

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

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

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

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

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

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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

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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

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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

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

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

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

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

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

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

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

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

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

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

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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

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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

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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

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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