

Evergreen Global Dividend Opportunity Fund  
Form DEFR14A  
May 25, 2010

SCHEDULE 14A INFORMATION

PROXY STATEMENT PURSUANT TO SECTION 14(A)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Filed by the Registrant ☒ [X]

Filed by a Party other than the Registrant ☐ [ ]

Check the Appropriate Box:

☐ [ ] Preliminary Proxy Statement

☐ [ ] Confidential, for Use of the Commission Only

(as permitted by Rule 14a-6(e)(2)) ☐ [ ]

☒ [X] Definitive Proxy Statement

☐ [ ] Definitive Additional Materials

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Evergreen Global Dividend Opportunity Fund

(Name of Registrant as Specified in Its Charter)

Payment of filing fee (check the appropriate box):

☒ [X] No fee required.

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(1) Title of each class of securities to which transaction applies:

\_\_\_\_\_

(2) Aggregate number of securities to which transaction applies:

\_\_\_\_\_

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

\_\_\_\_\_

(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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(1) Amount Previously Paid: \_\_\_\_\_

(2) Form, Schedule or Registration Statement No.: \_\_\_\_

(3) Filing Party: \_\_\_\_\_

(4) Date Filed: \_\_\_\_\_

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**EVERGREEN GLOBAL DIVIDEND OPPORTUNITY FUND**

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON JULY 9, 2010**

525 Market Street, 12th Floor, San Francisco, California 94105

TO THE SHAREHOLDERS OF  
EVERGREEN GLOBAL DIVIDEND OPPORTUNITY FUND

Notice is hereby given that the Special Meeting of Shareholders (the "Meeting") of Evergreen Global Dividend Opportunity Fund (the "Fund") will be held on July 9, 2010 at 11:00 a.m. Pacific time, at the offices of *Wells Fargo Advantage Funds®*, 525 Market Street, 12th Floor, San Francisco, California 94105 for the following purposes:

1. To elect seven new Trustees and re-elect two existing Trustees to the Board of Trustees of the Fund to serve for the term indicated herein and until their successors shall have been duly elected and qualified;
2. To consider and act upon (a) a new Investment Advisory Agreement with Wells Fargo Funds Management, LLC (b) a new Sub-Advisory Agreement with Crow Point Partners, LLC and (c) a new Sub-Advisory Agreement with Wells Capital Management Incorporated; and
3. To transact such other business as may properly come before the Meeting or any adjournments thereof.

Shareholders of record at the close of business on May 18, 2010 will be entitled to vote at the Meeting to the extent described in the accompanying proxy statement. It is hoped that you will attend the Meeting, but if you cannot do so, please complete and sign the enclosed proxy card and return it in the accompanying envelope as promptly as possible or vote by telephone or Internet. Any shareholder attending the Meeting can vote in person even though a proxy may have already been designated by the shareholder. **Instructions for the proper execution of the proxy card, as well as instructions on how to vote by telephone and Internet, are set forth at the end of the proxy statement.**

THE BOARD OF TRUSTEES OF THE FUND UNANIMOUSLY RECOMMENDS THAT YOU VOTE FOR THE ELECTION OF EACH NOMINEE AS A TRUSTEE AND IN FAVOR OF THE NEW INVESTMENT ADVISORY AGREEMENT WITH WELLS FARGO FUNDS MANAGEMENT, LLC, THE NEW SUB-ADVISORY AGREEMENT WITH CROW POINT PARTNERS, LLC AND THE NEW SUB-ADVISORY AGREEMENT WITH WELLS CAPITAL MANAGEMENT INCORPORATED.

By Order of the Board of Trustees,

MICHAEL H. KOONCE  
Secretary

May 27, 2010

## **EVERGREEN GLOBAL DIVIDEND OPPORTUNITY FUND PROXY STATEMENT**

This proxy statement is furnished in connection with the solicitation of proxies by and on behalf of the Board of Trustees (the "Board") of Evergreen Global Dividend Opportunity Fund (the "Fund") for the Special Meeting of Shareholders (the "Meeting") to be held at *Wells Fargo Advantage Funds*®, 525 Market Street, 12th Floor, San Francisco, California 94105, on July 9, 2010 at 11:00 a.m. Pacific time. The address of the principal office of the Fund is Evergreen Investments, 200 Berkeley Street, Boston, Massachusetts 02116-5034. If you wish to participate in the Meeting, you may submit the proxy card included with this proxy statement by mail, vote by telephone or the Internet, or attend the Meeting in person. (See "Instructions for Executing Proxy Card" at the end of this proxy statement.) If you wish to attend the Meeting in person, please call (866) 641-4254 for instructions.

Shareholders are being asked to (i) elect seven new Trustees and re-elect two existing Trustees to the Board and (ii) approve a new Investment Advisory Agreement with Wells Fargo Funds Management, LLC ("Funds Management") (the "New Advisory Agreement") to replace the current Investment Advisory and Management Agreement with Evergreen Investment Management Company, LLC ("EIMC") (the "Current Advisory Agreement"), as well as a new Sub-Advisory Agreement with Crow Point Partners, LLC ("Crow Point") (a "New Sub-Advisory Agreement") to replace the current Sub-Advisory Agreement with Crow Point (the "Current Sub-Advisory Agreement") and a new Sub-Advisory Agreement with Wells Capital Management Incorporated ("Wells Capital") (a "New Sub-Advisory Agreement") pursuant to which Wells Capital will provide certain of the investment advisory services currently being performed by EIMC. Following Shareholder approval of the nominee Trustees, the New Advisory Agreement and the New Sub-Advisory Agreements, the Fund's name will change to "Wells Fargo Advantage Global Dividend Opportunity Fund." These proposals are intended to facilitate the transition of oversight and investment management responsibility for the Evergreen closed-end funds to Funds Management. This is an important step in the integration of the Evergreen funds and *Wells Fargo Advantage Funds*, following Wells Fargo & Company's ("Wells Fargo") December 31, 2008 acquisition of Wachovia Corporation, the parent company of EIMC.

This proxy statement, the accompanying Notice of Special Meeting of Shareholders and the proxy card will be first sent to shareholders on or about May 27, 2010.

### **IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON JULY 9, 2010.**

**You may obtain a copy of this proxy statement, the accompanying Notice of Special Meeting of Shareholders and the proxy card without charge by visiting the Web site indicated on your proxy card. You may obtain a copy of the Fund's most recent shareholder report(s) without charge from Evergreen Service Company, LLC, P.O. Box 8400, Boston, Massachusetts 02266-8400, by calling 1.800.343.2898 or by downloading it from [www.EvergreenInvestments.com](http://www.EvergreenInvestments.com).**

### **Proxy Solicitation**

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The Board intends to bring before the Meeting the matters set forth in the accompanying notice. Holders of common shares ("Shares") of the Fund ("Shareholders") will vote together on the election of Mses. Johnson and Mitchell; Messrs. Gordon, Harris, Larcker, Penny, Scofield and Willeke; and Dr. Keith and the New Advisory Agreement with Funds Management, the New Sub-Advisory Agreement with Crow Point and the New Sub-Advisory Agreement with Wells Capital. You can vote by returning your properly executed proxy card in the envelope provided or you may vote by telephone or Internet by following the instructions at the end of this proxy statement. When you complete and sign your proxy card, the proxies named will vote on your behalf at the Meeting (or any adjournments thereof) exactly as you have indicated. If you return a signed proxy card but no choice is specified, your Shares will be voted FOR the election of each of the nominees named in the enclosed proxy card and IN FAVOR OF the New Advisory Agreement with Funds Management, the New Sub-Advisory Agreement with Crow Point and the New Sub-Advisory Agreement with Wells Capital. If any other matters are properly presented at the Meeting for action, the persons named as proxies will vote in accordance with the views of management of the Fund. Shareholders, including a broker who may hold Shares on your behalf, may revoke a proxy prior to the Meeting by giving timely written notice of such revocation to the Fund at the address above, by submitting a subsequent proxy timely and in accordance with the methods prescribed by this proxy statement, or by attending the Meeting and voting in person.

If Shareholders do not approve the New Advisory Agreement with Funds Management, the New Sub-Advisory Agreements with Crow Point and Wells Capital will not be implemented, even if approved by Shareholders. However, the outcome of the vote for one New Sub-Advisory Agreement does not affect the outcome of the other New Sub-Advisory Agreement or the New Advisory Agreement.

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The Fund's Second Amended and Restated Agreement and Declaration of Trust (the "Declaration") provides that the holders of thirty-three and a third percent (33 1/3%) of the Shares issued and outstanding, present in person or by proxy, shall constitute a quorum for the transaction of business at the Meeting (although a larger percentage is required for approval of the proposals regarding the New Advisory Agreement and New Sub-Advisory Agreements). With regard to the election of Trustees, votes may be cast FOR all nominees or votes may be WITHHELD either with respect to all of the nominees or any individual nominee. With regard to the New Advisory Agreement with Funds Management, the New Sub-Advisory Agreement with Crow Point and the New Sub-Advisory Agreement with Wells Capital, votes may be cast IN FAVOR OF or AGAINST each of the proposed agreements or you may ABSTAIN from voting. Abstentions, broker non-votes (i.e., Shares held by brokers or nominee entities as to which (i) instructions have not been received from the beneficial owners or other persons entitled to vote and (ii) the broker or nominee entity does not have discretionary voting power on a particular matter), and votes that are withheld will count for purposes of determining whether a quorum is present and will have no effect with respect to the election of Trustees (Proposal 1), but will have the effect of a vote AGAINST the New Advisory Agreement with Funds Management, the New Sub-Advisory Agreement with Crow Point and the New Sub-Advisory Agreement with Wells Capital (Proposals 2a, 2b and 2c).

The affirmative vote of a plurality of the votes cast by Shareholders present in person or represented by proxy at the Meeting and entitled to vote is required for the election of Trustees (Proposal 1). The approval of the New Advisory Agreement with Funds Management, the New Sub-Advisory Agreement with Crow Point and the New Sub-Advisory Agreement with Wells Capital (Proposals 2a, 2b and 2c) requires the affirmative vote of a majority of the outstanding voting securities of the Fund as defined in the Investment Company Act of 1940, as amended (the "1940 Act"). The 1940 Act defines the vote of a majority of the outstanding voting securities of the Fund to mean the affirmative vote of the lesser of (a) 67% or more of the Shares of the Fund present at the meeting, if more than 50% of the outstanding Shares of the Fund are present in person or by proxy at the Meeting or (b) more than 50% of the outstanding Shares of the Fund.

In the event a quorum is not present at the Meeting or a quorum is present but sufficient votes to approve a proposal are not received, the persons named as proxies may propose one or more adjournments of the Meeting to permit further solicitation of proxies as to a proposal. The persons named as proxies will vote in favor of an adjournment those votes that may be voted in favor of the proposal. The persons named as proxies will vote against any such adjournment those votes marked against the proposal. The Meeting, whether or not a quorum is present, may be adjourned from time to time by the vote of a majority of the Shares represented at the Meeting, either in person or by proxy; or by the chair of the Meeting, in his or her discretion. Abstentions and broker non-votes will not be voted on a motion to adjourn.

Any proposal for which sufficient favorable votes have been received by the time of the Meeting may be acted upon and considered final regardless of whether the Meeting is adjourned to permit additional solicitation with respect to any other proposal. In certain circumstances in which the Fund has received sufficient votes to approve a matter being recommended for approval by the Fund's Board, the Fund may request that brokers and nominee entities, in their discretion, withhold or withdraw submission of broker non-votes in order to avoid the need for solicitation of additional votes in favor of the proposal.

Solicitation may be undertaken by mail, telephone, facsimile and personal contact. The Fund has engaged Computershare Fund Services to solicit proxies from brokers, banks, other institutional holders and individual Shareholders for a fee of approximately \$49,000. Funds Management or its affiliates will bear this cost and the other costs and expenses of the Meeting.

### Voting Securities and Principal Holders Thereof

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Shareholders of record at the close of business on May 18, 2010 are entitled to vote at the Meeting or any adjournment thereof to the extent set forth in this proxy statement. As of May 18, 2010, the Fund had outstanding 48,965,168 common shares. Each common share will be entitled to one vote per share, and each fractional share is entitled to a proportionate fractional vote, as to any matter on which the common share is entitled to vote.

As of May 18, 2010, the Depository Trust Company owned of record approximately 100% of the outstanding Shares. No other person is reflected on the books and records of the Fund as owning beneficially 5% or more of the outstanding Shares of any class of the Fund as of May 18, 2010. However, the entities listed below have made filings with the Securities and Exchange Commission ("SEC") disclosing their ownership of beneficial interests in the outstanding shares of the Fund in the amounts set forth opposite their names below. The filings are available at the SEC's Web site ([www.sec.gov](http://www.sec.gov)).

Class	Shareholder Name and Address	Number of Shares Owned	Percentage Owned <sup>1</sup>
Common (30024H101)	<b>First Trust Portfolios L.P.</b> <b>First Trust Advisors L.P.</b> <b>The Charger Corporation</b>	5,261,770	10.8%

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120 East Liberty Drive, Suite 400  
Wheaton, Illinois 60187

1 The filing by the listed entity indicates that the entity shares dispositive and voting power over the securities with another person. As of May 18, 2010, the officers and Trustees of the Fund as a group beneficially owned in the aggregate less than 1.00% of the common shares of the Fund and less than 1.00% of the outstanding securities of Wells Fargo, the parent company of EIMC, which is the Fund's current investment adviser, Funds Management, which is the Fund's proposed investment adviser, Crow Point, which is both the Fund's current and proposed sub-adviser and Wells Capital, which is the Fund's proposed sub-adviser.

## I. ELECTION OF TRUSTEES (PROPOSAL 1)

At a meeting held on May 11, 2010, the Fund's Board nominated seven persons for election to the Fund's Board as new Trustees (each, a "New Nominee Trustee"). Funds Management recommended each New Nominee Trustee as part of the overall integration of the Evergreen funds and *Wells Fargo Advantage Funds* fund families. In addition, the Board has nominated two persons, Dr. Keith and Mr. Scofield, for re-election to the Fund's Board (each, a "Current Nominee Trustee" and, together with each New Nominee Trustee, the "Nominee Trustees"). The remaining members of the Fund's current Board will serve in an advisory capacity for a period of two years expected to begin in July 2010. In accordance with the Fund's Declaration, the Nominee Trustees have been divided into three classes (each a "Class"): Class I, Class II and Class III. The Nominee Trustees in each Class serve until the annual meeting for the year indicated: Class I, 2011, Class II, 2012 and Class III, 2013 or, if later, until their respective successors are elected and qualified. At each subsequent annual meeting, the persons elected to the Class of Trustees whose terms are expiring will generally be nominated for a three-year term. The effect of these staggered terms is to limit the ability of other entities or persons to acquire control of the Fund by delaying the replacement of a majority of the Board. If any nominee for any reason becomes unable to serve or is unwilling to serve, the persons named as proxies in the enclosed proxy card, in consultation with the Board, will vote for the election of such other person or persons as they may consider qualified. The Board has no reason to believe that any of the nine Nominee Trustees will be unable or unwilling to serve.

The Board of the Fund proposes the following Nominee Trustees for election at the Meeting:

Non-Interested Nominee Trustees	Class	Expiration of Term if Elected
Isaiah Harris, Jr.	Class I	2011
David F. Larcker	Class I	2011
Olivia S. Mitchell	Class I	2011
Dr. Leroy Keith, Jr.	Class II	2012
Judith M. Johnson	Class II	2012
Donald C. Willeke	Class II	2012
Peter G. Gordon	Class III	2013
Timothy J. Penny	Class III	2013
Michael S. Scofield	Class III	2013

You cannot vote by proxy for anyone other than the nine Nominee Trustees currently proposed to serve on the Board.

## Current Trustee and Nominee Trustee Information

The following tables contain specific information about each current Trustee and Nominee Trustee as of December 31, 2009 including: age, principal occupation(s) during the past five years, position held with the Fund, length of time served, any other directorships held outside the Evergreen family of funds and number of portfolios overseen by such current Trustee and Nominee Trustee. The address for each current Trustee, including each Current Nominee Trustee, is c/o Evergreen Global Dividend Opportunity Fund, 200 Berkeley Street, Boston, Massachusetts 02116-5034. The address for each New Nominee Trustee is 525 Market Street, 12th Floor, San Francisco, California 94105. The current Board consists of ten members and, assuming shareholder approval, the new Board will consist of nine members.

Name and Age	Position Held with the Fund	Length of Time Served <sup>1</sup>	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Trustee <sup>2</sup>	Other Directorships Held by Trustee
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Class I - Non-Interested Nominee Trustees to serve until 2011 Annual Meeting of Shareholders

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Isaiah Harris, Jr., 57 <sup>3</sup>	None	N/A	Retired. President and CEO of BellSouth Advertising and Publishing Corp from 2005 to 2007, President and CEO of BellSouth Enterprises from 2004 to 2005 and President of BellSouth Consumer Services from 2000 to 2003. Currently a member of the Iowa State University Foundation Board of Governors and a member of the Advisory Board of Iowa State University School of Business.	0	Trustee, <i>Wells Fargo Advantage Funds</i> Family of Investment Companies (consisting of 133 portfolios); CIGNA Corporation (insurance); Deluxe Corporation (financial and small business services)
David F. Larcker, 59 <sup>3</sup>	None	N/A	James Irvin Miller Professor of Accounting at the Graduate School of Business, Stanford University. Director of Corporate Governance Research Program and Co-Director of The Rock Center for Corporate Governance since 2006. From 2005 to 2008, Professor of Accounting at the Graduate School of Business, Stanford University. Prior thereto, Ernst & Young Professor of Accounting at The Wharton School, University of Pennsylvania from 1985 to 2005.	0	Trustee, <i>Wells Fargo Advantage Funds</i> Family of Investment Companies (consisting of 133 portfolios)
Olivia S. Mitchell, 56 <sup>3</sup>	None	N/A	International Foundation of Employee Benefit Plans Professor and Chair of the Department of Insurance and Risk Management, Wharton School of the University of Pennsylvania. Director of Wharton's Pension and Research Council and Boettner Center on Pensions & Retirement Research and Research Associate at the National Bureau of Economic Research. Previously, Cornell University Professor from 1978 to 1993.	0	Trustee, <i>Wells Fargo Advantage Funds</i> Family of Investment Companies (consisting of 133 portfolios)

### Class II - Non-Interested Nominee Trustees to serve until 2012 Annual Meeting of Shareholders

Dr. Leroy Keith, Jr., 70 <sup>4,5,6</sup>	Trustee	Trustee since 2004	Managing Director, Almanac Capital Management (commodities firm). Trustee, Phoenix Fund Complex. Director, Diversapack Co. (packaging company). Former Partner, Stonington Partners, Inc. (private equity fund). Former Director, Obagi Medical Products Co. Former Director, Lincoln Educational Services.	74	Trustee, Phoenix Fund Complex (consisting of 46 portfolios as of 12/31/09)
Judith M. Johnson, 60 <sup>3</sup>	None	N/A	Retired. Prior thereto, Chief Executive Officer and Chief Investment Officer of Minneapolis Employees Retirement Fund from 1996 to 2008. Ms. Johnson is an attorney, certified public accountant and a certified managerial accountant.	0	Trustee, <i>Wells Fargo Advantage Funds</i> Family of Investment Companies (consisting of 133 portfolios)
Donald C. Willeke, 69 <sup>3</sup>	None	N/A	Principal of the law firm of Willeke & Daniels. General Counsel of the Minneapolis Employees Retirement Fund from 1984 to present.	0	Trustee, <i>Wells Fargo Advantage Funds</i> Family of Investment Companies (consisting of 133 portfolios)

### Class III - Non-Interested Nominee Trustees to serve until 2013 Annual Meeting of Shareholders

Peter G. Gordon, 67 <sup>3</sup>	None	N/A	Co-Founder, Chairman, President and CEO of Crystal Geyser Water Company.	0	Trustee, <i>Wells Fargo Advantage Funds</i> Family of Investment Companies (consisting of 133 portfolios)
Timothy J. Penny, 58 <sup>3</sup>	None	N/A	President and CEO of Southern Minnesota Initiative Foundation, a non-profit organization, since 2007 and Senior Fellow at the Humphrey Institute Policy Forum at the University of Minnesota since 1995. Member of the Board of Trustees of NorthStar Education Finance, Inc.,	0	Trustee, <i>Wells Fargo Advantage Funds</i> Family of Investment Companies (consisting of 133 portfolios)

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a non-profit organization, since 2007.

portfolios)

Michael S. Scofield, 66 <sup>4,6,7</sup>	Trustee	Trustee since 2004	Retired. Prior thereto, Attorney, Law Offices of Michael S. Scofield. Former Director and Chairman, Branded Media Corporation (multi-media branding company).	74	None
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## Current Non-Interested Trustees<sup>8</sup>

Patricia B. Norris, 61 <sup>4,9</sup>	Trustee	Trustee since 2006	President and Director of Buckleys of Kezar Lake, Inc. (real estate company). Former President and Director of Phillips Pond Homes Association (home community). Former Partner, PricewaterhouseCoopers, LLP (independent registered public accounting firm).	74	None
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Carol A. Kosel, 46 <sup>4,7,10</sup>	Trustee	Trustee since 2008	Former Consultant to the Evergreen Boards of Trustees. Former Vice President and Senior Vice President, Evergreen Investments, Inc. Former Treasurer, Evergreen Funds. Former Treasurer, Vestaur Securities Fund.	74	None
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Gerald M. McDonnell, 70 <sup>9</sup>	Trustee	Trustee since 2004	Former Manager of Commercial Operations, CMC Steel (steel producer).	74	None
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Richard J. Shima, 70 <sup>5</sup>	Trustee	Trustee since 2004	Independent Consultant. Director, Hartford Hospital. Trustee, Greater Hartford YMCA. Former Director, Trust Company of CT. Former Trustee, Saint Joseph College (CT).	74	None
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David M. Richardson, 68 <sup>10</sup>	Trustee	Trustee since 2004	President, Richardson, Runden LLC (executive recruitment advisory services). Director, J&M Cumming Paper Co. (paper merchandising). Trustee, NDI Technologies, LLP (communications). Former Consultant, AESC (The Association of Executive Search Consultants).	74	None
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Dr. Russell A. Salton, III, 62 <sup>4,7,9</sup>	Trustee	Trustee since 2004	President/CEO, AccessOne MedCard, Inc.	74	None
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## Current Interested Trustees

William W. Pettit, 54 <sup>10,11</sup>	Trustee	Trustee since 2004	Shareholder, Rogers, Townsend and Thomas, P.C. (law firm). Director, Superior Packaging Corp. (packaging company). Member, Superior Land, LLC (real estate holding company). Member, K&P Development, LLC (real estate development). Former Director, National Kidney Foundation of North Carolina, Inc. (non-profit organization).	74	None
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Richard K. Wagoner, 72 <sup>5,12</sup>	Trustee	Trustee since 2004	Member and Former President, North Carolina Securities Traders Association. Member, Financial Analysts Society.	74	None
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1 Initially, all Trustees are elected to serve a one-, two- or three-year term and thereafter, if re-elected, to serve three-year terms.

2 As of December 31, 2009, the Evergreen fund complex consisted of ten open-end investment companies with sixty-eight separate series and six closed-end funds.

3 New Nominee Trustee.

4 Member of 15(c) Committee.

5 Member of Performance Committee.

6 Current Nominee Trustee.

7 Member of Executive Committee (which also functions as the Nominating Committee and the Qualified Legal Compliance Committee).

8 Dr. Keith and Mr. Scofield are current Trustees but are also Current Nominee Trustees. Information with respect to Dr. Keith and Mr. Scofield is presented in the table above.

9 Member of Audit Committee.

10 Member of Distribution, 12b-1 and Service Committee.

11 It is possible that Mr. Pettit may be viewed as an "interested person" of the Evergreen funds, as defined in the 1940 Act, because of his law firm's representation of affiliates of Wells Fargo, the parent company of EIMC, the Evergreen funds' investment adviser. The Trustees are

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treating Mr. Pettit as an interested Trustee for the time being.

12 Mr. Wagoner is an "interested person" of the Evergreen funds, as defined in the 1940 Act, because of his ownership of shares in Wells Fargo, the parent company of EIMC, the Evergreen funds' investment adviser.

The following table contains specific information about the dollar range of equity securities beneficially owned by each current Trustee and Nominee Trustee in the Fund and the aggregate dollar range of equity securities in other funds in the Evergreen family of funds overseen by the Trustees.

Name of Trustee	Aggregate Dollar Range of Equity Securities in All Funds Overseen by Trustee in Evergreen Family of Investment Companies as of	
	Dollar Range of Equity Securities in the Fund as of October 31, 2009	December 31, 2009
<b>Non-Interested Nominee Trustees</b>		
Peter G. Gordon	\$0	\$0
Isaiah Harris, Jr.	\$0	\$0
Judith M. Johnson	\$0	\$0
		Over
Dr. Leroy Keith, Jr. <sup>1</sup>	\$0	\$100,000
David F. Larcker	\$0	\$0
Olivia S. Mitchell	\$0	\$0
Timothy J. Penny	\$0	\$0
		Over
Michael S. Scofield <sup>1,2</sup>	\$0	\$100,000
Donald C. Willeke	\$0	\$0
<b>Current Non-Interested Trustees</b>		
		Over
Carol A. Kosel	\$0	\$100,000
		Over
Gerald M. McDonnell <sup>2</sup>	\$0	\$100,000
		Over
Patricia B. Norris	\$0	\$100,000
		Over
David M. Richardson	\$0	\$100,000
		Over
Dr. Russell A. Salton, III <sup>2</sup>	\$0	\$100,000
		Over
Richard J. Shima <sup>2</sup>	\$0	\$100,000
<b>Current Interested Trustees</b>		
		Over
William W. Pettit <sup>2</sup>	\$0	\$100,000
		Over
Richard K. Wagoner	\$0	\$100,000

<sup>1</sup> Dr. Keith and Mr. Scofield are also current non-interested Trustees.

<sup>2</sup> In addition to the above amounts, the Trustee has over \$100,000 indirectly invested in certain of the Evergreen funds through Deferred Compensation Plans, with the exception of Mr. Shima who has \$50,001-\$100,000 indirectly invested.

### The Board of Trustees and Its Leadership Structure

The Fund is supervised by the Board. The Board meets periodically throughout the year to oversee the Fund's activities, reviewing, among other things, the Fund's performance and its contractual arrangements with various service providers. During the fiscal year ended October 31, 2009, the Board held 6 regular meetings and 9 special meetings. Each Trustee attended at least 75% of the aggregate of the total number of meetings of the Board and Committees on which he or she served.

The current Chairman of the Board, Michael S. Scofield, is not an "interested person" of the Fund, EIMC, Funds Management, TAG or Wells Capital, as defined in the 1940 Act (an "Independent Trustee"). The Independent Trustees meet periodically in the absence of the members of the Board not considered to be Independent Trustees. At those meetings, the Independent Trustees consider a variety of matters that they are required by law to consider, as well as certain other matters, including matters that are



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scheduled to come before the full Board, such as fund governance and leadership issues. The Independent Trustees are advised by independent legal counsel. In connection with each regular meeting of the Board, the Trustees meet separately from Evergreen management, including, periodically, with counsel for the Independent Trustees and with the Evergreen funds' Chief Compliance Officer.

Three of the five standing Committees of the Board are comprised exclusively of Independent Trustees. The Chairperson of each Committee is an Independent Trustee. A description of the responsibilities of each of the Committees follows.

The Board has an Executive Committee which consists of Carol A. Kosel, Dr. Russell A. Salton, III and the Chairman of the Board, Michael S. Scofield, each of whom is an Independent Trustee. The Executive Committee recommends Trustees to fill vacancies, prepares the agenda for Board Meetings, acts on routine matters between scheduled Board meetings and reviews and resolves conflicts of interest between the Fund and the Fund's investment adviser or its affiliates. The Executive Committee also oversees and assists Trustee oversight of: litigation commenced by or against the Evergreen funds; litigation commenced by or against any service provider to the Evergreen funds that relates to the Evergreen funds or that may have a material effect on the service provider's ability to perform its services to the Evergreen funds; and non-routine regulatory actions, examinations, inspections, or other activities in respect of any service provider to the Evergreen funds that relate to its services to the Evergreen funds or that may have a material effect on the service provider's ability to perform its services to the Evergreen funds. The Executive Committee also functions as the Nominating Committee and the Qualified Legal Compliance Committee (as further described below). The Executive Committee met 27 times during fiscal year 2009.

The Nominating Committee is responsible for nominating candidates for election to the Board. The Committee may solicit suggestions for persons to fill vacancies on the Board from such sources as it deems appropriate, including EIMC and its affiliates. The Committee will consider nominations for openings on the Board from Shareholders who have separately or as a group held for at least one full year at least 5% of the outstanding shares of the Fund. Shareholder recommendations should be sent to the attention of the Committee in care of the Evergreen fund's Secretary, and should include biographical information, including the proposed nominee's business experience for the past ten years and a description of the proposed nominee's qualifications, along with a statement from the proposed nominee that he or she is willing to serve and meets the requirements to be an Independent Trustee, if applicable. For additional detail, please see the Fund's Policy for the Consideration of Trustee Nominees attached as Exhibit B.

The Qualified Legal Compliance Committee is responsible for establishing written procedures for the confidential receipt, retention and consideration of any report of evidence of a material violation of an applicable U.S. federal or state securities law, a material breach of a fiduciary duty arising under U.S. federal or state law, or a similar material violation of any U.S. federal or state law by a Fund or by any officer, Trustee, employee or agent of a Fund. The Committee is also responsible for determining whether an investigation is necessary regarding any report of evidence of a material violation.

The Board has a 15(c) Committee which consists of Dr. Leroy Keith, Jr., Carol A. Kosel, Patricia B. Norris, Dr. Russell A. Salton, III and the Chairman of the Committee, Michael S. Scofield, each of whom is an Independent Trustee. The 15(c) Committee is responsible for gathering relevant information to assist the full Board in fulfilling its obligations relating to the initial approval and renewal of advisory and distribution contracts pursuant to Section 15 of the 1940 Act. It may request information from and submit questions to the Fund's investment adviser and its affiliates in order for the full Board to determine whether or not to enter into or renew Fund contracts. The 15(c) Committee met 4 times during fiscal year 2009.

The Board has an Audit Committee which consists of Gerald M. McDonnell, Dr. Russell A. Salton, III, and the Chairperson of the Committee, Patricia B. Norris, each of whom is an Independent Trustee. The purpose of the Audit Committee is to oversee the Fund's accounting and financial reporting policies and practices, its internal controls and, as appropriate, the internal controls of certain service providers, to review the quality and objectivity of the Fund's financial statements and the independent audits thereof, and to act as liaison between the Fund's independent auditors and the Board. The Audit Committee also oversees and assists Trustee oversight of matters related to pricing and valuation of portfolio securities. Each member of the Audit Committee is "independent" as defined in the listing standards of the NYSE Alternext U.S. Exchange (formerly known as the American Stock Exchange). The Audit Committee met 17 times during fiscal year 2009. A copy of the Fund's Audit Committee Charter is attached as Exhibit C.

The Fund has a Performance Committee which consists of Richard J. Shima, Richard K. Wagoner and the Chairman of the Committee, Dr. Leroy Keith, Jr. The Performance Committee reviews all activities involving investment-related issues and activities of EIMC and any sub-advisers to the Evergreen funds and assesses the performance of the Evergreen funds. With the exception of Mr. Wagoner, the members of the Performance Committee are Independent Trustees. The Performance Committee met 6 times during fiscal year 2009.

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The Fund has a Distribution, 12b-1, and Service Committee (formerly the 12b-1 Committee) which consists of David M. Richardson and the Chairperson of the Committee, Carol A. Kosel, each of whom is an Independent Trustee, and William W. Pettit. It is possible that Mr. Pettit may be viewed as an "interested person" of the Evergreen funds, as defined in the 1940 Act, because of his law firm's previous representation of affiliates of Wells Fargo, the parent company of EIMC, the Evergreen funds' investment adviser. The Distribution, 12b-1, and Service Committee oversees and assists Trustee oversight of: the means by which shares of the Evergreen funds are distributed; expenditures by the Evergreen funds' distributor of amounts paid under the funds' Rule 12b-1 plans; the nature and quality of services provided by the Evergreen funds' transfer agents; and the overall level of servicing provided to shareholders of the Fund. The Distribution, 12b-1, and Service Committee met 4 times during fiscal year 2009.

The Board reviews its leadership structure periodically and believes that its leadership structure, with Independent Trustees comprising a large majority of the Board and serving as the Chairpersons of the Board and each of its Committees, is appropriate to enable the Board to exercise independent oversight over the Fund and the conduct of its business. The Board believes that its independent leadership is particularly important in monitoring the performance of the Fund's service providers, including the Fund's investment adviser, which may face conflicts of interest or the appearance of conflicts of interest in their dealings with the Fund. The Board also completes an annual self-assessment during which it reviews its leadership and Committee structure and considers whether its structure remains appropriate in light of the Fund's current operations.

### The Board of Trustees and Risk Oversight

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The Board's role is one of oversight, rather than active management. The Board meets regularly with investment professionals at EIMC, including EIMC's Chief Investment Officer, and periodically with the representatives of Crow Point, and if shareholders approve the New Advisory Agreement with Funds Management and the New Sub-Advisory Agreements with Crow Point and Wells Capital, will meet regularly with investment professionals at Funds Management, including Funds Management's Chief Investment Officer, and periodically with the representatives of Crow Point and Wells Capital. They consider information regarding Crow Point's, and will consider information regarding Crow Point's and Wells Capital's, investment program for the Fund, including certain elements of the process designed to limit various risks. They also periodically consider EIMC's evaluation of Crow Point's investment process and results and will consider Funds Management's evaluation of Crow Point's and Wells Capital's investment process and results. The Trustees also meet regularly with the Fund's Chief Compliance Officer to discuss compliance and other risks involving the Fund. Various personnel, including the Fund's Chief Compliance Officer, as well as various personnel of EIMC and other service providers, such as the Fund's independent accountants, may report to the Board or the Audit Committee with respect to various aspects of risk management, as well as events and circumstances that have arisen and responses thereto. Not all risks that may affect the Fund can be identified, it may not be practical or cost-effective to eliminate or to mitigate certain risks, and there can be no assurance that all elements of risk, or even all elements of material risk, will be disclosed to or identified by the Board. The Trustees considered that it may be necessary for the Fund to bear certain risks (such as investment-related risks) to achieve its goals. Moreover, reports received by the Trustees that may relate to risk management matters are typically summaries of the relevant information. As a result of the foregoing and other factors, the function of the Board with respect to risk management is one of oversight and not active involvement in, or coordination of, day-to-day risk management activities for the Fund.

### Qualifications of Trustees

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Generally, no one factor was decisive in the original selection of an individual to join the Board or the selection of an individual to be nominated to join the Board. Among the factors the Board considered when concluding that an individual should serve (or be nominated to serve) on the Board were the following: (i) the individual's business and professional experience and accomplishments; (ii) the individual's ability to work effectively with the other members of the Board; (iii) the individual's prior experience, if any, serving on the boards of public companies (including, where relevant, other registered investment companies) and other complex enterprises and organizations; and (iv) how the individual's skills, experiences, and attributes would contribute to an appropriate mix of relevant skills and experience on the Board.

In respect of each current or Nominee Trustee, the individual's substantial professional accomplishments and prior experience, including, in some cases, in fields related to the operations of the Fund, were a significant factor in the determination that the individual should serve as a Trustee of the Fund or be nominated to serve as a Trustee of the Fund. Each current and Nominee Trustee's recent prior professional experience is summarized in the table above in the section entitled "Current Trustee and Nominee Trustee Information."

In certain cases, additional considerations contributed to the Board's conclusion that an individual should serve on the Board. For example, with regard to the current Trustees of the Fund, the Board considered each person's experience as a trustee of investment companies related to the Fund, as well as each of the following: Dr. Keith's experience serving as a director of other companies, including investment companies in an unrelated fund family; Ms. Kosel's experience as a consultant to the Board, as Treasurer of the Evergreen funds and as an executive at Evergreen Investments, Inc.; Mr. McDonnell's, Mr. Richardson's, and Dr. Salton's substantial management and business experience; Ms. Norris' experience as a partner of a major independent registered

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public accounting firm; Mr. Pettit's career in the legal field and service as a director of several companies; Mr. Scofield's career in the legal field, his experience since 1984 as a trustee of investment companies related to the Fund, including his experience as Chairman of the Evergreen funds, and his service as chairman of the Independent Directors Council, an organization dedicated to serving the independent investment company director community, and other leadership positions in the investment company industry; Mr. Shima's leadership experience, including as an executive, director, or trustee of several organizations and his long career and investment experience in the insurance industry; and Mr. Wagoner's experience as an executive in the finance industry.

With regard to the New Nominee Trustees, the Board considered that certain Evergreen open-end funds are proposed to be reorganized and become part of *Wells Fargo Advantage Funds*, a large and diverse family of mutual funds, that the persons currently serving as Trustees of those funds (the New Nominee Trustees) would, along with Mr. Scofield and Dr. Keith, as a result, become Trustees of the successor funds to such Evergreen open-end funds, and that it would likely be desirable for the same persons to serve as Trustees of both the Fund and the reorganized Evergreen funds.

In concluding that each of the New Nominee Trustees should be nominated to serve as a Trustee of the Fund, the Board considered that each New Nominee Trustee is currently a trustee of *Wells Fargo Advantage Funds* and, as such, has experience with many of the issues a Trustee of the Fund is likely to face with the Wells Fargo/Evergreen organization. The Board also considered specific qualifications of each of them, including among other things: Mr. Gordon's extensive business experience and service as Chairman, President and Chief Executive Officer of a significant business enterprise and as Chairman of *Wells Fargo Advantage Funds* Board of Trustees; Mr. Harris' extensive business experience and service as a director of two publicly-traded companies; Ms. Johnson's leadership experience with a state employees retirement fund; Professor Larcker's career in the teaching of accounting and his related research; Professor Mitchell's career in the teaching of insurance and risk management and her related research; Mr. Penny's leadership experience, including as the President and member of the board of trustees of non-profit organizations; and Mr. Willeke's career in the legal field and service as general counsel of a state employees retirement fund. If the New Nominee Trustees are elected, it is expected that they, together with Mr. Scofield and Dr. Keith, will appoint from among their number a Chairperson and members of the various Committees described above, so long as they choose to maintain such Committees.

References to the experience, qualifications, attributes and skills of Trustees are pursuant to requirements of the SEC, do not constitute holding out of the Board or any Trustee as having any special expertise or experience, and do not impose any greater responsibility or liability on any such person or on the Board.

### Consideration of Diversity by the Nominating Committee

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The Nominating Committee takes the overall diversity of the Board into account when considering and evaluating nominees for Trustee. While the Nominating Committee has not adopted a specific policy on diversity or a particular definition of diversity, when considering nominees, the Nominating Committee generally considers the manner in which each nominee's professional experience, background, skills in matters that are relevant to the oversight of the funds (e.g., investment management, distribution, accounting, trading, compliance, legal), and general leadership experience are complementary to the existing Trustees' attributes.

### Nominating Committee Process

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The Executive Committee also functions as the Nominating Committee. The members of the Executive Committee are "independent" as defined in the New York Stock Exchange's listing standards. The Executive Committee Charter describes the Nominating Committee functions. A copy of the Evergreen funds' Executive Committee Charter is attached as Exhibit A.

The Board has approved a policy pursuant to which the Board may consider nominees for election as Trustees. The policy states the minimum nominee qualifications, the process for identifying and evaluating trustee nominees and the process for considering nominees recommended by shareholders. The Evergreen funds' Policy for the Consideration of Trustee Nominees is attached as Exhibit B.

### Communications with Board Members

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The Board has approved a policy for communications with Board members. Any shareholder who wishes to send a communication to the Board should send the communication to the Evergreen Board of Trustees, P.O. Box 20083, Charlotte, North Carolina 28202. If a shareholder wishes to send a communication directly to an individual Trustee or to a Committee of the Fund's Board, the communication should be specifically addressed to such individual Trustee or Committee and sent to the above address.

### Trustee Attendance Policy at Annual Shareholder Meetings

The Evergreen funds that are listed on the New York Stock Exchange are required to hold an Annual Meeting of Shareholders. On March 18, 2004, the Board approved a policy for Trustee attendance at annual shareholder meetings that encourages Trustee attendance at each Annual Meeting of Shareholders in person or by video conference.

No Trustee attended the previous year's Annual Meeting of Shareholders held on February 12, 2010.

## Current Officers

The following table contains specific information about each executive officer of the Fund as of October 31, 2009, including: name, address and age, position held with the Fund, length of time served and principal occupation(s) during the past five years, including offices held with EIMC, Wells Fargo and their affiliated companies.

Name, Address and Age	Position with Trust	Principal Occupation(s) for Last Five Years
W. Douglas Munn 200 Berkeley Street, Boston, MA 02116 Age: 47	President since 2009	President and Chief Executive Officer, Evergreen Investment Company, Inc. Chief Operating Officer, Wells Fargo Funds Management, LLC. Former Chief Operating Officer, Evergreen Investment Company, Inc.
Kasey L. Phillips 200 Berkeley Street Boston, MA 02116-5034 Age:39	Treasurer since 2005	Senior Vice President, Evergreen Investment Management Company, LLC. Treasurer, <i>Wells Fargo Advantage Funds</i> . Former Vice President, Evergreen Investment Services, Inc. Former Assistant Vice President, Evergreen Investment Services, Inc.
Michael H. Koonce 200 Berkeley Street Boston, MA 02116-5034 Age: 50	Secretary since 2003	Managing Counsel, Wells Fargo & Company. Secretary and Senior Vice President, Alternative Strategies Brokerage Services, Inc. Secretary and Senior Vice President, Evergreen Investment Management Company, LLC and Evergreen Service Company, LLC.
Robert Guerin 200 Berkeley Street Boston, MA 02116-5034 Age: 44	Chief Compliance Officer since 2007	Chief Compliance Officer, Evergreen Funds and Senior Vice President of Evergreen Investment Company, Inc. Compliance Manager, Wells Fargo Funds Management Group. Former Managing Director and Senior Compliance Officer, Babson Capital Management LLC. Former Principal and Director, Compliance and Risk Management, State Street Global Advisors. Former Vice President and Manager, Sales Practice Compliance, Deutsche Asset Management.

W. Douglas Munn oversees the operations of the Fund. Michael H. Koonce is responsible for maintaining the minutes of all meetings and actions of Trustees and Shareholders. Kasey L. Phillips is responsible for maintaining the books and records of the Fund and for working with the Fund's portfolio managers on a continuous basis to ensure that accounting records are properly maintained. Robert Guerin is responsible for reviewing Fund policies and procedures and monitoring the Fund's compliance with them.

## Remuneration and Other Affiliations of Officers and Trustees

Fees, salaries or other remuneration of officers of the Fund who also serve as officers or employees of EIMC or any of its affiliated companies are borne by EIMC or the Wells Fargo affiliate for whom the individual serves. The Fund's principal executive officers did not receive any compensation or expense reimbursement from the Fund for the fiscal year ended October 31, 2009. The Fund reimburses all Trustees for expenses incurred in connection with attending meetings of the Board. For the fiscal year ended October 31, 2009, the Trustees earned the following compensation from the Fund and the Evergreen fund complex:

Name of Person and Position with the Fund	Aggregate Compensation From the Fund	Pension or Retirement Benefits Accrued as Part of Fund Expenses <sup>1</sup>	Total Compensation From the Fund and Fund Complex Paid to Trustees <sup>2</sup>
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**Non-Interested Nominee Trustees**

Peter G. Gordon	\$0	N/A	\$0
Isaiah Harris, Jr.	\$0	N/A	\$0
Judith M. Johnson	\$0	N/A	\$0
Dr. Leroy Keith, Jr., Trustee <sup>3</sup>	\$1,572	N/A	\$239,000
David F. Larcker	\$0	N/A	\$0
Olivia S. Mitchell	\$0	N/A	\$0
Timothy J. Penny	\$0	N/A	\$0
Michael S. Scofield, Trustee <sup>3</sup>	\$2,326	N/A	\$352,550 <sup>4</sup>
Donald C. Willeke	\$0	N/A	\$0

**Current Non-Interested Trustees**

Carol A. Kosel, Trustee	\$1,531	N/A	\$232,667
Gerald M. McDonnell, Trustee	\$1,364	N/A	\$207,500 <sup>4</sup>
Patricia B. Norris, Trustee	\$1,609	N/A	\$244,733
David M. Richardson, Trustee	\$1,364	N/A	\$207,500
Dr. Russell A. Salton, III, Trustee	\$1,576	N/A	\$238,900 <sup>4</sup>
Richard J. Shima, Trustee			