CHARTWELL DIVIDEND & INCOME FUND INC Form N-PX

August 13, 2004

Form N-PX

Annual Report of Proxy Voting Record of Chartwell Dividend & Income Fund Inc

Investment Company Act File Number: 811-08747

Registrant Chartwell Dividend & Income Fund Inc 1235 Westlakes Dr. Suite 400 Berwyn, PA 19312-2416

Agent for Service Timothy Riddle Chartwell Dividend & Income Fund Inc 1235 Westlakes Dr. Suite 400 Berwyn, PA 19312-2416 (610) 296-1400

Date of Reporting Period: July 1, 2003 to June 30, 2004

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

ACCENTURE LTD BERMUDA

Ticker: ACN Security ID: G1150G111

Meeting Date: FEB 5, 2004 Meeting Type: Annual Appoint Dennis F. Hightower, William L. Kimsey, Robert I. Lipp, and Wulf von Schimmelmann as Directors Management For Approve KPMG LLP as Independent Auditors and Authorize Board to Fix Their Remuneration Management For Transact Other Business (Non-Voting) Management None ACE LTD. Ticker: ACE Security ID: G0070K103 Meeting Date: MAY 27, 2004 Meeting Type: Annual 1.1 Elect Director Brian Duperreault Management For 1.2 Elect Director Robert M. Hernandez Management For 1.3 Elect Director Peter Menikoff Management For 1.4 Elect Director Robert Ripp Management For 1.5 Elect Director Dermot F. Smurfit Management For Proposal to Approve the Ace Limited 2004 Long-Term Incentive Plan. Management For Proposal to Ratify the Appointment of PriceWaterhouseCoopers LLP Independent Accountants Of Ace Limited as the For the Fiscal Year Ending December 31, 2004. Management For ALCOA INC. Ticker: AA Security ID: 13817101 Meeting Date: APR 30, 2004 Meeting Type: Annual For 1.1 Elect Director Alain J.P. Belda Management 1.2 Elect Director Carlos Ghosn Management For 1.3 Elect Director Henry B. Schacht Management For 1.4 Elect Director Franklin A. Thomas Management For Approve Omnibus Stock Plan Management For Report on Pay Disparity Shareholder Again Submit Severance Agreement (Change-in-Control) to Shareholder Vote Shareholder Again ALTRIA GROUP, INC. Security ID: 02209S103 Ticker: MO Meeting Date: APR 29, 2004 Meeting Type: Annual 1.1 Elect Director Elizabeth E. Bailey Management For 1.2 Elect Director Mathis Cabiallavetta Management For 1.3 Elect Director Louis C. Camilleri Management For 1.4 Elect Director J. Dudley Fishburn Management For

Chartwell Dividend & Income Fund Inc

-1-	osal	Proposed by	Management F
ALTRIA	GROUP, INC. (continued)		
1 5	Elect Director Deboot E. D. Huntler	Managanan	E
1.5 1.6	<u> </u>	Management	For
		Management	For
1.7 1.8	Elect Director Lucio A. Noto Elect Director John S. Reed	Management Management	For For
1.9	Elect Director Carlos Slim Helu	Management	For
1.1	Elect Director Stephen M. Wolf	Management	For
2	Ratify Auditors	Management	For
3	Report on Product Warnings for Pregnant Women	Shareholder	Agai
4	Report on Health Risks Associated with Cigarette Filters	Shareholder	Agai
5	Political Contributions/Activities	Shareholder	Agai
6	Cease Use of Light and Ultra Light in Cigarette Marketing	Shareholder	Agai
7	Place Canadian Style Warnings on Cigarette Packaging	Shareholder	Agai
8	Separate Chairman and CEO Positions	Shareholder	Agai
AMSOUTH	H BANCORPORATION		
Ticke	er: ASO Security ID: 32165102		
Meetin	ng Date: APR 15, 2004 Meeting Type: Annual		
1.1	Elect Director Claude B. Nielsen	Management	For
1.2	Elect Director Cleophus Thomas, Jr.	Management	For
2	Ratify Auditors	Management	For
3	Approve Employee Stock Purchase Plan	Management	For
4	Amend Omnibus Stock Plan	Management	For
5	Approve Non-Employee Director Stock Option Plan	Management	For
6	Political Contributions	Shareholder	Agai
	AMERICA CORP.		
BANK OF	AMERICA CORP.		
	er: BAC Security ID: 60505104		
Ticke			
Ticke Meetin	er: BAC Security ID: 60505104 ng Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement	Management	For
Ticke Meetin 1 2	er: BAC Security ID: 60505104 ng Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement Amend Omnibus Stock Plan	Management Management	For For
Ticke Meetin	er: BAC Security ID: 60505104 ng Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement	-	
Ticke Meetin 1 2	er: BAC Security ID: 60505104 ng Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement Amend Omnibus Stock Plan	Management	For
Ticke Meetin 1 2 3 4	er: BAC Security ID: 60505104 ng Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock	Management Management	For For
Ticke Meetin 1 2 3 4 Meetin	er: BAC Security ID: 60505104 ag Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III	Management Management Management Management	For For
Ticke Meetin 1 2 3 4 Meetin 1.1 1.2	er: BAC Security ID: 60505104 ag Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker	Management Management Management Management Management Management	For For For
Ticke Meetin 1 2 3 4 Meetin 1.1 1.2 1.3	er: BAC Security ID: 60505104 ag Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker Elect Director John T. Collins	Management Management Management Management Management Management Management	For For For For For
Ticke Meetin 1 2 3 4 Meetin 1.1 1.2 1.3 1.4	er: BAC Security ID: 60505104 Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker Elect Director John T. Collins Elect Director Gary L. Countryman	Management Management Management Management Management Management Management Management	For For For For For
Ticked Meetin 1 2 3 4 Meetin 1.1 1.2 1.3 1.4 1.5	er: BAC Security ID: 60505104 Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker Elect Director John T. Collins Elect Director Gary L. Countryman Elect Director Paul Fulton	Management Management Management Management Management Management Management	For For For For For
Ticked Meetin 1 2 3 4 Meetin 1.1 1.2 1.3 1.4 1.5 1.6	er: BAC Security ID: 60505104 Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker Elect Director John T. Collins Elect Director Gary L. Countryman	Management Management Management Management Management Management Management Management	For For For For For
Ticker Meetin 1 2 3 4 Meetin 1.1 1.2 1.3 1.4 1.5 1.6 1.7	Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker Elect Director John T. Collins Elect Director Gary L. Countryman Elect Director Paul Fulton Elect Director Charles K. Gifford Elect Director Donald E. Guinn	Management Management Management Management Management Management Management Management Management	For For For For For For
Ticked Meetin 1 2 3 4 Meetin 1.1 1.2 1.3 1.4 1.5 1.6	er: BAC Security ID: 60505104 Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker Elect Director John T. Collins Elect Director Gary L. Countryman Elect Director Paul Fulton Elect Director Charles K. Gifford	Management	For
Ticked Meetin 1 2 3 4 Meetin 1.1 1.2 1.3 1.4 1.5 1.6 1.7	Approve Merger Agreement Amend Omnibus Stock Plan Increase Authorized Common Stock Adjourn Meeting ag Date: MAY 26, 2004 Meeting Type: Annual Elect Director William Barnet, III Elect Director Charles W. Coker Elect Director John T. Collins Elect Director Gary L. Countryman Elect Director Paul Fulton Elect Director Charles K. Gifford Elect Director Donald E. Guinn	Management	For

Chartwell Dividend & Income Fund Inc

Propo	osal	Proposed by	Management Po
ANK OF	'AMERICA CORP. (continued)		
1.11	Elect Director Thomas J. May	Management	For
1.12	Elect Director C. Steven McMillan	Management	For
1.13	Elect Director Eugene M. McQuade	Management	For
1.14	Elect Director Patricia E. Mitchell	Management	For
1.15	Elect Director Edward L. Romero	Management	For
1.16	Elect Director Thomas M. Ryan	Management	For
1.17	Elect Director O. Temple Sloan, Jr.	Management	For
1.18	Elect Director Meredith R. Spangler	Management	For
1.19	Elect Director Jackie M. Ward	Management	For
2	Ratify Auditors	Management	For
3	Change Date of Annual Meeting	Shareholder	Agair
4	Adopt Nomination Procedures for the Board	Against	Agair
5	Charitable Contributions	Shareholder	Agair
6	Establish Independent Committee to Review Mutual		
	Fund Policy	Shareholder	Agair
7	Adopt Standards Regarding Privacy and		
	Information Security	Shareholder	Agair
Ticke	er: BK Security ID: 64057102		
Meetir	ng Date: APR 13, 2004 Meeting Type: Annual		
1.1	Elect Director Frank J. Biondi, Jr.	Management	For
1.2	Elect Director Nicholas M. Donofrio	Management	For
1.3	Elect Director Alan R. Griffith	Management	For
1.4	Elect Director Gerald L. Hassell	Management	For
1.5	Elect Director Richard J. Kogan	Management	For
1.6	Elect Director Michael J. Kowalski	Management	For
1.7	Elect Director John A. Luke, Jr.	Management	For
1.8	Elect Director John C. Malone	Management	For
1.9	Elect Director Paul Myners, CBE	Management	For
1.1	Elect Director Robert C. Pozen	Management	For
1.11	Elect Director Catherine A. Rein	Management	For
1.12	Elect Director Thomas A. Renyi	Management	For
1.13	Elect Director William C. Richardson	Management	For
1.14	Elect Director Brian L. Roberts	Management	For
1.15	Elect Director Samuel C. Scott III	Management	For
2	Ratify Auditors	Management	For
3	Amend Executive Incentive Bonus Plan	Management	For

Limit Composition of Committee to Independent Directors Shareholder

Report on Political Contributions

Submit Shareholder Rights Plan (Poison Pill) to

Limit Executive Compensation

Shareholder Vote

Again

Again

Again

Again

Shareholder

Shareholder

Shareholder

Chartwell Dividend & Income Fund Inc

Proposal	Proposed by	Management Po
BOSTON PROPERTIES INC.		
Ticker: BXP Security ID: 101121101		
Meeting Date: MAY 5, 2004 Meeting Type: Annual		
1.1 Elect Director Mortimer B. Zuckerman 1.2 Elect Director Carol B. Einiger 1.3 Elect Director Alan B. Landis 1.4 Elect Director Richard E. Salomon 2 Declassify the Board of Directors	Management Management Management Management Shareholder	For For For Agair
BRE PROPERTIES, INC.		
Ticker: BRE Security ID: 5.56E+109		
Meeting Date: MAY 20, 2004 Meeting Type: Annual		
Declassify the Board of Directors Lelect Director Robert A. Fiddaman Lelect Director Roger P. Kuppinger Lelect Director Jeanne R. Myerson Ratify Auditors	Management Management Management Management Management	For For For For
CARRAMERICA REALTY CORP.		
Ticker: CRE Security ID: 144418100		
Meeting Date: APR 29, 2004 Meeting Type: Annual		
1.1 Elect Director Thomas A. Carr 1.2 Elect Director Joan Carter 1.3 Elect Director Robert E. Torray 1.4 Elect Director Wesley S. Williams, Jr. 1.5 Elect Director Andrew F. Brimmer 1.6 Elect Director Philip L. Hawkins 1.7 Elect Director Timothy Howard 2 Establish Term Limits for Directors	Management Management Management Management Management Management Management Management Shareholder	For For For For For Again
CINERGY CORP.		
Ticker: CIN Security ID: 172474108		
Meeting Date: MAY 4, 2004 Meeting Type: Annual		
1.1 Elect Director Michael G. Browning 1.2 Elect Director George C. Juilfs 1.3 Elect Director Dudley S. Taft	Management Management Management	For For For

2 Ratify Auditors Management For

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

CITIGROUP INC.

Ticker: C Security ID: 172967101

Meeting Date: APR 20, 2004 Meeting Type: Annual

1.1	Elect Director C. Michael Armstrong	Management	For
1.2	Elect Director Alain J.P. Belda	Management	For
1.3	Elect Director George David	Management	For
1.4	Elect Director Kenneth T. Derr	Management	For
1.5	Elect Director John M. Deutch	Management	For
1.6	Elect Director Roberto Hernandez Ramirez	Management	For
1.7	Elect Director Ann Dibble Jordan	Management	For
1.8	Elect Director Dudley C. Mecum	Management	For
1.9	Elect Director Richard D. Parsons	Management	For
1.1	Elect Director Andrall E. Pearson	Management	For
1.11	Elect Director Charles Prince	Management	For
1.12	Elect Director Robert E. Rubin	Management	For
1.13	Elect Director Franklin A. Thomas	Management	For
1.14	Elect Director Sanford I. Weill	Management	For
1.15	Elect Director Robert B. Willumstad	Management	For
2	Ratify Auditors	Management	For
3	Limit Executive Compensation	Shareholder	Again
4	Report on Political Contributions/Activities	Shareholder	Again
5	Prohibit Awards to Executives	Shareholder	Again
6	Separate Chairman and CEO Positions	Shareholder	Again

CONAGRA FOODS INC.

Ticker: CAG Security ID: 205887102

Meeting Date: SEP 25, 2003 Meeting Type: Annual

1.1	Elect Director David H. Batchelder	Management	For
1.2	Elect Director Robert A. Krane	Management	For
1.3	Elect Director Mark H. Rauenhorst	Management	For
1.4	Elect Director Bruce Rohde	Management	For
2	Ratify Auditors	Management	For
4	Genetically Modified Organisms (GMO)	Shareholder	Again
5	Modify Current and Future Stock Option Plans	Shareholder	Again
6	Submit Shareholder Rights Plan (Poison Pill) to		

DUKE REALTY CORPORATION

Shareholder Vote

Ticker: DRE Security ID: 264411505

Again

Shareholder

Meeting Type: Annual

Meeting Date: APR 28, 2004

For 1.1 Elect Director Barrington H. Branch Management 1.2 Elect Director Gary A. Burk Management For 1.3 Elect Director Geoffrey Button Management For 1.4 Elect Director William Cavanaugh III Management For Chartwell Dividend & Income Fund Inc Proposal Proposed by Management Po DUKE REALTY CORPORATION (continued) 1.5 Elect Director Ngaire E. Cuneo Management For 1.6 Elect Director Charles R. Eitel Management For 1.7 Elect Director Thomas L. Hefner Management For 1.8 Elect Director L. Ben Lytle For Management 1.9 Elect Director William O. McCoy For Management 1.1 Elect Director John W. Nelley, Jr. Management For 1.11 Elect Director Dennis D. Oklak Management For 1.12 Elect Director James E. Rogers Management For 1.13 Elect Director Jack R. Shaw Management For 1.14 Elect Director Robert J. Woodward, Jr. Management For 1.15 Elect Director Darell E. Zink, Jr. Management For Ratify Auditors Management For Separate Chairman and CEO Positions Shareholder Again DUQUESNE LIGHT HOLDINGS INC Ticker: DQE Security ID: 266233105 Meeting Date: MAY 27, 2004 Meeting Type: Annual For 1.1 Elect Director Doreen E. Boyce Management 1.2 Elect Director Charles C. Cohen Management For 1.3 Elect Director Morgan K. O'Brien Management For 2 Amend Omnibus Stock Plan Management For Ratify Auditors Management For EQUITY OFFICE PROPERTIES TRUST Ticker: EOP Security ID: 294741103 Meeting Date: MAY 19, 2004 Meeting Type: Annual For 1.1 Elect Director Thomas E. Dobrowski Management 1.2 Elect Director William M. Goodyear Management For Management
Management
Management
Management
Management
Management 1.3 Elect Director James D. Harper, Jr. For 1.4 Elect Director Richard D. Kincaid For 1.5 Elect Director David K. Mckown For 1.6 Elect Director Sheli Z. Rosenberg
1.7 Elect Director Edwin N. Sidman For For

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1.8 1.9 2	Elect Director J. H.W.R. Van Der Vlist Elect Director Samuel Zell Ratify Auditors	Management Management Management	For For			
Propo	Chartwell Dividend & Income Fund Inc	Proposed by	Management Po			
FANNIE	MAE					
Ticke	r: FNM Security ID: 313586109					
Meetin	g Date: MAY 25, 2004 Meeting Type: Annual					
1.13 2 3 4	Elect Director Stephen B. Ashley Elect Director Kenneth M. Duberstein Elect Director Thomas P. Gerrity Elect Director Timothy Howard Elect Director Ann Korologos Elect Director Frederic V. Malek Elect Director Donald B. Marron Elect Director Daniel H. Mudd Elect Director Anne M. Mulcahy Elect Director Joe K. Pickett Elect Director Leslie Rahl Elect Director Franklin D. Raines Elect Director H. Patrick Swygert Ratify Auditors Amend Employee Stock Purchase Plan Provide for Cumulative Voting	Management Shareholder	For For For For For For For For For Again			
Ticke	r: FLT Security ID: 339030108					
Meetin 1 2	g Date: MAR 17, 2004 Meeting Type: Special Approve Merger Agreement Adjourn Meeting	Management Management	For For			
FREDDIE	MAC					
Ticke	r: FRE Security ID: 313400301					
Meetin	g Date: MAR 31, 2004 Meeting Type: Annual					
1.1 1.2 1.3 1.4 1.5	Elect Director Joan E. Donoghue Elect Director Michelle Engler Elect Director Richard Karl Goeltz Elect Director George D. Gould Elect Director Henry Kaufman Elect Director John B. Mccoy	Management Management Management Management Management Management	For For For For			

1.7	Elect Director Shaun F. O'Malley	Management	For
1.8	Elect Director Ronald F. Poe	Management	For
1.9	Elect Director Stephen A. Ross	Management	For
1.1	Elect Director Donald J. Schuenke	Management	For
1.11	Elect Director Christina Seix	Management	For
1.12	Elect Director Richard F. Syron	Management	For
1.13	Elect Director William J. Turner	Management	For
2	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104

Meeting Date: SEP 22, 2003 Meeting Type: Annual

1.1	Elect Director Stephen R. Demeritt	Management	For
	•	-	
1.2	Elect Director Livio D. DeSimone	Management	For
1.3	Elect Director William T. Esrey	Management	For
1.4	Elect Director Raymond V. Gilmartin	Management	For
1.5	Elect Director Judith Richards Hope	Management	For
1.6	Elect Director Robert L. Johnson	Management	For
1.7	Elect Director John M. Keenan	Management	For
1.8	Elect Director Heidi G. Miller	Management	For
1.9	Elect Director Hilda Ochoa-Brillembourg	Management	For
1.1	Elect Director Stephen W. Sanger	Management	For
1.11	Elect Director A. Michael Spence	Management	For
1.12	Elect Director Dorothy A. Terrell	Management	For
1.13	Elect Director Raymond G. Viault	Management	For
1.14	Elect Director Paul S. Walsh	Management	For
2	Ratify Auditors	Management	For
3	Approve Omnibus Stock Plan	Management	For

H. J. HEINZ CO.

Ticker: HNZ Security ID: 423074103

Meeting Date: SEP 12, 2003 Meeting Type: Annual

1.1	Elect Director William R. Johnson	Management	For
1.2	Elect Director Charles E. Bunch	Management	For
1.3	Elect Director Mary C. Choksi	Management	For
1.4	Elect Director Leonard S. Coleman, Jr.	Management	For
1.5	Elect Director Peter H. Coors	Management	For
1.6	Elect Director Edith E. Holiday	Management	For
1.7	Elect Director Candace Kendle	Management	For
1.8	Elect Director Dean R. O'Hare	Management	For
1.9	Elect Director Lynn C. Swann	Management	For
1.1	Elect Director Thomas J. Usher	Management	For
1.11	Elect Director James M. Zimmerman	Management	For

2	Ratify Auditors	Management	For
HALLIBU	RTON CO.		
Ticke	r: HAL Security ID: 406216101		
Meetin	g Date: MAY 19, 2004 Meeting Type: Annual		
1.1 1.2 1.3 1.4	Elect Director Robert L. Crandall Elect Director Kenneth T. Derr Elect Director Charles J. DiBona Elect Director W. R. Howell	Management Management Management Management	For For For
	Chartwell Dividend & Income Fund Inc		
Propo	sal	Proposed by	Management Po
HALLIBU	RTON CO. (continued)		
1.5	Elect Director Ray L. Hunt	Management	For
1.6	Elect Director David J. Lesar	Management	For
1.7	Elect Director Aylwin B. Lewis	Management	For
1.8	Elect Director J. Landis Martin	Management	For
1.9	Elect Director Jay A. Precourt	Management	For
1.1	Elect Director Debra L. Reed	Management	For
	Elect Director C. J. Silas	Management	For
2	Increase Authorized Common Stock	Management	For
3	Review/Report on Operations in Iran	Shareholder	Agair
4	Require Affirmative Vote of a Majority of the Shares to		
_	Elect Directors	Shareholder	Agair
5	Separate Chairman and CEO Positions	Shareholder	Agair
HARTFOR	O FINANCIAL SERVICES GROUP, INC., THE		
Ticke	r: HIG Security ID: 416515104		
Meetin	g Date: MAY 20, 2004 Meeting Type: Annual		
1.1	Elect Director Ramani Ayer	Management	For
1.2	Elect Director Ronald E. Ferguson	Management	For
1.3	Elect Director Edward J. Kelly, III	Management	For
1.4	Elect Director Paul G. Kirk, Jr.	Management	For
1.5	Elect Director Thomas M. Marra	Management	For
1.6	Elect Director Gail J. McGovern	Management	For
1.7	Elect Director Robert W. Selander	Management	For
1.8	Elect Director Charles B. Strauss	Management	For
1.9 1.1	Elect Director H. Patrick Swygert	Management	For
	Elect Director Gordon I. Ulmer Elect Director David K. Zwiener	Management	For For
2	Ratify Auditors	Management Management	For
3	Limit Executive Compensation	Shareholder	Agair
5	TIME INCOUCTVE COMPENDACION	Differentage	Ayaı

HEWLETT-PACKARD CO.

Ticker: HPQ Security ID: 428236103

Meeting	Date:	MAR	17,	2004	Meeting	Type:	Annual
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1.1	Elect Director L.T. Babbio, Jr.	Management	For
1.2	Elect Director P.C. Dunn	Management	For
1.3	Elect Director C.S. Fiorina	Management	For
1.4	Elect Director R.A. Hackborn	Management	For
1.5	Elect Director G.A. Keyworth II	Management	For
1.6	Elect Director R.E. Knowling, Jr.	Management	For
1.7	Elect Director S.M. Litvack	Management	For
1.8	Elect Director R.L. Ryan	Management	For
1.9	Elect Director L.S. Salhany	Management	For

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

HEWLETT-PACKARD CO. (continued)

2	Ratify Auditors	Management	For
3	Approve Omnibus Stock Plan	Management	For
4	Expense Stock Options	Shareholder	Again

HSBC HOLDINGS PLC

Ticker: Security ID: 404280406

Meeting Date: MAY 28, 2004 Meeting Type: Annual

	,		
1	To Receive the Report and Accounts For 2003	Management	For
2.1	Elect Director the Lord Butler	Management	For
2.2	Elect Director the Baroness Dunn	Management	For
2.3	Elect Director R A Fairhead	Management	For
2.4	Elect Director W K L Fung	Management	For
2.5	Elect Director M F Geoghegan	Management	For
2.6	Elect Director S Hintze	Management	For
2.7	Elect Director Sir John Kemp-Welch	Management	For
2.8	Elect Director Sir Mark Moody-Stuart	Management	For
2.9	Elect Director H Sohmen	Management	For
3	Ratify Auditors	Management	For
4	To Approve the Directors Remuneration Report for 2003	Management	For
5	To Authorise the Company to Purchase Its Own		
	Ordinary Shares	Management	For
6	To Authorise the Directors to Allot Shares	Management	For
7	To Disapply Pre-Emption Rights (Special Resolution)	Management	For
8	To Increase the Fees Payable to Each Director to		
	55,000 Pounds Per Annum	Management	For

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101

	ng Date: APR 27, 2004 Meeting Type: Annual		
1.1	Elect Director Cathleen Black	Management	For
1.2	Elect Director Kenneth I. Chenault	Management	For
1.3	Elect Director Carlos Ghosn	Management	For
1.4	Elect Director Nannerl O. Keohane	Management	For
1.5	Elect Director Charles F. Knight	Management	For
1.6	Elect Director Lucio A. Noto	Management	For
1.7	Elect Director Samuel J. Palmisano	Management	For
1.8	Elect Director John B. Slaughter	Management	For
1.9	Elect Director Joan E. Spero	Management	For
1.1	Elect Director Sidney Taurel	Management	For
	Elect Director Charles M. Vest Elect Director Lorenzo H. Zambrano	Management	For For
2	Ratify Auditors	Management Management	For
3	Ratify Auditors for the Company's Business Consulting	ranagement	_ OT
Ü	Services Unit	Management	For
Propo	Chartwell Dividend & Income Fund Inc	Proposed by	Management Po
INTERNA	ATIONAL BUSINESS MACHINES CORP. (continued) Approve Executive Incentive Bonus Plan	Management	For
5	Provide for Cumulative Voting	Shareholder	
6			Again
	Amend Pension and Retirement Medical Insurance Plans	Shareholder	Again
7	Submit Executive Compensation to Vote	Shareholder	Again Again
8	Submit Executive Compensation to Vote Expense Stock Options	Shareholder Shareholder	Again Again Again
8	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives	Shareholder Shareholder Shareholder	Again Again Again Again
8 9 10	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles	Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again
8 9 10 11	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities	Shareholder Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again Again
8 9 10 11 12	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles	Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again
8 9 10 11 12 ISTAR F	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation	Shareholder Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again Again
8 9 10 11 12 ISTAR F	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC.	Shareholder Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again Again
8 9 10 11 12 ISTAR F	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. er: SFI Security ID: 45031U101 ag Date: MAY 25, 2004 Meeting Type: Annual	Shareholder Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again Again
8 9 10 11 12 ISTAR F	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation TINANCIAL INC. er: SFI Security ID: 45031U101	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again Again Again
8 9 10 11 12 ISTAR F Ticke	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. Per: SFI Security ID: 45031U101 Ing Date: MAY 25, 2004 Meeting Type: Annual Elect Director Jay Sugarman	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder	Again Again Again Again Again Again Again
8 9 10 11 12 ISTAR F Ticke Meetir 1.1 1.2	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. Per: SFI Security ID: 45031U101 And Date: MAY 25, 2004 Meeting Type: Annual Elect Director Jay Sugarman Elect Director Willis Andersen, Jr.	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Management Management	Again Again Again Again Again Again For For
8 9 10 11 12 ISTAR F Ticke Meetir 1.1 1.2 1.3	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. er: SFI Security ID: 45031U101 ag Date: MAY 25, 2004 Meeting Type: Annual Elect Director Jay Sugarman Elect Director Willis Andersen, Jr. Elect Director Robert W. Holman, Jr.	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Management Management Management	Again Again Again Again Again Again For For For
Meetir 1.1 1.2 1.3 1.4 1.5 1.6	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. Per: SFI Security ID: 45031U101 Report Director Jay Sugarman Elect Director Willis Andersen, Jr. Elect Director Robert W. Holman, Jr. Elect Director Robin Josephs Elect Director John G. McDonald Elect Director George R. Puskar	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Management Management Management Management Management	Again Again Again Again Again Again For For For For
Meetir 1.1 1.2 1.3 1.4 1.5 1.6 1.7	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. Per: SFI Security ID: 45031U101 Report Director Jay Sugarman Elect Director Willis Andersen, Jr. Elect Director Robert W. Holman, Jr. Elect Director Robin Josephs Elect Director John G. McDonald Elect Director George R. Puskar Elect Director Jeffrey A. Weber	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Management Management Management Management Management Management	Again Again Again Again Again Again For For For For For
8 9 10 11 12 ISTAR F Ticke Meetir 1.1 1.2 1.3 1.4 1.5 1.6 1.7	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. Per: SFI Security ID: 45031U101 Tog Date: MAY 25, 2004 Meeting Type: Annual Elect Director Jay Sugarman Elect Director Willis Andersen, Jr. Elect Director Robert W. Holman, Jr. Elect Director Robin Josephs Elect Director John G. McDonald Elect Director George R. Puskar Elect Director Jeffrey A. Weber Amend Deferred Compensation Plan	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Management	Again Again Again Again Again Again Again Again For
Meetir 1.1 1.2 ISTAR F Ticke Meetir 1.1 1.2 1.3 1.4 1.5 1.6 1.7 2	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. Per: SFI Security ID: 45031U101 Report Director Jay Sugarman Elect Director Willis Andersen, Jr. Elect Director Robert W. Holman, Jr. Elect Director Robin Josephs Elect Director John G. McDonald Elect Director George R. Puskar Elect Director Jeffrey A. Weber Amend Deferred Compensation Plan Amend Omnibus Stock Plan	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Management	Again Again Again Again Again Again Again Again Again For
8 9 10 11 12 ISTAR F Ticke Meetir 1.1 1.2 1.3 1.4 1.5 1.6 1.7	Submit Executive Compensation to Vote Expense Stock Options Limit Awards to Executives China Principles Report on Political Contributions/Activities Report on Executive Compensation FINANCIAL INC. Per: SFI Security ID: 45031U101 Tog Date: MAY 25, 2004 Meeting Type: Annual Elect Director Jay Sugarman Elect Director Willis Andersen, Jr. Elect Director Robert W. Holman, Jr. Elect Director Robin Josephs Elect Director John G. McDonald Elect Director George R. Puskar Elect Director Jeffrey A. Weber Amend Deferred Compensation Plan	Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Shareholder Management	Again Again Again Again Again Again Again Again For

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104

Meeting Date: APR 22, 2004 Meeting Type: Annual

1.1	Elect Director Gerard N. Burrow	Management	For
1.2	Elect Director Mary S. Coleman	Management	For
1.3	Elect Director James G. Cullen	Management	For
1.4	Elect Director Robert J. Darretta	Management	For
1.5	Elect Director M. Judah Folkman	Management	For
1.6	Elect Director Ann D. Jordan	Management	For
1.7	Elect Director Arnold G. Langbo	Management	For
1.8	Elect Director Susan L. Lindquist	Management	For
1.9	Elect Director Leo F. Mullin	Management	For
1.1	Elect Director Steven S Reinemund	Management	For
1.11	Elect Director David Satcher	Management	For
1.12	Elect Director Henry B. Schacht	Management	For
1.13	Elect Director William C. Weldon	Management	For
2	Ratify Auditors	Management	For
3	Cease Charitable Contributions	Shareholder	Again

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

JP MORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100

Meeting Date: MAY 25, 2004 Meeting Type: Annual

Meerin	y Date. MAI 23, 2004 Meeting Type. Annual	
1	Approve Merger Agreement	Management
2.1	Elect Director Hans W. Becherer	Management
2.2	Elect Director Frank A. Bennack, Jr.	Management
2.3	Elect Director John H. Biggs	Management
2.4	Elect Director Lawrence A. Bossidy	Management
2.5	Elect Director Ellen V. Futter	Management
2.6	Elect Director William H. Gray, III	Management
2.7	Elect Director William B. Harrison, Jr	Management
2.8	Elect Director Helene L. Kaplan	Management
2.9	Elect Director Lee R. Raymond	Management
2.1	Elect Director John R. Stafford	Management
3	Ratify Auditors	Management
4	Amend Executive Incentive Bonus Plan	Management
5	Adjourn Meeting	Management
6	Establish Term Limits for Directors	Shareholder
7	Charitable Contributions	Shareholder
8	Political Contributions	Shareholder
9	Separate Chairman and CEO Positions	Shareholder
10	Provide Adequate Disclosure for over the counter Derivatives	Shareholder
11	Auditor Independence	Shareholder
12	Submit Non-Employee Director Compensation to Vote	Shareholder
13	Report on Pay Disparity	Shareholder

For Again Again Again Again Again Again Again Again

KEYSPAN CORPORATION

Ticker: KSE Security ID: 49337W100

Meeting Date: MAY 20, 2004 Meeting Type: Annual

1.1	Elect Director Robert B. Catell	Management	For
1.2	Elect Director Andrea S. Christensen	Management	For
1.3	Elect Director Alan H. Fishman	Management	For
1.4	Elect Director J. Atwood Ives	Management	For
1.5	Elect Director James R. Jones	Management	For
1.6	Elect Director James L. Larocca	Management	For
1.7	Elect Director Gloria C. Larson	Management	For
1.8	Elect Director Stephen W. Mckessy	Management	For
1.9	Elect Director Edward D. Miller	Management	For
1.1	Elect Director Vikki L. Pryor	Management	For
2	Ratify Auditors	Management	For
3	Submit Shareholder Rights Plan (Poison Pill) to		
	Shareholder Vote	Shareholder	Again

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

LINCOLN NATIONAL CORP.

Ticker: LNC Security ID: 534187109

Meeting Date: MAY 13, 2004 Meeting Type: Annual

1.1	Elect Director William J. Avery	Management	For
1.2	Elect Director Jon A. Boscia	Management	For
1.3	Elect Director Eric G. Johnson	Management	For
1.4	Elect Director Glenn F. Tilton	Management	For
2	Approve Deferred Compensation Plan	Management	For

LOEWS CORP.

Ticker: LTR Security ID: 540424207

Meeting Date: MAY 11, 2004 Meeting Type: Annual

1.1	Elect Director Joseph L. Bower	Management	For
1.2	Elect Director John Brademas	Management	For
1.3	Elect Director Charles M. Diker	Management	For
1.4	Elect Director Paul J. Fribourg	Management	For
1.5	Elect Director Philip A. Laskawy	Management	For
1.6	Elect Director Gloria R. Scott	Management	For
1.7	Elect Director Andrew H. Tisch	Management	For
1.8	Elect Director James S. Tisch	Management	For
1.9	Elect Director Jonathan M. Tisch	Management	For

1.1	Elect Directo	r Preston R. Tisch	Management	For
2	Ratify Audito	rs	Management	For
3	Provide for C	umulative Voting	Shareholder	Again
4	Support Legis	lation and Make Public Statements or	1	
	Environmenta	1 Tobacco Smoke	Shareholder	Again
5	Cease Charita	ble Contributions	Shareholder	Again
LSI LC	OGIC CORP.			
Tick	er: LSI	Security ID: 502161102		

Meeting Date: MAY 6, 2004 Meeting Type: Annual

1.1	Elect Director Wilfred J. Corrigan	Management	For
1.2	Elect Director James H. Keyes	Management	For
1.3	Elect Director Malcolm R. Currie	Management	For
1.4	Elect Director T.Z. Chu	Management	For
1.5	Elect Director R. Douglas Norby	Management	For
1.6	Elect Director Matthew J. O'Rourke	Management	For
1.7	Elect Director Gregorio Reyes	Management	For
1.8	Elect Director Larry W. Sonsini	Management	For
2	Amend Employee Stock Purchase Plan	Management	For
3	Amend Employee Stock Purchase Plan	Management	For
4	Approve/Amend Executive Incentive Bonus Plan	Management	For
5	Ratify Auditors	Management	For

Chartwell Dividend & Income Fund Inc

Proposed by Management Po

MACK-CALI REALTY CORP.

Ticker: CLI Security ID: 554489104

Meeting Date: MAY 20, 2004 Meeting Type: Annual

1.1	Elect Director Alan S. Bernikow	Management	For
1.2	Elect Director Martin D. Gruss	Management	For
1.3	Elect Director Vincent Tese	Management	For
1.4	Elect Director Roy J. Zuckerberg	Management	For
2	Ratify Auditors	Management	For
3	Approve Omnibus Stock Plan	Management	For
4	Adopt a Policy Governing Related Party Transactions	Shareholder	Again

MASCO CORP.

Ticker: MAS Security ID: 574599106

Meeting Date: MAY 11, 2004 Meeting Type: Annual

1.1	Elect Director Peter A. Dow	Management	For
1.2	Elect Director Anthony F. Earley, Jr.	Management	For

1.3	Elect Director Wayne B. Lyon	Management	For
1.4	Elect Director David L. Johnston	Management	For
1.5	Elect Director J. Michael Losh	Management	For
2	Approve Executive Incentive Bonus Plan	Management	For
3	Ratify Auditors	Management	For

MELLON FINANCIAL CORP.

Ticker: MEL Security ID: 58551A108

Meeting Date: APR 20, 2004 Meeting Type: Annual

1.1	Elect Director Jared L. Cohon	Management	For
1.2	Elect Director Ira J. Gumberg	Management	For
1.3	Elect Director Martin G. Mcguinn	Management	For
1.4	Elect Director David S. Shapira	Management	For
1.5	Elect Director John P. Surma	Management	For
1.6	Elect Director Edward J. Mcaniff	Management	For
2	Amend Omnibus Stock Plan	Management	For
3	Ratify Auditors	Management	For

MERRILL LYNCH & CO., INC.

Ticker: MER Security ID: 590188108

Meeting Date: APR 23, 2004 Meeting Type: Annual

1.1	Elect Director David K. Newbigging	Management	For
1.2	Elect Director Joseph W. Prueher	Management	For
2	Ratify Auditors	Management	For
3	Restore or Provide for Cumulative Voting	Shareholder	Again
4	Separate Chairman and CEO Positions	Shareholder	Again

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

MORGAN STANLEY

Ticker: MWD Security ID: 617446448

Meeting Date: APR 20, 2004 Meeting Type: Annual

1.1	Elect Director John W. Madigan	Management	For
1.2	Elect Director Dr. Klaus Zumwinkel	Management	For
1.3	Elect Director Sir Howard Davies	Management	For
2	Ratify Auditors	Management	For
3	Declassify the Board of Directors	Shareholder	Again
4	Submit Severance Agreement (Change-in-Control) to		
	Shareholder Vote	Shareholder	Again

5 Report on Political Contributions/Activities Shareholder

16

Again

NATIONAL CITY CORP.

Ticker: NCC Security ID: 635405103

Meetin	ng Date: APR 27, 2004 Meeting Type: Annual		
1.1	Elect Director John E. Barfield	Management	For
1.2	Elect Director James S. Broadhurst	Management	For
1.3	Elect Director John W. Brown	Management	For
1.4	Elect Director Christopher M. Connor	Management	For
1.5	Elect Director David A. Daberko	Management	For
1.6	Elect Director Joseph T. Gorman	Management	For
1.7	Elect Director Bernadine P. Healy	Management	For
1.8	Elect Director Paul A. Ormond	Management	For
1.9	Elect Director Robert A. Paul	Management	For
1.1	Elect Director Gerald L. Shaheen	Management	For
1.11	Elect Director Jerry Sue Thornton	Management	For
1.12	Elect Director Morry Weiss	Management	For
2	Approve Omnibus Stock Plan	Management	For
3	Amend Executive Incentive Bonus Plan	Management	For
4	Ratify Auditors	Management	For

NOKIA CORP.

Ticker: NKCAF Security ID: 654902204

Meeting Date: MAR 25, 2004 Meeting Type: Annual

1	Approval of the Income Statements and the For		
	Balance Sheets.	For	Manag
2	Approval of a Dividend of Eur 0.30 Per Share.	Management	For
3	Approval of the Discharge of the Chairman, the		
	Members of the Board of Directors and the		
	President From Liability.	Management	For
4.1	Elect Director Paul J. Collins	Management	For
4.2	Elect Director Georg Ehrnrooth	Management	For
4.3	Elect Director Bengt Holmstrom	Management	For
4.4	Elect Director Per Karlsson	Management	For

Chartwell Dividend & Income Fund Inc

Proposal	Proposed by	Management Po
NOKIA CORP. (continued)		
4.5 Elect Director Jorma Ollila	Management	For

		2	
4.6	Elect Director Marjorie Scardino	Management	For
4.7	Elect Director Vesa Vainio	Management	For
4.8	Elect Director Arne Wessberg	Management	For
5	Ratify Auditors	Management	For
6	Approval of the Proposal of the Board to Reduce the		
	Share Capital through Cancellation of Nokia Shares		
	Held By the Company	Management	For

	Edgal Filling. OHALLI WELE DIVIDEND & INCOME FOND INC	TOMINIA	
7	Approval of the Authorization to the Board to		П
8	Increase the Share Capital of the Company. Approval of the Authorization to the Board to	Management	For
Ŭ	Repurchase Nokia Shares.	Management	For
9	Approval of the Authorization to the Board to Dispose	Managomont	For
10	Nokia Shares Held By the Company. Approval of the Proposal of the Board to Increase the	Management	For
	Capital of the Foundation of Nokia Corporation.	Management	For
11	Mark the For Box If You Wish to Instruct the Depositary to Give a Proxy to Any One of		
	Marianna Uotinen-Tarkoma, Esa Kaunistola,		
	Both Legal Counsels of Nokia Corporation,		
	to Authorize Any of Them (With Full Power of Substitution) to Vote, In Their Discretion	Managamant	Eor
	of Substitution) to vote, in their discretion	Management	For
NORTHRO	OP GRUMMAN CORP.		
Ticke	er: NOC Security ID: 666807102		
Meetir	ng Date: MAY 18, 2004 Meeting Type: Annual		
1.1	Elect Director Lewis W. Coleman	Management	For
1.2	Elect Director J. Michael Cook	Management	For
1.3	Elect Director Philip A. Odeen	Management	For
1.4 1.5	Elect Director Aulana L. Peters Elect Director Kevin W. Sharer	Management Management	For For
2	Ratify Auditors	Management	For
3	Develop Ethical Criteria for Military Contracts	Shareholder	Again
4	Declassify the Board of Directors	Shareholder	Again
PROCTER	R & GAMBLE COMPANY, THE		
Ticke	er: PG Security ID: 742718109		
Meetir	ng Date: OCT 14, 2003 Meeting Type: Annual		
1.1	Elect Director Norman R. Augustine	Management	For
1.2	Elect Director A.G. Lafley	Management	For
1.3	Elect Director Johnathan A. Rodgers	Management	For
1.4 1.5	Elect Director John F. Smith, Jr. Elect Director Margaret C. Whitman	Management Management	For For
		j	
	Chartwell Dividend & Income Fund Inc		
Propo	osal	Proposed by	Management Po
PROCTEF	R & GAMBLE COMPANY, THE (continued)		
2	Patify Auditors	Managamant	Eam
2 3	Ratify Auditors Approve Non-Employee Director Omnibus Stock Plan	Management Management	For For
4	Declassify the Board of Directors	Shareholder	Again
5	Label Genetically Engineered Foods	Shareholder	Again

RECKSON ASSOCIATES REALTY CORP.

Ticker: RA Security ID: 75621K106

Meeting Date: JUN 2, 2004 Meeting Type: Annual

1	Declassify the Board of Directors	Management	For
2	Amend Stock Ownership Limitations	Management	For
3.1	Elect Director Peter Quick	Management	For
3.2	Elect Director Stanley Steinberg	Management	For
3.3	Elect Director John Ruffle	Management	For
3.4	Elect Director Elizabeth McCaul	Management	For
3.5	Elect Director Douglas Crocker II	Management	For
3.6	Elect Director Scott H. Rechler	Management	For
3.7	Elect Director Donald J. Rechler	Management	For
3.8	Elect Director Lewis S. Ranieri	Management	For
3.9	Elect Director Ronald H. Menaker	Management	For
4	Ratify Auditors	Management	For

SL GREEN REALTY CORP.

Ticker: SLG Security ID: 78440X101

Meeting Date: MAY 19, 2004 Meeting Type: Annual

1.1	Elect Director Edwin Thomas Burton, III	Management	For
2	Ratify Auditors	Management	For

TRAVELERS PROPERTY CASUALTY CORP.

Ticker: TVCR Security ID: 89420G109

Meeting Date: MAR 19, 2004 Meeting Type: Special

1 Approve Merger Agreement Management For

VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104

Meeting Date: APR 28, 2004 Meeting Type: Annual

1.1	Elect Director James R. Barker	Management	For
1.2	Elect Director Richard L. Carrion	Management	For
1.3	Elect Director Robert W. Lane	Management	For
1.4	Elect Director Sandra O. Moose	Management	For
1.5	Elect Director Joseph Neubauer	Management	For
1.6	Elect Director Thomas H. O'Brien	Management	For
1.7	Elect Director Hugh B. Price	Management	For

Chartwell Dividend & Income Fund Inc

Proposal Proposed by Management Po

VERIZON COMMUNICATIONS (continued)

1.8	Elect Director Ivan G. Seidenberg	Management	For
1.9	Elect Director Walter V. Shipley	Management	For
1.1	Elect Director John R. Stafford	Management	For
1.11	Elect Director Robert D. Storey	Management	For
2	Ratify Auditors	Management	For
3	Restore or Provide for Cumulative Voting	Shareholder	Again
4	Require Majority of Independent Directors on Board	Shareholder	Again
5	Separate Chairman and CEO Positions	Shareholder	Again
6	Submit Shareholder Rights Plan (Poison Pill) to		
	Shareholder Vote	Shareholder	Again
7	Submit Executive Compensation to Vote	Shareholder	Again
8*	Prohibit Awards to Executives	Shareholder	Again
9	Report on Stock Option Distribution by Race and Gender	Shareholder	Again
10	Report on Political Contributions/Activities	Shareholder	Again
11	Cease Charitable Contributions	Shareholder	Again

*Item 8 (Prohibit Awards to Executives) was incorrectly voted by ISS against Chartwell's instructions to vote FOR this item.

WYETH

Ticker: WYE Security ID: 983024100

Meeting Date: APR 22, 2004 Meeting Type: Annual

1.1	Elect Director Clifford L. Alexander, Jr.	Management	For
1.2	Elect Director Frank A. Bennack, Jr.	Management	For
1.3	Elect Director Richard L. Carrion	Management	For
1.4	Elect Director Robert Essner	Management	For
1.5	Elect Director John D. Feerick	Management	For
1.6	Elect Director Robert Langer	Management	For
1.7	Elect Director John P. Mascotte	Management	For
1.8	Elect Director Mary Lake Polan	Management	For
1.9	Elect Director Ivan G. Seidenberg	Management	For
1.1	Elect Director Walter V. Shipley	Management	For
1.11	Elect Director John R. Torell III	Management	For
2	Ratify Auditors	Management	For
3	Report on Drug Pricing	Shareholder	Again
4	Amend Animal Testing Policy	Shareholder	Again
			_

XL CAPITAL LTD (FORMERLY EXEL LTD.)

Ticker: XL Security ID: G98255105

Meeting Date: APR 30, 2004 Meeting Type: Annual

1.1	Elect Director John Loudon	Management	For
1.2	Elect Director Robert S. Parker	Management	For
1.3	Elect Director Alan Z. Senter	Management	For
2	Ratify Auditors	Management	For

Signatures

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

Chartwell Dividend & Income Fund Inc

By: /s/ Timothy Riddle Date: June 30, 2004