

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

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### 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

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### 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 DIRECTOR	For	For	Management
7	TO RE-ELECT DR RONALDO SCHMITZ AS A DIRECTOR	For	For	Management
8	Ratify Auditors	For	For	Management
9	REMUNERATION OF AUDITORS	For	For	Management
10	TO AUTHORISE THE COMPANY TO MAKE DONATIONS TO EU POLITICAL ORGANISATIONS AND INCUR EU POLITICAL EXPENDITURE	For	For	Management
11	AUTHORITY TO ALLOT SHARES	For	For	Management
12	DISAPPLICATION OF PRE-EMPTION RIGHTS (INDICATES A SPECIAL RESOLUTION)	For	For	Management
13	AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES (INDICATES A SPECIAL 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 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 of Directors	Against	For	Shareholder



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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 OPINION//WITHHOLD=ABOLISH THE ARTICLE			
2	ORGANISATION OF THE COMPANY - SPECIAL QUORUM. ABOLISH THE NEED FOR SPECIAL QUORUMS? FOR=NO CHANGE//AGAINST=NO	None	Did Not Vote	Management
3	OPINION//WITHHOLD=ABOLISH THE ARTICLE ORGANISATION OF THE COMPANY - QUALIFIED MAJORITIES. ABOLISH NEED FOR QUALIFIED MAJORITIES OF PRESENT SHAREHOLDERS? FOR=NO CHANGE//AGAINST=NO	None	Did Not Vote	Management
4	OPINION//WITHHOLD=ABOLISH THE ARTICLE BOARD OF DIRECTORS - TERM OF OFFICE. IN VIEW OF THE COMPLEXITY OF THE GROUP, MY PREFERENCE IS A TERM OF OFFICE DIRECTORS. FOR=5 YEARS//AGAINST=4 YEARS//WITHHOLD=3 YEARS	None	Did Not Vote	Management
5	AUDITOR - TERM OF OFFICE. IN VIEW OF THE COMPLEXITY OF THE GROUP, MY PREFERENCE IS A TERM OF OFFICE FOR AUDITORS. FOR=3 YEARS//AGAINST=2 YEARS//WITHHOLD=1 YEAR	None	Did Not 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 BALANCE SHEETS.	For	For	Management
2	PROPOSAL TO THE ANNUAL GENERAL MEETING OF A DIVIDEND OF EUR 0.37 PER SHARE.	For	For	Management
3	APPROVAL OF THE DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT FROM LIABILITY.	For	For	Management
4	APPROVAL OF THE REMUNERATION TO BE PAID TO THE MEMBERS OF THE BOARD OF DIRECTORS.	For	For	Management
5	PROPOSAL ON THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS AS PROPOSED BY THE CORPORATE GOVERNANCE AND NOMINATION 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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6	RIGHTS 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  
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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  
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Charles Carroll  
Chief Executive Officer

Date: August 30, 2006