

TRI-CONTINENTAL CORP
Form N-PX
August 27, 2012

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:	811-00266
Name of Registrant:	Tri-Continental Corporation
Address of Principal Executive Offices:	225 Franklin Street Boston, Massachusetts 02110
Name and address of agent of service:	Scott R. Plummer Columbia Management Investment Advisers, LLC 5228 Ameriprise Financial Center Minneapolis, Minnesota 55474
Registrant's telephone number including area code:	612-671-1947
Date of fiscal year end:	12/31
Date of reporting period:	07/01/2011 06/30/2012

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

ICA File Number: 811-00266

Reporting Period: 07/01/2011 - 06/30/2012

Tri-Continental Corporation

Item 1. Proxy Voting Record

===== Tri-Continental Corporation =====

3M COMPANY

Ticker: MMM Security ID: 88579Y101

Meeting Date: MAY 08, 2012 Meeting Type: Annual

Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Linda G. Alvarado	For	For	Management
2	Elect Director Vance D. Coffman	For	For	Management
3	Elect Director Michael L. Eskew	For	For	Management
4	Elect Director W. James Farrell	For	For	Management

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5	Elect Director Herbert L. Henkel	For	For	Management
6	Elect Director Edward M. Liddy	For	For	Management
7	Elect Director Robert S. Morrison	For	For	Management
8	Elect Director Aulana L. Peters	For	Against	Management
9	Elect Director Inge G. Thulin	For	For	Management
10	Elect Director Robert J. Ulrich	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Amend Qualified Employee Stock Purchase Plan	For	For	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Report on Lobbying Payments and Policy	Against	For	Shareholder
16	Prohibit Political Contributions	Against	Against	Shareholder
17	Require Independent Board Chairman	Against	For	Shareholder

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100

Meeting Date: APR 27, 2012 Meeting Type: Annual

Record Date: FEB 29, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Alpern	For	For	Management
1.2	Elect Director Roxanne S. Austin	For	For	Management

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1.3	Elect Director Sally E. Blount	For	For	Management
1.4	Elect Director W. James Farrell	For	For	Management
1.5	Elect Director Edward M. Liddy	For	For	Management
1.6	Elect Director Nancy McKinstry	For	For	Management
1.7	Elect Director Phebe N. Novakovic	For	For	Management
1.8	Elect Director William A. Osborn	For	For	Management
1.9	Elect Director Samuel C. Scott, III	For	For	Management
1.10	Elect Director Glenn F. Tilton	For	For	Management
1.11	Elect Director Miles D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Research Animal Care and Promotion of Testing Alternatives	Against	Abstain	Shareholder
5	Report on Lobbying Payments and Policy	Against	For	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Adopt Anti Gross-up Policy	Against	For	Shareholder
8	Stock Retention/Holding Period	Against	Against	Shareholder
9	Cease Compliance Adjustments to Performance Criteria	Against	For	Shareholder
10	Pro-rata Vesting of Equity Plans	Against	For	Shareholder

AETNA INC.

Ticker: AET Security ID: 00817Y108

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Meeting Date: MAY 18, 2012 Meeting Type: Annual

Record Date: MAR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Fernando Aguirre	For	For	Management
2	Elect Director Mark T. Bertolini	For	For	Management
3	Elect Director Frank M. Clark	For	For	Management
4	Elect Director Betsy Z. Cohen	For	For	Management
5	Elect Director Molly J. Coye	For	For	Management
6	Elect Director Roger N. Farah	For	For	Management
7	Elect Director Barbara Hackman Franklin	For	For	Management
8	Elect Director Jeffrey E. Garten	For	For	Management
9	Elect Director Ellen M. Hancock	For	For	Management
10	Elect Director Richard J. Harrington	For	For	Management
11	Elect Director Edward J. Ludwig	For	For	Management
12	Elect Director Joseph P. Newhouse	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Provide for Cumulative Voting	Against	Against	Shareholder
16	Report on Political Contributions	Against	Against	Shareholder

AFLAC INCORPORATED

Ticker: AFL Security ID: 001055102

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Meeting Date: MAY 07, 2012 Meeting Type: Annual

Record Date: FEB 29, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Daniel P. Amos	For	For	Management
2	Elect Director John Shelby Amos, II	For	For	Management
3	Elect Director Paul S. Amos, II	For	For	Management
4	Elect Director Kriss Cloninger, III	For	For	Management
5	Elect Director Elizabeth J. Hudson	For	For	Management
6	Elect Director Douglas W. Johnson	For	For	Management
7	Elect Director Robert B. Johnson	For	For	Management
8	Elect Director Charles B. Knapp	For	For	Management
9	Elect Director E. Stephen Purdom	For	For	Management
10	Elect Director Barbara K. Rimer	For	For	Management
11	Elect Director Marvin R. Schuster	For	For	Management
12	Elect Director Melvin T. Stith	For	For	Management
13	Elect Director David Gary Thompson	For	For	Management
14	Elect Director Takuro Yoshida	For	Against	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
16	Amend Omnibus Stock Plan	For	For	Management
17	Amend Executive Incentive Bonus Plan	For	For	Management
18	Ratify Auditors	For	For	Management

AMGEN INC.

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Ticker: AMGN Security ID: 031162100

Meeting Date: MAY 23, 2012 Meeting Type: Annual

Record Date: MAR 26, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David Baltimore	For	For	Management
2	Elect Director Frank J. Biondi, Jr.	For	For	Management
3	Elect Director Robert A. Bradway	For	For	Management
4	Elect Director Francois De Carbonnel	For	For	Management
5	Elect Director Vance D. Coffman	For	Against	Management
6	Elect Director Rebecca M. Henderson	For	For	Management
7	Elect Director Frank C. Herringer	For	Against	Management
8	Elect Director Tyler Jacks	For	For	Management
9	Elect Director Gilbert S. Omenn	For	For	Management
10	Elect Director Judith C. Pelham	For	For	Management
11	Elect Director J. Paul Reason	For	Against	Management
12	Elect Director Leonard D. Schaeffer	For	Against	Management
13	Elect Director Kevin W. Sharer	For	For	Management
14	Elect Director Ronald D. Sugar	For	Against	Management
15	Ratify Auditors	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
17	Provide Right to Act by Written Consent	For	For	Management
18	Require Independent Board Chairman	Against	For	Shareholder
19	Report on Research Animal Care and Promotion of Testing Alternatives	Against	Abstain	Shareholder
20	Report on Lobbying Payments and Policy	Against	Against	Shareholder

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21 Limit CEO to Serving on only One Other Against Against Shareholder
Board

ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 13, 2012 Meeting Type: Annual

Record Date: JAN 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ray Stata	For	For	Management
2	Elect Director Jerald G. Fishman	For	For	Management
3	Elect Director James A. Champy	For	For	Management
4	Elect Director John C. Hodgson	For	For	Management
5	Elect Director Yves-Andre Istel	For	For	Management
6	Elect Director Neil Novich	For	For	Management
7	Elect Director F. Grant Saviers	For	For	Management
8	Elect Director Paul J. Severino	For	For	Management
9	Elect Director Kenton J. Sicchitano	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
11	Ratify Auditors	For	For	Management

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APACHE CORPORATION

Ticker: APA Security ID: 037411105

Meeting Date: MAY 24, 2012 Meeting Type: Annual

Record Date: MAR 26, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Scott D. Josey	For	For	Management
2	Elect Director George D. Lawrence	For	For	Management
3	Elect Director Rodman D. Patton	For	For	Management
4	Elect Director Charles J. Pitman	For	For	Management
5	Ratify Auditors	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Declassify the Board of Directors	Against	For	Shareholder

APPLE INC.

Ticker: AAPL Security ID: 037833100

Meeting Date: FEB 23, 2012 Meeting Type: Annual

Record Date: DEC 27, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William V. Campbell	For	For	Management

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1.2	Elect Director Timothy D. Cook	For	For	Management
1.3	Elect Director Millard S. Drexler	For	Withhold	Management
1.4	Elect Director Al Gore	For	Withhold	Management
1.5	Elect Director Robert A. Iger	For	For	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Arthur D. Levinson	For	Withhold	Management
1.8	Elect Director Ronald D. Sugar	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Prepare Conflict of Interest Report	Against	Abstain	Shareholder
5	Advisory Vote to Ratify Directors' Compensation	Against	Against	Shareholder
6	Report on Political Contributions	Against	For	Shareholder
7	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

ARES CAPITAL CORPORATION

Ticker: ARCC Security ID: 04010L103

Meeting Date: JUN 04, 2012 Meeting Type: Annual

Record Date: APR 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory W. Penske	For	For	Management

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1.2	Elect Director Robert L. Rosen	For	Withhold	Management
1.3	Elect Director Bennett Rosenthal	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Issuance of Shares Below Net Asset Value (NAV)	For	For	Management

AT&T INC.

Ticker: T Security ID: 00206R102

Meeting Date: APR 27, 2012 Meeting Type: Annual

Record Date: FEB 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Randall L. Stephenson	For	For	Management
2	Elect Director Gilbert F. Amelio	For	For	Management
3	Elect Director Reuben V. Anderson	For	For	Management
4	Elect Director James H. Blanchard	For	For	Management
5	Elect Director Jaime Chico Pardo	For	For	Management
6	Elect Director James P. Kelly	For	For	Management
7	Elect Director Jon C. Madonna	For	For	Management
8	Elect Director John B. McCoy	For	For	Management
9	Elect Director Joyce M. Roche	For	For	Management
10	Elect Director Matthew K. Rose	For	For	Management
11	Elect Director Laura D'Andrea Tyson	For	For	Management
12	Ratification Of Appointment Of	For	For	Management

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Independent Auditors.

13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Provide Right to Act by Written Consent	For	For	Management
15	Report on Political Contributions	Against	For	Shareholder
16	Commit to Wireless Network Neutrality	Against	Abstain	Shareholder
17	Require Independent Board Chairman	Against	For	Shareholder

AUTOZONE, INC.

Ticker: AZO Security ID: 053332102

Meeting Date: DEC 14, 2011 Meeting Type: Annual

Record Date: OCT 17, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William C. Crowley	For	Against	Management
2	Elect Director Sue E. Gove	For	For	Management
3	Elect Director Earl G. Graves, Jr.	For	For	Management
4	Elect Director Robert R. Grusky	For	For	Management
5	Elect Director J. R. Hyde, III	For	For	Management
6	Elect Director W. Andrew McKenna	For	For	Management
7	Elect Director George R. Mrkonic, Jr.	For	For	Management
8	Elect Director Luis P. Nieto	For	For	Management
9	Elect Director William C. Rhodes, III	For	For	Management
10	Ratify Auditors	For	For	Management

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11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

BED BATH & BEYOND INC.

Ticker: BBY Security ID: 075896100

Meeting Date: JUN 22, 2012 Meeting Type: Annual

Record Date: MAY 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Warren Eisenberg	For	For	Management
2	Elect Director Leonard Feinstein	For	For	Management
3	Elect Director Steven H. Temares	For	For	Management
4	Elect Director Dean S. Adler	For	For	Management
5	Elect Director Stanley F. Barshay	For	For	Management
6	Elect Director Klaus Eppler	For	For	Management
7	Elect Director Patrick R. Gaston	For	For	Management
8	Elect Director Jordan Heller	For	For	Management
9	Elect Director Victoria A. Morrison	For	For	Management
10	Ratify Auditors	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Approve Omnibus Stock Plan	For	For	Management

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BLACKROCK, INC.

Ticker: BLK Security ID: 09247X101

Meeting Date: MAY 24, 2012 Meeting Type: Annual

Record Date: MAR 29, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William S. Demchak	For	For	Management
2	Elect Director Laurence D. Fink	For	For	Management
3	Elect Director Robert S. Kapito	For	For	Management
4	Elect Director Thomas H. O'Brien	For	For	Management
5	Elect Director Ivan G. Seidenberg	For	For	Management
6	Declassify the Board of Directors	For	For	Management
7	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
8	Ratify Auditors	For	For	Management

BRISTOL-MYERS SQUIBB COMPANY

Ticker: BMY Security ID: 110122108

Meeting Date: MAY 01, 2012 Meeting Type: Annual

Record Date: MAR 09, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lamberto Andreotti	For	For	Management
2	Elect Director Lewis B. Campbell	For	For	Management
3	Elect Director James M. Cornelius	For	For	Management
4	Elect Director Louis J. Freeh	For	Against	Management
5	Elect Director Laurie H. Glimcher	For	For	Management
6	Elect Director Michael Grobstein	For	For	Management
7	Elect Director Alan J. Lacy	For	For	Management
8	Elect Director Vicki L. Sato	For	For	Management
9	Elect Director Elliott Sigal	For	For	Management
10	Elect Director Gerald L. Storch	For	For	Management
11	Elect Director Togo D. West, Jr.	For	For	Management
12	Elect Director R. Sanders Williams	For	Against	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Approve Omnibus Stock Plan	For	For	Management
16	Provide for Cumulative Voting	Against	Against	Shareholder
17	Report on Research Animal Care and Promotion of Testing Alternatives	Against	Abstain	Shareholder
18	Provide Right to Act by Written Consent	Against	For	Shareholder

BROADCOM CORPORATION

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Ticker: BRCM Security ID: 111320107

Meeting Date: MAY 15, 2012 Meeting Type: Annual

Record Date: MAR 19, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Finocchio, Jr.	For	For	Management
1.2	Elect Director Nancy H. Handel	For	For	Management
1.3	Elect Director Eddy W. Hartenstein	For	For	Management
1.4	Elect Director Maria Klawe	For	Withhold	Management
1.5	Elect Director John E. Major	For	Withhold	Management
1.6	Elect Director Scott A. McGregor	For	For	Management
1.7	Elect Director William T. Morrow	For	For	Management
1.8	Elect Director Henry Samueli	For	For	Management
1.9	Elect Director Robert E. Switz	For	Withhold	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Ratify Auditors	For	For	Management

CF INDUSTRIES HOLDINGS, INC.

Ticker: CF Security ID: 125269100

Meeting Date: MAY 10, 2012 Meeting Type: Annual

Record Date: MAR 26, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen A. Furbacher	For	Withhold	Management
1.2	Elect Director John D. Johnson	For	Withhold	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

Meeting Date: MAY 30, 2012 Meeting Type: Annual

Record Date: APR 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Linnet F. Deily	For	For	Management
2	Elect Director Robert E. Denham	For	For	Management
3	Elect Director Chuck Hagel	For	For	Management
4	Elect Director Enrique Hernandez, Jr.	For	For	Management
5	Elect Director George L. Kirkland	For	For	Management
6	Elect Director Charles W. Moorman, IV	For	For	Management
7	Elect Director Kevin W. Sharer	For	For	Management
8	Elect Director John G. Stumpf	For	For	Management

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9	Elect Director Ronald D. Sugar	For	For	Management
10	Elect Director Carl Ware	For	For	Management
11	Elect Director John S. Watson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Remove Exclusive Venue Provision	Against	For	Shareholder
15	Require Independent Board Chairman	Against	For	Shareholder
16	Report on Lobbying Payments and Policy	Against	Against	Shareholder
17	Adopt Guidelines for Country Selection	Against	Abstain	Shareholder
18	Report on Hydraulic Fracturing Risks to Company	Against	Abstain	Shareholder
19	Report on Accident Risk Reduction Efforts	Against	Abstain	Shareholder
20	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	Against	Shareholder
21	Request Director Nominee with Environmental Qualifications	Against	Against	Shareholder

CITIGROUP INC.

Ticker: C Security ID: 172967424

Meeting Date: APR 17, 2012 Meeting Type: Annual

Record Date: FEB 21, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Franz B. Humer	For	For	Management
2	Elect Director Robert L. Joss	For	Against	Management
3	Elect Director Michael E. O'Neill	For	For	Management
4	Elect Director Vikram S. Pandit	For	For	Management
5	Elect Director Lawrence R. Ricciardi	For	For	Management
6	Elect Director Judith Rodin	For	Against	Management
7	Elect Director Robert L. Ryan	For	For	Management
8	Elect Director Anthony M. Santomero	For	For	Management
9	Elect Director Joan E. Spero	For	For	Management
10	Elect Director Diana L. Taylor	For	Against	Management
11	Elect Director William S. Thompson, Jr.	For	Against	Management
12	Elect Director Ernesto Zedillo Ponce de Leon	For	For	Management
13	Ratify Auditors	For	For	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
16	Disclose Prior Government Service	Against	Abstain	Shareholder
17	Report on Political Contributions and Lobbying Expenditures	Against	Against	Shareholder
18	Stock Retention/Holding Period	Against	Against	Shareholder
19	Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations	Against	For	Shareholder

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CMS ENERGY CORPORATION

Ticker: CMS Security ID: 125896100

Meeting Date: MAY 18, 2012 Meeting Type: Annual

Record Date: MAR 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Merribel S. Ayres	For	For	Management
2	Elect Director Jon E. Barfield	For	For	Management
3	Elect Director Stephen E. Ewing	For	For	Management
4	Elect Director Richard M. Gabrys	For	For	Management
5	Elect Director David W. Joos	For	For	Management
6	Elect Director Philip R. Lochner, Jr.	For	For	Management
7	Elect Director Michael T. Monahan	For	For	Management
8	Elect Director John G. Russell	For	For	Management
9	Elect Director Kenneth L. Way	For	For	Management
10	Elect Director John B. Yasinsky	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Ratify Auditors	For	For	Management

COCA-COLA ENTERPRISES, INC.

Ticker: CCE Security ID: 19122T109

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Meeting Date: APR 24, 2012 Meeting Type: Annual

Record Date: FEB 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jan Bennink	For	For	Management
1.2	Elect Director John F. Brock	For	For	Management
1.3	Elect Director Calvin Darden	For	For	Management
1.4	Elect Director L. Phillip Humann	For	For	Management
1.5	Elect Director Orrin H. Ingram, II	For	For	Management
1.6	Elect Director Thomas H. Johnson	For	For	Management
1.7	Elect Director Suzanne B. Labarge	For	For	Management
1.8	Elect Director Veronique Morali	For	For	Management
1.9	Elect Director Garry Watts	For	For	Management
1.10	Elect Director Curtis R. Welling	For	For	Management
1.11	Elect Director Phoebe A. Wood	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

COMCAST CORPORATION

Ticker: CMCSA Security ID: 20030N101

Meeting Date: MAY 31, 2012 Meeting Type: Annual

Record Date: MAR 22, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kenneth J. Bacon	For	Withhold	Management
1.2	Elect Director Sheldon M. Bonovitz	For	For	Management
1.3	Elect Director Joseph J. Collins	For	For	Management
1.4	Elect Director J. Michael Cook	For	For	Management
1.5	Elect Director Gerald L. Hassell	For	For	Management
1.6	Elect Director Jeffrey A. Honickman	For	For	Management
1.7	Elect Director Eduardo G. Mestre	For	For	Management
1.8	Elect Director Brian L. Roberts	For	For	Management
1.9	Elect Director Ralph J. Roberts	For	For	Management
1.10	Elect Director Johnathan A. Rodgers	For	For	Management
1.11	Elect Director Judith Rodin	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Nonqualified Employee Stock Purchase Plan	For	For	Management
5	Restore or Provide for Cumulative Voting	Against	For	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Stock Retention/Holding Period	Against	For	Shareholder
8	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

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CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104

Meeting Date: MAY 09, 2012 Meeting Type: Annual

Record Date: MAR 12, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Richard L. Armitage	For	For	Management
2	Elect Director Richard H. Auchinleck	For	For	Management
3	Elect Director James E. Copeland, Jr.	For	For	Management
4	Elect Director Kenneth M. Duberstein	For	For	Management
5	Elect Director Ruth R. Harkin	For	For	Management
6	Elect Director Ryan M. Lance	For	For	Management
7	Elect Director Mohd H. Marican	For	For	Management
8	Elect Director Harold W. McGraw, III	For	For	Management
9	Elect Director James J. Mulva	For	For	Management
10	Elect Director Robert A. Niblock	For	For	Management
11	Elect Director Harald J. Norvik	For	For	Management
12	Elect Director William K. Reilly	For	For	Management
13	Elect Director Victoria J. Tschinkel	For	For	Management
14	Elect Director Kathryn C. Turner	For	For	Management
15	Elect Director William E. Wade, Jr.	For	For	Management
16	Ratify Auditors	For	For	Management
17	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
18	Adopt Policy to Address Coastal Louisiana Environmental Impacts	Against	Abstain	Shareholder
19	Report on Accident Risk Reduction	Against	Abstain	Shareholder

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Efforts

20	Report on Lobbying Payments and Policy	Against	Against	Shareholder
21	Adopt Quantitative GHG Goals for	Against	Abstain	Shareholder
Products and Operations				
22	Amend EEO Policy to Prohibit	Against	Abstain	Shareholder
Discrimination based on Gender Identity				

CSX CORPORATION

Ticker: CSX Security ID: 126408103

Meeting Date: MAY 09, 2012 Meeting Type: Annual

Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Donna M. Alvarado	For	For	Management
2	Elect Director John B. Breaux	For	For	Management
3	Elect Director Pamela L. Carter	For	For	Management
4	Elect Director Steven T. Halverson	For	For	Management
5	Elect Director Edward J. Kelly, III	For	For	Management
6	Elect Director Gilbert H. Lamphere	For	For	Management
7	Elect Director John D. McPherson	For	For	Management
8	Elect Director Timothy T. O'Toole	For	For	Management
9	Elect Director David M. Ratcliffe	For	For	Management
10	Elect Director Donald J. Shepard	For	For	Management
11	Elect Director Michael J. Ward	For	For	Management

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12	Elect Director J.C. Watts, Jr.	For	For	Management
13	Elect Director J. Steven Whisler	For	For	Management
14	Ratify Auditors	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

CULLEN/FROST BANKERS, INC.

Ticker: CFR Security ID: 229899109

Meeting Date: APR 26, 2012 Meeting Type: Annual

Record Date: MAR 05, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Denny Alexander	For	For	Management
1.2	Elect Director Carlos Alvarez	For	For	Management
1.3	Elect Director Royce S. Caldwell	For	For	Management
1.4	Elect Director Crawford H. Edwards	For	For	Management
1.5	Elect Director Ruben M. Escobedo	For	For	Management
1.6	Elect Director Richard W. Evans, Jr.	For	For	Management
1.7	Elect Director Patrick B. Frost	For	For	Management
1.8	Elect Director David J. Haemisegger	For	For	Management
1.9	Elect Director Karen E. Jennings	For	For	Management
1.10	Elect Director Richard M. Kleberg, III	For	For	Management
1.11	Elect Director Charles W. Matthews	For	For	Management
1.12	Elect Director Ida Clement Steen	For	For	Management

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1.13	Elect Director Horace Wilkins, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

DELL INC.

Ticker: DELL Security ID: 24702R101

Meeting Date: JUL 15, 2011 Meeting Type: Annual

Record Date: MAY 20, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James W. Breyer	For	Withhold	Management
1.2	Elect Director Donald J. Carty	For	For	Management
1.3	Elect Director Michael S. Dell	For	For	Management
1.4	Elect Director William H. Gray, III	For	For	Management
1.5	Elect Director Gerald J. Kleisterlee	For	For	Management
1.6	Elect Director Thomas W. Luce, III	For	For	Management
1.7	Elect Director Klaus S. Luft	For	For	Management
1.8	Elect Director Alex J. Mandl	For	For	Management
1.9	Elect Director Shantanu Narayen	For	For	Management
1.10	Elect Director H. Ross Perot, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Require Independent Board Chairman	Against	For	Shareholder
6	Provide Right to Act by Written Consent	Against	For	Shareholder
7	Approve Declaration of Dividends	Against	Against	Shareholder

DIRECTV

Ticker: DTV Security ID: 25490A101

Meeting Date: MAY 03, 2012 Meeting Type: Annual

Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ralph Boyd, Jr.	For	For	Management
2	Elect Director David Dillon	For	For	Management
3	Elect Director Samuel DiPiazza, Jr.	For	For	Management
4	Elect Director Dixon Doll	For	For	Management
5	Elect Director Peter Lund	For	For	Management
6	Elect Director Nancy Newcomb	For	For	Management
7	Elect Director Lorrie Norrington	For	For	Management
8	Ratify Auditors	For	For	Management
9	Eliminate Class of Common Stock	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Pro-rata Vesting of Equity Awards	Against	For	Shareholder

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DISCOVER FINANCIAL SERVICES

Ticker: DFS Security ID: 254709108

Meeting Date: APR 18, 2012 Meeting Type: Annual

Record Date: FEB 21, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Jeffrey S. Aronin	For	For	Management
2	Elect Director Mary K. Bush	For	For	Management
3	Elect Director Gregory C. Case	For	For	Management
4	Elect Director Robert M. Devlin	For	For	Management
5	Elect Director Cynthia A. Glassman	For	For	Management
6	Elect Director Richard H. Lenny	For	For	Management
7	Elect Director Thomas G. Maheras	For	For	Management
8	Elect Director Michael H. Moskow	For	For	Management
9	Elect Director David W. Nelms	For	For	Management
10	Elect Director E. Follin Smith	For	For	Management
11	Elect Director Lawrence A. Weinbach	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Ratify Auditors	For	For	Management

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DISH NETWORK CORPORATION

Ticker: DISH Security ID: 25470M109

Meeting Date: MAY 02, 2012 Meeting Type: Annual

Record Date: MAR 07, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joseph P. Clayton	For	For	Management
1.2	Elect Director James DeFranco	For	For	Management
1.3	Elect Director Cantey M. Ergen	For	For	Management
1.4	Elect Director Charles W. Ergen	For	For	Management
1.5	Elect Director Steven R. Goodbarn	For	For	Management
1.6	Elect Director Gary S. Howard	For	For	Management
1.7	Elect Director David K. Moskowitz	For	For	Management
1.8	Elect Director Tom A. Ortolf	For	For	Management
1.9	Elect Director Carl E. Vogel	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Other Business	For	Against	Management

E. I. DU PONT DE NEMOURS AND COMPANY

Ticker: DD Security ID: 263534109

Meeting Date: APR 25, 2012 Meeting Type: Annual

Record Date: FEB 29, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lamberto Andreotti	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
6	Elect Director Alexander M. Cutler	For	For	Management
7	Elect Director Eleuthere I. Du Pont	For	For	Management
8	Elect Director Marillyn A. Hewson	For	For	Management
9	Elect Director Lois D. Juliber	For	For	Management
10	Elect Director Ellen J. Kullman	For	For	Management
11	Elect Director Lee M. Thomas	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Require Independent Board Chairman	Against	For	Shareholder
15	Report on Pay Disparity	Against	Abstain	Shareholder

EASTMAN CHEMICAL COMPANY

Ticker: EMN Security ID: 277432100

Meeting Date: MAY 03, 2012 Meeting Type: Annual

Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Elect Director Stephen R. Demeritt	For	For	Management
2	Elect Director Robert M. Hernandez	For	For	Management
3	Elect Director Julie F. Holder	For	For	Management
4	Elect Director Lewis M. Kling	For	For	Management
5	Elect Director David W. Raisbeck	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Approve Omnibus Stock Plan	For	For	Management
8	Ratify Auditors	For	For	Management
9	Eliminate Supermajority Vote Provisions	For	For	Management
10	Provide Right to Act by Written Consent Against	For		Shareholder

ELI LILLY AND COMPANY

Ticker: LLY Security ID: 532457108

Meeting Date: APR 16, 2012 Meeting Type: Annual

Record Date: FEB 15, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director K. Baicker	For	For	Management
2	Elect Director J. E. Fyrwald	For	For	Management
3	Elect Director E. R. Marram	For	For	Management
4	Elect Director D. R. Oberhelman	For	For	Management
5	Ratify Auditors	For	For	Management
6	Advisory Vote to Ratify Named	For	For	Management

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Executive Officers' Compensation

7	Declassify the Board of Directors	For	For	Management
8	Reduce Supermajority Vote Requirement	For	For	Management
9	Adopt Policy for Engagement With	Against	Against	Shareholder

Proponents of Shareholder Proposals

Supported by a Majority Vote

10	Report on Research Animal Care and Promotion of Testing Alternatives	Against	Abstain	Shareholder
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EXELON CORPORATION

Ticker: EXC Security ID: 30161N101

Meeting Date: NOV 17, 2011 Meeting Type: Special

Record Date: OCT 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Adjourn Meeting	For	For	Management

EXELON CORPORATION

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Ticker: EXC Security ID: 30161N101

Meeting Date: APR 02, 2012 Meeting Type: Annual

Record Date: FEB 07, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John A. Canning, Jr.	For	For	Management
2	Elect Director Christopher M. Crane	For	For	Management
3	Elect Director M. Walter D'Alessio	For	For	Management
4	Elect Director Nicholas DeBenedictis	For	For	Management
5	Elect Director Nelson A. Diaz	For	For	Management
6	Elect Director Sue L. Gin	For	For	Management
7	Elect Director Rosemarie B. Greco	For	For	Management
8	Elect Director Paul L. Joskow, Ph. D.	For	For	Management
9	Elect Director Richard W. Mies	For	For	Management
10	Elect Director John M. Palms, Ph. D.	For	For	Management
11	Elect Director William C. Richardson, Ph. D.	For	For	Management
12	Elect Director Thomas J. Ridge	For	For	Management
13	Elect Director John W. Rogers, Jr.	For	For	Management
14	Elect Director John W. Rowe	For	For	Management
15	Elect Director Stephen D. Steinour	For	For	Management
16	Elect Director Don Thompson	For	For	Management
17	Elect Director Ann C. Berzin	For	For	Management
18	Elect Director Yves C. de Balmann	For	For	Management
19	Elect Director Robert J. Lawless	For	For	Management
20	Elect Director Mayo A. Shattuck III	For	For	Management
21	Ratify Auditors	For	For	Management
22	Advisory Vote to Ratify Named	For	For	Management

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Executive Officers' Compensation

EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102

Meeting Date: MAY 30, 2012 Meeting Type: Annual

Record Date: APR 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management
1.2	Elect Director P. Brabeck-Letmathe	For	For	Management
1.3	Elect Director L.R. Faulkner	For	For	Management
1.4	Elect Director J.S. Fishman	For	For	Management
1.5	Elect Director H.H. Fore	For	For	Management
1.6	Elect Director K.C. Frazier	For	For	Management
1.7	Elect Director W.W. George	For	For	Management
1.8	Elect Director S.J. Palmisano	For	For	Management
1.9	Elect Director S.S. Reinemund	For	For	Management
1.10	Elect Director R.W. Tillerson	For	For	Management
1.11	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Require Independent Board Chairman	Against	For	Shareholder
5	Require a Majority Vote for the	Against	For	Shareholder

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Election of Directors

6	Report on Political Contributions	Against	Against	Shareholder
7	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	Abstain	Shareholder
8	Report on Hydraulic Fracturing Risks to Company	Against	Abstain	Shareholder
9	Adopt Quantitative GHG Goals for Products and Operations	Against	Abstain	Shareholder

FOREST LABORATORIES, INC.

Ticker: FRX Security ID: 345838106

Meeting Date: AUG 18, 2011 Meeting Type: Proxy Contest

Record Date: JUN 24, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
	Management Proposals (White Card)	None		
1.1	Elect Director Howard Solomon	For	For	Management
1.2	Elect Director Nesli Basgoz	For	For	Management
1.3	Elect Director Christopher J. Coughlin	For	For	Management
1.4	Elect Director Dan L. Goldwasser	For	For	Management
1.5	Elect Director Kenneth E. Goodman	For	For	Management
1.6	Elect Director Gerald M. Lieberman	For	For	Management
1.7	Elect Director Lawrence S. Olanoff	For	For	Management

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1.8	Elect Director Lester B. Salans	For	For	Management
1.9	Elect Director Brenton L. Saunders	For	For	Management
1.10	Elect Director Peter J. Zimetbaum	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Auditors	For	For	Management
#	Proposal	Diss Rec	Vote Cast	Sponsor
	Dissident Proxy (Gold Card)	None		
1.1	Elect Director Alexander J. Denner	For	Did Not Vote	Shareholder
1.2	Elect Director Richard Mulligan	For	Did Not Vote	Shareholder
1.3	Elect Director Lucian A. Bebchuk	For	Did Not Vote	Shareholder
1.4	Elect Director Eric J. Ende	For	Did Not Vote	Shareholder
1.5	Management Nominee - Nesli Basgoz	For	Did Not Vote	Shareholder
1.6	Management Nominee - Christopher J. Coughlin	For	Did Not Vote	Shareholder
1.7	Management Nominee - Gerald M. Lieberman	For	Did Not Vote	Shareholder
1.8	Management Nominee - Lawrence S. Olanoff	For	Did Not Vote	Shareholder
1.9	Management Nominee - Brenton L. Saunders	For	Did Not Vote	Shareholder
1.10	Management Nominee - Peter J. Zimetbaum	For	Did Not Vote	Shareholder
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	Did Not Vote	Management
3	Advisory Vote on Say on Pay Frequency	One Year	Did Not Vote	Management
4	Ratify Auditors	For	Did Not Vote	Management

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FRANKLIN RESOURCES, INC.

Ticker: BEN Security ID: 354613101

Meeting Date: MAR 14, 2012 Meeting Type: Annual

Record Date: JAN 17, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Samuel H. Armacost	For	For	Management
2	Elect Director Charles Crocker	For	For	Management
3	Elect Director Joseph R. Hardiman	For	For	Management
4	Elect Director Charles B. Johnson	For	For	Management
5	Elect Director Gregory E. Johnson	For	For	Management
6	Elect Director Rupert H. Johnson, Jr.	For	For	Management
7	Elect Director Mark C. Pigott	For	For	Management
8	Elect Director Chutta Ratnathicam	For	For	Management
9	Elect Director Laura Stein	For	For	Management
10	Elect Director Anne M. Tatlock	For	For	Management
11	Elect Director Geoffrey Y. Yang	For	For	Management
12	Ratify Auditors	For	For	Management

FREEMPORT-MCMORAN COPPER & GOLD INC.

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Ticker: FCX Security ID: 35671D857

Meeting Date: JUN 14, 2012 Meeting Type: Annual

Record Date: APR 18, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard C. Adkerson	For	For	Management
1.2	Elect Director Robert J. Allison, Jr.	For	For	Management
1.3	Elect Director Robert A. Day	For	For	Management
1.4	Elect Director Gerald J. Ford	For	Withhold	Management
1.5	Elect Director H. Devon Graham, Jr.	For	For	Management
1.6	Elect Director Charles C. Krulak	For	For	Management
1.7	Elect Director Bobby Lee Lackey	For	For	Management
1.8	Elect Director Jon C. Madonna	For	For	Management
1.9	Elect Director Dustan E. McCoy	For	For	Management
1.10	Elect Director James R. Moffett	For	For	Management
1.11	Elect Director B. M. Rankin, Jr.	For	For	Management
1.12	Elect Director Stephen H. Siegele	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Request Director Nominee with Environmental Qualifications	Against	Against	Shareholder

GAMESTOP CORP.

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Ticker: GME Security ID: 36467W109

Meeting Date: JUN 19, 2012 Meeting Type: Annual

Record Date: APR 30, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel A. DeMatteo	For	For	Management
1.2	Elect Director Shane S. Kim	For	For	Management
1.3	Elect Director J. Paul Raines	For	For	Management
1.4	Elect Director Kathy Vrabeck	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

GENERAL DYNAMICS CORPORATION

Ticker: GD Security ID: 369550108

Meeting Date: MAY 02, 2012 Meeting Type: Annual

Record Date: MAR 08, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Mary T. Barra	For	For	Management
2	Elect Director Nicholas D. Chabraja	For	For	Management
3	Elect Director James S. Crown	For	Against	Management
4	Elect Director William P. Fricks	For	For	Management
5	Elect Director Jay L. Johnson	For	For	Management

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6	Elect Director James L. Jones	For	For	Management
7	Elect Director Paul G. Kaminski	For	For	Management
8	Elect Director John M. Keane	For	For	Management
9	Elect Director Lester L. Lyles	For	For	Management
10	Elect Director Phebe N. Novakovic	For	For	Management
11	Elect Director William A. Osborn	For	For	Management
12	Elect Director Robert Walmsley	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
15	Approve Omnibus Stock Plan	For	For	Management
16	Review and Assess Human Rights Policies	Against	Abstain	Shareholder
17	Require Independent Board Chairman	Against	For	Shareholder

GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103

Meeting Date: APR 25, 2012 Meeting Type: Annual

Record Date: FEB 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director W. Geoffrey Beattie	For	For	Management
2	Elect Director James I. Cash, Jr.	For	For	Management
3	Elect Director Ann M. Fudge	For	For	Management
4	Elect Director Susan Hockfield	For	For	Management

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5	Elect Director Jeffrey R. Immelt	For	For	Management
6	Elect Director Andrea Jung	For	For	Management
7	Elect Director Alan G. Lafley	For	For	Management
8	Elect Director Robert W. Lane	For	For	Management
9	Elect Director Ralph S. Larsen	For	For	Management
10	Elect Director Rochelle B. Lazarus	For	Against	Management
11	Elect Director James J. Mulva	For	For	Management
12	Elect Director Sam Nunn	For	For	Management
13	Elect Director Roger S. Penske	For	Against	Management
14	Elect Director Robert J. Swieringa	For	For	Management
15	Elect Director James S. Tisch	For	For	Management
16	Elect Director Douglas A. Warner, III	For	For	Management
17	Ratify Auditors	For	For	Management
18	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
19	Amend Omnibus Stock Plan	For	For	Management
20	Approve Material Terms of Senior Officer Performance Goals	For	For	Management
21	Provide for Cumulative Voting	Against	Against	Shareholder
22	Phase Out Nuclear Activities	Against	Abstain	Shareholder
23	Require Independent Board Chairman	Against	For	Shareholder
24	Provide Right to Act by Written Consent	Against	For	Shareholder

GENERAL MOTORS COMPANY

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Ticker: GM Security ID: 37045V100

Meeting Date: JUN 12, 2012 Meeting Type: Annual

Record Date: APR 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Daniel F. Akerson	For	For	Management
2	Elect Director David Bonderman	For	For	Management
3	Elect Director Erroll B. Davis, Jr.	For	For	Management
4	Elect Director Stephen J. Girsky	For	For	Management
5	Elect Director E. Neville Isdell	For	For	Management
6	Elect Director Robert D. Krebs	For	For	Management
7	Elect Director Philip A. Laskawy	For	Against	Management
8	Elect Director Kathryn V. Marinello	For	For	Management
9	Elect Director James J. Mulva	For	For	Management
10	Elect Director Patricia F. Russo	For	For	Management
11	Elect Director Thomas M. Schoewe	For	For	Management
12	Elect Director Carol M. Stephenson	For	For	Management
13	Elect Director Theodore M. Solso	For	For	Management
14	Elect Director Cynthia A. Telles	For	For	Management
15	Ratify Auditors	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

H&R BLOCK, INC.

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Ticker: HRB Security ID: 093671105

Meeting Date: SEP 14, 2011 Meeting Type: Annual

Record Date: JUL 12, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Paul J. Brown	For	For	Management
2	Elect Director William C. Cobb	For	For	Management
3	Elect Director Marvin R. Ellison	For	For	Management
4	Elect Director Robert A. Gerard	For	For	Management
5	Elect Director David B. Lewis	For	For	Management
6	Elect Director Victoria J. Reich	For	For	Management
7	Elect Director Bruce C. Rohde	For	For	Management
8	Elect Director Tom D. Seip	For	For	Management
9	Elect Director Christianna Wood	For	For	Management
10	Elect Director James F. Wright	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
13	Amend Deferred Compensation Plan	For	For	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Ratify Auditors	For	For	Management

HUMANA INC.

Ticker: HUM Security ID: 444859102

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Meeting Date: APR 26, 2012 Meeting Type: Annual

Record Date: FEB 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Frank A. D'Amelio	For	For	Management
2	Elect Director W. Roy Dunbar	For	For	Management
3	Elect Director Kurt J. Hilzinger	For	For	Management
4	Elect Director David A. Jones, Jr.	For	For	Management
5	Elect Director Michael B. McCallister	For	For	Management
6	Elect Director William J. McDonald	For	For	Management
7	Elect Director William E. Mitchell	For	For	Management
8	Elect Director David B. Nash	For	For	Management
9	Elect Director James J. O'Brien	For	For	Management
10	Elect Director Marissa T. Peterson	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

ILLINOIS TOOL WORKS INC.

Ticker: ITW Security ID: 452308109

Meeting Date: MAY 04, 2012 Meeting Type: Annual

Record Date: MAR 06, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Elect Director Daniel J. Brutto	For	For	Management
2	Elect Director Susan Crown	For	For	Management
3	Elect Director Don H. Davis, Jr.	For	For	Management
4	Elect Director James W. Griffith	For	For	Management
5	Elect Director Robert C. McCormack	For	For	Management
6	Elect Director Robert S. Morrison	For	For	Management
7	Elect Director James A. Skinner	For	For	Management
8	Elect Director David B. Smith, Jr.	For	For	Management
9	Elect Director David B. Speer	For	For	Management
10	Elect Director Pamela B. Strobel	For	For	Management
11	Elect Director Kevin M. Warren	For	For	Management
12	Elect Director Anre D. Williams	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

INTEL CORPORATION

Ticker: INTC Security ID: 458140100

Meeting Date: MAY 17, 2012 Meeting Type: Annual

Record Date: MAR 19, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Charlene Barshefsky	For	Against	Management
2	Elect Director Andy D. Bryant	For	For	Management

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3	Elect Director Susan L. Decker	For	For	Management
4	Elect Director John J. Donahoe	For	For	Management
5	Elect Director Reed E. Hundt	For	For	Management
6	Elect Director Paul S. Otellini	For	For	Management
7	Elect Director James D. Plummer	For	For	Management
8	Elect Director David S. Pottruck	For	For	Management
9	Elect Director Frank D. Yeary	For	For	Management
10	Elect Director David B. Yoffie	For	Against	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Adopt Proxy Statement Reporting on Political Contributions and Advisory Vote	Against	Against	Shareholder

INTERCONTINENTALEXCHANGE, INC.

Ticker: ICE Security ID: 45865V100

Meeting Date: MAY 18, 2012 Meeting Type: Annual

Record Date: MAR 20, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Charles R. Crisp	For	For	Management
2	Elect Director Jean-Marc Forneri	For	For	Management
3	Elect Director Judd A. Gregg	For	For	Management

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4	Elect Director Fred W. Hatfield	For	For	Management
5	Elect Director Terrence F. Martell	For	For	Management
6	Elect Director Callum McCarthy	For	For	Management
7	Elect Director Sir Robert Reid	For	For	Management
8	Elect Director Frederic V. Salerno	For	Against	Management
9	Elect Director Jeffrey C. Sprecher	For	For	Management
10	Elect Director Judith A. Sprieser	For	For	Management
11	Elect Director Vincent Tese	For	Against	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Ratify Auditors	For	For	Management

INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101

Meeting Date: APR 24, 2012 Meeting Type: Annual

Record Date: FEB 24, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Alain J.P. Belda	For	Against	Management
2	Elect Director William R. Brody	For	For	Management
3	Elect Director Kenneth I. Chenault	For	For	Management
4	Elect Director Michael L. Eskew	For	Against	Management
5	Elect Director David N. Farr	For	For	Management
6	Elect Director Shirley Ann Jackson	For	For	Management

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7	Elect Director Andrew N. Liveris	For	Against	Management
8	Elect Director W. James McNerney, Jr.	For	For	Management
9	Elect Director James W. Owens	For	For	Management
10	Elect Director Samuel J. Palmisano	For	For	Management
11	Elect Director Virginia M. Rometty	For	For	Management
12	Elect Director Joan E. Spero	For	For	Management
13	Elect Director Sidney Taurel	For	For	Management
14	Elect Director Lorenzo H. Zambrano	For	For	Management
15	Ratify Auditors	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Provide for Cumulative Voting	Against	Against	Shareholder
18	Report on Political Contributions	Against	Against	Shareholder
19	Report on Lobbying Expenses	Against	Against	Shareholder

JABIL CIRCUIT, INC.

Ticker: JBL Security ID: 466313103

Meeting Date: JAN 26, 2012 Meeting Type: Annual

Record Date: NOV 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Martha F. Brooks	For	For	Management
1.2	Elect Director Mel S. Lavitt	For	For	Management
1.3	Elect Director Timothy L. Main	For	For	Management

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1.4	Elect Director William D. Morean	For	For	Management
1.5	Elect Director Lawrence J. Murphy	For	For	Management
1.6	Elect Director Frank A. Newman	For	For	Management
1.7	Elect Director Steven A. Raymund	For	For	Management
1.8	Elect Director Thomas A. Sansone	For	For	Management
1.9	Elect Director David M. Stout	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Other Business	For	Against	Management

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104

Meeting Date: APR 26, 2012 Meeting Type: Annual

Record Date: FEB 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Mary Sue Coleman	For	For	Management
2	Elect Director James G. Cullen	For	For	Management
3	Elect Director Ian E.l. Davis	For	For	Management
4	Elect Director Alex Gorsky	For	For	Management
5	Elect Director Michael M.e. Johns	For	For	Management
6	Elect Director Susan L. Lindquist	For	For	Management

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7	Elect Director Anne M. Mulcahy	For	Against	Management
8	Elect Director Leo F. Mullin	For	For	Management
9	Elect Director William D. Perez	For	For	Management
10	Elect Director Charles Prince	For	Against	Management
11	Elect Director David Satcher	For	For	Management
12	Elect Director William C. Weldon	For	For	Management
13	Elect Director Ronald A. Williams	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Approve Omnibus Stock Plan	For	For	Management
16	Ratify Auditors	For	For	Management
17	Require Independent Board Chairman	Against	For	Shareholder
18	Require Shareholder Vote to Approve Political Contributions	Against	Against	Shareholder
19	Adopt Animal-Free Training Methods	Against	Abstain	Shareholder

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100

Meeting Date: MAY 15, 2012 Meeting Type: Annual

Record Date: MAR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James A. Bell	For	For	Management
2	Elect Director Crandall C. Bowles	For	For	Management

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3	Elect Director Stephen B. Burke	For	For	Management
4	Elect Director David M. Cote	For	For	Management
5	Elect Director James S. Crown	For	For	Management
6	Elect Director James Dimon	For	For	Management
7	Elect Director Timothy P. Flynn	For	For	Management
8	Elect Director Ellen V. Futter	For	Against	Management
9	Elect Director Laban P. Jackson, Jr.	For	For	Management
10	Elect Director Lee R. Raymond	For	For	Management
11	Elect Director William C. Weldon	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Affirm Political Non-Partisanship	Against	Against	Shareholder
15	Require Independent Board Chairman	Against	For	Shareholder
16	Report on Loan Modifications	Against	Against	Shareholder
17	Report on Political Contributions	Against	Against	Shareholder
18	Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity	Against	Abstain	Shareholder
19	Provide Right to Act by Written Consent	Against	For	Shareholder
20	Stock Retention	Against	Against	Shareholder

KELLOGG COMPANY

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Ticker: K Security ID: 487836108

Meeting Date: APR 20, 2012 Meeting Type: Annual

Record Date: FEB 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Benjamin Carson	For	For	Management
1.2	Elect Director John Dillon	For	For	Management
1.3	Elect Director Jim Jenness	For	For	Management
1.4	Elect Director Don Knauss	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder
5	Reduce Supermajority Vote Requirement	Against	For	Shareholder

KIMBERLY-CLARK CORPORATION

Ticker: KMB Security ID: 494368103

Meeting Date: MAY 03, 2012 Meeting Type: Annual

Record Date: MAR 05, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John R. Alm	For	For	Management
2	Elect Director John F. Bergstrom	For	For	Management
3	Elect Director Abelardo E. Bru	For	For	Management

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4	Elect Director Robert W. Decherd	For	For	Management
5	Elect Director Thomas J. Falk	For	For	Management
6	Elect Director Fabian T. Garcia	For	For	Management
7	Elect Director Mae C. Jemison, M.D.	For	For	Management
8	Elect Director James M. Jenness	For	For	Management
9	Elect Director Nancy J. Karch	For	For	Management
10	Elect Director Ian C. Read	For	For	Management
11	Elect Director Linda Johnson Rice	For	For	Management
12	Elect Director Marc J. Shapiro	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

LINCOLN NATIONAL CORPORATION

Ticker: LNC Security ID: 534187109

Meeting Date: MAY 24, 2012 Meeting Type: Annual

Record Date: MAR 19, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director George W. Henderson, III	For	For	Management
2	Elect Director Eric G. Johnson	For	For	Management
3	Elect Director M. Leanne Lachman	For	For	Management
4	Elect Director Isaiah Tidwell	For	For	Management
5	Ratify Auditors	For	For	Management

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6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
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LOCKHEED MARTIN CORPORATION

Ticker: LMT Security ID: 539830109

Meeting Date: APR 26, 2012 Meeting Type: Annual

Record Date: MAR 01, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Nolan D. Archibald	For	For	Management
2	Elect Director Rosalind G. Brewer	For	For	Management
3	Elect Director David B. Burritt	For	Against	Management
4	Elect Director James O. Ellis, Jr.	For	For	Management
5	Elect Director Thomas J. Falk	For	For	Management
6	Elect Director Gwendolyn S. King	For	For	Management
7	Elect Director James M. Loy	For	For	Management
8	Elect Director Douglas H. McCorkindale	For	Against	Management
9	Elect Director Joseph W. Ralston	For	For	Management
10	Elect Director Anne Stevens	For	Against	Management
11	Elect Director Robert J. Stevens	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
14	Require Independent Board Chairman	Against	For	Shareholder

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LORILLARD, INC.

Ticker: LO Security ID: 544147101

Meeting Date: MAY 17, 2012 Meeting Type: Annual

Record Date: MAR 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert C. Almon	For	For	Management
1.2	Elect Director Kit D. Dietz	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Declassify the Board of Directors	None	For	Shareholder
6	Report on Political Contributions	Against	Against	Shareholder

MACY'S, INC.

Ticker: M Security ID: 55616P104

Meeting Date: MAY 18, 2012 Meeting Type: Annual

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Record Date: MAR 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Stephen F. Bollenbach	For	For	Management
2	Elect Director Deirdre P. Connelly	For	For	Management
3	Elect Director Meyer Feldberg	For	For	Management
4	Elect Director Sara Levinson	For	For	Management
5	Elect Director Terry J. Lundgren	For	For	Management
6	Elect Director Joseph Neubauer	For	Against	Management
7	Elect Director Joyce M. Roche	For	For	Management
8	Elect Director Paul C. Varga	For	For	Management
9	Elect Director Craig E. Weatherup	For	For	Management
10	Elect Director Marna C. Whittington	For	For	Management
11	Ratify Auditors	For	For	Management
12	Approve Executive Incentive Bonus Plan	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Phase Out Sale of Raccoon Dog Fur Products	Against	Abstain	Shareholder

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MARATHON OIL CORPORATION

Ticker: MRO Security ID: 565849106

Meeting Date: APR 25, 2012 Meeting Type: Annual

Record Date: FEB 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Gregory H. Boyce	For	For	Management
2	Elect Director Pierre Brondeau	For	For	Management
3	Elect Director Clarence P. Cazalot, Jr.	For	For	Management
4	Elect Director Linda Z. Cook	For	For	Management
5	Elect Director Shirley Ann Jackson	For	For	Management
6	Elect Director Philip Lader	For	For	Management
7	Elect Director Michael E. J. Phelps	For	For	Management
8	Elect Director Dennis H. Reilley	For	For	Management
9	Ratify Auditors	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Approve Omnibus Stock Plan	For	For	Management

MASTERCARD INCORPORATED

Ticker: MA Security ID: 57636Q104

Meeting Date: JUN 05, 2012 Meeting Type: Annual

Record Date: APR 10, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ajay Banga	For	For	Management
2	Elect Director David R. Carlucci	For	For	Management
3	Elect Director Steven J. Freiberg	For	For	Management
4	Elect Director Richard Haythornthwaite	For	For	Management
5	Elect Director Marc Olivie	For	For	Management
6	Elect Director Rima Qureshi	For	For	Management
7	Elect Director Mark Schwartz	For	For	Management
8	Elect Director Jackson P. Tai	For	For	Management
9	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
10	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
11	Amend Omnibus Stock Plan	For	For	Management
12	Ratify Auditors	For	For	Management

MCDONALD'S CORPORATION

Ticker: MCD Security ID: 580135101

Meeting Date: MAY 24, 2012 Meeting Type: Annual

Record Date: MAR 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Robert A. Eckert	For	For	Management

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2	Elect Director Enrique Hernandez, Jr.	For	For	Management
3	Elect Director Jeanne P. Jackson	For	For	Management
4	Elect Director Andrew J. Mckenna	For	For	Management
5	Elect Director Donald Thompson	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Approve Omnibus Stock Plan	For	For	Management
8	Declassify the Board of Directors	For	For	Management
9	Provide Right to Call Special Meeting	For	For	Management
10	Ratify Auditors	For	For	Management
11	Report on Policy Responses to Children's Health Concerns and Fast Food	Against	Abstain	Shareholder

MERCK & CO., INC.

Ticker: MRK Security ID: 58933Y105

Meeting Date: MAY 22, 2012 Meeting Type: Annual

Record Date: MAR 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Leslie A. Brun	For	For	Management
2	Elect Director Thomas R. Cech	For	For	Management
3	Elect Director Kenneth C. Frazier	For	For	Management
4	Elect Director Thomas H. Glocer	For	For	Management

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5	Elect Director William B. Harrison Jr.	For	For	Management
6	Elect Director C. Robert Kidder	For	For	Management
7	Elect Director Rochelle B. Lazarus	For	For	Management
8	Elect Director Carlos E. Represas	For	For	Management
9	Elect Director Patricia F. Russo	For	For	Management
10	Elect Director Craig B. Thompson	For	For	Management
11	Elect Director Wendell P. Weeks	For	For	Management
12	Elect Director Peter C. Wendell	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named	For	For	Management
	Executive Officers' Compensation			
15	Provide Right to Act by Written Consent	Against	For	Shareholder
16	Amend Bylaws -- Call Special Meetings	Against	Against	Shareholder
17	Report on Charitable and Political	Against	Abstain	Shareholder
	Contributions			

METLIFE, INC.

Ticker: MET Security ID: 59156R108

Meeting Date: APR 24, 2012 Meeting Type: Annual

Record Date: MAR 01, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John M. Keane	For	For	Management
1.2	Elect Director Catherine R. Kinney	For	For	Management

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1.3	Elect Director Hugh B. Price	For	For	Management
1.4	Elect Director Kenton J. Sicchitano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

MICRON TECHNOLOGY, INC.

Ticker: MU Security ID: 595112103

Meeting Date: JAN 24, 2012 Meeting Type: Annual

Record Date: NOV 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven R. Appleton	For	For	Management
2	Elect Director Robert L. Bailey	For	For	Management
3	Elect Director Patrick J. Byrne	For	For	Management
4	Elect Director Mercedes Johnson	For	For	Management
5	Elect Director Lawrence N. Mondry	For	For	Management
6	Elect Director Robert E. Switz	For	For	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Ratify Auditors	For	For	Management
9	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
10	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104

Meeting Date: NOV 15, 2011 Meeting Type: Annual

Record Date: SEP 02, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Ballmer	For	For	Management
2	Elect Director Dina Dublon	For	For	Management
3	Elect Director William H. Gates, III	For	For	Management
4	Elect Director Raymond V. Gilmartin	For	For	Management
5	Elect Director Reed Hastings	For	For	Management
6	Elect Director Maria M. Klawe	For	For	Management
7	Elect Director David F. Marquardt	For	For	Management
8	Elect Director Charles H. Noski	For	For	Management
9	Elect Director Helmut Panke	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
12	Ratify Auditors	For	For	Management
13	Amend Bylaws to Establish a Board Committee on Environmental Sustainability	Against	Abstain	Shareholder

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MOODY'S CORPORATION

Ticker: MCO Security ID: 615369105

Meeting Date: APR 16, 2012 Meeting Type: Annual

Record Date: FEB 21, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ewald Kist	For	For	Management
2	Elect Director Henry A. McKinnell, Jr. , Ph.D.	For	For	Management
3	Elect Director John K. Wulff	For	Against	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Declassify the Board of Directors	Against	For	Shareholder

NATIONAL OILWELL VARCO, INC.

Ticker: NOV Security ID: 637071101

Meeting Date: MAY 16, 2012 Meeting Type: Annual

Record Date: MAR 26, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Elect Director Merrill A. Miller, Jr.	For	For	Management
2	Elect Director Greg L. Armstrong	For	For	Management
3	Elect Director David D. Harrison	For	For	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Report on Political Contributions	Against	Against	Shareholder

NETFLIX, INC.

Ticker: NFLX Security ID: 64110L106

Meeting Date: JUN 01, 2012 Meeting Type: Annual

Record Date: APR 02, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard N. Barton	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

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NEWMONT MINING CORPORATION

Ticker: NEM Security ID: 651639106

Meeting Date: APR 24, 2012 Meeting Type: Annual

Record Date: FEB 24, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce R. Brook	For	For	Management
1.2	Elect Director Vincent A. Calarco	For	For	Management
1.3	Elect Director Joseph A. Carrabba	For	For	Management
1.4	Elect Director Noreen Doyle	For	For	Management
1.5	Elect Director Veronica M. Hagen	For	For	Management
1.6	Elect Director Michael S. Hamson	For	For	Management
1.7	Elect Director Jane Nelson	For	For	Management
1.8	Elect Director Richard T. O'Brien	For	For	Management
1.9	Elect Director John B. Prescott	For	For	Management
1.10	Elect Director Donald C. Roth	For	For	Management
1.11	Elect Director Simon R. Thompson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Other Business	For	Against	Management

NEXTERA ENERGY, INC.

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Ticker: NEE Security ID: 65339F101

Meeting Date: MAY 25, 2012 Meeting Type: Annual

Record Date: MAR 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Sherry S. Barrat	For	For	Management
2	Elect Director Robert M. Beall, Ii	For	For	Management
3	Elect Director James L. Camaren	For	For	Management
4	Elect Director Kenneth B. Dunn	For	For	Management
5	Elect Director J. Brian Ferguson	For	For	Management
6	Elect Director Lewis Hay, Iii	For	For	Management
7	Elect Director Toni Jennings	For	For	Management
8	Elect Director Oliver D. Kingsley, Jr.	For	For	Management
9	Elect Director Rudy E. Schupp	For	For	Management
10	Elect Director William H. Swanson	For	For	Management
11	Elect Director Michael H. Thaman	For	For	Management
12	Elect Director Hansel E. Tookes, Ii	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

NVIDIA CORPORATION

Ticker: NVDA Security ID: 67066G104

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Meeting Date: MAY 17, 2012 Meeting Type: Annual

Record Date: MAR 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Tench Coxe	For	For	Management
1.2	Elect Director Mark L. Perry	For	For	Management
1.3	Elect Director Mark A. Stevens	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Ratify Auditors	For	For	Management

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105

Meeting Date: MAY 04, 2012 Meeting Type: Annual

Record Date: MAR 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Spencer Abraham	For	For	Management
2	Elect Director Howard I. Atkins	For	For	Management
3	Elect Director Stephen I. Chazen	For	For	Management
4	Elect Director Edward P. Djerejian	For	For	Management

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5	Elect Director John E. Feick	For	For	Management
6	Elect Director Margaret M. Foran	For	For	Management
7	Elect Director Carlos M. Gutierrez	For	For	Management
8	Elect Director Ray R. Irani	For	For	Management
9	Elect Director Avedick B. Poladian	For	For	Management
10	Elect Director Aziz D. Syriani	For	For	Management
11	Elect Director Rosemary Tomich	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Ratify Auditors	For	For	Management
14	Request Director Nominee with Environmental Qualifications	Against	Against	Shareholder

PACKAGING CORPORATION OF AMERICA

Ticker: PKG Security ID: 695156109

Meeting Date: MAY 08, 2012 Meeting Type: Annual

Record Date: MAR 12, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Cheryl K. Beebe	For	For	Management
1.2	Elect Director Hasan Jameel	For	For	Management
1.3	Elect Director Mark W. Kowlzan	For	For	Management
1.4	Elect Director Robert C. Lyons	For	For	Management
1.5	Elect Director Samuel M. Mencoff	For	For	Management

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1.6	Elect Director Roger B. Porter	For	For	Management
1.7	Elect Director Thomas S. Souleles	For	For	Management
1.8	Elect Director Paul T. Stecko	For	For	Management
1.9	Elect Director James D. Woodrum	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Ratify Auditors	For	For	Management

PFIZER INC.

Ticker: PFE Security ID: 717081103

Meeting Date: APR 26, 2012 Meeting Type: Annual

Record Date: FEB 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Dennis A. Ausiello	For	For	Management
2	Elect Director M. Anthony Burns	For	For	Management
3	Elect Director W. Don Cornwell	For	For	Management
4	Elect Director Frances D. Fergusson	For	For	Management
5	Elect Director William H. Gray, III	For	For	Management
6	Elect Director Helen H. Hobbs	For	For	Management
7	Elect Director Constance J. Horner	For	For	Management
8	Elect Director James M. Kilts	For	For	Management
9	Elect Director George A. Lorch	For	For	Management
10	Elect Director John P. Mascotte	For	For	Management

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11	Elect Director Suzanne Nora Johnson	For	For	Management
12	Elect Director Ian C. Read	For	For	Management
13	Elect Director Stephen W. Sanger	For	For	Management
14	Elect Director Marc Tessier-Lavigne	For	For	Management
15	Ratify Auditors	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Publish Political Contributions	Against	Against	Shareholder
18	Provide Right to Act by Written Consent	Against	For	Shareholder
19	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	Against	Shareholder
20	Non-Employee Director Compensation	Against	Against	Shareholder

PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109

Meeting Date: MAY 09, 2012 Meeting Type: Annual

Record Date: MAR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Harold Brown	For	For	Management
2	Elect Director Mathis Cabiallavetta	For	For	Management
3	Elect Director Louis C. Camilleri	For	For	Management
4	Elect Director J. Dudley Fishburn	For	For	Management
5	Elect Director Jennifer Li	For	For	Management

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6	Elect Director Graham Mackay	For	For	Management
7	Elect Director Sergio Marchionne	For	Against	Management
8	Elect Director Kalpana Morparia	For	For	Management
9	Elect Director Lucio A. Noto	For	For	Management
10	Elect Director Robert B. Polet	For	For	Management
11	Elect Director Carlos Slim Helu	For	For	Management
12	Elect Director Stephen M. Wolf	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Approve Restricted Stock Plan	For	For	Management
16	Require Independent Board Chairman	Against	For	Shareholder
17	Establish Ethics Committee to Review Marketing Activities	Against	Abstain	Shareholder

PITNEY BOWES INC.

Ticker: PBI Security ID: 724479100

Meeting Date: MAY 14, 2012 Meeting Type: Annual

Record Date: MAR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Rodney C. Adkins	For	For	Management
2	Elect Director Anne M. Busquet	For	For	Management
3	Elect Director Roger Fradin	For	For	Management

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4	Elect Director Anne Sutherland Fuchs	For	Against	Management
5	Elect Director James H. Keyes	For	Against	Management
6	Elect Director Murray D. Martin	For	For	Management
7	Elect Director Michael I. Roth	For	For	Management
8	Elect Director David L. Shedlarz	For	For	Management
9	Elect Director David B. Snow, Jr.	For	Against	Management
10	Elect Director Robert E. Weissman	For	Against	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management

PRUDENTIAL FINANCIAL, INC.

Ticker: PRU Security ID: 744320102

Meeting Date: MAY 08, 2012 Meeting Type: Annual

Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Thomas J. Baltimore, Jr.	For	For	Management
2	Elect Director Gordon M. Bethune	For	For	Management
3	Elect Director Gaston Caperton	For	For	Management
4	Elect Director Gilbert F. Casellas	For	For	Management
5	Elect Director James G. Cullen	For	For	Management
6	Elect Director William H. Gray, III	For	For	Management
7	Elect Director Mark B. Grier	For	For	Management

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8	Elect Director Constance J. Horner	For	For	Management
9	Elect Director Martina Hund-Mejean	For	For	Management
10	Elect Director Karl J. Krapek	For	For	Management
11	Elect Director Chrisitne A. Poon	For	For	Management
12	Elect Director John R. Strangfeld	For	For	Management
13	Elect Director James A. Unruh	For	For	Management
14	Ratify Auditors	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
16	Eliminate Supermajority Voting Provisions	For	For	Management
17	Require Independent Board Chairman	Against	For	Shareholder

PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED

Ticker: PEG Security ID: 744573106

Meeting Date: APR 17, 2012 Meeting Type: Annual

Record Date: FEB 17, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Albert R. Gamper, Jr.	For	For	Management
2	Elect Director Conrad K. Harper	For	For	Management
3	Elect Director William V. Hickey	For	For	Management
4	Elect Director Ralph Izzo	For	For	Management
5	Elect Director Shirley Ann Jackson	For	For	Management

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6	Elect Director David Lilley	For	For	Management
7	Elect Director Thomas A. Renyi	For	For	Management
8	Elect Director Hak Cheol Shin	For	For	Management
9	Elect Director Richard J. Swift	For	For	Management
10	Elect Director Susan Tomasky	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Ratify Auditors	For	For	Management

R. R. DONNELLEY & SONS COMPANY

Ticker: RRD Security ID: 257867101

Meeting Date: MAY 17, 2012 Meeting Type: Annual

Record Date: MAR 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Thomas J. Quinlan, III	For	For	Management
2	Elect Director Stephen M. Wolf	For	For	Management
3	Elect Director Susan M. Cameron	For	For	Management
4	Elect Director Lee A. Chaden	For	For	Management
5	Elect Director Richard L. Crandall	For	For	Management
6	Elect Director Judith H. Hamilton	For	For	Management
7	Elect Director Thomas S. Johnson	For	Against	Management
8	Elect Director John C. Pope	For	For	Management
9	Elect Director Michael T. Riordan	For	For	Management

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10	Elect Director Oliver R. Sockwell	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Approve Omnibus Stock Plan	For	For	Management
13	Ratify Auditors	For	For	Management
14	Prepare Sustainability Report	Against	Abstain	Shareholder

RAYTHEON COMPANY

Ticker: RTN Security ID: 755111507

Meeting Date: MAY 31, 2012 Meeting Type: Annual

Record Date: APR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James E. Cartwright	For	For	Management
2	Elect Director Vernon E. Clark	For	For	Management
3	Elect Director John M. Deutch	For	Against	Management
4	Elect Director Stephen J. Hadley	For	For	Management
5	Elect Director Frederic M. Poses	For	For	Management
6	Elect Director Michael C. Ruetters	For	For	Management
7	Elect Director Ronald L. Skates	For	For	Management
8	Elect Director William R. Spivey	For	For	Management
9	Elect Director Linda G. Stuntz	For	Against	Management
10	Elect Director William H. Swanson	For	For	Management
11	Advisory Vote to Ratify Named	For	For	Management

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Executive Officers' Compensation

12	Ratify Auditors	For	For	Management
13	Stock Retention/Holding Period	Against	Against	Shareholder
14	Submit SERP to Shareholder Vote	Against	Against	Shareholder
15	Provide Right to Act by Written Consent	Against	For	Shareholder

REPUBLIC SERVICES, INC.

Ticker: RSG Security ID: 760759100

Meeting Date: MAY 17, 2012 Meeting Type: Annual

Record Date: MAR 20, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James W. Crownover	For	For	Management
2	Elect Director William J. Flynn	For	For	Management
3	Elect Director Michael Larson	For	Against	Management
4	Elect Director Nolan Lehmann	For	For	Management
5	Elect Director W. Lee Nutter	For	For	Management
6	Elect Director Ramon A. Rodriguez	For	For	Management
7	Elect Director Donald W. Slager	For	For	Management
8	Elect Director Allan C. Sorensen	For	For	Management
9	Elect Director John M. Trani	For	For	Management
10	Elect Director Michael W. Wickham	For	For	Management
11	Advisory Vote to Ratify Named	For	For	Management

Executive Officers' Compensation

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12	Ratify Auditors	For	For	Management
13	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder
14	Report on Political Contributions	Against	For	Shareholder

ROYAL DUTCH SHELL PLC

Ticker: RDSB Security ID: 780259206

Meeting Date: MAY 22, 2012 Meeting Type: Annual

Record Date: APR 12, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Elect Sir Nigel Sheinwald as Director	For	For	Management
4	Re-elect Josef Ackermann as Director	For	For	Management
5	Re-elect Guy Elliott as Director	For	For	Management
6	Re-elect Simon Henry as Director	For	For	Management
7	Re-elect Charles Holliday as Director	For	For	Management
8	Re-elect Gerard Kleisterlee as Director	For	For	Management
9	Re-elect Christine Morin-Postel as Director	For	For	Management

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10	Re-elect Jorma Ollila as Director	For	For	Management
11	Re-elect Linda Stuntz as Director	For	For	Management
12	Re-elect Jeroen van der Veer as Director	For	For	Management
13	Re-elect Peter Voser as Director	For	For	Management
14	Re-elect Hans Wijers as Director	For	For	Management
15	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For	Management
16	Authorise Board to Fix Remuneration of Auditors	For	For	Management
17	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
18	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
19	Authorise Market Purchase of Ordinary Shares	For	For	Management
20	Authorise EU Political Donations and Expenditure	For	For	Management

SCHLUMBERGER LIMITED

Ticker: SLB Security ID: 806857108

Meeting Date: APR 11, 2012 Meeting Type: Annual

Record Date: FEB 22, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter L.S. Currie	For	For	Management
1.2	Elect Director Tony Isaac	For	Against	Management
1.3	Elect Director K. Vaman Kamath	For	For	Management
1.4	Elect Director Paal Kibsgaard	For	For	Management
1.5	Elect Director Nikolay Kudryavtsev	For	For	Management
1.6	Elect Director Adrian Lajous	For	For	Management
1.7	Elect Director Michael E. Marks	For	For	Management
1.8	Elect Director Elizabeth Moler	For	For	Management
1.9	Elect Director Lubna S. Olayan	For	For	Management
1.10	Elect Director Leo Rafael Reif	For	For	Management
1.11	Elect Director Tore I. Sandvold	For	For	Management
1.12	Elect Director Henri Seydoux	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Adopt and Approve Financials and Dividends	For	For	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
5	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management

SEMPRA ENERGY

Ticker: SRE Security ID: 816851109

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Meeting Date: MAY 10, 2012 Meeting Type: Annual

Record Date: MAR 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Alan L. Boeckmann	For	Against	Management
2	Elect Director James G. Brocksmith, Jr.	For	For	Management
3	Elect Director Donald E. Felsing	For	For	Management
4	Elect Director Wilford D. Godbold, Jr.	For	For	Management
5	Elect Director William D. Jones	For	For	Management
6	Elect Director William G. Ouchi	For	Against	Management
7	Elect Director Debra L. Reed	For	For	Management
8	Elect Director Carlos Ruiz	For	For	Management
9	Elect Director William C. Rusnack	For	Against	Management
10	Elect Director William P. Rutledge	For	Against	Management
11	Elect Director Lynn Schenk	For	For	Management
12	Elect Director Luis M. Tellez	For	Against	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
15	Require Independent Board Chairman	Against	For	Shareholder
16	Include Sustainability as a Performance Measure for Senior Executive Compensation	Against	Abstain	Shareholder

SIMON PROPERTY GROUP, INC.

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Ticker: SPG Security ID: 828806109

Meeting Date: MAY 17, 2012 Meeting Type: Annual

Record Date: MAR 19, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Melvyn E. Bergstein	For	For	Management
2	Elect Director Larry C. Glasscock	For	For	Management
3	Elect Director Karen N. Horn	For	Against	Management
4	Elect Director Allan Hubbard	For	For	Management
5	Elect Director Reuben S. Leibowitz	For	For	Management
6	Elect Director Daniel C. Smith	For	For	Management
7	Elect Director J. Albert Smith, Jr.	For	For	Management
8	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
9	Ratify Auditors	For	For	Management
10	Amend Omnibus Stock Plan	For	For	Management

STANLEY BLACK & DECKER, INC.

Ticker: SWK Security ID: 854502101

Meeting Date: APR 17, 2012 Meeting Type: Annual

Record Date: FEB 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Patrick D. Campbell	For	For	Management
1.2	Elect Director Benjamin H. Griswold, IV	For	For	Management
1.3	Elect Director Eileen S. Kraus	For	For	Management
1.4	Elect Director Robert L. Ryan	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

TEMPUR-PEDIC INTERNATIONAL INC.

Ticker: TPX Security ID: 88023U101

Meeting Date: APR 25, 2012 Meeting Type: Annual

Record Date: MAR 02, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Evelyn S. Dilsaver	For	For	Management
2	Elect Director Frank Doyle	For	For	Management
3	Elect Director John A. Heil	For	For	Management
4	Elect Director Peter K. Hoffman	For	For	Management
5	Elect Director Sir Paul Judge	For	For	Management
6	Elect Director Nancy F. Koehn	For	For	Management
7	Elect Director Christopher A. Masto	For	For	Management
8	Elect Director P. Andrews McLane	For	For	Management

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9	Elect Director Mark Sarvary	For	For	Management
10	Elect Director Robert B. Trussell, Jr.	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

TESORO CORPORATION

Ticker: TSO Security ID: 881609101

Meeting Date: MAY 03, 2012 Meeting Type: Annual

Record Date: MAR 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Rodney F. Chase	For	For	Management
2	Elect Director Gregory J. Goff	For	For	Management
3	Elect Director Robert W. Goldman	For	For	Management
4	Elect Director Steven H. Grapstein	For	For	Management
5	Elect Director David Lilley	For	For	Management
6	Elect Director J.W. Nokes	For	For	Management
7	Elect Director Susan Tomasky	For	For	Management
8	Elect Director Michael E. Wiley	For	For	Management
9	Elect Director Patrick Y. Yang	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Ratify Auditors	For	For	Management

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THE AES CORPORATION

Ticker: AES Security ID: 00130H105

Meeting Date: APR 19, 2012 Meeting Type: Annual

Record Date: FEB 24, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andres Gluski	For	For	Management
1.2	Elect Director Zhang Guo Bao	For	For	Management
1.3	Elect Director Kristina M. Johnson	For	For	Management
1.4	Elect Director Tarun Khanna	For	For	Management
1.5	Elect Director John A. Koskinen	For	For	Management
1.6	Elect Director Philip Lader	For	For	Management
1.7	Elect Director Sandra O. Moose	For	For	Management
1.8	Elect Director John B. Morse, Jr.	For	For	Management
1.9	Elect Director Philip A. Odeen	For	For	Management
1.10	Elect Director Charles O. Rossotti	For	Withhold	Management
1.11	Elect Director Sven Sandstrom	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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THE CHUBB CORPORATION

Ticker: CB Security ID: 171232101

Meeting Date: APR 24, 2012 Meeting Type: Annual

Record Date: MAR 02, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Zoe Baird Budinger	For	For	Management
2	Elect Director Sheila P. Burke	For	For	Management
3	Elect Director James I. Cash, Jr.	For	For	Management
4	Elect Director John D. Finnegan	For	For	Management
5	Elect Director Lawrence W. Kellner	For	For	Management
6	Elect Director Martin G. McGuinn	For	For	Management
7	Elect Director Lawrence M. Small	For	For	Management
8	Elect Director Jess Soderberg	For	For	Management
9	Elect Director Daniel E. Somers	For	For	Management
10	Elect Director James M. Zimmerman	For	For	Management
11	Elect Director Alfred W. Zollar	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Adopt Proxy Statement Reporting on Political Contributions and Advisory Vote	Against	Against	Shareholder

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THE DOW CHEMICAL COMPANY

Ticker: DOW Security ID: 260543103

Meeting Date: MAY 10, 2012 Meeting Type: Annual

Record Date: MAR 19, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Arnold A. Allemang	For	For	Management
2	Elect Director Jacqueline K. Barton	For	For	Management
3	Elect Director James A. Bell	For	For	Management
4	Elect Director Jeff M. Fettig	For	For	Management
5	Elect Director John B. Hess	For	For	Management
6	Elect Director Andrew N. Liveris	For	For	Management
7	Elect Director Paul Polman	For	For	Management
8	Elect Director Dennis H. Reilley	For	For	Management
9	Elect Director James M. Ringler	For	Against	Management
10	Elect Director Ruth G. Shaw	For	Against	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Approve Omnibus Stock Plan	For	For	Management
14	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
15	Provide Right to Act by Written Consent	Against	For	Shareholder
16	Require Independent Board Chairman	Against	For	Shareholder

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THE DUN & BRADSTREET CORPORATION

Ticker: DNB Security ID: 26483E100

Meeting Date: MAY 09, 2012 Meeting Type: Annual

Record Date: MAR 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Austin A. Adams	For	For	Management
2	Elect Director John W. Alden	For	For	Management
3	Elect Director Christopher J. Coughlin	For	For	Management
4	Elect Director James N. Fernandez	For	For	Management
5	Elect Director Paul R. Garcia	For	For	Management
6	Elect Director Douglas A. Kehring	For	For	Management
7	Elect Director Sara Mathew	For	For	Management
8	Elect Director Sandra E. Peterson	For	For	Management
9	Elect Director Michael J. Winkler	For	For	Management
10	Ratify Auditors	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Provide Right to Call Special Meeting	For	For	Management

THE HERSHEY COMPANY

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Ticker: HSY Security ID: 427866108

Meeting Date: MAY 01, 2012 Meeting Type: Annual

Record Date: MAR 05, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director P.M. Arway	For	Withhold	Management
1.2	Elect Director J.P. Bilbrey	For	For	Management
1.3	Elect Director R.F. Cavanaugh	For	For	Management
1.4	Elect Director C.A. Davis	For	For	Management
1.5	Elect Director R.M. Malcolm	For	For	Management
1.6	Elect Director J.M. Mead	For	Withhold	Management
1.7	Elect Director J.E. Nevels	For	Withhold	Management
1.8	Elect Director A.J. Palmer	For	For	Management
1.9	Elect Director T.J. Ridge	For	For	Management
1.10	Elect Director D.L. Shedlarz	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

Executive Officers' Compensation

THE HOME DEPOT, INC.

Ticker: HD Security ID: 437076102

Meeting Date: MAY 17, 2012 Meeting Type: Annual

Record Date: MAR 19, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director F. Duane Ackerman	For	For	Management
2	Elect Director Francis S. Blake	For	For	Management
3	Elect Director Ari Bousbib	For	For	Management
4	Elect Director Gregory D. Brenneman	For	For	Management
5	Elect Director J. Frank Brown	For	For	Management
6	Elect Director Albert P. Carey	For	Against	Management
7	Elect Director Armando Codina	For	Against	Management
8	Elect Director Bonnie G. Hill	For	Against	Management
9	Elect Director Karen L. Katen	For	Against	Management
10	Elect Director Ronald L. Sargent	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Amend Qualified Employee Stock Purchase Plan	For	For	Management
14	Adopt Proxy Statement Reporting on Political Contributions and Advisory Vote	Against	Against	Shareholder
15	Prepare Employment Diversity Report	Against	Abstain	Shareholder
16	Amend Right to Act by Written Consent	Against	For	Shareholder
17	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder
18	Report on Charitable Contributions	Against	Abstain	Shareholder
19	Adopt Storm Water Run-off Management Policy	Against	Abstain	Shareholder

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THE KROGER CO.

Ticker: KR Security ID: 501044101

Meeting Date: JUN 21, 2012 Meeting Type: Annual

Record Date: APR 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Reuben V. Anderson	For	For	Management
2	Elect Director Robert D. Beyer	For	For	Management
3	Elect Director David B. Dillon	For	For	Management
4	Elect Director Susan J. Kropf	For	For	Management
5	Elect Director John T. LaMacchia	For	For	Management
6	Elect Director David B. Lewis	For	For	Management
7	Elect Director W. Rodney McMullen	For	For	Management
8	Elect Director Jorge P. Montoya	For	For	Management
9	Elect Director Clyde R. Moore	For	For	Management
10	Elect Director Susan M. Phillips	For	For	Management
11	Elect Director Steven R. Rogel	For	For	Management
12	Elect Director James A. Runde	For	For	Management
13	Elect Director Ronald L. Sargent	For	For	Management
14	Elect Director Bobby S. Shackouls	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
16	Ratify Auditors	For	For	Management
17	Adopt ILO Based Code of Conduct	Against	Abstain	Shareholder
18	Report on Adopting Extended Producer Responsibility Policy	Against	Abstain	Shareholder

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THE MCGRAW-HILL COMPANIES, INC.

Ticker: MHP Security ID: 580645109

Meeting Date: APR 25, 2012 Meeting Type: Annual

Record Date: MAR 12, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Pedro Aspe	For	For	Management
2	Elect Director Winfried Bischoff	For	For	Management
3	Elect Director William D. Green	For	For	Management
4	Elect Director Linda Koch Lorimer	For	For	Management
5	Elect Director Harold McGraw, III	For	For	Management
6	Elect Director Robert P. McGraw	For	For	Management
7	Elect Director Hilda Ochoa-Brillembourg	For	For	Management
8	Elect Director Michael Rake	For	For	Management
9	Elect Director Edward B. Rust, Jr.	For	Against	Management
10	Elect Director Kurt L. Schmoke	For	For	Management
11	Elect Director Sidney Taurel	For	For	Management
12	Elect Director Richard E. Thornburgh	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Ratify Auditors	For	For	Management
15	Provide Right to Act by Written Consent	Against	For	Shareholder

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THE TJX COMPANIES, INC.

Ticker: TJX Security ID: 872540109

Meeting Date: JUN 13, 2012 Meeting Type: Annual

Record Date: APR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Zein Abdalla	For	For	Management
2	Elect Director Jose B. Alvarez	For	For	Management
3	Elect Director Alan M. Bennett	For	For	Management
4	Elect Director Bernard Cammarata	For	For	Management
5	Elect Director David T. Ching	For	For	Management
6	Elect Director Michael F. Hines	For	For	Management
7	Elect Director Amy B. Lane	For	For	Management
8	Elect Director Carol Meyrowitz	For	For	Management
9	Elect Director John F. O'Brien	For	For	Management
10	Elect Director Willow B. Shire	For	For	Management
11	Ratify Auditors	For	For	Management
12	Amend Executive Incentive Bonus Plan	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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TRI-CONTINENTAL CORPORATION

Ticker: TY Security ID: 895436103

Meeting Date: APR 12, 2012 Meeting Type: Annual

Record Date: FEB 14, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kathleen Blatz	For	For	Management
1.2	Elect Director Pamela G. Carlton	For	For	Management
1.3	Elect Director Alison Taunton-Rigby	For	For	Management
2	Ratify Auditors	For	For	Management

TYCO INTERNATIONAL LTD.

Ticker: TYC Security ID: H89128104

Meeting Date: MAR 07, 2012 Meeting Type: Annual

Record Date: JAN 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports for Fiscal 2010/2011	For	For	Management
2	Approve Discharge of Board and Senior Management	For	For	Management
3.1	Elect Edward D. Breen as Director	For	For	Management
3.2	Elect Michael Daniels as Director	For	For	Management

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3.3	Reelect Timothy Donahue as Director	For	For	Management
3.4	Reelect Brian Duperreault as Director	For	For	Management
3.5	Reelect Bruce Gordon as Director	For	For	Management
3.6	Reelect Rajiv L. Gupta as Director	For	For	Management
3.7	Reelect John Krol as Director	For	For	Management
3.8	Reelect Brendan O'Neill as Director	For	For	Management
3.9	Reelect Dinesh Paliwal as Director	For	For	Management
3.10	Reelect William Stavropoulos as Director	For	For	Management
3.11	Reelect Sandra Wijnberg as Director	For	For	Management
3.12	Reelect R. David Yost as Director	For	For	Management
4a	Ratify Deloitte AG as Auditors	For	For	Management
4b	Appoint Deloitte & Touche LLP as Independent Registered Public Accounting Firm for Fiscal 2011/2012	For	For	Management
4c	Ratify PricewaterhouseCoopers AG as Special Auditors	For	For	Management
5a	Approve Allocation of Income	For	For	Management
5b	Approve Consolidated Reserves	For	For	Management
5c	Approve Ordinary Cash Dividend	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Amend Articles of Association Regarding Book Entry Securities and Transfer of Registered Seat	For	For	Management

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TYSON FOODS, INC.

Ticker: TSN Security ID: 902494103

Meeting Date: FEB 03, 2012 Meeting Type: Annual

Record Date: DEC 05, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John Tyson	For	For	Management
1.2	Elect Director Kathleen M. Bader	For	For	Management
1.3	Elect Director Gaurdie E. Banister, Jr.	For	For	Management
1.4	Elect Director Jim Kever	For	Withhold	Management
1.5	Elect Director Kevin M. McNamara	For	For	Management
1.6	Elect Director Brad T. Sauer	For	For	Management
1.7	Elect Director Robert Thurber	For	For	Management
1.8	Elect Director Barbara A. Tyson	For	For	Management
1.9	Elect Director Albert C. Zapanta	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

UNITED PARCEL SERVICE, INC.

Ticker: UPS Security ID: 911312106

Meeting Date: MAY 03, 2012 Meeting Type: Annual

Record Date: MAR 05, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director F. Duane Ackerman	For	For	Management
2	Elect Director Michael J. Burns	For	For	Management
3	Elect Director D. Scott Davis	For	For	Management
4	Elect Director Stuart E. Eizenstat	For	For	Management
5	Elect Director Michael L. Eskew	For	For	Management
6	Elect Director William R. Johnson	For	For	Management
7	Elect Director Candace Kendle	For	For	Management
8	Elect Director Ann M. Livermore	For	For	Management
9	Elect Director Rudy H.P. Markham	For	For	Management
10	Elect Director Clark T. Randt, Jr.	For	For	Management
11	Elect Director John W. Thompson	For	For	Management
12	Elect Director Carol B. Tome	For	For	Management
13	Ratify Auditors	For	For	Management
14	Approve Omnibus Stock Plan	For	For	Management
15	Amend Qualified Employee Stock Purchase Plan	For	For	Management
16	Report on Lobbying Contributions and Expenses	Against	Against	Shareholder

UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109

Meeting Date: APR 11, 2012 Meeting Type: Annual

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Record Date: FEB 15, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Louis R. Chenevert	For	For	Management
2	Elect Director John V. Faraci	For	For	Management
3	Elect Director Jean-Pierre Garnier, Ph. D.	For	For	Management
4	Elect Director Jamie S. Gorelick	For	For	Management
5	Elect Director Edward A. Kangas	For	For	Management
6	Elect Director Ellen J. Kullman	For	For	Management
7	Elect Director Richard D. McCormick	For	For	Management
8	Elect Director Harold McGraw, III	For	For	Management
9	Elect Director Richard B. Myers	For	For	Management
10	Elect Director H. Patrick Swygert	For	For	Management
11	Elect Director Andre Villeneuve	For	For	Management
12	Elect Director Christine Todd Whitman	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102

Meeting Date: JUN 04, 2012 Meeting Type: Annual

Record Date: APR 05, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William C. Ballard, Jr.	For	Against	Management
2	Elect Director Richard T. Burke	For	Against	Management
3	Elect Director Robert J. Darretta	For	For	Management
4	Elect Director Stephen J. Hemsley	For	For	Management
5	Elect Director Michele J. Hooper	For	For	Management
6	Elect Director Rodger A. Lawson	For	For	Management
7	Elect Director Douglas W. Leatherdale	For	Against	Management
8	Elect Director Glenn M. Renwick	For	For	Management
9	Elect Director Kenneth I. Shine	For	For	Management
10	Elect Director Gail R. Wilensky	For	Against	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Ratify Auditors	For	For	Management
13	Report on Lobbying Payments and Policy	Against	Against	Shareholder

VALERO ENERGY CORPORATION

Ticker: VLO Security ID: 91913Y100

Meeting Date: MAY 03, 2012 Meeting Type: Annual

Record Date: MAR 05, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ronald K. Calgaard	For	For	Management

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2	Elect Director Jerry D. Choate	For	Against	Management
3	Elect Director Ruben M. Escobedo	For	Against	Management
4	Elect Director William R. Klesse	For	For	Management
5	Elect Director Bob Marbut	For	Against	Management
6	Elect Director Donald L. Nickles	For	Against	Management
7	Elect Director Philip J. Pfeiffer	For	For	Management
8	Elect Director Robert A. Profusek	For	Against	Management
9	Elect Director Susan Kaufman Purcell	For	For	Management
10	Elect Director Stephen M. Waters	For	For	Management
11	Elect Director Randall J. Weisenburger	For	For	Management
12	Elect Director Rayford Wilkins, Jr.	For	Against	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Report on Political Contributions	Against	Against	Shareholder
16	Report on Accident Risk Reduction Efforts	Against	Abstain	Shareholder

VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104

Meeting Date: MAY 03, 2012 Meeting Type: Annual

Record Date: MAR 05, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Elect Director Richard L. Carrion	For	For	Management
2	Elect Director Melanie L. Healey	For	For	Management
3	Elect Director M. Frances Keeth	For	For	Management
4	Elect Director Robert W. Lane	For	For	Management
5	Elect Director Lowell C. McAdam	For	For	Management
6	Elect Director Sandra O. Moose	For	For	Management
7	Elect Director Joseph Neubauer	For	Against	Management
8	Elect Director Donald T. Nicolaisen	For	For	Management
9	Elect Director Clarence Otis, Jr.	For	For	Management
10	Elect Director Hugh B. Price	For	For	Management
11	Elect Director Rodney E. Slater	For	Against	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Disclose Prior Government Service	Against	Abstain	Shareholder
15	Report on Lobbying Payments and Policy	Against	Against	Shareholder
16	Performance-Based and/or Time-Based Equity Awards	Against	Against	Shareholder
17	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
18	Provide Right to Act by Written Consent	Against	For	Shareholder
19	Commit to Wireless Network Neutrality	Against	Abstain	Shareholder

VMWARE, INC.

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Ticker: VMW Security ID: 928563402

Meeting Date: MAY 31, 2012 Meeting Type: Annual

Record Date: APR 05, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
2	Ratify Auditors	For	For	Management

WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103

Meeting Date: JUN 01, 2012 Meeting Type: Annual

Record Date: APR 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Aida M. Alvarez	For	Against	Management
2	Elect Director James W. Breyer	For	For	Management
3	Elect Director M. Michele Burns	For	Against	Management
4	Elect Director James I. Cash, Jr.	For	Against	Management
5	Elect Director Roger C. Corbett	For	For	Management
6	Elect Director Douglas N. Daft	For	For	Management
7	Elect Director Michael T. Duke	For	Against	Management
8	Elect Director Marissa A. Mayer	For	For	Management
9	Elect Director Gregory B. Penner	For	For	Management

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10	Elect Director Steven S. Reinemund	For	For	Management
11	Elect Director H. Lee Scott, Jr.	For	Against	Management
12	Elect Director Arne M. Sorenson	For	Against	Management
13	Elect Director Jim C. Walton	For	For	Management
14	Elect Director S. Robson Walton	For	For	Management
15	Elect Director Christopher J. Williams	For	Against	Management
16	Elect Director Linda S. Wolf	For	For	Management
17	Ratify Auditors	For	For	Management
18	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
19	Report on Political Contributions	Against	For	Shareholder
20	Request Director Nominee with Patient Safety and Healthcare Quality Experience	Against	Against	Shareholder
21	Performance-Based Equity Awards	Against	Against	Shareholder

WALGREEN CO.

Ticker: WAG Security ID: 931422109

Meeting Date: JAN 11, 2012 Meeting Type: Annual

Record Date: NOV 14, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David J. Brailer	For	For	Management
2	Elect Director Steven A. Davis	For	For	Management

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3	Elect Director William C. Foote	For	Against	Management
4	Elect Director Mark P. Frissora	For	For	Management
5	Elect Director Ginger L. Graham	For	For	Management
6	Elect Director Alan G. McNally	For	For	Management
7	Elect Director Nancy M. Schlichting	For	For	Management
8	Elect Director David Y. Schwartz	For	For	Management
9	Elect Director Alejandro Silva	For	For	Management
10	Elect Director James A. Skinner	For	For	Management
11	Elect Director Gregory D. Wasson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Approve Executive Incentive Bonus Plan	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
16	Adopt Retention Ratio for Executives	Against	Against	Shareholder

WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101

Meeting Date: APR 24, 2012 Meeting Type: Annual

Record Date: FEB 24, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John D. Baker, II	For	Against	Management
2	Elect Director Elaine L. Chao	For	For	Management

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3	Elect Director John S. Chen	For	For	Management
4	Elect Director Lloyd H. Dean	For	For	Management
5	Elect Director Susan E. Engel	For	For	Management
6	Elect Director Enrique Hernandez, Jr.	For	For	Management
7	Elect Director Donald M. James	For	Against	Management
8	Elect Director Cynthia H. Milligan	For	Against	Management
9	Elect Director Nicholas G. Moore	For	For	Management
10	Elect Director Federico F. Pena	For	For	Management
11	Elect Director Philip J. Quigley	For	Against	Management
12	Elect Director Judith M. Runstad	For	For	Management
13	Elect Director Stephen W. Sanger	For	For	Management
14	Elect Director John G. Stumpf	For	For	Management
15	Elect Director Susan G. Swenson	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Ratify Auditors	For	For	Management
18	Require Independent Board Chairman	Against	For	Shareholder
19	Provide for Cumulative Voting	Against	For	Shareholder
20	Adopt Proxy Access Right	Against	Against	Shareholder
21	Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations	Against	Against	Shareholder

WESTERN DIGITAL CORPORATION

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Ticker: WDC Security ID: 958102105

Meeting Date: NOV 10, 2011 Meeting Type: Annual

Record Date: SEP 16, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Kathleen A. Cote	For	For	Management
2	Elect Director John F. Coyne	For	For	Management
3	Elect Director Henry T. DeNero	For	For	Management
4	Elect Director William L. Kimsey	For	For	Management
5	Elect Director Michael D. Lambert	For	For	Management
6	Elect Director Len J. Lauer	For	For	Management
7	Elect Director Matthew E. Massengill	For	For	Management
8	Elect Director Roger H. Moore	For	For	Management
9	Elect Director Thomas E. Pardun	For	For	Management
10	Elect Director Arif Shakeel	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
13	Ratify Auditors	For	For	Management

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Any ballot marked Abstain is considered to have been voted. Ballots marked Abstain are considered to have been voted against management's recommendation if management's recommendation is For or Against, and for management's recommendation if management's recommendation is Abstain. Where management has recommended that shareholders Abstain from voting on a ballot item, a ballot marked For or Against is considered to have been voted against management's recommendation to Abstain.

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Where management has made no recommendation on a ballot item, None is used to indicate that there is no management recommendation that a shareholder may vote For or Against.

Any ballot marked as Take No Action is neither a vote cast for or against management and None is used to represent this.

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SIGNATURES

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

(Registrant) Tri-Continental Corporation

By (Signature and Title)* /s/ J. Kevin Connaughton
J. Kevin Connaughton
President

Date: August 16, 2012

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