

GABELLI DIVIDEND & INCOME TRUST  
Form N-PX  
August 18, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-21423

The Gabelli Dividend & Income Trust  
(Exact name of registrant as specified in charter)

One Corporate Center

Rye, New York 10580-1422  
(Address of principal executive offices) (Zip code)

Bruce N. Alpert

Gabelli Funds, LLC

One Corporate Center

Rye, New York 10580-1422  
(Name and address of agent for service)

Registrant's telephone number, including area code: 1-800-422-3554

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Date of fiscal year end: December 31

Date of reporting period: July 1, 2016 – June 30, 2017

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

**PROXY VOTING RECORD**

**FOR PERIOD JULY 1, 2016 TO JUNE 30, 2017**

ProxyEdge

Meeting Date Range: 07/01/2016 - 06/30/2017 Report Date: 07/01/2017

The Gabelli Dividend and Income Trust

Investment Company Report

AKORN, INC.

Security 009728106

Ticker Symbol AKRX

ISIN US0097281069

Meeting Type

Annual

Meeting Date

01-Jul-2016

Agenda

934429437 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 JOHN KAPOOR, PHD		For	For
	2 KENNETH ABRAMOWITZ		For	For
	3 ADRIENNE GRAVES, PHD		For	For
	4 RONALD JOHNSON		For	For
	5 STEVEN MEYER		For	For
	6 TERRY ALLISON RAPPUHN		For	For
	7 BRIAN TAMBI		For	For
	8 ALAN WEINSTEIN		For	For
	PROPOSAL TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY'S			
2.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR YEAR ENDING DECEMBER 31, 2016. PROPOSAL TO APPROVE, THROUGH A NON-BINDING ADVISORY VOTE, THE COMPANY'S	Management	For	For
3.	EXECUTIVE COMPENSATION PROGRAM AS DESCRIBED IN THE COMPANY'S 2016 PROXY STATEMENT.	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

EMMIS COMMUNICATIONS CORPORATION

Security	291525103	Meeting Type	Annual
Ticker Symbol	EMMS	Meeting Date	07-Jul-2016
ISIN	US2915251035	Agenda	934439072 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 JAMES M. DUBIN		For	For
	2 GREG A. NATHANSON		For	For
	3 JEFFREY H. SMULYAN		For	For
	APPROVAL OF THE 2016 EQUITY COMPENSATION			
2.	PLAN, AS SET FORTH IN EXHIBIT A TO THE ACCOMPANYING PROXY STATEMENT AUTHORIZATION FOR THE BOARD OF DIRECTORS, AT ITS DISCRETION WITHOUT FURTHER ACTION OF THE SHAREHOLDERS, TO AMEND	Management	Against	Against
3.	EMMIS' SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION TO EFFECT A 1 FOR 4 REVERSE STOCK SPLIT APPROVAL, IN AN ADVISORY VOTE, OF THE	Management	For	For
4.	COMPENSATION OF EMMIS' NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THIS PROXY STATEMENT RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS EMMIS' INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING FEBRUARY 28, 2017	Management	For	For

OUTERWALL INC.

Security	690070107	Meeting Type	Annual
Ticker Symbol	OUTR	Meeting Date	07-Jul-2016
ISIN	US6900701078	Agenda	934445152 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR FOR A TERM OF THREE YEARS: NORA M. DENZEL	Management	For	For

- |     |   |                   |         |
|-----|---|-------------------|---------|
| 1B. | ELECTION OF DIRECTOR FOR A TERM OF THREE YEARS: ERIK E. PRUSCH  | ManagementFor     | For     |
| 2.  | RESOLUTION TO APPROVE THE 2011 INCENTIVE PLAN, AS AMENDED AND RESTATED BY THE BOARD OF DIRECTORS.     | ManagementAgainst | Against |
| 3.  | ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF OUTERWALL'S NAMED EXECUTIVE OFFICERS.              | ManagementFor     | For     |
| 4.  | RATIFICATION OF APPOINTMENT OF KPMG LLP AS OUTERWALL'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | ManagementFor     | For     |

ACCOR SA, COURCOURONNES

Security	F00189120	Meeting Type	MIX
Ticker Symbol		Meeting Date	12-Jul-2016
ISIN	FR0000120404	Agenda	707207254 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 651713 DUE TO ADDITION OF- RESOLUTIONS. ALL VOTES RECEIVED			
CMMT	ON THE PREVIOUS MEETING WILL BE DISREGARDED-AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU		Non-Voting	
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.		Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-		Non-Voting	

GLOBAL CUSTODIANS ON THE VOTE  
 DEADLINE  
 DATE. IN CAPACITY AS REGISTERED-  
 INTERMEDIARY, THE GLOBAL  
 CUSTODIANS WILL  
 SIGN THE PROXY CARDS AND  
 FORWARD-THEM TO  
 THE LOCAL CUSTODIAN. IF YOU  
 REQUEST MORE  
 INFORMATION, PLEASE  
 CONTACT-YOUR CLIENT  
 REPRESENTATIVE  
 24 JUN 2016: PLEASE NOTE THAT  
 IMPORTANT  
 ADDITIONAL MEETING INFORMATION  
 IS-AVAILABLE  
 BY CLICKING ON THE MATERIAL URL  
 LINK:-

<http://www.journal-officiel.gouv.fr/pdf/2016/0601/201606011602781.pdf>, -  
<https://balo.journal-officiel.gouv.fr/pdf/2016/0624/201606241603542.pdf>.

CMMT	PLEASE NOTE THAT THIS IS A	Non-Voting	
	REVISION DUE TO RECEIPT OF ADDITIONAL URL LINK. IF-YOU HAVE ALREADY SENT IN YOUR VOTES FOR MID: 656561. PLEASE DO NOT VOTE AGAIN-UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU. APPROVAL OF THE CONTRIBUTION OF 1,718,134		
E.1	FRHI SHARES TO THE COMPANY, ITS VALUATION AND CONSIDERATION INCREASE OF THE COMPANY'S CAPITAL	ManagementFor	For
E.2	FOLLOWING THE CONTRIBUTION OF 1,718,134 FRHI SHARES TO THE COMPANY	ManagementFor	For
O.3	POWERS TO CARRY OUT FORMALITIES PLEASE NOTE THAT THIS IS A SHAREHOLDER	ManagementFor	For
O.4	PROPOSAL: APPOINTMENT OF ALI BOUZARIF AS A DIRECTOR	ManagementFor	For
O.5	PLEASE NOTE THAT THIS IS A SHAREHOLDER	ManagementFor	For

PROPOSAL: APPOINTMENT OF AZIZ  
ALUTHMAN

FAKHROO AS A DIRECTOR  
PLEASE NOTE THAT THIS IS A  
SHAREHOLDER

O.6 PROPOSAL: APPOINTMENT OF SARMAD ZOK AS A DIRECTOR  
PLEASE NOTE THAT THIS IS A  
SHAREHOLDER ManagementFor For

O.7 PROPOSAL: APPOINTMENT OF JIANG QIONG ER AS A DIRECTOR  
PLEASE NOTE THAT THIS IS A  
SHAREHOLDER ManagementAgainst Against

O.8 PROPOSAL: APPOINTMENT OF ISABELLE SIMON AS A DIRECTOR  
PLEASE NOTE THAT THIS IS A  
SHAREHOLDER ManagementFor For

O.9 PROPOSAL: APPOINTMENT OF NATACHA VALLA AS A DIRECTOR  
PLEASE NOTE THAT THIS IS A  
SHAREHOLDER ManagementFor For

O.10 PROPOSAL: DIRECTORS' FEES  
SEVERN TRENT PLC, COVENTRY ManagementFor For

Security G8056D159

Ticker Symbol

ISIN GB00B1FH8J72

Meeting Type  
Meeting Date  
Agenda

Annual General Meeting  
20-Jul-2016  
707199609 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	RECEIVE THE REPORTS AND ACCOUNTS	Management	For	For
2	APPROVE THE DIRECTORS REMUNERATION REPORT	Management	For	For
3	DECLARE A FINAL ORDINARY DIVIDEND	Management	For	For
4	APPOINT EMMA FITZGERALD	Management	For	For
5	APPOINT KEVIN BEESTON	Management	For	For
6	APPOINT DOMINIQUE REINICHE	Management	For	For
7	REAPPOINT ANDREW DUFF	Management	For	For
8	REAPPOINT JOHN COGHLAN	Management	For	For
9	REAPPOINT OLIVIA GARFIELD	Management	For	For
10	REAPPOINT JAMES BOWLING	Management	For	For
11	REAPPOINT PHILIP REMNANT	Management	For	For
12	REAPPOINT DR. ANGELA STRANK	Management	For	For
13	REAPPOINT DELOITTE LLP AS AUDITOR	Management	For	For

	AUTHORISE THE AUDIT COMMITTEE OF THE BOARD		
14	TO DETERMINE THE REMUNERATION OF THE AUDITOR	ManagementFor	For
15	AUTHORISE POLITICAL DONATIONS	ManagementFor	For
16	AUTHORISE ALLOTMENT OF SHARES	ManagementFor	For
17	DISAPPLY PRE-EMPTION RIGHTS	ManagementFor	For
18	AUTHORISE PURCHASE OF OWN SHARES	ManagementFor	For
19	ADOPT NEW ARTICLES OF ASSOCIATION	ManagementFor	For
20	AUTHORISE GENERAL MEETINGS OF THE COMPANY, OTHER THAN ANNUAL GENERAL MEETINGS, TO BE CALLED ON NOT LESS THAN 14 CLEAR DAYS' NOTICE	ManagementAgainst	Against

CONSTELLATION BRANDS, INC.

Security	21036P108	Meeting Type	Annual
Ticker Symbol	STZ	Meeting Date	20-Jul-2016
ISIN	US21036P1084	Agenda	934443398 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JERRY FOWDEN		For	For
	2 BARRY A. FROMBERG		For	For
	3 ROBERT L. HANSON		For	For
	4 ERNESTO M. HERNANDEZ		For	For
	5 JAMES A. LOCKE III		For	For
	6 DANIEL J. MCCARTHY		For	For
	7 RICHARD SANDS		For	For
	8 ROBERT SANDS		For	For
	9 JUDY A. SCHMELING		For	For
	10 KEITH E. WANDELL		For	For
2.	TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 28, 2017 TO APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED	ManagementFor		For
3.	EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT	ManagementFor		For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

THE DOW CHEMICAL COMPANY

Security	260543103	Meeting Type	Special
Ticker Symbol	DOW	Meeting Date	20-Jul-2016
ISIN	US2605431038	Agenda	934450317 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	ADOPTION OF THE MERGER AGREEMENT. TO CONSIDER AND VOTE ON A PROPOSAL (THE "DOW MERGER PROPOSAL") TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 11, 2015 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), BY AND AMONG DIAMOND-ORION HOLDCO, INC., A DELAWARE CORPORATION, (N/K/A DOWDUPONT INC.), THE DOW CHEMICAL COMPANY, A DELAWARE CORPORATION ("DOW"), DIAMOND MERGER SUB, INC., A DELAWARE CORPORATION, ORION MERGER SUB, INC., A DELAWARE CORPORATION ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). ADJOURNMENT OF SPECIAL MEETING. TO CONSIDER AND VOTE ON A PROPOSAL TO ADJOURN THE DOW SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE DOW MERGER PROPOSAL (THE "DOW ADJOURNMENT PROPOSAL").	Management	For	For
2.	ADJOURNMENT OF SPECIAL MEETING. TO CONSIDER AND VOTE ON A PROPOSAL TO ADJOURN THE DOW SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE DOW MERGER PROPOSAL (THE "DOW ADJOURNMENT PROPOSAL").	Management	For	For
3.	ADVISORY VOTE REGARDING MERGER-RELATED	Management	For	For

NAMED EXECUTIVE OFFICER  
 COMPENSATION. TO  
 CONSIDER AND VOTE ON A  
 NON-BINDING,  
 ADVISORY PROPOSAL TO APPROVE  
 THE  
 COMPENSATION THAT MAY BE PAID  
 OR BECOME  
 PAYABLE TO DOW'S NAMED  
 EXECUTIVE OFFICERS  
 IN CONNECTION WITH THE  
 TRANSACTION (THE  
 "DOW COMPENSATION PROPOSAL").

E. I. DU PONT DE NEMOURS AND COMPANY

Security	263534109	Meeting Type	Special
Ticker Symbol	DD	Meeting Date	20-Jul-2016
ISIN	US2635341090	Agenda	934450329 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	ADOPTION OF MERGER AGREEMENT. TO CONSIDER AND VOTE ON A PROPOSAL (THE "DUPONT MERGER PROPOSAL") TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 11, 2015 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), BY AND AMONG DIAMOND-ORION HOLDCO, INC., A DELAWARE CORPORATION, (N/K/A DOWDUPONT INC.), E. I. DU PONT DE NEMOURS AND COMPANY, A DELAWARE CORPORATION ("DUPONT"), DIAMOND MERGER SUB, INC., A DELAWARE CORPORATION, ORION MERGER SUB, INC., A DELAWARE ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For	For
2.	ADJOURNMENT OF SPECIAL MEETING. TO CONSIDER AND VOTE ON A PROPOSAL TO	Management	For	For

ADJOURN THE DUPONT SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE DUPONT MERGER PROPOSAL. ADVISORY VOTE REGARDING MERGER-RELATED NAMED EXECUTIVE OFFICER COMPENSATION. TO CONSIDER AND VOTE ON A NON-BINDING, ADVISORY PROPOSAL TO APPROVE THE COMPENSATION THAT MAY BECOME PAYABLE TO DUPONT'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE TRANSACTION.

3. ManagementFor For

NATIONAL GRID PLC

Security	636274300	Meeting Type	Annual
Ticker Symbol	NGG	Meeting Date	25-Jul-2016
ISIN	US6362743006	Agenda	934450658 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS	Management	For	For
2.	TO DECLARE A FINAL DIVIDEND	Management	For	For
3.	TO RE-ELECT SIR PETER GERSHON	Management	For	For
4.	TO RE-ELECT JOHN PETTIGREW	Management	For	For
5.	TO RE-ELECT ANDREW BONFIELD	Management	For	For
6.	TO ELECT DEAN SEAVERS	Management	For	For
7.	TO ELECT NICOLA SHAW	Management	For	For
8.	TO RE-ELECT NORA MEAD BROWNELL	Management	For	For
9.	TO RE-ELECT JONATHAN DAWSON	Management	For	For
10.	TO RE-ELECT THERESE ESPERDY	Management	For	For
11.	TO RE-ELECT PAUL GOLBY	Management	For	For
12.	TO RE-ELECT RUTH KELLY	Management	For	For
13.	TO RE-ELECT MARK WILLIAMSON	Management	For	For
14.	TO REAPPOINT THE AUDITORS PRICEWATERHOUSECOOPERS LLP TO AUTHORISE THE DIRECTORS TO SET THE	Management	For	For
15.	AUDITORS' REMUNERATION	Management	For	For
16.	TO APPROVE THE DIRECTORS' REMUNERATION	Management	For	For

REPORT EXCLUDING THE EXCERPTS  
FROM THE  
REMUNERATION POLICY

17.	TO AUTHORISE THE COMPANY TO MAKE POLITICAL DONATIONS	ManagementFor	For
18.	TO AUTHORISE THE DIRECTORS TO ALLOT ORDINARY SHARES	ManagementFor	For
19.	SPECIAL RESOLUTION: TO DISAPPLY PRE-EMPTION RIGHTS	ManagementFor	For
20.	SPECIAL RESOLUTION: TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	ManagementFor	For
21.	SPECIAL RESOLUTION: TO AUTHORISE THE DIRECTORS TO HOLD GENERAL MEETINGS ON 14 WORKING DAYS' NOTICE	ManagementAgainst	Against

HENNESSY CAPITAL ACQUISITION CORP. II

Security	42588J209	Meeting Type	Special
Ticker Symbol	HCACU	Meeting Date	25-Jul-2016
ISIN	US42588J2096	Agenda	934450723 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	THE BUSINESS COMBINATION PROPOSAL - TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE AND ADOPT THE MERGER AGREEMENT, DATED AS OF APRIL 1, 2016, AS IT MAY BE AMENDED (THE "MERGER AGREEMENT"), BY AND AMONG THE COMPANY, HCAC II, INC., USI SENIOR HOLDINGS, INC. AND NORTH AMERICAN DIRECT INVESTMENT HOLDINGS, LLC, SOLELY IN ITS CAPACITY AS THE STOCKHOLDER REPRESENTATIVE, AND THE TRANSACTIONS CONTEMPLATED THEREBY (THE "BUSINESS COMBINATION").	Management	For	For

INTENTION TO EXERCISE  
REDEMPTION RIGHTS - IF  
YOU INTEND TO EXERCISE YOUR  
REDEMPTION  
RIGHTS, PLEASE CHECK THIS BOX.  
CHECKING THIS  
BOX, HOWEVER, IS NOT SUFFICIENT  
TO EXERCISE  
YOUR REDEMPTION RIGHTS. YOU  
MUST COMPLY

1A. WITH THE PROCEDURES SET FORTH IN ManagementFor  
THE  
DEFINITIVE PROXY STATEMENT  
UNDER THE  
HEADING "SPECIAL MEETING IN LIEU  
OF 2016  
ANNUAL MEETING OF HENNESSY  
CAPITAL  
STOCKHOLDERS - REDEMPTION  
RIGHTS." MARK

"FOR" = YES OR "AGAINST" = NO.  
SHAREHOLDER CERTIFICATION - I  
HEREBY  
CERTIFY THAT I AM NOT ACTING IN  
CONCERT, OR  
AS A "GROUP" (AS DEFINED IN  
SECTION 13 (D)(3) OF  
THE SECURITIES EXCHANGE ACT OF  
1934, AS

AMENDED), WITH ANY OTHER  
STOCKHOLDER WITH  
1B. RESPECT TO THE SHARES OF COMMONManagementFor  
STOCK OF  
THE COMPANY OWNED BY ME IN  
CONNECTION  
WITH THE PROPOSED BUSINESS  
COMBINATION  
BETWEEN THE COMPANY AND USI  
SENIOR  
HOLDINGS, INC. MARK "FOR" = YES OR  
"AGAINST" =

NO.  
TO CONSIDER AND ACT UPON A  
PROPOSED  
AMENDMENT TO THE COMPANY'S  
EXISTING

2. CHARTER TO INCREASE THE ManagementFor For  
COMPANY'S  
AUTHORIZED COMMON STOCK AND  
PREFERRED  
STOCK.

- TO CONSIDER AND ACT UPON A  
 PROPOSED  
 AMENDMENT TO THE COMPANY'S  
 EXISTING  
 CHARTER TO PROVIDE FOR THE  
 CLASSIFICATION
3. OF OUR BOARD OF DIRECTORS INTO ManagementFor For  
 THREE  
 CLASSES OF DIRECTORS WITH  
 STAGGERED  
 THREE-YEAR TERMS OF OFFICE AND  
 TO MAKE  
 CERTAIN RELATED CHANGES.
- TO CONSIDER AND ACT UPON A  
 PROPOSED  
 AMENDMENT TO THE COMPANY'S  
 EXISTING  
 CHARTER TO DESIGNATE THE COURT  
 OF  
 CHANCERY OF THE STATE OF  
 DELAWARE AS THE  
 SOLE AND EXCLUSIVE FORUM FOR  
 SPECIFIED  
 LEGAL ACTIONS AND PROVIDE FOR  
 CERTAIN  
 ADDITIONAL CHANGES, INCLUDING  
 CHANGING THE
4. COMPANY'S NAME FROM "HENNESSY ManagementFor For  
 CAPITAL  
 ACQUISITION CORP. II" TO "USI  
 HOLDINGS, INC."  
 AND MAKING THE COMPANY'S  
 CORPORATE  
 EXISTENCE PERPETUAL, WHICH OUR  
 BOARD OF  
 DIRECTORS BELIEVES ARE  
 NECESSARY TO  
 ADEQUATELY ADDRESS THE  
 POST-BUSINESS  
 COMBINATION NEEDS OF THE  
 COMPANY.
5. DIRECTOR Management  
 1 DANIEL J. HENNESSY For For  
 2 NOT APPLICABLE For For  
 3 NOT APPLICABLE For For
6. THE INCENTIVE PLAN PROPOSAL - TO ManagementFor For  
 CONSIDER  
 AND VOTE UPON A PROPOSAL TO  
 APPROVE AND  
 ADOPT THE USI HOLDINGS, INC. 2016  
 LONG- TERM

INCENTIVE PLAN.

THE ADJOURNMENT PROPOSAL - TO  
CONSIDER  
AND VOTE UPON A PROPOSAL TO  
ADJOURN THE  
SPECIAL MEETING OF STOCKHOLDERS  
TO A LATER  
DATE OR DATES, IF NECESSARY, TO  
PERMIT  
FURTHER SOLICITATION AND VOTE  
OF PROXIES IF,  
BASED UPON THE TABULATED VOTE  
AT THE TIME

7. ManagementFor For

OF THE SPECIAL MEETING, THERE ARE  
NOT  
SUFFICIENT VOTES TO APPROVE THE  
BUSINESS  
COMBINATION PROPOSAL, THE  
DIRECTOR  
ELECTION PROPOSAL OR THE NASDAQ  
PROPOSAL.

THE DGCL 203 OPT-OUT PROPOSAL -  
TO CONSIDER

AND ACT UPON A PROPOSED  
AMENDMENT TO THE  
COMPANY'S EXISTING CHARTER TO  
ELECT FOR

8. ManagementFor For

THE COMPANY NOT TO BE GOVERNED  
BY OR  
SUBJECT TO SECTION 203 OF THE  
DELAWARE  
GENERAL CORPORATION LAW, AS  
AMENDED.

THE DIRECTOR ELECTION PROPOSAL -  
TO ELECT

THE DIRECTOR TO THE COMPANY'S  
BOARD OF  
DIRECTORS TO SERVE AS CLASS I  
DIRECTOR ON

9A. ManagementFor For

OUR BOARD OF DIRECTORS UNTIL  
THE 2019  
ANNUAL MEETING OF  
STOCKHOLDERS AND UNTIL  
THEIR RESPECTIVE SUCCESSORS ARE  
DULY

ELECTED AND QUALIFIED: JON  
MATTSON

9B. ManagementFor For

THE DIRECTOR ELECTION PROPOSAL -  
TO ELECT  
THE DIRECTOR TO THE COMPANY'S  
BOARD OF

DIRECTORS TO SERVE AS CLASS I  
 DIRECTOR ON  
 OUR BOARD OF DIRECTORS UNTIL  
 THE 2019  
 ANNUAL MEETING OF  
 STOCKHOLDERS AND UNTIL  
 THEIR RESPECTIVE SUCCESSORS ARE  
 DULY  
 ELECTED AND QUALIFIED: ROBERT  
 MELLOR  
 THE NASDAQ PROPOSAL - TO  
 APPROVE, FOR  
 PURPOSES OF COMPLYING WITH  
 APPLICABLE  
 NASDAQ LISTING RULES, THE  
 ISSUANCE OF MORE  
 THAN 20% OF THE COMPANY'S ISSUED  
 AND  
 OUTSTANDING COMMON STOCK,  
 WHICH NASDAQ  
 MAY DEEM TO BE A CHANGE OF  
 CONTROL,  
 PURSUANT TO THE TRILANTIC  
 INVESTMENT.

10. Management For For

REMY COINTREAU SA, COGNAC

Security	F7725A100	Meeting Type	MIX
Ticker Symbol		Meeting Date	26-Jul-2016
ISIN	FR0000130395	Agenda	707203256 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.		Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A- FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE- GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED- INTERMEDIARY, THE GLOBAL CUSTODIANS WILL		Non-Voting	



	SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE		
O.1	APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2015/2016	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2015/2016	ManagementFor	For
O.3	ALLOCATION OF INCOME AND SETTING OF THE DIVIDEND: EUR 1.60 PER SHARE	ManagementFor	For
O.4	OPTION FOR PAYMENT OF DIVIDEND IN SHARES	ManagementFor	For
O.5	AGREEMENTS PURSUANT TO ARTICLES L.225-38 AND FOLLOWING OF THE FRENCH COMMERCIAL CODE THAT WERE AUTHORISED IN PRIOR FINANCIAL YEARS AND REMAIN EFFECTIVE FOR THE FINANCIAL YEAR 2015/2016	ManagementFor	For
O.6	APPROVE DISCHARGE OF DIRECTORS RENEWAL OF THE TERM OF MR MARC	ManagementFor	For
O.7	HERIARD DUBREUIL AS DIRECTOR	ManagementFor	For
O.8	RENEWAL OF THE TERM OF MS FLORENCE ROLLET AS DIRECTOR	ManagementFor	For
O.9	RENEWAL OF THE TERM OF MR YVES GUILLEMOT AS DIRECTOR	ManagementAgainst	Against
O.10	RENEWAL OF THE TERM OF MR OLIVIER JOLIVET AS DIRECTOR	ManagementFor	For
O.11	APPOINTMENT OF THE COMPANY ORPAR SA AS DIRECTOR	ManagementFor	For
O.12	SETTING OF ATTENDANCE FEES	ManagementFor	For
O.13	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR FRANCOIS HERIARD DUBREUIL FOR THE FINANCIAL YEAR ENDED 31	ManagementFor	For

O.14	<p>MARCH 2016          ADVISORY REVIEW OF THE          COMPENSATION OWED          OR PAID TO MRS VALERIE          CHAPOULAUD-FLOQUET          FOR THE FINANCIAL YEAR ENDED 31          MARCH 2016</p>	ManagementFor	For
O.15	<p>AUTHORISATION GRANTED TO THE          BOARD OF          DIRECTORS TO ACQUIRE AND SELL          COMPANY          SHARES WITHIN THE CONTEXT OF          THE          PROVISIONS OF ARTICLES L.225-209          AND          FOLLOWING OF THE FRENCH          COMMERCIAL CODE</p>	ManagementFor	For
O.16	<p>POWERS TO CARRY OUT ALL LEGAL          FORMALITIES          AUTHORISATION GRANTED TO THE          BOARD OF</p>	ManagementFor	For
E.17	<p>DIRECTORS TO REDUCE THE SHARE          CAPITAL BY          MEANS OF THE CANCELLATION OF          OWN SHARES          HELD BY THE COMPANY          DELEGATION OF AUTHORITY          GRANTED TO THE          BOARD OF DIRECTORS TO DECIDE          UPON          INCREASING SHARE CAPITAL BY          ISSUING, WITH          RETENTION OF THE PREEMPTIVE          SUBSCRIPTION</p>	ManagementFor	For
E.18	<p>RIGHT OF SHAREHOLDERS, COMPANY          SHARES          AND/OR SECURITIES GRANTING          ACCESS TO THE          COMPANY'S CAPITAL AND/OR          SECURITIES          GRANTING THE RIGHT TO THE          ALLOCATION OF          DEBT SECURITIES</p>	ManagementFor	For
E.19	<p>DELEGATION OF AUTHORITY          GRANTED TO THE          BOARD OF DIRECTORS TO DECIDE          UPON          INCREASING SHARE CAPITAL BY          ISSUING, WITH          CANCELLATION OF THE PREEMPTIVE          SUBSCRIPTION RIGHT OF</p>	ManagementAgainst	Against

E.20	<p>SHAREHOLDERS,          COMPANY SHARES AND/OR          SECURITIES GRANTING          ACCESS TO THE COMPANY'S CAPITAL          AND/OR          SECURITIES GRANTING THE RIGHT TO          THE          ALLOCATION OF DEBT SECURITIES,          BY MEANS OF          A PUBLIC OFFER          DELEGATION OF AUTHORITY          GRANTED TO THE          BOARD OF DIRECTORS TO DECIDE          UPON          INCREASING SHARE CAPITAL BY          ISSUING, WITH          CANCELLATION OF THE PREEMPTIVE          SUBSCRIPTION RIGHT OF          SHAREHOLDERS,          COMPANY SHARES AND/OR          SECURITIES GRANTING</p>	ManagementAgainst	Against
	<p>ACCESS TO THE COMPANY'S CAPITAL          AND/OR          SECURITIES GRANTING THE RIGHT TO          THE          ALLOCATION OF DEBT SECURITIES,          BY MEANS OF          AN OFFER PURSUANT TO SECTION 2          OF ARTICLE          L.411-2 OF THE FRENCH MONETARY          AND          FINANCIAL CODE          AUTHORISATION GRANTED TO THE          BOARD OF          DIRECTORS TO SET THE ISSUE PRICE          OF THE          SECURITIES TO BE ISSUED IN THE          CONTEXT OF</p>		
E.21	<p>THE NINETEENTH AND TWENTIETH          RESOLUTIONS          ABOVE, WITH CANCELLATION OF THE          PREEMPTIVE          SUBSCRIPTION RIGHT OF          SHAREHOLDERS, WITHIN          THE LIMIT OF 10% OF THE CAPITAL          PER YEAR</p>	ManagementAgainst	Against
E.22	<p>AUTHORISATION GRANTED TO THE          BOARD OF          DIRECTORS TO INCREASE THE          NUMBER OF          SECURITIES TO BE ISSUED IN THE</p>	ManagementAgainst	Against

- EVENT OF AN  
ISSUE WITH OR WITHOUT THE  
PREEMPTIVE  
SUBSCRIPTION RIGHT OF  
SHAREHOLDERS  
AUTHORISATION GRANTED TO THE  
BOARD OF  
DIRECTORS TO PROCEED WITH THE  
FREE
- E.23 ALLOCATION OF SHARES, EXISTING OR TO BE  
ISSUED, TO EMPLOYEES AND CERTAIN  
EXECUTIVE  
OFFICERS  
AUTHORISATION GRANTED TO THE  
BOARD OF  
DIRECTORS TO INCREASE THE SHARE  
CAPITAL BY  
ISSUING SHARES RESERVED FOR  
MEMBERS OF A  
COMPANY SAVINGS SCHEME  
AUTHORISATION GRANTED TO THE  
BOARD OF  
DIRECTORS TO ALLOCATE THE COSTS  
INCURRED  
BY THE INCREASES IN CAPITAL TO  
THE PREMIUMS  
RELATED TO THESE TRANSACTIONS  
POWERS TO CARRY OUT ALL LEGAL  
FORMALITIES  
20 JUN 2016: PLEASE NOTE THAT  
IMPORTANT  
ADDITIONAL MEETING INFORMATION  
IS-AVAILABLE  
BY CLICKING ON THE MATERIAL URL  
LINK:-  
<https://balo.journal-officiel.gouv.fr/pdf/2016/0617/201606171603338.pdf>.-
- E.24 ManagementAgainst Against
- E.24 ManagementFor For
- E.25 ManagementFor For
- E.26 ManagementFor For
- CMMT REVISION DUE TO MODIFICATION OF  
THE TEXT OF  
RESOLUTIONS O.3 AND O.6. IF  
YOU-HAVE ALREADY  
SENT IN YOUR VOTES, PLEASE DO NOT  
VOTE  
AGAIN UNLESS YOU DECIDE-TO  
AMEND YOUR  
ORIGINAL INSTRUCTIONS. THANK  
YOU.
- Non-Voting

LEGG MASON, INC.

Security 524901105

Ticker Symbol LM

Meeting Type

Annual

Meeting Date

26-Jul-2016

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN	US5249011058	Agenda	934443413 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1.	DIRECTOR	Management	
	1 ROBERT E. ANGELICA		For
	2 CAROL ANTHONY DAVIDSON		For
	3 BARRY W. HUFF		For
	4 DENNIS M. KASS		For
	5 CHERYL GORDON KRONGARD		For
	6 JOHN V. MURPHY		For
	7 JOHN H. MYERS		For
	8 W. ALLEN REED		For
	9 MARGARET M. RICHARDSON		For
	10 KURT L. SCHMOKE		For
	11 JOSEPH A. SULLIVAN		For
2.	RE-APPROVAL OF THE LEGG MASON, INC. 1996 EQUITY INCENTIVE PLAN.	Management	For
3.	AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF LEGG MASON'S NAMED EXECUTIVE OFFICERS.	Management	For
4.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS LEGG MASON'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2017.	Management	For
ITO EN,LTD.			
Security	J25027103	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Jul-2016
ISIN	JP3143000002	Agenda	707227775 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus	Non-Voting Management	For
2	Amend Articles to: Adopt Reduction of Liability System for Non Executive Directors and Corporate Auditors	Management	For
3.1	Appoint a Director Honjo, Hachiro	Management	Against
3.2	Appoint a Director Honjo, Daisuke	Management	For
3.3	Appoint a Director Honjo, Shusuke	Management	For
3.4	Appoint a Director Ejima, Yoshito	Management	For
3.5	Appoint a Director Hashimoto, Shunji	Management	For
3.6	Appoint a Director Watanabe, Minoru	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.7	Appoint a Director Yashiro, Mitsuo	ManagementFor	For
3.8	Appoint a Director Kobayashi, Yoshio	ManagementFor	For
3.9	Appoint a Director Kanayama, Masami	ManagementFor	For
3.10	Appoint a Director Nakano, Yoshihisa	ManagementFor	For
3.11	Appoint a Director Kamiya, Shigeru	ManagementFor	For
3.12	Appoint a Director Yosuke Jay Oceanbright Honjo	ManagementFor	For
3.13	Appoint a Director Namioka, Osamu	ManagementFor	For
3.14	Appoint a Director Soma, Fujitsugu	ManagementFor	For
3.15	Appoint a Director Nakagomi, Shuji	ManagementFor	For
3.16	Appoint a Director Ishizaka, Kenichiro	ManagementFor	For
3.17	Appoint a Director Yoshida, Hideki	ManagementFor	For
3.18	Appoint a Director Uchiki, Hirokazu	ManagementFor	For
3.19	Appoint a Director Taguchi, Morikazu	ManagementFor	For
4	Appoint a Corporate Auditor Takasawa, Yoshiaki	ManagementFor	For

MCKESSON CORPORATION

Security	58155Q103	Meeting Type	Annual
Ticker Symbol	MCK	Meeting Date	27-Jul-2016
ISIN	US58155Q1031	Agenda	934453919 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANDY D. BRYANT	ManagementFor		For
1B.	ELECTION OF DIRECTOR: WAYNE A. BUDD	ManagementFor		For
1C.	ELECTION OF DIRECTOR: N. ANTHONY COLES, M.D.	ManagementFor		For
1D.	ELECTION OF DIRECTOR: JOHN H. HAMMERGREN	ManagementFor		For
1E.	ELECTION OF DIRECTOR: M. CHRISTINE JACOBS	ManagementFor		For
1F.	ELECTION OF DIRECTOR: DONALD R. KNAUSS	ManagementFor		For
1G.	ELECTION OF DIRECTOR: MARIE L. KNOWLES	ManagementFor		For
1H.	ELECTION OF DIRECTOR: EDWARD A. MUELLER	ManagementFor		For
1I.	ELECTION OF DIRECTOR: SUSAN R. SALKA	ManagementFor		For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2017.	ManagementFor		For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor		For
4.		Shareholder	Against	For

SHAREHOLDER PROPOSAL ON  
ACCELERATED  
VESTING OF EQUITY AWARDS.  
SHAREHOLDER PROPOSAL ON  
DISCLOSURE OF  
POLITICAL CONTRIBUTIONS AND  
EXPENDITURES.

5. Shareholder Against For

BE AEROSPACE, INC.

Security	073302101	Meeting Type	Annual
Ticker Symbol	BEAV	Meeting Date	28-Jul-2016
ISIN	US0733021010	Agenda	934449376 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 MARY M. VANDEWEGHE		For	For
	2 JAMES F. ALBAUGH		For	For
	3 JOHN T. WHATES		For	For

2. SAY ON PAY - AN ADVISORY VOTE ON  
THE  
APPROVAL OF EXECUTIVE  
COMPENSATION. ManagementFor For

3. PROPOSAL TO RATIFY THE  
APPOINTMENT OF  
DELOITTE & TOUCHE LLP AS THE  
COMPANY'S  
INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING  
FIRM FOR THE 2016 FISCAL YEAR. ManagementFor For

VODAFONE GROUP PLC

Security	92857W308	Meeting Type	Annual
Ticker Symbol	VOD	Meeting Date	29-Jul-2016
ISIN	US92857W3088	Agenda	934454947 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE COMPANY'S ACCOUNTS, THE STRATEGIC REPORT AND REPORTS OF THE DIRECTORS AND THE AUDITOR FOR THE YEAR ENDED 31 MARCH 2016	Management	For	For
2.	TO RE-ELECT GERARD KLEISTERLEE AS A DIRECTOR	Management	For	For
3.	TO RE-ELECT VITTORIO COLAO AS A DIRECTOR	Management	For	For
4.	TO RE-ELECT NICK READ AS A DIRECTOR	Management	For	For
5.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	TO RE-ELECT SIR CRISPIN DAVIS AS A DIRECTOR		
6.	TO RE-ELECT DR MATHIAS DOPFNER AS A DIRECTOR	ManagementFor	For
7.	TO RE-ELECT DAME CLARA FURSE AS A DIRECTOR	ManagementFor	For
8.	TO RE-ELECT VALERIE GOODING AS A DIRECTOR	ManagementFor	For
9.	TO RE-ELECT RENEE JAMES AS A DIRECTOR	ManagementFor	For
10.	TO RE-ELECT SAMUEL JONAH AS A DIRECTOR	ManagementFor	For
11.	TO RE-ELECT NICK LAND AS A DIRECTOR	ManagementFor	For
12.	TO ELECT DAVID NISH AS A DIRECTOR IN ACCORDANCE WITH THE COMPANY'S ARTICLES OF ASSOCIATION	ManagementFor	For
13.	TO RE-ELECT PHILIP YEA AS A DIRECTOR	ManagementFor	For
14.	TO DECLARE A FINAL DIVIDEND OF 7.77 PENCE PER ORDINARY SHARE FOR THE YEAR ENDED 31 MARCH 2016	ManagementFor	For
15.	TO APPROVE THE REMUNERATION REPORT OF THE BOARD FOR THE YEAR ENDED 31 MARCH 2016	ManagementFor	For
16.	TO REAPPOINT PRICEWATERHOUSE COOPERS LLP AS THE COMPANY'S AUDITOR UNTIL THE END OF THE NEXT GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE THE COMPANY	ManagementFor	For
17.	TO AUTHORISE THE AUDIT AND RISK COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR	ManagementFor	For
18.	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	ManagementFor	For
19.	TO AUTHORISE THE DIRECTORS TO DIS-APPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)	ManagementFor	For
20.		ManagementFor	For



TO AUTHORISE THE DIRECTORS TO  
DIS-APPLY  
PRE-EMPTION RIGHTS UP TO A  
FURTHER 5 PER  
CENT FOR THE PURPOSES OF  
FINANCING AN  
ACQUISITION OR OTHER CAPITAL  
INVESTMENT  
(SPECIAL RESOLUTION)

- |     |   |                   |         |
|-----|---|-------------------|---------|
| 21. | PURCHASE ITS<br>OWN SHARES (SPECIAL RESOLUTION)   | ManagementFor     | For     |
| 22. | TO AUTHORISE POLITICAL<br>DONATIONS AND<br>EXPENDITURE  | ManagementFor     | For     |
| 23. | TO AUTHORISE THE COMPANY TO<br>CALL GENERAL<br>MEETINGS (OTHER THAN AGMS) ON 14<br>CLEAR<br>DAYS' NOTICE (SPECIAL RESOLUTION) | ManagementAgainst | Against |

CINCINNATI BELL INC.

Security	171871403	Meeting Type	Special
Ticker Symbol	CBBPRB	Meeting Date	02-Aug-2016
ISIN	US1718714033	Agenda	934452119 - Management

- | Item | Proposal  | Proposed<br>by | Vote | For/Against<br>Management |
|------|---|----------------|------|---------------------------|
| 1.   | TO AUTHORIZE THE BOARD OF<br>DIRECTORS TO<br>EFFECT, IN ITS DISCRETION, A<br>REVERSE STOCK<br>SPLIT OF THE OUTSTANDING AND<br>TREASURY<br>COMMON SHARES OF CINCINNATI<br>BELL, AT A<br>REVERSE STOCK SPLIT RATIO OF<br>1-FOR-5.   | Management     | For  | For                       |
| 2.   | TO APPROVE A CORRESPONDING<br>AMENDMENT TO<br>THE COMPANY'S AMENDED AND<br>RESTATED<br>ARTICLES OF INCORPORATION TO<br>EFFECT THE<br>REVERSE STOCK SPLIT AND TO<br>REDUCE<br>PROPORTIONATELY THE TOTAL<br>NUMBER OF<br>COMMON SHARES THAT CINCINNATI<br>BELL IS<br>AUTHORIZED TO ISSUE, SUBJECT TO<br>THE BOARD | Management     | For  | For                       |

OF DIRECTORS' AUTHORITY TO  
ABANDON SUCH  
AMENDMENT.

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	04-Aug-2016
ISIN	US71654V4086	Agenda	934462728 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
I	PROPOSED REFORMULATION OF PETROBRAS' BYLAWS	Management	For	For
II	CONSOLIDATION OF THE BYLAWS TO REFLECT THE APPROVED ALTERATIONS	Management	For	For
III	ELECTION OF A MEMBER OF THE BOARD OF DIRECTORS, APPOINTED BY THE CONTROLLING SHAREHOLDER, IN LINE WITH ARTICLE 150 OF THE CORPORATION LAW (LAW 6,404 OF 1976) AND ARTICLE 25 OF THE COMPANY'S BYLAWS	Management	For	For
IV	WAIVER, PURSUANT TO ARTICLE 2, ITEM X OF CGPAR RESOLUTION 15 OF MAY 10, 2016, FOR MR. NELSON LUIZ COSTA SILVA, FROM THE SIX-MONTH PERIOD OF RESTRICTION TO HOLD A POSITION ON A PETROBRAS STATUTORY BODY, GIVEN HIS RECENT WORK AS CEO OF BG SOUTH AMERICA, TO ENABLE HIS ELECTION TO PETROBRAS' BOARD OF DIRECTORS TO BE EVALUATED	Management	For	For

VIMPELCOM LTD.

Security	92719A106	Meeting Type	Annual
Ticker Symbol	VIP	Meeting Date	05-Aug-2016
ISIN	US92719A1060	Agenda	934460611 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RE-APPOINT PRICEWATERHOUSECOOPERS ACCOUNTANTS N.V. AS AUDITOR OF	Management	For	For

VIMPELCOM  
 LTD. FOR A TERM EXPIRING AT THE  
 CONCLUSION  
 OF THE 2017 ANNUAL GENERAL  
 MEETING OF  
 SHAREHOLDERS OF VIMPELCOM LTD.  
 AND TO  
 AUTHORIZE THE SUPERVISORY  
 BOARD TO  
 DETERMINE THE REMUNERATION OF  
 THE  
 AUDITOR.

- |     |   |               |
|-----|---|---------------|
| 2.  | TO APPOINT STAN CHUDNOVSKY AS A<br>DIRECTOR.          | ManagementFor |
| 3.  | TO APPOINT MIKHAIL FRIDMAN AS A<br>DIRECTOR.          | ManagementFor |
| 4.  | TO APPOINT GENNADY GAZIN AS A<br>DIRECTOR.            | ManagementFor |
| 5.  | TO APPOINT ANDREI GUSEV AS A<br>DIRECTOR.             | ManagementFor |
| 6.  | TO APPOINT GUNNAR HOLT AS A<br>DIRECTOR.              | ManagementFor |
| 7.  | TO APPOINT SIR JULIAN HORN-SMITH<br>AS A<br>DIRECTOR. | ManagementFor |
| 8.  | TO APPOINT JORN JENSEN AS A<br>DIRECTOR.              | ManagementFor |
| 9.  | TO APPOINT NILS KATLA AS A<br>DIRECTOR.               | ManagementFor |
| 10. | TO APPOINT ALEXEY REZNIKOVICH<br>AS A<br>DIRECTOR.    | ManagementFor |

THE J. M. SMUCKER COMPANY

Security	832696405	Meeting Type	Annual
Ticker Symbol	SJM	Meeting Date	17-Aug-2016
ISIN	US8326964058	Agenda	934455658 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KATHRYN W. DINDO	Management	For	For
1B.	ELECTION OF DIRECTOR: PAUL J. DOLAN	Management	For	For
1C.	ELECTION OF DIRECTOR: JAY L. HENDERSON	Management	For	For
1D.	ELECTION OF DIRECTOR: NANCY LOPEZ KNIGHT	Management	For	For
1E.	ELECTION OF DIRECTOR: ELIZABETH VALK LONG	Management	For	For
1F.	ELECTION OF DIRECTOR: GARY A. OATEY	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1G.	ELECTION OF DIRECTOR: SANDRA PIANALTO	ManagementFor	For
1H.	ELECTION OF DIRECTOR: ALEX SHUMATE	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MARK T. SMUCKER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: RICHARD K. SMUCKER	ManagementFor	For
1K.	ELECTION OF DIRECTOR: TIMOTHY P. SMUCKER	ManagementFor	For
2.	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR.	ManagementFor	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
4.	SHAREHOLDER PROPOSAL REQUESTING THE COMPANY ISSUE A REPORT ON RENEWABLE ENERGY.	Shareholder Against	For

JOHNSON CONTROLS, INC.

Security	478366107	Meeting Type	Special
Ticker Symbol	JCI	Meeting Date	17-Aug-2016
ISIN	US4783661071	Agenda	934459315 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 24, 2016, AS AMENDED, BY AND AMONG JOHNSON CONTROLS, INC., TYCO INTERNATIONAL PLC AND CERTAIN OTHER PARTIES NAMED THEREIN, INCLUDING JAGARA MERGER SUB LLC (THE "MERGER PROPOSAL")	ManagementFor		For
2.	PROPOSAL TO APPROVE THE ADJOURNMENT OF THE JOHNSON CONTROLS SPECIAL MEETING TO ANOTHER DATE AND PLACE IF NECESSARY OR	ManagementFor		For

APPROPRIATE TO SOLICIT  
 ADDITIONAL VOTES IN  
 FAVOR OF THE MERGER PROPOSAL  
 (THE  
 "ADJOURNMENT PROPOSAL")  
 PROPOSAL TO APPROVE, ON A  
 NON-BINDING,  
 ADVISORY BASIS, THE  
 COMPENSATION THAT MAY  
 BECOME PAYABLE TO JOHNSON  
 CONTROLS'  
 NAMED EXECUTIVE OFFICERS THAT IS  
 BASED ON  
 OR OTHERWISE RELATES TO THE  
 MERGER (THE  
 "ADVISORY COMPENSATION  
 PROPOSAL")

3. ManagementFor For

TYCO INTERNATIONAL PLC

Security	G91442106	Meeting Type	Special
Ticker Symbol	TYC	Meeting Date	17-Aug-2016
ISIN	IE00BQRQXQ92	Agenda	934459327 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE AMENDMENTS TO THE TYCO INTERNATIONAL PLC ("TYCO") MEMORANDUM OF ASSOCIATION SET FORTH IN ANNEX B-1 OF THE JOINT PROXY STATEMENT/PROSPECTUS.	Management	For	For
2.	TO APPROVE THE AMENDMENTS TO THE TYCO ARTICLES OF ASSOCIATION SET FORTH IN ANNEX B-2 OF THE JOINT PROXY STATEMENT/PROSPECTUS.	Management	For	For
3.	TO APPROVE THE CONSOLIDATION OF TYCO ORDINARY SHARES WHEREBY, IMMEDIATELY PRIOR TO THE CONSUMMATION OF THE MERGER (THE " MERGER") CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 24, 2016, AS AMENDED BY AMENDMENT NO. 1, DATED AS OF JULY 1, 2016, BY	Management	For	For

AND AMONG  
 JOHNSON CONTROLS, INC., TYCO, AND  
 CERTAIN  
 OTHER PARTIES NAMED THEREIN,  
 INCLUDING  
 JAGARA MERGER SUB LLC (THE  
 "MERGER  
 AGREEMENT"), EVERY ISSUED AND  
 UNISSUED  
 TYCO ORDINARY SHARE WILL BE  
 CONSOLIDATED  
 INTO 0.955 TYCO ORDINARY SHARES  
 (THE "TYCO  
 SHARE CONSOLIDATION").

- |    |  |               |     |
|----|--|---------------|-----|
| 4. | TO APPROVE AN INCREASE TO THE<br>AUTHORIZED<br>SHARE CAPITAL OF TYCO SUCH THAT<br>THE NUMBER<br>OF AUTHORIZED ORDINARY SHARES<br>OF TYCO<br>IMMEDIATELY FOLLOWING THE TYCO<br>SHARE<br>CONSOLIDATION IS EQUAL TO<br>1,000,000,000 (THE<br>NUMBER OF AUTHORIZED ORDINARY<br>SHARES OF<br>TYCO IMMEDIATELY PRIOR TO THE<br>TYCO SHARE<br>CONSOLIDATION).                                       | ManagementFor | For |
| 5. | TO APPROVE THE ISSUANCE AND<br>ALLOTMENT OF<br>RELEVANT SECURITIES (AS DEFINED<br>IN THE<br>COMPANIES ACT 2014 OF IRELAND) IN<br>CONNECTION WITH THE MERGER AS<br>CONTEMPLATED BY THE MERGER<br>AGREEMENT.<br>TO APPROVE THE CHANGE OF NAME<br>OF THE<br>COMBINED COMPANY TO "JOHNSON<br>CONTROLS<br>INTERNATIONAL PLC" EFFECTIVE<br>FROM THE<br>CONSUMMATION OF THE MERGER,<br>SUBJECT ONLY | ManagementFor | For |
| 6. | TO APPROVAL OF THE REGISTRAR OF<br>COMPANIES<br>IN IRELAND.  | ManagementFor | For |
| 7. | TO APPROVE AN INCREASE,<br>EFFECTIVE AS OF THE<br>EFFECTIVE TIME OF THE MERGER, TO   | ManagementFor | For |

- THE  
 AUTHORIZED SHARE CAPITAL OF  
 TYCO IN AN  
 AMOUNT EQUAL TO 1,000,000,000  
 ORDINARY  
 SHARES AND 100,000,000 PREFERRED  
 SHARES.  
 TO APPROVE THE ALLOTMENT OF  
 RELEVANT  
 SECURITIES (AS DEFINED IN THE  
 COMPANIES ACT  
 2014 OF IRELAND) FOR ISSUANCES  
 8. AFTER THE ManagementFor For  
 MERGER OF UP TO APPROXIMATELY  
 33% OF THE  
 COMBINED COMPANY'S POST-MERGER  
 ISSUED  
 SHARE CAPITAL.  
 TO APPROVE THE DISAPPLICATION OF  
 STATUTORY  
 PRE-EMPTION RIGHTS IN RESPECT OF  
 ISSUANCES  
 OF EQUITY SECURITIES (AS DEFINED  
 IN THE  
 COMPANIES ACT 2014 OF IRELAND)  
 9. FOR CASH FOR ManagementFor For  
 ISSUANCES AFTER THE MERGER OF UP  
 TO  
 APPROXIMATELY 5% OF THE  
 COMBINED  
 COMPANY'S POST-MERGER ISSUED  
 SHARE  
 CAPITAL.  
 TO APPROVE THE  
 RENOMINALIZATION OF TYCO  
 ORDINARY SHARES SUCH THAT THE  
 NOMINAL  
 VALUE OF EACH ORDINARY SHARE  
 WILL BE  
 10. DECREASED BY APPROXIMATELY ManagementFor For  
 \$0.00047 TO \$0.01  
 (MATCHING ITS PRE-CONSOLIDATION  
 NOMINAL  
 VALUE) WITH THE AMOUNT OF THE  
 DEDUCTION  
 BEING CREDITED TO  
 UNDENOMINATED CAPITAL.  
 11. TO APPROVE THE REDUCTION OF ManagementFor For  
 SOME OR ALL OF  
 THE SHARE PREMIUM OF TYCO  
 RESULTING FROM

THE MERGER TO ALLOW THE  
CREATION OF  
ADDITIONAL DISTRIBUTABLE  
RESERVES OF THE  
COMBINED COMPANY.

LINKEDIN CORPORATION

Security	53578A108	Meeting Type	Special
Ticker Symbol	LNKD	Meeting Date	19-Aug-2016
ISIN	US53578A1088	Agenda	934464405 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 11, 2016, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG LINKEDIN CORPORATION, MICROSOFT CORPORATION AND LIBERTY MERGER SUB INC. (THE "MERGER AGREEMENT").	Management	For	For
2.	TO APPROVE ANY PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.	Management	For	For
3.	TO APPROVE, BY NON-BINDING, ADVISORY VOTE, COMPENSATION THAT WILL OR MAY BECOME PAYABLE BY LINKEDIN CORPORATION TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	For	For

LIBERTY MEDIA CORPORATION

Security	531229409	Meeting Type	Annual
Ticker Symbol	LSXMA	Meeting Date	23-Aug-2016
ISIN	US5312294094	Agenda	934458870 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR 1 JOHN C. MALONE	Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2	ROBERT R. BENNETT	For	For
3	M. IAN G. GILCHRIST	For	For

2.	A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For
----	--	------------	-----	-----

LIBERTY MEDIA CORPORATION

Security	531229706	Meeting Type	Annual
Ticker Symbol	BATRA	Meeting Date	23-Aug-2016
ISIN	US5312297063	Agenda	934458870 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN C. MALONE		For	For
	2 ROBERT R. BENNETT		For	For
	3 M. IAN G. GILCHRIST		For	For
2.	A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For

LIBERTY INTERACTIVE CORPORATION

Security	53071M104	Meeting Type	Annual
Ticker Symbol	QVCA	Meeting Date	23-Aug-2016
ISIN	US53071M1045	Agenda	934458882 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN C. MALONE		For	For
	2 M. IAN G. GILCHRIST		For	For
	3 MARK C. VADON		For	For
	4 ANDREA L. WONG		For	For
2.	A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For
3.	A PROPOSAL TO ADOPT THE LIBERTY INTERACTIVE CORPORATION 2016 OMNIBUS INCENTIVE PLAN.	Management	Against	Against

LIBERTY INTERACTIVE CORPORATION

Security	53071M880	Meeting Type	Annual
Ticker Symbol	LVNTA	Meeting Date	23-Aug-2016
ISIN	US53071M8800	Agenda	934458882 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN C. MALONE		For	For
	2 M. IAN G. GILCHRIST		For	For
	3 MARK C. VADON		For	For
	4 ANDREA L. WONG		For	For

2.	A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Management	For	For
3.	A PROPOSAL TO ADOPT THE LIBERTY INTERACTIVE CORPORATION 2016 OMNIBUS INCENTIVE PLAN.	Management	Against	Against

KLX INC.

Security	482539103	Meeting Type	Annual
Ticker Symbol	KLXI	Meeting Date	25-Aug-2016
ISIN	US4825391034	Agenda	934460762 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BENJAMIN A. HARDESTY		For	For
	2 STEPHEN M. WARD, JR.		For	For
2.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2016 FISCAL YEAR.	Management	For	For

FEI COMPANY

Security	30241L109	Meeting Type	Special
Ticker Symbol	FEIC	Meeting Date	30-Aug-2016
ISIN	US30241L1098	Agenda	934465798 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED MAY 26, 2016, AMONG FEI COMPANY, THERMO FISHER	Management	For	For

SCIENTIFIC INC., AND  
 POLPIS MERGER SUB CO., AS IT MAY  
 BE AMENDED  
 FROM TIME TO TIME (THE "MERGER  
 AGREEMENT")  
 AND THE TRANSACTIONS  
 CONTEMPLATED  
 THEREBY, INCLUDING THE MERGER  
 (AS SUCH  
 TERM IS DEFINED IN THE MERGER  
 AGREEMENT).

2 TO APPROVE THE ADOPTION OF ANY  
 PROPOSAL  
 TO ADJOURN THE SPECIAL MEETING  
 TO A LATER  
 DATE OR DATES IF NECESSARY OR  
 APPROPRIATE  
 TO SOLICIT ADDITIONAL PROXIES IF  
 THERE ARE ManagementFor For  
 INSUFFICIENT VOTES TO APPROVE  
 THE MERGER  
 AGREEMENT AND THE  
 TRANSACTIONS  
 CONTEMPLATED THEREBY AT THE  
 TIME OF THE  
 SPECIAL MEETING.

3 TO APPROVE, BY NON-BINDING,  
 ADVISORY VOTE,  
 CERTAIN COMPENSATION THAT WILL  
 OR MAY ManagementFor For  
 BECOME PAYABLE BY FEI COMPANY  
 TO ITS NAMED  
 EXECUTIVE OFFICERS IN  
 CONNECTION WITH THE  
 MERGER.

EXOR S.P.A., TORINO

Security T3833E113

Ticker Symbol

ISIN IT0001353140

Meeting Type MIX

Meeting Date 03-Sep-2016

Agenda

707290944 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
E.1	TO APPROVE THE CROSS-BORDER MERGER BY INCORPORATION PROJECT OF EXOR S.P.A. INTO EXOR HOLDING N.V., COMPANY OPERATING UNDER DUTCH LAW AND ENTIRELY OWNED BY EXOR S.P.A., RESOLUTIONS RELATED	Management	For	For

THERETO  
 INTEGRATION OF THE  
 AUTHORIZATION TO  
 PURCHASE AND DISPOSE OWN SHARES,  
 RESOLUTIONS RELATED THERETO  
 09 AUG 2016: PLEASE NOTE THAT THIS  
 IS A  
 REVISION DUE TO ADDITION OF  
 THE-COMMENT. IF  
 YOU HAVE ALREADY SENT IN YOUR  
 CMMT VOTES,  
 PLEASE DO NOT VOTE AGAIN-UNLESS  
 YOU DECIDE  
 TO AMEND YOUR ORIGINAL  
 INSTRUCTIONS. THANK  
 YOU.  
 09 AUG 2016: PLEASE NOTE THAT THIS  
 MEETING  
 MENTIONS DISSENTER'S  
 CMMT RIGHTS,-PLEASE REFER  
 TO THE MANAGEMENT INFORMATION  
 CIRCULAR  
 FOR DETAILS. THANK YOU.

ManagementFor For

Non-Voting

Non-Voting

ASHTEAD GROUP PLC, LONDON

Security	G05320109	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	07-Sep-2016
ISIN	GB0000536739	Agenda	707283886 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	RECEIVING REPORT AND ACCOUNTS APPROVAL OF THE DIRECTORS	Management	For	For
2	REMUNERATION REPORT EXCLUDING REMUNERATION POLICY APPROVAL OF THE DIRECTORS	Management	For	For
3	REMUNERATION POLICY	Management	For	For
4	DECLARATION OF A FINAL DIVIDEND :18.5 PENCE PER ORDINARY SHARE	Management	For	For
5	RE-ELECTION OF CHRIS COLE	Management	For	For
6	RE-ELECTION OF GEOFF DRABBLE	Management	For	For
7	RE-ELECTION OF BRENDAN HORGAN	Management	For	For
8	RE-ELECTION OF SAT DHAIWAL	Management	For	For
9	RE-ELECTION OF SUZANNE WOOD	Management	For	For
10	RE-ELECTION OF IAN SUTCLIFFE	Management	For	For
11	RE-ELECTION OF WAYNE EDMUNDS	Management	For	For
12	ELECTION OF LUCINDA RICHES	Management	For	For
13	ELECTION OF TANYA FRATTO	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

14	REAPPOINTMENT OF AUDITOR : DELOITTE LLP	ManagementFor	For
15	AUTHORITY TO SET THE REMUNERATION OF THE AUDITOR	ManagementFor	For
16	DIRECTORS AUTHORITY TO ALLOT SHARES	ManagementFor	For
17	DISAPPLICATION OF PRE-EMPTION RIGHTS	ManagementFor	For
18	ADDITIONAL DISAPPLICATION OF PRE-EMPTION RIGHTS	ManagementFor	For
19	AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES	ManagementFor	For
20	NOTICE PERIOD FOR GENERAL MEETINGS	ManagementAgainst	Against
CMMT	21 JUL 2016: PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION OF THE-TEXT OF RESOLUTIONS 4 AND 14. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE-DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS.-THANK YOU.	Non-Voting	

ASHLAND INC.

Security	044209104	Meeting Type	Special
Ticker Symbol	ASH	Meeting Date	07-Sep-2016
ISIN	US0442091049	Agenda	934469241 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	THE APPROVAL OF THE AGREEMENT AND PLAN OF MERGER DATED MAY 31, 2016, BY AND AMONG ASHLAND INC., ASHLAND GLOBAL HOLDINGS INC. AND ASHLAND MERGER SUB CORP. TO CREATE A NEW HOLDING COMPANY FOR ASHLAND INC., AS SET FORTH IN THE PROXY STATEMENT.	Management	For	For
2.	THE APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO	Management	For	For

SOLICIT  
ADDITIONAL PROXIES IN FAVOR OF  
THE  
REORGANIZATION PROPOSAL.

H&R BLOCK, INC.

Security	093671105	Meeting Type	Annual
Ticker Symbol	HRB	Meeting Date	08-Sep-2016
ISIN	US0936711052	Agenda	934464138 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANGELA N. ARCHON	Management	For	For
1B.	ELECTION OF DIRECTOR: PAUL J. BROWN	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM C. COBB	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT A. GERARD	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD A. JOHNSON	Management	For	For
1F.	ELECTION OF DIRECTOR: DAVID BAKER LEWIS	Management	For	For
1G.	ELECTION OF DIRECTOR: VICTORIA J. REICH	Management	For	For
1H.	ELECTION OF DIRECTOR: BRUCE C. ROHDE	Management	For	For
1I.	ELECTION OF DIRECTOR: TOM D. SEIP	Management	For	For
1J.	ELECTION OF DIRECTOR: CHRISTIANNA WOOD	Management	For	For
1K.	ELECTION OF DIRECTOR: JAMES F. WRIGHT	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING APRIL 30, 2017.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION. SHAREHOLDER PROPOSAL ASKING THE BOARD OF DIRECTORS TO ADOPT AND PRESENT FOR	Management	For	For
4.	SHAREHOLDER APPROVAL REVISIONS TO THE COMPANY'S PROXY ACCESS BYLAW, IF PROPERLY PRESENTED AT THE MEETING.	Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

PATTERSON COMPANIES, INC.

Security	703395103	Meeting Type	Annual
Ticker Symbol	PDCO	Meeting Date	12-Sep-2016
ISIN	US7033951036	Agenda	934462540 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 SCOTT P. ANDERSON		For	For
	2 JOHN D. BUCK		For	For
	3 JODY H. FERAGEN		For	For
	4 SARENA S. LIN		For	For
	5 ELLEN A. RUDNICK		For	For
	6 NEIL A. SCHRIMSHER		For	For
	7 LES C. VINNEY		For	For
	8 JAMES W. WILTZ		For	For
2.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING APRIL 29, 2017.	Management	For	For
3.	REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING APRIL 29, 2017.	Management	For	For

DIAGEO PLC

Security	25243Q205	Meeting Type	Annual
Ticker Symbol	DEO	Meeting Date	21-Sep-2016
ISIN	US25243Q2057	Agenda	934471703 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	REPORT AND ACCOUNTS 2016.	Management	For	For
2.	DIRECTORS' REMUNERATION REPORT 2016.	Management	For	For
3.	DECLARATION OF FINAL DIVIDEND. RE-ELECTION OF PB BRUZELIUS AS A DIRECTOR.	Management	For	For
4.	(AUDIT, NOMINATION, REMUNERATION) RE-ELECTION OF LORD DAVIES AS A DIRECTOR.	Management	For	For
5.	(AUDIT, NOMINATION, REMUNERATION, CHAIRMAN OF COMMITTEE) RE-ELECTION OF HO KWONPING AS A DIRECTOR.	Management	For	For
6.	(AUDIT, NOMINATION, REMUNERATION)	Management	For	For
7.	RE-ELECTION OF BD HOLDEN AS A DIRECTOR.	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	(AUDIT, NOMINATION, REMUNERATION) RE-ELECTION OF DR FB HUMER AS A DIRECTOR.	ManagementFor	For
8.	(NOMINATION, CHAIRMAN OF COMMITTEE) RE-ELECTION OF NS MENDELSON AS A	ManagementFor	For
9.	DIRECTOR. (AUDIT, NOMINATION, REMUNERATION) RE-ELECTION OF IM MENEZES AS A DIRECTOR.	ManagementFor	For
10.	(EXECUTIVE, CHAIRMAN OF COMMITTEE) RE-ELECTION OF PG SCOTT AS A DIRECTOR.	ManagementFor	For
11.	(AUDIT, CHAIRMAN OF COMMITTEE, NOMINATION, REMUNERATION) RE-ELECTION OF AJH STEWART AS A DIRECTOR.	ManagementFor	For
12.	(AUDIT, NOMINATION, REMUNERATION) ELECTION OF J FERRAN AS A DIRECTOR. (AUDIT, NOMINATION, REMUNERATION)	ManagementFor	For
13.	ELECTION OF KA MIKELLS AS A DIRECTOR.	ManagementFor	For
14.	(EXECUTIVE) ELECTION OF EN WALMSLEY AS A DIRECTOR.	ManagementFor	For
15.	(AUDIT, NOMINATION, REMUNERATION) RE-APPOINTMENT OF AUDITOR. REMUNERATION OF AUDITOR.	ManagementFor	For
16.	AUTHORITY TO ALLOT SHARES. DISAPPLICATION OF PRE-EMPTION RIGHTS.	ManagementFor	For
17.	AUTHORITY TO PURCHASE OWN ORDINARY SHARES AT 28 101/108 PENCE (THE "ORDINARY SHARES").	ManagementFor	For
18.	AUTHORITY TO MAKE POLITICAL DONATIONS AND/OR TO INCUR POLITICAL EXPENDITURE IN THE EU.	ManagementFor	For
19.			

TAKE-TWO INTERACTIVE SOFTWARE, INC.

Security 874054109

Ticker Symbol TTWO

Meeting Type

Meeting Date

Annual

22-Sep-2016



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN	US8740541094	Agenda	934466067 - Management
------	--------------	--------	------------------------

  

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 STRAUSS ZELNICK		For	For
	2 ROBERT A. BOWMAN		For	For
	3 MICHAEL DORNEMANN		For	For
	4 J MOSES		For	For
	5 MICHAEL SHERESKY		For	For
	6 SUSAN TOLSON		For	For
2.	APPROVAL, ON A NON-BINDING ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S "NAMED EXECUTIVE OFFICERS" AS DISCLOSED IN THE PROXY STATEMENT. APPROVAL OF CERTAIN AMENDMENTS TO THE TAKE-TWO INTERACTIVE SOFTWARE, INC. 2009 STOCK INCENTIVE PLAN. RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2017.	Management	For	For
3.	CONAGRA FOODS, INC.	Management	For	For
4.		Management	For	For

  

Security	205887102	Meeting Type	Annual
Ticker Symbol	CAG	Meeting Date	23-Sep-2016
ISIN	US2058871029	Agenda	934467677 - Management

  

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BRADLEY A. ALFORD		For	For
	2 THOMAS K. BROWN		For	For
	3 STEPHEN G. BUTLER		For	For
	4 SEAN M. CONNOLLY		For	For
	5 STEVEN F. GOLDSTONE		For	For
	6 JOIE A. GREGOR		For	For
	7 RAJIVE JOHRI		For	For
	8 W.G. JURGENSEN		For	For
	9 RICHARD H. LENNY		For	For
	10 RUTH ANN MARSHALL		For	For
	11 TIMOTHY R. MCLEVISH		For	For
2.	RATIFICATION OF THE APPOINTMENT OF	Management	For	For

INDEPENDENT AUDITOR  
 ADVISORY VOTE TO APPROVE  
 COMPENSATION OF  
 3. THE COMPANY'S NAMED EXECUTIVE  
 OFFICERS

ManagementFor For

WESTAR ENERGY, INC.

Security 95709T100

Ticker Symbol WR

ISIN US95709T1007

Meeting Type

Special

Meeting Date

26-Sep-2016

Agenda

934475117 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

01 TO ADOPT THE AGREEMENT AND  
 PLAN OF  
 MERGER DATED MAY 29, 2016 BY AND  
 AMONG

WESTAR ENERGY, INC., GREAT PLAINS  
 ENERGY

ManagementFor For

INCORPORATED AND MERGER SUB  
 (AS DEFINED IN  
 THE AGREEMENT AND PLAN OF  
 MERGER).

02 TO CONDUCT A NON-BINDING  
 ADVISORY VOTE ON  
 MERGER-RELATED COMPENSATION  
 ARRANGEMENTS FOR NAMED  
 EXECUTIVE  
 OFFICERS.

ManagementFor For

03 TO APPROVE ANY MOTION TO  
 ADJOURN THE  
 SPECIAL MEETING, IF NECESSARY.

ManagementFor For

GREAT PLAINS ENERGY INCORPORATED

Security 391164100

Ticker Symbol GXP

ISIN US3911641005

Meeting Type

Special

Meeting Date

26-Sep-2016

Agenda

934475434 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

1. APPROVAL OF THE ISSUANCE OF  
 SHARES OF  
 GREAT PLAINS ENERGY  
 INCORPORATED COMMON  
 STOCK AS CONTEMPLATED BY THE  
 AGREEMENT  
 AND PLAN OF MERGER, DATED AS OF  
 MAY 29, 2016,  
 BY AND AMONG GREAT PLAINS  
 ENERGY  
 INCORPORATED, WESTAR ENERGY  
 INC., AND GP  
 STAR, INC. (AN ENTITY REFERRED TO

ManagementFor For

IN THE  
 AGREEMENT AND PLAN OF MERGER  
 AS "MERGER  
 SUB," A KANSAS CORPORATION AND  
 WHOLLY-  
 OWNED SUBSIDIARY OF GREAT  
 PLAINS ENERGY  
 INCORPORATED).

APPROVAL OF AN AMENDMENT TO  
 GREAT PLAINS  
 ENERGY INCORPORATED'S ARTICLES  
 OF

- |    |   |               |     |
|----|---|---------------|-----|
| 2. | INCORPORATION TO INCREASE THE AMOUNT OF AUTHORIZED CAPITAL STOCK OF GREAT PLAINS ENERGY INCORPORATED. | ManagementFor | For |
| 3. | APPROVAL OF ANY MOTION TO ADJOURN THE MEETING, IF NECESSARY.  | ManagementFor | For |

GENERAL MILLS, INC.

Security	370334104	Meeting Type	Annual
Ticker Symbol	GIS	Meeting Date	27-Sep-2016
ISIN	US3703341046	Agenda	934468186 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A)	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For	For
1B)	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For	For
1C)	ELECTION OF DIRECTOR: DAVID M. CORDANI	Management	For	For
1D)	ELECTION OF DIRECTOR: ROGER W. FERGUSON JR.	Management	For	For
1E)	ELECTION OF DIRECTOR: HENRIETTA H. FORE	Management	For	For
1F)	ELECTION OF DIRECTOR: MARIA G. HENRY	Management	For	For
1G)	ELECTION OF DIRECTOR: HEIDI G. MILLER	Management	For	For
1H)	ELECTION OF DIRECTOR: STEVE ODLAND	Management	For	For
1I)	ELECTION OF DIRECTOR: KENDALL J. POWELL	Management	For	For
1J)	ELECTION OF DIRECTOR: ROBERT L. RYAN	Management	For	For
1K)	ELECTION OF DIRECTOR: ERIC D. SPRUNK	Management	For	For
1L)		Management	For	For

- ELECTION OF DIRECTOR: DOROTHY A. TERRELL
- 1M) ELECTION OF DIRECTOR: JORGE A. URIBE ManagementFor For
2. ADOPT THE 2016 COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS. ManagementAgainst Against
3. CAST AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. ManagementFor For
4. RATIFY THE APPOINTMENT OF KPMG LLP AS GENERAL MILLS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. ManagementFor For

THE WHITEWAVE FOODS COMPANY

Security	966244105	Meeting Type	Special
Ticker Symbol	WWAV	Meeting Date	04-Oct-2016
ISIN	US9662441057	Agenda	934476640 - Management

- | Item | Proposal   | Proposed by | Vote | For/Against Management |
|------|--|-------------|------|------------------------|
| 1.   | THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 6, 2016, AMONG DANONE S.A., JULY MERGER SUB INC. AND THE WHITEWAVE FOODS COMPANY. THE PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, SPECIFIED COMPENSATION THAT | Management  | For  | For                    |
| 2.   | MAY BE PAID OR BECOME PAYABLE TO THE WHITEWAVE FOODS COMPANY'S NAMED EXECUTIVE OFFICERS. THE PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL                            | Management  | For  | For                    |
| 3.   | PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.  | Management  | For  | For                    |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ALCOA INC.

Security	013817101	Meeting Type	Special
Ticker Symbol	AA	Meeting Date	05-Oct-2016
ISIN	US0138171014	Agenda	934470662 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	A PROPOSAL TO AUTHORIZE ALCOA'S BOARD OF DIRECTORS TO EFFECT A REVERSE STOCK SPLIT OF THE OUTSTANDING SHARES OF ALCOA COMMON STOCK, AT A REVERSE STOCK SPLIT RATIO OF 1-FOR-3	Management	For	For
2.	A PROPOSAL TO ADOPT A CORRESPONDING AMENDMENT TO ALCOA'S ARTICLES OF INCORPORATION TO EFFECT THE REVERSE STOCK SPLIT AND TO REDUCE PROPORTIONATELY THE TOTAL NUMBER OF SHARES OF ALCOA COMMON STOCK THAT ALCOA IS AUTHORIZED TO ISSUE	Management	For	For

THE PROCTER & GAMBLE COMPANY

Security	742718109	Meeting Type	Annual
Ticker Symbol	PG	Meeting Date	11-Oct-2016
ISIN	US7427181091	Agenda	934472616 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FRANCIS S. BLAKE	Management	For	For
1B.	ELECTION OF DIRECTOR: ANGELA F. BRALY	Management	For	For
1C.	ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Management	For	For
1D.	ELECTION OF DIRECTOR: SCOTT D. COOK	Management	For	For
1E.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For	For
1F.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID S. TAYLOR	Management	For	For
1H.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: MARGARET C. WHITMAN		
1I.	ELECTION OF DIRECTOR: PATRICIA A. WOERTZ	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	ManagementFor	For
2.	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
3.	ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION (THE "SAY ON PAY" VOTE)	ManagementFor	For
4.	SHAREHOLDER PROPOSAL - REPORT ON LOBBYING POLICIES OF THIRD PARTY ORGANIZATIONS	Shareholder Against	For
5.	SHAREHOLDER PROPOSAL - REPORT ON APPLICATION OF COMPANY NON-DISCRIMINATION POLICIES IN STATES WITH PRO-DISCRIMINATION LAWS	Shareholder Against	For

FLEETMATICS GROUP PLC

Security	G35569205	Meeting Type	Special
Ticker Symbol		Meeting Date	12-Oct-2016
ISIN		Agenda	934481235 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	SPECIAL RESOLUTION - TO AMEND THE MEMORANDUM OF ASSOCIATION OF THE COMPANY TO AUTHORIZE THE COMPANY TO ENTER INTO A SCHEME OF ARRANGEMENT PURSUANT TO SECTIONS 449 TO 455 OF THE IRISH COMPANIES ACT 2014.	Management	For	For
2.	ORDINARY RESOLUTION - TO APPROVE THE SCHEME OF ARRANGEMENT AS DESCRIBED IN THE PROXY STATEMENT WITH OR SUBJECT TO SUCH AMENDMENTS, MODIFICATIONS AND CHANGES AS	Management	For	For

- MAY BE APPROVED OR IMPOSED BY THE HIGH COURT OF IRELAND, AND TO AUTHORIZE THE DIRECTORS TO TAKE ALL NECESSARY ACTION TO EFFECT THE SCHEME OF ARRANGEMENT.
- SPECIAL RESOLUTION - TO REDUCE THE ISSUED SHARE CAPITAL OF THE COMPANY BY THE
3. NOMINAL VALUE OF THE CANCELLATION SHARES AND TO CANCEL ALL SUCH CANCELLATION SHARES AS SET OUT IN THE PROXY STATEMENT. ORDINARY RESOLUTION - TO AUTHORIZE THE DIRECTORS TO ALLOT THE NEW FLEETMATICS SHARES AS DESCRIBED IN THE PROXY STATEMENT AND TO APPLY THE RESERVE CREATED BY THE
4. REDUCTION OF CAPITAL REFERRED TO IN RESOLUTION 3 IN PAYING UP THE NEW FLEETMATICS SHARES IN FULL AT PAR, SUCH NEW FLEETMATICS SHARES TO BE ALLOTTED AND ISSUED TO VERIZON BUSINESS INTERNATIONAL HOLDINGS B.V. OR ITS NOMINEE(S). SPECIAL RESOLUTION - TO AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY IN
5. FURTHERANCE OF THE SCHEME OF ARRANGEMENT AS DESCRIBED IN THE PROXY STATEMENT. ManagementFor For
6. ORDINARY NON-BINDING ADVISORY RESOLUTION - TO APPROVE ON A NON-BINDING ADVISORY BASIS THE "GOLDEN PARACHUTE COMPENSATION" OF THE COMPANY'S NAMED EXECUTIVE ManagementFor For

OFFICERS.  
ORDINARY RESOLUTION - TO  
ADJOURN THE  
EXTRAORDINARY GENERAL MEETING,  
IF  
NECESSARY, TO SOLICIT ADDITIONAL  
VOTES IN  
FAVOR OF APPROVAL OF THESE  
RESOLUTIONS.

7. Management For For

FLEETMATIC GROUP PLC

Security	G35569105	Meeting Type	Special
Ticker Symbol	FLTX	Meeting Date	12-Oct-2016
ISIN	IE00B4XKTT64	Agenda	934481247 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE SCHEME OF ARRANGEMENT AS DESCRIBED IN THE PROXY STATEMENT WITH OR SUBJECT TO SUCH AMENDMENTS, MODIFICATIONS AND CHANGES AS MAY BE APPROVED OR IMPOSED BY THE HIGH COURT OF IRELAND. TO ADJOURN THE COURT MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL VOTES IN FAVOR OF APPROVAL OF THESE RESOLUTIONS.	Management	For	For
2.	FAVOR OF APPROVAL OF THESE RESOLUTIONS.	Management	For	For

PETROCHINA COMPANY LIMITED

Security	71646E100	Meeting Type	Special
Ticker Symbol	PTR	Meeting Date	20-Oct-2016
ISIN	US71646E1001	Agenda	934482059 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO CONSIDER AND APPROVE MR ZHANG JIANHUA AS A DIRECTOR OF THE COMPANY.	Management	Against	Against

ALERE INC.

Security	01449J105	Meeting Type	Special
Ticker Symbol	ALR	Meeting Date	21-Oct-2016
ISIN	US01449J1051	Agenda	934485396 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 30, 2016, BY AND	Management	For	For



AMONG ABBOTT LABORATORIES, AN ILLINOIS CORPORATION, ANGEL SUB, INC., A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF ABBOTT LABORATORIES, AND ALERE INC., A DELAWARE CORPORATION.

TO APPROVE, BY NON-BINDING, ADVISORY VOTE, THE COMPENSATION THAT MAY BE PAID OR MAY BECOME PAYABLE TO ALERE INC'S NAMED

2 EXECUTIVE OFFICERS IN CONNECTION WITH, OR FOLLOWING, THE CONSUMMATION OF THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER. ManagementFor For

TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT

3 ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF TO ADOPT THE AGREEMENT AND PLAN OF MERGER. ManagementFor For

KOREA ELECTRIC POWER CORPORATION

Security	500631106	Meeting Type	Special
Ticker Symbol	KEP	Meeting Date	24-Oct-2016
ISIN	US5006311063	Agenda	934491464 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
4.1	ELECTION OF A NON-STANDING DIRECTOR AND MEMBER OF THE AUDIT COMMITTEE CANDIDATE: KIM, JU-SUEN	Management	For	For
4.2	AMENDMENT TO THE ARTICLES OF INCORPORATION OF KEPCO	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ST. JUDE MEDICAL, INC.

Security 790849103

Ticker Symbol STJ

ISIN US7908491035

Meeting Type

Annual

Meeting Date

26-Oct-2016

Agenda

934486110 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 27, 2016, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG ST. JUDE MEDICAL, INC., ABBOTT LABORATORIES, VAULT MERGER SUB, INC., A WHOLLY-OWNED SUBSIDIARY OF ABBOTT, AND VAULT MERGER SUB, LLC, A WHOLLY-OWNED SUBSIDIARY OF ABBOTT, AND ADOPT THE PLAN OF MERGER (AS SUCH TERM IS DEFINED IN SECTION 302A.611 OF THE MINNESOTA BUSINESS CORPORATION ACT) CONTAINED THEREIN.	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF ST. JUDE MEDICAL'S NAMED EXECUTIVE OFFICERS THAT MAY BE PAID OR BECOME PAYABLE IN CONNECTION WITH THE MERGER AGREEMENT AND PLAN OF MERGER.	Management	For	For
3A.	ELECTION OF DIRECTOR: STUART M. ESSIG	Management	For	For
3B.	ELECTION OF DIRECTOR: BARBARA B. HILL	Management	For	For
3C.	ELECTION OF DIRECTOR: MICHAEL A. ROCCA	Management	For	For
4.	ADVISORY VOTE TO APPROVE THE 2015 COMPENSATION OF ST. JUDE MEDICAL'S NAMED EXECUTIVE OFFICERS.	Management	For	For
5.		Management	Against	Against

	TO APPROVE THE ST. JUDE MEDICAL, INC. 2016 STOCK INCENTIVE PLAN. TO APPROVE AMENDMENTS TO ST. JUDE MEDICAL'S ARTICLES OF INCORPORATION AND BYLAWS TO DECLASSIFY ST. JUDE MEDICAL'S BOARD OF DIRECTORS. TO APPROVE AMENDMENTS TO ST. JUDE MEDICAL'S BYLAWS TO IMPLEMENT PROXY ACCESS.	ManagementFor	For
6.			
7.		ManagementFor	For
8.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS ST. JUDE MEDICAL'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016. TO ADJOURN THE SHAREHOLDERS' MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES, IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SHAREHOLDERS' MEETING TO APPROVE THE MERGER AGREEMENT. TO IMPLEMENT A SHAREHOLDER PROPOSAL REGARDING SUPERMAJORITY VOTING.	ManagementFor	For
9.		ManagementFor	For
10.		Shareholder Against	For

HARRIS CORPORATION

Security	413875105	Meeting Type	Annual
Ticker Symbol	HRS	Meeting Date	28-Oct-2016
ISIN	US4138751056	Agenda	934478896 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES F. ALBAUGH	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM M. BROWN	Management	For	For
1C.	ELECTION OF DIRECTOR: PETER W. CHIARELLI	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS A. DATTILO	Management	For	For
1E.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: ROGER B. FRADIN		
1F.	ELECTION OF DIRECTOR: TERRY D. GROWCOCK	ManagementFor	For
1G.	ELECTION OF DIRECTOR: LEWIS HAY III	ManagementFor	For
1H.	ELECTION OF DIRECTOR: VYOMESH I. JOSHI	ManagementFor	For
1I.	ELECTION OF DIRECTOR: LESLIE F. KENNE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: DR. JAMES C. STOFFEL	ManagementFor	For
1K.	ELECTION OF DIRECTOR: GREGORY T. SWIENTON	ManagementFor	For
1L.	ELECTION OF DIRECTOR: HANSEL E. TOOKES II	ManagementFor	For
2	ADVISORY VOTE TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS AS DISCLOSED IN PROXY STATEMENT	ManagementFor	For
3	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017	ManagementFor	For

LIBERTY INTERACTIVE CORPORATION

Security	53071M880	Meeting Type	Special
Ticker Symbol	LVNTA	Meeting Date	01-Nov-2016
ISIN	US53071M8800	Agenda	934488152 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	A PROPOSAL TO APPROVE THE REDEMPTION BY LIBERTY INTERACTIVE CORPORATION OF A PORTION OF THE OUTSTANDING SHARES OF LIBERTY VENTURES COMMON STOCK FOR ALL OF THE OUTSTANDING SHARES OF LIBERTY EXPEDIA HOLDINGS, INC., WHICH WOULD HOLD LIBERTY INTERACTIVE CORPORATION'S OWNERSHIP AND VOTING INTERESTS IN .. (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For	For

A PROPOSAL TO AUTHORIZE THE  
 ADJOURNMENT  
 OF THE SPECIAL MEETING BY  
 LIBERTY  
 INTERACTIVE CORPORATION TO  
 PERMIT FURTHER  
 SOLICITATION OF PROXIES, IF  
 NECESSARY OR  
 APPROPRIATE, IF SUFFICIENT VOTES  
 ARE NOT  
 REPRESENTED AT THE SPECIAL  
 MEETING TO  
 APPROVE THE OTHER PROPOSAL TO  
 BE  
 PRESENTED AT THE SPECIAL  
 MEETING.

2. ManagementFor For

COTY INC.

Security	222070203	Meeting Type	Annual
Ticker Symbol	COTY	Meeting Date	03-Nov-2016
ISIN	US2220702037	Agenda	934482201 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LAMBERTUS J.H. BECHT		For	For
	2 JOACHIM FABER		For	For
	3 OLIVIER GOUDET		For	For
	4 PETER HARF		For	For
	5 PAUL S. MICHAELS		For	For
	6 CAMILLO PANE		For	For
	7 ERHARD SCHOEWEL		For	For
	8 ROBERT SINGER		For	For
	APPROVAL, ON AN ADVISORY (NON-BINDING) BASIS, OF THE COMPENSATION OF COTY INC.'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT	Management	Against	Against
2.				
3.	APPROVAL OF (I) AN AMENDMENT AND RESTATEMENT OF COTY INC.'S EQUITY AND LONG- TERM INCENTIVE PLAN (THE "ELTIP") TO INCREASE THE AGGREGATE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE ELTIP BY 50 MILLION SHARES AND (II) THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER	Management	For	For

- THE ELTIP  
FOR THE PURPOSES OF ..(DUE TO  
SPACE LIMITS,  
SEE PROXY STATEMENT FOR FULL  
PROPOSAL)  
APPROVAL OF (I) AN AMENDMENT  
AND  
RESTATEMENT OF COTY INC.'S  
ANNUAL  
PERFORMANCE PLAN (THE "APP") AND  
4. (II) THE ManagementFor For  
MATERIAL TERMS OF THE  
PERFORMANCE GOALS  
UNDER THE APP FOR THE PURPOSES  
OF SECTION  
162(M) OF THE CODE  
RATIFICATION OF THE APPOINTMENT  
OF DELOITTE  
& TOUCHE LLP TO SERVE AS COTY  
5. INC.'S ManagementFor For  
INDEPENDENT AUDITOR FOR THE  
FISCAL YEAR  
ENDING JUNE 30, 2017

TWENTY-FIRST CENTURY FOX, INC.

Security	90130A200	Meeting Type	Annual
Ticker Symbol	FOX	Meeting Date	10-Nov-2016
ISIN	US90130A2006	Agenda	934485269 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. RUPERT MURDOCH	Management	For	For
1B.	ELECTION OF DIRECTOR: LACHLAN K. MURDOCH	Management	For	For
1C.	ELECTION OF DIRECTOR: DELPHINE ARNAULT	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES W. BREYER	Management	For	For
1E.	ELECTION OF DIRECTOR: CHASE CAREY	Management	For	For
1F.	ELECTION OF DIRECTOR: DAVID F. DEVOE	Management	For	For
1G.	ELECTION OF DIRECTOR: VIET DINH	Management	For	For
1H.	ELECTION OF DIRECTOR: SIR RODERICK I. EDDINGTON	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES R. MURDOCH	Management	For	For
1J.	ELECTION OF DIRECTOR: JACQUES NASSER	Management	For	For
1K.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: ROBERT S. SILBERMAN		
1L.	ELECTION OF DIRECTOR: TIDJANE THIAM	ManagementFor	For
1M.	ELECTION OF DIRECTOR: JEFFREY W. UBBEN	ManagementFor	For
2.	PROPOSAL TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2017.	ManagementFor	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor	For

NEWS CORP

Security	65249B208	Meeting Type	Annual
Ticker Symbol	NWS	Meeting Date	10-Nov-2016
ISIN	US65249B2088	Agenda	934491440 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. RUPERT MURDOCH	ManagementFor		For
1B.	ELECTION OF DIRECTOR: LACHLAN K. MURDOCH	ManagementFor		For
1C.	ELECTION OF DIRECTOR: ROBERT J. THOMSON	ManagementFor		For
1D.	ELECTION OF DIRECTOR: JOSE MARIA AZNAR	ManagementFor		For
1E.	ELECTION OF DIRECTOR: NATALIE BANCROFT	ManagementFor		For
1F.	ELECTION OF DIRECTOR: PETER L. BARNES	ManagementFor		For
1G.	ELECTION OF DIRECTOR: ELAINE L. CHAO	ManagementFor		For
1H.	ELECTION OF DIRECTOR: JOEL I. KLEIN	ManagementFor		For
1I.	ELECTION OF DIRECTOR: JAMES R. MURDOCH	ManagementFor		For
1J.	ELECTION OF DIRECTOR: ANA PAULA PESSOA	ManagementFor		For
1K.	ELECTION OF DIRECTOR: MASROOR SIDDIQUI	ManagementFor		For
2.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2017.	ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
4.	ELIMINATION OF THE COMPANY'S DUAL CLASS CAPITAL STRUCTURE.	Shareholder For	Against

CAMPBELL SOUP COMPANY

Security	134429109	Meeting Type	Annual
Ticker Symbol	CPB	Meeting Date	16-Nov-2016
ISIN	US1344291091	Agenda	934483544 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BENNETT DORRANCE	Management	For	For
1B.	ELECTION OF DIRECTOR: RANDALL W. LARRIMORE	Management	For	For
1C.	ELECTION OF DIRECTOR: MARC B. LAUTENBACH	Management	For	For
1D.	ELECTION OF DIRECTOR: MARY ALICE D. MALONE	Management	For	For
1E.	ELECTION OF DIRECTOR: SARA MATHEW	Management	For	For
1F.	ELECTION OF DIRECTOR: KEITH R. MCCLOUGHLIN	Management	For	For
1G.	ELECTION OF DIRECTOR: DENISE M. MORRISON	Management	For	For
1H.	ELECTION OF DIRECTOR: CHARLES R. PERRIN	Management	For	For
1I.	ELECTION OF DIRECTOR: NICK SHREIBER	Management	For	For
1J.	ELECTION OF DIRECTOR: TRACEY T. TRAVIS	Management	For	For
1K.	ELECTION OF DIRECTOR: ARCHBOLD D. VAN BEUREN	Management	For	For
1L.	ELECTION OF DIRECTOR: LES C. VINNEY	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017.	Management	For	For
3.	APPROVAL OF AN ADVISORY RESOLUTION ON THE FISCAL 2016 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For

CST BRANDS, INC.



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Security	12646R105	Meeting Type	Special
Ticker Symbol	CST	Meeting Date	16-Nov-2016
ISIN	US12646R1059	Agenda	934490513 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 21, 2016 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), BY AND AMONG CST BRANDS, INC., A DELAWARE CORPORATION ("CST"), CIRCLE K STORES INC., A TEXAS CORPORATION ("CIRCLE K"), AND ULTRA ACQUISITION CORP., ..(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For	For
2.	A PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, CERTAIN COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO CST'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	For	For
3.	A PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT OR IN THE ABSENCE OF A QUORUM.	Management	For	For

PERNOD RICARD SA, PARIS

Security	F72027109	Meeting Type	MIX
Ticker Symbol		Meeting Date	17-Nov-2016
ISIN	FR0000120693	Agenda	707436730 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE		Non-Voting	
CMMT	DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE IN CASE AMENDMENTS OR NEW RESOLUTIONS ARE PRESENTED DURING THE MEETING, YOUR-VOTE WILL DEFAULT TO 'ABSTAIN'. SHARES CAN ALTERNATIVELY BE PASSED TO THE-CHAIRMAN OR		Non-Voting	
CMMT	A NAMED THIRD PARTY TO VOTE ON ANY SUCH ITEM RAISED. SHOULD YOU-WISH TO PASS CONTROL OF YOUR SHARES IN THIS WAY, PLEASE CONTACT YOUR-BROADRIDGE CLIENT SERVICE REPRESENTATIVE. THANK YOU		Non-Voting	
CMMT	06 OCT 2016: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS-AVAILABLE BY CLICKING ON THE MATERIAL URL		Non-Voting	

LINK:-

<http://www.journal-officiel.gouv.fr/pdf/2016/1005/201610051604813.pdf>.-

PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION OF THE TEXT OF-RESOLUTION 3. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE-AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

APPROVAL OF THE CORPORATE FINANCIAL

O.1	STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016	ManagementFor	For
O.3	ALLOCATION OF INCOME FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016 AND SETTING OF THE DIVIDEND: EUR 1.88 PER SHARE	ManagementFor	For
O.4	APPROVAL OF REGULATED AGREEMENTS AND COMMITMENTS PURSUANT TO ARTICLES L.225-38 AND FOLLOWING OF THE FRENCH COMMERCIAL CODE	ManagementFor	For
O.5	APPROVAL OF REGULATED COMMITMENTS PURSUANT TO ARTICLE L.225-42-1 OF THE FRENCH COMMERCIAL CODE RELATING TO MR ALEXANDRE RICARD	ManagementFor	For
O.6	RENEWAL OF THE TERM OF MR ALEXANDRE RICARD AS DIRECTOR	ManagementFor	For
O.7	RENEWAL OF THE TERM OF MR PIERRE PRINGUET AS DIRECTOR	ManagementAgainst	Against
O.8	RENEWAL OF THE TERM OF MR CESAR GIRON AS	ManagementFor	For

O.9	DIRECTOR RENEWAL OF THE TERM OF MR WOLFGANG COLBERG AS DIRECTOR	ManagementFor	For
O.10	RATIFICATION OF THE CO-OPTING OF MS ANNE LANGE TO THE ROLE OF DIRECTOR	ManagementFor	For
O.11	APPOINTMENT OF KPMG SA AS STATUTORY AUDITOR	ManagementFor	For
O.12	APPOINTMENT OF SALUSTRO REYDEL AS DEPUTY STATUTORY AUDITOR	ManagementFor	For
O.13	SETTING OF THE ANNUAL AMOUNT OF ATTENDANCE FEES ALLOCATED TO MEMBERS OF THE BOARD OF DIRECTORS	ManagementFor	For
O.14	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR ALEXANDRE RICARD, CHAIRMAN- CHIEF EXECUTIVE OFFICER, FOR THE 2015-16 FINANCIAL YEAR	ManagementFor	For
O.15	AUTHORISATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN COMPANY SHARES AUTHORISATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO PROCEED WITH THE FREE ALLOCATION OF SHARES, EXISTING OR TO BE ISSUED, WITH CANCELLATION OF THE PRE- EMPTIVE SUBSCRIPTION RIGHT, LIMITED TO 0.035% OF SHARE CAPITAL, CONDITIONAL	ManagementFor	For
E.16	UPON CONTINUED EMPLOYMENT, AS PARTIAL COMPENSATION FOR THE LOSS OF EARNINGS OF THE SUPPLEMENTARY DEFINED BENEFITS PENSION PLAN INCURRED BY SOME MEMBERS OF THE EXECUTIVE COMMITTEE AND THE EXECUTIVE DIRECTOR OF THE COMPANY	ManagementFor	For

DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL, WITHIN THE LIMIT OF 2% OF SHARE CAPITAL, BY ISSUING SHARES OR

E.17 TRANSFERABLE SECURITIES ManagementFor For  
GRANTING ACCESS TO THE CAPITAL, RESERVED FOR MEMBERS OF A COMPANY SAVINGS SCHEME, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT FOR THE BENEFIT OF SAID MEMBERS

E.18 POWERS TO CARRY OUT ALL LEGAL FORMALITIES ManagementFor For

BHP BILLITON LIMITED

Security	088606108	Meeting Type	Annual
Ticker Symbol	BHP	Meeting Date	17-Nov-2016
ISIN	US0886061086	Agenda	934485978 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE 2016 FINANCIAL STATEMENTS AND REPORTS FOR BHP BILLITON TO REAPPOINT KPMG LLP AS THE AUDITOR OF BHP BILLITON PLC	Management	For	For
2.	TO AUTHORISE THE RISK AND AUDIT COMMITTEE	Management	For	For
3.	TO AGREE THE REMUNERATION OF THE AUDITOR OF BHP BILLITON PLC	Management	For	For
4.	TO RENEW THE GENERAL AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC	Management	For	For
5.	TO APPROVE THE AUTHORITY TO ISSUE SHARES IN BHP BILLITON PLC FOR CASH	Management	For	For
6.	TO APPROVE THE REPURCHASE OF SHARES IN BHP BILLITON PLC	Management	For	For
7.	TO APPROVE THE 2016 REMUNERATION REPORT OTHER THAN THE PART CONTAINING THE DIRECTORS' REMUNERATION POLICY	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

8.	TO APPROVE THE 2016 REMUNERATION REPORT	ManagementFor	For
9.	TO APPROVE THE GRANT TO THE EXECUTIVE DIRECTOR	ManagementFor	For
10.	TO ELECT KEN MACKENZIE AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
11.	TO RE-ELECT MALCOLM BRINDED AS A DIRECTOR OF BHP BILLITON	ManagementAgainst	Against
12.	TO RE-ELECT MALCOLM BROOMHEAD AS A DIRECTOR OF BHP BILLITON	ManagementAgainst	Against
13.	TO RE-ELECT PAT DAVIES AS A DIRECTOR OF BHP BILLITON	ManagementAgainst	Against
14.	TO RE-ELECT ANITA FREW AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
15.	TO RE-ELECT CAROLYN HEWSON AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
16.	TO RE-ELECT ANDREW MACKENZIE AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
17.	TO RE-ELECT LINDSAY MAXSTED AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
18.	TO RE-ELECT WAYNE MURDY AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
19.	TO RE-ELECT SHRITI VADERA AS A DIRECTOR OF BHP BILLITON	ManagementFor	For
20.	TO RE-ELECT JAC NASSER AS A DIRECTOR OF BHP BILLITON	ManagementFor	For

DELTA NATURAL GAS COMPANY, INC.

Security	247748106	Meeting Type	Annual
Ticker Symbol	DGAS	Meeting Date	17-Nov-2016
ISIN	US2477481061	Agenda	934489091 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF DELOITTE & TOUCHE LLP AS DELTA'S INDEPENDENT REGISTERED PUBLIC	ManagementFor		For

ACCOUNTING FIRM FOR THE FISCAL  
YEAR ENDING  
JUNE 30, 2017.

- |    |   |            |     |     |
|----|---|------------|-----|-----|
| 2. | DIRECTOR  | Management |     |     |
|    | 1 SANDRA C. GRAY  |            | For | For |
|    | 2 EDWARD J. HOLMES  |            | For | For |
|    | 3 RODNEY L. SHORT   |            | For | For |
|    | NON-BINDING, ADVISORY VOTE TO APPROVE THE                       |            |     |     |
| 3. | COMPENSATION PAID OUR NAMED EXECUTIVE OFFICERS FOR FISCAL 2016. | Management | For | For |

ENVISION HEALTHCARE HOLDINGS, INC.

Security	29413U103	Meeting Type	Special
Ticker Symbol	EVHC	Meeting Date	28-Nov-2016
ISIN	US29413U1034	Agenda	934493545 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1.   | ADOPTION OF MERGER AGREEMENT. TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE MERGER AGREEMENT, BY AND AMONG ENVISION, AMSURG, AND NEWCO, A COPY OF WHICH IS ATTACHED AS ANNEX A TO THE JOINT PROXY STATEMENT/PROSPECTUS ACCOMPANYING THIS NOTICE, AND THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT (THE "ENVISION MERGER PROPOSAL") | Management  | For  | For                    |
| 2.   | ADVISORY VOTE REGARDING MERGER-RELATED NAMED EXECUTIVE OFFICER COMPENSATION. TO CONSIDER AND VOTE ON A NON-BINDING, ADVISORY PROPOSAL TO APPROVE THE COMPENSATION THAT MAY BECOME PAYABLE TO ENVISION'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE CONSUMMATION OF THE MERGERS (THE "ENVISION  | Management  | For  | For                    |

COMPENSATION PROPOSAL").  
 ADJOURNMENT OF SPECIAL MEETING.  
 TO  
 CONSIDER AND VOTE ON A PROPOSAL  
 TO  
 ADJOURN THE ENVISION SPECIAL  
 MEETING, IF  
 NECESSARY OR APPROPRIATE, TO  
 SOLICIT  
 ADDITIONAL PROXIES IF THERE ARE  
 NOT  
 SUFFICIENT VOTES TO APPROVE THE  
 ENVISION  
 MERGER PROPOSAL (THE "ENVISION  
 ADJOURNMENT PROPOSAL").

3. ManagementFor For

CHR. HANSEN HOLDING A/S  
 Security K1830B107  
 Ticker Symbol  
 ISIN DK0060227585

Meeting Type Annual General Meeting  
 Meeting Date 29-Nov-2016  
 Agenda 707583793 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	<p>IN THE MAJORITY OF MEETINGS THE                      VOTES ARE                      CAST WITH THE REGISTRAR WHO                      WILL-FOLLOW                      CLIENT INSTRUCTIONS. IN A SMALL                      PERCENTAGE                      OF MEETINGS THERE IS                      NO-REGISTRAR AND                      CLIENTS VOTES MAY BE CAST BY THE                      CHAIRMAN                      OF THE BOARD OR A-BOARD MEMBER                      AS PROXY.                      CLIENTS CAN ONLY EXPECT THEM TO                      ACCEPT                      PRO-MANAGEMENT-VOTES. THE ONLY                      WAY TO                      GUARANTEE THAT ABSTAIN AND/OR                      AGAINST                      VOTES ARE-REPRESENTED AT THE                      MEETING IS TO                      SEND YOUR OWN REPRESENTATIVE                      OR ATTEND                      THE-MEETING IN PERSON. THE SUB                      CUSTODIAN                      BANKS OFFER REPRESENTATION                      SERVICES FOR-                      AN ADDED FEE IF REQUESTED. THANK                      YOU</p>	Non-Voting		



PLEASE BE ADVISED THAT SPLIT AND PARTIAL VOTING IS NOT AUTHORISED FOR A-BENEFICIAL CMMT OWNER IN THE DANISH MARKET. Non-Voting

PLEASE CONTACT YOUR GLOBAL CUSTODIAN-FOR FURTHER INFORMATION. IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF- ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING- CMMT INSTRUCTIONS IN THIS MARKET. Non-Voting

ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE- REPRESENTATIVE PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR CMMT 'ABSTAIN'-ONLY Non-Voting

FOR RESOLUTIONS 6.A.A, 6.B.A TO 6.B.F AND 7.A. THANK YOU

1 REPORT ON THE COMPANY'S ACTIVITIES Non-Voting

2 APPROVAL OF THE 2015/16 ANNUAL REPORT Management No Action

3 RESOLUTION ON THE APPROPRIATION OF PROFIT OR COVERING OF LOSS: DKK 5.23 PER SHARE Management No Action

4 DECISION ON REMUNERATION OF MEMBERS OF THE BOARD OF DIRECTORS Management No Action

PROPOSALS FROM THE BOARD OF DIRECTOR:

5.A AMENDMENT OF ARTICLES OF ASSOCIATION TO REFLECT COMPUTERSHARE A/S AS NEW COMPANY Management No Action

5.B REGISTRAR PROPOSALS FROM THE BOARD OF DIRECTOR: Management No Action

AMENDMENT OF ARTICLES OF  
ASSOCIATION TO  
REFLECT LEGAL NAME CHANGE OF  
NASDAQ OMX  
COPENHAGEN A/S

- |       |  |            |              |
|-------|--|------------|--------------|
| 6.A.A | RE-ELECTION OF CHAIRMAN OF THE<br>BOARD OF<br>DIRECTOR: OLE ANDERSEN   | Management | No<br>Action |
| 6.B.A | RE-ELECTION OF OTHER MEMBERS OF<br>THE BOARD<br>OF DIRECTOR: FREDERIC STEVENIN   | Management | No<br>Action |
| 6.B.B | RE-ELECTION OF OTHER MEMBERS OF<br>THE BOARD<br>OF DIRECTOR: MARK WILSON   | Management | No<br>Action |
| 6.B.C | RE-ELECTION OF OTHER MEMBERS OF<br>THE BOARD<br>OF DIRECTOR: DOMINIQUE REINICHE  | Management | No<br>Action |
| 6.B.D | RE-ELECTION OF OTHER MEMBERS OF<br>THE BOARD<br>OF DIRECTOR: TIINA<br>MATTILA-SANDHOLM   | Management | No<br>Action |
| 6.B.E | RE-ELECTION OF OTHER MEMBERS OF<br>THE BOARD<br>OF DIRECTOR: KRISTIAN VILLUMSEN  | Management | No<br>Action |
| 6.B.F | ELECTION OF OTHER MEMBERS OF<br>THE BOARD OF<br>DIRECTOR: LUIS CANTARELL<br>ROCAMORA   | Management | No<br>Action |
| 7.A   | RE-ELECTION OF<br>PRICEWATERHOUSECOOPERS<br>STATSAUTORISERET<br>REVISIONSPARTNERSELSKAB  | Management | No<br>Action |
| 8     | AUTHORIZATION OF THE CHAIRMAN<br>OF THE<br>ANNUAL GENERAL MEETING<br>07 NOV 2016: PLEASE NOTE THAT THIS<br>IS A<br>REVISION DUE TO RECEIPT OF<br>DIVIDEND-AMOUNT.<br>IF YOU HAVE ALREADY SENT IN YOUR<br>CMMT VOTES,<br>PLEASE DO NOT VOTE AGAIN-UNLESS<br>YOU DECIDE<br>TO AMEND YOUR ORIGINAL<br>INSTRUCTIONS. THANK<br>YOU. | Management | No<br>Action |
|       |  | Non-Voting |              |

MICROSOFT CORPORATION

Security 594918104  
Ticker Symbol MSFT  
ISIN US5949181045

Meeting Type Annual  
Meeting Date 30-Nov-2016  
Agenda 934491224 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Management	For	For
1B.	ELECTION OF DIRECTOR: TERI L. LIST-STOLL	Management	For	For
1C.	ELECTION OF DIRECTOR: G. MASON MORFIT	Management	For	For
1D.	ELECTION OF DIRECTOR: SATYA NADELLA	Management	For	For
1E.	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Management	For	For
1F.	ELECTION OF DIRECTOR: HELMUT PANKE	Management	For	For
1G.	ELECTION OF DIRECTOR: SANDRA E. PETERSON	Management	For	For
1H.	ELECTION OF DIRECTOR: CHARLES W. SCHARF	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN W. STANTON	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN W. THOMPSON	Management	For	For
1K.	ELECTION OF DIRECTOR: PADMASREE WARRIOR	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
3.	RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2017	Management	For	For
4.	APPROVAL OF AMENDMENT TO OUR AMENDED AND RESTATED ARTICLES OF INCORPORATION	Management	For	For
5.	APPROVAL OF FRENCH SUB PLAN UNDER THE 2001 STOCK PLAN	Management	For	For
6.	SHAREHOLDER PROPOSAL - REQUESTING CERTAIN PROXY ACCESS BYLAW AMENDMENTS	Shareholder	Abstain	Against

BIOSCRIP, INC.

Security	09069N108	Meeting Type	Special
Ticker Symbol	BIOS	Meeting Date	30-Nov-2016
ISIN	US09069N1081	Agenda	934497783 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	AN AMENDMENT TO BIOSCRIP, INC.'S SECOND	Management	For	For

AMENDED AND RESTATED  
 CERTIFICATE OF  
 INCORPORATION TO INCREASE THE  
 NUMBER OF  
 SHARES OF COMMON STOCK THAT  
 BIOSCRIP, INC.  
 IS AUTHORIZED TO ISSUE FROM 125  
 MILLION  
 SHARES TO 250 MILLION SHARES.  
 AN AMENDMENT TO BIOSCRIP, INC.'S  
 AMENDED

AND RESTATED 2008 EQUITY  
 INCENTIVE PLAN (THE  
 2008 PLAN AMENDMENT) TO (1)

2. INCREASE THE  
 NUMBER OF SHARES OF COMMON  
 STOCK IN THE  
 AGGREGATE THAT MAY BE SUBJECT  
 TO AWARDS  
 BY 5,250,000 SHARES, FROM 9,355,000  
 TO  
 14,605,000 SHARES AND (2) INCREASE  
 THE ANNUAL  
 GRANT CAPS UNDER ...(DUE TO SPACE  
 LIMITS, SEE  
 PROXY STATEMENT FOR FULL  
 PROPOSAL).  
 IF NECESSARY, AN ADJOURNMENT OF  
 THE  
 SPECIAL MEETING, INCLUDING FOR  
 THE PURPOSE

ManagementAgainst Against

3. OF SOLICITING ADDITIONAL PROXIES, ManagementFor For  
 IF THERE  
 ARE NOT SUFFICIENT VOTES IN  
 FAVOR OF  
 PROPOSAL 1.

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	30-Nov-2016
ISIN	US71654V4086	Agenda	934501330 - Management

- | Item | Proposal   | Proposed<br>by | Vote | For/Against<br>Management |
|------|--|----------------|------|---------------------------|
| 1.   | ELECTION OF A MEMBER OF THE<br>BOARD OF<br>DIRECTORS BY MINORITY<br>SHAREHOLDERS,<br>HOLDING COMMON SHARES, IN<br>COMPLIANCE WITH<br>ARTICLE 150 OF THE BRAZILIAN<br>CORPORATION | ManagementFor  | For  | For                       |

LAW (LAW NO.6,404, OF 12/15/1976)  
 AND ARTICLE 25  
 OF THE BYLAWS: MR. MARCELO  
 MESQUITA DE  
 SIQUEIRA FILHO  
 PROPOSAL FOR APPROVAL OF THE  
 SALE OF 90%  
 (NINETY PERCENT) OF THE STAKE  
 OWNED BY  
 PETROBRAS IN THE NOVA  
 TRANSPORTADORA DO  
 SUDESTE-NTS ("NTS") FOR THE NOVA  
 INFRAESTRUTURA FUNDO DE  
 INVESTIMENTO EM

- |    |  |               |     |
|----|--|---------------|-----|
| 2. | MANAGED BY<br>BROOKFIELD ASSET MANAGEMENT<br>INVESTMENT<br>BRAZIL LTDA.), IMMEDIATELY AFTER<br>THE<br>COMPLETION OF THE CORPORATE<br>REORGANIZATION INVOLVING THE<br>NTS AND THE<br>TRANSPORTADORA ASSOCIADA DE<br>GAS-TAG,<br>UNDER IMPLEMENTATION.<br>PROPOSAL FOR PETROBRAS WAIVER<br>IT'S<br>PREEMPTIVE RIGHT TO SUBSCRIBE IN<br>THE | ManagementFor | For |
| 3. | DEBENTURES CONVERTIBLE INTO<br>SHARES THAT<br>WILL BE ISSUED IN DUE COURSE BY<br>NTS AS A<br>SUBSIDIARY OF PETROBRAS.  | ManagementFor | For |
| 4. | PROPOSED REFORM OF BYLAWS OF<br>PETROBRAS.   | ManagementFor | For |
| 5. | CONSOLIDATION OF THE BYLAWS TO<br>REFLECT THE<br>APPROVED CHANGES.   | ManagementFor | For |

MYRIAD GENETICS, INC.

Security	62855J104	Meeting Type	Annual
Ticker Symbol	MYGN	Meeting Date	01-Dec-2016
ISIN	US62855J1043	Agenda	934489813 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1	MARK C. CAPONE	For	For
	2	HEINER DREISMANN	For	For
2.		Management	Against	Against

TO APPROVE A PROPOSED  
AMENDMENT TO THE  
COMPANY'S 2010 EMPLOYEE,  
DIRECTOR AND  
CONSULTANT EQUITY INCENTIVE  
PLAN.

TO RATIFY THE APPOINTMENT OF  
ERNST & YOUNG

3. INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2017. ManagementFor For

TO APPROVE, ON AN ADVISORY BASIS,  
THE

4. COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. ManagementFor For

HARMAN INTERNATIONAL INDUSTRIES, INC.

Security	413086109	Meeting Type	Annual
Ticker Symbol	HAR	Meeting Date	06-Dec-2016
ISIN	US4130861093	Agenda	934494410 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ADRIANE M. BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN W. DIERCKSEN	Management	For	For
1C.	ELECTION OF DIRECTOR: ANN M. KOROLOGOS	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT NAIL	Management	For	For
1E.	ELECTION OF DIRECTOR: DINESH C. PALIWAL	Management	For	For
1F.	ELECTION OF DIRECTOR: ABRAHAM N. REICHENTAL	Management	For	For
1G.	ELECTION OF DIRECTOR: KENNETH M. REISS	Management	For	For
1H.	ELECTION OF DIRECTOR: HELLENE S. RUNTAGH	Management	For	For
1I.	ELECTION OF DIRECTOR: FRANK S. SKLARSKY	Management	For	For
1J.	ELECTION OF DIRECTOR: GARY G. STEEL	Management	For	For
2.	RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Management	For	For
3.		Management	For	For

APPROVE THE AMENDMENT TO OUR  
 RESTATED  
 CERTIFICATE OF INCORPORATION  
 AND BYLAWS TO  
 PROVIDE THAT OUR COMPANY'S  
 STOCKHOLDERS  
 MAY REMOVE ANY DIRECTOR FROM  
 OFFICE, WITH  
 OR WITHOUT CAUSE.

4. EXECUTIVE Compensation. Management For For

ADCARE HEALTH SYSTEMS, INC.

Security	00650W300	Meeting Type	Annual
Ticker Symbol	ADK	Meeting Date	08-Dec-2016
ISIN	US00650W3007	Agenda	934495121 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WILLIAM MCBRIDE, III		For	For
	2 MICHAEL J. FOX		For	For
	3 THOMAS W. KNAUP		For	For
	4 BRENT MORRISON		For	For
	5 ALLAN J. RIMLAND		For	For
	6 DAVID A. TENWICK		For	For

2. TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016 ("PROPOSAL 2"). TO APPROVE, ON AN ADVISORY BASIS, THE

Management For For

3. COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ("PROPOSAL 3").

Management For For

4. TO RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE ADCARE HEALTH SYSTEMS, INC. 2011 STOCK INCENTIVE PLAN ("PROPOSAL 4").

Management For For

ALERE INC.

Security	01449J105	Meeting Type	Annual
Ticker Symbol	ALR	Meeting Date	08-Dec-2016
ISIN	US01449J1051	Agenda	934500415 - Management

Item	Proposal	Vote
------	----------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

		Proposed by	For/Against Management
1A.	ELECTION OF DIRECTOR: GEOFFREY S. GINSBURG	ManagementFor	For
1B.	ELECTION OF DIRECTOR: CAROL R. GOLDBERG	ManagementFor	For
1C.	ELECTION OF DIRECTOR: JOHN F. LEVY	ManagementFor	For
1D.	ELECTION OF DIRECTOR: BRIAN MARKISON	ManagementFor	For
1E.	ELECTION OF DIRECTOR: NAMAL NAWANA	ManagementFor	For
1F.	ELECTION OF DIRECTOR: GREGG J. POWERS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: JOHN A. QUELCH	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JAMES ROOSEVELT, JR.	ManagementFor	For
1I.	ELECTION OF DIRECTOR: SIR THOMAS MCKILLOP	ManagementFor	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2016.	ManagementFor	For
3.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EXECUTIVE COMPENSATION.	ManagementFor	For

MEDTRONIC PLC

Security	G5960L103	Meeting Type	Annual
Ticker Symbol	MDT	Meeting Date	09-Dec-2016
ISIN	IE00BTN1Y115	Agenda	934492113 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD H. ANDERSON	ManagementFor		For
1B.	ELECTION OF DIRECTOR: CRAIG ARNOLD	ManagementFor		For
1C.	ELECTION OF DIRECTOR: SCOTT C. DONNELLY	ManagementFor		For
1D.	ELECTION OF DIRECTOR: RANDALL HOGAN III	ManagementFor		For
1E.	ELECTION OF DIRECTOR: OMAR ISHRAK	ManagementFor		For
1F.	ELECTION OF DIRECTOR: SHIRLEY A. JACKSON, PH.D.	ManagementFor		For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1G.	ELECTION OF DIRECTOR: MICHAEL O. LEAVITT	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JAMES T. LENEHAN	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ELIZABETH NABEL, M.D.	ManagementFor	For
1J.	ELECTION OF DIRECTOR: DENISE M. O'LEARY	ManagementFor	For
1K.	ELECTION OF DIRECTOR: KENDALL J. POWELL	ManagementFor	For
1L.	ELECTION OF DIRECTOR: ROBERT C. POZEN	ManagementFor	For
1M.	ELECTION OF DIRECTOR: PREETHA REDDY	ManagementFor	For
2.	TO RATIFY THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS MEDTRONIC'S INDEPENDENT AUDITOR FOR FISCAL YEAR 2017 AND AUTHORIZE THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO SET ITS REMUNERATION.	ManagementFor	For
3.	TO APPROVE IN A NON-BINDING ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION (A "SAY-ON-PAY" VOTE).	ManagementFor	For
4.	TO APPROVE AMENDMENTS TO MEDTRONIC'S ARTICLES OF ASSOCIATION TO IMPLEMENT "PROXY ACCESS".	ManagementFor	For
5A.	TO APPROVE AMENDMENTS TO MEDTRONIC'S: ARTICLES OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE CHANGES.	ManagementFor	For
5B.	TO APPROVE AMENDMENTS TO MEDTRONIC'S: MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE CHANGES.	ManagementFor	For
6.	TO APPROVE AMENDMENTS TO MEDTRONIC'S ARTICLES OF ASSOCIATION TO CLARIFY THE BOARD'S SOLE AUTHORITY TO DETERMINE ITS SIZE WITHIN THE FIXED LIMITS IN THE	ManagementAgainst	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ARTICLES OF  
ASSOCIATION.

MADISON SQUARE GARDEN COMPANY

Security	55825T103	Meeting Type	Annual
Ticker Symbol	MSG	Meeting Date	09-Dec-2016
ISIN	US55825T1034	Agenda	934493975 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 FRANK J. BIONDI, JR.		For	For
	2 RICHARD D. PARSONS		For	For
	3 NELSON PELTZ		For	For
	4 SCOTT M. SPERLING		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2017.	Management	For	For
3.	TO APPROVE THE COMPANY'S 2015 EMPLOYEE STOCK PLAN.	Management	For	For
4.	TO APPROVE THE COMPANY'S 2015 CASH INCENTIVE PLAN.	Management	For	For
5.	TO APPROVE THE COMPANY'S 2015 STOCK PLAN FOR NON-EMPLOYEE DIRECTORS.	Management	For	For
6.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR EXECUTIVE OFFICERS.	Management	For	For
7.	AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	3 Years	For

MSG NETWORKS INC.

Security	553573106	Meeting Type	Annual
Ticker Symbol	MSGN	Meeting Date	15-Dec-2016
ISIN	US5535731062	Agenda	934493963 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOSEPH J. LHOTA		For	For
	2 JOEL M. LITVIN		For	For
	3 JOHN L. SYKES		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS	Management	For	For

INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING  
FIRM OF THE COMPANY FOR FISCAL  
YEAR 2017.

3. TO APPROVE THE COMPANY'S 2010  
EMPLOYEE ManagementFor For  
STOCK PLAN, AS AMENDED.  
SWEDISH MATCH AB, STOCKHOLM

Security	W92277115	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	16-Dec-2016
ISIN	SE0000310336	Agenda	707603280 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

	AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE CMMT MEETING-REQUIRE			Non-Voting
--	--	--	--	------------

	APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION. MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE			
--	---	--	--	--

	CMMT THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED			Non-Voting
--	--	--	--	------------

	CMMT IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF- ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING- INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY			Non-Voting
--	---	--	--	------------

QUESTIONS, PLEASE  
CONTACT YOUR CLIENT SERVICE-  
REPRESENTATIVE

OPENING OF THE MEETING AND  
ELECTION OF THE

1 CHAIRMAN OF THE MEETING: BJORN- Non-Voting  
KRISTIANSSON, ATTORNEY AT LAW,  
IS PROPOSED

2 AS THE CHAIRMAN OF THE MEETING  
PREPARATION AND APPROVAL OF THE  
VOTING Non-Voting  
LIST

3 ELECTION OF ONE OR TWO PERSONS  
TO VERIFY Non-Voting  
THE MINUTES

4 DETERMINATION OF WHETHER THE  
MEETING HAS Non-Voting  
BEEN DULY CONVENED

5 APPROVAL OF THE AGENDA Non-Voting  
RESOLUTION ON THE BOARD OF  
DIRECTORS

6 PROPOSAL ON A SPECIAL  
DIVIDEND: THE BOARD Management No  
OF DIRECTORS PROPOSES A SPECIAL Action  
DIVIDEND

7 OF 9.50 SEK PER SHARE  
CLOSING OF THE MEETING Non-Voting  
AKORN, INC.

Security	009728106	Meeting Type	Special
Ticker Symbol	AKRX	Meeting Date	16-Dec-2016
ISIN	US0097281069	Agenda	934505225 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	PROPOSAL TO APPROVE THE AKORN, INC. 2016 EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
2.	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE AKORN, INC. 2014 STOCK OPTION PLAN.	Management	For	For

HENNESSY CAPITAL ACQUISITION CORP. II

Security	42588J209	Meeting Type	Annual
Ticker Symbol	HCACU	Meeting Date	20-Dec-2016
ISIN	US42588J2096	Agenda	934509603 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR 1 PETER SHEA	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2	RICHARD BURNS	For	For
3	THOMAS J. SULLIVAN	For	For

RATIFICATION OF THE SELECTION BY THE AUDIT

COMMITTEE OF WITHUM

SMITH+BROWN, PC TO

2.	SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2016.	Management	For	For
----	---	------------	-----	-----

KOREA ELECTRIC POWER CORPORATION

Security	500631106	Meeting Type	Special
Ticker Symbol	KEP	Meeting Date	10-Jan-2017
ISIN	US5006311063	Agenda	934519488 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
4.1	ELECTION OF A STANDING DIRECTOR: MOON, BONG-SOO	Management	Against	Against

TEAM HEALTH HOLDINGS, INC.

Security	87817A107	Meeting Type	Special
Ticker Symbol	TMH	Meeting Date	11-Jan-2017
ISIN	US87817A1079	Agenda	934514818 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 30, 2016, AMONG TEAM HEALTH HOLDINGS, INC., TENNESSEE PARENT, INC. AND TENNESSEE MERGER SUB, INC., AS AMENDED OR MODIFIED FROM TIME TO TIME.	Management	For	For
2.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION THAT WILL OR MAY BE PAID BY TEAM HEALTH HOLDINGS, INC. TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	For	For
3.	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS OF	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TEAM HEALTH  
HOLDINGS, INC. FROM TIME TO TIME,  
IF  
NECESSARY OR APPROPRIATE, FOR  
THE PURPOSE  
OF SOLICITING ADDITIONAL VOTES  
FOR THE  
APPROVAL OF THE MERGER  
AGREEMENT.

COGECO INC.

Security	19238T100	Meeting Type	Annual
Ticker Symbol	CGECF	Meeting Date	12-Jan-2017
ISIN	CA19238T1003	Agenda	934515303 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 LOUIS AUDET		For	For
	2 MARY-ANN BELL		For	For
	3 JAMES C. CHERRY		For	For
	4 PIERRE L. COMTOIS		For	For
	5 CLAUDE A. GARCIA		For	For
	6 NORMAND LEGAULT		For	For
	7 DAVID MCAUSLAND		For	For
	8 JAN PEETERS		For	For

02	APPOINT DELOITTE LLP, CHARTERED ACCOUNTANTS, AS AUDITORS AND AUTHORIZE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For
----	--	------------	-----	-----

03	THE ADVISORY RESOLUTION ACCEPTING THE BOARD'S APPROACH TO EXECUTIVE COMPENSATION. THE TEXT OF THE ADVISORY RESOLUTION ACCEPTING THE BOARD'S APPROACH TO EXECUTIVE COMPENSATION IS SET OUT IN THE NOTICE OF ANNUAL MEETING.	Management	For	For
----	--	------------	-----	-----

LIBERTY MEDIA CORPORATION

Security	531229409	Meeting Type	Special
Ticker Symbol	LSXMA	Meeting Date	17-Jan-2017
ISIN	US5312294094	Agenda	934515238 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	A PROPOSAL TO APPROVE THE ISSUANCE OF SHARES OF LIBERTY MEDIA	Management	For	For

CORPORATION'S  
 SERIES C LIBERTY MEDIA COMMON  
 STOCK, PAR  
 VALUE \$0.01 PER SHARE, IN  
 CONNECTION WITH  
 THE ACQUISITION OF FORMULA 1, AS  
 DESCRIBED  
 IN THE PROXY STATEMENT.

A PROPOSAL TO APPROVE THE  
 ADOPTION OF THE  
 AMENDMENT AND RESTATEMENT OF  
 OUR

RESTATED CERTIFICATE OF  
 INCORPORATION (I) TO  
 CHANGE THE NAME OF THE "MEDIA  
 GROUP" TO

2. THE "FORMULA ONE GROUP," (II) TO ManagementFor For  
 CHANGE THE  
 NAME OF THE "LIBERTY MEDIA  
 COMMON STOCK"  
 TO THE "LIBERTY FORMULA ONE  
 COMMON STOCK,"  
 (III) TO ...(DUE TO SPACE LIMITS, SEE  
 PROXY

STATEMENT FOR FULL PROPOSAL).  
 A PROPOSAL TO AUTHORIZE THE  
 ADJOURNMENT  
 OF THE SPECIAL MEETING BY  
 LIBERTY MEDIA  
 CORPORATION TO PERMIT FURTHER  
 SOLICITATION

3. APPROPRIATE, IF ManagementFor For  
 SUFFICIENT VOTES ARE NOT  
 REPRESENTED AT  
 THE SPECIAL MEETING TO APPROVE  
 THE OTHER  
 PROPOSALS TO BE PRESENTED AT THE  
 SPECIAL  
 MEETING.

BECTON, DICKINSON AND COMPANY

Security	075887109	Meeting Type	Annual
Ticker Symbol	BDX	Meeting Date	24-Jan-2017
ISIN	US0758871091	Agenda	934513727 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BASIL L. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: CATHERINE M. BURZIK	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1C.	ELECTION OF DIRECTOR: R. ANDREW ECKERT	ManagementFor	For
1D.	ELECTION OF DIRECTOR: VINCENT A. FORLENZA	ManagementFor	For
1E.	ELECTION OF DIRECTOR: CLAIRE M. FRASER	ManagementFor	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER JONES	ManagementFor	For
1G.	ELECTION OF DIRECTOR: MARSHALL O. LARSEN	ManagementFor	For
1H.	ELECTION OF DIRECTOR: GARY A. MECKLENBURG	ManagementFor	For
1I.	ELECTION OF DIRECTOR: JAMES F. ORR	ManagementFor	For
1J.	ELECTION OF DIRECTOR: WILLARD J. OVERLOCK, JR.	ManagementFor	For
1K.	ELECTION OF DIRECTOR: CLAIRE POMEROY	ManagementFor	For
1L.	ELECTION OF DIRECTOR: REBECCA W. RIMEL	ManagementFor	For
1M.	ELECTION OF DIRECTOR: BERTRAM L. SCOTT	ManagementFor	For
2.	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE TO APPROVE THE FREQUENCY OF NAMED EXECUTIVE OFFICER COMPENSATION ADVISORY VOTES.	Management	No Action
5.	SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIR.	Shareholder	Against For

POST HOLDINGS, INC.

Security	737446104	Meeting Type	Annual
Ticker Symbol	POST	Meeting Date	26-Jan-2017
ISIN	US7374461041	Agenda	934512333 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ROBERT E. GROTE		For	For
	2 DAVID W. KEMPER		For	For
	3 ROBERT V. VITALE		For	For
2.	RATIFICATION OF PRICEWATERHOUSECOOPERS	ManagementFor		For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

LLP AS OUR INDEPENDENT  
REGISTERED PUBLIC  
ACCOUNTING FIRM FOR THE FISCAL  
YEAR ENDING  
SEPTEMBER 30, 2017.

- |    |   |                     |     |
|----|---|---------------------|-----|
| 3. | ADVISORY VOTE ON EXECUTIVE<br>COMPENSATION.<br>SHAREHOLDER PROPOSAL                   | ManagementFor       | For |
| 4. | CONCERNING A<br>REPORT DISCLOSING RISKS OF CAGED<br>CHICKENS.<br>SHAREHOLDER PROPOSAL | Shareholder Against | For |
| 5. | CONCERNING AN<br>INDEPENDENT BOARD CHAIRMAN.  | Shareholder Against | For |

WALGREENS BOOTS ALLIANCE, INC.

Security	931427108	Meeting Type	Annual
Ticker Symbol	WBA	Meeting Date	26-Jan-2017
ISIN	US9314271084	Agenda	934512648 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JANICE M. BABIAK	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID J. BRAILER	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM C. FOOTE	Management	For	For
1D.	ELECTION OF DIRECTOR: GINGER L. GRAHAM	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN A. LEDERER	Management	For	For
1F.	ELECTION OF DIRECTOR: DOMINIC P. MURPHY	Management	For	For
1G.	ELECTION OF DIRECTOR: STEFANO PESSINA	Management	For	For
1H.	ELECTION OF DIRECTOR: LEONARD D. SCHAEFFER	Management	For	For
1I.	ELECTION OF DIRECTOR: NANCY M. SCHLICHTING	Management	For	For
1J.	ELECTION OF DIRECTOR: JAMES A. SKINNER	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. RATIFICATION OF THE APPOINTMENT OF DELOITTE	Management	For	For
3.	& TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Management	For	For
4.		Management	For	For

APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE MEASURES UNDER THE WALGREENS BOOTS ALLIANCE, INC. AMENDED AND RESTATED 2011 CASH-BASED INCENTIVE PLAN.

5. STOCKHOLDER PROPOSAL REQUESTING CERTAIN PROXY ACCESS BY-LAW AMENDMENTS. Shareholder Abstain Against

6. STOCKHOLDER PROPOSAL RELATING TO EXECUTIVE PAY & SUSTAINABILITY PERFORMANCE. Shareholder Against For

AIR PRODUCTS AND CHEMICALS, INC.

Security	009158106	Meeting Type	Annual
Ticker Symbol	APD	Meeting Date	26-Jan-2017
ISIN	US0091581068	Agenda	934513424 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: SUSAN K. CARTER	Management	For	For
1B	ELECTION OF DIRECTOR: CHARLES I. COGUT	Management	For	For
1C	ELECTION OF DIRECTOR: SEIFI GHASEMI	Management	For	For
1D	ELECTION OF DIRECTOR: CHADWICK C. DEATON	Management	For	For
1E	ELECTION OF DIRECTOR: DAVID H. Y. HO	Management	For	For
1F	ELECTION OF DIRECTOR: MARGARET G. MCGLYNN	Management	For	For
1G	ELECTION OF DIRECTOR: EDWARD L. MONSER	Management	For	For
1H	ELECTION OF DIRECTOR: MATTHEW H. PAULL	Management	For	For
2	ADVISORY VOTE ON EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3	FREQUENCY OF ADVISORY VOTES ON EXECUTIVE OFFICER COMPENSATION.	Management	1 Year	For
4	RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SEPTEMBER 30, 2017.

ASHLAND GLOBAL HOLDINGS INC

Security 044186104

Ticker Symbol ASH

ISIN

Meeting Type

Meeting Date

Agenda

Annual

26-Jan-2017

934513448 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: BRENDAN M. CUMMINS	Management	For	For
1.2	ELECTION OF DIRECTOR: WILLIAM G. DEMPSEY	Management	For	For
1.3	ELECTION OF DIRECTOR: JAY V. IHLENFELD	Management	For	For
1.4	ELECTION OF DIRECTOR: BARRY W. PERRY	Management	For	For
1.5	ELECTION OF DIRECTOR: MARK C. ROHR	Management	For	For
1.6	ELECTION OF DIRECTOR: GEORGE A. SCHAEFER, JR.	Management	For	For
1.7	ELECTION OF DIRECTOR: JANICE J. TEAL	Management	For	For
1.8	ELECTION OF DIRECTOR: MICHAEL J. WARD	Management	For	For
1.9	ELECTION OF DIRECTOR: WILLIAM A. WULFSOHN	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2017. A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION PAID TO ASHLAND'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
3.	THE STOCKHOLDER VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY.	Management	1 Year	For

SALLY BEAUTY HOLDINGS, INC.

Security 79546E104

Ticker Symbol SBH

ISIN US79546E1047

Meeting Type

Meeting Date

Agenda

Annual

26-Jan-2017

934513652 - Management

Item	Proposal	Vote
------	----------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

		Proposed by Management	For/Against Management
1.	DIRECTOR		
	1 KATHERINE BUTTON BELL	For	For
	2 CHRISTIAN A. BRICKMAN	For	For
	3 ERIN NEALY COX	For	For
	4 MARSHALL E. EISENBERG	For	For
	5 DAVID W. GIBBS	For	For
	6 ROBERT R. MCMASTER	For	For
	7 JOHN A. MILLER	For	For
	8 SUSAN R. MULDER	For	For
	9 EDWARD W. RABIN	For	For

APPROVAL OF THE COMPENSATION OF THE

2.	CORPORATION'S EXECUTIVE OFFICERS INCLUDING THE CORPORATION'S COMPENSATION PRACTICES AND PRINCIPLES AND THEIR IMPLEMENTATION.	Management	For
	FREQUENCY OF ADVISORY VOTES ON EXECUTIVE		

3.	COMPENSATION. *PLEASE SELECT ONLY ONE OPTION*	Management	1 Year	For
----	---	------------	--------	-----

4.	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2017.	Management	For	For
----	--	------------	-----	-----

EDGEWELL PERSONAL CARE COMPANY

Security	28035Q102	Meeting Type	Annual
Ticker Symbol	EPC	Meeting Date	27-Jan-2017
ISIN	US28035Q1022	Agenda	934514123 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID P. HATFIELD	Management	For	For
1B.	ELECTION OF DIRECTOR: DANIEL J. HEINRICH	Management	For	For
1C.	ELECTION OF DIRECTOR: CARLA C. HENDRA	Management	For	For
1D.	ELECTION OF DIRECTOR: R. DAVID HOOVER	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN C. HUNTER, III	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES C. JOHNSON	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1G.	ELECTION OF DIRECTOR: ELIZABETH V. LONG	ManagementFor	For
1H.	ELECTION OF DIRECTOR: RAKESH SACHDEV	ManagementFor	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For
3.	APPROVAL OF EXECUTIVE OFFICER BONUS PLAN PERFORMANCE-BASED CRITERIA.	ManagementFor	For
4.	NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor	For

ENERGIZER HOLDINGS, INC.

Security	29272W109	Meeting Type	Annual
Ticker Symbol	ENR	Meeting Date	30-Jan-2017
ISIN	US29272W1099	Agenda	934513715 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: CYNTHIA J. BRINKLEY	Management	For	For
1.2	ELECTION OF DIRECTOR: JOHN E. KLEIN	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For
4.	VOTE TO AMEND AND RESTATE THE AMENDED AND RESTATED ARTICLES OF INCORPORATION TO PROVIDE FOR THE DECLASSIFICATION OF THE COMPANY'S BOARD OF DIRECTORS	Management	For	For

GRIFFON CORPORATION

Security	398433102	Meeting Type	Annual
Ticker Symbol	GFF	Meeting Date	31-Jan-2017
ISIN	US3984331021	Agenda	934515757 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR 1 THOMAS J. BROSIG	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	2	REAR ADM R.G. HARRISON		For	For
	3	RONALD J. KRAMER		For	For
	4	GEN VICTOR E. RENUART		For	For
		APPROVAL OF THE RESOLUTION APPROVING THE COMPENSATION OF OUR EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
2.		FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF OUR EXECUTIVE OFFICERS.	Management	1 Year	For
3.		RATIFICATION OF THE SELECTION BY OUR AUDIT COMMITTEE OF GRANT THORNTON LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017.	Management	For	For
4.					

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	31-Jan-2017
ISIN	US71654V4086	Agenda	934522257 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	PROPOSAL FOR APPROVAL OF DISPOSAL OF 100% (ONE HUNDRED PERCENT) OF THE SHARES HELD BY PETROLEO BRASILEIRO S.A. - PETROBRAS, OF LIQUIGAS DISTRIBUIDORA S.A., TO COMPANHIA ULTRAGAZ S.A., A WHOLLY-OWNED SUBSIDIARY OF ULTRAPAR PARTICIPACOES S.A., FOR THE AMOUNT OF BRL 2,665,569,000.00 (TWO BILLION, SIX HUNDRED AND SIXTY-FIVE MILLION, FIVE HUNDRED AND SIXTY-NINE THOUSAND REAIS).	Management	For	For
2.	PROPOSAL FOR APPROVAL OF DISPOSAL OF 100% (ONE HUNDRED PERCENT) OF THE SHARES HELD BY PETROLEO BRASILEIRO S.A. - PETROBRAS OF PETROQUIMICASUAPE AND CITEPE,	Management	For	For

TO GRUPO  
 PETROTEMEX, S.A. DE C.V. ("GRUPO  
 PETROTEMEX") AND DAK AMERICAS  
 EXTERIOR, S.L.  
 ("DAK"), SUBSIDIARIES OF ALPEK,  
 S.A.B. DE C.V.  
 ("ALPEK"), FOR THE AMOUNT, IN  
 REAIS,  
 EQUIVALENT TO US\$ 385,000,000.00  
 (THREE  
 HUNDRED EIGHTY-FIVE MILLION  
 DOLLARS),  
 ADJUSTED BY THE POSITIVE  
 CUMULATIVE CHANGE  
 IN THE UNITED STATES INFLATION  
 RATE, ...(DUE TO  
 SPACE LIMITS, SEE PROXY MATERIAL  
 FOR FULL  
 PROPOSAL).

## ARAMARK

Security	03852U106	Meeting Type	Annual
Ticker Symbol	ARMK	Meeting Date	01-Feb-2017
ISIN	US03852U1060	Agenda	934516127 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 ERIC J. FOSS		For	For
	2 P.O. BECKERS-VIEUJANT		For	For
	3 LISA G. BISACCIA		For	For
	4 RICHARD DREILING		For	For
	5 IRENE M. ESTEVES		For	For
	6 DANIEL J. HEINRICH		For	For
	7 SANJEEV K. MEHRA		For	For
	8 PATRICIA MORRISON		For	For
	9 JOHN A. QUELCH		For	For
	10 STEPHEN I. SADOVE		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS ARAMARK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 29, 2017. TO APPROVE, IN A NON-BINDING ADVISORY VOTE,	Management	For	For
3.	THE COMPENSATION PAID TO THE NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	TO APPROVE ARAMARK'S AMENDED AND	Management	For	For

RESTATED 2013 STOCK INCENTIVE  
PLAN.  
TO APPROVE ARAMARK'S AMENDED  
AND

5. RESTATED SENIOR EXECUTIVE ManagementFor For  
PERFORMANCE  
BONUS PLAN.

CHEMTURA CORPORATION

Security	163893209	Meeting Type	Special
Ticker Symbol	CHMT	Meeting Date	01-Feb-2017
ISIN	US1638932095	Agenda	934519147 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 25, 2016, BY AND AMONG CHEMTURA CORPORATION ("CHEMTURA"), LANXESS DEUTSCHLAND GMBH AND LANXESS ADDITIVES INC., AS MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT", AND THE TRANSACTIONS CONTEMPLATED THEREBY, THE "MERGER"). TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION THAT WILL OR	Management	For	For
2	MAY BE PAID BY CHEMTURA TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	For	For
3	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS OF CHEMTURA, INCLUDING IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO APPROVE AND ADOPT THE MERGER AGREEMENT, IF THERE ARE NOT SUFFICIENT VOTES	Management	For	For



AT THE  
TIME OF SUCH ADJOURNMENT TO  
APPROVE AND  
ADOPT THE MERGER AGREEMENT.

CHINA MENGNIU DAIRY CO LTD

Security	G21096105	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	03-Feb-2017
ISIN	KYG210961051	Agenda	707692150 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE			
CMMT	URL LINKS:-	Non-Voting		
	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0116/LTN20170116177.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0116/LTN20170116177.pdf</a> -AND-			
	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0116/LTN20170116170.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0116/LTN20170116170.pdf</a>			
	PLEASE NOTE THAT SHAREHOLDERS ARE			
CMMT	ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-	Non-Voting		
	RESOLUTION 1, ABSTAIN IS NOT A VOTING OPTION			
	ON THIS MEETING			
1	TO APPROVE, CONFIRM AND/OR RATIFY (AS THE CASE MAY BE) (A) THE SALE AND PURCHASE AGREEMENT DATED 4 JANUARY 2017 ("SPA") (DETAILS OF WHICH ARE SET OUT IN THE CIRCULAR OF THE COMPANY DATED 16 JANUARY 2017 TO THE SHAREHOLDERS OF THE COMPANY) AND ALL THE TRANSACTIONS CONTEMPLATED THEREUNDER OR IN RELATION THERETO AND (B) THE ACQUISITION OF ALL THE OUTSTANDING SHARES IN THE ISSUED SHARE CAPITAL OF CHINA MODERN DAIRY HOLDINGS LTD. ("CMD") (OTHER THAN THOSE ALREADY OWNED OR	ManagementFor		For

AGREED TO BE  
 ACQUIRED BY THE COMPANY AND ITS  
 CONCERT  
 PARTIES) AND THE CANCELLATION OF  
 ALL  
 OUTSTANDING OPTIONS OF CMD BY  
 WAY OF  
 CONDITIONAL MANDATORY CASH  
 OFFERS (THE  
 "OFFERS") AND ALL TRANSACTIONS  
 CONTEMPLATED THEREUNDER OR IN  
 RELATION  
 THERETO; AND TO AUTHORIZE ANY  
 ONE OR MORE  
 OF THE DIRECTORS AND/OR THE  
 COMPANY  
 SECRETARY OF THE COMPANY TO DO  
 ALL SUCH  
 ACTS AND THINGS, TO SIGN AND  
 EXECUTE ALL  
 SUCH DOCUMENTS FOR AND ON  
 BEHALF OF THE  
 COMPANY AND TO TAKE SUCH STEPS  
 AS HE/THEY  
 MAY IN HIS/THEIR ABSOLUTE  
 DISCRETION  
 CONSIDER NECESSARY, APPROPRIATE,  
 DESIRABLE OR EXPEDIENT TO GIVE  
 EFFECT TO OR  
 IN CONNECTION WITH THE SPA, THE  
 OFFERS AND  
 THE TRANSACTIONS CONTEMPLATED  
 THEREUNDER OR IN RELATION  
 THERETO

EMERSON ELECTRIC CO.

Security	291011104	Meeting Type	Annual
Ticker Symbol	EMR	Meeting Date	07-Feb-2017
ISIN	US2910111044	Agenda	934513640 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 D.N. FARR		For	For
	2 W.R. JOHNSON		For	For
	3 M.S. LEVATICH		For	For
	4 J.W. PRUEHER		For	For
2.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EMERSON ELECTRIC CO. EXECUTIVE COMPENSATION.	Management	For	For
3.		Management	1 Year	For

ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTES.

4.	RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
5.	APPROVAL OF THE STOCKHOLDER PROPOSAL TO ADOPT AN INDEPENDENT BOARD CHAIR POLICY AS DESCRIBED IN THE PROXY STATEMENT.	Shareholder	Against	For
6.	APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A POLITICAL CONTRIBUTIONS REPORT AS DESCRIBED IN THE PROXY STATEMENT.	Shareholder	Abstain	Against
7.	APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING ISSUANCE OF A LOBBYING REPORT AS DESCRIBED IN THE PROXY STATEMENT.	Shareholder	Abstain	Against
8.	APPROVAL OF THE STOCKHOLDER PROPOSAL ON GREENHOUSE GAS EMISSIONS AS DESCRIBED IN THE PROXY STATEMENT.	Shareholder	Abstain	Against

ROCKWELL AUTOMATION, INC.

Security	773903109	Meeting Type	Annual
Ticker Symbol	ROK	Meeting Date	07-Feb-2017
ISIN	US7739031091	Agenda	934515050 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
A.	DIRECTOR			
	1 STEVEN R. KALMANSON		For	For
	2 JAMES P. KEANE		For	For
	3 BLAKE D. MORET		For	For
	4 DONALD R. PARFET		For	For
	5 THOMAS W. ROSAMILIA		For	For
	TO APPROVE THE SELECTION OF DELOITTE & TOUCHE LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

- TO APPROVE, ON AN ADVISORY BASIS,  
THE
- C. COMPENSATION OF THE ManagementFor For  
CORPORATION'S NAMED  
EXECUTIVE OFFICERS.
- TO APPROVE, ON AN ADVISORY BASIS,  
THE
- D. FREQUENCY OF THE VOTE ON THE Management1 Year For  
COMPENSATION OF THE  
CORPORATION'S NAMED  
EXECUTIVE OFFICERS.

DOLBY LABORATORIES, INC.

Security	25659T107	Meeting Type	Annual
Ticker Symbol	DLB	Meeting Date	07-Feb-2017
ISIN	US25659T1079	Agenda	934515113 - Management

- | Item | Proposal  | Proposed<br>by | Vote    | For/Against<br>Management |
|------|---|----------------|---------|---------------------------|
| 1.   | DIRECTOR  | Management     |         |                           |
|      | 1 KEVIN YEAMAN  |                | For     | For                       |
|      | 2 PETER GOTCHER   |                | For     | For                       |
|      | 3 MICHELINE CHAU  |                | For     | For                       |
|      | 4 DAVID DOLBY   |                | For     | For                       |
|      | 5 NICHOLAS DONATIELLO, JR   |                | For     | For                       |
|      | 6 N. WILLIAM JASPER, JR.  |                | For     | For                       |
|      | 7 SIMON SEGARS  |                | For     | For                       |
|      | 8 ROGER SIBONI  |                | For     | For                       |
|      | 9 AVADIS TEVANIAN, JR.  |                | For     | For                       |
|      | THE AMENDMENT AND<br>RESTATEMENT OF THE<br>DOLBY LABORATORIES, INC. 2005<br>STOCK PLAN TO<br>RESERVE AN ADDITIONAL 8 MILLION<br>SHARES OF<br>CLASS A COMMON STOCK FOR<br>ISSUANCE | Management     | Against | Against                   |
| 2.   | THEREUNDER AND RE-APPROVAL OF<br>THE MENU<br>OF PERFORMANCE-BASED<br>COMPENSATION<br>MEASURES PREVIOUSLY<br>ESTABLISHED UNDER<br>THE PLAN.  |                |         |                           |
| 3.   | AN ADVISORY VOTE TO APPROVE THE<br>COMPENSATION OF THE COMPANY'S<br>NAMED<br>EXECUTIVE OFFICERS.  | Management     | For     | For                       |
| 4.   | RATIFICATION OF THE APPOINTMENT<br>OF KPMG LLP<br>AS THE COMPANY'S INDEPENDENT<br>REGISTERED  | Management     | For     | For                       |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

PUBLIC ACCOUNTING FIRM FOR THE  
FISCAL YEAR  
ENDING SEPTEMBER 29, 2017.

NAVISTAR INTERNATIONAL CORPORATION

Security	63934E108	Meeting Type	Annual
Ticker Symbol	NAV	Meeting Date	14-Feb-2017
ISIN	US63934E1082	Agenda	934517547 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 TROY A. CLARKE		For	For
	2 JOSE MARIA ALAPONT		For	For
	3 STEPHEN R. D'ARCY		For	For
	4 VINCENT J. INTRIERI		For	For
	5 GENERAL S.A. MCCHRYSTAL		For	For
	6 SAMUEL J. MERKSAMER		For	For
	7 MARK H. RACHESKY, M.D.		For	For
	8 MICHAEL F. SIRIGNANO		For	For
	9 DENNIS A. SUSKIND		For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
3.	ADVISORY VOTE ON FREQUENCY OF VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	VOTE TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

INGLES MARKETS, INCORPORATED

Security	457030104	Meeting Type	Annual
Ticker Symbol	IMKTA	Meeting Date	14-Feb-2017
ISIN	US4570301048	Agenda	934518979 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ERNEST E. FERGUSON		For	For
	2 BRENDA S. TUDOR		For	For
2.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION, AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
3.	TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management	3 Years	For
4.		Shareholder	Against	For

STOCKHOLDER PROPOSAL  
 CONCERNING  
 ASSIGNING ONE VOTE TO EACH  
 SHARE.

TIME WARNER INC.

Security 887317303

Ticker Symbol TWX

ISIN US8873173038

Meeting Type

Special

Meeting Date

15-Feb-2017

Agenda

934521560 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 22, 2016, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG TIME WARNER INC., A DELAWARE CORPORATION, AT&T INC., A DELAWARE CORPORATION, WEST MERGER SUB, INC., A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF AT&T INC., AND WEST MERGER SUB II, LLC, A DELAWARE LIMITED LIABILITY COMPANY AND A WHOLLY OWNED SUBSIDIARY OF AT&T INC. APPROVE, BY NON-BINDING, ADVISORY VOTE, CERTAIN COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO TIME WARNER INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE	Management	For	For
2.	TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT AND THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	For	For
3.	APPROVE ADJOURNMENTS OF THE SPECIAL	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

MEETING, IF NECESSARY OR  
 APPROPRIATE, TO  
 SOLICIT ADDITIONAL PROXIES IF  
 THERE ARE  
 INSUFFICIENT VOTES AT THE TIME OF  
 THE SPECIAL  
 MEETING TO ADOPT THE MERGER  
 AGREEMENT.

WHOLE FOODS MARKET, INC.

Security	966837106	Meeting Type	Annual
Ticker Symbol	WFM	Meeting Date	17-Feb-2017
ISIN	US9668371068	Agenda	934518501 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DR. JOHN ELSTROTT	Management	For	For
1B.	ELECTION OF DIRECTOR: MARY ELLEN COE	Management	For	For
1C.	ELECTION OF DIRECTOR: SHAHID (HASS) HASSAN	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHANIE KUGELMAN	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN MACKEY	Management	For	For
1F.	ELECTION OF DIRECTOR: WALTER ROBB	Management	For	For
1G.	ELECTION OF DIRECTOR: JONATHAN SEIFFER	Management	For	For
1H.	ELECTION OF DIRECTOR: MORRIS (MO) SIEGEL	Management	For	For
1I.	ELECTION OF DIRECTOR: JONATHAN SOKOLOFF	Management	For	For
1J.	ELECTION OF DIRECTOR: DR. RALPH SORENSON	Management	For	For
1K.	ELECTION OF DIRECTOR: GABRIELLE SULZBERGER	Management	For	For
1L.	ELECTION OF DIRECTOR: WILLIAM (KIP) TINDELL, III	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR THE	Management	For	For

COMPANY FOR THE FISCAL YEAR  
ENDING  
SEPTEMBER 24, 2017.

PROPOSAL ASKING OUR BOARD OF  
DIRECTORS TO

5. ADOPT REVISIONS TO THE Shareholder Abstain Against  
COMPANY'S PROXY  
ACCESS BYLAW.

6. PROPOSAL ASKING THE COMPANY TO  
ISSUE A Shareholder Abstain Against  
REPORT REGARDING OUR FOOD  
WASTE EFFORTS.

HARMAN INTERNATIONAL INDUSTRIES, INC.

Security	413086109	Meeting Type	Special
Ticker Symbol	HAR	Meeting Date	17-Feb-2017
ISIN	US4130861093	Agenda	934524667 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	ADOPTION OF THE MERGER AGREEMENT: THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), DATED AS OF NOVEMBER 14, 2016, BY AND AMONG HARMAN INTERNATIONAL INDUSTRIES, INCORPORATED (THE "COMPANY"), SAMSUNG ELECTRONICS CO., LTD., SAMSUNG ELECTRONICS AMERICA, INC. AND SILK DELAWARE, INC. ADVISORY VOTE ON NAMED EXECUTIVE OFFICER MERGER-RELATED COMPENSATION: THE PROPOSAL TO APPROVE, ON AN ADVISORY (NON- BINDING) BASIS, SPECIFIED COMPENSATION THAT MAY BECOME PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	For	For
2.	VOTE ON ADJOURNMENT: THE PROPOSAL TO	Management	For	For



APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.

## DEERE &amp; COMPANY

Security	244199105	Meeting Type	Annual
Ticker Symbol	DE	Meeting Date	22-Feb-2017
ISIN	US2441991054	Agenda	934520518 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SAMUEL R. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For	For
1C.	ELECTION OF DIRECTOR: VANCE D. COFFMAN	Management	For	For
1D.	ELECTION OF DIRECTOR: ALAN C. HEUBERGER	Management	For	For
1E.	ELECTION OF DIRECTOR: DIPAK C. JAIN	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL O. JOHANNNS	Management	For	For
1G.	ELECTION OF DIRECTOR: CLAYTON M. JONES	Management	For	For
1H.	ELECTION OF DIRECTOR: BRIAN M. KRZANICH	Management	For	For
1I.	ELECTION OF DIRECTOR: GREGORY R. PAGE	Management	For	For
1J.	ELECTION OF DIRECTOR: SHERRY M. SMITH	Management	For	For
1K.	ELECTION OF DIRECTOR: DMITRI L. STOCKTON	Management	For	For
1L.	ELECTION OF DIRECTOR: SHEILA G. TALTON	Management	For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For
3.	NON-BINDING ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management	1 Year	For
4.		Management	For	For

RATIFICATION OF THE APPOINTMENT  
OF DELOITTE  
& TOUCHE LLP AS DEERE'S  
INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING  
FIRM FOR  
FISCAL 2017  
STOCKHOLDER PROPOSAL - RIGHT TO

5. ACT BY Shareholder Against For  
WRITTEN CONSENT

EARTHLINK HOLDINGS CORP.

Security	27033X101	Meeting Type	Special
Ticker Symbol	ELNK	Meeting Date	24-Feb-2017
ISIN	US27033X1019	Agenda	934525873 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	MERGER PROPOSAL. PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 5, 2016, AS AMENDED FROM TIME TO TIME IN ACCORDANCE WITH THE TERMS THEREOF, BY AND AMONG EARTHLINK HOLDINGS CORP. ("EARTHLINK"), WINDSTREAM HOLDINGS, INC. ("WINDSTREAM"), EUROPA MERGER SUB, INC. ("MERGER SUB 1") ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). ADJOURNMENT PROPOSAL. PROPOSAL TO ADJOURN THE EARTHLINK SPECIAL MEETING TO SOLICIT ADDITIONAL PROXIES IF EARTHLINK HAS	Management	For	For
2.	NOT RECEIVED PROXIES REPRESENTING A SUFFICIENT NUMBER OF SHARES OF EARTHLINK COMMON STOCK TO APPROVE THE MERGER PROPOSAL.	Management	For	For
3.	COMPENSATION PROPOSAL. PROPOSAL TO APPROVE, ON A NON-BINDING,	Management	For	For

ADVISORY BASIS,  
 THE COMPENSATION THAT MAY  
 BECOME PAYABLE  
 TO EARTHLINK'S NAMED EXECUTIVE  
 OFFICERS IN  
 CONNECTION WITH THE COMPLETION  
 OF THE  
 MERGERS.

HENNESSY CAPITAL ACQUISITION CORP. II

Security	42588J209	Meeting Type	Special
Ticker Symbol	HCACU	Meeting Date	27-Feb-2017
ISIN	US42588J2096	Agenda	934529162 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	<p>TO CONSIDER AND VOTE UPON A PROPOSAL (I) TO APPROVE AND ADOPT THE MERGER AGREEMENT, DATED AS OF DECEMBER 22, 2016, AS IT MAY BE AMENDED (THE "MERGER AGREEMENT"), BY AND AMONG THE COMPANY, HCAC MERGER SUB, INC., DASEKE, INC. AND DON R. DASEKE, SOLELY IN HIS CAPACITY AS THE STOCKHOLDER REPRESENTATIVE, AND THE TRANSACTIONS CONTEMPLATED THEREBY (THE "BUSINESS COMBINATION").</p> <p>IF YOU INTEND TO EXERCISE YOUR REDEMPTION RIGHTS, PLEASE CHECK THIS "FOR" BOX. CHECKING THIS BOX, HOWEVER, IS NOT SUFFICIENT TO EXERCISE YOUR REDEMPTION RIGHTS. YOU MUST COMPLY WITH THE PROCEDURES SET FORTH IN THE DEFINITIVE PROXY STATEMENT UNDER THE HEADING "SPECIAL MEETING OF HENNESSY CAPITAL STOCKHOLDERS - REDEMPTION RIGHTS."</p>	Management	For	For
1A.	<p>THE PROCEDURES SET FORTH IN THE DEFINITIVE PROXY STATEMENT UNDER THE HEADING "SPECIAL MEETING OF HENNESSY CAPITAL STOCKHOLDERS - REDEMPTION RIGHTS."</p>	Management	For	

I HEREBY CERTIFY THAT I AM NOT  
 ACTING IN  
 CONCERT, OR AS A "GROUP" (AS  
 DEFINED IN  
 SECTION 13(D)(3) OF THE SECURITIES  
 EXCHANGE  
 ACT OF 1934, AS AMENDED), WITH  
 ANY OTHER  
 STOCKHOLDER WITH RESPECT TO THE

- |     |   |               |     |
|-----|---|---------------|-----|
| 1B. | SHARES OF<br>COMMON STOCK OF THE COMPANY<br>OWNED BY ME<br>IN CONNECTION WITH THE PROPOSED<br>BUSINESS<br>COMBINATION BETWEEN THE<br>COMPANY AND<br>DASEKE, INC. TO CERTIFY YOU ARE<br>NOT ACTING IN<br>CONCERT. PLEASE MARK "FOR" BOX.<br>TO CONSIDER AND ACT UPON A<br>PROPOSED<br>AMENDMENT TO THE COMPANY'S<br>EXISTING | ManagementFor |     |
| 2.  | CHARTER TO INCREASE THE<br>COMPANY'S<br>AUTHORIZED COMMON STOCK AND<br>PREFERRED<br>STOCK.<br>TO CONSIDER AND ACT UPON A<br>PROPOSED<br>AMENDMENT TO THE COMPANY'S<br>EXISTING<br>CHARTER TO PROVIDE FOR THE<br>CLASSIFICATION  | ManagementFor | For |
| 3.  | OF OUR BOARD OF DIRECTORS INTO<br>THREE<br>CLASSES OF DIRECTORS WITH<br>STAGGERED<br>THREE-YEAR TERMS OF OFFICE AND<br>TO MAKE<br>CERTAIN RELATED CHANGES.  | ManagementFor | For |
| 4.  | TO CONSIDER AND ACT UPON A<br>PROPOSED<br>AMENDMENT TO THE COMPANY'S<br>EXISTING<br>CHARTER TO DESIGNATE THE COURT<br>OF<br>CHANCERY OF THE STATE OF<br>DELAWARE AS THE<br>SOLE AND EXCLUSIVE FORUM FOR<br>SPECIFIED  | ManagementFor | For |

LEGAL ACTIONS AND PROVIDE FOR CERTAIN ADDITIONAL CHANGES, INCLUDING CHANGING THE COMPANY'S NAME FROM "HENNESSY CAPITAL ACQUISITION CORP. II" TO "DASEKE, INC.", MAKING THE COMPANY'S CORPORATE EXISTENCE PERPETUAL AND PROVIDING FOR SEVERABILITY IF ANY CLAUSE SHALL BE HELD INVALID, ILLEGAL OR ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).

- |    |  |                                     |                   |
|----|--|-------------------------------------|-------------------|
| 5. | DIRECTOR<br>1 DANIEL J. HENNESSY<br>2 DON R. DASEKE<br>3 MARK SINCLAIR   | Management<br><br>For<br>For<br>For | For<br>For<br>For |
| 6. | TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE AND ADOPT THE DASEKE, INC. 2017 OMNIBUS INCENTIVE PLAN. TO APPROVE, FOR PURPOSES OF COMPLYING WITH APPLICABLE NASDAQ LISTING   | ManagementFor                       | For               |
| 7. | RULES, THE ISSUANCE OF MORE THAN 20% OF THE COMPANY'S ISSUED AND OUTSTANDING COMMON STOCK.   | ManagementFor                       | For               |
| 8. | TO CONSIDER AND VOTE UPON A PROPOSAL TO ADJOURN THE SPECIAL MEETING OF STOCKHOLDERS TO A LATER DATE OR DATES, IF NECESSARY, TO PERMIT FURTHER SOLICITATION AND VOTE OF PROXIES IF, BASED UPON THE TABULATED VOTE AT THE TIME OF THE SPECIAL MEETING, THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE BUSINESS COMBINATION PROPOSAL, PROPOSAL 2, THE DIRECTOR | ManagementFor                       | For               |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ELECTION PROPOSAL OR THE NASDAQ  
PROPOSAL.

APPLE INC.

Security	037833100	Meeting Type	Annual
Ticker Symbol	AAPL	Meeting Date	28-Feb-2017
ISIN	US0378331005	Agenda	934520556 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES BELL	Management	For	For
1B.	ELECTION OF DIRECTOR: TIM COOK	Management	For	For
1C.	ELECTION OF DIRECTOR: AL GORE	Management	For	For
1D.	ELECTION OF DIRECTOR: BOB IGER	Management	For	For
1E.	ELECTION OF DIRECTOR: ANDREA JUNG	Management	For	For
1F.	ELECTION OF DIRECTOR: ART LEVINSON	Management	For	For
1G.	ELECTION OF DIRECTOR: RON SUGAR	Management	For	For
1H.	ELECTION OF DIRECTOR: SUE WAGNER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS APPLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION A SHAREHOLDER PROPOSAL ENTITLED	Management	1 Year	For
5.	"CHARITABLE GIVING - RECIPIENTS, INTENTS AND BENEFITS" A SHAREHOLDER PROPOSAL REGARDING	Shareholder	Against	For
6.	DIVERSITY AMONG OUR SENIOR MANAGEMENT AND BOARD OF DIRECTORS A SHAREHOLDER PROPOSAL ENTITLED	Shareholder	Against	For
7.	"SHAREHOLDER PROXY ACCESS AMENDMENTS" A SHAREHOLDER PROPOSAL ENTITLED	Shareholder	Abstain	Against
8.	"EXECUTIVE COMPENSATION REFORM"	Shareholder	Against	For
9.		Shareholder	Against	For

A SHAREHOLDER PROPOSAL  
ENTITLED  
"EXECUTIVES TO RETAIN  
SIGNIFICANT STOCK"

MALLINCKRODT PLC

Security G5785G107

Ticker Symbol MNK

ISIN IE00BBGT3753

Meeting Type

Annual

Meeting Date

01-Mar-2017

Agenda

934522891 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MELVIN D. BOOTH	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID R. CARLUCCI	Management	For	For
1C.	ELECTION OF DIRECTOR: J. MARTIN CARROLL	Management	For	For
1D.	ELECTION OF DIRECTOR: DIANE H. GULYAS	Management	For	For
1E.	ELECTION OF DIRECTOR: JOANN A. REED	Management	For	For
1F.	ELECTION OF DIRECTOR: ANGUS C. RUSSELL	Management	For	For
1G.	ELECTION OF DIRECTOR: VIRGIL D. THOMPSON	Management	For	For
1H.	ELECTION OF DIRECTOR: MARK C. TRUDEAU	Management	For	For
1I.	ELECTION OF DIRECTOR: KNEELAND C. YOUNGBLOOD, M.D.	Management	For	For
1J.	ELECTION OF DIRECTOR: JOSEPH A. ZACCAGNINO	Management	For	For
2.	APPROVE, IN A NON-BINDING VOTE, THE RE-APPOINTMENT OF THE INDEPENDENT AUDITORS	Management	For	For
3.	AND TO AUTHORIZE, IN A BINDING VOTE, THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION.	Management	For	For
3.	APPROVE, IN A NON-BINDING ADVISORY VOTE, THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	AUTHORIZE THE COMPANY AND/OR ANY SUBSIDIARY TO MAKE MARKET PURCHASES OR OVERSEAS MARKET PURCHASES OF COMPANY	Management	For	For

SHARES.

5.	AUTHORIZE THE PRICE RANGE AT WHICH THE COMPANY CAN RE-ALLOT SHARES IT HOLDS AS TREASURY SHARES (SPECIAL RESOLUTION).	ManagementFor	For
6A.	AMEND THE COMPANY'S MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS (SPECIAL RESOLUTION).	ManagementFor	For
6B.	AMEND THE COMPANY'S ARTICLES OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS (SPECIAL RESOLUTION).	ManagementFor	For
7.	APPROVE THE REDUCTION OF COMPANY CAPITAL (SPECIAL RESOLUTION).	ManagementFor	For

AMERISOURCEBERGEN CORPORATION

Security	03073E105	Meeting Type	Annual
Ticker Symbol	ABC	Meeting Date	02-Mar-2017
ISIN	US03073E1055	Agenda	934520520 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ORNELLA BARRA	Management	For	For
1B.	ELECTION OF DIRECTOR: STEVEN H. COLLIS	Management	For	For
1C.	ELECTION OF DIRECTOR: DOUGLAS R. CONANT	Management	For	For
1D.	ELECTION OF DIRECTOR: D. MARK DURCAN	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD W. GOCHNAUER	Management	For	For
1F.	ELECTION OF DIRECTOR: LON R. GREENBERG	Management	For	For
1G.	ELECTION OF DIRECTOR: JANE E. HENNEY, M.D.	Management	For	For
1H.	ELECTION OF DIRECTOR: KATHLEEN W. HYLE	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL J. LONG	Management	For	For
1J.	ELECTION OF DIRECTOR: HENRY W. MCGEE	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC	Management	For	For



	ACCOUNTING FIRM FOR FISCAL YEAR 2017. ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	ADVISORY VOTE ON THE FREQUENCY OF A STOCKHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. APPROVAL OF AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION SO THAT DIRECTORS MAY BE REMOVED WITH OR WITHOUT CAUSE.	Management1 Year	For
4.		ManagementFor	For
5.		ManagementFor	For

## TE CONNECTIVITY LTD

Security	H84989104	Meeting Type	Annual
Ticker Symbol	TEL	Meeting Date	08-Mar-2017
ISIN	CH0102993182	Agenda	934523362 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PIERRE R. BRONDEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: TERRENCE R. CURTIN	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROL A. ("JOHN") DAVIDSON	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM A. JEFFREY	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	Management	For	For
1F.	ELECTION OF DIRECTOR: YONG NAM	Management	For	For
1G.	ELECTION OF DIRECTOR: DANIEL J. PHELAN	Management	For	For
1H.	ELECTION OF DIRECTOR: PAULA A. SNEED	Management	For	For
1I.	ELECTION OF DIRECTOR: ABHIJIT Y. TALWALKAR	Management	For	For
1J.	ELECTION OF DIRECTOR: MARK C. TRUDEAU	Management	For	For
1K.	ELECTION OF DIRECTOR: JOHN C. VAN SCOTER	Management	For	For
1L.	ELECTION OF DIRECTOR: LAURA H. WRIGHT	Management	For	For
2.	TO ELECT THOMAS J. LYNCH AS THE CHAIRMAN OF	Management	For	For

	THE BOARD OF DIRECTORS TO ELECT THE INDIVIDUAL MEMBERS OF THE		
3A.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: DANIEL J. PHELAN	ManagementFor	For
	TO ELECT THE INDIVIDUAL MEMBERS OF THE		
3B.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: PAULA A. SNEED	ManagementFor	For
	TO ELECT THE INDIVIDUAL MEMBERS OF THE		
3C.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: JOHN C. VAN SCOTER	ManagementFor	For
	TO ELECT DR. RENE SCHWARZENBACH, OF PROXY VOTING SERVICES GMBH, OR ANOTHER INDIVIDUAL REPRESENTATIVE OF PROXY VOTING SERVICES GMBH IF DR. SCHWARZENBACH IS		
4.	UNABLE TO SERVE AT THE RELEVANT MEETING, AS THE INDEPENDENT PROXY AT THE 2018 ANNUAL MEETING OF TE CONNECTIVITY AND ANY SHAREHOLDER MEETING THAT MAY BE HELD PRIOR TO THAT MEETING TO APPROVE THE 2016 ANNUAL REPORT OF TE CONNECTIVITY LTD. (EXCLUDING THE STATUTORY FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016, THE CONSOLIDATED	ManagementFor	For
5.1	FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 AND THE SWISS COMPENSATION REPORT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016)	ManagementFor	For
5.2	TO APPROVE THE STATUTORY FINANCIAL	ManagementFor	For

	STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 TO APPROVE THE CONSOLIDATED FINANCIAL		
5.3	STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 TO RELEASE THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS OF TE CONNECTIVITY FOR ACTIVITIES DURING THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 TO ELECT DELOITTE & TOUCHE LLP AS TE	ManagementFor	For
6.	CONNECTIVITY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017 TO ELECT DELOITTE AG, ZURICH, SWITZERLAND, AS TE	ManagementFor	For
7.1	CONNECTIVITY'S SWISS REGISTERED AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY TO ELECT PRICEWATERHOUSECOOPERS AG, ZURICH, SWITZERLAND, AS TE	ManagementFor	For
7.2	CONNECTIVITY'S SPECIAL AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor	For
7.3	AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management1 Year	For
8.	TO APPROVE THE TE CONNECTIVITY LTD. 2007 STOCK AND INCENTIVE PLAN (AS AMENDED AND	ManagementAgainst	Against
9.			
10.			

RESTATED) INCLUDING THE  
 AUTHORIZATION OF  
 THE ISSUANCE OF ADDITIONAL  
 SHARES  
 THEREUNDER  
 A BINDING VOTE TO APPROVE FISCAL  
 YEAR 2018

11. MAXIMUM AGGREGATE ManagementAbstain Against  
 COMPENSATION AMOUNT  
 FOR EXECUTIVE MANAGEMENT  
 A BINDING VOTE TO APPROVE FISCAL  
 YEAR 2018

12. MAXIMUM AGGREGATE ManagementAbstain Against  
 COMPENSATION AMOUNT  
 FOR THE BOARD OF DIRECTORS  
 TO APPROVE THE CARRYFORWARD OF  
 UNAPPROPRIATED ACCUMULATED  
 EARNINGS AT  
 SEPTEMBER 30, 2016

13. TO APPROVE A DIVIDEND PAYMENT ManagementFor For  
 TO  
 SHAREHOLDERS EQUAL TO \$1.60 PER  
 ISSUED

14. SHARE TO BE PAID IN FOUR EQUAL ManagementFor For  
 QUARTERLY  
 INSTALLMENTS OF \$0.40 STARTING  
 WITH THE  
 THIRD FISCAL QUARTER OF 2017 AND  
 ENDING IN  
 THE SECOND FISCAL QUARTER OF  
 2018 PURSUANT  
 TO THE TERMS OF THE DIVIDEND  
 RESOLUTION

15. TO APPROVE AN AUTHORIZATION ManagementFor For  
 RELATING TO TE  
 CONNECTIVITY'S SHARE REPURCHASE  
 PROGRAM  
 TO APPROVE A REDUCTION OF SHARE  
 CAPITAL

16. FOR SHARES ACQUIRED UNDER TE ManagementFor For  
 CONNECTIVITY'S SHARE REPURCHASE  
 PROGRAM  
 AND RELATED AMENDMENTS TO THE  
 ARTICLES OF  
 ASSOCIATION OF TE CONNECTIVITY  
 LTD.

17. TO APPROVE ANY ADJOURNMENTS OR ManagementFor For  
 POSTPONEMENTS OF THE MEETING

THE WALT DISNEY COMPANY

Security 254687106

Ticker Symbol DIS

Meeting Type

Meeting Date

Annual

08-Mar-2017

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN	US2546871060	Agenda	934523437 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1A.	ELECTION OF DIRECTOR: SUSAN E. ARNOLD	Management	For
1B.	ELECTION OF DIRECTOR: JOHN S. CHEN	Management	For
1C.	ELECTION OF DIRECTOR: JACK DORSEY	Management	For
1D.	ELECTION OF DIRECTOR: ROBERT A. IGER	Management	For
1E.	ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO	Management	For
1F.	ELECTION OF DIRECTOR: FRED H. LANGHAMMER	Management	For
1G.	ELECTION OF DIRECTOR: AYLWIN B. LEWIS	Management	For
1H.	ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT	Management	For
1I.	ELECTION OF DIRECTOR: MARK G. PARKER	Management	For
1J.	ELECTION OF DIRECTOR: SHERYL K. SANDBERG	Management	For
1K.	ELECTION OF DIRECTOR: ORIN C. SMITH	Management	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2017.	Management	For
3.	TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Management	For
4.	TO APPROVE HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION EVERY ONE, TWO OR THREE YEARS, AS INDICATED.	Management	1 Year For
5.	TO APPROVE THE SHAREHOLDER PROPOSAL REQUESTING AN ANNUAL REPORT DISCLOSING INFORMATION REGARDING THE COMPANY'S LOBBYING POLICIES AND ACTIVITIES.	Shareholder	Abstain Against
6.	TO APPROVE THE SHAREHOLDER PROPOSAL REQUESTING THE BOARD TO AMEND	Shareholder	Abstain Against

THE  
 COMPANY'S BYLAWS RELATING TO  
 PROXY ACCESS  
 TO INCREASE THE NUMBER OF  
 PERMITTED  
 NOMINEES, REMOVE THE LIMIT ON  
 AGGREGATING  
 SHARES TO MEET THE  
 SHAREHOLDING  
 REQUIREMENT, AND REMOVE THE  
 LIMITATION ON  
 RENOMINATION OF PERSONS BASED  
 ON VOTES IN  
 A PRIOR ELECTION.

## JOHNSON CONTROLS INTERNATIONAL PLC

Security	G51502105	Meeting Type	Annual
Ticker Symbol	JCI	Meeting Date	08-Mar-2017
ISIN	IE00BY7QL619	Agenda	934523968 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID P. ABNEY	Management	For	For
1B.	ELECTION OF DIRECTOR: NATALIE A. BLACK	Management	For	For
1C.	ELECTION OF DIRECTOR: MICHAEL E. DANIELS	Management	For	For
1D.	ELECTION OF DIRECTOR: BRIAN DUPERREAU	Management	For	For
1E.	ELECTION OF DIRECTOR: JEFFREY A. JOERRES	Management	For	For
1F.	ELECTION OF DIRECTOR: ALEX A. MOLINAROLI	Management	For	For
1G.	ELECTION OF DIRECTOR: GEORGE R. OLIVER	Management	For	For
1H.	ELECTION OF DIRECTOR: JUAN PABLO DEL VALLE PEROCHENA	Management	For	For
1I.	ELECTION OF DIRECTOR: JURGEN TINGREN	Management	For	For
1J.	ELECTION OF DIRECTOR: MARK VERGNANO	Management	For	For
1K.	ELECTION OF DIRECTOR: R. DAVID YOST	Management	For	For
2.A	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY.	Management	For	For
2.B	TO AUTHORIZE THE AUDIT COMMITTEE OF THE	Management	For	For

- BOARD OF DIRECTORS TO SET THE AUDITORS' REMUNERATION.  
TO AUTHORIZE THE COMPANY AND/OR ANY
3. SUBSIDIARY OF THE COMPANY TO MAKE MARKET PURCHASES OF COMPANY SHARES. TO DETERMINE THE PRICE RANGE AT WHICH THE
4. COMPANY CAN RE-ALLOT SHARES THAT IT HOLDS AS TREASURY SHARES (SPECIAL RESOLUTION). TO APPROVE, IN A NON-BINDING ADVISORY VOTE,
5. THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF THE
6. NON-BINDING ADVISORY VOTE ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS. TO APPROVE THE MATERIAL TERMS OF THE
7. PERFORMANCE GOALS UNDER THE JOHNSON CONTROLS INTERNATIONAL PLC 2012 SHARE AND INCENTIVE PLAN. TO APPROVE THE DIRECTORS' AUTHORITY TO
8. ALLOT SHARES UP TO APPROXIMATELY 33% OF ISSUED SHARE CAPITAL. TO APPROVE THE WAIVER OF STATUTORY PRE-EMPTION RIGHTS WITH RESPECT TO
9. UP TO 5% OF ISSUED SHARE CAPITAL (SPECIAL RESOLUTION)

TE CONNECTIVITY LTD

Security H84989104

Ticker Symbol TEL

ISIN CH0102993182

Meeting Type Annual

Meeting Date 08-Mar-2017

Agenda 934532690 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: PIERRE R. BRONDEAU	ManagementFor	For
1B.	ELECTION OF DIRECTOR: TERRENCE R. CURTIN	ManagementFor	For
1C.	ELECTION OF DIRECTOR: CAROL A. ("JOHN") DAVIDSON	ManagementFor	For
1D.	ELECTION OF DIRECTOR: WILLIAM A. JEFFREY	ManagementFor	For
1E.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	ManagementFor	For
1F.	ELECTION OF DIRECTOR: YONG NAM	ManagementFor	For
1G.	ELECTION OF DIRECTOR: DANIEL J. PHELAN	ManagementFor	For
1H.	ELECTION OF DIRECTOR: PAULA A. SNEED	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ABHIJIT Y. TALWALKAR	ManagementFor	For
1J.	ELECTION OF DIRECTOR: MARK C. TRUDEAU	ManagementFor	For
1K.	ELECTION OF DIRECTOR: JOHN C. VAN SCOTER	ManagementFor	For
1L.	ELECTION OF DIRECTOR: LAURA H. WRIGHT	ManagementFor	For
2.	TO ELECT THOMAS J. LYNCH AS THE CHAIRMAN OF THE BOARD OF DIRECTORS TO ELECT THE INDIVIDUAL MEMBERS OF THE	ManagementFor	For
3A.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: DANIEL J. PHELAN TO ELECT THE INDIVIDUAL MEMBERS OF THE	ManagementFor	For
3B.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: PAULA A. SNEED TO ELECT THE INDIVIDUAL MEMBERS OF THE	ManagementFor	For
3C.	MANAGEMENT DEVELOPMENT AND COMPENSATION COMMITTEE: JOHN C. VAN SCOTER	ManagementFor	For
4.	TO ELECT DR. RENE SCHWARZENBACH, OF PROXY VOTING SERVICES GMBH, OR ANOTHER INDIVIDUAL REPRESENTATIVE OF PROXY VOTING SERVICES GMBH IF DR. SCHWARZENBACH IS	ManagementFor	For



	UNABLE TO SERVE AT THE RELEVANT MEETING, AS THE INDEPENDENT PROXY AT THE 2018 ANNUAL MEETING OF TE CONNECTIVITY AND ANY SHAREHOLDER MEETING THAT MAY BE HELD PRIOR TO THAT MEETING TO APPROVE THE 2016 ANNUAL REPORT OF TE CONNECTIVITY LTD. (EXCLUDING THE STATUTORY FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016, THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 AND THE SWISS COMPENSATION REPORT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016) TO APPROVE THE STATUTORY FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 TO APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS OF TE CONNECTIVITY LTD. FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 TO RELEASE THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS OF TE CONNECTIVITY FOR ACTIVITIES DURING THE FISCAL YEAR ENDED SEPTEMBER 30, 2016 TO ELECT DELOITTE & TOUCHE LLP AS TE CONNECTIVITY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017		
5.1		ManagementFor	For
5.2		ManagementFor	For
5.3		ManagementFor	For
6.		ManagementFor	For
7.1		ManagementFor	For
7.2		ManagementFor	For

	TO ELECT DELOITTE AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SWISS REGISTERED AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY TO ELECT PRICEWATERHOUSECOOPERS AG, ZURICH, SWITZERLAND, AS TE CONNECTIVITY'S SPECIAL AUDITOR UNTIL THE NEXT ANNUAL GENERAL MEETING OF TE CONNECTIVITY		
7.3	AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor	For
8.	AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management1 Year	For
9.	TO APPROVE THE TE CONNECTIVITY LTD. 2007 STOCK AND INCENTIVE PLAN (AS AMENDED AND RESTATED) INCLUDING THE AUTHORIZATION OF THE ISSUANCE OF ADDITIONAL SHARES THEREUNDER	ManagementAgainst	Against
10.	A BINDING VOTE TO APPROVE FISCAL YEAR 2018 MAXIMUM AGGREGATE COMPENSATION AMOUNT FOR EXECUTIVE MANAGEMENT	ManagementAbstain	Against
11.	A BINDING VOTE TO APPROVE FISCAL YEAR 2018 MAXIMUM AGGREGATE COMPENSATION AMOUNT FOR THE BOARD OF DIRECTORS	ManagementAbstain	Against
12.	TO APPROVE THE CARRYFORWARD OF UNAPPROPRIATED ACCUMULATED EARNINGS AT SEPTEMBER 30, 2016	ManagementFor	For
13.	TO APPROVE A DIVIDEND PAYMENT TO SHAREHOLDERS EQUAL TO \$1.60 PER ISSUED SHARE TO BE PAID IN FOUR EQUAL	ManagementFor	For
14.			

QUARTERLY  
 INSTALLMENTS OF \$0.40 STARTING  
 WITH THE  
 THIRD FISCAL QUARTER OF 2017 AND  
 ENDING IN  
 THE SECOND FISCAL QUARTER OF  
 2018 PURSUANT  
 TO THE TERMS OF THE DIVIDEND  
 RESOLUTION

15. TO APPROVE AN AUTHORIZATION  
 RELATING TO TE  
 CONNECTIVITY'S SHARE REPURCHASE  
 PROGRAM ManagementFor For
16. TO APPROVE A REDUCTION OF SHARE  
 CAPITAL  
 FOR SHARES ACQUIRED UNDER TE  
 CONNECTIVITY'S SHARE REPURCHASE  
 PROGRAM ManagementFor For
17. AND RELATED AMENDMENTS TO THE  
 ARTICLES OF  
 ASSOCIATION OF TE CONNECTIVITY  
 LTD.  
 TO APPROVE ANY ADJOURNMENTS OR  
 POSTPONEMENTS OF THE MEETING ManagementAbstain Against

NATIONAL FUEL GAS COMPANY

Security	636180101	Meeting Type	Annual
Ticker Symbol	NFG	Meeting Date	09-Mar-2017
ISIN	US6361801011	Agenda	934523425 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 REBECCA RANICH		No Action	
	2 JEFFREY W. SHAW		No Action	
	3 THOMAS E. SKAINS		No Action	
	4 RONALD J. TANSKI		No Action	
2.	ADVISORY APPROVAL OF NAMED EXECUTIVE	Management	For	For
3.	OFFICER COMPENSATION ADVISORY VOTE ON THE FREQUENCY OF FUTURE	Management	3 Years	For
4.	"SAY ON PAY" VOTES REAPPROVAL OF THE 2012 ANNUAL AT RISK	Management	For	For
5.	COMPENSATION INCENTIVE PLAN RATIFICATION OF THE APPOINTMENT OF	Management	For	For

PRICEWATERHOUSECOOPERS LLP AS  
THE  
COMPANY'S INDEPENDENT  
REGISTERED PUBLIC  
ACCOUNTING FIRM FOR FISCAL 2017

BE AEROSPACE, INC.

Security	073302101	Meeting Type	Special
Ticker Symbol	BEAV	Meeting Date	09-Mar-2017
ISIN	US0733021010	Agenda	934529340 - Management

- | Item | Proposal   | Proposed<br>by | Vote | For/Against<br>Management |
|------|--|----------------|------|---------------------------|
| 1.   | ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 23, 2016, BY AND AMONG ROCKWELL COLLINS, INC., QUARTERBACK MERGER SUB CORP. AND B/E AEROSPACE, INC., AS AMENDED FROM TIME TO TIME. APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR | Management     | For  | For                       |
| 2.   | BECOME PAYABLE TO B/E AEROSPACE'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE PROPOSED TRANSACTIONS. APPROVE ANY PROPOSAL TO ADJOURN THE B/E AEROSPACE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO                       | Management     | For  | For                       |
| 3.   | SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL 1.   | Management     | For  | For                       |

ADIANT PLC

Security	G0084W101	Meeting Type	Annual
Ticker Symbol	ADNT	Meeting Date	13-Mar-2017
ISIN	IE00BD845X29	Agenda	934524566 - Management

Item	Proposal	Vote
------	----------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Proposed by	For/Against Management
1A. ELECTION OF DIRECTOR: JOHN M. BARTH	ManagementFor	For
1B. ELECTION OF DIRECTOR: JULIE L. BUSHMAN	ManagementFor	For
1C. ELECTION OF DIRECTOR: RAYMOND L. CONNER	ManagementFor	For
1D. ELECTION OF DIRECTOR: RICHARD GOODMAN	ManagementFor	For
1E. ELECTION OF DIRECTOR: FREDERICK A. HENDERSON	ManagementFor	For
1F. ELECTION OF DIRECTOR: R. BRUCE MCDONALD	ManagementFor	For
1G. ELECTION OF DIRECTOR: BARBARA J. SAMARDZICH	ManagementFor	For
2. TO RATIFY, BY NON-BINDING ADVISORY VOTE, THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR FISCAL YEAR 2017 AND TO AUTHORIZE, BY BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH THE AUDIT COMMITTEE, TO SET THE AUDITORS' REMUNERATION.	ManagementFor	For
3. TO APPROVE, ON AN ADVISORY BASIS, OUR NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4. TO CONSIDER AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management1 Year	For
5. TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER ADIENT'S 2016 OMNIBUS INCENTIVE PLAN.	ManagementFor	For

THE COOPER COMPANIES, INC.

Security	216648402	Meeting Type	Annual
Ticker Symbol	COO	Meeting Date	13-Mar-2017
ISIN	US2166484020	Agenda	934526279 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: A. THOMAS BENDER	ManagementFor	For
1B.	ELECTION OF DIRECTOR: COLLEEN E. JAY	ManagementFor	For
1C.	ELECTION OF DIRECTOR: MICHAEL H. KALKSTEIN	ManagementFor	For
1D.	ELECTION OF DIRECTOR: WILLIAM A. KOZY	ManagementFor	For
1E.	ELECTION OF DIRECTOR: JODY S. LINDELL	ManagementFor	For
1F.	ELECTION OF DIRECTOR: GARY S. PETERSMEYER	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ALLAN E. RUBENSTEIN, M.D.	ManagementFor	For
1H	ELECTION OF DIRECTOR: ROBERT S. WEISS	ManagementFor	For
1I.	ELECTION OF DIRECTOR: STANLEY ZINBERG, M.D.	ManagementFor	For
	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC		
2.	ACCOUNTING FIRM FOR THE COOPER COMPANIES, INC. FOR THE FISCAL YEAR ENDING OCTOBER 31, 2017.	ManagementFor	For
3.	APPROVAL OF THE 2017 EXECUTIVE INCENTIVE PLAN.	ManagementFor	For
4.	AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	ManagementFor	For
5.	ADVISORY VOTE ON THE FREQUENCY WITH WHICH EXECUTIVE COMPENSATION WILL BE SUBJECT TO A STOCKHOLDER ADVISORY VOTE.	Management1 Year	For

AGILENT TECHNOLOGIES, INC.

Security	00846U101	Meeting Type	Annual
Ticker Symbol	A	Meeting Date	15-Mar-2017
ISIN	US00846U1016	Agenda	934524934 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: HEIDI KUNZ	ManagementFor	For	For
1.2	ELECTION OF DIRECTOR: SUE H. RATAJ	ManagementFor	For	For

- |     |   |            |            |
|-----|---|------------|------------|
| 1.3 | ELECTION OF DIRECTOR: GEORGE A. SCANGOS, PHD  | Management | For        |
| 2.  | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.  | Management | For        |
| 3.  | AN ADVISORY VOTE ON THE FREQUENCY OF THE STOCKHOLDER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.                            | Management | 1 Year For |
| 4.  | TO RATIFY THE AUDIT AND FINANCE COMMITTEE'S APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AGILENT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For        |

FIFTH STREET FINANCE CORP.

Security	31678A103	Meeting Type	Special
Ticker Symbol	FSC	Meeting Date	20-Mar-2017
ISIN	US31678A1034	Agenda	934534163 - Management

- | Item | Proposal  | Proposed by | Vote    | For/Against Management |
|------|---|-------------|---------|------------------------|
| 1.   | TO APPROVE A NEW INVESTMENT ADVISORY AGREEMENT BETWEEN THE COMPANY AND ITS INVESTMENT ADVISER, FIFTH STREET MANAGEMENT LLC, THAT WILL CHANGE THE STRUCTURE OF THE SUBORDINATED INCENTIVE FEE ON INCOME TO IMPOSE A TOTAL RETURN HURDLE PROVISION AND REDUCE THE "PREFERRED RETURN." | Management  | Against | Against                |

KOREA ELECTRIC POWER CORPORATION

Security	500631106	Meeting Type	Annual
Ticker Symbol	KEP	Meeting Date	21-Mar-2017
ISIN	US5006311063	Agenda	934543934 - Management

- | Item | Proposal                                 | Proposed by | Vote    | For/Against Management |
|------|--|-------------|---------|------------------------|
| 4.1  | APPROVAL OF FINANCIAL STATEMENTS FOR THE | Management  | Against | Against                |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

FISCAL YEAR 2016  
 APPROVAL OF THE CEILING AMOUNT  
 OF

4.2 REMUNERATION FOR DIRECTORS IN 2017 ManagementAgainst Against

4.3 ELECTION OF PRESIDENT AND CEO STARBUCKS CORPORATION ManagementAgainst Against

Security	855244109	Meeting Type	Annual
Ticker Symbol	SBUX	Meeting Date	22-Mar-2017
ISIN	US8552441094	Agenda	934524996 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HOWARD SCHULTZ	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM W. BRADLEY	Management	For	For
1C.	ELECTION OF DIRECTOR: ROSALIND BREWER	Management	For	For
1D.	ELECTION OF DIRECTOR: MARY N. DILLON	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT M. GATES	Management	For	For
1F.	ELECTION OF DIRECTOR: MELLODY HOBSON	Management	For	For
1G.	ELECTION OF DIRECTOR: KEVIN R. JOHNSON	Management	For	For
1H.	ELECTION OF DIRECTOR: JORGEN VIG KNUDSTORP	Management	For	For
1I.	ELECTION OF DIRECTOR: SATYA NADELLA	Management	For	For
1J.	ELECTION OF DIRECTOR: JOSHUA COOPER RAMO	Management	For	For
1K.	ELECTION OF DIRECTOR: CLARA SHIH	Management	For	For
1L.	ELECTION OF DIRECTOR: JAVIER G. TERUEL	Management	For	For
1M.	ELECTION OF DIRECTOR: MYRON E. ULLMAN, III	Management	For	For
1N.	ELECTION OF DIRECTOR: CRAIG E. WEATHERUP	Management	For	For
2.	ADVISORY RESOLUTION TO APPROVE OUR EXECUTIVE COMPENSATION.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED	Management	For	For



PUBLIC ACCOUNTING FIRM FOR  
FISCAL 2017.

5.	AMEND PROXY ACCESS BYLAW.	Shareholder	Against	For
HEWLETT PACKARD ENTERPRISE COMPANY				
Security	42824C109		Meeting Type	Annual
Ticker Symbol	HPE		Meeting Date	22-Mar-2017
ISIN	US42824C1099		Agenda	934528502 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DANIEL AMMANN	Management	For	For
1B.	ELECTION OF DIRECTOR: MARC L. ANDREESSEN	Management	For	For
1C.	ELECTION OF DIRECTOR: MICHAEL J. ANGELAKIS	Management	For	For
1D.	ELECTION OF DIRECTOR: LESLIE A. BRUN	Management	For	For
1E.	ELECTION OF DIRECTOR: PAMELA L. CARTER	Management	For	For
1F.	ELECTION OF DIRECTOR: KLAUS KLEINFELD	Management	For	For
1G.	ELECTION OF DIRECTOR: RAYMOND J. LANE	Management	For	For
1H.	ELECTION OF DIRECTOR: ANN M. LIVERMORE	Management	For	For
1I.	ELECTION OF DIRECTOR: RAYMOND E. OZZIE	Management	For	For
1J.	ELECTION OF DIRECTOR: GARY M. REINER	Management	For	For
1K.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For	For
1L.	ELECTION OF DIRECTOR: LIP-BU TAN	Management	For	For
1M.	ELECTION OF DIRECTOR: MARGARET C. WHITMAN	Management	For	For
1N.	ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 31, 2017	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
4.	APPROVAL OF THE 162(M)-RELATED PROVISIONS OF 2015 COMPANY STOCK INCENTIVE	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

PLAN

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	27-Mar-2017
ISIN	US71654V4086	Agenda	934542463 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
I	ELECTION OF 1 MEMBER OF THE FISCAL COUNCIL APPOINTED BY THE CONTROLLING SHAREHOLDER: MR. ADRIANO PEREIRA DE PAULA PROPOSAL FOR APPROVAL OF DISPOSAL OF 100% (ONE HUNDRED PERCENT) OF THE SHARES HELD BY PETROLEO BRASILEIRO S.A. - PETROBRAS OF PETROQUIMICA SUAPE AND CITEPE, TO GRUPO	Management	For	For
II	PETROTEMEX, S.A. DE C.V. ("GRUPO PETROTEMEX") AND DAK AMERICAS EXTERIOR, S.L. ("DAK"), SUBSIDIARIES OF ALPEK, S.A.B. DE C.V. ("ALPEK"), FOR THE AMOUNT, ...(DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL).	Management	For	For

EDISON SPA, MILANO

Security	T3552V114	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	30-Mar-2017
ISIN	IT0003152417	Agenda	707786337 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE THE BALANCE SHEET AS OF 31 DECEMBER 2016	Management	For	For
2	TO STATE ABOUT THE ALLOCATION OF OPERATING LOSSES	Management	For	For
3	TO CONSULT ABOUT THE 'FIRST SECTION' OF THE REWARDING REPORT	Management	For	For
4	TO APPOINT THE INTERNAL AUDITORS	Management	Abstain	Against
5	TO APPOINT INTERNAL AUDITORS' PRESIDENT	Management	Abstain	Against
6		Management	Abstain	Against

TO STATE THE EMOLUMENT OF THE  
INTERNAL  
AUDITORS' PRESIDENT AND OF THE  
EFFECTIVE  
INTERNAL AUDITORS  
23 FEB 2017: PLEASE NOTE THAT THE  
MEETING  
TYPE WAS CHANGED FROM AGM TO  
OGM.-IF YOU  
HAVE ALREADY SENT IN YOUR  
VOTES, PLEASE DO  
NOT VOTE AGAIN UNLESS  
YOU-DECIDE TO AMEND  
YOUR ORIGINAL INSTRUCTIONS.  
THANK YOU.

CMMT

Non-Voting

SUNTORY BEVERAGE & FOOD LIMITED

Security J78186103

Ticker Symbol

ISIN JP3336560002

Meeting Type

Meeting Date

Agenda

Annual General Meeting

30-Mar-2017

707813918 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus	Non-Voting Management	For	For
2.1	Appoint a Director except as Supervisory Committee Members Kogo, Saburo	Management	Against	Against
2.2	Appoint a Director except as Supervisory Committee Members Tsujimura, Hideo	Management	For	For
2.3	Appoint a Director except as Supervisory Committee Members Kurihara, Nobuhiro	Management	For	For
2.4	Appoint a Director except as Supervisory Committee Members Okizaki, Yukio	Management	For	For
2.5	Appoint a Director except as Supervisory Committee Members Torii, Nobuhiro	Management	For	For
2.6	Appoint a Director except as Supervisory Committee Members Inoue, Yukari	Management	For	For
3.1	Appoint a Director as Supervisory Committee Members Uchida, Harumichi	Management	Against	Against
3.2	Appoint a Director as Supervisory Committee Members Masuyama, Mika	Management	For	For
4	Appoint a Substitute Director as Supervisory Committee Members Amitani, Mitsuhiro	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

VIMPELCOM LTD.

Security	92719A106	Meeting Type	Special
Ticker Symbol	VIP	Meeting Date	30-Mar-2017
ISIN	US92719A1060	Agenda	934539466 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE CHANGE OF THE COMPANY'S NAME TO VEON LTD.	Management	For	
2.	TO APPROVE THE ADOPTION BY THE COMPANY OF AMENDED AND RESTATED BYE-LAWS OF THE COMPANY, IN SUBSTITUTION FOR AND TO THE EXCLUSION OF THE EXISTING BYE-LAWS.	Management	For	

IBERDROLA SA

Security	450737101	Meeting Type	Annual
Ticker Symbol	IBDRY	Meeting Date	31-Mar-2017
ISIN	US4507371015	Agenda	934536129 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
2.	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
3.	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
4.	PLEASE SEE THE ENCLOSED AGENDA FOR INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING	Management	For	
5.	PLEASE SEE THE ENCLOSED AGENDA FOR	Management	For	

- INFORMATION ON THE ITEMS TO BE  
VOTED ON  
FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
6. INFORMATION ON THE ITEMS TO BE VOTED ON ManagementFor  
FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
7. INFORMATION ON THE ITEMS TO BE VOTED ON ManagementFor  
FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
8. INFORMATION ON THE ITEMS TO BE VOTED ON ManagementFor  
FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
9. INFORMATION ON THE ITEMS TO BE VOTED ON ManagementFor  
FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
10. INFORMATION ON THE ITEMS TO BE VOTED ON ManagementFor  
FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
11. INFORMATION ON THE ITEMS TO BE VOTED ON ManagementFor  
FOR THE GENERAL SHAREHOLDERS'  
MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
12. INFORMATION ON THE ITEMS TO BE VOTED ON ManagementFor  
FOR THE GENERAL SHAREHOLDERS'  
MEETING
13. PLEASE SEE THE ENCLOSED AGENDA ManagementFor  
FOR  
INFORMATION ON THE ITEMS TO BE  
VOTED ON  
FOR THE GENERAL SHAREHOLDERS'

- MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
14. INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
15. INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
16. INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
17. INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING  
PLEASE SEE THE ENCLOSED AGENDA  
FOR
18. INFORMATION ON THE ITEMS TO BE VOTED ON FOR THE GENERAL SHAREHOLDERS' MEETING

ACTELION LTD

Security	H0032X176	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	05-Apr-2017
ISIN	CH0355794022	Agenda	707844115 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE-REQUESTS ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE-REGISTRATION OF SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT-FOR MEETINGS OF THIS TYPE THAT THE SHARES ARE		Non-Voting	

REGISTERED AND  
 MOVED TO A-REGISTERED LOCATION  
 AT THE CSD,  
 AND SPECIFIC POLICIES AT THE  
 INDIVIDUAL-SUB-  
 CUSTODIANS MAY VARY. UPON  
 RECEIPT OF THE  
 VOTE INSTRUCTION, IT IS  
 POSSIBLE-THAT A  
 MARKER MAY BE PLACED ON YOUR  
 SHARES TO  
 ALLOW FOR RECONCILIATION  
 AND-RE-  
 REGISTRATION FOLLOWING A TRADE.  
 THEREFORE  
 WHILST THIS DOES NOT PREVENT  
 THE-TRADING  
 OF SHARES ANY THAT ARE  
 REGISTERED MUST BE  
 FIRST DEREGISTERED IF-REQUIRED  
 FOR  
 SETTLEMENT. DEREGISTRATION CAN  
 AFFECT THE  
 VOTING RIGHTS OF THOSE-SHARES. IF  
 YOU HAVE  
 CONCERNS REGARDING YOUR  
 ACCOUNTS,  
 PLEASE CONTACT YOUR-CLIENT  
 REPRESENTATIVE

1.1	APPROVAL OF ANNUAL REPORT 2016, CONSOLIDATED FINANCIAL STATEMENTS 2016, STATUTORY FINANCIAL STATEMENTS 2016	Management	No Action
1.2	CONSULTATIVE VOTE ON THE COMPENSATION REPORT 2016	Management	No Action
2	APPROPRIATION OF AVAILABLE EARNINGS	Management	No Action
3	DISCHARGE OF THE BOARD OF DIRECTORS AND OF THE EXECUTIVE MANAGEMENT	Management	No Action
4.1.1	RE-ELECTION OF JEAN-PIERRE GARNIER AS A BOARD OF DIRECTOR	Management	No Action
4.1.2	RE-ELECTION OF JEAN-PAUL CLOZEL AS A BOARD OF DIRECTOR	Management	No Action
4.1.3	RE-ELECTION OF JUHANI ANTILA AS A BOARD OF DIRECTOR	Management	No Action

4.1.4	RE-ELECTION OF ROBERT J. BERTOLINI AS A BOARD OF DIRECTOR	Management	No Action
4.1.5	RE-ELECTION OF JOHN J. GREISCH AS A BOARD OF DIRECTOR	Management	No Action
4.1.6	RE-ELECTION OF PETER GRUSS AS A BOARD OF DIRECTOR	Management	No Action
4.1.7	RE-ELECTION OF MICHAEL JACOBI AS A BOARD OF DIRECTOR	Management	No Action
4.1.8	RE-ELECTION OF JEAN MALO AS A BOARD OF DIRECTOR	Management	No Action
4.1.9	RE-ELECTION OF DAVID STOUT AS A BOARD OF DIRECTOR	Management	No Action
4.110	RE-ELECTION OF HERNA VERHAGEN AS A BOARD OF DIRECTOR	Management	No Action
4.2	RE-ELECTION OF THE CHAIRPERSON OF THE BOARD OF DIRECTORS: JEAN-PIERRE GARNIER	Management	No Action
4.3.1	RE-ELECTION OF HERNA VERHAGEN AS A MEMBER OF THE COMPENSATION COMMITTEE	Management	No Action
4.3.2	RE-ELECTION OF JEAN-PIERRE GARNIER AS A MEMBER OF THE COMPENSATION COMMITTEE	Management	No Action
4.3.3	RE-ELECTION OF JOHN J. GREISCH AS A MEMBER OF THE COMPENSATION COMMITTEE	Management	No Action
5.1.1	ELECTION OF LUDO OOMS AS A NEW BOARD MEMBER	Management	No Action
5.1.2	ELECTION OF CLAUDIO CESCATO AS A NEW BOARD MEMBER	Management	No Action
5.1.3	ELECTION OF ANDREA OSTINELLI AS A NEW BOARD MEMBER	Management	No Action
5.1.4	ELECTION OF PASCAL HOORN AS A NEW BOARD MEMBER	Management	No Action
5.1.5	ELECTION OF JULIAN BERTSCHINGER AS NEW A BOARD MEMBER	Management	No Action
5.2		Management	



	ELECTION OF THE CHAIRPERSON OF THE NEW BOARD OF DIRECTORS: LUDO OOMS		No Action
5.3.1	ELECTION OF CLAUDIO CESCATO AS A NEW MEMBER OF THE COMPENSATION COMMITTEE	Management	No Action
5.3.2	ELECTION OF ANDREA OSTINELLI AS A NEW MEMBER OF THE COMPENSATION COMMITTEE	Management	No Action
5.3.3	ELECTION OF PASCAL HOORN AS A NEW MEMBER OF THE COMPENSATION COMMITTEE	Management	No Action
6	DISTRIBUTION OF ALL SHARES IN IDORSIA LTD TO THE SHAREHOLDERS OF ACTELION BY WAY OF A DIVIDEND IN KIND FOR THE PURPOSE OF	Management	No Action
7	IMPLEMENTING THE DEMERGER RE-ELECTION OF THE INDEPENDENT PROXY: BDO AG, AARAU	Management	No Action
8	RE-ELECTION OF THE STATUTORY AUDITORS: ERNST & YOUNG AG, BASEL	Management	No Action
9	REDUCTION OF SHARE CAPITAL BY CANCELATION OF REPURCHASED SHARES OF ACTELION LTD	Management	No Action
10	IN THE EVENT OF A NEW OR MODIFIED PROPOSAL BY A SHAREHOLDER OR THE BOARD OF DIRECTORS DURING THE ANNUAL GENERAL MEETING, I INSTRUCT THE INDEPENDENT PROXY TO VOTE ACCORDING TO THE FOLLOWING INSTRUCTION (FOR=VOTE FOR THE PROPOSAL, AGAINST=AGAINST ALL PROPOSALS, ABSTAIN=VOTE FOR THE PROPOSAL OF THE BOARD OF DIRECTORS)	Management	No Action
CMMT	PLEASE NOTE THAT THERE IS A TENDER IN PROCESS WHICH MIGHT AFFECT YOUR VOTING-AT	Non-Voting	

THE ACTELION AGM (MEETINGS UNDER ISINS CH0010532478 (UNTENDERED SHARES)-AND CH0355794022 (TENDERED SHARES)). PLEASE BE AWARE THAT SHAREHOLDERS ARE-ELIGIBLE TO VOTE UNDER BOTH ISINS, UNTENDERED AND TENDERED SHARES. HOWEVER,-PLEASE ALSO NOTE THAT YOU MAY HAVE TO RE-SUBMIT YOUR VOTE INSTRUCTIONS IF YOU-TENDER AFTER YOUR INITIAL VOTE SUBMISSION AND YOUR SHARES HAVE SUCCESSFULLY-BEEN RE-BOOKED INTO THE TENDERED LINE (ISIN CH0355794022).THANK YOU.

## SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Security	806857108	Meeting Type	Annual
Ticker Symbol	SLB	Meeting Date	05-Apr-2017
ISIN	AN8068571086	Agenda	934533705 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PETER L.S. CURRIE	Management	For	For
1B.	ELECTION OF DIRECTOR: MIGUEL M. GALUCCIO	Management	For	For
1C.	ELECTION OF DIRECTOR: V. MAUREEN KEMPSTON DARKES	Management	For	For
1D.	ELECTION OF DIRECTOR: PAAL KIBSGAARD	Management	For	For
1E.	ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV	Management	For	For
1F.	ELECTION OF DIRECTOR: HELGE LUND	Management	For	For
1G.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Management	For	For
1H.	ELECTION OF DIRECTOR: INDRA K. NOOYI	Management	For	For
1I.	ELECTION OF DIRECTOR: LUBNA S. OLAYAN	Management	For	For
1J.	ELECTION OF DIRECTOR: LEO RAFAEL REIF	Management	For	For
1K.	ELECTION OF DIRECTOR: TORE I. SANDVOLD	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1L.	ELECTION OF DIRECTOR: HENRI SEYDOUX	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
3.	TO CONDUCT AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	TO APPROVE THE COMPANY'S 2016 FINANCIAL STATEMENTS AND THE BOARD'S 2016 DECLARATIONS OF DIVIDENDS.	Management	For	For
5.	TO APPROVE THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
6.	TO APPROVE THE ADOPTION OF THE 2017 SCHLUMBERGER OMNIBUS STOCK INCENTIVE PLAN.	Management	For	For
7.	TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE SCHLUMBERGER DISCOUNTED STOCK PURCHASE PLAN.	Management	For	For

NESTLE SA, CHAM UND VEVEY

Security	H57312649	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	06-Apr-2017
ISIN	CH0038863350	Agenda	707814263 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE-REQUESTS ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE-REGISTRATION OF SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT-FOR MEETINGS OF THIS TYPE THAT THE SHARES ARE	Non-Voting		

	REGISTERED AND MOVED TO A-REGISTERED LOCATION AT THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL-SUB- CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTE INSTRUCTION, IT IS POSSIBLE-THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND-RE- REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE-TRADING OF SHARES, ANY THAT ARE REGISTERED MUST BE FIRST DEREGISTERED IF-REQUIRED FOR SETTLEMENT. DEREGISTRATION CAN AFFECT THE VOTING RIGHTS OF THOSE-SHARES. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR-CLIENT REPRESENTATIVE APPROVAL OF THE ANNUAL REVIEW, THE FINANCIAL STATEMENTS OF NESTLE S.A. AND THE CONSOLIDATED FINANCIAL STATEMENTS OF THE NESTLE GROUP FOR 2016		
1.1	ACCEPTANCE OF THE COMPENSATION REPORT 2016 (ADVISORY VOTE)	Management	No Action
1.2	DISCHARGE TO THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT	Management	No Action
2	APPROPRIATION OF PROFIT RESULTING FROM THE BALANCE SHEET OF NESTLE S.A. (PROPOSED DIVIDEND) FOR THE FINANCIAL YEAR 2016	Management	No Action
3	RE-ELECTION TO THE BOARD OF DIRECTORS: MR	Management	No Action
4.1.1		Management	No Action

4.1.2	PAUL BULCKE RE-ELECTION TO THE BOARD OF DIRECTORS: MR ANDREAS KOOPMANN	Management	No Action
4.1.3	RE-ELECTION TO THE BOARD OF DIRECTORS: MR HENRI DE CASTRIES	Management	No Action
4.1.4	RE-ELECTION TO THE BOARD OF DIRECTORS: MR BEAT W. HESS	Management	No Action
4.1.5	RE-ELECTION TO THE BOARD OF DIRECTORS: MR RENATO FASSBIND	Management	No Action
4.1.6	RE-ELECTION TO THE BOARD OF DIRECTORS: MR STEVEN G. HOCH	Management	No Action
4.1.7	RE-ELECTION TO THE BOARD OF DIRECTORS: MS NAINA LAL KIDWAI	Management	No Action
4.1.8	RE-ELECTION TO THE BOARD OF DIRECTORS: MR JEAN-PIERRE ROTH	Management	No Action
4.1.9	RE-ELECTION TO THE BOARD OF DIRECTORS: MS ANN M. VENEMAN	Management	No Action
4.1.10	RE-ELECTION TO THE BOARD OF DIRECTORS: MS EVA CHENG	Management	No Action
4.1.11	RE-ELECTION TO THE BOARD OF DIRECTORS: MS RUTH K. ONIANG'O	Management	No Action
4.1.12	RE-ELECTION TO THE BOARD OF DIRECTORS: MR PATRICK AEBISCHER	Management	No Action
4.2.1	ELECTION TO THE BOARD OF DIRECTORS: MR ULF MARK SCHNEIDER	Management	No Action
4.2.2	ELECTION TO THE BOARD OF DIRECTORS: MS URSULA M. BURNS	Management	No Action
4.3	ELECTION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS: MR PAUL BULCKE	Management	No Action
4.4.1	ELECTION OF MEMBER OF THE COMPENSATION COMMITTEE: MR BEAT W. HESS	Management	No Action
4.4.2	ELECTION OF MEMBER OF THE COMPENSATION COMMITTEE: MR ANDREAS KOOPMANN	Management	No Action
4.4.3		Management	

	ELECTION OF MEMBER OF THE COMPENSATION COMMITTEE: MR JEAN-PIERRE ROTH		No Action
4.4.4	ELECTION OF MEMBER OF THE COMPENSATION COMMITTEE: MR PATRICK AEBISCHER	Management	No Action
4.5	ELECTION OF THE STATUTORY AUDITORS: KPMG SA, GENEVA BRANCH	Management	No Action
4.6	ELECTION OF THE INDEPENDENT REPRESENTATIVE: HARTMANN DREYER, ATTORNEYS-AT-LAW	Management	No Action
5.1	APPROVAL OF THE COMPENSATION OF THE BOARD OF DIRECTORS	Management	No Action
5.2	APPROVAL OF THE COMPENSATION OF THE EXECUTIVE BOARD	Management	No Action
6	IN THE EVENT OF ANY YET UNKNOWN NEW OR MODIFIED PROPOSAL BY A SHAREHOLDER DURING THE GENERAL MEETING, I INSTRUCT THE INDEPENDENT REPRESENTATIVE TO VOTE AS FOLLOWS: (YES = VOTE IN FAVOUR OF ANY SUCH YET UNKNOWN PROPOSAL, NO = VOTE AGAINST ANY SUCH YET UNKNOWN PROPOSAL, ABSTAIN = ABSTAIN FROM VOTING) - THE BOARD OF DIRECTORS RECOMMENDS TO VOTE NO ON ANY SUCH YET UNKNOWN PROPOSAL PLEASE FIND BELOW THE LINK FOR NESTLE IN SOCIETY CREATING SHARED VALUE AND-MEETING	Shareholder	No Action

CMMT OUR COMMITMENTS 2016:- Non-Voting  
[http://www.nestle.com/asset-library/documents/library/documents/corporate\\_social\\_responsibility/nestle-in-society-summary-report-2016-en.pdf](http://www.nestle.com/asset-library/documents/library/documents/corporate_social_responsibility/nestle-in-society-summary-report-2016-en.pdf)

SULZER AG, WINTERTHUR

Security H83580284

Ticker Symbol

ISIN CH0038388911

Meeting Type

Meeting Date

Agenda

Annual General Meeting

06-Apr-2017

707840888 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	<p>PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE-REQUESTS ONLY. PLEASE ENSURE THAT YOU HAVE FIRST VOTED IN FAVOUR OF THE-REGISTRATION OF SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT-FOR MEETINGS OF THIS TYPE THAT THE SHARES ARE REGISTERED AND MOVED TO A-REGISTERED LOCATION AT THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL-SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTE INSTRUCTION, IT IS POSSIBLE-THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND-RE-REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE-TRADING OF SHARES, ANY THAT ARE REGISTERED MUST BE FIRST DEREGISTERED IF-REQUIRED FOR SETTLEMENT. DEREGISTRATION CAN AFFECT THE VOTING RIGHTS OF THOSE-SHARES. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR-CLIENT REPRESENTATIVE BUSINESS REVIEW, FINANCIAL STATEMENTS OF</p>			
CMMT			Non-Voting	
1.1	<p>SULZER LTD AND CONSOLIDATED FINANCIAL STATEMENTS 2016, REPORTS OF THE AUDITORS</p>		Management	No Action

1.2	ADVISORY VOTE ON THE COMPENSATION REPORT 2016	Management	No Action
2	APPROPRIATION OF NET PROFITS: CHF 3.50 PER SHARE	Management	No Action
3	DISCHARGE	Management	No Action
4.1	APPROVAL OF THE MAXIMUM AGGREGATE AMOUNT OF COMPENSATION OF THE BOARD OF DIRECTORS	Management	No Action
4.2	APPROVAL OF THE MAXIMUM AGGREGATE AMOUNT OF COMPENSATION OF THE EXECUTIVE COMMITTEE	Management	No Action
5.1	RE-ELECTION OF MR. PETER LOESCHER AS MEMBER AND CHAIRMAN OF THE BOARD OF DIRECTORS	Management	No Action
5.2.1	RE-ELECTION OF MR. MATTHIAS BICHSEL AS MEMBER OF THE BOARD OF DIRECTORS	Management	No Action
5.2.2	RE-ELECTION OF MR. THOMAS GLANZMANN AS MEMBER OF THE BOARD OF DIRECTORS	Management	No Action
5.2.3	RE-ELECTION OF MR. AXEL HEITMANN AS MEMBER OF THE BOARD OF DIRECTORS	Management	No Action
5.2.4	RE-ELECTION OF MRS. JILL LEE AS MEMBER OF THE BOARD OF DIRECTORS	Management	No Action
5.2.5	RE-ELECTION OF MR. MIKHAIL LIFSHITZ AS MEMBER OF THE BOARD OF DIRECTORS	Management	No Action
5.2.6	RE-ELECTION OF MR. MARCO MUSSETTI AS MEMBER OF THE BOARD OF DIRECTORS	Management	No Action
5.2.7	RE-ELECTION OF MR. GERHARD ROISS AS MEMBER OF THE BOARD OF DIRECTORS	Management	No Action
6.1.1	RE-ELECTION OF MR. THOMAS GLANZMANN AS MEMBER OF THE REMUNERATION COMMITTEE	Management	No Action



6.1.2	RE-ELECTION OF MRS. JILL LEE AS MEMBER OF THE REMUNERATION COMMITTEE	Management	No Action
6.1.3	RE-ELECTION OF MR. MARCO MUSETTI AS MEMBER OF THE REMUNERATION COMMITTEE	Management	No Action
7	RE-ELECTION OF THE AUDITORS / KPMG AG, ZURICH	Management	No Action
8	RE-ELECTION OF THE INDEPENDENT PROXY / PROXY VOTING SERVICES GMBH, ZURICH	Management	No Action

## NESTLE S.A.

Security	641069406	Meeting Type	Annual
Ticker Symbol	NSRGY	Meeting Date	06-Apr-2017
ISIN	US6410694060	Agenda	934543667 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	APPROVAL OF THE ANNUAL REVIEW, THE FINANCIAL STATEMENTS OF NESTLE S.A. AND THE CONSOLIDATED FINANCIAL STATEMENTS OF THE NESTLE GROUP FOR 2016	Management	For	For
1B.	ACCEPTANCE OF THE COMPENSATION REPORT 2016 (ADVISORY VOTE)	Management	For	For
2.	DISCHARGE TO THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT	Management	For	For
3.	APPROPRIATION OF PROFIT RESULTING FROM THE BALANCE SHEET OF NESTLE S.A. (PROPOSED DIVIDEND) FOR THE FINANCIAL YEAR 2016	Management	For	For
4AA	RE-ELECTION TO THE BOARD OF DIRECTOR: MR PAUL BULCKE	Management	For	For
4AB	RE-ELECTION TO THE BOARD OF DIRECTOR: MR ANDREAS KOOPMANN	Management	For	For
4AC	RE-ELECTION TO THE BOARD OF DIRECTOR: MR HENRI DE CASTRIES	Management	For	For
4AD	RE-ELECTION TO THE BOARD OF DIRECTOR: MR	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

4AE	BEAT W. HESS RE-ELECTION TO THE BOARD OF DIRECTOR: MR	ManagementFor	For
	RENATO FASSBIND		
4AF	RE-ELECTION TO THE BOARD OF DIRECTOR: MR	ManagementFor	For
	STEVEN G. HOCH		
4AG	RE-ELECTION TO THE BOARD OF DIRECTOR: MS	ManagementFor	For
	NAINA LAL KIDWAI		
4AH	RE-ELECTION TO THE BOARD OF DIRECTOR: MR	ManagementFor	For
	JEAN-PIERRE ROTH		
4AI	RE-ELECTION TO THE BOARD OF DIRECTOR: MS	ManagementFor	For
	ANN M. VENEMAN		
4AJ	RE-ELECTION TO THE BOARD OF DIRECTOR: MS	ManagementFor	For
	EVA CHENG		
4AK	RE-ELECTION TO THE BOARD OF DIRECTOR: MS	ManagementFor	For
	RUTH K. ONIANG'O		
4AL	RE-ELECTION TO THE BOARD OF DIRECTOR: MR	ManagementFor	For
	PATRICK AEBISCHER		
4BA	ELECTION TO THE BOARD OF DIRECTOR: MR ULF	ManagementFor	For
	MARK SCHNEIDER		
4BB	ELECTION TO THE BOARD OF DIRECTOR: MS	ManagementFor	For
	URSULA M. BURNS		
4C.	ELECTION OF THE CHAIRMAN OF THE BOARD OF	ManagementFor	For
	DIRECTOR MR PAUL BULCKE		
4DA	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR	ManagementFor	For
	BEAT W. HESS		
4DB	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR	ManagementFor	For
	ANDREAS KOOPMANN		
4DC	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR	ManagementFor	For
	JEAN-PIERRE ROTH		
4DD	ELECTION OF THE MEMBER OF THE COMPENSATION COMMITTEE: MR	ManagementFor	For
	PATRICK AEBISCHER		
4E.	ELECTION OF THE STATUTORY AUDITORS KPMG	ManagementFor	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

4F.	SA, GENEVA BRANCH ELECTION OF THE INDEPENDENT REPRESENTATIVE, HARTMANN DREYER, ATTORNEYS-AT-LAW	ManagementFor	For
5A.	APPROVAL OF THE COMPENSATION OF THE BOARD OF DIRECTORS	ManagementFor	For
5B.	APPROVAL OF THE COMPENSATION OF THE EXECUTIVE BOARD IN THE EVENT OF ANY YET UNKNOWN OR MODIFIED PROPOSAL BY A SHAREHOLDER DURING THE GENERAL MEETING, I INSTRUCT THE	ManagementFor	For
6.	INDEPENDENT REPRESENTATIVE TO VOTE AS FOLLOWS: "FOR" = VOTE FOR ANY SUCH YET UNKNOWN PROPOSAL; "AGAINST" = VOTE AGAINST ANY SUCH YET UNKNOWN PROPOSAL; "ABSTAIN" = ABSTAIN	Shareholder Abstain	Against

THE BANK OF NEW YORK MELLON CORPORATION

Security	064058100	Meeting Type	Annual
Ticker Symbol	BK	Meeting Date	11-Apr-2017
ISIN	US0640581007	Agenda	934544063 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LINDA Z. COOK	ManagementFor		For
1B.	ELECTION OF DIRECTOR: NICHOLAS M. DONOFRIO	ManagementFor		For
1C.	ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA	ManagementFor		For
1D.	ELECTION OF DIRECTOR: EDWARD P. GARDEN	ManagementFor		For
1E.	ELECTION OF DIRECTOR: JEFFREY A. GOLDSTEIN	ManagementFor		For
1F.	ELECTION OF DIRECTOR: GERALD L. HASSELL	ManagementFor		For
1G.	ELECTION OF DIRECTOR: JOHN M. HINSHAW	ManagementFor		For
1H.	ELECTION OF DIRECTOR: EDMUND F. KELLY	ManagementFor		For
1I.	ELECTION OF DIRECTOR: JOHN A. LUKE, JR.	ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1J.	ELECTION OF DIRECTOR: JENNIFER B. MORGAN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: MARK A. NORDENBERG	ManagementFor	For
1L.	ELECTION OF DIRECTOR: ELIZABETH E. ROBINSON	ManagementFor	For
1M.	ELECTION OF DIRECTOR: SAMUEL C. SCOTT III	ManagementFor	For
2.	ADVISORY RESOLUTION TO APPROVE THE 2016 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	PROPOSAL TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF STOCKHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management1 Year	For
4.	RATIFICATION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR 2017.	ManagementFor	For
5.	STOCKHOLDER PROPOSAL REGARDING A PROXY VOTING REVIEW REPORT.	Shareholder Against	For

BOYD GAMING CORPORATION

Security	103304101	Meeting Type	Annual
Ticker Symbol	BYD	Meeting Date	13-Apr-2017
ISIN	US1033041013	Agenda	934545243 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN R. BAILEY		For	For
	2 ROBERT L. BOUGHNER		For	For
	3 WILLIAM R. BOYD		For	For
	4 WILLIAM S. BOYD		For	For
	5 RICHARD E. FLAHERTY		For	For
	6 MARIANNE BOYD JOHNSON		For	For
	7 KEITH E. SMITH		For	For
	8 CHRISTINE J. SPADAFOR		For	For
	9 PETER M. THOMAS		For	For
	10 PAUL W. WHETSELL		For	For
	11 VERONICA J. WILSON		For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	3 Years	For
5.	RE-APPROVAL OF THE MATERIAL TERMS OF THE COMPANY'S 2012 STOCK INCENTIVE PLAN FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE, AS AMENDED.	Management	For	For

ABB LTD

Security	000375204	Meeting Type	Annual
Ticker Symbol	ABB	Meeting Date	13-Apr-2017
ISIN	US0003752047	Agenda	934553240 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVAL OF THE MANAGEMENT REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS AND THE ANNUAL FINANCIAL STATEMENTS FOR 2016	Management	For	For
2	CONSULTATIVE VOTE ON THE 2016 COMPENSATION REPORT	Management	For	For
3	DISCHARGE OF THE BOARD OF DIRECTORS AND THE PERSONS ENTRUSTED WITH MANAGEMENT	Management	Against	Against
4	APPROPRIATION OF EARNINGS CAPITAL REDUCTION THROUGH CANCELLATION OF	Management	For	For
5	SHARES REPURCHASED UNDER THE SHARE BUYBACK PROGRAM	Management	For	For
6	RENEWAL OF AUTHORIZED SHARE CAPITAL	Management	For	For
7A	BINDING VOTE ON THE MAXIMUM AGGREGATE AMOUNT OF COMPENSATION OF THE BOARD OF DIRECTORS FOR THE NEXT TERM OF OFFICE, I.E. FROM THE 2017 ANNUAL GENERAL MEETING TO THE 2018 ANNUAL GENERAL MEETING	Management	For	For
7B	BINDING VOTE ON THE MAXIMUM AGGREGATE	Management	For	For

AMOUNT OF COMPENSATION OF THE  
EXECUTIVE  
COMMITTEE FOR THE FOLLOWING  
FINANCIAL  
YEAR, I.E. 2018

8A	ELECT MATTI ALAHUHTA, AS DIRECTOR	ManagementFor	For
8B	ELECT DAVID CONSTABLE, AS DIRECTOR	ManagementFor	For
8C	ELECT FREDERICO FLEURY CURADO, AS DIRECTOR	ManagementFor	For
8D	ELECT LARS FORBERG, AS DIRECTOR	ManagementFor	For
8E	ELECT LOUIS R. HUGHES, AS DIRECTOR	ManagementAgainst	Against
8F	ELECT DAVID MELINE, AS DIRECTOR	ManagementFor	For
8G	ELECT SATISH PAI, AS DIRECTOR	ManagementFor	For
8H	ELECT JACOB WALLENBERG, AS DIRECTOR	ManagementFor	For
8I	ELECT YING YEH, AS DIRECTOR	ManagementFor	For
8J	ELECT PETER VOSER, AS DIRECTOR AND CHAIRMAN	ManagementFor	For
9A	ELECTIONS TO THE COMPENSATION COMMITTEE: DAVID CONSTABLE	ManagementFor	For
9B	ELECTIONS TO THE COMPENSATION COMMITTEE: FREDERICO FLEURY CURADO	ManagementFor	For
9C	ELECTIONS TO THE COMPENSATION COMMITTEE: YING YEH	ManagementFor	For
10	ELECTION OF THE INDEPENDENT PROXY, DR. HANS ZEHNDER	ManagementFor	For
11	ELECTION OF THE AUDITORS, ERNST & YOUNG AG IN CASE OF ADDITIONAL OR ALTERNATIVE PROPOSALS TO THE PUBLISHED AGENDA ITEMS	ManagementFor	For
12	DURING THE ANNUAL GENERAL MEETING OR OF NEW AGENDA ITEMS, I AUTHORIZE THE INDEPENDENT PROXY TO ACT AS FOLLOWS	ManagementAgainst	Against

ENI S.P.A

Security	26874R108	Meeting Type	Annual
Ticker Symbol	E	Meeting Date	13-Apr-2017
ISIN	US26874R1086	Agenda	934561677 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	ENI S.P.A. FINANCIAL STATEMENTS AT DECEMBER 31, 2016. RELATED RESOLUTIONS. ENI CONSOLIDATED FINANCIAL STATEMENTS AT DECEMBER 31, 2016. REPORTS OF THE DIRECTORS, OF THE BOARD OF STATUTORY AUDITORS AND OF THE AUDIT FIRM.	Management	For	For
2.	ALLOCATION OF NET PROFIT.	Management	For	For
3.	DETERMINATION OF THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS.	Management	For	For
4.	DETERMINATION OF THE DIRECTORS' TERM OF OFFICE.	Management	For	For
5A.	APPOINTMENT OF THE DIRECTORS: SLATE PROPOSED BY ITALIAN MINISTRY OF THE ECONOMY AND FINANCE. "YOU MAY ONLY VOTE "FOR" ONE SLATE"	Management	Abstain	Against
5B.	APPOINTMENT OF THE DIRECTORS: SLATE PROPOSED BY A GROUP OF ASSET MANAGEMENT COMPANIES AND OTHER INSTITUTIONAL INVESTORS. "YOU MAY ONLY VOTE "FOR" ONE SLATE"	Management	For	For
6.	APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS.	Management	For	For
7.	DETERMINATION OF THE REMUNERATION OF THE CHAIRMAN OF THE BOARD OF DIRECTORS AND OF THE DIRECTORS.	Management	For	For
8A.	APPOINTMENT OF THE STATUTORY AUDITORS: SLATE PROPOSED BY ITALIAN MINISTRY OF THE ECONOMY AND FINANCE. "YOU MAY ONLY VOTE "FOR" ONE SLATE"	Management	Abstain	Against
8B.		Management	For	For

APPOINTMENT OF THE STATUTORY  
AUDITORS:

SLATE PROPOSED BY A GROUP OF  
ASSET  
MANAGEMENT COMPANIES AND  
OTHER

INSTITUTIONAL INVESTORS. "YOU  
MAY ONLY VOTE  
"FOR" ONE SLATE"

9.	APPOINTMENT OF THE CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS.	ManagementFor	For
10.	DETERMINATION OF THE REMUNERATION OF THE CHAIRMAN OF THE BOARD OF STATUTORY AUDITORS AND OF THE STANDING STATUTORY AUDITORS.	ManagementFor	For
11.	LONG TERM INCENTIVE PLAN 2017-2019 AND DISPOSAL OF ENI TREASURY SHARE TO SERVE THE PLAN.	ManagementFor	For
12.	REMUNERATION REPORT (SECTION I): POLICY ON REMUNERATION.	ManagementFor	For

CNH INDUSTRIAL N.V

Security	N20944109	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	14-Apr-2017
ISIN	NL0010545661	Agenda	707810063 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	OPEN MEETING	Non-Voting		
2.A	DISCUSS REMUNERATION REPORT RECEIVE EXPLANATION ON	Non-Voting		
2.B	COMPANY'S RESERVES AND DIVIDEND POLICY	Non-Voting		
2.C	ADOPT FINANCIAL STATEMENTS	ManagementFor		For
2.D	APPROVE DIVIDENDS OF EUR 0.11 PER SHARE	ManagementFor		For
2.E	APPROVE DISCHARGE OF DIRECTORS REELECT SERGIO MARCHIONNE AS	ManagementFor		For
3.A	EXECUTIVE DIRECTOR	ManagementFor		For
3.B	REELECT RICHARD J. TOBIN AS EXECUTIVE DIRECTOR	ManagementFor		For
3.C	REELECT MINA GEROWIN AS NON EXECUTIVE	ManagementFor		For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.D	DIRECTOR REELECT SUZANNE HEYWOOD AS NON EXECUTIVE	ManagementFor	For
3.E	DIRECTOR REELECT LEO W. HOULE AS NON- EXECUTIVE	ManagementFor	For
3.F	DIRECTOR REELECT PETER KALANTZIS AS NON EXECUTIVE	ManagementFor	For
3.G	DIRECTOR REELECT JOHN B. LANAWAY AS NON EXECUTIVE	ManagementFor	For
3.H	DIRECTOR REELECT SILKE C. SCHEIBER AS NON-EXECUTIVE	ManagementFor	For
3.I	DIRECTOR REELECT GUIDO TABELLINI AS NON EXECUTIVE	ManagementFor	For
3.J	DIRECTOR REELECT JACQUELINE A.TAMMENOMS BAKKER AS NON-EXECUTIVE DIRECTOR	ManagementFor	For
3.K	DIRECTOR REELECT JACQUES THEURILLAT AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
4	AUTHORIZE REPURCHASE OF UP TO 10 PERCENT OF ISSUED SHARE CAPITAL	ManagementFor	For
5	AMEND THE NON-EXECUTIVE DIRECTORS' COMPENSATION PLAN	ManagementFor	For
6	CLOSE MEETING	Non-Voting	

CNH INDUSTRIAL N V

Security	N20944109	Meeting Type	Annual
Ticker Symbol	CNHI	Meeting Date	14-Apr-2017
ISIN	NL0010545661	Agenda	934539911 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
2C.	ADOPTION OF THE 2016 ANNUAL FINANCIAL STATEMENTS.	ManagementFor		For
2D.	DETERMINATION AND DISTRIBUTION OF DIVIDEND.	ManagementFor		For
2E.	RELEASE FROM LIABILITY OF THE EXECUTIVE DIRECTORS AND THE NON- EXECUTIVE DIRECTORS OF THE BOARD.	ManagementFor		For
3A.	RE-APPOINTMENT OF DIRECTOR: SERGIO	ManagementFor		For

	MARCHIONNE (EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:		
3B.	RICHARD J. TOBIN (EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:	ManagementFor	For
3C.	MINA GEROWIN (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:	ManagementFor	For
3D.	SUZANNE HEYWOOD (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR: LEO	ManagementFor	For
3E.	W. HOULE (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:	ManagementFor	For
3F.	PETER KALANTZIS (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR: JOHN	ManagementFor	For
3G.	B. LANAWAY (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:	ManagementFor	For
3H.	SILKE C. SCHEIBER (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:	ManagementFor	For
3I.	GUIDO TABELLINI (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:	ManagementFor	For
3J.	JACQUELINE A. TAMMENOMS BAKKER (NON-EXECUTIVE DIRECTOR) RE-APPOINTMENT OF DIRECTOR:	ManagementFor	For
3K.	JACQUES THEURILLAT (NON-EXECUTIVE DIRECTOR) REPLACEMENT OF THE EXISTING DELEGATION TO THE BOARD OF DIRECTORS OF THE	ManagementFor	For
4.	AUTHORITY TO ACQUIRE COMMON SHARES IN THE CAPITAL OF THE COMPANY. AMENDMENT TO THE NON-EXECUTIVE DIRECTORS'	ManagementFor	For
5.	COMPENSATION PLAN AND CONSEQUENT AMENDMENT OF THE REMUNERATION POLICY.	ManagementFor	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

CNH INDUSTRIAL N V

Security N20944109

Ticker Symbol CNHI

ISIN NL0010545661

Meeting Type

Annual

Meeting Date

14-Apr-2017

Agenda

934554987 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
2C.	ADOPTION OF THE 2016 ANNUAL FINANCIAL STATEMENTS.	Management	For	For
2D.	DETERMINATION AND DISTRIBUTION OF DIVIDEND.	Management	For	For
2E.	RELEASE FROM LIABILITY OF THE EXECUTIVE DIRECTORS AND THE NON-EXECUTIVE DIRECTORS OF THE BOARD.	Management	For	For
3A.	RE-APPOINTMENT OF DIRECTOR: SERGIO MARCHIONNE (EXECUTIVE DIRECTOR)	Management	For	For
3B.	RE-APPOINTMENT OF DIRECTOR: RICHARD J. TOBIN (EXECUTIVE DIRECTOR)	Management	For	For
3C.	RE-APPOINTMENT OF DIRECTOR: MINA GEROWIN (NON-EXECUTIVE DIRECTOR)	Management	For	For
3D.	RE-APPOINTMENT OF DIRECTOR: SUZANNE HEYWOOD (NON-EXECUTIVE DIRECTOR)	Management	For	For
3E.	RE-APPOINTMENT OF DIRECTOR: LEO W. HOULE (NON-EXECUTIVE DIRECTOR)	Management	For	For
3F.	RE-APPOINTMENT OF DIRECTOR: PETER KALANTZIS (NON-EXECUTIVE DIRECTOR)	Management	For	For
3G.	RE-APPOINTMENT OF DIRECTOR: JOHN B. LANAWAY (NON-EXECUTIVE DIRECTOR)	Management	For	For
3H.	RE-APPOINTMENT OF DIRECTOR: SILKE C. SCHEIBER (NON-EXECUTIVE DIRECTOR)	Management	For	For
3I.	RE-APPOINTMENT OF DIRECTOR: GUIDO TABELLINI (NON-EXECUTIVE DIRECTOR)	Management	For	For
3J.	RE-APPOINTMENT OF DIRECTOR: JACQUELINE A. TAMMENOMS BAKKER	Management	For	For

	(NON-EXECUTIVE DIRECTOR)		
	RE-APPOINTMENT OF DIRECTOR:		
3K.	JACQUES THEURILLAT (NON-EXECUTIVE DIRECTOR)	ManagementFor	For
	REPLACEMENT OF THE EXISTING DELEGATION TO		
4.	THE BOARD OF DIRECTORS OF THE AUTHORITY TO	ManagementFor	For
	ACQUIRE COMMON SHARES IN THE CAPITAL OF		
	THE COMPANY.		
	AMENDMENT TO THE NON-EXECUTIVE DIRECTORS'		
5.	COMPENSATION PLAN AND CONSEQUENT	ManagementFor	For
	AMENDMENT OF THE REMUNERATION POLICY.		

U.S. BANCORP

Security	902973304	Meeting Type	Annual
Ticker Symbol	USB	Meeting Date	18-Apr-2017
ISIN	US9029733048	Agenda	934535672 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR.	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: WARNER L. BAXTER	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: MARC N. CASPER	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: ANDREW CECERE	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	ManagementFor	For	For
1G.	ELECTION OF DIRECTOR: KIMBERLY J. HARRIS	ManagementFor	For	For
1H.	ELECTION OF DIRECTOR: ROLAND A. HERNANDEZ	ManagementFor	For	For
1I.	ELECTION OF DIRECTOR: DOREEN WOO HO	ManagementFor	For	For
1J.	ELECTION OF DIRECTOR: OLIVIA F. KIRTLEY	ManagementFor	For	For
1K.	ELECTION OF DIRECTOR: KAREN S. LYNCH	ManagementFor	For	For
1L.	ELECTION OF DIRECTOR: DAVID B. O'MALEY	ManagementFor	For	For
1M.		ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: O'DELL M. OWENS, M.D., M.P.H.		
1N.	ELECTION OF DIRECTOR: CRAIG D. SCHNUCK	ManagementFor	For
10.	ELECTION OF DIRECTOR: SCOTT W. WINE	ManagementFor	For
2.	THE RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR THE 2017 FISCAL YEAR.	ManagementFor	For
3.	AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	ManagementFor	For
4.	AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	SHAREHOLDER PROPOSAL: A SHAREHOLDER PROPOSAL SEEKING THE ADOPTION OF A POLICY REQUIRING THAT THE CHAIRMAN OF THE BOARD BE AN INDEPENDENT DIRECTOR.	Shareholder Against	For

M&T BANK CORPORATION

Security	55261F104	Meeting Type	Annual
Ticker Symbol	MTB	Meeting Date	18-Apr-2017
ISIN	US55261F1049	Agenda	934543352 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 BRENT D. BAIRD		For	For
	2 C. ANGELA BONTEMPO		For	For
	3 ROBERT T. BRADY		For	For
	4 T. J. CUNNINGHAM III		For	For
	5 GARY N. GEISEL		For	For
	6 RICHARD A. GROSSI		For	For
	7 JOHN D. HAWKE, JR.		For	For
	8 NEWTON P.S. MERRILL		For	For
	9 MELINDA R. RICH		For	For
	10 ROBERT E. SADLER, JR.		For	For
	11 DENIS J. SALAMONE		For	For
	12 DAVID S. SCHARFSTEIN		For	For
	13 HERBERT L. WASHINGTON		For	For
	14 ROBERT G. WILMERS		For	For
2.		Management	1 Year	For

TO RECOMMEND THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF M&T BANK CORPORATION'S NAMED EXECUTIVE OFFICERS.

3. TO APPROVE THE COMPENSATION OF M&T BANK CORPORATION'S NAMED EXECUTIVE OFFICERS. ManagementFor For

4. TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF M&T BANK CORPORATION FOR THE YEAR ENDING DECEMBER 31, 2017. ManagementFor For

PUBLIC SERVICE ENTERPRISE GROUP INC.

Security	744573106	Meeting Type	Annual
Ticker Symbol	PEG	Meeting Date	18-Apr-2017
ISIN	US7445731067	Agenda	934544140 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIE A. DEESE	Management	For	For
1B.	ELECTION OF DIRECTOR: ALBERT R. GAMPER, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM V. HICKEY	Management	For	For
1D.	ELECTION OF DIRECTOR: RALPH IZZO	Management	For	For
1E.	ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON	Management	For	For
1F.	ELECTION OF DIRECTOR: DAVID LILLEY	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS A. RENYI	Management	For	For
1H.	ELECTION OF DIRECTOR: HAK CHEOL (H.C.) SHIN	Management	For	For
1I.	ELECTION OF DIRECTOR: RICHARD J. SWIFT	Management	For	For
1J.	ELECTION OF DIRECTOR: SUSAN TOMASKY	Management	For	For
1K.	ELECTION OF DIRECTOR: ALFRED W. ZOLLAR	Management	For	For
2.	ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION	Management	For	For
3.		Management	1 Year	For

ADVISORY VOTE ON THE FREQUENCY  
OF FUTURE  
ADVISORY VOTES ON EXECUTIVE  
COMPENSATION  
RATIFICATION OF THE APPOINTMENT  
OF DELOITTE

4. & TOUCHE LLP AS INDEPENDENT ManagementFor For  
AUDITOR FOR  
THE YEAR 2017

PROXIMUS SA DE DROIT PUBLIC, BRUXELLES

Security B6951K109

Ticker Symbol

ISIN BE0003810273

Meeting Type

Annual General Meeting

Meeting Date

19-Apr-2017

Agenda

707848199 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE			
CMMT	THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF- ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-		Non-Voting	
CMMT	INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE- REPRESENTATIVE		Non-Voting	
1	EXAMINATION OF THE ANNUAL REPORTS OF THE BOARD OF DIRECTORS OF PROXIMUS		Non-Voting	

SA-UNDER  
 PUBLIC LAW WITH REGARD TO THE  
 ANNUAL  
 ACCOUNTS AND THE  
 CONSOLIDATED-ANNUAL  
 ACCOUNTS AT 31 DECEMBER 2016  
 EXAMINATION OF THE REPORTS OF  
 THE BOARD OF  
 AUDITORS OF PROXIMUS SA  
 UNDER-PUBLIC LAW  
 WITH REGARD TO THE ANNUAL  
 ACCOUNTS AND OF  
 THE AUDITORS WITH REGARD-TO THE  
 CONSOLIDATED ANNUAL ACCOUNTS  
 AT 31  
 DECEMBER 2016  
 EXAMINATION OF THE INFORMATION  
 PROVIDED BY  
 THE JOINT COMMITTEE  
 EXAMINATION OF THE  
 CONSOLIDATED ANNUAL  
 ACCOUNTS AT 31 DECEMBER 2016  
 APPROVAL OF THE ANNUAL  
 ACCOUNTS WITH  
 REGARD TO THE FINANCIAL YEAR  
 CLOSED ON 31  
 DECEMBER 2016, INCLUDING THE  
 FOLLOWING  
 ALLOCATION OF THE RESULTS: (AS  
 SPECIFIED)  
 FOR 2016, THE GROSS DIVIDEND  
 AMOUNTS TO EUR  
 1.50 PER SHARE, ENTITLING  
 SHAREHOLDERS TO A  
 DIVIDEND NET OF WITHHOLDING TAX  
 OF EUR 1.065  
 PER SHARE, OF WHICH AN INTERIM  
 DIVIDEND OF  
 EUR 0.50 (EUR 0.365 PER SHARE NET OF  
 WITHHOLDING TAX) WAS ALREADY  
 PAID OUT ON 9  
 DECEMBER 2016; THIS MEANS THAT A  
 GROSS  
 DIVIDEND OF EUR 1.00 PER SHARE  
 (EUR 0.70 PER  
 SHARE NET OF WITHHOLDING TAX)  
 WILL BE PAID  
 ON 28 APRIL 2017. THE EX-DIVIDEND  
 DATE IS FIXED  
 ON 26 APRIL 2017, THE RECORD DATE  
 IS 27 APRIL

2 Non-Voting

3 Non-Voting

4 Non-Voting

5 Management No Action



	2017		
6	APPROVAL OF THE REMUNERATION REPORT	Management	No Action
7	GRANTING OF A DISCHARGE TO THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE DURING THE FINANCIAL YEAR CLOSED ON 31 DECEMBER 2016	Management	No Action
8	GRANTING OF A SPECIAL DISCHARGE TO MRS. CARINE DOUTRELEPONT AND TO MRS. LUTGART VAN DEN BERGHE FOR THE EXERCISE OF THEIR MANDATE UNTIL 20 APRIL 2016	Management	No Action
9	GRANTING OF A DISCHARGE TO THE MEMBERS OF THE BOARD OF AUDITORS FOR THE EXERCISE OF THEIR MANDATE DURING THE FINANCIAL YEAR CLOSED ON 31 DECEMBER 2016	Management	No Action
10	GRANTING OF A SPECIAL DISCHARGE TO MR. GEERT VERSTRAETEN, REPRESENTATIVE OF DELOITTE STATUTORY AUDITORS SC SFD SCRL, FOR THE EXERCISE OF HIS MANDATE AS CHAIRMAN AND MEMBER OF THE BOARD OF AUDITORS UNTIL 20 APRIL 2016	Management	No Action
11	GRANTING OF A SPECIAL DISCHARGE TO LUC CALLAERT SC SFD SPRLU, REPRESENTED BY MR. LUC CALLAERT, FOR THE EXERCISE OF THIS MANDATE AS MEMBER OF THE BOARD OF AUDITORS UNTIL 20 APRIL 2016	Management	No Action
12	GRANTING OF A DISCHARGE TO THE INDEPENDENT AUDITORS DELOITTE STATUTORY AUDITORS SC SFD SCRL, REPRESENTED BY MR. MICHEL DENAYER AND MR. NICO	Management	No Action

- HOUTHAEVE, FOR THE  
EXERCISE OF THEIR MANDATE  
DURING THE  
FINANCIAL YEAR CLOSED ON 31  
DECEMBER 2016  
GRANTING OF A SPECIAL DISCHARGE  
TO MR.  
GEERT VERSTRAETEN,  
REPRESENTATIVE OF  
DELOITTE STATUTORY AUDITORS SC  
SFD SCRL, AS  
AUDITOR OF THE CONSOLIDATED  
ACCOUNTS OF  
THE PROXIMUS GROUP, FOR THE  
EXERCISE OF HIS  
MANDATE UNTIL 20 APRIL 2016  
TO REAPPOINT MR. PIERRE  
DEMUELENAERE ON  
PROPOSAL BY THE BOARD OF  
DIRECTORS AFTER  
RECOMMENDATION OF THE  
NOMINATION AND  
REMUNERATION COMMITTEE, AS  
INDEPENDENT  
BOARD MEMBER FOR A PERIOD  
WHICH WILL  
EXPIRE AT THE ANNUAL GENERAL  
MEETING OF  
2021  
APPROVAL OF THE ANNUAL  
ACCOUNTS OF  
WIRELESS TECHNOLOGIES SA WITH  
REGARD TO  
THE FINANCIAL YEAR CLOSED ON 30  
SEPTEMBER  
2016 IN ACCORDANCE WITH ARTICLE  
727 OF THE  
BELGIAN COMPANIES CODE  
EXAMINATION OF THE ANNUAL  
REPORT OF THE  
BOARD OF DIRECTORS AND OF THE  
REPORT-OF  
THE AUDITOR OF WIRELESS  
TECHNOLOGIES SA  
WITH REGARD TO THE ANNUAL  
ACCOUNTS-AT 30  
SEPTEMBER 2016  
GRANTING OF A DISCHARGE TO THE  
MEMBERS OF  
THE BOARD OF DIRECTORS OF  
WIRELESS
- 13 Management No  
Action
- 14 Management No  
Action
- 15 Management No  
Action
- 16 Non-Voting
- 17 Management No  
Action

TECHNOLOGIES SA FOR THE EXERCISE OF THEIR MANDATE DURING THE FINANCIAL YEAR CLOSED ON 30 SEPTEMBER 2016 AND THE SUBMISSION OF THE ANNUAL ACCOUNTS AT 30 SEPTEMBER 2016 AND THE RELATING ANNUAL REPORT TO THE ORDINARY SHAREHOLDERS' MEETING OF PROXIMUS SA IN ACCORDANCE WITH ARTICLE 727 OF THE BELGIAN COMPANIES CODE GRANTING OF A DISCHARGE TO DELOITTE STATUTORY AUDITORS SC SFD SCRL, REPRESENTED BY MR. LUC VAN COPPENOLLE, AUDITOR OF WIRELESS TECHNOLOGIES SA FOR THE EXERCISE OF HIS MANDATE DURING THE FINANCIAL YEAR CLOSED ON 30 SEPTEMBER 2016 AND THE SUBMISSION OF THE RELATING AUDITOR'S REPORT TO THE ORDINARY SHAREHOLDERS' MEETING OF PROXIMUS SA IN ACCORDANCE WITH ARTICLE 727 OF THE BELGIAN COMPANIES CODE

18

Management No Action

19 MISCELLANEOUS KAMAN CORPORATION

Non-Voting

Security 483548103

Meeting Type Annual

Ticker Symbol KAMN

Meeting Date 19-Apr-2017

ISIN US4835481031

Agenda 934534430 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 BRIAN E. BARENTS		For	For
	2 GEORGE E. MINNICH		For	For
	3 THOMAS W. RABAUT		For	For
2.	ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For

- ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.
3. AMENDMENT TO AMENDED AND RESTATED CERTIFICATE OF INCORPORATION DECLASSIFYING THE BOARD OF DIRECTORS. RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.
4. Management 1 Year For
- Management Against Against
5. Management For For

THE KRAFT HEINZ COMPANY

Security	500754106	Meeting Type	Annual
Ticker Symbol	KHC	Meeting Date	19-Apr-2017
ISIN	US5007541064	Agenda	934534555 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GREGORY E. ABEL	Management	For	For
1B.	ELECTION OF DIRECTOR: ALEXANDRE BEHRING	Management	For	For
1C.	ELECTION OF DIRECTOR: WARREN E. BUFFETT	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN T. CAHILL	Management	For	For
1E.	ELECTION OF DIRECTOR: TRACY BRITT COOL	Management	For	For
1F.	ELECTION OF DIRECTOR: FEROUZ DEWAN	Management	For	For
1G.	ELECTION OF DIRECTOR: JEANNE P. JACKSON	Management	For	For
1H.	ELECTION OF DIRECTOR: JORGE PAULO LEMANN	Management	For	For
1I.	ELECTION OF DIRECTOR: MACKAY J. MCDONALD	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN C. POPE	Management	For	For
1K.	ELECTION OF DIRECTOR: MARCEL HERRMANN TELLES	Management	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

OUR  
INDEPENDENT AUDITORS FOR 2017.

SHAREHOLDER PROPOSAL:

4. RESOLUTION RELATED TO SUSTAINABILITY AND NUTRITION. Shareholder Abstain Against

SHAREHOLDER PROPOSAL:

5. RESOLUTION RELATED TO PACKAGING. Shareholder Abstain Against

SHAREHOLDER PROPOSAL:

6. RESOLUTION RELATED TO DEFORESTATION. Shareholder Abstain Against

AUTONATION, INC.

Security	05329W102	Meeting Type	Annual
Ticker Symbol	AN	Meeting Date	19-Apr-2017
ISIN	US05329W1027	Agenda	934536511 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MIKE JACKSON	Management	For	For
1B.	ELECTION OF DIRECTOR: RICK L. BURDICK	Management	For	For
1C.	ELECTION OF DIRECTOR: TOMAGO COLLINS	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID B. EDELSON	Management	For	For
1E.	ELECTION OF DIRECTOR: KAREN C. FRANCIS	Management	For	For
1F.	ELECTION OF DIRECTOR: ROBERT R. GRUSKY	Management	For	For
1G.	ELECTION OF DIRECTOR: KAVEH KHOSROVSHAHI	Management	For	For
1H.	ELECTION OF DIRECTOR: MICHAEL LARSON	Management	For	For
1I.	ELECTION OF DIRECTOR: G. MIKE MIKAN	Management	For	For
1J.	ELECTION OF DIRECTOR: ALISON H. ROSENTHAL	Management	For	For
2.	RATIFICATION OF THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	3 Years	For
5.	APPROVAL OF THE AUTONATION, INC. 2017	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

EMPLOYEE EQUITY AND INCENTIVE  
PLAN

HEINEKEN HOLDING NV, AMSTERDAM

Security N39338194

Ticker Symbol

ISIN NL0000008977

Meeting Type

Meeting Date

Agenda

Annual General Meeting

20-Apr-2017

707819770 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	REPORT OF THE BOARD OF DIRECTORS FOR THE 2016 FINANCIAL YEAR		Non-Voting	
2	IMPLEMENTATION OF THE REMUNERATION POLICY FOR THE MEMBERS OF THE BOARD OF-DIRECTORS		Non-Voting	
3	ADOPTION OF THE FINANCIAL STATEMENTS FOR THE 2016 FINANCIAL YEAR		ManagementFor	For
4	ANNOUNCEMENT OF THE APPROPRIATION OF THE BALANCE OF THE INCOME STATEMENT-PURSUANT TO THE PROVISIONS IN ARTICLE 10, PARAGRAPH 6, OF THE ARTICLES OF-ASSOCIATION		Non-Voting	
5	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS		ManagementFor	For
6.A	AUTHORISATION OF THE BOARD OF DIRECTORS TO ACQUIRE OWN SHARES		ManagementFor	For
6.B	AUTHORISATION OF THE BOARD OF DIRECTORS TO ISSUE (RIGHTS TO) SHARES		ManagementFor	For
6.C	AUTHORISATION OF THE BOARD OF DIRECTORS TO RESTRICT OR EXCLUDE SHAREHOLDERS' PRE-EMPTIVE RIGHTS		ManagementFor	For
7	REAPPOINTMENT OF THE EXTERNAL AUDITOR FOR A PERIOD OF THREE YEARS: DELOITTE		ManagementFor	For
8.A	REAPPOINTMENT OF MR M. DAS AS A NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS		ManagementAgainst	Against
8.B	REAPPOINTMENT OF MR A.A.C. DE CARVALHO AS A NON-EXECUTIVE MEMBER OF THE		ManagementFor	For

BOARD OF  
DIRECTORS  
09 MAR 2017: PLEASE NOTE THAT THIS  
IS A  
REVISION DUE TO RECEIPT OF  
AUDITOR-NAME IN  
RESOLUTION 7 AND ADDITION OF  
COMMENT. IF

CMMT YOU HAVE ALREADY SENT IN-YOUR Non-Voting  
VOTES,  
PLEASE DO NOT VOTE AGAIN UNLESS  
YOU DECIDE  
TO AMEND YOUR  
ORIGINAL-INSTRUCTIONS. THANK  
YOU

09 MAR 2017: SHAREHOLDERS WHO  
PARTICIPATE  
IN THE MEETING OF HEINEKEN  
HOLDING-NV, WILL

CMMT BE ADMITTED AS OBSERVER TO THE Non-Voting  
AGM OF  
HEINEKEN NV, COMMENCING AT-13:30  
AT THE  
SAME LOCATION. THANK YOU

VEOLIA ENVIRONNEMENT SA, PARIS

Security F9686M107

Ticker Symbol

ISIN FR0000124141

Meeting Type

MIX

Meeting Date

20-Apr-2017

Agenda

707836283 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE			
CMMT	"FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.		Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A- FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE- GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED- INTERMEDIARY, THE GLOBAL CUSTODIANS WILL		Non-Voting	

SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE IN CASE AMENDMENTS OR NEW RESOLUTIONS ARE PRESENTED DURING THE MEETING, YOUR-VOTE WILL DEFAULT TO 'ABSTAIN'. SHARES CAN ALTERNATIVELY BE PASSED TO THE-CHAIRMAN OR

CMMT A NAMED THIRD PARTY TO VOTE ON Non-Voting

ANY SUCH ITEM RAISED. SHOULD YOU-WISH TO PASS CONTROL OF YOUR SHARES IN THIS WAY, PLEASE CONTACT YOUR-BROADRIDGE CLIENT SERVICE REPRESENTATIVE. THANK YOU  
16 MAR 2017: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS-AVAILABLE BY CLICKING ON THE MATERIAL URL LINK:-

<http://www.journal-officiel.gouv.fr/pdf/2017/0313/201703131700539.pdf>  
PLEASE-NOTE THAT THIS IS A

CMMT REVISION DUE TO Non-Voting

MODIFICATION OF RESOLUTION O.13 AND E.14.-IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU-DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

O.1 APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE 2016 FINANCIAL YEAR ManagementFor For

O.2 APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2016 FINANCIAL YEAR ManagementFor For



O.3	APPROVAL OF EXPENDITURE AND FEES PURSUANT TO ARTICLE 39.4 OF THE FRENCH GENERAL TAX CODE	ManagementFor	For
O.4	ALLOCATION OF INCOME FOR THE 2016 FINANCIAL YEAR AND PAYMENT OF THE DIVIDEND: EUR 0.80 PER SHARE	ManagementFor	For
O.5	APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS	ManagementAgainst	Against
O.6	RENEWAL OF THE TERM OF CAISSE DES DEPOTS ET CONSIGNATIONS, REPRESENTED BY MR OLIVIER MAREUSE AS DIRECTOR	ManagementFor	For
O.7	RENEWAL OF THE TERM OF MRS MARION GUILLOU AS DIRECTOR	ManagementFor	For
O.8	RENEWAL OF THE TERM OF MR PAOLO SCARONI AS DIRECTOR	ManagementFor	For
O.9	RENEWAL OF THE TERM OF THE COMPANY ERNST & YOUNG ET AUTRES AS STATUTORY AUDITOR	ManagementFor	For
O.10	APPROVAL OF PRINCIPLES AND SETTING OF THE ALLOCATION AND AWARDED CRITERIA OF THE FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATIONS AND ALL BENEFITS OF ALL KINDS TO BE AWARDED TO THE CHIEF EXECUTIVE OFFICER FOR THE 2017 FINANCIAL YEAR	ManagementAgainst	Against
O.11	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR ANTOINE FREROT, CHIEF EXECUTIVE OFFICER, FOR THE 2016 FINANCIAL YEAR	ManagementAgainst	Against
O.12	AUTHORISATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO DEAL IN COMPANY	ManagementFor	For

O.13	SHARES RATIFICATION OF THE TRANSFER OF THE COMPANY'S REGISTERED OFFICE: ARTICLE 4	ManagementFor	For
E.14	STATUTORY AMENDMENT ON THE TERM OF OFFICE OF THE VICE-PRESIDENT: ARTICLE 12	ManagementFor	For
OE.15	POWERS TO CARRY OUT ALL LEGAL FORMALITIES	ManagementFor	For

## KIMBERLY-CLARK CORPORATION

Security	494368103	Meeting Type	Annual
Ticker Symbol	KMB	Meeting Date	20-Apr-2017
ISIN	US4943681035	Agenda	934533832 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: ABELARDO E. BRU	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: ROBERT W. DECHERD	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: THOMAS J. FALK	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: FABIAN T. GARCIA	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL D. HSU	ManagementFor	For	For
1G.	ELECTION OF DIRECTOR: MAE C. JEMISON, M.D.	ManagementFor	For	For
1H.	ELECTION OF DIRECTOR: JAMES M. JENNESS	ManagementFor	For	For
1I.	ELECTION OF DIRECTOR: NANCY J. KARCH	ManagementFor	For	For
1J.	ELECTION OF DIRECTOR: CHRISTA S. QUARLES	ManagementFor	For	For
1K.	ELECTION OF DIRECTOR: IAN C. READ	ManagementFor	For	For
1L.	ELECTION OF DIRECTOR: MARC J. SHAPIRO	ManagementFor	For	For
1M.	ELECTION OF DIRECTOR: MICHAEL D. WHITE	ManagementFor	For	For
2.	RATIFICATION OF AUDITORS	ManagementFor	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

STANLEY BLACK & DECKER, INC.

Security	854502101	Meeting Type	Annual
Ticker Symbol	SWK	Meeting Date	20-Apr-2017
ISIN	US8545021011	Agenda	934535088 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANDREA J. AYERS	Management	For	For
1B.	ELECTION OF DIRECTOR: GEORGE W. BUCKLEY	Management	For	For
1C.	ELECTION OF DIRECTOR: PATRICK D. CAMPBELL	Management	For	For
1D.	ELECTION OF DIRECTOR: CARLOS M. CARDOSO	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT B. COUTTS	Management	For	For
1F.	ELECTION OF DIRECTOR: DEBRA A. CREW	Management	For	For
1G.	ELECTION OF DIRECTOR: MICHAEL D. HANKIN	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES M. LOREE	Management	For	For
1I.	ELECTION OF DIRECTOR: MARIANNE M. PARRS	Management	For	For
1J.	ELECTION OF DIRECTOR: ROBERT L. RYAN	Management	For	For
2.	APPROVE 2017 MANAGEMENT INCENTIVE COMPENSATION PLAN.	Management	For	For
3.	APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY WITH WHICH THE COMPANY SHOULD CONDUCT FUTURE SHAREHOLDER ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	1 Year	For
5.	APPROVE THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE COMPANY'S 2017 FISCAL YEAR.	Management	For	For

TEXAS INSTRUMENTS INCORPORATED

Security	882508104	Meeting Type	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol	TXN	Meeting Date	20-Apr-2017
ISIN	US8825081040	Agenda	934535165 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R. W. BABB, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: M. A. BLINN	Management	For	For
1C.	ELECTION OF DIRECTOR: T. M. BLUEDORN	Management	For	For
1D.	ELECTION OF DIRECTOR: D. A. CARP	Management	For	For
1E.	ELECTION OF DIRECTOR: J. F. CLARK	Management	For	For
1F.	ELECTION OF DIRECTOR: C. S. COX	Management	For	For
1G.	ELECTION OF DIRECTOR: J. M. HOBBY	Management	For	For
1H.	ELECTION OF DIRECTOR: R. KIRK	Management	For	For
1I.	ELECTION OF DIRECTOR: P. H. PATSLEY	Management	For	For
1J.	ELECTION OF DIRECTOR: R. E. SANCHEZ	Management	For	For
1K.	ELECTION OF DIRECTOR: W. R. SANDERS	Management	For	For
1L.	ELECTION OF DIRECTOR: R. K. TEMPLETON	Management	For	For
2.	BOARD PROPOSAL REGARDING ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
3.	BOARD PROPOSAL REGARDING ADVISORY APPROVAL OF ANNUAL FREQUENCY FOR FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	BOARD PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For

NEWMONT MINING CORPORATION

Security	651639106	Meeting Type	Annual
Ticker Symbol	NEM	Meeting Date	20-Apr-2017
ISIN	US6516391066	Agenda	934535622 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: G.H. BOYCE	Management	For	For
1B.	ELECTION OF DIRECTOR: B.R. BROOK	Management	For	For
1C.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: J.K. BUCKNOR		
1D.	ELECTION OF DIRECTOR: V.A. CALARCO	ManagementFor	For
1E.	ELECTION OF DIRECTOR: J.A. CARRABBA	ManagementFor	For
1F.	ELECTION OF DIRECTOR: N. DOYLE	ManagementFor	For
1G.	ELECTION OF DIRECTOR: G.J. GOLDBERG	ManagementFor	For
1H.	ELECTION OF DIRECTOR: V.M. HAGEN	ManagementFor	For
1I.	ELECTION OF DIRECTOR: J. NELSON	ManagementFor	For
1J.	ELECTION OF DIRECTOR: J.M. QUINTANA	ManagementFor	For
2.	RATIFY APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For
3.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF STOCKHOLDER VOTE ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	STOCKHOLDER PROPOSAL REGARDING HUMAN RIGHTS RISK ASSESSMENT.	Shareholder Abstain	Against

INTERACTIVE BROKERS GROUP, INC.

Security	45841N107	Meeting Type	Annual
Ticker Symbol	IBKR	Meeting Date	20-Apr-2017
ISIN	US45841N1072	Agenda	934537474 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A	ELECTION OF DIRECTOR: THOMAS PETERFFY	ManagementFor	For	For
1B	ELECTION OF DIRECTOR: EARL H. NEMSER	ManagementFor	For	For
1C	ELECTION OF DIRECTOR: MILAN GALIK	ManagementFor	For	For
1D	ELECTION OF DIRECTOR: PAUL J. BRODY	ManagementFor	For	For
1E	ELECTION OF DIRECTOR: LAWRENCE E. HARRIS	ManagementFor	For	For
1F	ELECTION OF DIRECTOR: WAYNE H. WAGNER	ManagementFor	For	For
1G	ELECTION OF DIRECTOR: RICHARD GATES	ManagementFor	For	For
1H	ELECTION OF DIRECTOR: GARY KATZ	ManagementFor	For	For
2.		ManagementFor	For	For

RATIFICATION OF APPOINTMENT OF  
INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING  
FIRM OF  
DELOITTE & TOUCHE LLP.  
TO APPROVE, BY NON-BINDING VOTE,  
EXECUTIVE  
COMPENSATION.  
TO RECOMMEND, BY NON-BINDING  
VOTE, THE  
FREQUENCY OF EXECUTIVE  
COMPENSATION  
VOTES.

3.	EXECUTIVE COMPENSATION.	Management	For	For
4.	FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management	2 Years	For

HUMANA INC.

Security	444859102	Meeting Type	Annual
Ticker Symbol	HUM	Meeting Date	20-Apr-2017
ISIN	US4448591028	Agenda	934538438 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KURT J. HILZINGER	Management	For	For
1B.	ELECTION OF DIRECTOR: BRUCE D. BROUSSARD	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANK A. D'AMELIO	Management	For	For
1D.	ELECTION OF DIRECTOR: W. ROY DUNBAR	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID A. JONES, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM J. MCDONALD	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM E. MITCHELL	Management	For	For
1H.	ELECTION OF DIRECTOR: DAVID B. NASH, M.D.	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES J. O'BRIEN	Management	For	For
1J.	ELECTION OF DIRECTOR: MARISSA T. PETERSON	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management	For	For
3.	THE APPROVAL OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN	Management	For	For

THE 2017 PROXY STATEMENT.  
 THE APPROVAL OF THE FREQUENCY  
 WITH WHICH  
 FUTURE SHAREHOLDER VOTES ON  
 THE  
 COMPENSATION OF THE NAMED  
 EXECUTIVE  
 OFFICERS WILL BE HELD.

4. Management 1 Year For

5. STOCKHOLDER PROPOSAL ON PROXY ACCESS. Shareholder Abstain Against

THE AES CORPORATION

Security	00130H105	Meeting Type	Annual
Ticker Symbol	AES	Meeting Date	20-Apr-2017
ISIN	US00130H1059	Agenda	934538642 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANDRES R. GLUSKI	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES L. HARRINGTON	Management	For	For
1C.	ELECTION OF DIRECTOR: KRISTINA M. JOHNSON	Management	For	For
1D.	ELECTION OF DIRECTOR: TARUN KHANNA	Management	For	For
1E.	ELECTION OF DIRECTOR: HOLLY K. KOEPPPEL	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES H. MILLER	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN B. MORSE, JR.	Management	For	For
1H.	ELECTION OF DIRECTOR: MOISES NAIM	Management	For	For
1I.	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR 2017.	Management	For	For
5.	IF PROPERLY PRESENTED, A NONBINDING	Shareholder	Abstain	Against

STOCKHOLDER PROPOSAL SEEKING  
 AMENDMENTS  
 TO AES' CURRENT PROXY ACCESS  
 BY-LAWS.  
 IF PROPERLY PRESENTED, A  
 NONBINDING  
 STOCKHOLDER PROPOSAL SEEKING A  
 REPORT ON  
 COMPANY POLICIES AND  
 TECHNOLOGICAL  
 ADVANCES THROUGH THE YEAR 2040.

6. Shareholder Abstain Against

SOUTH JERSEY INDUSTRIES, INC.

Security	838518108	Meeting Type	Annual
Ticker Symbol	SJI	Meeting Date	21-Apr-2017
ISIN	US8385181081	Agenda	934551385 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SARAH M. BARPOULIS	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS A. BRACKEN	Management	For	For
1C.	ELECTION OF DIRECTOR: KEITH S. CAMPBELL	Management	For	For
1D.	ELECTION OF DIRECTOR: VICTOR A. FORTKIEWICZ	Management	For	For
1E.	ELECTION OF DIRECTOR: SHEILA HARTNETT-DEVLIN, CFA	Management	For	For
1F.	ELECTION OF DIRECTOR: WALTER M. HIGGINS III	Management	For	For
1G.	ELECTION OF DIRECTOR: SUNITA HOLZER	Management	For	For
1H.	ELECTION OF DIRECTOR: MICHAEL J. RENNA	Management	For	For
1I.	ELECTION OF DIRECTOR: JOSEPH M. RIGBY	Management	For	For
1J.	ELECTION OF DIRECTOR: FRANK L. SIMS	Management	For	For
2.	TO HOLD AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3.	TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management	1 Year	For
4.	TO CONSIDER AND VOTE ON THE EXECUTIVE ANNUAL INCENTIVE COMPENSATION PLAN.	Management	For	For



TO RATIFY THE APPOINTMENT OF  
DELOITTE &

5. TOUCHE LLP AS THE INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM FOR 2017.

## GENUINE PARTS COMPANY

Security	372460105	Meeting Type	Annual
Ticker Symbol	GPC	Meeting Date	24-Apr-2017
ISIN	US3724601055	Agenda	934535040 - Management

- | Item | Proposal   | Proposed<br>by | Vote   | For/Against<br>Management |
|------|--|----------------|--------|---------------------------|
| 1.   | DIRECTOR   | Management     |        |                           |
|      | 1 ELIZABETH W. CAMP  |                | For    | For                       |
|      | 2 PAUL D. DONAHUE  |                | For    | For                       |
|      | 3 GARY P. FAYARD   |                | For    | For                       |
|      | 4 THOMAS C. GALLAGHER  |                | For    | For                       |
|      | 5 JOHN R. HOLDER   |                | For    | For                       |
|      | 6 DONNA W. HYLAND  |                | For    | For                       |
|      | 7 JOHN D. JOHNS  |                | For    | For                       |
|      | 8 ROBERT C. LOUDERMILK JR  |                | For    | For                       |
|      | 9 WENDY B. NEEDHAM   |                | For    | For                       |
|      | 10 JERRY W. NIX  |                | For    | For                       |
|      | 11 E. JENNER WOOD III  |                | For    | For                       |
| 2.   | ADVISORY VOTE ON EXECUTIVE<br>COMPENSATION.  | Management     | For    | For                       |
| 3.   | FREQUENCY OF ADVISORY VOTE ON<br>EXECUTIVE<br>COMPENSATION.  | Management     | 1 Year | For                       |
| 4.   | RATIFICATION OF THE SELECTION OF<br>ERNST &<br>YOUNG LLP AS THE COMPANY'S<br>INDEPENDENT<br>AUDITOR FOR THE FISCAL YEAR<br>ENDING<br>DECEMBER 31, 2017 . | Management     | For    | For                       |

## HONEYWELL INTERNATIONAL INC.

Security	438516106	Meeting Type	Annual
Ticker Symbol	HON	Meeting Date	24-Apr-2017
ISIN	US4385161066	Agenda	934539567 - Management

- | Item | Proposal                                   | Proposed<br>by | Vote | For/Against<br>Management |
|------|--|----------------|------|---------------------------|
| 1A.  | ELECTION OF DIRECTOR: DARIUS<br>ADAMCZYK   | Management     | For  | For                       |
| 1B.  | ELECTION OF DIRECTOR: WILLIAM S.<br>AYER   | Management     | For  | For                       |
| 1C.  | ELECTION OF DIRECTOR: KEVIN<br>BURKE       | Management     | For  | For                       |
| 1D.  | ELECTION OF DIRECTOR: JAIME CHICO<br>PARDO | Management     | For  | For                       |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: DAVID M. COTE	ManagementFor	For
1F.	ELECTION OF DIRECTOR: D. SCOTT DAVIS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: LINNET F. DEILY	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JUDD GREGG	ManagementFor	For
1I.	ELECTION OF DIRECTOR: CLIVE HOLLICK	ManagementFor	For
1J.	ELECTION OF DIRECTOR: GRACE D. LIEBLEIN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: GEORGE PAZ	ManagementFor	For
1L.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES	ManagementFor	For
1M.	ELECTION OF DIRECTOR: ROBIN L. WASHINGTON	ManagementFor	For
	ADVISORY VOTE ON THE FREQUENCY OF FUTURE		
2.	ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION.	Management1 Year	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
4.	APPROVAL OF INDEPENDENT ACCOUNTANTS.	ManagementFor	For
5.	INDEPENDENT BOARD CHAIRMAN.	Shareholder Against	For
6.	POLITICAL LOBBYING AND CONTRIBUTIONS.	Shareholder Against	For

VIVENDI SA, PARIS

Security	F97982106	Meeting Type	MIX
Ticker Symbol		Meeting Date	25-Apr-2017
ISIN	FR0000127771	Agenda	707827359 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.		Non-Voting	
CMMT	THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-		Non-Voting	

GLOBAL CUSTODIANS ON THE VOTE  
 DEADLINE  
 DATE. IN CAPACITY AS REGISTERED-  
 INTERMEDIARY, THE GLOBAL  
 CUSTODIANS WILL  
 SIGN THE PROXY CARDS AND  
 FORWARD-THEM TO  
 THE LOCAL CUSTODIAN. IF YOU  
 REQUEST MORE  
 INFORMATION, PLEASE  
 CONTACT-YOUR CLIENT  
 REPRESENTATIVE  
 IN CASE AMENDMENTS OR NEW  
 RESOLUTIONS  
 ARE PRESENTED DURING THE  
 MEETING, YOUR-  
 VOTE WILL DEFAULT TO 'ABSTAIN'.  
 SHARES CAN  
 ALTERNATIVELY BE PASSED TO  
 THE-CHAIRMAN OR

CMMT	A NAMED THIRD PARTY TO VOTE ON ANY SUCH ITEM RAISED. SHOULD YOU-WISH TO PASS CONTROL OF YOUR SHARES IN THIS WAY, PLEASE CONTACT YOUR-BROADRIDGE CLIENT SERVICE REPRESENTATIVE. THANK YOU APPROVAL OF THE ANNUAL REPORTS AND	Non-Voting	
O.1	FINANCIAL STATEMENTS FOR THE 2016 FINANCIAL YEAR	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS AND REPORTS FOR THE 2016 FINANCIAL YEAR	ManagementFor	For
O.3	APPROVAL OF THE SPECIAL REPORT OF THE STATUTORY AUDITORS IN RELATION TO THE REGULATED AGREEMENTS AND COMMITMENTS	ManagementFor	For
O.4	ALLOCATION OF INCOME FOR THE 2016 FINANCIAL YEAR, SETTING OF THE DIVIDEND AND ITS	ManagementFor	For
O.5	PAYMENT DATE: EUR 0.40 PER SHARE	ManagementFor	For

O.6	<p>ADVISORY REVIEW OF THE                  COMPENSATION OWED                  OR PAID TO MR VINCENT BOLLORE,                  CHAIRMAN OF                  THE SUPERVISORY BOARD, FOR THE                  2016                  FINANCIAL YEAR                  ADVISORY REVIEW OF THE                  COMPENSATION OWED                  OR PAID TO MR ARNAUD DE                  PUYFONTAINE,                  CHAIRMAN OF THE BOARD OF                  DIRECTORS, FOR                  THE 2016 FINANCIAL YEAR</p>	ManagementFor	For
O.7	<p>ADVISORY REVIEW OF THE                  COMPENSATION OWED                  OR PAID TO MR FREDERIC CREPIN,                  MEMBER OF                  THE BOARD OF DIRECTORS, FOR THE                  2016                  FINANCIAL YEAR</p>	ManagementFor	For
O.8	<p>ADVISORY REVIEW OF THE                  COMPENSATION OWED                  OR PAID TO MR SIMON GILLHAM,                  MEMBER OF THE                  BOARD OF DIRECTORS, FOR THE 2016                  FINANCIAL                  YEAR</p>	ManagementFor	For
O.9	<p>ADVISORY REVIEW OF THE                  COMPENSATION OWED                  OR PAID TO MR HERVE PHILIPPE,                  MEMBER OF THE                  BOARD OF DIRECTORS, FOR THE 2016                  FINANCIAL                  YEAR</p>	ManagementFor	For
O.10	<p>ADVISORY REVIEW OF THE                  COMPENSATION OWED                  OR PAID TO MR STEPHANE ROUSSEL,                  MEMBER OF                  THE BOARD OF DIRECTORS, FOR THE                  2016                  FINANCIAL YEAR</p>	ManagementFor	For
O.11	<p>APPROVAL OF THE PRINCIPLES AND                  CRITERIA FOR                  DETERMINING, DISTRIBUTING AND                  ALLOCATING                  COMPENSATION AND BENEFITS OF                  EVERY KIND                  PAYABLE BECAUSE OF THEIR                  MANDATE TO                  MEMBERS OF THE SUPERVISORY</p>	ManagementFor	For

	BOARD AND ITS CHAIRMAN APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING COMPENSATION AND BENEFITS OF EVERY KIND PAYABLE BECAUSE OF HIS MANDATE TO THE CHAIRMAN OF THE BOARD OF DIRECTORS APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING COMPENSATION AND BENEFITS OF EVERY KIND PAYABLE BECAUSE OF THEIR MANDATE TO THE MEMBERS OF THE BOARD OF DIRECTORS RATIFICATION OF THE COOPTATION OF MR YANNICK BOLLORE AS A MEMBER OF THE SUPERVISORY BOARD RENEWAL OF THE TERM OF MR VINCENT BOLLORE AS A MEMBER OF THE SUPERVISORY BOARD APPOINTMENT OF MS VERONIQUE DRIOT- ARGENTIN AS A MEMBER OF THE SUPERVISORY BOARD APPOINTMENT OF MS SANDRINE LE BIHAN, REPRESENTING SHAREHOLDER EMPLOYEES, AS A MEMBER OF THE SUPERVISORY BOARD APPOINTMENT OF DELOITTE & ASSOCIATES AS STATUTORY AUDITOR AUTHORISATION TO BE GRANTED TO THE BOARD OF DIRECTORS FOR THE COMPANY TO PURCHASE ITS OWN SHARES			
O.12		Management	For	For
O.13		Management	For	For
O.14		Management	For	For
O.15		Management	For	For
O.16		Management	Against	Against
O.17		Management	For	For
O.18		Management	For	For
O.19		Management	Against	Against
E.20		Management	For	For

E.21	<p>AUTHORISATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL BY MEANS OF CANCELLING SHARES DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE, WITH RETENTION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS, THE SHARE CAPITAL BY ISSUING COMMON SHARES OR ANY OTHER SECURITIES GRANTING ACCESS TO THE COMPANY'S EQUITY SECURITIES, WITHIN THE LIMIT OF A NOMINAL CEILING OF 750 MILLION EUROS DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL BY INCORPORATING PREMIUMS,</p>	ManagementAgainst	Against
E.22	<p>RESERVES, PROFITS OR OTHER ITEMS, WITHIN THE LIMIT OF A NOMINAL CEILING OF 375 MILLION EUROS DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE THE SHARE CAPITAL FOR THE BENEFIT</p>	ManagementAgainst	Against
E.23	<p>OF EMPLOYEES AND RETIRED STAFF WHO ARE MEMBERS OF A GROUP SAVINGS SCHEME, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS</p>	ManagementFor	For
E.24	<p>DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE THE SHARE CAPITAL FOR THE BENEFIT OF</p>	ManagementFor	For

EMPLOYEES OF VIVENDI'S FOREIGN  
SUBSIDIARIES  
WHO ARE MEMBERS OF A GROUP  
SAVINGS  
SCHEME AND TO ESTABLISH ANY  
EQUIVALENT  
MECHANISM, WITH CANCELLATION  
OF THE PRE-  
EMPTIVE SUBSCRIPTION RIGHT OF  
SHAREHOLDERS

E.25 POWERS TO CARRY OUT ALL LEGAL  
FORMALITIES ManagementFor For

13 MAR 2017: PLEASE NOTE THAT  
IMPORTANT  
ADDITIONAL MEETING INFORMATION  
IS-AVAILABLE  
BY CLICKING ON THE MATERIAL URL  
LINK:-

[<http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700521.pdf>]

CMMT AND-PLEASE NOTE THAT THIS IS A  
REVISION DUE Non-Voting

TO RECEIPT OF DIVIDEND AMOUNT. IF  
YOU-HAVE  
ALREADY SENT IN YOUR VOTES,  
PLEASE DO NOT  
VOTE AGAIN UNLESS YOU DECIDE-TO  
AMEND  
YOUR ORIGINAL INSTRUCTIONS.  
THANK YOU

HANESBRANDS INC.

Security	410345102	Meeting Type	Annual
Ticker Symbol	HBI	Meeting Date	25-Apr-2017
ISIN	US4103451021	Agenda	934534593 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GERALD W. EVANS, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: BOBBY J. GRIFFIN	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES C. JOHNSON	Management	For	For
1D.	ELECTION OF DIRECTOR: JESSICA T. MATHEWS	Management	For	For
1E.	ELECTION OF DIRECTOR: FRANCK J. MOISON	Management	For	For
1F.	ELECTION OF DIRECTOR: ROBERT F. MORAN	Management	For	For
1G.	ELECTION OF DIRECTOR: RONALD L. NELSON	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: RICHARD A. NOLL	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DAVID V. SINGER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ANN E. ZIEGLER	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS HANESBRANDS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR HANESBRANDS' 2017 FISCAL YEAR	ManagementFor	For
3.	TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION AS DESCRIBED IN THE PROXY STATEMENT FOR THE ANNUAL MEETING	ManagementFor	For
4.	TO RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES REGARDING EXECUTIVE COMPENSATION	Management1 Year	For

AMERICAN ELECTRIC POWER COMPANY, INC.

Security	025537101	Meeting Type	Annual
Ticker Symbol	AEP	Meeting Date	25-Apr-2017
ISIN	US0255371017	Agenda	934537195 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: NICHOLAS K. AKINS	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID J. ANDERSON	Management	For	For
1C.	ELECTION OF DIRECTOR: J. BARNIE BEASLEY, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: RALPH D. CROSBY, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: LINDA A. GOODSPEED	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS E. HOAGLIN	Management	For	For
1G.	ELECTION OF DIRECTOR: SANDRA BEACH LIN	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT	Management	For	For
1I.	ELECTION OF DIRECTOR: LIONEL L. NOWELL III	Management	For	For
1J.		Management	For	For



	ELECTION OF DIRECTOR: STEPHEN S. RASMUSSEN		
1K.	ELECTION OF DIRECTOR: OLIVER G. RICHARD III	ManagementFor	For
1L.	ELECTION OF DIRECTOR: SARA MARTINEZ TUCKER	ManagementFor	For
2.	REAPPROVAL OF THE MATERIAL TERMS OF THE AMERICAN ELECTRIC POWER SYSTEM SENIOR OFFICER INCENTIVE PLAN.	ManagementFor	For
3.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	ManagementFor	For
4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
5.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management1 Year	For

THE PNC FINANCIAL SERVICES GROUP, INC.

Security	693475105	Meeting Type	Annual
Ticker Symbol	PNC	Meeting Date	25-Apr-2017
ISIN	US6934751057	Agenda	934538375 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1B.	ELECTION OF DIRECTOR: MARJORIE RODGERS CHESHIRE	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	Management	For	For
1D.	ELECTION OF DIRECTOR: ANDREW T. FELDSTEIN	Management	For	For
1E.	ELECTION OF DIRECTOR: DANIEL R. HESSE	Management	For	For
1F.	ELECTION OF DIRECTOR: KAY COLES JAMES	Management	For	For
1G.	ELECTION OF DIRECTOR: RICHARD B. KELSON	Management	For	For
1H.	ELECTION OF DIRECTOR: JANE G. PEPPER	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1I.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	ManagementFor	For
1J.	ELECTION OF DIRECTOR: LORENE K. STEFFES	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DENNIS F. STRIGL	ManagementFor	For
1L.	ELECTION OF DIRECTOR: MICHAEL J. WARD	ManagementFor	For
1M.	ELECTION OF DIRECTOR: GREGORY D. WASSON	ManagementFor	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	RECOMMENDATION FOR THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	A SHAREHOLDER PROPOSAL REQUESTING A DIVERSITY REPORT WITH SPECIFIC ADDITIONAL DISCLOSURE, INCLUDING EEOC-DEFINED METRICS.	Shareholder Abstain	Against

PRAXAIR, INC.

Security	74005P104	Meeting Type	Annual
Ticker Symbol	PX	Meeting Date	25-Apr-2017
ISIN	US74005P1049	Agenda	934540899 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN F. ANGEL	Management	For	For
1B.	ELECTION OF DIRECTOR: OSCAR BERNARDES	Management	For	For
1C.	ELECTION OF DIRECTOR: NANCE K. DICCIANI	Management	For	For
1D.	ELECTION OF DIRECTOR: EDWARD G. GALANTE	Management	For	For
1E.	ELECTION OF DIRECTOR: RAYMOND W. LEOEUF	Management	For	For
1F.	ELECTION OF DIRECTOR: LARRY D. MCVAY	Management	For	For
1G.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: MARTIN H. RICHENHAGEN		
1H.	ELECTION OF DIRECTOR: WAYNE T. SMITH	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ROBERT L. WOOD	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF THE INDEPENDENT AUDITOR	ManagementFor	For
	TO APPROVE, ON AN ADVISORY AND NON-BINDING		
	BASIS, THE COMPENSATION OF		
3.	PRAXAIR'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE 2017 PROXY STATEMENT.	ManagementFor	For
	TO RECOMMEND, ON AN ADVISORY AND NON-		
	BINDING BASIS, THE FREQUENCY OF		
4.	HOLDING FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management1 Year	For
	TO APPROVE AMENDMENTS TO THE AMENDED AND		
	RESTATED 2009 PRAXAIR, INC. LONG TERM		
5.	INCENTIVE PLAN AND TO APPROVE SECTION 162(M) PERFORMANCE MEASURES UNDER THE PLAN	ManagementFor	For

CITIGROUP INC.

Security	172967424	Meeting Type	Annual
Ticker Symbol	C	Meeting Date	25-Apr-2017
ISIN	US1729674242	Agenda	934541904 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MICHAEL L. CORBAT	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: ELLEN M. COSTELLO	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: DUNCAN P. HENNES	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: PETER B. HENRY	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: FRANZ B. HUMER	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: RENEE J. JAMES	ManagementFor	For	For
1G.		ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: EUGENE M. MCQUADE		
1H.	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	ManagementFor	For
1I.	ELECTION OF DIRECTOR: GARY M. REINER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DIANA L. TAYLOR	ManagementFor	For
1L.	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	ManagementFor	For
1M.	ELECTION OF DIRECTOR: JAMES S. TURLEY	ManagementFor	For
1N.	ELECTION OF DIRECTOR: DEBORAH C. WRIGHT	ManagementFor	For
1O.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	ManagementFor	For
2.	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE CITI'S 2016 EXECUTIVE COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE TO APPROVE THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON THE COMPANY'S POLICIES AND GOALS TO REDUCE THE GENDER PAY GAP.	Shareholder	Abstain
6.	STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD APPOINT A STOCKHOLDER VALUE COMMITTEE TO ADDRESS WHETHER THE DIVESTITURE OF ALL NON-CORE BANKING BUSINESS SEGMENTS WOULD ENHANCE SHAREHOLDER VALUE.	Shareholder Against	For
7.	STOCKHOLDER PROPOSAL REQUESTING A	Shareholder Against	For

REPORT ON LOBBYING AND GRASSROOTS LOBBYING CONTRIBUTIONS. STOCKHOLDER PROPOSAL REQUESTING AN AMENDMENT TO THE GENERAL CLAWBACK POLICY TO PROVIDE THAT A SUBSTANTIAL PORTION OF ANNUAL TOTAL COMPENSATION OF EXECUTIVE OFFICERS SHALL BE DEFERRED AND FORFEITED, IN PART OR WHOLE, AT THE DISCRETION OF THE BOARD, TO HELP SATISFY ANY MONETARY PENALTY ASSOCIATED WITH A VIOLATION OF LAW. STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD ADOPT A POLICY PROHIBITING THE

- |    |  |             |         |     |
|----|--|-------------|---------|-----|
| 8. | OFFICERS SHALL BE DEFERRED AND FORFEITED, IN PART OR WHOLE, AT THE DISCRETION OF THE BOARD, TO HELP SATISFY ANY MONETARY PENALTY ASSOCIATED WITH A VIOLATION OF LAW. | Shareholder | Against | For |
| 9. | VESTING OF EQUITY-BASED AWARDS FOR SENIOR EXECUTIVES DUE TO A VOLUNTARY RESIGNATION TO ENTER GOVERNMENT SERVICE.   | Shareholder | Against | For |

NORTHERN TRUST CORPORATION

Security	665859104	Meeting Type	Annual
Ticker Symbol	NTRS	Meeting Date	25-Apr-2017
ISIN	US6658591044	Agenda	934542918 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LINDA WALKER BYNOE	Management	For	For
1B.	ELECTION OF DIRECTOR: SUSAN CROWN	Management	For	For
1C.	ELECTION OF DIRECTOR: DEAN M. HARRISON	Management	For	For
1D.	ELECTION OF DIRECTOR: JAY L. HENDERSON	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL G. O'GRADY	Management	For	For
1F.	ELECTION OF DIRECTOR: JOSE LUIS PRADO	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS E. RICHARDS	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN W. ROWE	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1I.	ELECTION OF DIRECTOR: MARTIN P. SLARK	ManagementFor	For
1J.	ELECTION OF DIRECTOR: DAVID H. B. SMITH, JR.	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DONALD THOMPSON	ManagementFor	For
1L.	ELECTION OF DIRECTOR: CHARLES A. TRIBBETT III	ManagementFor	For
1M.	ELECTION OF DIRECTOR: FREDERICK H. WADDELL	ManagementFor	For
2.	APPROVAL, BY AN ADVISORY VOTE, OF THE 2016 COMPENSATION OF THE CORPORATION'S NAMED EXECUTIVE OFFICERS. RECOMMENDATION, BY AN ADVISORY VOTE, ON THE FREQUENCY WITH WHICH THE CORPORATION SHOULD HOLD ADVISORY VOTES ON EXECUTIVE COMPENSATION.	ManagementFor	For
3.	APPROVAL OF THE NORTHERN TRUST CORPORATION 2017 LONG-TERM INCENTIVE PLAN.	Management1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	ManagementAgainst	Against
5.		ManagementFor	For

PACCAR INC

Security	693718108	Meeting Type	Annual
Ticker Symbol	PCAR	Meeting Date	25-Apr-2017
ISIN	US6937181088	Agenda	934543136 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF CLASS I DIRECTOR: BETH E. FORD	Management	For	For
1B.	ELECTION OF CLASS I DIRECTOR: KIRK S. HACHIGIAN	Management	For	For
1C.	ELECTION OF CLASS I DIRECTOR: RODERICK C. MCGEARY	Management	For	For
1D.	ELECTION OF CLASS I DIRECTOR: MARK A. SCHULZ	Management	For	For
2.		Management	For	For

ADVISORY RESOLUTION TO APPROVE  
EXECUTIVE  
COMPENSATION

3.	ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES	Management	3 Years	For
4.	STOCKHOLDER PROPOSAL TO ELIMINATE SUPERMAJORITY VOTING	Shareholder	Against	For
5.	STOCKHOLDER PROPOSAL TO PROVIDE PROXY ACCESS	Shareholder	Abstain	Against

WELLS FARGO & COMPANY

Security	949746101	Meeting Type	Annual
Ticker Symbol	WFC	Meeting Date	25-Apr-2017
ISIN	US9497461015	Agenda	934543314 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN D. BAKER II	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN S. CHEN	Management	For	For
1C.	ELECTION OF DIRECTOR: LLOYD H. DEAN	Management	For	For
1D.	ELECTION OF DIRECTOR: ELIZABETH A. DUKE	Management	For	For
1E.	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: DONALD M. JAMES	Management	For	For
1G.	ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	Management	For	For
1H.	ELECTION OF DIRECTOR: KAREN B. PEETZ	Management	For	For
1I.	ELECTION OF DIRECTOR: FEDERICO F. PENA	Management	For	For
1J.	ELECTION OF DIRECTOR: JAMES H. QUIGLEY	Management	For	For
1K.	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Management	For	For
1L.	ELECTION OF DIRECTOR: RONALD L. SARGENT	Management	For	For
1M.	ELECTION OF DIRECTOR: TIMOTHY J. SLOAN	Management	For	For
1N.	ELECTION OF DIRECTOR: SUSAN G. SWENSON	Management	For	For
1O.	ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT	Management	For	For
2.		Management	For	For

ADVISORY RESOLUTION TO APPROVE  
EXECUTIVE  
COMPENSATION.

- |     |   |             |         |         |
|-----|---|-------------|---------|---------|
| 3.  | ADVISORY PROPOSAL ON THE<br>FREQUENCY OF<br>FUTURE ADVISORY VOTES TO<br>APPROVE<br>EXECUTIVE COMPENSATION.              | Management  | 1 Year  | For     |
| 4.  | RATIFY THE APPOINTMENT OF KPMG<br>LLP AS THE<br>COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2017. | Management  | For     | For     |
| 5.  | STOCKHOLDER PROPOSAL - RETAIL<br>BANKING<br>SALES PRACTICES REPORT.   | Shareholder | For     | Against |
| 6.  | STOCKHOLDER PROPOSAL -<br>CUMULATIVE VOTING.  | Shareholder | Against | For     |
| 7.  | STOCKHOLDER PROPOSAL -<br>DIVESTING NON-CORE<br>BUSINESS REPORT.  | Shareholder | Against | For     |
| 8.  | STOCKHOLDER PROPOSAL - GENDER<br>PAY EQUITY<br>REPORT.  | Shareholder | Abstain | Against |
| 9.  | STOCKHOLDER PROPOSAL -<br>LOBBYING REPORT.  | Shareholder | Against | For     |
| 10. | STOCKHOLDER PROPOSAL -<br>INDIGENOUS<br>PEOPLES' RIGHTS POLICY.   | Shareholder | Abstain | Against |

CHARTER COMMUNICATIONS, INC.

Security	16119P108	Meeting Type	Annual
Ticker Symbol	CHTR	Meeting Date	25-Apr-2017
ISIN	US16119P1084	Agenda	934544518 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: W. LANCE CONN	Management	For	For
1B.	ELECTION OF DIRECTOR: KIM C. GOODMAN	Management	For	For
1C.	ELECTION OF DIRECTOR: CRAIG A. JACOBSON	Management	For	For
1D.	ELECTION OF DIRECTOR: GREGORY B. MAFFEI	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN C. MALONE	Management	For	For
1F.	ELECTION OF DIRECTOR: JOHN D. MARKLEY, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: DAVID C. MERRITT	Management	For	For
1H.		Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: STEVEN A. MIRON		
1I.	ELECTION OF DIRECTOR: BALAN NAIR	ManagementFor	For
1J.	ELECTION OF DIRECTOR: MICHAEL A. NEWHOUSE	ManagementFor	For
1K.	ELECTION OF DIRECTOR: MAURICIO RAMOS	ManagementFor	For
1L.	ELECTION OF DIRECTOR: THOMAS M. RUTLEDGE	ManagementFor	For
1M.	ELECTION OF DIRECTOR: ERIC L. ZINTERHOFER	ManagementFor	For
2.	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION	ManagementFor	For
3.	AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management3 Years	For
4.	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDED DECEMBER 31, 2017	ManagementFor	For
5.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS	Shareholder Abstain	Against

BLACK HILLS CORPORATION

Security	092113109	Meeting Type	Annual
Ticker Symbol	BKH	Meeting Date	25-Apr-2017
ISIN	US0921131092	Agenda	934551070 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DAVID R. EMERY		For	For
	2 ROBERT P. OTTO		For	For
	3 REBECCA B. ROBERTS		For	For
	4 TERESA A. TAYLOR		For	For
	5 JOHN B. VERING		For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS BLACK HILLS CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor		For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE	ManagementFor		For

COMPENSATION.  
 ADVISORY VOTE ON THE FREQUENCY  
 OF THE  
 4. ADVISORY VOTE ON OUR EXECUTIVE  
 COMPENSATION

Management 1 Year For

SERVICEMASTER GLOBAL HOLDINGS INC.

Security	81761R109	Meeting Type	Annual
Ticker Symbol	SERV	Meeting Date	25-Apr-2017
ISIN	US81761R1095	Agenda	934551450 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JERRI L. DEVARD	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT J. GILLETTE	Management	For	For
1C.	ELECTION OF DIRECTOR: MARK E. TOMKINS	Management	For	For
2.	TO HOLD A NON-BINDING ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION.	Management	For	For
3.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	Management	For	For

RPC, INC.

Security	749660106	Meeting Type	Annual
Ticker Symbol	RES	Meeting Date	25-Apr-2017
ISIN	US7496601060	Agenda	934554999 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. RANDALL ROLLINS		For	For
	2 HENRY B. TIPPIE		For	For
	3 JAMES B. WILLIAMS		For	For
2.	TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For
3.	TO HOLD A NONBINDING VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For

TO HOLD A NONBINDING VOTE  
REGARDING THE  
4. FREQUENCY OF VOTING ON  
EXECUTIVE  
COMPENSATION.

Management 3 Years For

BARRICK GOLD CORPORATION

Security	067901108	Meeting Type	Annual
Ticker Symbol	ABX	Meeting Date	25-Apr-2017
ISIN	CA0679011084	Agenda	934555105 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 G.A. CISNEROS		For	For
	2 G.G. CLOW		For	For
	3 G.A. DOER		For	For
	4 K.P.M. DUSHNISKY		For	For
	5 J.M. EVANS		For	For
	6 B.L. GREENSPUN		For	For
	7 J.B. HARVEY		For	For
	8 N.H.O. LOCKHART		For	For
	9 P. MARCET		For	For
	10 D.F. MOYO		For	For
	11 A. MUNK		For	For
	12 J.R.S. PRICHARD		For	For
	13 S.J. SHAPIRO		For	For
	14 J.L. THORNTON		For	For
	15 E.L. THRASHER		For	For

RESOLUTION APPROVING THE  
APPOINTMENT OF  
PRICEWATERHOUSECOOPERS LLP AS  
02 THE  
AUDITOR OF BARRICK AND  
AUTHORIZING THE  
DIRECTORS TO FIX ITS  
REMUNERATION

Management For For

03 ADVISORY RESOLUTION ON  
EXECUTIVE  
COMPENSATION APPROACH

Management For For

GERRESHEIMER AG, DUESSELDORF

Security	D2852S109	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Apr-2017
ISIN	DE000A0LD6E6	Agenda	707851247 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN- CONNECTION WITH SPECIFIC ITEMS OF THE	Non-Voting		

AGENDA FOR THE GENERAL MEETING  
YOU ARE-  
NOT ENTITLED TO EXERCISE YOUR  
VOTING  
RIGHTS. FURTHER, YOUR VOTING  
RIGHT MIGHT-BE  
EXCLUDED WHEN YOUR SHARE IN  
VOTING RIGHTS  
HAS REACHED CERTAIN  
THRESHOLDS-AND YOU  
HAVE NOT COMPLIED WITH ANY OF  
YOUR  
MANDATORY VOTING  
RIGHTS-NOTIFICATIONS  
PURSUANT TO THE GERMAN  
SECURITIES TRADING  
ACT (WHPG). FOR-QUESTIONS IN THIS  
REGARD  
PLEASE CONTACT YOUR CLIENT  
SERVICE  
REPRESENTATIVE-FOR  
CLARIFICATION. IF YOU DO  
NOT HAVE ANY INDICATION  
REGARDING SUCH  
CONFLICT-OF INTEREST, OR ANOTHER  
EXCLUSION  
FROM VOTING, PLEASE SUBMIT YOUR  
VOTE AS-  
USUAL. THANK YOU.  
PLEASE NOTE THAT THE TRUE  
RECORD DATE FOR  
THIS MEETING IS 05.APR.17,  
WHEREAS-THE  
MEETING HAS BEEN SETUP USING THE  
ACTUAL

CMMT RECORD DATE - 1 BUSINESS DAY.-THIS Non-Voting  
IS DONE TO  
ENSURE THAT ALL POSITIONS  
REPORTED ARE IN  
CONCURRENCE WITH-THE GERMAN  
LAW. THANK  
YOU.

CMMT COUNTER PROPOSALS MAY BE Non-Voting  
SUBMITTED UNTIL  
11.04.2017. FURTHER INFORMATION  
ON-COUNTER  
PROPOSALS CAN BE FOUND DIRECTLY  
ON THE  
ISSUER'S WEBSITE (PLEASE REFER-TO  
THE  
MATERIAL URL SECTION OF THE

APPLICATION). IF  
 YOU WISH TO ACT ON THESE-ITEMS,  
 YOU WILL  
 NEED TO REQUEST A MEETING  
 ATTEND AND VOTE  
 YOUR SHARES-DIRECTLY AT THE  
 COMPANY'S  
 MEETING. COUNTER PROPOSALS  
 CANNOT BE  
 REFLECTED IN-THE BALLOT ON  
 PROXYEDGE.

RECEIVE FINANCIAL STATEMENTS  
 AND

1	STATUTORY REPORTS FOR FISCAL 2016	Non-Voting	
2	APPROVE ALLOCATION OF INCOME AND DIVIDENDS OF EUR 1.05 PER SHARE	Management	No Action
3	APPROVE DISCHARGE OF MANAGEMENT BOARD FOR FISCAL 2016	Management	No Action
4	APPROVE DISCHARGE OF SUPERVISORY BOARD FOR FISCAL 2016	Management	No Action
5	RATIFY DELOITTE GMBH AS AUDITORS FOR FISCAL 2017	Management	No Action
6.1	ELECT ANDREA ABT TO THE SUPERVISORY BOARD	Management	No Action
6.2	ELECT KARIN DORREPAAL TO THE SUPERVISORY BOARD	Management	No Action
6.3	ELECT AXEL HERBERG TO THE SUPERVISORY BOARD	Management	No Action
6.4	ELECT PETER NOE TO THE SUPERVISORY BOARD	Management	No Action
6.5	ELECT THEODOR STUTH TO THE SUPERVISORY BOARD	Management	No Action
6.6	ELECT UDO VETTER TO THE SUPERVISORY BOARD	Management	No Action
7	APPROVE CREATION OF EUR 6.3 MILLION POOL OF CAPITAL WITH PARTIAL EXCLUSION OF PRE-EMPTIVE RIGHTS	Management	No Action
8	APPROVE ISSUANCE OF CONVERTIBLE/WARRANT BONDS WITH PARTIAL EXCLUSION OF PREEMPTIVE	Management	No Action

RIGHTS UP TO AGGREGATE NOMINAL  
AMOUNT OF  
EUR 750 MILLION APPROVE CREATION  
OF EUR 6.3  
MILLION POOL OF CONDITIONAL  
CAPITAL TO  
GUARANTEE CONVERSION RIGHTS

ENDESA SA, MADRID

Security E41222113

Ticker Symbol

ISIN ES0130670112

Meeting Type

Meeting Date

Agenda

Ordinary General Meeting

26-Apr-2017

707860525 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	APPROVAL OF THE INDIVIDUAL ANNUAL FINANCIAL STATEMENTS OF ENDESA, S.A. (BALANCE SHEET; INCOME STATEMENT; STATEMENT OF CHANGES IN NET EQUITY; STATEMENT OF RECOGNIZED INCOME AND EXPENSES & STATEMENT OF TOTAL CHANGES IN NET EQUITY; CASH-FLOW STATEMENT AND NOTES TO THE FINANCIAL STATEMENTS), AS WELL AS OF THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS OF ENDESA, S.A. AND ITS SUBSIDIARY COMPANIES (CONSOLIDATED STATEMENT OF FINANCIAL POSITION, CONSOLIDATED INCOME STATEMENT, CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME, CONSOLIDATED STATEMENT OF CHANGES IN NET EQUITY, CONSOLIDATED CASH-FLOW STATEMENT AND NOTES TO THE FINANCIAL STATEMENTS), FOR FISCAL YEAR ENDING DECEMBER 31, 2016	Management	For	For
2	APPROVAL OF THE INDIVIDUAL MANAGEMENT REPORT OF ENDESA S.A. AND THE	Management	For	For

<p>CONSOLIDATED  MANAGEMENT REPORT OF ENDESA,  S.A. AND ITS  SUBSIDIARY COMPANIES FOR FISCAL  YEAR  ENDING DECEMBER 31, 2016  APPROVAL OF CORPORATE  MANAGEMENT FOR  FISCAL YEAR ENDING DECEMBER 31,  2016</p>			ManagementFor	For
3				
<p>APPROVAL OF THE APPLICATION OF  EARNINGS  FOR FISCAL YEAR ENDING DECEMBER  31, 2016</p>			ManagementFor	For
4				
<p>REAPPOINTMENT OF "ERNST &amp;  YOUNG, S.L." AS  THE STATUTORY AUDITOR FOR  ENDESA, S.A.'S  INDIVIDUAL AND CONSOLIDATED  ANNUAL  FINANCIAL STATEMENTS AND TO  COMPLETE THE  LIMITED SEMIANNUAL REVIEW FOR  2017-2019</p>			ManagementFor	For
5				
<p>REAPPOINTMENT OF MIQUEL ROCA  JUNYENT AS  AN INDEPENDENT DIRECTOR OF THE  COMPANY, AT  THE PROPOSAL OF THE  APPOINTMENTS AND  COMPENSATION COMMITTEE  REAPPOINTMENT OF ALEJANDRO  ECHEVARRIA  BUSQUET AS AN INDEPENDENT  DIRECTOR OF THE  COMPANY, AT THE PROPOSAL OF THE  APPOINTMENTS AND COMPENSATION  COMMITTEE</p>			ManagementAgainst	Against
6				
<p>HOLD A BINDING VOTE ON THE  ANNUAL REPORT  ON DIRECTORS' COMPENSATION  APPROVAL OF THE LOYALTY PLAN  FOR 2017-2019  (INCLUDING AMOUNTS LINKED TO  THE COMPANY'S  SHARE VALUE), INsofar AS ENDESA,  S.A.'S  EXECUTIVE DIRECTORS ARE  INCLUDED AMONG ITS  BENEFICIARIES</p>			ManagementFor	For
7				
<p>EXECUTIVE DIRECTORS ARE  INCLUDED AMONG ITS  BENEFICIARIES</p>			ManagementFor	For
8				
<p>EXECUTIVE DIRECTORS ARE  INCLUDED AMONG ITS  BENEFICIARIES</p>			ManagementFor	For
9				
<p>EXECUTIVE DIRECTORS ARE  INCLUDED AMONG ITS  BENEFICIARIES</p>			ManagementFor	For
10				

DELEGATION TO THE BOARD OF DIRECTORS TO EXECUTE AND IMPLEMENT RESOLUTIONS ADOPTED BY THE GENERAL MEETING, AS WELL AS TO SUBSTITUTE THE POWERS ENTRUSTED THERETO BY THE GENERAL MEETING, AND GRANTING OF POWERS TO THE BOARD OF DIRECTORS TO RECORD SUCH RESOLUTIONS IN A PUBLIC INSTRUMENT AND REGISTER AND, AS THE CASE MAY BE, CORRECT SUCH RESOLUTIONS

TELENET GROUP HOLDING NV, MECHELEN

Security	B89957110	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	26-Apr-2017
ISIN	BE0003826436	Agenda	707882951 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE			
CMMT	THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED		Non-Voting	
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF- ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET.		Non-Voting	



ABSENCE OF A  
POA, MAY CAUSE YOUR  
INSTRUCTIONS TO-BE  
REJECTED. IF YOU HAVE ANY  
QUESTIONS, PLEASE  
CONTACT YOUR CLIENT SERVICE-  
REPRESENTATIVE

- |      |  |            |              |
|------|--|------------|--------------|
| 1    | RECEIVE SPECIAL BOARD REPORT<br>RENEW AUTHORIZATION TO<br>INCREASE SHARE   | Non-Voting |              |
| 2    | CAPITAL WITHIN THE FRAMEWORK<br>OF<br>AUTHORIZED CAPITAL   | Management | No<br>Action |
| 3    | CHANGE DATE OF ANNUAL MEETING  | Management | No<br>Action |
| 4    | AMEND ARTICLES RE:<br>MISCELLANEOUS CHANGES<br>30 MAR 2017: PLEASE NOTE THAT THE<br>MEETING<br>TYPE WAS CHANGED FROM SGM TO<br>EGM-AND<br>ADDITION OF COMMENT. IF YOU<br>HAVE ALREADY  | Management | No<br>Action |
| CMMT | SENT IN YOUR VOTES, PLEASE<br>DO-NOT VOTE<br>AGAIN UNLESS YOU DECIDE TO<br>AMEND YOUR<br>ORIGINAL INSTRUCTIONS.<br>THANK-YOU.<br>30 MAR 2017: PLEASE NOTE IN THE<br>EVENT THE<br>MEETING DOES NOT REACH<br>QUORUM,-THERE WILL<br>BE A SECOND CALL ON 24 MAY 2017.<br>CONSEQUENTLY, YOUR<br>VOTING-INSTRUCTIONS<br>WILL REMAIN VALID FOR ALL CALLS<br>UNLESS THE<br>AGENDA IS AMENDED.-THANK YOU. | Non-Voting |              |
| CMMT | TELENET GROUP HOLDING NV, MECHELEN   | Non-Voting |              |

Security	B89957110	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	26-Apr-2017
ISIN	BE0003826436	Agenda	707885729 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT		Non-Voting	

HAS MULTIPLE  
 BENEFICIAL OWNERS, YOU WILL  
 NEED TO-PROVIDE  
 THE BREAKDOWN OF EACH  
 BENEFICIAL OWNER  
 NAME, ADDRESS AND  
 SHARE-POSITION TO YOUR  
 CLIENT SERVICE REPRESENTATIVE.  
 THIS  
 INFORMATION IS REQUIRED-IN ORDER  
 FOR YOUR  
 VOTE TO BE LODGED  
 IMPORTANT MARKET PROCESSING  
 REQUIREMENT:

- A BENEFICIAL OWNER SIGNED POWER  
 OF-  
 ATTORNEY (POA) MAY BE REQUIRED  
 IN ORDER TO  
 LODGE AND EXECUTE YOUR VOTING-  
 CMMT INSTRUCTIONS IN THIS MARKET. Non-Voting  
 ABSENCE OF A  
 POA, MAY CAUSE YOUR  
 INSTRUCTIONS TO-BE  
 REJECTED. IF YOU HAVE ANY  
 QUESTIONS, PLEASE  
 CONTACT YOUR CLIENT SERVICE-  
 REPRESENTATIVE
- 1 RECEIVE DIRECTORS' AND AUDITORS'  
 REPORTS Non-Voting
- 2 APPROVE FINANCIAL STATEMENTS  
 AND Management No  
 ALLOCATION OF INCOME Action
- 3 RECEIVE CONSOLIDATED FINANCIAL  
 STATEMENTS Non-Voting  
 AND STATUTORY REPORTS
- 4 APPROVE REMUNERATION REPORT Management No  
 ANNOUNCEMENTS AND DISCUSSION Action  
 OF
- 5 CONSOLIDATED FINANCIAL Non-Voting  
 STATEMENTS AND-  
 STATUTORY REPORTS
- 6.A APPROVE DISCHARGE OF IDW Management No  
 CONSULT BVBA Action  
 REPRESENTED BY BERT DE GRAEVE
- 6.B APPROVE DISCHARGE OF JOVB BVBA Management No  
 REPRESENTED BY JO VAN Action  
 BIESBROECK
- 6.C APPROVE DISCHARGE OF CHRISTIANE Management No  
 FRANCK Action
- 6.D Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	APPROVE DISCHARGE OF JOHN PORTER		No Action
6.E	APPROVE DISCHARGE OF CHARLES H. BRACKEN	Management	No Action
6.F	APPROVE DISCHARGE OF DIEDERIK KARSTEN	Management	No Action
6.G	APPROVE DISCHARGE OF MANUEL KOHNSTAMM	Management	No Action
6.H	APPROVE DISCHARGE OF JIM RYAN	Management	No Action
6.I	APPROVE DISCHARGE OF ANGELA MCMULLEN	Management	No Action
6.J	APPROVE DISCHARGE OF SUZANNE SCHOETTGER	Management	No Action
6.K	GRANT INTERIM DISCHARGE TO BALAN NAIR FOR THE FULFILLMENT OF HIS MANDATE IN FY 2016 UNTIL HIS RESIGNATION ON FEB. 9, 2016	Management	No Action
7	APPROVE DISCHARGE OF AUDITORS	Management	No Action
8	REELECT JOHN PORTER AS DIRECTOR	Management	No Action
9	RECEIVE ANNOUNCEMENTS RE INTENDED AUDITOR APPOINTMENT	Non-Voting	
10	RATIFY KPMG AS AUDITORS	Management	No Action
11	APPROVE CHANGE-OF-CONTROL CLAUSE IN PERFORMANCE SHARES PLANS APPROVAL IN RELATION TO FUTURE	Management	No Action
12	ISSUANCE OF SHARE, OPTION, AND WARRANT PLANS	Management	No Action
13	APPROVE REMUNERATION OF DIRECTORS	Management	No Action

TEXTRON INC.

Security	883203101	Meeting Type	Annual
Ticker Symbol	TXT	Meeting Date	26-Apr-2017
ISIN	US8832031012	Agenda	934538503 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SCOTT C. DONNELLY	Management	For	For
1B.	ELECTION OF DIRECTOR: KATHLEEN M. BADER	Management	For	For
1C.	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1D.	ELECTION OF DIRECTOR: JAMES T. CONWAY	ManagementFor	For
1E.	ELECTION OF DIRECTOR: IVOR J. EVANS	ManagementFor	For
1F.	ELECTION OF DIRECTOR: LAWRENCE K. FISH	ManagementFor	For
1G.	ELECTION OF DIRECTOR: PAUL E. GAGNE	ManagementFor	For
1H.	ELECTION OF DIRECTOR: RALPH D. HEATH	ManagementFor	For
1I.	ELECTION OF DIRECTOR: LLOYD G. TROTTER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: JAMES L. ZIEMER	ManagementFor	For
1K.	ELECTION OF DIRECTOR: MARIA T. ZUBER	ManagementFor	For
2.	APPROVAL OF THE TEXTRON INC. SHORT-TERM INCENTIVE PLAN.	ManagementFor	For
3.	APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For
6.	SHAREHOLDER PROPOSAL REGARDING ANNUAL REPORT ON LOBBYING ACTIVITIES.	Shareholder Against	For

THE COCA-COLA COMPANY

Security	191216100	Meeting Type	Annual
Ticker Symbol	KO	Meeting Date	26-Apr-2017
ISIN	US1912161007	Agenda	934538589 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HERBERT A. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: RONALD W. ALLEN	Management	For	For
1C.	ELECTION OF DIRECTOR: MARC BOLLAND	Management	For	For
1D.	ELECTION OF DIRECTOR: ANA BOTIN	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD M. DALEY	Management	For	For
1F.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: BARRY DILLER		
1G.	ELECTION OF DIRECTOR: HELENE D. GAYLE	ManagementFor	For
1H.	ELECTION OF DIRECTOR: ALEXIS M. HERMAN	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MUHTAR KENT	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ROBERT A. KOTICK	ManagementFor	For
1K.	ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO	ManagementFor	For
1L.	ELECTION OF DIRECTOR: SAM NUNN	ManagementFor	For
1M.	ELECTION OF DIRECTOR: JAMES QUINCEY	ManagementFor	For
1N.	ELECTION OF DIRECTOR: DAVID B. WEINBERG	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION	Management1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	ManagementFor	For
5.	SHAREOWNER PROPOSAL REGARDING A HUMAN RIGHTS REVIEW	Shareholder Abstain	Against

T. ROWE PRICE GROUP, INC.

Security	74144T108	Meeting Type	Annual
Ticker Symbol	TROW	Meeting Date	26-Apr-2017
ISIN	US74144T1088	Agenda	934540748 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARK S. BARTLETT	ManagementFor		For
1B.	ELECTION OF DIRECTOR: EDWARD C. BERNARD	ManagementFor		For
1C.	ELECTION OF DIRECTOR: MARY K. BUSH	ManagementFor		For
1D.	ELECTION OF DIRECTOR: H. LAWRENCE CULP, JR.	ManagementFor		For
1E.	ELECTION OF DIRECTOR: DR. FREEMAN A. HRABOWSKI, III	ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1F.	ELECTION OF DIRECTOR: ROBERT F. MACLELLAN	ManagementFor	For
1G.	ELECTION OF DIRECTOR: BRIAN C. ROGERS	ManagementFor	For
1H.	ELECTION OF DIRECTOR: OLYMPIA J. SNOWE	ManagementFor	For
1I.	ELECTION OF DIRECTOR: WILLIAM J. STROMBERG	ManagementFor	For
1J.	ELECTION OF DIRECTOR: DWIGHT S. TAYLOR	ManagementFor	For
1K.	ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE	ManagementFor	For
1L.	ELECTION OF DIRECTOR: SANDRA S. WIJNBERG	ManagementFor	For
1M.	ELECTION OF DIRECTOR: ALAN D. WILSON	ManagementFor	For
2.	TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	TO RECOMMEND, BY A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF VOTING BY THE STOCKHOLDERS ON COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	Management1 Year	For
4.	TO REAPPROVE THE MATERIAL TERMS AND PERFORMANCE CRITERIA FOR GRANTS OF QUALIFIED PERFORMANCE-BASED AWARDS UNDER THE 2012 LONG-TERM INCENTIVE PLAN.	ManagementFor	For
5.	TO APPROVE THE 2017 NON-EMPLOYEE DIRECTOR EQUITY PLAN.	ManagementAgainst	Against
6.	TO APPROVE THE RESTATED 1986 EMPLOYEE STOCK PURCHASE PLAN, WHICH INCLUDES THE ESTABLISHMENT OF A SHARE POOL OF 3,000,000 SHARES AVAILABLE FOR PURCHASE BY EMPLOYEES.	ManagementFor	For
7.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP	ManagementFor	For

- AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. STOCKHOLDER PROPOSAL FOR A REPORT ON VOTING BY OUR FUNDS AND PORTFOLIOS ON MATTERS RELATED TO CLIMATE CHANGE.
8. Shareholder Against For
- STOCKHOLDER PROPOSAL FOR A REPORT ON VOTING BY OUR FUNDS AND PORTFOLIOS ON MATTERS RELATED TO EXECUTIVE COMPENSATION.
9. Shareholder Against For
- STOCKHOLDER PROPOSAL FOR A REPORT ON EMPLOYEE DIVERSITY AND RELATED POLICIES AND PROGRAMS.
10. Shareholder Abstain

## GENERAL ELECTRIC COMPANY

Security	369604103	Meeting Type	Annual
Ticker Symbol	GE	Meeting Date	26-Apr-2017
ISIN	US3696041033	Agenda	934541916 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
A1	ELECTION OF DIRECTOR: SEBASTIEN M. BAZIN	Management	For	For
A2	ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE	Management	For	For
A3	ELECTION OF DIRECTOR: JOHN J. BRENNAN	Management	For	For
A4	ELECTION OF DIRECTOR: FRANCISCO D'SOUZA	Management	For	For
A5	ELECTION OF DIRECTOR: MARIJN E. DEKKERS	Management	For	For
A6	ELECTION OF DIRECTOR: PETER B. HENRY	Management	For	For
A7	ELECTION OF DIRECTOR: SUSAN J. HOCKFIELD	Management	For	For
A8	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	Management	For	For
A9	ELECTION OF DIRECTOR: ANDREA JUNG	Management	For	For
A10	ELECTION OF DIRECTOR: ROBERT W. LANE	Management	For	For
A11	ELECTION OF DIRECTOR: RISA LAVIZZO-MOUREY	Management	For	For
A12	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

A13	ELECTION OF DIRECTOR: LOWELL C. MCADAM	ManagementFor	For
A14	ELECTION OF DIRECTOR: STEVEN M. MOLLENKOPF	ManagementFor	For
A15	ELECTION OF DIRECTOR: JAMES J. MULVA	ManagementFor	For
A16	ELECTION OF DIRECTOR: JAMES E. ROHR	ManagementFor	For
A17	ELECTION OF DIRECTOR: MARY L. SCHAPIRO	ManagementFor	For
A18	ELECTION OF DIRECTOR: JAMES S. TISCH	ManagementFor	For
B1	ADVISORY APPROVAL OF OUR NAMED EXECUTIVES' COMPENSATION	ManagementFor	For
B2	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management1 Year	For
B3	APPROVAL OF GE'S 2007 LONG-TERM INCENTIVE PLAN AS AMENDED	ManagementFor	For
B4	APPROVAL OF THE MATERIAL TERMS OF SENIOR OFFICER PERFORMANCE GOALS	ManagementFor	For
B5	RATIFICATION OF KPMG AS INDEPENDENT AUDITOR FOR 2017	ManagementFor	For
C1	REPORT ON LOBBYING ACTIVITIES REQUIRE THE CHAIRMAN OF THE BOARD TO BE INDEPENDENT	Shareholder Against	For
C2	ADOPT CUMULATIVE VOTING FOR DIRECTOR ELECTIONS	Shareholder Against	For
C3	REPORT ON CHARITABLE CONTRIBUTIONS	Shareholder Against	For
C4			

AXALTA COATING SYSTEMS LTD.

Security	G0750C108	Meeting Type	Annual
Ticker Symbol	AXTA	Meeting Date	26-Apr-2017
ISIN	BMG0750C1082	Agenda	934541928 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CHARLES W. SHAVER		For	For
	2 MARK GARRETT		For	For
	3 LORI J. RYERKERK		For	For
2.	TO APPOINT PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED	ManagementFor		For



PUBLIC ACCOUNTING FIRM AND  
 AUDITOR UNTIL  
 THE CONCLUSION OF THE 2018  
 ANNUAL GENERAL  
 MEETING OF MEMBERS AND TO  
 DELEGATE  
 AUTHORITY TO THE BOARD OF  
 DIRECTORS OF THE  
 COMPANY, ACTING THROUGH THE  
 AUDIT  
 COMMITTEE, TO FIX THE TERMS AND  
 REMUNERATION THEREOF.  
 TO APPROVE, ON A NON-BINDING  
 ADVISORY BASIS,  
 3. THE COMPENSATION PAID TO OUR  
 NAMED  
 EXECUTIVE OFFICERS.

ManagementFor For

CIGNA CORPORATION

Security	125509109	Meeting Type	Annual
Ticker Symbol	CI	Meeting Date	26-Apr-2017
ISIN	US1255091092	Agenda	934542639 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID M. CORDANI	Management	For	For
1B.	ELECTION OF DIRECTOR: ERIC J. FOSS	Management	For	For
1C.	ELECTION OF DIRECTOR: ISAIAH HARRIS, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: JANE E. HENNEY, M.D.	Management	For	For
1E.	ELECTION OF DIRECTOR: ROMAN MARTINEZ IV	Management	For	For
1F.	ELECTION OF DIRECTOR: DONNA F. ZARCONI	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM D. ZOLLARS	Management	For	For
2.	ADVISORY APPROVAL OF CIGNA'S EXECUTIVE COMPENSATION.	Management	For	For
3.	ADVISORY APPROVAL OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON CIGNA'S EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	APPROVAL OF THE AMENDED AND RESTATED CIGNA LONG-TERM INCENTIVE PLAN.	Management	For	For
5.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CIGNA'S	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING  
FIRM FOR 2017.  
SHAREHOLDER PROPOSAL -

6. SHAREHOLDER PROXY ACCESS  
Shareholder Abstain Against

EATON CORPORATION PLC

Security	G29183103	Meeting Type	Annual
Ticker Symbol	ETN	Meeting Date	26-Apr-2017
ISIN	IE00B8KQN827	Agenda	934542742 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CRAIG ARNOLD	Management	For	For
1B.	ELECTION OF DIRECTOR: TODD M. BLUEDORN	Management	For	For
1C.	ELECTION OF DIRECTOR: CHRISTOPHER M. CONNOR	Management	For	For
1D.	ELECTION OF DIRECTOR: MICHAEL J. CRITELLI	Management	For	For
1E.	ELECTION OF DIRECTOR: RICHARD H. FEARON	Management	For	For
1F.	ELECTION OF DIRECTOR: CHARLES E. GOLDEN	Management	For	For
1G.	ELECTION OF DIRECTOR: ARTHUR E. JOHNSON	Management	For	For
1H.	ELECTION OF DIRECTOR: DEBORAH L. MCCOY	Management	For	For
1I.	ELECTION OF DIRECTOR: GREGORY R. PAGE	Management	For	For
1J.	ELECTION OF DIRECTOR: SANDRA PIANALTO	Management	For	For
1K.	ELECTION OF DIRECTOR: GERALD B. SMITH	Management	For	For
1L.	ELECTION OF DIRECTOR: DOROTHY C. THOMPSON	Management	For	For
2.	APPROVING A PROPOSAL TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION TO IMPLEMENT PROXY ACCESS.	Management	Abstain	Against
3.	APPROVING A PROPOSAL TO AMEND THE COMPANY'S ARTICLES OF ASSOCIATION REGARDING BRINGING SHAREHOLDER BUSINESS AND MAKING DIRECTOR NOMINATIONS AT AN	Management	For	For

	ANNUAL GENERAL MEETING. APPROVING THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2017	ManagementFor	For
4.	AND AUTHORIZING THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET ITS REMUNERATION.		
	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
5.			
	ADVISORY APPROVAL FOR FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management1 Year	For
6.			
	APPROVING A PROPOSAL TO GRANT THE BOARD AUTHORITY TO ISSUE SHARES.	ManagementFor	For
7.			
	APPROVING A PROPOSAL TO GRANT THE BOARD AUTHORITY TO OPT OUT OF PRE-EMPTION RIGHTS.	ManagementAgainst	Against
8.			
	AUTHORIZING THE COMPANY AND ANY SUBSIDIARY OF THE COMPANY TO MAKE OVERSEAS MARKET PURCHASES OF COMPANY SHARES.	ManagementFor	For
9.			

## THE CHEMOURS COMPANY

Security	163851108	Meeting Type	Annual
Ticker Symbol	CC	Meeting Date	26-Apr-2017
ISIN	US1638511089	Agenda	934543112 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CURTIS V. ANASTASIO	ManagementFor		For
1B.	ELECTION OF DIRECTOR: BRADLEY J. BELL	ManagementFor		For
1C.	ELECTION OF DIRECTOR: RICHARD H. BROWN	ManagementFor		For
1D.	ELECTION OF DIRECTOR: MARY B. CRANSTON	ManagementFor		For
1E.	ELECTION OF DIRECTOR: CURTIS J. CRAWFORD	ManagementFor		For
1F.	ELECTION OF DIRECTOR: DAWN L. FARRELL	ManagementFor		For
1G.	ELECTION OF DIRECTOR: STEPHEN D. NEWLIN	ManagementFor		For
1H.		ManagementFor		For

ELECTION OF DIRECTOR: MARK P. VERGNANO

- |    |  |                     |         |
|----|--|---------------------|---------|
| 2. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION                | ManagementFor       | For     |
| 3. | RATIFICATION OF SELECTION OF PRICEWATERHOUSECOOPERS LLP FOR FISCAL YEAR 2017 | ManagementFor       | For     |
| 4. | APPROVAL OF THE CHEMOURS COMPANY 2017 EQUITY AND INCENTIVE PLAN              | ManagementAgainst   | Against |
| 5. | APPROVAL OF THE CHEMOURS COMPANY EMPLOYEE STOCK PURCHASE PLAN                | ManagementFor       | For     |
| 6. | STOCKHOLDER PROPOSAL FOR REPORT ON EXECUTIVE COMPENSATION                    | Shareholder Against | For     |

DIEBOLD NIXDORF, INCORPORATED

Security	253651103	Meeting Type	Annual
Ticker Symbol	DBD	Meeting Date	26-Apr-2017
ISIN	US2536511031	Agenda	934543124 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PATRICK W. ALLENDER		For	For
	2 PHILLIP R. COX		For	For
	3 RICHARD L. CRANDALL		For	For
	4 ALEXANDER DIBELIUS		For	For
	5 DIETER W. DUSEDAL		For	For
	6 GALE S. FITZGERALD		For	For
	7 GARY G. GREENFIELD		For	For
	8 ANDREAS W. MATTES		For	For
	9 ROBERT S. PRATHER, JR.		For	For
	10 RAJESH K. SOIN		For	For
	11 HENRY D.G. WALLACE		For	For
	12 ALAN J. WEBER		For	For
	13 JURGEN WUNRAM		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017	ManagementFor		For
3.	TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION	ManagementFor		For
4.	TO APPROVE THE DIEBOLD NIXDORF, INCORPORATED 2017 EQUITY AND	ManagementAgainst		Against

- PERFORMANCE INCENTIVE PLAN TO APPROVE AN AMENDMENT TO OUR AMENDED ARTICLES OF INCORPORATION TO IMPLEMENT A MAJORITY VOTING STANDARD IN UNCONTESTED DIRECTOR ELECTIONS TO APPROVE AN AMENDMENT TO OUR AMENDED ARTICLES OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING IN DIRECTOR ELECTIONS TO CAST AN ADVISORY VOTE ON THE FREQUENCY OF THE SHAREHOLDER ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION
- |    |  |                    |         |
|----|--|--------------------|---------|
| 5. |  | Management Abstain | Against |
| 6. |  | Management Against | Against |
| 7. |  | Management 1 Year  | For     |

MARATHON PETROLEUM CORPORATION

Security	56585A102	Meeting Type	Annual
Ticker Symbol	MPC	Meeting Date	26-Apr-2017
ISIN	US56585A1025	Agenda	934543186 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF CLASS III DIRECTOR: STEVEN A. DAVIS	Management	For	For
1B.	ELECTION OF CLASS III DIRECTOR: GARY R. HEMINGER	Management	For	For
1C.	ELECTION OF CLASS III DIRECTOR: J. MICHAEL STICE	Management	For	For
1D.	ELECTION OF CLASS III DIRECTOR: JOHN P. SURMA	Management	For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR 2017.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4.	APPROVAL OF 162(M)-RELATED PROVISIONS OF THE AMENDED AND RESTATED MARATHON	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

PETROLEUM CORPORATION 2012  
INCENTIVE  
COMPENSATION PLAN.  
SHAREHOLDER PROPOSAL SEEKING  
VARIOUS

5.	DISCLOSURES RESPECTING ENVIRONMENTAL AND HUMAN RIGHTS DUE DILIGENCE.	Shareholder Abstain	Against
6.	SHAREHOLDER PROPOSAL SEEKING CLIMATE-RELATED TWO-DEGREE TRANSITION PLAN.	Shareholder Against	For
7.	SHAREHOLDER PROPOSAL SEEKING SIMPLE MAJORITY VOTE PROVISIONS.	Shareholder For	Against

BANK OF AMERICA CORPORATION

Security	060505104	Meeting Type	Annual
Ticker Symbol	BAC	Meeting Date	26-Apr-2017
ISIN	US0605051046	Agenda	934543453 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHARON L. ALLEN	Management	For	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Management	For	For
1C.	ELECTION OF DIRECTOR: JACK O. BOVENDER, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Management	For	For
1E.	ELECTION OF DIRECTOR: PIERRE J.P. DE WECK	Management	For	For
1F.	ELECTION OF DIRECTOR: ARNOLD W. DONALD	Management	For	For
1G.	ELECTION OF DIRECTOR: LINDA P. HUDSON	Management	For	For
1H.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Management	For	For
1I.	ELECTION OF DIRECTOR: THOMAS J. MAY	Management	For	For
1J.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Management	For	For
1K.	ELECTION OF DIRECTOR: LIONEL L. NOWELL, III	Management	For	For
1L.	ELECTION OF DIRECTOR: MICHAEL D. WHITE	Management	For	For
1M.	ELECTION OF DIRECTOR: THOMAS D. WOODS	Management	For	For
1N.	ELECTION OF DIRECTOR: R. DAVID YOST	Management	For	For
2.		Management	For	For

APPROVING OUR EXECUTIVE  
COMPENSATION (AN  
ADVISORY, NON-BINDING "SAY ON  
PAY"  
RESOLUTION)

A VOTE ON THE FREQUENCY OF  
FUTURE

ADVISORY "SAY ON PAY"

3.	RESOLUTIONS (AN ADVISORY, NON-BINDING "SAY ON FREQUENCY" RESOLUTION)	Management	1 Year	For
4.	RATIFYING THE APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For	For
5.	STOCKHOLDER PROPOSAL - CLAWBACK AMENDMENT	Shareholder	Against	For
6.	STOCKHOLDER PROPOSAL - DIVESTITURE & DIVISION STUDY SESSIONS	Shareholder	Against	For
7.	STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN	Shareholder	Against	For
8.	STOCKHOLDER PROPOSAL - REPORT CONCERNING GENDER PAY EQUITY	Shareholder	Abstain	Against

SJW GROUP

Security	784305104	Meeting Type	Annual
Ticker Symbol	SJW	Meeting Date	26-Apr-2017
ISIN	US7843051043	Agenda	934546106 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. ARMSTRONG	Management	For	For
1B.	ELECTION OF DIRECTOR: W.J. BISHOP	Management	For	For
1C.	ELECTION OF DIRECTOR: D.R. KING	Management	For	For
1D.	ELECTION OF DIRECTOR: G.P. LANDIS	Management	For	For
1E.	ELECTION OF DIRECTOR: D. MAN	Management	For	For
1F.	ELECTION OF DIRECTOR: D.B. MORE	Management	For	For
1G.	ELECTION OF DIRECTOR: G.E. MOSS	Management	For	For
1H.	ELECTION OF DIRECTOR: W.R. ROTH	Management	For	For
1I.	ELECTION OF DIRECTOR: R.A. VAN VALER	Management	For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ACCOMPANYING  
PROXY STATEMENT.  
TO APPROVE, ON AN ADVISORY BASIS,  
WHETHER

3. THE ADVISORY ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).  
Management 1 Year For
4. RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2017.  
Management For For

BCE INC.

Security	05534B760	Meeting Type	Annual
Ticker Symbol	BCE	Meeting Date	26-Apr-2017
ISIN	CA05534B7604	Agenda	934549998 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 B.K. ALLEN		For	For
	2 S. BROCHU		For	For
	3 R.E. BROWN		For	For
	4 G.A. COPE		For	For
	5 D.F. DENISON		For	For
	6 R.P. DEXTER		For	For
	7 I. GREENBERG		For	For
	8 K. LEE		For	For
	9 M.F. LEROUX		For	For
	10 G.M. NIXON		For	For
	11 C. ROVINESCU		For	For
	12 K. SHERIFF		For	For
	13 R.C. SIMMONDS		For	For
	14 P.R. WEISS		For	For
02	APPOINTMENT OF DELOITTE LLP AS AUDITORS. ADVISORY RESOLUTION ON EXECUTIVE	Management	For	For
03	COMPENSATION AS DESCRIBED IN THE MANAGEMENT PROXY CIRCULAR.	Management	For	For

DANONE SA, PARIS

Security	F12033134	Meeting Type	MIX
Ticker Symbol		Meeting Date	27-Apr-2017
ISIN	FR0000120644	Agenda	707794839 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT		Non-Voting		



PLEASE NOTE IN THE FRENCH  
MARKET THAT THE  
ONLY VALID VOTE OPTIONS ARE  
"FOR"-AND  
"AGAINST" A VOTE OF "ABSTAIN"  
WILL BE TREATED  
AS AN "AGAINST" VOTE.  
THE FOLLOWING APPLIES TO  
SHAREHOLDERS  
THAT DO NOT HOLD SHARES  
DIRECTLY WITH A-  
FRENCH CUSTODIAN: PROXY CARDS:  
VOTING  
INSTRUCTIONS WILL BE FORWARDED  
TO THE-  
GLOBAL CUSTODIANS ON THE VOTE  
DEADLINE

CMMT

Non-Voting

DATE. IN CAPACITY AS REGISTERED-  
INTERMEDIARY, THE GLOBAL  
CUSTODIANS WILL  
SIGN THE PROXY CARDS AND  
FORWARD-THEM TO  
THE LOCAL CUSTODIAN. IF YOU  
REQUEST MORE  
INFORMATION, PLEASE  
CONTACT-YOUR CLIENT  
REPRESENTATIVE  
IN CASE AMENDMENTS OR NEW  
RESOLUTIONS  
ARE PRESENTED DURING THE  
MEETING, YOUR-  
VOTE WILL DEFAULT TO 'ABSTAIN'.  
SHARES CAN  
ALTERNATIVELY BE PASSED TO  
THE-CHAIRMAN OR

CMMT

Non-Voting

A NAMED THIRD PARTY TO VOTE ON  
ANY SUCH  
ITEM RAISED. SHOULD YOU-WISH TO  
PASS  
CONTROL OF YOUR SHARES IN THIS  
WAY, PLEASE  
CONTACT YOUR-BROADRIDGE CLIENT  
SERVICE  
REPRESENTATIVE. THANK YOU  
PLEASE NOTE THAT IMPORTANT  
ADDITIONAL  
MEETING INFORMATION IS

CMMT

Non-Voting

AVAILABLE BY-CLICKING  
ON THE MATERIAL URL  
LINK:-[https://balo.journal-  
officiel.gouv.fr/pdf/2017/0227/201702271700367.pdf](https://balo.journal-officiel.gouv.fr/pdf/2017/0227/201702271700367.pdf)

O.1	APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016	ManagementFor	For
O.2	APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016	ManagementFor	For
O.3	ALLOCATION OF INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016 AND SETTING OF DIVIDEND AT 1.70 EUROS PER SHARE	ManagementFor	For
O.4	OPTION FOR PAYMENT OF DIVIDEND IN SHARES	ManagementFor	For
O.5	RENEWAL OF THE TERM OF MS GAELLE OLIVIER AS DIRECTOR	ManagementFor	For
O.6	RENEWAL OF THE TERM OF MS ISABELLE SEILLIER AS DIRECTOR	ManagementFor	For
O.7	RENEWAL OF THE TERM OF MR JEAN-MICHEL SEVERINO AS DIRECTOR	ManagementFor	For
O.8	RENEWAL OF THE TERM OF MR LIONEL ZINSOU-DERLIN AS DIRECTOR	ManagementFor	For
O.9	APPOINTMENT OF MR GREGG L. ENGLAS AS DIRECTOR	ManagementFor	For
O.10	APPROVAL OF AGREEMENTS SUBJECT TO THE PROVISIONS OF ARTICLES L.225-38 AND FOLLOWING OF THE FRENCH COMMERCIAL CODE ENTERED INTO BY THE COMPANY AND THE J.P. MORGAN GROUP	ManagementFor	For
O.11	REVIEW OF THE COMPENSATION OWED OR PAID TO MR FRANCK RIBOUD, PRESIDENT OF THE BOARD OF DIRECTORS, FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016	ManagementFor	For
O.12	REVIEW OF THE COMPENSATION OWED OR PAID TO MR EMMANUEL FABER,	ManagementFor	For

	MANAGING DIRECTOR, FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016		
O.13	APPROVAL OF THE REMUNERATION POLICY FOR THE PRESIDENT OF THE BOARD OF DIRECTORS	ManagementFor	For
O.14	APPROVAL OF THE REMUNERATION POLICY FOR THE EXECUTIVE OFFICERS AUTHORISATION TO BE GRANTED TO THE BOARD	ManagementFor	For
O.15	OF DIRECTORS TO PURCHASE, RETAIN OR TRANSFER THE COMPANY'S SHARES DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO ISSUE COMMON	ManagementFor	For
E.16	SHARES AND SECURITIES, WITH RETENTION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO ISSUE COMMON	ManagementFor	For
E.17	SHARES AND SECURITIES, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS, BUT WITH AN OBLIGATION TO GRANT A RIGHT OF PRIORITY DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN THE	ManagementFor	For
E.18	EVENT OF A CAPITAL INCREASE, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS	ManagementFor	For
E.19	DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO ISSUE COMMON	ManagementFor	For

E.20	<p>SHARES AND SECURITIES, WITH          CANCELLATION OF          THE PRE-EMPTIVE SUBSCRIPTION          RIGHT OF          SHAREHOLDERS, IN THE EVENT OF A          PUBLIC          EXCHANGE OFFER INITIATED BY THE          COMPANY          DELEGATION OF POWERS GRANTED          TO THE          BOARD OF DIRECTORS TO ISSUE          COMMON          SHARES AND SECURITIES, WITH          CANCELLATION OF          THE PRE-EMPTIVE SUBSCRIPTION          RIGHT OF          SHAREHOLDERS, WITH A VIEW TO          REMUNERATING          CONTRIBUTIONS-IN-KIND MADE TO          THE COMPANY          AND CONSISTING OF EQUITY          SECURITIES OR          SECURITIES GRANTING ACCESS TO          THE CAPITAL          DELEGATION OF AUTHORITY          GRANTED TO THE          BOARD OF DIRECTORS TO INCREASE          THE</p>	ManagementFor	For
E.21	<p>COMPANY'S CAPITAL BY THE          INCORPORATION OF          RESERVES, PROFITS, PREMIUMS OR          OTHER SUMS          WHOSE CAPITALISATION WOULD BE          PERMITTED          DELEGATION OF AUTHORITY          GRANTED TO THE          BOARD OF DIRECTORS TO ISSUE          COMMON          SHARES AND SECURITIES RESERVED          FOR</p>	ManagementFor	For
E.22	<p>EMPLOYEES PARTICIPATING IN A          COMPANY          SAVINGS SCHEME AND/OR RESERVED          SALES OF          SECURITIES, WITH CANCELLATION OF          THE PRE-          EMPTIVE SUBSCRIPTION RIGHT OF          SHAREHOLDERS</p>	ManagementFor	For
E.23	<p>AUTHORISATION GRANTED TO THE          BOARD OF          DIRECTORS TO ALLOCATE EXISTING</p>	ManagementFor	For

COMPANY  
 SHARES OR SHARES TO BE ISSUED BY  
 THE  
 COMPANY, WITH CANCELLATION OF  
 THE PRE-  
 EMPTIVE SUBSCRIPTION RIGHT OF  
 SHAREHOLDERS  
 AUTHORISATION GRANTED TO THE  
 BOARD OF

E.24 DIRECTORS TO REDUCE THE CAPITAL ManagementFor For  
 BY THE

E.25 CANCELLATION OF SHARES ManagementFor For  
 POWERS TO CARRY OUT ALL LEGAL  
 FORMALITIES

BOUYGUES SA

Security F11487125

Ticker Symbol

ISIN FR0000120503

Meeting Type

Meeting Date

Agenda

MIX

27-Apr-2017

707827373 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

PLEASE NOTE IN THE FRENCH  
 MARKET THAT THE  
 ONLY VALID VOTE OPTIONS ARE  
 CMMT "FOR"-AND  
 "AGAINST" A VOTE OF "ABSTAIN"  
 WILL BE TREATED  
 AS AN "AGAINST" VOTE.  
 THE FOLLOWING APPLIES TO  
 SHAREHOLDERS  
 THAT DO NOT HOLD SHARES  
 DIRECTLY WITH A-  
 FRENCH CUSTODIAN: PROXY CARDS:  
 VOTING  
 INSTRUCTIONS WILL BE FORWARDED  
 TO THE-  
 GLOBAL CUSTODIANS ON THE VOTE  
 CMMT DEADLINE

Non-Voting

Non-Voting

DATE. IN CAPACITY AS REGISTERED-  
 INTERMEDIARY, THE GLOBAL  
 CUSTODIANS WILL  
 SIGN THE PROXY CARDS AND  
 FORWARD-THEM TO  
 THE LOCAL CUSTODIAN. IF YOU  
 REQUEST MORE  
 INFORMATION, PLEASE  
 CONTACT-YOUR CLIENT  
 REPRESENTATIVE

CMMT IN CASE AMENDMENTS OR NEW  
 RESOLUTIONS  
 ARE PRESENTED DURING THE

Non-Voting

	MEETING, YOUR- VOTE WILL DEFAULT TO 'ABSTAIN'. SHARES CAN ALTERNATIVELY BE PASSED TO THE-CHAIRMAN OR A NAMED THIRD PARTY TO VOTE ON ANY SUCH ITEM RAISED. SHOULD YOU-WISH TO PASS CONTROL OF YOUR SHARES IN THIS WAY, PLEASE CONTACT YOUR-BROADRIDGE CLIENT SERVICE REPRESENTATIVE. THANK YOU APPROVAL OF THE CORPORATE FINANCIAL		
O.1	STATEMENTS FOR THE 2016 FINANCIAL YEAR APPROVAL OF THE CONSOLIDATED FINANCIAL	ManagementFor	For
O.2	STATEMENTS AND TRANSACTIONS FOR THE 2016 FINANCIAL YEAR ALLOCATION OF INCOME FOR THE 2016 FINANCIAL	ManagementFor	For
O.3	YEAR AND SETTING OF THE DIVIDEND: EUR 1.60 PER SHARE APPROVAL OF REGULATED AGREEMENTS AND COMMITMENTS PURSUANT TO ARTICLES L.225-38	ManagementFor	For
O.4	AND FOLLOWING OF THE FRENCH COMMERCIAL CODE APPROVAL OF A COMMITMENT RELATING TO A DEFINED BENEFIT PENSION FOR MR OLIVIER	ManagementAgainst	Against
O.5	BOUYGUES, DEPUTY GENERAL MANAGER APPROVAL OF A COMMITMENT RELATING TO A DEFINED BENEFIT PENSION FOR MR PHILIPPE	ManagementFor	For
O.6	MARIEN, DEPUTY GENERAL MANAGER APPROVAL OF A COMMITMENT RELATING TO A DEFINED BENEFIT PENSION FOR MR OLIVIER	ManagementFor	For
O.7		ManagementFor	For

	ROUSSAT, DEPUTY GENERAL MANAGER ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR MARTIN BOUYGUES, CHIEF EXECUTIVE OFFICER, FOR THE 2016 FINANCIAL YEAR	ManagementFor	For
O.8			
	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR OLIVIER BOUYGUES, DEPUTY GENERAL MANAGER, FOR THE 2016 FINANCIAL YEAR	ManagementFor	For
O.9			
	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR PHILIPPE MARIEN, DEPUTY GENERAL MANAGER, FOR THE 2016 FINANCIAL YEAR	ManagementFor	For
O.10			
	ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MR OLIVIER ROUSSAT, DEPUTY GENERAL MANAGER, FOR THE 2016 FINANCIAL YEAR	ManagementFor	For
O.11			
	COMPENSATION POLICY REGARDING THE CHIEF EXECUTIVE OFFICER AND DEPUTY GENERAL MANAGERS: APPROVAL OF PRINCIPLES AND CRITERIA FOR DETERMINING, DISTRIBUTING AND ALLOCATING FIXED, VARIABLE AND EXCEPTIONAL ELEMENTS COMPRISING TOTAL COMPENSATION AND BENEFITS OF ALL KINDS WHICH MAY BE ALLOCATED TO THESE OFFICERS	ManagementFor	For
O.12			
	SETTING OF THE ANNUAL AMOUNT OF ATTENDANCE ALLOWANCES RENEWAL OF THE TERM OF MR HELMAN LE PAS DE SECHEVAL AS DIRECTOR	ManagementFor	For
O.13			
		ManagementFor	For
O.14			
		ManagementAgainst	Against
O.15			

	APPOINTMENT OF MR ALEXANDRE DE ROTHSCHILD AS DIRECTOR		
	AUTHORISATION GRANTED TO THE BOARD OF		
O.16	DIRECTORS TO ALLOW THE COMPANY TO TRADE IN ITS OWN SHARES	ManagementAgainst	Against
	AUTHORISATION GRANTED TO THE BOARD OF		
E.17	DIRECTORS TO REDUCE THE SHARE CAPITAL BY THE CANCELLATION OF THE COMPANY'S TREASURY SHARES	ManagementFor	For
	DELEGATION OF AUTHORITY FOR THE BOARD OF		
	DIRECTORS TO INCREASE THE SHARE CAPITAL BY		
	MEANS OF PUBLIC OFFER, WITH RETENTION OF		
	THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF		
E.18	SHAREHOLDERS, BY ISSUING SHARES AND ANY TRANSFERABLE SECURITIES	ManagementAgainst	Against
	GRANTING IMMEDIATE AND/OR DEFERRED ACCESS TO THE		
	SHARES OF THE COMPANY OR ONE IF ITS SUBSIDIARIES		
	DELEGATION OF AUTHORITY FOR THE BOARD OF		
E.19	DIRECTORS TO INCREASE THE SHARE CAPITAL BY INCORPORATING PREMIUMS, RESERVES, PROFITS OR OTHER ELEMENTS	ManagementAgainst	Against
E.20	DELEGATION OF AUTHORITY FOR THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL BY MEANS OF PUBLIC OFFER, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS, BY ISSUING SHARES AND ANY TRANSFERABLE SECURITIES	ManagementAgainst	Against
	GRANTING		



E.21	<p>IMMEDIATE AND/OR DEFERRED ACCESS TO THE SHARES OF THE COMPANY OR ONE IF ITS SUBSIDIARIES DELEGATION OF AUTHORITY FOR THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL BY MEANS OF PRIVATE PLACEMENT, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS, BY ISSUING SHARES AND ANY TRANSFERABLE SECURITIES GRANTING IMMEDIATE AND/OR DEFERRED ACCESS TO THE SHARES OF THE COMPANY OR ONE OF ITS SUBSIDIARIES AUTHORISATION GRANTED TO THE BOARD OF DIRECTORS TO SET, ACCORDING TO THE MODALITIES ESTABLISHED BY THE GENERAL MEETING, THE ISSUE PRICE WITHOUT</p>	ManagementAgainst	Against
E.22	<p>PRE- EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS, BY MEANS OF PUBLIC OFFER OR PRIVATE PLACEMENT, OF EQUITY SECURITIES TO BE ISSUED IMMEDIATELY OR IN THE FUTURE AUTHORISATION GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN THE</p>	ManagementAgainst	Against
E.23	<p>EVENT OF A CAPITAL INCREASE WITH OR WITHOUT THE SHAREHOLDERS' PRE-EMPTIVE SUBSCRIPTION RIGHT</p>	ManagementAgainst	Against
E.24	<p>DELEGATION OF POWERS TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE</p>	ManagementAgainst	Against

	<p>CAPITAL WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHTS OF SHAREHOLDERS, WITH A VIEW TO REMUNERATING THE CONTRIBUTIONS- IN-KIND GRANTED TO THE COMPANY AND CONSISTING OF EQUITY SECURITIES OR TRANSFERABLE SECURITIES GRANTING ACCESS TO THE CAPITAL OF ANOTHER COMPANY, OUTSIDE OF A PUBLIC EXCHANGE OFFER DELEGATION OF AUTHORITY FOR THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL, WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHTS OF</p>		
E.25	<p>SHAREHOLDERS, IN ORDER TO REMUNERATE THE CONTRIBUTIONS OF SECURITIES IN THE EVENT OF A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY DELEGATION OF AUTHORITY FOR THE BOARD OF DIRECTORS TO ISSUE SHARES WITH CANCELLATION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHT OF</p>	ManagementAgainst	Against
E.26	<p>SHAREHOLDERS, AS A RESULT OF THE ISSUING, BY A SUBSIDIARY, OF TRANSFERABLE SECURITIES GRANTING ACCESS TO THE SHARES OF THE COMPANY</p>	ManagementAgainst	Against
E.27	<p>DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL, WITH CANCELLATION OF THE PRE- EMPTIVE SUBSCRIPTION RIGHT OF SHAREHOLDERS, FOR THE BENEFIT OF EMPLOYEES OR EXECUTIVE OFFICERS OF THE</p>	ManagementAgainst	Against

COMPANY OR OF ASSOCIATED COMPANIES, WHO ARE MEMBERS OF A COMPANY SAVINGS PLAN AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO GRANT SHARE SUBSCRIPTION OR				
E.28	PURCHASE OPTIONS TO EMPLOYEES OR EXECUTIVE OFFICERS OF THE COMPANY OR ASSOCIATED COMPANIES DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO ISSUE SHARE SUBSCRIPTION WARRANTS DURING THE COMPANY'S PUBLIC OFFER PERIODS POWERS TO CARRY OUT ALL LEGAL FORMALITIES PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- <a href="http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf">http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf</a>	ManagementFor		For
E.29	SHARE SUBSCRIPTION WARRANTS DURING THE COMPANY'S PUBLIC OFFER PERIODS POWERS TO CARRY OUT ALL LEGAL FORMALITIES PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- <a href="http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf">http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf</a>	ManagementAgainst		Against
E.30	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- <a href="http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf">http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf</a>	ManagementFor		For
CMMT	AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- <a href="http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf">http://www.journal-officiel.gouv.fr/pdf/2017/0310/201703101700487.pdf</a>	Non-Voting		
HERA S.P.A., BOLOGNA Security T5250M106 Meeting Type Ordinary General Meeting Ticker Symbol Meeting Date 27-Apr-2017 ISIN IT0001250932 Agenda 707956895 - Management				
Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 737711 DUE TO RECEIPT OF-SLATES FOR DIRECTORS AND AUDITORS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING-WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE.-THANK YOU	Non-Voting		
1	TO APPROVE THE BALANCE SHEET AS OF 31	ManagementFor		For

	DECEMBER 2016, REPORT ON MANAGEMENT ACTIVITY, NET INCOME ALLOCATION AND INTERNAL AND EXTERNAL AUDITORS' REPORTS: RESOLUTIONS RELATED THERETO. TO PRESENT THE CONSOLIDATED BALANCE SHEET AS OF 31 DECEMBER 2016 TO PRESENT THE GOVERNANCE REPORT AND		
2	NON-BINDING RESOLUTION ABOUT REWARDING POLICY TO RENEW THE AUTHORISATION TO THE PURCHASE OF OWN SHARES AND THEIR	ManagementFor	For
3	CONDITION OF DISPOSAL: RESOLUTIONS RELATED THERETO PLEASE NOTE THAT ALTHOUGH THERE ARE 3 SLATES TO BE ELECTED AS BOARD OF- DIRECTORS, THERE IS ONLY 1 VACANCY AVAILABLE TO BE FILLED AT THE CMMT MEETING. THE-	ManagementFor	For
	STANDING INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE TO-INSTRUCT, YOU ARE REQUIRED TO VOTE FOR ONLY 1 OF THE 3 SLATES OF BOARD OF-DIRECTORS PLEASE NOTE THAT THE MANAGEMENT MAKES NO VOTE RECOMMENDATION FOR THE-CANDIDATES PRESENTED IN THE RESOLUTIONS 4.1 TO 4.3	Non-Voting	
	TO APPOINT BOARD OF DIRECTORS' MEMBERS: RESOLUTIONS RELATED THERETO: LIST WAS PRESENTED BY PUBLIC BODIES AND THE CANDIDATES' NAMES ARE: TOMASO	ManagementNo Action	

- TOMMASI DI  
 VIGNANO, STEFANO VENIER,  
 GIOVANNI BASILE,  
 GIORGIA GAGLIARDI, STEFANO  
 MANARA, DANILO  
 MANFREDI, GIOVANNI XILO, SARA  
 LORENZON,  
 MARINA VIGNOLA, ALDO LUCIANO,  
 FEDERICA  
 SEGANTI  
 TO APPOINT BOARD OF DIRECTORS'  
 MEMBERS:  
 RESOLUTIONS RELATED THERETO:  
 LIST WAS  
 PRESENTED BY PRIVATE FUNDS AND  
 4.2 THE ManagementFor For  
 CANDIDATES' NAMES ARE: RAUHE  
 ERWIN P.W.,  
 FIORE FRANCESCA, REGOLI DUCCIO,  
 BIANCHI  
 SOFIA, MUZI SILVIA  
 TO APPOINT BOARD OF DIRECTORS'  
 MEMBERS:  
 RESOLUTIONS RELATED THERETO:  
 LIST WAS  
 4.3 PRESENTED BY GSGR S.P.A. AND THE Management No  
 CANDIDATES' NAMES ARE: MASSIMO Action  
 GIUSTI,  
 BRUNO TANI, FABIO BACCHILEGA,  
 VALERIA FALCE  
 TO STATE BOARD OF DIRECTORS'  
 MEMBERS'  
 5 EMOLUMENT: RESOLUTIONS RELATED ManagementAbstain Against  
 THERETO  
 PLEASE NOTE THAT ALTHOUGH  
 THERE ARE 3  
 OPTIONS TO INDICATE A PREFERENCE  
 ON-THIS  
 RESOLUTION, ONLY ONE CAN BE  
 SELECTED. THE  
 STANDING INSTRUCTIONS FOR  
 THIS-MEETING WILL  
 CMMT BE DISABLED AND, IF YOU CHOOSE, Non-Voting  
 YOU ARE  
 REQUIRED TO VOTE FOR-ONLY 1 OF  
 THE 3  
 OPTIONS BELOW, YOUR OTHER VOTES  
 MUST BE  
 EITHER AGAINST OR-ABSTAIN THANK  
 YOU  
 CMMT Non-Voting

PLEASE NOTE THAT THE  
MANAGEMENT MAKES NO  
VOTE RECOMMENDATION FOR  
THE-CANDIDATES  
PRESENTED IN THE RESOLUTIONS 6.1  
TO 6.3  
TO APPOINT INTERNAL AUDITORS'  
MEMBERS AND  
THEIR PRESIDENT: RESOLUTIONS  
RELATED  
THERE TO: LIST WAS PRESENTED BY  
PUBLIC

6.1 BODIES AND THE CANDIDATES' NAMES ARE: Management Abstain Against  
EFFECTIVE STATUTORY AUDITORS:  
MARIANNA  
GIROLOMINI, ANTONIO GAIANI AND  
ALTERNATE  
STATUTORY AUDITOR: VALERIA  
BORTOLOTTI  
TO APPOINT INTERNAL AUDITORS'  
MEMBERS AND  
THEIR PRESIDENT: RESOLUTIONS  
RELATED

6.2 FUNDS AND THE CANDIDATES' NAMES ARE: Management For For  
EFFECTIVE STATUTORY AUDITOR:  
AMATO MYRIAM  
AND ALTERNATE STATUTORY  
AUDITORS: GNOCCHI  
STEFANO, ROLLINO EMANUELA  
TO APPOINT INTERNAL AUDITORS'  
MEMBERS AND  
THEIR PRESIDENT: RESOLUTIONS  
RELATED  
THERE TO: LIST WAS PRESENTED BY  
PRIVATE

6.3 AND THE CANDIDATES' NAMES ARE: Management Abstain Against  
EFFECTIVE  
STATUTORY AUDITOR: ELISABETTA  
BALDAZZI AND  
ALTERNATE STATUTORY AUDITOR:  
ANTONIO  
VENTURINI  
TO STATE INTERNAL AUDITORS'

7 EMOLUMENT: Management Abstain Against  
RESOLUTIONS RELATED THERE TO

FIFTH STREET FINANCE CORP.

Security

31678A103

Meeting Type

Annual

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol	FSC	Meeting Date	27-Apr-2017
ISIN	US31678A1034	Agenda	934532842 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PATRICK J. DALTON		For	For
	2 BRIAN S. DUNN		For	For
	3 BYRON J. HANEY		For	For
	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2017.	Management	For	For

JOHNSON & JOHNSON

Security	478160104	Meeting Type	Annual
Ticker Symbol	JNJ	Meeting Date	27-Apr-2017
ISIN	US4781601046	Agenda	934537284 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARY C. BECKERLE	Management	For	For
1B.	ELECTION OF DIRECTOR: D. SCOTT DAVIS	Management	For	For
1C.	ELECTION OF DIRECTOR: IAN E. L. DAVIS	Management	For	For
1D.	ELECTION OF DIRECTOR: ALEX GORSKY	Management	For	For
1E.	ELECTION OF DIRECTOR: MARK B. MCCLELLAN	Management	For	For
1F.	ELECTION OF DIRECTOR: ANNE M. MULCAHY	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM D. PEREZ	Management	For	For
1H.	ELECTION OF DIRECTOR: CHARLES PRINCE	Management	For	For
1I.	ELECTION OF DIRECTOR: A. EUGENE WASHINGTON	Management	For	For
1J.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Management	For	For
	ADVISORY VOTE ON FREQUENCY OF VOTING TO			
2.	APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	1 Year	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE	Management	For	For

OFFICER COMPENSATION  
RE-APPROVAL OF THE MATERIAL  
TERMS OF

4.	PERFORMANCE GOALS UNDER THE 2012 LONG- TERM INCENTIVE PLAN	ManagementFor	For
5.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	ManagementFor	For
6.	SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN	Shareholder Against	For

CORNING INCORPORATED

Security	219350105	Meeting Type	Annual
Ticker Symbol	GLW	Meeting Date	27-Apr-2017
ISIN	US2193501051	Agenda	934539733 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DONALD W. BLAIR	Management	For	For
1B.	ELECTION OF DIRECTOR: STEPHANIE A. BURNS	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN A. CANNING, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: RICHARD T. CLARK	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT F. CUMMINGS, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: DEBORAH A. HENRETTA	Management	For	For
1G.	ELECTION OF DIRECTOR: DANIEL P. HUTTENLOCHER	Management	For	For
1H.	ELECTION OF DIRECTOR: KURT M. LANDGRAF	Management	For	For
1I.	ELECTION OF DIRECTOR: KEVIN J. MARTIN	Management	For	For
1J.	ELECTION OF DIRECTOR: DEBORAH D. RIEMAN	Management	For	For
1K.	ELECTION OF DIRECTOR: HANSEL E. TOOKES II	Management	For	For
1L.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For	For
1M.	ELECTION OF DIRECTOR: MARK S. WRIGHTON	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S	Management	For	For



EXECUTIVE COMPENSATION.  
ADVISORY VOTE ON THE FREQUENCY  
WITH WHICH

3. WE HOLD ADVISORY VOTES ON OUR EXECUTIVE COMPENSATION. Management 1 Year For

RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR

4. INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. Management For For

RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER OUR

5. 2012 LONG-TERM INCENTIVE PLAN, AS REQUIRED BY SECTION 162(M) OF THE U.S. INTERNAL REVENUE CODE. Management For For

DELPHI AUTOMOTIVE PLC

Security	G27823106	Meeting Type	Annual
Ticker Symbol	DLPH	Meeting Date	27-Apr-2017
ISIN	JE00B783TY65	Agenda	934539961 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01.	ELECTION OF DIRECTOR: JOSEPH S. CANTIE	Management	For	For
02.	ELECTION OF DIRECTOR: KEVIN P. CLARK	Management	For	For
03.	ELECTION OF DIRECTOR: GARY L. COWGER	Management	For	For
04.	ELECTION OF DIRECTOR: NICHOLAS M. DONOFRIO	Management	For	For
05.	ELECTION OF DIRECTOR: MARK P. FRISSORA	Management	For	For
06.	ELECTION OF DIRECTOR: RAJIV L. GUPTA	Management	For	For
07.	ELECTION OF DIRECTOR: SEAN O. MAHONEY	Management	For	For
08.	ELECTION OF DIRECTOR: TIMOTHY M. MANGANELLO	Management	For	For
09.	ELECTION OF DIRECTOR: ANA G. PINCZUK	Management	For	For
10.	ELECTION OF DIRECTOR: THOMAS W. SIDLIK	Management	For	For
11.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: BERND WIEDEMANN		
12.	A. ELECTION OF DIRECTOR: LAWRENCE ZIMMERMAN	ManagementFor	For
13.	PROPOSAL TO RE-APPOINT AUDITORS, RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM AND AUTHORIZE THE DIRECTORS TO DETERMINE THE FEES PAID TO THE AUDITORS.	ManagementFor	For
14.	SAY-ON-PAY - TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION.	ManagementFor	For

PFIZER INC.

Security	717081103	Meeting Type	Annual
Ticker Symbol	PFE	Meeting Date	27-Apr-2017
ISIN	US7170811035	Agenda	934540798 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DENNIS A. AUSIELLO	Management	For	For
1B.	ELECTION OF DIRECTOR: RONALD E. BLAYLOCK	Management	For	For
1C.	ELECTION OF DIRECTOR: W. DON CORNWELL	Management	For	For
1D.	ELECTION OF DIRECTOR: JOSEPH J. ECHEVARRIA	Management	For	For
1E.	ELECTION OF DIRECTOR: FRANCES D. FERGUSSON	Management	For	For
1F.	ELECTION OF DIRECTOR: HELEN H. HOBBS	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES M. KILTS	Management	For	For
1H.	ELECTION OF DIRECTOR: SHANTANU NARAYEN	Management	For	For
1I.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Management	For	For
1J.	ELECTION OF DIRECTOR: IAN C. READ	Management	For	For
1K.	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Management	For	For
1L.	ELECTION OF DIRECTOR: JAMES C. SMITH	Management	For	For
2.	RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management	1 Year	For
5.	SHAREHOLDER PROPOSAL REGARDING THE HOLY LAND PRINCIPLES	Shareholder	Abstain	Against
6.	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREOWNER MEETINGS	Shareholder	Against	For
7.	SHAREHOLDER PROPOSAL REGARDING INDEPENDENT CHAIR POLICY	Shareholder	Against	For

EDISON INTERNATIONAL

Security	281020107	Meeting Type	Annual
Ticker Symbol	EIX	Meeting Date	27-Apr-2017
ISIN	US2810201077	Agenda	934542665 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: VANESSA C.L. CHANG	Management	For	For
1.2	ELECTION OF DIRECTOR: LOUIS HERNANDEZ, JR.	Management	For	For
1.3	ELECTION OF DIRECTOR: JAMES T. MORRIS	Management	For	For
1.4	ELECTION OF DIRECTOR: PEDRO J. PIZARRO	Management	For	For
1.5	ELECTION OF DIRECTOR: LINDA G. STUNTZ	Management	For	For
1.6	ELECTION OF DIRECTOR: WILLIAM P. SULLIVAN	Management	For	For
1.7	ELECTION OF DIRECTOR: ELLEN O. TAUSCHER	Management	For	For
1.8	ELECTION OF DIRECTOR: PETER J. TAYLOR	Management	For	For
1.9	ELECTION OF DIRECTOR: BRETT WHITE	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF SAY-ON-PAY VOTES	Management	1 Year	For

SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER PROXY ACCESS REFORM			
5.	BAKER HUGHES INCORPORATED	Shareholder Abstain	Against
Security	057224107	Meeting Type	Annual
Ticker Symbol	BHI	Meeting Date	27-Apr-2017
ISIN	US0572241075	Agenda	934542893 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1A.	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	Management	For
1B.	ELECTION OF DIRECTOR: CLARENCE P. CAZALOT, JR.	Management	For
1C.	ELECTION OF DIRECTOR: MARTIN S. CRAIGHEAD	Management	For
1D.	ELECTION OF DIRECTOR: WILLIAM H. EASTER III	Management	For
1E.	ELECTION OF DIRECTOR: LYNN L. ELSENHANS	Management	For
1F.	ELECTION OF DIRECTOR: ANTHONY G. FERNANDES	Management	For
1G.	ELECTION OF DIRECTOR: CLAIRE W. GARGALLI	Management	For
1H.	ELECTION OF DIRECTOR: PIERRE H. JUNGELS	Management	For
1I.	ELECTION OF DIRECTOR: JAMES A. LASH	Management	For
1J.	ELECTION OF DIRECTOR: J. LARRY NICHOLS	Management	For
1K.	ELECTION OF DIRECTOR: JAMES W. STEWART	Management	For
1L.	ELECTION OF DIRECTOR: CHARLES L. WATSON	Management	For
2.	AN ADVISORY VOTE RELATED TO THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM.	Management	For
3.	AN ADVISORY VOTE ON THE FREQUENCY OF THE HOLDING OF AN ADVISORY VOTE ON THE EXECUTIVE COMPENSATION.	Management	1 Year For
4.	THE RATIFICATION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

A STOCKHOLDER PROPOSAL  
REGARDING A

5. MAJORITY VOTE STANDARD FOR ALL Shareholder Against For  
NON-BINDING  
STOCKHOLDER PROPOSALS.

OLIN CORPORATION

Security	680665205	Meeting Type	Annual
Ticker Symbol	OLN	Meeting Date	27-Apr-2017
ISIN	US6806652052	Agenda	934543910 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: GRAY G. BENOIST	Management	For	For
1.2	ELECTION OF DIRECTOR: JOHN E. FISCHER	Management	For	For
1.3	ELECTION OF DIRECTOR: RICHARD M. ROMPALA	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF A SHAREHOLDER VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

WADDELL & REED FINANCIAL, INC.

Security	930059100	Meeting Type	Annual
Ticker Symbol	WDR	Meeting Date	27-Apr-2017
ISIN	US9300591008	Agenda	934544075 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SHARILYN S. GASAWAY		For	For
	2 ALAN W. KOSLOFF		For	For
	3 JERRY W. WALTON		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

PUBLIC  
ACCOUNTING FIRM FOR THE FISCAL  
YEAR 2017.

DANA INCORPORATED

Security	235825205	Meeting Type	Annual
Ticker Symbol	DAN	Meeting Date	27-Apr-2017
ISIN	US2358252052	Agenda	934546055 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 RACHEL A. GONZALEZ	Management	For	For
	2 JAMES K. KAMSICKAS		For	For
	3 VIRGINIA A. KAMSKY		For	For
	4 TERRENCE J. KEATING		For	For
	5 RAYMOND E. MABUS, JR.		For	For
	6 R. BRUCE MCDONALD		For	For
	7 MARK A. SCHULZ		For	For
	8 KEITH E. WANDELL		For	For
2.	APPROVAL OF A NON-BINDING ADVISORY PROPOSAL APPROVING EXECUTIVE COMPENSATION.	Management	For	For
3.	APPROVAL OF A NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	APPROVAL OF THE DANA INCORPORATED 2017 OMNIBUS PLAN.	Management	For	For
5.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
6.	CONSIDERATION OF A SHAREHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTING.	Shareholder	Against	For

HCA HOLDINGS, INC.

Security	40412C101	Meeting Type	Annual
Ticker Symbol	HCA	Meeting Date	27-Apr-2017
ISIN	US40412C1018	Agenda	934546168 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R. MILTON JOHNSON	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1B.	ELECTION OF DIRECTOR: ROBERT J. DENNIS	ManagementFor	For
1C.	ELECTION OF DIRECTOR: NANCY-ANN DEPARLE	ManagementFor	For
1D.	ELECTION OF DIRECTOR: THOMAS F. FRIST III	ManagementFor	For
1E.	ELECTION OF DIRECTOR: WILLIAM R. FRIST	ManagementFor	For
1F.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ANN H. LAMONT	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JAY O. LIGHT	ManagementFor	For
1I.	ELECTION OF DIRECTOR: GEOFFREY G. MEYERS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: WAYNE J. RILEY, M.D.	ManagementFor	For
1K.	ELECTION OF DIRECTOR: JOHN W. ROWE, M.D.	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION TO APPROVE AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION	ManagementFor	For
4.	TO ALLOW STOCKHOLDERS OWNING AN AGGREGATE OF 25% OF OUR OUTSTANDING COMMON STOCK TO REQUEST SPECIAL MEETINGS OF STOCKHOLDERS	ManagementFor	For
5.	STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, REQUESTING THAT THE BOARD OF DIRECTORS IMPLEMENT CHANGES TO OUR GOVERNING DOCUMENTS TO ALLOW STOCKHOLDERS OWNING AN AGGREGATE OF 10%	Shareholder Against	For

OF OUR OUTSTANDING COMMON  
STOCK TO CALL  
SPECIAL MEETINGS OF  
STOCKHOLDERS

## UNILEVER PLC

Security	904767704	Meeting Type	Annual
Ticker Symbol	UL	Meeting Date	27-Apr-2017
ISIN	US9047677045	Agenda	934557781 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2016	Management	For	For
2.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT	Management	For	For
3.	TO APPROVE THE DIRECTORS' REMUNERATION POLICY	Management	For	For
4.	TO APPROVE THE UNILEVER SHARE PLAN 2017	Management	For	For
5.	TO RE-ELECT MR N S ANDERSEN AS A NON- EXECUTIVE DIRECTOR	Management	For	For
6.	TO RE-ELECT MRS L M CHA AS A NON-EXECUTIVE DIRECTOR	Management	For	For
7.	TO RE-ELECT MR V COLAO AS A NON-EXECUTIVE DIRECTOR	Management	For	For
8.	TO RE-ELECT DR M DEKKERS AS A NON- EXECUTIVE DIRECTOR	Management	For	For
9.	TO RE-ELECT MS A M FUDGE AS A NON-EXECUTIVE DIRECTOR	Management	For	For
10.	TO RE-ELECT DR J HARTMANN AS A NON- EXECUTIVE DIRECTOR	Management	For	For
11.	TO RE-ELECT MS M MA AS A NON-EXECUTIVE DIRECTOR	Management	For	For
12.	TO RE-ELECT MR S MASIYIWA AS A NON- EXECUTIVE DIRECTOR	Management	For	For
13.	TO RE-ELECT PROFESSOR Y MOON AS A NON- EXECUTIVE DIRECTOR	Management	For	For
14.	TO RE-ELECT MR G PITKETHLY AS AN EXECUTIVE	Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

15.	DIRECTOR TO RE-ELECT MR P G J M POLMAN AS AN EXECUTIVE DIRECTOR	ManagementFor	For
16.	TO RE-ELECT MR J RISHTON AS A NON-EXECUTIVE DIRECTOR	ManagementFor	For
17.	TO RE-ELECT MR F SIJBESMA AS A NON-EXECUTIVE DIRECTOR	ManagementFor	For
18.	TO REAPPOINT KPMG LLP AS AUDITORS OF THE COMPANY	ManagementFor	For
19.	TO AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS	ManagementFor	For
20.	TO AUTHORISE POLITICAL DONATIONS AND EXPENDITURE	ManagementFor	For
21.	TO RENEW THE AUTHORITY TO DIRECTORS TO ISSUE SHARES	ManagementFor	For
22.	TO RENEW THE AUTHORITY TO DIRECTORS TO DISAPPLY PRE-EMPTION RIGHTS	ManagementFor	For
23.	TO RENEW THE AUTHORITY TO DIRECTORS TO DISAPPLY PRE-EMPTION RIGHTS FOR THE PURPOSES OF ACQUISITIONS OR CAPITAL INVESTMENTS	ManagementFor	For
24.	TO RENEW THE AUTHORITY TO THE COMPANY TO PURCHASE ITS OWN SHARES	ManagementFor	For
25.	TO SHORTEN THE NOTICE PERIOD FOR GENERAL MEETINGS	ManagementFor	For

CULLEN/FROST BANKERS, INC.

Security	229899109	Meeting Type	Annual
Ticker Symbol	CFR	Meeting Date	27-Apr-2017
ISIN	US2298991090	Agenda	934558997 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R. DENNY ALEXANDER	ManagementFor		For
1B.	ELECTION OF DIRECTOR: CARLOS ALVAREZ	ManagementFor		For
1C.	ELECTION OF DIRECTOR: CHRIS AVERY	ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1D.	ELECTION OF DIRECTOR: SAMUEL G. DAWSON	ManagementFor	For
1E.	ELECTION OF DIRECTOR: CRAWFORD H. EDWARDS	ManagementFor	For
1F.	ELECTION OF DIRECTOR: RUBEN M. ESCOBEDO	ManagementFor	For
1G.	ELECTION OF DIRECTOR: PATRICK B. FROST	ManagementFor	For
1H.	ELECTION OF DIRECTOR: PHILLIP D. GREEN	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DAVID J. HAEMISEGGER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: KAREN E. JENNINGS	ManagementFor	For
1K.	ELECTION OF DIRECTOR: RICHARD M. KLEBERG III	ManagementFor	For
1L.	ELECTION OF DIRECTOR: CHARLES W. MATTHEWS	ManagementFor	For
1M.	ELECTION OF DIRECTOR: IDA CLEMENT STEEN	ManagementFor	For
1N.	ELECTION OF DIRECTOR: GRAHAM WESTON	ManagementFor	For
1O.	ELECTION OF DIRECTOR: HORACE WILKINS, JR.	ManagementFor	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP TO ACT AS INDEPENDENT AUDITORS OF CULLEN/FROST BANKERS, INC. FOR THE FISCAL YEAR THAT BEGAN JANUARY 1, 2017. PROPOSAL TO ADOPT THE ADVISORY (NON-	ManagementFor	For
3.	BINDING) RESOLUTION APPROVING EXECUTIVE COMPENSATION. ADVISORY (NON-BINDING) SELECTION OF THE	ManagementFor	For
4.	FREQUENCY OF FUTURE VOTES RELATING TO EXECUTIVE COMPENSATION.	Management1 Year	For

FERRO CORPORATION

Security	315405100	Meeting Type	Annual
Ticker Symbol	FOE	Meeting Date	27-Apr-2017
ISIN	US3154051003	Agenda	934559571 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1	RICHARD J. HIPPLE	For	For
	2	GREGORY E. HYLAND	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3	DAVID A. LORBER	For	For
4	ANDREW M. ROSS	For	For
5	ALLEN A. SPIZZO	For	For
6	PETER T. THOMAS	For	For
7	RONALD P. VARGO	For	For

RATIFICATION OF THE APPOINTMENT OF DELOITTE

2.	& TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
----	--	------------	-----	-----

3.	ADVISORY VOTE ON THE COMPENSATION FOR NAMED EXECUTIVE OFFICERS.	Management	For	For
----	---	------------	-----	-----

4.	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION FOR NAMED EXECUTIVE OFFICERS.	Management	1 Year	For
----	---	------------	--------	-----

AKORN, INC.

Security	009728106	Meeting Type	Annual
Ticker Symbol	AKRX	Meeting Date	27-Apr-2017
ISIN	US0097281069	Agenda	934560308 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN KAPOOR, PHD		For	For
	2 KENNETH ABRAMOWITZ		For	For
	3 ADRIENNE GRAVES, PHD		For	For
	4 RONALD JOHNSON		For	For
	5 STEVEN MEYER		For	For
	6 TERRY ALLISON RAPPUHN		For	For
	7 BRIAN TAMBI		For	For
	8 ALAN WEINSTEIN		For	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	Management	For	For
3.	PROPOSAL TO APPROVE THE 2017 OMNIBUS INCENTIVE COMPENSATION PLAN.	Management	Against	Against
4.	PROPOSAL TO APPROVE, THROUGH A NON-BINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE NON-BINDING ADVISORY VOTES ON THE COMPANY'S EXECUTIVE	Management	1 Year	For

COMPENSATION PROGRAMS. PROPOSAL TO APPROVE, THROUGH A NON-BINDING ADVISORY VOTE, THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM AS DESCRIBED IN THE COMPANY'S 2017 PROXY STATEMENT.

5. EXECUTIVE COMPENSATION PROGRAM AS DESCRIBED IN THE COMPANY'S 2017 PROXY STATEMENT. Management For For

MAPLE LEAF FOODS INC.

Security	564905107	Meeting Type	Annual and Special Meeting
Ticker Symbol	MLFNF	Meeting Date	27-Apr-2017
ISIN	CA5649051078	Agenda	934572618 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 WILLIAM E. AZIZ		For	For
	2 W. GEOFFREY BEATTIE		For	For
	3 RONALD G. CLOSE		For	For
	4 HON. DAVID L. EMERSON		For	For
	5 JEAN M. FRASER		For	For
	6 JOHN A. LEDERER		For	For
	7 MICHAEL H. MCCAIN		For	For
	8 JAMES P. OLSON		For	For
	9 CAROL M. STEPHENSON		For	For

02. APPOINTMENT OF KPMG LLP, AS AUDITORS OF MAPLE LEAF FOODS INC. FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. Management For For

03. TO APPROVE, ON AN ADVISORY AND NON-BINDING BASIS, MAPLE LEAF FOODS INC.'S APPROACH TO EXECUTIVE COMPENSATION. Management For For

PETROLEO BRASILEIRO S.A. - PETROBRAS

Security	71654V408	Meeting Type	Special
Ticker Symbol	PBR	Meeting Date	27-Apr-2017
ISIN	US71654V4086	Agenda	934592608 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ANALYZE MANAGEMENT ACCOUNTS, EXAMINE, DISCUSS AND VOTE ON THE	Management	For	For

MANAGEMENT  
REPORT AND THE COMPANY'S  
FINANCIAL  
STATEMENTS, TOGETHER WITH THE  
REPORT OF  
THE INDEPENDENT AUDITORS AND  
THE FISCAL  
COUNCIL'S REPORT, FOR THE FISCAL  
YEAR ENDED  
DECEMBER 31, 2016.

ELECTION OF THE MEMBERS OF THE  
FISCAL  
COUNCIL: CANDIDATES NOMINATED  
BY THE

CONTROLLING SHAREHOLDER:  
PRINCIPAL:

ADRIANO PEREIRA DE PAULA;

ALTERNATE: PAULO

JOSE DOS REIS SOUZA. PRINCIPAL:

MARISETE

2A. FATIMA DADALD PEREIRA; Management Abstain Against

ALTERNATE: AGNES

MARIA DE ARAGAO COSTA;

PRINCIPAL: LUIZ

AUGUSTO FRAGA NAVARRO DE

BRITTO FILHO;

ALTERNATE: MAURYCIO JOSE

ANDRADE CORREIA

(PLEASE VOTE IN ONLY ONE OPTION:

2A. OR 2B. OR

2C.)

ELECTION OF THE MEMBERS OF THE  
FISCAL

COUNCIL: CANDIDATES NOMINATED  
BY MINORITY

SHAREHOLDERS: FUNDO DE ACOES

DINAMICA AND

BANCLASS FUNDO DE INVESTIMENTO

2B. EM ACOES: Management For For

PRINCIPAL: REGINALDO FERREIRA

ALEXANDRE;

ALTERNATE: MARCELO GASPARINO

DA SILVA

(PLEASE VOTE IN ONLY ONE OPTION:

2A. OR 2B. OR

2C.)

2C. ELECTION OF THE MEMBERS OF THE Management Abstain Against

FISCAL

COUNCIL: CANDIDATES NOMINATED  
BY MINORITY

SHAREHOLDERS: GUILHERME

AFFONSO FERREIRA:  
 PRINCIPAL: FRANCISCO VIDAL LUNA;  
 ALTERNATE:  
 MANUELITO PEREIRA MAGALHAES  
 JUNIOR (PLEASE  
 VOTE IN ONLY ONE OPTION: 2A. OR 2B.  
 OR 2C.)

3.	ESTABLISHMENT OF THE FINANCIAL COMPENSATION OF DIRECTORS, MEMBERS OF THE FISCAL COUNCIL AND MEMBERS OF THE STATUTORY ADVISORY COMMITTEES TO THE BOARD OF DIRECTORS.	ManagementAgainst	Against
E1.	AMENDMENT PROPOSAL OF PETROBRAS'S BYLAW.	ManagementFor	For
E2.	CONSOLIDATION OF THE BYLAW TO REFLECT THE APPROVED AMENDMENTS.	ManagementFor	For
E3.	PROPOSED INCLUSION OF ADDITIONAL REQUIREMENTS FOR UNIMPEACHABLE REPUTATION, IN ADDITION TO THOSE CONTAINED IN ACT 13,303, DATED JUNE 30, 2016, AND OF DECREE 8,945, OF THE PETROBRAS BOARD OF DIRECTORS AND BOARD OF EXECUTIVE OFFICERS OF DECEMBER 27, 2016, IN COMPLIANCE WITH ART. 40, ITEM XIII OF PETROBRAS' BYLAW.	ManagementFor	For

PARMALAT SPA, COLLECCHIO

Security	T7S73M107	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	28-Apr-2017
ISIN	IT0003826473	Agenda	707951504 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 743386 DUE TO RECEIPT OF-SLATES FOR AUDITORS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE-DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON	Non-Voting		

	THIS MEETING NOTICE. THANK YOU PARMALAT S.P.A. BALANCE SHEET AS OF 31 DECEMBER 2016, CONSOLIDATED BALANCE SHEET		
1.1	AS OF 31 DECEMBER 2016. DIRECTORS, INTERNAL AND EXTERNAL AUDITORS' REPORTS. RESOLUTIONS RELATED THERETO	ManagementAbstain	Against
1.2	PROFIT ALLOCATION	ManagementAbstain	Against
2	REWARDING REPORT: REWARDING POLICY PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS AUDITORS, THERE-IS ONLY 1 SLATE AVAILABLE TO BE FILLED AT THE MEETING. THE	ManagementAbstain	Against
CMMT	STANDING-INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE TO-INSTRUCT, YOU ARE REQUIRED TO VOTE FOR ONLY 1 OF THE 2 SLATES OF-AUDITORS.THANK YOU PLEASE NOTE THAT THE MANAGEMENT MAKES NO VOTE RECOMMENDATION FOR THE-CANDIDATES	Non-Voting	
CMMT	PRESENTED IN THE RESOLUTIONS 3.1.1 AND 3.1.2 TO APPOINT INTERNAL AUDITORS, LIST PRESENTED BY AMBER CAPITAL UK LLP (AS MANAGER OF THE FUND AMBER ACTIVE	Non-Voting	
3.1.1	INVESTORS LIMITED) REPRESENTING THE 3,021PCT OF THE COMPANY'S STOCK CAPITAL. EFFECTIVE AUDITORS A) MARCO PEDRETTI ALTERNATE AUDITORS A) MATTEO TIEZZI	ManagementFor	For
3.1.2	TO APPOINT INTERNAL AUDITORS, LIST PRESENTED BY SOFIL S.A.S.,	ManagementNo Action	

REPRESENTING THE  
89,594PCT OF THE COMPANY'S STOCK  
CAPITAL.

EFFECTIVE AUDITORS A) BARBARA  
TADOLINI B)

FRANCO CARLO PAPA ALTERNATE  
AUDITORS A)

MARIANNA TOGNONI B) LUCA  
VALDAMERI

3.2 TO APPOINT THE INTERNAL  
AUDITORS, CHAIRMAN Management Abstain Against

3.3 TO ESTABLISH THE INTERNAL  
AUDITORS'  
EMOLUMENT. RESOLUTIONS RELATED Management Abstain Against  
THERE TO

DAVIDE CAMPARI MILANO S.P.A.

Security ADPC02772

Ticker Symbol

ISIN IT0005163669

Meeting Type

MIX

Meeting Date

28-Apr-2017

Agenda

708059426 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
E.1	APPROVAL OF THE PROPOSAL TO SPLIT THE NO. 580,800,000 ORDINARY SHARES WITH A PAR VALUE OF EURO 0.10 EACH INTO NO. 1,161,600,000 NEWLY ISSUED ORDINARY SHARES WITH A PAR VALUE OF EURO 0,05 EACH, HAVING THE SAME CHARACTERISTICS AS THE CURRENT ONES, BY GRANTING 2 NEWLY ISSUED SHARES FOR EACH CURRENT SHARE. APPROVAL OF THE DIRECTOR S REPORT TO THE SHAREHOLDERS MEETING AND RELEVANT FORMALITIES APPROVAL OF THE ANNUAL FINANCIAL	Management	No Action	
O.1	STATEMENTS FOR THE YEAR ENDING 31 DECEMBER 2016 AND RELATED RESOLUTIONS	Management	No Action	
O.2	APPOINTMENT OF A DIRECTOR REPLACED	Management	No Action	
O.3	PURSUANT TO ART. 2386 CIVIL CODE APPROVAL OF THE REMUNERATION REPORT	Management	No Action	



PURSUANT TO ART. 123 TER OF  
LEGISLATIVE  
DECREE 58 98  
APPROVAL OF THE STOCK OPTION  
PLAN

O.4 PURSUANT TO ART.114 BIS OF LEGISLATIVE  
DECREE 58 98 Management No  
Action

O.5 AUTHORIZATION TO BUY AND OR  
SELL OWN SHARES Management No  
Action

AT&T INC.

Security 00206R102

Ticker Symbol T

ISIN US00206R1023

Meeting Type

Annual

Meeting Date

28-Apr-2017

Agenda

934539935 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Management	For	For
1B.	ELECTION OF DIRECTOR: SAMUEL A. DI PIAZZA, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: RICHARD W. FISHER	Management	For	For
1D.	ELECTION OF DIRECTOR: SCOTT T. FORD	Management	For	For
1E.	ELECTION OF DIRECTOR: GLENN H. HUTCHINS	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM E. KENNARD	Management	For	For
1G.	ELECTION OF DIRECTOR: MICHAEL B. MCCALLISTER	Management	For	For
1H.	ELECTION OF DIRECTOR: BETH E. MOONEY	Management	For	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1J.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Management	For	For
1K.	ELECTION OF DIRECTOR: CYNTHIA B. TAYLOR	Management	For	For
1L.	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Management	For	For
1M.	ELECTION OF DIRECTOR: GEOFFREY Y. YANG	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
4.	ADVISORY APPROVAL OF FREQUENCY OF VOTE ON	Management	1 Year	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	EXECUTIVE COMPENSATION PREPARE POLITICAL SPENDING REPORT.	Shareholder	Against	For
5.				
6.	PREPARE LOBBYING REPORT. MODIFY PROXY ACCESS REQUIREMENTS.	Shareholder	Against	For
7.				
8.	REDUCE VOTE REQUIRED FOR WRITTEN CONSENT.	Shareholder	Against	For

ABBOTT LABORATORIES

Security	002824100	Meeting Type	Annual
Ticker Symbol	ABT	Meeting Date	28-Apr-2017
ISIN	US0028241000	Agenda	934540697 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R.J. ALPERN		For	For
	2 R.S. AUSTIN		For	For
	3 S.E. BLOUNT		For	For
	4 E.M. LIDDY		For	For
	5 N. MCKINSTRY		For	For
	6 P.N. NOVAKOVIC		For	For
	7 W.A. OSBORN		For	For
	8 S.C. SCOTT III		For	For
	9 D.J. STARKS		For	For
	10 G.F. TILTON		For	For
	11 M.D. WHITE		For	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS AUDITORS.	Management	For	For
3.	SAY ON PAY - AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. SAY WHEN ON PAY - AN ADVISORY VOTE TO	Management	For	For
4.	APPROVE THE FREQUENCY OF SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
5.	APPROVAL OF THE ABBOTT LABORATORIES 2017 INCENTIVE STOCK PROGRAM APPROVAL OF THE ABBOTT LABORATORIES 2017	Management	Against	Against
6.	EMPLOYEE STOCK PURCHASE PLAN FOR NON-U.S. EMPLOYEES.	Management	For	For
7.	SHAREHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For

GRACO INC.

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Security	384109104	Meeting Type	Annual
Ticker Symbol	GGG	Meeting Date	28-Apr-2017
ISIN	US3841091040	Agenda	934541788 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PATRICK J. MCHALE	Management	For	For
1B.	ELECTION OF DIRECTOR: LEE R. MITAU	Management	For	For
1C.	ELECTION OF DIRECTOR: MARTHA A. MORFITT	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED ACCOUNTING FIRM.	Management	For	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Management	For	For
4.	AN ADVISORY, NON-BINDING VOTE ON THE FREQUENCY FOR WHICH SHAREHOLDERS WILL HAVE AN ADVISORY, NON-BINDING VOTE ON OUR EXECUTIVE COMPENSATION.	Management	1 Year	For
5.	APPROVAL OF THE INCENTIVE BONUS PLAN.	Management	For	For

THE GOLDMAN SACHS GROUP, INC.

Security	38141G104	Meeting Type	Annual
Ticker Symbol	GS	Meeting Date	28-Apr-2017
ISIN	US38141G1040	Agenda	934542805 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LLOYD C. BLANKFEIN	Management	For	For
1B.	ELECTION OF DIRECTOR: M. MICHELE BURNS	Management	For	For
1C.	ELECTION OF DIRECTOR: MARK A. FLAHERTY	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM W. GEORGE	Management	For	For
1E.	ELECTION OF DIRECTOR: JAMES A. JOHNSON	Management	For	For
1F.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: ELLEN J. KULLMAN		
1G.	ELECTION OF DIRECTOR: LAKSHMI N. MITTAL	Management	For
1H.	ELECTION OF DIRECTOR: ADEBAYO O. OGUNLESI	Management	For
1I.	ELECTION OF DIRECTOR: PETER OPPENHEIMER	Management	For
1J.	ELECTION OF DIRECTOR: DAVID A. VINIAR	Management	For
1K.	ELECTION OF DIRECTOR: MARK O. WINKELMAN	Management	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (SAY ON PAY)	Management	For
3.	ADVISORY VOTE ON THE FREQUENCY OF SAY ON PAY	Management	1 Year For
4.	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For

KELLOGG COMPANY

Security	487836108	Meeting Type	Annual
Ticker Symbol	K	Meeting Date	28-Apr-2017
ISIN	US4878361082	Agenda	934543061 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN BRYANT		For	For
	2 STEPHANIE BURNS		For	For
	3 RICHARD DREILING		For	For
	4 LA JUNE M. TABRON		For	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS KELLOGG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Management	For	For
5.	APPROVAL OF THE KELLOGG COMPANY 2017 LONG-TERM INCENTIVE PLAN.	Management	Against	Against
3.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE	Management	1 Year	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

COMPENSATION.  
SHAREOWNER PROPOSAL, IF  
PROPERLY

6. PRESENTED AT THE MEETING, TO AMEND PROXY ACCESS. Shareholder Abstain Against

CYRUSONE INC.

Security	23283R100	Meeting Type	Annual
Ticker Symbol	CONE	Meeting Date	28-Apr-2017
ISIN	US23283R1005	Agenda	934544683 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 GARY J. WOJTASZEK		For	For
	2 DAVID H. FERDMAN		For	For
	3 JOHN W. GAMBLE, JR.		For	For
	4 MICHAEL A. KLAYKO		For	For
	5 T. TOD NIELSEN		For	For
	6 ALEX SHUMATE		For	For
	7 WILLIAM E. SULLIVAN		For	For
	8 LYNN A. WENTWORTH		For	For

APPROVAL OF THE ADVISORY  
(NON-BINDING)

2. RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS ("SAY-ON-PAY") ManagementFor For

3. RATIFICATION OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017 ManagementFor For

HSBC HOLDINGS PLC

Security	404280406	Meeting Type	Annual
Ticker Symbol	HSBC	Meeting Date	28-Apr-2017
ISIN	US4042804066	Agenda	934552351 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE ANNUAL REPORT & ACCOUNTS 2016	Management	For	For
2.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT	Management	For	For
3A.	TO ELECT DAVID NISH AS A DIRECTOR	Management	For	For
3B.	TO ELECT JACKSON TAI AS A DIRECTOR	Management	For	For
3C.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	TO RE-ELECT PHILLIP AMEEN AS A DIRECTOR		
3D.	TO RE-ELECT KATHLEEN CASEY AS A DIRECTOR	ManagementFor	For
3E.	TO RE-ELECT LAURA CHA AS A DIRECTOR	ManagementFor	For
3F.	TO RE-ELECT HENRI DE CASTRIES AS A DIRECTOR	ManagementFor	For
3G.	TO RE-ELECT LORD EVANS OF WEARDALE AS A DIRECTOR	ManagementFor	For
3H.	TO RE-ELECT JOACHIM FABER AS A DIRECTOR	ManagementFor	For
3I.	TO RE-ELECT DOUGLAS FLINT AS A DIRECTOR	ManagementFor	For
3J.	TO RE-ELECT STUART GULLIVER AS A DIRECTOR	ManagementFor	For
3K.	TO RE-ELECT IRENE LEE AS A DIRECTOR	ManagementAgainst	Against
3L.	TO RE-ELECT JOHN LIPSKY AS A DIRECTOR	ManagementFor	For
3M.	TO RE-ELECT IAIN MACKAY AS A DIRECTOR	ManagementFor	For
3N.	TO RE-ELECT HEIDI MILLER AS A DIRECTOR	ManagementFor	For
3O.	TO RE-ELECT MARC MOSES AS A DIRECTOR	ManagementFor	For
3P.	TO RE-ELECT JONATHAN SYMONDS AS A DIRECTOR	ManagementFor	For
3Q.	TO RE-ELECT PAULINE VAN DER MEER MOHR AS A DIRECTOR	ManagementFor	For
3R.	TO RE-ELECT PAUL WALSH AS A DIRECTOR	ManagementAgainst	Against
4.	TO RE-APPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITOR OF THE COMPANY	ManagementFor	For
5.	TO AUTHORISE THE GROUP AUDIT COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITOR	ManagementFor	For
6.	TO AUTHORISE THE COMPANY TO MAKE POLITICAL DONATIONS	ManagementFor	For
7.	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	ManagementFor	For
8.	TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)	ManagementFor	For
9.		ManagementFor	For

	TO FURTHER DISAPPLY PRE-EMPTION RIGHTS FOR ACQUISITIONS (SPECIAL RESOLUTION)		
10.	TO AUTHORISE THE DIRECTORS TO ALLOT ANY REPURCHASED SHARES	ManagementFor	For
11.	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES (SPECIAL RESOLUTION)	ManagementFor	For
12.	TO AUTHORISE THE DIRECTORS TO ALLOT EQUITY SECURITIES IN RELATION TO CONTINGENT CONVERTIBLE SECURITIES	ManagementFor	For
13.	TO DISAPPLY PRE-EMPTION RIGHTS IN RELATION TO THE ISSUE OF CONTINGENT CONVERTIBLE SECURITIES (SPECIAL RESOLUTION)	ManagementFor	For
14.	TO APPROVE GENERAL MEETINGS (OTHER THAN ANNUAL GENERAL MEETINGS) BEING CALLED ON 14 CLEAR DAYS' NOTICE (SPECIAL RESOLUTION)	ManagementFor	For

ALLEGHANY CORPORATION

Security	017175100	Meeting Type	Annual
Ticker Symbol	Y	Meeting Date	28-Apr-2017
ISIN	US0171751003	Agenda	934553048 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: IAN H. CHIPPENDALE	Management	For	For
1B.	ELECTION OF DIRECTOR: WESTON M. HICKS	Management	For	For
1C.	ELECTION OF DIRECTOR: JEFFERSON W. KIRBY	Management	For	For
2.	PROPOSAL TO APPROVE THE ALLEGHANY CORPORATION 2017 LONG-TERM INCENTIVE PLAN.	Management	For	For
3.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS ALLEGHANY CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017.	Management	For	For
4.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

EXECUTIVE  
OFFICERS OF ALLEGHANY  
CORPORATION.  
ADVISORY VOTE ON THE FREQUENCY  
OF FUTURE

5. STOCKHOLDER ADVISORY VOTES ON Management 1 Year For  
EXECUTIVE  
COMPENSATION.

AGNICO EAGLE MINES LIMITED

Security	008474108	Meeting Type	Annual
Ticker Symbol	AEM	Meeting Date	28-Apr-2017
ISIN	CA0084741085	Agenda	934564483 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 LEANNE M. BAKER		For	For
	2 SEAN BOYD		For	For
	3 MARTINE A. CELEJ		For	For
	4 ROBERT J. GEMMELL		For	For
	5 MEL LEIDERMAN		For	For
	6 DEBORAH A. MCCOMBE		For	For
	7 JAMES D. NASSO		For	For
	8 SEAN RILEY		For	For
	9 J. MERFYN ROBERTS		For	For
	10 JAMIE C. SOKALSKY		For	For
	11 HOWARD R. STOCKFORD		For	For
	12 PERTTI VOUTILAINEN		For	For

APPOINTMENT OF ERNST & YOUNG  
LLP AS

- 02 AUDITORS OF THE COMPANY AND  
AUTHORIZING  
THE DIRECTORS TO FIX THEIR  
REMUNERATION.

A NON-BINDING, ADVISORY  
RESOLUTION

- 03 ACCEPTING THE COMPANY'S  
APPROACH TO  
EXECUTIVE COMPENSATION.

ELI LILLY AND COMPANY

Security	532457108	Meeting Type	Annual
Ticker Symbol	LLY	Meeting Date	01-May-2017
ISIN	US5324571083	Agenda	934535494 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: M. L. ESKEW	Management	For	For
1B.	ELECTION OF DIRECTOR: W. G. KAELIN, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: J. C. LECHLEITER	Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1D.	ELECTION OF DIRECTOR: D. A. RICKS	Management	For
1E.	ELECTION OF DIRECTOR: M. S. RUNGE	Management	For
	ADVISORY VOTE ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.		
2.	ADVISORY VOTE REGARDING THE FREQUENCY OF ADVISORY VOTES ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For
3.	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2017.	Management	1 Year For
4.	APPROVE AMENDMENT TO THE LILLY DIRECTORS' DEFERRAL PLAN.	Management	For
5.	CONSIDERATION OF A SHAREHOLDER PROPOSAL SEEKING A REPORT REGARDING DIRECT AND INDIRECT POLITICAL CONTRIBUTIONS.	Shareholder	Against For

THE YORK WATER COMPANY

Security	987184108	Meeting Type	Annual
Ticker Symbol	YORW	Meeting Date	01-May-2017
ISIN	US9871841089	Agenda	934538630 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ERIN C. CASEY		For	For
	2 ROBERT P. NEWCOMER		For	For
	3 ERNEST J. WATERS		For	For
	APPOINT BAKER TILLY VIRCHOW KRAUSE, LLP AS AUDITORS TO RATIFY THE APPOINTMENT OF BAKER TILLY VIRCHOW KRAUSE, LLP AS AUDITORS.	Management	For	For
2.	TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	TO APPROVE, BY NON-BINDING VOTE, THE	Management	3 Years	For

FREQUENCY OF FUTURE ADVISORY  
VOTES ON  
EXECUTIVE COMPENSATION.

## THE BOEING COMPANY

Security	097023105	Meeting Type	Annual
Ticker Symbol	BA	Meeting Date	01-May-2017
ISIN	US0970231058	Agenda	934542689 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ROBERT A. BRADWAY	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID L. CALHOUN	Management	For	For
1C.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Management	For	For
1E.	ELECTION OF DIRECTOR: EDMUND P. GIAMBASTIANI, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: LYNN J. GOOD	Management	For	For
1G.	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	Management	For	For
1H.	ELECTION OF DIRECTOR: EDWARD M. LIDDY	Management	For	For
1I.	ELECTION OF DIRECTOR: DENNIS A. MUILENBURG	Management	For	For
1J.	ELECTION OF DIRECTOR: SUSAN C. SCHWAB	Management	For	For
1K.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Management	For	For
1L.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Management	For	For
1M.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Management	For	For
2.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2017.	Management	For	For
5.	ADDITIONAL REPORT ON LOBBYING ACTIVITIES.	Shareholder	Against	For
6.		Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

REDUCE THRESHOLD TO CALL  
SPECIAL  
SHAREHOLDER MEETINGS FROM 25%  
TO 15%.

7. REPORT ON ARMS SALES TO ISRAEL. Shareholder Against For  
8. IMPLEMENT HOLY LAND PRINCIPLES. Shareholder Abstain Against

AMERICAN EXPRESS COMPANY

Security 025816109 Meeting Type Annual  
Ticker Symbol AXP Meeting Date 01-May-2017  
ISIN US0258161092 Agenda 934545231 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN J. BRENNAN	Management	For	For
1C.	ELECTION OF DIRECTOR: URSULA M. BURNS	Management	For	For
1D.	ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Management	For	For
1E.	ELECTION OF DIRECTOR: PETER CHERNIN	Management	For	For
1F.	ELECTION OF DIRECTOR: RALPH DE LA VEGA	Management	For	For
1G.	ELECTION OF DIRECTOR: ANNE L. LAUVERGEON	Management	For	For
1H.	ELECTION OF DIRECTOR: MICHAEL O. LEAVITT	Management	For	For
1I.	ELECTION OF DIRECTOR: THEODORE J. LEONSIS	Management	For	For
1J.	ELECTION OF DIRECTOR: RICHARD C. LEVIN	Management	For	For
1K.	ELECTION OF DIRECTOR: SAMUEL J. PALMISANO	Management	For	For
1L.	ELECTION OF DIRECTOR: DANIEL L. VASELLA	Management	For	For
1M.	ELECTION OF DIRECTOR: ROBERT D. WALTER	Management	For	For
1N.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
4.		Management	1 Year	For

ADVISORY RESOLUTION TO APPROVE  
THE  
FREQUENCY OF FUTURE ADVISORY  
VOTES ON THE  
COMPANY'S EXECUTIVE  
COMPENSATION.

5. SHAREHOLDER PROPOSAL TO PERMIT  
SHAREHOLDERS TO ACT BY WRITTEN CONSENT. Shareholder Against For

6. SHAREHOLDER PROPOSAL TO  
REQUIRE GENDER PAY EQUITY DISCLOSURE. Shareholder Abstain Against

DISH NETWORK CORPORATION

Security	25470M109	Meeting Type	Annual
Ticker Symbol	DISH	Meeting Date	01-May-2017
ISIN	US25470M1099	Agenda	934550511 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 GEORGE R. BROKAW		For	For
	2 JAMES DEFRANCO		For	For
	3 CANTEY M. ERGEN		For	For
	4 CHARLES W. ERGEN		For	For
	5 STEVEN R. GOODBARN		For	For
	6 CHARLES M. LILLIS		For	For
	7 AFSHIN MOHEBBI		For	For
	8 DAVID K. MOSKOWITZ		For	For
	9 TOM A. ORTOLF		For	For
	10 CARL E. VOGEL		For	For

2. TO RATIFY THE APPOINTMENT OF  
KPMG LLP AS  
OUR INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM FOR THE FISCAL  
YEAR ENDING  
DECEMBER 31, 2017. ManagementFor For

3. THE NON-BINDING ADVISORY VOTE  
ON EXECUTIVE COMPENSATION. ManagementFor For

4. THE NON-BINDING ADVISORY VOTE  
ON THE FREQUENCY OF FUTURE  
NON-BINDING ADVISORY  
VOTES ON EXECUTIVE  
COMPENSATION. Management3 Years For

FORTUNE BRANDS HOME & SECURITY, INC.

Security	34964C106	Meeting Type	Annual
Ticker Symbol	FBHS	Meeting Date	02-May-2017
ISIN	US34964C1062	Agenda	934541601 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: A.D. DAVID MACKAY	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID M. THOMAS	Management	For	For
1C.	ELECTION OF DIRECTOR: NORMAN H. WESLEY	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. ECHOSTAR CORPORATION	Management	For	For
Security	278768106	Meeting Type	Annual	
Ticker Symbol	SATS	Meeting Date	02-May-2017	
ISIN	US2787681061	Agenda	934545192 - Management	

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. STANTON DODGE		For	For
	2 MICHAEL T. DUGAN		For	For
	3 CHARLES W. ERGEN		For	For
	4 ANTHONY M. FEDERICO		For	For
	5 PRADMAN P. KAUL		For	For
	6 TOM A. ORTOLF		For	For
	7 C. MICHAEL SCHROEDER		For	For
	8 WILLIAM DAVID WADE		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For
3.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	TO VOTE, ON A NON-BINDING ADVISORY BASIS, WHETHER A NON-BINDING ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE	Management	3 Years	For

OFFICERS SHOULD BE HELD EVERY ONE, TWO OR THREE YEARS.

- |    |   |            |         |         |
|----|---|------------|---------|---------|
| 5. | TO APPROVE THE ECHOSTAR CORPORATION 2017 STOCK INCENTIVE PLAN.                              | Management | Against | Against |
| 6. | TO APPROVE THE ECHOSTAR CORPORATION 2017 NON-EMPLOYEE DIRECTOR STOCK INCENTIVE PLAN.        | Management | Against | Against |
| 7. | TO APPROVE THE AMENDED AND RESTATED 2017 ECHOSTAR CORPORATION EMPLOYEE STOCK PURCHASE PLAN. | Management | For     | For     |

GREAT PLAINS ENERGY INCORPORATED

Security	391164100	Meeting Type	Annual
Ticker Symbol	GXP	Meeting Date	02-May-2017
ISIN	US3911641005	Agenda	934547499 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 TERRY BASSHAM		For	For
	2 DAVID L. BODDE		For	For
	3 RANDALL C. FERGUSON, JR		For	For
	4 GARY D. FORSEE		For	For
	5 SCOTT D. GRIMES		For	For
	6 THOMAS D. HYDE		For	For
	7 ANN D. MURTLOW		For	For
	8 SANDRA J. PRICE		For	For
	9 JOHN J. SHERMAN		For	For
2.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE 2016 COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	TO RECOMMEND, ON A NON-BINDING ADVISORY BASIS, THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
5.	SHAREHOLDER PROPOSAL REQUESTING THE	Shareholder	Against	For

COMPANY PREPARE A REPORT  
ANALYZING PROFIT  
POTENTIAL FOR SHAREHOLDERS  
BASED ON  
RENEWABLE ENERGY METRICS, IF  
PRESENTED AT  
THE MEETING BY THE PROPONENTS.  
SHAREHOLDER PROPOSAL  
REQUESTING THE  
COMPANY REPORT MONETARY AND  
NON-

6. MONETARY EXPENDITURES ON POLITICAL ACTIVITIES, IF PRESENTED AT THE MEETING BY THE PROPONENTS. Shareholder Against For

BRISTOL-MYERS SQUIBB COMPANY

Security	110122108	Meeting Type	Annual
Ticker Symbol	BMJ	Meeting Date	02-May-2017
ISIN	US1101221083	Agenda	934547538 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: P. J. ARDUINI	Management	For	For
1B.	ELECTION OF DIRECTOR: R. J. BERTOLINI	Management	For	For
1C.	ELECTION OF DIRECTOR: G. CAFORIO, M.D.	Management	For	For
1D.	ELECTION OF DIRECTOR: M. W. EMMENS	Management	For	For
1E.	ELECTION OF DIRECTOR: L. H. GLIMCHER, M.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: M. GROBSTEIN	Management	For	For
1G.	ELECTION OF DIRECTOR: A. J. LACY	Management	For	For
1H.	ELECTION OF DIRECTOR: D. C. PALIWAL	Management	For	For
1I.	ELECTION OF DIRECTOR: T. R. SAMUELS	Management	For	For
1J.	ELECTION OF DIRECTOR: G. L. STORCH	Management	For	For
1K.	ELECTION OF DIRECTOR: V. L. SATO, PH.D.	Management	For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE	Management	1 Year	For

## OFFICERS.

## RE-APPROVAL OF THE MATERIALS

## TERMS OF THE

## PERFORMANCE-BASED AWARDS

4.	UNDER THE COMPANY'S 2012 STOCK AWARD AND INCENTIVE PLAN (AS AMENDED). APPROVAL OF AN AMENDMENT TO THE	ManagementFor	For
5.	COMPANY'S 2012 STOCK AWARD AND INCENTIVE PLAN. RATIFICATION OF THE APPOINTMENT OF	ManagementFor	For
6.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. SHAREHOLDER PROPOSAL TO LOWER THE SHARE	ManagementFor	For
7.	OWNERSHIP THRESHOLD TO CALL SPECIAL SHAREHOLDER MEETINGS.	Shareholder Against	For

## BAXTER INTERNATIONAL INC.

Security	071813109	Meeting Type	Annual
Ticker Symbol	BAX	Meeting Date	02-May-2017
ISIN	US0718131099	Agenda	934548960 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOSE (JOE) ALMEIDA	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS F. CHEN	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN D. FORSYTH	Management	For	For
1D.	ELECTION OF DIRECTOR: MUNIB ISLAM	Management	For	For
1E.	ELECTION OF DIRECTOR: MICHAEL F. MAHONEY	Management	For	For
1F.	ELECTION OF DIRECTOR: CAROLE J. SHAPAZIAN	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS T. STALLKAMP	Management	For	For
1H.	ELECTION OF DIRECTOR: ALBERT P.L. STROUCKEN	Management	For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF	Management	1 Year	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

EXECUTIVE COMPENSATION  
ADVISORY VOTES  
RATIFICATION OF INDEPENDENT

4.	REGISTERED PUBLIC ACCOUNTING FIRM STOCKHOLDER PROPOSAL - PROXY ACCESS	ManagementFor	For
5.	BYLAW AMENDMENT TO INCREASE AGGREGATION CAP	Shareholder Abstain	Against

TIMKENSTEEL CORPORATION

Security	887399103	Meeting Type	Annual
Ticker Symbol	TMST	Meeting Date	02-May-2017
ISIN	US8873991033	Agenda	934549455 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RANDALL H. EDWARDS		For	For
	2 WARD J. TIMKEN, JR.		For	For
	3 RANDALL A. WOTRING		For	For
2.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. APPROVAL, ON AN ADVISORY BASIS, OF THE	Management	For	For
3.	COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For

BIOSCRIP, INC.

Security	09069N108	Meeting Type	Annual
Ticker Symbol	BIOS	Meeting Date	02-May-2017
ISIN	US09069N1081	Agenda	934587722 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DANIEL E. GREENLEAF		For	For
	2 MICHAEL G. BRONFEIN		For	For
	3 DAVID W. GOLDING		For	For
	4 MICHAEL GOLDSTEIN		For	For
	5 STEVEN NEUMANN		For	For
	6 TRICIA H. NGUYEN		For	For
	7 R. CARTER PATE		For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

REGISTERED  
PUBLIC ACCOUNTING FIRM FOR THE  
FISCAL YEAR  
ENDING DECEMBER 31, 2017.

- |    |  |                  |     |
|----|--|------------------|-----|
| 3. | APPROVAL OF THE COMPANY'S TAX<br>ASSET<br>PROTECTION PLAN.   | ManagementFor    | For |
| 4. | ADVISORY VOTE TO APPROVE THE<br>COMPANY'S<br>EXECUTIVE COMPENSATION.                                       | ManagementFor    | For |
| 5. | ADVISORY VOTE ON THE FREQUENCY<br>OF FUTURE<br>NON-BINDING ADVISORY VOTES ON<br>EXECUTIVE<br>COMPENSATION. | Management1 Year | For |

MANDARIN ORIENTAL INTERNATIONAL LTD, HAMILTON

Security	G57848106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	03-May-2017
ISIN	BMG578481068	Agenda	707948773 - Management

- | Item | Proposal  | Proposed<br>by | Vote    | For/Against<br>Management |
|------|---|----------------|---------|---------------------------|
| 1    | TO RECEIVE AND CONSIDER THE<br>FINANCIAL<br>STATEMENTS AND THE INDEPENDENT<br>AUDITORS'<br>REPORT FOR THE YEAR ENDED 31ST<br>DECEMBER<br>2016, AND TO DECLARE A FINAL<br>DIVIDEND | Management     | For     | For                       |
| 2    | TO RE-ELECT MARK GREENBERG AS A<br>DIRECTOR   | Management     | Against | Against                   |
| 3    | TO RE-ELECT JULIAN HUI AS A<br>DIRECTOR   | Management     | Against | Against                   |
| 4    | TO RE-ELECT SIMON KESWICK AS A<br>DIRECTOR  | Management     | Against | Against                   |
| 5    | TO RE-ELECT DR RICHARD LEE AS A<br>DIRECTOR   | Management     | Against | Against                   |
| 6    | TO RE-ELECT Y.K. PANG AS A<br>DIRECTOR  | Management     | Against | Against                   |
| 7    | TO RE-ELECT JAMES WATKINS AS A<br>DIRECTOR  | Management     | Against | Against                   |
| 8    | TO FIX THE DIRECTORS' FEES<br>TO RE-APPOINT THE AUDITORS AND<br>TO  | Management     | For     | For                       |
| 9    | AUTHORIZE THE DIRECTORS TO FIX<br>THEIR<br>REMUNERATION   | Management     | For     | For                       |
| 10   | TO CONSIDER AND, IF THOUGHT FIT,<br>ADOPT WITH<br>OR WITHOUT AMENDMENTS THE   | Management     | For     | For                       |

FOLLOWING  
ORDINARY RESOLUTION: THAT: (A)  
THE EXERCISE  
BY THE DIRECTORS DURING THE  
RELEVANT  
PERIOD (FOR THE PURPOSES OF THIS  
RESOLUTION, 'RELEVANT PERIOD'  
BEING THE  
PERIOD FROM THE PASSING OF THIS  
RESOLUTION  
UNTIL THE EARLIER OF THE  
CONCLUSION OF THE  
NEXT ANNUAL GENERAL MEETING,  
OR THE  
EXPIRATION OF THE PERIOD WITHIN  
WHICH SUCH  
MEETING IS REQUIRED BY LAW TO BE  
HELD, OR  
THE REVOCATION OR VARIATION OF  
THIS  
RESOLUTION BY AN ORDINARY  
RESOLUTION OF  
THE SHAREHOLDERS OF THE  
COMPANY IN  
GENERAL MEETING) OF ALL POWERS  
OF THE  
COMPANY TO ALLOT OR ISSUE  
SHARES AND TO  
MAKE AND GRANT OFFERS,  
AGREEMENTS AND  
OPTIONS WHICH WOULD OR MIGHT  
REQUIRE  
SHARES TO BE ALLOTTED, ISSUED OR  
DISPOSED  
OF DURING OR AFTER THE END OF  
THE RELEVANT  
PERIOD UP TO AN AGGREGATE  
NOMINAL AMOUNT  
OF USD 21.0 MILLION, BE AND IS  
HEREBY  
GENERALLY AND UNCONDITIONALLY  
APPROVED;  
AND (B) THE AGGREGATE NOMINAL  
AMOUNT OF  
SHARE CAPITAL ALLOTTED OR  
AGREED  
CONDITIONALLY OR  
UNCONDITIONALLY TO BE  
ALLOTTED WHOLLY FOR CASH  
(WHETHER  
PURSUANT TO AN OPTION OR

OTHERWISE) BY THE DIRECTORS PURSUANT TO THE APPROVAL IN PARAGRAPH (A), OTHERWISE THAN PURSUANT TO A RIGHTS ISSUE (FOR THE PURPOSES OF THIS RESOLUTION, 'RIGHTS ISSUE' BEING AN OFFER OF SHARES OR OTHER SECURITIES TO HOLDERS OF SHARES OR OTHER SECURITIES ON THE REGISTER ON A FIXED RECORD DATE IN PROPORTION TO THEIR THEN HOLDINGS OF SUCH SHARES OR OTHER SECURITIES OR OTHERWISE IN ACCORDANCE WITH THE RIGHTS ATTACHING THERETO (SUBJECT TO SUCH EXCLUSIONS OR OTHER ARRANGEMENTS AS THE DIRECTORS MAY DEEM NECESSARY OR EXPEDIENT IN RELATION TO FRACTIONAL ENTITLEMENTS OR LEGAL OR PRACTICAL PROBLEMS UNDER THE LAWS OF, OR THE REQUIREMENTS OF ANY RECOGNIZED REGULATORY BODY OR ANY STOCK EXCHANGE IN, ANY TERRITORY)), OR THE ISSUE OF SHARES PURSUANT TO THE COMPANY'S SHARE-BASED LONG-TERM INCENTIVE PLANS, SHALL NOT EXCEED USD 3.1 MILLION, AND THE SAID APPROVAL SHALL BE LIMITED ACCORDINGLY

INTERNATIONAL FLAVORS & FRAGRANCES INC.

Security 459506101

Ticker Symbol IFF

ISIN US4595061015

Meeting Type Annual

Meeting Date 03-May-2017

Agenda 934543605 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: MARCELLO V. BOTTOLI	ManagementFor	For
1B.	ELECTION OF DIRECTOR: DR. LINDA BUCK	ManagementFor	For
1C.	ELECTION OF DIRECTOR: MICHAEL L. DUCKER	ManagementFor	For
1D.	ELECTION OF DIRECTOR: DAVID R. EPSTEIN	ManagementFor	For
1E.	ELECTION OF DIRECTOR: ROGER W. FERGUSON, JR.	ManagementFor	For
1F.	ELECTION OF DIRECTOR: JOHN F. FERRARO	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ANDREAS FIBIG	ManagementFor	For
1H.	ELECTION OF DIRECTOR: CHRISTINA GOLD	ManagementFor	For
1I.	ELECTION OF DIRECTOR: HENRY W. HOWELL, JR.	ManagementFor	For
1J.	ELECTION OF DIRECTOR: KATHERINE M. HUDSON	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DALE F. MORRISON	ManagementFor	For
2.	RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR. APPROVE, ON AN ADVISORY BASIS, THE	ManagementFor	For
3.	COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS IN 2016. VOTE, ON AN ADVISORY BASIS, ON THE	ManagementFor	For
4.	FREQUENCY OF VOTES ON EXECUTIVE COMPENSATION. APPROVE A FRENCH SUB-PLAN UNDER	Management1 Year	For
5.	THE 2015 STOCK AWARD AND INCENTIVE PLAN.	ManagementFor	For

PEPSICO, INC.

Security	713448108	Meeting Type	Annual
Ticker Symbol	PEP	Meeting Date	03-May-2017
ISIN	US7134481081	Agenda	934545419 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHONA L. BROWN	ManagementFor	For	For
1B.		ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: GEORGE W. BUCKLEY		
1C.	ELECTION OF DIRECTOR: CESAR CONDE	ManagementFor	For
1D.	ELECTION OF DIRECTOR: IAN M. COOK	ManagementFor	For
1E.	ELECTION OF DIRECTOR: DINA DUBLON	ManagementFor	For
1F.	ELECTION OF DIRECTOR: RONA A. FAIRHEAD	ManagementFor	For
1G.	ELECTION OF DIRECTOR: RICHARD W. FISHER	ManagementFor	For
1H.	ELECTION OF DIRECTOR: WILLIAM R. JOHNSON	ManagementFor	For
1I.	ELECTION OF DIRECTOR: INDRA K. NOOYI	ManagementFor	For
1J.	ELECTION OF DIRECTOR: DAVID C. PAGE	ManagementFor	For
1K.	ELECTION OF DIRECTOR: ROBERT C. POHLAD	ManagementFor	For
1L.	ELECTION OF DIRECTOR: DANIEL VASELLA	ManagementFor	For
1M.	ELECTION OF DIRECTOR: DARREN WALKER	ManagementFor	For
1N.	ELECTION OF DIRECTOR: ALBERTO WEISSER	ManagementFor	For
	RATIFICATION OF THE APPOINTMENT OF KPMG LLP		
2.	AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	ManagementFor	For
	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.		
3.	ADVISORY VOTE ON FREQUENCY OF FUTURE SHAREHOLDER ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
4.	REPORT REGARDING PESTICIDE POLLUTION.	Shareholder Abstain	Against
5.	IMPLEMENTATION OF HOLY LAND PRINCIPLES.	Shareholder Abstain	Against
6.			

EVERSOURCE ENERGY

Security	30040W108	Meeting Type	Annual
Ticker Symbol	ES	Meeting Date	03-May-2017
ISIN	US30040W1080	Agenda	934545558 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

01	ELECTION OF DIRECTOR: JOHN S. CLARKESON	ManagementFor	For
02	ELECTION OF DIRECTOR: COTTON M. CLEVELAND	ManagementFor	For
03	ELECTION OF DIRECTOR: SANFORD CLOUD, JR.	ManagementFor	For
04	ELECTION OF DIRECTOR: JAMES S. DISTASIO	ManagementFor	For
05	ELECTION OF DIRECTOR: FRANCIS A. DOYLE	ManagementFor	For
06	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	ManagementFor	For
07	ELECTION OF DIRECTOR: JAMES J. JUDGE	ManagementFor	For
08	ELECTION OF DIRECTOR: PAUL A. LA CAMERA	ManagementFor	For
09	ELECTION OF DIRECTOR: KENNETH R. LEIBLER	ManagementFor	For
10	ELECTION OF DIRECTOR: WILLIAM C. VAN FAASEN	ManagementFor	For
11	ELECTION OF DIRECTOR: FREDERICA M. WILLIAMS	ManagementFor	For
12	ELECTION OF DIRECTOR: DENNIS R. WRAASE	ManagementFor	For
2.	APPROVE PROPOSED AMENDMENT TO THE COMPANY'S DECLARATION OF TRUST TO INCLUDE A PROXY ACCESS PROVISION.	ManagementFor	For
3.	CONSIDER AN ADVISORY PROPOSAL APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	CONSIDER AN ADVISORY PROPOSAL ON THE FREQUENCY OF FUTURE ADVISORY PROPOSALS ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE 2009 EVERSOURCE INCENTIVE PLAN AS REQUIRED BY SECTION 162(M) OF THE INTERNAL REVENUE CODE.	ManagementFor	For
6.	RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT	ManagementFor	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

REGISTERED PUBLIC  
ACCOUNTING FIRM FOR 2017.

PHILLIPS 66

Security	718546104	Meeting Type	Annual
Ticker Symbol	PSX	Meeting Date	03-May-2017
ISIN	US7185461040	Agenda	934545661 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM R. LOOMIS, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: GLENN F. TILTON	Management	For	For
1C.	ELECTION OF DIRECTOR: MARNA C. WHITTINGTON	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Management	For	For
3.	TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For

STRYKER CORPORATION

Security	863667101	Meeting Type	Annual
Ticker Symbol	SYK	Meeting Date	03-May-2017
ISIN	US8636671013	Agenda	934547956 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HOWARD E. COX, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: SRIKANT M. DATAR, PH.D.	Management	For	For
1C.	ELECTION OF DIRECTOR: ROCH DOLIVEUX, DVM	Management	For	For
1D.	ELECTION OF DIRECTOR: LOUISE L. FRANCESCONI	Management	For	For
1E.	ELECTION OF DIRECTOR: ALLAN C. GOLSTON (LEAD INDEPENDENT DIRECTOR)	Management	For	For
1F.	ELECTION OF DIRECTOR: KEVIN A. LOBO(CHAIRMAN OF THE BOARD)	Management	For	For
1G.	ELECTION OF DIRECTOR: ANDREW K. SILVERNAIL	Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: RONDA E. STRYKER	ManagementFor	For
2.	RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For
3.	APPROVE THE 2011 LONG-TERM INCENTIVE PLAN, AS AMENDED AND RESTATED.	ManagementAgainst	Against
4.	APPROVE THE 2011 PERFORMANCE INCENTIVE AWARD PLAN, AS AMENDED AND RESTATED.	ManagementAgainst	Against
5.	APPROVE THE 2008 EMPLOYEE STOCK PURCHASE PLAN, AS AMENDED AND RESTATED.	ManagementFor	For
6.	RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE EXECUTIVE BONUS PLAN.	ManagementFor	For
7.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
8.	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management1 Year	For

AQUA AMERICA, INC.

Security	03836W103	Meeting Type	Annual
Ticker Symbol	WTR	Meeting Date	03-May-2017
ISIN	US03836W1036	Agenda	934549683 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CAROLYN J. BURKE		For	For
	2 NICHOLAS DEBENEDICTIS		For	For
	3 CHRISTOPHER H. FRANKLIN		For	For
	4 RICHARD H. GLANTON		For	For
	5 LON R. GREENBERG		For	For
	6 WILLIAM P. HANKOWSKY		For	For
	7 WENDELL F. HOLLAND		For	For
	8 ELLEN T. RUFF		For	For
2.	TO CONSIDER AND TAKE ACTION ON THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS	ManagementFor		For

THE  
INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING  
FIRM FOR THE COMPANY FOR THE  
2017 FISCAL  
YEAR.  
TO APPROVE AN ADVISORY VOTE ON  
THE

- |    |  |                  |     |
|----|--|------------------|-----|
| 3. | COMPENSATION PAID TO THE<br>COMPANY'S NAMED<br>EXECUTIVE OFFICERS FOR 2016.<br>TO APPROVE AN ADVISORY VOTE ON<br>WHETHER<br>THE FREQUENCY OF THE ADVISORY<br>VOTE ON THE | ManagementFor    | For |
| 4. | COMPENSATION PAID TO THE<br>COMPANY'S NAMED<br>EXECUTIVE OFFICERS SHOULD BE<br>EVERY 1, 2, OR<br>3 YEARS.  | Management1 Year | For |

PHILIP MORRIS INTERNATIONAL INC.

Security	718172109	Meeting Type	Annual
Ticker Symbol	PM	Meeting Date	03-May-2017
ISIN	US7181721090	Agenda	934549859 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HAROLD BROWN	Management	For	For
1B.	ELECTION OF DIRECTOR: ANDRE CALANTZOPOULOS	Management	For	For
1C.	ELECTION OF DIRECTOR: LOUIS C. CAMILLERI	Management	For	For
1D.	ELECTION OF DIRECTOR: MASSIMO FERRAGAMO	Management	For	For
1E.	ELECTION OF DIRECTOR: WERNER GEISSLER	Management	For	For
1F.	ELECTION OF DIRECTOR: JENNIFER LI	Management	For	For
1G.	ELECTION OF DIRECTOR: JUN MAKIHARA	Management	For	For
1H.	ELECTION OF DIRECTOR: SERGIO MARCHIONNE	Management	For	For
1I.	ELECTION OF DIRECTOR: KALPANA MORPARIA	Management	For	For
1J.	ELECTION OF DIRECTOR: LUCIO A. NOTO	Management	For	For
1K.	ELECTION OF DIRECTOR: FREDERIK PAULSEN	Management	For	For
1L.	ELECTION OF DIRECTOR: ROBERT B. POLET	Management	For	For
1M.		Management	For	For

ELECTION OF DIRECTOR: STEPHEN M. WOLF

2.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION	ManagementFor	For
3.	ADVISORY RESOLUTION ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management1 Year	For
4.	APPROVAL OF THE 2017 PERFORMANCE INCENTIVE PLAN	ManagementFor	For
5.	APPROVAL OF THE 2017 STOCK COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS	ManagementFor	For
6.	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	ManagementFor	For
7.	SHAREHOLDER PROPOSAL 1 - HUMAN RIGHTS POLICY	Shareholder Abstain	Against
8.	SHAREHOLDER PROPOSAL 2 - MEDIATION OF ALLEGED HUMAN RIGHTS VIOLATIONS	Shareholder Against	For

TENARIS, S.A.

Security	88031M109	Meeting Type	Annual
Ticker Symbol	TS	Meeting Date	03-May-2017
ISIN	US88031M1099	Agenda	934580944 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2016, AND ON THE ANNUAL ACCOUNTS AS AT DECEMBER 31, 2016, AND OF THE INDEPENDENT AUDITORS' REPORTS ON SUCH CONSOLIDATED FINANCIAL STATEMENTS AND ANNUAL ACCOUNTS.	Management	For	

- APPROVAL OF THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2016. ManagementFor
2. APPROVAL OF THE COMPANY'S ANNUAL ACCOUNTS AS AT DECEMBER 31, 2016. ManagementFor
3. ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2016. ManagementFor
4. DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE THROUGHOUT THE YEAR ENDED DECEMBER 31, 2016. ManagementFor
5. ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS. ManagementAgainst
6. AUTHORIZATION OF THE COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS. ManagementFor
7. APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017, AND APPROVAL OF THEIR FEES. ManagementFor
8. AUTHORIZATION TO THE BOARD OF DIRECTORS TO CAUSE THE ...(DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) ManagementFor

TENARIS, S.A.

Security	88031M109	Meeting Type	Annual
Ticker Symbol	TS	Meeting Date	03-May-2017
ISIN	US88031M1099	Agenda	934604679 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	CONSIDERATION OF THE CONSOLIDATED MANAGEMENT REPORT AND RELATED MANAGEMENT CERTIFICATIONS ON THE COMPANY'S CONSOLIDATED FINANCIAL	Management	For	

STATEMENTS AS OF AND FOR THE  
YEAR ENDED  
DECEMBER 31, 2016, AND ON THE  
ANNUAL  
ACCOUNTS AS AT DECEMBER 31, 2016,  
AND OF THE  
INDEPENDENT AUDITORS' REPORTS  
ON SUCH  
CONSOLIDATED FINANCIAL  
STATEMENTS AND  
ANNUAL ACCOUNTS.

- APPROVAL OF THE COMPANY'S  
CONSOLIDATED
2. FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2016. ManagementFor
3. ANNUAL ACCOUNTS AS AT DECEMBER 31, 2016. APPROVAL OF THE COMPANY'S ALLOCATION OF RESULTS AND ManagementFor
4. DIVIDEND PAYMENT FOR THE YEAR ENDED DECEMBER 31, 2016. ManagementFor
5. DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE EXERCISE OF THEIR MANDATE THROUGHOUT THE YEAR ENDED DECEMBER 31, 2016. ManagementFor
6. ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS. ManagementAgainst
7. AUTHORIZATION OF THE COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS. ManagementFor
8. APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017, AND APPROVAL OF THEIR FEES. ManagementFor
9. AUTHORIZATION TO THE BOARD OF DIRECTORS TO CAUSE THE ...(DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) ManagementFor

ROLLS-ROYCE HOLDINGS PLC, LONDON

Security G76225104  
Ticker Symbol

Meeting Type  
Meeting Date

Annual General Meeting  
04-May-2017

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN	GB00B63H8491	Agenda	707846347 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1	TO RECEIVE THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016	Management	For
2	TO APPROVE THE DIRECTORS' REMUNERATION POLICY	Management	For
3	TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED 31 DECEMBER 2016	Management	For
4	TO ELECT STEPHEN DAINITH AS A DIRECTOR OF THE COMPANY	Management	For
5	TO RE-ELECT IAN DAVIS AS A DIRECTOR OF THE COMPANY (MEMBER OF NOMINATIONS & GOVERNANCE COMMITTEE, CHAIRMAN OF COMMITTEE AND CHAIRMAN OF THE COMPANY)	Management	For
6	TO RE-ELECT WARREN EAST CBE AS A DIRECTOR OF THE COMPANY	Management	For
7	TO RE-ELECT LEWIS BOOTH CBE AS A DIRECTOR OF THE COMPANY (MEMBER OF AUDIT COMMITTEE, CHAIRMAN OF COMMITTEE MEMBER OF NOMINATIONS & GOVERNANCE COMMITTEE AND MEMBER OF SCIENCE & TECHNOLOGY COMMITTEE)	Management	For
8	TO RE-ELECT RUTH CAIRNIE AS A DIRECTOR OF THE COMPANY (MEMBER OF AUDIT COMMITTEE, MEMBER OF REMUNERATION COMMITTEE CHAIRMAN OF COMMITTEE, AND SCIENCE & TECHNOLOGY COMMITTEE)	Management	For

	TO RE-ELECT SIR FRANK CHAPMAN AS A DIRECTOR OF THE COMPANY (MEMBER OF NOMINATIONS & GOVERNANCE COMMITTEE, MEMBER OF REMUNERATION COMMITTEE, MEMBER OF SAFETY & ETHICS COMMITTEE AND CHAIRMAN OF COMMITTEE)		
9	TO RE-ELECT IRENE DORNER AS A DIRECTOR OF THE COMPANY (MEMBER OF AUDIT COMMITTEE, MEMBER OF NOMINATIONS & GOVERNANCE COMMITTEE AND MEMBER OF SAFETY & ETHICS COMMITTEE)	ManagementFor	For
10	TO RE-ELECT LEE HSIEN YANG AS A DIRECTOR OF THE COMPANY (MEMBER OF AUDIT COMMITTEE, MEMBER OF NOMINATIONS & GOVERNANCE COMMITTEE AND MEMBER OF SAFETY & ETHICS COMMITTEE)	ManagementFor	For
11	TO RE-ELECT BRADLEY SINGER AS A DIRECTOR OF THE COMPANY (MEMBER OF SCIENCE & TECHNOLOGY COMMITTEE)	ManagementFor	For
12	TO RE-ELECT SIR KEVIN SMITH AS A DIRECTOR OF THE COMPANY (MEMBER OF NOMINATIONS & GOVERNANCE COMMITTEE, MEMBER OF REMUNERATION COMMITTEE, MEMBER OF SCIENCE & TECHNOLOGY COMMITTEE AND CHAIRMAN OF COMMITTEE)	ManagementFor	For
13	TO RE-ELECT JASMIN STAIBLIN AS A DIRECTOR OF THE COMPANY (MEMBER OF NOMINATIONS & GOVERNANCE COMMITTEE AND MEMBER OF	ManagementFor	For
14			

	SCIENCE & TECHNOLOGY COMMITTEE) TO RE-APPOINT KPMG LLP AS THE COMPANY'S AUDITOR: THAT KPMG LLP BE RE-APPOINTED AS THE COMPANY'S AUDITOR TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT GENERAL MEETING AT WHICH FINANCIAL STATEMENTS ARE LAID TO AUTHORISE THE AUDIT COMMITTEE, ON	ManagementFor	For
15			
16	BEHALF OF THE BOARD, TO DETERMINE THE AUDITOR'S REMUNERATION	ManagementFor	For
17	TO AUTHORISE PAYMENTS TO SHAREHOLDERS	ManagementFor	For
18	TO AUTHORISE POLITICAL DONATIONS AND POLITICAL EXPENDITURE	ManagementFor	For
19	TO APPROVE THE ROLLS-ROYCE LONG-TERM INCENTIVE PLAN	ManagementFor	For
20	TO AUTHORISE THE DIRECTORS TO ALLOT SHARES	ManagementFor	For
21	TO DISAPPLY PRE-EMPTION RIGHTS	ManagementFor	For
22	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES	ManagementFor	For
23	TO ADOPT THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY	ManagementFor	For

SWEDISH MATCH AB, STOCKHOLM

Security W92277115

Ticker Symbol

ISIN SE0000310336

Meeting Type

Meeting Date

Agenda

Annual General Meeting

04-May-2017

707929735 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE CMMT MEETING-REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION.		Non-Voting	
	CMMT MARKET RULES REQUIRE DISCLOSURE OF		Non-Voting	



BENEFICIAL OWNER INFORMATION  
 FOR ALL  
 VOTED-ACCOUNTS. IF AN ACCOUNT  
 HAS MULTIPLE  
 BENEFICIAL OWNERS, YOU WILL  
 NEED TO-PROVIDE  
 THE BREAKDOWN OF EACH  
 BENEFICIAL OWNER  
 NAME, ADDRESS AND  
 SHARE-POSITION TO YOUR  
 CLIENT SERVICE REPRESENTATIVE.  
 THIS  
 INFORMATION IS REQUIRED-IN ORDER  
 FOR YOUR  
 VOTE TO BE LODGED  
 IMPORTANT MARKET PROCESSING  
 REQUIREMENT:  
 A BENEFICIAL OWNER SIGNED POWER  
 OF-  
 ATTORNEY (POA) IS REQUIRED IN  
 ORDER TO  
 LODGE AND EXECUTE YOUR VOTING-

- |      |  |            |
|------|--|------------|
| CMMT | INSTRUCTIONS IN THIS MARKET.   | Non-Voting |
|      | ABSENCE OF A<br>POA, MAY CAUSE YOUR<br>INSTRUCTIONS TO-BE<br>REJECTED. IF YOU HAVE ANY<br>QUESTIONS, PLEASE<br>CONTACT YOUR CLIENT SERVICE-<br>REPRESENTATIVE<br>OPENING OF THE MEETING AND<br>ELECTION OF THE<br>CHAIRMAN OF THE MEETING: BJORN-<br>KRISTIANSSON, ATTORNEY AT LAW,<br>IS PROPOSED | Non-Voting |
| 1    | AS THE CHAIRMAN OF THE MEETING<br>PREPARATION AND APPROVAL OF THE<br>VOTING<br>LIST  | Non-Voting |
| 2    | ELECTION OF ONE OR TWO PERSONS<br>TO VERIFY  | Non-Voting |
| 3    | THE MINUTES<br>DETERMINATION OF WHETHER THE<br>MEETING HAS   | Non-Voting |
| 4    | BEEN DULY CONVENED<br>APPROVAL OF THE AGENDA   | Non-Voting |
| 5    | PRESENTATION OF THE ANNUAL<br>REPORT AND THE<br>AUDITOR'S REPORT, THE<br>CONSOLIDATED-<br>FINANCIAL STATEMENTS AND THE   | Non-Voting |
| 6    |  | Non-Voting |

AUDITOR'S  
 REPORT ON THE CONSOLIDATED  
 FINANCIAL-  
 STATEMENTS FOR 2016, THE  
 AUDITOR'S OPINION  
 REGARDING COMPLIANCE WITH  
 THE-PRINCIPLES  
 FOR REMUNERATION TO MEMBERS OF  
 THE  
 EXECUTIVE MANAGEMENT AS WELL  
 AS-THE BOARD  
 OF DIRECTORS' PROPOSAL  
 REGARDING THE  
 ALLOCATION OF PROFIT  
 AND-MOTIVATED  
 STATEMENT. IN CONNECTION  
 THERETO, THE  
 PRESIDENT'S AND THE  
 CHIEF-FINANCIAL  
 OFFICER'S SPEECHES AND THE BOARD  
 OF  
 DIRECTORS' REPORT ON ITS  
 WORK-AND THE  
 WORK AND FUNCTION OF THE  
 COMPENSATION  
 COMMITTEE AND THE  
 AUDIT-COMMITTEE  
 RESOLUTION ON ADOPTION OF THE  
 INCOME  
 STATEMENT AND BALANCE SHEET  
 AND OF THE  
 CONSOLIDATED INCOME STATEMENT  
 AND  
 CONSOLIDATED BALANCE SHEET  
 RESOLUTION REGARDING  
 ALLOCATION OF THE  
 COMPANY'S PROFIT IN ACCORDANCE  
 WITH THE  
 ADOPTED BALANCE SHEET AND  
 RESOLUTION ON A  
 RECORD DAY FOR DIVIDEND: THE  
 BOARD OF  
 DIRECTORS PROPOSES AN ORDINARY  
 DIVIDEND  
 OF 8.50 SEK PER SHARE, AND A  
 SPECIAL DIVIDEND  
 OF 7.50 SEK PER SHARE, IN TOTAL  
 16.00 SEK PER  
 SHARE, AND THAT THE REMAINING  
 PROFITS ARE  
 CARRIED FORWARD. THE PROPOSED

7

Management No  
 Action

8

Management No  
 Action

RECORD DAY  
 FOR THE RIGHT TO RECEIVE THE  
 DIVIDEND IS MAY  
 8, 2017. PAYMENT THROUGH  
 EUROCLEAR SWEDEN  
 AB IS EXPECTED TO BE MADE ON MAY  
 11, 2017  
 RESOLUTION REGARDING DISCHARGE  
 FROM  
 9 LIABILITY IN RESPECT OF THE BOARD Management No  
 MEMBERS Action  
 AND THE PRESIDENT  
 RESOLUTION REGARDING THE  
 NUMBER OF  
 MEMBERS OF THE BOARD OF  
 DIRECTORS TO BE  
 10 ELECTED BY THE MEETING: THE Management No  
 BOARD OF Action  
 DIRECTORS IS PROPOSED TO CONSIST  
 OF  
 SEVEN(7) MEMBERS AND NO  
 DEPUTIES  
 RESOLUTION REGARDING  
 11 REMUNERATION TO THE Management No  
 MEMBERS OF THE BOARD OF Action  
 DIRECTORS  
 12 ELECTION OF MEMBERS OF THE Management No  
 BOARD, THE Action  
 CHAIRMAN OF THE BOARD AND THE  
 DEPUTY  
 CHAIRMAN OF THE BOARD: THE  
 FOLLOWING  
 MEMBERS OF THE BOARD OF  
 DIRECTORS ARE  
 PROPOSED FOR RE-ELECTION FOR THE  
 PERIOD  
 UNTIL THE END OF THE ANNUAL  
 GENERAL  
 MEETING 2018: CHARLES A. BLIXT,  
 ANDREW  
 CRIPPS, JACQUELINE  
 HOOGERBRUGGE, CONNY  
 KARLSSON, WENCHE ROLFSEN AND  
 JOAKIM  
 WESTH. MEG TIVEUS HAS DECLINED  
 RE-ELECTION.  
 PAULINE LINDWALL IS PROPOSED TO  
 BE ELECTED  
 AS A NEW MEMBER OF THE BOARD OF  
 DIRECTORS.  
 CONNY KARLSSON IS PROPOSED TO

	BE RE-ELECTED AS CHAIRMAN OF THE BOARD AND ANDREW CRIPPS IS PROPOSED TO BE RE-ELECTED AS DEPUTY CHAIRMAN OF THE BOARD		
13	RESOLUTION REGARDING THE NUMBER OF AUDITORS: THE NUMBER OF AUDITORS IS PROPOSED TO BE ONE AND NO DEPUTY AUDITOR	Management	No Action
14	RESOLUTION REGARDING REMUNERATION TO THE AUDITOR	Management	No Action
15	ELECTION OF AUDITOR: THE AUDITOR COMPANY DELOITTE AB IS PROPOSED TO BE ELECTED AS AUDITOR FOR THE PERIOD UNTIL THE END OF THE ANNUAL GENERAL MEETING 2018	Management	No Action
16	RESOLUTION REGARDING PRINCIPLES FOR REMUNERATION TO MEMBERS OF THE EXECUTIVE MANAGEMENT	Management	No Action
17	RESOLUTION REGARDING: A. THE REDUCTION OF THE SHARE CAPITAL BY MEANS OF WITHDRAWAL OF REPURCHASED SHARES; AND B. BONUS ISSUE	Management	No Action
18	RESOLUTION REGARDING AUTHORIZATION OF THE BOARD OF DIRECTORS TO RESOLVE ON ACQUISITIONS OF SHARES IN THE COMPANY	Management	No Action
19	RESOLUTION REGARDING AUTHORIZATION OF THE BOARD OF DIRECTORS TO RESOLVE ON TRANSFER OF SHARES IN THE COMPANY	Management	No Action
20	RESOLUTION REGARDING AUTHORIZATION OF THE BOARD OF DIRECTORS TO ISSUE NEW SHARES	Management	No Action

JARDINE STRATEGIC HOLDINGS LTD (BERMUDAS), HAMILTO

Security

G50764102

Meeting Type

Annual General Meeting

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol		Meeting Date	04-May-2017
ISIN	BMG507641022	Agenda	707948761 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE THE FINANCIAL STATEMENTS FOR 2016 AND TO DECLARE A FINAL DIVIDEND	Management	For	For
2	TO RE-ELECT DAVID HSU AS A DIRECTOR	Management	Against	Against
3	TO RE-ELECT DR GEORGE C.G. KOO AS A DIRECTOR	Management	Against	Against
4	TO RE-ELECT Y.K. PANG AS A DIRECTOR	Management	Against	Against
5	TO FIX THE DIRECTORS' FEES TO RE-APPOINT THE AUDITORS AND TO	Management	For	For
6	AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION	Management	For	For
7	TO RENEW THE GENERAL MANDATE TO THE DIRECTORS TO ISSUE NEW SHARES	Management	For	For

JARDINE MATHESON HOLDINGS LTD, HAMILTON

Security	G50736100	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	04-May-2017
ISIN	BMG507361001	Agenda	707948785 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO RECEIVE THE FINANCIAL STATEMENTS FOR 2016 AND TO DECLARE A FINAL DIVIDEND	Management	For	For
2	TO RE-ELECT DAVID HSU AS A DIRECTOR	Management	Against	Against
3	TO RE-ELECT ADAM KESWICK AS A DIRECTOR	Management	Against	Against
4	TO RE-ELECT SIMON KESWICK AS A DIRECTOR	Management	Against	Against
5	TO RE-ELECT DR RICHARD LEE AS A DIRECTOR	Management	Against	Against
6	TO FIX THE DIRECTORS' FEES TO RE-APPOINT THE AUDITORS AND TO	Management	For	For
7	AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION	Management	For	For
8		Management	For	For

TO RENEW THE GENERAL MANDATE  
TO THE  
DIRECTORS TO ISSUE NEW SHARES

LADBROKES PLC, HARROW

Security G5337D107

Ticker Symbol

ISIN GB00B0ZSH635

Meeting Type

Meeting Date

Agenda

Annual General Meeting

04-May-2017

707956883 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	<p>THAT THE REPORTS OF THE DIRECTORS AND AUDITOR AND THE ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED 31 DECEMBER 2016 BE AND ARE HEREBY RECEIVED AND ADOPTED</p> <p>THAT THE DIRECTORS' REMUNERATION REPORT SET OUT ON PAGES 78 TO 86 OF THE ANNUAL REPORT AND ACCOUNTS 2016 BE AND IS HEREBY APPROVED</p>	Management	For	For
2	<p>THAT THE DIRECTORS' REMUNERATION POLICY SET OUT ON PAGES 66 TO 77 OF THE ANNUAL REPORT AND ACCOUNTS 2016 BE AND IS HEREBY APPROVED</p>	Management	For	For
3	<p>THAT A FINAL DIVIDEND OF 2.0 PENCE ON EACH OF THE ORDINARY SHARES ENTITLED THERETO IN RESPECT OF THE YEAR ENDED 31 DECEMBER 2016 BE AND IS HEREBY DECLARED</p>	Management	For	For
4	<p>THAT PAUL BOWTELL BE AND IS HEREBY APPOINTED AS A DIRECTOR OF THE COMPANY</p>	Management	For	For
5	<p>THAT MARK CLARE BE AND IS HEREBY APPOINTED AS A DIRECTOR OF THE COMPANY</p>	Management	For	For
6	<p>THAT ANNEMARIE DURBIN BE AND IS HEREBY APPOINTED AS A DIRECTOR OF THE COMPANY</p>	Management	For	For
7	<p>THAT ANNEMARIE DURBIN BE AND IS HEREBY APPOINTED AS A DIRECTOR OF THE COMPANY</p>	Management	For	For
8		Management	For	For

	THAT CARL LEAVER BE AND IS HEREBY APPOINTED AS A DIRECTOR OF THE COMPANY THAT STEVIE SPRING BE AND IS HEREBY		
9	APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
	THAT ROB TEMPLEMAN BE AND IS HEREBY		
10	APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
	THAT JOHN KELLY BE AND IS HEREBY RE-		
11	APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
	THAT JIM MULLEN BE AND IS HEREBY RE-		
12	APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
	THAT MARK PAIN BE AND IS HEREBY RE-		
13	APPOINTED AS A DIRECTOR OF THE COMPANY	ManagementFor	For
	THAT PRICEWATERHOUSECOOPERS LLP BE AND IS		
14	HEREBY RE-APPOINTED AS AUDITOR OF THE COMPANY	ManagementFor	For
	THAT THE DIRECTORS BE AND ARE HEREBY		
15	AUTHORISED TO AGREE THE REMUNERATION OF THE AUDITOR	ManagementFor	For
16	POLITICAL DONATIONS	ManagementFor	For
17	LONG-TERM INCENTIVE ARRANGEMENTS	ManagementFor	For
18	GLOBAL ROLL-OUT OF ALL-EMPLOYEE SHARE PLANS	ManagementFor	For
19	AUTHORITY TO ALLOT SHARES	ManagementFor	For
20	THAT, CONDITIONAL UPON RESOLUTION 19 BEING PASSED, THE DIRECTORS BE AND ARE HEREBY EMPOWERED TO ALLOT EQUITY SECURITIES (WITHIN THE MEANING IN SECTION 560 OF THE COMPANIES ACT 2006 (THE 'ACT')) FOR CASH PURSUANT TO THE AUTHORITY	ManagementFor	For

CONFERRED BY  
RESOLUTION 19 AND TO SELL EQUITY  
SECURITIES  
WHICH IMMEDIATELY BEFORE THE  
SALE ARE HELD  
BY THE COMPANY AS TREASURY  
SHARES FOR  
CASH IN EACH CASE AS IF SECTION  
561(1) OF THE  
ACT (EXISTING SHAREHOLDERS'  
RIGHT OF PRE-  
EMPTION) DID NOT APPLY TO SUCH  
ALLOTMENT  
OR SALE, PROVIDED THAT THIS  
POWER SHALL BE  
LIMITED TO OR IN THE CASE OF ANY  
SALE OF  
TREASURY SHARES FOR CASH: (A)  
THE  
ALLOTMENT OF EQUITY SECURITIES  
OR SALE OF  
TREASURY SHARES FOR CASH IN  
CONNECTION  
WITH AN OFFER OR ISSUE BY WAY OF  
RIGHTS OR  
OTHER PRE-EMPTIVE OFFER OR ISSUE  
UP TO AN  
AGGREGATE NOMINAL AMOUNT OF  
GBP 27,123,225;  
AND (B) THE ALLOTMENT OF EQUITY  
SECURITIES  
OR SALE OF TREASURY SHARES FOR  
CASH IN  
CONNECTION WITH AN OFFER OF, OR  
INVITATION  
TO APPLY FOR, EQUITY SECURITIES  
(BUT IN THE  
CASE OF THE AUTHORITY GRANTED  
UNDER  
PARAGRAPH (B) OF RESOLUTION 19,  
BY WAY OF A  
RIGHTS ISSUE ONLY) TO: (I) HOLDERS  
OF  
ORDINARY SHARES (NOT BEING  
TREASURY  
SHARES) WHERE THE EQUITY  
SECURITIES  
RESPECTIVELY ATTRIBUTABLE TO  
THE INTERESTS  
OF ALL HOLDERS OF ORDINARY  
SHARES (NOT



BEING TREASURY SHARES) ARE  
PROPORTIONATE  
(OR AS NEARLY AS MAY BE  
PRACTICABLE) TO THE  
RESPECTIVE NUMBERS OF ORDINARY  
SHARES  
(NOT BEING TREASURY SHARES) HELD  
BY THEM;  
AND (II) HOLDERS OF SECURITIES,  
BONDS,  
DEBENTURES OR WARRANTS WHICH,  
IN  
ACCORDANCE WITH THE RIGHTS  
ATTACHING  
THERE TO, ARE ENTITLED TO  
PARTICIPATE IN SUCH  
A RIGHTS ISSUE OR OTHER ISSUE, BUT  
IN EITHER  
CASE SUBJECT TO SUCH EXCLUSIONS  
OR OTHER  
ARRANGEMENTS AS THE DIRECTORS  
MAY DEEM  
FIT TO DEAL WITH FRACTIONAL  
ENTITLEMENTS OR  
PROBLEMS WHICH MAY ARISE IN ANY  
OVERSEAS  
TERRITORY OR UNDER THE  
REQUIREMENTS OF  
ANY REGULATORY BODY OR ANY  
STOCK  
EXCHANGE OR OTHERWISE  
HOWSOEVER, AND  
THAT THIS POWER SHALL EXPIRE AT  
THE  
CONCLUSION OF THE ANNUAL  
GENERAL MEETING  
OF THE COMPANY TO BE HELD IN 2018,  
OR, IF  
EARLIER, ON 30 JUNE 2018, SAVE THAT  
THE  
COMPANY MAY BEFORE THIS POWER  
EXPIRES  
MAKE ANY OFFER OR AGREEMENT  
WHICH WOULD  
OR MIGHT REQUIRE EQUITY  
SECURITIES OF THE  
COMPANY TO BE ALLOTTED (AND  
TREASURY  
SHARES TO BE SOLD) AFTER THE  
POWER EXPIRES  
AND THE DIRECTORS MAY ALLOT

21 EQUITY  
SECURITIES (AND SELL TREASURY  
SHARES)  
UNDER ANY SUCH OFFER OR  
AGREEMENT AS IF  
THE AUTHORITY HAD NOT EXPIRED  
THAT, CONDITIONAL UPON ManagementFor For  
RESOLUTION 19 BEING  
PASSED, THE DIRECTORS BE AND ARE  
HEREBY  
EMPOWERED, IN ADDITION TO ANY  
AUTHORITY  
GRANTED UNDER RESOLUTION 20, TO  
ALLOT  
EQUITY SECURITIES (WITHIN THE  
MEANING IN  
SECTION 560 OF THE COMPANIES ACT  
2006 (THE  
'ACT')) FOR CASH PURSUANT TO THE  
AUTHORITY  
CONFERRED BY RESOLUTION 19 AND  
TO SELL  
EQUITY SECURITIES WHICH  
IMMEDIATELY BEFORE  
THE SALE ARE HELD BY THE  
COMPANY AS  
TREASURY SHARES FOR CASH IN  
EACH CASE AS IF  
SECTION 561(1) OF THE ACT (EXISTING  
SHAREHOLDERS' RIGHT OF  
PRE-EMPTION) DID NOT  
APPLY TO SUCH ALLOTMENT OR SALE  
PROVIDED  
THAT THIS POWER SHALL BE: (A)  
LIMITED TO THE  
ALLOTMENT OF EQUITY SECURITIES  
OR SALE OF  
TREASURY SHARES UP TO AN  
AGGREGATE  
NOMINAL AMOUNT OF GBP 27,123,225;  
AND (B)  
USED SOLELY FOR THE PURPOSES OF  
FINANCING  
(OR REFINANCING, IF THE AUTHORITY  
IS TO BE  
USED WITHIN SIX MONTHS AFTER THE  
ORIGINAL  
TRANSACTION), A TRANSACTION  
WHICH THE  
DIRECTORS DETERMINE TO BE AN  
ACQUISITION

OR OTHER CAPITAL INVESTMENT OF  
 A KIND  
 CONTEMPLATED BY THE STATEMENT  
 OF  
 PRINCIPLES ON DISAPPLYING  
 PRE-EMPTION  
 RIGHTS MOST RECENTLY PUBLISHED  
 BY THE PRE-  
 EMPTION GROUP PRIOR TO THE DATE  
 OF THIS  
 NOTICE, AND THAT THIS POWER  
 SHALL EXPIRE AT  
 THE CONCLUSION OF THE ANNUAL  
 GENERAL  
 MEETING OF THE COMPANY TO BE  
 HELD IN 2018,  
 OR, IF EARLIER, ON 30 JUNE 2018, SAVE  
 THAT THE  
 COMPANY MAY BEFORE THIS POWER  
 EXPIRES  
 MAKE ANY OFFER OR AGREEMENT  
 WHICH WOULD  
 OR MIGHT REQUIRE EQUITY  
 SECURITIES OF THE  
 COMPANY TO BE ALLOTTED (AND  
 TREASURY  
 SHARES TO BE SOLD) AFTER THE  
 POWER EXPIRES  
 AND THE DIRECTORS MAY ALLOT  
 EQUITY  
 SECURITIES (AND SELL TREASURY  
 SHARES)  
 UNDER ANY SUCH OFFER OR  
 AGREEMENT AS IF  
 THE AUTHORITY HAD NOT EXPIRED

22	PURCHASE OF OWN SHARES THAT A GENERAL MEETING OF THE COMPANY, OTHER THAN AN ANNUAL GENERAL MEETING, MAY	ManagementFor	For
23	BE CALLED ON NOT LESS THAN 14 CLEAR DAYS' NOTICE	ManagementFor	For

ENEL S.P.A., ROMA

Security	T3679P115	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	04-May-2017
ISIN	IT0003128367	Agenda	708000586 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT		Non-Voting		

PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 742342 DUE TO RECEIPT OF-SLATES FOR DIRECTORS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE-DISREGARDED IF VOTE DEADLINE EXTENSIONS ARE GRANTED. THEREFORE PLEASE-REINSTRUCT ON THIS MEETING NOTICE ON THE NEW JOB. IF HOWEVER VOTE DEADLINE-EXTENSIONS ARE NOT GRANTED IN THE MARKET, THIS MEETING WILL BE CLOSED AND-YOUR VOTE INTENTIONS ON THE ORIGINAL MEETING WILL BE APPLICABLE. PLEASE-ENSURE VOTING IS SUBMITTED PRIOR TO CUTOFF ON THE ORIGINAL MEETING, AND AS-SOON AS POSSIBLE ON THIS NEW AMENDED MEETING. THANK YOU

1	FINANCIAL STATEMENTS AS OF DECEMBER 31, 2016. REPORTS OF THE BOARD OF DIRECTORS, OF THE BOARD OF STATUTORY AUDITORS AND OF THE EXTERNAL AUDITOR. RELATED RESOLUTIONS.	ManagementFor	For
	PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON DECEMBER 31, 2016		
2	ALLOCATION OF THE ANNUAL NET INCOME AND DISTRIBUTION OF AVAILABLE RESERVES	ManagementFor	For
3	AUTHORIZATION FOR THE ACQUISITION AND THE DISPOSAL OF OWN SHARES. RELATED RESOLUTIONS	ManagementFor	For
4	DETERMINATION OF THE NUMBER OF THE	ManagementFor	For

	MEMBERS OF THE BOARD OF DIRECTORS		
5	DETERMINATION OF THE TERM OF THE BOARD OF DIRECTORS	ManagementFor	For
	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS BOARD OF- DIRECTORS, THERE IS ONLY 1 SLATE AVAILABLE TO BE FILLED AT THE MEETING.		
CMMT	THE-STANDING INSTRUCTIONS FOR THIS MEETING WILL BE	Non-Voting	
	DISABLED AND, IF YOU CHOOSE TO-INSTRUCT, YOU ARE REQUIRED TO VOTE FOR ONLY 1 SLATE OF THE 2 SLATES OF BOARD-OF DIRECTORS		
CMMT	"PLEASE NOTE THAT THE MANAGEMENT MAKES NO VOTE RECOMMENDATION FOR THE-CANDIDATES	Non-Voting	
	PRESENTED IN THE RESOLUTIONS 6.1 AND 6.2"		
6.1	TO APPOINT THE BOARD OF DIRECTORS' MEMBERS. LIST PRESENTED BY MINISTRY OF ECONOMY AND FINANCE REPRESENTING THE	ManagementFor	For
	23,585 PCT OF THE STOCK CAPITAL: GRIECO		
	PATRIZIA, STARACE FRANCESCO, ANTONIOZZI		
	ALFREDO, GIRDINIO PAOLA, BIANCHI ALBERTO,		
	PERA ALBERTO		
6.2	TO APPOINT THE BOARD OF DIRECTORS' MEMBERS. LIST PRESENTED BY DA	ManagementNo	Action
	ABERDESSEN		
	ASSET MANAGEMENT PLC; ALETTI GESTIELLE SGR		
	SPA; ANIMA SGR SPA; APG ASSET MANAGEMENT		
	NV; ARCA SGR SPA; ERSEL ASSET MANAGEMENT		
	SGR SPA; EURIZON CAPITAL SA;		

EURIZON CAPITAL  
 SPA; FIDELITY FUNDS; FIDEURAM  
 ASSET  
 MANAGEMENT (IRELAND); FIDEURAM  
 INVESTIMENTI  
 SGR SPA; GENERALI INVESTMENTS  
 EUROPE SGR  
 SPA; GENERALI INVESTMENTS  
 LUXEMBURG SA;  
 INTERFUND SICAV; KAIROS PARTNERS  
 SGR SPA;  
 LEGAL & GENERAL ASSURANCE  
 (PENSIONS  
 MANAGEMENT) LTD; MEDIOLANUM  
 GESTIONE  
 FONDI SGR SPA; MEDIOLANUM  
 INTERNATIONAL  
 FUNDS LTD; PIONEER ASSET  
 MANAGEMENT SA;  
 PIONEER ASSET MANAGEMENT SGR  
 SPA;  
 STANDARD LIFE, REPRESENTING THE  
 1,879 PCT OF  
 THE STOCK CAPITAL: TARABORRELLI  
 ANGELO,  
 SVELTO ANNA CHIARA, CALARI  
 CESARE  
 ELECTION OF THE CHAIRMAN OF THE

7	BOARD OF DIRECTORS	ManagementFor	For
8	DETERMINATION OF THE COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS	ManagementFor	For
9	LONG TERM INCENTIVE PLAN 2017 RESERVED TO THE MANAGEMENT OF ENEL S.P.A. AND/OR OF ITS SUBSIDIARIES PURSUANT TO ARTICLE 2359 OF THE ITALIAN CIVIL CODE	ManagementFor	For
10	REMUNERATION REPORT AEROJET ROCKETDYNE HOLDINGS, INC.	ManagementFor	For

Security	007800105	Meeting Type	Annual
Ticker Symbol	AJRD	Meeting Date	04-May-2017
ISIN	US0078001056	Agenda	934542766 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 THOMAS A. CORCORAN	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	2	EILEEN P. DRAKE	For	For
	3	JAMES R. HENDERSON	For	For
	4	WARREN G. LICHTENSTEIN	For	For
	5	GEN LANCE W. LORD	For	For
	6	GEN MERRILL A. MCPEAK	For	For
	7	JAMES H. PERRY	For	For
	8	MARTIN TURCHIN	For	For
		TO CONSIDER AND APPROVE AN		
		ADVISORY		
2.		RESOLUTION TO APPROVE EXECUTIVE	Management	For
		COMPENSATION.		
		TO CONSIDER AND ACT UPON AN		
		ADVISORY VOTE		
		ON THE FREQUENCY OF THE		
3.		ADVISORY VOTE	Management	1 Year For
		REGARDING THE RESOLUTION TO		
		APPROVE		
		EXECUTIVE COMPENSATION.		
		TO RATIFY THE APPOINTMENT OF		
		PRICEWATERHOUSECOOPERS LLP, AN		
		INDEPENDENT REGISTERED PUBLIC		
		ACCOUNTING		
4.		FIRM, AS INDEPENDENT AUDITORS OF	Management	For
		THE		
		COMPANY FOR THE FISCAL YEAR		
		ENDING		
		DECEMBER 31, 2017.		

VERIZON COMMUNICATIONS INC.

Security	92343V104	Meeting Type	Annual
Ticker Symbol	VZ	Meeting Date	04-May-2017
ISIN	US92343V1044	Agenda	934546461 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHELLYE L. ARCHAMBEAU	Management	For	For
1B.	ELECTION OF DIRECTOR: MARK T. BERTOLINI	Management	For	For
1C.	ELECTION OF DIRECTOR: RICHARD L. CARRION	Management	For	For
1D.	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Management	For	For
1E.	ELECTION OF DIRECTOR: M. FRANCES KEETH	Management	For	For
1F.	ELECTION OF DIRECTOR: KARL-LUDWIG KLEY	Management	For	For
1G.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Management	For	For
1H.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Management	For	For
1I.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: RODNEY E. SLATER		
1J.	ELECTION OF DIRECTOR: KATHRYN A. TESIJA	ManagementFor	For
1K.	ELECTION OF DIRECTOR: GREGORY D. WASSON	ManagementFor	For
1L.	ELECTION OF DIRECTOR: GREGORY G. WEAVER	ManagementFor	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For
4.	ADVISORY VOTE RELATED TO FUTURE VOTES ON EXECUTIVE COMPENSATION	Management1 Year	For
5.	APPROVAL OF 2017 LONG-TERM INCENTIVE PLAN	ManagementFor	For
6.	HUMAN RIGHTS COMMITTEE REPORT ON GREENHOUSE GAS REDUCTION TARGETS	Shareholder Abstain	Against
8.	SPECIAL SHAREOWNER MEETINGS EXECUTIVE COMPENSATION CLAWBACK POLICY	Shareholder Against	For
9.	STOCK RETENTION POLICY LIMIT MATCHING CONTRIBUTIONS FOR EXECUTIVES	Shareholder Against	For

CHURCH & DWIGHT CO., INC.

Security	171340102	Meeting Type	Annual
Ticker Symbol	CHD	Meeting Date	04-May-2017
ISIN	US1713401024	Agenda	934547653 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES R. CRAIGIE	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: ROBERT D. LEBLANC	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: JANET S. VERGIS	ManagementFor	For	For
2.	ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For	For
3.	AN ADVISORY VOTE TO DETERMINE THE FREQUENCY OF THE ADVISORY VOTE ON	Management1 Year	For	For



COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.

4. APPROVAL OF OUR SECOND AMENDED AND RESTATED ANNUAL INCENTIVE PLAN. PROPOSAL TO AMEND OUR RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 300,000,000 TO 600,000,000 SHARES. Management For For
5. RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. Management For For

QTS REALTY TRUST, INC.

Security	74736A103	Meeting Type	Annual
Ticker Symbol	QTS	Meeting Date	04-May-2017
ISIN	US74736A1034	Agenda	934549190 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CHAD L. WILLIAMS		For	For
	2 JOHN W. BARTER		For	For
	3 WILLIAM O. GRABE		For	For
	4 CATHERINE R. KINNEY		For	For
	5 PETER A. MARINO		For	For
	6 SCOTT D. MILLER		For	For
	7 PHILIP P. TRAHANAS		For	For
	8 STEPHEN E. WESTHEAD		For	For
	TO APPROVE, ON A NON-BINDING ADVISORY BASIS,			
2.	THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS. TO APPROVE THE 2017 AMENDED AND RESTATED	Management	For	For
3.	QTS REALTY TRUST, INC. EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
4.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

FISCAL YEAR ENDING DECEMBER 31,  
2017.

CINCINNATI BELL INC.

Security	171871403	Meeting Type	Annual
Ticker Symbol	CBBPRB	Meeting Date	04-May-2017
ISIN	US1718714033	Agenda	934549443 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PHILLIP R. COX	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN W. ECK	Management	For	For
1C.	ELECTION OF DIRECTOR: JAKKI L. HAUSSLER	Management	For	For
1D.	ELECTION OF DIRECTOR: CRAIG F. MAIER	Management	For	For
1E.	ELECTION OF DIRECTOR: RUSSEL P. MAYER	Management	For	For
1F.	ELECTION OF DIRECTOR: LYNN A. WENTWORTH	Management	For	For
1G.	ELECTION OF DIRECTOR: MARTIN J. YUDKOVITZ	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN M. ZRNO	Management	For	For
1I.	ELECTION OF DIRECTOR: THEODORE H. TORBECK	Management	For	For
2.	RECOMMENDATION, BY A NON-BINDING ADVISORY VOTE, OF THE FREQUENCY OF THE ADVISORY VOTE REGARDING OUR EXECUTIVE OFFICERS' COMPENSATION.	Management	1 Year	For
3.	APPROVAL, BY A NON-BINDING ADVISORY VOTE, OF OUR EXECUTIVE OFFICERS' COMPENSATION.	Management	For	For
4.	APPROVAL OF THE CINCINNATI BELL INC. 2017 LONG-TERM INCENTIVE PLAN.	Management	For	For
5.	APPROVAL OF THE CINCINNATI BELL INC. 2017 STOCK PLAN FOR NON- EMPLOYEE DIRECTORS.	Management	For	For
6.	RATIFICATION OF OUR AUDIT COMMITTEE'S APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For

MURPHY USA INC.

Security	626755102	Meeting Type	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol	MUSA	Meeting Date	04-May-2017
ISIN	US6267551025	Agenda	934550078 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CLAIBORNE P. DEMING		For	For
	2 THOMAS M. GATTLE, JR.		For	For
	3 JACK T. TAYLOR		For	For
2.	APPROVAL OF EXECUTIVE COMPENSATION ON AN ADVISORY, NON-BINDING BASIS	Management	For	For
3.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017	Management	For	For

WEC ENERGY GROUP, INC.

Security	92939U106	Meeting Type	Annual
Ticker Symbol	WEC	Meeting Date	04-May-2017
ISIN	US92939U1060	Agenda	934551121 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Management	For	For
1B.	ELECTION OF DIRECTOR: BARBARA L. BOWLES	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM J. BRODSKY	Management	For	For
1D.	ELECTION OF DIRECTOR: ALBERT J. BUDNEY, JR.	Management	For	For
1E.	ELECTION OF DIRECTOR: PATRICIA W. CHADWICK	Management	For	For
1F.	ELECTION OF DIRECTOR: CURT S. CULVER	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS J. FISCHER	Management	For	For
1H.	ELECTION OF DIRECTOR: PAUL W. JONES	Management	For	For
1I.	ELECTION OF DIRECTOR: GALE E. KLAPPA	Management	For	For
1J.	ELECTION OF DIRECTOR: HENRY W. KNUEPPEL	Management	For	For
1K.	ELECTION OF DIRECTOR: ALLEN L. LEVERETT	Management	For	For
1L.	ELECTION OF DIRECTOR: ULICE PAYNE, JR.	Management	For	For
1M.	ELECTION OF DIRECTOR: MARY ELLEN STANEK	Management	For	For
2.		Management	For	For

RATIFICATION OF DELOITTE &  
TOUCHE LLP AS  
INDEPENDENT AUDITORS FOR 2017  
ADVISORY VOTE ON COMPENSATION

3.	OF THE NAMED EXECUTIVE OFFICERS ADVISORY VOTE TO ESTABLISH THE FREQUENCY OF "SAY-ON-PAY" ADVISORY VOTES	Management	For	For
4.	OF "SAY-ON-PAY" ADVISORY VOTES	Management	1 Year	For

ALLERGAN PLC

Security	G0177J108	Meeting Type	Annual
Ticker Symbol	AGN	Meeting Date	04-May-2017
ISIN	IE00BY9D5467	Agenda	934551537 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: NESLI BASGOZ, M.D.	Management	For	For
1B.	ELECTION OF DIRECTOR: PAUL M. BISARO	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES H. BLOEM	Management	For	For
1D.	ELECTION OF DIRECTOR: CHRISTOPHER W. BODINE	Management	For	For
1E.	ELECTION OF DIRECTOR: ADRIANE M. BROWN	Management	For	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	Management	For	For
1G.	ELECTION OF DIRECTOR: CATHERINE M. KLEMA	Management	For	For
1H.	ELECTION OF DIRECTOR: PETER J. MCDONNELL, M.D.	Management	For	For
1I.	ELECTION OF DIRECTOR: PATRICK J. O'SULLIVAN	Management	For	For
1J.	ELECTION OF DIRECTOR: BRENTON L. SAUNDERS	Management	For	For
1K.	ELECTION OF DIRECTOR: RONALD R. TAYLOR	Management	For	For
1L.	ELECTION OF DIRECTOR: FRED G. WEISS	Management	For	For
2.	TO APPROVE, IN A NON-BINDING VOTE, NAMED	Management	For	For
3.	EXECUTIVE OFFICER COMPENSATION. TO RECOMMEND, IN A NON-BINDING VOTE, WHETHER A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE	Management	1 Year	For

COMPANY'S NAMED  
EXECUTIVE OFFICERS SHOULD OCCUR  
EVERY  
ONE, TWO OR THREE YEARS.  
TO RATIFY, IN A NON-BINDING VOTE,  
THE  
APPOINTMENT OF  
PRICEWATERHOUSECOOPERS  
LLP AS THE COMPANY'S  
INDEPENDENT AUDITOR  
FOR THE FISCAL YEAR ENDING  
DECEMBER 31, 2017

- |    |  |                     |     |
|----|--|---------------------|-----|
| 4. | AND TO AUTHORIZE, IN A BINDING VOTE, THE BOARD OF DIRECTORS, ACTING THROUGH ITS AUDIT AND COMPLIANCE COMMITTEE, TO DETERMINE PRICEWATERHOUSECOOPERS LLP'S REMUNERATION.<br>TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS FOR THE PURPOSES OF SECTION 162(M) UNDER THE ALLERGAN PLC 2017 ANNUAL INCENTIVE COMPENSATION PLAN.<br>TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN,<br>IF PROPERLY PRESENTED AT THE MEETING. | ManagementFor       | For |
| 5. | SECTION 162(M) UNDER THE ALLERGAN PLC 2017 ANNUAL INCENTIVE COMPENSATION PLAN.<br>TO CONSIDER A SHAREHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN,<br>IF PROPERLY PRESENTED AT THE MEETING.   | ManagementFor       | For |
| 6. | REGARDING AN INDEPENDENT BOARD CHAIRMAN,<br>IF PROPERLY PRESENTED AT THE MEETING.  | Shareholder Against | For |

TENET HEALTHCARE CORPORATION

Security	88033G407	Meeting Type	Annual
Ticker Symbol	THC	Meeting Date	04-May-2017
ISIN	US88033G4073	Agenda	934552440 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN P. BYRNES	Management	For	For
1B.	ELECTION OF DIRECTOR: TREVOR FETTER	Management	For	For
1C.	ELECTION OF DIRECTOR: BRENDA J. GAINES	Management	For	For
1D.	ELECTION OF DIRECTOR: KAREN M. GARRISON	Management	For	For
1E.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: EDWARD A. KANGAS		
1F.	ELECTION OF DIRECTOR: J. ROBERT KERREY	ManagementFor	For
1G.	ELECTION OF DIRECTOR: RICHARD R. PETTINGILL	ManagementFor	For
1H.	ELECTION OF DIRECTOR: MATTHEW J. RIPPERGER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: TAMMY ROMO	ManagementFor	For
1K.	ELECTION OF DIRECTOR: RANDOLPH C. SIMPSON	ManagementFor	For
1L.	ELECTION OF DIRECTOR: PETER M. WILVER	ManagementFor	For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE OPTION OF EVERY "1 YEAR", "2 YEARS" OR "3 YEARS" FOR FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
4.	PROPOSAL TO APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE THIRD AMENDED TENET HEALTHCARE CORPORATION ANNUAL INCENTIVE PLAN.	ManagementFor	For
5.	PROPOSAL TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2017.	ManagementFor	For

GRAHAM HOLDINGS COMPANY

Security	384637104	Meeting Type	Annual
Ticker Symbol	GHC	Meeting Date	04-May-2017
ISIN	US3846371041	Agenda	934561134 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1	CHRISTOPHER C. DAVIS	For	For
	2	ANNE M. MULCAHY	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3	LARRY D. THOMPSON	For	For
SOUTHWEST GAS HOLDINGS, INC			
Security	844895102	Meeting Type	Annual
Ticker Symbol	SWX	Meeting Date	04-May-2017
ISIN	US8448951025	Agenda	934564255 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ROBERT L. BOUGHNER		For	For
	2 JOSE A. CARDENAS		For	For
	3 THOMAS E. CHESTNUT		For	For
	4 STEPHEN C. COMER		For	For
	5 LEROY C. HANNEMAN JR.		For	For
	6 JOHN P. HESTER		For	For
	7 ANNE L. MARIUCCI		For	For
	8 MICHAEL J. MELARKEY		For	For
	9 A. RANDALL THOMAN		For	For
	10 THOMAS A. THOMAS		For	For
2.	TO APPROVE THE COMPANY'S OMNIBUS INCENTIVE PLAN.	Management	For	For
3.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	Management	For	For
4.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE FREQUENCY OF THE NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
5.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR FISCAL YEAR 2017.	Management	For	For

RYMAN HOSPITALITY PROPERTIES, INC.

Security	78377T107	Meeting Type	Annual
Ticker Symbol	RHP	Meeting Date	04-May-2017
ISIN	US78377T1079	Agenda	934565803 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MICHAEL J. BENDER	Management	For	For
1B.	ELECTION OF DIRECTOR: RACHNA BHASIN	Management	For	For
1C.	ELECTION OF DIRECTOR: ALVIN BOWLES	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1D.	ELECTION OF DIRECTOR: WILLIAM F. HAGERTY, IV	ManagementFor	For
1E.	ELECTION OF DIRECTOR: ELLEN LEVINE	ManagementFor	For
1F.	ELECTION OF DIRECTOR: PATRICK Q. MOORE	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ROBERT S. PRATHER, JR.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: COLIN V. REED	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MICHAEL I. ROTH	ManagementFor	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	TO DETERMINE, ON AN ADVISORY BASIS, WHETHER WE WILL HAVE FUTURE ADVISORY VOTES REGARDING OUR EXECUTIVE COMPENSATION EVERY ONE YEAR, EVERY TWO YEARS OR EVERY THREE YEARS.	Management1 Year	For
4.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	ManagementFor	For

MUELLER INDUSTRIES, INC.

Security	624756102	Meeting Type	Annual
Ticker Symbol	MLI	Meeting Date	04-May-2017
ISIN	US6247561029	Agenda	934568582 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 GREGORY L. CHRISTOPHER		For	For
	2 PAUL J. FLAHERTY		For	For
	3 GENNARO J. FULVIO		For	For
	4 GARY S. GLADSTEIN		For	For
	5 SCOTT J. GOLDMAN		For	For
	6 JOHN B. HANSEN		For	For
	7 TERRY HERMANSON		For	For
2.	APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING	ManagementFor		For



- FIRM.  
TO APPROVE, ON AN ADVISORY BASIS  
BY NON-  
3. BINDING VOTE, EXECUTIVE ManagementFor For  
COMPENSATION.  
TO APPROVE, ON AN ADVISORY BASIS  
BY NON-  
4. BINDING VOTE, THE FREQUENCY OF Management1 Year For  
THE  
COMPANY'S HOLDING OF FUTURE  
ADVISORY  
VOTES ON THE COMPENSATION OF  
THE  
COMPANY'S NAMED EXECUTIVE  
OFFICERS.

KANSAS CITY SOUTHERN

Security	485170302	Meeting Type	Annual
Ticker Symbol	KSU	Meeting Date	04-May-2017
ISIN	US4851703029	Agenda	934571250 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: LU M. CORDOVA	Management	For	For
1.2	ELECTION OF DIRECTOR: ROBERT J. DRUTEN	Management	For	For
1.3	ELECTION OF DIRECTOR: TERRENCE P. DUNN	Management	For	For
1.4	ELECTION OF DIRECTOR: ANTONIO O. GARZA, JR.	Management	For	For
1.5	ELECTION OF DIRECTOR: DAVID GARZA-SANTOS	Management	For	For
1.6	ELECTION OF DIRECTOR: THOMAS A. MCDONNELL	Management	For	For
1.7	ELECTION OF DIRECTOR: PATRICK J. OTTENSMEYER	Management	For	For
1.8	ELECTION OF DIRECTOR: RODNEY E. SLATER	Management	For	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	APPROVAL OF THE KANSAS CITY SOUTHERN 2017 EQUITY INCENTIVE PLAN.	Management	For	For
4.	ADVISORY (NON-BINDING) VOTE APPROVING THE 2016 COMPENSATION OF OUR NAMED EXECUTIVE	Management	For	For

OFFICERS.

ADVISORY (NON-BINDING) VOTE ON THE

- |    |   |             |         |         |
|----|---|-------------|---------|---------|
| 5. | FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. APPROVAL OF A STOCKHOLDER PROPOSAL | Management  | 1 Year  | For     |
| 6. | REQUESTING AMENDMENTS TO THE COMPANY'S PROXY ACCESS BYLAW PROVISION.                                | Shareholder | Abstain | Against |

ACCOR SA, COURCOURONNES

Security	F00189120	Meeting Type	MIX
Ticker Symbol		Meeting Date	05-May-2017
ISIN	FR0000120404	Agenda	708046176 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE		Non-Voting	
CMMT	DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE		Non-Voting	
CMMT	IN CASE AMENDMENTS OR NEW RESOLUTIONS ARE PRESENTED DURING THE MEETING, YOUR-VOTE WILL DEFAULT TO 'ABSTAIN'. SHARES CAN		Non-Voting	

ALTERNATIVELY BE PASSED TO  
 THE-CHAIRMAN OR  
 A NAMED THIRD PARTY TO VOTE ON  
 ANY SUCH  
 ITEM RAISED. SHOULD YOU-WISH TO  
 PASS  
 CONTROL OF YOUR SHARES IN THIS  
 WAY, PLEASE  
 CONTACT YOUR-BROADRIDGE CLIENT  
 SERVICE  
 REPRESENTATIVE. THANK YOU  
 PLEASE NOTE THAT THIS IS AN  
 AMENDMENT TO  
 MEETING ID 753004 DUE TO ADDITION  
 OF-  
 SHAREHOLDER PROPOSAL. ALL  
 VOTES RECEIVED  
 ON THE PREVIOUS MEETING WILL BE-  
 DISREGARDED IF VOTE DEADLINE  
 EXTENSIONS  
 ARE GRANTED. THEREFORE  
 PLEASE-REINSTRUCT  
 ON THIS MEETING NOTICE ON THE  
 NEW JOB. IF

CMMT

HOWEVER VOTE  
 DEADLINE-EXTENSIONS ARE NOT  
 GRANTED IN THE MARKET, THIS  
 MEETING WILL BE  
 CLOSED AND-YOUR VOTE  
 INTENTIONS ON THE  
 ORIGINAL MEETING WILL BE  
 APPLICABLE. PLEASE-  
 ENSURE VOTING IS SUBMITTED PRIOR  
 TO CUTOFF  
 ON THE ORIGINAL MEETING, AND  
 AS-SOON AS  
 POSSIBLE ON THIS NEW AMENDED  
 MEETING.

Non-Voting

THANK YOU  
 PLEASE NOTE THAT IMPORTANT  
 ADDITIONAL  
 MEETING INFORMATION IS  
 AVAILABLE BY-CLICKING

CMMT

ON THE MATERIAL URL  
 LINK:-<https://balo.journal-officiel.gouv.fr/pdf/2017/0331/201703311700791.pdf>,-  
<http://www.journal-officiel.gouv.fr/pdf/2017/0419/201704191701131.pdf>

Non-Voting

O.1

APPROVAL OF THE CORPORATE  
 FINANCIAL  
 STATEMENTS FOR THE 2016

ManagementFor

For

	FINANCIAL YEAR		
	APPROVAL OF THE CONSOLIDATED		
	FINANCIAL		
O.2	STATEMENTS FOR THE 2016	ManagementFor	For
	FINANCIAL YEAR		
	ALLOCATION OF INCOME AND		
O.3	APPROVAL OF A	ManagementFor	For
	DIVIDEND		
O.4	OPTION FOR PAYMENT OF DIVIDEND	ManagementFor	For
	IN SHARES		
	RENEWAL OF MR SEBASTIEN BAZIN'S		
O.5	TERM AS	ManagementFor	For
	DIRECTOR		
	RENEWAL OF MS IRIS KNOBLOCH'S		
O.6	TERM AS	ManagementFor	For
	DIRECTOR		
	RATIFICATION OF THE COOPTATION		
O.7	MR NAWAF BIN	ManagementFor	For
	JASSIM BIN JABOR AL-THANI		
	RATIFICATION OF THE COOPTATION		
O.8	OF MR VIVEK	ManagementFor	For
	BADRINATH		
	RATIFICATION OF THE COOPTATION		
O.9	OF MR	ManagementFor	For
	NICOLAS SARKOZY		
	APPROVAL OF A REGULATED		
O.10	AGREEMENT WITH	ManagementAgainst	Against
	EURAZEO		
	APPROVAL OF REGULATED		
O.11	COMMITMENTS TO THE	ManagementFor	For
	BENEFIT OF MR SVEN BOINET		
	VOTE ON THE COMPENSATION DUE		
	OR PAID		
O.12	DURING THE FINANCIAL YEAR ENDED	ManagementFor	For
	31		
	DECEMBER 2016 TO MR SEBASTIEN		
	BAZIN		
	VOTE ON THE COMPENSATION DUE		
	OR PAID		
O.13	DURING THE FINANCIAL YEAR ENDED	ManagementFor	For
	31		
	DECEMBER 2016 TO MR SVEN BOINET		
O.14	VOTE ON THE PRINCIPLES AND	ManagementFor	For
	CRITERIA FOR THE		
	DETERMINATION, DISTRIBUTION AND		
	ALLOCATION		
	OF THE FIXED, VARIABLE AND		
	EXCEPTIONAL		
	COMPONENTS MAKING UP THE TOTAL		
	COMPENSATION AND BENEFITS OF		
	ALL KINDS TO		

O.15	<p>BE AWARDED TO THE CHIEF EXECUTIVE OFFICER FOR THE 2017 FINANCIAL YEAR VOTE ON THE PRINCIPLES AND CRITERIA FOR THE DETERMINATION, DISTRIBUTION AND ALLOCATION OF THE FIXED, VARIABLE AND EXCEPTIONAL COMPONENTS MAKING UP THE TOTAL COMPENSATION AND BENEFITS OF ALL KINDS TO BE AWARDED TO THE COMPANY'S DEPUTY GENERAL MANAGER FOR THE 2017 FINANCIAL YEAR</p>	ManagementFor	For
O.16	<p>AUTHORISATION TO THE BOARD OF DIRECTORS TO TRADE IN THE COMPANY'S SHARES AUTHORITY TO BE GRANTED TO THE BOARD</p>	ManagementFor	For
E.17	<p>OF DIRECTORS TO REDUCE THE SHARE CAPITAL BY CANCELLING SHARES DELEGATION OF AUTHORITY TO BE GRANTED TO THE BOARD OF DIRECTORS TO PROCEED WITH</p>	ManagementFor	For
E.18	<p>CAPITAL INCREASES BY ISSUING, WITH RETENTION OF THE PRE-EMPTIVE SUBSCRIPTION RIGHTS, COMMON SHARES AND/OR SECURITIES GRANTING ACCESS TO THE COMPANY'S CAPITAL DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL BY ISSUING, WITH CANCELLATION OF</p>	ManagementFor	For
E.19	<p>PRE-EMPTIVE SUBSCRIPTION RIGHT, COMMON SHARES OR OF SECURITIES GRANTING ACCESS TO THE SHARE CAPITAL, BY PUBLIC OFFER</p>	ManagementFor	For
E.20	<p>DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL BY ISSUING,</p>	ManagementFor	For

	WITH CANCELLATION OF PRE-EMPTIVE SUBSCRIPTION RIGHT, COMMON SHARES OR OF SECURITIES GRANTING ACCESS TO THE SHARE CAPITAL, BY PUBLIC OFFER UNDER ARTICLE L.411- 2 II OF THE FRENCH MONETARY AND FINANCIAL CODE DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF		
E.21	SECURITIES TO BE ISSUED IN THE EVENT OF A CAPITAL INCREASE, WITH OR WITHOUT THE PRE- EMPTIVE SUBSCRIPTION RIGHT DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL BY ISSUING	ManagementFor	For
E.22	COMMON SHARES OR SECURITIES WITH A VIEW TO REMUNERATING CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL BY INCORPORATION OF RESERVES,	ManagementFor	For
E.23	PROFITS OR PREMIUMS SETTING OF THE OVERALL LIMIT OF INCREASES IN	ManagementFor	For
E.24	CAPITAL LIKELY TO BE CARRIED OUT UNDER THE AFOREMENTIONED DELEGATIONS DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES OR SECURITIES	ManagementFor	For
E.25	GIVING ACCESS TO THE SHARE CAPITAL FOR THE BENEFIT OF EMPLOYEES WHO ARE MEMBER OF A COMPANY SAVINGS PLAN	ManagementFor	For
E.26	AUTHORISATION TO THE BOARD OF DIRECTORS,	ManagementFor	For

WITHIN THE FRAMEWORK OF A 2017  
 PLAN OF CO-  
 INVESTMENT AND FOR THE BENEFIT  
 OF  
 EMPLOYEES AND EXECUTIVE  
 OFFICERS, FOR THE  
 FREE ALLOCATION OF EXISTING  
 SHARES OR  
 SHARES TO BE ISSUED UNDER THE  
 CONDITIONS  
 OF PERSONAL INVESTMENT AND  
 PERFORMANCE  
 DELEGATION OF AUTHORITY TO THE  
 BOARD OF  
 DIRECTORS TO ISSUE SHARE  
 SUBSCRIPTION

O.27 WARRANTS TO BE FREELY  
 ALLOCATED TO  
 SHAREHOLDERS IN THE EVENT OF A  
 PUBLIC  
 OFFER INVOLVING THE COMPANY'S  
 SECURITIES  
 ManagementAgainst Against

O.28 POWERS TO CARRY OUT ALL LEGAL  
 FORMALITIES  
 PLEASE NOTE THAT THIS RESOLUTION  
 IS A  
 SHAREHOLDER PROPOSAL: ADOPTION

A OF SINGLE  
 VOTING RIGHTS AND  
 CONSEQUENTIAL  
 AMENDMENT OF THE BY-LAWS  
 Shareholder For Against

HAWAIIAN ELECTRIC INDUSTRIES, INC.

Security	419870100	Meeting Type	Annual
Ticker Symbol	HE	Meeting Date	05-May-2017
ISIN	US4198701009	Agenda	934549152 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 PEGGY Y. FOWLER*		For	For
	2 KEITH P. RUSSELL*		For	For
	3 BARRY K. TANIGUCHI*		For	For
	4 RICHARD J. DAHL#		For	For
2.	ADVISORY VOTE TO APPROVE HEI'S EXECUTIVE COMPENSATION	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION	Management	1 Year	For

RATIFY THE APPOINTMENT OF  
DELOITTE &

4. TOUCHE LLP AS HEI'S INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM FOR 2017

OWENS & MINOR, INC.

Security	690732102	Meeting Type	Annual
Ticker Symbol	OMI	Meeting Date	05-May-2017
ISIN	US6907321029	Agenda	934551183 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STUART M. ESSIG	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN W. GERDELMAN	Management	For	For
1C.	ELECTION OF DIRECTOR: BARBARA B. HILL	Management	For	For
1D.	ELECTION OF DIRECTOR: LEMUEL E. LEWIS	Management	For	For
1E.	ELECTION OF DIRECTOR: MARTHA H. MARSH	Management	For	For
1F.	ELECTION OF DIRECTOR: EDDIE N. MOORE, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: P. CODY PHIPPS	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES E. ROGERS	Management	For	For
1I.	ELECTION OF DIRECTOR: DAVID S. SIMMONS	Management	For	For
1J.	ELECTION OF DIRECTOR: ROBERT C. SLEDD	Management	For	For
1K.	ELECTION OF DIRECTOR: ANNE MARIE WHITTEMORE	Management	For	For
2.	VOTE TO APPROVE THE OWENS & MINOR, INC. 2017 TEAMMATE STOCK PURCHASE PLAN.	Management	For	For
3.	VOTE TO RATIFY KPMG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
4.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For

THE BRINK'S COMPANY

Security	109696104	Meeting Type	Annual
Ticker Symbol	BCO	Meeting Date	05-May-2017
ISIN	US1096961040	Agenda	934554949 - Management

Item	Proposal	Vote
------	----------	------



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Proposed by	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL G. BOYNTON ManagementFor	For
1B.	ELECTION OF DIRECTOR: IAN D. CLOUGH ManagementFor	For
1C.	ELECTION OF DIRECTOR: SUSAN E. DOCHERTY ManagementFor	For
1D.	ELECTION OF DIRECTOR: PETER A. FELD ManagementFor	For
1E.	ELECTION OF DIRECTOR: REGINALD D. HEDGEBETH ManagementFor	For
1F.	ELECTION OF DIRECTOR: DOUGLAS A. PERTZ ManagementFor	For
1G.	ELECTION OF DIRECTOR: GEORGE I. STOECKERT ManagementFor	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. ManagementFor	For
3.	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. Management1 Year	For
4.	APPROVAL OF THE EXECUTIVE INCENTIVE PLAN. ManagementFor	For
5.	APPROVAL OF THE 2017 EQUITY INCENTIVE PLAN. ManagementFor	For
6.	APPROVAL OF DELOITTE AND TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. ManagementFor	For

GATX CORPORATION

Security	361448103	Meeting Type	Annual
Ticker Symbol	GATX	Meeting Date	05-May-2017
ISIN	US3614481030	Agenda	934559242 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DIANE M. AIGOTTI	ManagementFor		For
1B.	ELECTION OF DIRECTOR: ANNE L. ARVIA	ManagementFor		For
1C.	ELECTION OF DIRECTOR: ERNST A. HABERLI	ManagementFor		For
1D.	ELECTION OF DIRECTOR: BRIAN A. KENNEY	ManagementFor		For
1E.	ELECTION OF DIRECTOR: JAMES B. REAM	ManagementFor		For
1F.		ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: ROBERT J. RITCHIE		
1G.	ELECTION OF DIRECTOR: DAVID S. SUTHERLAND	ManagementFor	For
1H.	ELECTION OF DIRECTOR: CASEY J. SYLLA	ManagementFor	For
1I.	ELECTION OF DIRECTOR: STEPHEN R. WILSON	ManagementFor	For
1J.	ELECTION OF DIRECTOR: PAUL G. YOVOVICH	ManagementFor	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For
3.	ADVISORY RESOLUTION ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management1 Year	For
4.	APPROVAL OF THE GATX CORPORATION AMENDED AND RESTATED 2012 STOCK INCENTIVE PLAN	ManagementAgainst	Against
5.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017	ManagementFor	For

OCEANEERING INTERNATIONAL, INC.

Security	675232102	Meeting Type	Annual
Ticker Symbol	OII	Meeting Date	05-May-2017
ISIN	US6752321025	Agenda	934569015 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WILLIAM B. BERRY		For	For
	2 T. JAY COLLINS		For	For
	3 JON ERIK REINHARDSEN		For	For
2.	APPROVAL OF THE SECOND AMENDED AND RESTATED 2010 INCENTIVE PLAN.	ManagementFor		For
3.	ADVISORY VOTE ON A RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor		For
4.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES TO	Management1 Year		For

APPROVE THE  
 COMPENSATION OF OUR NAMED  
 EXECUTIVE  
 OFFICERS.  
 PROPOSAL TO RATIFY THE  
 APPOINTMENT OF  
 ERNST & YOUNG LLP AS OUR  
 INDEPENDENT  
 AUDITORS FOR THE YEAR ENDING  
 DECEMBER 31,  
 2017.

5. ManagementFor For

BERKSHIRE HATHAWAY INC.

Security	084670702	Meeting Type	Annual
Ticker Symbol	BRKB	Meeting Date	06-May-2017
ISIN	US0846707026	Agenda	934542196 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WARREN E. BUFFETT		For	For
	2 CHARLES T. MUNGER		For	For
	3 HOWARD G. BUFFETT		For	For
	4 STEPHEN B. BURKE		For	For
	5 SUSAN L. DECKER		For	For
	6 WILLIAM H. GATES III		For	For
	7 DAVID S. GOTTESMAN		For	For
	8 CHARLOTTE GUYMAN		For	For
	9 THOMAS S. MURPHY		For	For
	10 RONALD L. OLSON		For	For
	11 WALTER SCOTT, JR.		For	For
	12 MERYL B. WITMER		For	For
2.	NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE 2017 PROXY STATEMENT.	Management	For	For
3.	NON-BINDING RESOLUTION TO DETERMINE THE FREQUENCY (WHETHER ANNUAL, BIENNIAL OR TRIENNIAL) WITH WHICH SHAREHOLDERS OF THE COMPANY SHALL BE ENTITLED TO HAVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	3 Years	For
4.	SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS.	Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5. SHAREHOLDER PROPOSAL REGARDING METHANE GAS EMISSIONS. Shareholder Abstain Against
6. SHAREHOLDER PROPOSAL REGARDING DIVESTING OF INVESTMENTS IN COMPANIES INVOLVED WITH FOSSIL FUELS. Shareholder Against For

KINNEVIK AB, STOCKHOLM

Security W5139V109

Ticker Symbol

ISIN SE0008373906

Meeting Type

Annual General Meeting

Meeting Date

08-May-2017

Agenda

707968129 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE			
CMMT	MEETING-REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION. MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE		Non-Voting	
CMMT	THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED		Non-Voting	
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF- ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY		Non-Voting	

QUESTIONS, PLEASE  
CONTACT YOUR CLIENT SERVICE-  
REPRESENTATIVE

1	OPENING OF THE ANNUAL GENERAL MEETING	Non-Voting	
2	ELECTION OF CHAIRMAN OF THE ANNUAL GENERAL MEETING: WILHELM LUNING	Non-Voting	
3	PREPARATION AND APPROVAL OF THE VOTING LIST	Non-Voting	
4	APPROVAL OF THE AGENDA	Non-Voting	
5	ELECTION OF ONE OR TWO PERSONS TO CHECK AND VERIFY THE MINUTES	Non-Voting	
6	DETERMINATION OF WHETHER THE ANNUAL GENERAL MEETING HAS BEEN DULY CONVENED	Non-Voting	
7	REMARKS BY THE CHAIRMAN OF THE BOARD	Non-Voting	
8	PRESENTATION BY THE CHIEF EXECUTIVE OFFICER	Non-Voting	
9	PRESENTATION OF THE PARENT COMPANY'S ANNUAL REPORT AND THE AUDITOR'S REPORT- AND OF THE GROUP ANNUAL REPORT AND THE GROUP AUDITOR'S REPORT	Non-Voting	
10	RESOLUTION ON THE ADOPTION OF THE PROFIT AND LOSS STATEMENT AND THE BALANCE SHEET AND OF THE GROUP PROFIT AND LOSS STATEMENT AND THE GROUP BALANCE SHEET	Management	No Action
11	RESOLUTION ON THE PROPOSED TREATMENT OF THE COMPANY'S EARNINGS AS STATED IN THE ADOPTED BALANCE SHEET: THE BOARD PROPOSES A DIVIDEND OF SEK 8.00 PER SHARE AND THAT THE RECORD DATE FOR DIVIDEND SHALL BE ON FRIDAY 12 MAY 2017. IF THE ANNUAL	Management	No Action

GENERAL MEETING RESOLVES IN ACCORDANCE WITH THE PROPOSAL, THE DIVIDEND IS ESTIMATED TO BE PAID OUT TO THE SHAREHOLDERS ON WEDNESDAY 17 MAY 2017. THE LAST TRADING DAY IN THE KINNEVIK SHARE INCLUDING THE RIGHT TO RECEIVE DIVIDEND WILL BE WEDNESDAY 10 MAY 2017, AND THE FIRST TRADING DAY IN THE KINNEVIK SHARE NOT INCLUDING A RIGHT TO RECEIVE DIVIDEND WILL BE THURSDAY 11 MAY 2017

- |      |  |            |              |
|------|--|------------|--------------|
| 12   | RESOLUTION ON THE DISCHARGE OF LIABILITY OF THE MEMBERS OF THE BOARD AND THE CHIEF EXECUTIVE OFFICER   | Management | No<br>Action |
| 13.A | RESOLUTION ON: AMENDMENTS OF THE ARTICLES OF ASSOCIATION: SECTION 6  | Management | No<br>Action |
| 13.B | RESOLUTION ON: DETERMINATION OF THE NUMBER OF MEMBERS OF THE BOARD: THE NOMINATION COMMITTEE PROPOSES THAT THE BOARD SHALL CONSIST OF ELEVEN MEMBERS | Management | No<br>Action |
| 14   | DETERMINATION OF THE REMUNERATION TO THE BOARD AND THE AUDITOR   | Management | No<br>Action |
| 15.A | RE-ELECTION OF BOARD MEMBER: TOM BOARDMAN (PROPOSED BY THE NOMINATION COMMITTEE)   | Management | No<br>Action |
| 15.B | RE-ELECTION OF BOARD MEMBER: ANDERS BORG (PROPOSED BY THE NOMINATION COMMITTEE)  | Management | No<br>Action |
| 15.C | RE-ELECTION OF BOARD MEMBER: DAME AMELIA FAWCETT (PROPOSED BY THE NOMINATION   | Management | No<br>Action |

	COMMITTEE)		
	RE-ELECTION OF BOARD MEMBER:		
	WILHELM		
15.D	KLINGSPOR (PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	RE-ELECTION OF BOARD MEMBER:		
	LOTHAR LANZ		
15.E	(PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	RE-ELECTION OF BOARD MEMBER:		
	ERIK		
15.F	MITTEREGGER (PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	RE-ELECTION OF BOARD MEMBER:		
	MARIO		
15.G	QUEIROZ (PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	RE-ELECTION OF BOARD MEMBER:		
	JOHN		
15.H	SHAKESHAFT (PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	RE-ELECTION OF BOARD MEMBER:		
	CRISTINA		
15.I	STENBECK (PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	ELECTION OF BOARD MEMBER:		
	CYNTHIA GORDON		
15.J	(PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	ELECTION OF BOARD MEMBER:		
	HENRIK POULSEN		
15.K	(PROPOSED BY THE NOMINATION COMMITTEE)	Management	No Action
	ELECTION OF THE CHAIRMAN OF THE		
16	BOARD: TOM	Management	No Action
	BOARDMAN		
17	DETERMINATION OF THE NUMBER OF AUDITORS	Management	No Action
	AND ELECTION OF AUDITOR: IN ACCORDANCE WITH THE AUDIT COMMITTEE'S RECOMMENDATION, THE NOMINATION COMMITTEE PROPOSES THAT THE COMPANY SHALL HAVE ONE REGISTERED		

ACCOUNTING FIRM AS AUDITOR, AND THAT THE REGISTERED ACCOUNTING FIRM DELOITTE AB SHALL BE RE-ELECTED AS AUDITOR UNTIL THE CLOSE OF THE 2021 ANNUAL GENERAL MEETING.

DELOITTE AB HAS INFORMED KINNEVIK THAT THE AUTHORISED PUBLIC ACCOUNTANT JAN BERNTSSON WILL CONTINUE AS AUDITOR-IN-CHARGE IF DELOITTE IS RE-ELECTED AS AUDITOR

18 APPROVAL OF THE PROCEDURE OF THE NOMINATION COMMITTEE RESOLUTION REGARDING GUIDELINES FOR REMUNERATION FOR SENIOR EXECUTIVES Management No Action

19 PLEASE NOTE THAT RESOLUTIONS 20.A TO 20.D ARE PROPOSED TO BE CONDITIONAL UPON-EACH OTHER AND THEREFORE PROPOSED TO BE ADOPTED IN CONNECTION WITH EACH-OTHER. THANK YOU. RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: ADOPTION OF THE PLAN Management No Action

CMMT OTHER AND THEREFORE PROPOSED TO BE ADOPTED IN CONNECTION WITH EACH-OTHER. THANK YOU. RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: AUTHORITY FOR THE BOARD TO RESOLVE ON A NEW ISSUE OF CLASS C SHARES Management No Action

20.A RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: AUTHORITY FOR THE BOARD TO RESOLVE ON A NEW ISSUE OF CLASS C SHARES Management No Action

20.B RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: AUTHORITY FOR THE BOARD TO RESOLVE ON A NEW ISSUE OF CLASS C SHARES Management No Action

20.C RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: AUTHORITY FOR THE BOARD TO RESOLVE ON A NEW ISSUE OF CLASS C SHARES Management No Action

20.C RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: AUTHORITY FOR THE BOARD TO RESOLVE ON A NEW ISSUE OF CLASS C SHARES Management No Action

20.C RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: AUTHORITY FOR THE BOARD TO RESOLVE ON A NEW ISSUE OF CLASS C SHARES Management No Action

20.C RESOLUTION REGARDING A LONG-TERM, SHARE BASED, INCENTIVE PLAN, INCLUDING RESOLUTIONS REGARDING: AUTHORITY FOR THE BOARD TO RESOLVE ON A NEW ISSUE OF CLASS C SHARES Management No Action



20.D	<p>THE BOARD TO RESOLVE TO                  REPURCHASE CLASS                  C SHARES                  RESOLUTION REGARDING A                  LONG-TERM, SHARE                  BASED, INCENTIVE PLAN, INCLUDING                  RESOLUTIONS REGARDING:                  TRANSFER OF OWN                  CLASS B SHARES TO THE                  PARTICIPANTS IN THE                  PLAN</p>	Management	No Action
21	<p>RESOLUTION REGARDING A                  LONG-TERM, CASH                  BASED, INCENTIVE PLAN</p>	Management	No Action
22	<p>RESOLUTION TO AUTHORISE THE                  BOARD TO                  RESOLVE ON REPURCHASE OF OWN                  SHARES</p>	Management	No Action
23	<p>RESOLUTION ON AMENDMENTS OF                  THE ARTICLES                  OF ASSOCIATION: SECTION 2, SECOND                  PARAGRAPH AND SECTION 10                  THE BOARD OF DIRECTORS DOES NOT                  MAKE ANY</p>	Management	No Action
CMMT	<p>RECOMMENDATION ON THE                  RESOLUTION-                  NUMBERS 24.A TO 24.R                  RESOLUTION REGARDING                  SHAREHOLDER                  THORWALD ARVIDSSON'S</p>	Non-Voting	
24.A	<p>PROPOSALS: ADOPT A                  ZERO TOLERANCE POLICY                  REGARDING ACCIDENTS                  AT WORK FOR BOTH THE COMPANY                  AND ITS                  PORTFOLIO COMPANIES                  RESOLUTION REGARDING                  SHAREHOLDER                  THORWALD ARVIDSSON'S</p>	Management	No Action
24.B	<p>PROPOSALS: INSTRUCT                  THE BOARD TO SET UP A WORKING                  GROUP TO                  IMPLEMENT THIS ZERO TOLERANCE                  POLICY</p>	Management	No Action
24.C	<p>RESOLUTION REGARDING                  SHAREHOLDER                  THORWALD ARVIDSSON'S                  PROPOSALS: SUBMIT A                  REPORT OF THE RESULTS IN WRITING                  EACH YEAR                  TO THE ANNUAL GENERAL MEETING,</p>	Management	No Action

	AS A	
	SUGGESTION, BY INCLUDING THE	
	REPORT IN THE	
	PRINTED VERSION OF THE ANNUAL	
	REPORT	
	RESOLUTION REGARDING	
	SHAREHOLDER	
	THORWALD ARVIDSSON'S	
	PROPOSALS: ADOPT A	
24.D	VISION ON ABSOLUTE EQUALITY	Management No
	BETWEEN MEN	Action
	AND WOMEN ON ALL LEVELS WITHIN	
	BOTH THE	
	COMPANY AND ITS PORTFOLIO	
	COMPANIES	
	RESOLUTION REGARDING	
	SHAREHOLDER	
	THORWALD ARVIDSSON'S	
	PROPOSALS: INSTRUCT	
	THE BOARD TO SET UP A WORKING	
	GROUP WITH	
24.E	THE TASK OF IMPLEMENTING THIS	Management No
	VISION IN THE	Action
	LONG-TERM AND CLOSELY MONITOR	
	THE	
	DEVELOPMENT BOTH REGARDING	
	EQUALITY AND	
	ETHNICITY	
	RESOLUTION REGARDING	
	SHAREHOLDER	
	THORWALD ARVIDSSON'S	
	PROPOSALS: SUBMIT A	
	REPORT IN WRITING EACH YEAR TO	
24.F	THE ANNUAL	Management No
	GENERAL MEETING, AS A	Action
	SUGGESTION, BY	
	INCLUDING THE REPORT IN THE	
	PRINTED VERSION	
	OF THE ANNUAL REPORT	
	RESOLUTION REGARDING	
	SHAREHOLDER	
	THORWALD ARVIDSSON'S	
	PROPOSALS: INSTRUCT	
24.G	THE BOARD TO TAKE NECESSARY	Management No
	ACTIONS TO SET	Action
	UP A SHAREHOLDERS' ASSOCIATION	
	IN THE	
	COMPANY	
24.H	RESOLUTION REGARDING	ManagementNo
	SHAREHOLDER	Action
	THORWALD ARVIDSSON'S	

- PROPOSALS: DISALLOW  
MEMBERS OF THE BOARD TO INVOICE  
THEIR  
BOARD REMUNERATION THROUGH A  
LEGAL  
PERSON, SWEDISH OR FOREIGN  
RESOLUTION REGARDING  
SHAREHOLDER  
THORWALD ARVIDSSON'S  
PROPOSALS: INSTRUCT  
THE NOMINATION COMMITTEE THAT  
DURING THE  
PERFORMANCE OF THEIR TASKS THEY  
SHALL PAY  
PARTICULAR ATTENTION TO  
QUESTIONS RELATED  
TO ETHICS, GENDER AND ETHNICITY  
RESOLUTION REGARDING  
SHAREHOLDER  
THORWALD ARVIDSSON'S  
PROPOSALS: IN  
RELATION TO ITEM (H) ABOVE,  
INSTRUCT THE  
BOARD TO APPROACH THE  
COMPETENT  
AUTHORITY, THE SWEDISH TAX  
AGENCY OR THE  
SWEDISH GOVERNMENT TO DRAW  
THEIR  
ATTENTION TO THE DESIRABILITY OF  
CHANGES IN  
THE REGULATION IN THIS AREA, IN  
ORDER TO  
PREVENT TAX EVASION  
RESOLUTION REGARDING  
SHAREHOLDER  
THORWALD ARVIDSSON'S  
PROPOSALS: AMEND  
THE ARTICLES OF ASSOCIATION  
(SECTION 4 LAST  
PARAGRAPH) IN THE FOLLOWING  
WAY. SHARES OF  
SERIES A AS WELL AS SERIES B AND  
SERIES C,  
SHALL ENTITLE TO (1) VOTE  
RESOLUTION REGARDING  
SHAREHOLDER  
THORWALD ARVIDSSON'S  
PROPOSALS: INSTRUCT  
THE BOARD TO APPROACH THE  
SWEDISH
- 24.I Management No  
Action
- 24.J Management No  
Action
- 24.K Management No  
Action
- 24.L Management No  
Action

- GOVERNMENT, AND DRAW THE  
GOVERNMENT'S  
ATTENTION TO THE DESIRABILITY OF  
CHANGING  
THE SWEDISH COMPANIES ACT IN  
ORDER TO  
ABOLISH THE POSSIBILITY TO HAVE  
DIFFERENTIATED VOTING POWERS IN  
SWEDISH  
LIMITED LIABILITY COMPANIES  
RESOLUTION REGARDING  
SHAREHOLDER  
THORWALD ARVIDSSON'S  
PROPOSALS: AMEND  
THE ARTICLES OF ASSOCIATION  
(SECTION 6) BY  
ADDING TWO NEW PARAGRAPHS IN  
ACCORDANCE  
WITH THE FOLLOWING. FORMER  
MINISTERS OF  
STATE MAY NOT BE ELECTED AS  
MEMBERS OF THE  
BOARD UNTIL TWO (2) YEARS HAVE  
PASSED SINCE  
HE/SHE RESIGNED FROM THE  
ASSIGNMENT.  
OTHER FULL-TIME POLITICIANS, PAID  
BY PUBLIC  
RESOURCES, MAY NOT BE ELECTED  
AS MEMBERS  
OF THE BOARD UNTIL ONE (1) YEAR  
HAS PASSED  
FROM THE TIME THAT HE/SHE  
RESIGNED FROM  
THE ASSIGNMENT, IF NOT  
EXTRAORDINARY  
REASONS JUSTIFY A DIFFERENT  
CONCLUSION  
RESOLUTION REGARDING  
SHAREHOLDER  
THORWALD ARVIDSSON'S  
PROPOSALS: INSTRUCT  
THE BOARD TO APPROACH THE  
SWEDISH  
GOVERNMENT AND DRAW ITS  
ATTENTION TO THE  
NEED FOR A NATIONAL PROVISION  
REGARDING SO  
CALLED COOLING OFF PERIODS FOR  
POLITICIANS
- 24.M Management No Action
- 24.N Management No Action
- 24.O Management

	RESOLUTION REGARDING SHAREHOLDER THORWALD ARVIDSSON'S PROPOSALS: INSTRUCT THE BOARD TO PREPARE A PROPOSAL REGARDING REPRESENTATION ON THE BOARD AND NOMINATION COMMITTEES FOR THE SMALL AND MEDIUM SIZED SHAREHOLDERS TO BE RESOLVED UPON AT THE 2018 ANNUAL GENERAL MEETING		No Action
24.P	RESOLUTION REGARDING SHAREHOLDER THORWALD ARVIDSSON'S PROPOSALS: INSTRUCT THE BOARD TO APPROACH THE SWEDISH GOVERNMENT AND DRAW THE GOVERNMENT'S ATTENTION TO THE DESIRABILITY OF A REFORM IN THIS AREA RESOLUTION REGARDING SHAREHOLDER THORWALD ARVIDSSON'S PROPOSALS: CARRY OUT A SPECIAL EXAMINATION OF THE INTERNAL AS WELL AS THE EXTERNAL ENTERTAINMENT IN THE COMPANY	Management	No Action
24.Q	RESOLUTION REGARDING SHAREHOLDER THORWALD ARVIDSSON'S PROPOSALS: INSTRUCT THE BOARD TO PREPARE A PROPOSAL OF A POLICY IN THIS AREA, A POLICY THAT SHALL BE MODEST, TO BE RESOLVED UPON AT THE 2018 ANNUAL GENERAL MEETING	Management	No Action
24.R	CLOSING OF THE ANNUAL GENERAL MEETING	Non-Voting	

ORMAT TECHNOLOGIES, INC.

Security	686688102	Meeting Type	Annual
Ticker Symbol	ORA	Meeting Date	08-May-2017
ISIN	US6866881021	Agenda	934562326 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STANLEY B. STERN	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID GRANOT	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT B. JOYAL	Management	For	For
2.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For
3.	TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS.	Management	For	For
4.	TO VOTE, ON AN ADVISORY BASIS, ON THE FREQUENCY OF THE STOCKHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	3 Years	For
5.	TO VOTE TO APPROVE THE ADOPTION OF OUR THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION.	Management	For	For

INTERNATIONAL PAPER COMPANY

Security	460146103	Meeting Type	Annual
Ticker Symbol	IP	Meeting Date	08-May-2017
ISIN	US4601461035	Agenda	934576666 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID J. BRONCZEK	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM J. BURNS	Management	For	For
1C.	ELECTION OF DIRECTOR: AHMET C. DORDUNCU	Management	For	For
1D.	ELECTION OF DIRECTOR: ILENE S. GORDON	Management	For	For
1E.	ELECTION OF DIRECTOR: JAY L. JOHNSON	Management	For	For
1F.	ELECTION OF DIRECTOR: STACEY J. MOBLEY	Management	For	For
1G.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: KATHRYN D. SULLIVAN		
1H.	ELECTION OF DIRECTOR: MARK S. SUTTON	ManagementFor	For
1I.	ELECTION OF DIRECTOR: JOHN L. TOWNSEND, III	ManagementFor	For
1J.	ELECTION OF DIRECTOR: WILLIAM G. WALTER	ManagementFor	For
1K.	ELECTION OF DIRECTOR: J. STEVEN WHISLER	ManagementFor	For
1L.	ELECTION OF DIRECTOR: RAY G. YOUNG	ManagementFor	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	ManagementFor	For
3.	A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED UNDER THE	ManagementFor	For
4.	HEADING "COMPENSATION DISCUSSION & ANALYSIS" A NON-BINDING VOTE ON THE FREQUENCY WITH WHICH SHAREOWNERS WILL APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS IN FUTURE YEARS	Management1 Year	For
5.	SHAREOWNER PROPOSAL CONCERNING A POLICY ON ACCELERATED VESTING OF EQUITY AWARDS OF SENIOR EXECUTIVE OFFICERS UPON A CHANGE IN CONTROL	Shareholder Against	For

PENTAIR PLC

Security	G7S00T104	Meeting Type	Annual
Ticker Symbol	PNR	Meeting Date	09-May-2017
ISIN	IE00BLS09M33	Agenda	934545483 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GLYNIS A. BRYAN	ManagementFor	For	For
1B.		ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: JERRY W. BURRIS		
	ELECTION OF DIRECTOR: CAROL ANTHONY (JOHN) DAVIDSON	ManagementFor	For
1C.			
	ELECTION OF DIRECTOR: JACQUES ESCULIER	ManagementFor	For
1D.			
	ELECTION OF DIRECTOR: EDWARD P. GARDEN	ManagementFor	For
1E.			
	ELECTION OF DIRECTOR: T. MICHAEL GLENN	ManagementFor	For
1F.			
	ELECTION OF DIRECTOR: DAVID H. Y. HO	ManagementFor	For
1G.			
	ELECTION OF DIRECTOR: RANDALL J. HOGAN	ManagementFor	For
1H.			
	ELECTION OF DIRECTOR: DAVID A. JONES	ManagementFor	For
1I.			
	ELECTION OF DIRECTOR: RONALD L. MERRIMAN	ManagementFor	For
1J.			
	ELECTION OF DIRECTOR: WILLIAM T. MONAHAN	ManagementFor	For
1K.			
	ELECTION OF DIRECTOR: BILLIE IDA WILLIAMSON	ManagementFor	For
1L.			
	TO APPROVE, BY NON-BINDING ADVISORY VOTE,		
2.	THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	ManagementFor	For
	TO RECOMMEND, BY NON-BINDING ADVISORY		
	VOTE, THE FREQUENCY OF FUTURE ADVISORY		
3.	VOTES ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management1 Year	For
	TO RATIFY, BY NON-BINDING ADVISORY VOTE, THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF PENTAIR PLC AND TO		
4.	AUTHORIZE, BY BINDING VOTE, THE AUDIT AND FINANCE COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS' REMUNERATION.	ManagementFor	For
	TO AUTHORIZE THE PRICE RANGE AT WHICH PENTAIR PLC CAN RE-ALLOT SHARES IT HOLDS AS	ManagementFor	For
5.			



TREASURY SHARES UNDER IRISH  
LAW. (SPECIAL  
RESOLUTION)  
TO APPROVE AMENDMENTS TO  
PENTAIR PLC'S

6. ARTICLES OF ASSOCIATION TO IMPLEMENT PROXY ACCESS. (SPECIAL RESOLUTION)

Management Abstain Against

THE TIMKEN COMPANY

Security 887389104

Ticker Symbol TKR

ISIN US8873891043

Meeting Type

Annual

Meeting Date

09-May-2017

Agenda

934548972 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MARIA A. CROWE		For	For
	2 RICHARD G. KYLE		For	For
	3 JOHN A. LUKE, JR.		For	For
	4 CHRISTOPHER L. MAPES		For	For
	5 JAMES F. PALMER		For	For
	6 AJITA G. RAJENDRA		For	For
	7 JOSEPH W. RALSTON		For	For
	8 FRANK C.SULLIVAN		For	For
	9 JOHN M. TIMKEN, JR.		For	For
	10 WARD J. TIMKEN, JR.		For	For
	11 JACQUELINE F. WOODS		For	For

RATIFICATION OF THE APPOINTMENT  
OF ERNST &

2. YOUNG LLP AS OUR INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.

Management For For

3. APPROVAL, ON AN ADVISORY BASIS, OF NAMED EXECUTIVE OFFICER COMPENSATION. RECOMMENDATION, ON AN ADVISORY BASIS, OF

Management For For

4. THE FREQUENCY OF THE SHAREHOLDER ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.

Management 1 Year For

ALLETE, INC.

Security 018522300

Ticker Symbol ALE

ISIN US0185223007

Meeting Type

Annual

Meeting Date

09-May-2017

Agenda

934551359 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: KATHRYN W. DINDO		
1B.	ELECTION OF DIRECTOR: SIDNEY W. EMERY, JR.	ManagementFor	For
1C.	ELECTION OF DIRECTOR: GEORGE G. GOLDFARB	ManagementFor	For
1D.	ELECTION OF DIRECTOR: JAMES S. HAINES, JR.	ManagementFor	For
1E.	ELECTION OF DIRECTOR: ALAN R. HODNIK	ManagementFor	For
1F.	ELECTION OF DIRECTOR: JAMES J. HOOLIHAN	ManagementFor	For
1G.	ELECTION OF DIRECTOR: HEIDI E. JIMMERSON	ManagementFor	For
1H.	ELECTION OF DIRECTOR: MADELEINE W. LUDLOW	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DOUGLAS C. NEVE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: LEONARD C. RODMAN	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
4.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS ALLETE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For

WYNDHAM WORLDWIDE CORPORATION

Security	98310W108	Meeting Type	Annual
Ticker Symbol	WYN	Meeting Date	09-May-2017
ISIN	US98310W1080	Agenda	934554874 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MYRA J. BIBLOWIT		For	For
	2 LOUISE F. BRADY		For	For
	3 JAMES E. BUCKMAN		For	For
	4 GEORGE HERRERA		For	For
	5 STEPHEN P. HOLMES		For	For
	6 BRIAN M. MULRONEY		For	For
	7 PAULINE D.E. RICHARDS		For	For
	8 MICHAEL H. WARGOTZ		For	For
2.	TO VOTE ON AN ADVISORY RESOLUTION TO	ManagementFor		For

- APPROVE EXECUTIVE COMPENSATION  
TO VOTE ON AN ADVISORY  
RESOLUTION ON THE  
3. FREQUENCY OF THE ADVISORY VOTE ON  
EXECUTIVE COMPENSATION  
TO VOTE ON A PROPOSAL TO RATIFY  
THE  
4. APPOINTMENT OF DELOITTE &  
TOUCHE LLP TO  
SERVE AS OUR INDEPENDENT  
REGISTERED  
PUBLIC ACCOUNTING FIRM FOR  
FISCAL YEAR 2017  
TO VOTE ON A SHAREHOLDER  
PROPOSAL  
5. REGARDING POLITICAL  
CONTRIBUTIONS  
DISCLOSURE IF PROPERLY  
PRESENTED AT THE  
MEETING

O'REILLY AUTOMOTIVE, INC.

Security	67103H107	Meeting Type	Annual
Ticker Symbol	ORLY	Meeting Date	09-May-2017
ISIN	US67103H1077	Agenda	934560930 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID O'REILLY	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES H. O'REILLY, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: LARRY O'REILLY	Management	For	For
1D.	ELECTION OF DIRECTOR: ROSALIE O'REILLY WOOTEN	Management	For	For
1E.	ELECTION OF DIRECTOR: JAY D. BURCHFIELD	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS T. HENDRICKSON	Management	For	For
1G.	ELECTION OF DIRECTOR: PAUL R. LEDERER	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN R. MURPHY	Management	For	For
1I.	ELECTION OF DIRECTOR: RONALD RASHKOW	Management	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
3.		Management	1 Year	For

ADVISORY VOTE ON THE FREQUENCY OF FUTURE SAY ON PAY VOTES.

- |    |   |                     |     |
|----|---|---------------------|-----|
| 4. | APPROVAL OF THE 2017 INCENTIVE AWARD PLAN.  | ManagementFor       | For |
| 5. | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP, AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | ManagementFor       | For |
| 6. | SHAREHOLDER PROPOSAL ENTITLED "SPECIAL SHAREOWNER MEETINGS."  | Shareholder Against | For |

AVON PRODUCTS, INC.

Security	054303102	Meeting Type	Annual
Ticker Symbol	AVP	Meeting Date	09-May-2017
ISIN	US0543031027	Agenda	934562097 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOSE ARMARIO		For	For
	2 W. DON CORNWELL		For	For
	3 NANCY KILLEFER		For	For
	4 SUSAN J. KROPF		For	For
	5 HELEN MCCLUSKEY		For	For
	6 SHERI MCCOY		For	For
	7 CHARLES H. NOSKI		For	For
	8 CATHY D. ROSS		For	For

NON-BINDING, ADVISORY VOTE TO APPROVE

- |    |   |               |     |
|----|---|---------------|-----|
| 2. | COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | ManagementFor | For |
|----|---|---------------|-----|

NON-BINDING, ADVISORY VOTE ON THE

- |    |  |                  |     |
|----|--|------------------|-----|
| 3. | FREQUENCY OF THE EXECUTIVE COMPENSATION ADVISORY VOTE. | Management1 Year | For |
|----|--|------------------|-----|

RATIFICATION OF THE APPOINTMENT OF

- |    |   |               |     |
|----|---|---------------|-----|
| 4. | PRICEWATERHOUSECOOPERS LLP, UNITED KINGDOM, AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, FOR 2017. | ManagementFor | For |
|----|---|---------------|-----|

FRANCO-NEVADA CORPORATION

Security	351858105	Meeting Type	Annual and Special Meeting
Ticker Symbol	FNV	Meeting Date	09-May-2017

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN	CA3518581051	Agenda	934564205 - Management
Item	Proposal	Proposed by	Vote For/Against Management
01	DIRECTOR	Management	
	1 PIERRE LASSONDE		For For
	2 DAVID HARQUAIL		For For
	3 TOM ALBANESE		For For
	4 DEREK W. EVANS		For For
	5 GRAHAM FARQUHARSON		For For
	6 CATHARINE FARROW		For For
	7 LOUIS GIGNAC		For For
	8 RANDALL OLIPHANT		For For
	9 DAVID R. PETERSON		For For
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For
03	ACCEPTANCE OF THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.	Management	For
	NISOURCE INC.		
Security	65473P105	Meeting Type	Annual
Ticker Symbol	NI	Meeting Date	09-May-2017
ISIN	US65473P1057	Agenda	934568289 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD A. ABDOO	Management	For
1B.	ELECTION OF DIRECTOR: PETER A. ALTABEF	Management	For
1C.	ELECTION OF DIRECTOR: ARISTIDES S. CANDRIS	Management	For
1D.	ELECTION OF DIRECTOR: WAYNE S. DEVEYDT	Management	For
1E.	ELECTION OF DIRECTOR: JOSEPH HAMROCK	Management	For
1F.	ELECTION OF DIRECTOR: DEBORAH A. HENRETTA	Management	For
1G.	ELECTION OF DIRECTOR: MICHAEL E. JESANIS	Management	For
1H.	ELECTION OF DIRECTOR: KEVIN T. KABAT	Management	For
1I.	ELECTION OF DIRECTOR: RICHARD L. THOMPSON	Management	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

- |     |   |            |        |     |
|-----|---|------------|--------|-----|
| 1J. | ELECTION OF DIRECTOR: CAROLYN Y. WOO  | Management | For    | For |
| 2.  | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR.                          | Management | For    | For |
| 3.  | TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION ON AN ADVISORY BASIS.   | Management | For    | For |
| 4.  | TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. | Management | 1 Year | For |

CONSOL ENERGY INC.

Security	20854P109	Meeting Type	Annual
Ticker Symbol	CNX	Meeting Date	09-May-2017
ISIN	US20854P1093	Agenda	934579674 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ALVIN R. CARPENTER		For	For
	2 J. PALMER CLARKSON		For	For
	3 WILLIAM E. DAVIS		For	For
	4 NICHOLAS J. DEIULIIS		For	For
	5 MAUREEN E. LALLY-GREEN		For	For
	6 BERNARD LANIGAN, JR.		For	For
	7 JOHN T. MILLS		For	For
	8 JOSEPH P. PLATT		For	For
	9 WILLIAM P. POWELL		For	For
	10 EDWIN S. ROBERSON		For	For
	11 W.N. THORNDIKE, JR.		For	For
2.	RATIFICATION OF ANTICIPATED SELECTION OF INDEPENDENT AUDITOR: ERNST & YOUNG LLP.	Management	For	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF COMPENSATION PAID IN 2016 TO CONSOL ENERGY INC.'S NAMED EXECUTIVES.	Management	For	For
4.	APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
5.		Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

A SHAREHOLDER PROPOSAL  
REGARDING A  
REPORT ON POLITICAL  
CONTRIBUTIONS.

FRANCO-NEVADA CORPORATION

Security	351858105	Meeting Type	Annual and Special Meeting
Ticker Symbol	FNV	Meeting Date	09-May-2017
ISIN	CA3518581051	Agenda	934584207 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 PIERRE LASSONDE		For	For
	2 DAVID HARQUAIL		For	For
	3 TOM ALBANESE		For	For
	4 DEREK W. EVANS		For	For
	5 GRAHAM FARQUHARSON		For	For
	6 CATHARINE FARROW		For	For
	7 LOUIS GIGNAC		For	For
	8 RANDALL OLIPHANT		For	For
	9 DAVID R. PETERSON		For	For

APPOINTMENT OF  
PRICEWATERHOUSECOOPERS  
LLP, CHARTERED ACCOUNTANTS, AS  
AUDITORS OF  
THE CORPORATION FOR THE ENSUING  
YEAR AND  
AUTHORIZING THE DIRECTORS TO FIX  
THEIR  
REMUNERATION.

02	THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For
03	ACCEPTANCE OF THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION.	Management	For	For

MURPHY OIL CORPORATION

Security	626717102	Meeting Type	Annual
Ticker Symbol	MUR	Meeting Date	10-May-2017
ISIN	US6267171022	Agenda	934549809 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: T.J. COLLINS	Management	For	For
1B.	ELECTION OF DIRECTOR: S.A. COSSE	Management	For	For
1C.	ELECTION OF DIRECTOR: C.P. DEMING	Management	For	For
1D.	ELECTION OF DIRECTOR: L.R. DICKERSON	Management	For	For
1E.	ELECTION OF DIRECTOR: R.W. JENKINS	Management	For	For
1F.	ELECTION OF DIRECTOR: E.W. KELLER	Management	For	For
1G.	ELECTION OF DIRECTOR: J.V. KELLEY	Management	For	For
1H.	ELECTION OF DIRECTOR: W. MIROSH	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1I.	ELECTION OF DIRECTOR: R.M. MURPHY	ManagementFor	For
1J.	ELECTION OF DIRECTOR: J.W. NOLAN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: N.E. SCHMALE	ManagementFor	For
1L.	ELECTION OF DIRECTOR: L.A. SUGG	ManagementFor	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	ManagementFor	For
3.	ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management1 Year	For
4.	APPROVE THE PROPOSED 2012 LONG-TERM INCENTIVE PLAN PERFORMANCE METRICS.	ManagementFor	For
5.	APPROVE THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For

ANADARKO PETROLEUM CORPORATION

Security	032511107	Meeting Type	Annual
Ticker Symbol	APC	Meeting Date	10-May-2017
ISIN	US0325111070	Agenda	934553769 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANTHONY R. CHASE	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID E. CONSTABLE	Management	For	For
1C.	ELECTION OF DIRECTOR: H. PAULETT EBERHART	Management	For	For
1D.	ELECTION OF DIRECTOR: CLAIRE S. FARLEY	Management	For	For
1E.	ELECTION OF DIRECTOR: PETER J. FLUOR	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD L. GEORGE	Management	For	For
1G.	ELECTION OF DIRECTOR: JOSEPH W. GORDER	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN R. GORDON	Management	For	For
1I.	ELECTION OF DIRECTOR: SEAN GOURLEY	Management	For	For
1J.	ELECTION OF DIRECTOR: MARK C. MCKINLEY	Management	For	For
1K.	ELECTION OF DIRECTOR: ERIC D. MULLINS	Management	For	For
1L.		Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ELECTION OF DIRECTOR: R. A. WALKER

- |    |  |                  |     |
|----|--|------------------|-----|
| 2. | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITOR.                                  | ManagementFor    | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.                                   | ManagementFor    | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION. | Management1 Year | For |

KOHL'S CORPORATION

Security	500255104	Meeting Type	Annual
Ticker Symbol	KSS	Meeting Date	10-May-2017
ISIN	US5002551043	Agenda	934555179 - Management

- | Item | Proposal  | Proposed by | Vote   | For/Against Management |
|------|---|-------------|--------|------------------------|
| 1A.  | ELECTION OF DIRECTOR: PETER BONEPARTH   | Management  | For    | For                    |
| 1B.  | ELECTION OF DIRECTOR: STEVEN A. BURD  | Management  | For    | For                    |
| 1C.  | ELECTION OF DIRECTOR: KEVIN MANSELL   | Management  | For    | For                    |
| 1D.  | ELECTION OF DIRECTOR: JONAS PRISING   | Management  | For    | For                    |
| 1E.  | ELECTION OF DIRECTOR: JOHN E. SCHLIFSKE   | Management  | For    | For                    |
| 1F.  | ELECTION OF DIRECTOR: ADRIANNE SHAPIRA  | Management  | For    | For                    |
| 1G.  | ELECTION OF DIRECTOR: FRANK V. SICA   | Management  | For    | For                    |
| 1H.  | ELECTION OF DIRECTOR: STEPHANIE A. STREETER   | Management  | For    | For                    |
| 1I.  | ELECTION OF DIRECTOR: NINA G. VACA  | Management  | For    | For                    |
| 1J.  | ELECTION OF DIRECTOR: STEPHEN E. WATSON   | Management  | For    | For                    |
| 2.   | RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management  | For    | For                    |
| 3.   | ADVISORY VOTE ON APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION.                        | Management  | For    | For                    |
| 4.   | ADVISORY VOTE ON THE FREQUENCY OF FUTURE SHAREHOLDER ADVISORY VOTES ON                    | Management  | 1 Year | For                    |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

NAMED  
EXECUTIVE OFFICER COMPENSATION.  
APPROVE THE KOHL'S CORPORATION

5. 2017 LONG-TERM COMPENSATION PLAN. ManagementFor For

6. SHAREHOLDER PROPOSAL:  
INDEPENDENT CHAIR. Shareholder Against For

CVS HEALTH CORPORATION

Security	126650100	Meeting Type	Annual
Ticker Symbol	CVS	Meeting Date	10-May-2017
ISIN	US1266501006	Agenda	934558707 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD M. BRACKEN	Management	For	For
1B.	ELECTION OF DIRECTOR: C. DAVID BROWN II	Management	For	For
1C.	ELECTION OF DIRECTOR: ALECIA A. DECOUDREAUX	Management	For	For
1D.	ELECTION OF DIRECTOR: NANCY-ANN M. DEPARLE	Management	For	For
1E.	ELECTION OF DIRECTOR: DAVID W. DORMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: ANNE M. FINUCANE	Management	For	For
1G.	ELECTION OF DIRECTOR: LARRY J. MERLO	Management	For	For
1H.	ELECTION OF DIRECTOR: JEAN-PIERRE MILLON	Management	For	For
1I.	ELECTION OF DIRECTOR: MARY L. SCHAPIRO	Management	For	For
1J.	ELECTION OF DIRECTOR: RICHARD J. SWIFT	Management	For	For
1K.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Management	For	For
1L.	ELECTION OF DIRECTOR: TONY L. WHITE	Management	For	For
2.	PROPOSAL TO RATIFY INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
4.	TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management	1 Year	For
5.		Management	For	For

PROPOSAL TO APPROVE THE 2017  
INCENTIVE

## COMPENSATION PLAN.

## STOCKHOLDER PROPOSAL

## REGARDING THE

- |    |   |             |         |         |
|----|---|-------------|---------|---------|
| 6. | OWNERSHIP THRESHOLD FOR<br>CALLING SPECIAL<br>MEETINGS OF STOCKHOLDERS.<br>STOCKHOLDER PROPOSAL | Shareholder | Against | For     |
| 7. | REGARDING A REPORT<br>ON EXECUTIVE PAY.<br>STOCKHOLDER PROPOSAL                                 | Shareholder | Against | For     |
| 8. | REGARDING A REPORT<br>ON RENEWABLE ENERGY TARGETS.  | Shareholder | Abstain | Against |

## ITT INC

Security	45073V108	Meeting Type	Annual
Ticker Symbol	ITT	Meeting Date	10-May-2017
ISIN	US45073V1089	Agenda	934558757 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ORLANDO D. ASHFORD	Management	For	For
1B.	ELECTION OF DIRECTOR: GERAUD DARNIS	Management	For	For
1C.	ELECTION OF DIRECTOR: DONALD DEFOSSET, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: NICHOLAS C. FANANDAKIS	Management	For	For
1E.	ELECTION OF DIRECTOR: CHRISTINA A. GOLD	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD P. LAVIN	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Management	For	For
1H.	ELECTION OF DIRECTOR: REBECCA A. MCDONALD	Management	For	For
1I.	ELECTION OF DIRECTOR: TIMOTHY H. POWERS	Management	For	For
1J.	ELECTION OF DIRECTOR: DENISE L. RAMOS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE 2017 FISCAL YEAR	Management	For	For
3.	APPROVAL OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For

ADVISORY VOTE ON THE FREQUENCY  
OF FUTURE  
SHAREHOLDER VOTES ON EXECUTIVE  
COMPENSATION

4. Management 1 Year For

GILEAD SCIENCES, INC.

Security 375558103

Ticker Symbol GILD

ISIN US3755581036

Meeting Type

Annual

Meeting Date

10-May-2017

Agenda

934558810 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN F. COGAN, PH.D.	Management	For	For
1B.	ELECTION OF DIRECTOR: KELLY A. KRAMER	Management	For	For
1C.	ELECTION OF DIRECTOR: KEVIN E. LOFTON	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN C. MARTIN, PH.D.	Management	For	For
1E.	ELECTION OF DIRECTOR: JOHN F. MILLIGAN, PH.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: NICHOLAS G. MOORE	Management	For	For
1G.	ELECTION OF DIRECTOR: RICHARD J. WHITLEY, M.D	Management	For	For
1H.	ELECTION OF DIRECTOR: GAYLE E. WILSON	Management	For	For
1I.	ELECTION OF DIRECTOR: PER WOLD-OLSEN	Management	For	For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	RESTATEMENT OF THE GILEAD SCIENCES, INC. 2004 EQUITY INCENTIVE PLAN.	Management	Against	Against
4.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
5.	ADVISORY VOTE AS TO THE FREQUENCY OF FUTURE ADVISORY SHAREHOLDER VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
6.	STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.	Shareholder	Against	For
7.		Shareholder	Against	For

STOCKHOLDER PROPOSAL  
REQUESTING THAT THE  
BOARD ADOPT A POLICY THAT THE  
CHAIRMAN OF  
THE BOARD OF DIRECTORS BE AN  
INDEPENDENT  
DIRECTOR.

KINDER MORGAN, INC.

Security	49456B101	Meeting Type	Annual
Ticker Symbol	KMI	Meeting Date	10-May-2017
ISIN	US49456B1017	Agenda	934558884 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD D. KINDER	Management	For	For
1B.	ELECTION OF DIRECTOR: STEVEN J. KEAN	Management	For	For
1C.	ELECTION OF DIRECTOR: KIMBERLY A. DANG	Management	For	For
1D.	ELECTION OF DIRECTOR: TED A. GARDNER	Management	For	For
1E.	ELECTION OF DIRECTOR: ANTHONY W. HALL, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: GARY L. HULTQUIST	Management	For	For
1G.	ELECTION OF DIRECTOR: RONALD L. KUEHN, JR.	Management	For	For
1H.	ELECTION OF DIRECTOR: DEBORAH A. MACDONALD	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL C. MORGAN	Management	For	For
1J.	ELECTION OF DIRECTOR: ARTHUR C. REICHSTETTER	Management	For	For
1K.	ELECTION OF DIRECTOR: FAYEZ SAROFIM	Management	For	For
1L.	ELECTION OF DIRECTOR: C. PARK SHAPER	Management	For	For
1M.	ELECTION OF DIRECTOR: WILLIAM A. SMITH	Management	For	For
1N.	ELECTION OF DIRECTOR: JOEL V. STAFF	Management	For	For
1O.	ELECTION OF DIRECTOR: ROBERT F. VAGT	Management	For	For
1P.	ELECTION OF DIRECTOR: PERRY M. WAUGHTAL	Management	For	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING	Management	For	For

- |    |  |                     |         |
|----|--|---------------------|---------|
| 3. | FIRM FOR 2017<br>STOCKHOLDER PROPOSAL RELATING<br>TO A PROXY<br>ACCESS BYLAW   | Shareholder Abstain | Against |
| 4. | STOCKHOLDER PROPOSAL RELATING<br>TO A<br>REPORT ON METHANE EMISSIONS   | Shareholder Abstain | Against |
| 5. | STOCKHOLDER PROPOSAL RELATING<br>TO AN<br>ANNUAL SUSTAINABILITY REPORT   | Shareholder Abstain | Against |
| 6. | STOCKHOLDER PROPOSAL RELATING<br>TO AN<br>ASSESSMENT OF THE MEDIUM- AND<br>LONG-TERM<br>PORTFOLIO IMPACTS OF<br>TECHNOLOGICAL<br>ADVANCES AND GLOBAL CLIMATE<br>CHANGE<br>POLICIES | Shareholder Abstain | Against |

XYLEM INC.

Security	98419M100	Meeting Type	Annual
Ticker Symbol	XYL	Meeting Date	10-May-2017
ISIN	US98419M1009	Agenda	934563203 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CURTIS J. CRAWFORD, PH.D.	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT F. FRIEL	Management	For	For
1C.	ELECTION OF DIRECTOR: STEN E. JAKOBSSON	Management	For	For
1D.	ELECTION OF DIRECTOR: STEVEN R. LORANGER	Management	For	For
1E.	ELECTION OF DIRECTOR: SURYA N. MOHAPATRA, PH.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: JEROME A. PERIBERE	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	MANAGEMENT PROPOSAL : APPROVAL OF AN	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

AMENDMENT TO THE COMPANY'S  
ARTICLES OF  
INCORPORATION TO ALLOW  
SHAREHOLDERS TO  
AMEND THE BY-LAWS.

CALIFORNIA RESOURCES CORPORATION

Security	13057Q206	Meeting Type	Annual
Ticker Symbol	CRC	Meeting Date	10-May-2017
ISIN	US13057Q2066	Agenda	934563948 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM E. ALBRECHT	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD W. MONCRIEF	Management	For	For
1C.	ELECTION OF DIRECTOR: TODD A. STEVENS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For

ALCOA CORP.

Security	013872106	Meeting Type	Annual
Ticker Symbol	AA	Meeting Date	10-May-2017
ISIN	US0138721065	Agenda	934564267 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Management	For	For
1B.	ELECTION OF DIRECTOR: MARY ANNE CITRINO	Management	For	For
1C.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Management	For	For
1D.	ELECTION OF DIRECTOR: KATHRYN S. FULLER	Management	For	For
1E.	ELECTION OF DIRECTOR: ROY C. HARVEY	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES A. HUGHES	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES E. NEVELS	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES W. OWENS	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1I.	ELECTION OF DIRECTOR: CAROL L. ROBERTS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: SUZANNE SITHERWOOD	ManagementFor	For
1K.	ELECTION OF DIRECTOR: STEVEN W. WILLIAMS	ManagementFor	For
1L.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE EXECUTIVE COMPENSATION ADVISORY VOTE	Management1 Year	For
5.	APPROVE THE ALCOA CORPORATION ANNUAL CASH INCENTIVE COMPENSATION PLAN (AS AMENDED AND RESTATED)	ManagementFor	For
6.	APPROVE THE ALCOA CORPORATION 2016 STOCK INCENTIVE PLAN (AS AMENDED AND RESTATED)	ManagementAgainst	Against

CIRCOR INTERNATIONAL, INC.

Security	17273K109	Meeting Type	Annual
Ticker Symbol	CIR	Meeting Date	10-May-2017
ISIN	US17273K1097	Agenda	934565877 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SCOTT A. BUCKHOUT		For	For
	2 JOHN (ANDY) O' DONNELL		For	For
2.	TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF THE COMPANY OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31,2017.	ManagementFor		For



3. TO CONSIDER AN ADVISORY RESOLUTION APPROVING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. ManagementFor For
4. TO CONSIDER AND ACT UPON AN ADVISORY VOTE ON THE FREQUENCY AT WHICH THE COMPANY SHOULD INCLUDE AN ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS IN ITS PROXY STATEMENT Management1 Year For

EXPRESS SCRIPTS HOLDING COMPANY

Security	30219G108	Meeting Type	Annual
Ticker Symbol	ESRX	Meeting Date	11-May-2017
ISIN	US30219G1085	Agenda	934549316 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MAURA C. BREEN	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM J. DELANEY	Management	For	For
1C.	ELECTION OF DIRECTOR: ELDER GRANGER, MD, MG, USA (RETIRED)	Management	For	For
1D.	ELECTION OF DIRECTOR: NICHOLAS J. LAHOWCHIC	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS P. MAC MAHON	Management	For	For
1F.	ELECTION OF DIRECTOR: FRANK MERGENTHALER	Management	For	For
1G.	ELECTION OF DIRECTOR: WOODROW A. MYERS, JR., MD	Management	For	For
1H.	ELECTION OF DIRECTOR: RODERICK A. PALMORE	Management	For	For
1I.	ELECTION OF DIRECTOR: GEORGE PAZ	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM L. ROPER, MD, MPH	Management	For	For
1K.	ELECTION OF DIRECTOR: SEYMOUR STERNBERG	Management	For	For
1L.	ELECTION OF DIRECTOR: TIMOTHY WENTWORTH	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS	Management	For	For

- THE  
COMPANY'S INDEPENDENT  
REGISTERED PUBLIC  
ACCOUNTANTS FOR 2017.  
TO APPROVE, BY NON-BINDING VOTE,  
3. EXECUTIVE ManagementFor For  
COMPENSATION.  
TO RECOMMEND, BY NON-BINDING  
4. VOTE, THE Management1 Year For  
FREQUENCY OF EXECUTIVE  
COMPENSATION  
VOTES.  
STOCKHOLDER PROPOSAL  
REQUESTING THE  
BOARD ADOPT A POLICY AND AMEND  
THE  
5. COMPANY'S GOVERNANCE Shareholder Against For  
DOCUMENTS, AS  
NECESSARY, TO REQUIRE THE  
CHAIRMAN OF THE  
BOARD, WHENEVER POSSIBLE, TO BE  
AN  
INDEPENDENT MEMBER OF THE  
BOARD.  
STOCKHOLDER PROPOSAL  
REQUESTING THE  
6. COMPANY TO REPORT ANNUALLY TO Shareholder Abstain Against  
THE BOARD  
AND STOCKHOLDERS, IDENTIFYING  
WHETHER  
THERE EXISTS A GENDER PAY-GAP  
AMONG THE  
COMPANY'S EMPLOYEES, AND IF SO,  
THE  
MEASURES BEING TAKEN TO  
ELIMINATE ANY SUCH  
PAY DISPARITIES AND TO FACILITATE  
AN  
ENVIRONMENT THAT PROMOTES  
OPPORTUNITIES  
FOR EQUAL ADVANCEMENT OF  
WOMEN.

APACHE CORPORATION

Security	037411105	Meeting Type	Annual
Ticker Symbol	APA	Meeting Date	11-May-2017
ISIN	US0374111054	Agenda	934551006 - Management

- | Item | Proposal                            | Proposed<br>by | Vote | For/Against<br>Management |
|------|-------------------------------------|----------------|------|---------------------------|
| 1.   | ELECTION OF DIRECTOR: ANNELL R. BAY | Management     | For  | For                       |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.	ELECTION OF DIRECTOR: JOHN J. CHRISTMANN IV	ManagementFor	For
3.	ELECTION OF DIRECTOR: CHANSOO JOUNG	ManagementFor	For
4.	ELECTION OF DIRECTOR: WILLIAM C. MONTGOMERY	ManagementFor	For
5.	ELECTION OF DIRECTOR: AMY H. NELSON	ManagementFor	For
6.	ELECTION OF DIRECTOR: DANIEL W. RABUN	ManagementFor	For
7.	ELECTION OF DIRECTOR: PETER A. RAGAUS	ManagementFor	For
8.	RATIFICATION OF ERNST & YOUNG LLP AS APACHE'S INDEPENDENT AUDITORS.	ManagementFor	For
9.	ADVISORY VOTE TO APPROVE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
10.	ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE TO APPROVE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS.	Management1 Year	For

FORD MOTOR COMPANY

Security	345370860	Meeting Type	Annual
Ticker Symbol	F	Meeting Date	11-May-2017
ISIN	US3453708600	Agenda	934551032 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: STEPHEN G. BUTLER	Management	For	For
1B.	ELECTION OF DIRECTOR: KIMBERLY A. CASIANO	Management	For	For
1C.	ELECTION OF DIRECTOR: ANTHONY F. EARLEY, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: MARK FIELDS	Management	For	For
1E.	ELECTION OF DIRECTOR: EDSEL B. FORD II	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM CLAY FORD, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: WILLIAM W. HELMAN IV	Management	For	For
1H.	ELECTION OF DIRECTOR: JON M. HUNTSMAN, JR.	Management	For	For
1I.	ELECTION OF DIRECTOR: WILLIAM E. KENNARD	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN C. LECHLEITER	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1K.	ELECTION OF DIRECTOR: ELLEN R. MARRAM	Management	For	For
1L.	ELECTION OF DIRECTOR: JOHN L. THORNTON	Management	For	For
1M.	ELECTION OF DIRECTOR: LYNN M. VOJVODICH	Management	For	For
1N.	ELECTION OF DIRECTOR: JOHN S. WEINBERG	Management	For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	SAY-ON-PAY - AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.	Management	For	For
4.	AN ADVISORY VOTE ON THE FREQUENCY OF A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVES.	Management	1 Year	For
5.	RELATING TO CONSIDERATION OF A RECAPITALIZATION PLAN TO PROVIDE THAT ALL OF THE COMPANY'S OUTSTANDING STOCK HAVE ONE VOTE PER SHARE.	Shareholder	For	Against
6.	RELATING TO DISCLOSURE OF THE COMPANY'S LOBBYING ACTIVITIES AND EXPENDITURES.	Shareholder	Against	For

INVESCO LTD

Security	G491BT108	Meeting Type	Annual
Ticker Symbol	IVZ	Meeting Date	11-May-2017
ISIN	BMG491BT1088	Agenda	934551640 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	ELECTION OF DIRECTOR: SARAH E. BESHAR	Management	For	For
1.2	ELECTION OF DIRECTOR: JOSEPH R. CANION	Management	For	For
1.3	ELECTION OF DIRECTOR: MARTIN L. FLANAGAN	Management	For	For
1.4	ELECTION OF DIRECTOR: C. ROBERT HENRIKSON	Management	For	For
1.5	ELECTION OF DIRECTOR: BEN F. JOHNSON III	Management	For	For
1.6	ELECTION OF DIRECTOR: DENIS KESSLER	Management	For	For
1.7		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: SIR NIGEL SHEINWALD		
1.8	ELECTION OF DIRECTOR: G. RICHARD WAGONER, JR.	ManagementFor	For
1.9	ELECTION OF DIRECTOR: PHOEBE A. WOOD	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S 2016 EXECUTIVE COMPENSATION	ManagementFor	For
3.	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management1 Year	For
4.	AMENDMENT OF SECOND AMENDED AND RESTATED BYE-LAWS TO IMPLEMENT PROXY ACCESS AND OTHER MATTERS	ManagementAbstain	Against
5.	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	ManagementFor	For

AVISTA CORP.

Security	05379B107	Meeting Type	Annual
Ticker Symbol	AVA	Meeting Date	11-May-2017
ISIN	US05379B1070	Agenda	934552907 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERIK J. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: KRISTIANNE BLAKE	Management	For	For
1C.	ELECTION OF DIRECTOR: DONALD C. BURKE	Management	For	For
1D.	ELECTION OF DIRECTOR: REBECCA A. KLEIN	Management	For	For
1E.	ELECTION OF DIRECTOR: SCOTT H. MAW	Management	For	For
1F.	ELECTION OF DIRECTOR: SCOTT L. MORRIS	Management	For	For
1G.	ELECTION OF DIRECTOR: MARC F. RACICOT	Management	For	For
1H.	ELECTION OF DIRECTOR: HEIDI B. STANLEY	Management	For	For
1I.	ELECTION OF DIRECTOR: R. JOHN TAYLOR	Management	For	For
1J.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: JANET D. WIDMANN		
	AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION TO REDUCE CERTAIN SHAREHOLDER APPROVAL REQUIREMENTS.	Management	For
2.			
	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For
3.			
	ADVISORY (NON-BINDING) VOTE ON EXECUTIVE COMPENSATION.	Management	For
4.			
	ADVISORY(NON-BINDING) VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year For
5.			

LABORATORY CORP. OF AMERICA HOLDINGS

Security	50540R409	Meeting Type	Annual
Ticker Symbol	LH	Meeting Date	11-May-2017
ISIN	US50540R4092	Agenda	934559090 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KERRII B. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: JEAN-LUC BELINGARD	Management	For	For
1C.	ELECTION OF DIRECTOR: D. GARY GILLILAND, M.D., PH.D.	Management	For	For
1D.	ELECTION OF DIRECTOR: DAVID P. KING	Management	For	For
1E.	ELECTION OF DIRECTOR: GARHENG KONG, M.D., PH.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: ROBERT E. MITTELSTAEDT, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: PETER M. NEUPERT	Management	For	For
1H.	ELECTION OF DIRECTOR: RICHELLE P. PARHAM	Management	For	For
1I.	ELECTION OF DIRECTOR: ADAM H. SCHECHTER	Management	For	For
1J.	ELECTION OF DIRECTOR: R. SANDERS WILLIAMS,	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	M.D.			
2.	TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION.	Management	For	For
3.	TO RECOMMEND BY NON-BINDING VOTE, THE FREQUENCY OF FUTURE NON-BINDING VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS LABORATORY CORPORATION OF AMERICA HOLDINGS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
5.	SHAREHOLDER PROPOSAL TO REQUIRE BOARD REPORTS RELATED TO THE ZIKA VIRUS.	Shareholder	Against	For

ZOETIS INC.

Security	98978V103	Meeting Type	Annual
Ticker Symbol	ZTS	Meeting Date	11-May-2017
ISIN	US98978V1035	Agenda	934559634 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GREGORY NORDEN	Management	For	For
1B.	ELECTION OF DIRECTOR: LOUISE M. PARENT	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT W. SCULLY	Management	For	For
2.	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION (SAY ON PAY). RATIFICATION OF APPOINTMENT OF KPMG LLP AS	Management	For	For
3.	OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For

THE DOW CHEMICAL COMPANY

Security	260543103	Meeting Type	Annual
Ticker Symbol	DOW	Meeting Date	11-May-2017
ISIN	US2605431038	Agenda	934561691 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: AJAY BANGA	Management	For	For
1B.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: JACQUELINE K. BARTON		
1C.	ELECTION OF DIRECTOR: JAMES A. BELL	ManagementFor	For
1D.	ELECTION OF DIRECTOR: RICHARD K. DAVIS	ManagementFor	For
1E.	ELECTION OF DIRECTOR: JEFF M. FETTIG	ManagementFor	For
1F.	ELECTION OF DIRECTOR: ANDREW N. LIVERIS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: MARK LOUGHRIDGE	ManagementFor	For
1H.	ELECTION OF DIRECTOR: RAYMOND J. MILCHOVICH	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ROBERT S. (STEVE) MILLER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: PAUL POLMAN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	ManagementFor	For
1L.	ELECTION OF DIRECTOR: JAMES M. RINGLER	ManagementFor	For
1M.	ELECTION OF DIRECTOR: RUTH G. SHAW	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
4.	ADVISORY RESOLUTION ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION.	Management1 Year	For

UNITI GROUP, INC.

Security	91325V108	Meeting Type	Annual
Ticker Symbol	UNIT	Meeting Date	11-May-2017
ISIN	US91325V1089	Agenda	934562732 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JENNIFER S. BANNER	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: SCOTT G. BRUCE	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: FRANCIS X. ("SKIP")	ManagementFor	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	FRANTZ		
1D.	ELECTION OF DIRECTOR: ANDREW FREY	ManagementFor	For
1E.	ELECTION OF DIRECTOR: KENNETH A. GUNDERMAN	ManagementFor	For
1F.	ELECTION OF DIRECTOR: DAVID L. SOLOMON	ManagementFor	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR THE YEAR ENDING DECEMBER 31, 2017.	ManagementFor	For

TELUS CORPORATION

Security	87971M103	Meeting Type	Annual
Ticker Symbol	TU	Meeting Date	11-May-2017
ISIN	CA87971M1032	Agenda	934574686 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 R.H. (DICK) AUCHINLECK		For	For
	2 RAYMOND T. CHAN		For	For
	3 STOCKWELL DAY		For	For
	4 LISA DE WILDE		For	For
	5 DARREN ENTWISTLE		For	For
	6 MARY JO HADDAD		For	For
	7 KATHY KINLOCH		For	For
	8 JOHN S. LACEY		For	For
	9 WILLIAM A. MACKINNON		For	For
	10 JOHN MANLEY		For	For
	11 SARABJIT MARWAH		For	For
	12 CLAUDE MONGEAU		For	For
	13 DAVID L. MOWAT		For	For
02	APPOINT DELOITTE LLP AS AUDITORS FOR THE ENSUING YEAR AND AUTHORIZE DIRECTORS TO FIX THEIR REMUNERATION.	ManagementFor		For
03	ACCEPT THE COMPANY'S APPROACH TO EXECUTIVE COMPENSATION.	ManagementFor		For

LABRADOR IRON ORE ROYALTY CORPORATION

Security	505440107	Meeting Type	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol	LIFZF	Meeting Date	11-May-2017
ISIN	CA5054401073	Agenda	934585235 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 WILLIAM J. CORCORAN		For	For
	2 MARK J. FULLER		For	For
	3 DUNCAN N.R. JACKMAN		For	For
	4 JAMES C. MCCARTNEY		For	For
	5 WILLIAM H. MCNEIL		For	For
	6 SANDRA L. ROSCH		For	For
	7 PATRICIA M. VOLKER		For	For
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF LIORC, AND AUTHORIZING THE DIRECTORS OF LIORC TO FIX THEIR REMUNERATION.	Management	For	For

STATOIL ASA

Security	85771P102	Meeting Type	Annual
Ticker Symbol	STO	Meeting Date	11-May-2017
ISIN	US85771P1021	Agenda	934604629 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
3	ELECTION OF CHAIR FOR THE MEETING	Management	For	For
4	APPROVAL OF THE NOTICE AND THE AGENDA	Management	For	For
5	ELECTION OF TWO PERSONS TO CO-SIGN THE MINUTES TOGETHER WITH THE CHAIR OF THE MEETING	Management	For	For
6	APPROVAL OF THE ANNUAL REPORT AND ACCOUNTS FOR STATOIL ASA AND THE STATOIL GROUP FOR 2016, INCLUDING THE BOARD OF DIRECTORS' PROPOSAL FOR DISTRIBUTION OF 4Q 2016 DIVIDEND	Management	For	For
7	AUTHORISATION TO DISTRIBUTE DIVIDEND BASED ON APPROVED ANNUAL ACCOUNTS FOR 2016	Management	For	For
8A	CONTINUATION OF THE SCRIP DIVIDEND	Management	For	For

	PROGRAMME: SHARE CAPITAL INCREASE FOR ISSUE OF NEW SHARES IN CONNECTION WITH PAYMENT OF DIVIDEND FOR 4Q 2016 CONTINUATION OF THE SCRIP DIVIDEND		
	PROGRAMME: AUTHORISATION TO THE BOARD OF		
8B	DIRECTORS TO INCREASE THE SHARE CAPITAL IN CONNECTION WITH PAYMENT OF DIVIDEND FOR 1Q TO 3Q 2017	ManagementFor	For
	PROPOSAL FROM SHAREHOLDER TO ABSTAIN		
9	FROM EXPLORATION DRILLING IN THE SEA	Shareholder Against	For
	PROPOSAL FROM SHAREHOLDER REGARDING		
10	DISCONTINUATION OF EXPLORATION ACTIVITIES AND TEST DRILLING FOR FOSSIL ENERGY RESOURCES	Shareholder Against	For
	PROPOSAL FROM SHAREHOLDER REGARDING		
11	RISK MANAGEMENT PROCESSES	Shareholder Against	For
	THE BOARD OF DIRECTORS' REPORT		
12	ON CORPORATE GOVERNANCE	ManagementFor	For
	ADVISORY VOTE RELATED TO THE BOARD OF		
13A	DIRECTORS' DECLARATION ON STIPULATION OF SALARY AND OTHER REMUNERATION FOR EXECUTIVE MANAGEMENT	ManagementFor	For
	APPROVAL OF THE BOARD OF DIRECTORS'		
13B	PROPOSAL RELATED TO REMUNERATION LINKED TO THE DEVELOPMENT OF THE COMPANY'S SHARE PRICE	ManagementFor	For
	APPROVAL OF REMUNERATION FOR THE		
14	COMPANY'S EXTERNAL AUDITOR FOR 2016	ManagementFor	For
15		ManagementFor	For

	DETERMINATION OF REMUNERATION FOR THE CORPORATE ASSEMBLY		
16	DETERMINATION OF REMUNERATION TO THE NOMINATION COMMITTEE	ManagementFor	For
17	AUTHORISATION TO ACQUIRE STATOIL ASA SHARES IN THE MARKET TO CONTINUE OPERATION OF THE SHARE SAVINGS PLAN FOR EMPLOYEES	ManagementFor	For
18	AUTHORISATION TO ACQUIRE STATOIL ASA SHARES IN THE MARKET FOR SUBSEQUENT ANNULMENT	ManagementFor	For
19	MARKETING INSTRUCTIONS FOR STATOIL ASA - ADJUSTMENTS	ManagementAgainst	Against

WASTE MANAGEMENT, INC.

Security	94106L109	Meeting Type	Annual
Ticker Symbol	WM	Meeting Date	12-May-2017
ISIN	US94106L1098	Agenda	934554747 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Management	For	For
1B.	ELECTION OF DIRECTOR: FRANK M. CLARK, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: JAMES C. FISH, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: ANDRES R. GLUSKI	Management	For	For
1E.	ELECTION OF DIRECTOR: PATRICK W. GROSS	Management	For	For
1F.	ELECTION OF DIRECTOR: VICTORIA M. HOLT	Management	For	For
1G.	ELECTION OF DIRECTOR: KATHLEEN M. MAZZARELLA	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN C. POPE	Management	For	For
1I.	ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

- |    |  |             |         |     |
|----|--|-------------|---------|-----|
| 3. | APPROVAL OF OUR EXECUTIVE<br>COMPENSATION.<br>TO RECOMMEND THE FREQUENCY OF<br>THE   | Management  | For     | For |
| 4. | STOCKHOLDER VOTE ON EXECUTIVE<br>COMPENSATION.<br>STOCKHOLDER PROPOSAL<br>REGARDING A POLICY<br>RESTRICTING ACCELERATED VESTING<br>OF EQUITY | Management  | 1 Year  | For |
| 5. | AWARDS UPON A CHANGE IN<br>CONTROL, IF<br>PROPERLY PRESENTED AT THE<br>MEETING.  | Shareholder | Against | For |

ZIMMER BIOMET HOLDINGS, INC.

Security	98956P102	Meeting Type	Annual
Ticker Symbol	ZBH	Meeting Date	12-May-2017
ISIN	US98956P1021	Agenda	934556676 - Management

- | Item | Proposal  | Proposed<br>by | Vote | For/Against<br>Management |
|------|---|----------------|------|---------------------------|
| 1A.  | ELECTION OF DIRECTOR:<br>CHRISTOPHER B. BEGLEY  | Management     | For  | For                       |
| 1B.  | ELECTION OF DIRECTOR: BETSY J.<br>BERNARD   | Management     | For  | For                       |
| 1C.  | ELECTION OF DIRECTOR: GAIL K.<br>BOUDREAUX  | Management     | For  | For                       |
| 1D.  | ELECTION OF DIRECTOR: DAVID C.<br>DVORAK  | Management     | For  | For                       |
| 1E.  | ELECTION OF DIRECTOR: MICHAEL J.<br>FARRELL   | Management     | For  | For                       |
| 1F.  | ELECTION OF DIRECTOR: LARRY C.<br>GLASSCOCK   | Management     | For  | For                       |
| 1G.  | ELECTION OF DIRECTOR: ROBERT A.<br>HAGEMANN   | Management     | For  | For                       |
| 1H.  | ELECTION OF DIRECTOR: ARTHUR J.<br>HIGGINS  | Management     | For  | For                       |
| 1I.  | ELECTION OF DIRECTOR: MICHAEL W.<br>MICHELSON   | Management     | For  | For                       |
| 1J.  | ELECTION OF DIRECTOR: CECIL B.<br>PICKETT, PH.D.  | Management     | For  | For                       |
| 1K.  | ELECTION OF DIRECTOR: JEFFREY K.<br>RHODES  | Management     | For  | For                       |
| 2.   | RATIFY THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS<br>OUR<br>INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING<br>FIRM FOR 2017 | Management     | For  | For                       |
| 3.   | ADVISORY VOTE TO APPROVE NAMED<br>EXECUTIVE   | Management     | For  | For                       |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

OFFICER COMPENSATION (SAY ON  
PAY)  
ADVISORY VOTE ON THE FREQUENCY

4. OF SAY ON Management 1 Year For  
PAY VOTES

SEMPRA ENERGY

Security	816851109	Meeting Type	Annual
Ticker Symbol	SRE	Meeting Date	12-May-2017
ISIN	US8168511090	Agenda	934558531 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ALAN L. BOECKMANN	Management	For	For
1B.	ELECTION OF DIRECTOR: KATHLEEN L. BROWN	Management	For	For
1C.	ELECTION OF DIRECTOR: ANDRES CONESA	Management	For	For
1D.	ELECTION OF DIRECTOR: MARIA CONTRERAS-SWEET	Management	For	For
1E.	ELECTION OF DIRECTOR: PABLO A. FERRERO	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM D. JONES	Management	For	For
1G.	ELECTION OF DIRECTOR: BETHANY J. MAYER	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM G. OUCHI	Management	For	For
1I.	ELECTION OF DIRECTOR: DEBRA L. REED	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM C. RUSNACK	Management	For	For
1K.	ELECTION OF DIRECTOR: LYNN SCHENK	Management	For	For
1L.	ELECTION OF DIRECTOR: JACK T. TAYLOR	Management	For	For
1M.	ELECTION OF DIRECTOR: JAMES C. YARDLEY	Management	For	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
3.	ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION.	Management	For	For
4.	ADVISORY APPROVAL OF HOW OFTEN SHAREHOLDERS WILL VOTE ON OUR EXECUTIVE COMPENSATION.	Management	1 Year	For

OCCIDENTAL PETROLEUM CORPORATION

Security	674599105	Meeting Type	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol	OXY	Meeting Date	12-May-2017
ISIN	US6745991058	Agenda	934559331 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SPENCER ABRAHAM	Management	For	For
1B.	ELECTION OF DIRECTOR: HOWARD I. ATKINS	Management	For	For
1C.	ELECTION OF DIRECTOR: EUGENE L. BATCHELDER	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN E. FEICK	Management	For	For
1E.	ELECTION OF DIRECTOR: MARGARET M. FORAN	Management	For	For
1F.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	Management	For	For
1G.	ELECTION OF DIRECTOR: VICKI HOLLUB	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM R. KLESSE	Management	For	For
1I.	ELECTION OF DIRECTOR: JACK B. MOORE	Management	For	For
1J.	ELECTION OF DIRECTOR: AVEDICK B. POLADIAN	Management	For	For
1K.	ELECTION OF DIRECTOR: ELISSE B. WALTER	Management	For	For
2.	ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES APPROVING EXECUTIVE COMPENSATION	Management	1 Year	For
4.	RATIFICATION OF SELECTION OF KPMG LLP AS INDEPENDENT AUDITORS	Management	For	For
5.	CLIMATE CHANGE ASSESSMENT REPORT	Shareholder	Abstain	Against
6.	LOWER THRESHOLD TO CALL SPECIAL SHAREOWNER MEETINGS	Shareholder	Against	For
7.	METHANE EMISSIONS AND FLARING TARGETS	Shareholder	Abstain	Against
8.	POLITICAL CONTRIBUTIONS AND EXPENDITURES REPORT	Shareholder	Against	For

AMERICAN WATER WORKS COMPANY, INC.

Security	030420103	Meeting Type	Annual
Ticker Symbol	AWK	Meeting Date	12-May-2017
ISIN	US0304201033	Agenda	934561451 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JULIE A. DOBSON	Management	For	For
1B.	ELECTION OF DIRECTOR: PAUL J. EVANSON	Management	For	For
1C.	ELECTION OF DIRECTOR: MARTHA CLARK GOSS	Management	For	For
1D.	ELECTION OF DIRECTOR: VERONICA M. HAGEN	Management	For	For
1E.	ELECTION OF DIRECTOR: JULIA L. JOHNSON	Management	For	For
1F.	ELECTION OF DIRECTOR: KARL F. KURZ	Management	For	For
1G.	ELECTION OF DIRECTOR: GEORGE MACKENZIE	Management	For	For
1H.	ELECTION OF DIRECTOR: SUSAN N. STORY	Management	For	For
2.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	1 Year	For
4.	APPROVAL OF THE AMERICAN WATER WORKS COMPANY, INC. 2017 OMNIBUS EQUITY COMPENSATION PLAN.	Management	For	For
5.	APPROVAL OF THE AMERICAN WATER WORKS COMPANY, INC. AND ITS DESIGNATED SUBSIDIARIES 2017 NONQUALIFIED EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
6.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR 2017.	Management	For	For

REPUBLIC SERVICES, INC.

Security 760759100

Ticker Symbol RSG

ISIN US7607591002

Meeting Type

Meeting Date

Agenda

Annual

12-May-2017

934562061 - Management



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MANUEL KADRE	Management	For	For
1B.	ELECTION OF DIRECTOR: TOMAGO COLLINS	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM J. FLYNN	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS W. HANDLEY	Management	For	For
1E.	ELECTION OF DIRECTOR: JENNIFER M. KIRK	Management	For	For
1F.	ELECTION OF DIRECTOR: MICHAEL LARSON	Management	For	For
1G.	ELECTION OF DIRECTOR: RAMON A. RODRIGUEZ	Management	For	For
1H.	ELECTION OF DIRECTOR: DONALD W. SLAGER	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN M. TRANI	Management	For	For
1J.	ELECTION OF DIRECTOR: SANDRA M. VOLPE	Management	For	For
2.	ADVISORY VOTE TO APPROVE OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF AN ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For

FCB FINANCIAL HOLDINGS, INC.

Security	30255G103	Meeting Type	Annual
Ticker Symbol	FCB	Meeting Date	15-May-2017
ISIN	US30255G1031	Agenda	934566297 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 VINCENT S. TESE		For	For
	2 LES J. LIEBERMAN		For	For
	3 STUART I. ORAN		For	For
2.	PROPOSAL TO APPROVE, ON A NONBINDING ADVISORY BASIS, THE COMPENSATION PAID TO	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

THE NAMED EXECUTIVE OFFICERS.  
 PROPOSAL TO RATIFY INDEPENDENT  
 3. REGISTERED ManagementFor For  
 PUBLIC ACCOUNTING FIRM FOR 2017.  
 CHEMED CORPORATION  
 Security 16359R103 Meeting Type Annual  
 Ticker Symbol CHE Meeting Date 15-May-2017  
 ISIN US16359R1032 Agenda 934584738 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KEVIN J. MCNAMARA	Management	For	For
1B.	ELECTION OF DIRECTOR: JOEL F. GEMUNDER	Management	For	For
1C.	ELECTION OF DIRECTOR: PATRICK P. GRACE	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS C. HUTTON	Management	For	For
1E.	ELECTION OF DIRECTOR: WALTER L. KREBS	Management	For	For
1F.	ELECTION OF DIRECTOR: ANDREA R. LINDELL	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS P. RICE	Management	For	For
1H.	ELECTION OF DIRECTOR: DONALD E. SAUNDERS	Management	For	For
1I.	ELECTION OF DIRECTOR: GEORGE J. WALSH III	Management	For	For
1J.	ELECTION OF DIRECTOR: FRANK E. WOOD	Management	For	For
2.	RATIFICATION OF AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT ACCOUNTANTS FOR 2017.	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	ADVISORY VOTE ON FREQUENCY OF EXECUTIVE COMPENSATION.	Management	1 Year	For
5.	SHAREHOLDER PROPOSAL TO AMEND OUR BYLAWS TO ALLOW HOLDERS OF 10% OF CHEMED CORPORATION CAPITAL STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.	Shareholder	Against	For

VECTREN CORPORATION

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Security	92240G101	Meeting Type	Annual
Ticker Symbol	VVC	Meeting Date	16-May-2017
ISIN	US92240G1013	Agenda	934546459 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 CARL L. CHAPMAN		For	For
	2 J.H. DEGRAFFENREIDT JR.		For	For
	3 JOHN D. ENGELBRECHT		For	For
	4 ANTON H. GEORGE		For	For
	5 ROBERT G. JONES		For	For
	6 PATRICK K. MULLEN		For	For
	7 R. DANIEL SADLIER		For	For
	8 MICHAEL L. SMITH		For	For
	9 TERESA J. TANNER		For	For
	10 JEAN L. WOJTOWICZ		For	For
	APPROVE A NON-BINDING ADVISORY RESOLUTION			
2.	APPROVING THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	For	For
	APPROVE ON A NON-BINDING ADVISORY BASIS THE FREQUENCY OF THE SHAREHOLDER VOTE ON THE COMPENSATION OF THE VECTREN CORPORATION	Management	1 Year	For
3.	NAMED EXECUTIVE OFFICERS. RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR VECTREN CORPORATION AND ITS SUBSIDIARIES FOR 2017.	Management	For	For
4.				

CONOCOPHILLIPS

Security	20825C104	Meeting Type	Annual
Ticker Symbol	COP	Meeting Date	16-May-2017
ISIN	US20825C1045	Agenda	934558769 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD L. ARMITAGE	Management	For	For
1B.	ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK	Management	For	For
1C.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1D.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: JOHN V. FARACI			
1E.	ELECTION OF DIRECTOR: JODY L. FREEMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: GAY HUEY EVANS	Management	For	For
1G.	ELECTION OF DIRECTOR: RYAN M. LANCE	Management	For	For
1H.	ELECTION OF DIRECTOR: ARJUN N. MURTI	Management	For	For
1I.	ELECTION OF DIRECTOR: ROBERT A. NIBLOCK	Management	For	For
1J.	ELECTION OF DIRECTOR: HARALD J. NORVIK	Management	For	For
2.	PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Management	For	For
4.	ADVISORY VOTE ON FREQUENCY OF VOTE ON EXECUTIVE COMPENSATION.	Management	No Action	
5.	REPORT ON LOBBYING EXPENDITURES.	Shareholder	Against	For
6.	REPORT ON EXECUTIVE COMPENSATION ALIGNMENT WITH LOW-CARBON SCENARIOS.	Shareholder	Abstain	Against

JPMORGAN CHASE & CO.

Security	46625H100	Meeting Type	Annual
Ticker Symbol	JPM	Meeting Date	16-May-2017
ISIN	US46625H1005	Agenda	934561665 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LINDA B. BAMMANN	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES A. BELL	Management	For	For
1C.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For	For
1D.	ELECTION OF DIRECTOR: STEPHEN B. BURKE	Management	For	For
1E.	ELECTION OF DIRECTOR: TODD A. COMBS	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES S. CROWN	Management	For	For
1G.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: JAMES DIMON		
1H.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	ManagementFor	For
1I.	ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.	ManagementFor	For
1J.	ELECTION OF DIRECTOR: MICHAEL A. NEAL	ManagementFor	For
1K.	ELECTION OF DIRECTOR: LEE R. RAYMOND	ManagementFor	For
1L.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	ManagementFor	For
2.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For
3.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
4.	ADVISORY VOTE ON FREQUENCY OF ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Management1 Year	For
5.	INDEPENDENT BOARD CHAIRMAN	Shareholder Against	For
6.	VESTING FOR GOVERNMENT SERVICE	Shareholder Against	For
7.	CLAWBACK AMENDMENT	Shareholder Against	For
8.	GENDER PAY EQUITY	Shareholder Abstain	Against
9.	HOW VOTES ARE COUNTED	Shareholder Against	For
10.	SPECIAL SHAREOWNER MEETINGS	Shareholder Against	For

MGE ENERGY, INC.

Security	55277P104	Meeting Type	Annual
Ticker Symbol	MGEE	Meeting Date	16-May-2017
ISIN	US55277P1049	Agenda	934563657 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LONDA J. DEWEY		For	For
	2 REGINA M. MILLNER		For	For
	3 THOMAS R. STOLPER		For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2017.	ManagementFor		For
3.	ADVISORY VOTE: APPROVAL OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY	ManagementFor		For

STATEMENT UNDER THE HEADING  
"EXECUTIVE  
COMPENSATION".

ADVISORY VOTE: WHETHER  
SHAREHOLDER

ADVISORY VOTES TO APPROVE THE  
COMPENSATION OF THE NAMED  
EXECUTIVE  
OFFICERS AS DISCLOSED IN THE  
PROXY

4. Management 1 Year For

STATEMENT SHOULD OCCUR EVERY.  
SHAREHOLDER PROPOSAL RELATING  
TO AN

5. Shareholder Against For  
ELECTRIFICATION OF THE  
TRANSPORTATION  
SECTOR STUDY.

DIAMOND OFFSHORE DRILLING, INC.

Security	25271C102	Meeting Type	Annual
Ticker Symbol	DO	Meeting Date	16-May-2017
ISIN	US25271C1027	Agenda	934569293 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES S. TISCH	Management	For	For
1B.	ELECTION OF DIRECTOR: MARC EDWARDS	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN R. BOLTON	Management	For	For
1D.	ELECTION OF DIRECTOR: CHARLES L. FABRIKANT	Management	For	For
1E.	ELECTION OF DIRECTOR: PAUL G. GAFFNEY II	Management	For	For
1F.	ELECTION OF DIRECTOR: EDWARD GREBOW	Management	For	For
1G.	ELECTION OF DIRECTOR: HERBERT C. HOFMANN	Management	For	For
1H.	ELECTION OF DIRECTOR: KENNETH I. SIEGEL	Management	For	For
1I.	ELECTION OF DIRECTOR: CLIFFORD M. SOBEL	Management	For	For
1J.	ELECTION OF DIRECTOR: ANDREW H. TISCH	Management	For	For
1K.	ELECTION OF DIRECTOR: RAYMOND S. TROUBH	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITOR FOR OUR COMPANY AND ITS SUBSIDIARIES FOR FISCAL	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

YEAR 2017.

- |    |   |             |         |         |
|----|---|-------------|---------|---------|
| 3. | TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION.   | Management  | For     | For     |
| 4. | TO RECOMMEND, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION. | Management  | 1 Year  | For     |
| 5. | STOCKHOLDER PROPOSAL: SUSTAINABILITY REPORTING.   | Shareholder | Abstain | Against |

LINAMAR CORPORATION

Security	53278L107	Meeting Type	Annual
Ticker Symbol	LIMAF	Meeting Date	16-May-2017
ISIN	CA53278L1076	Agenda	934571806 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 01   | DIRECTOR  | Management  |      |                        |
|      | 1 FRANK HASENFRATZ  |             | For  | For                    |
|      | 2 LINDA HASENFRATZ  |             | For  | For                    |
|      | 3 MARK STODDART   |             | For  | For                    |
|      | 4 WILLIAM HARRISON  |             | For  | For                    |
|      | 5 TERRY REIDEL  |             | For  | For                    |
|      | 6 DENNIS GRIMM  |             | For  | For                    |
| 02   | THE RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION. | Management  | For  | For                    |

W. R. BERKLEY CORPORATION

Security	084423102	Meeting Type	Annual
Ticker Symbol	WRB	Meeting Date	16-May-2017
ISIN	US0844231029	Agenda	934572858 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1A.  | ELECTION OF DIRECTOR: MARIA LUISA FERRE                                     | Management  | For  | For                    |
| 1B.  | ELECTION OF DIRECTOR: JACK H. NUSBAUM                                       | Management  | For  | For                    |
| 1C.  | ELECTION OF DIRECTOR: MARK L. SHAPIRO                                       | Management  | For  | For                    |
| 2.   | NON-BINDING ADVISORY VOTE ON A RESOLUTION APPROVING THE COMPENSATION OF THE | Management  | For  | For                    |

COMPANY'S NAMED EXECUTIVE OFFICERS PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, OR "SAY-ON-PAY" VOTE NON-BINDING ADVISORY VOTE ON THE

3. THE FREQUENCY OF FUTURE VOTES ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS Management 1 Year For

4. RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017 Management For For

RUSH ENTERPRISES, INC.

Security	781846308	Meeting Type	Annual
Ticker Symbol	RUSHB	Meeting Date	16-May-2017
ISIN	US7818463082	Agenda	934589207 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1)	DIRECTOR	Management		
	1 W.M. "RUSTY" RUSH		For	For
	2 THOMAS A. AKIN		For	For
	3 JAMES C. UNDERWOOD		For	For
	4 RAYMOND J. CHESS		For	For
	5 WILLIAM H. CARY		For	For
	6 DR. KENNON H. GUGLIELMO		For	For
2)	PROPOSAL TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2007 LONG-TERM INCENTIVE PLAN.	Management	For	For
3)	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4)	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	3 Years	For
5)	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE	Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

COMPANY'S  
INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING  
FIRM FOR THE 2017 FISCAL YEAR.

PINNACLE WEST CAPITAL CORPORATION

Security	723484101	Meeting Type	Annual
Ticker Symbol	PNW	Meeting Date	17-May-2017
ISIN	US7234841010	Agenda	934560954 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 DONALD E. BRANDT		For	For
	2 DENIS A. CORTESE, M.D.		For	For
	3 RICHARD P. FOX		For	For
	4 MICHAEL L. GALLAGHER		For	For
	5 R.A. HERBERGER, JR. PHD		For	For
	6 DALE E. KLEIN, PH.D.		For	For
	7 HUMBERTO S. LOPEZ		For	For
	8 KATHRYN L. MUNRO		For	For
	9 BRUCE J. NORDSTROM		For	For
	10 PAULA J. SIMS		For	For
	11 DAVID P. WAGENER		For	For
	ADVISORY VOTE TO APPROVE EXECUTIVE			
2.	COMPENSATION AS DISCLOSED IN THE 2017 PROXY STATEMENT.	Management	For	For
	ADVISORY VOTE ON THE FREQUENCY OF THE			
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
	VOTE ON RE-APPROVAL OF THE MATERIAL TERMS			
	OF THE PERFORMANCE GOALS			
4.	UNDER, AND	Management	For	For
	APPROVAL OF AN AMENDMENT TO, THE 2012			
	LONG-TERM INCENTIVE PLAN.			
	RATIFY THE APPOINTMENT OF THE INDEPENDENT			
5.	ACCOUNTANTS FOR THE YEAR ENDING DECEMBER	Management	For	For
	31, 2017.			

MACQUARIE INFRASTRUCTURE CORPORATION

Security	55608B105	Meeting Type	Annual
Ticker Symbol	MIC	Meeting Date	17-May-2017
ISIN	US55608B1052	Agenda	934561879 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	----------------	------	---------------------------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: NORMAN H. BROWN, JR.	ManagementFor	For
1B.	ELECTION OF DIRECTOR: GEORGE W. CARMANY, III	ManagementFor	For
1C.	ELECTION OF DIRECTOR: RONALD KIRK	ManagementFor	For
1D.	ELECTION OF DIRECTOR: H.E. (JACK) LENTZ	ManagementFor	For
1E.	ELECTION OF DIRECTOR: OUMA SANANIKONE	ManagementFor	For
2.	THE RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	ManagementFor	For
3.	THE APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	ManagementFor	For
4.	THE APPROVAL, ON AN ADVISORY BASIS, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For

MONDELEZ INTERNATIONAL, INC.

Security	609207105	Meeting Type	Annual
Ticker Symbol	MDLZ	Meeting Date	17-May-2017
ISIN	US6092071058	Agenda	934563900 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LEWIS W.K. BOOTH	Management	For	For
1B.	ELECTION OF DIRECTOR: CHARLES E. BUNCH	Management	For	For
1C.	ELECTION OF DIRECTOR: LOIS D. JULIBER	Management	For	For
1D.	ELECTION OF DIRECTOR: MARK D. KETCHUM	Management	For	For
1E.	ELECTION OF DIRECTOR: JORGE S. MESQUITA	Management	For	For
1F.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Management	For	For
1G.	ELECTION OF DIRECTOR: NELSON PELTZ	Management	For	For
1H.	ELECTION OF DIRECTOR: FREDRIC G. REYNOLDS	Management	For	For
1I.	ELECTION OF DIRECTOR: IRENE B. ROSENFELD	Management	For	For
1J.	ELECTION OF DIRECTOR: CHRISTIANA S. SHI	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1K.	ELECTION OF DIRECTOR: PATRICK T. SIEWERT	ManagementFor	For
1L.	ELECTION OF DIRECTOR: RUTH J. SIMMONS	ManagementFor	For
1M.	ELECTION OF DIRECTOR: JEAN-FRANCOIS M. L. VAN BOXMEER	ManagementFor	For
2.	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2017.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION.	Management1 Year	For
5.	SHAREHOLDER PROPOSAL: REPORT ON NON-RECYCLABLE PACKAGING.	Shareholder Abstain	Against
6.	SHAREHOLDER PROPOSAL: CREATE A COMMITTEE TO PREPARE A REPORT REGARDING THE IMPACT OF PLANT CLOSURES ON COMMUNITIES AND ALTERNATIVES.	Shareholder Abstain	Against

HALLIBURTON COMPANY

Security	406216101	Meeting Type	Annual
Ticker Symbol	HAL	Meeting Date	17-May-2017
ISIN	US4062161017	Agenda	934568304 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ABDULAZIZ F. AL KHAYYAL	Management	For	For
1B.	ELECTION OF DIRECTOR: WILLIAM E. ALBRECHT	Management	For	For
1C.	ELECTION OF DIRECTOR: ALAN M. BENNETT	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES R. BOYD	Management	For	For
1E.	ELECTION OF DIRECTOR: MILTON CARROLL	Management	For	For
1F.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: NANCE K. DICCIANI		
1G.	ELECTION OF DIRECTOR: MURRY S. GERBER	ManagementFor	For
1H.	ELECTION OF DIRECTOR: JOSE C. GRUBISICH	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DAVID J. LESAR	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ROBERT A. MALONE	ManagementFor	For
1K.	ELECTION OF DIRECTOR: J. LANDIS MARTIN	ManagementFor	For
1L.	ELECTION OF DIRECTOR: JEFFREY A. MILLER	ManagementFor	For
1M.	ELECTION OF DIRECTOR: DEBRA L. REED	ManagementFor	For
2.	RATIFICATION OF THE SELECTION OF AUDITORS.	ManagementFor	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	ManagementFor	For
4.	PROPOSAL FOR ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY STOCK AND INCENTIVE PLAN.	ManagementFor	For

THE HARTFORD FINANCIAL SVCS GROUP, INC.

Security	416515104	Meeting Type	Annual
Ticker Symbol	HIG	Meeting Date	17-May-2017
ISIN	US4165151048	Agenda	934571375 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ROBERT B. ALLARDICE, III	Management	For	For
1B.	ELECTION OF DIRECTOR: TREVOR FETTER	Management	For	For
1C.	ELECTION OF DIRECTOR: KATHRYN A. MIKELLS	Management	For	For
1D.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS A. RENYI	Management	For	For
1F.	ELECTION OF DIRECTOR: JULIE G. RICHARDSON	Management	For	For
1G.	ELECTION OF DIRECTOR: TERESA W. ROSEBOROUGH	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: VIRGINIA P. RUESTERHOLZ	ManagementFor	For
1I.	ELECTION OF DIRECTOR: CHARLES B. STRAUSS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: CHRISTOPHER J. SWIFT	ManagementFor	For
1K.	ELECTION OF DIRECTOR: H. PATRICK SWYGERT	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017	ManagementFor	For
3.	MANAGEMENT PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPANY'S PROXY STATEMENT	ManagementFor	For

STATE STREET CORPORATION

Security	857477103	Meeting Type	Annual
Ticker Symbol	STT	Meeting Date	17-May-2017
ISIN	US8574771031	Agenda	934574193 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: K. BURNES	Management	For	For
1B.	ELECTION OF DIRECTOR: P. DE SAINT-AIGNAN	Management	For	For
1C.	ELECTION OF DIRECTOR: L. DUGLE	Management	For	For
1D.	ELECTION OF DIRECTOR: A. FAWCETT	Management	For	For
1E.	ELECTION OF DIRECTOR: W. FREDA	Management	For	For
1F.	ELECTION OF DIRECTOR: L. HILL	Management	For	For
1G.	ELECTION OF DIRECTOR: J. HOOLEY	Management	For	For
1H.	ELECTION OF DIRECTOR: S. O'SULLIVAN	Management	For	For
1I.	ELECTION OF DIRECTOR: R. SERGEL	Management	For	For
1J.	ELECTION OF DIRECTOR: G. SUMME	Management	For	For
2.	PROPOSAL ON EXECUTIVE COMPENSATION. TO RECOMMEND, BY ADVISORY PROPOSAL, THE	Management	For	For
3.	FREQUENCY OF ADVISORY PROPOSALS ON EXECUTIVE COMPENSATION.	Management	1 Year	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

4. TO APPROVE THE 2017 STOCK INCENTIVE PLAN. ManagementFor For
5. TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS STATE STREET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. ManagementFor For

THERMO FISHER SCIENTIFIC INC.

Security	883556102	Meeting Type	Annual
Ticker Symbol	TMO	Meeting Date	17-May-2017
ISIN	US8835561023	Agenda	934574559 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARC N. CASPER	Management	For	For
1B.	ELECTION OF DIRECTOR: NELSON J. CHAI	Management	For	For
1C.	ELECTION OF DIRECTOR: C. MARTIN HARRIS	Management	For	For
1D.	ELECTION OF DIRECTOR: TYLER JACKS	Management	For	For
1E.	ELECTION OF DIRECTOR: JUDY C. LEWENT	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS J. LYNCH	Management	For	For
1G.	ELECTION OF DIRECTOR: JIM P. MANZI	Management	For	For
1H.	ELECTION OF DIRECTOR: WILLIAM G. PARRETT	Management	For	For
1I.	ELECTION OF DIRECTOR: LARS R. SORENSEN	Management	For	For
1J.	ELECTION OF DIRECTOR: SCOTT M. SPERLING	Management	For	For
1K.	ELECTION OF DIRECTOR: ELAINE S. ULLIAN	Management	For	For
1L.	ELECTION OF DIRECTOR: DION J. WEISLER	Management	For	For
2.	AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
3.	AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION ADVISORY VOTES.	Management	1 Year	For
4.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

AUDITORS FOR  
2017.

BP P.L.C.

Security 055622104

Ticker Symbol BP

ISIN US0556221044

Meeting Type

Annual

Meeting Date

17-May-2017

Agenda

934594917 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS.	Management	For	For
2.	TO APPROVE THE DIRECTORS' REMUNERATION REPORT.	Management	For	For
3.	TO APPROVE THE DIRECTORS' REMUNERATION POLICY.	Management	For	For
4.	TO RE-ELECT MR R W DUDLEY AS A DIRECTOR.	Management	For	For
5.	TO RE-ELECT DR B GILVARY AS A DIRECTOR.	Management	For	For
6.	TO ELECT MR N S ANDERSEN AS A DIRECTOR.	Management	For	For
7.	TO RE-ELECT MR P M ANDERSON AS A DIRECTOR.	Management	For	For
8.	TO RE-ELECT MR A BOECKMANN AS A DIRECTOR.	Management	For	For
9.	TO RE-ELECT ADMIRAL F L BOWMAN AS A DIRECTOR.	Management	For	For
10.	TO RE-ELECT MR I E L DAVIS AS A DIRECTOR.	Management	For	For
11.	TO RE-ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	Management	For	For
12.	TO ELECT MS M B MEYER AS A DIRECTOR.	Management	For	For
13.	TO RE-ELECT MR B R NELSON AS A DIRECTOR.	Management	For	For
14.	TO RE-ELECT MRS P R REYNOLDS AS A DIRECTOR.	Management	For	For
15.	TO RE-ELECT SIR JOHN SAWERS AS A DIRECTOR.	Management	For	For
16.	TO RE-ELECT MR C-H SVANBERG AS A DIRECTOR.	Management	For	For
17.	TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For

18.	TO GIVE LIMITED AUTHORITY TO MAKE POLITICAL DONATIONS AND INCUR POLITICAL EXPENDITURE.	ManagementFor	For
19.	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT.	ManagementFor	For
20.	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	ManagementFor	For
21.	SPECIAL RESOLUTION: TO GIVE ADDITIONAL AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	ManagementFor	For
22.	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY.	ManagementFor	For
23.	SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS.	ManagementFor	For

DR PEPPER SNAPPLE GROUP, INC.

Security	26138E109	Meeting Type	Annual
Ticker Symbol	DPS	Meeting Date	18-May-2017
ISIN	US26138E1091	Agenda	934558454 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID E. ALEXANDER	Management	For	For
1B.	ELECTION OF DIRECTOR: ANTONIO CARRILLO	Management	For	For
1C.	ELECTION OF DIRECTOR: JOSE M. GUTIERREZ	Management	For	For
1D.	ELECTION OF DIRECTOR: PAMELA H. PATSLEY	Management	For	For
1E.	ELECTION OF DIRECTOR: RONALD G. ROGERS	Management	For	For
1F.	ELECTION OF DIRECTOR: WAYNE R. SANDERS	Management	For	For
1G.		Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: DUNIA A. SHIVE		
1H.	ELECTION OF DIRECTOR: M. ANNE SZOSTAK	ManagementFor	For
1I.	ELECTION OF DIRECTOR: LARRY D. YOUNG	ManagementFor	For
2.	TO RATIFY APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For
3.	TO APPROVE AN ADVISORY RESOLUTION REGARDING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN PROXY STATEMENT.	ManagementFor	For
4.	TO VOTE, ON NON-BINDING ADVISORY BASIS, ON FREQUENCY OF THE ADVISORY VOTE ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management1 Year	For
5.	TO CONSIDER AND ACT UPON A STOCKHOLDER PROPOSAL REQUESTING THE COMPANY TO PUBLICLY REPORT ON STRATEGIES AND/OR POLICY OPTIONS TO PROTECT PUBLIC HEALTH AND POLLINATORS THROUGH REDUCED PESTICIDE USAGE IN THE COMPANY'S SUPPLY CHAIN.	Shareholder Abstain	Against

THE HOME DEPOT, INC.

Security	437076102	Meeting Type	Annual
Ticker Symbol	HD	Meeting Date	18-May-2017
ISIN	US4370761029	Agenda	934559204 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GERARD J. ARPEY	ManagementFor		For
1B.	ELECTION OF DIRECTOR: ARI BOUSBIB	ManagementFor		For
1C.	ELECTION OF DIRECTOR: JEFFERY H. BOYD	ManagementFor		For
1D.	ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN	ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: J. FRANK BROWN	ManagementFor	For
1F.	ELECTION OF DIRECTOR: ALBERT P. CAREY	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ARMANDO CODINA	ManagementFor	For
1H.	ELECTION OF DIRECTOR: HELENA B. FOULKES	ManagementFor	For
1I.	ELECTION OF DIRECTOR: LINDA R. GOODEN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: WAYNE M. HEWETT	ManagementFor	For
1K.	ELECTION OF DIRECTOR: KAREN L. KATEN	ManagementFor	For
1L.	ELECTION OF DIRECTOR: CRAIG A. MENEAR	ManagementFor	For
1M.	ELECTION OF DIRECTOR: MARK VADON	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION ("SAY-ON-PAY").	ManagementFor	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE SAY-ON-PAY VOTES.	Management1 Year	For
5.	SHAREHOLDER PROPOSAL REGARDING PREPARATION OF AN EMPLOYMENT DIVERSITY REPORT.	Shareholder Abstain	Against
6.	SHAREHOLDER PROPOSAL REGARDING ADVISORY VOTE ON POLITICAL CONTRIBUTIONS.	Shareholder Against	For
7.	SHAREHOLDER PROPOSAL TO REDUCE THE THRESHOLD TO CALL SPECIAL SHAREHOLDER MEETINGS TO 15% OF OUTSTANDING SHARES.	Shareholder Against	For

HERC HOLDINGS INC.

Security	42704L104	Meeting Type	Annual
Ticker Symbol	HRI	Meeting Date	18-May-2017
ISIN	US42704L1044	Agenda	934562059 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: HERBERT L. HENKEL	ManagementFor	For	For
1B.		ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: LAWRENCE H. SILBER		
1C.	ELECTION OF DIRECTOR: JAMES H. BROWNING	ManagementFor	For
1D.	ELECTION OF DIRECTOR: PATRICK D. CAMPBELL	ManagementFor	For
1E.	ELECTION OF DIRECTOR: MICHAEL A. KELLY	ManagementFor	For
1F.	ELECTION OF DIRECTOR: COURTNEY MATHER	ManagementFor	For
1G.	ELECTION OF DIRECTOR: STEPHEN A. MONGILLO	ManagementFor	For
1H.	ELECTION OF DIRECTOR: LOUIS J. PASTOR	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MARY PAT SALOMONE	ManagementFor	For
2.	APPROVAL, BY A NON-BINDING ADVISORY VOTE, OF THE NAMED EXECUTIVE OFFICERS' COMPENSATION.	ManagementFor	For
3.	APPROVAL, BY A NON-BINDING ADVISORY VOTE, OF THE FREQUENCY OF HOLDING A NON-BINDING ADVISORY VOTE ON THE NAMED EXECUTIVE OFFICERS' COMPENSATION.	Management1 Year	For
4.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2017.	ManagementFor	For

OGE ENERGY CORP.

Security	670837103	Meeting Type	Annual
Ticker Symbol	OGE	Meeting Date	18-May-2017
ISIN	US6708371033	Agenda	934563760 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FRANK A. BOZICH	ManagementFor		For
1B.	ELECTION OF DIRECTOR: JAMES H. BRANDI	ManagementFor		For
1C.	ELECTION OF DIRECTOR: LUKE R. CORBETT	ManagementFor		For
1D.	ELECTION OF DIRECTOR: DAVID L. HAUSER	ManagementFor		For
1E.	ELECTION OF DIRECTOR: KIRK HUMPHREYS	ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1F.	ELECTION OF DIRECTOR: ROBERT O. LORENZ	ManagementFor	For
1G.	ELECTION OF DIRECTOR: JUDY R. MCREYNOLDS	ManagementFor	For
1H.	ELECTION OF DIRECTOR: SHEILA G. TALTON	ManagementFor	For
1I.	ELECTION OF DIRECTOR: SEAN TRAUSCHKE	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2017.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For

LEAR CORPORATION

Security	521865204	Meeting Type	Annual
Ticker Symbol	LEA	Meeting Date	18-May-2017
ISIN	US5218652049	Agenda	934564938 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD H. BOTT	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS P. CAPO	Management	For	For
1C.	ELECTION OF DIRECTOR: JONATHAN F. FOSTER	Management	For	For
1D.	ELECTION OF DIRECTOR: MARY LOU JEPSEN	Management	For	For
1E.	ELECTION OF DIRECTOR: KATHLEEN A. LIGOCKI	Management	For	For
1F.	ELECTION OF DIRECTOR: CONRAD L. MALLETT, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: DONALD L. RUNKLE	Management	For	For
1H.	ELECTION OF DIRECTOR: MATTHEW J. SIMONCINI	Management	For	For
1I.	ELECTION OF DIRECTOR: GREGORY C. SMITH	Management	For	For
1J.	ELECTION OF DIRECTOR: HENRY D. G. WALLACE	Management	For	For
2.	RATIFICATION OF THE RETENTION OF ERNST & YOUNG LLP AS INDEPENDENT	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

REGISTERED PUBLIC  
ACCOUNTING FIRM FOR 2017.  
ADVISORY VOTE TO APPROVE LEAR  
CORPORATION'S EXECUTIVE

3. Management For For

ADVISORY VOTE TO APPROVE THE  
FREQUENCY OF  
FUTURE ADVISORY VOTES ON LEAR  
CORPORATION'S EXECUTIVE  
COMPENSATION.

4. Management 1 Year For

ANTHEM, INC.

Security	036752103	Meeting Type	Annual
Ticker Symbol	ANTM	Meeting Date	18-May-2017
ISIN	US0367521038	Agenda	934566223 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R. KERRY CLARK	Management	For	For
1B.	ELECTION OF DIRECTOR: ROBERT L. DIXON, JR.	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	1 Year	For
5.	TO APPROVE PROPOSED AMENDMENTS TO OUR ARTICLES OF INCORPORATION TO ALLOW SHAREHOLDERS TO AMEND OUR BY-LAWS.	Management	For	For
6.	TO APPROVE THE 2017 ANTHEM INCENTIVE COMPENSATION PLAN.	Management	Against	Against

THE TRAVELERS COMPANIES, INC.

Security	89417E109	Meeting Type	Annual
Ticker Symbol	TRV	Meeting Date	18-May-2017
ISIN	US89417E1091	Agenda	934566576 - Management

Item	Proposal	Vote
------	----------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

		Proposed by	For/Against Management
1A.	ELECTION OF DIRECTOR: ALAN L. BELLER	ManagementFor	For
1B.	ELECTION OF DIRECTOR: JOHN H. DASBURG	ManagementFor	For
1C.	ELECTION OF DIRECTOR: JANET M. DOLAN	ManagementFor	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	ManagementFor	For
1E.	ELECTION OF DIRECTOR: PATRICIA L. HIGGINS	ManagementFor	For
1F.	ELECTION OF DIRECTOR: WILLIAM J. KANE	ManagementFor	For
1G.	ELECTION OF DIRECTOR: CLEVE L. KILLINGSWORTH JR.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: PHILIP T. RUEGGER III	ManagementFor	For
1I.	ELECTION OF DIRECTOR: TODD C. SCHERMERHORN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ALAN D. SCHNITZER	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DONALD J. SHEPARD	ManagementFor	For
1L.	ELECTION OF DIRECTOR: LAURIE J. THOMSEN	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE TRAVELERS COMPANIES, INC. INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For
3.	NON-BINDING VOTE ON THE FREQUENCY OF FUTURE VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
4.	NON-BINDING VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
5.	APPROVE AN AMENDMENT TO THE TRAVELERS COMPANIES, INC. AMENDED AND RESTATED 2014 STOCK INCENTIVE PLAN.	ManagementFor	For
6.	SHAREHOLDER PROPOSAL RELATING TO INCREASED DISCLOSURE OF LOBBYING, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS.	Shareholder Against	For

- SHAREHOLDER PROPOSAL RELATING TO DISCLOSURE OF A GENDER PAY EQUITY REPORT, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS.
7. Shareholder Abstain Against
- SHAREHOLDER PROPOSAL RELATING TO DISCLOSURE OF A DIVERSITY REPORT, IF PRESENTED AT THE ANNUAL MEETING OF SHAREHOLDERS.
8. Shareholder Abstain Against

NEXTERA ENERGY, INC.

Security	65339F101	Meeting Type	Annual
Ticker Symbol	NEE	Meeting Date	18-May-2017
ISIN	US65339F1012	Agenda	934566867 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: SHERRY S. BARRAT	Management	For	For
1B.	ELECTION OF DIRECTOR: JAMES L. CAMAREN	Management	For	For
1C.	ELECTION OF DIRECTOR: KENNETH B. DUNN	Management	For	For
1D.	ELECTION OF DIRECTOR: NAREN K. GURSAHANEY	Management	For	For
1E.	ELECTION OF DIRECTOR: KIRK S. HACHIGIAN	Management	For	For
1F.	ELECTION OF DIRECTOR: TONI JENNINGS	Management	For	For
1G.	ELECTION OF DIRECTOR: AMY B. LANE	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES L. ROBO	Management	For	For
1I.	ELECTION OF DIRECTOR: RUDY E. SCHUPP	Management	For	For
1J.	ELECTION OF DIRECTOR: JOHN L. SKOLDS	Management	For	For
1K.	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Management	For	For
1L.	ELECTION OF DIRECTOR: HANSEL E. TOOKES, II	Management	For	For
2.	RATIFICATION OF APPOINTMENT OF TOUCHE LLP AS NEXTERA ENERGY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For	For

- APPROVAL, BY NON-BINDING  
ADVISORY VOTE, OF  
NEXTERA ENERGY'S COMPENSATION  
OF ITS NAMED EXECUTIVE OFFICERS AS  
DISCLOSED IN THE PROXY STATEMENT  
NON-BINDING ADVISORY VOTE ON  
WHETHER NEXTERA ENERGY SHOULD HOLD A  
NON-BINDING SHAREHOLDER ADVISORY VOTE TO  
APPROVE NEXTERA ENERGY'S COMPENSATION  
TO ITS NAMED EXECUTIVE OFFICERS EVERY  
1, 2 OR 3 YEARS  
APPROVAL OF THE NEXTERA ENERGY,  
INC. 2017 NON-EMPLOYEE DIRECTORS STOCK  
PLAN  
A PROPOSAL BY THE COMPTROLLER  
OF THE STATE OF NEW YORK, THOMAS P.  
DINAPOLI,  
ENTITLED "POLITICAL CONTRIBUTIONS  
DISCLOSURE" TO REQUEST  
SEMIANNUAL REPORTS  
DISCLOSING POLITICAL  
CONTRIBUTION POLICIES  
AND EXPENDITURES.

ManagementFor For

Management1 Year For

ManagementFor For

Shareholder Against For

ALTRIA GROUP, INC.

Security	02209S103	Meeting Type	Annual
Ticker Symbol	MO	Meeting Date	18-May-2017
ISIN	US02209S1033	Agenda	934567097 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GERALD L. BALILES	Management	For	For
1B.	ELECTION OF DIRECTOR: MARTIN J. BARRINGTON	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN T. CASTEEN III	Management	For	For
1D.	ELECTION OF DIRECTOR: DINYAR S. DEVITRE	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS F. FARRELL II	Management	For	For
1F.		Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: DEBRA J. KELLY-ENNIS		
1G.	ELECTION OF DIRECTOR: W. LEO KIELY III	ManagementFor	For
1H.	ELECTION OF DIRECTOR: KATHRYN B. MCQUADE	ManagementFor	For
1I.	ELECTION OF DIRECTOR: GEORGE MUNOZ	ManagementFor	For
1J.	ELECTION OF DIRECTOR: NABIL Y. SAKKAB	ManagementFor	For
1K.	ELECTION OF DIRECTOR: VIRGINIA E. SHANKS	ManagementFor	For
2.	RATIFICATION OF THE SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
3.	NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF ALTRIA'S NAMED EXECUTIVE OFFICERS	ManagementFor	For
4.	NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE THE COMPENSATION OF ALTRIA'S NAMED EXECUTIVE OFFICERS	Management1 Year	For
5.	SHAREHOLDER PROPOSAL - ADVERTISING IN MINORITY/ LOW INCOME NEIGHBORHOODS	Shareholder Against	For

INTEL CORPORATION

Security	458140100	Meeting Type	Annual
Ticker Symbol	INTC	Meeting Date	18-May-2017
ISIN	US4581401001	Agenda	934568431 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: ANEEL BHUSRI	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: ANDY D. BRYANT	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: REED E. HUNDT	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: OMAR ISHRAK	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: BRIAN M. KRZANICH	ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1G.	ELECTION OF DIRECTOR: TSU-JAE KING LIU	ManagementFor	For
1H.	ELECTION OF DIRECTOR: DAVID S. POTTRUCK	ManagementFor	For
1I.	ELECTION OF DIRECTOR: GREGORY D. SMITH	ManagementFor	For
1J.	ELECTION OF DIRECTOR: FRANK D. YEARY	ManagementFor	For
1K.	ELECTION OF DIRECTOR: DAVID B. YOFFIE	ManagementFor	For
2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	ManagementFor	For
4.	APPROVAL OF AMENDMENT AND RESTATEMENT OF THE 2006 EQUITY INCENTIVE PLAN	ManagementFor	For
5.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION	Management1 Year	For
6.	STOCKHOLDER PROPOSAL REQUESTING AN ANNUAL ADVISORY STOCKHOLDER VOTE ON POLITICAL CONTRIBUTIONS	Shareholder Against	For
7.	STOCKHOLDER PROPOSAL REQUESTING THAT VOTES COUNTED ON STOCKHOLDER PROPOSALS EXCLUDE ABSTENTIONS	Shareholder Against	For

KEYCORP

Security	493267108	Meeting Type	Annual
Ticker Symbol	KEY	Meeting Date	18-May-2017
ISIN	US4932671088	Agenda	934568467 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: AUSTIN A. ADAMS	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: BRUCE D. BROUSSARD	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: CHARLES P. COOLEY	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: GARY M. CROSBY	ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	ManagementFor	For
1F.	ELECTION OF DIRECTOR: H. JAMES DALLAS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: ELIZABETH R. GILE	ManagementFor	For
1H.	ELECTION OF DIRECTOR: RUTH ANN M. GILLIS	ManagementFor	For
1I.	ELECTION OF DIRECTOR: WILLIAM G. GISEL, JR.	ManagementFor	For
1J.	ELECTION OF DIRECTOR: CARLTON L. HIGHSMITH	ManagementFor	For
1K.	ELECTION OF DIRECTOR: RICHARD J. HIPPLE	ManagementFor	For
1L.	ELECTION OF DIRECTOR: KRISTEN L. MANOS	ManagementFor	For
1M.	ELECTION OF DIRECTOR: BETH E. MOONEY	ManagementFor	For
1N.	ELECTION OF DIRECTOR: DEMOS PARNEROS	ManagementFor	For
1O.	ELECTION OF DIRECTOR: BARBARA R. SNYDER	ManagementFor	For
1P.	ELECTION OF DIRECTOR: DAVID K. WILSON	ManagementFor	For
2.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITOR.	ManagementFor	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE SHAREHOLDER VOTE ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	SHAREHOLDER PROPOSAL SEEKING AN INDEPENDENT BOARD CHAIRMAN.	Shareholder Against	For

CROWN CASTLE INTERNATIONAL CORP

Security	22822V101	Meeting Type	Annual
Ticker Symbol	CCI	Meeting Date	18-May-2017
ISIN	US22822V1017	Agenda	934571820 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: P. ROBERT BARTOLO	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: JAY A. BROWN	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: CINDY CHRISTY	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: ARI Q. FITZGERALD	ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: ROBERT E. GARRISON II	ManagementFor	For
1F.	ELECTION OF DIRECTOR: LEE W. HOGAN	ManagementFor	For
1G.	ELECTION OF DIRECTOR: EDWARD C. HUTCHESON, JR.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: J. LANDIS MARTIN	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ROBERT F. MCKENZIE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ANTHONY J. MELONE	ManagementFor	For
1K.	ELECTION OF DIRECTOR: W. BENJAMIN MORELAND	ManagementFor	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2017.	ManagementFor	For
3.	THE NON-BINDING, ADVISORY VOTE REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	A STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS, IF PROPERLY PRESENTED.	Shareholder Abstain	Against

EBAY INC.

Security	278642103	Meeting Type	Annual
Ticker Symbol	EBAY	Meeting Date	18-May-2017
ISIN	US2786421030	Agenda	934572074 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FRED D. ANDERSON JR.	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: EDWARD W. BARNHOLT	ManagementFor	For	For
1C.	ELECTION OF DIRECTOR: ANTHONY J. BATES	ManagementFor	For	For
1D.	ELECTION OF DIRECTOR: LOGAN D. GREEN	ManagementFor	For	For
1E.	ELECTION OF DIRECTOR: BONNIE S. HAMMER	ManagementFor	For	For
1F.	ELECTION OF DIRECTOR: KATHLEEN C. MITIC	ManagementFor	For	For
1G.		ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: PIERRE M. OMIDYAR		
1H.	ELECTION OF DIRECTOR: PAUL S. PRESSLER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: ROBERT H. SWAN	ManagementFor	For
1J.	ELECTION OF DIRECTOR: THOMAS J. TIERNEY	ManagementFor	For
1K.	ELECTION OF DIRECTOR: PERRY M. TRAQUINA	ManagementFor	For
1L.	ELECTION OF DIRECTOR: DEVIN N. WENIG	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE THE FREQUENCY WITH WHICH THE ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION SHOULD BE HELD.	Management1 Year	For
4.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	ManagementFor	For
5.	CONSIDERATION OF A STOCKHOLDER PROPOSAL REGARDING RIGHT TO ACT BY WRITTEN CONSENT.	Shareholder Against	For

SEALED AIR CORPORATION

Security	81211K100	Meeting Type	Annual
Ticker Symbol	SEE	Meeting Date	18-May-2017
ISIN	US81211K1007	Agenda	934574852 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	ELECTION OF MICHAEL CHU AS A DIRECTOR.	ManagementFor		For
2	ELECTION OF LAWRENCE R. CODEY AS A DIRECTOR.	ManagementFor		For
3	ELECTION OF PATRICK DUFF AS A DIRECTOR.	ManagementFor		For
4	ELECTION OF HENRY R. KEIZER AS A DIRECTOR.	ManagementFor		For
5	ELECTION OF JACQUELINE B. KOSECOFF AS A DIRECTOR.	ManagementFor		For
6	ELECTION OF NEIL LUSTIG AS A DIRECTOR.	ManagementFor		For
7		ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF WILLIAM J. MARINO AS A DIRECTOR.		
8	ELECTION OF JEROME A. PERIBERE AS A DIRECTOR.	ManagementFor	For
9	ELECTION OF RICHARD L. WAMBOLD AS A DIRECTOR.	ManagementFor	For
10	ELECTION OF JERRY R. WHITAKER AS A DIRECTOR.	ManagementFor	For
11	ADVISORY VOTE TO APPROVE OUR EXECUTIVE COMPENSATION.	ManagementFor	For
12	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
13	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	ManagementFor	For

FLOWSERVE CORPORATION

Security	34354P105	Meeting Type	Annual
Ticker Symbol	FLS	Meeting Date	18-May-2017
ISIN	US34354P1057	Agenda	934575070 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 R. SCOTT ROWE		For	For
	2 LEIF E. DARNER		For	For
	3 GAYLA J. DELLY		For	For
	4 ROGER L. FIX		For	For
	5 JOHN R. FRIEDERY		For	For
	6 JOE E. HARLAN		For	For
	7 RICK J. MILLS		For	For
	8 DAVID E. ROBERTS		For	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF CONDUCTING THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS THE COMPANY'S INDEPENDENT	Management	For	For

REGISTERED  
PUBLIC ACCOUNTING FIRM FOR 2017.  
A SHAREHOLDER PROPOSAL  
REQUESTING THE  
BOARD OF DIRECTORS TO AMEND THE  
PROXY

5. ACCESS BYLAWS TO INCREASE THE NUMBER OF SHAREHOLDERS ABLE TO AGGREGATE THEIR SHARES TO MEET OWNERSHIP REQUIREMENTS. Shareholder Abstain Against

6. ELECTION OF RUBY CHANDY AS DIRECTOR - 2018 ManagementFor For

LORAL SPACE & COMMUNICATIONS INC.

Security	543881106	Meeting Type	Annual
Ticker Symbol	LORL	Meeting Date	18-May-2017
ISIN	US5438811060	Agenda	934593650 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR 1 JOHN D. HARKEY, JR. 2 MICHAEL B. TARGOFF ACTING UPON A PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. ACTING UPON A PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, COMPENSATION	Management	For For	For For
2.	OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE COMPANY'S PROXY STATEMENT. ACTING UPON A PROPOSAL TO SELECT, ON A NON-BINDING, ADVISORY BASIS, THE FREQUENCY OF	Management	For	For
3.	FUTURE NON-BINDING, ADVISORY VOTES ON COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	1 Year	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

NATIONAL GRID PLC, LONDON

Security	G6375K151	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	19-May-2017
ISIN	GB00B08SNH34	Agenda	708057193 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	TO APPROVE THE CONSOLIDATION OF SHARES	Management	For	For
2	TO AUTHORISE THE DIRECTORS TO ALLOT NEW ORDINARY SHARES	Management	For	For
3	TO DISAPPLY PRE-EMPTION RIGHTS TO DISAPPLY PRE-EMPTION RIGHTS	Management	For	For
4	FOR ACQUISITIONS	Management	For	For
5	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN NEW ORDINARY SHARES	Management	For	For

WEYERHAEUSER COMPANY

Security	962166104	Meeting Type	Annual
Ticker Symbol	WY	Meeting Date	19-May-2017
ISIN	US9621661043	Agenda	934566817 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARK A. EMMERT	Management	For	For
1B.	ELECTION OF DIRECTOR: RICK R. HOLLEY	Management	For	For
1C.	ELECTION OF DIRECTOR: SARA GROOTWASSINK LEWIS	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN F. MORGAN, SR.	Management	For	For
1E.	ELECTION OF DIRECTOR: NICOLE W. PIASECKI	Management	For	For
1F.	ELECTION OF DIRECTOR: MARC F. RACICOT	Management	For	For
1G.	ELECTION OF DIRECTOR: LAWRENCE A. SELZER	Management	For	For
1H.	ELECTION OF DIRECTOR: DOYLE R. SIMONS	Management	For	For
1I.	ELECTION OF DIRECTOR: D. MICHAEL STEUERT	Management	For	For
1J.	ELECTION OF DIRECTOR: KIM WILLIAMS	Management	For	For
1K.	ELECTION OF DIRECTOR: CHARLES R. WILLIAMSON	Management	For	For
2.	APPROVAL, ON AN ADVISORY BASIS, OF THE	Management	For	For



COMPENSATION OF THE NAMED  
EXECUTIVE  
OFFICERS.

3. APPROVAL, ON AN ADVISORY BASIS,  
OF THE  
FREQUENCY OF FUTURE ADVISORY  
VOTES ON THE  
COMPENSATION OF THE NAMED  
EXECUTIVE  
OFFICERS. Management 1 Year For

4. RATIFICATION OF SELECTION OF  
INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING  
FIRM. Management For For

## AMGEN INC.

Security	031162100	Meeting Type	Annual
Ticker Symbol	AMGN	Meeting Date	19-May-2017
ISIN	US0311621009	Agenda	934569039 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DR. DAVID BALTIMORE	Management	For	For
1B.	ELECTION OF DIRECTOR: MR. ROBERT A. BRADWAY	Management	For	For
1C.	ELECTION OF DIRECTOR: MR. FRANCOIS DE CARBONNEL	Management	For	For
1D.	ELECTION OF DIRECTOR: MR. ROBERT A. ECKERT	Management	For	For
1E.	ELECTION OF DIRECTOR: MR. GREG C. GARLAND	Management	For	For
1F.	ELECTION OF DIRECTOR: MR. FRED HASSAN	Management	For	For
1G.	ELECTION OF DIRECTOR: DR. REBECCA M. HENDERSON	Management	For	For
1H.	ELECTION OF DIRECTOR: MR. FRANK C. HERRINGER	Management	For	For
1I.	ELECTION OF DIRECTOR: MR. CHARLES M. HOLLEY, JR.	Management	For	For
1J.	ELECTION OF DIRECTOR: DR. TYLER JACKS	Management	For	For
1K.	ELECTION OF DIRECTOR: MS. ELLEN J. KULLMAN	Management	For	For
1L.	ELECTION OF DIRECTOR: DR. RONALD D. SUGAR	Management	For	For
1M.		Management	For	For

ELECTION OF DIRECTOR: DR. R.  
SANDERS  
WILLIAMS  
TO RATIFY THE SELECTION OF ERNST  
& YOUNG  
LLP AS OUR INDEPENDENT

2. REGISTERED PUBLIC ManagementFor For  
ACCOUNTANTS FOR THE FISCAL YEAR  
ENDING  
DECEMBER 31, 2017.

3. ADVISORY VOTE TO APPROVE OUR  
EXECUTIVE ManagementFor For  
COMPENSATION.

4. ADVISORY VOTE ON THE FREQUENCY  
OF FUTURE Management1 Year For  
STOCKHOLDER VOTES TO APPROVE  
EXECUTIVE  
COMPENSATION.

5. STOCKHOLDER PROPOSAL TO ADOPT  
MAJORITY Shareholder Against For  
VOTES CAST STANDARD FOR  
MATTERS  
PRESENTED BY STOCKHOLDERS.

CHESAPEAKE ENERGY CORPORATION

Security	165167107	Meeting Type	Annual
Ticker Symbol	CHK	Meeting Date	19-May-2017
ISIN	US1651671075	Agenda	934574268 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GLORIA R. BOYLAND	Management	For	For
1B.	ELECTION OF DIRECTOR: LUKE R. CORBETT	Management	For	For
1C.	ELECTION OF DIRECTOR: ARCHIE W. DUNHAM	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT D. LAWLER	Management	For	For
1E.	ELECTION OF DIRECTOR: R. BRAD MARTIN	Management	For	For
1F.	ELECTION OF DIRECTOR: MERRILL A. "PETE" MILLER, JR.	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS L. RYAN	Management	For	For
2.	TO APPROVE AN AMENDMENT TO OUR CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK TO 2 BILLION.	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

- |    |   |            |        |     |
|----|---|------------|--------|-----|
| 3. | TO APPROVE ON AN ADVISORY BASIS<br>OUR NAMED<br>EXECUTIVE OFFICER COMPENSATION.<br>TO APPROVE ON AN ADVISORY BASIS<br>THE   | Management | For    | For |
| 4. | FREQUENCY OF SHAREHOLDER<br>ADVISORY VOTES<br>ON NAMED EXECUTIVE OFFICER<br>COMPENSATION.<br>TO RATIFY THE APPOINTMENT OF<br>PRICEWATERHOUSECOOPERS LLP AS<br>OUR | Management | 1 Year | For |
| 5. | INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING<br>FIRM FOR THE FISCAL YEAR ENDING<br>DECEMBER<br>31, 2017.   | Management | For    | For |

AETNA INC.

Security	00817Y108	Meeting Type	Annual
Ticker Symbol	AET	Meeting Date	19-May-2017
ISIN	US00817Y1082	Agenda	934574698 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FERNANDO AGUIRRE	Management	For	For
1B.	ELECTION OF DIRECTOR: MARK T. BERTOLINI	Management	For	For
1C.	ELECTION OF DIRECTOR: FRANK M. CLARK	Management	For	For
1D.	ELECTION OF DIRECTOR: BETSY Z. COHEN	Management	For	For
1E.	ELECTION OF DIRECTOR: MOLLY J. COYE, M.D.	Management	For	For
1F.	ELECTION OF DIRECTOR: ROGER N. FARAH	Management	For	For
1G.	ELECTION OF DIRECTOR: JEFFREY E. GARTEN	Management	For	For
1H.	ELECTION OF DIRECTOR: ELLEN M. HANCOCK	Management	For	For
1I.	ELECTION OF DIRECTOR: RICHARD J. HARRINGTON	Management	For	For
1J.	ELECTION OF DIRECTOR: EDWARD J. LUDWIG	Management	For	For
1K.	ELECTION OF DIRECTOR: JOSEPH P. NEWHOUSE	Management	For	For
1L.	ELECTION OF DIRECTOR: OLYMPIA J. SNOWE	Management	For	For
2.	COMPANY PROPOSAL - APPROVAL OF THE APPOINTMENT OF THE INDEPENDENT	Management	For	For

REGISTERED  
PUBLIC ACCOUNTING FIRM  
COMPANY PROPOSAL - APPROVAL OF  
AMENDMENT

3.	TO AMENDED AETNA INC. 2010 STOCK INCENTIVE PLAN TO INCREASE NUMBER OF SHARES AUTHORIZED TO BE ISSUED	ManagementFor	For
4.	COMPANY PROPOSAL - APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION ON A NON-BINDING ADVISORY BASIS	ManagementFor	For
5.	COMPANY PROPOSAL - NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION	Management	No Action
6A.	SHAREHOLDER PROPOSAL - ANNUAL REPORT ON DIRECT AND INDIRECT LOBBYING	Shareholder Against	For
6B.	SHAREHOLDER PROPOSAL - ANNUAL REPORT ON GENDER PAY GAP	Shareholder Abstain	Against

MACY'S INC.

Security	55616P104	Meeting Type	Annual
Ticker Symbol	M	Meeting Date	19-May-2017
ISIN	US55616P1049	Agenda	934575664 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: FRANCIS S. BLAKE	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN A. BRYANT	Management	For	For
1C.	ELECTION OF DIRECTOR: DEIRDRE P. CONNELLY	Management	For	For
1D.	ELECTION OF DIRECTOR: JEFF GENNETTE	Management	For	For
1E.	ELECTION OF DIRECTOR: LESLIE D. HALE	Management	For	For
1F.	ELECTION OF DIRECTOR: WILLIAM H. LENEHAN	Management	For	For
1G.	ELECTION OF DIRECTOR: SARA LEVINSON	Management	For	For
1H.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Management	For	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Management	For	For
1J.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: PAUL C. VARGA		
1K.	ELECTION OF DIRECTOR: MARNA C. WHITTINGTON	ManagementFor	For
1L.	ELECTION OF DIRECTOR: ANNIE YOUNG-SCRIVNER	ManagementFor	For
	THE PROPOSED RATIFICATION OF THE AUDIT COMMITTEE'S APPOINTMENT OF KPMG LLP AS		
2.	MACY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 3, 2018.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE ON FREQUENCY OF THE SHAREHOLDER VOTE ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	RE-APPROVAL OF THE SENIOR EXECUTIVE INCENTIVE COMPENSATION PLAN.	ManagementFor	For

CBS CORPORATION

Security	124857103	Meeting Type	Annual
Ticker Symbol	CBSA	Meeting Date	19-May-2017
ISIN	US1248571036	Agenda	934579559 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID R. ANDELMAN	Management	For	For
1B.	ELECTION OF DIRECTOR: JOSEPH A. CALIFANO, JR.	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM S. COHEN	Management	For	For
1D.	ELECTION OF DIRECTOR: GARY L. COUNTRYMAN	Management	For	For
1E.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Management	For	For
1F.	ELECTION OF DIRECTOR: LEONARD GOLDBERG	Management	For	For
1G.	ELECTION OF DIRECTOR: BRUCE S. GORDON	Management	For	For
1H.	ELECTION OF DIRECTOR: LINDA M. GRIEGO	Management	For	For
1I.	ELECTION OF DIRECTOR: ARNOLD KOPELSON	Management	For	For
1J.		Management	For	For

	ELECTION OF DIRECTOR: MARTHA L. MINOW		
1K.	ELECTION OF DIRECTOR: LESLIE MOONVES	ManagementFor	For
1L.	ELECTION OF DIRECTOR: DOUG MORRIS	ManagementFor	For
1M.	ELECTION OF DIRECTOR: SHARI REDSTONE	ManagementFor	For
	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.		
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
3.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Management3 Years	For

REPSOL S.A.

Security	76026T205	Meeting Type	Annual
Ticker Symbol	REPY	Meeting Date	19-May-2017
ISIN	US76026T2050	Agenda	934595212 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE ANNUAL FINANCIAL STATEMENTS AND MANAGEMENT REPORT OF REPSOL, S.A., THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED MANAGEMENT REPORT, FOR FISCAL YEAR ENDED 31 DECEMBER 2016.	Management	For	
2.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE PROPOSED RESULTS ALLOCATION FOR 2016.	Management	For	
3.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE MANAGEMENT OF THE BOARD OF	Management	For	

- DIRECTORS OF  
REPSOL, S.A. DURING 2016.  
APPOINTMENT OF THE ACCOUNTS  
AUDITOR OF
4. REPSOL, S.A. AND ITS CONSOLIDATED ManagementFor  
GROUP FOR  
FISCAL YEAR 2017.  
APPOINTMENT OF THE ACCOUNTS  
AUDITOR OF
5. REPSOL, S.A. AND ITS CONSOLIDATED ManagementFor  
GROUP FOR  
FISCAL YEARS 2018, 2019 AND 2020.  
INCREASE OF SHARE CAPITAL IN AN  
AMOUNT  
DETERMINABLE PURSUANT TO THE  
TERMS OF THE  
RESOLUTION, BY ISSUING NEW  
COMMON SHARES  
HAVING A PAR VALUE OF ONE (1)  
EURO EACH, OF  
THE SAME CLASS AND SERIES AS  
THOSE  
CURRENTLY IN CIRCULATION,  
CHARGED TO
6. THE ManagementFor  
SHAREHOLDERS THE POSSIBILITY OF  
SELLING THE  
SCRIP DIVIDEND RIGHTS TO THE  
COMPANY ITSELF  
OR ON THE MARKET. DELEGATION OF  
AUTHORITY  
TO THE BOARD OF DIRECTORS OR, BY  
DELEGATION, TO THE DELEGATE  
COMMITTEE OR  
THE CEO, TO FIX ...(DUE TO SPACE  
LIMITS, SEE  
PROXY MATERIAL FOR FULL  
PROPOSAL).
7. SECOND CAPITAL INCREASE IN AN ManagementFor  
AMOUNT  
DETERMINABLE PURSUANT TO THE  
TERMS OF THE  
RESOLUTION, BY ISSUING NEW  
COMMON SHARES  
HAVING A PAR VALUE OF ONE (1)  
EURO EACH, OF  
THE SAME CLASS AND SERIES AS  
THOSE  
CURRENTLY IN CIRCULATION,  
CHARGED TO

VOLUNTARY RESERVES, OFFERING THE SHAREHOLDERS THE POSSIBILITY OF SELLING THE FREE-OF-CHARGE ALLOCATION RIGHTS TO THE COMPANY ITSELF OR ON THE MARKET.

DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS OR, BY DELEGATION, TO THE

DELEGATE COMMITTEE OR THE

...(DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL).

DELEGATION TO THE BOARD OF DIRECTORS ON THE POWER TO ISSUE FIXED INCOME, CONVERTIBLE AND/OR EXCHANGEABLE

SECURITIES FOR COMPANY SHARES, AS WELL AS WARRANTS (OPTIONS TO SUBSCRIBE NEW

SHARES OR ACQUIRE CIRCULATING COMPANY

SHARES). SETTING OF CRITERIA TO DETERMINE

8. THE TERMS AND TYPES OF THE CONVERSION

ManagementFor

AND/OR EXCHANGE AND ALLOCATION TO THE BOARD OF DIRECTORS OF THE POWERS TO INCREASE CAPITAL AS NECESSARY, AS WELL AS

FULLY OR PARTIALLY REMOVE SHAREHOLDERS'

PREEMPTIVE SUBSCRIPTION RIGHTS

...(DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL).

9. RE-ELECTION OF MR. RENE DAHAN AS DIRECTOR.

ManagementFor

RE-ELECTION OF MR. MANUEL

10. MANRIQUE CECILIA

ManagementFor

AS DIRECTOR.

11.

ManagementFor



- RE-ELECTION OF MR. LUIS SUAREZ DE LEZO MANTILLA AS DIRECTOR.  
RATIFICATION OF THE APPOINTMENT BY CO-
12. OPTATION AND RE-ELECTION AS DIRECTOR OF MR. ANTONIO MASSANELL LAVILLA. ManagementFor
13. APPOINTMENT OF MS. MAITE BALLESTER FORNES AS DIRECTOR. ManagementFor
14. APPOINTMENT OF MS. ISABEL TORREMOCHA FERREZUELO AS DIRECTOR. ManagementFor
15. APPOINTMENT OF MR. MARIANO MARZO CARPIO AS DIRECTOR. ManagementFor
- ADVISORY VOTE ON THE REPSOL, S.A. ANNUAL
16. REPORT ON DIRECTORS' REMUNERATION FOR 2016. ManagementFor
17. IMPLEMENTATION OF A COMPENSATION SYSTEM REFERRED TO THE SHARE VALUE FOR THE CEO OF THE COMPANY. ManagementFor
- APPROVAL, IF APPROPRIATE, OF THE INCLUSION OF A TARGET RELATED TO THE PERFORMANCE OF
18. TOTAL SHAREHOLDER RETURN IN THE 2017- 2020 ManagementFor
- LONG-TERM MULTI-YEAR VARIABLE REMUNERATION PLAN.  
APPROVAL, IF APPROPRIATE, OF THE DELIVERY OF
19. SHARES TO THE EXECUTIVE DIRECTORS IN PARTIAL PAYMENT OF THEIR REMUNERATION ManagementFor
- UNDER THE LONG-TERM MULTI-YEAR REMUNERATION PLANS.  
EXAMINATION AND APPROVAL, IF APPROPRIATE,
20. OF THE REMUNERATION POLICY FOR DIRECTORS ManagementFor
- OF REPSOL, S.A. (2018-2020).
21. DELEGATION OF POWERS TO INTERPRET, ManagementFor
- SUPPLEMENT, DEVELOP, EXECUTE,

RECTIFY AND  
 FORMALIZE THE RESOLUTIONS  
 ADOPTED BY THE  
 GENERAL SHAREHOLDERS' MEETING.

## NATIONAL GRID PLC

Security	636274300	Meeting Type	Annual
Ticker Symbol	NGG	Meeting Date	19-May-2017
ISIN	US6362743006	Agenda	934599436 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE CONSOLIDATION OF SHARES	Management	For	For
2.	TO AUTHORISE THE DIRECTORS TO ALLOT NEW ORDINARY SHARES	Management	For	For
3.	TO DISAPPLY PRE-EMPTION RIGHTS TO DISAPPLY PRE-EMPTION RIGHTS	Management	For	For
4.	FOR ACQUISITIONS	Management	For	For
5.	TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN NEW ORDINARY SHARES	Management	For	For

## REPSOL S.A.

Security	76026T205	Meeting Type	Annual
Ticker Symbol	REPY	Meeting Date	19-May-2017
ISIN	US76026T2050	Agenda	934625596 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE ANNUAL FINANCIAL STATEMENTS AND MANAGEMENT REPORT OF REPSOL, S.A., THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED MANAGEMENT REPORT, FOR FISCAL YEAR ENDED 31 DECEMBER 2016.	Management	For	
2.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE PROPOSED RESULTS ALLOCATION FOR 2016.	Management	For	
3.	REVIEW AND APPROVAL, IF APPROPRIATE, OF THE MANAGEMENT OF THE BOARD OF DIRECTORS OF REPSOL, S.A. DURING 2016.	Management	For	

- APPOINTMENT OF THE ACCOUNTS  
AUDITOR OF
4. REPSOL, S.A. AND ITS CONSOLIDATED ManagementFor  
GROUP FOR  
FISCAL YEAR 2017.
- APPOINTMENT OF THE ACCOUNTS  
AUDITOR OF
5. REPSOL, S.A. AND ITS CONSOLIDATED ManagementFor  
GROUP FOR  
FISCAL YEARS 2018, 2019 AND 2020.
- INCREASE OF SHARE CAPITAL IN AN  
AMOUNT  
DETERMINABLE PURSUANT TO THE  
TERMS OF THE  
RESOLUTION, BY ISSUING NEW  
COMMON SHARES  
HAVING A PAR VALUE OF ONE (1)  
EURO EACH, OF  
THE SAME CLASS AND SERIES AS  
THOSE  
CURRENTLY IN CIRCULATION,  
CHARGED TO  
VOLUNTARY RESERVES, OFFERING
6. THE ManagementFor  
SHAREHOLDERS THE POSSIBILITY OF  
SELLING THE  
SCRIP DIVIDEND RIGHTS TO THE  
COMPANY ITSELF  
OR ON THE MARKET. DELEGATION OF  
AUTHORITY  
TO THE BOARD OF DIRECTORS OR, BY  
DELEGATION, TO THE DELEGATE  
COMMITTEE OR  
THE CEO, TO FIX ...(DUE TO SPACE  
LIMITS, SEE  
PROXY MATERIAL FOR FULL  
PROPOSAL).
7. SECOND CAPITAL INCREASE IN AN ManagementFor  
AMOUNT  
DETERMINABLE PURSUANT TO THE  
TERMS OF THE  
RESOLUTION, BY ISSUING NEW  
COMMON SHARES  
HAVING A PAR VALUE OF ONE (1)  
EURO EACH, OF  
THE SAME CLASS AND SERIES AS  
THOSE  
CURRENTLY IN CIRCULATION,  
CHARGED TO  
VOLUNTARY RESERVES, OFFERING  
THE

SHAREHOLDERS THE POSSIBILITY OF  
SELLING THE  
FREE-OF-CHARGE ALLOCATION  
RIGHTS TO THE  
COMPANY ITSELF OR ON THE  
MARKET.

DELEGATION OF AUTHORITY TO THE  
BOARD OF

DIRECTORS OR, BY DELEGATION, TO  
THE

DELEGATE COMMITTEE OR THE

...(DUE TO SPACE

LIMITS, SEE PROXY MATERIAL FOR  
FULL

PROPOSAL).

DELEGATION TO THE BOARD OF

DIRECTORS ON

THE POWER TO ISSUE FIXED INCOME,

CONVERTIBLE AND/OR

EXCHANGEABLE

SECURITIES FOR COMPANY SHARES,

AS WELL AS

WARRANTS (OPTIONS TO SUBSCRIBE

NEW

SHARES OR ACQUIRE CIRCULATING

COMPANY

SHARES). SETTING OF CRITERIA TO

DETERMINE

8. THE TERMS AND TYPES OF THE  
CONVERSION

ManagementFor

AND/OR EXCHANGE AND

ALLOCATION TO THE

BOARD OF DIRECTORS OF THE

POWERS TO

INCREASE CAPITAL AS NECESSARY,

AS WELL AS

FULLY OR PARTIALLY REMOVE

SHAREHOLDERS'

PREEMPTIVE SUBSCRIPTION RIGHTS

...(DUE TO

SPACE LIMITS, SEE PROXY MATERIAL

FOR FULL

PROPOSAL).

9. RE-ELECTION OF MR. RENE DAHAN AS  
DIRECTOR.

ManagementFor

RE-ELECTION OF MR. MANUEL

10. MANRIQUE CECILIA

ManagementFor

AS DIRECTOR.

RE-ELECTION OF MR. LUIS SUAREZ DE

11. LEZO

ManagementFor

MANTILLA AS DIRECTOR.

RATIFICATION OF THE APPOINTMENT  
BY CO-

- |     |   |               |
|-----|---|---------------|
| 12. | OPTATION AND RE-ELECTION AS<br>DIRECTOR OF MR.<br>ANTONIO MASSANELL LAVILLA.  | ManagementFor |
| 13. | APPOINTMENT OF MS. MAITE<br>BALLESTER FORNES<br>AS DIRECTOR.  | ManagementFor |
| 14. | APPOINTMENT OF MS. ISABEL<br>TORREMOCHA<br>FERREZUELO AS DIRECTOR.  | ManagementFor |
| 15. | APPOINTMENT OF MR. MARIANO<br>MARZO CARPIO<br>AS DIRECTOR.  | ManagementFor |
| 16. | ADVISORY VOTE ON THE REPSOL, S.A.<br>ANNUAL<br>REPORT ON DIRECTORS'<br>REMUNERATION FOR<br>2016.  | ManagementFor |
| 17. | IMPLEMENTATION OF A<br>COMPENSATION SYSTEM<br>REFERRED TO THE SHARE VALUE FOR<br>THE CEO OF<br>THE COMPANY.   | ManagementFor |
| 18. | APPROVAL, IF APPROPRIATE, OF THE<br>INCLUSION<br>OF A TARGET RELATED TO THE<br>PERFORMANCE OF<br>TOTAL SHAREHOLDER RETURN IN<br>THE 2017- 2020<br>LONG-TERM MULTI-YEAR VARIABLE<br>REMUNERATION PLAN. | ManagementFor |
| 19. | APPROVAL, IF APPROPRIATE, OF THE<br>DELIVERY OF<br>SHARES TO THE EXECUTIVE<br>DIRECTORS IN<br>PARTIAL PAYMENT OF THEIR<br>REMUNERATION<br>UNDER THE LONG-TERM MULTI-YEAR<br>REMUNERATION PLANS.       | ManagementFor |
| 20. | EXAMINATION AND APPROVAL, IF<br>APPROPRIATE,<br>OF THE REMUNERATION POLICY FOR<br>DIRECTORS<br>OF REPSOL, S.A. (2018-2020).   | ManagementFor |
| 21. | DELEGATION OF POWERS TO<br>INTERPRET,<br>SUPPLEMENT, DEVELOP, EXECUTE,<br>RECTIFY AND<br>FORMALIZE THE RESOLUTIONS<br>ADOPTED BY THE  | ManagementFor |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

GENERAL SHAREHOLDERS' MEETING.

MORGAN STANLEY

Security	617446448	Meeting Type	Annual
Ticker Symbol	MS	Meeting Date	22-May-2017
ISIN	US6174464486	Agenda	934579458 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERSKINE B. BOWLES	Management	For	For
1B.	ELECTION OF DIRECTOR: ALISTAIR DARLING	Management	For	For
1C.	ELECTION OF DIRECTOR: THOMAS H. GLOCER	Management	For	For
1D.	ELECTION OF DIRECTOR: JAMES P. GORMAN	Management	For	For
1E.	ELECTION OF DIRECTOR: ROBERT H. HERZ	Management	For	For
1F.	ELECTION OF DIRECTOR: NOBUYUKI HIRANO	Management	For	For
1G.	ELECTION OF DIRECTOR: KLAUS KLEINFELD	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMI MISCIK	Management	For	For
1I.	ELECTION OF DIRECTOR: DENNIS M. NALLY	Management	For	For
1J.	ELECTION OF DIRECTOR: HUTHAM S. OLAYAN	Management	For	For
1K.	ELECTION OF DIRECTOR: JAMES W. OWENS	Management	For	For
1L.	ELECTION OF DIRECTOR: RYOSUKE TAMAKOSHI	Management	For	For
1M.	ELECTION OF DIRECTOR: PERRY M. TRAQUINA	Management	For	For
1N.	ELECTION OF DIRECTOR: RAYFORD WILKINS, JR.	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR	Management	For	For
3.	TO APPROVE THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT (NON-BINDING ADVISORY VOTE)	Management	For	For
4.	TO VOTE ON THE FREQUENCY OF HOLDING A NONBINDING ADVISORY VOTE ON THE COMPENSATION OF EXECUTIVES AS DISCLOSED IN THE PROXY STATEMENT	Management	1 Year	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

(NON-BINDING ADVISORY  
VOTE)

- |    |  |             |         |         |
|----|--|-------------|---------|---------|
| 5. | TO APPROVE THE AMENDED AND RESTATED EQUITY INCENTIVE COMPENSATION PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES AND TO EXTEND THE TERM TO APPROVE THE AMENDED AND RESTATED DIRECTORS' EQUITY CAPITAL ACCUMULATION | Management  | Against | Against |
| 6. | PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES   | Management  | Against | Against |
| 7. | SHAREHOLDER PROPOSAL REGARDING A CHANGE IN THE TREATMENT OF ABSTENTIONS FOR PURPOSES OF VOTE-COUNTING  | Shareholder | Against | For     |
| 8. | SHAREHOLDER PROPOSAL REGARDING A POLICY TO PROHIBIT VESTING OF DEFERRED EQUITY AWARDS FOR SENIOR EXECUTIVES WHO RESIGN TO ENTER GOVERNMENT SERVICE   | Shareholder | Against | For     |

PINNACLE FOODS INC.

Security	72348P104	Meeting Type	Annual
Ticker Symbol	PF	Meeting Date	23-May-2017
ISIN	US72348P1049	Agenda	934571678 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1.   | DIRECTOR  | Management  |      |                        |
|      | 1 JANE NIELSEN  |             | For  | For                    |
|      | 2 MUKTESH PANT  |             | For  | For                    |
|      | 3 RAYMOND SILCOCK   |             | For  | For                    |
| 2.   | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017. | Management  | For  | For                    |
| 3.   | TO APPROVE, IN A NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID TO THE NAMED EXECUTIVE OFFICERS.                | Management  | For  | For                    |

AMERICAN STATES WATER COMPANY

Security	029899101	Meeting Type	Annual
----------	-----------	--------------	--------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol	AWR	Meeting Date	23-May-2017
ISIN	US0298991011	Agenda	934579357 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 MR. JOHN R. FIELDER		For	For
	2 MR. JAMES F. MCNULTY		For	For
	3 MS. JANICE F. WILKINS		For	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	1 Year	For
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

MERCK & CO., INC.

Security	58933Y105	Meeting Type	Annual
Ticker Symbol	MRK	Meeting Date	23-May-2017
ISIN	US58933Y1055	Agenda	934581439 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LESLIE A. BRUN	Management	For	For
1B.	ELECTION OF DIRECTOR: THOMAS R. CECH	Management	For	For
1C.	ELECTION OF DIRECTOR: PAMELA J. CRAIG	Management	For	For
1D.	ELECTION OF DIRECTOR: KENNETH C. FRAZIER	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS H. GLOCER	Management	For	For
1F.	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN H. NOSEWORTHY	Management	For	For
1H.	ELECTION OF DIRECTOR: CARLOS E. REPRESAS	Management	For	For
1I.	ELECTION OF DIRECTOR: PAUL B. ROTHMAN	Management	For	For
1J.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1K.	ELECTION OF DIRECTOR: CRAIG B. THOMPSON	Management	For	For
1L.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Management	For	For
1M.	ELECTION OF DIRECTOR: PETER C. WENDELL	Management	For	For
2.	NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF FUTURE VOTES TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
5.	SHAREHOLDER PROPOSAL REQUESTING AN INDEPENDENT BOARD CHAIRMAN.	Shareholder	Against	For
6.	SHAREHOLDER PROPOSAL REQUESTING IMPLEMENTATION OF A SET OF EMPLOYEE PRACTICES IN ISRAEL/PALESTINE.	Shareholder	Abstain	Against
7.	SHAREHOLDER PROPOSAL REQUESTING A REPORT ON CONDUCTING BUSINESS IN CONFLICT-AFFECTED AREAS.	Shareholder	Abstain	Against
8.	SHAREHOLDER PROPOSAL REQUESTING A REPORT ON BOARD OVERSIGHT OF PRODUCT SAFETY AND QUALITY.	Shareholder	Against	For

UNITED STATES CELLULAR CORPORATION

Security	911684108	Meeting Type	Annual
Ticker Symbol	USM	Meeting Date	23-May-2017
ISIN	US9116841084	Agenda	934586580 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1	J. SAMUEL CROWLEY	For	For
	2	HARRY J. HARCZAK, JR.	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	3	GREGORY P. JOSEFOWICZ		For	For
	4	CECELIA D. STEWART		For	For
2.		RATIFY ACCOUNTANTS FOR 2017 ADVISORY VOTE TO APPROVE	Management	For	For
3.		EXECUTIVE COMPENSATION	Management	For	For
4.		ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	1 Year	For

WASTE CONNECTIONS, INC.

Security	94106B101	Meeting Type	Annual and Special Meeting
Ticker Symbol	WCN	Meeting Date	23-May-2017
ISIN	CA94106B1013	Agenda	934596149 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR			
	1	RONALD J. MITTELSTAEDT	For	For
	2	ROBERT H. DAVIS	For	For
	3	EDWARD E. GUILLET	For	For
	4	MICHAEL W. HARLAN	For	For
	5	LARRY S. HUGHES	For	For
	6	SUSAN LEE	For	For
	7	WILLIAM J. RAZZOUK	For	For
	APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE CLOSE OF THE 2018 ANNUAL MEETING OF SHAREHOLDERS OF THE COMPANY	Management	For	For
02	AND AUTHORIZATION OF OUR BOARD OF DIRECTORS TO FIX THE REMUNERATION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.			
03	APPROVAL OF A SPECIAL RESOLUTION AUTHORIZING AN AMENDMENT TO THE COMPANY'S ARTICLES OF AMALGAMATION PURSUANT TO SECTION 168(1)(H) OF THE BUSINESS CORPORATIONS ACT (ONTARIO) TO CHANGE THE NUMBER OF COMMON SHARES,	Management	For	For

WHETHER ISSUED  
OR UNISSUED, ON A THREE-FOR-TWO  
BASIS, SUCH  
THAT, WHEN AND IF SUCH  
AMENDMENT IS GIVEN  
EFFECT, EVERY TWO COMMON  
SHARES WILL  
BECOME THREE COMMON SHARES.

04 APPROVAL, ON A NON-BINDING,  
ADVISORY BASIS,  
OF THE COMPENSATION OF OUR  
NAMED EXECUTIVE OFFICERS AS DISCLOSED  
IN THE PROXY STATEMENT ("SAY ON PAY").

Management For For

05 APPROVAL, ON A NON-BINDING,  
ADVISORY BASIS,  
OF HOLDING FUTURE SAY ON PAY  
VOTES EVERY YEAR, EVERY TWO YEARS, OR EVERY  
THREE YEARS.

Management 1 Year For

INTEGER HOLDINGS CORPORATION

Security	45826H109	Meeting Type	Annual
Ticker Symbol	ITGR	Meeting Date	23-May-2017
ISIN	US45826H1095	Agenda	934602093 - Management

Item	Proposal	Proposed by Management	Vote	For/Against Management
1.	DIRECTOR			
	1 PAMELA G. BAILEY		For	For
	2 JOSEPH W. DZIEDZIC		For	For
	3 JEAN HOBBY		For	For
	4 M. CRAIG MAXWELL		For	For
	5 FILIPPO PASSERINI		For	For
	6 BILL R. SANFORD		For	For
	7 PETER H. SODERBERG		For	For
	8 DONALD J. SPENCE		For	For
	9 WILLIAM B. SUMMERS, JR.		For	For
	APPROVAL OF THE INTEGER HOLDINGS CORPORATION EXECUTIVE SHORT TERM INCENTIVE COMPENSATION PLAN	Management	For	For
3.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR INTEGER HOLDINGS CORPORATION FOR FISCAL	Management	For	For

YEAR 2017.

4. APPROVE BY NON-BINDING ADVISORY VOTE THE COMPENSATION OF INTEGER HOLDINGS CORPORATION NAMED EXECUTIVE OFFICERS. ManagementFor For
5. APPROVE BY NON-BINDING ADVISORY VOTE THE FREQUENCY OF THE NON-BINDING VOTE ON EXECUTIVE COMPENSATION. Management1 Year For

## ROYAL DUTCH SHELL PLC

Security	780259206	Meeting Type	Annual
Ticker Symbol	RDSA	Meeting Date	23-May-2017
ISIN	US7802592060	Agenda	934604580 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1.   | RECEIPT OF ANNUAL REPORT & ACCOUNTS                             | Management  | For  | For                    |
| 2.   | APPROVAL OF DIRECTORS' REMUNERATION POLICY                      | Management  | For  | For                    |
| 3.   | APPROVAL OF DIRECTORS' REMUNERATION REPORT                      | Management  | For  | For                    |
| 4.   | APPOINTMENT OF CATHERINE HUGHES AS A DIRECTOR OF THE COMPANY    | Management  | For  | For                    |
| 5.   | APPOINTMENT OF ROBERTO SETUBAL AS A DIRECTOR OF THE COMPANY     | Management  | For  | For                    |
| 6.   | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: BEN VAN BEURDEN     | Management  | For  | For                    |
| 7.   | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GUY ELLIOTT         | Management  | For  | For                    |
| 8.   | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: EULEEN GOH          | Management  | For  | For                    |
| 9.   | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: CHARLES O. HOLLIDAY | Management  | For  | For                    |
| 10.  | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERARD KLEISTERLEE  | Management  | For  | For                    |
| 11.  | REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: SIR NIGEL SHEINWALD | Management  | For  | For                    |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

12.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: LINDA G. STUNTZ	ManagementFor	For
13.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: JESSICA UHL	ManagementFor	For
14.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: HANS WIJERS	ManagementFor	For
15.	REAPPOINTMENT AS A DIRECTOR OF THE COMPANY: GERRIT ZALM	ManagementFor	For
16.	REAPPOINTMENT OF AUDITOR	ManagementFor	For
17.	REMUNERATION OF AUDITOR	ManagementFor	For
18.	AUTHORITY TO ALLOT SHARES	ManagementFor	For
19.	DISAPPLICATION OF PRE-EMPTION RIGHTS	ManagementFor	For
20.	AUTHORITY TO PURCHASE OWN SHARES	ManagementFor	For
21.	SHAREHOLDER RESOLUTION	Shareholder Against	For

KINDRED HEALTHCARE, INC.

Security	494580103	Meeting Type	Annual
Ticker Symbol	KND	Meeting Date	24-May-2017
ISIN	US4945801037	Agenda	934577391 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOEL ACKERMAN	Management	For	For
1B.	ELECTION OF DIRECTOR: JONATHAN D. BLUM	Management	For	For
1C.	ELECTION OF DIRECTOR: BENJAMIN A. BREIER	Management	For	For
1D.	ELECTION OF DIRECTOR: PAUL J. DIAZ	Management	For	For
1E.	ELECTION OF DIRECTOR: HEYWARD R. DONIGAN	Management	For	For
1F.	ELECTION OF DIRECTOR: RICHARD GOODMAN	Management	For	For
1G.	ELECTION OF DIRECTOR: CHRISTOPHER T. HJELM	Management	For	For
1H.	ELECTION OF DIRECTOR: FREDERICK J. KLEISNER	Management	For	For
1I.	ELECTION OF DIRECTOR: SHARAD MANSUKANI, M.D.	Management	For	For
1J.	ELECTION OF DIRECTOR: LYNN SIMON, M.D.	Management	For	For
1K.	ELECTION OF DIRECTOR: PHYLLIS R. YALE	Management	For	For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS,	Management	For	For

THE COMPANY'S EXECUTIVE  
COMPENSATION  
PROGRAM.

3. PROPOSAL TO APPROVE THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. Management 1 Year For
4. PROPOSAL TO APPROVE THE KINDRED HEALTHCARE, INC. STOCK INCENTIVE PLAN, AMENDED AND RESTATED. Management For For
5. PROPOSAL TO APPROVE THE KINDRED HEALTHCARE, INC. EQUITY PLAN FOR NON-EMPLOYEE DIRECTORS, AMENDED AND RESTATED. Management For For
6. PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017. Management For For

STERICYCLE, INC.

Security	858912108	Meeting Type	Annual
Ticker Symbol	SRCL	Meeting Date	24-May-2017
ISIN	US8589121081	Agenda	934588142 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARK C. MILLER	Management	For	For
1B.	ELECTION OF DIRECTOR: JACK W. SCHULER	Management	For	For
1C.	ELECTION OF DIRECTOR: CHARLES A. ALUTTO	Management	For	For
1D.	ELECTION OF DIRECTOR: BRIAN P. ANDERSON	Management	For	For
1E.	ELECTION OF DIRECTOR: LYNN D. BLEIL	Management	For	For
1F.	ELECTION OF DIRECTOR: THOMAS D. BROWN	Management	For	For
1G.	ELECTION OF DIRECTOR: THOMAS F. CHEN	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT S. MURLEY	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN PATIENCE	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1J.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Management	For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For	For
5.	APPROVAL OF AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN	Management	For	For
6.	INCREASING THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE	Management	For	For
7.	APPROVAL OF THE STERICYCLE, INC. 2017 LONG-TERM INCENTIVE PLAN	Management	For	For
8.	STOCKHOLDER PROPOSAL ENTITLED "SHAREHOLDER PROXY ACCESS REFORM"	Shareholder	Abstain	Against
8.	STOCKHOLDER PROPOSAL ON THE VESTING OF EQUITY AWARDS UPON A CHANGE IN CONTROL	Shareholder	Against	For

E. I. DU PONT DE NEMOURS AND COMPANY

Security	263534109	Meeting Type	Annual
Ticker Symbol	DD	Meeting Date	24-May-2017
ISIN	US2635341090	Agenda	934589144 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LAMBERTO ANDREOTTI	Management	For	For
1B.	ELECTION OF DIRECTOR: EDWARD D. BREEN	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT A. BROWN	Management	For	For
1D.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	Management	For	For
1E.	ELECTION OF DIRECTOR: ELEUTHERE I. DU PONT	Management	For	For
1F.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: JAMES L. GALLOGLY		
1G.	ELECTION OF DIRECTOR: MARILLYN A. HEWSON	ManagementFor	For
1H.	ELECTION OF DIRECTOR: LOIS D. JULIBER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: LEE M. THOMAS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: PATRICK J. WARD	ManagementFor	For
2.	TO RATIFY APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
3.	TO APPROVE, BY ADVISORY VOTE, EXECUTIVE COMPENSATION	ManagementFor	For
4.	TO RECOMMEND, BY ADVISORY VOTE, THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management1 Year	For
5.	TO PREPARE A REPORT ON EXECUTIVE COMPENSATION	Shareholder Against	For
6.	TO PREPARE A REPORT ON ACCIDENT RISK REDUCTION	Shareholder Abstain	Against

PAYPAL HOLDINGS, INC.

Security	70450Y103	Meeting Type	Annual
Ticker Symbol	PYPL	Meeting Date	24-May-2017
ISIN	US70450Y1038	Agenda	934589512 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WENCES CASARES	ManagementFor		For
1B.	ELECTION OF DIRECTOR: JONATHAN CHRISTODORO	ManagementFor		For
1C.	ELECTION OF DIRECTOR: JOHN J. DONAHOE	ManagementFor		For
1D.	ELECTION OF DIRECTOR: DAVID W. DORMAN	ManagementFor		For
1E.	ELECTION OF DIRECTOR: BELINDA JOHNSON	ManagementFor		For
1F.	ELECTION OF DIRECTOR: GAIL J. MCGOVERN	ManagementFor		For
1G.	ELECTION OF DIRECTOR: DAVID M. MOFFETT	ManagementFor		For
1H.	ELECTION OF DIRECTOR: DANIEL H. SCHULMAN	ManagementFor		For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

11.	ELECTION OF DIRECTOR: FRANK D. YEARY	ManagementFor	For
2.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	APPROVAL OF AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF STOCKHOLDERS WHO MAY, FOR PROXY ACCESS PURPOSES, AGGREGATE THEIR HOLDINGS FROM 15 TO 20.	ManagementFor	For
4.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2017.	ManagementFor	For
5.	STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER WRITTEN CONSENT WITHOUT A MEETING.	Shareholder Against	For
6.	STOCKHOLDER PROPOSAL REGARDING A SUSTAINABILITY REPORT.	Shareholder Abstain	Against
7.	STOCKHOLDER PROPOSAL REGARDING A "NET-ZERO" GREENHOUSE GAS EMISSIONS REPORT.	Shareholder Abstain	Against

ONEOK, INC.

Security	682680103	Meeting Type	Annual
Ticker Symbol	OKE	Meeting Date	24-May-2017
ISIN	US6826801036	Agenda	934591315 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BRIAN L. DERKSEN	Management	For	For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN W. GIBSON	Management	For	For
1D.	ELECTION OF DIRECTOR: RANDALL J. LARSON	Management	For	For
1E.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Management	For	For
1F.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: KEVIN S. MCCARTHY		
1G.	ELECTION OF DIRECTOR: JIM W. MOGG	Management	For
1H.	ELECTION OF DIRECTOR: PATTYE L. MOORE	Management	For
1I.	ELECTION OF DIRECTOR: GARY D. PARKER	Management	For
1J.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	Management	For
1K.	ELECTION OF DIRECTOR: TERRY K. SPENCER	Management	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS ONEOK, INC.'S INDEPENDENT AUDITOR FOR YEAR ENDING DEC 31 2017.	Management	For
3.	AN ADVISORY VOTE TO APPROVE ONEOK, INC.'S EXECUTIVE COMPENSATION.	Management	For
4.	AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING THE ADVISORY SHAREHOLDER VOTE ON ONEOK'S EXECUTIVE COMPENSATION.	Management	1 Year For

LIBERTY INTERACTIVE CORPORATION

Security	53071M856	Meeting Type	Annual
Ticker Symbol	LVNTA	Meeting Date	24-May-2017
ISIN	US53071M8560	Agenda	934605859 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 EVAN D. MALONE		For	For
	2 DAVID E. RAPLEY		For	For
	3 LARRY E. ROMRELL		For	For
2.	A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31,2017	Management	For	For
3.	THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	THE SAY-ON-FREQUENCY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE	Management	3 Years	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

FREQUENCY AT WHICH  
STOCKHOLDERS ARE  
PROVIDED AN ADVISORY VOTE ON  
THE  
COMPENSATION OF OUR NAMED  
EXECUTIVE  
OFFICERS.

LIBERTY INTERACTIVE CORPORATION

Security	53071M104	Meeting Type	Annual
Ticker Symbol	QVCA	Meeting Date	24-May-2017
ISIN	US53071M1045	Agenda	934605859 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 EVAN D. MALONE		For	For
	2 DAVID E. RAPLEY		For	For
	3 LARRY E. ROMRELL		For	For
2.	A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31,2017	Management	For	For
3.	THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	THE SAY-ON-FREQUENCY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY AT WHICH STOCKHOLDERS ARE PROVIDED AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	3 Years	For

LIBERTY MEDIA CORPORATION

Security	531229409	Meeting Type	Annual
Ticker Symbol	LSXMA	Meeting Date	24-May-2017
ISIN	US5312294094	Agenda	934607649 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 EVAN D. MALONE		For	For
	2 DAVID E. RAPLEY		For	For
	3 LARRY E. ROMRELL		For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2. A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. ManagementFor For
3. A PROPOSAL TO ADOPT THE LIBERTY MEDIA CORPORATION 2017 OMNIBUS INCENTIVE PLAN. ManagementAgainst Against

SEVEN & I HOLDINGS CO.,LTD.

Security	J7165H108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	25-May-2017
ISIN	JP3422950000	Agenda	708085130 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Isaka, Ryuichi	Management	For	For
2.2	Appoint a Director Goto, Katsushi	Management	For	For
2.3	Appoint a Director Ito, Junro	Management	For	For
2.4	Appoint a Director Aihara, Katsutane	Management	For	For
2.5	Appoint a Director Yamaguchi, Kimiyoshi	Management	For	For
2.6	Appoint a Director Furuya, Kazuki	Management	For	For
2.7	Appoint a Director Anzai, Takashi	Management	For	For
2.8	Appoint a Director Otaka, Zenko	Management	For	For
2.9	Appoint a Director Joseph M. DePinto	Management	For	For
2.10	Appoint a Director Scott Trevor Davis	Management	For	For
2.11	Appoint a Director Tsukio, Yoshio	Management	For	For
2.12	Appoint a Director Ito, Kunio	Management	For	For
2.13	Appoint a Director Yonemura, Toshiro	Management	For	For
3	Appoint a Corporate Auditor Habano, Noriyuki	Management	For	For
	Approve Delegation of Authority to the Board of Directors to Determine Details of Share Acquisition Rights Issued as Stock-Linked Compensation Type Stock Options for Executive Officers of the Company and Directors except Outside Directors and Executive Officers of the Company's Subsidiaries	Management	For	For

FLOWERS FOODS, INC.

Security	343498101	Meeting Type	Annual
Ticker Symbol	FLO	Meeting Date	25-May-2017
ISIN	US3434981011	Agenda	934574155 - Management

Item	Proposal	Vote
------	----------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

		Proposed by	For/Against Management
1A.	ELECTION OF DIRECTOR: GEORGE E. DEESE	ManagementFor	For
1B.	ELECTION OF DIRECTOR: RHONDA GASS	ManagementFor	For
1C.	ELECTION OF DIRECTOR: BENJAMIN H. GRISWOLD, IV	ManagementFor	For
1D.	ELECTION OF DIRECTOR: RICHARD LAN	ManagementFor	For
1E.	ELECTION OF DIRECTOR: MARGARET G. LEWIS	ManagementFor	For
1F.	ELECTION OF DIRECTOR: AMOS R. MCMULLIAN	ManagementFor	For
1G.	ELECTION OF DIRECTOR: J.V. SHIELDS, JR.	ManagementFor	For
1H.	ELECTION OF DIRECTOR: ALLEN L. SHIVER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DAVID V. SINGER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: JAMES T. SPEAR	ManagementFor	For
1K.	ELECTION OF DIRECTOR: MELVIN T. STITH	ManagementFor	For
1L.	ELECTION OF DIRECTOR: C. MARTIN WOOD III	ManagementFor	For
2.	TO APPROVE BY ADVISORY VOTE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	TO VOTE FOR THE FREQUENCY OF THE ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management1 Year	For
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FLOWERS FOODS, INC. FOR THE FISCAL YEAR ENDING DECEMBER 30, 2017.	ManagementFor	For
5.	A SHAREHOLDER PROPOSAL REGARDING WHETHER THE CHAIRMAN OF THE BOARD OF DIRECTORS SHOULD BE INDEPENDENT, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shareholder Against	For

NAVIENT CORPORATION

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Security	63938C108	Meeting Type	Annual
Ticker Symbol	NAVI	Meeting Date	25-May-2017
ISIN	US63938C1080	Agenda	934581542 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JOHN K. ADAMS, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: ANNA ESCOBEDO CABRAL	Management	For	For
1C.	ELECTION OF DIRECTOR: WILLIAM M. DIEFENDERFER, III	Management	For	For
1D.	ELECTION OF DIRECTOR: DIANE SUITT GILLELAND	Management	For	For
1E.	ELECTION OF DIRECTOR: KATHERINE A. LEHMAN	Management	For	For
1F.	ELECTION OF DIRECTOR: LINDA A. MILLS	Management	For	For
1G.	ELECTION OF DIRECTOR: JOHN F. REMONDI	Management	For	For
1H.	ELECTION OF DIRECTOR: JANE J. THOMPSON	Management	For	For
1I.	ELECTION OF DIRECTOR: LAURA S. UNGER	Management	For	For
1J.	ELECTION OF DIRECTOR: BARRY L. WILLIAMS	Management	For	For
1K.	ELECTION OF DIRECTOR: DAVID L. YOWAN	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For	For
3.	NON-BINDING ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For	For
4.	APPROVAL OF THE AMENDED AND RESTATED NAVIENT CORPORATION 2014 OMNIBUS INCENTIVE PLAN.	Management	Against	Against

EL PASO ELECTRIC COMPANY

Security	283677854	Meeting Type	Annual
Ticker Symbol	EE	Meeting Date	25-May-2017
ISIN	US2836778546	Agenda	934581667 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1	CATHERINE A. ALLEN	For	For
2	EDWARD ESCUDERO	For	For
3	ERIC B. SIEGEL	For	For

RATIFY THE SELECTION OF KPMG LLP  
AS THE

2.	COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For
----	---	------------	-----	-----

3.	APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Management	For	For
----	--	------------	-----	-----

ENVISION HEALTHCARE CORPORATION

Security	29414D100	Meeting Type	Annual
Ticker Symbol	EVHC	Meeting Date	25-May-2017
ISIN	US29414D1000	Agenda	934582304 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		

1	CAROL J. BURT	For	For
2	CHRISTOPHER A. HOLDEN	For	For
3	CYNTHIA S. MILLER	For	For
4	RONALD A. WILLIAMS	For	For

APPROVAL, ON A NON-BINDING  
ADVISORY BASIS,

2.	OF ENVISION HEALTHCARE CORPORATION'S EXECUTIVE COMPENSATION. APPROVAL, ON A NON-BINDING ADVISORY BASIS,	Management	For	For
----	---	------------	-----	-----

3.	OF THE FREQUENCY OF FUTURE ADVISORY VOTES APPROVING ENVISION HEALTHCARE CORPORATION'S EXECUTIVE COMPENSATION.	Management	1 Year	For
----	---	------------	--------	-----

RATIFICATION OF THE APPOINTMENT  
OF DELOITTE  
& TOUCHE LLP AS ENVISION  
HEALTHCARE

4.	CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	Management	For	For
----	--	------------	-----	-----

TELEPHONE AND DATA SYSTEMS, INC.

Security	879433829	Meeting Type	Annual
Ticker Symbol	TDS	Meeting Date	25-May-2017
ISIN	US8794338298	Agenda	934583976 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: C. A. DAVIS	Management	Abstain	Against
1B.	ELECTION OF DIRECTOR: K. D. DIXON	Management	Abstain	Against
1C.	ELECTION OF DIRECTOR: M. H. SARANOW	Management	Abstain	Against
1D.	ELECTION OF DIRECTOR: G. L. SUGARMAN	Management	Abstain	Against
2.	RATIFY ACCOUNTANTS FOR 2017	Management	For	For
3.	APPROVE TDS INCENTIVE PLAN	Management	For	For
4.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Management	For	For
5.	ADVISORY VOTE ON FREQUENCY OF VOTE ON EXECUTIVE COMPENSATION	Management	1 Year	For
6.	SHAREHOLDER PROPOSAL TO RECAPITALIZE TDS' OUTSTANDING STOCK TO HAVE AN EQUAL VOTE PER SHARE	Shareholder	For	Against

WINDSTREAM HOLDINGS INC.

Security	97382A200	Meeting Type	Annual
Ticker Symbol	WIN	Meeting Date	25-May-2017
ISIN	US97382A2006	Agenda	934585312 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: CAROL B. ARMITAGE	Management	For	For
1B.	ELECTION OF DIRECTOR: SAMUEL E. BEALL, III	Management	For	For
1C.	ELECTION OF DIRECTOR: JEANNIE DIEFENDERFER	Management	For	For
1D.	ELECTION OF DIRECTOR: JEFFREY T. HINSON	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM G. LAPERCH	Management	For	For
1F.	ELECTION OF DIRECTOR: LARRY LAQUE	Management	For	For
1G.	ELECTION OF DIRECTOR: JULIE A. SHIMER	Management	For	For
1H.	ELECTION OF DIRECTOR: MARC F. STOLL	Management	For	For
1I.	ELECTION OF DIRECTOR: MICHAEL G. STOLTZ	Management	For	For
1J.	ELECTION OF DIRECTOR: TONY THOMAS	Management	For	For
1K.	ELECTION OF DIRECTOR: WALTER L. TUREK	Management	For	For
1L.		Management	For	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: ALAN L. WELLS TO APPROVE AN ADVISORY (NON-BINDING) RESOLUTION ON EXECUTIVE COMPENSATION.	ManagementFor	For
2.	TO SELECT IN AN ADVISORY (NON-BINDING) VOTE THE FREQUENCY OF FUTURE ADVISORY VOTES REGARDING EXECUTIVE COMPENSATION.	Management1 Year	For
3.	TO APPROVE AMENDMENTS TO THE CERTIFICATE OF INCORPORATION AND BYLAWS OF WINDSTREAM HOLDINGS, INC. TO ENABLE STOCKHOLDERS TO CALL SPECIAL MEETINGS UNDER CERTAIN CIRCUMSTANCES.	ManagementFor	For
4.	TO APPROVE AMENDMENTS TO THE CERTIFICATE OF INCORPORATION AND BYLAWS OF WINDSTREAM HOLDINGS, INC. TO ELIMINATE SUPER-MAJORITY VOTING PROVISIONS.	ManagementFor	For
5.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS WINDSTREAM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR 2017.	ManagementFor	For
6.			

BLACKROCK, INC.

Security	09247X101	Meeting Type	Annual
Ticker Symbol	BLK	Meeting Date	25-May-2017
ISIN	US09247X1019	Agenda	934585603 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ABDLATIF YOUSEF AL-HAMAD	Management	For	For
1B.	ELECTION OF DIRECTOR: MATHIS CABIALLAVETTA	Management	For	For
1C.	ELECTION OF DIRECTOR: PAMELA DALEY	Management	For	For
1D.	ELECTION OF DIRECTOR: WILLIAM S. DEMCHAK	Management	For	For
1E.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	Management	For	For
1F.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: LAURENCE D. FINK		
1G.	ELECTION OF DIRECTOR: FABRIZIO FREDA	ManagementFor	For
1H.	ELECTION OF DIRECTOR: MURRY S. GERBER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: JAMES GROSFELD	ManagementFor	For
1J.	ELECTION OF DIRECTOR: ROBERT S. KAPITO	ManagementFor	For
1K.	ELECTION OF DIRECTOR: SIR DERYCK MAUGHAN	ManagementFor	For
1L.	ELECTION OF DIRECTOR: CHERYL D. MILLS	ManagementFor	For
1M.	ELECTION OF DIRECTOR: GORDON M. NIXON	ManagementFor	For
1N.	ELECTION OF DIRECTOR: CHARLES H. ROBBINS	ManagementFor	For
1O.	ELECTION OF DIRECTOR: IVAN G. SEIDENBERG	ManagementFor	For
1P.	ELECTION OF DIRECTOR: MARCO ANTONIO SLIM DOMIT	ManagementFor	For
1Q.	ELECTION OF DIRECTOR: JOHN S. VARLEY	ManagementFor	For
1R.	ELECTION OF DIRECTOR: SUSAN L. WAGNER	ManagementFor	For
2.	APPROVAL, IN A NON-BINDING ADVISORY VOTE, OF THE COMPENSATION FOR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
3.	RECOMMENDATION, IN A NON-BINDING ADVISORY VOTE, ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION ADVISORY VOTES.	Management1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2017.	ManagementFor	For
5.	A SHAREHOLDER PROPOSAL REGARDING PROXY VOTING RECORD ON EXECUTIVE COMPENSATION.	Shareholder Against	For
6.	A SHAREHOLDER PROPOSAL REGARDING	Shareholder Against	For

PRODUCTION OF AN ANNUAL REPORT  
ON CERTAIN  
TRADE ASSOCIATION AND LOBBYING  
EXPENDITURES.

## BUNGE LIMITED

Security	G16962105	Meeting Type	Annual
Ticker Symbol	BG	Meeting Date	25-May-2017
ISIN	BMG169621056	Agenda	934588750 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ERNEST G. BACHRACH	Management	For	For
1B.	ELECTION OF DIRECTOR: ENRIQUE H. BOILINI	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROL M. BROWNER	Management	For	For
1D.	ELECTION OF DIRECTOR: PAUL CORNET DE WAYS- RUART	Management	For	For
1E.	ELECTION OF DIRECTOR: ANDREW FERRIER	Management	For	For
1F.	ELECTION OF DIRECTOR: ANDREAS FIBIG	Management	For	For
1G.	ELECTION OF DIRECTOR: KATHLEEN HYLE	Management	For	For
1H.	ELECTION OF DIRECTOR: L. PATRICK LUPO	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN E. MCGLADE	Management	For	For
1J.	ELECTION OF DIRECTOR: SOREN SCHRODER	Management	For	For
2.	TO APPOINT DELOITTE & TOUCHE LLP AS BUNGE LIMITED'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017 AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO DETERMINE THE INDEPENDENT AUDITORS' FEES.	Management	For	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
5.		Management	For	For

TO APPROVE THE BUNGE LIMITED  
2017 NON-  
EMPLOYEE DIRECTORS EQUITY  
INCENTIVE PLAN.

LIGAND PHARMACEUTICALS INCORPORATED

Security	53220K504	Meeting Type	Annual
Ticker Symbol	LGND	Meeting Date	25-May-2017
ISIN	US53220K5048	Agenda	934592216 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JASON M. ARYEH		For	For
	2 TODD C. DAVIS		For	For
	3 JOHN L. HIGGINS		For	For
	4 JOHN W. KOZARICH		For	For
	5 JOHN L. LAMATTINA		For	For
	6 SUNIL PATEL		For	For
	7 STEPHEN L. SABBA		For	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED ACCOUNTING FIRM. APPROVAL, ON AN ADVISORY BASIS, OF THE	Management	For	For
3.	COMPENSATION OF LIGAND PHARMACEUTICALS INCORPORATED'S NAMED EXECUTIVE OFFICERS. APPROVAL, ON AN ADVISORY BASIS, WHETHER	Management	For	For
4.	THE STOCKHOLDER VOTE TO APPROVE THE COMPENSATION OF LIGAND PHARMACEUTICALS INCORPORATED'S NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.	Management	1 Year	For

NEOGENOMICS, INC.

Security	64049M209	Meeting Type	Annual
Ticker Symbol	NEO	Meeting Date	25-May-2017
ISIN	US64049M2098	Agenda	934612361 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOUGLAS M. VANOORT	Management	For	For
1B.	ELECTION OF DIRECTOR: STEVEN C. JONES	Management	For	For
1C.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: KEVIN C. JOHNSON		
1D.	ELECTION OF DIRECTOR: RAYMOND R. HIPPI	ManagementFor	For
1E.	ELECTION OF DIRECTOR: WILLIAM J. ROBISON	ManagementFor	For
1F.	ELECTION OF DIRECTOR: BRUCE K. CROWTHER	ManagementFor	For
1G.	ELECTION OF DIRECTOR: LYNN A. TETRAULT	ManagementFor	For
1H.	ELECTION OF DIRECTOR: ALISON L. HANNAH	ManagementFor	For
1I.	ELECTION OF DIRECTOR: KIERAN P. MURPHY	ManagementFor	For
2.	AMENDMENT OF THE AMENDED AND RESTATED EQUITY INCENTIVE PLAN.	ManagementAgainst	Against
3.	AMENDMENT OF EMPLOYEE STOCK PURCHASE PLAN.	ManagementFor	For
4.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor	For

ARCONIC INC

Security	03965L100	Meeting Type	Contested-Annual
Ticker Symbol	ARNC	Meeting Date	25-May-2017
ISIN	US03965L1008	Agenda	934618577 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 CHRISTOPHER L. AYERS		For	For
	2 ELMER L. DOTY		For	For
	3 DAVID P. HESS		For	For
	4 PATRICE E. MERRIN		For	For
	5 ULRICH R. SCHMIDT		For	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	ManagementFor		For
03	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION	ManagementFor		For
04	APPROVAL, ON AN ADVISORY BASIS, OF FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	1 Year	For
05	AMENDMENT OF ARTICLES OF INCORPORATION TO	Management	Abstain	Against

06	ELIMINATE SUPERMAJORITY VOTING REQUIREMENT IN THE ARTICLES OF INCORPORATION REGARDING AMENDING ARTICLE SEVENTH (FAIR PRICE PROTECTION) AMENDMENT OF ARTICLES OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENT IN THE ARTICLES OF INCORPORATION REGARDING AMENDING ARTICLE EIGHTH (DIRECTOR ELECTIONS) AMENDMENT OF ARTICLES OF INCORPORATION TO	ManagementAbstain	Against
07	ELIMINATE SUPERMAJORITY VOTING REQUIREMENT IN THE ARTICLE EIGHTH OF THE ARTICLES OF INCORPORATION RELATING TO THE REMOVAL OF DIRECTORS. AMENDMENT TO ARTICLES OF INCORPORATION TO	ManagementAbstain	Against
08	ELIMINATE THE CLASSIFICATION OF THE BOARD OF DIRECTORS. SHAREHOLDER PROPOSAL REGARDING	ManagementAbstain	Against
09	ELIMINATION OF SUPERMAJORITY PROVISIONS.	ManagementAbstain	Against

PHAROL SGPS, SA, LISBONNE

Security	X6454E135	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	26-May-2017
ISIN	PTPTC0AM0009	Agenda	708100261 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE THAT VOTING IN PORTUGUESE MEETINGS REQUIRES THE DISCLOSURE OF- BENEFICIAL OWNER INFORMATION, THROUGH DECLARATIONS OF PARTICIPATION AND-VOTING. BROADRIDGE WILL DISCLOSE THE BENEFICIAL OWNER INFORMATION FOR YOUR-VOTED ACCOUNTS. ADDITIONALLY, PORTUGUESE LAW		Non-Voting	

DOES NOT PERMIT  
 BENEFICIAL-OWNERS TO VOTE  
 INCONSISTENTLY ACROSS THEIR  
 HOLDINGS.  
 OPPOSING VOTES MAY BE-REJECTED  
 SUMMARILY  
 BY THE COMPANY HOLDING THIS  
 BALLOT. PLEASE  
 CONTACT YOUR-CLIENT SERVICE  
 REPRESENTATIVE FOR FURTHER  
 DETAILS.

1 TO RESOLVE ON THE ELECTION OF  
 THE MEMBERS  
 OF THE BOARD OF THE GENERAL  
 MEETING TO  
 COMPLETE THE 2015-2017 TERM OF  
 OFFICE  
 Management No  
 Action

2 TO RESOLVE ON THE ELECTION OF  
 THE FISCAL  
 COUNCIL ALTERNATE MEMBER TO  
 COMPLETE THE  
 2015-2017 TERM OF OFFICE  
 TO RESOLVE ON THE RATIFICATION  
 OF THE CO-  
 OPTION OF THE DIRECTOR JOSE  
 MANUEL MELO DA  
 SILVA TO COMPLETE THE 2015-2017  
 TERM OF  
 OFFICE  
 Management No  
 Action

3 03MAY2017: PLEASE NOTE IN THE  
 EVENT THE  
 MEETING DOES NOT REACH QUORUM,  
 THERE-WILL  
 BE A SECOND CALL ON 12 JUN 2017.  
 CONSEQUENTLY, YOUR VOTING  
 INSTRUCTIONS-  
 WILL REMAIN VALID FOR ALL CALLS  
 UNLESS THE  
 AGENDA IS AMENDED. THANK YOU.  
 03MAY2017: PLEASE NOTE THAT THIS  
 IS A  
 REVISION DUE TO ADDITION OF  
 COMMENT. IF-YOU  
 HAVE ALREADY SENT IN YOUR  
 VOTES, PLEASE DO  
 NOT VOTE AGAIN UNLESS  
 YOU-DECIDE TO AMEND  
 YOUR ORIGINAL INSTRUCTIONS.  
 THANK YOU.  
 Management No  
 Action

CMMT 03MAY2017: PLEASE NOTE IN THE  
 EVENT THE  
 MEETING DOES NOT REACH QUORUM,  
 THERE-WILL  
 BE A SECOND CALL ON 12 JUN 2017.  
 CONSEQUENTLY, YOUR VOTING  
 INSTRUCTIONS-  
 WILL REMAIN VALID FOR ALL CALLS  
 UNLESS THE  
 AGENDA IS AMENDED. THANK YOU.  
 03MAY2017: PLEASE NOTE THAT THIS  
 IS A  
 REVISION DUE TO ADDITION OF  
 COMMENT. IF-YOU  
 HAVE ALREADY SENT IN YOUR  
 VOTES, PLEASE DO  
 NOT VOTE AGAIN UNLESS  
 YOU-DECIDE TO AMEND  
 YOUR ORIGINAL INSTRUCTIONS.  
 THANK YOU.  
 Non-Voting

CMMT 03MAY2017: PLEASE NOTE IN THE  
 EVENT THE  
 MEETING DOES NOT REACH QUORUM,  
 THERE-WILL  
 BE A SECOND CALL ON 12 JUN 2017.  
 CONSEQUENTLY, YOUR VOTING  
 INSTRUCTIONS-  
 WILL REMAIN VALID FOR ALL CALLS  
 UNLESS THE  
 AGENDA IS AMENDED. THANK YOU.  
 03MAY2017: PLEASE NOTE THAT THIS  
 IS A  
 REVISION DUE TO ADDITION OF  
 COMMENT. IF-YOU  
 HAVE ALREADY SENT IN YOUR  
 VOTES, PLEASE DO  
 NOT VOTE AGAIN UNLESS  
 YOU-DECIDE TO AMEND  
 YOUR ORIGINAL INSTRUCTIONS.  
 THANK YOU.  
 Non-Voting

PHAROL SGPS, SA, LISBONNE  
 Security X6454E135

Meeting Type

Annual General Meeting

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol		Meeting Date	26-May-2017
ISIN	PTPTC0AM0009	Agenda	708175232 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT VOTING IN PORTUGUESE MEETINGS REQUIRES THE DISCLOSURE OF- BENEFICIAL OWNER INFORMATION, THROUGH DECLARATIONS OF PARTICIPATION AND-VOTING. BROADRIDGE WILL DISCLOSE THE BENEFICIAL OWNER INFORMATION FOR YOUR-VOTED			
CMMT	ACCOUNTS. ADDITIONALLY, PORTUGUESE LAW DOES NOT PERMIT BENEFICIAL-OWNERS TO VOTE INCONSISTENTLY ACROSS THEIR HOLDINGS. OPPOSING VOTES MAY BE-REJECTED SUMMARILY BY THE COMPANY HOLDING THIS BALLOT. PLEASE CONTACT YOUR-CLIENT SERVICE REPRESENTATIVE FOR FURTHER DETAILS. PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 772965 DUE TO CHANGE IN-TEXT OF RESOLUTION 5. ALL VOTES RECEIVED		Non-Voting	
CMMT	ON THE PREVIOUS MEETING WILL BE-DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU		Non-Voting	
CMMT	PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 12 JUN 2017. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL-REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED.		Non-Voting	



- THANK YOU  
 TO RESOLVE ON THE MANAGEMENT  
 REPORT,  
 1 BALANCE SHEET AND ACCOUNTS FOR Management No  
 THE YEAR 2016 Action
- 2 TO RESOLVE ON THE CONSOLIDATED  
 MANAGEMENT REPORT, BALANCE Management No  
 SHEET AND Action  
 ACCOUNTS FOR THE YEAR 2016
- 3 TO RESOLVE ON THE PROPOSAL FOR  
 APPLICATION Management No  
 OF PROFITS Action
- 4 TO RESOLVE ON A GENERAL  
 APPRAISAL OF THE Management No  
 COMPANY'S MANAGEMENT AND Action  
 SUPERVISION
- 5 TO RESOLVE ON THE STATEMENT OF  
 THE Management No  
 COMPENSATION COMMITTEE ON THE Action  
 REMUNERATION POLICY FOR THE  
 MEMBERS OF  
 THE MANAGEMENT AND  
 SUPERVISORY BODIES OF  
 THE COMPANY

INCYTE CORPORATION

Security	45337C102	Meeting Type	Annual
Ticker Symbol	INCY	Meeting Date	26-May-2017
ISIN	US45337C1027	Agenda	934600570 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JULIAN C. BAKER		For	For
	2 JEAN-JACQUES BIENAIME		For	For
	3 PAUL A. BROOKE		For	For
	4 PAUL J. CLANCY		For	For
	5 WENDY L. DIXON		For	For
	6 PAUL A. FRIEDMAN		For	For
	7 HERVE HOPPENOT		For	For
2.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE FREQUENCY OF FUTURE NON-BINDING ADVISORY STOCKHOLDER VOTES ON THE	Management	1 Year	For

COMPENSATION OF THE COMPANY'S  
NAMED  
EXECUTIVE OFFICERS.

TO RATIFY THE APPOINTMENT OF  
ERNST & YOUNG

4. LLP AS THE COMPANY'S  
INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING  
FIRM FOR 2017.
- |  |            |     |     |
|--|------------|-----|-----|
|  | Management | For | For |
|--|------------|-----|-----|

TOTAL S.A.

Security	89151E109	Meeting Type	Annual
Ticker Symbol	TOT	Meeting Date	26-May-2017
ISIN	US89151E1091	Agenda	934616080 - Management

- | Item | Proposal  | Proposed<br>by | Vote       | For/Against<br>Management |
|------|---|----------------|------------|---------------------------|
| 1.   | APPROVAL OF THE COMPANY'S<br>FINANCIAL<br>STATEMENTS FOR THE FISCAL YEAR<br>ENDED ON<br>DECEMBER 31, 2016   | Management     | For        | For                       |
| 2.   | APPROVAL OF THE CONSOLIDATED<br>FINANCIAL<br>STATEMENTS FOR THE FISCAL YEAR<br>ENDED ON<br>DECEMBER 31, 2016  | Management     | For        | For                       |
| 3.   | ALLOCATION OF EARNINGS,<br>DECLARATION OF<br>DIVIDEND AND OPTION FOR THE<br>PAYMENT OF THE<br>REMAINING DIVIDEND FOR THE 2016<br>FISCAL YEAR<br>IN SHARES | Management     | For        | For                       |
| 4.   | OPTION FOR THE PAYMENT OF<br>INTERIM DIVIDENDS<br>FOR THE 2017 FISCAL YEAR IN SHARES  | -              | Management | For                       |
| 5.   | DELEGATION OF POWERS TO THE<br>BOARD OF<br>DIRECTORS<br>AUTHORIZATION FOR THE BOARD OF<br>DIRECTORS<br>TO TRADE IN SHARES OF THE<br>COMPANY               | Management     | For        | For                       |
| 6.   | RENEWAL OF THE APPOINTMENT OF<br>MS. PATRICIA<br>BARBIZET AS A DIRECTOR   | Management     | For        | For                       |
| 7.   | RENEWAL OF THE APPOINTMENT OF<br>MS. MARIE-<br>CHRISTINE COISNE-ROQUETTE AS A<br>DIRECTOR   | Management     | For        | For                       |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

8.	APPOINTMENT OF MR. MARK CUTIFANI AS A DIRECTOR	ManagementFor	For
9.	APPOINTMENT OF MR. CARLOS TAVARES AS A DIRECTOR	ManagementFor	For
10.	AGREEMENTS COVERED BY ARTICLE L. 225-38 AND SEQ. OF THE FRENCH COMMERCIAL CODE	ManagementFor	For
11.	OPINION ON THE ELEMENTS OF COMPENSATION DUE OR GRANTED FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016 TO THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER	ManagementAgainst	Against
12.	APPROVAL OF THE PRINCIPLES AND CRITERIA FOR THE DETERMINATION, BREAKDOWN AND ALLOCATION OF THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF THE TOTAL COMPENSATION (INCLUDING IN-KIND BENEFITS) ATTRIBUTABLE TO THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER	ManagementFor	For
13.	AUTHORIZATION FOR THE BOARD OF DIRECTORS TO REDUCE CAPITAL BY CANCELING SHARES	ManagementFor	For

PARMALAT SPA, COLLECCHIO

Security	T7S73M107	Meeting Type	Ordinary General Meeting
Ticker Symbol		Meeting Date	29-May-2017
ISIN	IT0003826473	Agenda	708109548 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	INTERNAL AUDITORS REPORT AS PER ART. 2408, SECOND PARAGRAPH, OF THE ITALIAN CIVIL CODE OF THE 6 FEBRUARY 2017. RESOLUTIONS RELATED THERETO, INCLUDING THE EVENTUAL LIABILITY ACTION AGAINST DIRECTORS WITH OFFICE IN 2011-	Management	For	For

2012

03 MAY 2017: PLEASE NOTE THAT THE MEETING

TYPE WAS CHANGED FROM AGM TO OGM.-IF YOU

CMMT HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU-DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU. Non-Voting

EXOR N.V.

Security N3139K108

Ticker Symbol

ISIN NL0012059018

Meeting Type

Meeting Date

Agenda

Annual General Meeting

30-May-2017

708163439 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 767356 DUE TO A CHANGE IN-CORP NAME. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND-YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU		Non-Voting	
1	OPENING		Non-Voting	
2.A	2016 ANNUAL REPORT		Non-Voting	
2.B	IMPLEMENTATION OF THE REMUNERATION POLICY IN 2016		Non-Voting	
2.C	EXPLANATION OF THE POLICY ON DIVIDENDS		Non-Voting	
2.D	ADOPTION 2016 ANNUAL ACCOUNTS DIVIDEND DISTRIBUTION: EUR 0.35 PER SHARE	Management	For	For
2.E	APPOINTMENT ERNST & YOUNG ACCOUNTANTS LLP AS INDEPENDENT EXTERNAL AUDITOR	Management	For	For
3.A	CHARGED WITH THE AUDITING OF THE ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR 2017	Management	For	For
3.B	AMENDMENT OF THE REMUNERATION POLICY	Management	Against	Against
4.A	RELEASE FROM LIABILITY OF THE EXECUTIVE	Management	For	For

	DIRECTOR RELEASE FROM LIABILITY OF THE NON-EXECUTIVE DIRECTORS	ManagementFor	For
4.B			
	REAPPOINTMENT OF JOHN ELKANN AS EXECUTIVE DIRECTOR WITH TITLE CEO AND CHAIRMAN	ManagementFor	For
5			
	REAPPOINTMENT MARC BOLLAND AS NON- EXECUTIVE DIRECTOR WITH TITLE SENIOR NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.A			
	REAPPOINTMENT OF SERGIO MARCHIONNE AS NON-EXECUTIVE DIRECTOR WITH TITLE VICE- CHAIRMAN	ManagementFor	For
6.B			
	REAPPOINTMENT ALESSANDRO NASI AS NON- EXECUTIVE DIRECTOR WITH TITLE VICE-CHAIRMAN	ManagementAgainst	Against
6.C			
	REAPPOINTMENT ANDREA AGNELLI AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.D			
	REAPPOINTMENT NICCOLO CAMERANA AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.E			
	REAPPOINTMENT GINEVRA ELKANN AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.F			
	REAPPOINTMENT ANNE MARIANNE FENTENER VAN VLISSINGEN AS NON-EXECUTIVE DIRECTOR	ManagementFor	For
6.G			
	REAPPOINTMENT ANTONIO MOTA DE SOUSA HORTA OSORIO AS NON-EXECUTIVE DIRECTOR	ManagementFor	For
6.H			
	REAPPOINTMENT LUPO RATTAZZI AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.I			
	REAPPOINTMENT ROBERT SPEYER AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.J			
	REAPPOINTMENT MICHELANGELO VOLPI AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.K			
	REAPPOINTMENT RUTH WERTHEIMER AS NON- EXECUTIVE DIRECTOR	ManagementFor	For
6.L			

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

6.M	APPOINTMENT MELISSA BETHELL AS NON-EXECUTIVE DIRECTOR	ManagementFor	For
6.N	APPOINTMENT LAURENCE DEBROUX AS NON-EXECUTIVE DIRECTOR	ManagementFor	For
7.A	EXTENSION OF THE AUTHORIZATION OF THE BOARD OF DIRECTORS TO REPURCHASE SHARES	ManagementFor	For
7.B	CANCELLATION OF REPURCHASED SHARES	ManagementFor	For
8	CLOSE OF MEETING	Non-Voting	

J. ALEXANDER'S HOLDINGS, INC.

Security	46609J106	Meeting Type	Annual
Ticker Symbol	JAX	Meeting Date	31-May-2017
ISIN	US46609J1060	Agenda	934579840 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 FRANK R. MARTIRE		For	For
	2 RAYMOND R. QUIRK		For	For
2.	TO APPROVE THE 162(M) RELATED PROVISIONS OF THE J. ALEXANDER'S HOLDINGS, INC. 2015 EQUITY INCENTIVE PLAN, AS AMENDED. FOR RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Management	For	For
3.		Management	For	For

CHEVRON CORPORATION

Security	166764100	Meeting Type	Annual
Ticker Symbol	CVX	Meeting Date	31-May-2017
ISIN	US1667641005	Agenda	934581732 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: W. M. AUSTIN	Management	For	For
1B.	ELECTION OF DIRECTOR: L. F. DEILY	Management	For	For
1C.	ELECTION OF DIRECTOR: R. E. DENHAM	Management	For	For
1D.	ELECTION OF DIRECTOR: A. P. GAST	Management	For	For
1E.	ELECTION OF DIRECTOR: E. HERNANDEZ, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: J. M. HUNTSMAN JR.	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1G.	ELECTION OF DIRECTOR: C. W. MOORMAN IV	ManagementFor	For
1H.	ELECTION OF DIRECTOR: D. F. MOYO	ManagementFor	For
1I.	ELECTION OF DIRECTOR: R. D. SUGAR	ManagementFor	For
1J.	ELECTION OF DIRECTOR: I. G. THULIN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: J. S. WATSON	ManagementFor	For
1L.	ELECTION OF DIRECTOR: M. K. WIRTH	ManagementFor	For
	RATIFICATION OF APPOINTMENT OF PWC AS		
2.	INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	ManagementFor	For
	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION		
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE	ManagementFor	For
4.	ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION	Management1 Year	For
5.	REPORT ON LOBBYING	Shareholder Against	For
	REPORT ON FEASIBILITY OF POLICY ON NOT DOING		
6.	BUSINESS WITH CONFLICT COMPLICIT GOVERNMENTS	Shareholder Abstain	Against
	REPORT ON CLIMATE CHANGE IMPACT ASSESSMENT		
7.	REPORT ON TRANSITION TO A LOW CARBON ECONOMY	Shareholder Abstain	Against
8.	ADOPT POLICY ON INDEPENDENT CHAIRMAN	Shareholder Against	For
9.	RECOMMEND INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shareholder Against	For
10.	SET SPECIAL MEETINGS THRESHOLD AT 10%	Shareholder Against	For
11.		Shareholder Against	For

MARATHON OIL CORPORATION

Security	565849106	Meeting Type	Annual
Ticker Symbol	MRO	Meeting Date	31-May-2017
ISIN	US5658491064	Agenda	934586504 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: GAURDIE E. BANISTER, JR.	ManagementFor	For	For
1B.	ELECTION OF DIRECTOR: GREGORY H. BOYCE	ManagementFor	For	For
1C.		ManagementFor	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: CHADWICK C. DEATON		
1D.	ELECTION OF DIRECTOR: MARCELA E. DONADIO	ManagementFor	For
1E.	ELECTION OF DIRECTOR: PHILIP LADER	ManagementFor	For
1F.	ELECTION OF DIRECTOR: MICHAEL E. J. PHELPS	ManagementFor	For
1G.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	ManagementFor	For
1H.	ELECTION OF DIRECTOR: LEE M. TILLMAN	ManagementFor	For
2.	RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITOR FOR 2017.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	ADVISORY VOTE ON FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management1 Year	For

HENRY SCHEIN, INC.

Security	806407102	Meeting Type	Annual
Ticker Symbol	HSIC	Meeting Date	31-May-2017
ISIN	US8064071025	Agenda	934586782 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: BARRY J. ALPERIN	ManagementFor		For
1B.	ELECTION OF DIRECTOR: LAWRENCE S. BACOW, PH.D.	ManagementFor		For
1C.	ELECTION OF DIRECTOR: GERALD A. BENJAMIN	ManagementFor		For
1D.	ELECTION OF DIRECTOR: STANLEY M. BERGMAN	ManagementFor		For
1E.	ELECTION OF DIRECTOR: JAMES P. BRESLAWSKI	ManagementFor		For
1F.	ELECTION OF DIRECTOR: PAUL BRONS	ManagementFor		For
1G.	ELECTION OF DIRECTOR: JOSEPH L. HERRING	ManagementFor		For
1H.	ELECTION OF DIRECTOR: DONALD J. KABAT	ManagementFor		For
1I.	ELECTION OF DIRECTOR: KURT P. KUEHN	ManagementFor		For
1J.	ELECTION OF DIRECTOR: PHILIP A. LASKAWY	ManagementFor		For
1K.		ManagementFor		For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: MARK E. MLOTEK		
1L.	ELECTION OF DIRECTOR: STEVEN PALADINO	ManagementFor	For
1M.	ELECTION OF DIRECTOR: CAROL RAPHAEL	ManagementFor	For
1N.	ELECTION OF DIRECTOR: E. DIANNE REKOW, DDS, PH.D.	ManagementFor	For
1O.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES, PH.D.	ManagementFor	For
2.	PROPOSAL TO AMEND THE COMPANY'S SECTION 162(M) CASH BONUS PLAN TO EXTEND THE TERM OF THE PLAN TO DECEMBER 31, 2021 AND TO RE-APPROVE THE PERFORMANCE GOALS THEREUNDER.	ManagementFor	For
3.	PROPOSAL TO APPROVE, BY NON-BINDING VOTE, THE 2016 COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	ManagementFor	For
4.	PROPOSAL TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For
5.	PROPOSAL TO RATIFY THE SELECTION OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 30, 2017.	ManagementFor	For

EXXON MOBIL CORPORATION

Security	30231G102	Meeting Type	Annual
Ticker Symbol	XOM	Meeting Date	31-May-2017
ISIN	US30231G1022	Agenda	934588673 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 SUSAN K. AVERY		For	For
	2 MICHAEL J. BOSKIN		For	For
	3 ANGELA F. BRALY		For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	4	URSULA M. BURNS		For	For
	5	HENRIETTA H. FORE		For	For
	6	KENNETH C. FRAZIER		For	For
	7	DOUGLAS R. OBERHELMAN		For	For
	8	SAMUEL J. PALMISANO		For	For
	9	STEVEN S REINEMUND		For	For
	10	WILLIAM C. WELDON		For	For
	11	DARREN W. WOODS		For	For
		RATIFICATION OF INDEPENDENT			
2.		AUDITORS (PAGE 24)	Management	For	For
		ADVISORY VOTE TO APPROVE			
3.		EXECUTIVE COMPENSATION (PAGE 25)	Management	For	For
		FREQUENCY OF ADVISORY VOTE ON			
4.		EXECUTIVE COMPENSATION (PAGE 25)	Management	1 Year	For
		INDEPENDENT CHAIRMAN (PAGE 53)	Shareholder	Against	For
6.		MAJORITY VOTE FOR DIRECTORS (PAGE 54)	Shareholder	Against	For
7.		SPECIAL SHAREHOLDER MEETINGS (PAGE 55)	Shareholder	Against	For
8.		RESTRICT PRECATORY PROPOSALS (PAGE 56)	Shareholder	Against	For
		REPORT ON COMPENSATION FOR			
9.		WOMEN (PAGE 57)	Shareholder	Abstain	Against
		REPORT ON LOBBYING (PAGE 59)	Shareholder	Against	For
		INCREASE CAPITAL DISTRIBUTIONS IN			
11.		LIEU OF INVESTMENT (PAGE 60)	Shareholder	Against	For
		REPORT ON IMPACTS OF CLIMATE			
12.		CHANGE POLICIES (PAGE 62)	Shareholder	Abstain	Against
		REPORT ON METHANE EMISSIONS			
13.		(PAGE 64)	Shareholder	Abstain	Against

HERTZ GLOBAL HOLDINGS, INC.

Security	42806J106	Meeting Type	Annual
Ticker Symbol	HTZ	Meeting Date	31-May-2017
ISIN	US42806J1060	Agenda	934597634 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DAVID A. BARNES	Management	For	For
1B.	ELECTION OF DIRECTOR: SUNGHWAN CHO	Management	For	For
1C.	ELECTION OF DIRECTOR: CAROLYN N. EVERSON	Management	For	For
1D.	ELECTION OF DIRECTOR: VINCENT J. INTRIERI	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1E.	ELECTION OF DIRECTOR: HENRY R. KEIZER	ManagementFor	For
1F.	ELECTION OF DIRECTOR: KATHRYN V. MARINELLO	ManagementFor	For
1G.	ELECTION OF DIRECTOR: DANIEL A. NINIVAGGI	ManagementFor	For
2.	APPROVAL, BY A NON-BINDING ADVISORY VOTE, OF THE NAMED EXECUTIVE OFFICERS' COMPENSATION.	ManagementFor	For
3.	APPROVAL, BY A NON-BINDING ADVISORY VOTE, ON THE FREQUENCY OF FUTURE VOTES ON THE NAMED EXECUTIVE OFFICERS' COMPENSATION.	Management1 Year	For
4.	APPROVAL OF THE HERTZ GLOBAL HOLDINGS, INC. 2016 OMNIBUS INCENTIVE PLAN.	ManagementFor	For
5.	APPROVAL OF THE HERTZ GLOBAL HOLDINGS, INC. SENIOR EXECUTIVE BONUS PLAN.	ManagementFor	For
6.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED CERTIFIED ACCOUNTING FIRM FOR THE YEAR 2017.	ManagementFor	For

LAYNE CHRISTENSEN COMPANY

Security	521050104	Meeting Type	Annual
Ticker Symbol	LAYN	Meeting Date	31-May-2017
ISIN	US5210501046	Agenda	934611472 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 DAVID A.B. BROWN		For	For
	2 MICHAEL J. CALIEL		For	For
	3 J. SAMUEL BUTLER		For	For
	4 NELSON OBUS		For	For
	5 ROBERT R. GILMORE		For	For
	6 JOHN T. NESSER III		For	For
	7 ALAN P. KRUSI		For	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor		For
3.	ADVISORY VOTE TO APPROVE THE FREQUENCY OF AN ADVISORY VOTE ON NAMED EXECUTIVE	Management1 Year		For

- OFFICER COMPENSATION.  
 PROPOSAL TO APPROVE AN  
 AMENDMENT TO THE  
 4. COMPANY'S 2006 EQUITY INCENTIVE Management Abstain Against  
 PLAN,  
 EFFECTIVE MAY 31, 2017.  
 PROPOSAL TO RATIFY THE SELECTION  
 OF THE  
 ACCOUNTING FIRM OF DELOITTE &  
 5. TOUCHE LLP AS Management For For  
 LAYNE CHRISTENSEN'S INDEPENDENT  
 AUDITORS  
 FOR THE FISCAL YEAR ENDING  
 JANUARY 31, 2018.

MEAD JOHNSON NUTRITION COMPANY

Security	582839106	Meeting Type	Special
Ticker Symbol	MJN	Meeting Date	31-May-2017
ISIN	US5828391061	Agenda	934616446 - Management

- | Item | Proposal   | Proposed<br>by | Vote | For/Against<br>Management |
|------|--|----------------|------|---------------------------|
| 1.   | PROPOSAL TO ADOPT THE<br>AGREEMENT AND PLAN<br>OF MERGER, DATED AS OF FEBRUARY<br>10, 2017,<br>AMONG MEAD JOHNSON NUTRITION<br>COMPANY<br>(THE "COMPANY"), RECKITT<br>BENCKISER GROUP<br>PLC AND MARIGOLD MERGER SUB,<br>INC., AS MAY BE<br>AMENDED FROM TIME<br>PROPOSAL TO ADJOURN THE SPECIAL<br>MEETING, IF<br>NECESSARY OR APPROPRIATE,<br>INCLUDING TO<br>SOLICIT ADDITIONAL PROXIES IF<br>THERE ARE | Management     | For  | For                       |
| 2.   | INSUFFICIENT VOTES AT THE TIME OF<br>THE SPECIAL<br>MEETING TO ESTABLISH A QUORUM<br>OR ADOPT<br>THE MERGER AGREEMENT (THE<br>"ADJOURNMENT<br>PROPOSAL").  | Management     | For  | For                       |
| 3.   | PROPOSAL TO APPROVE, ON A<br>NON-BINDING,<br>ADVISORY BASIS, THE PAYMENT OF<br>CERTAIN<br>COMPENSATION AND BENEFITS TO<br>THE  | Management     | For  | For                       |

COMPANY'S NAMED EXECUTIVE OFFICERS, WHICH THEY WILL OR MAY BE ENTITLED TO RECEIVE FROM THE COMPANY (OR ITS SUCCESSOR) AND AS A CONSEQUENCE OF THE MERGER (THE "MERGER-RELATED COMPENSATION PROPOSAL").

DEUTSCHE TELEKOM AG

Security 251566105

Ticker Symbol DTEGY

ISIN US2515661054

Meeting Type

Annual

Meeting Date

31-May-2017

Agenda

934621081 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
2.	RESOLUTION ON THE APPROPRIATION OF NET INCOME.	Management	For	
3.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE BOARD OF MANAGEMENT FOR THE 2016 FINANCIAL YEAR.	Management	For	
4.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE 2016 FINANCIAL YEAR.	Management	For	
5.	RESOLUTION ON THE APPOINTMENT OF THE INDEPENDENT AUDITOR AND THE GROUP AUDITOR FOR THE 2017 FINANCIAL YEAR AS WELL AS THE INDEPENDENT AUDITOR TO REVIEW THE CONDENSED FINANCIAL STATEMENTS AND THE INTERIM MANAGEMENT REPORT IN THE 2017 FINANCIAL YEAR AND PERFORM ANY REVIEW OF ADDITIONAL INTERIM FINANCIAL INFORMATION.	Management	For	
6.	RESOLUTION ON THE CANCELLATION OF AUTHORIZED CAPITAL 2013 AND THE CREATION OF AUTHORIZED CAPITAL 2017 AGAINST	Management	For	

CASH AND/OR  
NONCASH CONTRIBUTIONS, WITH THE  
AUTHORIZATION TO EXCLUDE  
SUBSCRIPTION  
RIGHTS AND THE RELEVANT  
AMENDMENT TO THE  
ARTICLES OF INCORPORATION.

7. ELECTION OF A SUPERVISORY BOARD MEMBER. ManagementFor

ADVANSIX INC

Security	00773T101	Meeting Type	Annual
Ticker Symbol	ASIX	Meeting Date	01-Jun-2017
ISIN	US00773T1016	Agenda	934593422 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DARRELL K. HUGHES	Management	For	For
1B.	ELECTION OF DIRECTOR: TODD D. KARRAN	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT ACCOUNTANTS FOR 2017.	Management	For	For
3.	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	For	For
4.	AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	1 Year	For
5.	APPROVAL OF THE MATERIAL TERMS OF PERFORMANCE-BASED COMPENSATION FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE UNDER THE 2016 STOCK INCENTIVE PLAN OF ADVANSIX INC. AND ITS AFFILIATES.	Management	For	For

BLUCORA INC

Security	095229100	Meeting Type	Annual
Ticker Symbol	BCOR	Meeting Date	01-Jun-2017
ISIN	US0952291005	Agenda	934596290 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
------	----------	-------------	------	------------------------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1A.	ELECTION OF DIRECTOR: ELIZABETH J. HUEBNER	ManagementFor	For
1B.	ELECTION OF DIRECTOR: MARY S. ZAPPONE	ManagementFor	For
1C.	ELECTION OF DIRECTOR: GEORGANNE C. PROCTOR	ManagementFor	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY.	ManagementFor	For
3.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT.	ManagementFor	For
4.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, WHETHER A VOTE ON EXECUTIVE COMPENSATION SHOULD BE HELD EVERY ONE, TWO OR THREE YEARS.	Management1 Year	For
5A.	PROPOSAL TO APPROVE, AN AMENDMENT TO THE BLUCORA, INC. RESTATED CERTIFICATE OF AMENDMENT TO DECLASSIFY THE BOARD OF DIRECTORS OVER A THREE-YEAR PERIOD BEGINNING WITH THE COMPANY'S 2018 ANNUAL MEETING OF STOCKHOLDERS AND TO PROVIDE THAT THE NUMBER OF DIRECTORS OF THE COMPANY SHALL BE FIXED FROM TIME TO TIME BY THE BOARD.	ManagementFor	For
5B.	PROPOSAL TO APPROVE, AN AMENDMENT TO THE BLUCORA, INC. RESTATED CERTIFICATE OF AMENDMENT TO PROVIDE THAT THE NUMBER OF	ManagementAgainst	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

DIRECTORS OF THE COMPANY SHALL  
BE FIXED

FROM TIME TO TIME BY THE BOARD.

DELTA NATURAL GAS COMPANY, INC.

Security	247748106	Meeting Type	Special
Ticker Symbol	DGAS	Meeting Date	01-Jun-2017
ISIN	US2477481061	Agenda	934619163 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED FEBRUARY 20, 2017, BY AND AMONG DELTA NATURAL GAS COMPANY, INC., PNG COMPANIES LLC, AND DRAKE MERGER SUB INC.	Management	For	For
2.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO OUR NAMED EXECUTIVE OFFICERS AS A RESULT OF THE MERGER.	Management	For	For
3.	TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO PERMIT, AMONG OTHER THINGS, FURTHER SOLICITATION OF PROXIES IF NECESSARY TO OBTAIN ADDITIONAL VOTES IN FAVOR OF THE MERGER PROPOSAL.	Management	For	For

ORANGE

Security	684060106	Meeting Type	Annual
Ticker Symbol	ORAN	Meeting Date	01-Jun-2017
ISIN	US6840601065	Agenda	934622196 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	APPROVAL OF THE STATUTORY FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016	Management	For	For
2.		Management	For	For



APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016 ALLOCATION OF INCOME FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016, AS STATED IN THE COMPANY'S ANNUAL FINANCIAL STATEMENTS.		
3.	ManagementFor	For
AGREEMENTS PROVIDED FOR IN ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE RENEWAL OF THE TERM OF OFFICE OF BPIFRANCE PARTICIPATIONS RATIFICATION OF A DIRECTOR'S APPOINTMENT - MR. ALEXANDRE BOMPARD ADVISORY OPINION ON THE COMPENSATION ITEMS DUE OR ALLOCATED FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016 TO MR. STEPHANE RICHARD, CHAIRMAN AND CHIEF EXECUTIVE OFFICER ADVISORY OPINION ON THE COMPENSATION ITEMS DUE OR ALLOCATED FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016 TO MR. RAMON FERNANDEZ, CHIEF EXECUTIVE OFFICER DELEGATE ADVISORY OPINION ON THE COMPENSATION ITEMS DUE OR ALLOCATED FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016 TO MR. PIERRE LOUETTE, CHIEF EXECUTIVE OFFICER DELEGATE ADVISORY OPINION ON THE COMPENSATION ITEMS DUE OR ALLOCATED FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016 TO MR. GERVAIS PELLISSIER, CHIEF EXECUTIVE OFFICER		
4.	ManagementFor	For
5.	ManagementFor	For
6.	ManagementFor	For
7.	ManagementFor	For
8.	ManagementFor	For
9.	ManagementFor	For
10.	ManagementFor	For

	DELEGATE		
	APPROVAL OF THE PRINCIPLES AND		
	CRITERIA FOR		
	DETERMINING, APPORTIONING AND		
	ALLOCATING		
	THE FIXED, VARIABLE AND		
11.	EXCEPTIONAL ITEMS	ManagementFor	For
	COMPRISING TOTAL COMPENSATION		
	AND ALL		
	BENEFITS IN KIND ALLOCATED TO		
	MR. STEPHANE		
	RICHARD, AS CHAIRMAN AND CEO		
	APPROVAL OF THE PRINCIPLES AND		
	CRITERIA FOR		
	DETERMINING, APPORTIONING AND		
	ALLOCATING		
	THE FIXED, VARIABLE AND		
12.	EXCEPTIONAL ITEMS	ManagementFor	For
	COMPRISING TOTAL COMPENSATION		
	AND ALL		
	BENEFITS IN KIND ALLOCATED TO		
	MR. RAMON		
	FERNANDEZ, AS CEO DELEGATE		
	APPROVAL OF THE PRINCIPLES AND		
	CRITERIA FOR		
	DETERMINING, APPORTIONING AND		
	ALLOCATING		
	THE FIXED, VARIABLE AND		
13.	EXCEPTIONAL ITEMS	ManagementFor	For
	COMPRISING TOTAL COMPENSATION		
	AND ALL		
	BENEFITS IN KIND ALLOCATED TO		
	MR. PIERRE		
	LOUETTE, AS CEO DELEGATE		
	APPROVAL OF THE PRINCIPLES AND		
	CRITERIA FOR		
	DETERMINING, APPORTIONING AND		
	ALLOCATING		
	THE FIXED, VARIABLE AND		
14.	EXCEPTIONAL ITEMS	ManagementFor	For
	COMPRISING TOTAL COMPENSATION		
	AND ALL		
	BENEFITS IN KIND ALLOCATED TO		
	MR. GERVAIS		
	PELLISSIER, AS CEO DELEGATE		
	AUTHORIZATION TO BE GRANTED TO		
	THE BOARD		
15.	OF DIRECTORS TO PURCHASE OR	ManagementFor	For
	TRANSFER		
	SHARES IN THE COMPANY		
16.		ManagementFor	For

- DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITH SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS (NOT TO BE USED DURING A TAKEOVER OFFER PERIOD FOR THE COMPANY'S SECURITIES, UNLESS SPECIFICALLY AUTHORIZED BY THE SHAREHOLDERS' MEETING) AUTHORIZATION GIVEN TO THE BOARD OF DIRECTORS TO MAKE USE OF THE DELEGATION OF
17. AUTHORITY GRANTED IN THE SIXTEENTH RESOLUTION DURING A TAKEOVER OFFER PERIOD FOR THE COMPANY'S SECURITIES DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITHOUT SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS AS PART OF A PUBLIC OFFERING (NOT TO BE USED DURING A TAKEOVER OFFER PERIOD FOR THE COMPANY'S SECURITIES, UNLESS SPECIFICALLY AUTHORIZED BY THE SHAREHOLDERS' MEETING) AUTHORIZATION GIVEN TO THE BOARD OF DIRECTORS TO MAKE USE OF THE DELEGATION OF
18. AUTHORITY GRANTED IN THE EIGHTEENTH RESOLUTION DURING A TAKEOVER OFFER PERIOD FOR THE COMPANY'S SECURITIES DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITHOUT SHAREHOLDER PREFERENTIAL
19. AUTHORITY GRANTED IN THE NINETEENTH RESOLUTION DURING A TAKEOVER OFFER PERIOD FOR THE COMPANY'S SECURITIES DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITHOUT SHAREHOLDER PREFERENTIAL
20. AUTHORITY GRANTED IN THE TWENTIETH RESOLUTION DURING A TAKEOVER OFFER PERIOD FOR THE COMPANY'S SECURITIES DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES IN THE COMPANY AND COMPLEX SECURITIES, WITHOUT SHAREHOLDER PREFERENTIAL
- |  |            |         |         |
|--|------------|---------|---------|
|  | Management | Against | Against |
|  | Management | For     | For     |
|  | Management | Against | Against |
|  | Management | For     | For     |

SUBSCRIPTION  
 RIGHTS AS PART OF AN OFFER  
 PROVIDED FOR IN  
 SECTION II OF ARTICLE L. 411-2 OF THE  
 FRENCH  
 MONETARY AND FINANCIAL CODE  
 (NOT TO BE  
 USED DURING A TAKEOVER OFFER  
 PERIOD FOR  
 THE COMPANY'S SECURITIES, UNLESS  
 SPECIFICALLY AUTHORIZED BY THE  
 SHAREHOLDERS' MEETING)  
 AUTHORIZATION GIVEN TO THE  
 BOARD OF  
 DIRECTORS TO MAKE USE OF THE  
 DELEGATION OF

- |     |   |                   |         |
|-----|---|-------------------|---------|
| 21. | AUTHORITY GRANTED IN THE<br>TWENTIETH<br>RESOLUTION DURING A TAKEOVER<br>OFFER PERIOD<br>FOR THE COMPANY'S SECURITIES<br>AUTHORIZATION TO THE BOARD OF<br>DIRECTORS TO  | ManagementAgainst | Against |
| 22. | INCREASE THE NUMBER OF ISSUABLE<br>SECURITIES,<br>IN THE EVENT OF SECURITIES TO BE<br>ISSUED<br>DELEGATION OF AUTHORITY TO THE<br>BOARD OF<br>DIRECTORS TO ISSUE SHARES AND<br>COMPLEX<br>SECURITIES, WITHOUT SHAREHOLDER<br>PREFERENTIAL SUBSCRIPTION<br>RIGHTS, IN THE<br>EVENT OF A PUBLIC EXCHANGE<br>OFFER INITIATED<br>BY THE COMPANY (NOT TO BE USED<br>DURING A<br>TAKEOVER OFFER PERIOD FOR THE<br>COMPANY'S<br>SECURITIES, UNLESS SPECIFICALLY<br>AUTHORIZED<br>BY THE SHAREHOLDERS' MEETING) | ManagementFor     | For     |
| 23. | AUTHORIZATION GIVEN TO THE<br>BOARD OF<br>DIRECTORS TO MAKE USE OF THE<br>DELEGATION OF<br>AUTHORITY GRANTED IN THE<br>TWENTY-THIRD<br>RESOLUTION DURING A TAKEOVER<br>OFFER PERIOD   | ManagementFor     | For     |
| 24. | AUTHORIZATION GIVEN TO THE<br>BOARD OF<br>DIRECTORS TO MAKE USE OF THE<br>DELEGATION OF<br>AUTHORITY GRANTED IN THE<br>TWENTY-THIRD<br>RESOLUTION DURING A TAKEOVER<br>OFFER PERIOD   | ManagementAgainst | Against |

25.	<p>FOR THE COMPANY'S SECURITIES  DELEGATION OF POWERS TO THE  BOARD OF  DIRECTORS TO ISSUE SHARES AND  COMPLEX  SECURITIES, WITHOUT SHAREHOLDER  PREFERENTIAL SUBSCRIPTION  RIGHTS, AS  CONSIDERATION FOR  CONTRIBUTIONS IN KIND  GRANTED TO THE COMPANY AND  COMPRISED OF  EQUITY SECURITIES OR SECURITIES  GIVING  ACCESS TO CAPITAL (NOT TO BE USED  DURING A  TAKEOVER OFFER PERIOD FOR THE  COMPANY'S  SECURITIES, UNLESS SPECIFICALLY  AUTHORIZED  BY THE SHAREHOLDERS' MEETING)  AUTHORIZATION GIVEN TO THE  BOARD OF  DIRECTORS TO MAKE USE OF THE  DELEGATION OF</p>	ManagementFor	For
26.	<p>POWERS GRANTED IN THE  TWENTY-FIFTH  RESOLUTION DURING A TAKEOVER  OFFER PERIOD</p>	ManagementAgainst	Against
27.	<p>FOR THE COMPANY'S SECURITIES  OVERALL LIMIT OF AUTHORIZATIONS  DELEGATION OF AUTHORITY TO THE  BOARD OF</p>	ManagementFor	For
28.	<p>DIRECTORS TO INCREASE THE  COMPANY'S  CAPITAL BY CAPITALIZATION OF  RESERVES,  PROFITS OR PREMIUMS  AUTHORIZATION GIVEN TO THE  BOARD OF</p>	ManagementFor	For
29.	<p>DIRECTORS TO ALLOCATE  COMPANY'S SHARES  FOR FREE TO CORPORATE OFFICERS  AND  CERTAIN ORANGE GROUP EMPLOYEES  AUTHORIZATION GIVEN TO THE  BOARD OF</p>	ManagementFor	For
30.	<p>DIRECTORS TO ALLOCATE  COMPANY'S SHARES  FOR FREE TO ORANGE GROUP  EMPLOYEES</p>	ManagementFor	For

- DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO ISSUE SHARES OR COMPLEX
31. SECURITIES RESERVED FOR MEMBERS OF SAVINGS PLANS WITHOUT SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS AUTHORIZATION TO THE BOARD OF DIRECTORS TO
32. REDUCE THE CAPITAL THROUGH THE CANCELLATION OF SHARES
33. POWERS FOR FORMALITIES AMENDMENT TO ARTICLE 13 OF THE BYLAWS,
- A. BALANCED REPRESENTATION OF WOMEN AND MEN AT THE BOARD OF DIRECTORS AMENDMENTS OR NEW RESOLUTIONS PROPOSED AT THE MEETING. IF YOU CAST YOUR VOTE IN FAVOR OF RESOLUTION B, YOU ARE GIVING
- B. DISCRETION TO THE CHAIRMAN OF THE MEETING TO VOTE FOR OR AGAINST ANY AMENDMENTS OR NEW RESOLUTIONS THAT MAY BE PROPOSED

ManagementFor For

ManagementFor For

ManagementFor For

ManagementAgainst For

ManagementAgainst For

CHINA MENGNIU DAIRY CO LTD

Security	G21096105	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	02-Jun-2017
ISIN	KYG210961051	Agenda	708085875 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE			
CMMT	URL LINKS:-	Non-Voting		
	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0427/LTN201704271002.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0427/LTN201704271002.pdf</a> -AND-			
	<a href="http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0427/LTN20170427974.pdf">http://www.hkexnews.hk/listedco/listconews/SEHK/2017/0427/LTN20170427974.pdf</a>			
CMMT	PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-	Non-Voting		

	ALL RESOLUTIONS, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING TO REVIEW AND CONSIDER THE AUDITED FINANCIAL STATEMENTS AND THE REPORTS OF		
1	THE DIRECTORS AND THE INDEPENDENT AUDITORS FOR THE YEAR ENDED 31 DECEMBER 2016	ManagementFor	For
	TO APPROVE THE PROPOSED FINAL DIVIDEND OF		
2	RMB0.089 PER SHARE FOR THE YEAR ENDED 31 DECEMBER 2016	ManagementFor	For
	TO RE-ELECT MR. JIAO SHUGE (ALIAS JIAO ZHEN)		
3.A	AS DIRECTOR AND AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION	ManagementFor	For
	TO RE-ELECT MR. ZHANG XIAOYA AS DIRECTOR		
3.B	AND AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION	ManagementFor	For
	TO RE-ELECT MR. JEFFREY, MINFANG LU AS DIRECTOR AND AUTHORISE THE		
3.C	BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION	ManagementFor	For
	TO RE-ELECT MS. WU WENTING AS DIRECTOR AND		
3.D	AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HER REMUNERATION	ManagementAgainst	Against
	TO RE-ELECT MR. YAU KA CHI AS DIRECTOR AND		
3.E	AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION	ManagementFor	For
4	TO RE-APPOINT ERNST & YOUNG AS THE AUDITORS OF THE COMPANY AND	ManagementFor	For

AUTHORISE THE  
BOARD OF DIRECTORS TO FIX THEIR  
REMUNERATION FOR THE YEAR  
ENDING 31  
DECEMBER 2017

TO GIVE A GENERAL MANDATE TO  
THE DIRECTORS

5 TO REPURCHASE SHARES IN THE  
COMPANY NOT ManagementFor For  
EXCEEDING 10% OF THE ISSUED  
SHARE CAPITAL  
OF THE COMPANY

TO GIVE A GENERAL MANDATE TO  
THE DIRECTORS

6 TO ALLOT, ISSUE AND DEAL WITH  
ADDITIONAL ManagementAgainst Against  
SHARES NOT EXCEEDING 20% OF THE  
ISSUED  
SHARE CAPITAL OF THE COMPANY

LOWE'S COMPANIES, INC.

Security	548661107	Meeting Type	Annual
Ticker Symbol	LOW	Meeting Date	02-Jun-2017
ISIN	US5486611073	Agenda	934594412 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RAUL ALVAREZ		For	For
	2 ANGELA F. BRALY		For	For
	3 SANDRA B. COCHRAN		For	For
	4 LAURIE Z. DOUGLAS		For	For
	5 RICHARD W. DREILING		For	For
	6 ROBERT L. JOHNSON		For	For
	7 MARSHALL O. LARSEN		For	For
	8 JAMES H. MORGAN		For	For
	9 ROBERT A. NIBLOCK		For	For
	10 BERTRAM L. SCOTT		For	For
	11 ERIC C. WISEMAN		For	For
	ADVISORY VOTE TO APPROVE LOWE'S NAMED			
2.	EXECUTIVE OFFICER COMPENSATION IN FISCAL 2016.	Management	For	For
	ADVISORY VOTE ON THE FREQUENCY OF FUTURE			
3.	ADVISORY VOTES TO APPROVE LOWE'S NAMED	Management	1 Year	For
	EXECUTIVE OFFICER COMPENSATION.			
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS LOWE'S	Management	For	For



INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING  
FIRM FOR  
FISCAL 2017.

PROPOSAL REGARDING THE  
FEASIBILITY OF

5. SETTING RENEWABLE ENERGY SOURCING TARGETS. Shareholder Abstain Against

WAL-MART STORES, INC.

Security	931142103	Meeting Type	Annual
Ticker Symbol	WMT	Meeting Date	02-Jun-2017
ISIN	US9311421039	Agenda	934598713 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Management	For	For
1B.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Management	For	For
1C.	ELECTION OF DIRECTOR: CARLA A. HARRIS	Management	For	For
1D.	ELECTION OF DIRECTOR: THOMAS W. HORTON	Management	For	For
1E.	ELECTION OF DIRECTOR: MARISSA A. MAYER	Management	For	For
1F.	ELECTION OF DIRECTOR: C. DOUGLAS MCMILLON	Management	For	For
1G.	ELECTION OF DIRECTOR: GREGORY B. PENNER	Management	For	For
1H.	ELECTION OF DIRECTOR: STEVEN S REINEMUND	Management	For	For
1I.	ELECTION OF DIRECTOR: KEVIN Y. SYSTROM	Management	For	For
1J.	ELECTION OF DIRECTOR: S. ROBSON WALTON	Management	For	For
1K.	ELECTION OF DIRECTOR: STEUART L. WALTON	Management	For	For
2.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE SHAREHOLDER ADVISORY VOTES TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	1 Year	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
4.	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS	Management	For	For
5.		Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

REQUEST TO ADOPT AN INDEPENDENT  
CHAIRMAN  
POLICY

- |    |   |                     |         |
|----|---|---------------------|---------|
| 6. | SHAREHOLDER PROXY ACCESS<br>REQUEST FOR INDEPENDENT | Shareholder Abstain | Against |
| 7. | DIRECTOR WITH<br>ENVIRONMENTAL EXPERTISE            | Shareholder Against | For     |

ARMSTRONG FLOORING, INC.

Security	04238R106	Meeting Type	Annual
Ticker Symbol	AFI	Meeting Date	02-Jun-2017
ISIN	US04238R1068	Agenda	934616826 - Management

- | Item | Proposal   | Proposed<br>by | Vote    | For/Against<br>Management |
|------|--|----------------|---------|---------------------------|
| 1A.  | ELECTION OF CLASS I DIRECTOR:<br>KATHLEEN S.<br>LANE   | Management     | For     | For                       |
| 1B.  | ELECTION OF CLASS I DIRECTOR:<br>MICHAEL W.<br>MALONE  | Management     | For     | For                       |
| 1C.  | ELECTION OF CLASS I DIRECTOR:<br>JACOB H. WELCH  | Management     | For     | For                       |
| 2.   | ADVISORY VOTE TO APPROVE NAMED<br>EXECUTIVE<br>OFFICER COMPENSATION.   | Management     | For     | For                       |
| 3.   | ADVISORY<br>VOTE ON NAMED EXECUTIVE OFFICER<br>COMPENSATION.   | Management     | 1 Year  | For                       |
| 4.   | APPROVAL OF AMENDED AND<br>RESTATED 2016<br>LONG-TERM INCENTIVE PLAN.  | Management     | Against | Against                   |
| 5.   | RATIFICATION OF ELECTION OF KPMG<br>LLP AS THE<br>COMPANY'S INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM. | Management     | For     | For                       |

UNITEDHEALTH GROUP INCORPORATED

Security	91324P102	Meeting Type	Annual
Ticker Symbol	UNH	Meeting Date	05-Jun-2017
ISIN	US91324P1021	Agenda	934600013 - Management

- | Item | Proposal   | Proposed<br>by | Vote | For/Against<br>Management |
|------|--|----------------|------|---------------------------|
| 1A.  | ELECTION OF DIRECTOR: WILLIAM C.<br>BALLARD, JR. | Management     | For  | For                       |
| 1B.  | ELECTION OF DIRECTOR: RICHARD T.<br>BURKE        | Management     | For  | For                       |
| 1C.  | ELECTION OF DIRECTOR: TIMOTHY P.<br>FLYNN        | Management     | For  | For                       |
| 1D.  |  | Management     | For  | For                       |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY		
1E.	ELECTION OF DIRECTOR: MICHELE J. HOOPER	ManagementFor	For
1F.	ELECTION OF DIRECTOR: RODGER A. LAWSON	ManagementFor	For
1G.	ELECTION OF DIRECTOR: GLENN M. RENWICK	ManagementFor	For
1H.	ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D.	ManagementFor	For
1I.	ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D.	ManagementFor	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	ManagementFor	For
3.	ADVISORY APPROVAL OF THE FREQUENCY OF HOLDING FUTURE SAY-ON-PAY VOTES.	Management1 Year	For
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR ENDING DECEMBER 31, 2017.	ManagementFor	For
5.	THE SHAREHOLDER PROPOSAL SET FORTH IN THE PROXY STATEMENT REQUESTING ADDITIONAL LOBBYING DISCLOSURE, IF PROPERLY PRESENTED AT THE 2017 ANNUAL MEETING OF SHAREHOLDERS.	Shareholder Against	For

FREEPORT-MCMORAN INC.

Security	35671D857	Meeting Type	Annual
Ticker Symbol	FCX	Meeting Date	06-Jun-2017
ISIN	US35671D8570	Agenda	934593888 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 RICHARD C. ADKERSON		For	For
	2 GERALD J. FORD		For	For
	3 LYDIA H. KENNARD		For	For
	4 ANDREW LANGHAM		For	For
	5 JON C. MADONNA		For	For
	6 COURTNEY MATHER		For	For
	7 DUSTAN E. MCCOY		For	For
	8 FRANCES FRAGOS TOWNSEND		For	For

RATIFICATION OF THE APPOINTMENT  
OF ERNST &

2. YOUNG LLP AS OUR INDEPENDENT REGISTERED ManagementFor For

PUBLIC ACCOUNTING FIRM FOR 2017.  
APPROVAL, ON AN ADVISORY BASIS,  
OF THE

3. COMPENSATION OF OUR NAMED EXECUTIVE ManagementFor For

OFFICERS.  
APPROVAL, ON AN ADVISORY BASIS,  
OF THE

4. FREQUENCY OF FUTURE ADVISORY VOTES ON THE Management1 Year For

COMPENSATION OF OUR NAMED  
EXECUTIVE  
OFFICERS.

GENERAL MOTORS COMPANY

Security 37045V100

Ticker Symbol GM

ISIN US37045V1008

Meeting Type

Meeting Date

Agenda

Contested-Annual

06-Jun-2017

934594955 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOSEPH J. ASHTON		For	For
	2 MARY T. BARRA		For	For
	3 LINDA R. GOODEN		For	For
	4 JOSEPH JIMENEZ		For	For
	5 JANE L. MENDILLO		For	For
	6 MICHAEL G. MULLEN		For	For
	7 JAMES J. MULVA		For	For
	8 PATRICIA F. RUSSO		For	For
	9 THOMAS M. SCHOEWE		For	For
	10 THEODORE M. SOLSO		For	For
	11 CAROL M. STEPHENSON		For	For
2.	APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION	Management	For	For
3.	APPROVE THE GENERAL MOTORS COMPANY 2017 SHORT-TERM INCENTIVE PLAN	Management	For	For
4.	APPROVE THE GENERAL MOTORS COMPANY 2017 LONG-TERM INCENTIVE PLAN	Management	For	For
5.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS GM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Management	For	For
6.		Shareholder	Against	For

SHAREHOLDER PROPOSAL  
REGARDING  
INDEPENDENT BOARD CHAIRMAN  
GREENLIGHT PROPOSAL REGARDING

7. CREATION OF DUAL-CLASS COMMON STOCK  
Shareholder Against For

NEW YORK COMMUNITY BANCORP, INC.

Security	649445103	Meeting Type	Annual
Ticker Symbol	NYCB	Meeting Date	06-Jun-2017
ISIN	US6494451031	Agenda	934599931 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: DOMINICK CIAMPA	Management	For	For
1B.	ELECTION OF DIRECTOR: LESLIE D. DUNN	Management	For	For
1C.	ELECTION OF DIRECTOR: LAWRENCE ROSANO, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT WANN	Management	For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF NEW YORK COMMUNITY BANCORP, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. REAPPROVAL OF THE PERFORMANCE MEASURES SET FORTH IN THE NEW YORK COMMUNITY BANCORP, INC. 2012 STOCK INCENTIVE PLAN, WHICH WAS ORIGINALLY APPROVED BY THE COMPANY'S SHAREHOLDERS IN 2012. AN ADVISORY VOTE TO APPROVE COMPENSATION FOR OUR EXECUTIVE OFFICERS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT. TO PROVIDE AN ADVISORY VOTE ON THE FREQUENCY WITH WHICH THE ADVISORY VOTE ON THE EXECUTIVE OFFICERS' COMPENSATION SHALL OCCUR.	Management	For	For
3.	REAPPROVAL OF THE PERFORMANCE MEASURES SET FORTH IN THE NEW YORK COMMUNITY BANCORP, INC. 2012 STOCK INCENTIVE PLAN, WHICH WAS ORIGINALLY APPROVED BY THE COMPANY'S SHAREHOLDERS IN 2012. AN ADVISORY VOTE TO APPROVE COMPENSATION FOR OUR EXECUTIVE OFFICERS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT. TO PROVIDE AN ADVISORY VOTE ON THE FREQUENCY WITH WHICH THE ADVISORY VOTE ON THE EXECUTIVE OFFICERS' COMPENSATION SHALL OCCUR.	Management	For	For
4.	FOR OUR EXECUTIVE OFFICERS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT. TO PROVIDE AN ADVISORY VOTE ON THE FREQUENCY WITH WHICH THE ADVISORY VOTE ON THE EXECUTIVE OFFICERS' COMPENSATION SHALL OCCUR.	Management	For	For
5.	ADVISORY VOTE ON THE EXECUTIVE OFFICERS' COMPENSATION SHALL OCCUR.	Management	1 Year	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

LIVE NATION ENTERTAINMENT, INC.

Security	538034109	Meeting Type	Annual
Ticker Symbol	LYV	Meeting Date	06-Jun-2017
ISIN	US5380341090	Agenda	934603879 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MARK CARLETON	Management	For	For
1B.	ELECTION OF DIRECTOR: JONATHAN DOLGEN	Management	For	For
1C.	ELECTION OF DIRECTOR: ARIEL EMANUEL	Management	For	For
1D.	ELECTION OF DIRECTOR: ROBERT TED ENLOE, III	Management	For	For
1E.	ELECTION OF DIRECTOR: JEFFREY T. HINSON	Management	For	For
1F.	ELECTION OF DIRECTOR: JAMES IOVINE	Management	For	For
1G.	ELECTION OF DIRECTOR: MARGARET "PEGGY" JOHNSON	Management	For	For
1H.	ELECTION OF DIRECTOR: JAMES S. KAHAN	Management	For	For
1I.	ELECTION OF DIRECTOR: GREGORY B. MAFFEI	Management	For	For
1J.	ELECTION OF DIRECTOR: RANDALL T. MAYS	Management	For	For
1K.	ELECTION OF DIRECTOR: MICHAEL RAPINO	Management	For	For
1L.	ELECTION OF DIRECTOR: MARK S. SHAPIRO	Management	For	For
2.	ADVISORY VOTE ON THE COMPENSATION OF LIVE NATION ENTERTAINMENT'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management	3 Years	For
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Management	For	For

AMC NETWORKS INC

Security	00164V103	Meeting Type	Annual
Ticker Symbol	AMCX	Meeting Date	06-Jun-2017

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN	US00164V1035	Agenda	934604415 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1.	DIRECTOR	Management	
	1 JONATHAN F. MILLER		For For
	2 LEONARD TOW		For For
	3 DAVID E. VAN ZANDT		For For
	4 CARL E. VOGEL		For For
	5 ROBERT C. WRIGHT		For For
	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED		
2.	PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2017	Management	For For
	DEVON ENERGY CORPORATION		
Security	25179M103	Meeting Type	Annual
Ticker Symbol	DVN	Meeting Date	07-Jun-2017
ISIN	US25179M1036	Agenda	934603235 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1.	DIRECTOR	Management	
	1 BARBARA M. BAUMANN		For For
	2 JOHN E. BETHANCOURT		For For
	3 DAVID A. HAGER		For For
	4 ROBERT H. HENRY		For For
	5 MICHAEL M. KANOVSKY		For For
	6 ROBERT A. MOSBACHER, JR		For For
	7 DUANE C. RADTKE		For For
	8 MARY P. RICCIARDELLO		For For
	9 JOHN RICHEL		For For
	ADVISORY VOTE TO APPROVE		
2.	EXECUTIVE COMPENSATION.	Management	For For
	ADVISORY VOTE ON THE FREQUENCY OF AN		
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	1 Year For
	RATIFY THE APPOINTMENT OF THE COMPANY'S		
4.	INDEPENDENT AUDITORS FOR 2017.	Management	For For
	APPROVE THE DEVON ENERGY CORPORATION		
5.	ANNUAL INCENTIVE COMPENSATION PLAN.	Management	For For
	APPROVE THE DEVON ENERGY CORPORATION		
6.	2017 LONG-TERM INCENTIVE PLAN.	Management	For For

7.	REPORT ON PUBLIC POLICY ADVOCACY RELATED TO ENERGY POLICY AND CLIMATE CHANGE.	Shareholder	Against	For
8.	ASSESSMENT ON THE IMPACT OF GLOBAL CLIMATE CHANGE POLICIES.	Shareholder	Abstain	Against
9.	REPORT ON LOBBYING POLICY AND ACTIVITY. ASSESSMENT OF BENEFITS AND RISKS OF USING	Shareholder	Against	For
10.	RESERVE ADDITIONS AS A COMPENSATION METRIC.	Shareholder	Against	For

ALPHABET INC

Security	02079K305	Meeting Type	Annual
Ticker Symbol	GOOGL	Meeting Date	07-Jun-2017
ISIN	US02079K3059	Agenda	934604946 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LARRY PAGE		For	For
	2 SERGEY BRIN		For	For
	3 ERIC E. SCHMIDT		For	For
	4 L. JOHN DOERR		For	For
	5 ROGER W. FERGUSON, JR.		For	For
	6 DIANE B. GREENE		For	For
	7 JOHN L. HENNESSY		For	For
	8 ANN MATHER		For	For
	9 ALAN R. MULALLY		For	For
	10 PAUL S. OTELLINI		For	For
	11 K. RAM SHRIRAM		For	For
	12 SHIRLEY M. TILGHMAN		For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS ALPHABET'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. THE APPROVAL OF AN AMENDMENT TO ALPHABET'S 2012 STOCK PLAN TO	Management	For	For
3.	INCREASE THE SHARE RESERVE BY 15,000,000 SHARES OF CLASS C CAPITAL STOCK.	Management	Against	Against
4.	THE APPROVAL OF THE 2016 COMPENSATION	Management	For	For



- AWARDED TO NAMED EXECUTIVE OFFICERS.  
THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES REGARDING COMPENSATION
5. Management 3 Years For
- AWARDED TO NAMED EXECUTIVE OFFICERS.  
A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING.
6. Shareholder For Against
- A STOCKHOLDER PROPOSAL REGARDING A LOBBYING REPORT, IF PROPERLY PRESENTED AT THE MEETING.
7. Shareholder Against For
- A STOCKHOLDER PROPOSAL REGARDING A POLITICAL CONTRIBUTIONS REPORT, IF PROPERLY PRESENTED AT THE MEETING.
8. Shareholder Against For
- A STOCKHOLDER PROPOSAL REGARDING A REPORT ON GENDER PAY, IF PROPERLY PRESENTED AT THE MEETING.
9. Shareholder Abstain Against
- A STOCKHOLDER PROPOSAL REGARDING A CHARITABLE CONTRIBUTIONS REPORT, IF PROPERLY PRESENTED AT THE MEETING.
10. Shareholder Against For
- A STOCKHOLDER PROPOSAL REGARDING THE IMPLEMENTATION OF "HOLY LAND PRINCIPLES," IF PROPERLY PRESENTED AT THE MEETING.
11. Shareholder Abstain Against
- A STOCKHOLDER PROPOSAL REGARDING A REPORT ON "FAKE NEWS," IF PROPERLY PRESENTED AT THE MEETING.
12. Shareholder Against For

CREDIT ACCEPTANCE CORPORATION

Security	225310101	Meeting Type	Annual
Ticker Symbol	CACC	Meeting Date	07-Jun-2017
ISIN	US2253101016	Agenda	934606142 - Management

Item	Proposal	Vote
------	----------	------

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Proposed by	For/Against Management
1. DIRECTOR	Management	
1 GLENDA J. FLANAGAN	For	For
2 BRETT A. ROBERTS	For	For
3 THOMAS N. TRYFOROS	For	For
4 SCOTT J. VASSALLUZZO	For	For
ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	For
2. ADVISORY VOTE ON THE FREQUENCY OF FUTURE		
3. ADVISORY VOTES TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	1 Year For
RATIFICATION OF THE SELECTION OF GRANT THORNTON LLP AS CREDIT		
4. ACCEPTANCE CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Management	For

HESS CORPORATION

Security	42809H107	Meeting Type	Annual
Ticker Symbol	HES	Meeting Date	07-Jun-2017
ISIN	US42809H1077	Agenda	934610139 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: R.F. CHASE	Management	For	For
1B.	ELECTION OF DIRECTOR: T.J. CHECKI	Management	For	For
1C.	ELECTION OF DIRECTOR: L.S. COLEMAN, JR.	Management	For	For
1D.	ELECTION OF DIRECTOR: J.B. HESS	Management	For	For
1E.	ELECTION OF DIRECTOR: E.E. HOLIDAY	Management	For	For
1F.	ELECTION OF DIRECTOR: R. LAVIZZO-MOUREY	Management	For	For
1G.	ELECTION OF DIRECTOR: M.S. LIPSCHULTZ	Management	For	For
1H.	ELECTION OF DIRECTOR: D. MCMANUS	Management	For	For
1I.	ELECTION OF DIRECTOR: K.O. MEYERS	Management	For	For
1J.	ELECTION OF DIRECTOR: J.H. QUIGLEY	Management	For	For
1K.	ELECTION OF DIRECTOR: F.G. REYNOLDS	Management	For	For
1L.	ELECTION OF DIRECTOR: W.G. SCHRADER	Management	For	For
2.	ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

3.	ADVISORY VOTE ON THE FREQUENCY OF VOTING ON EXECUTIVE COMPENSATION.	Management	1 Year	For
4.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For
5.	APPROVAL OF THE 2017 LONG TERM INCENTIVE PLAN.	Management	Against	Against
6.	STOCKHOLDER PROPOSAL, IF PROPERLY PRESENTED AT THE MEETING, RECOMMENDING A SCENARIO ANALYSIS REPORT REGARDING CARBON ASSET RISK.	Shareholder	Abstain	Against

COMCAST CORPORATION

Security	20030N101	Meeting Type	Annual
Ticker Symbol	CMCSA	Meeting Date	08-Jun-2017
ISIN	US20030N1019	Agenda	934601572 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 KENNETH J. BACON		For	For
	2 MADELINE S. BELL		For	For
	3 SHELDON M. BONOVIKZ		For	For
	4 EDWARD D. BREEN		For	For
	5 GERALD L. HASSELL		For	For
	6 JEFFREY A. HONICKMAN		For	For
	7 ASUKA NAKAHARA		For	For
	8 DAVID C. NOVAK		For	For
	9 BRIAN L. ROBERTS		For	For
	10 JOHNATHAN A. RODGERS		For	For
2.	RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS	Management	For	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	For	For
4.	ADVISORY VOTE ON THE FREQUENCY OF THE VOTE ON EXECUTIVE COMPENSATION	Management	1 Year	For
5.	TO PROVIDE A LOBBYING REPORT	Shareholder	Against	For
6.	TO STOP 100-TO-ONE VOTING POWER	Shareholder	For	Against

LAS VEGAS SANDS CORP.

Security	517834107	Meeting Type	Annual
Ticker Symbol	LVS	Meeting Date	08-Jun-2017
ISIN	US5178341070	Agenda	934601851 - Management

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 CHARLES D. FORMAN		For	For
	2 STEVEN L. GERARD		For	For
	3 GEORGE JAMIESON		For	For
	4 LEWIS KRAMER		For	For
2.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017	Management	For	For
3.	AN ADVISORY (NON-BINDING) VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS	Management	For	For
4.	AN ADVISORY (NON-BINDING) VOTE ON HOW FREQUENTLY STOCKHOLDERS SHOULD VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS	Management	1 Year	For

VISTEON CORPORATION

Security	92839U206	Meeting Type	Annual
Ticker Symbol	VC	Meeting Date	08-Jun-2017
ISIN	US92839U2069	Agenda	934605986 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: JAMES J. BARRESE	Management	For	For
1B.	ELECTION OF DIRECTOR: NAOMI M. BERGMAN	Management	For	For
1C.	ELECTION OF DIRECTOR: JEFFREY D. JONES	Management	For	For
1D.	ELECTION OF DIRECTOR: SACHIN S. LAWANDE	Management	For	For
1E.	ELECTION OF DIRECTOR: JOANNE M. MAGUIRE	Management	For	For
1F.	ELECTION OF DIRECTOR: ROBERT J. MANZO	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANCIS M. SCRICCO	Management	For	For
1H.	ELECTION OF DIRECTOR: DAVID L. TREADWELL	Management	For	For
1I.		Management	For	For

- ELECTION OF DIRECTOR: HARRY J. WILSON
- 1J. ELECTION OF DIRECTOR: ROUZBEH YASSINI-FARD ManagementFor For
- RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.
2. ManagementFor For
3. PROVIDE ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. ManagementFor For

YAHOO! INC.

Security	984332106	Meeting Type	Special
Ticker Symbol	YHOO	Meeting Date	08-Jun-2017
ISIN	US9843321061	Agenda	934616484 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1.   | (A) AUTHORIZATION OF THE SALE TO VERIZON COMMUNICATIONS INC. ("VERIZON"), PURSUANT TO THE TERMS AND SUBJECT TO THE CONDITIONS SET FORTH IN THE STOCK PURCHASE AGREEMENT, DATED AS OF JULY 23, 2016, AS AMENDED AS OF FEBRUARY 20, 2017, BETWEEN YAHOO AND VERIZON, OF ALL OF THE OUTSTANDING SHARES OF YAHOO HOLDINGS, INC. ("YAHOO HOLDINGS"), A DELAWARE CORPORATION AND A WHOLLY-OWNED SUBSIDIARY OF YAHOO, AND PRIOR TO THE SALE OF YAHOO HOLDINGS, THE SALE (THE "FOREIGN SALE TRANSACTION") BY YAHOO ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Management  | For  | For                    |
| 2.   | APPROVAL, ON A NON-BINDING, ADVISORY BASIS, OF THE COMPENSATION THAT MAY BE PAID OR   | Management  | For  | For                    |

BECOME PAYABLE TO YAHOO'S  
 NAMED EXECUTIVE  
 OFFICERS IN CONNECTION WITH THE  
 COMPLETION  
 OF THE SALE TRANSACTION.  
 AUTHORIZATION FOR THE BOARD TO  
 POSTPONE  
 OR ADJOURN THE SPECIAL MEETING  
 (I) FOR UP TO  
 10 BUSINESS DAYS TO SOLICIT  
 ADDITIONAL  
 PROXIES FOR THE PURPOSE OF  
 OBTAINING  
 STOCKHOLDER APPROVAL, IF THE  
 BOARD  
 DETERMINES IN GOOD FAITH SUCH  
 POSTPONEMENT OR ADJOURNMENT IS  
 NECESSARY OR ADVISABLE TO

3.	OBTAIN STOCKHOLDER APPROVAL, OR (II) TO ALLOW REASONABLE ADDITIONAL TIME FOR THE FILING AND/OR MAILING OF ANY SUPPLEMENTAL OR AMENDED DISCLOSURE WHICH THE BOARD HAS DETERMINED, AFTER CONSULTATION ..(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Management	For	For
----	--	------------	-----	-----

PETROCHINA COMPANY LIMITED

Security	71646E100	Meeting Type	Annual
Ticker Symbol	PTR	Meeting Date	08-Jun-2017
ISIN	US71646E1001	Agenda	934625813 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO CONSIDER AND APPROVE THE REPORT OF THE BOARD OF DIRECTORS OF THE COMPANY FOR THE YEAR 2016.	Management	For	For
2.	TO CONSIDER AND APPROVE THE REPORT OF THE SUPERVISORY COMMITTEE OF THE COMPANY FOR THE YEAR 2016.	Management	For	For
3.	TO CONSIDER AND APPROVE THE AUDITED	Management	For	For

- FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR 2016.  
 TO CONSIDER AND APPROVE THE DECLARATION AND PAYMENT OF THE FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2016 IN THE AMOUNT AND IN THE MANNER RECOMMENDED BY THE BOARD OF DIRECTORS.
4. ManagementFor For
- TO CONSIDER AND APPROVE THE AUTHORISATION OF THE BOARD OF DIRECTORS TO DETERMINE THE DISTRIBUTION OF INTERIM DIVIDENDS FOR THE YEAR 2017.
5. ManagementFor For
- TO CONSIDER AND APPROVE THE APPOINTMENT OF KPMG HUAZHEN AND KPMG, AS THE DOMESTIC AND INTERNATIONAL AUDITORS OF THE COMPANY, RESPECTIVELY, FOR THE YEAR 2017 AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.
6. ManagementAgainst Against
7. ManagementAgainst Against
- TO CONSIDER AND APPROVE, BY WAY OF SPECIAL RESOLUTION, TO GRANT A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO ISSUE AND DEAL WITH DOMESTIC SHARES (A SHARES) AND/OR OVERSEAS LISTED FOREIGN SHARES (H SHARES) OF THE COMPANY OF NOT MORE THAN 20% OF EACH OF ITS EXISTING DOMESTIC SHARES (A SHARES) OR OVERSEAS LISTED FOREIGN SHARES (H SHARES) OF THE COMPANY IN ISSUE AS AT THE DATE OF PROPOSAL AND PASSING OF THIS RESOLUTION AT THE 2016 ANNUAL

- GENERAL  
MEETING AND DETERMINE THE  
TERMS AND  
CONDITIONS OF SUCH ISSUE.  
TO CONSIDER AND APPROVE, BY WAY  
OF SPECIAL  
RESOLUTION, TO UNCONDITIONALLY  
GRANT A  
GENERAL MANDATE TO THE BOARD  
OF
8. DIRECTORS TO DETERMINE AND DEAL WITH THE  
ISSUE OF DEBT FINANCING  
INSTRUMENTS OF THE  
COMPANY WITH AN OUTSTANDING  
BALANCE  
AMOUNT OF UP TO RMB100 (THE  
FOREIGN  
CURRENCY EQUIVALENT  
CALCULATED BY USING  
THE MIDDLE EXCHANGE RATE  
ANNOUNCED BY THE  
PEOPLE'S BANK OF CHINA ON THE  
DATE OF ISSUE)  
BILLION AND DETERMINE THE TERMS  
AND  
CONDITIONS OF SUCH ISSUE.  
TO CONSIDER AND APPROVE THE  
ELECTION OF
- 9A. MR. WANG YILIN AS A DIRECTOR OF THE  
COMPANY. ManagementAgainst Against
- 9B. TO CONSIDER AND APPROVE THE  
ELECTION OF  
MR. WANG DONGJIN AS A DIRECTOR  
OF THE ManagementFor For  
COMPANY.
- 9C. TO CONSIDER AND APPROVE THE  
ELECTION OF  
MR. YU BAOCAL AS A DIRECTOR OF ManagementAgainst Against  
THE COMPANY.
- 9D. TO CONSIDER AND APPROVE THE  
ELECTION OF  
MR. LIU YUEZHEN AS A DIRECTOR OF ManagementAgainst Against  
THE  
COMPANY.
- 9E. TO CONSIDER AND APPROVE THE  
ELECTION OF  
MR. LIU HONGBIN AS A DIRECTOR OF ManagementFor For  
THE  
COMPANY.



9F	TO CONSIDER AND APPROVE THE ELECTION OF MR. HOU QIJUN AS A DIRECTOR OF THE COMPANY.	ManagementFor	For
9G	TO CONSIDER AND APPROVE THE ELECTION OF MR. DUAN LIANGWEI AS A DIRECTOR OF THE COMPANY.	ManagementFor	For
9H	TO CONSIDER AND APPROVE THE ELECTION OF MR. QIN WEIZHONG AS A DIRECTOR OF THE COMPANY.	ManagementFor	For
9I	TO CONSIDER AND APPROVE THE ELECTION OF MR. LIN BOQIANG AS A DIRECTOR OF THE COMPANY.	ManagementAgainst	Against
9J	TO CONSIDER AND APPROVE THE ELECTION OF MR. ZHANG BIYI AS A DIRECTOR OF THE COMPANY.	ManagementAgainst	Against
9K	TO CONSIDER AND APPROVE THE ELECTION OF MS. ELSIE LEUNG OI-SIE AS A DIRECTOR OF THE COMPANY.	ManagementFor	For
9L	TO CONSIDER AND APPROVE THE ELECTION OF MR. TOKUCHI TATSUHITO AS A DIRECTOR OF THE COMPANY.	ManagementFor	For
9M	TO CONSIDER AN APPROVE THE ELECTION OF MR. SIMON HENRY AS A DIRECTOR OF THE COMPANY.	ManagementFor	For
10A	TO CONSIDER AND APPROVE THE ELECTION OF MR. XU WENRONG AS A SUPERVISOR OF THE COMPANY.	ManagementAgainst	Against
10B	TO CONSIDER AND APPROVE THE ELECTION OF MR. ZHANG FENGSHAN AS A SUPERVISOR OF THE COMPANY.	ManagementFor	For
10C	TO CONSIDER AND APPROVE THE ELECTION OF MR. JIANG LIFU AS A SUPERVISOR OF THE	ManagementFor	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

COMPANY.

TO CONSIDER AND APPROVE THE

ELECTION OF

10D MR. LU YAOZHONG AS A SUPERVISOR ManagementAgainst Against

OF THE

COMPANY.

TELEFONICA, S.A.

Security 879382208

Meeting Type Annual

Ticker Symbol TEF

Meeting Date 08-Jun-2017

ISIN US8793822086

Agenda 934630484 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	APPROVAL OF THE ANNUAL ACCOUNTS AND OF THE MANAGEMENT REPORT OF ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL).	Management	For	
1B.	APPROVAL OF THE MANAGEMENT OF THE BOARD OF DIRECTORS OF TELEFONICA, S.A. DURING FISCAL YEAR 2016.	Management	For	
2.	APPROVAL OF THE PROPOSED ALLOCATION OF THE PROFITS/LOSSES OF TELEFONICA, S.A. FOR FISCAL YEAR 2016.	Management	For	
3A.	RE-ELECTION OF MR. JOSE MARIA ALVAREZ-PALLETE LOPEZ AS EXECUTIVE DIRECTOR.	Management	For	
3B.	RE-ELECTION OF MR. IGNACIO MORENO MARTINEZ AS PROPRIETARY DIRECTOR.	Management	For	
3C.	RATIFICATION AND APPOINTMENT OF MR. FRANCISCO RIBERAS MERA AS INDEPENDENT DIRECTOR.	Management	For	
3D.	RATIFICATION AND APPOINTMENT OF MS. CARMEN GARCIA DE ANDRES AS INDEPENDENT DIRECTOR.	Management	For	
4.	ESTABLISHMENT OF THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS AT SEVENTEEN.	Management	For	
5.		Management	For	

SHAREHOLDER COMPENSATION.  
DISTRIBUTION OF  
DIVIDENDS WITH A CHARGE TO  
UNRESTRICTED  
RESERVES.

6. DELEGATION TO THE BOARD OF  
DIRECTORS OF  
THE POWER TO ISSUE ...(DUE TO  
SPACE LIMITS,  
SEE PROXY MATERIAL FOR FULL  
PROPOSAL). ManagementFor

7. DELEGATION OF POWERS TO  
FORMALIZE,  
INTERPRET, REMEDY AND CARRY  
...(DUE TO  
SPACE LIMITS, SEE PROXY MATERIAL  
FOR FULL  
PROPOSAL). ManagementFor

8. CONSULTATIVE VOTE ON THE 2016  
ANNUAL  
REPORT ON DIRECTORS'  
REMUNERATION. ManagementFor

TELEKOM AUSTRIA AG, WIEN

Security A8502A102

Ticker Symbol

ISIN AT0000720008

Meeting Type

Meeting Date

Agenda

Annual General Meeting

09-Jun-2017

708178086 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 779561 DUE TO RECEIPT OF- SUPERVISORY BOARD NAMES. ALL VOTES			
	CMMT RECEIVED ON THE PREVIOUS MEETING WILL BE- DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK- YOU.		Non-Voting	
1	RECEIVE FINANCIAL STATEMENTS AND STATUTORY REPORTS		Non-Voting	
2	APPROVE ALLOCATION OF INCOME AND DIVIDENDS OF EUR 0.20 PER SHARE		ManagementFor	For
3	APPROVE DISCHARGE OF MANAGEMENT BOARD		ManagementFor	For
4			ManagementFor	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

5	APPROVE DISCHARGE OF SUPERVISORY BOARD APPROVE REMUNERATION OF SUPERVISORY BOARD MEMBERS	ManagementFor	For
6.1	ELECT REINHARD KRAXNER AS SUPERVISORY BOARD MEMBER	ManagementFor	For
6.2	ELECT STEFAN PINTER AS SUPERVISORY BOARD MEMBER	ManagementFor	For
7	RATIFY ERNST YOUNG AS AUDITORS AMEND ARTICLES RE: DEPOSIT	ManagementFor	For
8	RECEIPTS: PAR. 16/2	ManagementFor	For

BLACKHAWK NETWORK HOLDINGS, INC.

Security	09238E104	Meeting Type	Annual
Ticker Symbol	HAWK	Meeting Date	09-Jun-2017
ISIN	US09238E1047	Agenda	934597420 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ANIL AGGARWAL		For	For
	2 RICHARD H. BARD		For	For
	3 THOMAS BARNDS		For	For
	4 STEVEN A. BURD		For	For
	5 ROBERT L. EDWARDS		For	For
	6 JEFFREY H. FOX		For	For
	7 MOHAN GYANI		For	For
	8 PAUL HAZEN		For	For
	9 ROBERT B. HENSKE		For	For
	10 TALBOTT ROCHE		For	For
	11 ARUN SARIN		For	For
	12 WILLIAM Y. TAUSCHER		For	For
	13 JANE J. THOMPSON		For	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR ENDING DECEMBER 30, 2017.	ManagementFor		For
3.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS (THE SAY-ON-PAY VOTE) AS DISCLOSED IN THE PROXY STATEMENT PURSUANT	ManagementFor		For

TO COMPENSATION DISCLOSURE  
 RULES UNDER  
 THE SECURITIES EXCHANGE ACT OF  
 1934, AS  
 AMENDED.

4. TO CAST A NON-BINDING, ADVISORY  
 VOTE ON THE  
 FREQUENCY OF FUTURE SAY-ON-PAY  
 VOTES. Management 1 Year For
5. TO APPROVE THE SECOND  
 AMENDMENT TO OUR  
 2013 EQUITY INCENTIVE AWARD  
 PLAN, OR THE  
 2013 PLAN, TO INCREASE THE NUMBER  
 OF SHARES  
 OF COMMON STOCK THAT MAY BE  
 ISSUED UNDER  
 THE 2013 PLAN BY 2,000,000 SHARES,  
 TO LIMIT THE  
 VALUE OF EQUITY AND CASH  
 AWARDS MADE TO  
 NON-EMPLOYEE DIRECTORS IN ANY  
 CALENDAR  
 YEAR TO \$750,000, ...(DUE TO SPACE  
 LIMITS, SEE  
 PROXY STATEMENT FOR FULL  
 PROPOSAL). Management Against Against

FOREST CITY REALTY TRUST, INC.

Security	345605109	Meeting Type	Annual
Ticker Symbol	FCEA	Meeting Date	09-Jun-2017
ISIN	US3456051099	Agenda	934621613 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 ARTHUR F. ANTON		For	For
	2 KENNETH J. BACON		For	For
	3 SCOTT S. COWEN		For	For
	4 MICHAEL P. ESPOSITO, JR		For	For
2.	THE APPROVAL (ON AN ADVISORY, NON-BINDING BASIS) OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	For	For
3.	THE VOTE (ON AN ADVISORY, NON-BINDING BASIS) ON THE FREQUENCY OF WHICH THE STOCKHOLDERS WILL HAVE AN ADVISORY, NON- BINDING VOTE ON THE	Management	1 Year	For

COMPENSATION OF THE  
COMPANY'S NAMED EXECUTIVE  
OFFICERS.

THE RATIFICATION OF THE  
APPOINTMENT OF  
PRICEWATERHOUSECOOPERS LLP AS  
INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING  
FIRM FOR THE COMPANY FOR THE  
FISCAL YEAR  
ENDING DECEMBER 31, 2017.

4. Management For For

THE PROPOSAL TO AMEND AND  
RESTATE THE  
COMPANY'S CHARTER IN  
SUBSTANTIALLY THE  
FORM ATTACHED TO THE PROXY  
STATEMENT/  
PROSPECTUS AS ANNEX A, WHICH  
AMENDMENT

5. Management For For

AND RESTATEMENT WOULD  
EFFECTUATE THE  
RECLASSIFICATION (AS DEFINED IN  
THE PROXY  
STATEMENT/PROSPECTUS).

THE PROPOSAL TO ADJOURN THE  
ANNUAL  
MEETING TO A LATER DATE OR  
DATES, IF  
NECESSARY OR APPROPRIATE, TO  
SOLICIT

6. Management For For

ADDITIONAL PROXIES IF THERE ARE  
INSUFFICIENT  
VOTES TO APPROVE THE  
RECLASSIFICATION  
PROPOSAL AT THE TIME OF THE  
ANNUAL MEETING.

T-MOBILE US, INC.

Security	872590104	Meeting Type	Annual
Ticker Symbol	TMUS	Meeting Date	13-Jun-2017
ISIN	US8725901040	Agenda	934605936 - Management

Item	Proposal	Proposed by Management	Vote	For/Against Management
1.	DIRECTOR			
	1 W. MICHAEL BARNES		For	For
	2 THOMAS DANNENFELDT		For	For
	3 SRIKANT M. DATAR		For	For
	4 LAWRENCE H. GUFFEY		For	For
	5 TIMOTHEUS HOTTGES		For	For
	6 BRUNO JACOBFEUERBORN		For	For
	7 RAPHAEL KUBLER		For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	8	THORSTEN LANGHEIM		For	For
	9	JOHN J. LEGERE		For	For
	10	TERESA A. TAYLOR		For	For
	11	KELVIN R. WESTBROOK		For	For
		RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.			
2.			Management	For	For
		ADVISORY VOTE TO APPROVE THE COMPENSATION PROVIDED TO THE COMPANY'S NAMED EXECUTIVE OFFICERS FOR 2016.			
3.			Management	For	For
		ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION PROVIDED TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.			
4.			Management	3 Years	For
		STOCKHOLDER PROPOSAL FOR IMPLEMENTATION OF PROXY ACCESS.			
5.			Shareholder	Abstain	Against
		STOCKHOLDER PROPOSAL FOR LIMITATIONS ON ACCELERATED VESTING OF EQUITY AWARDS IN THE EVENT OF A CHANGE OF CONTROL.			
6.			Shareholder	Against	For
		STOCKHOLDER PROPOSAL FOR AN AMENDMENT OF THE COMPANY'S CLAWBACK POLICY.			
7.			Shareholder	Against	For

WILLIS TOWERS WATSON PUBLIC LIMITED CO.

Security	G96629103	Meeting Type	Annual
Ticker Symbol	WLTW	Meeting Date	13-Jun-2017
ISIN	IE00BDB6Q211	Agenda	934607699 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: ANNA C. CATALANO	Management	For	For
1B.	ELECTION OF DIRECTOR: VICTOR F. GANZI	Management	For	For
1C.	ELECTION OF DIRECTOR: JOHN J. HALEY	Management	For	For
1D.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: WENDY E. LANE		
1E.	ELECTION OF DIRECTOR: JAMES F. MCCANN	ManagementFor	For
1F.	ELECTION OF DIRECTOR: BRENDAN R. O'NEILL	ManagementFor	For
1G.	ELECTION OF DIRECTOR: JAYMIN PATEL	ManagementFor	For
1H.	ELECTION OF DIRECTOR: LINDA D. RABBITT	ManagementFor	For
1I.	ELECTION OF DIRECTOR: PAUL THOMAS	ManagementFor	For
1J.	ELECTION OF DIRECTOR: JEFFREY W. UBBEN	ManagementFor	For
1K.	ELECTION OF DIRECTOR: WILHELM ZELLER	ManagementFor	For
2.	RATIFY, ON AN ADVISORY BASIS, THE APPOINTMENT OF (I) DELOITTE & TOUCHE LLP TO AUDIT OUR FINANCIAL STATEMENTS AND (II) DELOITTE LLP TO AUDIT OUR IRISH STATUTORY ACCOUNTS, AND AUTHORIZE IN A BINDING VOTE THE BOARD, ACTING THROUGH THE AUDIT & RISK COMMITTEE, TO FIX THE INDEPENDENT AUDITORS' REMUNERATION.	ManagementFor	For
3.	APPROVE, ON AN ADVISORY BASIS, THE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF THE ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management1 Year	For
5.	AMEND THE ARTICLES OF ASSOCIATION TO IMPLEMENT PROXY ACCESS.	ManagementFor	For
6A.	AMEND THE ARTICLES OF ASSOCIATION TO PROVIDE FOR A PLURALITY VOTING STANDARD IN THE EVENT OF A CONTESTED ELECTION WHEN THE NUMBER OF DIRECTOR NOMINEES EXCEEDS THE NUMBER OF DIRECTORS TO BE ELECTED.	ManagementFor	For



- 6B. AMEND THE ARTICLES OF ASSOCIATION TO GRANT THE BOARD THE SOLE AUTHORITY TO DETERMINE ITS SIZE. ManagementAgainst Against
- 7A. AMEND THE ARTICLES OF ASSOCIATION TO ENHANCE THE ADVANCE NOTICE PROVISIONS AND MAKE CERTAIN ADMINISTRATIVE AMENDMENTS IN CONNECTION WITH THE COMPANIES ACT 2014. ManagementAgainst Against
- 7B. AMEND THE MEMORANDUM OF ASSOCIATION TO MAKE CERTAIN ADMINISTRATIVE AMENDMENTS, INCLUDING IN CONNECTION WITH THE COMPANIES ACT 2014. ManagementFor For
8. RENEW THE BOARD'S EXISTING AUTHORITY TO ISSUE SHARES UNDER IRISH LAW. ManagementFor For
9. RENEW THE BOARD'S EXISTING AUTHORITY TO OPT OUT OF STATUTORY PRE-EMPTION RIGHTS UNDER IRISH LAW. ManagementAgainst Against

BEST BUY CO., INC.

Security	086516101	Meeting Type	Annual
Ticker Symbol	BBY	Meeting Date	13-Jun-2017
ISIN	US0865161014	Agenda	934613541 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: LISA M. CAPUTO	Management	For	For
1B.	ELECTION OF DIRECTOR: J. PATRICK DOYLE	Management	For	For
1C.	ELECTION OF DIRECTOR: RUSSELL P. FRADIN	Management	For	For
1D.	ELECTION OF DIRECTOR: KATHY J. HIGGINS VICTOR	Management	For	For
1E.	ELECTION OF DIRECTOR: HUBERT JOLY	Management	For	For
1F.	ELECTION OF DIRECTOR: DAVID W. KENNY	Management	For	For
1G.	ELECTION OF DIRECTOR: KAREN A. MCLOUGHLIN	Management	For	For
1H.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: THOMAS L. MILLNER		
1I.	ELECTION OF DIRECTOR: CLAUDIA F. MUNCE	ManagementFor	For
1J.	ELECTION OF DIRECTOR: GERARD R. VITTECOQ	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 3, 2018.	ManagementFor	For
3.	TO APPROVE IN A NON-BINDING ADVISORY VOTE OUR NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	TO RECOMMEND IN A NON-BINDING ADVISORY VOTE THE FREQUENCY OF HOLDING THE ADVISORY VOTE ON OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Management1 Year	For
5.	TO APPROVE OUR AMENDED AND RESTATED 2014 OMNIBUS INCENTIVE PLAN.	ManagementAgainst	Against

ORTHOFIX INTERNATIONAL N.V.

Security	N6748L102	Meeting Type	Annual
Ticker Symbol	OFIX	Meeting Date	13-Jun-2017
ISIN	ANN6748L1027	Agenda	934620116 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 LUKE FAULSTICK		For	For
	2 JAMES F. HINRICHS		For	For
	3 ALEXIS V. LUKIANOV		For	For
	4 LILLY MARKS		For	For
	5 BRADLEY R. MASON		For	For
	6 RONALD MATRICARIA		For	For
	7 MICHAEL E. PAOLUCCI		For	For
	8 MARIA SAINZ		For	For
2.	APPROVAL OF THE CONSOLIDATED BALANCE SHEET AND CONSOLIDATED STATEMENT OF OPERATIONS AT AND FOR THE FISCAL YEAR ENDED DECEMBER 31, 2016.	ManagementFor		For
3.		ManagementFor		For

ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS.

4. ADVISORY VOTE ON FREQUENCY OF VOTES ON COMPENSATION OF EXECUTIVE OFFICERS. Management 1 Year For

5. RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. Management For For

FIDELITY NATIONAL FINANCIAL, INC.

Security	31620R303	Meeting Type	Annual
Ticker Symbol	FNF	Meeting Date	14-Jun-2017
ISIN	US31620R3030	Agenda	934611218 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WILLIAM P. FOLEY, II*		For	For
	2 DOUGLAS K. AMMERMAN*		For	For
	3 THOMAS M. HAGERTY*		For	For
	4 PETER O. SHEA, JR.*		For	For
	5 RAYMOND R. QUIRK#		For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR.	Management	For	For
3.	APPROVAL OF A NON-BINDING ADVISORY RESOLUTION ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	SELECTION, ON A NON-BINDING ADVISORY BASIS, OF THE FREQUENCY (ANNUAL OR "1 YEAR", BIENNIAL OR "2 YEARS", OR TRIENNIAL OR "3 YEARS") WITH WHICH WE SOLICIT FUTURE NON-BINDING ADVISORY VOTES ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE	Management	1 Year	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

OFFICERS.

FIDELITY NATIONAL FINANCIAL, INC.

Security	31620R402	Meeting Type	Annual
Ticker Symbol	FNFV	Meeting Date	14-Jun-2017
ISIN	US31620R4020	Agenda	934611218 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 WILLIAM P. FOLEY, II*		For	For
	2 DOUGLAS K. AMMERMAN*		For	For
	3 THOMAS M. HAGERTY*		For	For
	4 PETER O. SHEA, JR.*		For	For
	5 RAYMOND R. QUIRK#		For	For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR.	Management	For	For
3.	APPROVAL OF A NON-BINDING ADVISORY RESOLUTION ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	SELECTION, ON A NON-BINDING ADVISORY BASIS, OF THE FREQUENCY (ANNUAL OR "1 YEAR", BIENNIAL OR "2 YEARS", OR TRIENNIAL OR "3 YEARS") WITH WHICH WE SOLICIT FUTURE NON-BINDING ADVISORY VOTES ON THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS.	Management	1 Year	For

TIME WARNER INC.

Security	887317303	Meeting Type	Annual
Ticker Symbol	TWX	Meeting Date	15-Jun-2017
ISIN	US8873173038	Agenda	934609299 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: WILLIAM P. BARR	Management	For	For
1B.	ELECTION OF DIRECTOR: JEFFREY L. BEWKES	Management	For	For
1C.	ELECTION OF DIRECTOR: ROBERT C. CLARK	Management	For	For
1D.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: MATHIAS DOPFNER		
1E.	ELECTION OF DIRECTOR: JESSICA P. EINHORN	ManagementFor	For
1F.	ELECTION OF DIRECTOR: CARLOS M. GUTIERREZ	ManagementFor	For
1G.	ELECTION OF DIRECTOR: FRED HASSAN	ManagementFor	For
1H.	ELECTION OF DIRECTOR: PAUL D. WACHTER	ManagementFor	For
1I.	ELECTION OF DIRECTOR: DEBORAH C. WRIGHT	ManagementFor	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR.	ManagementFor	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	ManagementFor	For
4.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management1 Year	For

WEATHERFORD INTERNATIONAL PLC

Security	G48833100	Meeting Type	Annual
Ticker Symbol	WFT	Meeting Date	15-Jun-2017
ISIN	IE00BLNN3691	Agenda	934622843 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: MOHAMED A. AWAD	ManagementFor		For
1B.	ELECTION OF DIRECTOR: DAVID J. BUTTERS	ManagementFor		For
1C.	ELECTION OF DIRECTOR: JOHN D. GASS	ManagementFor		For
1D.	ELECTION OF DIRECTOR: EMYR JONES PARRY	ManagementFor		For
1E.	ELECTION OF DIRECTOR: FRANCIS S. KALMAN	ManagementFor		For
1F.	ELECTION OF DIRECTOR: WILLIAM E. MACAULAY	ManagementFor		For
1G.	ELECTION OF DIRECTOR: MARK A. MCCOLLUM	ManagementFor		For
1H.	ELECTION OF DIRECTOR: ROBERT K. MOSES, JR.	ManagementFor		For
1I.	ELECTION OF DIRECTOR: GUILLERMO ORTIZ	ManagementFor		For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED	ManagementFor		For

PUBLIC  
ACCOUNTING FIRM ...(DUE TO SPACE  
LIMITS, SEE  
PROXY STATEMENT FOR FULL  
PROPOSAL).

3. TO APPROVE, IN AN ADVISORY VOTE,  
THE  
COMPENSATION OF OUR NAMED EXECUTIVE  
OFFICERS. ManagementFor For
4. TO RECOMMEND, IN AN ADVISORY  
VOTE,  
WHETHER A SHAREHOLDER VOTE TO  
APPROVE  
THE COMPENSATION OF OUR NAMED EXECUTIVE  
OFFICERS SHOULD OCCUR EVERY 1, 2  
OR 3  
YEARS. Management1 Year For
5. TO APPROVE AN AMENDMENT TO THE  
WEATHERFORD 2010 PLAN TO  
INCREASE THE  
NUMBER OF AUTHORIZED SHARES. ManagementFor For

SONY CORPORATION

Security	835699307	Meeting Type	Annual
Ticker Symbol	SNE	Meeting Date	15-Jun-2017
ISIN	US8356993076	Agenda	934634242 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: KAZUO HIRAI	Management	For	For
1B.	ELECTION OF DIRECTOR: KENICHIRO YOSHIDA	Management	For	For
1C.	ELECTION OF DIRECTOR: OSAMU NAGAYAMA	Management	For	For
1D.	ELECTION OF DIRECTOR: TAKAAKI NIMURA	Management	For	For
1E.	ELECTION OF DIRECTOR: EIKOH HARADA	Management	For	For
1F.	ELECTION OF DIRECTOR: TIM SCHAAFF	Management	For	For
1G.	ELECTION OF DIRECTOR: KAZUO MATSUNAGA	Management	For	For
1H.	ELECTION OF DIRECTOR: KOICHI MIYATA	Management	For	For
1I.	ELECTION OF DIRECTOR: JOHN V. ROOS	Management	For	For
1J.	ELECTION OF DIRECTOR: ERIKO SAKURAI	Management	For	For
1K.		Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ELECTION OF DIRECTOR: KUNIHITO  
MINAKAWA

- |     |   |               |     |
|-----|---|---------------|-----|
| 1L. | ELECTION OF DIRECTOR: SHUZO SUMI<br>TO ISSUE STOCK ACQUISITION RIGHTS | ManagementFor | For |
| 2.  | FOR THE<br>PURPOSE OF GRANTING STOCK<br>OPTIONS.                      | ManagementFor | For |

COMMERCEHUB, INC.

Security	20084V108	Meeting Type	Annual
Ticker Symbol	CHUBA	Meeting Date	16-Jun-2017
ISIN	US20084V1089	Agenda	934613630 - Management

- | Item | Proposal  | Proposed<br>by | Vote | For/Against<br>Management |
|------|---|----------------|------|---------------------------|
| 1.   | DIRECTOR  | Management     |      |                           |
|      | 1 MARK CATTINI  |                | For  | For                       |
|      | 2 DAVID GOLDHILL  |                | For  | For                       |
|      | 3 CHAD HOLLINGSWORTH  |                | For  | For                       |
|      | A PROPOSAL TO RATIFY THE<br>SELECTION OF KPMG<br>LLP AS OUR INDEPENDENT<br>REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE FISCAL<br>YEAR ENDING<br>DECEMBER 31, 2017. | ManagementFor  |      | For                       |
| 2.   | A PROPOSAL TO APPROVE THE<br>SECOND AMENDED<br>AND RESTATED COMMERCEHUB, INC.<br>2016<br>OMNIBUS INCENTIVE PLAN.  | ManagementFor  |      | For                       |

DAVITA,INC.

Security	23918K108	Meeting Type	Annual
Ticker Symbol	DVA	Meeting Date	16-Jun-2017
ISIN	US23918K1088	Agenda	934615925 - Management

- | Item | Proposal   | Proposed<br>by | Vote | For/Against<br>Management |
|------|--|----------------|------|---------------------------|
| 1A.  | ELECTION OF DIRECTOR: PAMELA M.<br>ARWAY           | ManagementFor  |      | For                       |
| 1B.  | ELECTION OF DIRECTOR: CHARLES G.<br>BERG           | ManagementFor  |      | For                       |
| 1C.  | ELECTION OF DIRECTOR: CAROL<br>ANTHONY<br>DAVIDSON | ManagementFor  |      | For                       |
| 1D.  | ELECTION OF DIRECTOR: BARBARA J.<br>DESOER         | ManagementFor  |      | For                       |
| 1E.  | ELECTION OF DIRECTOR: PASCAL<br>DESROCHES          | ManagementFor  |      | For                       |
| 1F.  | ELECTION OF DIRECTOR: PAUL J. DIAZ                 | ManagementFor  |      | For                       |
| 1G.  | ELECTION OF DIRECTOR: PETER T.<br>GRAUER           | ManagementFor  |      | For                       |

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1H.	ELECTION OF DIRECTOR: JOHN M. NEHRA	ManagementFor	For
1I.	ELECTION OF DIRECTOR: WILLIAM L. ROPER	ManagementFor	For
1J.	ELECTION OF DIRECTOR: KENT J. THIRY	ManagementFor	For
1K.	ELECTION OF DIRECTOR: PHYLLIS R. YALE	ManagementFor	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	ManagementFor	For
3.	TO HOLD AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	ManagementFor	For
4.	TO HOLD AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management1 Year	For

BROOKFIELD ASSET MANAGEMENT INC.

Security	112585104	Meeting Type	Annual
Ticker Symbol	BAM	Meeting Date	16-Jun-2017
ISIN	CA1125851040	Agenda	934632654 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
01	DIRECTOR	Management		
	1 M. ELYSE ALLAN		For	For
	2 ANGELA F. BRALY		For	For
	3 MURILO FERREIRA		For	For
	4 FRANK J. MCKENNA		For	For
	5 RAFAEL MIRANDA ROBREDO		For	For
	6 YOUSSEF A. NASR		For	For
	7 SEEK NGEE HUAT		For	For
	8 DIANA L. TAYLOR		For	For
02	THE APPOINTMENT OF DELOITTE LLP AS THE EXTERNAL AUDITOR AND AUTHORIZING THE DIRECTORS TO SET ITS REMUNERATION.	ManagementFor		For
03	THE SAY ON PAY RESOLUTION SET OUT IN THE CORPORATION'S MANAGEMENT INFORMATION CIRCULAR DATED MAY 1, 2017.	ManagementFor		For

LIBERTY EXPEDIA HOLDINGS, INC.

Security	53046P109	Meeting Type	Annual
----------	-----------	--------------	--------



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Ticker Symbol	LEXEA	Meeting Date	20-Jun-2017
ISIN	US53046P1093	Agenda	934611408 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR	Management		
	1 JOHN C. MALONE		For	For
	2 STEPHEN M. BRETT		For	For
	3 GREGG L. ENGLES		For	For
	4 SCOTT W. SCHOELZEL		For	For
	5 CHRISTOPHER W. SHEAN		For	For
2.	A PROPOSAL TO ADOPT THE LIBERTY EXPEDIA HOLDINGS, INC. 2016 OMNIBUS INCENTIVE PLAN.	Management	For	For
3.	THE SAY-ON-PAY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	THE SAY-ON-FREQUENCY PROPOSAL, TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY AT WHICH STOCKHOLDERS ARE PROVIDED AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	3 Years	For
5.	A PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For

YAKULT HONSHA CO.,LTD.

Security	J95468120	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	21-Jun-2017
ISIN	JP3931600005	Agenda	708246411 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.1	Appoint a Director Negishi, Takashige	Management	Against	Against
1.2	Appoint a Director Kawabata, Yoshihiro	Management	For	For
1.3	Appoint a Director Narita, Hiroshi	Management	For	For
1.4	Appoint a Director Wakabayashi, Hiroshi	Management	For	For
1.5	Appoint a Director Ishikawa, Fumiyasu	Management	For	For
1.6	Appoint a Director Tanaka, Masaki	Management	For	For
1.7	Appoint a Director Ito, Masanori	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1.8	Appoint a Director Richard Hall	Management	For
1.9	Appoint a Director Yasuda, Ryuji	Management	For
1.10	Appoint a Director Fukuoka, Masayuki	Management	For
1.11	Appoint a Director Bertrand Austruy	Management	Against
1.12	Appoint a Director Filip Kegels	Management	Against
1.13	Appoint a Director Maeda, Norihito	Management	For
1.14	Appoint a Director Doi, Akifumi	Management	For
1.15	Appoint a Director Hayashida, Tetsuya	Management	Against
2	Approve Provision of Special Payment for a Retiring Representative Director	Management	Against

INTERNAP CORPORATION

Security	45885A300	Meeting Type	Annual
Ticker Symbol	INAP	Meeting Date	21-Jun-2017
ISIN	US45885A3005	Agenda	934617195 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	DIRECTOR			
	1 DANIEL C. STANZIONE		For	For
	2 DEBORA J. WILSON		For	For
	3 PETER J. ROGERS, JR.		For	For
2.	RATIFICATION OF THE APPOINTMENT OF BDO USA, LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2017.	Management	For	For
3.	APPROVAL OF AN ADVISORY RESOLUTION APPROVING COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	For	For
4.	APPROVAL OF AN ADVISORY RESOLUTION APPROVING THE FREQUENCY OF VOTES ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	1 Year	For
5.	ADOPTION OF THE INTERNAP CORPORATION 2017 STOCK INCENTIVE PLAN.	Management	For	For
6.	APPROVAL OF AN AMENDMENT TO OUR RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF OUR COMMON STOCK.	Management	For	For

- APPROVAL OF A POTENTIAL AMENDMENT TO OUR RESTATED CERTIFICATE OF INCORPORATION TO EFFECT A REVERSE STOCK SPLIT AND AUTHORIZE OUR BOARD OF DIRECTORS TO SELECT THE RATIO OF THE REVERSE STOCK SPLIT AS SET FORTH IN THE AMENDMENT.
7. Management For For

LIBERTY GLOBAL PLC

Security	G5480U104	Meeting Type	Annual
Ticker Symbol	LBTYA	Meeting Date	21-Jun-2017
ISIN	GB00B8W67662	Agenda	934623489 - Management

- | Item | Proposal  | Proposed by | Vote | For/Against Management |
|------|---|-------------|------|------------------------|
| 1.   | TO ELECT MIRANDA CURTIS AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2020.   | Management  | For  | For                    |
| 2.   | TO ELECT JOHN W. DICK AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2020.   | Management  | For  | For                    |
| 3.   | TO ELECT JC SPARKMAN AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2020.  | Management  | For  | For                    |
| 4.   | TO ELECT DAVID WARGO AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2020.  | Management  | For  | For                    |
| 5.   | TO APPROVE THE DIRECTOR'S COMPENSATION POLICY CONTAINED IN APPENDIX A OF LIBERTY GLOBAL'S PROXY STATEMENT FOR THE 2017 ANNUAL GENERAL MEETING OF SHAREHOLDERS (IN ACCORDANCE WITH | Management  | For  | For                    |

REQUIREMENTS  
 APPLICABLE TO UNITED KINGDOM  
 (U.K.)  
 COMPANIES) TO BE EFFECTIVE AS OF  
 THE DATE  
 OF THE 2017 ANNUAL GENERAL  
 MEETING OF  
 SHAREHOLDERS.  
 TO APPROVE, ON AN ADVISORY BASIS,  
 THE  
 COMPENSATION OF THE NAMED  
 EXECUTIVE  
 OFFICERS, AS DISCLOSED IN LIBERTY  
 GLOBAL'S  
 PROXY STATEMENT FOR THE 2017  
 ANNUAL  
 GENERAL MEETING OF  
 SHAREHOLDERS

- |    |  |               |     |
|----|--|---------------|-----|
| 6. | PURSUANT TO THE COMPENSATION<br>DISCLOSURE<br>RULES OF THE SECURITIES AND<br>EXCHANGE<br>COMMISSION, INCLUDING THE<br>COMPENSATION<br>DISCUSSION AND ANALYSIS SECTION,<br>THE<br>SUMMARY COMPENSATION TABLE<br>AND OTHER<br>RELATED TABLES AND DISCLOSURE.<br>TO APPROVE, ON AN ADVISORY, BASIS<br>THE<br>ANNUAL REPORT ON THE<br>IMPLEMENTATION OF<br>THE DIRECTORS' COMPENSATION<br>POLICY FOR THE | ManagementFor | For |
| 7. | YEAR ENDED DECEMBER 31, 2016,<br>CONTAINED IN<br>APPENDIX A OF THE PROXY<br>STATEMENT (IN<br>ACCORDANCE WITH REQUIREMENTS<br>APPLICABLE<br>TO U.K. COMPANIES).<br>TO RATIFY THE APPOINTMENT OF<br>KPMG LLP (U.S.)  | ManagementFor | For |
| 8. | AS LIBERTY GLOBAL'S INDEPENDENT<br>AUDITOR FOR<br>THE YEAR ENDING DECEMBER 31,<br>2017.  | ManagementFor | For |
| 9. | TO APPOINT KPMG LLP (U.K.) AS<br>LIBERTY GLOBAL'S<br>U.K. STATUTORY AUDITOR UNDER  | ManagementFor | For |

- THE U.K. COMPANIES ACT 2006 (TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE LIBERTY GLOBAL).  
 TO AUTHORIZE THE AUDIT COMMITTEE OF LIBERTY GLOBAL'S BOARD OF DIRECTORS TO DETERMINE THE U.K. STATUTORY AUDITOR'S COMPENSATION TO APPROVE THE FORM OF AGREEMENTS AND COUNTERPARTIES PURSUANT TO WHICH LIBERTY GLOBAL MAY CONDUCT THE PURCHASE OF ITS ORDINARY SHARES IN ITS CAPITAL AND AUTHORIZE ALL OR ANY OF LIBERTY GLOBAL'S DIRECTORS AND SENIOR OFFICERS TO ENTER
10. ManagementFor For
11. ManagementFor For

LIBERTY GLOBAL PLC

Security	G5480U138	Meeting Type	Annual
Ticker Symbol	LILA	Meeting Date	21-Jun-2017
ISIN	GB00BTC0M714	Agenda	934623489 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO ELECT MIRANDA CURTIS AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE	Management	For	For

- |    |   |               |     |
|----|---|---------------|-----|
| 2. | <p>HELD IN 2020.<br/>         TO ELECT JOHN W. DICK AS A<br/>         DIRECTOR OF<br/>         LIBERTY GLOBAL FOR A TERM<br/>         EXPIRING AT THE<br/>         ANNUAL GENERAL MEETING TO BE<br/>         HELD IN 2020.</p>  | ManagementFor | For |
| 3. | <p>TO ELECT JC SPARKMAN AS A<br/>         DIRECTOR OF<br/>         LIBERTY GLOBAL FOR A TERM<br/>         EXPIRING AT THE<br/>         ANNUAL GENERAL MEETING TO BE<br/>         HELD IN 2020.</p>  | ManagementFor | For |
| 4. | <p>TO ELECT DAVID WARGO AS A<br/>         DIRECTOR OF<br/>         LIBERTY GLOBAL FOR A TERM<br/>         EXPIRING AT THE<br/>         ANNUAL GENERAL MEETING TO BE<br/>         HELD IN 2020.</p>  | ManagementFor | For |
| 5. | <p>TO APPROVE THE DIRECTOR'S<br/>         COMPENSATION<br/>         POLICY CONTAINED IN APPENDIX A<br/>         OF LIBERTY<br/>         GLOBAL'S PROXY STATEMENT FOR<br/>         THE 2017<br/>         ANNUAL GENERAL MEETING OF<br/>         SHAREHOLDERS<br/>         (IN ACCORDANCE WITH<br/>         REQUIREMENTS<br/>         APPLICABLE TO UNITED KINGDOM<br/>         (U.K.)<br/>         COMPANIES) TO BE EFFECTIVE AS OF<br/>         THE DATE<br/>         OF THE 2017 ANNUAL GENERAL<br/>         MEETING OF<br/>         SHAREHOLDERS.</p> | ManagementFor | For |
| 6. | <p>TO APPROVE, ON AN ADVISORY BASIS,<br/>         THE<br/>         COMPENSATION OF THE NAMED<br/>         EXECUTIVE<br/>         OFFICERS, AS DISCLOSED IN LIBERTY<br/>         GLOBAL'S<br/>         PROXY STATEMENT FOR THE 2017<br/>         ANNUAL<br/>         GENERAL MEETING OF<br/>         SHAREHOLDERS<br/>         PURSUANT TO THE COMPENSATION<br/>         DISCLOSURE<br/>         RULES OF THE SECURITIES AND<br/>         EXCHANGE<br/>         COMMISSION, INCLUDING THE</p>  | ManagementFor | For |

<p>COMPENSATION DISCUSSION AND ANALYSIS SECTION, THE SUMMARY COMPENSATION TABLE AND OTHER RELATED TABLES AND DISCLOSURE. TO APPROVE, ON AN ADVISORY, BASIS THE ANNUAL REPORT ON THE IMPLEMENTATION OF THE DIRECTORS' COMPENSATION POLICY FOR THE</p>		
7.	<p>YEAR ENDED DECEMBER 31, 2016, CONTAINED IN APPENDIX A OF THE PROXY STATEMENT (IN ACCORDANCE WITH REQUIREMENTS APPLICABLE TO U.K. COMPANIES). TO RATIFY THE APPOINTMENT OF KPMG LLP (U.S.)</p>	<p>ManagementFor For</p>
8.	<p>AS LIBERTY GLOBAL'S INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2017. TO APPOINT KPMG LLP (U.K.) AS LIBERTY GLOBAL'S U.K. STATUTORY AUDITOR UNDER THE U.K. COMPANIES ACT 2006 (TO HOLD</p>	<p>ManagementFor For</p>
9.	<p>OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE LIBERTY GLOBAL). TO AUTHORIZE THE AUDIT COMMITTEE OF LIBERTY</p>	<p>ManagementFor For</p>
10.	<p>GLOBAL'S BOARD OF DIRECTORS TO DETERMINE THE U.K. STATUTORY AUDITOR'S COMPENSATION</p>	<p>ManagementFor For</p>
11.	<p>TO APPROVE THE FORM OF AGREEMENTS AND COUNTERPARTIES PURSUANT TO WHICH LIBERTY GLOBAL MAY CONDUCT THE PURCHASE OF ITS ORDINARY SHARES IN ITS CAPITAL AND AUTHORIZE ALL OR ANY OF LIBERTY</p>	<p>ManagementFor For</p>

GLOBAL'S  
 DIRECTORS AND SENIOR OFFICERS TO  
 ENTER  
 INTO, COMPLETE AND MAKE  
 PURCHASES OF  
 ORDINARY SHARES IN THE CAPITAL  
 OF LIBERTY  
 GLOBAL PURSUANT TO THE FORM OF  
 AGREEMENTS AND WITH ANY OF THE  
 APPROVED  
 COUNTERPARTIES, WHICH  
 APPROVALS WILL  
 EXPIRE ON THE FIFTH ANNIVERSARY  
 OF THE 2017  
 ANNUAL GENERAL MEETING OF  
 SHAREHOLDERS.

## SLM CORPORATION

Security	78442P106	Meeting Type	Annual
Ticker Symbol	SLM	Meeting Date	22-Jun-2017
ISIN	US78442P1066	Agenda	934612892 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: PAUL G. CHILD	Management	For	For
1B.	ELECTION OF DIRECTOR: CARTER WARREN FRANKE	Management	For	For
1C.	ELECTION OF DIRECTOR: EARL A. GOODE	Management	For	For
1D.	ELECTION OF DIRECTOR: MARIANNE M. KELER	Management	For	For
1E.	ELECTION OF DIRECTOR: JIM MATHESON	Management	For	For
1F.	ELECTION OF DIRECTOR: JED H. PITCHER	Management	For	For
1G.	ELECTION OF DIRECTOR: FRANK C. PULEO	Management	For	For
1H.	ELECTION OF DIRECTOR: RAYMOND J. QUINLAN	Management	For	For
1I.	ELECTION OF DIRECTOR: VIVIAN C. SCHNECK-LAST	Management	For	For
1J.	ELECTION OF DIRECTOR: WILLIAM N. SHIEBLER	Management	For	For
1K.	ELECTION OF DIRECTOR: ROBERT S. STRONG	Management	For	For
1L.	ELECTION OF DIRECTOR: KIRSTEN O. WOLBERG	Management	For	For
2.	ADVISORY APPROVAL OF SLM CORPORATION'S EXECUTIVE COMPENSATION.	Management	For	For



RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS SLM CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.		
3.		ManagementFor For
APPROVAL OF AN AMENDMENT TO THE SLM CORPORATION 2012 OMNIBUS INCENTIVE PLAN AND THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE PLAN.		
4.		ManagementFor For
ADVISORY APPROVAL OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.		
5.		Management1 Year For

AVANGRID, INC.

Security	05351W103	Meeting Type	Annual
Ticker Symbol	AGR	Meeting Date	22-Jun-2017
ISIN	US05351W1036	Agenda	934615583 - Management

Item	Proposal	Proposed by Management	Vote	For/Against Management
1.	DIRECTOR			
	1	IGNACIO SANCHEZ GALAN	For	For
	2	JOHN E. BALDACCI	For	For
	3	PEDRO AZAGRA BLAZQUEZ	For	For
	4	FELIPE CALDERON	For	For
	5	ARNOLD L. CHASE	For	For
	6	ALFREDO ELIAS AYUB	For	For
	7	CAROL L. FOLT	For	For
	8	JOHN L. LAHEY	For	For
	9	SANTIAGO M. GARRIDO	For	For
	10	JUAN CARLOS R. LICEAGA	For	For
	11	JOSE SAINZ ARMADA	For	For
	12	ALAN D. SOLOMONT	For	For
	13	ELIZABETH TIMM	For	For
	14	JAMES P. TORGERSON	For	For

RATIFICATION OF THE SELECTION OF KPMG US LLP AS AVANGRID, INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.		
2.		ManagementFor For
NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE		
3.		ManagementFor For

OFFICERS.

APPROVAL OF AN AMENDMENT TO THE AVANGRID, INC. BY-LAWS TO ADOPT A MAJORITY VOTING STANDARD IN THE ELECTION OF DIRECTORS IN UNCONTESTED ELECTIONS.

4.	VOTING STANDARD IN THE ELECTION OF DIRECTORS IN UNCONTESTED ELECTIONS.	ManagementFor	For
----	--	---------------	-----

APPROVAL OF AN AMENDMENT TO THE AVANGRID, INC. BY-LAWS TO INCREASE THE MINIMUM NUMBER OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS FROM THREE (3) TO FIVE (5).

5.	OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS FROM THREE (3) TO FIVE (5).	ManagementFor	For
----	--	---------------	-----

FLY LEASING LTD

Security	34407D109	Meeting Type	Annual
Ticker Symbol	FLY	Meeting Date	22-Jun-2017
ISIN	US34407D1090	Agenda	934636258 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO RE-ELECT ERIK G. BRAATHEN AS A DIRECTOR OF THE COMPANY.	Management	For	For
2.	TO RE-ELECT JOSEPH M. DONOVAN AS A DIRECTOR OF THE COMPANY.	Management	For	For
3.	TO RE-ELECT EUGENE MCCAGUE AS A DIRECTOR OF THE COMPANY.	Management	For	For
4.	TO RE-ELECT SUSAN M. WALTON AS A DIRECTOR OF THE COMPANY.	Management	For	For
5.	TO APPOINT DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS AND TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY TO DETERMINE THEIR REMUNERATION.	Management	For	For

MYLAN N.V.

Security	N59465109	Meeting Type	Annual
Ticker Symbol	MYL	Meeting Date	22-Jun-2017
ISIN	NL0011031208	Agenda	934641134 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.		Management	For	For

	ELECTION OF DIRECTOR: HEATHER BRESCH		
1B.	ELECTION OF DIRECTOR: WENDY CAMERON	ManagementAgainst	Against
1C.	ELECTION OF DIRECTOR: HON. ROBERT J. CINDRICH	ManagementAgainst	Against
1D.	ELECTION OF DIRECTOR: ROBERT J. COURY	ManagementAgainst	Against
1E.	ELECTION OF DIRECTOR: JOELLEN LYONS DILLON	ManagementFor	For
1F.	ELECTION OF DIRECTOR: NEIL DIMICK, C.P.A.	ManagementAgainst	Against
1G.	ELECTION OF DIRECTOR: MELINA HIGGINS	ManagementFor	For
1H.	ELECTION OF DIRECTOR: RAJIV MALIK	ManagementFor	For
1I.	ELECTION OF DIRECTOR: MARK W. PARRISH	ManagementAgainst	Against
1J.	ELECTION OF DIRECTOR: RANDALL L. (PETE) VANDERVEEN, PH.D., R.PH.	ManagementAgainst	Against
1K.	ELECTION OF DIRECTOR: SJOERD S. VOLLEBREGT	ManagementFor	For
2.	ADOPTION OF THE DUTCH ANNUAL ACCOUNTS FOR FISCAL YEAR 2016	ManagementFor	For
3.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017	ManagementFor	For
4.	INSTRUCTION TO DELOITTE ACCOUNTANTS B.V. FOR THE AUDIT OF THE COMPANY'S DUTCH STATUTORY ANNUAL ACCOUNTS FOR FISCAL YEAR 2017	ManagementFor	For
5.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF THE COMPANY (THE "SAY-ON-PAY VOTE")	ManagementAgainst	Against
6.	ADVISORY VOTE ON THE FREQUENCY OF THE SAY-ON-PAY VOTE	Management1 Year	For
7.		ManagementFor	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

AUTHORIZATION OF THE MYLAN  
BOARD TO  
ACQUIRE ORDINARY SHARES AND  
PREFERRED  
SHARES IN THE CAPITAL OF THE  
COMPANY

RESONA HOLDINGS, INC.

Security	J6448E106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	23-Jun-2017
ISIN	JP3500610005	Agenda	708234098 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Amend Articles to: Eliminate the Articles Related to Class 6 Preferred Shares	Management	For	For
2.1	Appoint a Director Higashi, Kazuhiro	Management	For	For
2.2	Appoint a Director Kan, Tetsuya	Management	For	For
2.3	Appoint a Director Hara, Toshiki	Management	For	For
2.4	Appoint a Director Isono, Kaoru	Management	For	For
2.5	Appoint a Director Arima, Toshio	Management	For	For
2.6	Appoint a Director Sanuki, Yoko	Management	For	For
2.7	Appoint a Director Urano, Mitsudo	Management	For	For
2.8	Appoint a Director Matsui, Tadimitsu	Management	For	For
2.9	Appoint a Director Sato, Hidehiko	Management	For	For
2.10	Appoint a Director Baba, Chiharu	Management	For	For
3	Shareholder Proposal: Amend Articles of Incorporation (Submission to the Bank of Japan of Written Request to Not Further Negative Interest Rate Policy)	Shareholder	Against	For
4	Shareholder Proposal: Amend Articles of Incorporation (Individual Disclosure of Remuneration of Officers )	Shareholder	For	Against
5	Shareholder Proposal: Amend Articles of Incorporation (Separation of Roles of Chairman of the Board of Directors and Chief Executive Officer)	Shareholder	For	Against
6	Shareholder Proposal: Amend Articles of Incorporation (Creation of System Permitting Reinstatement of Employee of the Company after Standing for National or Local Election)	Shareholder	Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (Exercise of Voting Rights of Shares Held for	Shareholder	Against	For

	Strategic Reasons)			
8	Shareholder Proposal: Amend Articles of Incorporation (Disclosure of Policy and Results of Officer Training)	Shareholder	Against	For
9	Shareholder Proposal: Amend Articles of Incorporation (Provision Regarding Communication between Shareholders and Directors and Relevant Handling)	Shareholder	Against	For
10	Shareholder Proposal: Amend Articles of Incorporation (Provision Regarding the Structure Allowing Shareholders to Recommend Candidates for Directors to the Nominating Committee and Equal Treatment)	Shareholder	Against	For
11	Shareholder Proposal: Amend Articles of Incorporation (Description in Convocation Notice, Etc. of Shareholder's Proposals with the Maximum of At Least 100)	Shareholder	Against	For
12	Shareholder Proposal: Amend Articles of Incorporation (Establishment of Contact Point within the Audit Committee for Whistle-blowing)	Shareholder	Against	For
13	Shareholder Proposal: Amend Articles of Incorporation (Holding of Management Meetings by Outside Directors Only Not Involving Representative Executive Officers)	Shareholder	Against	For
14	Shareholder Proposal: Amend Articles of Incorporation (Establishment of Special Positions and Quota for Promotion to Regular Positions and Managers for Previous Graduates for Women, Etc. Who Suffered Interruption of Business Career by Childbirth or Child Rearing)	Shareholder	Against	For
15	Shareholder Proposal: Amend Articles of Incorporation (Prohibition of Discrimination against Activist Investors)	Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Shareholder Proposal: Amend Articles of Incorporation (Establishment of Special Committee			
16	Regarding the Company's Expressing Opinion on Series of Acts by Mr. Katsutoshi Kaneda, Minister of Justice)	Shareholder	Against	For
	Shareholder Proposal: Amend Articles of Incorporation (Establishment of Special Investigation Committee			
17	Regarding Loans to Kabushiki Kaisha Kenko)	Shareholder	Against	For
	Shareholder Proposal: Remove a Director			
18	Urano, Mitsudo	Shareholder	Against	For
	Shareholder Proposal: Amend Articles of Incorporation (Establishment of Special Investigation Committee			
19	Regarding Director Mitsudo Urano)	Shareholder	Against	For
	Shareholder Proposal: Appoint a Director			
20	Lucian Bebuchuk	Shareholder	Against	For

TORAY INDUSTRIES, INC.

Security	J89494116	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Jun-2017
ISIN	JP3621000003	Agenda	708223590 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Morimoto, Kazuo	Management	Against	Against
2.2	Appoint a Director Inoue, Osamu	Management	Against	Against
2.3	Appoint a Director Hirabayashi, Hideki	Management	Against	Against
3	Appoint a Corporate Auditor Masuda, Shogo	Management	Against	Against
4	Appoint a Substitute Corporate Auditor Kobayashi, Koichi	Management	For	For
5	Approve Payment of Bonuses to Directors	Management	For	For

KIKKOMAN CORPORATION

Security	J32620106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Jun-2017
ISIN	JP3240400006	Agenda	708237169 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Mogi, Yuzaburo	Management	Against	Against
2.2	Appoint a Director Horikiri, Noriaki	Management	For	For
2.3	Appoint a Director Yamazaki, Koichi	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.4	Appoint a Director Shimada, Masanao	ManagementFor	For
2.5	Appoint a Director Nakano, Shozaburo	ManagementFor	For
2.6	Appoint a Director Shimizu, Kazuo	ManagementFor	For
2.7	Appoint a Director Mogi, Osamu	ManagementFor	For
2.8	Appoint a Director Fukui, Toshihiko	ManagementFor	For
2.9	Appoint a Director Ozaki, Mamoru	ManagementFor	For
2.10	Appoint a Director Inokuchi, Takeo	ManagementFor	For
3	Appoint a Corporate Auditor Kogo, Motohiko	ManagementFor	For
4	Appoint a Substitute Corporate Auditor Endo, Kazuyoshi	ManagementFor	For

AJINOMOTO CO.,INC.

Security	J00882126	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	27-Jun-2017
ISIN	JP3119600009	Agenda	708237171 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus Amend Articles to: Allow Use of Electronic Systems for	Non-Voting ManagementFor		For
2	Public Notifications, Approve Minor Revisions	ManagementFor		For
3.1	Appoint a Director Ito, Masatoshi	ManagementFor		For
3.2	Appoint a Director Nishii, Takaaki	ManagementFor		For
3.3	Appoint a Director Takato, Etsuhiro	ManagementFor		For
3.4	Appoint a Director Fukushi, Hiroshi	ManagementFor		For
3.5	Appoint a Director Tochio, Masaya	ManagementFor		For
3.6	Appoint a Director Kimura, Takeshi	ManagementFor		For
3.7	Appoint a Director Tachibana Fukushima, Sakie	ManagementFor		For
3.8	Appoint a Director Saito, Yasuo	ManagementFor		For
3.9	Appoint a Director Nawa, Takashi	ManagementFor		For
4	Approve Adoption of the Medium Term Performance-based Stock Compensation to be received by Directors, Executive Officers and General Managers	ManagementFor		For

MASTERCARD INCORPORATED

Security	57636Q104	Meeting Type	Annual
Ticker Symbol	MA	Meeting Date	27-Jun-2017
ISIN	US57636Q1040	Agenda	934614935 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: RICHARD HAYTHORNTHWAITE	ManagementFor		For
1B.	ELECTION OF DIRECTOR: AJAY BANGA	ManagementFor		For
1C.	ELECTION OF DIRECTOR: SILVIO BARZI	ManagementFor		For
1D.		ManagementFor		For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	ELECTION OF DIRECTOR: DAVID R. CARLUCCI		
1E.	ELECTION OF DIRECTOR: STEVEN J. FREIBERG	ManagementFor	For
1F.	ELECTION OF DIRECTOR: JULIUS GENACHOWSKI	ManagementFor	For
1G.	ELECTION OF DIRECTOR: MERIT E. JANOW	ManagementFor	For
1H.	ELECTION OF DIRECTOR: NANCY J. KARCH	ManagementFor	For
1I.	ELECTION OF DIRECTOR: OKI MATSUMOTO	ManagementFor	For
1J.	ELECTION OF DIRECTOR: RIMA QURESHI	ManagementFor	For
1K.	ELECTION OF DIRECTOR: JOSE OCTAVIO REYES LAGUNES	ManagementFor	For
1L.	ELECTION OF DIRECTOR: JACKSON TAI	ManagementFor	For
2.	ADVISORY APPROVAL OF MASTERCARD'S EXECUTIVE COMPENSATION	ManagementFor	For
3.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management1 Year	For
4.	RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER MASTERCARD'S 2006 LONG TERM INCENTIVE PLAN, AS AMENDED	ManagementFor	For
5.	AND RESTATED, FOR 162(M) PURPOSES RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR MASTERCARD FOR 2017	ManagementFor	For
6.	CONSIDERATION OF A STOCKHOLDER PROPOSAL ON GENDER PAY EQUITY	Shareholder Abstain	Against

ELECTRIC POWER DEVELOPMENT CO.,LTD.

Security	J12915104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3551200003	Agenda	708212939 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1	Approve Appropriation of Surplus	Management	For
2.1	Appoint a Director Kitamura, Masayoshi	Management	Against
2.2	Appoint a Director Watanabe, Toshifumi	Management	For
2.3	Appoint a Director Murayama, Hitoshi	Management	For
2.4	Appoint a Director Uchiyama, Masato	Management	For
2.5	Appoint a Director Eto, Shuji	Management	For
2.6	Appoint a Director Urashima, Akihito	Management	For
2.7	Appoint a Director Onoi, Yoshiki	Management	For
2.8	Appoint a Director Minaminosono, Hiromi	Management	For
2.9	Appoint a Director Sugiyama, Hiroyasu	Management	For
2.10	Appoint a Director Tsukuda, Hideki	Management	For
2.11	Appoint a Director Honda, Makoto	Management	For
2.12	Appoint a Director Kajitani, Go	Management	For
2.13	Appoint a Director Ito, Tomonori	Management	For
2.14	Appoint a Director John Buchanan	Management	For
3	Appoint a Corporate Auditor Kawatani, Shinichi	Management	For

HOKURIKU ELECTRIC POWER COMPANY

Security	J22050108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3845400005	Agenda	708233539 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.		Non-Voting	
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Ataka, Tateki	Management	Against	Against
2.2	Appoint a Director Ishiguro, Nobuhiko	Management	For	For
2.3	Appoint a Director Ojima, Shiro	Management	For	For
2.4	Appoint a Director Kanai, Yutaka	Management	For	For
2.5	Appoint a Director Kawada, Tatsuo	Management	Against	Against
2.6	Appoint a Director Kyuwa, Susumu	Management	Against	Against
2.7	Appoint a Director Sugawa, Motonobu	Management	For	For
2.8	Appoint a Director Sono, Hiroaki	Management	For	For
2.9	Appoint a Director Takagi, Shigeo	Management	For	For
2.10	Appoint a Director Takabayashi, Yukihiro	Management	For	For
2.11	Appoint a Director Mizuno, Koichi	Management	For	For
2.12	Appoint a Director Yano, Shigeru	Management	For	For
3	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
4	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
7		Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

Shareholder Proposal: Amend Articles of Incorporation

(5)

Shareholder Proposal: Amend Articles of Incorporation

8 Shareholder For Against  
(6)

HOKKAIDO ELECTRIC POWER COMPANY, INCORPORATED

Security	J21378104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3850200001	Agenda	708234199 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Sato, Yoshitaka	Management	Against	Against
2.2	Appoint a Director Mayumi, Akihiko	Management	For	For
2.3	Appoint a Director Fujii, Yutaka	Management	For	For
2.4	Appoint a Director Mori, Masahiro	Management	For	For
2.5	Appoint a Director Sakai, Ichiro	Management	For	For
2.6	Appoint a Director Oi, Noriaki	Management	For	For
2.7	Appoint a Director Ishiguro, Motoi	Management	For	For
2.8	Appoint a Director Ujiie, Kazuhiko	Management	For	For
2.9	Appoint a Director Uozumi, Gen	Management	For	For
2.10	Appoint a Director Takahashi, Takao	Management	For	For
2.11	Appoint a Director Yabushita, Hiromi	Management	Against	Against
2.12	Appoint a Director Seo, Hideo	Management	For	For
2.13	Appoint a Director Ichikawa, Shigeki	Management	For	For
2.14	Appoint a Director Sasaki, Ryoko	Management	For	For
3.1	Appoint a Corporate Auditor Furugori, Hiroaki	Management	For	For
3.2	Appoint a Corporate Auditor Akita, Koji	Management	For	For
3.3	Appoint a Corporate Auditor Hasegawa, Jun	Management	For	For
3.4	Appoint a Corporate Auditor Fujii, Fumiyo	Management	Against	Against
4	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For
	(1)			
5	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For
	(2)			
6	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For
	(3)			
7	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For
	(4)			
8	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For
	(5)			
9	Shareholder Proposal: Amend Articles of Incorporation	Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

(6)			
Shareholder Proposal: Remove a Director			
10	Sato, Yoshitaka	Shareholder For	Against
NISSIN FOODS HOLDINGS CO.,LTD.			
Security	J58063124	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3675600005	Agenda	708237183 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Ando, Koki	Management	Against	Against
2.2	Appoint a Director Ando, Noritaka	Management	For	For
2.3	Appoint a Director Yokoyama, Yukio	Management	For	For
2.4	Appoint a Director Kobayashi, Ken	Management	For	For
2.5	Appoint a Director Okafuji, Masahiro	Management	For	For
2.6	Appoint a Director Ishikura, Yoko	Management	For	For
2.7	Appoint a Director Karube, Isao	Management	For	For
2.8	Appoint a Director Mizuno, Masato	Management	For	For
3	Appoint a Corporate Auditor Kanamori, Kazuo	Management	For	For

CHUBU ELECTRIC POWER COMPANY,INCORPORATED

Security	J06510101	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3526600006	Agenda	708237602 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Mizuno, Akihisa	Management	Against	Against
2.2	Appoint a Director Katsuno, Satoru	Management	For	For
2.3	Appoint a Director Masuda, Yoshinori	Management	For	For
2.4	Appoint a Director Matsuura, Masanori	Management	For	For
2.5	Appoint a Director Kataoka, Akinori	Management	For	For
2.6	Appoint a Director Kurata, Chiyoji	Management	For	For
2.7	Appoint a Director Ban, Kozo	Management	For	For
2.8	Appoint a Director Shimizu, Shigenobu	Management	For	For
2.9	Appoint a Director Masuda, Hiromu	Management	For	For
2.10	Appoint a Director Misawa, Taisuke	Management	For	For
2.11	Appoint a Director Nemoto, Naoko	Management	For	For
2.12	Appoint a Director Hashimoto, Takayuki	Management	For	For
3	Approve Payment of Bonuses to Directors	Management	For	For
4	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

6	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For

THE KANSAI ELECTRIC POWER COMPANY, INCORPORATED

Security	J30169106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3228600007	Agenda	708237614 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	The 4th to 25th Items of Business are proposals from shareholders. The Board-of Directors objects to all proposals from the 4th to 25th Items of Business.-For details, please find meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Yagi, Makoto	Management	Against	Against
2.2	Appoint a Director Iwane, Shigeki	Management	For	For
2.3	Appoint a Director Toyomatsu, Hideki	Management	For	For
2.4	Appoint a Director Kagawa, Jiro	Management	For	For
2.5	Appoint a Director Doi, Yoshihiro	Management	For	For
2.6	Appoint a Director Morimoto, Takashi	Management	For	For
2.7	Appoint a Director Inoue, Tomio	Management	For	For
2.8	Appoint a Director Sugimoto, Yasushi	Management	For	For
2.9	Appoint a Director Yukawa, Hidehiko	Management	For	For
2.10	Appoint a Director Oishi, Tomihiko	Management	For	For
2.11	Appoint a Director Shimamoto, Yasuji	Management	For	For
2.12	Appoint a Director Inoue, Noriyuki	Management	Against	Against
2.13	Appoint a Director Okihara, Takamune	Management	For	For
2.14	Appoint a Director Kobayashi, Tetsuya	Management	Against	Against
3.1	Appoint a Corporate Auditor Yashima, Yasuhiro	Management	For	For
3.2	Appoint a Corporate Auditor Otsubo, Fumio	Management	For	For
4	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	For	Against
6	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
8		Shareholder	Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Shareholder Proposal: Amend Articles of Incorporation (5)		
9	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder Against	For
10	Shareholder Proposal: Approve Appropriation of Surplus	Shareholder Against	For
11	Shareholder Proposal: Remove a Director Iwane, Shigeki	Shareholder Against	For
12	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder For	Against
13	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder Against	For
14	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder Against	For
15	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder Against	For
16	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder Against	For
17	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder Against	For
18	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder Against	For
19	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder Against	For
20	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder Against	For
21	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder Against	For
22	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder Against	For
23	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder Against	For
24	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder Against	For
25	Shareholder Proposal: Amend Articles of Incorporation	Shareholder Against	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TOHOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J85108108	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3605400005	Agenda	708237626 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Kaiwa, Makoto	Management	Against	Against
2.2	Appoint a Director Harada, Hiroya	Management	For	For
2.3	Appoint a Director Sakamoto, Mitsuhiro	Management	For	For
2.4	Appoint a Director Watanabe, Takao	Management	For	For
2.5	Appoint a Director Okanobu, Shinichi	Management	For	For
2.6	Appoint a Director Tanae, Hiroshi	Management	For	For
2.7	Appoint a Director Hasegawa, Noboru	Management	For	For
2.8	Appoint a Director Yamamoto, Shunji	Management	For	For
2.9	Appoint a Director Miura, Naoto	Management	For	For
2.10	Appoint a Director Nakano, Haruyuki	Management	Against	Against
2.11	Appoint a Director Masuko, Jiro	Management	For	For
2.12	Appoint a Director Higuchi, Kojiro	Management	Against	Against
2.13	Appoint a Director Abe, Toshinori	Management	Against	Against
2.14	Appoint a Director Seino, Satoshi	Management	For	For
2.15	Appoint a Director Kondo, Shiro	Management	For	For
3	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder	Against	For
4	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder	Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder	Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder	Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder	Against	For

THE CHUGOKU ELECTRIC POWER COMPANY, INCORPORATED

Security	J07098106	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3522200009	Agenda	708244835 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director except as Supervisory Committee Members Karita, Tomohide	Management	Against	Against

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.2	Appoint a Director except as Supervisory Committee Members Shimizu, Mareshige	ManagementFor	For
2.3	Appoint a Director except as Supervisory Committee Members Sakotani, Akira	ManagementFor	For
2.4	Appoint a Director except as Supervisory Committee Members Watanabe, Nobuo	ManagementFor	For
2.5	Appoint a Director except as Supervisory Committee Members Ogawa, Moriyoshi	ManagementFor	For
2.6	Appoint a Director except as Supervisory Committee Members Matsumura, Hideo	ManagementFor	For
2.7	Appoint a Director except as Supervisory Committee Members Hirano, Masaki	ManagementFor	For
2.8	Appoint a Director except as Supervisory Committee Members Matsuoka, Hideo	ManagementFor	For
2.9	Appoint a Director except as Supervisory Committee Members Iwasaki, Akimasa	ManagementFor	For
2.10	Appoint a Director except as Supervisory Committee Members Ashitani, Shigeru	ManagementAgainst	Against
2.11	Appoint a Director except as Supervisory Committee Members Shigeto, Takafumi	ManagementAgainst	Against
3	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder Against	For
4	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder Against	For
5	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder Against	For
8	Shareholder Proposal: Amend Articles of Incorporation (6)	Shareholder Against	For

SHIKOKU ELECTRIC POWER COMPANY, INCORPORATED

Security J72079106  
Ticker Symbol

Meeting Type  
Meeting Date

Annual General Meeting  
28-Jun-2017

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

ISIN	JP3350800003	Agenda	708244847 - Management
Item	Proposal	Proposed by	Vote For/Against Management
1	Please reference meeting materials. Approve Appropriation of Surplus Amend Articles to: Increase the Board of Directors Size	Non-Voting Management	For
2	to 20, Transition to a Company with Supervisory Committee	Management	For
3.1	Appoint a Director except as Supervisory Committee Members Saeki, Hayato	Management	For
3.2	Appoint a Director except as Supervisory Committee Members Shirai, Hisashi	Management	For
3.3	Appoint a Director except as Supervisory Committee Members Tamagawa, Koichi	Management	For
3.4	Appoint a Director except as Supervisory Committee Members Chiba, Akira	Management	Against
3.5	Appoint a Director except as Supervisory Committee Members Nagai, Keisuke	Management	For
3.6	Appoint a Director except as Supervisory Committee Members Harada, Masahito	Management	For
3.7	Appoint a Director except as Supervisory Committee Members Manabe, Nobuhiko	Management	Against
3.8	Appoint a Director except as Supervisory Committee Members Miyauchi, Yoshinori	Management	For
3.9	Appoint a Director except as Supervisory Committee Members Moriya, Shoji	Management	For
3.10	Appoint a Director except as Supervisory Committee Members Yamada, Kenji	Management	For
3.11	Appoint a Director except as Supervisory Committee Members Yokoi, Ikuo	Management	For
4.1	Appoint a Director as Supervisory Committee Members Arai, Hiroshi	Management	For
4.2	Appoint a Director as Supervisory Committee Members Ihara, Michiyo	Management	Against
4.3		Management	For



Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

	Appoint a Director as Supervisory Committee Members Takeuchi, Katsuyuki		
4.4	Appoint a Director as Supervisory Committee Members Matsumoto, Shinji	ManagementFor	For
4.5	Appoint a Director as Supervisory Committee Members Morita, Koji	ManagementAgainst	Against
4.6	Appoint a Director as Supervisory Committee Members Watanabe, Tomoki	ManagementAgainst	Against
5	Amend the Compensation to be received by Directors except as Supervisory Committee Members	ManagementFor	For
6	Amend the Compensation to be received by Directors as Supervisory Committee Members	ManagementFor	For
7	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder Against	For
8	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder Against	For
9	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder Against	For
10	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder Against	For

KYUSHU ELECTRIC POWER COMPANY, INCORPORATED

Security	J38468104	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	28-Jun-2017
ISIN	JP3246400000	Agenda	708244859 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2.1	Appoint a Director Nuki, Masayoshi	Management	Against	Against
2.2	Appoint a Director Uriu, Michiaki	Management	For	For
2.3	Appoint a Director Sato, Naofumi	Management	For	For
2.4	Appoint a Director Aramaki, Tomoyuki	Management	For	For
2.5	Appoint a Director Izaki, Kazuhiro	Management	For	For
2.6	Appoint a Director Sasaki, Yuzo	Management	For	For
2.7	Appoint a Director Yamamoto, Haruyoshi	Management	For	For
2.8	Appoint a Director Yakushinji, Hideomi	Management	For	For
2.9	Appoint a Director Nakamura, Akira	Management	For	For
2.10	Appoint a Director Watanabe, Yoshiro	Management	For	For
2.11	Appoint a Director Yamasaki, Takashi	Management	For	For
2.12	Appoint a Director Inuzuka, Masahiko	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

2.13	Appoint a Director Ikebe, Kazuhiro	ManagementAgainst	Against
2.14	Appoint a Director Watanabe, Akiyoshi	ManagementAgainst	Against
2.15	Appoint a Director Kikukawa, Ritsuko	ManagementFor	For
3	Appoint a Corporate Auditor Furusho, Fumiko	ManagementFor	For
4	Appoint a Substitute Corporate Auditor Shiotsugu, Kiyooki	ManagementFor	For
5	Shareholder Proposal: Amend Articles of Incorporation (1)	Shareholder Against	For
6	Shareholder Proposal: Amend Articles of Incorporation (2)	Shareholder Against	For
7	Shareholder Proposal: Amend Articles of Incorporation (3)	Shareholder Against	For
8	Shareholder Proposal: Amend Articles of Incorporation (4)	Shareholder Against	For
9	Shareholder Proposal: Amend Articles of Incorporation (5)	Shareholder Against	For

AMERICAN INTERNATIONAL GROUP, INC.

Security	026874784	Meeting Type	Annual
Ticker Symbol	AIG	Meeting Date	28-Jun-2017
ISIN	US0268747849	Agenda	934630117 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1A.	ELECTION OF DIRECTOR: W. DON CORNWELL	Management	For	For
1B.	ELECTION OF DIRECTOR: BRIAN DUPERRAULT	Management	For	For
1C.	ELECTION OF DIRECTOR: PETER R. FISHER	Management	For	For
1D.	ELECTION OF DIRECTOR: JOHN H. FITZPATRICK	Management	For	For
1E.	ELECTION OF DIRECTOR: WILLIAM G. JURGENSEN	Management	For	For
1F.	ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH	Management	For	For
1G.	ELECTION OF DIRECTOR: SAMUEL J. MERKSAMER	Management	For	For
1H.	ELECTION OF DIRECTOR: HENRY S. MILLER	Management	For	For
1I.	ELECTION OF DIRECTOR: LINDA A. MILLS	Management	For	For
1J.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

1K.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER	ManagementFor	For
1L.	ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND	ManagementFor	For
1M.	ELECTION OF DIRECTOR: THERESA M. STONE	ManagementFor	For
2.	TO VOTE, ON A NON-BINDING ADVISORY BASIS, TO APPROVE EXECUTIVE COMPENSATION. TO ACT UPON A PROPOSAL TO AMEND AND RESTATE AIG'S AMENDED AND RESTATED	ManagementFor	For
3.	CERTIFICATE OF INCORPORATION TO RESTRICT CERTAIN TRANSFERS OF AIG COMMON STOCK IN ORDER TO PROTECT AIG'S TAX ATTRIBUTES. TO ACT UPON A PROPOSAL TO RATIFY THE AMENDMENT TO EXTEND THE	ManagementFor	For
4.	EXPIRATION OF THE AMERICAN INTERNATIONAL GROUP, INC. TAX ASSET PROTECTION PLAN. TO ACT UPON A PROPOSAL TO RATIFY THE SELECTION OF	ManagementFor	For
5.	PRICEWATERHOUSECOOPERS LLP AS AIG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	ManagementFor	For

MORINAGA MILK INDUSTRY CO.,LTD.

Security	J46410114	Meeting Type	Annual General Meeting
Ticker Symbol		Meeting Date	29-Jun-2017
ISIN	JP3926800008	Agenda	708233692 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
	Please reference meeting materials.	Non-Voting		
1	Approve Appropriation of Surplus	Management	For	For
2	Approve Share Consolidation	Management	For	For
3	Amend Articles to: Consolidate Trading Unit under Regulatory Requirements	Management	For	For
4.1	Appoint a Director Miyahara, Michio	Management	Against	Against
4.2	Appoint a Director Noguchi, Junichi	Management	For	For
4.3	Appoint a Director Aoyama, Kazuo	Management	For	For
4.4	Appoint a Director Okawa, Teiichiro	Management	For	For

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

4.5	Appoint a Director Minato, Tsuyoshi	ManagementFor	For
4.6	Appoint a Director Onuki, Yoichi	ManagementFor	For
4.7	Appoint a Director Kusano, Shigemi	ManagementFor	For
4.8	Appoint a Director Saito, Mitsumasa	ManagementFor	For
4.9	Appoint a Director Ohara, Kenichi	ManagementFor	For
4.10	Appoint a Director Okumiya, Kyoko	ManagementFor	For
4.11	Appoint a Director Kawakami, Shoji	ManagementFor	For
5	Appoint a Substitute Corporate Auditor Fujiwara, Hiroshi	ManagementFor	For

ACCOR SA, COURCOURONNES

Security	F00189120	Meeting Type	ExtraOrdinary General Meeting
Ticker Symbol		Meeting Date	30-Jun-2017
ISIN	FR0000120404	Agenda	708221065 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE		Non-Voting	
CMMT	DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE		Non-Voting	
CMMT	IN CASE AMENDMENTS OR NEW RESOLUTIONS ARE PRESENTED DURING THE MEETING, YOUR-VOTE WILL DEFAULT TO 'ABSTAIN'. SHARES CAN ALTERNATIVELY BE PASSED TO		Non-Voting	

THE-CHAIRMAN OR  
 A NAMED THIRD PARTY TO VOTE ON  
 ANY SUCH  
 ITEM RAISED. SHOULD YOU-WISH TO  
 PASS  
 CONTROL OF YOUR SHARES IN THIS  
 WAY, PLEASE  
 CONTACT YOUR-BROADRIDGE CLIENT  
 SERVICE  
 REPRESENTATIVE. THANK YOU  
 PLEASE NOTE THAT IMPORTANT  
 ADDITIONAL  
 MEETING INFORMATION IS

CMMT	AVAILABLE BY-CLICKING ON THE MATERIAL URL LINK:- <a href="http://www.journal-officiel.gouv.fr/pdf/2017/0524/201705241702318.pdf">http://www.journal-officiel.gouv.fr/pdf/2017/0524/201705241702318.pdf</a> APPROVAL OF A PARTIAL CONTRIBUTION OF ASSETS GOVERNED BY THE LEGAL REGIME APPLICABLE TO DEMERGERS GRANTED BY THE COMPANY FOR THE BENEFIT OF ACCORINVEST POWERS TO CARRY OUT ALL LEGAL FORMALITIES	Non-Voting		
1		ManagementFor	For	
2		ManagementFor	For	

ONEOK, INC.

Security	682680103	Meeting Type	Special
Ticker Symbol	OKE	Meeting Date	30-Jun-2017
ISIN	US6826801036	Agenda	934636309 - Management

Item	Proposal	Proposed by	Vote	For/Against Management
1.	TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF ONEOK, INC. ("ONEOK") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 31, 2017, BY AND AMONG ONEOK, NEW HOLDINGS SUBSIDIARY, LLC, ONEOK PARTNERS, L.P. AND ONEOK PARTNERS GP, L.L.C.	ManagementFor	For	For
2.	TO APPROVE AN AMENDMENT OF ONEOK'S AMENDED AND RESTATED	ManagementFor	For	For

CERTIFICATE OF  
INCORPORATION TO INCREASE THE  
NUMBER OF  
AUTHORIZED SHARES OF COMMON  
STOCK FROM  
600,000,000 TO 1,200,000,000.  
TO APPROVE THE ADJOURNMENT OF  
THE ONEOK  
SPECIAL MEETING TO A LATER DATE  
OR DATES, IF  
NECESSARY OR APPROPRIATE, TO  
SOLICIT

3. ADDITIONAL PROXIES IN THE EVENT ManagementFor For  
THERE ARE  
NOT SUFFICIENT VOTES AT THE TIME  
OF THE  
SPECIAL MEETING TO APPROVE THE  
ABOVE  
PROPOSALS.

BAKER HUGHES INCORPORATED

Security	057224107	Meeting Type	Special
Ticker Symbol	BHI	Meeting Date	30-Jun-2017
ISIN	US0572241075	Agenda	934641451 - Management

- | Item | Proposal   | Proposed<br>by | Vote | For/Against<br>Management |
|------|--|----------------|------|---------------------------|
| 1.   | A PROPOSAL TO ADOPT THE<br>TRANSACTION<br>AGREEMENT AND PLAN OF MERGER,<br>DATED AS OF<br>OCTOBER 30, 2016, AS AMENDED BY<br>THE<br>AMENDMENT TO TRANSACTION<br>AGREEMENT AND<br>PLAN OF MERGER, DATED AS OF<br>MARCH 27, 2017,<br>AMONG GENERAL ELECTRIC<br>COMPANY, BAKER<br>HUGHES INCORPORATED ("BAKER<br>HUGHES") AND<br>CERTAIN SUBSIDIARIES OF BAKER<br>HUGHES (THE<br>"TRANSACTION AGREEMENT") AND<br>THEREBY<br>APPROVE THE TRANSACTIONS<br>CONTEMPLATED<br>THEREIN, INCLUDING THE MERGERS<br>(AS DEFINED<br>THEREIN) (THE "TRANSACTIONS"). | Management     | For  | For                       |
| 2.   | A PROPOSAL TO ADJOURN BAKER<br>HUGHES'   | Management     | For  | For                       |

- SPECIAL MEETING IF BAKER HUGHES DETERMINES IT IS NECESSARY OR ADVISABLE TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE TRANSACTION AGREEMENT. A PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION THAT WILL OR MAY BECOME PAYABLE TO BAKER HUGHES' NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE TRANSACTIONS.
3. ManagementFor For
- A PROPOSAL TO APPROVE AND ADOPT THE BEAR NEWCO, INC. 2017 LONG-TERM INCENTIVE PLAN.
4. ManagementFor For
- A PROPOSAL TO APPROVE THE MATERIAL TERMS OF THE EXECUTIVE OFFICER PERFORMANCE GOALS.
5. ManagementFor 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.

Registrant The Gabelli Dividend & Income Trust

By (Signature and Title)\*/s/ Bruce N. Alpert

Bruce N. Alpert, Principal Executive Officer

Date August 15, 2017

\*Print the name and title of each signing officer under his or her signature.