

Edgar Filing: Value Line Mid Cap Focused Fund, Inc. - Form N-PX

Value Line Mid Cap Focused Fund, Inc.
Form N-PX
August 29, 2017

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-02265

NAME OF REGISTRANT: The Value Line Mid Cap Focused
Fund, Inc

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 7 Times Square
21st Floor
New York, NY 10036

NAME AND ADDRESS OF AGENT FOR SERVICE: The Value Line Fund, inc.
7 Times Square
21st Floor
New York, NY 10036

REGISTRANT'S TELEPHONE NUMBER: 212-907-1900

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2016 - 06/30/2017

Value Line Mid Cap Focused Fund, Inc.

ADVANCE AUTO PARTS, INC.

Agen

Security: 00751Y106
Meeting Type: Annual
Meeting Date: 17-May-2017
Ticker: AAP
ISIN: US00751Y1064

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	JOHN F. BERGSTROM	Mgmt	For
	JOHN C. BROUILLARD	Mgmt	For
	BRAD W. BUSS	Mgmt	For
	FIONA P. DIAS	Mgmt	For
	JOHN F. FERRARO	Mgmt	For
	THOMAS R. GRECO	Mgmt	For
	ADRIANA KARABOUTIS	Mgmt	For

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	EUGENE I. LEE, JR.	Mgmt	For
	WILLIAM S. OGLESBY	Mgmt	For
	REUBEN E. SLONE	Mgmt	For
	JEFFREY C. SMITH	Mgmt	For
2.	APPROVE, BY ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	Against
3.	RECOMMEND, BY ADVISORY VOTE, HOW OFTEN STOCKHOLDERS SHOULD VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
4.	APPROVE THE COMPANY'S 2017 AMENDED AND RESTATED EXECUTIVE INCENTIVE PLAN.	Mgmt	For
5.	RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP (DELOITTE) AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Mgmt	For
6.	APPROVE PROPOSAL TO AMEND THE COMPANY'S CERTIFICATE OF INCORPORATION TO REDUCE THE THRESHOLD STOCK OWNERSHIP REQUIREMENT FROM 25 PERCENT TO 10 PERCENT FOR STOCKHOLDERS TO CALL A SPECIAL MEETING.	Mgmt	For

 AMETEK INC.

Agen

 Security: 031100100
 Meeting Type: Annual
 Meeting Date: 09-May-2017
 Ticker: AME
 ISIN: US0311001004

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: THOMAS A. AMATO	Mgmt	For
1.2	ELECTION OF DIRECTOR: ANTHONY J. CONTI	Mgmt	For
1.3	ELECTION OF DIRECTOR: FRANK S. HERMANC	Mgmt	For
1.4	ELECTION OF DIRECTOR: GRETCHEN W. MCCLAIN	Mgmt	For
2.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF AMETEK, INC. EXECUTIVE COMPENSATION.	Mgmt	For
3.	ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION ADVISORY VOTES.	Mgmt	1 Year
4.	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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 AMPHENOL CORPORATION

Agen

 Security: 032095101
 Meeting Type: Annual
 Meeting Date: 18-May-2017
 Ticker: APH
 ISIN: US0320951017

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: RONALD P. BADIE	Mgmt	For
1.2	ELECTION OF DIRECTOR: STANLEY L. CLARK	Mgmt	For
1.3	ELECTION OF DIRECTOR: DAVID P. FALCK	Mgmt	For
1.4	ELECTION OF DIRECTOR: EDWARD G. JEPSEN	Mgmt	For
1.5	ELECTION OF DIRECTOR: MARTIN H. LOEFFLER	Mgmt	For
1.6	ELECTION OF DIRECTOR: JOHN R. LORD	Mgmt	For
1.7	ELECTION OF DIRECTOR: R. ADAM NORWITT	Mgmt	For
1.8	ELECTION OF DIRECTOR: DIANA G. REARDON	Mgmt	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT ACCOUNTANTS OF THE COMPANY.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
5.	TO RATIFY AND APPROVE THE 2017 STOCK PURCHASE AND OPTION PLAN FOR KEY EMPLOYEES OF AMPHENOL AND SUBSIDIARIES.	Mgmt	Against

 ANSYS, INC.

Agen

 Security: 03662Q105
 Meeting Type: Annual
 Meeting Date: 19-May-2017
 Ticker: ANSS
 ISIN: US03662Q1058

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES E. CASHMAN III	Mgmt	For

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1B.	ELECTION OF DIRECTOR: AJEI S. GOPAL	Mgmt	For
1C.	ELECTION OF DIRECTOR: WILLIAM R. MCDERMOTT	Mgmt	For
2.	THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, TO BE VOTED ON A NON-BINDING, ADVISORY BASIS.	Mgmt	For
3.	TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Mgmt	1 Year
4.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

 ARCH CAPITAL GROUP LTD.

Agen

 Security: G0450A105
 Meeting Type: Annual
 Meeting Date: 04-May-2017
 Ticker: ACGL
 ISIN: BMG0450A1053

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	TO ELECT THE NOMINEES LISTED AS CLASS I DIRECTOR OF THE COMPANY FOR A TERM OF THREE YEARS: KEWSONG LEE	Mgmt	For
1B	TO ELECT THE NOMINEES LISTED AS CLASS I DIRECTOR OF THE COMPANY FOR A TERM OF THREE YEARS: LOUIS J. PAGLIA	Mgmt	For
1C	TO ELECT THE NOMINEES LISTED AS CLASS I DIRECTOR OF THE COMPANY FOR A TERM OF THREE YEARS: BRIAN S. POSNER	Mgmt	For
1D	TO ELECT THE NOMINEES LISTED AS CLASS I DIRECTOR OF THE COMPANY FOR A TERM OF THREE YEARS: JOHN D. VOLLARO	Mgmt	For
2A	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: ROBERT APPLEBY	Mgmt	For
2B	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: ANTHONY ASQUITH	Mgmt	For
2C	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: DENNIS R. BRAND	Mgmt	For

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2D	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: IAN BRITCHFIELD	Mgmt	For
2E	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: PIERRE-ANDRE CAMPS	Mgmt	For
2F	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: PAUL COLE	Mgmt	For
2G	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: GRAHAM B.R. COLLIS	Mgmt	For
2H	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MICHAEL CONSTANTINIDES	Mgmt	For
2I	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: STEPHEN J. CURLEY	Mgmt	For
2J	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: NICK DENNISTON	Mgmt	For
2K	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: SEAMUS FEARON	Mgmt	For
2L	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MICHAEL FEETHAM	Mgmt	For
2M	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: BEAU H. FRANKLIN	Mgmt	For
2N	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: GIULIANO GIOVANNETTI	Mgmt	For
2O	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MICHAEL HAMMER	Mgmt	For

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2P	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: W. PRESTON HUTCHINGS	Mgmt	For
2Q	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: CONSTANTINE IORDANOU	Mgmt	For
2R	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MICHAEL H. KIER	Mgmt	For
2S	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: JASON KITTINGER	Mgmt	For
2T	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: GERALD KONIG	Mgmt	For
2U	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MARK D. LYONS	Mgmt	For
2V	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: PATRICK MAILLOUX	Mgmt	For
2W	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: PAUL MARTIN	Mgmt	For
2X	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: ROBERT MCDOWELL	Mgmt	For
2Y	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: DAVID H. MCELROY	Mgmt	For
2Z	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: FRANCOIS MORIN	Mgmt	For
2AA	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: DAVID J. MULHOLLAND	Mgmt	For
2AB	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE	Mgmt	For

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	ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MARK NOLAN		
2AC	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: NICOLAS PAPADOPOULO	Mgmt	For
2AD	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MICHAEL PRICE	Mgmt	For
2AE	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: ELISABETH QUINN	Mgmt	For
2AF	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MAAMOUN RAJEH	Mgmt	For
2AG	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: ANDREW T. RIPPERT	Mgmt	For
2AH	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: ARTHUR SCACE	Mgmt	For
2AI	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: SOREN SCHEUER	Mgmt	For
2AJ	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: MATTHEW SHULMAN	Mgmt	For
2AK	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: BUDHI SINGH	Mgmt	For
2AL	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: WILLIAM A. SOARES	Mgmt	For
2AM	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: SCOTT STIRLING	Mgmt	For
2AN	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: HUGH STURGESS	Mgmt	For

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2AO	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: ROSS TOTTEN	Mgmt	For
2AP	TO ELECT THE NOMINEES LISTED AS DESIGNATED COMPANY DIRECTOR SO THAT THEY MAY BE ELECTED DIRECTORS OF CERTAIN OF OUR NON-U.S. SUBSIDIARIES: GERALD WOLFE	Mgmt	For
3	TO APPOINT PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	Mgmt	For
4	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	Against
5	ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON EXECUTIVE OFFICER COMPENSATION.	Mgmt	1 Year

BALL CORPORATION

----- Agen

Security: 058498106
Meeting Type: Annual
Meeting Date: 26-Apr-2017
Ticker: BLL
ISIN: US0584981064

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOHN A. HAYES GEORGE M. SMART THEODORE M. SOLSO STUART A. TAYLOR II	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CORPORATION FOR 2017.	Mgmt	For
3.	TO APPROVE THE AMENDED AND RESTATED 2013 STOCK AND CASH INCENTIVE PLAN.	Mgmt	For
4.	TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION PAID TO THE NAMED EXECUTIVE OFFICERS.	Mgmt	For
5.	TO APPROVE, BY NON-BINDING VOTE, THE FREQUENCY OF THE NON- BINDING SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, EVERY ONE, TWO OR THREE YEARS AS INDICATED.	Mgmt	1 Year

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C. R. BARD, INC.

Agen

Security: 067383109
 Meeting Type: Annual
 Meeting Date: 19-Apr-2017
 Ticker: BCR
 ISIN: US0673831097

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DAVID M. BARRETT	Mgmt	For
1B.	ELECTION OF DIRECTOR: ROBERT M. DAVIS	Mgmt	For
1C.	ELECTION OF DIRECTOR: HERBERT L. HENKEL	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOHN C. KELLY	Mgmt	For
1E.	ELECTION OF DIRECTOR: DAVID F. MELCHER	Mgmt	For
1F.	ELECTION OF DIRECTOR: GAIL K. NAUGHTON	Mgmt	For
1G.	ELECTION OF DIRECTOR: TIMOTHY M. RING	Mgmt	For
1H.	ELECTION OF DIRECTOR: TOMMY G. THOMPSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN H. WEILAND	Mgmt	For
1J.	ELECTION OF DIRECTOR: ANTHONY WELTERS	Mgmt	For
1K.	ELECTION OF DIRECTOR: TONY L. WHITE	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Mgmt	For
3.	TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS.	Mgmt	For
4.	TO APPROVE "SAY - ON - PAY FREQUENCY" OF SHAREHOLDER VOTES ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS.	Mgmt	1 Year

CARLISLE COMPANIES INCORPORATED

Agen

Security: 142339100
 Meeting Type: Annual
 Meeting Date: 26-Apr-2017
 Ticker: CSL
 ISIN: US1423391002

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ROBERT G. BOHN	Mgmt	For
1B.	ELECTION OF DIRECTOR: TERRY D. GROWCOCK	Mgmt	For
1C.	ELECTION OF DIRECTOR: GREGG A. OSTRANDER	Mgmt	For
2.	AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	AN ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	1 Year
4.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2017 FISCAL YEAR.	Mgmt	For

CASEY'S GENERAL STORES, INC.

Agen

Security: 147528103
 Meeting Type: Annual
 Meeting Date: 16-Sep-2016
 Ticker: CASY
 ISIN: US1475281036

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JOHNNY DANOS JEFFERY M. LAMBERTI H. LYNN HORAK	Mgmt Mgmt Mgmt	For For For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING APRIL 30, 2017.	Mgmt	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

CGI GROUP INC.

Agen

Security: 39945C109
 Meeting Type: Annual
 Meeting Date: 01-Feb-2017
 Ticker: GIB

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ISIN: CA39945C1095

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ALAIN BOUCHARD BERNARD BOURIGEAUD JEAN BRASSARD DOMINIC D'ALESSANDRO PAULE DORE RICHARD B. EVANS JULIE GODIN SERGE GODIN TIMOTHY J. HEARN ANDRE IMBEAU GILLES LABBE HEATHER MUNROE-BLUM MICHAEL E. ROACH GEORGE D. SCHINDLER JOAKIM WESTH	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For For For
02	APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZATION TO THE AUDIT AND RISK MANAGEMENT COMMITTEE TO FIX THEIR REMUNERATION	Mgmt	For
03	SHAREHOLDER PROPOSAL ONE ADVISORY VOTE ON THE COMPENSATION OF SENIOR EXECUTIVES	Shr	For
04	SHAREHOLDER PROPOSAL TWO SEPARATE DISCLOSURE OF VOTING RESULTS BY CLASSES OF SHARES	Shr	For

CHURCH & DWIGHT CO., INC.

Agen

Security: 171340102
Meeting Type: Annual
Meeting Date: 04-May-2017
Ticker: CHD
ISIN: US1713401024

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES R. CRAIGIE	Mgmt	For
1B.	ELECTION OF DIRECTOR: ROBERT D. LEBLANC	Mgmt	For
1C.	ELECTION OF DIRECTOR: JANET S. VERGIS	Mgmt	For
2.	ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	AN ADVISORY VOTE TO DETERMINE THE FREQUENCY OF THE ADVISORY VOTE ON COMPENSATION OF OUR	Mgmt	1 Year

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NAMED EXECUTIVE OFFICERS.

4.	APPROVAL OF OUR SECOND AMENDED AND RESTATED ANNUAL INCENTIVE PLAN.	Mgmt	For
5.	PROPOSAL TO AMEND OUR RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 300,000,000 TO 600,000,000 SHARES.	Mgmt	For
6.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017.	Mgmt	For

DANAHER CORPORATION

Agen

Security: 235851102
 Meeting Type: Annual
 Meeting Date: 09-May-2017
 Ticker: DHR
 ISIN: US2358511028

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DONALD J. EHRLICH	Mgmt	For
1B.	ELECTION OF DIRECTOR: LINDA HEFNER FILLER	Mgmt	For
1C.	ELECTION OF DIRECTOR: ROBERT J. HUGIN	Mgmt	For
1D.	ELECTION OF DIRECTOR: THOMAS P. JOYCE, JR.	Mgmt	For
1E.	ELECTION OF DIRECTOR: TERI LIST-STOLL	Mgmt	For
1F.	ELECTION OF DIRECTOR: WALTER G. LOHR, JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: MITCHELL P. RALES	Mgmt	For
1H.	ELECTION OF DIRECTOR: STEVEN M. RALES	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN T. SCHWIETERS	Mgmt	For
1J.	ELECTION OF DIRECTOR: ALAN G. SPOON	Mgmt	For
1K.	ELECTION OF DIRECTOR: RAYMOND C. STEVENS, PH.D.	Mgmt	For
1L.	ELECTION OF DIRECTOR: ELIAS A. ZERHOUNI, M.D.	Mgmt	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS DANAHER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	Mgmt	For
3.	TO APPROVE CERTAIN AMENDMENTS TO DANAHER'S	Mgmt	For

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2007 STOCK INCENTIVE PLAN AND THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE PLAN.

4.	TO APPROVE CERTAIN AMENDMENTS TO DANAHER'S 2007 EXECUTIVE INCENTIVE COMPENSATION PLAN AND THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE PLAN.	Mgmt	For
5.	TO APPROVE ON AN ADVISORY BASIS THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
6.	TO HOLD AN ADVISORY VOTE RELATING TO THE FREQUENCY OF FUTURE SHAREHOLDER ADVISORY VOTES ON THE COMPANY'S NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	1 Year
7.	TO ACT UPON A SHAREHOLDER PROPOSAL REQUESTING THAT DANAHER ADOPT AND REPORT ON GOALS TO REDUCE GREENHOUSE GAS EMISSIONS.	Shr	Against

 ECOLAB INC.

Agen

Security: 278865100
 Meeting Type: Annual
 Meeting Date: 04-May-2017
 Ticker: ECL
 ISIN: US2788651006

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR.	Mgmt	For
1B.	ELECTION OF DIRECTOR: BARBARA J. BECK	Mgmt	For
1C.	ELECTION OF DIRECTOR: LESLIE S. BILLER	Mgmt	For
1D.	ELECTION OF DIRECTOR: CARL M. CASALE	Mgmt	For
1E.	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Mgmt	For
1F.	ELECTION OF DIRECTOR: JEFFREY M. ETTINGER	Mgmt	For
1G.	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Mgmt	For
1H.	ELECTION OF DIRECTOR: MICHAEL LARSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: DAVID W. MACLENNAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: TRACY B. MCKIBBEN	Mgmt	For
1K.	ELECTION OF DIRECTOR: VICTORIA J. REICH	Mgmt	For
1L.	ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT	Mgmt	For

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1M.	ELECTION OF DIRECTOR: JOHN J. ZILLMER	Mgmt	For
2.	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR ENDING DECEMBER 31, 2017.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF FUTURE STOCKHOLDER ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year

FISERV, INC.

Agen

 Security: 337738108
 Meeting Type: Annual
 Meeting Date: 24-May-2017
 Ticker: FISV
 ISIN: US3377381088

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ALISON DAVIS JOHN Y. KIM DENNIS F. LYNCH DENIS J. O'LEARY GLENN M. RENWICK KIM M. ROBAK JD SHERMAN DOYLE R. SIMONS JEFFERY W. YABUKI	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF FISERV, INC.	Mgmt	Against
3.	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON THE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
4.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF FISERV, INC. FOR 2017.	Mgmt	For
5.	A SHAREHOLDER PROPOSAL SEEKING AN AMENDMENT TO FISERV, INC.'S PROXY ACCESS BY-LAW.	Shr	Against

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GARTNER, INC.

Agen

 Security: 366651107
 Meeting Type: Annual
 Meeting Date: 01-Jun-2017
 Ticker: IT
 ISIN: US3666511072

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MICHAEL J. BINGLE	Mgmt	For
1B.	ELECTION OF DIRECTOR: PETER E. BISSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: RICHARD J. BRESSLER	Mgmt	For
1D.	ELECTION OF DIRECTOR: RAUL E. CESAN	Mgmt	For
1E.	ELECTION OF DIRECTOR: KAREN E. DYKSTRA	Mgmt	For
1F.	ELECTION OF DIRECTOR: ANNE SUTHERLAND FUCHS	Mgmt	For
1G.	ELECTION OF DIRECTOR: WILLIAM O. GRABE	Mgmt	For
1H.	ELECTION OF DIRECTOR: EUGENE A. HALL	Mgmt	For
1I.	ELECTION OF DIRECTOR: STEPHEN G. PAGLIUCA	Mgmt	For
1J.	ELECTION OF DIRECTOR: JAMES C. SMITH	Mgmt	For
2.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
4.	APPROVAL OF AMENDED AND RESTATED EXECUTIVE PERFORMANCE BONUS PLAN.	Mgmt	For
5.	RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT AUDITOR FOR FISCAL 2017.	Mgmt	For

 HEICO CORPORATION

Agen

 Security: 422806109
 Meeting Type: Annual
 Meeting Date: 17-Mar-2017
 Ticker: HEI
 ISIN: US4228061093

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		

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	THOMAS M. CULLIGAN	Mgmt	For
	ADOLFO HENRIQUES	Mgmt	For
	MARK H. HILDEBRANDT	Mgmt	For
	WOLFGANG MAYRHUBER	Mgmt	For
	ERIC A. MENDELSON	Mgmt	For
	LAURANS A. MENDELSON	Mgmt	For
	VICTOR H. MENDELSON	Mgmt	For
	JULIE NEITZEL	Mgmt	For
	DR. ALAN SCHRIESHEIM	Mgmt	For
	FRANK J. SCHWITTER	Mgmt	For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	For
3.	ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Mgmt	1 Year
4.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING OCTOBER 31, 2017	Mgmt	For

HENRY SCHEIN, INC.

Agen

Security: 806407102
Meeting Type: Annual
Meeting Date: 31-May-2017
Ticker: HSIC
ISIN: US8064071025

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: BARRY J. ALPERIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: LAWRENCE S. BACOW, PH.D.	Mgmt	For
1C.	ELECTION OF DIRECTOR: GERALD A. BENJAMIN	Mgmt	For
1D.	ELECTION OF DIRECTOR: STANLEY M. BERGMAN	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMES P. BRESLAWSKI	Mgmt	For
1F.	ELECTION OF DIRECTOR: PAUL BRONS	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOSEPH L. HERRING	Mgmt	For
1H.	ELECTION OF DIRECTOR: DONALD J. KABAT	Mgmt	For
1I.	ELECTION OF DIRECTOR: KURT P. KUEHN	Mgmt	For
1J.	ELECTION OF DIRECTOR: PHILIP A. LASKAWY	Mgmt	For
1K.	ELECTION OF DIRECTOR: MARK E. MLOTEK	Mgmt	For
1L.	ELECTION OF DIRECTOR: STEVEN PALADINO	Mgmt	For

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1M.	ELECTION OF DIRECTOR: CAROL RAPHAEL	Mgmt	For
1N.	ELECTION OF DIRECTOR: E. DIANNE REKOW, DDS, PH.D.	Mgmt	For
1O.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES, PH.D.	Mgmt	For
2.	PROPOSAL TO AMEND THE COMPANY'S SECTION 162(M) CASH BONUS PLAN TO EXTEND THE TERM OF THE PLAN TO DECEMBER 31, 2021 AND TO RE-APPROVE THE PERFORMANCE GOALS THEREUNDER.	Mgmt	For
3.	PROPOSAL TO APPROVE, BY NON-BINDING VOTE, THE 2016 COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	PROPOSAL TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
5.	PROPOSAL TO RATIFY THE SELECTION OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 30, 2017.	Mgmt	For

HORMEL FOODS CORPORATION

Agen

Security: 440452100
Meeting Type: Annual
Meeting Date: 31-Jan-2017
Ticker: HRL
ISIN: US4404521001

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GARY C. BHOJWANI	Mgmt	For
1B.	ELECTION OF DIRECTOR: TERRELL K. CREWS	Mgmt	For
1C.	ELECTION OF DIRECTOR: JEFFREY M. ETTINGER	Mgmt	For
1D.	ELECTION OF DIRECTOR: GLENN S. FORBES, M.D.	Mgmt	For
1E.	ELECTION OF DIRECTOR: STEPHEN M. LACY	Mgmt	For
1F.	ELECTION OF DIRECTOR: JOHN L. MORRISON	Mgmt	For
1G.	ELECTION OF DIRECTOR: ELSA A. MURANO, PH.D.	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT C. NAKASONE	Mgmt	For
1I.	ELECTION OF DIRECTOR: SUSAN K. NESTEGARD	Mgmt	For

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1J.	ELECTION OF DIRECTOR: DAKOTA A. PIPPINS	Mgmt	For
1K.	ELECTION OF DIRECTOR: CHRISTOPHER J. POLICINSKI	Mgmt	For
1L.	ELECTION OF DIRECTOR: SALLY J. SMITH	Mgmt	For
1M.	ELECTION OF DIRECTOR: JAMES P. SNEE	Mgmt	For
1N.	ELECTION OF DIRECTOR: STEVEN A. WHITE	Mgmt	For
2.	RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 29, 2017.	Mgmt	For
3.	APPROVE THE NAMED EXECUTIVE OFFICER COMPENSATION AS DISCLOSED IN THE COMPANY'S 2017 ANNUAL MEETING PROXY STATEMENT.	Mgmt	For
4.	VOTE ON A NON-BINDING RESOLUTION TO DETERMINE THE FREQUENCY (WHETHER ANNUAL, BIENNIAL OR TRIENNIAL) WITH WHICH STOCKHOLDERS OF THE COMPANY SHALL BE ENTITLED TO HAVE AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
5.	STOCKHOLDER PROPOSAL TO REQUIRE ALL NON-BINDING STOCKHOLDER PROPOSALS BE DECIDED BY A SIMPLE MAJORITY OF THE VOTES CAST FOR AND AGAINST AN ITEM.	Shr	Against

 IDEXX LABORATORIES, INC.

Agen

Security: 45168D104
 Meeting Type: Annual
 Meeting Date: 03-May-2017
 Ticker: IDXX
 ISIN: US45168D1046

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: REBECCA M. HENDERSON, PHD	Mgmt	For
1B.	ELECTION OF DIRECTOR: LAWRENCE D. KINGSLEY	Mgmt	For
1C.	ELECTION OF DIRECTOR: SOPHIE V. VANDEBROEK, PHD	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING	Mgmt	For

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FIRM FOR THE CURRENT FISCAL YEAR (PROPOSAL TWO).

- | | | | |
|----|--|------|--------|
| 3. | ADVISORY VOTE ON EXECUTIVE COMPENSATION. TO APPROVE A NONBINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION (PROPOSAL THREE). | Mgmt | For |
| 4. | ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION. TO RECOMMEND, BY NONBINDING ADVISORY VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION (PROPOSAL FOUR). | Mgmt | 1 Year |

J & J SNACK FOODS CORP.

Agen

Security: 466032109
 Meeting Type: Annual
 Meeting Date: 15-Feb-2017
 Ticker: JJSF
 ISIN: US4660321096

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | DIRECTOR
DENNIS G. MOORE | Mgmt | For |
| 2. | ADVISORY VOTE ON APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION PROGRAMS | Mgmt | For |
| 3. | ADVISORY VOTE ON THE FREQUENCY OF THE SHAREHOLDER'S ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM | Mgmt | 1 Year |

JACK HENRY & ASSOCIATES, INC.

Agen

Security: 426281101
 Meeting Type: Annual
 Meeting Date: 10-Nov-2016
 Ticker: JKHY
 ISIN: US4262811015

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|------------------------------|--------------------------|
| 1. | DIRECTOR
M. FLANIGAN
J. PRIM
T. WILSON
J. FIEGEL | Mgmt
Mgmt
Mgmt
Mgmt | For
For
For
For |

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	T. WIMSETT	Mgmt	For
	L. KELLY	Mgmt	For
	S. MIYASHIRO	Mgmt	For
	W. BROWN	Mgmt	For
2.	TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2006 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
4.	TO RATIFY THE SELECTION OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

 LKQ CORPORATION

Agen

 Security: 501889208
 Meeting Type: Annual
 Meeting Date: 08-May-2017
 Ticker: LKQ
 ISIN: US5018892084

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SUKHPAL SINGH AHLUWALIA	Mgmt	For
1B.	ELECTION OF DIRECTOR: A. CLINTON ALLEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: ROBERT M. HANSER	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOSEPH M. HOLSTEN	Mgmt	For
1E.	ELECTION OF DIRECTOR: BLYTHE J. MCGARVIE	Mgmt	For
1F.	ELECTION OF DIRECTOR: PAUL M. MEISTER	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOHN F. O'BRIEN	Mgmt	For
1H.	ELECTION OF DIRECTOR: GUHAN SUBRAMANIAN	Mgmt	For
1I.	ELECTION OF DIRECTOR: WILLIAM M. WEBSTER, IV	Mgmt	For
1J.	ELECTION OF DIRECTOR: DOMINICK ZARCONE	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2017.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

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4. ADVISORY VOTE ON THE FREQUENCY OF HOLDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. Mgmt 1 Year

 METTLER-TOLEDO INTERNATIONAL INC. Agen

Security: 592688105
 Meeting Type: Annual
 Meeting Date: 04-May-2017
 Ticker: MTD
 ISIN: US5926881054

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: ROBERT F. SPOERRY	Mgmt	For
1.2	ELECTION OF DIRECTOR: WAH-HUI CHU	Mgmt	For
1.3	ELECTION OF DIRECTOR: FRANCIS A. CONTINO	Mgmt	For
1.4	ELECTION OF DIRECTOR: OLIVIER A. FILLIOL	Mgmt	For
1.5	ELECTION OF DIRECTOR: RICHARD FRANCIS	Mgmt	For
1.6	ELECTION OF DIRECTOR: CONSTANCE L. HARVEY	Mgmt	For
1.7	ELECTION OF DIRECTOR: MICHAEL A. KELLY	Mgmt	For
1.8	ELECTION OF DIRECTOR: HANS ULRICH MAERKI	Mgmt	For
1.9	ELECTION OF DIRECTOR: THOMAS P. SALICE	Mgmt	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES TO APPROVE EXECUTIVE COMPENSATION	Mgmt	1 Year

 OPEN TEXT CORPORATION Agen

Security: 683715106
 Meeting Type: Annual and Special
 Meeting Date: 23-Sep-2016
 Ticker: OTEX
 ISIN: CA6837151068

Prop.#	Proposal	Proposal Type	Proposal Vote
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01	DIRECTOR P. THOMAS JENKINS MARK BARRENECHEA RANDY FOWLIE GAIL E. HAMILTON BRIAN J. JACKMAN STEPHEN J. SADLER MICHAEL SLAUNWHITE KATHARINE B. STEVENSON DEBORAH WEINSTEIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	RE-APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS INDEPENDENT AUDITORS FOR THE COMPANY.	Mgmt	For
03	THE SPECIAL RESOLUTION AUTHORIZING AN AMENDMENT TO THE COMPANY'S ARTICLES, THE FULL TEXT OF WHICH IS ATTACHED AS SCHEDULE "A" TO THE COMPANY'S MANAGEMENT PROXY CIRCULAR (THE "CIRCULAR"), WITH OR WITHOUT VARIATION, TO CHANGE THE NUMBER OF COMMON SHARES OF THE COMPANY, AS MORE DESCRIBED IN THE CIRCULAR.	Mgmt	For
04	THE AMENDED AND RESTATED SHAREHOLDER RIGHTS PLAN RESOLUTION, THE FULL TEXT OF WHICH IS ATTACHED AS SCHEDULE "B" TO THE CIRCULAR, WITH OR WITHOUT VARIATION, TO CONTINUE, AMEND AND RESTATE THE COMPANY'S SHAREHOLDER RIGHTS PLAN, AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.	Mgmt	For
05	THE 2004 STOCK OPTION PLAN RESOLUTION, THE FULL TEXT OF WHICH IS ATTACHED AS SCHEDULE "D" TO THE CIRCULAR, WITH OR WITHOUT VARIATION, TO APPROVE THE AMENDMENT TO THE COMPANY'S 2004 STOCK OPTION PLAN TO RESERVE FOR ISSUANCE AN ADDITIONAL 4,000,000 COMMON SHARES UNDER SUCH PLAN, AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.	Mgmt	For

ROPER TECHNOLOGIES, INC.

Agent

Security: 776696106
Meeting Type: Annual
Meeting Date: 08-Jun-2017
Ticker: ROP
ISIN: US7766961061

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR AMY WOODS BRINKLEY JOHN F. FORT, III BRIAN D. JELLISON ROBERT D. JOHNSON ROBERT E. KNOWLING, JR.	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For

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	WILBUR J. PREZZANO	Mgmt	For
	LAURA G. THATCHER	Mgmt	For
	RICHARD F. WALLMAN	Mgmt	For
	CHRISTOPHER WRIGHT	Mgmt	For
2.	TO CONSIDER, ON A NON-BINDING ADVISORY BASIS, A RESOLUTION APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO SELECT, ON A NON-BINDING ADVISORY BASIS, THE FREQUENCY OF THE SHAREHOLDER VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017.	Mgmt	For

 SNAP-ON INCORPORATED

Agen

 Security: 833034101
 Meeting Type: Annual
 Meeting Date: 27-Apr-2017
 Ticker: SNA
 ISIN: US8330341012

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DAVID C. ADAMS	Mgmt	For
1B.	ELECTION OF DIRECTOR: KAREN L. DANIEL	Mgmt	For
1C.	ELECTION OF DIRECTOR: RUTH ANN M. GILLIS	Mgmt	For
1D.	ELECTION OF DIRECTOR: JAMES P. HOLDEN	Mgmt	For
1E.	ELECTION OF DIRECTOR: NATHAN J. JONES	Mgmt	For
1F.	ELECTION OF DIRECTOR: HENRY W. KNUEPPEL	Mgmt	For
1G.	ELECTION OF DIRECTOR: W. DUDLEY LEHMAN	Mgmt	For
1H.	ELECTION OF DIRECTOR: NICHOLAS T. PINCHUK	Mgmt	For
1I.	ELECTION OF DIRECTOR: GREGG M. SHERRILL	Mgmt	For
1J.	ELECTION OF DIRECTOR: DONALD J. STEBBINS	Mgmt	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2017.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE THE COMPENSATION	Mgmt	For

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OF SNAP-ON INCORPORATED'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) .

4. ADVISORY VOTE RELATED TO THE FREQUENCY OF FUTURE ADVISORY VOTES ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) .	Mgmt	1 Year
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STERICYCLE, INC.

Agen

Security: 858912108
 Meeting Type: Annual
 Meeting Date: 24-May-2017
 Ticker: SRCL
 ISIN: US8589121081

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MARK C. MILLER	Mgmt	For
1B.	ELECTION OF DIRECTOR: JACK W. SCHULER	Mgmt	For
1C.	ELECTION OF DIRECTOR: CHARLES A. ALUTTO	Mgmt	For
1D.	ELECTION OF DIRECTOR: BRIAN P. ANDERSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: LYNN D. BLEIL	Mgmt	For
1F.	ELECTION OF DIRECTOR: THOMAS D. BROWN	Mgmt	For
1G.	ELECTION OF DIRECTOR: THOMAS F. CHEN	Mgmt	For
1H.	ELECTION OF DIRECTOR: ROBERT S. MURLEY	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN PATIENCE	Mgmt	For
1J.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Mgmt	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
3.	ADVISORY VOTE TO APPROVE THE FREQUENCY OF THE ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	1 Year
4.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2017	Mgmt	For
5.	APPROVAL OF AN AMENDMENT TO THE COMPANY'S EMPLOYEE STOCK PURCHASE PLAN INCREASING THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE	Mgmt	For
6.	APPROVAL OF THE STERICYCLE, INC. 2017	Mgmt	For

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LONG-TERM INCENTIVE PLAN

7.	STOCKHOLDER PROPOSAL ENTITLED "SHAREHOLDER PROXY ACCESS REFORM"	Shr	Against
8.	STOCKHOLDER PROPOSAL ON THE VESTING OF EQUITY AWARDS UPON A CHANGE IN CONTROL	Shr	For

TELEDYNE TECHNOLOGIES INCORPORATED

Agen

Security: 879360105
 Meeting Type: Annual
 Meeting Date: 26-Apr-2017
 Ticker: TDY
 ISIN: US8793601050

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROXANNE S. AUSTIN KENNETH C. DAHLBERG ROBERT A. MALONE	Mgmt Mgmt Mgmt	For For For
2.	APPROVAL OF THE AMENDED AND RESTATED TELEDYNE TECHNOLOGIES INCORPORATED 2014 INCENTIVE AWARD PLAN.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2017.	Mgmt	For
4.	APPROVAL OF NON-BINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
5.	TO RECOMMEND, BY NON-BINDING VOTE, ON THE FREQUENCY OF FUTURE EXECUTIVE COMPENSATION VOTES.	Mgmt	1 Year

THE MIDDLEBY CORPORATION

Agen

Security: 596278101
 Meeting Type: Annual
 Meeting Date: 09-May-2017
 Ticker: MIDD
 ISIN: US5962781010

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		

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	SELIM A. BASSOUL	Mgmt	For
	SARAH PALISI CHAPIN	Mgmt	For
	ROBERT B. LAMB	Mgmt	For
	CATHY L. MCCARTHY	Mgmt	For
	JOHN R. MILLER III	Mgmt	For
	GORDON O'BRIEN	Mgmt	For
	NASSEM ZIYAD	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE CURRENT FISCAL YEAR ENDING DECEMBER 30, 2017.	Mgmt	For
3.	APPROVAL, BY AN ADVISORY VOTE, OF THE 2016 COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION ("SEC").	Mgmt	Against
4.	SELECTION, BY AN ADVISORY VOTE, OF THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Mgmt	1 Year
5.	APPROVAL OF AN AMENDMENT TO AUTHORIZE ADDITIONAL SHARES UNDER THE COMPANY'S 2011 LONG-TERM INCENTIVE PLAN.	Mgmt	For
6.	STOCKHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING.	Shr	For

 THE TJX COMPANIES, INC.

Agen

 Security: 872540109
 Meeting Type: Annual
 Meeting Date: 06-Jun-2017
 Ticker: TJX
 ISIN: US8725401090

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ZEIN ABDALLA	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOSE B. ALVAREZ	Mgmt	For
1C.	ELECTION OF DIRECTOR: ALAN M. BENNETT	Mgmt	For
1D.	ELECTION OF DIRECTOR: DAVID T. CHING	Mgmt	For
1E.	ELECTION OF DIRECTOR: ERNIE HERRMAN	Mgmt	For
1F.	ELECTION OF DIRECTOR: MICHAEL F. HINES	Mgmt	For
1G.	ELECTION OF DIRECTOR: AMY B. LANE	Mgmt	For
1H.	ELECTION OF DIRECTOR: CAROL MEYROWITZ	Mgmt	For

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1I.	ELECTION OF DIRECTOR: JACKWYN L. NEMEROV	Mgmt	For
1J.	ELECTION OF DIRECTOR: JOHN F. O'BRIEN	Mgmt	For
1K.	ELECTION OF DIRECTOR: WILLOW B. SHIRE	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS AS TJX'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2018	Mgmt	For
3.	REAPPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE STOCK INCENTIVE PLAN	Mgmt	For
4.	REAPPROVAL OF MATERIAL TERMS OF PERFORMANCE GOALS UNDER THE CASH INCENTIVE PLANS	Mgmt	For
5.	ADVISORY APPROVAL OF TJX'S EXECUTIVE COMPENSATION (THE SAY-ON-PAY VOTE)	Mgmt	Against
6.	ADVISORY APPROVAL OF THE FREQUENCY OF TJX'S SAY-ON-PAY VOTES	Mgmt	1 Year
7.	SHAREHOLDER PROPOSAL FOR INCLUSION OF DIVERSITY AS A CEO PERFORMANCE MEASURE	Shr	Against
8.	SHAREHOLDER PROPOSAL FOR A REVIEW AND SUMMARY REPORT ON EXECUTIVE COMPENSATION POLICIES	Shr	Against
9.	SHAREHOLDER PROPOSAL FOR A REPORT ON COMPENSATION DISPARITIES BASED ON RACE, GENDER, OR ETHNICITY	Shr	For
10.	SHAREHOLDER PROPOSAL FOR A REPORT ON NET-ZERO GREENHOUSE GAS EMISSIONS	Shr	Against

 THE TORO COMPANY

Agen

 Security: 891092108
 Meeting Type: Annual
 Meeting Date: 21-Mar-2017
 Ticker: TTC
 ISIN: US8910921084

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JEFFREY M. ETTINGER KATHERINE J. HARLESS MICHAEL J. HOFFMAN D. CHRISTIAN KOCH	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING	Mgmt	For

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OCTOBER 31, 2017.

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|----|--|------|--------|
| 3. | APPROVAL OF, ON AN ADVISORY BASIS, OUR EXECUTIVE COMPENSATION. | Mgmt | For |
| 4. | APPROVAL OF, ON AN ADVISORY BASIS, THE FREQUENCY OF THE ADVISORY APPROVAL OF OUR EXECUTIVE COMPENSATION. | Mgmt | 1 Year |

THE ULTIMATE SOFTWARE GROUP, INC.

Agen

Security: 90385D107
 Meeting Type: Annual
 Meeting Date: 15-May-2017
 Ticker: ULTI
 ISIN: US90385D1072

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1A. | ELECTION OF DIRECTOR: JONATHAN D. MARINER | Mgmt | For |
| 1B. | ELECTION OF DIRECTOR: JASON DORSEY | Mgmt | For |
| 2. | TO RATIFY THE APPOINTMENT OF KPMG LLP AS ULTIMATE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017. | Mgmt | For |
| 3. | TO APPROVE BY NON-BINDING ADVISORY VOTE COMPENSATION PAID TO ULTIMATE'S NAMED EXECUTIVE OFFICERS. | Mgmt | Against |
| 4. | TO RECOMMEND, BY NON-ADVISORY VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPENSATION PAID TO ULTIMATE'S NAMED EXECUTIVE OFFICERS. | Mgmt | 1 Year |

TRANSDIGM GROUP INCORPORATED

Agen

Security: 893641100
 Meeting Type: Annual
 Meeting Date: 01-Mar-2017
 Ticker: TDG
 ISIN: US8936411003

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | DIRECTOR
WILLIAM DRIES
MERVIN DUNN | Mgmt
Mgmt | For
For |

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	MICHAEL GRAFF	Mgmt	For
	SEAN HENNESSY	Mgmt	For
	W. NICHOLAS HOWLEY	Mgmt	For
	RAYMOND LAUBENTHAL	Mgmt	For
	DOUGLAS PEACOCK	Mgmt	For
	ROBERT SMALL	Mgmt	For
	JOHN STAER	Mgmt	For
2.	TO APPROVE (IN AN ADVISORY VOTE) COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS	Mgmt	For
3.	TO DETERMINE HOW OFTEN TO CONDUCT THE ADVISORY VOTE REGARDING COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS	Mgmt	1 Year
4.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT ACCOUNTANTS FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2017	Mgmt	For

 TYLER TECHNOLOGIES, INC.

Agem

 Security: 902252105
 Meeting Type: Annual
 Meeting Date: 10-May-2017
 Ticker: TYL
 ISIN: US9022521051

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DONALD R. BRATTAIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: GLENN A. CARTER	Mgmt	For
1C.	ELECTION OF DIRECTOR: BRENDA A. CLINE	Mgmt	For
1D.	ELECTION OF DIRECTOR: J. LUTHER KING JR.	Mgmt	For
1E.	ELECTION OF DIRECTOR: LARRY D. LEINWEBER	Mgmt	For
1F.	ELECTION OF DIRECTOR: JOHN S. MARR JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: H. LYNN MOORE JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: DANIEL M. POPE	Mgmt	For
1I.	ELECTION OF DIRECTOR: DUSTIN R. WOMBLE	Mgmt	For
2.	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.	Mgmt	For
3.	APPROVAL OF AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Mgmt	For
4.	ADVISORY VOTE ON THE FREQUENCY OF A	Mgmt	1 Year

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SHAREHOLDER VOTE ON EXECUTIVE COMPENSATION.

- | | | | |
|----|--|------|---------|
| 5. | IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS- AS MAY PROPERLY COME BEFORE THE MEETING OR ADJOURNMENTS THEREOF. | Mgmt | Against |
|----|--|------|---------|

VALIDUS HOLDINGS LTD

Agen

Security: G9319H102
 Meeting Type: Annual
 Meeting Date: 10-May-2017
 Ticker: VR
 ISIN: BMG9319H1025

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MATTHEW J. GRAYSON JEAN-MARIE NESSI MANDAKINI PURI	Mgmt Mgmt Mgmt	For For For
2.	TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO SELECT THE FREQUENCY AT WHICH SHAREHOLDERS WILL BE ASKED TO APPROVE THE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	Mgmt	1 Year
4.	TO APPROVE THE SELECTION OF PRICEWATERHOUSECOOPERS LTD., HAMILTON, BERMUDA TO ACT AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2017.	Mgmt	For

WASTE CONNECTIONS, INC.

Agen

Security: 94106B101
 Meeting Type: Annual and Special
 Meeting Date: 23-May-2017
 Ticker: WCN
 ISIN: CA94106B1013

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR RONALD J. MITTELSTAEDT ROBERT H. DAVIS	Mgmt Mgmt	For For

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	EDWARD E. GUILLET	Mgmt	For
	MICHAEL W. HARLAN	Mgmt	For
	LARRY S. HUGHES	Mgmt	For
	SUSAN LEE	Mgmt	For
	WILLIAM J. RAZZOUK	Mgmt	For
02	APPOINTMENT OF GRANT THORNTON LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE CLOSE OF THE 2018 ANNUAL MEETING OF SHAREHOLDERS OF THE COMPANY AND AUTHORIZATION OF OUR BOARD OF DIRECTORS TO FIX THE REMUNERATION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
03	APPROVAL OF A SPECIAL RESOLUTION AUTHORIZING AN AMENDMENT TO THE COMPANY'S ARTICLES OF AMALGAMATION PURSUANT TO SECTION 168(1)(H) OF THE BUSINESS CORPORATIONS ACT (ONTARIO) TO CHANGE THE NUMBER OF COMMON SHARES, WHETHER ISSUED OR UNISSUED, ON A THREE-FOR-TWO BASIS, SUCH THAT, WHEN AND IF SUCH AMENDMENT IS GIVEN EFFECT, EVERY TWO COMMON SHARES WILL BECOME THREE COMMON SHARES.	Mgmt	For
04	APPROVAL, ON A NON-BINDING, ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT ("SAY ON PAY").	Mgmt	For
05	APPROVAL, ON A NON-BINDING, ADVISORY BASIS, OF HOLDING FUTURE SAY ON PAY VOTES EVERY YEAR, EVERY TWO YEARS, OR EVERY THREE YEARS.	Mgmt	1 Year

WEX INC.

Agen

Security: 96208T104
Meeting Type: Annual
Meeting Date: 12-May-2017
Ticker: WEX
ISIN: US96208T1043

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR FOR THREE-YEAR TERM: MICHAEL E. DUBYAK	Mgmt	For
1B.	ELECTION OF DIRECTOR FOR THREE-YEAR TERM: ROWLAND T. MORIARTY	Mgmt	For
2.	TO APPROVE AN ADVISORY (NON-BINDING) VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO DETERMINE, IN AN ADVISORY (NON-BINDING)	Mgmt	1 Year

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VOTE, WHETHER A STOCKHOLDER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.

4. TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2017. Mgmt For

* Management position unknown

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)	The Value Line Mid Cap Focused Fund, Inc
By (Signature)	/s/ Mitchell E. Appel
Name	Mitchell E. Appel
Title	President
Date	08/29/2017