

LAZARD GLOBAL TOTAL RETURN & INCOME FUND INC

Form N-PX

August 24, 2007

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

LAZARD GLOBAL TOTAL RETURN AND INCOME FUND, INC.

(Exact name of registrant as specified in charter)

c/o Lazard Asset Management LLC
30 Rockefeller Plaza
New York, New York 10112

(Address of principal executive offices) (Zip code)

Nathan A. Paul, Esq.
30 Rockefeller Plaza
New York, New York 10112

(Name and address of agent for service)

Registrant's telephone number, including area code: (800) 823-6300

Date of fiscal year end: 12/31

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

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

ICA File Number: 811-21511
Reporting Period: 07/01/2006 - 06/30/2007
Lazard Global Total Return & Income Fund, Inc.

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

BANK OF AMERICA CORP.

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Ticker: BAC Security ID: 060505104
 Meeting Date: APR 25, 2007 Meeting Type: Annual
 Record Date: MAR 2, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---------------------------------------|---------|-----------|-------------|
| 1 | Elect Director William Barnet, III | For | For | Management |
| 2 | Elect Director Frank P. Bramble, Sr. | For | For | Management |
| 3 | Elect Director John T. Collins | For | For | Management |
| 4 | Elect Director Gary L. Countryman | For | For | Management |
| 5 | Elect Director Tommy R. Franks | For | For | Management |
| 6 | Elect Director Charles K. Gifford | For | For | Management |
| 7 | Elect Director W. Steven Jones | For | For | Management |
| 8 | Elect Director Kenneth D. Lewis | For | For | Management |
| 9 | Elect Director Monica C. Lozano | For | For | Management |
| 10 | Elect Director Walter E. Massey | For | For | Management |
| 11 | Elect Director Thomas J. May | For | For | Management |
| 12 | Elect Director Patricia E. Mitchell | For | For | Management |
| 13 | Elect Director Thomas M. Ryan | For | For | Management |
| 14 | Elect Director O. Temple Sloan, Jr. | For | For | Management |
| 15 | Elect Director Meredith R. Spangler | For | For | Management |
| 16 | Elect Director Robert L. Tillman | For | For | Management |
| 17 | Elect Director Jackie M. Ward | For | For | Management |
| 18 | Ratify Auditors | For | For | Management |
| 19 | Prohibit Executive Stock-Based Awards | Against | Against | Shareholder |
| 20 | Change Size of Board of Directors | Against | Against | Shareholder |
| 21 | Separate Chairman and CEO Positions | Against | Against | Shareholder |

BARCLAYS PLC

Ticker: BCS Security ID: 06738E204
 Meeting Date: APR 26, 2007 Meeting Type: Annual
 Record Date: MAR 20, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | TO RECEIVE THE DIRECTORS AND AUDITORS REPORTS AND THE AUDITED ACCOUNTS FOR THE YEAR ENDED 31ST DECEMBER 2006. | For | For | Management |
| 2 | TO APPROVE THE DIRECTORS REMUNERATION REPORT FOR THE YEAR ENDED 31ST DECEMBER 2006. | For | For | Management |
| 3 | THAT MARCUS AGIUS BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 4 | THAT FREDERIK SEEGER BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 5 | THAT CHRISTOPHER LUCAS BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 6 | THAT STEPHEN RUSSELL BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 7 | THAT RICHARD LEIGH CLIFFORD BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 8 | THAT SIR ANDREW LIKLERMAN BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 9 | THAT JOHN VARLEY BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 10 | THAT NIGEL RUDD BE RE-ELECTED A DIRECTOR OF THE COMPANY. | For | For | Management |
| 11 | Ratify Auditors | For | For | Management |
| 12 | TO AUTHORISE THE DIRECTORS TO SET THE | For | For | Management |

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| | | | | |
|----|--|-----|-----|------------|
| | REMUNERATION OF THE AUDITORS. | | | |
| 13 | TO AUTHORISE BARCLAYS BANK PLC TO MAKE EU POLITICAL DONATIONS. | For | For | Management |
| 14 | TO RENEW THE AUTHORITY GIVEN TO THE DIRECTORS TO ALLOT SECURITIES. | For | For | Management |
| 15 | TO RENEW THE AUTHORITY GIVEN TO THE DIRECTORS TO ALLOT SECURITIES FOR CASH OTHER THAN ON A PRO-RATA BASIS TO SHAREHOLDERS AND TO SELL TREASURY SHARES. | For | For | Management |
| 16 | TO RENEW THE COMPANY S AUTHORITY TO PURCHASE ITS OWN SHARES. | For | For | Management |
| 17 | TO ADOPT NEW ARTICLES OF ASSOCIATION OF THE COMPANY. | For | For | Management |

BP PLC

Ticker: BP Security ID: 055622104
 Meeting Date: APR 12, 2007 Meeting Type: Annual
 Record Date: FEB 9, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1 | TO RECEIVE THE DIRECTORS ANNUAL REPORT AND 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 A Burgmans | For | For | Management |
| 3.4 | Elect Director Sir William Castell | 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 Mr A G Inglis | For | For | Management |
| 3.11 | Elect Director Dr D S Julius | For | For | Management |
| 3.12 | Elect Director Sir Tom Mckillop | For | For | Management |
| 3.13 | Elect Director Mr J A Manzoni | For | For | Management |
| 3.14 | Elect Director Dr W E Massey | For | For | Management |
| 3.15 | Elect Director Sir Ian Prosser | For | For | Management |
| 3.16 | Elect Director Mr P D Sutherland | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |
| 5 | TO GIVE LIMITED AUTHORITY TO MAKE POLITICAL DONATIONS AND INCUR POLITICAL EXPENDITURE | For | For | Management |
| 6 | TO AUTHORIZE THE USE OF ELECTRONIC COMMUNICATIONS | For | For | Management |
| 7 | SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY | For | For | Management |
| 8 | TO GIVE AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT | For | For | Management |
| 9 | SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS | For | For | Management |

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BRISTOL-MYERS SQUIBB CO.

Ticker: BMY Security ID: 110122108
 Meeting Date: MAY 1, 2007 Meeting Type: Annual
 Record Date: MAR 5, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|-------------|
| 1 | Elect Director Lewis B. Campbell | For | For | Management |
| 2 | Elect Director James M. Cornelius | For | For | Management |
| 3 | Elect Director Louis J. Freeh | For | For | Management |
| 4 | Elect Director Laurie H. Glimcher | For | For | Management |
| 5 | Elect Director Michael Grobstein | For | For | Management |
| 6 | Elect Director Leif Johansson | For | For | Management |
| 7 | Elect Director James D. Robinson III | For | For | Management |
| 8 | Elect Director Vicki L. Sato | For | For | Management |
| 9 | Elect Director R. Sanders Williams | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Approve Omnibus Stock Plan | For | For | Management |
| 12 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 13 | Increase Disclosure of Executive Compensation | Against | Against | Shareholder |
| 14 | Claw-back of Payments under Restatements | Against | Against | Shareholder |
| 15 | Restore or Provide for Cumulative Voting | Against | For | Shareholder |

CADBURY SCHWEPPES PLC

Ticker: CSG Security ID: 127209302
 Meeting Date: MAY 24, 2007 Meeting Type: Annual
 Record Date: APR 2, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | FINANCIAL STATEMENTS | For | For | Management |
| 2 | DECLARATION OF FINAL DIVIDEND 2006 | For | For | Management |
| 3 | DIRECTORS REMUNERATION REPORT | For | For | Management |
| 4 | RE-APPOINTMENT OF SIR JOHN SUNDERLAND | For | For | Management |
| 5 | RE-APPOINTMENT OF ROSEMARY THORNE | For | For | Management |
| 6 | RE-APPOINTMENT OF DAVID THOMPSON | For | For | Management |
| 7 | RE-APPOINTMENT OF SANJIV AHUJA | For | For | Management |
| 8 | RE-APPOINTMENT OF RAYMOND VIAULT | For | For | Management |
| 9 | Ratify Auditors | For | For | Management |
| 10 | REMUNERATION OF AUDITORS | For | For | Management |
| 11 | APPROVE PROPOSED AMENDMENTS TO THE GROUP SHARE PLANS | For | For | Management |
| 12 | AUTHORITY TO ALLOT RELEVANT SECURITIES | For | For | Management |
| 13 | AUTHORITY TO SERVE COMMUNICATIONS BY ELECTRONIC MEANS | For | For | Management |
| 14 | AUTHORITY TO ALLOT EQUITY SECURITIES | For | For | Management |
| 15 | AUTHORITY TO MAKE MARKET PURCHASES | For | For | Management |

CANON INC.

Ticker: 7751 Security ID: 138006309
 Meeting Date: MAR 29, 2007 Meeting Type: Annual
 Record Date: DEC 28, 2006

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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| | | | | |
|---|--|-----|-----|------------|
| 1 | DIVIDEND FROM SURPLUS | For | For | Management |
| 2 | PARTIAL AMENDMENT TO THE ARTICLES OF INCORPORATION | For | For | Management |
| 3 | ELECTION OF TWENTY-SEVEN DIRECTORS | For | For | Management |
| 4 | ELECTION OF ONE CORPORATE AUDITOR | For | For | Management |
| 5 | GRANT OF RETIREMENT ALLOWANCE TO DIRECTORS TO BE RETIRED | For | For | Management |
| 6 | GRANT OF BONUS TO DIRECTORS | For | For | Management |

CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102
 Meeting Date: NOV 15, 2006 Meeting Type: Annual
 Record Date: SEP 18, 2006

| # | 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 Michael D. Capellas | For | For | Management |
| 1.4 | Elect Director Larry R. Carter | For | For | Management |
| 1.5 | Elect Director John T. Chambers | For | For | Management |
| 1.6 | Elect Director Dr. John L. Hennessy | For | For | Management |
| 1.7 | Elect Director Richard M. Kovacevich | For | For | Management |
| 1.8 | Elect Director Roderick C. McGeary | For | For | Management |
| 1.9 | Elect Director Steven M. West | For | For | Management |
| 1.10 | Elect Director Jerry Yang | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Performance-Based and/or Time-Based Equity Awards | Against | For | Shareholder |
| 4 | Report on Pay Disparity | Against | Against | Shareholder |
| 5 | Report on Internet Fragmentation | Against | Against | Shareholder |

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104
 Meeting Date: MAY 9, 2007 Meeting Type: Annual
 Record Date: MAR 12, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director James E. Copeland, Jr. | For | For | Management |
| 2 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 3 | Elect Director Ruth R. Harkin | For | For | Management |
| 4 | Elect Director William R. Rhodes | For | For | Management |
| 5 | Elect Director J. Stapleton Roy | For | For | Management |
| 6 | Elect Director William E. Wade, Jr. | For | For | Management |
| 7 | Ratify Auditors | For | For | Management |
| 8 | Report on Political Contributions | Against | For | Shareholder |
| 9 | Report on Renewable Energy Sources | Against | For | Shareholder |
| 10 | Require Director Nominee Qualifications | Against | Against | Shareholder |
| 11 | Report on Environmental Damage from Drilling in the National Petroleum Reserve | Against | For | Shareholder |
| 12 | Report on Indigenous Peoples Rights Policies | Against | For | Shareholder |
| 13 | Report on Community Impact of Operations | Against | For | Shareholder |

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 CREDIT SUISSE GROUP (FORMERLY CS HOLDING)

Ticker: CS Security ID: 225401108
 Meeting Date: MAY 4, 2007 Meeting Type: Annual
 Record Date: MAR 27, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|--------------|------------|
| 1 | PRESENTATION AND APPROVAL OF THE ANNUAL REPORT, THE PARENT COMPANY S 2006 FINANCIAL STATEMENTS AND THE GROUP S 2006 CONSOLIDATED FINANCIAL STATEMENTS | For | Did Not Vote | Management |
| 2 | DISCHARGE OF THE ACTS OF THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE BOARD | For | Did Not Vote | Management |
| 3 | CAPITAL REDUCTION OWING TO COMPLETION OF THE SHARE BUY BACK PROGRAM | For | Did Not Vote | Management |
| 4.1 | RESOLUTION ON THE APPROPRIATION OF RETAINED EARNINGS | For | Did Not Vote | Management |
| 4.2 | REDUCTION OF SHARE CAPITAL BY REPAYMENT OF PAR VALUE TO SHAREHOLDERS | For | Did Not Vote | Management |
| 5 | APPROVAL OF A FURTHER SHARE BUY BACK PROGRAM | For | Did Not Vote | Management |
| 6.1 | ADDITIONAL AMENDMENTS TO THE ARTICLES OF ASSOCIATION: RENEWAL OF AUTHORIZED CAPITAL | For | Did Not Vote | Management |
| 6.2 | ADDITIONAL AMENDMENTS TO THE ARTICLES OF ASSOCIATION: AMENDMENT OF ART. 7 PARAS. 4 AND 5 (RIGHT TO ADD AN ITEM TO THE AGENDA) | For | Did Not Vote | Management |
| 6.3 | ADDITIONAL AMENDMENTS TO THE ARTICLES OF ASSOCIATION: AMENDMENTS AS A RESULT OF ITEM 4.2 | For | Did Not Vote | Management |
| 7.1a | RE-ELECTION TO THE BOARD OF DIRECTORS: NOREEN DOYLE | For | Did Not Vote | Management |
| 7.1b | RE-ELECTION TO THE BOARD OF DIRECTORS: AZIZ R.D. SYRIANI | For | Did Not Vote | Management |
| 7.1c | RE-ELECTION TO THE BOARD OF DIRECTORS: DAVID W. SYZ | For | Did Not Vote | Management |
| 7.1d | RE-ELECTION TO THE BOARD OF DIRECTORS: PETER F. WEIBEL | For | Did Not Vote | Management |
| 7.2 | ELECTION OF THE PARENT COMPANY S INDEPENDENT AUDITORS AND THE GROUP S INDEPENDENT AUDITORS | For | Did Not Vote | Management |
| 7.3 | ELECTION OF SPECIAL AUDITORS | For | Did Not Vote | Management |
| 8 | IF VOTING TAKES PLACE ON PROPOSALS THAT HAVE NOT BEEN SUBMITTED UNTIL THE ANNUAL GENERAL MEETING ITSELF AS DEFINED IN ART. 700 PARAS. 3 AND 4 OF THE SWISS CODE OF OBLIGATIONS, OR IN THE CASE OF CONSULTATIVE VOTES, I HEREBY AUTHORIZE THE INDEPENDENT PROXY | None | Did Not Vote | Management |

 DELL INC.

Ticker: DELL Security ID: 24702R101

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Meeting Date: JUL 21, 2006 Meeting Type: Annual

Record Date: MAY 26, 2006

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Donald J. Carty | For | For | Management |
| 1.2 | Elect Director Michael S. Dell | For | For | Management |
| 1.3 | Elect Director William H. Gray, III | For | For | Management |
| 1.4 | Elect Director Sallie L. Krawcheck | For | For | Management |
| 1.5 | Elect Director Alan (A.G.) Lafley | For | For | Management |
| 1.6 | Elect Director Judy C. Lewent | For | For | Management |
| 1.7 | Elect Director Klaus S. Luft | For | For | Management |
| 1.8 | Elect Director Alex J. Mandl | For | For | Management |
| 1.9 | Elect Director Michael A. Miles | For | For | Management |
| 1.10 | Elect Director Samuel A. Nunn, Jr. | For | For | Management |
| 1.11 | Elect Director Kevin B. Rollins | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Adopt ILO-Based Code of Conduct | Against | Against | Shareholder |
| 4 | Compensation Company Specific--Declaration of Dividend | Against | Against | Shareholder |

DIAGEO PLC (FORMERLY GUINNESS PLC)

Ticker: DEO Security ID: 25243Q205

Meeting Date: OCT 17, 2006 Meeting Type: Annual

Record Date: AUG 31, 2006

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|-----------|------------|
| 1 | REPORTS AND ACCOUNTS 2006 | For | For | Management |
| 2 | DIRECTORS REMUNERATION REPORT 2006 | For | For | Management |
| 3 | DECLARATION OF FINAL DIVIDEND | For | For | Management |
| 4 | RE-ELECTION OF LORD HOLLICK OF NOTTING HILL (MEMBER OF AUDIT, NOMINATION, REMUNERATION COMMITTEE AND CHAIRMAN OF BOARD) | For | For | Management |
| 5 | RE-ELECTION OF MR HT STITZER (MEMBER OF AUDIT, NOMINATION, AND REMUNERATION COMMITTEE) | For | For | Management |
| 6 | RE-ELECTION OF MR PS WALSH (MEMBER OF EXECUTIVE COMMITTEE AND CHAIRMAN OF BOARD) | For | For | Management |
| 7 | ELECTION OF MS LM DANON (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 DIAGEO PLC 2006 IRISH PROFIT SHARING SCHEME | For | For | Management |
| 14 | AMENDMENTS TO DIAGEO EXECUTIVE SHARE OPTION PLAN | For | For | Management |

EXXON MOBIL CORP.

Ticker: XOM

Security ID: 30231G102

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Meeting Date: MAY 30, 2007 Meeting Type: Annual

Record Date: APR 5, 2007

| # | 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 | For | Management |
| 1.4 | Elect Director William R. Howell | For | For | Management |
| 1.5 | Elect Director Reatha Clark King | For | For | Management |
| 1.6 | Elect Director Philip E. Lippincott | For | For | Management |
| 1.7 | Elect Director Marilyn Carlson Nelson | For | For | Management |
| 1.8 | Elect Director Samuel J. Palmisano | For | For | Management |
| 1.9 | Elect Director Steven S Reinemund | For | For | Management |
| 1.10 | Elect Director Walter V. Shipley | For | For | 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 | Restore or Provide for Cumulative Voting | Against | Against | Shareholder |
| 4 | Amend Articles/Bylaws/Charter -- Call Special Meetings | Against | For | Shareholder |
| 5 | Separate Chairman and CEO Positions | Against | Against | Shareholder |
| 6 | Initiate Payment of Cash Dividend | Against | Against | Shareholder |
| 7 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 8 | Company-Specific- Amend Article IX of the Corporation's by-laws | Against | Against | Shareholder |
| 9 | Review Executive Compensation | Against | Against | Shareholder |
| 10 | Limit Executive Compensation | Against | Against | Shareholder |
| 11 | Claw-back of Payments under Restatements | Against | For | Shareholder |
| 12 | Report on Political Contributions | Against | For | Shareholder |
| 13 | Amend Equal Employment Opportunity Policy to Prohibit Discrimination Based on Sexual Orientation | Against | For | Shareholder |
| 14 | Report on Environmental Accountability | Against | Against | Shareholder |
| 15 | Report on Emission Reduction Goals | Against | For | Shareholder |
| 16 | Report on Carbon Dioxide Emissions Information at Gas Stations | Against | Against | Shareholder |
| 17 | Adopt Policy to Increase Renewable Energy Portfolio | Against | Against | Shareholder |

FIRST DATA CORP.

Ticker: FDC Security ID: 319963104

Meeting Date: MAY 30, 2007 Meeting Type: Annual

Record Date: APR 2, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Elect Director David A. Coulter | For | For | Management |
| 2 | Elect Director Henry C. Duques | For | For | Management |
| 3 | Elect Director Richard P. Kiphart | For | For | Management |
| 4 | Elect Director Joan E. Spero | For | For | Management |
| 5 | Amend Qualified Employee Stock Purchase Plan | For | For | Management |
| 6 | Approve Non-Employee Director Omnibus Stock Plan | For | For | Management |
| 7 | Amend Omnibus Stock Plan | For | For | Management |
| 8 | Ratify Auditors | For | For | Management |

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GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103
 Meeting Date: APR 25, 2007 Meeting Type: Annual
 Record Date: FEB 26, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director James I. Cash, Jr. | For | For | Management |
| 1.2 | Elect Director 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 Susan Hockfield | For | For | Management |
| 1.6 | Elect Director Jerry R. Immelt | For | For | Management |
| 1.7 | Elect Director Andrea Jung | For | For | Management |
| 1.8 | Elect Director Alan G. Lafley | For | For | Management |
| 1.9 | Elect Director Robert W. Lane | For | For | Management |
| 1.10 | Elect Director Ralph S. Larsen | For | For | Management |
| 1.11 | Elect Director Rochelle B. Lazarus | For | For | Management |
| 1.12 | Elect Director Sam Nunn | For | For | Management |
| 1.13 | Elect Director Roger S. Penske | For | For | Management |
| 1.14 | Elect Director Robert J. Swieringa | For | For | Management |
| 1.15 | Elect Director Douglas A. Warner III | For | For | Management |
| 1.16 | Elect Director Robert C. Wright | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Adopt Majority Vote Standard in Director Elections | For | For | Management |
| 4 | Approve Omnibus Stock Plan | For | For | Management |
| 5 | Company-Specific-Approve Material Terms of Senior Officer Performance Goals | For | For | Management |
| 6 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 7 | Company-Specific -- Adopt Policy on Overboarded Directors | Against | Against | Shareholder |
| 8 | Company-Specific -- One Director from the Ranks of Retirees | Against | Against | Shareholder |
| 9 | Separate Chairman and CEO Positions | Against | Against | Shareholder |
| 10 | Limit Dividend and Dividend Equivalent Payments to Executives | Against | For | Shareholder |
| 11 | Report on Charitable Contributions | Against | Against | Shareholder |
| 12 | Report on Global Warming | Against | Against | Shareholder |
| 13 | Adopt Ethical Criteria for Military Contracts | Against | Against | Shareholder |
| 14 | Report on Pay Disparity | Against | Against | Shareholder |

GLAXOSMITHKLINE PLC (FORMERLY GLAXO WELLCOME PLC)

Ticker: GSK Security ID: 37733W105
 Meeting Date: MAY 23, 2007 Meeting Type: Annual
 Record Date: MAR 16, 2007

| # | 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 |
| 3 | TO ELECT DR DANIEL PODOLSKY AS A DIRECTOR | For | For | Management |
| 4 | TO ELECT DR STEPHANIE BURNS AS A DIRECTOR | For | For | Management |
| 5 | TO RE-ELECT MR JULIAN HESLOP AS A DIRECTOR | For | For | Management |

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| | | | | |
|----|---|-----|-----|------------|
| 6 | TO RE-ELECT SIR DERYCK MAUGHAN AS A DIRECTOR | For | For | Management |
| 7 | TO RE-ELECT DR RONALDO SCHMITZ AS A DIRECTOR | For | For | Management |
| 8 | TO RE-ELECT SIR ROBERT WILSON AS A DIRECTOR | For | For | Management |
| 9 | Ratify Auditors | For | For | Management |
| 10 | REMUNERATION OF AUDITORS | For | For | Management |
| 11 | TO AUTHORISE THE COMPANY TO MAKE DONATIONS TO EU POLITICAL ORGANISATIONS AND INCUR EU POLITICAL EXPENDITURE | For | For | Management |
| 12 | AUTHORITY TO ALLOT SHARES | For | For | Management |
| 13 | DISAPPLICATION OF PRE-EMPTION RIGHTS (SPECIAL RESOLUTION) | For | For | Management |
| 14 | AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES (SPECIAL RESOLUTION) | For | For | Management |
| 15 | AMENDMENT OF THE ARTICLES OF ASSOCIATION (SPECIAL RESOLUTION) | For | For | Management |

HOME DEPOT, INC.

Ticker: HD Security ID: 437076102
 Meeting Date: MAY 24, 2007 Meeting Type: Annual
 Record Date: MAR 26, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director David H. Batchelder | For | For | Management |
| 2 | Elect Director Francis S. Blake | For | For | Management |
| 3 | Elect Director Gregory D. Brenneman | For | For | Management |
| 4 | Elect Director John L. Clendenin | For | For | Management |
| 5 | Elect Director Claudio X. Gonzalez | For | Against | Management |
| 6 | Elect Director Milledge A. Hart, III | For | For | Management |
| 7 | Elect Director Bonnie G. Hill | For | For | Management |
| 8 | Elect Director Laban P. Jackson, Jr. | For | For | Management |
| 9 | Elect Director Helen Johnson-Leipold | For | For | Management |
| 10 | Elect Director Lawrence R. Johnston | For | For | Management |
| 11 | Elect Director Kenneth G. Langone | For | For | Management |
| 12 | Ratify Auditors | For | For | Management |
| 13 | Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote | Against | For | Shareholder |
| 14 | Prepare Employment Diversity Report | Against | For | Shareholder |
| 15 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 16 | Claw-back of Payments under Restatements | Against | Against | Shareholder |
| 17 | Submit Supplemental Executive Retirement Plans to Shareholder vote | Against | For | Shareholder |
| 18 | Performance-Based Equity Awards | Against | For | Shareholder |
| 19 | Pay for Superior Performance | Against | For | Shareholder |
| 20 | Affirm Political Non-partisanship | Against | Against | Shareholder |
| 21 | Separate Chairman and CEO Positions | Against | For | Shareholder |

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101
 Meeting Date: APR 24, 2007 Meeting Type: Annual
 Record Date: FEB 23, 2007

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| # | 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 Lorenzo H. Zambrano | 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 | Reduce Supermajority Vote Requirement | For | For | Management |
| 7 | Restore or Provide for Cumulative Voting | Against | For | Shareholder |
| 8 | Evaluate Age Discrimination in Retirement Plans | Against | Against | Shareholder |
| 9 | Review Executive Compensation | Against | Against | Shareholder |
| 10 | Report on Outsourcing | Against | Against | Shareholder |
| 11 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104
 Meeting Date: APR 26, 2007 Meeting Type: Annual
 Record Date: FEB 27, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Mary Sue Coleman | For | For | Management |
| 1.2 | Elect Director James G. Cullen | For | For | Management |
| 1.3 | Elect Director Michael M.E. Johns | For | For | Management |
| 1.4 | Elect Director Arnold G. Langbo | For | For | Management |
| 1.5 | Elect Director Susan L. Lindquist | For | For | Management |
| 1.6 | Elect Director Leo F. Mullin | For | For | Management |
| 1.7 | Elect Director Christine A. Poon | For | For | Management |
| 1.8 | Elect Director Charles Prince | For | For | Management |
| 1.9 | Elect Director Steven S Reinemund | For | For | Management |
| 1.10 | Elect Director David Satcher | For | For | Management |
| 1.11 | Elect Director William C. Weldon | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |
| 4 | Submit Supplemental Executive Retirement Plans to Shareholder vote | Against | For | Shareholder |

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100
 Meeting Date: MAY 15, 2007 Meeting Type: Annual
 Record Date: MAR 16, 2007

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director Crandall C. Bowles | 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 Laban P. Jackson, Jr. | For | For | Management |
| 1.8 | Elect Director Robert I. Lipp | For | For | Management |
| 1.9 | Elect Director David C. Novak | For | For | Management |
| 1.10 | Elect Director Lee R. Raymond | For | For | Management |
| 1.11 | 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 and/or Time-Based Equity Awards | Against | Against | Shareholder |
| 5 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 6 | Separate Chairman and CEO Positions | Against | Against | Shareholder |
| 7 | Provide for Cumulative Voting | Against | Against | Shareholder |
| 8 | Require a Majority Vote for the Election of Directors | Against | For | Shareholder |
| 9 | Report on Political Contributions | Against | Against | Shareholder |
| 10 | Report on Management Initiatives to Address Links to Slavery and Human Rights Abuse | Against | Against | Shareholder |

MELLON FINANCIAL CORP.

Ticker: MEL Security ID: 58551A108
 Meeting Date: APR 17, 2007 Meeting Type: Annual
 Record Date: FEB 9, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jared L. Cohon | For | For | Management |
| 1.2 | Elect Director Ira J. Gumberg | For | For | Management |
| 1.3 | Elect Director Robert P. Kelly | For | For | Management |
| 1.4 | Elect Director David S. Shapira | For | For | Management |
| 1.5 | Elect Director John P. Surma | For | For | Management |
| 2 | Declassify the Board of Directors | For | For | Management |
| 3 | Amend Omnibus Stock Plan | For | For | Management |
| 4 | Ratify Auditors | For | For | Management |

MELLON FINANCIAL CORP.

Ticker: MEL Security ID: 58551A108
 Meeting Date: MAY 24, 2007 Meeting Type: Special
 Record Date: APR 12, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adopt Supermajority Vote Requirement for Mergers | For | For | Management |
| 3 | Increase Authorized Preferred and Common | For | For | Management |

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Stock
4 Adjourn Meeting For Against Management

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104
Meeting Date: NOV 14, 2006 Meeting Type: Annual
Record Date: SEP 8, 2006

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | Elect Director William H. Gates, III | For | For | Management |
| 2 | Elect Director Steven A. Ballmer | For | For | Management |
| 3 | Elect Director James I. Cash, Jr., Ph.D. | For | For | Management |
| 4 | Elect Director Dina Dublon | For | For | Management |
| 5 | Elect Director Raymond V. Gilmartin | For | For | Management |
| 6 | Elect Director David F. Marquardt | For | For | Management |
| 7 | Elect Director Charles H. Noski | For | For | Management |
| 8 | Elect Director Helmut Panke | For | For | Management |
| 9 | Elect Director Jon A. Shirley | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | Cease Product Sales that Can Be Used to Violate Human Rights | Against | Against | Shareholder |
| 12 | Amend EEO Statement to Not Reference Sexual Orientation | Against | Against | Shareholder |
| 13 | Establish Shareholder Advisory Committee | Against | Against | Shareholder |

MITSUBISHI UFJ FINANCIAL GROUP

Ticker: 8306 Security ID: 606822104
Meeting Date: JUN 28, 2007 Meeting Type: Annual
Record Date: MAR 30, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | APPROPRIATION OF SURPLUS | For | For | Management |
| 2 | PARTIAL AMENDMENTS TO THE ARTICLES OF INCORPORATION | For | For | Management |
| 3 | ELECTION OF 15 (FIFTEEN) DIRECTORS | For | Against | Management |
| 4 | ELECTION OF 1 (ONE) CORPORATE AUDITOR | For | For | Management |
| 5 | GRANTING OF RETIREMENT GRATUITIES TO RETIRING DIRECTORS AND CORPORATE AUDITOR AND PAYMENT OF LUMP-SUM RETIREMENT GRATUITIES TO DIRECTORS AND CORPORATE AUDITORS DUE TO THE ABOLITION OF RETIREMENT GRATUITIES PROGRAM FOR OFFICERS | For | Against | Management |
| 6 | REVISION OF THE AMOUNT OF REMUNERATION, ETC. FOR DIRECTORS AND CORPORATE AUDITORS, AND DETERMINATION OF THE AMOUNT AND DETAILS OF STOCK OPTION REMUNERATION, ETC. | For | For | Management |

NESTLE SA

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Ticker: NSRGY Security ID: 641069406
 Meeting Date: APR 19, 2007 Meeting Type: Annual
 Record Date: MAR 5, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|--------------|------------|
| 1 | APPROVAL OF THE 2006 ANNUAL REPORT, OF THE ACCOUNTS OF NESTLE S.A. AND OF THE CONSOLIDATED ACCOUNTS OF THE NESTLE GROUP. | For | Did Not Vote | Management |
| 2 | RELEASE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE MANAGEMENT. | For | Did Not Vote | Management |
| 3 | APPROVAL OF THE APPROPRIATION OF PROFITS RESULTING FROM THE BALANCE SHEET OF NESTLE S.A., AS SET FORTH IN THE INVITATION | For | Did Not Vote | Management |
| 4 | CAPITAL REDUCTION AND CONSEQUENT AMENDMENT TO ARTICLE 5 OF THE ARTICLES OF ASSOCIATION, AS SET FORTH IN THE INVITATION. | For | Did Not Vote | Management |
| 5 | RE-ELECTION OF MR. PETER BRABECK-LETMATHE, TO THE BOARD OF DIRECTORS FOR A TERM OF FIVE (5) YEARS. | For | Did Not Vote | Management |
| 6 | RE-ELECTION MR. EDWARD GEORGE (LORD GEORGE), TO THE BOARD OF DIRECTORS FOR A TERM OF FOUR (4) YEARS. | For | Did Not Vote | Management |
| 7 | 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 | Did Not Vote | Management |

 NISSAN MOTOR CO. LTD.

Ticker: 7201 Security ID: 654744408
 Meeting Date: JUN 20, 2007 Meeting Type: Annual
 Record Date: MAR 30, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1 | APPROVAL OF APPROPRIATION OF RETAINED EARNINGS FOR THE 108TH FISCAL YEAR | For | For | Management |
| 2 | APPROVAL OF THE DELEGATION TO THE BOARD OF DIRECTOR IN DECIDING THE TERMS AND CONDITIONS OF THE ISSUANCE OF SHINKABU-YOYAKUKEN (STOCK ACQUISITION RIGHT) WITHOUT CONSIDERATION AS STOCK OPTIONS TO EMPLOYEES OF THE COMPANY AND DIRECTORS AND EMPLOYEES OF ITS | For | For | Management |
| 3.1 | Elect Director Carlos Ghosn | For | For | Management |
| 3.2 | Elect Director Itaru Koeda | For | For | Management |
| 3.3 | Elect Director Toshiyuki Shiga | For | For | Management |
| 3.4 | Elect Director Hiroto Saikawa | For | For | Management |
| 3.5 | Elect Director Mitsuhiko Yamashita | For | For | Management |
| 3.6 | Elect Director Carlos Tavares | For | For | Management |
| 3.7 | Elect Director Hidetoshi Imazu | For | For | Management |
| 3.8 | Elect Director Tadao Takahashi | For | For | Management |
| 3.9 | Elect Director Shemaya Levy | For | For | Management |
| 3.10 | Elect Director Patrick Pelata | For | For | Management |
| 4 | GRANTING OF SHARE APPRECIATION RIGHTS (SAR) TO THE DIRECTORS | For | For | Management |

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5 GRANTING OF RETIREMENT ALLOWANCES TO THE For Against Management
 DIRECTORS AND STATUTORY AUDITORS IN
 RELATION TO THE ABOLITION OF SUCH
 ALLOWANCES

 NOKIA CORP.

Ticker: NOK Security ID: 654902204
 Meeting Date: MAY 3, 2007 Meeting Type: Annual
 Record Date: MAR 1, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1 | Receive Financial Statements and Statutory Reports, Including Auditors' Report; Accept Financial Statements and Statutory Reports | For | For | Management |
| 2 | Approve Allocation of Income and Dividends of EUR 0.43 Per Share | For | For | Management |
| 3 | Approve Discharge of Board and President | For | For | Management |
| 4 | Amend Articles to Comply with New Finnish Companies Act | For | For | Management |
| 5 | Approve Remuneration of Directors | For | For | Management |
| 6 | Fix Number of Directors at 11 | For | For | Management |
| 7.1 | Elect Director Georg Ehrnrooth | For | For | Management |
| 7.2 | Elect Director Daniel R. Hesse | For | For | Management |
| 7.3 | Elect Director Bengt Holmstrom | For | For | Management |
| 7.4 | Elect Director Per Karlsson | For | For | Management |
| 7.5 | Elect Director Jorma Ollila | For | For | Management |
| 7.6 | Elect Director Marjorie Scardino | For | For | Management |
| 7.7 | Elect Director Keijo Suila | For | For | Management |
| 7.8 | Elect Director Vesa Vainio | For | For | Management |
| 7.9 | Elect Director Lalita D. Gupte | For | For | Management |
| 7.10 | Elect Director Henning Kagermann | For | For | Management |
| 7.11 | Elect Director Olli-Pekka Kallasvuo | For | For | Management |
| 8 | Approve Remuneration of Auditors | For | For | Management |
| 9 | Reelect PricewaterhouseCoopers Oy as Auditor | For | For | Management |
| 10 | Approve Stock Option Plan for Key Employees; Approve Creation of Pool of Conditional Capital to Guarantee Conversion Rights | For | For | Management |
| 11 | Approve Minimum EUR 2.3 Billion Reduction in Share Premium Account | For | For | Management |
| 12 | Amend 2001, 2003, and 2005 Stock Option Plans Re: Record Subscription Prices in Invested Non-restricted Equity Fund | For | For | Management |
| 13 | Approve Creation of Pool of Capital without Preemptive Rights Consisting of up to 800 Million Shares | For | For | Management |
| 14 | Authorize Repurchase of up to 10 Percent of Issued Share Capital | For | For | Management |
| 15 | Mark The Box If you wish to Instruct Nokia S Legal Counsels To Vote In their Discretion On Your behalf Only Upon Item 15 *NOTE* Voting Options For Props 5-6, 8-9 are FOR or ABSTAIN | None | Against | Management |

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NOMURA HOLDINGS INC.

Ticker: 8604 Security ID: 65535H208
 Meeting Date: JUN 27, 2007 Meeting Type: Annual
 Record Date: MAR 30, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | Amend Articles to Update Terminology to Match that of Financial Instruments and Exchange Law | For | For | Management |
| 2 | Elect Director Junichi Ujiie | For | For | Management |
| 3 | Elect Director Nobuyuki Koga | For | For | Management |
| 4 | Elect Director Hiroshi Toda | For | For | Management |
| 5 | Elect Director Kazutoshi Inano | For | For | Management |
| 6 | Elect Director Yukio Suzuki | For | For | Management |
| 7 | Elect Director Masaharu Shibata | For | For | Management |
| 8 | Elect Director Hideaki Kubori | For | For | Management |
| 9 | Elect Director Haruo Tsuji | For | For | Management |
| 10 | Elect Director Fumihide Nomura | For | For | Management |
| 11 | Elect Director Koji Tajika | For | For | Management |
| 12 | Elect Director Masanori Itatani | For | For | Management |
| 13 | Approve Executive Stock Option Plan and Deep Discount Stock Option Plan | For | For | Management |

 NOVARTIS AG

Ticker: NVS Security ID: 66987V109
 Meeting Date: MAR 6, 2007 Meeting Type: Annual
 Record Date: JAN 19, 2007

| # | 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 2006. | For | Did Not Vote | Management |
| 2 | APPROVAL OF THE ACTIVITIES OF THE BOARD OF DIRECTORS | For | Did Not Vote | Management |
| 3 | APPROPRIATION OF AVAILABLE EARNINGS OF NOVARTIS AG AS PER BALANCE SHEET AND DECLARATION OF DIVIDEND | For | Did Not Vote | Management |
| 4 | ELECTION TO THE BOARD OF DIRECTORS: RE-ELECTION OF HANS-JOERG RUDLOFF FOR A THREE-YEAR TERM | For | Did Not Vote | Management |
| 5 | ELECTION TO THE BOARD OF DIRECTORS: RE-ELECTION OF DR. DANIEL VASELLA FOR A THREE-YEAR TERM | For | Did Not Vote | Management |
| 6 | ELECTION TO THE BOARD OF DIRECTORS: ELECTION OF NEW MEMBER MARJORIE M. YANG FOR A TERM OF OFFICE BEGINNING ON 1 JANUARY 2008 AND ENDING ON THE DAY OF THE AGM IN 2010 | For | Did Not Vote | Management |
| 7 | Ratify Auditors | For | Did Not Vote | Management |
| 8 | VOTES REGARDING ADDITIONAL AND/OR COUNTER-PROPOSALS AT THE AGM OF NOVARTIS AG IF YOU GIVE NO INSTRUCTIONS ON AGENDA ITEM 6, YOUR VOTES WILL BE CAST IN ACCORDANCE WITH THE PROPOSALS OF THE | For | Did Not Vote | Management |

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BOARD OF DIRECTORS. MARKING THE BOX FOR
IS A VOTE FOR THE PROPOS

ORACLE CORP.

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

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

SANOFI-AVENTIS (FORMERLY SANOFI-SYNTHELABO)

Ticker: SNY Security ID: 80105N105
Meeting Date: MAY 31, 2007 Meeting Type: Annual
Record Date: APR 24, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | APPROVAL OF THE INDIVIDUAL COMPANY FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2006 | For | For | Management |
| 2 | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2006 | For | For | Management |
| 3 | APPROPRIATION OF PROFITS; DECLARATION OF DIVIDEND | For | For | Management |
| 4 | APPROVAL OF TRANSACTIONS COVERED BY THE STATUTORY AUDITORS SPECIAL REPORT PREPARED IN ACCORDANCE WITH ARTICLE L.225-40 OF THE COMMERCIAL CODE | For | For | Management |
| 5 | RE-APPOINTMENT OF A DIRECTOR | For | For | Management |
| 6 | AUTHORIZATION TO THE BOARD OF DIRECTORS TO CARRY OUT TRANSACTIONS IN SHARES ISSUED BY THE COMPANY | For | For | Management |
| 7 | DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO CARRY OUT INCREASES IN THE SHARE CAPITAL BY ISSUANCE, WITH PREEMPTIVE RIGHTS MAINTAINED, OF SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL AND/OR SECURITIES GIVING ENTITLEMEN | For | For | Management |

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| | | | | |
|----|--|-----|---------|------------|
| 8 | DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO CARRY OUT INCREASES IN THE SHARE CAPITAL BY ISSUANCE, WITH PREEMPTIVE RIGHTS WAIVED, OF SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL AND/OR SECURITIES GIVING ENTITLEMENT TO | For | For | Management |
| 9 | DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO CARRY OUT INCREASES IN THE SHARE CAPITAL BY INCORPORATION OF SHARE PREMIUM, RESERVES, PROFITS OR OTHER ITEMS | For | For | Management |
| 10 | POSSIBILITY OF ISSUING WITHOUT PREEMPTIVE RIGHTS, SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL OR TO SECURITIES GIVING ENTITLEMENT TO THE ALLOTMENT OF DEBT SECURITIES AS CONSIDERATION FOR ASSETS TRANSFERRED TO THE COMPANY AS A CAPITAL CONT | For | For | Management |
| 11 | DELEGATION TO THE BOARD OF DIRECTORS OF AUTHORITY TO DECIDE TO CARRY OUT INCREASES IN THE SHARE CAPITAL BY ISSUANCE OF SHARES RESERVED FOR EMPLOYEES WITH WAIVER OF PREEMPTIVE RIGHTS IN THEIR FAVOR | For | For | Management |
| 12 | AUTHORIZATION TO THE BOARD OF DIRECTORS TO GRANT OPTIONS TO SUBSCRIBE FOR OR PURCHASE SHARES | For | For | Management |
| 13 | AUTHORIZATION TO THE BOARD OF DIRECTORS TO ALLOT EXISTING OR NEW CONSIDERATION FREE SHARES TO SALARIED EMPLOYEES OF THE GROUP AND CORPORATE OFFICERS OF THE COMPANY OR COMPANIES OF THE GROUP | For | For | Management |
| 14 | AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL BY CANCELLATION OF TREASURY SHARES | For | For | Management |
| 15 | AUTHORIZATION TO THE BOARD OF DIRECTORS IN THE EVENT OF A PUBLIC TENDER OFFER FOR THE SHARES OF THE COMPANY, IN CASES WHERE THE LEGAL RECIPROCITY CLAUSE APPLIES | For | Against | Management |
| 16 | AMENDMENT TO THE BYLAWS TO BRING THEM INTO COMPLIANCE WITH DECREE NO. 2006-1566 OF DECEMBER 11, 2006 AMENDING DECREE NO. 67-236 OF MARCH 23, 1967 ON COMMERCIAL COMPANIES: (AMENDMENTS TO ARTICLE 19, PARAGRAPHS 1 AND 3 OF THE BYLAWS) | For | For | Management |
| 17 | POWERS FOR FORMALITIES | For | For | Management |

SIEMENS AG

Ticker: SI Security ID: 826197501
Meeting Date: JAN 25, 2007 Meeting Type: Annual
Record Date: DEC 19, 2006

| # | 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 | Against | Management |

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| | | | | |
|---|--|-----|---------|------------|
| 3 | TO RATIFY THE ACTS OF THE SUPERVISORY BOARD. | For | Against | 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 RIGHTS. | For | For | Management |
| 6 | TO CONSIDER AND VOTE UPON AMENDMENTS TO THE ARTICLES OF ASSOCIATION IN ORDER TO MODERNIZE THEM. | For | For | Management |
| 7 | TO CONSIDER AND VOTE UPON AN AMENDMENT TO THE ARTICLES OF ASSOCIATION TO ADJUST TO NEW LEGISLATION. | For | For | Management |

TESCO PLC

Ticker: Security ID: 881575302
 Meeting Date: JUN 29, 2007 Meeting Type: Annual
 Record Date: MAY 31, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|-------------|
| 1 | TO RECEIVE THE DIRECTORS REPORT AND ACCOUNTS | For | For | Management |
| 2 | TO APPROVE THE DIRECTORS REMUNERATION REPORT | For | For | Management |
| 3 | TO DECLARE A FINAL DIVIDEND | For | For | Management |
| 4 | TO RE-ELECT THE DIRECTOR: MR. E M DAVIES | For | For | Management |
| 5 | TO RE-ELECT THE DIRECTOR: DR. H EINSMANN | For | For | Management |
| 6 | TO RE-ELECT THE DIRECTOR: MR. K HYDON | For | For | Management |
| 7 | TO RE-ELECT THE DIRECTOR: MR. D POTTS | For | For | Management |
| 8 | TO RE-ELECT THE DIRECTOR: MR. D REID | For | For | Management |
| 9 | TO ELECT THE DIRECTOR: MS. L NEVILLE-ROLFE | For | For | Management |
| 10 | Ratify Auditors | For | For | Management |
| 11 | TO SET THE AUDITORS REMUNERATION | For | For | Management |
| 12 | TO AUTHORISE THE DIRECTORS TO ALLOT RELEVANT SECURITIES | For | For | Management |
| 13 | TO DISAPPLY PRE-EMPTION RIGHTS | For | For | Management |
| 14 | TO AUTHORISE THE COMPANY TO PURCHASE ITS OWN SHARES | For | For | Management |
| 15 | TO AUTHORISE POLITICAL DONATIONS BY THE COMPANY | For | For | Management |
| 16 | TO AUTHORISE POLITICAL DONATIONS BY TESCO STORES LIMITED | For | For | Management |
| 17 | TO AUTHORISE THE ADOPTION OF NEW ARTICLES OF ASSOCIATION | For | For | Management |
| 18 | TO ADOPT THE GROUP NEW BUSINESS INCENTIVE PLAN 2007 | For | For | Management |
| 19 | TO ADOPT THE US LONG-TERM INCENTIVE PLAN 2007 | For | For | Management |
| 20 | TO AMEND THE PERFORMANCE SHARE PLAN 2004 | For | For | Management |
| 21 | TO ADOPT THE EXECUTIVE INCENTIVE PLAN 2004 | For | For | Management |
| 22 | TO ADOPT THE INTERNATIONAL BONUS PLAN | For | For | Management |
| 23 | REQUISITIONISTS RESOLUTION | Against | Against | Shareholder |

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TOTAL SA (FORMERLY TOTAL FINA ELF S.A)

Ticker: TOT Security ID: 89151E109
 Meeting Date: MAY 11, 2007 Meeting Type: Annual
 Record Date: APR 4, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|---------|-----------|------------|
| 1 | APPROVAL OF PARENT COMPANY FINANCIAL STATEMENTS | For | For | Management |
| 2 | APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS | For | For | Management |
| 3 | ALLOCATION OF EARNINGS, DECLARATION OF DIVIDEND | For | For | Management |
| 4 | AGREEMENTS COVERED BY ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE | For | For | Management |
| 5 | AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE SHARES OF THE COMPANY | For | For | Management |
| 6 | RENEWAL OF THE APPOINTMENT OF MR. THIERRY DESMAREST AS A DIRECTOR | For | For | Management |
| 7 | RENEWAL OF THE APPOINTMENT OF MR. THIERRY DE RUDDER AS A DIRECTOR | For | Against | Management |
| 8 | RENEWAL OF THE APPOINTMENT OF MR. SERGE TCHURUK AS A DIRECTOR | For | Against | Management |
| 9 | APPOINTMENT OF A DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS IN APPLICATION OF ARTICLE 11 OF THE ARTICLES OF ASSOCIATION | For | For | Management |
| 10 | APPOINTMENT OF A DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS IN APPLICATION OF ARTICLE 11 OF THE ARTICLES OF ASSOCIATION | Against | Against | Management |
| 11 | APPOINTMENT OF A DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS IN APPLICATION OF ARTICLE 11 OF THE ARTICLES OF ASSOCIATION | Against | Against | Management |
| 12 | DETERMINATION OF THE TOTAL AMOUNT OF DIRECTORS COMPENSATION | For | For | Management |
| 13 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO CAPITAL WHILE MAINTAINING SHAREHOLDERS PREFERENTIAL SUBSCRIPTION RIGHTS | For | For | Management |
| 14 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL BY ISSUING COMMON SHARES OR ANY SECURITIES PROVIDING ACCESS TO CAPITAL WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS | For | For | Management |
| 15 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE CAPITAL UNDER THE CONDITIONS PROVIDED FOR IN ARTICLE 443-5 OF THE FRENCH LABOR CODE | For | For | Management |
| 16 | AUTHORIZATION TO GRANT SUBSCRIPTION OR PURCHASE OPTIONS FOR THE COMPANY S STOCK TO CERTAIN EMPLOYEES OF THE GROUP AS WELL AS TO THE MANAGEMENT OF THE COMPANY OR OF OTHER GROUP COMPANIES | For | For | Management |
| 17 | AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO REDUCE CAPITAL BY CANCELING SHARES | For | For | Management |
| 18 | AMENDMENT OF ARTICLE 13, PARAGRAPH 2, OF THE COMPANY S ARTICLES OF ASSOCIATION WITH REGARD TO THE METHODS THAT MAY BE USED TO PARTICIPATE IN BOARD OF DIRECTORS | For | For | Management |

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| MEETINGS | | | | |
|----------|--|---------|---------|-------------|
| 19 | AMENDMENT OF ARTICLE 17-2 OF THE COMPANY S ARTICLES OF ASSOCIATION TO TAKE INTO ACCOUNT NEW RULES FROM THE DECREE OF DECEMBER 11, 2006 RELATING TO THE COMPANY S BOOK-BASED SYSTEM FOR RECORDING SHARES FOR SHAREHOLDERS WISHING TO PARTICIPATE IN ANY FORM WH | For | For | Management |
| 20 | AMENDMENT OF ARTICLE 17-2 OF THE COMPANY S ARTICLES OF ASSOCIATION TO TAKE INTO ACCOUNT RULES RELATING TO ELECTRONIC SIGNATURES IN THE EVENT OF A VOTE CAST VIA TELECOMMUNICATION | For | For | Management |
| 21 | NEW PROCEDURE TO NOMINATE THE EMPLOYEE-SHAREHOLDER DIRECTOR | Against | Against | Shareholder |
| 22 | AUTHORIZATION TO GRANT RESTRICTED SHARES OF THE COMPANY TO GROUP EMPLOYEES | Against | Against | Shareholder |
| 23 | AMENDMENT OF ARTICLE 18, PARAGRAPH 7 OF THE COMPANY S ARTICLES OF ASSOCIATION IN VIEW OF DELETING THE STATUTORY CLAUSE LIMITING VOTING RIGHTS | Against | For | Shareholder |

UBS AG

Ticker: UBSN Security ID: H89231338
Meeting Date: APR 18, 2007 Meeting Type: Annual
Record Date: MAR 16, 2007

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|--------------|------------|
| 1 | ANNUAL REPORT, GROUP AND PARENT COMPANY ACCOUNTS FOR FINANCIAL YEAR 2006, REPORTS OF THE GROUP AND STATUTORY AUDITORS | For | Did Not Vote | Management |
| 2 | APPROPRIATION OF RETAINED EARNINGS DIVIDEND FOR FINANCIAL YEAR 2006 | For | Did Not Vote | Management |
| 3 | DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE GROUP EXECUTIVE BOARD | For | Did Not Vote | Management |
| 4 | RE-ELECTION OF BOARD MEMBER: STEPHAN HAERINGER | For | Did Not Vote | Management |
| 5 | RE-ELECTION OF BOARD MEMBER: HELMUT PANKE | For | Did Not Vote | Management |
| 6 | RE-ELECTION OF BOARD MEMBER: PETER SPUHLER | For | Did Not Vote | Management |
| 7 | ELECTION OF NEW BOARD MEMBER: SERGIO MARCHIONNE | For | Did Not Vote | Management |
| 8 | ELECTION OF THE GROUP AND STATUTORY AUDITORS | For | Did Not Vote | Management |
| 9 | CAPITAL REDUCTION: CANCELLATION OF SHARES REPURCHASED UNDER THE 2006/2007 SHARE BUYBACK PROGRAM AND RESPECTIVE AMENDMENT OF ARTICLE 4 PARA 1 OF THE ARTICLES OF ASSOCIATION | For | Did Not Vote | Management |
| 10 | CAPITAL REDUCTION: APPROVAL OF A NEW SHARE BUYBACK PROGRAM FOR 2007-2010 | For | Did Not Vote | Management |
| 11 | IN CASE OF AD-HOC SHAREHOLDERS MOTIONS DURING THE ANNUAL GENERAL MEETING, I/WE AUTHORIZE MY/OUR PROXY TO ACT IN ACCORDANCE WITH THE BOARD OF DIRECTORS | For | Did Not Vote | Management |

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UNITED TECHNOLOGIES CORP.

Ticker: UTX Security ID: 913017109
 Meeting Date: APR 11, 2007 Meeting Type: Annual
 Record Date: FEB 13, 2007

| # | 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 Richard B. Myers | For | For | Management |
| 1.10 | Elect Director Frank P. Popoff | For | For | Management |
| 1.11 | Elect Director H. Patrick Swygert | For | For | Management |
| 1.12 | Elect Director Andre Villeneuve | For | For | Management |
| 1.13 | Elect Director H.A. Wagner | For | For | Management |
| 1.14 | Elect Director Christine Todd Whitman | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Establish Term Limits for Directors | Against | Against | Shareholder |
| 4 | Report on Foreign Military Sales | Against | Against | Shareholder |
| 5 | Report on Political Contributions | Against | Against | Shareholder |
| 6 | Advisory Vote to Ratify Named Executive Officers' Compensation | Against | For | Shareholder |
| 7 | Pay For Superior Performance | Against | For | Shareholder |

VODAFONE GROUP PLC

Ticker: VOD Security ID: 92857W100
 Meeting Date: JUL 25, 2006 Meeting Type: Special
 Record Date: JUN 13, 2006

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1 | TO APPROVE THE RETURN OF CAPITAL BY WAY OF A B SHARE SCHEME AND SHARE CONSOLIDATION AND THE CONSEQUENTIAL AMENDMENT TO THE ARTICLES OF ASSOCIATION | For | For | Management |
| 2 | TO RECEIVE THE REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS | For | For | Management |
| 3.1 | Elect Director Sir John Bond | For | For | Management |
| 3.2 | Elect Director Arun Sarin | For | For | Management |
| 3.3 | Elect Director Thomas Geitner | For | For | Management |
| 3.4 | Elect Director Dr Michael Boskin | For | For | Management |
| 3.5 | Elect Director Lord Broers | For | For | Management |
| 3.6 | Elect Director John Buchanan | For | For | Management |
| 3.7 | Elect Director Andrew Halford | For | For | Management |
| 3.8 | Elect Director Prof J. Schrempp | For | For | Management |
| 3.9 | Elect Director Luc Vandavelde | For | For | Management |
| 3.10 | Elect Director Philip Yea | For | For | Management |
| 3.11 | Elect Director Anne Lauvergeon | For | For | Management |
| 3.12 | Elect Director Anthony Watson | For | For | Management |
| 4 | TO APPROVE A FINAL DIVIDEND OF 3.87P PER ORDINARY SHARE | For | For | Management |
| 5 | TO APPROVE THE REMUNERATION REPORT | For | For | Management |

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| | | | | |
|----|---|-----|-----|------------|
| 6 | Ratify Auditors | For | For | Management |
| 7 | TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THE REMUNERATION OF THE AUDITORS | For | For | Management |
| 8 | TO ADOPT NEW ARTICLES OF ASSOCIATION + | For | For | Management |
| 9 | TO AUTHORISE DONATIONS UNDER THE POLITICAL PARTIES, ELECTIONS AND REFERENDUMS ACT 2000 | For | For | Management |
| 10 | TO RENEW AUTHORITY TO ALLOT SHARES UNDER ARTICLE 16.2 OF THE COMPANY S ARTICLES OF ASSOCIATION | For | For | Management |
| 11 | TO RENEW AUTHORITY TO DISAPPLY PRE-EMPTION RIGHTS UNDER ARTICLE 16.3 OF THE COMPANY S ARTICLES OF ASSOCIATION + | For | For | Management |
| 12 | TO AUTHORISE THE COMPANY S PURCHASE OF ITS OWN SHARES (SECTION 166, COMPANIES ACT 1985) + | For | For | Management |

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===== 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 24, 2007

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 24, 2007