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ELLSWORTH FUND LTD
Form N-PX
July 13, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-04656

ELLSWORTH FUND LTD.

(Exact name of registrant as specified in charter)

65 Madison Avenue, Morristown, New Jersey 07960-7308

(Address of principal executive offices) (Zip code)

Thomas H. Dinsmore
Ellsworth Fund Ltd.
65 Madison Avenue
Morristown, New Jersey 07960-7308
(Name and address of agent for service)

Copy to:
Steven B. King, Esq.
Ballard Spahr Andrews & Ingersoll, LLP
1735 Market Street, 51st Floor
Philadelphia, PA 19103-7599

Registrant's telephone number, including area code: 973-631-1177

Date of fiscal year end: September 30, 2011

Date of reporting period: June 30, 2011

Item 1. Proxy Voting Record

Issuer: Abbott Laboratories
Ticker symbol: ABT
CUSIP: 002824100
Meeting date: 04/29/2011

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/ Against Mgmt.
1-01. Election of Director: Robert J. Alpern, M.D.	Management	YES	FOR	FOR
1-02. Election of Director: Roxanne S. Austin	Management	YES	FOR	FOR

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1-03.	Election of Director: W. James Farrell	Management	YES	FOR	FOR
1-04.	Election of Director: H. Laurance Fuller	Management	YES	FOR	FOR
1-05.	Election of Director: Edward M. Liddy	Management	YES	FOR	FOR
1-06.	Election of Director: Phebe N. Novakovic	Management	YES	FOR	FOR
1-07.	Election of Director: William A. Osborn	Management	YES	FOR	FOR
1-08.	Election of Director: Samuel C. Scott III	Management	YES	FOR	FOR
1-09.	Election of Director: Glenn F. Tilton	Management	YES	FOR	FOR
1-10.	Election of Director: Miles D. White	Management	YES	FOR	FOR
2.	Ratification of the appointment of independent auditors for 2011	Management	YES	FOR	FOR
3.	Advisory vote on executive compensation	Management	YES	FOR	FOR
4.	Advisory vote on the frequency of future votes on executive compensation	Management	YES	1 Year	1 Year
5.	Pharmaceutical Pricing	Shareholder	YES	ABSTAIN	N/A

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 Issuer: AT&T Inc.
 Ticker symbol: T
 CUSIP: 00206R102
 Meeting date: 04/29/2011

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.	
1-01.	Election of Director: Randall L. Stephenson	Management	YES	FOR	FOR
1-02.	Election of Director: Gilbert F. Amelio	Management	YES	FOR	FOR
1-03.	Election of Director: Reuben V. Anderson	Management	YES	FOR	FOR
1-04.	Election of Director: James H. Blanchard	Management	YES	FOR	FOR
1-05.	Election of Director: Jaime Chico Pardo	Management	YES	FOR	FOR
1-06.	Election of Director: James P. Kelly	Management	YES	FOR	FOR
1-07.	Election of Director: Jon C. Madonna	Management	YES	FOR	FOR
1-08.	Election of Director: Lynn M. Martin	Management	YES	FOR	FOR
1-09.	Election of Director: John B. McCoy	Management	YES	FOR	FOR
1-10.	Election of Director: Joyce M. Roche	Management	YES	FOR	FOR
1-11.	Election of Director: Matthew K. Rose	Management	YES	FOR	FOR

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1-12.	Election of Director: Laura D'Andrea Tyson	Management	YES	FOR	FOR
2.	Ratification of the appointment of independent auditors for 2011	Management	YES	FOR	FOR
3.	Approval of 2011 incentive plan	Management	YES	FOR	FOR
4.	Advisory vote on executive compensation	Management	YES	FOR	FOR
5.	Advisory vote on the frequency of future votes on executive compensation	Management	YES	3 Years	3 Years
6.	Political contributions	Shareholder	YES	FOR	AGAINST
7.	Special stockholder meetings	Shareholder	YES	ABSTAIN	N/A
8.	Written consent	Shareholder	YES	ABSTAIN	N/A

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 Issuer: Bristol-Myers Squibb Company
 Ticker symbol: BMY
 CUSIP: 110122108
 Meeting date: 05/03/2011

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.	
1-01.	Election of Director: LAMBERTO ANDREOTTI	Management	YES	FOR	FOR
1-02.	Election of Director: LEWIS B. CAMPBELL	Management	YES	FOR	FOR
1-03.	Election of Director: JAMES M. CORNELIUS	Management	YES	FOR	FOR
1-04.	Election of Director: LOUIS J. FREEH	Management	YES	FOR	FOR
1-05.	Election of Director: LAURIE H. GLIMCHER, M.D.	Management	YES	FOR	FOR
1-06.	Election of Director: MICHAEL GROBSTEIN	Management	YES	FOR	FOR
1-07.	Election of Director: LEIF JOHANSSON	Management	YES	FOR	FOR
1-08.	Election of Director: ALAN J. LACY	Management	YES	FOR	FOR
1-09.	Election of Director: VICKI L. SATO, PH.D.	Management	YES	FOR	FOR
1-10.	Election of Director: ELLIOTT SIGAL, M.D.	Management	YES	FOR	FOR
1-11.	Election of Director: TOGO D. WEST, JR.	Management	YES	FOR	FOR
1-12.	Election of Director: R. SANDERS WILLIAMS	Management	YES	FOR	FOR
2.	Ratification of the appointment of independent auditors for 2011	Management	YES	FOR	FOR
3.	Advisory vote on executive compensation	Management	YES	FOR	FOR

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4.	Advisory vote on the frequency of future votes on executive compensation	Management	YES	3 Years	3 Years
5.	Executive Compensation Disclosure	Shareholder	YES	ABSTAIN	N/A
6.	Shareholder Action by Written Consent	Shareholder	YES	ABSTAIN	N/A
7.	Pharmaceutical Price Restraint	Shareholder	YES	ABSTAIN	N/A

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Issuer: ConocoPhillips
 Ticker symbol: COP
 CUSIP: 20825C104
 Meeting date: 05/11/2011

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: RICHARD L. ARMITAGE	Management	YES	FOR	FOR
1-02. Election of Director: RICHARD H. AUCHINLECK	Management	YES	FOR	FOR
1-03. Election of Director: JAMES E. COPELAND, JR.	Management	YES	FOR	FOR
1-04. Election of Director: KENNETH M. DUBERSTEIN	Management	YES	FOR	FOR
1-05. Election of Director: RUTH R. HARKIN	Management	YES	FOR	FOR
1-06. Election of Director: HAROLD W. MCGRAW III	Management	YES	FOR	FOR
1-07. Election of Director: JAMES J. MULVA	Management	YES	FOR	FOR
1-08. Election of Director: ROBERT A. NIBLOCK	Management	YES	FOR	FOR
1-09. Election of Director: HARALD J. NORVIK	Management	YES	FOR	FOR
1-10. Election of Director: WILLIAM K. REILLY	Management	YES	FOR	FOR
1-11. Election of Director: VICTORIA J. TSCHINKEL	Management	YES	FOR	FOR
1-12. Election of Director: KATHRYN C. TURNER	Management	YES	FOR	FOR
1-13. Election of Director: WILLIAM E. WADE, JR.	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2011	Management	YES	FOR	FOR
3. Advisory approval of executive compensation	Management	YES	FOR	FOR
4. Advisory vote on the frequency of future votes on executive compensation	Management	YES	1 Year	1 Year
5. Approval of 2011 omnibus stock and performance incentive plan	Management	YES	FOR	FOR

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6.	Gender expression non-discrimination	Shareholder	YES	ABSTAIN	N/A
7.	Political contributions	Shareholder	YES	ABSTAIN	N/A
8.	Report on grassroots lobbying expenditures	Shareholder	YES	ABSTAIN	N/A
9.	Accident risk mitigation	Shareholder	YES	ABSTAIN	N/A
10.	Company environmental policy	Shareholder	YES	ABSTAIN	N/A
11.	Greenhouse gas reduction targets	Shareholder	YES	ABSTAIN	N/A
12.	Report on financial risks from climate change	Shareholder	YES	ABSTAIN	N/A
13.	Canadian oil sands	Shareholder	YES	ABSTAIN	N/A

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 Issuer: The Walt Disney Company
 Ticker symbol: DIS
 CUSIP: 254687106
 Meeting date: 03/23/2011

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: Susan E. Arnold	Management	YES	FOR	FOR
1-02. Election of Director: John E. Bryson	Management	YES	FOR	FOR
1-03. Election of Director: John S. Chen	Management	YES	FOR	FOR
1-04. Election of Director: Judith L. Estrin	Management	YES	FOR	FOR
1-05. Election of Director: Robert A. Iger	Management	YES	FOR	FOR
1-06. Election of Director: Steven P. Jobs	Management	YES	FOR	FOR
1-07. Election of Director: Fred H. Langhammer	Management	YES	FOR	FOR
1-08. Election of Director: Aylwin B. Lewis	Management	YES	FOR	FOR
1-09. Election of Director: Monica C. Lozano	Management	YES	FOR	FOR
1-10. Election of Director: Robert W. Matschullat	Management	YES	FOR	FOR
1-11. Election of Director: John E. Pepper, Jr.	Management	YES	FOR	FOR
1-12. Election of Director: Sheryl Sandberg	Management	YES	FOR	FOR
1-13. Election of Director: Orin C. Smith	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2011	Management	YES	FOR	FOR
3. Approval of the 2011 stock incentive plan	Management	YES	FOR	FOR
4. Advisory approval of executive compensation	Management	YES	FOR	FOR

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5.	Advisory vote on the frequency of future votes on executive compensation	Management	YES	1 Year	1 Year
6.	Performance tests for restricted stock units	Shareholder	YES	ABSTAIN	N/A

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 Issuer: Merck & Company, Inc.
 Ticker symbol: MRK
 CUSIP: 58933Y105
 Meeting date: 05/24/2011

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: Leslie A. Brun	Management	YES	FOR	FOR
1-02. Election of Director: Thomas R. Cech	Management	YES	FOR	FOR
1-03. Election of Director: Richard T. Clark	Management	YES	FOR	FOR
1-04. Election of Director: Kenneth C. Frazier	Management	YES	FOR	FOR
1-05. Election of Director: Thomas H. Glocer	Management	YES	FOR	FOR
1-06. Election of Director: Steven F. Goldstone	Management	YES	FOR	FOR
1-07. Election of Director: William B. Harrison, Jr.	Management	YES	FOR	FOR
1-08. Election of Director: Harry R. Jacobson	Management	YES	FOR	FOR
1-09. Election of Director: William N. Kelley	Management	YES	FOR	FOR
1-10. Election of Director: C. Robert Kidder	Management	YES	FOR	FOR
1-11. Election of Director: Rochelle B. Lazarus	Management	YES	FOR	FOR
1-12. Election of Director: Carlos E. Represas	Management	YES	FOR	FOR
1-13. Election of Director: Patricia F. Russo	Management	YES	FOR	FOR
1-14. Election of Director: Thomas E. Shenk	Management	YES	FOR	FOR
1-15. Election of Director: Anne M. Tatlock	Management	YES	FOR	FOR
1-16. Election of Director: Craig B. Thompson	Management	YES	FOR	FOR
1-17. Election of Director: Wendell P. Weeks	Management	YES	FOR	FOR
1-18. Election of Director: Peter C. Wendell	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2011	Management	YES	FOR	FOR
3. Advisory vote on executive compensation	Management	YES	FOR	FOR

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4. Advisory vote on the frequency of future votes on executive compensation Management YES 3 Years 3 Years

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Issuer: Verizon Communications Inc.
 Ticker symbol: VZ
 CUSIP: 92343V104
 Meeting date: 05/05/2011

Matter Voted On	Proposed By	Voted (Yes or No)	Vote Cast	For/Against Mgmt.
1-01. Election of Director: RICHARD L. CARRION	Management	YES	FOR	FOR
1-02. Election of Director: M. FRANCES KEETH	Management	YES	FOR	FOR
1-03. Election of Director: ROBERT W. LANE	Management	YES	FOR	FOR
1-04. Election of Director: LOWELL C. MCADAM	Management	YES	FOR	FOR
1-05. Election of Director: SANDRA O. MOOSE	Management	YES	FOR	FOR
1-06. Election of Director: JOSEPH NEUBAUER	Management	YES	FOR	FOR
1-07. Election of Director: DONALD T. NICOLAISEN	Management	YES	FOR	FOR
1-08. Election of Director: CLARENCE OTIS, JR.	Management	YES	FOR	FOR
1-09. Election of Director: HUGH B. PRICE	Management	YES	FOR	FOR
1-10. Election of Director: IVAN G. SEIDENBERG	Management	YES	FOR	FOR
1-11. Election of Director: RODNEY E. SLATER	Management	YES	FOR	FOR
1-12. Election of Director: JOHN W. SNOW	Management	YES	FOR	FOR
2. Ratification of the appointment of independent auditors for 2011	Management	YES	FOR	FOR
3. Advisory vote on executive compensation	Management	YES	FOR	FOR
4. Advisory vote on the frequency of future votes on executive compensation	Management	YES	1 Year	1 Year
5. Disclose prior government service	Shareholder	YES	ABSTAIN	N/A
6. Performance stock unit performance thresholds	Shareholder	YES	ABSTAIN	N/A
7. Cumulative voting	Shareholder	YES	ABSTAIN	N/A
8. Shareholder right to call a special meeting	Shareholder	YES	ABSTAIN	N/A

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SIGNATURES

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

Ellsworth Fund Ltd.

By /s/Thomas H. Dinsmore

Thomas H. Dinsmore

Principal Executive Officer

Date: July 13, 2011