

LAZARD GLOBAL TOTAL RETURN & INCOME FUND INC  
Form N-PX  
August 31, 2006

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: 811-21511  
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LAZARD GLOBAL TOTAL RETURN AND INCOME FUND, INC.  
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(Exact name of registrant as specified in charter)

c/o Lazard Asset Management LLC  
30 Rockefeller Plaza  
New York, New York 10112  
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(Address of principal executive offices) (Zip code)

Nathan A. Paul, Esq.  
30 Rockefeller Plaza  
New York, New York 10112  
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(Name and address of agent for service)

Registrant's telephone number, including area code: (212) 632-6000

Date of fiscal year end: 12/31/06

Date of reporting period: July 1, 2005-June 30, 2006  
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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-21511  
Reporting Period: 07/01/2005 - 06/30/2006  
Lazard Global Total Return & Income Fund, Inc.

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===== LAZARD GLOBAL TOTAL RETURN & INCOME FUND =====

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: MAR 3, 2006

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director William Barnet, III                                       | For     | For       | Management  |
| 1.2  | Elect Director Frank P. Bramble, Sr.                                     | For     | For       | Management  |
| 1.3  | Elect Director John T. Collins   | For     | For       | Management  |
| 1.4  | Elect Director Gary L. Countryman  | For     | For       | Management  |
| 1.5  | Elect Director Tommy R. Franks   | For     | For       | Management  |
| 1.6  | Elect Director Paul Fulton   | For     | For       | Management  |
| 1.7  | Elect Director Charles K. Gifford  | For     | For       | Management  |
| 1.8  | Elect Director W. Steven Jones   | For     | For       | Management  |
| 1.9  | Elect Director Kenneth D. Lewis  | For     | For       | Management  |
| 1.10 | Elect Director Monica C. Lozano  | For     | For       | Management  |
| 1.11 | Elect Director Walter E. Massey  | For     | For       | Management  |
| 1.12 | Elect Director Thomas J. May   | For     | For       | Management  |
| 1.13 | Elect Director Patricia E. Mitchell                                      | For     | For       | Management  |
| 1.14 | Elect Director Thomas M. Ryan  | For     | For       | Management  |
| 1.15 | Elect Director O. Temple Sloan, Jr.                                      | For     | For       | Management  |
| 1.16 | Elect Director Meredith R. Spangler                                      | For     | For       | Management  |
| 1.17 | Elect Director Robert L. Tillman   | For     | For       | Management  |
| 1.18 | Elect Director Jackie M. Ward  | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Amend Omnibus Stock Plan   | For     | For       | Management  |
| 4    | Publish Political Contributions  | Against | Against   | Shareholder |
| 5    | Require a Majority Vote for the Election of Directors                    | Against | For       | Shareholder |
| 6    | Provide for an Independent Chairman                                      | Against | Against   | Shareholder |
| 7    | Exclude Reference to Sexual Orientation from the Company's EEO Statement | Against | Against   | Shareholder |

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BP PLC (FORM. BP AMOCO PLC )

Ticker: Security ID: 055622104  
 Meeting Date: APR 20, 2006 Meeting Type: Annual  
 Record Date: FEB 17, 2006

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|------|---|---------|-----------|------------|
| 1    | TO RECEIVE THE DIRECTORS ANNUAL REPORT AND THE ACCOUNTS | For     | For       | Management |
| 2    | TO APPROVE THE DIRECTORS REMUNERATION REPORT            | For     | For       | Management |
| 3.1  | Elect Director Dr D C Allen                             | For     | For       | Management |
| 3.2  | Elect Director Lord Browne                              | For     | For       | Management |
| 3.3  | Elect Director Mr J H Bryan                             | For     | For       | Management |
| 3.4  | Elect Director Mr A Burgmans                            | For     | For       | Management |
| 3.5  | Elect Director Mr I C Conn                              | For     | For       | Management |
| 3.6  | Elect Director Mr E B Davis, Jr                         | For     | For       | Management |
| 3.7  | Elect Director Mr D J Flint                             | For     | For       | Management |
| 3.8  | Elect Director Dr B E Grote                             | For     | For       | Management |
| 3.9  | Elect Director Dr A B Hayward                           | For     | For       | Management |
| 3.10 | Elect Director Dr D S Julius                            | For     | For       | Management |
| 3.11 | Elect Director Sir Tom Mckillop                         | For     | For       | Management |

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|      |  |                            |     |     |            |
|------|--|----------------------------|-----|-----|------------|
| 3.12 | Elect  | Director Mr J A Manzoni    | For | For | Management |
| 3.13 | Elect  | Director Dr W E Massey     | For | For | Management |
| 3.14 | Elect  | Director Sir Ian Prosser   | For | For | Management |
| 3.15 | Elect  | Director Mr M H Wilson     | For | For | Management |
| 3.16 | Elect  | Director Mr P D Sutherland | For | For | Management |
| 4    | Ratify Auditors  |                            | For | For | Management |
| 5    | SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY                            |                            | For | For | Management |
| 6    | TO GIVE AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT   |                            | For | For | Management |
| 7    | SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH WITHOUT MAKING AN OFFER TO SHAREHOLDERS |                            | For | For | Management |

### CANON INC.

Ticker: 7751 Security ID: 138006309  
 Meeting Date: MAR 30, 2006 Meeting Type: Annual  
 Record Date: DEC 29, 2005

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | APPROVAL OF THE PROPOSAL OF PROFIT APPROPRIATION FOR THE 105TH BUSINESS TERM  | For     | For       | Management |
| 2 | PARTIAL AMENDMENT OF THE ARTICLES OF INCORPORATION. GIST OF THIS ITEM IS SET FORTH IN THE ENCLOSED REFERENCE MATERIALS FOR EXERCISE OF VOTING RIGHTS. | For     | For       | Management |
| 3 | ELECTION OF TWENTY-SIX DIRECTORS  | For     | For       | Management |
| 4 | ELECTION OF TWO CORPORATE AUDITORS  | For     | Against   | Management |
| 5 | GRANT OF RETIRING ALLOWANCE TO DIRECTORS AND CORPORATE AUDITOR TO BE RETIRED  | For     | Against   | Management |

### CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: MAR 6, 2006

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Samuel H. Armacost                      | For     | For       | Management  |
| 1.2  | Elect Director Linnet F. Deily                         | For     | For       | Management  |
| 1.3  | Elect Director Robert E. Denham                        | For     | For       | Management  |
| 1.4  | Elect Director Robert J. Eaton                         | For     | For       | Management  |
| 1.5  | Elect Director Sam Ginn                                | For     | For       | Management  |
| 1.6  | Elect Director Franklyn G. Jenifer                     | For     | For       | Management  |
| 1.7  | Elect Director Sam Nunn                                | For     | For       | Management  |
| 1.8  | Elect Director David J. O'Reilly                       | For     | For       | Management  |
| 1.9  | Elect Director Donald B. Rice                          | For     | For       | Management  |
| 1.10 | Elect Director Peter J. Robertson                      | For     | For       | Management  |
| 1.11 | Elect Director Charles R. Shoemate                     | For     | For       | Management  |
| 1.12 | Elect Director Ronald D. Sugar                         | For     | For       | Management  |
| 1.13 | Elect Director Carl Ware                               | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Company-Specific-Reimbursement of Stockholder Proposal | Against | For       | Shareholder |

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|   |   |         |         |             |
|---|---|---------|---------|-------------|
| 4 | Report on Environmental Impact of Drilling in Sensitive Areas | Against | Against | Shareholder |
| 5 | Report on Political Contributions                             | Against | For     | Shareholder |
| 6 | Adopt an Animal Welfare Policy                                | Against | Against | Shareholder |
| 7 | Adopt a Human Rights Policy                                   | Against | For     | Shareholder |
| 8 | Report on Remediation Expenses in Ecuador                     | Against | Against | Shareholder |

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### CISCO SYSTEMS, INC.

Ticker: CSCO                      Security ID: 17275R102  
 Meeting Date: NOV 15, 2005      Meeting Type: Annual  
 Record Date: SEP 16, 2005

| #    | Proposal                             | Mgt Rec | Vote Cast | Sponsor     |
|------|--------------------------------------|---------|-----------|-------------|
| 1.1  | Elect Director Carol A. Bartz        | For     | For       | Management  |
| 1.2  | Elect Director M. Michele Burns      | For     | For       | Management  |
| 1.3  | Elect Director Larry R. Carter       | For     | For       | Management  |
| 1.4  | Elect Director John T. Chambers      | For     | For       | Management  |
| 1.5  | Elect Director Dr. John L. Hennessy  | For     | For       | Management  |
| 1.6  | Elect Director Richard M. Kovacevich | For     | For       | Management  |
| 1.7  | Elect Director Roderick C. McGeary   | For     | For       | Management  |
| 1.8  | Elect Director James C. Morgan       | For     | For       | Management  |
| 1.9  | Elect Director John P. Morgridge     | For     | For       | Management  |
| 1.10 | Elect Director Steven M. West        | For     | For       | Management  |
| 1.11 | Elect Director Jerry Yang            | For     | For       | Management  |
| 2    | Approve Stock Option Plan            | For     | For       | Management  |
| 3    | Ratify Auditors                      | For     | For       | Management  |
| 4    | Review/Limit Executive Compensation  | Against | For       | Shareholder |
| 5    | Report on Pay Disparity              | Against | Against   | Shareholder |
| 6    | Report on Human Rights Policy        | Against | Against   | Shareholder |

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### CITIGROUP INC.

Ticker: C                              Security ID: 172967101  
 Meeting Date: APR 18, 2006      Meeting Type: Annual  
 Record Date: FEB 24, 2006

| #   | Proposal                                 | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director C. Michael Armstrong      | For     | For       | Management |
| 1.2 | Elect Director Alain J.P. Belda          | For     | For       | Management |
| 1.3 | Elect Director George David              | For     | For       | Management |
| 1.4 | Elect Director Kenneth T. Derr           | For     | For       | Management |
| 1.5 | Elect Director John M. Deutch            | For     | For       | Management |
| 1.6 | Elect Director Roberto Hernandez Ramirez | For     | For       | Management |
| 1.7 | Elect Director Ann Dibble Jordan         | For     | For       | Management |
| 1.8 | Elect Director Klaus Kleinfeld           | For     | For       | Management |
| 1.9 | Elect Director Andrew N. Liveris         | For     | For       | Management |

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|      |  |         |         |             |
|------|--|---------|---------|-------------|
| 1.10 | Elect Director Dudley C. Mecum                       | For     | For     | Management  |
| 1.11 | Elect Director Anne M. Mulcahy                       | For     | For     | Management  |
| 1.12 | Elect Director Richard D. Parsons                    | For     | For     | Management  |
| 1.13 | Elect Director Charles Prince                        | For     | For     | Management  |
| 1.14 | Elect Director Dr. Judith Rodin                      | For     | For     | Management  |
| 1.15 | Elect Director Robert E. Rubin                       | For     | For     | Management  |
| 1.16 | Elect Director Franklin A. Thomas                    | For     | For     | Management  |
| 2    | Ratify Auditors                                      | For     | For     | Management  |
| 3    | Reduce Supermajority Vote Requirement                | For     | For     | Management  |
| 4    | Reduce Supermajority Vote Requirement                | For     | For     | Management  |
| 5    | Reduce Supermajority Vote Requirement                | For     | For     | Management  |
| 6    | End Issuance of Options and Prohibit Repricing       | Against | Against | Shareholder |
| 7    | Report on Political Contributions                    | Against | For     | Shareholder |
| 8    | Report on Charitable Contributions                   | Against | Against | Shareholder |
| 9    | Performance-Based Equity Awards                      | Against | For     | Shareholder |
| 10   | Reimbursement of Expenses Incurred by Shareholder(s) | Against | For     | Shareholder |
| 11   | Separate Chairman and CEO Positions                  | Against | For     | Shareholder |
| 12   | Clawback of Payments Under Restatement               | Against | Against | Shareholder |

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COCA-COLA COMPANY, THE

Ticker: KO Security ID: 191216100  
 Meeting Date: APR 19, 2006 Meeting Type: Annual  
 Record Date: FEB 21, 2006

| #    | Proposal                              | Mgt Rec | Vote Cast | Sponsor     |
|------|---------------------------------------|---------|-----------|-------------|
| 1.1  | Elect Director Herbert A. Allen       | For     | For       | Management  |
| 1.2  | Elect Director Ronald W. Allen        | For     | For       | Management  |
| 1.3  | Elect Director Cathleen P. Black      | For     | For       | Management  |
| 1.4  | Elect Director Barry Diller           | For     | For       | Management  |
| 1.5  | Elect Director E. Neville Isdell      | For     | For       | Management  |
| 1.6  | Elect Director Donald R. Keough       | For     | For       | Management  |
| 1.7  | Elect Director Donald F. McHenry      | For     | For       | Management  |
| 1.8  | Elect Director Sam Nunn               | For     | For       | Management  |
| 1.9  | Elect Director James D. Robinson, III | For     | For       | Management  |
| 1.10 | Elect Director Peter V. Ueberroth     | For     | For       | Management  |
| 1.11 | Elect Director James B. Williams      | For     | For       | Management  |
| 2    | Ratify Auditors                       | For     | For       | Management  |
| 3    | Amend Restricted Stock Plan           | For     | For       | Management  |
| 4    | Report on Charitable Contributions    | Against | Against   | Shareholder |
| 5    | Review/ Report on Recycling Policy    | Against | Against   | Shareholder |
| 6    | Performance-Based and/or Time-Based   | Against | For       | Shareholder |

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|   |   |         |         |             |
|---|---|---------|---------|-------------|
|   | Equity Awards   |         |         |             |
| 7 | Report on Environmental Liabilities in India            | Against | Against | Shareholder |
| 8 | Sponsor Independent Inquiry into Operations in Columbia | Against | Against | Shareholder |

### CREDIT SUISSE GROUP (FORMERLY CS HOLDING)

Ticker: Security ID: 225401108  
 Meeting Date: APR 28, 2006 Meeting Type: Annual  
 Record Date: MAR 27, 2006

| #  | Proposal   | Mgt Rec | Vote Cast    | Sponsor    |
|----|--|---------|--------------|------------|
| 1  | APPROVAL OF THE ANNUAL REPORT, THE PARENT COMPANY S 2005 FINANCIAL STATEMENTS AND THE GROUP S 2005 CONSOLIDATED FINANCIAL STATEMENTS | For     | Did Not Vote | Management |
| 2  | DISCHARGE OF THE ACTS OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE BOARD   | For     | Did Not Vote | Management |
| 3  | CAPITAL REDUCTION  | For     | Did Not Vote | Management |
| 4  | RESOLUTION ON THE APPROPRIATION OF RETAINED EARNINGS   | For     | Did Not Vote | Management |
| 5  | RE-ELECTION TO THE BOARD OF DIRECTORS: WALTER B. KIELHOLZ  | For     | Did Not Vote | Management |
| 6  | RE-ELECTION TO THE BOARD OF DIRECTORS: HANS-ULRICH DOERIG  | For     | Did Not Vote | Management |
| 7  | NEW-ELECTION TO THE BOARD OF DIRECTORS: RICHARD E. THORNBURGH  | For     | Did Not Vote | Management |
| 8  | ELECTION OF THE PARENT COMPANY S INDEPENDENT AUDITORS AND THE GROUP S INDEPENDENT AUDITORS   | For     | Did Not Vote | Management |
| 9  | ELECTION OF SPECIAL AUDITORS   | For     | Did Not Vote | Management |
| 10 | ADJUSTMENT OF CONDITIONAL CAPITAL  | For     | Did Not Vote | Management |
| 11 | I HEREBY AUTHORIZE THE INDEPENDENT PROXY TO VOTE IN FAVOR OF THE PROPOSAL OF THE BOARD OF DIRECTORS                                  | For     | Did Not Vote | Management |

### DIAGEO PLC (FORMERLY GUINNESS PLC)

Ticker: Security ID: 25243Q205  
 Meeting Date: OCT 18, 2005 Meeting Type: Annual  
 Record Date: SEP 1, 2005

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | REPORTS AND ACCOUNTS 2005  | For     | For       | Management |
| 2 | DIRECTORS REMUNERATION REPORT 2005   | For     | For       | Management |
| 3 | DECLARATION OF FINAL DIVIDEND  | For     | For       | Management |
| 4 | RE-ELECTION OF LORD BLYTH OF ROWINGTON (MEMBER OF NOMINATION COMMITTEE)            | For     | For       | Management |
| 5 | RE-ELECTION OF MS M LILJA (MEMBER OF AUDIT, NOMINATION AND REMUNERATION COMMITTEE) | For     | For       | Management |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 6  | RE-ELECTION OF MR WS SHANAHAN (MEMBER OF AUDIT, NOMINATION AND REMUNERATION COMMITTEE) | For | For | Management |
| 7  | ELECTION OF DR FB HUMER (MEMBER OF AUDIT, NOMINATION AND REMUNERATION COMMITTEE)       | For | For | Management |
| 8  | Ratify Auditors  | For | For | Management |
| 9  | AUTHORITY TO ALLOT RELEVANT SECURITIES   | For | For | Management |
| 10 | DISAPPLICATION OF PRE-EMPTION RIGHTS   | For | For | Management |
| 11 | AUTHORITY TO PURCHASE OWN ORDINARY SHARES  | For | For | Management |
| 12 | AUTHORITY TO MAKE EU POLITICAL DONATIONS/EXPENDITURE                                   | For | For | Management |
| 13 | ADOPTION OF NEW ARTICLES OF ASSOCIATION  | For | For | Management |

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EXXON MOBIL CORP.

Ticker: XOM Security ID: 30231G102  
 Meeting Date: MAY 31, 2006 Meeting Type: Annual  
 Record Date: APR 6, 2006

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Michael J. Boskin   | For     | For       | Management  |
| 1.2  | Elect Director William W. George   | For     | For       | Management  |
| 1.3  | Elect Director James R. Houghton   | For     | Withhold  | Management  |
| 1.4  | Elect Director William R. Howell   | For     | Withhold  | Management  |
| 1.5  | Elect Director Reatha Clark King   | For     | Withhold  | Management  |
| 1.6  | Elect Director Philip E. Lippincott  | For     | For       | Management  |
| 1.7  | Elect Director Henry A. McKinnell, Jr.   | For     | For       | Management  |
| 1.8  | Elect Director Marilyn Carlson Nelson  | For     | For       | Management  |
| 1.9  | Elect Director Samuel J. Palmisano   | For     | For       | Management  |
| 1.10 | Elect Director Walter V. Shipley   | For     | Withhold  | Management  |
| 1.11 | Elect Director J. Stephen Simon  | For     | For       | Management  |
| 1.12 | Elect Director Rex W. Tillerson  | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Provide for Cumulative Voting  | Against | For       | Shareholder |
| 4    | Require a Majority Vote for the Election of Directors  | Against | For       | Shareholder |
| 5    | Company-Specific-Nominate Independent Director with Industry Experience                          | Against | Against   | Shareholder |
| 6    | Require Director Nominee Qualifications  | Against | Against   | Shareholder |
| 7    | Non-Employee Director Compensation   | Against | Against   | Shareholder |
| 8    | Separate Chairman and CEO Positions  | Against | Against   | Shareholder |
| 9    | Review Executive Compensation  | Against | Against   | Shareholder |
| 10   | Link Executive Compensation to Social Issues   | Against | Against   | Shareholder |
| 11   | Report on Political Contributions  | Against | Against   | Shareholder |
| 12   | Report on Charitable Contributions   | Against | Against   | Shareholder |
| 13   | Amend Equal Employment Opportunity Policy to Prohibit Discrimination Based on Sexual Orientation | Against | For       | Shareholder |
| 14   | Report on Damage Resulting from Drilling for Oil and gas in Protected Areas                      | Against | Against   | Shareholder |
| 15   | Report Accountability for Company's Environmental Impacts due to Operation                       | Against | Against   | Shareholder |

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FIRST DATA CORP.

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Ticker: FDC Security ID: 319963104  
 Meeting Date: MAY 10, 2006 Meeting Type: Annual  
 Record Date: MAR 13, 2006

| #   | Proposal                          | Mgt Rec | Vote Cast | Sponsor    |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Daniel P. Burnham  | For     | For       | Management |
| 1.2 | Elect Director Jack M. Greenberg  | For     | For       | Management |
| 1.3 | Elect Director Courtney F. Jones  | For     | For       | Management |
| 1.4 | Elect Director Charles T. Russell | For     | For       | Management |
| 2   | Elect Director David A. Coulter   | For     | For       | Management |
| 3   | Elect Director Henry C. Duques    | For     | For       | Management |
| 4   | Elect Director Peter B. Ellwood   | For     | For       | Management |
| 5   | Ratify Auditors                   | For     | For       | Management |

### GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103  
 Meeting Date: APR 26, 2006 Meeting Type: Annual  
 Record Date: FEB 27, 2006

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director James I. Cash, Jr.                               | For     | For       | Management  |
| 1.2  | Elect Director Sir William M. Castell                           | For     | For       | Management  |
| 1.3  | Elect Director Ann M. Fudge                                     | For     | For       | Management  |
| 1.4  | Elect Director Claudio X. Gonzalez                              | For     | Withhold  | Management  |
| 1.5  | Elect Director Jeffrey R. Immelt                                | For     | For       | Management  |
| 1.6  | Elect Director Andrea Jung                                      | For     | For       | Management  |
| 1.7  | Elect Director Alan G. Lafley                                   | For     | For       | Management  |
| 1.8  | Elect Director Robert W. Lane                                   | For     | For       | Management  |
| 1.9  | Elect Director Ralph S. Larsen                                  | For     | For       | Management  |
| 1.10 | Elect Director Rochelle B. Lazarus                              | For     | For       | Management  |
| 1.11 | Elect Director Sam Nunn   | For     | For       | Management  |
| 1.12 | Elect Director Roger S. Penske                                  | For     | For       | Management  |
| 1.13 | Elect Director Robert J. Swieringa                              | For     | For       | Management  |
| 1.14 | Elect Director Douglas A. Warner, III                           | For     | For       | Management  |
| 1.15 | Elect Director Robert C. Wright                                 | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Restore or Provide for Cumulative Voting                        | Against | Against   | Shareholder |
| 4    | Adopt Policy on Overboarded Directors                           | Against | For       | Shareholder |
| 5    | Company-Specific -- One Director from the Ranks of the Retirees | Against | Against   | Shareholder |
| 6    | Separate Chairman and CEO Positions                             | Against | Against   | Shareholder |
| 7    | Require a Majority Vote for the Election of Directors           | Against | For       | Shareholder |
| 8    | Report on Environmental Policies                                | Against | Against   | Shareholder |

### GLAXOSMITHKLINE PLC (FORMERLY GLAXO WELLCOME PLC )

Ticker: Security ID: 37733W105  
 Meeting Date: MAY 17, 2006 Meeting Type: Annual  
 Record Date: MAR 10, 2006

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | TO RECEIVE AND ADOPT THE DIRECTORS REPORT AND THE FINANCIAL STATEMENTS | For     | For       | Management |
| 2 | TO APPROVE THE REMUNERATION REPORT                                     | For     | For       | Management |



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|    |   |     |     |            |
|----|---|-----|-----|------------|
| 3  | TO ELECT DR MONCEF SLAOUI AS A DIRECTOR   | For | For | Management |
| 4  | TO ELECT MR TOM DE SWAAN AS A DIRECTOR  | For | For | Management |
| 5  | TO RE-ELECT MR LARRY CULP AS A DIRECTOR   | For | For | Management |
| 6  | TO RE-ELECT SIR CRISPIN DAVIS AS A<br>DIRECTOR  | For | For | Management |
| 7  | TO RE-ELECT DR RONALDO SCHMITZ AS A<br>DIRECTOR   | For | For | Management |
| 8  | Ratify Auditors   | For | For | Management |
| 9  | REMUNERATION OF AUDITORS  | For | For | Management |
| 10 | TO AUTHORISE THE COMPANY TO MAKE<br>DONATIONS TO EU POLITICAL ORGANISATIONS<br>AND INCUR EU POLITICAL EXPENDITURE | For | For | Management |
| 11 | AUTHORITY TO ALLOT SHARES   | For | For | Management |
| 12 | DISAPPLICATION OF PRE-EMPTION RIGHTS<br>(INDICATES A SPECIAL RESOLUTION)  | For | For | Management |
| 13 | AUTHORITY FOR THE COMPANY TO PURCHASE ITS<br>OWN SHARES (INDICATES A SPECIAL<br>RESOLUTION)                       | For | For | Management |

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### GOLDEN WEST FINANCIAL CORP.

Ticker:           GDW                           Security ID: 381317106  
Meeting Date: MAY 3, 2006           Meeting Type: Annual  
Record Date: MAR 2, 2006

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Maryellen C. Herringer | For     | For       | Management |
| 1.2 | Elect Director Kenneth T. Rosen       | For     | For       | Management |
| 1.3 | Elect Director Herbert M. Sandler     | For     | For       | Management |
| 2   | Ratify Auditors                       | For     | For       | Management |

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### HOME DEPOT, INC. (THE)

Ticker:           HD                               Security ID: 437076102  
Meeting Date: MAY 25, 2006           Meeting Type: Annual  
Record Date: MAR 28, 2006

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Gregory D. Brenneman                      | For     | For       | Management  |
| 1.2  | Elect Director John L. Clendenin                         | For     | For       | Management  |
| 1.3  | Elect Director Claudio X. Gonzalez                       | For     | For       | Management  |
| 1.4  | Elect Director Milledge A. Hart, III                     | For     | For       | Management  |
| 1.5  | Elect Director Bonnie G. Hill                            | For     | For       | Management  |
| 1.6  | Elect Director Laban P. Jackson, Jr.                     | For     | For       | Management  |
| 1.7  | Elect Director Lawrence R. Johnston                      | For     | For       | Management  |
| 1.8  | Elect Director Kenneth G. Langone                        | For     | For       | Management  |
| 1.9  | Elect Director Angelo R. Mozilo                          | For     | For       | Management  |
| 1.10 | Elect Director Robert L. Nardelli                        | For     | For       | Management  |
| 1.11 | Elect Director Thomas J. Ridge                           | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Increase Disclosure of Executive<br>Compensation         | Against | For       | Shareholder |
| 4    | Report on EEOC-Related Activities                        | Against | For       | Shareholder |
| 5    | Separate Chairman and CEO Positions                      | Against | For       | Shareholder |
| 6    | Require a Majority Vote for the Election<br>of Directors | Against | For       | Shareholder |

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|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 7  | Submit Supplemental Executive Retirement Plans to Shareholder vote | Against | For     | Shareholder |
| 8  | Report on Political Contributions                                  | Against | For     | Shareholder |
| 9  | Increase Disclosure of Executive Compensation                      | Against | For     | Shareholder |
| 10 | Affirm Political Non-partisanship                                  | Against | Against | Shareholder |

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HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106  
 Meeting Date: APR 24, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Gordon M. Bethune                               | For     | For       | Management  |
| 1.2  | Elect Director Jaime Chico Pardo                               | For     | For       | Management  |
| 1.3  | Elect Director David M. Cote                                   | For     | For       | Management  |
| 1.4  | Elect Director D. Scott Davis                                  | For     | For       | Management  |
| 1.5  | Elect Director Linnet F. Deily                                 | For     | For       | Management  |
| 1.6  | Elect Director Clive R. Hollick                                | For     | For       | Management  |
| 1.7  | Elect Director James J. Howard                                 | For     | For       | Management  |
| 1.8  | Elect Director Bruce Karatz                                    | For     | For       | Management  |
| 1.9  | Elect Director Russell E. Palmer                               | For     | For       | Management  |
| 1.10 | Elect Director Ivan G. Seidenberg                              | For     | For       | Management  |
| 1.11 | Elect Director Bradley T. Sheares                              | For     | For       | Management  |
| 1.12 | Elect Director Eric K. Shinseki                                | For     | For       | Management  |
| 1.13 | Elect Director John R. Stafford                                | For     | For       | Management  |
| 1.14 | Elect Director Michael W. Wright                               | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Approve Omnibus Stock Plan                                     | For     | For       | Management  |
| 4    | Approve Non-Employee Director Omnibus Stock Plan               | For     | For       | Management  |
| 5    | Require a Majority Vote for the Election of Directors          | Against | For       | Shareholder |
| 6    | Compensation- Director Compensation                            | Against | Against   | Shareholder |
| 7    | Claw-back of Payments under Restatements                       | Against | For       | Shareholder |
| 8    | Report on Public Welfare Initiative                            | Against | Against   | Shareholder |
| 9    | Eliminate or Restrict Severance Agreements (Change-in-Control) | Against | For       | Shareholder |

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HSBC HOLDINGS PLC

Ticker: Security ID: 404280406  
 Meeting Date: MAY 26, 2006 Meeting Type: Annual  
 Record Date: MAR 24, 2006

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1   | TO RECEIVE THE REPORT AND ACCOUNTS FOR 2005           | For     | For       | Management |
| 2   | TO APPROVE THE DIRECTORS REMUNERATION REPORT FOR 2005 | For     | For       | Management |
| 3.1 | Elect Directors The Baroness Dunn                     | For     | For       | Management |
| 3.2 | Elect Directors M F Geoghegan                         | For     | For       | Management |
| 3.3 | Elect Directors S K Green                             | For     | For       | Management |
| 3.4 | Elect Directors Sir Mark Moody-Stuart                 | For     | For       | Management |
| 3.5 | Elect Directors S M Robertson                         | For     | For       | Management |

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|     |  |     |     |            |
|-----|--|-----|-----|------------|
| 3.6 | Elect Directors H Sohmen   | For | For | Management |
| 3.7 | Elect Directors Sir Brian Williamson   | For | For | Management |
| 4   | Ratify Auditors  | For | For | Management |
| 5   | TO AUTHORISE THE DIRECTORS TO ALLOT SHARES   | For | For | Management |
| 6   | TO DISAPPLY PRE-EMPTION RIGHTS (SPECIAL RESOLUTION)                                    | For | For | Management |
| 7   | TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES                           | For | For | Management |
| 8   | TO INCREASE THE FEES PAYABLE TO EACH NON-EXECUTIVE DIRECTOR TO 65,000 POUNDS PER ANNUM | For | For | Management |

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### INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: FEB 24, 2006

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Cathleen Black                         | For     | For       | Management  |
| 1.2  | Elect Director Kenneth I. Chenault                    | For     | For       | Management  |
| 1.3  | Elect Director Juergen Dormann                        | For     | For       | Management  |
| 1.4  | Elect Director Michael L. Eskew                       | For     | For       | Management  |
| 1.5  | Elect Director Shirley Ann Jackson                    | For     | For       | Management  |
| 1.6  | Elect Director Minoru Makihara                        | For     | For       | Management  |
| 1.7  | Elect Director Lucio A. Noto                          | For     | For       | Management  |
| 1.8  | Elect Director James W. Owens                         | For     | For       | Management  |
| 1.9  | Elect Director Samuel J. Palmisano                    | For     | For       | Management  |
| 1.10 | Elect Director Joan E. Spero                          | For     | For       | Management  |
| 1.11 | Elect Director Sidney Taurel                          | For     | For       | Management  |
| 1.12 | Elect Director Charles M. Vest                        | For     | For       | Management  |
| 1.13 | Elect Director Lorenzo H. Zambrano                    | For     | For       | Management  |
| 2    | Ratify Auditors                                       | For     | For       | Management  |
| 3    | Provide for Cumulative Voting                         | Against | For       | Shareholder |
| 4    | Evaluate Age Discrimination in Retirement Plans       | Against | Against   | Shareholder |
| 5    | Time-Based Equity Awards                              | Against | For       | Shareholder |
| 6    | Increase Disclosure of Executive Compensation         | Against | Against   | Shareholder |
| 7    | Report on Outsourcing                                 | Against | Against   | Shareholder |
| 8    | Implement/ Increase Activity on the China Principles  | Against | For       | Shareholder |
| 9    | Report on Political Contributions                     | Against | Against   | Shareholder |
| 10   | Require a Majority Vote for the Election of Directors | Against | For       | Shareholder |
| 11   | Adopt Simple Majority Vote                            | Against | For       | Shareholder |

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### JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: FEB 28, 2006

| #   | Proposal                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Mary S. Coleman | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.2  | Elect Director James G. Cullen                        | For     | For     | Management  |
| 1.3  | Elect Director Robert J. Darretta                     | For     | For     | Management  |
| 1.4  | Elect Director Michael M. E. Johns                    | For     | For     | Management  |
| 1.5  | Elect Director Ann D. Jordan                          | For     | For     | Management  |
| 1.6  | Elect Director Arnold G. Langbo                       | For     | For     | Management  |
| 1.7  | Elect Director Susan L. Lindquist                     | For     | For     | Management  |
| 1.8  | Elect Director Leo F. Mullin                          | For     | For     | Management  |
| 1.9  | Elect Director Christine A. Poon                      | For     | For     | Management  |
| 1.10 | Elect Director Charles Prince                         | For     | For     | Management  |
| 1.11 | Elect Director Steven S. Reinemund                    | For     | For     | Management  |
| 1.12 | Elect Director David Satcher                          | For     | For     | Management  |
| 1.13 | Elect Director William C. Weldon                      | For     | For     | Management  |
| 2    | Amend Articles to Remove Antitakeover Provision       | For     | For     | Management  |
| 3    | Ratify Auditors                                       | For     | For     | Management  |
| 4    | Disclose Charitable Contributions                     | Against | Against | Shareholder |
| 5    | Require a Majority Vote for the Election of Directors | Against | For     | Shareholder |

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JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 16, 2006 Meeting Type: Annual  
 Record Date: MAR 17, 2006

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director John H. Biggs                              | For     | For       | Management  |
| 1.2  | Elect Director Stephen B. Burke                           | For     | For       | Management  |
| 1.3  | Elect Director James S. Crown                             | For     | For       | Management  |
| 1.4  | Elect Director James Dimon                                | For     | For       | Management  |
| 1.5  | Elect Director Ellen V. Futter                            | For     | For       | Management  |
| 1.6  | Elect Director William H. Gray, III                       | For     | For       | Management  |
| 1.7  | Elect Director William B. Harrison, Jr.                   | For     | For       | Management  |
| 1.8  | Elect Director Laban P. Jackson, Jr.                      | For     | For       | Management  |
| 1.9  | Elect Director John W. Kessler                            | For     | For       | Management  |
| 1.10 | Elect Director Robert I. Lipp                             | For     | For       | Management  |
| 1.11 | Elect Director Richard A. Manoogian                       | For     | For       | Management  |
| 1.12 | Elect Director David C. Novak                             | For     | For       | Management  |
| 1.13 | Elect Director Lee R. Raymond                             | For     | For       | Management  |
| 1.14 | Elect Director William C. Weldon                          | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Put Repricing of Stock Options to Shareholder Vote        | Against | Against   | Shareholder |
| 4    | Performance-Based Equity Awards                           | Against | For       | Shareholder |
| 5    | Separate Chairman and CEO Positions                       | Against | Against   | Shareholder |
| 6    | Remove Reference to Sexual Orientation from EEO Statement | Against | Against   | Shareholder |
| 7    | Amend Articles/Bylaws/Charter -- Call Special Meetings    | Against | For       | Shareholder |
| 8    | Report on Lobbying Activities                             | Against | For       | Shareholder |
| 9    | Report on Political Contributions                         | Against | For       | Shareholder |
| 10   | Approve Terms of Existing Poison Pill                     | Against | Against   | Shareholder |
| 11   | Provide for Cumulative Voting                             | Against | Against   | Shareholder |
| 12   | Claw-back of Payments under Restatements                  | Against | Against   | Shareholder |
| 13   | Require Director Nominee Qualifications                   | Against | Against   | Shareholder |

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KAO CORP.

Ticker: 4452 Security ID: 485537302  
 Meeting Date: JUN 29, 2006 Meeting Type: Annual  
 Record Date: MAR 30, 2006

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1    | PROPOSAL FOR APPROPRIATION OF RETAINED EARNINGS  | For     | For       | Management |
| 2    | PARTIAL AMENDMENTS TO THE ARTICLES OF INCORPORATION  | For     | For       | Management |
| 3.1  | Elect Director Takuya Goto   | For     | For       | Management |
| 3.2  | Elect Director Motoki Ozaki  | For     | For       | Management |
| 3.3  | Elect Director Toshio Hoshino  | For     | For       | Management |
| 3.4  | Elect Director Takuo Goto  | For     | For       | Management |
| 3.5  | Elect Director Hiroshi Kanda   | For     | For       | Management |
| 3.6  | Elect Director Norihiko Takagi   | For     | For       | Management |
| 3.7  | Elect Director Shunichi Nakagawa   | For     | For       | Management |
| 3.8  | Elect Director Toshihide Saito   | For     | For       | Management |
| 3.9  | Elect Director Shinichi Mita   | For     | For       | Management |
| 3.10 | Elect Director Tatsuo Takahashi  | For     | For       | Management |
| 3.11 | Elect Director Masato Hirota   | For     | For       | Management |
| 3.12 | Elect Director Toshiharu Numata  | For     | For       | Management |
| 3.13 | Elect Director Toshio Takayama   | For     | For       | Management |
| 3.14 | Elect Director Atsushi Takahashi   | For     | For       | Management |
| 3.15 | Elect Director Osamu Shoda   | For     | For       | Management |
| 4    | ELECTION OF ONE (1) CORPORATE AUDITOR: TADASHI OE  | For     | For       | Management |
| 5    | ELECTION OF ONE (1) ALTERNATE CORPORATE AUDITOR: EIJI ASADA  | For     | For       | Management |
| 6    | DETERMINATION OF THE AMOUNT AND THE CONTENTS OF REMUNERATION FOR MEMBERS OF THE BOARD  | For     | For       | Management |
| 7    | DELEGATION TO THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY OF DETERMINATION OF MATTERS FOR OFFERING OF STOCK ACQUISITION RIGHTS TO BE ISSUED AS STOCK OPTION | For     | For       | Management |
| 8    | PAYMENT OF RETIREMENT ALLOWANCES TO RETIRING MEMBERS OF THE BOARD  | For     | For       | Management |

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 9, 2005 Meeting Type: Annual  
 Record Date: SEP 9, 2005

| #    | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1.1  | Elect Director William H. Gates, III   | For     | For       | Management |
| 1.2  | Elect Director Steven A. Ballmer       | For     | For       | Management |
| 1.3  | Elect Director James I. Cash Jr.       | For     | For       | Management |
| 1.4  | Elect Director Dina Dublon             | For     | For       | Management |
| 1.5  | Elect Director Raymond V. Gilmartin    | For     | For       | Management |
| 1.6  | Elect Director A. McLaughlin Korologos | For     | For       | Management |
| 1.7  | Elect Director David F. Marquardt      | For     | For       | Management |
| 1.8  | Elect Director Charles H. Noski        | For     | For       | Management |
| 1.9  | Elect Director Helmut Panke            | For     | For       | Management |
| 1.10 | Elect Director Jon A. Shirley          | For     | For       | Management |
| 2    | Ratify Auditors                        | For     | For       | Management |

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NESTLE SA

Ticker: Security ID: 641069406  
 Meeting Date: APR 6, 2006 Meeting Type: Annual  
 Record Date: FEB 21, 2006

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | APPROVAL OF THE 2005 ANNUAL REPORT, OF THE ACCOUNTS OF NESTLE S.A. AND OF THE CONSOLIDATED ACCOUNTS OF THE NESTLE GROUP.   | For     | For       | Management |
| 2  | RELEASE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT.  | For     | For       | Management |
| 3  | APPROVAL OF THE APPROPRIATION OF PROFIT RESULTING FROM THE BALANCE SHEET OF NESTLE S.A., AS SET FORTH IN THE INVITATION.   | For     | For       | Management |
| 4  | CAPITAL REDUCTION AND CONSEQUENT AMENDMENT OF ARTICLE 5 OF THE ARTICLES OF ASSOCIATION, AS SET FORTH IN THE INVITATION.  | For     | For       | Management |
| 5  | RE-ELECTION OF MR. JEAN-PIERRE MEYERS TO THE BOARD OF DIRECTORS. (FOR THE TERM STATED IN THE ARTICLES OF ASSOCIATION)  | For     | For       | Management |
| 6  | RE-ELECTION OF MR. ANDRE KUDELSKI TO THE BOARD OF DIRECTORS. (FOR THE TERM STATED IN THE ARTICLES OF ASSOCIATION)  | For     | For       | Management |
| 7  | ELECTION OF MRS. NAINA LAL KIDWAI TO THE BOARD OF DIRECTORS. (FOR THE TERM STATED IN THE ARTICLES OF ASSOCIATION)  | For     | For       | Management |
| 8  | ELECTION OF MR. JEAN-RENE FOURTOU TO THE BOARD OF DIRECTORS. (FOR THE TERM STATED IN THE ARTICLES OF ASSOCIATION)  | For     | For       | Management |
| 9  | ELECTION OF MR. STEVEN GEORGE HOCH TO THE BOARD OF DIRECTORS. (FOR THE TERM STATED IN THE ARTICLES OF ASSOCIATION)   | For     | For       | Management |
| 10 | MANDATE BY SHAREHOLDERS TO BOARD OF DIRECTORS TO REVISE ARTICLES OF ASSOCIATION, AS SET FORTH IN THE INVITATION ENCLOSED.  | For     | For       | Management |
| 11 | MARK THE FOR BOX AT RIGHT IF YOU WISH TO GIVE A PROXY TO THE INDEPENDENT REPRESENTATIVE, MR. JEAN-LUDOVIC HARTMANN (AS FURTHER DISCUSSED IN THE COMPANY S INVITATION). | None    | Against   | Management |

NESTLE SA

Ticker: Security ID: 641069406  
 Meeting Date: AUG 26, 2005 Meeting Type: Annual  
 Record Date: JUL 26, 2005

| # | Proposal  | Mgt Rec | Vote Cast    | Sponsor    |
|---|---|---------|--------------|------------|
| 1 | SHARE CAPITAL - SHARES - RESTRICTIONS. ABOLISH THIS 3% VOTING LIMIT? FOR=NO | None    | Did Not Vote | Management |

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|   |   |      |                 |            |
|---|---|------|-----------------|------------|
|   | CHANGE//AGAINST=NO<br>OPINION//WITHHOLD=ABOLISH THE ARTICLE   |      |                 |            |
| 2 | ORGANISATION OF THE COMPANY - SPECIAL<br>QUORUM. ABOLISH THE NEED FOR SPECIAL<br>QUORUMS? FOR=NO CHANGE//AGAINST=NO   | None | Did Not<br>Vote | Management |
| 3 | OPINION//WITHHOLD=ABOLISH THE ARTICLE<br>ORGANISATION OF THE COMPANY - QUALIFIED<br>MAJORITIES. ABOLISH NEED FOR QUALIFIED<br>MAJORITIES OF PRESENT SHAREHOLDERS?<br>FOR=NO CHANGE//AGAINST=NO                                | None | Did Not<br>Vote | Management |
| 4 | OPINION//WITHHOLD=ABOLISH THE ARTICLE<br>BOARD OF DIRECTORS - TERM OF OFFICE. IN<br>VIEW OF THE COMPLEXITY OF THE GROUP, MY<br>PREFERENCE IS A TERM OF OFFICE DIRECTORS.<br>FOR=5 YEARS//AGAINST=4 YEARS//WITHHOLD=3<br>YEARS | None | Did Not<br>Vote | Management |
| 5 | AUDITOR - TERM OF OFFICE. IN VIEW OF THE<br>COMPLEXITY OF THE GROUP, MY PREFERENCE IS<br>A TERM OF OFFICE FOR AUDITORS. FOR=3<br>YEARS//AGAINST=2 YEARS//WITHHOLD=1 YEAR  | None | Did Not<br>Vote | Management |

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NOKIA CORP.

Ticker: Security ID: 654902204  
 Meeting Date: MAR 30, 2006 Meeting Type: Annual  
 Record Date: FEB 6, 2006

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1   | APPROVAL OF THE INCOME STATEMENTS AND THE<br>BALANCE SHEETS.   | For     | For       | Management |
| 2   | PROPOSAL TO THE ANNUAL GENERAL MEETING OF<br>A DIVIDEND OF EUR 0.37 PER SHARE.   | For     | For       | Management |
| 3   | APPROVAL OF THE DISCHARGE OF THE<br>CHAIRMAN, THE MEMBERS OF THE BOARD OF<br>DIRECTORS AND THE PRESIDENT FROM<br>LIABILITY.            | For     | For       | Management |
| 4   | APPROVAL OF THE REMUNERATION TO BE PAID<br>TO THE MEMBERS OF THE BOARD OF DIRECTORS.   | For     | For       | Management |
| 5   | PROPOSAL ON THE NUMBER OF MEMBERS OF THE<br>BOARD OF DIRECTORS AS PROPOSED BY THE<br>CORPORATE GOVERNANCE AND NOMINATION<br>COMMITTEE. | For     | For       | Management |
| 6.1 | Elect Director Paul J. Collins   | For     | For       | Management |
| 6.2 | Elect Director Georg Ehrnrooth   | For     | For       | Management |
| 6.3 | Elect Director Daniel R. Hesse   | For     | For       | Management |
| 6.4 | Elect Director Bengt Holmstrom   | For     | For       | Management |
| 6.5 | Elect Director Per Karlsson  | For     | For       | Management |
| 6.6 | Elect Director Edouard Michelin  | For     | For       | Management |
| 6.7 | Elect Director Jorma Ollila  | For     | For       | Management |
| 6.8 | Elect Director Marjorie Scardino   | For     | For       | Management |
| 6.9 | Elect Director Keijo Suila   | For     | For       | Management |

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|      |   |     |         |            |
|------|---|-----|---------|------------|
| 6.10 | Elect Director Vesa Vainio  | For | For     | Management |
| 7    | APPROVAL OF THE REMUNERATION TO BE PAID TO THE AUDITOR.   | For | For     | Management |
| 8    | APPROVAL OF THE RE-ELECTION OF PRICEWATERHOUSECOOPERS OY AS THE AUDITORS FOR FISCAL YEAR 2006.                                | For | For     | Management |
| 9    | PROPOSAL OF THE BOARD TO REDUCE THE SHARE CAPITAL THROUGH CANCELLATION OF NOKIA SHARES HELD BY COMPANY.                       | For | For     | Management |
| 10   | AUTHORIZATION TO THE BOARD TO INCREASE THE SHARE CAPITAL OF THE COMPANY.  | For | For     | Management |
| 11   | AUTHORIZATION TO THE BOARD TO REPURCHASE NOKIA SHARES.  | For | For     | Management |
| 12   | AUTHORIZATION TO THE BOARD TO DISPOSE NOKIA SHARES HELD BY THE COMPANY.   | For | For     | Management |
| 13   | MARK THE FOR BOX IF YOU WISH TO INSTRUCT NOKIA S LEGAL COUNSELS TO VOTE IN THEIR DISCRETION ON YOUR BEHALF ONLY UPON ITEM 13. | For | Against | Management |

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NOMURA HOLDINGS INC.

Ticker: 8604 Security ID: 65535H208  
 Meeting Date: JUN 28, 2006 Meeting Type: Annual  
 Record Date: MAR 30, 2006

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1  | AMENDMENTS TO THE ARTICLES OF INCORPORATION           | For     | For       | Management |
| 2  | ELECTION OF DIRECTOR: JUNICHI UJIE                    | For     | For       | Management |
| 3  | ELECTION OF DIRECTOR: NOBUYUKI KOGA                   | For     | For       | Management |
| 4  | ELECTION OF DIRECTOR: HIROSHI TODA                    | For     | For       | Management |
| 5  | ELECTION OF DIRECTOR: KAZUTOSHI INANO                 | For     | For       | Management |
| 6  | ELECTION OF DIRECTOR: NOBUYUKI SHIGEMUNE              | For     | For       | Management |
| 7  | ELECTION OF DIRECTOR: YUKIO SUZUKI                    | For     | For       | Management |
| 8  | ELECTION OF DIRECTOR: MASAHARU SHIBATA                | For     | For       | Management |
| 9  | ELECTION OF DIRECTOR: HIDEAKI KUBORI                  | For     | For       | Management |
| 10 | ELECTION OF DIRECTOR: HARUO TSUJI                     | For     | For       | Management |
| 11 | ELECTION OF DIRECTOR: FUMIHIDE NOMURA                 | For     | For       | Management |
| 12 | ELECTION OF DIRECTOR: KOJI TAJIKA                     | For     | For       | Management |
| 13 | ISSUANCE OF STOCK ACQUISITION RIGHTS AS STOCK OPTIONS | For     | For       | Management |

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NOVARTIS AG

Ticker: Security ID: 66987V109  
 Meeting Date: FEB 28, 2006 Meeting Type: Annual  
 Record Date: JAN 31, 2006

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | APPROVAL OF THE ANNUAL REPORT, THE FINANCIAL STATEMENTS OF NOVARTIS AG AND THE GROUP CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR 2005. | For     | For       | Management |



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|    |  |     |     |            |
|----|--|-----|-----|------------|
| 2  | APPROVAL OF THE ACTIVITIES OF THE BOARD OF DIRECTORS.  | For | For | Management |
| 3  | APPROPRIATION OF AVAILABLE EARNINGS OF NOVARTIS AG AS PER BALANCE SHEET AND DECLARATION OF DIVIDEND. | For | For | Management |
| 4  | REDUCTION OF SHARE CAPITAL.  | For | For | Management |
| 5  | AMENDMENT TO THE ARTICLES OF INCORPORATION.  | For | For | Management |
| 6  | RE-ELECTION OF PROF. SRIKANT M. DATAR PH.D. FOR A THREE-YEAR TERM.                                   | For | For | Management |
| 7  | RE-ELECTION OF WILLIAM W. GEORGE FOR A THREE-YEAR TERM.  | For | For | Management |
| 8  | RE-ELECTION OF DR.-ING. WENDELIN WIEDEKING FOR A THREE-YEAR TERM.                                    | For | For | Management |
| 9  | RE-ELECTION OF PROF. ROLF M. ZINKERNAGEL M.D. FOR A THREE-YEAR TERM.                                 | For | For | Management |
| 10 | THE ELECTION OF ANDREAS VON PLANTA PH.D. FOR A THREE-YEAR TERM.                                      | For | For | Management |
| 11 | Ratify Auditors  | For | For | Management |

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### ORACLE CORP.

Ticker: ORCL Security ID: 68389X105  
 Meeting Date: OCT 10, 2005 Meeting Type: Annual  
 Record Date: AUG 15, 2005

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

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### PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 27, 2006 Meeting Type: Annual  
 Record Date: MAR 1, 2006

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Michael S. Brown     | For     | For       | Management |
| 1.2 | Elect Director M. Anthony Burns     | For     | For       | Management |
| 1.3 | Elect Director Robert N. Burt       | For     | For       | Management |
| 1.4 | Elect Director W. Don Cornwell      | For     | For       | Management |
| 1.5 | Elect Director William H. Gray, III | For     | For       | Management |
| 1.6 | Elect Director Constance J. Horner  | For     | For       | Management |
| 1.7 | Elect Director William R. Howell    | For     | For       | Management |
| 1.8 | Elect Director Stanley O. Ikenberry | For     | For       | Management |

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|      |  |         |         |             |
|------|--|---------|---------|-------------|
| 1.9  | Elect Director George A. Lorch           | For     | For     | Management  |
| 1.10 | Elect Director Henry A. McKinnell        | For     | For     | Management  |
| 1.11 | Elect Director Dana G. Mead              | For     | For     | Management  |
| 1.12 | Elect Director Ruth J. Simmons           | For     | For     | Management  |
| 1.13 | Elect Director William C. Steere, Jr.    | For     | For     | Management  |
| 2    | Ratify Auditors                          | For     | For     | Management  |
| 3    | Reduce Supermajority Vote Requirement    | For     | For     | Management  |
| 4    | Establish Term Limits for Directors      | Against | Against | Shareholder |
| 5    | Social Proposal                          | Against | Against | Shareholder |
| 6    | Restore or Provide for Cumulative Voting | Against | For     | Shareholder |
| 7    | Separate Chairman and CEO Positions      | Against | For     | Shareholder |
| 8    | Report on Political Contributions        | Against | For     | Shareholder |
| 9    | Report on Animal Welfare Policy          | Against | Against | Shareholder |
| 10   | Reort on Animal-based Testing            | Against | Against | Shareholder |

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SCHERING AG

Ticker: Security ID: 806585204  
 Meeting Date: APR 19, 2006 Meeting Type: Annual  
 Record Date: MAR 9, 2006

| # | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|---|---|---------|-----------|------------|
| 1 | RESOLUTION ON THE APPROPRIATION OF THE UNAPPROPRIATED PROFIT.   | For     | For       | Management |
| 2 | RESOLUTION ON THE APPROVAL OF THE ACTIVITIES OF THE EXECUTIVE BOARD.  | For     | For       | Management |
| 3 | RESOLUTION ON THE APPROVAL OF THE ACTIVITIES OF THE SUPERVISORY BOARD.  | For     | For       | Management |
| 4 | RESOLUTION ON THE ELECTION OF A NEW SUPERVISORY BOARD MEMBER.   | For     | For       | Management |
| 5 | RESOLUTION ON THE ELECTION OF THE AUDITORS FOR FISCAL YEAR 2006.  | For     | For       | Management |
| 6 | RESOLUTION ON THE AMENDMENT OF ARTICLE 16 OF THE ARTICLES OF ASSOCIATION (CHAIRMANSHIP OF THE GENERAL MEETING). | For     | For       | Management |
| 7 | RESOLUTION ON THE AUTHORIZATION TO ACQUIRE AND USE OWN SHARES.  | For     | For       | Management |

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SIEMENS AG

Ticker: Security ID: 826197501  
 Meeting Date: JAN 26, 2006 Meeting Type: Annual  
 Record Date: DEC 9, 2005

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | TO CONSIDER AND VOTE UPON APPROPRIATION OF THE NET INCOME OF SIEMENS AG TO PAY A DIVIDEND  | For     | For       | Management |
| 2 | TO RATIFY THE ACTS OF THE MANAGING BOARD   | For     | For       | Management |
| 3 | TO RATIFY THE ACTS OF THE SUPERVISORY BOARD  | For     | For       | Management |
| 4 | Ratify Auditors  | For     | For       | Management |
| 5 | TO CONSIDER AND VOTE UPON A RESOLUTION AUTHORIZING THE ACQUISITION AND USE OF SIEMENS SHARES AND THE EXCLUSION OF SHAREHOLDERS PREEMPTIVE AND TENDER | For     | For       | Management |

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|   |   |     |     |            |
|---|---|-----|-----|------------|
|   | RIGHTS  |     |     |            |
| 6 | TO CONSIDER AND VOTE UPON THE CREATION OF AN AUTHORIZED CAPITAL 2006 RESERVED FOR THE ISSUANCE OF SHARES TO EMPLOYEES AND THE AUTHORIZATION TO USE SIEMENS SHARES | For | For | Management |
| 7 | TO CONSIDER AND VOTE UPON AMENDMENTS TO THE ARTICLES OF ASSOCIATION TO ADJUST TO NEW LEGISLATION  | For | For | Management |

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TOTAL SA (FORMERLY TOTAL FINA ELF S.A )

Ticker: Security ID: 89151E109  
 Meeting Date: MAY 12, 2006 Meeting Type: Annual  
 Record Date: APR 12, 2006

| #   | Proposal  | Mgt Rec | Vote Cast    | Sponsor     |
|-----|---|---------|--------------|-------------|
| 1   | APPROVAL OF PARENT COMPANY FINANCIAL STATEMENTS   | For     | Did Not Vote | Management  |
| 2   | APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS   | For     | Did Not Vote | Management  |
| 3   | ALLOCATION OF EARNINGS, DECLARATION OF DIVIDEND   | For     | Did Not Vote | Management  |
| 4   | AUTHORIZATION TO BE GIVEN TO THE BOARD OF DIRECTORS TO TRANSFER THE SPECIAL LONG-TERM CAPITAL GAINS RESERVED TO THE ACCOUNT | For     | Did Not Vote | Management  |
| 5   | AGREEMENTS COVERED BY ARTICLE L.225-38 OF THE FRENCH COMMERCIAL CODE  | For     | Did Not Vote | Management  |
| 6   | AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE SHARES OF THE COMPANY   | For     | Did Not Vote | Management  |
| 7.1 | Elect Director Anne Lauvergeon  | For     | Did Not Vote | Management  |
| 7.2 | Elect Director Daniel Bouton  | For     | Did Not Vote | Management  |
| 7.3 | Elect Director Bertrand Collomb   | For     | Did Not Vote | Management  |
| 7.4 | Elect Director A Jeancourt-Galignani  | For     | Did Not Vote | Management  |
| 7.5 | Elect Director Michel Pebereau  | For     | Did Not Vote | Management  |
| 7.6 | Elect Director Pierre Vaillaud  | For     | Did Not Vote | Management  |
| 7.7 | Elect Director Christophe De Margerie   | For     | Did Not Vote | Management  |
| 8   | APPROVAL OF THE ASSET CONTRIBUTION BY THE COMPANY TO ARKEMA, GOVERNED BY THE LEGAL REGIME APPLICABLE TO DEMERGERS           | For     | Did Not Vote | Management  |
| 9   | FOUR-FOR-ONE STOCK SPLIT  | For     | Did Not Vote | Management  |
| 10  | AMENDMENT OF ARTICLE 11 -3 OF THE COMPANY S ARTICLES OF ASSOCIATION FIXING THE NUMBER OF SHARES OF THE COMPANY              | For     | Did Not Vote | Management  |
| 11  | RESOLUTION A (NOT APPROVED BY THE BOARD OF DIRECTORS)   | Against | Did Not Vote | Shareholder |
| 12  | RESOLUTION B (NOT APPROVED BY THE BOARD OF DIRECTORS)   | Against | Did Not Vote | Shareholder |

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UBS AG

Ticker: Security ID: H8920M855  
 Meeting Date: APR 19, 2006 Meeting Type: Annual  
 Record Date: MAR 17, 2006

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1  | ANNUAL REPORT, GROUP AND PARENT COMPANY ACCOUNTS FOR FINANCIAL YEAR 2005 REPORTS OF THE GROUP AND STATUTORY AUDITORS | For     | For       | Management |
| 2  | APPROPRIATION OF RETAINED EARNINGS DIVIDEND FOR FINANCIAL YEAR 2005  | For     | For       | Management |
| 3  | DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE GROUP EXECUTIVE BOARD                                     | For     | For       | Management |
| 4  | RE-ELECTION OF BOARD MEMBER: ROLF A. MEYER   | For     | For       | Management |
| 5  | RE-ELECTION OF BOARD MEMBER: ERNESTO BERTARELLI  | For     | For       | Management |
| 6  | ELECTION OF NEW BOARD MEMBER: GABRIELLE KAUFMANN-KOHLER  | For     | For       | Management |
| 7  | ELECTION OF NEW BOARD MEMBER: JOERG WOLLE  | For     | For       | Management |
| 8  | ELECTION OF THE GROUP AND STATUTORY AUDITORS   | For     | For       | Management |
| 9  | ELECTION OF THE SPECIAL AUDITORS   | For     | For       | Management |
| 10 | CANCELLATION OF SHARES REPURCHASED UNDER THE 2005/2006 SHARE BUYBACK PROGRAM   | For     | For       | Management |
| 11 | APPROVAL OF NEW SHARE BUYBACK PROGRAM FOR 2006/2007  | For     | For       | Management |
| 12 | ONE-TIME PAYOUT IN THE FORM OF A PAR VALUE REPAYMENT   | For     | For       | Management |
| 13 | SHARE SPLIT  | For     | For       | Management |
| 14 | AMENDMENTS TO ARTICLE 4 PARA. 1 AND ARTICLE 4A OF THE ARTICLES OF ASSOCIATION  | For     | For       | Management |
| 15 | REDUCTION OF THE THRESHOLD VALUE FOR AGENDA ITEM REQUESTS (ARTICLE 12 PARA. 1 OF THE ARTICLES OF ASSOCIATION)        | For     | For       | Management |
| 16 | CREATION OF CONDITIONAL CAPITAL, APPROVAL OF ARTICLE 4A PARA. 2 OF THE ARTICLES OF ASSOCIATION                       | For     | For       | Management |

UNILEVER PLC

Ticker: Security ID: 904767704  
 Meeting Date: MAY 9, 2006 Meeting Type: Annual  
 Record Date: MAR 15, 2006

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1   | TO RECEIVE THE REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2005.           | For     | For       | Management |
| 2   | TO APPROVE THE DIRECTORS REMUNERATION REPORT FOR THE YEAR ENDED 31 DECEMBER 2005. | For     | For       | Management |
| 3   | TO DECLARE A DIVIDEND OF 13.54 PENCE ON THE ORDINARY SHARES.                      | For     | For       | Management |
| 4.1 | Elect Director P J Cescau   | For     | For       | Management |
| 4.2 | Elect Director C J Van Der Graaf  | For     | For       | Management |
| 4.3 | Elect Director R H P Markham  | For     | For       | Management |
| 4.4 | Elect Director R D Kugler   | For     | For       | Management |

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|      |  |                           |     |     |            |
|------|--|---------------------------|-----|-----|------------|
| 4.5  | Elect  | Director A Burgmans       | For | For | Management |
| 4.6  | Elect  | Director Lord Brittan     | For | For | Management |
| 4.7  | Elect  | Director Baroness Chalker | For | For | Management |
| 4.8  | Elect  | Director W Dik            | For | For | Management |
| 4.9  | Elect  | Director Lord Simon       | For | For | Management |
| 4.10 | Elect  | Director J Van Der Veer   | For | For | Management |
| 4.11 | Elect  | Director C E Golden       | For | For | Management |
| 4.12 | Elect  | Director B Grote          | For | For | Management |
| 4.13 | Elect  | Director J-C Spinetta     | For | For | Management |
| 4.14 | Elect  | Director K J Storm        | For | For | Management |
| 5    | Ratify   | Auditors                  | For | For | Management |
| 6    | TO AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS.    |                           | For | For | Management |
| 7    | TO RENEW THE AUTHORITY TO DIRECTORS TO ISSUE SHARES.                   |                           | For | For | Management |
| 8    | TO RENEW THE AUTHORITY TO DIRECTORS TO DISAPPLY PRE-EMPTION RIGHTS.    |                           | For | For | Management |
| 9    | TO RENEW THE AUTHORITY TO THE COMPANY TO PURCHASE ITS OWN SHARES.      |                           | For | For | Management |
| 10   | TO ALIGN THE DIVIDEND GENERATING CAPACITY AND DIVIDEND ENTITLEMENTS.   |                           | For | For | Management |
| 11   | TO AMEND THE DEED OF MUTUAL COVENANTS.                                 |                           | For | For | Management |
| 12   | TO CONSOLIDATE UNILEVER PLC S SHARE CAPITAL.                           |                           | For | For | Management |
| 13   | TO AMEND THE ARTICLES OF ASSOCIATION IN RELATION TO BOARD NOMINATIONS. |                           | For | For | Management |
| 14   | TO INCREASE LIMIT FOR DIRECTORS FEES .                                 |                           | For | For | Management |
| 15   | AMENDMENT TO THE EQUALIZATION AGREEMENT.                               |                           | For | For | Management |

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UNITED TECHNOLOGIES CORP.

Ticker: UTX Security ID: 913017109  
 Meeting Date: APR 12, 2006 Meeting Type: Annual  
 Record Date: FEB 14, 2006

| #    | Proposal                                     | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Louis R. Chenevert            | For     | For       | Management  |
| 1.2  | Elect Director George David                  | For     | For       | Management  |
| 1.3  | Elect Director John V. Faraci                | For     | For       | Management  |
| 1.4  | Elect Director Jean-Pierre Garnier           | For     | For       | Management  |
| 1.5  | Elect Director Jamie S. Gorelick             | For     | For       | Management  |
| 1.6  | Elect Director Charles R. Lee                | For     | For       | Management  |
| 1.7  | Elect Director Richard D. McCormick          | For     | For       | Management  |
| 1.8  | Elect Director Harold McGraw, III            | For     | For       | Management  |
| 1.9  | Elect Director Frank P. Popoff, III          | For     | For       | Management  |
| 1.10 | Elect Director H. Patrick Swygert            | For     | For       | Management  |
| 1.11 | Elect Director Andre Villeneuve              | For     | For       | Management  |
| 1.12 | Elect Director H.A. Wagner                   | For     | For       | Management  |
| 1.13 | Elect Director Christine Todd Whitman        | For     | For       | Management  |
| 2    | Ratify Auditors                              | For     | For       | Management  |
| 3    | Increase Authorized Common Stock             | For     | For       | Management  |
| 4    | Establish Term Limits for Directors          | Against | Against   | Shareholder |
| 5    | Report on Foreign Sales of Military Products | Against | Against   | Shareholder |

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VIVENDI SA (FORMERLY VIVENDI UNIVERSAL)

## Edgar Filing: LAZARD GLOBAL TOTAL RETURN & INCOME FUND INC - Form N-PX

Ticker: Security ID: 92851S204  
 Meeting Date: APR 20, 2006 Meeting Type: Annual/Special  
 Record Date:

| #  | Proposal  | Mgt Rec | Vote Cast    | Sponsor    |
|----|---|---------|--------------|------------|
| 1  | Change Company Name to Vivendi and Amend Bylaws Accordingly                     | For     | Did Not Vote | Management |
| 2  | Approve Financial Statements and Statutory Reports                              | For     | Did Not Vote | Management |
| 3  | Accept Consolidated Financial Statements and Statutory Reports                  | For     | Did Not Vote | Management |
| 4  | Approve Special Auditors' Report Regarding Related-Party Transactions           | For     | Did Not Vote | Management |
| 5  | Approve Allocation of Income and Dividends of EUR 1 per Share                   | For     | Did Not Vote | Management |
| 6  | Reelect Fernando Falco y Fernandez de Cordova as Supervisory Board Member       | For     | Did Not Vote | Management |
| 7  | Reelect Gabriel Hawawini as Supervisory Board Member                            | For     | Did Not Vote | Management |
| 8  | Ratify Barbier Frinault & Autres as Auditor                                     | For     | Did Not Vote | Management |
| 9  | Ratify Auditex as Alternate Auditor   | For     | Did Not Vote | Management |
| 10 | Authorize Share Repurchase Program of Up to Ten Percent of Issued Share Capital | For     | Did Not Vote | Management |
| 11 | Approve Reduction in Share Capital via Cancellation of Repurchased Shares       | For     | Did Not Vote | Management |
| 12 | Authorize Filing of Required Documents/Other Formalities                        | For     | Did Not Vote | Management |

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### VIVENDI SA (FORMERLY VIVENDI UNIVERSAL)

Ticker: Security ID: 92851S204  
 Meeting Date: APR 27, 2006 Meeting Type: Written Consent  
 Record Date: JAN 24, 2006

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | TO APPROVE THE AMENDMENTS LISTED IN THE ENCLOSED REQUEST FOR WRITTEN APPROVAL BY OWNERS OF AMERICAN DEPOSITARY RECEIPTS (ADRS) TO AMEND THE DEPOSIT AGREEMENT. | For     | Against   | Management |

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### VODAFONE GROUP PLC

Ticker: Security ID: 92857W100  
 Meeting Date: JUL 26, 2005 Meeting Type: Annual  
 Record Date: JUN 14, 2005

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1   | TO RECEIVE THE REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS | For     | For       | Management |
| 2.1 | Elect Director Lord Maclaurin                                   | For     | For       | Management |
| 2.2 | Elect Director Paul Hazen                                       | For     | For       | Management |
| 2.3 | Elect Director Arun Sarin                                       | For     | For       | Management |
| 2.4 | Elect Director Sir Julian Horn-Smith                            | For     | For       | Management |

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|      |       |   |     |     |            |
|------|-------|---|-----|-----|------------|
| 2.5  | Elect | Director Peter Bamford  | For | For | Management |
| 2.6  | Elect | Director Thomas Geitner   | For | For | Management |
| 2.7  | Elect | Director Dr Michael Boskin  | For | For | Management |
| 2.8  | Elect | Director Lord Broers  | For | For | Management |
| 2.9  | Elect | Director John Buchanan  | For | For | Management |
| 2.10 | Elect | Director Penny Hughes   | For | For | Management |
| 2.11 | Elect | Director Prof. Jurgen Schrempp  | For | For | Management |
| 2.12 | Elect | Director Luc Vandavelde   | For | For | Management |
| 2.13 | Elect | Director Sir John Bond  | For | For | Management |
| 2.14 | Elect | Director Andrew Halford   | For | For | Management |
| 3    |       | TO APPROVE A FINAL DIVIDEND OF 2.16P PER ORDINARY SHARE   | For | For | Management |
| 4    |       | TO APPROVE THE REMUNERATION REPORT  | For | For | Management |
| 5    |       | Ratify Auditors   | For | For | Management |
| 6    |       | TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THE AUDITORS REMUNERATION                                       | For | For | Management |
| 7    |       | TO AUTHORISE DONATIONS UNDER THE POLITICAL PARTIES, ELECTIONS AND REFERENDUMS ACT 2000                        | For | For | Management |
| 8    |       | TO RENEW AUTHORITY TO ALLOT SHARES UNDER ARTICLE 16.2 OF THE COMPANY S ARTICLES OF ASSOCIATION                | For | For | Management |
| 9    |       | TO RENEW AUTHORITY TO DISAPPLY PRE-EMPTION RIGHTS UNDER ARTICLE 16.3 OF THE COMPANY S ARTICLES OF ASSOCIATION | For | For | Management |
| 10   |       | TO AUTHORISE THE COMPANY S PURCHASE OF ITS OWN SHARES (SECTION 166, COMPANIES ACT 1985)                       | For | For | Management |
| 11   |       | TO APPROVE CHANGES TO THE COMPANY S MEMORANDUM AND ARTICLES OF ASSOCIATION                                    | For | For | Management |
| 12   |       | TO APPROVE THE VODAFONE GLOBAL INCENTIVE PLAN   | For | For | Management |

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### WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101  
 Meeting Date: APR 25, 2006 Meeting Type: Annual  
 Record Date: MAR 7, 2006

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Lloyd H. Dean                          | For     | For       | Management  |
| 1.2  | Elect Director Susan E. Engel                         | For     | For       | Management  |
| 1.3  | Elect Director Enrique Hernandez, Jr.                 | For     | For       | Management  |
| 1.4  | Elect Director Robert L. Joss                         | For     | For       | Management  |
| 1.5  | Elect Director Richard M. Kovacevich                  | For     | Withhold  | Management  |
| 1.6  | Elect Director Richard D. McCormick                   | For     | For       | Management  |
| 1.7  | Elect Director Cynthia H. Milligan                    | For     | Withhold  | Management  |
| 1.8  | Elect Director Nicholas G. Moore                      | For     | For       | Management  |
| 1.9  | Elect Director Philip J. Quigley                      | For     | Withhold  | Management  |
| 1.10 | Elect Director Donald B. Rice                         | For     | Withhold  | Management  |
| 1.11 | Elect Director Judith M. Runstad                      | For     | For       | Management  |
| 1.12 | Elect Director Stephen W. Sanger                      | For     | For       | Management  |
| 1.13 | Elect Director Susan G. Swenson                       | For     | For       | Management  |
| 1.14 | Elect Director Michael W. Wright                      | For     | Withhold  | Management  |
| 2    | Ratify Auditors                                       | For     | For       | Management  |
| 3    | Require a Majority Vote for the Election of Directors | Against | For       | Shareholder |
| 4    | Separate Chairman and CEO Positions                   | Against | For       | Shareholder |
| 5    | Compensation- Director Compensation                   | Against | Against   | Shareholder |

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6 Report on Discrimination in Lending Against For Shareholder

===== END NPX REPORT

SIGNATURES

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

LAZARD GLOBAL TOTAL RETURN AND INCOME FUND, INC.

By: /s/ Charles Carroll  
-----  
Charles Carroll  
Chief Executive Officer

Date: August 30, 2006

Pursuant to the requirements of the Investment Company Act of 1940, this Report has been signed below by the principal executive officer on behalf of the Registrant on the date indicated.

By: /s/ Charles Carroll  
-----  
Charles Carroll  
Chief Executive Officer

Date: August 30, 2006