

BLUE CHIP VALUE FUND INC  
Form N-PX  
August 26, 2009

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT  
INVESTMENT COMPANY

Investment Company Act file number 811-05003  
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BLUE CHIP VALUE FUND, INC.  
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(Exact name of registrant as specified in charter)

1225 Seventeenth Street, 26th Floor  
Denver, CO 80202  
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(Address of principal executive offices) (Zip code)

Michael P. Malloy, Drinker Biddle & Reath LLP, One Logan Square,  
18th & Cherry Streets, Philadelphia, PA 19103  
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(Name and address of agent for service)

Registrant's telephone number, including area code: 800-624-4190  
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Date of fiscal year end: December 31  
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Date of reporting period: July 1, 2008 - June 30, 2009  
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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-05003  
Reporting Period: 07/01/2008 - 06/30/2009  
Blue Chip Value Fund, Inc.

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===== BLUE CHIP VALUE FUND =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100  
 Meeting Date: APR 24, 2009 Meeting Type: Annual  
 Record Date: FEB 25, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R.J. Alpern	For	For	Management
1.2	Elect Director R.S. Austin	For	For	Management
1.3	Elect Director W.M. Daley	For	For	Management
1.4	Elect Director W.J. Farrell	For	For	Management
1.5	Elect Director H.L. Fuller	For	For	Management
1.6	Elect Director W.A. Osborn	For	For	Management
1.7	Elect Director D.A.L. Owen	For	For	Management
1.8	Elect Director W.A. Reynolds	For	For	Management
1.9	Elect Director R.S. Roberts	For	For	Management
1.10	Elect Director S.C. Scott, III	For	For	Management
1.11	Elect Director W.D. Smithburg	For	For	Management
1.12	Elect Director G.F. Tilton	For	For	Management
1.13	Elect Director M.D. White	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Animal Testing	Against	Against	Shareholder
6	Adopt Principles for Health Care Reform	Against	Against	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

ACE LTD.

Ticker: ACE Security ID: G0070K103  
 Meeting Date: JUL 14, 2008 Meeting Type: Annual  
 Record Date: MAY 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	ELECTION OF DIRECTOR: MICHAEL G. ATIEH TO TERM EXPIRING IN 2009.	For	For	Management
2	ELECTION OF DIRECTOR: MARY A. CIRILLO TO TERM EXPIRING IN 2009.	For	For	Management
3	ELECTION OF DIRECTOR: BRUCE L. CROCKETT TO TERM EXPIRING IN 2009.	For	For	Management
4	ELECTION OF DIRECTOR: THOMAS J. NEFF TO TERM EXPIRING IN 2009.	For	For	Management
5	ELECTION OF DIRECTOR: GARY M. STUART TO	For	For	Management

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	TERM EXPIRING IN 2009.			
6	ELECTION OF DIRECTOR: ROBERT M. HERNANDEZ TO TERM EXPIRING IN 2010.	For	For	Management
7	ELECTION OF DIRECTOR: PETER MENIKOFF TO TERM EXPIRING IN 2010.	For	For	Management
8	ELECTION OF DIRECTOR: ROBERT RIPP TO TERM EXPIRING IN 2010.	For	For	Management
9	ELECTION OF DIRECTOR: DERMOT F. SMURFIT TO TERM EXPIRING IN 2010.	For	For	Management
10	ELECTION OF DIRECTOR: EVAN G. GREENBERG TO TERM EXPIRING IN	For	For	Management
11	ELECTION OF DIRECTOR: JOHN A. KROL TO TERM EXPIRING IN 2011.	For	For	Management
12	ELECTION OF DIRECTOR: LEO F. MULLIN TO TERM EXPIRING IN 2011.	For	For	Management
13	ELECTION OF DIRECTOR: OLIVIER STEIMER TO TERM EXPIRING IN 2011.	For	For	Management
14	APPROVAL OF THE AMENDMENT (THE DE-REGISTRATION AMENDMENT ) TO THE COMPANYS MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION TO PERMIT THE DEREGISTRATION OF THE COMPANY FROM THE CAYMAN ISLANDS	For	For	Management
15	APPROVAL OF THE AMENDMENT (THE FINANCIAL STATEMENT AMENDMENT ) TO THE COMPANYS ARTICLES OF ASSOCIATION TO REQUIRE THE COMPANY TO PREPARE AND PROVIDE TO SHAREHOLDERS NOT LESS THAN ANNUALLY AN UNCONSOLIDATED BALANCE SHEET OF THE COMPANY	For	For	Management
16	APPROVAL OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION WHICH WILL HAVE THE EFFECT OF INCREASING THE PAR VALUE OF THE ORDINARY SHARES FROM \$0.041666667 TO AN AMOUNT IN SWISS FRANCS EQUAL TO \$11,000,000,000 DIVIDED BY THE NUMBER OF OUR ORDINARY SHARES	For	For	Management
17	APPROVAL OF THE COMPANYS DE-REGISTRATION FROM THE CAYMAN ISLANDS AND CONTINUATION IN SWITZERLAND (THE CONTINUATION )	For	For	Management
18	APPROVAL OF THE NAME OF THE COMPANY	For	For	Management
19	APPROVAL OF THE CHANGE OF THE PURPOSE OF THE COMPANY	For	For	Management
20	APPROVAL OF THE REARRANGEMENT OF THE COMPANYS EXISTING SHARE CAPITAL	For	For	Management
21	APPROVAL OF THE COMPANY S ARTICLES OF ASSOCIATION	For	For	Management
22	CONFIRMATION OF SWISS LAW AS THE AUTHORITATIVE LEGISLATION GOVERNING THE COMPANY	For	For	Management
23	CONFIRMATION OF THE PRINCIPAL PLACE OF BUSINESS OF THE COMPANY AS ZURICH, SWITZERLAND	For	For	Management
24	RATIFY AUDITORS	For	For	Management
25	APPROVAL OF THE COMPANYS 2004 LONG-TERM INCENTIVE PLAN AS AMENDED THROUGH THE FOURTH AMENDMENT	For	For	Management
26	RATIFY AUDITORS	For	For	Management
27	APPROVAL OF PAYMENT OF A DIVIDEND THROUGH A REDUCTION OF THE PAR VALUE OF OUR SHARES IN AN AMOUNT EQUAL TO THE	For	For	Management

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SWISS FRANC EQUIVALENT OF \$0.87,  
CONVERTED INTO SWISS FRANCS

ACE LTD.

Ticker: ACE Security ID: H0023R105  
Meeting Date: MAY 20, 2009 Meeting Type: Annual  
Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Election Of Director: Michael G. Atieh	For	Against	Management
2	Election Of Director: Mary A. Cirillo	For	For	Management
3	Election Of Director: Bruce L. Crockett	For	Against	Management
4	Election Of Director: Thomas J. Neff	For	Against	Management
5	Approval Of The Annual Report	For	For	Management
6	Approval Of The Statutory Financial Statements Of Ace Limited	For	For	Management
7	Approval Of The Consolidated Financial Statements	For	For	Management
8	Allocation Of Disposable Profit	For	For	Management
9	Discharge Of The Board Of Directors	For	For	Management
10	Amendment Of Articles Of Association Relating To Special Auditor	For	For	Management
11	Election Of Pricewaterhousecoopers Ag (zurich) As Our Statutory Auditor Until Our Next Annual Ordinary General Meeting	For	For	Management
12	Ratification Of Appointment Of Independent Registered Public Accounting Firm Pricewaterhousecoopers Llp	For	For	Management
13	Election Of Bdo Visura (zurich) As Special Auditing Firm Until our Next Annual Ordinary General Meeting	For	For	Management
14	Approval Of The Payment Of A Dividend In The Form Of A Distribution Through A Reduction Of The Par Value Of Our Shares	For	For	Management

ALTERA CORP.

Ticker: ALTR Security ID: 021441100  
Meeting Date: MAY 12, 2009 Meeting Type: Annual  
Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John P. Daane	For	For	Management
2	Elect Director Robert J. Finocchio, Jr.	For	For	Management
3	Elect Director Kevin McGarity	For	For	Management
4	Elect Director Gregory E. Myers	For	For	Management
5	Elect Director Krish A. Prabhu	For	For	Management
6	Elect Director John Shoemaker	For	For	Management
7	Elect Director Susan Wang	For	For	Management
8	Amend Omnibus Stock Plan	For	For	Management

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9	Amend Qualified Employee Stock Purchase Plan	For	For	Management
10	Ratify Auditors	For	For	Management

AMGEN, INC.

Ticker: AMGN Security ID: 031162100  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David Baltimore	For	For	Management
2	Elect Director Frank J. Biondi, Jr.	For	For	Management
3	Elect Director Francois de Carbonnel	For	For	Management
4	Elect Director Jerry D. Choate	For	For	Management
5	Elect Director Vance D. Coffman	For	For	Management
6	Elect Director Frederick W. Gluck	For	For	Management
7	Elect Director Frank C. Herringer	For	For	Management
8	Elect Director Gilbert S. Omenn	For	For	Management
9	Elect Director Judith C. Pelham	For	For	Management
10	Elect Director J. Paul Reason	For	For	Management
11	Elect Director Leonard D. Schaeffer	For	For	Management
12	Elect Director Kevin W. Sharer	For	For	Management
13	Ratify Auditors	For	For	Management
14	Approve Omnibus Stock Plan	For	For	Management
15	Reduce Supermajority Vote Requirement	For	For	Management
16	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
17	Reincorporate in Another State [from Delaware to North Dakota ]	Against	Against	Shareholder

BALL CORP.

Ticker: BLL Security ID: 058498106  
 Meeting Date: APR 22, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert W. Alspaugh	For	Withhold	Management
1.2	Elect Director R. David Hoover	For	Withhold	Management
1.3	Elect Director Jan Nicholson	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104  
 Meeting Date: DEC 5, 2008 Meeting Type: Special  
 Record Date: OCT 10, 2008

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Adjourn Meeting	For	For	Management

BANK OF NEW YORK MELLON CORP., THE

Ticker: BK Security ID: 064058100  
 Meeting Date: APR 14, 2009 Meeting Type: Annual  
 Record Date: FEB 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ruth E. Bruch	For	For	Management
1.2	Elect Director Nicholas M. Donofrio	For	For	Management
1.3	Elect Director Gerald L. Hassell	For	For	Management
1.4	Elect Director Edmund F. Kelly	For	For	Management
1.5	Elect Director Robert P. Kelly	For	For	Management
1.6	Elect Director Richard J. Kogan	For	For	Management
1.7	Elect Director Michael J. Kowalski	For	For	Management
1.8	Elect Director John A. Luke, Jr.	For	For	Management
1.9	Elect Director Robert Mehrabian	For	For	Management
1.10	Elect Director Mark A. Nordenberg	For	For	Management
1.11	Elect Director Catherine A. Rein	For	For	Management
1.12	Elect Director William C. Richardson	For	For	Management
1.13	Elect Director Samuel C. Scott III	For	For	Management
1.14	Elect Director John P. Surma	For	For	Management
1.15	Elect Director Wesley W. von Schack	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Ratify Auditors	For	For	Management
4	Provide for Cumulative Voting	Against	For	Shareholder
5	Stock Retention/Holding Period	Against	For	Shareholder

BEST BUY CO., INC.

Ticker: BBY Security ID: 086516101  
 Meeting Date: JUN 24, 2009 Meeting Type: Annual  
 Record Date: APR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald James	For	For	Management
1.2	Elect Director Elliot S. Kaplan	For	For	Management
1.3	Elect Director Sanjay Khosla	For	For	Management
1.4	Elect Director George L. Mikan III	For	For	Management
1.5	Elect Director Matthew H. Paull	For	For	Management
1.6	Elect Director Richard M. Schulze	For	For	Management
1.7	Elect Director Hatim A. Tyabji	For	For	Management
1.8	Elect Director Gerard R. Vittecoq	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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4	Reduce Supermajority Vote Requirement	For	For	Management
5	Reduce Supermajority Vote Requirement	For	For	Management
6	Reduce Supermajority Vote Requirement	For	For	Management
7	Reduce Supermajority Vote Requirement	For	For	Management
8	Reduce Supermajority Vote Requirement	For	For	Management
9	Reduce Supermajority Vote Requirement	For	For	Management

CAMPBELL SOUP CO.

Ticker: CPB Security ID: 134429109  
 Meeting Date: NOV 20, 2008 Meeting Type: Annual  
 Record Date: SEP 23, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edmund M. Carpenter	For	For	Management
1.2	Elect Director Paul R. Charron	For	For	Management
1.3	Elect Director Douglas R. Conant	For	For	Management
1.4	Elect Director Bennett Dorrance	For	For	Management
1.5	Elect Director Harvey Golub	For	For	Management
1.6	Elect Director Randall W. Larrimore	For	For	Management
1.7	Elect Director Mary Alice D. Malone	For	For	Management
1.8	Elect Director Sara Mathew	For	For	Management
1.9	Elect Director David C. Patterson	For	For	Management
1.10	Elect Director Charles R. Perrin	For	For	Management
1.11	Elect Director A. Barry Rand	For	For	Management
1.12	Elect Director George Strawbridge, Jr.	For	For	Management
1.13	Elect Director Les C. Vinney	For	For	Management
1.14	Elect Director Charlotte C. Weber	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management

CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102  
 Meeting Date: NOV 13, 2008 Meeting Type: Annual  
 Record Date: SEP 15, 2008

#	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 Steven M. West	For	For	Management
12	Elect Director Jerry Yang	For	Against	Management
13	Ratify Auditors	For	For	Management
14	Amend Bylaws to Establish a Board	Against	Against	Shareholder



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15 Committee on Human Rights  
 Report on Internet Fragmentation Against For Shareholder

COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103  
 Meeting Date: MAY 8, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Cahill	For	For	Management
1.2	Elect Director Jill K. Conway	For	For	Management
1.3	Elect Director Ian Cook	For	For	Management
1.4	Elect Director Ellen M. Hancock	For	For	Management
1.5	Elect Director David W. Johnson	For	For	Management
1.6	Elect Director Richard J. Kogan	For	For	Management
1.7	Elect Director Delano E. Lewis	For	For	Management
1.8	Elect Director J. Pedro Reinhard	For	For	Management
1.9	Elect Director Stephen I. Sadove	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

COMPUTER SCIENCES CORPORATION

Ticker: CSC Security ID: 205363104  
 Meeting Date: AUG 4, 2008 Meeting Type: Annual  
 Record Date: JUN 6, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Irving W. Bailey, II	For	For	Management
1.2	Elect Director David J. Barram	For	Withhold	Management
1.3	Elect Director Stephen L. Baum	For	Withhold	Management
1.4	Elect Director Rodney F. Chase	For	Withhold	Management
1.5	Elect Director Judith R. Haberkorn	For	For	Management
1.6	Elect Director Michael W. Laphen	For	For	Management
1.7	Elect Director F. Warren McFarlan	For	For	Management
1.8	Elect Director Chong Sup Park	For	For	Management
1.9	Elect Director Thomas H. Patrick	For	Withhold	Management
2	Ratify Auditors	For	For	Management

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104  
 Meeting Date: MAY 13, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director	Richard L. Armitage	For	For	Management
1.2	Elect Director	Richard H. Auchinleck	For	For	Management
1.3	Elect Director	James E. Copeland, Jr.	For	For	Management
1.4	Elect Director	Kenneth M. Duberstein	For	For	Management
1.5	Elect Director	Ruth R. Harkin	For	For	Management
1.6	Elect Director	Harold W. McGraw III	For	For	Management
1.7	Elect Director	James J. Mulva	For	For	Management
1.8	Elect Director	Harald J. Norvik	For	For	Management
1.9	Elect Director	William K. Reilly	For	For	Management
1.10	Elect Director	Bobby S. Shackouls	For	For	Management
1.11	Elect Director	Victoria J. Tschinkel	For	For	Management
1.12	Elect Director	Kathryn C. Turner	For	For	Management
1.13	Elect Director	William E. Wade, Jr.	For	For	Management
2	Ratify Auditors		For	For	Management
3	Approve Omnibus Stock Plan		For	For	Management
4	Adopt Principles for Health Care Reform		Against	Against	Shareholder
5	Advisory Vote to Ratify Named Executive Officers' Compensation		Against	For	Shareholder
6	Report on Political Contributions		Against	For	Shareholder
7	Adopt Quantitative GHG Goals for Products and Operations		Against	For	Shareholder
8	Report on Environmental Impact of Oil Sands Operations in Canada		Against	For	Shareholder
9	Require Director Nominee Qualifications		Against	Against	Shareholder

### DARDEN RESTAURANTS, INC.

Ticker: DRI Security ID: 237194105  
 Meeting Date: SEP 12, 2008 Meeting Type: Annual  
 Record Date: JUL 21, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Leonard L. Berry	For	For	Management
1.2	Elect Director Odie C. Donald	For	For	Management
1.3	Elect Director David H. Hughes	For	For	Management
1.4	Elect Director Charles A Ledsinger, Jr.	For	For	Management
1.5	Elect Director William M. Lewis, Jr.	For	For	Management
1.6	Elect Director Connie Mack, III	For	For	Management
1.7	Elect Director Andrew H. (Drew) Madsen	For	For	Management
1.8	Elect Director Clarence Otis, Jr.	For	For	Management
1.9	Elect Director Michael D. Rose	For	For	Management
1.10	Elect Director Maria A. Sastre	For	For	Management
1.11	Elect Director Jack A. Smith	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### EXPEDIA INC

Ticker: EXPE Security ID: 30212P105  
 Meeting Date: JUN 2, 2009 Meeting Type: Annual  
 Record Date: APR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director A. George Battle	For	For	Management
1.2	Elect Director Barry Diller	For	Withhold	Management
1.3	Elect Director Jonathan L. Dolgen	For	For	Management
1.4	Elect Director William R. Fitzgerald	For	Withhold	Management
1.5	Elect Director Craig A. Jacobson	For	For	Management
1.6	Elect Director Victor A. Kaufman	For	Withhold	Management
1.7	Elect Director Peter M. Kern	For	For	Management
1.8	Elect Director Dara Khosrowshahi	For	Withhold	Management
1.9	Elect Director John C. Malone	For	Withhold	Management
1.10	Elect Director Jose A. Tazon	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management
3	Ratify Auditors	For	For	Management

EXXON MOBIL CORP.

Ticker: XOM Security ID: 30231G102  
 Meeting Date: MAY 27, 2009 Meeting Type: Annual  
 Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management
1.2	Elect Director L.R. Faulkner	For	For	Management
1.3	Elect Director K.C. Frazier	For	For	Management
1.4	Elect Director .W. George	For	For	Management
1.5	Elect Director R.C. King	For	For	Management
1.6	Elect Director M.C. Nelson	For	For	Management
1.7	Elect Director S.J. Palmisano	For	For	Management
1.8	Elect Director S.S Reinemund	For	For	Management
1.9	Elect Director R.W. Tillerson	For	For	Management
1.10	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
5	Reincorporate in Another State [from New Jersey to North Dakota]	Against	Against	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
8	Compare CEO Compensation to Average U.S. per Capita Income	Against	Against	Shareholder
9	Review Anti-discrimination Policy on Corporate Sponsorships and Executive Perks	Against	Against	Shareholder
10	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	For	Shareholder
11	Adopt Quantitative GHG Goals for Products and Operations	Against	For	Shareholder
12	Report on Climate Change Impacts on Emerging Countries	Against	Against	Shareholder
13	Adopt Policy to Increase Renewable Energy	Against	For	Shareholder

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GENERAL DYNAMICS CORP.

Ticker: GD Security ID: 369550108  
 Meeting Date: MAY 6, 2009 Meeting Type: Annual  
 Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Nicholas D. Chabraja	For	For	Management
2	Elect Director James S. Crown	For	For	Management
3	Elect Director William P. Fricks	For	For	Management
4	Elect Director Jay L. Johnson	For	For	Management
5	Elect Director George A. Joulwan	For	For	Management
6	Elect Director Paul G. Kaminski	For	For	Management
7	Elect Director John M. Keane	For	For	Management
8	Elect Director Deborah J. Lucas	For	For	Management
9	Elect Director Lester L. Lyles	For	For	Management
10	Elect Director J. Christopher Reyes	For	For	Management
11	Elect Director Robert Walmsley	For	For	Management
12	Approve Omnibus Stock Plan	For	For	Management
13	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
14	Ratify Auditors	For	For	Management
15	Report on Space-based Weapons Program	Against	Against	Shareholder
16	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder

INTEL CORPORATION

Ticker: INTC Security ID: 458140100  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	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 John L. Thornton	For	For	Management
10	Elect Director Frank D. Yeary	For	For	Management
11	Elect Director David B. Yoffie	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Omnibus Stock Plan	For	For	Management
14	Approve Stock Option Exchange Program	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
16	Provide for Cumulative Voting	Against	For	Shareholder
17	Adopt Policy on Human Rights to Water	Against	Against	Shareholder

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INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 28, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. J. P. Belda	For	For	Management
1.2	Elect Director C. Black	For	For	Management
1.3	Elect Director W. R. Brody	For	For	Management
1.4	Elect Director K. I. Chenault	For	For	Management
1.5	Elect Director M. L. Eskew	For	For	Management
1.6	Elect Director S. A. Jackson	For	For	Management
1.7	Elect Director T. Nishimuro	For	For	Management
1.8	Elect Director J. W. Owens	For	For	Management
1.9	Elect Director S. J. Palmisano	For	For	Management
1.10	Elect Director J. E. Spero	For	For	Management
1.11	Elect Director S. Taurel	For	For	Management
1.12	Elect Director L. H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Provide for Cumulative Voting	Against	For	Shareholder
5	Review Executive Compensation	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

INTERNATIONAL PAPER CO.

Ticker: IP Security ID: 460146103  
 Meeting Date: MAY 11, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Directors John V. Faraci	For	For	Management
1.2	Elect Directors Stacey J. Mobley	For	For	Management
1.3	Elect Directors William G. Walter	For	For	Management
1.4	Elect Directors J. Steven Whisler	For	For	Management
2	Ratify Auditors	For	For	Management
3	Permit Right to Call Special Meeting	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Report on Sustainable Forestry	Against	Against	Shareholder

INVESCO LTD. (FORMERLY INVESCO PLC)

Ticker: IVZ Security ID: G491BT108  
 Meeting Date: MAY 21, 2009 Meeting Type: Annual  
 Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Election Of Director: Martin L. Flanagan	For	For	Management

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2	Election Of Director: Ben F. Johnson, III	For	For	Management
3	Election Of Director: J. Thomas Presby, Cpa	For	For	Management
4	To Appoint Ernst & Young Llp As The CompanyS Independent Registered Public Accounting Firm For The Fiscal Year Endingdecember 31, 2009	For	For	Management

ITT CORP.

Ticker: ITT Security ID: 450911102  
 Meeting Date: MAY 12, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven R. Loranger	For	For	Management
1.2	Elect Director Curtis J. Crawford	For	For	Management
1.3	Elect Director Christina A. Gold	For	For	Management
1.4	Elect Director Ralph F. Hake	For	For	Management
1.5	Elect Director John J. Hamre	For	For	Management
1.6	Elect Director Paul J. Kern	For	For	Management
1.7	Elect Director Frank T. MacInnis	For	For	Management
1.8	Elect Director Surya N. Mohapatra	For	For	Management
1.9	Elect Director Linda S. Sanford	For	For	Management
1.10	Elect Director Markos I. Tambakeras	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Foreign Military Sales	Against	Against	Shareholder

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 19, 2009 Meeting Type: Annual  
 Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Crandall C. Bowles	For	For	Management
1.2	Elect Director Stephen B. Burke	For	For	Management
1.3	Elect Director David M. Cote	For	For	Management
1.4	Elect Director James S. Crown	For	For	Management
1.5	Elect Director James Dimon	For	For	Management
1.6	Elect Director Ellen V. Futter	For	For	Management
1.7	Elect Director William H. Gray, III	For	For	Management
1.8	Elect Director Laban P. Jackson, Jr.	For	For	Management
1.9	Elect Director David C. Novak	For	For	Management
1.10	Elect Director Lee R. Raymond	For	For	Management
1.11	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Disclose Prior Government Service	Against	Against	Shareholder
5	Provide for Cumulative Voting	Against	For	Shareholder
6	Amend Articles/Bylaws/Charter -- Call	Against	For	Shareholder

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	Special Meetings			
7	Report on Predatory Lending Policies	Against	Against	Shareholder
8	Amend Key Executive Performance Plan	Against	For	Shareholder
9	Stock Retention/Holding Period	Against	For	Shareholder
10	Prepare Carbon Principles Report	Against	Against	Shareholder

### MARATHON OIL CORP.

Ticker: MRO Security ID: 565849106  
 Meeting Date: APR 29, 2009 Meeting Type: Annual  
 Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles F. Bolden, Jr.	For	For	Management
1.2	Elect Director Gregory H. Boyce	For	For	Management
1.3	Elect Director Clarence P. Cazalot, Jr.	For	For	Management
1.4	Elect Director David A. Daberko	For	For	Management
1.5	Elect Director William L. Davis	For	For	Management
1.6	Elect Director Shirley Ann Jackson	For	For	Management
1.7	Elect Director Philip Lader	For	For	Management
1.8	Elect Director Charles R. Lee	For	For	Management
1.9	Elect Director Michael E. J. Phelps	For	For	Management
1.10	Elect Director Dennis H. Reilley	For	For	Management
1.11	Elect Director Seth E. Schofield	For	For	Management
1.12	Elect Director John W. Snow	For	For	Management
1.13	Elect Director Thomas J. Usher	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Bylaws-- Call Special Meetings	Against	For	Shareholder
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

### MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 19, 2008 Meeting Type: Annual  
 Record Date: SEP 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Steven A. Ballmer	For	For	Management
2	Elect Director James I. Cash, Jr.	For	For	Management
3	Elect Director Dina Dublon	For	For	Management
4	Elect Director William H. Gates, III	For	For	Management
5	Elect Director Raymond V. Gilmartin	For	For	Management
6	Elect Director Reed Hastings	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	Approve Executive Incentive Bonus Plan	For	For	Management
11	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
12	Ratify Auditors	For	For	Management
13	Adopt Policies to Protect Freedom of Access to the Internet	Against	Against	Shareholder

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14	Amend Bylaws to Establish a Board Committee on Human Rights	Against	Against	Shareholder
15	Report on Charitable Contributions	Against	Against	Shareholder

### NIKE, INC.

Ticker: NKE Security ID: 654106103  
 Meeting Date: SEP 22, 2008 Meeting Type: Annual  
 Record Date: JUL 25, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jill K. Conway	For	For	Management
1.2	Elect Director Alan B. Graf, Jr.	For	For	Management
1.3	Elect Director Jeanne P. Jackson	For	For	Management
2	Ratify Auditors	For	For	Management

### NOKIA CORP.

Ticker: NOK Security ID: 654902204  
 Meeting Date: APR 23, 2009 Meeting Type: Annual  
 Record Date: FEB 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Open Meeting	None	None	Management
2	Calling the Meeting to Order	None	None	Management
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	None	None	Management
4	Acknowledge Proper Convening of Meeting	None	None	Management
5	Prepare and Approve List of Shareholders	None	None	Management
6	Receive Financial Statements and Statutory Reports; Receive CEO's Review	None	None	Management
7	Accept Financial Statements and Statutory Reports	For	For	Management
8	Approve Allocation of Income and Dividends of EUR 0.40 Per Share	For	For	Management
9	Approve Discharge of Board and President	For	For	Management
10	Approve Remuneration of Directors in the Amount of EUR 440,000 for Chairman, EUR 150,000 for Vice Chairman, and EUR 130,000 for Other Directors; Approve Remuneration for Committee Work	For	For	Management
11	Fix Number of Directors at 11	For	For	Management
12.1	Reelect Georg Ehrnrooth as Director	For	For	Management
12.2	Reelect Lalita D. Gupte as Director	For	For	Management
12.3	Reelect Bengt Holmstrom as Director	For	For	Management
12.4	Reelect Henning Kagermann as Director	For	For	Management
12.5	Reelect Olli-Pekka Kallasvuo as Director	For	For	Management
12.6	Reelect Per Karlsson as Director	For	For	Management
12.7	Reelect Jorma Ollila as Director	For	For	Management
12.8	Reelect Marjorie Scardino as Director	For	For	Management



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12.9	Reelect Risto Siilasmaa as Director	For	For	Management
12.10	Reelect Keijo Suila as Directors as Director	For	For	Management
12.11	Elect Isabel Marey-Semper as New Director	For	For	Management
13	Approve Remuneration of Auditors	For	For	Management
14	Ratify PricewaterhouseCoopers Oy as Auditors	For	For	Management
15	Authorize Repurchase of up to 360 Million Nokia Shares	For	For	Management
16	Close Meeting	None	None	Management
17	MARK THE FOR BOX IF YOU WISH TO INSTRUCT THE DEPOSITARY TO GIVE A PROXY TO LEENA SIIRALA OR ESA NIINIMAKI, BOTH LEGALCOUNSELS OF NOKIA CORPORATION, TO VOTE, IN THEIR DISCRETION, ONYOUR BEHALF ONLY UPON ITEM 17.	None	Against	Management

### NORFOLK SOUTHERN CORP.

Ticker: NSC Security ID: 655844108  
 Meeting Date: MAY 14, 2009 Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel A. Carp	For	For	Management
1.2	Elect Director Steven F. Leer	For	For	Management
1.3	Elect Director Michael D. Lockhart	For	For	Management
1.4	Elect Director Charles W. Moorman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Political Contributions	Against	For	Shareholder

### OCCIDENTAL PETROLEUM CORP.

Ticker: OXY Security ID: 674599105  
 Meeting Date: MAY 1, 2009 Meeting Type: Annual  
 Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Spencer Abraham	For	Against	Management
1.2	Elect Director Ronald W. Burkle	For	Against	Management
1.3	Elect Director John S. Chalsty	For	Against	Management
1.4	Elect Director Edward P. Djerejian	For	Against	Management
1.5	Elect Director John E. Feick	For	Against	Management
1.6	Elect Director Ray R. Irani	For	Against	Management
1.7	Elect Director Irvin W. Maloney	For	Against	Management
1.8	Elect Director Avedick B. Poladian	For	Against	Management
1.9	Elect Director Rodolfo Segovia	For	Against	Management
1.10	Elect Director Aziz D. Syriani	For	Against	Management
1.11	Elect Director Rosemary Tomich	For	Against	Management
1.12	Elect Director Walter L. Weisman	For	Against	Management
2	Ratify Auditors	For	For	Management
3	Provide Right to Call Special Meeting	For	For	Management

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4	Report on Host Country Social and Environmental Laws	Against	Against	Shareholder
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PARKER-HANNIFIN CORP.

Ticker: PH Security ID: 701094104  
 Meeting Date: OCT 22, 2008 Meeting Type: Annual  
 Record Date: AUG 29, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William E. Kassling	For	For	Management
1.2	Elect Director Joseph M. Scaminace	For	For	Management
1.3	Elect Director Wolfgang R. Schmitt	For	For	Management
2	Ratify Auditors	For	For	Management

PPL CORP.

Ticker: PPL Security ID: 69351T106  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Conway	For	For	Management
1.2	Elect Director E. Allen Deaver	For	For	Management
1.3	Elect Director James H. Miller	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

QUALCOMM INC

Ticker: QCOM Security ID: 747525103  
 Meeting Date: MAR 3, 2009 Meeting Type: Annual  
 Record Date: JAN 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara T. Alexander	For	For	Management
1.2	Elect Director Stephen M. Bennett	For	For	Management
1.3	Elect Director Donald G. Cruickshank	For	For	Management
1.4	Elect Director Raymond V. Dittamore	For	For	Management
1.5	Elect Director Thomas W. Horton	For	For	Management
1.6	Elect Director Irwin Mark Jacobs	For	For	Management
1.7	Elect Director Paul E. Jacobs	For	For	Management
1.8	Elect Director Robert E. Kahn	For	For	Management
1.9	Elect Director Sherry Lansing	For	For	Management
1.10	Elect Director Duane A. Nelles	For	For	Management
1.11	Elect Director Marc I. Stern	For	For	Management
1.12	Elect Director Brent Scowcroft	For	For	Management
2	Ratify Auditors	For	For	Management

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QUANTA SERVICES, INC.

Ticker: PWR Security ID: 74762E102  
Meeting Date: MAY 21, 2009 Meeting Type: Annual  
Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Ball	For	For	Management
1.2	Elect Director John R. Colson	For	For	Management
1.3	Elect Director J. Michal Conaway	For	For	Management
1.4	Elect Director Ralph R. Disibio	For	For	Management
1.5	Elect Director Bernard Fried	For	For	Management
1.6	Elect Director Louis C. Golm	For	For	Management
1.7	Elect Director Worthing F. Jackman	For	For	Management
1.8	Elect Director Bruce Ranck	For	For	Management
1.9	Elect Director John R. Wilson	For	For	Management
1.10	Elect Director Pat Wood, III	For	For	Management
2	Ratify Auditors	For	For	Management

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RAYTHEON CO.

Ticker: RTN Security ID: 755111507  
Meeting Date: MAY 28, 2009 Meeting Type: Annual  
Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Vernon E. Clark	For	Against	Management
2	Elect Director John M. Deutch	For	For	Management
3	Elect Director Frederic M. Poses	For	Against	Management
4	Elect Director Michael C. Ruetters	For	For	Management
5	Elect Director Ronald L. Skates	For	For	Management
6	Elect Director William R. Spivey	For	Against	Management
7	Elect Director Linda G. Stuntz	For	For	Management
8	Elect Director William H. Swanson	For	For	Management
9	Ratify Auditors	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
11	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
12	Provide for Cumulative Voting	Against	For	Shareholder
13	Adopt Principles for Health Care Reform	Against	Against	Shareholder
14	Submit SERP to Shareholder Vote	Against	For	Shareholder

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STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

Ticker: HOT Security ID: 85590A401  
Meeting Date: MAY 6, 2009 Meeting Type: Annual  
Record Date: MAR 12, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Adam M. Aron	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director Thomas E. Clarke	For	For	Management
1.4	Elect Director Clayton C. Daley, Jr.	For	For	Management
1.5	Elect Director Bruce W. Duncan	For	For	Management
1.6	Elect Director Lizanne Galbreath	For	For	Management
1.7	Elect Director Eric Hippeau	For	For	Management
1.8	Elect Director Stephen R. Quazzo	For	For	Management
1.9	Elect Director Thomas O. Ryder	For	For	Management
1.10	Elect Director Frits van Paasschen	For	For	Management
1.11	Elect Director Kneeland C. Youngblood	For	For	Management
2	Ratify Auditors	For	For	Management

STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103  
 Meeting Date: MAY 20, 2009 Meeting Type: Annual  
 Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director K. Burnes	For	For	Management
1.2	Elect Director P. Coym	For	For	Management
1.3	Elect Director P. de Saint-Aignan	For	For	Management
1.4	Elect Director A. Fawcett	For	For	Management
1.5	Elect Director D. Gruber	For	For	Management
1.6	Elect Director L. Hill	For	For	Management
1.7	Elect Director R. Kaplan	For	For	Management
1.8	Elect Director C. LaMantia	For	For	Management
1.9	Elect Director R. Logue	For	For	Management
1.10	Elect Director R. Sergel	For	For	Management
1.11	Elect Director R. Skates	For	For	Management
1.12	Elect Director G. Summe	For	For	Management
1.13	Elect Director R. Weissman	For	For	Management
2	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Ratify Auditors	For	For	Management
6	Limit Auditor from Providing Non-Audit Services	Against	Against	Shareholder

TJX COMPANIES, INC., THE

Ticker: TJX Security ID: 872540109  
 Meeting Date: JUN 2, 2009 Meeting Type: Annual  
 Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jose B. Alvarez	For	For	Management
1.2	Elect Director Alan M. Bennett	For	For	Management
1.3	Elect Director David A. Brandon	For	Withhold	Management

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1.4	Elect Director Bernard Cammarata	For	For	Management
1.5	Elect Director David T. Ching	For	For	Management
1.6	Elect Director Michael F. Hines	For	For	Management
1.7	Elect Director Amy B. Lane	For	For	Management
1.8	Elect Director Carol Meyrowitz	For	For	Management
1.9	Elect Director John F. O'Brien	For	For	Management
1.10	Elect Director Robert F. Shapiro	For	For	Management
1.11	Elect Director Willow B. Shire	For	For	Management
1.12	Elect Director Fletcher H. Wiley	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

### TRANSOCEAN INC.

Ticker: RIG Security ID: G90073100  
 Meeting Date: DEC 8, 2008 Meeting Type: Special  
 Record Date: OCT 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE MERGER TRANSACTION TO BE EFFECTED BY THE SCHEMES OF ARRANGEMENT, ATTACHED TO THE ACCOMPANYING PROXY STATEMENT AS ANNEX B.	For	For	Management
2	APPROVAL OF THE MOTION TO ADJOURN THE MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE THE MERGER TRANSACTION.	For	For	Management

### TRANSOCEAN LTD.

Ticker: RIG Security ID: H8817H100  
 Meeting Date: MAY 15, 2009 Meeting Type: Annual  
 Record Date: MAR 18, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE 2008 ANNUAL REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS OF TRANSOCEAN LTD. FOR FISCAL YEAR 2008 AND THE STATUTORY FINANCIAL STATEMENTS OF TRANSOCEAN LTD.	For	For	Management
2	DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE OFFICERS FOR FISCAL YEAR 2008	For	For	Management
3	APPROPRIATION OF THE AVAILABLE RETAINED EARNINGS WITHOUT PAYMENT OF A DIVIDEND TO SHAREHOLDERS FOR FISCAL YEAR 2008 AND RELEASE OF CHF 3.5 BILLION OF LEGAL RESERVES TO OTHER RESERVES.	For	For	Management
4	AUTHORIZATION OF A SHARE REPURCHASE PROGRAM	For	For	Management

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5	APPROVAL OF THE LONG-TERM INCENTIVE PLAN OF TRANSOCEAN LTD. IN THE FORM AS AMENDED AND RESTATED EFFECTIVE AS OF 2/12/09	For	For	Management
6	REELECTION OF CLASS I DIRECTOR FOR A THREE YEAR TERM:W. RICHARD ANDERSON	For	For	Management
7	REELECTION OF CLASS I DIRECTOR FOR A THREE YEAR TERM:RICHARD L. GEORGE	For	For	Management
8	REELECTION OF CLASS I DIRECTOR FOR A THREE YEAR TERM:ROBERT L. LONG	For	For	Management
9	REELECTION OF CLASS I DIRECTOR FOR A THREE YEAR TERM:EDWARD R. MULLER	For	For	Management
10	REELECTION OF CLASS III DIRECTOR FOR A TWO-YEAR TERM:VICTOR E. GRIJALVA	For	For	Management
11	APPOINTMENT OF ERNST & YOUNG LLP AS TRANSOCEAN LTD.S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2009 AND REELECTION OF ERNST & YOUNG LTD., ZURICH, AS TRANSOCEAN LTD.S AUDITOR PURSUANT TO THE SWISS CODE OF OBLIGATIONS FOR A FURTHER ONE-YEAR	For	For	Management

TRAVELERS COMPANIES, INC., THE

Ticker: TRV Security ID: 89417E109  
 Meeting Date: MAY 5, 2009 Meeting Type: Annual  
 Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan L. Beller	For	For	Management
1.2	Elect Director John H. Dasburg	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	For	Management
1.7	Elect Director Patricia L. Higgins	For	For	Management
1.8	Elect Director Thomas R. Hodgson	For	For	Management
1.9	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
1.10	Elect Director Robert I. Lipp	For	For	Management
1.11	Elect Director Blythe J. McGarvie	For	For	Management
1.12	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Report on Political Contributions	Against	For	Shareholder

UNILEVER N.V.

Ticker: UN Security ID: 904784709  
 Meeting Date: OCT 29, 2008 Meeting Type: Special  
 Record Date: SEP 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1 Approve Appointment of Paul Polman as Executive Director For For Management

UNILEVER N.V.

Ticker: UN Security ID: 904784709  
 Meeting Date: MAY 14, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Receive Report of Management Board (Non-Voting)	None	None	Management
2	Approve Financial Statements and Allocation of Income	For	For	Management
3	Approve Discharge of Executive Directors	For	For	Management
4	Approve Discharge of Non-Executive Directors	For	For	Management
5	Elect L.A. Lawrence as Executive Director	For	For	Management
6	Elect P.G.J.M. Polman as Executive Director	For	For	Management
7	Reelect L. Brittan of Spennithorne as Non-Executive Director	For	For	Management
8	Reelect W. Dik as Non-Executive Director	For	For	Management
9	Reelect C.E. Golden as Non-Executive Director	For	For	Management
10	Reelect B.E. Grote as Non-Executive Director	For	For	Management
11	Reelect N. Murthy as Non-Executive Director	For	For	Management
12	Reelect H. Nyasulu as Non-Executive Director	For	For	Management
13	Reelect K.J. Storm as Non-Executive Director	For	For	Management
14	Reelect M. Treschow as Non-Executive Director	For	For	Management
15	Reelect J. van der Veer as Non-Executive Director	For	For	Management
16	Elect L.O. Fresco as Non-Executive Director	For	For	Management
17	Elect A.M. Fudge as Non-Executive Director	For	For	Management
18	Elect P. Walsh as Non-Executive Director	For	For	Management
19	Ratify PwC as Auditors	For	For	Management
20	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger and Restricting/Excluding Preemptive Rights	For	For	Management
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
22	Approve Reduction in Share Capital by Cancellation of Shares	For	For	Management
23.1	Amend Articles Re: Move to Quarterly Dividends	For	For	Management

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23.2	Amend Articles Re: Move to Quarterly Dividends	For	For	Management
24	Allow Questions	None	None	Management

### WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106  
 Meeting Date: MAR 10, 2009 Meeting Type: Annual  
 Record Date: JAN 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Susan E. Arnold	For	For	Management
2	Elect Director John E. Bryson	For	For	Management
3	Elect Director John S. Chen	For	For	Management
4	Elect Director Judith L. Estrin	For	For	Management
5	Elect Director Robert A. Iger	For	For	Management
6	Elect Director Steven P. Jobs	For	For	Management
7	Elect Director Fred H. Langhammer	For	For	Management
8	Elect Director Aylwin B. Lewis	For	For	Management
9	Elect Director Monica C. Lozano	For	For	Management
10	Elect Director Robert W. Matschullat	For	For	Management
11	Elect Director John E. Pepper , Jr.	For	For	Management
12	Elect Director Orin C. Smith	For	For	Management
13	Ratify Auditors	For	For	Management
14	Amend Omnibus Stock Plan	For	For	Management
15	Amend Executive Incentive Bonus Plan	For	For	Management
16	Report on Political Contributions	Against	For	Shareholder
17	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder
18	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

### WESTERN UNION COMPANY, THE

Ticker: WU Security ID: 959802109  
 Meeting Date: MAY 13, 2009 Meeting Type: Annual  
 Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roberto G. Mendoza	For	For	Management
1.2	Elect Director Michael A. Miles, Jr.	For	For	Management
1.3	Elect Director Dennis Stevenson	For	For	Management
2	Ratify Auditors	For	For	Management

### XTO ENERGY INC

Ticker: XTO Security ID: 98385X106



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Meeting Date: MAY 19, 2009 Meeting Type: Annual  
Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Declassify the Board of Directors	For	For	Management
2.1	Elect Director Phillip R. Kevil	For	For	Management
2.2	Elect Director Herbert D. Simons	For	Against	Management
2.3	Elect Director Vaughn O. Vennerberg II	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
6	Adopt a Policy in which the Company will not Make or Promise to Make Any Death Benefit Payments to Senior Executives	Against	For	Shareholder

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### ZIMMER HOLDINGS INC

Ticker: ZMH Security ID: 98956P102  
Meeting Date: MAY 4, 2009 Meeting Type: Annual  
Record Date: MAR 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Betsy J. Bernard	For	For	Management
2	Elect Director Marc N. Casper	For	For	Management
3	Elect Director David C. Dvorak	For	For	Management
4	Elect Director Robert A. Hagemann	For	For	Management
5	Elect Director Arthur J. Higgins	For	For	Management
6	Elect Director Cecil B. Pickett	For	For	Management
7	Elect Director Augustus A. White, III	For	For	Management
8	Ratify Auditors	For	For	Management
9	Approve Omnibus Stock Plan	For	For	Management
10	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
11	Amend Deferred Compensation Plan	For	For	Management

===== 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.

(Registrant) Blue Chip Value Fund, Inc.  
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By (Signature and Title)\* /s/ Todger Anderson  
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Todger Anderson  
President/Principal Executive Officer

Date August 26, 2009  
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\*Print the name and title of each signing officer under his or her signature.