

CHARTWELL DIVIDEND & INCOME FUND INC  
Form N-Q  
October 27, 2009

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

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FORM N-Q

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QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY

INVESTMENT COMPANY ACT FILE NUMBER 811-8747

CHARTWELL DIVIDEND AND INCOME FUND, INC.  
(Exact name of registrant as specified in charter)

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1235 Westlakes Drive, Suite 400  
Berwyn, PA 19312  
(Address of principal executive offices) (Zip code)

PNC Global Investment Servicing  
400 Bellevue Parkway  
Wilmington, DE 19809  
Attn: Closed-End Department  
(Name and address of agent for service)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: 1-610-296-1400

DATE OF FISCAL YEAR END: NOVEMBER 30, 2009

DATE OF REPORTING PERIOD: JULY 31, 2009

ITEM 1. SCHEDULE OF INVESTMENTS

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

	NUMBER OF SHARES	MARKET VALUE
	-----	-----
COMMON STOCK - 60.1%		
AEROSPACE & DEFENSE - 1.4%		
Honeywell International, Inc. ....	25,000	\$ 919,000
		-----
BANKS - 4.6%		
JPMorgan Chase & Company .....	60,000	2,607,600
Wells Fargo & Company .....	20,000	550,400
		-----

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		3,158,000
		-----
BEVERAGES - 0.8%		
PepsiCo, Inc. ....	10,000	566,700
		-----
COMPUTERS & PERIPHERALS - 1.3%		
Hewlett-Packard Company .....	20,000	897,800
		-----
ELECTRICAL EQUIPMENT - 1.6%		
Emerson Electric Company .....	30,000	1,106,100
		-----
ENERGY - 12.8%		
Copano Energy LLC (A) .....	25,000	388,250
Energy Transfer Partners LP (A) .....	62,500	2,533,750
Enterprise Products Partners LP (A) .....	20,000	540,000
Exxon Mobil Corporation .....	33,000	2,281,950
General Maritime Corporation .....	100,500	798,975
Occidental Petroleum Corporation .....	30,000	2,193,000
		-----
		8,735,925
		-----
FINANCIAL - 7.7%		
ACE Limited .....	30,000	1,565,400
Bank of New York Mellon Corporation .....	10,000	296,100
Lincoln National Corporation .....	26,700	673,908
MetLife, Inc. ....	60,000	2,265,600
Star Asia Financial Limited * + (B) (C) .....	15,000	449,850
		-----
		5,250,858
		-----
HEALTHCARE - 6.3%		
Abbott Laboratories .....	10,000	452,300
Bristol-Myers Squibb Company .....	10,000	221,300

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

	NUMBER OF SHARES	MARKET VALUE
	-----	-----
COMMON STOCK (CONTINUED)		
HEALTHCARE (CONTINUED)		
Merck & Company, Inc. ....	40,000	\$ 1,297,200
Pfizer, Inc. ....	140,000	2,338,000
		-----
		4,308,800
		-----
HOTELS, RESTAURANTS & LEISURE - 1.0%		
Darden Restaurants, Inc. ....	20,000	658,600
		-----
INDUSTRIAL CONGLOMERATES - 2.1%		
3M Company .....	20,000	1,442,000
		-----
MULTILINE RETAIL - 3.3%		
JC Penney Company, Inc. ....	30,000	901,200

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Target Corporation .....	28,000	1,316,000
		-----
		2,217,200
		-----
REAL ESTATE INVESTMENT TRUSTS - 6.0%		
Annaly Capital Management, Inc. ....	120,000	2,080,800
Hatteras Financial Corporation .....	30,000	896,700
MFA Mortgage Investments, Inc. ....	137,700	1,090,584
		-----
		4,068,084
		-----
ROAD & RAIL - 0.9%		
Union Pacific Corporation .....	10,000	598,100
		-----
SEMICONDUCTORS & SEMICONDUCTOR EQUIPMENT - 1.4%		
Microchip Technology, Inc. ....	35,000	929,250
		-----
SPECIALTY RETAIL - 1.5%		
Limited Brands, Inc. ....	70,000	1,044,400
		-----
TELECOMMUNICATIONS - 6.9%		
AT&T, Inc. ....	100,000	2,605,000
Frontier Communications Corporation .....	125,000	888,750
Verizon Communications, Inc. ....	40,000	1,241,600
		-----
		4,735,350
		-----

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

	NUMBER OF SHARES	MARKET VALUE
	-----	-----
COMMON STOCK (CONTINUED)		
TRANSPORTATION - 0.5%		
Seaspan Corporation .....	50,000	\$ 338,500
		-----
TOTAL COMMON STOCK (COST \$42,263,083) .....		40,974,667
		-----
EXCHANGE TRADED FUNDS - 2.2%		
SPDR KBW Bank .....	65,000	1,529,450
		-----
TOTAL EXCHANGE TRADED FUNDS (COST \$871,731) .....		1,529,450
		-----
PREFERRED STOCK - 1.7%		
FINANCIAL - 1.1%		
Solar Cayman Limited * + (B) (C) .....	80,000	746,400
		-----
REAL ESTATE INVESTMENT TRUSTS - 0.6%		
FelCor Lodging Trust, Inc. ....	40,000	440,000
		-----
TOTAL PREFERRED STOCK (COST \$2,200,000) .....		1,186,400
		-----

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	PRINCIPAL AMOUNT	
	-----	
CORPORATE NOTES/BONDS - 49.5%		
BASIC INDUSTRY - 4.0%		
Blount, Inc.		
8.875%, 08/01/12 .....	\$ 750,000	759,375
H&E Equipment Services, Inc.		
8.375%, 07/15/16 .....	1,175,000	1,016,375
PE Paper Escrow +		
12.000%, 08/01/14 .....	250,000	256,720
Trimas Corporation		
9.875%, 06/15/12 .....	772,000	696,730
		-----
		2,729,200
		-----

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

	PRINCIPAL AMOUNT	MARKET VALUE
	-----	-----
CORPORATE NOTES/BONDS (CONTINUED)		
BUILDING MATERIALS - 1.0%		
Gibraltar Industries, Inc.		
8.000%, 12/01/15 .....	\$ 840,000	\$ 711,900
		-----
CABLE TELEVISION - 3.4%		
CSC Holdings, Inc.		
7.875%, 02/15/18 .....	750,000	731,250
Echostar DBS Corporation		
6.625%, 10/01/14 .....	500,000	476,250
Mediacom Broadband LLC		
8.500%, 10/15/15 .....	750,000	736,875
Virgin Media Finance PLC		
9.500%, 08/15/16 .....	350,000	361,375
		-----
		2,305,750
		-----
CAPITAL GOODS - 0.5%		
Southern Star Central Corporation		
6.750%, 03/01/16 .....	350,000	329,000
		-----
ENERGY - 7.0%		
Cie Generale de Geophysique		
7.750%, 05/15/17 .....	500,000	475,000
Cimarex Energy Company		
7.125%, 05/01/17 .....	650,000	604,500
Complete Production Services, Inc.		
8.000%, 12/15/16 .....	780,000	672,750

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Copano Energy LLC		
8.125%, 03/01/16 .....	935,000	899,937
Linn Energy LLC		
9.875%, 07/01/18 .....	185,000	179,450
Newfield Exploration Company		
6.625%, 04/15/16 .....	750,000	720,000
Plains Exploration & Production Company		
7.625%, 06/01/18 .....	500,000	475,000

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

	PRINCIPAL AMOUNT	MARKET VALUE
	-----	-----
CORPORATE NOTES/BONDS (CONTINUED)		
ENERGY (CONTINUED)		
Range Resources Corporation		
7.500%, 05/15/16 .....	\$ 750,000	\$ 746,250
		-----
		4,772,887
		-----
GAMING - 2.2%		
MTR Gaming Group, Inc.		
9.000%, 06/01/12 .....	700,000	518,000
Seneca Gaming Corporation		
7.250%, 05/01/12 .....	1,000,000	945,000
		-----
		1,463,000
		-----
HEALTHCARE - 3.1%		
Bio-Rad Laboratories, Inc.		
7.500%, 08/15/13 .....	1,000,000	1,005,000
HCA Inc.		
9.125%, 11/15/14 .....	500,000	506,250
Omnicare, Inc.		
6.875%, 12/15/15 .....	650,000	611,000
		-----
		2,122,250
		-----
HEALTHCARE - 0.7%		
DaVita, Inc.		
6.625%, 03/15/13 .....	500,000	487,500
		-----
INDUSTRIAL - 1.9%		
Anixter, Inc.		
10.000%, 03/15/14 .....	1,000,000	1,037,500
United Rentals North America, Inc +		
10.875%, 06/15/16 .....	270,000	276,750
		-----
		1,314,250
		-----
METALS & MINING - 3.8%		
Arch Western Finance LLC		
6.750%, 07/01/13 .....	500,000	480,000

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Freeport-McMoRan Copper & Gold Inc.  
 8.375%, 04/01/17 ..... 1,000,000 1,043,958

CHARTWELL DIVIDEND & INCOME FUND, INC. AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

	PRINCIPAL AMOUNT	MARKET VALUE
	-----	-----
CORPORATE NOTES/BONDS (CONTINUED)		
METALS & MINING (CONTINUED)		
Steel Dynamics, Inc.		
7.375%, 11/01/12 .....	\$ 750,000	\$ 740,625
Teck Resources Limited		
9.750%, 05/15/14 .....	300,000	325,500
		-----
		2,590,083
		-----
PAPER & FOREST PRODUCTS - 2.8%		
P H Glatfelter		
7.125%, 05/01/16 .....	1,190,000	1,124,550
U.S. Corrugated (C)		
10.000%, 06/01/13 .....	1,000,000	750,000
		-----
		1,874,550
		-----
RACETRACKS - 0.5%		
Yonkers Racing Corporation +		
11.375%, 07/15/16 .....	330,000	337,425
		-----
REAL ESTATE - 0.3%		
Host Hotels & Resorts LP		
7.000%, 08/15/12 .....	200,000	198,000
		-----
REAL ESTATE MANAGEMENT - 1.7%		
Corrections Corp of America		
7.750%, 06/01/17 .....	300,000	297,750
Geo Group, Inc.		
8.250%, 07/15/13 .....	840,000	840,000
		-----
		1,137,750
		-----
RETAIL - 3.0%		
Autonation, Inc.		
7.000%, 04/15/14 .....	250,000	248,750
Brown Shoe Company, Inc.		
8.750%, 05/01/12 .....	700,000	680,750
Couche-Tard US LP		
7.500%, 12/15/13 .....	500,000	502,500

CHARTWELL DIVIDEND & INCOME FUND, INC. AUGUST 31, 2009

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## SCHEDULE OF INVESTMENTS (UNAUDITED)

	PRINCIPAL AMOUNT	MARKET VALUE
	-----	-----
CORPORATE NOTES/BONDS (CONTINUED)		
RETAIL (CONTINUED)		
Sonic Automotive, Inc., Series B 8.625%, 08/15/13 .....	\$ 750,000	\$ 637,500
		-----
		2,069,500
		-----
RETAIL-PROPANE DISTRIBUTION - 0.2%		
Suburban Propane Partners LP 6.875%, 12/15/13 .....	190,000	185,250
		-----
ROAD & RAIL - 1.1%		
RailAmerica, Inc + 9.250%, 07/01/17 .....	750,000	779,063
		-----
SERVICES - 2.2%		
ARAMARK Corporation 8.500%, 02/01/15 .....	500,000	487,500
KAR Holdings, Inc. 8.750%, 05/01/14 .....	770,000	729,575
Mobile Mini, Inc. 9.750%, 08/01/14 .....	250,000	251,250
		-----
		1,468,325
		-----
TELECOMMUNICATIONS - 2.9%		
Cincinnati Bell, Inc. 8.375%, 01/15/14 .....	750,000	731,250
Frontier Communications Corporation 8.250%, 05/01/14 .....	150,000	149,625
Hughes Network Systems LLC 9.500%, 04/15/14 .....	855,000	872,100
L-3 Communications Corporation 6.125%, 07/15/13 .....	250,000	243,750
		-----
		1,996,725
		-----
TRANSPORTATION - 1.3%		
Stena AB 7.500%, 11/01/13 .....	950,000	859,750
		-----

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

## SCHEDULE OF INVESTMENTS (UNAUDITED)

	PRINCIPAL AMOUNT	MARKET VALUE
	-----	-----

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CORPORATE NOTES/BONDS (CONTINUED)

UTILITIES - 5.9%

AES Corporation +

9.750%, 04/15/16 ..... \$ 500,000 \$ 522,500

Amerigas Partners LP

7.250%, 05/20/15 ..... 750,000 727,500

Edison Mission Energy

7.000%, 05/15/17 ..... 650,000 499,687

Elwood Energy LLC

8.159%, 07/05/26 ..... 872,794 768,115

Ferrellgas Partners LP +

6.750%, 05/01/14 ..... 300,000 276,750

Ipalco Enterprises, Inc. +

7.250%, 04/01/16 ..... 500,000 487,500

Sierra Pacific Resources

8.625%, 03/15/14 ..... 750,000 766,875

-----  
4,048,927

TOTAL CORPORATE NOTES/BONDS (COST \$35,118,745) ..... 33,781,085

TOTAL INVESTMENTS - 113.5% (COST \$80,453,559) \*\* ..... 77,471,602  
-----

COVERED CALL OPTIONS WRITTEN - (0.6) %

WRITTEN  
CONTRACTS  
-----

3M Company, Expires: 09/19/09, Strike Price: \$75 .....	(200)	(7,600)
ACE Limited, Expires: 09/19/09, Strike Price: \$55 .....	(300)	(12,000)
AT&T, Inc, Expires: 09/19/09, Strike Price: \$27 .....	(600)	(9,000)
Darden Restaurants, Inc., Expires: 09/19/09, Strike Price: \$35 ...	(200)	(5,600)
Emerson Electric Company, Expires: 09/19/09, Strike Price: \$36 ...	(100)	(15,000)
Hatteras Financial Corporation, Expires: 11/21/09, Strike Price: \$30 .....	(300)	(28,500)
Honeywell International, Inc., Expires: 09/19/09, Strike Price: \$36 .....	(150)	(18,450)
JCPenney Company, Inc., Expires: 09/19/09, Strike Price: \$33 .....	(300)	(7,500)

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

WRITTEN  
CONTRACTS  
-----  
MARKET  
VALUE  
-----

COVERED CALL OPTIONS WRITTEN (CONTINUED)

JPMorgan Chase & Company, Expires: 09/19/09, Strike Price: \$44 ...	(600)	\$ (65,400)
Limited Brands, Inc., Expires: 09/19/09, Strike Price: \$15 .....	(700)	(38,500)
Lincoln National Corporation, Expires: 09/19/09, Strike		



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Price: \$28 .....	(267)	(8,010)
Merck & Company, Inc., Expires: 09/19/09, Strike Price: \$32.50 ...	(200)	(6,000)
MetLife, Inc., Expires: 09/19/09, Strike Price: \$39 .....	(300)	(30,000)
MetLife, Inc., Expires: 09/19/09, Strike Price: \$40 .....	(300)	(19,800)
Pfizer, Inc., Expires: 09/19/09, Strike Price: \$17 .....	(1,000)	(22,000)
SPDR KBW Bank ETF, Expires: 09/19/09, Strike Price: \$23 .....	(650)	(68,250)
Target Corporation, Expires: 09/19/09, Strike Price: \$48 .....	(200)	(15,200)
Target Corporation, Expires: 09/19/09, Strike Price: \$47 .....	(80)	(9,680)
Union Pacific Corporation, Expires: 09/19/09, Strike Price: \$65 ..	(100)	(1,500)
Wells Fargo & Company, Expires: 09/19/09, Strike Price: \$29 .....	(200)	(8,000)
-----		
TOTAL COVERED CALL OPTIONS WRITTEN		
(PREMIUMS RECEIVED \$463,401) .....		(395,990)
-----		
OTHER LIABILITIES IN EXCESS OF ASSETS - (12.9)% .....		(8,843,764)
-----		
NET ASSETS - 100.0% .....		\$68,231,848
-----		

\* NON-INCOME PRODUCING SECURITY.

+ SECURITIES ARE EXEMPT FROM REGISTRATION UNDER RULE 144A OF THE SECURITIES ACT OF 1933. THESE SECURITIES MAY BE RESOLD IN TRANSACTIONS EXEMPT FROM REGISTRATION NORMALLY TO QUALIFIED INSTITUTIONS. AT AUGUST 31, 2009, THESE SECURITIES AMOUNTED TO \$4,132,958 OR 6.1% OF NET ASSETS.

(A) SECURITIES CONSIDERED MASTER LIMITED PARTNERSHIP. AT AUGUST 31, 2009, THESE SECURITIES AMOUNTED TO \$3,462,000 OR 5.1% OF NET ASSETS.

(B) SECURITIES ARE CONSIDERED ILLIQUID. THE TOTAL VALUE OF SUCH SECURITIES AS OF AUGUST 31, 2009 WAS \$1,196,250 OR 1.7% OF NET ASSETS.

(C) SECURITIES FAIR VALUED IN ACCORDANCE WITH FAIR VALUE PROCEDURES. AT AUGUST 31, 2009, THESE SECURITIES AMOUNTED TO \$1,946,250 OR 2.9% OF NET ASSETS.

ETF EXCHANGE TRADED FUND  
 LLC LIMITED LIABILITY COMPANY  
 LP LIMITED PARTNERSHIP  
 MFA MORTGAGE FINANCE AUTHORITY  
 PLC PUBLIC LIMITED COMPANY  
 SPDR STANDARD & POOR'S DEPOSITORY RECEIPTS

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

SCHEDULE OF INVESTMENTS (UNAUDITED)

\*\* AT AUGUST 31, 2009, THE TAX BASIS COST OF THE FUND'S INVESTMENTS WAS \$80,453,559, AND THE UNREALIZED APPRECIATION AND DEPRECIATION WERE \$6,531,965 AND \$(9,513,922), RESPECTIVELY.

AS OF AUGUST 31, 2009, \$10,000,000 OF COMMERCIAL PAPER WAS OUTSTANDING WITH AN AMORTIZED COST OF \$9,951,111. THE AVERAGE DISCOUNT RATE OF COMMERCIAL PAPER OUTSTANDING AT AUGUST 31, 2009, WAS 3.25%. THE AVERAGE DAILY BALANCE OF COMMERCIAL PAPER OUTSTANDING FOR THE QUARTER ENDED AUGUST 31, 2009 WAS \$9,959,806 AT A WEIGHTED AVERAGE DISCOUNT RATE OF 3.36%. THE MAXIMUM FACE AMOUNT OF COMMERCIAL PAPER OUTSTANDING AT ANYTIME DURING THE QUARTER ENDED AUGUST 31, 2009, WAS \$10,000,000. IN CONJUNCTION WITH THE ISSUANCE OF THE COMMERCIAL PAPER, THE FUND HAS ENTERED ONTO A LINE OF CREDIT ARRANGEMENT WITH A BANK FOR \$15,000,000. INTEREST ON BORROWING IS BASED ON MARKET RATES IN EFFECT AT THE

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TIME OF BORROWING. THE COMMITMENT FEE IS COMPUTED AT THE RATE OF 0.10% PER ANNUM ON THE UNUSED BALANCE. THERE WERE NO BORROWINGS UNDER THIS ARRANGEMENT DURING THE QUARTER ENDED AUGUST 31, 2009.

THE FOLLOWING TABLE SETS FORTH INFORMATION ABOUT THE LEVEL WITHIN THE FAIR VALUE HIERARCHY AT WHICH THE FUND'S INVESTMENTS ARE MEASURED AT AUGUST 31, 2009:

	LEVEL 1	LEVEL 2	LEVEL 3	TOTAL
INVESTMENTS IN SECURITIES				
COMMON STOCK	\$40,524,817	\$ --	\$ 449,850	\$40,974,667
CORPORATE NOTES/BONDS	--	33,284,585	750,000	34,034,585
EXCHANGE TRADED FUND	1,529,450	--	--	1,529,450
PREFERRED STOCK	440,000	--	746,400	1,186,400
	-----	-----	-----	-----
TOTAL INVESTMENTS IN SECURITIES	\$42,494,267	\$33,284,585	\$1,946,250	\$77,725,102
	=====	=====	=====	=====

	LEVEL 1	LEVEL 2	LEVEL 3	TOTAL
LIABILITIES				
WRITTEN COVERED CALL OPTIONS	\$ (395,990)	\$--	\$--	\$ (395,990)
	-----	---	---	-----
TOTAL LIABILITIES	\$ (395,990)	\$--	\$--	\$ (395,990)
	=====	===	===	=====

THE FOLLOWING IS A RECONCILIATION OF THE INVESTMENTS IN WHICH SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3) WERE USED IN DETERMINING VALUE:

	INVESTMENTS IN SECURITIES
BEGINNING BALANCE AS OF SEPTEMBER 1, 2008	\$ 5,791,150
ACCRUED DISCOUNTS/PREMIUMS	--
REALIZED GAIN/(LOSS)	(16,324,034)
CHANGE IN UNREALIZED APPRECIATION/(DEPRECIATION)	12,522,743
NET PURCHASES/SALES	--
NET TRANSFER IN AND/OR OUT OF LEVEL 3	(43,609)
	-----
ENDING BALANCE AS OF AUGUST 31, 2009	\$ 1,946,250
	=====

THE INPUTS OR METHODOLOGY USED FOR VALUING SECURITIES ARE NOT NECESSARILY AN INDICATION OF THE RISKS ASSOCIATED WITH INVESTING IN THOSE SECURITIES.

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2009

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SCHEDULE OF INVESTMENTS (UNAUDITED)

FOR INFORMATION ON THE FUND'S POLICY REGARDING VALUATION OF INVESTMENTS AND OTHER SIGNIFICANT ACCOUNTING POLICIES, PLEASE REFER TO THE FUND'S MOST RECENT SEMI-ANNUAL OR ANNUAL FINANCIAL STATEMENTS.

ITEM 2. CONTROLS AND PROCEDURES

(a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended, (the "1940 Act")) are effective as of a date within 90 days of the filing of this report that includes the disclosure required by this paragraph, based on their evaluation of these controls and procedures, required by Rule 30a-3(b) under the 1940 Act and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended.

(b) There were no changes in the registrant's internal control over financial reporting that occurred during the registrant's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

ITEM 3. EXHIBITS.

(a) A separate certification for the principal executive officer and the principal financial officer of the registrant as required by Rule 30a-2(a) under the Investment Company Act of 1940, as amended (17 CFR 270.30a-2(a)), are filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Chartwell Dividend and Income Fund, Inc.

By (Signature and Title)\* /s/ Winthrop S. Jessup
-----
Winthrop S. Jessup, President
(Principal Executive Officer)

Date October 27, 2009

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By (Signature and Title)\* /s/ Winthrop S. Jessup
-----
Winthrop S. Jessup, President
(Principal Executive Officer)

Date October 27, 2009

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By (Signature and Title)\*

/s/ G. Gregory Hagar

-----  
G. Gregory Hagar, Vice President and CFO  
(Principal Financial Officer)

Date October 27, 2009

\* Print the name and title of each signing officer under his or her signature.