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NFJ DIVIDEND, INTEREST & PREMIUM STRATEGY FUND

Form N-PX

August 31, 2009

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: 811-21417

NFJ Dividend, Interest & Premium Strategy
(Exact name of registrant as specified in charter)

1345 Avenue of the Americas, New York, NY 10105
(Address of Principal Executive Office)

Allianz Global Investors Fund Management LLC
1345 Avenue of the Americas
New York, NY 10105
(Name and Address of Agent for Service)

Registrant's telephone number, including area code: 212-739-3000

Date of fiscal year end: January 31

Date of reporting period: July 1, 2008 through June 30, 2009

ITEM 1. PROXY VOTING RECORD

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

ICA File Number: 811-21417
Reporting Period: 07/01/2008 - 06/30/2009
NFJ Dividend, Interest & Premium Strategy Fund

===== NFJ DIVIDEND, INTEREST & PREMIUM STRATEGY FUND =====

3M CO

Ticker: MMM Security ID: 88579Y101
Meeting Date: MAY 12, 2009 Meeting Type: Annual
Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Linda G. Alvarado	For	For	Management

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1.2	Elect Director George W. Buckley	For	For	Management
1.3	Elect Director Vance D. Coffman	For	For	Management
1.4	Elect Director Michael L. Eskew	For	For	Management
1.5	Elect Director W. James Farrell	For	For	Management
1.6	Elect Director Herbert L. Henkel	For	For	Management
1.7	Elect Director Edward M. Liddy	For	For	Management
1.8	Elect Director Robert S. Morrison	For	For	Management
1.9	Elect Director Aulana L. Peters	For	For	Management
1.10	Elect Director Robert J. Ulrich	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Bylaws-- Call Special Meetings	Against	For	Shareholder
4	Stock Retention/Holding Period	Against	Against	Shareholder

ALCOA INC.

Ticker: AA Security ID: 013817101
 Meeting Date: MAY 8, 2009 Meeting Type: Annual
 Record Date: FEB 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kathryn S. Fuller	For	For	Management
1.2	Elect Director Judith M. Gueron	For	For	Management
1.3	Elect Director Patricia F. Russo	For	For	Management
1.4	Elect Director Ernesto Zedillo	For	For	Management
2	Ratify Auditor	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder

ALLSTATE CORPORATION, THE

Ticker: ALL Security ID: 020002101
 Meeting Date: MAY 19, 2009 Meeting Type: Annual
 Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. Duane Ackerman	For	For	Management
1.2	Elect Director Robert D. Beyer	For	For	Management
1.3	Elect Director W. James Farrell	For	For	Management
1.4	Elect Director Jack M. Greenberg	For	For	Management
1.5	Elect Director Ronald T. LeMay	For	For	Management
1.6	Elect Director H. John Riley, Jr.	For	For	Management
1.7	Elect Director Joshua I. Smith	For	For	Management
1.8	Elect Director Judith A. Sprieser	For	For	Management
1.9	Elect Director Mary Alice Taylor	For	For	Management
1.10	Elect Director Thomas J. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
7	Report on Political Contributions	Against	Against	Shareholder

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ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103
 Meeting Date: MAY 19, 2009 Meeting Type: Annual
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Elizabeth E. Bailey	For	For	Management
2	Elect Director Gerald L. Baliles	For	For	Management
3	Elect Director Dinyar S. Devitre	For	For	Management
4	Elect Director Thomas F. Farrell	For	For	Management
5	Elect Director Robert E. R. Huntley	For	For	Management
6	Elect Director Thomas W. Jones	For	For	Management
7	Elect Director George Munoz	For	For	Management
8	Elect Director Nabil Y. Sakkab	For	For	Management
9	Elect Director Michael E. Szymanczyk	For	For	Management
10	Ratify Auditors	For	For	Management
11	Reduce Tobacco Harm to Health	Against	Against	Shareholder
12	Report on Marketing Practices on the Poor	Against	Against	Shareholder
13	Adopt Principles for Health Care Reform	Against	Against	Shareholder
14	Adopt Human Rights Protocols for Company and Suppliers	Against	Against	Shareholder
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
16	Report on Political Contributions	Against	Against	Shareholder

AMEREN CORPORATION

Ticker: AEE Security ID: 023608102
 Meeting Date: APR 28, 2009 Meeting Type: Annual
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen F. Brauer	For	For	Management
1.2	Elect Director Susan S. Elliott	For	For	Management
1.3	Elect Director Ellen M. Fitzsimmons	For	For	Management
1.4	Elect Director Walter J. Galvin	For	For	Management
1.5	Elect Director Gayle P. W. Jackson	For	For	Management
1.6	Elect Director James C. Johnson	For	For	Management
1.7	Elect Director Charles W. Mueller	For	For	Management
1.8	Elect Director Douglas R. Oberhelman	For	For	Management
1.9	Elect Director Gary L. Rainwater	For	For	Management
1.10	Elect Director Harvey Saligman	For	For	Management
1.11	Elect Director Patrick T. Stokes	For	For	Management
1.12	Elect Director Thomas R. Voss	For	For	Management
1.13	Elect Director Jack D. Woodard	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Reducing Releases of Radioactive Materials from Callaway Facility	Against	Against	Shareholder

ANNALY CAPITAL MANAGEMENT INC.

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Ticker: NLY Security ID: 035710409
 Meeting Date: MAY 29, 2009 Meeting Type: Annual
 Record Date: MAR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Denahan-Norris	For	For	Management
1.2	Elect Director Michael Haylon	For	For	Management
1.3	Elect Director Donnell A. Segalas	For	For	Management
2	Ratify Auditors	For	For	Management

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104
 Meeting Date: DEC 5, 2008 Meeting Type: Special
 Record Date: OCT 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Increase Authorized Common Stock	For	For	Management
4	Adjourn Meeting	For	For	Management

BOEING CO., THE

Ticker: BA Security ID: 097023105
 Meeting Date: APR 27, 2009 Meeting Type: Annual
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Biggs	For	For	Management
1.2	Elect Director John E. Bryson	For	For	Management
1.3	Elect Director Arthur D. Collins, Jr.	For	For	Management
1.4	Elect Director Linda Z. Cook	For	For	Management
1.5	Elect Director William M. Daley	For	For	Management
1.6	Elect Director Kenneth M. Duberstein	For	For	Management
1.7	Elect Director John F. McDonnell	For	For	Management
1.8	Elect Director W. James McNerney, Jr.	For	For	Management
1.9	Elect Director Mike S. Zafirovski	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management
4	Provide for Cumulative Voting	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
6	Adopt Principles for Health Care Reform	Against	Against	Shareholder
7	Report on Foreign Military Sales	Against	Against	Shareholder
8	Require Independent Lead Director	Against	Against	Shareholder
9	Restrict Severance Agreements (Change-in-Control)	Against	Against	Shareholder
10	Report on Political Contributions	Against	Against	Shareholder

CARDINAL HEALTH, INC.

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Ticker: CAH Security ID: 14149Y108
 Meeting Date: JUN 23, 2009 Meeting Type: Special
 Record Date: MAY 15, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Stock Option Exchange Program	For	Against	Management

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100
 Meeting Date: MAY 27, 2009 Meeting Type: Annual
 Record Date: APR 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. H. Armacost	For	For	Management
1.2	Elect Director L. F. Deily	For	For	Management
1.3	Elect Director R. E. Denham	For	For	Management
1.4	Elect Director R. J. Eaton	For	For	Management
1.5	Elect Director E. Hernandez	For	For	Management
1.6	Elect Director F. G. Jenifer	For	For	Management
1.7	Elect Director S. Nunn	For	For	Management
1.8	Elect Director D. J. O'Reilly	For	For	Management
1.9	Elect Director D. B. Rice	For	For	Management
1.10	Elect Director K. W. Sharer	For	For	Management
1.11	Elect Director C. R. Shoemate	For	For	Management
1.12	Elect Director R. D. Sugar	For	For	Management
1.13	Elect Director C. Ware	For	For	Management
1.14	Elect Director J. S. Watson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Amend Omnibus Stock Plan	For	Against	Management
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
7	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder
8	Adopt Guidelines for Country Selection	Against	Against	Shareholder
9	Adopt Human Rights Policy	Against	Against	Shareholder
10	Report on Market Specific Environmental Laws	Against	Against	Shareholder

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104
 Meeting Date: MAY 13, 2009 Meeting Type: Annual
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Armitage	For	For	Management
1.2	Elect Director Richard H. Auchinleck	For	For	Management
1.3	Elect Director James E. Copeland, Jr.	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Ruth R. Harkin	For	For	Management
1.6	Elect Director Harold W. McGraw III	For	For	Management
1.7	Elect Director James J. Mulva	For	For	Management

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1.8	Elect Director Harald J. Norvik	For	For	Management
1.9	Elect Director William K. Reilly	For	For	Management
1.10	Elect Director Bobby S. Shackouls	For	For	Management
1.11	Elect Director Victoria J. Tschinkel	For	For	Management
1.12	Elect Director Kathryn C. Turner	For	For	Management
1.13	Elect Director William E. Wade, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Adopt Principles for Health Care Reform	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
6	Report on Political Contributions	Against	Against	Shareholder
7	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder
8	Report on Environmental Impact of Oil Sands Operations in Canada	Against	Against	Shareholder
9	Require Director Nominee Qualifications	Against	Against	Shareholder

DIAMOND OFFSHORE DRILLING, INC.

Ticker: DO Security ID: 25271C102
 Meeting Date: MAY 19, 2009 Meeting Type: Annual
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James S. Tisch	For	For	Management
1.2	Elect Director Lawrence R. Dickerson	For	For	Management
1.3	Elect Director John R. Bolton	For	For	Management
1.4	Elect Director Charles L. Fabrikant	For	For	Management
1.5	Elect Director Paul G. Gaffney II	For	For	Management
1.6	Elect Director Edward Grebow	For	For	Management
1.7	Elect Director Herbert C. Hofmann	For	For	Management
1.8	Elect Director Arthur L. Rebell	For	Withhold	Management
1.9	Elect Director Raymond S. Troubh	For	For	Management
2	Ratify Auditors	For	For	Management

ENCANA CORPORATION

Ticker: ECA Security ID: 292505104
 Meeting Date: APR 22, 2009 Meeting Type: Annual
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	DIRECTOR RALPH S. CUNNINGHAM	For	For	Management
1.2	DIRECTOR PATRICK D. DANIEL	For	For	Management
1.3	DIRECTOR IAN W. DELANEY	For	For	Management
1.4	DIRECTOR RANDALL K. ERESMAN	For	For	Management
1.5	DIRECTOR CLAIRE S. FARLEY	For	For	Management
1.6	DIRECTOR MICHAEL A. GRANDIN	For	For	Management
1.7	DIRECTOR BARRY W. HARRISON	For	For	Management
1.8	DIRECTOR VALERIE A.A. NIELSEN	For	For	Management
1.9	DIRECTOR DAVID P. O'BRIEN	For	For	Management
1.10	DIRECTOR JANE L. PEVERETT	For	For	Management
1.11	DIRECTOR ALLAN P. SAWIN	For	For	Management
1.12	DIRECTOR WAYNE G. THOMSON	For	For	Management
1.13	DIRECTOR CLAYTON H. WOITAS	For	For	Management

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2 APPOINTMENT OF AUDITORS - For For Management
 PRICEWATERHOUSECOOPERS LLP AT
 AREMUNERATION TO BE FIXED BY THE BOARD
 OF DIRECTORS.

ENTERGY CORP.

Ticker: ETR Security ID: 29364G103
 Meeting Date: MAY 8, 2009 Meeting Type: Annual
 Record Date: MAR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Maureen Bateman	For	For	Management
2	Elect W. Frank Blount	For	For	Management
3	Elect Gary Edwards	For	Against	Management
4	Elect Alexis Herman	For	Against	Management
5	Elect Donald Hintz	For	For	Management
6	Elect J. Wayne Leonard	For	For	Management
7	Elect Stuart Levenick	For	For	Management
8	Elect James Nichols	For	For	Management
9	Elect William Percy, II	For	Against	Management
10	Elect W.J. Tauzin	For	Against	Management
11	Elect Steven Wilkinson	For	For	Management
12	Ratification of Auditor	For	For	Management

GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103
 Meeting Date: APR 22, 2009 Meeting Type: Annual
 Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James I. Cash, Jr.	For	For	Management
1.2	Elect Director William M. Castell	For	For	Management
1.3	Elect Director Ann M. Fudge	For	For	Management
1.4	Elect Director Susan Hockfield	For	For	Management
1.5	Elect Director Jeffrey R. Immelt	For	For	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Alan G. (A.G.) Lafley	For	Against	Management
1.8	Elect Director Robert W. Lane	For	For	Management
1.9	Elect Director Ralph S. Larsen	For	For	Management
1.10	Elect Director Rochelle B. Lazarus	For	For	Management
1.11	Elect Director James J. Mulva	For	For	Management
1.12	Elect Director Sam Nunn	For	For	Management
1.13	Elect Director Roger S. Penske	For	For	Management
1.14	Elect Director Robert J. Swieringa	For	For	Management
1.15	Elect Director Douglas A. Warner III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	Against	Shareholder
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
5	Evaluate the Potential Conversion of the Corporation's Business Units into Four or More Public Corporations and Distribute New Shares	Against	Against	Shareholder
6	Adopt Policy to Cease the Payments of	Against	Against	Shareholder

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HALLIBURTON CO.

Ticker: HAL Security ID: 406216101
 Meeting Date: MAY 20, 2009 Meeting Type: Annual
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan M. Bennett	For	For	Management
1.2	Elect Director James R. Boyd	For	For	Management
1.3	Elect Director Milton Carroll	For	For	Management
1.4	Elect Director S. Malcolm Gillis	For	For	Management
1.5	Elect Director James T. Hackett	For	For	Management
1.6	Elect Director David J. Lesar	For	For	Management
1.7	Elect Director Robert A. Malone	For	For	Management
1.8	Elect Director J. Landis Martin	For	For	Management
1.9	Elect Director Jay A. Precourt	For	For	Management
1.10	Elect Director Debra L. Reed	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Review and Assess Human Rights Policies	Against	Against	Shareholder
6	Report on Political Contributions	Against	Against	Shareholder
7	Adopt Low Carbon Energy Policy	Against	Against	Shareholder
8	Disclose Information on Compensation Consultant	Against	Against	Shareholder
9	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
10	Establish Independent Director Committee to Review and Report on Financial Misconducts and Human Rights Abuses	Against	Against	Shareholder

HARTFORD FINANCIAL SERVICES GROUP, INC., THE

Ticker: HIG Security ID: 416515104
 Meeting Date: MAR 26, 2009 Meeting Type: Special
 Record Date: FEB 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Conversion of Securities	For	For	Management

HOME DEPOT, INC.

Ticker: HD Security ID: 437076102
 Meeting Date: MAY 28, 2009 Meeting Type: Annual
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director F. Duane Ackerman	For	For	Management
2	Elect Director David H. Batchelder	For	For	Management
3	Elect Director Francis S. Blake	For	For	Management
4	Elect Director Ari Bousbib	For	For	Management
5	Elect Director Gregory D. Brenneman	For	For	Management

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6	Elect Director Albert P. Carey	For	For	Management
7	Elect Director Armando Codina	For	For	Management
8	Elect Director Bonnie G. Hill	For	For	Management
9	Elect Director Karen L. Katen	For	For	Management
10	Ratify Auditors	For	For	Management
11	Approve Right to Call Special Meetings	For	For	Management
12	Provide for Cumulative Voting	Against	Against	Shareholder
13	Call Special Meetings	Against	For	Shareholder
14	Prepare Employment Diversity Report	Against	Against	Shareholder
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
16	Assess Energy Use and Establish Reduction Targets	Against	Against	Shareholder

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100
 Meeting Date: MAY 19, 2009 Meeting Type: Annual
 Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Crandall C. Bowles	For	For	Management
1.2	Elect Director Stephen B. Burke	For	For	Management
1.3	Elect Director David M. Cote	For	For	Management
1.4	Elect Director James S. Crown	For	For	Management
1.5	Elect Director James Dimon	For	For	Management
1.6	Elect Director Ellen V. Futter	For	For	Management
1.7	Elect Director William H. Gray, III	For	For	Management
1.8	Elect Director Laban P. Jackson, Jr.	For	For	Management
1.9	Elect Director David C. Novak	For	For	Management
1.10	Elect Director Lee R. Raymond	For	For	Management
1.11	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Disclose Prior Government Service	Against	Against	Shareholder
5	Provide for Cumulative Voting	Against	Against	Shareholder
6	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
7	Report on Predatory Lending Policies	Against	Against	Shareholder
8	Amend Key Executive Performance Plan	Against	Against	Shareholder
9	Stock Retention/Holding Period	Against	Against	Shareholder
10	Prepare Carbon Principles Report	Against	Against	Shareholder

KIMBERLY-CLARK CORP.

Ticker: KMB Security ID: 494368103
 Meeting Date: APR 30, 2009 Meeting Type: Annual
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Alm	For	For	Management
1.2	Elect Director Dennis R. Beresford	For	For	Management
1.3	Elect Director John F. Bergstrom	For	For	Management
1.4	Elect Director Abelardo E. Bru	For	For	Management
1.5	Elect Director Robert W. Decherd	For	For	Management

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1.6	Elect Director Thomas J. Falk	For	For	Management
1.7	Elect Director Mae C. Jemison	For	For	Management
1.8	Elect Director Ian C. Read	For	For	Management
1.9	Elect Director G. Craig Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide Right to Call Special Meeting	For	Against	Management
4	Amend Omnibus Stock Plan	For	Against	Management
5	Provide for Cumulative Voting	Against	Against	Shareholder

KRAFT FOODS INC

Ticker: KFT Security ID: 50075N104
 Meeting Date: MAY 20, 2009 Meeting Type: Annual
 Record Date: MAR 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ajay Banga	For	Against	Management
1.2	Elect Director Myra M. Hart	For	For	Management
1.3	Elect Director Lois D. Juliber	For	For	Management
1.4	Elect Director Mark D. Ketchum	For	For	Management
1.5	Elect Director Richard A. Lerner	For	For	Management
1.6	Elect Director John C. Pope	For	For	Management
1.7	Elect Director Fredric G. Reynolds	For	For	Management
1.8	Elect Director Irene B. Rosenfeld	For	For	Management
1.9	Elect Director Deborah C. Wright	For	For	Management
1.10	Elect Director Frank G. Zarb	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management
4	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

LINCOLN NATIONAL CORP.

Ticker: LNC Security ID: 534187109
 Meeting Date: MAY 14, 2009 Meeting Type: Annual
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George W. Henderson, III	For	For	Management
1.2	Elect Director Eric G. Johnson	For	For	Management
1.3	Elect Director M. Leanne Lachman	For	For	Management
1.4	Elect Director Isaiah Tidwell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

MATTEL, INC.

Ticker: MAT Security ID: 577081102
 Meeting Date: MAY 13, 2009 Meeting Type: Annual
 Record Date: MAR 20, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Dolan	For	For	Management
1.2	Elect Director Robert A. Eckert	For	For	Management
1.3	Elect Director Frances D. Fergusson	For	For	Management
1.4	Elect Director Tully M. Friedman	For	For	Management
1.5	Elect Director Dominic Ng	For	For	Management
1.6	Elect Director Vasant M. Prabhu	For	For	Management
1.7	Elect Director Andrea L. Rich	For	For	Management
1.8	Elect Director Ronald L. Sargent	For	For	Management
1.9	Elect Director Dean A. Scarborough	For	For	Management
1.10	Elect Director Christopher A. Sinclair	For	For	Management
1.11	Elect Director G. Craig Sullivan	For	For	Management
1.12	Elect Director Kathy Brittain White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Product Safety and Working Conditions	Against	Against	Shareholder
4	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

METLIFE INC

Ticker: MET Security ID: 59156R108
 Meeting Date: APR 28, 2009 Meeting Type: Annual
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect C. Robert Henrikson	For	For	Management
1.2	Elect John Keane	For	For	Management
1.3	Elect Catherine Kinney	For	For	Management
1.4	Elect Hugh Price	For	For	Management
1.5	Elect Kenton Sicchitano	For	For	Management
2	REAPPROVAL OF THE METLIFE, INC. 2005 STOCK AND INCENTIVE COMPENSATION PLAN	For	For	Management
3	Ratification of Auditor	For	For	Management

NEW YORK COMMUNITY BANCORP, INC.

Ticker: NYB Security ID: 649445103
 Meeting Date: JUN 10, 2009 Meeting Type: Annual
 Record Date: APR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Maureen E. Clancy	For	For	Management
1.2	Elect Director Robert S. Farrell	For	For	Management
1.3	Elect Director Joseph R. Ficalora	For	For	Management
1.4	Elect Director James J. O'Donovan	For	For	Management
1.5	Elect Director Hanif W. Dahya	For	For	Management
2	Ratify Auditors	For	For	Management

OCCIDENTAL PETROLEUM CORP.

Ticker: OXY Security ID: 674599105
 Meeting Date: MAY 1, 2009 Meeting Type: Annual

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Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Spencer Abraham	For	For	Management
1.2	Elect Director Ronald W. Burkle	For	For	Management
1.3	Elect Director John S. Chalsty	For	For	Management
1.4	Elect Director Edward P. Djerejian	For	For	Management
1.5	Elect Director John E. Feick	For	For	Management
1.6	Elect Director Ray R. Irani	For	For	Management
1.7	Elect Director Irvin W. Maloney	For	For	Management
1.8	Elect Director Avedick B. Poladian	For	For	Management
1.9	Elect Director Rodolfo Segovia	For	For	Management
1.10	Elect Director Aziz D. Syriani	For	For	Management
1.11	Elect Director Rosemary Tomich	For	For	Management
1.12	Elect Director Walter L. Weisman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide Right to Call Special Meeting	For	Against	Management
4	Report on Host Country Social and Environmental Laws	Against	Against	Shareholder

 PFIZER INC.

Ticker: PFE Security ID: 717081103
 Meeting Date: APR 23, 2009 Meeting Type: Annual
 Record Date: FEB 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis A. Ausiello	For	For	Management
1.2	Elect Director Michael S. Brown	For	For	Management
1.3	Elect Director M. Anthony Burns	For	For	Management
1.4	Elect Director Robert N. Burt	For	For	Management
1.5	Elect Director W. Don Cornwell	For	For	Management
1.6	Elect Director William H. Gray, III	For	For	Management
1.7	Elect Director Constance J. Horner	For	For	Management
1.8	Elect Director James M. Kilts	For	For	Management
1.9	Elect Director Jeffrey B. Kindler	For	For	Management
1.10	Elect Director George A. Lorch	For	For	Management
1.11	Elect Director Dana G. Mead	For	For	Management
1.12	Elect Director Suzanne Nora Johnson	For	For	Management
1.13	Elect Director Stephen W. Sanger	For	For	Management
1.14	Elect Director William C. Steere, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Limit/Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
6	Provide for Cumulative Voting	Against	Against	Shareholder
7	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder

 PLATINUM UNDERWRITERS HOLDINGS

Ticker: PTP Security ID: G7127P100
 Meeting Date: APR 29, 2009 Meeting Type: Annual
 Record Date: MAR 16, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect H. Furlong Baldwin	For	For	Management
1.2	Elect Dan Carmichael	For	For	Management
1.3	Elect A. John Hass	For	For	Management
1.4	Elect Edmund Megna	For	For	Management
1.5	Elect Michael Price	For	For	Management
1.6	Elect Peter Pruitt	For	Withhold	Management
1.7	Elect James Slattery	For	For	Management
2	Appointment of Auditor	For	For	Management

PNC FINANCIAL SERVICES GROUP, INC.

Ticker: PNC Security ID: 693475105
 Meeting Date: APR 28, 2009 Meeting Type: Annual
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard O. Berndt	For	For	Management
1.2	Elect Director Charles E. Bunch	For	For	Management
1.3	Elect Director Paul W. Chellgren	For	For	Management
1.4	Elect Director Robert N. Clay	For	For	Management
1.5	Elect Director Kay Coles James	For	For	Management
1.6	Elect Director Richard B. Kelson	For	For	Management
1.7	Elect Director Bruce C. Lindsay	For	For	Management
1.8	Elect Director Anthony A. Massaro	For	For	Management
1.9	Elect Director Jane G. Pepper	For	For	Management
1.10	Elect Director James E. Rohr	For	For	Management
1.11	Elect Director Donald J. Shepard	For	For	Management
1.12	Elect Director Lorene K. Steffes	For	For	Management
1.13	Elect Director Dennis F. Strigl	For	For	Management
1.14	Elect Director Stephen G. Thieke	For	For	Management
1.15	Elect Director Thomas J. Usher	For	For	Management
1.16	Elect Director George H. Walls, Jr.	For	For	Management
1.17	Elect Director Helge H. Wehmeier	For	For	Management
2	Approve Qualified Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Stock Retention/Holding Period	Against	Against	Shareholder

R. R. DONNELLEY & SONS CO.

Ticker: RRD Security ID: 257867101
 Meeting Date: MAY 21, 2009 Meeting Type: Annual
 Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Thomas J. Quinlan, III	For	For	Management
2	Elect Director Stephen M. Wolf	For	For	Management
3	Elect Director Lee A. Chaden	For	For	Management
4	Elect Director E.V. (Rick) Goings	For	For	Management
5	Elect Director Judith H. Hamilton	For	For	Management
6	Elect Director Susan M. Ivey	For	For	Management
7	Elect Director Thomas S. Johnson	For	For	Management
8	Elect Director John C. Pope	For	For	Management

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9	Elect Director Michael T. Riordan	For	For	Management
10	Elect Director Oliver R. Sockwell	For	For	Management
11	Ratify Auditors	For	For	Management
12	Report on Sustainable Forestry	Against	Against	Shareholder
13	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

REYNOLDS AMERICAN INC

Ticker: RAI Security ID: 761713106
 Meeting Date: MAY 6, 2009 Meeting Type: Annual
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Nicandro Durante	For	For	Management
1.2	Elect Director Holly K. Koeppel	For	For	Management
1.3	Elect Director H.G.L. (Hugo) Powell	For	For	Management
1.4	Elect Director Thomas C. Wajnert	For	For	Management
1.5	Elect Director Luc Jobin	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder
5	Report on Marketing Practices on the Poor	Against	Against	Shareholder
6	Reduce Nicotine Content to Non-Addictive Levels	Against	Against	Shareholder
7	Adopt Human Rights Protocols for Company and Suppliers	Against	Against	Shareholder

ROYAL DUTCH SHELL PLC

Ticker: RDS.B Security ID: 780259206
 Meeting Date: MAY 19, 2009 Meeting Type: Annual
 Record Date: APR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Elect Simon Henry as Director	For	For	Management
4	Re-elect Lord Kerr of Kinlochard as Director	For	For	Management
5	Re-elect Wim Kok as Director	For	For	Management
6	Re-elect Nick Land as Director	For	For	Management
7	Re-elect Jorma Ollila as Director	For	Against	Management
8	Re-elect Jeroen van der Veer as Director	For	For	Management
9	Re-elect Hans Wijers as Director	For	For	Management
10	Reappoint PricewaterhouseCoopers LLP as Auditors of the Company	For	For	Management
11	Authorise Board to Fix Remuneration of Auditors	For	For	Management
12	Authorise Issue of Equity or Equity-Linked Securities with Pre-emptive Rights up to Aggregate Nominal Amount of EUR 145 Million	For	For	Management

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13	Subject to the Previous Resolution Being Passed, Authorise Issue of Equity or Equity-Linked Securities without Pre-emptive Rights up to Aggregate Nominal Amount of EUR 21 Million	For	For	Management
14	Authorise 624 Million Ordinary Shares for Market Purchase	For	For	Management
15	Authorise the Company and its Subsidiaries to Make EU Political Donations to Political Organisations Other than Political Parties up to GBP 200,000 and to Incur EU Political Expenditure up to GBP 200,000	For	Against	Management

SEAGATE TECHNOLOGY

Ticker: STX Security ID: G7945J104
 Meeting Date: OCT 30, 2008 Meeting Type: Annual
 Record Date: SEP 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECT WILLIAM D. WATKINS AS A DIRECTOR	For	For	Management
2	ELECT STEPHEN J. LUCZO AS A DIRECTOR	For	For	Management
3	ELECT FRANK J. BIONDI AS A DIRECTOR	For	For	Management
4	ELECT WILLIAM W. BRADLEY AS A DIRECTOR	For	For	Management
5	ELECT DONALD E. KIERNAN AS A DIRECTOR	For	For	Management
6	ELECT DAVID F. MARQUARDT AS A DIRECTOR	For	For	Management
7	ELECT LYDIA M. MARSHALL AS A DIRECTOR	For	For	Management
8	ELECT C.S. PARK AS A DIRECTOR	For	For	Management
9	ELECT GREGORIO REYES AS A DIRECTOR	For	For	Management
10	ELECT JOHN W. THOMPSON AS A DIRECTOR	For	For	Management
11	PROPOSAL TO APPROVE THE SEAGATE TECHNOLOGY EXECUTIVE OFFICER PERFORMANCE BONUS PLAN.	For	For	Management
12	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF SEAGATE TECHNOLOGY FOR THE FISCAL YEAR ENDING JULY 3, 2009.	For	For	Management

SUPERVALU INC.

Ticker: SVU Security ID: 868536103
 Meeting Date: JUN 25, 2009 Meeting Type: Annual
 Record Date: APR 28, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Irwin S. Cohen	For	For	Management
2	Elect Director Ronald E. Daly	For	For	Management
3	Elect Director Lawrence A. Del Santo	For	For	Management
4	Elect Director Susan E. Engel	For	For	Management
5	Elect Director Craig R. Herkert	For	For	Management
6	Elect Director Kathi P. Seifert	For	For	Management
7	Ratify Auditors	For	For	Management
8	Report on Halting Tobacco Sales	Against	Against	Shareholder
9	Advisory Vote to Ratify Named Executive	Against	Against	Shareholder

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Officers' Compensation

TOTAL SA

Ticker: TOT Security ID: 89151E109
Meeting Date: MAY 15, 2009 Meeting Type: Annual/Special
Record Date: APR 7, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Financial Statements and Statutory Reports	For	For	Management
2	Approve Consolidated Financial Statements and Statutory Reports	For	For	Management
3	Approve Allocation of Income and Dividends of EUR 2.28 per Share	For	For	Management
4	Approve Special Auditors' Report Presenting Ongoing Related-Party Transactions	For	For	Management
5	Approve Transaction with Thierry Desmarest	For	Against	Management
6	Approve Transaction with Christophe de Margerie	For	Against	Management
7	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
8	Reelect Anne Lauvergeon as Director	For	Against	Management
9	Reelect Daniel Bouton as Director	For	Against	Management
10	Reelect Bertrand Collomb as Director	For	Against	Management
11	Reelect Christophe de Margerie as Director	For	Against	Management
12	Reelect Michel Pebereau as Director	For	Against	Management
13	Electe Patrick Artus as Director	For	Against	Management
14	Amend Article 12 of Bylaws Re: Age Limit for Chairman	For	For	Management
A	Amend Article 19 of Bylaws Re: Disclosure of Individual Stock Option Plans	Against	Against	Shareholder
B	Amend Article 11 of Bylaws Re: Nomination of Employee's Shareholder Representative to the Board of Directors	Against	For	Shareholder
C	Approve Restricted Stock Plan for Employee	Against	Against	Shareholder

TRAVELERS COMPANIES, INC., THE

Ticker: TRV Security ID: 89417E109
Meeting Date: MAY 5, 2009 Meeting Type: Annual
Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan L. Beller	For	For	Management
1.2	Elect Director John H. Dasburg	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	For	Management

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1.7	Elect Director Patricia L. Higgins	For	For	Management
1.8	Elect Director Thomas R. Hodgson	For	For	Management
1.9	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1.10	Elect Director Robert I. Lipp	For	For	Management
1.11	Elect Director Blythe J. McGarvie	For	For	Management
1.12	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Report on Political Contributions	Against	Against	Shareholder

VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104
 Meeting Date: MAY 7, 2009 Meeting Type: Annual
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Carrion	For	For	Management
1.2	Elect Director M. Frances Keeth	For	For	Management
1.3	Elect Director Robert W. Lane	For	For	Management
1.4	Elect Director Sandra O. Moose	For	For	Management
1.5	Elect Director Joseph Neubauer	For	For	Management
1.6	Elect Director Donald T. Nicolaisen	For	For	Management
1.7	Elect Director Thomas H. O'Brien	For	For	Management
1.8	Elect Director Clarence Otis, Jr.	For	For	Management
1.9	Elect Director Hugh B. Price	For	For	Management
1.10	Elect Director Ivan G. Seidenberg	For	For	Management
1.11	Elect Director John W. Snow	For	For	Management
1.12	Elect Director John R. Stafford	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management
6	Prohibit Executive Stock-Based Awards	Against	Against	Shareholder
7	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
8	Require Independent Board Chairman	Against	Against	Shareholder
9	Provide for Cumulative Voting	Against	Against	Shareholder
10	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	Against	Shareholder

VF CORP.

Ticker: VFC Security ID: 918204108
 Meeting Date: APR 28, 2009 Meeting Type: Annual
 Record Date: MAR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Hurst	For	For	Management
1.2	Elect Director W. Alan McCollough	For	For	Management
1.3	Elect Director M. Rust Sharp	For	For	Management
1.4	Elect Director Raymond G. Viault	For	For	Management

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2	Ratify Auditors	For	For	Management
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WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109
 Meeting Date: MAY 8, 2009 Meeting Type: Annual
 Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pastora San Juan Cafferty	For	For	Management
1.2	Elect Director Frank M. Clark, Jr.	For	For	Management
1.3	Elect Director Patrick W. Gross	For	For	Management
1.4	Elect Director John C. Pope	For	For	Management
1.5	Elect Director W. Robert Reum	For	For	Management
1.6	Elect Director Steven G. Rothmeier	For	For	Management
1.7	Elect Director David P. Steiner	For	For	Management
1.8	Elect Director Thomas H. Weidemeyer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Report on Political Contributions	Against	Against	Shareholder
6	Reduce Supermajority Vote Requirement	Against	For	Shareholder

WELLS FARGO AND COMPANY

Ticker: WFC Security ID: 949746101
 Meeting Date: APR 28, 2009 Meeting Type: Annual
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John D. Baker II	For	For	Management
2	Elect Director John S. Chen	For	For	Management
3	Elect Director Lloyd H. Dean	For	For	Management
4	Elect Director Susan E. Engel	For	For	Management
5	Elect Director Enrique Hernandez, Jr.	For	For	Management
6	Elect Director Donald M. James	For	For	Management
7	Elect Director Robert L. Joss	For	For	Management
8	Elect Director Richard M. Kovacevich	For	For	Management
9	Elect Director Richard D. McCormick	For	For	Management
10	Elect Director Mackey J. McDonald	For	For	Management
11	Elect Director Cynthia H. Milligan	For	Against	Management
12	Elect Director Nicholas G. Moore	For	For	Management
13	Elect Director Philip J. Quigley	For	Against	Management
14	Elect Director Donald B. Rice	For	Against	Management
15	Elect Director Judith M. Runstad	For	For	Management
16	Elect Director Stephen W. Sanger	For	For	Management
17	Elect Director Robert K. Steel	For	For	Management
18	Elect Director John G. Stumpf	For	For	Management
19	Elect Director Susan G. Swenson	For	For	Management
20	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Abstain	Management
21	Ratify Auditors	For	For	Management
22	Amend Omnibus Stock Plan	For	Against	Management
23	Require Independent Board Chairman	Against	Against	Shareholder

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24 Report on Political Contributions Against Against Shareholder

WHIRLPOOL CORP.

Ticker: WHR Security ID: 963320106
 Meeting Date: APR 21, 2009 Meeting Type: Annual
 Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gary T. DiCamillo	For	For	Management
1.2	Elect Director Kathleen J. Hempel	For	For	Management
1.3	Elect Director Michael A. Todman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	Abstain	Management
4	Declassify the Board of Directors	For	For	Management
5	Reduce Supermajority Vote Requirement for Article 6	For	For	Management
6	Reduce Supermajority Vote Requirement for Articles 8 and 10	For	For	Management
7	Declassify the Board of Directors	Against	For	Shareholder
8	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder

WINDSTREAM CORP.

Ticker: WIN Security ID: 97381W104
 Meeting Date: MAY 6, 2009 Meeting Type: Annual
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol B. Armitage	For	For	Management
1.2	Elect Director Samuel E. Beall, III	For	For	Management
1.3	Elect Director Dennis E. Foster	For	For	Management
1.4	Elect Director Francis X. Frantz	For	For	Management
1.5	Elect Director Jeffery R. Gardner	For	For	Management
1.6	Elect Director Jeffrey T. Hinson	For	For	Management
1.7	Elect Director Judy K. Jones	For	For	Management
1.8	Elect Director William A. Montgomery	For	For	Management
1.9	Elect Director Frank E. Reed	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Against	Shareholder
4	Require Independent Board Chairman	Against	Against	Shareholder

XEROX CORPORATION

Ticker: XRX Security ID: 984121103
 Meeting Date: MAY 21, 2009 Meeting Type: Annual
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glenn A. Britt	For	For	Management
1.2	Elect Director Ursula M. Burns	For	For	Management

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1.3	Elect Director Richard J. Harrington	For	For	Management
1.4	Elect Director William Curt Hunter	For	For	Management
1.5	Elect Director Robert A. McDonald	For	For	Management
1.6	Elect Director Anne M. Mulcahy	For	For	Management
1.7	Elect Director N. J. Nicholas, Jr.	For	For	Management
1.8	Elect Director Charles Prince	For	For	Management
1.9	Elect Director Ann N. Reese	For	For	Management
1.10	Elect Director Mary Agnes Wilderotter	For	For	Management
2	Ratify Auditors	For	For	Management

 XL CAPITAL LIMITED

Ticker: XL Security ID: G98255105
 Meeting Date: APR 24, 2009 Meeting Type: Annual
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Dale Comey	For	For	Management
1.2	Elect Robert Glauber	For	Withhold	Management
1.3	Elect G. Thompson Hutton	For	For	Management
2	Amendment to the 1991 Performance Incentive Program	For	Against	Management
3	Amendment to the Directors Stock & Option Plan	For	For	Management
4	Ratification of Auditor	For	For	Management

===== END NPX REPORT

SIGNATURES

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

(Registrant): NFJ Dividend, Interest & Premium Strategy

By (Signature and Title)*: /s/ Brian Shlissel

 Name: Brian Shlissel
 Title: President and Chief Executive Officer

Date: August 31, 2009

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

bottom" width="1%" style="PADDING-BOTTOM: 2.25pt; TEXT-ALIGN: left"> \$199,626,390

The accompanying notes are an integral part of these financial statements.

Smithfield Foods, Inc. 401(k) Plan

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2009

Additions to net assets attributed to

Investment income

Net appreciation in fair value of investments	\$ 37,068,234
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Interest and dividends	3,922,395
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	40,990,629
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Contributions

Participant	21,213,415
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Employer	7,606,473
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Rollover	756,834
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	29,576,722
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Total additions	70,567,351
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Deductions from net assets attributed to

Benefits paid to participants	19,310,384
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Administrative fees	177,325
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Total deductions	19,487,709
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Transfers between retirement plans, net	(15,726,370)
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Net change	35,353,272
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Net assets available for benefits

Beginning of year	199,626,390
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End of year	\$ 234,979,662
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The accompanying notes are an integral part of these financial statements.

Smithfield Foods, Inc. 401(k) Plan

Notes to Financial Statements

December 31, 2009 and 2008

1. Description of Plan

The following description of the Smithfield Foods, Inc. 401(k) Plan (Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan established by Smithfield Foods, Inc. The Plan is for the benefit of eligible employees of Smithfield Foods, Inc. and affiliated employers that have adopted the Plan (collectively Company). Eligibility requirements for 401(k) and matching contributions are 90 days of service and attainment of age 18. To be eligible for discretionary profit sharing contributions a participant must have completed a year of service, as defined in the Plan, and attained age 18. The Plan excludes union employees and nonresident aliens. The Plan is subject to the provisions of the Employee Retirement Income Security Act (ERISA).

Contributions

Each year, participants may contribute up to 50 percent of pre-tax annual compensation, as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified plans and certain individual retirement accounts. The Company may make a matching and/or profit sharing contribution at the discretion of the board of directors. Participants direct the investment of all contributions into various investment options offered by the Plan. Contributions are subject to certain limitations.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution and (b) Plan earnings and charged with an allocation of administrative expenses, where applicable. Allocations are based on participant earnings or account balances, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company contribution portion of their accounts is based on years of service, as defined in the Plan. A participant is 100 percent vested after five years of credited service.

6

Participant Loans

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance. Loan terms extend to five years for general purpose loans and to ten years for the purchase of a home. The loans are secured by the balance in the participant's account and bear interest at rates that range from 5.00 percent to 11.50 percent, which are commensurate with local prevailing rates as determined by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits

Generally, on termination of service a participant may elect to receive the value of the participant's vested interest in his or her account as a lump sum distribution.

Forfeitures

As of December 31, 2009 and 2008, forfeited nonvested accounts totaled \$790,827 and \$396,236, respectively. These accounts will be used to reduce Company contributions and pay Plan expenses. No forfeitures were used to reduce Company contributions in 2009.

2. Summary of Accounting Policies

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates and assumptions.

Investment Contracts

In accordance with current accounting standards, investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by the standards, the statement of net assets available for benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statement of changes in net assets available for benefits is prepared on a contract value basis.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income on participant loans is recorded when received. Other interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

Operating Expenses

Certain expenses of maintaining the Plan are paid by the Company. Expenses relating to specific participant transactions, such as participant loans, are charged directly to the participant's account.

3. Investments

The following presents investments that represent 5 percent or more of the Plan's net assets.

	December 31,	
	2009	2008
Smithfield Stable Value Fund - at contract value, 2,811,570 and 3,319,544 units, respectively	\$33,703,755	\$38,488,355
Smithfield Foods, Inc. common stock, 1,481,418 and 1,374,265 shares, respectively	22,502,739	19,335,909
American Funds EuroPacific Growth Fund (R4), 490,832 and 496,258 shares, respectively	18,514,181	13,676,868
Wells Fargo DJ Target 2020 (I), 1,431,844 and 1,363,376 shares, respectively	18,184,421	14,819,899
Wells Fargo Collective S&P 500 Index Fund, 279,795 and 283,551 units, respectively	14,476,590	11,571,699
Columbia Acorn Select Z Fund, 607,333 shares	14,199,454	*
PIMCO Total Return, 1,307,104 and 1,175,025 shares, respectively	14,116,725	11,914,758
Wells Fargo Advantage Capital Growth (Admin), 922,164 and 1,072,939 shares, respectively	12,919,523	11,147,832
Wells Fargo DJ Target 2030 (I), 954,052 shares	12,250,027	*

* Investment does not represent 5 percent of net assets available for benefits at end of the year.

During 2009, the Plan's investments (including gains and losses on investments purchased and sold, as well as held during the year) appreciated in value as follows:

Mutual funds	\$29,278,765
Common collective trusts	4,123,917
Variable annuity	260,007
Common stock	3,405,545
	\$37,068,234

4. Investment Contract with Insurance Company

In 2005, the Plan entered into a benefit-responsive investment contract with Principal Life Insurance Company (Principal). Principal maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. The contract is included as part of the Smithfield Stable Value Fund.

As described in Note 2, because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. Contract value, as reported to the Plan by Principal, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is 3.14%.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) changes to Plan's prohibition on competing investment options or deletion of equity wash provisions, or (3) bankruptcy of the Plan sponsor or other Plan sponsor event (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date. The contract matured on December 31, 2009.

The following summarizes the relevant information regarding the Smithfield Stable Value Fund:

December 31, 2009	Major Credit Ratings	Investments at Fair Value	Adjustment to Contract Value
	Moody's/S & P		
Principal guaranteed interest contract	Aa3/A+	\$ 1,264,067	\$ -
Wells Fargo Stable Value Fund G	N/A	32,491,288	(51,600)
		\$ 33,755,355	\$ (51,600)

December 31, 2008	Major Credit Ratings	Investments at Fair Value	Adjustment to Contract Value
	Moody's/S & P		
Principal guaranteed interest contract	Aa3/A+	\$ 3,258,552	\$ (19,293)
Wells Fargo Stable Value Fund G	N/A	33,380,894	1,868,202
		\$ 36,639,446	\$ 1,848,909

	2009		2008	
Average yields:				
Based on actual earnings	3.39	%	5.09	%
Based on interest rate credited to participants	3.31	%	4.00	%

5. Fair Value Measurements

Financial Accounting Standards Board Accounting Standards Codification No. 820 (formerly Statement No. 157, Fair Value Measurements), establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under the standard are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted market prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008.

Common stocks: Valued at the closing price reported on the active market on which the individual securities are traded.

Mutual funds: Valued at the net asset value (NAV) of shares held by the Plan at year end.

Collective trusts: Valued at the closing NAV (or unit value) of the units held by the Plan at year end based on information reported by the investment advisor using the audited financial statements of the collective trust at year end.

Guaranteed investment contracts: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit worthiness of the issuer.

Participant loans: Valued at amortized cost, which approximates fair value.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2009 and 2008:

	Assets at Fair Value as of December 31, 2009			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Target date	\$50,982,001	\$-	\$-	\$50,982,001
Large cap	27,729,271	-	-	27,729,271
Bond	21,778,385	-	-	21,778,385
Mid cap	18,888,444	-	-	18,888,444
International	18,514,181	-	-	18,514,181
Small cap	10,653,721	-	-	10,653,721
Total mutual funds	148,546,003	-	-	148,546,003
Smithfield Foods, Inc. common stock	22,502,739	-	-	22,502,739
Self-directed brokerage	1,335,345	534,230	-	1,869,575
Collective trusts	-	48,037,757	-	48,037,757
Guaranteed investment contracts	-	-	2,874,294	2,874,294
Participant loans	-	-	9,612,597	9,612,597
Total assets at fair value	\$172,384,087	\$48,571,987	\$12,486,891	\$233,442,965

	Assets at Fair Value as of December 31, 2008			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Target date	\$38,205,417	\$-	\$-	\$38,205,417
Large cap	24,604,915	-	-	24,604,915
Bond	19,762,071	-	-	19,762,071
International	13,676,869	-	-	13,676,869
Mid cap	11,966,343	-	-	11,966,343
Small cap	7,376,173	-	-	7,376,173
Total mutual funds	115,591,788	-	-	115,591,788
Smithfield Foods, Inc. common stock	19,335,909	-	-	19,335,909
Self-directed brokerage	1,202,674	-	-	1,202,674
Collective trusts	-	45,397,039	-	45,397,039
Guaranteed investment contracts	-	-	4,382,568	4,382,568
Participant loans	-	-	10,228,933	10,228,933
Total assets at fair value	\$136,130,371	\$45,397,039	\$14,611,501	\$196,138,911

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the Plan's level 3 assets for 2009.

	Participant Loans	Guaranteed Investment Contracts
Balance – beginning of year	\$10,228,933	\$4,382,568
Unrealized gains	-	240,714
Interest credited	-	38,379
Issuances and settlements, net	(616,336)	(1,787,367)
Balance – end of year	\$9,612,597	\$2,874,294

6. Related Party Transactions

The Plan invests in certain funds managed by Wells Fargo, N.A. and participant-directed brokerage accounts held by Wells Fargo, N.A. Wells Fargo, N.A. is the trustee of the Plan. Administrative fees paid to Wells Fargo, N.A. by the plan amounted to \$177,325 for 2009. The Plan also invests in Smithfield Foods, Inc. common stock. At December 31, 2009 and 2008, the Plan held 1,481,418 and 1,374,265 shares, respectively, of Smithfield Foods, Inc. common stock. As described in Note 4, the Plan invests in the Smithfield Stable Value Fund.

7. Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated October 23, 2008 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The determination letter is subject to adoption of proposed amendments included in the September 23, 2008 application for determination. Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently operated in compliance with the applicable requirements of the IRC.

8. Transfer of Assets

In October 2008, the Company completed the sale of Smithfield Beef, Inc. to JBS S.A. As a result, assets amounting to \$14,427,331 were transferred to JBS 401(k) Savings Plan for Nonunion Employees in 2009.

Transfers of assets between plans also occur if a change in the employment status of an employee, who participates in a Smithfield-sponsored retirement plan, causes the employee to change plans due to eligibility requirements. Transfer activity for the year ended December 31, 2009 was as follows:

Assets transferred from the Plan to John Morrell & Co. Salaried Employees Incentive Savings Plan, net	\$(1,194,411)
Assets transferred from the Plan to Smithfield Foods, Inc. Bargaining 401(k) Plan, net	(104,628)
	\$ (1,299,039)

9. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

10. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

* * * * *

Smithfield Foods, Inc. 401(k) Plan

Schedule of Assets (Held at End of Year)
Schedule H, Line 4i

EIN 52-0845861 Plan 002

December 31, 2009

Identity of issue, borrower, lessor or similar party		Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Current value
* Wells Fargo	2,811,570	units of Smithfield Stable Value Fund - at contract value	\$ 33,703,755
* Smithfield Foods, Inc.	1,481,418	shares of Smithfield Foods, Inc. common stock	22,502,739
American Funds	490,832	shares of EuroPacific Growth Fund (R4)	18,514,181
* Wells Fargo	1,431,844	shares of Wells Fargo DJ Target 2020 (I)	18,184,421
* Wells Fargo	279,795	units of Collective S&P Index Fund	14,476,590
Columbia	607,333	shares of Acorn Select Z Fund	14,199,454
Pimco	1,307,104	shares of Pimco Total Return Fund	14,116,725
* Wells Fargo	922,164	shares of Advantage Capital Growth (Admin)	12,919,523
* Wells Fargo	954,052	shares of Wells Fargo DJ Target 2030 (I)	12,250,027
* Wells Fargo	388,397	shares of Advantage Small Cap Value Fund	10,653,721
MFS	502,351	shares of Value Fund (A)	10,433,839
* Wells Fargo	556,775	shares of Wells Fargo DJ Target 2040 (I)	7,761,445
* Wells Fargo	718,730	shares of Advantage Government Securities Fund	7,661,660
* Wells Fargo	611,604	shares of Wells Fargo DJ Target 2010 Fund	7,369,834
Riversource	723,610	shares of Mid-Cap Value Fund R4	4,688,990
Davis	141,249	shares of New York Venture (A)	4,375,909
* Wells Fargo	270,508	shares of Wells Fargo DJ Target Today (I)	2,745,652
* Wells Fargo	327,282	shares of Wells Fargo DJ Target 2050 (I)	2,670,622

*	Wells Fargo	Personal Choice Retirement Account (self-direct brokerage accounts)		1,869,575
	Clearcourse	186,364	units of group variable annuity	1,610,227
*	Wells Fargo	1,069,879	shares of Short Term Investment Fund G	1,069,879
*	Participant loans	Maturing through May 2019, interest rates ranging from 5.00% to 11.50%, secured by participant accounts		9,612,597
				\$ 233,391,365

MFS - Massachusetts Financial Services

* - Identified as a party-in-interest

See report of independent registered public accounting firm.

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

SMITHFIELD FOODS, INC. 401(k) PLAN
(Smithfield Foods, Inc. as Plan Administrator)

Date: June 29, 2010

/s/ Michael H. Cole
Michael H. Cole
Vice President, Chief Legal Officer and Secretary

