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CALAMOS STRATEGIC TOTAL RETURN FUND

Form N-PX

August 31, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-21484

NAME OF REGISTRANT: CALAMOS STRATEGIC TOTAL RETURN
FUND

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 2020 Calamos Court
Naperville , IL 60563-2787

NAME AND ADDRESS OF AGENT FOR SERVICE: John P. Calamos, Sr., President
Calamos Advisors LLC
2020 Calamos Court
Naperville , IL 60563-2787

REGISTRANT'S TELEPHONE NUMBER: (630) 245-7200

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2011 - 06/30/2012

Calamos Strategic Total Return Fund

AMERICAN INTERNATIONAL GROUP, INC.

Agen

Security: 026874784
Meeting Type: Annual
Meeting Date: 16-May-2012
Ticker: AIG
ISIN: US0268747849

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ROBERT H. BENMOSCHE	Mgmt	For
1B.	ELECTION OF DIRECTOR: W. DON CORNWELL	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN H. FITZPATRICK	Mgmt	For
1D.	ELECTION OF DIRECTOR: LAURETTE T. KOELLNER	Mgmt	For
1E.	ELECTION OF DIRECTOR: DONALD H. LAYTON	Mgmt	For

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1F.	ELECTION OF DIRECTOR: CHRISTOPHER S. LYNCH	Mgmt	For
1G.	ELECTION OF DIRECTOR: ARTHUR C. MARTINEZ	Mgmt	Against
1H.	ELECTION OF DIRECTOR: GEORGE L. MILES, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: HENRY S. MILLER	Mgmt	For
1J.	ELECTION OF DIRECTOR: ROBERT S. MILLER	Mgmt	For
1K.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Mgmt	For
1L.	ELECTION OF DIRECTOR: RONALD A. RITTENMEYER	Mgmt	For
1M.	ELECTION OF DIRECTOR: DOUGLAS M. STEENLAND	Mgmt	For
2.	TO VOTE UPON A NON-BINDING SHAREHOLDER RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS AIG'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For

AON CORPORATION

Agen

Security: 037389AK9
Meeting Type: Annual
Meeting Date: 18-May-2012
Ticker:
ISIN: US037389AK90

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: LESTER B. KNIGHT	Mgmt	For
1B.	ELECTION OF DIRECTOR: GREGORY C. CASE	Mgmt	For
1C.	ELECTION OF DIRECTOR: FULVIO CONTI	Mgmt	For
1D.	ELECTION OF DIRECTOR: CHERYL A. FRANCIS	Mgmt	For
1E.	ELECTION OF DIRECTOR: EDGAR D. JANNOTTA	Mgmt	For
1F.	ELECTION OF DIRECTOR: J. MICHAEL LOSH	Mgmt	Against
1G.	ELECTION OF DIRECTOR: ROBERT S. MORRISON	Mgmt	For
1H.	ELECTION OF DIRECTOR: RICHARD B. MYERS	Mgmt	For
1I.	ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT	Mgmt	For
1J.	ELECTION OF DIRECTOR: GLORIA SANTONA	Mgmt	For

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1K.	ELECTION OF DIRECTOR: CAROLYN Y. WOO	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS AON'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

 APPLIED MATERIALS, INC.

Agen

Security: 038222105
 Meeting Type: Annual
 Meeting Date: 06-Mar-2012
 Ticker: AMAT
 ISIN: US0382221051

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: AART J. DE GEUS	Mgmt	For
1B	ELECTION OF DIRECTOR: STEPHEN R. FORREST	Mgmt	For
1C	ELECTION OF DIRECTOR: THOMAS J. IANNOTTI	Mgmt	For
1D	ELECTION OF DIRECTOR: SUSAN M. JAMES	Mgmt	For
1E	ELECTION OF DIRECTOR: ALEXANDER A. KARSNER	Mgmt	For
1F	ELECTION OF DIRECTOR: GERHARD H. PARKER	Mgmt	For
1G	ELECTION OF DIRECTOR: DENNIS D. POWELL	Mgmt	For
1H	ELECTION OF DIRECTOR: WILLEM P. ROELANDTS	Mgmt	For
1I	ELECTION OF DIRECTOR: JAMES E. ROGERS	Mgmt	For
1J	ELECTION OF DIRECTOR: MICHAEL R. SPLINTER	Mgmt	For
1K	ELECTION OF DIRECTOR: ROBERT H. SWAN	Mgmt	For
02	TO APPROVE THE AMENDED & RESTATED EMPLOYEE STOCK INCENTIVE PLAN.	Mgmt	For
03	TO APPROVE THE AMENDED AND RESTATED SENIOR EXECUTIVE BONUS PLAN.	Mgmt	For
04	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF APPLIED MATERIALS' NAMED EXECUTIVE OFFICERS.	Mgmt	For
05	RATIFY APPOINTMENT OF KPMG LLP AS APPLIED MATERIALS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Mgmt	For

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 ARCHER-DANIELS-MIDLAND COMPANY

Agen

Security: 039483102
 Meeting Type: Annual
 Meeting Date: 03-Nov-2011
 Ticker: ADM
 ISIN: US0394831020

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: G.W. BUCKLEY	Mgmt	For
1B	ELECTION OF DIRECTOR: M.H. CARTER	Mgmt	For
1C	ELECTION OF DIRECTOR: T. CREWS	Mgmt	For
1D	ELECTION OF DIRECTOR: P. DUFOUR	Mgmt	For
1E	ELECTION OF DIRECTOR: D.E. FELSINGER	Mgmt	For
1F	ELECTION OF DIRECTOR: A. MACIEL	Mgmt	For
1G	ELECTION OF DIRECTOR: P.J. MOORE	Mgmt	For
1H	ELECTION OF DIRECTOR: T.F. O'NEILL	Mgmt	For
1I	ELECTION OF DIRECTOR: K.R. WESTBROOK	Mgmt	For
1J	ELECTION OF DIRECTOR: P.A. WOERTZ	Mgmt	For
02	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING JUNE 30, 2012.	Mgmt	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
05	STOCKHOLDER'S PROPOSAL REGARDING POLITICAL CONTRIBUTIONS.	Shr	Against
06	STOCKHOLDER'S PROPOSAL REGARDING REPORT ON POLITICAL CONTRIBUTIONS.	Shr	Against
07	STOCKHOLDER'S PROPOSAL REGARDING SUSTAINABLE PALM OIL.	Shr	Against

 AT&T INC.

Agen

Security: 00206R102
 Meeting Type: Annual
 Meeting Date: 27-Apr-2012

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Ticker: T
ISIN: US00206R1023

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RANDALL L. STEPHENSON	Mgmt	For
1B.	ELECTION OF DIRECTOR: GILBERT F. AMELIO	Mgmt	For
1C.	ELECTION OF DIRECTOR: REUBEN V. ANDERSON	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMES H. BLANCHARD	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Mgmt	For
1F.	ELECTION OF DIRECTOR: JAMES P. KELLY	Mgmt	For
1G.	ELECTION OF DIRECTOR: JON C. MADONNA	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOHN B. MCCOY	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Mgmt	For
1J.	ELECTION OF DIRECTOR: MATTHEW K. ROSE	Mgmt	For
1K.	ELECTION OF DIRECTOR: LAURA D'ANDREA TYSON	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS.	Mgmt	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	AMEND CERTIFICATE OF INCORPORATION.	Mgmt	For
5.	POLITICAL CONTRIBUTIONS REPORT.	Shr	Against
6.	LIMIT WIRELESS NETWORK MANAGEMENT.	Shr	Against
7.	INDEPENDENT BOARD CHAIRMAN.	Shr	Against

AUTONOMY CORP PLC

Agen

Security: G0669TAA9
Meeting Type: EGM
Meeting Date: 26-Jul-2011
Ticker:
ISIN: XS0487597006

Prop.#	Proposal	Proposal Type	Proposal Vote
1	That this meeting of the holders of GBP 496,900,000 3.25 per cent Convertible Bonds due 2015 of Autonomy Corporation PLC	Mgmt	Take No Action

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presently outstanding (the Bonds and the Issuer respectively) constituted by the Trust Deed dated 4 March 2010 (the Trust Deed) made between the Issuer and U.S. Bank Trustees Limited (formerly known as Bank of America Trustees Limited, the Trustee) as trustee for the holders of the Bonds (the Bondholders) hereby: 1. Assents to the appointment of BofAML Trustees Limited as successor Trustee, pursuant to Clause 15.1 of the Trust Deed, 2. Authorises, directs and instructs the Trustee to agree to the appointment of BofAML Trustees Limited as successor Trustee; CONTD

CONT	<p>CONTD 3. Authorises, requests and directs the Trustee to concur in and execute and do all such documents, acts and things as may be necessary or expedient to carry out and give effect to this Extraordinary Resolution; and 4. discharges and exonerates the Trustee from any and all Liability for which it has become, may have become or may become responsible under the Trust Deed, the Bonds or the Terms and Conditions of the Bonds in respect of any act or omission in connection with this Extraordinary Resolution or the implementation thereof</p>	Non-Voting
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 BANK OF AMERICA CORPORATION

Agen

Security: 060505104
 Meeting Type: Annual
 Meeting Date: 09-May-2012
 Ticker: BAC
 ISIN: US0605051046

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MUKESH D. AMBANI	Mgmt	For
1B.	ELECTION OF DIRECTOR: SUSAN S. BIES	Mgmt	For
1C.	ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: VIRGIS W. COLBERT	Mgmt	For
1E.	ELECTION OF DIRECTOR: CHARLES K. GIFFORD	Mgmt	For
1F.	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: MONICA C. LOZANO	Mgmt	For

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1H.	ELECTION OF DIRECTOR: THOMAS J. MAY	Mgmt	For
1I.	ELECTION OF DIRECTOR: BRIAN T. MOYNIHAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: DONALD E. POWELL	Mgmt	For
1K.	ELECTION OF DIRECTOR: CHARLES O. ROSSOTTI	Mgmt	For
1L.	ELECTION OF DIRECTOR: ROBERT W. SCULLY	Mgmt	For
2.	AN ADVISORY (NON-BINDING) "SAY ON PAY" VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF THE REGISTERED INDEPENDENT PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
4.	STOCKHOLDER PROPOSAL - DISCLOSURE OF GOVERNMENT EMPLOYMENT.	Shr	Against
5.	STOCKHOLDER PROPOSAL - GRASSROOTS AND OTHER LOBBYING.	Shr	Against
6.	STOCKHOLDER PROPOSAL - EXECUTIVES TO RETAIN SIGNIFICANT STOCK.	Shr	Against
7.	STOCKHOLDER PROPOSAL - MORTGAGE SERVICING OPERATIONS.	Shr	Against
8.	STOCKHOLDER PROPOSAL - PROHIBITION ON POLITICAL SPENDING.	Shr	Against

 BARRICK GOLD CORPORATION

Agen

Security: 067901108
 Meeting Type: Annual
 Meeting Date: 02-May-2012
 Ticker: ABX
 ISIN: CA0679011084

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	H.L. BECK	Mgmt	For
	C.W.D. BIRCHALL	Mgmt	For
	D.J. CARTY	Mgmt	For
	G. CISNEROS	Mgmt	For
	R.M. FRANKLIN	Mgmt	For
	J.B. HARVEY	Mgmt	For
	D. MOYO	Mgmt	For
	B. MULRONEY	Mgmt	For
	A. MUNK	Mgmt	For
	P. MUNK	Mgmt	For
	A.W. REGENT	Mgmt	For
	N.P. ROTHSCHILD	Mgmt	For

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	S.J. SHAPIRO	Mgmt	For
	J.L. THORNTON	Mgmt	For
02	RESOLUTION APPROVING THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE AUDITORS OF BARRICK AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	For
03	ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION APPROACH.	Mgmt	For

 BP P.L.C.

Agen

 Security: 055622104
 Meeting Type: Annual
 Meeting Date: 12-Apr-2012
 Ticker: BP
 ISIN: US0556221044

Prop.#	Proposal	Proposal Type	Proposal Vote
1	TO RECEIVE THE DIRECTORS' ANNUAL REPORT AND ACCOUNTS.	Mgmt	For
2	TO APPROVE THE DIRECTORS' REMUNERATION REPORT.	Mgmt	For
3	TO RE-ELECT MR R W DUDLEY AS A DIRECTOR.	Mgmt	For
4	TO RE-ELECT MR I C CONN AS A DIRECTOR.	Mgmt	For
5	TO ELECT DR B GILVARY AS A DIRECTOR.	Mgmt	For
6	TO RE-ELECT DR B E GROTE AS A DIRECTOR.	Mgmt	For
7	TO RE-ELECT MR P M ANDERSON AS A DIRECTOR.	Mgmt	For
8	TO RE-ELECT MR F L BOWMAN AS A DIRECTOR.	Mgmt	For
9	TO RE-ELECT MR A BURGMANS AS A DIRECTOR.	Mgmt	For
10	TO RE-ELECT MRS C B CARROLL AS A DIRECTOR.	Mgmt	For
11	TO RE-ELECT MR G DAVID AS A DIRECTOR.	Mgmt	For
12	TO RE-ELECT MR I E L DAVIS AS A DIRECTOR.	Mgmt	For
13	TO ELECT PROFESSOR DAME ANN DOWLING AS A DIRECTOR.	Mgmt	For
14	TO RE-ELECT MR B R NELSON AS A DIRECTOR.	Mgmt	For
15	TO RE-ELECT MR F P NHLEKO AS A DIRECTOR.	Mgmt	For
16	TO ELECT MR A B SHILSTON AS A DIRECTOR.	Mgmt	For

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17	TO RE-ELECT MR C-H SVANBERG AS A DIRECTOR.	Mgmt	For
18	TO REAPPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO FIX THEIR REMUNERATION.	Mgmt	For
S19	SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY.	Mgmt	For
20	TO GIVE LIMITED AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT.	Mgmt	For
S21	SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS.	Mgmt	For
S22	SPECIAL RESOLUTION: TO AUTHORIZE THE CALLING OF GENERAL MEETINGS (EXCLUDING ANNUAL GENERAL MEETINGS) BY NOTICE OF AT LEAST 14 CLEAR DAYS.	Mgmt	For

 CANON INC.

Agen

Security: 138006309
 Meeting Type: Annual
 Meeting Date: 29-Mar-2012
 Ticker: CAJ
 ISIN: US1380063099

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIVIDEND FROM SURPLUS	Mgmt	For
2.	PARTIAL AMENDMENT TO THE ARTICLES OF INCORPORATION	Mgmt	For
3.	DIRECTOR		
	DIRECTOR 1	Mgmt	For
	DIRECTOR 2	Mgmt	For
	DIRECTOR 3	Mgmt	For
	DIRECTOR 4	Mgmt	For
	DIRECTOR 5	Mgmt	For
	DIRECTOR 6	Mgmt	For
	DIRECTOR 7	Mgmt	For
	DIRECTOR 8	Mgmt	For
	DIRECTOR 9	Mgmt	For
	DIRECTOR 10	Mgmt	For
	DIRECTOR 11	Mgmt	For
	DIRECTOR 12	Mgmt	For
	DIRECTOR 13	Mgmt	For
	DIRECTOR 14	Mgmt	For
	DIRECTOR 15	Mgmt	For
	DIRECTOR 16	Mgmt	For
	DIRECTOR 17	Mgmt	For
	DIRECTOR 18	Mgmt	For

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4.	ELECTION OF ONE CORPORATE AUDITOR	Mgmt	For
5.	GRANT OF RETIREMENT ALLOWANCE TO DIRECTORS TO RETIRE	Mgmt	For
6.	GRANT OF BONUS TO DIRECTORS	Mgmt	For

 CARNIVAL CORPORATION

Agen

 Security: 143658300
 Meeting Type: Annual
 Meeting Date: 11-Apr-2012
 Ticker: CCL
 ISIN: PA1436583006

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO RE-ELECT MICKY ARISON AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
2.	TO RE-ELECT SIR JONATHON BAND AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
3.	TO RE-ELECT ROBERT H. DICKINSON AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
4.	TO RE-ELECT ARNOLD W. DONALD AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
5.	TO RE-ELECT PIER LUIGI FOSCHI AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
6.	TO RE-ELECT HOWARD S. FRANK AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
7.	TO RE-ELECT RICHARD J. GLASIER AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
8.	TO ELECT DEBRA KELLY-ENNIS AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
9.	TO RE-ELECT MODESTO A. MAIDIQUE AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
10.	TO RE-ELECT SIR JOHN PARKER AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR	Mgmt	For

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	OF CARNIVAL PLC.		
11.	TO RE-ELECT PETER G. RATCLIFFE AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
12.	TO RE-ELECT STUART SUBOTNICK AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
13.	TO RE-ELECT LAURA WEIL AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
14.	TO RE-ELECT RANDALL J. WEISENBURGER AS A DIRECTOR OF CARNIVAL CORPORATION AND AS A DIRECTOR OF CARNIVAL PLC.	Mgmt	For
15.	TO RE-APPOINT THE UK FIRM OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR CARNIVAL PLC AND TO RATIFY THE SELECTION OF THE U.S. FIRM OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR CARNIVAL CORPORATION.	Mgmt	For
16.	TO AUTHORIZE THE AUDIT COMMITTEE OF CARNIVAL PLC TO AGREE THE REMUNERATION OF THE INDEPENDENT AUDITORS OF CARNIVAL PLC.	Mgmt	For
17.	TO RECEIVE THE UK ACCOUNTS AND REPORTS OF THE DIRECTORS AND AUDITORS OF CARNIVAL PLC FOR THE YEAR ENDED NOVEMBER 30, 2011 (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO UK COMPANIES).	Mgmt	For
18.	TO APPROVE THE FISCAL 2011 COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF CARNIVAL CORPORATION & PLC (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO U.S. COMPANIES).	Mgmt	For
19.	TO APPROVE THE CARNIVAL PLC DIRECTORS' REMUNERATION REPORT FOR THE YEAR ENDED NOVEMBER 30, 2011 (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO UK COMPANIES).	Mgmt	For
20.	TO APPROVE THE GIVING OF AUTHORITY FOR THE ALLOTMENT OF NEW SHARES BY CARNIVAL PLC (IN ACCORDANCE WITH CUSTOMARY PRACTICE FOR UK COMPANIES).	Mgmt	For
21.	TO APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS IN RELATION TO THE ALLOTMENT OF NEW SHARES BY CARNIVAL PLC (IN ACCORDANCE WITH CUSTOMARY PRACTICE FOR UK COMPANIES).	Mgmt	For
22.	TO APPROVE A GENERAL AUTHORITY FOR CARNIVAL PLC TO BUY BACK CARNIVAL PLC ORDINARY SHARES IN THE OPEN MARKET (IN ACCORDANCE WITH LEGAL REQUIREMENTS APPLICABLE TO UK COMPANIES DESIRING TO IMPLEMENT SHARE BUY	Mgmt	For

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BACK PROGRAMS).

23. TO CONSIDER A SHAREHOLDER PROPOSAL. Shr Against

CHEVRON CORPORATION

Agen

Security: 166764100
 Meeting Type: Annual
 Meeting Date: 30-May-2012
 Ticker: CVX
 ISIN: US1667641005

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: L.F. DEILY	Mgmt	For
1B.	ELECTION OF DIRECTOR: R.E. DENHAM	Mgmt	For
1C.	ELECTION OF DIRECTOR: C. HAGEL	Mgmt	For
1D.	ELECTION OF DIRECTOR: E. HERNANDEZ	Mgmt	For
1E.	ELECTION OF DIRECTOR: G.L. KIRKLAND	Mgmt	For
1F.	ELECTION OF DIRECTOR: C.W. MOORMAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: K.W. SHARER	Mgmt	For
1H.	ELECTION OF DIRECTOR: J.G. STUMPF	Mgmt	For
1I.	ELECTION OF DIRECTOR: R.D. SUGAR	Mgmt	For
1J.	ELECTION OF DIRECTOR: C. WARE	Mgmt	For
1K.	ELECTION OF DIRECTOR: J.S. WATSON	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
4.	EXCLUSIVE FORUM PROVISIONS	Shr	Against
5.	INDEPENDENT CHAIRMAN	Shr	Against
6.	LOBBYING DISCLOSURE	Shr	Against
7.	COUNTRY SELECTION GUIDELINES	Shr	Against
8.	HYDRAULIC FRACTURING	Shr	Against
9.	ACCIDENT RISK OVERSIGHT	Shr	Against
10.	SPECIAL MEETINGS	Shr	Against

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11.	INDEPENDENT DIRECTOR WITH ENVIRONMENTAL EXPERTISE	Shr	Against
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 CITIGROUP INC.

Agen

Security: 172967424
 Meeting Type: Annual
 Meeting Date: 17-Apr-2012
 Ticker: C
 ISIN: US1729674242

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: FRANZ B. HUMER	Mgmt	For
1B	ELECTION OF DIRECTOR: ROBERT L. JOSS	Mgmt	For
1C	ELECTION OF DIRECTOR: MICHAEL E. O'NEILL	Mgmt	For
1D	ELECTION OF DIRECTOR: VIKRAM S. PANDIT	Mgmt	For
1E	ELECTION OF DIRECTOR: LAWRENCE R. RICCIARDI	Mgmt	For
1F	ELECTION OF DIRECTOR: JUDITH RODIN	Mgmt	For
1G	ELECTION OF DIRECTOR: ROBERT L. RYAN	Mgmt	For
1H	ELECTION OF DIRECTOR: ANTHONY M. SANTOMERO	Mgmt	For
1I	ELECTION OF DIRECTOR: JOAN E. SPERO	Mgmt	For
1J	ELECTION OF DIRECTOR: DIANA L. TAYLOR	Mgmt	For
1K	ELECTION OF DIRECTOR: WILLIAM S. THOMPSON, JR.	Mgmt	For
1L	ELECTION OF DIRECTOR: ERNESTO ZEDILLO PONCE DE LEON	Mgmt	For
02	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITI'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
03	PROPOSAL TO APPROVE AN AMENDMENT TO THE CITIGROUP 2009 STOCK INCENTIVE PLAN.	Mgmt	For
04	ADVISORY APPROVAL OF CITI'S 2011 EXECUTIVE COMPENSATION.	Mgmt	For
05	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON PRIOR GOVERNMENTAL SERVICE OF CERTAIN INDIVIDUALS.	Shr	Against
06	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON LOBBYING AND POLITICAL CONTRIBUTIONS.	Shr	Against

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07	STOCKHOLDER PROPOSAL REQUESTING THAT EXECUTIVES RETAIN 25% OF THEIR STOCK FOR ONE YEAR FOLLOWING TERMINATION.	Shr	Against
08	STOCKHOLDER PROPOSAL REQUESTING THAT THE AUDIT COMMITTEE CONDUCT AN INDEPENDENT REVIEW AND REPORT ON CONTROLS RELATED TO LOANS, FORECLOSURES, AND SECURITIZATIONS.	Shr	Against

 CNOOC LIMITED

Agen

Security: 126132109
 Meeting Type: Annual
 Meeting Date: 25-May-2012
 Ticker: CEO
 ISIN: US1261321095

Prop.#	Proposal	Proposal Type	Proposal Vote
A1.	TO RECEIVE AND CONSIDER THE AUDITED STATEMENT OF ACCOUNTS TOGETHER WITH THE REPORT OF THE DIRECTORS AND INDEPENDENT AUDITORS' REPORT THEREON FOR THE YEAR ENDED 31 DECEMBER 2011.	Mgmt	For
A2.	TO DECLARE A FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2011.	Mgmt	For
A3.	TO RE-ELECT MR. WU GUANGQI AS AN EXECUTIVE DIRECTOR OF THE COMPANY.	Mgmt	Abstain
A4.	TO RE-ELECT MR. WU ZHENFANG AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY.	Mgmt	For
A5.	TO RE-ELECT MR. TSE HAU YIN, ALOYSIUS AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY.	Mgmt	For
A6.	TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THE REMUNERATION OF EACH OF THE DIRECTORS.	Mgmt	For
A7.	TO RE-APPOINT THE COMPANY'S INDEPENDENT AUDITORS AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION.	Mgmt	For
B1.	TO GRANT A GENERAL MANDATE TO DIRECTORS TO REPURCHASE SHARES IN THE CAPITAL, ALL AS MORE FULLY DESCRIBED IN PROXY STATEMENT.	Mgmt	For
B2.	GRANT A GENERAL MANDATE TO DIRECTORS TO ISSUE, ALLOT & DEAL WITH ADDITIONAL SHARES IN CAPITAL OF COMPANY NOT EXCEEDING 20% OF THE SHARE CAPITAL IN ISSUE AS AT DATE OF PASSING OF THIS RESOLUTION.	Mgmt	For
B3.	TO EXTEND THE GENERAL MANDATE GRANTED TO	Mgmt	For

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THE DIRECTORS TO ISSUE, ALLOT AND DEAL WITH
SHARES IN THE CAPITAL OF THE COMPANY.

COMPANHIA DE BEBIDAS DAS AMERICAS-AMBEV

Agen

Security: 20441W203
Meeting Type: Special
Meeting Date: 27-Apr-2012
Ticker: ABV
ISIN: US20441W2035

Prop.#	Proposal	Proposal Type	Proposal Vote
01	ELECTION OF THE MEMBERS OF THE COMPANY'S FISCAL COUNCIL AND THEIR RESPECTIVE ALTERNATES.	Mgmt	For

CONOCOPHILLIPS

Agen

Security: 20825C104
Meeting Type: Annual
Meeting Date: 09-May-2012
Ticker: COP
ISIN: US20825C1045

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD L. ARMITAGE	Mgmt	For
1B.	ELECTION OF DIRECTOR: RICHARD H. AUCHINLECK	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES E. COPELAND, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Mgmt	For
1E.	ELECTION OF DIRECTOR: RUTH R. HARKIN	Mgmt	For
1F.	ELECTION OF DIRECTOR: RYAN M. LANCE	Mgmt	For
1G.	ELECTION OF DIRECTOR: MOHD H. MARICAN	Mgmt	For
1H.	ELECTION OF DIRECTOR: HAROLD W. MCGRAW III	Mgmt	For
1I.	ELECTION OF DIRECTOR: JAMES J. MULVA	Mgmt	For
1J.	ELECTION OF DIRECTOR: ROBERT A. NIBLOCK	Mgmt	For
1K.	ELECTION OF DIRECTOR: HARALD J. NORVIK	Mgmt	For

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1L.	ELECTION OF DIRECTOR: WILLIAM K. REILLY	Mgmt	For
1M.	ELECTION OF DIRECTOR: VICTORIA J. TSCHINKEL	Mgmt	For
1N.	ELECTION OF DIRECTOR: KATHRYN C. TURNER	Mgmt	For
1O.	ELECTION OF DIRECTOR: WILLIAM E. WADE, JR.	Mgmt	For
2.	PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS CONOCOPHILLIPS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	COMPANY ENVIRONMENTAL POLICY (LOUISIANA WETLANDS).	Shr	Against
5.	ACCIDENT RISK MITIGATION.	Shr	Against
6.	REPORT ON GRASSROOTS LOBBYING EXPENDITURES.	Shr	Against
7.	GREENHOUSE GAS REDUCTION TARGETS.	Shr	Against
8.	GENDER EXPRESSION NON-DISCRIMINATION.	Shr	Against

DIAMOND OFFSHORE DRILLING, INC.

Agen

Security: 25271C102
Meeting Type: Annual
Meeting Date: 22-May-2012
Ticker: DO
ISIN: US25271C1027

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES S. TISCH	Mgmt	For
1B.	ELECTION OF DIRECTOR: LAWRENCE R. DICKERSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN R. BOLTON	Mgmt	For
1D.	ELECTION OF DIRECTOR: CHARLES L. FABRIKANT	Mgmt	Against
1E.	ELECTION OF DIRECTOR: PAUL G. GAFFNEY II	Mgmt	For
1F.	ELECTION OF DIRECTOR: EDWARD GREBOW	Mgmt	For
1G.	ELECTION OF DIRECTOR: HERBERT C. HOFMANN	Mgmt	For
1H.	ELECTION OF DIRECTOR: CLIFFORD M. SOBEL	Mgmt	For
1I.	ELECTION OF DIRECTOR: ANDREW H. TISCH	Mgmt	For
1J.	ELECTION OF DIRECTOR: RAYMOND S. TROUBH	Mgmt	For

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2.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR 2012.	Mgmt	For
3.	TO APPROVE, ON AN ADVISORY BASIS, EXECUTIVE COMPENSATION.	Mgmt	For
4.	TO APPROVE THE COMPANY'S AMENDED AND RESTATED INCENTIVE COMPENSATION PLAN FOR EXECUTIVE OFFICERS.	Mgmt	For

EATON CORPORATION

Agen

Security: 278058102
Meeting Type: Annual
Meeting Date: 25-Apr-2012
Ticker: ETN
ISIN: US2780581029

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ALEXANDER M. CUTLER	Mgmt	For
1B.	ELECTION OF DIRECTOR: ARTHUR E. JOHNSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: DEBORAH L. MCCOY	Mgmt	For
2.	APPROVING THE PROPOSED 2012 STOCK PLAN.	Mgmt	For
3.	RATIFYING THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2012.	Mgmt	For
4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

EBAY INC.

Agen

Security: 278642103
Meeting Type: Annual
Meeting Date: 26-Apr-2012
Ticker: EBAY
ISIN: US2786421030

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MARC L. ANDREESSEN	Mgmt	For
1B.	ELECTION OF DIRECTOR: WILLIAM C. FORD, JR.	Mgmt	For
1C.	ELECTION OF DIRECTOR: DAWN G. LEPORE	Mgmt	For

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1D.	ELECTION OF DIRECTOR: KATHLEEN C. MITIC	Mgmt	For
1E.	ELECTION OF DIRECTOR: PIERRE M. OMIKYAR	Mgmt	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS	Mgmt	For
3.	APPROVE AMENDMENT & RESTATEMENT OF 2008 EQUITY INCENTIVE AWARD PLAN, INCLUDING AN AMENDMENT TO INCREASE THE AGGREGATE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER PLAN BY 16.5 MILLION SHARES	Mgmt	For
4.	TO APPROVE OUR EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
5.	TO ADOPT AND APPROVE AN AMENDMENT TO OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY OUR BOARD OF DIRECTORS AND PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS.	Mgmt	For
6.	AMENDMENT TO OUR AMENDED & RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE STOCKHOLDERS WITH THE RIGHT TO CALL A SPECIAL MEETING	Mgmt	For
7.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT AUDITORS FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2012	Mgmt	For

ELI LILLY AND COMPANY

Agen

Security: 532457108
Meeting Type: Annual
Meeting Date: 16-Apr-2012
Ticker: LLY
ISIN: US5324571083

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: K. BAICKER	Mgmt	For
1B	ELECTION OF DIRECTOR: J.E. FYRWALD	Mgmt	For
1C	ELECTION OF DIRECTOR: E.R. MARRAM	Mgmt	For
1D	ELECTION OF DIRECTOR: D.R. OBERHELMAN	Mgmt	For
2	RATIFICATION OF THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITOR FOR 2012.	Mgmt	For

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3	APPROVE, BY NON-BINDING VOTE, COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4	APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF ALL DIRECTORS.	Mgmt	For
5	APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO ELIMINATE ALL SUPERMAJORITY VOTING REQUIREMENTS.	Mgmt	For
6	PROPOSAL BY SHAREHOLDERS REQUESTING THAT THE COMPANY ESTABLISH A MAJORITY VOTE COMMITTEE.	Shr	Against
7	PROPOSAL BY SHAREHOLDERS ON TRANSPARENCY IN ANIMAL RESEARCH.	Shr	Against

 EMC CORPORATION

Agen

Security: 268648102
 Meeting Type: Annual
 Meeting Date: 01-May-2012
 Ticker: EMC
 ISIN: US2686481027

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: MICHAEL W. BROWN	Mgmt	For
1B	ELECTION OF DIRECTOR: RANDOLPH L. COWEN	Mgmt	For
1C	ELECTION OF DIRECTOR: GAIL DEEGAN	Mgmt	For
1D	ELECTION OF DIRECTOR: JAMES S. DISTASIO	Mgmt	For
1E	ELECTION OF DIRECTOR: JOHN R. EGAN	Mgmt	For
1F	ELECTION OF DIRECTOR: EDMUND F. KELLY	Mgmt	For
1G	ELECTION OF DIRECTOR: WINDLE B. PRIEM	Mgmt	For
1H	ELECTION OF DIRECTOR: PAUL SAGAN	Mgmt	For
1I	ELECTION OF DIRECTOR: DAVID N. STROHM	Mgmt	For
1J	ELECTION OF DIRECTOR: JOSEPH M. TUCCI	Mgmt	For
02	RATIFICATION OF THE SELECTION BY THE AUDIT COMMITTEE OF PRICEWATERHOUSECOOPERS LLP AS EMC'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012, AS DESCRIBED IN EMC'S PROXY STATEMENT.	Mgmt	For

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03 ADVISORY APPROVAL OF OUR EXECUTIVE Mgmt For
 COMPENSATION, AS DESCRIBED IN EMC'S PROXY
 STATEMENT.

EXXON MOBIL CORPORATION

Agen

Security: 30231G102
 Meeting Type: Annual
 Meeting Date: 30-May-2012
 Ticker: XOM
 ISIN: US30231G1022

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR M.J. BOSKIN P. BRABECK-LETMATHE L.R. FAULKNER J.S. FISHMAN H.H. FORE K.C. FRAZIER W.W. GEORGE S.J. PALMISANO S.S REINEMUND R.W. TILLERSON E.E. WHITACRE, JR.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2.	RATIFICATION OF INDEPENDENT AUDITORS (PAGE 61)	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION (PAGE 62)	Mgmt	For
4.	INDEPENDENT CHAIRMAN (PAGE 64)	Shr	Against
5.	MAJORITY VOTE FOR DIRECTORS (PAGE 65)	Shr	Against
6.	REPORT ON POLITICAL CONTRIBUTIONS (PAGE 66)	Shr	Against
7.	AMENDMENT OF EEO POLICY (PAGE 67)	Shr	Against
8.	REPORT ON NATURAL GAS PRODUCTION (PAGE 69)	Shr	Against
9.	GREENHOUSE GAS EMISSIONS GOALS (PAGE 71)	Shr	Against

FRANCE TELECOM SA

Agen

Security: F4113C103
 Meeting Type: MIX
 Meeting Date: 05-Jun-2012
 Ticker:
 ISIN: FR0000133308

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Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 942800 DUE TO ADDITION OF RESOLUTION. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card directly to the sub custodian. Please contact your Client Service Representative to obtain the necessary card, account details and directions. The following applies to Non-Resident Shareowners: Proxy Cards: Voting instructions will be forwarded to the Global Custodians that have become Registered Intermediaries, on the Vote Deadline Date. In capacity as Registered Intermediary, the Global Custodian will sign the Proxy Card and forward to the local custodian. If you are unsure whether your Global Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLICKING ON THE MATERIAL URL LINKS: https://balo.journal-officiel.gouv.fr/pdf/2012/0402/201204021201116.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2012/0516/201205161202557.pdf	Non-Voting	
0.1	Approval of the annual corporate financial statements for the financial year ended December 31, 2011	Mgmt	For
0.2	Approval of the consolidated financial statements for the financial year ended December 31, 2011	Mgmt	For
0.3	Allocation of income for the financial year ended December 31, 2011 as reflected in the annual financial statements	Mgmt	For
0.4	Agreements pursuant to Article L.225-38 of the Commercial Code	Mgmt	For
0.5	Renewal of term of Mrs. Claudie Haignere as Board member	Mgmt	For
0.6	Renewal of term of Mr. Jose-Luis Duran as	Mgmt	For

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Board member			
O.7	Renewal of term of Mr. Charles-Henri Filippi as Board member	Mgmt	For
O.8	Authorization to be granted to the Board of Directors to purchase or transfer Company's shares	Mgmt	For
O.9	Ratification of change of location of the registered office	Mgmt	For
E.10	Amendment to Article 9 of the Statutes	Mgmt	For
E.11	Amendment to Article 16 of the Statutes	Mgmt	For
E.12	Amendment to Article 21 of the Statutes	Mgmt	For
E.13	Delegation of powers to the Board of Directors to issue shares reserved for persons having signed a liquidity contract with the Company as holders of shares or share subscription options of the company Orange S.A	Mgmt	For
E.14	Delegation of powers to the Board of Directors to carry out free issuance of liquidity instruments on options reserved for holders of share subscription options of the company Orange S.A. having signed a liquidity contract with the Company	Mgmt	For
E.15	Authorization to the Board of Directors to allocate free shares of the Company	Mgmt	For
E.16	Delegation of authority to the Board of Directors to carry out capital increases reserved for members of savings plans	Mgmt	For
E.17	Authorization to the Board of Directors to reduce capital by cancellation of shares	Mgmt	For
E.18	Powers to carry out all legal formalities	Mgmt	For
A	Following the income's decrease and in order to improve the distribution of profits of the company between the employees and the shareholders, the shareholders' meeting decides to allocate EUR 1.00 per share as dividends and to appropriate the balance of the profits to the retained earnings account. The shareholders' meeting notes that an interim dividend of EUR 0.60 per share has been paid on September 8, 2011 and that accordingly the dividend's balance to be allocated stands at EUR 0.40 per share	Shr	Against
CMMT	PLEASE NOTE THAT THE 'FRANCE TELECOM ACTIONS' MUTUAL FUND'S SUPERVISORY BOARD HAS ASKED TO PLACE RESOLUTION 'A' ON THE AGENDA IN ORDER TO AMEND THE THIRD RE	Non-Voting	

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SOLUTION. THIS NEW RESOLUTION APPEARS AS RESOLUTION 'A' BELOW. PLEASE NOTE THAT THE AMOUNT OF THE DIVIDEND WHICH IS PROPOSED IN THE THIRD RESOLUTION AND THE RESOLUTION A ARE DIFFERENT (1.40 EURO PER SHARE FOR THE THIRD RESOLUTION, 1.00 EURO PER SHARE FOR THE RESOLUTION A). THE SHAREHOLDER WILL HAVE TO CHOOSE TO VOTE FOR EITHER OF THESE TWO RESOLUTIONS.

CMMT PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

Non-Voting

 GENERAL ELECTRIC COMPANY

Agent

 Security: 369604103
 Meeting Type: Annual
 Meeting Date: 25-Apr-2012
 Ticker: GE
 ISIN: US3696041033

Prop.#	Proposal	Proposal Type	Proposal Vote
A1	ELECTION OF DIRECTOR: W. GEOFFREY BEATTIE	Mgmt	For
A2	ELECTION OF DIRECTOR: JAMES I. CASH, JR.	Mgmt	For
A3	ELECTION OF DIRECTOR: ANN M. FUDGE	Mgmt	For
A4	ELECTION OF DIRECTOR: SUSAN HOCKFIELD	Mgmt	For
A5	ELECTION OF DIRECTOR: JEFFREY R. IMMELT	Mgmt	For
A6	ELECTION OF DIRECTOR: ANDREA JUNG	Mgmt	For
A7	ELECTION OF DIRECTOR: ALAN G. (A.G.) LAFLEY	Mgmt	For
A8	ELECTION OF DIRECTOR: ROBERT W. LANE	Mgmt	For
A9	ELECTION OF DIRECTOR: RALPH S. LARSEN	Mgmt	For
A10	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Mgmt	For
A11	ELECTION OF DIRECTOR: JAMES J. MULVA	Mgmt	For
A12	ELECTION OF DIRECTOR: SAM NUNN	Mgmt	For
A13	ELECTION OF DIRECTOR: ROGER S. PENSKE	Mgmt	For
A14	ELECTION OF DIRECTOR: ROBERT J. SWIERINGA	Mgmt	For
A15	ELECTION OF DIRECTOR: JAMES S. TISCH	Mgmt	For

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A16	ELECTION OF DIRECTOR: DOUGLAS A. WARNER III	Mgmt	For
B1	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
B2	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
B3	APPROVAL OF AN AMENDMENT TO THE GE 2007 LONG-TERM INCENTIVE PLAN TO INCREASE THE NUMBER OF AUTHORIZED SHARES	Mgmt	For
B4	APPROVAL OF THE MATERIAL TERMS OF SENIOR OFFICER PERFORMANCE GOALS	Mgmt	For
C1	CUMULATIVE VOTING	Shr	Against
C2	NUCLEAR ACTIVITIES	Shr	Against
C3	INDEPENDENT BOARD CHAIRMAN	Shr	Against
C4	SHAREOWNER ACTION BY WRITTEN CONSENT	Shr	Against

GENERAL MOTORS COMPANY

Agen

Security: 37045V100
 Meeting Type: Annual
 Meeting Date: 12-Jun-2012
 Ticker: GM
 ISIN: US37045V1008

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DANIEL F. AKERSON	Mgmt	For
1B.	ELECTION OF DIRECTOR: DAVID BONDERMAN	Mgmt	For
1C.	ELECTION OF DIRECTOR: ERROLL B. DAVIS, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: STEPHEN J. GIRSKY	Mgmt	For
1E.	ELECTION OF DIRECTOR: E. NEVILLE ISDELL	Mgmt	For
1F.	ELECTION OF DIRECTOR: ROBERT D. KREBS	Mgmt	For
1G.	ELECTION OF DIRECTOR: PHILIP A. LASKAWY	Mgmt	For
1H.	ELECTION OF DIRECTOR: KATHRYN V. MARINELLO	Mgmt	For
1I.	ELECTION OF DIRECTOR: JAMES J. MULVA	Mgmt	For
1J.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Mgmt	For
1K.	ELECTION OF DIRECTOR: THOMAS M. SCHOEWE	Mgmt	For

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1L.	ELECTION OF DIRECTOR: CAROL M. STEPHENSON	Mgmt	For
1M.	ELECTION OF DIRECTOR: THEODORE M. SOLSO	Mgmt	For
1N.	ELECTION OF DIRECTOR: CYNTHIA A. TELLES	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS GM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

 GOLDCORP INC.

Agen

Security: 380956409
 Meeting Type: Annual and Special
 Meeting Date: 26-Apr-2012
 Ticker: GG
 ISIN: CA3809564097

Prop.#	Proposal	Proposal Type	Proposal Vote
A	DIRECTOR IAN W. TELFER DOUGLAS M. HOLTBY CHARLES A. JEANNES JOHN P. BELL LAWRENCE I. BELL BEVERLEY A. BRISCOE PETER J. DEY P. RANDY REIFEL A. DAN ROVIG BLANCA TREVINO DE VEGA KENNETH F. WILLIAMSON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
B	IN RESPECT OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE COMPANY AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION;	Mgmt	For
C	A RESOLUTION APPROVING THE AMENDMENT TO THE RESTRICTED SHARE PLAN FOR THE COMPANY;	Mgmt	For
D	A NON-BINDING ADVISORY RESOLUTION ACCEPTING THE COMPANY'S APPROACH TO EXECUTIVE COMPENSATION;	Mgmt	For
E	THE SHAREHOLDER PROPOSAL ATTACHED AS SCHEDULE "B" TO THE MANAGEMENT INFORMATION CIRCULAR ACCOMPANYING THIS VOTING INSTRUCTION FORM.	Shr	Against

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HONEYWELL INTERNATIONAL INC.

Agen

Security: 438516106
 Meeting Type: Annual
 Meeting Date: 23-Apr-2012
 Ticker: HON
 ISIN: US4385161066

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GORDON M. BETHUNE	Mgmt	For
1B.	ELECTION OF DIRECTOR: KEVIN BURKE	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAIME CHICO PARDO	Mgmt	For
1D.	ELECTION OF DIRECTOR: DAVID M. COTE	Mgmt	For
1E.	ELECTION OF DIRECTOR: D. SCOTT DAVIS	Mgmt	For
1F.	ELECTION OF DIRECTOR: LINNET F. DEILY	Mgmt	For
1G.	ELECTION OF DIRECTOR: JUDD GREGG	Mgmt	For
1H.	ELECTION OF DIRECTOR: CLIVE R. HOLLICK	Mgmt	For
1I.	ELECTION OF DIRECTOR: GEORGE PAZ	Mgmt	For
1J.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES	Mgmt	For
2.	APPROVAL OF INDEPENDENT ACCOUNTANTS.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	INDEPENDENT BOARD CHAIRMAN.	Shr	Against
5.	POLITICAL CONTRIBUTIONS.	Shr	Against

ILLINOIS TOOL WORKS INC.

Agen

Security: 452308109
 Meeting Type: Annual
 Meeting Date: 04-May-2012
 Ticker: ITW
 ISIN: US4523081093

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DANIEL J. BRUTTO	Mgmt	For
1B.	ELECTION OF DIRECTOR: SUSAN CROWN	Mgmt	For

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1C.	ELECTION OF DIRECTOR: DON H. DAVIS, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMES W. GRIFFITH	Mgmt	For
1E.	ELECTION OF DIRECTOR: ROBERT C. MCCORMACK	Mgmt	For
1F.	ELECTION OF DIRECTOR: ROBERT S. MORRISON	Mgmt	For
1G.	ELECTION OF DIRECTOR: JAMES A. SKINNER	Mgmt	For
1H.	ELECTION OF DIRECTOR: DAVID B. SMITH, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: DAVID B. SPEER	Mgmt	For
1J.	ELECTION OF DIRECTOR: PAMELA B. STROBEL	Mgmt	For
1K.	ELECTION OF DIRECTOR: KEVIN M. WARREN	Mgmt	For
1L.	ELECTION OF DIRECTOR: ANRE D. WILLIAMS	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS ITW'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

 INTEL CORPORATION

Agen

 Security: 458140100
 Meeting Type: Annual
 Meeting Date: 17-May-2012
 Ticker: INTC
 ISIN: US4581401001

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY	Mgmt	For
1B.	ELECTION OF DIRECTOR: ANDY D. BRYANT	Mgmt	For
1C.	ELECTION OF DIRECTOR: SUSAN L. DECKER	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOHN J. DONAHOE	Mgmt	For
1E.	ELECTION OF DIRECTOR: REED E. HUNDT	Mgmt	For
1F.	ELECTION OF DIRECTOR: PAUL S. OTELLINI	Mgmt	For
1G.	ELECTION OF DIRECTOR: JAMES D. PLUMMER	Mgmt	For
1H.	ELECTION OF DIRECTOR: DAVID S. POTTRUCK	Mgmt	For
1I.	ELECTION OF DIRECTOR: FRANK D. YEARY	Mgmt	For
1J.	ELECTION OF DIRECTOR: DAVID B. YOFFIE	Mgmt	For

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2.	RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR CURRENT YEAR	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	STOCKHOLDER PROPOSAL: WHETHER TO HOLD AN ADVISORY VOTE ON POLITICAL CONTRIBUTIONS	Shr	Against

 JOHNSON & JOHNSON

Agen

 Security: 478160104
 Meeting Type: Annual
 Meeting Date: 26-Apr-2012
 Ticker: JNJ
 ISIN: US4781601046

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MARY SUE COLEMAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: JAMES G. CULLEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: IAN E.L. DAVIS	Mgmt	For
1D.	ELECTION OF DIRECTOR: ALEX GORSKY	Mgmt	For
1E.	ELECTION OF DIRECTOR: MICHAEL M.E. JOHNS	Mgmt	For
1F.	ELECTION OF DIRECTOR: SUSAN L. LINDQUIST	Mgmt	For
1G.	ELECTION OF DIRECTOR: ANNE M. MULCAHY	Mgmt	For
1H.	ELECTION OF DIRECTOR: LEO F. MULLIN	Mgmt	For
1I.	ELECTION OF DIRECTOR: WILLIAM D. PEREZ	Mgmt	For
1J.	ELECTION OF DIRECTOR: CHARLES PRINCE	Mgmt	For
1K.	ELECTION OF DIRECTOR: DAVID SATCHER	Mgmt	For
1L.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Mgmt	For
1M.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Mgmt	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
3.	APPROVAL OF THE COMPANY'S 2012 LONG-TERM INCENTIVE PLAN	Mgmt	For
4.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Mgmt	For

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5.	SHAREHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIRMAN	Shr	Against
6.	SHAREHOLDER PROPOSAL ON BINDING VOTE ON POLITICAL CONTRIBUTIONS	Shr	Against
7.	SHAREHOLDER PROPOSAL ON ADOPTING NON-ANIMAL METHODS FOR TRAINING	Shr	Against

 JPMORGAN CHASE & CO.

Agen

Security: 46625H100
 Meeting Type: Annual
 Meeting Date: 15-May-2012
 Ticker: JPM
 ISIN: US46625H1005

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES A. BELL	Mgmt	For
1B.	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Mgmt	For
1C.	ELECTION OF DIRECTOR: STEPHEN B. BURKE	Mgmt	For
1D.	ELECTION OF DIRECTOR: DAVID M. COTE	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMES S. CROWN	Mgmt	For
1F.	ELECTION OF DIRECTOR: JAMES DIMON	Mgmt	For
1G.	ELECTION OF DIRECTOR: TIMOTHY P. FLYNN	Mgmt	For
1H.	ELECTION OF DIRECTOR: ELLEN V. FUTTER	Mgmt	For
1I.	ELECTION OF DIRECTOR: LABAN P. JACKSON, JR.	Mgmt	For
1J.	ELECTION OF DIRECTOR: LEE R. RAYMOND	Mgmt	For
1K.	ELECTION OF DIRECTOR: WILLIAM C. WELDON	Mgmt	For
2.	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	POLITICAL NON-PARTISANSHIP	Shr	Against
5.	INDEPENDENT DIRECTOR AS CHAIRMAN	Shr	Against
6.	LOAN SERVICING	Shr	Against
7.	CORPORATE POLITICAL CONTRIBUTIONS REPORT	Shr	Against

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8.	GENOCIDE-FREE INVESTING	Shr	Against
9.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shr	Against
10.	STOCK RETENTION	Shr	Against

KIMBERLY-CLARK CORPORATION Agen

Security: 494368103
Meeting Type: Annual
Meeting Date: 03-May-2012
Ticker: KMB
ISIN: US4943681035

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOHN R. ALM	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOHN F. BERGSTROM	Mgmt	For
1C.	ELECTION OF DIRECTOR: ABELARDO E. BRU	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT W. DECHERD	Mgmt	For
1E.	ELECTION OF DIRECTOR: THOMAS J. FALK	Mgmt	For
1F.	ELECTION OF DIRECTOR: FABIAN T. GARCIA	Mgmt	For
1G.	ELECTION OF DIRECTOR: MAE C. JEMISON, M.D.	Mgmt	For
1H.	ELECTION OF DIRECTOR: JAMES M. JENNESS	Mgmt	For
1I.	ELECTION OF DIRECTOR: NANCY J. KARCH	Mgmt	For
1J.	ELECTION OF DIRECTOR: IAN C. READ	Mgmt	For
1K.	ELECTION OF DIRECTOR: LINDA JOHNSON RICE	Mgmt	For
1L.	ELECTION OF DIRECTOR: MARC J. SHAPIRO	Mgmt	For
2.	RATIFICATION OF AUDITORS	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For

LINCOLN NATIONAL CORPORATION Agen

Security: 534187109
Meeting Type: Annual
Meeting Date: 24-May-2012
Ticker: LNC
ISIN: US5341871094

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: GEORGE W. HENDERSON III	Mgmt	For
1B	ELECTION OF DIRECTOR: ERIC G. JOHNSON	Mgmt	For
1C	ELECTION OF DIRECTOR: M. LEANNE LACHMAN	Mgmt	For
1D	ELECTION OF DIRECTOR: ISAIAH TIDWELL	Mgmt	For
2	TO RATIFY ERNST AND YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012	Mgmt	For
3	TO APPROVE AN ADVISORY RESOLUTION ON THE COMPANY'S 2011 EXECUTIVE COMPENSATION AS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For

MASCO CORPORATION

Agen

Security: 574599106
Meeting Type: Annual
Meeting Date: 08-May-2012
Ticker: MAS
ISIN: US5745991068

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD A. MANOOGIAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOHN C. PLANT	Mgmt	For
1C.	ELECTION OF DIRECTOR: MARY ANN VAN LOKEREN	Mgmt	Against
2.	TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SEC, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, THE COMPENSATION TABLES AND THE RELATED MATERIALS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
3.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE COMPANY FOR 2012.	Mgmt	For
4.	TO RECOMMEND, BY NON-BINDING VOTE, A STOCKHOLDER PROPOSAL TO DECLASSIFY THE BOARD OF DIRECTORS.	Shr	Against
5.	TO RECOMMEND, BY NON-BINDING VOTE, A	Shr	Against

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STOCKHOLDER PROPOSAL TO ADOPT A POLICY
REQUIRING SENIOR EXECUTIVES TO RETAIN 75%
OR MORE OF THEIR EQUITY AWARDS UNTIL
REACHING NORMAL RETIREMENT AGE.

MERCK & CO., INC.

Agen

Security: 58933Y105
Meeting Type: Annual
Meeting Date: 22-May-2012
Ticker: MRK
ISIN: US58933Y1055

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: LESLIE A. BRUN	Mgmt	For
1B.	ELECTION OF DIRECTOR: THOMAS R. CECH	Mgmt	For
1C.	ELECTION OF DIRECTOR: KENNETH C. FRAZIER	Mgmt	For
1D.	ELECTION OF DIRECTOR: THOMAS H. GLOCER	Mgmt	For
1E.	ELECTION OF DIRECTOR: WILLIAM B. HARRISON JR.	Mgmt	For
1F.	ELECTION OF DIRECTOR: C. ROBERT KIDDER	Mgmt	For
1G.	ELECTION OF DIRECTOR: ROCHELLE B. LAZARUS	Mgmt	For
1H.	ELECTION OF DIRECTOR: CARLOS E. REPRESAS	Mgmt	For
1I.	ELECTION OF DIRECTOR: PATRICIA F. RUSSO	Mgmt	For
1J.	ELECTION OF DIRECTOR: CRAIG B. THOMPSON	Mgmt	For
1K.	ELECTION OF DIRECTOR: WENDELL P. WEEKS	Mgmt	For
1L.	ELECTION OF DIRECTOR: PETER C. WENDELL	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	SHAREHOLDER PROPOSAL CONCERNING SHAREHOLDER ACTION BY WRITTEN CONSENT.	Shr	Against
5.	SHAREHOLDER PROPOSAL CONCERNING SPECIAL SHAREHOLDER MEETINGS.	Shr	Against
6.	SHAREHOLDER PROPOSAL CONCERNING REPORT ON CHARITABLE AND POLITICAL CONTRIBUTIONS.	Shr	Against

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MICROSOFT CORPORATION

Agen

Security: 594918104
 Meeting Type: Annual
 Meeting Date: 15-Nov-2011
 Ticker: MSFT
 ISIN: US5949181045

Prop.#	Proposal	Proposal Type	Proposal Vote
1	ELECTION OF DIRECTOR: STEVEN A. BALLMER	Mgmt	For
2	ELECTION OF DIRECTOR: DINA DUBLON	Mgmt	For
3	ELECTION OF DIRECTOR: WILLIAM H. GATES III	Mgmt	For
4	ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN	Mgmt	For
5	ELECTION OF DIRECTOR: REED HASTINGS	Mgmt	For
6	ELECTION OF DIRECTOR: MARIA M. KLAWE	Mgmt	For
7	ELECTION OF DIRECTOR: DAVID F. MARQUARDT	Mgmt	For
8	ELECTION OF DIRECTOR: CHARLES H. NOSKI	Mgmt	For
9	ELECTION OF DIRECTOR: HELMUT PANKE	Mgmt	For
10	ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
11	ADVISORY VOTE ON FREQUENCY OF ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	1 Year
12	RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITOR.	Mgmt	For
13	SHAREHOLDER PROPOSAL 1. ESTABLISHMENT OF A BOARD COMMITTEE ON ENVIRONMENTAL SUSTAINABILITY.	Shr	Against

NEWMONT MINING CORPORATION

Agen

Security: 651639106
 Meeting Type: Annual
 Meeting Date: 24-Apr-2012
 Ticker: NEM
 ISIN: US6516391066

Prop.#	Proposal	Proposal	Proposal Vote
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		Type	
1A	ELECTION OF DIRECTOR: B.R. BROOK	Mgmt	For
1B	ELECTION OF DIRECTOR: V.A. CALARCO	Mgmt	For
1C	ELECTION OF DIRECTOR: J.A. CARRABBA	Mgmt	For
1D	ELECTION OF DIRECTOR: N. DOYLE	Mgmt	For
1E	ELECTION OF DIRECTOR: V.M HAGEN	Mgmt	For
1F	ELECTION OF DIRECTOR: M.S. HAMSON	Mgmt	For
1G	ELECTION OF DIRECTOR: J. NELSON	Mgmt	For
1H	ELECTION OF DIRECTOR: R.T. O'BRIEN	Mgmt	For
1I	ELECTION OF DIRECTOR: J.B. PRESCOTT	Mgmt	For
1J	ELECTION OF DIRECTOR: D.C. ROTH	Mgmt	For
1K	ELECTION OF DIRECTOR: S. R. THOMPSON	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR 2012.	Mgmt	For
03	ADVISORY RESOLUTION TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

NOKIA CORPORATION

----- Agen

Security: 654902204
Meeting Type: Annual
Meeting Date: 03-May-2012
Ticker: NOK
ISIN: US6549022043

Prop.#	Proposal	Proposal Type	Proposal Vote
7.	ADOPTION OF THE ANNUAL ACCOUNTS.	Mgmt	For
8.	RESOLUTION ON THE USE OF THE PROFIT SHOWN ON THE BALANCE SHEET AND THE PAYMENT OF DIVIDEND.	Mgmt	For
9.	RESOLUTION ON THE DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT FROM LIABILITY.	Mgmt	For
10.	RESOLUTION ON THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS.	Mgmt	For
11.	RESOLUTION ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS.	Mgmt	For

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12.	DIRECTOR BRUCE BROWN STEPHEN ELOP HENNING KAGERMANN JOUKO KARVINEN HELGE LUND ISABEL MAREY-SEMPER MARTEN MICKOS ELIZABETH NELSON DAME MARJORIE SCARDINO RISTO SIILASMAA KARI STADIGH	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
13.	RESOLUTION ON THE REMUNERATION OF THE AUDITOR.	Mgmt	For
14.	ELECTION OF AUDITOR.	Mgmt	For
15.	AUTHORIZING THE BOARD OF DIRECTORS TO RESOLVE TO REPURCHASE THE COMPANY'S OWN SHARES.	Mgmt	For

 PFIZER INC.

Agen

Security: 717081103
 Meeting Type: Annual
 Meeting Date: 26-Apr-2012
 Ticker: PFE
 ISIN: US7170811035

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DENNIS A. AUSIELLO	Mgmt	For
1B.	ELECTION OF DIRECTOR: M. ANTHONY BURNS	Mgmt	For
1C.	ELECTION OF DIRECTOR: W. DON CORNWELL	Mgmt	For
1D.	ELECTION OF DIRECTOR: FRANCES D. FERGUSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: WILLIAM H. GRAY, III	Mgmt	For
1F.	ELECTION OF DIRECTOR: HELEN H. HOBBS	Mgmt	For
1G.	ELECTION OF DIRECTOR: CONSTANCE J. HORNER	Mgmt	For
1H.	ELECTION OF DIRECTOR: JAMES M. KILTS	Mgmt	For
1I.	ELECTION OF DIRECTOR: GEORGE A. LORCH	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOHN P. MASCOTTE	Mgmt	For
1K.	ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON	Mgmt	For
1L.	ELECTION OF DIRECTOR: IAN C. READ	Mgmt	For

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1M.	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Mgmt	For
1N.	ELECTION OF DIRECTOR: MARC TESSIER-LAVIGNE	Mgmt	For
2.	RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING PUBLICATION OF POLITICAL CONTRIBUTIONS.	Shr	Against
5.	SHAREHOLDER PROPOSAL REGARDING ACTION BY WRITTEN CONSENT.	Shr	Against
6.	SHAREHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.	Shr	Against
7.	SHAREHOLDER PROPOSAL REGARDING ADVISORY VOTE ON DIRECTOR PAY.	Shr	Against

QUALCOMM INCORPORATED

Agen

Security: 747525103
 Meeting Type: Annual
 Meeting Date: 06-Mar-2012
 Ticker: QCOM
 ISIN: US7475251036

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BARBARA T. ALEXANDER STEPHEN M. BENNETT DONALD G. CRUICKSHANK RAYMOND V. DITTAMORE THOMAS W. HORTON PAUL E. JACOBS ROBERT E. KAHN SHERRY LANSING DUANE A. NELLES FRANCISCO ROS BRENT SCOWCROFT MARC I. STERN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT PUBLIC ACCOUNTANTS FOR OUR FISCAL YEAR ENDING SEPTEMBER 30, 2012.	Mgmt	For
03	TO HOLD AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For

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04	TO APPROVE AN AMENDMENT TO THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE THE PLURALITY VOTING PROVISION.	Mgmt	For
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SAP AG

Agen

Security: 803054204
 Meeting Type: Annual
 Meeting Date: 23-May-2012
 Ticker: SAP
 ISIN: US8030542042

Prop.#	Proposal	Proposal Type	Proposal Vote
2	RESOLUTION ON THE APPROPRIATION OF THE RETAINED EARNINGS OF FISCAL YEAR 2011	Mgmt	For
3	RESOLUTION ON THE FORMAL APPROVAL OF THE ACTS OF THE EXECUTIVE BOARD IN FISCAL YEAR 2011	Mgmt	For
4	RESOLUTION ON THE FORMAL APPROVAL OF THE ACTS OF THE SUPERVISORY BOARD IN FISCAL YEAR 2011	Mgmt	For
5	RESOLUTION ON THE APPROVAL OF THE SYSTEM OF EXECUTIVE BOARD COMPENSATION	Mgmt	For
6	APPOINTMENT OF THE AUDITORS OF THE FINANCIAL STATEMENTS AND GROUP FINANCIAL STATEMENTS FOR FISCAL YEAR 2012	Mgmt	For
7A)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: PROF. DR. H.C. MULT. HASSO PLATTNER	Mgmt	For
7B)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: PEKKA ALA-PIETILA	Mgmt	For
7C)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: PROF. ANJA FELDMANN, PH. D.	Mgmt	For
7D)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: PROF. DR. WILHELM HAARMANN	Mgmt	For
7E)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: BERNARD LIAUTAUD	Mgmt	For
7F)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: DR. H.C. HARTMUT MEHDORN	Mgmt	For
7G)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: DR. ERHARD SCHIPPOREIT	Mgmt	For
7H)	ELECTION OF NEW MEMBER TO THE SUPERVISORY BOARD: PROF. DR.-ING. DR.-ING. E.H. KLAUS WUCHERER	Mgmt	For

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8 CANCELLATION OF CONTINGENT CAPITAL III AND CONTINGENT CAPITAL IIIA AND AMEND SECTION 4, 19 & 23 OF ARTICLES OF INCORPORATION Mgmt For

 SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.)

Agen

 Security: 806857108
 Meeting Type: Annual
 Meeting Date: 11-Apr-2012
 Ticker: SLB
 ISIN: AN8068571086

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: PETER L.S. CURRIE	Mgmt	For
1B.	ELECTION OF DIRECTOR: TONY ISAAC	Mgmt	For
1C.	ELECTION OF DIRECTOR: K. VAMAN KAMATH	Mgmt	For
1D.	ELECTION OF DIRECTOR: PAAL KIBSGAARD	Mgmt	For
1E.	ELECTION OF DIRECTOR: NIKOLAY KUDRYAVTSEV	Mgmt	For
1F.	ELECTION OF DIRECTOR: ADRIAN LAJOUS	Mgmt	For
1G.	ELECTION OF DIRECTOR: MICHAEL E. MARKS	Mgmt	For
1H.	ELECTION OF DIRECTOR: ELIZABETH A. MOLER	Mgmt	For
1I.	ELECTION OF DIRECTOR: LUBNA S. OLAYAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: L. RAFAEL REIF	Mgmt	For
1K.	ELECTION OF DIRECTOR: TORE I. SANDVOLD	Mgmt	For
1L.	ELECTION OF DIRECTOR: HENRI SEYDOUX	Mgmt	For
2.	TO APPROVE AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO APPROVE THE COMPANY'S 2011 FINANCIAL STATEMENTS AND DECLARATIONS OF DIVIDENDS.	Mgmt	For
4.	TO APPROVE THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
5.	TO APPROVE AMENDMENTS TO THE COMPANY'S 2004 STOCK AND DEFERRAL PLAN FOR NON-EMPLOYEE DIRECTORS TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE AND MAKE CERTAIN TECHNICAL CHANGES.	Mgmt	For

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SIEMENS AG, MUENCHEN

Agen

Security: D69671218
 Meeting Type: AGM
 Meeting Date: 24-Jan-2012
 Ticker:
 ISIN: DE0007236101

Prop.#	Proposal	Proposal Type	Proposal Vote
	<p>ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.</p>	Non-Voting	
	<p>For German registered shares, the shares have to be registered within the company's shareholder book. Depending on the processing of the local sub custodian if a client wishes to withdraw its voting instruction due to intentions to trade/lend their stock, a Take No Action vote must be received by the vote deadline as displayed on ProxyEdge to facilitate de-registration of shares from the company's shareholder book. Any Take No Action votes received after the vote deadline will only be forwarded and processed on a best effort basis. Please contact your client services representative if you require further information. Thank you.</p>	Non-Voting	
	<p>COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 09.01.2012. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.</p>	Non-Voting	

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|-----|---|------------|---------|
| 01. | To receive and consider the adopted Annual Financial Statements of Siemens AG and the approved Consolidated Financial Statements, together with the Combined Management's Discussion and Analysis of Siemens AG and the Siemens Group, including the Explanatory Report on the information required pursuant to Section 289 (4) and (5) and Section 315 (4) of the German Commercial Code (HGB) as of September 30, 2011, as well as the Report of the Supervisory Board, the Corporate Governance Report, the Compensation Report and the Compliance Report for fiscal year 2011 | Non-Voting | |
| 02. | To resolve on the appropriation of net income of Siemens AG to pay a dividend: The distributable profit of EUR 2,742,610,263 shall be appropriated as follows: Payment of a dividend of EUR 3 per no-par share EUR 114,077,313 shall be carried forward; Ex-dividend and payable date: January 25, 2012 | Mgmt | For |
| 03. | To ratify the acts of the members of the Managing Board | Mgmt | For |
| 04. | To ratify the acts of the members of the Supervisory Board | Mgmt | For |
| 05. | To resolve on the appointment Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart as the independent auditors for the audit of the Annual Financial Statements and the Consolidated Financial Statements and for the review of the Interim Financial Statements | Mgmt | For |
| 06. | PLEASE NOTE THAT THIS IS A SHAREHOLDER'S PROPOSAL: Amendment to the Articles of Association of Siemens AG: In order to increase women's presence on the Supervisory Board, Section 11 shall be amended as follows: Section 11(1) shall be adjusted to ensure that at least 30 pct of the representatives of the shareholders on the Supervisory Board are women as of 2013 and at least 40 pct are women as of 2018. Section 11(3) shall be adjusted to ensure that at least 30 pct of the substitute representatives of the shareholders on the Supervisory Board are women as of 2013 and at least 40 pct. are women as of 2018 | Shr | Against |

TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD, HSINCHU

Agen

Security: Y84629107

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Meeting Type: AGM
 Meeting Date: 12-Jun-2012
 Ticker:
 ISIN: TW0002330008

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE THAT IN CASES WHERE THE CLIENT INSTRUCTS US TO VOTE AGAINST ANY PROPOSAL TO BE DISCUSSED AT A SHAREHOLDERS MEETING AND THE VOTING WITH RESPECT TO SUCH PROPOSAL IS DONE BY BALLOT, WE OR OUR DESIGNEE WILL FILL OUT THE BALLOT IN RESPECT OF SUCH PROPOSAL IN ACCORDANCE WITH THE CLIENTS INSTRUCTIONS. HOWEVER, IF THE VOTING AT THE SHAREHOLDERS MEETING IS DONE BY ACCLAMATION, WE/OUR DESIGNEE WILL NOT TAKE ANY ACTION IN RESPECT OF THE RELEVANT PROPOSAL. THANK YOU	Non-Voting	
A.1	The 2011 business operations	Non-Voting	
A.2	The 2011 audited reports	Non-Voting	
A.3	The status of unsecured corporate bonds	Non-Voting	
B.1	The 2011 business reports and financial statements	Mgmt	For
B.2	The 2011 profit distribution. Proposed cash dividend: TWD 3 per share	Mgmt	For
B.3	The revision to the articles of incorporation	Mgmt	For
B.4	The revision to the rules of the election of directors	Mgmt	For
B.5.1	Elect Morris Chang, Shareholder No 4515, as director	Mgmt	For
B.5.2	Elect F.C. Tseng, Shareholder No 104, as director	Mgmt	For
B.5.3	Elect Representative of National Development Fund, Executive Yuan Johnsee Lee, Shareholder No 1, as director	Mgmt	For
B.5.4	Elect Rick Tsai, Shareholder no 7252, as director	Mgmt	For
B.5.5	Elect Sir Peter Leahy Bonfield, Shareholder No 93180657 (Passport No.), as independent director	Mgmt	Abstain
B.5.6	Elect Stan Shih, Shareholder No 534770, as independent director	Mgmt	For
B.5.7	Elect Thomas J. Engibous, Shareholder No 135021464, as independent director	Mgmt	Abstain

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B.5.8	Elect Gregory C. Chow, Shareholder No 214553970, as independent director	Mgmt	Abstain
B.5.9	Elect Kok-Choo Chen, Shareholder No 9546, as independent director	Mgmt	For
B.6	Extraordinary motions	Mgmt	For

 TECHNIP (EX-TECHNIP-COFLEXIP), PARIS

Agen

Security: F90676101
 Meeting Type: MIX
 Meeting Date: 26-Apr-2012
 Ticker:
 ISIN: FR0000131708

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card directly to the sub custodian. Please contact your Client Service Representative to obtain the necessary card, account details and directions. The following applies to Non-Resident Shareowners: Proxy Cards: Voting instructions will be forwarded to the Global Custodians that have become Registered Intermediaries, on the Vote Deadline Date. In capacity as Registered Intermediary, the Global Custodian will sign the Proxy Card and forward to the local custodian. If you are unsure whether your Global Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLICKING ON THE MATERIAL URL LINKS: https://balo.journal-officiel.gouv.fr/pdf/2012/0321/201203211200999.pdf AND https://balo.journal-officiel.gouv.fr/pdf/2012/0406/201204061201329.pdf	Non-Voting	
O.1	Approval of the annual corporate financial statements for the financial year ended December 31, 2011	Mgmt	For
O.2	Allocation of income for the financial year ended December 31, 2011, setting the	Mgmt	For

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	dividend and the date of payment		
O.3	Approval of the consolidated financial statements for the financial year ended on December 31, 2011	Mgmt	For
O.4	Special report of the Statutory Auditors on the regulated Agreements	Mgmt	For
O.5	Special report of the Statutory Auditors on commitments regarding the CEO in the event of termination of his duties	Mgmt	For
O.6	Authorization granted to the Board of Directors to purchase Company's shares	Mgmt	For
E.7	Amendments to the Statutes (Threshold crossing - Participation of shareholders to General Meetings)	Mgmt	For
E.8	Delegation of authority to the Board of Directors to increase share capital and issue securities entitling to the allotment of debt securities while maintaining shareholders' preferential subscription rights	Mgmt	For
E.9	Delegation of authority to the Board of Directors to increase capital and issue securities entitling to the allotment of debt securities without shareholders' preferential subscription rights (with the option to grant priority rights) and through a public offer	Mgmt	For
E.10	Delegation of authority to the Board of Directors to increase capital and issue securities entitling to the allotment of debt securities without shareholders' preferential subscription rights and through private investment	Mgmt	For
E.11	Authorization granted to the Board of Directors to carry out an allocation of performance shares to on the one hand, employees of Technip and on the other hand, employees and corporate officers of subsidiaries of the Group	Mgmt	For
E.12	Authorization granted to the Board of Directors to carry out an allocation of performance shares to the Chairman of the Board of Directors and/or the CEO, corporate officer of the Company and to key senior officers of the Group	Mgmt	For
E.13	Authorization granted to the Board of Directors to carry out an allocation of share purchase or subscription options to on the one hand, employees of Technip and on the other hand, employees and corporate officers of	Mgmt	For

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subsidiaries of the Group

E.14	Authorization granted to the Board of Directors to carry out an allocation of share purchase or subscription options to the Chairman of the Board of Directors and/or the CEO, corporate officer of the Company and to key senior officers of the Group	Mgmt	For
E.15	Delegation of authority to the Board of Directors to increase share capital with cancellation of shareholders' preferential subscription rights reserved for categories of beneficiaries through an employee share ownership plan	Mgmt	For
E.16	Delegation of authority to the Board of Directors to increase share capital in favor of members of a company savings plan	Mgmt	For
OE.17	Powers to carry out all legal formalities	Mgmt	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

 THE BOEING COMPANY

Agen

Security: 097023105
 Meeting Type: Annual
 Meeting Date: 30-Apr-2012
 Ticker: BA
 ISIN: US0970231058

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DAVID L. CALHOUN	Mgmt	For
1B.	ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR.	Mgmt	For
1C.	ELECTION OF DIRECTOR: LINDA Z. COOK	Mgmt	For
1D.	ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN	Mgmt	For
1E.	ELECTION OF DIRECTOR: EDMUND P. GIAMBASTIANI, JR.	Mgmt	For
1F.	ELECTION OF DIRECTOR: LAWRENCE W. KELLNER	Mgmt	For
1G.	ELECTION OF DIRECTOR: EDWARD M. LIDDY	Mgmt	For

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1H.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Mgmt	For
1I.	ELECTION OF DIRECTOR: SUSAN C. SCHWAB	Mgmt	For
1J.	ELECTION OF DIRECTOR: RONALD A. WILLIAMS	Mgmt	For
1K.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Mgmt	For
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR 2012.	Mgmt	For
4.	REPORT ON POLITICAL AND TRADE ASSOCIATION CONTRIBUTIONS.	Shr	Against
5.	ACTION BY WRITTEN CONSENT.	Shr	Against
6.	RETENTION OF SIGNIFICANT STOCK BY FORMER EXECUTIVES.	Shr	Against
7.	EXTRAORDINARY RETIREMENT BENEFITS.	Shr	Against

 THE COCA-COLA COMPANY

Agen

 Security: 191216100
 Meeting Type: Annual
 Meeting Date: 25-Apr-2012
 Ticker: KO
 ISIN: US1912161007

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: HERBERT A. ALLEN	Mgmt	For
1B.	ELECTION OF DIRECTOR: RONALD W. ALLEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: HOWARD G. BUFFETT	Mgmt	For
1D.	ELECTION OF DIRECTOR: RICHARD M. DALEY	Mgmt	For
1E.	ELECTION OF DIRECTOR: BARRY DILLER	Mgmt	For
1F.	ELECTION OF DIRECTOR: EVAN G. GREENBERG	Mgmt	For
1G.	ELECTION OF DIRECTOR: ALEXIS M. HERMAN	Mgmt	For
1H.	ELECTION OF DIRECTOR: MUHTAR KENT	Mgmt	For
1I.	ELECTION OF DIRECTOR: DONALD R. KEOUGH	Mgmt	For
1J.	ELECTION OF DIRECTOR: ROBERT A. KOTICK	Mgmt	For

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1K.	ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO	Mgmt	For
1L.	ELECTION OF DIRECTOR: DONALD F. MCHENRY	Mgmt	For
1M.	ELECTION OF DIRECTOR: SAM NUNN	Mgmt	For
1N.	ELECTION OF DIRECTOR: JAMES D. ROBINSON III	Mgmt	For
1O.	ELECTION OF DIRECTOR: PETER V. UEBERROTH	Mgmt	For
1P.	ELECTION OF DIRECTOR: JACOB WALLENBERG	Mgmt	Against
1Q.	ELECTION OF DIRECTOR: JAMES B. WILLIAMS	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For

 THE DOW CHEMICAL COMPANY

Agen

 Security: 260543103
 Meeting Type: Annual
 Meeting Date: 10-May-2012
 Ticker: DOW
 ISIN: US2605431038

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ARNOLD A. ALLEMANG	Mgmt	For
1B.	ELECTION OF DIRECTOR: JACQUELINE K. BARTON	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES A. BELL	Mgmt	For
1D.	ELECTION OF DIRECTOR: JEFF M. FETTIG	Mgmt	For
1E.	ELECTION OF DIRECTOR: JOHN B. HESS	Mgmt	For
1F.	ELECTION OF DIRECTOR: ANDREW N. LIVERIS	Mgmt	For
1G.	ELECTION OF DIRECTOR: PAUL POLMAN	Mgmt	For
1H.	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Mgmt	For
1I.	ELECTION OF DIRECTOR: JAMES M. RINGLER	Mgmt	Against
1J.	ELECTION OF DIRECTOR: RUTH G. SHAW	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE	Mgmt	For

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COMPENSATION.

4.	APPROVAL OF THE 2012 STOCK INCENTIVE PLAN.	Mgmt	For
5.	APPROVAL OF THE 2012 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
6.	STOCKHOLDER PROPOSAL ON SHAREHOLDER ACTION BY WRITTEN CONSENT.	Shr	Against
7.	STOCKHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIRMAN.	Shr	Against

TOTAL SA, COURBEVOIE

Agen

Security: F92124100
Meeting Type: MIX
Meeting Date: 11-May-2012
Ticker:
ISIN: FR0000120271

Prop.#	Proposal	Proposal Type	Proposal Vote
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 951647 DUE TO ADDITION OF RESOLUTIONS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting	
CMMT	French Resident Shareowners must complete, sign and forward the Proxy Card directly to the sub custodian. Please contact your Client Service Representative to obtain the necessary card, account details and directions. The following applies to Non-Resident Shareowners: Proxy Cards: Voting instructions will be forwarded to the Global Custodians that have become Registered Intermediaries, on the Vote Deadline Date. In capacity as Registered Intermediary, the Global Custodian will sign the Proxy Card and forward to the local custodian. If you are unsure whether your Global Custodian acts as Registered Intermediary, please contact your representative	Non-Voting	
CMMT	PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR" AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE.	Non-Voting	
CMMT	PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAILABLE BY CLICKING ON THE MATERIAL URL LINK:	Non-Voting	

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<https://balo.journal-officiel.gouv.fr/pdf/2012/0404/201204041201206.pdf>

O.1	Approval of the corporate financial statements of the Company	Mgmt	For
O.2	Approval of the consolidated financial statements	Mgmt	For
O.3	Allocation of income and setting the dividend	Mgmt	For
O.4	Authorization granted to the Board of Directors to trade Company's shares	Mgmt	For
O.5	Renewal of term of Mr. Christophe de Margerie as Board member	Mgmt	For
O.6	Renewal of term of Mr. Patrick Artus as Board member	Mgmt	For
O.7	Renewal of term of Mr. Bertrand Collomb as Board member	Mgmt	For
O.8	Renewal of term of Mrs. Anne Lauvergeon as Board member	Mgmt	For
O.9	Renewal of term of Mr. Michel Pebereau as Board member	Mgmt	Abstain
O.10	Ratification of the appointment of Mr. Gerard Lamarche as Board member, in substitution of Mr. Thierry de Rudder, who resigned	Mgmt	For
O.11	Appointment of Mrs. Anne-Marie Idrac as Board member	Mgmt	For
O.12	Commitments pursuant to Article L.225-42-1 of the Commercial Code	Mgmt	For
E.13	Delegation of authority granted to the Board of Directors to increase capital while maintaining shareholders' preferential subscription rights either by issuing common shares and/or any securities providing access to the capital of the Company, or by incorporation of premiums, reserves, profits or otherwise	Mgmt	For
E.14	Delegation of authority granted to the Board of Directors to increase capital by issuing common shares or any securities providing access to capital with cancellation of preferential subscription rights	Mgmt	For
E.15	Delegation of authority granted to the Board of Directors to increase the number of issuable securities in case of capital increase with cancellation of shareholders' preferential subscription rights	Mgmt	For

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E.16	Delegation of powers granted to the Board of Directors to increase capital by issuing common shares or any securities providing access to capital, in consideration for in-kind contributions granted to the Company	Mgmt	For
E.17	Delegation of authority granted to the Board of Directors to increase capital under the conditions provided in Articles L.3332-18 et seq. of the Code of Labor	Mgmt	For
E.18	Delegation of powers granted to the Board of Directors to carry out capital increases reserved for categories of beneficiaries as part of a transaction reserved for employees with cancellation of preferential subscription rights	Mgmt	For
E.19	Authorization granted to the Board of Directors to reduce capital by cancellation of shares	Mgmt	For
A.	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: Resolution presented pursuant to Articles L.2323-67 and R/2323-14 of the Code of Labor: Remuneration of executive corporate officers. (Non-approved by the Board of Directors)	Shr	Against
B.	PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: Resolution presented pursuant to Articles L.2323-67 and R/2323-14 of the Code of Labor: Increased dividend for shareholders of registered shares for at least 2 years. (Non-approved by the Board of Directors.)	Shr	Against

 UNITED TECHNOLOGIES CORPORATION

Agent

 Security: 913017109
 Meeting Type: Annual
 Meeting Date: 11-Apr-2012
 Ticker: UTX
 ISIN: US9130171096

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: LOUIS R. CHENEVERT	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOHN V. FARACI	Mgmt	For
1C.	ELECTION OF DIRECTOR: JEAN-PIERRE GARNIER	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMIE S. GORELICK	Mgmt	For

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1E.	ELECTION OF DIRECTOR: EDWARD A. KANGAS	Mgmt	For
1F.	ELECTION OF DIRECTOR: ELLEN J. KULLMAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD D. MCCORMICK	Mgmt	For
1H.	ELECTION OF DIRECTOR: HAROLD MCGRAW III	Mgmt	For
1I.	ELECTION OF DIRECTOR: RICHARD B. MYERS	Mgmt	For
1J.	ELECTION OF DIRECTOR: H. PATRICK SWYGERT	Mgmt	For
1K.	ELECTION OF DIRECTOR: ANDRE VILLENEUVE	Mgmt	For
1L.	ELECTION OF DIRECTOR: CHRISTINE TODD WHITMAN	Mgmt	For
2.	APPOINTMENT OF THE FIRM OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

 VERIZON COMMUNICATIONS INC.

Agen

 Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 03-May-2012
 Ticker: VZ
 ISIN: US92343V1044

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD L. CARRION	Mgmt	For
1B.	ELECTION OF DIRECTOR: MELANIE L. HEALEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: M. FRANCES KEETH	Mgmt	For
1D.	ELECTION OF DIRECTOR: ROBERT W. LANE	Mgmt	For
1E.	ELECTION OF DIRECTOR: LOWELL C. MCADAM	Mgmt	For
1F.	ELECTION OF DIRECTOR: SANDRA O. MOOSE	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Mgmt	For
1H.	ELECTION OF DIRECTOR: DONALD T. NICOLAISEN	Mgmt	For
1I.	ELECTION OF DIRECTOR: CLARENCE OTIS, JR.	Mgmt	For
1J.	ELECTION OF DIRECTOR: HUGH B. PRICE	Mgmt	For
1K.	ELECTION OF DIRECTOR: RODNEY E. SLATER	Mgmt	For

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2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	DISCLOSURE OF PRIOR GOVERNMENT SERVICE	Shr	Against
5.	DISCLOSURE OF LOBBYING ACTIVITIES	Shr	Against
6.	VESTING OF PERFORMANCE STOCK UNITS	Shr	Against
7.	SHAREHOLDER RIGHT TO CALL A SPECIAL MEETING	Shr	Against
8.	SHAREHOLDER ACTION BY WRITTEN CONSENT	Shr	Against
9.	NETWORK NEUTRALITY FOR WIRELESS BROADBAND	Shr	Against

WELLS FARGO & COMPANY

Agen

Security: 949746101
Meeting Type: Annual
Meeting Date: 24-Apr-2012
Ticker: WFC
ISIN: US9497461015

Prop.#	Proposal	Proposal Type	Proposal Vote
1A)	ELECTION OF DIRECTOR: JOHN D. BAKER II	Mgmt	For
1B)	ELECTION OF DIRECTOR: ELAINE L. CHAO	Mgmt	For
1C)	ELECTION OF DIRECTOR: JOHN S. CHEN	Mgmt	For
1D)	ELECTION OF DIRECTOR: LLOYD H. DEAN	Mgmt	For
1E)	ELECTION OF DIRECTOR: SUSAN E. ENGEL	Mgmt	For
1F)	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Mgmt	For
1G)	ELECTION OF DIRECTOR: DONALD M. JAMES	Mgmt	For
1H)	ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN	Mgmt	For
1I)	ELECTION OF DIRECTOR: NICHOLAS G. MOORE	Mgmt	For
1J)	ELECTION OF DIRECTOR: FEDERICO F. PENA	Mgmt	For
1K)	ELECTION OF DIRECTOR: PHILIP J. QUIGLEY	Mgmt	For
1L)	ELECTION OF DIRECTOR: JUDITH M. RUNSTAD	Mgmt	For
1M)	ELECTION OF DIRECTOR: STEPHEN W. SANGER	Mgmt	For

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1N)	ELECTION OF DIRECTOR: JOHN G. STUMPF	Mgmt	For
10)	ELECTION OF DIRECTOR: SUSAN G. SWENSON	Mgmt	For
2.	PROPOSAL TO APPROVE AN ADVISORY RESOLUTION TO APPROVE THE NAMED EXECUTIVES' COMPENSATION.	Mgmt	For
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2012.	Mgmt	For
4.	STOCKHOLDER PROPOSAL REGARDING THE ADOPTION OF A POLICY TO REQUIRE AN INDEPENDENT CHAIRMAN.	Shr	Against
5.	STOCKHOLDER PROPOSAL TO PROVIDE FOR CUMULATIVE VOTING IN CONTESTED DIRECTOR ELECTIONS.	Shr	Against
6.	STOCKHOLDER PROPOSAL TO AMEND THE COMPANY'S BY-LAWS TO ALLOW STOCKHOLDERS TO NOMINATE DIRECTOR CANDIDATES FOR INCLUSION IN THE COMPANY'S PROXY MATERIALS.	Shr	Against
7.	STOCKHOLDER PROPOSAL REGARDING AN INVESTIGATION AND REPORT ON INTERNAL CONTROLS FOR MORTGAGE SERVICING OPERATIONS.	Shr	Against

* Management position unknown

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)	CALAMOS STRATEGIC TOTAL RETURN FUND
By (Signature)	/s/ John P. Calamos, Sr.
Name	John P. Calamos, Sr.
Title	President
Date	08/31/2012