

LAZARD GLOBAL TOTAL RETURN & INCOME FUND INC  
Form N-PX  
August 15, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF  
REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-21511  
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LAZARD GLOBAL TOTAL RETURN AND INCOME FUND, INC.

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(Exact name of registrant as specified in charter)

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

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(Address of principal executive offices) (Zip code)

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

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(Name and address of agent for service)

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

Date of fiscal year end: 12/31

Date of reporting period: July 1, 2010-June 30, 2011  
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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\* ICA File

Number: 811-21511 Reporting Period: 07/01/2010 - 06/30/2011 Lazard Global Total Return & Income Fund, Inc.

Note: Non-voting agenda items are displayed with a Management Recommendation (Mgt Rec) and Vote Cast of "None" ===== LAZARD GLOBAL TOTAL RETURN & INCOME FUND

===== Note: Non-voting agenda items are displayed with a Management Recommendation (Mgt Rec) and Vote Cast of "None" BANCO SANTANDER S.A. Ticker: STD Security ID: 05964H105 Meeting Date: JUN 17, 2011 Meeting Type: Annual Record Date: MAY 06, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1.A Accept Individual and Consolidated For For Management Financial Statements and Statutory Reports for FY 2010 1.B Approve Discharge of Directors for FY For For Management 2010 2 Approve Allocation of Income for FY For For Management 2010 3.A Reelect Ana Patricia Botin-Sanz de For For Management Sautuola y O'Shea as Director 3.B Reelect Rodrigo Echenique Gordillo as For For Management Director 3.C Reelect Lord Burns as Director For For Management 3.D Reelect Assicurazioni Generali S.p.A. For For Management as Director 4 Reelect Deloitte, S.L. as Auditors for For For Management FY 2011 5.A Amend Articles 8, 11, 15, 16 and 18 Re: For For Management Equity-Related 5.B Amend Several Articles of Bylaws For For Management 5.C Amend Article 62 and 69 of Bylaws For For Management 6.A Amend Preamble and Article 2 of General For For Management Meeting Regulations 6.B Amend Articles 4, 5 and 8 of General For For Management Meeting Regulations; Add Article 6 Bis to General Meeting Regulations 6.C Amend Article 12, 19, 21 and Additional For For Management Provision of General Meeting Regulations 7 Grant Board Authorization to Increase For For Management Capital 8.A Authorize Increase in Capital Charged For For Management to Voluntary Reserves for Bonus Issue; Amend Article 5 of Bylaws Accordingly; Approve Listing of Shares 8.B Authorize Increase in Capital Charged For For Management to Voluntary Reserves for Bonus Issue; Amend Article 5 of Bylaws Accordingly; Approve Listing of Shares 9.A Authorize to Issuance of Convertible For For Management and/or Exchangeable Debt Securities Including Warrants Without Preemptive Rights; Void Authorization Granted at 2010 AGM 9.B Authorize Issuance of Non Convertible For For Management Debt Securities Including Warrants 10.A Approve Sixth Cycle of Performance For For Management Share Plan 10.B Approve Second Cycle of Deferred and For For Management Conditional Share Plan 10.C Approve First Cycle of Deferred and For For Management Conditional Variable Remuneration Plan 10.D Approve Savings Plan for Santander UK For For Management plc Employees and Other Companies of Santander Group in UK 11 Authorize Board to Ratify and Execute For For Management Approved Resolutions 12 Advisory Vote on Remuneration Policy For For Management Report -----

BHP BILLITON LIMITED (FORMERLY BHP LTD.) Ticker: BHP Security ID: 088606108 Meeting Date: NOV 16, 2010 Meeting Type: Annual Record Date: SEP 17, 2010 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve the Financial Statements and For For Management Statutory Reports for the Financial Year Ended June 30, 2010 2 Elect John Buchanan as a Director of For For Management BHP Billiton Ltd and BHP Billiton Plc 3 Elect David Crawford as a Director of For For Management BHP Billiton Ltd and BHP Billiton Plc 4 Elect Keith Rumble as a Director of BHP For For Management Billiton Ltd and BHP Billiton Plc 5 Elect John Schubert as a Director of For For Management BHP Billiton Ltd and BHP Billiton Plc 6 Elect Jacques Nasser as a Director of For For Management BHP Billiton Ltd and BHP Billiton Plc 7 Elect Malcolm Broomhead as a Director For For Management of BHP Billiton Ltd and BHP Billiton Plc 8 Elect Carolyn Hewson as a Director of For For Management BHP Billiton Ltd and BHP Billiton Plc 9 Appoint KPMG Audit Plc as Auditors of For For Management BHP Billiton Plc 10 Authorize Issuance of Equity or For For Management Equity-Linked Securities with Preemptive Rights Up to an Amount of \$277.98 Million 11 Approve Issuance of Equity or For For Management Equity-Linked Securities without Preemptive Rights Up to an Aggregate Nominal Amount of \$55.78 Million 12 Approve the Repurchase of Up to 223.11 For For Management Million Shares in BHP Billiton Plc 13 Approve the Remuneration Report for the For For Management Fiscal Year Ended June 30, 2010 14 Approve the Amendments to the BHP For For Management Billiton Ltd Long Term Incentive Plan and to the BHP Billiton Plc Long Term Incentive Plan 15 Approve the Grant of Deferred Shares For For Management and Options Under the BHP Billiton Ltd Group Incentive Scheme and Performance Shares Under the BHP Billiton Ltd Long Term Incentive Plan to Marius Kloppers, Executive Director 16 Approve the Amendments to Constitution For For Management of BHP Billiton Ltd 17 Approve the Amendments to the Articles For For Management of Association of BHP Billiton Plc

----- BP PLC Ticker: BP. Security ID: 055622104 Meeting Date: APR 14, 2011 Meeting Type: Annual Record Date: MAR 31, 2011 # Proposal Mgt Rec Vote Cast

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Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Remuneration Report For For Management 3 Re-elect Paul Anderson as Director For For Management 4 Re-elect Antony Burgmans as Director For For Management 5 Re-elect Cynthia Carroll as Director For For Management 6 Re-elect Sir William Castell as For For Management Director 7 Re-elect Iain Conn as Director For For Management 8 Re-elect George David as Director For For Management 9 Re-elect Ian Davis as Director For For Management 10 Re-elect Robert Dudley as Director For For Management 11 Re-elect Dr Byron Grote as Director For For Management 12 Elect Frank Bowman as Director For For Management 13 Elect Brendan Nelson as Director For For Management 14 Elect Phuthuma Nhleko as Director For For Management 15 Re-elect Carl-Henric Svanberg as For For Management Director 16 Reappoint Ernst & Young LLP as Auditors For For Management and Authorise Their Remuneration 17 Authorise Market Purchase For For Management 18 Authorise Issue of Equity with For For Management Pre-emptive Rights 19 Authorise Issue of Equity without For For Management Pre-emptive Rights 20 Authorise the Company to Call EGM with For For Management Two Weeks' Notice 21 Authorise EU Political Donations and For For Management Expenditure 22 Amend ShareMatch Plan For For Management 23 Amend Sharesave UK Plan 2001 For For Management ----- BRITISH AMERICAN

TOBACCO PLC Ticker: BATS Security ID: 110448107 Meeting Date: APR 28, 2011 Meeting Type: Annual Record Date: MAR 17, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Remuneration Report For For Management 3 Approve Final Dividend For For Management 4 Reappoint PricewaterhouseCoopers LLP as For For Management Auditors 5 Authorise Board to Fix Remuneration of For For Management Auditors 6 Re-elect Richard Burrows as Director For For Management 7 Re-elect Karen de Segundo as Director For For Management 8 Re-elect Nicandro Durante as Director For For Management 9 Re-elect Robert Lerwill as Director For For Management 10 Re-elect Christine Morin-Postel as For For Management Director 11 Re-elect Gerry Murphy as Director For For Management 12 Re-elect Anthony Ruys as Director For For Management 13 Re-elect Sir Nicholas Scheele as For For Management Director 14 Re-elect Ben Stevens as Director For For Management 15 Elect John Daly as Director For For Management 16 Elect Kieran Poynter as Director For For Management 17 Authorise Issue of Equity with For For Management Pre-emptive Rights 18 Authorise Issue of Equity without For For Management Pre-emptive Rights 19 Authorise Market Purchase For For Management 20 Amend Long Term Incentive Plan For For Management 21 Authorise the Company to Call EGM with For For Management Two Weeks' Notice -----

CANON INC. Ticker: 7751 Security ID: 138006309 Meeting Date: MAR 30, 2011 Meeting Type: Annual Record Date: DEC 30, 2010 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Allocation of Income, with a For For Management Final Dividend of JPY 65 2.1 Elect Director Mitarai, Fujio For For Management 2.2 Elect Director Uchida, Tsuneji For For Management 2.3 Elect Director Tanaka, Toshizo For For Management 2.4 Elect Director Ikoma, Toshiaki For For Management 2.5 Elect Director Watanabe, Kunio For For Management 2.6 Elect Director Adachi, Yoroku For For Management 2.7 Elect Director Mitsuhashi, Yasuo For For Management 2.8 Elect Director Iwashita, Tomonori For For Management 2.9 Elect Director Osawa, Masahiro For For Management 2.10 Elect Director Matsumoto, Shigeyuki For For Management 2.11 Elect Director Shimizu, Katsuichi For For Management 2.12 Elect Director Banba, Ryoichi For For Management 2.13 Elect Director Honma, Toshio For For Management 2.14 Elect Director Nakaoka, Masaki For For Management 2.15 Elect Director Honda, Haruhisa For For Management 2.16 Elect Director Ozawa, Hideki For For Management 2.17 Elect Director Maeda, Masaya For For Management 2.18 Elect Director Tani, Yasuhiro For For Management 2.19 Elect Director Araki, Makoto For For Management 3 Appoint Statutory Auditor Oe, Tadashi For For Management 4 Approve Annual Bonus Payment to For For Management Directors 5 Approve Stock Option Plan For For Management -----

CISCO SYSTEMS, INC. Ticker: CSCO Security ID: 17275R102 Meeting Date: NOV 18, 2010 Meeting Type: Annual Record Date: SEP 20, 2010 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Carol A. Bartz For For Management 2 Elect Director M. Michele Burns For For Management 3 Elect Director Michael D. Capellas For For Management 4 Elect Director Larry R. Carter For For Management 5 Elect Director John T. Chambers For For Management 6 Elect Director Brian L. Halla For For Management 7 Elect Director John L. Hennessy For For Management 8 Elect Director Richard M. Kovacevich For For Management 9 Elect Director Roderick C. Mcgeary For For Management 10 Elect Director Michael K. Powell For For Management 11 Elect Director Arun Sarin For For Management 12 Elect Director Steven M. West For For Management 13 Elect Director Jerry Yang For For Management 14 Advisory Vote to Ratify Named Executive For

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For Management Officers' Compensation 15 Ratify Auditors For For Management 16 Amend Bylaws to Establish a Board Against Against Shareholder Committee on Environmental Sustainability 17 Report on Internet Fragmentation Against Against Shareholder 18 Adopt Policy Prohibiting Sale of Against Against Shareholder Products in China if they Contribute to Human Rights Abuses -----

CONOCOPHILLIPS Ticker: COP Security ID: 20825C104 Meeting Date: MAY 11, 2011 Meeting Type: Annual Record Date: MAR 14, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Richard L. Armitage For For Management 2 Elect Director Richard H. Auchinleck For For Management 3 Elect Director James E. Copeland, Jr. For For Management 4 Elect Director Kenneth M. Duberstein For For Management 5 Elect Director Ruth R. Harkin For For Management 6 Elect Director Harold W. McGraw III For For Management 7 Elect Director James J. Mulva For For Management 8 Elect Director Robert A. Niblock For For Management 9 Elect Director Harald J. Norvik For For Management 10 Elect Director William K. Reilly For For Management 11 Elect Director Victoria J. Tschinkel For For Management 12 Elect Director Kathryn C. Turner For For Management 13 Elect Director William E. Wade, Jr. For For Management 14 Ratify Auditors For For Management 15 Advisory Vote to Ratify Named Executive For Against Management Officers' Compensation 16 Advisory Vote on Say on Pay Frequency None One Year Management 17 Approve Omnibus Stock Plan For For Management 18 Amend EEO Policy to Prohibit Against For Shareholder Discrimination based on Gender Identity 19 Report on Political Contributions Against For Shareholder 20 Report on Lobbying Expenses Against For Shareholder 21 Report on Accident Risk Reduction Against Against Shareholder Efforts 22 Adopt Policy to Address Coastal Against Against Shareholder Louisiana Environmental Impacts 23 Adopt Quantitative GHG Goals for Against For Shareholder Products and Operations 24 Report on Financial Risks of Climate Against Against Shareholder Change 25 Report on Environmental Impact of Oil Against For Shareholder Sands Operations in Canada -----

CRH PLC Ticker: CRG Security ID: 12626K203 Meeting Date: MAY 04, 2011 Meeting Type: Annual Record Date: MAR 25, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Final Dividends For For Management 3 Approve Remuneration Report For For Management 4a Reelect Maeve Carton as a Director For For Management 4b Reelect Bill Egan as a Director For For Management 4c Reelect Utz-Hellmuth Felcht as a For For Management Director 4d Reelect Nicky Hartery as a Director For For Management 4e Reelect Jan de Jong as a Director For For Management 4f Reelect John Kennedy as a Director For For Management 4g Reelect Myles Lee as a Director For For Management 4h Reelect Albert Manifold as a Director For For Management 4i Reelect Kieran McGowan as a Director For For Management 4j Reelect Dan O'Connor as a Director For For Management 4k Reelect Liam O'Mahony as a Director For For Management 4l Reelect Mark Towe as a Director For For Management 5 Authorize Board to Fix Remuneration of For For Management Auditors 6 Authorize Issuance of Equity or For For Management Equity-Linked Securities without Preemptive Rights 7 Authorize Share Repurchase Program For For Management 8 Authorize Reissuance of Repurchased For For Management Shares 9 Authorise the Company to Call EGM with For For Management Two Weeks' Notice -----

DIAGEO PLC Ticker: DGE Security ID: 25243Q205 Meeting Date: OCT 14, 2010 Meeting Type: Annual Record Date: SEP 03, 2010 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Remuneration Report For For Management 3 Approve Final Dividend For For Management 4 Re-elect Peggy Bruzelius as Director For For Management 5 Re-elect Laurence Danon as Director For For Management 6 Re-elect Betsy Holden as Director For For Management 7 Re-elect Lord (Clive) Hollick of For For Management Notting Hill as Director 8 Re-elect Franz Humer as Director For For Management 9 Re-elect Philip Scott as Director For For Management 10 Re-elect Todd Stitzer as Director For For Management 11 Re-elect Paul Walker as Director For For Management 12 Re-elect Paul Walsh as Director For For Management 13 Elect Lord (Mervyn) Davies of Abersoch For For Management as Director 14 Elect Deirdre Mahlan as Director For For Management 15 Reappoint KPMG Audit plc as Auditors For For Management 16 Authorise Board to Fix Remuneration of For For Management Auditors 17 Authorise Issue of Equity with For For Management Pre-emptive Rights 18 Authorise Issue of Equity without For For Management Pre-emptive Rights 19 Authorise Market Purchase For For Management 20 Authorise EU Political Donations and For For Management Expenditure 21 Amend Diageo 2001 Share Incentive Plan For Against Management 22 Approve Diageo 2010 Sharesave Plan For For Management 23 Authorise the Company to Establish For For Management International Share Plans 24 Authorise the Company to Call EGM with For For Management Two Weeks' Notice -----

EMERSON

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ELECTRIC CO. Ticker: EMR Security ID: 291011104 Meeting Date: FEB 01, 2011 Meeting Type: Annual Record Date: NOV 23, 2010 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director D.N. Farr For For Management 1.2 Elect Director H. Green For For Management 1.3 Elect Director C.A. Peters For For Management 1.4 Elect Director J.W. Prueher For For Management 1.5 Elect Director R.L. Ridgway For For Management 2 Amend Omnibus Stock Plan For For Management 3 Approve Stock Option Plan For For Management 4 Ratify Auditors For For Management 5 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 6 Advisory Vote on Say on Pay Frequency Three One Year Management Years 7 Report on Sustainability Against For Shareholder

----- GDF SUEZ Ticker: GSZ Security ID: 36160B105 Meeting Date: MAY 02, 2011 Meeting Type: Annual/Special Record Date: MAR 30, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Financial Statements and For For Management Statutory Reports 2 Accept Consolidated Financial For For Management Statements and Statutory Reports 3 Approve Allocation of Income and For For Management Dividends of EUR 1.50 per Share 4 Approve Auditors' Special Report on For For Management Related-Party Transactions 5 Authorize Repurchase of Up to 10 For For Management Percent of Issued Share Capital 6 Reelect Albert Frere as Director For For Management 7 Reelect Edmond Alphandery as Director For For Management 8 Reelect Aldo Cardoso as Director For For Management 9 Reelect Rene Carron as Director For For Management 10 Reelect Thierry de Rudder as Director For For Management 11 Elect Francoise Malrieu as Director For For Management 12 Ratify Change of Registered Office to 1 For For Management place Samuel de Champlain, 92400 Courbevoie, and Amend Bylaws Accordingly 13 Approve Employee Stock Purchase Plan For For Management 14 Approve Stock Purchase Plan Reserved For For Management for International Employees 15 Authorize up to 0.5 Percent of Issued For For Management Capital for Use in Restricted Stock Plan 16 Authorize Filing of Required For For Management Documents/Other Formalities A Approve Dividends of EUR 0.83 per Share Against Against Shareholder

----- GLAXOSMITHKLINE PLC Ticker: GSK Security ID: 37733W105 Meeting Date: MAY 05, 2011 Meeting Type: Annual Record Date: MAR 08, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Remuneration Report For For Management 3 Elect Simon Dingemans as Director For For Management 4 Elect Stacey Cartwright as Director For For Management 5 Elect Judy Lewent as Director For For Management 6 Re-elect Sir Christopher Gent as For For Management Director 7 Re-elect Andrew Witty as Director For For Management 8 Re-elect Sir Roy Anderson as Director For For Management 9 Re-elect Dr Stephanie Burns as Director For For Management 10 Re-elect Larry Culp as Director For For Management 11 Re-elect Sir Crispin Davis as Director For For Management 12 Re-elect Sir Deryck Maughan as Director For For Management 13 Re-elect James Murdoch as Director For For Management 14 Re-elect Dr Daniel Podolsky as Director For For Management 15 Re-elect Dr Moncef Slaoui as Director For For Management 16 Re-elect Tom de Swaan as Director For For Management 17 Re-elect Sir Robert Wilson as Director For For Management 18 Reappoint PricewaterhouseCoopers LLP as For For Management Auditors 19 Authorise Audit Committee to Fix For For Management Remuneration of Auditors 20 Authorise EU Political Donations and For For Management Expenditure 21 Authorise Issue of Equity with For For Management Pre-emptive Rights 22 Authorise Issue of Equity without For For Management Pre-emptive Rights 23 Authorise Market Purchase For For Management 24 Approve the Exemption from Statement of For For Management the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports 25 Authorise the Company to Call EGM with For For Management Two Weeks' Notice

----- HALLIBURTON COMPANY Ticker: HAL Security ID: 406216101 Meeting Date: MAY 19, 2011 Meeting Type: Annual Record Date: MAR 21, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Alan M. Bennett For For Management 2 Elect Director James R. Boyd For For Management 3 Elect Director Milton Carroll For For Management 4 Elect Director Nance K. Dicciani For For Management 5 Elect Director S. Malcolm Gillis For For Management 6 Elect Director Abdallah S. Jum'ah For For Management 7 Elect Director David J. Lesar For For Management 8 Elect Director Robert A. Malone For For Management 9 Elect Director J Landis Martin For For Management 10 Elect Director Debra L. Reed For For Management 11 Ratify Auditors For For Management 12 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 13 Advisory Vote on Say on Pay Frequency One Year One Year Management 14 Review and Assess Human Rights Policies Against For Shareholder 15 Report on Political Contributions Against For Shareholder

----- HONEYWELL INTERNATIONAL INC. Ticker: HON Security ID: 438516106 Meeting Date: APR 25, 2011 Meeting Type: Annual

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Record Date: FEB 25, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Gordon M. Bethune For For Management 2 Elect Director Kevin Burke For For Management 3 Elect Director Jaime Chico Pardo For For Management 4 Elect Director David M. Cote For For Management 5 Elect Director D. Scott Davis For For Management 6 Elect Director Linnet F. Deily For For Management 7 Elect Director Judd Gregg For For Management 8 Elect Director Clive R. Hollick For For Management 9 Elect Director George Paz For For Management 10 Elect Director Bradley T. Sheares For For Management 11 Ratify Auditors For For Management 12 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 13 Advisory Vote on Say on Pay Frequency One Year One Year Management 14 Approve Omnibus Stock Plan For For Management 15 Amend Executive Incentive Bonus Plan For For Management 16 Provide Right to Act by Written Consent Against For Shareholder 17 Amend Articles/Bylaws/Charter -- Call Against For Shareholder Special Meetings

----- HSBC HOLDINGS PLC Ticker: HSBA Security ID: 404280406 Meeting Date: MAY 27, 2011 Meeting Type: Annual Record Date: APR 11, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Remuneration Report For For Management 3a Re-elect Safra Catz as Director For For Management 3b Elect Laura Cha as Director For For Management 3c Re-elect Marvin Cheung as Director For For Management 3d Re-elect John Coombe as Director For For Management 3e Re-elect Rona Fairhead as Director For For Management 3f Re-elect Douglas Flint as Director For For Management 3g Re-elect Alexander Flockhart as For For Management Director 3h Re-elect Stuart Gulliver as Director For For Management 3i Re-elect James Hughes-Hallett as For For Management Director 3j Re-elect William Laidlaw as Director For For Management 3k Re-elect Janis Lomax as Director For For Management 3l Elect Iain Mackay as Director For For Management 3m Re-elect Gwyn Morgan as Director For For Management 3n Re-elect Nagavara Murthy as Director For For Management 3o Re-elect Sir Simon Robertson as For For Management Director 3p Re-elect John Thornton as Director For For Management 3q Re-elect Sir Brian Williamson as For For Management Director 4 Reappoint KPMG Audit plc as Auditors For For Management and Authorise Their Remuneration 5 Authorise Issue of Equity with For For Management Pre-emptive Rights 6 Authorise Issue of Equity without For For Management Pre-emptive Rights 7 Approve Share Plan 2011 For For Management 8 Approve Fees Payable to Non-Executive For For Management Directors 9 Authorise the Company to Call EGM with For For Management Two Weeks' Notice

----- INTEL CORPORATION Ticker: INTC Security ID: 458140100 Meeting Date: MAY 19, 2011 Meeting Type: Annual Record Date: MAR 21, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Charlene Barshefsky For For Management 2 Elect Director Susan L. Decker For For Management 3 Elect Director John J. Donahoe For For Management 4 Elect Director Reed E. Hundt For For Management 5 Elect Director Paul S. Otellini For For Management 6 Elect Director James D. Plummer For For Management 7 Elect Director David S. Pottruck For For Management 8 Elect Director Jane E. Shaw For For Management 9 Elect Director Frank D. Yeary For For Management 10 Elect Director David B. Yoffie For For Management 11 Ratify Auditors For For Management 12 Amend Omnibus Stock Plan For For Management 13 Amend Qualified Employee Stock Purchase For For Management Plan 14 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 15 Advisory Vote on Say on Pay Frequency None One Year Management

----- INTERNATIONAL BUSINESS MACHINES CORPORATION Ticker: IBM Security ID: 459200101 Meeting Date: APR 26, 2011 Meeting Type: Annual Record Date: FEB 25, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director A. J. P. Belda For For Management 2 Elect Director W. R. Brody For For Management 3 Elect Director K. I. Chenault For For Management 4 Elect Director M. L. Eskew For For Management 5 Elect Director S. A. Jackson For For Management 6 Elect Director A. N. Liveris For For Management 7 Elect Director W. J. McNerney, Jr. For For Management 8 Elect Director J. W. Owens For For Management 9 Elect Director S. J. Palmisano For For Management 10 Elect Director J. E. Spero For For Management 11 Elect Director S. Taurel For For Management 12 Elect Director L. H. Zambrano For For Management 13 Ratify Auditors For For Management 14 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 15 Advisory Vote on Say on Pay Frequency Three One Year Management Years 16 Provide for Cumulative Voting Against For Shareholder 17 Report on Political Contributions Against Against Shareholder 18 Report on Lobbying Expenses Against Against Shareholder

----- JOHNSON & JOHNSON Ticker: JNJ Security ID: 478160104 Meeting Date: APR 28, 2011 Meeting Type: Annual Record Date: MAR 01, 2011 # Proposal Mgt Rec

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Vote Cast Sponsor 1 Elect Director Mary Sue Coleman For For Management 2 Elect Director James G. Cullen For For Management 3 Elect Director Ian E.L. Davis For For Management 4 Elect Director Michael M.e. Johns For For Management 5 Elect Director Susan L. Lindquist For For Management 6 Elect Director Anne M. Mulcahy For For Management 7 Elect Director Leo F. Mullin For For Management 8 Elect Director William D. Perez For For Management 9 Elect Director Charles Prince For For Management 10 Elect Director David Satcher For For Management 11 Elect Director William C. Weldon For For Management 12 Ratify Auditors For For Management 13 Advisory Vote to Ratify Named Executive For Against Management Officers' Compensation 14 Advisory Vote on Say on Pay Frequency One Year One Year Management 15 Adopt Policy to Restrain Pharmaceutical Against Against Shareholder Price Increases 16 Amend EEO Policy to Prohibit Against Against Shareholder Discrimination Based on Applicant's Health Status 17 Adopt Animal-Free Training Methods Against Against Shareholder

----- MERCK & CO., INC. Ticker: MRK Security ID: 58933Y105 Meeting Date: MAY 24, 2011 Meeting Type: Annual Record Date: MAR 25, 2011 # Proposal Mgt Rec

Vote Cast Sponsor 1 Elect Director Leslie A. Brun For For Management 2 Elect Director Thomas R. Cech For For Management 3 Elect Director Richard T. Clark For For Management 4 Elect Director Kenneth C. Frazier For For Management 5 Elect Director Thomas H. Glocer For For Management 6 Elect Director Steven F. Goldstone For For Management 7 Elect Director William B. Harrison, Jr. For For Management 8 Elect Director Harry R. Jacobson For For Management 9 Elect Director William N. Kelley For For Management 10 Elect Director C. Robert Kidder For For Management 11 Elect Director Rochelle B. Lazarus For For Management 12 Elect Director Carlos E. Represas For For Management 13 Elect Director Patricia F. Russo For For Management 14 Elect Director Thomas E. Shank For For Management 15 Elect Director Anne M. Tatlock For For Management 16 Elect Director Craig B. Thompson For For Management 17 Elect Director Wendell P. Weeks For For Management 18 Elect Director Peter C. Wendell For For Management 19 Ratify Auditors For For Management 20 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 21 Advisory Vote on Say on Pay Frequency Three One Year Management

Years ----- MICROSOFT CORPORATION Ticker: MSFT Security ID: 594918104 Meeting Date: NOV 16, 2010 Meeting Type: Annual Record Date: SEP 03, 2010 # Proposal Mgt Rec

Vote Cast Sponsor 1 Elect Director Steven A. Ballmer For For Management 2 Elect Director Dina Dublon For For Management 3 Elect Director William H. Gates III For For Management 4 Elect Director Raymond V. Gilmartin For For Management 5 Elect Director Reed Hastings For For Management 6 Elect Director Maria M. Klawe For For Management 7 Elect Director David F. Marquardt For For Management 8 Elect Director Charles H. Noski For For Management 9 Elect Director Helmut Panke For For Management 10 Ratify Auditors For For Management 11 Amend Bylaws to Establish a Board Against Against Shareholder Committee on Environmental Sustainability -----

MITSUBISHI UFJ FINANCIAL GROUP Ticker: 8306 Security ID: 606822104 Meeting Date: JUN 29, 2011 Meeting Type: Annual Record Date: MAR 30, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Allocation of Income, with a For For Management Final Dividend of JPY 6 2.1 Elect Director Okihara, Takamune For For Management 2.2 Elect Director Okauchi, Kinya For For Management 2.3 Elect Director Nagayasu, Katsunori For For Management 2.4 Elect Director Tanaka, Tatsuo For For Management 2.5 Elect Director Hirano, Nobuyuki For For Management 2.6 Elect Director Yuuki, Taihei For For Management 2.7 Elect Director Hamakawa, Ichiro For For Management 2.8 Elect Director Hasegawa, Masao For For Management 2.9 Elect Director Toyoizumi, Toshiro For For Management 2.10 Elect Director Teraoka, Shunsuke For For Management 2.11 Elect Director Wakabayashi, Tatsuo For For Management 2.12 Elect Director Oyamada, Takashi For For Management 2.13 Elect Director Noguchi, Hiroyuki For For Management 2.14 Elect Director Araki, Ryuuji For For Management 2.15 Elect Director Watanabe, Kazuhiro For For Management 2.16 Elect Director Otoshi, Takuma For For Management 3 Appoint Statutory Auditor Nemoto, For For Management Takehiko

----- NOMURA HOLDINGS INC. Ticker: 8604 Security ID: 65535H208 Meeting Date: JUN 28, 2011 Meeting Type: Annual Record Date: MAR 30, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Watanabe, Kenichi For For Management 1.2 Elect Director Shibata, Takumi For For Management 1.3 Elect Director Itatani, Masanori For For Management 1.4 Elect Director Nishimatsu, Masanori For For Management 1.5 Elect Director Tsuji, Haruo For For Management 1.6 Elect Director Fujinuma, Tsuguoki For For Management 1.7 Elect Director Sakane, Masahiro For For Management 1.8 Elect Director Colin Marshall For For Management 1.9 Elect Director Clara Furse For For Management 1.10 Elect Director Koga, Nobuyuki For For Management 1.11 Elect Director David Benson For For Management 1.12 Elect Director Kusakari,

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Takao For For Management 1.13 Elect Director Kanemoto, Toshinori For For Management 1.14 Elect Director Michael Lim Choo san For For Management 2 Amend Articles To Amend Business Lines For For Management - Amend Provisions on Preferred Shares -----

NOVARTIS AG Ticker: NOVN Security ID: 66987V109 Meeting Date: FEB 22, 2011 Meeting Type: Annual Record Date: JAN 25, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve Discharge of Board and Senior For For Management Management 3 Approve Allocation of Income and For For Management Dividends of CHF 2.20 per Share 4 Approve Remuneration System For For Management 5a Reelect Ann Fudge as Director For For Management 5b Reelect Pierre Landolt as Director For For Management 5c Reelect Ulrich Lehner as Director For For Management 5d Elect Enrico Vanni as Director For For Management 6 Ratify PricewaterhouseCoopers AG as For For Management Auditors 7 Additional And/or Counter-proposals For Against Management Presented At The Meeting

----- NOVARTIS AG Ticker: NOVN Security ID: 66987V109 Meeting Date: APR 08, 2011 Meeting Type: Special Record Date: FEB 25, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Approve Merger Agreement with Alcon For For Management Inc. 1.2 Approve Creation of CHF 54 Million Pool For For Management of Authorized Capital in Connection with Merger Agreement with Alcon Inc. 2 Additional And/or Counter-proposals For Against Management Presented At The Meeting

----- ORACLE CORPORATION Ticker: ORCL Security ID: 68389X105 Meeting Date: OCT 06, 2010 Meeting Type: Annual Record Date: AUG 09, 2010 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Jeffrey S. Berg For For Management 1.2 Elect Director H. Raymond Bingham For For Management 1.3 Elect Director Michael J. Boskin For For Management 1.4 Elect Director Safra A. Catz For For Management 1.5 Elect Director Bruce R. Chizen For For 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 Donald L. Lucas For For Management 1.12 Elect Director Naomi O. Seligman For For Management 2 Approve Executive Incentive Bonus Plan For For Management 3 Amend Omnibus Stock Plan For For Management 4 Ratify Auditors For For Management 5 Establish Board Committee on Against Against Shareholder Sustainability 6 Require a Majority Vote for the Against For Shareholder Election of Directors 7 Stock Retention/Holding Period Against Against Shareholder

----- PEPSICO, INC. Ticker: PEP Security ID: 713448108 Meeting Date: MAY 04, 2011 Meeting Type: Annual Record Date: MAR 04, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director S.L. Brown For For Management 2 Elect Director I.M. Cook For For Management 3 Elect Director D. Dublon For For Management 4 Elect Director V.J. Dzau For For Management 5 Elect Director R.L. Hunt For For Management 6 Elect Director A. Iburguen For For Management 7 Elect Director A.C. Martinez For For Management 8 Elect Director I.K. Nooyi For For Management 9 Elect Director S.P. Rockefeller For For Management 10 Elect Director J.J. Schiro For For Management 11 Elect Director L.G. Trotter For For Management 12 Elect Director D. Vasella For For Management 13 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 14 Advisory Vote on Say on Pay Frequency Three One Year Management Years 15 Ratify Auditors For For Management 16 Adopt Majority Voting for Uncontested For For Management Election of Directors 17 Amend Articles/Bylaws/Charter -- Call Against For Shareholder Special Meetings 18 Report on Political Contributions Against For Shareholder

----- PFIZER INC. Ticker: PFE Security ID: 717081103 Meeting Date: APR 28, 2011 Meeting Type: Annual Record Date: MAR 01, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Dennis A. Ausiello For For Management 2 Elect Director Michael S. Brown For For Management 3 Elect Director M. Anthony Burns For For Management 4 Elect Director W. Don Cornwell For For Management 5 Elect Director Frances D. Fergusson For For Management 6 Elect Director William H. Gray III For For Management 7 Elect Director Constance J. Horner For For Management 8 Elect Director James M. Kilts For For Management 9 Elect Director George A. Lorch For For Management 10 Elect Director John P. Mascotte For For Management 11 Elect Director Suzanne Nora Johnson For For Management 12 Elect Director Ian C. Read For For Management 13 Elect Director Stephen W. Sanger For For Management 14 Ratify Auditors For For Management 15 Advisory Vote to Ratify Named Executive For Against Management Officers' Compensation 16 Advisory Vote on Say on Pay Frequency Two Years One Year Management 17 Publish Political Contributions Against Against



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Shareholder 18 Report on Public Policy Advocacy Against Against Shareholder Process 19 Adopt Policy to Restrain Pharmaceutical Against Against Shareholder Price Increases 20 Provide Right to Act by Written Consent Against For Shareholder 21 Amend Articles/Bylaws/Charter -- Call Against For Shareholder Special Meetings 22 Report on Animal Testing and Plans for Against Against Shareholder Reduction

----- SANOFI AVENTIS Ticker: SAN Security ID: 80105N105 Meeting Date: MAY 06, 2011 Meeting Type: Annual/Special Record Date: MAR 28, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Financial Statements and For For Management Statutory Reports 2 Accept Consolidated Financial For For Management Statements and Statutory Reports 3 Approve Allocation of Income and For For Management Dividends of EUR 2.5 per Share 4 Approve Auditors' Special Report on For For Management Related-Party Transactions 5 Approve Remuneration of Directors in For For Management the Aggregate Amount of EUR 1.5 Million 6 Ratify Appointment of Carole Pivnic as For For Management Director 7 Elect Suet Fern Lee as Director For For Management 8 Reelect Thierry Desmarest as Director For For Management 9 Reelect Igor Landau as Director For For Management 10 Reelect Gerard Van Kemmel as Director For For Management 11 Reelect Serge Weinberg as Director For For Management 12 Renew Appointment of For For Management PricewaterhouseCoopers Audit as Auditor 13 Appoint Yves Nicolas as Alternate For For Management Auditor 14 Authorize Repurchase of Up to 10 For For Management Percent of Issued Share Capital 15 Authorize Issuance of Equity or For For Management Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 1.3 Billion 16 Authorize Issuance of Equity or For Against Management Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 520 Million 17 Authorize Capital Increase of up to 10 For For Management Percent of Issued Capital for Future Acquisitions 18 Authorize Board to Increase Capital in For For Management the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above 19 Authorize Capitalization of Reserves of For For Management up to EUR 500 Million for Bonus Issue or Increase in Par Value 20 Approve Employee Stock Purchase Plan For For Management 21 Authorize up to 1 Percent of Issued For Against Management Capital for Use in Stock Option Plan 22 Approve Reduction in Share Capital via For For Management Cancellation of Repurchased Shares 23 Amend Article 11 of Bylaws Re: Board For For Management Size 24 Amend Article 12 of Bylaws Re: Vice For For Management Chairman Age Limit 25 Amend Article 19 of Bylaws to Comply For For Management with New Legislation Re: Shareholder Rights 26 Change Company Name to Sanofi and Amend For For Management Article 2 of Bylaws Accordingly 27 Authorize Filing of Required For For Management Documents/Other Formalities

----- SAP AG Ticker: SAP Security ID: 803054204 Meeting Date: MAY 25, 2011 Meeting Type: Annual Record Date: APR 06, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Receive Financial Statements and None None Management Statutory Reports for Fiscal 2010 (Non-Voting) 2 Approve Allocation of Income and For For Management Dividends of EUR 0.60 per Share 3 Approve Discharge of Management Board For For Management for Fiscal 2010 4 Approve Discharge of Supervisory Board For For Management for Fiscal 2010 5 Ratify KPMG AG as Auditors for Fiscal For For Management 2011 6 Approve Cancellation of Pool of For For Management Conditional Capital and Amend Articles to Reflect Changes in Capital 7 Approve Issuance of Warrants/Bonds with For For Management Warrants Attached/Convertible Bonds with Partial Exclusion of Preemptive Rights up to Aggregate Nominal Amount of EUR 7.5 Billion; Approve Creation of EUR 100 Million Pool of Capital to Guarantee Conversion Rights 8 Approve Affiliation Agreement with SAP For For Management Sechste Beteiligungs- und Vermoegensverwaltungs GmbH

----- SUMITOMO MITSUI FINANCIAL GROUP, INC. Ticker: 8316 Security ID: 86562M209 Meeting Date: JUN 29, 2011 Meeting Type: Annual Record Date: MAR 31, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Allocation of Income, with a For For Management Final Dividend of JPY 50 for Ordinary Shares 2.1 Elect Director Oku, Masayuki For For Management 2.2 Elect Director Kunibe, Takeshi For For Management 2.3 Elect Director Kubo, Tetsuya For For Management 2.4 Elect Director Nakanishi, Satoru For For Management 2.5 Elect Director Jyono, Kazuya For For Management 2.6 Elect Director Danno, Koichi For For Management 2.7 Elect Director Ito, Yujiro For For Management 2.8 Elect Director Fuchizaki, Masahiro For For Management 2.9 Elect Director Iwamoto, Shigeru For For Management 2.10 Elect Director Nomura, Kuniaki For For Management 3.1 Appoint Statutory Auditor Mizoguchi, For For Management Jun 3.2 Appoint Statutory Auditor Kawaguchi, For For Management Shin

----- THE BANK OF NEW YORK MELLON CORPORATION Ticker: BK Security ID: 064058100 Meeting Date: APR 12, 2011 Meeting Type: Annual Record

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Date: FEB 11, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Ruth E. Bruch For For Management 2 Elect Director Nicholas M. Donofrio For For Management 3 Elect Director Gerald L. Hassell For For Management 4 Elect Director Edmund F. Kelly For For Management 5 Elect Director Robert P. Kelly For For Management 6 Elect Director Richard J. Kogan For For Management 7 Elect Director Michael J. Kowalski For For Management 8 Elect Director John A. Luke, Jr. For For Management 9 Elect Director Mark A. Nordenberg For For Management 10 Elect Director Catherine A. Rein For For Management 11 Elect Director William C. Richardson For For Management 12 Elect Director Samuel C. Scott III For For Management 13 Elect Director John P. Surma For For Management 14 Elect Director Wesley W. von Schack For For Management 15 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 16 Advisory Vote on Say on Pay Frequency One Year One Year Management 17 Amend Omnibus Stock Plan For For Management 18 Amend Executive Incentive Bonus Plan For For Management 19 Ratify Auditors For For Management 20 Provide for Cumulative Voting Against For Shareholder

----- THE HOME DEPOT, INC. Ticker: HD Security ID: 437076102 Meeting Date: JUN 02, 2011 Meeting Type: Annual Record Date: APR 04, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director F. Duane Ackerman For For Management 2 Elect Director Francis S. Blake For For Management 3 Elect Director Ari Bousbib For For Management 4 Elect Director Gregory D. Brenneman For For Management 5 Elect Director J. Frank Brown For For Management 6 Elect Director Albert P. Carey For For Management 7 Elect Director Armando Codina For For Management 8 Elect Director Bonnie G. Hill For For Management 9 Elect Director Karen L. Katen For For Management 10 Elect Director Ronald L. Sargent For For Management 11 Ratify Auditors For For Management 12 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 13 Advisory Vote on Say on Pay Frequency One Year One Year Management 14 Provide Right to Act by Written Consent For For Management 15 Restore or Provide for Cumulative Against For Shareholder Voting 16 Amend Articles/Bylaws/Charter -- Call Against For Shareholder Special Meetings 17 Prepare Employment Diversity Report Against For Shareholder 18 Adopt Proxy Statement Reporting on Against Against Shareholder Political Contributions and Advisory Vote

----- TOTAL SA Ticker: FP Security ID: 89151E109 Meeting Date: MAY 13, 2011 Meeting Type: Annual/Special Record Date: APR 05, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Financial Statements and For For Management Statutory Reports 2 Accept Consolidated Financial For For Management Statements and Statutory Reports 3 Approve Allocation of Income and For For Management Dividends of EUR 2.28 per Share 4 Approve Auditors' Special Report on For For Management Related-Party Transactions 5 Authorize Repurchase of Up to 10 For For Management Percent of Issued Share Capital 6 Reelect Patricia Barbizet as Director For For Management 7 Reelect Paul Desmarais Jr. as Director For Against Management 8 Reelect Claude Mandil as Director For For Management 9 Elect Marie-Christine Coisne as For For Management Director 10 Elect Barbara Kux as Director For For Management 11 Authorize up to 0.8 Percent of Issued For For Management Capital for Use in Restricted Stock Plan A Amend Article 9 of Bylaws Re: Share Against Against Shareholder Ownership Disclosure Threshold Publication

----- UBS AG Ticker: UBSN Security ID: H89231338 Meeting Date: APR 28, 2011 Meeting Type: Annual Record Date: APR 21, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Accept Financial Statements and For Did Not Vote Management Statutory Reports 1.2 Approve Remuneration Report For Did Not Vote Management 2 Approve Allocation of Income and For Did Not Vote Management Omission of Dividends 3 Approve Discharge of Board and Senior For Did Not Vote Management Management 4.1a Reelect Kaspar Villiger as Director For Did Not Vote Management 4.1b Reelect Michel Demare as Director For Did Not Vote Management 4.1c Reelect David Sidwell as Director For Did Not Vote Management 4.1d Reelect Rainer-Marc Frey as Director For Did Not Vote Management 4.1e Reelect Bruno Gehrig as Director For Did Not Vote Management 4.1f Reelect Ann Godbehere as Director For Did Not Vote Management 4.1g Reelect Axel Lehmann as Director For Did Not Vote Management 4.1h Reelect Wolfgang Mayrhuber as Director For Did Not Vote Management 4.1i Reelect Helmut Panke as Director For Did Not Vote Management 4.1j Reelect William Parrett as Director For Did Not Vote Management 4.2 Elect Joseph Yam as Director For Did Not Vote Management 4.3 Ratify Ernst & Young AG as Auditors For Did Not Vote Management

----- UNILEVER PLC Ticker: ULVR Security ID: 904767704 Meeting Date: MAY 11, 2011 Meeting Type: Annual Record Date: MAR 21, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Approve

Remuneration Report For For Management 3 Re-elect Paul Polman as Director For For Management 4 Re-elect Jean-Marc Huet as Director For For Management 5 Re-elect Louise Fresco as Director For For Management 6 Re-elect Ann Fudge as Director For For Management 7 Re-elect Charles Golden as Director For For Management 8 Re-elect Byron Grote as Director For For Management 9 Re-elect Hixonia Nyasulu as Director For For Management 10 Re-elect Sir Malcolm Rifkind as For For Management Director 11 Re-elect Kees Storm as Director For For Management 12 Re-elect Michael Treschow as Director For For Management 13 Re-elect Paul Walsh as Director For For Management 14 Elect Sunil Bharti Mittal as Director For For Management 15 Reappoint PricewaterhouseCoopers LLP as For For Management Auditors 16 Authorise Board to Fix Remuneration of For For Management Auditors 17 Authorise Issue of Equity with For For Management Pre-emptive Rights 18 Authorise Issue of Equity without For For Management Pre-emptive Rights 19 Authorise Market Purchase For For Management 20 Authorise EU Political Donations and For For Management Expenditure 21 Authorise the Company to Call EGM with For For Management Two Weeks' Notice 22 Amend Articles of Association For For Management

----- UNITED TECHNOLOGIES CORPORATION

Ticker: UTX Security ID: 913017109 Meeting Date: APR 13, 2011 Meeting Type: Annual Record Date: FEB 15, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Louis R. Chenevert For For Management 2 Elect Director John V. Faraci For For Management 3 Elect Director Jean-Pierre Garnier For For Management 4 Elect Director Jamie S. Gorelick For For Management 5 Elect Director Edward A. Kangas For For Management 6 Elect Director Ellen J. Kullman For For Management 7 Elect Director Charles R. Lee For For Management 8 Elect Director Richard D. McCormick For For Management 9 Elect Director Harold McGraw III For For Management 10 Elect Director Richard B. Myers For For Management 11 Elect Director H. Patrick Swygert For For Management 12 Elect Director Andre Villeneuve For For Management 13 Elect Director Christine Todd Whitman For For Management 14 Ratify Auditors For For Management 15 Amend Omnibus Stock Plan For For Management 16 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 17 Advisory Vote on Say on Pay Frequency None One Year Management 18 Stock Retention/Holding Period Against For Shareholder

----- VODAFONE GROUP PLC Ticker: VOD Security

ID: 92857W209 Meeting Date: JUL 27, 2010 Meeting Type: Annual Record Date: JUN 04, 2010 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Re-elect Sir John Bond as Director For For Management 3 Re-elect John Buchanan as Director For For Management 4 Re-elect Vittorio Colao as Director For For Management 5 Re-elect Michel Combes as Director For For Management 6 Re-elect Andy Halford as Director For For Management 7 Re-elect Stephen Pusey as Director For For Management 8 Re-elect Alan Jebson as Director For For Management 9 Re-elect Samuel Jonah as Director For For Management 10 Re-elect Nick Land as Director For For Management 11 Re-elect Anne Lauvergeon as Director For For Management 12 Re-elect Luc Vandeveld as Director For For Management 13 Re-elect Anthony Watson as Director For For Management 14 Re-elect Philip Yea as Director For For Management 15 Approve Final Dividend For For Management 16 Approve Remuneration Report For For Management 17 Reappoint Deloitte LLP as Auditors For For Management 18 Authorise Audit Committee to Fix For For Management Remuneration of Auditors 19 Authorise Issue of Equity with For For Management Pre-emptive Rights 20 Authorise Issue of Equity without For For Management Pre-emptive Rights 21 Authorise Market Purchase For For Management 22 Adopt New Articles of Association For For Management 23 Authorise the Company to Call EGM with For For Management Two Weeks' Notice 24 Approve Share Incentive Plan For For Management

----- WAL-MART STORES, INC. Ticker: WMT Security ID: 931142103 Meeting Date: JUN 03, 2011 Meeting Type: Annual Record Date: APR 06, 2011 # Proposal Mgt Rec Vote Cast Sponsor 1 Elect Director Aida M. Alvarez For For Management 2 Elect Director James W. Breyer For For Management 3 Elect Director M. Michele Burns For For Management 4 Elect Director James I. Cash, Jr. For For Management 5 Elect Director Roger C. Corbett For For Management 6 Elect Director Douglas N. Daft For For Management 7 Elect Director Michael T. Duke For For Management 8 Elect Director Gregory B. Penner For For Management 9 Elect Director Steven S Reinemund For For Management 10 Elect Director H. Lee Scott, Jr. For For Management 11 Elect Director Arne M. Sorenson For For Management 12 Elect Director Jim C. Walton For For Management 13 Elect Director S. Robson Walton For For Management 14 Elect Director Christopher J. Williams For For Management 15 Elect Director Linda S. Wolf For For Management 16 Ratify Auditors For For Management 17 Advisory Vote to Ratify Named Executive For For Management Officers' Compensation 18 Advisory Vote on Say on Pay Frequency One Year One Year Management 19 Amend EEO Policy

to Prohibit Against For Shareholder Discrimination based on Gender Identity 20 Report on Political Contributions  
Against For Shareholder 21 Amend Articles/Bylaws/Charter -- Call Against For Shareholder Special Meetings 22  
Require Suppliers to Produce Against Against Shareholder Sustainability Reports 23 Report on Climate Change  
Business Risks Against Against Shareholder ===== END NPX REPORT

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SIGNATURES

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

LAZARD GLOBAL TOTAL RETURN AND INCOME FUND, INC.

By: /s/ Charles Carroll

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Charles Carroll

Chief Executive Officer

Date: August 15, 2011

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

By: /s/ Charles Carroll

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Charles Carroll

Chief Executive Officer

Date: August 15, 2011

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