CORNERSTONE TOTAL RETURN FUND INC Form N-PX August 21, 2012

OMB APPROVAL

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### 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 811-02363

Cornerstone Total Return Fund, Inc.

(Exact name of registrant as specified in charter)

350 Jericho Turnpike, Suite 206

Jericho, New York

11753

(Address of principal executive offices)

(Zip code)

Frank L. Newbauer, Esq.

Ultimus Fund Solutions, LLC 225 Pictoria Drive, Suite 450 Cincinnati, Ohio 45246

(Name and address of agent for service)

Registrant's telephone number, including area code: (513) 587-3400

Date of fiscal year end: December 31

Date of reporting period: July 1, 2011 - June 30, 2012

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

#### ITEM 1. PROXY VOTING RECORD.

Disclose the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
  - (d) The shareholder meeting date;
  - (e) A brief identification of the matter voted on;
  - (f) Whether the matter was proposed by the issuer or by a security holder;
    - (g) Whether the registrant cast its vote on the matter;
- (h) How the registrant cast its vote (e.g., for or against proposal, or abstain; for or withhold regarding election of directors); and
  - (i) Whether the registrant cast its vote for or against management.

#### **SIGNATURES**

[See General Instruction F]

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) Cornerstone Total Return Fund, Inc.

By (Signature and Title)\* /s/ Ralph W. Bradshaw

Ralph W. Bradshaw, President and

Chairman

(Principal Executive Officer)

Date August 21, 2012

<sup>\*</sup> Print the name and title of each signing officer under his or her signature.

**EXHIBIT A** 

Proxy Voting Record Cornerstone Total Return Fund, Inc. July 1, 2011 - June 30, 2012

Company		Meeting	Proposa	al		Mgmt		F Ag
Name	CUSIP Ticker	Date		er Proposal Description	Proponent F	Recommendation	Vote Cast	M
Dell Inc.	24702R101 DELL	7/15/2011	1.1	Elect James Breyer	Mgmt	For	Withhold	Ag
Dell Inc.	24702R101 DELL	7/15/2011	1.2	Elect Donald Carty	Mgmt	For	For	I
Dell Inc.	24702R101 DELL	7/15/2011	1.3	Elect Michael Dell Elect William Gray,	Mgmt	For	For	I
Dell Inc.	24702R101 DELL	7/15/2011		III Elect Gerard	Mgmt	For	For	I
Dell Inc.	24702R101 DELL	7/15/2011	1.5	Kleisterlee Elect Thomas Luce,	Mgmt	For	For	ł
Dell Inc.	24702R101 DELL	7/15/2011	1.6	III	Mgmt	For	For	ľ
Dell Inc.	24702R101 DELL	7/15/2011	1.7	Elect Klaus Luft	Mgmt	For	For	ľ
Dell Inc.	24702R101 DELL			Elect Alex Mandl Elect Shantanu	Mgmt	For	For	I
Dell Inc.	24702R101 DELL			Narayen Elect H. Ross Perot,	Mgmt	For	For	I
Dell Inc.	24702R101 DELL			Jr. Ratification of	Mgmt	For	For	H
Dell Inc.	24702R101 DELL			Auditor Advisory Vote on Executive	Mgmt	For	For	H
Dell Inc.	24702R101 DELL	7/15/2011	3	Compensation Frequency of Advisory Vote on Executive	Mgmt	For	For	H
Dell Inc.	24702R101 DELL	7/15/2011	. 4	Compensation Shareholder Proposal Regarding Independent Board	Mgmt l	1 Year	1 Year	H
Dell Inc.	24702R101 DELL	7/15/2011	. 5	Chairman Shareholder Proposal Regarding Right to Act by Written	ShrHoldr l	Against	For	Ag
Dell Inc.	24702R101 DELL	7/15/2011	6	Consent Shareholder Proposal Regarding Declaration of	ShrHoldr l	Against	For	Ag
Dell Inc.	24702R101 DELL			Dividends	ShrHoldr		Against For 97.14%Withhol	I ld
Eaton Vance		7/22/2011		Elect Benjamin Esty	Mgmt	For	2.86%	]
Eaton Vance	e 278279104 EOI	7/22/2011	1.2		Mgmt	For		J

				Elect Aller			For 97.14%Withhold 2.86% For 97.14%Withhold
Eaton Vance Mckesson	278279104 EOI	7/22/2011	1.3	Elect Allen Freedman	Mgmt	For	97.14%Withhold 2.86% I
Corporation Mckesson	58155Q103 MCK	7/27/2011	1	Elect Andy Bryant	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	2	Elect Wayne Budd Elect John	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	3	Hammergren	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	4	Elect Alton Irby III Elect M. Christine	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	5	Jacobs	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	6	Elect Marie Knowles Elect David	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	7	Lawrence Elect Edward	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	8	Mueller	Mgmt	For	For I
Corporation Mckesson	58155Q103 MCK	7/27/2011	9	Elect Jane Shaw Ratification of	Mgmt	For	For I
Corporation  Mckesson	58155Q103 MCK	7/27/2011	10	Auditor Advisory Vote on Executive	Mgmt	For	For I
Corporation  Mckesson	58155Q103 MCK	7/27/2011	11	Compensation Frequency of Advisory Vote on Executive	Mgmt	For	For I
Corporation  Mckesson	58155Q103 MCK	7/27/2011	12	Compensation Reduction of Supermajority Requirement for Amendments to Series A Junior Participating	Mgmt	1 Year	1 Year I
Corporation	58155Q103 MCK	7/27/2011	13	Preferred Stock Reduction of Supermajority	Mgmt	For	For I
Mckesson Corporation	58155Q103 MCK	7/27/2011	14	Requirement to Alter By-Laws Elimination of Supermajority Requirement and Fair Price Provision	Mgmt	For	For I
Mckesson Corporation	58155Q103 MCK 58155Q103 MCK		15 16	for Certain Business Combinations	Mgmt Mgmt	For For	For I

	_	_							
Mckesson Corporation					Amendment to the Certificate of Incorporation to Remove Transitional Provision Amendment to the Certificate of Incorporation Concerning				
Mckesson Corporation	58155Q103	MCK	7/27/2011	17	Interested Transactions Shareholder Proposal Regarding Retention	Mgmt	For	For	]
Mckesson Corporation BlackRock Credit	58155Q103	MCK	7/27/2011	18	of Shares After Retirement	ShrHoldr	Against	Against	I
Allocation Income Trust II Inc BlackRock	09255H105	PSY	7/28/2011	1.1	Elect Paul Audet	Mgmt	For	For 93% Against 7%	I
Credit Allocation Income Trust II Inc BlackRock	09255H105	PSY	7/28/2011	1.2	Elect Michael Castellano	Mgmt	For	For 93% Against 7%	I
Credit Allocation Income Trust II Inc BlackRock Credit	09255H105	PSY	7/28/2011	1.3	Elect Richard Cavanagh	Mgmt	For	For 93% Against 7%	I
Allocation Income Trust II Inc BlackRock Credit	09255H105	PSY	7/28/2011	1.4	Elect Frank Fabozzi	Mgmt	For	For 93% Against 7%	I
Allocation Income Trust II Inc BlackRock Credit	09255H105	PSY	7/28/2011	1.5	Elect Kathleen Feldstein	Mgmt	For	For 93% Against 7%	I
Allocation Income Trust II Inc BlackRock Credit	09255H105	PSY	7/28/2011	1.6	Elect James Flynn	Mgmt	For	For 93% Against 7%	I
Allocation Income Trust II Inc	09255H105 09255H105		7/28/2011 7/28/2011	1.7 1.8	Elect Henry Gabbay Elect Jerrold Harris	Mgmt Mgmt	For For	For 93% Against 7% For 93%	I

BlackRock Credit Allocation Income Trust II Inc BlackRock Credit								Against 7%	
Allocation Income Trust II Inc BlackRock Credit Allocation	09255H105	PSY	7/28/2011	1.9	Elect R. Glenn Hubbard	Mgmt	For	For 93% Against 7%	]
Income Trust II Inc BlackRock Credit Allocation	09255H105	PSY	7/28/2011	1.10	Elect W. Carl Kester	Mgmt	For	For 93% Against 7%	I
Income Trust II Inc BlackRock Income Trust	09255H105	PSY	7/28/2011	1.11	Elect Karen Robards	Mgmt	For	For 93% Against 7%	I
Inc BlackRock	09247F100	BKT	7/28/2011	1.1	Elect Paul Audet	Mgmt	For	For	I
Income Trust Inc BlackRock	09247F100	BKT	7/28/2011	1.2	Elect Michael Castellano	Mgmt	For	For	I
Income Trust Inc BlackRock	09247F100	ВКТ	7/28/2011	1.3	Elect R. Glenn Hubbard	Mgmt	For	For	I
Income Trust Inc First Trust Strategie High	09247F100	BKT	7/28/2011	1.4	Elect W. Carl Kester	Mgmt	For	For For 92%	I
Strategic High Income First Trust	33735C106	FHO	8/8/2011	1	Reorganization	Mgmt	For	Against 6%Abstain 2% For 92%	I
Strategic High Income Fund Precision Castparts		FHI	8/8/2011	1	Reorganization	Mgmt	For	Against 6%Abstain 2%	I
Corp. Precision	740189105	PCP	8/16/2011	1.1	Elect Don Graber	Mgmt	For	For	I
Castparts Corp. Precision	740189105	PCP	8/16/2011	1.2	Elect Lester Lyles	Mgmt	For	For	I
Castparts Corp. Precision	740189105	PCP	8/16/2011	1.3	Elect Timothy Wicks	Mgmt	For	For	I
Castparts Corp.	740189105 740189105	PCP PCP	8/16/2011 8/16/2011	2 3	Ratification of Auditor	Mgmt Mgmt	For For	For For	I

Precision Castparts Corp. Precision					Advisory Vote on Executive Compensation Frequency of Advisory Vote on				
Castparts					Executive				
Corp. Duke Energy	740189105	PCP	8/16/2011	4	Compensation	Mgmt	1 Year	1 Year	
Corp. Duke Energy	26441C105	DUK	8/23/2011	1	Reverse Stock Split	Mgmt	For	For	
Corp. Duke Energy	26441C105	DUK	8/23/2011	2	Merger Right to Adjourn	Mgmt	For	For	
Corp. Medtronic,	26441C105	DUK	8/23/2011	3	Meeting Elect Richard	Mgmt	For	For	
Inc. Medtronic,	585055106	MDT	8/25/2011	1.1	Anderson	Mgmt	For	For	
Inc. Medtronic,	585055106			1.2	Elect David Calhoun	Mgmt	For	Withhold	A
Inc. Medtronic,	585055106			1.3	Elect Victor Dzau	Mgmt	For	For	
Inc. Medtronic,	585055106 585055106			1.4	Elect Omar Ishrak	Mgmt	For	For For	
Inc. Medtronic, Inc.	585055106			1.5	Elect Shirley Jackson Elect James Lenehan	Mgmt Mgmt	For For	For	
Medtronic, Inc.	585055106			1.7	Elect Denise O'Leary	Mgmt	For	For	
Medtronic, Inc.	585055106			1.8	Elect Kendall Powell	Mgmt	For	Withhold	A
Medtronic, Inc.	585055106	MDT	8/25/2011	1.9	Elect Robert Pozen	Mgmt	For	For	
Medtronic, Inc.	585055106	MDT	8/25/2011	1.10	Elect Jean-Pierre Rosso	Mgmt	For	For	
Medtronic, Inc.	585055106	MDT	8/25/2011	1.11	Elect Jack Schuler	Mgmt	For	Withhold	A
Medtronic, Inc.	585055106	MDT	8/25/2011	2	Ratification of Auditor Advisory Vote on	Mgmt	For	For	
Medtronic, Inc.	585055106	MDT	8/25/2011	3	Executive Compensation Frequency of Advisory Vote on	Mgmt	For	For	
Medtronic, Inc. Eaton Vance Tax-Managed	585055106	MDT	8/25/2011	4	Executive Compensation	Mgmt	1 Year	1 Year	
Diversified Equity Incom			0.10.6.10.01.1	1 1	E1 (W/11) - 5 1	24	<b>.</b>	For 97.7%	
Fund Eaton Vance Tax-Managed	27828N102 27828N102		8/26/2011 8/26/2011	1.1 1.2	Elect William Park Elect Ronald Pearlman	Mgmt Mgmt	For For	Abstain 2.3% For 97.7% Abstain 2.3%	

Diversified Equity Income Fund

Tund					Elect William				
H I Heinz Co	o.423074103	HNZ.	8/30/2011	1	Elect William Johnson	Mgmt	For	For	Ţ
	0.423074103			2	Elect Charles Bunch	Mgmt	For	For	Ī
	J		0,00.	_	Elect Leonard				
H.J. Heinz Co	o.423074103	HNZ	8/30/2011	3	Coleman, Jr.	Mgmt	For	Against	Ag
H.J. Heinz Co	o.423074103	HNZ	8/30/2011	4	Elect John Drosdick	Mgmt	For	For	I
H.J. Heinz C	o.423074103	HNZ	8/30/2011	5	Elect Edith Holiday Elect Candace	Mgmt	For	For	I
H.J. Heinz Co	o.423074103	HNZ	8/30/2011	6	Kendle	Mgmt	For	Against	Ag
H.J. Heinz Co	o.423074103	HNZ	8/30/2011	7	Elect Dean O'Hare	Mgmt	For	For	I
H.J. Heinz Co	o.423074103	HNZ	8/30/2011	8	Elect Nelson Peltz	Mgmt	For	Against	Ag
H.J. Heinz C	o.423074103	HNZ		9	Elect Dennis Reilley	Mgmt	For	Against	Ag
				10	Elect Lynn Swann	Mgmt	For	Against	Ag
H.J. Heinz Co	0.423074103	HNZ	8/30/2011	11	Elect Thomas Usher Elect Michael	Mgmt	For	Against	Ag
H.J. Heinz Co	0.423074103	HNZ	8/30/2011	12	Weinstein Ratification of	Mgmt	For	For	I
H.J. Heinz Co	0.423074103	HNZ	8/30/2011	13	Auditor Advisory Vote on Executive	Mgmt	For	For	H
H.J. Heinz Co	0.423074103	HNZ	8/30/2011	14	Compensation Frequency of Advisory Vote on Executive	Mgmt	For	For	I
H.J. Heinz Co	o.423074103	HNZ	8/30/2011	15	Compensation Elect James	Mgmt	1 Year	1 Year	I
Fedex Corp	31428X106	FDX	9/26/2011	1	Barksdale Elect John	Mgmt	For	Against	Ag
Fedex Corp	31428X106	FDX	9/26/2011	2	Edwardson	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	3	Elect Shirley Jackson Elect Steven	Mgmt	For	Against	Ag
Fedex Corp	31428X106	FDX	9/26/2011	4	Loranger	Mgmt	For	Against	Ag
Fedex Corp	31428X106			5	Elect Gary Loveman	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	6	Elect R. Brad Martin	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	7	Elect Joshua Ramo	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	8	Elect Susan Schwab Elect Frederick	Mgmt	For	For	Η
Fedex Corp	31428X106	FDX	9/26/2011	9	Smith	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	10	Elect Joshua Smith	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	11	Elect David Steiner	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	12	Elect Paul Walsh Amendment to the Certificate of Incorporation Regarding the Right to Call a Special	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	13	Meeting	Mgmt	For	For	I
Fedex Corp	31428X106	FDX	9/26/2011	14		Mgmt	For	For	I

					Ratification of Auditor				
					Advisory Vote on				
					Executive				
Fedex Corp	31428X106	FDX	9/26/2011	15	Compensation Frequency of Advisory Vote on Executive	Mgmt	For	For	H
Fedex Corp	31428X106	FDX	9/26/2011	16	Compensation Shareholder Proposal Regarding Independent Board	Mgmt	1 Year	1 Year	I
Fedex Corp	31428X106	FDX	9/26/2011	17	Chairman Shareholder Proposal Regarding Retention of Shares After	ShrHoldr	Against	For	Ag
Fedex Corp	31428X106	FDX	9/26/2011	18	Retirement Shareholder Proposal Regarding Political Contributions and	ShrHoldr	Against	Against	I
Fedex Corp General Mills.	31428X106	FDX	9/26/2011	19	Expenditure Report Elect Bradbury	ShrHoldr	Against	For	Ag
Inc. General Mills.	370334104	GIS	9/26/2011	1	Anderson	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	2	Elect R. Kerry Clark	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	3	Elect Paul Danos	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	4	Elect William Esrey Elect Raymond	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	5	Gilmartin Elect Judith Richards	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	6	Норе	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	7	Elect Heidi Miller Elect Hilda	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	8	Ochoa-Brillembourg	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	9	Elect Steve Odland	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	10	Elect Kendall Powell	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	11	Elect Michael Rose	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	12	Elect Robert Ryan	Mgmt	For	For	I
Inc. General Mills.	370334104	GIS	9/26/2011	13	Elect Dorothy Terrell 2011 Stock	Mgmt	For	For	I
Inc. General Mills, Inc.	370334104	GIS GIS	9/26/2011 9/26/2011	14 15	Compensation Plan 2011 Compensation Plan for	Mgmt Mgmt	For For	Against For	Ag I

					Non-Employee Directors Advisory Vote on				
General Mills	,				Executive				
Inc.	370334104	GIS	9/26/2011	16	Compensation Frequency of Advisory Vote on	Mgmt	For	For	H
General Mills	•				Executive				
Inc. General Mills	370334104	GIS	9/26/2011	17	Compensation Ratification of	Mgmt	1 Year	1 Year	I
Inc. MFS Government	370334104	GIS	9/26/2011	18	Auditor	Mgmt	For	For	I
Markets								For 99%	
Income Trust MFS	59318T109	MGF	10/5/2011	1.1	Elect William Gutow	Mgmt	For	Against 2%	H
Government									
Markets					Elect Michael			For 98%	
Income Trust	59318T109	MGF	10/5/2011	1.2	Hegarty	Mgmt	For	Against 2%	H
MFS									
Government									
Markets	T0 74 0 774 0 0				Elect John		-	For 98%	J
Income Trust	593181109	MGF	10/5/2011	1.3	Kavanaugh	Mgmt	For	Against 2%	l
MFS									
Government Morkets								Ear 000/-	
Markets Income Trust	50210T100	MCE	10/5/2011	1 /	Elect Dehent Helz	Mamt	For	For 98%	Ţ
Procter &	393101107	MOI	10/3/2011	1.4	Elect Robert Uek	Mgmt	ΓUI	Against 2%	1
Gamble Co.	742718109	PG	10/11/2011	1	Elect Angela Braly	Mgmt	For	For	Ţ
Procter &	142/1010)	10	10/11/2011	1	Elect Kenneth	lvigiiii	101	1.01	1
Gamble Co.	742718109	PG	10/11/2011	2	Chenault	Mgmt	For	For	I
Procter &	/ 12/10-52	• ~	10,11,2011	-	Citoriani	1,18	2 02	2 02	Ī
Gamble Co.	742718109	PG	10/11/2011	3	Elect Scott Cook	Mgmt	For	For	I
Procter &			<b>*</b> • · ·	-	Elect Susan	6	-	-	
Gamble Co.	742718109	PG	10/11/2011	4	Desmond-Hellmann	Mgmt	For	For	I
Procter &					Elect Robert	C			
Gamble Co.	742718109	PG	10/11/2011	5	McDonald	Mgmt	For	For	F
Procter &					Elect W. James	-			
Gamble Co.	742718109	PG	10/11/2011	6	McNerney, Jr.	Mgmt	For	For	I
Procter &					Elect Johnathan				
Gamble Co.	742718109	PG	10/11/2011	7	Rodgers	Mgmt	For	For	I
Procter &					Elect Margaret				
Gamble Co.	742718109	PG	10/11/2011	8	Whitman	Mgmt	For	For	I
Procter &	= : = = : 0.1.00	- ~		_	Elect Mary		_	_	
Gamble Co.	742718109	PG	10/11/2011	9	Wilderotter	Mgmt	For	For	ŀ
Procter &	542510100	DC	10/11/0011	10	T1 . D W	3.5	<b></b>	<b></b>	
Gamble Co.	742718109	PG	10/11/2011	10	Elect Patricia Woertz	Mgmt	For	For	1
Procter &	742710100	DC	10/11/2011	11	Plant Pour esta 7 a dilla	N	F.,,	E	т
Gamble Co.	742718109	PG	10/11/2011	11	Elect Ernesto Zedillo	Mgmt	For	For	1
Procter & Gamble Co.	742718109	PG	10/11/2011	12	Ratification of Auditor	Mamt	Ear	Eor	I
Gamble Co.	742718109	PG	10/11/2011	12	Auditor	Mgmt	For	For	1

					Advisory Vote on				
Procter &	-:				Executive		_	_	J
Gamble Co.	742718109	PG	10/11/2011	13	Compensation	Mgmt	For	For	ŀ
					Frequency of				
					Advisory Vote on				
Procter &	-:				Executive				
Gamble Co.	742718109	PG	10/11/2011	14	Compensation	Mgmt	1 Year	1 Year	H
					Technical				
_					Amendments				
Procter &				_	Regarding Preferred				
Gamble Co.	742718109	PG	10/11/2011	15	Stock	Mgmt	For	For	ŀ
					Shareholder Proposal				
Procter &					Regarding				
Gamble Co.	742718109	PG	10/11/2011	16		ShrHoldr	Against	Against	I
					Shareholder Proposal				
Procter &					Regarding Animal				
Gamble Co.	742718109	PG	10/11/2011	17		ShrHoldr	Against	Against	I
					Shareholder Proposal				
					Regarding Advisory				
					Vote on				
Procter &					Electioneering				
Gamble Co.	742718109		10/11/2011	18	1	ShrHoldr	Against	Against	ŀ
Oracle Corp.	68389X105	ORCL	. 10/12/2011	1.1	Elect Jeffrey Berg	Mgmt	For	For	H
					Elect H. Raymond				
	68389X105			1.2	Bingham	Mgmt	For	Withhold	Ag
	68389X105			1.3	Elect Michael Boskin	$\mathcal{C}$	For	For	I
	68389X105			1.4	Elect Safra Catz	Mgmt	For	Withhold	Ag
Oracle Corp.	68389X105	ORCL	. 10/12/2011	1.5	Elect Bruce Chizen	Mgmt	For	For	I
					Elect George				
Oracle Corp.	68389X105	ORCL	. 10/12/2011	1.6	Conrades	Mgmt	For	For	I
					Elect Lawrence				
Oracle Corp.	68389X105	ORCL	. 10/12/2011	1.7	Ellison	Mgmt	For	For	H
					Elect Hector				
Oracle Corp.				1.8	Garcia-Molina	Mgmt	For	For	H
Oracle Corp.				1.9	Elect Jeffrey Henley	Mgmt	For	For	H
Oracle Corp.				1.10	Elect Mark Hurd	Mgmt	For	For	H
Oracle Corp.	68389X105	ORCL	. 10/12/2011	1.11	Elect Donald Lucas	Mgmt	For	For	H
					Elect Naomi				
Oracle Corp.	68389X105	ORCL	. 10/12/2011	1.12	Seligman	Mgmt	For	For	I
					Advisory Vote on				
					Executive				
Oracle Corp.	68389X105	ORCL	. 10/12/2011	2	Compensation	Mgmt	For	For	H
					Frequency of				
					Advisory Vote on				
					Executive				
Oracle Corp.	68389X105	ORCL	. 10/12/2011	3	Compensation	Mgmt	1 Year	1 Year	H
					Ratification of				
Oracle Corp.				4	Auditor	Mgmt	For	For	H
Oracle Corp.	68389X105	ORCL	. 10/12/2011	5	Shareholder Proposal	ShrHoldr	Against	Against	I
					Regarding Retention				
					of Shares After				

	65248E104 NWSA 10/21/2011	1	Retirement Elect Jose Maria Aznar	Mgmt	For	For	]
•	65248E104 NWSA 10/21/2011	2	Elect Natalie Bancroft	Mgmt	For	Against	Ag
News Corporation.	65248E104 NWSA 10/21/2011	3	Elect Peter Barnes	Mgmt	For	For	]
News Corporation. News	65248E104 NWSA 10/21/2011	4	Elect James Breyer	Mgmt	For	For	]
	65248E104 NWSA 10/21/2011	5	Elect Chase Carey	Mgmt	For	For	]
	65248E104 NWSA 10/21/2011	6	Elect David DeVoe	Mgmt	For	Against	Ag
	65248E104 NWSA 10/21/2011	7	Elect Viet Dinh Elect Roderick	Mgmt	For	For	]
Corporation. News	65248E104 NWSA 10/21/2011	8	Eddington	Mgmt	For	For	]
Corporation. News	65248E104 NWSA 10/21/2011	9	Elect Joel Klein	Mgmt	For	For	]
Corporation. News	65248E104 NWSA 10/21/2011	10	Elect Andrew Knight	Mgmt	For	Against	Αg
Corporation. News	65248E104 NWSA 10/21/2011	11	Elect James Murdoch Elect K. Rupert	Mgmt	For	Against	Ag
Corporation. News	65248E104 NWSA 10/21/2011	12	Murdoch Elect Lachlan	Mgmt	For	For	]
Corporation. News	65248E104 NWSA 10/21/2011	13	Murdoch	Mgmt	For	Against	Ag
Corporation. News	65248E104 NWSA 10/21/2011	14	Elect Arthur Siskind	Mgmt	For	Against	Ag
Corporation. News	65248E104 NWSA 10/21/2011	15	Elect John Thornton Ratification of	Mgmt	For	For	]
Corporation. News	65248E104 NWSA 10/21/2011	16	Auditor Advisory Vote on Executive	Mgmt	For	For	]
	65248E104 NWSA 10/21/2011	17	Compensation Frequency of Advisory Vote on Executive	Mgmt	For	Against	Aş
Corporation. Microsoft	65248E104 NWSA 10/21/2011	18	Compensation	Mgmt	1 Year	1 Year	]
Corporation Microsoft	594918104 MSFT 11/15/2011	1	Elect Steven Ballmer	Mgmt	For	For	]
Corporation Microsoft	594918104 MSFT 11/15/2011	2	Elect Dina Dublon Elect William Gates	Mgmt	For	For	]
Corporation Microsoft	594918104 MSFT 11/15/2011	3	III Elect Raymond	Mgmt	For	For	]
Corporation Microsoft	594918104 MSFT 11/15/2011	4	Gilmartin	Mgmt	For	For	]
Corporation	594918104 MSFT 11/15/2011 594918104 MSFT 11/15/2011	5 6	Elect Reed Hastings Elect Maria Klawe	Mgmt Mgmt	For For	For For	]

Microsoft								
Corporation								
Microsoft				Elect David				
Corporation	594918104	MSFT 11/15/2011	7	Marquardt	Mgmt	For	For	]
Microsoft								
Corporation	594918104	MSFT 11/15/2011	8	Elect Charles Noski	Mgmt	For	For	I
Microsoft								
Corporation	594918104	MSFT 11/15/2011	9	Elect Helmut Panke	Mgmt	For	For	]
				Advisory Vote on				
Microsoft				Executive				
Corporation	594918104	MSFT 11/15/2011	10	Compensation	Mgmt	For	For	]
				Frequency of				
				Advisory Vote on				
Microsoft				Executive				
Corporation	594918104	MSFT 11/15/2011	11	Compensation	Mgmt	1 Year	1 Year	]
Microsoft				Ratification of				
Corporation	594918104	MSFT 11/15/2011	12	Auditor	Mgmt	For	For	]
				Shareholder Proposa	1			
				Regarding Formation	1			
				of Environmental				
Microsoft				Sustainability				
Corporation		MSFT 11/15/2011		Committee	ShrHoldr	Against	Against	I
Exelon Corp.	30161N101	EXC 11/17/2011	1	Merger/Acquisition	Mgmt	For	For	I
				Right to Adjourn				
Exelon Corp.	30161N101	EXC 11/17/2011	2	Meeting	Mgmt	For		