	Against

Consolidated Communications Holdings, Inc.

Ticker: CNSL

CUSIP: 209034107

Meeting Date: 05/18/06

Meeting Type: Annual

1	Elect Director Richard A. Lumpkin	Management	For
2	Ratify Auditors	Management	For

Deerfield Triarc Capital Corp.

Ticker: DFR

CUSIP: 244572301

Meeting Date: 05/23/06

Meeting Type: Annual

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1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Duke Realty Corporation

Ticker: DRE CUSIP: 264411505

Meeting Date: 04/26/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

FAIRPOINT COMMUNICATIONS INC

Ticker: FRP CUSIP: 305560104

Meeting Date: 04/24/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Halliburton Co.

Ticker: HAL CUSIP: 406216101

Meeting Date: 05/17/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Increase Authorized Common Stock	Management	For
4	Amend Terms of Severance Payments to Executives	Management	For
5	Review Human Rights Standards	Shareholder	Against
6	Require a Majority Vote for the Election of Directors	Shareholder	Against
7	Amend Terms of Existing Poison Pill	Shareholder	Against

Homebanc Corp.

Ticker: HMB CUSIP: 43738R109

Meeting Date: 05/25/06 Meeting Type: Annual

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

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iStar Financial Inc.

Ticker: SFI CUSIP: 45031U101

Meeting Date: 05/31/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Amend Articles/Bylaws/Eliminate Limitations in Article III	Management	For
3	Approve Omnibus Stock Plan	Management	For
4	Ratify Auditors	Management	For

Loews Corp.

Ticker: LOW CUSIP: 540424207

Meeting Date: 05/08/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Provide for Cumulative Voting	Shareholder	Against
4	Prohibit Smoking in Public Facilities	Shareholder	Against

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Mack-Cali Realty Corp.

Ticker: CLI CUSIP: 554489104

Meeting Date: 05/24/06 Meeting Type: Annual

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

National City Corp.

Ticker: NCC CUSIP: 635405103

Meeting Date: 04/25/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

New Century Financial Corp.

Ticker: NEW CUSIP: 6435EV108

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Meeting Date: 05/10/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Amend Omnibus Stock Plan	Management	For
3	Increase Authorized Preferred Stock	Management	For
4	Approve Stock Ownership Limitations	Management	For

New York Community Bancorp, Inc.

Ticker: NYB CUSIP: 649445103

Meeting Date: 06/07/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Approve Executive Incentive Bonus Plan	Management	For
4	Approve Omnibus Stock Plan	Management	For
5	Declassify the Board of Directors	Shareholder	Against

Packaging Corporation of America

Ticker: PKG CUSIP: 695156109

Meeting Date: 05/10/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Peoples Choice Financial Corp

Ticker: PCFQL CUSIP: 71085T105

Meeting Date: 06/14/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Reckson Associates Realty Corp.

Ticker: RA CUSIP: 75621K106

Meeting Date: 05/25/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

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Reddy Ice Holdings, Inc.

Ticker: FRZ CUSIP: 75734R105

Meeting Date: 05/18/06 Meeting Type: Annual

1	Elect Directors	Management	For
1.1	Elect Director William P. Brick	Management	For
1.2	Elect Director Andrew R. Heyer	Management	For
1.3	Elect Director Theodore J. Hos	Management	For
1.4	Elect Director David E. King	Management	For
1.5	Elect Director Douglas R. Korn	Management	For
1.6	Elect Director Michael S. Mcgrath	Management	For
1.7	Elect Director Tracy L. Noll	Management	For
1.8	Elect Director William P. Phoenix	Management	For
1.9	Elect Director Robert N. Verdecchio	Management	For
1.10	Elect Director Jimmy C. Weaver	Management	For
2	Ratify Auditors	Management	For

Regal Entertainment Group

Ticker: RGC CUSIP: 758766109

Meeting Date: 05/10/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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SEASPAN CORP

Ticker: SSW CUSIP: Y75638109

Meeting Date: 04/17/06 Meeting Type: Annual

Meeting for Holders of ADRs

1	Elect Directors	Management	For
1.1	Elect Director Kyle Washington	Management	For
1.2	Elect Director David Korbin	Management	For
2	Ratify Auditors	Management	For

Technology Investment Capital Corp.

Ticker: TICC CUSIP: 878717305

Meeting Date: 06/06/06 Meeting Type: Annual

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1	Elect Directors	Management	For
1.1	Elect Director Jonathan H. Cohen	Management	For
1.2	Elect Director G. Peter O'Brien	Management	For
2	Ratify Auditors	Management	For

The Dow Chemical Company

Ticker: DOW CUSIP: 260543103

Meeting Date: 05/11/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Report on Remediation Policies in Bhopal	Shareholder	Against
4	Report on Genetically Modified Organisms	Shareholder	Against
5	Evaluate Potential Links Between Company Products and Asthma	Shareholder	Against
6	Report on Security of Chemical Facilities	Shareholder	Against

The Hartford Financial Services Group, Inc.

Ticker: HIG CUSIP: 416515104

Meeting Date: 05/17/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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U.S. Bancorp

Ticker: USB CUSIP: 902973304

Meeting Date: 04/18/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Approve Executive Incentive Bonus Plan	Management	For
4	Declassify the Board of Directors	Shareholder	Against
5	Approve Report of the Compensation Committee	Shareholder	Against

Valor Communications Group, Inc.

Ticker: VCG CUSIP: 920255106

Meeting Date: 06/27/06 Meeting Type: Annual

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1	Approve Merger Agreement	Management	For
2	Increase Authorized Common Stock	Management	For
3	Issue Shares in Connection with an Acquisition	Management	For
4	Approve Omnibus Stock Plan	Management	For
5	Elect Directors	Management	For
5.1	Elect Director John J. Mueller	Management	For
5.2	Elect Director Anthony J. De Nicola	Management	For
5.3	Elect Director Kenneth R. Cole	Management	For
5.4	Elect Director Sanjay Swani	Management	For
5.5	Elect Director Norman W. Alper	Management	For
5.6	Elect Director Stephen B. Brodeur	Management	For
5.7	Elect Director Michael Donovan	Management	For
5.8	Elect Director Edward Lujan	Management	For
5.9	Elect Director M. Ann Padilla	Management	For
5.10	Elect Director Federico Pena	Management	For
5.11	Elect Director Edward J. Heffernan	Management	For
6	Ratify Auditors	Management	For
7	Adjourn Meeting	Management	For

Washington Mutual, Inc

Ticker: WM CUSIP: 939322103

Meeting Date: 04/18/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Ratify Auditors	Management	For
3	Amend Omnibus Stock Plan	Management	For
4	Approve Executive Incentive Bonus Plan	Management	For
5	Declassify the Board of Directors	Management	For
6	Report on Political Contributions	Shareholder	Against

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Management Position
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Weyerhaeuser Co.

Ticker: WY CUSIP: 962166104

Meeting Date: 04/20/06 Meeting Type: Annual

1	Elect Directors	Management	For
2	Require a Majority Vote for the Election of Directors	Shareholder	Against
3	Adopt Simple Majority Vote Requirement	Shareholder	Against
4	Performance-Based and/or Time-Based Equity Awards	Shareholder	Against
5	Report on Feasibility of Earning Forest Stewardship Council Certification	Shareholder	Against
6	Separate Chairman and CEO Positions	Shareholder	Against
7	Ratify Auditors	Management	For

Signatures

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

Chartwell Dividend & Income Fund, Inc.

By: /s/ Winthrop S. Jessup
President

Date: August 31, 2006