

Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

MFS SPECIAL VALUE TRUST  
Form N-PX  
August 28, 2012

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF  
REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-5912

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MFS SPECIAL VALUE TRUST

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(Exact name of registrant as specified in charter)

500 Boylston Street, Boston, Massachusetts 02116

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(Address of principal executive offices) (Zip code)

Susan S. Newton  
Massachusetts Financial Services Company  
500 Boylston Street  
Boston, Massachusetts 02116

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(Name and address of agents for service)

Registrant's telephone number, including area code: (617) 954-5000

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Date of fiscal year end: October 31

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

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ITEM 1. PROXY VOTING RECORD.

\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-05912  
Reporting Period: 07/01/2011 - 06/30/2012  
MFS Special Value Trust

===== MFS Special Value Trust =====

3M COMPANY

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Ticker: MMM Security ID: 88579Y101  
 Meeting Date: MAY 08, 2012 Meeting Type: Annual  
 Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Linda G. Alvarado	For	For	Management
2	Elect Director Vance D. Coffman	For	For	Management
3	Elect Director Michael L. Eskew	For	For	Management
4	Elect Director W. James Farrell	For	For	Management
5	Elect Director Herbert L. Henkel	For	For	Management
6	Elect Director Edward M. Liddy	For	For	Management
7	Elect Director Robert S. Morrison	For	For	Management
8	Elect Director Aulana L. Peters	For	For	Management
9	Elect Director Inge G. Thulin	For	For	Management
10	Elect Director Robert J. Ulrich	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Amend Qualified Employee Stock Purchase Plan	For	Against	Management
14	Amend Omnibus Stock Plan	For	Against	Management
15	Report on Lobbying Payments and Policy	Against	For	Shareholder
16	Prohibit Political Contributions	Against	Against	Shareholder
17	Require Independent Board Chairman	Against	Against	Shareholder

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### ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100  
 Meeting Date: APR 27, 2012 Meeting Type: Annual  
 Record Date: FEB 29, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Alpern	For	For	Management
1.2	Elect Director Roxanne S. Austin	For	For	Management
1.3	Elect Director Sally E. Blount	For	For	Management
1.4	Elect Director W. James Farrell	For	For	Management
1.5	Elect Director Edward M. Liddy	For	For	Management
1.6	Elect Director Nancy McKinstry	For	For	Management
1.7	Elect Director Phebe N. Novakovic	For	For	Management
1.8	Elect Director William A. Osborn	For	For	Management
1.9	Elect Director Samuel C. Scott, III	For	For	Management
1.10	Elect Director Glenn F. Tilton	For	For	Management
1.11	Elect Director Miles D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Research Animal Care and Promotion of Testing Alternatives	Against	Against	Shareholder
5	Report on Lobbying Payments and Policy	Against	For	Shareholder
6	Require Independent Board Chairman	Against	Against	Shareholder
7	Adopt Anti Gross-up Policy	Against	Against	Shareholder
8	Stock Retention/Holding Period	Against	Against	Shareholder
9	Cease Compliance Adjustments to Performance Criteria	Against	Against	Shareholder
10	Pro-rata Vesting of Equity Plans	Against	Against	Shareholder

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### ACCURIDE CORPORATION

Ticker: ACW Security ID: 00439T206  
 Meeting Date: APR 24, 2012 Meeting Type: Annual  
 Record Date: MAR 15, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Keith E. Busse	For	Withhold	Management
1.2	Elect Director Richard F. Dauch	For	Withhold	Management
1.3	Elect Director Benjamin C. Duster, IV	For	Withhold	Management
1.4	Elect Director Lewis M. Kling	For	For	Management
1.5	Elect Director Stephen S. Ledoux	For	Withhold	Management
1.6	Elect Director John W. Risner	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

### AIRGAS, INC.

Ticker: ARG Security ID: 009363102  
 Meeting Date: AUG 29, 2011 Meeting Type: Annual  
 Record Date: JUL 01, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter McCausland	For	Withhold	Management
1.2	Elect Director Lee M. Thomas	For	Withhold	Management
1.3	Elect Director John C. van Roden, Jr.	For	Withhold	Management
1.4	Elect Director Ellen C. Wolf	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

### AT&T INC.

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 27, 2012 Meeting Type: Annual  
 Record Date: FEB 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Randall L. Stephenson	For	For	Management
2	Elect Director Gilbert F. Amelio	For	For	Management
3	Elect Director Reuben V. Anderson	For	For	Management
4	Elect Director James H. Blanchard	For	For	Management
5	Elect Director Jaime Chico Pardo	For	For	Management
6	Elect Director James P. Kelly	For	For	Management
7	Elect Director Jon C. Madonna	For	For	Management
8	Elect Director John B. McCoy	For	For	Management
9	Elect Director Joyce M. Roche	For	For	Management
10	Elect Director Matthew K. Rose	For	For	Management
11	Elect Director Laura D'Andrea Tyson	For	For	Management
12	Ratification Of Appointment Of Independent Auditors.	For	For	Management
13	Advisory Vote to Ratify Named	For	For	Management

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Executive Officers' Compensation				
14	Provide Right to Act by Written Consent	For	For	Management
15	Report on Political Contributions	Against	For	Shareholder
16	Commit to Wireless Network Neutrality	Against	Against	Shareholder
17	Require Independent Board Chairman	Against	Against	Shareholder

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### BECTON, DICKINSON AND COMPANY

Ticker:           BDX                           Security ID: 075887109  
Meeting Date: JAN 31, 2012   Meeting Type: Annual  
Record Date: DEC 12, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Basil L. Anderson	For	For	Management
2	Elect Director Henry P. Becton, Jr.	For	For	Management
3	Elect Director Edward F. Degraan	For	For	Management
4	Elect Director Vincent A. Forlenza	For	For	Management
5	Elect Director Claire M. Fraser-liggett	For	For	Management
6	Elect Director Christopher Jones	For	For	Management
7	Elect Director Marshall O. Larsen	For	For	Management
8	Elect Director Edward J. Ludwig	For	For	Management
9	Elect Director Adel A.F. Mahmoud	For	For	Management
10	Elect Director Gary A. Mecklenburg	For	For	Management
11	Elect Director James F. Orr	For	For	Management
12	Elect Director Willard J. Overlock, Jr	For	For	Management
13	Elect Director Bertram L. Scott	For	For	Management
14	Elect Director Alfred Sommer	For	For	Management
15	Ratify Auditors	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Provide for Cumulative Voting	Against	Against	Shareholder

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### BLACKROCK, INC.

Ticker:           BLK                           Security ID: 09247X101  
Meeting Date: MAY 24, 2012   Meeting Type: Annual  
Record Date: MAR 29, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William S. Demchak	For	For	Management
2	Elect Director Laurence D. Fink	For	For	Management
3	Elect Director Robert S. Kapito	For	For	Management
4	Elect Director Thomas H. O'Brien	For	For	Management
5	Elect Director Ivan G. Seidenberg	For	For	Management
6	Declassify the Board of Directors	For	For	Management
7	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
8	Ratify Auditors	For	For	Management

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### DANAHER CORPORATION

Ticker:           DHR                           Security ID: 235851102  
Meeting Date: MAY 08, 2012   Meeting Type: Annual

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Record Date: MAR 09, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Mortimer M. Caplin	For	For	Management
2	Elect Director Donald J. Ehrlich	For	For	Management
3	Elect Director Linda P. Hefner	For	For	Management
4	Elect Director Teri List-Stoll	For	For	Management
5	Elect Director Walter G. Lohr, Jr.	For	For	Management
6	Ratify Auditors	For	For	Management
7	Increase Authorized Common Stock	For	For	Management
8	Amend Executive Incentive Bonus Plan	For	For	Management
9	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

### EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102  
 Meeting Date: MAY 30, 2012 Meeting Type: Annual  
 Record Date: APR 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management
1.2	Elect Director P. Brabeck-Letmathe	For	For	Management
1.3	Elect Director L.R. Faulkner	For	For	Management
1.4	Elect Director J.S. Fishman	For	Withhold	Management
1.5	Elect Director H.H. Fore	For	For	Management
1.6	Elect Director K.C. Frazier	For	For	Management
1.7	Elect Director W.W. George	For	Withhold	Management
1.8	Elect Director S.J. Palmisano	For	Withhold	Management
1.9	Elect Director S.S. Reinemund	For	For	Management
1.10	Elect Director R.W. Tillerson	For	Withhold	Management
1.11	Elect Director E.E. Whitacre, Jr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Require Independent Board Chairman	Against	Against	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Report on Political Contributions	Against	For	Shareholder
7	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	Against	Shareholder
8	Report on Hydraulic Fracturing Risks to Company	Against	For	Shareholder
9	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder

### INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 24, 2012 Meeting Type: Annual  
 Record Date: FEB 24, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Alain J.P. Belda	For	For	Management
2	Elect Director William R. Brody	For	For	Management

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3	Elect Director Kenneth I. Chenault	For	For	Management
4	Elect Director Michael L. Eskew	For	For	Management
5	Elect Director David N. Farr	For	For	Management
6	Elect Director Shirley Ann Jackson	For	For	Management
7	Elect Director Andrew N. Liveris	For	For	Management
8	Elect Director W. James McNerney, Jr.	For	For	Management
9	Elect Director James W. Owens	For	For	Management
10	Elect Director Samuel J. Palmisano	For	For	Management
11	Elect Director Virginia M. Rometty	For	For	Management
12	Elect Director Joan E. Spero	For	For	Management
13	Elect Director Sidney Taurel	For	For	Management
14	Elect Director Lorenzo H. Zambrano	For	For	Management
15	Ratify Auditors	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Provide for Cumulative Voting	Against	Against	Shareholder
18	Report on Political Contributions	Against	Against	Shareholder
19	Report on Lobbying Expenses	Against	Against	Shareholder

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### JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 26, 2012 Meeting Type: Annual  
 Record Date: FEB 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Mary Sue Coleman	For	For	Management
2	Elect Director James G. Cullen	For	For	Management
3	Elect Director Ian E.l. Davis	For	For	Management
4	Elect Director Alex Gorsky	For	For	Management
5	Elect Director Michael M.e. Johns	For	For	Management
6	Elect Director Susan L. Lindquist	For	For	Management
7	Elect Director Anne M. Mulcahy	For	For	Management
8	Elect Director Leo F. Mullin	For	For	Management
9	Elect Director William D. Perez	For	For	Management
10	Elect Director Charles Prince	For	For	Management
11	Elect Director David Satcher	For	For	Management
12	Elect Director William C. Weldon	For	For	Management
13	Elect Director Ronald A. Williams	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Approve Omnibus Stock Plan	For	Against	Management
16	Ratify Auditors	For	For	Management
17	Require Independent Board Chairman	Against	Against	Shareholder
18	Require Shareholder Vote to Approve Political Contributions	Against	Against	Shareholder
19	Adopt Animal-Free Training Methods	Against	Against	Shareholder

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### JOHNSON CONTROLS, INC.

Ticker: JCI Security ID: 478366107  
 Meeting Date: JAN 25, 2012 Meeting Type: Annual  
 Record Date: NOV 17, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis W. Archer	For	Withhold	Management

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1.2	Elect Director Mark P. Vergnano	For	For	Management
1.3	Elect Director Richard Goodman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Declassify the Board of Directors	Against	For	Shareholder

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JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 15, 2012 Meeting Type: Annual  
 Record Date: MAR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James A. Bell	For	For	Management
2	Elect Director Crandall C. Bowles	For	For	Management
3	Elect Director Stephen B. Burke	For	For	Management
4	Elect Director David M. Cote	For	For	Management
5	Elect Director James S. Crown	For	For	Management
6	Elect Director James Dimon	For	For	Management
7	Elect Director Timothy P. Flynn	For	For	Management
8	Elect Director Ellen V. Futter	For	For	Management
9	Elect Director Laban P. Jackson, Jr.	For	For	Management
10	Elect Director Lee R. Raymond	For	For	Management
11	Elect Director William C. Weldon	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Affirm Political Non-Partisanship	Against	Against	Shareholder
15	Require Independent Board Chairman	Against	Against	Shareholder
16	Report on Loan Modifications	Against	Against	Shareholder
17	Report on Political Contributions	Against	Against	Shareholder
18	Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity	Against	Against	Shareholder
19	Provide Right to Act by Written Consent	Against	For	Shareholder
20	Stock Retention	Against	Against	Shareholder

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LOCKHEED MARTIN CORPORATION

Ticker: LMT Security ID: 539830109  
 Meeting Date: APR 26, 2012 Meeting Type: Annual  
 Record Date: MAR 01, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Nolan D. Archibald	For	For	Management
2	Elect Director Rosalind G. Brewer	For	For	Management
3	Elect Director David B. Burritt	For	For	Management
4	Elect Director James O. Ellis, Jr.	For	For	Management
5	Elect Director Thomas J. Falk	For	For	Management
6	Elect Director Gwendolyn S. King	For	For	Management
7	Elect Director James M. Loy	For	For	Management
8	Elect Director Douglas H. McCorkindale	For	For	Management
9	Elect Director Joseph W. Ralston	For	For	Management
10	Elect Director Anne Stevens	For	For	Management

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11	Elect Director Robert J. Stevens	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Require Independent Board Chairman	Against	Against	Shareholder

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### METLIFE, INC.

Ticker: MET Security ID: 59156R108  
 Meeting Date: APR 24, 2012 Meeting Type: Annual  
 Record Date: MAR 01, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John M. Keane	For	For	Management
1.2	Elect Director Catherine R. Kinney	For	For	Management
1.3	Elect Director Hugh B. Price	For	For	Management
1.4	Elect Director Kenton J. Sicchitano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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### NEW YOUNG BROADCASTING HOLDINGS CO. INC.

Ticker: YBTVQ Security ID: 650151103  
 Meeting Date: FEB 08, 2012 Meeting Type: Annual  
 Record Date: JAN 08, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Anthony Cassara	For	For	Management
2	Elect Director Sheldon Galloway	For	For	Management
3	Elect Director Soo Kim	For	For	Management
4	Elect Director Kevin Shea	For	For	Management
5	Elect Director Thomas Sullivan	For	For	Management

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### OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105  
 Meeting Date: MAY 04, 2012 Meeting Type: Annual  
 Record Date: MAR 13, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Spencer Abraham	For	For	Management
2	Elect Director Howard I. Atkins	For	For	Management
3	Elect Director Stephen I. Chazen	For	For	Management
4	Elect Director Edward P. Djerejian	For	For	Management
5	Elect Director John E. Feick	For	For	Management
6	Elect Director Margaret M. Foran	For	For	Management
7	Elect Director Carlos M. Gutierrez	For	For	Management
8	Elect Director Ray R. Irani	For	For	Management
9	Elect Director Avedick B. Poladian	For	For	Management
10	Elect Director Aziz D. Syriani	For	For	Management
11	Elect Director Rosemary Tomich	For	For	Management
12	Advisory Vote to Ratify Named	For	For	Management



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	Executive Officers' Compensation			
13	Ratify Auditors	For	For	Management
14	Request Director Nominee with Environmental Qualifications	Against	Against	Shareholder

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OPTI CANADA INC.

Ticker: OPC Security ID: 68383KAB5  
 Meeting Date: SEP 07, 2011 Meeting Type: Bondholder  
 Record Date: AUG 04, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Bondholder Resolution: The Plan	For	For	Management

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PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 26, 2012 Meeting Type: Annual  
 Record Date: FEB 28, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Dennis A. Ausiello	For	For	Management
2	Elect Director M. Anthony Burns	For	For	Management
3	Elect Director W. Don Cornwell	For	For	Management
4	Elect Director Frances D. Fergusson	For	For	Management
5	Elect Director William H. Gray, III	For	For	Management
6	Elect Director Helen H. Hobbs	For	For	Management
7	Elect Director Constance J. Horner	For	For	Management
8	Elect Director James M. Kilts	For	For	Management
9	Elect Director George A. Lorch	For	For	Management
10	Elect Director John P. Mascotte	For	For	Management
11	Elect Director Suzanne Nora Johnson	For	For	Management
12	Elect Director Ian C. Read	For	For	Management
13	Elect Director Stephen W. Sanger	For	For	Management
14	Elect Director Marc Tessier-Lavigne	For	For	Management
15	Ratify Auditors	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Publish Political Contributions	Against	Against	Shareholder
18	Provide Right to Act by Written Consent	Against	For	Shareholder
19	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
20	Non-Employee Director Compensation	Against	Against	Shareholder

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PG&E CORPORATION

Ticker: PCG Security ID: 69331C108  
 Meeting Date: MAY 14, 2012 Meeting Type: Annual  
 Record Date: MAR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David R. Andrews	For	For	Management
2	Elect Director Lewis Chew	For	For	Management
3	Elect Director C. Lee Cox	For	For	Management

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4	Elect Director Anthony F. Earley, Jr.	For	For	Management
5	Elect Director Fred J. Fowler	For	For	Management
6	Elect Director Maryellen C. Herringer	For	For	Management
7	Elect Director Roger H. Kimmel	For	For	Management
8	Elect Director Richard A. Meserve	For	For	Management
9	Elect Director Forrest E. Miller	For	For	Management
10	Elect Director Rosendo G. Parra	For	For	Management
11	Elect Director Barbara L. Rambo	For	For	Management
12	Elect Director Barry Lawson Williams	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Formulate EEO Policy That Does Not Include Sexual Orientation	Against	Against	Shareholder

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### PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109  
 Meeting Date: MAY 09, 2012 Meeting Type: Annual  
 Record Date: MAR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Harold Brown	For	For	Management
2	Elect Director Mathis Cabiallavetta	For	For	Management
3	Elect Director Louis C. Camilleri	For	For	Management
4	Elect Director J. Dudley Fishburn	For	For	Management
5	Elect Director Jennifer Li	For	For	Management
6	Elect Director Graham Mackay	For	For	Management
7	Elect Director Sergio Marchionne	For	For	Management
8	Elect Director Kalpana Morparia	For	For	Management
9	Elect Director Lucio A. Noto	For	For	Management
10	Elect Director Robert B. Polet	For	For	Management
11	Elect Director Carlos Slim Helu	For	For	Management
12	Elect Director Stephen M. Wolf	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Approve Restricted Stock Plan	For	For	Management
16	Require Independent Board Chairman	Against	Against	Shareholder
17	Establish Ethics Committee to Review Marketing Activities	Against	Against	Shareholder

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### PPG INDUSTRIES, INC.

Ticker: PPG Security ID: 693506107  
 Meeting Date: APR 19, 2012 Meeting Type: Annual  
 Record Date: FEB 17, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles E. Bunch	For	For	Management
1.2	Elect Director Robert Ripp	For	For	Management
1.3	Elect Director Thomas J. Usher	For	For	Management
1.4	Elect Director David R. Whitwam	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Declassify the Board of Directors	For	For	Management

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4	Ratify Auditors	For	For	Management
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### QUAD/GRAPHICS, INC.

Ticker: QUAD Security ID: 747301109  
 Meeting Date: MAY 14, 2012 Meeting Type: Annual  
 Record Date: MAR 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William J. Abraham, Jr.	For	Withhold	Management
1.2	Elect Director Douglas P. Buth	For	For	Management
1.3	Elect Director Christopher B. Harned	For	Withhold	Management
1.4	Elect Director Betty Ewens Quadracci	For	Withhold	Management
1.5	Elect Director J. Joel Quadracci	For	Withhold	Management
1.6	Elect Director Thomas O. Ryder	For	For	Management
1.7	Elect Director John S. Shiely	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management

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### TARGET CORPORATION

Ticker: TGT Security ID: 87612E106  
 Meeting Date: JUN 13, 2012 Meeting Type: Annual  
 Record Date: APR 16, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roxanne S. Austin	For	For	Management
1.2	Elect Director Calvin Darden	For	For	Management
1.3	Elect Director Mary N. Dillon	For	For	Management
1.4	Elect Director James A. Johnson	For	Withhold	Management
1.5	Elect Director Mary E. Minnick	For	For	Management
1.6	Elect Director Anne M. Mulcahy	For	Withhold	Management
1.7	Elect Director Derica W. Rice	For	For	Management
1.8	Elect Director Stephen W. Sanger	For	For	Management
1.9	Elect Director Gregg W. Steinhafel	For	For	Management
1.10	Elect Director John G. Stumpf	For	For	Management
1.11	Elect Director Solomon D. Trujillo	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Report on Electronics Recycling and Preventing E-Waste Export	Against	Against	Shareholder
6	Prohibit Political Contributions	Against	Against	Shareholder

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### THE BANK OF NEW YORK MELLON CORPORATION

Ticker: BK Security ID: 064058100  
 Meeting Date: APR 10, 2012 Meeting Type: Annual  
 Record Date: FEB 10, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ruth E. Bruch	For	For	Management
2	Elect Director Nicholas M. Donofrio	For	For	Management
3	Elect Director Gerald L. Hassell	For	For	Management

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4	Elect Director Edmund F. Kelly	For	For	Management
5	Elect Director Richard J. Kogan	For	For	Management
6	Elect Director Michael J. Kowalski	For	For	Management
7	Elect Director John A. Luke, Jr.	For	For	Management
8	Elect Director Mark A. Nordenberg	For	For	Management
9	Elect Director Catherine A. Rein	For	For	Management
10	Elect Director William C. Richardson	For	For	Management
11	Elect Director Samuel C. Scott, III	For	For	Management
12	Elect Director Wesley W. von Schack	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
14	Ratify Auditors	For	For	Management
15	Require Independent Board Chairman	Against	Against	Shareholder
16	Restore or Provide for Cumulative Voting	Against	Against	Shareholder

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### THE GOLDMAN SACHS GROUP, INC.

Ticker: GS Security ID: 38141G104  
 Meeting Date: MAY 24, 2012 Meeting Type: Annual  
 Record Date: MAR 26, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lloyd C. Blankfein	For	For	Management
2	Elect Director M. Michele Burns	For	For	Management
3	Elect Director Gary D. Cohn	For	For	Management
4	Elect Director Claes Dahlback	For	For	Management
5	Elect Director Stephen Friedman	For	For	Management
6	Elect Director William W. George	For	For	Management
7	Elect Director James A. Johnson	For	Against	Management
8	Elect Director Lakshmi N. Mittal	For	For	Management
9	Elect Director James J. Schiro	For	For	Management
10	Elect Director Debora L. Spar	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Ratify Auditors	For	For	Management
13	Provide for Cumulative Voting	Against	Against	Shareholder
14	Stock Retention/Holding Period	Against	Against	Shareholder
15	Report on Lobbying Payments and Policy	Against	Against	Shareholder

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### THE TRAVELERS COMPANIES, INC.

Ticker: TRV Security ID: 89417E109  
 Meeting Date: MAY 23, 2012 Meeting Type: Annual  
 Record Date: MAR 26, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Alan L. Beller	For	For	Management
2	Elect Director John H. Dasburg	For	For	Management
3	Elect Director Janet M. Dolan	For	For	Management
4	Elect Director Kenneth M. Duberstein	For	For	Management
5	Elect Director Jay S. Fishman	For	For	Management
6	Elect Director Lawrence G. Graev	For	For	Management
7	Elect Director Patricia L. Higgins	For	For	Management
8	Elect Director Thomas R. Hodgson	For	For	Management

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9	Elect Director William J. Kane	For	For	Management
10	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
11	Elect Director Donald J. Shepard	For	For	Management
12	Elect Director Laurie J. Thomsen	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Report on Political Contributions	Against	For	Shareholder

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### THE WESTERN UNION COMPANY

Ticker: WU Security ID: 959802109  
 Meeting Date: MAY 23, 2012 Meeting Type: Annual  
 Record Date: MAR 26, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Richard A. Goodman	For	For	Management
2	Elect Director Roberto G. Mendoza	For	For	Management
3	Elect Director Michael A. Miles, Jr.	For	For	Management
4	Declassify the Board of Directors	For	For	Management
5	Ratify Auditors	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Adopt Proxy Access Right	Against	Against	Shareholder
9	Adopt Proxy Statement Reporting on Political Contributions and Advisory Vote	Against	Against	Shareholder

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### UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109  
 Meeting Date: APR 11, 2012 Meeting Type: Annual  
 Record Date: FEB 15, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Louis R. Chenevert	For	For	Management
2	Elect Director John V. Faraci	For	For	Management
3	Elect Director Jean-Pierre Garnier, Ph. D.	For	For	Management
4	Elect Director Jamie S. Gorelick	For	For	Management
5	Elect Director Edward A. Kangas	For	For	Management
6	Elect Director Ellen J. Kullman	For	For	Management
7	Elect Director Richard D. McCormick	For	For	Management
8	Elect Director Harold McGraw, III	For	For	Management
9	Elect Director Richard B. Myers	For	For	Management
10	Elect Director H. Patrick Swygert	For	For	Management
11	Elect Director Andre Villeneuve	For	For	Management
12	Elect Director Christine Todd Whitman	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management

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VISA INC.

Ticker: V Security ID: 92826C839  
 Meeting Date: JAN 31, 2012 Meeting Type: Annual  
 Record Date: DEC 05, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Gary P. Coughlan	For	For	Management
2	Elect Director Mary B. Cranston	For	For	Management
3	Elect Director Francisco Javier Fernandez-Carbajal	For	For	Management
4	Elect Director Robert W. Matschullat	For	For	Management
5	Elect Director Cathy E. Minehan	For	For	Management
6	Elect Director Suzanne Nora Johnson	For	For	Management
7	Elect Director David J. Pang	For	For	Management
8	Elect Director Joseph W. Saunders	For	For	Management
9	Elect Director William S. Shanahan	For	For	Management
10	Elect Director John A. Swainson	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Amend Omnibus Stock Plan	For	For	Management
13	Ratify Auditors	For	For	Management

VODAFONE GROUP PLC

Ticker: VOD Security ID: 92857W209  
 Meeting Date: JUL 26, 2011 Meeting Type: Annual  
 Record Date: JUN 03, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Elect Gerard Kleisterlee as Director	For	For	Management
3	Re-elect John Buchanan as Director	For	For	Management
4	Re-elect Vittorio Colao as Director	For	For	Management
5	Re-elect Michel Combes as Director	For	For	Management
6	Re-elect Andy Halford as Director	For	For	Management
7	Re-elect Stephen Pusey as Director	For	For	Management
8	Elect Renee James as Director	For	For	Management
9	Re-elect Alan Jebson as Director	For	For	Management
10	Re-elect Samuel Jonah as Director	For	For	Management
11	Re-elect Nick Land as Director	For	For	Management
12	Re-elect Anne Lauvergeon as Director	For	For	Management
13	Re-elect Luc Vandavelde as Director	For	For	Management
14	Re-elect Anthony Watson as Director	For	For	Management
15	Re-elect Philip Yea as Director	For	For	Management
16	Approve Final Dividend	For	For	Management
17	Approve Remuneration Report	For	For	Management
18	Reappoint Deloitte LLP as Auditors	For	For	Management
19	Authorise Audit Committee to Fix Remuneration of Auditors	For	For	Management
20	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
21	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
22	Authorise Market Purchase	For	For	Management
23	Authorise the Company to Call EGM with	For	For	Management

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Two Weeks' Notice

===== END NPX REPORT

SIGNATURES

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

Registrant: MFS SPECIAL VALUE TRUST

By (Signature and Title): JOHN M. CORCORAN\*

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John M. Corcoran,  
Principal Executive Officer & President

Date: August 13, 2012

\*By (Signature and Title) /s/ Susan S. Newton

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Susan S. Newton, as attorney-in-fact

\* Executed by Susan S. Newton on behalf of John M. Corcoran pursuant to a Power of Attorney dated July 18th, 2012. (1)

(1) Incorporated by reference to MFS Municipal Series Trust (File Nos. 2-92915 and 811-4096) Post-Effective Amendment No. 54 filed with the SEC via EDGAR on July 26, 2012.