

GABELLI DIVIDEND & INCOME TRUST
Form N-Q
May 18, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-Q

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-21423

The Gabelli Dividend & Income Trust

(Exact name of registrant as specified in charter)

One Corporate Center

Rye, New York 10580-1422

(Address of principal executive offices) (Zip code)

Bruce N. Alpert

Gabelli Funds, LLC

One Corporate Center

Rye, New York 10580-1422

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-800-422-3554

Date of fiscal year end: December 31

Date of reporting period: March 31, 2015

Form N-Q is to be used by management investment companies, other than small business investment companies registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than 60 days after the close of the first and third fiscal quarters, pursuant to rule 30b1-5 under the Investment Company Act of 1940 (17 CFR 270.30b1-5). The Commission may use the information provided on Form N-Q in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-Q, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-Q

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unless the Form displays a currently valid Office of Management and Budget (OMB) control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

Item 1. Schedule of Investments.

The Schedule(s) of Investments is attached herewith.

The Gabelli Dividend & Income Trust**First Quarter Report March 31, 2015****(Y)our Portfolio Management Team****To Our Shareholders,**

For the quarter ended March 31, 2015, the net asset value (NAV) total return of The Gabelli Dividend & Income Trust (the Fund) was 1.5%, compared with a total return of 1.0% for the Standard & Poor s (S&P) 500 Index. The total return for the Fund s publicly traded shares was (0.8)%. The Fund s NAV per share was \$23.62, while the price of the publicly traded shares closed at \$21.19 on the New York Stock Exchange (NYSE). See below for additional performance information.

Enclosed is the schedule of investments as of March 31, 2015.

Comparative Results**Average Annual Returns through March 31, 2015 (a) (Unaudited)**

| | Quarter | 1 Year | 5 Year | 10 Year | Since Inception (11/28/03) |
|--------------------------------------------|---------|--------|--------|---------|----------------------------|
| Gabelli Dividend & Income Trust | | | | | |
| NAV Total Return (b) | 1.51% | 7.04% | 14.63% | 8.44% | 8.62% |
| Investment Total Return (c) | (0.79) | 7.54 | 16.54 | 9.50 | 8.06 |
| S&P 500 Index | 0.95 | 12.73 | 14.47 | 8.01 | 8.29 |
| Dow Jones Industrial Average | 0.33 | 10.50 | 13.16 | 8.13 | 8.10(d) |
| Nasdaq Composite Index | 3.85 | 18.24 | 16.82 | 10.58 | 9.64 |

(a) *Returns represent past performance and do not guarantee future results. Investment returns and the principal value of an investment will fluctuate. When shares are sold, they may be worth more or less than their original cost. Current performance may be lower or higher than the performance data presented. Visit www.gabelli.com for performance information as of the most recent month end. Performance returns for periods of less than one year are not annualized. Investors should carefully consider the investment objectives, risks, charges, and expenses of the Fund before investing.* The Dow Jones Industrial Average is an unmanaged index of 30 large capitalization stocks. The S&P 500 and the Nasdaq Composite Indices are unmanaged indicators of stock market performance. Dividends are considered reinvested except for the Nasdaq Composite Index. You cannot invest directly in an index.

(b) Total returns and average annual returns reflect changes in the NAV per share, reinvestment of distributions at NAV on the ex-dividend date and adjustment for the spin-off and are net of expenses. Since inception return is based on an initial NAV of \$19.06.

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(c) Total returns and average annual returns reflect changes in closing market values on the NYSE, reinvestment of distributions and adjustment for the spin-off. Since inception return is based on an initial offering price of \$20.00.

(d) From November 30, 2003, the date closest to the Fund's inception for which data is available.

The Gabelli Dividend & Income Trust

Schedule of Investments March 31, 2015 (Unaudited)

| Shares | | Market Value |
|-----------------------------------------------|-------------------------------|-----------------|
| COMMON STOCKS 96.3% | | |
| Aerospace 2.1% | | |
| 143,000 | Exelis Inc. | \$ 3,484,910 |
| 34,000 | Kaman Corp. | 1,442,620 |
| 107,000 | Rockwell Automation Inc. | 12,410,930 |
| 1,325,000 | Rolls-Royce Holdings plc | 18,731,174 |
| 95,000 | The Boeing Co. | 14,257,600 |
| | | 50,327,234 |
| Agriculture 0.2% | | |
| 75,000 | Archer Daniels Midland Co. | 3,555,000 |
| 1,000 | Bunge Ltd. | 82,360 |
| | | 3,637,360 |
| Automotive 1.2% | | |
| 375,000 | Ford Motor Co. | 6,052,500 |
| 205,000 | General Motors Co. | 7,687,500 |
| 376,000 | Navistar International Corp. | 11,092,000 |
| 83,000 | PACCAR Inc. | 5,240,620 |
| | | 30,072,620 |
| Automotive: Parts and Accessories 2.2% | | |
| 200,000 | Dana Holding Corp. | 4,232,000 |
| 45,069 | Federal-Mogul Holdings Corp. | 599,865 |
| 340,000 | Genuine Parts Co. | 31,684,600 |
| 133,000 | Johnson Controls Inc. | 6,708,520 |
| 25,000 | O Reilly Automotive Inc. | 5,406,000 |
| 5,363 | Remy International, Inc. | 119,112 |
| 30,040 | TRW Automotive Holdings Corp. | 3,149,694 |
| 17,000 | Visteon Corp. | 1,638,800 |
| | | 53,538,591 |
| Aviation: Parts and Services 0.3% | | |
| 85,500 | B/E Aerospace Inc. | 5,439,510 |
| 39,000 | KLX Inc. | 1,503,060 |

6,942,570

Broadcasting 0.1%

| | | |
|--------|--------------------------------|---------|
| 8,000 | Dolby Laboratories Inc., Cl. A | 305,280 |
| 9,000 | Liberty Broadband Corp., Cl. C | 509,400 |
| 8,000 | Liberty Media Corp., Cl. A | 308,400 |
| 16,000 | Liberty Media Corp., Cl. C | 611,200 |

1,734,280

Building and Construction 0.2%

| | | |
|--------|-------------------------------------|-----------|
| 78,000 | Fortune Brands Home & Security Inc. | 3,703,440 |
| 85,000 | Layne Christensen Co. | 425,850 |

4,129,290

Business Services 1.4%

| | | |
|---------|----------------------------------|------------|
| 37,800 | Aramark | 1,195,614 |
| 85,000 | Diebold Inc. | 3,014,100 |
| 150,000 | Fly Leasing Ltd., ADR | 2,184,000 |
| 3,200 | Jardine Matheson Holdings Ltd. | 202,240 |
| 148,400 | Macquarie Infrastructure Co. LLC | 12,211,836 |

Shares

| | | |
|---------|------------------------|---------------|
| 179,000 | MasterCard Inc., Cl. A | \$ 15,463,810 |
| 29,000 | The Brink's Co. | 801,270 |

35,072,870

Cable and Satellite 2.4%

| | | |
|---------|-----------------------------------|------------|
| 69,000 | AMC Networks Inc., Cl. A | 5,288,160 |
| 452,000 | Cablevision Systems Corp., Cl. A | 8,271,600 |
| 15,000 | Cogeco Inc. | 653,981 |
| 80,000 | Comcast Corp., Cl. A, Special | 4,485,200 |
| 88,000 | DIRECTV | 7,488,800 |
| 181,000 | DISH Network Corp., Cl. A | 12,680,860 |
| 49,000 | EchoStar Corp., Cl. A | 2,534,280 |
| 18,000 | Intelsat SA | 216,000 |
| 41,032 | Liberty Global plc, Cl. A | 2,111,917 |
| 150,574 | Liberty Global plc, Cl. C | 7,500,091 |
| 9,241 | Liberty Ventures, Cl. A | 388,214 |
| 176,000 | Rogers Communications Inc., Cl. B | 5,892,480 |
| 8,000 | Time Warner Cable Inc. | 1,199,040 |

58,710,623

Communications Equipment 0.6%

| | | |
|---------|--------------------|-----------|
| 235,000 | Cisco Systems Inc. | 6,468,375 |
| 384,000 | Corning Inc. | 8,709,120 |

15,177,495

| | | |
|--------------------------------------------|---------------------------------------|------------|
| Computer Hardware 1.0% | | |
| 179,000 | Apple Inc. | 22,272,970 |
| 10,000 | International Business Machines Corp. | 1,605,000 |
| 5,000 | SanDisk Corp. | 318,100 |
| | | 24,196,070 |
| Computer Software and Services 1.5% | | |
| 25,000 | Blucora Inc. | 341,500 |
| 15,000 | CyrusOne Inc. | 466,800 |
| 90,000 | EarthLink Holdings Corp. | 399,600 |
| 170,000 | eBay Inc. | 9,805,600 |
| 10,000 | Google Inc., Cl. A | 5,547,000 |
| 10,000 | Google Inc., Cl. C | 5,480,000 |
| 22,000 | Internap Corp. | 225,060 |
| 70,000 | MedAssets Inc. | 1,317,400 |
| 198,000 | Microsoft Corp. | 8,049,690 |
| 110,000 | Yahoo! Inc. | 4,887,850 |
| | | 36,520,500 |
| Consumer Products 2.8% | | |
| 3,000 | Altria Group Inc. | 150,060 |
| 246,600 | Avon Products Inc. | 1,970,334 |
| 5,000 | Church & Dwight Co. Inc. | 427,100 |
| 80,000 | Coty Inc., Cl. A | 1,941,600 |
| 60,000 | Energizer Holdings Inc. | 8,283,000 |
| 100,000 | Hanesbrands Inc. | 3,351,000 |
| 42,000 | Harman International Industries Inc. | 5,612,460 |
| 47,000 | Kimberly-Clark Corp. | 5,034,170 |
| 29,000 | Philip Morris International Inc. | 2,184,570 |

See accompanying notes to schedule of investments.

The Gabelli Dividend & Income Trust**Schedule of Investments (Continued) March 31, 2015 (Unaudited)**

| Shares | | Market Value |
|--------------------------------------|----------------------------------|-----------------|
| COMMON STOCKS (Continued) | | |
| Consumer Products (Continued) | | |
| 7,000 | Stanley Black & Decker Inc. | \$ 667,520 |
| 875,000 | Swedish Match AB | 25,765,924 |
| 145,000 | The Procter & Gamble Co. | 11,881,300 |
| | | 67,269,038 |
| Consumer Services 0.4% | | |
| 65,000 | Liberty Interactive Corp., Cl. A | 1,897,350 |
| 202,500 | The ADT Corp. | 8,407,800 |
| | | 10,305,150 |
| Diversified Industrial 4.1% | | |
| 92,000 | Bouygues SA | 3,614,632 |
| 55,000 | Eaton Corp. plc | 3,736,700 |
| 992,000 | General Electric Co. | 24,611,520 |
| 338,000 | Honeywell International Inc. | 35,256,780 |
| 56,000 | ITT Corp. | 2,234,960 |
| 5,600 | Jardine Strategic Holdings Ltd. | 196,000 |
| 20,000 | Pentair plc | 1,257,800 |
| 5,500 | Sulzer AG | 605,577 |
| 252,000 | Textron Inc. | 11,171,160 |
| 300,000 | Toray Industries Inc. | 2,518,864 |
| 310,000 | Tyco International plc | 13,348,600 |
| | | 98,552,593 |
| Electronics 1.5% | | |
| 10,000 | Agilent Technologies Inc. | 415,500 |
| 374,900 | Intel Corp. | 11,723,123 |
| 425,000 | Sony Corp., ADR | 11,381,500 |
| 70,000 | TE Connectivity Ltd. | 5,013,400 |
| 100,000 | Texas Instruments Inc. | 5,718,500 |
| 20,000 | Thermo Fisher Scientific Inc. | 2,686,800 |
| | | 36,938,823 |

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Energy and Utilities: Electric 0.6%

| | | |
|---------|-------------------------------------|-----------|
| 14,000 | ALLETE Inc. | 738,640 |
| 14,000 | American Electric Power Co. Inc. | 787,500 |
| 105,000 | Cleco Corp. | 5,724,600 |
| 15,000 | Edison International | 937,050 |
| 17,000 | El Paso Electric Co. | 656,880 |
| 70,000 | Electric Power Development Co. Ltd. | 2,363,780 |
| 40,000 | Great Plains Energy Inc. | 1,067,200 |
| 22,000 | IntegrYS Energy Group Inc. | 1,584,440 |
| 5,000 | Pepco Holdings Inc. | 134,150 |
| 14,000 | Pinnacle West Capital Corp. | 892,500 |
| 45,000 | The AES Corp. | 578,250 |

15,464,990

Energy and Utilities: Integrated 2.4%

| | | |
|--------|-------------------------------|---------|
| 2,000 | Alliant Energy Corp. | 126,000 |
| 27,000 | Avista Corp. | 922,860 |
| 13,000 | Black Hills Corp. | 655,720 |
| 26,000 | Chubu Electric Power Co. Inc. | 310,868 |

Market

| Shares | | Value |
|---------------|--------------------------------------|---------------|
| 565,000 | CONSOL Energy Inc. | \$ 15,757,850 |
| 10,000 | Duke Energy Corp. | 767,800 |
| 100,000 | Edison SpA | 53,924 |
| 20,000 | Endesa SA | 387,088 |
| 230,000 | Enel SpA | 1,041,655 |
| 95,208 | Eversource Energy | 4,809,908 |
| 8,000 | FirstEnergy Corp. | 280,480 |
| 40,000 | Hawaiian Electric Industries Inc. | 1,284,800 |
| 401,000 | Hera SpA | 942,545 |
| 10,000 | Hokkaido Electric Power Co. Inc. | 78,793 |
| 24,000 | Hokuriku Electric Power Co. | 318,372 |
| 45,000 | Iberdrola SA, ADR | 1,159,875 |
| 127,000 | Korea Electric Power Corp., ADR | 2,603,500 |
| 40,000 | Kyushu Electric Power Co. Inc. | 388,544 |
| 30,000 | MGE Energy Inc. | 1,329,600 |
| 27,000 | National Grid plc, ADR | 1,744,470 |
| 66,000 | NextEra Energy Inc. | 6,867,300 |
| 49,000 | NiSource Inc. | 2,163,840 |
| 57,000 | OGE Energy Corp. | 1,801,770 |
| 15,000 | Ormat Technologies Inc. | 570,300 |
| 31,000 | Public Service Enterprise Group Inc. | 1,299,520 |
| 58,000 | Shikoku Electric Power Co. Inc. | 715,721 |
| 50,000 | The Chugoku Electric Power Co. Inc. | 652,854 |
| 32,000 | The Empire District Electric Co. | 794,240 |
| 20,000 | The Kansai Electric Power Co. Inc. | 191,187 |
| 45,000 | Tohoku Electric Power Co. Inc. | 512,528 |
| 28,000 | Vectren Corp. | 1,235,920 |
| 65,000 | Westar Energy Inc. | 2,519,400 |

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| | | |
|---------|-----------------------------------------------|------------|
| 26,000 | Wisconsin Energy Corp. | 1,287,000 |
| 100,000 | Xcel Energy Inc. | 3,481,000 |
| | | 59,057,232 |
| | Energy and Utilities: Natural Gas 1.6% | |
| 55,200 | California Resources Corp. | 420,072 |
| 50,000 | Delta Natural Gas Co. Inc. | 972,500 |
| 105,000 | Kinder Morgan Inc. | 4,416,300 |
| 306,000 | National Fuel Gas Co. | 18,460,980 |
| 10,000 | ONE Gas Inc. | 432,300 |
| 13,500 | ONEOK Inc. | 651,240 |
| 97,000 | Sempra Energy | 10,574,940 |
| 13,500 | South Jersey Industries Inc. | 732,780 |
| 48,000 | Southwest Gas Corp. | 2,792,160 |
| | | 39,453,272 |
| | Energy and Utilities: Oil 7.4% | |
| 87,000 | Anadarko Petroleum Corp. | 7,204,470 |
| 53,000 | Apache Corp. | 3,197,490 |
| 215,000 | BG Group plc, ADR | 2,656,325 |
| 233,000 | BP plc, ADR | 9,112,630 |
| 65,000 | Chesapeake Energy Corp. | 920,400 |
| 160,000 | Chevron Corp. | 16,796,800 |
| 286,700 | ConocoPhillips | 17,849,942 |
| 124,000 | Devon Energy Corp. | 7,478,440 |

See accompanying notes to schedule of investments.

The Gabelli Dividend & Income Trust

Schedule of Investments (Continued) March 31, 2015 (Unaudited)

| Shares | | Market Value |
|----------------------------------------------|-----------------------------------|-----------------|
| COMMON STOCKS (Continued) | | |
| Energy and Utilities: Oil (Continued) | | |
| 130,000 | Eni SpA, ADR | \$ 4,499,300 |
| 194,000 | Exxon Mobil Corp. | 16,490,000 |
| 47,000 | Hess Corp. | 3,189,890 |
| 331,000 | Marathon Oil Corp. | 8,642,410 |
| 138,000 | Marathon Petroleum Corp. | 14,129,820 |
| 80,000 | Murphy Oil Corp. | 3,728,000 |
| 200,000 | Occidental Petroleum Corp. | 14,600,000 |
| 200 | PetroChina Co. Ltd., ADR | 22,242 |
| 11,800 | Petroleo Brasileiro SA, ADR | 70,918 |
| 184,350 | Phillips 66 | 14,489,910 |
| 220,000 | Repsol SA, ADR | 4,098,600 |
| 220,000 | Royal Dutch Shell plc, Cl. A, ADR | 13,123,000 |
| 555,000 | Statoil ASA, ADR | 9,762,450 |
| 153,000 | Total SA, ADR | 7,597,980 |
| | | 179,661,017 |
| Energy and Utilities: Services 3.0% | | |
| 94,000 | ABB Ltd., ADR | 1,989,980 |
| 77,000 | Cameron International Corp. | 3,474,240 |
| 74,000 | Diamond Offshore Drilling Inc. | 1,982,460 |
| 115,000 | Dresser-Rand Group Inc. | 9,240,250 |
| 538,600 | Halliburton Co. | 23,633,768 |
| 10,000 | Noble Corp. plc | 142,800 |
| 24,000 | Oceaneering International Inc. | 1,294,320 |
| 110,000 | Schlumberger Ltd. | 9,178,400 |
| 4,928 | Seventy Seven Energy Inc. | 20,451 |
| 5,000 | Transocean Ltd. | 73,350 |
| 1,755,000 | Weatherford International plc | 21,586,500 |
| | | 72,616,519 |
| Energy and Utilities: Water 0.3% | | |
| 12,000 | American States Water Co. | 478,680 |
| 37,000 | American Water Works Co. Inc. | 2,005,770 |
| 74,000 | Aqua America Inc. | 1,949,900 |
| 30,000 | Severn Trent plc | 916,292 |

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| | | |
|--------|---------------------------------|-----------|
| 50,000 | SJW Corp. | 1,545,500 |
| 9,000 | The York Water Co. | 218,520 |
| 6,000 | United Utilities Group plc, ADR | 165,690 |

7,280,352

Entertainment 2.2%

| | | |
|---------|-----------------------------------------|------------|
| 40,000 | Take-Two Interactive Software Inc. | 1,018,200 |
| 93,000 | The Madison Square Garden Co., Cl. A | 7,872,450 |
| 175,000 | Time Warner Inc. | 14,777,000 |
| 168,000 | Twenty-First Century Fox Inc., Cl. A | 5,685,120 |
| 150,000 | Twenty-First Century Fox Inc., Cl. B | 4,932,000 |
| 121,000 | Viacom Inc., Cl. B | 8,264,300 |
| 410,000 | Vivendi SA | 10,194,673 |

52,743,743

Environmental Services 1.3%

| | | |
|---------|----------------------------------|-----------|
| 176,200 | Progressive Waste Solutions Ltd. | 5,176,756 |
|---------|----------------------------------|-----------|

Market

Shares

Value

| | | |
|---------|-------------------------|---------------|
| 250,000 | Republic Services Inc. | \$ 10,140,000 |
| 23,000 | Veolia Environnement SA | 435,630 |
| 8,000 | Waste Connections Inc. | 385,120 |
| 260,000 | Waste Management Inc. | 14,099,800 |

30,237,306

Equipment and Supplies 1.5%

| | | |
|---------|---------------------------|-----------|
| 93,000 | CIRCOR International Inc. | 5,087,100 |
| 50,000 | Graco Inc. | 3,608,000 |
| 170,000 | Mueller Industries Inc. | 6,142,100 |
| 705,000 | RPC Inc. | 9,031,050 |
| 124,000 | Sealed Air Corp. | 5,649,440 |
| 72,000 | Tenaris SA, ADR | 2,016,000 |
| 90,000 | The Timken Co. | 3,792,600 |

35,326,290

Financial Services 16.7%

| | | |
|---------|----------------------------------------|------------|
| 8,000 | Alleghany Corp. | 3,896,000 |
| 436,200 | American Express Co. | 34,075,944 |
| 675,000 | American International Group Inc. | 36,983,250 |
| 310,000 | Bank of America Corp. | 4,770,900 |
| 9,000 | Berkshire Hathaway Inc., Cl. B | 1,298,880 |
| 70,000 | Blackhawk Network Holdings Inc., Cl. B | 2,488,500 |
| 20,000 | BlackRock Inc. | 7,316,800 |

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|---------|--------------------------------------------|------------|
| 140,000 | Citigroup Inc. | 7,212,800 |
| 110,000 | CME Group Inc. | 10,418,100 |
| 15,322 | Credit Acceptance Corp. | 2,987,790 |
| 32,000 | Cullen/Frost Bankers Inc. | 2,210,560 |
| 120,000 | Discover Financial Services | 6,762,000 |
| 210,000 | First Niagara Financial Group Inc. | 1,856,400 |
| 95,000 | FNF Group | 3,492,200 |
| 30,000 | FNFV Group | 423,000 |
| 70,000 | H&R Block Inc. | 2,244,900 |
| 25,000 | Hong Kong Exchanges and Clearing Ltd. | 612,694 |
| 38,000 | HSBC Holdings plc, ADR | 1,618,420 |
| 200,000 | Invesco Ltd. | 7,938,000 |
| 580,700 | JPMorgan Chase & Co. | 35,178,806 |
| 30,000 | Kinnevik Investment AB, Cl. B | 1,003,582 |
| 89,250 | KKR & Co. LP | 2,035,793 |
| 381,000 | Legg Mason Inc. | 21,031,200 |
| 43,000 | M&T Bank Corp. | 5,461,000 |
| 275,000 | Morgan Stanley | 9,814,750 |
| 72,000 | National Australia Bank Ltd., ADR | 1,051,560 |
| 190,000 | Navient Corp. | 3,862,700 |
| 170,000 | New York Community Bancorp Inc. | 2,844,100 |
| 114,000 | Northern Trust Corp. | 7,940,100 |
| 30,000 | Resona Holdings Inc. | 149,231 |
| 210,000 | SLM Corp. | 1,948,800 |
| 219,000 | State Street Corp. | 16,103,070 |
| 172,000 | T. Rowe Price Group Inc. | 13,928,560 |
| 874,000 | The Bank of New York Mellon Corp. | 35,169,760 |
| 200,000 | The Blackstone Group LP | 7,778,000 |
| 200,000 | The Hartford Financial Services Group Inc. | 8,364,000 |

See accompanying notes to schedule of investments.

The Gabelli Dividend & Income Trust

Schedule of Investments (Continued) March 31, 2015 (Unaudited)

| Shares | | Market Value |
|---------------------------------------|---------------------------------------|---------------|
| COMMON STOCKS (Continued) | | |
| Financial Services (Continued) | | |
| 287,000 | The PNC Financial Services Group Inc. | \$ 26,759,880 |
| 128,000 | The Travelers Companies Inc. | 13,840,640 |
| 130,000 | U.S. Bancorp | 5,677,100 |
| 53,000 | W. R. Berkley Corp. | 2,677,030 |
| 138,000 | Waddell & Reed Financial Inc., Cl. A | 6,836,520 |
| 653,500 | Wells Fargo & Co. | 35,550,400 |
| 20,000 | Willis Group Holdings plc | 963,600 |
| | | 404,577,320 |
| Food and Beverage 11.4% | | |
| 8,000 | Ajinomoto Co. Inc. | 175,729 |
| 208,168 | Boulder Brands Inc. | 1,983,841 |
| 5,000 | Brown-Forman Corp., Cl. B | 451,750 |
| 115,000 | Campbell Soup Co. | 5,353,250 |
| 500,000 | China Mengniu Dairy Co. Ltd. | 2,657,156 |
| 66,000 | Chr. Hansen Holding A/S | 3,031,841 |
| 265,000 | ConAgra Foods Inc. | 9,680,450 |
| 36,000 | Constellation Brands Inc., Cl. A | 4,183,560 |
| 237,222 | Danone SA | 15,972,604 |
| 2,000,000 | Davide Campari-Milano SpA | 13,967,442 |
| 21,141 | Diageo plc, ADR | 2,337,560 |
| 244,000 | Dr Pepper Snapple Group Inc. | 19,149,120 |
| 524,000 | General Mills Inc. | 29,658,400 |
| 18,000 | Heineken Holding NV | 1,240,618 |
| 279,000 | ITO EN Ltd. | 6,027,340 |
| 42,800 | Kellogg Co. | 2,822,660 |
| 375,000 | Kikkoman Corp. | 11,928,336 |
| 201,666 | Kraft Foods Group Inc. | 17,568,134 |
| 60,000 | Maple Leaf Foods Inc. | 1,098,101 |
| 793,000 | Mondelez International Inc., Cl. A | 28,619,370 |
| 150,000 | Morinaga Milk Industry Co. Ltd. | 570,309 |
| 32,000 | Nestlé SA | 2,416,958 |
| 35,000 | Nestlé SA, ADR | 2,632,719 |
| 168,000 | NISSIN FOODS HOLDINGS CO. LTD. | 8,278,484 |
| 1,600,000 | Parmalat SpA | 4,280,338 |
| 339,450 | Parmalat SpA, GDR(a) | 907,044 |
| 212,000 | PepsiCo Inc. | 20,271,440 |

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| | | |
|---------|------------------------------|-------------|
| 62,000 | Pernod Ricard SA | 7,343,175 |
| 10,000 | Post Holdings Inc. | 468,400 |
| 23,800 | Remy Cointreau SA | 1,752,973 |
| 18,000 | Suntory Beverage & Food Ltd. | 772,919 |
| 577,000 | The Coca-Cola Co. | 23,397,350 |
| 7,000 | The J.M. Smucker Co. | 810,110 |
| 30,000 | Unilever plc, ADR | 1,251,300 |
| 324,000 | Yakult Honsha Co. Ltd. | 22,611,248 |
| | | 275,672,029 |

Health Care 10.3%

| | | |
|---------|---------------------|------------|
| 134,000 | Abbott Laboratories | 6,208,220 |
| 50,000 | AbbVie Inc. | 2,927,000 |
| 64,486 | Actavis plc | 19,192,323 |

| Shares | | Market Value |
|---------|--------------------------------------|--------------|
| 41,655 | Aetna Inc. | \$ 4,437,507 |
| 50,000 | Akorn Inc. | 2,375,500 |
| 140,000 | Alere Inc. | 6,846,000 |
| 32,000 | AmerisourceBergen Corp. | 3,637,440 |
| 25,000 | Amgen Inc. | 3,996,250 |
| 25,000 | Anthem Inc. | 3,860,250 |
| 40,000 | Baxter International Inc. | 2,740,000 |
| 525,000 | BioScrip Inc. | 2,325,750 |
| 68,676 | Bristol-Myers Squibb Co. | 4,429,602 |
| 7,000 | Chemed Corp. | 835,800 |
| 35,000 | Cigna Corp. | 4,530,400 |
| 45,000 | DaVita HealthCare Partners Inc. | 3,657,600 |
| 100,000 | Eli Lilly & Co. | 7,265,000 |
| 30,000 | Express Scripts Holding Co. | 2,603,100 |
| 40,000 | Gerresheimer AG | 2,208,985 |
| 85,000 | Gilead Sciences Inc. | 8,341,050 |
| 60,000 | HCA Holdings Inc. | 4,513,800 |
| 12,500 | Henry Schein Inc. | 1,745,250 |
| 25,000 | Hospira Inc. | 2,196,000 |
| 10,000 | Humana Inc. | 1,780,200 |
| 12,420 | ICU Medical Inc. | 1,156,799 |
| 105,000 | Johnson & Johnson | 10,563,000 |
| 13,500 | Laboratory Corp. of America Holdings | 1,702,215 |
| 475,000 | Liberator Medical Holdings Inc. | 1,662,500 |
| 25,000 | McKesson Corp. | 5,655,000 |
| 22,000 | Mead Johnson Nutrition Co. | 2,211,660 |
| 234,220 | Medtronic plc | 18,266,818 |
| 231,000 | Merck & Co. Inc. | 13,277,880 |
| 60,000 | Mylan NV | 3,561,000 |
| 20,000 | Myriad Genetics Inc. | 708,000 |
| 45,000 | Orthofix International NV | 1,615,050 |
| 112,500 | Owens & Minor Inc. | 3,807,000 |
| 94,000 | Patterson Companies Inc. | 4,586,260 |
| 669,548 | Pfizer Inc. | 23,293,575 |

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| | | |
|---------|------------------------------------------|-------------|
| 75,000 | Quality Systems Inc. | 1,198,500 |
| 10,000 | Salix Pharmaceuticals Ltd. | 1,728,100 |
| 75,000 | Sanofi, ADR | 3,708,000 |
| 91,000 | Sigma-Aldrich Corp. | 12,580,750 |
| 40,000 | St. Jude Medical Inc. | 2,616,000 |
| 40,000 | Stryker Corp. | 3,690,000 |
| 60,000 | Tenet Healthcare Corp. | 2,970,600 |
| 5,000 | Teva Pharmaceutical Industries Ltd., ADR | 311,500 |
| 20,000 | The Cooper Companies Inc. | 3,748,400 |
| 54,000 | UnitedHealth Group Inc. | 6,387,660 |
| 20,000 | Zimmer Holdings Inc. | 2,350,400 |
| 274,202 | Zoetis Inc. | 12,692,811 |
| | | 248,702,505 |
| | Hotels and Gaming 0.3% | |
| 19,000 | Accor SA | 992,473 |
| 120,000 | Boyd Gaming Corp. | 1,704,000 |
| 700,000 | Ladbrokes plc | 1,083,025 |

See accompanying notes to schedule of investments.

The Gabelli Dividend & Income Trust**Schedule of Investments (Continued) March 31, 2015 (Unaudited)**

| Shares | | Market Value |
|---------------------------------------|--------------------------------------|-----------------|
| COMMON STOCKS (Continued) | | |
| Hotels and Gaming (Continued) | | |
| 53,000 | Las Vegas Sands Corp. | \$ 2,917,120 |
| 270,000 | Mandarin Oriental International Ltd. | 429,300 |
| 6,000 | Wyndham Worldwide Corp. | 542,820 |
| | | 7,668,738 |
| Machinery 1.0% | | |
| 689,040 | CNH Industrial NV | 5,622,566 |
| 90,500 | Deere & Co. | 7,935,945 |
| 279,000 | Xylem Inc. | 9,770,580 |
| | | 23,329,091 |
| Metals and Mining 1.2% | | |
| 70,000 | Agnico Eagle Mines Ltd. | 1,955,800 |
| 230,000 | Alcoa Inc. | 2,971,600 |
| 20,000 | Alliance Holdings GP LP | 1,033,800 |
| 100,000 | Barrick Gold Corp. | 1,096,000 |
| 8,000 | BHP Billiton Ltd., ADR | 371,760 |
| 30,000 | Franco-Nevada Corp. | 1,453,871 |
| 560,000 | Freeport-McMoRan Inc. | 10,612,000 |
| 13,000 | Labrador Iron Ore Royalty Corp. | 138,668 |
| 334,000 | Newmont Mining Corp. | 7,251,140 |
| 44,000 | Peabody Energy Corp. | 216,480 |
| 42,000 | TimkenSteel Corp. | 1,111,740 |
| | | 28,212,859 |
| Paper and Forest Products 0.5% | | |
| 204,000 | International Paper Co. | 11,319,960 |
| Publishing 0.1% | | |
| 400 | Graham Holdings Co., Cl. B | 419,852 |
| 107,000 | News Corp., Cl. B | 1,698,090 |
| | | 2,117,942 |

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| Real Estate 0.3% | | |
|---------------------------------|-----------------------------------------|---------------|
| 13,000 | Brookfield Asset Management Inc., Cl. A | 696,930 |
| 71,779 | Crown Castle International Corp. | 5,924,639 |
| 8,000 | Forest City Enterprises Inc., Cl. A | 204,160 |
| 16,000 | QTS Realty Trust Inc., Cl. A | 582,560 |
| | | 7,408,289 |
| Retail 5.4% | | |
| 250,000 | Best Buy Co. Inc. | 9,447,500 |
| 75,000 | CST Brands Inc. | 3,287,250 |
| 341,000 | CVS Health Corp. | 35,194,610 |
| 210,000 | Hertz Global Holdings Inc. | 4,552,800 |
| 140,000 | Ingles Markets Inc., Cl. A | 6,927,200 |
| 25,000 | Kohl's Corp. | 1,956,250 |
| 90,000 | Lowe's Companies Inc. | 6,695,100 |
| 104,000 | Macy's Inc. | 6,750,640 |
| 50,000 | Murphy USA Inc. | 3,618,500 |
| 30,000 | Outerwall Inc. | 1,983,600 |
| 94,800 | Rush Enterprises Inc., Cl. B | 2,343,456 |
| 265,000 | Sally Beauty Holdings Inc. | 9,108,050 |
| | | Market |
| Shares | | Value |
| 120,000 | Seven & i Holdings Co. Ltd. | \$ 5,055,739 |
| 73,000 | The Home Depot Inc. | 8,293,530 |
| 200,000 | Walgreens Boots Alliance Inc. | 16,936,000 |
| 20,000 | Wal-Mart Stores Inc. | 1,645,000 |
| 137,000 | Whole Foods Market Inc. | 7,134,960 |
| | | 130,930,185 |
| Specialty Chemicals 1.9% | | |
| 51,000 | Air Products & Chemicals Inc. | 7,715,280 |
| 49,000 | Airgas Inc. | 5,199,390 |
| 33,000 | Ashland Inc. | 4,201,230 |
| 85,000 | Chemtura Corp. | 2,319,650 |
| 134,000 | E. I. du Pont de Nemours and Co. | 9,576,980 |
| 500,000 | Ferro Corp. | 6,275,000 |
| 75,000 | H.B. Fuller Co. | 3,215,250 |
| 89,000 | Olin Corp. | 2,851,560 |
| 5,000 | Praxair Inc. | 603,700 |
| 94,000 | The Dow Chemical Co. | 4,510,120 |
| | | 46,468,160 |
| Telecommunications 4.0% | | |
| 337,000 | AT&T Inc. | 11,003,050 |
| 238,479 | BCE Inc. | 10,101,970 |
| 39,000 | Belgacom SA | 1,366,019 |
| 480,000 | Deutsche Telekom AG, ADR | 8,752,800 |

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| | | |
|-----------|--------------------------------------------------|---------------|
| 195,000 | Hellenic Telecommunications Organization SA, ADR | 855,075 |
| 38,500 | Loral Space & Communications Inc. | 2,634,940 |
| 50,000 | Orange SA, ADR | 800,500 |
| 100,000 | Portugal Telecom SGPS SA | 58,063 |
| 50,084 | Telefonica SA, ADR | 718,705 |
| 295,000 | Telekom Austria AG | 2,115,707 |
| 23,000 | Telenet Group Holding NV | 1,265,467 |
| 150,000 | Telephone & Data Systems Inc. | 3,735,000 |
| 110,000 | Telstra Corp. Ltd., ADR | 2,623,500 |
| 135,000 | TELUS Corp. | 4,487,400 |
| 833,086 | Verizon Communications Inc. | 40,512,972 |
| 40,000 | VimpelCom Ltd., ADR | 209,600 |
| 171,545 | Vodafone Group plc, ADR | 5,606,091 |
| | | 96,846,859 |
| | Transportation 0.6% | |
| 239,000 | GATX Corp. | 13,857,220 |
| 16,500 | Kansas City Southern | 1,684,320 |
| | | 15,541,540 |
| | Wireless Communications 0.3% | |
| 3,000,000 | Cable & Wireless Communications plc | 2,712,384 |
| 124,000 | United States Cellular Corp. | 4,429,280 |
| | | 7,141,664 |
| | TOTAL COMMON STOCKS | 2,330,902,969 |

See accompanying notes to schedule of investments.

The Gabelli Dividend & Income Trust

Schedule of Investments (Continued) March 31, 2015 (Unaudited)

| Shares | | Market Value |
|---------|-------------------------------------------------------|-------------------|
| | CONVERTIBLE PREFERRED STOCKS 0.4% | |
| | Broadcasting 0.0% | |
| 12,588 | Emmis Communications Corp., 6.250%, Ser. A | \$ 157,979 |
| | Energy and Utilities 0.3% | |
| 128,000 | El Paso Energy Capital Trust I, 4.750% | 7,680,000 |
| | Financial Services 0.0% | |
| 1,500 | Doral Financial Corp., 4.750% | 161,250 |
| | Telecommunications 0.1% | |
| 53,000 | Cincinnati Bell Inc., 6.750%, Ser. B | 2,624,560 |
| | TOTAL CONVERTIBLE PREFERRED STOCKS | 10,623,789 |
| | PREFERRED STOCKS 0.1% | |
| | Health Care 0.1% | |
| 95,298 | The Phoenix Companies Inc., 7.450% | 2,358,626 |
| | RIGHTS 0.0% | |
| | Hotels and Gaming 0.0% | |
| 67,500 | Mandarin Oriental International Ltd., expire 04/08/15 | 17,550 |
| | Retail 0.0% | |
| 400,000 | Safeway Casa Ley, CVR, expire 01/30/19 | 190,000 |
| 400,000 | Safeway PDC, CVR, expire 01/30/17 | 19,520 |
| | | 209,520 |
| | TOTAL RIGHTS | 227,070 |
| | WARRANTS 0.1% | |
| | Energy and Utilities: Natural Gas 0.1% | |
| 306,400 | Kinder Morgan Inc., expire 05/25/17 | 1,256,240 |
| | Food and Beverage 0.0% | |
| 650 | Parmalat SpA, GDR, expire 12/31/15 (a) | 4 |
| | TOTAL WARRANTS | 1,256,244 |

**Principal
Amount**

| | | |
|-------------|-----------------------------------------------|-------------------|
| | CORPORATE BONDS 0.7% | |
| | Aerospace 0.2% | |
| \$2,500,000 | GenCorp Inc., Sub. Deb., 4.063%, 12/31/39 | 6,439,063 |
| | Diversified Industrial 0.5% | |
| 8,800,000 | Griffon Corp., Sub. Deb., 4.000%, 01/15/17(b) | 11,401,500 |
| | Real Estate 0.0% | |
| 450,000 | Palm Harbor Homes Inc. 3.250%, 05/15/24 | 67,208 |
| | TOTAL CORPORATE BONDS | 17,907,771 |

**Principal
Amount****Market
Value**

| | | |
|--------------|-----------------------------------------------------------------------|------------------|
| | U.S. GOVERNMENT OBLIGATIONS 2.4% | |
| \$57,597,000 | U.S. Treasury Bills, 0.000% to 0.135% , 04/02/15 to 09/24/15(c) | \$ 57,591,915 |
| | TOTAL INVESTMENTS 100.0% (Cost \$1,655,771,255) | \$ 2,420,868,384 |
| | Aggregate tax cost | \$ 1,666,085,367 |
| | Gross unrealized appreciation | \$ 816,063,458 |
| | Gross unrealized depreciation | (61,280,441) |
| | Net unrealized appreciation/depreciation | \$ 754,783,017 |

Shares**Market
Value**

| | | |
|-------|------------------------------------------|-------------|
| | SECURITIES SOLD SHORT 0.0% | |
| | Building and Construction 0.0% | |
| 4,000 | Griffon Corp | \$ 69,720 |
| | Aggregate proceeds | \$ (69,802) |
| | Gross unrealized appreciation | \$ 82 |
| | Gross unrealized depreciation | |
| | Net unrealized appreciation/depreciation | \$ 82 |

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- (a) At March 31, 2015, the Fund held investments in restricted and illiquid securities amounting to \$907,048 or 0.04% of total investments, which were valued under methods approved by the Board of Trustees as follows:

| Acquisition Shares | Issuer | Acquisition Date | Acquisition Cost | 03/31/15 Carrying Value Per Share |
|--------------------|------------------------------------|------------------|------------------|-----------------------------------|
| 339,450 | Parmalat SpA, GDR | 12/02/03 | \$ 981,615 | \$ 2.6721 |
| 650 | Parmalat SpA, GDR, expire 12/31/15 | 11/09/05 | | 0.0062 |

- (b) Security exempt from registration under Rule 144A of the Securities Act of 1933, as amended. This security may be resold in transactions exempt from registration, normally to qualified institutional buyers. At March 31, 2015, the market value of the Rule 144A security amounted to \$11,401,500 or 0.47% of total investments.

- (c) At March 31, 2015, \$1,000,000 of the principal amount was pledged as collateral for securities sold short. Non-income producing security.

Represents annualized yield at date of purchase.

ADR American Depositary Receipt

CVR Contingent Value Right

GDR Global Depositary Receipt

See accompanying notes to schedule of investments.

The Gabelli Dividend & Income Trust**Schedule of Investments (Continued) March 31, 2015 (Unaudited)**

| Geographic Diversification | % of Total Investments | Market Value |
|-----------------------------------|-----------------------------------|-------------------------|
| North America | 85.4% | \$ 2,066,286,459 |
| Europe | 11.0 | 267,106,111 |
| Japan | 3.1 | 75,002,344 |
| Asia/Pacific | 0.4 | 10,787,502 |
| Latin America | 0.1 | 1,685,968 |
| Total Investments | 100.0% | \$ 2,420,868,384 |

See accompanying notes to schedule of investments.

The Gabelli Dividend & Income Trust

Notes to Schedule of Investments (Unaudited)

As an investment company, the Fund follows the investment company accounting and reporting guidance, which is part of U.S. generally accepted accounting principles (GAAP) that may require the use of management estimates and assumptions in the preparation of its schedule of investments. Actual results could differ from those estimates. The following is a summary of significant accounting policies followed by the Fund in the preparation of its schedule of investments.

Security Valuation. Portfolio securities listed or traded on a nationally recognized securities exchange or traded in the U.S. over-the-counter market for which market quotations are readily available are valued at the last quoted sale price or a market s official closing price as of the close of business on the day the securities are being valued. If there were no sales that day, the security is valued at the average of the closing bid and asked prices or, if there were no asked prices quoted on that day, then the security is valued at the closing bid price on that day. If no bid or asked prices are quoted on such day, the security is valued at the most recently available price or, if the Board of Trustees (the Board) so determines, by such other method as the Board shall determine in good faith to reflect its fair market value. Portfolio securities traded on more than one national securities exchange or market are valued according to the broadest and most representative market, as determined by Gabelli Funds, LLC (the Adviser).

Portfolio securities primarily traded on a foreign market are generally valued at the preceding closing values of such securities on the relevant market, but may be fair valued pursuant to procedures established by the Board if market conditions change significantly after the close of the foreign market, but prior to the close of business on the day the securities are being valued. Debt instruments with remaining maturities of sixty days or less that are not credit impaired are valued at amortized cost, unless the Board determines such amount does not reflect the securities fair value, in which case these securities will be fair valued as determined by the Board. Debt instruments having a maturity greater than sixty days for which market quotations are readily available are valued at the average of the latest bid and asked prices. If there were no asked prices quoted on such day, the security is valued using the closing bid price. U.S. government obligations with maturities greater than sixty days are normally valued using a model that incorporates market observable data such as reported sales of similar securities, broker quotes, yields, bids, offers, and reference data. Certain securities are valued principally using dealer quotations.

Securities and assets for which market quotations are not readily available are fair valued as determined by the Board. Fair valuation methodologies and procedures may include, but are not limited to: analysis and review of available financial and non-financial information about the company; comparisons with the valuation and changes in valuation of similar securities, including a comparison of foreign securities with the equivalent U.S. dollar value American Depositary Receipt securities at the close of the U.S. exchange; and evaluation of any other information that could be indicative of the value of the security.

The inputs and valuation techniques used to measure fair value of the Fund s investments are summarized into three levels as described in the hierarchy below:

- Level 1 quoted prices in active markets for identical securities;
- Level 2 other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.); and

Level 3 significant unobservable inputs (including the Board's determinations as to the fair value of investments).

The Gabelli Dividend & Income Trust**Notes to Schedule of Investments (Unaudited) (Continued)**

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input both individually and in the aggregate that is significant to the fair value measurement. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. The summary of the Fund's investments in securities by inputs used to value the Fund's investments as of March 31, 2015 is as follows:

| | Valuation Inputs | | | Total Market Value at 3/31/15 |
|------------------------------------------------------------|--------------------------|------------------------------------------------|--------------------------------------------|----------------------------------|
| | Level 1 Quoted Prices | Level 2 Other Significant Observable Inputs | Level 3 Significant Unobservable Inputs | |
| INVESTMENTS IN SECURITIES: | | | | |
| ASSETS (Market Value): | | | | |
| Common Stocks: | | | | |
| Energy and Utilities: | | | | |
| Integrated | \$ 59,003,308 | | \$ 53,924 | \$ 59,057,232 |
| Other Industries (a) | 2,271,845,737 | | | 2,271,845,737 |
| Total Common Stocks | 2,330,849,045 | | 53,924 | 2,330,902,969 |
| Preferred Stocks (a) | 2,358,626 | | | 2,358,626 |
| Convertible Preferred Stocks | | | | |
| Financial Services | | \$ 161,250 | | 161,250 |
| Other Industries (a) | 10,462,539 | | | 10,462,539 |
| Total Preferred Stocks and Convertible | | | | |
| Preferred Stocks | 12,821,165 | 161,250 | | 12,982,415 |
| Rights (a) | | | 227,070 | 227,070 |
| Warrants (a) | 1,256,240 | 4 | | 1,256,244 |
| Corporate Bonds (a) | | 17,840,563 | 67,208 | 17,907,771 |
| U.S. Government Obligations | | 57,591,915 | | 57,591,915 |
| TOTAL INVESTMENTS IN SECURITIES ASSETS | \$ 2,344,926,450 | \$ 75,593,732 | \$ 348,202 | \$ 2,420,868,384 |
| LIABILITIES (Market Value): | | | | |
| Securities Sold Short (a) | | \$ (69,720) | | \$ (69,720) |
| TOTAL INVESTMENTS IN SECURITIES LIABILITIES | | \$ (69,720) | | \$ (69,720) |

(a) Please refer to the Schedule of Investments for the industry classifications of these portfolio holdings. The Fund did not have transfers among Level 1, Level 2, and Level 3 during the period ended March 31, 2015. The Fund's policy is to recognize transfers among Levels as of the beginning of the reporting period.

Additional Information to Evaluate Qualitative Information.

General. The Fund uses recognized industry pricing services approved by the Board and unaffiliated with the Adviser to value most of its securities, and uses broker quotes provided by market makers of securities not valued by these and other recognized pricing sources. Several different pricing feeds are received to value domestic equity securities, international equity securities, preferred equity securities, and fixed income securities. The data within these feeds is ultimately sourced from major stock exchanges and trading systems where these securities trade. The prices supplied by external sources are checked by obtaining quotations or actual transaction prices from market participants. If a price obtained from the pricing source is deemed unreliable, prices will be sought from another pricing service or from a broker/dealer that trades that security or similar securities.

Fair Valuation. Fair valued securities may be common and preferred equities, warrants, options, rights, and fixed income obligations. Where appropriate, Level 3 securities are those for which market quotations are not available, such as securities not traded for several days, or for which current bids are not available, or

The Gabelli Dividend & Income Trust

Notes to Schedule of Investments (Unaudited) (Continued)

which are restricted as to transfer. Among the factors to be considered to fair value a security are recent prices of comparable securities that are publicly traded, reliable prices of securities not publicly traded, the use of valuation models, current analyst reports, valuing the income or cash flow of the issuer, or cost if the preceding factors do not apply. A significant change in the unobservable inputs could result in a lower or higher value in Level 3 securities. The circumstances of Level 3 securities are frequently monitored to determine if fair valuation measures continue to apply.

The Adviser reports quarterly to the Board the results of the application of fair valuation policies and procedures. These include back testing the prices realized in subsequent trades of these fair valued securities to fair values previously recognized.

Derivative Financial Instruments. The Fund may engage in various portfolio investment strategies by investing in a number of derivative financial instruments for the purposes of achieving additional return or of hedging the value of the Fund's portfolio, increasing the income of the Fund, hedging or protecting its exposure to interest rate movements and movements in the securities markets, managing risks, protecting the value of its portfolio against uncertainty in the level of future currency exchange rates, or hedging a specific transaction with respect to either the currency in which the transaction is denominated or another currency. Investing in certain derivative financial instruments, including participation in the options, futures, or swap markets, entails certain execution, liquidity, hedging, tax, and securities, interest, credit, or currency market risks. Losses may arise if the Adviser's prediction of movements in the direction of the securities, foreign currency, and interest rate markets is inaccurate. Losses may also arise if the counterparty does not perform its duties under a contract, or that, in the event of default, the Fund may be delayed in or prevented from obtaining payments or other contractual remedies owed to it under derivative contracts. The creditworthiness of the counterparties is closely monitored in order to minimize these risks. Participation in derivative transactions involves investment risks, transaction costs, and potential losses to which the Fund would not be subject absent the use of these strategies. The consequences of these risks, transaction costs, and losses may have a negative impact on the Fund's ability to pay distributions.

The Fund's derivative contracts held at March 31, 2015, if any, are not accounted for as hedging instruments under GAAP and are disclosed in the Schedule of Investments together with the related counterparty.

Limitations on the Purchase and Sale of Futures Contracts, Certain Options, and Swaps. Subject to the guidelines of the Board, the Fund may engage in commodity interest transactions (generally, transactions in futures, certain options, certain currency transactions, and certain types of swaps) only for bona fide hedging or other permissible transactions in accordance with the rules and regulations of the Commodity Futures Trading Commission (CFTC). Pursuant to amendments by the CFTC to Rule 4.5 under the Commodity Exchange Act (CEA), the Adviser has filed a notice of exemption from registration as a commodity pool operator with respect to the Fund. The Fund and the Adviser are therefore not subject to registration or regulation as a commodity pool operator under the CEA. In addition, certain trading restrictions are now applicable to the Fund as of January 1, 2013. These trading restrictions permit the Fund to engage in commodity interest transactions that include (i) bona fide hedging transactions, as that term is defined and interpreted by the CFTC and its staff, without regard to the percentage of the Fund's assets committed to margin and options premiums and (ii) non-bona fide hedging transactions, provided that the Fund does not enter into such non-bona fide hedging transactions if, immediately thereafter, either (a) the sum of the amount of

initial margin deposits on the Fund s

The Gabelli Dividend & Income Trust

Notes to Schedule of Investments (Unaudited) (Continued)

existing futures positions or swaps positions and option or swaption premiums would exceed 5% of the market value of the Fund's liquidating value, after taking into account unrealized profits and unrealized losses on any such transactions, or (b) the aggregate net notional value of the Fund's commodity interest transactions would not exceed 100% of the market value of the Fund's liquidating value, after taking into account unrealized profits and unrealized losses on any such transactions. Therefore, in order to claim the Rule 4.5 exemption, the Fund is limited in its ability to invest in commodity futures, options, and certain types of swaps (including securities futures, broad based stock index futures, and financial futures contracts). As a result, in the future, the Fund will be more limited in its ability to use these instruments than in the past, and these limitations may have a negative impact on the ability of the Adviser to manage the Fund, and on the Fund's performance.

Securities Sold Short. The Fund may enter into short sale transactions. Short selling involves selling securities that may or may not be owned and, at times, borrowing the same securities for delivery to the purchaser, with an obligation to replace such borrowed securities at a later date. The proceeds received from short sales are recorded as liabilities and the Fund records an unrealized gain or loss to the extent of the difference between the proceeds received and the value of an open short position on the day of determination.

The Fund records a realized gain or loss when the short position is closed out. By entering into a short sale, the Fund bears the market risk of an unfavorable change in the price of the security sold short. Dividends on short sales are recorded as an expense by the Fund on the ex-dividend date and interest expense is recorded on the accrual basis. The broker retains collateral for the value of the open positions, which is adjusted periodically as the value of the position fluctuates. Securities sold short at March 31, 2015 are reflected within the Schedule of Investments.

Foreign Currency Translations. The books and records of the Fund are maintained in U.S. dollars. Foreign currencies, investments, and other assets and liabilities are translated into U.S. dollars at current exchange rates. Purchases and sales of investment securities, income, and expenses are translated at the exchange rate prevailing on the respective dates of such transactions. Unrealized gains and losses that result from changes in foreign exchange rates and/or changes in market prices of securities have been included in unrealized appreciation/depreciation on investments and foreign currency translations. Net realized foreign currency gains and losses resulting from changes in exchange rates include foreign currency gains and losses between trade date and settlement date on investment securities transactions, foreign currency transactions, and the difference between the amounts of interest and dividends recorded on the books of the Fund and the amounts actually received. The portion of foreign currency gains and losses related to fluctuation in exchange rates between the initial purchase trade date and subsequent sale trade date is included in realized gain/(loss) on investments.

Foreign Securities. The Fund may directly purchase securities of foreign issuers. Investing in securities of foreign issuers involves special risks not typically associated with investing in securities of U.S. issuers. The risks include possible revaluation of currencies, the inability to repatriate funds, less complete financial information about companies, and possible future adverse political and economic developments. Moreover, securities of many foreign issuers and their markets may be less liquid and their prices more volatile than securities of comparable U.S. issuers.

The Gabelli Dividend & Income Trust

Notes to Schedule of Investments (Unaudited) (Continued)

Foreign Taxes. The Fund may be subject to foreign taxes on income, gains on investments, or currency repatriation, a portion of which may be recoverable. The Fund will accrue such taxes and recoveries as applicable, based upon its current interpretation of tax rules and regulations that exist in the markets in which it invests.

Restricted Securities. The Fund is not subject to an independent limitation on the amount it may invest in securities for which the markets are restricted. Restricted securities include securities whose disposition is subject to substantial legal or contractual restrictions. The sale of restricted securities often requires more time and results in higher brokerage charges or dealer discounts and other selling expenses than does the sale of securities eligible for trading on national securities exchanges or in the over-the-counter markets. Restricted securities may sell at a price lower than similar securities that are not subject to restrictions on resale. Securities freely saleable among qualified institutional investors under special rules adopted by the SEC may be treated as liquid if they satisfy liquidity standards established by the Board. The continued liquidity of such securities is not as well assured as that of publicly traded securities, and accordingly the Board will monitor their liquidity. For the restricted securities the Fund held as of March 31, 2015, refer to the Schedule of Investments.

The Gabelli Dividend & Income Trust

Notes to Schedule of Investments (Unaudited) (Continued)

Tax Information. The Fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code of 1986, as amended.

We have separated the portfolio managers' commentary from the financial statements and investment portfolio due to corporate governance regulations stipulated by the Sarbanes-Oxley Act of 2002. We have done this to ensure that the content of the portfolio managers' commentary is unrestricted. Both the commentary and the financial statements, including the portfolio of investments, will be available on our website at www.gabelli.com.

The Net Asset Value per share appears in the Publicly Traded Funds column, under the heading "General Equity Funds," in Monday's *The Wall Street Journal*. It is also listed in *Barron's Mutual Funds/Closed End Funds* section under the heading "General Equity Funds."

The Net Asset Value per share may be obtained each day by calling (914) 921-5070 or visiting www.gabelli.com.

The NASDAQ symbol for the Net Asset Value is XGDVX.

Notice is hereby given in accordance with Section 23(c) of the Investment Company Act of 1940, as amended, that the Fund may from time to time purchase its common shares in the open market when the Fund's shares are trading at a discount of 7.5% or more from the net asset value of the shares. The Fund may also from time to time purchase its preferred shares in the open market when the preferred shares are trading at a discount to the liquidation value.

THE GABELLI DIVIDEND & INCOME TRUST

One Corporate Center

Rye, NY 10580-1422

Portfolio Management Team Biographies

Mario J. Gabelli, CFA, is Chairman and Chief Executive Officer of GAMCO Investors, Inc. that he founded in 1977 and Chief Investment Officer Value Portfolios of Gabelli Funds, LLC and GAMCO Asset Management Inc. Mr. Gabelli is a summa cum laude graduate of Fordham University and holds an MBA degree from Columbia Business School and Honorary Doctorates from Fordham University and Roger Williams University.

Christopher J. Marangi joined Gabelli in 2003 as a research analyst. He currently serves as a portfolio manager of Gabelli Funds, LLC and manages several funds within the Gabelli/GAMCO Fund Complex. Mr. Marangi graduated magna cum laude and Phi Beta Kappa with a BA in Political Economy from Williams College and holds an MBA with honors from Columbia Business School.

Barbara G. Marcin, CFA, joined GAMCO Investors, Inc. in 1999 and currently serves as a portfolio manager of Gabelli Funds, LLC and manages several funds within the Gabelli/GAMCO Fund Complex. Prior to joining GAMCO, Ms. Marcin was head of value investments at Citibank Global Asset Management. Ms. Marcin graduated with Distinction as an Echols Scholar from the University of Virginia and holds an MBA degree from Harvard University's Graduate School of Business.

Robert D. Leininger, CFA, joined GAMCO Investors, Inc. in 1993 as an equity analyst. Subsequently, he was a partner and portfolio manager at Rorer Asset Management before rejoining GAMCO in 2010 where he currently serves as a portfolio manager of Gabelli Funds, LLC and co-manages the Fund. Mr. Leininger is a magna cum laude graduate of Amherst College with a degree in Economics and holds an MBA from the Wharton School at the University of Pennsylvania.

Jeffrey J. Jonas, CFA, joined Gabelli in 2003 as a research analyst. He focuses on companies in the cardiovascular, healthcare services, and pharmacy benefits management sectors, among others. He also serves as a portfolio manager of Gabelli Funds, LLC and manages several funds within the Gabelli/GAMCO Fund Complex. Mr. Jonas was a Presidential Scholar at Boston College, where he received a BS in Finance and Management Information Systems.

Kevin V. Dreyer joined Gabelli in 2005 as a research analyst covering companies within the consumer sector. He currently serves as a portfolio manager of Gabelli Funds, LLC and manages several funds within the Gabelli/GAMCO Fund Complex. Mr. Dreyer received a BSE from the University of Pennsylvania and an MBA from Columbia Business School.

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President,
Anthony J. Colavita, P.C.

James P. Conn
Former Managing Director &
Chief Investment Officer,
Financial Security Assurance

Holdings Ltd.

Mario d Urso
Former Italian Senator

Frank J. Fahrenkopf, Jr.
Former President &
Chief Executive Officer,
American Gaming Association

Michael J. Melarkey
Partner,
Avansino, Melarkey, Knobel,

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Secretary &
Vice President

Agnes Mullady
Treasurer

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Anthonie C. van Ekris
Chairman,
BALMAC International, Inc.

Salvatore J. Zizza
Chairman,
Zizza & Associates Corp.

CUSTODIAN

State Street Bank and Trust
Company

COUNSEL

Skadden, Arps, Slate, Meagher &
Flom LLP

TRANSFER AGENT AND
REGISTRAR

Computershare Trust Company, N.A.

GDV Q1/2015

Item 2. Controls and Procedures.

- (a) The registrant's principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the 1940 Act) (17 CFR 270.30a-3(c))) are effective, as of a date within 90 days of the filing date of the report that includes the disclosure required by this paragraph, based on their evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended (17 CFR 240.13a-15(b) or 240.15d-15(b)).

- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act (17 CFR 270.30a-3(d))) that occurred during the registrant's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

Item 3. Exhibits.

Certifications pursuant to Rule 30a-2(a) under the 1940 Act and Section 302 of the Sarbanes-Oxley Act of 2002 are attached hereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) The Gabelli Dividend & Income Trust

By (Signature and Title)* /s/ Bruce N. Alpert
Bruce N. Alpert, Principal Executive Officer

Date 5/18/2015

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By (Signature and Title)* /s/ Bruce N. Alpert
Bruce N. Alpert, Principal Executive Officer

Date 5/18/2015

By (Signature and Title)* /s/ Agnes Mullady
Agnes Mullady, Principal Financial Officer and Treasurer

Date 5/18/2015

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