

Delaware Investments National Municipal Income Fund
Form DEFA14A
September 25, 2009

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement Soliciting Material Under Rule 14a-12
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials

Delaware Investments Dividend and Income Fund, Inc.

Delaware Investments Global Dividend and Income Fund, Inc.

Delaware Enhanced Global Dividend and Income Fund

Delaware Investments Arizona Municipal Income Fund, Inc.

Delaware Investments Colorado Municipal Income Fund, Inc.

Delaware Investments Minnesota Municipal Income Fund II, Inc.

Delaware Investments National Municipal Income Fund

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the

amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which

the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or

schedule and the date of its filing.

1) Amount previously paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

**IMPORTANT INFORMATION TO HELP YOU UNDERSTAND
AND VOTE ON THE PROPOSAL**

Below is a brief overview of the proposal on which you are being asked to vote. Your vote is important, no matter how large or small your holdings may be. Please read the full text of the Proxy Statement, which contains additional information about the proposal, and keep it for future reference.

We appreciate you placing your trust in Delaware Investments and we look forward to continuing to help you achieve your financial goals.

On what proposal am I being asked to vote?

You are being asked to vote on a proposal to approve a new investment advisory agreement (the New Investment Advisory Agreement) between your Fund and Delaware Management Company (DMC), the current investment adviser to your Fund.

Has the Board of Trustees/Directors (the Board) approved the proposal?

Yes. After careful consideration, the Board of your Fund has unanimously approved the proposal and recommends that you vote FOR the proposal.

**THE PROPOSAL: TO APPROVE A NEW INVESTMENT
ADVISORY AGREEMENT**

Why am I being asked to approve the New Investment Advisory Agreement?

Your Fund is managed by DMC pursuant to an investment advisory agreement (the Current Investment Advisory Agreement). DMC's parent company has entered into an agreement to sell Delaware Investments, which includes DMC. Due to the requirements of certain Federal securities laws, your Fund's Current Investment Advisory Agreement will terminate at the closing of the sale of Delaware Investments. As a result, Fund shareholders are being asked to approve the New Investment Advisory Agreement so that DMC may continue to serve as the investment adviser for your Fund.

When would the New Investment Advisory Agreement with DMC take effect?

If approved by Fund shareholders, the New Investment Advisory Agreement would take effect if and when the sale of Delaware Investments is completed.

Who is acquiring Delaware Investments?

Macquarie Bank Limited (or a subsidiary thereof) is acquiring Delaware Investments. Macquarie Bank Limited is a subsidiary of Macquarie Group Limited, a global provider of banking, financial, advisory, investment and fund management services. Macquarie Group Limited is listed on the Australian Securities Exchange and is regulated by the Australian Prudential Regulation Authority, the Australian banking regulator. Macquarie Group Limited is acquiring Delaware Investments as part of its strategy to develop a global asset management capability through building a highly regarded team of investment professionals, offering an attractive suite of investment products, and gaining broader access to markets in the United States.

Will the investment advisory fees or other fees change under the New Investment Advisory Agreement?

No. There will be no change to the contractual fee rate applicable to your Fund under the New Investment Advisory Agreement.

Will the New Investment Advisory Agreement be similar to the Current Investment Advisory Agreement?

Yes. Your Fund's New Investment Advisory Agreement will be substantially similar to its Current Investment Advisory Agreement. The New Investment Advisory Agreement requires DMC to provide the same services to your Fund as it does under the Current Investment Advisory Agreement.

How will the sale of Delaware Investments affect Fund shareholders?

The sale of Delaware Investments is not expected to have a significant effect on Fund shareholders. The sale is not currently expected to result in a change in the individuals responsible for the day-to-day management of your Fund or in the operation of your Fund. After the closing of the sale, Delaware Investments will remain headquartered in Philadelphia, will continue to operate in substantially the same manner as at present, and is expected to provide the same services to your Fund as it currently does. Certain other companies in Delaware Investments that provide services to your Fund are also being acquired by Macquarie Group Limited, and those service providers are also expected to continue to provide the same services to your Fund as are currently provided.

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Will my Fund's management team change?

No. Under the New Investment Advisory Agreement, DMC will remain the investment adviser for your Fund and the team of portfolio managers managing your Fund is not currently expected to change as a result of the sale.

Has my Fund's Board concluded that approving the New Investment Advisory Agreement is in the best interests of the Fund and its shareholders?

Yes. The Board's consideration of the New Investment Advisory Agreement is described in the Proxy Statement. Your Fund's Board has concluded that the New Investment Advisory Agreement is in the best interests of your Fund and its shareholders.

**COMMON QUESTIONS AND GENERAL INFORMATION
ABOUT THE SHAREHOLDER MEETING**

Who is paying the costs of the shareholder meeting and this proxy solicitation and the costs associated with the sale of Delaware Investments?

Macquarie Bank Limited and Lincoln National Investment Companies, Inc., DMC's parent company, have entered into an agreement to reimburse all reasonable out-of-pocket costs and expenses incurred by the Funds related to the shareholder meeting, including the costs of preparing these proxy solicitation materials and soliciting proxies in connection with the meeting (subject to certain limited exceptions).

How many votes am I entitled to cast?

As a shareholder, you are entitled to one vote for each full share and a fractional vote for each fractional share of the Fund that you owned as of the record date, which is September 18, 2009.

How do I vote my shares?

You can vote your shares by completing and signing the enclosed proxy card and mailing it in the enclosed postage-paid envelope. If you have received more than one proxy card, please fill out and return all of them. You may also vote by touch-tone telephone by calling the toll-free number printed on your proxy card and following the recorded instructions. In addition, you may vote through the Internet by visiting the Web site indicated on your proxy card and following the online instructions. If you need any assistance or have any questions regarding the proposal or how to vote your shares, please call Computershare Fund Services, Inc. (["Computershare"]), the Fund's proxy solicitor, at 877 520-8548.

Who is Computershare?

Computershare is a company, not affiliated with your Fund or Delaware Investments, that the Fund has hired to call shareholders and record proxy votes. In order to hold the shareholder meeting, a minimum number of shareholders, or "quorum," must be present or represented at the meeting. If a quorum is not attained, the meeting must adjourn to a future date. In order to prevent the adjournment of the meeting, as the meeting date approaches, you may receive a telephone call from a representative of Computershare if your votes have not yet been received. Your Fund also may attempt to reach you through multiple mailings to remind you to cast your vote.

How do I sign a proxy card?

- Individual Accounts:* Shareholders should sign exactly as their names appear on the proxy card.
- Joint Accounts:* Either owner may sign, but the name of the person signing should conform exactly to a name shown on the proxy card.
- All Other Accounts:* The person signing must indicate his or her capacity. For example, if Ms. Ann B. Collins serves as a trustee for a trust account or other type of entity, she should sign, ["Ann B. Collins, Trustee."]

How can I find more information about the proposal?

You should read the Proxy Statement, which provides details regarding the proposal. If you have any questions, please call Computershare at 877 520-8548.

How can I get another copy of the Proxy Statement?

If you would like another copy of the Proxy Statement, please: (i) contact your participating broker/dealer firm or other financial intermediary; (ii) call toll-free 800 851-9677 or write to your Fund c/o BNY Mellon Shareowner Services, 480 Washington Boulevard, Jersey City, New Jersey 07310; or (iii) visit www.delawareinvestments.com/proxy.