

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

ZWEIG TOTAL RETURN FUND INC

Form N-PX

August 17, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED
MANAGEMENT INVESTMENT COMPANY

Investment Company Act File Number: 811-05620

THE ZWEIG TOTAL RETURN FUND, INC.

(exact name of registrant as specified in charter)

101 Munson Street, Greenfield, MA 01301

(Address of principal executive offices)

William Renahan, Esq., Virtus Investment Partners, Inc.
100 Pearl Street, Hartford, CT 06103

(Name and Address of agent for service)

Registrant's telephone number, including area code: 800-243-1574

Date of Fiscal Year End: 12/31

Date of Reporting Period: 07/01/2014 - 06/30/2015

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

ICA File Number: 811-05620

Reporting Period: 07/01/2014 - 06/30/2015

Zweig Total Return Fund Inc

===== Zweig Total Return Fund, Inc =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100

Meeting Date: APR 24, 2015 Meeting Type: Annual

Record Date: FEB 25, 2015

Proposal Mgt Rec Vote Cast Sponsor

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director Robert J. Alpern	For	For	Management
1.2	Elect Director Roxanne S. Austin	For	For	Management
1.3	Elect Director Sally E. Blount	For	For	Management
1.4	Elect Director W. James Farrell	For	For	Management
1.5	Elect Director Edward M. Liddy	For	For	Management
1.6	Elect Director Nancy McKinstry	For	For	Management
1.7	Elect Director Phebe N. Novakovic	For	For	Management
1.8	Elect Director William A. Osborn	For	For	Management
1.9	Elect Director Samuel C. Scott, III	For	For	Management
1.10	Elect Director Glenn F. Tilton	For	For	Management
1.11	Elect Director Miles D. White	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Products Containing GE Ingredients	Against	Against	Shareholder
5	Require Independent Board Chairman	Against	For	Shareholder

AGL RESOURCES INC.

Ticker: GAS Security ID: 001204106
 Meeting Date: APR 28, 2015 Meeting Type: Annual
 Record Date: FEB 17, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Sandra N. Bane	For	For	Management
1b	Elect Director Thomas D. Bell, Jr.	For	For	Management
1c	Elect Director Norman R. Bobins	For	For	Management
1d	Elect Director Charles R. Crisp	For	For	Management
1e	Elect Director Brenda J. Gaines	For	For	Management
1f	Elect Director Arthur E. Johnson	For	For	Management
1g	Elect Director Wyck A. Knox, Jr.	For	For	Management
1h	Elect Director Dennis M. Love	For	For	Management
1i	Elect Director Dean R. O'Hare	For	For	Management
1j	Elect Director Armando J. Olivera	For	For	Management
1k	Elect Director John E. Rau	For	For	Management
1l	Elect Director James A. Rubright	For	For	Management
1m	Elect Director John W. Somerhalder, II	For	For	Management
1n	Elect Director Bettina M. Whyte	For	For	Management
1o	Elect Director Henry C. Wolf	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Right to Call Special Meeting	For	For	Management
5	Require Independent Board Chairman	Against	For	Shareholder
6	Adopt Quantitative GHG Goals for Products and Operations	Against	For	Shareholder

ALASKA AIR GROUP, INC.

Ticker: ALK Security ID: 011659109
 Meeting Date: MAY 07, 2015 Meeting Type: Annual
 Record Date: MAR 18, 2015

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

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director Patricia M. Bedient	For	For	Management
1.2	Elect Director Marion C. Blakey	For	For	Management
1.3	Elect Director Phyllis J. Campbell	For	For	Management
1.4	Elect Director Dhiren R. Fonseca	For	For	Management
1.5	Elect Director Jessie J. Knight, Jr.	For	For	Management
1.6	Elect Director Dennis F. Madsen	For	For	Management
1.7	Elect Director Helvi K. Sandvik	For	For	Management
1.8	Elect Director Katherine J. Savitt	For	For	Management
1.9	Elect Director J. Kenneth Thompson	For	For	Management
1.10	Elect Director Bradley D. Tilden	For	For	Management
1.11	Elect Director Eric K. Yeaman	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Require Independent Board Chairman	Against	Against	Shareholder

ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103
 Meeting Date: MAY 20, 2015 Meeting Type: Annual
 Record Date: MAR 30, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerald L. Baliles	For	For	Management
1.2	Elect Director Martin J. Barrington	For	For	Management
1.3	Elect Director John T. Casteen, III	For	For	Management
1.4	Elect Director Dinyar S. Devitre	For	For	Management
1.5	Elect Director Thomas F. Farrell, II	For	For	Management
1.6	Elect Director Thomas W. Jones	For	For	Management
1.7	Elect Director Debra J. Kelly-Ennis	For	For	Management
1.8	Elect Director W. Leo Kiely, III	For	For	Management
1.9	Elect Director Kathryn B. McQuade	For	For	Management
1.10	Elect Director George Munoz	For	For	Management
1.11	Elect Director Nabil Y. Sakkab	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
4	Ratify PricewaterhouseCoopers as Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Adopt Anti-Forced Labor Policy for Tobacco Supply Chain	Against	Against	Shareholder
7	Inform Poor and Less Educated on Health Consequences of Tobacco	Against	Against	Shareholder
8	Report on Green Tobacco Sickness	Against	Against	Shareholder

AMERICAN EAGLE OUTFITTERS, INC.

Ticker: AEO Security ID: 02553E106
 Meeting Date: JUN 04, 2015 Meeting Type: Annual
 Record Date: APR 06, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Janice E. Page	For	For	Management
1.2	Elect Director David M. Sable	For	Against	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1.3	Elect Director Noel J. Spiegel	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

APPLE INC.

Ticker: AAPL Security ID: 037833100
 Meeting Date: MAR 10, 2015 Meeting Type: Annual
 Record Date: JAN 09, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Tim Cook	For	For	Management
1.2	Elect Director Al Gore	For	For	Management
1.3	Elect Director Bob Iger	For	For	Management
1.4	Elect Director Andrea Jung	For	For	Management
1.5	Elect Director Art Levinson	For	For	Management
1.6	Elect Director Ron Sugar	For	For	Management
1.7	Elect Director Sue Wagner	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Approve Qualified Employee Stock Purchase Plan	For	For	Management
5	Report on Risks Associated with Repeal of Climate Change Policies	Against	Against	Shareholder
6	Adopt Proxy Access Right	Against	For	Shareholder

ARCHER-DANIELS-MIDLAND COMPANY

Ticker: ADM Security ID: 039483102
 Meeting Date: MAY 07, 2015 Meeting Type: Annual
 Record Date: MAR 12, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan L. Boeckmann	For	For	Management
1.2	Elect Director Mollie Hale Carter	For	For	Management
1.3	Elect Director Terrell K. Crews	For	For	Management
1.4	Elect Director Pierre Dufour	For	For	Management
1.5	Elect Director Donald E. Felsing	For	For	Management
1.6	Elect Director Juan R. Luciano	For	For	Management
1.7	Elect Director Antonio Maciel Neto	For	For	Management
1.8	Elect Director Patrick J. Moore	For	For	Management
1.9	Elect Director Thomas F. O'Neill	For	For	Management
1.10	Elect Director Francisco Sanchez	For	For	Management
1.11	Elect Director Daniel Shih	For	For	Management
1.12	Elect Director Kelvin R. Westbrook	For	For	Management
1.13	Elect Director Patricia A. Woertz	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Require Independent Board Chairman	Against	For	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

AT&T INC.

Ticker: T Security ID: 00206R102
 Meeting Date: APR 24, 2015 Meeting Type: Annual
 Record Date: FEB 25, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Randall L. Stephenson	For	For	Management
1.2	Elect Director Scott T. Ford	For	For	Management
1.3	Elect Director Glenn H. Hutchins	For	For	Management
1.4	Elect Director William E. Kennard	For	For	Management
1.5	Elect Director Jon C. Madonna	For	For	Management
1.6	Elect Director Michael B. McCallister	For	For	Management
1.7	Elect Director John B. McCoy	For	For	Management
1.8	Elect Director Beth E. Mooney	For	For	Management
1.9	Elect Director Joyce M. Roche	For	For	Management
1.10	Elect Director Matthew K. Rose	For	For	Management
1.11	Elect Director Cynthia B. Taylor	For	For	Management
1.12	Elect Director Laura D'Andrea Tyson	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Indirect Political Contribution	Against	For	Shareholder
5	Report on Lobbying Payments and Policy	Against	For	Shareholder
6	Amend Bylaws to Call Special Meetings	Against	For	Shareholder

BB&T CORPORATION

Ticker: BBT Security ID: 054937107
 Meeting Date: APR 28, 2015 Meeting Type: Annual
 Record Date: FEB 18, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jennifer S. Banner	For	For	Management
1.2	Elect Director K. David Boyer, Jr.	For	For	Management
1.3	Elect Director Anna R. Cablik	For	For	Management
1.4	Elect Director Ronald E. Deal	For	For	Management
1.5	Elect Director James A. Faulkner	For	For	Management
1.6	Elect Director I. Patricia Henry	For	For	Management
1.7	Elect Director John P. Howe, III	For	For	Management
1.8	Elect Director Eric C. Kendrick	For	For	Management
1.9	Elect Director Kelly S. King	For	For	Management
1.10	Elect Director Louis B. Lynn	For	For	Management
1.11	Elect Director Edward C. Milligan	For	For	Management
1.12	Elect Director Charles A. Patton	For	For	Management
1.13	Elect Director Nido R. Qubein	For	For	Management
1.14	Elect Director Tollie W. Rich, Jr.	For	For	Management
1.15	Elect Director Thomas E. Skains	For	For	Management
1.16	Elect Director Thomas N. Thompson	For	For	Management
1.17	Elect Director Edwin H. Welch	For	For	Management
1.18	Elect Director Stephen T. Williams	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Report on Lobbying Payments and Political Contributions	Against	For	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

5	Claw-back of Payments under Restatements	Against	For	Shareholder
---	--	---------	-----	-------------

BIOGEN INC.

Ticker: BIIB Security ID: 09062X103
 Meeting Date: JUN 10, 2015 Meeting Type: Annual
 Record Date: APR 15, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alexander J. Denner	For	For	Management
1.2	Elect Director Caroline D. Dorsa	For	For	Management
1.3	Elect Director Nancy L. Leaming	For	For	Management
1.4	Elect Director Richard C. Mulligan	For	For	Management
1.5	Elect Director Robert W. Pangia	For	For	Management
1.6	Elect Director Stelios Papadopoulos	For	For	Management
1.7	Elect Director Brian S. Posner	For	For	Management
1.8	Elect Director Eric K. Rowinsky	For	For	Management
1.9	Elect Director George A. Scangos	For	For	Management
1.10	Elect Director Lynn Schenk	For	For	Management
1.11	Elect Director Stephen A. Sherwin	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Approve Qualified Employee Stock Purchase Plan	For	For	Management
5	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management

BLACKROCK, INC.

Ticker: BLK Security ID: 09247X101
 Meeting Date: MAY 28, 2015 Meeting Type: Annual
 Record Date: APR 01, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Abdlatif Yousef Al-Hamad	For	For	Management
1b	Elect Director Mathis Cabiallavetta	For	For	Management
1c	Elect Director Pamela Daley	For	For	Management
1d	Elect Director William S. Demchak	For	For	Management
1e	Elect Director Jessica P. Einhorn	For	For	Management
1f	Elect Director Laurence D. Fink	For	For	Management
1g	Elect Director Fabrizio Freda	For	For	Management
1h	Elect Director Murry S. Gerber	For	For	Management
1i	Elect Director James Grosfeld	For	For	Management
1j	Elect Director Robert S. Kapito	For	For	Management
1k	Elect Director David H. Komansky	For	For	Management
1l	Elect Director Sir Deryck Maughan	For	For	Management
1m	Elect Director Cheryl D. Mills	For	For	Management
1n	Elect Director Thomas H. O'Brien	For	For	Management
1o	Elect Director Ivan G. Seidenberg	For	For	Management
1p	Elect Director Marco Antonio Slim Domit	For	For	Management
1q	Elect Director John S. Varley	For	For	Management
1r	Elect Director Susan L. Wagner	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
5	Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity	Against	Against	Shareholder
6	Report on Lobbying Payments and Policy	Against	For	Shareholder

BUCKEYE PARTNERS, L.P.

Ticker: BPL Security ID: 118230101
 Meeting Date: JUN 02, 2015 Meeting Type: Annual
 Record Date: APR 06, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pieter Bakker	For	For	Management
1.2	Elect Director Barbara M. Baumann	For	For	Management
1.3	Elect Director Mark C. McKinley	For	For	Management
1.4	Elect Director Donald W. Niemiec	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management

CF INDUSTRIES HOLDINGS, INC.

Ticker: CF Security ID: 125269100
 Meeting Date: MAY 15, 2015 Meeting Type: Annual
 Record Date: MAR 23, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Robert C. Arzbaecher	For	For	Management
2	Elect Director William Davisson	For	For	Management
3	Elect Director Stephen A. Furbacher	For	For	Management
4	Elect Director Stephen J. Hagge	For	For	Management
5	Elect Director John D. Johnson	For	For	Management
6	Elect Director Robert G. Kuhbach	For	For	Management
7	Elect Director Edward A. Schmitt	For	For	Management
8	Elect Director Theresa E. Wagler	For	For	Management
9	Elect Director W. Anthony Will	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Ratify KPMG LLP as Auditors	For	For	Management
12	Proxy Access	Against	For	Shareholder
13	Provide Right to Act by Written Consent	Against	For	Shareholder

CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102
 Meeting Date: NOV 20, 2014 Meeting Type: Annual
 Record Date: SEP 22, 2014

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

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1a	Elect Director Carol A. Bartz	For	For	Management
1b	Elect Director M. Michele Burns	For	For	Management
1c	Elect Director Michael D. Capellas	For	For	Management
1d	Elect Director John T. Chambers	For	For	Management
1e	Elect Director Brian L. Halla	For	For	Management
1f	Elect Director John L. Hennessy	For	For	Management
1g	Elect Director Kristina M. Johnson	For	For	Management
1h	Elect Director Roderick C. McGeary	For	For	Management
1i	Elect Director Arun Sarin	For	For	Management
1j	Elect Director Steven M. West	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management
5	Establish Public Policy Board Committee	Against	Against	Shareholder
6	Adopt Proxy Access Right	Against	Against	Shareholder
7	Report on Political Contributions	Against	For	Shareholder

COMCAST CORPORATION

Ticker: CMCSA Security ID: 20030N101
 Meeting Date: OCT 08, 2014 Meeting Type: Special
 Record Date: AUG 18, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Adjourn Meeting	For	For	Management

CONTINENTAL RESOURCES, INC.

Ticker: CLR Security ID: 212015101
 Meeting Date: MAY 19, 2015 Meeting Type: Annual
 Record Date: MAR 24, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lon McCain	For	For	Management
1.2	Elect Director Mark E. Monroe	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Ratify Grant Thornton LLP as Auditors	For	For	Management
4	Require Independent Board Chairman	Against	For	Shareholder

CUMMINS INC.

Ticker: CMI Security ID: 231021106
 Meeting Date: MAY 12, 2015 Meeting Type: Annual
 Record Date: MAR 10, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director N. Thomas Linebarger	For	For	Management
2	Elect Director Robert J. Bernhard	For	For	Management
3	Elect Director Franklin R. Chang Diaz	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

4	Elect Director Bruno V. Di Leo Allen	For	For	Management
5	Elect Director Stephen B. Dobbs	For	For	Management
6	Elect Director Robert K. Herdman	For	For	Management
7	Elect Director Alexis M. Herman	For	For	Management
8	Elect Director Thomas J. Lynch	For	For	Management
9	Elect Director William I. Miller	For	For	Management
10	Elect Director Georgia R. Nelson	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
13	Require Independent Board Chairman	Against	Against	Shareholder

ELI LILLY AND COMPANY

Ticker: LLY Security ID: 532457108
 Meeting Date: MAY 04, 2015 Meeting Type: Annual
 Record Date: FEB 27, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1a	Elect Director Katherine Baicker	For	For	Management
1.1b	Elect Director J. Erik Fyrwald	For	For	Management
1.1c	Elect Director Ellen R. Marram	For	For	Management
1.1d	Elect Director Jackson P. Tai	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Ernst & Young LLP as Auditors	For	For	Management

EMC CORPORATION

Ticker: EMC Security ID: 268648102
 Meeting Date: APR 30, 2015 Meeting Type: Annual
 Record Date: FEB 27, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1a	Elect Director Jose E. Almeida	For	For	Management
1.1b	Elect Director Michael W. Brown	For	For	Management
1.1c	Elect Director Donald J. Carty	For	For	Management
1.1d	Elect Director Randolph L. Cowen	For	For	Management
1.1e	Elect Director James S. DiStasio	For	For	Management
1.1f	Elect Director John R. Egan	For	For	Management
1.1g	Elect Director William D. Green	For	For	Management
1.1h	Elect Director Edmund F. Kelly	For	For	Management
1.1i	Elect Director Jami Miscik	For	For	Management
1.1j	Elect Director Paul Sagan	For	For	Management
1.1k	Elect Director David N. Strohm	For	For	Management
1.1l	Elect Director Joseph M. Tucci	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Require Independent Board Chairman	Against	For	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

ENERGY TRANSFER PARTNERS L.P.

Ticker: ETP Security ID: 29273R109
 Meeting Date: NOV 20, 2014 Meeting Type: Special
 Record Date: OCT 13, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend Omnibus Stock Plan	For	For	Management
2	Adjourn Meeting	For	For	Management

FACEBOOK, INC.

Ticker: FB Security ID: 30303M102
 Meeting Date: JUN 11, 2015 Meeting Type: Annual
 Record Date: APR 13, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marc L. Andreessen	For	For	Management
1.2	Elect Director Erskine B. Bowles	For	For	Management
1.3	Elect Director Susan D. Desmond-Hellmann	For	For	Management
1.4	Elect Director Reed Hastings	For	For	Management
1.5	Elect Director Jan Koum	For	Withhold	Management
1.6	Elect Director Sheryl K. Sandberg	For	Withhold	Management
1.7	Elect Director Peter A. Thiel	For	For	Management
1.8	Elect Director Mark Zuckerberg	For	Withhold	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	For	Shareholder
5	Report on Sustainability	Against	For	Shareholder
6	Report on Human Rights Risk Assessment Process	Against	Against	Shareholder

FORD MOTOR COMPANY

Ticker: F Security ID: 345370860
 Meeting Date: MAY 14, 2015 Meeting Type: Annual
 Record Date: MAR 17, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Stephen G. Butler	For	For	Management
2	Elect Director Kimberly A. Casiano	For	For	Management
3	Elect Director Anthony F. Earley, Jr.	For	For	Management
4	Elect Director Mark Fields	For	For	Management
5	Elect Director Edsel B. Ford II	For	For	Management
6	Elect Director William Clay Ford, Jr.	For	For	Management
7	Elect Director James P. Hackett	For	For	Management
8	Elect Director James H. Hance, Jr.	For	For	Management
9	Elect Director William W. Helman Iv	For	For	Management
10	Elect Director Jon M. Huntsman, Jr.	For	For	Management
11	Elect Director William E. Kennard	For	For	Management
12	Elect Director John C. Lechleiter	For	For	Management
13	Elect Director Ellen R. Marram	For	For	Management
14	Elect Director Gerald L. Shaheen	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

15	Elect Director John L. Thornton	For	For	Management
16	Ratify PricewaterhouseCoopers LLPas Auditors	For	For	Management
17	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
18	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	For	Shareholder
19	Amend Bylaws to Call Special Meetings	Against	For	Shareholder

GAMESTOP CORP.

Ticker: GME Security ID: 36467W109
 Meeting Date: JUN 23, 2015 Meeting Type: Annual
 Record Date: MAY 01, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel A. DeMatteo	For	For	Management
1.2	Elect Director Thomas N. Kelly, Jr.	For	For	Management
1.3	Elect Director Shane S. Kim	For	For	Management
1.4	Elect Director J. Paul Raines	For	For	Management
1.5	Elect Director Gerald R. Szczepanski	For	For	Management
1.6	Elect Director Kathy P. Vrabeck	For	For	Management
1.7	Elect Director Lawrence S. Zilavy	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Deloitte & Touche LLP as Auditors	For	For	Management

GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103
 Meeting Date: APR 22, 2015 Meeting Type: Annual
 Record Date: FEB 23, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
A1	Elect Director W. Geoffrey Beattie	For	For	Management
A2	Elect Director John J. Brennan	For	For	Management
A3	Elect Director James I. Cash, Jr.	For	For	Management
A4	Elect Director Francisco D'Souza	For	For	Management
A5	Elect Director Marijn E. Dekkers	For	For	Management
A6	Elect Director Susan J. Hockfield	For	For	Management
A7	Elect Director Jeffrey R. Immelt	For	For	Management
A8	Elect Director Andrea Jung	For	For	Management
A9	Elect Director Robert W. Lane	For	For	Management
A10	Elect Director Rochelle B. Lazarus	For	For	Management
A11	Elect Director James J. Mulva	For	For	Management
A12	Elect Director James E. Rohr	For	For	Management
A13	Elect Director Mary L. Schapiro	For	For	Management
A14	Elect Director Robert J. Swieringa	For	For	Management
A15	Elect Director James S. Tisch	For	For	Management
A16	Elect Director Douglas A. Warner, III	For	For	Management
B1	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
B2	Ratify KPMG LLP as Auditors	For	For	Management
C1	Provide for Cumulative Voting	Against	Against	Shareholder
C2	Provide Right to Act by Written Consent	Against	Against	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

C3	Select One Director from Ranks of Retirees	Against	Against	Shareholder
C4	Adopt Holy Land Principles	Against	Against	Shareholder
C5	Pro-rata Vesting on Equity Plans	Against	For	Shareholder

GENERAL MOTORS COMPANY

Ticker: GM Security ID: 37045V100
 Meeting Date: JUN 09, 2015 Meeting Type: Annual
 Record Date: APR 10, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Joseph J. Ashton	For	For	Management
1b	Elect Director Mary T. Barra	For	For	Management
1c	Elect Director Stephen J. Girsky	For	For	Management
1d	Elect Director Linda R. Gooden	For	For	Management
1e	Elect Director Joseph Jimenez, Jr.	For	For	Management
1f	Elect Director Kathryn V. Marinello	For	For	Management
1g	Elect Director Michael G. Mullen	For	For	Management
1h	Elect Director James J. Mulva	For	For	Management
1i	Elect Director Patricia F. Russo	For	For	Management
1j	Elect Director Thomas M. Schoewe	For	For	Management
1k	Elect Director Theodore M. Solso	For	For	Management
1l	Elect Director Carol M. Stephenson	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Require Independent Board Chairman	Against	For	Shareholder
5	Provide for Cumulative Voting	Against	For	Shareholder

GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103
 Meeting Date: MAY 06, 2015 Meeting Type: Annual
 Record Date: MAR 11, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director John F. Cogan	For	For	Management
1b	Elect Director Etienne F. Davignon	For	For	Management
1c	Elect Director Carla A. Hills	For	For	Management
1d	Elect Director Kevin E. Lofton	For	For	Management
1e	Elect Director John W. Madigan	For	For	Management
1f	Elect Director John C. Martin	For	For	Management
1g	Elect Director Nicholas G. Moore	For	For	Management
1h	Elect Director Richard J. Whitley	For	For	Management
1i	Elect Director Gayle E. Wilson	For	For	Management
1j	Elect Director Per Wold-Olsen	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Provide Right to Act by Written Consent	Against	For	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Report on Sustainability	Against	For	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

8 Report on Specialty Drug Pricing Risks Against For Shareholder

GLAXOSMITHKLINE PLC

Ticker: GSK Security ID: 37733W105
 Meeting Date: DEC 18, 2014 Meeting Type: Special
 Record Date: NOV 18, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Transaction by the Company with Novartis AG	For	For	Management

GLAXOSMITHKLINE PLC

Ticker: GSK Security ID: 37733W105
 Meeting Date: MAY 07, 2015 Meeting Type: Annual
 Record Date: MAR 18, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Accept Financial Statements and Statutory Reports	For	For	Management
2	Approve Remuneration Report	For	For	Management
3	Elect Sir Philip Hampton as Director	For	For	Management
4	Elect Urs Rohner as Director	For	For	Management
5	Re-elect Sir Andrew Witty as Director	For	For	Management
6	Re-elect Sir Roy Anderson as Director	For	For	Management
7	Re-elect Dr Stephanie Burns as Director	For	For	Management
8	Re-elect Stacey Cartwright as Director	For	For	Management
9	Re-elect Simon Dingemans as Director	For	For	Management
10	Re-elect Lynn Elsenhans as Director	For	For	Management
11	Re-elect Judy Lewent as Director	For	For	Management
12	Re-elect Sir Deryck Maughan as Director	For	For	Management
13	Re-elect Dr Daniel Podolsky as Director	For	For	Management
14	Re-elect Dr Moncef Slaoui as Director	For	For	Management
15	Re-elect Hans Wijers as Director	For	For	Management
16	Reappoint PricewaterhouseCoopers LLP as Auditors	For	For	Management
17	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	For	For	Management
18	Authorise EU Political Donations and Expenditure	For	For	Management
19	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
20	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
21	Authorise Market Purchase of Ordinary Shares	For	For	Management
22	Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports	For	For	Management
23	Authorise the Company to Call EGM with Two Weeks' Notice	For	For	Management
24	Approve Share Value Plan	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

GOOGLE INC.

Ticker: GOOG Security ID: 38259P508
 Meeting Date: JUN 03, 2015 Meeting Type: Annual
 Record Date: APR 06, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry Page	For	For	Management
1.2	Elect Director Sergey Brin	For	For	Management
1.3	Elect Director Eric E. Schmidt	For	For	Management
1.4	Elect Director L. John Doerr	For	Withhold	Management
1.5	Elect Director Diane B. Greene	For	For	Management
1.6	Elect Director John L. Hennessy	For	Withhold	Management
1.7	Elect Director Ann Mather	For	For	Management
1.8	Elect Director Alan R. Mulally	For	For	Management
1.9	Elect Director Paul S. Otellini	For	Withhold	Management
1.10	Elect Director K. Ram Shriram	For	Withhold	Management
1.11	Elect Director Shirley M. Tilghman	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	Against	For	Shareholder
5	Report on Lobbying Payments and Policy	Against	For	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
7	Report on Costs of Renewable Energy Investments	Against	Against	Shareholder
8	Report on Risks Associated with Repeal of Climate Change Policies	Against	Against	Shareholder

HCA HOLDINGS, INC.

Ticker: HCA Security ID: 40412C101
 Meeting Date: APR 30, 2015 Meeting Type: Annual
 Record Date: MAR 06, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Milton Johnson	For	For	Management
1.2	Elect Director Robert J. Dennis	For	For	Management
1.3	Elect Director Nancy-Ann DeParle	For	For	Management
1.4	Elect Director Thomas F. Frist, III	For	For	Management
1.5	Elect Director William R. Frist	For	For	Management
1.6	Elect Director Ann H. Lamont	For	For	Management
1.7	Elect Director Jay O. Light	For	For	Management
1.8	Elect Director Geoffrey G. Meyers	For	For	Management
1.9	Elect Director Michael W. Michelson	For	For	Management
1.10	Elect Director Wayne J. Riley	For	For	Management
1.11	Elect Director John W. Rowe	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management

HCP, INC.

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

Ticker: HCP Security ID: 40414L109
 Meeting Date: APR 30, 2015 Meeting Type: Annual
 Record Date: MAR 09, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Brian G. Cartwright	For	For	Management
1b	Elect Director Christine N. Garvey	For	For	Management
1c	Elect Director David B. Henry	For	For	Management
1d	Elect Director James P. Hoffmann	For	For	Management
1e	Elect Director Lauralee E. Martin	For	For	Management
1f	Elect Director Michael D. McKee	For	For	Management
1g	Elect Director Peter L. Rhein	For	For	Management
1h	Elect Director Joseph P. Sullivan	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Proxy Access	Against	For	Shareholder

HELMERICH & PAYNE, INC.

Ticker: HP Security ID: 423452101
 Meeting Date: MAR 04, 2015 Meeting Type: Annual
 Record Date: JAN 09, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director William L. Armstrong	For	For	Management
1b	Elect Director Randy A. Foutch	For	For	Management
1c	Elect Director Hans Helmerich	For	For	Management
1d	Elect Director John W. Lindsay	For	For	Management
1e	Elect Director Paula Marshall	For	For	Management
1f	Elect Director Thomas A. Petrie	For	For	Management
1g	Elect Director Donald F. Robillard, Jr.	For	For	Management
1h	Elect Director Francis Rooney	For	For	Management
1i	Elect Director Edward B. Rust, Jr.	For	For	Management
1j	Elect Director John D. Zeglis	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

INTEL CORPORATION

Ticker: INTC Security ID: 458140100
 Meeting Date: MAY 21, 2015 Meeting Type: Annual
 Record Date: MAR 23, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Charlene Barshefsky	For	For	Management
1b	Elect Director Aneel Bhusri	For	For	Management
1c	Elect Director Andy D. Bryant	For	For	Management
1d	Elect Director Susan L. Decker	For	For	Management
1e	Elect Director John J. Donahoe	For	Against	Management
1f	Elect Director Reed E. Hundt	For	For	Management
1g	Elect Director Brian M. Krzanich	For	For	Management
1h	Elect Director James D. Plummer	For	For	Management
1i	Elect Director David S. Pottruck	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1j	Elect Director Frank D. Yeary	For	For	Management
1k	Elect Director David B. Yoffie	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Qualified Employee Stock Purchase Plan	For	For	Management
6	Adopt Holy Land Principles	Against	Against	Shareholder
7	Require Independent Board Chairman	Against	For	Shareholder
8	Provide Vote Counting to Exclude Abstentions	Against	Against	Shareholder

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100
Meeting Date: MAY 19, 2015 Meeting Type: Annual
Record Date: MAR 20, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Linda B. Bammann	For	For	Management
1b	Elect Director James A. Bell	For	For	Management
1c	Elect Director Crandall C. Bowles	For	For	Management
1d	Elect Director Stephen B. Burke	For	For	Management
1e	Elect Director James S. Crown	For	For	Management
1f	Elect Director James Dimon	For	For	Management
1g	Elect Director Timothy P. Flynn	For	For	Management
1h	Elect Director Laban P. Jackson, Jr.	For	For	Management
1i	Elect Director Michael A. Neal	For	For	Management
1j	Elect Director Lee R. Raymond	For	For	Management
1k	Elect Director William C. Weldon	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Require Independent Board Chairman	Against	For	Shareholder
6	Report on Lobbying Payments and Policy	Against	Against	Shareholder
7	Amend Bylaws -- Call Special Meetings	Against	For	Shareholder
8	Provide Vote Counting to Exclude Abstentions	Against	Against	Shareholder
9	Report on Certain Vesting Program	Against	For	Shareholder
10	Disclosure of Recoupment Activity from Senior Officers	Against	For	Shareholder

L-3 COMMUNICATIONS HOLDINGS, INC.

Ticker: LLL Security ID: 502424104
Meeting Date: MAY 05, 2015 Meeting Type: Annual
Record Date: MAR 09, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1a	Elect Director Ann E. Dunwoody	For	For	Management
1.1b	Elect Director Lewis Kramer	For	For	Management
1.1c	Elect Director Robert B. Millard	For	For	Management
1.1d	Elect Director Vincent Pagano, Jr.	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1.1e	Elect Director H. Hugh Shelton	For	For	Management
1.1f	Elect Director Arthur L. Simon	For	For	Management
1.1g	Elect Director Michael T. Strianese	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Adopt the Jurisdiction of Incorporation as the Exclusive Forum for Certain Disputes	For	Against	Management
5	Amend Bylaws to Call Special Meetings	Against	For	Shareholder

LEAR CORPORATION

Ticker: LEA Security ID: 521865204
 Meeting Date: MAY 14, 2015 Meeting Type: Annual
 Record Date: MAR 19, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Richard H. Bott	For	For	Management
1b	Elect Director Thomas P. Capo	For	For	Management
1c	Elect Director Jonathan F. Foster	For	For	Management
1d	Elect Director Kathleen A. Ligocki	For	For	Management
1e	Elect Director Conrad L. Mallett, Jr.	For	For	Management
1f	Elect Director Donald L. Runkle	For	For	Management
1g	Elect Director Matthew J. Simoncini	For	For	Management
1h	Elect Director Gregory C. Smith	For	For	Management
1i	Elect Director Henry D.G. Wallace	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

LINCOLN NATIONAL CORPORATION

Ticker: LNC Security ID: 534187109
 Meeting Date: MAY 21, 2015 Meeting Type: Annual
 Record Date: MAR 16, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George W. Henderson, III	For	For	Management
1.2	Elect Director Eric G. Johnson	For	For	Management
1.3	Elect Director M. Leanne Lachman	For	For	Management
1.4	Elect Director Isaiah Tidwell	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

LOCKHEED MARTIN CORPORATION

Ticker: LMT Security ID: 539830109
 Meeting Date: APR 23, 2015 Meeting Type: Annual
 Record Date: FEB 27, 2015

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1a	Elect Director Daniel F. Akerson	For	For	Management
1.1b	Elect Director Nolan D. Archibald	For	For	Management
1.1c	Elect Director Rosalind G. Brewer	For	For	Management
1.1d	Elect Director David B. Burritt	For	For	Management
1.1e	Elect Director James O. Ellis, Jr.	For	For	Management
1.1f	Elect Director Thomas J. Falk	For	For	Management
1.1g	Elect Director Marillyn A. Hewson	For	For	Management
1.1h	Elect Director Gwendolyn S. King	For	For	Management
1.1i	Elect Director James M. Loy	For	For	Management
1.1j	Elect Director Joseph W. Ralston	For	For	Management
1.1k	Elect Director Anne Stevens	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Provide Right to Act by Written Consent	Against	For	Shareholder
5	Report on Lobbying Payments and Policy	Against	Against	Shareholder

MACY'S, INC.

Ticker: M Security ID: 55616P104
 Meeting Date: MAY 15, 2015 Meeting Type: Annual
 Record Date: MAR 20, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Stephen F. Bollenbach	For	For	Management
1b	Elect Director John A. Bryant	For	For	Management
1c	Elect Director Deirdre P. Connelly	For	For	Management
1d	Elect Director Meyer Feldberg	For	For	Management
1e	Elect Director Leslie D. Hale	For	For	Management
1f	Elect Director Sara Levinson	For	For	Management
1g	Elect Director Terry J. Lundgren	For	For	Management
1h	Elect Director Joseph Neubauer	For	For	Management
1i	Elect Director Joyce M. Roche	For	For	Management
1j	Elect Director Paul C. Varga	For	For	Management
1k	Elect Director Craig E. Weatherup	For	For	Management
1l	Elect Director Marna C. Whittington	For	For	Management
1m	Elect Director Annie Young-Scriver	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

MASTERCARD INCORPORATED

Ticker: MA Security ID: 57636Q104
 Meeting Date: JUN 09, 2015 Meeting Type: Annual
 Record Date: APR 15, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Richard Haythornthwaite	For	For	Management
1b	Elect Director Ajay Banga	For	For	Management
1c	Elect Director Silvio Barzi	For	For	Management
1d	Elect Director David R. Carlucci	For	For	Management
1e	Elect Director Steven J. Freiberg	For	For	Management
1f	Elect Director Julius Genachowski	For	For	Management
1g	Elect Director Merit E. Janow	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1h	Elect Director Nancy J. Karch	For	For	Management
1i	Elect Director Marc Olivie	For	For	Management
1j	Elect Director Rima Qureshi	For	For	Management
1k	Elect Director Jose Octavio Reyes Lagunes	For	For	Management
1l	Elect Director Jackson P. Tai	For	For	Management
1m	Elect Director Edward Suning Tian	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

MERCK & CO., INC.

Ticker: MRK Security ID: 58933Y105
 Meeting Date: MAY 26, 2015 Meeting Type: Annual
 Record Date: MAR 31, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Leslie A. Brun	For	For	Management
1b	Elect Director Thomas R. Cech	For	For	Management
1c	Elect Director Kenneth C. Frazier	For	For	Management
1d	Elect Director Thomas H. Glocer	For	For	Management
1e	Elect Director William B. Harrison, Jr.	For	For	Management
1f	Elect Director C. Robert Kidder	For	For	Management
1g	Elect Director Rochelle B. Lazarus	For	For	Management
1h	Elect Director Carlos E. Represas	For	For	Management
1i	Elect Director Patricia F. Russo	For	For	Management
1j	Elect Director Craig B. Thompson	For	For	Management
1k	Elect Director Wendell P. Weeks	For	For	Management
1l	Elect Director Peter C. Wendell	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Executive Incentive Bonus Plan	For	For	Management
6	Provide Right to Act by Written Consent	Against	For	Shareholder
7	Pro-rata Vesting of Equity Awards	Against	For	Shareholder

MICHAEL KORS HOLDINGS LIMITED

Ticker: KORS Security ID: G60754101
 Meeting Date: JUL 31, 2014 Meeting Type: Annual
 Record Date: JUN 03, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director John D. Idol	For	For	Management
1b	Elect Director Silas K.F. Chou	For	For	Management
1c	Elect Director Ann McLaughlin Korologos	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

NETAPP, INC.

Ticker: NTAP Security ID: 64110D104
 Meeting Date: SEP 05, 2014 Meeting Type: Annual
 Record Date: JUL 22, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Thomas Georgens	For	For	Management
1b	Elect Director T. Michael Nevens	For	For	Management
1c	Elect Director Jeffrey R. Allen	For	For	Management
1d	Elect Director Tor R. Braham	For	For	Management
1e	Elect Director Alan L. Earhart	For	For	Management
1f	Elect Director Gerald Held	For	For	Management
1g	Elect Director Kathryn M. Hill	For	For	Management
1h	Elect Director George T. Shaheen	For	For	Management
1i	Elect Director Robert T. Wall	For	For	Management
1j	Elect Director Richard P. Wallace	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Establish Public Policy Board Committee	Against	Against	Shareholder
7	Ratify Auditors	For	For	Management

ORACLE CORPORATION

Ticker: ORCL Security ID: 68389X105
 Meeting Date: NOV 05, 2014 Meeting Type: Annual
 Record Date: SEP 08, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey S. Berg	For	For	Management
1.2	Elect Director H. Raymond Bingham	For	Withhold	Management
1.3	Elect Director Michael J. Boskin	For	Withhold	Management
1.4	Elect Director Safra A. Catz	For	For	Management
1.5	Elect Director Bruce R. Chizen	For	Withhold	Management
1.6	Elect Director George H. Conrades	For	For	Management
1.7	Elect Director Lawrence J. Ellison	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director Jeffrey O. Henley	For	For	Management
1.10	Elect Director Mark V. Hurd	For	For	Management
1.11	Elect Director Naomi O. Seligman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
3	Ratify Auditors	For	For	Management
4	Provide Vote Counting to Exclude Abstentions	Against	Against	Shareholder
5	Adopt Multiple Performance Metrics Under Executive Incentive Plans	Against	For	Shareholder
6	Adopt Specific Performance Standards	Against	For	Shareholder
7	Adopt Proxy Access Right	Against	For	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

PARKER-HANNIFIN CORPORATION

Ticker: PH Security ID: 701094104
 Meeting Date: OCT 22, 2014 Meeting Type: Annual
 Record Date: AUG 29, 2014

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert G. Bohn	For	For	Management
1.2	Elect Director Linda S. Harty	For	For	Management
1.3	Elect Director William E. Kassling	For	For	Management
1.4	Elect Director Robert J. Kohlhepp	For	For	Management
1.5	Elect Director Kevin A. Lobo	For	For	Management
1.6	Elect Director Klaus-Peter Muller	For	For	Management
1.7	Elect Director Candy M. Obourn	For	For	Management
1.8	Elect Director Joseph M. Scaminace	For	For	Management
1.9	Elect Director Wolfgang R. Schmitt	For	For	Management
1.10	Elect Director Ake Svensson	For	For	Management
1.11	Elect Director James L. Wainscott	For	For	Management
1.12	Elect Director Donald E. Washkewicz	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Approve Qualified Employee Stock Purchase Plan	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

PEPSICO, INC.

Ticker: PEP Security ID: 713448108
 Meeting Date: MAY 06, 2015 Meeting Type: Annual
 Record Date: FEB 27, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Shona L. Brown	For	For	Management
1.2	Elect Director George W. Buckley	For	For	Management
1.3	Elect Director Ian M. Cook	For	For	Management
1.4	Elect Director Dina Dublon	For	For	Management
1.5	Elect Director Rona A. Fairhead	For	For	Management
1.6	Elect Director Richard W. Fisher	For	For	Management
1.7	Elect Director Alberto Ibarguen	For	For	Management
1.8	Elect Director William R. Johnson	For	For	Management
1.9	Elect Director Indra K. Nooyi	For	For	Management
1.10	Elect Director David C. Page	For	For	Management
1.11	Elect Director Robert C. Pohlrad	For	For	Management
1.12	Elect Director Lloyd G. Trotter	For	For	Management
1.13	Elect Director Daniel Vasella	For	For	Management
1.14	Elect Director Alberto Weisser	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Establish a Board Committee on Sustainability	Against	Against	Shareholder
5	Pro-Rata Vesting of Equity Awards	Against	For	Shareholder
6	Report on Plans to Minimize Pesticides' Impact on Pollinators	Against	Against	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

PFIZER INC.

Ticker: PFE Security ID: 717081103
 Meeting Date: APR 23, 2015 Meeting Type: Annual
 Record Date: FEB 25, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis A. Ausiello	For	For	Management
1.2	Elect Director W. Don Cornwell	For	For	Management
1.3	Elect Director Frances D. Fergusson	For	For	Management
1.4	Elect Director Helen H. Hobbs	For	For	Management
1.5	Elect Director James M. Kilts	For	For	Management
1.6	Elect Director Shantanu Narayen	For	For	Management
1.7	Elect Director Suzanne Nora Johnson	For	For	Management
1.8	Elect Director Ian C. Read	For	For	Management
1.9	Elect Director Stephen W. Sanger	For	For	Management
1.10	Elect Director James C. Smith	For	For	Management
1.11	Elect Director Marc Tessier-Lavigne	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Review and Assess Membership of Lobbying Organizations	Against	Against	Shareholder

POTASH CORPORATION OF SASKATCHEWAN INC.

Ticker: POT Security ID: 73755L107
 Meeting Date: MAY 12, 2015 Meeting Type: Annual/Special
 Record Date: MAR 16, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Christopher M. Burley	For	For	Management
1.2	Elect Director Donald G. Chynoweth	For	For	Management
1.3	Elect Director John W. Estey	For	For	Management
1.4	Elect Director Gerald W. Grandey	For	For	Management
1.5	Elect Director C. Steven Hoffman	For	For	Management
1.6	Elect Director Alice D. Laberge	For	For	Management
1.7	Elect Director Consuelo E. Madere	For	For	Management
1.8	Elect Director Keith G. Martell	For	For	Management
1.9	Elect Director Jeffrey J. McCaig	For	For	Management
1.10	Elect Director Jochen E. Tilk	For	For	Management
1.11	Elect Director Elena Viyella de Paliza	For	For	Management
2	Ratify Deloitte LLP as Auditors	For	For	Management
3	Approve 2015 Performance Option Plan	For	For	Management
4	Advisory Vote on Executive Compensation Approach	For	For	Management
5	Amend By-law	For	For	Management
6	SP1: Conduct and Make Public An Independent Human Rights Assessment	Against	Against	Shareholder

QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103
 Meeting Date: MAR 09, 2015 Meeting Type: Annual
 Record Date: JAN 12, 2015

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Barbara T. Alexander	For	For	Management
1b	Elect Director Donald G. Cruickshank	For	For	Management
1c	Elect Director Raymond V. Dittamore	For	For	Management
1d	Elect Director Susan Hockfield	For	For	Management
1e	Elect Director Thomas W. Horton	For	For	Management
1f	Elect Director Paul E. Jacobs	For	For	Management
1g	Elect Director Sherry Lansing	For	For	Management
1h	Elect Director Harish Manwani	For	For	Management
1i	Elect Director Steven M. Mollenkopf	For	For	Management
1j	Elect Director Duane A. Nelles	For	For	Management
1k	Elect Director Clark T. 'Sandy' Randt, Jr.	For	For	Management
1l	Elect Director Francisco Ros	For	For	Management
1m	Elect Director Jonathan J. Rubinstein	For	For	Management
1n	Elect Director Brent Scowcroft	For	For	Management
1o	Elect Director Marc I. Stern	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management

REGAL ENTERTAINMENT GROUP

Ticker: RGC Security ID: 758766109
 Meeting Date: MAY 06, 2015 Meeting Type: Annual
 Record Date: MAR 11, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles E. Brymer	For	For	Management
1.2	Elect Director Michael L. Campbell	For	For	Management
1.3	Elect Director Alejandro (Alex) Yemenidjian	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify KPMG LLP as Auditors	For	For	Management

ROYAL BANK OF CANADA

Ticker: RY Security ID: 780087102
 Meeting Date: APR 10, 2015 Meeting Type: Annual/Special
 Record Date: FEB 09, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Geoffrey Beattie	For	For	Management
1.2	Elect Director Jacynthe Cote	For	For	Management
1.3	Elect Director Toos N. Daruvala	For	For	Management
1.4	Elect Director David F. Denison	For	For	Management
1.5	Elect Director Richard L. George	For	For	Management
1.6	Elect Director Alice D. Laberge	For	For	Management
1.7	Elect Director Michael H. McCain	For	For	Management
1.8	Elect Director David I. McKay	For	For	Management
1.9	Elect Director Heather Munroe-Blum	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1.10	Elect Director J. Pedro Reinhard	For	For	Management
1.11	Elect Director Thomas A. Renyi	For	For	Management
1.12	Elect Director Edward Sonshine	For	For	Management
1.13	Elect Director Kathleen P. Taylor	For	For	Management
1.14	Elect Director Bridget A. van Kralingen	For	For	Management
1.15	Elect Director Victor L. Young	For	For	Management
2	Ratify Deloitte LLP as Auditors	For	For	Management
3	Advisory Vote on Executive Compensation Approach	For	For	Management
4	Fix Maximum Variable Compensation Ratio for Certain RBC Employees in the United Kingdom to Comply with New Regulatory Requirements	For	For	Management
5	SP 1: Adopt an Executive Compensation Policy that Makes Annual Use of the Pay Equity Ratio as a Yardstick for Setting Compensation	Against	Against	Shareholder
6	SP 2: Phase Out Stock Options as a Form of Compensation	Against	Against	Shareholder

ROYAL CARIBBEAN CRUISES LTD.

Ticker: RCL Security ID: V7780T103
 Meeting Date: MAY 28, 2015 Meeting Type: Annual
 Record Date: MAR 30, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director John F. Brock	For	For	Management
1b	Elect Director Richard D. Fain	For	For	Management
1c	Elect Director Ann S. Moore	For	For	Management
1d	Elect Director Eyal M. Ofer	For	For	Management
1e	Elect Director William K. Reilly	For	For	Management
1f	Elect Director Vagn O. Sorensen	For	For	Management
1g	Elect Director Donald Thompson	For	For	Management
1h	Elect Director Arne Alexander Wilhelmsen	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Approve Delisting of Shares from Stock Exchange	For	For	Management
4	Ratify Pricewaterhouse Coopers LLP as Auditors	For	For	Management
5	Report on Plans to Increase Board Diversity	Against	Against	Shareholder

SCHLUMBERGER LIMITED

Ticker: SLB Security ID: 806857108
 Meeting Date: APR 08, 2015 Meeting Type: Annual
 Record Date: FEB 11, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Peter L.S. Currie as Director	For	For	Management
1b	Elect K. Vaman Kamath as Director	For	For	Management
1c	Elect V. Maureen Kempston Darkes as Director	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1d	Elect Paal Kibsgaard as Director	For	For	Management
1e	Elect Nikolay Kudryavtsev as Director	For	For	Management
1f	Elect Michael E. Marks as Director	For	For	Management
1g	Elect Indra K. Nooyi as Director	For	For	Management
1h	Elect Lubna S. Olayan as Director	For	For	Management
1i	Elect Leo Rafael Reif as Director	For	For	Management
1j	Elect Tore I. Sandvold as Director	For	For	Management
1k	Elect Henri Seydoux as Director	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Adopt and Approve Financials and Dividends	For	For	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

SOUTHWEST AIRLINES CO.

Ticker: LUV Security ID: 844741108
 Meeting Date: MAY 13, 2015 Meeting Type: Annual
 Record Date: MAR 17, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director David W. Biegler	For	For	Management
1b	Elect Director J. Veronica Biggins	For	For	Management
1c	Elect Director Douglas H. Brooks	For	For	Management
1d	Elect Director William H. Cunningham	For	For	Management
1e	Elect Director John G. Denison	For	For	Management
1f	Elect Director Gary C. Kelly	For	For	Management
1g	Elect Director Nancy B. Loeffler	For	For	Management
1h	Elect Director John T. Montford	For	For	Management
1i	Elect Director Thomas M. Nealon	For	For	Management
1j	Elect Director Daniel D. Villanueva	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Ernst & Young LLP as Auditors	For	For	Management

ST. JUDE MEDICAL, INC.

Ticker: STJ Security ID: 790849103
 Meeting Date: MAY 07, 2015 Meeting Type: Annual
 Record Date: MAR 10, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director John W. Brown	For	For	Management
1b	Elect Director Daniel J. Starks	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Declassify the Board of Directors	For	For	Management
5	Ratify Ernst & Young LLP as Auditors	For	For	Management
6	Adopt Proxy Access Right	Against	For	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

SUNCOR ENERGY INC

Ticker: SU Security ID: 867224107
 Meeting Date: APR 30, 2015 Meeting Type: Annual
 Record Date: MAR 04, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mel E. Benson	For	For	Management
1.2	Elect Director Jacynthe Cote	For	For	Management
1.3	Elect Director Dominic D'Alessandro	For	For	Management
1.4	Elect Director W. Douglas Ford	For	For	Management
1.5	Elect Director John D. Gass	For	For	Management
1.6	Elect Director John R. Huff	For	For	Management
1.7	Elect Director Maureen McCaw	For	For	Management
1.8	Elect Director Michael W. O'Brien	For	For	Management
1.9	Elect Director James W. Simpson	For	For	Management
1.10	Elect Director Eira M. Thomas	For	For	Management
1.11	Elect Director Steven W. Williams	For	For	Management
1.12	Elect Director Michael M. Wilson	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Amend By-laws	For	For	Management
4	Approve Advance Notice Policy	For	For	Management
5	Advisory Vote on Executive Compensation Approach	For	For	Management

T. ROWE PRICE GROUP, INC.

Ticker: TROW Security ID: 74144T108
 Meeting Date: APR 23, 2015 Meeting Type: Annual
 Record Date: FEB 20, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Mark S. Bartlett	For	For	Management
1b	Elect Director Edward C. Bernard	For	For	Management
1c	Elect Director Mary K. Bush	For	For	Management
1d	Elect Director Donald B. Hebb, Jr.	For	For	Management
1e	Elect Director Freeman A. Hrabowski, III	For	For	Management
1f	Elect Director James A.C. Kennedy	For	For	Management
1g	Elect Director Robert F. MacLellan	For	For	Management
1h	Elect Director Brian C. Rogers	For	For	Management
1i	Elect Director Olympia J. Snowe	For	For	Management
1j	Elect Director Alfred Sommer	For	For	Management
1k	Elect Director Dwight S. Taylor	For	For	Management
1l	Elect Director Anne Marie Whittemore	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify KPMG LL as Auditors	For	For	Management

TEMPLETON DRAGON FUND, INC.

Ticker: TDF Security ID: 88018T101
 Meeting Date: MAY 28, 2015 Meeting Type: Annual
 Record Date: MAR 31, 2015

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ann Torre Bates	For	For	Management
1.2	Elect Director David W. Niemiec	For	For	Management
1.3	Elect Director Frank A. Olson	For	For	Management
1.4	Elect Director Robert E. Wade	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

THE GOLDMAN SACHS GROUP, INC.

Ticker: GS Security ID: 38141G104
 Meeting Date: MAY 21, 2015 Meeting Type: Annual
 Record Date: MAR 23, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Lloyd C. Blankfein	For	For	Management
1b	Elect Director M. Michele Burns	For	For	Management
1c	Elect Director Gary D. Cohn	For	For	Management
1d	Elect Director Mark Flaherty	For	For	Management
1e	Elect Director William W. George	For	For	Management
1f	Elect Director James A. Johnson	For	For	Management
1g	Elect Director Lakshmi N. Mittal	For	For	Management
1h	Elect Director Adebayo O. Ogunlesi	For	For	Management
1i	Elect Director Peter Oppenheimer	For	For	Management
1j	Elect Director Debora L. Spar	For	For	Management
1k	Elect Director Mark E. Tucker	For	For	Management
1l	Elect Director David A. Viniar	For	For	Management
1m	Elect Director Mark O. Winkelman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
5	Provide Vote Counting to Exclude Abstentions	Against	Against	Shareholder
6	Report on Certain Vesting Program	Against	For	Shareholder
7	Provide Right to Act by Written Consent	Against	For	Shareholder

THE MOSAIC COMPANY

Ticker: MOS Security ID: 61945C103
 Meeting Date: MAY 14, 2015 Meeting Type: Annual
 Record Date: MAR 18, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Nancy E. Cooper	For	For	Management
1b	Elect Director Gregory L. Ebel	For	For	Management
1c	Elect Director Denise C. Johnson	For	For	Management
1d	Elect Director Robert L. Lumpkins	For	For	Management
1e	Elect Director William T. Monahan	For	For	Management
1f	Elect Director James L. Popowich	For	For	Management
1g	Elect Director James T. Prokopanko	For	For	Management
1h	Elect Director Steven M. Seibert	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

 THE SOUTHERN COMPANY

Ticker: SO Security ID: 842587107
 Meeting Date: MAY 27, 2015 Meeting Type: Annual
 Record Date: MAR 30, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director Juanita Powell Baranco	For	For	Management
1b	Elect Director Jon A. Boscia	For	For	Management
1c	Elect Director Henry A. 'Hal' Clark, III	For	For	Management
1d	Elect Director Thomas A. Fanning	For	For	Management
1e	Elect Director David J. Grain	For	For	Management
1f	Elect Director Veronica M. Hagen	For	For	Management
1g	Elect Director Warren A. Hood, Jr.	For	For	Management
1h	Elect Director Linda P. Hudson	For	For	Management
1i	Elect Director Donald M. James	For	For	Management
1j	Elect Director John D. Johns	For	For	Management
1k	Elect Director Dale E. Klein	For	For	Management
1l	Elect Director William G. Smith, Jr.	For	For	Management
1m	Elect Director Steven R. Specker	For	For	Management
1n	Elect Director Larry D. Thompson	For	For	Management
1o	Elect Director E. Jenner Wood, III	For	Against	Management
2	Approve Outside Director Stock Awards	For	For	Management
3	Provide Right to Act by Written Consent	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
6	Adopt Proxy Access Right	Against	For	Shareholder
7	Adopt Quantitative GHG Goals for Operations	Against	For	Shareholder

 TOTAL SA

Ticker: FP Security ID: 89151E109
 Meeting Date: MAY 29, 2015 Meeting Type: Annual
 Record Date: APR 24, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Financial Statements and Statutory Reports	For	For	Management
2	Approve Consolidated Financial Statements and Statutory Reports	For	For	Management
3	Approve Allocation of Income and Dividends of EUR 2.44 per Share	For	For	Management
4	Approve Stock Dividend Program (Cash or New Shares)	For	For	Management
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
6	Reelect Patrick Artus as Director	For	For	Management
7	Reelect Anne-Marie Idrac as Director	For	For	Management
8	Elect Patrick Pouyanne as Director	For	For	Management
9	Approve Agreement with Patrick Pouyanne, CEO	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

10	Advisory Vote on Compensation of Thierry Desmarest, Chairman since Oct. 22, 2014	For	For	Management
11	Advisory Vote on Compensation of Patrick Pouyanne, CEO since Oct. 22, 2014	For	For	Management
12	Advisory Vote on Compensation of Christophe de Margerie, CEO and Chairman until Oct. 20, 2014	For	For	Management
13	Address the Matter of a Fair Sharing of Costs between Shareholders and Company Employees	Against	Against	Shareholder

TRINITY INDUSTRIES, INC.

Ticker: TRN Security ID: 896522109
Meeting Date: MAY 04, 2015 Meeting Type: Annual
Record Date: MAR 13, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John L. Adams	For	For	Management
1.2	Elect Director Rhys J. Best	For	For	Management
1.3	Elect Director David W. Biegler	For	For	Management
1.4	Elect Director Antonio Carrillo	For	For	Management
1.5	Elect Director Leldon E. Echols	For	For	Management
1.6	Elect Director Ronald J. Gafford	For	For	Management
1.7	Elect Director Adrian Lajous	For	For	Management
1.8	Elect Director Charles W. Matthews	For	For	Management
1.9	Elect Director Douglas L. Rock	For	For	Management
1.10	Elect Director Dunia A. Shive	For	For	Management
1.11	Elect Director Timothy R. Wallace	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Adjust Par Value of Common Stock	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Ratify Ernst & Young LLP as Auditors	For	For	Management

UNION PACIFIC CORPORATION

Ticker: UNP Security ID: 907818108
Meeting Date: MAY 14, 2015 Meeting Type: Annual
Record Date: MAR 13, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andrew H. Card, Jr.	For	For	Management
1.2	Elect Director Erroll B. Davis, Jr.	For	For	Management
1.3	Elect Director David B. Dillon	For	For	Management
1.4	Elect Director Lance M. Fritz	For	For	Management
1.5	Elect Director Judith Richards Hope	For	For	Management
1.6	Elect Director John J. Koraleski	For	For	Management
1.7	Elect Director Charles C. Krulak	For	For	Management
1.8	Elect Director Michael R. McCarthy	For	For	Management
1.9	Elect Director Michael W. McConnell	For	For	Management
1.10	Elect Director Thomas F. McLarty, III	For	For	Management
1.11	Elect Director Steven R. Rogel	For	For	Management

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

1.12	Elect Director Jose H. Villarreal	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Stock Retention/Holding Period	Against	For	Shareholder
5	Require Independent Board Chairman	Against	For	Shareholder

UNITED RENTALS, INC.

Ticker: URI Security ID: 911363109
 Meeting Date: MAY 06, 2015 Meeting Type: Annual
 Record Date: MAR 09, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jenne K. Britell	For	For	Management
1.2	Elect Director Jose B. Alvarez	For	For	Management
1.3	Elect Director Bobby J. Griffin	For	For	Management
1.4	Elect Director Michael J. Kneeland	For	For	Management
1.5	Elect Director Singleton B. McAllister	For	For	Management
1.6	Elect Director Brian D. McAuley	For	For	Management
1.7	Elect Director John S. McKinney	For	For	Management
1.8	Elect Director James H. Ozanne	For	For	Management
1.9	Elect Director Jason D. Papastavrou	For	For	Management
1.10	Elect Director Filippo Passerini	For	For	Management
1.11	Elect Director Donald C. Roof	For	For	Management
1.12	Elect Director Keith Wimbush	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102
 Meeting Date: JUN 01, 2015 Meeting Type: Annual
 Record Date: APR 02, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1a	Elect Director William C. Ballard, Jr.	For	For	Management
1b	Elect Director Edson Bueno	For	For	Management
1c	Elect Director Richard T. Burke	For	For	Management
1d	Elect Director Robert J. Darretta	For	For	Management
1e	Elect Director Stephen J. Hemsley	For	For	Management
1f	Elect Director Michele J. Hooper	For	For	Management
1g	Elect Director Rodger A. Lawson	For	For	Management
1h	Elect Director Glenn M. Renwick	For	For	Management
1i	Elect Director Kenneth I. Shine	For	For	Management
1j	Elect Director Gail R. Wilensky	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Change State of Incorporation from Minnesota to Delaware	For	For	Management
5	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
6	Require Independent Board Chairman	Against	Against	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

 VALERO ENERGY CORPORATION

Ticker: VLO Security ID: 91913Y100
 Meeting Date: APR 30, 2015 Meeting Type: Annual
 Record Date: MAR 03, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1a	Elect Director Jerry D. Choate	For	For	Management
1.1b	Elect Director Joseph W. Gorder	For	For	Management
1.1c	Elect Director Deborah P. Majoras	For	For	Management
1.1d	Elect Director Donald L. Nickles	For	For	Management
1.1e	Elect Director Philip J. Pfeiffer	For	For	Management
1.1f	Elect Director Robert A. Profusek	For	For	Management
1.1g	Elect Director Susan Kaufman Purcell	For	For	Management
1.1h	Elect Director Stephen M. Waters	For	For	Management
1.1i	Elect Director Randall J. Weisenburger	For	For	Management
1.1j	Elect Director Rayford Wilkins, Jr.	For	For	Management
2	Ratify KPMG LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Adopt Quantitative GHG Goals for Products and Operations	Against	For	Shareholder

 VERIZON COMMUNICATIONS INC.

Ticker: VZ Security ID: 92343V104
 Meeting Date: MAY 07, 2015 Meeting Type: Annual
 Record Date: MAR 09, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Shellye L. Archambeau	For	For	Management
1.2	Elect Director Mark T. Bertolini	For	For	Management
1.3	Elect Director Richard L. Carrion	For	For	Management
1.4	Elect Director Melanie L. Healey	For	For	Management
1.5	Elect Director M. Frances Keeth	For	For	Management
1.6	Elect Director Lowell C. McAdam	For	For	Management
1.7	Elect Director Donald T. Nicolaisen	For	For	Management
1.8	Elect Director Clarence Otis, Jr.	For	For	Management
1.9	Elect Director Rodney E. Slater	For	For	Management
1.10	Elect Director Kathryn A. Tesija	For	For	Management
1.11	Elect Director Gregory D. Wasson	For	For	Management
2	Ratify Ernst & Young LLP as Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Report on Net Neutrality	Against	For	Shareholder
5	Report on Indirect Political Contributions	Against	For	Shareholder
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
7	Stock Retention/Holding Period	Against	For	Shareholder
8	Provide Right to Act by Written Consent	Against	For	Shareholder

Edgar Filing: ZWEIG TOTAL RETURN FUND INC - Form N-PX

ZIMMER HOLDINGS, INC.

Ticker: ZMH Security ID: 98956P102

Meeting Date: MAY 05, 2015 Meeting Type: Annual

Record Date: MAR 06, 2015

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1a	Elect Director Christopher B. Begley	For	For	Management
1.1b	Elect Director Betsy J. Bernard	For	For	Management
1.1c	Elect Director Paul M. Bisaro	For	For	Management
1.1d	Elect Director Gail K. Boudreaux	For	For	Management
1.1e	Elect Director David C. Dvorak	For	For	Management
1.1f	Elect Director Michael J. Farrell	For	For	Management
1.1g	Elect Director Larry C. Glasscock	For	For	Management
1.1h	Elect Director Robert A. Hagemann	For	For	Management
1.1i	Elect Director Arthur J. Higgins	For	For	Management
1.1j	Elect Director Cecil B. Pickett	For	For	Management
2	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
3	Amend Deferred Compensation Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management

===== END NPX REPORT

SIGNATURES

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

(Registrant) The Zweig Total Return Fund, Inc.

By:

/s/ George R. Aylward

George R. Aylward, President

Date: August 12, 2015