

TRI-CONTINENTAL CORP  
Form N-PX  
August 27, 2013

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

Washington, DC 20549

**FORM N-PX**

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

Investment Company Act File Number:	<b>811-00266</b>
Name of Registrant:	<b>Tri-Continental Corporation</b>
Address of Principal Executive Offices:	<b>225 Franklin Street</b> <b>Boston, Massachusetts 02110</b>
Name and address of agent of service:	<b>Scott R. Plummer</b> <b>Columbia Management Investment Advisers, LLC</b> <b>5228 Ameriprise Financial Center</b> <b>Minneapolis, Minnesota 55474</b>
Registrant's telephone number including area code:	<b>612-671-1947</b>
Date of fiscal year end:	<b>12/31</b>
Date of reporting period:	<b>07/01/2012 06/30/2013</b>

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

ICA File Number: 811-00266

Reporting Period: 07/01/2012 - 06/30/2013

Tri-Continental Corporation

Item 1. Proxy Voting Record

===== Tri-Continental Corporation =====

ABBVIE INC.

Ticker: ABBV Security ID: 00287Y109

Meeting Date: MAY 06, 2013 Meeting Type: Annual

Record Date: MAR 08, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H.L. Burnside	For	For	Management
1.2	Elect Director Edward J. Rapp	For	For	Management
1.3	Elect Director Roy S. Roberts	For	For	Management
2	Ratify Auditors	For	For	Management

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3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Approve Omnibus Stock Plan	For	For	Management

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AFLAC INCORPORATED

Ticker: AFL Security ID: 001055102

Meeting Date: MAY 06, 2013 Meeting Type: Annual

Record Date: FEB 27, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Daniel P. Amos	For	For	Management
1b	Elect Director John Shelby Amos, II	For	For	Management
1c	Elect Director Paul S. Amos, II	For	For	Management
1d	Elect Director W. Paul Bowers	For	For	Management
1e	Elect Director Kriss Cloninger, III	For	For	Management
1f	Elect Director Elizabeth J. Hudson	For	For	Management
1g	Elect Director Douglas W. Johnson	For	For	Management
1h	Elect Director Robert B. Johnson	For	For	Management
1i	Elect Director Charles B. Knapp	For	For	Management
1j	Elect Director E. Stephen Purdom	For	For	Management
1k	Elect Director Barbara K. Rimer	For	For	Management
1l	Elect Director Melvin T. Stith	For	For	Management
1m	Elect Director David Gary Thompson	For	For	Management

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1n	Elect Director Takuro Yoshida	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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AMERISOURCEBERGEN CORPORATION

Ticker: ABC Security ID: 03073E105

Meeting Date: FEB 28, 2013 Meeting Type: Annual

Record Date: JAN 02, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven H. Collis	For	For	Management
1.2	Elect Director Douglas R. Conant	For	For	Management
1.3	Elect Director Richard W. Gochnauer	For	For	Management
1.4	Elect Director Richard C. Gozon	For	For	Management
1.5	Elect Director Edward E. Hagenlocker	For	For	Management
1.6	Elect Director Kathleen W. Hyle	For	For	Management
1.7	Elect Director Michael J. Long	For	For	Management
1.8	Elect Director Henry W. McGee	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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AMGEN INC.

Ticker: AMGN Security ID: 031162100

Meeting Date: MAY 22, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David Baltimore	For	For	Management
1.2	Elect Director Frank J. Biondi, Jr.	For	For	Management
1.3	Elect Director Robert A. Bradway	For	For	Management
1.4	Elect Director Francois de Carbonnel	For	For	Management
1.5	Elect Director Vance D. Coffman	For	For	Management
1.6	Elect Director Robert A. Eckert	For	For	Management
1.7	Elect Director Rebecca M. Henderson	For	For	Management
1.8	Elect Director Frank C. Herringer	For	For	Management
1.9	Elect Director Tyler Jacks	For	For	Management
1.10	Elect Director Gilbert S. Omenn	For	For	Management
1.11	Elect Director Judith C. Pelham	For	For	Management
1.12	Elect Director Leonard D. Schaeffer	For	For	Management
1.13	Elect Director Ronald D. Sugar	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management

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ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 13, 2013 Meeting Type: Annual

Record Date: JAN 11, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Ray Stata	For	For	Management
1b	Elect Director Jerald G. Fishman	For	For	Management
1c	Elect Director James A. Champy	For	For	Management
1d	Elect Director John C. Hodgson	For	For	Management
1e	Elect Director Yves-Andre Istel	For	For	Management
1f	Elect Director Neil Novich	For	For	Management
1g	Elect Director F. Grant Saviers	For	For	Management
1h	Elect Director Paul J. Severino	For	For	Management
1i	Elect Director Kenton J. Sicchitano	For	For	Management
1j	Elect Director Lisa T. Su	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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AON PLC

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Ticker: AON Security ID: G0408V102

Meeting Date: MAY 17, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Lester B. Knight as Director	For	For	Management
1.2	Elect Gregory C. Case as Director	For	For	Management
1.3	Elect Fulvio Conti as Director	For	For	Management
1.4	Elect Cheryl A. Francis as Director	For	For	Management
1.5	Elect Edgar D. Jannotta as Director	For	For	Management
1.6	Elect J. Michael Losh as Director	For	Against	Management
1.7	Elect Robert S. Morrison as Director	For	For	Management
1.8	Elect Richard B. Myers as Director	For	For	Management
1.9	Elect Richard C. Notebaert as Director	For	For	Management
1.10	Elect Gloria Santona as Director	For	For	Management
1.11	Elect Carolyn Y. Woo as Director	For	For	Management
2	Accept Financial Statements and Statutory Reports	For	For	Management
3	Ratify Ernst and Young LLP as Aon's Auditors	For	For	Management
4	Ratify Ernst and Young LLP as Aon's U. K. Statutory Auditor	For	For	Management
5	Authorize Board to Fix Remuneration of Internal Statutory Auditors	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Advisory Vote to Ratify Directors'	For	For	Management

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Remuneration Report

8 Approve Nonqualified Employee Stock For For Management  
Purchase Plan

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APACHE CORPORATION

Ticker: APA Security ID: 037411105

Meeting Date: MAY 16, 2013 Meeting Type: Annual

Record Date: MAR 18, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Eugene C. Fiedorek	For	For	Management
2	Elect Director Chansoo Joung	For	For	Management
3	Elect Director William C. Montgomery	For	For	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Amend Omnibus Stock Plan	For	For	Management
7	Declassify the Board of Directors	For	For	Management

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APPLE INC.



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Ticker: AAPL Security ID: 037833100

Meeting Date: FEB 27, 2013 Meeting Type: Annual

Record Date: JAN 02, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William Campbell	For	For	Management
1.2	Elect Director Timothy Cook	For	For	Management
1.3	Elect Director Millard Drexler	For	For	Management
1.4	Elect Director Al Gore	For	For	Management
1.5	Elect Director Robert Iger	For	For	Management
1.6	Elect Director Andrea Jung	For	For	Management
1.7	Elect Director Arthur Levinson	For	For	Management
1.8	Elect Director Ronald Sugar	For	For	Management
2	Amend Articles of Incorporation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Stock Retention/Holding Period	Against	Against	Shareholder
6	Establish Board Committee on Human Rights	Against	Abstain	Shareholder

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ARES CAPITAL CORPORATION

Ticker: ARCC Security ID: 04010L103

Meeting Date: JUN 04, 2013 Meeting Type: Annual

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Record Date: APR 11, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank E. O'Bryan	For	For	Management
1.2	Elect Director Antony P. Ressler	For	For	Management
1.3	Elect Director Eric B. Siegel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Issuance of Shares Below Net Asset Value (NAV)	For	For	Management

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AT&T INC.

Ticker: T Security ID: 00206R102

Meeting Date: APR 26, 2013 Meeting Type: Annual

Record Date: FEB 27, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Randall L. Stephenson	For	For	Management
1.2	Elect Director Gilbert F. Amelio	For	For	Management
1.3	Elect Director Reuben V. Anderson	For	For	Management
1.4	Elect Director James H. Blanchard	For	For	Management
1.5	Elect Director Jaime Chico Pardo	For	For	Management
1.6	Elect Director Scott T. Ford	For	For	Management
1.7	Elect Director James P. Kelly	For	For	Management
1.8	Elect Director Jon C. Madonna	For	For	Management

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1.9	Elect Director Michael B. McCallister	For	For	Management
1.10	Elect Director John B. McCoy	For	For	Management
1.11	Elect Director Joyce M. Roche	For	For	Management
1.12	Elect Director Matthew K. Rose	For	For	Management
1.13	Elect Director Laura D'Andrea Tyson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Stock Purchase and Deferral Plan	For	For	Management
5	Report on Political Contributions	Against	Against	Shareholder
6	Report on Reducing Lead Battery Health Hazards	Against	Abstain	Shareholder
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
8	Require Independent Board Chairman	Against	For	Shareholder

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AUTOMATIC DATA PROCESSING, INC.

Ticker: ADP Security ID: 053015103

Meeting Date: NOV 13, 2012 Meeting Type: Annual

Record Date: SEP 14, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ellen R. Alemany	For	For	Management
1.2	Elect Director Gregory D. Brenneman	For	For	Management

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1.3	Elect Director Leslie A. Brun	For	For	Management
1.4	Elect Director Richard T. Clark	For	For	Management
1.5	Elect Director Eric C. Fast	For	For	Management
1.6	Elect Director Linda R. Gooden	For	For	Management
1.7	Elect Director R. Glenn Hubbard	For	For	Management
1.8	Elect Director John P. Jones	For	For	Management
1.9	Elect Director Carlos A. Rodriguez	For	For	Management
1.10	Elect Director Enrique T. Salem	For	For	Management
1.11	Elect Director Gregory L. Summe	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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BLACKROCK, INC.

Ticker:           BLK                   Security ID: 09247X101

Meeting Date: MAY 30, 2013   Meeting Type: Annual

Record Date:   APR 03, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Abdlatif Yousef Al-Hamad	For	For	Management
1b	Elect Director Mathis Cabiallavetta	For	For	Management
1c	Elect Director Dennis D. Dammerman	For	For	Management
1d	Elect Director Jessica P. Einhorn	For	For	Management
1e	Elect Director Fabrizio Freda	For	For	Management

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1f	Elect Director David H. Komansky	For	For	Management
1g	Elect Director James E. Rohr	For	For	Management
1h	Elect Director Susan L. Wagner	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Ratify Auditors	For	For	Management

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BOSTON SCIENTIFIC CORPORATION

Ticker:           BSX                   Security ID: 101137107

Meeting Date: MAY 07, 2013   Meeting Type: Annual

Record Date:   MAR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Katharine T. Bartlett	For	For	Management
1b	Elect Director Bruce L. Byrnes	For	For	Management
1c	Elect Director Nelda J. Connors	For	For	Management
1d	Elect Director Kristina M. Johnson	For	For	Management
1e	Elect Director Michael F. Mahoney	For	For	Management
1f	Elect Director Ernest Mario	For	Withhold	Management
1g	Elect Director N.J. Nicholas, Jr.	For	For	Management
1h	Elect Director Pete M. Nicholas	For	For	Management
1i	Elect Director Uwe E. Reinhardt	For	For	Management
1j	Elect Director John E. Sununu	For	For	Management
2	Advisory Vote to Ratify Named	For	For	Management

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### Executive Officers' Compensation

3	Ratify Auditors	For	For	Management
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### BRISTOL-MYERS SQUIBB COMPANY

Ticker:            BMY                    Security ID: 110122108

Meeting Date: MAY 07, 2013    Meeting Type: Annual

Record Date:    MAR 14, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1A	Elect Director Lamberto Andreotti	For	For	Management
1B	Elect Director Lewis B. Campbell	For	Against	Management
1C	Elect Director James M. Cornelius	For	For	Management
1D	Elect Director Laurie H. Glimcher	For	For	Management
1E	Elect Director Michael Grobstein	For	For	Management
1F	Elect Director Alan J. Lacy	For	For	Management
1G	Elect Director Vicki L. Sato	For	For	Management
1H	Elect Director Elliott Sigal	For	For	Management
1I	Elect Director Gerald L. Storch	For	For	Management
1J	Elect Director Togo D. West, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

### Executive Officers' Compensation

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BROADCOM CORPORATION

Ticker: BRCM Security ID: 111320107

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 18, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Finocchio, Jr.	For	For	Management
1.2	Elect Director Nancy H. Handel	For	For	Management
1.3	Elect Director Eddy W. Hartenstein	For	For	Management
1.4	Elect Director Maria M. Klawe	For	For	Management
1.5	Elect Director John E. Major	For	For	Management
1.6	Elect Director Scott A. McGregor	For	For	Management
1.7	Elect Director William T. Morrow	For	For	Management
1.8	Elect Director Henry Samueli	For	For	Management
1.9	Elect Director Robert E. Switz	For	For	Management
2	Ratify Auditors	For	For	Management

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CAMPBELL SOUP COMPANY

Ticker: CPB Security ID: 134429109

Meeting Date: NOV 14, 2012 Meeting Type: Annual

Record Date: SEP 17, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edmund M. Carpenter	For	For	Management
1.2	Elect Director Paul R. Charron	For	For	Management
1.3	Elect Director Bennett Dorrance	For	For	Management
1.4	Elect Director Lawrence C. Karlson	For	For	Management
1.5	Elect Director Randall W. Larrimore	For	For	Management
1.6	Elect Director Mary Alice Dorrance Malone	For	For	Management
1.7	Elect Director Sara Mathew	For	For	Management
1.8	Elect Director Denise M. Morrison	For	For	Management
1.9	Elect Director Charles R. Perrin	For	For	Management
1.10	Elect Director A. Barry Rand	For	For	Management
1.11	Elect Director Nick Shreiber	For	For	Management
1.12	Elect Director Tracey T. Travis	For	For	Management
1.13	Elect Director Archbold D. van Beuren	For	For	Management
1.14	Elect Director Les C. Vinney	For	For	Management
1.15	Elect Director Charlotte C. Weber	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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CELGENE CORPORATION

Ticker: CELG Security ID: 151020104



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Meeting Date: JUN 12, 2013 Meeting Type: Annual

Record Date: APR 17, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Hugin	For	For	Management
1.2	Elect Director Richard Barker	For	For	Management
1.3	Elect Director Michael D. Casey	For	Withhold	Management
1.4	Elect Director Carrie S. Cox	For	For	Management
1.5	Elect Director Rodman L. Drake	For	Withhold	Management
1.6	Elect Director Michael A. Friedman	For	Withhold	Management
1.7	Elect Director Gilla Kaplan	For	For	Management
1.8	Elect Director James J. Loughlin	For	For	Management
1.9	Elect Director Ernest Mario	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Stock Retention/Holding Period	Against	Against	Shareholder

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CENTURYLINK, INC.

Ticker: CTL Security ID: 156700106

Meeting Date: MAY 22, 2013 Meeting Type: Annual

Record Date: APR 03, 2013

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Bruce Hanks	For	For	Management
1.2	Elect Director C. G. Melville, Jr.	For	For	Management
1.3	Elect Director Fred R. Nichols	For	For	Management
1.4	Elect Director William A. Owens	For	For	Management
1.5	Elect Director Harvey P. Perry	For	For	Management
1.6	Elect Director Glen F. Post, III	For	For	Management
1.7	Elect Director Laurie A. Siegel	For	For	Management
1.8	Elect Director Joseph R. Zimmel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4a	Share Retention Policy	Against	Against	Shareholder
4b	Adopt Policy on Bonus Banking	Against	Against	Shareholder
4c	Proxy Access	Against	For	Shareholder
4d	Provide for Confidential Voting	Against	For	Shareholder

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CF INDUSTRIES HOLDINGS, INC.

Ticker: CF Security ID: 125269100

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management

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2a	Elect Director Robert C. Arzbaecher	For	For	Management
2b	Elect Director Stephen J. Hagge	For	For	Management
2c	Elect Director Edward A. Schmitt	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management
5	Reduce Supermajority Vote Requirement	Against	For	Shareholder
6	Adopt Policy and Report on Board Diversity	Against	Abstain	Shareholder
7	Report on Political Contributions	Against	For	Shareholder
8	Report on Sustainability	Against	Abstain	Shareholder

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CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

Meeting Date: MAY 29, 2013 Meeting Type: Annual

Record Date: APR 03, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Linnet F. Deily	For	For	Management
1b	Elect Director Robert E. Denham	For	For	Management
1c	Elect Director Alice P. Gast	For	For	Management
1d	Elect Director Enrique Hernandez, Jr.	For	For	Management
1e	Elect Director George L. Kirkland	For	For	Management
1f	Elect Director Charles W. Moorman, IV	For	For	Management

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1g	Elect Director Kevin W. Sharer	For	For	Management
1h	Elect Director John G. Stumpf	For	For	Management
1i	Elect Director Ronald D. Sugar	For	For	Management
1j	Elect Director Carl Ware	For	For	Management
1k	Elect Director John S. Watson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Report on Management of Hydraulic Fracturing Risks and Opportunities	Against	Abstain	Shareholder
6	Report on Offshore Oil Wells and Spill Mitigation Measures	Against	Abstain	Shareholder
7	Report on Financial Risks of Climate Change	Against	Abstain	Shareholder
8	Report on Lobbying Payments and Policy	Against	Against	Shareholder
9	Prohibit Political Contributions	Against	Against	Shareholder
10	Provide for Cumulative Voting	Against	Against	Shareholder
11	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	Against	Shareholder
12	Require Director Nominee with Environmental Expertise	Against	Abstain	Shareholder
13	Adopt Guidelines for Country Selection	Against	Abstain	Shareholder

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CISCO SYSTEMS, INC.

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Ticker: CSCO Security ID: 17275R102

Meeting Date: NOV 15, 2012 Meeting Type: Annual

Record Date: SEP 17, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Carol A. Bartz	For	For	Management
1b	Elect Director Marc Benioff	For	For	Management
1c	Elect Director M. Michele Burns	For	For	Management
1d	Elect Director Michael D. Capellas	For	For	Management
1e	Elect Director Larry R. Carter	For	For	Management
1f	Elect Director John T. Chambers	For	For	Management
1g	Elect Director Brian L. Halla	For	For	Management
1h	Elect Director John L. Hennessy	For	Against	Management
1i	Elect Director Kristina M. Johnson	For	For	Management
1j	Elect Director Richard M. Kovacevich	For	For	Management
1k	Elect Director Roderick C. McGeary	For	For	Management
1l	Elect Director Arun Sarin	For	For	Management
1m	Elect Director Steven M. West	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management
5	Require Independent Board Chairman	Against	For	Shareholder
6	Report on Eliminating Conflict Minerals from Supply Chain	Against	Abstain	Shareholder

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CITIGROUP INC.

Ticker: C Security ID: 172967424

Meeting Date: APR 24, 2013 Meeting Type: Annual

Record Date: FEB 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Michael L. Corbat	For	For	Management
1b	Elect Director Franz B. Humer	For	For	Management
1c	Elect Director Robert L. Joss	For	Against	Management
1d	Elect Director Michael E. O'Neill	For	For	Management
1e	Elect Director Judith Rodin	For	Against	Management
1f	Elect Director Robert L. Ryan	For	For	Management
1g	Elect Director Anthony M. Santomero	For	For	Management
1h	Elect Director Joan E. Spero	For	For	Management
1i	Elect Director Diana L. Taylor	For	For	Management
1j	Elect Director William S. Thompson, Jr.	For	For	Management
1k	Elect Director Ernesto Zedillo Ponce de Leon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Stock Retention/Holding Period	Against	Against	Shareholder
6	Report on Lobbying Payments and Policy	Against	Against	Shareholder
7	Amend Indemnifications Provisions	Against	Against	Shareholder

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CMS ENERGY CORPORATION

Ticker: CMS Security ID: 125896100

Meeting Date: MAY 17, 2013 Meeting Type: Annual

Record Date: MAR 22, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jon E. Barfield	For	For	Management
1.2	Elect Director Stephen E. Ewing	For	For	Management
1.3	Elect Director Richard M. Gabrys	For	For	Management
1.4	Elect Director William D. Harvey	For	For	Management
1.5	Elect Director David W. Joos	For	For	Management
1.6	Elect Director Philip R. Lochner, Jr.	For	For	Management
1.7	Elect Director Michael T. Monahan	For	For	Management
1.8	Elect Director John G. Russell	For	For	Management
1.9	Elect Director Kenneth L. Way	For	For	Management
1.10	Elect Director Laura H. Wright	For	For	Management
1.11	Elect Director John B. Yasinsky	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

COCA-COLA ENTERPRISES, INC.

Ticker: CCE Security ID: 19122T109

Meeting Date: APR 23, 2013 Meeting Type: Annual

Record Date: FEB 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jan Bennink	For	For	Management
1.2	Elect Director John F. Brock	For	For	Management
1.3	Elect Director Calvin Darden	For	For	Management
1.4	Elect Director L. Phillip Humann	For	For	Management
1.5	Elect Director Orrin H. Ingram, II	For	For	Management
1.6	Elect Director Thomas H. Johnson	For	For	Management
1.7	Elect Director Suzanne B. Labarge	For	For	Management
1.8	Elect Director Veronique Morali	For	For	Management
1.9	Elect Director Andrea L. Saia	For	For	Management
1.10	Elect Director Garry Watts	For	For	Management
1.11	Elect Director Curtis R. Welling	For	For	Management
1.12	Elect Director Phoebe A. Wood	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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COMCAST CORPORATION



Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: CMCSA Security ID: 20030N101

Meeting Date: MAY 15, 2013 Meeting Type: Annual

Record Date: MAR 06, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kenneth J. Bacon	For	Withhold	Management
1.2	Elect Director Sheldon M. Bonovitz	For	For	Management
1.3	Elect Director Joseph J. Collins	For	For	Management
1.4	Elect Director J. Michael Cook	For	For	Management
1.5	Elect Director Gerald L. Hassell	For	For	Management
1.6	Elect Director Jeffrey A. Honickman	For	For	Management
1.7	Elect Director Eduardo G. Mestre	For	For	Management
1.8	Elect Director Brian L. Roberts	For	For	Management
1.9	Elect Director Ralph J. Roberts	For	For	Management
1.10	Elect Director Johnathan A. Rodgers	For	For	Management
1.11	Elect Director Judith Rodin	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Pro-rata Vesting of Equity Awards	Against	For	Shareholder
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	For	Shareholder

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CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Richard L. Armitage	For	For	Management
1b	Elect Director Richard H. Auchinleck	For	For	Management
1c	Elect Director James E. Copeland, Jr.	For	For	Management
1d	Elect Director Jody L. Freeman	For	For	Management
1e	Elect Director Gay Huey Evans	For	For	Management
1f	Elect Director Ryan M. Lance	For	For	Management
1g	Elect Director Mohd H. Marican	For	For	Management
1h	Elect Director Robert A. Niblock	For	For	Management
1i	Elect Director Harald J. Norvik	For	For	Management
1j	Elect Director William E. Wade, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Report on Lobbying Payments and Policy	Against	Against	Shareholder
5	Adopt Quantitative GHG Goals for Products and Operations	Against	Abstain	Shareholder
6	Amend EEO Policy to Prohibit Discrimination based on Gender Identity	Against	Abstain	Shareholder

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CSX CORPORATION

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: CSX Security ID: 126408103

Meeting Date: MAY 08, 2013 Meeting Type: Annual

Record Date: MAR 08, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Donna M. Alvarado	For	For	Management
1b	Elect Director John B. Breaux	For	For	Management
1c	Elect Director Pamela L. Carter	For	For	Management
1d	Elect Director Steven T. Halverson	For	For	Management
1e	Elect Director Edward J. Kelly, III	For	For	Management
1f	Elect Director Gilbert H. Lamphere	For	For	Management
1g	Elect Director John D. McPherson	For	For	Management
1h	Elect Director Timothy T. O'Toole	For	For	Management
1i	Elect Director David M. Ratcliffe	For	For	Management
1j	Elect Director Donald J. Shepard	For	For	Management
1k	Elect Director Michael J. Ward	For	For	Management
1l	Elect Director J.C. Watts, Jr.	For	For	Management
1m	Elect Director J. Steven Whisler	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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CULLEN/FROST BANKERS, INC.

Ticker: CFR Security ID: 229899109

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: APR 25, 2013 Meeting Type: Annual

Record Date: MAR 06, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Denny Alexander	For	For	Management
1.2	Elect Director Carlos Alvarez	For	For	Management
1.3	Elect Director Royce S. Caldwell	For	For	Management
1.4	Elect Director Crawford H. Edwards	For	For	Management
1.5	Elect Director Ruben M. Escobedo	For	For	Management
1.6	Elect Director Richard W. Evans, Jr.	For	For	Management
1.7	Elect Director Patrick B. Frost	For	For	Management
1.8	Elect Director David J. Haemisegger	For	For	Management
1.9	Elect Director Karen E. Jennings	For	For	Management
1.10	Elect Director Richard M. Kleberg, III	For	For	Management
1.11	Elect Director Charles W. Matthews	For	For	Management
1.12	Elect Director Ida Clement Steen	For	For	Management
1.13	Elect Director Horace Wilkins, Jr.	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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CVS CAREMARK CORPORATION

Ticker: CVS Security ID: 126650100

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 09, 2013 Meeting Type: Annual

Record Date: MAR 13, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. David Brown II	For	For	Management
1.2	Elect Director David W. Dorman	For	For	Management
1.3	Elect Director Anne M. Finucane	For	For	Management
1.4	Elect Director Kristen Gibney Williams	For	For	Management
1.5	Elect Director Larry J. Merlo	For	For	Management
1.6	Elect Director Jean-Pierre Millon	For	For	Management
1.7	Elect Director Richard J. Swift	For	For	Management
1.8	Elect Director William C. Weldon	For	For	Management
1.9	Elect Director Tony L. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Reduce Vote Requirement Under the Fair Price Provision	For	For	Management
6	Report on Political Contributions	Against	Against	Shareholder
7	Pro-rata Vesting of Equity Awards	Against	Against	Shareholder
8	Report on Lobbying Payments and Policy	Against	Against	Shareholder

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DANAHER CORPORATION

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: DHR Security ID: 235851102

Meeting Date: MAY 07, 2013 Meeting Type: Annual

Record Date: MAR 08, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald J. Ehrlich	For	For	Management
1.2	Elect Director Linda Hefner Filler	For	For	Management
1.3	Elect Director Teri List-Stoll	For	For	Management
1.4	Elect Director Walter G. Lohr, Jr.	For	Against	Management
1.5	Elect Director Steven M. Rales	For	For	Management
1.6	Elect Director John T. Schwieters	For	For	Management
1.7	Elect Director Alan G. Spoon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
5	Stock Retention/Holding Period	Against	Against	Shareholder
6	Report on Political Contributions	Against	For	Shareholder

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DARDEN RESTAURANTS, INC.

Ticker: DRI Security ID: 237194105

Meeting Date: SEP 18, 2012 Meeting Type: Annual

Record Date: JUL 23, 2012

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael W. Barnes	For	For	Management
1.2	Elect Director Leonard L. Berry	For	For	Management
1.3	Elect Director Christopher J. (CJ) Fraleigh	For	For	Management
1.4	Elect Director Victoria D. Harker	For	For	Management
1.5	Elect Director David H. Hughes	For	For	Management
1.6	Elect Director Charles A. Ledsinger, Jr.	For	For	Management
1.7	Elect Director William M. Lewis, Jr.	For	For	Management
1.8	Elect Director Connie Mack, III	For	For	Management
1.9	Elect Director Andrew H. (Drew) Madsen	For	For	Management
1.10	Elect Director Clarence Otis, Jr.	For	For	Management
1.11	Elect Director Michael D. Rose	For	For	Management
1.12	Elect Director Maria A. Sastre	For	For	Management
1.13	Elect Director William S. Simon	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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DELL INC.

Ticker: DELL Security ID: 24702R101

Meeting Date: JUL 13, 2012 Meeting Type: Annual

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Record Date: MAY 18, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James W. Breyer	For	For	Management
2	Elect Director Donald J. Carty	For	For	Management
3	Elect Director Janet F. Clark	For	For	Management
4	Elect Director Laura Conigliaro	For	For	Management
5	Elect Director Michael S. Dell	For	For	Management
6	Elect Director Kenneth M. Duberstein	For	For	Management
7	Elect Director William H. Gray, III	For	For	Management
8	Elect Director Gerard J. Kleisterlee	For	For	Management
9	Elect Director Klaus S. Luft	For	For	Management
10	Elect Director Alex J. Mandl	For	For	Management
11	Elect Director Shantanu Narayen	For	For	Management
12	Elect Director H. Ross Perot, Jr.	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Approve Omnibus Stock Plan	For	For	Management

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DIAMOND OFFSHORE DRILLING, INC.

Ticker: DO Security ID: 25271C102

Meeting Date: MAY 15, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013



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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James S. Tisch	For	For	Management
1.2	Elect Director Lawrence R. Dickerson	For	For	Management
1.3	Elect Director John R. Bolton	For	For	Management
1.4	Elect Director Charles L. Fabrikant	For	For	Management
1.5	Elect Director Paul G. Gaffney, II	For	For	Management
1.6	Elect Director Edward Grebow	For	For	Management
1.7	Elect Director Herbert C. Hofmann	For	For	Management
1.8	Elect Director Clifford M. Sobel	For	For	Management
1.9	Elect Director Andrew H. Tisch	For	For	Management
1.10	Elect Director Raymond S. Troubh	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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DIEBOLD, INCORPORATED

Ticker: DBD Security ID: 253651103

Meeting Date: APR 25, 2013 Meeting Type: Annual

Record Date: FEB 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Patrick W. Allender	For	For	Management
1.2	Elect Director Roberto Artavia	For	For	Management

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1.3	Elect Director Bruce L. Byrnes	For	Withhold	Management
1.4	Elect Director Phillip R. Cox	For	For	Management
1.5	Elect Director Richard L. Crandall	For	For	Management
1.6	Elect Director Gale S. Fitzgerald	For	For	Management
1.7	Elect Director Robert S. Prather, Jr.	For	For	Management
1.8	Elect Director Rajesh K. Soin	For	For	Management
1.9	Elect Director Henry D.G. Wallace	For	For	Management
1.10	Elect Director Alan J. Weber	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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DIRECTV

Ticker: DTV Security ID: 25490A309

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 04, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Neil Austrian	For	For	Management
1b	Elect Director Ralph Boyd, Jr.	For	For	Management
1c	Elect Director Abelardo Bru	For	For	Management
1d	Elect Director David Dillon	For	For	Management
1e	Elect Director Samuel DiPiazza, Jr.	For	For	Management
1f	Elect Director Dixon Doll	For	For	Management

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1g	Elect Director Charles Lee	For	For	Management
1h	Elect Director Peter Lund	For	For	Management
1i	Elect Director Nancy Newcomb	For	For	Management
1j	Elect Director Lorrie Norrington	For	For	Management
1k	Elect Director Michael White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Pro-rata Vesting of Equity Awards	Against	For	Shareholder
5	Require Independent Board Chairman	Against	For	Shareholder
6	Provide Right to Act by Written Consent	Against	For	Shareholder

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### DISCOVER FINANCIAL SERVICES

Ticker: DFS Security ID: 254709108

Meeting Date: APR 17, 2013 Meeting Type: Annual

Record Date: FEB 19, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey S. Aronin	For	For	Management
1.2	Elect Director Mary K. Bush	For	For	Management
1.3	Elect Director Gregory C. Case	For	For	Management
1.4	Elect Director Cynthia A. Glassman	For	For	Management
1.5	Elect Director Richard H. Lenny	For	For	Management
1.6	Elect Director Thomas G. Maheras	For	For	Management

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1.7	Elect Director Michael H. Moskow	For	For	Management
1.8	Elect Director David W. Nelms	For	For	Management
1.9	Elect Director E. Follin Smith	For	For	Management
1.10	Elect Director Mark A. Thierer	For	For	Management
1.11	Elect Director Lawrence A. Weinbach	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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DISCOVERY COMMUNICATIONS, INC.

Ticker: DISCA Security ID: 25470F104

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 21, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul A. Gould	For	For	Management
1.2	Elect Director John S. Hendricks	For	Withhold	Management
1.3	Elect Director M. LaVoy Robison	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management

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DOVER CORPORATION

Ticker:           DOV                   Security ID: 260003108

Meeting Date: MAY 02, 2013   Meeting Type: Annual

Record Date:   MAR 06, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director David H. Benson	For	For	Management
1b	Elect Director Robert W. Cremin	For	For	Management
1c	Elect Director Jean-Pierre M. Ergas	For	For	Management
1d	Elect Director Peter T. Francis	For	For	Management
1e	Elect Director Kristiane C. Graham	For	For	Management
1f	Elect Director M.F. Johnston	For	For	Management
1g	Elect Director Robert A. Livingston	For	For	Management
1h	Elect Director Richard K. Lochridge	For	For	Management
1i	Elect Director Bernard G. Rethore	For	For	Management
1j	Elect Director Michael B. Stubbs	For	For	Management
1k	Elect Director Stephen M. Todd	For	For	Management
1l	Elect Director Stephen K. Wagner	For	For	Management
1m	Elect Director Mary A. Winston	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Reduce Supermajority Vote Requirement	Against	For	Shareholder

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DUKE ENERGY CORPORATION

Ticker: DUK Security ID: 26441C204

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 05, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William Barnet, III	For	For	Management
1.2	Elect Director G. Alex Bernhardt, Sr.	For	For	Management
1.3	Elect Director Michael G. Browning	For	For	Management
1.4	Elect Director Harris E. DeLoach, Jr.	For	For	Management
1.5	Elect Director Daniel R. DiMicco	For	Withhold	Management
1.6	Elect Director John H. Forsgren	For	Withhold	Management
1.7	Elect Director Ann Maynard Gray	For	Withhold	Management
1.8	Elect Director James H. Hance, Jr.	For	Withhold	Management
1.9	Elect Director John T. Herron	For	For	Management
1.10	Elect Director James B. Hylar, Jr.	For	For	Management
1.11	Elect Director E. Marie McKee	For	For	Management
1.12	Elect Director E. James Reinsch	For	For	Management
1.13	Elect Director James T. Rhodes	For	For	Management
1.14	Elect Director James E. Rogers	For	For	Management
1.15	Elect Director Carlos A. Saladrigas	For	For	Management
1.16	Elect Director Philip R. Sharp	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Provide Right to Act by Written Consent	Against	For	Shareholder

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6      Require a Majority Vote for the                      Against      For                      Shareholder  
          Election of Directors

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E. I. DU PONT DE NEMOURS AND COMPANY

Ticker:              DD                      Security ID: 263534109

Meeting Date: APR 24, 2013      Meeting Type: Annual

Record Date: FEB 27, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Lamberto Andreotti	For	For	Management
1b	Elect Director Richard H. Brown	For	For	Management
1c	Elect Director Robert A. Brown	For	For	Management
1d	Elect Director Bertrand P. Collomb	For	For	Management
1e	Elect Director Curtis J. Crawford	For	For	Management
1f	Elect Director Alexander M. Cutler	For	For	Management
1g	Elect Director Eleuthere I. Du Pont	For	For	Management
1h	Elect Director Marillyn A. Hewson	For	For	Management
1i	Elect Director Lois D. Juliber	For	For	Management
1j	Elect Director Ellen J. Kullman	For	For	Management
1k	Elect Director Lee M. Thomas	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Require Independent Board Chairman	Against	For	Shareholder

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5	Report on Lobbying Payments and Policy	Against	For	Shareholder
6	Report on Genetically Engineered Seed	Against	Abstain	Shareholder
7	Report on Pay Disparity	Against	Abstain	Shareholder

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EASTMAN CHEMICAL COMPANY

Ticker: EMN Security ID: 277432100

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 08, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gary E. Anderson	For	For	Management
1.2	Elect Director Brett D. Begemann	For	For	Management
1.3	Elect Director Stephen R. Demeritt	For	Against	Management
1.4	Elect Director Robert M. Hernandez	For	For	Management
1.5	Elect Director Julie F. Holder	For	For	Management
1.6	Elect Director Renee J. Hornbaker	For	For	Management
1.7	Elect Director Lewis M. Kling	For	Against	Management
1.8	Elect Director David W. Raisbeck	For	Against	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Provide Right to Act by Written Consent	Against	For	Shareholder



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ELI LILLY AND COMPANY

Ticker: LLY Security ID: 532457108

Meeting Date: MAY 06, 2013 Meeting Type: Annual

Record Date: MAR 01, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Ralph Alvarez	For	For	Management
2	Elect Director Winfried Bischoff	For	For	Management
3	Elect Director R. David Hoover	For	For	Management
4	Elect Director Franklyn G. Prendergast	For	For	Management
5	Elect Director Kathi P. Seifert	For	For	Management
6	Ratify Auditors	For	For	Management
7	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
8	Amend Omnibus Stock Plan	For	For	Management

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EMC CORPORATION

Ticker: EMC Security ID: 268648102

Meeting Date: MAY 01, 2013 Meeting Type: Annual

Record Date: MAR 01, 2013

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Michael W. Brown	For	For	Management
1b	Elect Director Randolph L. Cowen	For	For	Management
1c	Elect Director Gail Deegan	For	For	Management
1d	Elect Director James S. DiStasio	For	For	Management
1e	Elect Director John R. Egan	For	For	Management
1f	Elect Director Edmund F. Kelly	For	For	Management
1g	Elect Director Judith A. Miscik	For	For	Management
1h	Elect Director Windle B. Priem	For	For	Management
1i	Elect Director Paul Sagan	For	For	Management
1j	Elect Director David N. Strohm	For	For	Management
1k	Elect Director Joseph M. Tucci	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Qualified Employee Stock Purchase Plan	For	For	Management
6	Provide Right to Act by Written Consent	For	For	Management
7	Require Consistency with Corporate Values and Report on Political Contributions	Against	Against	Shareholder

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EMERSON ELECTRIC CO.

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Ticker: EMR Security ID: 291011104

Meeting Date: FEB 05, 2013 Meeting Type: Annual

Record Date: NOV 27, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. A. H. Boersig	For	For	Management
1.2	Elect Director J. B. Bolten	For	For	Management
1.3	Elect Director M. S. Levatich	For	For	Management
1.4	Elect Director R. L. Stephenson	For	Withhold	Management
1.5	Elect Director A.A. Busch, III	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	For	For	Management
5	Report on Sustainability	Against	Abstain	Shareholder

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ENTERGY CORPORATION

Ticker: ETR Security ID: 29364G103

Meeting Date: MAY 03, 2013 Meeting Type: Annual

Record Date: MAR 05, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Maureen Scannell Bateman	For	For	Management
1b	Elect Director L.P. Denault	For	For	Management

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1c	Elect Director Gary W. Edwards	For	For	Management
1d	Elect Director Alexis M. Herman	For	For	Management
1e	Elect Director Donald C. Hintz	For	For	Management
1f	Elect Director Stuart L. Levenick	For	For	Management
1g	Elect Director Blanche L. Lincoln	For	For	Management
1h	Elect Director Stewart C. Myers	For	For	Management
1i	Elect Director W.J. Tauzin	For	For	Management
1j	Elect Director Steven V. Wilkinson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Lobbying Payments and Policy	Against	Against	Shareholder
5	Minimize Pool Storage of Spent Nuclear Fuel	Against	Abstain	Shareholder

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EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102

Meeting Date: MAY 29, 2013 Meeting Type: Annual

Record Date: APR 04, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management
1.2	Elect Director P. Brabeck-Letmathe	For	For	Management
1.3	Elect Director U.M. Burns	For	For	Management

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1.4	Elect Director L.R. Faulkner	For	For	Management
1.5	Elect Director J.S. Fishman	For	For	Management
1.6	Elect Director H.H. Fore	For	For	Management
1.7	Elect Director K.C. Frazier	For	For	Management
1.8	Elect Director W.W. George	For	For	Management
1.9	Elect Director S.J. Palmisano	For	For	Management
1.10	Elect Director S.S. Reinemund	For	For	Management
1.11	Elect Director R.W. Tillerson	For	For	Management
1.12	Elect Director W.C. Weldon	For	For	Management
1.13	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Require Independent Board Chairman	Against	For	Shareholder
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Limit Directors to a Maximum of Three Board Memberships in Companies with Sales over \$500 Million Annually	Against	Against	Shareholder
7	Report on Lobbying Payments and Policy	Against	Against	Shareholder
8	Study Feasibility of Prohibiting Political Contributions	Against	Against	Shareholder
9	Adopt Sexual Orientation Anti-bias Policy	Against	Abstain	Shareholder
10	Report on Management of Hydraulic Fracturing Risks and Opportunities	Against	Abstain	Shareholder
11	Adopt Quantitative GHG Goals for Products and Operations	Against	Abstain	Shareholder

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FIFTH THIRD BANCORP

Ticker: FITB Security ID: 316773100

Meeting Date: APR 16, 2013 Meeting Type: Annual

Record Date: FEB 28, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Darryl F. Allen	For	For	Management
1.2	Elect Director B. Evan Bayh, III	For	For	Management
1.3	Elect Director Ulysses L. Bridgeman, Jr.	For	For	Management
1.4	Elect Director Emerson L. Brumback	For	For	Management
1.5	Elect Director James P. Hackett	For	For	Management
1.6	Elect Director Gary R. Heminger	For	For	Management
1.7	Elect Director Jewell D. Hoover	For	For	Management
1.8	Elect Director William M. Isaac	For	For	Management
1.9	Elect Director Kevin T. Kabat	For	For	Management
1.10	Elect Director Mitchel D. Livingston	For	For	Management
1.11	Elect Director Michael B. McCallister	For	For	Management
1.12	Elect Director Hendrik G. Meijer	For	For	Management
1.13	Elect Director John J. Schiff, Jr.	For	For	Management
1.14	Elect Director Marsha C. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

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### Executive Officers' Compensation

4      Advisory Vote on Say on Pay Frequency      One Year      One Year      Management

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### GENERAL DYNAMICS CORPORATION

Ticker:              GD                      Security ID:    369550108

Meeting Date: MAY 01, 2013      Meeting Type: Annual

Record Date:    MAR 07, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary T. Barra	For	Against	Management
1.2	Elect Director Nicholas D. Chabraja	For	For	Management
1.3	Elect Director James S. Crown	For	Against	Management
1.4	Elect Director William P. Fricks	For	Against	Management
1.5	Elect Director Paul G. Kaminski	For	Against	Management
1.6	Elect Director John M. Keane	For	For	Management
1.7	Elect Director Lester L. Lyles	For	For	Management
1.8	Elect Director Phebe N. Novakovic	For	For	Management
1.9	Elect Director William A. Osborn	For	Against	Management
1.10	Elect Director Robert Walmsley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	Against	Management
	Executive Officers' Compensation			
4	Report on Lobbying Payments and Policy	Against	Against	Shareholder
5	Review and Assess Human Rights Policy	Against	Abstain	Shareholder

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GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103

Meeting Date: APR 24, 2013 Meeting Type: Annual

Record Date: FEB 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director W. Geoffrey Beattie	For	For	Management
2	Elect Director John J. Brennan	For	For	Management
3	Elect Director James I. Cash, Jr.	For	For	Management
4	Elect Director Francisco D'Souza	For	For	Management
5	Elect Director Marijn E. Dekkers	For	For	Management
6	Elect Director Ann M. Fudge	For	For	Management
7	Elect Director Susan Hockfield	For	For	Management
8	Elect Director Jeffrey R. Immelt	For	For	Management
9	Elect Director Andrea Jung	For	For	Management
10	Elect Director Robert W. Lane	For	For	Management
11	Elect Director Ralph S. Larsen	For	For	Management
12	Elect Director Rochelle B. Lazarus	For	For	Management
13	Elect Director James J. Mulva	For	For	Management
14	Elect Director Mary L. Schapiro	For	For	Management
15	Elect Director Robert J. Swieringa	For	For	Management
16	Elect Director James S. Tisch	For	For	Management
17	Elect Director Douglas A. Warner, III	For	For	Management



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18	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
19	Ratify Auditors	For	For	Management
20	Cessation of All Stock Options and Bonuses	Against	Against	Shareholder
21	Establish Term Limits for Directors	Against	Against	Shareholder
22	Require Independent Board Chairman	Against	For	Shareholder
23	Provide Right to Act by Written Consent	Against	For	Shareholder
24	Stock Retention/Holding Period	Against	Against	Shareholder
25	Require More Director Nominations Than Open Seats	Against	Against	Shareholder

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GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103

Meeting Date: MAY 08, 2013 Meeting Type: Annual

Record Date: MAR 13, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Cogan	For	For	Management
1.2	Elect Director Etienne F. Davignon	For	For	Management
1.3	Elect Director Carla A. Hills	For	For	Management
1.4	Elect Director Kevin E. Lofton	For	For	Management
1.5	Elect Director John W. Madigan	For	For	Management
1.6	Elect Director John C. Martin	For	For	Management

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1.7	Elect Director Nicholas G. Moore	For	For	Management
1.8	Elect Director Richard J. Whitley	For	For	Management
1.9	Elect Director Gayle E. Wilson	For	Withhold	Management
1.10	Elect Director Per Wold-Olsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Increase Authorized Common Stock	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Require Independent Board Chairman	Against	For	Shareholder
7	Provide Right to Act by Written Consent	Against	For	Shareholder

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GOOGLE INC.

Ticker:           GOOG                   Security ID: 38259P508

Meeting Date: JUN 06, 2013   Meeting Type: Annual

Record Date:   APR 08, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry Page	For	For	Management
1.2	Elect Director Sergey Brin	For	For	Management
1.3	Elect Director Eric E. Schmidt	For	For	Management
1.4	Elect Director L. John Doerr	For	For	Management
1.5	Elect Director Diane B. Greene	For	For	Management
1.6	Elect Director John L. Hennessy	For	Withhold	Management

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1.7	Elect Director Ann Mather	For	For	Management
1.8	Elect Director Paul S. Otellini	For	For	Management
1.9	Elect Director K. Ram Shriram	For	For	Management
1.10	Elect Director Shirley M. Tilghman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Reducing Lead Battery Health Hazards	Against	Abstain	Shareholder
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	For	Shareholder
5	Stock Retention/Holding Period	Against	Against	Shareholder
6	Adopt Policy on Succession Planning	Against	Against	Shareholder

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HOLLYFRONTIER CORPORATION

Ticker: HFC Security ID: 436106108

Meeting Date: MAY 15, 2013 Meeting Type: Annual

Record Date: MAR 18, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Douglas Y. Bech	For	For	Management
1b	Elect Director Buford P. Berry	For	For	Management
1c	Elect Director Leldon E. Echols	For	For	Management
1d	Elect Director R. Kevin Hardage	For	For	Management
1e	Elect Director Michael C. Jennings	For	For	Management
1f	Elect Director Robert J. Kostelnik	For	For	Management

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1g	Elect Director James H. Lee	For	For	Management
1h	Elect Director Robert G. McKenzie	For	For	Management
1i	Elect Director Franklin Myers	For	For	Management
1j	Elect Director Michael E. Rose	For	For	Management
1k	Elect Director Tommy A. Valenta	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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HUMANA INC.

Ticker: HUM Security ID: 444859102

Meeting Date: APR 25, 2013 Meeting Type: Annual

Record Date: FEB 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Bruce D. Broussard	For	For	Management
1b	Elect Director Frank A. D'Amelio	For	For	Management
1c	Elect Director W. Roy Dunbar	For	For	Management
1d	Elect Director Kurt J. Hilzinger	For	For	Management
1e	Elect Director David A. Jones, Jr.	For	For	Management
1f	Elect Director Michael B. McCallister	For	For	Management
1g	Elect Director William J. McDonald	For	For	Management
1h	Elect Director William E. Mitchell	For	For	Management
1i	Elect Director David B. Nash	For	For	Management

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1j	Elect Director James J. O'Brien	For	For	Management
1k	Elect Director Marissa T. Peterson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder

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HUNTINGTON BANCSHARES INCORPORATED

Ticker: HBAN Security ID: 446150104

Meeting Date: APR 18, 2013 Meeting Type: Annual

Record Date: FEB 20, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Don M. Casto, III	For	For	Management
1.2	Elect Director Ann 'Tanny' B. Crane	For	For	Management
1.3	Elect Director Steven G. Elliott	For	For	Management
1.4	Elect Director Michael J. Endres	For	For	Management
1.5	Elect Director John B. Gerlach, Jr.	For	For	Management
1.6	Elect Director Peter J. Kight	For	For	Management
1.7	Elect Director Jonathan A. Levy	For	For	Management
1.8	Elect Director Richard W. Neu	For	For	Management
1.9	Elect Director David L. Porteous	For	For	Management
1.10	Elect Director Kathleen H. Ransier	For	For	Management
1.11	Elect Director Stephen D. Steinour	For	For	Management

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2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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ILLINOIS TOOL WORKS INC.

Ticker: ITW Security ID: 452308109

Meeting Date: MAY 03, 2013 Meeting Type: Annual

Record Date: MAR 05, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Daniel J. Brutto	For	For	Management
1b	Elect Director Susan Crown	For	For	Management
1c	Elect Director Don H. Davis, Jr.	For	For	Management
1d	Elect Director James W. Griffith	For	For	Management
1e	Elect Director Robert C. McCormack	For	For	Management
1f	Elect Director Robert S. Morrison	For	For	Management
1g	Elect Director E. Scott Santi	For	For	Management
1h	Elect Director James A. Skinner	For	For	Management
1i	Elect Director David B. Smith, Jr.	For	For	Management
1j	Elect Director Pamela B. Strobel	For	For	Management
1k	Elect Director Kevin M. Warren	For	For	Management
1l	Elect Director Anre D. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

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### Executive Officers' Compensation

4	Reduce Supermajority Vote Requirement	Against	For	Shareholder
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### INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101

Meeting Date: APR 30, 2013 Meeting Type: Annual

Record Date: MAR 01, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alain J.P. Belda	For	Against	Management
1.2	Elect Director William R. Brody	For	For	Management
1.3	Elect Director Kenneth I. Chenault	For	For	Management
1.4	Elect Director Michael L. Eskew	For	Against	Management
1.5	Elect Director David N. Farr	For	For	Management
1.6	Elect Director Shirley Ann Jackson	For	For	Management
1.7	Elect Director Andrew N. Liveris	For	Against	Management
1.8	Elect Director W. James McNerney, Jr.	For	For	Management
1.9	Elect Director James W. Owens	For	For	Management
1.10	Elect Director Virginia M. Rometty	For	For	Management
1.11	Elect Director Joan E. Spero	For	For	Management
1.12	Elect Director Sidney Taurel	For	For	Management
1.13	Elect Director Lorenzo H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

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### Executive Officers' Compensation

4	Report on Lobbying Payments and Policy	Against	Against	Shareholder
5	Provide Right to Act by Written Consent	Against	For	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Stock Retention/Holding Period	Against	Against	Shareholder

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### INTERNATIONAL PAPER COMPANY

Ticker: IP Security ID: 460146103

Meeting Date: MAY 13, 2013 Meeting Type: Annual

Record Date: MAR 19, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director David J. Bronczek	For	For	Management
1b	Elect Director Ahmet C. Dorduncu	For	For	Management
1c	Elect Director John V. Faraci	For	For	Management
1d	Elect Director Ilene S. Gordon	For	For	Management
1e	Elect Director Stacey J. Mobley	For	For	Management
1f	Elect Director Joan E. Spero	For	For	Management
1g	Elect Director John L. Townsend, III	For	For	Management
1h	Elect Director John F. Turner	For	For	Management
1i	Elect Director William G. Walter	For	For	Management
1j	Elect Director J. Steven Whisler	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide Right to Act by Written Consent	For	For	Management



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4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Pro-rata Vesting of Equity Plans	Against	Against	Shareholder

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JOHNSON & JOHNSON

Ticker:           JNJ                   Security ID: 478160104

Meeting Date: APR 25, 2013   Meeting Type: Annual

Record Date:   FEB 26, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary Sue Coleman	For	For	Management
1.2	Elect Director James G. Cullen	For	For	Management
1.3	Elect Director Ian E.L. Davis	For	For	Management
1.4	Elect Director Alex Gorsky	For	For	Management
1.5	Elect Director Michael M.E. Johns	For	Against	Management
1.6	Elect Director Susan L. Lindquist	For	For	Management
1.7	Elect Director Anne M. Mulcahy	For	Against	Management
1.8	Elect Director Leo F. Mullin	For	For	Management
1.9	Elect Director William D. Perez	For	Against	Management
1.10	Elect Director Charles Prince	For	Against	Management
1.11	Elect Director A. Eugene Washington	For	For	Management
1.12	Elect Director Ronald A. Williams	For	Against	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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3	Ratify Auditors	For	For	Management
4	Stock Retention/Holding Period	Against	Against	Shareholder
5	Screen Political Contributions for Consistency with Corporate Values	Against	Against	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder

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JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100

Meeting Date: MAY 21, 2013 Meeting Type: Annual

Record Date: MAR 22, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director James A. Bell	For	Against	Management
1b	Elect Director Crandall C. Bowles	For	Against	Management
1c	Elect Director Stephen B. Burke	For	For	Management
1d	Elect Director David M. Cote	For	Against	Management
1e	Elect Director James S. Crown	For	Against	Management
1f	Elect Director James Dimon	For	For	Management
1g	Elect Director Timothy P. Flynn	For	For	Management
1h	Elect Director Ellen V. Futter	For	Against	Management
1i	Elect Director Laban P. Jackson, Jr.	For	Against	Management
1j	Elect Director Lee R. Raymond	For	For	Management
1k	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management

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3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Provide Right to Act by Written Consent	For	For	Management
5	Amend Executive Incentive Bonus Plan	For	For	Management
6	Require Independent Board Chairman	Against	For	Shareholder
7	Stock Retention/Holding Period	Against	Against	Shareholder
8	Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity	Against	Abstain	Shareholder
9	Report on Lobbying Payments and Policy	Against	Against	Shareholder

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KELLOGG COMPANY

Ticker: K Security ID: 487836108

Meeting Date: APR 26, 2013 Meeting Type: Annual

Record Date: MAR 01, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gordon Gund	For	For	Management
1.2	Elect Director Mary Laschinger	For	For	Management
1.3	Elect Director Ann McLaughlin Korologos	For	For	Management
1.4	Elect Director Cynthia Milligan	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Declassify the Board of Directors	Against	For	Shareholder

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KIMBERLY-CLARK CORPORATION

Ticker: KMB Security ID: 494368103

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 04, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Alm	For	For	Management
1.2	Elect Director John F. Bergstrom	For	For	Management
1.3	Elect Director Abelardo E. Bru	For	For	Management
1.4	Elect Director Robert W. Decherd	For	For	Management
1.5	Elect Director Thomas J. Falk	For	For	Management
1.6	Elect Director Fabian T. Garcia	For	For	Management
1.7	Elect Director Mae C. Jemison	For	For	Management
1.8	Elect Director James M. Jenness	For	For	Management
1.9	Elect Director Nancy J. Karch	For	For	Management
1.10	Elect Director Ian C. Read	For	For	Management
1.11	Elect Director Linda Johnson Rice	For	For	Management
1.12	Elect Director Marc J. Shapiro	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management

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Executive Officers' Compensation

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KLA-TENCOR CORPORATION

Ticker: KLAC Security ID: 482480100

Meeting Date: NOV 07, 2012 Meeting Type: Annual

Record Date: SEP 18, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert P. Akins	For	For	Management
1.2	Elect Director Robert T. Bond	For	For	Management
1.3	Elect Director Kiran M. Patel	For	For	Management
1.4	Elect Director David C. Wang	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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LINCOLN NATIONAL CORPORATION

Ticker: LNC Security ID: 534187109

Meeting Date: MAY 23, 2013 Meeting Type: Annual

Record Date: MAR 18, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William J. Avery	For	For	Management

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1.2	Elect Director William H. Cunningham	For	For	Management
1.3	Elect Director William Porter Payne	For	For	Management
1.4	Elect Director Patrick S. Pittard	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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LORILLARD, INC.

Ticker: LO Security ID: 544147101

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management
2.1	Elect Director Andrew H. Card, Jr.	For	For	Management
2.2	Elect Director Virgis W. Colbert	For	Against	Management
2.3	Elect Director Richard W. Roedel	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Lobbying Payments and Policy	Against	For	Shareholder

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LYONDELLBASELL INDUSTRIES NV

Ticker: LYB Security ID: N53745100

Meeting Date: MAY 22, 2013 Meeting Type: Annual

Record Date: APR 24, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jacques Aigrain	For	For	Management
1.2	Elect Director Scott M. Kleinman	For	For	Management
1.3	Elect Director Bruce A. Smith	For	For	Management
2	Adopt Financial Statements and Statutory Reports	For	For	Management
3	Approve Discharge of Management Board	For	For	Management
4	Approve Discharge of Supervisory Board	For	For	Management
5	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
6	Ratify PricewaterhouseCoopers as Auditors	For	For	Management
7	Approve Remuneration of Supervisory Board	For	For	Management
8	Approve Dividends of USD 4.20 Per Share	For	For	Management
9	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
11	Approve Cancellation of up to 10 Percent of Issued Share Capital in	For	For	Management



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Treasury Account

12 Amend Articles of Association For For Management

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MACY'S, INC.

Ticker: M Security ID: 55616P104

Meeting Date: MAY 17, 2013 Meeting Type: Annual

Record Date: MAR 22, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Stephen F. Bollenbach	For	For	Management
1b	Elect Director Deirdre P. Connelly	For	For	Management
1c	Elect Director Meyer Feldberg	For	For	Management
1d	Elect Director Sara Levinson	For	For	Management
1e	Elect Director Terry J. Lundgren	For	For	Management
1f	Elect Director Joseph Neubauer	For	Against	Management
1g	Elect Director Joyce M. Roche	For	For	Management
1h	Elect Director Paul C. Varga	For	For	Management
1i	Elect Director Craig E. Weatherup	For	For	Management
1j	Elect Director Marna C. Whittington	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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MASTERCARD INCORPORATED

Ticker: MA Security ID: 57636Q104

Meeting Date: JUN 18, 2013 Meeting Type: Annual

Record Date: APR 19, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Richard Haythornthwaite	For	For	Management
1b	Elect Director Ajay Banga	For	For	Management
1c	Elect Director Silvio Barzi	For	For	Management
1d	Elect Director David R. Carlucci	For	For	Management
1e	Elect Director Steven J. Freiberg	For	For	Management
1f	Elect Director Nancy J. Karch	For	For	Management
1g	Elect Director Marc Olivie	For	For	Management
1h	Elect Director Rima Qureshi	For	For	Management
1i	Elect Director Jose Octavio Reyes Lagunes	For	For	Management
1j	Elect Director Mark Schwartz	For	For	Management
1k	Elect Director Jackson P. Tai	For	For	Management
1l	Elect Director Edward Suning Tian	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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MCDONALD'S CORPORATION

Ticker: MCD Security ID: 580135101

Meeting Date: MAY 23, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Walter E. Massey	For	For	Management
1b	Elect Director John W. Rogers, Jr.	For	For	Management
1c	Elect Director Roger W. Stone	For	For	Management
1d	Elect Director Miles D. White	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Pay Disparity	Against	Abstain	Shareholder
5	Stock Retention/Holding Period	Against	Against	Shareholder
6	Report on Human Rights Risk Assessment Process	Against	Abstain	Shareholder
7	Report on Nutrition Initiatives and Childhood Obesity Concerns	Against	Abstain	Shareholder

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MERCK & CO., INC.

Ticker: MRK Security ID: 58933Y105

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Meeting Date: MAY 28, 2013 Meeting Type: Annual

Record Date: APR 01, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Leslie A. Brun	For	For	Management
1b	Elect Director Thomas R. Cech	For	For	Management
1c	Elect Director Kenneth C. Frazier	For	For	Management
1d	Elect Director Thomas H. Glocer	For	For	Management
1e	Elect Director William B. Harrison Jr.	For	For	Management
1f	Elect Director C. Robert Kidder	For	For	Management
1g	Elect Director Rochelle B. Lazarus	For	For	Management
1h	Elect Director Carlos E. Represas	For	For	Management
1i	Elect Director Patricia F. Russo	For	For	Management
1j	Elect Director Craig B. Thompson	For	For	Management
1k	Elect Director Wendell P. Weeks	For	For	Management
1l	Elect Director Peter C. Wendell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Provide Right to Act by Written Consent	Against	For	Shareholder
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	Against	Shareholder
6	Report on Charitable and Political Contributions	Against	Abstain	Shareholder
7	Report on Lobbying Activities	Against	Abstain	Shareholder

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MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918104

Meeting Date: NOV 28, 2012 Meeting Type: Annual

Record Date: SEP 14, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Ballmer	For	For	Management
2	Elect Director Dina Dublon	For	For	Management
3	Elect Director William H. Gates, III	For	For	Management
4	Elect Director Maria M. Klawe	For	For	Management
5	Elect Director Stephen J. Luczo	For	For	Management
6	Elect Director David F. Marquardt	For	For	Management
7	Elect Director Charles H. Noski	For	For	Management
8	Elect Director Helmut Panke	For	For	Management
9	Elect Director John W. Thompson	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Approve Qualified Employee Stock Purchase Plan	For	For	Management
12	Ratify Auditors	For	For	Management
13	Provide for Cumulative Voting	Against	Against	Shareholder

NORTHROP GRUMMAN CORPORATION

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: NOC Security ID: 666807102

Meeting Date: MAY 15, 2013 Meeting Type: Annual

Record Date: MAR 19, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Wesley G. Bush	For	For	Management
1.2	Elect Director Victor H. Fazio	For	For	Management
1.3	Elect Director Donald E. Felsing	For	For	Management
1.4	Elect Director Stephen E. Frank	For	Against	Management
1.5	Elect Director Bruce S. Gordon	For	For	Management
1.6	Elect Director Madeleine A. Kleiner	For	For	Management
1.7	Elect Director Karl J. Krapek	For	For	Management
1.8	Elect Director Richard B. Myers	For	For	Management
1.9	Elect Director Aulana L. Peters	For	Against	Management
1.10	Elect Director Gary Roughead	For	For	Management
1.11	Elect Director Thomas M. Schoewe	For	For	Management
1.12	Elect Director Kevin W. Sharer	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Lobbying Payments and Policy	Against	Against	Shareholder
5	Require Independent Board Chairman	Against	For	Shareholder

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NVIDIA CORPORATION

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: NVDA Security ID: 67066G104

Meeting Date: MAY 15, 2013 Meeting Type: Annual

Record Date: MAR 22, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Tench Coxe	For	For	Management
1b	Elect Director James C. Gaither	For	For	Management
1c	Elect Director Jen-Hsun Huang	For	For	Management
1d	Elect Director Mark L. Perry	For	For	Management
1e	Elect Director A. Brooke Seawell	For	For	Management
1f	Elect Director Mark A. Stevens	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management

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ONYX PHARMACEUTICALS, INC.

Ticker: ONXX Security ID: 683399109

Meeting Date: MAY 23, 2013 Meeting Type: Annual

Record Date: APR 01, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Corinne H. Nevinny	For	For	Management

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1.2	Elect Director Thomas G. Wiggans	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Ratify Auditors	For	For	Management

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ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105

Meeting Date: NOV 07, 2012 Meeting Type: Annual

Record Date: SEP 10, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey S. Berg	For	For	Management
1.2	Elect Director H. Raymond Bingham	For	Withhold	Management
1.3	Elect Director Michael J. Boskin	For	For	Management
1.4	Elect Director Safra A. Catz	For	For	Management
1.5	Elect Director Bruce R. Chizen	For	For	Management
1.6	Elect Director George H. Conrades	For	For	Management
1.7	Elect Director Lawrence J. Ellison	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director Jeffrey O. Henley	For	For	Management



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1.10	Elect Director Mark V. Hurd	For	For	Management
1.11	Elect Director Donald L. Lucas	For	For	Management
1.12	Elect Director Naomi O. Seligman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Amend Non-Employee Director Stock Option Plan	For	Against	Management
4	Ratify Auditors	For	For	Management
5	Adopt Multiple Performance Metrics Under Executive Incentive Plans	Against	For	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Adopt Retention Ratio for Executives/Directors	Against	Against	Shareholder
8	Pro-rata Vesting of Equity Awards	Against	For	Shareholder

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PARKER-HANNIFIN CORPORATION

Ticker: PH Security ID: 701094104

Meeting Date: OCT 24, 2012 Meeting Type: Annual

Record Date: AUG 31, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert G. Bohn	For	For	Management
1.2	Elect Director Linda S. Harty	For	For	Management
1.3	Elect Director William E. Kassling	For	For	Management

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1.4	Elect Director Robert J. Kohlhepp	For	For	Management
1.5	Elect Director Klaus-Peter Muller	For	For	Management
1.6	Elect Director Candy M. Obourn	For	For	Management
1.7	Elect Director Joseph M. Scaminace	For	For	Management
1.8	Elect Director Wolfgang R. Schmitt	For	For	Management
1.9	Elect Director Ake Svensson	For	For	Management
1.10	Elect Director James L. Wainscott	For	For	Management
1.11	Elect Director Donald E. Washkewicz	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Require Independent Board Chairman	Against	For	Shareholder

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PFIZER INC.

Ticker: PFE Security ID: 717081103

Meeting Date: APR 25, 2013 Meeting Type: Annual

Record Date: FEB 27, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis A. Ausiello	For	For	Management
1.2	Elect Director M. Anthony Burns	For	For	Management
1.3	Elect Director W. Don Cornwell	For	For	Management
1.4	Elect Director Frances D. Fergusson	For	For	Management

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1.5	Elect Director William H. Gray, III	For	For	Management
1.6	Elect Director Helen H. Hobbs	For	For	Management
1.7	Elect Director Constance J. Horner	For	For	Management
1.8	Elect Director James M. Kiltz	For	For	Management
1.9	Elect Director George A. Lorch	For	For	Management
1.10	Elect Director Suzanne Nora Johnson	For	For	Management
1.11	Elect Director Ian C. Read	For	For	Management
1.12	Elect Director Stephen W. Sanger	For	For	Management
1.13	Elect Director Marc Tessier-Lavigne	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Stock Retention/Holding Period	Against	Against	Shareholder
5	Provide Right to Act by Written Consent	Against	For	Shareholder

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PHILIP MORRIS INTERNATIONAL INC.

Ticker: PM Security ID: 718172109

Meeting Date: MAY 08, 2013 Meeting Type: Annual

Record Date: MAR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Harold Brown	For	For	Management
1.2	Elect Director Mathis Cabiallavetta	For	For	Management
1.3	Elect Director Andre Calantzopoulos	For	For	Management

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1.4	Elect Director Louis C. Camilleri	For	For	Management
1.5	Elect Director J. Dudley Fishburn	For	For	Management
1.6	Elect Director Jennifer Li	For	For	Management
1.7	Elect Director Graham Mackay	For	For	Management
1.8	Elect Director Sergio Marchionne	For	Against	Management
1.9	Elect Director Kalpana Morparia	For	For	Management
1.10	Elect Director Lucio A. Noto	For	For	Management
1.11	Elect Director Robert B. Polet	For	For	Management
1.12	Elect Director Carlos Slim Helu	For	For	Management
1.13	Elect Director Stephen M. Wolf	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named	For	For	Management
	Executive Officers' Compensation			

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PPG INDUSTRIES, INC.

Ticker: PPG Security ID: 693506107

Meeting Date: APR 18, 2013 Meeting Type: Annual

Record Date: FEB 22, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James G. Berges	For	For	Management
1.2	Elect Director John V. Faraci	For	For	Management
1.3	Elect Director Victoria F. Haynes	For	For	Management
1.4	Elect Director Martin H. Richenhagen	For	For	Management

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2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Ratify Auditors	For	For	Management
5	Reduce Supermajority Vote Requirement	Against	For	Shareholder

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PRUDENTIAL FINANCIAL, INC.

Ticker: PRU Security ID: 744320102

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas J. Baltimore, Jr.	For	For	Management
1.2	Elect Director Gordon M. Bethune	For	For	Management
1.3	Elect Director Gaston Caperton	For	For	Management
1.4	Elect Director Gilbert F. Casellas	For	For	Management
1.5	Elect Director James G. Cullen	For	For	Management
1.6	Elect Director William H. Gray, III	For	For	Management
1.7	Elect Director Mark B. Grier	For	For	Management
1.8	Elect Director Constance J. Horner	For	For	Management
1.9	Elect Director Martina Hund-Mejean	For	For	Management
1.10	Elect Director Karl J. Krapek	For	For	Management
1.11	Elect Director Christine A. Poon	For	For	Management
1.12	Elect Director John R. Strangfeld	For	For	Management

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1.13	Elect Director James A. Unruh	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Provide Right to Act by Written Consent Against	For		Shareholder

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PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED

Ticker: PEG Security ID: 744573106

Meeting Date: APR 16, 2013 Meeting Type: Annual

Record Date: FEB 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Albert R. Gamper, Jr.	For	For	Management
1.2	Elect Director William V. Hickey	For	For	Management
1.3	Elect Director Ralph Izzo	For	For	Management
1.4	Elect Director Shirley Ann Jackson	For	For	Management
1.5	Elect Director David Lilley	For	For	Management
1.6	Elect Director Thomas A. Renyi	For	For	Management
1.7	Elect Director Hak Cheol Shin	For	For	Management
1.8	Elect Director Richard J. Swift	For	For	Management
1.9	Elect Director Susan Tomasky	For	For	Management
1.10	Elect Director Alfred W. Zollar	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Nonqualified Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Reduce Supermajority Vote Requirement	Against	For	Shareholder

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RAYTHEON COMPANY

Ticker: RTN Security ID: 755111507

Meeting Date: MAY 30, 2013 Meeting Type: Annual

Record Date: APR 09, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director James E. Cartwright	For	For	Management
1b	Elect Director Vernon E. Clark	For	For	Management
1c	Elect Director Stephen J. Hadley	For	For	Management
1d	Elect Director Michael C. Ruetters	For	For	Management
1e	Elect Director Ronald L. Skates	For	For	Management
1f	Elect Director William R. Spivey	For	For	Management
1g	Elect Director Linda G. Stuntz	For	For	Management
1h	Elect Director William H. Swanson	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder

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5	Provide Right to Act by Written Consent Against	For	Shareholder
6	Submit SERP to Shareholder Vote	Against	Shareholder
7	Pro-rata Vesting of Equity Awards	Against	Shareholder

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ROSS STORES, INC.

Ticker: ROST Security ID: 778296103

Meeting Date: MAY 22, 2013 Meeting Type: Annual

Record Date: MAR 26, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Michael Balmuth	For	For	Management
1b	Elect Director K. Gunnar Bjorklund	For	For	Management
1c	Elect Director Sharon D. Garrett	For	For	Management
1d	Elect Director Michael J. Bush	For	For	Management
1e	Elect Director Norman A. Ferber	For	For	Management
1f	Elect Director Gregory L. Quesnel	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management

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ROYAL DUTCH SHELL PLC

Ticker: RDSA Security ID: 780259206

Meeting Date: MAY 21, 2013 Meeting Type: Annual

Record Date: APR 11, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Re-elect Josef Ackermann as Director	For	Against	Management
4	Re-elect Guy Elliott as Director	For	For	Management
5	Re-elect Simon Henry as Director	For	For	Management
6	Re-elect Charles Holliday as Director	For	For	Management
7	Re-elect Gerard Kleisterlee as Director	For	For	Management
8	Re-elect Jorma Ollila as Director	For	For	Management
9	Re-elect Sir Nigel Sheinwald as Director	For	For	Management
10	Re-elect Linda Stuntz as Director	For	For	Management
11	Re-elect Peter Voser as Director	For	For	Management
12	Re-elect Hans Wijers as Director	For	For	Management
13	Elect Gerrit Zalm as Director	For	For	Management
14	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For	Management
15	Authorise Board to Fix Remuneration of Auditors	For	For	Management
16	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management

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17	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
18	Authorise Market Purchase of Ordinary Shares	For	For	Management
19	Authorise EU Political Donations and Expenditure	For	For	Management

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SAFEWAY INC.

Ticker: SWY Security ID: 786514208

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Janet E. Grove	For	For	Management
1b	Elect Director Mohan Gyani	For	For	Management
1c	Elect Director Frank C. Herringer	For	For	Management
1d	Elect Director George J. Morrow	For	For	Management
1e	Elect Director Kenneth W. Oder	For	For	Management
1f	Elect Director T. Gary Rogers	For	For	Management
1g	Elect Director Arun Sarin	For	For	Management
1h	Elect Director William Y. Tauscher	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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4 Ratify Auditors For For Management

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SIMON PROPERTY GROUP, INC.

Ticker: SPG Security ID: 828806109

Meeting Date: MAY 14, 2013 Meeting Type: Annual

Record Date: MAR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Melvyn E. Bergstein	For	For	Management
1b	Elect Director Larry C. Glasscock	For	For	Management
1c	Elect Director Karen N. Horn	For	Against	Management
1d	Elect Director Allan Hubbard	For	For	Management
1e	Elect Director Reuben S. Leibowitz	For	For	Management
1f	Elect Director Daniel C. Smith	For	For	Management
1g	Elect Director J. Albert Smith, Jr.	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Ratify Auditors	For	For	Management

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SLM CORPORATION

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: SLM Security ID: 78442P106

Meeting Date: MAY 30, 2013 Meeting Type: Annual

Record Date: APR 02, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Ann Torre Bates	For	For	Management
1b	Elect Director W.M. Diefenderfer III	For	For	Management
1c	Elect Director Diane Suitt Gilleland	For	For	Management
1d	Elect Director Earl A. Goode	For	For	Management
1e	Elect Director Ronald F. Hunt	For	For	Management
1f	Elect Director Albert L. Lord	For	For	Management
1g	Elect Director Barry A. Munitz	For	For	Management
1h	Elect Director Howard H. Newman	For	For	Management
1i	Elect Director Frank C. Puleo	For	For	Management
1j	Elect Director Wolfgang Schoellkopf	For	For	Management
1k	Elect Director Steven L. Shapiro	For	For	Management
1l	Elect Director Anthony P. Terracciano	For	For	Management
1m	Elect Director Barry L. Williams	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Lobbying Payments and Policy	Against	For	Shareholder

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SOUTHWEST AIRLINES CO.

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: LUV Security ID: 844741108

Meeting Date: MAY 15, 2013 Meeting Type: Annual

Record Date: MAR 19, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director David W. Biegler	For	For	Management
1b	Elect Director J. Veronica Biggins	For	For	Management
1c	Elect Director Douglas H. Brooks	For	For	Management
1d	Elect Director William H. Cunningham	For	For	Management
1e	Elect Director John G. Denison	For	For	Management
1f	Elect Director Gary C. Kelly	For	For	Management
1g	Elect Director Nancy B. Loeffler	For	For	Management
1h	Elect Director John T. Montford	For	For	Management
1i	Elect Director Thomas M. Nealon	For	For	Management
1j	Elect Director Daniel D. Villanueva	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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ST. JUDE MEDICAL, INC.

Ticker: STJ Security ID: 790849103

Meeting Date: MAY 02, 2013 Meeting Type: Annual

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Record Date: MAR 05, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Stuart M. Essig	For	For	Management
1b	Elect Director Barbara B. Hill	For	For	Management
1c	Elect Director Michael A. Rocca	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management

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STANLEY BLACK & DECKER, INC.

Ticker: SWK Security ID: 854502101

Meeting Date: APR 16, 2013 Meeting Type: Annual

Record Date: FEB 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George W. Buckley	For	For	Management
1.2	Elect Director Patrick D. Campbell	For	For	Management
1.3	Elect Director Carlos M. Cardoso	For	For	Management
1.4	Elect Director Robert B. Coutts	For	For	Management
1.5	Elect Director Benjamin H. Griswold, IV	For	For	Management
1.6	Elect Director John F. Lundgren	For	For	Management
1.7	Elect Director Anthony Luiso	For	For	Management

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1.8	Elect Director Marianne M. Parrs	For	For	Management
1.9	Elect Director Robert L. Ryan	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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STARWOOD PROPERTY TRUST, INC.

Ticker: STWD Security ID: 85571B105

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 27, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard D. Bronson	For	For	Management
1.2	Elect Director Jeffrey F. DiModica	For	For	Management
1.3	Elect Director Jeffrey G. Dishner	For	For	Management
1.4	Elect Director Camille J. Douglas	For	For	Management
1.5	Elect Director Boyd W. Fellows	For	For	Management
1.6	Elect Director Barry S. Sternlicht	For	Withhold	Management
1.7	Elect Director Strauss Zelnick	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management

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TESORO CORPORATION

Ticker: TSO Security ID: 881609101

Meeting Date: MAY 01, 2013 Meeting Type: Annual

Record Date: MAR 12, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rodney F. Chase	For	For	Management
1.2	Elect Director Gregory J. Goff	For	For	Management
1.3	Elect Director Robert W. Goldman	For	For	Management
1.4	Elect Director Steven H. Grapstein	For	For	Management
1.5	Elect Director David Lilley	For	For	Management
1.6	Elect Director Mary Pat McCarthy	For	For	Management
1.7	Elect Director J.W. Nokes	For	For	Management
1.8	Elect Director Susan Tomasky	For	For	Management
1.9	Elect Director Michael E. Wiley	For	For	Management
1.10	Elect Director Patrick Y. Yang	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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THE AES CORPORATION

Ticker: AES Security ID: 00130H105

Meeting Date: APR 18, 2013 Meeting Type: Annual

Record Date: FEB 22, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andres R. Gluski	For	For	Management
1.2	Elect Director Zhang Guo Bao	For	For	Management
1.3	Elect Director Kristina M. Johnson	For	For	Management
1.4	Elect Director Tarun Khanna	For	For	Management
1.5	Elect Director John A. Koskinen	For	For	Management
1.6	Elect Director Philip Lader	For	For	Management
1.7	Elect Director Sandra O. Moose	For	For	Management
1.8	Elect Director John B. Morse, Jr.	For	For	Management
1.9	Elect Director Moises Naim	For	For	Management
1.10	Elect Director Charles O. Rossotti	For	Against	Management
1.11	Elect Director Sven Sandstrom	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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THE DOW CHEMICAL COMPANY

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: DOW Security ID: 260543103

Meeting Date: MAY 09, 2013 Meeting Type: Annual

Record Date: MAR 18, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Arnold A. Allemang	For	For	Management
1b	Elect Director Ajay Banga	For	For	Management
1c	Elect Director Jacqueline K. Barton	For	For	Management
1d	Elect Director James A. Bell	For	For	Management
1e	Elect Director Jeff M. Fettig	For	For	Management
1f	Elect Director Andrew N. Liveris	For	For	Management
1g	Elect Director Paul Polman	For	For	Management
1h	Elect Director Dennis H. Reilley	For	For	Management
1i	Elect Director James M. Ringler	For	Against	Management
1j	Elect Director Ruth G. Shaw	For	Against	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Stock Retention	Against	Against	Shareholder

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THE DUN & BRADSTREET CORPORATION

Ticker: DNB Security ID: 26483E100

Meeting Date: MAY 08, 2013 Meeting Type: Annual

Record Date: MAR 12, 2013

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Austin A. Adams	For	For	Management
1b	Elect Director John W. Alden	For	For	Management
1c	Elect Director Christopher J. Coughlin	For	For	Management
1d	Elect Director James N. Fernandez	For	For	Management
1e	Elect Director Paul R. Garcia	For	For	Management
1f	Elect Director Sara Mathew	For	For	Management
1g	Elect Director Sandra E. Peterson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Provide Right to Act by Written Consent	For	For	Management

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THE GAP, INC.

Ticker: GPS Security ID: 364760108

Meeting Date: MAY 21, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Adrian D. P. Bellamy	For	For	Management
1b	Elect Director Domenico De Sole	For	For	Management
1c	Elect Director Robert J. Fisher	For	Against	Management
1d	Elect Director William S. Fisher	For	For	Management

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1e	Elect Director Isabella D. Goren	For	For	Management
1f	Elect Director Bob L. Martin	For	For	Management
1g	Elect Director Jorge P. Montoya	For	For	Management
1h	Elect Director Glenn K. Murphy	For	For	Management
1i	Elect Director Mayo A. Shattuck, III	For	For	Management
1j	Elect Director Katherine Tsang	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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THE GOLDMAN SACHS GROUP, INC.

Ticker:           GS                   Security ID: 38141G104

Meeting Date: MAY 23, 2013   Meeting Type: Annual

Record Date:   MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lloyd C. Blankfein	For	For	Management
2	Elect Director M. Michele Burns	For	For	Management
3	Elect Director Gary D. Cohn	For	For	Management
4	Elect Director Claes Dahlback	For	For	Management
5	Elect Director William W. George	For	For	Management
6	Elect Director James A. Johnson	For	Against	Management
7	Elect Director Lakshmi N. Mittal	For	For	Management
8	Elect Director Adebayo O. Ogunesi	For	For	Management

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9	Elect Director James J. Schiro	For	For	Management
10	Elect Director Debora L. Spar	For	For	Management
11	Elect Director Mark E. Tucker	For	For	Management
12	Elect Director David A. Viniar	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
14	Approve Omnibus Stock Plan	For	For	Management
15	Ratify Auditors	For	For	Management
16	Establish Board Committee on Human Rights	Against	Abstain	Shareholder
17	Report on Lobbying Payments and Policy	Against	Against	Shareholder
18	Adopt Proxy Access Right	Against	Against	Shareholder
19	Employ Investment Bank to Explore Alternatives to Maximize Shareholder Value	Against	Against	Shareholder

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THE HOME DEPOT, INC.

Ticker: HD Security ID: 437076102

Meeting Date: MAY 23, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director F. Duane Ackerman	For	For	Management
1b	Elect Director Francis S. Blake	For	For	Management

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1c	Elect Director Ari Bousbib	For	For	Management
1d	Elect Director Gregory D. Brenneman	For	For	Management
1e	Elect Director J. Frank Brown	For	For	Management
1f	Elect Director Albert P. Carey	For	For	Management
1g	Elect Director Armando Codina	For	Against	Management
1h	Elect Director Bonnie G. Hill	For	For	Management
1i	Elect Director Karen L. Katen	For	For	Management
1j	Elect Director Mark Vadon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Prepare Employment Diversity Report	Against	Abstain	Shareholder
7	Adopt Stormwater Run-off Management Policy	Against	Abstain	Shareholder

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THE KROGER CO.

Ticker: KR Security ID: 501044101

Meeting Date: JUN 27, 2013 Meeting Type: Annual

Record Date: APR 30, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Reuben V. Anderson	For	For	Management

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1b	Elect Director Robert D. Beyer	For	For	Management
1c	Elect Director David B. Dillon	For	For	Management
1d	Elect Director Susan J. Kropf	For	For	Management
1e	Elect Director John T. LaMacchia	For	For	Management
1f	Elect Director David B. Lewis	For	For	Management
1g	Elect Director W. Rodney McMullen	For	For	Management
1h	Elect Director Jorge P. Montoya	For	For	Management
1i	Elect Director Clyde R. Moore	For	For	Management
1j	Elect Director Susan M. Phillips	For	For	Management
1k	Elect Director Steven R. Rogel	For	For	Management
1l	Elect Director James A. Runde	For	For	Management
1m	Elect Director Ronald L. Sargent	For	For	Management
1n	Elect Director Bobby S. Shackouls	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Supply Chain Human Rights Risks and Management	Against	Abstain	Shareholder
5	Require Independent Board Chairman	Against	For	Shareholder
6	Report on Adopting Extended Producer Responsibility Policy	Against	Abstain	Shareholder
7	Adopt and Implement Sustainable Palm Oil Policy	Against	Abstain	Shareholder

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THE TJX COMPANIES, INC.

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Ticker: TJX Security ID: 872540109

Meeting Date: JUN 11, 2013 Meeting Type: Annual

Record Date: APR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Zein Abdalla	For	For	Management
1.2	Elect Director Jose B. Alvarez	For	For	Management
1.3	Elect Director Alan M. Bennett	For	For	Management
1.4	Elect Director Bernard Cammarata	For	For	Management
1.5	Elect Director David T. Ching	For	For	Management
1.6	Elect Director Michael F. Hines	For	For	Management
1.7	Elect Director Amy B. Lane	For	For	Management
1.8	Elect Director Dawn G. Lepore	For	For	Management
1.9	Elect Director Carol Meyrowitz	For	For	Management
1.10	Elect Director John F. O'Brien	For	For	Management
1.11	Elect Director Willow B. Shire	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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THE TRAVELERS COMPANIES, INC.

Ticker: TRV Security ID: 89417E109



## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 22, 2013 Meeting Type: Annual

Record Date: MAR 25, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Alan L. Beller	For	For	Management
1b	Elect Director John H. Dasburg	For	For	Management
1c	Elect Director Janet M. Dolan	For	For	Management
1d	Elect Director Kenneth M. Duberstein	For	For	Management
1e	Elect Director Jay S. Fishman	For	For	Management
1f	Elect Director Patricia L. Higgins	For	For	Management
1g	Elect Director Thomas R. Hodgson	For	For	Management
1h	Elect Director William J. Kane	For	For	Management
1i	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1j	Elect Director Donald J. Shepard	For	For	Management
1k	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Authorize New Class of Preferred Stock	For	For	Management
5	Report on Political Contributions	Against	Against	Shareholder

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TRI-CONTINENTAL CORPORATION

Ticker: TY Security ID: 895436103

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: APR 17, 2013 Meeting Type: Annual

Record Date: FEB 19, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Leroy C. Richie	For	For	Management
1.2	Elect Director William F. Truscott	For	For	Management
2	Ratify Auditors	For	For	Management

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TYCO INTERNATIONAL LTD.

Ticker: TYC Security ID: H89128104

Meeting Date: SEP 14, 2012 Meeting Type: Special

Record Date: JUL 23, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Special Dividends	For	For	Management
2	Approve Special Dividends	For	For	Management
3.1	Elect George R. Oliver as Director	For	For	Management
3.2	Elect Frank M. Drendel as Director	For	For	Management
4	Approve Dividends	For	For	Management
5	Approve Omnibus Stock Plan	For	For	Management

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UNITED PARCEL SERVICE, INC.

Ticker: UPS Security ID: 911312106

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 15, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director F. Duane Ackerman	For	For	Management
1b	Elect Director Michael J. Burns	For	For	Management
1c	Elect Director D. Scott Davis	For	For	Management
1d	Elect Director Stuart E. Eizenstat	For	For	Management
1e	Elect Director Michael L. Eskew	For	For	Management
1f	Elect Director William R. Johnson	For	For	Management
1g	Elect Director Candace Kendle	For	For	Management
1h	Elect Director Ann M. Livermore	For	For	Management
1i	Elect Director Rudy H. P. Markham	For	For	Management
1j	Elect Director Clark T. Randt, Jr.	For	For	Management
1k	Elect Director Carol B. Tome	For	For	Management
1l	Elect Director Kevin M. Warsh	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Lobbying Payments and Policy	Against	Against	Shareholder
4	Approve Recapitalization Plan for all	Against	For	Shareholder
	Stock to Have One-vote per Share			

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VALERO ENERGY CORPORATION

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Ticker: VLO Security ID: 91913Y100

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 05, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Jerry D. Choate	For	For	Management
1b	Elect Director Ruben M. Escobedo	For	Against	Management
1c	Elect Director William R. Klesse	For	For	Management
1d	Elect Director Deborah P. Majoras	For	For	Management
1e	Elect Director Bob Marbut	For	For	Management
1f	Elect Director Donald L. Nickles	For	For	Management
1g	Elect Director Philip J. Pfeiffer	For	For	Management
1h	Elect Director Robert A. Profusek	For	For	Management
1i	Elect Director Susan Kaufman Purcell	For	For	Management
1j	Elect Director Stephen M. Waters	For	For	Management
1k	Elect Director Randall J. Weisenburger	For	For	Management
1l	Elect Director Rayford Wilkins, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Political Contributions and Lobbying Expenditures	Against	Against	Shareholder

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VERISIGN, INC.

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Ticker: VRSN Security ID: 92343E102

Meeting Date: MAY 23, 2013 Meeting Type: Annual

Record Date: MAR 28, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D. James Bidzos	For	For	Management
1.2	Elect Director William L. Chenevich	For	For	Management
1.3	Elect Director Kathleen A. Cote	For	For	Management
1.4	Elect Director Roger H. Moore	For	For	Management
1.5	Elect Director John D. Roach	For	For	Management
1.6	Elect Director Louis A. Simpson	For	For	Management
1.7	Elect Director Timothy Tomlinson	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management

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VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104

Meeting Date: MAY 02, 2013 Meeting Type: Annual

Record Date: MAR 04, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Carrion	For	For	Management

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1.2	Elect Director Melanie L. Healey	For	For	Management
1.3	Elect Director M. Frances Keeth	For	For	Management
1.4	Elect Director Robert W. Lane	For	For	Management
1.5	Elect Director Lowell C. McAdam	For	For	Management
1.6	Elect Director Sandra O. Moose	For	For	Management
1.7	Elect Director Joseph Neubauer	For	Against	Management
1.8	Elect Director Donald T. Nicolaisen	For	For	Management
1.9	Elect Director Clarence Otis, Jr.	For	For	Management
1.10	Elect Director Hugh B. Price	For	For	Management
1.11	Elect Director Rodney E. Slater	For	For	Management
1.12	Elect Director Kathryn A. Tesija	For	For	Management
1.13	Elect Director Gregory D. Wasson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Commit to Wireless Network Neutrality	Against	Abstain	Shareholder
6	Report on Lobbying Payments and Policy	Against	Against	Shareholder
7	Adopt Proxy Access Right	Against	For	Shareholder
8	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	Against	Shareholder
9	Amend Articles/Bylaws/Charter- Call Special Meetings	Against	For	Shareholder
10	Provide Right to Act by Written Consent	Against	For	Shareholder

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VERTEX PHARMACEUTICALS INCORPORATED

Ticker: VRTX Security ID: 92532F100

Meeting Date: MAY 08, 2013 Meeting Type: Annual

Record Date: MAR 11, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joshua Boger	For	For	Management
1.2	Elect Director Terrence C. Kearney	For	For	Management
1.3	Elect Director Yuchun Lee	For	For	Management
1.4	Elect Director Elaine S. Ullian	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management

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VISA INC.

Ticker: V Security ID: 92826C839

Meeting Date: JAN 30, 2013 Meeting Type: Annual

Record Date: DEC 04, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Gary P. Coughlan	For	For	Management
1b	Elect Director Mary B. Cranston	For	For	Management

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1c	Elect Director Francisco Javier Fernandez-Carbajal	For	For	Management
1d	Elect Director Robert W. Matschullat	For	For	Management
1e	Elect Director Cathy E. Minehan	For	For	Management
1f	Elect Director Suzanne Nora Johnson	For	For	Management
1g	Elect Director David J. Pang	For	For	Management
1h	Elect Director Joseph W. Saunders	For	For	Management
1i	Elect Director Charles W. Scharf	For	For	Management
1j	Elect Director William S. Shanahan	For	For	Management
1k	Elect Director John A. Swainson	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Lobbying Payments and Policy	Against	Against	Shareholder

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VMWARE, INC.

Ticker: VMW Security ID: 928563402

Meeting Date: MAY 29, 2013 Meeting Type: Annual

Record Date: APR 04, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management



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4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Qualified Employee Stock Purchase Plan	For	For	Management

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WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103

Meeting Date: JUN 07, 2013 Meeting Type: Annual

Record Date: APR 11, 2013

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Aida M. Alvarez	For	Against	Management
1b	Elect Director James I. Cash, Jr.	For	Against	Management
1c	Elect Director Roger C. Corbett	For	For	Management
1d	Elect Director Douglas N. Daft	For	For	Management
1e	Elect Director Michael T. Duke	For	Against	Management
1f	Elect Director Timothy P. Flynn	For	For	Management
1g	Elect Director Marissa A. Mayer	For	For	Management
1h	Elect Director Gregory B. Penner	For	For	Management
1i	Elect Director Steven S. Reinemund	For	For	Management
1j	Elect Director H. Lee Scott, Jr.	For	Against	Management
1k	Elect Director Jim C. Walton	For	For	Management
1l	Elect Director S. Robson Walton	For	For	Management
1m	Elect Director Christopher J. Williams	For	Against	Management
1n	Elect Director Linda S. Wolf	For	For	Management

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2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder
6	Stock Retention/Holding Period	Against	Against	Shareholder
7	Require Independent Board Chairman	Against	For	Shareholder
8	Disclosure of Recoupment Activity from Senior Officers	Against	For	Shareholder

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WALGREEN CO.

Ticker: WAG Security ID: 931422109

Meeting Date: JAN 09, 2013 Meeting Type: Annual

Record Date: NOV 12, 2012

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Janice M. Babiak	For	For	Management
1b	Elect Director David J. Brailer	For	For	Management
1c	Elect Director Steven A. Davis	For	For	Management
1d	Elect Director William C. Foote	For	For	Management
1e	Elect Director Mark P. Frissora	For	For	Management
1f	Elect Director Ginger L. Graham	For	For	Management
1g	Elect Director Alan G. McNally	For	For	Management
1h	Elect Director Dominic P. Murphy	For	For	Management

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1i	Elect Director Stefano Pessina	For	For	Management
1j	Elect Director Nancy M. Schlichting	For	For	Management
1k	Elect Director Alejandro Silva	For	For	Management
1l	Elect Director James A. Skinner	For	For	Management
1m	Elect Director Gregory D. Wasson	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Pro-rata Vesting of Equity Awards	Against	For	Shareholder

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Any ballot marked 'Abstain' is considered to have been voted. Ballots marked 'Abstain' are considered to have been voted against management's recommendation if management's recommendation is 'For' or 'Against,' and for management's recommendation if management's recommendation is Abstain. Where management has recommended that shareholders 'Abstain' from voting on a ballot item, a ballot marked '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, 'None' is used to indicate that there is no management recommendation that a shareholder may vote 'For' or 'Against.'

Any ballot marked as 'Take No Action' is neither a vote cast for or against management and 'None' is used to represent this.

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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.

(Registrant)                      Tri-Continental Corporation

By (Signature and Title)\*      /s/ J. Kevin Connaughton  
   J. Kevin Connaughton  
   President

Date:                                  August 15, 2013

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\* Print the name and title of each signing officer under his or her signature.

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