

TCW STRATEGIC INCOME FUND INC  
Form N-PX  
August 11, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**FORM N-PX**

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

Investment Company Act file number: 811-04980

**TCW Strategic Income Fund, Inc.**

(Exact name of registrant as specified in charter)

**865 South Figueroa Street, Los Angeles, CA 90017**

(Address of principal executive offices)

**Philip K. Holl, Secretary, 865 South Figueroa Street, Los Angeles, CA 90017**

(Name and address of agent for service)

Registrant's telephone number, including area code: (213) 244-0000

Date of Fiscal year-end: 12/31/2009

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Date of reporting period: 7/1/2008 - 6/30/2009

**Item 1. Proxy Voting Record**

AMEREN CORPORATION

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

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

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AMERICAN ELECTRIC POWER CO.

Ticker: AEP Security ID: 025537101  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E. R. Brooks	For	For	Management
1.2	Elect Director Donald M. Carlton	For	For	Management
1.3	Elect Director Ralph D. Crosby, Jr.	For	For	Management
1.4	Elect Director Linda A. Goodspeed	For	For	Management
1.5	Elect Director Thomas E. Hoaglin	For	Withhold	Management
1.6	Elect Director Lester A. Hudson, Jr.	For	For	Management
1.7	Elect Director Michael G. Morris	For	For	Management
1.8	Elect Director Lionel L. Nowell III	For	For	Management
1.9	Elect Director Richard L. Sandor	For	For	Management
1.10	Elect Director Kathryn D. Sullivan	For	For	Management
1.11	Elect Director Sara Martinez Tucker	For	For	Management
1.12	Elect Director John F. Turner	For	For	Management
2	Eliminate Cumulative Voting and Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
3	Ratify Auditors	For	For	Management

ANADARKO PETROLEUM CORP.

Ticker: APC Security ID: 032511107  
 Meeting Date: MAY 19, 2009 Meeting Type: Annual  
 Record Date: MAR 25, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Allison, Jr.	For	For	Management
1.2	Elect Director Peter J. Fluor	For	For	Management
1.3	Elect Director John W. Poduska, Sr.	For	For	Management
1.4	Elect Director Paula Rosput Reynolds	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	Against	Shareholder

ANNALY CAPITAL MANAGEMENT INC.

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

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

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AT&T INC

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 24, 2009 Meeting Type: Annual  
 Record Date: FEB 25, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Randall L. Stephenson	For	For	Management
1.2	Elect Director William F. Aldinger III	For	For	Management
1.3	Elect Director Gilbert F. Amelio	For	For	Management
1.4	Elect Director Reuben V. Anderson	For	For	Management
1.5	Elect Director James H. Blanchard	For	For	Management
1.6	Elect Director August A. Busch III	For	For	Management
1.7	Elect Director Jaime Chico Pardo	For	For	Management
1.8	Elect Director James P. Kelly	For	For	Management
1.9	Elect Director Jon C. Madonna	For	For	Management
1.10	Elect Director Lynn M. Martin	For	For	Management
1.11	Elect Director John B. McCoy	For	For	Management
1.12	Elect Director Mary S. Metz	For	For	Management
1.13	Elect Director Joyce M. Roche	For	For	Management
1.14	Elect Director Laura D Andrea Tyson	For	For	Management
1.15	Elect Director Patricia P. Upton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Report on Political Contributions	Against	For	Shareholder
5	Amend Articles/Bylaws/Charter Call Special Meetings	Against	For	Shareholder
6	Provide for Cumulative Voting	Against	For	Shareholder
7	Require Independent Board Chairman	Against	Against	Shareholder
8	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder
9	Exclude Pension Credits from Earnings Performance Measure	Against	Against	Shareholder

AVERY DENNISON CORP.

Ticker: AVY Security ID: 053611109  
 Meeting Date: APR 23, 2009 Meeting Type: Annual  
 Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Cardis	For	For	Management
1.2	Elect Director David E.I. Pyott	For	For	Management
1.3	Elect Director Dean A. Scarborough	For	For	Management
1.4	Elect Director Julia A. Stewart	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

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BAKER HUGHES INCORPORATED

Ticker: BHI Security ID: 057224107  
 Meeting Date: APR 23, 2009 Meeting Type: Annual  
 Record Date: FEB 26, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry D. Brady	For	For	Management
1.2	Elect Director Clarence P. Cazalot, Jr.	For	For	Management
1.3	Elect Director Chad C. Deaton	For	For	Management
1.4	Elect Director Edward P. Djerejian	For	For	Management
1.5	Elect Director Anthony G. Fernandes	For	For	Management
1.6	Elect Director Claire W. Gargalli	For	For	Management
1.7	Elect Director Pierre H. Jungels	For	For	Management
1.8	Elect Director James A. Lash	For	For	Management
1.9	Elect Director J. Larry Nichols	For	For	Management
1.10	Elect Director H. John Riley, Jr.	For	For	Management
1.11	Elect Director Charles L. Watson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Articles/Bylaws/Charter Call Special Meetings	Against	For	Shareholder

BOSTON SCIENTIFIC CORP.

Ticker: BSX Security ID: 101137107  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John E. Abele	For	For	Management
2	Elect Director Ursula M. Burns	For	For	Management
3	Elect Director Marye Anne Fox	For	For	Management
4	Elect Director Ray J. Groves	For	For	Management
5	Elect Director Kristina M. Johnson	For	For	Management
6	Elect Director Ernest Mario	For	For	Management
7	Elect Director N.J. Nicholas, Jr.	For	For	Management
8	Elect Director Pete M. Nicholas	For	For	Management
9	Elect Director John E. Pepper	For	For	Management
10	Elect Director Uwe E. Reinhardt	For	For	Management
11	Elect Director Warren B. Rudman	For	For	Management
12	Elect Director John E. Sununu	For	For	Management
13	Elect Director James R. Tobin	For	For	Management
14	Ratify Auditors	For	For	Management
15	Other Business	For	For	Management

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BP PLC

Ticker: BP Security ID: 055622104  
 Meeting Date: APR 16, 2009 Meeting Type: Annual  
 Record Date: FEB 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO RECEIVE THE DIRECTORS ANNUAL REPORT AND ACCOUNTS	For	For	Management
2	TO APPROVE THE DIRECTORS REMUNERATION REPORT	For	Against	Management
3	DIRECTOR MR A BURGMANS	For	For	Management
4	DIRECTOR MRS C B CARROLL	For	For	Management
5	DIRECTOR SIR WILLIAM CASTELL	For	For	Management
6	DIRECTOR MR I C CONN	For	For	Management
7	DIRECTOR MR G DAVID	For	For	Management
8	DIRECTOR MR E B DAVIS, JR	For	For	Management
9	DIRECTOR MR R DUDLEY	For	For	Management
10	DIRECTOR MR D J FLINT	For	For	Management
11	DIRECTOR DR B E GROTE	For	For	Management
12	DIRECTOR DR A B HAYWARD	For	For	Management
13	DIRECTOR MR A G INGLIS	For	For	Management
14	DIRECTOR DR D S JULIUS	For	For	Management
15	DIRECTOR SIR TOM MCKILLOP	For	For	Management
16	DIRECTOR SIR IAN PROSSER	For	For	Management
17	DIRECTOR MR P D SUTHERLAND	For	For	Management
18	TO RE-APPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION	For	For	Management
19	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY	For	For	Management
20	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT	For	For	Management
21	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS	For	For	Management
22	SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS	For	Against	Management

BRISTOL-MYERS SQUIBB CO.

Ticker: BMY Security ID: 110122108  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director L. Andreotti	For	For	Management
2	Elect Director L. B. Campbell	For	For	Management
3	Elect Director J. M. Cornelius	For	For	Management
4	Elect Director L. J. Freeh	For	For	Management

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5

Elect Director L. H. Glimcher

For

For

Management

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6	Elect Director M. Grobstein	For	For	Management
7	Elect Director L. Johansson	For	For	Management
8	Elect Director A. J. Lacy	For	For	Management
9	Elect Director V. L. Sato	For	For	Management
10	Elect Director T. D. West, Jr.	For	For	Management
11	Elect Director R. S. Williams	For	For	Management
12	Ratify Auditors	For	For	Management
13	Increase Disclosure of Executive Compensation	Against	For	Shareholder
14	Reduce Supermajority Vote Requirement	Against	For	Shareholder
15	Amend Articles/Bylaws/Charter Call Special Meetings	Against	Against	Shareholder
16	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder

CHEVRON CORPORATION

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

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



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COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101  
 Meeting Date: MAY 13, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Decker Anstrom	For	For	Management
1.2	Elect Director Kenneth J. Bacon	For	For	Management
1.3	Elect Director Sheldon M. Bonovitz	For	For	Management
1.4	Elect Director Edward D. Breen	For	For	Management
1.5	Elect Director Julian A. Brodsky	For	For	Management
1.6	Elect Director Joseph J. Collins	For	For	Management
1.7	Elect Director J. Michael Cook	For	For	Management
1.8	Elect Director Gerald L. Hassell	For	For	Management
1.9	Elect Director Jeffrey A. Honickman	For	For	Management
1.10	Elect Director Brian L. Roberts	For	For	Management
1.11	Elect Director Ralph J. Roberts	For	For	Management
1.12	Elect Director Dr. Judith Rodin	For	For	Management
1.13	Elect Director Michael I. Sovern	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Restricted Stock Plan	For	For	Management
5	Amend Stock Option Plan	For	For	Management
6	Increase Disclosure of Executive Compensation	Against	For	Shareholder
7	Seek Shareholder Approval on Certain Future Death Benefit Arrangements	Against	Against	Shareholder
8	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder
9	Adopt a Recapitalization Plan	Against	Against	Shareholder

CONOCOPHILLIPS

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Armitage	For	For	Management
1.2	Elect Director Richard H. Auchinleck	For	For	Management
1.3	Elect Director James E. Copeland, Jr.	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Ruth R. Harkin	For	For	Management
1.6	Elect Director Harold W. McGraw III	For	For	Management
1.7	Elect Director James J. Mulva	For	For	Management
1.8	Elect Director Harald J. Norvik	For	For	Management
1.9	Elect Director William K. Reilly	For	For	Management
1.10	Elect Director Bobby S. Shackouls	For	For	Management
1.11	Elect Director Victoria J. Tschinkel	For	For	Management
1.12	Elect Director Kathryn C. Turner	For	For	Management
1.13	Elect Director William E. Wade, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

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3	Approve Omnibus Stock Plan	For	For	Management
4	Adopt Principles for Health Care Reform	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder
6	Report on Political Contributions	Against	For	Shareholder
7	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder
8	Report on Environmental Impact of Oil Sands Operations in Canada	Against	For	Shareholder
9	Require Director Nominee Qualifications	Against	Against	Shareholder

CVS CAREMARK CORP

Ticker: CVS Security ID: 126650100  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 12, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edwin M. Banks	For	For	Management
1.2	Elect Director C. David Brown II	For	For	Management
1.3	Elect Director David W. Dorman	For	For	Management
1.4	Elect Director Kristen E. Gibney Williams	For	For	Management
1.5	Elect Director Marian L. Heard	For	For	Management
1.6	Elect Director William H. Joyce	For	For	Management
1.7	Elect Director Jean-Pierre Million	For	For	Management
1.8	Elect Director Terrence Murray	For	For	Management
1.9	Elect Director C.A. Lance Piccolo	For	For	Management
1.10	Elect Director Sheli Z. Rosenberg	For	For	Management
1.11	Elect Director Thomas M. Ryan	For	For	Management
1.12	Elect Director Richard J. Swift	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Articles/Bylaws/Charter Call Special Meetings	Against	For	Shareholder
4	Require Independent Board Chairman	Against	Against	Shareholder
5	Report on Political Contributions	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder

E.I. DU PONT DE NEMOURS & CO.

Ticker: DD Security ID: 263534109  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Samuel W. Bodman	For	For	Management
2	Elect Director Richard H. Brown	For	For	Management
3	Elect Director Robert A. Brown	For	For	Management
4	Elect Director Bertrand P. Collomb	For	For	Management
5	Elect Director Curtis J. Crawford	For	For	Management

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6	Elect Director Alexander M. Cutler	For	For	Management
7	Elect Director John T. Dillon	For	For	Management
8	Elect Director Eleuthere I. Du Pont	For	For	Management
9	Elect Director Marilyn Hewson	For	For	Management
10	Elect Director Charles O. Holliday, Jr.	For	For	Management
11	Elect Director Lois D. Juliber	For	For	Management
12	Elect Director Ellen J. Kullman	For	For	Management
13	Elect Director William K. Reily	For	For	Management
14	Ratify Auditors	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder

ENTERGY CORP.

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Maureen Scannell Bateman	For	For	Management
1.2	Elect Director W. Frank Blount	For	For	Management
1.3	Elect Director Gary W. Edwards	For	For	Management
1.4	Elect Director Alexis M. Herman	For	For	Management
1.5	Elect Director Donald C. Hintz	For	For	Management
1.6	Elect Director J. Wayne Leonard	For	For	Management
1.7	Elect Director Stuart L. Levenick	For	For	Management
1.8	Elect Director James R. Nichols	For	For	Management
1.9	Elect Director William A. Percy, II	For	For	Management
1.10	Elect Director W.J. Tauzin	For	For	Management
1.11	Elect Director Steven V. Wilkinson	For	For	Management
2	Ratify Auditors	For	For	Management

FIFTH THIRD BANCORP

Ticker: FITB Security ID: 316773209  
 Meeting Date: DEC 29, 2008 Meeting Type: Special  
 Record Date: DEC 4, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend Articles of Incorporation and Amend Code of Regulations	For	For	Management
2	Amend Articles of Incorporation to Revise Express Terms of Series G Preferred Stock	For	For	Management
3	Amend Articles of Incorporation and Amend Code of Regulations	For	For	Management
4	Adjourn Meeting	For	For	Management

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FIFTH THIRD BANCORP

Ticker: FITB Security ID: 316773209  
 Meeting Date: APR 21, 2009 Meeting Type: Annual  
 Record Date: MAR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	To Amend Article Fourth, Section (A)2)(D) of the Second Amended Articles of Incorporation, as Amended, to Revise the Terms of the Authorized, Unissued Shares of Preferred Stock, Without Parvalue, All as More Fully Described in the Proxy Statement	For	For	Management

GAP, INC., THE

Ticker: GPS Security ID: 364760108  
 Meeting Date: MAY 19, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Adrian D. P. Bellamy	For	For	Management
1.2	Elect Director Domenico De Sole	For	For	Management
1.3	Elect Director Donald G. Fisher	For	For	Management
1.4	Elect Director Robert J. Fisher	For	For	Management
1.5	Elect Director Bob L. Martin	For	For	Management
1.6	Elect Director Jorge P. Montoya	For	For	Management
1.7	Elect Director Glenn K. Murphy	For	For	Management
1.8	Elect Director James M. Schneider	For	For	Management
1.9	Elect Director Mayo A. Shattuck III	For	For	Management
1.10	Elect Director Kneeland C. Youngblood	For	For	Management
2	Ratify Auditors	For	For	Management

GENERAL ELECTRIC CO.

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James I. Cash, Jr.	For	For	Management
1.2	Elect Director William M. Castell	For	For	Management
1.3	Elect Director Ann M. Fudge	For	For	Management
1.4	Elect Director Susan Hockfield	For	For	Management
1.5	Elect Director Jeffrey R. Immelt	For	Against	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Alan G. (A.G.) Lafley	For	For	Management
1.8	Elect Director Robert W. Lane	For	For	Management
1.9	Elect Director Ralph S. Larsen	For	For	Management
1.10	Elect Director Rochelle B. Lazarus	For	For	Management

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1.11	Elect Director James J. Mulva	For	For	Management
1.12	Elect Director Sam Nunn	For	For	Management
1.13	Elect Director Roger S. Penske	For	For	Management
1.14	Elect Director Robert J. Swieringa	For	For	Management
1.15	Elect Director Douglas A. Warner III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	Against	Shareholder
4	Advisory Vote to Ratify Named Executive Officers Compensation	Against	For	Shareholder
5	Evaluate the Potential Conversion of the Corporation's Business Units into Four or More Public Corporations and Distribute New Shares	Against	For	Shareholder
6	Adopt Policy to Cease the Payments of Dividends or Equivalent Payments to Senior Executives for Shares Not Owned	Against	For	Shareholder
7	Submit Severance Agreement (Change in Control) to shareholder Vote	Against	For	Shareholder

H&R BLOCK, INC.

Ticker: HRB                      Security ID: 093671105  
 Meeting Date: SEP 4, 2008      Meeting Type: Annual  
 Record Date: JUL 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Alan M. Bennett	For	For	Management
2	Elect Director Thomas M. Bloch	For	For	Management
3	Elect Director Richard C. Breeden	For	For	Management
4	Elect Director Robert A. Gerard	For	For	Management
5	Elect Director Len J. Lauer	For	For	Management
6	Elect Director David B. Lewis	For	For	Management
7	Elect Director Tom D. Seip	For	For	Management
8	Elect Director L. Edward Shaw, Jr.	For	For	Management
9	Elect Director Russell P. Smyth	For	For	Management
10	Elect Director Christianna Wood	For	For	Management
11	Amend Articles of Incorporation to Require an Independent Chairman	For	For	Management
12	Approve Decrease in Size of Board	For	For	Management
13	Impose Director Term Limits	For	For	Management
14	Limit Voting Rights of Preferred Stock	For	For	Management
15	Advisory Vote on Executive Compensation - Approve Application of Compensation Philosophy, Policies and Procedures	For	For	Management
16	Approve Deferred Compensation Plan	For	For	Management
17	Ratify Auditors	For	For	Management

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HEWLETT-PACKARD COMPANY

Ticker: HPQ Security ID: 428236103  
 Meeting Date: MAR 18, 2009 Meeting Type: Annual  
 Record Date: JAN 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lawrence T. Babbio, Jr.	For	For	Management
2	Elect Director Sari M. Baldauf	For	For	Management
3	Elect Director Rajiv L. Gupta	For	For	Management
4	Elect Director John H. Hammergren	For	For	Management
5	Elect Director Mark V. Hurd	For	For	Management
6	Elect Director Joel Z. Hyatt	For	For	Management
7	Elect Director John R. Joyce	For	For	Management
8	Elect Director Robert L. Ryan	For	For	Management
9	Elect Director Lucille S. Salhany	For	For	Management
10	Elect Director G. Kennedy Thompson	For	For	Management
11	Ratify Auditors	For	For	Management

HOME DEPOT, INC.

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director F. Duane Ackerman	For	For	Management
2	Elect Director David H. Batchelder	For	For	Management
3	Elect Director Francis S. Blake	For	For	Management
4	Elect Director Ari Bousbib	For	For	Management
5	Elect Director Gregory D. Brenneman	For	For	Management
6	Elect Director Albert P. Carey	For	For	Management
7	Elect Director Armando Codina	For	For	Management
8	Elect Director Bonnie G. Hill	For	For	Management
9	Elect Director Karen L. Katen	For	For	Management
10	Ratify Auditors	For	For	Management
11	Approve Right to Call Special Meetings	For	For	Management
12	Provide for Cumulative Voting	Against	Against	Shareholder
13	Call Special Meetings	Against	Against	Shareholder
14	Prepare Employment Diversity Report	Against	Against	Shareholder
15	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder
16	Assess Energy Use and Establish Reduction Targets	Against	Against	Shareholder

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HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106  
 Meeting Date: APR 27, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gordon M. Bethune	For	For	Management
1.2	Elect Director Jaime Chico Pardo	For	For	Management
1.3	Elect Director David M. Cote	For	For	Management
1.4	Elect Director D. Scott Davis	For	For	Management
1.5	Elect Director Linnet F. Deily	For	For	Management
1.6	Elect Director Clive R. Hollick	For	For	Management
1.7	Elect Director George Paz	For	For	Management
1.8	Elect Director Bradley T. Sheares	For	For	Management
1.9	Elect Director John R. Stafford	For	For	Management
1.10	Elect Director Michael W. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Adopt Principles for Health Care Reform	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder
6	Adopt Anti Gross-up Policy	Against	Against	Shareholder
7	Amend Bylaws Call Special Meetings	Against	For	Shareholder

HOSPITALITY PROPERTIES TRUST

Ticker: HPT Security ID: 44106M102  
 Meeting Date: MAY 15, 2009 Meeting Type: Annual  
 Record Date: MAR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce M. Gans	For	For	Management
1.2	Elect Director Adam D. Portnoy	For	For	Management
2	Declassify the Board of Directors	Against	For	Shareholder

INTEL CORPORATION

Ticker: INTC Security ID: 458140100  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Charlene Barshefsky	For	For	Management
2	Elect Director Susan L. Decker	For	For	Management
3	Elect Director John J. Donahoe	For	For	Management
4	Elect Director Reed E. Hundt	For	For	Management
5	Elect Director Paul S. Otellini	For	For	Management
6	Elect Director James D. Plummer	For	For	Management
7	Elect Director David S. Pottruck	For	For	Management





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9	Elect Director John L. Thornton	For	For	Management
10	Elect Director Frank D. Yeary	For	For	Management
11	Elect Director David B. Yoffie	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Omnibus Stock Plan	For	For	Management
14	Approve Stock Option Exchange Program	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers Compensation	For	For	Management
16	Provide for Cumulative Voting	Against	For	Shareholder
17	Adopt Policy on Human Rights to Water	Against	Against	Shareholder

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. J. P. Belda	For	For	Management
1.2	Elect Director C. Black	For	For	Management
1.3	Elect Director W. R. Brody	For	For	Management
1.4	Elect Director K. I. Chenault	For	For	Management
1.5	Elect Director M. L. Eskew	For	For	Management
1.6	Elect Director S. A. Jackson	For	For	Management
1.7	Elect Director T. Nishimuro	For	For	Management
1.8	Elect Director J. W. Owens	For	For	Management
1.9	Elect Director S. J. Palmisano	For	For	Management
1.10	Elect Director J. E. Spero	For	For	Management
1.11	Elect Director S. Taurel	For	For	Management
1.12	Elect Director L. H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Provide for Cumulative Voting	Against	For	Shareholder
5	Review Executive Compensation	Against	Against	Shareholder
6	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder

INVESCO LTD. (FORMERLY INVESCO PLC)

Ticker: IVZ Security ID: G491BT108  
 Meeting Date: MAY 21, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Election Of Director: Martin L. Flanagan	For	For	Management
2	Election Of Director: Ben F. Johnson, III	For	For	Management
3	Election Of Director: J. Thomas Presby, Cpa	For	For	Management
4	To Appoint Ernst & Young LLP As The	For	For	Management

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Company S Independent Registered Public

Accounting Firm For The Fiscal Year

Ending December 31, 2009

JPMORGAN CHASE & CO.

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

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

KANSAS CITY SOUTHERN

Ticker: KSU Security ID: 485170302  
 Meeting Date: OCT 7, 2008 Meeting Type: Special  
 Record Date: AUG 13, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Omnibus Stock Plan	For	Did Not Vote	Management

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KIMBERLY-CLARK CORP.

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Alm	For	For	Management
1.2	Elect Director Dennis R. Beresford	For	For	Management
1.3	Elect Director John F. Bergstrom	For	For	Management
1.4	Elect Director Abelardo E. Bru	For	For	Management
1.5	Elect Director Robert W. Decherd	For	For	Management
1.6	Elect Director Thomas J. Falk	For	For	Management
1.7	Elect Director Mae C. Jemison	For	For	Management
1.8	Elect Director Ian C. Read	For	For	Management
1.9	Elect Director G. Craig Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide Right to Call Special Meeting	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Provide for Cumulative Voting	Against	For	Shareholder

KRAFT FOODS INC

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

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

LENNAR CORP.

Ticker: LEN Security ID: 526057104  
 Meeting Date: APR 15, 2009 Meeting Type: Annual  
 Record Date: FEB 19, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Irving Bolotin	For	For	Management

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1.2	Elect Director Steven L. Gerard	For	For	Management
1.3	Elect Director Sherrill W. Hudson	For	For	Management
1.4	Elect Director R. Kirk Landon	For	For	Management
1.5	Elect Director Sidney Lapidus	For	For	Management
1.6	Elect Director Stuart A. Miller	For	For	Management
1.7	Elect Director Donna E. Shalala	For	For	Management
1.8	Elect Director Jeffrey Sonnenfeld	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder

LSI CORP

Ticker: LSI Security ID: 502161102  
 Meeting Date: MAY 14, 2009 Meeting Type: Annual  
 Record Date: MAR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Charles A. Haggerty	For	For	Management
2	Elect Director Richard S. Hill	For	For	Management
3	Elect Director John H.F. Miner	For	For	Management
4	Elect Director Arun Netravali	For	For	Management
5	Elect Director Matthew J. O'Rourke	For	For	Management
6	Elect Director Gregorio Reyes	For	For	Management
7	Elect Director Michael G. Strachan	For	For	Management
8	Elect Director Abhijit Y. Talwalkar	For	For	Management
9	Elect Director Susan Whitney	For	For	Management
10	Ratify Auditors	For	For	Management
11	Amend Executive Incentive Bonus Plan	For	For	Management

MARATHON OIL CORP.

Ticker: MRO Security ID: 565849106  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles F. Bolden, Jr.	For	For	Management
1.2	Elect Director Gregory H. Boyce	For	For	Management
1.3	Elect Director Clarence P. Cazalot, Jr.	For	For	Management
1.4	Elect Director David A. Daberko	For	For	Management
1.5	Elect Director William L. Davis	For	For	Management
1.6	Elect Director Shirley Ann Jackson	For	For	Management
1.7	Elect Director Philip Lader	For	For	Management
1.8	Elect Director Charles R. Lee	For	For	Management
1.9	Elect Director Michael E. J. Phelps	For	For	Management
1.10	Elect Director Dennis H. Reilly	For	For	Management
1.11	Elect Director Seth E. Schofield	For	For	Management
1.12	Elect Director John W. Snow	For	For	Management
1.13	Elect Director Thomas J. Usher	For	For	Management

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2	Ratify Auditors	For	For	Management
3	Amend Bylaws Call Special Meetings	Against	For	Shareholder
4	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder

MATTEL, INC.

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

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

MEADWESTVACO CORP.

Ticker: MWV Security ID: 583334107  
 Meeting Date: APR 27, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael E. Campbell	For	For	Management
1.2	Elect Director Thomas W. Cole, Jr.	For	For	Management
1.3	Elect Director James G. Kaiser	For	For	Management
1.4	Elect Director Richard B. Kelson	For	For	Management
1.5	Elect Director James M. Kilts	For	For	Management
1.6	Elect Director Susan J. Kropf	For	For	Management
1.7	Elect Director Douglas S. Luke	For	For	Management
1.8	Elect Director John A. Luke, Jr.	For	For	Management
1.9	Elect Director Robert C. McCormack	For	For	Management
1.10	Elect Director Timothy H. Powers	For	For	Management
1.11	Elect Director Edward M. Straw	For	For	Management
1.12	Elect Director Jane L. Warner	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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4 Amend Articles/Bylaws/Charter Call Special Meetings Against Against Shareholder  
MOTOROLA, INC.

Ticker: MOT Security ID: 620076109  
Meeting Date: MAY 4, 2009 Meeting Type: Annual  
Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G. Brown	For	For	Management
1.2	Elect Director D. Dorman	For	For	Management
1.3	Elect Director W. Hambrecht	For	For	Management
1.4	Elect Director S. Jha	For	For	Management
1.5	Elect Director J. Lewent	For	For	Management
1.6	Elect Director K. Meister	For	For	Management
1.7	Elect Director T. Meredith	For	For	Management
1.8	Elect Director S. Scott III	For	For	Management
1.9	Elect Director R. Sommer	For	For	Management
1.10	Elect Director J. Stengel	For	For	Management
1.11	Elect Director A. Vinciguerra	For	For	Management
1.12	Elect Director D. Warner III	For	For	Management
1.13	Elect Director J. White	For	For	Management
2	Adjust Par Value of Common Stock	For	For	Management
3	Approve Repricing of Options	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers Compensation	For	Against	Management
6	Ratify Auditors	For	For	Management
7	Provide for Cumulative Voting	Against	For	Shareholder
8	Amend Bylaws Call Special Meetings	Against	For	Shareholder
9	Amend Human Rights Policies	Against	Against	Shareholder

NEW YORK COMMUNITY BANCORP, INC.

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

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

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NYSE EURONEXT

Ticker: NYX Security ID: 629491101  
 Meeting Date: APR 2, 2009 Meeting Type: Annual  
 Record Date: FEB 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ellyn L. Brown	For	For	Management
1.2	Elect Director Marshall N. Carter	For	For	Management
1.3	Elect Director Patricia M. Cloherty	For	For	Management
1.4	Elect Director Sir George Cox	For	For	Management
1.5	Elect Director Sylvain Hefes	For	For	Management
1.6	Elect Director Jan-Michiel Hessels	For	For	Management
1.7	Elect Director Dominique Hoenn	For	For	Management
1.8	Elect Director Shirley Ann Jackson	For	For	Management
1.9	Elect Director James S. McDonald	For	For	Management
1.10	Elect Director Duncan M. McFarland	For	For	Management
1.11	Elect Director James J. McNulty	For	For	Management
1.12	Elect Director Duncan L. Niederauer	For	For	Management
1.13	Elect Director Baron Jean Peterbroeck	For	For	Management
1.14	Elect Director Alice M. Rivlin	For	For	Management
1.15	Elect Director Ricardo Salgado	For	For	Management
1.16	Elect Director Jean-Francois Theodore	For	For	Management
1.17	Elect Director Rijnhard van Tets	For	For	Management
1.18	Elect Director Sir Brian Williamson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Issue Stock Certificate of Ownership	Against	Against	Shareholder
4	Reduce Supermajority Vote Requirement	Against	For	Shareholder

PACKAGING CORPORATION OF AMERICA

Ticker: PKG Security ID: 695156109  
 Meeting Date: MAY 27, 2009 Meeting Type: Annual  
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Cheryl K. Beebe	For	For	Management
1.2	Elect Director Henry F. Frigon	For	For	Management
1.3	Elect Director Hasan Jameel	For	For	Management
1.4	Elect Director Samuel M. Menco	For	For	Management
1.5	Elect Director Roger B. Porter	For	For	Management
1.6	Elect Director Paul T. Stecko	For	For	Management
1.7	Elect Director James D. Woodrum	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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PFIZER INC.

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

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

QWEST COMMUNICATIONS INTERNATIONAL INC.

Ticker: Q Security ID: 749121109  
 Meeting Date: MAY 13, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward A. Mueller	For	For	Management
1.2	Elect Director Linda G. Alvarado	For	For	Management
1.3	Elect Director Charles L. Biggs	For	For	Management
1.4	Elect Director K. Dane Brooksher	For	For	Management
1.5	Elect Director Peter S. Hellman	For	For	Management
1.6	Elect Director R. David Hoover	For	For	Management
1.7	Elect Director Patrick J. Martin	For	For	Management
1.8	Elect Director Caroline Matthews	For	For	Management
1.9	Elect Director Wayne W. Murdy	For	For	Management
1.10	Elect Director Jan L. Murley	For	For	Management
1.11	Elect Director James A. Unruh	For	For	Management
1.12	Elect Director Anthony Welters	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Terms of Severance Payments to Executives	For	For	Management
4	Submit SERP to Shareholder Vote	Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive	Against	Against	Shareholder



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	Officers Compensation			
6	Amend Bylaws Call Special Meetings	Against	Against	Shareholder
7	Reincorporate in Another State [Delaware to North Dakota]	Against	Against	Shareholder

REGAL ENTERTAINMENT GROUP

Ticker: RGC Security ID: 758766109  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles E. Brymer	For	For	Management
1.2	Elect Director Michael L. Campbell	For	For	Management
1.3	Elect Director Alex Yemenidjian	For	For	Management
2	Ratify Auditors	For	For	Management

SALESFORCE.COM, INC.

Ticker: CRM Security ID: 79466L302  
 Meeting Date: JUL 10, 2008 Meeting Type: Annual  
 Record Date: MAY 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marc Benioff	For	For	Management
1.2	Elect Director Craig Conway	For	For	Management
1.3	Elect Director Alan Hassenfeld	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management

SARA LEE CORP.

Ticker: SLE Security ID: 803111103  
 Meeting Date: OCT 30, 2008 Meeting Type: Annual  
 Record Date: SEP 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Brenda C. Barnes	For	For	Management
2	Elect Director Christopher B. Begley	For	For	Management
3	Elect Director Crandall C. Bowles	For	For	Management
4	Elect Director Virgis W. Colbert	For	Against	Management
5	Elect Director James S. Crown	For	Against	Management
6	Elect Director Laurette T. Koellner	For	For	Management
7	Elect Director Cornelis J.A. van Lede	For	Against	Management
8	Elect Director John McAdam	For	For	Management
9	Elect Director Ian Prosser	For	For	Management
10	Elect Director Rozanne L. Ridgway	For	For	Management

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11	Elect Director Norman R. Sorensen	For	Against	Management
12	Elect Director Jeffrey W. Ubben	For	For	Management
13	Elect Director Jonathan P. Ward	For	Against	Management
14	Ratify Auditors	For	For	Management
15	Re-Approve Performance Measures	For	For	Management

SONY CORP.

Ticker: 6758 Security ID: 835699307  
 Meeting Date: JUN 19, 2009 Meeting Type: Annual  
 Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend A Part Of The Articles Of Incorporation.	For	For	Management
2.1	Director Howard Stringer	For	For	Management
2.2	Director Ryoji Chubachi	For	For	Management
2.3	Director Nobuyuki Oneda	For	For	Management
2.4	Director Yotaro Kobayashi	For	For	Management
2.5	Director Sakie T. Fukushima	For	For	Management
2.6	Director Yoshihiko Miyauchi	For	For	Management
2.7	Director Yoshiaki Yamauchi	For	For	Management
2.8	Director Peter Bonfield	For	For	Management
2.9	Director Fueo Sumita	For	For	Management
2.10	Director Fujio Cho	For	For	Management
2.11	Director Ryuji Yasuda	For	For	Management
2.12	Director Yukako Uchinaga	For	For	Management
2.13	Director Mitsuaki Yahagi	For	For	Management
2.14	Director Tsun-yan Hsieh	For	For	Management
2.15	Director Roland A. Hernandez	For	For	Management
3	Issue Stock Acquisition Rights For The Purpose Of Granting Stock Options.	For	For	Management

TENET HEALTHCARE CORP.

Ticker: THC Security ID: 88033G100  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John Ellis Jeb Bush	For	For	Management
2	Elect Director Trevor Fetter	For	For	Management
3	Elect Director Brenda J. Gaines	For	For	Management
4	Elect Director Karen M. Garrison	For	For	Management
5	Elect Director Edward A. Kangas	For	For	Management
6	Elect Director J. Robert Kerrey	For	For	Management
7	Elect Director Floyd D. Loop	For	For	Management
8	Elect Director Richard R. Pettingill	For	For	Management
9	Elect Director James A. Unruh	For	For	Management
10	Elect Director J. McDonald Williams	For	For	Management
11	Ratify Auditors	For	For	Management

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12 Pay For Superior Performance Against Against Shareholder  
THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102  
Meeting Date: MAY 20, 2009 Meeting Type: Annual  
Record Date: MAR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Judy C. Lewent	For	For	Management
1.2	Elect Director Peter J. Manning	For	For	Management
1.3	Elect Director Jim P. Manzi	For	For	Management
1.4	Elect Director Elaine S. Ullian	For	For	Management
2	Ratify Auditors	For	For	Management

TIME WARNER INC

Ticker: TWX Security ID: 887317105  
Meeting Date: JAN 16, 2009 Meeting Type: Special  
Record Date: NOV 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Reverse Stock Split	For	For	Management

TIME WARNER INC

Ticker: TWX Security ID: 887317303  
Meeting Date: MAY 28, 2009 Meeting Type: Annual  
Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herbert M. Allison, Jr.	For	For	Management
1.2	Elect Director James L. Barksdale	For	For	Management
1.3	Elect Director Jeffrey L. Bewkes	For	For	Management
1.4	Elect Director Stephen F. Bollenbach	For	For	Management
1.5	Elect Director Frank J. Caufield	For	For	Management
1.6	Elect Director Robert C. Clark	For	For	Management
1.7	Elect Director Mathias Dopfner	For	For	Management
1.8	Elect Director Jessica P. Einhorn	For	For	Management
1.9	Elect Director Michael A. Miles	For	For	Management
1.10	Elect Director Kenneth J. Novack	For	For	Management
1.11	Elect Director Deborah C. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Provide for Cumulative Voting	Against	Against	Shareholder
5	Amend Articles/Bylaws/Charter Call Special Meetings	Against	Against	Shareholder
6	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder

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TRAVELERS COMPANIES, INC., THE

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan L. Beller	For	For	Management
1.2	Elect Director John H. Dasburg	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	For	Management
1.7	Elect Director Patricia L. Higgins	For	For	Management
1.8	Elect Director Thomas R. Hodgson	For	For	Management
1.9	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1.10	Elect Director Robert I. Lipp	For	For	Management
1.11	Elect Director Blythe J. McGarvie	For	For	Management
1.12	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Report on Political Contributions	Against	For	Shareholder

TYCO ELECTRONICS LTD.

Ticker: TEL Security ID: G9144P105  
 Meeting Date: JUN 22, 2009 Meeting Type: Annual  
 Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Reelect Pierre R. Brondeau as Director	For	For	Management
1.2	Reelect Ram Charan as Director	For	For	Management
1.3	Reelect Juergen W. Gromer as Director	For	For	Management
1.4	Reelect Robert M. Hernandez as Director	For	For	Management
1.5	Reelect Thomas J. Lynch as Director	For	For	Management
1.6	Reelect Daniel J. Phelan as Director	For	For	Management
1.7	Reelect Frederic M. Poses as Director	For	For	Management
1.8	Reelect Lawrence S. Smith as Director	For	For	Management
1.9	Reelect Paula A. Sneed as Director	For	For	Management
1.10	Reelect David P. Steiner as Director	For	For	Management
1.11	Reelect John C. Van Scoter as Director	For	For	Management
2	Approve Amended and Restated Tyco Electronics Ltd. 2007 Stock and Incentive Plan	For	For	Management
3	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management

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TYCO ELECTRONICS LTD.

Ticker: TEL Security ID: G9144P105  
 Meeting Date: JUN 22, 2009 Meeting Type: Special  
 Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Change Country of Incorporation from Bermuda to Switzerland	For	For	Management
2	Amend Bye-laws Re: Eliminate Certain Supermajority Vote Requirements	For	For	Management
3	Amend Bye-laws Re: Increase Registered Share Capital	For	For	Management
4	Approve Dividend of USD 0.16 Per Share Through a Reduction in Share Capital	For	For	Management
5	Approve Swiss Law as the Authoritative Governing Legislation	For	For	Management
6	Change Company Name to Tyco Electronics Ltd.	For	For	Management
7	Amend Corporate Purpose	For	For	Management
8	Adopt New Articles of Association	For	For	Management
9	Approve Schaffhausen, Switzerland as Principal Place of Business	For	For	Management
10	Appoint PricewaterhouseCoopers AG, Zurich as Special Auditor	For	For	Management
11	Ratify Deloitte AG as Auditors	For	For	Management
12	Approve Additional Provisions to the Articles of Association Re: Limit the Number of Shares that may be Registered	For	Against	Management
13	Approve Additional Provisions to the Articles of Association Re: Supermajority Vote and Amendment to the Provisions in Proposal 12	For	Against	Management
14	Adjourn Meeting	For	For	Management

TYCO INTERNATIONAL LTD.

Ticker: TYC Security ID: G9143X208  
 Meeting Date: MAR 12, 2009 Meeting Type: Annual  
 Record Date: JAN 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Edward D. Breen as Director	For	For	Management
1.2	Elect Timothy M. Donahue as Director	For	For	Management
1.3	Elect Brian Duperreault as Director	For	For	Management
1.4	Elect Bruce S. Gordon as Director	For	For	Management
1.5	Elect Rajiv Gupta as Director	For	For	Management
1.6	Elect John A. Krol as Director	For	For	Management
1.7	Elect Brendan R. O Neil as Director	For	For	Management
1.8	Elect William S. Stavropoulos as Director	For	For	Management
1.9	Elect Sandra Wijnberg as Director	For	For	Management
1.10	Elect Jerome B. York as Director	For	For	Management
1.11	Elect David Yost as Director	For	For	Management

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2	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For	Management
3	Amend 2004 Stock and Incentive Plan	For	For	Management

TYCO INTERNATIONAL LTD.

Ticker: TYC Security ID: G9143X208  
 Meeting Date: MAR 12, 2009 Meeting Type: Special  
 Record Date: JAN 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Change of Domicile	For	For	Management
2	Increase Authorized Capital	For	For	Management
3	Change Company Name to Tyco International Ltd.	For	For	Management
4	Amend Corporate Purpose	For	For	Management
5	Adopt New Articles of Association	For	For	Management
6	Confirmation of Swiss Law as the Authoritative Governing Legislation	For	For	Management
7	Approve Schaffhausen, Switzerland as Our Principal Place of Business	For	For	Management
8	Appoint PriceWaterhouseCoopers AG, Zurich as Special Auditor	For	For	Management
9	Ratify Deloitte AG as Auditors	For	For	Management
10	Approve Dividends in the Form of a Capital Reduction	For	For	Management
11	Adjourn Meeting	For	For	Management

UNITED STATES STEEL CORP.

Ticker: X Security ID: 912909108  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank J. Lucchino	For	For	Management
1.2	Elect Director Seth E. Schofield	For	For	Management
1.3	Elect Director John P. Surma	For	For	Management
1.4	Elect Director David S. Sutherland	For	For	Management
2	Ratify Auditors	For	For	Management

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VALERO ENERGY CORP.

Ticker: VLO Security ID: 91913Y100  
 Meeting Date: APR 30, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jerry D. Choate	For	For	Management
1.2	Elect Director William R. Klesse	For	For	Management
1.3	Elect Director Donald L. Nickles	For	For	Management
1.4	Elect Director Susan Kaufman Purcell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder
4	Stock Retention/Holding Period	Against	Against	Shareholder
5	Disclose Information on Compensation Consultant	Against	Against	Shareholder
6	Report on Political Contributions	Against	For	Shareholder

WASTE MANAGEMENT, INC.

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

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

WATSON PHARMACEUTICALS, INC.

Ticker: WPI Security ID: 942683103  
 Meeting Date: MAY 8, 2009 Meeting Type: Annual  
 Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald R. Taylor	For	For	Management
1.2	Elect Director Andrew L. Turner	For	For	Management

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1.3	Elect Director Jack Michelson	For	For	Management
2	Ratify Auditors	For	For	Management

WINDSTREAM CORP.

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

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol B. Armitage	For	For	Management
1.2	Elect Director Samuel E. Beall, III	For	For	Management
1.3	Elect Director Dennis E. Foster	For	For	Management
1.4	Elect Director Francis X. Frantz	For	For	Management
1.5	Elect Director Jeffery R. Gardner	For	For	Management
1.6	Elect Director Jeffrey T. Hinson	For	For	Management
1.7	Elect Director Judy K. Jones	For	For	Management
1.8	Elect Director William A. Montgomery	For	For	Management
1.9	Elect Director Frank E. Reed	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers Compensation	Against	Against	Shareholder
4	Require Independent Board Chairman	Against	Against	Shareholder

Any ballot marked Abstain is considered to have been voted. Ballots marked Abstain are considered to be have been voted against management s recommendation, regardless of whether the recommendation is For or Against, except where management has made no recommendation or has recommended that shareholders Abstain.

Where management has recommended that shareholders Abstain from voting on a ballot item: 1) a ballot market Abstain is considered to have been voted for management s recommendation to Abstain and 2) a ballot voted For or Against is considered to have been voted against management s recommendation to Abstain.

Where management has made no recommendation on a ballot item, the abbreviation N/A is used to denote that there is no applicable recommendation compared to which a vote may be For or Against the recommendation of management.

**SIGNATURES:**

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

TCW Strategic Income Fund, Inc.  
(Registrant)

By /s/ Ronald R. Redell  
President and Chief Executive Officer (Signature &  
Title)

Date August 10, 2009