

TCW STRATEGIC INCOME FUND INC  
Form N-PX  
August 28, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANY**

**Investment Company Act file number: 811-04980**

**TCW Strategic Income Fund, Inc.**

(Exact name of registrant as specified in charter)

865 South Figueroa Street, Los Angeles, CA 90017

(Address of principal executive offices)

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Michael E. Cahill, Assistant Secretary, 865 South Figueroa Street, Los Angeles, CA 90017

(Name and address of agent for service)

**Registrant's telephone number, including area code: (213) 244-0000**

Date of Fiscal year-end: **12/31/2012**

Date of reporting period: **7/1/2011 - 6/30/2012**

**Item 1. Proxy Voting Record**

Activision Blizzard, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
ATVI	CUSIP 00507V109	06/07/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Philippe Capron	Mgmt	For	For	For
2	Elect Robert Corti	Mgmt	For	For	For
3	Elect Frederic Crepin	Mgmt	For	For	For
4	Elect Lucian Grainge	Mgmt	For	For	For
5	Elect Brian Kelly	Mgmt	For	For	For
6	Elect Robert Kotick	Mgmt	For	For	For
7	Elect Jean-Bernard Levy	Mgmt	For	For	For
8	Elect Robert Morgado	Mgmt	For	For	For
9	Elect Stephane Roussel	Mgmt	For	For	For
10	Elect Richard Sarnoff	Mgmt	For	For	For
11	Elect Regis Turrini	Mgmt	For	For	For
12	Amendment to the 2008 Incentive Plan	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Ratification of Auditor	Mgmt	For	For	For

Alcoa Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
AA	CUSIP 013817101	05/04/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Kathryn Fuller	Mgmt	For	For	For
2	Elect Judith Gueron	Mgmt	For	For	For
3	Elect Patricia Russo	Mgmt	For	For	For
4	Elect Ernesto Zedillo	Mgmt	For	For	For
5	Ratification of Auditor	Mgmt	For	For	For
6	Advisory Vote on Executive Compensation	Mgmt	For	For	For
7	Elimination of Supermajority Requirement Relating to Fair Price Protection	Mgmt	For	For	For

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8	Elimination of Supermajority Requirement Relating to Director Elections	Mgmt	For	For	For
9	Elimination of Supermajority Requirement Relating to Removal of Directors	Mgmt	For	For	For
10	Repeal of Classified Board	Mgmt	For	For	For
11	Permit Written Consent	Mgmt	For	For	For

American Electric Power Company, Inc.

Ticker                      Security ID:                      Meeting Date                      Meeting Status  
AEP                              CUSIP 025537101                      04/24/2012                      Voted

Meeting Type                      Country of Trade  
Annual                                      United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Nicholas Atkins	Mgmt	For	For	For
2	Elect David Anderson	Mgmt	For	For	For
3	Elect James Cordes	Mgmt	For	For	For
4	Elect Ralph Crosby, Jr.	Mgmt	For	For	For
5	Elect Linda Goodspeed	Mgmt	For	For	For
6	Elect Thomas Hoaglin	Mgmt	For	For	For
7	Elect Michael Morris	Mgmt	For	For	For
8	Elect Richard Notebaert	Mgmt	For	For	For
9	Elect Lionel Nowell III	Mgmt	For	For	For
10	Elect Richard Sandor	Mgmt	For	For	For
11	Elect Sara Tucker	Mgmt	For	For	For
12	Elect John Turner	Mgmt	For	For	For
13	Senior Officer Incentive Plan	Mgmt	For	For	For
14	Ratification of Auditor	Mgmt	For	For	For
15	Advisory Vote on Executive Compensation	Mgmt	For	For	For

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American Express Company

Ticker	Security ID:	Meeting Date	Meeting Status
AXP	CUSIP 025816109	04/30/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Charlene Barshefsky	Mgmt	For	For	For
1.2	Elect Ursula Burns	Mgmt	For	For	For
1.3	Elect Kenneth Chenault	Mgmt	For	For	For
1.4	Elect Peter Chernin	Mgmt	For	For	For
1.5	Elect Theodore Leonis	Mgmt	For	For	For
1.6	Elect Jan Leschly	Mgmt	For	For	For
1.7	Elect Richard Levin	Mgmt	For	For	For
1.8	Elect Richard McGinn	Mgmt	For	For	For
1.9	Elect Edward Miller	Mgmt	For	For	For
1.10	Elect Steven Reinemund	Mgmt	For	For	For
1.11	Elect Robert Walter	Mgmt	For	For	For
1.12	Elect Ronald Williams	Mgmt	For	For	For
2	Ratification of Auditor	Mgmt	For	For	For
3	Advisory Vote on Executive Compensation	Mgmt	For	For	For
4	Amendment to the 2007 Incentive Compensation Plan	Mgmt	For	For	For
5	Shareholder Proposal Regarding Cumulative Voting	ShrHoldr	Against	For	Against
6	Shareholder Proposal Regarding Independent Board Chair	ShrHoldr	Against	Against	For

Ameriprise Financial, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
AMP	CUSIP 03076C106	04/25/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Lon Greenberg	Mgmt	For	For	For
2	Elect Warren Knowlton	Mgmt	For	For	For
3	Elect Jeffrey Noddle	Mgmt	For	For	For
4	Elect Robert Sharpe, Jr.	Mgmt	For	For	For
5	Advisory Vote on Executive Compensation	Mgmt	For	For	For
6	Ratification of Auditor	Mgmt	For	For	For

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Anadarko Petroleum Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
APC	CUSIP 032511107	05/15/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Kevin Chilton	Mgmt	For	For	For
2	Elect Luke Corbett	Mgmt	For	For	For
3	Elect Paulett Eberhart	Mgmt	For	For	For
4	Elect Peter Fluor	Mgmt	For	For	For
5	Elect Richard George	Mgmt	For	For	For
6	Elect Preston Geren, III	Mgmt	For	For	For
7	Elect Charles Goodyear	Mgmt	For	For	For
8	Elect John Gordon	Mgmt	For	For	For
9	Elect James Hackett	Mgmt	For	For	For
10	Elect Eric Mullins	Mgmt	For	For	For
11	Elect Paula Rosput Reynolds	Mgmt	For	For	For
12	Elect R. Walker	Mgmt	For	For	For
13	Ratification of Auditor	Mgmt	For	For	For
14	2012 Omnibus Incentive Compensation Plan	Mgmt	For	For	For
15	Advisory Vote on Executive Compensation	Mgmt	For	For	For
16	Shareholder Proposal Regarding Independent Board Chairman/Separation of Chair and CEO	ShrHoldr	Against	Against	For
17	Shareholder Proposal Regarding Adopting Sexual Orientation Anti-Bias Policy	ShrHoldr	Against	Against	For
18	Shareholder Proposal Regarding Compensation in the Event of a Change in Control	ShrHoldr	Against	Against	For
19	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	For	Against

AT&T Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
T	CUSIP 00206R102	04/27/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Randall Stephenson	Mgmt	For	For	For
2	Elect Gilbert Amelio	Mgmt	For	For	For
3	Elect Reuben Anderson	Mgmt	For	For	For
4	Elect James Blanchard	Mgmt	For	For	For
5	Elect Jaime Chico Pardo	Mgmt	For	For	For
6	Elect James Kelly	Mgmt	For	For	For
7	Elect Jon Madonna	Mgmt	For	For	For
8	Elect John McCoy	Mgmt	For	For	For
9	Elect Joyce Roche	Mgmt	For	For	For
10	Elect Matthew Rose	Mgmt	For	For	For
11	Elect Laura Tyson	Mgmt	For	For	For
12	Ratification of Auditor	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Restoration of Written Consent	Mgmt	For	For	For
15	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	Against	For
16	Shareholder Proposal Regarding Network Neutrality	ShrHoldr	Against	Against	For
17	Shareholder Proposal Regarding Independent Board Chairman/Separation of Chair and CEO	ShrHoldr	Against	For	Against

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Avery Dennison Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
AVY	CUSIP 053611109	04/26/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect John Cardis	Mgmt	For	For	For
2	Elect David Pyott	Mgmt	For	For	For
3	Elect Dean Scarborough	Mgmt	For	For	For
4	Elect Julia Stewart	Mgmt	For	For	For
5	Advisory Vote on Executive Compensation	Mgmt	For	For	For
6	Amendment to the Stock Option and Incentive Plan	Mgmt	For	For	For
7	Ratification of Auditor	Mgmt	For	For	For

Baker Hughes Incorporated

Ticker	Security ID:	Meeting Date	Meeting Status
BHI	CUSIP 057224107	04/26/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Larry Brady	Mgmt	For	For	For
1.2	Elect Clarence Cazalot, Jr.	Mgmt	For	For	For
1.3	Elect Martin Craighead	Mgmt	For	For	For
1.4	Elect Chad Deaton	Mgmt	For	For	For
1.5	Elect Anthony Fernandes	Mgmt	For	For	For
1.6	Elect Claire Gargalli	Mgmt	For	For	For
1.7	Elect Pierre Jungels	Mgmt	For	For	For
1.8	Elect James Lash	Mgmt	For	For	For
1.9	Elect J. Larry Nichols	Mgmt	For	For	For
1.10	Elect H. John Riley, Jr.	Mgmt	For	For	For
1.11	Elect James Stewart	Mgmt	For	For	For
1.12	Elect Charles Watson	Mgmt	For	For	For
2	Ratification of Auditor	Mgmt	For	For	For
3	Advisory Vote on Executive Compensation	Mgmt	For	For	For
4	Shareholder Proposal Regarding Majority Vote for Election of Directors	ShrHoldr	Against	Against	For



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CA, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
CA	CUSIP 12673P105	08/03/2011	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Director Raymond J. Bromark	Mgmt	For	For	For
2	Elect Director Gary J. Fernandes	Mgmt	For	For	For
3	Elect Director Rohit Kapoor	Mgmt	For	For	For
4	Elect Director Kay Koplovitz	Mgmt	For	For	For
5	Elect Director Christopher B. Lofgren	Mgmt	For	For	For
6	Elect Director William E. McCracken	Mgmt	For	For	For
7	Elect Director Richard Sulpizio	Mgmt	For	For	For
8	Elect Director Laura S. Unger	Mgmt	For	For	For
9	Elect Director Arthur F. Weinbach	Mgmt	For	For	For
10	Elect Director Renato (Ron) Zambonini	Mgmt	For	For	For
11	Ratify Auditors	Mgmt	For	For	For
12	Advisory Vote to Ratify Named Executive Officers Compensation	Mgmt	For	For	For
13	Advisory Vote on Say on Pay Frequency	Mgmt	1 Year	1 Year	For
14	Approve Omnibus Stock Plan	Mgmt	For	For	For
15	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

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Campbell Soup Company

Ticker	Security ID:	Meeting Date	Meeting Status
CPB	CUSIP 134429109	11/17/2011	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Director Edmund M. Carpenter	Managem	For	For	For
1.2	Elect Director Paul R. Charron	Managem	For	For	For
1.3	Elect Director Bennett Dorrance	Managem	For	For	For
1.4	Elect Director Lawrence C. Karlson	Managem	For	For	For
1.5	Elect Director Randall W. Larrimore	Managem	For	For	For
1.6	Elect Director Mary Alice D. Malone	Managem	For	For	For
1.7	Elect Director Sara Mathew	Managem	For	For	For
1.8	Elect Director Denise M. Morrison	Managem	For	For	For
1.9	Elect Director William D. Perez	Managem	For	For	For
1.10	Elect Director Charles R. Perrin	Managem	For	For	For
1.11	Elect Director A. Barry Rand	Managem	For	For	For
1.12	Elect Director Nick Shreiber	Managem	For	For	For
1.13	Elect Director Tracey T. Travis	Managem	For	For	For
1.14	Elect Director Archbold D. van Beuren	Managem	For	For	For
1.15	Elect Director Les C. Vinney	Managem	For	For	For
1.16	Elect Director Charlotte C. Weber	Managem	For	For	For
2	Ratify Auditors	Managem	For	For	For
3	Advisory Vote to Ratify Named Executive Officers Compensation	Managem	For	For	For
4	Advisory Vote on Say on Pay Frequency	Managem	1 Year	1 Year	For

Chevron Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
CVX	CUSIP 166764100	05/30/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Linnet Deily	Mgmt	For	For	For
2	Elect Robert Denham	Mgmt	For	For	For
3	Elect Chuck Hagel	Mgmt	For	For	For
4	Elect Enrique Hernandez, Jr.	Mgmt	For	For	For
5	Elect George Kirkland	Mgmt	For	For	For
6	Elect Charles Moorman, IV	Mgmt	For	For	For
7	Elect Kevin Sharer	Mgmt	For	For	For
8	Elect John Stumpf	Mgmt	For	For	For
9	Elect Ronald Sugar	Mgmt	For	For	For
10	Elect Carl Ware	Mgmt	For	For	For
11	Elect John Watson	Mgmt	For	For	For
12	Ratification of Auditor	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Shareholder Proposal Regarding Exclusive Forum Provisions	ShrHoldr	Against	Against	For
15	Shareholder Proposal Regarding Independent Board Chairman	ShrHoldr	Against	Against	For
16	Shareholder Proposal Regarding Lobbying Report	ShrHoldr	Against	For	Against
17	Shareholder Proposal Regarding Country Selection Guidelines	ShrHoldr	Against	For	Against

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18	Shareholder Proposal Regarding Hydraulic Fracturing	ShrHoldr	Against	Against	For
19	Shareholder Proposal Regarding Safety Report	ShrHoldr	Against	Against	For
20	Shareholder Proposal Regarding Right to Call a Special Meeting	ShrHoldr	Against	For	Against
21	Shareholder Proposal Regarding Environmental Expertise on Board	ShrHoldr	Against	Against	For

Citigroup Inc.

Ticker C Security ID: CUSIP 172967424 Meeting Date 04/17/2012 Meeting Status Voted

Meeting Type Annual Country of Trade United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Franz Humer	Mgmt	For	For	For
2	Elect Robert Joss	Mgmt	For	For	For
3	Elect Michael O Neill	Mgmt	For	For	For
4	Elect Vikram Pandit	Mgmt	For	For	For
5	Elect Lawrence Ricciardi	Mgmt	For	For	For
6	Elect Judith Rodin	Mgmt	For	For	For
7	Elect Robert Ryan	Mgmt	For	For	For
8	Elect Anthony Santomero	Mgmt	For	For	For
9	Elect Joan Spero	Mgmt	For	For	For
10	Elect Diana Taylor	Mgmt	For	For	For
11	Elect William Thompson, Jr.	Mgmt	For	For	For
12	Elect Ernesto Zedillo	Mgmt	For	For	For
13	Ratification of Auditor	Mgmt	For	For	For
14	Amendment to the 2009 Stock Incentive Plan	Mgmt	For	For	For
15	Advisory Vote on Executive Compensation	Mgmt	For	For	For

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16	Shareholder Proposal Regarding Disclosure of Prior Government Service	ShrHoldr	Against	For	Against
17	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	For	Against
18	Shareholder Proposal Regarding Retention of Shares After Retirement	ShrHoldr	Against	Against	For
19	Shareholder Proposal Regarding Independent Review of Controls Related to Loans, Foreclosures and Securitizations	ShrHoldr	Against	Against	For

Cliffs Natural Resources Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
CLF	CUSIP 18683K101	05/08/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Joseph Carrabba	Mgmt	For	For	For
2	Elect Susan Cunningham	Mgmt	For	For	For
3	Elect Barry Eldridge	Mgmt	For	For	For
4	Elect Andres Gluski	Mgmt	For	For	For
5	Elect Susan Green	Mgmt	For	For	For
6	Elect Janice Henry	Mgmt	For	For	For
7	Elect James Kirsch	Mgmt	For	For	For
8	Elect Francis McAllister	Mgmt	For	For	For
9	Elect Richard Riederer	Mgmt	For	For	For
10	Elect Richard Ross	Mgmt	For	For	For
11	Amendment to Regulations to allow the Board to Amend the Regulations without Shareholder Approval	Mgmt	For	Against	Against
12	Advisory Vote on Executive Compensation	Mgmt	For	For	For

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13	2012 Incentive Equity Plan	Mgmt	For	For	For
14	2012 Executive Management Performance Incentive Plan	Mgmt	For	For	For
15	Ratification of Auditor	Mgmt	For	For	For

Comcast Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
CMCSA	CUSIP 20030N101	05/31/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Kenneth Bacon	Mgmt	For	For	For
1.2	Elect Sheldon Bonovitz	Mgmt	For	For	For
1.3	Elect Joseph Collins	Mgmt	For	For	For
1.4	Elect J. Michael Cook	Mgmt	For	For	For
1.5	Elect Gerald Hassell	Mgmt	For	For	For
1.6	Elect Jeffrey Honickman	Mgmt	For	For	For
1.7	Elect Eduardo Mestre	Mgmt	For	For	For
1.8	Elect Brian Roberts	Mgmt	For	For	For
1.9	Elect Ralph Roberts	Mgmt	For	For	For
1.10	Elect Johnathan Rodgers	Mgmt	For	For	For
1.11	Elect Judith Rodin	Mgmt	For	For	For
2	Ratification of Auditor	Mgmt	For	For	For
3	Amendment to the 2002 Employee Stock Purchase Plan	Mgmt	For	For	For
4	Amendment to the 2011 Employee Stock Purchase Plan	Mgmt	For	For	For
5	Shareholder Proposal Regarding Cumulative Voting	ShrHoldr	Against	For	Against
6	Shareholder Proposal Regarding Independent Board Chairman	ShrHoldr	Against	Against	For
7	Shareholder Proposal Regarding Retention of Shares Until Retirement	ShrHoldr	Against	Against	For
8	Shareholder Proposal Regarding Poison Pills	ShrHoldr	Against	Against	For

Dell Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
DELL	CUSIP 24702R101	07/15/2011	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Director James W. Breyer	Mgmt	For	For	For
1.2	Elect Director Donald J Carty	Mgmt	For	For	For
1.3	Elect Director Michael S. Dell	Mgmt	For	For	For
1.4	Elect Director William H. Gray, III	Mgmt	For	For	For
1.5	Elect Director Gerald J. Kleisterlee	Mgmt	For	For	For
1.6	Elect Director Thomas W. Luce, III	Mgmt	For	For	For
1.7	Elect Director Klaus S. Luft	Mgmt	For	For	For
1.8	Elect Director Alex J. Mandl	Mgmt	For	For	For
1.9	Elect Director Shantanu Narayen	Mgmt	For	For	For
1.10	Elect Director H. Ross Perot, Jr.	Mgmt	For	For	For
2	Ratify Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	1 Year	1 Year	For
5	Require Independent Board Chairman	ShrHoldr	Against	Against	For
6	Provide Right to Act by Written Consent	ShrHoldr	Against	For	Against
7	Approve Declaration of Dividends	ShrHoldr	Against	Against	For

Devon Energy Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
DVN	CUSIP 25179M103	06/06/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Robert Henry	Mgmt	For	For	For
1.2	Elect John Hill	Mgmt	For	For	For
1.3	Elect Michael Kanovsky	Mgmt	For	For	For
1.4	Elect Robert Mosbacher, Jr.	Mgmt	For	For	For
1.5	Elect J. Larry Nichols	Mgmt	For	For	For
1.6	Elect Duane Radtke	Mgmt	For	For	For
1.7	Elect Mary Ricciardello	Mgmt	For	For	For
1.8	Elect John Richels	Mgmt	For	For	For
2	Advisory Vote on Executive Compensation	Mgmt	For	For	For
3	Ratification of Auditor	Mgmt	For	For	For
4	Right to Call a Special Meeting	Mgmt	For	For	For
5	2012 Incentive Compensation Plan	Mgmt	For	For	For
6	Amendment to the 2009 Long-Term Incentive Plan	Mgmt	For	For	For
7	Shareholder Proposal Regarding Lobbying Report	ShrHolder	Against	For	Against



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E.I. du Pont de Nemours and Company

Ticker	Security ID:	Meeting Date	Meeting Status
DD	CUSIP 263534109	04/25/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Lamberto Andreotti	Mgmt	For	For	For
2	Elect Richard Brown	Mgmt	For	For	For
3	Elect Robert Brown	Mgmt	For	For	For
4	Elect Bertrand Collomb	Mgmt	For	For	For
5	Elect Curtis Crawford	Mgmt	For	For	For
6	Elect Alexander Cutler	Mgmt	For	For	For
7	Elect Eleuthere Du Pont	Mgmt	For	For	For
8	Elect Marilyn Hewson	Mgmt	For	For	For
9	Elect Lois Juliber	Mgmt	For	For	For
10	Elect Ellen Kullman	Mgmt	For	For	For
11	Elect Lee Thomas	Mgmt	For	For	For
12	Ratification of Auditor	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Shareholder Proposal Regarding Independent Board Chair	ShrHoldr	Against	Against	For
15	Shareholder Proposal Regarding Report on Executive Compensation	ShrHoldr	Against	For	Against

Enesco plc

Ticker	Security ID:	Meeting Date	Meeting Status
ESV	CUSIP 29358Q109	05/22/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect C. Christopher Gaut	Mgmt	For	For	For
2	Elect Gerald Haddock	Mgmt	For	For	For
3	Elect Paul Rowsey III	Mgmt	For	For	For
4	Elect Francis Kalman	Mgmt	For	For	For
5	Elect David Brown	Mgmt	For	For	For
6	Ratification of Auditor	Mgmt	For	For	For
7	Ratification of Statutory Auditor	Mgmt	For	For	For
8	Authority to Set Auditor's Fees	Mgmt	For	For	For
9	2012 Long-Term Incentive Plan	Mgmt	For	For	For
10	Advisory Vote on Executive Compensation	Mgmt	For	For	For

Foot Locker, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
FL	CUSIP 344849104	05/16/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Alan Feldman	Mgmt	For	For	For
1.2	Elect Jarobin Gilbert, Jr.	Mgmt	For	For	For
1.3	Elect David Schwartz	Mgmt	For	For	For
2	Ratification of Auditor	Mgmt	For	For	For
3	Annual Incentive Compensation Plan	Mgmt	For	For	For
4	Advisory Vote on Executive Compensation	Mgmt	For	For	For

General Electric Company

Ticker	Security ID:	Meeting Date	Meeting Status
GE	CUSIP 369604103	04/25/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect W. Geoffrey Beattie	Mgmt	For	For	For
2	Elect James Cash, Jr.	Mgmt	For	For	For
3	Elect Ann Fudge	Mgmt	For	For	For
4	Elect Susan Hockfield	Mgmt	For	For	For
5	Elect Jeffrey Immelt	Mgmt	For	For	For
6	Elect Andrea Jung	Mgmt	For	For	For
7	Elect Alan Lafley	Mgmt	For	For	For
8	Elect Robert Lane	Mgmt	For	For	For
9	Elect Ralph Larsen	Mgmt	For	For	For
10	Elect Rochelle Lazarus	Mgmt	For	For	For
11	Elect James Mulva	Mgmt	For	For	For

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12	Elect Sam Nunn	Mgmt	For	For	For
13	Elect Roger Penske	Mgmt	For	For	For
14	Elect Robert Swieringa	Mgmt	For	For	For
15	Elect James Tisch	Mgmt	For	For	For
16	Elect Douglas Warner III Mgmt	For	For	For	
17	Ratification of Auditor	Mgmt	For	For	For
18	Advisory Vote on Executive Compensation	Mgmt	For	For	For
19	Amendment to the 2007 Long-Term Incentive Plan	Mgmt	For	For	For
20	Approval of Material Terms of Senior Officer Performance Goals	Mgmt	For	For	For
21	Shareholder Proposal Regarding Cumulative Voting	ShrHoldr	Against	Against	For
22	Shareholder Proposal Regarding Nuclear Activities	ShrHoldr	Against	Against	For
23	Shareholder Proposal Regarding Independent Board Chair	ShrHoldr	Against	For	Against
24	Shareholder Proposal Regarding Right to Act by Written Consent	ShrHoldr	Against	For	Against

Home Depot, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
HD	CUSIP 437076102	05/17/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect F. Duane Ackerman	Mgmt	For	For	For
2	Elect Francis Blake	Mgmt	For	For	For
3	Elect Ari Bousbib	Mgmt	For	For	For
4	Elect Gregory Brennehan	Mgmt	For	For	For
5	Elect J. Frank Brown	Mgmt	For	For	For
6	Elect Albert Carey	Mgmt	For	For	For
7	Elect Armando Codina	Mgmt	For	For	For
8	Elect Bonnie Hill	Mgmt	For	For	For
9	Elect Karen Katen	Mgmt	For	For	For
10	Elect Ronald Sargent	Mgmt	For	For	For

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11	Ratification of Auditor	Mgmt	For	For	For
12	Advisory Vote on Executive Compensation	Mgmt	For	For	For
13	Amendment to the Employee Stock Purchase Plan	Mgmt	For	For	For
14	Shareholder Proposal Regarding Advisory Vote on Electioneering Expenditures	ShrHoldr	Against	Against	For
15	Shareholder Proposal Regarding Employment Diversity Report	ShrHoldr	Against	Against	For
16	Shareholder Proposal Regarding Right to Act by Written Consent	ShrHoldr	Against	For	Against
17	Shareholder Proposal Regarding Right to Call a Special Meeting	ShrHoldr	Against	For	Against
18	Shareholder Proposal Regarding Charitable Contributions	ShrHoldr	Against	For	Against
19	Shareholder Proposal Regarding Stormwater Management Policy	ShrHoldr	Against	Against	For

Honeywell International Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
HON	CUSIP 438516106	04/23/2012	Voted
Meeting Type	Country of Trade		
Annual	United States		

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Gordon Bethune	Mgmt	For	For	For
2	Elect Kevin Burke	Mgmt	For	For	For
3	Elect Jaime Chico Pardo	Mgmt	For	For	For
4	Elect David Cote	Mgmt	For	For	For
5	Elect D. Scott Davis	Mgmt	For	For	For
6	Elect Linnet Deily	Mgmt	For	For	For
7	Elect Judd Gregg	Mgmt	For	For	For
8	Elect Lord Clive Hollick	Mgmt	For	For	For
9	Elect George Paz	Mgmt	For	For	For
10	Elect Bradley Sheares	Mgmt	For	For	For

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11	Ratification of Auditor	Mgmt	For	For	For
12	Advisory Vote on Executive Compensation	Mgmt	For	For	For
13	Shareholder Proposal Regarding Independent Board Chair	ShrHoldr	Against	Against	For
14	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	For	Against

Intel Corporation

Ticker: INTC  
 Security ID: CUSIP 458140100  
 Meeting Date: 05/17/2012  
 Meeting Status: Voted

Meeting Type: Annual  
 Country of Trade: United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Charlene Barshefsky	Mgmt	For	For	For
2	Elect Andy Bryant	Mgmt	For	For	For
3	Elect Susan Decker	Mgmt	For	For	For
4	Elect John Donahoe	Mgmt	For	For	For
5	Elect Reed Hundt	Mgmt	For	For	For
6	Elect Paul Otellini	Mgmt	For	For	For
7	Elect James Plummer	Mgmt	For	For	For
8	Elect David Pottruck	Mgmt	For	For	For
9	Elect Frank Yeary	Mgmt	For	For	For
10	Elect David Yoffie	Mgmt	For	For	For
11	Ratification of Auditor	Mgmt	For	For	For
12	Advisory Vote on Executive Compensation	Mgmt	For	For	For
13	Shareholder Proposal Regarding Advisory Vote on Electioneering Expenditures	ShrHoldr	Against	Against	For

Johnson & Johnson

Ticker	Security ID:	Meeting Date	Meeting Status
JNJ	CUSIP 478160104	04/26/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Mary Coleman	Mgmt	For	For	For
2	Elect James Cullen	Mgmt	For	For	For
3	Elect Ian Davis	Mgmt	For	For	For
4	Elect Alex Gorsky	Mgmt	For	For	For
5	Elect Michael Johns	Mgmt	For	For	For
6	Elect Susan Lindquist	Mgmt	For	For	For
7	Elect Anne Mulcahy	Mgmt	For	For	For
8	Elect Leo Mullin	Mgmt	For	For	For
9	Elect William Perez	Mgmt	For	For	For
10	Elect Charles Prince	Mgmt	For	For	For
11	Elect David Satcher	Mgmt	For	For	For
12	Elect William Weldon	Mgmt	For	For	For
13	Elect Ronald Williams	Mgmt	For	For	For
14	Advisory Vote on Executive Compensation	Mgmt	For	For	For
15	2012 Long-Term Incentive Plan	Mgmt	For	For	For
16	Ratification of Auditor	Mgmt	For	For	For
17	Shareholder Proposal Regarding Independent Board Chair	ShrHoldr	Against	For	Against
18	Shareholder Proposal Regarding Binding Vote on Electioneering Expenditures	ShrHoldr	Against	Against	For
19	Shareholder Proposal Regarding Animal Welfare	ShrHoldr	Against	Against	For

JPMorgan Chase & Co.

Ticker	Security ID:	Meeting Date	Meeting Status
JPM	CUSIP 46625H100	05/15/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect James Bell	Mgmt	For	For	For
2	Elect Crandall Bowles	Mgmt	For	For	For
3	Elect Stephen Burke	Mgmt	For	For	For
4	Elect David Cote	Mgmt	For	For	For
5	Elect James Crown	Mgmt	For	For	For

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6	Elect James Dimon	Mgmt	For	For	For
7	Elect Timothy Flynn	Mgmt	For	For	For
8	Elect Ellen Futter	Mgmt	For	For	For
9	Elect Laban Jackson, Jr.	Mgmt	For	For	For
10	Elect Lee Raymond	Mgmt	For	For	For
11	Elect William Weldon	Mgmt	For	For	For
12	Ratification of Auditor	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Shareholder Proposal Regarding Affirmation of Political Nonpartisanship	ShrHoldr	Against	Against	For
15	Shareholder Proposal Regarding Independent Board Chairman	ShrHoldr	Against	Against	For
16	Shareholder Proposal Regarding Mortgage Loan Servicing	ShrHoldr	Against	Against	For
17	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	For	Against
18	Shareholder Proposal Regarding Genocide-Free Investing	ShrHoldr	Against	Against	For
19	Shareholder Proposal Regarding Right to Act by Written Consent	ShrHoldr	Against	For	Against
20	Shareholder Proposal Regarding Retention of Shares After Retirement	ShrHoldr	Against	Against	For

Kimberly-Clark Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
KMB	CUSIP 494368103	05/03/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect John Alm	Mgmt	For	For	For
2	Elect John Bergstrom	Mgmt	For	For	For
3	Elect Abelardo Bru	Mgmt	For	For	For
4	Elect Robert Decherd	Mgmt	For	For	For
5	Elect Thomas Falk	Mgmt	For	For	For
6	Elect Fabian Garcia	Mgmt	For	For	For
7	Elect Mae Jemison	Mgmt	For	For	For
8	Elect James Jenness	Mgmt	For	For	For
9	Elect Nancy Karch	Mgmt	For	For	For
10	Elect Ian Read	Mgmt	For	For	For
11	Elect Linda Johnson Rice	Mgmt	For	For	For
12	Elect Marc Shapiro	Mgmt	For	For	For
13	Ratification of Auditor	Mgmt	For	For	For
14	Advisory Vote on Executive Compensation	Mgmt	For	For	For

Kimco Realty Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
KIM	CUSIP 49446R109	05/01/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Milton Cooper	Mgmt	For	For	For
1.2	Elect Philip Coviello	Mgmt	For	For	For
1.3	Elect Richard Dooley	Mgmt	For	For	For
1.4	Elect Joe Grills	Mgmt	For	For	For
1.5	Elect David Henry	Mgmt	For	For	For
1.6	Elect F. Patrick Hughes	Mgmt	For	For	For
1.7	Elect Frank Lourenso	Mgmt	For	For	For
1.8	Elect Colombe Nicholas	Mgmt	For	For	For
1.9	Elect Richard Saltzman	Mgmt	For	For	For
2	Advisory Vote on Executive Compensation	Mgmt	For	For	For
3	Amendment to the 2010 Equity Participation Plan	Mgmt	For	For	For
4	Ratification of Auditor	Mgmt	For	For	For



## Kraft Foods Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
KFT	CUSIP 50075N104	05/23/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Myra Hart	Mgmt	For	For	For
2	Elect Peter Henry	Mgmt	For	For	For
3	Elect Lois Juliber	Mgmt	For	For	For
4	Elect Mark Ketchum	Mgmt	For	For	For
5	Elect Terry Lundgren	Mgmt	For	For	For
6	Elect Mackey McDonald	Mgmt	For	For	For
7	Elect Jorge Mesquita	Mgmt	For	For	For
8	Elect John Pope	Mgmt	For	For	For
9	Elect Fedric Reynolds	Mgmt	For	For	For
10	Elect Irene Rosenfeld	Mgmt	For	For	For
11	Elect Jean-Francois van Boxmeer	Mgmt	For	For	For
12	Advisory Vote on Executive Compensation	Mgmt	For	For	For
13	Company Name Change	Mgmt	For	For	For
14	Ratification of Auditor	Mgmt	For	For	For
15	Shareholder Proposal Regarding Sustainable Forestry Report	ShrHoldr	Against	For	Against
16	Shareholder Proposal Regarding Extended Producer Responsibility	ShrHoldr	Against	Against	For
17	Shareholder Proposal Regarding Lobbying Expenditures	ShrHoldr	Against	For	Against

## Lennar Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
LEN	CUSIP 526057104	04/11/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Irving Bolotin	Mgmt	For	For	For
1.2	Elect Steven Gerard	Mgmt	For	For	For
1.3	Elect Theron Gilliam	Mgmt	For	For	For
1.4	Elect Sherrill Hudson	Mgmt	For	For	For
1.5	Elect R. Kirk Landon	Mgmt	For	For	For
1.6	Elect Sidney Lapidus	Mgmt	For	For	For
1.7	Elect Stuart Miller	Mgmt	For	For	For
1.8	Elect Jeffrey Sonnenfeld	Mgmt	For	For	For

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2	Advisory Vote on Executive Compensation	Mgmt	For	For	For
3	Amendment to the 2007 Equity Compensation Plan	Mgmt	For	For	For
4	2012 Incentive Compensation Plan	Mgmt	For	For	For
5	Ratification of Auditor	Mgmt	For	For	For
6	Shareholder Proposal Regarding Reporting and Reducing Energy Use	ShrHoldr	Against	Against	For

MeadWestvaco Corporation

Ticker                      Security ID:                      Meeting Date                      Meeting Status  
 MWV                              CUSIP 583334107                      04/23/2012                      Voted

Meeting Type                      Country of Trade  
 Annual                                      United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Michael Campbell	Mgmt	For	For	For
2	Elect Thomas Cole, Jr.	Mgmt	For	For	For
3	Elect James Kaiser	Mgmt	For	For	For
4	Elect Richard Kelson	Mgmt	For	For	For
5	Elect James Kilts	Mgmt	For	For	For
6	Elect Susan Kropf	Mgmt	For	For	For
7	Elect Douglas Luke	Mgmt	For	For	For
8	Elect John Luke, Jr.	Mgmt	For	For	For
9	Elect Gracia Martore	Mgmt	For	For	For
10	Elect Timothy Powers	Mgmt	For	For	For
11	Elect Jane Warner	Mgmt	For	For	For
12	Elect Alan Wilson	Mgmt	For	For	For
13	Ratification of Auditor	Mgmt	For	For	For
14	Advisory Vote on Executive Compensation	Mgmt	For	For	For

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Microchip Technology Incorporated

Ticker	Security ID:	Meeting Date	Meeting Status
MCHP	CUSIP 595017104	08/19/2011	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Director Steve Sanghi	Mgmt	For	For	For
1.2	Elect Director Albert J. Hugo-Martinez	Mgmt	For	For	For
1.3	Elect Director L.b. Day	Mgmt	For	For	For
1.4	Elect Director Matthew W. Chapman	Mgmt	For	For	For
1.5	Elect Director Wade F. Meyercord	Mgmt	For	For	For
2	Amend Executive Incentive Bonus Plan	Mgmt	For	For	For
3	Ratify Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers Compensation	Mgmt	For	For	For
5	Advisory Vote on Say on Pay Frequency	Mgmt	3 Years	1 Year	Against

Motorola Mobility Holdings, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
MMI	CUSIP 620097105	11/17/2011	Voted

Meeting Type	Country of Trade
Special	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Approve Merger Agreement	Managem	For	For	For
2	Adjourn Meeting	Managem	For	For	For
3	Advisory Vote on Golden Parachutes	Managem	For	For	For

Nabors Industries Ltd.

Ticker	Security ID:	Meeting Date	Meeting Status
NBR	CUSIP G6359F103	06/05/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect James Crane	Mgmt	For	For	For
1.2	Elect Michael Linn	Mgmt	For	For	For
1.3	Elect John Yearwood	Mgmt	For	For	For
2	Ratification of Auditor	Mgmt	For	For	For
3	Repeal of Classified Board	Mgmt	For	For	For
4	Amendment to Supermajority Requirement Regarding Business Combinations	Mgmt	For	Against	Against
5	Technical Bye-Law Amendments	Mgmt	For	For	For
6	2012 Incentive Bonus Plan	Mgmt	For	Against	Against
7	2012 Stock Plan	Mgmt	For	Against	Against
8	Advisory Vote on Executive Compensation	Mgmt	For	Against	Against
9	Shareholder Proposal Regarding Proxy Access	ShrHoldr	Against	For	Against
10	Shareholder Proposal Regarding Shareholder Approval of Severance Agreements	ShrHoldr	Against	For	Against

New York Community Bancorp, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
NYB	CUSIP 649445103	06/07/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Maureen Clancy	Mgmt	For	For	For
1.2	Elect Hanif Dahya	Mgmt	For	For	For
1.3	Elect Joseph Ficalora	Mgmt	For	For	For
1.4	Elect James O Donovan	Mgmt	For	For	For
2	2012 Stock Incentive Plan	Mgmt	For	For	For
3	Ratification of Auditor	Mgmt	For	For	For
4	Shareholder Proposal Regarding Majority Vote for Election of Directors	ShrHoldr	Against	Against	For

Packaging Corporation of America

Ticker	Security ID:	Meeting Date	Meeting Status
PKG	CUSIP 695156109	05/08/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Cheryl Beebe	Mgmt	For	For	For
1.2	Elect Hasan Jameel	Mgmt	For	For	For
1.3	Elect Mark Kowlzan	Mgmt	For	For	For
1.4	Elect Robert Lyons	Mgmt	For	For	For
1.5	Elect Samuel Menco	Mgmt	For	For	For
1.6	Elect Roger Porter	Mgmt	For	For	For
1.7	Elect Thomas Souleles	Mgmt	For	For	For
1.8	Elect Paul Stecko	Mgmt	For	For	For
1.9	Elect James Woodrum	Mgmt	For	For	For
2	Advisory Vote on Executive Compensation	Mgmt	For	For	For
3	Ratification of Auditor	Mgmt	For	For	For

Pfizer Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
PFE	CUSIP 717081103	04/26/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Dennis Ausiello	Mgmt	For	For	For
2	Elect M. Anthony Burns	Mgmt	For	For	For
3	Elect W. Don Cornwell	Mgmt	For	For	For
4	Elect Frances Fergusson	Mgmt	For	For	For
5	Elect William Gray, III	Mgmt	For	For	For
6	Elect Helen Hobbs	Mgmt	For	For	For
7	Elect Constance Horner	Mgmt	For	For	For
8	Elect James Kilts	Mgmt	For	For	For
9	Elect George Lorch	Mgmt	For	For	For
10	Elect John Mascotte	Mgmt	For	For	For
11	Elect Suzanne Nora Johnson	Mgmt	For	For	For
12	Elect Ian Read	Mgmt	For	For	For
13	Elect Stephen Sanger	Mgmt	For	For	For
14	Elect Marc Tessier-Lavigne	Mgmt	For	For	For

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15	Ratification of Auditor	Mgmt	For	For	For
16	Advisory Vote on Executive Compensation	Mgmt	For	For	For
17	Shareholder Proposal Regarding Political Contributions and Expenditure in Newspapers	ShrHoldr	Against	Against	For
18	Shareholder Proposal Regarding Right to Act by Written Consent	ShrHoldr	Against	For	Against
19	Shareholder Proposal Regarding Right to Call a Special Meeting	ShrHoldr	Against	Against	For
20	Shareholder Proposal Regarding Advisory Vote on Director Compensation	ShrHoldr	Against	Against	For

Regal Entertainment Group

Ticker                      Security ID:                      Meeting Date                      Meeting Status  
RGC                              CUSIP 758766109                      05/09/2012                      Voted

Meeting Type    Country of Trade  
Annual    United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1.1	Elect Charles Brymer	Mgmt	For	For	For
1.2	Elect Michael Campbell	Mgmt	For	For	For
1.3	Elect Alex Yemenidjian	Mgmt	For	For	For
2	Advisory Vote on Executive Compensation	Mgmt	For	For	For
3	Ratification of Auditor	Mgmt	For	For	For
4	Amendment to the 2002 Stock Incentive Plan	Mgmt	For	For	For

Seagate Technology Public Limited Company

Ticker	Security ID:	Meeting Date	Meeting Status
STX	CUSIP G7945M107	10/26/2011	Voted
Meeting Type		Country of Trade	
Annual		Ireland	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Reelect Stephen J. Luczo as Director	Mgmt	For	For	For
2	Reelect D Frank J. Biondi, Jr. as Director	Mgmt	For	For	For
3	Reelect Michael R. Cannon as Director	Mgmt	For	For	For
4	Reelect Lydia M. Marshall as Director	Mgmt	For	For	For
5	Reelect C.S. Park as Director	Mgmt	For	For	For
6	Reelect Gregorio Reyes As Director	Mgmt	For	For	For
7	Reelect Edward J. Zander as Director	Mgmt	For	For	For
8	Approve Omnibus Stock Plan	Mgmt	For	For	For
9	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	Against	Against
10	Authorize the Holding of the 2012 AGM at a Location Outside Ireland	Mgmt	For	For	For
11	Advisory Vote to Ratify Named Executive Officers Compensation	Mgmt	For	For	For
12	Advisory Vote on Say on Pay Frequency	Mgmt	1 Year	1 Year	For
13	Ratify Auditors	Mgmt	For	For	For

State Street Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
STT	CUSIP 857477103	05/16/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Kennett Burnes	Mgmt	For	For	For
2	Elect Peter Coym	Mgmt	For	For	For
3	Elect Patrick de Saint-Aignan	Mgmt	For	For	For
4	Elect Amelia Fawcett	Mgmt	For	For	For
5	Elect David Gruber	Mgmt	For	For	For
6	Elect Linda Hill	Mgmt	For	For	For
7	Elect Joseph Hooley	Mgmt	For	For	For
8	Elect Robert Kaplan	Mgmt	For	For	For
9	Elect Richard Sergel	Mgmt	For	For	For
10	Elect Ronald Skates	Mgmt	For	For	For
11	Elect Gregory Summe	Mgmt	For	For	For
12	Elect Robert Weissman	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Amendment to the 2006 Equity Incentive Plan	Mgmt	For	For	For
15	Ratification of Auditor	Mgmt	For	For	For

Symantec Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
SYMC	CUSIP 871503108	10/25/2011	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Director Stephen M. Bennett	Mgmt	For	For	For
2	Elect Director Michael A. Brown	Mgmt	For	For	For
3	Elect Director Frank E. Dangeard	Mgmt	For	For	For
4	Elect Director Geraldine B. Laybourne	Mgmt	For	For	For



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5	Elect Director David L. Mahoney	Mgmt	For	For	For
6	Elect Director Robert S. Miller	Mgmt	For	For	For
7	Elect Director Enrique Salem	Mgmt	For	For	For
8	Elect Director Daniel H. Schulman	Mgmt	For	For	For
9	Elect Director V. Paul Unruh	Mgmt	For	For	For
10	Ratify Auditors	Mgmt	For	For	For
11	Amend Outside Director Stock Awards/Options in Lieu of Cash	Mgmt	For	For	For
12	Advisory Vote to Ratify Named Executive Officers Compensation	Mgmt	For	For	For
13	Advisory Vote on Say on Pay Frequency	Mgmt	1 Year	1 Year	For
14	Amend Articles/Bylaws/Charter - Call Special Meetings	ShrHoldr	Against	Against	For

TE Connectivity Ltd.

Ticker	Security ID:	Meeting Date	Meeting Status
TEL	CUSIP H84989104	03/07/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Pierre Brondeau	Mgmt	For	For	For
2	Elect Juergen Gromer	Mgmt	For	For	For
3	Elect William Jeffrey	Mgmt	For	For	For
4	Elect Thomas Lynch	Mgmt	For	For	For
5	Elect NAM Yong	Mgmt	For	For	For
6	Elect Daniel Phelan	Mgmt	For	For	For
7	Elect Frederic Poses	Mgmt	For	For	For
8	Elect Lawrence Smith	Mgmt	For	For	For
9	Elect Paula Sneed	Mgmt	For	For	For
10	Elect David Steiner	Mgmt	For	For	For

11	Election John Van Scoter	Mgmt	For	For	For
12	2011 Annual Report	Mgmt	For	For	For
13	Statutory Financial Statements	Mgmt	For	For	For
14	Consolidated Financial Statements	Mgmt	For	For	For
15	Release Board of Directors and Executive Officers	Mgmt	For	For	For
16	Deloitte & Touche	Mgmt	For	For	For
17	Deloitte AG, Zurich	Mgmt	For	For	For
18	PricewaterhouseCoopers AG, Zurich	Mgmt	For	For	For
19	Advisory Vote on Executive Compensation	Mgmt	For	For	For
20	Amendment to the 2007 Stock and Incentive Plan	Mgmt	For	For	For
21	Reduction of Share Capital Under the Share Repurchase Program	Mgmt	For	For	For
22	Authority to Repurchase Shares	Mgmt	For	For	For
23	Dividend Distribution Through a Reduction of Capital	Mgmt	For	For	For
24	Reallocation of Free Reserves to Legal Reserves	Mgmt	For	For	For
25	Right to Adjourn Meeting	Mgmt	For	For	For

Teleflex Incorporated

Ticker	Security ID:	Meeting Date	Meeting Status
TFX	CUSIP 879369106	05/04/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Sigismundus Lubsen	Mgmt	For	For	For
2	Elect Stuart Randle	Mgmt	For	For	For
3	Elect Harold Yoh III	Mgmt	For	For	For
4	Advisory Vote on Executive Compensation	Mgmt	For	For	For
5	Ratification of Auditor	Mgmt	For	For	For

Tenet Healthcare Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
THC	CUSIP 88033G100	05/10/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect John Bush	Mgmt	For	For	For
2	Elect Trevor Fetter	Mgmt	For	For	For
3	Elect Brenda Gaines	Mgmt	For	For	For
4	Elect Karen Garrison	Mgmt	For	For	For
5	Elect Edward Kangas	Mgmt	For	For	For
6	Elect Floyd Loop	Mgmt	For	For	For
7	Elect Richard Pettingill	Mgmt	For	For	For
8	Elect Ronald Rittenmeyer	Mgmt	For	For	For
9	Elect James Unruh	Mgmt	For	For	For
10	Advisory Vote on Executive Compensation	Mgmt	For	For	For
11	Ratification of Auditor	Mgmt	For	For	For
12	Re-approval of the Annual Incentive Plan	Mgmt	For	For	For

Tenet Healthcare Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
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THC CUSIP 88033G100 11/03/2011 Voted  
Meeting Type Country of Trade  
Annual United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Director John Ellis Jeb Bush	Mgmt	For	For	For
2	Elect Director Trevor Fetter	Mgmt	For	For	For
3	Elect Director Brenda J. Gaines	Mgmt	For	For	For

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4	Elect Director Karen M. Garrison	Mgmt	For	For	For
5	Elect Director Edward A. Kangas	Mgmt	For	For	For
6	Elect Director J. Robert Kerrey	Mgmt	For	For	For
7	Elect Director Floyd D. Loop, M.D.	Mgmt	For	For	For
8	Elect Director Richard R. Pettingill	Mgmt	For	For	For
9	Elect Director Ronald A. Rittenmeyer	Mgmt	For	For	For
10	Elect Director James A. Unruh	Mgmt	For	For	For
11	Advisory Vote to Ratify Named Executive Officers Compensation	Mgmt	For	For	For
12	Advisory Vote on Say on Pay Frequency	Mgmt	1 Year	1 Year	For
13	Ratify Auditors	Mgmt	For	For	For

Textron Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
TXT	CUSIP 883203101	04/25/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Scott Donnelly	Mgmt	For	For	For
2	Elect James Conway	Mgmt	For	For	For
3	Elect Lawrence Fish	Mgmt	For	For	For
4	Elect Paul Gagne	Mgmt	For	For	For
5	Elect Dain Hancock	Mgmt	For	For	For
6	Elect Lloyd Trotter	Mgmt	For	For	For
7	Advisory Vote on Executive Compensation	Mgmt	For	For	For
8	Amendment to the Short-Term Incentive Plan	Mgmt	For	For	For
9	Amendment to the 2007 Long-Term Incentive Plan	Mgmt	For	For	For
10	Ratification of Auditor	Mgmt	For	For	For

The Allstate Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
ALL	CUSIP 020002101	05/22/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect F. Duane Ackerman	Mgmt	For	For	For
2	Elect Robert Beyer	Mgmt	For	For	For
3	Elect W. James Farrell	Mgmt	For	For	For
4	Elect Jack Greenberg	Mgmt	For	For	For
5	Elect Ronald LeMay	Mgmt	For	For	For
6	Elect Andrea Redmond	Mgmt	For	For	For
7	Elect H. John Riley, Jr.	Mgmt	For	For	For
8	Elect John Rowe	Mgmt	For	For	For
9	Elect Joshua Smith	Mgmt	For	For	For
10	Elect Judith Sprieser	Mgmt	For	For	For
11	Elect Mary Taylor	Mgmt	For	For	For
12	Elect Thomas Wilson	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Allow Shareholders to Act by Written Consent	Mgmt	For	For	For
15	Approve the Right to Call a Special Meeting	Mgmt	For	For	For
16	Ratification of Auditor	Mgmt	For	For	For
17	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	For	Against

The Gap, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
GPS	CUSIP 364760108	05/15/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Election of Directors	Mgmt	For	For	For
2	Elect Domenico De Sole	Mgmt	For	For	For
3	Elect Robert Fisher	Mgmt	For	For	For
4	Elect William Fisher	Mgmt	For	For	For
5	Elect Isabella Goren	Mgmt	For	For	For
6	Elect Bob Martin	Mgmt	For	For	For
7	Elect Jorge Montoya	Mgmt	For	For	For
8	Elect Glenn Murphy	Mgmt	For	For	For
9	Elect Mayo Shattuck III	Mgmt	For	For	For
10	Elect Katherine Tsang	Mgmt	For	For	For
11	Ratification of Auditor	Mgmt	For	For	For
12	Advisory Vote on Executive Compensation	Mgmt	For	For	For
13	Shareholder Proposal Regarding Human Rights in Sri Lanka	ShrHoldr	Against	Against	For

The Travelers Companies, Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
TRV	CUSIP 89417E109	05/23/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Alan Beller	Mgmt	For	For	For
2	Elect John Dasburg	Mgmt	For	For	For
3	Elect Janet Dolan	Mgmt	For	For	For
4	Elect Kenneth Duberstein	Mgmt	For	For	For
5	Elect Jay Fishman	Mgmt	For	For	For
6	Elect Lawrence Graev	Mgmt	For	For	For
7	Elect Patricia Higgins	Mgmt	For	For	For
8	Elect Thomas Hodgson	Mgmt	For	For	For
9	Elect William Kane	Mgmt	For	For	For
10	Elect Cleve Killingsworth, Jr.	Mgmt	For	For	For
11	Elect Donald Shepard	Mgmt	For	For	For
12	Elect Laurie Thomsen	Mgmt	For	For	For
13	Ratification of Auditor	Mgmt	For	For	For
14	Advisory Vote on Executive Compensation	Mgmt	For	For	For
15		ShrHoldr	Against	For	Against

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Shareholder Proposal Political Contributions and Expenditures  
Report



Thermo Fisher Scientific Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
TMO	CUSIP 883556102	05/23/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect C. Martin Harris	Mgmt	For	For	For
2	Elect Judy Lewent	Mgmt	For	For	For
3	Elect Jim Manzi	Mgmt	For	For	For
4	Elect Lars Sorenson	Mgmt	For	For	For
5	Elect Elaine Ullian	Mgmt	For	For	For
6	Advisory Vote on Executive Compensation	Mgmt	For	For	For
7	Ratification of Auditor	Mgmt	For	For	For

Time Warner Inc.

Ticker	Security ID:	Meeting Date	Meeting Status
TWX	CUSIP 887317303	05/15/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect James Barksdale	Mgmt	For	For	For
2	Elect William Barr	Mgmt	For	For	For
3	Elect Jeffrey Bewkes	Mgmt	For	For	For
4	Elect Stephen Bollenbach	Mgmt	For	For	For
5	Elect Robert Clark	Mgmt	For	For	For
6	Elect Mathias Dopfner	Mgmt	For	For	For
7	Elect Jessica Einhorn	Mgmt	For	For	For
8	Elect Fred Hassan	Mgmt	For	For	For
9	Elect Kenneth Novack	Mgmt	For	For	For
10	Elect Paul Wachter	Mgmt	For	For	For
11	Elect Deborah Wright	Mgmt	For	For	For
12	Ratification of Auditor	Mgmt	For	For	For
13	Advisory Vote on Executive Compensation	Mgmt	For	For	For
14	Shareholder Proposal Regarding Right to Act by Written Consent	ShrHoldr	Against	For	Against

Tyco International Ltd.

Ticker	Security ID:	Meeting Date	Meeting Status
TYC	CUSIP H89128104	03/07/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Accounts and Reports	Mgmt	For	For	For
2	Ratification of Board Acts	Mgmt	For	Against	Against
3.1	Elect Edward Breen	Mgmt	For	For	For
3.2	Elect Michael Daniels	Mgmt	For	For	For
3.3	Elect Timothy Donahue	Mgmt	For	For	For
3.4	Elect Brian Duperreault	Mgmt	For	For	For
3.5	Elect Bruce Gordon	Mgmt	For	For	For
3.6	Elect Rajiv Gupta	Mgmt	For	For	For
3.7	Elect John Krol	Mgmt	For	For	For
3.8	Elect Brendan O Neill	Mgmt	For	For	For
3.9	Elect Dinesh Paliwal	Mgmt	For	For	For
3.10	Elect William Stavropoulos	Mgmt	For	For	For
3.11	Elect Sandra Wijnberg	Mgmt	For	For	For
3.12	Elect R. David Yost	Mgmt	For	For	For
4	Appointment of Auditor	Mgmt	For	For	For
5	Appointment of Auditor	Mgmt	For	For	For
6	Appointment of Auditor	Mgmt	For	For	For
7	Allocation of Profits/Dividends	Mgmt	For	For	For
8	Consolidation of Reserves	Mgmt	For	For	For
9	Approval of Ordinary Cash Dividend	Mgmt	For	For	For
10	Advisory Vote on Executive Compensation	Mgmt	For	For	For
11	Amendments to Articles Of Association	Mgmt	For	For	For

Valero Energy Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
VLO	CUSIP 91913Y100	05/03/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Ronald Calgaard	Mgmt	For	For	For
2	Elect Jerry Choate	Mgmt	For	For	For
3	Elect Ruben Escobedo	Mgmt	For	For	For
4	Elect William Klesse	Mgmt	For	For	For
5	Elect Bob Marbut	Mgmt	For	For	For
6	Elect Donald Nickles	Mgmt	For	For	For
7	Elect Phillip Pfeiffer	Mgmt	For	For	For
8	Elect Robert Profusek	Mgmt	For	For	For
9	Elect Susan Purcell	Mgmt	For	For	For
10	Elect Stephen Waters	Mgmt	For	For	For
11	Elect Randall Weisenburger	Mgmt	For	For	For
12	Elect Rayford Wilkins Jr.	Mgmt	For	For	For
13	Ratification of Auditor	Mgmt	For	For	For
14	Advisory Vote on Executive Compensation	Mgmt	For	For	For
15	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	For	Against
16	Shareholder Proposal Regarding Safety Report	ShrHoldr	Against	For	Against

Weatherford International Ltd.

Ticker	Security ID:	Meeting Date	Meeting Status
WFT	CUSIP H27013103	05/23/2012	Voted

Meeting Type	Country of Trade
Annual	United States

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Accounts and Reports	Mgmt	For	For	For
2	Ratification of Board Acts	Mgmt	For	Against	Against

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3	Elect Bernard Duroc-Danner	Mgmt	For	Against	Against
4	Elect Samuel Bodman III	Mgmt	For	Against	Against
5	Elect Nicholas Brady	Mgmt	For	For	For
6	Elect David Butters	Mgmt	For	Against	Against
7	Elect William Macaulay	Mgmt	For	Against	Against
8	Elect Robert Moses, Jr.	Mgmt	For	Against	Against
9	Elect Guillermo Ortiz Martinez	Mgmt	For	For	For
10	Elect Emyr Parry	Mgmt	For	For	For
11	Elect Robert Rayne	Mgmt	For	Against	Against
12	Ratification of Auditor	Mgmt	For	Against	Against
13	Increase in Authorized Capital	Mgmt	For	For	For
14	Amendment to 2010 Omnibus Incentive Plan	Mgmt	For	For	For
15	Advisory Vote on Executive Compensation	Mgmt	For	Against	Against

Windstream Corporation

Ticker	Security ID:	Meeting Date	Meeting Status
WIN	CUSIP 97381W104	05/09/2012	Voted
Meeting Type		Country of Trade	
Annual		United States	

Issue No.	Description	Proponent	Mgmt Rec	Vote Cast	For/Against Mgmt
1	Elect Carol Armitage	Mgmt	For	For	For
2	Elect Samuel Beall, III	Mgmt	For	For	For
3	Elect Dennis Foster	Mgmt	For	For	For
4	Elect Francis Frantz	Mgmt	For	For	For
5	Elect Jeffery Gardner	Mgmt	For	For	For
6	Elect Jeffrey Hinson	Mgmt	For	For	For
7	Elect Judy Jones	Mgmt	For	For	For
8	Elect William Montgomery	Mgmt	For	For	For
9	Elect Alan Wells	Mgmt	For	For	For
10	Performance Incentive Compensation Plan	Mgmt	For	For	For
11	Advisory Vote on Executive Compensation	Mgmt	For	For	For
12	Ratification of Auditor	Mgmt	For	For	For
13	Shareholder Proposal Regarding Compensation in the Event of a Change in Control	ShrHoldr	Against	For	Against
14	Shareholder Proposal Regarding Political Contributions and Expenditures Report	ShrHoldr	Against	Against	For

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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 market 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.

### 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.

TCW Strategic Income Fund, Inc.  
(Registrant)

By           /s/ CHARLES W. BALDISWIELER  
**President and Chief Executive Officer**

(Signature & Title)

Date August 28, 2012