

Edgar Filing: VALUE LINE FUND INC - Form N-PX

VALUE LINE FUND INC

Form N-PX

August 26, 2004

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

Investment Company Act file number: 811-568

Value Line Fund, Inc.

-----  
(Exact name of registrant as specified in charter)

220 E. 42 Street, New York, NY 10017

-----  
(Address of principal executive offices)

David T. Henigson

-----  
(Name and address of agent for service)

Registrant's telephone number, including area code:212-907-1500

Date of Fiscal year-end: 12/31/2004

Date of reporting period: 7/1/2003 - 6/30/2004

Item 1. Proxy Voting Record

Account Number: 25

ISSUER NAME

TICKER

CUSIP

MTG DATE

MTG TYPE

Proposal

Type

Vote

d?

Vote

For/Agnst

Mgmt

Affymetrix

AFFX

00826T108

6/10/04

Annual

1.01

Elect Stephen P.A. Fodor

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MGMT  
YES  
FOR  
FOR  
1.02  
Elect Paul Berg

MGMT  
YES  
FOR  
FOR  
1.03  
Elect John D. Diekman

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Vernon R. Loucks Jr.

MGMT  
YES  
FOR  
FOR  
1.05  
Elect Susan E. Siegel

MGMT  
YES  
FOR  
FOR  
1.06  
Elect David B. Singer

MGMT  
YES  
FOR  
FOR  
1.07  
Elect John A. Young

MGMT  
YES  
FOR  
FOR  
2.00  
Amend Stock Option Plan

MGMT  
YES  
ABST  
AIN  
AGNST

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Add Shares to Stock Option Plan

3.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Agilent Technologies

A

00846U101

3/2/04

Annual

1.01

Elect James G. Cullen

MGMT

YES

FOR

FOR

1.02

Elect Robert L. Joss

MGMT

YES

FOR

FOR

1.03

Elect Walter B. Hewlett

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

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FOR

Airgas

ARG  
009363102  
7/29/03  
Annual

1.00  
Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00  
Adopt Employee Stock Purchase  
Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00  
Approve Annual Bonus Plan

MGMT  
YES  
FOR  
FOR  
4.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

American International  
Group

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AIG  
026874107  
5/19/04  
Annual

1.01  
Elect M. Bernard Aidinoff

MGMT  
YES  
FOR  
FOR  
1.02

Elect Pei-Yuan Chia

MGMT  
YES  
FOR  
FOR  
1.03

Elect Marshall A. Cohen

MGMT  
YES  
FOR  
FOR  
1.04

Elect William S. Cohen

MGMT  
YES  
FOR  
FOR  
1.05

Elect Martin S. Feldstein

MGMT  
YES  
FOR  
FOR  
1.06

Elect Ellen V. Futter

MGMT  
YES  
FOR  
FOR  
1.07

Elect Maurice R. Greenberg

MGMT  
YES  
FOR  
FOR

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1.08

Elect Carla A. Hills

MGMT

YES

FOR

FOR

1.09

Elect Frank J. Hoenemeyer

MGMT

YES

FOR

FOR

1.10

Elect Richard C. Holbrooke

MGMT

YES

FOR

FOR

1.11

Elect Donald P. Kanak

MGMT

YES

FOR

FOR

1.12

Elect Howard I. Smith

MGMT

YES

FOR

FOR

1.13

Elect Martin J. Sullivan

MGMT

YES

FOR

FOR

1.14

Elect Edmund S.W. Tse

MGMT

YES

FOR

FOR

1.15

Elect Frank G. Zarb

MGMT

YES

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FOR  
FOR  
2.00  
Approve Annual Bonus Plan

MGMT  
YES  
FOR  
FOR  
3.00  
Adopt Director Stock Award Plan

MGMT  
YES  
FOR  
FOR  
4.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
5.00  
Review Political Spending

SHLDR  
YES  
FOR  
AGNST  
6.00  
Sever Links with Tobacco  
Industry

SHLDR  
YES  
AGNS  
T  
FOR  
7.00  
Link Executive Pay to Social  
Criteria

SHLDR  
YES  
AGNS  
T  
FOR

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Apache

APA  
037411105  
12/18/03  
Special

1.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR

Applied Materials

AMAT  
038222105  
3/24/04  
Annual

1.01  
Elect Michael H. Armacost

MGMT  
YES  
FOR  
FOR  
1.02

Elect Deborah A. Coleman

MGMT  
YES  
FOR  
FOR  
1.03

Elect Herbert M. Dwight Jr.

MGMT  
YES  
FOR  
FOR  
1.04

Elect Philip V. Gerdine

MGMT  
YES



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FOR  
FOR  
1.05  
Elect Paul R. Low

MGMT  
YES  
FOR  
FOR  
1.06  
Elect Dan Maydan

MGMT  
YES  
FOR  
FOR  
1.07  
Elect Steven L. Miller

MGMT  
YES  
FOR  
FOR  
1.08  
Elect James C. Morgan

MGMT  
YES  
FOR  
FOR  
1.09  
Elect Gerhard Parker

MGMT  
YES  
FOR  
FOR  
1.10  
Elect Michael R. Splinter

MGMT  
YES  
FOR  
FOR  
2.00  
Add Shares to Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
  
Amend Stock Option Plan

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Amend Director Stock Option Plan

Armor Holdings Inc

AH  
042260109  
6/22/04  
Annual

1.01  
Elect Warren B. Kanders

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Burt R. Ehrlich

MGMT  
YES  
FOR  
FOR  
1.03  
Elect David R. Haas

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Nicholas Sokolow

MGMT  
YES  
FOR  
FOR  
1.05

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Elect Thomas W. Strauss

MGMT  
YES  
FOR  
FOR  
1.06

Elect Deborah Zoullas

MGMT  
YES  
FOR  
FOR  
2.00

Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
3.00

Add Shares to Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST

Autodesk Inc

ADSK  
052769106  
6/17/04  
Annual

1.01

Elect Carol A. Bartz

MGMT  
YES  
FOR  
FOR  
1.02

Elect Mark A. Bertelsen

MGMT  
YES

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FOR  
FOR  
1.03  
Elect Crawford W. Beveridge

MGMT  
YES  
FOR  
FOR  
1.04  
Elect J. Hallam Dawson

MGMT  
YES  
FOR  
FOR  
1.05  
Elect Michael J. Fister

MGMT  
YES  
FOR  
FOR  
1.06  
Elect Per-Kristian Halvorsen

MGMT  
YES  
FOR  
FOR  
1.07  
Elect Steven L. Scheid

MGMT  
YES  
FOR  
FOR  
1.08  
Elect Mary Alice Taylor

MGMT  
YES  
FOR  
FOR  
1.09  
Elect Larry W. Wangberg

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

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MGMT  
YES  
FOR  
FOR  
3.00

Require Option Shares to Be Held

SHLDR  
YES  
ABST  
AIN  
AGNST

Autoliv

ALV  
052800109  
4/27/04  
Annual

1.01

Elect Per Olof Aronson

MGMT  
YES  
FOR  
FOR  
1.02

Elect Walter Kunerth

MGMT  
YES  
FOR  
FOR  
1.03

Elect Lars Westerberg

MGMT  
YES  
FOR  
FOR  
2.00

Add Shares to Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST

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3.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Barnes & Noble Inc

BKS

067774109

6/2/04

Annual

1.01

Elect Leonard Riggio

MGMT

YES

FOR

FOR

1.02

Elect Michael J. Del Giudice

MGMT

YES

FOR

FOR

1.03

Elect William Sheluck Jr.

MGMT

YES

FOR

FOR

2.00

Adopt Stock Option Plan

MGMT

YES

AGNS

T

AGNST

3.00

Approve Annual Bonus Plan

MGMT

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YES  
FOR  
FOR  
4.00  
Give Board Authority to Set  
Board Size

MGMT  
YES  
AGNS  
T  
AGNST  
5.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Cerner Corp

CERN  
156782104  
5/28/04  
Annual

1.01  
Elect Gerald E. Bisbee Jr.

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Michael E. Herman

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Nancy-Ann DeParle

MGMT  
YES  
FOR  
FOR  
2.00

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Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Cisco Systems

CSCO  
17275R102  
11/11/03  
Annual

1.00  
Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00  
Adopt Employee Stock Purchase  
Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
4.00  
Misc. Human/Political Rights  
Proposal



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SHLDR  
YES  
ABST  
AIN  
AGNST  
5.00  
    Restrict Executive Compensation

SHLDR  
YES  
AGNS  
T  
FOR

Citigroup

C  
172967101  
4/20/04  
Annual

1.01  
    Elect C. Michael Armstrong

MGMT  
YES  
FOR  
FOR  
1.02  
    Elect Alain J.P. Belda

MGMT  
YES  
FOR  
FOR  
1.03  
    Elect George David

MGMT  
YES  
FOR  
FOR  
1.04  
    Elect Kenneth T. Derr

MGMT  
YES  
FOR

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FOR  
1.05  
Elect John M. Deutch

MGMT  
YES  
FOR  
FOR  
1.06  
Elect Roberto H. Ramirez

MGMT  
YES  
FOR  
FOR  
1.07  
Elect Ann Dibble Jordan

MGMT  
YES  
FOR  
FOR  
1.08  
Elect Dudley C. Mecum II

MGMT  
YES  
FOR  
FOR  
1.09  
Elect Richard D. Parsons

MGMT  
YES  
FOR  
FOR  
1.10  
Elect Andrall E. Pearson

MGMT  
YES  
FOR  
FOR  
1.11  
Elect Charles Prince

MGMT  
YES  
FOR  
FOR  
1.12  
Elect Robert E. Rubin

MGMT

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YES

FOR

FOR

1.13

Elect Franklin A. Thomas

MGMT

YES

FOR

FOR

1.14

Elect Sanford I. Weill

MGMT

YES

FOR

FOR

1.15

Elect Robert B. Willumstad

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

3.00

Restrict Executive Compensation

SHLDR

YES

AGNS

T

FOR

4.00

Review Political Spending

SHLDR

YES

FOR

AGNST

5.00

Restrict Executive Compensation

SHLDR

YES

AGNS

T

FOR

6.00

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Independent Board Chairman

SHLDR  
YES  
AGNS  
T  
FOR

CNET Networks

CNET  
12613R104  
5/4/04  
Annual

1.01  
Elect John C. Colligan

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Jarl Mohn

MGMT  
YES  
FOR  
FOR  
2.00  
Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

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Cognizant Technology  
Solutions

CTSH  
192446102  
5/26/04  
Annual

1.01  
Elect Lakshmi Narayanan

MGMT  
YES  
FOR  
FOR  
1.02  
Elect John E. Klein

MGMT  
YES  
FOR  
FOR  
2.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
Eliminate Dual Class Stock

3.00  
Amend Stock Option Plan

MGMT  
YES  
ABST  
AIN  
AGNST  
Add Shares to Stock Option Plan

4.00

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Adopt Employee Stock Purchase  
Plan

MGMT

YES

AGNS

T

AGNST

5.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Cott

COT

22163N106

4/27/04

Annual

1.00

Elect Colin J. Adair

MGMT

YES

FOR

FOR

2.00

Elect W. John Bennett

MGMT

YES

FOR

FOR

3.00

Elect C. Hunter Boll

MGMT

YES

FOR

FOR

4.00

Elect Serge Guoin

MGMT

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YES  
FOR  
FOR  
5.00

Elect Thomas M. Hagerty

MGMT  
YES  
FOR  
FOR  
6.00

Elect Stephen H. Halperin

MGMT  
YES  
FOR  
FOR  
7.00

Elect David V. Harkins

MGMT  
YES  
FOR  
FOR  
8.00

Elect Philip B. Livingston

MGMT  
YES  
FOR  
FOR  
9.00

Elect Christine Magee

MGMT  
YES  
FOR  
FOR  
10.00

Elect John K. Sheppard

MGMT  
YES  
FOR  
FOR  
11.00

Elect Donald G. Watt

MGMT  
YES  
FOR  
FOR  
12.00

Elect Frank E. Weiss III

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MGMT  
YES  
FOR  
FOR  
13.00  
    Appoint Outside Auditors

MGMT  
YES  
FOR  
FOR  
14.00  
    Approve Executive Profit  
    Sharing/Bonus Plan

MGMT  
YES  
ABST  
AIN  
AGNST  
15.00  
    Amend Stock Option Plan

MGMT  
YES  
ABST  
AIN  
AGNST

DAVITA Inc

DVA  
23918K108  
5/24/04  
Annual

1.01  
    Elect Nancy-Ann DeParle

MGMT  
YES  
FOR  
FOR  
1.02  
    Elect Richard B. Fontaine

MGMT  
YES



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FOR  
FOR  
1.03  
Elect Peter T. Grauer

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Michele J. Hooper

MGMT  
YES  
FOR  
FOR  
1.05  
Elect C. Raymond Larkin Jr.

MGMT  
YES  
FOR  
FOR  
1.06  
Elect John M. Nehra

MGMT  
YES  
FOR  
FOR  
1.07  
Elect William L. Roper

MGMT  
YES  
FOR  
FOR  
1.08  
Elect Kent J. Thiry

MGMT  
YES  
FOR  
FOR  
2.00  
Approve Other Business

MGMT  
YES  
FOR  
FOR

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E Trade Financial Corp

ET  
269246104  
5/27/04  
Annual

1.01  
Elect Ronald D. Fisher

MGMT  
YES  
FOR  
FOR  
1.02  
Elect George Hayter

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Donna L. Weaver

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Education Management

EDMC  
28139T101  
11/20/03  
Annual

1.00  
Elect Directors

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MGMT  
YES  
FOR  
FOR  
2.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
3.00  
Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
4.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Electronic Arts

ERTS  
285512109  
7/31/03  
Annual

1.00  
Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00  
Add Shares to Stock Option Plan

MGMT  
YES  
AGNS

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T  
AGNST  
3.00  
Add Shares to Employee Stock  
Purchase Plan

MGMT  
YES  
AGNS  
T  
AGNST  
4.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Engineered Support Systems

EASI  
292866100  
3/2/04  
Annual

1.01  
Elect William H.T. Bush

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Gerald E. Daniels

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Ronald W. Davis

MGMT  
YES  
FOR  
FOR  
1.04  
Elect S. Lee Kling

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MGMT  
YES  
FOR  
FOR  
1.05  
Elect Crosbie E. Saint

MGMT  
YES  
FOR  
FOR  
1.06  
Elect Earl W. Wims

MGMT  
YES  
FOR  
FOR  
2.00  
Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00  
Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST

EResearchTechnology

ERES  
29481V108  
4/20/04  
Annual

1.01  
Elect Sheldon M. Bonovitz

MGMT  
YES

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FOR

FOR

1.02

Elect Gerald A. Faich

MGMT

YES

FOR

FOR

1.03

Elect Elam M. Hitchner, III

MGMT

YES

FOR

FOR

2.00

Increase Authorized Shares of  
Common Stock

MGMT

YES

FOR

FOR

3.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Factset Research Systems

FDS

303075105

1/8/04

Annual

1.01

Elect Scott A. Billeadeau

MGMT

YES

FOR

FOR

1.02

Elect Philip A. Hadley

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MGMT

YES

FOR

FOR

1.03

Elect John C. Mickle

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Fair, Isaac

FIC

303250104

2/2/04

Annual

1.01

Elect A. George Battle

MGMT

YES

FOR

FOR

1.02

Elect Anton J. Christianson

MGMT

YES

FOR

FOR

1.03

Elect Thomas G. Grudnowski

MGMT

YES

FOR

FOR

1.04

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Elect Alex W. Hart

MGMT  
YES  
FOR  
FOR  
1.05

Elect Philip G. Heasley

MGMT  
YES  
FOR  
FOR  
1.06

Elect Guy R. Henshaw

MGMT  
YES  
FOR  
FOR  
1.07

Elect David S.P. Hopkins

MGMT  
YES  
FOR  
FOR  
1.08

Elect Magaret L. Taylor

MGMT  
YES  
FOR  
FOR  
2.00

Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
3.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR



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Fairchild Semiconductor  
International

FCS  
303726103  
5/4/04  
Annual

1.01  
Elect Kirk P. Pond

MGMT  
YES  
FOR  
FOR  
1.02

Elect Joseph R. Martin

MGMT  
YES  
FOR  
FOR  
1.03

Elect Charles P. Carinalli

MGMT  
YES  
FOR  
FOR  
1.04

Elect Richard M. Cashin Jr.

MGMT  
YES  
FOR  
FOR  
1.05

Elect Charles M. Clough

MGMT  
YES  
FOR  
FOR  
1.06

Elect Robert F. Friel

MGMT  
YES  
FOR  
FOR  
1.07

Elect Thomas L. Magnanti

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MGMT  
YES  
FOR  
FOR  
1.08

Elect Bryan R. Roub

MGMT  
YES  
FOR  
FOR  
1.09

Elect Paul C. Schorr IV

MGMT  
YES  
FOR  
FOR  
1.10

Elect Ronald W. Shelly

MGMT  
YES  
FOR  
FOR  
1.11

Elect William N. Stout

MGMT  
YES  
FOR  
FOR  
2.00

Add Shares to Stock Option Plan

MGMT  
YES  
ABST  
AIN  
AGNST

Amend Stock Option Plan

3.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

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First Data

FDC  
319963104  
10/28/03  
Special

1.00  
Approve Common Stock Issuance

MGMT  
YES  
FOR  
FOR

Approve Merger/Acquisition

Foot Locker Inc

FL  
344849104  
5/26/04  
Annual

1.01  
Elect James E. Preston

MGMT  
YES  
FOR  
FOR

1.02  
Elect Matthew D. Serra

MGMT  
YES  
FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

FOR  
1.03  
Elect Christopher A. Sinclair

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Dona Davis Young

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Forest Laboratories -Cl A

FRX  
345838106  
8/11/03  
Annual

1.00  
Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
3.00  
Ratify Selection of Auditors

MGMT

Edgar Filing: VALUE LINE FUND INC - Form N-PX

YES  
FOR  
FOR

Fortune Brands

FO  
349631101  
4/27/04  
Annual

1.01  
Elect Anne M. Tatlock

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Norman H. Wesley

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Peter M. Wilson

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00  
Redeem or Vote on Poison Pill

SHLDR  
YES  
FOR  
AGNST

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Genentech

DNA  
368710406  
4/16/04  
Annual

1.00  
Approve Board Size

MGMT  
YES  
FOR  
FOR  
2.01  
Elect Herbert W. Boyer

MGMT  
YES  
FOR  
FOR  
2.02  
Elect Arthur D. Levinson

MGMT  
YES  
FOR  
FOR  
2.03  
Elect Mark Richmond

MGMT  
YES  
FOR  
FOR  
2.04  
Elect Charles A. Sanders

MGMT  
YES  
FOR  
FOR  
2.05  
Elect William M. Burns

MGMT  
YES  
FOR  
FOR  
2.06

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Elect Erich Hunziker

MGMT  
YES  
FOR  
FOR  
2.07

Elect Jonathan K. C. Knowles

MGMT  
YES  
FOR  
FOR  
3.00

Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
4.00

Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
5.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Guess

GES  
401617105  
5/10/04  
Annual

1.01

Elect Paul Marciano

MGMT  
YES

Edgar Filing: VALUE LINE FUND INC - Form N-PX

FOR  
FOR  
1.02  
Elect Anthony Chidoni

MGMT  
YES  
FOR  
FOR  
2.00  
Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Home Depot Inc

HD  
437076102  
5/27/04  
Annual

1.01  
Elect Gregory D. Brenneman

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Richard H. Brown

MGMT  
YES  
FOR  
FOR  
1.03  
Elect John L. Clendenin



Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

1.04

Elect Berry R. Cox

MGMT

YES

FOR

FOR

1.05

Elect Claudio X. Gonzalez  
Laporte

MGMT

YES

FOR

FOR

1.06

Elect Milledge A. Hart III

MGMT

YES

FOR

FOR

1.07

Elect Bonnie Guiton Hill

MGMT

YES

FOR

FOR

1.08

Elect Kenneth G. Langone

MGMT

YES

FOR

FOR

1.09

Elect Robert L. Nardelli

MGMT

YES

FOR

FOR

1.10

Elect Roger S. Penske

MGMT

YES

FOR

FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

3.00

Director Tenure/Retirement Age

SHLDR

YES

AGNS

T

FOR

4.00

Redeem or Vote on Poison Pill

SHLDR

YES

FOR

AGNST

5.00

Restrict Executive Compensation

SHLDR

YES

AGNS

T

FOR

6.00

Monitor/Adopt ILO Conventions

SHLDR

YES

AGNS

T

FOR

7.00

Golden Parachutes

SHLDR

YES

AGNS

T

FOR

8.00

Require Majority Vote to Elect  
Directors

SHLDR

YES

ABST

AIN

AGNST

Hunt (J.B.) Transportation  
Services

JBHT  
445658107  
4/22/04  
Annual

1.01  
Elect John A. Cooper Jr.

MGMT  
YES  
FOR  
FOR  
1.02

Elect Wayne Garrison

MGMT  
YES  
FOR  
FOR  
1.03

Elect Bryan Hunt

MGMT  
YES  
FOR  
FOR  
2.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

IDX Systems

IDXC  
449491109  
5/18/04

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Annual

1.01

Elect Robert H. Hoehl

MGMT

YES

FOR

FOR

1.02

Elect Stuart H. Altman

MGMT

YES

FOR

FOR

1.03

Elect Mark F. Wheeler

MGMT

YES

FOR

FOR

Inco

N

453258402

4/21/04

Annual

1.00

Declassify Board

MGMT

YES

FOR

FOR

2.01

Elect Ronald C. Cambre

MGMT

YES

FOR

FOR

2.02

Elect Scott M. Hand

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

2.03

Elect Chaviva Hosek

MGMT

YES

FOR

FOR

2.04

Elect David P. O'Brien

MGMT

YES

FOR

FOR

2.05

Elect Glen A. Barton

MGMT

YES

FOR

FOR

2.06

Elect Angus Bruneau

MGMT

YES

FOR

FOR

2.07

Elect Peter C. Jones

MGMT

YES

FOR

FOR

2.08

Elect John T. Mayberry

MGMT

YES

FOR

FOR

2.09

Elect Roger Phillips

MGMT

YES

FOR

FOR

2.10

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Elect James M. Stanford

MGMT

YES

FOR

FOR

3.00

Appoint Auditors and Set Their  
Fees

MGMT

YES

FOR

FOR

Ingram Micro Inc

IM

457153104

5/25/04

Annual

1.01

Elect Orrin H. Ingram II

MGMT

YES

FOR

FOR

1.02

Elect Michael T. Smith

MGMT

YES

FOR

FOR

1.03

Elect Joe B. Wyatt

MGMT

YES

FOR

FOR

1.04

Elect Howard I. Atkins

MGMT

YES

Edgar Filing: VALUE LINE FUND INC - Form N-PX

FOR  
FOR

International Game  
Technology

IGT  
459902102  
3/2/04  
Annual

1.01  
Elect G. Thomas Baker

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Neil Barsky

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Robert A. Bittman

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Richard R. Burt

MGMT  
YES  
FOR  
FOR  
1.05  
Elect Leslie S Heisz

MGMT  
YES  
FOR  
FOR  
1.06  
Elect Robert A Matthewson

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

1.07

Elect Thomas J. Matthews

MGMT

YES

FOR

FOR

1.08

Elect Robert J. Miller

MGMT

YES

FOR

FOR

1.09

Elect Frederick B. Rentschler

MGMT

YES

FOR

FOR

2.00

Add Shares to Employee Stock  
Purchase Plan

MGMT

YES

FOR

FOR

3.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Jacobs Engineering Group

JEC

469814107

2/10/04

Annual



Edgar Filing: VALUE LINE FUND INC - Form N-PX

1.01

Elect Robert C. Davidson Jr.

MGMT

YES

FOR

FOR

1.02

Elect Edward V. Fritzky

MGMT

YES

FOR

FOR

1.03

Elect Robert B. Gwyn

MGMT

YES

FOR

FOR

1.04

Elect Linda K. Jacobs

MGMT

YES

FOR

FOR

1.05

Elect Benjamin F. Montoya

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Juniper Networks

JNPR

48203R104

4/16/04

Special

Edgar Filing: VALUE LINE FUND INC - Form N-PX

1.00

Approve Common Stock Issuance

MGMT

YES

FOR

FOR

Approve Merger/Acquisition

Juniper Networks Inc

JNPR

48203R104

5/19/04

Annual

1.01

Elect Pradeep Sindhu

MGMT

YES

FOR

FOR

1.02

Elect Robert M. Calderoni

MGMT

YES

FOR

FOR

1.03

Elect Kenneth Levy

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT  
YES  
FOR  
FOR

K-Swiss

KSWS  
482686102  
5/6/04  
Annual

1.01  
Elect David Lewin

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Mark Louie

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Kronos

KRON  
501052104  
2/12/04  
Annual

1.01  
Elect Richard J. Dumler

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

1.02

Elect Samuel Rubinovitz

MGMT

YES

FOR

FOR

2.00

Add Shares to Stock Option Plan

MGMT

YES

AGNS

T

AGNST

3.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

4.00

Approve Other Business

MGMT

YES

FOR

FOR

Lehman Brothers Holdings

LEH

524908100

4/2/04

Annual

1.01

Elect Roger S. Berlind

MGMT

YES

FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

FOR  
1.02  
Elect Marsha J. Evans

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Christopher Gent

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Dina Merrill

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00  
Approve Other Business

MGMT  
YES  
FOR  
FOR

Lennar

LEN  
526057104  
3/30/04  
Annual

1.01  
Elect Irving Bolotin

MGMT

Edgar Filing: VALUE LINE FUND INC - Form N-PX

YES  
FOR  
FOR  
1.02

Elect R. Kirk Landon

MGMT  
YES  
FOR  
FOR  
1.03

Elect Donna E. Shalala

MGMT  
YES  
FOR  
FOR  
2.00

Approve Other Business

MGMT  
YES  
FOR  
FOR

Martek Biosciences

MATK  
572901106  
3/18/04  
Annual

1.01

Elect Douglas J. MacMaster Jr.

MGMT  
YES  
FOR  
FOR  
1.02

Elect John H. Mahar

MGMT  
YES  
FOR  
FOR  
1.03

Elect Eugene H. Rotberg

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT  
YES  
FOR  
FOR  
2.00

Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST

Marvell Technology Group

5/28/04  
Annual

1.01

Elect Dr. John M. Cioffi

MGMT  
YES  
FOR  
FOR  
1.02

Elect Dr. Paul R. Gray

MGMT  
YES  
FOR  
FOR  
1.03

Elect Douglas King

MGMT  
YES  
FOR  
FOR  
2.00

Appoint Outside Auditors

MGMT  
YES  
ABST  
AIN

Edgar Filing: VALUE LINE FUND INC - Form N-PX

AGNST

3.00

Set Auditors' Fees

MGMT

YES

ABST

AIN

AGNST

MBNA

KRB

55262L100

5/3/04

Annual

1.01

Elect James H. Berick

MGMT

YES

FOR

FOR

1.02

Elect Benjamin R. Civiletti

MGMT

YES

FOR

FOR

1.03

Elect Bruce L. Hammonds

MGMT

YES

FOR

FOR

1.04

Elect William L. Jews

MGMT

YES

FOR

FOR

1.05

Elect Randolph D. Lerner



Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

1.06

Elect Stuart L. Markowitz

MGMT

YES

FOR

FOR

1.07

Elect William B. Milstead

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

3.00

Expense Stock Options

SHLDR

YES

ABST

AIN

AGNST

4.00

Increase Board Independence

SHLDR

YES

FOR

AGNST

Medtronic

MDT

585055106

8/28/03

Annual

1.00

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00

Adopt Stock Option Plan

MGMT  
YES  
FOR  
FOR  
4.00

Approve Annual Bonus Plan

MGMT  
YES  
FOR  
FOR

Mercury Interactive

MERQ  
589405109  
12/10/03  
Special

1.00

Add Shares to Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
2.00

Add Shares to Employee Stock  
Purchase Plan

MGMT

Edgar Filing: VALUE LINE FUND INC - Form N-PX

YES  
AGNS  
T  
AGNST

Merrill Lynch

MER  
590188108  
4/23/04  
Annual

1.01  
Elect David K. Newbigging

MGMT  
YES  
FOR  
FOR  
1.02  
Elect J.W. Prueher

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00  
Adopt Cumulative Voting

SHLDR  
YES  
AGNS  
T  
FOR  
4.00  
Independent Board Chairman

SHLDR  
YES  
AGNS  
T  
FOR

Microsoft

MSFT  
594918104  
11/11/03  
Annual

1.00  
Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00

Amend Stock Option Plan

MGMT  
YES  
FOR  
FOR  
3.00

Amend Director Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
4.00

Limit or End Charitable Giving

SHLDR  
YES  
AGNS  
T  
FOR

NBTY

NTY  
628782104

Edgar Filing: VALUE LINE FUND INC - Form N-PX

4/26/04  
Annual

1.01  
Elect Arthur Rudolph

MGMT  
YES  
FOR  
FOR

1.02  
Elect Glenn Cohen

MGMT  
YES  
FOR  
FOR

1.03  
Elect Michael L. Ashner

MGMT  
YES  
FOR  
FOR

1.04  
Elect Michael Slade

MGMT  
YES  
FOR  
FOR

2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

New York Community Bancorp

NYB  
649445103  
10/29/03  
Special

1.00  
Approve Common Stock Issuance

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT  
YES  
FOR  
FOR

Approve Merger/Acquisition

2.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR

New York Community Bancorp  
Inc

NYB  
649445103  
5/19/04  
Annual

1.01  
Elect Donald M. Blake

MGMT  
YES  
FOR  
FOR  
1.02

Elect Thomas A. Doherty

MGMT  
YES  
FOR  
FOR  
1.03

Elect Michael J. Levine

MGMT  
YES  
FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

FOR  
1.04  
Elect Guy V. Molinari

MGMT  
YES  
FOR  
FOR  
1.05  
Elect John A. Pileski

MGMT  
YES  
FOR  
FOR  
1.06  
Elect John M. Tsimbinos

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Newmont Mining

NEM  
651639106  
4/28/04  
Annual

1.01  
Elect Glen A. Barton

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Vincent A. Calarco

MGMT

Edgar Filing: VALUE LINE FUND INC - Form N-PX

YES  
FOR  
FOR  
1.03

Elect Michael S. Hamson

MGMT  
YES  
FOR  
FOR  
1.04

Elect Leo I. Higdon, Jr.

MGMT  
YES  
FOR  
FOR  
1.05

Elect Pierre Lassonde

MGMT  
YES  
FOR  
FOR  
1.06

Elect Robert J. Miller

MGMT  
YES  
FOR  
FOR  
1.07

Elect Wayne W. Murdy

MGMT  
YES  
FOR  
FOR  
1.08

Elect Robin A. Plumbridge

MGMT  
YES  
FOR  
FOR  
1.09

Elect John B. Prescott

MGMT  
YES  
FOR  
FOR  
1.10

Elect Michael K. Reilly



Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

1.11

Elect Seymour Schulich

MGMT

YES

FOR

FOR

1.12

Elect James V. Taranik

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

3.00

Redeem or Vote on Poison Pill

SHLDR

YES

FOR

AGNST

Nextel Communications

NXTL

65332V103

5/27/04

Annual

1.01

Elect Keith Bane

MGMT

YES

FOR

FOR

1.02

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Elect Janet Hill

MGMT  
YES  
FOR  
FOR  
2.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00

Adopt Employee Stock Purchase  
Plan

MGMT  
YES  
FOR  
FOR

Nokia

NOK  
654902204  
3/25/04  
Annual

1.01

Approve Financial Statements

MGMT  
YES  
ABST  
AIN  
AGNST  
1.02

Set Dividend/Allocate Profits

MGMT  
YES  
ABST  
AIN  
AGNST  
1.03

Ratify Management Acts-Legal

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT  
YES  
ABST  
AIN  
AGNST

Ratify Board Acts-Legal

1.04  
Approve Directors' Fees

MGMT  
YES  
ABST  
AIN  
AGNST

1.05  
Election of Directors by Slate

MGMT  
YES  
FOR  
FOR  
1.06

Set Auditors' Fees

MGMT  
YES  
ABST  
AIN  
AGNST

1.07  
Appoint Outside Auditors

MGMT  
YES  
FOR  
FOR  
2.00

Reduce Authorized Capital

MGMT  
YES  
ABST  
AIN  
AGNST

Cancel Authorized Stock

Edgar Filing: VALUE LINE FUND INC - Form N-PX

3.00

Increase Authorized Capital

MGMT

YES

ABST

AIN

AGNST

Issue Stock w/o Preemptive Rights

4.00

Authorize Share Repurchase

MGMT

YES

ABST

AIN

AGNST

5.00

Authorize Trade in Company Stock

MGMT

YES

ABST

AIN

AGNST

6.00

Authorize Charitable Donations

MGMT

YES

ABST

AIN

AGNST

Nordstrom Inc

JWN

655664100

5/25/04

Annual

Edgar Filing: VALUE LINE FUND INC - Form N-PX

1.01

Elect D. Wayne Gittinger

MGMT

YES

FOR

FOR

1.02

Elect Enrique Hernandez Jr.

MGMT

YES

FOR

FOR

1.03

Elect Jeanne P. Jackson

MGMT

YES

FOR

FOR

1.04

Elect Bruce A. Nordstrom

MGMT

YES

FOR

FOR

1.05

Elect John N. Nordstrom

MGMT

YES

FOR

FOR

1.06

Elect Alfred E. Osborne Jr.

MGMT

YES

FOR

FOR

1.07

Elect William D. Ruckelshaus

MGMT

YES

FOR

FOR

1.08

Elect Alison A. Winter

MGMT

YES

Edgar Filing: VALUE LINE FUND INC - Form N-PX

FOR  
FOR  
2.00  
Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00  
Approve Annual Bonus Plan

MGMT  
YES  
FOR  
FOR  
4.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Nu Skin Enterprises

NUS  
67018T105  
5/17/04  
Annual

1.01  
Elect Blake M. Roney

MGMT  
YES  
FOR  
FOR  
1.02  
Elect M. Truman Hunt

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Sandra N. Tillotson

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

1.04

Elect Edwin J. Garn

MGMT

YES

FOR

FOR

1.05

Elect Paula Hawkins

MGMT

YES

FOR

FOR

1.06

Elect Daniel W. Campbell

MGMT

YES

FOR

FOR

1.07

Elect Andrew D. Lipman

MGMT

YES

FOR

FOR

1.08

Elect Jose Ferreira, Jr.

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

POG  
703224105  
5/20/04  
Annual

1.01  
Elect Charles E. Bayless

MGMT  
YES  
FOR  
FOR  
1.02

Elect Jeffrey L. Berenson

MGMT  
YES  
FOR  
FOR  
1.03

Elect Robert J. Clark

MGMT  
YES  
FOR  
FOR  
1.04

Elect Jay W. Decker

MGMT  
YES  
FOR  
FOR  
1.05

Elect Thomas J. Edelman

MGMT  
YES  
FOR  
FOR  
1.06

Elect Elizabeth K. Lanier

MGMT  
YES  
FOR  
FOR  
1.07

Elect Alexander P. Lynch

MGMT  
YES  
FOR



Edgar Filing: VALUE LINE FUND INC - Form N-PX

FOR  
1.08  
Elect Paul M. Rady

MGMT  
YES  
FOR  
FOR  
1.09  
Elect Jon R. Whitney

MGMT  
YES  
FOR  
FOR  
2.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
3.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
4.00  
Approve Other Business

MGMT  
YES  
FOR  
FOR

Pfizer

PFE  
717081103  
4/22/04  
Annual

1.01  
Elect Michael S. Brown

MGMT

Edgar Filing: VALUE LINE FUND INC - Form N-PX

YES  
FOR  
FOR  
1.02

Elect M. Anthony Burns

MGMT  
YES  
FOR  
FOR  
1.03

Elect Robert N. Burt

MGMT  
YES  
FOR  
FOR  
1.04

Elect W. Don Cornwell

MGMT  
YES  
FOR  
FOR  
1.05

Elect William H. Gray III

MGMT  
YES  
FOR  
FOR  
1.06

Elect Constance J. Horner

MGMT  
YES  
FOR  
FOR  
1.07

Elect William R. Howell

MGMT  
YES  
FOR  
FOR  
1.08

Elect Stanley O. Ikenberry

MGMT  
YES  
FOR  
FOR  
1.09

Elect George A. Lorch

Edgar Filing: VALUE LINE FUND INC - Form N-PX

MGMT

YES

FOR

FOR

1.10

Elect Henry A. McKinnell Jr.

MGMT

YES

FOR

FOR

1.11

Elect Dana G. Mead

MGMT

YES

FOR

FOR

1.12

Elect Franklin D. Raines

MGMT

YES

FOR

FOR

1.13

Elect Ruth J. Simmons

MGMT

YES

FOR

FOR

1.14

Elect William C. Steere Jr.

MGMT

YES

FOR

FOR

1.15

Elect Jean-Paul Valles

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

3.00

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Adopt Stock Option Plan

MGMT

YES

FOR

FOR

4.00

Review AIDS Pandemic's Impact on  
Company

SHLDR

YES

ABST

AIN

AGNST

5.00

Limit or End Political Spending

SHLDR

YES

AGNS

T

FOR

6.00

Review Political Spending

SHLDR

YES

FOR

AGNST

7.00

Director Tenure/Retirement Age

SHLDR

YES

AGNS

T

FOR

8.00

Review Drug Pricing or  
Distribution

SHLDR

YES

AGNS

T

FOR

9.00

Restrict Executive Compensation

SHLDR

YES

AGNS

T

FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

10.00

Review or Promote Animal Welfare

SHLDR

YES

AGNS

T

FOR

Phelps Dodge Corp

PD

717265102

5/28/04

Annual

1.01

Elect Marie L. Knowles

MGMT

YES

FOR

FOR

1.02

Elect Jon C. Madonna

MGMT

YES

FOR

FOR

1.03

Elect Gordon R. Parker

MGMT

YES

FOR

FOR

1.04

Elect Robert D. Johnson

MGMT

YES

FOR

FOR

2.00

Limit or End Charitable Giving

SHLDR

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YES  
AGNS  
T  
FOR

Pixelworks

PXLW  
72581M107  
5/25/04  
Annual

1.01  
Elect Allen H. Alley

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Oliver D. Curme

MGMT  
YES  
FOR  
FOR  
1.03  
Elect C. Scott Gibson

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Frank C. Gill

MGMT  
YES  
FOR  
FOR  
1.05  
Elect Steven J. Sharp

MGMT  
YES  
FOR  
FOR  
2.00  
Approve Non-Technical Charter

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Amendments

MGMT  
YES  
FOR  
FOR  
3.00  
Add Shares to Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
4.00  
Amend Employee Stock Purchase  
Plan

MGMT  
YES  
FOR  
FOR

Potlatch

PCH  
737628107  
5/3/04  
Annual

1.01  
Elect Gregory L. Quesnel

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Michael T. Riordan

MGMT  
YES  
FOR  
FOR  
1.03  
Elect L. Pendleton Siegel

MGMT

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YES  
FOR  
FOR  
2.00  
Report on Dividend Policy

SHLDR  
YES  
ABST  
AIN  
AGNST  
3.00  
Time-Phased Voting Rights

SHLDR  
YES  
ABST  
AIN  
AGNST

Procter & Gamble

PG  
742718109  
10/14/03  
Annual

1.00  
Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00  
Adopt Director Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST



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4.00

Repeal Classified Board

SHLDR

YES

FOR

AGNST

5.00

Review or Curb Bioengineering

SHLDR

YES

AGNS

T

FOR

Pulte Homes Inc

PHM

745867101

5/13/04

Annual

1.01

Elect Richard J. Dugas Jr.

MGMT

YES

FOR

FOR

1.02

Elect David N. McCammon

MGMT

YES

FOR

FOR

1.03

Elect William J. Pulte

MGMT

YES

FOR

FOR

1.04

Elect Francis J. Sehn

MGMT

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YES  
FOR  
FOR  
1.05

Elect Michael E. Rossi

MGMT  
YES  
FOR  
FOR  
2.00

Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
3.00

Shareholder Approval of Auditors

SHLDR  
YES  
FOR  
AGNST

Radio One

ROIAK  
75040P405  
5/26/04  
Annual

1.01

Elect Brian R. McNeill

MGMT  
YES  
FOR  
FOR  
1.02

Elect Terry L. Jones

MGMT  
YES  
FOR  
FOR  
2.01

Elect Catherine L. Hughes

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MGMT

YES

FOR

FOR

2.02

Elect Alfred C. Liggins III

MGMT

YES

FOR

FOR

2.03

Elect D. Geoffrey Armstrong

MGMT

YES

FOR

FOR

2.04

Elect L. Ross Love

MGMT

YES

FOR

FOR

2.05

Elect Ronald E. Blaylock

MGMT

YES

FOR

FOR

3.00

Add Shares to Stock Option Plan

MGMT

YES

AGNS

T

AGNST

4.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

Rockwell Automation

ROK  
773903109  
2/4/04  
Annual

1.01  
Elect Don H. Davis Jr.

MGMT  
YES  
FOR  
FOR  
1.02

Elect William H. Gray III

MGMT  
YES  
FOR  
FOR  
1.03

Elect William T. McCormick Jr.

MGMT  
YES  
FOR  
FOR  
1.04

Elect Keith D. Nosbusch

MGMT  
YES  
FOR  
FOR  
2.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00

Amend Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST

Add Shares to Stock Option Plan

Sapient Corp

SAPE  
803062108  
5/25/04  
Annual

1.01  
Elect Darius W. Gaskins, Jr.

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Gary S. McKissock

MGMT  
YES  
FOR  
FOR  
1.03  
Elect J. Stuart Moore

MGMT  
YES  
FOR  
FOR  
2.00  
Repeal Classified Board

MGMT  
YES  
FOR  
FOR  
3.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

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Schlumberger Ltd.

SLB  
806857108  
4/14/04  
Annual

1.01  
Elect John M. Deutch

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Jamie S. Gorelick

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Andrew Gould

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Tony Isaac

MGMT  
YES  
FOR  
FOR  
1.05  
Elect Adrian Lajous

MGMT  
YES  
FOR  
FOR  
1.06  
Elect Andre Levy-Lang

MGMT  
YES  
FOR  
FOR

Edgar Filing: VALUE LINE FUND INC - Form N-PX

1.07

Elect Didier Primat

MGMT

YES

FOR

FOR

1.08

Elect Tore I. Sandvold

MGMT

YES

FOR

FOR

1.09

Elect Nicolas Seydoux

MGMT

YES

FOR

FOR

1.10

Elect Linda Gillespie Stuntz

MGMT

YES

FOR

FOR

2.00

Approve Financial Statements

MGMT

YES

FOR

FOR

3.00

Adopt Director Stock Award Plan

MGMT

YES

FOR

FOR

4.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

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Smart & Final Inc

SMF  
831683107  
5/19/04  
Annual

1.01  
Elect Pierre B. Bouchut

MGMT  
YES  
FOR  
FOR  
1.02  
Elect David J. McLaughlin

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Thomas G. Plaskett

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Etienne Snollaerts

MGMT  
YES  
FOR  
FOR  
2.00  
Repeal Classified Board

MGMT  
YES  
FOR  
FOR

State Street

STT  
857477103



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4/21/04

Annual

1.01

Elect Kennett F. Burnes

MGMT

YES

FOR

FOR

1.02

Elect David P. Gruber

MGMT

YES

FOR

FOR

1.03

Elect Linda A. Hill

MGMT

YES

FOR

FOR

1.04

Elect Charles R. Lamantia

MGMT

YES

FOR

FOR

1.05

Elect Robert E. Weissman

MGMT

YES

FOR

FOR

2.00

Opt Out of State Takeover  
Statute

SHLDR

YES

FOR

AGNST

Symantec

Edgar Filing: VALUE LINE FUND INC - Form N-PX

SYMC  
871503108  
8/21/03  
Annual

1.00  
Elect Directors

MGMT  
YES  
FOR  
FOR  
2.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
3.00  
Amend Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST  
4.00  
Approve Annual Bonus Plan

MGMT  
YES  
FOR  
FOR  
5.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Thermo Electron Corp

TMO  
883556102  
5/18/04  
Annual

Edgar Filing: VALUE LINE FUND INC - Form N-PX

1.01

Elect Marijn E. Dekkers

MGMT

YES

FOR

FOR

1.02

Elect Robert A. McCabe

MGMT

YES

FOR

FOR

1.03

Elect Robert W. O'Leary

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

3.00

Restrict Executive Compensation

SHLDR

YES

AGNS

T

FOR

United States Steel

X

912909108

4/27/04

Annual

1.01

Elect Robert J. Darnall

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MGMT

YES

FOR

FOR

1.02

Elect Roy G. Dorrance

MGMT

YES

FOR

FOR

1.03

Elect Charles R. Lee

MGMT

YES

FOR

FOR

1.04

Elect John G. Drosdick

MGMT

YES

FOR

FOR

2.00

Ratify Selection of Auditors

MGMT

YES

FOR

FOR

Urban Outfitters Inc

URBN

917047102

6/1/04

Annual

1.01

Elect Richard A. Hayne

MGMT

YES

FOR

FOR

1.02

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Elect Scott A. Belair

MGMT  
YES  
FOR  
FOR  
1.03

Elect Harry S. Cherken Jr.

MGMT  
YES  
FOR  
FOR  
1.04

Elect Joel S. Lawson, III

MGMT  
YES  
FOR  
FOR  
1.05

Elect Glen T. Senk

MGMT  
YES  
FOR  
FOR  
1.06

Elect Robert H. Strouse

MGMT  
YES  
FOR  
FOR  
2.00

Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR  
3.00

Adopt Stock Option Plan

MGMT  
YES  
AGNS  
T  
AGNST

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Varian

VARI  
922206107  
2/4/04  
Annual

1.01  
Elect John G. McDonald

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Wayne R. Moon

MGMT  
YES  
FOR  
FOR  
2.00  
Reapprove Option/Bonus Plan for  
OBRA

MGMT  
YES  
FOR  
FOR

Varian Medical Systems

VAR  
92220P105  
6/10/04  
Special

1.00  
Increase Authorized Common Stock

MGMT  
YES  
FOR  
FOR

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Waters

WAT  
941848103  
5/4/04  
Annual

1.01  
Elect Douglas A. Berthiaume

MGMT  
YES  
FOR  
FOR  
1.02  
Elect Joshua Bekenstein

MGMT  
YES  
FOR  
FOR  
1.03  
Elect Michael J. Berendt

MGMT  
YES  
FOR  
FOR  
1.04  
Elect Phillip Caldwell

MGMT  
YES  
FOR  
FOR  
1.05  
Elect Edward Conard

MGMT  
YES  
FOR  
FOR  
1.06  
Elect Laurie H. Glimcher

MGMT  
YES  
FOR  
FOR  
1.07

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Elect William J. Miller

MGMT  
YES  
FOR  
FOR  
1.08

Elect Thomas P. Salice

MGMT  
YES  
FOR  
FOR  
2.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR  
3.00

Approve Other Business

MGMT  
YES  
FOR  
FOR

WebEx Communications Inc.

WEBX  
94767L109  
5/19/04  
Annual

1.01

Elect Michael T. Flynn

MGMT  
YES  
FOR  
FOR  
1.02

Elect Casimir S. Skrzypczak

MGMT  
YES  
FOR



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FOR  
2.00  
Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Websense Inc

WBSN  
947684106  
6/2/04  
Annual

1.01  
Elect John B. Carrington

MGMT  
YES  
FOR  
FOR  
1.02

Elect Gary E. Sutton

MGMT  
YES  
FOR  
FOR  
2.00

Ratify Selection of Auditors

MGMT  
YES  
FOR  
FOR

Zimmer Holdings

ZMH  
98956P102  
5/10/04

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Annual

1.01

Elect Larry C. Glasscock

MGMT

YES

FOR

FOR

1.02

Elect John L. McGoldrick

MGMT

YES

FOR

FOR

2.00

Redeem or Vote on Poison Pill

SHLDR

YES

FOR

AGNST

3.00

Shareholder Approval of Auditors

SHLDR

YES

FOR

AGNST

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

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

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

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SIGNATURES:

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

Value Line Fund, Inc.

-----  
(Registrant)

By David T. Henigson, Vice President and Secretary/Treasurer  
(Signature & Title)

Date August 9, 2004