

Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

MFS SPECIAL VALUE TRUST  
Form N-PX  
August 25, 2011

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF  
REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-5912

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MFS SPECIAL VALUE TRUST

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(Exact name of registrant as specified in charter)

500 Boylston Street, Boston, Massachusetts 02116

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(Address of principal executive offices) (Zip code)

Susan S. Newton  
Massachusetts Financial Services Company  
500 Boylston Street  
Boston, Massachusetts 02116

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(Name and address of agents for service)

Registrant's telephone number, including area code: (617) 954-5000

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Date of fiscal year end: October 31

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Date of reporting period: July 1, 2010 - June 30, 2011

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ITEM 1. PROXY VOTING RECORD.

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

ICA File Number: 811-05912  
Reporting Period: 07/01/2010 - 06/30/2011  
MFS Special Value Trust

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

===== MFS SPECIAL VALUE TRUST =====

### 3M COMPANY

Ticker:           MMM                   Security ID: 88579Y101  
 Meeting Date: MAY 10, 2011   Meeting Type: Annual  
 Record Date: MAR 11, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Linda G. Alvarado	For	For	Management
2	Elect Director George W. Buckley	For	For	Management
3	Elect Director Vance D. Coffman	For	For	Management
4	Elect Director Michael L. Eskew	For	For	Management
5	Elect Director W. James Farrell	For	For	Management
6	Elect Director Herbert L. Henkel	For	For	Management
7	Elect Director Edward M. Liddy	For	For	Management
8	Elect Director Robert S. Morrison	For	For	Management
9	Elect Director Aulana L. Peters	For	For	Management
10	Elect Director Robert J. Ulrich	For	For	Management
11	Ratify Auditors	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
14	Report on Political Contributions	Against	For	Shareholder

### ABBOTT LABORATORIES

Ticker:           ABT                   Security ID: 002824100  
 Meeting Date: APR 29, 2011   Meeting Type: Annual  
 Record Date: MAR 02, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Alpern	For	For	Management
1.2	Elect Director Roxanne S. Austin	For	For	Management
1.3	Elect Director W. James Farrell	For	For	Management
1.4	Elect Director H. Laurance Fuller	For	For	Management
1.5	Elect Director Edward M. Liddy	For	For	Management
1.6	Elect Director Phebe N. Novakovic	For	For	Management
1.7	Elect Director William A. Osborn	For	For	Management
1.8	Elect Director Samuel C. Scott III	For	For	Management
1.9	Elect Director Glenn F. Tilton	For	For	Management
1.10	Elect Director Miles D. White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Adopt Policy on Pharmaceutical Price Restraint	Against	Against	Shareholder

### ACCURIDE CORPORATION

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

Ticker: ACW Security ID: 00439TAA5  
 Meeting Date: NOV 18, 2010 Meeting Type: Special  
 Record Date: OCT 13, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Reverse Stock Split	For	For	Management
2	Adjourn Meeting	For	For	Management

### ACCURIDE CORPORATION

Ticker: ACW Security ID: 00439T206  
 Meeting Date: APR 26, 2011 Meeting Type: Annual  
 Record Date: MAR 11, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Keith E. Busse	For	Withhold	Management
1.2	Elect Director Richard F. Dauch	For	For	Management
1.3	Elect Director Benjamin C. Duster, IV	For	Withhold	Management
1.4	Elect Director Robert J. Kelly	For	Withhold	Management
1.5	Elect Director William M. Lasky	For	For	Management
1.6	Elect Director Stephen S. Ledoux	For	For	Management
1.7	Elect Director John W. Risner	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	For	Against	Management
5	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

### AGL RESOURCES INC.

Ticker: AGL Security ID: 001204106  
 Meeting Date: MAY 03, 2011 Meeting Type: Annual  
 Record Date: FEB 25, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Sandra N. Bane	For	For	Management
1.2	Elect Director Thomas D. Bell, Jr.	For	For	Management
1.3	Elect Director Arthur E. Johnson	For	For	Management
1.4	Elect Director Dean R. O'Hare	For	For	Management
1.5	Elect Director James A. Rubright	For	For	Management
1.6	Elect Director John W. Somerhalder II	For	For	Management
1.7	Elect Director Bettina M. Whyte	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Nonqualified Employee Stock Purchase Plan	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

### AGL RESOURCES INC.

Ticker: AGL Security ID: 001204106

## Edgar Filing: MFS SPECIAL VALUE TRUST - Form N-PX

Meeting Date: JUN 14, 2011 Meeting Type: Special

Record Date: APR 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Approve Increase in Size of Board	For	For	Management
3	Adjourn Meeting	For	For	Management

### AIR PRODUCTS AND CHEMICALS, INC.

Ticker: APD Security ID: 009158106

Meeting Date: JAN 27, 2011 Meeting Type: Annual

Record Date: NOV 30, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Chadwick C. Deaton	For	For	Management
1.2	Elect Director Michael J. Donahue	For	For	Management
1.3	Elect Director Ursula O. Fairbairn	For	For	Management
1.4	Elect Director Lawrence S. Smith	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management

### APACHE CORPORATION

Ticker: APA Security ID: 037411105

Meeting Date: MAY 05, 2011 Meeting Type: Annual

Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director G. Steven Farris	For	For	Management
2	Elect Director Randolph M. Ferlic	For	For	Management
3	Elect Director A.D. Frazier, Jr.	For	For	Management
4	Elect Director John A. Kocur	For	For	Management
5	Ratify Auditors	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
8	Increase Authorized Common Stock	For	For	Management
9	Increase Authorized Preferred Stock	For	For	Management
10	Approve Omnibus Stock Plan	For	For	Management

### AVON PRODUCTS, INC.

Ticker: AVP Security ID: 054303102

Meeting Date: MAY 05, 2011 Meeting Type: Annual

Record Date: MAR 17, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director W. Don Cornwell	For	For	Management
1.2	Elect Director V. Ann Hailey	For	For	Management
1.3	Elect Director Fred Hassan	For	For	Management
1.4	Elect Director Andrea Jung	For	For	Management
1.5	Elect Director Maria Elena Lagomasino	For	For	Management
1.6	Elect Director Ann S. Moore	For	For	Management
1.7	Elect Director Paul S. Pressler	For	For	Management
1.8	Elect Director Gary M. Rodkin	For	For	Management
1.9	Elect Director Paula Stern	For	For	Management
1.10	Elect Director Lawrence A. Weinbach	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Auditors	For	For	Management
5	Reduce Supermajority Vote Requirement	For	For	Management

### BANK OF AMERICA CORPORATION

Ticker: BAC Security ID: 060505104

Meeting Date: MAY 11, 2011 Meeting Type: Annual

Record Date: MAR 16, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Mukesh D. Ambani	For	For	Management
2	Elect Director Susan S. Bies	For	For	Management
3	Elect Director Frank P. Bramble, Sr.	For	For	Management
4	Elect Director Virgis W. Colbert	For	For	Management
5	Elect Director Charles K. Gifford	For	For	Management
6	Elect Director Charles O. Holliday, Jr.	For	For	Management
7	Elect Director D. Paul Jones, Jr.	For	For	Management
8	Elect Director Monica C. Lozano	For	For	Management
9	Elect Director Thomas J. May	For	For	Management
10	Elect Director Brian T. Moynihan	For	For	Management
11	Elect Director Donald E. Powell	For	For	Management
12	Elect Director Charles O. Rossotti	For	For	Management
13	Elect Director Robert W. Scully	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
16	Ratify Auditors	For	For	Management
17	Disclose Prior Government Service	Against	Against	Shareholder
18	Provide Right to Act by Written Consent	Against	For	Shareholder
19	Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations	Against	Against	Shareholder
20	Report on Lobbying Expenses	Against	For	Shareholder
21	Report on Collateral in Derivatives Trading	Against	For	Shareholder
22	Restore or Provide for Cumulative Voting	Against	Against	Shareholder
23	Claw-back of Payments under Restatements	Against	For	Shareholder
24	Prohibit Certain Relocation Benefits to Senior Executives	Against	Against	Shareholder

### BECTON, DICKINSON AND COMPANY

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Ticker: BDX Security ID: 075887109  
 Meeting Date: FEB 01, 2011 Meeting Type: Annual  
 Record Date: DEC 10, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Basil L. Anderson	For	For	Management
1.2	Elect Director Henry P. Becton, Jr.	For	For	Management
1.3	Elect Director Edward F. Degraan	For	For	Management
1.4	Elect Director C.M. Fraser-Liggett	For	For	Management
1.5	Elect Director Christopher Jones	For	For	Management
1.6	Elect Director Marshall O. Larsen	For	For	Management
1.7	Elect Director Edward J. Ludwig	For	For	Management
1.8	Elect Director Adel A.F. Mahmoud	For	For	Management
1.9	Elect Director Gary A. Mecklenburg	For	For	Management
1.10	Elect Director Cathy E. Minehan	For	For	Management
1.11	Elect Director James F. Orr	For	For	Management
1.12	Elect Director Willard J. Overlock, Jr	For	For	Management
1.13	Elect Director Bertram L. Scott	For	For	Management
1.14	Elect Director Alfred Sommer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	None	One Year	Management
5	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
6	Provide for Cumulative Voting	Against	Against	Shareholder

CENTURYLINK, INC.

Ticker: CTL Security ID: 156700106  
 Meeting Date: AUG 24, 2010 Meeting Type: Special  
 Record Date: JUL 13, 2010

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

CENTURYLINK, INC.

Ticker: CTL Security ID: 156700106  
 Meeting Date: MAY 18, 2011 Meeting Type: Annual  
 Record Date: MAR 21, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Virginia Boulet	For	For	Management
1.2	Elect Director Peter C. Brown	For	For	Management
1.3	Elect Director Richard A. Gephardt	For	For	Management
1.4	Elect Director Gregory J. McCray	For	For	Management
1.5	Elect Director Michael J. Roberts	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	For	For	Management
5	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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6	Report on Political Contributions	Against	For	Shareholder
7	Declassify the Board of Directors	Against	For	Shareholder

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CLIFFS NATURAL RESOURCES INC.

Ticker: CLF Security ID: 18683K101  
 Meeting Date: MAY 17, 2011 Meeting Type: Annual  
 Record Date: MAR 25, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joseph A. Carrabba	For	For	Management
1.2	Elect Director Susan M. Cunningham	For	For	Management
1.3	Elect Director Barry J. Eldridge	For	For	Management
1.4	Elect Director Andres R. Gluski	For	For	Management
1.5	Elect Director Susan M. Green	For	For	Management
1.6	Elect Director Janice K. Henry	For	For	Management
1.7	Elect Director James F. Kirsch	For	For	Management
1.8	Elect Director Francis R. McAllister	For	For	Management
1.9	Elect Director Roger Phillips	For	For	Management
1.10	Elect Director Richard K. Riederer	For	For	Management
1.11	Elect Director Richard A. Ross	For	For	Management
1.12	Elect Director Alan Schwartz	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5	Require a Majority Vote for the Election of Directors	Against	Against	Shareholder
6	Ratify Auditors	For	For	Management

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DANAHER CORPORATION

Ticker: DHR Security ID: 235851102  
 Meeting Date: MAY 10, 2011 Meeting Type: Annual  
 Record Date: MAR 11, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Lawrence Culp, Jr.	For	For	Management
1.2	Elect Director Mitchell P. Rales	For	For	Management
1.3	Elect Director Elias A. Zerhouni	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Provide Right to Call Special Meeting	For	For	Management
5	Amend Omnibus Stock Plan	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
7	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

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ENTERGY CORPORATION

Ticker: ETR Security ID: 29364G103  
 Meeting Date: MAY 06, 2011 Meeting Type: Annual  
 Record Date: MAR 08, 2011

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Maureen Scannell Bateman	For	For	Management
2	Elect Director Gary W. Edwards	For	For	Management
3	Elect Director Alexis M. Herman	For	For	Management
4	Elect Director Donald C. Hintz	For	For	Management
5	Elect Director J. Wayne Leonard	For	For	Management
6	Elect Director Stuart L. Levenick	For	For	Management
7	Elect Director Blanche L. Lincoln	For	For	Management
8	Elect Director Stewart C. Myers	For	For	Management
9	Elect Director William A. Percy, II	For	For	Management
10	Elect Director W.J. Tauzin	For	For	Management
11	Elect Director Steven V. Wilkinson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
15	Approve Omnibus Stock Plan	For	For	Management

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### EXXON MOBIL CORPORATION

Ticker: XOM                      Security ID: 30231G102  
Meeting Date: MAY 25, 2011      Meeting Type: Annual  
Record Date: APR 06, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management
1.2	Elect Director P. Brabeck-Letmathe	For	For	Management
1.3	Elect Director L.R. Faulkner	For	For	Management
1.4	Elect Director J.S. Fishman	For	For	Management
1.5	Elect Director K.C. Frazier	For	For	Management
1.6	Elect Director W.W. George	For	For	Management
1.7	Elect Director M.C. Nelson	For	For	Management
1.8	Elect Director S.J. Palmisano	For	For	Management
1.9	Elect Director S.S. Reinemund	For	For	Management
1.10	Elect Director R.W. Tillerson	For	For	Management
1.11	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
4	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
5	Require Independent Board Chairman	Against	Against	Shareholder
6	Report on Political Contributions	Against	For	Shareholder
7	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	Against	Shareholder
8	Adopt Policy on Human Right to Water	Against	Against	Shareholder
9	Report on Environmental Impact of Oil Sands Operations in Canada	Against	For	Shareholder
10	Report on Environmental Impacts of Natural Gas Fracturing	Against	For	Shareholder
11	Report on Energy Technologies Development	Against	Against	Shareholder
12	Adopt Quantitative GHG Goals for Products and Operations	Against	Against	Shareholder



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GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104  
 Meeting Date: SEP 27, 2010 Meeting Type: Annual  
 Record Date: JUL 29, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Bradbury H. Anderson	For	For	Management
2	Elect Director R. Kerry Clark	For	For	Management
3	Elect Director Paul Danos	For	For	Management
4	Elect Director William T. Esrey	For	For	Management
5	Elect Director Raymond V. Gilmartin	For	For	Management
6	Elect Director Judith Richards Hope	For	For	Management
7	Elect Director Heidi G. Miller	For	For	Management
8	Elect Director Hilda Ochoa-Brillembourg	For	For	Management
9	Elect Director Steve Odland	For	For	Management
10	Elect Director Kendall J. Powell	For	For	Management
11	Elect Director Lois E. Quam	For	For	Management
12	Elect Director Michael D. Rose	For	For	Management
13	Elect Director Robert L. Ryan	For	For	Management
14	Elect Director Dorothy A. Terrell	For	For	Management
15	Approve Executive Incentive Bonus Plan	For	For	Management
16	Ratify Auditors	For	For	Management
17	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

HASBRO, INC.

Ticker: HAS Security ID: 418056107  
 Meeting Date: MAY 19, 2011 Meeting Type: Annual  
 Record Date: MAR 25, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Basil L. Anderson	For	For	Management
1.2	Elect Director Alan R. Batkin	For	For	Management
1.3	Elect Director Frank J. Biondi, Jr.	For	For	Management
1.4	Elect Director Kenneth A. Bronfin	For	For	Management
1.5	Elect Director John M. Connors, Jr.	For	For	Management
1.6	Elect Director Michael W.O. Garrett	For	For	Management
1.7	Elect Director Lisa Gersh	For	For	Management
1.8	Elect Director Brian D. Goldner	For	For	Management
1.9	Elect Director Jack M. Greenberg	For	For	Management
1.10	Elect Director Alan G. Hassenfeld	For	For	Management
1.11	Elect Director Tracy A. Leinbach	For	For	Management
1.12	Elect Director Edward M. Philip	For	For	Management
1.13	Elect Director Alfred J. Verrecchia	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Ratify Auditors	For	For	Management

HEWLETT-PACKARD COMPANY

Ticker: HPQ Security ID: 428236103  
 Meeting Date: MAR 23, 2011 Meeting Type: Annual

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Record Date: JAN 24, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director M. L. Andreessen	For	For	Management
2	Elect Director L. Apotheker	For	Against	Management
3	Elect Director L.T. Babbio, Jr.	For	Against	Management
4	Elect Director S.M. Baldauf	For	Against	Management
5	Elect Director S. Banerji	For	For	Management
6	Elect Director R.L. Gupta	For	Against	Management
7	Elect Director J.H. Hammergren	For	Against	Management
8	Elect Director R.J. Lane	For	For	Management
9	Elect Director G.M. Reiner	For	For	Management
10	Elect Director P.F. Russo	For	For	Management
11	Elect Director D. Senequier	For	For	Management
12	Elect Director G.K. Thompson	For	Against	Management
13	Elect Director M.C. Whitman	For	For	Management
14	Ratify Auditors	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
16	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
17	Approve Qualified Employee Stock Purchase Plan	For	For	Management
18	Amend Executive Incentive Bonus Plan	For	For	Management

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### 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 Officers' Compensation	For	For	Management
15	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
16	Provide for Cumulative Voting	Against	Against	Shareholder
17	Report on Political Contributions	Against	For	Shareholder
18	Report on Lobbying Expenses	Against	For	Shareholder

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### JOHNSON CONTROLS, INC.

Ticker: JCI Security ID: 478366107  
 Meeting Date: JAN 26, 2011 Meeting Type: Annual

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Record Date: NOV 18, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Natalie A. Black	For	For	Management
1.2	Elect Director Robert A. Cornog	For	For	Management
1.3	Elect Director William H. Lacy	For	For	Management
1.4	Elect Director Stephen A. Roell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Amend Executive Incentive Bonus Plan	For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
7	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100  
 Meeting Date: MAY 17, 2011 Meeting Type: Annual  
 Record Date: MAR 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Crandall C. Bowles	For	For	Management
2	Elect Director Stephen B. Burke	For	For	Management
3	Elect Director David M. Cote	For	For	Management
4	Elect Director James S. Crown	For	For	Management
5	Elect Director James Dimon	For	For	Management
6	Elect Director Ellen V. Futter	For	Against	Management
7	Elect Director William H. Gray, III	For	For	Management
8	Elect Director Laban P. Jackson, Jr.	For	For	Management
9	Elect Director David C. Novak	For	For	Management
10	Elect Director Lee R. Raymond	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 Officers' Compensation	For	For	Management
14	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
15	Amend Omnibus Stock Plan	For	Against	Management
16	Affirm Political Non-Partisanship	Against	Against	Shareholder
17	Provide Right to Act by Written Consent	Against	For	Shareholder
18	Report on Loan Modifications	Against	Against	Shareholder
19	Report on Political Contributions	Against	For	Shareholder
20	Institute Procedures to Prevent Investments in Companies that Contribute to Genocide or Crimes Against Humanity	Against	Against	Shareholder
21	Require Independent Board Chairman	Against	Against	Shareholder

KOHL'S CORPORATION

Ticker: KSS Security ID: 500255104  
 Meeting Date: MAY 12, 2011 Meeting Type: Annual  
 Record Date: MAR 09, 2011

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Peter Boneparth	For	For	Management
2	Elect Director Steven A. Burd	For	For	Management
3	Elect Director John F. Herma	For	For	Management
4	Elect Director Dale E. Jones	For	For	Management
5	Elect Director William S. Kellogg	For	For	Management
6	Elect Director Kevin Mansell	For	For	Management
7	Elect Director Frank V. Sica	For	For	Management
8	Elect Director Peter M. Sommerhauser	For	For	Management
9	Elect Director Stephanie A. Streeter	For	For	Management
10	Elect Director Nina G. Vaca	For	For	Management
11	Elect Director Stephen E. Watson	For	For	Management
12	Ratify Auditors	For	For	Management
13	Reduce Supermajority Vote Requirement Relating to Director Elections	For	For	Management
14	Reduce Supermajority Vote Requirement	For	For	Management
15	Amend Executive Incentive Bonus Plan	For	For	Management
16	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
17	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
18	Provide Right to Act by Written Consent	Against	For	Shareholder
19	Adopt Policy on Succession Planning	Against	Against	Shareholder

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NOBLE ENERGY, INC.

Ticker: NBL Security ID: 655044105  
 Meeting Date: APR 26, 2011 Meeting Type: Annual  
 Record Date: MAR 08, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Jeffrey L. Berenson	For	For	Management
2	Elect Director Michael A. Cawley	For	For	Management
3	Elect Director Edward F. Cox	For	For	Management
4	Elect Director Charles D. Davidson	For	For	Management
5	Elect Director Thomas J. Edelman	For	For	Management
6	Elect Director Eric P. Grubman	For	For	Management
7	Elect Director Kirby L. Hedrick	For	For	Management
8	Elect Director Scott D. Urban	For	For	Management
9	Elect Director William T. Van Kleef	For	For	Management
10	Ratify Auditors	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
12	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
13	Amend Omnibus Stock Plan	For	For	Management

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NORTEK, INC.

Ticker: NTKS Security ID: 656559309  
 Meeting Date: NOV 09, 2010 Meeting Type: Annual  
 Record Date: SEP 23, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Coleman	For	For	Management
1.2	Elect Director Thomas A. Keenan	For	For	Management
1.3	Elect Director J. David Smith	For	For	Management
2	Ratify Auditors	For	For	Management

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3 Approve Omnibus Stock Plan For For Management

### PPG INDUSTRIES, INC.

Ticker: PPG Security ID: 693506107  
 Meeting Date: APR 21, 2011 Meeting Type: Annual  
 Record Date: FEB 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen F. Angel	For	For	Management
1.2	Elect Director Hugh Grant	For	For	Management
1.3	Elect Director Michele J. Hooper	For	For	Management
1.4	Elect Director Robert Mehrabian	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
5	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
6	Ratify Auditors	For	For	Management
7	Report on Community Environmental Impact Disclosure Process	Against	Against	Shareholder

### PRUDENTIAL FINANCIAL, INC.

Ticker: PRU Security ID: 744320102  
 Meeting Date: MAY 10, 2011 Meeting Type: Annual  
 Record Date: MAR 11, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Thomas J. Baltimore, Jr.	For	For	Management
2	Elect Director Gordon M. Bethune	For	For	Management
3	Elect Director Gaston Caperton	For	For	Management
4	Elect Director Gilbert F. Casellas	For	For	Management
5	Elect Director James G. Cullen	For	For	Management
6	Elect Director William H. Gray, III	For	For	Management
7	Elect Director Mark B. Grier	For	For	Management
8	Elect Director Constance J. Horner	For	For	Management
9	Elect Director Martina Hund-Mejean	For	For	Management
10	Elect Director Karl J. Krapek	For	For	Management
11	Elect Director Christine A. Poon	For	For	Management
12	Elect Director John R. Strangfield	For	For	Management
13	Elect Director James A. Unruh	For	For	Management
14	Ratify Auditors	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
16	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
17	Reduce Supermajority Vote Requirement	For	For	Shareholder
18	Report on Lobbying Contributions and Expenses	Against	Against	Shareholder

### QUAD/GRAPHICS, INC.

Ticker: QUAD Security ID: 747301109

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Meeting Date: MAY 16, 2011 Meeting Type: Annual

Record Date: MAR 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William J. Abraham, Jr.	For	Withhold	Management
1.2	Elect Director Mark A. Angelson	For	Withhold	Management
1.3	Elect Director Douglas P. Buth	For	For	Management
1.4	Elect Director Christopher B. Harned	For	Withhold	Management
1.5	Elect Director Betty Ewens Quadracci	For	Withhold	Management
1.6	Elect Director J. Joel Quadracci	For	Withhold	Management
1.7	Elect Director Thomas O. Ryder	For	For	Management
1.8	Elect Director John S. Shiely	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
4	Approve Omnibus Stock Plan	For	For	Management

### REYNOLDS AMERICAN INC.

Ticker: RAI Security ID: 761713106

Meeting Date: MAY 06, 2011 Meeting Type: Annual

Record Date: MAR 14, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Luc Jobin	For	For	Management
1.2	Elect Director Nana Mensah	For	For	Management
1.3	Elect Director John J. Zillmer	For	For	Management
1.4	Elect Director John P. Daly	For	For	Management
1.5	Elect Director Daniel M. Delen	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
4	Increase Authorized Common Stock	For	For	Management
5	Ratify Auditors	For	For	Management
6	Declassify the Board of Directors	Against	For	Shareholder
7	Cease Production of Flavored Tobacco Products	Against	Against	Shareholder
8	Adopt Human Rights Protocols for Company and Suppliers	Against	Against	Shareholder

### SCHLUMBERGER LIMITED

Ticker: SLB Security ID: 806857108

Meeting Date: APR 06, 2011 Meeting Type: Annual

Record Date: FEB 16, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Philippe Camus	For	Did Not Vote	Management
1.2	Elect Director Peter L.S. Currie	For	Did Not Vote	Management
1.3	Elect Director Andrew Gould	For	Did Not Vote	Management
1.4	Elect Director Tony Isaac	For	Did Not Vote	Management
1.5	Elect Director K. Vaman Kamath	For	Did Not Vote	Management
1.6	Elect Director Nikolay Kudryavtsev	For	Did Not Vote	Management
1.7	Elect Director Adrian Lajous	For	Did Not Vote	Management
1.8	Elect Director Michael E. Marks	For	Did Not Vote	Management

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1.9	Elect Director Elizabeth Moler	For	Did Not Vote	Management
1.10	Elect Director Leo Rafael Reif	For	Did Not Vote	Management
1.11	Elect Director Tore I. Sandvold	For	Did Not Vote	Management
1.12	Elect Director Henri Seydoux	For	Did Not Vote	Management
1.13	Elect Director Paal Kibsgaard	For	Did Not Vote	Management
1.14	Elect Director Lubna S. Olayan	For	Did Not Vote	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Did Not Vote	Management
3	Advisory Vote on Say on Pay Frequency	Two Years	Did Not Vote	Management
4	Increase Authorized Common Stock	For	Did Not Vote	Management
5	Adopt Plurality Voting for Contested Election of Directors	For	Did Not Vote	Management
6	Adopt and Approve Financials and Dividends	For	Did Not Vote	Management
7	Ratify PricewaterhouseCoopers LLP as Auditors	For	Did Not Vote	Management

### TARGET CORPORATION

Ticker: TGT Security ID: 87612E106  
 Meeting Date: JUN 08, 2011 Meeting Type: Annual  
 Record Date: APR 11, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Roxanne S. Austin	For	For	Management
2	Elect Director Calvin Darden	For	For	Management
3	Elect Director Mary N. Dillon	For	For	Management
4	Elect Director James A. Johnson	For	For	Management
5	Elect Director Mary E. Minnick	For	For	Management
6	Elect Director Anne M. Mulcahy	For	For	Management
7	Elect Director Derica W. Rice	For	For	Management
8	Elect Director Stephen W. Sanger	For	For	Management
9	Elect Director Gregg W. Steinhafel	For	For	Management
10	Elect Director John G. Stumpf	For	For	Management
11	Elect Director Solomon D. Trujillo	For	For	Management
12	Ratify Auditors	For	For	Management
13	Approve Omnibus Stock Plan	For	Against	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
16	Adopt Compensation Benchmarking Policy	Against	Against	Shareholder
17	Report on Electronics Recycling and Preventing E-Waste Export	Against	Against	Shareholder

### TCF FINANCIAL CORPORATION

Ticker: TCB Security ID: 872275102  
 Meeting Date: APR 27, 2011 Meeting Type: Annual  
 Record Date: FEB 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Raymond L. Barton	For	For	Management
1.2	Elect Director Peter Bell	For	Withhold	Management
1.3	Elect Director William F. Bieber	For	Withhold	Management
1.4	Elect Director Theodore J. Bigos	For	Withhold	Management
1.5	Elect Director William A. Cooper	For	Withhold	Management

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1.6	Elect Director	Thomas A. Cusick	For	Withhold	Management
1.7	Elect Director	Luella G. Goldberg	For	Withhold	Management
1.8	Elect Director	Karen L. Grandstrand	For	For	Management
1.9	Elect Director	George G. Johnson	For	Withhold	Management
1.10	Elect Director	Vance K. Opperman	For	Withhold	Management
1.11	Elect Director	Gregory J. Pulles	For	Withhold	Management
1.12	Elect Director	Gerald A. Schwalbach	For	Withhold	Management
1.13	Elect Director	Ralph Strangis	For	Withhold	Management
1.14	Elect Director	Barry N. Winslow	For	Withhold	Management
1.15	Elect Director	Richard A. Zona	For	For	Management
2	Amend Nonqualified Employee Stock Purchase Plan		For	For	Management
3	Amend Executive Incentive Bonus Plan		For	For	Management
4	Amend Omnibus Stock Plan		For	For	Management
5	Reduce Supermajority Vote Requirement		For	For	Management
6	Advisory Vote to Ratify Named Executive Officers' Compensation		For	Against	Management
7	Advisory Vote on Say on Pay Frequency	One Year	One Year		Management
8	Ratify Auditors		For	For	Management

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### THE BANK OF NEW YORK MELLON CORPORATION

Ticker: BK Security ID: 064058100  
 Meeting Date: APR 12, 2011 Meeting Type: Annual  
 Record 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 Officers' Compensation	For	For	Management
16	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
17	Amend Omnibus Stock Plan	For	Against	Management
18	Amend Executive Incentive Bonus Plan	For	For	Management
19	Ratify Auditors	For	For	Management
20	Provide for Cumulative Voting	Against	Against	Shareholder

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### THE CHARLES SCHWAB CORPORATION

Ticker: SCHW Security ID: 808513105  
 Meeting Date: MAY 17, 2011 Meeting Type: Annual  
 Record Date: MAR 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Elect Director Frank C. Herringer	For	For	Management
2	Elect Director Stephen T. McLin	For	For	Management
3	Elect Director Charles R. Schwab	For	For	Management
4	Elect Director Roger O. Walther	For	For	Management
5	Elect Director Robert N. Wilson	For	For	Management
6	Ratify Auditors	For	For	Management
7	Amend Omnibus Stock Plan	For	For	Management
8	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
9	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
10	Report on Political Contributions	Against	For	Shareholder
11	Declassify the Board of Directors	None	For	Shareholder

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THE GOLDMAN SACHS GROUP, INC.

Ticker: GS Security ID: 38141G104  
 Meeting Date: MAY 06, 2011 Meeting Type: Annual  
 Record Date: MAR 07, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Lloyd C. Blankfein	For	For	Management
2	Elect Director John H. Bryan	For	For	Management
3	Elect Director Gary D. Cohn	For	For	Management
4	Elect Director Claes Dahlback	For	For	Management
5	Elect Director Stephen Friedman	For	For	Management
6	Elect Director William W. George	For	For	Management
7	Elect Director James A. Johnson	For	For	Management
8	Elect Director Lois D. Juliber	For	For	Management
9	Elect Director Lakshmi N. Mittal	For	For	Management
10	Elect Director James J. Schiro	For	For	Management
11	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
12	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
13	Ratify Auditors	For	For	Management
14	Provide for Cumulative Voting	Against	Against	Shareholder
15	Amend Bylaws-- Call Special Meetings	Against	For	Shareholder
16	Stock Retention/Holding Period	Against	Against	Shareholder
17	Review Executive Compensation	Against	Against	Shareholder
18	Report on Climate Change Business Risks	Against	Against	Shareholder
19	Report on Political Contributions	Against	Against	Shareholder

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THE PROCTER & GAMBLE COMPANY

Ticker: PG Security ID: 742718109  
 Meeting Date: OCT 12, 2010 Meeting Type: Annual  
 Record Date: AUG 13, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Angela F. Braly	For	For	Management
2	Elect Director Kenneth I. Chenault	For	For	Management
3	Elect Director Scott D. Cook	For	For	Management
4	Elect Director Rajat K. Gupta	For	For	Management
5	Elect Director Robert A. Mcdonald	For	For	Management
6	Elect Director W. James Mcnerney, Jr.	For	For	Management
7	Elect Director Johnathan A. Rodgers	For	For	Management
8	Elect Director Mary A. Wilderotter	For	For	Management

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9	Elect Director Patricia A. Woertz	For	For	Management
10	Elect Director Ernesto Zedillo	For	For	Management
11	Ratify Auditors	For	For	Management
12	Provide for Cumulative Voting	Against	Against	Shareholder

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THE TRAVELERS COMPANIES, INC.

Ticker: TRV Security ID: 89417E109  
 Meeting Date: MAY 26, 2011 Meeting Type: Annual  
 Record Date: MAR 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Alan L. Beller	For	For	Management
2	Elect Director John H. Dasburg	For	For	Management
3	Elect Director Janet M. Dolan	For	For	Management
4	Elect Director Kenneth M. Duberstein	For	For	Management
5	Elect Director Jay S. Fishman	For	For	Management
6	Elect Director Lawrence G. Graev	For	For	Management
7	Elect Director Patricia L. Higgins	For	For	Management
8	Elect Director Thomas R. Hodgson	For	For	Management
9	Elect Director Cleve L. Killingsworth, Jr.	For	For	Management
10	Elect Director Donald J. Shepard	For	For	Management
11	Elect Director Laurie J. Thomsen	For	For	Management
12	Ratify Auditors	For	For	Management
13	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
14	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

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THERMO FISHER SCIENTIFIC INC.

Ticker: TMO Security ID: 883556102  
 Meeting Date: MAY 25, 2011 Meeting Type: Annual  
 Record Date: MAR 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Thomas J. Lynch	For	For	Management
2	Elect Director William G. Parrett	For	For	Management
3	Elect Director Michael E. Porter	For	For	Management
4	Elect Director Scott M. Sperling	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	Two Years	One Year	Management
7	Ratify Auditors	For	For	Management
8	Declassify the Board of Directors	Against	For	Shareholder

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UNITED PARCEL SERVICE, INC.

Ticker: UPS Security ID: 911312106  
 Meeting Date: MAY 05, 2011 Meeting Type: Annual  
 Record Date: MAR 07, 2011

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director F. Duane Ackerman	For	For	Management
2	Elect Director Michael J. Burns	For	For	Management
3	Elect Director D. Scott Davis	For	For	Management
4	Elect Director Stuart E. Eizenstat	For	For	Management
5	Elect Director Michael L. Eskew	For	For	Management
6	Elect Director William R. Johnson	For	For	Management
7	Elect Director Ann M. Livermore	For	For	Management
8	Elect Director Rudy H.P. Markham	For	For	Management
9	Elect Director Clark T. Randt, Jr.	For	For	Management
10	Elect Director John W. Thompson	For	For	Management
11	Elect Director Carol B. Tome	For	For	Management
12	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
13	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
14	Ratify Auditors	For	For	Management
15	Other Business	For	Against	Management

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### 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 Statutory Reports	For	For	Management
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 Remuneration of Auditors	For	For	Management
19	Authorise Issue of Equity with Pre-emptive Rights	For	For	Management
20	Authorise Issue of Equity without Pre-emptive Rights	For	For	Management
21	Authorise Market Purchase	For	For	Management
22	Adopt New Articles of Association	For	For	Management
23	Authorise the Company to Call EGM with Two Weeks' Notice	For	For	Management
24	Approve Share Incentive Plan	For	For	Management

===== END NPX REPORT

SIGNATURES

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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: MFS SPECIAL VALUE TRUST

By (Signature and Title): MARIA F. DIORIODWYER\*

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Maria F. DiOrioDwyer, Principal Executive Officer

Date: August 12, 2011

\*By (Signature and Title) /s/ Susan S. Newton

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Susan S. Newton, as attorney-in-fact

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\* Executed by Susan S. Newton on behalf of Maria F. DiOrioDwyer pursuant to a Power of Attorney dated October 26, 2010. (1)

(1) Incorporated by reference to MFS Series Trust XIII (File Nos. 2-74959 and 811-3327) Post-Effective Amendment No. 45 filed with the SEC via EDGAR on March 10, 2011.