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GABELLI DIVIDEND & INCOME TRUST

Form N-PX

August 27, 2007

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-21423  
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The Gabelli Dividend & Income Trust  
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(Exact name of registrant as specified in charter)

One Corporate Center  
Rye, New York 10580-1422  
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(Address of principal executive offices) (Zip code)

Bruce N. Alpert  
Gabelli Funds, LLC  
One Corporate Center  
Rye, New York 10580-1422  
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(Name and address of agent for service)

Registrant's telephone number, including area code: 800-422-3554  
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Date of fiscal year end: December 31  
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Date of reporting period: July 1, 2006 - June 30, 2007  
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Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

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PROXY VOTING RECORD

FOR PERIOD JULY 1, 2006 TO JUNE 30, 2007

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 Selected Accounts: NPX GABELLI DIV INC TRUST

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 NABORS INDUSTRIES LTD. NBR

ISSUER: G6359F103 ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | EUGENE M. ISENBERG   | Management    | Fo   |
| 02              | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET AUDITORS REMUNERATION. | Management    | Fo   |
| 03              | MANAGEMENT PROPOSAL: APPROVAL OF THE COMPANY S AMENDED AND RESTATED 2003 EMPLOYEE STOCK PLAN.  | Management    | Agai |

-----  
 BT GROUP PLC BT

ISSUER: 05577E101 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 14              | AUTHORITY FOR POLITICAL DONATIONS SPECIAL RESOLUTION  | Management    | Fo |
|                 | * PLEASE VISIT WWW.BT.COM/ANNUAL REPORT               |               |    |
| 13              | AUTHORITY TO PURCHASE OWN SHARES SPECIAL RESOLUTION   | Management    | Fo |
| 12              | AUTHORITY TO ALLOT SHARES FOR CASH SPECIAL RESOLUTION | Management    | Fo |
| 11              | AUTHORITY TO ALLOT SHARES                             | Management    | Fo |
| 10              | REMUNERATION OF AUDITORS                              | Management    | Fo |
| 09              | REAPPOINTMENT OF AUDITORS                             | Management    | Fo |
| 08              | ELECT PHIL HODKINSON                                  | Management    | Fo |
| 07              | ELECT MATTI ALAHUHTA                                  | Management    | Fo |
| 06              | RE-ELECT CLAYTON BRENDISH                             | Management    | Fo |

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|    |                                |            |    |
|----|--------------------------------|------------|----|
| 05 | RE-ELECT MAARTEN VAN DEN BERGH | Management | Fo |
| 04 | RE-ELECT SIR ANTHONY GREENER   | Management | Fo |
| 03 | FINAL DIVIDEND                 | Management | Fo |
| 02 | REMUNERATION REPORT            | Management | Fo |
| 01 | REPORTS AND ACCOUNTS           | Management | Fo |

BAA PLC

ISSUER: G12924109

ISIN: GB0000673409

SEDOL: 0067340, 5585814, 6081270, B01DCB2, 2127071

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 1.              | RECEIVE THE REPORTS OF THE DIRECTORS AND THE AUDITORS AND THE ACCOUNTS FOR THE YE 31 MAR 2006 | Management    | Fo       |
| 2.              | APPROVE THE REPORT ON DIRECTORS REMUNERATION FOR THE YE 31 MAR 2006                           | Management    | Fo       |
| 3.              | DECLARE A FINAL DIVIDEND OF GBP 15.25 PENCE PER ORDINARY SHARE OF THE COMPANY                 | Management    | Fo       |
| 4.              | RE-APPOINT MR. STEPHEN NELSON AS A DIRECTOR   | Management    | Fo       |

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|     |  |            |    |
|-----|--|------------|----|
| 5.  | RE-APPOINT MR. ALICE PERKINS AS A DIRECTOR   | Management | Fo |
| 6.  | RE-APPOINT MR. DAVID ROBERTS AS A DIRECTOR   | Management | Fo |
| 7.  | RE-APPOINT MR. MICK TEMPLE AS A DIRECTOR   | Management | Fo |
| 8.  | RE-APPOINT MR. MARCUS AGIUS AS A DIRECTOR, WHO RETIRES BY ROTATION   | Management | Fo |
| 9.  | RE-APPOINT MR. MIKE CLASPER AS A DIRECTOR, WHO RETIRES BY ROTATION   | Management | Fo |
| 10. | RE-APPOINT MR. MARGARET EWING AS A DIRECTOR, WHO RETIRES BY ROTATION   | Management | Fo |
| 11. | RE-APPOINT MR. TONY WARD AS A DIRECTOR, WHO RETIRES BY ROTATION  | Management | Fo |
| 12. | RE-APPOINT PRICEWATERHOUSECOOPERS LLP AS THE AUDITORS OF THE COMPANY TO HOLD THE OFFICE UNTIL THE CONCLUSION OF THE NEXT GENERAL MEETING AT WHICH THE ACCOUNTS ARE LAID BEFORE THE COMPANY | Management | Fo |
| 13. | AUTHORIZE THE DIRECTORS TO DETERMINE THE REMUNERATION OF THE AUDITORS  | Management | Fo |

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- |      |  |            |    |
|------|--|------------|----|
| S.14 | <p>AUTHORIZE THE DIRECTORS, PURSUANT TO SECTION 95(1) OF THE COMPANIES ACT 1985, TO ALLOT EQUITY SECURITIES SECTION 94(2) OF THE ACT FOR CASH, DISAPPLYING THE STATUTORY PRE-EMPTION RIGHTS SECTION 89(1) OF THE ACT, PROVIDED THAT THIS POWER IS LIMITED TO: A) THE ALLOTMENT OF EQUITY SECURITIES IN CONNECTION WITH A RIGHTS ISSUE, OPEN OFFER OR OTHER OFFER OF SECURITIES IN FAVOR OF THE HOLDERS OF ORDINARY SHARES; AND B) UP TO AN AGGREGATE NOMINAL AMOUNT OF GBP 54,054,000 BEING 54,054,000 ORDINARY SHARES OF GBP 1 EACH; AUTHORITY EXPIRES ON THE DATE OF THE NEXT AGM; AND AUTHORIZE THE DIRECTORS TO ALLOT EQUITY SECURITIES AFTER THE EXPIRY OF THIS AUTHORITY IN PURSUANCE OF SUCH AN OFFER OR AGREEMENT MADE PRIOR TO SUCH EXPIR</p> | Management | Fo |
| 15.  | <p>APPROVE TO EXTEND THE 1996 BAA SHARES SAVE SCHEME FOR A FURTHER PERIOD OF 10 YEARS</p>  | Management | Fo |
| 16.  | <p>AUTHORIZE THE COMPANY, IN ACCORDANCE WITH SECTION 347C OF THE COMPANIES ACT 1985, TO MAKE DONATIONS TO EU POLITICAL ORGANIZATIONS, AS DEFINED IN SECTION 347A OF THAT ACT, NOT EXCEEDING GBP 60,000 IN TOTAL; AND TO INCUR EU POLITICAL EXPENDITURE, AS DEFINED IN SECTION 347A OF THAT ACT, NOT EXCEEDING GBP 60,000 IN TOTAL; AUTHORITY IS GIVEN FOR A PERIOD OF 48 MONTHS</p>  | Management | Fo |
| 17.  | <p>APPROVE, SUBJECT TO SECTION 376 OF THE COMPANIES ACT 1985, TO BRING FORWARD FOR CONSIDERATION AT THE AGM 2007 A PROPOSED AMENDMENT TO THE COMPANY S ARTICLES OF ASSOCIATION WHICH WOULD HAVE THE EFFECT OF REQUIRING SHAREHOLDER APPROVAL FOR MAJOR INVESTMENT PROJECTS SUCH PROJECTS TO BE CONSIDERED IN TERMS OF THEIR ANTICIPATED AGGREGATE TOTAL COST ALONG SIMILAR LINES TO THE REQUIREMENT FOR SHAREHOLDER APPROVAL OF CLASS 1 TRANSACTIONS AS SPECIFIED IN CHAPTER 10 OF THE UK LISTING AUTHORITY RULES</p>  | Management | Fo |
| *    | <p>PLEASE NOTE THAT FOLLOWING THE FERROVIAL CONSORTIUM S RECOMMENDED OFFER THROUGH AIRPORT DEVELOPMENT AND INVESTMENT LIMITED BEING DECLARED UNCONDITIONAL IN ALL RESPECTS AND FURTHER TO A RESOLUTION OF BAA S BOARD ON 26 JUNE 2006, BAA S ANNUAL GENERAL MEETING 2006 WHICH WAS DUE TO TAKE PLACE ON 14 JULY 2006 WILL NOW BE ADJOURNED IMMEDIATELY AFTER IT HAS COMMENCED. NO BUSINESS WILL BE TRANSACTED AT THIS MEETING. THEREFORE, WE STRONGLY SUGGEST THAT BAA SHAREHOLDERS DO NOT ATTEND. THANK YOU.</p>  | Non-Voting |    |

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|---|---|------------|--|
| * | <p>PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT</p> | Non-Voting |  |
|---|---|------------|--|

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OF AN ADDITIONAL COMMENT. ALSO PLEASE NOTE THE NEW CUT-OFF IS 07 JUL 2006. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

-----  
ASSOCIATED BRITISH PORTS HOLDINGS PLC

ISSUER: G05628105

ISIN: GB0000564343

SEDOL: 0056434  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| S.1             | APPROVE THAT FOR THE PURPOSE OF GIVING EFFECT TO THE SCHEME OF ARRANGEMENT DATED 24 JUN 2006 THE SCHEME IN ITS ORIGINAL FORM OR WITH OR SUBJECT TO ANY MODIFICATION, ADDITION OR CONDITION AS THE COMPANY AND ADMIRAL MAY. WITH THE CONSENT OF THE PANEL, AGREE AND IF REQUIRED THE COURT MAY ALLOW INCLUDING, WITHOUT LIMITATION, ANY MODIFICATION OR ADDITION WHICH REPRESENTS AN IMPROVEMENT IN THE VALUE AND/OR TERMS OF THE OFFER BY ADMIRAL FOR THE COMPANY TO BE IMPLEMENTED BY WAY OF THE SCHEME: AUTHORIZE THE DIRECTORS OF THE COMPANY TO TAKE ALL SUCH ACTION AS THEY CONSIDER NECESSARY OR APPROPRIATE FOR CARRYING THE SCHEME INTO EFFECT; THE SHARE CAPITAL OF THE COMPANY BE REDUCED BY CANCELING AND EXTINGUISHING ALL THE CANCELLATION SHARES AS DEFINED IN THE SCHEME; FORTHWITH AND CONTINGENTLY ON SUCH REDUCTION OF CAPITAL TAKING EFFECT AND NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE ARTICLES OF ASSOCIATION OF THE COMPANY; I) THE AUTHORIZED SHARE CAPITAL OF THE COMPANY BE INCREASED TO ITS FORMER AMOUNT BY THE CREATION OF SUCH NUMBER OF NEW ORDINARY SHARES OF 25 PENCE EACH AS SHALL BE EQUAL TO THE NUMBER OF CANCELLATION SHARES CANCELLED; AND (II) THE RESERVE ARISING IN THE BOOKS OF ACCOUNT OF THE COMPANY AS A RESULT OF THE CANCELLATION OF THE CANCELLATION SHARES BE APPLIED IN PAYING UP IN FULL AT PAR THE NEW ORDINARY SHARES OF 25 PENCE EACH REFERRED TO IN SUB-PARAGRAPH (I) ABOVE, SUCH NEW ORDINARY SHARES TO BE ALLOTTED AND ISSUED, CREDITED AS FULLY PAID UP, TO ADMIRAL AND/OR ITS NOMINEE(S) IN ACCORDANCE WITH THE SCHEME; AUTHORIZE THE DIRECTORS OF THE COMPANY PURSUANT TO AND IN ACCORDANCE WITH SECTION 80 OF THE COMPANIES ACT 1985 TO GIVE EFFECT TO THIS RESOLUTION AND ACCORDINGLY TO EFFECT THE ALLOTMENT OF THE NEW ORDINARY SHARES REFERRED TO IN SUB-PARAGRAPH; AUTHORITY SHALL EXPIRE ON THE 5TH ANNIVERSARY OF THIS RESOLUTION; THE MAXIMUM AGGREGATE NOMINAL AMOUNT OF SHARES WHICH MAY BE ALLOTTED HEREUNDER SHALL BE GBP 125,000,000 AND THIS AUTHORITY SHALL BE WITHOUT PREJUDICE AND IN ADDITION TO ANY OTHER AUTHORITY UNDER THE SAID SECTION 80 PREVIOUSLY | Management    | Vo<br>Ca |

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GRANTED BEFORE THE DATE ON WHICH THIS RESOLUTION IS PASSED; WITH EFFECT FROM THE PASSING OF THIS RESOLUTION, THE ARTICLES OF ASSOCIATION OF THE COMPANY BE AMENDED BY THE ADOPTION AND INCLUSION OF NEW ARTICLE 145; WITH EFFECT FROM THE PASSING OF THIS RESOLUTION, THE ARTICLES OF ASSOCIATION OF THE COMPANY BE AMENDED BY THE DELETION OF ARTICLE 84

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 ASSOCIATED BRITISH PORTS HOLDINGS PLC

ISSUER: G05628105

ISIN: GB0000564343

SEDOL: 0056434  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 1.              | APPROVE THE SCHEME OF ARRANGEMENT, REDUCTION AND THE SUBSEQUENT INCREASE IN SHARE CAPITAL OF THE COMPANY ISSUE OF EQUITY WITH PRE-EMPTIVE RIGHTS UP TO GBP 125,000,000 AND AMEND THE ARTICLES OF ASSOCIATION | Management    | Fo       |

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 AT&T INC.

T

ISSUER: 00206R102

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 01              | APPROVE ISSUANCE OF AT&T COMMON SHARES REQUIRED TO BE ISSUED PURSUANT TO THE MERGER AGREEMENT, DATED AS OF MARCH 4, 2006, BY AND AMONG BELLSOUTH CORPORATION, AT&T INC. AND ABC CONSOLIDATION CORP., AS IT MAY BE AMENDED. | Management    | Fo       |

-----  
 BELLSOUTH CORPORATION

BLS

ISSUER: 079860102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 01              | APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 4, 2006, AS AMENDED, AMONG BELLSOUTH, AT&T INC. AND A WHOLLY-OWNED SUBSIDIARY OF AT&T INC. | Management    | Fo       |

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EIRCOM GROUP PLC

ISSUER: G3087T109

ISIN: GB0034341890

SEDOL: B01ZKL4, 3434189, 3434190, B0771Q6

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 1.              | APPROVE THE SCHEME OF ARRANGEMENT TO BE MADE BETWEEN THE COMPANY AND THE HOLDERS OF THE SCHEME SHARES | Management    | Fo       |

EIRCOM GROUP PLC

ISSUER: G3087T109

ISIN: GB0034341890

SEDOL: B01ZKL4, 3434189, 3434190, B0771Q6

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| S.1             | AUTHORIZE THE DIRECTORS TO TAKE ALL SUCH ACTION AS THEY CONSIDER NECESSARY OR APPROPRIATE FOR CARRYING THE SCHEME INTO EFFECTS; APPROVE THE REDUCTION OF THE SHARE CAPITAL OF THE COMPANY BY CANCELLING ALL THE SCHEME CONVERTIBLE PREFERENCE SHARES AND ALL THE CANCELLATION SHARES AS DEFINED IN THE SCHEME; APPROVE, FORTHWITH AND CONTINGENTLY UPON THE REDUCTION OF THE SHARE CAPITAL OF THE COMPANY REFERRED TO IN PARAGRAPH (B), TO APPROVE THE INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY BY THE CREATION OF NEW ORDINARY | Management    | Fo       |

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SHARES AND THE APPLICATION OF THE RESERVES ARISING IN THE BOOKS OF THE COMPANY AS A RESULT OF THE REDUCTIONS OF CAPITAL IN PAYING UP IN FULL AT PAR THE NEW ORDINARY SHARES CREATED AND ALLOTING AND ISSUING THE NAME CREDITED AS HILLY PAID TO BCMIH AND/OR ITS NOMINEES; AUTHORIZE THE DIRECTORS FOR THE PURPOSES OF SECTION 80 OF THE COMPANIES ACT TO ALLOT RELEVANT SECURITIES TO BCMIH; AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY BY THE ADOPTION AND INCLUSION OF NEW ARTICLE 230; AND AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY BY THE DELETION OF EXISTING ARTICLE 20(B) AND THE ADOPTION AND INCLUSION OF NEW ARTICLE 20(B)

|     |   |            |    |
|-----|---|------------|----|
| S.2 | AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY BY DELETING THE EXISTING ARTICLE 23(G) (III) AND ADOPT AND INCLUSIVE A NEW ARTICLE 23(G) (III) | Management | Fo |
|-----|---|------------|----|

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 EIRCOM GROUP PLC

ISSUER: G3087T109

ISIN: GB0034341890

SEDOL: B01ZKL4, 3434189, 3434190, B0771Q6  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 1.                 | RECEIVE AND ADOPT THE REPORT AND THE ACCOUNTS FOR THE FYE 31 MAR 2006 | Management       | Fo       |
| 2.                 | APPROVE THE DIRECTORS REMUNERATION REPORT FOR THE FYE 31 MAR 2006     | Management       | Fo       |
| 3.                 | RE-ELECT MR. DAVID MCREDMOND AS A DIRECTOR                            | Management       | Fo       |
| 4.                 | RE-ELECT MR. PETER E. LYNCH AS A DIRECTOR                             | Management       | Fo       |
| 5.                 | RE-ELECT MR. CATHAL MAGEE AS A DIRECTOR                               | Management       | Fo       |
| 6.                 | RE-ELECT MR. DONAL ROCHE AS A DIRECTOR                                | Management       | Fo       |
| 7.                 | RE-ELECT MR. JOHN CONROY AS A DIRECTOR                                | Management       | Fo       |
| 8.                 | RE-APPOINT PRICEWATERHOUSECOOPERS AS THE AUDITORS OF THE COMPANY      | Management       | Fo       |
| 9.                 | AUTHORIZE THE DIRECTORS TO DETERMINE THE REMUNERATION OF THE AUDITORS | Management       | Fo       |
| S.10               | AUTHORIZE THE DIRECTORS, SECTION 80, TO ALLOT                         | Management       | Fo       |



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SHARES

|      |   |            |    |
|------|---|------------|----|
| S.11 | AUTHORIZE THE DIRECTORS, SECTION 89, TO ALLOT EQUITY SECURITIES FOR CASH WITHOUT MAKING A PRE-EMPTIVE OFFER TO SHAREHOLDERS | Management | Fo |
|------|---|------------|----|

|      |  |            |    |
|------|--|------------|----|
| S.12 | AUTHORIZE THE COMPANY TO PURCHASE ITS OWN SHARES | Management | Fo |
|------|--|------------|----|

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SCOTTISH POWER PLC

SPI

ISSUER: 81013T804

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| S12                | TO RENEW AUTHORITY OF THE COMPANY TO PURCHASE ITS OWN SHARES.   | Management       | Fo       |
| S11                | TO RENEW THE AUTHORITY OF THE DIRECTORS TO DISAPPLY PRE-EMPTION RIGHTS.   | Management       | Fo       |
| O10                | TO RENEW THE GENERAL AUTHORITY OF THE DIRECTORS TO ALLOT SHARES.  | Management       | Fo       |
| O9                 | TO AUTHORIZE THE COMPANY TO MAKE DONATIONS TO EU POLITICAL ORGANIZATIONS AND TO INCUR EU POLITICAL EXPENDITURE. | Management       | Fo       |
| O8                 | TO AUTHORIZE THE INTRODUCTION OF THE LONG-TERM INCENTIVE PLAN 2006.   | Management       | Fo       |
| O7                 | TO AUTHORIZE THE DIRECTORS TO SET THE REMUNERATION OF THE AUDITORS.   | Management       | Fo       |
| O6                 | TO APPOINT DELOITTE & TOUCHE LLP AS AUDITORS OF THE COMPANY.  | Management       | Fo       |
| O5                 | TO RE-ELECT NICK ROSE AS A DIRECTOR.  | Management       | Fo       |
| O4                 | TO RE-ELECT CHARLES MILLER SMITH AS A DIRECTOR.   | Management       | Fo       |
| O3                 | TO ELECT PHILIP BOWMAN AS A DIRECTOR.   | Management       | Fo       |
| O2                 | TO APPROVE THE REMUNERATION REPORT.   | Management       | Fo       |
| O1                 | TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2006.                                    | Management       | Fo       |

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DIAGNOSTIC PRODUCTS CORPORATION

DP

ISSUER: 252450101

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

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| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 02                 | THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING AND ANY ADJOURNMENT THEREOF, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF APPROVAL OF THE MERGER AGREEMENT AND THE MERGER AT THE TIME OF THE SPECIAL MEETING. | Management       | Fo       |
| 01                 | THE APPROVAL OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 26, 2006, AMONG SIEMENS, DRESDEN MERGER SUB AND DPC, AND THE MERGER, WHEREBY DRESDEN MERGER SUB, A WHOLLY OWNED SUBSIDIARY OF SIEMENS, WILL MERGE WITH AND INTO DPC.  | Management       | Fo       |

UNITED UTILITIES PLC

UU

ISSUER: 91311Q105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 14                 | AMENDING THE RULES OF THE INTERNATIONAL PLAN<br>* SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING. | Management       | Fo       |
| 13                 | AMENDING THE RULES OF THE PERFORMANCE SHARE PLAN  | Management       | Fo       |
| 12                 | AUTHORISING MARKET PURCHASES OF ITS OWN SHARES<br>BY THE COMPANY                                      | Management       | Fo       |
| 11                 | DISAPPLYING STATUTORY PRE-EMPTION RIGHTS  | Management       | Fo       |
| 10                 | AUTHORISING THE DIRECTORS TO ALLOT SHARES   | Management       | Fo       |
| 09                 | REMUNERATING THE AUDITOR  | Management       | Fo       |
| 08                 | REAPPOINTING THE AUDITOR  | Management       | Fo       |
| 07                 | REAPPOINTING GORDON WATERS  | Management       | Fo       |
| 06                 | REAPPOINTING SIR PETER MIDDLETON  | Management       | Fo       |
| 05                 | REAPPOINTING PAUL HEIDEN  | Management       | Fo       |
| 04                 | REAPPOINTING PHILIP GREEN   | Management       | Fo       |
| 03                 | APPROVING THE DIRECTORS REMUNERATION REPORT   | Management       | Fo       |
| 02                 | DECLARING A FINAL DIVIDEND  | Management       | Fo       |
| 01                 | RECEIVING THE REPORT AND ACCOUNTS   | Management       | Fo       |

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NATIONAL GRID PLC

NGG

ISSUER: 636274300

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS   | Management       | Fo       |
| 02                 | TO DECLARE A FINAL DIVIDEND   | Management       | Fo       |
| 03                 | TO RE-ELECT SIR JOHN PARKER   | Management       | Fo       |
| 04                 | TO RE-ELECT STEVE LUCAS   | Management       | Fo       |
| 05                 | TO RE-ELECT NICK WINSER   | Management       | Fo       |
| 06                 | TO RE-ELECT KEN HARVEY  | Management       | Fo       |
| 07                 | TO RE-ELECT STEPHEN PETTIT  | Management       | Fo       |
| 08                 | TO RE-ELECT GEORGE ROSE   | Management       | Fo       |
| 09                 | TO RE-ELECT STEVE HOLLIDAY  | Management       | Fo       |
| 10                 | TO REAPPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITORS<br>AND SET THEIR REMUNERATION           | Management       | Fo       |
| 11                 | TO APPROVE THE DIRECTORS REMUNERATION REPORT  | Management       | Fo       |
| 12                 | TO AUTHORISE THE DIRECTORS TO ISSUE ORDINARY SHARES   | Management       | Fo       |
| 13                 | TO DISAPPLY PRE-EMPTION RIGHTS  | Management       | Fo       |
| 14                 | TO AUTHORISE THE DIRECTORS TO PURCHASE THE COMPANY<br>S ORDINARY SHARES                     | Management       | Fo       |
| 15                 | TO AUTHORISE THE DIRECTORS TO PURCHASE THE COMPANY<br>S B SHARES                            | Management       | Fo       |
| 16                 | TO AUTHORISE THE DIRECTORS TO APPROVE THE BROKER<br>CONTRACT FOR THE REPURCHASE OF B SHARES | Management       | Fo       |
| 17                 | TO AMEND THE ARTICLES OF ASSOCIATION  | Management       | Fo       |

NATIONAL GRID PLC

NGG

ISSUER: 636274300

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal                   | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------------------------|------------------|----------|
| 01                 | TO APPROVE THE ACQUISITION | Management       | Fo       |

KOREA ELECTRIC POWER CORPORATION

KEP

ISSUER: 500631106

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | ELECT MR. JONG HWAK PARK, MANAGER SECRETARIAT, AS A STANDING DIRECTOR.                                      | Management    | Fo    |
| 02              | ELECT MR. MYOUNG CHUL JANG, GENERAL MANAGER, PERSONAL & GENERAL AFFAIRS DEPARTMENT, AS A STANDING DIRECTOR. | Management    | Fo    |
| 03              | ELECT MR. HO MUN, GENERAL MANAGER, CHOONGNAM DISTRICT HEAD OFFICE, AS A STANDING DIRECTOR.                  | Management    | Fo    |

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KERR-MCGEE CORPORATION

KMG

ISSUER: 492386107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 22, 2006, BY AND AMONG ANADARKO PETROLEUM CORPORATION, APC ACQUISITION SUB, INC. AND KERR-MCGEE CORPORATION PURSUANT TO WHICH APC ACQUISITION SUB, INC. WOULD BE MERGED WITH AND INTO KERR-MCGEE CORPORATION AND KERR-MCGEE CORPORATION WOULD BECOME A WHOLLY-OWNED SUBSIDIARY OF ANADARKO PETROLEUM CORPORATION. | Management    | Fo    |
| 02              | PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ADOPTION OF THE MERGER AGREEMENT REFERRED TO IN ITEM 1, ABOVE.  | Management    | Fo    |

BOC GROUP PLC

ISSUER: G12068113

ISIN: GB0001081206

SEDOL: 0108120, 6114110, B02S6Q9, 5498279

VOTE GROUP: GLOBAL

| Proposal | Proposal | Vo |
|----------|----------|----|
|----------|----------|----|

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| Number | Proposal  | Type       | Ca |
|--------|---|------------|----|
| S.1    | <p>AUTHORIZE THE DIRECTORS OF THE COMPANY, FOR THE PURPOSE OF GIVING EFFECT TO THE SCHEME OF ARRANGEMENT DATED 22 JUL 2006 SCHEME IN ITS ORIGINAL FORM OR WITH OR SUBJECT TO ANY MODIFICATION, ADDITION OR CONDITION INCLUDING, WITHOUT LIMITATION ANY MODIFICATION OR ADDITION WHICH REPRESENTS AN IMPROVEMENT IN THE VALUE AND/OR TERMS OF THE OFFER TO BOC SHAREHOLDERS, TO TAKE ALL SUCH ACTION AS THEY CONSIDER NECESSARY OR APPROPRIATE FOR CARRYING THE SCHEME INTO EFFECT; APPROVE, TO REDUCE THE SHARE CAPITAL OF THE COMPANY BY CANCELING AND EXTINGUISHING ALL THE CANCELLATION SHARES AS DEFINED IN SCHEME; FORTHWITH AND CONTINGENTLY ON SUCH REDUCTION OF CAPITAL TAKING EFFECT AND NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE ARTICLES OF ASSOCIATION OF THE COMPANY:</p> <p>I) TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY TO ITS FORMER AMOUNT BY THE CREATION OF SUCH NUMBER OF NEW ORDINARY SHARES OF 25 PENCE EACH AS SHALL BE EQUAL TO THE NUMBER OF CANCELLATION SHARES CANCELLED AS SPECIFIED; II) THE RESERVE ARISING IN THE BOOKS OF ACCOUNT OF THE COMPANY AS A RESULT OF THE CANCELLATION OF THE CANCELLATION SHARES BE APPLIED IN PAYING UP IN FULL AT PAR THE NEW ORDINARY SHARES OF 25 PENCE EACH AS SPECIFIED, SUCH NEW ORDINARY SHARES TO BE ALLOTTED AND ISSUED, CREATED AS FULLY PAID UP TO LINDE AND/OR ITS NOMINEE(S) IN ACCORDANCE WITH THE SCHEME; AND III) AUTHORIZE THE DIRECTORS OF THE COMPANY, IN ACCORDANCE WITH SECTION 80 OF THE COMPANIES ACT, TO GIVE EFFECT TO THIS RESOLUTION AND ACCORDINGLY TO EFFECT THE ALLOTMENT OF THE NEW ORDINARY SHARES UP TO THE MAXIMUM AGGREGATE NOMINAL AMOUNT OF SHARES WHICH MAY BE ALLOTTED SHALL BE 590,000,000; AUTHORITY EXPIRES AT THE AT THE END OF 5TH ANNIVERSARY; THIS AUTHORITY SHALL BE WITHOUT PREJUDICE AND IN ADDITION TO ANY OTHER AUTHORITY UNDER THE SECTION 80 PREVIOUSLY GRANTED BEFORE THE DATE ON WHICH THIS RESOLUTION PASSED; AND AMEND THE ARTICLES OF ASSOCIATION BY ADOPTION AND INCLUSION OF NEW ARTICLE 147 AND DELETING ARTICLE 85 SHAREHOLDING QUALIFICATION AND THE CONSEQUENTIAL NUMBERING OF AND UPDATING OF CROSS-REFERENCES IN THE REMAINING ARTICLES AS SPECIFIED</p> | Management | Fo |

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-----  
 BOC GROUP PLC

ISSUER: G12068113

ISIN: GB0001081206

SEDOL: 0108120, 6114110, B02S6Q9, 5498279

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1.              | APPROVE WITH OR WITHOUT MODIFICATIONS THE PROPOSED SCHEME OF ARRANGEMENT ASSPECIFIED IN THE NOTICE CONVENING THE COURT MEETING DATED 22 JUL 2006 | Management    | Fo    |

H.J. HEINZ COMPANY

HNZ CONTES

ISSUER: 423074103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | DIRECTOR  | Management    | Fo    |
|                 | W.R. JOHNSON  | Management    | Fo    |
|                 | C.E. BUNCH  | Management    | Fo    |
|                 | M.C. CHOKSI   | Management    | Fo    |
|                 | P.H. COORS  | Management    | Fo    |
|                 | J.G. DROSDICK   | Management    | Fo    |
|                 | E.E. HOLIDAY  | Management    | Fo    |
|                 | C. KENDLE   | Management    | Fo    |
|                 | D.H. REILLEY  | Management    | Fo    |
|                 | L.C. SWANN  | Management    | Fo    |
|                 | T.J. USHER  | Management    | Fo    |
|                 | NELSON PELTZ  | Opposition    | Fo    |
|                 | MICHAEL F. WEINSTEIN  | Opposition    | Fo    |
| 02              | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management    | Fo    |

KEYSPAN CORPORATION

KSE

ISSUER: 49337W100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 25, 2006, BETWEEN NATIONAL GRID PLC, NATIONAL GRID US8, INC. AND KEYSPAN CORPORATION, AS IT MAY BE AMENDED. | Management    | Fo    |
| 02              | DIRECTOR   | Management    | Fo    |
|                 | ROBERT B. CATELL   | Management    | Fo    |
|                 | ANDREA S. CHRISTENSEN  | Management    | Fo    |

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|    |  |                    |             |      |
|----|--|--------------------|-------------|------|
|    |  | ROBERT J. FANI     | Management  | Fo   |
|    |  | ALAN H. FISHMAN    | Management  | Fo   |
|    |  | JAMES R. JONES     | Management  | Fo   |
|    |  | JAMES L. LARocca   | Management  | Fo   |
|    |  | GLORIA C. LARSON   | Management  | Fo   |
|    |  | STEPHEN W. MCKESSY | Management  | Fo   |
|    |  | EDWARD D. MILLER   | Management  | Fo   |
|    |  | VIKKI L. PRYOR     | Management  | Fo   |
| 03 | RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED ACCOUNTANTS. |                    | Management  | Fo   |
| 04 | SHAREHOLDER PROPOSAL TO ADOPT SIMPLE MAJORITY VOTE.                          |                    | Shareholder | Agai |

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 NORTH FORK BANCORPORATION, INC.

NFB

ISSUER: 659424105

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 12, 2006 BETWEEN CAPITAL ONE FINANCIAL CORPORATION AND NORTH FORK BANCORPORATION, INC. AS IT MAY BE AMENDED FROM TIME TO TIME, PURSUANT TO WHICH NORTH FORK WILL MERGE WITH AND INTO CAPITAL ONE. | Management    | Fo    |
| 02              | TO ADJOURN OR POSTPONE THE NORTH FORK ANNUAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES.   | Management    | Fo    |
| 03              | DIRECTOR   | Management    | Fo    |
|                 | JOSIAH AUSTIN  | Management    | Fo    |
|                 | KAREN GARRISON   | Management    | Fo    |
|                 | JOHN ADAM KANAS  | Management    | Fo    |
|                 | RAYMOND A. NIELSEN   | Management    | Fo    |
|                 | A. ROBERT TOWBIN   | Management    | Fo    |
| 04              | RATIFICATION OF OUR APPOINTMENT OF KPMG LLP AS NORTH FORK S INDEPENDENT AUDITORS FOR 2006.   | Management    | Fo    |

-----  
 WESTERN GAS RESOURCES, INC.

WGR

ISSUER: 958259103

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

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| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 22, 2006, AS AMENDED, AMONG ANADARKO PETROLEUM CORPORATION (ANADARKO), APC MERGER SUB, INC. (MERGER SUB) AND WESTERN, AND APPROVE THE MERGER OF MERGER SUB WITH AND INTO WESTERN, WITH WESTERN CONTINUING AS THE SURVIVING CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo    |

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KERZNER INTERNATIONAL LIMITED

KZL

ISSUER: P6065Y107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 02              | TO ADJOURN THE EXTRAORDINARY GENERAL MEETING AND TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF APPROVAL OF THE MERGER AGREEMENT IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE THE MERGER AGREEMENT.                   | Management    | Fo    |
| 01              | TO APPROVE THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER DATED AS OF APRIL 30, 2006 (THE MERGER AGREEMENT), BY AND AMONG K-TWO HOLDCO LIMITED, ITS WHOLLY-OWNED SUBSIDIARY K-TWO SUBCO LIMITED AND KERZNER INTERNATIONAL LIMITED. | Management    | Fo    |

WACHOVIA CORPORATION

WB

ISSUER: 929903102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | TO APPROVE THE ISSUANCE OF SHARES OF WACHOVIA COMMON STOCK AS CONSIDERATION IN THE PROPOSED | Management    | Fo    |



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MERGER OF GOLDEN WEST FINANCIAL CORPORATION WITH AND INTO A WHOLLY-OWNED SUBSIDIARY OF WACHOVIA, PURSUANT TO AN AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 7, 2006, BY AND AMONG WACHOVIA, GOLDEN WEST, AND SUCH WHOLLY-OWNED SUBSIDIARY OF WACHOVIA.

02 TO APPROVE THE AMENDED AND RESTATED WACHOVIA CORPORATION 2003 STOCK INCENTIVE PLAN. Management Fo

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TRIZEC PROPERTIES, INC. TRZ

ISSUER: 89687P107 ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
|-----------------|----------|---------------|-------|

|    |  |            |    |
|----|--|------------|----|
| 02 | APPROVAL OF ANY ADJOURNMENTS OF THE SPECIAL MEETING OF STOCKHOLDERS FOR THE PURPOSE OF SOLICITING ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE SPECIAL MEETING OF STOCKHOLDERS TO ADOPT THE AGREEMENT AND PLAN OF MERGER AND ARRANGEMENT AGREEMENT. | Management | Fo |
|----|--|------------|----|

|    |   |            |    |
|----|---|------------|----|
| 01 | THE AGREEMENT AND PLAN OF MERGER AND ARRANGEMENT AGREEMENT, DATED AS OF JUNE 5, 2006, BY AND AMONG TRIZEC PROPERTIES, INC., TRIZEC HOLDINGS OPERATING LLC, TRIZEC CANADA INC., GRACE HOLDINGS LLC, GRACE ACQUISITION CORPORATION, 4162862 CANADA LIMITED, AND GRACE OP LLC, PURSUANT TO WHICH GRACE ACQUISITION CORPORATION WOULD MERGE WITH AND INTO TRIZEC PROPERTIES, INC. | Management | Fo |
|----|---|------------|----|

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ADVO, INC. AD

ISSUER: 007585102 ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
|-----------------|----------|---------------|-------|

|    |   |            |    |
|----|---|------------|----|
| 01 | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, | Management | Fo |
|----|---|------------|----|

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DATED AS OF JULY 5, 2006, BY AND AMONG VALASSIS COMMUNICATIONS, INC., MICHIGAN ACQUISITION CORPORATION AND ADVO, INC., AS IT MAY BE AMENDED FROM TIME TO TIME (THE AGREEMENT AND PLAN OF MERGER).

|    |  |            |    |
|----|--|------------|----|
| 02 | PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE THE AGREEMENT AND PLAN OF MERGER. | Management | Fo |
|----|--|------------|----|

UNITED STATES CELLULAR CORPORATION USM

ISSUER: 911684108 ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                     | Proposal Type | Vo |
|-----------------|------------------------------|---------------|----|
| 01              | DIRECTOR                     | Management    | Fo |
| 02              | RATIFY ACCOUNTANTS FOR 2006. | Management    | Fo |
|                 | H. J. HARCZAK, JR.           | Management    | Fo |

HUMMINGBIRD LTD. HUMC

ISSUER: 44544R101 ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | THE SPECIAL RESOLUTION APPROVING THE ARRANGEMENT (THE ARRANGEMENT) UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT INVOLVING HUMMINGBIRD LTD. (THE COMPANY), OPEN TEXT CORPORATION AND 6575064 CANADA INC. IN THE FORM ATTACHED AS APPENDIX A TO THE MANAGEMENT INFORMATION CIRCULAR OF THE COMPANY DATED AUGUST 18, 2006. | Management    | Fo |
| 02              | THE ORDINARY RESOLUTION RATIFYING THE ISSUANCE OF OPTIONS TO ACQUIRE 50,000 COMMON SHARES TO EACH OF HADLEY C. FORD, JOHN B. WADE III AND JOHN A. MACDONALD ON MARCH 3, 2006.  | Management    | Fo |

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SOVEREIGN BANCORP, INC.

SOV

ISSUER: 845905108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 02              | TO APPROVE THE SOVEREIGN BANCORP, INC. 2006 NON-EMPLOYEE DIRECTOR COMPENSATION PLAN.   | Management    | Fo   |
| 01              | DIRECTOR   | Management    | Fo   |
|                 | BRIAN HARD   | Management    | Fo   |
|                 | MARIAN L. HEARD  | Management    | Fo   |
|                 | CAMERON C. TROILO, SR.   | Management    | Fo   |
|                 | RALPH V. WHITWORTH   | Management    | Fo   |
| 04              | TO ACT ON A SHAREHOLDER PROPOSAL IF PRESENTED AT THE MEETING.  | Shareholder   | Agai |
| 03              | TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF SOVEREIGN S BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS SOVEREIGN S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2006. THE BOARD OF DIRECTORS RECOMMENDS A VOTE AGAINST MATTER NO. 4. | Management    | Fo   |

SKYLINE CORPORATION

SKY

ISSUER: 830830105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal          | Proposal Type | Vo |
|-----------------|-------------------|---------------|----|
| 01              | DIRECTOR          | Management    | Fo |
|                 | ARTHUR J. DECIO   | Management    | Fo |
|                 | THOMAS G. DERANEK | Management    | Fo |
|                 | JOHN C. FIRTH     | Management    | Fo |
|                 | JERRY HAMMES      | Management    | Fo |
|                 | RONALD F. KLOSKA  | Management    | Fo |
|                 | WILLIAM H. LAWSON | Management    | Fo |
|                 | DAVID T. LINK     | Management    | Fo |
|                 | ANDREW J. MCKENNA | Management    | Fo |

BLACKROCK, INC.

BLK

ISSUER: 09247X101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 09              | APPROVAL OF AN AMENDMENT TO THE BLACKROCK, INC. 1999 STOCK AWARD AND INCENTIVE PLAN TO INCREASE SHARES OF CLASS A COMMON STOCK.   | Management    | Fo       |
| 08              | THE APPROVAL OF A PROVISION IN NEW BLACKROCK S CERTIFICATE OF INCORPORATION WILL BE SUBJECT SECTION 203 OF LAW.   | Management    | Fo       |
| 07              | THE APPROVAL OF IN NEW BLACKROCK S CERTIFICATE OF INCORPORATION AND BY-LAWS PERMITTING THE NUMBER OF DIRECTORS TO BE CHANGED.   | Management    | Fo       |
| 06              | THE APPROVAL OF PROVISIONS IN NEW BLACKROCK S CERTIFICATE OF INCORPORATION AND BY-LAWS PERMITTING ACTION BY WRITTEN CONSENT OF STOCKHOLDER IF SUCH ACTION HAS BEEN APPROVED IN ADVANCE BY THE BOARD OF DIRECTORS. | Management    | Fo       |

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|    |   |            |    |
|----|---|------------|----|
| 05 | THE APPROVAL OF PROVISIONS IN NEW BLACKROCK S CERTIFICATE OF INCORPORATION AUTHORIZING 1 BILLION SHARES OF CAPITAL STOCK.   | Management | Fo |
| 04 | THE APPROVAL OF PROVISIONS IN NEW BLACKROCK S CERTIFICATE OF INCORPORATION AND BY-LAWS MAY ONLY BE AMENDED OR MODIFIED IN ACCORDANCE WITH THE PROVISIONS OF THE STOCKHOLDER AGREEMENT WITH MERRILL LYNCH, AS DESCRIBED IN THE PROXY STATEMENT.  | Management | Fo |
| 03 | THE APPROVAL OF PROVISIONS IN NEW BLACKROCK S CERTIFICATE OF INCORPORATION AND BY-LAWS, AS DESCRIBED IN THE PROXY STATEMENT.  | Management | Fo |
| 02 | APPROVAL OF THE ISSUANCE BY NEW BLACKROCK TO MERRILL LYNCH OF 65 MILLION SHARES OF CAPITAL STOCK OF NEW BLACKROCK, WHICH WILL BE DIVIDED BETWEEN SHARES OF NEW BLACKROCK COMMON STOCK, AND PREFERRED STOCK, AS DESCRIBED IN THE PROXY STATEMENT.  | Management | Fo |
| 01 | ADOPTION OF THE TRANSACTION AGREEMENT AND PLAN OF MERGER, BY AND AMONG MERRILL LYNCH & CO., INC., BLACKROCK, INC., NEW BLACKROCK, INC., AND BLACKROCK MERGER SUB, INC. AND THE APPROVAL OF THE MERGER CONTEMPLATED THEREBY, PURSUANT TO WHICH BLACKROCK MERGER SUB, INC. WILL BE MERGED WITH AND INTO BLACKROCK, AS DESCRIBED IN THE PROXY STATEMENT. | Management | Fo |

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 GENERAL MILLS, INC.

GIS

ISSUER: 370334104

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 01              | DIRECTOR   | Management    | Fo       |
|                 | PAUL DANOS   | Management    | Fo       |
|                 | WILLIAM T. ESREY   | Management    | Fo       |
|                 | RAYMOND V. GILMARTIN   | Management    | Fo       |
|                 | JUDITH RICHARDS HOPE   | Management    | Fo       |
|                 | HEIDI G. MILLER  | Management    | Fo       |
|                 | H. OCHOA-BRILLEMBOURG  | Management    | Fo       |
|                 | STEVE ODLAND   | Management    | Fo       |
|                 | KENDALL J. POWELL  | Management    | Fo       |
|                 | MICHAEL D. ROSE  | Management    | Fo       |
|                 | ROBERT L. RYAN   | Management    | Fo       |
|                 | STEPHEN W. SANGER  | Management    | Fo       |
|                 | A. MICHAEL SPENCE  | Management    | Fo       |
|                 | DOROTHY A. TERRELL   | Management    | Fo       |
| 02              | RATIFY THE APPOINTMENT OF KPMG LLP AS GENERAL MILLS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management    | Fo       |
| 03              | ADOPT THE 2006 COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS.                                       | Management    | Agai     |
| 04              | STOCKHOLDER PROPOSAL ON LABELING OF GENETICALLY ENGINEERED FOOD PRODUCTS.                          | Shareholder   | Agai     |

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UNIVISION COMMUNICATIONS INC.

UVN

ISSUER: 914906102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 02              | APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management    | Fo       |
| 01              | CONSIDER AND VOTE UPON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 26, 2006, BY AND AMONG UNIVISION COMMUNICATIONS INC., UMBRELLA HOLDINGS, LLC, A DELAWARE LIMITED               | Management    | Fo       |

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LIABILITY COMPANY (THE BUYER), AND UMBRELLA ACQUISITION, INC., A DELAWARE CORPORATION AND A WHOLLY-OWNED SUBSIDIARY OF THE BUYER.

-----  
 CONAGRA FOODS, INC.

CAG

ISSUER: 205887102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                       | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 03              | RATIFY THE APPOINTMENT OF INDEPENDENT AUDITORS | Management    | Fo       |
| 02              | APPROVE THE 2006 STOCK PLAN                    | Management    | Fo       |
| 01              | DIRECTOR                                       | Management    | Fo       |
|                 | DAVID H. BATCHELDER                            | Management    | Fo       |
|                 | STEVEN F. GOLDSTONE                            | Management    | Fo       |
|                 | MARK H. RAUENHORST                             | Management    | Fo       |
|                 | GARY M. RODKIN                                 | Management    | Fo       |

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 AMSOUTH BANCORPORATION

ASO

ISSUER: 032165102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 02              | APPROVE THE ADJOURNMENT OF THE AMSOUTH SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES.   | Management    | Fo       |
| 01              | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, BY AND BETWEEN REGIONS FINANCIAL CORPORATION AND AMSOUTH BANCORPORATION, DATED AS OF MAY 24, 2006, AS IT MAY BE AMENDED FROM TIME TO TIME, PURSUANT TO WHICH AMSOUTH BANCORPORATION WILL BE MERGED WITH AND INTO REGIONS FINANCIAL CORPORATION. | Management    | Fo       |

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 EXCEL COAL LTD

ISSUER: Q364AS109

ISIN: AU000000EXL4

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SEDOL: B03NN73, B00NTW3, B010S48

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| *                  | PLEASE NOTE THAT THIS IS A SCHEME MEETING. THANK YOU.  | Non-Voting       |          |
| 1.                 | APPROVE, PURSUANT TO AND IN ACCORDANCE WITH SECTION 411 OF THE COMPANIES ACT, THE SCHEME OF ARRANGEMENT ENTERED INTO BETWEEN EXCEL COAL LIMITED AND THE HOLDERS OF ITS FULLY PAID ORDINARY SHARES SCHEME AND AUTHORIZE THE BOARD OF DIRECTORS OF EXCEL TO AGREE TO SUCH MODIFICATIONS OR CONDITIONS AS ARE THOUGH FIT BY THE FEDERAL COURT OF AUSTRALIA COURT AND, SUBJECT TO APPROVAL OF THE SCHEME BY THE COUNT, TO IMPLEMENT THE SCHEME WITH ANY SUCH MODIFICATIONS OR CONDITIONS | Management       | Fo       |

TELECOM CORPORATION OF NEW ZEALAND L

NZT

ISSUER: 879278208

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 03                 | TO RE-ELECT MR. MCGEOCH AS A DIRECTOR.                              | Management       | Fo       |
| 02                 | TO RE-ELECT MR. MCLEOD AS A DIRECTOR.                               | Management       | Fo       |
| 01                 | TO AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS. | Management       | Fo       |

THE PROCTER & GAMBLE COMPANY

PG

ISSUER: 742718109

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 02                 | APPROVE AMENDMENT TO THE CODE OF REGULATIONS TO DECREASE THE AUTHORIZED NUMBER OF DIRECTORS ON THE BOARD                                 | Management       | Fo       |
| 04                 | REAPPROVE AND AMEND THE MATERIAL TERMS OF THE PERFORMANCE CRITERIA UNDER THE PROCTER & GAMBLE 2001 STOCK AND INCENTIVE COMPENSATION PLAN | Management       | Fo       |
| 05                 | SHAREHOLDER PROPOSAL - AWARD NO FUTURE STOCK   | Shareholder      | Agai     |

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OPTIONS

|    |  |                      |            |    |
|----|--|----------------------|------------|----|
| 01 | DIRECTOR   |                      | Management | Fo |
|    |  | NORMAN R. AUGUSTINE  | Management | Fo |
|    |  | A.G. LAFLEY          | Management | Fo |
|    |  | JOHNATHAN A. RODGERS | Management | Fo |
|    |  | JOHN F. SMITH, JR.   | Management | Fo |
|    |  | MARGARET C. WHITMAN  | Management | Fo |
| 03 | RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM |                      | Management | Fo |

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EDISON SPA

ISSUER: T3552V114

ISIN: IT0003152417

BLOCKING

SEDOL: B06MTB3, 7513578, B1BK8V2, 7519822  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo           |
|--------------------|--|------------------|--------------|
| *                  | PLEASE NOTE THAT THIS IS AN OGM. THANK YOU   | Non-Voting       |              |
| 1.                 | APPROVE, AS PER SUB-SECTION 469, LAW 266/05 AND RELATED RESOLUTIONS, TO ENTERIN THE BALANCE SHEET AN ACCOUNTING RECORD RELATED TO FISCAL CONSTRAINTS ON AVAILABLE RESERVES AND ON A PORTION OF THE STOCK CAPITAL FOR THE TOTAL AMOUNT EQUAL TO EUR 703,508,704.52  | Management       | Take<br>Acti |
| *                  | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 12 OCT 2006. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. PLEASE BE ALSO ADVISED THAT YOUR SHARES WILL BE BLOCKED UNTIL THE QUORUM IS MET OR THE MEETING IS CANCELLED. THANK YOU. | Non-Voting       |              |

-----  
AZTAR CORPORATION

AZR

ISSUER: 054802103

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL



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| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 02              | APPROVAL OF ANY PROPOSAL TO ADJOURN, POSTPONE OR CONTINUE THE SPECIAL MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ITEM 1 IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES FOR APPROVAL OF ITEM 1 AT THE SPECIAL MEETING. | Management    | Fo |
| 01              | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 19, 2006, BY AND AMONG AZTAR CORPORATION, COLUMBIA SUSSEX CORPORATION, WIMAR TAHOE CORPORATION D/B/A COLUMBIA ENTERTAINMENT AND WT-COLUMBIA DEVELOPMENT, INC.                    | Management    | Fo |

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FIDELITY NATIONAL FINANCIAL, INC.

FNF

ISSUER: 316326107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 02              | DIRECTOR  | Management    | Fo |
|                 | JOHN F. FARRELL, JR.  | Management    | Fo |
|                 | DANIEL D. (RON) LANE  | Management    | Fo |
| 01              | APPROVAL OF THE AGREEMENT AND PLAN OF MERGER, DATED JUNE 25, 2006, AS AMENDED AND RESTATED AS OF SEPTEMBER 18, 2006, BY AND BETWEEN FIDELITY NATIONAL INFORMATION SERVICES, INC. AND FIDELITY NATIONAL FINANCIAL, INC., WHEREBY FIDELITY NATIONAL FINANCIAL, INC. WILL MERGE WITH AND INTO FIDELITY NATIONAL INFORMATION SERVICES, INC. | Management    | Fo |
| 03              | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE 2006 FISCAL YEAR.   | Management    | Fo |

THE REYNOLDS AND REYNOLDS COMPANY

REY

ISSUER: 761695105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo |
|-----------------|----------|---------------|----|
|-----------------|----------|---------------|----|

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|    |  |            |    |
|----|--|------------|----|
| I  | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 7, 2006, BY AND AMONG UNIVERSAL COMPUTER SYSTEMS HOLDING, INC., RACECAR ACQUISITION CO. AND THE REYNOLDS AND REYNOLDS COMPANY.   | Management | Fo |
| II | TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING OF SHAREHOLDERS, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL I. | Management | Fo |

DUKE ENERGY CORPORATION

DUK

ISSUER: 26441C105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | DIRECTOR   | Management    | Fo    |
|                 | ROGER AGNELLI  | Management    | Fo    |
|                 | PAUL M. ANDERSON   | Management    | Fo    |
|                 | WILLIAM BARNET, III  | Management    | Fo    |
|                 | G. ALEX BERNHARDT, SR.   | Management    | Fo    |
|                 | MICHAEL G. BROWNING  | Management    | Fo    |
|                 | PHILLIP R. COX   | Management    | Fo    |
|                 | WILLIAM T. ESREY   | Management    | Fo    |
|                 | ANN MAYNARD GRAY   | Management    | Fo    |
|                 | JAMES H. HANCE, JR.  | Management    | Fo    |
|                 | DENNIS R. HENDRIX  | Management    | Fo    |
|                 | MICHAEL E.J. PHELPS  | Management    | Fo    |
|                 | JAMES T. RHODES  | Management    | Fo    |
|                 | JAMES E. ROGERS  | Management    | Fo    |
|                 | MARY L. SCHAPIRO   | Management    | Fo    |
|                 | DUDLEY S. TAFT   | Management    | Fo    |
| 02              | APPROVAL OF THE DUKE ENERGY CORPORATION 2006 LONG-TERM INCENTIVE PLAN.                         | Management    | Fo    |
| 03              | RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY S INDEPENDENT PUBLIC ACCOUNTANT FOR 2006. | Management    | Fo    |

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SARA LEE CORPORATION

SLE

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ISSUER: 803111103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | B. BARNES  | Management       | Fo       |
|                    | J.T. BATTENBERG III  | Management       | Fo       |
|                    | C. BEGLEY  | Management       | Fo       |
|                    | C. CARROLL   | Management       | Fo       |
|                    | V. COLBERT   | Management       | Fo       |
|                    | J. CROWN   | Management       | Fo       |
|                    | W. DAVIS   | Management       | Fo       |
|                    | L. KOELLNER  | Management       | Fo       |
|                    | C. VAN LEDE  | Management       | Fo       |
|                    | I. PROSSER   | Management       | Fo       |
|                    | R. RIDGWAY   | Management       | Fo       |
|                    | J. WARD  | Management       | Fo       |
| 04                 | TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING THE<br>COMPENSATION DISCUSSION AND ANALYSIS.   | Shareholder      | Agai     |
| 03                 | TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING CHAIRMAN<br>AND CEO POSITIONS.   | Shareholder      | Agai     |
| 02                 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS SARA LEE S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTANTS FOR FISCAL 2007. | Management       | Fo       |

PETROCHINA COMPANY LIMITED

PTR

ISSUER: 71646E100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | THAT THE CONTINUING CONNECTED TRANSACTIONS ARISING<br>AS A RESULT OF THE ACQUISITION OF A 67% INTEREST<br>IN PETROKAZAKHSTAN INC. BY PETROCHINA THROUGH<br>CNPC EXPLORATION AND DEVELOPMENT COMPANY LIMITED<br>(ACQUISITION), AS SET OUT IN THE CIRCULAR OF<br>PETROCHINA DATED 14 SEPTEMBER 2006 (CIRCULAR).   | Management       | Fo       |
| 03                 | THAT THE PROPOSED REVISION TO THE EXISTING ANNUAL<br>CAPS FOR THE THREE YEARS FROM 1 JANUARY 2006<br>TO 31 DECEMBER 2008 OF EACH OF THE CONTINUING<br>CONNECTED TRANSACTION UNDER THE AMENDED COMPREHENSIVE<br>AGREEMENT AS A RESULT OF CHANGES TO PETROCHINA<br>S PRODUCTION AND OPERATIONAL ENVIRONMENT, AS<br>SET OUT IN THE CIRCULAR, BE AND IS HEREBY APPROVED,<br>RATIFIED AND CONFIRMED. | Management       | Fo       |
| 02                 | THAT THE PROPOSED REVISION TO THE EXISTING ANNUAL   | Management       | Fo       |

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CAPS FOR THE THREE YEARS FROM 1 JANUARY 2006  
TO 31 DECEMBER 2008 OF EACH OF THE CONTINUING  
CONNECTED TRANSACTION UNDER THE AMENDED COMPREHENSIVE  
AGREEMENT AS A RESULT OF THE ACQUISITION, AS  
SET OUT IN THE CIRCULAR, BE AND IS HEREBY APPROVED,  
RATIFIED AND CONFIRMED.

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|    |   |            |    |
|----|---|------------|----|
| S5 | THAT THE PROPOSED AMENDMENTS TO THE ARTICLES<br>OF ASSOCIATION OF PETROCHINA AS SET OUT IN THE<br>CIRCULAR BE AND ARE HEREBY GENERALLY UNCONDITIONALLY<br>APPROVED.   | Management | Fo |
| O4 | THAT THE PROPOSED REVISION TO THE EXISTING ANNUAL<br>CAPS FOR THE THREE YEARS FROM 1 JANUARY 2006<br>TO 31 DECEMBER 2008 IN RESPECT OF THE PRODUCTS<br>AND SERVICES TO BE PROVIDED BY PETROCHINA AND<br>ITS SUBSIDIARIES TO CHINA RAILWAY MATERIALS AND<br>SUPPLIERS CORPORATION, AS SET OUT IN THE CIRCULAR,<br>BE AND IS HEREBY APPROVED, RATIFIED AND CONFIRMED. | Management | Fo |

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ARCHER-DANIELS-MIDLAND COMPANY

ADM

ISSUER: 039483102

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | G.A. ANDREAS   | Management       | Fo       |
|                    | A.L. BOECKMANN   | Management       | Fo       |
|                    | M.H. CARTER  | Management       | Fo       |
|                    | R.S. JOSLIN  | Management       | Fo       |
|                    | A. MACIEL  | Management       | Fo       |
|                    | P.J. MOORE   | Management       | Fo       |
|                    | M.B. MULRONEY  | Management       | Fo       |
|                    | T.F. O'NEILL   | Management       | Fo       |
|                    | O.G. WEBB  | Management       | Fo       |
|                    | K.R. WESTBROOK   | Management       | Fo       |
|                    | P.A. WOERTZ  | Management       | Fo       |
| 02                 | ADOPT STOCKHOLDER S PROPOSAL NO. 1 (LABELING<br>GENETICALLY ENGINEERED FOOD.)                    | Shareholder      | Agai     |
| 03                 | ADOPT STOCKHOLDER S PROPOSAL NO. 2 (CODE OF CONDUCT<br>REGARDING GLOBAL HUMAN RIGHTS STANDARDS.) | Shareholder      | Agai     |

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FERRO CORPORATION

FOE

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ISSUER: 315405100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Ca   |
|                 | JENNIE S. HWANG, PH.D.  | Management    | Ca   |
|                 | JAMES F. KIRSCH   | Management    | Ca   |
|                 | WILLIAM J. SHARP  | Management    | Ca   |
| 02              | APPROVAL OF THE 2006 LONG-TERM INCENTIVE PLAN.                        | Management    | Agai |
| 03              | APPROVAL OF THE AMENDMENT TO FERRO CORPORATION S CODE OF REGULATIONS. | Management    | Ca   |

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ALBERTO-CULVER COMPANY

ACV

ISSUER: 013068101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | ADOPTION OF THE INVESTMENT AGREEMENT, DATED AS OF JUNE 19, 2006, AND APPROVAL OF THE TRANSACTIONS CONTEMPLATED BY THE INVESTMENT AGREEMENT, INCLUDING THE HOLDING COMPANY MERGER AND THE NEW SALLY SHARE ISSUANCE. | Management    | Ca |

FREESCALE SEMICONDUCTOR, INC.

FSL

ISSUER: 35687M107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 02              | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL | Management    | Ca |

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PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.

|    |  |            |    |
|----|--|------------|----|
| 01 | TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 15, 2006, BY AND AMONG FREESCALE SEMICONDUCTOR, INC., FIRESTONE HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, AND FIRESTONE ACQUISITION CORPORATION, A DELAWARE CORPORATION AND AN INDIRECT WHOLLY OWNED SUBSIDIARY OF FIRESTONE HOLDINGS LLC. | Management | Fo |
|----|--|------------|----|

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TELSTRA CORPORATION LIMITED

TLS

ISSUER: 87969N204

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| -----              |  |                  |          |
| 05                 | THAT THE CONSTITUTION TABLED AT THE MEETING, AND SIGNED BY THE CHAIRMAN OF THE MEETING FOR THE PURPOSES OF IDENTIFICATION, BE ADOPTED AS THE CONSTITUTION OF THE COMPANY, IN PLACE OF THE PRESENT CONSTITUTION, WITH EFFECT FROM THE CLOSE OF THE MEETING. | Management       | Fo       |
| 4I                 | ELECTION OF DIRECTOR: MR STEPHEN MAYNE.  | Management       | Fo       |
| 4H                 | ELECTION OF DIRECTOR: MR JOHN ZEGLIS.  | Management       | Fo       |
| 4G                 | ELECTION OF DIRECTOR: MR PETER WILLCOX.  | Management       | Fo       |
| 4F                 | ELECTION OF DIRECTOR: MR GEOFFREY COUSINS.   | Management       | Fo       |
| 4E                 | ELECTION OF DIRECTOR: MR ANGE KENOS.   | Management       | Fo       |
| 4D                 | ELECTION OF DIRECTOR: MR LEONARD COOPER.   | Management       | Fo       |
| 4C                 | RE-ELECTION OF DIRECTOR: DR JOHN STOCKER.  | Management       | Fo       |
| 4B                 | RE-ELECTION OF DIRECTOR: MR. CHARLES MACEK.  | Management       | Fo       |
| 4A                 | ELECTION OF DIRECTOR: MR MERVYN VOGT.  | Management       | Fo       |
| 03                 | TO DISCUSS THE COMPANY S FINANCIAL STATEMENTS AND REPORTS FOR THE YEAR ENDED 30 JUNE 2006.   | Management       | Fo       |
| 02                 | TO ADOPT THE REMUNERATION REPORT FOR THE FINANCIAL YEAR ENDED 30 JUNE 2006.  | Management       | Fo       |

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CAMPBELL SOUP COMPANY

CPB

ISSUER: 134429109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | EDMUND M. CARPENTER   | Management    | Fo   |
|                 | PAUL R. CHARRON   | Management    | Fo   |
|                 | DOUGLAS R. CONANT   | Management    | Fo   |
|                 | BENNETT DORRANCE  | Management    | Fo   |
|                 | KENT B. FOSTER  | Management    | Fo   |
|                 | HARVEY GOLUB  | Management    | Fo   |
|                 | RANDALL W. LARRIMORE  | Management    | Fo   |
|                 | PHILIP E. LIPPINCOTT  | Management    | Fo   |
|                 | MARY ALICE D. MALONE  | Management    | Fo   |
|                 | SARA MATHEW   | Management    | Fo   |
|                 | DAVID C. PATTERSON  | Management    | Fo   |
|                 | CHARLES R. PERRIN   | Management    | Fo   |
|                 | A. BARRY RAND   | Management    | Fo   |
|                 | GEORGE STRAWBRIDGE, JR.   | Management    | Fo   |
|                 | LES C. VINNEY   | Management    | Fo   |
|                 | CHARLOTTE C. WEBER  | Management    | Fo   |
| 02              | RATIFICATION OF APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management    | Fo   |
| 03              | SHAREOWNER PROPOSAL ON SUSTAINABILITY REPORT.                                     | Shareholder   | Agai |

DELTA NATURAL GAS COMPANY, INC.

DGAS

ISSUER: 247748106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | MICHAEL J. KISTNER   | Management    | Fo |
|                 | MICHAEL R. WHITLEY   | Management    | Fo |
| 02              | AMENDING THE ARTICLES OF INCORPORATION TO INCREASE DELTA S AUTHORIZED COMMON STOCK TO 20,000,000 SHARES. | Management    | Fo |

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READER'S DIGEST ASSOCIATION, INC.

RDA

ISSUER: 755267101

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type  | Vo                         |
|-----------------|--|--|----------------------------|
| 01              | DIRECTOR<br><br>JONATHAN B. BULKELEY<br>HERMAN CAIN<br>WILLIAM E. MAYER<br>ERIC W. SCHRIER | Management<br>Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo<br>Fo |
| 02              | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP<br>AS INDEPENDENT AUDITOR FOR FISCAL 2007.  | Management   | Fo                         |

VIRIDIAN GROUP PLC

ISSUER: G9371M122

ISIN: GB00B09XD336

SEDOL: B0H5CV2, B0H1RF9, B09XD33

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| S.1             | APPROVE THE SCHEME OF ARRANGEMENT DATED 27 OCT 2006 THE SCHEME TO BE MADE BETWEEN THE COMPANY AND HOLDERS OF SCHEME SHARES IN THE MANNER AND ON THE TERMS AND CONDITIONS AS SPECIFIED, AND AUTHORIZE THE DIRECTORS OF THE COMPANY TO AGREE TO ANY NON-MATERIAL VARIATION OR AMENDMENT OF THE TERMS OF THE SCHEME INSOFAR AS APPROVED OR IMPOSED BY THE COURT AS THE DIRECTORS OF THE COMPANY THINK FIT AND TO TAKE ALL SUCH ACTION ON BEHALF OF THE COMPANY AS THEY DEEM NECESSARY OR DESIRABLE FOR CARRYING INTO EFFECT THE SCHEME; FOR THE PURPOSE OF GIVING EFFECT TO THE SCHEME IN ITS ORIGINAL FORM, OR WITH OR SUBJECT TO ANY NON-MATERIAL VARIATION OR AMENDMENT AGREED BY THE COMPANY AND ELECTRICINVEST ACQUISITIONS LIMITED AND APPROVED, OR IMPOSED BY THE COURT: I) THE SHARE CAPITAL OF THE COMPANY BE REDUCED BY CANCELING AND EXTINGUISHING ALL THE CANCELLATION SHARES; II) FORTHWITH AND CONTINGENT UPON SUCH REDUCTION OF CAPITAL TAKING EFFECT: A) THE SHARE CAPITAL OF THE COMPANY BE INCREASED TO ITS FORMER AMOUNT BY THE CREATION OF SUCH NUMBER OF NEW ORDINARY SHARES OF 27 7/9 PENCE EACH NEW SHARES AS SHALL BE EQUAL TO THE AGGREGATE NUMBER OF CANCELLATION SHARES SO CANCELLED; AND B) THE RESERVE ARISING IN THE BOOKS OF ACCOUNT OF THE COMPANY AS A RESULT OF THE CANCELLATION OF THE CANCELLATION SHARES BE APPLIED IN PAYING UP IN FULL AT PAR THE NEW SHARES CREATED PURSUANT TO THIS RESOLUTION ABOVE, WHICH SHALL BE ALLOTTED AND ISSUED, CREDITED AS FULLY PAID, TO ELECTRICINVEST ACQUISITIONS LIMITED AND/OR ANY NOMINEE(S) OF IT IN ACCORDANCE WITH THE SCHEME; AND III) CONDITIONALLY UPON THE SCHEME BECOMING EFFECTIVE, AUTHORIZE THE | Management    | Fo |



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DIRECTORS OF THE COMPANY PURSUANT TO AND IN ACCORDANCE WITH ARTICLE 90 OF THE COMPANIES NORTHERN IRELAND ORDER 1986 AS AMENDED TO GIVE EFFECT TO THIS SPECIAL RESOLUTION AND ACCORDINGLY TO EFFECT THE ALLOTMENT OF RELEVANT SECURITIES ARTICLE 90(2) OF THE COMPANIES ORDER IN THE FORM OF THE NEW SHARES, AUTHORITY EXPIRES ON 31 MAR 2007; II) THE MAXIMUM AGGREGATE NOMINAL AMOUNT OF RELEVANT SECURITIES WHICH MAY BE ALLOTTED HEREUNDER SHALL BE GBP 54,000,000; AND III) THIS AUTHORITY SHALL BE WITHOUT PREJUDICE TO ANY OTHER AUTHORITY UNDER THE SAID ARTICLE 90 PREVIOUSLY GRANTED AND IN FORCE ON THE DATE ON WHICH THIS SPECIAL RESOLUTION IS PASSED; AND FORTHWITH UPON THE PASSING OF THIS SPECIAL RESOLUTION, AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY BY THE ADOPTION AND INCLUSION OF THE NEW ARTICLE 164 AS SPECIFIED

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 VIRIDIAN GROUP PLC

ISSUER: G9371M122

ISIN: GB00B09XD336

SEDOL: B0H5CV2, B0H1RF9, B09XD33  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1.              | APPROVE THE SCHEME OF ARRANGEMENT PURSUANT TO ARTICLE 418 OF THE COMPANIES ACT NORTHERN IRELAND ORDER 1986 AS AMENDED THE COMPANIES ORDER DATED 27 OCT 2006 SCHEME OF ARRANGEMENT TO BE MADE BETWEEN VIRIDIAN GROUP PLC THE COMPANY AND THE HOLDERS OF SCHEME SHARES | Management    | Fo    |

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 PUBLIC SERVICE ENTERPRISE GROUP INC.

PEG

ISSUER: 744573106

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                      | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 02              | RATIFICATION OF THE APPOINTMENT OF DELOITTE & | Management    | Fo    |

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TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR  
2006.

|    |  |   |  |                      |
|----|--|---|--|----------------------|
| 01 | DIRECTOR   | CAROLINE DORSA *<br>E. JAMES FERLAND *<br>ALBERT R. GAMPER, JR. * | Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo |
| 03 | STOCKHOLDER PROPOSAL RELATING TO EXECUTIVE COMPENSATION. | RALPH IZZO **   | Management<br>Shareholder                            | Fo<br>Agai           |

-----  
BHP BILLITON LIMITED

BHP

ISSUER: 088606108

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 32                 | TO APPROVE AN INCREASE IN THE MAXIMUM AGGREGATE REMUNERATION PAID BY BHP BILLITON LTD TO NON-EXECUTIVE DIRECTORS IN ANY YEAR | Management       | Fo       |
| 31                 | TO APPROVE AN INCREASE IN THE MAXIMUM AGGREGATE REMUNERATION PAID BY BHP BILLITON PLC TO NON-EXECUTIVE DIRECTORS IN ANY YEAR | Management       | Fo       |
| 30                 | TO APPROVE THE BHP BILLITON GLOBAL EMPLOYEE SHARE PLAN   | Management       | Fo       |
| 29                 | TO APPROVE THE GRANT OF AWARDS TO MR C J LYNCH UNDER THE GIS AND THE LTIP  | Management       | Fo       |

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|     |   |            |    |
|-----|---|------------|----|
| 28  | TO APPROVE THE GRANT OF AWARDS TO MR M J KLOPPERS UNDER THE GIS AND THE LTIP  | Management | Fo |
| 27  | TO APPROVE THE GRANT OF AWARDS TO MR C W GOODYEAR UNDER THE GIS AND THE LTIP  | Management | Fo |
| 26  | TO APPROVE THE 2006 REMUNERATION REPORT   | Management | Fo |
| 25F | TO APPROVE THE CANCELLATION OF SHARES IN BHP BILLITON PLC HELD BY BHP BILLITON LTD OR ONE OF ITS SUBSIDIARIES ON NOVEMBER 15, 2007  | Management | Fo |
| 25E | TO APPROVE THE CANCELLATION OF SHARES IN BHP BILLITON PLC HELD BY BHP BILLITON LTD OR ONE OF ITS SUBSIDIARIES ON SEPTEMBER 30, 2007 | Management | Fo |
| 25D | TO APPROVE THE CANCELLATION OF SHARES IN BHP BILLITON PLC HELD BY BHP BILLITON LTD OR ONE OF ITS SUBSIDIARIES ON JUNE 30, 2007      | Management | Fo |
| 25C | TO APPROVE THE CANCELLATION OF SHARES IN BHP BILLITON PLC HELD BY BHP BILLITON LTD OR ONE OF ITS SUBSIDIARIES ON MAY 15, 2007       | Management | Fo |
| 25B | TO APPROVE THE CANCELLATION OF SHARES IN BHP  | Management | Fo |

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|     |  |            |    |
|-----|--|------------|----|
|     | BILLITON PLC HELD BY BHP BILLITON LTD OR ONE OF ITS SUBSIDIARIES ON MARCH 31, 2007   |            |    |
| 25A | TO APPROVE THE CANCELLATION OF SHARES IN BHP BILLITON PLC HELD BY BHP BILLITON LTD OR ONE OF ITS SUBSIDIARIES ON DECEMBER 31, 2006 | Management | Fo |
| 24  | TO APPROVE THE REPURCHASE OF SHARES IN BHP BILLITON PLC  | Management | Fo |
| 23  | TO RENEW THE DISAPPLICATION OF PRE-EMPTION RIGHTS IN BHP BILLITON PLC  | Management | Fo |
| 22  | TO RENEW THE GENERAL AUTHORITY TO ALLOT SHARES IN BHP BILLITON PLC   | Management | Fo |
| 21  | TO REAPPOINT KPMG AUDIT PLC AS THE AUDITOR OF BHP BILLITON PLC   | Management | Fo |
| 03  | DIRECTOR   | Management | Fo |
|     | MR P M ANDERSON  | Management | Fo |
|     | MR P M ANDERSON  | Management | Fo |
|     | MR M J KLOPPERS  | Management | Fo |
|     | MR M J KLOPPERS  | Management | Fo |
|     | MR C J LYNCH   | Management | Fo |
|     | MR C J LYNCH   | Management | Fo |
|     | MR J NASSER  | Management | Fo |
|     | MR J NASSER  | Management | Fo |
|     | MR D A CRAWFORD  | Management | Fo |
|     | MR D A CRAWFORD  | Management | Fo |
|     | MR D R ARGUS   | Management | Fo |
|     | MR D R ARGUS   | Management | Fo |
|     | DR D C BRINK   | Management | Fo |
|     | DR D C BRINK   | Management | Fo |
|     | DR J G S BUCHANAN  | Management | Fo |
|     | DR J G S BUCHANAN  | Management | Fo |
|     | DR J M SCHUBERT  | Management | Fo |
|     | DR J M SCHUBERT  | Management | Fo |
| 02  | TO RECEIVE THE 2006 FINANCIAL STATEMENTS AND REPORTS FOR BHP BILLITON LTD  | Management | Fo |
| 01  | TO RECEIVE THE 2006 FINANCIAL STATEMENTS AND REPORTS FOR BHP BILLITON PLC  | Management | Fo |

-----  
FRONTLINE LTD.

FRO

ISSUER: G3682E127

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo<br>Ca |
|-----------------|----------|---------------|----------|
| 01              | DIRECTOR | Management    | Fo       |

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JOHN FREDRIKSEN

Management

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|    |   |                  |            |    |
|----|---|------------------|------------|----|
|    |   | TOR OLAV TROIM   | Management | Fo |
|    |   | FRIXOS SAVVIDES  | Management | Fo |
|    |   | KATE BLANKENSHIP | Management | Fo |
| 03 | PROPOSAL TO APPROVE AN AMENDMENT TO THE COMPANY'S BYE-LAW 110 TO CHANGE THE REQUIREMENT FOR THE FORM OF, AND SIGNATORIES TO, THE SEAL OF THE COMPANY. |                  | Management | Fo |
| 02 | PROPOSAL TO APPOINT PRICEWATERHOUSECOOPERS DA OF OSLO, NORWAY AS AUDITORS AND TO AUTHORIZE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.    |                  | Management | Fo |

-----  
NS GROUP, INC.

NSS

ISSUER: 628916108

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 10, 2006, BY AND AMONG NS GROUP, IPSCO INC. (IPSCO) AND PI ACQUISITION COMPANY (PI ACQUISITION), WHICH PROVIDES FOR THE MERGER OF PI ACQUISITION, A WHOLLY-OWNED SUBSIDIARY OF IPSCO, WITH AND INTO NS GROUP, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo |
| 02              | ADJOURN THE SPECIAL MEETING IF NECESSARY OR APPROPRIATE TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER REFERRED TO IN ITEM 1.   | Management    | Fo |

-----  
SHIP FINANCE INTERNATIONAL LIMITED

SFL

ISSUER: G81075106

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type    | Vo         |
|-----------------|---|------------------|------------|
| 01              | DIRECTOR  | Management       | Fo         |
|                 |   | TOR OLAV TROIM   | Management |
|                 |   | PAUL LEAND JR.   | Management |
|                 |   | KATE BLANKENSHIP | Management |
| 03              | PROPOSAL TO APPROVE AN AMENDMENT TO THE COMPANY'S BYE-LAW 104 TO CHANGE THE REQUIREMENT FOR THE FORM OF, AND SIGNATORIES TO, THE SEAL OF THE COMPANY. | Management       | Fo         |
| 02              | PROPOSAL TO APPOINT MOORE STEPHENS P.C. AS AUDITORS AND TO AUTHORIZE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION.                          | Management       | Fo         |

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 JLG INDUSTRIES, INC. JLG

ISSUER: 466210101 ISIN:

SEDOL:

-----  
 VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 15, 2006, BY AND AMONG OSHKOSH TRUCK CORPORATION, A WISCONSIN CORPORATION, STEEL ACQUISITION CORP., A PENNSYLVANIA CORPORATION AND A WHOLLY-OWNED SUBSIDIARY OF OSHKOSH TRUCK CORPORATION, AND JLG INDUSTRIES, INC., ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo    |
| 03              | WITH RESPECT TO THE USE OF THEIR DISCRETION IN SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING OR ANY ADJOURNMENTS THEREOF.  | Management    | Fo    |
| 02              | TO APPROVE A PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ADOPTION OF THE MERGER AGREEMENT.   | Management    | Fo    |

-----  
 DUQUESNE LIGHT HOLDINGS, INC. DQE

ISSUER: 266233105 ISIN:

SEDOL:

-----  
 VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | ADOPTION OF MERGER AGREEMENT - THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 5, 2006, BY AND AMONG DUQUESNE LIGHT HOLDINGS, INC., A PENNSYLVANIA CORPORATION, DQE HOLDINGS LLC, A DELAWARE LIMITED LIABILITY COMPANY, AND DQE MERGER SUB INC., A PENNSYLVANIA CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF DQE HOLDINGS LLC. | Management    | Fo    |

-----  
 PEOPLES ENERGY CORPORATION PGL

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ISSUER: 711030106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 02              | A PROPOSAL TO ADJOURN THE SPECIAL MEETING IF NECESSARY TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE AGREEMENT AND PLAN OF MERGER REFERRED TO IN PROPOSAL 1. | Management    | Fo       |
| 01              | PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER DATED AS OF JULY 8, 2006 AMONG WPS RESOURCES CORPORATION, WEDGE ACQUISITION CORP. AND PEOPLES ENERGY CORPORATION.   | Management    | Fo       |

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WPS RESOURCES CORPORATION

WPS

ISSUER: 92931B106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 01              | APPROVE THE ISSUANCE OF SHARES OF WPS RESOURCES CORPORATION S COMMON STOCK AS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 8, 2006, AMONG WPS RESOURCES CORPORATION, WEDGE ACQUISITION CORP., AND PEOPLES ENERGY CORPORATION.                 | Management    | Fo       |
| 03              | ADJOURN THE SPECIAL MEETING IF NECESSARY TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE ISSUANCE OF SHARES AND/OR THE AMENDMENT TO THE RESTATED ARTICLES OF INCORPORATION. | Management    | Fo       |
| 02              | APPROVE AN AMENDMENT TO WPS RESOURCES CORPORATION S RESTATED ARTICLES OF INCORPORATION TO CHANGE THE NAME OF WPS RESOURCES CORPORATION TO INTEGRYS ENERGY GROUP, INC.   | Management    | Fo       |

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RECKSON ASSOCIATES REALTY CORP. RA

ISSUER: 75621K106 ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 02              | TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER.   | Management    | Fo |
| 01              | TO APPROVE THE MERGER OF RECKSON ASSOCIATES REALTY CORP. WITH AND INTO WYOMING ACQUISITION CORP., A MARYLAND CORPORATION AND SUBSIDIARY OF SL GREEN REALTY CORP., A MARYLAND CORPORATION, AND TO APPROVE AND ADOPT THE OTHER TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 3, 2006, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo |

FPL GROUP, INC. FPL

ISSUER: 302571104 ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal            | Proposal Type | Vo |
|-----------------|---------------------|---------------|----|
| 0A              | DIRECTOR            | Management    | Fo |
|                 | SHERRY S. BARRAT    | Management    | Fo |
|                 | ROBERT M. BEALL, II | Management    | Fo |
|                 | J. HYATT BROWN      | Management    | Fo |
|                 | JAMES L. CAMAREN    | Management    | Fo |
|                 | J. BRIAN FERGUSON   | Management    | Fo |
|                 | LEWIS HAY, III      | Management    | Fo |
|                 | RUDY E. SCHUPP      | Management    | Fo |

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|    |   |            |    |
|----|---|------------|----|
| 0B | RATIFICATION OF THE APPOINTMENT OF DELOITTE & | Management | Fo |
|    | MICHAEL H. THAMAN                             | Management | Fo |
|    | HANSEL E. TOOKES II                           | Management | Fo |
|    | PAUL R. TREGURTHA                             | Management | Fo |

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TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING  
FIRM FOR THE YEAR 2006.

-----  
TRAMMELL CROW COMPANY

TCC

ISSUER: 89288R106

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 02                 | TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES TO ESTABLISH A QUORUM OR IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE AND ADOPT THE MERGER AGREEMENT.  | Management       | Fo       |
| 01                 | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 30, 2006, BY AND AMONG TRAMMELL CROW COMPANY, A DELAWARE CORPORATION, CB RICHARD ELLIS GROUP, INC., A DELAWARE CORPORATION, AND A-2 ACQUISITION CORP., A DELAWARE CORPORATION INDIRECTLY WHOLLY-OWNED BY CBRE, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management       | Fo       |

-----  
KINDER MORGAN, INC.

KMI

ISSUER: 49455P101

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 02                 | TO ADJOURN THE SPECIAL MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL NUMBER 1. | Management       | Fo       |
| 01                 | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER AMONG KINDER MORGAN, INC., KNIGHT HOLDCO LLC AND KNIGHT ACQUISITION CO., AS IT MAY BE AMENDED FROM TIME TO TIME.        | Management       | Fo       |

-----  
ARAMARK CORPORATION

RMK

ISSUER: 038521100

ISIN:

SEDOL:  
-----



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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 02              | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO ADOPT THE MERGER AGREEMENT. | Management    | Fo    |

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|    |   |            |    |
|----|---|------------|----|
| 01 | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 8, 2006, BY AND AMONG RMK ACQUISITION CORPORATION, RMK FINANCE LLC AND ARAMARK CORPORATION, AS DESCRIBED IN THE PROXY STATEMENT. | Management | Fo |
|----|---|------------|----|

DELTA AND PINE LAND COMPANY

DLP

ISSUER: 247357106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 02              | TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES CAST AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management    | Fo    |
| 01              | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 14, 2006, BY AND AMONG MONSANTO COMPANY, MONSANTO SUB, INC. AND DELTA AND PINE LANE COMPANY.   | Management    | Fo    |

SERONO SA, COINSINS

ISSUER: H32560106

ISIN: CH0010751920

BLOCKING

SEDOL: B11BPY7, 5981326, B02V851, 5981070

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
|-----------------|----------|---------------|-------|

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|     |  |            |          |
|-----|--|------------|----------|
| *   | THE PRACTICE OF SHARE BLOCKING VARIES WIDELY IN THIS MARKET. PLEASE CONTACT YOUR ADP CLIENT SERVICE REPRESENTATIVE TO OBTAIN BLOCKING INFORMATION FOR YOUR ACCOUNTS. | Non-Voting |          |
| 1.  | AMEND CURRENT VERSION OF THE COMPANY S ARTICLES OF ASSOCIATION WITH THE NEW VERSION AS SPECIFIED   | Management | Take Act |
| 2.A | ELECT DR. MICHAEL BECKER AS A BOARD OF DIRECTOR  | Management | Take Act |
| 2.B | ELECT MR. ELMAR SCHNEE AS A BOARD OF DIRECTOR  | Management | Take Act |
| 2.C | ELECT MR. JOSEPH DUBACHER AS A BOARD OF DIRECTOR   | Management | Take Act |
| 2.D | ELECT DR. AXEL VON WIETERSHEIM AS A BOARD OF DIRECTOR  | Management | Take Act |
| 2.E | ELECT MR. PETER BOHNENBLUST AS A BOARD OF DIRECTOR   | Management | Take Act |
| 2.F | ELECT MR. CARLO LOMBARDINI AS A BOARD OF DIRECTOR  | Management | Take Act |
| 2.G | ELECT MR. PHILIPPE TISCHAUSER AS A BOARD OF DIRECTOR   | Management | Take Act |

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-----  
 SYMBOL TECHNOLOGIES, INC.

SBL

ISSUER: 871508107

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | PROPOSAL TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 18, 2006, AS AMENDED OF OCTOBER 30, 2006, BY AND AMONG SYMBOL TECHNOLOGIES, INC., MOTOROLA, INC., AND MOTOROLA GTG SUBSIDIARY I CORP. AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME, AND THE MERGER PROVIDED FOR THEREIN. | Management       | Fo       |

-----  
 CROWN CASTLE INTERNATIONAL CORP.

CCI

ISSUER: 228227104

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF CROWN CASTLE INTERNATIONAL CORP. TO THE STOCKHOLDERS OF GLOBAL SIGNAL INC. PURSUANT TO THE TERMS OF THE AGREEMENT AND PLAN OF MERGER, DATED OCTOBER 5, 2006, AMONG GLOBAL SIGNAL INC., CROWN CASTLE INTERNATIONAL CORP. AND CCGS HOLDINGS LLC. | Management    | Fo |

ASHLAND INC.

ASH

ISSUER: 044209104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 03              | SHAREHOLDER PROPOSAL TO INITIATE THE APPROPRIATE PROCESS TO IMPLEMENT MAJORITY VOTING FOR ELECTION OF DIRECTORS. | Shareholder   | Agai |
| 02              | RATIFICATION OF ERNST & YOUNG AS INDEPENDENT AUDITORS FOR FISCAL 2007.   | Management    | Fo   |
| 01              | DIRECTOR   | Management    | Fo   |
|                 | ERNEST H. DREW*  | Management    | Fo   |
|                 | MANNIE L. JACKSON*   | Management    | Fo   |
|                 | THEODORE M. SOLSO*   | Management    | Fo   |
|                 | MICHAEL J. WARD*   | Management    | Fo   |
|                 | JOHN F. TURNER**   | Management    | Fo   |

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JACUZZI BRANDS, INC.

JJZ

ISSUER: 469865109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | PROPOSAL TO APPROVE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 11, 2006 BY AND AMONG JACUZZI BRANDS, INC., JUPITER ACQUISITION LLC AND JUPITER MERGER SUB, INC. PURSUANT TO WHICH EACH STOCKHOLDER | Management    | Abst |

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OF JACUZZI BRANDS, INC. WILL BE ENTITLED TO RECEIVE  
 \$12.50 IN CASH, WITHOUT INTEREST, AS MORE FULLY  
 DESCRIBED IN THE PROXY STATEMENT

|    |   |            |      |
|----|---|------------|------|
| 03 | RATIFY APPOINTMENT OF ERNST & YOUNG, LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2007   | Management | Abst |
| 02 | DIRECTOR  | Management | With |
|    | ALEX P. MARINI  | Management | With |
|    | CLAUDIA E. MORF   | Management | With |
|    | ROBERT R. WOMACK  | Management | With |
| 04 | PROPOSAL TO APPROVE ADJOURNMENTS OR POSTPONEMENTS OF THE 2007 ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO PERMIT THE FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE MEETING TO ADOPT THE MERGER AGREEMENT | Management | Abst |

-----  
 THE LACLEDE GROUP, INC.

LG

ISSUER: 505597104

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 02                 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR FISCAL YEAR 2007 | Management       | Fo       |
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | ANTHONY V. LENESE   | Management       | Fo       |
|                    | BRENDA D. NEWBERRY  | Management       | Fo       |
|                    | MARY ANN VAN LOKEREN  | Management       | Fo       |
|                    | DOUGLAS H. YAEGER   | Management       | Fo       |

-----  
 THE READER'S DIGEST ASSOCIATION, INC

RDA

ISSUER: 755267101

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 16, 2006, AMONG DOCTOR ACQUISITION HOLDING CO., DOCTOR ACQUISITION CO. AND THE READER S DIGEST ASSOCIATION, INC. (THE MERGER AGREEMENT). | Management       | Fo       |
| 02                 | TO ADJOURN OR POSTPONE THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO ADOPT THE MERGER AGREEMENT.         | Management       | Fo       |

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-----  
 ATMOS ENERGY CORPORATION

ATO

ISSUER: 049560105

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 02              | APPROVAL OF AMENDMENT TO THE 1998 LONG-TERM INCENTIVE PLAN        | Management    | Fo       |
| 01              | DIRECTOR  | Management    | Fo       |
|                 | ROBERT W. BEST  | Management    | Fo       |
|                 | THOMAS J. GARLAND   | Management    | Fo       |
|                 | PHILLIP E. NICHOL   | Management    | Fo       |
|                 | CHARLES K. VAUGHAN  | Management    | Fo       |
| 03              | APPROVAL OF AMENDMENT TO THE ANNUAL INCENTIVE PLAN FOR MANAGEMENT | Management    | Fo       |

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 EQUITY OFFICE PROPERTIES TRUST

EOP

ISSUER: 294741103

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca    |
|-----------------|---|---------------|-------------|
| 01              | TO APPROVE THE MERGER OF EQUITY OFFICE PROPERTIES TRUST WITH AND INTO BLACKHAWK ACQUISITION TRUST AND THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 19, 2006, AS AMENDED, AMONG EQUITY OFFICE PROPERTIES TRUST, EOP OPERATING LIMITED PARTNERSHIP, BLACKHAWK PARENT LLC, BLACKHAWK ACQUISITION TRUST AND BLACKHAWK ACQUISITION L.P., AS FULLY DESCRIBED IN THE ENCLOSED STATEMENT. | Management    | Take<br>Act |
| 02              | TO APPROVE ANY ADJOURNMENTS OF THE SPECIAL MEETING FOR THE PURPOSE OF SOLICITING ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE SPECIAL MEETING TO APPROVE THE MERGER AND THE AGREEMENT AND PLAN OF MERGER, AS AMENDED.  | Management    | Take<br>Act |

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SEITEL, INC.

SEIEQ

ISSUER: 816074405

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 02              | APPROVAL OF THE PROPOSAL TO ADJOURN THE MEETING IF NECESSARY.  | Management    | Fo |
| 01              | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 31, 2006, BY AND AMONG SEITEL, INC., SEITEL HOLDINGS, LLC AND SEITEL ACQUISITION CORP. | Management    | Fo |

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INGLES MARKETS, INCORPORATED

IMKTA

ISSUER: 457030104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal             | Proposal Type | Vo   |
|-----------------|----------------------|---------------|------|
| 01              | DIRECTOR             | Management    | Fo   |
|                 |                      | Management    | Fo   |
|                 |                      | Management    | Fo   |
| 02              | STOCKHOLDER PROPOSAL | Shareholder   | Agai |

FRED D. AYERS  
 JOHN O. POLLARD

NATIONAL FUEL GAS COMPANY

NFG

ISSUER: 636180101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 02              | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management    | Fo |

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|    |   |                     |             |      |
|----|---|---------------------|-------------|------|
| 01 | DIRECTOR  |                     | Management  | Fo   |
|    |   | PHILIP C. ACKERMAN* | Management  | Fo   |
|    |   | CRAIG G. MATTHEWS*  | Management  | Fo   |
|    |   | RICHARD G. REITEN*  | Management  | Fo   |
|    |   | DAVID F. SMITH*     | Management  | Fo   |
|    |   | STEPHEN E. EWING**  | Management  | Fo   |
| 05 | ADOPTION OF, IF PRESENTED AT THE MEETING, A SHAREHOLDER PROPOSAL. |                     | Shareholder | Agai |
| 04 | APPROVAL OF AMENDMENTS TO THE 1997 AWARD AND OPTION PLAN.         |                     | Management  | Agai |
| 03 | APPROVAL OF THE ANNUAL AT RISK COMPENSATION INCENTIVE PROGRAM.    |                     | Management  | Fo   |

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 DELTA AND PINE LAND COMPANY

DLP

ISSUER: 247357106

ISIN:

SEDOL:

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 VOTE GROUP: GLOBAL

| Proposal Number | Proposal   |                  | Proposal Type | Vo<br>Ca |
|-----------------|--|------------------|---------------|----------|
| 01              | DIRECTOR   |                  | Management    | Fo       |
|                 |  | JOSEPH M. MURPHY | Management    | Fo       |
|                 |  | RUDI E. SCHEIDT  | Management    | Fo       |
| 02              | TO RATIFY THE APPOINTMENT OF THE INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING AUGUST 31, 2007 |                  | Management    | Fo       |

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-----  
 COLUMBIA EQUITY TRUST, INC.

COE

ISSUER: 197627102

ISIN:

SEDOL:

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 VOTE GROUP: GLOBAL

| Proposal Number | Proposal   |  | Proposal Type | Vo<br>Ca |
|-----------------|--|--|---------------|----------|
| 01              | PROPOSAL TO APPROVE THE MERGER OF COLUMBIA EQUITY TRUST, INC. WITH AND INTO SSPF/CET OP HOLDING COMPANY LLC PURSUANT TO THE AGREEMENT AND PLAN |  | Management    | Fo       |

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OF MERGER, DATED AS OF NOVEMBER 5, 2006, BY AND  
 AMONG SSPF/CET OPERATING COMPANY LLC, SSPF/CET  
 OP HOLDING COMPANY LLC, SSPF/CET OP HOLDING COMPANY  
 SUBSIDIARY L.P., COLUMBIA EQUITY TRUST, INC.  
 AND COLUMBIA EQUITY, LP.

-----  
 GIANT INDUSTRIES, INC.

GI

ISSUER: 374508109

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 02                 | TO ACT UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT OF THE MEETING, INCLUDING TO CONSIDER ANY PROCEDURAL MATTERS INCIDENT TO THE CONDUCT OF THE SPECIAL MEETING, SUCH AS ADJOURNMENT OR POSTPONEMENT TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management       | Fo       |
| 01                 | TO ADOPT THE AGREEMENT AND PLAN OF MERGER DATED AS OF AUGUST 26, 2006, BY AND AMONG WESTERN REFINING, INC., NEW ACQUISITION CORPORATION AND GIANT INDUSTRIES, INC., AS AMENDED BY AMENDMENT NO. 1 TO THE AGREEMENT AND PLAN OF MERGER DATED AS OF NOVEMBER 12, 2006 AND APPROVE THE MERGER AS MORE FULLY DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.                         | Management       | Fo       |

-----  
 PORTUGAL TELECOM SGPS S A

ISSUER: X6769Q104

ISIN: PTPTCOAM0009

BLOCKING

SEDOL: B02P109, 5466856, 5825985, 4676203, 5760365, 5817186

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca    |
|--------------------|---|------------------|-------------|
| *                  | PLEASE NOTE THAT THIS IS AN OGM. THANK YOU.   | Non-Voting       |             |
| *                  | PLEASE NOTE THAT 500 SHARES CARRY 1 VOTE. MAIL AND ELECTRONIC VOTE AVAILABLE.PLEASE BE INFORMED THAT ARTICLE 13 MUST BE FILLED. THANK YOU.                    | Non-Voting       |             |
| 1.                 | ELECT THE VICE-CHAIRMAN AND SECRETARY OF THE GENERAL MEETING OF SHAREHOLDERS FOLLOWING THE TERMINATION OF THE OFFICE OF THE FORMER HOLDERS OF THESE POSITIONS | Management       | Take<br>Act |



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|    |  |            |             |
|----|--|------------|-------------|
| 2. | APPOINT A DIRECTOR TO COMPLETE THE 2006/2008 MANDATE   | Management | Take<br>Act |
| 3. | APPROVE TO RESOLVE THE REMOVAL OF SUBPARAGRAPH<br>A) NUMBER 1 OF ARTICLE 12 AND NUMBERS 7, 8, 9,<br>11, 12 AND 15 OF ARTICLE 13 OF THE ARTICLES OF<br>ASSOCIATION AS WELL AS ON THE AMENDMENTS TO SUBPARAGRAPHS<br>B) AND D) NUMBER 1 OF ARTICLE 12 AND NUMBERS<br>2 AND 3 AND SUBPARAGRAPH B) NUMBER 14 OF ARTICLE<br>13 OF THE ARTICLES OF ASSOCIATION; THIS RESOLUTION<br>ASSUMES THAT THE TERMS, CONDITIONS AND CONSIDERATION<br>OF THE TENDER OFFER FOR ALL OF THE SHARES OF<br>THE COMPANY S SHARE CAPITAL, ANNOUNCED ON 12<br>JAN 2007 BY SONAECOM, SGPS, S.A. AND SONAECOM,<br>B.V., ARE FINAL, AND THE RESOLUTION IS SUBJECT<br>TO THE SUCCESS OF THE OFFER | Management | Take<br>Act |
| 4. | APPROVE TO RESOLVE ON THE AUTHORIZATION, UNDER<br>THE TERMS OF NUMBER 1 OF ARTICLE 9 OF THE ARTICLES<br>OF ASSOCIATION, FOR SONAECOM, SGPS, S.A. AND/OR<br>SONAECOM, B.V. TO HOLD ORDINARY SHARES REPRESENTING<br>MORE THAN 10% OF THE COMPANY S SHARE CAPITAL;<br>THIS AUTHORIZATION IS SUBJECT TO THE OFFER S<br>SUCCESS AND ASSUMES THAT THE TERMS, CONDITIONS<br>AND CONSIDERATION OF THE TENDER OFFER FOR ALL<br>OF THE SHARES OF THE COMPANY S SHARE CAPITAL,<br>ANNOUNCE ON 12 JAN 2007 BY SONAECOM, SGPS, S.A.<br>AND SONAECOM, B.V., ARE FINAL  | Management | Take<br>Act |

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 PORTUGAL TELECOM SGPS S A

ISSUER: X6769Q104

ISIN: PTPTCOAM0009

BLOCKING

SEDOL: B02P109, 5466856, 5825985, 4676203, 5760365, 5817186  
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VOTE GROUP: GLOBAL

|    | Proposal<br>Number    Proposal  | Proposal<br>Type | Vo<br>Ca    |
|----|---|------------------|-------------|
| 2. | APPOINT A DIRECTOR TO COMPLETE THE 2006/2008<br>MANDATE.  | Management       | Take<br>Act |
| 3. | APPROVE TO RESOLVE THE REMOVAL OF SUBPARAGRAPH<br>A) NUMBER 1 OF ARTICLE 12 AND NUMBERS 7, 8, 9,<br>11, 12 AND 15 OF ARTICLE 13 OF THE ARTICLES OF<br>ASSOCIATION AS WELL AS ON THE AMENDMENTS TO SUBPARAGRAPHS<br>B) AND D) NUMBER 1 OF ARTICLE 12 AND NUMBERS<br>2 AND 3 AND SUBPARAGRAPH B) NUMBER 14 OF ARTICLE<br>13 OF THE ARTICLES OF ASSOCIATION; THIS RESOLUTION<br>ASSUMES THAT THE TERMS, CONDITIONS AND CONSIDERATION | Management       | Take<br>Act |

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OF THE TENDER OFFER FOR ALL OF THE SHARES OF THE COMPANY S SHARE CAPITAL, ANNOUNCED ON 12 JAN 2007 BY SONAECOM, SGPS, S.A. AND SONAECOM, B.V., ARE FINAL, AND THE RESOLUTION IS SUBJECT TO THE SUCCESS OF THE OFFER.

- 4. APPROVE TO RESOLVE ON THE AUTHORIZATION, UNDER THE TERMS OF NUMBER 1 OF ARTICLE 9 OF THE ARTICLES OF ASSOCIATION, FOR SONAECOM, SGPS, S.A. AND/OR SONAECOM, B.V. TO HOLD ORDINARY SHARES REPRESENTING MORE THAN 10% OF THE COMPANY S SHARE CAPITAL; THIS AUTHORIZATION IS SUBJECT TO THE OFFER S SUCCESS AND ASSUMES THAT THE TERMS, CONDITIONS AND CONSIDERATION OF THE TENDER OFFER FOR ALL OF THE SHARES OF THE COMPANY S SHARE CAPITAL, ANNOUNCE ON 12 JAN 2007 BY SONAECOM, SGPS, S.A. AND SONAECOM, B.V., ARE FINAL.

Management

Take  
Act

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- \* PLEASE SEE ARTICLE 13 OF THE ARTICLES OF ASSOCIATION OF PORTUGAL TELECOM, SGPS S.A. CONCERNING THE ATTENDANCE AND THE EXERCISE OF VOTING RIGHTS AT THIS GENERAL MEETING OF SHAREHOLDERS. ARTICLE 13 CAN BE FOUND AT THE FOLLOWING URL: [HTTP://WW3.ICS.ADP.COM/STREETLINK\\_DATA/DIRGPICS/SAC605.PDF](http://WW3.ICS.ADP.COM/STREETLINK_DATA/DIRGPICS/SAC605.PDF)

Non-Voting

- \* PLEASE NOTE THAT THE ARTICLES OF ASSOCIATION ESTABLISH A LIMITATION ON THE VOTES THAT MAY BE CAST BY EACH SHAREHOLDER, AS NUMBER 7 OF ARTICLE 13 OF THE ARTICLES OF ASSOCIATION PROVIDES THAT VOTES EXCEEDING 10% OF THE COMPANY S VOTES CORRESPONDING TO ITS SHARE CAPITAL SHALL NOT BE COUNTED. BY SUBMITTING YOUR VOTE, YOU ARE CONFIRMING THAT YOU ARE NOT VOTING 10% OR MORE OF THE COMPANY S VOTES CORRESPONDING TO ITS SHARE CAPITAL. PLEASE CONTACT YOUR ADP CLIENT SERVICE REPRESENTATIVE SHOULD YOU HAVE ANY QUESTIONS.

Non-Voting

- 1. ELECT THE VICE-CHAIRMAN AND SECRETARY OF THE GENERAL MEETING OF SHAREHOLDERS FOLLOWING THE TERMINATION OF THE OFFICE OF THE FORMER HOLDERS OF THESE POSITIONS.

Management

Take  
Act

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TYCO INTERNATIONAL LTD.

TYC

ISSUER: 902124106

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 02              | RE-APPOINTMENT OF DELOITTE & TOUCHE LLP AS TYCO S INDEPENDENT AUDITORS AND AUTHORIZATION FOR THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS REMUNERATION. | Management    | Fo    |
| 01              | DIRECTOR   | Management    | Fo    |
|                 | DENNIS C. BLAIR  | Management    | Fo    |
|                 | EDWARD D. BREEN  | Management    | Fo    |
|                 | BRIAN DUPERRAULT   | Management    | Fo    |
|                 | BRUCE S. GORDON  | Management    | Fo    |
|                 | RAJIV L. GUPTA   | Management    | Fo    |
|                 | JOHN A. KROL   | Management    | Fo    |
|                 | H. CARL MCCALL   | Management    | Fo    |
|                 | BRENDAN R. O'NEILL   | Management    | Fo    |
|                 | WILLIAM S. STAVROPOULOS  | Management    | Fo    |
|                 | SANDRA S. WIJNBERG   | Management    | Fo    |
|                 | JEROME B. YORK   | Management    | Fo    |

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 TYCO INTERNATIONAL LTD.

TYC

ISSUER: 902124106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 1A              | APPROVAL OF REVERSE STOCK SPLIT OF THE COMPANY S COMMON SHARES AT A SPLIT RATIO OF 1 FOR 4. | Management    | Fo    |
| 1B              | APPROVAL OF CONSEQUENTIAL AMENDMENT TO THE COMPANY S AMENDED AND RESTATED BYE-LAWS.         | Management    | Fo    |

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 GALLAHER GROUP PLC

GLH

ISSUER: 363595109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
|-----------------|----------|---------------|-------|

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|    |   |            |    |
|----|---|------------|----|
| E1 | SPECIAL RESOLUTION GIVING EFFECT TO THE SCHEME                          | Management | Fo |
| C1 | TO APPROVE THE PROPOSED SCHEME OF ARRANGEMENT REFERRED TO IN THE NOTICE | Management | Fo |

FREEPORT-MCMORAN COPPER & GOLD INC.

FCXA

ISSUER: 35671D857

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | APPROVAL OF THE PROPOSED AMENDMENT TO THE FREEPORT-MCMORAN COPPER & GOLD INC. CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF FREEPORT-MCMORAN CAPITAL STOCK TO 750,000,000, TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF CLASS B COMMON STOCK TO 700,000,000, ALL AS MORE FULLY DESCRIBED IN THE JOINT PROXY STATEMENT/PROSPECTUS DATED FEBRUARY 12, 2007. | Management    | Fo    |
| 03              | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO PERMIT SOLICITATION OF ADDITIONAL PROXIES IN FAVOR OF EACH OF PROPOSAL 1 AND PROPOSAL 2.   | Management    | Fo    |
| 02              | APPROVAL OF THE PROPOSED ISSUANCE OF SHARES OF FREEPORT-MCMORAN COMMON STOCK IN CONNECTION WITH THE TRANSACTION CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 18, 2006, AMONG FREEPORT-MCMORAN, PHELPS DODGE CORPORATION AND PANTHER ACQUISITION CORPORATION.  | Management    | Fo    |

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HELLENIC TELECOMMUNICATIONS ORG. S.A

OTE

ISSUER: 423325307

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
|-----------------|----------|---------------|-------|

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|    |  |            |    |
|----|--|------------|----|
| 02 | INITIATION OF A STOCK OPTION PLAN, AVAILABLE TO THE COMPANY S CEO AND AFFILIATED COMPANIES CEO S, IN ACCORDANCE WITH ARTICLE 42E, OF THE LAW 2190/1920. THE PLAN WILL BE AVAILABLE TO OTE EXECUTIVES SUBJECT TO THE RIGHT OF REFUSAL BASED ON PERFORMANCE CRITERIA (ARTICLE 13, PARAGRAPH 9 OF THE LAW 2190/1920). | Management | Fo |
| 01 | AMENDMENTS TO THE FOLLOWING ARTICLES OF ASSOCIATION: 9 (BOARD OF DIRECTORS), 13 (CHIEF EXECUTIVE OFFICER) AND 23 (ABSOLUTE QUORUM AND MAJORITY OF THE GENERAL ASSEMBLY OF SHAREHOLDERS), ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.   | Management | Fo |
| 04 | MISCELLANEOUS ANNOUNCEMENTS.   | Management | Fo |
| 03 | SETTLEMENT OF THE DEBT PAYABLE TO OTE SA BY FIBRE OPTIC TELECOMMUNICATION NETWORK LTD BY REMISSION.  | Management | Fo |

-----  
 PHELPS DODGE CORPORATION

PD

ISSUER: 717265102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 02                 | APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO PERMIT SOLICITATION OF ADDITIONAL PROXIES IN FAVOR OF PROPOSAL 1.  | Management       | Fo       |
| 01                 | APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 18, 2006, AMONG FREEPORT-MCMORAN COPPER AND GOLD INC., PHELPS DODGE CORPORATION AND PANTHER ACQUISITION CORPORATION, AS AMENDED. | Management       | Fo       |

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 WM. WRIGLEY JR. COMPANY

WWY

ISSUER: 982526105

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | THOMAS A. KNOWLTON   | Management       | Fo       |
|                    | STEVEN B. SAMPLE   | Management       | Fo       |
|                    | ALEX SHUMATE   | Management       | Fo       |
|                    | WILLIAM D. PEREZ   | Management       | Fo       |
| 03                 | TO RATIFY THE APPOINTMENT OF THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (INDEPENDENT AUDITORS) FOR THE YEAR ENDING DECEMBER 31, 2007. | Management       | Fo       |
| 02                 | AMENDMENT TO THE SECOND RESTATED CERTIFICATE   | Management       | Fo       |

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OF INCORPORATION TO PERMIT AMENDMENT OF THE BYLAWS  
OF THE COMPANY TO ADOPT MAJORITY VOTING FOR THE  
ELECTION OF DIRECTORS.

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|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | THOMAS A. KNOWLTON   | Management    | Fo |
|                 | STEVEN B. SAMPLE   | Management    | Fo |
|                 | ALEX SHUMATE   | Management    | Fo |
|                 | WILLIAM D. PEREZ   | Management    | Fo |
| 03              | TO RATIFY THE APPOINTMENT OF THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM (INDEPENDENT AUDITORS) FOR THE YEAR ENDING DECEMBER 31, 2007.                 | Management    | Fo |
| 02              | AMENDMENT TO THE SECOND RESTATED CERTIFICATE OF INCORPORATION TO PERMIT AMENDMENT OF THE BYLAWS OF THE COMPANY TO ADOPT MAJORITY VOTING FOR THE ELECTION OF DIRECTORS. | Management    | Fo |

CAREMARK RX, INC. CMX CONTEST

ISSUER: 141705103 ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 02              | TO APPROVE ANY ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, INCLUDING IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE ADOPTION OF THE MERGER AGREEMENT AND THE APPROVAL OF THE MERGER.  | Management    | Fo |
| 01              | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED NOVEMBER 1, 2006, BY AND AMONG CVS CORPORATION, CAREMARK AND TWAIN MERGERSUB L.L.C., AS AMENDED BY AMENDMENT NO. 1, DATED JANUARY 16, 2007 AND TO APPROVE THE MERGER OF CAREMARK RX, INC. WITH AND INTO TWAIN MERGERSUB L.L.C., ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo |

ENDESA SA, MADRID

ISSUER: E41222113

ISIN: ES0130670112

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SEDOL: 2615424, 5271782, B0389N6, 5788806, 4315368, 5285501, B0Znjc8

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| *               | PLEASE NOTE THE AGENDA FOR THIS MEETING MAY BE VIEWED IN ENGLISH, FRENCH, AND GERMAN AT THE FOLLOWING LINK:<br><a href="http://ww3.ics.adp.com/streetlink_data/dirgpics/sa27f2.pdf">HTTP://WW3.ICS.ADP.COM/STREETLINK_DATA/DIRGPICS/SA27F2.PDF</a>  | Non-Voting    |    |
| *               | PLEASE NOTE THE BOARD OF DIRECTORS OF ENDESA HAS DETERMINED UNANIMOUSLY TO CANCEL THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (EGM) THAT HAD BEEN CALLED FOR 20 MARCH 2007 AT FIRST CALL AND FOR THE FOLLOWING DAY AT SECOND CALL. REGARDLESS OF THIS ENDESA HAS DECIDED TO PAY THE 0.15 CENT GROSS PER SHARE PREMIUM TO ALL INVESTORS WHO ARE ELIGIBLE HOLDERS ON RECORD DATE AND PARTICIPATE BY SENDING THEIR INSTRUCTIONS, THEREFORE SEND YOUR INSTRUCTIONS ACCORDING TO THE ESTABLISHED VOTING PROCEDURES. PLEASE NOTE ADDITIONAL INFORMATION REGARDING THE CANCELLATION OF THIS MEETING AND THE ATTENDANCE FEE CAN BE VIEWED AT<br><a href="http://ww3.ics.adp.com/streetlink_data/dirgpics/sa1794.doc">HTTP://WW3.ICS.ADP.COM/STREETLINK_DATA/DIRGPICS/SA1794.DOC</a> | Non-Voting    |    |

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|    |  |            |    |
|----|--|------------|----|
| 1. | TO AMEND THE PRESENT ARTICLE 32 OF THE CORPORATE BYLAWS (LIMITATION OF VOTING RIGHTS), BY RE-WORDING IT IN THE FOLLOWING TERMS: ARTICLE 32: VOTING RIGHTS. THE SHAREHOLDERS SHALL BE ENTITLED TO ONE VOTE FOR EACH SHARE THEY OWN OR REPRESENT, EXCEPT FOR NON-VOTING SHARES, WHICH SHALL BE GOVERNED BY THE PROVISIONS OF ARTICLE 8 OF THESE BYLAWS. THIS BYLAW AMENDMENT SHALL BE EFFECTIVE AS FROM THE TIME IT IS REGISTERED WITH THE MERCANTILE REGISTRY.  | Management | Fo |
| 2. | TO AMEND THE PRESENT ARTICLE 37 OF THE CORPORATE BYLAWS (NUMBER AND CLASSES OF DIRECTORS), BY RE-WORDING IT IN THE FOLLOWING TERMS: ARTICLE 37: NUMBER OF DIRECTORS. THE BOARD OF DIRECTORS SHALL BE FORMED BY NINE MEMBERS MINIMUM AND FIFTEEN MAXIMUM. THE GENERAL MEETING SHALL BE RESPONSIBLE FOR BOTH THE APPOINTMENT AND THE REMOVAL OF THE MEMBERS OF THE BOARD OF DIRECTORS. THE POSITION OF DIRECTOR IS ELIGIBLE FOR RESIGNATION, REVOCATION AND RE-ELECTION. THIS BYLAW AMENDMENT SHALL BE EFFECTIVE AS FROM THE TIME IT IS REGISTERED WITH THE MERCANTILE REGISTRY. | Management | Fo |
| 3. | TO AMEND THE PRESENT ARTICLE 38 OF THE CORPORATE BYLAWS (TERM OF OFFICE OF DIRECTOR), BY RE-WORDING  | Management | Fo |

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IT IN THE FOLLOWING TERMS: ARTICLE 38: TERM OF OFFICE OF DIRECTOR. THE TERM OF OFFICE OF DIRECTORS SHALL BE FOUR YEARS. THEY MAY BE RE-ELECTED FOR PERIODS OF LIKE DURATION. FOR THE PURPOSE OF COMPUTING THE TERM OF OFFICE OF THE MANDATE OF DIRECTORS, THE YEAR SHALL BE DEEMED TO BEGIN AND END ON THE DATE ON WHICH THE ANNUAL GENERAL MEETING IS HELD, OR THE LAST DAY POSSIBLE ON WHICH IT SHOULD HAVE BEEN HELD. IF DURING THE TERM TO WHICH THE DIRECTORS WERE APPOINTED VACANCIES SHOULD TAKE PLACE, THE BOARD MAY APPOINT, FROM AMONG THE SHAREHOLDERS, THOSE PERSONS TO FILL THEM UNTIL THE FIRST GENERAL MEETING MEETS. THIS BYLAW AMENDMENT SHALL BE EFFECTIVE AS FROM THE TIME IT IS REGISTERED WITH THE MERCANTILE REGISTRY.

4. TO AMEND THE PRESENT ARTICLE 42 OF THE CORPORATE BYLAWS (INCOMPATIBILITIES OF DIRECTORS), BY RE-WORDING IT IN THE FOLLOWING TERMS: ARTICLE 42: INCOMPATIBILITIES OF DIRECTORS. THOSE PERSONS SUBJECT TO THE PROHIBITIONS OF ARTICLE 124 OF THE SPANISH CORPORATIONS LAW (LEY DE SOCIEDADES ANONIMAS) AND OTHER LEGAL PROVISIONS MAY NOT BE APPOINTED AS DIRECTORS. THIS BYLAW AMENDMENT SHALL BE EFFECTIVE AS FROM THE TIME IT IS REGISTERED WITH THE MERCANTILE REGISTRY.

Management

5. TO DELEGATE TO THE COMPANY S BOARD OF DIRECTORS THE BROADEST AUTHORITIES TO ADOPT SUCH RESOLUTIONS AS MAY BE NECESSARY OR APPROPRIATE FOR THE EXECUTION, IMPLEMENTATION, EFFECTIVENESS AND SUCCESSFUL CONCLUSION OF THE GENERAL MEETING RESOLUTIONS AND, IN PARTICULAR, FOR THE FOLLOWING ACTS, WITHOUT LIMITATION: (I) CLARIFY, SPECIFY AND COMPLETE THE RESOLUTIONS OF THIS GENERAL MEETING AND RESOLVE SUCH DOUBTS OR ASPECTS AS ARE PRESENTED, REMEDYING AND COMPLETING SUCH DEFECTS OR OMISSIONS AS MAY PREVENT OR IMPAIR THE EFFECTIVENESS OR REGISTRATION OF THE PERTINENT RESOLUTIONS; (II) EXECUTE SUCH PUBLIC AND/OR PRIVATE DOCUMENTS AND CARRY OUT SUCH ACTS, LEGAL BUSINESSES, CONTRACTS, DECLARATIONS

Management

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AND TRANSACTIONS AS MAY BE NECESSARY OR APPROPRIATE FOR THE EXECUTION AND IMPLEMENTATION OF THE RESOLUTIONS ADOPTED AT THIS GENERAL MEETING; AND (III) DELEGATE, IN TURN, TO THE EXECUTIVE COMMITTEE OR TO ONE OR MORE DIRECTORS, WHO MAY ACT SEVERALLY AND INDISTINCTLY, THE POWERS CONFERRED IN THE PRECEDING PARAGRAPHS. TO EMPOWER THE CHAIRMAN OF THE BOARD OF DIRECTORS, MR. MANUEL PIZARRO MORENO, THE CHIEF EXECUTIVE OFFICER (CEO) MR. RAFAEL MIRANDA ROBREDO AND THE SECRETARY OF THE BOARD OF DIRECTORS AND SECRETARY GENERAL MR. SALVADOR MONTEJO VELILLA, IN ORDER THAT, ANY OF THEM, INDISTINCTLY, MAY:



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(I) CARRY OUT SUCH ACTS, LEGAL BUSINESSES, CONTRACTS AND TRANSACTIONS AS MAY BE APPROPRIATE IN ORDER TO REGISTER THE PRECEDING RESOLUTIONS WITH THE MERCANTILE REGISTRY, INCLUDING, IN PARTICULAR, INTER ALIA, THE POWERS TO APPEAR BEFORE A NOTARY PUBLIC IN ORDER TO EXECUTE THE PUBLIC DEEDS OR NOTARIAL RECORDS WHICH ARE NECESSARY OR APPROPRIATE FOR SUCH PURPOSE, TO PUBLISH THE PERTINENT LEGAL NOTICES AND FORMALIZE ANY OTHER PUBLIC OR PRIVATE DOCUMENTS WHICH MAY BE NECESSARY OR APPROPRIATE FOR THE REGISTRATION OF SUCH RESOLUTIONS, WITH THE EXPRESS POWER TO REMEDY THEM, WITHOUT ALTERING THEIR NATURE, SCOPE OR MEANING; AND APPEAR BEFORE THE COMPETENT ADMINISTRATIVE AUTHORITIES, IN PARTICULAR, THE MINISTRIES OF ECONOMY AND FINANCE AND INDUSTRY, TOURISM AND COMMERCE, AS WELL AS BEFORE OTHER AUTHORITIES, ADMINISTRATIONS AND INSTITUTIONS, ESPECIALLY THE SPANISH SECURITIES MARKET COMMISSION (COMISION NACIONAL DEL MERCADO DE VALORES), THE SECURITIES EXCHANGE GOVERNING COMPANIES AND ANY OTHER WHICH MAY BE COMPETENT IN RELATION TO ANY OF THE RESOLUTIONS ADOPTED, IN ORDER TO CARRY OUT THE NECESSARY FORMALITIES AND ACTIONS FOR THE MOST COMPLETE IMPLEMENTATION AND EFFECTIVENESS THEREOF.

\* PLEASE NOTE THAT SHAREHOLDERS WHO PARTICIPATE IN ANY FORM AT THE EGM, WHETHER DIRECTLY, BY PROXY, OR BY LONG-DISTANCE VOTING, SHALL BE ENTITLED TO RECEIVE AN ATTENDANCE PREMIUM OF FIFTEEN EURO CENTS GROSS PER SHARE 0.15 EUROS GROSS PER SHARE, TO BE PAID THROUGH THE MEMBER ENTITIES OF THE CLEARINGHOUSE SOCIEDAD DE GESTION DE LOS SISTEMAS DE REGISTRO, COMPENSACION Y LIQUIDACION DE VAIORES IBERCLEAR. PLEASE BE ADVISED THAT ADDITIONAL INFORMATION CONCERNING ENDESA, S.A. CAN ALSO BE VIEWED ON THE COMPANY S WEBSITE:  
[HTTP://WWW.ENDESA.ES/PORTAL/PORTADA?URL=/PORTAL/EN/DEFAULT.HTM&IDIOMA=EN&](http://WWW.ENDESA.ES/PORTAL/PORTADA?URL=/PORTAL/EN/DEFAULT.HTM&IDIOMA=EN&).  
 THANK YOU.

Non-Voting

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 ENDESA, S.A. ELE

ISSUER: 29258N107 ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 02                 | APPROVAL OF THE AMENDMENT OF ARTICLE 37 OF THE CORPORATE BYLAWS (NUMBER OF CLASSES OF DIRECTORS).*   | Management       | Fo       |
| 01                 | APPROVAL OF THE AMENDMENT OF ARTICLE 32 OF THE CORPORATE BYLAWS (LIMITATION OF VOTING RIGHTS).*  | Management       | Fo       |
| 05                 | APPROVAL OF THE AUTHORIZATION TO THE BOARD OF DIRECTORS FOR THE EXECUTION AND IMPLEMENTATION OF THE RESOLUTIONS ADOPTED AT THE GENERAL MEETING, AS WELL AS TO SUBSTITUTE THE AUTHORITIES IT RECEIVES FROM THE GENERAL MEETING, AND GRANTING OF AUTHORITIES | Management       | Fo       |

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FOR PROCESSING THE SAID RESOLUTIONS AS A PUBLIC INSTRUMENT, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.

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|    |  |            |    |
|----|--|------------|----|
| 04 | APPROVAL OF THE AMENDMENT OF ARTICLE 42 OF THE CORPORATE BYLAWS (INCOMPATIBILITIES OF DIRECTORS).* | Management | Fo |
| 03 | APPROVAL OF THE AMENDMENT OF ARTICLE 38 OF THE CORPORATE BYLAWS (TERM OF OFFICE OF DIRECTOR).*     | Management | Fo |

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 ADESA, INC.

KAR

ISSUER: 00686U104

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 02                 | PROPOSAL TO ADJOURN OR POSTPONE THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT AND APPROVE THE MERGER AGREEMENT.   | Management       | Fo       |
| 01                 | PROPOSAL TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 22, 2006, BY AND AMONG ADESA, INC., KAR HOLDINGS II, LLC, KAR HOLDINGS, INC. AND KAR ACQUISITION, INC., PURSUANT TO WHICH KAR ACQUISITION, INC. WILL MERGE WITH AND INTO ADESA, INC., ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management       | Fo       |

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 SABRE HOLDINGS CORPORATION

TSG

ISSUER: 785905100

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 12, 2006, AMONG SABRE HOLDINGS CORPORATION, SOVEREIGN HOLDINGS, INC. AND SOVEREIGN MERGER SUB, INC. AND APPROVE THE MERGER. | Management       | Fo       |

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02 PROPOSAL TO APPROVE THE ADJOURNMENT OF THE MEETING, Management Fo  
 IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL  
 PROXIES.

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 SCOTTISH POWER PLC SPI

ISSUER: 81013T804 ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 02                 | TO CONSIDER AND, IF THOUGHT FIT, PASS A SPECIAL RESOLUTION TO APPROVE: (I) THE REORGANISATION OF THE COMPANY S SHARE CAPITAL REFERRED TO IN THE SCHEME; (II) THE CAPITAL REDUCTION AND THE ISSUE OF NEW SCOTTISHPOWER SHARES TO IBERDROLA PROVIDED FOR IN THE SCHEME; AND (III) THE AMENDMENTS TO THE ARTICLES IN ACCORDANCE WITH THE SCHEME AND IN THE MANNER DESCRIBED. | Management       | Fo       |

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01 TO APPROVE THE SCHEME OF ARRANGEMENT DATED FEBRUARY Management Fo  
 26, 2007 BETWEEN THE COMPANY AND THE SCHEME SHAREHOLDERS  
 AND TO AUTHORISE THE DIRECTORS TO TAKE ALL SUCH  
 ACTION AS THEY MAY CONSIDER NECESSARY OR APPROPRIATE  
 FOR CARRYING THE SCHEME INTO EFFECT.

-----  
 EDISON SPA, MILANO  
 ISSUER: T3552V114 ISIN: IT0003152417 BLOCKING  
 SEDOL: B06MTB3, 7513578, B1BK8V2, 7519822  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca    |
|--------------------|--|------------------|-------------|
| 3.                 | APPROVE TO EXTEND THE AUDITING OFFICE TERMS TO PRICEWATERHOUSECOOPERS S.P.A. FOR THE YEARS 2008, 2009 AND 2010                                 | Management       | Take<br>Act |
| *                  | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 06 APR 2007. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS | Non-Voting       |             |

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WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA  
IS AMENDED. PLEASE BE ALSO ADVISED THAT YOUR  
SHARES WILL BE BLOCKED UNTIL THE QUORUM IS MET  
OR THE MEETING IS CANCELLED. THANK YOU.

|    |   |            |             |
|----|---|------------|-------------|
| *  | PLEASE NOTE THAT THIS IS AN AGM. THANK YOU.   | Non-Voting |             |
| 1. | APPOINT 1 DIRECTOR  | Management | Take<br>Act |
| 2. | APPROVE THE BALANCE SHEET AS OF 31 DEC 2006,<br>CONSEQUENTIAT AND RELATED RESOLUTIONS | Management | Take<br>Act |

FOUR SEASONS HOTELS INC.

FS

ISSUER: 35100E104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | THE SPECIAL RESOLUTION APPROVING THE ARRANGEMENT<br>(THE ARRANGEMENT) UNDER SECTION 182 OF THE BUSINESS<br>CORPORATIONS ACT (ONTARIO) INVOLVING THE CORPORATION,<br>ITS SHAREHOLDERS AND FS ACQUISITION CORP., A<br>BRITISH COLUMBIA COMPANY THAT IS OWNED BY TRIPLES<br>HOLDINGS LIMITED AND AFFILIATES OF KINGDOM HOTELS<br>INTERNATIONAL AND CASCADE INVESTMENT, L.L.C.,<br>THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX<br>A TO THE ACCOMPANYING MANAGEMENT INFORMATION<br>CIRCULAR OF THE CORPORATION DATED MARCH 5, 2007. | Management       | Fo       |

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HARRAH'S ENTERTAINMENT, INC.

HET

ISSUER: 413619107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER,<br>DATED AS OF DECEMBER 19, 2006, AMONG HAMLET HOLDINGS<br>LLC, HAMLET MERGER INC. AND HARRAH S ENTERTAINMENT,<br>INC. | Management       | Fo       |

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|    |  |            |    |
|----|--|------------|----|
| 02 | PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT<br>OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE,<br>TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT<br>VOTES AT THE TIME OF THE MEETING TO ADOPT THE<br>MERGER AGREEMENT. | Management | Fo |
|----|--|------------|----|

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MORGAN STANLEY

MS

ISSUER: 617446448

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 1A                 | ELECT ROY J. BOSTOCK   | Management       | Fo       |
| 1B                 | ELECT ERSKINE B. BOWLES  | Management       | Fo       |
| 1C                 | ELECT HOWARD J. DAVIES   | Management       | Fo       |
| 1D                 | ELECT C. ROBERT KIDDER   | Management       | Fo       |
| 1E                 | ELECT JOHN J. MACK   | Management       | Fo       |
| 1F                 | ELECT DONALD T. NICOLAISEN   | Management       | Fo       |
| 1G                 | ELECT CHARLES H. NOSKI   | Management       | Fo       |
| 1H                 | ELECT HUTHAM S. OLAYAN   | Management       | Fo       |
| 1I                 | ELECT CHARLES E. PHILLIPS, JR.   | Management       | Fo       |
| 1J                 | ELECT O. GRIFFITH SEXTON   | Management       | Fo       |
| 1K                 | ELECT LAURA D. TYSON   | Management       | Fo       |
| 1L                 | ELECT KLAUS ZUMWINKEL  | Management       | Fo       |
| 02                 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS INDEPENDENT AUDITOR | Management       | Fo       |
| 03                 | TO APPROVE THE 2007 EQUITY INCENTIVE COMPENSATION<br>PLAN                    | Management       | Agai     |
| 04                 | SHAREHOLDER PROPOSAL REGARDING SIMPLE MAJORITY<br>VOTE                       | Shareholder      | Agai     |
| 05                 | SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION<br>ADVISORY VOTE       | Shareholder      | Agai     |

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THE BANK OF NEW YORK COMPANY, INC.

BK

ISSUER: 064057102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | MR. BIONDI   | Management    | Fo   |
|                 | MR. DONOFRIO   | Management    | Fo   |
|                 | MR. HASSELL  | Management    | Fo   |
|                 | MR. KOGAN  | Management    | Fo   |
|                 | MR. KOWALSKI   | Management    | Fo   |
|                 | MR. LUKE   | Management    | Fo   |
|                 | MS. REIN   | Management    | Fo   |
|                 | MR. RENYI  | Management    | Fo   |
|                 | MR. RICHARDSON   | Management    | Fo   |
|                 | MR. SCOTT  | Management    | Fo   |
|                 | MR. VAUGHAN  | Management    | Fo   |
| 03              | SHAREHOLDER PROPOSAL WITH RESPECT TO SIMPLE MAJORITY VOTING  | Shareholder   | Agai |
| 02              | A VOTE FOR RATIFICATION OF AUDITORS                          | Management    | Fo   |
| 05              | SHAREHOLDER PROPOSAL WITH RESPECT TO EXECUTIVE COMPENSATION. | Shareholder   | Agai |
| 04              | SHAREHOLDER PROPOSAL WITH RESPECT TO CUMULATIVE VOTING.      | Shareholder   | Agai |

SCHLUMBERGER LIMITED (SCHLUMBERGER N

SLB

ISSUER: 806857108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal       | Proposal Type | Vo |
|-----------------|----------------|---------------|----|
| 01              | DIRECTOR       | Management    | Fo |
|                 | P. CAMUS       | Management    | Fo |
|                 | J.S. GORELICK  | Management    | Fo |
|                 | A. GOULD       | Management    | Fo |
|                 | T. ISAAC       | Management    | Fo |
|                 | N. KUDRYAVTSEV | Management    | Fo |
|                 | A. LAJOUS      | Management    | Fo |
|                 | M.E. MARKS     | Management    | Fo |
|                 | D. PRIMAT      | Management    | Fo |
|                 | L.R. REIF      | Management    | Fo |
|                 | T.I. SANDVOLD  | Management    | Fo |
|                 | N. SEYDOUX     | Management    | Fo |
|                 | L.G. STUNTZ    | Management    | Fo |
|                 | R. TALWAR      | Management    | Fo |

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|    |  |            |    |
|----|--|------------|----|
| 02 | ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS.         | Management | Fo |
| 03 | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | Fo |

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 VALLEY NATIONAL BANCORP

VLV

ISSUER: 919794107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 02                 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG AS VALLEY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management       | Fo       |
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | ANDREW B. ABRAMSON   | Management       | Fo       |
|                    | PAMELA R. BRONANDER  | Management       | Fo       |
|                    | ERIC P. EDELSTEIN  | Management       | Fo       |
|                    | MARY J.S. GUILFOILE  | Management       | Fo       |
|                    | H. DALE HEMMERDINGER   | Management       | Fo       |
|                    | GRAHAM O. JONES  | Management       | Fo       |
|                    | WALTER H. JONES, III   | Management       | Fo       |
|                    | GERALD KORDE   | Management       | Fo       |
|                    | MICHAEL L. LARUSSO   | Management       | Fo       |
|                    | GERALD H. LIPKIN   | Management       | Fo       |
|                    | ROBINSON MARKEL  | Management       | Fo       |
|                    | ROBERT E. MCENTEE  | Management       | Fo       |
|                    | RICHARD S. MILLER  | Management       | Fo       |
|                    | BARNETT RUKIN  | Management       | Fo       |

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 WADDELL & REED FINANCIAL, INC.

WDR

ISSUER: 930059100

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|------------------|----------|
| 01                 | DIRECTOR | Management       | Fo       |

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|    |   |                   |            |    |
|----|---|-------------------|------------|----|
|    |   | HENRY J. HERRMANN | Management | Fo |
|    |   | JAMES M. RAINES   | Management | Fo |
|    |   | WILLIAM L. ROGERS | Management | Fo |
| 02 | APPROVAL OF AN AMENDMENT TO THE WADDELL & REED FINANCIAL, INC. STOCK INCENTIVE PLAN, AS AMENDED AND RESTATED, TO ELIMINATE (1) THE COMPANY S ABILITY TO ISSUE INCENTIVE STOCK OPTIONS, (2) THE TEN-YEAR TERM OF THE PLAN, AND (3) THE COMPANY S ABILITY TO ADD BACK TO THE POOL OF SHARES RESERVED FOR ISSUANCE UNDER THE PLAN, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. |                   | Management | Fo |
| 03 | RATIFICATION OF THE SELECTION OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2007.  |                   | Management | Fo |

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 BP P.L.C.

BP

ISSUER: 055622104

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| S24             | SPECIAL RESOLUTION: TO GIVE AUTHORITY TO ALLOT A LIMITED NUMBER OF SHARES FOR CASH FREE OF PRE-EMPTION RIGHTS | Management    | Fo |
| 23              | TO GIVE AUTHORITY TO ALLOT SHARES UP TO A SPECIFIED AMOUNT  | Management    | Fo |
| S22             | SPECIAL RESOLUTION: TO GIVE LIMITED AUTHORITY FOR THE PURCHASE OF ITS OWN SHARES BY THE COMPANY               | Management    | Fo |
| 21              | TO AUTHORIZE THE USE OF ELECTRONIC COMMUNICATIONS   | Management    | Fo |
| 20              | TO GIVE LIMITED AUTHORITY TO MAKE POLITICAL DONATIONS AND INCUR POLITICAL EXPENDITURE                         | Management    | Fo |
| 19              | TO RE-APPOINT ERNST & YOUNG LLP AS AUDITORS AND AUTHORIZE THE BOARD TO SET THEIR REMUNERATION                 | Management    | Fo |
| 03              | DIRECTOR  | Management    | Fo |
|                 | DR D C ALLEN  | Management    | Fo |
|                 | LORD BROWNE   | Management    | Fo |
|                 | MR A BURGANS  | Management    | Fo |
|                 | SIR WILLIAM CASTELL   | Management    | Fo |
|                 | MR I C CONN   | Management    | Fo |
|                 | MR E B DAVIS, JR  | Management    | Fo |
|                 | MR D J FLINT  | Management    | Fo |
|                 | DR B E GROTE  | Management    | Fo |
|                 | DR A B HAYWARD  | Management    | Fo |



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|    |   |                   |            |    |
|----|---|-------------------|------------|----|
|    |   | MR A G INGLIS     | Management | Fo |
|    |   | DR D S JULIUS     | Management | Fo |
|    |   | SIR TOM MCKILLOP  | Management | Fo |
|    |   | MR J A MANZONI    | Management | Fo |
|    |   | DR W E MASSEY     | Management | Fo |
|    |   | SIR IAN PROSSER   | Management | Fo |
|    |   | MR P D SUTHERLAND | Management | Fo |
| 02 | TO APPROVE THE DIRECTORS REMUNERATION REPORT        |                   | Management | Fo |
| 01 | TO RECEIVE THE DIRECTORS ANNUAL REPORT AND ACCOUNTS |                   | Management | Fo |

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 LEHMAN BROTHERS HOLDINGS INC.

LEH

ISSUER: 524908100

ISIN:

SEDOL:

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 VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 04              | STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS.   | Shareholder   | Agai  |
| 03              | APPROVE AN AMENDMENT TO LEHMAN BROTHERS HOLDINGS INC. 2005 STOCK INCENTIVE PLAN.  | Management    | Agai  |
| 02              | RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS. | Management    | Fo    |
| 1J              | ELECTION OF DIRECTOR: JOHN D. MACOMBER  | Management    | Fo    |
| 1I              | ELECTION OF DIRECTOR: HENRY KAUFMAN   | Management    | Fo    |
| 1H              | ELECTION OF DIRECTOR: ROLAND A. HERNANDEZ   | Management    | Fo    |
| 1G              | ELECTION OF DIRECTOR: SIR CHRISTOPHER GENT  | Management    | Fo    |

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|    |  |            |    |
|----|--|------------|----|
| 1F | ELECTION OF DIRECTOR: RICHARD S. FULD, JR. | Management | Fo |
| 1E | ELECTION OF DIRECTOR: MARSHA JOHNSON EVANS | Management | Fo |
| 1D | ELECTION OF DIRECTOR: THOMAS H. CRUIKSHANK | Management | Fo |
| 1C | ELECTION OF DIRECTOR: ROGER S. BERLIND     | Management | Fo |
| 1B | ELECTION OF DIRECTOR: JOHN F. AKERS        | Management | Fo |
| 1A | ELECTION OF DIRECTOR: MICHAEL L. AINSLIE   | Management | Fo |

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MACDERMID, INCORPORATED

MRD

ISSUER: 554273102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 15, 2006, AMONG MACDERMID, INCORPORATED, MDI HOLDINGS, LLC. AND MATRIX ACQUISITION CORP. (THE MERGER AGREEMENT).                | Management    | Fo    |
| 02              | TO APPROVE THE ADJOURNMENT OF THE MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE THE MERGER AGREEMENT. | Management    | Fo    |

T. ROWE PRICE GROUP, INC.

TROW

ISSUER: 74144T108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type  | Vo Ca  |
|-----------------|--|--|--|
| 01              | DIRECTOR<br>EDWARD C. BERNARD<br>JAMES T. BRADY<br>J. ALFRED BROADDUS, JR.<br>DONALD B. HEBB, JR.<br>JAMES A.C. KENNEDY<br>BRIAN C. ROGERS<br>DR. ALFRED SOMMER<br>DWIGHT S. TAYLOR<br>ANNE MARIE WHITTEMORE | Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo |
| 02              | APPROVAL OF THE 2007 NON-EMPLOYEE DIRECTOR EQUITY PLAN.  | Management   | Agai   |
| 03              | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS PRICE GROUP S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.   | Management   | Fo   |
| 04              | IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AND FURTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENTS AND POSTPONEMENTS THEREOF.                 | Management   | Fo   |

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COMPANIA DE TELECOMUNICACIONES DE CH

CTC

ISSUER: 204449300

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vote Category |
|-----------------|--|---------------|---------------|
| E1              | APPROVAL OF CAPITAL REDUCTION OF CH\$48,815,011,335 AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.   | Management    | For           |
| E2              | APPROVAL TO MODIFY THE COMPANY S BYLAWS, TO REFLECT THE APPROVED AGREEMENTS, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.*   | Management    | For           |
| E3              | APPROVAL TO ADOPT THE NECESSARY PROCEDURES TO FORMALIZE THE AGREEMENTS REACHED AT THE EXTRAORDINARY SHAREHOLDERS MEETING.  | Management    | For           |
| A1              | APPROVAL OF THE ANNUAL REPORT, BALANCE SHEET, INCOME STATEMENT AND REPORTS OF ACCOUNT INSPECTORS AND INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2006, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.* | Management    | For           |
| A2              | APPROVAL OF DISTRIBUTION OF NET INCOME FOR FISCAL YEAR ENDED DECEMBER 31, 2006 AND THE PAYMENT OF A FINAL DIVIDEND, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.   | Management    | For           |
| A4              | APPROVAL TO APPOINT THE INDEPENDENT AUDITORS FOR FISCAL YEAR 2007, AND TO DETERMINE THEIR COMPENSATION.  | Management    | For           |
| A5              | APPROVAL TO APPOINT THE DOMESTIC CREDIT RATING AGENCIES AND TO DETERMINE THEIR COMPENSATION, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.  | Management    | For           |
| A12             | APPROVAL OF THE INVESTMENT AND FINANCING STRATEGY PROPOSED BY MANAGEMENT (ACCORDING TO DECREE LAW 3,500), AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.   | Management    | For           |
| A9              | APPROVAL OF THE COMPENSATION FOR THE DIRECTORS COMMITTEE MEMBERS AND OF THE DIRECTORS COMMITTEE BUDGET, TO BE ASSIGNED UNTIL THE NEXT GENERAL SHAREHOLDERS MEETING, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.     | Management    | For           |
| A10             | APPROVAL OF THE COMPENSATION FOR THE AUDIT COMMITTEE MEMBERS AND OF THE AUDIT COMMITTEE BUDGET, TO BE ASSIGNED UNTIL THE NEXT GENERAL SHAREHOLDERS MEETING, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.             | Management    | For           |
| A15             | APPROVAL OF A SANTIAGO NEWSPAPER IN WHICH TO PUBLISH THE NOTICES FOR FUTURE SHAREHOLDERS MEETINGS AND DIVIDEND PAYMENTS, IF APPROPRIATE, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH.                                | Management    | For           |

RIO TINTO PLC

RTP

ISSUER: 767204100

ISIN:

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SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | AUTHORITY TO ALLOT RELEVANT SECURITIES UNDER SECTION 80 OF THE COMPANIES ACT 1985        | Management       | Fo       |
| 02                 | AUTHORITY TO ALLOT EQUITY SECURITIES FOR CASH UNDER SECTION 89 OF THE COMPANIES ACT 1985 | Management       | Fo       |

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|    |  |            |    |
|----|--|------------|----|
| 03 | AUTHORITY TO PURCHASE RIO TINTO PLC SHARES BY THE COMPANY OR RIO TINTO LIMITED   | Management | Fo |
| 04 | TO APPROVE AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY AND THE CONSTITUTION OF RIO TINTO LIMITED                                  | Management | Fo |
| 05 | ELECTION OF MICHAEL FITZPATRICK  | Management | Fo |
| 06 | RE-ELECTION OF ASHTON CALVERT  | Management | Fo |
| 07 | RE-ELECTION OF GUY ELLIOTT   | Management | Fo |
| 08 | RE-ELECTION OF LORD KERR   | Management | Fo |
| 09 | RE-ELECTION OF SIR RICHARD SYKES   | Management | Fo |
| 10 | RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF RIO TINTO PLC AND TO AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THEIR REMUNERATION | Management | Fo |
| 11 | APPROVAL OF THE REMUNERATION REPORT  | Management | Fo |
| 12 | TO RECEIVE THE FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND AUDITORS FOR THE YEAR ENDED 31 DECEMBER 2006                          | Management | Fo |

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ELI LILLY AND COMPANY

LLY

ISSUER: 532457108

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal                                     | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR                                     | Management       | Fo       |
|                    | W. BISCHOFF                                  | Management       | Fo       |
|                    | J.M. COOK                                    | Management       | Fo       |
|                    | F.G. PRENDERGAST                             | Management       | Fo       |
|                    | K.P. SEIFERT                                 | Management       | Fo       |
| 02                 | RATIFICATION OF THE APPOINTMENT BY THE AUDIT | Management       | Fo       |

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|    |   |             |      |
|----|---|-------------|------|
|    | COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS PRINCIPAL INDEPENDENT AUDITORS FOR 2007.          |             |      |
| 03 | APPROVE AMENDMENTS TO THE ARTICLES OF INCORPORATION TO PROVIDE FOR ANNUAL ELECTION OF DIRECTORS.              | Management  | Fo   |
| 04 | REAPPROVE PERFORMANCE GOALS FOR THE COMPANY S STOCK PLANS.  | Management  | Fo   |
| 05 | PROPOSAL BY SHAREHOLDERS ON EXTENDING THE COMPANY S ANIMAL CARE AND USE POLICY TO CONTRACT LABS.              | Shareholder | Agai |
| 06 | PROPOSAL BY SHAREHOLDERS ON INTERNATIONAL OUTSOURCING OF ANIMAL RESEARCH.                                     | Shareholder | Agai |
| 07 | PROPOSAL BY SHAREHOLDERS ON SEPARATING THE ROLES OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER.                     | Shareholder | Agai |
| 08 | PROPOSAL BY SHAREHOLDERS ON AMENDING THE ARTICLES OF INCORPORATION TO ALLOW SHAREHOLDERS TO AMEND THE BYLAWS. | Shareholder | Agai |
| 09 | PROPOSAL BY SHAREHOLDERS ON ADOPTING A SIMPLE MAJORITY VOTE STANDARD.   | Shareholder | Agai |

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-----  
CITIGROUP INC.

C

ISSUER: 172967101

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 1A                 | ELECTION OF DIRECTOR: C. MICHAEL ARMSTRONG.      | Management       | Fo       |
| 1B                 | ELECTION OF DIRECTOR: ALAIN J.P. BELDA.          | Management       | Fo       |
| 1C                 | ELECTION OF DIRECTOR: GEORGE DAVID.              | Management       | Fo       |
| 1D                 | ELECTION OF DIRECTOR: KENNETH T. DERR.           | Management       | Fo       |
| 1E                 | ELECTION OF DIRECTOR: JOHN M. DEUTCH.            | Management       | Fo       |
| 1F                 | ELECTION OF DIRECTOR: ROBERTO HERNANDEZ RAMIREZ. | Management       | Fo       |
| 1G                 | ELECTION OF DIRECTOR: KLAUS KLEINFELD.           | Management       | Fo       |
| 1H                 | ELECTION OF DIRECTOR: ANDREW N. LIVERIS.         | Management       | Fo       |
| 1I                 | ELECTION OF DIRECTOR: ANNE MULCAHY.              | Management       | Fo       |
| 1J                 | ELECTION OF DIRECTOR: RICHARD D. PARSONS.        | Management       | Fo       |
| 1K                 | ELECTION OF DIRECTOR: CHARLES PRINCE.            | Management       | Fo       |

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|    |  |             |      |
|----|--|-------------|------|
| 1L | ELECTION OF DIRECTOR: JUDITH RODIN.  | Management  | Fo   |
| 1M | ELECTION OF DIRECTOR: ROBERT E. RUBIN.   | Management  | Fo   |
| 1N | ELECTION OF DIRECTOR: FRANKLIN A. THOMAS.  | Management  | Fo   |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITIGROUP S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                              | Management  | Fo   |
| 03 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON PRIOR GOVERNMENTAL SERVICE OF CERTAIN INDIVIDUALS.   | Shareholder | Agai |
| 04 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.   | Shareholder | Agai |
| 05 | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON CHARITABLE CONTRIBUTIONS.  | Shareholder | Agai |
| 06 | SHAREOWNER PROPOSAL REQUESTING AN ADVISORY RESOLUTION TO RATIFY EXECUTIVE COMPENSATION.  | Shareholder | Agai |
| 07 | STOCKHOLDER PROPOSAL REQUESTING THAT CEO COMPENSATION BE LIMITED TO NO MORE THAN 100 TIMES THE AVERAGE COMPENSATION PAID TO WORLDWIDE EMPLOYEES. | Shareholder | Agai |
| 08 | STOCKHOLDER PROPOSAL REQUESTING THAT THE CHAIRMAN OF THE BOARD HAVE NO MANAGEMENT DUTIES, TITLES OR RESPONSIBILITIES.                            | Shareholder | Agai |
| 09 | STOCKHOLDER PROPOSAL REQUESTING THAT STOCK OPTIONS BE SUBJECT TO A FIVE-YEAR SALES RESTRICTION.  | Shareholder | Agai |
| 10 | STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING.   | Shareholder | Agai |
| 11 | STOCKHOLDER PROPOSAL REQUESTING THAT STOCKHOLDERS HAVE THE RIGHT TO CALL SPECIAL SHAREHOLDER MEETINGS.   | Shareholder | Agai |

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FIFTH THIRD BANCORP

FITB

ISSUER: 316773100

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 02              | PROPOSAL TO AMEND ARTICLE VII OF THE CODE OF REGULATIONS, AS AMENDED, TO PROVIDE FOR THE ISSUANCE OF UNCERTIFICATED SHARES. | Management    | Fo    |
| 01              | DIRECTOR  | Management    | Fo    |

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|                    |            |    |
|--------------------|------------|----|
| DARRYL F. ALLEN    | Management | Fo |
| JOHN F. BARRETT    | Management | Fo |
| JAMES P. HACKETT   | Management | Fo |
| GARY R. HEMINGER   | Management | Fo |
| JOAN R. HERSCHDEDE | Management | Fo |

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|    |  |                         |            |    |
|----|--|-------------------------|------------|----|
|    |  | ALLEN M. HILL           | Management | Fo |
|    |  | KEVIN T. KABAT          | Management | Fo |
|    |  | ROBERT L. KOCH II       | Management | Fo |
|    |  | M.D. LIVINGSTON, PH.D.  | Management | Fo |
|    |  | HENDRIK G. MEIJER       | Management | Fo |
|    |  | JAMES E. ROGERS         | Management | Fo |
|    |  | GEORGE A. SCHAEFER, JR. | Management | Fo |
|    |  | JOHN J. SCHIFF, JR.     | Management | Fo |
|    |  | DUDLEY S. TAFT          | Management | Fo |
|    |  | THOMAS W. TRAYLOR       | Management | Fo |
| 03 | PROPOSAL TO APPROVE THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE YEAR 2007. |                         | Management | Fo |

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 FIRST HORIZON NATIONAL CORPORATION

FHN

ISSUER: 320517105

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  |                       | Proposal Type | Vo |
|-----------------|---|-----------------------|---------------|----|
| 01              | DIRECTOR  |                       | Management    | Fo |
|                 |   | ROBERT C. BLATTBERG** | Management    | Fo |
|                 |   | MICHAEL D. ROSE**     | Management    | Fo |
|                 |   | LUKE YANCY III**      | Management    | Fo |
|                 |   | GERALD L. BAKER*      | Management    | Fo |
| 02              | RE-APPROVAL OF FHNC S 2002 MANAGEMENT INCENTIVE PLAN, AS AMENDED. |                       | Management    | Fo |
| 03              | RATIFICATION OF APPOINTMENT OF KPMG LLP AS AUDITORS.              |                       | Management    | Fo |

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 KAMAN CORPORATION

KAMN

ISSUER: 483548103

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  |                  | Proposal Type | Vo |
|-----------------|---|------------------|---------------|----|
| 01              | DIRECTOR  |                  | Management    | Fo |
|                 |   | EILEEN S. KRAUS  | Management    | Fo |
|                 |   | RICHARD J. SWIFT | Management    | Fo |
| 02              | RATIFICATION OF SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY. |                  | Management    | Fo |

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PUBLIC SERVICE ENTERPRISE GROUP INC.

PEG

ISSUER: 744573106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo | Ca |
|-----------------|---|---------------|----|----|
| 07              | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2007.  | Management    | Fo |    |
| 06              | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO ELIMINATE PRE-EMPTIVE RIGHTS.   | Management    | Fo |    |
| 05              | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO ELIMINATE CUMULATIVE VOTING IF THE ELIMINATION OF THE CLASSIFIED BOARD PURSUANT TO PROPOSAL 4 IS APPROVED.                  | Management    | Fo |    |
| 04              | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO ELIMINATE CLASSIFICATION OF THE BOARD OF DIRECTORS, IF ELIMINATION OF CUMULATIVE VOTING PURSUANT TO PROPOSAL 5 IS APPROVED. | Management    | Fo |    |
| 03              | APPROVE THE ADOPTION OF THE 2007 EQUITY COMPENSATION PLAN FOR OUTSIDE DIRECTORS.  | Management    | Fo |    |
| 02              | APPROVE AN AMENDMENT TO THE CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED COMMON STOCK FROM 500 MILLION TO 1 BILLION SHARES.  | Management    | Fo |    |
| 01              | DIRECTOR  | Management    | Fo |    |
|                 | ERNEST H. DREW*   | Management    | Fo |    |
|                 | WILLIAM V. HICKEY**   | Management    | Fo |    |
|                 | RALPH IZZO**  | Management    | Fo |    |
|                 | RICHARD J. SWIFT**  | Management    | Fo |    |

THE HERSHEY COMPANY

HSY

ISSUER: 427866108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal        | Proposal Type | Vo | Ca |
|-----------------|-----------------|---------------|----|----|
| 01              | DIRECTOR        | Management    | Fo |    |
|                 | J.A. BOSCIA     | Management    | Fo |    |
|                 | R.H. CAMPBELL   | Management    | Fo |    |
|                 | R.F. CAVANAUGH  | Management    | Fo |    |
|                 | G.P. COUGHLAN   | Management    | Fo |    |
|                 | H. EDELMAN      | Management    | Fo |    |
|                 | B.G. HILL       | Management    | Fo |    |
|                 | A.F. KELLY, JR. | Management    | Fo |    |



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|    |   |            |      |
|----|---|------------|------|
|    | R.H. LENNY  | Management | Fo   |
|    | M.J. MCDONALD   | Management | Fo   |
|    | M.J. TOULANTIS  | Management | Fo   |
| 02 | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2007.    | Management | Fo   |
| 03 | APPROVE THE HERSHEY COMPANY EQUITY AND INCENTIVE COMPENSATION PLAN. | Management | Agai |

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 WACHOVIA CORPORATION

WB

ISSUER: 929903102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 06              | A STOCKHOLDER PROPOSAL REGARDING QUALIFICATIONS OF DIRECTOR NOMINEES.  | Shareholder   | Agai  |
| 05              | A STOCKHOLDER PROPOSAL REGARDING NON-BINDING STOCKHOLDER VOTE RATIFYING EXECUTIVE COMPENSATION.  | Shareholder   | Agai  |
| 04              | A WACHOVIA PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS AUDITORS FOR THE YEAR 2007.   | Management    | Fo    |
| 03              | A WACHOVIA PROPOSAL TO AMEND WACHOVIA S ARTICLES OF INCORPORATION TO PROVIDE FOR MAJORITY VOTING IN UNCONTESTED DIRECTOR ELECTIONS.            | Management    | Fo    |
| 02              | A WACHOVIA PROPOSAL TO AMEND WACHOVIA S ARTICLES OF INCORPORATION TO ELIMINATE THE PROVISIONS CLASSIFYING THE TERMS OF ITS BOARD OF DIRECTORS. | Management    | Fo    |
| 01              | DIRECTOR   | Management    | Fo    |
|                 | ERNEST S. RADY***  | Management    | Fo    |
|                 | JERRY GITT**   | Management    | Fo    |
|                 | JOHN T. CASTEEN, III*  | Management    | Fo    |
|                 | MARYELLEN C. HERRINGER*  | Management    | Fo    |
|                 | JOSEPH NEUBAUER*   | Management    | Fo    |
|                 | TIMOTHY D. PROCTOR*  | Management    | Fo    |
|                 | VAN L. RICHEY*   | Management    | Fo    |
|                 | DONA DAVIS YOUNG*  | Management    | Fo    |
| 08              | A STOCKHOLDER PROPOSAL REGARDING SEPARATING THE OFFICES OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER.   | Shareholder   | Agai  |
| 07              | A STOCKHOLDER PROPOSAL REGARDING REPORTING POLITICAL CONTRIBUTIONS.  | Shareholder   | Agai  |

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 WASHINGTON MUTUAL, INC.

WM

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ISSUER: 939322103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | ANNE V. FARRELL   | Management    | Fo   |
|                 | STEPHEN E. FRANK  | Management    | Fo   |
|                 | KERRY K. KILLINGER  | Management    | Fo   |
|                 | THOMAS C. LEPPERT   | Management    | Fo   |
|                 | CHARLES M. LILLIS   | Management    | Fo   |
|                 | PHILLIP D. MATTHEWS   | Management    | Fo   |
|                 | REGINA T. MONTOYA   | Management    | Fo   |
|                 | MICHAEL K. MURPHY   | Management    | Fo   |
|                 | MARGARET OSMER MCQUADE  | Management    | Fo   |
|                 | MARY E. PUGH  | Management    | Fo   |
|                 | WILLIAM G. REED, JR.  | Management    | Fo   |
|                 | ORIN C. SMITH   | Management    | Fo   |
|                 | JAMES H. STEVER   | Management    | Fo   |
| 02              | COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITOR FOR 2007 | Management    | Fo   |
| 03              | SHAREHOLDER PROPOSAL RELATING TO THE COMPANY S EXECUTIVE RETIREMENT PLAN POLICIES                                 | Shareholder   | Agai |
| 04              | SHAREHOLDER PROPOSAL RELATING TO THE COMPANY S DIRECTOR ELECTION PROCESS  | Shareholder   | Agai |
| 05              | SHAREHOLDER PROPOSAL RELATING TO THE COMPANY S DIRECTOR NOMINEE QUALIFICATION REQUIREMENTS                        | Shareholder   | Agai |

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DOW JONES & COMPANY, INC.

DJ

ISSUER: 260561105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal              | Proposal Type | Vo |
|-----------------|-----------------------|---------------|----|
| 01              | DIRECTOR              | Management    | Fo |
|                 | JON E. BARFIELD       | Management    | Fo |
|                 | LEWIS B. CAMPBELL     | Management    | Fo |
|                 | EDUARDO CASTRO-WRIGHT | Management    | Fo |
|                 | JOHN M. ENGLER        | Management    | Fo |

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|    |   |                        |             |      |
|----|---|------------------------|-------------|------|
|    |   | HARVEY GOLUB           | Management  | Fo   |
|    |   | DIETER VON HOLTZBRINCK | Management  | Fo   |
|    |   | FRANK N. NEWMAN        | Management  | Fo   |
|    |   | CHRISTOPHER BANCROFT   | Management  | Fo   |
|    |   | JOHN F. BROCK          | Management  | Fo   |
|    |   | MICHAEL B. ELEFANTE    | Management  | Fo   |
|    |   | LESLIE HILL            | Management  | Fo   |
|    |   | M. PETER MCPHERSON     | Management  | Fo   |
|    |   | DAVID K.P. LI          | Management  | Fo   |
|    |   | PAUL SAGAN             | Management  | Fo   |
|    |   | ELIZABETH STEELE       | Management  | Fo   |
|    |   | RICHARD F. ZANNINO     | Management  | Fo   |
| 02 | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2007.   |                        | Management  | Fo   |
| 03 | APPROVING THE DOW JONES 2001 LONG-TERM INCENTIVE PLAN AS AMENDED AND RESTATED, INCLUDING AN INCREASE IN THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER BY 2,100,000 SHARES FROM 10,500,000 TO 12,600,000 SHARES. |                        | Management  | Agai |
| 04 | STOCKHOLDER PROPOSAL TO REQUIRE THAT DIFFERENT PERSONS SERVE IN THE POSITIONS OF CHAIRMAN OF THE BOARD AND CHIEF EXECUTIVE OFFICER AND THAT THE CHAIRMAN NOT BE A CURRENT OR FORMER EXECUTIVE OF THE COMPANY.                           |                        | Shareholder | Agai |

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SONOCO PRODUCTS COMPANY

SON

ISSUER: 835495102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  |                  | Proposal Type | Vo<br>Ca |
|-----------------|---|------------------|---------------|----------|
| 01              | DIRECTOR  |                  | Management    | Fo       |
|                 |   | F.L.H. COKER     | Management    | Fo       |
|                 |   | C.C. FORT        | Management    | Fo       |
|                 |   | J.H. MULLIN, III | Management    | Fo       |
|                 |   | T.E. WHIDDON     | Management    | Fo       |
| 02              | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY. |                  | Management    | Fo       |

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-----  
TD BANKNORTH INC.

BNK

ISSUER: 87235A101

ISIN:

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SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | PROPOSAL TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 19, 2006, AMONG TD BANKNORTH INC., THE TORONTO-DOMINION BANK AND BONN MERGER CO. | Management       | Fo       |

THE COCA-COLA COMPANY

KO

ISSUER: 191216100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 1A                 | ELECTION OF DIRECTOR: HERBERT A. ALLEN  | Management       | Fo       |
| 1B                 | ELECTION OF DIRECTOR: RONALD W. ALLEN   | Management       | Fo       |
| 1C                 | ELECTION OF DIRECTOR: CATHLEEN P. BLACK   | Management       | Fo       |
| 1D                 | ELECTION OF DIRECTOR: BARRY DILLER  | Management       | Fo       |
| 1E                 | ELECTION OF DIRECTOR: E. NEVILLE ISDELL   | Management       | Fo       |
| 1F                 | ELECTION OF DIRECTOR: DONALD R. KEOUGH  | Management       | Fo       |
| 1G                 | ELECTION OF DIRECTOR: DONALD F. MCHENRY   | Management       | Fo       |
| 1H                 | ELECTION OF DIRECTOR: SAM NUNN  | Management       | Fo       |
| 1I                 | ELECTION OF DIRECTOR: JAMES D. ROBINSON III   | Management       | Fo       |
| 1J                 | ELECTION OF DIRECTOR: PETER V. UEBERROTH  | Management       | Fo       |
| 1K                 | ELECTION OF DIRECTOR: JAMES B. WILLIAMS   | Management       | Fo       |
| 02                 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS        | Management       | Fo       |
| 03                 | APPROVAL OF THE PERFORMANCE INCENTIVE PLAN OF THE COCA-COLA COMPANY                 | Management       | Fo       |
| 04                 | SHAREOWNER PROPOSAL REGARDING MANAGEMENT COMPENSATION                               | Shareholder      | Agai     |
| 05                 | SHAREOWNER PROPOSAL REGARDING AN ADVISORY VOTE ON THE COMPENSATION COMMITTEE REPORT | Shareholder      | Agai     |
| 06                 | SHAREOWNER PROPOSAL REGARDING CHEMICAL AND BIOLOGICAL TESTING                       | Shareholder      | Agai     |
| 07                 | SHAREOWNER PROPOSAL REGARDING STUDY AND REPORT ON EXTRACTION OF WATER IN INDIA      | Shareholder      | Agai     |
| 08                 | SHAREOWNER PROPOSAL REGARDING RESTRICTED STOCK                                      | Shareholder      | Agai     |

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 IDEARC INC. IAR

ISSUER: 451663108 ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | JOHN J. MUELLER   | Management    | Fo |
|                 | JERRY V. ELLIOTT  | Management    | Fo |
|                 | KATHERINE J. HARLESS  | Management    | Fo |
|                 | DONALD B. REED  | Management    | Fo |
|                 | STEPHEN L. ROBERTSON  | Management    | Fo |
|                 | THOMAS S. ROGERS  | Management    | Fo |
|                 | PAUL E. WEAVER  | Management    | Fo |
| 02              | RATIFICATION OF ERNST & YOUNG LLP AS IDEARC S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management    | Fo |

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 LONGVIEW FIBRE COMPANY LFB

ISSUER: 543213102 ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 2, 2007, AS AMENDED (THE MERGER AGREEMENT), BY AND AMONG LONGVIEW FIBRE COMPANY (LONGVIEW), BROOKFIELD ASSET MANAGEMENT INC. AND HORIZON ACQUISITION CO. (SUB) AND THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE MERGER, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo |
| 02              | TO POSTPONE OR ADJOURN THE SPECIAL MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE APPROVAL OF THE MERGER AGREEMENT AND THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE MERGER, IF THERE ARE NOT SUFFICIENT VOTES FOR SUCH APPROVAL AT THE TIME OF THE SPECIAL MEETING.  | Management    | Fo |

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REGIONS FINANCIAL CORPORATION

RF

ISSUER: 7591EP100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 1A              | ELECTION OF DIRECTOR: SAMUEL W. BARTHOLOMEW, JR.                           | Management    | Fo |
| 1B              | ELECTION OF DIRECTOR: SUSAN W. MATLOCK                                     | Management    | Fo |
| 1C              | ELECTION OF DIRECTOR: JACKSON W. MOORE                                     | Management    | Fo |
| 1D              | ELECTION OF DIRECTOR: ALLEN B. MORGAN, JR.                                 | Management    | Fo |
| 1E              | ELECTION OF DIRECTOR: JOHN R. ROBERTS                                      | Management    | Fo |
| 1F              | ELECTION OF DIRECTOR: LEE J. STYSLINGER III                                | Management    | Fo |
| 02              | RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management    | Fo |
| 03              | DECLASSIFICATION AMENDMENT   | Management    | Fo |

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VIVENDI, PARIS

ISSUER: F97982106

ISIN: FR0000127771

SEDOL: B0CR3H6, B1G0HP4, 4834777, 4859587, B0334V4, B11SBW8, 4841379, 4863470

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| *               | PLEASE NOTE THAT THIS IS A REVISION DUE TO DELETION OF COMMENT. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU | Non-Voting    |    |
| *               | PLEASE NOTE THAT THIS IS A MIX MEETING. THANK YOU.  | Non-Voting    |    |
| O.1             | RECEIVE THE REPORTS OF THE EXECUTIVE COMMITTEE AND THE AUDITORS, APPROVE THE COMPANY S FINANCIAL STATEMENTS FOR THE YE IN 2006, AS PRESENTED, SHOWING EARNINGS OF EUR 4,412,354,584.59                        | Management    | Fo |
| O.2             | RECEIVE THE REPORTS OF THE EXECUTIVE COMMITTEE AND THE AUDITORS, APPROVE THE CONSOLIDATED FINANCIAL   | Management    | Fo |

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STATEMENTS FOR THE SAID FY, IN THE FORM PRESENTED  
TO THE MEETING

- |     |  |            |    |
|-----|--|------------|----|
| O.3 | RECEIVE THE SPECIAL REPORT OF THE AUDITORS ON AGREEMENTS GOVERNED BY ARTICLE L.225-88 OF THE FRENCH COMMERCIAL CODE, APPROVE SAID REPORT AND THE AGREEMENTS REFERRED TO THEREIN  | Management | Fo |
| O.4 | APPROVE THE RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE AND RESOLVES THAT THE DISTRIBUTABLE INCOME FOR THE FY BE APPROPRIATED AS FOLLOWS:<br>INCOME FOR THE FY: EUR 4,412,354,584.59 RETAINED EARNINGS: EUR 10,389,661,400.91 TOTAL: EUR 14,802,015,985.50<br>ALLOCATED TO: LEGAL RESERVE: EUR 1,956,028.25<br>DIVIDENDS: EUR 1,386,784,539.60 OTHER RESERVES: EUR 11,213,275,417.65 RETAINED EARNINGS: EUR 2,200,000,000.00 TOTAL: EUR 14,802,015,985.50<br>THE SHAREHOLDERS WILL RECEIVE A NET DIVIDEND OF EUR 1.20 PER SHARE AND WILL ENTITLE TO THE 40% DEDUCTION PROVIDED BY THE FRENCH TAX CODE; THIS DIVIDEND WILL BE PAID ON 26 APR 2007; AS REQUIRED BYLAW | Management | Fo |
| O.5 | RATIFY THE CO-OPTATION OF MR. MEHDI DAZI AS SUPERVISORY BOARD MEMBER UNTIL THE SHAREHOLDERS MEETING CALLED TO APPROVE THE FINANCIAL STATEMENTS FOR THE FY 2008   | Management | Fo |
| O.6 | AUTHORIZE THE EXECUTIVE COMMITTEE TO TRADE IN THE COMPANY S SHARES ON THE STOCK MARKET OR OTHERWISE SUBJECT TO THE CONDITIONS DESCRIBED BELOW: MAXIMUM PURCHASE PRICE: EUR 45.00 MAXIMUM NUMBER OF SHARES TO BE ACQUIRED: 10% OF THE SHARE CAPITAL, MAXIMUM FUNDS INVESTED IN THE SHARE BUYBACKS: EUR 4,000,000,000.00; AUTHORITY EXPIRES ON 18-MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES; THIS AUTHORIZATION SUPERSEDES THE REMAINING PERIOD OF THE AUTHORIZATION GRANTED BY THE COMBINED SHAREHOLDERS MEETING OF 20 APR 2006 IN ITS RESOLUTION E.10  | Management | Fo |

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- |     |  |            |    |
|-----|--|------------|----|
| E.7 | AUTHORIZE THE EXECUTIVE COMMITTEE TO DECIDE ON 1 OR MORE CAPITAL INCREASES, IN FRANCE OR ABROAD, BY A MAXIMUM NOMINAL AMOUNT OF EUR 1,000,000,000.00, BY ISSUANCE, WITH PREFERRED SUBSCRIPTION RIGHTS MAINTAINED, OF COMMON SHARES AND SECURITIES GIVING ACCESS TO THE CAPITAL; AUTHORITY EXPIRES ON 26-MONTH PERIOD; THE NUMBER OF SECURITIES TO BE ISSUED MAY BE INCREASED IN ACCORDANCE WITH THE CONDITIONS GOVERNED BY ARTICLE L.225-135-1 OF THE FRENCH COMMERCIAL CODE; AND TO CHARGE THE SHARE ISSUANCE COSTS AGAINST THE RELATED PREMIUMS AND DEDUCT FROM THE PREMIUMS THE AMOUNTS NECESSARY TO FUND | Management | Fo |
|-----|--|------------|----|

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THE LEGAL RESERVE; THIS DELEGATION OF POWERS SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT, PARTICULARLY IN THE 1 GIVEN BY THE SHAREHOLDERS MEETING DATED 28 APR 2005 IN THE RESOLUTION 7

- |     |   |            |    |
|-----|---|------------|----|
| E.8 | <p>AUTHORIZE THE EXECUTIVE COMMITTEE TO DECIDE ON 1 OR MORE CAPITAL INCREASES, IN FRANCE OR ABROAD, BY A MAXIMUM NOMINAL AMOUNT OF EUR 500,000,000.00, BY ISSUANCE, WITH CANCELLATION OF THE SHAREHOLDERS PREFERRED SUBSCRIPTION RIGHTS, OF COMMON SHARES AND SECURITIES GIVING ACCESS TO THE CAPITAL; AUTHORITY EXPIRES ON 26-MONTH PERIOD; THE NUMBER OF SECURITIES TO BE ISSUED MAY BE INCREASED IN ACCORDANCE WITH THE CONDITIONS GOVERNED BY ARTICLE L.225-135-1 OF THE FRENCH COMMERCIAL CODE; THE SHAREHOLDERS MEETING AUTHORIZES, FOR THE SAME PERIOD, THE EXECUTIVE COMMITTEE TO INCREASE THE SHARE CAPITAL, UP TO 10% OF THE SHARE CAPITAL, IN CONSIDERATION FOR THE CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY AND COMPRISED OF CAPITAL SECURITIES OR SECURITIES GIVING ACCESS TO THE SHARE CAPITAL; THE EXECUTIVE COMMITTEE MAY ALSO PROCEED WITH A CAPITAL INCREASE IN CONSIDERATION FOR SECURITIES TENDERED IN A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY CONCERNING THE SHARES OF ANOTHER COMPANY; AND TO CHARGE THE SHARE ISSUANCE COSTS AGAINST THE RELATED PREMIUMS AND DEDUCT FROM THE PREMIUMS THE AMOUNTS NECESSARY TO FUND THE LEGAL RESERVE; THIS DELEGATION OF POWERS SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT, PARTICULARLY IN THE 1 GIVEN BY THE SHAREHOLDERS MEETING DATED 28 APR 2005 IN THE RESOLUTION 8; THE AMOUNT OF CAPITAL INCREASES CARRIED OUT BY VIRTUE OF THE PRESENT RESOLUTION SHALL COUNT AGAINST THE OVERALL VALUE SET FORTH IN THE RESOLUTION E.7</p> | Management | Fo |
| E.9 | <p>AUTHORIZE THE EXECUTIVE COMMITTEE TO DECIDE ON 1 OR MORE CAPITAL INCREASES, UP TO A MAXIMUM NOMINAL AMOUNT OF EUR 500,000,000.00 BY WAY OF CAPITALIZING RESERVES, PROFITS, PREMIUMS OR OTHER MEANS, PROVIDED THAT SUCH CAPITALIZATION IS ALLOWED BYLAW AND UNDER THE BY-LAWS, BY ISSUING BONUS SHARES OR RAISING THE PAR VALUE OF EXISTING SHARES; AUTHORITY EXPIRES ON 26-MONTH PERIOD; THIS DELEGATION OF POWERS SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT, PARTICULARLY THE 1 GIVEN BY THE SHAREHOLDER S MEETING DATED 28 APR 2005 IN THE RESOLUTION 10; THE AMOUNT OF CAPITAL INCREASES CARRIED OUT BY VIRTUE OF THE PRESENT RESOLUTION SHALL COUNT AGAINST THE OVERALL VALUE SET FORTH IN THE RESOLUTION E.7</p>  | Management | Fo |



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|      |  |            |    |
|------|--|------------|----|
| E.10 | <p>AUTHORIZE THE EXECUTIVE COMMITTEE TO INCREASE THE SHARE CAPITAL, ON 1 OR MORE OCCASIONS, IN FAVOUR OF EMPLOYEES, AND FORMER EMPLOYEES OF THE COMPANY AND COMPANIES OF THE VIVENDI GROUP, WHO ARE MEMBERS OF THE GROUP SAVINGS PLAN; AUTHORITY EXPIRES ON 26-MONTH PERIOD; AND FOR A TOTAL NUMBER OF SHARES THAT SHALL NOT EXCEED 1.5% OF THE SHARE CAPITAL; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES; THIS DELEGATION OF POWERS SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT, PARTICULARLY THE 1 GIVEN BY THE SHAREHOLDER S MEETING DATED 28 APR 2006 IN ITS RESOLUTION 11; THE AMOUNT OF CAPITAL INCREASES CARRIED OUT BY VIRTUE OF THE PRESENT RESOLUTION SHALL COUNT AGAINST THE OVERALL VALUE SET FORTH IN THE RESOLUTION E.7</p> | Management | Fo |
| E.11 | <p>AUTHORIZE THE EXECUTIVE COMMITTEE TO REDUCE THE SHARE CAPITAL, ON 1 OR MORE OCCASIONS AND AT ITS SOLE DISCRETION, BY CANCELING ALL OR PART OF THE SHARES HELD BY THE COMPANY IN CONNECTION WITH A STOCK REPURCHASE PLAN, UP TO A MAXIMUM 10% OF THE SHARE CAPITAL OVER A 24 MONTH PERIOD; AUTHORITY EXPIRES ON 26-MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES; THIS DELEGATION OF POWERS SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT, PARTICULARLY THE 1 GIVEN BY THE SHAREHOLDER S MEETING DATED 20 APR 2006 IN ITS RESOLUTION 11</p>  | Management | Fo |
| E.12 | <p>APPROVE TO BRING THE ARTICLES OF THE BYLAWS INTO CONFORMITY WITH THE PROVISIONS OF ARTICLE NO L.225-71 OF THE FRENCH COMMERCIAL CODE MODIFIED BY THE LAW NO 2006-1170 OF 30 DEC 2006 AND AMEND ARTICLE 8 OF THE BYLAWS-SUPERVISORY BOARD MEMBER ELECTED BY THE EMPLOYEES</p>  | Management | Fo |
| E.13 | <p>APPROVE TO BRING THE ARTICLES OF THE BYLAWS INTO CONFORMITY WITH THE PROVISIONS OF ARTICLES 84-1 AND 108-1 OF THE DECREE NO 67-236 OF 23 MAR 1967 MODIFIED BY THE DECREE OF 11 DEC 2006 AND AMEND ARTICLES 10 AND 14 OF THE BYLAWS-ORGANIZATION OF THE SUPERVISORY BOARD AND ORGANIZATION OF THE EXECUTIVE COMMITTEE</p>  | Management | Fo |
| E.14 | <p>APPROVE TO BRING THE ARTICLES OF THE BYLAWS INTO CONFORMITY WITH THE PROVISIONS OF ARTICLE 136 OF THE DECREE NO 67-236 OF 23 MAR 1967 MODIFIED BY THE DECREE OF 11 DEC 2006 AND AMEND ARTICLE 16 OF THE BYLAWS-SHAREHOLDERS MEETING</p>   | Management | Fo |
| E.15 | <p>APPROVE TO DECIDE THE 15 DAY PERIOD APPLICABLE FOR THE DECLARATIONS OF THE STATUTORY EXCEEDING OF THE THRESHOLDS AND AMEND ARTICLE 5 OF THE BYLAWS-SHARES IN ORDER TO BRING IT TO 5 MARKET DAYS</p>   | Management | Fo |
| E.16 | <p>AMEND ARTICLE 17 OF THE BYLAWS-VOTING RIGHTS</p>  | Management | Fo |
| E.17 | <p>GRANT FULL POWERS TO THE BEARER OF AN ORIGINAL, A COPY OR EXTRACT OF THE MINUTES OF THIS MEETING</p>  | Management | Fo |

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TO CARRY OUT ALL FILINGS, PUBLICATIONS AND OTHER  
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WILMINGTON TRUST CORPORATION

WL

ISSUER: 971807102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal         | Proposal<br>Type | Vo<br>Ca |
|--------------------|------------------|------------------|----------|
| 01                 | DIRECTOR         | Management       | Fo       |
|                    | R. KEITH ELLIOTT | Management       | Fo       |
|                    | GAILEN KRUG      | Management       | Fo       |
|                    | STACEY J. MOBLEY | Management       | Fo       |

ALCOA INC.

AA

ISSUER: 013817101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal                                   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR                                   | Management       | Fo       |
|                    | ALAIN J.P. BELDA                           | Management       | Fo       |
|                    | CARLOS GHOSN                               | Management       | Fo       |
|                    | HENRY B. SCHACHT                           | Management       | Fo       |
|                    | FRANKLIN A. THOMAS                         | Management       | Fo       |
| 02                 | PROPOSAL TO RATIFY THE INDEPENDENT AUDITOR | Management       | Fo       |

SOUTH JERSEY INDUSTRIES, INC.

SJI

ISSUER: 838518108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | HELEN R. BOSLEY, CFA  | Management    | Fo |
|                 | EDWARD J. GRAHAM  | Management    | Fo |
|                 | AMBASSADOR W.J. HUGHES  | Management    | Fo |
|                 | HERMAN D. JAMES, PH.D.  | Management    | Fo |
| 02              | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007. | Management    | Fo |

THE PROGRESSIVE CORPORATION

PGR

ISSUER: 743315103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | ABBY F. KOHNSTAMM   | Management    | Fo |
|                 | PETER B. LEWIS  | Management    | Fo |
|                 | P.H. NETTLES, PH.D.   | Management    | Fo |
|                 | GLENN M. RENWICK  | Management    | Fo |
|                 | DONALD B. SHACKELFORD   | Management    | Fo |
| 02              | PROPOSAL TO APPROVE THE PROGRESSIVE CORPORATION<br>2007 EXECUTIVE BONUS PLAN. | Management    | Fo |

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|    |  |            |    |
|----|--|------------|----|
| 03 | PROPOSAL TO APPROVE AN AMENDMENT TO THE PROGRESSIVE<br>CORPORATION 2003 INCENTIVE PLAN TO MODIFY THE<br>DEFINITION OF THE TERM PERFORMANCE GOALS SET<br>FORTH THEREIN. | Management | Fo |
| 04 | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR 2007.                        | Management | Fo |

AMERICAN EXPRESS COMPANY

AXP

ISSUER: 025816109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | D.F. AKERSON   | Management    | Fo   |
|                 | C. BARSHEFSKY  | Management    | Fo   |
|                 | U.M. BURNS   | Management    | Fo   |
|                 | K.I. CHENAULT  | Management    | Fo   |
|                 | P. CHERNIN   | Management    | Fo   |
|                 | V.E. JORDAN, JR.   | Management    | Fo   |
|                 | J. LESCHLY   | Management    | Fo   |
|                 | R.C. LEVIN   | Management    | Fo   |
|                 | R.A. MCGINN  | Management    | Fo   |
|                 | E.D. MILLER  | Management    | Fo   |
|                 | F.P. POPOFF  | Management    | Fo   |
|                 | S.S. REINEMUND   | Management    | Fo   |
|                 | R.D. WALTER  | Management    | Fo   |
|                 | R.A. WILLIAMS  | Management    | Fo   |
| 02              | THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2007. | Management    | Fo   |
| 03              | A PROPOSAL TO APPROVE THE AMERICAN EXPRESS COMPANY 2007 INCENTIVE COMPENSATION PLAN.                   | Management    | Fo   |
| 04              | A SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING FOR DIRECTORS.                                    | Shareholder   | Agai |

GENUINE PARTS COMPANY

GPC

ISSUER: 372460105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal               | Proposal Type | Vo |
|-----------------|------------------------|---------------|----|
| 01              | DIRECTOR               | Management    | Fo |
|                 | DR. MARY B. BULLOCK    | Management    | Fo |
|                 | RICHARD W. COURTS II   | Management    | Fo |
|                 | JEAN DOUVILLE          | Management    | Fo |
|                 | THOMAS C. GALLAGHER    | Management    | Fo |
|                 | GEORGE C. "JACK" GUYNN | Management    | Fo |
|                 | JOHN D. JOHNS          | Management    | Fo |
|                 | MICHAEL M.E. JOHNS, MD | Management    | Fo |
|                 | J. HICKS LANIER        | Management    | Fo |
|                 | WENDY B. NEEDHAM       | Management    | Fo |
|                 | JERRY W. NIX           | Management    | Fo |

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|    |  |                     |            |    |
|----|--|---------------------|------------|----|
|    |  | LARRY L. PRINCE     | Management | Fo |
|    |  | GARY W. ROLLINS     | Management | Fo |
|    |  | LAWRENCE G. STEINER | Management | Fo |
| 02 | AMEND THE GENUINE PARTS COMPANY AMENDED AND RESTATED ARTICLES OF INCORPORATION TO ELIMINATE ALL SHAREHOLDER SUPERMAJORITY VOTING PROVISIONS. |                     | Management | Fo |
| 03 | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.       |                     | Management | Fo |

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HONEYWELL INTERNATIONAL INC.

HON

ISSUER: 438516106

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 07              | SIX SIGMA                                 | Shareholder   | Agai  |
| 05              | PERFORMANCE BASED STOCK OPTIONS           | Shareholder   | Agai  |
| 04              | RECOUP UNEARNED MANAGEMENT BONUSES        | Shareholder   | Agai  |
| 03              | 2007 HONEYWELL GLOBAL EMPLOYEE STOCK PLAN | Management    | Fo    |
| 02              | APPROVAL OF INDEPENDENT ACCOUNTANTS       | Management    | Fo    |
| 1L              | ELECTION OF DIRECTOR: MICHAEL W. WRIGHT   | Management    | Fo    |
| 1K              | ELECTION OF DIRECTOR: JOHN R. STAFFORD    | Management    | Fo    |
| 1J              | ELECTION OF DIRECTOR: ERIC K. SHINSEKI    | Management    | Fo    |
| 1I              | ELECTION OF DIRECTOR: BRADLEY T. SHEARES  | Management    | Fo    |
| 1H              | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG  | Management    | Fo    |
| 1G              | ELECTION OF DIRECTOR: JAMES J. HOWARD     | Management    | Fo    |
| 1F              | ELECTION OF DIRECTOR: CLIVE R. HOLLICK    | Management    | Fo    |
| 1E              | ELECTION OF DIRECTOR: LINNET F. DEILY     | Management    | Fo    |
| 06              | SPECIAL SHAREHOLDER MEETINGS              | Shareholder   | Agai  |
| 1D              | ELECTION OF DIRECTOR: D. SCOTT DAVIS      | Management    | Fo    |
| 1C              | ELECTION OF DIRECTOR: DAVID M. COTE       | Management    | Fo    |
| 1B              | ELECTION OF DIRECTOR: JAIME CHICO PARDO   | Management    | Fo    |
| 1A              | ELECTION OF DIRECTOR: GORDON M. BETHUNE   | Management    | Fo    |

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 AMEREN CORPORATION

AEE

ISSUER: 023608102

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | STEPHEN F. BRAUER  | Management    | Fo   |
|                 | SUSAN S. ELLIOTT   | Management    | Fo   |
|                 | GAYLE P.W. JACKSON   | Management    | Fo   |
|                 | JAMES C. JOHNSON   | Management    | Fo   |
|                 | RICHARD A. LIDDY   | Management    | Fo   |
|                 | GORDON R. LOHMAN   | Management    | Fo   |
|                 | CHARLES W. MUELLER   | Management    | Fo   |
|                 | DOUGLAS R. OBERHELMAN  | Management    | Fo   |
|                 | GARY L. RAINWATER  | Management    | Fo   |
|                 | HARVEY SALIGMAN  | Management    | Fo   |
|                 | PATRICK T. STOKES  | Management    | Fo   |
|                 | JACK D. WOODARD  | Management    | Fo   |
| 02              | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS | Management    | Fo   |
| 03              | SHAREHOLDER PROPOSAL RELATING TO REPORT ON CALLAWAY PLANT RELEASES       | Shareholder   | Agai |

-----  
 AMERICAN ELECTRIC POWER COMPANY, INC

AEP

ISSUER: 025537101

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal         | Proposal Type | Vo |
|-----------------|------------------|---------------|----|
| 01              | DIRECTOR         | Management    | Fo |
|                 | E.R. BROOKS      | Management    | Fo |
|                 | D.M. CARLTON     | Management    | Fo |
|                 | R.D. CROSBY, JR. | Management    | Fo |
|                 | J.P. DESBARRES   | Management    | Fo |
|                 | R.W. FRI         | Management    | Fo |
|                 | L.A. GOODSPEED   | Management    | Fo |

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|    |  |                  |            |    |
|----|--|------------------|------------|----|
|    |  | W.R. HOWELL      | Management | Fo |
|    |  | L.A. HUDSON, JR. | Management | Fo |
|    |  | M.G. MORRIS      | Management | Fo |
|    |  | L.L. NOWELL III  | Management | Fo |
|    |  | R.L. SANDOR      | Management | Fo |
|    |  | D.G. SMITH       | Management | Fo |
|    |  | K.D. SULLIVAN    | Management | Fo |
| 02 | APPROVAL OF AEP SENIOR OFFICER INCENTIVE PLAN.                 |                  | Management | Fo |
| 03 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. |                  | Management | Fo |

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 CH ENERGY GROUP, INC.

CHG

ISSUER: 12541M102

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal |                   | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|-------------------|------------------|----------|
| 01                 | DIRECTOR |                   | Management       | Fo       |
|                    |          | STEVEN V. LANT    | Management       | Fo       |
|                    |          | JEFFREY D. TRANEN | Management       | Fo       |

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 COOPER INDUSTRIES, LTD.

CBE

ISSUER: G24182100

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  |               | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|---------------|------------------|----------|
| 01                 | DIRECTOR  |               | Management       | Fo       |
|                    |   | S.G. BUTLER   | Management       | Fo       |
|                    |   | D.F. SMITH    | Management       | Fo       |
|                    |   | G.B. SMITH    | Management       | Fo       |
|                    |   | M.S. THOMPSON | Management       | Fo       |
|                    |   | L.D. KINGSLEY | Management       | Fo       |
| 02                 | APPOINT ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING 12/31/2007. |               | Management       | Fo       |
| 03                 | AMENDMENT TO COOPER S BYE-LAWS TO INCREASE AUTHORIZED                             |               | Management       | Fo       |

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04 SHARES.  
 SHAREHOLDER PROPOSAL REQUESTING COOPER TO IMPLEMENT Shareholder Agai  
 A CODE OF CONDUCT BASED ON INTERNATIONAL LABOR  
 ORGANIZATION HUMAN RIGHTS STANDARDS.

-----  
 DAVIDE CAMPARI - MILANO SPA, MILANO

ISSUER: T24091117 ISIN: IT0003849244 BLOCKING  
 SEDOL: B08H5S5, B08BR25, B1SSBL0  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca    |
|--------------------|--|------------------|-------------|
| *                  | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 26 APR 2007. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. PLEASE BE ALSO ADVISED THAT YOUR SHARES WILL BE BLOCKED UNTIL THE QUORUM IS MET OR THE MEETING IS CANCELLED. THANK YOU. | Non-Voting       |             |
| *                  | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF RECORD DATE AND DELETION OF A COMMENT. PLEASE ALSO NOTE THE NEW CUT-OFF IS 16 APR 2007. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.   | Non-Voting       |             |
| 1.                 | APPROVE THE FINANCIAL STATEMENTS AT 31 DEC 2006, AND AJOURNMENT THEREOF  | Management       | Take<br>Act |
| 2.                 | APPOINT THE BOARD OF DIRECTORS   | Management       | Take<br>Act |
| 3.                 | APPOINT THE BOARD OF AUDITORS  | Management       | Take<br>Act |
| 4.                 | APPROVE THE EXTENSION OF COMMITMENT TO AUDIT FIRM  | Management       | Take<br>Act |
| 5.                 | GRANT AUTHORITY TO BUY AND SELL OWN SHARES   | Management       | Take<br>Act |

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 ENDESA SA, MADRID



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ISSUER: E41222113

ISIN: ES0130670112

SEDOL: 2615424, 5271782, B0389N6, 5788806, 4315368, 5285501, B0Z NJC8

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 1.                 | AMEND ARTICLE 32 OF THE CORPORATE BYLAWS LIMITATION OF VOTING RIGHTS   | Management       | Fo       |
| 2.                 | AMEND ARTICLE 37 OF THE CORPORATE BYLAWS NUMBER OF CLASSES OF THE DIRECTORS  | Management       | Fo       |
| 3.                 | AMEND ARTICLE 38 OF THE CORPORATE BYLAWS TERM OF OFFICE OF THE DIRECTOR  | Management       | Fo       |
| 4.                 | AMEND ARTICLE 42 OF THE CORPORATE BYLAWS INCOMPATIBILITIES OF THE DIRECTORS  | Management       | Fo       |
| 5.                 | AUTHORIZE THE BOARD OF DIRECTORS TO EXECUTE AND IMPLEMENT THE RESOLUTIONS ADOPTED BY THE GENERAL MEETING, AS WELL AS TO SUBSTITUTE THE AUTHORITIES IT RECEIVES FROM THE GENERAL MEETING, AND GRANT AUTHORITY FOR PROCESSING THE SAID RESOLUTIONS AS A PUBLIC INSTRUMENT, REGISTRATION THEREOF AND, AS THE CAUSE MAY BE, CORRECTION THEREOF | Management       | Fo       |

FORTUNE BRANDS, INC.

FO

ISSUER: 349631101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | ANNE M. TATLOCK  | Management       | Fo       |
|                    | NORMAN H. WESLEY   | Management       | Fo       |
|                    | PETER M. WILSON  | Management       | Fo       |
| 02                 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management       | Fo       |
| 03                 | RE-APPROVAL OF THE FORTUNE BRANDS, INC. ANNUAL EXECUTIVE INCENTIVE PLAN.   | Management       | Fo       |
| 04                 | APPROVAL OF THE FORTUNE BRANDS, INC. 2007 LONG-TERM INCENTIVE PLAN.  | Management       | Agai     |
| 05                 | IF PRESENTED, A SHAREHOLDER PROPOSAL ENTITLED ELECT EACH DIRECTOR ANNUALLY .   | Shareholder      | Agai     |
| 06                 | IF PRESENTED, A SHAREHOLDER PROPOSAL ENTITLED PAY-FOR-SUPERIOR PERFORMANCE .   | Shareholder      | Agai     |

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 GOODRICH CORPORATION GR

ISSUER: 382388106 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 03              | SHAREHOLDER PROPOSAL - PAY-FOR-SUPERIOR PERFORMANCE   | Shareholder   | Agai |
| 01              | DIRECTOR  | Management    | Fo   |
|                 | DIANE C. CREEL  | Management    | Fo   |
|                 | GEORGE A. DAVIDSON, JR.   | Management    | Fo   |
|                 | HARRIS E. DELOACH, JR.  | Management    | Fo   |
|                 | JAMES W. GRIFFITH   | Management    | Fo   |
|                 | WILLIAM R. HOLLAND  | Management    | Fo   |
|                 | JOHN P. JUMPER  | Management    | Fo   |
|                 | MARSHALL O. LARSEN  | Management    | Fo   |
|                 | LLOYD W. NEWTON   | Management    | Fo   |
|                 | DOUGLAS E. OLESEN   | Management    | Fo   |
|                 | ALFRED M. RANKIN, JR.   | Management    | Fo   |
|                 | A. THOMAS YOUNG   | Management    | Fo   |
| 02              | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR THE YEAR 2007 | Management    | Fo   |

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 HAWAIIAN ELECTRIC INDUSTRIES, INC. HE

ISSUER: 419870100 ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | THOMAS B. FARGO   | Management    | Fo |
|                 | DIANE J. PLOTTS   | Management    | Fo |
|                 | KELVIN H. TAKETA  | Management    | Fo |
|                 | JEFFREY N. WATANABE   | Management    | Fo |
| 02              | RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM. | Management    | Fo |

-----  
 HUDSON CITY BANCORP, INC. HCBK

ISSUER: 443683107 ISIN:

SEDOL:  
 -----

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | WILLIAM J. COSGROVE  | Management    | Fo |
|                 | DONALD O. QUEST, M.D.  | Management    | Fo |
|                 | JOSEPH G. SPONHOLZ   | Management    | Fo |
| 02              | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management    | Fo |

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KRAFT FOODS INC.

KFT

ISSUER: 50075N104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | AJAY BANGA  | Management    | Fo |
|                 | JAN BENNINK   | Management    | Fo |
|                 | LOUIS C. CAMILLERI                                    | Management    | Fo |
|                 | MARK D. KETCHUM                                       | Management    | Fo |
|                 | RICHARD A. LERNER                                     | Management    | Fo |
|                 | JOHN C. POPE  | Management    | Fo |
|                 | IRENE B. ROSENFELD                                    | Management    | Fo |
|                 | MARY L. SCHAPIRO                                      | Management    | Fo |
|                 | DEBORAH C. WRIGHT                                     | Management    | Fo |
| 02              | RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS | Management    | Fo |

MARSHALL & ILSLEY CORPORATION

MI

ISSUER: 571834100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | JON F. CHAIT  | Management    | Fo |
|                 | DENNIS J. KUESTER   | Management    | Fo |
|                 | DAVID J. LUBAR  | Management    | Fo |
|                 | SAN W. ORR, JR.   | Management    | Fo |
|                 | DEBRA S. WALLER   | Management    | Fo |
|                 | GEORGE E. WARDEBERG   | Management    | Fo |
| 02              | PROPOSAL TO APPROVE AN AMENDMENT TO MARSHALL & ILSLEY CORPORATION S RESTATED ARTICLES OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS                                 | Management    | Fo |
| 03              | PROPOSAL TO APPROVE THE MARSHALL & ILSLEY CORPORATION ANNUAL EXECUTIVE INCENTIVE COMPENSATION PLAN  | Management    | Fo |
| 04              | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO AUDIT THE FINANCIAL STATEMENTS OF MARSHALL & ILSLEY CORPORATION FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007 | Management    | Fo |

MERCK & CO., INC.

MRK

ISSUER: 589331107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo |
|-----------------|----------|---------------|----|
| 01              | DIRECTOR | Management    | Fo |

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|    |  |            |    |
|----|--|------------|----|
|    | RICHARD T. CLARK   | Management | Fo |
|    | JOHNNETTA B. COLE  | Management | Fo |
|    | W.B. HARRISON, JR.   | Management | Fo |
|    | WILLIAM N. KELLEY  | Management | Fo |
|    | ROCHELLE B. LAZARUS  | Management | Fo |
|    | THOMAS E. SHENK  | Management | Fo |
|    | ANNE M. TATLOCK  | Management | Fo |
|    | SAMUEL O. THIER  | Management | Fo |
|    | WENDELL P. WEEKS   | Management | Fo |
|    | PETER C. WENDELL   | Management | Fo |
| 02 | RATIFICATION OF THE APPOINTMENT OF THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.   | Management | Fo |
| 03 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS CONTAINED IN THE RESTATED CERTIFICATE OF INCORPORATION. | Management | Fo |

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|    |  |             |      |
|----|--|-------------|------|
| 04 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS IMPOSED UNDER NEW JERSEY LAW ON CORPORATIONS ORGANIZED BEFORE 1969. | Management  | Fo   |
| 05 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO LIMIT THE SIZE OF THE BOARD TO NO MORE THAN 18 DIRECTORS.   | Management  | Fo   |
| 06 | PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO REPLACE ITS CUMULATIVE VOTING FEATURE WITH A MAJORITY VOTE STANDARD FOR THE ELECTION OF DIRECTORS.              | Management  | Fo   |
| 07 | STOCKHOLDER PROPOSAL CONCERNING PUBLICATION OF POLITICAL CONTRIBUTIONS   | Shareholder | Agai |
| 08 | STOCKHOLDER PROPOSAL CONCERNING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION   | Shareholder | Agai |

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 NEWALLIANCE BANCSHARES, INC.

NAL

ISSUER: 650203102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | DIRECTOR   | Management    | Fo    |
|                 | CARLTON L. HIGHSMITH   | Management    | Fo    |
|                 | JOSEPH H. ROSSI  | Management    | Fo    |
|                 | NATHANIEL D. WOODSON   | Management    | Fo    |
|                 | JOSEPH A. ZACCAGNINO   | Management    | Fo    |
| 02              | TO RATIFY THE APPOINTMENT OF THE FIRM OF PRICEWATERHOUSECOOPERS, LLP AS INDEPENDENT AUDITORS (PROPOSAL 2).   | Management    | Fo    |
| 03              | THE PROXIES ARE AUTHORIZED TO VOTE UPON ANY OTHER BUSINESS THAT PROPERLY COMES BEFORE THE ANNUAL MEETING OR ANY ADJOURNMENTS OF THE MEETING, IN ACCORDANCE WITH THE DETERMINATION OF A MAJORITY OF THE BOARD OF DIRECTORS. | Management    | Fo    |

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 RPC, INC.

RES

ISSUER: 749660106

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal           | Proposal Type | Vo |
|-----------------|--------------------|---------------|----|
| 01              | DIRECTOR           | Management    | Fo |
|                 | WILTON LOONEY      | Management    | Fo |
|                 | GARY W. ROLLINS    | Management    | Fo |
|                 | JAMES A. LANE, JR. | Management    | Fo |

-----  
 THE PNC FINANCIAL SERVICES GROUP, IN

PNC

ISSUER: 693475105

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | MR. BERNDT   | Management    | Fo |
|                 | MR. BUNCH  | Management    | Fo |
|                 | MR. CHELLGREN  | Management    | Fo |
|                 | MR. CLAY   | Management    | Fo |
|                 | MR. DAVIDSON   | Management    | Fo |
|                 | MS. JAMES  | Management    | Fo |
|                 | MR. KELSON   | Management    | Fo |
|                 | MR. LINDSAY  | Management    | Fo |
|                 | MR. MASSARO  | Management    | Fo |
|                 | MS. PEPPER   | Management    | Fo |
|                 | MR. ROHR   | Management    | Fo |
|                 | MR. SHEPARD  | Management    | Fo |
|                 | MS. STEFFES  | Management    | Fo |
|                 | MR. STRIGL   | Management    | Fo |
|                 | MR. THIEKE   | Management    | Fo |
|                 | MR. USHER  | Management    | Fo |
|                 | MR. WALLS  | Management    | Fo |
|                 | MR. WEHMEIER   | Management    | Fo |
| 02              | APPROVAL OF THE PNC FINANCIAL SERVICES GROUP, INC. 1996 EXECUTIVE INCENTIVE AWARD PLAN, AS AMENDED AND RESTATED. | Management    | Fo |
| 03              | RATIFICATION OF THE AUDIT COMMITTEE S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR 2007.  | Management    | Fo |

-----  
 WELLS FARGO & COMPANY

WFC

ISSUER: 949746101

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal | Proposal | Vo |
|----------|----------|----|
|----------|----------|----|

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| Number | Proposal                                     | Type       | Ca |
|--------|--|------------|----|
| 1A     | ELECTION OF DIRECTOR: JOHN S. CHEN.          | Management | Fo |
| 1B     | ELECTION OF DIRECTOR: LLOYD H. DEAN.         | Management | Fo |
| 1C     | ELECTION OF DIRECTOR: SUSAN E. ENGEL.        | Management | Fo |
| 1D     | ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. | Management | Fo |
| 1E     | ELECTION OF DIRECTOR: ROBERT L. JOSS.        | Management | Fo |

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|    |   |             |      |
|----|---|-------------|------|
| 1F | ELECTION OF DIRECTOR: RICHARD M. KOVACEVICH.  | Management  | Fo   |
| 1G | ELECTION OF DIRECTOR: RICHARD D. MCCORMICK.   | Management  | Fo   |
| 1H | ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN.  | Management  | Fo   |
| 1I | ELECTION OF DIRECTOR: NICHOLAS G. MOORE.  | Management  | Fo   |
| 1J | ELECTION OF DIRECTOR: PHILIP J. QUIGLEY.  | Management  | Fo   |
| 1K | ELECTION OF DIRECTOR: DONALD B. RICE.   | Management  | Fo   |
| 1L | ELECTION OF DIRECTOR: JUDITH M. RUNSTAD.  | Management  | Fo   |
| 1M | ELECTION OF DIRECTOR: STEPHEN W. SANGER.  | Management  | Fo   |
| 1N | ELECTION OF DIRECTOR: SUSAN G. SWENSON.   | Management  | Fo   |
| 1O | ELECTION OF DIRECTOR: JOHN G. STUMPF.   | Management  | Fo   |
| 1P | ELECTION OF DIRECTOR: MICHAEL W. WRIGHT.  | Management  | Fo   |
| 02 | PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2007.                                    | Management  | Fo   |
| 03 | STOCKHOLDER PROPOSAL REGARDING SEPARATION OF BOARD CHAIRMAN AND CEO POSITIONS.                                      | Shareholder | Agai |
| 04 | STOCKHOLDER PROPOSAL REGARDING AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.  | Shareholder | Agai |
| 05 | STOCKHOLDER PROPOSAL REGARDING ADOPTION OF A POLICY LIMITING BENEFITS UNDER SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN. | Shareholder | Agai |
| 06 | STOCKHOLDER PROPOSAL REGARDING A REPORT ON HOME MORTGAGE DISCLOSURE ACT (HMDA) DATA.                                | Shareholder | Agai |
| 07 | STOCKHOLDER PROPOSAL REGARDING EMISSION REDUCTION GOALS FOR WELLS FARGO AND ITS CUSTOMERS.                          | Shareholder | Agai |

AMERIPRISE FINANCIAL, INC.

AMP

ISSUER: 03076C106

ISIN:

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SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 1A              | ELECTION OF DIRECTOR: JAMES M. CRACCHIOLO.   | Management    | Fo |
| 1B              | ELECTION OF DIRECTOR: WARREN D. KNOWLTON.  | Management    | Fo |
| 1C              | ELECTION OF DIRECTOR: H. JAY SARLES.   | Management    | Fo |
| 1D              | ELECTION OF DIRECTOR: ROBERT F. SHARPE, JR.  | Management    | Fo |
| 02              | PROPOSAL TO APPROVE THE AMENDED AND RESTATED AMERIPRISE FINANCIAL 2005 INCENTIVE COMPENSATION PLAN.                            | Management    | Fo |
| 03              | PROPOSAL TO RATIFY THE AUDIT COMMITTEE S SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2007. | Management    | Fo |

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ANHEUSER-BUSCH COMPANIES, INC.

BUD

ISSUER: 035229103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | AUGUST A. BUSCH III  | Management    | Fo   |
|                 | AUGUST A. BUSCH IV   | Management    | Fo   |
|                 | CARLOS FERNANDEZ G.  | Management    | Fo   |
|                 | JAMES R. JONES   | Management    | Fo   |
|                 | ANDREW C. TAYLOR   | Management    | Fo   |
|                 | DOUGLAS A. WARNER III  | Management    | Fo   |
| 02              | APPROVAL OF THE 2007 EQUITY AND INCENTIVE PLAN                       | Management    | Agai |
| 03              | APPROVAL OF THE GLOBAL EMPLOYEE STOCK PURCHASE PLAN                  | Management    | Fo   |
| 04              | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM            | Management    | Fo   |
| 05              | STOCKHOLDER PROPOSAL CONCERNING A REPORT ON CHARITABLE CONTRIBUTIONS | Shareholder   | Agai |



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BANK OF AMERICA CORPORATION

BAC

ISSUER: 060505104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Voting Category |
|-----------------|--|---------------|-----------------|
| 1A              | ELECTION OF DIRECTOR: WILLIAM BARNET, III                                  | Management    | For             |
| 1B              | ELECTION OF DIRECTOR: FRANK P. BRAMBLE, SR.                                | Management    | For             |
| 1C              | ELECTION OF DIRECTOR: JOHN T. COLLINS                                      | Management    | For             |
| 1D              | ELECTION OF DIRECTOR: GARY L. COUNTRYMAN                                   | Management    | For             |
| 1E              | ELECTION OF DIRECTOR: TOMMY R. FRANKS                                      | Management    | For             |
| 1F              | ELECTION OF DIRECTOR: CHARLES K. GIFFORD                                   | Management    | For             |
| 1G              | ELECTION OF DIRECTOR: W. STEVEN JONES                                      | Management    | For             |
| 1H              | ELECTION OF DIRECTOR: KENNETH D. LEWIS                                     | Management    | For             |
| 1I              | ELECTION OF DIRECTOR: MONICA C. LOZANO                                     | Management    | For             |
| 1J              | ELECTION OF DIRECTOR: WALTER E. MASSEY                                     | Management    | For             |
| 1K              | ELECTION OF DIRECTOR: THOMAS J. MAY  | Management    | For             |
| 1L              | ELECTION OF DIRECTOR: PATRICIA E. MITCHELL                                 | Management    | For             |
| 1M              | ELECTION OF DIRECTOR: THOMAS M. RYAN                                       | Management    | For             |
| 1N              | ELECTION OF DIRECTOR: O. TEMPLE SLOAN, JR.                                 | Management    | For             |
| 1O              | ELECTION OF DIRECTOR: MEREDITH R. SPANGLER                                 | Management    | For             |
| 1P              | ELECTION OF DIRECTOR: ROBERT L. TILLMAN                                    | Management    | For             |
| 1Q              | ELECTION OF DIRECTOR: JACKIE M. WARD                                       | Management    | For             |
| 02              | RATIFICATION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007 | Management    | For             |

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|    |  |             |         |
|----|--|-------------|---------|
| 03 | STOCKHOLDER PROPOSAL - STOCK OPTIONS       | Shareholder | Against |
| 04 | STOCKHOLDER PROPOSAL - NUMBER OF DIRECTORS | Shareholder | Against |

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05 STOCKHOLDER PROPOSAL - INDEPENDENT BOARD CHAIRMAN

Shareholder Agai

CALIFORNIA WATER SERVICE GROUP

CWT

ISSUER: 130788102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | DOUGLAS M. BROWN  | Management    | Fo |
|                 | ROBERT W. FOY   | Management    | Fo |
|                 | E.D. HARRIS, JR., M.D.  | Management    | Fo |
|                 | BONNIE G. HILL  | Management    | Fo |
|                 | DAVID N. KENNEDY  | Management    | Fo |
|                 | RICHARD P. MAGNUSON   | Management    | Fo |
|                 | LINDA R. MEIER  | Management    | Fo |
|                 | PETER C. NELSON   | Management    | Fo |
|                 | GEORGE A. VERA  | Management    | Fo |
| 02              | PROPOSAL TO RATIFY THE SELECTION OF KPMG, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE GROUP FOR 2007. | Management    | Fo |

CHEVRON CORPORATION

CVX

ISSUER: 166764100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                             | Proposal Type | Vo |
|-----------------|--------------------------------------|---------------|----|
| 1B              | ELECTION OF DIRECTOR: L.F. DEILY     | Management    | Fo |
| 1C              | ELECTION OF DIRECTOR: R.E. DENHAM    | Management    | Fo |
| 1D              | ELECTION OF DIRECTOR: R.J. EATON     | Management    | Fo |
| 1E              | ELECTION OF DIRECTOR: S. GINN        | Management    | Fo |
| 1F              | ELECTION OF DIRECTOR: F.G. JENIFER   | Management    | Fo |
| 1G              | ELECTION OF DIRECTOR: S. NUNN        | Management    | Fo |
| 1H              | ELECTION OF DIRECTOR: D.J. O REILLY  | Management    | Fo |
| 1I              | ELECTION OF DIRECTOR: D.B. RICE      | Management    | Fo |
| 1J              | ELECTION OF DIRECTOR: P.J. ROBERTSON | Management    | Fo |
| 1K              | ELECTION OF DIRECTOR: K.W. SHARER    | Management    | Fo |

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1L ELECTION OF DIRECTOR: C.R. SHOEMATE Management Fo

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1M ELECTION OF DIRECTOR: R.D. SUGAR Management Fo

1N ELECTION OF DIRECTOR: C. WARE Management Fo

02 RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM Management Fo

03 PROPOSAL TO AMEND CHEVRON S RESTATED CERTIFICATE OF INCORPORATION TO REPEAL THE SUPERMAJORITY VOTE PROVISIONS Management Fo

04 ADOPT POLICY AND REPORT ON HUMAN RIGHTS Shareholder Agai

05 ADOPT GOALS AND REPORT ON GREENHOUSE GAS EMISSIONS Shareholder Agai

06 ADOPT POLICY AND REPORT ON ANIMAL WELFARE Shareholder Agai

07 RECOMMEND AMENDMENT TO THE BY-LAWS TO SEPARATE THE CEO/CHAIRMAN POSITIONS Shareholder Agai

08 AMEND THE BY-LAWS REGARDING THE STOCKHOLDER RIGHTS PLAN POLICY Shareholder Fo

09 REPORT ON HOST COUNTRY ENVIRONMENTAL LAWS Shareholder Agai

1A ELECTION OF DIRECTOR: S.H. ARMACOST Management Fo

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 E. I. DU PONT DE NEMOURS AND COMPANY

DD

ISSUER: 263534109

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal                | Proposal Type | Vo Ca |
|-----------------|-------------------------|---------------|-------|
| 01              | DIRECTOR                | Management    | Fo    |
|                 | RICHARD H. BROWN        | Management    | Fo    |
|                 | ROBERT A. BROWN         | Management    | Fo    |
|                 | BERTRAND P. COLLOMB     | Management    | Fo    |
|                 | CURTIS J. CRAWFORD      | Management    | Fo    |
|                 | JOHN T. DILLON          | Management    | Fo    |
|                 | ELEUTHERE I. DU PONT    | Management    | Fo    |
|                 | CHARLES O. HOLLIDAY, JR | Management    | Fo    |
|                 | LOIS D. JULIBER         | Management    | Fo    |
|                 | MASAHISA NAITOH         | Management    | Fo    |
|                 | SEAN O'KEEFE            | Management    | Fo    |

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|    |  |                   |             |      |
|----|--|-------------------|-------------|------|
|    |  | WILLIAM K. REILLY | Management  | Fo   |
| 02 | ON RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM |                   | Management  | Fo   |
| 03 | ON DUPONT EQUITY AND INCENTIVE PLAN                              |                   | Management  | Agai |
| 04 | ON GENETICALLY MODIFIED FOOD                                     |                   | Shareholder | Agai |
| 05 | ON PLANT CLOSURE   |                   | Shareholder | Agai |
| 06 | ON REPORT ON PFOA  |                   | Shareholder | Agai |
| 07 | ON COSTS   |                   | Shareholder | Agai |
| 08 | ON GLOBAL WARMING  |                   | Shareholder | Agai |
| 09 | ON CHEMICAL FACILITY SECURITY                                    |                   | Shareholder | Agai |

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 ENERGEN CORPORATION

EGN

ISSUER: 29265N108

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  |                         | Proposal Type | Vo<br>Ca |
|-----------------|---|-------------------------|---------------|----------|
| 01              | DIRECTOR  |                         | Management    | Fo       |
|                 |   | STEPHEN D. BAN          | Management    | Fo       |
|                 |   | JULIAN W. BANTON        | Management    | Fo       |
|                 |   | T. MICHAEL GOODRICH     | Management    | Fo       |
|                 |   | WM. MICHAEL WARREN, JR. | Management    | Fo       |
|                 |   | JAMES T. MCMANUS, II    | Management    | Fo       |
| 02              | PROPOSAL TO APPROVE AMENDMENTS TO AND RATIFY ENERGEN CORPORATION S 1997 STOCK INCENTIVE PLAN                      |                         | Management    | Fo       |
| 03              | PROPOSAL TO APPROVE ENERGEN CORPORATION S ANNUAL INCENTIVE COMPENSATION PLAN                                      |                         | Management    | Fo       |
| 04              | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM |                         | Management    | Fo       |

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 GENERAL ELECTRIC COMPANY

GE

ISSUER: 369604103

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 09              | REPORT ON PAY DIFFERENTIAL                                     | Shareholder   | Agai  |
| 08              | ETHICAL CRITERIA FOR MILITARY CONTRACTS                        | Shareholder   | Agai  |
| 07              | GLOBAL WARMING REPORT  | Shareholder   | Agai  |
| 06              | REPORT ON CHARITABLE CONTRIBUTIONS                             | Shareholder   | Agai  |
| 05              | ELIMINATE DIVIDEND EQUIVALENTS                                 | Shareholder   | Agai  |
| 04              | INDEPENDENT BOARD CHAIRMAN                                     | Shareholder   | Agai  |
| 03              | ONE DIRECTOR FROM THE RANKS OF RETIREES                        | Shareholder   | Agai  |
| 02              | CURB OVER-EXTENDED DIRECTORS                                   | Shareholder   | Agai  |
| 01              | CUMULATIVE VOTING  | Shareholder   | Agai  |
| E               | APPROVAL OF MATERIAL TERMS OF SENIOR OFFICER PERFORMANCE GOALS | Management    | Fo    |
| D               | APPROVAL OF 2007 LONG TERM INCENTIVE PLAN                      | Management    | Fo    |
| A               | DIRECTOR   | Management    | Fo    |
|                 | JAMES I. CASH, JR.   | Management    | Fo    |
|                 | SIR WILLIAM M. CASTELL   | Management    | Fo    |
|                 | ANN M. FUDGE   | Management    | Fo    |
|                 | CLAUDIO X. GONZALEZ  | Management    | Fo    |
|                 | SUSAN HOCKFIELD  | Management    | Fo    |
|                 | JEFFREY R. IMMELT  | Management    | Fo    |
|                 | ANDREA JUNG  | Management    | Fo    |
|                 | ALAN G. (A.G.) LAFLEY  | Management    | Fo    |
|                 | ROBERT W. LANE   | Management    | Fo    |
|                 | RALPH S. LARSEN  | Management    | Fo    |
|                 | ROCHELLE B. LAZARUS  | Management    | Fo    |
|                 | SAM NUNN   | Management    | Fo    |
|                 | ROGER S. PENSKE  | Management    | Fo    |
|                 | ROBERT J. SWIERINGA  | Management    | Fo    |
|                 | DOUGLAS A. WARNER III  | Management    | Fo    |
|                 | ROBERT C. WRIGHT   | Management    | Fo    |
| B               | RATIFICATION OF KPMG   | Management    | Fo    |
| C               | ADOPTION OF MAJORITY VOTING FOR DIRECTORS                      | Management    | Fo    |

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HERA SPA, BOLOGNA

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ISSUER: T5250M106

ISIN: IT0001250932

BLOCKING

SEDOL: 7598003, B020CX4, 7620508

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca    |
|--------------------|--|------------------|-------------|
| *                  | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 26 APR 2007. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. PLEASE BE ALSO ADVISED THAT YOUR SHARES WILL BE BLOCKED UNTIL THE QUORUM IS MET OR THE MEETING IS CANCELLED. THANK YOU. | Non-Voting       |             |
| *                  | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF RECORD DATE AND DELETION OF A COMMENT. PLEASE ALSO NOTE THE NEW CUT-OFF IS 16 APR 2007. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.   | Non-Voting       |             |
| E.1                | AMEND PARAGRAPH 7.3 OF ARTICLE NO. 7 AND PARAGRAPH 17.1(A).1, 17.1(A).3, 17.1(A).4, 17.1(A).5, 17.1(B).1 AND 17.1(B).4 OF ARTICLE NO.17 BY-LAWS  | Management       | Take<br>Act |
| E.2                | AMEND PARAGRAPH 17.1(B).1, 17.1(B).2 AND 17.1(B).3 OF ARTICLE NO. 17 AND ARTICLE NO. 18, 26, 27 AND 29 OF THE COMPANY BY-LAWS  | Management       | Take<br>Act |
| O.1                | APPROVE THE FINANCIAL STATEMENT AS AT 31 DEC 2006, REPORT ON THE OPERATIONS, PROPOSAL OF INCOME DISTRIBUTION, REPORT OF THE BOARD OF STATUTORY AUDITORS  | Management       | Take<br>Act |
| O.2                | APPROVE TO DISTRIBUTE THE RESERVES   | Management       | Take<br>Act |
| O.3                | GRANT AUTHORITY TO PURCHASE AND DISPOSE ITS OWN SHARES   | Management       | Take<br>Act |
| O.4                | APPOINT A NEW MEMBER OF THE BOARD OF DIRECTORS AS PER EX ARTICLE 2449 CIVIL CODE   | Management       | Take<br>Act |
| O.5                | APPROVE TO EXTEND THE AUDIT MANDATE GIVEN TO THE AUDITING FIRM FOR THE PERIOD FROM 2012 TO 2014  | Management       | Take<br>Act |

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 MARATHON OIL CORPORATION

MRO

ISSUER: 565849106

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 1A              | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM: CHARLES F. BOLDEN, JR.   | Management    | Fo       |
| 1B              | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM: CHARLES R. LEE   | Management    | Fo       |
| 1C              | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM: DENNIS H. REILLEY  | Management    | Fo       |
| 1D              | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM: JOHN W. SNOW   | Management    | Fo       |
| 1E              | ELECTION OF DIRECTOR FOR A ONE-YEAR TERM: THOMAS J. USHER  | Management    | Fo       |
| 02              | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR FOR 2007.  | Management    | Fo       |
| 03              | APPROVAL OF 2007 INCENTIVE COMPENSATION PLAN.  | Management    | Fo       |
| 04              | BOARD PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION AND BY-LAWS TO ELIMINATE THE SUPERMAJORITY VOTE PROVISION.   | Management    | Fo       |
| 05              | BOARD PROPOSAL TO AMEND THE RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK. | Management    | Fo       |

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 TEXTRON INC.

TXT

ISSUER: 883203101

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 01              | ELECTION OF DIRECTOR: KATHLEEN M. BADER             | Management    | Fo       |
| 02              | ELECTION OF DIRECTOR: R. KERRY CLARK                | Management    | Fo       |
| 03              | ELECTION OF DIRECTOR: IVOR J. EVANS                 | Management    | Fo       |
| 04              | ELECTION OF DIRECTOR: LORD POWELL OF BAYSWATER KCMG | Management    | Fo       |
| 05              | ELECTION OF DIRECTOR: JAMES L. ZIEMER               | Management    | Fo       |
| 06              | TEXTRON INC. SHORT-TERM INCENTIVE PLAN              | Management    | Fo       |
| 07              | TEXTRON INC. 2007 LONG-TERM INCENTIVE PLAN          | Management    | Agai     |
| 08              | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS | Management    | Fo       |
| 09              | SHAREHOLDER PROPOSAL RELATING TO FOREIGN MILITARY   | Shareholder   | Agai     |

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SALES

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 ALTRIA GROUP, INC. MO  
 ISSUER: 02209S103 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | ELIZABETH E. BAILEY  | Management    | Fo   |
|                 | HAROLD BROWN   | Management    | Fo   |
|                 | MATHIS CABIALAVETTA  | Management    | Fo   |
|                 | LOUIS C. CAMILLERI   | Management    | Fo   |
|                 | J. DUDLEY FISHBURN   | Management    | Fo   |
|                 | ROBERT E.R. HUNTLEY  | Management    | Fo   |
|                 | THOMAS W. JONES  | Management    | Fo   |
|                 | GEORGE MUNOZ   | Management    | Fo   |
|                 | LUCIO A. NOTO  | Management    | Fo   |
|                 | JOHN S. REED   | Management    | Fo   |
|                 | STEPHEN M. WOLF  | Management    | Fo   |
| 02              | RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS  | Management    | Fo   |
| 03              | STOCKHOLDER PROPOSAL 1 - CUMULATIVE VOTING   | Shareholder   | Agai |
| 04              | STOCKHOLDER PROPOSAL 2 - INFORMING CHILDREN OF THEIR RIGHTS IF FORCED TO INCUR SECONDHAND SMOKE                | Shareholder   | Agai |
| 05              | STOCKHOLDER PROPOSAL 3 - STOP ALL COMPANY-SPONSORED CAMPAIGNS ALLEGEDLY ORIENTED TO PREVENT YOUTH FROM SMOKING | Shareholder   | Agai |
| 06              | STOCKHOLDER PROPOSAL 4 - GET OUT OF TRADITIONAL TOBACCO BUSINESS BY 2010                                       | Shareholder   | Agai |
| 07              | STOCKHOLDER PROPOSAL 5 - ANIMAL WELFARE POLICY   | Shareholder   | Agai |

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 ARCH COAL, INC. ACI  
 ISSUER: 039380100 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

Proposal Proposal Vo



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| Number | Proposal          | Type       | Ca |
|--------|-------------------|------------|----|
| 01     | DIRECTOR          | Management | Fo |
|        | BRIAN J. JENNINGS | Management | Fo |
|        | STEVEN F. LEER    | Management | Fo |
|        | ROBERT G. POTTER  | Management | Fo |
|        | THEODORE D. SANDS | Management | Fo |

BAKER HUGHES INCORPORATED

BHI

ISSUER: 057224107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal             | Proposal Type | Vo |
|-----------------|----------------------|---------------|----|
| 01              | DIRECTOR             | Management    | Fo |
|                 | LARRY D. BRADY       | Management    | Fo |
|                 | C.P. CAZALOT, JR.    | Management    | Fo |
|                 | CHAD C. DEATON       | Management    | Fo |
|                 | EDWARD P. DJEREJIAN  | Management    | Fo |
|                 | ANTHONY G. FERNANDES | Management    | Fo |
|                 | CLAIRE W. GARGALLI   | Management    | Fo |

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|    |   |            |    |
|----|---|------------|----|
|    | PIERRE H. JUNGELS   | Management | Fo |
|    | JAMES A. LASH   | Management | Fo |
|    | JAMES F. MCCALL   | Management | Fo |
|    | J. LARRY NICHOLS  | Management | Fo |
|    | H. JOHN RILEY, JR.  | Management | Fo |
|    | CHARLES L. WATSON   | Management | Fo |
| 02 | RATIFICATION OF DELOITTE & TOUCHE AS THE COMPANY S INDEPENDENT AUDITOR FOR FISCAL YEAR 2007 | Management | Fo |
| 03 | PROPOSAL TO AMEND THE COMPANY S RESTATED CERTIFICATE OF INCORPORATION                       | Management | Fo |

BOUYGUES, PARIS

ISSUER: F11487125

ISIN: FR0000120503

SEDOL: B01JBX5, 2696612, 4067528, 7164028, B0Z6VY3, B043HB4, 4002121, 4115159

VOTE GROUP: GLOBAL

| Proposal | Proposal | Vo |
|----------|----------|----|
|----------|----------|----|

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| Number   | Proposal   | Type       | Ca |
|--|--|------------|----|
| *  | A VERIFICATION PERIOD EXISTS IN FRANCE. VERIFICATION PERIOD: REGISTERED SHARES: 1 TO 5 DAYS PRIOR TO THE MEETING DATE, DEPENDS ON COMPANY S BY-LAWS. BEARER SHARES: 6 DAYS PRIOR TO THE MEETING DATE. FRENCH RESIDENT SHAREOWNERS MUST COMPLETE, SIGN AND FORWARD THE PROXY CARD DIRECTLY TO THE SUB CUSTODIAN. PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE TO OBTAIN THE NECESSARY CARD, ACCOUNT DETAILS AND DIRECTIONS. THE FOLLOWING APPLIES TO NON-RESIDENT SHAREOWNERS: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE GLOBAL CUSTODIANS THAT HAVE BECOME REGISTERED INTERMEDIARIES, ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL CUSTODIAN WILL SIGN THE PROXY CARD AND FORWARD TO THE LOCAL CUSTODIAN. IF YOU ARE UNSURE WHETHER YOUR GLOBAL CUSTODIAN ACTS AS REGISTERED INTERMEDIARY, PLEASE CONTACT YOUR REPRESENTATIVE. TRADES/VOTE INSTRUCTIONS: SINCE FRANCE MAINTAINS A VERIFICATION PERIOD, FOR VOTE INSTRUCTIONS SUBMITTED THAT HAVE A TRADE TRANSACTED (SELL) FOR EITHER THE FULL SECURITY POSITION OR A PARTIAL AMOUNT AFTER THE VOTE INSTRUCTION HAS BEEN SUBMITTED AND THE GLOBAL CUSTODIAN ADVISES OF THE POSITION CHANGE VIA THE ACCOUNT POSITION COLLECTION PROCESS, THERE IS A PROCESS IN EFFECT WHICH WILL ADVISE THE GLOBAL CUSTODIAN OF THE NEW ACCOUNT POSITION AVAILABLE FOR VOTING. THIS WILL ENSURE THAT THE LOCAL CUSTODIAN IS INSTRUCTED TO AMEND THE VOTE INSTRUCTION AND RELEASE THE SHARES FOR SETTLEMENT OF THE SALE TRANSACTION. THIS PROCEDURE PERTAINS TO SALE TRANSACTIONS WITH A SETTLEMENT DATE PRIOR TO MEETING DATE + 1 | Non-Voting |    |
| *  | PLEASE NOTE THAT THIS IS A MIX MEETING. THANK YOU.   | Non-Voting |    |
| 0.1  | RECEIVE THE REPORTS OF THE BOARD OF DIRECTORS, THE CHAIRMAN OF THE BOARD OF DIRECTORS AND THE AUDITORS, APPROVE THE COMPANY S FINANCIAL STATEMENTS FOR THE YE 2006, AS PRESENTED, SHOWING NET EARNINGS OF EUR 603,396,472.57, GRANT PERMANENT DISCHARGE TO THE DIRECTORS FOR THE PERFORMANCE OF THEIR DUTIES DURING THE SAID FY  | Management | Fo |
| <p>ProxyEdge - Investment Company Report<br/> Meeting Date Range: 07/01/2006 to 06/30/2007<br/> Selected Accounts: NPX GABELLI DIV INC TRUST</p> <p style="text-align: right;">Report Date: 06/27/2007<br/> Page 82 of 205</p> |  |            |    |
| 0.2  | RECEIVE THE REPORTS OF THE BOARD OF DIRECTORS, THE CHAIRMAN OF THE BOARD OF DIRECTORS AND THE AUDITORS, APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE SAID FINANCIAL YEAR, IN THE FORM PRESENTED TO THE MEETING, SHOWING NET EARNINGS GROUP SHARE OF EUR 1,246,000,000.00  | Management | Fo |

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|      |  |            |    |
|------|--|------------|----|
| O.3  | <p>APPROVE THE DISTRIBUTABLE INCOME OF EUR 838,625,254.57 BE APPROPRIATED AS FOLLOWS: DIVIDENDS: EUR 16,738,879.15, A DIVIDEND OF EUR 0.05 PER SHARE, ADDITIONAL DIVIDEND: EUR 384,994,220.45, A NET DIVIDEND OF 1.15 PER SHARE THE BALANCE WILL BE ALLOCATED TO THE RETAINED EARNINGS ACCOUNT: EUR 436,892,154.97 THE SHAREHOLDERS WILL RECEIVE A NET DIVIDEND OF EUR 1.20 PER SHARE AND WILL ENTITLE NATURAL PERSONS FISCALLY DOMICILIATED IN FRANCE, TO THE 40% ALLOWANCE THIS DIVIDEND WILL BE PAID ON 03 MAR 2007 IN THE EVENT THAT THE COMPANY HOLDS SOME OF ITS OWN SHARES ON SUCH DATE, THE AMOUNT OF THE UNPAID DIVIDEND ON SUCH SHARES SHALL BE ALLOCATED TO THE RETAINED EARNINGS ACCOUNT AS REQUIRED BYLAW</p> | Management | Fo |
| O.4  | <p>RECEIVE THE SPECIAL REPORT OF THE AUDITORS ON AGREEMENTS GOVERNED BY ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE AND THE AGREEMENTS REFERRED TO THEREIN</p>   | Management | Fo |
| O.6  | <p>APPROVE TO RENEW THE APPOINTMENT OF MR. LUCIEN DOUROUX AS A DIRECTOR FOR A 3-YEAR PERIOD</p>  | Management | Fo |
| O.5  | <p>RATIFY THE CO-OPTATION OF MR. PATRICK KRON AS A DIRECTOR, TO REPLACE MR. ALAIN POUYAT, FOR THE REMAINDER OF MR. ALAIN POUYAT S TERM OF OFFICE, UNTIL THE ORDINARY SHAREHOLDERS MEETING AND APPROVE THE FINANCIAL STATEMENTS FOR THE FY 2009</p>   | Management | Fo |
| O.7  | <p>APPROVE TO RENEW THE APPOINTMENT OF MR. JEAN PEYRELEVADE AS A DIRECTOR FOR A 3-YEAR PERIOD</p>  | Management | Fo |
| O.8  | <p>APPROVE TO RENEW THE APPOINTMENT OF THE COMPANY SCDM AS A DIRECTOR FOR A 3-YEAR PERIOD</p>  | Management | Fo |
| O.9  | <p>ELECT MR. THIERRY JOURDAINE AS A DIRECTOR MEMBER OF THE SUPERVISORY BOARD OF 1 OF THE INVESTMENT FUNDS REPRESENTING THE EMPLOYEES WHO ARE SHAREHOLDERS, SUBJECT TO THE ADOPTION BY THE SHAREHOLDERS MEETING OF RESOLUTION E.27, HIS TERM OF OFFICE WILL LAST 3 YEARS; IF SUCH RESOLUTION IS NOT APPROVED, IT WILL LAST 2 YEARS</p>  | Management | Fo |
| O.10 | <p>ELECT MR. JEAN-MICHEL GRAS AS A DIRECTOR MEMBER OF THE SUPERVISORY BOARD OF 1OF THE INVESTMENT FUNDS REPRESENTING THE EMPLOYEES WHO ARE SHAREHOLDERS, SUBJECT TO THE ADOPTION BY THE SHAREHOLDERS MEETING OF RESOLUTION E.27, HIS TERM OF OFFICE WILL LAST 3 YEARS; IF SUCH RESOLUTION IS NOT APPROVED, IT WILL LAST 2 YEARS</p>  | Management | Fo |
| O.11 | <p>APPOINT MR. ALAIN POUYAT AS A CONTROL AGENT, FOR A 3-YEAR PERIOD</p>  | Management | Fo |
| O.12 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO BUY BACK THE COMPANY S SHARES ON THE OPENMARKET, SUBJECT TO THE CONDITIONS DESCRIBED BELOW: MAXIMUM PURCHASE PRICE: EUR 80.00, MINIMUM SALE PRICE: EUR 30.00, MAXIMUM NUMBER OF SHARES TO BE ACQUIRED: 10% OF THE SHARE CAPITAL, MAXIMUM FUNDS INVESTED</p>   | Management | Fo |

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IN THE SHARE BUYBACKS: EUR 1,500,000,000.00;  
AUTHORITY EXPIRES ON 18-MONTH PERIOD; IT SUPERSEDES  
THE UNUSED FRACTION OF ANY AND ALL EARLIER DELEGATIONS  
TO THE SAME EFFECT; AND TO TAKE ALL NECESSARY  
MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES

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- |      |  |            |    |
|------|--|------------|----|
| E.13 | AUTHORIZE THE BOARD OF DIRECTORS TO DECIDE ON<br>1 OR MORE CAPITAL INCREASES, INFRANCE OR ABROAD,<br>BY ISSUANCE, WITH THE SHAREHOLDERS PREFERRED<br>SUBSCRIPTION RIGHTS MAINTAINED, OF COMPANY S<br>ORDINARY SHARES OR SECURITIES GIVING ACCESS TO<br>ORDINARY SHARES OF THE COMPANY OR A COMPANY CONTROLLED<br>BY IT OVER 50%; THE MAXIMAL NOMINAL AMOUNT OF<br>CAPITAL INCREASES TO BE CARRIED OUT UNDER THIS<br>DELEGATION OF AUTHORITY SHALL NOT EXCEED EUR<br>150,000,000.00; THE NOMINAL AMOUNT OF DEBT SECURITIES<br>ISSUED SHALL NOT EXCEED EUR 5,000,000,000.00;<br>AUTHORITY EXPIRES ON 26 MONTH PERIOD; IT SUPERSEDES<br>THE UNUSED FRACTION OF ANY AND ALL EARLIER DELEGATIONS<br>TO THE SAME EFFECT; AND TO TAKE ALL NECESSARY<br>MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES  | Management | Fo |
| E.14 | AUTHORIZE THE BOARD OF DIRECTORS ALL POWERS IN<br>ORDER TO DECIDE ON 1 OR MORE CAPITAL INCREASES,<br>UP TO A MAXIMUM NOMINAL AMOUNT OF EUR 4,000,000,000.00,<br>BY WAY OF CAPITALIZING RESERVES, PROFITS, PREMIUMS<br>OR OTHER MEANS, PROVIDED THAT SUCH CAPITALIZATION<br>IS ALLOWED BYLAW AND UNDER THE BY-LAWS, BY ISSUING<br>BONUS SHARES OR RAISING THE PAR VALUE OF EXISTING<br>SHARES, OR BY A COMBINATION OF THESE METHODS;<br>AUTHORITY EXPIRES ON 26-MONTH PERIOD; IT SUPERSEDES<br>THE UNUSED FRACTION OF ANY AND ALL EARLIER DELEGATIONS<br>TO THE SAME EFFECT; AND TO TAKE ALL NECESSARY<br>MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES   | Management | Fo |
| E.15 | AUTHORIZE THE BOARD OF DIRECTORS TO DECIDE ON<br>1 OR MORE CAPITAL INCREASES, INFRANCE OR ABROAD,<br>BY ISSUANCE, WITH CANCELLATION OF THE SHAREHOLDERS<br>PREFERRED SUBSCRIPTION RIGHTS, OF COMPANY S<br>ORDINARY SHARES OR SECURITIES GIVING ACCESS TO<br>ORDINARY SHARES OF THE COMPANY OR A COMPANY CONTROLLED<br>BY IT OVER 50%; THE MAXIMAL NOMINAL AMOUNT OF<br>CAPITAL INCREASES TO BE CARRIED OUT UNDER THIS<br>DELEGATION OF AUTHORITY SHALL NOT EXCEED EUR<br>150,000,000.00; THE NOMINAL AMOUNT SHALL COUNT<br>AGAINST THE OVERALL CEILING SET FORTH IN THE<br>RESOLUTION E.13 THE NOMINAL AMOUNT OF DEBT SECURITIES<br>ISSUED SHALL NOT EXCEED EUR 5,000,000,000.00;<br>AUTHORITY EXPIRES ON 26 MONTH PERIOD; IT SUPERSEDES<br>THE UNUSED FRACTION OF ANY AND ALL EARLIER DELEGATIONS<br>TO THE SAME EFFECT; AND TO TAKE ALL NECESSARY<br>MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES | Management | Fo |

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E.16 APPROVE TO RESOLVE THAT THE BOARD OF DIRECTORS MAY DECIDE, FOR EACH OF THE ISSUES DECIDED IN ACCORDANCE WITH THE RESOLUTIONS E.13 AND E.15, TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED, AT THE SAME PRICE AS THE INITIAL ISSUE, WITHIN 30 DAYS OF THE CLOSING OF THE SUBSCRIPTION PERIOD AND UP TO A MAXIMUM OF 15% OF THE INITIAL ISSUE; AUTHORITY EXPIRES ON 26-MONTH PERIOD Management Fo

E.17 AUTHORIZE THE BOARD OF DIRECTORS, FOR EACH OF THE ISSUES DECIDED IN ACCORDANCE WITH THE RESOLUTION E.15, FOR A 26-MONTH PERIOD AND WITHIN THE LIMIT OF 10% OF THE COMPANY S SHARE CAPITAL OVER A 12-MONTH PERIOD; TO SET THE ISSUE PRICE OF THE CAPITAL SECURITIES AND, OR SECURITIES TO BE ISSUED, BY WAY OF A PUBLIC OFFERING, IN ACCORDANCE WITH THE TERMS AND CONDITIONS DETERMINED BY THE SHAREHOLDERS MEETING; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES Management Fo

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E.18 AUTHORIZE THE BOARD OF DIRECTORS, ON THE BASIS AND CONDITIONS OF THE RESOLUTION E.15, TO INCREASE THE SHARE CAPITAL, UP TO 10% OF THE SHARE CAPITAL, BY WAY OF ISSUING ORDINARY SHARES OR SECURITIES GIVING ACCESS TO THE CAPITAL, IN CONSIDERATION FOR THE CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY AND COMPRISED OF CAPITAL SECURITIES GIVING ACCESS TO SHARE CAPITAL; THIS AMOUNT SHALL COUNT AGAINST THE OVERALL CEILING SET FORTH IN THE RESOLUTION E.13; AUTHORITY EXPIRES ON 26-MONTH PERIOD; IT SUPERSEDES THE UNUSED FRACTION OF ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES Management Fo

E.19 AUTHORIZE THE BOARD OF DIRECTORS TO DECIDE, ON THE BASIS AND CONDITIONS OF THE RESOLUTION E.15, ON THE ISSUANCE OF COMPANY S ORDINARY SHARES OR SECURITIES GIVING ACCESS TO THE COMPANY S SHARE CAPITAL, IN CONSIDERATION FOR SECURITIES TENDERED IN A PUBLIC EXCHANGE OFFER INITIATED IN FRANCE OR ABROAD BY THE COMPANY CONCERNING THE SHARES OF ANOTHER COMPANY; THE AMOUNT OF CAPITAL INCREASES TO BE CARRIED OUT BY VIRTUE OF THE PRESENT RESOLUTION SHALL COUNT AGAINST THE OVERALL CEILING SET FORTH IN THE RESOLUTION E.13; AUTHORITY EXPIRES ON 26-MONTH PERIOD; IT SUPERSEDES THE UNUSED FRACTION OF ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES Management Fo

E.20 AUTHORIZE THE BOARD OF DIRECTORS TO DECIDE, AT Management Fo

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ITS SOLE DISCRETION, ON 1 OR MORE CAPITAL INCREASES, IN FAVOUR OF EMPLOYEES AND CORPORATE OFFICERS OF THE COMPANY AND RELATED COMPANIES WHO ARE MEMBERS OF A COMPANY SAVINGS PLAN; AUTHORITY EXPIRES ON 26-MONTH PERIOD; AND FOR AN AMOUNT THAT SHALL NOT EXCEED 10% OF THE COMPANY CAPITAL; THIS AMOUNT SHALL NOT COUNT AGAINST THE OVERALL CEILING SET FORTH IN THE RESOLUTION E.13, NOR THE CEILINGS SET FORTH IN THE RESOLUTIONS E.14 AND E.24; IT SUPERSEDES THE UNUSED FRACTION OF ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES

- E.21 AUTHORIZE THE BOARD OF DIRECTORS TO ISSUE ORDINARY SHARES OF BOUYGUES CONSEQUENTLY TO THE ISSUE OF SECURITIES ISSUED BY ANY COMPANY IN WHICH BOUYGUES HOLDS DIRECTLY OR INDIRECTLY MORE THAN THE HALF OF THE CAPITAL AND AUTHORIZES THE RESULTING CAPITAL INCREASES; THESE SECURITIES SHALL BE ISSUED BY THE SUBSIDIARIES AND SHALL GIVE ACCESS TO ORDINARY SHARES OF THE COMPANY; THEY CAN BE ISSUED ON 1 OR MORE OCCASIONS, IN FRANCE, ABROAD AND, OR IN THE INTERNATIONAL MARKET; THE SHAREHOLDERS MEETING DECIDES TO CANCEL THE SHAREHOLDERS; PREFERENTIAL SUBSCRIPTION RIGHTS TO THE SECURITIES ISSUED BY THE SUBSIDIARIES; THE CEILING OF THE NOMINAL AMOUNT OF THE CAPITAL INCREASE OF THE COMPANY, RESULTING FROM ALL THE ISSUANCES CARRIED OUT ACCORDINGLY TO THE PRESENT DELEGATION, SHALL COUNT AGAINST THE OVERALL CEILING SET FORTH IN RESOLUTION E.13; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES; AUTHORITY EXPIRES ON 26-MONTH PERIOD; IT SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT

Management

Fo

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- E.22 AUTHORIZE THE BOARD OF DIRECTORS TO MAKE USE, IN THE EVENT OF A PUBLIC OFFER CONCERNING THE COMPANY S SECURITIES, OF THE DELEGATIONS AND AUTHORIZATIONS GRANTED TO THE BOARD BY THE PRESENT SHAREHOLDERS MEETING TO INCREASE THE SHARE CAPITAL ACCORDINGLY TO THE RESOLUTIONS E.13, E.14, E.15, E.16, E.17, E.18, E.19, E.20, E.21 AND E.24; AUTHORITY EXPIRES ON 18-MONTH PERIOD
- E.23 AUTHORIZE THE BOARD OF DIRECTORS TO PROCEED, IN 1 OR MORE ISSUES, IN THE EVENT OF A PUBLIC OFFER CONCERNING THE COMPANY S SECURITIES, WITH THE ISSUANCE OF WARRANTS TO SUBSCRIBE TO SHARES IN THE COMPANY AND TO BE GRANTED FREE OF CHARGE TO ALL THE SHAREHOLDERS OF THE COMPANY; THE MAXIMUM NOMINAL AMOUNT OF CAPITAL INCREASE SHALL NOT EXCEED EUR 400,000,000.00; THIS AMOUNT SHALL

Management

Fo

Management

Fo

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NOT COUNT AGAINST THE GLOBAL CEILING FIXED IN RESOLUTION E.13; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES; AUTHORITY EXPIRES ON 18-MONTH PERIOD; IT SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT

- |      |  |            |    |
|------|--|------------|----|
| E.24 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO GRANT, FOR FREE, ON 1 OR MORE OCCASIONS, EXISTING OR FUTURE SHARES IN FAVOUR OF THE EMPLOYEES OR THE CORPORATE OFFICERS OF BOUYGUES AND RELATED COMPANIES; THEY MAY NOT REPRESENT MORE THAN 10% OF THE SHARE CAPITAL; THIS AMOUNT SHALL NOT COUNT AGAINST THE CEILING FIXED IN THE RESOLUTION E.20, NOR AGAINST THE OVERALL CEILING SET FORTH IN THE RESOLUTION E.13; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES; AUTHORITY EXPIRES ON 38-MONTH PERIOD; IT SUPERSEDES THE FRACTION UNUSED OF ANY AND ALL EARLIER DELEGATION TO THE SAME EFFECT</p> | Management | Fo |
| E.25 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO DECIDE, ON 1 OR MORE OCCASIONS, AT ITS SOLE DISCRETION, IN FRANCE OR ABROAD, THE SHARE CAPITAL UP TO A MAXIMUM NOMINAL AMOUNT OF EUR 5,000,000,000.00, ON THE ISSUANCE OF ANY SECURITIES GIVING RIGHT TO THE ALLOCATION OF DEBT SECURITIES; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES; AUTHORITY EXPIRES ON 26-MONTH PERIOD; IT SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT</p>   | Management | Fo |
| E.26 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL, ON 1 OR MORE OCCASIONS, AT ITS SOLE DISCRETION, BY CANCELING ALL OR PART OF THE SHARES HELD BY THE COMPANY IN CONNECTION WITH VARIOUS STOCK REPURCHASE PLANS, UP TO A MAXIMUM OF 10% OF THE SHARE CAPITAL OVER A 24-MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH AL NECESSARY FORMALITIES; AUTHORITY EXPIRES ON 18-MONTH PERIOD; IT SUPERSEDES ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT</p>  | Management | Fo |
| E.27 | <p>AMEND THE ARTICLES 13 COMPOSITION OF THE BOARD OF DIRECTORS AND 19 OF THE BYLAWS</p>  | Management | Fo |
| E.28 | <p>GRANT FULL POWERS TO THE BEARER OF AN ORIGINAL, A COPY OR EXTRACT OF THE MINUTES OF THIS MEETING TO CARRY OUT ALL FILINGS, PUBLICATIONS AND OTHER FORMALITIES PRESCRIBED BYLAW</p>  | Management | Fo |

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ISSUER: 14040H105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | W. RONALD DIETZ  | Management    | Fo   |
|                 | LEWIS HAY, III   | Management    | Fo   |
|                 | MAYO SHATTUCK, III   | Management    | Fo   |
| 02              | RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS OF THE CORPORATION FOR 2007.   | Management    | Fo   |
| 03              | APPROVAL AND ADOPTION OF CAPITAL ONE S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO PERMIT AMENDMENT OF THE BYLAWS TO ADOPT MAJORITY VOTING FOR THE ELECTION OF DIRECTORS. | Management    | Fo   |
| 04              | STOCKHOLDER PROPOSAL: STOCKHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION.   | Shareholder   | Agai |

EMBARQ CORPORATION

EQ

ISSUER: 29078E105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | PETER C. BROWN   | Management    | Fo |
|                 | STEVEN A. DAVIS  | Management    | Fo |
|                 | DANIEL R. HESSE  | Management    | Fo |
|                 | JOHN P. MULLEN   | Management    | Fo |
|                 | WILLIAM A. OWENS   | Management    | Fo |
|                 | DINESH C. PALIWAL  | Management    | Fo |
|                 | STEPHANIE M. SHERN   | Management    | Fo |
|                 | LAURIE A. SIEGEL   | Management    | Fo |
| 02              | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR. | Management    | Fo |

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GROUPE DANONE, PARIS



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ISSUER: F12033134

ISIN: FR0000120644

SEDOL: B0ZGJH2, B01HK10, B033328, 0799085, 5983560, 5984068, B01HKG5, B018SX1, B043GP1, 5981810,

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| *                  | <p>A VERIFICATION PERIOD EXISTS IN FRANCE. VERIFICATION PERIOD: REGISTERED SHARES: 1 TO 5 DAYS PRIOR TO THE MEETING DATE, DEPENDS ON COMPANY S BY-LAWS. BEARER SHARES: 6 DAYS PRIOR TO THE MEETING DATE. FRENCH RESIDENT SHAREOWNERS MUST COMPLETE, SIGN AND FORWARD THE PROXY CARD DIRECTLY TO THE SUB CUSTODIAN. PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE TO OBTAIN THE NECESSARY CARD, ACCOUNT DETAILS AND DIRECTIONS. THE FOLLOWING APPLIES TO NON-RESIDENT SHAREOWNERS: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE GLOBAL CUSTODIANS THAT HAVE BECOME REGISTERED INTERMEDIARIES, ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL CUSTODIAN WILL SIGN THE PROXY CARD AND FORWARD TO THE LOCAL CUSTODIAN. IF YOU ARE UNSURE WHETHER YOUR GLOBAL CUSTODIAN ACTS AS REGISTERED INTERMEDIARY, PLEASE CONTACT YOUR REPRESENTATIVE. TRADES/VOTE INSTRUCTIONS: SINCE FRANCE MAINTAINS A VERIFICATION PERIOD, FOR VOTE INSTRUCTIONS SUBMITTED THAT HAVE A TRADE TRANSACTED (SELL) FOR EITHER THE FULL SECURITY POSITION OR A PARTIAL AMOUNT AFTER THE VOTE INSTRUCTION HAS BEEN SUBMITTED AND THE GLOBAL CUSTODIAN ADVISES OF THE POSITION CHANGE VIA THE ACCOUNT POSITION COLLECTION PROCESS, THERE IS A PROCESS IN EFFECT WHICH WILL ADVISE THE GLOBAL CUSTODIAN OF THE NEW ACCOUNT POSITION AVAILABLE FOR VOTING. THIS WILL ENSURE THAT THE LOCAL CUSTODIAN IS INSTRUCTED TO AMEND THE VOTE INSTRUCTION AND RELEASE THE SHARES FOR SETTLEMENT OF THE SALE TRANSACTION. THIS PROCEDURE PERTAINS TO SALE TRANSACTIONS WITH A SETTLEMENT DATE PRIOR TO MEETING DATE + 1</p> | Non-Voting       |          |
| *                  | <p>PLEASE NOTE THAT THIS IS A MIX MEETING. THANK YOU</p>  | Non-Voting       |          |
| O.1                | <p>RECEIVE THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS AND APPROVE THE COMPANY S FINANCIAL STATEMENTS FOR THE YE 31 DEC 2006, AS PRESENTED</p>   | Management       | Fo       |
| O.2                | <p>RECEIVE THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS AND APPROVE THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE SAID FY, IN THE FORM PRESENTED TO THE MEETING</p>   | Management       | Fo       |
| O.3                | <p>APPROVE THAT THE EARNINGS FOR THE FY OF EUR 873,582,156.27, PLUS THE RETAINED EARNINGS OF EUR 1,751,850,933.96, I.E. DISTRIBUTABLE INCOME OF EUR 2,625,433,090.23 BE APPROPRIATED AS FOLLOWS: DIVIDENDS: EUR 521,729,492.00; RETAINED EARNINGS: EUR 2,103,703,598.23; THE</p>  | Management       | Fo       |

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SHAREHOLDERS WILL RECEIVE A NET DIVIDEND OF EUR 2.00 PER SHARE, AND WILL ENTITLE TO THE 40% DEDUCTION PROVIDED BY THE FRENCH TAX CODE; THIS DIVIDEND WILL BE PAID ON 10 MAY 2007; IN THE EVENT THAT THE COMPANY HOLDS SOME OF ITS OWN SHARES ON SUCH DATE, THE AMOUNT OF THE UNPAID DIVIDEND ON SUCH SHARES SHALL BE ALLOCATED TO THE RETAINED EARNINGS ACCOUNT

- |     |  |            |    |
|-----|--|------------|----|
| O.4 | RECEIVE THE SPECIAL REPORT OF THE AUDITORS ON AGREEMENTS GOVERNED BY ARTICLES L.225-38 ET SEQ. OF THE FRENCH COMMERCIAL CODE AND APPROVE THE SAID REPORT, THE AGREEMENTS REFERRED TO THEREIN AND THE ONES AUTHORIZED EARLIER AND WHICH REMAINED IN FORCE DURING THE FY | Management | Fo |
| O.5 | APPROVE TO RENEW THE APPOINTMENT OF MR. FRANCK RIBOUD AS A DIRECTOR FOR A 3 YEAR PERIOD  | Management | Fo |

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|-----|--|------------|----|
| O.6 | APPROVE TO RENEW THE APPOINTMENT OF MR. EMMANUEL FABER AS A DIRECTOR FOR A 3 YEAR PERIOD   | Management | Fo |
| O.7 | RATIFY THE CO-OPTATION OF MR. NAOMASA TSURITANI AS A DIRECTOR, UNTIL THE SHAREHOLDERS MEETING CALLED TO APPROVE THE FINANCIAL STATEMENTS FOR THE FY 2007   | Management | Fo |
| O.8 | AUTHORIZE THE BOARD OF DIRECTORS TO PURCHASE, KEEP OR TRANSFER THE COMPANY S SHARES IN CONNECTION WITH A SHARE BUYBACK PROGRAM, SUBJECT TO THE CONDITIONS DESCRIBED BELOW: MAXIMUM PURCHASE PRICE: EUR 160.00; MAXIMUM NUMBER OF SHARES TO BE ACQUIRED: 10% OF THE TOTAL NUMBER OF SHARES COMPRISING THE SHARE CAPITAL, I.E. 26,086,474 SHARES, MAXIMUM FUNDS INVESTED IN THE SHARE BUYBACKS: EUR 4,173,835,840.00; THE NUMBER OF SHARES ACQUIRED BY THE COMPANY WITH A VIEW TO THEIR RETENTION OR THEIR SUBSEQUENT DELIVERY IN PAYMENT OR EXCHANGE AS PART OF AN EXTERNAL GROWTH OPERATION CANNOT EXCEED 5% OF ITS CAPITAL, IT SUPERSEDES THE ONE GRANTED BY THE COMBINED SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 10; AUTHORITY EXPIRES AFTER THE END OF 18 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES | Management | Fo |
| O.9 | ACKNOWLEDGE THAT, IN ORDER TO CARRY ON ITS COMMITMENT, WHICH IS FOOD FOR HEALTH FOR THE MOST OF THE PEOPLE AND AS PART OF THE UPDATING OF ITS DUAL COMMITMENT TO BUSINESS PERFORMANCE AND SOCIAL PROGRESS, THE COMPANY WISHES TO LAUNCH A WORLDWIDE PROGRAM, FOCUSING ON THE CREATION OF A COMPANY DEVELOPMENT FUND, WITH A SOCIAL AIM, CALLED DANONE COMMUNITIES; AND THE SUBSCRIPTION BY THE COMPANY OF UNIT TRUST DANONE COMMUNITIES SHARES   | Management | Fo |

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E.10 AUTHORIZE THE BOARD OF DIRECTORS TO INCREASE THE CAPITAL ON ONE OR MORE OCCASIONS, IN FRANCE OR ABROAD, BY ISSUANCE, WITH THE SHAREHOLDERS PREFERRED SUBSCRIPTION RIGHTS MAINTAINED, OF SHARES IN THE COMPANY AND SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL, THE CEILING OF THE NOMINAL AMOUNT OF CAPITAL INCREASE TO BE CARRIED OUT UNDER THIS DELEGATION OF AUTHORITY IS EUR 45,000,000.00; THE NOMINAL AMOUNT OF ORDINARY SHARES TO BE ISSUED BY VIRTUE OF THE RESOLUTIONS E.11, E.12, E.13 AND E.14 SHALL COUNT AGAINST THIS AMOUNT, THE MAXIMUM NOMINAL AMOUNT OF DEBT SECURITIES TO BE ISSUED SHALL NOT EXCEED EUR 2,000,000,000.00; THIS CEILING IS COMMON TO THE ISSUANCE OF DEBT SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL CARRIED OUT BY VIRTUE OF THE RESOLUTIONS E.11, E.12, E.13 AND E.14, BUT DISTINCT FROM THE CEILING OF EUR 4,000,000,000.00 CORRESPONDING TO THE ISSUANCE OF DEBT SECURITIES DECIDED BY VIRTUE OF THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 11, IT SUPERSEDES THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 14.; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES.

Management

Fo

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E.11 AUTHORIZE THE BOARD OF DIRECTORS TO INCREASE THE CAPITAL, ON ONE OR MORE OCCASIONS, IN FRANCE OR ABROAD AND BY WAY OF A PUBLIC OFFERING, BY ISSUANCE, WITH CANCELLATION OF THE SHAREHOLDERS PREFERRED SUBSCRIPTION RIGHTS BUT WITH THE OBLIGATION TO GRANT A PRIORITY RIGHT, OF SHARES IN THE COMPANY AND SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL THE CEILING OF THE NOMINAL AMOUNT OF CAPITAL INCREASES TO BE CARRIED OUT UNDER THIS DELEGATION OF AUTHORITY IS EUR 33,000,000.00, THIS CEILING IS COMMON TO THE CAPITAL INCREASES TO BE CARRIED OUT BY VIRTUE OF THE RESOLUTIONS E.12, E.13 AND E.14 AND SHALL COUNT AGAINST THE OVERALL CEILING OF THE RESOLUTION E.10; THE MAXIMUM NOMINAL AMOUNT OF DEBT SECURITIES TO BE ISSUED SHALL NOT EXCEED EUR 2,000,000,000.00; THIS CEILING IS COMMON TO THE ISSUANCE OF DEBT SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL CARRIED OUT BY VIRTUE OF THE RESOLUTIONS 10, 12, 13 AND 14, BUT DISTINCT FROM THE CEILING OF EUR 4,000,000,000.00 CORRESPONDING TO THE ISSUANCE OF DEBT SECURITIES DECIDED BY VIRTUE OF THE; AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 11, IT SUPERSEDES THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR

Management

Fo

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2005 IN ITS RESOLUTION 15; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES

E.12 AUTHORIZE THE BOARD OF DIRECTORS TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN THE EVENT OF A CAPITAL INCREASE, WITH OR WITHOUT PREFERENTIAL SUBSCRIPTION OF SHAREHOLDERS IN ACCORDANCE WITH THE RESOLUTIONS E.10 AND E.11, ON THE TERMS AND CONDITIONS FIXED BY ARTICLE L.225-135-1 SUBJECT THAT THE CEILINGS SET FORTH IN SUCH RESOLUTIONS ARE RESPECTED, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 16; AUTHORITY EXPIRES AFTER THE END OF 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES Management Fo

E.13 AUTHORIZE THE BOARD OF DIRECTORS TO ISSUE ORDINARY SHARES OF THE COMPANY OR SECURITIES GIVING ACCESS BY ALL MEANS TO EXISTING OR FUTURE ORDINARY SHARES OF THE COMPANY, IN CONSIDERATION FOR SECURITIES TENDERED IN A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY IN FRANCE OR ABROAD CONCERNING THE SHARES OF ANOTHER COMPANY, THE ISSUES CARRIED OUT BY VIRTUE OF THE PRESENT RESOLUTION MUST RESPECT THE CEILINGS SET FORTH IN THE RESOLUTION E.11, IT SUPERSEDES THE DELEGATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 17; AUTHORITY EXPIRES AFTER THE END OF 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES Management Fo

E.14 AUTHORIZE THE BOARD OF DIRECTORS, TO INCREASE THE SHARE UP TO 10% OF THE SHARE CAPITAL, BY WAY OF ISSUING ORDINARY SHARES OF THE COMPANY OR SECURITIES GIVING ACCESS TO THE COMPANY CAPITAL, IN CONSIDERATION FOR THE CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY AND COMPRISED OF CAPITAL SECURITIES OR SECURITIES GIVING ACCESS TO SHARE CAPITAL THE ISSUES CARRIED OUT BY VIRTUE OF THE PRESENT DELEGATION SHALL ALSO RESPECT THE CEILINGS SET FORTH IN THE RESOLUTION E.11 OF THE PRESENT SHAREHOLDERS MEETING, IT SUPERSEDES THE DELEGATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 18; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES Management Fo

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E.15 AUTHORITY THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL, IN ONE OR MORE OCCASIONS, Management Fo

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|      |   |            |    |
|------|---|------------|----|
|      | <p>UP TO A MAXIMUM NOMINAL AMOUNT OF EUR 33,000,000.00, BY WAY OF CAPITALIZING RESERVES, PROFITS OR PREMIUMS OR OTHER MEANS, PROVIDED THAT SUCH CAPITALIZATION IS ALLOWED BY LAW AND UNDER THE BY-LAWS, BY ISSUING BONUS SHARES OR RAISING THE PAR VALUE OF EXISTING SHARES, OR BY A COMBINATION OF THESE METHODS, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 20; AUTHORITY EXPIRES AFTER THE END OF A 26-MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>   |            |    |
| E.16 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL, ON ONE OR MORE OCCASIONS, IN FAVOR OF EMPLOYEES OF THE COMPANY AND ITS RELATED COMPANIES WHO ARE THE MEMBERS OF A COMPANY SAVINGS PLAN, AND FOR A NOMINAL AMOUNT THAT SHALL NOT EXCEED EUR 3,000,000.00, THIS AUTHORIZATION SUPERSEDES THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 12; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>  | Management | Fo |
| E.17 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO GRANT, IN ONE OR MORE TRANSACTIONS, TO THE EMPLOYEES AND CORPORATE OFFICERS OF THE COMPANY AND RELATED COMPANIES, OPTIONS GIVING THE RIGHT TO PURCHASE EXISTING SHARES OF THE COMPANY, IT BEING PROVIDED THAT THE OPTIONS SHALL NOT GIVE RIGHTS TO A TOTAL NUMBER OF SHARES, WHICH SHALL EXCEED 3,000,000 COMPANY S SHARES, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 22; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p> | Management | Fo |
| E.18 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO GRANT, FOR FREE, ON ONE OR MORE OCCASIONS, EXISTING OR FUTURE SHARES, IN FAVOR OF THE EMPLOYEES OR THE CORPORATE OFFICERS OF THE COMPANY AND RELATED COMPANIES, THEY MAY NOT REPRESENT MORE THAN 1,000,000 SHARES, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 23; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>  | Management | Fo |
| E.19 | <p>AUTHORIZE THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL, ON ONE OR MORE OCCASIONS, BY CANCELING ALL OR PART OF THE SHARES HELD BY THE COMPANY IN CONNECTION WITH A STOCK REPURCHASE PLAN, UP TO A MAXIMUM OF 10% OF THE SHARE CAPITAL OVER A 24 MONTH PERIOD, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 24; AUTHORITY EXPIRES AFTER THE END OF A 24 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>  | Management | Fo |
| E.20 | <p>APPROVE TO REDUCE THE NOMINAL VALUE OF THE, SHARES FROM EUR 0.50 TO EUR 0.25, CONSEQUENTLY, THE MAXIMUM PURCHASE PRICE FIXED BY THE RESOLUTION 0.8 WILL AMOUNT TO EUR 80.00, THE MAXIMUM AMOUNT OF SHARES TO BE PURCHASED IN RESOLUTION E.17 WILL BE 6,000,000 SHARES, THE MAXIMUM AMOUNT OF SHARES TO BE GRANTED FOR FREE IN RESOLUTION E.18 TO THE EMPLOYEES AND THE CORPORATE OFFICERS WILL BE 2,000,000</p>  | Management | Fo |

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SHARES; AND AUTHORIZE THE BOARD OF DIRECTORS  
TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH  
ALL NECESSARY FORMALITIES

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|      |  |            |    |
|------|--|------------|----|
| E.21 | GRANT FULL POWERS TO THE BEARER OF AN ORIGINAL,<br>A COPY OR EXTRACT OF THE MINUTES OF THIS MEETING<br>TO CARRY OUT ALL FILINGS, PUBLICATIONS AND OTHER<br>FORMALITIES PRESCRIBED BY LAW | Management | Fo |
|------|--|------------|----|

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GROUPE DANONE, PARIS

ISSUER: F12033134

ISIN: FR0000120644

SEDOL: B0ZGJH2, B01HK10, B033328, 0799085, 5983560, 5984068, B01HKG5, B018SX1, B043GP1, 5981810,  
-----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| *                  | FRENCH RESIDENT SHAREOWNERS MUST COMPLETE, SIGN<br>AND FORWARD THE PROXY CARD DIRECTLY TO THE SUB<br>CUSTODIAN. PLEASE CONTACT YOUR CLIENT SERVICE<br>REPRESENTATIVE TO OBTAIN THE NECESSARY CARD,<br>ACCOUNT DETAILS AND DIRECTIONS. THE FOLLOWING<br>APPLIES TO NON-RESIDENT SHAREOWNERS: PROXY<br>CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED<br>TO THE GLOBAL CUSTODIANS THAT HAVE BECOME REGISTERED<br>INTERMEDIARIES, ON THE VOTE DEADLINE DATE. IN<br>CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL<br>CUSTODIAN WILL SIGN THE PROXY CARD AND FORWARD<br>TO THE LOCAL CUSTODIAN. IF YOU ARE UNSURE WHETHER<br>YOUR GLOBAL CUSTODIAN ACTS AS REGISTERED INTERMEDIARY,<br>PLEASE CONTACT YOUR REPRESENTATIVE | Non-Voting       |          |
| *                  | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING<br>ID 366774 DUE TO RECEIPT OF ADDITIONAL RESOLUTION.<br>ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL<br>BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT<br>ON THIS MEETING NOTICE. THANK YOU.  | Non-Voting       |          |
| O.1                | RECEIVE THE REPORTS OF THE BOARD OF DIRECTORS<br>AND THE AUDITORS AND APPROVE THE COMPANY S FINANCIAL<br>STATEMENTS FOR THE YE 31 DEC 2006, AS PRESENTED   | Management       | Fo       |
| O.2                | RECEIVE THE REPORTS OF THE BOARD OF DIRECTORS<br>AND THE AUDITORS AND APPROVE THE CONSOLIDATED<br>FINANCIAL STATEMENTS FOR THE SAID FY, IN THE<br>FORM PRESENTED TO THE MEETING  | Management       | Fo       |
| O.3                | APPROVE THAT THE EARNINGS FOR THE FY OF EUR 873,582,156.27,<br>PLUS THE RETAINED EARNINGS OF EUR 1,751,850,933.96,   | Management       | Fo       |

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I.E. DISTRIBUTABLE INCOME OF EUR 2,625,433,090.23  
BE APPROPRIATED AS FOLLOWS: DIVIDENDS: EUR 521,729,492.00;  
RETAINED EARNINGS: EUR 2,103,703,598.23; THE  
SHAREHOLDERS WILL RECEIVE A NET DIVIDEND OF EUR  
2.00 PER SHARE, AND WILL ENTITLE TO THE 40% DEDUCTION  
PROVIDED BY THE FRENCH TAX CODE; THIS DIVIDEND  
WILL BE PAID ON 10 MAY 2007; IN THE EVENT THAT  
THE COMPANY HOLDS SOME OF ITS OWN SHARES ON SUCH  
DATE, THE AMOUNT OF THE UNPAID DIVIDEND ON SUCH  
SHARES SHALL BE ALLOCATED TO THE RETAINED EARNINGS  
ACCOUNT

- |     |  |            |    |
|-----|--|------------|----|
| O.4 | RECEIVE THE SPECIAL REPORT OF THE AUDITORS ON AGREEMENTS GOVERNED BY ARTICLES L.225-38 ET SEQ. OF THE FRENCH COMMERCIAL CODE AND APPROVE THE SAID REPORT, THE AGREEMENTS REFERRED TO THEREIN AND THE ONES AUTHORIZED EARLIER AND WHICH REMAINED IN FORCE DURING THE FY | Management | Fo |
|-----|--|------------|----|

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- |     |  |            |    |
|-----|--|------------|----|
| O.5 | APPROVE TO RENEW THE APPOINTMENT OF MR. FRANCK RIBOUD AS A DIRECTOR FOR A 3 YEAR PERIOD  | Management | Fo |
| O.6 | APPROVE TO RENEW THE APPOINTMENT OF MR. EMMANUEL FABER AS A DIRECTOR FOR A 3 YEAR PERIOD   | Management | Fo |
| O.7 | RATIFY THE CO-OPTATION OF MR. NAOMASA TSURITANI AS A DIRECTOR, UNTIL THE SHAREHOLDERS MEETING CALLED TO APPROVE THE FINANCIAL STATEMENTS FOR THE FY 2007   | Management | Fo |
| O.8 | AUTHORIZE THE BOARD OF DIRECTORS: TO PURCHASE, KEEP OR TRANSFER THE COMPANY SSHARES IN CONNECTION WITH A SHARE BUYBACK PROGRAM, SUBJECT TO THE CONDITIONS DESCRIBED BELOW: MAXIMUM PURCHASE PRICE: EUR 160.00; MAXIMUM NUMBER OF SHARES TO BE ACQUIRED: 10% OF THE TOTAL NUMBER OF SHARES COMPRISING THE SHARE CAPITAL, I.E. 26,086,474 SHARES, MAXIMUM FUNDS INVESTED IN THE SHARE BUYBACKS: EUR 4,173,835,840.00; THE NUMBER OF SHARES ACQUIRED BY THE COMPANY WITH A VIEW TO THEIR RETENTION OR THEIR SUBSEQUENT DELIVERY IN PAYMENT OR EXCHANGE AS PART OF AN EXTERNAL GROWTH OPERATION CANNOT EXCEED 5% OF ITS CAPITAL, IT SUPERSEDES THE ONE GRANTED BY THE COMBINED SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 10; AUTHORITY EXPIRES AFTER THE END OF 18 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES | Management | Fo |
| O.9 | ACKNOWLEDGE THAT, IN ORDER TO CARRY ON ITS COMMITMENT, WHICH IS FOOD FOR HEALTH FOR THE MOST OF THE PEOPLE AND AS PART OF THE UPDATING OF ITS DUAL COMMITMENT TO BUSINESS PERFORMANCE AND SOCIAL PROGRESS, THE COMPANY WISHES TO LAUNCH A WORLDWIDE PROGRAM, FOCUSING ON THE CREATION OF A COMPANY DEVELOPMENT FUND, WITH A SOCIAL AIM, CALLED DANONE  | Management | Fo |

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COMMUNITIES; AND THE SUBSCRIPTION BY THE COMPANY OF UNIT TRUST DANONE COMMUNITIES SHARES

E.10                    AUTHORIZE THE BOARD OF DIRECTORS: TO INCREASE                    Management                    Fo

THE CAPITAL ON ONE OR MORE OCCASIONS, IN FRANCE OR ABROAD, BY ISSUANCE, WITH THE SHAREHOLDERS PREFERRED SUBSCRIPTION RIGHTS MAINTAINED, OF SHARES IN THE COMPANY AND SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL, THE CEILING OF THE NOMINAL AMOUNT OF CAPITAL INCREASE TO BE CARRIED OUT UNDER THIS DELEGATION OF AUTHORITY IS EUR 45,000,000.00; THE NOMINAL AMOUNT OF ORDINARY SHARES TO BE ISSUED BY VIRTUE OF THE RESOLUTIONS E.11, E.12, E.13 AND E.14 SHALL COUNT AGAINST THIS AMOUNT, THE MAXIMUM NOMINAL AMOUNT OF DEBT SECURITIES TO BE ISSUED SHALL NOT EXCEED EUR 2,000,000,000.00; THIS CEILING IS COMMON TO THE ISSUANCE OF DEBT SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL CARRIED OUT BY VIRTUE OF THE RESOLUTIONS E.11, E.12, E.13 AND E.14, BUT DISTINCT FROM THE CEILING OF EUR 4,000,000,000.00 CORRESPONDING TO THE ISSUANCE OF DEBT SECURITIES DECIDED BY VIRTUE OF THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 11, IT SUPERSEDES THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 14; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES

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E.11                    AUTHORIZE THE BOARD OF DIRECTORS: TO INCREASE                    Management                    Fo

THE CAPITAL, ON ONE OR MORE OCCASIONS, IN FRANCE OR ABROAD AND BY WAY OF A PUBLIC OFFERING, BY ISSUANCE, WITH CANCELLATION OF THE SHAREHOLDERS PREFERRED SUBSCRIPTION RIGHTS BUT WITH THE OBLIGATION TO GRANT A PRIORITY RIGHT, OF SHARES IN THE COMPANY AND SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL THE CEILING OF THE NOMINAL AMOUNT OF CAPITAL INCREASES TO BE CARRIED OUT UNDER THIS DELEGATION OF AUTHORITY IS EUR 33,000,000.00, THIS CEILING IS COMMON TO THE CAPITAL INCREASES TO BE CARRIED OUT BY VIRTUE OF THE RESOLUTIONS E.12, E.13 AND E.14 AND SHALL COUNT AGAINST THE OVERALL CEILING OF THE RESOLUTION E.10; THE MAXIMUM NOMINAL AMOUNT OF DEBT SECURITIES TO BE ISSUED SHALL NOT EXCEED EUR 2,000,000,000.00; THIS CEILING IS COMMON TO THE ISSUANCE OF DEBT SECURITIES GIVING ACCESS TO THE COMPANY S CAPITAL CARRIED OUT BY VIRTUE OF THE RESOLUTIONS 10, 12, 13 AND 14, BUT DISTINCT FROM THE CEILING OF EUR 4,000,000,000.00 CORRESPONDING TO THE ISSUANCE OF DEBT SECURITIES DECIDED BY VIRTUE OF THE; AUTHORIZATION GRANTED



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BY THE SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 11, IT SUPERSEDES THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 15; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES

- |      |  |            |    |
|------|--|------------|----|
| E.12 | AUTHORIZE THE BOARD OF DIRECTORS: TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED IN THE EVENT OF A CAPITAL INCREASE, WITH OR WITHOUT PREFERENTIAL SUBSCRIPTION OF SHAREHOLDERS IN ACCORDANCE WITH THE RESOLUTIONS E.10 AND E.11, ON THE TERMS AND CONDITIONS FIXED BY ARTICLE L.225-135-1 SUBJECT THAT THE CEILINGS SET FORTH IN SUCH RESOLUTIONS ARE RESPECTED, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 16; AUTHORITY EXPIRES AFTER THE END OF 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES   | Management | Fo |
| E.13 | AUTHORIZE THE BOARD OF DIRECTORS: TO ISSUE ORDINARY SHARES OF THE COMPANY OR SECURITIES GIVING ACCESS BY ALL MEANS TO EXISTING OR FUTURE ORDINARY SHARES OF THE COMPANY, IN CONSIDERATION FOR SECURITIES TENDERED IN A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY IN FRANCE OR ABROAD CONCERNING THE SHARES OF ANOTHER COMPANY, THE ISSUES CARRIED OUT BY VIRTUE OF THE PRESENT RESOLUTION MUST RESPECT THE CEILINGS SET FORTH IN THE RESOLUTION E.11, IT SUPERSEDES THE DELEGATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 17; AUTHORITY EXPIRES AFTER THE END OF 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES   | Management | Fo |
| E.14 | AUTHORIZE THE BOARD OF DIRECTORS: TO INCREASE THE SHARE UP TO 10% OF THE SHARE CAPITAL, BY WAY OF ISSUING ORDINARY SHARES OF THE COMPANY OR SECURITIES GIVING ACCESS TO THE COMPANY CAPITAL, IN CONSIDERATION FOR THE CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY AND COMPRISED OF CAPITAL SECURITIES OR SECURITIES GIVING ACCESS TO SHARE CAPITAL THE ISSUES CARRIED OUT BY VIRTUE OF THE PRESENT DELEGATION SHALL ALSO RESPECT THE CEILINGS SET FORTH IN THE RESOLUTION E.11 OF THE PRESENT SHAREHOLDERS MEETING, IT SUPERSEDES THE DELEGATION GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 18; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES | Management | Fo |

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- |      |  |            |    |
|------|--|------------|----|
| E.15 | <p>AUTHORITY THE BOARD OF DIRECTORS: TO INCREASE THE SHARE CAPITAL, IN ONE OR MORE OCCASIONS, UP TO A MAXIMUM NOMINAL AMOUNT OF EUR 33,000,000.00, BY WAY OF CAPITALIZING RESERVES, PROFITS OR PREMIUMS OR OTHER MEANS, PROVIDED THAT SUCH CAPITALIZATION IS ALLOWED BY LAW AND UNDER THE BY-LAWS, BY ISSUING BONUS SHARES OR RAISING THE PAR VALUE OF EXISTING SHARES, OR BY A COMBINATION OF THESE METHODS, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 20; AUTHORITY EXPIRES AFTER THE END OF A 26-MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p> | Management | Fo |
| E.16 | <p>AUTHORIZE THE BOARD OF DIRECTORS: TO INCREASE THE SHARE CAPITAL, ON ONE OR MORE OCCASIONS, IN FAVOR OF EMPLOYEES OF THE COMPANY AND ITS RELATED COMPANIES WHO ARE THE MEMBERS OF A COMPANY SAVINGS PLAN, AND FOR A NOMINAL AMOUNT THAT SHALL NOT EXCEED EUR 3,000,000.00, THIS AUTHORIZATION SUPERSEDES THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS MEETING OF 27 APR 2006 IN ITS RESOLUTION 12; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>  | Management | Fo |
| E.17 | <p>AUTHORIZE THE BOARD OF DIRECTORS: TO GRANT, IN ONE OR MORE TRANSACTIONS, TO THE EMPLOYEES AND CORPORATE OFFICERS OF THE COMPANY AND RELATED COMPANIES, OPTIONS GIVING THE RIGHT TO PURCHASE EXISTING SHARES OF THE COMPANY, IT BEING PROVIDED THAT THE OPTIONS SHALL NOT GIVE RIGHTS TO A TOTAL NUMBER OF SHARES, WHICH SHALL EXCEED 3,000,000 COMPANY S SHARES, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 22; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>   | Management | Fo |
| E.18 | <p>AUTHORIZE THE BOARD OF DIRECTORS: TO GRANT, FOR FREE, ON ONE OR MORE OCCASIONS, EXISTING OR FUTURE SHARES, IN FAVOR OF THE EMPLOYEES OR THE CORPORATE OFFICERS OF THE COMPANY AND RELATED COMPANIES, THEY MAY NOT REPRESENT MORE THAN 1,000,000 SHARES, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 23; AUTHORITY EXPIRES AFTER THE END OF A 26 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>  | Management | Fo |
| E.19 | <p>AUTHORIZE THE BOARD OF DIRECTORS: TO REDUCE THE SHARE CAPITAL, ON ONE OR MORE OCCASIONS, BY CANCELING ALL OR PART OF THE SHARES HELD BY THE COMPANY IN CONNECTION WITH A STOCK REPURCHASE PLAN, UP TO A MAXIMUM OF 10% OF THE SHARE CAPITAL OVER A 24 MONTH PERIOD, IT SUPERSEDES THE ONE GRANTED BY THE SHAREHOLDERS MEETING OF 22 APR 2005 IN ITS RESOLUTION 24; AUTHORITY EXPIRES AFTER THE END OF A 24 MONTH PERIOD; AND TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES</p>  | Management | Fo |

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- |      |  |             |      |
|------|--|-------------|------|
| E.20 | APPROVE TO REDUCE THE NOMINAL VALUE OF THE, SHARES FROM EUR 0.50 TO EUR 0.25, CONSEQUENTLY, THE MAXIMUM PURCHASE PRICE FIXED BY THE RESOLUTION 0.8 WILL AMOUNT TO EUR 80.00, THE MAXIMUM AMOUNT OF SHARES TO BE PURCHASED IN RESOLUTION E.17 WILL BE 6,000,000 SHARES, THE MAXIMUM AMOUNT OF SHARES TO BE GRANTED FOR FREE IN RESOLUTION E.18 TO THE EMPLOYEES AND THE CORPORATE OFFICERS WILL BE 2,000,000 SHARES; AND AUTHORIZE THE BOARD OF DIRECTORS TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES | Management  | Fo   |
| E.21 | GRANT FULL POWERS TO THE BEARER OF AN ORIGINAL, A COPY OR EXTRACT OF THE MINUTES OF THIS MEETING TO CARRY OUT ALL FILINGS, PUBLICATIONS AND OTHER FORMALITIES PRESCRIBED BY LAW  | Management  | Fo   |
| A.   | PLEASE NOTE THAT THIS IS A SHAREHOLDER PROPOSAL:<br><br>AMEND THE ARTICLE 26.II OF THE BYLAWS IN ORDER<br><br>TO CANCEL THE PROVISIONS LIMITING THE VOTING RIGHTS OF THE SHAREHOLDERS IN A SHAREHOLDER MEETING TO 6% OF THE SIMPLE VOTING RIGHTS AND TO 12% OF THE DOUBLE VOTING RIGHTS HELD BY A SHAREHOLDER  | Shareholder | Abst |

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 HARRAH'S ENTERTAINMENT, INC.

HET

ISSUER: 413619107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type                                     | Vo<br>Ca             |
|--------------------|---|--|----------------------|
| 01                 | DIRECTOR<br><br>STEPHEN F. BOLLENBACH<br>RALPH HORN<br>GARY W. LOVEMAN<br>BOAKE A. SELLS  | Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo |
| 02                 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2007 CALENDAR YEAR. | Management   | Fo                   |

-----  
 HERBALIFE, LTD.

HLF

ISSUER: G4412G101

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 1A              | ELECTION OF DIRECTOR: LEROY T. BARNES.  | Management    | Fo |
| 1B              | ELECTION OF DIRECTOR: RICHARD P. BERMINGHAM.  | Management    | Fo |
| 1C              | ELECTION OF DIRECTOR: PETER MASLEN.   | Management    | Fo |
| 02              | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2007. | Management    | Fo |
| 03              | APPROVE THE COMPANY S EMPLOYEE STOCK PURCHASE PLAN.   | Management    | Fo |

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KIMBERLY-CLARK CORPORATION

KMB

ISSUER: 494368103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 1A              | ELECTION OF DIRECTOR: JAMES M. JENNESS   | Management    | Fo   |
| 1B              | ELECTION OF DIRECTOR: LINDA JOHNSON RICE   | Management    | Fo   |
| 1C              | ELECTION OF DIRECTOR: MARC J. SHAPIRO  | Management    | Fo   |
| 02              | APPROVAL OF AUDITORS   | Management    | Fo   |
| 03              | APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE THE CLASSIFIED BOARD OF DIRECTORS AND TO MAKE CERTAIN TECHNICAL CHANGES | Management    | Fo   |
| 04              | STOCKHOLDER PROPOSAL REGARDING SUPERMAJORITY VOTING  | Shareholder   | Agai |
| 05              | STOCKHOLDER PROPOSAL REGARDING ADOPTION OF GLOBAL HUMAN RIGHTS STANDARDS BASED ON INTERNATIONAL LABOR CONVENTIONS                                  | Shareholder   | Agai |
| 06              | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON THE FEASIBILITY OF PHASING OUT USE OF NON-FSC CERTIFIED FIBER  | Shareholder   | Agai |

NICOR INC.

GAS

ISSUER: 654086107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo |
|-----------------|----------|---------------|----|
|-----------------|----------|---------------|----|

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|    |   |   |  |  |
|----|---|---|--|--|
| 01 | DIRECTOR  | R.M. BEAVERS, JR.<br>B.P. BICKNER<br>J.H. BIRDSALL, III<br>N.R. BOBINS<br>T.A. DONAHOE<br>B.J. GAINES<br>R.A. JEAN<br>D.J. KELLER<br>R.E. MARTIN<br>G.R. NELSON<br>J. RAU<br>J.F. RIORDAN<br>R.M. STROBEL | Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo<br>Fo |
| 02 | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007. |   | Management   | Fo   |
| 03 | SHAREHOLDER PROPOSAL FOR A SIMPLE MAJORITY VOTE<br>OF SHAREHOLDERS.   |   | Shareholder  | Agai   |

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NOBLE CORPORATION NE

ISSUER: G65422100 ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   |  | Proposal<br>Type                                     | Vo<br>Ca             |
|--------------------|--|--|--|----------------------|
| 01                 | DIRECTOR   | MICHAEL A. CAWLEY<br>LUKE R. CORBETT<br>JACK E. LITTLE | Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo |
| 02                 | APPROVAL OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS INDEPENDENT AUDITORS FOR 2007. |  | Management   | Fo                   |

OLIN CORPORATION OLN

ISSUER: 680665205 ISIN:

SEDOL:

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal   | Proposal Type                          | Vo             |
|-----------------|--|--|----------------|
| 01              | DIRECTOR<br><br>C. ROBERT BUNCH<br>RANDALL W. LARRIMORE<br>ANTHONY W. RUGGIERO | Management<br>Management<br>Management | Fo<br>Fo<br>Fo |
| 02              | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM   | Management                             | Fo             |

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 PARMALAT S P A

ISSUER: T7S73M107

ISIN: IT0003826473

SEDOL: B0SSTS6, B0LTJS6, B09RG69  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| *               | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 27 APR 2007 FOR EXTRAORDINARY PART ONLY (AND AT 11.00 AM ON 28 APR 2007 A SECOND CALL FOR ORDINARY PART AND A THIRD CALL FOR EXTRAORDINARY PART). CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU. | Non-Voting    |    |
| O.1             | APPROVAL OF THE BALANCE SHEET, FINANCIAL STATEMENT, NOTES TO THE FINANCIAL STATEMENTS AS OF 31 DEC 2006, AND REPORT ON OPERATIONS, WITH THE RELEVANT PROPOSAL OF DISTRIBUTION OF PROFITS. EXAM OF THE REPORT OF THE BOARD OF STATUTORY AUDITORS.<br><br>CONSEQUENT RESOLUTIONS   | Management    | Fo |
| O.2             | EXTENSION OF THE APPOINTMENT TERM IN COMPLIANCE WITH ARTICLE. 159 OF LAW DECREE NO. 58 OF 24 FEB 1998 AS MODIFIED BY ARTICLE. 3 OF LAW DECREE NO. 303 OF 29 DEC 2006. CONSEQUENT RESOLUTIONS   | Management    | Fo |
| E.3             | PROPOSAL TO INCREASE THE SHARE CAPITAL BY A MAXIMUM OF EURO 15 MILLION RESERVED FOR THE EXERCISE OF WARRANTS, AS PER ARTICLE 5 OF THE BY-LAWS. CONSEQUENT RESOLUTIONS  | Management    | Fo |

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|     |   |            |    |
|-----|---|------------|----|
| E.4 | PROFESSIONALITY REQUIREMENTS FOR THE DIRIGENTE PREPOSTO ALLA REDAZIONE DEI DOCUMENTI CONTABILI SOCIETARI AND SUBSEQUENT INTEGRATIONS AS PER | Management | Fo |
|-----|---|------------|----|

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ARTICLE 20 BIS OF PARMALAT BY-LAWS. CONSEQUENT RESOLUTIONS

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 PARMALAT S P A

ISSUER: 70175R102

ISIN: US70175R1023

SEDOL: B0GWD77  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| *               | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 27 APR 2007 (AND A THIRD CALL ON 28 APR 2007). CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.              | Non-Voting    |       |
| *               | PLEASE NOTE THAT THIS IS A MIX MEETING. THANK YOU.   | Non-Voting    |       |
| O.1             | APPROVE THE BALANCE SHEET, FINANCIAL STATEMENTS, NOTES TO THE FINANCIAL STATEMENTS AS OF 31 DEC 2006, AND REPORTS ON OPERATIONS, WITH THE RELEVANT PROPOSAL OF DISTRIBUTION OF PROFITS; EXAMS OF THE REPORT OF THE BOARD OF STATUTORY AUDITORS; CONSEQUENT RESOLUTIONS | Management    | Fo    |
| O.2             | APPROVE THE EXTENSION OF THE APPOINTMENT TERM IN COMPLIANCE WITH ARTICLE 159 OF LAW DECREE N. 58 OF 24 FEB 1998 AS MODIFIED BY ARTICLE 3 OF LAW DECREE N. 303 OF 29 DEC 2006; CONSEQUENT RESOLUTIONS   | Management    | Fo    |
| E.3             | APPROVE TO INCREASE THE SHARE CAPITAL BY A MAXIMUM OF EUR 15 MILLION RESERVED FOR THE EXERCISE OF WARRANTS, AS PER ARTICLE 5 OF THE BY-LAWS; CONSEQUENT RESOLUTIONS  | Management    | Fo    |
| E.4             | APPROVE THE PROFESSIONALITY REQUIREMENTS FOR THE DIRIGENTE PREPOSTO ALLA REDAZIONE DEI DOCUMENTI CONTABILI SOCIETARI AND SUBSEQUENT INTEGRATIONS AS PER ARTICLE 20 BIS OF PARMALAT BY-LAWS; CONSEQUENT RESOLUTIONS   | Management    | Fo    |

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 PEPSIAMERICAS, INC.

PAS

ISSUER: 71343P200

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
|-----------------|----------|---------------|-------|

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|    |   |            |    |
|----|---|------------|----|
| 1J | ELECTION OF DIRECTOR: DEBORAH E. POWELL.                                  | Management | Fo |
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS. | Management | Fo |

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|    |  |            |    |
|----|--|------------|----|
| 1A | ELECTION OF DIRECTOR: HERBERT M. BAUM.     | Management | Fo |
| 1B | ELECTION OF DIRECTOR: RICHARD G. CLINE.    | Management | Fo |
| 1C | ELECTION OF DIRECTOR: MICHAEL J. CORLISS.  | Management | Fo |
| 1D | ELECTION OF DIRECTOR: PIERRE S. DU PONT.   | Management | Fo |
| 1E | ELECTION OF DIRECTOR: ARCHIE R. DYKES.     | Management | Fo |
| 1F | ELECTION OF DIRECTOR: JAROBIN GILBERT, JR. | Management | Fo |
| 1G | ELECTION OF DIRECTOR: JAMES R. KACKLEY.    | Management | Fo |
| 1H | ELECTION OF DIRECTOR: MATTHEW M. MCKENNA.  | Management | Fo |
| 1I | ELECTION OF DIRECTOR: ROBERT C. POHLAD.    | Management | Fo |

PFIZER INC.

PFE

ISSUER: 717081103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | DENNIS A. AUSIELLO   | Management    | Fo   |
|                 | MICHAEL S. BROWN   | Management    | Fo   |
|                 | M. ANTHONY BURNS   | Management    | Fo   |
|                 | ROBERT N. BURT   | Management    | Fo   |
|                 | W. DON CORNWELL  | Management    | Fo   |
|                 | WILLIAM H. GRAY, III   | Management    | Fo   |
|                 | CONSTANCE J. HORNER  | Management    | Fo   |
|                 | WILLIAM R. HOWELL  | Management    | Fo   |
|                 | JEFFREY B. KINDLER   | Management    | Fo   |
|                 | GEORGE A. LORCH  | Management    | Fo   |
|                 | DANA G. MEAD   | Management    | Fo   |
|                 | WILLIAM C. STEERE, JR.   | Management    | Fo   |
| 02              | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                              | Management    | Fo   |
| 03              | SHAREHOLDER PROPOSAL RELATING TO CUMULATIVE VOTING.  | Shareholder   | Agai |
| 04              | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON THE RATIONALE FOR EXPORTING ANIMAL EXPERIMENTATION.                                      | Shareholder   | Agai |
| 05              | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON THE FEASIBILITY OF AMENDING PFIZER S CORPORATE POLICY ON LABORATORY ANIMAL CARE AND USE. | Shareholder   | Agai |



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06 SHAREHOLDER PROPOSAL RELATING TO QUALIFICATIONS FOR DIRECTOR NOMINEES.

Shareholder Agai

SALLY BEAUTY HOLDINGS, INC.

SBH

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 04              | PROPOSAL TO APPROVE THE SALLY BEAUTY HOLDINGS, INC. ANNUAL INCENTIVE PLAN.   | Management    | Fo    |
| 03              | PROPOSAL TO APPROVE THE SALLY BEAUTY HOLDINGS, INC. 2007 OMNIBUS INCENTIVE PLAN.   | Management    | Fo    |
| 02              | RATIFICATION OF THE SELECTION OF KPMG LLP AS THE CORPORATION S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2007. | Management    | Fo    |

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|    |                       |            |    |
|----|-----------------------|------------|----|
| 01 | DIRECTOR              | Management | Fo |
|    | JAMES G. BERGES       | Management | Fo |
|    | MARSHALL E. EISENBERG | Management | Fo |
|    | JOHN A. MILLER        | Management | Fo |
|    | RICHARD J. SCHNALL    | Management | Fo |

SEMPRA ENERGY

SRE

ISSUER: 816851109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | DIRECTOR  | Management    | Fo    |
|                 | WILFORD D. GOBOLD, JR.  | Management    | Fo    |
|                 | RICHARD G. NEWMAN   | Management    | Fo    |
|                 | NEAL E. SCHMALE   | Management    | Fo    |
| 02              | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management    | Fo    |
| 03              | ADOPT SIMPLE MAJORITY VOTE PROPOSAL                           | Shareholder   | Agai  |

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|    |  |             |      |
|----|--|-------------|------|
| 04 | DIRECTOR ELECTION MAJORITY VOTE STANDARD PROPOSAL      | Shareholder | Agai |
| 05 | SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN POLICY PROPOSAL | Shareholder | Agai |

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 SJW CORP. SJW

ISSUER: 784305104 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | M.L. CALI  | Management       | Fo       |
|                    | J.P. DINAPOLI  | Management       | Fo       |
|                    | D.R. KING  | Management       | Fo       |
|                    | G.E. MOSS  | Management       | Fo       |
|                    | W.R. ROTH  | Management       | Fo       |
|                    | C.J. TOENISKOETTER   | Management       | Fo       |
|                    | F.R. ULRICH, JR.   | Management       | Fo       |
|                    | R.A. VAN VALER   | Management       | Fo       |
| 02                 | RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE CORPORATION FOR FISCAL YEAR 2007. | Management       | Fo       |

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 THE EMPIRE DISTRICT ELECTRIC COMPANY EDE

ISSUER: 291641108 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | ROSS C. HARTLEY   | Management       | Fo       |
|                    | JULIO S. LEON   | Management       | Fo       |
|                    | ALLAN T. THOMS  | Management       | Fo       |
| 02                 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS EMPIRE S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management       | Fo       |

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WEBSTER FINANCIAL CORPORATION

WBS

ISSUER: 947890109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | JOEL S. BECKER  | Management    | Fo   |
|                 | WILLIAM T. BROMAGE  | Management    | Fo   |
|                 | JAMES C. SMITH  | Management    | Fo   |
| 02              | TO AMEND THE WEBSTER FINANCIAL CORPORATION 1992 STOCK OPTION PLAN (PROPOSAL 2).   | Management    | Agai |
| 03              | TO RATIFY THE APPOINTMENT BY THE BOARD OF DIRECTORS OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF WEBSTER FINANCIAL CORPORATION FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007 (PROPOSASL 3). | Management    | Fo   |

WYETH

WYE

ISSUER: 983024100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 1A              | ELECTION OF DIRECTOR: ROBERT ESSNER                        | Management    | Fo |
| 1B              | ELECTION OF DIRECTOR: JOHN D. FEERICK                      | Management    | Fo |
| 1C              | ELECTION OF DIRECTOR: FRANCES D. FERGUSSON, PH.D.          | Management    | Fo |
| 1D              | ELECTION OF DIRECTOR: VICTOR F. GANZI                      | Management    | Fo |
| 1E              | ELECTION OF DIRECTOR: ROBERT LANGER, SC.D.                 | Management    | Fo |
| 1F              | ELECTION OF DIRECTOR: JOHN P. MASCOTTE                     | Management    | Fo |
| 1G              | ELECTION OF DIRECTOR: RAYMOND J. MCGUIRE                   | Management    | Fo |
| 1H              | ELECTION OF DIRECTOR: MARY LAKE POLAN, M.D., PH.D., M.P.H. | Management    | Fo |
| 1I              | ELECTION OF DIRECTOR: BERNARD POUSSOT                      | Management    | Fo |
| 1J              | ELECTION OF DIRECTOR: GARY L. ROGERS                       | Management    | Fo |

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|    |   |             |      |
|----|---|-------------|------|
| 1K | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG  | Management  | Fo   |
| 1L | ELECTION OF DIRECTOR: WALTER V. SHIPLEY   | Management  | Fo   |
| 1M | ELECTION OF DIRECTOR: JOHN R. TORELL III  | Management  | Fo   |
| 02 | VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007 | Management  | Fo   |
| 03 | VOTE TO AMEND THE CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTE REQUIREMENTS             | Management  | Fo   |
| 04 | VOTE TO AMEND AND RESTATE THE 2005 STOCK INCENTIVE PLAN FOR TAX COMPLIANCE                              | Management  | Fo   |
| 05 | DISCLOSURE OF ANIMAL WELFARE POLICY   | Shareholder | Agai |
| 06 | REPORT ON LIMITING SUPPLY OF PRESCRIPTION DRUGS IN CANADA   | Shareholder | Agai |
| 07 | DISCLOSURE OF POLITICAL CONTRIBUTIONS   | Shareholder | Agai |
| 08 | RECOUPMENT OF INCENTIVE BONUSES   | Shareholder | Agai |
| 09 | INTERLOCKING DIRECTORSHIPS  | Shareholder | Agai |
| 10 | PROPOSAL WITHDRAWN. NO VOTE REQUIRED  | Management  |      |
| 11 | SEPARATING THE ROLES OF CHAIRMAN AND CEO  | Shareholder | Agai |
| 12 | STOCKHOLDER ADVISORY VOTE ON COMPENSATION   | Shareholder | Agai |

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 AT&T INC.

T

ISSUER: 00206R102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                      | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| A01             | ELECTION OF DIRECTOR: WILLIAM F. ALDINGER III | Management    | Fo    |
| A02             | ELECTION OF DIRECTOR: GILBERT F. AMELIO       | Management    | Fo    |
| A03             | ELECTION OF DIRECTOR: REUBEN V. ANDERSON      | Management    | Fo    |
| A04             | ELECTION OF DIRECTOR: JAMES H. BLANCHARD      | Management    | Fo    |
| A05             | ELECTION OF DIRECTOR: AUGUST A. BUSCH III     | Management    | Fo    |
| A06             | ELECTION OF DIRECTOR: JAMES P. KELLY          | Management    | Fo    |

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|     |   |            |    |
|-----|---|------------|----|
| A07 | ELECTION OF DIRECTOR: CHARLES F. KNIGHT | Management | Fo |
| A08 | ELECTION OF DIRECTOR: JON C. MADONNA    | Management | Fo |
| A09 | ELECTION OF DIRECTOR: LYNN M. MARTIN    | Management | Fo |
| A10 | ELECTION OF DIRECTOR: JOHN B. MCCOY     | Management | Fo |
| A11 | ELECTION OF DIRECTOR: MARY S. METZ      | Management | Fo |
| A12 | ELECTION OF DIRECTOR: TONI REMBE        | Management | Fo |
| A13 | ELECTION OF DIRECTOR: JOYCE M. ROCHE    | Management | Fo |

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|-----|---|-------------|------|
| A14 | ELECTION OF DIRECTOR: RANDALL L. STEPHENSON   | Management  | Fo   |
| A15 | ELECTION OF DIRECTOR: LAURA D ANDREA TYSON    | Management  | Fo   |
| A16 | ELECTION OF DIRECTOR: PATRICIA P. UPTON       | Management  | Fo   |
| A17 | ELECTION OF DIRECTOR: EDWARD E. WHITACRE, JR. | Management  | Fo   |
| B02 | RATIFY APPOINTMENT OF INDEPENDENT AUDITORS    | Management  | Fo   |
| B03 | APPROVE THE AT&T SEVERANCE POLICY             | Management  | Fo   |
| C04 | STOCKHOLDER PROPOSAL A                        | Shareholder | Agai |
| C05 | STOCKHOLDER PROPOSAL B                        | Shareholder | Agai |
| C06 | STOCKHOLDER PROPOSAL C                        | Shareholder | Agai |
| C07 | STOCKHOLDER PROPOSAL D                        | Shareholder | Agai |
| C08 | STOCKHOLDER PROPOSAL E                        | Shareholder | Agai |

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 DOMINION RESOURCES, INC.

D

ISSUER: 25746U109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
| 01              | DIRECTOR | Management    | Fo    |

PETER W. BROWN Management Fo  
 GEORGE A. DAVIDSON, JR. Management Fo

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|    |  |                         |             |      |
|----|--|-------------------------|-------------|------|
|    |  | THOMAS F. FARRELL, II   | Management  | Fo   |
|    |  | JOHN W. HARRIS          | Management  | Fo   |
|    |  | ROBERT S. JEPSON, JR.   | Management  | Fo   |
|    |  | MARK J. KINGTON         | Management  | Fo   |
|    |  | BENJAMIN J. LAMBERT III | Management  | Fo   |
|    |  | MARGARET A. MCKENNA     | Management  | Fo   |
|    |  | FRANK S. ROYAL          | Management  | Fo   |
|    |  | DAVID A. WOLLARD        | Management  | Fo   |
| 02 | RATIFY THE APPOINTMENT OF INDEPENDENT AUDITORS<br>FOR THE 2007 FINANCIAL STATEMENTS. |                         | Management  | Fo   |
| 03 | SHAREHOLDER PROPOSAL - ENVIRONMENTAL REPORT.   |                         | Shareholder | Agai |
| 04 | SHAREHOLDER PROPOSAL - TRANSMISSION LINE REPORT.                                     |                         | Shareholder | Agai |

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DPL INC.

DPL

ISSUER: 233293109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|------------------|----------|
| 01                 | DIRECTOR | Management       | Fo       |

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|    |   |                      |             |      |
|----|---|----------------------|-------------|------|
|    |   | ROBERT D. BIGGS      | Management  | Fo   |
|    |   | W AUGUST HILLENBRAND | Management  | Fo   |
|    |   | NED J. SIFFERLEN     | Management  | Fo   |
| 02 | APPROVAL OF THE AMENDMENT TO THE REGULATIONS<br>OF DPL INC. REGARDING MAJORITY VOTE ALTERNATIVE<br>FOR THE ELECTION OF DIRECTORS. |                      | Management  | Fo   |
| 03 | SHAREHOLDER PROPOSAL ON EXECUTIVE BONUSES.  |                      | Shareholder | Agai |
| 04 | SHAREHOLDER PROPOSAL ON MAJORITY VOTE REINCORPORATION<br>PROPOSAL.  |                      | Shareholder | Agai |
| 05 | RATIFICATION OF KPMG LLP AS INDEPENDENT AUDITORS.   |                      | Management  | Fo   |

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FERRO CORPORATION

FOE

ISSUER: 315405100

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal | Proposal | Vo |
|----------|----------|----|
|----------|----------|----|

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| Number | Proposal          | Type       | Ca |
|--------|-------------------|------------|----|
| 01     | DIRECTOR          | Management | Fo |
|        | MICHAEL H. BULKIN | Management | Fo |
|        | MICHAEL F. MEE    | Management | Fo |
|        | PERRY W. PREMDAS  | Management | Fo |

GATX CORPORATION

GMT

ISSUER: 361448103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                            | Proposal Type | Vo | Ca |
|-----------------|-------------------------------------|---------------|----|----|
| 01              | DIRECTOR                            | Management    | Fo |    |
|                 | JAMES M. DENNY                      | Management    | Fo |    |
|                 | RICHARD FAIRBANKS                   | Management    | Fo |    |
|                 | DEBORAH M. FRETZ                    | Management    | Fo |    |
|                 | MARLA C. GOTTSCHALK                 | Management    | Fo |    |
|                 | ERNST A. HABERLI                    | Management    | Fo |    |
|                 | BRIAN A. KENNEY                     | Management    | Fo |    |
|                 | MARK G. MCGRATH                     | Management    | Fo |    |
|                 | MICHAEL E. MURPHY                   | Management    | Fo |    |
|                 | CASEY J. SYLLA                      | Management    | Fo |    |
| 02              | APPROVAL OF APPOINTMENT OF AUDITORS | Management    | Fo |    |

| Proposal Number | Proposal                            | Proposal Type | Vo | Ca |
|-----------------|-------------------------------------|---------------|----|----|
| 01              | DIRECTOR                            | Management    | Fo |    |
|                 | JAMES M. DENNY                      | Management    | Fo |    |
|                 | RICHARD FAIRBANKS                   | Management    | Fo |    |
|                 | DEBORAH M. FRETZ                    | Management    | Fo |    |
|                 | MARLA C. GOTTSCHALK                 | Management    | Fo |    |
|                 | ERNST A. HABERLI                    | Management    | Fo |    |
|                 | BRIAN A. KENNEY                     | Management    | Fo |    |
|                 | MARK G. MCGRATH                     | Management    | Fo |    |
|                 | MICHAEL E. MURPHY                   | Management    | Fo |    |
|                 | CASEY J. SYLLA                      | Management    | Fo |    |
| 02              | APPROVAL OF APPOINTMENT OF AUDITORS | Management    | Fo |    |

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HYFLUX LTD

ISSUER: Y3817K105

ISIN: SG1J47889782

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SEDOL: B0D83V2, 6320058, B021XD4

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type         | Vo<br>Ca |
|--------------------|---|--------------------------|----------|
| 1.                 | RECEIVE AND ADOPT THE DIRECTORS REPORT AND THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY AND THE GROUP FOR THE YE 31 DEC 2006 TOGETHER WITH THE AUDITORS REPORT THEREON   | Management               | Fo       |
| 2.                 | DECLARE A FIRST AND FINAL DIVIDEND OF 1.35 SINGAPORE CENTS PER ORDINARY SHARE TAX EXEMPT FOR THE YE 31 DEC 2006   | Management               | Fo       |
| 3.                 | RE-ELECT MR. TEO KIANG KOK AS A DIRECTOR, WHO RETIRES PURSUANT TO ARTICLE 89 OF THE COMPANY S ARTICLES OF ASSOCIATION   | Management               | Fo       |
| 4.                 | RE-ELECT MR. CHRISTOPHER MURUGASU AS A DIRECTOR, WHO RETIRES PURSUANT TO ARTICLE 89 OF THE COMPANY S ARTICLES OF ASSOCIATION  | Management               | Fo       |
| 5.                 | APPROVE THE PAYMENT OF DIRECTORS FEES OF SGD 305,166 FOR THE YE 31 DEC 2006   | Management               | Fo       |
| 6.                 | RE-APPOINT MESSRS ERNST & YOUNG AS THE COMPANY S AUDITORS AND AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION   | Management               | Fo       |
| *                  | TRANSACT ANY OTHER BUSINESS   | Non-Voting<br>Management | Fo       |
| 7.                 | AUTHORIZE THE DIRECTORS, PURSUANT TO SECTION 161 OF THE COMPANIES ACT, CHAPTER 50 AND RULE 806 OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED, TO ALLOT AND ISSUE SHARES IN THE COMPANY BY WAY OF RIGHTS, BONUS OR OTHERWISE; AND/OR MAKE OR GRANT OFFERS, AGREEMENTS OR OPTIONS COLLECTIVELY, INSTRUMENTS, THE AGGREGATE NUMBER OF SHARES ISSUED NOT EXCEEDING 50% OF THE ISSUED SHARE CAPITAL OF THE COMPANY, OF WHICH THE AGGREGATE NUMBER OF SHARES TO BE ISSUED OTHER THAN ON A PRO-RATA BASIS TO THE EXISTING SHAREHOLDERS OF THE COMPANY DOES NOT EXCEED 20% OF THE ISSUED SHARE CAPITAL OF THE COMPANY AND THE PERCENTAGE OF ISSUED SHARE CAPITAL SHALL BE CALCULATED BASED ON THE COMPANY S ISSUED SHARE CAPITAL AT THE DATE OF PASSING OF THIS RESOLUTION AFTER ADJUSTING FOR NEW SHARES ARISING FROM THE CONVERSION OF CONVERTIBLE SECURITIES OR EMPLOYEE SHARE OPTIONS ON ISSUE AND ANY SUBSEQUENT CONSOLIDATION OR SUBDIVISION OF SHARES; AUTHORITY EXPIRES THE EARLIER OF THE CONCLUSION OF THE NEXT AGM OF THE COMPANY OR THE DATE OF THE NEXT AGM OF THE COMPANY AS REQUIRED BY LAW | Non-Voting<br>Management | Fo       |
| 8.                 | AUTHORIZE THE DIRECTORS, PURSUANT TO SECTION 161 OF THE COMPANIES ACT, CHAPTER 50 AND TO OFFER  | Management               | Fo       |



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AND GRANT OPTIONS UNDER THE HYFLUX EMPLOYEES SHARE OPTION SCHEME THE SCHEME AND TO ISSUE FROM TIME TO TIME SUCH NUMBER OF SHARES IN THE CAPITAL OF THE COMPANY AS MAY BE REQUIRED TO BE ISSUED PURSUANT TO THE EXERCISE OF OPTIONS GRANTED BY THE COMPANY AS MAY BE REQUIRED TO BE ISSUE PURSUANT TO THE EXERCISE OF OPTIONS GRANTED BY THE COMPANY UNDER THE SCHEME, WHETHER GRANTED DURING THE SUBSISTENCE OF THIS AUTHORITY OR OTHERWISE, PROVIDED ALWAYS THAT THE AGGREGATE NUMBER OF ADDITIONAL ORDINARY SHARES TO BE ALLOTTED AND ISSUED PURSUANT TO THE SCHEME SHALL NOT EXCEED 15% OF THE ISSUED SHARES IN THE CAPITAL OF THE COMPANY FORM TIME TO TIME; AUTHORITY EXPIRES THE EARLIER OF THE CONCLUSION OF THE NEXT AGM OF THE COMPANY OR THE DATE OF THE NEXT AGM OF THE COMPANY AS REQUIRED BY LAW

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 KELLOGG COMPANY

K

ISSUER: 487836108

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | DIRECTOR   | Management    | Fo    |
|                 | BENJAMIN S. CARSON, SR.  | Management    | Fo    |
|                 | GORDON GUND  | Management    | Fo    |
|                 | DOROTHY A. JOHNSON   | Management    | Fo    |
|                 | A. MCLAUGHLIN KOROLOGOS  | Management    | Fo    |
| 02              | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITOR FOR 2007 | Management    | Fo    |
| 03              | SHAREOWNER PROPOSAL TO PREPARE A SUSTAINABILITY REPORT                     | Shareholder   | Agai  |
| 04              | SHAREOWNER PROPOSAL TO ENACT A MAJORITY VOTE REQUIREMENT                   | Shareholder   | Agai  |

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 MERRILL LYNCH & CO., INC.

MER

ISSUER: 590188108

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

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| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | JOHN D. FINNEGAN  | Management    | Fo   |
|                 | JOSEPH W. PRUEHER   | Management    | Fo   |
|                 | ANN N. REESE  | Management    | Fo   |
| 02              | RATIFY APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM      | Management    | Fo   |
| 03              | INSTITUTE CUMULATIVE VOTING   | Shareholder   | Agai |
| 04              | SUBMIT NAMED EXECUTIVE OFFICERS COMPENSATION TO SHAREHOLDERS FOR ANNUAL RATIFICATION              | Shareholder   | Agai |
| 05              | ADOPT POLICY THAT SIGNIFICANT PORTION OF FUTURE EQUITY COMPENSATION BE PERFORMANCE-VESTING SHARES | Shareholder   | Agai |

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OWENS & MINOR, INC.

OMI

ISSUER: 690732102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | A. MARSHALL ACUFF, JR.   | Management    | Fo |
|                 | ANNE MARIE WHITTEMORE  | Management    | Fo |
| 02              | APPROVAL OF THE PROPOSED OWENS & MINOR, INC. 2007 TEAMMATE STOCK PURCHASE PLAN.  | Management    | Fo |
| 03              | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS.                                    | Management    | Fo |
| 04              | IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING. | Management    | Fo |

PORTUGAL TELECOM SGPS S A

ISSUER: X6769Q104

ISIN: PTPTCOAM0009

BLOCKING

SEDOL: B02P109, 5466856, 5825985, 4676203, 5760365, 5817186

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo |
|-----------------|----------|---------------|----|
|-----------------|----------|---------------|----|

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|    |  |            |             |
|----|--|------------|-------------|
| *  | PLEASE NOTE THAT FOR EVERY 500 SHARES YOU HAVE 1 VOTING RIGHT. THANK YOU.  | Non-Voting |             |
| *  | PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING TYPE. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.                        | Non-Voting |             |
| 1. | APPROVE THE YEAR 2006 ANNUAL REPORT AND THE ACCOUNTS OF THE COMPANY OF THE YEAR 2006   | Management | Take<br>Act |
| 2. | APPROVE THE CONSOLIDATED ANNUAL REPORT AND THE ACCOUNTS OF THE YEAR 2006   | Management | Take<br>Act |
| 3. | APPROVE THE PROFITS APPLICATION  | Management | Take<br>Act |
| 4. | APPROVE TO APPRECIATE THE MANAGEMENT BOARD AND SUPERVISORY BOARD PERFORMANCE   | Management | Take<br>Act |
| 5. | APPROVE TO RESOLVE ON FREE ALLOTMENT OF ALL ORDINARY SHARES REPRESENTING THE SHARE CAPITAL OF PT MULTIMEDIA HELD BY THE COMPANY, TO ITS SHAREHOLDERS WERE EACH SHAREHOLDER SHALL RECEIVE THE EQUIVALENT TO 4 PTM SHARES FOR EACH PT HELD | Management | Take<br>Act |
| 6. | APPROVE TO RESOLVE ON THE ACQUISITION AND DISPOSAL OF OWN SHARES, INCLUDING THEIR ACQUISITION IN CONNECTION WITH THE SHARE BUYBACK PROGRAMME   | Management | Take<br>Act |

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|    |   |            |             |
|----|---|------------|-------------|
| 7. | APPROVE TO RESOLVE ON A REDUCTION IN SHARE CAPITAL UP TO 65,191,463.05 EUROS FOR THE PURPOSE OF RELEASING EXCESS CAPITAL IN CONNECTION WITH A SHARE BUYBACK PROGRAMME, BY MEANS OF CANCELLATION OF UP TO 186,261,323 SHARES REPRESENTING UP TO 16.5 OF THE SHARE CAPITAL TO BE ACQUIRED AS A RESULT OF THE IMPLEMENTATION OF THIS RESOLUTION, AS WELL AS ON RELATED RESERVES AND ON THE CORRESPONDING AMENDMENT TO PARAGRAPHS 1 AND 2 OF ARTICLE 4 OF THE ARTICLES OF ASSOCIATION | Management | Take<br>Act |
| 8. | APPROVE TO RESOLVE ON A SHARES CAPITAL INCREASE TO 474,119,730 EUROS BY MEANS OF INCORPORATION OF LEGAL RESERVES IN THE AMOUNT OF 79,019,955 EUROS, THROUGH AN INCREASE IN THE PAR VALUE OF ALL SHARES REPRESENTING THE COMPANY S SHARE CAPITAL BY AN AMOUNT EQUAL TO 7 EURO CENTS, WHEREBY THE PAR VALUE OF EACH SHARE WILL BE 42 EURO CENTS,  | Management | Take<br>Act |

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WITH THE CORRESPONDING AMENDMENT TO PARAGRAPHS  
1 AND 2 OF ARTICLE 4 OF THE ARTICLES OF ASSOCIATION

|     |  |            |             |
|-----|--|------------|-------------|
| 9.  | APPROVE TO RESOLVE ON A SHARE CAPITAL REDUCTION TO 33,865,695 EUROS, TO BE CARRIED OUT BY MEANS OF A REDUCTION IN THE PAR VALUE OF ALL SHARES REPRESENTING THE SHARE CAPITAL, WHEREBY EACH SHARE WILL HAVE A PAR VALUE OF 3 EURO CENTS, BY REDUCING THE PAR VALUE OF ALL SHARES TO 3 EURO CENTS WITH THE CORRESPONDING AMENDMENT TO PARAGRAPHS 1 AND 2 OF ARTICLE 4 OF THE ARTICLES OF ASSOCIATION, THE PURPOSE OF THE CAPITAL REDUCTION WILL BE THE RELEASE OF EXCESS CAPITAL | Management | Take<br>Act |
| 10. | APPROVE, PURSUANT TO PARAGRAPHS 1 AND 2 OF ARTICLE 4 OF THE ARTICLES OF ASSOCIATION, ON THE PARAMETERS APPLICABLE IN THE EVENT OF ANY ISSUANCE OF BONDS CONVERTIBLE INTO SAHRES THAT MAY BE RESOLVED UPON BY THE BOARD OF DIRECTORS  | Management | Take<br>Act |
| 11. | APPROVE TO RESOLVE ON THE SUPPRESSION OF THE PRE-EMPTIVE RIGHT OF SHAREHOLDER IN THE SUBSCRIPTION OF ANY ISSUANCE OF CONVERTIBLE BONDS AS REFERRED TO UNDER ITEM 10 HEREOF AS MAY BE RESOLVED UPON BY THE BOARD OF DIRECTORS   | Management | Take<br>Act |
| 12. | APPROVE TO RESOLVE ON THE ISSUANCE OF BONDS AND OTHER SECURITIES, OF WHATEVER NATURE, BY THE BOARD OF DIRECTORS, AND NAMELY ON THE FIXING OF THE VALUE OF SUCH SECURITIES IN ACCORDANCE WITH PARAGRAPH 3 OF ARTICLE 8 AND PARAGRAPH 1, E) OF ARTICLE 15 OF THE ARTICLES OF ASSOCIATION   | Management | Take<br>Act |
| 13. | APPROVE TO RESOLVE ON THE ACQUISITION AND DISPOSAL OF OWN BONDS AND OTHER OWN SECURITIES   | Management | Take<br>Act |

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PORTUGAL TELECOM, SGPS, S.A.

PT

ISSUER: 737273102

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

|    | Proposal<br>Number    Proposal               |                  |          |  |
|----|--|------------------|----------|--|
|    |  | Proposal<br>Type | Vo<br>Ca |  |
| 01 | TO RESOLVE ON THE MANAGEMENT REPORT, BALANCE | Management       | Fo       |  |

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|    |   |             |      |
|----|---|-------------|------|
| 02 | SHEET AND ACCOUNTS FOR THE YEAR 2006.<br>TO RESOLVE ON THE CONSOLIDATED MANAGEMENT REPORT,<br>BALANCE SHEET AND ACCOUNTS FOR THE YEAR 2006. | Management  | Fo   |
| 03 | TO RESOLVE ON THE PROPOSAL FOR APPLICATION OF<br>PROFITS.   | Management  | Fo   |
| 04 | TO RESOLVE ON A GENERAL APPRAISAL OF THE COMPANY<br>S MANAGEMENT AND SUPERVISION.   | Shareholder | Agai |
| 05 | TO RESOLVE ON THE FREE ALLOTMENT OF ALL THE ORDINARY<br>SHARES REPRESENTING THE SHARE CAPITAL OF PT MULTIMEDIA.                             | Management  | Fo   |
| 06 | TO RESOLVE ON THE ACQUISITION AND DISPOSAL OF<br>OWN SHARES.  | Management  | Fo   |
| 07 | TO RESOLVE ON A REDUCTION IN SHARE CAPITAL OF<br>UP TO 65,191,463.05 EUROS.   | Management  | Fo   |
| 08 | TO RESOLVE ON A SHARE CAPITAL INCREASE TO 471,119,730<br>EUROS.   | Management  | Fo   |
| 09 | TO RESOLVE ON A SHARE CAPITAL REDUCTION TO 33,865,695<br>EUROS.   | Management  | Fo   |
| 10 | TO RESOLVE ON THE PARAMETERS APPLICABLE IN THE<br>EVENT OF ANY ISSUANCE OF BONDS CONVERTIBLE INTO<br>SHARES.                                | Management  | Fo   |
| 11 | TO RESOLVE ON THE SUPPRESSION OF THE PRE-EMPTIVE<br>RIGHT IN THE SUBSCRIPTION OF ANY ISSUANCE OF<br>CONVERTIBLE BONDS.                      | Management  | Fo   |
| 12 | TO RESOLVE ON THE ISSUANCE OF BONDS AND OTHER<br>SECURITIES, OF WHATEVER NATURE, BY THE BOARD<br>OF DIRECTORS.                              | Management  | Fo   |
| 13 | TO RESOLVE ON THE ACQUISITION AND DISPOSAL OF<br>OWN BONDS AND OTHER OWN SECURITIES.  | Management  | Fo   |

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BRISTOL-MYERS SQUIBB COMPANY

BMY

ISSUER: 110122108

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| -----              |  |                  |          |
| 1A                 | ELECTION OF DIRECTOR: L.B. CAMPBELL                              | Management       | Fo       |
| 1B                 | ELECTION OF DIRECTOR: J.M. CORNELIUS                             | Management       | Fo       |
| 1C                 | ELECTION OF DIRECTOR: L.J. FREEH                                 | Management       | Fo       |
| 1D                 | ELECTION OF DIRECTOR: L.H. GLIMCHER, M.D.                        | Management       | Fo       |
| 1E                 | ELECTION OF DIRECTOR: M. GROBSTEIN                               | Management       | Fo       |
| 1F                 | ELECTION OF DIRECTOR: L. JOHANSSON                               | Management       | Fo       |
| 1G                 | ELECTION OF DIRECTOR: J.D. ROBINSON III                          | Management       | Fo       |
| 1H                 | ELECTION OF DIRECTOR: V.L. SATO, PH.D.                           | Management       | Fo       |
| 1I                 | ELECTION OF DIRECTOR: R.S. WILLIAMS, M.D.                        | Management       | Fo       |
| 02                 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM | Management       | Fo       |

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|    |   |            |      |
|----|---|------------|------|
| 03 | 2007 STOCK AWARD AND INCENTIVE PLAN         | Management | Agai |
| 04 | SENIOR EXECUTIVE PERFORMANCE INCENTIVE PLAN | Management | Fo   |

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|----|-----------------------------------|-------------|------|
| 05 | EXECUTIVE COMPENSATION DISCLOSURE | Shareholder | Agai |
| 06 | RECOUPMENT                        | Shareholder | Agai |
| 07 | CUMULATIVE VOTING                 | Shareholder | Agai |

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 CONSOL ENERGY INC. CNX

ISSUER: 20854P109 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | JOHN WHITMIRE   | Management       | Fo       |
|                    | J. BRETT HARVEY   | Management       | Fo       |
|                    | JAMES E. ALTMAYER, SR.  | Management       | Fo       |
|                    | WILLIAM E. DAVIS  | Management       | Fo       |
|                    | RAJ K. GUPTA  | Management       | Fo       |
|                    | PATRICIA A. HAMMICK   | Management       | Fo       |
|                    | DAVID C. HARDESTY, JR.  | Management       | Fo       |
|                    | JOHN T. MILLS   | Management       | Fo       |
|                    | WILLIAM A. POWELL   | Management       | Fo       |
|                    | JOSEPH T. WILLIAMS  | Management       | Fo       |
| 02                 | RATIFICATION OF INDEPENDENT ACCOUNTANTS: PRICEWATERHOUSECOOPERS<br>LLP. | Management       | Fo       |
| 03                 | AMENDMENT TO CONSOL ENERGY INC. EQUITY INCENTIVE<br>PLAN.               | Management       | Fo       |
| 04                 | SHAREHOLDER PROPOSAL REGARDING CLIMATE CHANGE.                          | Shareholder      | Agai     |

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 FORDING CANADIAN COAL TRUST FDG

ISSUER: 345425102 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

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| Proposal Number | Proposal                                    | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 1A              | ELECTION OF MICHAEL A. GRANDIN AS TRUSTEE   | Management    | Fo |
| 1B              | ELECTION OF RICHARD T. MAHLER AS TRUSTEE    | Management    | Fo |
| 1C              | ELECTION OF MICHAEL S. PARRETT AS TRUSTEE   | Management    | Fo |
| 1D              | ELECTION OF DONALD A. PETHER AS TRUSTEE     | Management    | Fo |
| 1E              | ELECTION OF WARREN S.R. SEYFFERT AS TRUSTEE | Management    | Fo |
| 1F              | ELECTION OF PETER VALENTINE AS TRUSTEE      | Management    | Fo |
| 1G              | ELECTION OF JOHN B. ZAOZIRNY AS TRUSTEE     | Management    | Fo |
| 02              | DIRECTOR                                    | Management    | Fo |
|                 | DAWN L. FARRELL                             | Management    | Fo |
|                 | MICHAEL A. GRANDIN                          | Management    | Fo |

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|    |   |            |    |
|----|---|------------|----|
|    | DONALD R. LINDSAY   | Management | Fo |
|    | RICHARD T. MAHLER   | Management | Fo |
|    | THOMAS J. O'NEIL  | Management | Fo |
|    | MICHAEL S. PARRETT  | Management | Fo |
|    | LESLIE I. PRILLAMAN   | Management | Fo |
|    | DAVID A. THOMPSON   | Management | Fo |
| 03 | PASSING THE ORDINARY RESOLUTION APPROVING THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS AS INDEPENDENT AUDITORS OF THE TRUST FOR THE ENSUING YEAR AND AUTHORIZING THE TRUSTEES OF THE TRUST TO FIX THE REMUNERATION OF THE INDEPENDENT AUDITORS. | Management | Fo |

GREAT PLAINS ENERGY INCORPORATED

GXP

ISSUER: 391164100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal     | Proposal Type | Vo |
|-----------------|--------------|---------------|----|
| 01              | DIRECTOR     | Management    | Fo |
|                 | D.L. BODDE   | Management    | Fo |
|                 | M.J. CHESSER | Management    | Fo |

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|    |   |            |    |
|----|---|------------|----|
|    | W.H. DOWNEY   | Management | Fo |
|    | M.A. ERNST  | Management | Fo |
|    | R.C. FERGUSON, JR.  | Management | Fo |
|    | W.K. HALL   | Management | Fo |
|    | L.A. JIMENEZ  | Management | Fo |
|    | J.A. MITCHELL   | Management | Fo |
|    | W.C. NELSON   | Management | Fo |
|    | L.H. TALBOTT  | Management | Fo |
|    | R.H. WEST   | Management | Fo |
| 02 | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE<br>LLP AS INDEPENDENT AUDITORS FOR 2007. | Management | Fo |
| 03 | APPROVE AMENDMENTS TO LONG-TERM INCENTIVE PLAN.   | Management | Fo |

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PEABODY ENERGY CORPORATION

BTU

ISSUER: 704549104

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | WILLIAM A. COLEY  | Management       | Fo       |
|                    | IRL F. ENGELHARDT   | Management       | Fo       |
|                    | WILLIAM C. RUSNACK  | Management       | Fo       |
|                    | JOHN F. TURNER  | Management       | Fo       |
|                    | ALAN H. WASHKOWITZ  | Management       | Fo       |
| 02                 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM | Management       | Fo       |
| 03                 | SHAREHOLDER PROPOSAL REGARDING BOARD DECLASSIFICATION                           | Shareholder      | Agai     |

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POPULAR, INC.

BPOP

ISSUER: 733174106

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|------------------|----------|
| 01                 | DIRECTOR | Management       | Fo       |



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|    |  |                     |            |    |
|----|--|---------------------|------------|----|
|    |  | MICHAEL MASIN       | Management | Fo |
|    |  | MANUEL MORALES JR.  | Management | Fo |
|    |  | JOSE R. VIZCARRONDO | Management | Fo |
| 02 | TO RATIFY THE SELECTION OF THE CORPORATION S<br>INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM<br>FOR 2007. |                     | Management | Fo |

-----  
SOUTHERN UNION COMPANY

SUG

ISSUER: 844030106

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   |                         | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|-------------------------|------------------|----------|
| 01                 | DIRECTOR   |                         | Management       | Fo       |
|                    |  | DAVID BRODSKY           | Management       | Fo       |
|                    |  | FRANK W. DENIUS         | Management       | Fo       |
|                    |  | KURT A. GITTER, M.D.    | Management       | Fo       |
|                    |  | HERBERT H. JACOBI       | Management       | Fo       |
|                    |  | ADAM M. LINDEMANN       | Management       | Fo       |
|                    |  | GEORGE L. LINDEMANN     | Management       | Fo       |
|                    |  | THOMAS N. MCCARTER, III | Management       | Fo       |
|                    |  | GEORGE ROUNTREE, III    | Management       | Fo       |
|                    |  | ALLAN D. SCHERER        | Management       | Fo       |
| 02                 | THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERCOOPERS<br>LLP AS SOUTHERN UNION S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER<br>31, 2007. |                         | Management       | Fo       |

-----  
THE TRAVELERS COMPANIES, INC.

TRV

ISSUER: 89417E109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal |                         | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|-------------------------|------------------|----------|
| 01                 | DIRECTOR |                         | Management       | Fo       |
|                    |          | ALAN L. BELLER          | Management       | Fo       |
|                    |          | JOHN H. DASBURG         | Management       | Fo       |
|                    |          | JANET M. DOLAN          | Management       | Fo       |
|                    |          | KENNETH M. DUBERSTEIN   | Management       | Fo       |
|                    |          | JAY S. FISHMAN          | Management       | Fo       |
|                    |          | LAWRENCE G. GRAEV       | Management       | Fo       |
|                    |          | PATRICIA L. HIGGINS     | Management       | Fo       |
|                    |          | THOMAS R. HODGSON       | Management       | Fo       |
|                    |          | C.L. KILLINGSWORTH, JR. | Management       | Fo       |

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|    |   |                    |            |    |
|----|---|--------------------|------------|----|
|    |   | ROBERT I. LIPP     | Management | Fo |
|    |   | BLYTHE J. MCGARVIE | Management | Fo |
|    |   | GLEN D. NELSON, MD | Management | Fo |
|    |   | LAURIE J. THOMSEN  | Management | Fo |
| 02 | PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS TRAVELERS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.           |                    | Management | Fo |
| 03 | PROPOSAL TO APPROVE AN AMENDMENT TO OUR ARTICLES OF INCORPORATION TO REQUIRE A MAJORITY VOTE FOR THE ELECTION OF DIRECTORS. |                    | Management | Fo |

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 AGL RESOURCES INC.

ATG

ISSUER: 001204106

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   |                     | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------------|---------------|----------|
| 01              | DIRECTOR   |                     | Management    | Fo       |
|                 |  | THOMAS D. BELL, JR. | Management    | Fo       |
|                 |  | MICHAEL J. DURHAM   | Management    | Fo       |
|                 |  | CHARLES H. MCTIER   | Management    | Fo       |
|                 |  | DEAN R. O'HARE      | Management    | Fo       |
|                 |  | D. RAYMOND RIDDLE   | Management    | Fo       |
|                 |  | FELKER W. WARD, JR. | Management    | Fo       |
| 02              | APPROVAL OF THE 2007 OMNIBUS PERFORMANCE INCENTIVE PLAN.   |                     | Management    | Agai     |
| 03              | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. |                     | Management    | Fo       |

-----  
 APACHE CORPORATION

APA

ISSUER: 037411105

ISIN:

SEDOL:

-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                      |  | Proposal Type | Vo<br>Ca |
|-----------------|---|--|---------------|----------|
| 01              | ELECTION OF DIRECTOR: EUGENE C. FIEDOREK      |  | Management    | Fo       |
| 02              | ELECTION OF DIRECTOR: PATRICIA ALBJERG GRAHAM |  | Management    | Fo       |
| 03              | ELECTION OF DIRECTOR: F.H. MERELLI            |  | Management    | Fo       |
| 04              | ELECTION OF DIRECTOR: RAYMOND PLANK           |  | Management    | Fo       |

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05 APPROVAL OF 2007 OMNIBUS EQUITY COMPENSATION PLAN  
 06 STOCKHOLDER PROPOSAL CONCERNING REIMBURSEMENT  
 OF PROXY EXPENSES

Management Fo  
 Shareholder Agai

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 AQUILA, INC.

ILA

ISSUER: 03840P102

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | IRVINE O. HOCKADAY, JR.   | Management       | Fo       |
|                    | HEIDI E. HUTTER   | Management       | Fo       |
|                    | DR. S.O. IKENBERRY  | Management       | Fo       |
| 02                 | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT<br>AUDITORS FOR 2007 | Management       | Fo       |

-----  
 BROOKFIELD ASSET MANAGEMENT INC.

BAM

ISSUER: 112585104

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | MARCEL R. COUTU   | Management       | Fo       |
|                    | WILLIAM A. DIMMA  | Management       | Fo       |
|                    | LANCE LIEBMAN   | Management       | Fo       |
|                    | ROY MACLAREN  | Management       | Fo       |
|                    | G. WALLACE F. MCCAIN  | Management       | Fo       |
|                    | FRANK J. MCKENNA  | Management       | Fo       |
|                    | JACK M. MINTZ   | Management       | Fo       |
|                    | JAMES A. PATTISON   | Management       | Fo       |
| 02                 | THE PLAN AMENDMENT RESOLUTION.  | Management       | Fo       |
| 03                 | THE 2007 PLAN RESOLUTION.   | Management       | Fo       |
| 04                 | THE APPOINTMENT OF AUDITORS AND AUTHORIZING THE<br>DIRECTORS TO FIX THE REMUNERATION TO BE PAID<br>TO THE AUDITORS. | Management       | Fo       |

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CIRCOR INTERNATIONAL, INC.

CIR

ISSUER: 17273K109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 |   | Management    | Fo |
|                 |   | Management    | Fo |
| 02              | TO RATIFY THE SELECTION OF GRANT THORNTON LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management    | Fo |

HESS CORPORATION

HES

ISSUER: 42809H107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo |
|-----------------|----------|---------------|----|
| 01              | DIRECTOR | Management    | Fo |

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|    |  |              |             |      |
|----|--|--------------|-------------|------|
|    |  | N.F. BRADY   | Management  | Fo   |
|    |  | J.B. COLLINS | Management  | Fo   |
|    |  | T.H. KEAN    | Management  | Fo   |
|    |  | F.A. OLSON   | Management  | Fo   |
| 02 | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR FISCAL YEAR ENDING DECEMBER 31, 2007. |              | Management  | Fo   |
| 03 | STOCKHOLDER PROPOSAL TO RECOMMEND THAT THE BOARD OF DIRECTORS TAKE ACTION TO DECLASSIFY THE BOARD.                   |              | Shareholder | Abst |

HYDRIL COMPANY

HYDL

ISSUER: 448774109

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 11, 2007, AMONG HYDRIL COMPANY, TENARIS S.A. AND HOKKAIDO ACQUISITION, INC.   | Management    | Fo |
| 02              | ADJOURN THE SPECIAL MEETING IF NECESSARY OR APPROPRIATE TO PERMIT FURTHER SOLICITAION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER. | Management    | Fo |

LUFKIN INDUSTRIES, INC.

LUFK

ISSUER: 549764108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type  | Vo                         |
|-----------------|--|--|----------------------------|
| 01              | DIRECTOR<br>J.H. LOLLAR<br>B.H. O'NEAL<br>T.E. WIENER<br>L.M. HOES   | Management<br>Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo<br>Fo |
| 02              | THE AMENDMENT AND RESTATEMENT OF THE COMPANY S INCENTIVE STOCK COMPENSATION PLAN 2000 TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK OF THE COMPANY AS TO WHICH OPTIONS MAY BE GRANTED UNDER THE PLAN FROM 1,800,000 TO 2,800,000. | Management   | Agai                       |

PEPSICO, INC.

PEP

ISSUER: 713448108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                         | Proposal Type | Vo |
|-----------------|----------------------------------|---------------|----|
| 1I              | ELECTION OF DIRECTOR: D. VASELLA | Management    | Fo |

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|    |  |             |      |
|----|--|-------------|------|
| 1J | ELECTION OF DIRECTOR: M.D. WHITE                                       | Management  | Fo   |
| 02 | APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS                  | Management  | Fo   |
| 03 | APPROVAL OF 2007 LONG-TERM INCENTIVE PLAN (PROXY STATEMENT P. 37)      | Management  | Agai |
| 04 | SHAREHOLDER PROPOSAL- CHARITABLE CONTRIBUTIONS (PROXY STATEMENT P. 44) | Shareholder | Agai |
| 1A | ELECTION OF DIRECTOR: D. DUBLON  | Management  | Fo   |
| 1B | ELECTION OF DIRECTOR: V.J. DZAU  | Management  | Fo   |
| 1C | ELECTION OF DIRECTOR: R.L. HUNT  | Management  | Fo   |
| 1D | ELECTION OF DIRECTOR: A. IBARGUEN                                      | Management  | Fo   |
| 1E | ELECTION OF DIRECTOR: A.C. MARTINEZ                                    | Management  | Fo   |
| 1F | ELECTION OF DIRECTOR: I.K. NOOYI                                       | Management  | Fo   |
| 1G | ELECTION OF DIRECTOR: S.P. ROCKEFELLER                                 | Management  | Fo   |
| 1H | ELECTION OF DIRECTOR: J.J. SCHIRO                                      | Management  | Fo   |

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 ROLLS-ROYCE GROUP PLC, LONDON

ISSUER: G7630U109

ISIN: GB0032836487

SEDOL: B01DQ43, 7618514, 3283648  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 1.              | RECEIVE THE REPORT OF THE DIRECTORS AND THE AUDITED FINANCIAL STATEMENTS FOR THE YE 31 DEC 2006 | Management    | Fo       |
| 2.              | APPROVE THE DIRECTORS REMUNERATION REPORT FOR THE YE 31 DEC 2006                                | Management    | Fo       |
| 3.              | RE-ELECT PROFESSOR PETER GREGSON AS A DIRECTOR  | Management    | Fo       |
| 4.              | ELECT MR. JOHN RISHTON AS A DIRECTOR  | Management    | Fo       |
| 5.              | RE-ELECT MR. PETER BYROM AS A DIRECTOR  | Management    | Fo       |
| 6.              | RE-ELECT MR. IAIN CONN AS A DIRECTOR  | Management    | Fo       |
| 7.              | RE-ELECT MR. JAMES GUYETTE AS A DIRECTOR  | Management    | Fo       |
| 8.              | RE-ELECT MR. SIMON ROBERTSON AS A DIRECTOR  | Management    | Fo       |
| 9.              | RE-ELECT MR. ANDREW SHILSTON AS A DIRECTOR  | Management    | Fo       |
| 10.             | RE-APPOINT THE AUDITORS AND APPROVE THE REMUNERATION OF THE AUDITORS                            | Management    | Fo       |
| 11.             | APPROVE THE ALLOTMENT AND THE ISSUE OF B SHARES   | Management    | Fo       |
| 12.             | APPROVE THE ROLLS-ROYCE GROUP PLC UK SHARES SAVE PLAN 2007                                      | Management    | Fo       |
| 13.             | APPROVE THE ROLLS-ROYCE GROUP PLC INTERNATIONAL SHARES SAVE PLAN 2007                           | Management    | Fo       |
| S.14            | APPROVE THE ALLOTMENT OF SHARES-SECTION 80 AMOUNT   | Management    | Fo       |
| S.15            | APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS-SECTION  | Management    | Fo       |

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89 AMOUNT

S.16 GRANT AUTHORITY TO PURCHASE OWN SHARES Management Fo

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 TECO ENERGY, INC. TE  
 ISSUER: 872375100 ISIN:  
 SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | JOSEPH P. LACHER                                      | Management    | Fo |
|                 | TOM L. RANKIN   | Management    | Fo |
|                 | WILLIAM D. ROCKFORD                                   | Management    | Fo |
|                 | J. THOMAS TOUCHTON                                    | Management    | Fo |
| 02              | RATIFICATION OF THE CORPORATION S INDEPENDENT AUDITOR | Management    | Fo |

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 THOMAS & BETTS CORPORATION TNB  
 ISSUER: 884315102 ISIN:  
 SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | E.H. DREW   | Management    | Fo |
|                 | J.K. HAUSWALD   | Management    | Fo |
|                 | D. JERNIGAN   | Management    | Fo |
|                 | R.B. KALICH SR.   | Management    | Fo |
|                 | K.R. MASTERSON  | Management    | Fo |
|                 | D.J. PILEGGI  | Management    | Fo |
|                 | J.P. RICHARD  | Management    | Fo |
|                 | K.L. ROBERG   | Management    | Fo |
|                 | D.D. STEVENS  | Management    | Fo |
|                 | W.H. WALTRIP  | Management    | Fo |
| 02              | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management    | Fo |

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UNITRIN, INC.

UTR

ISSUER: 913275103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | JAMES E. ANNABLE   | Management    | Fo |
|                 | ERIC J. DRAUT  | Management    | Fo |
|                 | DONALD V. FITES  | Management    | Fo |
|                 | DOUGLAS G. GEOGA   | Management    | Fo |
|                 | REUBEN L. HEDLUND  | Management    | Fo |
|                 | JERROLD V. JEROME  | Management    | Fo |
|                 | WILLIAM E. JOHNSTON JR.  | Management    | Fo |
|                 | WAYNE KAUTH  | Management    | Fo |
|                 | FAYEZ S. SAROFIM   | Management    | Fo |
|                 | DONALD G. SOUTHWELL  | Management    | Fo |
|                 | RICHARD C. VIE   | Management    | Fo |
|                 | ANN E. ZIEGLER   | Management    | Fo |
| 02              | RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANT FOR 2007. | Management    | Fo |

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ABB LTD

ABB

ISSUER: 000375204

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 02              | APPROVAL OF THE ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS AND THE ANNUAL FINANCIAL STATEMENTS FOR 2006.  | Management    | Fo |
| 03              | APPROVAL OF THE DISCHARGE OF THE BOARD OF DIRECTORS AND THE PERSONS ENTRUSTED WITH MANAGEMENT.                      | Management    | Fo |
| 04              | APPROVAL OF APPROPRIATION OF AVAILABLE EARNINGS, AS SET FORTH IN THE COMPANY S NOTICE OF MEETING ENCLOSED HEREWITH. | Management    | Fo |
| 05              | APPROVAL OF THE CREATION OF THE AUTHORIZED SHARE CAPITAL, AS SET FORTH IN THE COMPANY S NOTICE                      | Management    | Fo |



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|    |   |            |    |
|----|---|------------|----|
|    | OF MEETING ENCLOSED HEREWITH.   |            |    |
| 6A | ROGER AGNELLI, BRAZILIAN, RE-ELECT AS A DIRECTOR.   | Management | Fo |
| 6B | LOUIS R. HUGHES, AMERICAN, RE-ELECT AS A DIRECTOR.  | Management | Fo |
| 6C | HANS ULRICH MARKI, SWISS, RE-ELECT AS A DIRECTOR.   | Management | Fo |
| 6D | MICHEL DE ROSEN, FRENCH, RE-ELECT AS A DIRECTOR.  | Management | Fo |
| 6E | MICHAEL TRESCHOW, SWEDISH, RE-ELECT AS A DIRECTOR.  | Management | Fo |
| 6F | BERND W. VOSS, GERMAN, RE-ELECT AS A DIRECTOR.  | Management | Fo |
| 6G | JACOB WALLENBERG, SWEDISH, RE-ELECT AS A DIRECTOR.  | Management | Fo |
| 6H | HUBERTUS VON GRUNBERG, GERMAN, ELECTED AS DIRECTOR.   | Management | Fo |
| 07 | APPROVAL OF THE ELECTION OF THE AUDITORS, GROUP<br>AUDITORS AND SPECIAL AUDITORS, AS SET FORTH IN<br>THE NOTICE OF MEETING ENCLOSED HEREWITH. | Management | Fo |

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 AVON PRODUCTS, INC.

AVP

ISSUER: 054303102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | W. DON CORNWELL   | Management       | Fo       |
|                    | EDWARD T. FOGARTY   | Management       | Fo       |
|                    | FRED HASSAN   | Management       | Fo       |
|                    | ANDREA JUNG   | Management       | Fo       |
|                    | MARIA ELENA LAGOMASINO  | Management       | Fo       |
|                    | ANN S. MOORE  | Management       | Fo       |
|                    | PAUL S. PRESSLER  | Management       | Fo       |
|                    | GARY M. RODKIN  | Management       | Fo       |
|                    | PAULA STERN   | Management       | Fo       |
|                    | LAWRENCE A. WEINBACH  | Management       | Fo       |
| 02                 | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTING FIRM                 | Management       | Fo       |
| 03                 | AMENDMENTS TO THE COMPANY S RESTATED CERTIFICATE<br>OF INCORPORATION AND BY-LAWS                    | Management       | Fo       |
| 04                 | RESOLUTION REGARDING BENCHMARKING OF INCENTIVE<br>COMPENSATION GOALS AGAINST PEER GROUP PERFORMANCE | Shareholder      | Agai     |

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 CINCINNATI BELL INC.

CBB

ISSUER: 171871403

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

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| Proposal Number | Proposal  | Proposal Type                          | Vo             |
|-----------------|---|--|----------------|
| 01              | DIRECTOR  | Management                             | Fo             |
|                 | PHILLIP R. COX<br>MICHAEL G. MORRIS<br>JOHN M. ZRNO   | Management<br>Management<br>Management | Fo<br>Fo<br>Fo |
| 02              | THE RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR 2007. | Management                             | Fo             |
| 03              | THE APPROVAL OF THE CINCINNATI BELL INC. 2007 LONG TERM INCENTIVE PLAN.   | Management                             | Agai           |
| 04              | THE APPROVAL OF THE CINCINNATI BELL INC. 2007 STOCK OPTION PLAN FOR NON-EMPLOYEE DIRECTORS.   | Management                             | Agai           |

DEUTSCHE TELEKOM AG

DT

ISSUER: 251566105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 02              | RESOLUTION ON THE APPROPRIATION OF NET INCOME.  | Management    | Fo |
| 03              | RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE BOARD OF MANAGEMENT FOR THE 2006 FINANCIAL YEAR.                                    | Management    | Fo |
| 04              | RESOLUTION ON THE APPROVAL OF THE ACTIONS OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE 2006 FINANCIAL YEAR.                                      | Management    | Fo |
| 05              | RESOLUTION ON THE APPOINTMENT OF THE INDEPENDENT AUDITOR AND THE GROUP AUDITOR FOR THE 2007 FINANCIAL YEAR.   | Management    | Fo |
| 06              | RESOLUTION AUTHORIZING THE CORPORATION TO PURCHASE AND USE ITS OWN SHARES WITH POSSIBLE EXCLUSION OF SUBSCRIPTION RIGHTS AND ANY RIGHT TO PURCHASE. | Management    | Fo |
| 07              | CANCELLATION OF THE EXISTING CONTINGENT CAPITAL I AND III AS WELL AS THE RELEVANT AMENDMENT TO SECTION 5 OF THE ARTICLES.                           | Management    | Fo |
| 08              | APPROVAL OF FORWARDING INFORMATION ELECTRONICALLY TO DEUTSCHE TELEKOM AG SHAREHOLDERS.  | Management    | Fo |
| 09              | ELECTION OF A SUPERVISORY BOARD MEMBER.   | Management    | Fo |
| 10              | ELECTION OF A SUPERVISORY BOARD MEMBER.   | Management    | Fo |
| 11              | RESOLUTION ON THE APPROVAL OF THE CONTROL AND PROFIT AND LOSS TRANSFER AGREEMENT WITH T-MOBILE INTERNATIONAL AG.                                    | Management    | Fo |
| 12              | RESOLUTION ON THE APPROVAL OF THE CONTROL AND PROFIT AND LOSS TRANSFER AGREEMENT WITH PLINIUS   | Management    | Fo |

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|    |  |            |    |
|----|--|------------|----|
| 13 | TELEKOMMUNIKATIONSDIENSTE GMBH.<br>RESOLUTION ON THE APPROVAL OF THE CONTROL AND<br>PROFIT AND LOSS TRANSFER AGREEMENT WITH SALLUST<br>TELEKOMMUNIKATIONSDIENSTE GMBH. | Management | Fo |
| 14 | RESOLUTION ON THE APPROVAL OF THE CONTROL AND<br>PROFIT AND LOSS TRANSFER AGREEMENT WITH TIBULL<br>TELEKOMMUNIKATIONSDIENSTE GMBH.                                     | Management | Fo |

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-----  
DTE ENERGY COMPANY

DTE

ISSUER: 233331107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | ANTHONY F. EARLEY, JR.   | Management       | Fo       |
|                    | ALLAN D. GILMOUR   | Management       | Fo       |
|                    | FRANK M. HENNESSEY   | Management       | Fo       |
|                    | GAIL J. MCGOVERN   | Management       | Fo       |
|                    | JAMES H. VANDENBERGHE  | Management       | Fo       |
| 02                 | INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM<br>DELOITTE & TOUCHE LLP | Management       | Fo       |

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MUELLER INDUSTRIES, INC.

MLI

ISSUER: 624756102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | ALEXANDER P. FEDERBUSH  | Management       | Fo       |
|                    | GENNARO J. FULVIO   | Management       | Fo       |
|                    | GARY S. GLADSTEIN   | Management       | Fo       |
|                    | TERRY HERMANSON   | Management       | Fo       |
|                    | ROBERT B. HODES   | Management       | Fo       |
|                    | HARVEY L. KARP  | Management       | Fo       |
|                    | WILLIAM D. O'HAGAN  | Management       | Fo       |
| 02                 | APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP<br>AS INDEPENDENT AUDITORS OF THE COMPANY. | Management       | Fo       |

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 NSTAR

NST

ISSUER: 67019E107

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type  | Vo<br>Ca       |
|-----------------|---|--|----------------|
| 01              | DIRECTOR  | Management   | Fo             |
|                 |   | GARY L. COUNTRYMAN<br>DANIEL DENNIS<br>THOMAS J. MAY | Fo<br>Fo<br>Fo |
| 02              | APPROVAL OF THE NSTAR 2007 LONG TERM INCENTIVE PLAN.  | Management   | Fo             |
| 03              | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT PUBLIC ACCOUNTANTS FOR 2007. | Management   | Fo             |

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 PENNICHUCK CORPORATION

PNNW

ISSUER: 708254206

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type   | Vo<br>Ca             |
|-----------------|---|---|----------------------|
| 01              | DIRECTOR  | Management  | Fo                   |
|                 |   | MICHELLE L. CHICOINE<br>JOHN R. KREICK<br>DUANE C. MONTOPOLI<br>MARTHA E. O'NEILL | Fo<br>Fo<br>Fo<br>Fo |
| 02              | TO APPROVE THE PROPOSED AMENDMENT AND RESTATEMENT OF THE PENNICHUCK CORPORATION 2000 STOCK OPTION PLAN. | Management  | Fo                   |

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 PENTAIR, INC.

PNR

ISSUER: 709631105

ISIN:

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SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | GLYNIS A. BRYAN   | Management    | Fo   |
|                 | WILLIAM T. MONAHAN  | Management    | Fo   |
|                 | T. MICHAEL GLENN  | Management    | Fo   |
|                 | DAVID H.Y. HO   | Management    | Fo   |
| 02              | TO AMEND OUR ARTICLES OF INCORPORATION TO ADOPT A MAJORITY VOTING STANDARD FOR THE ELECTION OF DIRECTORS.                             | Management    | Fo   |
| 03              | TO AMEND OUR ARTICLES OF INCORPORATION AND OUR BY-LAWS TO PROVIDE FOR THE ELECTION OF UP TO ELEVEN DIRECTORS.                         | Management    | Fo   |
| 04              | TO VOTE UPON A PROPOSAL PUT FORTH BY ONE OF OUR SHAREHOLDERS THAT WE ADD SEXUAL ORIENTATION TO OUR WRITTEN NON-DISCRIMINATION POLICY. | Shareholder   | Agai |
| 05              | TO VOTE UPON A PROPOSAL PUT FORTH BY ONE OF OUR SHAREHOLDERS THAT WE ISSUE A SUSTAINABILITY REPORT TO SHAREHOLDERS.                   | Shareholder   | Agai |
| 06              | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007.                   | Management    | Fo   |

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SEQUA CORPORATION

SQAA

ISSUER: 817320104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal      | Proposal Type | Vo |
|-----------------|---------------|---------------|----|
| 01              | DIRECTOR      | Management    | Fo |
|                 | E.E. BARR     | Management    | Fo |
|                 | G. BINDERMAN  | Management    | Fo |
|                 | R.S. LEFRAK   | Management    | Fo |
|                 | M.I. SOVERN   | Management    | Fo |
|                 | F.R. SULLIVAN | Management    | Fo |
|                 | G. TSAI       | Management    | Fo |
|                 | R.F. WEINBERG | Management    | Fo |

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|    |   |              |            |    |
|----|---|--------------|------------|----|
|    |   | M. WEINSTEIN | Management | Fo |
|    |   | S.R. ZAX.    | Management | Fo |
| 02 | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2007                 |              | Management | Fo |
| 03 | ADOPT THE SEQUA CORPORATION 2007 LONG-TERM STOCK INCENTIVE PLAN                 |              | Management | Fo |
| 04 | APPROVE AN INCREASE IN THE AUTHORIZED NUMBER OF SHARES OF CLASS B COMMON STOCK  |              | Management | Fo |
| 05 | APPROVE THE MANAGEMENT INCENTIVE BONUS PROGRAM FOR CORPORATE EXECUTIVE OFFICERS |              | Management | Fo |
| 06 | APPROVE THE AMENDMENT TO THE 2003 DIRECTORS STOCK AWARD PLAN                    |              | Management | Fo |

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SOUTHWEST GAS CORPORATION

SWX

ISSUER: 844895102

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   |                        | Proposal Type | Vo Ca |
|-----------------|--|------------------------|---------------|-------|
| 01              | DIRECTOR   |                        | Management    | Fo    |
|                 |  | GEORGE C. BIEHL        | Management    | Fo    |
|                 |  | THOMAS E. CHESTNUT     | Management    | Fo    |
|                 |  | STEPHEN C. COMER       | Management    | Fo    |
|                 |  | RICHARD M. GARDNER     | Management    | Fo    |
|                 |  | LEROY C. HANNEMAN, JR. | Management    | Fo    |
|                 |  | JAMES J. KROPID        | Management    | Fo    |
|                 |  | MICHAEL O. MAFFIE      | Management    | Fo    |
|                 |  | ANNE L. MARIUCCI       | Management    | Fo    |
|                 |  | MICHAEL J. MELARKEY    | Management    | Fo    |
|                 |  | JEFFREY W. SHAW        | Management    | Fo    |
|                 |  | CAROLYN M. SPARKS      | Management    | Fo    |
|                 |  | TERRENCE L. WRIGHT     | Management    | Fo    |
| 02              | TO APPROVE THE 2006 RESTRICTED STOCK/UNIT PLAN.  |                        | Management    | Fo    |
| 03              | TO APPROVE AMENDING THE ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK. |                        | Management    | Fo    |
| 04              | TO APPROVE THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT ACCOUNTANTS OF THE COMPANY.              |                        | Management    | Fo    |

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SOVEREIGN BANCORP, INC.

SOV

ISSUER: 845905108

ISIN:

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SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type                         | Vo |
|-----------------|---|---------------------------------------|----|
| 01              | DIRECTOR  | Management                            | Fo |
|                 |   | P. MICHAEL EHLERMAN<br>Management     | Fo |
|                 |   | ANDREW C. HOVE, JR.<br>Management     | Fo |
|                 |   | JUAN RODRIQUEZ-INCIARTE<br>Management | Fo |
| 02              | TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF SOVEREIGN S BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS SOVEREIGN S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management                            | Fo |
| 03              | TO APPROVE THE AMENDMENT TO SOVEREIGN S ARTICLES OF INCORPORATION.  | Management                            | Fo |

STERLING BANCORP

STL

ISSUER: 859158107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type                     | Vo |
|-----------------|---|-----------------------------------|----|
| 01              | DIRECTOR  | Management                        | Fo |
|                 |   | ROBERT ABRAMS<br>Management       | Fo |
|                 |   | JOSEPH M. ADAMKO<br>Management    | Fo |
|                 |   | LOUIS J. CAPPELLI<br>Management   | Fo |
|                 |   | WALTER FELDESMAN<br>Management    | Fo |
|                 |   | FERNANDO FERRER<br>Management     | Fo |
|                 |   | ALLAN F. HERSHFIELD<br>Management | Fo |
|                 |   | HENRY J. HUMPHREYS<br>Management  | Fo |
|                 |   | ROBERT W. LAZAR<br>Management     | Fo |
|                 |   | JOHN C. MILLMAN<br>Management     | Fo |
|                 |   | EUGENE ROSSIDES<br>Management     | Fo |
| 02              | PROPOSAL TO RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF KPMG LLP AS THE COMPANY S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR 2007. | Management                        | Fo |

SUNOCO, INC.

SUN

ISSUER: 86764P109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo |
|-----------------|----------|---------------|----|
|-----------------|----------|---------------|----|

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|    |   |                 |            |    |
|----|---|-----------------|------------|----|
| 01 | DIRECTOR  |                 | Management | Fo |
|    |   | R.J. DARNALL    | Management | Fo |
|    |   | J.G. DROSDICK   | Management | Fo |
|    |   | U.O. FAIRBAIRN  | Management | Fo |
|    |   | T.P. GERRITY    | Management | Fo |
|    |   | R.B. GRECO      | Management | Fo |
|    |   | J.P. JONES, III | Management | Fo |
|    |   | J.G. KAISER     | Management | Fo |
|    |   | R.A. PEW        | Management | Fo |
|    |   | G.J. RATCLIFFE  | Management | Fo |
|    |   | J.W. ROWE       | Management | Fo |
|    |   | J.K. WULFF      | Management | Fo |
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR FISCAL YEAR 2007. |                 | Management | Fo |

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VERIZON COMMUNICATIONS INC.

VZ

ISSUER: 92343V104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal                                   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 1A                 | ELECTION OF DIRECTOR: JAMES R. BARKER      | Management       | Fo       |
| 1B                 | ELECTION OF DIRECTOR: RICHARD L. CARRION   | Management       | Fo       |
| 1C                 | ELECTION OF DIRECTOR: M. FRANCES KEETH     | Management       | Fo       |
| 1D                 | ELECTION OF DIRECTOR: ROBERT W. LANE       | Management       | Fo       |
| 1E                 | ELECTION OF DIRECTOR: SANDRA O. MOOSE      | Management       | Fo       |
| 1F                 | ELECTION OF DIRECTOR: JOSEPH NEUBAUER      | Management       | Fo       |
| 1G                 | ELECTION OF DIRECTOR: DONALD T. NICOLAISEN | Management       | Fo       |
| 1H                 | ELECTION OF DIRECTOR: THOMAS H. O BRIEN    | Management       | Fo       |
| 1I                 | ELECTION OF DIRECTOR: CLARENCE OTIS, JR.   | Management       | Fo       |
| 1J                 | ELECTION OF DIRECTOR: HUGH B. PRICE        | Management       | Fo       |
| 1K                 | ELECTION OF DIRECTOR: IVAN G. SEIDENBERG   | Management       | Fo       |



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|    |   |             |      |
|----|---|-------------|------|
| 1L | ELECTION OF DIRECTOR: WALTER V. SHIPLEY                                       | Management  | Fo   |
| 1M | ELECTION OF DIRECTOR: JOHN W. SNOW  | Management  | Fo   |
| 1N | ELECTION OF DIRECTOR: JOHN R. STAFFORD  | Management  | Fo   |
| 1O | ELECTION OF DIRECTOR: ROBERT D. STOREY  | Management  | Fo   |
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management  | Fo   |
| 03 | ELIMINATE STOCK OPTIONS   | Shareholder | Agai |
| 04 | SHAREHOLDER APPROVAL OF FUTURE SEVERANCE AGREEMENTS                           | Shareholder | Agai |
| 05 | COMPENSATION CONSULTANT DISCLOSURE  | Shareholder | Agai |
| 06 | ADVISORY VOTE ON EXECUTIVE COMPENSATION                                       | Shareholder | Agai |
| 07 | LIMIT SERVICE ON OUTSIDE BOARDS   | Shareholder | Agai |
| 08 | SHAREHOLDER APPROVAL OF FUTURE POISON PILL                                    | Shareholder | Fo   |
| 09 | REPORT ON CHARITABLE CONTRIBUTIONS  | Shareholder | Agai |

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 WISCONSIN ENERGY CORPORATION

WEC

ISSUER: 976657106

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | JOHN F. AHEARNE   | Management    | Fo |
|                 | JOHN F. BERGSTROM   | Management    | Fo |
|                 | BARBARA L. BOWLES   | Management    | Fo |
|                 | PATRICIA W. CHADWICK  | Management    | Fo |
|                 | ROBERT A. CORNOG  | Management    | Fo |
|                 | CURT S. CULVER  | Management    | Fo |
|                 | THOMAS J. FISCHER   | Management    | Fo |
|                 | GALE E. KLAPPA  | Management    | Fo |
|                 | ULICE PAYNE JR  | Management    | Fo |
|                 | FREDERICK P STRATTON JR   | Management    | Fo |
| 02              | RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2007. | Management    | Fo |

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IMS HEALTH INCORPORATED

RX

ISSUER: 449934108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   | Ca |
|-----------------|--|---------------|------|----|
| 01              | DIRECTOR<br>JAMES D. EDWARDS<br>WILLIAM C. VAN FAASEN<br>BRET W. WISE  | Management    | Fo   |    |
| 02              | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management    | Fo   |    |
| 03              | APPROVAL OF THE SHAREHOLDER PROPOSAL RELATING TO THE ELECTION OF EACH DIRECTOR ANNUALLY.                                 | Shareholder   | Agai |    |

OCCIDENTAL PETROLEUM CORPORATION

OXY

ISSUER: 674599105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   | Ca |
|-----------------|--|---------------|------|----|
| 1A              | ELECTION OF DIRECTOR: SPENCER ABRAHAM                      | Management    | Fo   |    |
| 1B              | ELECTION OF DIRECTOR: RONALD W. BURKLE                     | Management    | Fo   |    |
| 1C              | ELECTION OF DIRECTOR: JOHN S. CHALSTY                      | Management    | Fo   |    |
| 1D              | ELECTION OF DIRECTOR: EDWARD P. DJEREJIAN                  | Management    | Fo   |    |
| 1E              | ELECTION OF DIRECTOR: R. CHAD DREIER                       | Management    | Fo   |    |
| 1F              | ELECTION OF DIRECTOR: JOHN E. FEICK                        | Management    | Fo   |    |
| 1G              | ELECTION OF DIRECTOR: RAY R. IRANI                         | Management    | Fo   |    |
| 1H              | ELECTION OF DIRECTOR: IRVIN W. MALONEY                     | Management    | Fo   |    |
| 1I              | ELECTION OF DIRECTOR: RODOLFO SEGOVIA                      | Management    | Fo   |    |
| 1J              | ELECTION OF DIRECTOR: AZIZ D. SYRIANI                      | Management    | Fo   |    |
| 1K              | ELECTION OF DIRECTOR: ROSEMARY TOMICH                      | Management    | Fo   |    |
| 1L              | ELECTION OF DIRECTOR: WALTER L. WEISMAN                    | Management    | Fo   |    |
| 02              | RATIFICATION OF SELECTION OF KPMG AS INDEPENDENT AUDITORS. | Management    | Fo   |    |
| 03              | APPROVAL OF AMENDMENT TO 2005 LONG-TERM INCENTIVE PLAN.    | Management    | Fo   |    |
| 04              | SCIENTIFIC REPORT ON GLOBAL WARMING.                       | Shareholder   | Agai |    |

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05 ADVISORY VOTE TO RATIFY EXECUTIVE COMPENSATION.  
 06 PERFORMANCE-BASED STOCK OPTIONS.

Shareholder Agai  
 Shareholder Agai

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 OCEANEERING INTERNATIONAL, INC.

OII

ISSUER: 675232102

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | DAVID S. HOOKER   | Management    | Fo |
|                 | HARRIS J. PAPPAS  | Management    | Fo |
| 02              | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2007 | Management    | Fo |

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 WASTE MANAGEMENT, INC.

WMI

ISSUER: 94106L109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 1A              | PROPOSAL TO ELECT: PASTORA SAN JUAN CAFFERTY   | Management    | Fo |
| 1B              | PROPOSAL TO ELECT: FRANK M. CLARK, JR.   | Management    | Fo |
| 1C              | PROPOSAL TO ELECT: PATRICK W. GROSS  | Management    | Fo |
| 1D              | PROPOSAL TO ELECT: THOMAS I. MORGAN  | Management    | Fo |
| 1E              | PROPOSAL TO ELECT: JOHN C. POPE  | Management    | Fo |
| 1F              | PROPOSAL TO ELECT: W. ROBERT REUM  | Management    | Fo |
| 1G              | PROPOSAL TO ELECT: STEVEN G. ROTHMEIER   | Management    | Fo |
| 1H              | PROPOSAL TO ELECT: DAVID P. STEINER  | Management    | Fo |
| 1I              | PROPOSAL TO ELECT: THOMAS H. WEIDEMEYER  | Management    | Fo |
| 02              | PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management    | Fo |

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 ZIONS BANCORPORATION

ZION

ISSUER: 989701107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal | Proposal | Vo |
|----------|----------|----|
|----------|----------|----|

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| Number | Proposal   | Type                  | Ca         |
|--------|--|-----------------------|------------|
| 01     | DIRECTOR   | Management            | Fo         |
|        |  | ROGER B. PORTER       | Management |
|        |  | L.E. SIMMONS          | Management |
|        |  | STEVEN C. WHEELWRIGHT | Management |
| 02     | TO RATIFY THE APPOINTMENT OF THE COMPANY S INDEPENDENT AUDITORS FOR FISCAL 2007. | Management            | Fo         |
| 03     | TO TRANSACT ANY OTHER SUCH BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.     | Management            | Fo         |

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INTERNATIONAL PAPER COMPANY

IP

ISSUER: 460146103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type          | Vo         |
|-----------------|--|------------------------|------------|
| 01              | DIRECTORS  | Management             | Fo         |
|                 |  | DAVID J. BRONCZEK      | Management |
|                 |  | MARTHA F. BROOKS       | Management |
|                 |  | LYNN LAVERTY ELSENHANS | Management |
|                 |  | JOHN L. TOWNSEND, III  | Management |
| 02              | RATIFICATION OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management             | Fo         |
| 03              | SHAREHOLDER PROPOSAL CONCERNING MAJORITY VOTING.   | Shareholder            | Fo         |

THE YORK WATER COMPANY

YORW

ISSUER: 987184108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type          | Vo         |
|-----------------|----------|------------------------|------------|
| 01              | DIRECTOR | Management             | Fo         |
|                 |          | WILLIAM T. MORRIS P.E. | Management |
|                 |          | IRVIN S. NAYLOR        | Management |
|                 |          | JEFFREY S. OSMAN       | Management |

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02 APPOINT BEARD MILLER COMPANY LLP AS AUDITORS. Management Fo

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 ZIMMER HOLDINGS, INC. ZMH

ISSUER: 98956P102 ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1A              | ELECTION OF DIRECTOR: LARRY C. GLASSCOCK   | Management    | Fo    |
| 1B              | ELECTION OF DIRECTOR: JOHN L. MCGOLDRICK   | Management    | Fo    |
| 02              | AUDITOR RATIFICATION   | Management    | Fo    |
| 03              | AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION TO REQUIRE ANNUAL ELECTION OF ALL DIRECTORS | Management    | Fo    |
| 04              | STOCKHOLDER PROPOSAL TO ADOPT SIMPLE MAJORITY VOTE   | Shareholder   | Agai  |

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 ALLETE, INC. ALE

ISSUER: 018522300 ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | DIRECTOR  | Management    | Fo    |
|                 | BREKKEN   | Management    | Fo    |
|                 | EDDINS  | Management    | Fo    |
|                 | EMERY   | Management    | Fo    |
|                 | HOOLIHAN  | Management    | Fo    |
|                 | LUDLOW  | Management    | Fo    |
|                 | MAYER   | Management    | Fo    |
|                 | PEIRCE  | Management    | Fo    |
|                 | RAJALA  | Management    | Fo    |
|                 | SHIPPAR   | Management    | Fo    |
|                 | STENDER   | Management    | Fo    |
| 02              | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS ALLETE S INDEPENDENT REGISTERED PUBLIC | Management    | Fo    |

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ACCOUNTING FIRM.

-----  
CIT GROUP INC.

CIT

ISSUER: 125581108

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type         | Vo |
|-----------------|---|-----------------------|----|
| 01              | DIRECTOR  | Management            | Fo |
|                 |   | JEFFREY M. PEEK       | Fo |
|                 |   | GARY C. BUTLER        | Fo |
|                 |   | WILLIAM M. FREEMAN    | Fo |
|                 |   | SUSAN LYNE            | Fo |
|                 |   | MARIANNE MILLER PARRS | Fo |
|                 |   | TIMOTHY M. RING       | Fo |
|                 |   | JOHN R. RYAN          | Fo |
|                 |   | SEYMOUR STERNBERG     | Fo |
|                 |   | PETER J. TOBIN        | Fo |
|                 |   | LOIS M. VAN DEUSEN    | Fo |
| 02              | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS. | Management            | Fo |

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CONNECTICUT WATER SERVICE, INC.

CTWS

ISSUER: 207797101

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type     | Vo |
|-----------------|---|-------------------|----|
| 01              | DIRECTOR  | Management        | Fo |
|                 |   | HEATHER HUNT      | Fo |
|                 |   | ARTHUR C. REEDS   | Fo |
|                 |   | ERIC W. THORNBURG | Fo |
| 02              | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2007. | Management        | Fo |

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ECHOSTAR COMMUNICATIONS CORPORATION

DISH

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ISSUER: 278762109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | JAMES DEFRANCO   | Management    | Fo |
|                 | MICHAEL T. DUGAN   | Management    | Fo |
|                 | CANTEY ERGEN   | Management    | Fo |
|                 | CHARLES W. ERGEN   | Management    | Fo |
|                 | STEVEN R. GOODBARN   | Management    | Fo |
|                 | GARY S. HOWARD   | Management    | Fo |
|                 | DAVID K. MOSKOWITZ   | Management    | Fo |
|                 | TOM A. ORTOLF  | Management    | Fo |
|                 | C.MICHAEL SCHROEDER  | Management    | Fo |
|                 | CARL E. VOGEL  | Management    | Fo |
| 02              | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2007. | Management    | Fo |
| 03              | TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE Annual MEETING OR ANY ADJO THEREOF.                                  | Management    | Fo |

ITT CORPORATION

ITT

ISSUER: 450911102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| A               | DIRECTOR  | Management    | Fo |
|                 | STEVEN R. LORANGER  | Management    | Fo |
|                 | CURTIS J. CRAWFORD  | Management    | Fo |
|                 | CHRISTINA A. GOLD   | Management    | Fo |
|                 | RALPH F. HAKE   | Management    | Fo |
|                 | JOHN J. HAMRE   | Management    | Fo |
|                 | RAYMOND W. LEBOEUF  | Management    | Fo |
|                 | FRANK T. MACINNIS   | Management    | Fo |
|                 | LINDA S. SANFORD  | Management    | Fo |
|                 | MARKOS I. TAMBAKERAS  | Management    | Fo |
| B               | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS ITT CORPORATION INDEPENDENT AUDITOR FOR 2007. | Management    | Fo |

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MAINE & MARITIMES CORPORATION

MAM

ISSUER: 560377103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | RICHARD G. DAIGLE   | Management    | Fo |
|                 | DAVID N. FELCH  | Management    | Fo |
|                 | BRIAN N. HAMEL  | Management    | Fo |
| 02              | RATIFICATION OF THE SELECTION OF VITALE, CATURANO & COMPANY AS THE COMPANY S INDEPENDENT AUDITORS FOR 2007. | Management    | Fo |

NISOURCE INC.

NI

ISSUER: 65473P105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 1A              | TO ELECT STEVEN C. BEERING TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM     | Management    | Fo |
| 1B              | TO ELECT DENNIS E. FOSTER TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM      | Management    | Fo |
| 1C              | TO ELECT MARTY K. KITTRELL TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM     | Management    | Fo |
| 1D              | TO ELECT PETER MCCAUSLAND TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM      | Management    | Fo |
| 1E              | TO ELECT STEVEN R. MCCRACKEN TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM   | Management    | Fo |
| 1F              | TO ELECT W. LEE NUTTER TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM         | Management    | Fo |
| 1G              | TO ELECT IAN M. ROLLAND TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM        | Management    | Fo |
| 1H              | TO ELECT ROBERT C. SKAGGS, JR. TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM | Management    | Fo |
| 1I              | TO ELECT RICHARD L. THOMPSON TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM   | Management    | Fo |
| 1J              | TO ELECT CAROLYN Y. WOO TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM        | Management    | Fo |
| 1K              | TO ELECT ROGER A. YOUNG TO SERVE ON THE BOARD OF DIRECTORS FOR A ONE-YEAR TERM        | Management    | Fo |
| 02              | RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTANTS.                                       | Management    | Fo |



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ORMAT TECHNOLOGIES, INC.

ORA

ISSUER: 686688102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | LUCIEN BRONICKI  | Management    | Fo |
|                 | DAN FALK   | Management    | Fo |
| 02              | TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR ITS FISCAL YEAR ENDING DECEMBER 31, 2007. | Management    | Fo |

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|    |   |            |    |
|----|---|------------|----|
| 03 | TO APPROVE AN AMENDMENT TO THE COMPANY S 2004 INCENTIVE COMPENSATION PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE PURSUANT TO THE PLAN BY 2,500,000. | Management | Fo |
|----|---|------------|----|

PINNACLE ENTERTAINMENT, INC.

PNK

ISSUER: 723456109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | DANIEL R. LEE   | Management    | Fo |
|                 | JOHN V. GIOVENCO  | Management    | Fo |
|                 | RICHARD J. GOEGLEIN   | Management    | Fo |
|                 | ELLIS LANDAU  | Management    | Fo |
|                 | BRUCE A. LESLIE   | Management    | Fo |
|                 | JAMES L. MARTINEAU  | Management    | Fo |
|                 | MICHAEL ORNEST  | Management    | Fo |
|                 | LYNN P. REITNOUER   | Management    | Fo |
| 02              | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE 2007 FISCAL YEAR | Management    | Fo |

SPRINT NEXTEL CORPORATION

S

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ISSUER: 852061100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 1A              | ELECTION OF DIRECTOR: KEITH J. BANE   | Management    | Fo    |
| 1B              | ELECTION OF DIRECTOR: ROBERT R. BENNETT   | Management    | Fo    |
| 1C              | ELECTION OF DIRECTOR: GORDON M. BETHUNE   | Management    | Fo    |
| 1D              | ELECTION OF DIRECTOR: FRANK M. DRENDEL  | Management    | Fo    |
| 1E              | ELECTION OF DIRECTOR: GARY D. FORSEE  | Management    | Fo    |
| 1F              | ELECTION OF DIRECTOR: JAMES H. HANCE, JR.   | Management    | Fo    |
| 1G              | ELECTION OF DIRECTOR: V. JANET HILL   | Management    | Fo    |
| 1H              | ELECTION OF DIRECTOR: IRVINE O. HOCKADAY, JR.   | Management    | Fo    |
| 1I              | ELECTION OF DIRECTOR: LINDA KOCH LORIMER  | Management    | Fo    |
| 1J              | ELECTION OF DIRECTOR: WILLIAM H. SWANSON  | Management    | Fo    |
| 02              | TO RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF SPRINT NEXTEL FOR 2007. | Management    | Fo    |
| 03              | TO APPROVE THE 2007 OMNIBUS INCENTIVE PLAN.   | Management    | Agai  |
| 04              | SHAREHOLDER PROPOSAL CONCERNING ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS.                    | Shareholder   | Agai  |

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TRONOX INCORPORATED

TRX

ISSUER: 897051207

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
|-----------------|----------|---------------|-------|

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|    |  |            |    |
|----|--|------------|----|
| 1A | ELECTION OF DIRECTOR: THOMAS W. ADAMS  | Management | Fo |
| 1B | ELECTION OF DIRECTOR: PETER D. KINNEAR   | Management | Fo |
| 02 | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP<br>AS THE COMPANY S INDEPENDENT AUDITORS. | Management | Fo |

UNITED STATES CELLULAR CORPORATION

USM

ISSUER: 911684108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal                     | Proposal<br>Type | Vo<br>Ca |
|--------------------|------------------------------|------------------|----------|
| 02                 | RATIFY ACCOUNTANTS FOR 2007. | Management       | Fo       |
| 01                 | DIRECTOR                     | Management       | Fo       |
|                    | P.H. DENUIT                  | Management       | Fo       |

CAMERON INTERNATIONAL CORPORATION

CAM

ISSUER: 13342B105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | MICHAEL E. PATRICK  | Management       | Fo       |
|                    | BRUCE W. WILKINSON  | Management       | Fo       |
| 02                 | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT<br>REGISTERED PUBLIC ACCOUNTANTS FOR 2007. | Management       | Fo       |

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CONOCOPHILLIPS

COP

ISSUER: 20825C104

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1A              | ELECTION OF CLASS II DIRECTOR: JAMES E. COPELAND, JR.  | Management    | Fo    |
| 1B              | ELECTION OF CLASS II DIRECTOR: KENNETH M. DUBERSTEIN   | Management    | Fo    |
| 1C              | ELECTION OF CLASS II DIRECTOR: RUTH R. HARKIN  | Management    | Fo    |
| 1D              | ELECTION OF CLASS II DIRECTOR: WILLIAM R. RHODES   | Management    | Fo    |
| 1E              | ELECTION OF CLASS II DIRECTOR: J. STAPLETON ROY  | Management    | Fo    |
| 1F              | ELECTION OF CLASS II DIRECTOR: WILLIAM E. WADE, JR.  | Management    | Fo    |
| 02              | RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007 | Management    | Fo    |
| 03              | CORPORATE POLITICAL CONTRIBUTIONS  | Shareholder   | Agai  |
| 04              | GLOBAL WARMING-RENEWABLES  | Shareholder   | Agai  |
| 05              | QUALIFICATION FOR DIRECTOR NOMINEES  | Shareholder   | Agai  |
| 06              | DRILLING IN SENSITIVE/PROTECTED AREAS  | Shareholder   | Agai  |
| 07              | REPORT ON RECOGNITION OF INDIGENOUS RIGHTS   | Shareholder   | Agai  |
| 08              | COMMUNITY ACCOUNTABILITY   | Shareholder   | Agai  |

CVS/CAREMARK CORPORATION

CVS

ISSUER: 126650100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1A              | ELECTION OF DIRECTOR: EDWIN M. BANKS             | Management    | Fo    |
| 1B              | ELECTION OF DIRECTOR: C. DAVID BROWN II          | Management    | Fo    |
| 1C              | ELECTION OF DIRECTOR: E. MAC CRAWFORD            | Management    | Fo    |
| 1D              | ELECTION OF DIRECTOR: DAVID W. DORMAN            | Management    | Fo    |
| 1E              | ELECTION OF DIRECTOR: KRISTEN E. GIBNEY WILLIAMS | Management    | Fo    |
| 1F              | ELECTION OF DIRECTOR: ROGER L. HEADRICK          | Management    | Fo    |
| 1G              | ELECTION OF DIRECTOR: MARIAN L. HEARD            | Management    | Fo    |

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|    |  |            |    |
|----|--|------------|----|
| 1H | ELECTION OF DIRECTOR: WILLIAM H. JOYCE   | Management | Fo |
| 1I | ELECTION OF DIRECTOR: JEAN-PIERRE MILLON | Management | Fo |
| 1J | ELECTION OF DIRECTOR: TERRENCE MURRAY    | Management | Fo |
| 1K | ELECTION OF DIRECTOR: C.A. LANCE PICCOLO | Management | Fo |
| 1L | ELECTION OF DIRECTOR: SHELI Z. ROSENBERG | Management | Fo |
| 1M | ELECTION OF DIRECTOR: THOMAS M. RYAN     | Management | Fo |
| 1N | ELECTION OF DIRECTOR: RICHARD J. SWIFT   | Management | Fo |

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|    |   |             |      |
|----|---|-------------|------|
| 02 | PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR. | Management  | Fo   |
| 03 | PROPOSAL TO ADOPT THE COMPANY S 2007 EMPLOYEE STOCK PURCHASE PLAN.  | Management  | Fo   |
| 04 | PROPOSAL TO ADOPT THE COMPANY S 2007 INCENTIVE PLAN.  | Management  | Fo   |
| 05 | STOCKHOLDER PROPOSAL REGARDING LIMITS ON CEO COMPENSATION.  | Shareholder | Agai |
| 06 | STOCKHOLDER PROPOSAL REGARDING SEPARATION OF THE ROLES OF CHAIRMAN AND CEO.   | Shareholder | Agai |
| 07 | STOCKHOLDER PROPOSAL REGARDING SUSTAINABILITY REPORTING BY THE COMPANY.   | Shareholder | Agai |
| 08 | STOCKHOLDER PROPOSAL REGARDING THE RELATIONSHIP BETWEEN THE COMPANY AND COMPENSATION CONSULTANTS.                                       | Shareholder | Agai |
| 09 | STOCKHOLDER PROPOSAL REGARDING THE COMPANY S POLICY ON STOCK OPTION GRANTS.   | Shareholder | Agai |

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 CVS/CAREMARK CORPORATION

CVS

ISSUER: 126650100

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | PROPOSAL SUBMITTED BY AMALGAMATED BANK LONG VIEW COLLECTIVE INVESTMENT FUND REQUESTING THAT THE BOARD OF DIRECTORS ADOPT A POLICY WITH RESPECT TO THE COMPANY S PRACTICES IN MAKING AWARDS OF EQUITY COMPENSATION TO DIRECTORS AND EXECUTIVES. | Shareholder   | Fo    |

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 EASTMAN KODAK COMPANY

EK

ISSUER: 277461109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | MICHAEL J. HAWLEY   | Management    | Fo   |
|                 | WILLIAM H. HERNANDEZ  | Management    | Fo   |
|                 | HECTOR DE J. RUIZ   | Management    | Fo   |
|                 | LAURA D'ANDREA TYSON  | Management    | Fo   |
| 02              | RATIFICATION OF THE AUDIT COMMITTEE S SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management    | Fo   |
| 03              | SHAREHOLDER PROPOSAL REQUESTING A MONETARY LIMIT ON EXECUTIVE COMPENSATION.   | Shareholder   | Agai |

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 MURPHY OIL CORPORATION

MUR

ISSUER: 626717102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | F.W. BLUE   | Management    | Fo   |
|                 | C.P. DEMING   | Management    | Fo   |
|                 | R.A. HERMES   | Management    | Fo   |
|                 | J.V. KELLEY   | Management    | Fo   |
|                 | R.M. MURPHY   | Management    | Fo   |
|                 | W.C. NOLAN, JR.                                     | Management    | Fo   |
|                 | I.B. RAMBERG  | Management    | Fo   |
|                 | N.E. SCHMALE  | Management    | Fo   |
|                 | D.J.H. SMITH  | Management    | Fo   |
|                 | C.G. THEUS  | Management    | Fo   |
| 02              | APPROVE THE PROPOSED 2007 LONG-TERM INCENTIVE PLAN. | Management    | Agai |

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|    |   |            |    |
|----|---|------------|----|
| 03 | APPROVE THE PROPOSED 2007 ANNUAL INCENTIVE PLAN.                                      | Management | Fo |
| 04 | APPROVE THE PROPOSED AMENDMENTS TO THE EMPLOYEE STOCK PURCHASE PLAN.                  | Management | Fo |
| 05 | APPROVE THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | Fo |

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 PROGRESS ENERGY, INC.

PGN

ISSUER: 743263105

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 1A              | ELECTION OF DIRECTOR: J. BOSTIC.  | Management    | Fo       |
| 1B              | ELECTION OF DIRECTOR: D. BURNER.  | Management    | Fo       |
| 1C              | ELECTION OF DIRECTOR: R. DAUGHERTY.   | Management    | Fo       |
| 1D              | ELECTION OF DIRECTOR: H. DELOACH.   | Management    | Fo       |
| 1E              | ELECTION OF DIRECTOR: R. JONES.   | Management    | Fo       |
| 1F              | ELECTION OF DIRECTOR: W. JONES.   | Management    | Fo       |
| 1G              | ELECTION OF DIRECTOR: R. MCGEHEE.   | Management    | Fo       |
| 1H              | ELECTION OF DIRECTOR: E. MCKEE.   | Management    | Fo       |
| 1I              | ELECTION OF DIRECTOR: J. MULLIN.  | Management    | Fo       |
| 1J              | ELECTION OF DIRECTOR: C. SALADRIGAS.  | Management    | Fo       |
| 1K              | ELECTION OF DIRECTOR: T. STONE.   | Management    | Fo       |
| 1L              | ELECTION OF DIRECTOR: A. TOLLISON.  | Management    | Fo       |
| 01              | RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS PROGRESS ENERGY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management    | Fo       |
| 02              | THE PROPOSAL RELATING TO THE APPROVAL OF THE PROGRESS ENERGY, INC. 2007 EQUITY INCENTIVE PLAN.                                      | Management    | Fo       |

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 REPSOL YPF, S.A.

REP

ISSUER: 76026T205

ISIN:

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SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS AND THE MANAGEMENT REPORT OF REPSOL YPF, S.A.                             | Management       | Fo       |
| 02                 | AMENDMENT OF THE ARTICLES OF ASSOCIATION.   | Management       | Fo       |
| 03                 | AMENDMENT OF THE REGULATIONS OF THE GENERAL SHAREHOLDERS MEETING.   | Management       | Fo       |
| 4A                 | DETERMINATION OF THE NUMBER OF DIRECTORS WITHIN THE LIMITS PROVIDED FOR IN ARTICLE 31 OF THE ARTICLES OF ASSOCIATION. | Management       | Fo       |
| 4B                 | RATIFICATION AND APPOINTMENT AS DIRECTOR OF MR. JUAN ABELLO GALLO   | Management       | Fo       |
| 4C                 | RATIFICATION AND APPOINTMENT AS DIRECTOR OF MR. LUIS FERNANDO DEL RIVERO ASENSIO.                                     | Management       | Fo       |
| 4D                 | RATIFICATION AND APPOINTMENT AS DIRECTOR OF MR. MANUEL RAVENTOS NEGRA.  | Management       | Fo       |
| 4E                 | RATIFICATION AND APPOINTMENT AS DIRECTOR OF MR. JOSE MANUEL LOUREDA MANTINAN.   | Management       | Fo       |
| 4F                 | RE-ELECTION OF MR. ANTONIO BRUFAU NIUBO AS DIRECTOR.  | Management       | Fo       |
| 4G                 | RE-ELECTION OF MR. CARMELO DE LAS MORENAS LOPEZ AS DIRECTOR.  | Management       | Fo       |
| 4H                 | APPOINTMENT OF MR. LUIS CARLOS CROISSIER BATISTA AS DIRECTOR.   | Management       | Fo       |
| 4I                 | APPOINTMENT OF MR. ANGEL DURANDEZ ADEVA AS DIRECTOR.  | Management       | Fo       |
| 05                 | APPOINTMENT OF THE ACCOUNTS AUDITOR OF REPSOL YPF, S.A. AND OF ITS CONSOLIDATED GROUP.                                | Management       | Fo       |
| 06                 | AUTHORISATION TO THE BOARD OF DIRECTORS FOR THE DERIVATIVE ACQUISITION OF SHARES OF REPSOL YPF, S.A.                  | Management       | Fo       |
| 07                 | DELEGATION OF POWERS TO SUPPLEMENT, DEVELOP, EXECUTE, RECTIFY AND FORMALIZE THE RESOLUTIONS.                          | Management       | Fo       |

TELEFONICA, S.A.

TEF

ISSUER: 879382208

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type         | Vo<br>Ca |
|--------------------|--|--------------------------|----------|
| 01                 | EXAMINATION AND APPROVAL, IF APPROPRIATE, OF THE INDIVIDUAL ANNUAL ACCOUNTS, OF THE CONSOLIDATED FINANCIAL STATEMENTS AND OF THE MANAGEMENT REPORT OF TELEFONICA, S.A. | Management               | Fo       |
| 02                 | DIRECTOR   | Management<br>Management | Fo<br>Fo |

MR. C. ALIERTA IZUEL+



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|                       |            |    |
|-----------------------|------------|----|
| MR. M. CARPIO GARCIA+ | Management | Fo |
| MR. G.H.F. DE ANGULO+ | Management | Fo |
| MR. P.I.A. DE TEJERA+ | Management | Fo |
| ENRIQUE USED AZNAR+   | Management | Fo |
| G.V. GALARRAGA+       | Management | Fo |
| MR. J.M.A.P. LOPEZ#   | Management | Fo |

|    |   |            |    |
|----|---|------------|----|
| 03 | AUTHORIZATION TO ACQUIRE THE COMPANY S OWN SHARES,<br>EITHER DIRECTLY OR THROUGH GROUP COMPANIES.                         | Management | Fo |
| 04 | DELEGATION TO THE BOARD OF DIRECTORS THE POWER<br>TO ISSUE DEBENTURES, BONDS, NOTES AND OTHER FIXED-INCOME<br>SECURITIES. | Management | Fo |

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|    |   |            |    |
|----|---|------------|----|
| 05 | REDUCTION IN SHARE CAPITAL BY MEANS OF THE REPURCHASE<br>OF THE COMPANY S OWN SHARES.                                 | Management | Fo |
| 6A | AMENDMENTS REGARDING THE GENERAL SHAREHOLDERS<br>MEETING.   | Management | Fo |
| 6B | AMENDMENTS REGARDING PROXY-GRANTING AND VOTING<br>BY MEANS OF LONG-DISTANCE COMMUNICATION AND REMOTE<br>ATTENDANCE.   | Management | Fo |
| 6C | AMENDMENTS REGARDING THE BOARD OF DIRECTORS.  | Management | Fo |
| 7A | AMENDMENT OF ARTICLE 5 (POWERS OF THE SHAREHOLDERS<br>AT THE GENERAL SHAREHOLDERS MEETING).                           | Management | Fo |
| 7B | AMENDMENTS RELATING TO THE CALL TO AND PREPARATION<br>OF THE GENERAL SHAREHOLDERS MEETING.                            | Management | Fo |
| 7C | AMENDMENTS RELATING TO PROXY-GRANTING AND VOTING<br>BY MEANS OF LONG-DISTANCE COMMUNICATION AND REMOTE<br>ATTENDANCE. | Management | Fo |
| 7D | OTHER AMENDMENTS: AMENDMENT OF ARTICLE 21 AND<br>AMENDMENT OF ARTICLE 24.   | Management | Fo |
| 08 | DELEGATION OF POWERS TO FORMALIZE, INTERPRET,<br>CURE AND CARRY OUT THE RESOLUTIONS ADOPTED BY<br>THE SHAREHOLDERS.   | Management | Fo |

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 VECTREN CORPORATION

VVC

ISSUER: 92240G101

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|------------------|----------|
| 01                 | DIRECTOR | Management       | Fo       |
|                    |          | Management       | Fo       |
|                    |          | Management       | Fo       |

JOHN M. DUNN  
 NIEL C. ELLERBROOK

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|    |  |            |            |
|----|--|------------|------------|
|    | JOHN D. ENGELBRECHT  | Management | Fo         |
|    | ANTON H. GEORGE  | Management | Fo         |
|    | MARTIN C. JISCHKE  | Management | Fo         |
|    | ROBERT L. KOCH II  | Management | Fo         |
|    | WILLIAM G. MAYS  | Management | Fo         |
|    | J. TIMOTHY MCGINLEY  | Management | Fo         |
|    | RICHARD P. RECHTER   | Management | Fo         |
|    | R. DANIEL SADLIER  | Management | Fo         |
|    | RICHARD W. SHYMANSKI   | Management | Fo         |
|    | MICHAEL L. SMITH   | Management | Fo         |
|    | JEAN L. WOJTOWICZ  | Management | Fo         |
| 02 | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP<br>AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS<br>FOR 2007. |            | Management |

-----  
 ALLIANT ENERGY CORPORATION

LNT

ISSUER: 018802108

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal             | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------------------|------------------|----------|
| 01                 | DIRECTOR             | Management       | Fo       |
|                    | JAMES A. LEACH*      | Management       | Fo       |
|                    | MICHAEL L. BENNETT** | Management       | Fo       |
|                    | DARRYL B. HAZEL**    | Management       | Fo       |

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|    |  |            |            |
|----|--|------------|------------|
|    | DAVID A. PERDUE**  | Management | Fo         |
|    | JUDITH D. PYLE**   | Management | Fo         |
| 02 | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE<br>& TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2007. |            | Management |

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 AVISTA CORP.

AVA

ISSUER: 05379B107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|------------------|----------|
|--------------------|----------|------------------|----------|

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|    |  |             |      |
|----|--|-------------|------|
| 03 | RATIFICATION OF THE APPOINTMENT OF THE FIRM OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2007. | Management  | Fo   |
| 01 | DIRECTOR   | Management  | Fo   |
|    | ERIC J. ANDERSON   | Management  | Fo   |
|    | KRISTIANNE BLAKE   | Management  | Fo   |
|    | JACK W. GUSTAVEL   | Management  | Fo   |
|    | MICHAEL L. NOEL  | Management  | Fo   |
|    | SCOTT L. MORRIS  | Management  | Fo   |
| 02 | AMENDMENT OF THE COMPANY S RESTATED ARTICLES OF INCORPORATION AND BYLAWS TO PROVIDE FOR ANNUAL ELECTION OF THE BOARD OF DIRECTORS.                 | Shareholder | Abst |

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CENTURYTEL, INC.

CTL

ISSUER: 156700106

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | DIRECTOR   | Management    | Fo    |
|                 | WILLIAM R. BOLES, JR.  | Management    | Fo    |
|                 | W. BRUCE HANKS   | Management    | Fo    |
|                 | C.G. MELVILLE, JR.   | Management    | Fo    |
|                 | GLEN F. POST, III  | Management    | Fo    |
| 02              | TO RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY S INDEPENDENT AUDITOR FOR 2007. | Management    | Fo    |
| 03              | TO ACT UPON A SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION.               | Shareholder   | Agai  |

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DUKE ENERGY CORPORATION

DUK

ISSUER: 26441C105

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
| 01              | DIRECTOR | Management    | Fo    |

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|    |   |            |    |
|----|---|------------|----|
|    | WILLIAM BARNET, III   | Management | Fo |
|    | G. ALEX BERNHARDT, SR.  | Management | Fo |
|    | MICHAEL G. BROWNING   | Management | Fo |
|    | PHILLIP R. COX  | Management | Fo |
|    | ANN MAYNARD GRAY  | Management | Fo |
|    | JAMES H. HANCE, JR.   | Management | Fo |
|    | JAMES T. RHODES   | Management | Fo |
|    | JAMES E. ROGERS   | Management | Fo |
|    | MARY L. SCHAPIRO  | Management | Fo |
|    | DUDLEY S. TAFT  | Management | Fo |
| 02 | RATIFICATION OF DELOITTE & TOUCHE LLP AS DUKE ENERGY S INDEPENDENT PUBLIC ACCOUNTANT FOR 2007 | Management | Fo |

NOVELIS INC.

NVL

ISSUER: 67000X106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | THE ARRANGEMENT RESOLUTION TO APPROVE THE ARRANGEMENT UNDER SECTION 192 OF THE CBCA INVOLVING NOVELIS, ITS SHAREHOLDERS AND OTHER SECURITYHOLDERS, HINDALCO AND ACQUISITION SUB. | Management    | Fo    |

THE DOW CHEMICAL COMPANY

DOW

ISSUER: 260543103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | DIRECTOR  | Management    | Fo    |
|                 | ARNOLD A. ALLEMANG  | Management    | Fo    |
|                 | JACQUELINE K. BARTON  | Management    | Fo    |
|                 | JAMES A. BELL   | Management    | Fo    |
|                 | JEFF M. FETTIG  | Management    | Fo    |
|                 | BARBARA H. FRANKLIN   | Management    | Fo    |
|                 | JOHN B. HESS  | Management    | Fo    |
|                 | ANDREW N. LIVERIS   | Management    | Fo    |
|                 | GEOFFERY E. MERSZEI   | Management    | Fo    |
|                 | WITHDRAWN   | Management    | Fo    |
|                 | JAMES M. RINGLER  | Management    | Fo    |
|                 | RUTH G. SHAW  | Management    | Fo    |
|                 | PAUL G. STERN   | Management    | Fo    |
| 02              | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management    | Fo    |
| 03              | AMENDMENT OF THE RESTATED CERTIFICATE OF INCORPORATION.                               | Management    | Fo    |

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|    |  |             |      |
|----|--|-------------|------|
| 04 | STOCKHOLDER PROPOSAL ON BHOPAL.  | Shareholder | Agai |
| 05 | STOCKHOLDER PROPOSAL ON GENETICALLY ENGINEERED SEED.                   | Shareholder | Agai |
| 06 | STOCKHOLDER PROPOSAL ON ENVIRONMENTAL REMEDIATION IN THE MIDLAND AREA. | Shareholder | Agai |
| 07 | STOCKHOLDER PROPOSAL ON CHEMICALS WITH LINKS TO RESPIRATORY PROBLEMS.  | Shareholder | Agai |

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 TRANSOCEAN INC. RIG  
 ISSUER: G90078109 ISIN:  
 SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1A              | ELECTION OF DIRECTOR: ROBERT L. LONG   | Management    | Fo    |
| 1B              | ELECTION OF DIRECTOR: MARTIN B. MCNAMARA   | Management    | Fo    |
| 1C              | ELECTION OF DIRECTOR: ROBERT M. SPRAGUE  | Management    | Fo    |
| 1D              | ELECTION OF DIRECTOR: J. MICHAEL TALBERT   | Management    | Fo    |
| 02              | APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management    | Fo    |

-----  
 VEOLIA ENVIRONNEMENT, PARIS

ISSUER: F9686M107 ISIN: FR0000124141  
 SEDOL: B03XMB0, 4031879, 7188761, B0335V1, 4104704  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| *               | FRENCH RESIDENT SHAREOWNERS MUST COMPLETE, SIGN AND FORWARD THE PROXY CARD DIRECTLY TO THE SUB CUSTODIAN. PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE TO OBTAIN THE NECESSARY CARD, | Non-Voting    |       |

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ACCOUNT DETAILS AND DIRECTIONS. THE FOLLOWING APPLIES TO NON-RESIDENT SHAREOWNERS: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE GLOBAL CUSTODIANS THAT HAVE BECOME REGISTERED INTERMEDIARIES, ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED INTERMEDIARY, THE GLOBAL CUSTODIAN WILL SIGN THE PROXY CARD AND FORWARD TO THE LOCAL CUSTODIAN. IF YOU ARE UNSURE WHETHER YOUR GLOBAL CUSTODIAN ACTS AS REGISTERED INTERMEDIARY, PLEASE CONTACT YOUR REPRESENTATIVE.

- |  |   |                         |             |
|--|---|-------------------------|-------------|
| O.1  | RECEIVE THE REPORT OF THE CHAIRMAN OF THE BOARD OF DIRECTORS ON THE WORK OF THE BOARD AND ON THE INTERNAL AUDIT PROCEDURES, THE MANAGEMENT REPORT OF THE BOARD OF DIRECTORS AND THE REPORT OF THE AUDITORS; APPROVAL THE COMPANY S FINANCIAL STATEMENTS FOR THE FY 2006   | Management              | Take<br>Act |
| O.2  | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FY DRAWN UP IN ACCORDANCE WITH THE PROVISION OF ARTICLES L. 233-16 ET SEQ OF THE FRENCH COMMERCIAL CODE AS SPECIFIED  | Management              | Take<br>Act |
| O.3  | APPROVAL OF THE CHARGES AND EXPENSES COVERED BY THE ARTICLES 39-4 OF THE FRENCH GENERAL TAX CODE AMOUNTED TO EUR 2,415,732.00   | Management              | Take<br>Act |
| <br>   |   |                         |             |
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| O.4  | APPROVE THE RECOMMENDATIONS OF THE BOARD OF DIRECTORS AND RESOLVES THAT THE INCOME FOR THE FY BE APPROPRIATED AS FOLLOWS: EARNINGS FOR THE FY: EUR 414,945,460.00, PRIOR RETAINED EARNINGS: EUR 732,650,010.00, TOTAL: EUR 1,147,595,470.00, ALLOCATION: LEGAL RESERVE: EUR 20,747,273.00, DIVIDENDS: EUR 417,240,854.00, RETAINED EARNINGS: EUR 709,607,342.00, THE SHAREHOLDERS WILL RECEIVE A NET DIVIDEND OF EUR 1.05 PER SHARE FOR 397,372,242 SHARES, AND WILL ENTITLE TO THE 40% DEDUCTION PROVIDED BY THE FRENCH TAX CODE, THIS DIVIDEND WILL BE PAID ON 15 MAY 2007, IN THE EVENT THAT THE COMPANY HOLDS SOME OF ITS OWN SHARES ON SUCH DATE, THE AMOUNT OF THE UNPAID DIVIDEND ON SUCH SHARES SHALL BE ALLOCATED TO THE RETAINED EARNINGS ACCOUNT, AS REQUIRED BY LAW | Management              | Take<br>Act |
| O.5  | APPROVAL, OF THE AGREEMENTS AND COMMITMENTS IN ACCORDANCE WITH THE ARTICLE L.225-40 OF THE COMMERCIAL LAW AND THE SPECIAL REPORT OF THE AUDITORS ON AGREEMENTS AND COMMITMENTS GOVERNED BY ARTICLE L. 225-38 OF THE FRANCE COMMERCIAL CODE  | Management              | Take<br>Act |

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|      |  |            |             |
|------|--|------------|-------------|
| E.14 | AMEND THE PARAGRAPH 3 OF THE ARTICLE 22 OF THE BY-LAWS   | Management | Take<br>Act |
| O.6  | APPOINT MR. PAOLO SCARONI AS A DIRECTOR, TO REPLACE MR. ARTHUR LAFFER, FOR THE REMAINDER OF MR. ARTHUR LAFFER S UNTIL THE SHAREHOLDERS MEETING CALLED TO APPROVE THE FINANCIAL STATEMENTS FOR THE FY 2008  | Management | Take<br>Act |
| O.7  | RATIFY THE NOMINATION OF MR. AUGUSTIN DE ROMANET DE BEAUNE, AS A MEMBER OF THE BOARD OF DIRECTORS, DONE BY THIS ONE IN ITS MEETING OF THE 29 MAR 2007, AS A SUBSTITUTE OF MR. FRANCIS MAYER  | Management | Take<br>Act |
| O.8  | APPOINT THE COMPANY KPMG SA, MEMBER OF THE COMPAGNIE REGIONALE DE VERSAILLES, AS THE PERMANENT STATUTORY AUDITOR   | Management | Take<br>Act |
| O.9  | APPOINT MR. PHILIPPE MATHIS, OF THE COMPAGNIE REGIONALE DE PARIS, AS THE SUBSTITUTE STATUTORY AUDITOR  | Management | Take<br>Act |
| O.10 | AUTHORIZE THE BOARD OF DIRECTORS TO TRADE IN THE COMPANY S SHARES ON THE STOCK MARKET, SUBJECT TO THE CONDITIONS DESCRIBED BELOW: MAXIMUM PURCHASE PRICE: EUR 90.00, MAXIMUM NUMBER OF SHARES TO BE ACQUIRED: 10% OF THE NUMBER OF SHARES COMPRISING THE COMPANY CAPITAL, I.E, 412,626,550 SHARES, THE NUMBER OF SHARES ACQUIRED BY THE COMPANY WITH A VIEW TO THEIR RETENTION OR THEIR SUBSEQUENT DELIVERY IN PAYMENT OR EXCHANGE AS PART OF A MERGER, DIVESTMENT OR CAPITAL CONTRIBUTION CANNOT EXCEED 5% OF ITS CAPITAL, MAXIMUM FUNDS INVESTED IN THE SHARE BUYBACKS: EUR 1,500,000,000.00, THIS AUTHORIZATION IS GIVEN FOR AN 18-MONTH PERIOD, IT SUPERSEDES THE FRACTION UNUSED OF ANY AND ALL EFFECT, TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES | Management | Take<br>Act |

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|      |   |            |             |
|------|---|------------|-------------|
| E.11 | AUTHORIZE THE BOARD OF DIRECTORS ITS AUTHORITY TO DECIDE ON A SHARE CAPITAL INCREASE, ON 1 OR MORE OCCASIONS, BY WAY OF ISSUING SHARES AND SECURITIES GIVING ACCESS TO THE CAPITAL IN FAVOUR OF MEMBERS OF 1 OR MORE COMPANY SAVINGS PLANS, THIS DELEGATION IS GIVEN FOR A 26-MONTH PERIOD AND FOR A MAXIMUM AMOUNT THAT SHALL NOT EXCEED | Management | Take<br>Act |
|------|---|------------|-------------|

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1% OF THE SHARE CAPITAL, THE MAXIMUM NOMINAL AMOUNT OF CAPITAL INCREASES TO BE CARRIEDOUT BY VIRTUE OF THE PRESENT RESOLUTION SHALL COUNT AGAINST THE OVERALL CEILING PROVIDED FOR IN RESOLUTION 17 APPROVED BY THE EGM OF 11 MAY 2006 OR IN AN EARLIER RESOLUTION TO THE SAME EFFECT, TO TAKE ALL NECESSARY MEASURES AND ACCOMPLISH ALL NECESSARY FORMALITIES, THIS DELEGATION OF POWERS SUPERSEDES THE FRACTION UNUSED OF ANY AND ALL EARLIER DELEGATIONS TO THE SAME EFFECT

|       |   |            |             |
|-------|---|------------|-------------|
| O.E17 | POWER FOR FORMALITIES   | Management | Take<br>Act |
| E.12  | <p>AUTHORIZE THE BOARD OF DIRECTORS WITH NECESSARY POWERS TO INCREASE THE SHARE CAPITAL, ON 1 OR MORE OCCASIONS, BY ISSUING SHARES FOR A TOTAL NUMBER OF SHARES WHICH SHALL NOT EXCEED 2% OF THE SHARE CAPITAL, THE MAXIMUM NOMINAL AMOUNT OF CAPITAL INCREASES WHICH MAY BE CARRIED OUT BY VIRTUE OF THE PRESENT DELEGATION SHALL COUNT AGAINST THE OVERALL CEILING SET FORTH IN THE RESOLUTION 17, APPROVED BY THE EGM OF 11 MAY 2006 OR AGAINST THE OVERALL CEILING SET FORTH IN ANY LATER RESOLUTION TO THE SAME EFFECT, THE SHAREHOLDERS MEETING DECIDES TO CANCEL THE SHAREHOLDERS PREFERENTIAL SUBSCRIPTION RIGHTS IN FAVOUR OF ANY COMPANY HELD BY A CREDIT INSTITUTION WHICH WILL IMPLEMENT A STRUCTURED OFFER OF SHARES IN FAVOUR OF EMPLOYEES AND CORPORATE OFFICERS OF COMPANIES RELATED TO THE COMPANY, LOCATED OUTSIDE FRANCE, THE PURPOSE IS TO SUBSCRIBE THE ISSUERS SHARES AS THIS SUBSCRIPTION WILL ALLOW THE EMPLOYEES AND CORPORATE OFFICERS TO BENEFIT FROM THE SAME EMPLOYEE SHAREHOLDING FORMULA AS THE ONES OF VEOLIA ENVIRONMENT GROUP, THIS AUTHORIZATION IS GRANTED FOR AN 18-MONTH PERIOD</p> | Management | Take<br>Act |
| E.13  | <p>AUTHORIZE THE BOARD OF DIRECTORS TO GRANT, FOR FREE, ON ONE OR MORE OCCASIONS, EXISTING OR FUTURE SHARES, IN FAVOUR OF THE EMPLOYEES OR THE CORPORATE OFFICERS OF THE COMPANY AND RELATED COMPANIES, THEY MAY NOT REPRESENT MORE THAN 0.5% OF THE SHARE CAPITAL</p>  | Management | Take<br>Act |
| E.15  | <p>AUTHORIZE THE BOARD OF DIRECTORS TO ISSUE IN ONE OR SEVERAL TIMES, COMPANY SHARES EQUITY WARRANTS AND THEIR FREE ALLOCATION TO ALL OF THE COMPANY SHAREHOLDERS</p>   | Management | Take<br>Act |
| E.16  | <p>AUTHORIZE THE BOARD OF DIRECTORS TO CARRY OUT THE AUTHORIZATIONS AND DELEGATIONS WHICH WERE GRANTED TO IT IN THE RESOLUTION 10, 11, 12 AND 13 OF THIS MEETING AND OF THE RESOLUTIONS 17, 18, 19, 20, 22, 24 AND 26 VOTED BY THE EGM OF THE 11 MAY 2006</p>   | Management | Take<br>Act |



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 CONSOLIDATED WATER CO. LTD.

CWCO

ISSUER: G23773107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | DIRECTOR   | Management    | Fo    |
|                 |  | Management    | Fo    |
|                 |  | Management    | Fo    |
|                 |  | Management    | Fo    |
| 02              | TO VOTE IN FAVOR OF THE ISSUANCE OF THE COMPANY S ORDINARY SHARES TO DAVID W. SASNETT, EXECUTIVE VICE PRESIDENT AND CHIEF FINANCIAL OFFICER, AND RAMJEET JERRYBANDAN, VICE PRESIDENT OF OVERSEES OPERATIONS OF THE COMPANY, IN ACCORDANCE WITH THEIR RESPECTIVE EMPLOYMENT AGREEMENTS. | Management    | Fo    |
| 03              | TO VOTE IN FAVOR OF THE AMENDMENT TO THE COMPANY S AMENDED AND RESTATED ARTICLES OF ASSOCIATION TO PROVIDE FOR THE ISSUANCE OF UNCERTIFIED SHARES.   | Management    | Fo    |
| 04              | TO RATIFY THE SELECTION OF RACHLIN COHEN & HOLTZ LLP AS THE INDEPENDENT ACCOUNTANTS FOR FISCAL YEAR ENDING DECEMBER 31, 2007.  | Management    | Fo    |
| 05              | TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING AND ANY POSTPONEMENTS OR ADJOURNMENTS THEREOF.   | Management    | Fo    |

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 TOTAL S.A.

TOT

ISSUER: 89151E109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | APPROVAL OF PARENT COMPANY FINANCIAL STATEMENTS | Management    | Fo    |
| 02              | APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS   | Management    | Fo    |
| 03              | ALLOCATION OF EARNINGS, DECLARATION OF DIVIDEND | Management    | Fo    |

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|     |  |            |      |
|-----|--|------------|------|
| O4  | AGREEMENTS COVERED BY ARTICLE L. 225-38 OF THE FRENCH COMMERCIAL CODE  | Management | Fo   |
| O5  | AUTHORIZATION FOR THE BOARD OF DIRECTORS TO TRADE SHARES OF THE COMPANY  | Management | Fo   |
| O6  | RENEWAL OF THE APPOINTMENT OF MR. THIERRY DESMAREST AS A DIRECTOR  | Management | Fo   |
| O7  | RENEWAL OF THE APPOINTMENT OF MR. THIERRY DE RUDDER AS A DIRECTOR  | Management | Fo   |
| O8  | RENEWAL OF THE APPOINTMENT OF MR. SERGE TCHURUK AS A DIRECTOR  | Management | Fo   |
| O9  | APPOINTMENT OF A DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS IN APPLICATION OF ARTICLE 11 OF THE ARTICLES OF ASSOCIATION | Management | Fo   |
| O10 | APPOINTMENT OF A DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS IN APPLICATION OF ARTICLE 11 OF THE ARTICLES OF ASSOCIATION | Management | Agai |
| O11 | APPOINTMENT OF A DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS IN APPLICATION OF ARTICLE 11 OF THE ARTICLES OF ASSOCIATION | Management | Agai |

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|     |  |            |    |
|-----|--|------------|----|
| O12 | DETERMINATION OF THE TOTAL AMOUNT OF DIRECTORS COMPENSATION  | Management | Fo |
| E13 | 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 | Management | Fo |
| E14 | 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                        | Management | Fo |
| E15 | 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  | Management | Fo |
| E16 | 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                            | Management | Fo |
| E17 | AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO REDUCE CAPITAL BY CANCELING SHARES  | Management | Fo |
| E18 | 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 MEETINGS   | Management | Fo |

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|     |  |            |      |
|-----|--|------------|------|
| E20 | 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  | Management | Fo   |
| E19 | 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 WHATSOEVER IN A GENERAL MEETING OF THE COMPANY | Management | Fo   |
| A   | NEW PROCEDURE TO NOMINATE THE EMPLOYEE-SHAREHOLDER DIRECTOR  | Management | Agai |
| B   | AUTHORIZATION TO GRANT RESTRICTED SHARES OF THE COMPANY TO GROUP EMPLOYEES   | Management | Agai |
| C   | AMENDMENT OF ARTICLE 18, PARAGRAPH 7 OF THE COMPANY S ARTICLES OF ASSOCIATION IN VIEW OF DELETING THE STATUTORY CLAUSE LIMITING VOTING RIGHTS  | Management | Agai |

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UNISOURCE ENERGY CORPORATION

UNS

ISSUER: 909205106

ISIN:

SEDOL:  
-----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal             | Proposal Type | Vo Ca |
|-----------------|----------------------|---------------|-------|
| 01              | DIRECTOR             | Management    | Fo    |
|                 | JAMES S. PIGNATELLI  | Management    | Fo    |
|                 | LAWRENCE J. ALDRICH  | Management    | Fo    |
|                 | BARBARA M. BAUMANN   | Management    | Fo    |
|                 | LARRY W. BICKLE      | Management    | Fo    |
|                 | ELIZABETH T. BILBY   | Management    | Fo    |
|                 | HAROLD W. BURLINGAME | Management    | Fo    |
|                 | JOHN L. CARTER       | Management    | Fo    |
|                 | ROBERT A. ELLIOTT    | Management    | Fo    |
|                 | DANIEL W.L. FESSLER  | Management    | Fo    |
|                 | KENNETH HANDY        | Management    | Fo    |

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|    |   |            |    |
|----|---|------------|----|
| 02 | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT PUBLIC ACCOUNTING FIRM | Management | Fo |
|    | WARREN Y. JOBE  | Management | Fo |
|    | JOAQUIN RUIZ  | Management | Fo |

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BG GROUP PLC

BRG

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ISSUER: 055434203

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | ANNUAL REPORT AND ACCOUNTS   | Management    | Fo |
| 02              | REMUNERATION REPORT  | Management    | Fo |
| 03              | DECLARATION OF DIVIDEND  | Management    | Fo |
| 04              | ELECTION OF PHILIPPE VARIN   | Management    | Fo |
| 05              | RE-ELECTION OF SIR WILLIAM FRIEDRICH   | Management    | Fo |
| 06              | RE-ELECTION OF PETER BACKHOUSE   | Management    | Fo |
| 07              | RE-ELECTION OF SIR JOHN COLES  | Management    | Fo |
| 08              | RE-ELECTION OF PAUL COLLINS  | Management    | Fo |
| 09              | RE-ELECTION OF LORD SHARMAN  | Management    | Fo |
| 10              | RE-APPOINTMENT OF AUDITORS   | Management    | Fo |
| 11              | REMUNERATION OF AUDITORS   | Management    | Fo |
| 12              | POLITICAL DONATIONS  | Management    | Fo |
| 13              | AUTHORITY TO ALLOT SHARES  | Management    | Fo |
| 14              | SPECIAL RESOLUTION - DISAPPLICATION OF PRE-EMPTION RIGHTS                      | Management    | Fo |
| 15              | SPECIAL RESOLUTION - AUTHORITY TO MAKE MARKET PURCHASES OF OWN ORDINARY SHARES | Management    | Fo |
| 16              | SPECIAL RESOLUTION - ADOPTION OF NEW ARTICLES OF ASSOCIATION                   | Management    | Fo |

COMMERCE BANCORP, INC.

CBH

ISSUER: 200519106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                | Proposal Type | Vo |
|-----------------|-------------------------|---------------|----|
| 01              | DIRECTOR                | Management    | Fo |
|                 | VERNON W. HILL, II      | Management    | Fo |
|                 | JACK R BERSHAD          | Management    | Fo |
|                 | JOSEPH E. BUCKELEW      | Management    | Fo |
|                 | DONALD T. DIFRANCESCO   | Management    | Fo |
|                 | NICHOLAS A. GIORDANO    | Management    | Fo |
|                 | MORTON N. KERR          | Management    | Fo |
|                 | STEVEN M. LEWIS         | Management    | Fo |
|                 | JOHN K. LLOYD           | Management    | Fo |
|                 | GEORGE E. NORCROSS, III | Management    | Fo |
|                 | DANIEL J. RAGONE        | Management    | Fo |
|                 | WILLIAM A. SCHWARTZ, JR | Management    | Fo |
|                 | JOSEPH T. TARQUINI, JR. | Management    | Fo |
|                 | JOSEPH S. VASSALLUZZO   | Management    | Fo |

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 DIAMOND OFFSHORE DRILLING, INC.

DO

ISSUER: 25271C102

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | JAMES S. TISCH  | Management    | Fo |
|                 | LAWRENCE R. DICKERSON   | Management    | Fo |
|                 | ALAN R. BATKIN  | Management    | Fo |
|                 | JOHN R. BOLTON  | Management    | Fo |
|                 | CHARLES L. FABRIKANT  | Management    | Fo |
|                 | PAUL G. GAFFNEY II  | Management    | Fo |
|                 | HERBERT C. HOFMANN  | Management    | Fo |
|                 | ARTHUR L. REBELL  | Management    | Fo |
|                 | RAYMOND S. TROUBH   | Management    | Fo |
| 02              | TO APPROVE OUR AMENDED AND RESTATED INCENTIVE COMPENSATION PLAN FOR EXECUTIVE OFFICERS.                             | Management    | Fo |
| 03              | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR FISCAL YEAR 2007. | Management    | Fo |

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 FIRSTENERGY CORP.

FE

ISSUER: 337932107

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                | Proposal Type | Vo |
|-----------------|-------------------------|---------------|----|
| 01              | DIRECTOR                | Management    | Fo |
|                 | PAUL T. ADDISON         | Management    | Fo |
|                 | ANTHONY J. ALEXANDER    | Management    | Fo |
|                 | MICHAEL J. ANDERSON     | Management    | Fo |
|                 | DR. CAROL A. CARTWRIGHT | Management    | Fo |
|                 | WILLIAM T. COTTLE       | Management    | Fo |
|                 | ROBERT B. HEISLER, JR.  | Management    | Fo |
|                 | ERNEST J. NOVAK, JR.    | Management    | Fo |
|                 | CATHERINE A. REIN       | Management    | Fo |
|                 | GEORGE M. SMART         | Management    | Fo |
|                 | WES M. TAYLOR           | Management    | Fo |
|                 | JESSE T. WILLIAMS, SR.  | Management    | Fo |

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|    |   |             |      |
|----|---|-------------|------|
| 02 | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management  | Fo   |
| 03 | APPROVAL OF THE FIRSTENERGY CORP. 2007 INCENTIVE PLAN         | Management  | Agai |
| 04 | SHAREHOLDER PROPOSAL  | Shareholder | Agai |
| 05 | SHAREHOLDER PROPOSAL  | Shareholder | Agai |
| 06 | SHAREHOLDER PROPOSAL  | Shareholder | Agai |

FLUSHING FINANCIAL CORPORATION

FFIC

ISSUER: 343873105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

Proposal

Proposal

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| Number | Proposal   | Type       | Ca |
|--------|--|------------|----|
| 01     | DIRECTOR   | Management | Fo |
|        | GERARD P. TULLY, SR.   | Management | Fo |
|        | JOHN R. BURAN  | Management | Fo |
|        | JAMES D. BENNETT   | Management | Fo |
|        | VINCENT F. NICOLOSI  | Management | Fo |
| 02     | RATIFICATION OF APPOINTMENT OF GRANT THORNTON, LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR YEAR ENDING DECEMBER 31, 2007. | Management | Fo |

HEALTH MANAGEMENT ASSOCIATES, INC.

HMA

ISSUER: 421933102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                | Proposal Type | Vo |
|-----------------|-------------------------|---------------|----|
| 01              | DIRECTOR                | Management    | Fo |
|                 | WILLIAM J. SCHOEN       | Management    | Fo |
|                 | JOSEPH V. VUMBACCO      | Management    | Fo |
|                 | KENT P. DAUTEN          | Management    | Fo |
|                 | DONALD E. KIERNAN       | Management    | Fo |
|                 | ROBERT A. KNOX          | Management    | Fo |
|                 | WILLIAM E. MAYBERRY, MD | Management    | Fo |
|                 | VICKI A. O'MEARA        | Management    | Fo |

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|    |   |                         |            |    |
|----|---|-------------------------|------------|----|
|    |   | WILLIAM C. STEERE, JR.  | Management | Fo |
|    |   | R.W. WESTERFIELD, PH.D. | Management | Fo |
| 02 | TO RATIFY THE SELECTION OF ERNST & YOUNG LLP<br>AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER<br>31, 2007. |                         | Management | Fo |

JPMORGAN CHASE & CO.

JPM

ISSUER: 46625H100

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  |                       | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|-----------------------|------------------|----------|
| 01                 | DIRECTOR  |                       | Management       | Fo       |
|                    |   | CRANDALL C. BOWLES    | Management       | Fo       |
|                    |   | STEPHEN B. BURKE      | Management       | Fo       |
|                    |   | JAMES S. CROWN        | Management       | Fo       |
|                    |   | JAMES DIMON           | Management       | Fo       |
|                    |   | ELLEN V. FUTTER       | Management       | Fo       |
|                    |   | WILLIAM H. GRAY, III  | Management       | Fo       |
|                    |   | LABAN P. JACKSON, JR. | Management       | Fo       |
|                    |   | ROBERT I. LIPP        | Management       | Fo       |
|                    |   | DAVID C. NOVAK        | Management       | Fo       |
|                    |   | LEE R. RAYMOND        | Management       | Fo       |
|                    |   | WILLIAM C. WELDON     | Management       | Fo       |
| 02                 | APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM |                       | Management       | Fo       |
| 03                 | STOCK OPTIONS   |                       | Shareholder      | Agai     |
| 04                 | PERFORMANCE-BASED RESTRICTED STOCK                              |                       | Shareholder      | Agai     |

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|    |                                 |  |             |      |
|----|---------------------------------|--|-------------|------|
| 05 | EXECUTIVE COMPENSATION APPROVAL |  | Shareholder | Agai |
| 06 | SEPARATE CHAIRMAN               |  | Shareholder | Agai |
| 07 | CUMULATIVE VOTING               |  | Shareholder | Agai |
| 08 | MAJORITY VOTING FOR DIRECTORS   |  | Shareholder | Agai |
| 09 | POLITICAL CONTRIBUTIONS REPORT  |  | Shareholder | Agai |
| 10 | SLAVERY APOLOGY REPORT          |  | Shareholder | Agai |

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ROYAL DUTCH SHELL PLC

RDSA

ISSUER: 780259206

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Voting Category |
|-----------------|--|---------------|-----------------|
| 01              | ADOPTION OF ANNUAL REPORT AND ACCOUNTS                             | Management    | For             |
| 02              | APPROVAL OF REMUNERATION REPORT                                    | Management    | For             |
| 03              | ELECTION OF RIJKMAN GROENINK AS A DIRECTOR OF THE COMPANY          | Management    | For             |
| 04              | RE-ELECTION OF MALCOLM BRINDED AS A DIRECTOR OF THE COMPANY        | Management    | For             |
| 05              | RE-ELECTION OF LINDA COOK AS A DIRECTOR OF THE COMPANY             | Management    | For             |
| 06              | RE-ELECTION OF MAARTEN VAN DEN BERGH AS A DIRECTOR OF THE COMPANY  | Management    | For             |
| 07              | RE-ELECTION OF NINA HENDERSON AS A DIRECTOR OF THE COMPANY         | Management    | For             |
| 08              | RE-ELECTION OF CHRISTINE MORIN-POSTEL AS A DIRECTOR OF THE COMPANY | Management    | For             |
| 09              | RE-APPOINTMENT OF AUDITORS   | Management    | For             |
| 10              | REMUNERATION OF AUDITORS   | Management    | For             |
| 11              | AUTHORITY TO ALLOT SHARES  | Management    | For             |
| 12              | DISAPPLICATION OF PRE-EMPTION RIGHTS                               | Management    | For             |
| 13              | AUTHORITY TO PURCHASE OWN SHARES                                   | Management    | For             |
| 14              | AUTHORITY FOR CERTAIN DONATIONS AND EXPENDITURE                    | Management    | For             |

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STATOIL ASA

STO

ISSUER: 85771P102

ISIN:

SEDOL:



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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 03              | ELECTION OF A CHAIR OF THE MEETING  | Management    | Fo    |
| 04              | ELECTION OF A PERSON TO CO-SIGN THE MINUTES TOGETHER WITH THE CHAIR OF THE MEETING  | Management    | Fo    |
| 05              | APPROVAL OF THE NOTICE AND THE AGENDA   | Management    | Fo    |
| 06              | APPROVAL OF THE ANNUAL REPORT AND ACCOUNTS FOR STATOIL ASA AND THE STATOIL GROUP FOR 2006, INCLUDING THE BOARD OF DIRECTORS PROPOSAL FOR THE DISTRIBUTION OF THE DIVIDEND | Management    | Fo    |
| 07              | DETERMINATION OF REMUNERATION FOR THE COMPANY S AUDITOR   | Management    | Fo    |
| 08              | DECLARATION OF STIPULATION OF SALARY AND OTHER REMUNERATION FOR TOP MANAGEMENT  | Management    | Fo    |
| 09              | AUTHORISATION TO ACQUIRE STATOIL SHARES IN THE MARKET FOR SUBSEQUENT ANNULMENT  | Management    | Fo    |
| 10              | AUTHORISATION TO ACQUIRE STATOIL SHARES IN THE MARKET IN ORDER TO CONTINUE IMPLEMENTATION OF THE SHARE SAVING PLAN FOR EMPLOYEES  | Management    | Fo    |

THE ALLSTATE CORPORATION

ALL

ISSUER: 020002101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1A              | ELECTION OF DIRECTOR: F. DUANE ACKERMAN    | Management    | Fo    |
| 1B              | ELECTION OF DIRECTOR: JAMES G. ANDRESS     | Management    | Fo    |
| 1C              | ELECTION OF DIRECTOR: ROBERT D. BEYER      | Management    | Fo    |
| 1D              | ELECTION OF DIRECTOR: W. JAMES FARRELL     | Management    | Fo    |
| 1E              | ELECTION OF DIRECTOR: JACK M. GREENBERG    | Management    | Fo    |
| 1F              | ELECTION OF DIRECTOR: RONALD T. LEMAY      | Management    | Fo    |
| 1G              | ELECTION OF DIRECTOR: EDWARD M. LIDDY      | Management    | Fo    |
| 1H              | ELECTION OF DIRECTOR: J. CHRISTOPHER REYES | Management    | Fo    |
| 1I              | ELECTION OF DIRECTOR: H. JOHN RILEY, JR.   | Management    | Fo    |
| 1J              | ELECTION OF DIRECTOR: JOSHUA I. SMITH      | Management    | Fo    |

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|    |   |            |    |
|----|---|------------|----|
| 1K | ELECTION OF DIRECTOR: JUDITH A. SPRIESER  | Management | Fo |
| 1L | ELECTION OF DIRECTOR: MARY ALICE TAYLOR   | Management | Fo |
| 1M | ELECTION OF DIRECTOR: THOMAS J. WILSON  | Management | Fo |
| 02 | APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2007.                                    | Management | Fo |
| 03 | AMENDMENTS TO THE RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE THE SUPERMAJORITY VOTE REQUIREMENTS. | Management | Fo |

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 AMERICAN INTERNATIONAL GROUP, INC.

AIG

ISSUER: 026874107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | DIRECTOR   | Management    | Fo    |
|                 | MARSHALL A. COHEN  | Management    | Fo    |
|                 | MARTIN S. FELDSTEIN  | Management    | Fo    |
|                 | ELLEN V. FUTTER  | Management    | Fo    |
|                 | STEPHEN L. HAMMERMAN   | Management    | Fo    |
|                 | RICHARD C. HOLBROOKE   | Management    | Fo    |
|                 | FRED H. LANGHAMMER   | Management    | Fo    |
|                 | GEORGE L. MILES, JR.   | Management    | Fo    |
|                 | MORRIS W. OFFIT  | Management    | Fo    |
|                 | JAMES F. ORR III   | Management    | Fo    |
|                 | VIRGINIA M. ROMETTY  | Management    | Fo    |
|                 | MARTIN J. SULLIVAN   | Management    | Fo    |
|                 | MICHAEL H. SUTTON  | Management    | Fo    |
|                 | EDMUND S.W. TSE  | Management    | Fo    |
|                 | ROBERT B. WILLUMSTAD   | Management    | Fo    |
|                 | FRANK G. ZARB  | Management    | Fo    |
| 02              | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS AIG S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management    | Fo    |
| 03              | ADOPTION OF THE AMERICAN INTERNATIONAL GROUP, INC. 2007 STOCK INCENTIVE PLAN.  | Management    | Fo    |
| 04              | SHAREHOLDER PROPOSAL RELATING TO PERFORMANCE-BASED STOCK OPTIONS.  | Shareholder   | Agai  |

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 ANADARKO PETROLEUM CORPORATION

APC

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ISSUER: 032511107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | LARRY BARCUS   | Management    | Fo |
|                 | JAMES L. BRYAN   | Management    | Fo |
|                 | H. PAULETT EBERHART                                    | Management    | Fo |
|                 | JAMES T. HACKETT                                       | Management    | Fo |
| 02              | RATIFICATION OF APPOINTMENT OF INDEPENDENT ACCOUNTANTS | Management    | Fo |

ASTORIA FINANCIAL CORPORATION

AF

ISSUER: 046265104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | JOHN J. CONEFRY, JR.   | Management    | Fo   |
|                 | THOMAS V. POWDERLY   | Management    | Fo   |
| 02              | THE APPROVAL OF THE ASTORIA FINANCIAL CORPORATION 2007 NON-EMPLOYEE DIRECTOR STOCK PLAN. | Management    | Agai |

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|    |  |            |    |
|----|--|------------|----|
| 03 | THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ASTORIA FINANCIAL CORPORATION FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management | Fo |
|----|--|------------|----|

CIMAREX ENERGY CO.

XEC

ISSUER: 171798101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

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| Proposal Number | Proposal   | Proposal Type        | Vo |
|-----------------|--|----------------------|----|
| 01              | DIRECTOR   | Management           | Fo |
|                 |  | CORTLANDT S. DIETLER | Fo |
|                 |  | HANS HELMERICH       | Fo |
|                 |  | MONROE W. ROBERTSON  | Fo |
| 02              | RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR 2007. | Management           | Fo |

GENERAL MARITIME CORPORATION

GMR

ISSUER: Y2692M103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type         | Vo |
|-----------------|---|-----------------------|----|
| 01              | DIRECTOR  | Management            | Fo |
|                 |   | PETER C. GEORGIPOULOS | Fo |
|                 |   | WILLIAM J. CRABTREE   | Fo |
|                 |   | STEPHEN A. KAPLAN     | Fo |
| 02              | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS | Management            | Fo |

HALLIBURTON COMPANY

HAL

ISSUER: 406216101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                            | Proposal Type | Vo |
|-----------------|-------------------------------------|---------------|----|
| 1A              | ELECTION OF DIRECTOR: K.M. BADER    | Management    | Fo |
| 1B              | ELECTION OF DIRECTOR: A.M. BENNETT  | Management    | Fo |
| 1C              | ELECTION OF DIRECTOR: J.R. BOYD     | Management    | Fo |
| 1D              | ELECTION OF DIRECTOR: M. CARROLL    | Management    | Fo |
| 1E              | ELECTION OF DIRECTOR: R.L. CRANDALL | Management    | Fo |
| 1F              | ELECTION OF DIRECTOR: K.T DERR      | Management    | Fo |

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|    |   |             |      |
|----|---|-------------|------|
| 1G | ELECTION OF DIRECTOR: S.M. GILLIS                       | Management  | Fo   |
| 1H | ELECTION OF DIRECTOR: W.R. HOWELL                       | Management  | Fo   |
| 1I | ELECTION OF DIRECTOR: D.J. LESAR                        | Management  | Fo   |
| 1J | ELECTION OF DIRECTOR: J.L. MARTIN                       | Management  | Fo   |
| 1K | ELECTION OF DIRECTOR: J.A. PRECOURT                     | Management  | Fo   |
| 1L | ELECTION OF DIRECTOR: D.L. REED                         | Management  | Fo   |
| 02 | PROPOSAL FOR RATIFICATION OF THE SELECTION OF AUDITORS. | Management  | Fo   |
| 03 | PROPOSAL ON HUMAN RIGHTS REVIEW.                        | Shareholder | Agai |
| 04 | PROPOSAL ON POLITICAL CONTRIBUTIONS.                    | Shareholder | Agai |
| 05 | PROPOSAL ON STOCKHOLDER RIGHTS PLAN.                    | Shareholder | Agai |

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INTEL CORPORATION

INTC

ISSUER: 458140100

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 1A              | ELECTION OF DIRECTOR: CRAIG R. BARRETT  | Management    | Fo    |
| 1B              | ELECTION OF DIRECTOR: CHARLENE BARSHEFSKY   | Management    | Fo    |
| 1C              | ELECTION OF DIRECTOR: SUSAN L. DECKER   | Management    | Fo    |
| 1D              | ELECTION OF DIRECTOR: D. JAMES GUZY   | Management    | Fo    |
| 1E              | ELECTION OF DIRECTOR: REED E. HUNDT   | Management    | Fo    |
| 1F              | ELECTION OF DIRECTOR: PAUL S. OTELLINI  | Management    | Fo    |
| 1G              | ELECTION OF DIRECTOR: JAMES D. PLUMMER  | Management    | Fo    |
| 1H              | ELECTION OF DIRECTOR: DAVID S. POTTRUCK   | Management    | Fo    |
| 1I              | ELECTION OF DIRECTOR: JANE E. SHAW  | Management    | Fo    |
| 1J              | ELECTION OF DIRECTOR: JOHN L. THORNTON  | Management    | Fo    |
| 1K              | ELECTION OF DIRECTOR: DAVID B. YOFFIE   | Management    | Fo    |
| 02              | RATIFICATION OF SELECTION OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM | Management    | Fo    |

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|    |  |             |      |
|----|--|-------------|------|
| 03 | AMENDMENT AND EXTENSION OF THE 2006 EQUITY INCENTIVE PLAN            | Management  | Agai |
| 04 | APPROVAL OF THE 2007 EXECUTIVE OFFICER INCENTIVE PLAN                | Management  | Fo   |
| 05 | STOCKHOLDER PROPOSAL REQUESTING LIMITATION ON EXECUTIVE COMPENSATION | Shareholder | Agai |

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 INTERMEC, INC. IN  
 ISSUER: 458786100 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | LARRY D. BRADY   | Management    | Fo |
|                 | CLAIRE W. GARGALLI   | Management    | Fo |
|                 | GREGORY K. HINCKLEY  | Management    | Fo |
|                 | LYDIA H. KENNARD   | Management    | Fo |
|                 | ALLEN J. LAUER   | Management    | Fo |
|                 | STEPHEN P. REYNOLDS  | Management    | Fo |
|                 | STEVEN B. SAMPLE   | Management    | Fo |
|                 | OREN G. SHAFFER  | Management    | Fo |
|                 | LARRY D. YOST  | Management    | Fo |
| 02              | RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS | Management    | Fo |

-----  
 PETROCHINA COMPANY LIMITED PTR  
 ISSUER: 71646E100 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | TO CONSIDER AND APPROVE THE REPORT OF THE BOARD OF DIRECTORS.    | Management    | Fo |
| 02              | TO CONSIDER AND APPROVE THE REPORT OF THE SUPERVISORY COMMITTEE. | Management    | Fo |

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|    |   |            |    |
|----|---|------------|----|
| 03 | TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS.   | Management | Fo |
| 04 | TO CONSIDER AND APPROVE THE DECLARATION AND PAYMENT OF THE FINAL DIVIDENDS FOR THE YEAR ENDED 31 DECEMBER 2006.               | Management | Fo |
| 05 | TO CONSIDER AND APPROVE THE AUTHORISATION OF THE BOARD OF DIRECTORS TO DETERMINE THE DISTRIBUTION OF INTERIM DIVIDENDS.       | Management | Fo |
| 06 | APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE INTERNATIONAL AUDITORS OF THE COMPANY.   | Management | Fo |
| 07 | TO CONSIDER AND APPROVE THE RE-ELECTION OF MR. JIANG JIEMIN AS DIRECTOR OF THE COMPANY.                                       | Management | Fo |
| 08 | TO CONSIDER AND APPROVE THE RE-ELECTION OF MR. ZHOU JIPING AS DIRECTOR OF THE COMPANY.  | Management | Fo |
| 09 | TO CONSIDER AND APPROVE THE RE-ELECTION OF MR. DUAN WENDE AS DIRECTOR OF THE COMPANY.   | Management | Fo |
| 10 | TO CONSIDER AND APPROVE THE RE-ELECTION OF MR. SUN XIANFENG AS SUPERVISOR OF THE COMPANY.                                     | Management | Fo |
| 11 | TO CONSIDER AND APPROVE THE ELECTION OF MR. ZHANG JINZHU AS SUPERVISOR OF THE COMPANY.  | Management | Fo |
| 12 | TO GRANT A GENERAL MANDATE TO THE BOARD TO ISSUE, ALLOT AND DEAL WITH ADDITIONAL DOMESTIC AND OVERSEAS LISTED FOREIGN SHARES. | Management | Fo |
| 13 | TO CONSIDER AND APPROVE THE EQUITY INTEREST TRANSFER AGREEMENT DATED 18 MARCH 2007.   | Management | Fo |
| 14 | TO CONSIDER AND APPROVE OTHER MATTERS, IF ANY.  | Management | Fo |

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-----  
 SAFEWAY INC.

SWY

ISSUER: 786514208

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 1A              | ELECTION OF DIRECTOR: STEVEN A. BURD                           | Management    | Fo       |
| 1B              | ELECTION OF DIRECTOR: JANET E. GROVE                           | Management    | Fo       |
| 1C              | ELECTION OF DIRECTOR: MOHAN GYANI                              | Management    | Fo       |
| 1D              | ELECTION OF DIRECTOR: PAUL HAZEN                               | Management    | Fo       |
| 1E              | ELECTION OF DIRECTOR: ROBERT I. MACDONNELL                     | Management    | Fo       |
| 1F              | ELECTION OF DIRECTOR: DOUGLAS J. MACKENZIE                     | Management    | Fo       |
| 1G              | ELECTION OF DIRECTOR: REBECCA A. STIRN                         | Management    | Fo       |
| 1H              | ELECTION OF DIRECTOR: WILLIAM Y. TAUSCHER                      | Management    | Fo       |
| 1I              | ELECTION OF DIRECTOR: RAYMOND G. VIAULT                        | Management    | Fo       |
| 02              | APPROVAL OF SAFEWAY INC. 2007 EQUITY AND INCENTIVE AWARD PLAN. | Management    | Agai     |

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|    |   |             |      |
|----|---|-------------|------|
| 03 | APPROVAL OF AMENDED AND RESTATED CAPITAL PERFORMANCE BONUS PLAN FOR EXECUTIVE OFFICERS AND KEY EMPLOYEES OF SAFEWAY INC.                  | Management  | Fo   |
| 04 | RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007. | Management  | Fo   |
| 05 | STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING.  | Shareholder | Agai |
| 06 | STOCKHOLDER PROPOSAL REQUESTING THAT AN INDEPENDENT DIRECTOR SERVE AS CHAIRMAN OF THE BOARD.  | Shareholder | Agai |
| 07 | STOCKHOLDER PROPOSAL REQUESTING THE LABELING OF PRODUCTS OF CLONING OR GENETIC ENGINEERING.   | Shareholder | Agai |
| 08 | STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A SUSTAINABILITY REPORT.   | Shareholder | Agai |
| 09 | STOCKHOLDER PROPOSAL REQUESTING THAT THE COMPANY ISSUE A REPORT ON CONTROLLED-ATMOSPHERE KILLING.   | Shareholder | Agai |

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 THE HARTFORD FINANCIAL SVCS GROUP, I

HIG

ISSUER: 416515104

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | DIRECTOR  | Management    | Fo    |
|                 | RAMANI AYER   | Management    | Fo    |
|                 | RAMON DE OLIVEIRA   | Management    | Fo    |
|                 | TREVOR FETTER   | Management    | Fo    |
|                 | EDWARD J. KELLY, III  | Management    | Fo    |
|                 | PAUL G. KIRK, JR.   | Management    | Fo    |
|                 | THOMAS M. MARRA   | Management    | Fo    |
|                 | GAIL J. MCGOVERN  | Management    | Fo    |
|                 | MICHAEL G. MORRIS   | Management    | Fo    |
|                 | ROBERT W. SELANDER  | Management    | Fo    |
|                 | CHARLES B. STRAUSS  | Management    | Fo    |
|                 | H. PATRICK SWYGERT  | Management    | Fo    |
|                 | DAVID K. ZWIENER  | Management    | Fo    |
| 02              | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITOR OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007 | Management    | Fo    |

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 ALLEGHENY ENERGY, INC.

AYE

ISSUER: 017361106

ISIN:



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SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo   |
|-----------------|---|---------------|------|
| 01              | DIRECTOR  | Management    | Fo   |
|                 | H. FURLONG BALDWIN  | Management    | Fo   |
|                 | ELEANOR BAUM  | Management    | Fo   |
|                 | PAUL J. EVANSON   | Management    | Fo   |
|                 | CYRUS F. FREIDHEIM, JR.   | Management    | Fo   |
|                 | JULIA L. JOHNSON  | Management    | Fo   |
|                 | TED J. KLEISNER   | Management    | Fo   |
|                 | STEVEN H. RICE  | Management    | Fo   |
|                 | GUNNAR E. SARSTEN   | Management    | Fo   |
|                 | MICHAEL H. SUTTON   | Management    | Fo   |
| 02              | RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management    | Fo   |
| 03              | STOCKHOLDER PROPOSAL TO RECOUP UNEARNED MANAGEMENT BONUSES.   | Shareholder   | Agai |
| 04              | STOCKHOLDER PROPOSAL TO SEPARATE THE ROLES OF CEO AND CHAIRMAN.   | Shareholder   | Agai |
| 05              | STOCKHOLDER PROPOSAL REQUESTING A DIRECTOR ELECTION MAJORITY VOTE STANDARD.                                 | Shareholder   | Agai |
| 06              | STOCKHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.  | Shareholder   | Agai |
| 07              | STOCKHOLDER PROPOSAL REGARDING PERFORMANCE BASED STOCK OPTIONS.   | Shareholder   | Agai |
| 08              | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON UTILIZING THE NIETC.  | Shareholder   | Agai |
| 09              | STOCKHOLDER PROPOSAL REQUESTING A REPORT ON CLIMATE CHANGE.   | Shareholder   | Agai |

ALLIED WASTE INDUSTRIES, INC.

AW

ISSUER: 019589308

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal           | Proposal Type | Vo |
|-----------------|--------------------|---------------|----|
| 01              | DIRECTOR           | Management    | Fo |
|                 | ROBERT M. AGATE    | Management    | Fo |
|                 | CHARLES H. COTROS  | Management    | Fo |
|                 | JAMES W. CROWNOVER | Management    | Fo |
|                 | STEPHANIE DRESCHER | Management    | Fo |
|                 | WILLIAM J. FLYNN   | Management    | Fo |
|                 | DAVID I. FOLEY     | Management    | Fo |
|                 | NOLAN LEHMANN      | Management    | Fo |
|                 | STEVEN MARTINEZ    | Management    | Fo |

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|    |  |                 |             |      |
|----|--|-----------------|-------------|------|
|    |  | JAMES A. QUELLA | Management  | Fo   |
|    |  | JOHN M. TRANI   | Management  | Fo   |
|    |  | JOHN J. ZILLMER | Management  | Fo   |
| 02 | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM (INDEPENDENT AUDITOR) FOR FISCAL<br>YEAR 2007. |                 | Management  | Fo   |
| 03 | PROPOSAL ON MAJORITY VOTING FOR DIRECTOR NOMINEES.   |                 | Shareholder | Agai |

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 INTEGRYS ENERGY GROUP INC TEG  
 ISSUER: 45822P105 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | P. SAN JUAN CAFFERTY   | Management       | Fo       |
|                    | ELLEN CARNAHAN   | Management       | Fo       |
|                    | MICHAEL E. LAVIN   | Management       | Fo       |
|                    | WILLIAM F. PROTZ, JR.  | Management       | Fo       |
|                    | LARRY L. WEYERS  | Management       | Fo       |
| 02                 | APPROVE THE INTEGRYS ENERGY GROUP 2007 OMNIBUS<br>INCENTIVE COMPENSATION PLAN, WHICH AUTHORIZES<br>3.5 MILLION SHARES OF COMMON STOCK FOR FUTURE<br>GRANTS.                            | Management       | Fo       |
| 03                 | APPROVE AN AMENDMENT TO THE INTEGRYS ENERGY GROUP<br>DEFERRED COMPENSATION PLAN THAT AUTHORIZES THE<br>ISSUANCE OF AN ADDITIONAL 0.7 MILLION SHARES<br>OF COMMON STOCK UNDER THE PLAN. | Management       | Fo       |
| 04                 | RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP<br>AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR INTEGRYS ENERGY GROUP AND ITS SUBSIDIARIES<br>FOR 2007.                   | Management       | Fo       |

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 OGE ENERGY CORP. OGE  
 ISSUER: 670837103 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | LUKE R. CORBETT   | Management    | Fo |
|                 | PETER B. DELANEY  | Management    | Fo |
|                 | ROBERT KELLEY   | Management    | Fo |
|                 | J.D. WILLIAMS   | Management    | Fo |
| 02              | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR PRINCIPAL INDEPENDENT ACCOUNTANTS. | Management    | Fo |

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 ONEOK, INC. OKE  
 ISSUER: 682680103 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | Fo   |
|                 | WILLIAM M. BELL  | Management    | Fo   |
|                 | JOHN W. GIBSON   | Management    | Fo   |
|                 | PATTYE L. MOORE  | Management    | Fo   |
|                 | DAVID J. TIPPECONNIC   | Management    | Fo   |
| 02              | A SHAREHOLDER PROPOSAL RELATING TO THE SEPARATION OF THE POSITIONS OF CHAIRMAN OF THE BOARD AND CHIEF EXECUTIVE OFFICER. | Shareholder   | Agai |

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 WESTAR ENERGY, INC. WR  
 ISSUER: 95709T100 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | B. ANTHONY ISAAC                                   | Management    | Fo |
|                 | MICHAEL F. MORRISSEY                               | Management    | Fo |
|                 | JOHN C. NETTLES, JR.                               | Management    | Fo |
| 02              | RATIFICATION AND CONFIRMATION OF DELOITTE & TOUCHE | Management    | Fo |

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LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC  
ACCOUNTING FIRM FOR 2007.

-----  
DEAN FOODS COMPANY

DF

ISSUER: 242370104

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | ALAN J. BERNON  | Management       | Fo       |
|                    | GREGG L. ENGLER   | Management       | Fo       |
|                    | RONALD KIRK   | Management       | Fo       |
| 02                 | APPROVAL OF A NEW EQUITY INCENTIVE PLAN.  | Management       | Agai     |
| 03                 | PROPOSAL TO RATIFY DELOITTE & TOUCHE LLP AS INDEPENDENT<br>AUDITOR.   | Management       | Fo       |
| 04                 | STOCKHOLDER PROPOSAL REGARDING SEPARATION OF<br>THE CHIEF EXECUTIVE OFFICER AND CHAIRMAN OF THE<br>BOARD ROLES. | Shareholder      | Agai     |

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LADBROKES PLC

ISSUER: G5337D107

ISIN: GB00B0ZSH635

SEDOL: B1321T5, B100LK3, B0ZSH63  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 1.                 | RECEIVE AND ADOPT THE FINANCIAL STATEMENTS AND<br>STATUTORY REPORTS | Management       | Fo       |

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|    |   |            |    |
|----|---|------------|----|
| 2. | APPROVE A FINAL DIVIDEND OF 8.60P PER ORDINARY<br>SHARE | Management | Fo |
| 3. | RE-ELECT MR. CHRISTOPHER RODRIGUES AS A DIRECTOR        | Management | Fo |
| 4. | ELECT MR. JOHN JARVIS AS A DIRECTOR                     | Management | Fo |
| 5. | ELECT MR. HENRY STAUNTON AS A DIRECTOR                  | Management | Fo |
| 6. | ELECT MR. BRIAN WALLACE AS A DIRECTOR                   | Management | Fo |

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|      |  |            |    |
|------|--|------------|----|
| 7.   | RE-APPOINT ERNST & YOUNG LLP AS THE AUDITORS<br>AND AUTHORIZE THE BOARD TO DETERMINE THEIR REMUNERATION  | Management | Fo |
| 8.   | APPROVE THE REMUNERATION REPORT  | Management | Fo |
| 9.   | AUTHORIZE THE COMPANY TO MAKE EU POLITICAL DONATIONS<br>AND TO INCUR EU POLITICAL EXPENDITURES UP TO<br>GBP 10,000 AND AUTHORIZE LADBROKES BETTING GAMING<br>LTD TO MAKE EU POLITICAL DONATIONS AND TO INCUR<br>EU POLITICAL EXPENDITURES UP TO GBP 15,000 | Management | Fo |
| 10.  | AUTHORIZE THE DIRECTORS TO ISSUE EQUITY OR EQUITY-LINKED<br>SECURITIES WITH PRE-EMPTIVE RIGHTS UP TO AGGREGATE<br><br>NOMINAL AMOUNT OF GBP 58,794,737   | Management | Fo |
| S.11 | GRANT AUTHORITY TO ISSUE EQUITY OR EQUITY-LINKED<br>SECURITIES WITHOUT PRE-EMPTIVE RIGHTS UP TO AGGREGATE<br>NOMINAL AMOUNT OF GBP 8, 893,958 AND UP TO AGGREGATE<br>NOMINAL AMOUNT OF GBP 58,794,737 IN CONNECTION<br>WITH A RIGHTS ISSUE                 | Management | Fo |
| S.12 | AUTHORIZE THE COMPANY TO MAKE MARKET PURCHASE<br>OF 62,780,884 ORDINARY SHARES   | Management | Fo |
| S.13 | AMEND THE ARTICLES OF ASSOCIATION REGARDING ELECTRONIC<br>COMMUNICATIONS   | Management | Fo |
| 14.  | AUTHORIZE THE COMPANY, SUBJECT TO THE PASSING<br>OF RESOLUTION 13, TO USE ELECTRONIC MEANS TO<br><br>CONVEY INFORMATION TO SHAREHOLDERS  | Management | Fo |
| 15.  | APPROVE THE LADBROKES PLC PERFORMANCE SHARE PLAN   | Management | Fo |

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MATTEL, INC.

MAT

ISSUER: 577081102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | MICHAEL J. DOLAN  | Management       | Fo       |
|                    | ROBERT A. ECKERT  | Management       | Fo       |
|                    | DR. FRANCES FERGUSSON   | Management       | Fo       |
|                    | TULLY M. FRIEDMAN   | Management       | Fo       |
|                    | DOMINIC NG  | Management       | Fo       |
|                    | DR. ANDREA L. RICH  | Management       | Fo       |
|                    | RONALD L. SARGENT   | Management       | Fo       |
|                    | DEAN A. SCARBOROUGH   | Management       | Fo       |
|                    | CHRISTOPHER A. SINCLAIR   | Management       | Fo       |
|                    | G. CRAIG SULLIVAN   | Management       | Fo       |
|                    | KATHY BRITTAIN WHITE  | Management       | Fo       |
| 02                 | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS<br>LLP AS MATTEL S INDEPENDENT REGISTERED PUBLIC<br>ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER<br>31, 2007. | Management       | Fo       |

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|    |  |            |    |
|----|--|------------|----|
| 03 | BOARD ADOPTION OF DIRECTOR ELECTION MAJORITY<br>VOTING STANDARD AND STOCKHOLDER APPROVAL OF AMENDMENT<br>TO THE CERTIFICATE OF INCORPORATION ELIMINATING<br>CUMULATIVE VOTING. | Management | Fo |
|----|--|------------|----|

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|----|---|-------------|------|
| 04 | APPROVAL OF THE MATTEL INCENTIVE PLAN AND THE<br>MATERIAL TERMS OF ITS PERFORMANCE GOALS. | Management  | Fo   |
| 05 | STOCKHOLDER PROPOSAL REGARDING COMPENSATION OF<br>THE TOP FIVE MEMBERS OF MANAGEMENT.     | Shareholder | Agai |
| 06 | STOCKHOLDER PROPOSAL TO SEPARATE THE ROLES OF<br>CEO AND CHAIRMAN.                        | Shareholder | Agai |
| 07 | STOCKHOLDER PROPOSAL REGARDING CERTAIN REPORTS<br>BY THE BOARD OF DIRECTORS.              | Shareholder | Agai |
| 08 | STOCKHOLDER PROPOSAL REGARDING PAY-FOR-SUPERIOR-PERFORMANCE.                              | Shareholder | Agai |

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PEPCO HOLDINGS, INC.

POM

ISSUER: 713291102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  |                  |          |
|                    | JACK B. DUNN, IV  | Management       | Fo       |
|                    | TERENCE C. GOLDEN   | Management       | Fo       |
|                    | FRANK O. HEINTZ   | Management       | Fo       |
|                    | BARBARA J. KRUMSIEK   | Management       | Fo       |
|                    | GEORGE F. MACCORMACK  | Management       | Fo       |
|                    | RICHARD B. MCGLYNN  | Management       | Fo       |
|                    | LAWRENCE C. NUSSDORF  | Management       | Fo       |
|                    | FRANK K. ROSS   | Management       | Fo       |
|                    | LESTER P. SILVERMAN   | Management       | Fo       |
|                    | WILLIAM T. TORGERSON  | Management       | Fo       |
| 02                 | A PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF THE COMPANY FOR 2007 | Management       | Fo       |

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TIME WARNER INC.

TWX

ISSUER: 887317105

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

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| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 02              | RATIFICATION OF AUDITORS.  | Management    | Fo    |
| 03              | COMPANY PROPOSAL TO AMEND THE COMPANY S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE CERTAIN SUPER-MAJORITY VOTE REQUIREMENTS. | Management    | Fo    |
| 04              | STOCKHOLDER PROPOSAL REGARDING ADVISORY RESOLUTION TO RATIFY COMPENSATION OF NAMED EXECUTIVE OFFICERS.                               | Shareholder   | Agai  |
| 05              | STOCKHOLDER PROPOSAL REGARDING SEPARATION OF ROLES OF CHAIRMAN AND CEO.  | Shareholder   | Agai  |
| 06              | STOCKHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTE.   | Shareholder   | Agai  |
| 07              | STOCKHOLDER PROPOSAL REGARDING SPECIAL SHAREHOLDER MEETINGS.   | Shareholder   | Agai  |
| 08              | STOCKHOLDER PROPOSAL REGARDING STOCKHOLDER RATIFICATION OF DIRECTOR COMPENSATION WHEN A STOCKHOLDER RIGHTS PLAN HAS BEEN ADOPTED.    | Shareholder   | Agai  |
| 01              | DIRECTOR   | Management    | Fo    |

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|                         |            |    |
|-------------------------|------------|----|
| JAMES L. BARKSDALE      | Management | Fo |
| JEFFREY L. BEWKES       | Management | Fo |
| STEPHEN F. BOLLENBACH   | Management | Fo |
| FRANK J. CAUFIELD       | Management | Fo |
| ROBERT C. CLARK         | Management | Fo |
| MATHIAS DOPFNER         | Management | Fo |
| JESSICA P. EINHORN      | Management | Fo |
| REUBEN MARK             | Management | Fo |
| MICHAEL A. MILES        | Management | Fo |
| KENNETH J. NOVACK       | Management | Fo |
| RICHARD D. PARSONS      | Management | Fo |
| FRANCIS T. VINCENT, JR. | Management | Fo |
| DEBORAH C. WRIGHT       | Management | Fo |

-----  
 CONSOLIDATED EDISON, INC.

ED

ISSUER: 209115104

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo Ca |
|-----------------|----------|---------------|-------|
| 01              | DIRECTOR | Management    | Fo    |

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|                  |            |    |
|------------------|------------|----|
| K. BURKE         | Management | Fo |
| V.A. CALARCO     | Management | Fo |
| G. CAMPBELL, JR. | Management | Fo |
| G.J. DAVIS       | Management | Fo |
| M.J. DEL GIUDICE | Management | Fo |
| E.V. FUTTER      | Management | Fo |
| S. HERNANDEZ     | Management | Fo |
| P.W. LIKINS      | Management | Fo |
| E.R. MCGRATH     | Management | Fo |
| L.F. SUTHERLAND  | Management | Fo |
| S.R. VOLK        | Management | Fo |

|    |   |             |      |
|----|---|-------------|------|
| 02 | RATIFICATION OF APPOINTMENT OF INDEPENDENT ACCOUNTANTS. | Management  | Fo   |
| 03 | ADDITIONAL COMPENSATION INFORMATION.                    | Shareholder | Agai |

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FRANCE TELECOM

FTE

ISSUER: 35177Q105

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | APPROVAL OF THE STATUTORY FINANCIAL STATEMENTS<br>FOR THE FINANCIAL YEAR. FINAL DISCHARGE TO DIRECTORS.            | Management       | Fo       |
| 02                 | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS<br>FOR THE FINANCIAL YEAR. FINAL DISCHARGE TO DIRECTORS.         | Management       | Fo       |
| 03                 | ALLOCATION OF THE RESULTS.   | Management       | Fo       |
| 04                 | APPROVAL OF THE AGREEMENTS REFERRED TO IN ARTICLE<br>L. 225-38 OF THE FRENCH COMMERCIAL CODE.                      | Management       | Fo       |
| 05                 | AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS<br>TO PURCHASE, RETAIN OR TRANSFER FRANCE TELECOM<br>SHARES. | Management       | Fo       |

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|    |  |            |    |
|----|--|------------|----|
| 06 | APPOINTMENT OF A DIRECTOR: MRS CLAUDIE HAIGNERE  | Management | Fo |
| 07 | AMENDMENT OF ARTICLE 21 OF THE BY-LAWS IN ORDER<br>TO BRING IT INTO CONFORMITY WITH THE DECREE NO.<br>2007-431 OF MARCH 25, 2007.  | Management | Fo |
| 08 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS<br>TO ISSUE ORDINARY SHARES OF THE COMPANY AND SECURITIES<br>GIVING ACCESS TO ORDINARY SHARES OF THE COMPANY<br>OR OF ONE OF ITS SUBSIDIARIES, WITH PREFERENTIAL<br>SUBSCRIPTION RIGHTS OF THE SHAREHOLDERS. | Management | Fo |



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|    |   |            |    |
|----|---|------------|----|
| 11 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>IN THE EVENT OF A CAPITAL INCREASE WITH OR WITHOUT<br>PREFERENTIAL SUBSCRIPTION RIGHTS FOR SHAREHOLDERS,<br>TO INCREASE THE NUMBER OF SECURITIES TO BE ISSUED.   | Management | Fo |
| 09 | DELEGATION OF AUTHORITY TO THE BOARD DIRECTORS<br>TO ISSUE ORDINARY SHARES OF THE COMPANY AND SECURITIES<br>GIVING ACCESS TO THE ORDINARY SHARES OF THE COMPANY<br>OR OF ONE OF ITS SUBSIDIARIES, WITHOUT PREFERENTIAL<br>SUBSCRIPTION RIGHTS OF THE SHAREHOLDERS.  | Management | Fo |
| 10 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS<br>IN THE EVENT OF THE ISSUANCE, WITHOUT PREFERENTIAL<br>SUBSCRIPTION RIGHTS OF SHAREHOLDERS, OF ORDINARY<br>SHARES OR SECURITIES GIVING ACCESS TO ORDINARY<br>SHARES, TO DETERMINE THE ISSUANCE PRICE IN ACCORDANCE<br>WITH THE TERMS AND CONDITIONS DETERMINED BY THE<br>GENERAL MEETING. | Management | Fo |
| 12 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS<br>TO ISSUE ORDINARY SHARES AND SECURITIES GIVING<br>ACCESS TO ORDINARY SHARES, IN THE EVENT OF A<br>PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY.  | Management | Fo |
| 13 | DELEGATION OF POWERS TO THE BOARD OF DIRECTORS<br>TO ISSUE ORDINARY SHARES AND SECURITIES GIVING<br>ACCESS TO ORDINARY SHARES, IN CONSIDERATION FOR<br>CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY<br>AND COMPRISED OF EQUITY SECURITIES OR SECURITIES<br>GIVING ACCESS TO SHARE CAPITAL.  | Management | Fo |
| 14 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS<br>TO ISSUE ORDINARY SHARES, AS A RESULT OF THE<br>ISSUANCE BY THE COMPANY S SUBSIDIARIES OF SECURITIES<br>GIVING ACCESS TO ORDINARY SHARES OF THE COMPANY.   | Management | Fo |
| 15 | DELEGATION OF POWERS TO THE BOARD OF DIRECTORS<br>TO ISSUE THE SHARES RESERVED FOR PERSONS SIGNING<br>A LIQUIDITY CONTRACT WITH THE COMPANY IN THEIR<br>CAPACITY AS HOLDERS OF SHARES OR STOCK OPTIONS<br>OF THE FIRM ORANGE S.A.   | Management | Fo |
| 16 | DELEGATION OF POWERS TO THE BOARD OF DIRECTORS<br>TO PROCEED WITH THE FREE ISSUANCE OF OPTION-BASED<br>LIQUIDITY INSTRUMENTS RESERVED FOR HOLDERS OF<br>STOCK OPTIONS OF ORANGE S.A. AND BENEFICIARIES<br>OF A LIQUIDITY AGREEMENT.   | Management | Fo |
| 17 | OVERALL LIMITATION OF THE AUTHORIZATIONS.   | Management | Fo |
| 18 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS<br>TO ISSUE SECURITIES GIVING RIGHT TO THE ALLOCATION<br>OF DEBT SECURITIES.  | Management | Fo |
| 19 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS<br>TO INCREASE THE SHARE CAPITAL OF THE COMPANY<br>BY INCORPORATION OF RESERVES, PROFITS OR PREMIUMS.   | Management | Fo |
| 20 | AUTHORIZATION TO THE BOARD OF DIRECTORS TO ISSUE<br>STOCK SUBSCRIPTION AND/OR PURCHASE OPTIONS OF<br>ORDINARY SHARES FROM THE COMPANY.  | Management | Fo |
| 21 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS<br>TO PROCEED WITH CAPITAL INCREASES RESERVED FOR<br>MEMBERS OF THE FRANCE TELECOM GROUP SAVINGS PLAN.  | Management | Fo |

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|    |  |            |    |
|----|--|------------|----|
| 22 | AUTHORIZATION TO THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL THROUGH THE CANCELLATION OF ORDINARY SHARES. | Management | Fo |
| 23 | POWERS FOR FORMALITIES.  | Management | Fo |

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-----  
 AMERICAN STATES WATER COMPANY

AWR

ISSUER: 029899101

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | JAMES L. ANDERSON  | Management       | Fo       |
|                    | DIANA M. BONTA   | Management       | Fo       |
|                    | ANNE M. HOLLOWAY   | Management       | Fo       |
|                    | FLOYD E. WICKS   | Management       | Fo       |
| 02                 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT AUDITORS. | Management       | Fo       |

-----  
 BLACK HILLS CORPORATION

BKH

ISSUER: 092113109

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | DIRECTOR  | Management       | Fo       |
|                    | JACK W. EUGSTER   | Management       | Fo       |
|                    | GARY L. PECHOTA   | Management       | Fo       |
|                    | THOMAS J. ZELLER  | Management       | Fo       |
| 02                 | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP TO SERVE AS BLACK HILLS CORPORATION S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management       | Fo       |

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 CLEAR CHANNEL COMMUNICATIONS, INC.

CCU

ISSUER: 184502102

ISIN:

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SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                 | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 1A              | ELECTION OF DIRECTOR: ALAN D. FELD       | Management    | Fo       |
| 1B              | ELECTION OF DIRECTOR: PERRY J. LEWIS     | Management    | Fo       |
| 1C              | ELECTION OF DIRECTOR: L. LOWRY MAYS      | Management    | Fo       |
| 1D              | ELECTION OF DIRECTOR: MARK P. MAYS       | Management    | Fo       |
| 1E              | ELECTION OF DIRECTOR: RANDALL T. MAYS    | Management    | Fo       |
| 1F              | ELECTION OF DIRECTOR: B.J. MCCOMBS       | Management    | Fo       |
| 1G              | ELECTION OF DIRECTOR: PHYLLIS B. RIGGINS | Management    | Fo       |

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|    |   |             |      |
|----|---|-------------|------|
| 1H | ELECTION OF DIRECTOR: THEODORE H. STRAUSS   | Management  | Fo   |
| 1I | ELECTION OF DIRECTOR: J.C. WATTS  | Management  | Fo   |
| 1J | ELECTION OF DIRECTOR: JOHN H. WILLIAMS  | Management  | Fo   |
| 1K | ELECTION OF DIRECTOR: JOHN B. ZACHRY  | Management  | Fo   |
| 02 | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2007. | Management  | Fo   |
| 03 | APPROVAL AND ADOPTION OF THE SHAREHOLDER PROPOSAL REGARDING PAY FOR SUPERIOR PERFORMANCE.                         | Shareholder | Agai |
| 04 | APPROVAL AND ADOPTION OF THE SHAREHOLDER PROPOSAL REGARDING CORPORATE POLITICAL CONTRIBUTIONS.                    | Shareholder | Agai |
| 05 | APPROVAL AND ADOPTION OF THE SHAREHOLDER PROPOSAL REGARDING COMPENSATION COMMITTEE INDEPENDENCE.                  | Shareholder | Agai |
| 06 | APPROVAL AND ADOPTION OF THE SHAREHOLDER PROPOSAL REGARDING EXECUTIVE COMPENSATION.                               | Shareholder | Agai |

MASSEY ENERGY COMPANY

MEE

ISSUER: 576206106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

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| Proposal Number   | Proposal  | Proposal Type                          | Vo             |
|-------------------|---|--|----------------|
| 01                | DIRECTOR  | Management                             | Fo             |
|                   | RICHARD M. GABRYS<br>DAN R. MOORE<br>BAXTER F. PHILLIPS, JR.  | Management<br>Management<br>Management | Fo<br>Fo<br>Fo |
| 02                | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management                             | Fo             |
| 03                | STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTION REPORTS.  | Shareholder                            | Agai           |
| 04                | STOCKHOLDER PROPOSAL ON A CLIMATE CHANGE REPORT.  | Shareholder                            | Agai           |
| MGE ENERGY, INC.  |   | MGEE                                   |                |
| ISSUER: 55277P104 |   | ISIN:                                  |                |
| SEDOL:            |   |  |                |

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type                          | Vo             |
|-----------------|---|--|----------------|
| 01              | DIRECTOR  | Management                             | Fo             |
|                 | RICHARD E. BLANEY<br>FREDERIC E. MOHS<br>F. CURTIS HASTINGS | Management<br>Management<br>Management | Fo<br>Fo<br>Fo |
| 02              | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP FOR 2007         | Management                             | Fo             |

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|                         |  |       |  |
|-------------------------|--|-------|--|
| SOUTHWEST WATER COMPANY |  | SWWC  |  |
| ISSUER: 845331107       |  | ISIN: |  |
| SEDOL:                  |  |       |  |

VOTE GROUP: GLOBAL

| Proposal Number | Proposal | Proposal Type | Vo |
|-----------------|----------|---------------|----|
|-----------------|----------|---------------|----|

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|    |   |            |    |
|----|---|------------|----|
| 1A | ELECTION OF CLASS III DIRECTOR: H. FREDERICK CHRISTIE | Management | Fo |
| 1B | ELECTION OF CLASS III DIRECTOR: ANTON C. GARNIER      | Management | Fo |
| 1C | ELECTION OF CLASS III DIRECTOR: LINDA GRIEGO          | Management | Fo |
| 02 | APPROVAL TO EXTEND THE EMPLOYEE STOCK PURCHASE PLAN.  | Management | Fo |

BLACKROCK, INC.

BLK

ISSUER: 09247X101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 01              | DIRECTOR  | Management    | Fo    |
|                 | WILLIAM O. ALBERTINI  | Management    | Fo    |
|                 | DENNIS D. DAMMERMAN   | Management    | Fo    |
|                 | WILLIAM S. DEMCHAK  | Management    | Fo    |
|                 | DAVID H. KOMANSKY   | Management    | Fo    |
|                 | JAMES E. ROHR   | Management    | Fo    |
|                 | RALPH L. SCHLOSSTEIN  | Management    | Fo    |
| 02              | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS BLACKROCK S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2007. | Management    | Fo    |

ENEL ENTE NAZIONALE PER L'ENERGIA ELETTRICA SPA, ROMA

ISSUER: T3679P115

ISIN: IT0003128367

BLOCKING

SEDOL: B07J3F5, 7588123, 7144569, B0ZNK70

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca    |
|-----------------|---|---------------|----------|
| *               | PLEASE NOTE THAT THIS IS AN MIX. THANK YOU.   | Non-Voting    |          |
| *               | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL FOR OGM ON 25 MAY 2007, FOR EGM ON 24 MAY 2007 AND THIRD CALL FOR EMG ON 25 MAY 2007 . CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. PLEASE BE ALSO ADVISED THAT YOUR SHARES WILL BE BLOCKED UNTIL THE QUORUM IS MET OR THE MEETING IS CANCELLED. THANK YOU. | Non-Voting    |          |
| 0.1             | RECEIVE THE FINANCIAL STATEMENT AT 31 DEC 06, REPORT OF THE BOARD OF DIRECTORS, AUDITORS AND INDEPENDENT AUDITORS; INHERENT RESOLUTIONS RELATED TO FINANCIAL STATEMENT AS AT 31 DEC 2006  | Management    | Take Act |

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|     |  |            |             |
|-----|--|------------|-------------|
| O.2 | APPROVE THE ALLOCATION OF THE NET PROFIT   | Management | Take<br>Act |
| O.3 | APPOINT THE BOARD OF STATUTORY AUDITORS  | Management | Take<br>Act |
| O.4 | APPROVE THE EMOLUMENTS OF THE BOARD OF AUDITORS  | Management | Take<br>Act |
| O.5 | APPROVE THE EXTENSION OF THE AUDIT MANDATE FOR THE YEARS 2008-2009 AND 2010  | Management | Take<br>Act |
| O.6 | APPROVE THE STOCK OPTION PLAN RESERVED TO THE COMPANY MANAGERS OF ENEL SPA AND TO THOSE OF THE CONSOLIDATED COMPANIES, AS PER ARTICLE 2359 OF THE COMPANIES CONSTITUTION   | Management | Take<br>Act |
| E.1 | AMEND ARTICLES NO. 14.3, 14.5 AND 20.4 OF THE BY-LAWS AS PER THE LEGISLATIVE LAW NO. 262 OF 29 DEC 2006 NO. 303  | Management | Take<br>Act |
| E.2 | AUTHORIZE THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL RESERVED TO THE STOCK OPTION PLAN 2007 UP TO MAXIMUM EUR 27,920,000 BY ISSUE OF ORDINARY SHARES TO THE COMPANY S MANAGERS AND TO THOSE OF THE CONSOLIDATED COMPANIES, TO BE OFFERED IN OPTION WITHOUT THE RIGHTS OF OPTION AS PER ARTICLE 2441, LAST PARAGRAPH OF COMPANIES CONSTITUTION, AS PER ARTICLE 134, PARAGRAPH 2 OF THE LEGISLATIVE DECREE NO. 58 OF 24 FEB 1998; INHERENT AND CONSEQUENT RESOLUTION; AMEND THE ARTICLE 5 OF THE BY-LAWS | Management | Take<br>Act |
| *   | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF RECORD DATE AND CHANGE IN THE SECOND CALL DATE. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.   | Non-Voting |             |

-----  
 ENEL S.P.A.

EN

ISSUER: 29265W108

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

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| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| O1              | FINANCIAL STATEMENTS OF ENEL FOR THE YEAR ENDED DECEMBER 31, 2006. REPORTS OF THE BOARD OF DIRECTORS, THE BOARD OF STATUTORY AUDITORS, AND THE EXTERNAL AUDITORS. RELATED RESOLUTIONS, PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2006. | Management    | Fo |
| O2              | ALLOCATION OF NET INCOME FOR THE YEAR.   | Management    | Fo |
| O3              | ELECTION OF THE BOARD OF STATUTORY AUDITORS.   | Management    | Fo |
| O4              | DETERMINATION OF THE COMPENSATION OF THE REGULAR MEMBERS OF THE BOARD OF STATUTORY AUDITORS.   | Management    | Fo |
| O5              | EXTENSION OF THE EXTERNAL AUDITORS MANDATE TO THE YEARS 2008, 2009, AND 2010.  | Management    | Fo |

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|    |  |            |    |
|----|--|------------|----|
| O6 | 2007 STOCK - OPTION PLAN FOR THE EXECUTIVES OF ENEL AND/OR SUBSIDIARIES THEREOF PURSUANT TO ARTICLE 2359 OF THE CIVIL CODE.  | Management | Fo |
| E1 | HARMONIZATION OF THE BYLAWS WITH THE PROVISIONS OF LAW N. 262 OF DECEMBER 28, 2005 AND LEGISLATIVE DECREE N. 303 OF DECEMBER 29, 2006. AMENDMENT OF ARTICLES 14.3, 14.5, AND 20.4 OF THE BYLAWS. | Management | Fo |
| E2 | DELEGATION TO THE BOARD OF DIRECTORS OF THE POWER TO INCREASE THE SHARE CAPITAL IN CONNECTION WITH THE 2007 STOCK-OPTION PLAN.   | Management | Fo |

FIDELITY NAT'L INFORMATION SERVICES

FIS

ISSUER: 31620M106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | LEE A. KENNEDY   | Management    | Fo |
|                 | KEITH W. HUGHES  | Management    | Fo |
|                 | JAMES K. HUNT  | Management    | Fo |
|                 | RICHARD N. MASSEY  | Management    | Fo |
| 02              | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR. | Management    | Fo |

FIDELITY NATIONAL FINANCIAL, INC.

FNF

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ISSUER: 31620R105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | CARY H. THOMPSON   | Management    | Fo |
|                 | DANIEL D. (RON) LANE   | Management    | Fo |
|                 | GENERAL WILLIAM LYON   | Management    | Fo |
|                 | RICHARD N. MASSEY  | Management    | Fo |
| 02              | TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2007 FISCAL YEAR. | Management    | Fo |

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MIDDLESEX WATER COMPANY

MSEX

ISSUER: 596680108

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | ANNETTE CATINO  | Management    | Fo |
|                 | WALTER G. REINHARD  | Management    | Fo |
| 02              | APPROVAL OF AN AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE TOTAL AUTHORIZED COMMON STOCK, NO PAR VALUE FROM 20,000,000 TO 40,000,000 SHARES. | Management    | Fo |

PINNACLE WEST CAPITAL CORPORATION

PNW

ISSUER: 723484101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal | Proposal | Vo |
|----------|----------|----|
|----------|----------|----|



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| Number | Proposal   | Type       | Ca   |
|--------|--|------------|------|
| 01     | APPROVE AN AMENDMENT TO THE COMPANY S ARTICLES OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS SO THAT ALL DIRECTORS WILL BE ELECTED ANNUALLY. IN THE EVENT PROPOSAL 1 IS APPROVED, ALL DIRECTORS WHO WOULD BE SUBJECT TO RE-ELECTION IN 2008 AND 2009 HAVE TENDERED RESIGNATIONS. | Management | Fo   |
| 02     | DIRECTOR   | Management | Fo   |
|        | ROY A. HERBERGER, JR.  | Management | Fo   |
|        | HUMBERTO S. LOPEZ  | Management | Fo   |
|        | KATHRYN L. MUNRO   | Management | Fo   |
|        | WILLIAM L. STEWART   | Management | Fo   |
|        | EDWARD N. BASHA, JR.   | Management | Fo   |
|        | JACK E. DAVIS  | Management | Fo   |
|        | MICHAEL L. GALLAGHER   | Management | Fo   |
|        | PAMELA GRANT   | Management | Fo   |
|        | W.S. JAMIESON, JR.   | Management | Fo   |
|        | BRUCE J. NORDSTROM   | Management | Fo   |
|        | WILLIAM J. POST  | Management | Fo   |
| 03     | APPROVE THE PINNACLE WEST CAPITAL CORPORATION 2007 LONG-TERM INCENTIVE PLAN.   | Management | Agai |
| 04     | RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.  | Management | Fo   |

QWEST COMMUNICATIONS INTERNATIONAL I

Q

ISSUER: 749121109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                                   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 1A              | ELECTION OF DIRECTOR: RICHARD C. NOTEBAERT | Management    | Fo |
| 1B              | ELECTION OF DIRECTOR: LINDA G. ALVARADO    | Management    | Fo |
| 1C              | ELECTION OF DIRECTOR: CHARLES L. BIGGS     | Management    | Fo |
| 1D              | ELECTION OF DIRECTOR: K. DANE BROOKSHER    | Management    | Fo |
| 1E              | ELECTION OF DIRECTOR: PETER S. HELLMAN     | Management    | Fo |
| 1F              | ELECTION OF DIRECTOR: R. DAVID HOOVER      | Management    | Fo |

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|----|---|-------------|------|
| 1G | ELECTION OF DIRECTOR: PATRICK J. MARTIN   | Management  | Fo   |
| 1H | ELECTION OF DIRECTOR: CAROLINE MATTHEWS   | Management  | Fo   |
| 1I | ELECTION OF DIRECTOR: WAYNE W. MURDY  | Management  | Fo   |
| 1J | ELECTION OF DIRECTOR: FRANK P. POPOFF   | Management  | Fo   |
| 1K | ELECTION OF DIRECTOR: JAMES A. UNRUH  | Management  | Fo   |
| 1L | ELECTION OF DIRECTOR: ANTHONY WELTERS   | Management  | Fo   |
| 02 | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT AUDITOR FOR 2007   | Management  | Fo   |
| 03 | APPROVAL OF THE AMENDED AND RESTATED EQUITY INCENTIVE PLAN  | Management  | Fo   |
| 04 | STOCKHOLDER PROPOSAL - REQUESTING THAT OUR BOARD ESTABLISH A POLICY WHEREBY AT LEAST 75% OF FUTURE EQUITY COMPENSATION AWARDED TO SENIOR EXECUTIVES BE PERFORMANCE-BASED AND THE RELATED PERFORMANCE METRICS BE DISCLOSED TO STOCKHOLDERS                 | Shareholder | Agai |
| 05 | STOCKHOLDER PROPOSAL - REQUESTING THAT OUR BOARD ESTABLISH A POLICY THAT STOCKHOLDERS HAVE THE OPPORTUNITY AT EACH Annual MEETING TO VOTE ON AN ADVISORY RESOLUTION PROPOSED BY MANAGEMENT TO RATIFY CERTAIN COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS | Shareholder | Agai |
| 06 | STOCKHOLDER PROPOSAL - REQUESTING THAT WE SEEK STOCKHOLDER APPROVAL OF CERTAIN BENEFITS FOR SENIOR EXECUTIVES UNDER OUR NON-QUALIFIED PENSION PLAN OR ANY SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN  | Shareholder | Agai |
| 07 | STOCKHOLDER PROPOSAL - REQUESTING THAT OUR BOARD ESTABLISH A POLICY OF SEPARATING THE ROLES OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER WHENEVER POSSIBLE   | Shareholder | Agai |

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 THE SOUTHERN COMPANY

SO

ISSUER: 842587107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal             | Proposal Type | Vo Ca |
|-----------------|----------------------|---------------|-------|
| 01              | DIRECTOR             | Management    | Fo    |
|                 | J.P. BARANCO         | Management    | Fo    |
|                 | D.J. BERN            | Management    | Fo    |
|                 | F.S. BLAKE           | Management    | Fo    |
|                 | T.F. CHAPMAN         | Management    | Fo    |
|                 | H.W. HABERMEYER, JR. | Management    | Fo    |
|                 | D.M. JAMES           | Management    | Fo    |
|                 | J.N. PURCELL         | Management    | Fo    |
|                 | D.M. RATCLIFFE       | Management    | Fo    |

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|    |  |                                |                          |          |
|----|--|--------------------------------|--------------------------|----------|
|    |  | W.G. SMITH, JR.<br>G.J. ST. PE | Management<br>Management | Fo<br>Fo |
| 02 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007 |                                | Management               | Fo       |
| 03 | STOCKHOLDER PROPOSAL ON ENVIRONMENTAL REPORT   |                                | Shareholder              | Agai     |

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 XCEL ENERGY INC.

XEL

ISSUER: 98389B100

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  |                         | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|-------------------------|------------------|----------|
| 01                 | DIRECTOR  |                         | Management       | Fo       |
|                    |   | C. CONEY BURGESS        | Management       | Fo       |
|                    |   | FREDRIC W. CORRIGAN     | Management       | Fo       |
|                    |   | RICHARD K. DAVIS,       | Management       | Fo       |
|                    |   | ROGER R. HEMMINGHAUS    | Management       | Fo       |
|                    |   | A. BARRY HIRSCHFELD     | Management       | Fo       |
|                    |   | RICHARD C. KELLY,       | Management       | Fo       |
|                    |   | DOUGLAS W. LEATHERDALE  | Management       | Fo       |
|                    |   | ALBERT F. MORENO        | Management       | Fo       |
|                    |   | DR. MARGARET R. PRESKA, | Management       | Fo       |
|                    |   | A. PATRICIA SAMPSON     | Management       | Fo       |
|                    |   | RICHARD H. TRULY        | Management       | Fo       |
|                    |   | DAVID A. WESTERLUND     | Management       | Fo       |
|                    |   | TIMOTHY V. WOLF         | Management       | Fo       |
| 02                 | TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS XCEL ENERGY INC. S PRINCIPAL INDEPENDENT ACCOUNTANTS FOR 2007 |                         | Management       | Fo       |
| 03                 | SHAREHOLDER PROPOSAL RELATING TO THE SEPARATION OF THE ROLE OF CHAIRMAN OF THE BOARD AND CHIEF EXECUTIVE OFFICER    |                         | Shareholder      | Agai     |
| 04                 | SHAREHOLDER PROPOSAL RELATING TO FINANCIAL PERFORMANCE CRITERIA FOR THE COMPANY S EXECUTIVE COMPENSATION PLANS      |                         | Shareholder      | Agai     |

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 AQUA AMERICA, INC.

WTR

ISSUER: 03836W103

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number | Proposal               | Proposal Type | Vo |
|-----------------|------------------------|---------------|----|
| 01              | DIRECTOR               | Management    | Fo |
|                 | WILLIAM P. HANKOWSKY   | Management    | Fo |
|                 | RICHARD L. SMOOT       | Management    | Fo |
|                 | ANDREW J. SORDONI, III | Management    | Fo |

CADBURY SCHWEPPE PLC

CSG

ISSUER: 127209302

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal                           | Proposal Type | Vo |
|-----------------|------------------------------------|---------------|----|
| 01              | FINANCIAL STATEMENTS               | Management    | Fo |
| 02              | DECLARATION OF FINAL DIVIDEND 2006 | Management    | Fo |

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|    |   |            |    |
|----|---|------------|----|
| 03 | DIRECTORS REMUNERATION REPORT                         | Management | Fo |
| 04 | RE-APPOINTMENT OF SIR JOHN SUNDERLAND                 | Management | Fo |
| 05 | RE-APPOINTMENT OF ROSEMARY THORNE                     | Management | Fo |
| 06 | RE-APPOINTMENT OF DAVID THOMPSON                      | Management | Fo |
| 07 | RE-APPOINTMENT OF SANJIV AHUJA                        | Management | Fo |
| 08 | RE-APPOINTMENT OF RAYMOND VIAULT                      | Management | Fo |
| 09 | RE-APPOINTMENT OF AUDITORS                            | Management | Fo |
| 10 | REMUNERATION OF AUDITORS                              | Management | Fo |
| 11 | APPROVE PROPOSED AMENDMENTS TO THE GROUP SHARE PLANS  | Management | Fo |
| 12 | AUTHORITY TO ALLOT RELEVANT SECURITIES                | Management | Fo |
| 13 | AUTHORITY TO SERVE COMMUNICATIONS BY ELECTRONIC MEANS | Management | Fo |

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|    |                                      |            |    |
|----|--------------------------------------|------------|----|
| 14 | AUTHORITY TO ALLOT EQUITY SECURITIES | Management | Fo |
| 15 | AUTHORITY TO MAKE MARKET PURCHASES   | Management | Fo |

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 CROWN CASTLE INTERNATIONAL CORP. CCI

ISSUER: 228227104 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | EDWARD C. HUTCHESON, JR  | Management       | Fo       |
|                    | J. LANDIS MARTIN   | Management       | Fo       |
|                    | W. BENJAMIN MORELAND   | Management       | Fo       |
| 02                 | TO APPROVE THE AMENDMENT TO THE COMPANY S 2004 STOCK INCENTIVE PLAN TO INCREASE BY 3,000,000 THE NUMBER OF SHARES OF COMPANY COMMON STOCK AUTHORIZED FOR THE ISSUANCE OF AWARDS UNDER SUCH PLAN. | Management       | Fo       |
| 03                 | TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE COMPANY S RESTATED CERTIFICATE OF AMENDMENT, AS AMENDED.   | Management       | Fo       |
| 04                 | TO APPROVE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL YEAR 2007.  | Management       | Fo       |

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 DEUTSCHE BANK AG DB

ISSUER: D18190898 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 02                 | APPROPRIATION OF DISTRIBUTABLE PROFIT  | Management       | Fo       |
| 03                 | RATIFICATION OF THE ACTS OF MANAGEMENT OF THE MANAGEMENT BOARD FOR THE 2006 FINANCIAL YEAR | Management       | Fo       |
| 04                 | RATIFICATION OF THE ACTS OF MANAGEMENT OF THE  | Management       | Fo       |

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|    |  |            |    |
|----|--|------------|----|
| 05 | SUPERVISORY BOARD FOR THE 2006 FINANCIAL YEAR<br>ELECTION OF THE AUDITOR FOR THE 2007 FINANCIAL<br>YEAR, INTERIM ACCOUNT           | Management | Fo |
| 06 | AUTHORIZATION TO ACQUIRE OWN SHARES FOR TRADING<br>PURPOSES (SECTION 71 (1) NO. 7 STOCK CORPORATION<br>ACT)                        | Management | Fo |
| 07 | AUTHORIZATION TO ACQUIRE OWN SHARES PURSUANT<br>TO SECTION 71 (1) NO. 8 STOCK CORPORATION ACT<br>AS WELL AS FOR THEIR USE          | Management | Fo |
| 08 | AUTHORIZATION TO USE DERIVATIVES WITHIN THE FRAMEWORK<br>OF THE PURCHASE OF OWN SHARES   | Management | Fo |
| 09 | ELECTION TO THE SUPERVISORY BOARD  | Management | Fo |
| 10 | RESOLUTION PURSUANT TO SECTION 244 STOCK CORPORATION<br>ACT CONFIRMING THE RESOLUTION RE AGENDA ITEM 8                             | Management | Fo |
| 11 | RESOLUTION ON AN AMENDMENT TO SECTION 14 OF THE<br>ARTICLES OF ASSOCIATION CONCERNING THE REMUNERATION<br>OF THE SUPERVISORY BOARD | Management | Fo |
| 12 | RESOLUTION ON AN AMENDMENT TO SECTION 3 OF THE<br>ARTICLES OF ASSOCIATION  | Management | Fo |
| 13 | RESOLUTION ON THE AMENDMENT OF SECTION 8 OF THE<br>ARTICLES OF ASSOCIATION ON THE REORGANIZATION<br>OF THE ADVISORY BODIES         | Management | Fo |
| 14 | CREATION OF NEW AUTHORIZED CAPITAL AND AMENDMENT<br>TO THE ARTICLES OF ASSOCIATION   | Management | Fo |

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EL PASO CORPORATION

EP

ISSUER: 28336L109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal                             | Proposal<br>Type | Vo<br>Ca |
|--------------------|--------------------------------------|------------------|----------|
| -----              |                                      |                  |          |
| 1A                 | ELECT DIRECTOR: JUAN CARLOS BRANIFF  | Management       | Fo       |
| 1B                 | ELECT DIRECTOR: JAMES L. DUNLAP      | Management       | Fo       |
| 1C                 | ELECT DIRECTOR: DOUGLAS L. FOSHEE    | Management       | Fo       |
| 1D                 | ELECT DIRECTOR: ROBERT W. GOLDMAN    | Management       | Fo       |
| 1E                 | ELECT DIRECTOR: ANTHONY W. HALL, JR. | Management       | Fo       |
| 1F                 | ELECT DIRECTOR: THOMAS R. HIX        | Management       | Fo       |
| 1G                 | ELECT DIRECTOR: WILLIAM H. JOYCE     | Management       | Fo       |
| 1H                 | ELECT DIRECTOR: RONALD L. KUEHN, JR. | Management       | Fo       |
| 1I                 | ELECT DIRECTOR: FERRELL P. MCCLEAN   | Management       | Fo       |
| 1J                 | ELECT DIRECTOR: STEVEN J. SHAPIRO    | Management       | Fo       |
| 1K                 | ELECT DIRECTOR: J. MICHAEL TALBERT   | Management       | Fo       |

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|    |                                  |            |    |
|----|----------------------------------|------------|----|
| 1L | ELECT DIRECTOR: ROBERT F. VAGT   | Management | Fo |
| 1M | ELECT DIRECTOR: JOHN L. WHITMIRE | Management | Fo |

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|    |   |             |      |
|----|---|-------------|------|
| 1N | ELECT DIRECTOR: JOE B. WYATT  | Management  | Fo   |
| 02 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR FISCAL YEAR ENDING DECEMBER 31, 2007. | Management  | Fo   |
| 03 | APPROVAL OF THE STOCKHOLDER PROPOSAL SEEKING<br>AN AMENDMENT TO THE BY-LAWS FOR SPECIAL SHAREHOLDER<br>MEETINGS.  | Shareholder | Agai |
| 04 | APPROVAL OF THE STOCKHOLDER PROPOSAL SEEKING<br>AN AMENDMENT TO THE BY-LAWS ON POLICY-ABANDONING<br>DECISIONS.  | Shareholder | Agai |

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 HILTON HOTELS CORPORATION

HLT

ISSUER: 432848109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 1A                 | ELECTION OF DIRECTOR: A. STEVEN CROWN  | Management       | Fo       |
| 1B                 | ELECTION OF DIRECTOR: JOHN H. MYERS  | Management       | Fo       |
| 1C                 | ELECTION OF DIRECTOR: DONNA F. TUTTLE  | Management       | Fo       |
| 02                 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG<br>LLP TO SERVE AS THE COMPANY S INDEPENDENT REGISTERED<br>PUBLIC ACCOUNTING FIRM FOR 2007. | Management       | Fo       |
| 03                 | A STOCKHOLDER PROPOSAL CONCERNING AN INDEPENDENT<br>CHAIRMAN OF THE BOARD.   | Shareholder      | Agai     |

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 SUPERVALU INC.

SVU

ISSUER: 868536103

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal | Proposal<br>Type | Vo<br>Ca |
|--------------------|----------|------------------|----------|
|--------------------|----------|------------------|----------|

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|    |   |             |      |
|----|---|-------------|------|
| 1A | ELECTION OF DIRECTOR: A. GARY AMES  | Management  | Fo   |
| 1B | ELECTION OF DIRECTOR: CHARLES M. LILLIS   | Management  | Fo   |
| 1C | ELECTION OF DIRECTOR: JEFFREY NODDLE  | Management  | Fo   |
| 1D | ELECTION OF DIRECTOR: STEVEN S. ROGERS  | Management  | Fo   |
| 1E | ELECTION OF DIRECTOR: WAYNE C. SALES  | Management  | Fo   |
| 1F | ELECTION OF DIRECTOR: KATHI P. SEIFERT  | Management  | Fo   |
| 02 | APPROVAL OF THE SUPERVALU INC. 2007 STOCK PLAN  | Management  | Agai |
| 03 | RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS        | Management  | Fo   |
| 04 | TO CONSIDER AND VOTE ON A STOCKHOLDER PROPOSAL AS DESCRIBED IN THE ATTACHED PROXY STATEMENT | Shareholder | Agai |
| 05 | TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING                     | Management  | Fo   |

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 THE BANK OF NEW YORK COMPANY, INC. BK  
 ISSUER: 064057102 ISIN:  
 SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 03              | TO APPROVE THE NUMBER OF AUTHORIZED SHARES OF NEWCO CAPITAL STOCK AS SET FORTH IN NEWCO S CERTIFICATE OF INCORPORATION.   | Management    | Fo    |
| 02              | TO APPROVE A PROVISION IN THE CERTIFICATE OF INCORPORATION OF NEWCO REQUIRING THE AFFIRMATIVE VOTE OF THE HOLDERS OF AT LEAST 75 PERCENT OF THE OUTSTANDING VOTING SHARES OF NEWCO FOR DIRECT SHAREHOLDER AMENDMENT OF ARTICLE V OF THE BY-LAWS, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.  | Management    | Fo    |
| 01              | TO ADOPT THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF 12/3/06, AMENDED AND RESTATED AS OF 2/23/07, AND FURTHER AMENDED AND RESTATED AS OF 3/30/07, BY AND BETWEEN MELLON FINANCIAL CORPORATION, THE BANK OF NEW YORK COMPANY, INC. AND THE BANK OF NEW YORK MELLON CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo    |



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04 TO ADJOURN THE BANK OF NEW YORK SPECIAL MEETING, Management Fo  
 IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT  
 ADDITIONAL PROXIES.

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 XEROX CORPORATION XRX

ISSUER: 984121103 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | DIRECTOR   | Management       | Fo       |
|                    | GLENN A. BRITT   | Management       | Fo       |
|                    | URSULA M. BURNS  | Management       | Fo       |
|                    | WILLIAM CURT HUNTER  | Management       | Fo       |
|                    | VERNON E. JORDAN, JR.  | Management       | Fo       |
|                    | RICHARD J. HARRINGTON  | Management       | Fo       |
|                    | ROBERT A. MCDONALD   | Management       | Fo       |
|                    | ANNE M. MULCAHY  | Management       | Fo       |
|                    | RALPH S. LARSEN  | Management       | Fo       |
|                    | ANN N. REESE   | Management       | Fo       |
|                    | MARY AGNES WILDEROTTER   | Management       | Fo       |
|                    | N.J. NICHOLAS, JR.   | Management       | Fo       |
| 02                 | RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS<br>LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM FOR 2007. | Management       | Fo       |
| 03                 | AMENDMENT OF THE 2004 PERFORMANCE INCENTIVE PLAN.  | Management       | Fo       |
| 04                 | SHAREHOLDER PROPOSAL RELATING TO THE ADOPTION<br>OF A VENDOR CODE OF CONDUCT.  | Shareholder      | Agai     |

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 FPL GROUP, INC. FPL

ISSUER: 302571104 ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal         | Proposal<br>Type | Vo<br>Ca |
|--------------------|------------------|------------------|----------|
| 01                 | DIRECTOR         | Management       | Fo       |
|                    | SHERRY S. BARRAT | Management       | Fo       |

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|    |  |                         |            |    |
|----|--|-------------------------|------------|----|
|    |  | ROBERT M. BEALL, II     | Management | Fo |
|    |  | J. HYATT BROWN          | Management | Fo |
|    |  | JAMES L. CAMAREN        | Management | Fo |
|    |  | J. BRIAN FERGUSON       | Management | Fo |
|    |  | LEWIS HAY, III          | Management | Fo |
|    |  | TONI JENNINGS           | Management | Fo |
|    |  | OLIVER D. KINGSLEY, JR. | Management | Fo |
|    |  | RUDY E. SCHUPP          | Management | Fo |
|    |  | MICHAEL H. THAMAN       | Management | Fo |
|    |  | HANSEL E. TOOKES, II    | Management | Fo |
|    |  | PAUL R. TREGURTHA       | Management | Fo |
| 02 | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR 2007. |                         | Management | Fo |
| 03 | APPROVAL OF THE 2007 NON-EMPLOYEE DIRECTORS STOCK PLAN.  |                         | Management | Fo |

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TEEKAY SHIPPING CORPORATION

TK

ISSUER: Y8564W103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  |                   | Proposal Type | Vo<br>Ca |
|-----------------|---|-------------------|---------------|----------|
| 01              | DIRECTOR  |                   | Management    | Fo       |
|                 |   | PETER S. JANSON   | Management    | Fo       |
|                 |   | EILEEN A. MERCIER | Management    | Fo       |
|                 |   | TOR E. SANDVOLD   | Management    | Fo       |
| 02              | APPROVAL OF AMENDMENT TO AMENDED AND RESTATED ARTICLES OF INCORPORATION. APPROVE AN AMENDMENT TO TEEKAY S AMENDED AND RESTATED ARTICLES OF INCORPORATION CHANGING TEEKAY S NAME TO TEEKAY CORPORATION . |                   | Management    | Fo       |
| 03              | RATIFICATION OF INDEPENDENT AUDITORS. RATIFY THE SELECTION OF ERNST & YOUNG LLP, CHARTERED ACCOUNTANTS, AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.             |                   | Management    | Fo       |

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EXXON MOBIL CORPORATION

XOM

ISSUER: 30231G102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal |             | Proposal Type | Vo<br>Ca |
|-----------------|----------|-------------|---------------|----------|
| 01              | DIRECTOR |             | Management    | Fo       |
|                 |          | M.J. BOSKIN | Management    | Fo       |
|                 |          | W.W. GEORGE | Management    | Fo       |

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|               |            |    |
|---------------|------------|----|
| J.R. HOUGHTON | Management | Fo |
| W.R. HOWELL   | Management | Fo |

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|                 |            |    |
|-----------------|------------|----|
| R.C. KING       | Management | Fo |
| P.E. LIPPINCOTT | Management | Fo |
| M.C. NELSON     | Management | Fo |
| S.J. PALMISANO  | Management | Fo |
| S.S. REINEMUND  | Management | Fo |
| W.V. SHIPLEY    | Management | Fo |
| J.S. SIMON      | Management | Fo |
| R.W. TILLERSON  | Management | Fo |

|    |   |             |      |
|----|---|-------------|------|
| 02 | RATIFICATION OF INDEPENDENT AUDITORS (PAGE 44)                | Management  | Fo   |
| 03 | CUMULATIVE VOTING (PAGE 45)                                   | Shareholder | Agai |
| 04 | SPECIAL SHAREHOLDER MEETINGS (PAGE 47)                        | Shareholder | Agai |
| 05 | BOARD CHAIRMAN AND CEO (PAGE 47)                              | Shareholder | Agai |
| 06 | DIVIDEND STRATEGY (PAGE 48)                                   | Shareholder | Agai |
| 07 | SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION (PAGE 50) | Shareholder | Agai |
| 08 | CEO COMPENSATION DECISIONS (PAGE 51)                          | Shareholder | Agai |
| 09 | EXECUTIVE COMPENSATION REPORT (PAGE 52)                       | Shareholder | Agai |
| 10 | EXECUTIVE COMPENSATION LIMIT (PAGE 53)                        | Shareholder | Agai |
| 11 | INCENTIVE PAY RECOUPMENT (PAGE 54)                            | Shareholder | Agai |
| 12 | POLITICAL CONTRIBUTIONS REPORT (PAGE 55)                      | Shareholder | Agai |
| 13 | AMENDMENT OF EEO POLICY (PAGE 57)                             | Shareholder | Agai |
| 14 | COMMUNITY ENVIRONMENTAL IMPACT (PAGE 58)                      | Shareholder | Agai |
| 15 | GREENHOUSE GAS EMISSIONS GOALS (PAGE 60)                      | Shareholder | Agai |
| 16 | CO2 INFORMATION AT THE PUMP (PAGE 61)                         | Shareholder | Agai |
| 17 | RENEWABLE ENERGY INVESTMENT LEVELS (PAGE 62)                  | Shareholder | Agai |

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 NEW YORK COMMUNITY BANCORP, INC.

NYB

ISSUER: 649445103

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | DIRECTOR   | Management    | Fo    |
|                 | DONALD M. BLAKE  | Management    | Fo    |
|                 | MICHAEL J. LEVINE  | Management    | Fo    |
|                 | GUY V. MOLINARI  | Management    | Fo    |
|                 | JOHN A. PILESKI  | Management    | Fo    |
|                 | JOHN M. TSIMBINOS  | Management    | Fo    |
| 02              | THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF NEW YORK COMMUNITY BANCORP, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007. | Management    | Fo    |

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 WEATHERFORD INTERNATIONAL LTD.

WFT

ISSUER: G95089101

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| 1A              | ELECTION AS DIRECTOR: NICHOLAS F. BRADY   | Management    | Fo    |
| 1B              | ELECTION AS DIRECTOR: WILLIAM E. MACAULAY   | Management    | Fo    |
| 1C              | ELECTION AS DIRECTOR: DAVID J. BUTTERS  | Management    | Fo    |
| 1D              | ELECTION AS DIRECTOR: ROBERT B. MILLARD   | Management    | Fo    |
| 1E              | ELECTION AS DIRECTOR: BERNARD J. DUROC-DANNER   | Management    | Fo    |
| 1F              | ELECTION AS DIRECTOR: ROBERT K. MOSES, JR.  | Management    | Fo    |
| 1G              | ELECTION AS DIRECTOR: SHELDON B. LUBAR  | Management    | Fo    |
| 1H              | ELECTION AS DIRECTOR: ROBERT A. RAYNE   | Management    | Fo    |
| 02              | APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2007, AND AUTHORIZATION OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET ERNST & YOUNG LLP S REMUNERATION. | Management    | Fo    |

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TRANS-LUX CORPORATION

TLX

ISSUER: 893247106

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo   |
|-----------------|--|---------------|------|
| 01              | DIRECTOR   | Management    | With |
|                 | GENE JANKOWSKI*  | Management    | With |
|                 | JEAN FIRSTENBERG*  | Management    | With |
|                 | VICTOR LISS*   | Management    | With |
|                 | RICHARD BRANDT**   | Management    | With |
| 02              | RATIFY THE RETENTION OF EISNER LLP AS THE INDEPENDENT AUDITORS FOR THE CORPORATION FOR THE ENSUING YEAR. | Management    | Fo   |

GENERAL MOTORS CORPORATION

GM

ISSUER: 370442105

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal      | Proposal Type | Vo |
|-----------------|---------------|---------------|----|
| 01              | DIRECTOR      | Management    | Fo |
|                 | P.N. BARNEVIK | Management    | Fo |
|                 | E.B. BOWLES   | Management    | Fo |
|                 | J.H. BRYAN    | Management    | Fo |

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|    |  |            |    |
|----|--|------------|----|
|    | A.M. CODINA  | Management | Fo |
|    | E.B. DAVIS, JR.  | Management | Fo |
|    | G.M.C. FISHER  | Management | Fo |
|    | K. KATEN   | Management | Fo |
|    | K. KRESA   | Management | Fo |
|    | E.J. KULLMAN   | Management | Fo |
|    | P.A. LASKAWY   | Management | Fo |
|    | K.V. MARINELLO   | Management | Fo |
|    | E. PFEIFFER  | Management | Fo |
|    | G.R. WAGONER, JR.  | Management | Fo |
| 02 | RATIFICATION OF SELECTION OF DELOITTE & TOUCHE FOR YEAR 2007 | Management | Fo |
| 03 | 2007 ANNUAL INCENTIVE PLAN                                   | Management | Fo |

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|    |  |             |      |
|----|--|-------------|------|
| 04 | 2007 LONG-TERM INCENTIVE PLAN              | Management  | Agai |
| 05 | DISCLOSURE OF POLITICAL CONTRIBUTIONS      | Shareholder | Agai |
| 06 | LIMIT ON DIRECTORSHIPS OF GM BOARD MEMBERS | Shareholder | Agai |
| 07 | GREENHOUSE GAS EMISSIONS                   | Shareholder | Agai |
| 08 | CUMULATIVE VOTING                          | Shareholder | Agai |
| 09 | STOCKHOLDER APPROVAL OF A POISON PILL      | Shareholder | For  |
| 10 | SPECIAL STOCKHOLDER MEETINGS               | Shareholder | Agai |
| 11 | PERFORMANCE-BASED EQUITY COMPENSATION      | Shareholder | Agai |
| 12 | RECOUPING UNEARNED INCENTIVE BONUSES       | Shareholder | Agai |
| 13 | OPTIMUM BOARD SIZE                         | Shareholder | Agai |
| 14 | SIMPLE MAJORITY VOTE                       | Shareholder | Agai |

NABORS INDUSTRIES LTD.

NBR

ISSUER: G6359F103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type  | Vo Ca                |
|-----------------|--|--|----------------------|
| 01              | DIRECTOR<br><br>ALEXANDER M. KNASTER<br>JAMES L. PAYNE<br>HANS W. SCHMIDT  | Management<br>Management<br>Management<br>Management | Fo<br>Fo<br>Fo<br>Fo |
| 02              | APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET AUDITORS REMUNERATION. | Management   | Fo                   |
| 03              | SHAREHOLDER PROPOSAL TO PERMIT SHAREHOLDERS TO VOTE ON AN ADVISORY RESOLUTION TO RATIFY THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF THE COMPANY.       | Shareholder  | Agai                 |
| 04              | SHAREHOLDER PROPOSAL TO ADOPT A PAY FOR SUPERIOR PERFORMANCE STANDARD IN THE COMPANY S EXECUTIVE COMPENSATION PLAN FOR SENIOR EXECUTIVES.                      | Shareholder  | Agai                 |

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-----  
 THE DIRECTV GROUP, INC.

DTV

ISSUER: 25459L106

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | DIRECTOR  | Management    | Fo |
|                 | NEIL R. AUSTRIAN  | Management    | Fo |
|                 | CHARLES R. LEE  | Management    | Fo |
|                 | K. RUPERT MURDOCH   | Management    | Fo |
| 02              | RATIFICATION OF APPOINTMENT OF INDEPENDENT PUBLIC ACCOUNTANTS.          | Management    | Fo |
| 03              | APPROVAL OF THE AMENDED AND RESTATED 2004 STOCK PLAN.                   | Management    | Fo |
| 04              | APPROVAL OF THE AMENDED AND RESTATED EXECUTIVE OFFICER CASH BONUS PLAN. | Management    | Fo |

-----  
 BCE INC.

BCE

ISSUER: 05534B760

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 04              | APPROVING THE RESOLUTION, THE FULL TEXT OF WHICH IS REPRODUCED AS SCHEDULE B TO THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR, TO APPROVE AMENDMENTS TO THE CORPORATION S EQUITY-BASED COMPENSATION PLANS. | Management    | Fo |
| 03              | APPROVING THE SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS REPRODUCED AS SCHEDULE A TO THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR, TO APPROVE THE NAME CHANGE OF THE CORPORATION.                      | Management    | Fo |
| 02              | DELOITTE & TOUCHE LLP AS AUDITORS.  | Management    | Fo |
| 01              | DIRECTOR  | Management    | Fo |
|                 | A. B>>RARD  | Management    | Fo |
|                 | R.A. BRENNEMAN  | Management    | Fo |
|                 | R.J. CURRIE   | Management    | Fo |
|                 | A.S. FELL   | Management    | Fo |
|                 | D. SOBLE KAUFMAN  | Management    | Fo |
|                 | B.M. LEVITT   | Management    | Fo |

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|               |            |    |
|---------------|------------|----|
| E.C. LUMLEY   | Management | Fo |
| J. MAXWELL    | Management | Fo |
| J.H. MCARTHUR | Management | Fo |
| T.C. O'NEILL  | Management | Fo |
| J.A. PATTISON | Management | Fo |
| R.C. POZEN    | Management | Fo |
| M.J. SABIA    | Management | Fo |
| P.M. TELLIER  | Management | Fo |
| V.L. YOUNG    | Management | Fo |

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-----  
 DEVON ENERGY CORPORATION

DVN

ISSUER: 25179M103

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   |                    | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|--------------------|------------------|----------|
| 01                 | DIRECTOR   |                    | Management       | Fo       |
|                    |  | THOMAS F. FERGUSON | Management       | Fo       |
|                    |  | DAVID M. GAVRIN    | Management       | Fo       |
|                    |  | JOHN RICHELIS      | Management       | Fo       |
| 02                 | RATIFY THE APPOINTMENT OF THE COMPANY S INDEPENDENT<br>AUDITORS FOR 2007 |                    | Management       | Fo       |

-----  
 SAKS INCORPORATED

SKS

ISSUER: 79377W108

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  |                       | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|-----------------------|------------------|----------|
| 01                 | DIRECTOR  |                       | Management       | Fo       |
|                    |   | STANTON J. BLUESTONE* | Management       | Fo       |
|                    |   | ROBERT B. CARTER**    | Management       | Fo       |
|                    |   | DONALD E. HESS**      | Management       | Fo       |
| 02                 | PROPOSAL TO APPROVE THE SAKS INCORPORATED 2007<br>SENIOR EXECUTIVE BONUS PLAN.  |                       | Management       | Fo       |
| 03                 | PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS<br>LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING<br>FIRM OF THE COMPANY. |                       | Management       | Fo       |



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04 PROPOSAL BY A SHAREHOLDER- CUMULATIVE VOTING  
IN THE ELECTION OF DIRECTORS.

Shareholder Agai

TENARIS, S.A.

TS

ISSUER: 88031M109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| A1                 | CONSIDERATION OF THE BOARD S AND INDEPENDENT<br>AUDITOR S REPORTS. APPROVAL OF THE COMPANY S<br>CONSOLIDATED FINANCIAL STATEMENTS.   | Management       | Fo       |
| A2                 | CONSIDERATION OF THE BOARD OF DIRECTORS AND<br>INDEPENDENT AUDITORS REPORTS ON THE COMPANY S<br>ANNUAL ACCOUNTS. APPROVAL OF THE COMPANY S<br>ANNUAL ACCOUNTS AS AT DECEMBER 31, 2006. | Management       | Fo       |
| A3                 | ALLOCATION OF RESULTS AND APPROVAL OF DIVIDEND<br>PAYMENT.   | Management       | Fo       |
| A4                 | DISCHARGE TO THE MEMBERS OF THE BOARD OF DIRECTORS.  | Management       | Fo       |
| A5                 | ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS.   | Management       | Fo       |
| A6                 | COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS.   | Management       | Fo       |
| A7                 | AUTHORIZATION TO THE BOARD OF DIRECTORS TO CAUSE<br>THE DISTRIBUTION OF ALL SHAREHOLDER COMMUNICATIONS.  | Management       | Fo       |
| A8                 | APPOINTMENT OF THE INDEPENDENT AUDITORS AND APPROVAL<br>OF THEIR FEES.   | Management       | Fo       |

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|    |   |            |    |
|----|---|------------|----|
| E1 | THE RENEWAL OF THE VALIDITY PERIOD OF THE COMPANY<br>S AUTHORIZED SHARE CAPITAL TO ISSUE SHARES FROM<br>TIME TO TIME WITHIN THE LIMITS. THE WAIVER OF<br>ANY PREFERENTIAL SUBSCRIPTION RIGHTS OF EXISTING<br>SHAREHOLDERS PROVIDED FOR BY LAW AND THE AUTHORIZATION<br>TO THE BOARD TO SUPPRESS ANY PREFERENTIAL SUBSCRIPTION<br>RIGHTS OF EXISTING SHAREHOLDERS. | Management | Fo |
|----|---|------------|----|

LAYNE CHRISTENSEN COMPANY

LAYN

ISSUER: 521050104

ISIN:

SEDOL:

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VOTE GROUP: GLOBAL

| Proposal Number    | Proposal  | Proposal Type            | Vo       |
|--------------------|---|--------------------------|----------|
| 01                 | DIRECTOR  | Management               | Fo       |
|                    | J. SAMUEL BUTLER<br>NELSON OBUS   | Management<br>Management | Fo<br>Fo |
| 02                 | DIRECTORS RECOMMEND: A VOTE FOR PROPOSAL 2.<br>PROPOSAL TO APPROVE THE LAYNE ENERGY, INC. 2007<br>STOCK OPTION PLAN.  | Management               | Fo       |
| 03                 | DIRECTORS RECOMMEND: A VOTE AGAINST PROPOSAL<br>3. STOCKHOLDER PROPOSAL TO SPIN OFF THE WATER<br>AND WASTEWATER INFRASTRUCTURE DIVISION OF THE<br>COMPANY TO THE STOCKHOLDERS.  | Shareholder              | Agai     |
| 04                 | DIRECTORS RECOMMEND: A VOTE FOR PROPOSAL 4.<br>PROPOSAL TO RATIFY THE SELECTION OF THE ACCOUNTING<br>FIRM OF DELOITTE & TOUCHE LLP AS LAYNE CHRISTENSEN<br>S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING<br>JANUARY 31, 2008. | Management               | Fo       |
| SEMCO ENERGY, INC. |   | SEN                      |          |
| ISSUER: 78412D109  |   | ISIN:                    |          |
| SEDOL:             |   |                          |          |

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | A PROPOSAL TO APPROVE THE AGREEMENT AND PLAN<br>OF SHARE EXCHANGE (THE EXCHANGE AGREEMENT),<br>PURSUANT TO WHICH EACH ISSUED AND OUTSTANDING<br>SHARE OF COMMON STOCK SHALL BE TRANSFERRED BY<br>OPERATION OF LAW TO PARENT IN EXCHANGE FOR THE<br>RIGHT TO RECEIVE \$8.15 IN CASH, WITHOUT INTEREST,<br>ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo |
| 02              | ANY PROPOSAL TO POSTPONE OR ADJOURN THE SPECIAL<br>MEETING TO A LATER DATE OR TIME, TO SOLICIT ADDITIONAL<br>PROXIES IN FAVOR OF THE APPROVAL OF THE EXCHANGE<br>AGREEMENT, IF THERE ARE NOT SUFFICIENT VOTES<br>FOR APPROVAL OF THE EXCHANGE AGREEMENT AT THE<br>SPECIAL MEETING.   | Management    | Fo |

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CHESAPEAKE ENERGY CORPORATION

CHK

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ISSUER: 165167107

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | FRANK KEATING  | Management    | Fo |
|                 | MERRILL A. MILLER, JR.   | Management    | Fo |
|                 | FREDERICK B. WHITTEMORE  | Management    | Fo |
| 02              | TO APPROVE AN AMENDMENT TO OUR LONG TERM INCENTIVE PLAN.                         | Management    | Fo |
| 03              | TO APPROVE AN AMENDMENT TO OUR 2003 STOCK AWARD PLAN FOR NON-EMPLOYEE DIRECTORS. | Management    | Fo |

KRONOS INCORPORATED

KRON

ISSUER: 501052104

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 22, 2007, BY AND AMONG KRONOS INCORPORATED, SEAHAWK ACQUISITION CORPORATION AND SEAHAWK MERGER SUB CORPORATION, A WHOLLY-OWNED SUBSIDIARY OF SEAHAWK ACQUISITION CORPORATION, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME. | Management    | Fo |
| 02              | TO APPROVE A PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF APPROVAL OF THE MERGER AGREEMENT.  | Management    | Fo |

TRIAD HOSPITALS, INC.

TRI

ISSUER: 89579K109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 19, 2007, BY AND AMONG TRIAD HOSPITALS, INC., COMMUNITY HEALTH SYSTEMS, INC. | Management    | Fo |

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02 AND FWCT-1 ACQUISITION CORPORATION.  
 APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING,  
 IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL  
 PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE  
 TIME OF THE MEETING TO ADOPT THE MEGER AGREEMENT.

Management

Fo

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 TOMKINS PLC

ISSUER: G89158136

ISIN: GB0008962655

SEDOL: B02S379, 5626906, 0896265  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 1.              | RECEIVE THE DIRECTORS REPORT AND FINANCIAL STATEMENTS FOR THE YE 30 DEC 2006 TOGETHER WITH THE INDEPENDENT AUDITORS REPORT   | Management    | Fo    |
| 2.              | APPROVE THE REMUNERATION COMMITTEE REPORT FOR THE YE 30 DEC 2006   | Management    | Fo    |
| 3.              | DECLARE A FINAL DIVIDEND OF 8.75 PENCE PER ORDINARY SHARE FOR THE YE 30 DEC 2006   | Management    | Fo    |
| 4.              | RE-APPOINT MR. DAVID B. NEWLANDS AS A DIRECTOR   | Management    | Fo    |
| 5.              | RE-APPOINT DELOITTE & TOUCHE LLP AS THE INDEPENDENT AUDITORS   | Management    | Fo    |
| 6.              | AUTHORIZE THE DIRECTORS TO DETERMINE THE INDEPENDENT AUDITORS REMUNERATION   | Management    | Fo    |
| 7.              | AUTHORIZE THE DIRECTORS, IN ACCORDANCE WITH AND SUBJECT TO THE TERMS OF ARTICLE 5 OF THE COMPANY S ARTICLES OF ASSOCIATION, TO ALLOT RELEVANT SECURITIES UP TO AN AGGREGATE NOMINAL AMOUNT OF GBP 14,265,337   | Management    | Fo    |
| S.8             | AUTHORIZE THE DIRECTORS, IN ACCORDANCE WITH AND SUBJECT TO THE TERMS OF ARTICLE 6 OF THE COMPANY S ARTICLES OF ASSOCIATION, TO ALLOT SHARES FOR CASH FOR THE PURPOSES OF PARAGRAPH (II) OF ARTICLE 6 UP TO AN AGGREGATE NOMINAL AMOUNT OF GBP 2,145,727  | Management    | Fo    |
| S.9             | AUTHORIZE THE COMPANY, IN SUBSTITUTION FOR ANY AUTHORITY TO PURCHASE ORDINARY SHARES OF 5P EACH IN THE CAPITAL OF THE COMPANY PREVIOUSLY CONFERRED SAVE TO THE EXTENT THE SAME HAS BEEN EXERCISED, TO MAKE MARKET PURCHASES SECTION 163(3) OF THE COMPANIES ACT 1985 OF UP TO 85,829,110 SHARES OR, IF LOWER SUCH NUMBER OF SHARES AS IS EQUAL | Management    | Fo    |

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TO 10% OF THE ISSUED ORDINARY SHARE CAPITAL OF THE COMPANY AT THE CLOSE OF BUSINESS ON 12 JUN 2007 OF 5P EACH IN THE CAPITAL OF THE COMPANY, NOT MORE THAN 105% OF THE AVERAGE OF THE MIDDLE MARKET QUOTATIONS FOR A SHARE DERIVED FROM THE LONDON STOCK EXCHANGE DAILY OFFICIAL LIST, OVER THE PREVIOUS 5 BUSINESS DAYS AND THE MINIMUM PRICE WHICH MAY BE PAID FOR ANY SUCH SHARE SHALL BE THE NOMINAL VALUE OF THAT SHARE; AUTHORITY EXPIRES THE EARLIER OF THE CONCLUSION OF THE AGM OF THE COMPANY TO BE HELD IN 2008 OR 30 JUN 2008; THE COMPANY, BEFORE THE EXPIRY, MAY MAKE A CONTRACT TO PURCHASE ORDINARY SHARES WHICH WILL OR MAY BE EXECUTED WHOLLY OR PARTLY AFTER SUCH EXPIRY

10. APPROVE THAT THE COMPANY MAY SERVE ANY NOTICE OR SEND OR SUPPLY ANY OTHER DOCUMENT OR INFORMATION

Management

TO A MEMBER BY MAKING THE NOTICE, DOCUMENT OR INFORMATION AVAILABLE ON A WEBSITE OR BY SENDING OR SUPPLYING IT IN ELECTRONIC FORM WITHIN THE MEANING OF SECTION 1168 OF THE COMPANIES ACT 2006

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 CABLEVISION SYSTEMS CORPORATION

CVC

ISSUER: 12686C109

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

Proposal

Number Proposal

Proposal

Type

Vo

Ca

02 PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2007

Management

Fo

01 DIRECTOR

Management

Fo

GROVER C. BROWN  
 ZACHARY W. CARTER  
 CHARLES D. FERRIS  
 RICHARD H. HOCHMAN  
 VICTOR ORISTANO  
 THOMAS V. REIFENHEISER  
 JOHN R. RYAN  
 VINCENT TESE

Management

Fo

Management

Fo

Management

Fo

Management

Fo

Management

Fo

Management

Fo

Management

Fo

Management

Fo

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ENERGY EAST CORPORATION

EAS

ISSUER: 29266M109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | JAMES H. BRANDI  | Management    | Fo |
|                 | JOHN T. CARDIS   | Management    | Fo |
|                 | THOMAS B. HOGAN, JR.   | Management    | Fo |
|                 | G. JEAN HOWARD   | Management    | Fo |
|                 | DAVID M. JAGGER  | Management    | Fo |
|                 | SETH A. KAPLAN   | Management    | Fo |
|                 | BEN E. LYNCH   | Management    | Fo |
|                 | PETER J. MOYNIHAN  | Management    | Fo |
|                 | PATRICIA M. NAZEMETZ   | Management    | Fo |
|                 | WALTER G. RICH   | Management    | Fo |
|                 | WESLEY W. VON SCHACK   | Management    | Fo |
| 02              | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2007. | Management    | Fo |

LONE STAR TECHNOLOGIES, INC.

LSS

ISSUER: 542312103

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 28, 2007, BY AND AMONG UNITED STATES STEEL CORPORATION, WP ACQUISITION HOLDING CORP. AND LONE STAR TECHNOLOGIES, INC. | Management    | Fo |
| 02              | PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES.   | Management    | Fo |

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PAXAR CORPORATION

PXR

ISSUER: 704227107

ISIN:

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SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| 01              | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER,<br>DATED MARCH 22, 2007, BY AND AMONG PAXAR CORPORATION,<br>AVERY DENNISON CORPORATION AND ALPHA ACQUISITION<br>CORP. | Management    | Fo       |
| 02              | DIRECTOR  | Management    | Fo       |
|                 | JACK BECKER   | Management    | Fo       |
|                 | LEO BENATAR   | Management    | Fo       |
|                 | VICTOR HERSHAFT   | Management    | Fo       |
|                 | DAVID E. MCKINNEY   | Management    | Fo       |
|                 | JAMES R. PAINTER  | Management    | Fo       |
|                 | ROGER M. WIDMANN  | Management    | Fo       |

LIBERTY GLOBAL, INC.

LBTYA

ISSUER: 530555101

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal              | Proposal Type | Vo<br>Ca |
|-----------------|-----------------------|---------------|----------|
| 01              | DIRECTOR              | Management    | Fo       |
|                 | JOHN W. DICK          | Management    | Fo       |
|                 | J.C. SPARKMAN         | Management    | Fo       |
|                 | J. DAVID WARGO        | Management    | Fo       |
| 02              | AUDITORS RATIFICATION | Management    | Fo       |

ENDESA SA, MADRID

ISSUER: E41222113

ISIN: ES0130670112

SEDOL: 2615424, 5271782, B0389N6, 5788806, 4315368, 5285501, B0ZJNC8

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| *               | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT<br>REACH QUORUM, THERE WILL BE A SECOND CALL ON<br>21 JUN 2007. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS<br>WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA<br>IS AMENDED. THANK YOU. | Non-Voting    |          |
| *               | PLEASE NOTE THAT THIS IS AN OGM. THANK YOU.   | Non-Voting    |          |

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|    |  |            |    |
|----|--|------------|----|
| 1. | EXAMINATION AND APPROVAL, AS THE CASE MAY BE,<br>OF THE ANNUAL ACCOUNTS BALANCESHEET, INCOME STATEMENT<br>AND ANNUAL REPORT AND OF THE MANAGEMENT REPORT<br>OF THE COMPANY AND ITS CONSOLIDATED GROUP FOR<br>THE FYE 31 DEC 2006, AS WELL AS OF THE CORPORATE<br>MANAGEMENT DURING SAID FY | Management | Fo |
|----|--|------------|----|

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|    |  |            |    |
|----|--|------------|----|
| 2. | APPLICATION OF FY EARNINGS AND DIVIDEND DISTRIBUTION   | Management | Fo |
| 3. | APPOINTMENT OF THE AUDITOR FOR THE COMPANY AND<br>ITS CONSOLIDATED GROUP   | Management | Fo |
| 4. | AUTHORIZATION FOR THE COMPANY AND ITS SUBSIDIARIES<br>TO BE ABLE TO ACQUIRE TREASURY STOCK IN ACCORDANCE<br>WITH THE PROVISIONS OF ARTICLE 75 AND ADDITIONAL<br>PROVISION 1 OF THE SPANISH CORPORATIONS LAW LEY<br>DE SOCIEDADES ANONIMAS  | Management | Fo |
| 5. | TO SET AT 10 THE NUMBER OF MEMBERS OF THE BOARD<br>OF DIRECTORS, IN ACCORDANCE WITH THE PROVISIONS<br>OF ARTICLE 37 OF THE CORPORATE BYLAWS  | Management | Fo |
| 6. | APPOINTMENT OF A COMPANY DIRECTOR  | Management | Fo |
| 7. | APPOINTMENT OF A COMPANY DIRECTOR  | Management | Fo |
| 8. | AUTHORIZATION TO THE BOARD OF DIRECTORS FOR THE<br>EXECUTION AND IMPLEMENTATION MAY BE, OF THE RESOLUTIONS<br>ADOPTED BY THE GENERAL MEETING, AS WELL AS TO<br>SUBSTITUTE THE AUTHORITIES IT RECEIVES FROM THE<br>GENERAL MEETING, AND GRANTING OF AUTHORITIES<br>FOR PROCESSING THE SAID RESOLUTIONS AS A PUBLIC<br>INSTRUMENT, REGISTRATION THEREOF AND, AS THE<br>CASE MAY BE, CORRECTION THEREOF | Management | Fo |
| *  | PLEASE BE ADVISED THAT ADDITIONAL INFORMATION<br>CONCERNING ENDESA, S.A. CAN ALSO BE VIEWED ON<br>THE COMPANY S WEBSITE: <a href="http://www.endesa.es/portal/en/corporate_governance/general_shar">HTTP://WWW.ENDESA.ES/PORTAL/EN/CORPORATE_GOVERNANCE/GENERAL_SHAR</a>   | Non-Voting |    |

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 DOLLAR GENERAL CORPORATION

DG

ISSUER: 256669102

ISIN:

SEDOL:  
 -----

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | APPROVAL OF THE AGREEMENT AND PLAN OF MERGER        | Management       | Fo       |
| 02                 | ADJOURNMENT AND POSTPONEMENT OF THE SPECIAL MEETING | Management       | Fo       |



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HELLENIC TELECOMMUNICATIONS ORG. S.A

OTE

ISSUER: 423325307

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | SUBMISSION FOR APPROVAL OF THE MANAGEMENT REPORT OF THE BOARD OF DIRECTORS, AND THE AUDIT REPORTS PREPARED BY CERTIFIED AUDITORS.    | Management    | Fo    |
| 02              | EXONERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE AUDITORS OF ALL LIABILITY FOR FISCAL YEAR 2006.                         | Management    | Fo    |
| 03              | APPOINTMENT OF CHARTERED AUDITORS FOR THE FISCAL YEAR 2007 AND DETERMINATION OF ITS FEES.  | Management    | Fo    |
| 04              | RENEWAL OF AGREEMENT FOR THE COVERING OF CIVIL LIABILITY OF MEMBERS OF THE BOARD OF DIRECTORS AND THE COMPANY/S EXECUTIVE DIRECTORS. | Management    | Fo    |

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|    |  |            |    |
|----|--|------------|----|
| 05 | APPROVAL OF REMUNERATION PAID TO THE MEMBERS OF THE BOARD OF DIRECTORS, THE AUDIT COMMITTEE AND HR REMUNERATION COMMITTEE.   | Management | Fo |
| 06 | APPROVAL OF THE REMUNERATION PAID IN 2006 TO THE CHAIRMAN OF THE BOARD OF DIRECTORS AND CEO, DETERMINATION OF A SPECIAL PREMIUM BASED ON EFFICIENCY FOR FISCAL YEAR 2006 AND DETERMINATION OF HIS REMUNERATION FOR 2007. | Management | Fo |
| 07 | APPROVAL OF THE BASIC TERMS AND CONDITIONS OF A PROJECT TO BE ASSIGNED TO A MEMBER OF THE BOARD.   | Management | Fo |
| 08 | APPROVAL OF THE SPIN-OFF OF THE BRANCH OF INTERNATIONAL INSTALLATIONS AND INTERNATIONAL CABLE INFRASTRUCTURES AND OF THE LICENSES OF OTE SA FOR THE USE OF THE INTEC-ITU PRICING SYSTEM.                                 | Management | Fo |
| 09 | APPROVAL OF A STOCK REPURCHASE PROGRAM, OF OTE S.A., ACCORDING TO PARAGRAPH 5 ARTICLE 16 OF THE LAW 2190/1920.   | Management | Fo |
| 10 | APPOINTMENT OF FIVE NEW BOARD MEMBERS FOR A THREE-YEAR TERM, FOLLOWING TERMINATION OF OFFICE OF EQUAL NUMBER MEMBERS.  | Management | Fo |

WHX CORPORATION

WXCP.PK

ANNU

ISSUER: 929248508

ISIN:

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo |
|-----------------|--|---------------|----|
| 01              | DIRECTOR   | Management    | Fo |
|                 | WARREN G. LICHTENSTEIN   | Management    | Fo |
|                 | JACK L. HOWARD   | Management    | Fo |
|                 | GLEN M. KASSAN   | Management    | Fo |
|                 | LOUIS KLEIN, JR.   | Management    | Fo |
|                 | DANIEL P. MURPHY, JR.  | Management    | Fo |
|                 | JOHN J. QUICKE   | Management    | Fo |
|                 | JOSHUA E. SCHECHTER  | Management    | Fo |
|                 | GAREN W. SMITH   | Management    | Fo |
| 02              | PROPOSAL TO AMEND WHX S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE WHX S AUTHORIZED CAPITAL STOCK FROM 45,000,000 SHARES TO A TOTAL OF 55,000,000 SHARES, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo |
| 03              | PROPOSAL TO APPROVE THE ADOPTION OF WHX CORPORATION S 2007 INCENTIVE STOCK PLAN.   | Management    | Fo |
| 04              | RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS THE INDEPENDENT PUBLIC ACCOUNTANTS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2007.   | Management    | Fo |

WINSTON HOTELS, INC.

WXH

ISSUER: 97563A102

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo |
|-----------------|---|---------------|----|
| 01              | TO ADOPT AND APPROVE THE MERGER OF WINSTON HOTELS, INC. WITH AND INTO INLAND AMERICAN ACQUISITION (WINSTON), LLC PURSUANT TO THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 2, 2007, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo |

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|    |  |            |    |
|----|--|------------|----|
| 02 | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE | Management | Fo |
|----|--|------------|----|

## Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

TIME OF THE SPECIAL MEETING TO ADOPT AND APPROVE  
THE MERGER, THE MERGER AGREEMENT AND THE OTHER  
TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT.

-----  
CHINA MENGNIU DAIRY CO LTD

ISSUER: G21096105

ISIN: KYG210961051

SEDOL: B01FW07, B01B1L9, B01VKZ6  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 1.                 | RECEIVE AND APPROVE THE AUDITED FINANCIAL STATEMENTS AND THE REPORT OF THE DIRECTORS AND THE AUDITORS FOR THE YE 31 DEC 2006  | Management       | Fo       |
| 2.                 | APPROVE THE FINAL DIVIDEND  | Management       | Fo       |
| 3.a                | RE-ELECT MR. JIAO SHUGE ALIAS JIAO ZHEN AS A DIRECTOR AND AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION   | Management       | Fo       |
| 3.b                | RE-ELECT MS. LU JUN AS A DIRECTOR AND AUTHORIZE THE DIRECTORS OF THE COMPANY TO FIX HER REMUNERATION  | Management       | Fo       |
| 3.c                | RE-ELECT MR. WANG HUIBAO AS A DIRECTOR AND AUTHORIZE THE DIRECTORS TO FIX HIS REMUNERATION  | Management       | Fo       |
| 4.                 | RE-APPOINT ERNST & YOUNG AS THE AUDITORS AND AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX THEIR REMUNERATION  | Management       | Fo       |
| 5.                 | AUTHORIZE THE DIRECTORS OF THE COMPANY, DURING THE RELEVANT PERIOD, TO REPURCHASE SHARES OF HKD 0.10 EACH IN THE CAPITAL OF THE COMPANY SHARES ON THE STOCK EXCHANGE OF HONG KONG LIMITED THE STOCK EXCHANGE OR ON ANY OTHER STOCK EXCHANGE ON WHICH THE SECURITIES OF THE COMPANY MAY BE LISTED AND RECOGNIZED BY THE SECURITIES AND FUTURES COMMISSION OF HONG KONG AND THE STOCK EXCHANGE FOR THIS PURPOSE, SUBJECT TO AND IN ACCORDANCE WITH APPLICABLE LAWS AND THE REQUIREMENTS OF THE RULES GOVERNING THE LISTING OF SECURITIES ON THE STOCK EXCHANGE OR OF ANY OTHER STOCK EXCHANGE AS AMENDED FROM TIME TO TIME; SHALL NOT EXCEED 10% OF THE AGGREGATE NOMINAL AMOUNT OF THE SHARE CAPITAL OF THE COMPANY IN ISSUE AT THE DATE OF PASSING THIS RESOLUTION 5 AS SPECIFIED; AND AUTHORITY EXPIRES AT THE EARLIER OF THE CONCLUSION OF THE NEXT AGM OF THE COMPANY OR THE EXPIRATION OF THE PERIOD WITHIN WHICH THE NEXT AGM OF THE COMPANY IS REQUIRED BY ITS ARTICLES OF ASSOCIATION OR BY ANY APPLICABLE LAW(S) TO BE HELD | Management       | Fo       |

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- |    |   |             |    |
|----|---|-------------|----|
| 6. | AUTHORIZE THE DIRECTORS, TO ALLOT, ISSUE AND DEAL WITH ADDITIONAL SHARES AND TO MAKE OR GRANT OFFERS, AGREEMENTS, OPTIONS AND WARRANTS WHICH MIGHT REQUIRE THE EXERCISE OF SUCH POWER, DURING AND AFTER THE RELEVANT PERIOD; SHALL NOT EXCEED OF 20% OF THE AGGREGATE NOMINAL AMOUNT OF THE SHARE CAPITAL OF THE COMPANY IN ISSUE AT THE DATE OF PASSING THIS RESOLUTION 6, OTHERWISE THAN PURSUANT TO, (I) A RIGHTS ISSUE AS SPECIFIED, (II) ANY OPTION SCHEME OR SIMILAR ARRANGEMENT FOR THE TIME BEING ADOPTED FOR THE GRANT OR ISSUE TO OFFICERS AND/OR EMPLOYEES OF THE COMPANY AND/OR ANY OF ITS SUBSIDIARIES OF SHARES OR RIGHTS TO ACQUIRE SHARES OR (III) ANY SCRIP DIVIDEND OR SIMILAR ARRANGEMENT PROVIDING FOR THE ALLOTMENT OF SHARES IN LIEU OF THE WHOLE OR PART OF A DIVIDEND ON SHARES IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION OF THE COMPANY; AUTHORITY EXPIRES AT THE EARLIER OF THE CONCLUSION OF THE NEXT AGM OF THE COMPANY OR THE EXPIRATION OF THE PERIOD WITHIN WHICH THE NEXT AGM OF THE COMPANY IS REQUIRED BY ITS ARTICLES OF ASSOCIATION OR BY ANY APPLICABLE LAW(S) TO BE HELD | Shareholder | Fo |
| 7. | APPROVE, SUBJECT TO THE PASSING OF RESOLUTIONS 5 AND 6, TO EXTEND BY THE ADDITION TO THE AGGREGATE NOMINAL AMOUNT OF THE SHARE CAPITAL OF THE COMPANY WHICH MAY BE ALLOTTED OR AGREED TO BE ALLOTTED BY THE DIRECTORS OF THE COMPANY PURSUANT TO SUCH GENERAL MANDATE AN AMOUNT REPRESENTING THE AGGREGATE NOMINAL AMOUNT OF SHARES REPURCHASED BY THE COMPANY PURSUANT TO THE GENERAL MANDATE REFERRED TO IN RESOLUTION 5 ABOVE PROVIDED THAT SUCH AMOUNT SHALL NOT EXCEED 10% OF THE EXISTING ISSUED SHARE CAPITAL OF THE COMPANY AT THE DATE OF PASSING THIS RESOLUTION 7  | Management  | Fo |

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 PORTUGAL TELECOM SGPS SA, LISBOA

ISSUER: X6769Q104

ISIN: PTPTCOAM0009

BLOCKING

SEDOL: B02P109, 5466856, 5825985, 4676203, 5760365, 5817186  
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VOTE GROUP: GLOBAL

|    | Proposal<br>Number    Proposal   | Proposal<br>Type | Vo<br>Ca    |
|----|--|------------------|-------------|
|    | *    PLEASE NOTE THAT FOR EVERY 500 SHARES YOU HAVE 1 VOTING RIGHT. THANK YOU.   | Non-Voting       |             |
|    | *    PLEASE NOTE THAT THIS IS AN OGM. THANK YOU.   | Non-Voting       |             |
| 1. | AMEND: NO. 2 OF ARTICLE TWO, NO. 3 OF ARTICLE FOUR, NO. 8 OF ARTICLE NINE, ARTICLE TENTH, NO. 1 AND ADDING NO. 3 TO ARTICLE ELEVEN, AMENDING | Management       | Take<br>Act |

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THE HEADING AND PARAGRAPHS B) AND D) OF NO. 1 AND ADDING NO. 4 TO ARTICLE TWELVE, NOS. 2, 3 AND 6, ADDING NOS. 7 TO 9, RENUMBERING THE PREVIOUS NOS. 7 AND 8, WHICH SHALL BECOME NOS. 10 AND 11, THE PREVIOUS NO. 9 WHICH SHALL BECOME NO. 12, RENUMBERING THE PREVIOUS NOS. 10 AND 11 WHICH SHALL BECOME NOS. 13 AND 14, ELIMINATING THE PREVIOUS NO. 12, RENUMBERING THE PREVIOUS NO. 13 WHICH SHALL BECOME NO. 15, PARAGRAPH B) OF PREVIOUS NO. 14 WHICH SHALL BECOME NO. 16 AND RENUMBERING THE PREVIOUS NOS. 15 AND 16 WHICH SHALL BECOME NOS. 17 AND 18, ALL OF ARTICLE THIRTEEN, NO. 2 OF ARTICLE FOURTEEN, PARAGRAPHS A) AND B) OF NO. 1 OF ARTICLE FIFTEEN, NO. 3 AND ADDING NO. 4 TO ARTICLE SIXTEEN, ARTICLE SEVENTEEN, NO. 1 OF ARTICLE EIGHTEEN, ADDING NOS. 4 AND

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7 TO ARTICLE TWENTY, AMENDING THE HEADING, ADDING PARAGRAPH F) OF NO. 1, AMENDMENT THE PREVIOUS PARAGRAPH F) OF NO. 1 WHICH SHALL BECOME PARAGRAPH G) AND ADDING NOS. 2 AND 6 OF ARTICLE TWENTY ONE, NO. 2 OF ARTICLE TWENTY THREE, NOS. 1 AND 2 OF ARTICLE TWENTY FOUR, AMENDING THE HEADING OF SECTION IV TO CHAPTER III, ARTICLES TWENTY SEVEN TO THIRTY, ADDING A NEW SECTION V TO CHAPTER III OF THE ARTICLES OF ASSOCIATION AND ARTICLE THIRTY ONE OF THE ARTICLES OF ASSOCIATION, AS WELL AS RENUMBERING IN ACCORDANCE THE PARAGRAPHS, NUMBERS AND ARTICLES OF THE ARTICLES OF ASSOCIATION AS A CONSEQUENCE OF THE STATUTORY AMENDMENTS RESOLVED IN THE PRESENT GENERAL MEETING

- |    |  |            |             |
|----|--|------------|-------------|
| 2. | ELECT THE MEMBERS OF THE AUDIT COMMITTEE AS WELL AS ITS CHAIRMAN, FOR THE 2006-2008 PERIOD   | Management | Take<br>Act |
| 3. | ELECT THE STATUTORY AUDITOR EFFECTIVE AND ALTERNATE, FOR THE 2006-2008 PERIOD  | Management | Take<br>Act |
| 4. | AUTHORIZE THE BOARD OF DIRECTORS TO INCREASE THE SHARE CAPITAL, WITH THE CORRESPONDING AMENDMENT TO PARAGRAPH 3 OF ARTICLE FOUR OF THE ARTICLES OF ASSOCIATION | Management | Take<br>Act |

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 PORTUGAL TELECOM SGPS SA, LISBOA

ISSUER: X6769Q104

ISIN: PTPTCOAM0009

BLOCKING

SEDOL: B02P109, 5466856, 5825985, 4676203, 5760365, 5817186  
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VOTE GROUP: GLOBAL

Edgar Filing: GABELLI DIVIDEND & INCOME TRUST - Form N-PX

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca    |
|-----------------|---|---------------|-------------|
| *               | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 393217 DUE TO ADDITIONAL RESOLUTION. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.  | Non-Voting    |             |
| 1.              | AMEND: NO. 2 OF ARTICLE TWO, NO. 3 OF ARTICLE FOUR, NO. 8 OF ARTICLE NINE, ARTICLE TENTH, NO. 1 AND ADDING NO. 3 TO ARTICLE ELEVEN, AMENDING THE HEADING AND PARAGRAPHS B) AND D) OF NO. 1 AND ADDING NO. 4 TO ARTICLE TWELVE, NOS. 2, 3 AND 6, ADDING NOS. 7 TO 9, RENUMBERING THE PREVIOUS NOS. 7 AND 8, WHICH SHALL BECOME NOS. 10 AND 11, THE PREVIOUS NO. 9 WHICH SHALL BECOME NO. 12, RENUMBERING THE PREVIOUS NOS. 10 AND 11 WHICH SHALL BECOME NOS. 13 AND 14, ELIMINATING THE PREVIOUS NO. 12, RENUMBERING THE PREVIOUS NO. 13 WHICH SHALL BECOME NO. 15, PARAGRAPH B) OF PREVIOUS NO. 14 WHICH SHALL BECOME NO. 16 AND RENUMBERING THE PREVIOUS NOS. 15 AND 16 WHICH SHALL BECOME NOS. 17 AND 18, ALL OF ARTICLE THIRTEEN, NO. 2 OF ARTICLE FOURTEEN, PARAGRAPHS A) AND B) OF NO. 1 OF ARTICLE FIFTEEN, NO. 3 AND ADDING NO. 4 TO ARTICLE SIXTEEN, ARTICLE SEVENTEEN, NO. 1 OF ARTICLE EIGHTEEN, ADDING NOS. 4 AND 7 TO ARTICLE TWENTY, AMENDING THE HEADING, ADDING PARAGRAPH F) OF NO. 1, AMENDMENT THE PREVIOUS PARAGRAPH F) OF NO. 1 WHICH SHALL BECOME PARAGRAPH | Management    | Take<br>Act |

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|    |   |            |             |
|----|---|------------|-------------|
|    | G) AND ADDING NOS. 2 AND 6 OF ARTICLE TWENTY ONE, NO. 2 OF ARTICLE TWENTY THREE, NOS. 1 AND 2 OF ARTICLE TWENTY FOUR, AMENDING THE HEADING OF SECTION IV TO CHAPTER III, ARTICLES TWENTY SEVEN TO THIRTY, ADDING A NEW SECTION V TO CHAPTER III OF THE ARTICLES OF ASSOCIATION AND ARTICLE THIRTY ONE OF THE ARTICLES OF ASSOCIATION, AS WELL AS RENUMBERING IN ACCORDANCE THE PARAGRAPHS, NUMBERS AND ARTICLES OF THE ARTICLES OF ASSOCIATION AS A CONSEQUENCE OF THE STATUTORY AMENDMENTS RESOLVED IN THE PRESENT GENERAL MEETING |            |             |
| 2. | APPROVE TO CHANGE IN THE COMPOSITION AND ELECT THE NEW MEMBERS OF THE BOARD OF DIRECTORS  | Management | Take<br>Act |
| 3. | ELECT THE MEMBERS OF THE AUDIT COMMITTEE AS WELL AS ITS CHAIRMAN, FOR THE 2006-2008 PERIOD  | Management | Take<br>Act |

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- |    |  |            |     |
|----|--|------------|-----|
| 4. | ELECT THE STATUTORY AUDITOR EFFECTIVE AND ALTERNATE,<br>FOR THE 2006-2008 PERIOD   | Management | Act |
| 5. | AUTHORIZE THE BOARD OF DIRECTORS TO INCREASE<br>THE SHARE CAPITAL, WITH THE CORRESPONDING AMENDMENT<br>TO PARAGRAPH 3 OF ARTICLE 4 OF THE ARTICLES OF<br>ASSOCIATION | Management | Act |

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 PORTUGAL TELECOM, SGPS, S.A.

PT

ISSUER: 737273102

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | TO RESOLVE ON THE FOLLOWING AMENDMENTS TO THE<br>ARTICLES OF ASSOCIATION.  | Management       | Fo       |
| 02                 | TO RESOLVE ON THE CHANGE IN THE COMPOSITION AND<br>ON THE ELECTION OF NEW MEMBERS OF THE BOARD OF<br>DIRECTORS.  | Management       | Fo       |
| 03                 | TO RESOLVE ON THE ELECTION OF THE MEMBERS OF<br>THE AUDIT COMMITTEE AS WELL AS ITS CHAIRMAN,<br>FOR THE 2006-2008 PERIOD.  | Management       | Fo       |
| 04                 | TO RESOLVE ON THE ELECTION OF THE STATUTORY AUDITOR<br>EFFECTIVE AND ALTERNATE, FOR THE 2006-2008 PERIOD.  | Management       | Fo       |
| 05                 | TO RESOLVE ON THE AUTHORIZATION FOR THE BOARD<br>OF DIRECTORS TO INCREASE THE SHARE CAPITAL, WITH<br>THE CORRESPONDING AMENDMENT TO PARAGRAPH 3 OF<br>ARTICLE FOUR OF THE ARTICLES OF ASSOCIATION. | Management       | Fo       |

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 BIOVERIS CORPORATION

BIOV

ISSUER: 090676107

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal  | Proposal<br>Type | Vo<br>Ca |
|--------------------|---|------------------|----------|
| 01                 | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER,<br>DATED AS OF APRIL 4, 2007, BY AND AMONG BIOVERIS,<br>ROCHE HOLDING LTD AND LILI ACQUISITION CORPORATION. | Management       | Fo       |

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02 PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE AGREEMENT AND PLAN OF MERGER. Management Fo

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EDISON SPA, MILANO

ISSUER: T3552V114 ISIN: IT0003152417 BLOCKING  
SEDOL: B06MTB3, 7513578, B1BK8V2, 7519822  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| *               | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 27 JUN 2007. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. PLEASE BE ALSO ADVISED THAT YOUR SHARES WILL BE BLOCKED UNTIL THE QUORUM IS MET OR THE MEETING IS CANCELLED. THANK YOU. | Non-Voting    |       |

|    |   |            |          |
|----|---|------------|----------|
| 1. | AMEND THE BY-LAWS, PURSUANT TO ARTICLE 262 OF 2005 OF THE FOLLOWING IN COMPLIANCE WITH THE LEGISLATIVE DECREE NO. 303 OF 2006 OF THE FOLLOWING ARTICLES: 9, 11, 14, 18, 21, 22 AND THE REMUNERATION OF THE FOLLOWING ARTICLES; CONSEQUENT RENUMBERING OF THE ARTICLES | Management | Take Act |
|----|---|------------|----------|

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ALTADIS SA

ISSUER: E0432C106 ISIN: ES0177040013  
SEDOL: B02T9V8, 5843114, BOYLW13, 5444012, 5860652  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo Ca |
|-----------------|---|---------------|-------|
| *               | PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A SECOND CALL ON 28 JUN 2007. CONSEQUENTLY, YOUR VOTING INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED. THANK YOU.   | Non-Voting    |       |
| *               | PLEASE NOTE THAT THIS IS AN OGM. THANK YOU.   | Non-Voting    |       |
| 1.              | APPROVE AND ADOPT THE ANNUAL ACCOUNTS, BALANCE SHEET, PROFIT AND LOSS ACCOUNT AND NOTES TO THE ACCOUNT AND MANAGEMENT REPORT OF ALTADIS, SOCIEDAD A NONIMA AND ITS CONSOLIDATED GROUP, AS WELL AS THE PROPOSED APPLICATION OF PROFITS AND DIVIDEND DISTRIBUTION, ALL OF THE FOREGOING WITH REFERENCE TO THE FY 2006 | Management    | Fo    |



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- |    |   |            |    |
|----|---|------------|----|
| 2. | RE-APPOINT MR. JEAN PIERRE TIROUFLET AS A DIRECTOR  | Management | Fo |
| 3. | RE-APPOINT OR APPOINT THE AUDITORS OF THE COMPANY<br>AND ITS CONSOLIDATED GROUP FOR THE FY 2007 | Management | Fo |

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- |    |   |            |    |
|----|---|------------|----|
| 4. | APPROVE THE CAPITAL REDUCTION THROUGH AMORTIZATION OF OWN SHARES, RESTATING THE ARTICLE CORRESPONDING TO THE CORPORATE CAPITAL OF THE ARTICLES OF ASSOCIATION   | Management | Fo |
| 5. | AMEND THE ARTICLES 8, ABOUT CONVENING NOTICES, 14, ABOUT PROXY AND REPRESENTATION AND 22, ABOUT VOTING OF PROPOSALS OF THE GENERAL MEETING REGULATIONS, IN ORDER TO BRING THEM INTO LINE WITH THE UNIFIED CODE OF CORPORATE GOVERNANCE FOR LISTED COMPANIES APPROVED BY THE SPANISH SECURITIES EXCHANGE COMMISSION, COMISION NACIONAL DEL MERCADO DE VALORES, CNMV, IN 2006                           | Management | Fo |
| 7. | AUTHORIZE THE BOARD FOR THE EXECUTION, CONSTRUCTION, RECTIFICATION AND IMPLEMENTATION OF THE RESOLUTIONS ADOPTED BY THE GENERAL MEETING OF SHAREHOLDERS   | Management | Fo |
| 6. | GRANT AUTHORITY TO THE BOARD OF DIRECTORS TO CARRY OUT THE DERIVATIVE ACQUISITION OF OWN SHARES, EITHER DIRECTLY OR VIA AFFILIATED COMPANIES, WITHIN THE LEGAL LIMITS AND REQUIREMENTS, FOR AN 18 MONTH PERIOD, AS WELL AS TO DISPOSE OF THE BOUGHT BACK SHARES OR TO APPLY THEM TO THE REMUNERATION PROGRAMS PROVIDED BY SECTION 75 OF THE SPANISH LIMITED COMPANIES ACT, LEY DE SOCIEDADES ANONIMAS | Management | Fo |

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COVANSYS CORPORATION

CVNS

ISSUER: 22281W103

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

- | Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 01                 | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 25, 2007, BY AND AMONG COMPUTER SCIENCES CORPORATION, SURFSIDE ACQUISITION CORP., A WHOLLY OWNED SUBSIDIARY OF COMPUTER SCIENCES CORPORATION, AND COVANSYS, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME. | Management       | Fo       |
| 02                 | TO APPROVE A PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL  | Management       | Fo       |

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PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT AND APPROVE THE MERGER.

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SIERRA HEALTH SERVICES, INC.

SIE

ISSUER: 826322109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo<br>Ca |
|-----------------|--|---------------|----------|
| 01              | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 11, 2007, BY AND AMONG UNITEDHEALTH GROUP INCORPORATED, SAPPHIRE ACQUISITION, INC. AND SIERRA HEALTH SERVICES, INC. | Management    | Fo       |

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ALTADIS SA

ISSUER: E0432C106

ISIN: ES0177040013

SEDOL: B02T9V8, 5843114, BOYLW13, 5444012, 5860652  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal  | Proposal Type | Vo<br>Ca |
|-----------------|---|---------------|----------|
| *               | PLEASE BE ADVISED THAT ADDITIONAL INFORMATION CONCERNING ALTADIS, S.A. CAN ALSO BE VIEWED ON THE COMPANY S WEBSITE: <a href="http://www.altadis.com/en/index.php">HTTP://WWW.ALTADIS.COM/EN/INDEX.PHP</a>   | Non-Voting    |          |
| *               | PLEASE NOTE THAT THE FIRST CALL FOR THE MEETING IS 27 JUN 2007, BUT THE MEETING IS GOING TO BE HELD ON SECOND CONVOCATION DATE I.E. 28 JUN 2007. IF YOU HAVE ALREADY SENT YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.  | Non-Voting    |          |
| 1.              | EXAMINATION AND APPROVAL, IF APPROPRIATE, OF THE ANNUAL ACCOUNTS BALANCE SHEET, PROFIT AND LOSS STATEMENT AND REPORT AND MANAGEMENT REPORT, AS WELL AS THE MANAGEMENT EFFECTED BY THE BOARD OF DIRECTORS OF ALTADIS, S.A. AND ITS CONSOLIDATED GROUP FOR THE 2006 FINANCIAL YEAR, AND THE PROPOSAL FOR ALLOCATION OF PROFITS AND THE DISTRIBUTION | Management    | Fo       |

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OF DIVIDENDS. TO APPROVE THE ANNUAL ACCOUNTS BALANCE SHEET, PROFIT AND LOSS STATEMENT AND REPORT AND MANAGEMENT REPORT FOR THE FINANCIAL YEAR ENDING ON DECEMBER 31ST, 2006, FOR THE COMPANY AND ITS CONSOLIDATED GROUP, TO APPROVE CORPORATE MANAGEMENT AND PAYMENT TO DIRECTORS, IN ACCORDANCE WITH EPIGRAPH 19 OF THE REPORT, AND TO RESOLVE ON THE ALLOCATION OF PROFITS, CONSISTING OF THE PAYMENT OF A DIVIDEND OF 1,10 EUROS PER SHARE CHARGED TO PROFITS FOR THE YEAR 312.506 THOUSAND EUROS. THE REMAINING AMOUNT SHALL BE ALLOCATED TO THE VOLUNTARY RESERVES OF ALTADIS, S.A. THE RESOLUTION OF THE BOARD OF DIRECTORS DATED FEBRUARY 21ST, 2007, FOR THE PAYMENT OF AN INTERIM DIVIDEND OF 0.50 EUROS PER SHARE IS RATIFIED, AND A COMPLEMENTARY DIVIDEND OF 0.60 EUROS PER SHARE, TO BE PAID ON JULY 9, 2007, IS PROPOSED. TOTAL DIVIDEND PAYMENTS FOR THE FINANCIAL YEAR WILL THEREFORE BE 1,10 EUROS PER SHARE

2. RE-ELECTION OF THE DIRECTOR MR. JEAN-PIERRE TIROUFLET. Management Fo
- AT THE PROPOSAL OF THEBOARD OF DIRECTORS AND SUBJECT TO A FAVORABLE REPORT FROM THE STRATEGY, ETHICS AND GOOD GOVERNANCE COMMITTEE, THE GENERAL MEETING OF SHAREHOLDERS HAS ADOPTED THE AGREEMENT TO RE-ELECT THE DIRECTOR MR. JEAN PIERRE TIROUFLET FOR A MAXIMUM STATUTORY PERIOD OF FIVE YEARS IN ACCORDANCE WITH ARTICLE 126 OF THE CORPORATIONS ACT AND ARTICLE 33 OF THE ARTICLES OF ASSOCIATION. BEING PRESENT IN THE MEETING, THE RE-ELECTED DIRECTOR EXPRESSLY ACCEPTS HIS APPOINTMENT AND DECLARES THAT HE IS NOT INVOLVED IN CURRENT LEGAL PROCEEDINGS THAT WOULD AFFECT HIM HOLDING THE POST, IN ACCORDANCE WITH EXISTING REGULATIONS. MR. TIROUFLET HAS BEEN, AND WILL CONTINUE TO BE, AN INDEPENDENT DIRECTOR. IN ACCORDANCE WITH THE PROVISIONS IN ARTICLE 146 OF THE BUSINESS REGISTER REGULATIONS, IT IS EXPRESSLY STATED THAT, HAVING BEEN RE-ELECTED AS DIRECTOR, HE WILL CONTINUE TO FULFIL THE DUTIES HE WAS PERFORMING BEFOREHAND ON THE BOARD OF DIRECTORS AND ITS COMMITTEES

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3. APPOINTMENT OR REAPPOINTMENT OF THE ACCOUNTS Auditor Management Fo
- AUDITOR FOR ALTADIS, S.A. AND ITS CONSOLIDATED GROUP FOR THE 2007 FINANCIAL YEAR. IT IS PROPOSED TO REAPPOINT THE COMPANY DELOITTE, S.L. AS ACCOUNTS AUDITOR FOR THE COMPANY AND ITS CONSOLIDATED GROUP TO UNDERTAKE THE AUDIT WORK FOR THE 2007 FINANCIAL YEAR, EMPOWERING THE BOARD OF DIRECTORS, WHICH TO THIS EFFECT MAY DELEGATE TO THE AUDIT AND CONTROL COMMITTEE, TO ENTER INTO THE RELEVANT SERVICE PROVISION AGREEMENT, BASED ON PAYMENT

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FOR THE PREVIOUS FINANCIAL YEAR, WITH THE CLAUSES AND CONDITIONS IT DEEMS APPROPRIATE, AS WELL AS TO MAKE THE MODIFICATIONS IN SUCH AGREEMENT AS MAY BE RELEVANT PURSUANT TO THE LEGISLATION IN EFFECT AT EACH MOMENT

4. REDUCTION OF COMPANY SHARE CAPITAL THROUGH THE REDEMPTION OF OWN SHARES, THUS AMENDING THE WORDING OF THE ARTICLE OF THE COMPANY BY-LAWS WHICH REFERS TO SHARE CAPITAL. TO REDUCE COMPANY SHARE CAPITAL BY 368,457 EUROS, THROUGH THE REDEMPTION OF 3,684,570 SHARES OF TREASURY STOCK, PREVIOUSLY ACQUIRED PURSUANT TO AUTHORIZATION FROM THE GENERAL SHAREHOLDERS MEETING, WITHIN THE LIMITS ESTABLISHED IN ARTICLES 75 AND SUBSEQUENT AND IN ADDITIONAL PROVISION 1, SECTION 2 OF THE PUBLIC LIMITED-LIABILITY COMPANIES ACT. THUS, THE REFERENCE TO THE SHARE CAPITAL FIGURE SET OUT IN ARTICLE 5 OF THE COMPANY BYLAWS WILL BE AMENDED TO READ AS FOLLOWS: ARTICLE 5. - SHARE CAPITAL SHARE CAPITAL IS 25,243,685 EUROS AND 60 CENTS, REPRESENTED BY 252,436,856 SHARES OF 0.10 EURO NOMINAL VALUE EACH, ALL OF THE SAME TYPE, NUMBERED FROM 1 TO 252,436,856 INCLUSIVE, FULLY SUBSCRIBED AND PAID UP. THE AFOREMENTIONED REDUCTION SHALL BE EXECUTED WITHIN A PERIOD OF SIX MONTHS FROM THE DATE OF THE PRESENT RESOLUTION. THE SHARE CAPITAL REDUCTION SHALL BE CHARGED TO RESERVES, CANCELLING THE UNAVAILABLE RESERVE ENVISAGED IN ARTICLE 79.3 OF THE PUBLIC LIMITED-LIABILITY COMPANIES ACT. SUCH REDUCTION SHALL NOT INVOLVE THE REIMBURSEMENT OF CASH CONTRIBUTIONS, GIVEN THAT THE COMPANY ITSELF IS HOLDER OF THE REDEEMED SHARES. THEREFORE, THE PURPOSE OF THE SAID REDUCTION SHALL BE TO AMORTIZE THE COMPANY'S OWN SHARES. IT IS PROPOSED THAT THE BOARD OF DIRECTORS BE COMMISSIONED TO UNDERTAKE THE ADMINISTRATIVE STEPS AND PROCESSES LEGALLY NECESSARY TO COMPLETE AND, IF APPROPRIATE, CORRECT THE RESOLUTION ADOPTED, AND SPECIFICALLY TO: REQUEST EXCLUSION FROM QUOTATION OF THE AMORTIZED STOCK, DRAW UP AND, IF NECESSARY, PUBLISH ANNOUNCEMENTS ESTABLISHED IN ARTICLE 165 OF THE PUBLIC LIMITED-LIABILITY COMPANIES ACT; IN THE EVENT OF EXERCISE OF THE RIGHT TO CHALLENGE BY CREDITOR HOLDERS OF THE SAME, IF THE CASE MAY BE, TO COMPLY WITH THE REQUIREMENTS SET OUT IN ARTICLE 166, SECTION 3, OF THE AFOREMENTIONED ACT, AND IN GENERAL, TO ADOPT ANY RESOLUTIONS THAT MAY BE NECESSARY AND UNDERTAKE THE ACTS REQUIRED TO EFFECT THE SHARE CAPITAL REDUCTION AND AMORTIZATION OF THE SHARES, WITH THE EXPRESS POWER TO CORRECT OR SUPPLEMENT THE ABOVE RESOLUTIONS IN THE LIGHT OF COMMENTS OR QUALIFICATIONS FROM THE MERCANTILE REGISTRAR, GRANTING THE RELEVANT PUBLIC DEEDS AND APPOINTING THE PERSON OR PERSONS WHO SHALL ACT IN THE FORMALIZATION OF THE SAME.

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LIKewise, IT IS PROPOSED THAT THE POWERS NECESSARY TO FORMALIZE THE PRESENT RESOLUTION BE DELEGATED TO THE CHAIRMAN OF THE BOARD OF DIRECTORS AND THE SECRETARY TO THE BOARD INDISTINCTLY, ENABLING THEM TO EFFECT ALL PUBLIC AND PRIVATE DOCUMENTS TO THIS EFFECT, AND TO SUPPLEMENT OR CORRECT THE PRESENT RESOLUTION, AND TO PROCEED TO REGISTER THE SAME WITH THE CORRESPONDING MERCANTILE REGISTRY AND ALL OTHER ENTITIES WHERE REQUIRED. REPORT FROM THE BOARD OF DIRECTORS OF ALTADIS, S.A. IN RELATION TO THE PROPOSAL TO REDUCE THE SHARE CAPITAL BY REDEMPTION OF TREASURY STOCK, REDRAFTING THE ARTICLE OF THE COMPANY ARTICLES OF ASSOCIATION RELATING TO THE SHARE CAPITAL. ARTICLE 164 OF THE PUBLIC LIMITED COMPANIES ACT ESTABLISHES THAT THE SHARE CAPITAL REDUCTION MUST BE AGREED BY THE GENERAL MEETING WITH THE REQUIREMENTS OF THE MODIFICATIONS OF THE ARTICLES OF ASSOCIATION; ON THE OTHER HAND ARTICLE 144 OF THE SAME LAW MENTIONS, AMONGST OTHER REQUIREMENTS FOR THE VALID ADOPTION OF THE AGREEMENT TO MODIFY THE ARTICLES OF ASSOCIATION, THAT THE DIRECTORS FORMULATE A WRITTEN REPORT JUSTIFYING THE MODIFICATION PROPOSAL. THE SAID REPORT, TOGETHER WITH THE FULL TEXT OF THE PROPOSAL MODIFICATION, MUST BE MADE AVAILABLE TO THE SHAREHOLDERS AS SET OUT IN THE SAID ARTICLE. THIS REPORT IS PREPARED IN ORDER TO COMPLY WITH THE AFOREMENTIONED LEGAL REQUIREMENT.

A. JUSTIFICATION FOR THE PROPOSAL

THE BOARD OF DIRECTORS CONSIDERS THAT IT IS APPROPRIATE TO REDUCE THE SHARE CAPITAL BY THE AMOUNT THAT CORRESPONDS TO THE NOMINAL VALUE OF CERTAIN SHARES IN THE TREASURY STOCK, BY THEIR REDEMPTION, IN ORDER TO ADAPT TO THE REAL STRUCTURE OF THE COMPANY S SHARE CAPITAL, CONCENTRATE THE CAPITAL IN THE EXTERNAL SHAREHOLDERS AND INCREASE THE PROFIT PER COMPANY SHARE. ON THE BASIS OF THE ABOVE PREMISE, IT IS PROPOSED TO THE GENERAL MEETING OF SHAREHOLDERS TO REDUCE THE SHARE CAPITAL BY 368,457 EUROS BY REDEEMING 3,684,570 OWNED SHARES IN THE TREASURY STOCK WHICH CORRESPONDS TO APPROXIMATELY 1,43% OF THE COMPANY S CURRENT SHARE CAPITAL.

B. AGREEMENT PROPOSAL TO REDUCE THE SHARE CAPITAL BY REDEMPTION OF TREASURY STOCK, REDRAFTING THE ARTICLE OF THE COMPANY ARTICLES OF ASSOCIATION RELATING TO THE SHARE CAPITAL THE AGREEMENT THAT THE BOARD OF DIRECTORS PROPOSES FOR THE APPROVAL OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS IN RELATION TO THIS ISSUES IS AS FOLLOWS: REDUCE THE COMPANY S SHARE CAPITAL BY THE AMOUNT OF 368,457 EUROS, BY REDEEMING THE 3,684,570 OWNED SHARES IN THE TREASURY STOCK, WHICH WERE PREVIOUSLY ACQUIRED ON THE BASIS OF THE AUTHORIZATION AT THE TIME BY THE GENERAL MEETING OF SHAREHOLDERS, WITHIN THE LIMITS SET OUT IN ARTICLES 75 AND BELOW AND IN THE 1ST ADDITIONAL REGULATION, SECTION 2, OF THE PUBLIC LIMITED COMPANIES ACT. AS A RESULT, ARTICLE 5 OF THE COMPANY ARTICLES OF ASSOCIATION IS MODIFIED IN RELATION TO THE AMOUNT

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OF THE SHARE CAPITAL, WHICH SHALL BE DRAFTED AS FOLLOWS: ARTICLE 5. - SHARE CAPITAL: SHARE CAPITAL IS 25,243,685 EUROS AND 60 CENTS, REPRESENTED BY 252,436,856 SHARES OF 0.10 EURO NOMINAL VALUE EACH, ALL OF THE SAME TYPE, NUMBERED FROM 1 TO 252,436,856 INCLUSIVE, FULLY SUBSCRIBED AND PAID UP . THE REDUCTION WILL BE EXECUTED IN A MAXIMUM PERIOD OF SIX MONTHS FROM THE DATE OF THIS AGREEMENT. THE CAPITAL REDUCTION IS DONE CHARGED TO THE RESERVES, CANCELLING THE UNAVAILABLE RESERVE

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REFERRED TO IN ARTICLE 79.3 OF THE PUBLIC LIMITED COMPANIES ACT. THE REDUCTION WILL NOT INVOLVE THE REFUND OF INVESTMENTS AS IT IS THE COMPANY ITSELF THAT OWNS THE REDEEMED SHARES. AS SUCH, THE PURPOSE OF THE REDUCTION SHALL BE TO REDEEM THE TREASURY STOCK. IT IS PROPOSED TO DELEGATE TO THE BOARD OF DIRECTORS THE PERFORMANCE OF ALL STEPS AND ACTIONS THAT ARE NECESSARY IN ACCORDANCE WITH THE ACT IN ORDER TO COMPLETE AND IF APPROPRIATE CORRECT THAT ADOPTED HEREIN AND, IN PARTICULAR, SO THAT IT CAN: REQUEST THE QUOTING OF THE REDEEMED SHARES, IN THE MANNER ESTABLISHED BY THE APPLICABLE REGULATIONS; DRAFT AND PUBLISH, IF APPLICABLE, THE ANNOUNCEMENTS REFERRED TO IN ARTICLE 165 OF THE PUBLIC LIMITED COMPANIES ACT; IN THE CASE OF THE EXERCISE OF THE RIGHT TO OPPOSE BY ANY OF THE CREDITORS HOLDING THE SAME, IF APPLICABLE, TO COMPLY WITH THE REQUIREMENTS ESTABLISHED IN ARTICLE 166, SECTION 3, OF THE SAID ACT, AND IN GENERAL, ADOPT AS MANY AGREEMENTS AS NECESSARY AND DO ALL ACTS THAT ARE NECESSARY FOR THE REDUCTION OF THE CAPITAL AND SHARE REDEMPTION, WITH THE EXPRESS AUTHORIZATION TO CORRECT AND COMPLEMENT THE ABOVE AGREEMENTS IN LIGHT OF THE VERBAL OR WRITTEN CLASSIFICATION FROM THE TRADE REGISTRAR, GRANTING THE CORRESPONDING PUBLIC DEED(S), AND APPOINTING THE PERSON WHO WILL ACT IN THEIR FORMALIZATION. IT IS ALSO PROPOSED TO DELEGATE TO BOTH THE CHAIRMAN AND TO THE SECRETARY OF THE BOARD OF DIRECTORS THE POWERS NECESSARY IN ORDER TO FORMALIZE THIS AGREEMENT, BEING ABLE FOR SUCH PURPOSE TO GRANT ALL KINDS OF PUBLIC OR PRIVATE DOCUMENTS, EVEN THOSE TO COMPLETE OR CORRECT THIS AGREEMENT, AND TO PROCEED TO ENTER IT IN THE CORRESPONDING TRADE REGISTRY AND IN THE OTHER ENTITIES AS APPROPRIATE

5. PARTIAL ALTERATION OF ARTICLES 8 (OFFICIAL CALL), 14 (DELEGATION AND REPRESENTATION) AND 22 (VOTING ON PROPOSED RESOLUTIONS) OF THE REGULATIONS OF THE GENERAL MEETING FOR THEIR ADAPTATION TO THE UNIFIED CODE OF GOOD GOVERNANCE OF LISTED COMPANIES APPROVED BY THE CNMV (SPANISH NATIONAL SECURITIES

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MARKET COMMISSION) IN 2006. ALTERATION OF THE FOLLOWING ARTICLES OF THE REGULATIONS OF THE ALTADIS, S.A. GENERAL MEETING HAS BEEN PROPOSED FOR THEIR ADAPTATION TO THE NEW UNIFIED CODE OF GOOD GOVERNANCE OF LISTED COMPANIES APPROVED BY THE COMMISSION NACIONAL DEL MERCADO DE VALORES IN 2006: ARTICLE 8 OFFICIAL CALL, WHICH HAS THE NEW SECTION 8.3 ADDED; ARTICLE 14 (DELEGATION AND REPRESENTATION), WHICH HAS THE NEW SECTION 14.5 ADDED; AND ARTICLE 22 VOTING ON PROPOSED RESOLUTIONS, WHICH HAS ADDED A NEW PARAGRAPH TO SECTION 22.2. THE REST OF THE SECTIONS OF EACH OF THE ARTICLES REMAIN UNALTERED. ALTERATION OF THE ARTICLES STATED IS PREVIOUSLY AGREED THROUGH A WRITTEN REPORT FROM THE DIRECTORS, EXPLAINING THEIR ALTERATION, AND AFTER THE PROPOSAL OF THE STRATEGY, ETHICS AND GOOD GOVERNANCE COMMITTEE. ALTERED ARTICLES WILL BE WORDED LITERALLY ALTERATIONS ARE UNDERLINED: ARTICLE 8. OFFICIAL CALL 8.1. THE GENERAL SHAREHOLDERS MEETINGS, WHETHER ORDINARY OR EXTRAORDINARY, SHALL BE CALLED BY THE BOARD OF DIRECTORS. 8.2. THE BOARD OF DIRECTORS MAY CALL THE GENERAL SHAREHOLDERS MEETING WHENEVER IT DEEMS APPROPRIATE OR NECESSARY FOR THE COMPANY S INTERESTS, BUT IS OBLIGED, NONETHELESS, TO CALL THE ORDINARY GENERAL SHAREHOLDERS MEETING WITHIN THE FIRST SIX MONTHS OF EACH FISCAL YEAR

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AND TO CALL THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING WHEN SO REQUESTED IN WRITING BY SHAREHOLDERS HOLDING A MINIMUM OF FIVE PERCENT OF THE COMPANY SHARE CAPITAL. SUCH REQUEST SHALL INCLUDE THE MATTERS TO BE DELIBERATED AT THE MEETING TO BE CALLED. IN THIS CASE, THE GENERAL SHAREHOLDERS MEETING SHALL BE HELD WITHIN THE THIRTY DAYS FOLLOWING THE DATE ON WHICH NOTIFICATION BY NOTARY OF THE CALL IS RECEIVED, INCLUDING NECESSARILY THE PROPOSED AGENDA, OR THE MATTERS THAT GAVE RISE TO SUCH REQUEST. 8.3.THOSE MATTERS WHICH ARE SIGNIFICANTLY INDEPENDENT, SUCH AS THE APPOINTMENT, RE-ELECTION OR RATIFICATION OF EACH BOARD MEMBER OR, IN THE CASE OF AMENDMENT OF THE COMPANY BY-LAWS, EACH ARTICLE OR GROUP OF INDEPENDENT ARTICLES, SHALL BE INCLUDED SEPARATELY ON THE AGENDA AND VOTED ON INDIVIDUALLY. ARTICLE 14. DELEGATION AND REPRESENTATION 14.1 ALL SHAREHOLDERS SHALL BE ENTITLED TO BE REPRESENTED AT THE GENERAL SHAREHOLDERS MEETING BY ANOTHER SHAREHOLDER WITH THE RIGHT TO ATTEND. SUCH REPRESENTATION SHALL BE SPECIFIC FOR EACH MEETING, EXPRESSED THROUGH THE DELEGATION FORM PRINTED ON THE ATTENDANCE CARD OR THROUGH ANY OTHER MEANS ACCEPTED BY LAW, WITHOUT PREJUDICE TO THE PROVISIONS OF ARTICLE

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108 OF THE JOINT STOCK COMPANIES ACT WITH RESPECT TO FAMILY REPRESENTATION AND THE CONFERRING OF GENERAL POWERS. SUCH DOCUMENTS OF DELEGATION OR REPRESENTATION FOR THE GENERAL SHAREHOLDERS MEETING SHALL REFLECT THE RELEVANT INSTRUCTIONS WITH REGARDS TO THE VOTE TO BE ISSUED. SHOULD NO EXPRESS INSTRUCTIONS BE GIVEN, IT SHALL BE UNDERSTOOD THAT THE REPRESENTATIVE SHALL VOTE IN FAVOUR OF THE PROPOSALS SUBMITTED BY THE BOARD OF DIRECTORS WITH RESPECT TO THE MATTERS INCLUDED ON THE AGENDA. SHOULD NO INSTRUCTIONS HAVE BEEN ISSUED BECAUSE THE GENERAL SHAREHOLDERS MEETING RESOLVES MATTERS THAT ARE NOT INCLUDED ON THE AGENDA AND ARE THEREFORE UNKNOWN AT THE DATE OF DELEGATION, AND SHOULD SUCH MATTERS BE PUT TO A VOTE, THE REPRESENTATIVE SHALL VOTE AS HE/SHE DEEMS APPROPRIATE, TAKING INTO ACCOUNT THE INTERESTS OF THE COMPANY AND THE REPRESENTED PARTY. THE SAME PRINCIPLE SHALL APPLY WHEN THE RELEVANT PROPOSAL OR PROPOSALS SUBMITTED FOR DECISION BY THE MEETING HAVE NOT BEEN PRESENTED BY THE BOARD OF DIRECTORS. IN THE EVENT THE REPRESENTATION OR DELEGATION DOCUMENT DOES NOT INDICATE THE SPECIFIC INDIVIDUAL TO WHOM THE SHAREHOLDER CONFERS REPRESENTATION, SUCH REPRESENTATION SHALL BE CONSIDERED TO HAVE BEEN GRANTED IN FAVOUR OF THE CHAIRMAN OF THE COMPANY BOARD OF DIRECTORS OR WHOMEVER SUBSTITUTES THE CHAIRMAN IN PRESIDING THE GENERAL SHAREHOLDERS MEETING. IN THE CASES OF PUBLIC REQUESTS FOR REPRESENTATION, IN CASES OF CONFLICT OF INTEREST THE ADMINISTRATOR TO WHOM SUCH REPRESENTATION IS GRANTED SHALL BE LIMITED BY THE RESTRICTIONS ON THE EXERCISE OF VOTING RIGHTS ESTABLISHED IN ARTICLE 114 OF THE SECURITIES MARKET ACT. IN THESE CASES, THE ADMINISTRATOR TO WHOM SUCH REPRESENTATION WERE GRANTED MAY APPOINT ANOTHER ADMINISTRATOR OR A THIRD PARTY IN WHICH NO CONFLICT OF INTEREST OCCUR TO THE EFFECT THAT SUCH PERSONS EXERCISE LAWFULLY THE AFORESAID REPRESENTATION. THE APPOINTMENT, UNLESS ANYTHING IS EXPRESSED TO THE CONTRARY, SHALL EXTEND TO THOSE MATTERS THAT EVEN IF NOT INDICATED IN THE AGENDA OF CALL MAY BE, BY MINISTRY OF LAW, RESOLVED BY THE GENERAL MEETING OF SHAREHOLDERS;

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IN THESE CASES SHALL ALSO APPLY THE AFOREMENTIONED DISPOSITIONS REGARDING THE CONFLICT OF INTEREST. REPRESENTATION IS ALWAYS REVOCABLE. PERSONAL ATTENDANCE BY THE REPRESENTED PARTY AT THE GENERAL SHAREHOLDERS MEETING SHALL BE CONSIDERED AS REVOCATION OF SUCH REPRESENTATION. 14.2. INDIVIDUAL SHAREHOLDERS WHO ARE NOT FULLY ABLE TO ACT AND LEGAL ENTITY SHAREHOLDERS SHALL BE REPRESENTED BY THOSE EXERCISING



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THEIR REPRESENTATION IN ACCORDANCE WITH THE LAW, WITH DUE ACCREDITATION. 14.3. IN THE CASES OF BOTH VOLUNTARY REPRESENTATION AND LEGAL REPRESENTATION, SHAREHOLDERS ARE ENTITLED TO ONLY ONE REPRESENTATIVE AT THE MEETING. 14.4. THE CHAIRMAN OF THE GENERAL SHAREHOLDERS MEETING OR, IF SO DELEGATED, THE SECRETARY OF THE SAME, SHALL RESOLVE ALL DOUBTS WHICH MAY ARISE WITH RESPECT TO THE VALIDITY AND EFFECTIVENESS OF THE DOCUMENTS GRANTING THE RIGHT TO ATTEND PRESENTED BY ALL SHAREHOLDERS, WHETHER INDIVIDUALLY OR GROUPING THEIR SHARES WITH OTHER SHAREHOLDERS, AS WELL AS THE DELEGATION OR REPRESENTATION IN FAVOUR OF ANOTHER PARTY, ENDEAVOURING TO CONSIDER INVALID OR INEFFECTIVE ONLY THOSE DOCUMENTS THAT DO NOT MEET THE MINIMUM ESSENTIAL REQUIREMENTS, AND PROVIDED THAT SUCH NON-FULFILMENT HAS NOT BEEN REMEDIED. 14.5. IN PARTICULAR, FINANCIAL INTERMEDIARIES, WHO HAVE BEEN DULY ACCREDITED TO THE COMPANY, AND WHO ARE LEGITIMIZED AS SHAREHOLDERS IN ORDER TO ACT ON BEHALF OF DIFFERENT CLIENTS, SHALL BE PERMITTED TO EXERCISE SPLIT VOTES, IN ACCORDANCE WITH THE INSTRUCTIONS OF THEIR CLIENTS. ARTICLE 22. VOTING ON PROPOSED RESOLUTIONS. 22.1. AFTER THE SHAREHOLDERS INTERVENTIONS AND WHEN THE REQUESTED RESPONSES HAVE BEEN DULY PROVIDED, VOTING SHALL TAKE PLACE ON THE RELEVANT PROPOSED RESOLUTIONS IN ACCORDANCE WITH THE PROVISIONS OF THE PRESENT REGULATIONS. VOTING ON EACH OF THE PROPOSED RESOLUTIONS SHALL OCCUR FOLLOWING THE AGENDA INDICATED ON THE CALL. SHOULD PROPOSALS NOT INCLUDED ON THE AGENDA BE SUBMITTED FOR A VOTE, SUCH PROPOSALS SHALL BE PUT TO VOTE AFTER THE PROPOSALS ON THE AGENDA, UNLESS OTHERWISE INDICATED BY THE CHAIRMAN. 22.2. AFTER A COMPLETE OR SUMMARISED READING BY THE SECRETARY, A PROCEDURE WHICH MAY BE OMITTED WHEN THE TEXT OF THE RELEVANT PROPOSED RESOLUTION REGARDING THE MATTER ON THE AGENDA HAS BEEN FURNISHED TO THE SHAREHOLDERS AT THE OPENING OF THE MEETING, THE FIRST RESOLUTIONS PUT TO VOTE SHALL BE THOSE PROPOSED BY THE BOARD OF DIRECTORS AND, IN THE ABSENCE OF SUCH PROPOSALS, PROPOSALS SUBMITTED BY OTHER BODIES WILL BE SUBMITTED TO A VOTE, IN THE ORDER DETERMINED TO THIS EFFECT BY THE CHAIRMAN. CONTD..

\* CONTD.. WHEN A RESOLUTION HAS BEEN APPROVE RELATED TO AND INCOMPATIBLE WITH THE SAME SHALL AUTOMATICALLY BE REJECTED WITHOUT THEIR SUBMISSION TO A VOTE, AND SHALL BE SO DECLARED BY THE CHAIRMAN OF THE MEETING. THOSE MATTERS WHICH ARE SIGNIFICANTLY INDEPENDENT, SUCH AS THE APPOINTMENT, RE-ELECTION OR RATIFICATION OF EACH BOARD MEMBER OR, IN THE CASE OF AMENDMENT OF THE COMPANY BY-LAWS, EACH ARTICLE OR GROUP OF INDEPENDENT ARTICLES, SHALL BE VOTED ON SEPARATELY. 22.3. VOTING ON THE PROPOSED RESOLUTIONS SHALL BE DETERMINED ACCORDING TO THE FOLLOWING SYSTEM: WHEN VOTING ON RESOLUTIONS RELATED TO MATTERS INCLUDED IN THE AGENDA OF THE GENERAL SHAREHOLDERS MEETING, FAVOURABLE VOTES SHALL BE CONSIDERED TO BE THOSE CORRESPONDING

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TO ALL THE SHARES PRESENT OR REPRESENTED AT THE MEETING ACCORDING TO THE ATTENDANCE LIST, EXCEPT FOR THOSE VOTES CORRESPONDING TO THE SHARES WHOSE OWNERS OR REPRESENTATIVES MAKE THEIR UNFAVOURABLE VOTE, BLANK VOTE OR ABSTENTION KNOWN TO THE REPORTING OFFICERS AND OTHER MEMBERS OF THE PANEL OR, IF THE CASE MAY BE, TO THE NOTARY PRESENT, EITHER IN WRITING OR BY PERSONAL STATEMENT. WHEN VOTING ON RESOLUTIONS RELATED TO MATTERS NOT INCLUDED IN THE AGENDA OF THE GENERAL SHAREHOLDERS MEETING, UNFAVOURABLE VOTES SHALL BE CONSIDERED ALL THOSE CORRESPONDING TO ALL THE SHARES PRESENT OR REPRESENTED AT THE MEETING ACCORDING TO THE ATTENDANCE LIST, EXCEPT FOR THOSE VOTES CORRESPONDING TO THE SHARES WHOSE OWNERS OR REPRESENTATIVES MAKE THEIR FAVOURABLE VOTE, BLANK VOTE OR ABSTENTION KNOWN TO THE REPORTING OFFICERS AND OTHER MEMBERS OF THE PANEL OR, IF THE CASE MAY BE, TO THE NOTARY PRESENT, EITHER IN WRITING OR BY PERSONAL STATEMENT. TO THE EFFECTS OF THE PROVISIONS SET OUT IN PARAGRAPHS A) AND B) ABOVE, FOR EACH OF THE PROPOSALS SUBMITTED TO A VOTE, THE SHARES PRESENT OR REPRESENTED AT THE MEETING SHALL BE CONSIDERED THOSE THAT APPEAR ON THE ATTENDANCE LIST AFTER DEDUCTING THOSE SHARES THAT, AS STIPULATED BY THE LEGISLATION IN EFFECT AND IN FUNCTION OF THE PROPOSED RESOLUTION TO BE SUBMITTED TO A VOTE, CANNOT EXERCISE THE RELEVANT RIGHT TO VOTE. 22.4. WHATEVER THE SYSTEM USED TO DETERMINE THE VOTE, THE GENERAL SHAREHOLDERS MEETING PANEL OR, IN THE EVENT SUCH PANEL HAS NOT BEEN CONSTITUTED, THE SECRETARY OF THE MEETING SHALL VERIFY THE EXISTENCE OF A SUFFICIENT NUMBER OF FAVOURABLE VOTES TO REACH THE NECESSARY MAJORITY IN EACH CASE, THEREBY ALLOWING THE CHAIRMAN TO DECLARE THE CORRESPONDING RESOLUTION APPROVED; REPORT FROM THE BOARD OF DIRECTORS OF ALTADIS, S.A. IN RELATION TO THE PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS TO PARTIALLY MODIFY ARTICLES 8 (OFFICIAL CALL), 14 (DELEGATION AND REPRESENTATION) AND 22 (VOTING ON PROPOSED RESOLUTIONS) OF THE REGULATIONS OF THE GENERAL MEETING, IN ORDER TO ADAPT THEM TO THE UNIFIED CODE OF GOOD GOVERNANCE FOR LISTED COMPANIES APPROVED BY THE NATIONAL STOCK MARKET COMMISSION IN 2006 1. PURPOSE OF THE REPORT IN COMPLIANCE WITH THAT STATED IN ARTICLE 3 OF THE REGULATIONS OF THE GENERAL MEETING, THE BOARD OF DIRECTORS OF ALTADIS, S.A. (HEREINAFTER THE COMPANY) FORMULATES THIS REPORT TO JUSTIFY THE PROPOSAL TO MODIFY THE ARTICLES OF THE REGULATIONS OF THE GENERAL MEETING OF SHAREHOLDERS WHICH IS SUBMITTED TO THE APPROVAL OF THE GENERAL MEETING. 2. GENERAL JUSTIFICATION FOR THE PROPOSAL ALL OF THE MODIFICATIONS THAT ARE SUBMITTED FOR THE

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APPROVAL OF THE MEETING ARE AIMED AT ADAPTING THE REGULATIONS OF THE GENERAL MEETING OF SHAREHOLDERS TO THE UNIFIED CODE FOR GOOD GOVERNANCE PUBLISHED BY THE NATIONAL STOCK MARKET COMMISSION AS APPENDIX I TO THE REPORT FROM THE SPECIAL WORKING GROUP IN GOOD GOVERNANCE FOR LISTED COMPANIES OF 19TH MAY 2006 AND APPROVED BY AGREEMENT OF THE BOARD OF THE NATIONAL STOCK MARKET COMMISSION ON 22ND MAY 2006. 3. DETAILED JUSTIFICATION FOR THE PROPOSAL THE MODIFICATIONS THAT ARE PROPOSED TO ARTICLES 8 AND 22 OF THE REGULATIONS OF THE MEETING HAVE THE SAME OBJECTIVE, WHICH IS THAT IN THE SETTING OF THE AGENDA AND IN THE VOTING ON THE AGREEMENT PROPOSALS, SUBSTANTIALLY INDEPENDENT ISSUES SHALL BE INCLUDED SEPARATELY AND VOTED INDEPENDENTLY, LIKE THE APPOINTMENT, RE-ELECTION OR RATIFICATION

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OF EACH DIRECTOR OR, IN THE CASE OF MODIFICATION OF THE ARTICLES OF ASSOCIATION, EACH ARTICLES OF GROUP OF ARTICLES INDEPENDENTLY. THE AIM IS THAT THE SHAREHOLDERS KNOW, ASSESS AND VOTE SEPARATELY, WITHOUT BEING PUT IN CLOSED LISTS, IN PARTICULAR THE APPOINTMENT OF DIRECTORS AND THE MODIFICATION OF THE ARTICLES OF ASSOCIATION, WHERE IT SEEMS APPROPRIATE THAT DECISIONS CAN BE MADE INDIVIDUALLY ON EACH DIRECTORS AND OPENLY ON THE VARIOUS ARTICLES OF ASSOCIATION SUBMITTED FOR THEIR CONSIDERATION. AS REGARDS FINANCIAL INTERMEDIARIES EXERCISING THEIR VOTING RIGHTS (ARTICLE 14 OF THE REGULATIONS OF THE BOARD) AND THE POSSIBILITY OF THEM DOING SO IN A FRAGMENTED MANNER, ACCORDING TO THE INSTRUCTIONS FROM THEIR CLIENTS, THE REASON FOR THE PROPOSAL LIES IN THE FACT THAT MOST OF THE FOREIGN SHAREHOLDERS INVEST IN THE SPANISH MARKET THROUGH A CHAIN OF BROKERS WHO ACT AS BENEFICIAL OWNERS ON BEHALF OF THE INVESTOR. IF THE VOTING RIGHT OF THE ULTIMATE OWNER IS TO BE RESPECTED IT MUST BE ALLOWED THAT THE FINANCIAL INTERMEDIARIES WHO ACT AS TRUSTEES CAN VOTE IN ACCORDANCE WITH THE INSTRUCTIONS FROM EACH OF THEIR CLIENTS; THIS WOULD OFTEN INVOLVE THE SAME BENEFICIAL OWNER ISSUING DIFFERENT VOTES. THIS IS A POSSIBILITY WHICH IS IN PRACTICE ALREADY ACCEPTED ALTHOUGH NOT EXPRESSLY COVERED EITHER IN THE ACT OR IN THE CORPORATE GOVERNANCE RULES, UNTIL ITS INCORPORATION IN THE RECOMMENDATIONS OF THE UNIFIED CODE. 4. FULL TEXT OF THE PROPOSAL THE PROPOSAL THAT THE BOARD OF DIRECTORS SUBMITS TO THE GENERAL MEETING OF SHAREHOLDERS IS AS FOLLOWS: GOVERNANCE OF LISTED COMPANIES APPROVED BY THE COMMISSION NACIONAL DEL MERCADO DE VALORES IN 2006: ARTICLE 8 (OFFICIAL CALL), WHICH HAS THE NEW SECTION 8.3 ADDED; ARTICLE 14 (DELEGATION AND REPRESENTATION), WHICH HAS THE NEW SECTION

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14.5 ADDED; AND ARTICLE 22 (VOTING ON PROPOSED RESOLUTIONS), WHICH HAS ADDED A NEW PARAGRAPH TO SECTION 22.2. THE REST OF THE SECTIONS OF EACH OF THE ARTICLES REMAIN UNALTERED. ALTERATION OF THE ARTICLES STATED IS PREVIOUSLY AGREED THROUGH A WRITTEN REPORT FROM THE DIRECTORS, EXPLAINING THEIR ALTERATION, AND AFTER THE PROPOSAL OF THE STRATEGY, ETHICS AND GOOD GOVERNANCE COMMITTEE. ALTERED ARTICLES WILL BE WORDED LITERALLY (ALTERATIONS ARE UNDERLINED): ARTICLE 8. OFFICIAL CALL. 8.1. THE GENERAL SHAREHOLDERS MEETINGS, WHETHER ORDINARY OR EXTRAORDINARY, SHALL BE CALLED BY THE BOARD OF DIRECTORS. 8.2. THE BOARD OF DIRECTORS MAY CALL THE GENERAL SHAREHOLDERS MEETING WHENEVER IT DEEMS APPROPRIATE OR NECESSARY FOR THE COMPANY S INTERESTS, BUT IS OBLIGED, NONETHELESS, TO CALL THE ORDINARY GENERAL SHAREHOLDERS MEETING WITHIN THE FIRST SIX MONTHS OF EACH FISCAL YEAR AND TO CALL THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING WHEN SO REQUESTED IN WRITING BY SHAREHOLDERS HOLDING A MINIMUM OF FIVE PERCENT OF THE COMPANY SHARE CAPITAL. SUCH REQUEST SHALL INCLUDE THE MATTERS TO BE DELIBERATED AT THE MEETING TO BE CALLED. IN THIS CASE, THE GENERAL SHAREHOLDERS MEETING SHALL BE HELD WITHIN THE THIRTY DAYS FOLLOWING THE DATE ON WHICH NOTIFICATION BY NOTARY OF THE CALL IS RECEIVED, INCLUDING NECESSARILY THE PROPOSED AGENDA, OR THE MATTERS THAT GAVE RISE TO SUCH REQUEST. CONTD..

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\* CONTD.. 8.3. THOSE MATTERS WHICH ARE SIGNIFICANTLY INDEPENDENT, SUCH AS THE APPOINTMENT, RE-ELECTION OR RATIFICATION OF EACH BOARD MEMBER OR, IN THE CASE OF AMENDMENT OF THE COMPANY BY-LAWS, EACH ARTICLE OR GROUP OF INDEPENDENT ARTICLES, SHALL BE INCLUDED SEPARATELY ON THE AGENDA AND VOTED ON INDIVIDUALLY. ARTICLE 14. DELEGATION AND REPRESENTATION. 14.1 ALL SHAREHOLDERS SHALL BE ENTITLED TO BE REPRESENTED AT THE GENERAL SHAREHOLDERS MEETING BY ANOTHER SHAREHOLDER WITH THE RIGHT TO ATTEND. SUCH REPRESENTATION SHALL BE SPECIFIC FOR EACH MEETING, EXPRESSED THROUGH THE DELEGATION FORM PRINTED ON THE ATTENDANCE CARD OR THROUGH ANY OTHER MEANS ACCEPTED BY LAW, WITHOUT PREJUDICE TO THE PROVISIONS OF ARTICLE 108 OF THE JOINT STOCK COMPANIES ACT WITH RESPECT TO FAMILY REPRESENTATION AND THE CONFERRING OF GENERAL POWERS. SUCH DOCUMENTS OF DELEGATION OR REPRESENTATION FOR THE GENERAL SHAREHOLDERS MEETING SHALL REFLECT THE RELEVANT INSTRUCTIONS WITH REGARDS TO THE VOTE TO BE ISSUED. SHOULD NO EXPRESS INSTRUCTIONS BE GIVEN, IT SHALL BE UNDERSTOOD THAT THE REPRESENTATIVE SHALL VOTE IN FAVOUR OF THE PROPOSALS SUBMITTED BY THE BOARD

Non-Voting

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OF DIRECTORS WITH RESPECT TO THE MATTERS INCLUDED ON THE AGENDA. SHOULD NO INSTRUCTIONS HAVE BEEN ISSUED BECAUSE THE GENERAL SHAREHOLDERS MEETING RESOLVES MATTERS THAT ARE NOT INCLUDED ON THE AGENDA AND ARE THEREFORE UNKNOWN AT THE DATE OF DELEGATION, AND SHOULD SUCH MATTERS BE PUT TO A VOTE, THE REPRESENTATIVE SHALL VOTE AS HE/SHE DEEMS APPROPRIATE, TAKING INTO ACCOUNT THE INTERESTS OF THE COMPANY AND THE REPRESENTED PARTY. THE SAME PRINCIPLE SHALL APPLY WHEN THE RELEVANT PROPOSAL OR PROPOSALS SUBMITTED FOR DECISION BY THE MEETING HAVE NOT BEEN PRESENTED BY THE BOARD OF DIRECTORS. IN THE EVENT THE REPRESENTATION OR DELEGATION DOCUMENT DOES NOT INDICATE THE SPECIFIC INDIVIDUAL TO WHOM THE SHAREHOLDER CONFERS REPRESENTATION, SUCH REPRESENTATION SHALL BE CONSIDERED TO HAVE BEEN GRANTED IN FAVOUR OF THE CHAIRMAN OF THE COMPANY BOARD OF DIRECTORS OR WHOMEVER SUBSTITUTES THE CHAIRMAN IN PRESIDING THE GENERAL SHAREHOLDERS MEETING. IN THE CASES OF PUBLIC REQUESTS FOR REPRESENTATION, IN CASES OF CONFLICT OF INTEREST THE ADMINISTRATOR TO WHOM SUCH REPRESENTATION IS GRANTED SHALL BE LIMITED BY THE RESTRICTIONS ON THE EXERCISE OF VOTING RIGHTS ESTABLISHED IN ARTICLE 114 OF THE SECURITIES MARKET ACT. IN THESE CASES, THE ADMINISTRATOR TO WHOM SUCH REPRESENTATION WERE GRANTED MAY APPOINT ANOTHER ADMINISTRATOR OR A THIRD PARTY IN WHICH NO CONFLICT OF INTEREST OCCUR TO THE EFFECT THAT SUCH PERSONS EXERCISE LAWFULLY THE AFORESAID REPRESENTATION. THE APPOINTMENT, UNLESS ANYTHING IS EXPRESSED TO THE CONTRARY, SHALL EXTEND TO THOSE MATTERS THAT EVEN IF NOT INDICATED IN THE AGENDA OF CALL MAY BE, BY MINISTRY OF LAW, RESOLVED BY THE GENERAL MEETING OF SHAREHOLDERS; IN THESE CASES SHALL ALSO APPLY THE AFOREMENTIONED DISPOSITIONS REGARDING THE CONFLICT OF INTEREST. REPRESENTATION IS ALWAYS REVOCABLE. PERSONAL ATTENDANCE BY THE REPRESENTED PARTY AT THE GENERAL SHAREHOLDERS MEETING SHALL BE CONSIDERED AS REVOCATION OF SUCH REPRESENTATION. 14.2. INDIVIDUAL SHAREHOLDERS WHO ARE NOT FULLY ABLE TO ACT AND LEGAL ENTITY SHAREHOLDERS SHALL BE REPRESENTED BY THOSE EXERCISING THEIR REPRESENTATION IN ACCORDANCE WITH THE LAW, WITH DUE ACCREDITATION. 14.3. IN THE CASES OF BOTH VOLUNTARY REPRESENTATION AND LEGAL REPRESENTATION, SHAREHOLDERS ARE ENTITLED TO ONLY ONE REPRESENTATIVE AT THE MEETING. 14.4. THE CHAIRMAN OF THE GENERAL SHAREHOLDERS MEETING OR, IF SO DELEGATED, THE

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SECRETARY OF THE SAME, SHALL RESOLVE ALL DOUBTS WHICH MAY ARISE WITH RESPECT TO THE VALIDITY AND EFFECTIVENESS OF THE DOCUMENTS GRANTING THE

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RIGHT TO ATTEND PRESENTED BY ALL SHAREHOLDERS, WHETHER INDIVIDUALLY OR GROUPING THEIR SHARES WITH OTHER SHAREHOLDERS, AS WELL AS THE DELEGATION OR REPRESENTATION IN FAVOUR OF ANOTHER PARTY, ENDEAVOURING TO CONSIDER INVALID OR INEFFECTIVE ONLY THOSE DOCUMENTS THAT DO NOT MEET THE MINIMUM ESSENTIAL REQUIREMENTS, AND PROVIDED THAT SUCH NON-FULFILMENT HAS NOT BEEN REMEDIED. 14.5. IN PARTICULAR, FINANCIAL INTERMEDIARIES, WHO HAVE BEEN DULY ACCREDITED TO THE COMPANY, AND WHO ARE LEGITIMIZED AS SHAREHOLDERS IN ORDER TO ACT ON BEHALF OF DIFFERENT CLIENTS, SHALL BE PERMITTED TO EXERCISE SPLIT VOTES, IN ACCORDANCE WITH THE INSTRUCTIONS OF THEIR CLIENTS. ARTICLE 22. VOTING ON PROPOSED RESOLUTIONS 22.1. AFTER THE SHAREHOLDERS INTERVENTIONS AND WHEN THE REQUESTED RESPONSES HAVE BEEN DULY PROVIDED, VOTING SHALL TAKE PLACE ON THE RELEVANT PROPOSED RESOLUTIONS IN ACCORDANCE WITH THE PROVISIONS OF THE PRESENT REGULATIONS. VOTING ON EACH OF THE PROPOSED RESOLUTIONS SHALL OCCUR FOLLOWING THE AGENDA INDICATED ON THE CALL. SHOULD PROPOSALS NOT INCLUDED ON THE AGENDA BE SUBMITTED FOR A VOTE, SUCH PROPOSALS SHALL BE PUT TO VOTE AFTER THE PROPOSALS ON THE AGENDA, UNLESS OTHERWISE INDICATED BY THE CHAIRMAN. 22.2. AFTER A COMPLETE OR SUMMARISED READING BY THE SECRETARY, A PROCEDURE WHICH MAY BE OMITTED WHEN THE TEXT OF THE RELEVANT PROPOSED RESOLUTION REGARDING THE MATTER ON THE AGENDA HAS BEEN FURNISHED TO THE SHAREHOLDERS AT THE OPENING OF THE MEETING, THE FIRST RESOLUTIONS PUT TO VOTE SHALL BE THOSE PROPOSED BY THE BOARD OF DIRECTORS AND, IN THE ABSENCE OF SUCH PROPOSALS, PROPOSALS SUBMITTED BY OTHER BODIES WILL BE SUBMITTED TO A VOTE, IN THE ORDER DETERMINED TO THIS EFFECT BY THE CHAIRMAN. WHEN A RESOLUTION HAS BEEN APPROVED, ALL OTHER PROPOSALS RELATED TO AND INCOMPATIBLE WITH THE SAME SHALL AUTOMATICALLY BE REJECTED WITHOUT THEIR SUBMISSION TO A VOTE, AND SHALL BE SO DECLARED BY THE CHAIRMAN OF THE MEETING. THOSE MATTERS WHICH ARE SIGNIFICANTLY INDEPENDENT, SUCH AS THE APPOINTMENT, RE-ELECTION OR RATIFICATION OF EACH BOARD MEMBER OR, IN THE CASE OF AMENDMENT OF THE COMPANY BY-LAWS, EACH ARTICLE OR GROUP OF INDEPENDENT ARTICLES, SHALL BE VOTED ON SEPARATELY. 22.3. VOTING ON THE PROPOSED RESOLUTIONS SHALL BE DETERMINED ACCORDING TO THE FOLLOWING SYSTEM: WHEN VOTING ON RESOLUTIONS RELATED TO MATTERS INCLUDED IN THE AGENDA OF THE GENERAL SHAREHOLDERS MEETING, FAVOURABLE VOTES SHALL BE CONSIDERED TO BE THOSE CORRESPONDING TO ALL THE SHARES PRESENT OR REPRESENTED AT THE MEETING ACCORDING TO THE ATTENDANCE LIST, EXCEPT FOR THOSE VOTES CORRESPONDING TO THE SHARES WHOSE OWNERS OR REPRESENTATIVES MAKE THEIR UNFAVOURABLE VOTE, BLANK VOTE OR ABSTENTION

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KNOWN TO THE REPORTING OFFICERS AND OTHER MEMBERS OF THE PANEL OR, IF THE CASE MAY BE, TO THE NOTARY PRESENT, EITHER IN WRITING OR BY PERSONAL STATEMENT. WHEN VOTING ON RESOLUTIONS RELATED TO MATTERS NOT INCLUDED IN THE AGENDA OF THE GENERAL SHAREHOLDERS MEETING, UNFAVOURABLE VOTES SHALL BE CONSIDERED ALL THOSE CORRESPONDING TO ALL THE SHARES PRESENT OR REPRESENTED AT THE MEETING ACCORDING TO THE ATTENDANCE LIST, EXCEPT FOR THOSE VOTES CORRESPONDING TO THE SHARES WHOSE OWNERS OR REPRESENTATIVES MAKE THEIR FAVOURABLE VOTE, BLANK VOTE OR ABSTENTION KNOWN TO THE REPORTING OFFICERS AND OTHER MEMBERS OF THE PANEL OR, IF THE CASE MAY BE, TO THE NOTARY PRESENT, EITHER IN WRITING OR BY PERSONAL STATEMENT. TO THE EFFECTS OF THE PROVISIONS SET OUT IN PARAGRAPHS A) AND B) ABOVE, FOR EACH OF THE PROPOSALS SUBMITTED TO A VOTE, THE SHARES PRESENT OR REPRESENTED AT THE MEETING SHALL BE CONSIDERED THOSE THAT APPEAR ON THE ATTENDANCE LIST AFTER DEDUCTING THOSE SHARES THAT, AS STIPULATED BY THE LEGISLATION IN EFFECT AND IN FUNCTION OF THE PROPOSED RESOLUTION TO BE SUBMITTED TO A VOTE, CANNOT EXERCISE THE RELEVANT RIGHT TO VOTE. CONTD..

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| *  | CONTD..22.4. WHATEVER THE SYSTEM USED TO DETERMINE THE VOTE, THE GENERAL SHAREHOLDERS MEETING PANEL OR, IN THE EVENT SUCH PANEL HAS NOT BEEN CONSTITUTED, THE SECRETARY OF THE MEETING SHALL VERIFY THE EXISTENCE OF A SUFFICIENT NUMBER OF FAVOURABLE VOTES TO REACH THE NECESSARY MAJORITY IN EACH CASE, THEREBY ALLOWING THE CHAIRMAN TO DECLARE THE CORRESPONDING RESOLUTION APPROVED.  | Non-Voting    |
| 6. | AUTHORISATION TO THE BOARD OF DIRECTORS FOR THE DERIVATIVE ACQUISITION OF OWNSHARES, EITHER DIRECTLY OR THROUGH GROUP AFFILIATES, WITHIN THE LEGAL LIMITS AND REQUIREMENTS, FOR A MAXIMUM TERM OF EIGHTEEN MONTHS, AS WELL AS AUTHORISATION FOR THEIR TRANSFER AND/OR THE APPLICATION OF THE REMUNERATION SYSTEMS ENVISAGED IN ARTICLE 75 OF THE PUBLIC LIMITED-LIABILITY COMPANIES ACT. IT IS PROPOSED TO EXPRESSLY AUTHORISE THE BOARD OF DIRECTORS, IN ACCORDANCE WITH THE PROVISIONS ESTABLISHED IN ARTICLE 75 OF THE REVISED TEXT OF THE PUBLIC LIMITED-LIABILITY COMPANIES ACT CURRENTLY IN EFFECT, TO EFFECT THE DERIVATIVE ACQUISITION OF ALTADIS, S.A. SHARES, EITHER DIRECTLY BY THE COMPANY OR INDIRECTLY THROUGH AFFILIATE COMPANIES, UP TO A SHARE CEILING THAT REPRESENTS 5% OF THE COMPANY SHARE CAPITAL, AT A PRICE AND COMPENSATION VALUE THAT SHALL NOT BE LESS THAN THE PAR VALUE OF THE SHARES, NOR EXCEED THE LISTED SHARE PRICE. THE ACQUISITION FOR WHICH AUTHORISATION IS REQUESTED MAY BE EFFECTED BY MEANS OF SALE-PURCHASE, SWAP, DONATION OR AWARD OR AS APPROPRIATION FOR PAYMENT, AND IN GENERAL BY ANY OTHER MEANS OF ACQUISITION FOR PAYMENT OF SHARES THAT HAVE BEEN ISSUED AND FULLY PAID-UP, INCLUDING THE USE OF FINANCIAL DERIVATIVE INSTRUMENTS, AND PARTICULARLY | Management Fo |

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TRANSACTIONS INVOLVING ALL TYPES OF OPTIONS (PUT AND CALL), FOR A MAXIMUM TERM OF EIGHTEEN MONTHS FROM THE DATE OF ADOPTION OF THE PRESENT RESOLUTION. THE SHARES SO ACQUIRED SHALL NOT BEAR ANY RIGHTS WHATSOEVER, INCLUDING THE RIGHT TO VOTE. THE RELEVANT ECONOMIC RIGHTS SHALL BE PROPORTIONALLY ATTRIBUTED TO THE REMAINING SHARES IN ACCORDANCE WITH THE PROVISIONS ESTABLISHED IN ARTICLE 70 OF THE AFOREMENTIONED ACT. THE BOARD IS HEREBY AUTHORISED TO CREATE A SPECIAL RESERVE ENTERED AS A LIABILITY ON THE BALANCE SHEET TO BE CHARGED TO THE FREELY DISPOSABLE RESERVE, IN THE AMOUNT EQUALLING THE ACQUISITION PRICE OF THE SAID SHARES. THE PRESENT AUTHORISATION RENDERS NULL AND VOID THE RESOLUTION OF THE GENERAL SHAREHOLDERS MEETING OF JUNE 7TH, 2006. LIKewise, AND TO THE EFFECTS ENVISAGED IN PARAGRAPH TWO OF NUMBER 1 IN ARTICLE 75 OF THE PUBLIC LIMITED-LIABILITY COMPANIES ACT, EXPRESS AUTHORISATION IS HEREBY GRANTED FOR THE ACQUISITION OF COMPANY SHARES BY ANY OF THE AFFILIATE COMPANIES, IN THE SAME TERMS

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AS THOSE SET OUT HERE IN. IT IS EXPRESSLY STATED THAT THE SHARES ACQUIRED SUBSEQUENT TO THE PRESENT AUTHORISATION MAY BE ALLOCATED TO SALE OR TO THE APPLICATION OF THE REMUNERATION SYSTEMS CONTEMPLATED IN PARAGRAPH THREE, SECTION 1 OF ARTICLE 75 OF THE PUBLIC LIMITED-LIABILITY COMPANIES ACT. THE BOARD SHALL DECIDE WHETHER TO SELL, MAINTAIN OR REDEEM THE SHARES SO ACQUIRED IN DUE TIME

7. DELEGATIONS OF POWERS TO FORMALISE, INTERPRET, CORRECT, REGISTER AND EXECUTE THE RESOLUTIONS ADOPTED BY THE GENERAL SHAREHOLDERS MEETING. TO DELEGATE TO THE BOARD OF DIRECTORS THE BROADEST POWERS ENVISAGED BY LAW TO SUPPLEMENT, DEVELOP, EXECUTE AND CORRECT THE RESOLUTIONS ADOPTED BY THE GENERAL SHAREHOLDERS MEETING, INCLUDING THE POWER TO TOTALLY OR PARTIALLY DELEGATE THE AFOREMENTIONED POWERS TO THE EXECUTIVE COMMITTEE. THE POWER TO CORRECT SHALL ENCOMPASS THE POWER TO MAKE THE MODIFICATIONS, AMENDMENTS AND ADDITIONS THAT MAY BE NECESSARY OR APPROPRIATE SUBSEQUENT TO OBJECTIONS OR COMMENTS ARISING FROM THE SECURITIES MARKET REGULATORY BODIES, THE STOCK EXCHANGE, THE MERCANTILE REGISTRY AND ALL OTHER PUBLIC AUTHORITIES COMPETENT IN RELATION TO THE RESOLUTIONS ADOPTED. LIKewise, TO DELEGATE TO THE CHAIRMAN OF THE BOARD, THE CHAIRMAN OF THE EXECUTIVE COMMITTEE AND THE SECRETARY TO THE BOARD INDISTINCTLY, THE POWERS NECESSARY TO FORMALISE THE RESOLUTIONS ADOPTED BY THE GENERAL SHAREHOLDERS MEETING AND TO REGISTER THOSE SUBJECT TO SUCH REQUIREMENT,

Management

Fo



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TOTALLY OR PARTIALLY, AND TO THIS EFFECT, TO GRANT ALL TYPES OF PUBLIC AND PRIVATE DOCUMENTS, INCLUDING THOSE REQUIRED TO SUPPLEMENT OR CORRECT SUCH RESOLUTIONS

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 OPEN JOINT STOCK CO VIMPEL-COMMUNICA

VIP

CONTEST

ISSUER: 68370R109

ISIN:

SEDOL:  
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VOTE GROUP: GLOBAL

| Proposal Number | Proposal   | Proposal Type | Vo Ca |
|-----------------|--|---------------|-------|
| 01              | TO APPROVE THE 2006 VIMPELCOM ANNUAL REPORT PREPARED IN ACCORDANCE WITH RUSSIAN LAW.   | Management    | Fo    |
| 02              | TO APPROVE VIMPELCOM S 2006 UNCONSOLIDATED ACCOUNTING STATEMENTS, INCLUDING PROFIT AND LOSS STATEMENT (PREPARED IN ACCORDANCE WITH RUSSIAN STATUTORY ACCOUNTING PRINCIPLES) AUDITED BY ROSEXPERTIZA, LLC.  | Management    | Fo    |
| 03              | TO PAY IN CASH ANNUAL DIVIDENDS TO HOLDERS OF COMMON REGISTERED SHARES BASED ON 2006 RESULTS IN THE AMOUNT OF 166.88 RUBLES PER SHARE (FOR A TOTAL OF 8,557,776,951.36 RUBLES FOR ALL COMMON REGISTERED SHARES IN THE AGGREGATE) WITHIN 60 DAYS FROM THE DATE OF ADOPTION OF THE RELEVANT DECISION, AND TO PAY IN CASH ANNUAL DIVIDENDS TO HOLDERS OF PREFERRED REGISTERED SHARES OF TYPE A BASED ON 2006 RESULTS IN THE AMOUNT OF 0.1 KOPECK PER PREFERRED SHARE WITHIN 60 DAYS FROM THE DATE OF THE ADOPTION OF THIS DECISION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management    | Fo    |

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| 05 | TO ELECT THE FOLLOWING INDIVIDUALS TO THE AUDIT COMMISSION: ALEXANDER GERSH, HALVOR BRU AND NIGEL ROBINSON.  | Management | Fo |
| 06 | TO APPROVE THE FIRM ERNST & YOUNG (CIS) LTD. AS THE AUDITOR OF THE COMPANY S U.S. GAAP ACCOUNTS AND THE FIRM ROSEXPERTIZA, LLC AS THE AUDITOR OF THE COMPANY S ACCOUNTS PREPARED IN ACCORDANCE WITH RUSSIAN STATUTORY ACCOUNTING PRINCIPLES FOR THE TERM UNTIL THE ANNUAL GENERAL MEETING OF SHAREHOLDERS BASED ON 2007 RESULTS. | Management | Fo |
| 07 | TO APPROVE THE AMENDED CHARTER OF OPEN JOINT STOCK COMPANY VIMPEL-COMMUNICATIONS.  | Management | Fo |

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 OPEN JOINT STOCK CO VIMPEL-COMMUNICA

VIP

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ISSUER: 68370R109

ISIN:

SEDOL:

VOTE GROUP: GLOBAL

| Proposal<br>Number | Proposal   | Proposal<br>Type | Vo<br>Ca |
|--------------------|--|------------------|----------|
| 4J                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: FRIDTJOF RUSTEN       | Management       |          |
| 4I                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: ALEXEY M. REZNIKOVICH | Management       |          |
| 4H                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: LEONID R. NOVOSELSKY  | Management       |          |
| 4G                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: OLEG A. MALIS         | Management       |          |
| 4F                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: JO O. LUNDER          | Management       | Fo       |
| 4E                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: STIG HERBERN          | Management       | Fo       |
| 4D                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: KLELL MORTEN JOHNSEN  | Management       |          |
| 4C                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: ARVE JOHANSEN         | Management       |          |
| 4B                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: MIKHAIL M. FRIDMAN    | Management       |          |
| 4A                 | TO ELECT THE FOLLOWING MEMBER TO THE BOARD OF DIRECTORS: DAVID J. HAINES       | Management       |          |

## SIGNATURES

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

Registrant The Gabelli Dividend & Income Trust  
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By (Signature and Title)\* /s/ Bruce N. Alpert  
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Bruce N. Alpert, Principal Executive Officer

Date August 22, 2007  
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\*Print the name and title of each signing officer under his or her signature.