

Nuveen Tax-Advantaged Dividend Growth Fund  
Form N-PX  
August 29, 2012

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## **FORM N-PX**

### **ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-22058

**Nuveen Tax-Advantaged Dividend Growth Fund**

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(Exact name of registrant as specified in charter)

**333 West Wacker Drive, Chicago, Illinois 60606**

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(Address of principal executive offices) (Zip Code)

**Gifford R. Zimmerman - Chief Administrative Officer**

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(Name and address of agent for service)

Registrant's telephone number, including area code: 312-917-7700

Date of fiscal year-end: December 31

Date of reporting period: June 30, 2012

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**Item 1. Proxy Voting Record**

**Nuveen Tax-Advantaged Dividend Growth Fund**

## Santa Barbara Asset Management

Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction						
				Date	Meeting Type											
Microchip Technology Incorporated	MCHP	595017104	USA	19-Aug-11	Annual	Management	1.1	Elect Director Steve Sanghi	For	For						
						Management	1.2	Elect Director Albert J. Hugo-Martinez	For	For						
						Management	1.3	Elect Director L.b. Day	For	For						
						Management	1.4	Elect Director Matthew W. Chapman	For	For						
						Management	1.5	Elect Director Wade F. Meyercord	For	For						
						Management	2	Amend Executive Incentive Bonus Plan	For	For						
						Management	3	Ratify Auditors	For	For						
						Management	4	Advisory Vote to Ratify Named Executive Officers Compensation	For	For						
						Management	5	Advisory Vote on Say on Pay Frequency	Three Years	One Year						
						Paychex, Inc.	PAYX	704326107	USA	11-Oct-11	Annual	Management	1	Elect Director B. Thomas Golisano	For	For
												Management	2	Elect Director Joseph G. Doody	For	For
												Management	3	Elect Director David J. S. Flaschen	For	For
												Management	4	Elect Director Phillip Horsley	For	For
Management	5	Elect Director Grant M. Inman	For	For												
Management	6	Elect Director Pamela A. Joseph	For	For												
Management	7	Elect Director Martin Mucci	For	For												
Management	8	Elect Director Joseph M. Tucci	For	For												
Management	9	Elect Director Joseph M. Velli	For	For												
Management	10	Advisory Vote to Ratify Named Executive Officers Compensation	For	For												
Management	11	Advisory Vote on Say on Pay Frequency	One Year	One Year												
The Procter & Gamble Company	PG	742718109	USA	11-Oct-11	Annual	Management	12	Ratify Auditors	For	For						
						Management	1	Elect Director Angela F. Braly	For	For						
						Management	2	Elect Director Kenneth I. Chenault	For	For						
						Management	3	Elect Director Scott D. Cook	For	For						
Management	4		For	For												

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		Elect Director Susan Desmond-Hellmann		
Management	5	Elect Director Robert A. McDonald	For	For
Management	6	Elect Director W. James McNerney, Jr.	For	For
Management	7	Elect Director Johnathan A. Rodgers	For	For
Management	8	Elect Director Margaret C. Whitman	For	For
Management	9	Elect Director Mary Agnes Wilderotter	For	For
Management	10	Elect Director Patricia A. Woertz	For	For
Management	11	Elect Director Ernesto Zedillo	For	For
Management	12	Ratify Auditors	For	For
Management	13	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
Management	14	Advisory Vote on Say on Pay Frequency	One Year	One Year
Management	15	Amend Articles of Incorporation	For	For
Share Holder	16	Provide for Cumulative Voting	Against	For
Share Holder	17	Phase Out Use of Laboratory Animals in Pet Food Product Testing	Against	Against
Share Holder	18	Report on Political Contributions and Provide Advisory Vote	Against	Against

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Microsoft Corporation	MSFT	594918104	USA	15-Nov-11	Annual	Management	1	Elect Director Steven A. Ballmer	For	For
						Management	2	Elect Director Dina Dublon	For	For
						Management	3	Elect Director William H. Gates, III	For	For
						Management	4	Elect Director Raymond V. Gilmartin	For	For
						Management	5	Elect Director Reed Hastings	For	For
						Management	6	Elect Director Maria M. Klawe	For	For
						Management	7	Elect Director David F. Marquardt	For	For
						Management	8	Elect Director Charles H. Noski	For	For
						Management	9	Elect Director Helmut Panke	For	For
						Management	10	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	11	Advisory Vote on Say on Pay Frequency	One Year	One Year
						Management Share Holder	12	Ratify Auditors	For	For
						Management Share Holder	13	Amend Bylaws to Establish a Board Committee on Environmental Sustainability	Against	Against
BHP Billiton Limited	BHP	088606108	Australia	17-Nov-11	Annual	Management	1	Accept Financial Statements and Statutory Reports for BHP Billiton Limited and BHP Billiton Plc	For	For
						Management	2	Elect Lindsay Maxsted as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
						Management	3	Elect Shriti Vadera as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
						Management	4	Elect Malcolm Broomhead as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
						Management	5	Elect John Buchanan as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For

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Management	6	Plc Elect Carlos Cordeiro as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	7	Elect David Crawford as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	8	Elect Carolyn Hewson as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	9	Elect Marius Kloppers as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	10	Elect Wayne Murdy as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	11	Elect Keith Rumble as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	12	Elect John Schubert as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	13	Elect Jacques Nasser as a Director of BHP Billiton Limited and BHP Billiton Plc	For	For
Management	14	Appoint KPMG Audit Plc as Auditors of BHP Billiton Plc	For	For
Management	15	Approve the Authority to Issue Shares in BHP Biliton Plc	For	For
Management	16	Approve the Authority to Issue Shares in BHP Biliton Plc for Cash	For	For
Management	17	Approve the Repurchase of Up to 213.62 Million Shares in BHP Billiton Plc	For	For
Management	18	Approve the Remuneration Report	For	For

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Management	19	Approve the Termination Benefits for Group Management Committee Members	For	For
Management	20	Approve the Grant of Awards to Marius Kloppers under the Group Incentive Scheme and the Long Term Incentive Plan	For	For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Sasol Ltd	SOL	803866300	South Africa	25-Nov-11	Annual	Management	1.1	Re-elect Jurgen Schrempp as Director	For	For
						Management	1.2	Re-elect Colin Beggs as Director	For	For
						Management	1.3	Re-elect Johnson Njeke as Director	For	For
						Management	1.4	Re-elect Nolitha Fakude as Director	For	For
						Management	2.1	Re-elect Hixonia Nyasulu as Director	For	For
						Management	2.2	Re-elect Christine Ramon as Director	For	For
						Management	2.3	Re-elect Henk Dijkgraaf as Director	For	For
						Management	3	Elect David Constable as Director	For	For
						Management	4	Reappoint KPMG Inc as Auditors of the Company	For	For
						Management	5.1	Re-elect Colin Beggs as Member of the Audit Committee	For	For
						Management	5.2	Re-elect Mandla Gantsho as Member of the Audit Committee	For	For
						Management	5.3	Re-elect Henk Dijkgraaf as Member of the Audit Committee	For	For
						Management	5.4	Re-elect Johnson Njeke as Member of the Audit Committee	For	For
						Management	6	Approve Remuneration of Non-Executive Directors for the Period 1 July 2011 Until the Date of the Next Annual General Meeting	For	For
						Management	7	Approve Remuneration Policy	For	Against
						Management	8	Approve Financial Assistance to Subsidiaries and Juristic Persons That the Company Directly or Indirectly Controls	For	For
						Management	9	Approve Financial	For	For



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Company	ISIN	Country	Meeting Date	Meeting Type	Item	Category	Item Description	For	Against	
					Management	10	Assistance to Related or Inter-related Company or Corporation Approve Financial Assistance to the Sasol Inzalo Public Facilitation Trust	For	For	
					Management	11	Authorise Repurchase of Up to Ten Percent of Issued Share Capital	For	For	
					Management	12	Authorise Repurchase of Up to Five Percent of Issued Share Capital from a Director and/or a Prescribed Officer of the Company	For	For	
					Management	13	Amend Sasol Inzalo Foundation Trust Deed	For	For	
Westpac Banking Corporation	WBC	961214301	Australia	14-Dec-11	Annual	Management	2	Approve Remuneration Report	For	For
					Management	3a	Elect Lindsay Philip Maxsted as a Director	For	For	
					Management	3b	Elect John Simon Curtis as a Director	For	For	
					Management	3c	Elect Ann Pickard as a Director	For	For	
Siemens AG	SIE	826197501	Germany	24-Jan-12	Annual	Management	1	Receive Financial Statements and Statutory Reports for Fiscal 2010/2011 (Non-Voting)		
					Management	2	Approve Allocation of Income and Dividends of EUR 3.00 per Share	For	For	
					Management	3	Approve Discharge of Management Board for Fiscal 2010/2011	For	For	
					Management	4	Approve Discharge of Supervisory Board for Fiscal 2010/2011	For	For	
					Management	5	Ratify Ernst & Young GmbH as Auditors for Fiscal 2011/2012	For	For	
					Share Holder	6	Amend Articles Re: Female Representation on the Supervisory Board	Against	Against	

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Emerson Electric Co.	EMR	291011104	USA	07-Feb-12	Annual	Management	1.1	Elect Director C. Fernandez G.	For	For
						Management	1.2	Elect Director A.F. Golden	For	For
						Management	1.3	Elect Director W.R. Johnson	For	For
						Management	1.4	Elect Director J.B. Menzer	For	For
						Management	1.5	Elect Director A.A. Busch, III	For	For
						Management	1.6	Elect Director R.I. Ridgway	For	For
						Management	2	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	3	Ratify Auditors	For	For
						Share Holder	4	Report on Sustainability	Against	For
						Share Holder	5	Declassify the Board of Directors	Against	For
Accenture plc	CSA	G1151C101	Ireland	09-Feb-12	Annual	Management	1	Accept Financial Statements and Statutory Reports	For	For
						Management	2	Reelect Dina Dublon as a Director	For	For
						Management	3	Reelect William D. Green as a Director	For	For
						Management	4	Reelect Nobuyuki Idei as a Director	For	For
						Management	5	Reelect Marjorie Magner as a Director	For	For
						Management	6	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For
						Management	7	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	8	Declassify the Board of Directors	For	For
						Management	9	Authorize the Holding of the 2013 AGM at a Location Outside Ireland	For	For
						Management	10	Authorize Open-Market Purchases of Class A Ordinary Shares	For	For
						Management	11	Determine the Price Range at which Accenture Plc can Re-issue Shares that it Acquires as Treasury Stock	For	For
Novartis AG	NOVN	66987V109	Switzerland	23-Feb-12	Annual	Management	1	Accept Financial Statements and Statutory Reports	For	For
						Management	2	Approve Discharge of Board and Senior Management	For	For
						Management	3	Approve Allocation of Income and Dividends of CHF 2.25 per Share	For	For
						Management	4	Approve CHF 19.7 Million Reduction in Share Capital via Cancellation of Repurchased Shares	For	For
						Management	5.1.1		For	For

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		Reelect Sikrant Datar as Director		
Management	5.1.2	Reelect Andreas von Planta as Director	For	For
Management	5.1.3	Reelect Wendelin Wiedeking as Director	For	For
Management	5.1.4	Reelect William Brody as Director	For	For
Management	5.1.5	Reelect Rolf Zinkernagel as Director	For	For
Management	5.2	Elect Dimitri Azar as Director	For	For
Management	6	Ratify PricewaterhouseCoopers as Auditors	For	For
Management	7	Additional And/or Counter-proposals Presented At The Meeting	For	Against

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Company			Meeting							
Name	Ticker	Security ID on Ballot	Country	Date	Meeting Type	Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
AmerisourceBergen Corporation	ABC	03073E105	USA	01-Mar-12	Annual	Management	1	Elect Director Steven H. Collis	For	For
						Management	2	Elect Director Richard C. Gozon	For	For
						Management	3	Elect Director Kathleen W. Hyle	For	For
						Management	4	Elect Director Michael J. Long	For	For
						Management	5	Ratify Auditors	For	For
						Management	6	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
QUALCOMM Incorporated	QCOM	747525103	USA	06-Mar-12	Annual	Management	1.1	Elect Director Barbara T. Alexander	For	For
						Management	1.2	Elect Director Stephen M. Bennett	For	For
						Management	1.3	Elect Director Donald G. Cruickshank	For	For
						Management	1.4	Elect Director Raymond V. Dittamore	For	For
						Management	1.5	Elect Director Thomas W. Horton	For	For
						Management	1.6	Elect Director Paul E. Jacobs	For	For
						Management	1.7	Elect Director Robert E. Kahn	For	For
						Management	1.8	Elect Director Sherry Lansing	For	For
						Management	1.9	Elect Director Duane A. Nelles	For	For
						Management	1.10	Elect Director Francisco Ros	For	For
						Management	1.11	Elect Director Brent Scowcroft	For	For
						Management	1.12	Elect Director Marc I. Stern	For	For
Canon Inc.	7751	138006309	Japan	29-Mar-12	Annual	Management	2	Ratify Auditors	For	For
						Management	3	Advisory Vote to Ratify Named Executive Officers Compensation	For	Against
						Management	4	Eliminate Provision Relating to Plurality Voting for the Election of Directors	For	For
						Management	1	Approve Allocation of Income, with a Final Dividend of JPY 60	For	For
						Management	2	Amend Articles To Authorize Internet	For	For

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			Disclosure of Shareholder Meeting Materials - Indemnify Directors and Statutory Auditors		
Management	3.1	Elect Director	For		For
		Mitarai, Fujio			
Management	3.2	Elect Director	For		For
		Tanaka, Toshizo			
Management	3.3	Elect Director	For		For
		Ikoma, Toshiaki			
Management	3.4	Elect Director	For		For
		Watanabe, Kunio			
Management	3.5	Elect Director	For		For
		Adachi, Yoroku			
Management	3.6	Elect Director	For		For
		Mitsuhashi, Yasuo			
Management	3.7	Elect Director	For		For
		Matsumoto, Shigeyuki			
Management	3.8	Elect Director	For		For
		Homma, Toshio			
Management	3.9	Elect Director	For		For
		Nakaoka, Masaki			
Management	3.10	Elect Director	For		For
		Honda, Haruhisa			
Management	3.11	Elect Director	For		For
		Ozawa, Hideki			
Management	3.12	Elect Director	For		For
		Maeda, Masaya			
Management	3.13	Elect Director	For		For
		Tani, Yasuhiro			
Management	3.14	Elect Director	For		For
		Araki, Makoto			
Management	3.15	Elect Director	For		For
		Suematsu, Hiroyuki			
Management	3.16	Elect Director	For		For
		Uzawa, Shigeyuki			
Management	3.17	Elect Director	For		For
		Nagasawa, Kenichi			
Management	3.18	Elect Director	For		For
		Otsuka, Naoji			
Management	4	Appoint	For		For
		Statutory Auditor			
		Uramoto, Kengo			
Management	5	Approve	For		Against
		Retirement			
		Bonus Payment			
		for Directors			
Management	6	Approve Annual	For		For
		Bonus Payment			
		to Directors			

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
EQT Corporation	EQT	26884L109	USA	18-Apr-12	Annual	Management	1.1	Elect Director Kenneth M. Burke	For	For
						Management	1.2	Elect Director Margaret K. Dorman	For	For
						Management	1.3	Elect Director Philip G. Behrman	For	For
						Management	1.4	Elect Director A. Bray Cary, Jr.	For	For
						Management	1.5	Elect Director Lee T. Todd, Jr.	For	For
						Management	2	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	3	Ratify Auditors	For	For
						Share Holder	4	Declassify the Board of Directors	Against	For
						Management	1	Elect Director Alain J.P. Belda	For	For
						Management	2	Elect Director William R. Brody	For	For
						Management	3	Elect Director Kenneth I. Chenault	For	For
						Management	4	Elect Director Michael L. Eskew	For	For
						Management	5	Elect Director David N. Farr	For	For
						Management	6	Elect Director Shirley Ann Jackson	For	For
						Management	7	Elect Director Andrew N. Liveris	For	For
						Management	8	Elect Director W. James McNerney, Jr.	For	For
						Management	9	Elect Director James W. Owens	For	For
Management	10	Elect Director Samuel J. Palmisano	For	For						
Management	11	Elect Director Virginia M. Rometty	For	For						
Management	12	Elect Director Joan E. Spero	For	For						
Management	13	Elect Director Sidney Taurel	For	For						
Management	14	Elect Director Lorenzo H. Zambrano	For	For						
Management	15	Ratify Auditors	For	For						
Management	16	Advisory Vote to Ratify Named Executive Officers Compensation	For	For						
Share Holder	17	Provide for Cumulative	Against	For						
International Business Machines Corporation	IBM	459200101	USA	24-Apr-12	Annual	Management	1	Elect Director Alain J.P. Belda	For	For

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Company	SEC ID	Country	Meeting Date	Meeting Type	Proposal No.	Proposal Description	Proposer	Response	
PACCAR Inc	PCAR	693718108	USA	24-Apr-12	Annual	18	Voting Report on Political Contributions	Share Holder	Against
						19	Report on Lobbying Expenses	Share Holder	Against
						1.1	Elect Director Mark C. Pigott	Management	For
						1.2	Elect Director Warren R. Staley	Management	For
						1.3	Elect Director Charles R. Williamson	Management	For
						2	Require a Majority Vote for the Election of Directors	Share Holder	For
						3	Reduce Supermajority Vote Requirement	Share Holder	Against
						4	Declassify the Board of Directors	Share Holder	Against

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Syngenta AG	SYNN	87160A100	Switzerland	24-Apr-12	Annual	Management	1.1	Accept Financial Statements and Statutory Reports	For	For
						Management	1.2	Approve Remuneration Report	For	For
						Management	2	Approve Discharge of Board and Senior Management	For	For
						Management	3	Approve CHF 63,675 Reduction in Share Capital via Cancellation of Repurchased Shares	For	For
						Management	4	Approve Allocation of Income and Dividends of CHF 8.00 per Share	For	For
						Management	5	Authorize Repurchase of up to Ten Percent of Issued Share Capital	For	For
						Management	6	Amend Articles Re: Contributions in Kind	For	For
						Management	7.1	Reelect Stefan Borgas as Director	For	For
						Management	7.2	Reelect Peggy Bruzelius as Director	For	Against
						Management	7.3	Reelect David Lawrence as Director	For	For
						Management	7.4	Reelect Juerg Witmer as Director	For	For
						Management	7.5	Elect Vinita Bali as Director	For	For
						Management	7.6	Elect Gunnar Brock as Director	For	For
						Management	7.7	Elect Michel Demare as Director	For	For
						Management	8	Ratify Ernst & Young AG as Auditors	For	For
						Management	9	Additional And/OR Counter Proposals Presented At The Meeting	For	Against
VF Corporation	VFC	918204108	USA	24-Apr-12	Annual	Management	1.1	Elect Director Robert J. Hurst	For	For
						Management	1.2	Elect Director Laura W. Lang	For	For
						Management	1.3	Elect Director W. Alan McCollough	For	For
						Management	1.4	Elect Director Raymond G. Viault	For	For
						Management	2	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management Share Holder	3	Ratify Auditors	For	For
ASML Holding NV	ASML	N07059186	Netherlands	25-Apr-12	Annual	Management	4	Declassify the Board of Directors	Against	For
						Management	1	Open Meeting		
						Management	2	Discuss the Company s Business, Financial Situation and Sustainability		
Management	3	Adopt Financial Statements and	For	For						



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		Statutory Reports		
Management	4	Approve Discharge of Management Board	For	For
Management	5	Approve Discharge of Supervisory Board	For	For
Management	6	Receive Explanation on Company's Reserves and Dividend Policy		
Management	7	Approve Dividends of EUR 0.46 Per Share	For	For
Management	8	Approve Performance Share Arrangement According to Remuneration Policy 2010	For	For
Management	9	Approve the Numbers of Stock Options, Respectively Shares, for Employees	For	For
Management	10	Notification of the Intended Extension of the Appointment Term of E. Meurice to the Management Board		
Management	11a	Reelect O. Bilous to Supervisory Board	For	For
Management	11b	Reelect F.W. Fröhlich to Supervisory Board	For	For
Management	11c	Reelect A.P.M. van der Poel to Supervisory Board	For	For
Management	12	Announcement of Retirement of Supervisory Board Members H.C.J. van den Burg, P.F.M. van der Meer Mohr, W.T. Siegle, J.W.B. Westerborgen and W.H. Ziebart by Rotation in 2013		
Management	13	Ratify Deloitte Accountants as Auditors	For	For
Management	14a	Grant Board Authority to Issue Shares Up To 5 Percent of Issued Capital	For	For
Management	14b	Authorize Board to Exclude Preemptive Rights from Issuance under Item 14a	For	For
Management	14c	Grant Board Authority to Issue Shares Up To 5 Percent in Case of Takeover/Merger and Restricting/Excluding Preemptive Rights	For	For
Management	14d	Authorize Board to Exclude Preemptive Rights from Issuance under Item 14c	For	For
Management	15a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
Management	15b	Authorize Additional Repurchase of Up to 10 Percent of Issued	For	For

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Management	16	Share Capital Authorize Cancellation of Repurchased Shares	For	For
Management	17	Other Business (Non-Voting)		
Management	18	Close Meeting		

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Eaton Corporation	ETN	278058102	USA	25-Apr-12	Annual	Management	1	Elect Director Alexander M. Cutler	For	For
						Management	2	Elect Director Arthur E. Johnson	For	For
						Management	3	Elect Director Deborah L. McCoy	For	For
						Management	4	Approve Omnibus Stock Plan	For	For
						Management	5	Ratify Auditors	For	For
						Management	6	Advisory Vote to Ratify Named Executive Officers	For	For
The Coca-Cola Company	KO	191216100	USA	25-Apr-12	Annual	Management	1	Elect Director Herbert A. Allen	For	For
						Management	2	Elect Director Ronald W. Allen	For	Against
						Management	3	Elect Director Howard G. Buffett	For	For
						Management	4	Elect Director Richard M. Daley	For	For
						Management	5	Elect Director Barry Diller	For	For
						Management	6	Elect Director Evan G. Greenberg	For	For
						Management	7	Elect Director Alexis M. Herman	For	For
						Management	8	Elect Director Muhtar Kent	For	For
						Management	9	Elect Director Donald R. Keough	For	For
						Management	10	Elect Director Robert A. Kotick	For	For
						Management	11	Elect Director Maria Elena Lagomasino	For	For
						Management	12	Elect Director Donald F. McHenry	For	For
						Management	13	Elect Director Sam Nunn	For	For
						Management	14	Elect Director James D. Robinson, III	For	For
						Management	15	Elect Director Peter V. Ueberroth	For	For
						Management	16	Elect Director Jacob Wallenberg	For	For
						Management	17	Elect Director James B. Williams	For	For
						Management	18	Ratify Auditors	For	For
						Management	19		For	For

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ABB Ltd.	ABBN	000375204	Switzerland	26-Apr-12	Annual	Management	1	Advisory Vote to Ratify Named Executive Officers Compensation			
								Receive Financial Statements and Statutory Reports (Non-Voting)			
						Management	2.1	Accept Financial Statements and Statutory Reports	For		For
						Management	2.2	Approve Remuneration Report	For		For
						Management	3	Approve Discharge of Board and Senior Management	For		For
						Management	4	Approve Allocation of Income and Dividends of CHF 0.65 per Share from Capital Contribution Reserves	For		For
						Management	5.1	Reelect Roger Agnelli as Director	For		For
						Management	5.2	Reelect Louis Hughes as Director	For		For
						Management	5.3	Reelect Hans Maerki as Director	For		For
						Management	5.4	Reelect Michel de Rosen as Director	For		For
						Management	5.5	Reelect Michael Treschow as Director	For		For
						Management	5.6	Reelect Jacob Wallenberg as Director	For		For
						Management	5.7	Reelect Ying Yeh as Director	For		For
						Management	5.8	Reelect Hubertus von Gruenberg as Director	For		For
						Management	6	Ratify Ernst & Young AG as Auditors	For		For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Cullen/Frost Bankers, Inc.	CFR	229899109	USA	26-Apr-12	Annual	Management	1.1	Elect Director R. Denny Alexander	For	For
						Management	1.2	Elect Director Carlos Alvarez	For	For
						Management	1.3	Elect Director Royce S. Caldwell	For	For
						Management	1.4	Elect Director Crawford H. Edwards	For	For
						Management	1.5	Elect Director Ruben M. Escobedo	For	For
						Management	1.6	Elect Director Richard W. Evans, Jr.	For	For
						Management	1.7	Elect Director Patrick B. Frost	For	For
						Management	1.8	Elect Director David J. Haemisegger	For	For
						Management	1.9	Elect Director Karen E. Jennings	For	For
						Management	1.10	Elect Director Richard M. Kleberg, III	For	For
						Management	1.11	Elect Director Charles W. Matthews	For	For
						Management	1.12	Elect Director Ida Clement Steen	For	For
						Management	1.13	Elect Director Horace Wilkins, Jr.	For	For
Pfizer Inc.	PFE	717081103	USA	26-Apr-12	Annual	Management	2	Ratify Auditors	For	For
						Management	3	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	1	Elect Director Dennis A. Ausiello	For	For
						Management	2	Elect Director M. Anthony Burns	For	For
						Management	3	Elect Director W. Don Cornwell	For	For
						Management	4	Elect Director Frances D. Fergusson	For	For
						Management	5	Elect Director William H. Gray, III	For	For
						Management	6	Elect Director Helen H. Hobbs	For	For
						Management	7	Elect Director Constance J. Horner	For	For
						Management	8	Elect Director James M. Kilts	For	For
						Management	9	Elect Director George A. Lorch	For	For
						Management	10	Elect Director John P. Mascotte	For	For
						Management	11	Elect Director Suzanne Nora Johnson	For	For
						Management	12	Elect Director Ian C. Read	For	For
						Management	13	Elect Director Stephen W. Sanger	For	For
						Management	14	Elect Director Marc Tessier-Lavigne	For	For
						Management	15	Ratify Auditors	For	For
Management	16	Advisory Vote to Ratify Named Executive Officers Compensation	For	For						
Share Holder	17	Publish Political Contributions	Against	Against						
Share Holder	18		Against	For						

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Share Holder	19	Provide Right to Act by Written Consent		
		Amend	Against	For
		Articles/Bylaws/Charter		
		-- Call Special Meetings		
Share Holder	20	Non-Employee Director	Against	Against
		Compensation		

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
AT&T Inc.	T	00206R102	USA	27-Apr-12	Annual	Management	1	Elect Director Randall L. Stephenson	For	For
							2	Elect Director Gilbert F. Amelio	For	For
							3	Elect Director Reuben V. Anderson	For	For
							4	Elect Director James H. Blanchard	For	For
							5	Elect Director Jaime Chico Pardo	For	For
							6	Elect Director James P. Kelly	For	For
							7	Elect Director Jon C. Madonna	For	For
							8	Elect Director John B. McCoy	For	For
							9	Elect Director Joyce M. Roche	For	For
							10	Elect Director Matthew K. Rose	For	For
							11	Elect Director Laura D. Andrea Tyson	For	For
							12	Ratification Of Appointment Of Independent Auditors.	For	For
							13	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
							14	Provide Right to Act by Written Consent	For	For
							15	Report on Political Contributions	Against	For
							16	Commit to Wireless Network Neutrality	Against	Against
							17	Require Independent Board Chairman	Against	For
Abbott Laboratories	ABT	002824100	USA	27-Apr-12	Annual	Management	1.1	Elect Director Robert J. Alpern	For	For
							1.2	Elect Director Roxanne S. Austin	For	For
							1.3	Elect Director Sally E. Blount	For	For
							1.4	Elect Director W. James Farrell	For	For
							1.5	Elect Director Edward M. Liddy	For	For
							1.6	Elect Director Nancy McKinstry	For	Withhold
							1.7	Elect Director Phebe N. Novakovic	For	For
							1.8	Elect Director William A. Osborn	For	For
							1.9	Elect Director Samuel C. Scott,	For	For

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		III		
Management	1.10	Elect Director Glenn F. Tilton	For	For
Management	1.11	Elect Director Miles D. White	For	For
Management	2	Ratify Auditors	For	For
Management	3	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
Share Holder	4	Report on Research Animal Care and Promotion of Testing Alternatives	Against	Against
Share Holder	5	Report on Lobbying Payments and Policy	Against	For
Share Holder	6	Require Independent Board Chairman	Against	Against
Share Holder	7	Adopt Anti Gross-up Policy	Against	For
Share Holder	8	Stock Retention/Holding Period	Against	For
Share Holder	9	Cease Compliance Adjustments to Performance Criteria	Against	For
Share Holder	10	Pro-rata Vesting of Equity Plans	Against	For



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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Pearson plc	PSON	705015105	United Kingdom	27-Apr-12	Annual	Management	1	Accept Financial Statements and Statutory Reports	For	For
						Management	2	Approve Final Dividend	For	For
						Management	3	Re-elect David Arculus as Director	For	For
						Management	4	Re-elect Patrick Cescau as Director	For	For
						Management	5	Re-elect Will Ethridge as Director	For	For
						Management	6	Re-elect Rona Fairhead as Director	For	For
						Management	7	Re-elect Robin Freestone as Director	For	For
						Management	8	Re-elect Susan Fuhrman as Director	For	For
						Management	9	Re-elect Ken Hydon as Director	For	For
						Management	10	Re-elect Josh Lewis as Director	For	For
						Management	11	Re-elect John Makinson as Director	For	For
						Management	12	Re-elect Glen Moreno as Director	For	For
						Management	13	Re-elect Marjorie Scardino as Director	For	For
						Management	14	Elect Vivienne Cox as Director	For	For
						Management	15	Approve Remuneration Report	For	For
						Management	16	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For
						Management	17	Authorise Board 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	For	For
						Management	21	Authorise the Company to Call EGM with Two Weeks Notice	For	For
						Management	22	Adopt New Articles of Association	For	For
Motorola Solutions, Inc.	MSI	620076307	USA	30-Apr-12	Annual	Management	1	Elect Director Gregory Q. Brown	For	For
						Management	2	Elect Director William J. Bratton	For	For
						Management	3	Elect Director Kenneth C. Dahlberg	For	For
						Management	4	Elect Director David W. Dorman	For	For
						Management	5	Elect Director Michael V. Hayden	For	For
						Management	6	Elect Director Judy C. Lewent	For	For
						Management	7	Elect Director Samuel C. Scott, III	For	For
						Management	8	Elect Director John A. White	For	For
						Management	9		For	Against

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		Advisory Vote to Ratify Named Executive Officers Compensation		
Management	10	Ratify Auditors	For	For
Share Holder	11	Encourage Suppliers to Produce Sustainability Reports	Against	Against
Share Holder	12	Stock Retention/Holding Period	Against	For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
TENARIS SA	TEN	88031M109	Luxembourg	02-May-12	Annual/Special	Management	1	Receive and Approve Board s and Auditor s Reports	For	For
						Management	1	Receive and Approve Board s and Auditor s Reports	For	For
						Management	2	Accept Consolidated Financial Statements for FY 2011	For	For
						Management	2	Accept Consolidated Financial Statements for FY 2011	For	For
						Management	3	Accept Financial Statements for FY 2011	For	For
						Management	3	Accept Financial Statements for FY 2011	For	For
						Management	4	Approve Allocation of Income and Dividends of USD 0.38 per Share	For	For
						Management	4	Approve Allocation of Income and Dividends of USD 0.38 per Share	For	For
						Management	5	Approve Discharge of Directors	For	For
						Management	5	Approve Discharge of Directors	For	For
						Management	6	Fix Number of Directors at 10 and Reelect Roberto Bonatti, Carlos Condorelli, Carlos Franck, Roberto Monti, Gianfelice Mario Rocca, Paolo Rocca, Jaime Serra Puche, Alberto Valsecchi, Amadeo Vázquez y Vázquez, and Guillermo Vogel as Directors (Bundled)	For	Against
						Management	6	Fix Number of Directors at 10 and Reelect Roberto Bonatti,	For	Against

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		Carlos Condorelli, Carlos Franck, Roberto Monti, Gianfelice Mario Rocca, Paolo Rocca, Jaime Serra Puche, Alberto Valsecchi, Amadeo Vázquez y Vázquez, and Guillermo Vogel as Directors (Bundled)		
Management	7	Approve Remuneration of Directors	For	For
Management	7	Approve Remuneration of Directors	For	For
Management	8	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For
Management	8	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For
Management	9	Allow Electronic Distribution of Company Documents to Shareholders	For	For
Management	9	Allow Electronic Distribution of Company Documents to Shareholders	For	For
Management	1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights and Amend Article 5 Accordingly	For	Against
Management	1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights and Amend Article 5 Accordingly	For	Against
Management	2	Amend Article 10 Re: Board Meeting s Minutes	For	For
Management	2	Amend Article 10 Re: Board Meeting s Minutes	For	For
Management	3		For	For

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		Amend Article 11 - Board Related		
Management	3	Amend Article 11 - Board Related	For	For
Management	4	Amend Article 13 Re: External Auditor	For	For
Management	4	Amend Article 13 Re: External Auditor	For	For
Management	5	Change Time of Annual Meeting and Amend Article 15 Accordingly	For	For
Management	5	Change Time of Annual Meeting and Amend Article 15 Accordingly	For	For
Management	6	Amend Article 16 Re: Notice of General Meetings of Shareholders	For	For
Management	6	Amend Article 16 Re: Notice of General Meetings of Shareholders	For	For
Management	7	Amend Article 17 Re: Record Date	For	For
Management	7	Amend Article 17 Re: Record Date	For	For
Management	8	Amend Article 19 Re: Vote and Minutes of General Meetings	For	For
Management	8	Amend Article 19 Re: Vote and Minutes of General Meetings	For	For
Management	9	Amend Title V	For	For
Management	9	Amend Title V	For	For
Management	10	Amend Article 20 Re: Availability of Financial Statements, Auditor s Report, and Other Documents	For	For
Management	10	Amend Article 20 Re: Availability of Financial Statements, Auditor s Report, and Other Documents	For	For
Management	11	Amend Article 21 Re: Distribution of Profits	For	For
Management	11	Amend Article 21 Re: Distribution of Profits	For	For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Linde AG	LIN	535223200	Germany	04-May-12	Annual	Management	1	Receive Financial Statements and Statutory Reports for Fiscal 2011 (Non-Voting)		
						Management	2	Approve Allocation of Income and Dividends of EUR 2.50 per Share	For	For
						Management	3	Approve Discharge of Management Board for Fiscal 2011	For	For
						Management	4	Approve Discharge of Supervisory Board for Fiscal 2011	For	For
						Management	5	Approve Remuneration System for Management Board Members	For	For
						Management	6	Ratify KPMG AG as Auditors for Fiscal 2012	For	For
						Management	7	Approve Creation of EUR 70 Million Pool of Capital without Preemptive Rights	For	For
						Management	8	Approve Stock Option Plan for Key Employees; Approve Creation of EUR 10,2 Million Pool of Conditional Capital to Guarantee Conversion Rights	For	For
						Management	9	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	For	For
Aflac Incorporated	AFL	001055102	USA	07-May-12	Annual	Management	1	Elect Director Daniel P. Amos	For	For
						Management	2	Elect Director John Shelby Amos, II	For	For
						Management	3	Elect Director Paul S. Amos, II	For	For
						Management	4	Elect Director Kriss Cloninger, III	For	For
						Management	5	Elect Director Elizabeth J.	For	For

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					Management 6	Hudson Elect Director	For	For
					Management 7	Douglas W. Johnson Elect Director	For	For
					Management 8	Robert B. Johnson Elect Director	For	For
					Management 9	Charles B. Knapp Elect Director E.	For	For
					Management 10	Stephen Purdom Elect Director	For	For
					Management 11	Barbara K. Rimer Elect Director	For	For
					Management 12	Marvin R. Schuster Elect Director	For	For
					Management 13	Melvin T. Stith Elect Director	For	For
					Management 14	David Gary Thompson Elect Director	For	Against
					Management 15	Takuro Yoshida Advisory Vote to Ratify Named Executive Officers	For	For
					Management 16	Compensation Amend Omnibus Stock Plan	For	For
					Management 17	Amend Executive Incentive Bonus Plan	For	For
					Management 18	Ratify Auditors	For	For
Kinder Morgan, Inc.	KMI	49456B101	USA	09-May-12	Annual	Management 1.1	Elect Director	For
						Management 1.2	Richard D. Kinder Elect Director C.	For
						Management 1.3	Park Shaper Elect Director	For
						Management 1.4	Steven J. Kean Elect Director	For
						Management 1.5	Henry Cornell Elect Director	For
						Management 1.6	Deborah A. Macdonald Elect Director	For
						Management 1.7	Michael Miller Elect Director	For
						Management 1.8	Michael C. Morgan Elect Director	For
						Management 1.9	Kenneth A. Pontarelli Elect Director	For
						Management 1.10	Fayez Sarofim Elect Director	For
						Management 1.11	Joel V. Staff Elect Director	For
						Management 1.12	John Stokes Elect Director R.	For
						Management 1.13	Baran Tekkora Elect Director	For
						Management 2	Glenn A. Youngkin Ratify Auditors	For
						Management 3	Advisory Vote to Ratify Named Executive Officers	For
								Withhold

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Management	4	Compensation		
		Advisory Vote on	Three Years	One Year
		Say on Pay		
		Frequency		



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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Philip Morris International Inc.	PM	718172109	USA	09-May-12	Annual	Management	1	Elect Director Harold Brown	For	For
						Management	2	Elect Director Mathis Cabiallavetta	For	For
						Management	3	Elect Director Louis C. Camilleri	For	For
						Management	4	Elect Director J. Dudley Fishburn	For	For
						Management	5	Elect Director Jennifer Li	For	For
						Management	6	Elect Director Graham Mackay	For	For
						Management	7	Elect Director Sergio Marchionne	For	For
						Management	8	Elect Director Kalpana Morparia	For	For
						Management	9	Elect Director Lucio A. Noto	For	For
						Management	10	Elect Director Robert B. Polet	For	For
						Management	11	Elect Director Carlos Slim Helu	For	For
						Management	12	Elect Director Stephen M. Wolf	For	For
						Management	13	Ratify Auditors	For	For
						Management	14	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
Fresenius Medical Care AG & Co. KGaA	FME	358029106	Germany	10-May-12	Annual	Share Holder	15	Approve Restricted Stock Plan	For	For
						Share Holder	16	Require Independent Board Chairman	Against	Against
						Share Holder	17	Establish Ethics Committee to Review Marketing Activities	Against	Against
						Management	1	Receive Financial Statements and Statutory Reports for Fiscal 2011; Accept Financial Statements and Statutory Reports for Fiscal 2011	For	For
						Management	2	Approve Allocation of Income and Dividends of EUR 0.69 per Common Share and EUR 0.71 per Preference Share	For	For
						Management	3	Approve Discharge of Personally Liable Partner for Fiscal 2011	For	For
						Management	4	Approve Discharge of Supervisory Board for Fiscal 2011	For	For
Leggett & Platt, Incorporated	LEG	524660107	USA	10-May-12	Annual	Management	5	Ratify KPMG AG as Auditors for Fiscal 2012	For	For
						Management	6	Amend Articles Re: Composition of Audit Committee and Corporate Governance Committee	For	For
						Share Holder	7	Additional And/or Supplemental-proposals Presented At The Meeting	None	Against
						Management	1	Elect Director Robert E. Brunner	For	For

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Management	2	Elect Director Ralph W. Clark	For	For
Management	3	Elect Director R. Ted Enloe, III	For	For
Management	4	Elect Director Richard T. Fisher	For	For
Management	5	Elect Director Matthew C. Flanigan	For	For
Management	6	Elect Director Karl G. Glassman	For	For
Management	7	Elect Director Ray A. Griffith	For	For
Management	8	Elect Director David S. Haffner	For	For
Management	9	Elect Director Joseph W. McClanathan	For	For
Management	10	Elect Director Judy C. Odom	For	For
Management	11	Elect Director Maurice E. Purnell, Jr.	For	For
Management	12	Elect Director Phoebe A. Wood	For	For
Management	13	Ratify Auditors	For	For
Management	14	Amend Omnibus Stock Plan	For	For
Management	15	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
Share Holder	16	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Union Pacific Corporation	UNP	907818108	USA	10-May-12	Annual	Management	1	Elect Director Andrew H. Card, Jr.	For	For
						Management	2	Elect Director Erroll B. Davis, Jr.	For	For
						Management	3	Elect Director Thomas J. Donohue	For	For
						Management	4	Elect Director Archie W. Dunham	For	For
						Management	5	Elect Director Judith Richards Hope	For	For
						Management	6	Elect Director Charles C. Krulak	For	For
						Management	7	Elect Director Michael R. McCarthy	For	For
						Management	8	Elect Director Michael W. McConnell	For	For
						Management	9	Elect Director Thomas F. McLarty, III	For	For
						Management	10	Elect Director Steven R. Rogel	For	For
						Management	11	Elect Director Jose H. Villarreal	For	For
						Management	12	Elect Director James R. Young	For	For
						Management	13	Ratify Auditors	For	For
						Management	14	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Share Holder	15	Report on Lobbying Payments and Policy	Against	For
Total SA	FP	89151E109	France	11-May-12	Annual/Special	Share Holder	16	Stock Retention	Against	For
						Management	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 2.28 per Share	For	For
						Management	4	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For
Management	5		For	Against						

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		Reelect Christophe de Margerie as Director		
Management	6	Reelect Patrick Artus as Director	For	For
Management	7	Reelect Bertrand Collomb as Director	For	For
Management	8	Reelect Anne Lauvergeon as Director	For	For
Management	9	Reelect Michel Pebereau as Director	For	Against
Management	10	Ratify Appointment of Gerard Lamarche as Director	For	For
Management	11	Elect Anne-Marie Idrac as Director	For	For
Management	12	Approve Severance Payment Agreement with Christophe de Margerie	For	Against
Management	13	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 2.5 Billion and/or Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	For	For
Management	14	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 850 Million	For	For
Management	15	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Item 14	For	For
Management	16	Authorize Capital Increase of up to 10	For	For

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		Percent of Issued Capital for Future Acquisitions		
Management	17	Approve	For	For
		Employee Stock Purchase Plan		
Management	18	Approve Stock Purchase Plan	For	For
		Reserved for Employees of International Subsidiaries		
Management	19	Approve	For	For
		Reduction in Share Capital via Cancellation of Repurchased Shares		
Share Holder	A	Approve	Against	Against
		Additional Indicators to Include in the Information Provided on Corporate Executive Officers		
Share Holder	B	Remuneration Allow Loyalty Dividends to Long-Term Registered Shareholders	Against	Against

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
JPMorgan Chase & Co.	JPM	46625H100	USA	15-May-12	Annual	Management	1	Elect Director James A. Bell	For	For
						Management	2	Elect Director Crandall C. Bowles	For	For
						Management	3	Elect Director Stephen B. Burke	For	For
						Management	4	Elect Director David M. Cote	For	For
						Management	5	Elect Director James S. Crown	For	For
						Management	6	Elect Director James Dimon	For	For
						Management	7	Elect Director Timothy P. Flynn	For	For
						Management	8	Elect Director Ellen V. Futter	For	For
						Management	9	Elect Director Laban P. Jackson, Jr.	For	For
						Management	10	Elect Director Lee R. Raymond	For	For
						Management	11	Elect Director William C. Weldon	For	For
						Management	12	Ratify Auditors Compensation	For	For
						Management	13	Advisory Vote to Ratify Named Executive Officers	For	For
						Share Holder	14	Affirm Political Non-Partisanship	Against	Against
						Share Holder	15	Require Independent Board Chairman	Against	For
						Share Holder	16	Report on Loan Modifications	Against	Against
						Share Holder	17	Report on Political Contributions	Against	Against
						Share Holder	18	Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity	Against	Against
						Share Holder	19	Provide Right to Act by Written Consent	Against	For
Lorillard, Inc.	LO	544147101	USA	17-May-12	Annual	Share Holder	20	Stock Retention	Against	For
						Management	1.1	Elect Director Robert C. Almon	For	For
						Management	1.2	Elect Director Kit D. Dietz	For	For
						Management	2	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	3	Approve Nonqualified Employee Stock Purchase Plan	For	For
						Management	4	Ratify Auditors	For	For
Share Holder	5	Declassify the Board of Directors	None	For						
Share Holder	6	Report on Political Contributions	Against	For						

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Time Warner Cable Inc.	TWC	88732J207	USA	17-May-12	Annual	Management	1	Elect Director	For	For
								Carole Black		
						Management	2	Elect Director	For	For
								Glenn A. Britt		
						Management	3	Elect Director	For	For
								Thomas H. Castro		
						Management	4	Elect Director	For	For
								David C. Chang		
						Management	5	Elect Director	For	For
								James E. Copeland, Jr.		
						Management	6	Elect Director Peter	For	For
								R. Haje		
						Management	7	Elect Director	For	For
								Donna A. James		
						Management	8	Elect Director Don	For	For
								Logan		
Management	9	Elect Director N.J.	For	For						
		Nicholas, Jr.								
Management	10	Elect Director	For	For						
		Wayne H. Pace								
Management	11	Elect Director	For	For						
		Edward D. Shirley								
Management	12	Elect Director John	For	For						
		E. Sununu								
Management	13	Ratify Auditors	For	For						
Management	14	Approve Executive	For	For						
		Incentive Bonus								
		Plan								
Management	15	Advisory Vote to	For	For						
		Ratify Named								
		Executive Officers								
		Compensation								
Share Holder	16	Provide Right to	Against	For						
		Call Special								
		Meeting								

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
YUM! Brands, Inc.	YUM	988498101	USA	17-May-12	Annual	Management	1	Elect Director David W. Dorman	For	For
						Management	2	Elect Director Massimo Ferragamo	For	For
						Management	3	Elect Director Mirian M. Graddick-Weir	For	For
						Management	4	Elect Director J. David Grissom	For	For
						Management	5	Elect Director Bonnie G. Hill	For	For
						Management	6	Elect Director Jonathan S. Linen	For	For
						Management	7	Elect Director Thomas C. Nelson	For	For
						Management	8	Elect Director David C. Novak	For	For
						Management	9	Elect Director Thomas M. Ryan	For	For
						Management	10	Elect Director Jing-Shyh S. Su	For	For
						Management	11	Elect Director Robert D. Walter	For	For
						Management	12	Ratify Auditors	For	For
						Management	13	Advisory Vote to Ratify Named Executive Officers Compensation	For	Against
						Share Holder	14	Require Independent Board Chairman	Against	For
Share Holder	15	Adopt and Implement Sustainable Palm Oil Policy	Against	For						
Ensco plc	ESV	29358Q109	United Kingdom	22-May-12	Annual	Management	1	Re-elect C. Christopher Gaut as Director	For	For
						Management	2	Re-elect Gerald W. Haddock as Director	For	For
						Management	3	Re-elect Paul E. Rowsey, III as Director	For	For
						Management	4	Re-elect Francis S. Kalman as Director	For	For
						Management	5	Re-elect David A. B. Brown as Director	For	For
						Management	6	Reappoint KPMG LLP as Auditors of the Company	For	For
						Management	7	Reappoint KPMG Audit Plc as Auditors of the Company	For	For
						Management	8	Authorize Board to Fix Remuneration of Auditors	For	For
						Management	9	Approve Omnibus Stock Plan	For	For
						Management	10	Advisory Vote to Ratify Named	For	Against



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Company	Symbol	CIK	Country	Meeting Date	Meeting Type	Item	1	2	3	4	
ONEOK, Inc.	OKE	682680103	USA	23-May-12	Annual	Management		Executive Officers Compensation			
							Elect Director James C. Day	For		For	
							Elect Director Julie H. Edwards	For		For	
							Elect Director William L. Ford	For		For	
							Elect Director John W. Gibson	For		For	
							Elect Director Bert H. Mackie	For		For	
							Elect Director Steven J. Malcolm	For		For	
							Elect Director Jim W. Mogg	For		For	
							Elect Director Pattye L. Moore	For		For	
							Elect Director Gary D. Parker	For		For	
							Elect Director Eduardo A. Rodriguez	For		For	
							Elect Director Gerald B. Smith	For		For	
							Elect Director David J. Tippeconnic	For		For	
							Ratify Auditors	For		For	
							Amend Restricted Stock Plan	For		Against	
							Amend Qualified Employee Stock Purchase Plan	For		For	
							Increase Authorized Common Stock	For		For	
Advisory Vote to Ratify Named Executive Officers Compensation	For		For								

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
SAP AG	SAP	803054204	Germany	23-May-12	Annual	Management	1	Receive Financial Statements and Statutory Reports for Fiscal 2011 (Non-Voting)		
							2	Approve Allocation of Income and Dividends of EUR 1.10 per Share	For	For
							3	Approve Discharge of Management Board for Fiscal 2011	For	For
							4	Approve Discharge of Supervisory Board for Fiscal 2011	For	For
							5	Approve Remuneration System for Management Board Members	For	Against
							6	Ratify KPMG AG as Auditors for Fiscal 2012	For	For
							7a	Elect Hasso Plattner to the Supervisory Board	For	Against
							7b	Elect Pekka Ala-Pietilae to the Supervisory Board	For	For
							7c	Elect Anja Feldmann to the Supervisory Board	For	For
							7d	Elect Wilhelm Haarmann to the Supervisory Board	For	Against
							7e	Elect Bernard Liautaud to the Supervisory Board	For	Against
							7f	Elect Hartmut Mehdorn to the Supervisory Board	For	Against
							7g	Elect Erhard Schipporeit to the Supervisory Board	For	For
							7h	Elect Klaus Wucherer to the Supervisory Board	For	For
BlackRock, Inc.	BLK	09247X101	USA	24-May-12	Annual	Management	1	Elect Director William S. Demchak	For	For
							2	Elect Director Laurence D. Fink	For	For
							3	Elect Director Robert S. Kapito	For	For

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Management 4	Elect Director	For	For
	Thomas H. O'Brien		
Management 5	Elect Director Ivan	For	For
	G. Seidenberg		
Management 6	Declassify the	For	For
	Board of Directors		
Management 7	Advisory Vote to	For	For
	Ratify Named		
	Executive Officers		
	Compensation		
Management 8	Ratify Auditors	For	For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
HSBC Holdings plc	HSBA	404280406	United Kingdom	25-May-12	Annual	Management	1	Accept Financial Statements and Statutory Reports	For	For
						Management	2	Approve Remuneration Report	For	For
						Management	3a	Re-elect Safra Catz as Director	For	For
						Management	3b	Re-elect Laura Cha as Director	For	For
						Management	3c	Re-elect Marvin Cheung as Director	For	For
						Management	3d	Re-elect John Coombe as Director	For	For
						Management	3e	Elect Joachim Faber as Director	For	For
						Management	3f	Re-elect Rona Fairhead as Director	For	For
						Management	3g	Re-elect Douglas Flint as Director	For	For
						Management	3h	Re-elect Alexander Flockhart as Director	For	For
						Management	3i	Re-elect Stuart Gulliver as Director	For	For
						Management	3j	Re-elect James Hughes-Hallett as Director	For	For
						Management	3k	Re-elect William Laidlaw as Director	For	For
						Management	3l	Elect John Lipsky as Director	For	For
						Management	3m	Re-elect Janis Lomax as Director	For	For
						Management	3n	Re-elect Iain Mackay as Director	For	For
						Management	3o	Re-elect Nagavara Murthy as Director	For	For
						Management	3p	Re-elect Sir Simon Robertson as Director	For	For
						Management	3q	Re-elect John Thornton as Director	For	For
						Management	4	Reappoint KPMG Audit plc as Auditors and Authorise Their Remuneration	For	For
						Management	5	Authorise Issue of Equity with Pre-emptive Rights	For	For
						Management	6	Authorise Issue of Equity without Pre-emptive Rights	For	For
						Management	7	Authorise Market Purchase	For	For
						Management	8	Approve Scrip Dividend Program	For	For
						Management	9		For	For

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Company Name	Symbol	CIK	Country	Meeting Date	Meeting Type	Item	Description	For	Against
NextEra Energy, Inc.	NEE	65339F101	USA	25-May-12	Annual	Management 1	Elect Director Sherry S. Barrat	For	For
						Management 2	Elect Director Robert M. Beall, Ii	For	For
						Management 3	Elect Director James L. Camaren	For	For
						Management 4	Elect Director Kenneth B. Dunn	For	For
						Management 5	Elect Director J. Brian Ferguson	For	For
						Management 6	Elect Director Lewis Hay, Iii	For	For
						Management 7	Elect Director Toni Jennings	For	For
						Management 8	Elect Director Oliver D. Kingsley, Jr.	For	For
						Management 9	Elect Director Rudy E. Schupp	For	For
						Management 10	Elect Director William H. Swanson	For	For
						Management 11	Elect Director Michael H. Thaman	For	For
						Management 12	Elect Director Hansel E. Tookes, Ii	For	For
						Management 13	Ratify Auditors	For	For
						Management 14	Advisory Vote to Ratify Named Executive Officers Compensation	For	Against

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Chevron Corporation	CVX	166764100	USA	30-May-12	Annual	Management	1	Elect Director Linnet F. Deily	For	For
						Management	2	Elect Director Robert E. Denham	For	For
						Management	3	Elect Director Chuck Hagel	For	For
						Management	4	Elect Director Enrique Hernandez, Jr.	For	For
						Management	5	Elect Director George L. Kirkland	For	For
						Management	6	Elect Director Charles W. Moorman, IV	For	For
						Management	7	Elect Director Kevin W. Sharer	For	For
						Management	8	Elect Director John G. Stumpf	For	For
						Management	9	Elect Director Ronald D. Sugar	For	For
						Management	10	Elect Director Carl Ware	For	For
						Management	11	Elect Director John S. Watson	For	For
						Management	12	Ratify Auditors	For	For
						Management	13	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Share Holder	14	Remove Exclusive Venue Provision	Against	For
						Share Holder	15	Require Independent Board Chairman	Against	For
						Share Holder	16	Report on Lobbying Payments and Policy	Against	For
						Share Holder	17	Adopt Guidelines for Country Selection	Against	For
						Share Holder	18	Report on Hydraulic Fracturing Risks to Company	Against	For
						Share Holder	19	Report on Accident Risk Reduction Efforts	Against	Against
						Share Holder	20	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For
						Share Holder	21	Request Director Nominee with Environmental Qualifications	Against	For
Raytheon Company	RTN	755111507	USA	31-May-12	Annual	Management	1	Elect Director James E. Cartwright	For	For
						Management	2	Elect Director Vernon E. Clark	For	For
						Management	3	Elect Director John M. Deutch	For	For
						Management	4	Elect Director Stephen J. Hadley	For	For
						Management	5	Elect Director Frederic M. Poses	For	For
						Management	6	Elect Director Michael C. Ruetters	For	For
						Management	7	Elect Director Ronald L. Skates	For	For
						Management	8	Elect Director William R. Spivey	For	For
						Management	9	Elect Director Linda G. Stuntz	For	Against
						Management	10	Elect Director William H. Swanson	For	For

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						Management	11	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	12	Ratify Auditors	For	For
						Share Holder	13	Stock Retention/Holding Period	Against	For
						Share Holder	14	Submit SERP to Shareholder Vote	Against	For
						Share Holder	15	Provide Right to Act by Written Consent	Against	For
International Power plc	IPR	46018M104	United Kingdom	07-Jun-12	Special	Management	1	Approve Acquisition of International Power plc by Electrabel S.A.	For	For
						Management	2	Authorise Off-Market Purchase of Deferred Shares	For	For
						Management	1	Approve Scheme of Arrangement	For	For
New York Community Bancorp, Inc.	NYB	649445103	USA	07-Jun-12	Annual	Management	1.1	Elect Director Maureen E. Clancy	For	Withhold
						Management	1.2	Elect Director Hanif Dahya	For	For
						Management	1.3	Elect Director Joseph R. Ficalora	For	For
						Management	1.4	Elect Director James J. O Donovan	For	For
						Management	2	Approve Omnibus Stock Plan	For	For
						Management	3	Ratify Auditors	For	For
						Share Holder	4	Require a Majority Vote for the Election of Directors	Against	For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction
				Date	Meeting Type					
Caterpillar Inc.	CAT	149123101	USA	13-Jun-12	Annual	Management	1.1	Elect Director David L. Calhoun	For	For
						Management	1.2	Elect Director Daniel M. Dickinson	For	For
						Management	1.3	Elect Director Eugene V. Fife	For	For
						Management	1.4	Elect Director Juan Gallardo	For	For
						Management	1.5	Elect Director David R. Goode	For	For
						Management	1.6	Elect Director Jesse J. Greene, Jr.	For	For
						Management	1.7	Elect Director Jon M. Huntsman, Jr.	For	For
						Management	1.8	Elect Director Peter A. Magowan	For	For
						Management	1.9	Elect Director Dennis A. Muilenburg	For	For
						Management	1.10	Elect Director Douglas R. Oberhelman	For	For
						Management	1.11	Elect Director William A. Osborn	For	For
						Management	1.12	Elect Director Charles D. Powell	For	For
						Management	1.13	Elect Director Edward B. Rust, Jr.	For	For
						Management	1.14	Elect Director Susan C. Schwab	For	For
						Management	1.15	Elect Director Joshua I. Smith	For	For
						Management	1.16	Elect Director Miles D. White	For	For
						Management	2	Ratify Auditors	For	For
						Management	3	Advisory Vote to Ratify Named Executive Officers Compensation	For	For
						Management	4	Provide Right to Call Special Meeting	For	For
						Management	5	Amend Advance Notice Provisions for Shareholder Proposals/Nominations	For	For
						Share Holder	6	Report on Political Contributions	Against	Against
						Share Holder	7	Require a Majority Vote for the Election of Directors	Against	For
						Share Holder	8	Review and Assess Human Rights Policies	Against	For
						Share Holder	9	Provide Right to Act by Written Consent	Against	For
WPP plc	WPP	92933H101	United Kingdom	13-Jun-12	Annual	Management	1	Accept Financial Statements and Statutory Reports	For	For
						Management	2	Approve Remuneration Report	For	Against
						Management	3	Approve the Sustainability Report	For	For
						Management	4	Re-elect Colin Day as Director	For	For
						Management	5	Re-elect Esther Dyson as Director	For	For
						Management	6	Re-elect Orit Gadiesh as Director	For	For
						Management	7		For	For



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			Re-elect Philip Lader as Director		
Management	8		Re-elect Rui gang Li as Director	For	For
Management	9		Re-elect Stanley (Bud) Morten as Director	For	For
Management	10		Re-elect Koichiro Naganuma as Director	For	For
Management	11		Re-elect John Quelch as Director	For	For
Management	12		Re-elect Mark Read as Director	For	For
Management	13		Re-elect Paul Richardson as Director	For	For
Management	14		Re-elect Jeffrey Rosen as Director	For	For
Management	15		Re-elect Timothy Shriver as Director	For	For
Management	16		Re-elect Sir Martin Sorrell as Director	For	For
Management	17		Re-elect Paul Spencer as Director	For	For
Management	18		Re-elect Solomon Trujillo as Director	For	For
Management	19		Reappoint Deloitte LLP as Auditors and Authorise Their Remuneration	For	For
Management	20		Authorise Issue of Equity with Pre-emptive Rights	For	For
Management	21		Authorise Market Purchase of Ordinary Shares	For	For
Management	22		Authorise Issue of Equity without Pre-emptive Rights	For	For

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Company Name	Ticker	Security ID on Ballot	Country	Meeting		Proponent	Item Number	Proposal	Management Recommendation	Vote Instruction						
				Date	Meeting Type											
Kubota Corp.	6326	501173207	Japan	22-Jun-12	Annual	Management	1.1	Elect Director Masumoto, Yasuo	For	For						
						Management	1.2	Elect Director Tomita, Tetsuji	For	For						
						Management	1.3	Elect Director Sakamoto, Satoru	For	For						
						Management	1.4	Elect Director Kimata, Masatoshi	For	For						
						Management	1.5	Elect Director Kubo, Toshihiro	For	For						
						Management	1.6	Elect Director Kimura, Shigeru	For	For						
						Management	1.7	Elect Director Mizuno, Yuzuru	For	For						
						Management	1.8	Elect Director Sato, Junichi	For	For						
						Management	2	Approve Annual Bonus Payment to Directors	For	For						
						Shiseido Co. Ltd.	4911	824841407	Japan	26-Jun-12	Annual	Management	1	Approve Allocation of Income, with a Final Dividend of JPY 25	For	For
Management	2.1	Elect Director Maeda, Shinzo	For	For												
Management	2.2	Elect Director Suekawa, Hisayuki	For	For												
Management	2.3	Elect Director Carsten Fischer	For	For												
Management	2.4	Elect Director Takamori, Tatsuomi	For	For												
Management	2.5	Elect Director Nishimura, Yoshinori	For	For												
Management	2.6	Elect Director Iwata, Shoichiro	For	For												
Management	2.7	Elect Director Nagai, Taeko	For	For												
Management	2.8	Elect Director Uemura, Tatsuo	For	For												
Management	3	Appoint Statutory Auditor Tsujiyama, Eiko	For	For												
Management	4	Approve Annual Bonus Payment to Directors	For	For												
Management	5	Approve Deep Discount Stock Option Plan for Directors	For	For												
Sony Corporation	6758	835699307	Japan	27-Jun-12	Annual							Management	1.1	Elect Director Hirai, Kazuo	For	For
												Management	1.2	Elect Director Chuubachi, Ryoji	For	For
												Management	1.3	Elect Director Kato, Masaru	For	For
						Management	1.4	Elect Director Howard Stringer	For	For						
						Management	1.5	Elect Director Peter Bonfield	For	For						

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Management	1.6	Elect Director Yasuda, Ryuuji	For	For
Management	1.7	Elect Director Uchinaga, Yukako	For	For
Management	1.8	Elect Director Yahagi, Mitsuaki	For	For
Management	1.9	Elect Director Tsun-Yan Hsieh	For	For
Management	1.10	Elect Director Roland A. Hernandez	For	For
Management	1.11	Elect Director Anraku, Kanemitsu	For	For
Management	1.12	Elect Director Kojima, Yorihiro	For	For
Management	1.13	Elect Director Nagayama, Osamu	For	For
Management	1.14	Elect Director Nimura, Takaaki	For	For
Management	2	Approve Stock Option Plan	For	For

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.

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Nuveen Tax-Advantaged Dividend Growth Fund

By /s/ Gifford R. Zimmerman

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Gifford R. Zimmerman Chief Administrative Officer

Date

August 29, 2012