

CANNING JOHN A JR
 Form 4
 April 01, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
CANNING JOHN A JR

(Last) (First) (Middle)

10 SOUTH DEARBORN STREET, 54TH FLOOR

(Street)

CHICAGO, IL 60603

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EXELON CORP [EXC]

3. Date of Earliest Transaction (Month/Day/Year)
03/31/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock (Deferred Stock Units)	03/31/2013		A	778 A \$ 32.13	12,477 ⁽¹⁾	I	By Exelon Directors' Deferred Stock Unit Plan
Common Stock					5,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
Deferred Comp. Phantom Shares	(2)					(2) (2)	Common Stock	1,043

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CANNING JOHN A JR 10 SOUTH DEARBORN STREET 54TH FLOOR CHICAGO, IL 60603	X			

Signatures

Scott N. Peters, Esq., Attorney in Fact for John A. Canning, Jr. 04/01/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Balance includes 188 shares acquired on March 8, 2013 through automatic dividend reinvestment.
Phantom shares held in a multi-fund deferred compensation plan to be settled for cash upon the reporting person's termination of employment for any reason on a 1:1 basis. Shares are acquired through regular periodic contributions, company matching contributions, and the automatic reinvestment of dividends.
- (3) Balance includes 17 shares acquired on March 8, 2013 through automatic dividend reinvestment .

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. 3,501,513 _____ Energy - 1.97% Bluewater Finance 10.25% 2/15/12 200,000 201,750 # Brigham Exploration 144A 9.625% 5/1/14 95,000 94,763 Compton Petroleum Finance 7.625% 12/1/13 135,000 132,300 Copano Energy 8.125% 3/1/16 100,000 101,750 El Paso Natural Gas 7.625% 8/1/10 200,000 206,500 8.375% 6/15/32 100,000 112,534 # El Paso Performance-Linked Trust 144A 7.75% 7/15/11 175,000 179,156 El Paso Production 7.75% 6/1/13 100,000 102,000 *# Hilcorp Energy I 144A 9.00% 6/1/16 275,000 286,687 Inergy Finance 6.875% 12/15/14 150,000 142,875 * 8.25% 3/1/16 75,000 77,438 # MarkWest Energy 144A 8.50% 7/15/16 75,000 76,313 *# PetroHawk Energy 144A 9.125% 7/15/13 400,000 408,999 ~ Secunda International 13.507% 9/1/12 260,000 272,024 VeraSun Energy 9.875% 12/15/12 230,000 245,525 Whiting Petroleum 7.25% 5/1/13 235,000 233,238 _____ 2,873,852 _____ Finance - 0.31% FINOVA Group 7.50% 11/15/09 754,800 222,666 # iPayment 144A 9.75% 5/15/14 225,000 228,938 _____ 451,604 _____ Media - 3.28% } Adelphia Communications 8.125% 12/15/06 325,000 192,563 *++ Century Communications 9.50% 11/30/06 500,000 537,500 # Charter Communications 144A 5.875% 11/16/09 100,000 88,125 Charter Communications Holdings 11.125% 1/15/11 275,000 213,125 * 11.75% 5/15/11 125,000 95,625 13.50% 1/15/11 835,000 663,824 #~ Cleveland Unlimited 144A 13.579% 12/15/10 150,000 161,250 Dex Media East 12.125% 11/15/12 205,000 229,600 Insight Communications 12.25% 2/15/11 25,000 26,625 Insight Midwest 10.50% 11/1/10 725,000 764,874 Lodgenet Entertainment 9.50% 6/15/13 475,000 511,813 * Mediacom Capital 9.50% 1/15/13 575,000 593,688 RH Donnelley 8.875% 1/15/16 150,000 148,500 Sheridan Acquisition 10.25% 8/15/11 205,000 207,563 * Vertis 10.875% 6/15/09 140,000 142,100 Warner Music Group 7.375% 4/15/14 230,000 222,525 _____ 4,799,300 _____ Real Estate - 0.69% American Real Estate Partners 8.125% 6/1/12 390,000 401,700 BF Saul REIT 7.50% 3/1/14 400,000 408,000 # Rouse 144A 6.75% 5/1/13 200,000 200,121 _____ 1,009,821 _____ Services Cyclical - 4.71% Adesa 7.625% 6/15/12 385,000 381,149 American Airlines 7.377% 5/23/19 134,813 121,331 Boyd Gaming 8.75% 4/15/12 350,000 368,813 Brickman Group 11.75% 12/15/09 120,000 129,000 Corrections Corporation of America 7.50% 5/1/11 30,000 30,788 FTI Consulting 7.625% 6/15/13 225,000 227,813 *# Galaxy Entertainment Finance 144A 9.875% 12/15/12 550,000 578,874 Gaylord Entertainment 8.00% 11/15/13 210,000 214,200 Grupo Transportation 9.375% 5/1/12 318,875 319,125 { H-Lines Finance Holdings 11.00% 4/1/13 491,000 430,852 # Hertz 144A 8.875% 1/1/14 150,000 156,375 * 10.50% 1/1/16 65,000 70,363 * Horizon Lines 9.00% 11/1/12 176,000 181,500 Kansas City Southern Railway 9.50% 10/1/08 325,000 338,813 # Knowledge Learning 144A 7.75% 2/1/15 315,000 293,738 Mandalay Resort Group 9.50% 8/1/08 350,000 371,875 * 9.375% 2/15/10 200,000 212,250 # Mobile Service Group 144A 9.75% 8/1/14 235,000 239,700 OMI 7.625% 12/1/13 275,000 276,375 *# Penhall International 144A 12.00% 8/1/14 175,000 179,375 # Pokagon Gaming Authority 144A 10.375% 6/15/14 300,000 318,750 Seabulk International 9.50% 8/15/13 250,000 273,750 Stena 9.625% 12/1/12 325,000 347,750 # TDS Investor 144A 11.875% 9/1/16 100,000 98,000 { Town Sports International 11.00% 2/1/14 250,000 203,750 Wheeling Island Gaming 10.125% 12/15/09 505,000 521,412 _____ 6,885,721 _____ Services Non-Cyclical - 2.13% Allied Waste North America 9.25% 9/1/12 291,000 312,825 Casella Waste Systems 9.75% 2/1/13 550,000 578,874 # CRC Health 144A 10.75% 2/1/16 340,000 348,500 Geo Subordinate 11.00% 5/15/12 315,000 318,150 *# HealthSouth 144A 10.75% 6/15/16 250,000 256,875 US Oncology 10.75% 8/15/14 445,000 486,163 { Vanguard Health 11.25% 10/1/15 665,000 482,125 # WCA Waste 144A 9.25% 6/15/14 325,000 333,938 _____ 3,117,450 _____ Technology & Electronics - 0.87% * MagnaChip Semiconductor 8.00% 12/15/14 675,000 435,374 * STATS ChipPAC 7.50% 7/19/10 275,000 277,063 Sungard Data 10.25% 8/15/15 420,000 431,025 # UGS Capital II PIK 144A 10.38% 6/1/11 125,000 126,563 _____ 1,270,025 _____ Telecommunications - 3.42% * American Tower 7.125% 10/15/12 275,000 279,813 7.25% 12/1/11 100,000 103,250 # Broadview Network 144A 11.375% 9/1/12 125,000 127,656 * Cincinnati Bell 8.375% 1/15/14 470,000 474,112 # Digicel Limited 144A 9.25% 9/1/12 275,000 288,063 *# Hughes Network Systems 144A 9.50% 4/15/14 425,000 433,499 { Inmarsat Finance 10.375% 11/15/12 695,000 609,862 # Intelsat Bermuda 144A 11.25% 6/15/16 155,000 161,394 * iPCS 11.50% 5/1/12 100,000 113,000 ~ IWO Escrow Company 9.257% 1/15/12 75,000 77,813 # Nordic Telephone Company Holdings 144A 8.875% 5/1/16 150,000 156,750 Qwest # 144A 7.50% 10/1/14 375,000 383,438 ~ 8.579% 6/15/13 200,000 216,250 Rural Cellular * 9.875% 2/1/10 275,000 285,313 ~ 11.239% 11/1/12 170,000 175,950 # Telcordia Technologies 144A 10.00% 3/15/13 440,000 353,100 Triton Communications 9.375% 2/1/11 260,000 178,100 ~ US LEC 13.62% 10/1/09 150,000 159,188 *# Wind Acquisition 144A 10.75% 12/1/15 385,000 420,130 _____ 4,996,681 _____ Utilities - 1.20% +++# Calpine 144A 8.496% 7/15/07 337,238 346,512 Elwood Energy 8.159% 7/5/26 164,250 178,568 Midwest

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Generation 8.30% 7/2/09 247,939 253,207 8.75% 5/1/34 200,000 214,000 * Mirant Americas 8.30% 5/1/11 375,000 376,875 Mirant North America 7.375% 12/31/13 100,000 99,500 Orion Power 12.00% 5/1/10 250,000 285,000 ++=# USGen New England 144A 7.459% 1/2/15 5,630 3,800 _____ 1,757,462 _____ Total Corporate Bonds (cost \$43,006,234) 42,834,536 _____ Number of Shares Warrant - 0.00% + # Solutia 144A, exercise price \$7.59, expiration date 7/15/09 650 0 _ Total Warrant (cost \$55,294) 0 _ Principal Amount Repurchase Agreements - 4.84% With BNP Paribas 5.20% 9/1/06 (dated 8/31/06, to be repurchased at \$4,222,610, collateralized by \$1,903,000 U.S. Treasury Notes 3.125% due 10/15/08, market value \$1,864,026, \$952,000 U.S. Treasury Notes 3.375% due 9/15/09, market value \$930,798, \$952,000 U.S. Treasury Notes 3.50% due 11/15/09, market value \$927,164 and \$603,000 U.S. Treasury Notes 3.50% due 12/15/09, market value \$585,338) \$4,222,000 4,222,000 With Cantor Fitzgerald 5.20% 9/1/06 (dated 8/31/06, to be repurchased at \$952,138, collateralized by \$476,000 U.S. Treasury Notes 3.375% due 12/15/08, market value \$465,194 and \$488,000 U.S. Treasury Notes 6.00% due 8/15/09, market value \$506,406) 952,000 952,000 With UBS Warburg 5.20% 9/1/06 (dated 8/31/06, to be repurchased at \$1,903,275, collateralized by \$1,913,000 U.S. Treasury Notes 4.875% due 4/30/08, market value \$1,944,395) 1,903,000 1,903,000 _____ Total Repurchase Agreements (cost \$7,077,000) 7,077,000 _____ Total Market Value of Securities Before Securities Lending Collateral - 128.96% (cost \$171,555,664) 188,506,132 _____ Securities Lending Collateral** - 15.71% Short-Term Investments Fixed Rate Notes - 2.71% Citigroup Global Markets 5.32% 9/1/06 3,953,363 3,953,363 _____ 3,953,363 _____ ~ Variable Rate Notes - 13.00% American Honda Finance 5.32% 2/21/07 626,200 626,200 ANZ National 5.39% 10/1/07 139,156 139,155 Australia New Zealand 5.32% 10/1/07 695,778 695,778 Bank of America 5.32% 2/23/07 904,511 904,511 Bank of New York 5.36% 10/1/07 556,622 556,622 Barclays New York 5.31% 5/18/07 904,511 904,511 Bayerische Landesbank 5.38% 10/1/06 695,778 695,777 Bear Stearns 5.47% 2/28/07 834,933 834,933 BNP Paribas 5.36% 10/1/07 695,778 695,778 Canadian Imperial Bank 5.30% 10/1/07 347,889 347,889 5.32% 11/22/06 695,778 695,778 CDC Financial Products 5.41% 10/2/06 904,511 904,511 Citigroup Global Markets 5.38% 9/7/06 904,511 904,511 Commonwealth Bank 5.33% 10/1/07 695,778 695,778 Deutsche Bank 5.34% 2/23/07 834,933 834,933 Goldman Sachs 5.45% 8/31/07 904,511 904,511 Manufacturers & Traders 5.31% 9/26/06 695,776 695,765 Marshall & Ilsley Bank 5.31% 10/1/07 765,355 765,355 Merrill Lynch Mortgage Capital 5.41% 9/5/06 626,200 626,200 National Australia Bank 5.38% 3/7/07 862,764 862,764 National City Bank 5.32% 3/2/07 835,011 835,166 National Rural Utilities 5.39% 10/1/07 1,099,329 1,099,329 Nordea Bank New York 5.31% 5/16/07 347,888 347,876 Nordea Bank Norge 5.34% 10/1/07 695,778 695,778 Royal Bank of Scotland 5.32% 10/1/07 695,778 695,778 Societe Generale 5.36% 10/1/07 347,889 347,889 Wells Fargo 5.34% 10/1/07 695,778 695,778 _____ 19,008,854 _____ Total Securities Lending Collateral (cost \$22,962,217) 22,962,217 _____ Total Market Value of Securities - 144.67% (cost \$194,517,881) 211,468,349 ! Obligation to Return Securities Lending Collateral - (15.71%)** (22,962,217) Commercial Paper Payable - (29.94%) (par \$44,000,000) (43,768,727) Receivables and Other Assets Net of Liabilities (See Notes) - 0.98% 1,429,162 _____ Net Assets Applicable to 11,009,236 Shares Outstanding - 100.00% \$146,166,567 _____ = Security is being fair valued in accordance with the Fund's fair valuation policy. At August 31, 2006, the aggregate amount of fair valued securities equaled \$5,107, which represented 0.00% of the Fund's net assets. See Note 1 in "Notes." @ Illiquid security. At August 31, 2006, the aggregate amount of illiquid securities equaled \$1,307, which represented 0.00% of the Fund's net assets. See Note 5 in "Notes." II Restricted Security. Investment in a security not registered under the Securities Act of 1933, as amended. This security has certain restrictions on resale which may limit its liquidity. At August 31, 2006, the aggregate amount of the restricted security equaled \$998,354 or 0.68% of the Fund's net assets. See Note 5 in "Notes." ~ Variable rate security. The interest rate shown is the rate as of August 31, 2006. ^ Zero coupon security. The interest rate shown is the yield at the time of purchase. ; Step coupon bond. Coupon increases/decreases periodically based on a predetermined schedule. Stated interest rate in effect at August 31, 2006. { Step coupon bond. Indicates security that has a zero coupon that remains in effect until a predetermined date at which time the stated interest rate becomes effective. + Non-income producing security for the period ended August 31, 2006. ++ Non-income producing security. Security is currently in default. } Security is currently in default. The issue has missed the maturity date. Bankruptcy proceedings are in process to determine distribution of assets. The date listed is the estimate of when proceedings will be finalized. # Security exempt from registration under Rule 144A of the Securities Act of 1933, as amended. At August 31, 2006, the aggregate amount of Rule 144A securities equaled \$17,620,932, which represented 12.06% of the Fund's net assets. See Note 5 in "Notes." * Fully or partially on loan. ** See Note 4 in "Notes." ! Includes \$22,041,998 of securities loaned. Summary of

Abbreviations ADR - American Depositary Receipts REIT - Real Estate Investment Trust PIK - Pay-in-kind

Notes 1. Significant Accounting Policies The following accounting policies are in accordance with U.S. generally accepted accounting principals and are consistently followed by Delaware Investments Dividend and Income Fund, Inc. (the "Fund"). Security Valuation - Equity securities, except those traded on the Nasdaq Stock Market, Inc. (Nasdaq), are valued at the last quoted sales price as of the time of the regular close of the New York Stock Exchange (NYSE) on the valuation date. Securities traded on the Nasdaq are valued in accordance with the Nasdaq Official Closing Price, which may not be the last sales price. If on a particular day an equity security does not trade, then the mean between the bid and the asked prices will be used. U.S. Government and agency securities are valued at the mean between the bid and asked prices. Long-term debt securities are valued by an independent pricing service and such prices are believed to reflect the fair value of such securities. Short-term debt securities having less than 60 days to maturity are valued at amortized cost, which approximates market value. Securities lending collateral is valued at amortized cost, which approximates market value. Other securities and assets for which market quotations are not readily available are valued at fair value as determined in good faith under the direction of the Fund's Board of Directors. In determining whether market quotations are readily available or fair valuation will be used, various factors will be taken into consideration, such as market closures, or with respect to foreign securities, aftermarket trading or significant events after local market trading (e.g., government actions or pronouncements, trading volume or volatility on markets, exchanges among dealers, or news events). Federal Income Taxes - The Fund intends to continue to qualify for federal income tax purposes as a regulated investment company and make the requisite distributions to shareholders. Accordingly, no provision for federal income taxes has been made in the financial statements. On July 13, 2006, the Financial Accounting Standards Board (FASB) released FASB Interpretation No. 48 "Accounting for Uncertainty in Income Taxes" (FIN 48). FIN 48 provides guidance for how uncertain tax positions should be recognized, measured, presented, and disclosed in the financial statements. FIN 48 requires the evaluation of tax positions taken or expected to be taken in the course of preparing the Fund's tax returns to determine whether the tax positions are "more-likely-than-not" of being sustained by the applicable tax authority. Tax positions not deemed to meet the more-likely-than-not threshold would be recorded as a tax benefit or expense in the current year. Adoption of FIN 48 is required for fiscal years beginning after December 15, 2006 and is to be applied to all open tax years as of the effective date. Although the Fund's tax positions are currently being evaluated, management does not expect the adoption of FIN 48 to have a material impact on the Fund's financial statements. Repurchase Agreements - The Fund may invest in a pooled cash account along with other members of the Delaware Investments(R)Family of Funds pursuant to an exemptive order issued by the Securities and Exchange Commission. The aggregate daily balance of the pooled cash account is invested in repurchase agreements secured by obligations of the U.S. government. The respective collateral is held by the Fund's custodian bank until the maturity of the respective repurchase agreements. Each repurchase agreement is 102% collateralized. However, in the event of default or bankruptcy by the counterparty to the agreement, realization of the collateral may be subject to legal proceedings. Distributions - The Fund has a managed distribution policy. Under the policy, the Fund declares and pays monthly distributions and is managed with a goal of generating as much of the distribution as possible from ordinary income (net investment income and short-term capital gains). The balance of the distribution then comes from long-term capital gains and if necessary, a return of capital. The current annualized rate is \$0.96 per share. The Fund continues to evaluate its monthly distribution in light of ongoing economic and market conditions and may change the amount of the monthly distributions in the future. Borrowings - The Fund issues short-term commercial paper at a discount from par. The discount is amortized as interest expense over the life of the commercial paper using the straight-line method (See Note 3). Use of Estimates - The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Other - Expenses common to all funds within the Delaware Investments(R) Family of Funds are allocated amongst the funds on the basis of average net assets. Management fees and some other expenses are paid monthly. Security transactions are recorded on the date the securities are purchased or sold (trade date) for financial reporting purposes. Costs used in calculating realized gains and losses on the sale of investment securities are those of the specific securities sold. Dividend income is recorded on the ex-dividend date and interest income is recorded on the accrual basis. Discounts and premiums on non-convertible

debt securities are amortized to interest income over the lives of the respective securities. Distributions received from investments in Real Estate Investment Trusts (REITs) are recorded as dividend income on ex-dividend date, subject to reclassification upon notice of the character of such distributions by the issuer.

2. Investments At August 31, 2006, the cost of investments for federal income tax purposes has been estimated since the final tax characteristics cannot be determined until fiscal year end. At August 31, 2006, the cost of investments and unrealized appreciation (depreciation) for the Fund was as follows: Cost of investments \$194,803,312 _____ Aggregate unrealized appreciation 20,424,932 Aggregate unrealized depreciation (3,759,895) _____ Net unrealized appreciation \$ 16,665,037 _____

3. Commercial Paper As of August 31, 2006, \$44,000,000 (par value) of commercial paper was outstanding with an amortized cost of \$43,768,727. The weighted average discount rate of commercial paper outstanding at August 31, 2006, was 5.26%. The average daily balance of commercial paper outstanding during the period ended August 31, 2006 was \$46,690,701 at a weighted discount rate of 4.59%. The maximum amount of commercial paper outstanding at any time during the period was \$48,000,000. On June 22, 2006, the Fund reduced the commercial paper outstanding to \$44,000,000 in conjunction with the tender offer. In conjunction with the issuance of the commercial paper, the Fund entered into a line of credit arrangement with J.P. Morgan Chase for \$30,000,000. Interest on borrowings is based on market rates in effect at the time of borrowing. The commitment fee is computed at the rate of 0.12% per annum on the unused balance. During the period ended August 31, 2006, there were no borrowings under this arrangement.

4. Securities Lending The Fund, along with other funds in the Delaware Investments(R)Family of Funds, may lend its securities pursuant to a security lending agreement (Lending Agreement) with J.P. Morgan Chase. Initial security loans made pursuant to the Lending Agreement are required to be secured by U.S. government obligations and/or cash collateral not less than 102% of the market value of the securities issued in the United States. With respect to each loan, if the aggregate market value of the collateral held on any business day is less than the aggregate market value of the securities which are the subject of such loan, the borrower will be notified to provide additional collateral not less than the applicable collateral requirements. Cash collateral received is invested in fixed income securities, with a weighted average maturity not to exceed 90 days, rated in one of the top two tiers by Standard & Poor's Ratings Group or Moody's Investors Service, Inc. or repurchase agreements collateralized by such securities. However, in the event of default or bankruptcy by the lending agent, realization and/or retention of the collateral may be subject to legal proceedings. In the event the borrower fails to return loaned securities and the collateral received is insufficient to cover the value of the loaned securities and provided such collateral shortfall is not the result of investment losses, the lending agent has agreed to pay the amount of the shortfall to the Fund, or at the discretion of the lending agent, replace the loaned securities. The Fund continues to record dividends on the securities loaned and is subject to change in value of the securities loaned that may occur during the term of the loan. The Fund has the right under the Lending Agreement to recover the securities from the borrower on demand. The security lending agent and the borrower retain a portion of the earnings from the collateral investments. The Fund records security lending income net of such allocation. At August 31, 2006, the market value of the securities on loan was \$22,041,998, for which cash collateral was received and invested in accordance with the Lending Agreement. Such investments are presented on the Schedule of Investments under the caption "Securities Lending Collateral."

5. Credit and Market Risks The Fund invests in high-yield fixed income securities, which carry ratings of BB or lower by Standard & Poor's Ratings Group and/or Ba or lower by Moody's Investors Service, Inc. Investments in these higher yielding securities are generally accompanied by a greater degree of credit risk than higher rated securities. Additionally, lower rated securities may be more susceptible to adverse economic and competitive industry conditions than investment grade securities. The Fund may invest up to 10% of its total assets in illiquid securities, which may include securities with contractual restrictions on resale, securities exempt from registration under Rule 144A of the Securities Act of 1933, as amended, and other securities which may not be readily marketable. The relative illiquidity of these securities may impair the Fund from disposing of them in a timely manner and at a fair price when it is necessary or desirable to do so. While maintaining oversight, the Fund's Board of Directors has delegated to Delaware Management Company the day-to-day functions of determining whether individual securities are liquid for purposes of the Fund's limitation on investments in illiquid assets. Rule 144A and illiquid securities have been identified on the Schedule of Investments. The Fund invests in REITs and is subject to some of the risks associated with that industry. If the Fund holds real estate directly as a result of defaults or receives rental income directly from real estate holdings, its tax status as a regulated investment company may be jeopardized. There were no direct holdings during the period ended August 31, 2006. The Fund's REIT holdings are also affected by interest rate

changes, particularly if the REITs it holds use floating rate debt to finance their ongoing operations. Item 2. Controls and Procedures. The registrant's principal executive officer and principal financial officer have evaluated the registrant's disclosure controls and procedures within 90 days of the filing of this report and have concluded that they are effective in providing reasonable assurance that the information required to be disclosed by the registrant in its reports or statements filed under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in the rules and forms of the Securities and Exchange Commission. There were no significant changes in the registrant's internal control over financial reporting that occurred during the registrant's last fiscal quarter (the registrant's second fiscal half-year in the case of an annual report) that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting. Item 3. Exhibits. File as exhibits as part of this Form a separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Act (17 CFR 270.30a-2(a)), exactly as set forth below: