

VALUE LINE FUND INC  
Form N-PX  
October 10, 2008

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FORM N-PX  
ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

Investment Company Act file number: 811-02265

Value Line Fund, Inc.

220 E. 42 Street, New York, NY 10017  
(Address of principal executive officers)

Mitchell E. Appel  
(Name and address of agent for service)

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

Date of Fiscal year-end: December 31

Date of reporting period: July 1, 2006 – June 30, 2007

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Item 1. Proxy Voting Record:

\*\*\*\*\* FORM N-PX REPORT \*\*\*\*\*

ICA File Number: 811-02265  
Reporting Period: 07/01/2006 - 06/30/2007  
The Value Line Fund, Inc.

===== THE VALUE LINE FUND, INC. =====

ACUITY BRANDS, INC.

Ticker: AYI Security ID: 00508Y102  
Meeting Date: JAN 11, 2007 Meeting Type: Annual  
Record Date: NOV 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Vernon J. Nagel	For	For	Management
1.2	Elect Director John L. Clendenin	For	For	Management
1.3	Elect Director Julia B. North	For	For	Management
2	Ratify Auditors	For	For	Management

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AEROPOSTALE, INC

Ticker: ARO Security ID: 007865108  
Meeting Date: JUN 20, 2007 Meeting Type: Annual  
Record Date: MAY 4, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Julian R. Geiger	For	For	Management
1.2	Elect Director Bodil Arlander	For	For	Management
1.3	Elect Director Ronald Beegle	For	For	Management
1.4	Elect Director John Haugh	For	For	Management
1.5	Elect Director Robert B. Chavez	For	For	Management
1.6	Elect Director Mindy C. Meads	For	For	Management
1.7	Elect Director John D. Howard	For	For	Management
1.8	Elect Director David B. Vermylen	For	For	Management
1.9	Elect Director Karin Hirtler-Garvey	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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AKAMAI TECHNOLOGIES, INC.

Ticker: AKAM Security ID: 00971T101  
Meeting Date: MAY 15, 2007 Meeting Type: Annual  
Record Date: APR 2, 2007

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald Graham	For	For	Management
1.2	Elect Director F. Thomson Leighton	For	For	Management
1.3	Elect Director Paul Sagan	For	For	Management
1.4	Elect Director Naomi Seligman	For	For	Management
2	Ratify Auditors	For	For	Management

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ALBEMARLE CORP.

Ticker: ALB Security ID: 012653101  
 Meeting Date: APR 11, 2007 Meeting Type: Annual  
 Record Date: FEB 1, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Alfred Broaddus, Jr.	For	For	Management
1.2	Elect Director John D. Gottwald	For	For	Management
1.3	Elect Director William M. Gottwald	For	For	Management
1.4	Elect Director R. William Ide III	For	For	Management
1.5	Elect Director Richard L. Morrill	For	For	Management
1.6	Elect Director Seymour S. Preston III	For	For	Management
1.7	Elect Director Mark C. Rohr	For	For	Management
1.8	Elect Director John Sherman, Jr.	For	For	Management
1.9	Elect Director Charles E. Stewart	For	For	Management
1.10	Elect Director Harriett Tee Taggart	For	For	Management
1.11	Elect Director Anne Marie Whittemore	For	For	Management
2	Ratify Auditors	For	For	Management

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ALCON INC.

Ticker: ACL Security ID: H01301102  
 Meeting Date: MAY 9, 2007 Meeting Type: Annual  
 Record Date: MAR 26, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE 2006 ANNUAL REPORT AND ACCOUNTS OF ALCON, INC. AND THE 2006 CONSOLIDATED FINANCIAL STATEMENTS OF ALCON, INC. AND SUBSIDIARIES	For	For	Management
2	APPROPRIATION OF AVAILABLE EARNINGS AND PROPOSED DIVIDEND TO SHAREHOLDERS FOR THE FINANCIAL YEAR 2006	For	For	Management
3	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2006	For	For	Management
4	ELECTION OF KPMG KLYNVELD PEAT MARWICK GOERDELER SA, ZURICH, AS GROUP AND PARENT COMPANY AUDITORS	For	For	Management
5	ELECTION OF ZENSOR REVISIONS AG, ZUG, AS SPECIAL AUDITORS	For	For	Management
6	ELECTION TO THE BOARD OF DIRECTORS: WERNER J. BAUER	For	For	Management
7	ELECTION TO THE BOARD OF DIRECTORS: FRANCISCO CASTANER	For	For	Management
8	ELECTION TO THE BOARD OF DIRECTORS: LODEWIJK J.R. DE VINK	For	For	Management
9	ELECTION TO THE BOARD OF DIRECTORS:	For	For	Management

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GERHARD N. MAYR  
 10 APPROVAL OF SHARE CANCELLATION For For Management

ALLEGHENY TECHNOLOGIES, INC.

Ticker: ATI Security ID: 01741R102  
 Meeting Date: MAY 2, 2007 Meeting Type: Annual  
 Record Date: MAR 5, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Kent Bowen	For	For	Management
1.2	Elect Director L. Patrick Hassey	For	For	Management
1.3	Elect Director John D. Turner	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Prepare a Sustainability Report	Against	For	Shareholder

ALLIED WASTE INDUSTRIES, INC.

Ticker: AW Security ID: 019589308  
 Meeting Date: MAY 17, 2007 Meeting Type: Annual  
 Record Date: MAR 20, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert M. Agate	For	For	Management
1.2	Elect Director Charles H. Cotros	For	For	Management
1.3	Elect Director James W. Crownover	For	For	Management
1.4	Elect Director Stephanie Drescher	For	For	Management
1.5	Elect Director William J. Flynn	For	For	Management
1.6	Elect Director David I. Foley	For	For	Management
1.7	Elect Director Nolan Lehmann	For	For	Management
1.8	Elect Director Steven Martinez	For	For	Management
1.9	Elect Director James A. Quella	For	For	Management
1.10	Elect Director John M. Trani	For	For	Management
1.11	Elect Director John J. Zillmer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

AMDOCS LIMITED

Ticker: DOX Security ID: G02602103  
 Meeting Date: JAN 18, 2007 Meeting Type: Annual  
 Record Date: NOV 20, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce K. Anderson	For	For	Management
1.2	Elect Director Adrian Gardner	For	For	Management
1.3	Elect Director Charles E. Foster	For	For	Management
1.4	Elect Director James S. Kahan	For	For	Management
1.5	Elect Director Dov Baharav	For	For	Management
1.6	Elect Director Julian A. Brodsky	For	For	Management
1.7	Elect Director Eli Gelman	For	For	Management

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1.8	Elect Director Nehemia Lemelbaum	For	For	Management
1.9	Elect Director John T. McLennan	For	For	Management
1.10	Elect Director Robert A. Minicucci	For	For	Management
1.11	Elect Director Simon Olswang	For	For	Management
1.12	Elect Director Mario Segal	For	Withhold	Management
1.13	Elect Director Joseph Vardi	For	For	Management
2	APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS FOR FISCAL YEAR 2006.	For	For	Management
3	RATIFICATION AND APPROVAL OF ERNST & YOUNG LLP AND AUTHORIZATION OF AUDIT COMMITTEE OF BOARD TO FIX REMUNERATION.	For	For	Management

### AMERICAN INTERNATIONAL GROUP, INC.

Ticker: AIG Security ID: 026874107  
 Meeting Date: MAY 16, 2007 Meeting Type: Annual  
 Record Date: MAR 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marshall A. Cohen	For	For	Management
1.2	Elect Director Martin S. Feldstein	For	For	Management
1.3	Elect Director Ellen V. Futter	For	For	Management
1.4	Elect Director Stephen L. Hammerman	For	For	Management
1.5	Elect Director Richard C. Holbrooke	For	For	Management
1.6	Elect Director Fred H. Langhammer	For	For	Management
1.7	Elect Director George L. Miles, Jr.	For	For	Management
1.8	Elect Director Morris W. Offit	For	For	Management
1.9	Elect Director James F. Orr, III	For	For	Management
1.10	Elect Director Virginia M. Rometty	For	For	Management
1.11	Elect Director Martin J. Sullivan	For	For	Management
1.12	Elect Director Michael H. Sutton	For	For	Management
1.13	Elect Director Edmund S.W. Tse	For	For	Management
1.14	Elect Director Robert B. Willumstad	For	For	Management
1.15	Elect Director Frank G. Zarb	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder

### AMGEN, INC.

Ticker: AMGN Security ID: 031162100  
 Meeting Date: MAY 9, 2007 Meeting Type: Annual  
 Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Frank J. Biondi, Jr.	For	For	Management
2	Elect Director Jerry D. Choate	For	For	Management
3	Elect Director Frank C. Herringer	For	For	Management
4	Elect Director Gilbert S. Omenn	For	For	Management
5	Ratify Auditors	For	For	Management
6	Declassify the Board of Directors	For	For	Management
7	Declassify the Board of Directors	For	For	Management
8	Develop an Animal Welfare Policy	Against	Against	Shareholder
9	Prepare a Sustainability Report	Against	Against	Shareholder

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AMKOR TECHNOLOGY, INC.

Ticker: AMKR Security ID: 031652100  
 Meeting Date: AUG 8, 2006 Meeting Type: Annual  
 Record Date: JUN 30, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roger A. Carolin	For	For	Management
1.2	Elect Director Winston J. Churchill	For	For	Management
1.3	Elect Director Gregory K. Hinckley	For	For	Management
1.4	Elect Director James J. Kim	For	For	Management
1.5	Elect Director John T. Kim	For	For	Management
1.6	Elect Director Constantine N. Papadakis	For	For	Management
1.7	Elect Director James W. Zug	For	For	Management
2	Ratify Auditors	For	For	Management

AMN HEALTHCARE SERVICES INC.

Ticker: AHS Security ID: 001744101  
 Meeting Date: APR 18, 2007 Meeting Type: Annual  
 Record Date: FEB 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven C. Francis	For	For	Management
1.2	Elect Director Susan R. Nowakowski	For	For	Management
1.3	Elect Director R. Jeffrey Harris	For	For	Management
1.4	Elect Director William F. Miller, III	For	For	Management
1.5	Elect Director Andrew M. Stern	For	For	Management
1.6	Elect Director Douglas D. Wheat	For	For	Management
1.7	Elect Director Paul E. Weaver	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

AMR CORP.

Ticker: AMR Security ID: 001765106  
 Meeting Date: MAY 16, 2007 Meeting Type: Annual  
 Record Date: MAR 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerard J. Arpey	For	For	Management
1.2	Elect Director John W. Bachmann	For	For	Management
1.3	Elect Director David L. Boren	For	For	Management
1.4	Elect Director Armando M. Codina	For	For	Management
1.5	Elect Director Earl G. Graves	For	For	Management
1.6	Elect Director Ann M. Korologos	For	For	Management
1.7	Elect Director Michael A. Miles	For	For	Management
1.8	Elect Director Philip J. Purcell	For	For	Management
1.9	Elect Director Ray M. Robinson	For	For	Management
1.10	Elect Director Judith Rodin	For	For	Management
1.11	Elect Director Matthew K. Rose	For	For	Management
1.12	Elect Director Roger T. Staubach	For	For	Management
2	Ratify Auditors	For	For	Management

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3	Provide for Cumulative Voting	Against	For	Shareholder
4	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder
5	Performance-Based Equity Awards	Against	Against	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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APOGEE ENTERPRISES, INC.

Ticker: APOG Security ID: 037598109  
 Meeting Date: JUN 27, 2007 Meeting Type: Annual  
 Record Date: MAY 4, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jerome L. Davis	For	For	Management
1.2	Elect Director James L. Martineau	For	For	Management
1.3	Elect Director Richard V. Reynolds	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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ARCHER-DANIELS-MIDLAND COMPANY

Ticker: ADM Security ID: 039483102  
 Meeting Date: NOV 2, 2006 Meeting Type: Annual  
 Record Date: SEP 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G.A. Andreas	For	For	Management
1.2	Elect Director A.L. Boeckmann	For	For	Management
1.3	Elect Director M.H. Carter	For	Withhold	Management
1.4	Elect Director R.S. Joslin	For	For	Management
1.5	Elect Director A. Maciel	For	For	Management
1.6	Elect Director P.J. Moore	For	For	Management
1.7	Elect Director M.B. Mulroney	For	For	Management
1.8	Elect Director T.F. O'Neill	For	For	Management
1.9	Elect Director O.G. Webb	For	Withhold	Management
1.10	Elect Director K.R. Westbrook	For	For	Management
1.11	Elect Director P.A. Woertz	For	For	Management
2	Report on Genetically Modified Organisms (GMO)	Against	Against	Shareholder
3	Adopt ILO Standards	Against	For	Shareholder

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AT&T INC

Ticker: T Security ID: 00206R102  
 Meeting Date: APR 27, 2007 Meeting Type: Annual  
 Record Date: FEB 28, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director William F. Aldinger III	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 August A. Busch III	For	For	Management

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6	Elect Director James P. Kelly	For	For	Management
7	Elect Director Charles F. Knight	For	For	Management
8	Elect Director Jon C. Madonna	For	For	Management
9	Elect Director Lynn M. Martin	For	For	Management
10	Elect Director John B. McCoy	For	For	Management
11	Elect Director Mary S. Metz	For	For	Management
12	Elect Director Toni Rembe	For	For	Management
13	Elect Director Joyce M. Roche	For	For	Management
14	Elect Director Randall L. Stephenson	For	For	Management
15	Elect Director Laura D' Andrea Tyson	For	For	Management
16	Elect Director Patricia P. Upton	For	For	Management
17	Elect Director Edward E. Whitacre, Jr.	For	For	Management
18	Ratify Auditors	For	For	Management
19	Compensation Specific-Severance Payments to Executives	For	For	Management
20	Report on Political Contributions	Against	Against	Shareholder
21	Amend Articles/Bylaws/Charter - Call Special Meetings	Against	For	Shareholder
22	Pay For Superior Performance	Against	For	Shareholder
23	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
24	Establish SERP Policy	Against	For	Shareholder

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AVX CORP.

Ticker: AVX Security ID: 002444107  
 Meeting Date: JUL 19, 2006 Meeting Type: Annual  
 Record Date: MAY 26, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John S. Gilbertson	For	Withhold	Management
1.2	Elect Director Makoto Kawamura	For	Withhold	Management
1.3	Elect Director Rodney N. Lanthorne	For	Withhold	Management
1.4	Elect Director Joseph Stach	For	For	Management

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BEBE STORES, INC.

Ticker: BEBE Security ID: 075571109  
 Meeting Date: NOV 17, 2006 Meeting Type: Annual  
 Record Date: OCT 10, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Manny Mashouf	For	Withhold	Management
1.2	Elect Director Neda Mashouf	For	Withhold	Management
1.3	Elect Director Barbara Bass	For	For	Management
1.4	Elect Director Cynthia Cohen	For	For	Management
1.5	Elect Director Corrado Federico	For	Withhold	Management
1.6	Elect Director Caden Wang	For	For	Management
1.7	Elect Director Gregory Scott	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

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BIG LOTS INC.



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Ticker: BIG Security ID: 089302103  
 Meeting Date: MAY 31, 2007 Meeting Type: Annual  
 Record Date: APR 2, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey P. Berger	For	For	Management
1.2	Elect Director Sheldon M. Berman	For	For	Management
1.3	Elect Director Steven S. Fishman	For	For	Management
1.4	Elect Director David T. Kollat	For	For	Management
1.5	Elect Director Brenda J. Lauderback	For	For	Management
1.6	Elect Director Philip E. Mallott	For	For	Management
1.7	Elect Director Russell Solt	For	For	Management
1.8	Elect Director James R. Tener	For	For	Management
1.9	Elect Director Dennis B. Tishkoff	For	For	Management
2	Ratify Auditors	For	For	Management

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 BMC SOFTWARE, INC.

Ticker: BMC Security ID: 055921100  
 Meeting Date: AUG 22, 2006 Meeting Type: Annual  
 Record Date: JUL 5, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director B. Garland Cupp	For	For	Management
1.2	Elect Director Robert E. Beauchamp	For	For	Management
1.3	Elect Director Jon E. Barfield	For	For	Management
1.4	Elect Director John W. Barter	For	For	Management
1.5	Elect Director Meldon K. Gafner	For	For	Management
1.6	Elect Director Lew W. Gray	For	For	Management
1.7	Elect Director P. Thomas Jenkins	For	For	Management
1.8	Elect Director Louis J. Lavigne, Jr.	For	For	Management
1.9	Elect Director Kathleen A. O'Neil	For	For	Management
1.10	Elect Director George F. Raymond	For	For	Management
1.11	Elect Director Tom C. Tinsley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management

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 BRUSH ENGINEERED MATERIALS INC.

Ticker: BW Security ID: 117421107  
 Meeting Date: MAY 1, 2007 Meeting Type: Annual  
 Record Date: MAR 2, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joseph P. Keithley	For	For	Management
1.2	Elect Director William R. Robertson	For	For	Management
1.3	Elect Director John Sherwin, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

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 CARPENTER TECHNOLOGY CORP.

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Ticker: CRS Security ID: 144285103  
 Meeting Date: OCT 16, 2006 Meeting Type: Annual  
 Record Date: AUG 18, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carl G. Anderson	For	For	Management
1.2	Elect Director Robert J. Torcolini	For	For	Management
1.3	Elect Director Jeffrey Wadsworth	For	For	Management
2	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management

### CB RICHARD ELLIS GROUP INC

Ticker: CBG Security ID: 12497T101  
 Meeting Date: JUN 1, 2007 Meeting Type: Annual  
 Record Date: APR 4, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard C. Blum	For	For	Management
1.2	Elect Director Patrice Marie Daniels	For	For	Management
1.3	Elect Director Thomas A. Daschle	For	For	Management
1.4	Elect Director Curtis F. Feeny	For	For	Management
1.5	Elect Director Bradford M. Freeman	For	For	Management
1.6	Elect Director Michael Kantor	For	For	Management
1.7	Elect Director Frederic V. Malek	For	For	Management
1.8	Elect Director Robert E. Sulentic	For	For	Management
1.9	Elect Director Jane J. Su	For	For	Management
1.10	Elect Director Brett White	For	For	Management
1.11	Elect Director Gary L. Wilson	For	For	Management
1.12	Elect Director Ray Wirta	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

### CEPHALON, INC.

Ticker: CEPH Security ID: 156708109  
 Meeting Date: MAY 17, 2007 Meeting Type: Annual  
 Record Date: MAR 22, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank Baldino, Jr., Ph.D.	For	For	Management
1.2	Elect Director William P. Egan	For	For	Management
1.3	Elect Director Martyn D. Greenacre	For	For	Management
1.4	Elect Director Vaughn M. Kailian	For	For	Management
1.5	Elect Director Kevin E. Moley	For	For	Management
1.6	Elect Director Charles A. Sanders, M.D.	For	For	Management
1.7	Elect Director Gail R. Wilensky, Ph.D.	For	For	Management
1.8	Elect Director Dennis L. Winger	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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CHARLES SCHWAB CORP., THE

Ticker: SCHW Security ID: 808513105  
 Meeting Date: MAY 17, 2007 Meeting Type: Annual  
 Record Date: MAR 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Aldinger, III	For	For	Management
1.2	Elect Director Donald G. Fisher	For	For	Management
1.3	Elect Director Paula A. Sneed	For	For	Management
2	Approve Qualified Employee Stock Purchase Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Report on Political Contributions	Against	For	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

CIRRUS LOGIC, INC.

Ticker: CRUS Security ID: 172755100  
 Meeting Date: JUL 28, 2006 Meeting Type: Annual  
 Record Date: MAY 31, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael L. Hackworth	For	For	Management
1.2	Elect Director David D. French	For	For	Management
1.3	Elect Director D. James Guzy	For	For	Management
1.4	Elect Director Suhas S. Patil	For	For	Management
1.5	Elect Director Walden C. Rhines	For	For	Management
1.6	Elect Director William D. Sherman	For	For	Management
1.7	Elect Director Robert H. Smith	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

CNA FINANCIAL CORP.

Ticker: CNA Security ID: 126117100  
 Meeting Date: APR 25, 2007 Meeting Type: Annual  
 Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen W. Lilienthal	For	Withhold	Management
1.2	Elect Director Paul J. Liska	For	Withhold	Management
1.3	Elect Director Jose O. Montemayor	For	For	Management
1.4	Elect Director Don M. Randel	For	For	Management
1.5	Elect Director Joseph Rosenberg	For	Withhold	Management
1.6	Elect Director Andrew H. Tisch	For	Withhold	Management
1.7	Elect Director James S. Tisch	For	Withhold	Management
1.8	Elect Director Marvin Zonis	For	For	Management
2	Ratify Auditors	For	For	Management

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COGNIZANT TECHNOLOGY SOLUTIONS CORP.

Ticker: CTSH Security ID: 192446102  
 Meeting Date: JUN 7, 2007 Meeting Type: Annual  
 Record Date: APR 17, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lakshmi Narayanan	For	For	Management
1.2	Elect Director John E. Klein	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Other Business	For	Against	Management

COGNOS INC.

Ticker: CSN Security ID: 19244C109  
 Meeting Date: JUN 21, 2007 Meeting Type: Annual/Special  
 Record Date: APR 24, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert G. Ashe	For	For	Management
1.2	Elect Director John E. Caldwell	For	For	Management
1.3	Elect Director Paul D. Damp	For	For	Management
1.4	Elect Director Pierre Y. Ducros	For	For	Management
1.5	Elect Director Robert W. Korthals	For	For	Management
1.6	Elect Director Janet R. Perna	For	For	Management
1.7	Elect Director John J. Rando	For	For	Management
1.8	Elect Director William V. Russell	For	For	Management
1.9	Elect Director James M. Tory	For	For	Management
1.10	Elect Director Renato Zambonini	For	For	Management
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Remuneration of Auditors	For	For	Management
3	Amend 2003 Stock Option Plan Re: Increase the Reserve	For	For	Management
4	Amend Stock Option Plan Re: Update the Amendment Provision	For	For	Management

CONTINENTAL AIRLINES, INC.

Ticker: CAL Security ID: 210795308  
 Meeting Date: JUN 12, 2007 Meeting Type: Annual  
 Record Date: APR 16, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas J. Barrack, Jr.	For	For	Management
1.2	Elect Director Kirbyjon H. Caldwell	For	For	Management
1.3	Elect Director Lawrence W. Kellner	For	For	Management
1.4	Elect Director Douglas H. McCorkindale	For	For	Management
1.5	Elect Director Henry L. Meyer, III	For	For	Management
1.6	Elect Director Oscar Munoz	For	For	Management
1.7	Elect Director George G.C. Parker	For	For	Management
1.8	Elect Director Jeffery A. Smisek	For	For	Management
1.9	Elect Director Karen Hastie Williams	For	For	Management
1.10	Elect Director Ronald B. Woodard	For	For	Management
1.11	Elect Director Charles A. Yamarone	For	For	Management

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2	Ratify Auditors	For	For	Management
3	Publish Political Contributions	Against	Against	Shareholder
4	Performance-Based and/or Time-Based Equity Awards	Against	Against	Shareholder
5	Other Business	None	Against	Management

### CORE LABORATORIES N V

Ticker:           CLB                           Security ID: N22717107  
Meeting Date: APR 2, 2007           Meeting Type: Annual  
Record Date: FEB 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION OF SUPERVISORY DIRECTOR: D. JOHN OGDEN.	For	For	Management
2	ELECTION OF SUPERVISORY DIRECTOR: JOSEPH R. PERNA.	For	For	Management
3	ELECTION OF SUPERVISORY DIRECTOR: JACOBUS SCHOUTEN.	For	For	Management
4	TO CONFIRM AND ADOPT OUR DUTCH STATUTORY ANNUAL ACCOUNTS IN THE ENGLISH LANGUAGE FOR THE FISCAL YEAR ENDED DECEMBER 31, 2006.	For	For	Management
5	TO APPROVE AND RESOLVE THE CANCELLATION OF OUR REPURCHASED SHARES.	For	For	Management
6	TO APPROVE AND RESOLVE THE EXTENSION OF THE AUTHORITY TO REPURCHASE UP TO 10% OF OUR ISSUED SHARE CAPITAL UNTIL OCTOBER 2, 2008.	For	For	Management
7	TO APPROVE AND RESOLVE THE EXTENSION OF THE AUTHORITY TO ISSUE SHARES AND/OR TO GRANT RIGHTS.	For	For	Management
8	TO APPROVE AND RESOLVE THE EXTENSION OF THE AUTHORITY TO LIMIT OR EXCLUDE THE PREEMPTIVE RIGHTS OF THE HOLDERS OF OUR COMMON SHARES AND/OR PREFERENCE SHARES UNTIL APRIL 2, 2012.	For	For	Management
9	TO APPROVE AND RESOLVE THE AMENDMENT AND RESTATEMENT OF THE CORE LABORATORIES N.V. 1995 LONG-TERM INCENTIVE PLAN.	For	For	Management
10	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS AS OUR COMPANY S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE YEAR ENDED DECEMBER 31, 2007.	For	For	Management

### DIGENE CORP.

Ticker:           DIGE                           Security ID: 253752109  
Meeting Date: OCT 25, 2006           Meeting Type: Annual  
Record Date: SEP 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Landon	For	For	Management
1.2	Elect Director Kenneth R. Weisshaar	For	For	Management
2	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management

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3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Approve Omnibus Stock Plan	For	For	Management
7	Ratify Auditors	For	For	Management

### DIRECTV GROUP, INC, THE

Ticker: DTV                      Security ID: 25459L106  
 Meeting Date: JUN 5, 2007      Meeting Type: Annual  
 Record Date: APR 9, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Neil R. Austrian	For	For	Management
1.2	Elect Director Charles R. Lee	For	For	Management
1.3	Elect Director K. Rupert Murdoch	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management

### DOLLAR TREE STORES, INC.

Ticker: DLTR                      Security ID: 256747106  
 Meeting Date: JUN 21, 2007      Meeting Type: Annual  
 Record Date: APR 20, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Ray Compton	For	For	Management
1.2	Elect Director Bob Sasser	For	For	Management
1.3	Elect Director Alan L. Wurtzel	For	For	Management
2	Company Specific - Adopt Simple Majority Vote	Against	For	Shareholder

### E.I. DU PONT DE NEMOURS & CO.

Ticker: DD                          Security ID: 263534109  
 Meeting Date: APR 25, 2007      Meeting Type: Annual  
 Record Date: MAR 2, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard H. Brown	For	For	Management
1.2	Elect Director Robert A. Brown	For	For	Management
1.3	Elect Director Bertrand P. Collomb	For	For	Management
1.4	Elect Director Curtis J. Crawford	For	For	Management
1.5	Elect Director John T. Dillon	For	For	Management
1.6	Elect Director Eleuthere I. du Pont	For	For	Management
1.7	Elect Director Charles O. Holliday, Jr.	For	For	Management
1.8	Elect Director Lois D. Juliber	For	For	Management
1.9	Elect Director Masahisa Naitoh	For	For	Management
1.10	Elect Director Sean O'Keefe	For	For	Management
1.11	Elect Director William K. Reilly	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

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4	Report on Genetically Modified Organisms	Against	Against	Shareholder
5	Evaluate Community Impact of Plant Closures or Layoffs	Against	Against	Shareholder
6	Report on PFOA Compounds in DuPont Products	Against	For	Shareholder
7	Report on Lobbying Expenditures related to Environmental Pollution	Against	Against	Shareholder
8	Prepare a Global Warming Report	Against	Against	Shareholder
9	Report on Security of Chemical Facilities	Against	Against	Shareholder

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### EAGLE MATERIALS INC.

Ticker: EXP Security ID: 26969P108  
 Meeting Date: JUL 27, 2006 Meeting Type: Annual  
 Record Date: JUN 2, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. William Barnett	For	For	Management
1.2	Elect Director O.G. Dagnan	For	Withhold	Management
1.3	Elect Director David W. Quinn	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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### EBAY INC.

Ticker: EBAY Security ID: 278642103  
 Meeting Date: JUN 14, 2007 Meeting Type: Annual  
 Record Date: APR 16, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Philippe Bourguignon	For	For	Management
1.2	Elect Director Thomas J. Tierney	For	For	Management
1.3	Elect Director Margaret C. Whitman	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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### ELECTRONIC DATA SYSTEMS CORP.

Ticker: EDS Security ID: 285661104  
 Meeting Date: APR 17, 2007 Meeting Type: Annual  
 Record Date: FEB 16, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director W. Roy Dunbar	For	For	Management
2	Elect Director Martin C. Faga	For	For	Management
3	Elect Director S. Malcolm Gillis	For	For	Management
4	Elect Director Ray J. Groves	For	For	Management
5	Elect Director Ellen M. Hancock	For	For	Management
6	Elect Director Jeffrey M. Heller	For	For	Management
7	Elect Director Ray L. Hunt	For	For	Management
8	Elect Director Michael H. Jordan	For	For	Management
9	Elect Director Edward A. Kangas	For	For	Management

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10	Elect Director James K. Sims	For	For	Management
11	Elect Director R. David Yost	For	For	Management
12	Ratify Auditors	For	For	Management
13	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder
14	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder

### EMDEON CORPORATION

Ticker: HLTH Security ID: 290849108  
 Meeting Date: SEP 12, 2006 Meeting Type: Annual  
 Record Date: JUL 25, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul A. Brooke	For	Withhold	Management
1.2	Elect Director James V. Manning	For	For	Management
1.3	Elect Director Martin J. Wygod	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### FEI COMPANY

Ticker: FEIC Security ID: 30241L109  
 Meeting Date: MAY 17, 2007 Meeting Type: Annual  
 Record Date: APR 10, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Attardo	For	For	Management
1.2	Elect Director Lawrence A. Bock	For	For	Management
1.3	Elect Director Wilfred J. Corrigan	For	For	Management
1.4	Elect Director Don R. Kania	For	For	Management
1.5	Elect Director Thomas F. Kelly	For	For	Management
1.6	Elect Director William W. Lattin	For	For	Management
1.7	Elect Director Jan C. Lobbezoo	For	For	Management
1.8	Elect Director Gerhard H. Parker	For	For	Management
1.9	Elect Director James T. Richardson	For	For	Management
1.10	Elect Director Donald R. VanLuvanee	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

### FLIR SYSTEMS, INC.

Ticker: FLIR Security ID: 302445101  
 Meeting Date: APR 27, 2007 Meeting Type: Annual  
 Record Date: MAR 1, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Carter	For	For	Management
1.2	Elect Director Michael T. Smith	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management



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 GARMIN LTD

Ticker: GRMN Security ID: G37260109  
 Meeting Date: JUL 21, 2006 Meeting Type: Special  
 Record Date: MAY 30, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF PROPOSAL TO EFFECT A TWO-FOR-ONE STOCK SPLIT OF THE COMPANY S COMMON SHARES AS DESCRIBED IN THE PROXY STATEMENT OF THE COMPANY DATED JUNE 8, 2006	For	For	Management

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 GARMIN LTD

Ticker: GRMN Security ID: G37260109  
 Meeting Date: JUN 8, 2007 Meeting Type: Annual  
 Record Date: APR 16, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Gene M. Betts	For	For	Management
2	Elect Director Thomas A. McDonnell	For	Withhold	Management

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 GUESS?, INC.

Ticker: GES Security ID: 401617105  
 Meeting Date: JUN 18, 2007 Meeting Type: Annual  
 Record Date: APR 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul Marciano	For	For	Management
1.2	Elect Director Anthony Chidoni	For	For	Management
1.3	Elect Director Judith Blumenthal	For	For	Management
2	Ratify Auditors	For	For	Management

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 HANSEN NATURAL CORP.

Ticker: HANS Security ID: 411310105  
 Meeting Date: NOV 10, 2006 Meeting Type: Annual  
 Record Date: SEP 11, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rodney C. Sacks	For	Withhold	Management
1.2	Elect Director Hilton H. Schlosberg	For	Withhold	Management
1.3	Elect Director Norman C. Epstein	For	For	Management
1.4	Elect Director Benjamin M. Polk	For	Withhold	Management
1.5	Elect Director Sydney Selati	For	For	Management
1.6	Elect Director Harold C. Taber, Jr.	For	For	Management
1.7	Elect Director Mark S. Vidergauz	For	Withhold	Management

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2 Ratify Auditors For For Management

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HARLEY-DAVIDSON, INC.

Ticker: HOG Security ID: 412822108  
Meeting Date: APR 28, 2007 Meeting Type: Annual  
Record Date: MAR 5, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barry K. Allen	For	For	Management
1.2	Elect Director Richard I. Beattie	For	For	Management
1.3	Elect Director Judson C. Green	For	For	Management
2	Ratify Auditors	For	For	Management

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HERCULES INC.

Ticker: HPC Security ID: 427056106  
Meeting Date: APR 19, 2007 Meeting Type: Annual  
Record Date: MAR 5, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John C. Hunter, III	For	For	Management
1.2	Elect Director Robert D. Kennedy	For	For	Management
1.3	Elect Director Craig A. Rogerson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management

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HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106  
Meeting Date: APR 23, 2007 Meeting Type: Annual  
Record Date: FEB 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Gordon M. Bethune	For	For	Management
2	Elect Director Jaime Chico Pardo	For	For	Management
3	Elect Director David M. Cote	For	For	Management
4	Elect Director D. Scott Davis	For	For	Management
5	Elect Director Linnet F. Deily	For	For	Management
6	Elect Director Clive R. Hollick	For	For	Management
7	Elect Director James J. Howard	For	For	Management
8	Elect Director Ivan G. Seidenberg	For	For	Management
9	Elect Director Bradley T. Sheares	For	For	Management
10	Elect Director Eric K. Shinseki	For	For	Management
11	Elect Director John R. Stafford	For	For	Management
12	Elect Director Michael W. Wright	For	For	Management
13	Ratify Auditors	For	For	Management
14	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
15	Claw-back of Payments under Restatements	Against	Against	Shareholder
16	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder
17	Amend Articles/Bylaws/Charter -- Call	Against	For	Shareholder

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	Special Meetings			
18	Remove Six Sigma Terminology	Against	Against	Shareholder

### ILLUMINA, INC

Ticker: ILMN                      Security ID: 452327109  
 Meeting Date: JAN 26, 2007      Meeting Type: Special  
 Record Date: DEC 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with an Acquisition	For	For	Management
2	Adjourn Meeting	For	For	Management

### INFOSYS TECHNOLOGIES LTD

Ticker: INFY                      Security ID: 456788108  
 Meeting Date: NOV 7, 2006      Meeting Type: Special  
 Record Date: OCT 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO AUTHORIZE THE BOARD OF DIRECTORS TO SPONSOR AN ISSUE OF AMERICAN DEPOSITARY SHARES AGAINST EXISTING EQUITY SHARES.	For	For	Management
2	TO AUTHORIZE THE COMPANY TO ISSUE DEPOSITARY RECEIPTS.	For	For	Management
3	TO AUTHORIZE THE BOARD AND OFFICERS IN CONNECTION WITH THE EARLIER RESOLUTIONS.	For	For	Management
4	TO AUTHORIZE THE UNDERWRITERS TO DETERMINE THE PRICE OF THE SPONSORED ADS OFFERING.	For	For	Management
5	TO AUTHORIZE THE BOARD TO DETERMINE THE TERMS AND CONDITIONS.	For	For	Management
6	TO AUTHORIZE THE BOARD OF DIRECTORS TO DELEGATE ITS POWERS.	For	For	Management

### INTEGRATED DEVICE TECHNOLOGY, INC.

Ticker: IDTI                      Security ID: 458118106  
 Meeting Date: SEP 14, 2006      Meeting Type: Annual  
 Record Date: JUL 25, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory S. Lang	For	For	Management
1.2	Elect Director John Howard	For	For	Management
1.3	Elect Director Nam P. Suh, Ph.D.	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### INTERNATIONAL FLAVORS & FRAGRANCES INC.

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Ticker: IFF Security ID: 459506101  
 Meeting Date: MAY 8, 2007 Meeting Type: Annual  
 Record Date: MAR 15, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Margaret Hayes Adame	For	For	Management
1.2	Elect Director Robert M. Amen	For	For	Management
1.3	Elect Director Gunter Blobel	For	For	Management
1.4	Elect Director J. Michael Cook	For	For	Management
1.5	Elect Director Peter A. Georgescu	For	For	Management
1.6	Elect Director Alexandra A. Herzan	For	For	Management
1.7	Elect Director Henry W. Howell, Jr.	For	For	Management
1.8	Elect Director Arthur C. Martinez	For	For	Management
1.9	Elect Director Burton M. Tansky	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

### INTERNATIONAL PAPER CO.

Ticker: IP Security ID: 460146103  
 Meeting Date: MAY 7, 2007 Meeting Type: Annual  
 Record Date: MAR 16, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Directors David J. Bronczek	For	For	Management
1.2	Elect Directors Martha F. Brooks	For	Withhold	Management
1.3	Elect Directors Lynn Laverty Elsenhans	For	For	Management
1.4	Elect Directors John L. Townsend, III	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	For	For	Shareholder

### JACK HENRY & ASSOCIATES, INC.

Ticker: JKHY Security ID: 426281101  
 Meeting Date: OCT 31, 2006 Meeting Type: Annual  
 Record Date: SEP 22, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Henry	For	For	Management
1.2	Elect Director J. Hall	For	For	Management
1.3	Elect Director M. Henry	For	For	Management
1.4	Elect Director J. Ellis	For	For	Management
1.5	Elect Director C. Curry	For	For	Management
1.6	Elect Director J. Maliekel	For	For	Management
1.7	Elect Director W. Brown	For	For	Management
2	Approve Qualified Employee Stock Purchase Plan	For	For	Management

### KEMET CORPORATION

Ticker: KEM Security ID: 488360108

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Meeting Date: JUL 26, 2006 Meeting Type: Annual  
Record Date: JUN 9, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gurminder S. Bedi	For	For	Management
1.2	Elect Director Per-Olof Loof	For	For	Management
1.3	Elect Director Robert G. Paul	For	For	Management
2	Ratify Auditors	For	For	Management

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KIMBALL INTERNATIONAL, INC.

Ticker: KBALB Security ID: 494274103  
Meeting Date: OCT 17, 2006 Meeting Type: Annual  
Record Date: AUG 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dr. Jack R. Wentworth	For	For	Management

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KINETIC CONCEPTS, INC.

Ticker: KCI Security ID: 49460W208  
Meeting Date: MAY 22, 2007 Meeting Type: Annual  
Record Date: APR 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David J. Simpson	For	For	Management
1.2	Elect Director Catherine M. Burzik	For	For	Management
1.3	Elect Director Ronald W. Dollens	For	For	Management
1.4	Elect Director John P. Byrnes	For	For	Management
1.5	Elect Director Harry R. Jacobson, M.D.	For	For	Management
2	Ratify Auditors	For	For	Management

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KOHL'S CORP.

Ticker: KSS Security ID: 500255104  
Meeting Date: MAY 2, 2007 Meeting Type: Annual  
Record Date: MAR 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven A. Burd	For	For	Management
1.2	Elect Director Wayne Embry	For	For	Management
1.3	Elect Director James D. Ericson	For	For	Management
1.4	Elect Director John F. Herma	For	For	Management
1.5	Elect Director William S. Kellogg	For	For	Management
1.6	Elect Director Kevin Mansell	For	For	Management
1.7	Elect Director R. Lawrence Montgomery	For	For	Management
1.8	Elect Director Frank V. Sica	For	For	Management
1.9	Elect Director Peter M. Sommerhauser	For	For	Management
1.10	Elect Director Stephen E. Watson	For	For	Management
1.11	Elect Director R. Elton White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management

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5	Company Specific-Adopt Majority Vote for Election of Directors	For	For	Management
6	Require a Majority Vote for the Election of Directors	Against	Against	Shareholder

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KROGER CO., THE

Ticker: KR Security ID: 501044101  
 Meeting Date: JUN 28, 2007 Meeting Type: Annual  
 Record Date: APR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Reuben V. Anderson	For	For	Management
1.2	Elect Director John L. Clendenin	For	For	Management
1.3	Elect Director David B. Dillon	For	For	Management
1.4	Elect Director David B. Lewis	For	For	Management
1.5	Elect Director Don W. McGeorge	For	For	Management
1.6	Elect Director W. Rodney McMullen	For	For	Management
1.7	Elect Director Jorge P. Montoya	For	For	Management
1.8	Elect Director Clyde R. Moore	For	For	Management
1.9	Elect Director Susan M. Phillips	For	For	Management
1.10	Elect Director Steven R. Rogel	For	For	Management
1.11	Elect Director James A. Runde	For	For	Management
1.12	Elect Director Ronald L. Sargent	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Amend Articles/Regulations--i)Rules of Conduct in Connection with Shareholder Meetings and (ii) Meetings Outside Cincinnati	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Climate Change	Against	For	Shareholder

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LINDSAY CORP.

Ticker: LNN Security ID: 535555106  
 Meeting Date: JAN 29, 2007 Meeting Type: Annual  
 Record Date: DEC 5, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard G. Buffett	For	For	Management
1.2	Elect Director William F. Welsh II	For	For	Management
1.3	Elect Director Michael C. Nahl	For	For	Management
2	Ratify Auditors	For	For	Management

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MANITOWOC COMPANY, INC., THE

Ticker: MTW Security ID: 563571108  
 Meeting Date: MAY 1, 2007 Meeting Type: Annual  
 Record Date: FEB 21, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Virgis W. Colbert	For	For	Management
1.2	Elect Director Kenneth W. Krueger	For	For	Management

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1.3	Elect Director Robert C. Stift	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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MATTEL, INC.

Ticker:           MAT                           Security ID: 577081102  
Meeting Date: MAY 18, 2007   Meeting Type: Annual  
Record Date: MAR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Dolan	For	For	Management
1.2	Elect Director Robert A. Eckert	For	For	Management
1.3	Elect Director Frances D. Fergusson	For	For	Management
1.4	Elect Director Tully M. Friedman	For	For	Management
1.5	Elect Director Dominic Ng	For	For	Management
1.6	Elect Director Andrea L. Rich	For	For	Management
1.7	Elect Director Ronald L. Sargent	For	For	Management
1.8	Elect Director Dean A. Scarborough	For	For	Management
1.9	Elect Director Christopher A. Sinclair	For	For	Management
1.10	Elect Director G. Craig Sullivan	For	For	Management
1.11	Elect Director Kathy Brittain White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Company Specific- Approve Majority Vote and Eliminate Cumulative Voting	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Limit Executive Compensation	Against	Against	Shareholder
6	Separate Chairman and CEO Positions	Against	Against	Shareholder
7	Report Progress on Improving Work and Living Conditions	Against	Against	Shareholder
8	Pay for Superior Performance	Against	For	Shareholder

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MGM MIRAGE

Ticker:           MGM                           Security ID: 552953101  
Meeting Date: MAY 22, 2007   Meeting Type: Annual  
Record Date: MAR 30, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert H. Baldwin	For	Withhold	Management
1.2	Elect Director Willie D. Davis	For	For	Management
1.3	Elect Director Kenny G. Guinn	For	For	Management
1.4	Elect Director Alexander M. Haig, Jr.	For	Withhold	Management
1.5	Elect Director Alexis M. Herman	For	For	Management
1.6	Elect Director Roland Hernandez	For	For	Management
1.7	Elect Director Gary N. Jacobs	For	Withhold	Management
1.8	Elect Director Kirk Kerkorian	For	Withhold	Management
1.9	Elect Director J. Terrence Lanni	For	Withhold	Management
1.10	Elect Director Anthony Mandekic	For	Withhold	Management
1.11	Elect Director Rose McKinney-James	For	For	Management
1.12	Elect Director James J. Murren	For	Withhold	Management
1.13	Elect Director Ronald M. Popeil	For	For	Management
1.14	Elect Director John T. Redmond	For	Withhold	Management
1.15	Elect Director Daniel J. Taylor	For	Withhold	Management
1.16	Elect Director Melvin B. Wolzinger	For	For	Management
2	Ratify Auditors	For	For	Management

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MOLEX INCORPORATED

Ticker: MOLX Security ID: 608554101  
 Meeting Date: OCT 27, 2006 Meeting Type: Annual  
 Record Date: AUG 29, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michelle L. Collins	For	For	Management
1.2	Elect Director David L. Landsittel	For	For	Management
1.3	Elect Director Joe W. Laymon	For	For	Management
1.4	Elect Director Fred L. Krehbiel	For	For	Management
2	Ratify Auditors	For	For	Management

MORGAN STANLEY

Ticker: MS Security ID: 617446448  
 Meeting Date: APR 10, 2007 Meeting Type: Annual  
 Record Date: FEB 9, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roy J. Bostock	For	For	Management
2	Elect Director Erskine B. Bowles	For	For	Management
3	Elect Director Howard J. Davies	For	For	Management
4	Elect Director C. Robert Kidder	For	For	Management
5	Elect Director John J. Mack	For	For	Management
6	Elect Director Donald T. Nicolaisen	For	For	Management
7	Elect Director Charles H. Noski	For	For	Management
8	Elect Director Hutham S. Olayan	For	For	Management
9	Elect Director Charles E. Phillips, Jr.	For	For	Management
10	Elect Director Griffith Sexton	For	For	Management
11	Elect Director Laura D. Tyson	For	For	Management
12	Elect Director Klaus Zumwinkel	For	Against	Management
13	Ratify Auditors	For	For	Management
14	Approve Omnibus Stock Plan	For	Against	Management
15	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
16	Approve Report of the Compensation Committee	Against	For	Shareholder

NBTY, INC.

Ticker: NTY Security ID: 628782104  
 Meeting Date: FEB 9, 2007 Meeting Type: Annual  
 Record Date: JAN 3, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael L. Ashner	For	For	Management
1.2	Elect Director Glenn Cohen	For	For	Management
1.3	Elect Director Arthur Rudolph	For	For	Management
2	Ratify Auditors	For	For	Management



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### NEWS CORPORATION

Ticker: NWS Security ID: 65248E203  
 Meeting Date: OCT 20, 2006 Meeting Type: Annual  
 Record Date: SEP 5, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jose Maria Aznar	For	For	Management
1.2	Elect Director Lachlan K. Murdoch	For	For	Management
1.3	Elect Director Thomas J. Perkins	For	For	Management
1.4	Elect Director Arthur M. Siskind	For	For	Management
1.5	Elect Director John L. Thornton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt or Amend Shareholder Rights Plan (Poison Pill)	For	Against	Management
4	Declassify the Board of Directors	Against	For	Shareholder

### NEWS CORPORATION

Ticker: NWS Security ID: 65248E203  
 Meeting Date: APR 3, 2007 Meeting Type: Special  
 Record Date: FEB 27, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Share Exchange Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management

### NORDSTROM, INC.

Ticker: JWN Security ID: 655664100  
 Meeting Date: MAY 22, 2007 Meeting Type: Annual  
 Record Date: MAR 14, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Phyllis J. Campbell	For	For	Management
1.2	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.3	Elect Director Jeanne P. Jackson	For	For	Management
1.4	Elect Director Robert G. Miller	For	For	Management
1.5	Elect Director Blake W. Nordstrom	For	For	Management
1.6	Elect Director Erik B. Nordstrom	For	For	Management
1.7	Elect Director Peter E. Nordstrom	For	For	Management
1.8	Elect Director Philip G. Satre	For	For	Management
1.9	Elect Director Alison A. Winter	For	For	Management
2	Ratify Auditors	For	For	Management

### NOVELLUS SYSTEMS, INC.

Ticker: NVLS Security ID: 670008101  
 Meeting Date: MAY 11, 2007 Meeting Type: Annual  
 Record Date: MAR 30, 2007

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard S. Hill	For	For	Management
1.2	Elect Director Neil R. Bonke	For	For	Management
1.3	Elect Director Youssef A. El-Mansy	For	For	Management
1.4	Elect Director J. David Litster	For	For	Management
1.5	Elect Director Yoshio Nishi	For	For	Management
1.6	Elect Director Glen G. Possley	For	For	Management
1.7	Elect Director Ann D. Rhoads	For	For	Management
1.8	Elect Director William R. Spivey	For	For	Management
1.9	Elect Director Delbert A. Whitaker	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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### OFFICEMAX INCORPORATED

Ticker: OMX Security ID: 67622P101  
 Meeting Date: APR 25, 2007 Meeting Type: Annual  
 Record Date: MAR 7, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dorrit J. Bern	For	For	Management
1.2	Elect Director Warren F. Bryant	For	For	Management
1.3	Elect Director Brian C. Cornell	For	For	Management
1.4	Elect Director Joseph M. DePinto	For	For	Management
1.5	Elect Director Sam K. Duncan	For	For	Management
1.6	Elect Director Rakesh Gangwal	For	For	Management
1.7	Elect Director Gary G. Michael	For	For	Management
1.8	Elect Director Francesca Ruiz de Luzuriaga	For	For	Management
1.9	Elect Director David M. Szymanski	For	For	Management
2	Ratify Auditors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Establish an Engagement Process with Proponents of a Shareholder Proposal	Against	For	Shareholder

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### OMNICOM GROUP INC.

Ticker: OMC Security ID: 681919106  
 Meeting Date: MAY 22, 2007 Meeting Type: Annual  
 Record Date: APR 6, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Wren	For	For	Management
1.2	Elect Director Bruce Crawford	For	For	Management
1.3	Elect Director Robert Charles Clark	For	For	Management
1.4	Elect Director Leonard S. Coleman, Jr.	For	For	Management
1.5	Elect Director Errol M. Cook	For	For	Management
1.6	Elect Director Susan S. Denison	For	For	Management
1.7	Elect Director Michael A. Henning	For	For	Management
1.8	Elect Director John R. Murphy	For	For	Management
1.9	Elect Director John R. Purcell	For	For	Management
1.10	Elect Director Linda Johnson Rice	For	For	Management
1.11	Elect Director Gary L. Roubos	For	For	Management
2	Ratify Auditors	For	For	Management

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3 Approve Omnibus Stock Plan For For Management

ORACLE CORP.

Ticker: ORCL Security ID: 68389X105  
 Meeting Date: OCT 9, 2006 Meeting Type: Annual  
 Record Date: AUG 14, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey O. Henley	For	For	Management
1.2	Elect Director Lawrence J. Ellison	For	For	Management
1.3	Elect Director Donald L. Lucas	For	For	Management
1.4	Elect Director Michael J. Boskin	For	For	Management
1.5	Elect Director Jack F. Kemp	For	Withhold	Management
1.6	Elect Director Jeffrey S. Berg	For	For	Management
1.7	Elect Director Safra A. Catz	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director H. Raymond Bingham	For	For	Management
1.10	Elect Director Charles E Phillips, Jr.	For	For	Management
1.11	Elect Director Naomi O. Seligman	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management

PAREXEL INTERNATIONAL CORP.

Ticker: PRXL Security ID: 699462107  
 Meeting Date: DEC 14, 2006 Meeting Type: Annual  
 Record Date: OCT 17, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Love	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Ratify Auditors	For	For	Management

PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107  
 Meeting Date: OCT 5, 2006 Meeting Type: Annual  
 Record Date: AUG 7, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Election of Director: B. Thomas Golisano	For	For	Management
2	Election of Director: David J.S. Flaschen	For	For	Management
3	Election of Director: Phillip Horsley	For	For	Management
4	Election of Director: Grant M. Inman	For	For	Management
5	Election of Director: Pamela A. Joseph	For	For	Management
6	Election of Director: Jonathan J. Judge	For	For	Management
7	Election of Director: Jospheh M. Tucci	For	For	Management

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PC CONNECTION, INC.

Ticker: PCCC Security ID: 69318J100  
 Meeting Date: JUN 7, 2007 Meeting Type: Annual  
 Record Date: APR 10, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Patricia Gallup	For	Withhold	Management
1.2	Elect Director David Hall	For	Withhold	Management
1.3	Elect Director Bruce Barone	For	For	Management
1.4	Elect Director Joseph Baute	For	For	Management
1.5	Elect Director David Beffa-Negrini	For	Withhold	Management
1.6	Elect Director Donald Weatherson	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

PHILLIPS-VAN HEUSEN CORP.

Ticker: PVH Security ID: 718592108  
 Meeting Date: JUN 19, 2007 Meeting Type: Annual  
 Record Date: APR 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary Baglivo	For	For	Management
1.2	Elect Director Emanuel Chirico	For	For	Management
1.3	Elect Director Edward H. Cohen	For	For	Management
1.4	Elect Director Joseph B. Fuller	For	For	Management
1.5	Elect Director Margaret L. Jenkins	For	For	Management
1.6	Elect Director Bruce Maggin	For	For	Management
1.7	Elect Director V. James Marino	For	For	Management
1.8	Elect Director Henry Nasella	For	For	Management
1.9	Elect Director Rita M. Rodriguez	For	For	Management
1.10	Elect Director Craig Rydin	For	For	Management
2	Ratify Auditors	For	For	Management

POLYCOM, INC.

Ticker: PLCM Security ID: 73172K104  
 Meeting Date: MAY 30, 2007 Meeting Type: Annual  
 Record Date: APR 10, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert C. Hagerty	For	For	Management
1.2	Elect Director Michael R. Kourey	For	For	Management
1.3	Elect Director Betsy S. Atkins	For	For	Management
1.4	Elect Director John Seely Brown	For	Withhold	Management
1.5	Elect Director David G. DeWalt	For	For	Management
1.6	Elect Director Durk I. Jager	For	For	Management
1.7	Elect Director John A. Kelley, Jr.	For	For	Management
1.8	Elect Director William A. Owens	For	For	Management
1.9	Elect Director Kevin T. Parker	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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POTASH CORPORATION OF SASKATCHEWAN INC.

Ticker: POT Security ID: 73755L107  
 Meeting Date: MAY 3, 2007 Meeting Type: Annual/Special  
 Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. J. Blesi	For	For	Management
1.2	Elect Director W. J. Doyle	For	For	Management
1.3	Elect Director J. W. Estey	For	For	Management
1.4	Elect Director W. Fetzer III	For	For	Management
1.5	Elect Director D. J. Howe	For	For	Management
1.6	Elect Director A. D. Laberge	For	For	Management
1.7	Elect Director K. G. Martell	For	For	Management
1.8	Elect Director J. J. McCaig	For	For	Management
1.9	Elect Director M. Mogford	For	For	Management
1.10	Elect Director P. J. Schoenhals	For	For	Management
1.11	Elect Director E. R. Stromberg	For	For	Management
1.12	Elect Director E. Viyella de Paliza	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Approve Performance Option Plan	For	For	Management

PRICELINE.COM INC.

Ticker: PCLN Security ID: 741503403  
 Meeting Date: JUN 6, 2007 Meeting Type: Annual  
 Record Date: APR 20, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffery H. Boyd	For	For	Management
1.2	Elect Director Ralph M. Bahna	For	For	Management
1.3	Elect Director Howard W. Barker, Jr.	For	For	Management
1.4	Elect Director Jeffrey E. Epstein	For	For	Management
1.5	Elect Director James M. Guyette	For	For	Management
1.6	Elect Director Nancy B. Peretsman	For	For	Management
1.7	Elect Director Craig W. Rydin	For	For	Management
2	Ratify Auditors	For	For	Management

QUANTA SERVICES, INC.

Ticker: PWR Security ID: 74762E102  
 Meeting Date: MAY 24, 2007 Meeting Type: Annual  
 Record Date: MAR 26, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Ball	For	For	Management
1.2	Elect Director John R. Colson	For	For	Management
1.3	Elect Director Ralph R. Disibio	For	For	Management
1.4	Elect Director Bernard Fried	For	For	Management
1.5	Elect Director Louis C. Golm	For	For	Management
1.6	Elect Director Worthing F. Jackman	For	For	Management
1.7	Elect Director Bruce Ranck	For	For	Management
1.8	Elect Director Gary A. Tucci	For	For	Management
1.9	Elect Director John R. Wilson	For	For	Management

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1.10	Elect Director Pat Wood, III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

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ROBBINS & MYERS, INC.

Ticker: RBN Security ID: 770196103  
 Meeting Date: JAN 10, 2007 Meeting Type: Annual  
 Record Date: NOV 21, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel W. Duval	For	Withhold	Management
1.2	Elect Director Thomas P. Loftis	For	For	Management
1.3	Elect Director Dale L. Medford	For	For	Management
2	Approve/Amend Executive Incentive Bonus Plan	For	For	Management
3	Amend Articles/Bylaws/Charter to Remove Antitakeover Provision(s)	For	For	Management
4	Ratify Auditors	For	For	Management

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ROCK-TENN COMPANY

Ticker: RKT Security ID: 772739207  
 Meeting Date: JAN 26, 2007 Meeting Type: Annual  
 Record Date: NOV 30, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen G. Anderson	For	For	Management
1.2	Elect Director Robert B. Currey	For	For	Management
1.3	Elect Director L.L. Gellerstedt, III	For	For	Management
1.4	Elect Director John W. Spiegel	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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SAFEWAY INC.

Ticker: SWY Security ID: 786514208  
 Meeting Date: MAY 16, 2007 Meeting Type: Annual  
 Record Date: MAR 19, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Burd	For	For	Management
2	Elect Director Janet E. Grove	For	For	Management
3	Elect Director Mohan Gyani	For	For	Management
4	Elect Director Paul Hazen	For	For	Management
5	Elect Director Robert I. MacDonnell	For	For	Management
6	Elect Director Douglas J. MacKenzie	For	For	Management
7	Elect Director Rebecca A. Stirn	For	For	Management
8	Elect Director William Y. Tauscher	For	For	Management
9	Elect Director Raymond G. Viault	For	For	Management
10	Approve Omnibus Stock Plan	For	For	Management

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11	Amend Executive Incentive Bonus Plan	For	For	Management
12	Ratify Auditors	For	For	Management
13	Provide for Cumulative Voting	Against	For	Shareholder
14	Separate Chairman and CEO Positions	Against	Against	Shareholder
15	Label Genetically Modified Organisms	Against	Against	Shareholder
16	Prepare Sustainability Report	Against	For	Shareholder
17	Report on Feasibility of Improving Animal Welfare Standards	Against	Against	Shareholder

### SCHERING-PLOUGH CORP.

Ticker: SGP Security ID: 806605101  
 Meeting Date: MAY 18, 2007 Meeting Type: Annual  
 Record Date: MAR 28, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Hans W. Becherer	For	For	Management
1.2	Elect Director Thomas J. Colligan	For	For	Management
1.3	Elect Director Fred Hassan	For	For	Management
1.4	Elect Director C. Robert Kidder	For	For	Management
1.5	Elect Director Philip Leder, M.D.	For	For	Management
1.6	Elect Director Eugene R. McGrath	For	For	Management
1.7	Elect Director Carl E. Mundy, Jr.	For	For	Management
1.8	Elect Director Antonio M. Perez	For	For	Management
1.9	Elect Director Patricia F. Russo	For	For	Management
1.10	Elect Director Jack L. Stahl	For	For	Management
1.11	Elect Director Kathryn C. Turner	For	For	Management
1.12	Elect Director Robert F.W. van Oordt	For	For	Management
1.13	Elect Director Arthur F. Weinbach	For	For	Management
2	Ratify Auditors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Company Specific--Adopt Majority Voting	For	Against	Management
5	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder

### SEALED AIR CORPORATION

Ticker: SEE Security ID: 81211K100  
 Meeting Date: MAY 18, 2007 Meeting Type: Annual  
 Record Date: MAR 27, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Hank Brown	For	For	Management
2	Elect Director Michael Chu	For	For	Management
3	Elect Director Lawrence R. Codey	For	For	Management
4	Elect Director T. J. Dermot Dunphy	For	For	Management
5	Elect Director Charles F. Farrell, Jr.	For	For	Management
6	Elect Director William V. Hickey	For	For	Management
7	Elect Director Jacqueline B. Kosecoff	For	For	Management
8	Elect Director Kenneth P. Manning	For	For	Management
9	Elect Director William J. Marino	For	For	Management
10	Ratify Auditors	For	For	Management

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SEPRACOR INC.

Ticker: SEPR Security ID: 817315104  
 Meeting Date: MAY 15, 2007 Meeting Type: Annual  
 Record Date: APR 5, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Digby W. Barrios	For	For	Management
1.2	Elect Director Alan A. Steigrod	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

SOUTHERN COPPER CORPORATION

Ticker: PCU Security ID: 84265V105  
 Meeting Date: APR 26, 2007 Meeting Type: Annual  
 Record Date: MAR 23, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Emilio Carrillo Gamboa	For	Withhold	Management
1.2	Elect Director Alfredo Casar Perez	For	Withhold	Management
1.3	Elect Director Jaime Fernando Collazo Gonzalez	For	Withhold	Management
1.4	Elect Director Xavier Garcia de Quevedo Topete	For	Withhold	Management
1.5	Elect Director Oscar Gonzalez Rocha	For	Withhold	Management
1.6	Elect Director J. Eduardo Gonzalez Felix	For	Withhold	Management
1.7	Elect Director Harold S. Handelsman	For	For	Management
1.8	Elect Director German Larrea Mota-Velasco	For	Withhold	Management
1.9	Elect Director Genaro Larrea Mota-Velasco	For	Withhold	Management
1.10	Elect Director Armando Ortega Gomez	For	Withhold	Management
1.11	Elect Director Juan Rebolledo Gout	For	Withhold	Management
1.12	Elect Director Luis Manuel Palomino Bonilla	For	For	Management
1.13	Elect Director Gilberto Perezalonso Cifuentes	For	For	Management
1.14	Elect Director Carlos Ruiz Sacristan	For	For	Management
2	Eliminate Class of Common Stock	For	For	Management
3	Ratify Auditors	For	For	Management

STRAYER EDUCATION, INC.

Ticker: STRA Security ID: 863236105  
 Meeting Date: MAY 2, 2007 Meeting Type: Annual  
 Record Date: MAR 6, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert S. Silberman	For	For	Management
1.2	Elect Director Dr. Charlotte F. Beason	For	For	Management
1.3	Elect Director William E. Brock	For	For	Management
1.4	Elect Director David A. Coulter	For	For	Management
1.5	Elect Director Gary Gensler	For	For	Management
1.6	Elect Director Robert R. Grusky	For	For	Management
1.7	Elect Director Robert L. Johnson	For	For	Management
1.8	Elect Director Todd A. Milano	For	For	Management
1.9	Elect Director G. Thomas Waite III	For	For	Management



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1.10	Elect Director J. David Wargo	For	For	Management
2	Ratify Auditors	For	For	Management

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STRYKER CORP.

Ticker: SYK Security ID: 863667101  
 Meeting Date: APR 25, 2007 Meeting Type: Annual  
 Record Date: FEB 28, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Brown	For	For	Management
1.2	Elect Director Howard E. Cox, Jr.	For	For	Management
1.3	Elect Director Donald M. Engelman, Ph.D.	For	For	Management
1.4	Elect Director Jerome H. Grossman, M.D.	For	For	Management
1.5	Elect Director Louise L. Francesconi	For	For	Management
1.6	Elect Director Stephen P. Macmillan	For	For	Management
1.7	Elect Director William U. Parfet	For	For	Management
1.8	Elect Director Ronda E. Stryker	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Performance-Based and/or Time-Based Equity Awards	Against	For	Shareholder

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SYNOVUS FINANCIAL CORP.

Ticker: SNV Security ID: 87161C105  
 Meeting Date: APR 25, 2007 Meeting Type: Annual  
 Record Date: FEB 20, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. Amos	For	For	Management
1.2	Elect Director Richard E. Anthony	For	For	Management
1.3	Elect Director James H. Blanchard	For	For	Management
1.4	Elect Director Richard Y. Bradley	For	For	Management
1.5	Elect Director Frank W. Brumley	For	For	Management
1.6	Elect Director Elizabeth W. Camp	For	For	Management
1.7	Elect Director Gardiner W. Garrard, Jr.	For	For	Management
1.8	Elect Director T. Michael Goodrich	For	For	Management
1.9	Elect Director Frederick L. Green, III	For	For	Management
1.10	Elect Director V. Nathaniel Hansford	For	For	Management
1.11	Elect Director Alfred W. Jones III	For	For	Management
1.12	Elect Director Mason H. Lampton	For	For	Management
1.13	Elect Director Elizabeth C. Ogie	For	For	Management
1.14	Elect Director H. Lynn Page	For	For	Management
1.15	Elect Director J. Neal Purcell	For	For	Management
1.16	Elect Director Melvin T. Stith	For	For	Management
1.17	Elect Director William B. Turner, Jr.	For	For	Management
1.18	Elect Director James D. Yancey	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

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### TARGET CORPORATION

Ticker: TGT Security ID: 87612E106  
 Meeting Date: MAY 24, 2007 Meeting Type: Annual  
 Record Date: MAR 26, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Calvin Darden	For	For	Management
1.2	Elect Director Anne M. Mulcahy	For	For	Management
1.3	Elect Director Stephen W. Sanger	For	For	Management
1.4	Elect Director Gregg W. Steinhafel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Company Specific- Require Majority Vote for the Election of Directors	For	For	Management
5	Report on Political Contributions	Against	For	Shareholder

### TELETECH HOLDINGS, INC.

Ticker: TTEC Security ID: 879939106  
 Meeting Date: JUN 1, 2007 Meeting Type: Annual  
 Record Date: APR 4, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kenneth D. Tuchman	For	For	Management
1.2	Elect Director James E. Barlett	For	For	Management
1.3	Elect Director William A. Linnenbringer	For	For	Management
1.4	Elect Director Ruth C. Lipper	For	For	Management
1.5	Elect Director Shrikant Mehta	For	For	Management
1.6	Elect Director Shirley Young	For	For	Management
2	Ratify Auditors	For	For	Management

### TEMPUR-PEDIC INTERNATIONAL, INC

Ticker: TPX Security ID: 88023U101  
 Meeting Date: MAY 7, 2007 Meeting Type: Annual  
 Record Date: MAR 21, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Thomas Bryant	For	For	Management
1.2	Elect Director Francis A. Doyle	For	For	Management
1.3	Elect Director Peter K. Hoffman	For	For	Management
1.4	Elect Director Sir Paul Judge	For	For	Management
1.5	Elect Director Nancy F. Koehn	For	For	Management
1.6	Elect Director Christopher A. Mastro	For	For	Management
1.7	Elect Director P. Andrews McLane	For	For	Management
1.8	Elect Director Robert B. Trussell, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management

### TIBCO SOFTWARE, INC.

Ticker: TIBX Security ID: 88632Q103  
 Meeting Date: APR 18, 2007 Meeting Type: Annual

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Record Date: FEB 20, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Vivek Y. Ranadive	For	For	Management
1.2	Elect Director Bernard J. Bourigeaud	For	For	Management
1.3	Elect Director Eric C.W. Dunn	For	For	Management
1.4	Elect Director Narendra K. Gupta	For	For	Management
1.5	Elect Director Peter J. Job	For	For	Management
1.6	Elect Director Philip K. Wood	For	For	Management
2	Ratify Auditors	For	For	Management

TREDEGAR CORPORATION

Ticker: TG Security ID: 894650100  
 Meeting Date: MAY 17, 2007 Meeting Type: Annual  
 Record Date: MAR 12, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald T. Cowles	For	Withhold	Management
1.2	Elect Director John D. Gottwald	For	Withhold	Management
1.3	Elect Director Thomas G. Slater, Jr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management

VARIAN SEMICONDUCTOR EQUIPMENT ASSOCIATES, INC.

Ticker: VSEA Security ID: 922207105  
 Meeting Date: FEB 5, 2007 Meeting Type: Annual  
 Record Date: DEC 15, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Xun Chen	For	For	Management
1.2	Elect Director Dennis G. Schmal	For	For	Management
2	Ratify Auditors	For	For	Management

WALGREEN CO.

Ticker: WAG Security ID: 931422109  
 Meeting Date: JAN 10, 2007 Meeting Type: Annual  
 Record Date: NOV 13, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Bernauer	For	For	Management
1.2	Elect Director William C. Foote	For	For	Management
1.3	Elect Director James J. Howard	For	For	Management
1.4	Elect Director Alan G. McNally	For	For	Management
1.5	Elect Director Cordell Reed	For	For	Management
1.6	Elect Director Jeffrey A. Rein	For	For	Management
1.7	Elect Director Nancy M. Schlichting	For	For	Management
1.8	Elect Director David Y. Schwartz	For	For	Management
1.9	Elect Director James A. Skinner	For	For	Management
1.10	Elect Director Marilou M. von Ferstel	For	For	Management
1.11	Elect Director Charles R. Walgreen, III	For	For	Management
2	Ratify Auditors	For	For	Management

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3 Amend Omnibus Stock Plan For For Management

WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106  
 Meeting Date: MAR 8, 2007 Meeting Type: Annual  
 Record Date: JAN 8, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Bryson	For	For	Management
1.2	Elect Director John S. Chen	For	For	Management
1.3	Elect Director Judith L. Estrin	For	For	Management
1.4	Elect Director Robert A. Iger	For	For	Management
1.5	Elect Director Steven P. Jobs	For	For	Management
1.6	Elect Director Fred H. Langhammer	For	For	Management
1.7	Elect Director Aylwin B. Lewis	For	For	Management
1.8	Elect Director Monica C. Lozano	For	For	Management
1.9	Elect Director Robert W. Matschullat	For	For	Management
1.10	Elect Director John E. Pepper, Jr.	For	For	Management
1.11	Elect Director Orin C. Smith	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Company-Specific--Governance-Related - No Greenmail payments	Against	Against	Shareholder
6	Approve/Amend Terms of Existing Poison Pill	Against	For	Shareholder

WARNACO GROUP, INC., THE

Ticker: WRNC Security ID: 934390402  
 Meeting Date: MAY 15, 2007 Meeting Type: Annual  
 Record Date: MAR 27, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David A. Bell	For	For	Management
1.2	Elect Director Robert A. Bowman	For	For	Management
1.3	Elect Director Richard Karl Goeltz	For	For	Management
1.4	Elect Director Joseph R. Gromek	For	For	Management
1.5	Elect Director Sheila A. Hopkins	For	For	Management
1.6	Elect Director Charles R. Perrin	For	For	Management
1.7	Elect Director Nancy A. Reardon	For	For	Management
1.8	Elect Director Donald L. Seeley	For	For	Management
1.9	Elect Director Cheryl Nido Turpin	For	For	Management
2	Ratify Auditors	For	For	Management

WATERS CORPORATION

Ticker: WAT Security ID: 941848103  
 Meeting Date: MAY 15, 2007 Meeting Type: Annual  
 Record Date: MAR 20, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director	Joshua Bekenstein	For	For	Management
1.2	Elect Director	Michael J. Berendt, Ph.D.	For	For	Management
1.3	Elect Director	Douglas A. Berthiaume	For	For	Management
1.4	Elect Director	Edward Conard	For	For	Management
1.5	Elect Director	Laurie H. Glimcher, M.D.	For	For	Management
1.6	Elect Director	Christopher A. Kuebler	For	For	Management
1.7	Elect Director	William J. Miller	For	For	Management
1.8	Elect Director	JoAnn A. Reed	For	For	Management
1.9	Elect Director	Thomas P. Salice	For	For	Management
2	Ratify Auditors		For	For	Management

### WEBMETHODS, INC.

Ticker:           WEBM                   Security ID: 94768C108  
Meeting Date: AUG 29, 2006   Meeting Type: Annual  
Record Date:   JUN 30, 2006

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bill Russell	For	For	Management
1.2	Elect Director R. James Green	For	For	Management
1.3	Elect Director Peter Gyenes	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

### XEROX CORP.

Ticker:           XRX                   Security ID: 984121103  
Meeting Date: MAY 24, 2007   Meeting Type: Annual  
Record Date:   MAR 26, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glenn A. Britt	For	For	Management
1.2	Elect Director Ursula M. Burns	For	For	Management
1.3	Elect Director Richard J. Harrington	For	For	Management
1.4	Elect Director William Curt Hunter	For	For	Management
1.5	Elect Director Vernon E. Jordan, Jr.	For	For	Management
1.6	Elect Director Ralph S. Larsen	For	For	Management
1.7	Elect Director Robert A. McDonald	For	For	Management
1.8	Elect Director Anne M. Mulcahy	For	For	Management
1.9	Elect Director N. J. Nicholas, Jr.	For	For	Management
1.10	Elect Director Ann N. Reese	For	For	Management
1.11	Elect Director Mary Agnes Wilderotter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Adopt ILO Based Vendor Standards	Against	Against	Shareholder

### ZIMMER HOLDINGS INC

Ticker:           ZMH                   Security ID: 98956P102  
Meeting Date: MAY 7, 2007   Meeting Type: Annual  
Record Date:   MAR 8, 2007

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Elect Director Larry C. Glasscock	For	For	Management
2	Elect Director John L. McGoldrick	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	For	For	Management
5	Adopt Simple Majority Vote	Against	For	Shareholder

===== END NPX REPORT

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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: /s/ Mitchell E. Appel  
Mitchell E. Appel  
President

Date: October 9, 2008