CHARTWELL DIVIDEND & INCOME FUND INC

Form N-Q October 27, 2010

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

FORM N-O

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)

1235 Westlakes Drive, Suite 400

Berwyn, PA 19312
(Address of principal executive offices) (Zip code)

BNY Mellon
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, 2010

DATE OF REPORTING PERIOD: AUGUST 31, 2010

ITEM 1. SCHEDULE OF INVESTMENTS

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2010

SCHEDULE OF INVESTMENTS (UNAUDITED)

	NUMBER OF SHARES	 MARKET VALUE	
COMMON STOCK73.4% AEROSPACE & DEFENSE2.4% Honeywell International, Inc	25,000 10,000	\$ 977,250 652,100	
		 1,629,350	

AIR FREIGHT & LOGISTICS0.9% United Parcel Service, Inc., Class B	10,000	638,000
BANKS2.3%		
JPMorgan Chase & Company	42,000	1,527,120
BASIC INDUSTRY3.5%		
Dow Chemical Company	25,000	609,250
EI du Pont de Nemours & Company	20,000	815,400
PPG Industries, Inc	15,000	987,450
		2,412,100
BEVERAGES2.2%		
Coca-Cola Company	15,000	838,800
PepsiCo, Inc	10,000	641,800
		1,480,600
COMMERCIAL SERVICES & SUPPLIES0.7%	-	
Waste Management, Inc	15,000	496,350
COMMUNICATIONS EQUIPMENT0.6%		
QUALCOMM, Inc	10,000	383,100
COMPUTERS & PERIPHERALS2.3%		
Hewlett-Packard Company	35,000	1,346,800
International Business Machines Corporation	2,000	246,460
		1,593,260
ELECTRICAL EQUIPMENT1.4%		
Emerson Electric Company	20,000	933,000
ENERGY8.3%		
Energy Transfer Partners LP (A)	41,500	1,896,135
Enterprise Products Partners LP (A)	20,000	739,400
Exxon Mobil Corporation	20,000	1,183,200
Occidental Petroleum Corporation	20,800	1,520,064
Williams, Inc	20,000	362,600
		5,701,399
FINANCIAL9.2%	-	
ACE Limited	20,000	1,069,400
Apollo Investment Corporation	50,000	478,500
Invesco Limited	30,000	543,000
Lincoln National Corporation	50,000	1,168,000
MetLife, Inc	40,000	1,504,000
NYSE Euronext	25,000	693 , 500

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2010

SCHEDULE OF INVESTMENTS (UNAUDITED)

NUMBER OF MARKET SHARES VALUE

COMMON STOCK (CONTINUED)		
FINANCIAL (CONTINUED)		
Newco Star Asia Financial Limited SPV * +		
(B) (C)	15,000	
Solar Capital Limited	33 , 695	661,761
Star Asia Financial Limited * + (B)(C)	46,169	160,207
		6,318,418
FOOD & STAPLES RETAILING1.2%		
CVS Caremark Corporation	30,000	810,000
FOOD, BEVERAGE & TOBACCO2.2%	20.000	660 600
Altria Group, Inc.	30,000	
Kraft Foods, Inc., Class A	10,000	299,500
Philip Morris International, Inc	10,000	514,400
		1,483,500
HEALEHGADE 7 CO		
HEALTHCARE7.6%	20.000	1 400 000
Abbott Laboratories	30,000	1,480,200
Bristol-Myers Squibb Company	55,000	
Merck & Company, Inc	20,000	703,200
Pfizer, Inc	100,000	1,593,000
		5,210,800
INDUSTRIAL CONGLOMERATES3.8%		
3M Company	20,000	1,571,000
General Electric Company	70,000	1,013,600
General Electric Company	70,000	
		2,584,600
		2,304,000
IT SERVICES0.4%		
Paychex, Inc.	10,000	248,900
	,	
LEISURE EQUIPMENT & PRODUCTS0.5%		
Mattel, Inc	15,000	314,850
MACHINERY1.9%		
Caterpillar, Inc	20,000	1,303,200
MULTILINE RETAIL1.5%		
JC Penney Company, Inc	10,000	200,000
Target Corporation	16,000	818,560
		1,018,560
PERSONAL PRODUCTS2.1%		
Avon Products, Inc	50,000	1,455,000
REAL ESTATE INVESTMENT TRUSTS2.8%		
Annaly Mortgage Management, Inc	52 , 900	919,402
MFA Mortgage Investments, Inc	138,000	1,017,060
		1,936,462
GENT GONDHOEDD C. GENT GONDHOEDD FOR THE CO.		
SEMICONDUCTORS & SEMICONDUCTOR EQUIPMENT2.2%		

Intel Corporation	30 , 000	531,600
Microchip Technology, Inc	35,000	969,150
		1,500,750

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2010

SCHEDULE OF INVESTMENTS (UNAUDITED)

	NUMBER OF SHARES/ PRINCIPAL AMOUNT			
COMMON STOCK (CONTINUED) SOFTWARE1.0% Microsoft Corporation	30,000	\$ 704,400		
SPECIALTY RETAIL2.3% Limited Brands, Inc	68,300	1,611,880		
TELECOMMUNICATIONS4.3% AT&T, Inc	45,000 128,600 25,000	1,216,350 994,078 737,750 2,948,178		
TRANSPORTATION1.9% General Maritime Corporation Nordic American Tanker Shipping	105,000 10,000 50,000	469,350 264,700 561,000 1,295,050		
UTILITIES3.2% Southern Company	60,000	2,201,400		
WIRELESS TELECOMMUNICATION SERVICES0.7% Vodafone Group PLC	20,000	483,600		
TOTAL COMMON STOCK (COST \$50,610,938) EXCHANGE TRADED FUND2.0% SPDR KBW Bank	65 , 000	50,223,827 		
TOTAL EXCHANGE TRADED FUND (COST \$871,731)		1,403,350		
PREFERRED STOCK0.0% FINANCIAL0.0% Solar Cayman Limited *+ (B)	80,000	26,400		
TOTAL PREFERRED STOCK (COST \$604,763)		26,400		

CORPORATE NOTES/BONDS52.8% AEROSPACE & DEFENSE0.7% DynCorp International, Inc. + 10.375%, 07/01/17	\$ 500,000	500,000
BANKS0.7% PHH Corporation + 9.250%, 03/01/16	500,000	
BASIC INDUSTRY4.4% Aquilex Holdings LLC + 11.125%, 12/15/16	500,000 500,000	496,875 517,500
8.375%, 07/15/16	675 , 000	664,875
United Rentals North America, Inc. 10.875%, 06/15/16	270,000	301,050
CHARTWELL DIVIDEND & INCOME FUND, INC. SCHEDULE OF INVESTMENTS (UNAUDITED)	А	UGUST 31, 2010
		MARKET
	AMOUNT	VALUE
CORPORATE NOTES/BONDS (CONTINUED) BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17		
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17		\$ 1,012,500
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17		\$ 1,012,500 2,992,800
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17	\$ 1,000,000	\$ 1,012,500 2,992,800
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17	\$ 1,000,000	\$ 1,012,500 2,992,800
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17 BUILDING MATERIALS1.2% Gibraltar Industries, Inc. 8.000%, 12/01/15 CABLE TELEVISION3.5% Cequel Communications Holdings I LLC and Cequel Capital Corporation + 8.625%, 11/15/17 CSC Holdings, Inc. 7.875%, 02/15/18	\$ 1,000,000 840,000	\$ 1,012,500 2,992,800 8
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17 BUILDING MATERIALS1.2% Gibraltar Industries, Inc. 8.000%, 12/01/15 CABLE TELEVISION3.5% Cequel Communications Holdings I LLC and Cequel Capital Corporation + 8.625%, 11/15/17 CSC Holdings, Inc.	\$ 1,000,000	\$ 1,012,500
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17 BUILDING MATERIALS1.2% Gibraltar Industries, Inc. 8.000%, 12/01/15 CABLE TELEVISION3.5% Cequel Communications Holdings I LLC and Cequel Capital Corporation + 8.625%, 11/15/17 CSC Holdings, Inc. 7.875%, 02/15/18 Mediacom Broadband LLC	\$ 1,000,000 840,000 1,000,000 550,000	\$ 1,012,500
BASIC INDUSTRY (CONTINUED) WireCo WorldGroup + 9.500%, 05/15/17 BUILDING MATERIALS1.2% Gibraltar Industries, Inc. 8.000%, 12/01/15 CABLE TELEVISION3.5% Cequel Communications Holdings I LLC and Cequel Capital Corporation + 8.625%, 11/15/17 CSC Holdings, Inc. 7.875%, 02/15/18 Mediacom Broadband LLC	\$ 1,000,000 840,000 1,000,000 550,000	\$ 1,012,500 2,992,800

	-	
CONSUMER STAPLES0.5%		
Dean Foods Company 7.000%, 06/01/16	300,000	282,750
Regal Entertainment Group 9.125%, 08/15/18	95,000	97,850
	-	380,600
ELECTRICAL EQUIPMENT0.7%	-	
Belden, Inc.		
7.000%, 03/15/17	500,000	505,000
ENERGY4.8%		
Concho Resources, Inc. 8.625%, 10/01/17	500,000	525,000
Copano Energy LLC	300,000	323,000
8.125%, 03/01/16	435,000	441,525
8.875%, 02/15/18	275,000	285,313
Linn Energy LLC 9.875%, 07/01/18	185,000	203,500
Niska Gas Storage US LLC + 8.875%, 03/15/18	500,000	528 , 750
Plains Exploration & Production Company	•	•
7.625%, 06/01/18	500,000	509 , 375
CHARTWELL DIVIDEND & INCOME FUND, INC.	AUGI	JST 31, 2010
		,
SCHEDULE OF INVESTMENTS (UNAUDITED)		
	PRINCIPAL AMOUNT	MARKET VALUE
CORPORATE NOTES/BONDS (CONTINUED)		
ENERGY (CONTINUED)		
Range Resources Corporation 7.500%, 05/15/16	\$ 750,000	\$ 783 , 750
		3,277,213
FINANCIAL1.1% Penson Worldwide, Inc. +		
12.500%, 05/15/17	750,000	744,375
FIREARMS AND AMMUNITION0.8%		
Colt Defense LLC +		
8.750%, 11/15/17	750 , 000	538,125
CAMING		
GAMING2.2%		
MTR Gaming Group, Inc.	700,000	619,500
MTR Gaming Group, Inc. 9.000%, 06/01/12		
MTR Gaming Group, Inc. 9.000%, 06/01/12	700,000 500,000	619,500 488,750

		1,497,050
HEALTH CARE PROVIDERS & SERVICES0.3% Health Net, Inc. 6.375%, 06/01/17	250,000	243,125
HOUSEHOLD PRODUCTS0.4% Spectrum Brands Holdings, Inc. + 9.500%, 06/15/18		252,900
INTERNET SOFTWARE & SERVICES0.8% Equinix, Inc.		
8.125%, 03/01/18	500,000	525 , 000
LIFE SCIENCES TOOLS & SERVICES1.5% Patheon, Inc. + 8.625%, 04/15/17	1,000,000	1,001,250
MACHINERY1.2%		
Cleaver-Brooks, Inc. + 12.250%, 05/01/16 Trimas Corporation +	600,000	620,250
9.750%, 12/15/17	170,000	176 , 375
		796 , 625
METALS & MINING1.5% Cloud Peak Energy Resources LLC + 8.500%, 12/15/19	1,000,000	1,043,750
MORTGAGE BANKS0.7% Provident Funding Associates + 10.250%, 04/15/17	500,000	511 , 250
CHARTWELL DIVIDEND & INCOME FUND, INC.	AUGU	ST 31, 2010
SCHEDULE OF INVESTMENTS (UNAUDITED)		
	PRINCIPAL AMOUNT	MARKET VALUE
CORPORATE NOTES/BONDS (CONTINUED) OIL & FIELD SERVICES3.8% Cie Generale de Geophysique		
7.750%, 05/15/17	\$ 500,000	\$ 498,750
8.000%, 12/15/16	780,000	793 , 650
8.000%, 09/01/17	900,000	850 , 500
11.500%, 08/01/15	500,000	501,250
		2,644,150

OIL REFINING AND MARKETING0.8% Coffeyville Resources LLC +		
10.875%, 04/01/17	200,000 300,000	203,500 309,750
		513,250
PAPER & FOREST PRODUCTS4.5%		
Appleton Papers, Inc. + 10.500%, 06/15/15	1,000,000	932,500
7.125%, 05/01/16	940,000	950 , 575
12.000%, 08/01/14	250,000	282,633
10.000%, 06/01/13	1,000,000	880,000
		3,045,708
REAL ESTATE1.1% Cedar Fair LP +		
9.125%, 08/01/18	750 , 000	766 , 875
RETAIL1.5% Couche-Tard US LP		
7.500%, 12/15/13	500,000	510,625
8.500%, 05/15/16	500,000	515,000
		1,025,625
SERVICES1.7% KAR Holdings, Inc.		
8.750%, 05/01/14	770,000	795 , 025
9.750%, 08/01/14	350,000	364,438
		1,159,463
TELECOMMUNICATIONS2.9% Cincinnati Bell, Inc.		
8.750%, 03/15/18	1,000,000	960,000
CHARTWELL DIVIDEND & INCOME FUND, INC.	AUGUS	ST 31, 2010
SCHEDULE OF INVESTMENTS (UNAUDITED)		
	PRINCIPAL AMOUNT/ NUMBER OF SHARES/ WRITTEN CONTRACTS	MARKET VALUE

CORPORATE NOTES/BONDS (CONTINUED) TELECOMMUNICATIONS (CONTINUED)

Hughes Network Systems LLC 9.500%, 04/15/14	\$1,000,000	\$ 1,037,500
		1,997,500
TRADING COMPANIES & DISTRIBUTORS0.7%		
Aircastle Limited +		
9.750%, 08/01/18	500,000	508,750
TRANSPORTATION1.7%		
American Petroleum Tankers LLC +		
10.250%, 05/01/15	750 , 000	763 , 125
Marquette Transportation Company +		
10.875%, 01/15/17	400,000	407,000
		1,170,125
UTILITIES4.8%		
Edison Mission Energy		
7.000%, 05/15/17	650 , 000	446,875
8.159%, 07/05/26	799 , 396	739,441
9.125%, 10/01/17	100,000	107,500
6.750%, 05/01/14	400,000	404,000
North American Energy Alliance LLC +	•	,
10.875%, 06/01/16	400,000	434,000
8.625%, 03/15/14	750,000	775,312
6.750%, 03/01/16	350,000	354,375
		3,261,503
TOTAL CORPORATE NOTES/BONDS (COST \$36,420,734)		36,151,287
CASH EQUIVALENT0.4%		
Wells Fargo Advantage Cash Investment		
Money Market Fund, Class I, 0.210% (D)	241,350	241,350
TOTAL CASH EQUIVALENT (COST \$241,350)		241,350
TOTAL INVESTMENTS - 128.6% (COST \$88,749,516) **		\$88,046,214
COMPLET CALL OPPLOYE UPTERED (0.1)		
COVERED CALL OPTIONS WRITTEN(0.1)% 3M Company, Expires: 09/18/10, Strike Price: \$85	(200)	(2,400)
Annaly Capital Management, Inc., Expires: 09/18/10, Strike Price: \$18	(300)	(2,100)
Bristol-Myers Squibb, Expires: 09/18/10, Strike	(300)	(2,100)
Price: \$27	(500)	(8,000)

CHARTWELL DIVIDEND & INCOME FUND, INC. AUGUST 31, 2010

SCHEDULE OF INVESTMENTS (UNAUDITED)

WRITTEN	MARKET
CONTRACTS	VALUE

COVERED CALL OPTIONS WRITTEN (CONTINUED) Caterpillar, Inc., Expires: 09/18/10, Strike Price: \$70 (200) \$ (6,800)(100) Du Pont, Expires: 09/18/10, Strike Price: \$42 (4,700) Emerson Electric Company, Expires: 09/18/10, Strike Price: \$55 (200) (1,000)Hewlett-Packard Company, Expires: 09/18/10, Strike Price: \$43 (59) (413) Limited Brands, Inc., Expires: 09/18/10, Strike Price: \$27 (200) (2,000) Mattel, Inc., Expires: 09/18/10, Strike Price: \$23 (150) (600) Microchip Technology, Inc., Expires: 09/18/10, (150) Strike Price: \$30 (1,500)S&P 500 Index, Expires: 09/18/10, Strike Price: \$1,120 (300) (36,000) Southern Company, Expires: 09/18/10, Strike Price: \$36 (300) (24,000) TOTAL COVERED CALL OPTIONS WRITTEN (PREMIUMS RECEIVED \$293,570) (89,513)_____ (19,505,336) OTHER LIABILITIES IN EXCESS OF ASSETS--(28.5)% +++ ... _____ NET ASSETS--100.0% \$ 68,451,365 _____

- * 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, 2010, THESE SECURITIES AMOUNTED TO \$15,969,890, OR 23.3% OF NET ASSETS.
- (A) SECURITIES CONSIDERED MASTER LIMITED PARTNERSHIP. AT AUGUST 31, 2010, THESE SECURITIES AMOUNTED TO \$2,635,535 OR 3.9% OF NET ASSETS.
- (B) SECURITIES FAIR VALUED IN ACCORDANCE WITH THE FAIR VALUE PROCEDURES, AT AUGUST 31, 2010 THESE SECURITIES AMOUNTED TO \$1,106,657 OR 1.6% OF NET ASSETS.
- (C) SECURITY IS ILLIQUID. THE TOTAL VALUE OF ILLIQUID SECURITIES AS OF AUGUST 31, 2010 WAS \$200,257 OR 0.3% OF NET ASSETS.
- (D) THE RATE REPORTED IS THE 7-DAY EFFECTIVE YIELD AS OF AUGUST 31, 2010.
- LLC LIMITED LIABILITY COMPANY
- LP LIMITED PARTNERSHIP
- PLC PUBLIC LIMITED COMPANY
- SPDR STANDARD & POOR'S DEPOSITARY RECEIPT
- SPV SPECIAL PURPOSE VEHICLE
- ** AT AUGUST 31, 2010, THE TAX BASIS COST OF THE FUND'S INVESTMENTS WAS \$88,749,516, AND THE UNREALIZED APPRECIATION AND DEPRECIATION WERE \$6,696,277 AND \$(7,399,579), RESPECTIVELY.
- +++ AS OF AUGUST 31, 2010, THE FUND HAD \$20 MILLION IN BORROWINGS OUTSTANDING PURSUANT TO A \$25 MILLION LINE OF CREDIT WITH A BANK. BORROWINGS UNDER THE LINE OF CREDIT ARE SECURED BY A PERFECTED SECURITY INTEREST ON ALL OF THE

FUND'S ASSETS. THE LINE OF CREDIT BEARS A VARIABLE INTEREST RATE EQUAL TO THE 1-MONTH LIBOR MARKET INDEX RATE PLUS 0.90% PER ANNUM AND THERE IS A 0.10% PER ANNUM COMMITMENT FEE ON THE UNUSED BALANCE.

CHARTWELL DIVIDEND & INCOME FUND, INC.

AUGUST 31, 2010

SCHEDULE OF INVESTMENTS (UNAUDITED)

THE FOLLOWING TABLE SETS FORTH INFORMATION ABOUT THE LEVEL OF THE FUND'S INVESTMENTS IN ACCORDANCE WITH ASC 820 AT AUGUST 31, 2010:

	I	LEVEL 1		LEVEL 2 LEVEL 3		LEVEL 3		TOTAL
INVESTMENTS IN SECURITIES								
COMMON STOCK	\$50	,023,570	\$		\$	200,257(1)	\$50	,223,827
EXCHANGE TRADED FUND	1	,403,350						1,403,350
PREFERRED STOCK			25 21	71 007		26,400(1)		
CORPORATE NOTES/BONDS						880,000(2)	36	
CASH EQUIVALENT				41,350				241,350
TOTAL INVESTMENTS IN SECURITIES	\$51	,426,920	\$35,5	12,637	\$1	,106,657	\$88	3,046,214
	===		=====	=====			===	
	I	EVEL 1	LEVI	EL 2		LEVEL 3		TOTAL
LIABILITIES								
WRITTEN OPTIONS	\$	(89,513)	\$		\$		\$	(89,513)
TOTAL LIABILITIES	\$	(89,513)	\$		\$		\$	(89 , 513)
	===		=====		==	=======	===	

⁽¹⁾ CLASSIFIED AS FINANCIAL.

(2) CLASSIFIED AS PAPER & FOREST PRODUCTS

THERE HAVE BEEN NO SIGNIFICANT TRANSFERS BETWEEN THE LEVELS.

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

	COMMON STOCK	CORPORATE NOTES/BONDS	PREFERRED STOCK	TOTAL
BEGINNING BALANCE AS OF 05/31/10	\$146 , 475	\$900 , 000	\$26,400	\$1,072,87
REALIZED GAIN (LOSS)	F2 702	(20 000)		22 70
CHANGE IN UNREALIZED APPRECIATION (DEPRECIATION) NET PURCHASES	53 , 782	(20,000)		33 , 78
				_
NET SALES				-
NET TRANSFERS INTO LEVEL 3				-

SUBSEQUENT EVENT

IN ACCORDANCE WITH THE PROVISIONS SET FORTH IN FASB STATEMENT OF FINANCIAL ACCOUNTING STANDARDS ASC 855 "SUBSEQUENT EVENTS," MANAGEMENT HAS DETERMINED THAT NO MATERIAL EVENTS OR TRANSACTIONS OCCURRED SUBSEQUENT TO AUGUST 31, 2010, THAT WOULD REQUIRE ADDITIONAL DISCLOSURE IN THE FUND'S SCHEDULE OF INVESTMENTS.

FOR INFORMATION ON THE FUND'S POLICY REGARDING VALUATION OF INVESTMENTS, FAIR VALUE HIERARCHY AND OTHER SIGNIFICANT ACCOUNTING POLICIES, PLEASE REFER TO NOTE 1 OF 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 20, 2010

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 20, 2010

By (Signature and Title)* /s/ G. Gregory Hagar

G. Gregory Hagar, Vice President and CFO

(Principal Financial Officer)

Date October 20, 2010

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