

CENTRAL SECURITIES CORP  
Form N-PX  
August 14, 2013

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: 811-179

Central Securities Corporation

(Exact name of Registrant as specified in charter)

630 Fifth Avenue, Eighth Floor

New York, New York 10111

(Address of principal executive offices)

Registrant's telephone number: 212-698-2020

Date of fiscal year end: December 31

Date of reporting period: July 1, 2012 - June 30, 2013



**Issuer:** Vodafone Group PLC **CUSIP:** 92857W209

**Ticker:** VOD

**Meeting Date:** 7/24/2012

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Vote</b>	<b>Against Mgt.</b>
1. To receive the Company's accounts and reports of the directors and the auditor for the year ended 31 March 2012.	Management	FOR	FOR
2. Election of Gerard Kleisterlee as a director of the company.	Management	FOR	FOR
3. Re-election of Vittorio Colao as a director of the company.	Management	FOR	FOR
4. Re-election of Andy Halford as a director of the company.	Management	FOR	FOR
5. Re-election of Stephen Pusey as a director of the company.	Management	FOR	FOR
6. Re-election of Renee James as a director of the company.	Management	FOR	FOR
7. Re-election of Alan Jebson as a director of the company.	Management	FOR	FOR
8. Re-election of Samuel Jonah as a director of the company.	Management	FOR	FOR
9. Re-election of Nick Land as a director of the company.	Management	FOR	FOR
10. Re-election of Anne Lauvergeon as a director of the company.	Management	FOR	FOR
11. Re-election of Luc Vandavelde as a director of the company.	Management	FOR	FOR
12. Re-election of Anthony Watson as a director of the company.	Management	FOR	FOR
13. Re-election of Philip Yea as a director of the company.	Management	FOR	FOR
14. To approve the final dividend of 6.47p per ordinary share.	Management	FOR	FOR
15. To approve the Remuneration Report of the Board for the year ended 31 March 2012.	Management	FOR	FOR
16. To re-appoint Deloitte LLP as auditor.	Management	FOR	FOR
17. To authorize the Audit & Risk Committee to determine the remuneration of the auditor.	Management	FOR	FOR
18. To authorize the directors to allot shares.	Management	FOR	FOR
19. To authorize the directors to dis-apply per-emption rights.	Management	FOR	FOR
20. To authorize the Company to purchase its own shares (section 701, Companies Act 2006).	Management	FOR	FOR
22. To authorize the calling of a general meeting other than an Annual General Meeting on not less than 14 clear days' notice.	Management	FOR	FOR

**Issuer:** Precision Castparts Corp. **CUSIP:** 740189105

**Ticker:** PCP

**Meeting Date:** 8/14/12

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of Mark Donegan as a director of the company.	Management	FOR FOR
1-02. Election of Vernon E. Oechsle as a director of the company.	Management	FOR FOR
1-03. Election of Ulrich Schmidt as a director of the company.	Management	FOR FOR
2. Ratification of independent registered public accounting firm.	Management	FOR FOR
3. Advisory vote regarding compensation of named executive officers.	Management	FOR FOR
4. Re-approval of the executive performance incentive plan.	Management	FOR FOR

**Issuer:** Medtronic, Inc. **CUSIP:** 585055106

**Ticker:** MDT

**Meeting Date:** 8/23/12

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/Against Mgt.</b>
1-01. Election of Richard H. Anderson as a director of the company.	Management	FOR	FOR
1-02. Election of Victor J. Dzau, M.D. as a director of the company.	Management	FOR	FOR
1-03. Election of Omar Ishrak as a director of the company.	Management	FOR	FOR
1-04. Election of Shirley Ann Jackson Phd. as a director of the company.	Management	FOR	FOR
1-05. Election of Michael O. Leavitt as a director of the company.	Management	FOR	FOR
1-06. Election of James T. Lenehan as a director of the company.	Management	FOR	FOR
1-07. Election of Denise M. O'Leary as a director of the company.	Management	FOR	FOR
1-08. Election of Kendall J. Powell as a director of the company.	Management	FOR	FOR
1-09. Election of Robert C. Pozen as a director of the company.	Management	FOR	FOR
1-10. Election of Jack W. Schuler as a director of the company.	Management	FOR	FOR
2. To ratify the appointment of PricewaterhouseCoopers LLP as Medtronic's independent registered public accounting firm.	Management	FOR	FOR
3. A non-binding advisory vote to approve executive compensation (a say-on-pay vote).	Management	FOR	FOR
4. To amend the company's articles of incorporation to provide for majority vote in uncontested elections of directors.	Management	FOR	FOR
5. To approve the proxy access shareholder proposal.	Stockholder	Against	FOR
6. To approve adoption of a simple majority shareholder proposal.	Stockholder	Against	FOR

**Issuer:** Flextronics International Ltd. **CUSIP:** Y2573F102

**Ticker:** FLEX

**Meeting Date:** 8/30/12

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Vote</b>	<b>Against Mgt.</b>
1-01. Re-election of Mr. James A. Davidson as a director of the company.	Management	FOR	FOR
1-02. Re-election of Mr. Willard D. Watkins as a director of the company.	Management	FOR	FOR
2. Re-election of Mr. Lay Koon Tan as a director of the company.	Management	FOR	FOR
3. To approve the re=appointment of Deloitte & Touche LLP as Flextronics's independent auditors for the 2013 fiscal year and to authorize the board of directors to fix its remuneration.	Management	FOR	FOR
4. To approve the general authorization for the directors of Flextronics to allot and issue ordinary shares.	Management	FOR	FOR
5. Non-binding, advisory resolution to approve the compensation of Flextronics's named executive officers, as disclosed pursuant to Item 402 of Regulation S-K, set forth in "Compensation tables and the accompanying narrative disclosure under "Executive Compensation" in Flextronics's proxy statement relating to its 2012 AGM	Management	FOR	FOR
S-1. Extraordinary general meeting proposal: to approve the renewal of the share purchase mandate relating to acquisitions by Flextronics of its own issued ordinary shares.	Management	FOR	FOR

**Issuer:** GeoMet, Inc. **CUSIP:** 37250U201

**Ticker:** GMET

**Meeting Date:** 11/8/12

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Vote</b>	<b>Against Mgt.</b>
1-01. Election of James C. Crain as a director of the company.	Management	FOR	FOR
1-02. Election of Robert E. Creager as a director of the company.	Management	FOR	FOR
1-03. Election of Stanley L. Graves as a director of the company.	Management	FOR	FOR
1-04. Election of Charles D. Haynes as a director of the company.	Management	FOR	FOR
1-05. Election of W. Howard Keenan, Jr. as a director of the company.	Management	FOR	FOR
1-06. Election of Michael Y. McGovern as a director of the company.	Management	FOR	FOR
1-07. Election of William C. Rankin as a director of the company.	Management	FOR	FOR
1-08. Election of Gary S. Weber as a director of the company.	Management	FOR	FOR

**Issuer:** Walgreen Co.      **CUSIP:**  
931422109

**Ticker:** WAG

**Meeting Date:** 1/9/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/ Against Mgt.</b>
1-01. Election of Janice M. Babiak as a director of the company.	Management	FOR	FOR
1-02. Election of David J. Brailer as a director of the company.	Management	FOR	FOR
1-03. Election of Steven A. Davis as a director of the company.	Management	FOR	FOR
1-04. Election of William C. Foote as a director of the company.	Management	FOR	FOR
1-05. Election of Mark P. Frissora as a director of the company.	Management	FOR	FOR
1-06. Election of Ginger L. Graham as a director of the company.	Management	FOR	FOR
1-07. Election of Alan G. McNally as a director of the company.	Management	FOR	FOR
1-08. Election of Dominic P. Murphy as a director of the company.	Management	FOR	FOR
1-09. Election of Stefano Pessina as a director of the company.	Management	FOR	FOR
1-10. Election of Nancy M. Schlichting as a director of the company.	Management	FOR	FOR
1-11. Election of Alejandro Silva as a director of the company.	Management	FOR	FOR
1-12. Election of James A. Skinner as a director of the company.	Management	FOR	FOR
1-13. Election of Gregory D. Wasson as a director of the company.	Management	FOR	FOR
2. Advisory vote to approve named executive officer compensation.	Management	FOR	FOR
3. Approval of the Walgreen Co. 2013 Omnibus Incentive Plan.	Management	FOR	FOR
4. Ratify the appointment of Deloitte & Touche LLP as Walgreen & Co.'s independent public accounting firm.	Management	FOR	FOR
5. To approve a policy regarding accelerated vesting of equity awards of senior executives upon a change in control.	Stockholder	Against	FOR



**Issuer:** Mindspeed Technologies, Inc. **CUSIP:** 602682205

**Ticker:** MSPD

**Meeting Date:** 2/12/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of Robert J. Conrad as a director of the company.	Management	FOR FOR
1-02. Election of Jerrie L. Stead as a director of the company.	Management	FOR FOR
2. Ratification of appointment of independent registered public accounting firm.	Management	FOR FOR
3. Approval of the company's 2013 equity incentive plan.	Management	FOR FOR

**Issuer:** Coherent, Inc. **CUSIP:** 192479103

**Ticker:** COHR

**Meeting Date:** 2/27/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of John R. Ambroseo as a director of the company.	Management	FOR FOR
1-02. Election of Jay T. Flatley as a director of the company.	Management	FOR FOR
1-03. Election of Susan M. James as a director of the company.	Management	FOR FOR
1-04. Election of L. William Krause as a director of the company.	Management	FOR FOR
1-05. Election of Garry W. Rogerson as a director of the company.	Management	FOR FOR
1-06. Election of Lawrence Tomlinson as a director of the company.	Management	FOR FOR
1-07. Election of Sandeep Vij as a director of the company.	Management	FOR FOR
2. Ratification of appointment of Deloitte & Touche LLP as independent registered public accounting firm for the fiscal year ending September 28, 2013.	Management	FOR FOR
3. Advisory vote to approve executive officer compensation.	Management	FOR FOR

**Issuer:** Analog Devices, Inc. **CUSIP:** 032654105

**Ticker:** ADI

**Meeting Date:** 3/13/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Vote</b>	<b>Against Mgt.</b>
1-01. Election of Ray Stata as a director of the company.	Management	FOR	FOR
1-02. Election of Jerald G. Fishman as a director of the company.	Management	FOR	FOR
1-03. Election of James A. Champy as a director of the company.	Management	FOR	FOR
1-04. Election of John C. Hodgson as a director of the company.	Management	FOR	FOR
1-05. Election of Yves-Andre Istel as a director of the company.	Management	FOR	FOR
1-06. Election of Neil Novich as a director of the company.	Management	FOR	FOR
1-07. Election of F. Grant Savers as a director of the company.	Management	FOR	FOR
1-08. Election of Paul J. Severino as a director of the company.	Management	FOR	FOR
1-09. Election of Kenton J. Sicchitano as a director of the company.	Management	FOR	FOR
1-10. Election of Lisa T. Su as a director of the company.	Management	FOR	FOR
2. To approve, by non-binding “say-on-pay” vote, the compensation of named executive officers, all as more fully described in the proxy statement.	Management	FOR	FOR
3. To approve the Analog Devices, Inc. Executive Section 162(M) Plan.	Management	FOR	FOR
4. To ratify the selection of Ernst & Young LLP as independent registered public accounting firm for the fiscal year ending November 2, 2013.	Management	FOR	FOR

**Issuer:** Agilent Technologies, Inc. **CUSIP:** 00846U101

**Ticker:** A

**Meeting Date:** 3/20/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>Against Mgt.</b>
1-01. Election of Paul N. Clark as a director of the company.	Management	FOR	FOR
1-02. Election of James G. Cullen as a director of the company.	Management	FOR	FOR
1-03. Election of Tadataka Yamada, M.D. as a director of the company.	Management	FOR	FOR
2. To ratify the audit and finance committee's appointment of Pricewaterhousecoopers LLP as Agilent's independent registered public accounting firm.	Management	FOR	FOR
3. To approve the compensation of Agilent's named executive officers.	Management	FOR	FOR
4. To repeal the classified board structure.	Stockholder	FOR	Against

**Issuer:** Convergys Corporation **CUSIP:** 212485106

**Ticker:** CVG

**Meeting Date:** 4/26/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Vote</b>	<b>Against Mgt.</b>
1-01. Election of Andrea J. Ayers as a director of the company.	Management	FOR	FOR
1-02. Election of John F. Barrett as a director of the company.	Management	FOR	FOR
1-03. Election of Richard R. Devenuti as a director of the company.	Management	FOR	FOR
1-04. Election of Jeffrey H. Fox as a director of the company.	Management	FOR	FOR
1-05. Election of Joseph E. Gibbs as a director of the company.	Management	FOR	FOR
1-06. Election of Joan E. Herman as a director of the company.	Management	FOR	FOR
1-07. Election of Thomas L. Monahan as a director of the company.	Management	FOR	FOR
1-08. Election of Ronald L. Nelson as a director of the company.	Management	FOR	FOR
1-09. Election of Richard F. Wallman as a director of the company.	Management	FOR	FOR
2. To ratify the appointment of the independent registered public accounting firm.	Management	FOR	FOR
3. To re-approve performance goals under the Convergys Corporation long term incentive plan for purposes of Section 162(m).	Management	FOR	FOR
4. To approve, on an advisory basis, the compensation of named executive officers.	Management	FOR	FOR

**Issuer:** Motorola Solutions, Inc. **CUSIP:** 620076307

**Ticker:** MSI

**Meeting Date:** 5/6/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/Against Mgt.</b>
1-01. Election of Gregory Q. Brown as a director of the company.	Management	FOR	FOR
1-02. Election of William J. Bratton as a director of the company.	Management	FOR	FOR
1-03. Election of Kenneth C. Dahlberg as a director of the company.	Management	FOR	FOR
1-04. Election of David W. Dorman as a director of the company.	Management	FOR	FOR
1-05. Election of Michael V. Hayden as a director of the company.	Management	FOR	FOR
1-06. Election of Judy C. Lewent as a director of the company.	Management	FOR	FOR
1-07. Election of Anne R. Pramaggiore as a director of the company.	Management	FOR	FOR
1-08. Election of Samuel C. Scott, III as a director of the company.	Management	FOR	FOR
1-09. Election of Bradley E. Singer as a director of the company.	Management	FOR	FOR
1-10. Election of John A. White as a director of the company.	Management	FOR	FOR
2. Advisory approval of the company's executive compensation.	Management	FOR	FOR
3. Ratification of the appointment of KPMG LLP as the company's independent registered public accounting firm for 2013.	Management	FOR	FOR
4. Stockholder proposal re: encourage supplier(s) to publish an annual sustainability report.	Stockholder	Against	FOR
5. Stockholder proposal re: political disclosure and accountability.	Stockholder	Against	FOR

**Issuer:** The Bank of New York Mellon Corporation **CUSIP:** 064058100

**Ticker:** BK

**Meeting Date:** 4/9/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of Ruth E. Bruch as a director of the company.	Management	FOR FOR
1-02. Election of Nicholas M. Donofrio as a director of the company.	Management	FOR FOR
1-03. Election of Gerald L. Hassell as a director of the company.	Management	FOR FOR
1-04. Election of Edmund F. Kelly as a director of the company.	Management	FOR FOR
1-05. Election of Richard J. Koogan as a director of the company.	Management	FOR FOR
1-06. Election of Michael J. Kowalski as a director of the company.	Management	FOR FOR
1-07. Election of John A. Luke, Jr. as a director of the company.	Management	FOR FOR
1-08. Election of Mark A. Nordenberg as a director of the company.	Management	FOR FOR
1-09. Election of Catherine A. Rein as a director of the company.	Management	FOR FOR
1-10. Election of William C. Richardson as a director of the company.	Management	FOR FOR
1-11. Election of Samuel C. Scott III as a director of the company.	Management	FOR FOR
1-12. Election of Wesly W. Von Schack as a director of the company.	Management	FOR FOR
2. Advisory resolution to approve executive compensation.	Management	FOR FOR
3. Ratification of the KPMG LLP as independent auditors for 2013.	Management	FOR FOR

**Issuer:** General Electric Company **CUSIP:** 369604103

**Ticker:** GE

**Meeting Date:** 4/24/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/Against Mgt.</b>
A1. Election of W. Geoffrey Beattie as a director of the company.	Management	FOR	FOR
A2. Election of John J. Brennan as a director of the company.	Management	FOR	FOR
A3. Election of James I. Cash, Jr. as a director of the company.	Management	FOR	FOR
A4. Election of Francisco D'Souza as a director of the company.	Management	FOR	FOR
A5. Election of Marijn E. Dekkers as a director of the company.	Management	FOR	FOR
A6. Election of Ann M. Fudge as a director of the company.	Management	FOR	FOR
A7. Election of Susan Hockfield as a director of the company.	Management	FOR	FOR
A8. Election of Jeffrey R. Immelt as a director of the company.	Management	FOR	FOR
A9. Election of Andrea Jung as a director of the company.	Management	FOR	FOR
A10. Election of Robert W. Lane as a director of the company.	Management	FOR	FOR
A11. Election of Ralph S. Larsen as a director of the company.	Management	FOR	FOR
A12. Election of Rochelle B. Lazarus as a director of the company.	Management	FOR	FOR
A13. Election of James J. Mulva as a director of the company.	Management	FOR	FOR
A14. Election of Mary L. Shapiro as a director of the company.	Management	FOR	FOR
A15. Election of Robert J. Swieringa as a director of the company.	Management	FOR	FOR
A16. Election of James S. Tisch as a director of the company.	Management	FOR	FOR
A17. Election of Douglas A. Warner III as a director of the company.	Management	FOR	FOR
B1. Advisory approval of named executives' compensation.	Management	FOR	FOR
B2. Ratification of KPMG LLP as independent registered public accounting firm.	Management	FOR	FOR
C1. Stockholder proposal re: cessation of all stock options and bonuses.	Stockholder	Against	FOR
C2. Stockholder proposal re: director term limits.	Stockholder	Against	FOR
C3. Stockholder proposal re: independent chairman.	Stockholder	Against	FOR
C4. Stockholder proposal re: right way to act by written consent.	Stockholder	Against	FOR
C5. Stockholder proposal re: executives to retain significant stock.	Stockholder	Against	FOR
C6. Stockholder proposal re: multiple candidate elections.	Stockholder	Against	FOR



**Issuer:** Capital One Financial Corporation **CUSIP:** 14040H105  
**Ticker:** COF

**Meeting Date:** 5/2/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/Against</b>	<b>Vote Mgt.</b>
1A. Election of Richard D. Fairbank as a director of the company.	Management	FOR	FOR
1B. Election of W. Ronald Dietz as a director of the company.	Management	FOR	FOR
1C. Election of Lewis Hay, III as a director of the company.	Management	FOR	FOR
1D. Election of Benjamin P. Jenkins, III as a director of the company.	Management	FOR	FOR
1E. Election of Peter E. Raskind as a director of the company.	Management	FOR	FOR
1F. Election of Mayo A. Shattuck III as a director of the company.	Management	FOR	FOR
1G. Election of Bradford H. Warner as a director of the company.	Management	FOR	FOR
1H. Election of Catherine West as a director of the company.	Management	FOR	FOR
2. Ratification of selection of Ernst & Young LLP as independent auditors of Capital One for 2013.	Management	FOR	FOR
3. Advisory approval of Capital One's 2012 named executive officer compensation.	Management	FOR	FOR
4A. Approval of amendments to restated certificate of incorporation: future amendments to the amended and restated bylaws and the restated certificate of incorporation.	Management	FOR	FOR
4B. Approval of amendments to restated certificate of incorporation: removing any director from office.	Management	FOR	FOR
4C. Approval of amendments to restated certificate of incorporation: certain business combinations.	Management	FOR	FOR

**Issuer:** Murphy Oil Corporation **CUSIP:** 626717102  
**Ticker:** MUR

**Meeting Date:** 5/8/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>Against Mgt.</b>
1A. Election of F.W.Blue as a director of the company.	Management	FOR	FOR
1B. Election of S.A. Cosse as a director of the company.	Management	FOR	FOR
1C. Election of C.P. Deming as a director of the company.	Management	FOR	FOR
1D. Election of R.A. Hermes as a director of the company.	Management	FOR	FOR
1E. Election of J.V. Kelley as a director of the company.	Management	FOR	FOR
1F. Election of W. Mirosh as a director of the company.	Management	FOR	FOR
1G. Election of R.M. Murphy as a director of the company.	Management	FOR	FOR
1H. Election of J.W. Nolan as a director of the company.	Management	FOR	FOR
1I. Election of N.E. Schmale as a director of the company.	Management	FOR	FOR
1J. Election of D.J.H. Smith as a director of the company.	Management	FOR	FOR
1K. Election of C.G. Theus as a director of the company.	Management	FOR	FOR
2. Advisory vote on executive compensation.	Management	FOR	FOR
3. Approve the proposed 2013 stock plan for non-employee directors.	Management	FOR	FOR
4. Approve the appointment of KPMG LLP as independent registered public accounting firm.	Management	FOR	FOR

**Issuer:** Canadian Oil Sands Limited **CUSIP:** 13643E105

**Ticker:** COSWF

**Meeting Date:** 4/30/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund</b>	<b>Against Vote Mgt.</b>
2-01. Election of C.E. (Chuck) Shultz as a director of the company.	Management	FOR	FOR
2-02. Election of Ian A. Bourne as a director of the company.	Management	FOR	FOR
2-03. Election of Marcel R. Coutu as a director of the company.	Management	FOR	FOR
2-04. Election of Gerald W. Grandey as a director of the company.	Management	FOR	FOR
2-05. Election of Arthur N. Korpach as a director of the company.	Management	FOR	FOR
2-06. Election of Donald J. Lowry as a director of the company.	Management	FOR	FOR
2-07. Election of Sarah E. Raiss as a director of the company.	Management	FOR	FOR
2-08. Election of John K. Read as a director of the company.	Management	FOR	FOR
2-09. Election of Brant G. Sangster as a director of the company.	Management	FOR	FOR
2-10. Election of Wesley R. Twiss as a director of the company.	Management	FOR	FOR
2-11. Election of John B. Zaozirny as a director of the company.	Management	FOR	FOR
1. Appointing PricewaterhouseCoopers LLP as the auditors of the corporation for the ensuing year at a remuneration to be fixed by the board of directors of the corporation.	Management	FOR	FOR
3. To approve the amendment and continuation of the shareholder rights plan.	Management	FOR	FOR
4. To approve and confirm the advance notice by-law amendment.	Management	FOR	FOR
5. To approve and confirm the quorum by-law amendment.	Management	FOR	FOR
6. To approve and authorize the grant and issuance of all unallocated options under the new option plan.	Management	FOR	FOR
7. To approve the amendments to the transition option plan.	Management	FOR	FOR
8. To accept the corporation's approach to executive compensation.	Management	FOR	FOR

**Issuer:** Intel Corporation **CUSIP:** 458140100

**Ticker:** INTC

**Meeting Date:** 5/16/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Vote</b>	<b>Against Mgt.</b>
1A. Election of Charlene Barshefsky as a director of the company.	Management	FOR	FOR
1B. Election of Andy D. Bryant as a director of the company.	Management	FOR	FOR
1C. Election of Susan L. Decker as a director of the company.	Management	FOR	FOR
1D. Election of John J. Donahoe as a director of the company.	Management	FOR	FOR
1E. Election of Reed E. Hundt as a director of the company.	Management	FOR	FOR
1F. Election of James D. Plummer as a director of the company.	Management	FOR	FOR
1G. Election of David S. Pottruck as a director of the company.	Management	FOR	FOR
1H. Election of Frank D. Yeary as a director of the company.	Management	FOR	FOR
1I. Election of David B. Yoffie as a director of the company.	Management	FOR	FOR
2. Ratification of selection of Ernst & Young LLP as independent registered public accounting firm for the current year.	Management	FOR	FOR
3. Advisory vote to approve executive compensation.	Management	FOR	FOR
4. Approval of amendment and extension of the 2006 equity incentive plan.	Management	FOR	FOR
5. Stockholder proposal titled "executives to retain significant stock".	Stockholder	FOR	Against

**Issuer:** Cameco Corporation **CUSIP:** 13321L108

**Ticker:** CCJ

**Meeting Date:** 5/10/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/Against</b>	<b>Vote Mgt.</b>
1-01. Election of Ian Bruce as a director of the company.	Management	FOR	FOR
1-02. Election of Daniel Camus as a director of the company.	Management	FOR	FOR
1-03. Election of John Clappison as a director of the company.	Management	FOR	FOR
1-04. Election of Joe Colvin as a director of the company.	Management	FOR	FOR
1-05. Election of James Curtiss as a director of the company.	Management	FOR	FOR
1-06. Election of Donald Deranger as a director of the company.	Management	FOR	FOR
1-07. Election of Tim Gitzel as a director of the company.	Management	FOR	FOR
1-08. Election of James Gowans as a director of the company.	Management	FOR	FOR
1-09. Election of Nancy Hopkins as a director of the company.	Management	FOR	FOR
1-10. Election of Anne McLellan as a director of the company.	Management	FOR	FOR
1-11. Election of Neil McMillan as a director of the company.	Management	FOR	FOR
1-12. Election of Victor Zaleschuk as a director of the company.	Management	FOR	FOR
2. Appointment of KPMG LLP as auditors.	Management	FOR	FOR
3. Resolved, on an advisory basis and not to diminish the role and responsibilities of the board of directors, that the shareholders accept the approach to executive compensation disclosed in Cameco's management proxy circular.	Management	FOR	FOR

**Issuer:** Xerox Corporation **CUSIP:** 984121103

**Ticker:** XRX

**Meeting Date:** 5/21/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/Against</b>	<b>Vote Mgt.</b>
1A. Election of Glenn A. Britt as a director of the company.	Management	FOR	FOR
1B. Election of Ursala M. Burns as a director of the company.	Management	FOR	FOR
1C. Election of Richard J. Harrington as a director of the company.	Management	FOR	FOR
1D. Election of William Curt Hunter as a director of the company.	Management	FOR	FOR
1E. Election of Robert J. Keegan as a director of the company.	Management	FOR	FOR
1F. Election of Robert A. McDonald as a director of the company.	Management	FOR	FOR
1G. Election of Charles Prince as a director of the company.	Management	FOR	FOR
1H. Election of Ann N. Reese as a director of the company.	Management	FOR	FOR
1I. Election of Sara Martinez Tucker as a director of the company.	Management	FOR	FOR
1J. Election of Mary Agnes Wilderotter as a director of the company.	Management	FOR	FOR
2. Ratification of selection of PricewaterhouseCoopers LLP as the company's independent registered public accounting firm for 2013.	Management	FOR	FOR
3. Approval, on an advisory basis, of the 2012 compensation of named executive officers.	Management	FOR	FOR
4. Approval of the 2013 amendment and restatement of the company's 2004 equity compensation plan for non-employee directors.	Management	FOR	FOR

**Issuer:** JP Morgan Chase & Co. **CUSIP:** 46625H100

**Ticker:** JPM

**Meeting Date:** 5/21/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/ Against Mgt.</b>
1a. Election of James A. Bell as a director of the company.	Management	FOR	FOR
1b. Election of Crandell C. Bowles as a director of the company.	Management	FOR	FOR
1c. Election of Stephen B. Burke as a director of the company.	Management	FOR	FOR
1d. Election of David M. Cote as a director of the company.	Management	FOR	FOR
1e. Election of James S. Crown as a director of the company.	Management	FOR	FOR
1f. Election of James Dimon as a director of the company.	Management	FOR	FOR
1g. Election of Timothy P. Flynn as a director of the company.	Management	FOR	FOR
1h. Election of Ellen V. Futter as a director of the company.	Management	FOR	FOR
1i. Election of Laban P. Jackson, Jr. as a director of the company.	Management	FOR	FOR
1j. Election of Lee R. Raymond as a director of the company.	Management	FOR	FOR
1k. Election of William C. Weldon as a director of the company.	Management	FOR	FOR
2. Ratification of independent registered public accounting firm.	Management	FOR	FOR
3. Advisory resolution to approve executive compensation.	Management	FOR	FOR
4. Amendment to the Firm's Restated Certificate of Incorporation to authorize shareholder action by written consent.	Management	FOR	FOR
5. Reapproval of Key Executive Performance Plan.	Management	FOR	FOR
6. Stockholder proposal re: requiring separation of chairman and CEO.	Stockholder	Against	FOR
7. Stockholder proposal re: requiring executives to retain significant stock until reaching normal retirement age.	Stockholder	Against	FOR
8. Stockholder proposal re: adopting procedures to avoid holding or recommending investments that contribute to human rights violations.	Stockholder	Against	FOR
9. Stockholder proposal re: disclose firm payments used directly or indirectly for lobbying, including specific amounts and recipients' names.	Stockholder	Against	FOR

**Issuer:** Merck & Co., Inc. **CUSIP:** 58933Y105

**Ticker:** MRK

**Meeting Date:** 5/28/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/ Against Mgt.</b>
1a. Election of Leslie A. Brun as a director of the company.	Management	FOR	FOR
1b. Election of Thomas R. Cech as a director of the company.	Management	FOR	FOR
1c. Election of Thomas H. Glocer as a director of the company.	Management	FOR	FOR
1d. Election of William B. Harrison, Jr. as a director of the company.	Management	FOR	FOR
1e. Election of C. Robert Kidder as a director of the company.	Management	FOR	FOR
1f. Election of Rochelle B. Lazarus as a director of the company.	Management	FOR	FOR
1g. Election of Carlos E. Represas as a director of the company.	Management	FOR	FOR
1h. Election of Patricia F. Russo as a director of the company.	Management	FOR	FOR
1i. Election of Craig B. Thompson as a director of the company.	Management	FOR	FOR
1j. Election of Wendell P. Weeks as a director of the company.	Management	FOR	FOR
1k. Election of Peter C. Wendell as a director of the company.	Management	FOR	FOR
2. Ratification of the appointment of the Company's independent registered public accounting firm for 2013.	Management	FOR	FOR
3. Advisory resolution to approve executive compensation.	Management	FOR	FOR
4. Shareholder proposal concerning shareholders' rights to act by written consent.	Stockholder	Against	FOR
5. Shareholder proposal concerning special shareholder meetings.	Stockholder	Against	FOR
6. Shareholder proposal concerning a report on charitable and political contributions.	Stockholder	Against	FOR
7. Shareholder proposal concerning a report on lobbying activities.	Stockholder	Against	FOR



**Issuer:** Heritage-Crystal Clean, Inc. **CUSIP:** 42726M106

**Ticker:** HCCI

**Meeting Date:** 5/2/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of Charles E. Schalliol as a director of the company.	Management	FOR FOR
1-02. Election of Brian Recatto as a director of the company.	Management	FOR FOR
2. To ratify the appointment of Grant Thornton LLP as the company's independent registered accounting firm for the fiscal year 2013.	Management	FOR FOR
3. Advisory vote to approve the named executive officer compensation for fiscal 2012.	Management	FOR FOR

**Issuer:** Vical Incorporated **CUSIP:** 925602104

**Ticker:** VICL

**Meeting Date:** 5/23/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>Against Mgt.</b>
1-01. Election of Gary A. Lyons as a director of the company.	Management	FOR	FOR
2. To amend the company's amended and restated stock incentive plan to, among other things, increase the aggregate number of shares of common stock authorized for issuance under the plan by 4,000,000 shares.	Management	FOR	FOR
3. An advisory approval of the compensation of the company's named executive officers.	Management	FOR	FOR
4. To ratify the selection by the audit committee of the board of directors of Ernst & Young LLP as independent auditors of the company for its fiscal year ending December 31, 2013.	Management	FOR	FOR

**Issuer:** QEP Resources, Inc. **CUSIP:** 74733V100

**Ticker:** QEP

**Meeting Date:** 5/24/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/ Against Mgt.</b>
1-01. Election of Julie A. Dill as a director of the company.	Management	FOR	FOR
1-02. Election of L. Richard Flury as a director of the company.	Management	FOR	FOR
1-03. Election of M.W. Scoggins as a director of the company.	Management	FOR	FOR
1-04. Election of Robert E. McKee III as a director of the company.	Management	FOR	FOR
2. To approve by non-binding advisory vote, the company's executive compensation program.	Management	FOR	FOR
3. To ratify the appointment of PricewaterhouseCoopers LLP for fiscal year 2013.	Management	FOR	FOR
4. To approve a proposal regarding declassification of the board.	Management	FOR	FOR
5. Stockholder proposal to support by advisory vote, a shareholder proposal to separate the roles of chair and CEO.	Stockholder	Against	FOR

**Issuer:** GeoMet, Inc. **CUSIP:** 37250U300

**Ticker:** GMET

**Meeting Date:** 5/14/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of James C. Crain as a director of the company.	Management	FOR FOR
1-02. Election of Stanley L. Graves as a director of the company.	Management	FOR FOR
1-03. Election of W. Howard Keenan, Jr. as a director of the company.	Management	FOR FOR
1-04. Election of William C. Rankin as a director of the company.	Management	FOR FOR
1-05. Election of Michael Y. McGovern as a director of the company.	Management	FOR FOR
1-06. Election of Gary S. Weber as a director of the company.	Management	FOR FOR
2. Advisory vote to approve executive compensation.	Management	FOR FOR
3. Advisory vote on the frequency of future advisory votes on executive compensation.	Management	FOR FOR

**Issuer:** GeoMet, Inc. **CUSIP:** 37250U201

**Ticker:** GMET

**Meeting Date:** 5/14/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of James C. Crain as a director of the company.	Management	FOR FOR
1-02. Election of Stanley L. Graves as a director of the company.	Management	FOR FOR
1-03. Election of W. Howard Keenan, Jr. as a director of the company.	Management	FOR FOR
1-04. Election of William C. Rankin as a director of the company.	Management	FOR FOR
1-05. Election of Michael Y. McGovern as a director of the company.	Management	FOR FOR
1-06. Election of Gary S. Weber as a director of the company.	Management	FOR FOR
2. Advisory vote to approve executive compensation.	Management	FOR FOR
3. Advisory vote on the frequency of future advisory votes on executive compensation.	Management	FOR FOR

**Issuer:** Devon Energy Corporation **CUSIP:** 25179M103

**Ticker:** DVN

**Meeting Date:** 6/5/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/Against Mgt.</b>
1-01. Election of Robert H. Henry as a director of the company.	Management	FOR	FOR
1-02. Election of John A. Hull as a director of the company.	Management	FOR	FOR
1-03. Election of Michael M. Kanovsky as a director of the company.	Management	FOR	FOR
1-04. Election of Robert A. Mosbacher, Jr. as a director of the company.	Management	FOR	FOR
1-05. Election of J. Larry Nichols as a director of the company.	Management	FOR	FOR
1-06. Election of Duane C. Radtke as a director of the company.	Management	FOR	FOR
1-07. Election of Mary P. Ricciardello as a director of the company.	Management	FOR	FOR
1-08. Election of John Richels as a director of the company.	Management	FOR	FOR
2. Advisory vote to approve executive compensation.	Management	FOR	FOR
3. Ratify the appointment of the company's independent auditors for 2013.	Management	FOR	FOR
4. Stockholder proposal regarding disclosure of lobbying policies and practices.	Stockholder	Against	FOR
5. Stockholder proposal regarding majority vote standard for director elections.	Stockholder	Against	FOR
6. Stockholder proposal regarding right to act by written consent.	Stockholder	Against	FOR

**Issuer:** Roper Industries, Inc. **CUSIP:** 776696106

**Ticker:** ROP

**Meeting Date:** 5/24/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>Against Mgt.</b>
1-01. Election of David W. Devonshire as a director of the company.	Management	FOR	FOR
1-02. Election of John F. Fort III as a director of the company.	Management	FOR	FOR
1-03. Election of Brian D. Jellison as a director of the company.	Management	FOR	FOR
2. To consider, on a non-binding, advisory basis, a resolution approving the compensation of named executive officers.	Management	FOR	FOR
3. To consider a proposal to amend the company's certificate of incorporation to provide for the annual election of all directors.	Management	FOR	FOR
4. To ratify the appointment of PricewaterhouseCoopers LLP as the independent registered accounting firm for the Company.	Management	FOR	FOR

**Issuer:** Sonus Networks Inc. **CUSIP:** 835916107

**Ticker:** SONS

**Meeting Date:** 6/12/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>For/ Fund Against Vote Mgt.</b>
1-01. Election of James K. Brewington as a director of the company.	Management	FOR FOR
1-02. Election of John P. Cunningham as a director of the company.	Management	FOR FOR
1-03. Election of Raymond P. Dolan as a director of the company.	Management	FOR FOR
1-04. Election of Beatriz V. Infante as a director of the company.	Management	FOR FOR
1-05. Election of Howard E. Janzen as a director of the company.	Management	FOR FOR
1-06. Election of John A. Schofield as a director of the company.	Management	FOR FOR
1-07. Election of Scott E. Schubert as a director of the company.	Management	FOR FOR
1-08. Election of Brian Thompson as a director of the company.	Management	FOR FOR
2. To approve, the amendment to the Sonus Networks, Inc. 2007 stock incentive plan, as amended.	Management	FOR FOR
3. To ratify the appointment of Deloitte & Touche LLP to serve as Sonus Networks' independent registered accounting firm for the fiscal year ending December 31, 2013.	Management	FOR FOR
4. To approve, on a non-binding advisory basis, the compensation of the Company's named executive officers as disclosed in the "Compensation Discussion and Analysis" section and the accompanying compensation tables and related narratives contained in the proxy statement.	Management	FOR FOR



**Issuer:** Primus Telecommunications Group, Inc. **CUSIP:** 741929301

**Ticker:** PTGI

**Meeting Date:** 6/12/13

<b>Matter Voted On</b>	<b>Proposed By</b>	<b>Fund Vote</b>	<b>For/ Against Mgt.</b>
1-01. Election of Mark E. Holliday as a director of the company.	Management	FOR	FOR
1-02. Election of Robert M. Pons as a director of the company.	Management	FOR	FOR
1-03. Election of Steven D. Scheiwe as a director of the company.	Management	FOR	FOR
1-04. Election of Neil S. Subin as a director of the company.	Management	FOR	FOR
2. To approve, by non-binding vote, the compensation of named executive officers, as disclosed pursuant to item 402 of regulation S-K (also known as “say on pay” vote).	Management	FOR	FOR
3. An advisory vote on whether the say on pay vote should be held every one, two or three years.	Management	One Year	FOR

**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) Central Securities Corporation

By (Signature and Title) /s/ Wilmot H. Kidd  
Wilmot H. Kidd  
President

Date: August 14, 2013