

**United States
Securities and Exchange Commission
Washington, D.C. 20549**

Form N-PX

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

Investment Company Act File Number: 811-08747

Registrant

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

Agent for Service

Winthrop S. Jessup
Chartwell Dividend & Income Fund, Inc.
1235 Westlakes Dr.
Suite 400
Berwyn, PA 19312-2416
Registrant's Telephone Number: (610) 296-1400

Date of Fiscal Year End: November 30

Date of Reporting Period: July 1, 2008 to June 30, 2008

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted
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ARLINGTON TANKERS LTD

Ticker: ATB CUSIP: G04899103

07/19/07 - Annual

Meeting for Holders of ADRs

1	Elect Directors	Management	For	Voted - For
2	Appointment of Moore Stephens P.C. As Independent Registered Public Accounting Firm for Fiscal Year Ending December 31, 2007 and the Authorization of the Board Of Directors, Acting Through the Audit Committee, to Determine the Independent Registered Public Accountants	Management	For	Voted - For

NORDIC AMERICAN TANKER SHIPPING LTD.

Ticker: NAT CUSIP: G65773106

07/31/07 - Annual

Meeting for Holders of ADRs

1	Elect Directors	Management	For	Voted - Split
1.1	Elect Director Herbjorn Hansson	Management	For	Voted - Withhold
1.2	Elect Director Torbjorn Gladso	Management	For	Voted - Withhold
1.3	Elect Director Sir David Gibbons	Management	For	Voted - Withhold
1.4	Elect Director Andreas Ove Ugland	Management	For	Voted - Withhold
1.5	Elect Director Andrew W. March	Management	For	Voted - Withhold
1.6	Elect Director Paul J. Hopkins	Management	For	Voted - Withhold
1.7	Elect Director Richard Vietor	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For

APOLLO INVESTMENT CORPORATION

Ticker: AINV CUSIP: 03761U106

08/07/07 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For

DEERFIELD CAPITAL CORP

Ticker: DFR CUSIP: 244572301

08/09/07 - Annual

1	Issue Shares In Connection with an Acquisition	Management	For	Voted - For
2	Elect Directors	Management	For	Voted - For
3	Ratify Auditors	Management	For	Voted - For
4	Amend Omnibus Stock Plan	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted
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FAIRPOINT COMMUNICATIONS, INC

Ticker: FRP CUSIP: 305560104

08/22/07 - Annual

1	Issue Shares In Connection with an Acquisition	Management	For	Voted - For
2	Elect Directors	Management	For	Voted - For
3	Ratify Auditors	Management	For	Voted - For
4	Adjourn Meeting	Management	For	Voted - For

BCE INC.

Ticker: BCE CUSIP: 05534B760

09/21/07 - Special

Special Meeting Agenda for Holders of Common Shares and Preferred Shares

1	Approve Acquisition of All Shares By the Purchaser	Management	For	Voted - For
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LINN ENERGY, LLC

Ticker: LINE CUSIP: 536020100

11/01/07 - Special

1	Class D Conversion and Issuance Proposal (As Described In Proxy Statement)	Management	For	Voted - For
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COINMACH SERVICE CORP.

CUSIP: 19259W206

11/09/07 - Special

1	Approve Merger Agreement	Management	For	Voted - For
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FRESEAS INC

Ticker: FREE CUSIP: Y26496102

12/27/07 - Annual

This Is A Duplicate Meeting for Ballots Received Via the Broadridge North American Ballot Distribution System

1	Elect Directors	Management	For	Voted - For
2	Ratification of the Appointment of Pricewaterhouse-Cooper S.A. As the Company's Independent Registered Public Accounting Firm for the Fiscal Year Ending December 31, 2007.	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted	
STAR ASIA FIN LTD				
<i>CUSIP: 855082103</i>				
02/04/08 - S				
1	In Accordance with Article 40 of the Company's Articles of Association and Section 37(1)(A) of the Companies (Guernsey) Law, 1994 (As Amended), the Authorised Share Capital of the Company Be Increased, All As More Fully Described In the Proxy Statement.	Management	For	Voted - Against
2	Conditional Upon Resolution 1 Having Been Passed By the Required Majority, the Directors Be Granted Absolute Discretion to Determine the Rights Attaching to the Cumulative Convertible Redeemable Preference Shares In Accordance with Article 5 of the Company's Bylaws	Management	For	Voted - Against
3	Conditional Upon Resolution 2 Having Been Passed By the Requisite Majority and the Company Successfully Issuing and Receiving Full Consideration for Such Number of the Cumulative Convertible Redeemable Preference Shares As the Directors Determine to Issue...	Management	For	Voted - Against
4	Conditional Upon Resolution 2 Having Been Passed By the Requisite Majority and the Company Successfully Issuing and Receiving Full Consideration for Such Number of the Cumulative Convertible Redeemable Preference Shares as the Directors In the Absolute ...	Management	For	Voted - Against
DEERFIELD CAPITAL CORP				
<i>Ticker: DFR CUSIP: 244331104</i>				
03/11/08 - Special				
1	Approve Conversion of Securities	Management	For	Voted - For
2	Amend Omnibus Stock Plan	Management	For	Voted - For
U.S. BANCORP				
<i>Ticker: USB CUSIP: 902973304</i>				
04/15/08 - Annual				
1	Elect Director Douglas M. Baker, Jr.	Management	For	Voted - For
2	Elect Director Joel W. Johnson	Management	For	Voted - For
3	Elect Director David B. O'maley	Management	For	Voted - For
4	Elect Director O'dell M. Owens	Management	For	Voted - For
5	Elect Director Craig D. Schnuck	Management	For	Voted - For
6	Ratify Auditors	Management	For	Voted - For
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For
8	Require Independent Board Chairman	Shareholder	Against	Voted - Against

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted
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ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY CUSIP: 035710409

04/21/08 - Special

1	Increase Authorized Common Stock	Management	For	Voted - For
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CARNIVAL CORP.

Ticker: CCL CUSIP: 143658300

04/22/08 - Annual

This Is A Global Meeting for Ballots Received Via the Broadridge North American Ballot Distribution System

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	To Authorize the Audit Committee of Carnival Plc to Agree to the Remuneration of the Independent Auditors.	Management	For	Voted - For
4	To Receive the Accounts and Reports for Carnival Plc for the Financial Year Ended November 30, 2007.	Management	For	Voted - For
5	To Approve the Directors Remuneration Report of Carnival Plc.	Management	For	Voted - For
6	To Approve the Issuance By Carnival Plc of Equity or Equity-Linked Securities with Preemptive Rights.	Management	For	Voted - For

Special Resolutions

7	To Approve the Dis-Application of Pre-Emption Rights for Carnival Plc.	Management	For	Voted - For
8	To Approve A General Authority for Carnival Plc to Buy Back Carnival Plc Ordinary Shares In the Open Market.	Management	For	Voted - For

BANK OF AMERICA CORP.

Ticker: BAC CUSIP: 060505104

04/23/08 - Annual

1	Elect Director William Barnet, III	Management	For	Voted - For
2	Elect Director Frank P. Bramble, Sr.	Management	For	Voted - For
3	Elect Director John T. Collins	Management	For	Voted - For
4	Elect Director Gary L. Countryman	Management	For	Voted - For
5	Elect Director Tommy R. Franks	Management	For	Voted - For
6	Elect Director Charles K. Gifford	Management	For	Voted - For
7	Elect Director Kenneth D. Lewis	Management	For	Voted - For
8	Elect Director Monica C. Lozano	Management	For	Voted - For
9	Elect Director Walter E. Massey	Management	For	Voted - For
10	Elect Director Thomas J. May	Management	For	Voted - For
11	Elect Director Patricia E. Mitchell	Management	For	Voted - For
12	Elect Director Thomas M. Ryan	Management	For	Voted - For
13	Elect Director O. Temple Sloan, Jr.	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted
BANK OF AMERICA CORP. (CONTINUED)			
14 Elect Director Meredith R. Spangler	Management	For	Voted - For
15 Elect Director Robert L. Tillman	Management	For	Voted - For
16 Elect Director Jackie M. Ward	Management	For	Voted - For
17 Ratify Auditors	Management	For	Voted - For
18 Limit/Prohibit Executive Stock-Based Awards	Shareholder	Against	Voted - Against
19 Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For
20 Limit Executive Compensation	Shareholder	Against	Voted - Against
21 Provide for Cumulative Voting	Shareholder	Against	Voted - For
22 Require Independent Board Chairman	Shareholder	Against	Voted - For
23 Amend Articles/Bylaws/Charter -- Call Special Meetings	Shareholder	Against	Voted - For
24 Report on the Equator Principles	Shareholder	Against	Voted - Against
25 Amend Bylaws to Establish A Board Committee on Human Rights	Shareholder	Against	Voted - Against
MCG CAPITAL CORP			
<i>Ticker: MCGC</i>		<i>CUSIP: 58047P107</i>	
04/23/08 - Annual			
1 Elect Directors	Management	For	Voted - For
2 Ratify Auditors	Management	For	Voted - For
3 Approve Sale of Common Shares Below Net Asset Value	Management	For	Voted - For
4 Amend Restricted Stock Plan	Management	For	Voted - For
5 Amend Non-Employee Director Restricted Stock Plan	Management	For	Voted - For
BAKER HUGHES INCORPORATED			
<i>Ticker: BHI</i>		<i>CUSIP: 057224107</i>	
04/24/08 - Annual			
1 Elect Directors	Management	For	Voted - For
2 Ratify Auditors	Management	For	Voted - For
3 Amend Executive Incentive Bonus Plan	Management	For	Voted - For
4 Other Business	Management	For	Voted - Against
PFIZER INC.			
<i>Ticker: PFE</i>		<i>CUSIP: 717081103</i>	
04/24/08 - Annual			
1 Elect Director Dennis A. Ausiello	Management	For	Voted - For
2 Elect Director Michael S. Brown	Management	For	Voted - For
3 Elect Director M. Anthony Burns	Management	For	Voted - For
4 Elect Director Robert N. Burt	Management	For	Voted - For
5 Elect Director W. Don Cornwell	Management	For	Voted - For
6 Elect Director William H. Gray, III	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted	
PFIZER INC. (CONTINUED)				
7	Elect Director Constance J. Horner	Management	For	Voted - For
8	Elect Director William R. Howell	Management	For	Voted - For
9	Elect Director James M. Kilts	Management	For	Voted - For
10	Elect Director Jeffrey B. Kindler	Management	For	Voted - For
11	Elect Director George A. Lorch	Management	For	Voted - For
12	Elect Director Dana G. Mead	Management	For	Voted - For
13	Elect Director Suzanne Nora Johnson	Management	For	Voted - For
14	Elect Director William C. Steere, Jr.	Management	For	Voted - For
15	Ratify Auditors	Management	For	Voted - For
16	Prohibit Executive Stock-Based Awards	Shareholder	Against	Voted - Against
17	Require Independent Board Chairman	Shareholder	Against	Voted - For

AT&T INC

Ticker: T

CUSIP: 00206R102

04/25/08 - Annual

1	Elect Director Randall L. Stephenson	Management	For	Voted - For
2	Elect Director William F. Aldinger III	Management	For	Voted - For
3	Elect Director Gilbert F. Amelio	Management	For	Voted - For
4	Elect Director Reuben V. Anderson	Management	For	Voted - For
5	Elect Director James H. Blanchard	Management	For	Voted - For
6	Elect Director August A. Busch III	Management	For	Voted - For
7	Elect Director James P. Kelly	Management	For	Voted - For
8	Elect Director Jon C. Madonna	Management	For	Voted - For
9	Elect Director Lynn M. Martin	Management	For	Voted - For
10	Elect Director John B. McCoy	Management	For	Voted - For
11	Elect Director Mary S. Metz	Management	For	Voted - For
12	Elect Director Joyce M. Roche	Management	For	Voted - For
13	Elect Director Laura D' Andrea Tyson	Management	For	Voted - For
14	Elect Director Patricia P. Upton	Management	For	Voted - For
15	Ratify Auditors	Management	For	Voted - For
16	Report on Political Contributions	Shareholder	Against	Voted - For
17	Exclude Pension Credits from Earnings Performance Measure	Shareholder	Against	Voted - For
18	Require Independent Lead Director	Shareholder	Against	Voted - For
19	Establish SERP Policy	Shareholder	Against	Voted - For
20	Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal Proposed by Mgt. Position Registrant Voted

WELLS FARGO AND COMPANY

Ticker: WFC CUSIP: 949746101

04/29/08 - Annual

1	Elect Director John S. Chen	Management	For	Voted - For
2	Elect Director Lloyd H. Dean	Management	For	Voted - For
3	Elect Director Susan E. Engel	Management	For	Voted - For
4	Elect Director Enrique Hernandez, Jr.	Management	For	Voted - For
5	Elect Director Robert L. Joss	Management	For	Voted - For
6	Elect Director Richard M. Kovacevich	Management	For	Voted - For
7	Elect Director Richard D. McCormick	Management	For	Voted - For
8	Elect Director Cynthia H. Milligan	Management	For	Voted - Against
9	Elect Director Nicholas G. Moore	Management	For	Voted - For
10	Elect Director Philip J. Quigley	Management	For	Voted - Against
11	Elect Director Donald B. Rice	Management	For	Voted - Against
12	Elect Director Judith M. Runstad	Management	For	Voted - For
13	Elect Director Stephen W. Sanger	Management	For	Voted - For
14	Elect Director John G. Stumpf	Management	For	Voted - For
15	Elect Director Susan G. Swenson	Management	For	Voted - For
16	Elect Director Michael W. Wright	Management	For	Voted - Against
17	Ratify Auditors	Management	For	Voted - For
18	Amend Executive Incentive Bonus Plan	Management	For	Voted - For
19	Amend Omnibus Stock Plan	Management	For	Voted - For
20	Require Independent Board Chairman	Shareholder	Against	Voted - For
21	Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For
22	Pay for Superior Performance	Shareholder	Against	Voted - For
23	Report on Human Rights Investment Policies	Shareholder	Against	Voted - Against
24	Adopt EEO Policy Without Reference to Sexual Orientation	Shareholder	Against	Voted - Against
25	Report on Racial and Ethnic Disparities In Loan Pricing	Shareholder	Against	Voted - Against

CAPITALSOURCE, INC

Ticker: CSE CUSIP: 14055X102

05/01/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Increase Authorized Common Stock	Management	For	Voted - For
4	Amend Omnibus Stock Plan	Management	For	Voted - Against

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted
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VERIZON COMMUNICATIONS

Ticker: VZ CUSIP: 92343V104

05/01/08 - Annual

1	Elect Director Richard L. Carrion	Management	For	Voted - For
2	Elect Director M. Frances Keeth	Management	For	Voted - For
3	Elect Director Robert W. Lane	Management	For	Voted - For
4	Elect Director Sandra O. Moose	Management	For	Voted - For
5	Elect Director Joseph Neubauer	Management	For	Voted - For
6	Elect Director Donald T. Nicolaisen	Management	For	Voted - For
7	Elect Director Thomas H. O'brien	Management	For	Voted - For
8	Elect Director Clarence Otis, Jr.	Management	For	Voted - For
9	Elect Director Hugh B. Price	Management	For	Voted - For
10	Elect Director IVan G. Seidenberg	Management	For	Voted - For
11	Elect Director John W. Snow	Management	For	Voted - For
12	Elect Director John R. Stafford	Management	For	Voted - For
13	Ratify Auditors	Management	For	Voted - For
14	Prohibit Executive Stock-Based Awards	Shareholder	Against	Voted - Against
15	Amend EEO Policy to Prohibit Discrimination Based on Gender Identity	Shareholder	Against	Voted - Against
16	Require Independent Board Chairman	Shareholder	Against	Voted - Against

B&G FOODS, INC.

Ticker: BGS CUSIP: 05508R106

05/06/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Approve Omnibus Stock Plan	Management	For	Voted - For

B&G FOODS, INC.

Ticker: BGS CUSIP: 05508R205

05/06/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Approve Omnibus Stock Plan	Management	For	Voted - For

BRISTOL-MYERS SQUIBB CO.

Ticker: BMY CUSIP: 110122108

05/06/08 - Annual

1	Elect Director Lewis B. Campbell	Management	For	Voted - For
2	Elect Director James M. Cornelius	Management	For	Voted - For
3	Elect Director Louis J. Freeh	Management	For	Voted - For
4	Elect Director Laurie H. Glimcher	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted	
BRISTOL-MYERS SQUIBB CO. (CONTINUED)				
5	Elect Director Michael Grobstein	Management	For	Voted - For
6	Elect Director Leif Johansson	Management	For	Voted - For
7	Elect Director Alan J. Lacey	Management	For	Voted - For
8	Elect Director Vicki L. Sato	Management	For	Voted - For
9	Elect Director Togo D. West, Jr.	Management	For	Voted - For
10	Elect Director R. Sanders Williams	Management	For	Voted - For
11	Ratify Auditors	Management	For	Voted - For
12	Increase Disclosure of Executive Compensation	Shareholder	Against	Voted - Against
CONSOLIDATED COMMUNICATIONS HOLDINGS, INC.				
<i>Ticker: CNSL CUSIP: 209034107</i>				
05/06/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
REYNOLDS AMERICAN INC				
<i>Ticker: RAI CUSIP: 761713106</i>				
05/06/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Adopt Human Rights Protocol for the Company and Its Suppliers	Shareholder	Against	Voted - For
4	Adopt Principles for Health Care Reform	Shareholder	Against	Voted - Against
5	Implement the "Two Cigarette" Marketing Approach	Shareholder	Against	Voted - Against
REGAL ENTERTAINMENT GROUP				
<i>Ticker: RGC CUSIP: 758766109</i>				
05/07/08 - Annual				
1	Elect Directors	Management	For	Voted - Split
1.1	Elect Director Stephen A. Kaplan	Management	For	Voted - Withhold
1.2	Elect Director Jack Tyrrell	Management	For	Voted - For
1.3	Elect Director Nestor R. Weigand, Jr.	Management	For	Voted - For
2	Approve Executive Incentive Bonus Plan	Management	For	Voted - For
3	Ratify Auditors	Management	For	Voted - For
WINDSTREAM CORP.				
<i>Ticker: WIN CUSIP: 97381W104</i>				
05/08/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted	
ENTERCOM COMMUNICATIONS CORP.				
<i>Ticker: ETM</i>		<i>CUSIP: 293639100</i>		
05/13/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Amend Omnibus Stock Plan	Management	For	Voted - Against
3	Approve Executive Incentive Bonus Plan	Management	For	Voted - For
4	Ratify Auditors	Management	For	Voted - For
PACKAGING CORPORATION OF AMERICA				
<i>Ticker: PKG</i>		<i>CUSIP: 695156109</i>		
05/13/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
GENERAL MARITIME CORP				
<i>Ticker: GMR</i>		<i>CUSIP: Y2692M103</i>		
05/14/08 - Annual				
This Is A Duplicate Meeting for Ballots Received Via the Broadridge North American Ballot Distribution System				
1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
AIRCASTLE LTD				
<i>Ticker: AYR</i>		<i>CUSIP: G0129K104</i>		
05/15/08 - Annual				
This Is A Duplicate Meeting for Ballots Received Via the Broadridge North American Ballot Distribution System.				
1	Elect Directors	Management	For	Voted - For
2	Appoint Ernst & Young Llp As the Company's Independent Registered Public Accounting Firm to Audit the Company's Financial Statements for Fiscal Year 2008 and Authorize the Directors of Aircastle Limited, Acting By the Audit Committee.	Management	For	Voted - For
CITIZENS COMMUNICATIONS CO.				
<i>Ticker: CZN</i>		<i>CUSIP: 17453B101</i>		
05/15/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Change Company Name	Management	For	Voted - For
3	Replace Enumerated Purposes Clause	Management	For	Voted - For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For
5	Ratify Auditors	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted
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LIBERTY PROPERTY TRUST

Ticker: LRY CUSIP: 531172104

05/15/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For

THE DOW CHEMICAL COMPANY

Ticker: DOW CUSIP: 260543103

05/15/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Report on Potential Links Between Company Products and Asthma	Shareholder	Against	Voted - Against
4	Report on Environmental Remediation In Midland Area	Shareholder	Against	Voted - For
5	Report on Genetically Engineered Seed	Shareholder	Against	Voted - Against
6	Pay for Superior Performance	Shareholder	Against	Voted - For

AMERICAN CAPITAL STRATEGIES, LTD.

Ticker: ACAS CUSIP: 024937104

05/19/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Adopt Majority Voting for Uncontested Election of Directors	Management	For	Voted - For
3	Approve Stock Option Plan	Management	For	Voted - For
4	Amend Incentive Bonus Plan	Management	For	Voted - Against
5	Approve Issuance of Convertible Debt Securities or Preferred Stock	Management	For	Voted - For
6	Change Company Name	Management	For	Voted - For
7	Ratify Auditors	Management	For	Voted - For
8	Other Business	Management	For	Voted - Against

ANNALY CAPITAL MANAGEMENT INC.

Ticker: NLY CUSIP: 035710409

05/20/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted	
JPMORGAN CHASE & CO.				
<i>Ticker: JPM CUSIP: 46625H100</i>				
05/20/08 - Annual				
1	Elect Director Crandall C. Bowles	Management	For	Voted - For
2	Elect Director Stephen B. Burke	Management	For	Voted - For
3	Elect Director David M. Cote	Management	For	Voted - For
4	Elect Director James S. Crown	Management	For	Voted - For
5	Elect Director James Dimon	Management	For	Voted - For
6	Elect Director Ellen V. Futter	Management	For	Voted - For
7	Elect Director William H. Gray, III	Management	For	Voted - For
8	Elect Director Laban P. Jackson, Jr.	Management	For	Voted - For
9	Elect Director Robert I. Lipp	Management	For	Voted - For
10	Elect Director David C. Novak	Management	For	Voted - For
11	Elect Director Lee R. Raymond	Management	For	Voted - For
12	Elect Director William C. Weldon	Management	For	Voted - For
13	Ratify Auditors	Management	For	Voted - For
14	Amend Omnibus Stock Plan	Management	For	Voted - Against
15	Amend Executive Incentive Bonus Plan	Management	For	Voted - For
16	Report on Government Service of Employees	Shareholder	Against	Voted - Against
17	Report on Political Contributions	Shareholder	Against	Voted - For
18	Require Independent Board Chairman	Shareholder	Against	Voted - Against
19	Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For
20	Require More Director Nominations Than Open Seats	Shareholder	Against	Voted - Against
21	Report on Human Rights Investment Policies	Shareholder	Against	Voted - Against
22	Report on Lobbying Activities	Shareholder	Against	Voted - Against

MFA MORTGAGE INVESTMENTS INC

Ticker: MFA CUSIP: 55272X102

05/21/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For

GATEHOUSE MEDIA INC

Ticker: GHS CUSIP: 367348109

05/22/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted	
OCH-ZIFF CAPITAL MANAGEMENT GROUP LLC				
<i>Ticker: OZM CUSIP: 67551U105</i>				
05/27/08 - Annual				
1	Elect Directors	Management	For	Voted - Split
1.1	Elect Director Allan S. Bufferd	Management	For	Voted - For
1.2	Elect Director Joel Frank	Management	For	Voted - Withhold
2	Ratify Auditors	Management	For	Voted - For

EXXON MOBIL CORP.

Ticker: XOM CUSIP: 30231G102

05/28/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Amend Bylaws to Prohibit Precatory Proposals	Shareholder	Against	Voted - Against
4	Require Director Nominee Qualifications	Shareholder	Against	Voted - Against
5	Require Independent Board Chairman	Shareholder	Against	Voted - For
6	Approve Distribution Policy	Shareholder	Against	Voted - Against
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Shareholder	Against	Voted - For
8	Compare CEO Compensation to Company's Lowest Paid U.S. Workers	Shareholder	Against	Voted - Against
9	Claw-Back of Payments Under Restatements	Shareholder	Against	Voted - Against
10	Review Anti-Discrimination Policy on Corporate Sponsorships and Executive Perks	Shareholder	Against	Voted - Against
11	Report on Political Contributions	Shareholder	Against	Voted - For
12	Amend EEO Policy to Prohibit Discrimination Based on Sexual Orientation and Gender Identity	Shareholder	Against	Voted - For
13	Report on Community Environmental Impacts of Operations	Shareholder	Against	Voted - Against
14	Report on Potential Environmental Damage from Drilling In the Arctic National Wildlife Refuge	Shareholder	Against	Voted - Against
15	Adopt Greenhouse Gas Emissions Goals for Products and Operations	Shareholder	Against	Voted - For
16	Report on Carbon Dioxide Emissions Information at Gas Stations	Shareholder	Against	Voted - Against
17	Report on Climate Change Impacts on Emerging Countries	Shareholder	Against	Voted - Against
18	Report on Energy Technologies Development	Shareholder	Against	Voted - Against
19	Adopt Policy to Increase Renewable Energy	Shareholder	Against	Voted - For

ISTAR FINANCIAL INC.

Ticker: SFI CUSIP: 45031U101

05/28/08 - Annual

1	Elect Directors	Management	For	Voted - For
2	Amend Deferred Compensation Plan	Management	For	Voted - For
3	Ratify Auditors	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal	Proposed by	Mgt. Position	Registrant Voted	
SOUTHERN COMPANY				
Ticker: <i>SO</i>		CUSIP: <i>842587107</i>		
05/28/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Adopt Majority Voting and Eliminate Cumulative Voting for Uncontested Election of Directors	Management	For	Voted - For
4	Eliminate Cumulative Voting	Management	For	Voted - For
5	Adopt Quantitative GHG Goals from Operations	Shareholder	Against	Voted - Against
LINN ENERGY, LLC				
Ticker: <i>LINE</i>		CUSIP: <i>536020100</i>		
05/29/08 - Annual				
1.1	Elect Director Michael C. Linn	Management	For	Voted - For
1.2	Elect Director George A. Alcorn	Management	For	Voted - For
1.3	Elect Director Terrence S. Jacobs	Management	For	Voted - For
1.4	Elect Director Jeffrey C. Swoveland	Management	For	Voted - For
1.5	Elect Director Joseph P. Mccoy	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Amend Omnibus Stock Plan	Management	For	Voted - For
BROOKDALE SENIOR LIVING INC.				
Ticker: <i>BKD</i>		CUSIP: <i>112463104</i>		
06/05/08 - Annual				
1	Elect Directors	Management	For	Voted - Split
1.1	Elect Director Wesley R. Edens	Management	For	Voted - Withhold
1.2	Elect Director Frank M. Bumstead	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Approve Qualified Employee Stock Purchase Plan	Management	For	Voted - Against
FAIRPOINT COMMUNICATIONS, INC				
Ticker: <i>FRP</i>		CUSIP: <i>305560104</i>		
06/18/08 - Annual				
1	Elect Directors	Management	For	Voted - For
2	Ratify Auditors	Management	For	Voted - For
3	Approve Omnibus Stock Plan	Management	For	Voted - For
4	Approve Executive Incentive Bonus Plan	Management	For	Voted - For

Chartwell Dividend & Income Fund, Inc.

Proposal

Proposed by Mgt. Position Registrant Voted

STAR ASIA FIN LTD

CUSIP: 855082103

06/25/08 - Annual

1	Approve Annual Financial Statements for the Period from 21st February 2007 (Inception) to 31st December 2007	Management	For	Voted - For
2	Elect Directors	Management	For	Voted - Withhold
3	Re-Appoint Ernst & Young Llp As Independent Auditors for 2008 and Fix Their Compensation	Management	For	Voted - For

Signatures

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

Chartwell Dividend & Income Fund, Inc.

By: /s/ Winthrop S. Jessup
President

Date: August 31, 2008