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Eaton Vance Enhanced Equity Income Fund II
Form N-PX
August 07, 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: 811-21670

NAME OF REGISTRANT: Eaton Vance Enhanced Equity
Income Fund II

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: Two International Place
Boston, MA 02110

NAME AND ADDRESS OF AGENT FOR SERVICE: Maureen A. Gemma, Esq.
Two International Place
Boston, MA 02110

REGISTRANT'S TELEPHONE NUMBER: 617-482-8260

DATE OF FISCAL YEAR END: 12/31

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

Eaton Vance Enhanced Equity Income Fund II

ACCENTURE PLC

Agen

Security: G1151C101
Meeting Type: Annual
Meeting Date: 09-Feb-2012
Ticker: ACN
ISIN: IE00B4BNMY34

Prop.#	Proposal	Proposal Type	Proposal Vote
01	ACCEPTANCE, IN A NON-BINDING VOTE, OF THE FINANCIAL STATEMENTS FOR THE TWELVE MONTH PERIOD ENDED AUGUST 31, 2011 AS PRESENTED	Mgmt	For
2A	RE-APPOINTMENT OF DIRECTOR: DINA DUBLON	Mgmt	For
2B	RE-APPOINTMENT OF DIRECTOR: WILLIAM D. GREEN	Mgmt	For
2C	RE-APPOINTMENT OF DIRECTOR: NOBUYUKI IDEI	Mgmt	For

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2D	RE-APPOINTMENT OF DIRECTOR: MARJORIE MAGNER	Mgmt	For
03	RATIFICATION, IN A NON-BINDING VOTE, OF APPOINTMENT OF KPMG AS INDEPENDENT AUDITORS FOR THE 2012 FISCAL YEAR AND AUTHORIZATION, IN A BINDING VOTE, OF THE BOARD, ACTING THROUGH THE AUDIT COMMITTEE, TO DETERMINE KPMG'S REMUNERATION	Mgmt	For
04	APPROVAL, IN A NON-BINDING VOTE, OF THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS	Mgmt	For
05	APPROVAL OF AMENDMENTS TO ACCENTURE PLC'S ARTICLES OF ASSOCIATION TO PROVIDE FOR THE PHASED-IN DECLASSIFICATION OF THE BOARD, BEGINNING IN 2013	Mgmt	For
06	AUTHORIZATION TO HOLD THE 2013 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ACCENTURE PLC AT A LOCATION OUTSIDE OF IRELAND	Mgmt	For
07	AUTHORIZATION OF ACCENTURE TO MAKE OPEN-MARKET PURCHASES OF ACCENTURE PLC CLASS A ORDINARY SHARES	Mgmt	For
08	DETERMINATION OF THE PRICE RANGE AT WHICH ACCENTURE PLC CAN RE-ISSUE SHARES THAT IT ACQUIRES AS TREASURY STOCK	Mgmt	For

 AIR PRODUCTS AND CHEMICALS, INC.

Agen

Security: 009158106
 Meeting Type: Annual
 Meeting Date: 26-Jan-2012
 Ticker: APD
 ISIN: US0091581068

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: MARIO L. BAEZA	Mgmt	For
1B	ELECTION OF DIRECTOR: SUSAN K. CARTER	Mgmt	For
1C	ELECTION OF DIRECTOR: JOHN E. MCGLADE	Mgmt	For
02	APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. TO RATIFY APPOINTMENT OF KPMG LLP, AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2012.	Mgmt	For
03	ADVISORY VOTE ON EXECUTIVE OFFICER COMPENSATION. TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Mgmt	For

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 ALLSCRIPTS HEALTHCARE SOLUTIONS, INC

 Agen

Security: 01988P108
 Meeting Type: Annual
 Meeting Date: 15-Jun-2012
 Ticker: MDRX
 ISIN: US01988P1084

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR PAUL M. BLACK DENNIS H. CHOOKASZIAN ROBERT J. CINDRICH NOT VALID; DO NOT VOTE PHILIP D. GREEN MICHAEL J. KLUGER GLEN E. TULLMAN STUART L. BASCOMB DAVID D. STEVENS RALPH H "RANDY" THURMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For Withheld For For For For For
2	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE ALLSCRIPTS HEALTHCARE SOLUTIONS, INC. EMPLOYEE STOCK PURCHASE PLAN TO, AMONG OTHER ITEMS, INCREASE THE NUMBER OF SHARES AVAILABLE FOR GRANT THEREUNDER BY 1,000,000.	Mgmt	For
3	APPROVAL OF THE RESOLUTION TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
4	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For

 AMAZON.COM, INC.

 Agen

Security: 023135106
 Meeting Type: Annual
 Meeting Date: 24-May-2012
 Ticker: AMZN
 ISIN: US0231351067

Prop.#	Proposal	Proposal Type	Proposal Vote
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1A.	ELECTION OF DIRECTOR: JEFFREY P. BEZOS	Mgmt	For
1B.	ELECTION OF DIRECTOR: TOM A. ALBERG	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN SEELY BROWN	Mgmt	For
1D.	ELECTION OF DIRECTOR: WILLIAM B. GORDON	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMIE S. GORELICK	Mgmt	For
1F.	ELECTION OF DIRECTOR: BLAKE G. KRIKORIAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: ALAIN MONIE	Mgmt	For
1H.	ELECTION OF DIRECTOR: JONATHAN J. RUBINSTEIN	Mgmt	For
1I.	ELECTION OF DIRECTOR: THOMAS O. RYDER	Mgmt	For
1J.	ELECTION OF DIRECTOR: PATRICIA Q. STONESIFER	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS	Mgmt	For
3.	APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS, AS AMENDED, PURSUANT TO SECTION 162 (M) OF THE INTERNAL REVENUE CODE IN OUR 1997 STOCK INCENTIVE PLAN	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING AN ASSESSMENT AND REPORT ON CLIMATE CHANGE	Shr	Against
5.	SHAREHOLDER PROPOSAL CALLING FOR CERTAIN DISCLOSURES REGARDING CORPORATE POLITICAL CONTRIBUTIONS	Shr	Against

 AMERICAN EXPRESS COMPANY

Agen

 Security: 025816109
 Meeting Type: Annual
 Meeting Date: 30-Apr-2012
 Ticker: AXP
 ISIN: US0258161092

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	C. BARSHEFSKY	Mgmt	For
	U.M. BURNS	Mgmt	For
	K.I. CHENAULT	Mgmt	For
	P. CHERNIN	Mgmt	For
	T.J. LEONSIS	Mgmt	For
	J. LESCHLY	Mgmt	For
	R.C. LEVIN	Mgmt	For
	R.A. MCGINN	Mgmt	For

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	E.D. MILLER	Mgmt	For
	S.S REINEMUND	Mgmt	For
	R.D. WALTER	Mgmt	For
	R.A. WILLIAMS	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
4.	APPROVAL OF PERFORMANCE GOALS AND AWARD LIMITS UNDER 2007 INCENTIVE COMPENSATION PLAN.	Mgmt	For
5.	SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING FOR DIRECTORS.	Shr	Against
6.	SHAREHOLDER PROPOSAL RELATING TO SEPARATION OF CHAIRMAN AND CEO ROLES.	Shr	Against

 AMERICAN TOWER CORPORATION

Agen

Security: 029912201
 Meeting Type: Special
 Meeting Date: 29-Nov-2011
 Ticker: AMT
 ISIN: US0299122012

Prop.#	Proposal	Proposal Type	Proposal Vote
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 24, 2011, BETWEEN AMERICAN TOWER CORPORATION AND AMERICAN TOWER REIT, INC., WHICH IS PART OF THE REORGANIZATION OF AMERICAN TOWER'S OPERATIONS THROUGH WHICH AMERICAN TOWER INTENDS TO QUALIFY AS A REIT FOR FEDERAL INCOME TAX PURPOSES.	Mgmt	For
02	PROPOSAL TO PERMIT THE BOARD OF DIRECTORS OF AMERICAN TOWER CORPORATION TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE ORIGINALLY SCHEDULED TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL 1.	Mgmt	For

 AMERISOURCEBERGEN CORPORATION

Agen

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Security: 03073E105
 Meeting Type: Annual
 Meeting Date: 01-Mar-2012
 Ticker: ABC
 ISIN: US03073E1055

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: STEVEN H. COLLIS	Mgmt	For
1B	ELECTION OF DIRECTOR: RICHARD C. GOZON	Mgmt	For
1C	ELECTION OF DIRECTOR: KATHLEEN W. HYLE	Mgmt	For
1D	ELECTION OF DIRECTOR: MICHAEL J. LONG	Mgmt	For
02	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS AMERISOURCEBERGEN'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Mgmt	For
03	TO CONDUCT AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

APACHE CORPORATION

Agen

Security: 037411105
 Meeting Type: Annual
 Meeting Date: 24-May-2012
 Ticker: APA
 ISIN: US0374111054

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	ELECTION OF DIRECTOR: SCOTT D. JOSEY	Mgmt	For
2.	ELECTION OF DIRECTOR: GEORGE D. LAWRENCE	Mgmt	For
3.	ELECTION OF DIRECTOR: RODMAN D. PATTON	Mgmt	For
4.	ELECTION OF DIRECTOR: CHARLES J. PITMAN	Mgmt	For
5.	RATIFICATION OF ERNST & YOUNG LLP AS APACHE'S INDEPENDENT AUDITORS	Mgmt	For
6.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF APACHE'S NAMED EXECUTIVE OFFICERS	Mgmt	For
7.	SHAREHOLDER PROPOSAL TO REPEAL APACHE'S CLASSIFIED BOARD OF DIRECTORS	Shr	For

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 APPLE INC.

Agen

 Security: 037833100
 Meeting Type: Annual
 Meeting Date: 23-Feb-2012
 Ticker: AAPL
 ISIN: US0378331005

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR WILLIAM V. CAMPBELL TIMOTHY D. COOK MILLARD S. DREXLER AL GORE ROBERT A. IGER ANDREA JUNG ARTHUR D. LEVINSON RONALD D. SUGAR	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
04	A SHAREHOLDER PROPOSAL ENTITLED "CONFLICT OF INTEREST REPORT"	Shr	Against
05	A SHAREHOLDER PROPOSAL ENTITLED "SHAREHOLDER SAY ON DIRECTOR PAY"	Shr	Against
06	A SHAREHOLDER PROPOSAL ENTITLED "REPORT ON POLITICAL CONTRIBUTIONS AND EXPENDITURES"	Shr	Against
07	A SHAREHOLDER PROPOSAL ENTITLED "ADOPT A MAJORITY VOTING STANDARD FOR DIRECTOR ELECTIONS"	Shr	For

 BANKUNITED INC

Agen

 Security: 06652K103
 Meeting Type: Annual
 Meeting Date: 09-May-2012
 Ticker: BKU
 ISIN: US06652K1034

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOHN BOHLSSEN CHINH E. CHU	Mgmt Mgmt	For For

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AMBASSADOR SUE M. COBB	Mgmt	For
EUGENE F. DEMARK	Mgmt	For
JOHN A. KANAS	Mgmt	For
RICHARD S. LEFRAK	Mgmt	For
THOMAS M. O'BRIEN	Mgmt	For
WILBUR L. ROSS, JR.	Mgmt	Withheld
PIERRE OLIVIER SARKOZY	Mgmt	For
LANCE N. WEST	Mgmt	For
2. TO RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3. ADVISORY VOTE ON EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4. ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year

 BEAM INC.

Agen

 Security: 073730103
 Meeting Type: Annual
 Meeting Date: 24-Apr-2012
 Ticker: BEAM
 ISIN: US0737301038

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: RICHARD A. GOLDSTEIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: STEPHEN W. GOLSBY	Mgmt	For
1C.	ELECTION OF DIRECTOR: ANN F. HACKETT	Mgmt	For
1D.	ELECTION OF DIRECTOR: A.D. DAVID MACKAY	Mgmt	For
1E.	ELECTION OF DIRECTOR: MATTHEW J. SHATTOCK	Mgmt	For
1F.	ELECTION OF DIRECTOR: ROBERT A. STEELE	Mgmt	For
1G.	ELECTION OF DIRECTOR: PETER M. WILSON	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
4.	APPROVAL OF THE BEAM INC. 2012 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
5.	RE-APPROVAL OF THE ANNUAL EXECUTIVE INCENTIVE COMPENSATION PLAN.	Mgmt	For

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BROADCOM CORPORATION

Agen

Security: 111320107
 Meeting Type: Annual
 Meeting Date: 15-May-2012
 Ticker: BRCM
 ISIN: US1113201073

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROBERT J. FINOCCHIO, JR NANCY H. HANDEL EDDY W. HARTENSTEIN MARIA M. KLAWE, PH.D. JOHN E. MAJOR SCOTT A. MCGREGOR WILLIAM T. MORROW HENRY SAMUELI, PH.D. ROBERT E. SWITZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE BROADCOM CORPORATION 1998 EMPLOYEE STOCK PURCHASE PLAN, AS PREVIOUSLY AMENDED AND RESTATED, THAT WOULD EXTEND THE TERM OF THE PLAN THROUGH MAY 15, 2022, AND EFFECT VARIOUS TECHNICAL REVISIONS AND IMPROVEMENTS.	Mgmt	For
3.	TO APPROVE THE ADOPTION OF THE BROADCOM CORPORATION 2012 STOCK INCENTIVE PLAN.	Mgmt	Against
4.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For

CATALYST HEALTH SOLUTIONS, INC.

Agen

Security: 14888B103
 Meeting Type: Annual
 Meeting Date: 04-Jun-2012
 Ticker: CHSI
 ISIN: US14888B1035

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR STEVEN B. EPSTEIN	Mgmt	For

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	MICHAEL R. MCDONNELL	Mgmt	For
	DALE B. WOLF	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO OBTAIN APPROVAL BY THE SHAREHOLDERS, ON AN ADVISORY BASIS, OF THE COMPANY'S NAMED EXECUTIVE OFFICERS COMPENSATION AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K OR ANY SUCCESSOR THERETO (THE "SAY ON PAY" VOTE).	Mgmt	For

CELGENE CORPORATION

Agen

Security: 151020104
Meeting Type: Annual
Meeting Date: 13-Jun-2012
Ticker: CELG
ISIN: US1510201049

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROBERT J. HUGIN R.W. BARKER, D. PHIL. MICHAEL D. CASEY CARRIE S. COX RODMAN L. DRAKE M.A. FRIEDMAN, M.D. GILLA KAPLAN, PH.D. JAMES J. LOUGHLIN ERNEST MARIO, PH.D.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2008 STOCK INCENTIVE PLAN.	Mgmt	For
4.	APPROVAL, BY NON-BINDING VOTE, OF EXECUTIVE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
5.	STOCKHOLDER PROPOSAL DESCRIBED IN MORE DETAIL IN THE PROXY STATEMENT.	Shr	For

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CENTURYLINK, INC.

Agen

Security: 156700106
 Meeting Type: Annual
 Meeting Date: 23-May-2012
 Ticker: CTL
 ISIN: US1567001060

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	APPROVE CHARTER AMENDMENT TO DECLASSIFY OUR BOARD OF DIRECTORS.	Mgmt	For
1B.	APPROVE CHARTER AMENDMENT TO INCREASE OUR AUTHORIZED SHARES.	Mgmt	For
2.	DIRECTOR FRED R. NICHOLS HARVEY P. PERRY LAURIE A. SIEGEL JOSEPH R. ZIMMEL	Mgmt Mgmt Mgmt Mgmt	For For For For
3.	RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR 2012.	Mgmt	For
4.	ADVISORY VOTE REGARDING OUR EXECUTIVE COMPENSATION.	Mgmt	For
5A.	SHAREHOLDER PROPOSAL REGARDING BONUS DEFERRALS.	Shr	For
5B.	SHAREHOLDER PROPOSAL REGARDING PERFORMANCE-BASED RESTRICTED STOCK.	Shr	For
5C.	SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS REPORTS.	Shr	Against

COLGATE-PALMOLIVE COMPANY

Agen

Security: 194162103
 Meeting Type: Annual
 Meeting Date: 11-May-2012
 Ticker: CL
 ISIN: US1941621039

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: NIKESH ARORA	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOHN T. CAHILL	Mgmt	For
1C.	ELECTION OF DIRECTOR: IAN COOK	Mgmt	For
1D.	ELECTION OF DIRECTOR: HELENE D. GAYLE	Mgmt	For

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1E.	ELECTION OF DIRECTOR: ELLEN M. HANCOCK	Mgmt	For
1F.	ELECTION OF DIRECTOR: JOSEPH JIMENEZ	Mgmt	For
1G.	ELECTION OF DIRECTOR: RICHARD J. KOGAN	Mgmt	For
1H.	ELECTION OF DIRECTOR: DELANO E. LEWIS	Mgmt	For
1I.	ELECTION OF DIRECTOR: J. PEDRO REINHARD	Mgmt	For
1J.	ELECTION OF DIRECTOR: STEPHEN I. SADOVE	Mgmt	For
2.	RATIFY SELECTION OF PRICEWATERHOUSECOOPERS LLP AS COLGATE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	STOCKHOLDER PROPOSAL ON INDEPENDENT BOARD CHAIR.	Shr	Against

 COMCAST CORPORATION

Agen

 Security: 20030N101
 Meeting Type: Annual
 Meeting Date: 31-May-2012
 Ticker: CMCSA
 ISIN: US20030N1019

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR KENNETH J. BACON SHELDON M. BONOVIKZ JOSEPH J. COLLINS J. MICHAEL COOK GERALD L. HASSELL JEFFREY A. HONICKMAN EDUARDO G. MESTRE BRIAN L. ROBERTS RALPH J. ROBERTS JOHNATHAN A. RODGERS DR. JUDITH RODIN	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 THE APPOINTMENT OF OUR INDEPENDENT AUDITORS	Mgmt	For
3.	APPROVAL OF THE COMCAST CORPORATION 2002 EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
4.	APPROVAL OF THE COMCAST - NBCUNIVERSAL 2011 EMPLOYEE STOCK PURCHASE PLAN	Mgmt	For
5.	TO PROVIDE FOR CUMULATIVE VOTING IN THE ELECTION OF DIRECTORS	Shr	Against

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6.	TO REQUIRE THAT THE CHAIRMAN OF THE BOARD BE AN INDEPENDENT DIRECTOR	Shr	For
7.	TO ADOPT A SHARE RETENTION POLICY FOR SENIOR EXECUTIVES	Shr	For
8.	TO MAKE POISON PILLS SUBJECT TO A SHAREHOLDER VOTE	Shr	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
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	Mgmt	For

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COMPENSATION.

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

CORNING INCORPORATED

Agen

Security: 219350105
Meeting Type: Annual
Meeting Date: 26-Apr-2012
Ticker: GLW
ISIN: US2193501051

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JOHN SEELY BROWN	Mgmt	For
1B.	ELECTION OF DIRECTOR: STEPHANIE A. BURNS	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN A. CANNING, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: RICHARD T. CLARK	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMES B. FLAWS	Mgmt	For
1F.	ELECTION OF DIRECTOR: GORDON GUND	Mgmt	For
1G.	ELECTION OF DIRECTOR: KURT M. LANDGRAF	Mgmt	For
1H.	ELECTION OF DIRECTOR: DEBORAH D. RIEMAN	Mgmt	For
1I.	ELECTION OF DIRECTOR: H. ONNO RUDING	Mgmt	For
1J.	ELECTION OF DIRECTOR: MARK S. WRIGHTON	Mgmt	For
2.	APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CORNING'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
4.	APPROVAL OF CORNING INCORPORATED 2012 LONG-TERM INCENTIVE PLAN.	Mgmt	For
5.	AMENDMENT AND RESTATEMENT OF CERTIFICATE OF INCORPORATION TO REMOVE PROVISIONS	Mgmt	For

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REQUIRING SUPERMAJORITY VOTE OF
SHAREHOLDERS.

COSTCO WHOLESALE CORPORATION

Agen

Security: 22160K105
Meeting Type: Annual
Meeting Date: 26-Jan-2012
Ticker: COST
ISIN: US22160K1051

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JAMES D. SINEGAL JEFFREY H. BROTMAN RICHARD A. GALANTI DANIEL J. EVANS JEFFREY S. RAIKES	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS.	Mgmt	For
03	AMENDMENT OF COMPANY'S FIFTH RESTATED STOCK INCENTIVE PLAN.	Mgmt	For
04	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	Mgmt	For

COVIDIEN PLC

Agen

Security: G2554F113
Meeting Type: Annual
Meeting Date: 13-Mar-2012
Ticker: COV
ISIN: IE00B68SQD29

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: JOSE E. ALMEIDA	Mgmt	For
1B	ELECTION OF DIRECTOR: CRAIG ARNOLD	Mgmt	For
1C	ELECTION OF DIRECTOR: ROBERT H. BRUST	Mgmt	For
1D	ELECTION OF DIRECTOR: JOHN M. CONNORS, JR.	Mgmt	For
1E	ELECTION OF DIRECTOR: CHRISTOPHER J. COUGHLIN	Mgmt	For

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1F	ELECTION OF DIRECTOR: TIMOTHY M. DONAHUE	Mgmt	For
1G	ELECTION OF DIRECTOR: RANDALL J. HOGAN, III	Mgmt	For
1H	ELECTION OF DIRECTOR: MARTIN D. MADAUS	Mgmt	For
1I	ELECTION OF DIRECTOR: DENNIS H. REILLEY	Mgmt	For
1J	ELECTION OF DIRECTOR: JOSEPH A. ZACCAGNINO	Mgmt	For
02	APPOINT THE INDEPENDENT AUDITORS AND AUTHORIZE THE AUDIT COMMITTEE TO SET THE AUDITORS' REMUNERATION.	Mgmt	For
03	AN ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
04	AUTHORIZE THE COMPANY TO MAKE MARKET PURCHASES OF COMPANY SHARES.	Mgmt	For
S5	AUTHORIZE THE PRICE RANGE AT WHICH THE COMPANY CAN REISSUE SHARES IT HOLDS AS TREASURY SHARES. (SPECIAL RESOLUTION)	Mgmt	For
S6	AMEND ARTICLES OF ASSOCIATION TO PROVIDE FOR ESCHEATMENT IN ACCORDANCE WITH U.S. LAWS. (SPECIAL RESOLUTION)	Mgmt	For
S7	AMEND ARTICLES OF ASSOCIATION TO GIVE THE BOARD OF DIRECTORS AUTHORITY TO DECLARE NON-CASH DIVIDENDS. (SPECIAL RESOLUTION)	Mgmt	For

 CYPRESS SEMICONDUCTOR CORPORATION

Agen

Security: 232806109
 Meeting Type: Annual
 Meeting Date: 11-May-2012
 Ticker: CY
 ISIN: US2328061096

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR T.J. RODGERS W. STEVE ALBRECHT ERIC A. BENHAMOU LLOYD CARNEY JAMES R. LONG J. DANIEL MCCRANIE J.D. SHERMAN WILBERT VAN DEN HOEK	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2012.	Mgmt	For

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3.	ANNUAL ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
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DANAHER CORPORATION

Agen

Security: 235851102
 Meeting Type: Annual
 Meeting Date: 08-May-2012
 Ticker: DHR
 ISIN: US2358511028

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: MORTIMER M. CAPLIN	Mgmt	For
1.2	ELECTION OF DIRECTOR: DONALD J. EHRLICH	Mgmt	For
1.3	ELECTION OF DIRECTOR: LINDA P. HEFNER	Mgmt	For
1.4	ELECTION OF DIRECTOR: TERI LIST-STOLL	Mgmt	For
1.5	ELECTION OF DIRECTOR: WALTER G. LOHR, JR.	Mgmt	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS DANAHER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO APPROVE AN AMENDMENT TO DANAHER'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK OF DANAHER FROM 1 BILLION (1,000,000,000) SHARES TO 2 BILLION (2,000,000,000) SHARES, \$.01 PAR VALUE PER SHARE.	Mgmt	For
4.	TO RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE DANAHER 2007 EXECUTIVE INCENTIVE COMPENSATION PLAN.	Mgmt	For
5.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For

DEERE & COMPANY

Agen

Security: 244199105
 Meeting Type: Annual
 Meeting Date: 29-Feb-2012
 Ticker: DE
 ISIN: US2441991054

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Mgmt	For
1B	ELECTION OF DIRECTOR: VANCE D. COFFMAN	Mgmt	For
1C	ELECTION OF DIRECTOR: CHARLES O. HOLLIDAY, JR.	Mgmt	For
1D	ELECTION OF DIRECTOR: DIPAK C. JAIN	Mgmt	For
1E	ELECTION OF DIRECTOR: CLAYTON M. JONES	Mgmt	For
1F	ELECTION OF DIRECTOR: JOACHIM MILBERG	Mgmt	For
1G	ELECTION OF DIRECTOR: RICHARD B. MYERS	Mgmt	For
1H	ELECTION OF DIRECTOR: THOMAS H. PATRICK	Mgmt	For
1I	ELECTION OF DIRECTOR: SHERRY M. SMITH	Mgmt	For
02	NON-BINDING VOTE ON EXECUTIVE COMPENSATION	Mgmt	For
03	APPROVAL OF THE NONEMPLOYEE DIRECTOR STOCK OWNERSHIP PLAN	Mgmt	For
04	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS DEERE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012	Mgmt	For

DOLLAR GENERAL CORP

Agen

Security: 256677105
Meeting Type: Annual
Meeting Date: 01-Jun-2012
Ticker: DG
ISIN: US2566771059

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR RAJ AGRAWAL	Mgmt	Withheld
	WARREN F. BRYANT	Mgmt	Withheld
	MICHAEL M. CALBERT	Mgmt	Withheld
	RICHARD W. DREILING	Mgmt	Withheld
	ADRIAN JONES	Mgmt	Withheld
	WILLIAM C. RHODES, III	Mgmt	Withheld
	DAVID B. RICKARD	Mgmt	For
2	TO APPROVE DOLLAR GENERAL CORPORATION'S AMENDED AND RESTATED 2007 STOCK INCENTIVE PLAN.	Mgmt	For

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3	TO APPROVE DOLLAR GENERAL CORPORATION'S AMENDED AND RESTATED ANNUAL INCENTIVE PLAN.	Mgmt	For
4	TO RATIFY ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2012.	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
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

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 ECOLAB INC. Agen

Security: 278865100
 Meeting Type: Special
 Meeting Date: 30-Nov-2011
 Ticker: ECL
 ISIN: US2788651006

Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVE THE ISSUANCE OF SHARES OF ECOLAB COMMON STOCK TO THE STOCKHOLDERS OF NALCO HOLDING COMPANY PURSUANT TO THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER DATED AS OF JULY 19, 2011.	Mgmt	For
02	ADOPT AN AMENDMENT TO ECOLAB'S RESTATED CERTIFICATE OF INCORPORATION FOLLOWING COMPLETION OF THE MERGER TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF ECOLAB COMMON STOCK TO 800,000,000 SHARES.	Mgmt	For
03	ADJOURN THE ECOLAB SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE SHARE ISSUANCE PROPOSAL.	Mgmt	For

 ECOLAB INC. Agen

Security: 278865100
 Meeting Type: Annual
 Meeting Date: 03-May-2012
 Ticker: ECL
 ISIN: US2788651006

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: LESLIE S. BILLER	Mgmt	For
1.2	ELECTION OF DIRECTOR: JERRY A. GRUNDHOFER	Mgmt	For
1.3	ELECTION OF DIRECTOR: MICHAEL LARSON	Mgmt	For
1.4	ELECTION OF DIRECTOR: VICTORIA J. REICH	Mgmt	For
1.5	ELECTION OF DIRECTOR: JOHN J. ZILLMER	Mgmt	For
2.	RATIFY THE APPOINTMENT OF	Mgmt	For

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PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM.

3.	APPROVE AMENDMENTS TO THE ECOLAB INC. RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPER-MAJORITY VOTING.	Mgmt	For
4.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
5.	STOCKHOLDER PROPOSAL REQUESTING THE BOARD OF DIRECTORS TO PROVIDE AN ANNUAL ADVISORY VOTE ON ELECTIONEERING, POLITICAL CONTRIBUTIONS AND COMMUNICATION EXPENDITURES.	Shr	Against
6.	STOCKHOLDER PROPOSAL REQUESTING THE BOARD OF DIRECTORS TO ADOPT A RULE TO REDEEM ANY CURRENT OR FUTURE STOCKHOLDER RIGHTS PLAN UNLESS SUCH PLAN IS SUBMITTED TO A STOCKHOLDER VOTE WITHIN 12 MONTHS.	Shr	For

EMERSON ELECTRIC CO.

Agen

Security: 291011104
Meeting Type: Annual
Meeting Date: 07-Feb-2012
Ticker: EMR
ISIN: US2910111044

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR C. FERNANDEZ G.* A.F. GOLDEN* W.R. JOHNSON* J.B. MENZER* A.A. BUSCH III** R.L. RIDGWAY**	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For
02	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF EMERSON ELECTRIC CO. EXECUTIVE COMPENSATION.	Mgmt	For
03	RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
04	APPROVAL OF THE STOCKHOLDER PROPOSAL REQUESTING THE ISSUANCE OF A SUSTAINABILITY REPORT AS DESCRIBED IN THE PROXY STATEMENT.	Shr	Against
05	APPROVAL OF THE STOCKHOLDER PROPOSAL REGARDING DECLASSIFICATION OF THE BOARD OF DIRECTORS AS DESCRIBED IN THE PROXY STATEMENT.	Shr	For

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 EQUINIX, INC.

Agen

 Security: 29444U502
 Meeting Type: Annual
 Meeting Date: 05-Jun-2012
 Ticker: EQIX
 ISIN: US29444U5020

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR STEVEN T. CLONTZ GARY F. HROMADKO SCOTT G. KRIENS WILLIAM K. LUBY IRVING F. LYONS, III CHRISTOPHER B. PAISLEY STEPHEN M. SMITH PETER F. VAN CAMP	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO APPROVE BY A NON-BINDING ADVISORY VOTE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	TO APPROVE LONG-TERM INCENTIVE PERFORMANCE TERMS FOR CERTAIN EXECUTIVES PURSUANT TO SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	For
5.	TO APPROVE AN AMENDMENT TO THE COMPANY'S AMENDED AND RESTATED BYLAWS TO PERMIT HOLDERS OF RECORD OF AT LEAST TWENTY FIVE PERCENT (25%) OF THE VOTING POWER OF THE COMPANY'S OUTSTANDING CAPITAL STOCK TO CALL A SPECIAL MEETING OF STOCKHOLDERS.	Mgmt	For

 EXPEDIA, INC.

Agen

 Security: 30212P105
 Meeting Type: Annual
 Meeting Date: 06-Dec-2011
 Ticker: EXPE
 ISIN: US30212P1057

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	APPROVAL OF AMENDMENTS TO EXPEDIA AMENDED & RESTATED CERTIFICATE OF INCORPORATION THAT WOULD EFFECT SPIN-OFF OF TRIPADVISOR, INC.	Mgmt	For
02	APPROVAL OF AMENDMENTS TO THE EXPEDIA AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO EFFECT A ONE-FOR-TWO REVERSE STOCK SPLIT OF EXPEDIA COMMON STOCK AND CLASS B COMMON STOCK.	Mgmt	Against
03	APPROVAL AND ADOPTION OF A MERGER AGREEMENT, UNDER WHICH A WHOLLY OWNED SUBSIDIARY OF EXPEDIA WOULD MERGE WITH AND INTO EXPEDIA, FOR THE PURPOSE OF CONVERTING ALL SHARES OF SERIES A PREFERRED STOCK INTO CASH.	Mgmt	For
04	APPROVAL OF THE ADDITION OF PROVISIONS TO THE EXPEDIA AMENDED AND RESTATED CERTIFICATE OF INCORPORATION PURSUANT TO WHICH EXPEDIA WOULD RENOUNCE ANY INTEREST OR EXPECTANCY IN CERTAIN CORPORATE OPPORTUNITIES, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Mgmt	For
05	DIRECTOR A. GEORGE "SKIP" BATTLE BARRY DILLER JONATHAN L. DOLGEN WILLIAM R. FITZGERALD CRAIG A. JACOBSON VICTOR A. KAUFMAN PETER M. KERN DARA KHOSROVSHAHI JOHN C. MALONE JOSE A. TAZON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For Withheld For Withheld For Withheld For Withheld Withheld For
06	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS EXPEDIA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2011.	Mgmt	For
07	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF EXPEDIA'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
08	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION OF EXPEDIA'S NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year

EXXON MOBIL CORPORATION

Agen

Security: 30231G102
Meeting Type: Annual
Meeting Date: 30-May-2012

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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	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	Against
4.	INDEPENDENT CHAIRMAN (PAGE 64)	Shr	For
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

FLUOR CORPORATION

Agen

Security: 343412102
Meeting Type: Annual
Meeting Date: 03-May-2012
Ticker: FLR
ISIN: US3434121022

Prop.#	Proposal	Proposal Type	Proposal Vote
1.A	ELECTION OF DIRECTOR: PETER K. BARKER	Mgmt	Against
1.B	ELECTION OF DIRECTOR: ALAN M. BENNETT	Mgmt	For
1.C	ELECTION OF DIRECTOR: DEAN R. O'HARE	Mgmt	For
1.D	ELECTION OF DIRECTOR: DAVID T. SEATON	Mgmt	For

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2.	AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	THE AMENDMENT OF OUR AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO GRANT HOLDERS OF AT LEAST 25% OF THE COMPANY'S OUTSTANDING SHARES OF COMMON STOCK THE RIGHT TO CALL A SPECIAL MEETING OF STOCKHOLDERS.	Mgmt	For
4.	THE RATIFICATION OF THE APPOINTMENT BY OUR AUDIT COMMITTEE OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For

 FREEPORT-MCMORAN COPPER & GOLD INC.

Agen

Security: 35671D857
 Meeting Type: Annual
 Meeting Date: 14-Jun-2012
 Ticker: FCX
 ISIN: US35671D8570

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR RICHARD C. ADKERSON ROBERT J. ALLISON, JR. ROBERT A. DAY GERALD J. FORD H. DEVON GRAHAM, JR. CHARLES C. KRULAK BOBBY LEE LACKEY JON C. MADONNA DUSTAN E. MCCOY JAMES R. MOFFETT B. M. RANKIN, JR. STEPHEN H. SIEGELE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	Against
03	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
04	STOCKHOLDER PROPOSAL REGARDING THE SELECTION OF A CANDIDATE WITH ENVIRONMENTAL EXPERTISE TO BE RECOMMENDED FOR ELECTION TO THE BOARD OF DIRECTORS.	Shr	Against

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 FRESENIUS MEDICAL CARE AG & CO. KGAA

Agen

Security: 358029106
 Meeting Type: Annual
 Meeting Date: 10-May-2012
 Ticker: FMS
 ISIN: US3580291066

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	RESOLUTION ON THE APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS OF FRESENIUS MEDICAL CARE AG & CO. KGAA FOR FISCAL YEAR 2011	Mgmt	For
2.	RESOLUTION ON THE ALLOCATION OF DISTRIBUTABLE PROFIT	Mgmt	For
3.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE GENERAL PARTNER	Mgmt	For
4.	RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD	Mgmt	For
5.	ELECTION OF THE AUDITORS AND CONSOLIDATED GROUP AUDITORS FOR FISCAL YEAR 2012	Mgmt	For
6.	AMENDMENT TO SECTION 12 (2) SENTENCE 2 OF THE ARTICLES (COMPOSITION OF THE AUDIT AND CORPORATE GOVERNANCE COMMITTEE)	Mgmt	For
7.	RESOLUTION(S) ADDED UPON SHAREHOLDER REQUEST PURSUANT TO SECTION 122 (2) GERMAN STOCK CORPORATION ACT (AKTIENGESETZ), IF ANY*	Mgmt	Against

 GILEAD SCIENCES, INC.

Agen

Security: 375558103
 Meeting Type: Annual
 Meeting Date: 10-May-2012
 Ticker: GILD
 ISIN: US3755581036

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	JOHN F. COGAN	Mgmt	For
	ETIENNE F. DAVIGNON	Mgmt	For
	JAMES M. DENNY	Mgmt	For
	CARLA A. HILLS	Mgmt	For
	KEVIN E. LOFTON	Mgmt	For
	JOHN W. MADIGAN	Mgmt	For
	JOHN C. MARTIN	Mgmt	For

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	GORDON E. MOORE	Mgmt	For
	NICHOLAS G. MOORE	Mgmt	For
	RICHARD J. WHITLEY	Mgmt	For
	GAYLE E. WILSON	Mgmt	For
	PER WOLD-OLSEN	Mgmt	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF GILEAD FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF GILEAD'S NAMED EXECUTIVE OFFICERS AS PRESENTED IN THE PROXY STATEMENT.	Mgmt	Against
4.	IF PROPERLY PRESENTED AT THE MEETING, TO VOTE ON A STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD TAKE STEPS TO PERMIT STOCKHOLDER ACTION BY WRITTEN CONSENT.	Shr	For
5.	IF PROPERLY PRESENTED AT THE MEETING, TO VOTE ON A STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD TAKE STEPS TO REDEEM GILEAD'S POISON PILL UNLESS THE PLAN IS SUBJECT TO A STOCKHOLDER VOTE.	Shr	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 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

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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

GOOGLE INC.

Agen

Security: 38259P508
Meeting Type: Annual
Meeting Date: 21-Jun-2012
Ticker: GOOG
ISIN: US38259P5089

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR LARRY PAGE SERGEY BRIN ERIC E. SCHMIDT L. JOHN DOERR DIANE B. GREENE JOHN L. HENNESSY ANN MATHER PAUL S. OTELLINI K. RAM SHRIRAM SHIRLEY M. TILGHMAN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	THE RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS GOOGLE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Mgmt	For
3A.	THE APPROVAL OF THE ADOPTION OF GOOGLE'S FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO GOOGLE'S THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO ESTABLISH THE CLASS C CAPITAL STOCK AND TO MAKE CERTAIN CLARIFYING CHANGES.	Mgmt	Against
3B.	THE APPROVAL OF THE ADOPTION OF GOOGLE'S FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO GOOGLE'S THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CLASS A COMMON STOCK FROM 6 BILLION TO 9 BILLION.	Mgmt	Against

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3C.	THE APPROVAL OF THE ADOPTION OF GOOGLE'S FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION: THE APPROVAL OF THE ADOPTION OF AMENDMENTS TO GOOGLE'S THIRD AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO PROVIDE FOR THE TREATMENT OF SHARES OF CLASS A COMMON STOCK IN A MANNER THAT IS AT LEAST AS FAVORABLE AS THE SHARES OF CLASS B COMMON STOCK.	Mgmt	For
4.	THE APPROVAL OF GOOGLE'S 2012 STOCK PLAN.	Mgmt	Against
5.	THE APPROVAL OF GOOGLE'S 2012 INCENTIVE COMPENSATION PLAN FOR EMPLOYEES AND CONSULTANTS OF MOTOROLA MOBILITY.	Mgmt	Against
6.	A STOCKHOLDER PROPOSAL REGARDING AN ADVISORY VOTE ON POLITICAL CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against
7.	A STOCKHOLDER PROPOSAL REGARDING MANDATORY ARBITRATION OF CERTAIN SHAREHOLDER CLAIMS, IF PROPERLY PRESENTED AT THE MEETING.	Shr	Against
8.	A STOCKHOLDER PROPOSAL REGARDING EQUAL SHAREHOLDER VOTING, IF PROPERLY PRESENTED AT THE MEETING.	Shr	For

HALLIBURTON COMPANY

Agen

Security: 406216101
Meeting Type: Annual
Meeting Date: 16-May-2012
Ticker: HAL
ISIN: US4062161017

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: A.M. BENNETT	Mgmt	For
1B	ELECTION OF DIRECTOR: J.R. BOYD	Mgmt	For
1C	ELECTION OF DIRECTOR: M. CARROLL	Mgmt	For
1D	ELECTION OF DIRECTOR: N.K. DICCIANI	Mgmt	For
1E	ELECTION OF DIRECTOR: M.S. GERBER	Mgmt	For
1F	ELECTION OF DIRECTOR: S.M. GILLIS	Mgmt	For
1G	ELECTION OF DIRECTOR: A.S. JUM'AH	Mgmt	For
1H	ELECTION OF DIRECTOR: D.J. LESAR	Mgmt	For
1I	ELECTION OF DIRECTOR: R.A. MALONE	Mgmt	For

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1J	ELECTION OF DIRECTOR: J.L. MARTIN	Mgmt	For
1K	ELECTION OF DIRECTOR: D.L. REED	Mgmt	For
2	PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS.	Mgmt	For
3	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
4	PROPOSAL TO AMEND AND RESTATE THE HALLIBURTON COMPANY STOCK AND INCENTIVE PLAN.	Mgmt	For

HARRIS CORPORATION

Agen

Security: 413875105
Meeting Type: Annual
Meeting Date: 28-Oct-2011
Ticker: HRS
ISIN: US4138751056

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: HOWARD L. LANCE	Mgmt	For
1B	ELECTION OF DIRECTOR: THOMAS A. DATTILO	Mgmt	For
1C	ELECTION OF DIRECTOR: TERRY D. GROWCOCK	Mgmt	For
1D	ELECTION OF DIRECTOR: LEWIS HAY III	Mgmt	For
1E	ELECTION OF DIRECTOR: KAREN KATEN	Mgmt	For
1F	ELECTION OF DIRECTOR: STEPHEN P. KAUFMAN	Mgmt	For
1G	ELECTION OF DIRECTOR: LESLIE F. KENNE	Mgmt	For
1H	ELECTION OF DIRECTOR: DAVID B. RICKARD	Mgmt	For
1I	ELECTION OF DIRECTOR: JAMES C. STOFFEL	Mgmt	For
1J	ELECTION OF DIRECTOR: GREGORY T. SWIENTON	Mgmt	For
1K	ELECTION OF DIRECTOR: HANSEL E. TOOKES II	Mgmt	For
02	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
03	ADVISORY VOTE ON FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
04	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Mgmt	For
05	SHAREHOLDER PROPOSAL REQUESTING APPROVAL OF	Shr	Against

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AN AMENDMENT TO OUR BY-LAWS TO REQUIRE AN
INDEPENDENT CHAIRMAN OF THE BOARD.

HORNBECK OFFSHORE SERVICES, INC.

Agen

Security: 440543106
Meeting Type: Annual
Meeting Date: 21-Jun-2012
Ticker: HOS
ISIN: US4405431069

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR LARRY D. HORNBECK STEVEN W. KRABLIN JOHN T. RYND	Mgmt Mgmt Mgmt	For For For
2	RATIFICATION OF SELECTION OF AUDITORS - TO RATIFY THE REAPPOINTMENT OF ERNST & YOUNG, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS AND AUDITORS FOR THE FISCAL YEAR 2012.	Mgmt	For
3	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS SET FORTH IN THE PROXY STATEMENT.	Mgmt	For

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
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

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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

INTERNATIONAL BUSINESS MACHINES CORP.

Agen

Security: 459200101
Meeting Type: Annual
Meeting Date: 24-Apr-2012
Ticker: IBM
ISIN: US4592001014

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: A. J. P. BELDA	Mgmt	For
1B	ELECTION OF DIRECTOR: W. R. BRODY	Mgmt	For
1C	ELECTION OF DIRECTOR: K. I. CHENAULT	Mgmt	For
1D	ELECTION OF DIRECTOR: M. L. ESKEW	Mgmt	For
1E	ELECTION OF DIRECTOR: D. N. FARR	Mgmt	For
1F	ELECTION OF DIRECTOR: S. A. JACKSON	Mgmt	For
1G	ELECTION OF DIRECTOR: A. N. LIVERIS	Mgmt	For
1H	ELECTION OF DIRECTOR: W. J. MCNERNEY, JR.	Mgmt	For
1I	ELECTION OF DIRECTOR: J. W. OWENS	Mgmt	For
1J	ELECTION OF DIRECTOR: S. J. PALMISANO	Mgmt	For
1K	ELECTION OF DIRECTOR: V. M. ROMETTY	Mgmt	For
1L	ELECTION OF DIRECTOR: J. E. SPERO	Mgmt	For
1M	ELECTION OF DIRECTOR: S. TAUREL	Mgmt	For

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1N	ELECTION OF DIRECTOR: L. H. ZAMBRANO	Mgmt	For
02	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (PAGE 71)	Mgmt	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 72)	Mgmt	For
04	STOCKHOLDER PROPOSAL ON CUMULATIVE VOTING (PAGE 73)	Shr	Against
05	STOCKHOLDER PROPOSAL TO REVIEW POLITICAL CONTRIBUTIONS - TRADE ASSOCIATIONS POLICY (PAGE 74)	Shr	Against
06	STOCKHOLDER PROPOSAL FOR DISCLOSURE OF LOBBYING POLICIES AND PRACTICES (PAGE 75)	Shr	Against

JDS UNIPHASE CORPORATION

Agen

Security: 46612J507
Meeting Type: Annual
Meeting Date: 16-Nov-2011
Ticker: JDSU
ISIN: US46612J5074

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR PENELOPE A. HERSCHER MASOOD JABBAR THOMAS WAECHTER	Mgmt Mgmt Mgmt	For For For
2	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT PUBLIC ACCOUNTING FIRM FOR JDS UNIPHASE CORPORATION FOR THE FISCAL YEAR ENDING JUNE 30, 2012.	Mgmt	For
3	TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
4	TO RECOMMEND, BY NON-BINDING ADVISORY VOTE, THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year

KANSAS CITY SOUTHERN

Agen

Security: 485170302
Meeting Type: Annual

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Meeting Date: 03-May-2012
 Ticker: KSU
 ISIN: US4851703029

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR LU M. CORDOVA MICHAEL R. HAVERTY THOMAS A. MCDONNELL	Mgmt Mgmt Mgmt	For For For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Mgmt	For
3A.	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION - ELIMINATION OF CERTAIN SUPERMAJORITY VOTING REQUIREMENTS.	Mgmt	For
3B.	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION - ELIMINATION OF CUMULATIVE VOTING.	Mgmt	For
3C.	APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION - TECHNICAL AND CONFORMING CHANGES.	Mgmt	For
4.	ADVISORY (NON-BINDING) VOTE APPROVING THE 2011 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
5.	CONSIDER AND ACT ON A STOCKHOLDER PROPOSAL REGARDING ADOPTING SIMPLE MAJORITY VOTING.	Shr	For

KEYCORP

Agen

Security: 493267108
 Meeting Type: Annual
 Meeting Date: 17-May-2012
 Ticker: KEY
 ISIN: US4932671088

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR EDWARD P. CAMPBELL JOSEPH A. CARRABBA CHARLES P. COOLEY ALEXANDER M. CUTLER H. JAMES DALLAS ELIZABETH R. GILE RUTH ANN M. GILLIS WILLIAM G. GISEL, JR.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For

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	RICHARD J. HIPPLE	Mgmt	For
	KRISTEN L. MANOS	Mgmt	For
	BETH E. MOONEY	Mgmt	For
	BILL R. SANFORD	Mgmt	For
	BARBARA R. SNYDER	Mgmt	For
	THOMAS C. STEVENS	Mgmt	For
2	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITORS.	Mgmt	For
3	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
4	SHAREHOLDER PROPOSAL REQUESTING CHAIRMAN BE INDEPENDENT DIRECTOR.	Shr	For

LAS VEGAS SANDS CORP.

Agen

Security: 517834107
 Meeting Type: Annual
 Meeting Date: 07-Jun-2012
 Ticker: LVS
 ISIN: US5178341070

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JASON N. ADER MICHAEL A. LEVEN JEFFREY H. SCHWARTZ	Mgmt Mgmt Mgmt	For For For
2.	TO CONSIDER AND ACT UPON THE RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	TO CONSIDER AND ACT UPON AN ADVISORY (NON-BINDING) PROPOSAL ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Mgmt	Against

MACY'S INC.

Agen

Security: 55616P104
 Meeting Type: Annual
 Meeting Date: 18-May-2012
 Ticker: M
 ISIN: US55616P1049

Prop.#	Proposal	Proposal Type	Proposal Vote
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1A.	ELECTION OF DIRECTOR: STEPHEN F. BOLLENBACH	Mgmt	For
1B.	ELECTION OF DIRECTOR: DEIRDRE P. CONNELLY	Mgmt	For
1C.	ELECTION OF DIRECTOR: MEYER FELDBERG	Mgmt	For
1D.	ELECTION OF DIRECTOR: SARA LEVINSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Mgmt	For
1F.	ELECTION OF DIRECTOR: JOSEPH NEUBAUER	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOYCE M. ROCHE	Mgmt	For
1H.	ELECTION OF DIRECTOR: PAUL C. VARGA	Mgmt	For
1I.	ELECTION OF DIRECTOR: CRAIG E. WEATHERUP	Mgmt	For
1J.	ELECTION OF DIRECTOR: MARNA C. WHITTINGTON	Mgmt	For
2.	THE PROPOSED RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS MACY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING FEBRUARY 2, 2013.	Mgmt	For
3.	APPROVAL OF MACY'S SENIOR EXECUTIVE INCENTIVE COMPENSATION PLAN.	Mgmt	For
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
5.	SHAREHOLDER PROPOSAL REGARDING RACCOON DOG FUR.	Shr	Against

MCDONALD'S CORPORATION

Agen

Security: 580135101
Meeting Type: Annual
Meeting Date: 24-May-2012
Ticker: MCD
ISIN: US5801351017

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ROBERT A. ECKERT	Mgmt	For
1B.	ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR.	Mgmt	For
1C.	ELECTION OF DIRECTOR: JEANNE P. JACKSON	Mgmt	For
1D.	ELECTION OF DIRECTOR: ANDREW J. MCKENNA	Mgmt	For
1E.	ELECTION OF DIRECTOR: DONALD THOMPSON	Mgmt	For

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2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
3.	APPROVAL OF THE 2012 OMNIBUS STOCK OWNERSHIP PLAN.	Mgmt	For
4.	APPROVAL OF DECLASSIFICATION OF THE BOARD OF DIRECTORS.	Mgmt	For
5.	APPROVAL OF SHAREHOLDERS' RIGHT TO CALL SPECIAL MEETINGS.	Mgmt	For
6.	ADVISORY VOTE TO APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITOR FOR 2012.	Mgmt	For
7.	ADVISORY VOTE ON A SHAREHOLDER PROPOSAL REQUESTING A NUTRITION REPORT.	Shr	Against

 MEAD JOHNSON NUTRITION COMPANY

Agen

Security: 582839106
 Meeting Type: Annual
 Meeting Date: 04-May-2012
 Ticker: MJN
 ISIN: US5828391061

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: STEPHEN W. GOLSBY	Mgmt	For
1B.	ELECTION OF DIRECTOR: DR. STEVEN M. ALTSCHULER	Mgmt	For
1C.	ELECTION OF DIRECTOR: HOWARD B. BERNICK	Mgmt	For
1D.	ELECTION OF DIRECTOR: KIMBERLY A. CASIANO	Mgmt	For
1E.	ELECTION OF DIRECTOR: ANNA C. CATALANO	Mgmt	For
1F.	ELECTION OF DIRECTOR: DR. CELESTE A. CLARK	Mgmt	For
1G.	ELECTION OF DIRECTOR: JAMES M. CORNELIUS	Mgmt	For
1H.	ELECTION OF DIRECTOR: PETER G. RATCLIFFE	Mgmt	For
1I.	ELECTION OF DIRECTOR: DR. ELLIOTT SIGAL	Mgmt	For
1J.	ELECTION OF DIRECTOR: ROBERT S. SINGER	Mgmt	For
2.	ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
3.	THE RATIFICATION OF THE		

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Washington, General Obligation Compound Interest Bonds, Series 1999S-3:

17,650

0.000%, 1/01/20

No Opt. Call

Aa1

8,058,108

18,470

0.000%, 1/01/21

No Opt. Call

Aa1

7,899,804

4,800

Washington Public Power Supply System, Revenue Refunding Bonds, Nuclear Project 3, Series 1997A,

7/07 at 102.00

AAA

5,146,272

5.250%, 7/01/16 - FSA Insured

Wisconsin - 6.4%

3,810

La Crosse, Wisconsin, Industrial Development Revenue Refunding Bonds, Dairyland Power Cooperative

12/08 at 102.00

AAA

4,140,594

Project, Series 1997C, 5.550%, 2/01/15 - AMBAC Insured

4,180

Wisconsin Health and Educational Facilities Authority, Revenue Bonds, Kenosha Hospital and Medical

5/09 at 101.00

A

4,187,773

Center Inc. Project, Series 1999, 5.625%, 5/15/29

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Wisconsin Health and Educational Facilities Authority, Revenue Bonds, FH Healthcare Development

Inc. Project, Series 1999:

8,375

6.250%, 11/15/20

11/09 at 101.00

N/R

8,930,265

5,000

6.250%, 11/15/28

11/09 at 101.00

N/R

5,238,800

12,700

Wisconsin Health and Educational Facilities Authority, Revenue Bonds, Mercy Health System

8/09 at 101.00

Aaa

13,148,560

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Corporation, Series 1999, 5.500%, 8/15/25 - AMBAC Insured

2,200

Wisconsin Health and Educational Facilities Authority, Revenue Bonds, Wheaton Franciscan Services

8/13 at 100.00

A

2,085,530

Inc., Series 2003A, 5.125%, 8/15/33

\$
915,645

Total Long-Term Investments (cost \$826,646,652) - 147.8%

877,302,558

Other Assets Less Liabilities - 1.9%

11,285,425

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Preferred Shares, at Liquidation Value - (49.7)%

(295,000,000)

Net Assets Applicable to Common Shares - 100%

\$593,587,983

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares.
- * Optional Call Provisions: Dates (month and year) and prices of the earliest optional call or redemption.
There may be other call provisions at varying prices at later dates.
 - ** Ratings: Using the higher of Standard & Poor's or Moody's rating.
 - *** Securities are backed by an escrow or trust containing sufficient U.S. Government or U.S. Government agency securities which ensures the timely payment of principal and interest. Such securities are normally considered to be equivalent to AAA rated securities.
 - # Non-income producing security. In June 2003, Waste Solutions Group, Inc. (an entity formed for the benefit of Nuveen Dividend Advantage Municipal Fund (NAD) which owns various interests in the Bridgewater Resources Inc. project) took possession of 45% of the Bridgewater Resources Inc. assets on behalf of the Fund. Bridgewater Resources Inc. emerged from bankruptcy in June 2003. NAD, via Waste Solutions Group Inc., has agreed to allow debt service reserve monies to be used for capital expenses, and has also agreed to a debt service moratorium until December 2005. Nuveen Advisory Corp. will continue to actively monitor the Bridgewater Resources, Inc. project, and to cause NAD and Waste Solutions Group Inc. to act in what it believes is in the best interests of fund shareholders.

N/R Investment is not rated.

Income Tax Information

The following information is presented on an income tax basis. Differences between amounts for financial statement and federal income tax purposes are primarily due to timing differences in recognizing income on taxable market discount securities and timing differences in recognizing gains and losses on security transactions.

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At July 31, 2004, the cost of investments was \$825,880,716.
Gross unrealized appreciation and gross unrealized depreciation of investments at July 31, 2004 were as follows:

<hr/>	
Gross unrealized:	
Appreciation	\$ 63,943,254
Depreciation	(12,521,412)
<hr/>	
Net unrealized appreciation of investments	\$ 51,421,842
<hr/>	

Item 2. Controls and Procedures.

- a. The registrant's principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act") (17 CFR 270.30a-3(c))) are effective, as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act")(17 CFR 240.13a-15(b) or 240.15d-15(b)).
- b. There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act (17 CFR 270.30a-3(d)) that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

Item 3. Exhibits.

File as exhibits as part of this Form a separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Act (17 CFR 270.30a-2(a)), exactly as set forth below: EX-99 CERT Attached hereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and 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) Nuveen Dividend Advantage Municipal Fund

By (Signature and Title)* /s/ Jessica R. Droeger--Vice President and Secretary

Date 09/29/04

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By (Signature and Title)* /s/ Gifford R. Zimmerman--Chief Administrative Officer (Principal Executive Officer)

Date 09/29/04

By (Signature and Title)* /s/ Stephen D. Foy--Vice President and Controller (Principal Financial Officer)

Date 09/29/04

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