

VIRTUS GLOBAL DIVIDEND & INCOME FUND INC.

Form N-PX

August 25, 2017

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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FORM N-PX

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ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY

Investment Company Act File Number: 811-05620

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VIRTUS GLOBAL DIVIDEND & INCOME FUND INC.  
(fka THE ZWEIG TOTAL RETURN FUND, INC.)  
(exact name of registrant as specified in charter)

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101 Munson Street, Greenfield, MA 01301  
(Address of principal executive offices)

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William Renahan, Esq., Virtus Investment Partners, Inc. 100 Pearl Street,  
Hartford, CT 06103  
(Name and Address of agent for service)

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Registrant's telephone number, including area code: 800-243-1574

Date of Fiscal Year End: 12/31

Date of Reporting Period: 07/01/2016 - 06/30/2017

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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-05620  
Reporting Period: 07/01/2016 - 06/30/2017  
Virtus Global Dividend and Income Fund Inc.  
(fka The Zweig Total Return Fund, Inc.)

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===== Virtus Global Dividend and Income Fund Inc. =====  
 (fka The Zweig Total Return Fund, Inc.)

ALCOA INC.

Ticker: AA Security ID: 013817101  
 Meeting Date: OCT 05, 2016 Meeting Type: Special  
 Record Date: AUG 03, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Reverse Stock Split	For	For	Management
2	Amend Articles	For	For	Management

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 ALIBABA GROUP HOLDING LIMITED

Ticker: BABA Security ID: 01609W102  
 Meeting Date: OCT 13, 2016 Meeting Type: Annual  
 Record Date: AUG 19, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Daniel Yong Zhang as Director	For	Against	Management
1.2	Elect Chee Hwa Tung as Director	For	For	Management
1.3	Elect Jerry Yang as Director	For	For	Management
1.4	Elect Wan Ling Martello as Director	For	For	Management
1.5	Elect Eric Xiandong Jing as Director	For	Against	Management
2	Ratify PricewaterhouseCoopers as Auditors	For	For	Management

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 ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103  
 Meeting Date: MAY 18, 2017 Meeting Type: Annual  
 Record Date: MAR 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerald L. Baliles	For	For	Management
1.2	Elect Director Martin J. Barrington	For	For	Management
1.3	Elect Director John T. Casteen, III	For	For	Management
1.4	Elect Director Dinyar S. Devitre	For	For	Management
1.5	Elect Director Thomas F. Farrell, II	For	For	Management
1.6	Elect Director Debra J. Kelly-Ennis	For	For	Management
1.7	Elect Director W. Leo Kiely, III	For	For	Management
1.8	Elect Director Kathryn B. McQuade	For	For	Management
1.9	Elect Director George Munoz	For	For	Management
1.10	Elect Director Nabil Y. Sakkab	For	For	Management
1.11	Elect Director Virginia E. Shanks	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Cease Tobacco-Related Advertising	Against	Against	Shareholder

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ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105  
 Meeting Date: MAR 08, 2017 Meeting Type: Annual  
 Record Date: JAN 09, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Ray Stata	For	For	Management
1b	Elect Director Vincent Roche	For	For	Management
1c	Elect Director James A. Champy	For	For	Management
1d	Elect Director Bruce R. Evans	For	For	Management
1e	Elect Director Edward H. Frank	For	For	Management
1f	Elect Director Mark M. Little	For	For	Management
1g	Elect Director Neil Novich	For	For	Management
1h	Elect Director Kenton J. Sicchitano	For	For	Management
1i	Elect Director Lisa T. Su	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Ernst & Young LLP as Auditors	For	For	Management

ASTRAZENECA PLC

Ticker: AZN Security ID: 046353108  
 Meeting Date: APR 27, 2017 Meeting Type: Annual  
 Record Date: MAR 16, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Dividends	For	For	Management
3	Appoint PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Authorise Board to Fix Remuneration of Auditors	For	For	Management
5a	Re-elect Leif Johansson as Director	For	For	Management
5b	Re-elect Pascal Soriot as Director	For	For	Management
5c	Re-elect Marc Dunoyer as Director	For	For	Management
5d	Re-elect Genevieve Berger as Director	For	For	Management
5e	Elect Philip Broadley as Director	For	For	Management
5f	Re-elect Bruce Burlington as Director	For	For	Management
5g	Re-elect Graham Chipchase as Director	For	For	Management
5h	Re-elect Rudy Markham as Director	For	For	Management
5i	Re-elect Shriti Vadera as Director	For	For	Management
5j	Re-elect Marcus Wallenberg as Director	For	For	Management
6	Approve Remuneration Report	For	Against	Management
7	Approve Remuneration Policy	For	For	Management
8	Approve EU Political Donations and Expenditure	For	For	Management
9	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
10	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
11	Authorise Market Purchase of Ordinary Shares	For	For	Management
12	Authorise the Company to Call General	For	For	Management

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Meeting with Two Weeks' Notice

AT&T INC.

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 28, 2017 Meeting Type: Annual  
 Record Date: FEB 28, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Randall L. Stephenson	For	For	Management
1.2	Elect Director Samuel A. Di Piazza, Jr.	For	For	Management
1.3	Elect Director Richard W. Fisher	For	For	Management
1.4	Elect Director Scott T. Ford	For	For	Management
1.5	Elect Director Glenn H. Hutchins	For	For	Management
1.6	Elect Director William E. Kennard	For	For	Management
1.7	Elect Director Michael B. McCallister	For	For	Management
1.8	Elect Director Beth E. Mooney	For	For	Management
1.9	Elect Director Joyce M. Roche	For	For	Management
1.10	Elect Director Matthew K. Rose	For	For	Management
1.11	Elect Director Cynthia B. Taylor	For	For	Management
1.12	Elect Director Laura D'Andrea Tyson	For	For	Management
1.13	Elect Director Geoffrey Y. Yang	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Report on Indirect Political Contributions	Against	For	Shareholder
6	Report on Lobbying Payments and Policy	Against	For	Shareholder
7	Amend Proxy Access Right	Against	For	Shareholder
8	Provide Right to Act by Written Consent	Against	For	Shareholder

BANK OF HAWAII CORPORATION

Ticker: BOH Security ID: 062540109  
 Meeting Date: APR 28, 2017 Meeting Type: Annual  
 Record Date: FEB 28, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Haunani Apoliona	For	For	Management
1.2	Elect Director Mary G. F. Bitterman	For	For	Management
1.3	Elect Director Mark A. Burak	For	For	Management
1.4	Elect Director Michael J. Chun	For	For	Management
1.5	Elect Director Clinton R. Churchill	For	For	Management
1.6	Elect Director Peter S. Ho	For	For	Management
1.7	Elect Director Robert Huret	For	For	Management
1.8	Elect Director Kent T. Lucien	For	For	Management
1.9	Elect Director Alicia E. Moy	For	For	Management
1.10	Elect Director Victor K. Nichols	For	For	Management
1.11	Elect Director Barbara J. Tanabe	For	For	Management
1.12	Elect Director Raymond P. Vara, Jr.	For	For	Management
1.13	Elect Director Robert W. Wo	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Amend Omnibus Stock Plan	For	For	Management

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5      Ratify Ernst & Young LLP as Auditors      For      For      Management

### BASF SE

Ticker:            BAS                            Security ID: 055262505  
 Meeting Date: MAY 12, 2017      Meeting Type: Annual  
 Record Date: MAR 31, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Financial Statements and Statutory Reports for Fiscal 2016 (Non-Voting)	None	None	Management
2	Approve Allocation of Income and Dividends of EUR 3.00 per Share	For	For	Management
3	Approve Discharge of Supervisory Board for Fiscal 2016	For	For	Management
4	Approve Discharge of Management Board for Fiscal 2016	For	For	Management
5	Ratify KPMG AG as Auditors for Fiscal 2017	For	For	Management
6	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	For	For	Management
7	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 10 Billion; Approve Creation of EUR 117.6 Million Pool of Capital to Guarantee Conversion Rights	For	For	Management
8	Approve Remuneration of Supervisory Board	For	For	Management

### BCE INC.

Ticker:            BCE                            Security ID: 05534B760  
 Meeting Date: APR 26, 2017      Meeting Type: Annual  
 Record Date: MAR 13, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barry K. Allen	For	For	Management
1.2	Elect Director Sophie Brochu	For	For	Management
1.3	Elect Director Robert E. Brown	For	For	Management
1.4	Elect Director George A. Cope	For	For	Management
1.5	Elect Director David F. Denison	For	For	Management
1.6	Elect Director Robert P. Dexter	For	For	Management
1.7	Elect Director Ian Greenberg	For	For	Management
1.8	Elect Director Katherine Lee	For	For	Management
1.9	Elect Director Monique F. Leroux	For	For	Management
1.10	Elect Director Gordon M. Nixon	For	For	Management
1.11	Elect Director Calin Rovinescu	For	For	Management
1.12	Elect Director Karen Sheriff	For	For	Management
1.13	Elect Director Robert C. Simmonds	For	For	Management
1.14	Elect Director Paul R. Weiss	For	For	Management
2	Ratify Deloitte LLP as Auditors	For	For	Management
3	Advisory Vote on Executive	For	For	Management

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## Compensation Approach

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### CI FINANCIAL CORP.

Ticker: CIX Security ID: 125491100  
 Meeting Date: APR 20, 2017 Meeting Type: Annual/Special  
 Record Date: FEB 21, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter W. Anderson	For	For	Management
1.2	Elect Director Sonia A. Baxendale	For	For	Management
1.3	Elect Director Paul W. Derksen	For	For	Management
1.4	Elect Director William T. Holland	For	For	Management
1.5	Elect Director David P. Miller	For	For	Management
1.6	Elect Director Stephen T. Moore	For	For	Management
1.7	Elect Director Tom P. Muir	For	For	Management
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management
3	Approve Restricted Share Unit Plan	For	For	Management
4	Amend Quorum Requirements	For	For	Management
5	Advisory Vote on Executive Compensation Approach	For	For	Management

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### CINCINNATI FINANCIAL CORPORATION

Ticker: CINF Security ID: 172062101  
 Meeting Date: MAY 06, 2017 Meeting Type: Annual  
 Record Date: MAR 07, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Bahl	For	For	Management
1.2	Elect Director Gregory T. Bier	For	For	Management
1.3	Elect Director Linda W. Clement-Holmes	For	For	Management
1.4	Elect Director Dirk J. Debbink	For	For	Management
1.5	Elect Director Steven J. Johnston	For	For	Management
1.6	Elect Director Kenneth C. Lichtendahl	For	For	Management
1.7	Elect Director W. Rodney McMullen	For	For	Management
1.8	Elect Director David P. Osborn	For	For	Management
1.9	Elect Director Gretchen W. Price	For	For	Management
1.10	Elect Director Thomas R. Schiff	For	For	Management
1.11	Elect Director Douglas S. Skidmore	For	For	Management
1.12	Elect Director Kenneth W. Stecher	For	For	Management
1.13	Elect Director John F. Steele, Jr.	For	For	Management
1.14	Elect Director Larry R. Webb	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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### CISCO SYSTEMS, INC.

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Ticker: CSCO Security ID: 17275R102  
 Meeting Date: DEC 12, 2016 Meeting Type: Annual  
 Record Date: OCT 14, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Carol A. Bartz	For	For	Management
1b	Elect Director M. Michele Burns	For	For	Management
1c	Elect Director Michael D. Capellas	For	For	Management
1d	Elect Director John T. Chambers	For	For	Management
1e	Elect Director Amy L. Chang	For	For	Management
1f	Elect Director John L. Hennessy	For	For	Management
1g	Elect Director Kristina M. Johnson	For	For	Management
1h	Elect Director Roderick C. McGeary	For	For	Management
1i	Elect Director Charles H. Robbins	For	For	Management
1j	Elect Director Arun Sarin	For	For	Management
1k	Elect Director Steven M. West	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Report on Lobbying Payments and Policy	Against	For	Shareholder
5	Report on Arab and non-Arab Employees using EEO-1 Categories	Against	Against	Shareholder
6	Establish Board Committee on Operations in Israeli Settlements	Against	Against	Shareholder

### CROWN CASTLE INTERNATIONAL CORP.

Ticker: CCI Security ID: 22822V101  
 Meeting Date: MAY 18, 2017 Meeting Type: Annual  
 Record Date: MAR 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director P. Robert Bartolo	For	For	Management
1b	Elect Director Jay A. Brown	For	For	Management
1c	Elect Director Cindy Christy	For	For	Management
1d	Elect Director Ari Q. Fitzgerald	For	For	Management
1e	Elect Director Robert E. Garrison, II	For	For	Management
1f	Elect Director Lee W. Hogan	For	For	Management
1g	Elect Director Edward C. Hutcheson, Jr.	For	For	Management
1h	Elect Director J. Landis Martin	For	For	Management
1i	Elect Director Robert F. McKenzie	For	For	Management
1j	Elect Director Anthony J. Melone	For	For	Management
1k	Elect Director W. Benjamin Moreland	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Adopt Proxy Access Right	Against	For	Shareholder

### FASTENAL COMPANY

Ticker: FAST Security ID: 311900104  
 Meeting Date: APR 25, 2017 Meeting Type: Annual  
 Record Date: FEB 24, 2017

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Willard D. Oberton	For	For	Management
1b	Elect Director Michael J. Ancius	For	For	Management
1c	Elect Director Michael J. Dolan	For	For	Management
1d	Elect Director Stephen L. Eastman	For	For	Management
1e	Elect Director Daniel L. Florness	For	For	Management
1f	Elect Director Rita J. Heise	For	For	Management
1g	Elect Director Darren R. Jackson	For	For	Management
1h	Elect Director Daniel L. Johnson	For	For	Management
1i	Elect Director Scott A. Satterlee	For	For	Management
1j	Elect Director Reyne K. Wisecup	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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### GLAXOSMITHKLINE PLC

Ticker: GSK                      Security ID: 37733W105  
 Meeting Date: MAY 04, 2017      Meeting Type: Annual  
 Record Date: MAR 27, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Approve Remuneration Policy	For	For	Management
4	Elect Emma Walmsley as Director	For	For	Management
5	Elect Dr Vivienne Cox as Director	For	For	Management
6	Elect Dr Patrick Vallance as Director	For	For	Management
7	Re-elect Philip Hampton as Director	For	For	Management
8	Re-elect Sir Roy Anderson as Director	For	For	Management
9	Re-elect Vindi Banga as Director	For	For	Management
10	Re-elect Simon Dingemans as Director	For	For	Management
11	Re-elect Lynn Elsenhans as Director	For	For	Management
12	Re-elect Dr Jesse Goodman as Director	For	For	Management
13	Re-elect Judy Lewent as Director	For	For	Management
14	Re-elect Urs Rohner as Director	For	For	Management
15	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For	Management
16	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	For	For	Management
17	Authorise EU Political Donations and Expenditure	For	For	Management
18	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
19	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
20	Authorise Issue of Equity with Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	Management
21	Authorise Market Purchase of Ordinary Shares	For	For	Management
22	Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports	For	For	Management



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23	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For	Management
24	Approve Performance Share Plan	For	For	Management
25	Approve Deferred Annual Bonus Plan	For	For	Management

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HSBC HOLDINGS PLC

Ticker:           HSBA                   Security ID: 404280406

Meeting Date: APR 28, 2017   Meeting Type: Annual

Record Date: MAR 13, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3(a)	Elect David Nish as Director	For	For	Management
3(b)	Elect Jackson Tai as Director	For	For	Management
3(c)	Re-elect Phillip Ameen as Director	For	For	Management
3(d)	Re-elect Kathleen Casey as Director	For	For	Management
3(e)	Re-elect Laura Cha as Director	For	For	Management
3(f)	Re-elect Henri de Castries as Director	For	For	Management
3(g)	Re-elect Lord Evans of Weardale as Director	For	For	Management
3(h)	Re-elect Joachim Faber as Director	For	For	Management
3(i)	Re-elect Douglas Flint as Director	For	For	Management
3(j)	Re-elect Stuart Gulliver as Director	For	For	Management
3(k)	Re-elect Irene Lee as Director	For	Against	Management
3(l)	Re-elect John Lipsky as Director	For	For	Management
3(m)	Re-elect Iain Mackay as Director	For	For	Management
3(n)	Re-elect Heidi Miller as Director	For	For	Management
3(o)	Re-elect Marc Moses as Director	For	For	Management
3(p)	Re-elect Jonathan Symonds as Director	For	For	Management
3(q)	Re-elect Pauline van der Meer Mohr as Director	For	For	Management
3(r)	Re-elect Paul Walsh as Director	For	Against	Management
4	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For	Management
5	Authorise the Group Audit Committee to Fix Remuneration of Auditors	For	For	Management
6	Authorise EU Political Donations and Expenditure	For	For	Management
7	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
8	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	Management
10	Authorise Directors to Allot Any Repurchased Shares	For	For	Management
11	Authorise Market Purchase of Ordinary Shares	For	For	Management
12	Authorise Issue of Equity in Relation to Contingent Convertible Securities	For	For	Management
13	Authorise Issue of Equity without Pre-emptive Rights in Relation to Contingent Convertible Securities	For	For	Management
14	Authorise the Company to Call General	For	For	Management

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Meeting with Two Weeks' Notice

## ISHARES TRUST

Ticker: Security ID: 464287242  
 Meeting Date: JUN 19, 2017 Meeting Type: Special  
 Record Date: MAY 02, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jane D. Carlin	For	For	Management
1.2	Elect Director Richard L. Fagnani	For	For	Management
1.3	Elect Director Drew E. Lawton	For	For	Management
1.4	Elect Director Madhav V. Rajan	For	For	Management
1.5	Elect Director Mark Wiedman	For	For	Management

## KIMBERLY-CLARK CORPORATION

Ticker: KMB Security ID: 494368103  
 Meeting Date: APR 20, 2017 Meeting Type: Annual  
 Record Date: FEB 21, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Bergstrom	For	For	Management
1.2	Elect Director Abelardo E. Bru	For	For	Management
1.3	Elect Director Robert W. Decherd	For	For	Management
1.4	Elect Director Thomas J. Falk	For	For	Management
1.5	Elect Director Fabian T. Garcia	For	For	Management
1.6	Elect Director Michael D. Hsu	For	For	Management
1.7	Elect Director Mae C. Jemison	For	For	Management
1.8	Elect Director James M. Jenness	For	For	Management
1.9	Elect Director Nancy J. Karch	For	For	Management
1.10	Elect Director Christa S. Quarles	For	For	Management
1.11	Elect Director Ian C. Read	For	For	Management
1.12	Elect Director Marc J. Shapiro	For	For	Management
1.13	Elect Director Michael D. White	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

## LAS VEGAS SANDS CORP.

Ticker: LVS Security ID: 517834107  
 Meeting Date: JUN 08, 2017 Meeting Type: Annual  
 Record Date: APR 10, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles D. Forman	For	For	Management
1.2	Elect Director Steven L. Gerard	For	For	Management
1.3	Elect Director George Jamieson	For	For	Management
1.4	Elect Director Lewis Kramer	For	For	Management
2	Ratify Deloitte & Touche LLP as	For	For	Management

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	Auditors			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

### LEGGETT & PLATT, INCORPORATED

Ticker:           LEG                           Security ID: 524660107  
 Meeting Date: MAY 09, 2017   Meeting Type: Annual  
 Record Date: MAR 03, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Robert E. Brunner	For	For	Management
1b	Elect Director Robert G. Culp, III	For	For	Management
1c	Elect Director R. Ted Enloe, III	For	For	Management
1d	Elect Director Manuel A. Fernandez	For	For	Management
1e	Elect Director Matthew C. Flanigan	For	For	Management
1f	Elect Director Karl G. Glassman	For	For	Management
1g	Elect Director Joseph W. McClanathan	For	For	Management
1h	Elect Director Judy C. Odom	For	For	Management
1i	Elect Director Phoebe A. Wood	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

### NATIONAL GRID PLC

Ticker:           NG.                           Security ID: 636274300  
 Meeting Date: MAY 19, 2017   Meeting Type: Special  
 Record Date: APR 12, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Share Consolidation	For	For	Management
2	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
3	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
4	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	Management
5	Authorise Market Purchase of New Ordinary Shares	For	For	Management

### PAYCHEX, INC.

Ticker:           PAYX                           Security ID: 704326107  
 Meeting Date: OCT 12, 2016   Meeting Type: Annual  
 Record Date: AUG 15, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1a	Elect Director B. Thomas Golisano	For	For	Management
1b	Elect Director Joseph G. Doody	For	For	Management
1c	Elect Director David J.S. Flaschen	For	For	Management
1d	Elect Director Phillip Horsley	For	For	Management
1e	Elect Director Grant M. Inman	For	For	Management
1f	Elect Director Pamela A. Joseph	For	For	Management
1g	Elect Director Martin Mucci	For	For	Management
1h	Elect Director Joseph M. Tucci	For	For	Management
1i	Elect Director Joseph M. Velli	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

### PPL CORPORATION

Ticker: PPL Security ID: 69351T106  
 Meeting Date: MAY 17, 2017 Meeting Type: Annual  
 Record Date: FEB 28, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rodney C. Adkins	For	For	Management
1.2	Elect Director John W. Conway	For	For	Management
1.3	Elect Director Steven G. Elliott	For	For	Management
1.4	Elect Director Raja Rajamannar	For	For	Management
1.5	Elect Director Craig A. Rogerson	For	For	Management
1.6	Elect Director William H. Spence	For	For	Management
1.7	Elect Director Natica von Althann	For	For	Management
1.8	Elect Director Keith H. Williamson	For	For	Management
1.9	Elect Director Armando Zagalo de Lima	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
6	Assess Portfolio Impacts of Policies to Meet 2 Degree Scenario	Against	For	Shareholder

### REALTY INCOME CORPORATION

Ticker: O Security ID: 756109104  
 Meeting Date: MAY 16, 2017 Meeting Type: Annual  
 Record Date: MAR 09, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Kathleen R. Allen	For	For	Management
1b	Elect Director John P. Case	For	For	Management
1c	Elect Director A. Larry Chapman	For	For	Management
1d	Elect Director Priya Cherian Huskins	For	Against	Management
1e	Elect Director Michael D. McKee	For	Against	Management
1f	Elect Director Gregory T. McLaughlin	For	For	Management
1g	Elect Director Ronald L. Merriman	For	Against	Management
1h	Elect Director Stephen E. Sterrett	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

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Executive Officers' Compensation  
 4 Advisory Vote on Say on Pay Frequency    One Year    One Year    Management

### ROYAL BANK OF CANADA

Ticker:            RY                            Security ID: 780087102  
 Meeting Date: APR 06, 2017    Meeting Type: Annual  
 Record Date: FEB 08, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andrew A. Chisholm	For	For	Management
1.2	Elect Director Jacynthe Cote	For	For	Management
1.3	Elect Director Toos N. Daruvala	For	For	Management
1.4	Elect Director David F. Denison	For	For	Management
1.5	Elect Director Richard L. George	For	For	Management
1.6	Elect Director Alice D. Laberge	For	For	Management
1.7	Elect Director Michael H. McCain	For	For	Management
1.8	Elect Director David McKay	For	For	Management
1.9	Elect Director Heather Munroe-Blum	For	For	Management
1.10	Elect Director Thomas A. Renyi	For	For	Management
1.11	Elect Director Kathleen Taylor	For	For	Management
1.12	Elect Director Bridget A. van Kralingen	For	For	Management
1.13	Elect Director Thierry Vandal	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote on Executive Compensation Approach	For	For	Management
4	SP 1: Adopt a Policy of Withdrawal from Tax Havens or Jurisdictions with Low Tax Rates	Against	Against	Shareholder
5	SP 2: Approve Annual Disclosure of Lobbying-Related Matters	Against	For	Shareholder
6	SP 3: Approve Simplification and Improvement of the Management Disclosure on Executive Compensation	Against	Against	Shareholder
7	SP 4: Approve Board Size By-Law	Against	Against	Shareholder
8	SP 5: Adopt Proxy Access Bylaw	Against	For	Shareholder
9	SP 6: Approve Retirement and Severance Agreements	Against	Against	Shareholder
10	SP 7: Approve Placement of Shareholder Proposals in Circular	Against	Against	Shareholder

### ROYAL DUTCH SHELL PLC

Ticker:            RDSA                            Security ID: 780259107  
 Meeting Date: MAY 23, 2017    Meeting Type: Annual  
 Record Date: APR 13, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Policy	For	For	Management
3	Approve Remuneration Report	For	For	Management
4	Elect Catherine Hughes as Director	For	For	Management
5	Elect Roberto Setubal as Director	For	For	Management
6	Re-elect Ben van Beurden as Director	For	For	Management

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7	Re-elect Guy Elliott as Director	For	For	Management
8	Re-elect Euleen Goh as Director	For	For	Management
9	Re-elect Charles Holliday as Director	For	For	Management
10	Re-elect Gerard Kleisterlee as Director	For	For	Management
11	Re-elect Sir Nigel Sheinwald as Director	For	For	Management
12	Re-elect Linda Stuntz as Director	For	For	Management
13	Elect Jessica Uhl as Director	For	For	Management
14	Re-elect Hans Wijers as Director	For	For	Management
15	Re-elect Gerrit Zalm as Director	For	For	Management
16	Reappoint Ernst & Young LLP as Auditors	For	For	Management
17	Authorise the Audit Committee to Fix Remuneration of Auditors	For	For	Management
18	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
19	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
20	Authorise Market Purchase of Ordinary Shares	For	For	Management
21	Request Shell to Set and Publish Targets for Reducing Greenhouse Gas (GHG) Emissions	Against	Against	Shareholder

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### TAKEDA PHARMACEUTICAL CO. LTD.

Ticker: 4502 Security ID: 874060205  
 Meeting Date: JUN 28, 2017 Meeting Type: Annual  
 Record Date: MAR 31, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Allocation of Income, with a Final Dividend of JPY 90	For	For	Management
2.1	Elect Director Christophe Weber	For	For	Management
2.2	Elect Director Iwasaki, Masato	For	For	Management
2.3	Elect Director Andrew Plump	For	For	Management
2.4	Elect Director James Kehoe	For	For	Management
2.5	Elect Director Fujimori, Yoshiaki	For	For	Management
2.6	Elect Director Higashi, Emiko	For	For	Management
2.7	Elect Director Michel Orsinger	For	For	Management
2.8	Elect Director Sakane, Masahiro	For	For	Management
2.9	Elect Director Shiga, Toshiyuki	For	For	Management
3	Approve Annual Bonus	For	For	Management
4	Amend Articles to Add Provisions Prohibiting Appointment of Corporate Counselors or Advisors Who Will Give Advice to Representative Directors	Against	For	Shareholder
5	Remove Director and Chairman Yasuchika Hasegawa from Office	Against	Against	Shareholder

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### THE DOW CHEMICAL COMPANY

Ticker: DOW Security ID: 260543103  
 Meeting Date: JUL 20, 2016 Meeting Type: Special  
 Record Date: JUN 02, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management
3	Advisory Vote on Golden Parachutes	For	For	Management

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### THE PROCTER & GAMBLE COMPANY

Ticker: PG Security ID: 742718109  
 Meeting Date: OCT 11, 2016 Meeting Type: Annual  
 Record Date: AUG 12, 2016

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Francis S. Blake	For	For	Management
1b	Elect Director Angela F. Braly	For	For	Management
1c	Elect Director Kenneth I. Chenault	For	For	Management
1d	Elect Director Scott D. Cook	For	For	Management
1e	Elect Director Terry J. Lundgren	For	For	Management
1f	Elect Director W. James McNerney, Jr.	For	For	Management
1g	Elect Director David S. Taylor	For	For	Management
1h	Elect Director Margaret C. Whitman	For	For	Management
1i	Elect Director Patricia A. Woertz	For	For	Management
1j	Elect Director Ernesto Zedillo	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Consistency Between Corporate Values and Political Activities	Against	Against	Shareholder
5	Report on Application of Company Non-Discrimination Policies in States with Pro-Discrimination Laws	Against	Against	Shareholder

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### TOTAL SA

Ticker: FP Security ID: 89151E109  
 Meeting Date: MAY 26, 2017 Meeting Type: Annual/Special  
 Record Date: APR 24, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Financial Statements and Statutory Reports	For	For	Management
2	Approve Consolidated Financial Statements and Statutory Reports	For	For	Management
3	Approve Allocation of Income and Dividends of EUR 2.45 per Share	For	For	Management
4	Approve Stock Dividend Program (Cash or New Shares)	For	For	Management
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
6	Reelect Patricia Barbizet as Director	For	For	Management
7	Reelect Marie-Christine Coisne-Roquette as Director	For	For	Management
8	Elect Mark Cutifani as Director	For	For	Management
9	Elect Carlos Tavares as Director	For	Against	Management
10	Receive Auditors' Special Report on Related-Party Transactions Mentioning	For	For	Management

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	the Absence of New Transactions			
11	Non-Binding Vote on Compensation of Patrick Pouyanne, CEO and Chairman	For	For	Management
12	Approve Remuneration Policy of Chairman and CEO	For	For	Management
13	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	For	For	Management

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### UNILEVER PLC

Ticker: ULVR Security ID: 904767704  
 Meeting Date: APR 27, 2017 Meeting Type: Annual  
 Record Date: MAR 10, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Approve Remuneration Policy	For	For	Management
4	Approve Performance Share Plan	For	For	Management
5	Re-elect Nils Andersen as Director	For	For	Management
6	Re-elect Laura Cha as Director	For	For	Management
7	Re-elect Vittorio Coal as Director	For	For	Management
8	Re-elect Dr Marijn Dekkers as Director	For	For	Management
9	Re-elect Ann Fudge as Director	For	For	Management
10	Re-elect Dr Judith Hartmann as Director	For	For	Management
11	Re-elect Mary Ma as Director	For	For	Management
12	Re-elect Strive Masiyiwa as Director	For	For	Management
13	Re-elect Youngme Moon as Director	For	For	Management
14	Re-elect Graeme Pitkethly as Director	For	For	Management
15	Re-elect Paul Polman as Director	For	For	Management
16	Re-elect John Rishton as Director	For	For	Management
17	Re-elect Feike Sijbesma as Director	For	For	Management
18	Reappoint KPMG LLP as Auditors	For	For	Management
19	Authorise Board to Fix Remuneration of Auditors	For	For	Management
20	Authorise EU Political Donations and Expenditure	For	For	Management
21	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
22	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	For	For	Management
24	Authorise Market Purchase of Ordinary Shares	For	For	Management
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	For	For	Management

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### VERMILION ENERGY INC.

Ticker: VET Security ID: 923725105  
 Meeting Date: APR 28, 2017 Meeting Type: Annual  
 Record Date: MAR 10, 2017



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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Fix Number of Directors at Nine	For	For	Management
2.1	Elect Director Lorenzo Donadeo	For	For	Management
2.2	Elect Director Larry J. Macdonald	For	For	Management
2.3	Elect Director Loren M. Leiker	For	For	Management
2.4	Elect Director William F. Madison	For	For	Management
2.5	Elect Director Timothy R. Marchant	For	For	Management
2.6	Elect Director Anthony W. Marino	For	For	Management
2.7	Elect Director Robert B. Michaleski	For	For	Management
2.8	Elect Director Sarah E. Raiss	For	For	Management
2.9	Elect Director Catherine L. Williams	For	For	Management
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management
4	Advisory Vote on Executive Compensation Approach	For	For	Management

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WASTE MANAGEMENT, INC.

Ticker: WM Security ID: 94106L109  
 Meeting Date: MAY 12, 2017 Meeting Type: Annual  
 Record Date: MAR 15, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Bradbury H. Anderson	For	For	Management
1b	Elect Director Frank M. Clark, Jr.	For	For	Management
1c	Elect Director James C. Fish, Jr.	For	For	Management
1d	Elect Director Andres R. Gluski	For	For	Management
1e	Elect Director Patrick W. Gross	For	For	Management
1f	Elect Director Victoria M. Holt	For	For	Management
1g	Elect Director Kathleen M. Mazzarella	For	For	Management
1h	Elect Director John C. Pope	For	For	Management
1i	Elect Director Thomas H. Weidemeyer	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Pro-rata Vesting of Equity Awards	Against	For	Shareholder

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WEC ENERGY GROUP, INC.

Ticker: WEC Security ID: 92939U106  
 Meeting Date: MAY 04, 2017 Meeting Type: Annual  
 Record Date: FEB 23, 2017

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Bergstrom	For	For	Management
1.2	Elect Director Barbara L. Bowles	For	For	Management
1.3	Elect Director William J. Brodsky	For	For	Management
1.4	Elect Director Albert J. Budney, Jr.	For	For	Management
1.5	Elect Director Patricia W. Chadwick	For	For	Management
1.6	Elect Director Curt S. Culver	For	For	Management
1.7	Elect Director Thomas J. Fischer	For	For	Management
1.8	Elect Director Paul W. Jones	For	For	Management
1.9	Elect Director Gale E. Klappa	For	For	Management

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1.10	Elect Director Henry W. Knueppel	For	For	Management
1.11	Elect Director Allen L. Leverett	For	For	Management
1.12	Elect Director Ulice Payne, Jr.	For	For	Management
1.13	Elect Director Mary Ellen Stanek	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

===== END NPX REPORT

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.

(Registrant) Virtus Global Dividend & Income Fund Inc.  
(fka The Zweig Total Return Fund, Inc.)

By: /s/ George R. Aylward  
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George R. Aylward, President

Date: August 22, 2017