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ELLSWORTH FUND LTD
Form N-PX
July 06, 2010

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-04656

ELLSWORTH FUND LTD.

(Exact name of registrant as specified in charter)

65 Madison Avenue, Morristown, New Jersey 07960-7308

(Address of principal executive offices) (Zip code)

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

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

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

Date of fiscal year end: September 30, 2010

Date of reporting period: June 30, 2010

Item 1. Proxy Voting Record

Issuer: AT&T Inc.
Ticker symbol: T
CUSIP: 00206R102
Meeting date: 04/30/2010

| Matter Voted On | Proposed By | Voted (Yes or No) | Vote Cast | For/ Against Mgmt. |
|---|----------------|----------------------|--------------|--------------------------|
| 1-01. Election of Director: Randall L. Stephenson | Management | YES | FOR | FOR |
| 1-02. Election of Director: Gilbert F. Amelio | Management | YES | FOR | FOR |

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|-------|--|-------------|-----|---------|---------|
| 1-03. | Election of Director: Reuben V. Anderson | Management | YES | FOR | FOR |
| 1-04. | Election of Director: James H. Blanchard | Management | YES | FOR | FOR |
| 1-05. | Election of Director: Jaime Chico Pardo | Management | YES | FOR | FOR |
| 1-06. | Election of Director: James P. Kelly | Management | YES | FOR | FOR |
| 1-07. | Election of Director: Jon C. Madonna | Management | YES | FOR | FOR |
| 1-08. | Election of Director: Lynn M. Martin | Management | YES | FOR | FOR |
| 1-09. | Election of Director: John B. McCoy | Management | YES | FOR | FOR |
| 1-10. | Election of Director: Joyce M. Roche | Management | YES | FOR | FOR |
| 1-11. | Election of Director: Laura D'Andrea Tyson | Management | YES | FOR | FOR |
| 1-12. | Election of Director: Patricia P. Upton | Management | YES | FOR | FOR |
| 2. | Ratification of the appointment of independent auditors for 2010 | Management | YES | FOR | FOR |
| 3. | Cumulative voting | Shareholder | YES | ABSTAIN | N/A |
| 4. | Pension credit policy | Shareholder | YES | FOR | AGAINST |
| 5. | Advisory vote on compensation | Shareholder | YES | FOR | AGAINST |
| 6. | Special stockholder meetings | Shareholder | YES | ABSTAIN | N/A |

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 Issuer: Celanese Corporation
 Ticker symbol: CE
 CUSIP: 150870103
 Meeting date: 04/22/2010

| Matter Voted On | Proposed By | Voted (Yes or No) | Vote Cast | For/Against Mgmt. | |
|-----------------|--|-------------------|-----------|-------------------|-----|
| 1-01. | Election of Director: David N. Weidman | Management | YES | FOR | FOR |
| 1-02. | Election of Director: Mark C. Rohr | Management | YES | FOR | FOR |
| 1-03. | Election of Director: Farah M. Walters | Management | YES | FOR | FOR |
| 2 | Ratification of the appointment of independent auditors for 2010 | Management | YES | FOR | FOR |

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 Issuer: The Walt Disney Company
 Ticker symbol: DIS

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CUSIP: 254687106

Meeting date: 03/10/2010

| Matter Voted On | Proposed By | Voted (Yes or No) | Vote Cast | For/ Against Mgmt. |
|--|----------------|----------------------|--------------|--------------------------|
| 1-01. Election of Director: Susan E. Arnold | Management | YES | FOR | FOR |
| 1-02. Election of Director: John E. Bryson | Management | YES | FOR | FOR |
| 1-03. Election of Director: John S. Chen | Management | YES | FOR | FOR |
| 1-04. Election of Director: Judith L. Estrin | Management | YES | FOR | FOR |
| 1-05. Election of Director: Robert A. Iger | Management | YES | FOR | FOR |
| 1-06. Election of Director: Steven P. Jobs | Management | YES | FOR | FOR |
| 1-07. Election of Director: Fred H. Langhammer | Management | YES | FOR | FOR |
| 1-08. Election of Director: Aylwin B. Lewis | Management | YES | FOR | FOR |
| 1-09. Election of Director: Monica C. Lozano | Management | YES | FOR | FOR |
| 1-10. Election of Director: Robert W. Matschullat | Management | YES | FOR | FOR |
| 1-11. Election of Director: John E. Pepper, Jr. | Management | YES | FOR | FOR |
| 1-12. Election of Director: Sheryl Sandberg | Management | YES | FOR | FOR |
| 1-13. Election of Director: Orin C. Smith | Management | YES | FOR | FOR |
| 2. Ratification of the appointment of independent auditors for 2010 | Management | YES | FOR | FOR |
| 3. Amendment to the amended and restated 2005 stock incentive plan. | Management | YES | FOR | FOR |
| 4. Amendment to the Company's restated certificate of incorporation relating to interested person transactions | Management | YES | FOR | FOR |
| 5. Amendment to the Company's restated certificate of incorporation relating to bylaw amendments | Management | YES | FOR | FOR |
| 6. Amendment to the Company's restated certificate of incorporation relating to tracking stock provisions | Management | YES | FOR | FOR |
| 7. Amendment to the Company's restated certificate of incorporation relating to classified board transition provisions | Management | YES | FOR | FOR |
| 8. Shareholder advisory vote on executive compensation | Shareholder | YES | FOR | AGAINST |
| 9. Ex-gay non-discrimination policy | Shareholder | YES | ABSTAIN | N/A |

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Issuer: Johnson & Johnson
 Ticker symbol: JNJ
 CUSIP: 478160104
 Meeting date: 04/22/2010

| Matter Voted On | Proposed By | Voted (Yes or No) | Vote Cast | For/Against Mgmt. |
|---|-------------|-------------------|-----------|-------------------|
| 1-01. Election of Director: Mary Sue Coleman | Management | YES | FOR | FOR |
| 1-02. Election of Director: James G. Cullen | Management | YES | FOR | FOR |
| 1-03. Election of Director: Michael M.E. Johns | Management | YES | FOR | FOR |
| 1-04. Election of Director: Susan L. Lindquist | Management | YES | FOR | FOR |
| 1-05. Election of Director: Anne M. Mulcahy | Management | YES | FOR | FOR |
| 1-06. Election of Director: Leo F. Mullin | Management | YES | FOR | FOR |
| 1-07. Election of Director: William D. Perez | Management | YES | FOR | FOR |
| 1-08. Election of Director: Charles Prince | Management | YES | FOR | FOR |
| 1-09. Election of Director: David Satcher | Management | YES | FOR | FOR |
| 1-10. Election of Director: William C. Weldon | Management | YES | FOR | FOR |
| 2. Ratification of the appointment of independent auditors for 2010 | Management | YES | FOR | FOR |
| 3. Advisory vote on executive compensation | Shareholder | YES | FOR | AGAINST |
| 4. Special shareowner meetings | Shareholder | YES | ABSTAIN | N/A |

Issuer: Merck & Company, Inc.
 Ticker symbol: MRK
 CUSIP: 58933Y105
 Meeting date: 05/25/2010

| Matter Voted On | Proposed By | Voted (Yes or No) | Vote Cast | For/Against Mgmt. |
|--|-------------|-------------------|-----------|-------------------|
| 1-01. Election of Director: Leslie A. Brun | Management | YES | FOR | FOR |
| 1-02. Election of Director: Thomas R. Cech | Management | YES | FOR | FOR |
| 1-03. Election of Director: Richard T. Clark | Management | YES | FOR | FOR |

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| 1-04. | Election of Director: Thomas H. Glocer | Management | YES | FOR | FOR |
| 1-05. | Election of Director: Steven F. Goldstone | Management | YES | FOR | FOR |
| 1-06. | Election of Director: William B. Harrison, Jr. | Management | YES | FOR | FOR |
| 1-07. | Election of Director: Harry R. Jacobson | Management | YES | FOR | FOR |
| 1-08. | Election of Director: William N. Kelley | Management | YES | FOR | FOR |
| 1-09. | Election of Director: C. Robert Kidder | Management | YES | FOR | FOR |
| 1-10. | Election of Director: Rochelle B. Lazarus | Management | YES | FOR | FOR |
| 1-11. | Election of Director: Carlos E. Represas | Management | YES | FOR | FOR |
| 1-12. | Election of Director: Patricia F. Russo | Management | YES | FOR | FOR |
| 1-13. | Election of Director: Thomas E. Shenk | Management | YES | FOR | FOR |
| 1-14. | Election of Director: Anne M. Tatlock | Management | YES | FOR | FOR |
| 1-15. | Election of Director: Craig B. Thompson | Management | YES | FOR | FOR |
| 1-16. | Election of Director: Wendell P. Weeks | Management | YES | FOR | FOR |
| 1-17. | Election of Director: Peter C. Wendell | Management | YES | FOR | FOR |
| 2. | Ratification of the appointment of independent auditors for 2010 | Management | YES | FOR | FOR |
| 3. | Adoption of 2010 stock incentive plan | Management | YES | FOR | FOR |
| 4. | Adoption of 2010 non-employee directors stock & option plan | Management | YES | FOR | FOR |

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Issuer: Verenum Corporation
 Ticker symbol: VRNM
 CUSIP: 92340P209
 Meeting date: 06/14/2010

| Matter Voted On | Proposed By | Voted (Yes or No) | Vote Cast | For/Against Mgmt. | |
|-----------------|---|-------------------|-----------|-------------------|-----|
| 1-01. | Election of Director: Dr. Ferdinand Kaufman | Management | YES | FOR | FOR |
| 1-02. | Election of Director: Carlos A. Riva | Management | YES | FOR | FOR |
| 1-03. | Election of Director: John F. Dee | Management | YES | FOR | FOR |
| 2 | To approve the 2010 equity incentive plan | Management | YES | FOR | FOR |

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|---|--|------------|-----|-----|-----|
| 3 | Ratification of the appointment of independent auditors for 2010 | Management | YES | FOR | FOR |
|---|--|------------|-----|-----|-----|

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SIGNATURES

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

Ellsworth Fund Ltd.
By /s/Thomas H. Dinsmore
Thomas H. Dinsmore
Principal Executive Officer
Date: July 6, 2010