

BLUE CHIP VALUE FUND INC  
Form N-PX  
May 26, 2011

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,  
Suite 2000, 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, 2010 - March 25, 2011  
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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-05003  
 Reporting Period: 07/01/2010 - 03/25/2011  
 Blue Chip Value Fund, Inc.

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

**ABBOTT LABORATORIES**

Ticker: ABT Security ID: 002824100  
 Meeting Date: APR 29, 2011 Meeting Type: Annual  
 Record Date: MAR 2, 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

**AMGEN INC.**

Ticker: AMGN Security ID: 031162100  
 Meeting Date: MAY 20, 2011 Meeting Type: Annual  
 Record Date: MAR 21, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David Baltimore	For	For	Management
2	Elect Director Frank J. Biondi, Jr.	For	For	Management

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3	Elect Director Francois De Carbonnel	For	For	Management
4	Elect Director Vance D. Coffman	For	For	Management
5	Elect Director Rebecca M. Henderson	For	For	Management
6	Elect Director Frank C. Herringer	For	For	Management

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7	Elect Director Gilbert S. Omenn	For	For	Management
8	Elect Director Judith C. Pelham	For	For	Management
9	Elect Director J. Paul Reason	For	For	Management
10	Elect Director Leonard D. Schaeffer	For	For	Management
11	Elect Director Kevin W. Sharer	For	For	Management
12	Elect Director Ronald D. Sugar	For	For	Management
13	Ratify Auditors	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
15	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
16	Provide Right to Act by Written Consent	Against	For	Shareholder

**BALL CORPORATION**

Ticker: BLL Security ID: 058498106  
 Meeting Date: APR 27, 2011 Meeting Type: Annual  
 Record Date: MAR 1, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John A. Hayes	For	Withhold	Management
1.2	Elect Director George M. Smart	For	Withhold	Management
1.3	Elect Director Theodore M. Solso	For	Withhold	Management
1.4	Elect Director Staurt A. Taylor II	For	Withhold	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	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
6	Reincorporate in Another State [Delaware]	Against	For	Shareholder

**CAMPBELL SOUP COMPANY**

Ticker: CPB Security ID: 134429109  
 Meeting Date: NOV 18, 2010 Meeting Type: Annual  
 Record Date: SEP 20, 2010

#	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 Lawrence C. Karlson	For	For	Management

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1.7 Elect Director Randall W. Larrimore	For	For	Management
1.8 Elect Director Mary Alice D. Malone	For	For	Management
1.9 Elect Director Sara Mathew	For	For	Management
1.10 Elect Director Denise M. Morrison	For	For	Management
1.11 Elect Director William D. Perez	For	For	Management
1.12 Elect Director Charles R. Perrin	For	For	Management

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1.13	Elect Director A. Barry Rand	For	For	Management
1.14	Elect Director Nick Shreiber	For	For	Management
1.15	Elect Director Archbold D. Van Beuren	For	For	Management
1.16	Elect Director Les C. Vinney	For	For	Management
1.17	Elect Director Charlotte C. Weber	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

CHUBB CORPORATION, THE

Ticker: CB Security ID: 171232101  
 Meeting Date: APR 26, 2011 Meeting Type: Annual  
 Record Date: MAR 4, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Zoe Baird	For	For	Management
2	Elect Director Sheila P. Burke	For	For	Management
3	Elect Director James I. Cash, Jr.	For	For	Management
4	Elect Director John D. Finnegan	For	For	Management
5	Elect Director Lawrence W. Kellner	For	For	Management
6	Elect Director Martin G. McGuinn	For	For	Management
7	Elect Director Lawrence M. Small	For	For	Management
8	Elect Director Jess Soderberg	For	For	Management
9	Elect Director Daniel E. Somers	For	For	Management
10	Elect Director James M. Zimmerman	For	For	Management
11	Elect Director Alfred W. Zollar	For	For	Management
12	Approve Executive Incentive Bonus Plan	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

CISCO SYSTEMS, INC.

Ticker: CSC0 Security ID: 17275R102  
 Meeting Date: NOV 18, 2010 Meeting Type: Annual  
 Record Date: SEP 20, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Carol A. Bartz	For	For	Management
2	Elect Director M. Michele Burns	For	For	Management
3	Elect Director Michael D. Capellas	For	For	Management
4	Elect Director Larry R. Carter	For	For	Management
5	Elect Director John T. Chambers	For	For	Management

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6	Elect Director Brian L. Halla	For	For	Management
7	Elect Director John L. Hennessy	For	For	Management
8	Elect Director Richard M. Kovacevich	For	For	Management
9	Elect Director Roderick C. Mcgeary	For	For	Management
10	Elect Director Michael K. Powell	For	For	Management
11	Elect Director Arun Sarin	For	For	Management

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12	Elect Director Steven M. West	For	For	Management
13	Elect Director Jerry Yang	For	For	Management
14	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15	Ratify Auditors	For	For	Management
16	Amend Bylaws to Establish a Board Committee on Environmental Sustainability	Against	Against	Shareholder
17	Report on Internet Fragmentation	Against	For	Shareholder
18	Adopt Policy Prohibiting Sale of Products in China if they Contribute to Human Rights Abuses	Against	Against	Shareholder

COLGATE-PALMOLIVE COMPANY

Ticker: CL Security ID: 194162103  
 Meeting Date: MAY 6, 2011 Meeting Type: Annual  
 Record Date: MAR 7, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John T. Cahill	For	For	Management
2	Elect Director Ian Cook	For	For	Management
3	Elect Director Helene D. Gayle	For	For	Management
4	Elect Director Ellen M. Hancock	For	For	Management
5	Elect Director Joseph Jimenez	For	For	Management
6	Elect Director Richard J. Kogan	For	For	Management
7	Elect Director Delano E. Lewis	For	For	Management
8	Elect Director J. Pedro Reinhard	For	For	Management
9	Elect Director Stephen I. Sadove	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	Two Years	One Year	Management
13	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

COMPUTER SCIENCES CORPORATION

Ticker: CSC Security ID: 205363104  
 Meeting Date: AUG 9, 2010 Meeting Type: Annual  
 Record Date: JUN 14, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Irving W. Bailey, II	For	Withhold	Management



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1.2Elect Director David J. Barram	For	For	Management
1.3Elect Director Stephen L. Baum	For	For	Management
1.4Elect Director Rodney F. Chase	For	For	Management
1.5Elect Director Judith R. Haberkorn	For	Withhold	Management
1.6Elect Director Michael W. Laphen	For	For	Management
1.7Elect Director F. Warren McFarlan	For	Withhold	Management
1.8Elect Director Chong Sup Park	For	Withhold	Management

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1.9	Elect Director Thomas H. Patrick	For	For	Management
2	Eliminate Cumulative Voting	For	For	Management
3	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
4	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
5	Ratify Auditors	For	For	Management

**DARDEN RESTAURANTS, INC.**

Ticker: DRI Security ID: 237194105  
 Meeting Date: SEP 14, 2010 Meeting Type: Annual  
 Record Date: JUL 21, 2010

#	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 Christopher J. Fraleigh	For	For	Management
1.4	Elect Director Victoria D. Harker	For	For	Management
1.5	Elect Director David H. Hughes	For	For	Management
1.6	Elect Director Charles A. Ledsinger Jr	For	For	Management
1.7	Elect Director William M. Lewis, Jr.	For	For	Management
1.8	Elect Director Senator Connie Mack, III	For	For	Management
1.9	Elect Director Andrew H. Madsen	For	For	Management
1.10	Elect Director Clarence Otis, Jr.	For	For	Management
1.11	Elect Director Michael D. Rose	For	For	Management
1.12	Elect Director Maria A. Sastre	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

**DELL INC.**

Ticker: DELL Security ID: 24702R101  
 Meeting Date: AUG 12, 2010 Meeting Type: Annual  
 Record Date: MAY 21, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James W. Breyer	For	For	Management
1.2	Elect Director Donald J. Carty	For	Withhold	Management
1.3	Elect Director Michael S. Dell	For	Withhold	Management
1.4	Elect Director William H. Gray, III	For	Withhold	Management
1.5	Elect Director Judy C. Lewent	For	For	Management
1.6	Elect Director Thomas W. Luce, III	For	Withhold	Management
1.7	Elect Director Klaus S. Luft	For	For	Management
1.8	Elect Director Alex J. Mandl	For	For	Management

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1.9 Elect Director Shantanu Narayen	For	For	Management
1.10 Elect Director Sam Nunn	For	Withhold	Management
1.11 Elect Director H. Ross Perot, Jr.	For	For	Management
2 Ratify Auditors	For	For	Management
3 Reduce Supermajority Vote Requirement	For	For	Management
4 Reimburse Proxy Contest Expenses	Against	For	Shareholder

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5 Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
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**DOMINION RESOURCES, INC.**

Ticker: D Security ID: 25746U109  
 Meeting Date: MAY 12, 2011 Meeting Type: Annual  
 Record Date: MAR 4, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director William P. Barr	For	For	Management
2 Elect Director Peter W. Brown	For	For	Management
3 Elect Director George A. Davidson, Jr.	For	For	Management
4 Elect Director Helen E. Dragas	For	For	Management
5 Elect Director Thomas F. Farrell II	For	For	Management
6 Elect Director John W. Harris	For	Against	Management
7 Elect Director Robert S. Jepson, Jr.	For	For	Management
8 Elect Director Mark J. Kington	For	For	Management
9 Elect Director Margaret A. McKenna	For	For	Management
10 Elect Director Frank S. Royal	For	For	Management
11 Elect Director Robert H. Spilman, Jr.	For	For	Management
12 Elect Director David A. Wollard	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	One Year	One Year	Management
16 Report on Coal Use from Mountaintop Removal Mining	Against	Against	Shareholder
17 Adopt Renewable Energy Production Goal	Against	Against	Shareholder
18 Report on Financial Risks of Coal Reliance	Against	Against	Shareholder
19 Invest in Renewable Energy and Stop Construction of Nuclear Reactor	Against	Against	Shareholder
20 Require Independent Board Chairman	Against	For	Shareholder
21 Provide Right to Act by Written Consent	Against	For	Shareholder
22 Submit SERP to Shareholder Vote	Against	For	Shareholder

**DR PEPPER SNAPPLE GROUP, INC.**

Ticker: DPS Security ID: 26138E109  
 Meeting Date: MAY 19, 2011 Meeting Type: Annual  
 Record Date: MAR 21, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Joyce M. Roche	For	For	Management

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2 Elect Director Wayne R. Sanders	For	For	Management
3 Elect Director Jack L. Stahl	For	For	Management
4 Elect Director Larry D. Young	For	For	Management
5 Ratify Auditors	For	For	Management
6 Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management

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7 Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
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**ECOLAB INC.**

Ticker: ECL	Security ID: 278865100
Meeting Date: MAY 5, 2011	Meeting Type: Annual
Record Date: MAR 8, 2011	

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Douglas M. Baker, Jr.	For	For	Management
2 Elect Director Barbara J. Beck	For	For	Management
3 Elect Director Jerry W. Levin	For	For	Management
4 Elect Director Robert L. Lumpkins	For	For	Management
5 Ratify Auditors	For	For	Management
6 Amend Nonqualified Employee Stock Purchase Plan	For	For	Management
7 Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
8 Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
9 Adopt Policy on Human Right to Water	Against	Against	Shareholder
10 Reduce Supermajority Vote Requirement	Against	For	Shareholder

**EDISON INTERNATIONAL**

Ticker: EIX	Security ID: 281020107
Meeting Date: APR 28, 2011	Meeting Type: Annual
Record Date: MAR 2, 2011	

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Jagjeet S. Bindra	For	For	Management
2 Elect Director Vanessa C.L. Chang	For	For	Management
3 Elect Director France A. Cordova	For	For	Management
4 Elect Director Theodore F. Craver, Jr.	For	For	Management
5 Elect Director Charles B. Curtis	For	For	Management
6 Elect Director Bradford M. Freeman	For	For	Management
7 Elect Director Luis G. Nogales	For	For	Management
8 Elect Director Ronald L. Olson	For	For	Management
9 Elect Director James M. Rosser	For	For	Management
10 Elect Director Richard T. Schlosberg, III	For	For	Management
11 Elect Director Thomas C. Sutton	For	For	Management
12 Elect Director Brett White	For	For	Management
13 Ratify Auditors	For	For	Management
14 Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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15 Advisory Vote on Say on Pay Frequency  
16 Amend Omnibus Stock Plan

One Year  
For

One Year  
For

Management  
Management

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## EXELON CORPORATION

Ticker: EXC Security ID: 30161N101  
 Meeting Date: MAY 3, 2011 Meeting Type: Annual  
 Record Date: MAR 4, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director John A. Canning, Jr.	For	For	Management
2	Elect Director M. Walter D Alessio	For	For	Management
3	Elect Director Nicholas Debenedictis	For	For	Management
4	Elect Director Nelson A. Diaz	For	For	Management
5	Elect Director Sue L. Gin	For	For	Management
6	Elect Director Rosemarie B. Greco	For	For	Management
7	Elect Director Paul L. Joskow	For	For	Management
8	Elect Director Richard W. Mies	For	For	Management
9	Elect Director John M. Palms	For	For	Management
10	Elect Director William C. Richardson	For	For	Management
11	Elect Director Thomas J. Ridge	For	For	Management
12	Elect Director John W. Rogers, Jr.	For	For	Management
13	Elect Director John W. Rowe	For	For	Management
14	Elect Director Stephen D. Steinour	For	For	Management
15	Elect Director Don Thompson	For	For	Management
16	Ratify Auditors	For	For	Management
17	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
18	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management

## FOREST LABORATORIES, INC.

Ticker: FRX Security ID: 345838106  
 Meeting Date: AUG 9, 2010 Meeting Type: Annual  
 Record Date: JUN 18, 2010

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard Solomon	For	For	Management
1.2	Elect Director Lawrence S. Olanoff	For	For	Management
1.3	Elect Director Nesli Basgoz	For	For	Management
1.4	Elect Director William J. Candee	For	For	Management
1.5	Elect Director George S. Cohan	For	For	Management
1.6	Elect Director Dan L. Goldwasser	For	For	Management
1.7	Elect Director Kenneth E. Goodman	For	For	Management
1.8	Elect Director Lester B. Salans	For	For	Management
1.9	Elect Director Peter J. Zimetbaum	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
4	Ratify Auditors	For	For	Management
5	Reimburse Proxy Contest Expenses	Against	For	Shareholder





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## GENERAL DYNAMICS CORPORATION

Ticker: GD Security ID: 369550108  
 Meeting Date: MAY 4, 2011 Meeting Type: Annual  
 Record Date: MAR 7, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Mary T. Barra	For	For	Management
2 Elect Director Nicholas D. Chabraja	For	For	Management
3 Elect Director James S. Crown	For	For	Management
4 Elect Director William P. Fricks	For	For	Management
5 Elect Director Jay L. Johnson	For	For	Management
6 Elect Director George A. Joulwan	For	For	Management
7 Elect Director Paul G. Kaminski	For	For	Management
8 Elect Director John M. Keane	For	For	Management
9 Elect Director Lester L. Lyles	For	For	Management
10 Elect Director William A. Osborn	For	For	Management
11 Elect Director Robert Walmsley	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
15 Review and Assess Human Rights Policies	Against	For	Shareholder
16 Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder

## GOLDMAN SACHS GROUP, INC., THE

Ticker: GS Security ID: 38141G104  
 Meeting Date: MAY 6, 2011 Meeting Type: Annual  
 Record Date: MAR 7, 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	For	Shareholder
15 Amend Bylaws-- Call Special Meetings	Against	For	Shareholder
16 Stock Retention/Holding Period	Against	For	Shareholder
17 Review Executive Compensation	Against	Against	Shareholder
18 Report on Climate Change Business Risks	Against	Against	Shareholder

19Report on Political Contributions

Against

Against

Shareholder

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## INTEL CORPORATION

Ticker: INTC Security ID: 458140100  
 Meeting Date: MAY 19, 2011 Meeting Type: Annual  
 Record Date: MAR 21, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Charlene Barshefsky	For	For	Management
2 Elect Director Susan L. Decker	For	For	Management
3 Elect Director John J. Donahoe	For	For	Management
4 Elect Director Reed E. Hundt	For	For	Management
5 Elect Director Paul S. Otellini	For	For	Management
6 Elect Director James D. Plummer	For	For	Management
7 Elect Director David S. Pottruck	For	For	Management
8 Elect Director Jane E. Shaw	For	For	Management
9 Elect Director Frank D. Yeary	For	For	Management
10 Elect Director David B. Yoffie	For	For	Management
11 Ratify Auditors	For	For	Management
12 Amend Omnibus Stock Plan	For	For	Management
13 Amend Qualified Employee Stock Purchase Plan	For	For	Management
14 Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
15 Advisory Vote on Say on Pay Frequency	None	One Year	Management

## INTERNATIONAL BUSINESS MACHINES CORPORATION

Ticker: IBM Security ID: 459200101  
 Meeting Date: APR 26, 2011 Meeting Type: Annual  
 Record Date: FEB 25, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director A. J. P. Belda	For	For	Management
2 Elect Director W. R. Brody	For	For	Management
3 Elect Director K. I. Chenault	For	For	Management
4 Elect Director M. L. Eskew	For	For	Management
5 Elect Director S. A. Jackson	For	For	Management
6 Elect Director A. N. Liveris	For	For	Management
7 Elect Director W. J. McNerney, Jr.	For	For	Management
8 Elect Director J. W. Owens	For	For	Management
9 Elect Director S. J. Palmisano	For	For	Management
10 Elect Director J. E. Spero	For	For	Management
11 Elect Director S. Taurel	For	For	Management
12 Elect Director L. H. Zambrano	For	For	Management
13 Ratify Auditors	For	For	Management
14 Advisory Vote to Ratify Named Executive	For	For	Management

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

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## INTERNATIONAL PAPER COMPANY

Ticker: IP Security ID: 460146103  
 Meeting Date: MAY 9, 2011 Meeting Type: Annual  
 Record Date: MAR 15, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Directors David J. Bronczek	For	For	Management
2	Elect Director Ahmet C. Dorduncu	For	For	Management
3	Elect Directors Lynn Laverty Elsenhans	For	For	Management
4	Elect Directors John V. Faraci	For	For	Management
5	Elect Director Samir G. Gibara	For	For	Management
6	Elect Directors Stacey J. Mobley	For	For	Management
7	Elect Directors John L. Townsend, III	For	For	Management
8	Elect Director John F. Turner	For	For	Management
9	Elect Directors William G. Walter	For	For	Management
10	Elect Directors Alberto Weisser	For	For	Management
11	Elect Directors J. Steven Whisler	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	Provide Right to Act by Written Consent	Against	For	Shareholder

## ITT CORPORATION

Ticker: ITT Security ID: 450911102  
 Meeting Date: MAY 10, 2011 Meeting Type: Annual  
 Record Date: MAR 16, 2011

#	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	Approve Omnibus Stock Plan	For	For	Management
4	Provide Right to Call Special Meeting	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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6	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
7	Amend Human Rights Policies	Against	Against	Shareholder

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## JPMORGAN CHASE &amp; 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	For	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	Against	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 Restoring Trust and Confidence in the Financial System	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

## MACY'S, INC.

Ticker: M

Security ID: 55616P104

Meeting Date: MAY 20, 2011

Meeting Type: Annual

Record Date: MAR 25, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen F. Bollenbach	For	For	Management
1.2	Elect Director Deirdre P. Connelly	For	For	Management
1.3	Elect Director Meyer Feldberg	For	For	Management
1.4	Elect Director Sara Levinson	For	For	Management



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1.5 Elect Director Terry J. Lundgren	For	For	Management
1.6 Elect Director Joseph Neubauer	For	For	Management
1.7 Elect Director Joseph A. Pichler	For	For	Management
1.8 Elect Director Joyce M. Roche	For	For	Management
1.9 Elect Director Craig E. Weatherup	For	For	Management
1.10 Elect Director Marna C. Whittington	For	For	Management
2 Ratify Auditors	For	For	Management

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3 Adopt Majority Voting for Uncontested Election of Directors	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

**MARATHON OIL CORPORATION**

Ticker: MRO Security ID: 565849106  
 Meeting Date: APR 27, 2011 Meeting Type: Annual  
 Record Date: FEB 28, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Gregory H. Boyce	For	Against	Management
2 Elect Director Pierre Brondeau	For	For	Management
3 Elect Director Clarence P. Cazalot, Jr.	For	Against	Management
4 Elect Director David A. Daberko	For	Against	Management
5 Elect Director William L. Davis	For	Against	Management
6 Elect Director Shirley Ann Jackson	For	Against	Management
7 Elect Director Philip Lader	For	Against	Management
8 Elect Director Charles R. Lee	For	Against	Management
9 Elect Director Michael E. J. Phelps	For	Against	Management
10 Elect Director Dennis H. Reilley	For	Against	Management
11 Elect Director Seth E. Schofield	For	Against	Management
12 Elect Director John W. Snow	For	Against	Management
13 Elect Director Thomas J. Usher	For	Against	Management
14 Ratify Auditors	For	For	Management
15 Provide Right to Call Special Meeting	For	Against	Management
16 Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
17 Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
18 Report on Accident Risk Reduction Efforts	Against	Against	Shareholder

**MATTEL, INC.**

Ticker: MAT Security ID: 577081102  
 Meeting Date: MAY 13, 2011 Meeting Type: Annual  
 Record Date: MAR 18, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Michael J. Dolan	For	For	Management
2 Elect Director Robert A. Eckert	For	For	Management
3 Elect Director Frances D. Fergusson	For	For	Management
4 Elect Director Tully M. Friedman	For	For	Management

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5 Elect Director	Dominic Ng	For	For	Management
6 Elect Director	Vasant M. Prabhu	For	For	Management
7 Elect Director	Andrea L. Rich	For	For	Management
8 Elect Director	Dean A. Scarborough	For	For	Management
9 Elect Director	Christopher A. Sinclair	For	For	Management
10 Elect Director	G. Craig Sullivan	For	For	Management

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11	Elect Director Kathy Brittain White	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	Provide Right to Call Special Meeting	For	Against	Management
15	Ratify Auditors	For	For	Management

**MICROSOFT CORPORATION**

Ticker: MSFT Security ID: 594918104  
 Meeting Date: NOV 16, 2010 Meeting Type: Annual  
 Record Date: SEP 3, 2010

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

**NIKE, INC.**

Ticker: NKE Security ID: 654106103  
 Meeting Date: SEP 20, 2010 Meeting Type: Annual  
 Record Date: JUL 26, 2010

#	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 John C. Lechleiter	For	For	Management
1.4	Elect Director Phyllis M. Wise	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

NORFOLK SOUTHERN CORPORATION

Ticker: NSC

Meeting Date: MAY 12, 2011

Record Date: MAR 4, 2011

Security ID: 655844108

Meeting Type: Annual

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# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Gerald L. Baliles	For	For	Management
2 Elect Director Erskine B. Bowles	For	For	Management
3 Elect Director Karen N. Horn	For	For	Management
4 Elect Director J. Paul Reason	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

OCCIDENTAL PETROLEUM CORPORATION

Ticker: OXY Security ID: 674599105  
 Meeting Date: MAY 6, 2011 Meeting Type: Annual  
 Record Date: MAR 15, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Spencer Abraham	For	For	Management
2 Elect Director Howard I. Atkins	For	For	Management
3 Elect Director Stephen I. Chazen	For	For	Management
4 Elect Director Edward P. Djerejian	For	Against	Management
5 Elect Director John E. Feick	For	For	Management
6 Elect Director Margaret M. Foran	For	For	Management
7 Elect Director Carlos M. Gutierrez	For	For	Management
8 Elect Director Ray R. Irani	For	Against	Management
9 Elect Director Avedick B. Poladian	For	For	Management
10 Elect Director Rodolfo Segovia	For	Against	Management
11 Elect Director Aziz D. Syriani	For	Against	Management
12 Elect Director Rosemary Tomich	For	Against	Management
13 Elect Director Walter L. Weisman	For	Against	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	None	One Year	Management
17 Review Political Expenditures and Processes	Against	For	Shareholder
18 Request Director Nominee with Environmental Qualifications	Against	Against	Shareholder

PFIZER INC.

Ticker: PFE Security ID: 717081103  
 Meeting Date: APR 28, 2011 Meeting Type: Annual  
 Record Date: MAR 1, 2011

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Dennis A. Ausiello	For	For	Management
2	Elect Director Michael S. Brown	For	For	Management
3	Elect Director M. Anthony Burns	For	For	Management
4	Elect Director W. Don Cornwell	For	For	Management

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5 Elect Director Frances D. Fergusson	For	For	Management
6 Elect Director William H. Gray III	For	For	Management
7 Elect Director Constance J. Horner	For	For	Management
8 Elect Director James M. Kilts	For	For	Management
9 Elect Director George A. Lorch	For	For	Management
10 Elect Director John P. Mascotte	For	For	Management
11 Elect Director Suzanne Nora Johnson	For	For	Management
12 Elect Director Ian C. Read	For	For	Management
13 Elect Director Stephen W. Sanger	For	For	Management
14 Ratify Auditors	For	For	Management
15 Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
16 Advisory Vote on Say on Pay Frequency	Two Years	One Year	Management
17 Publish Political Contributions	Against	Against	Shareholder
18 Report on Public Policy Advocacy Process	Against	Against	Shareholder
19 Adopt Policy to Restrain Pharmaceutical Price Increases	Against	Against	Shareholder
20 Provide Right to Act by Written Consent	Against	For	Shareholder
21 Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
22 Report on Animal Testing and Plans for Reduction	Against	Against	Shareholder

PNC FINANCIAL SERVICES GROUP, INC., THE

Ticker: PNC Security ID: 693475105  
 Meeting Date: APR 26, 2011 Meeting Type: Annual  
 Record Date: FEB 11, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Richard O. Berndt	For	For	Management
2 Elect Director Charles E. Bunch	For	For	Management
3 Elect Director Paul W. Chellgren	For	For	Management
4 Elect Director Kay Coles James	For	For	Management
5 Elect Director Richard B. Kelson	For	Against	Management
6 Elect Director Bruce C. Lindsay	For	For	Management
7 Elect Director Anthony A. Massaro	For	For	Management
8 Elect Director Jane G. Pepper	For	For	Management
9 Elect Director James E. Rohr	For	For	Management
10 Elect Director Donald J. Shepard	For	For	Management
11 Elect Director Lorene K. Steffes	For	For	Management
12 Elect Director Dennis F. Strigl	For	For	Management
13 Elect Director Thomas J. Usher	For	For	Management
14 Elect Director George H. Walls, Jr.	For	For	Management
15 Elect Director Helge H. Wehmeier	For	For	Management
16 Ratify Auditors	For	For	Management
17 Amend Omnibus Stock Plan	For	For	Management
18 Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management



19Advisory Vote on Say on Pay Frequency

One Year

One Year

Management

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## PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED

Ticker: PEG Security ID: 744573106  
 Meeting Date: APR 19, 2011 Meeting Type: Annual  
 Record Date: FEB 18, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Albert R. Gamper, Jr.	For	For	Management
2	Elect Director Conrad K. Harper	For	For	Management
3	Elect Director William V. Hickey	For	For	Management
4	Elect Director Ralph Izzo	For	For	Management
5	Elect Director Shirley Ann Jackson	For	For	Management
6	Elect Director David Lilley	For	For	Management
7	Elect Director Thomas A. Renyi	For	For	Management
8	Elect Director Hak Cheol Shin	For	For	Management
9	Elect Director Richard J. Swift	For	For	Management
10	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
11	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
12	Ratify Auditors	For	For	Management

## QUALCOMM INCORPORATED

Ticker: QCOM Security ID: 747525103  
 Meeting Date: MAR 8, 2011 Meeting Type: Annual  
 Record Date: JAN 10, 2011

#	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 Francisco Ros	For	For	Management
1.12	Elect Director Brent Scowcroft	For	For	Management
1.13	Elect Director Marc I. Stern	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
6	Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management
7	Require a Majority Vote for the	Against	For	Shareholder

Election of Directors

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**QUANTA SERVICES, INC.**

Ticker: PWR Security ID: 74762E102  
 Meeting Date: MAY 19, 2011 Meeting Type: Annual  
 Record Date: MAR 21, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director James R. Ball	For	For	Management
2 Elect Director John R. Colson	For	For	Management
3 Elect Director J. Michal Conaway	For	For	Management
4 Elect Director Ralph R. DiSibio	For	For	Management
5 Elect Director Bernard Fried	For	For	Management
6 Elect Director Louis C. Golm	For	For	Management
7 Elect Director Worthing F. Jackman	For	For	Management
8 Elect Director James F. O'Neil III	For	For	Management
9 Elect Director Bruce Ranck	For	For	Management
10 Elect Director Pat Wood, III	For	For	Management
11 Increase Authorized Common Stock	For	For	Management
12 Approve Conversion of Securities	For	For	Management
13 Eliminate Provision Stating Directors May Only Be Removed for Cause	For	For	Management
14 Amend Director/Officer Liability and Indemnification	For	For	Management
15 Amend Quorum Requirements	For	Against	Management
16 Approve Preferred Stock Amendment	For	Against	Management
17 Approve Omnibus Stock Plan	For	For	Management
18 Ratify Auditors	For	For	Management
19 Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
20 Advisory Vote on Say on Pay Frequency	Three Years	One Year	Management

**SUNTRUST BANKS, INC.**

Ticker: STI Security ID: 867914103  
 Meeting Date: APR 26, 2011 Meeting Type: Annual  
 Record Date: FEB 16, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Robert M. Beall, II	For	For	Management
2 Elect Director Alston D. Correll	For	For	Management
3 Elect Director Jeffrey C. Crowe	For	For	Management
4 Elect Director Blake P. Garrett, Jr.	For	For	Management
5 Elect Director David H. Hughes	For	For	Management
6 Elect Director M. Douglas Ivester	For	For	Management
7 Elect Director J. Hicks Lanier	For	For	Management

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8 Elect Director Kyle Prechtl Legg	For	For	Management
9 Elect Director William A. Linnenbringer	For	For	Management
10Elect Director G. Gilmer Minor, III	For	For	Management
11Elect Director Frank S. Royal	For	For	Management
12Elect Director Thomas R. Watjen	For	For	Management
13Elect Director James M. Wells, III	For	For	Management

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14Elect Director Phail Wynn, Jr.	For	For	Management
15Amend Omnibus Stock Plan	For	For	Management
16Ratify Auditors	For	For	Management
17Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
18Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
19Prepare Sustainability Report	Against	For	Shareholder

SYMANTEC CORPORATION

Ticker: SYMC Security ID: 871503108  
 Meeting Date: SEP 20, 2010 Meeting Type: Annual  
 Record Date: JUL 26, 2010

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Stephen M. Bennett	For	For	Management
2 Elect Director Michael A. Brown	For	For	Management
3 Elect Director William T. Coleman, III	For	For	Management
4 Elect Director Frank E. Dangeard	For	For	Management
5 Elect Director Geraldine B. Laybourne	For	For	Management
6 Elect Director David L. Mahoney	For	For	Management
7 Elect Director Robert S. Miller	For	For	Management
8 Elect Director Enrique Salem	For	For	Management
9 Elect Director Daniel H. Schulman	For	For	Management
10Elect Director John W. Thompson	For	For	Management
11Elect Director V. Paul Unruh	For	For	Management
12Ratify Auditors	For	For	Management
13Amend Omnibus Stock Plan	For	For	Management
14Amend Qualified Employee Stock Purchase Plan	For	For	Management

UNILEVER NV

Ticker: Security ID: 904784709  
 Meeting Date: MAY 12, 2011 Meeting Type: Annual  
 Record Date: MAR 21, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Receive Report of Management Board (Non-Voting)	None		Management
2 Approve Financial Statements and Allocation of Income	For	For	Management
3 Approve Discharge of Executive Board Members	For	For	Management
4 Approve Discharge of Non-Executive	For	For	Management

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Board Members

5	Reelect P.G.J.M. Polman as CEO to Board of Directors	For	For	Management
6	Reelect R.J.M.S. Huet as CFO to Board of Directors	For	For	Management
7	Reelect L.O. Fresco to Board of	For	For	Management

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	Directors			
8	Reelect A.M. Fudge to Board of Directors	For	For	Management
9	Reelect C.E. Golden to Board of Directors	For	For	Management
10	Reelect B.E. Grote to Board of Directors	For	For	Management
11	Reelect H. Nyasulu to Board of Directors	For	For	Management
12	Reelect M. Rifkind to Board of Directors	For	For	Management
13	Reelect K.J. Storm to Board of Directors	For	For	Management
14	Reelect M. Treschow to Board of Directors	For	For	Management
15	Reelect P.S. Walsh to Board of Directors	For	For	Management
16	Elect S. Bharti Mittal to Board of Directors	For	For	Management
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	For	For	Management
18	Approve Authorization to Cancel Ordinary Shares	For	For	Management
19	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
20	Ratify PricewaterhouseCoopers as Auditors	For	For	Management
21	Allow Questions and Close Meeting	None		Management

UNION PACIFIC CORPORATION

Ticker: UNP Security ID: 907818108  
 Meeting Date: MAY 5, 2011 Meeting Type: Annual  
 Record Date: FEB 28, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andrew H. Card, Jr.	For	For	Management
1.2	Elect Director Erroll B. Davis, Jr.	For	For	Management
1.3	Elect Director Thomas J. Donohue	For	For	Management
1.4	Elect Director Archie W. Dunham	For	For	Management
1.5	Elect Director Judith Richards Hope	For	For	Management
1.6	Elect Director Charles C. Krulak	For	For	Management
1.7	Elect Director Michael R. McCarthy	For	For	Management
1.8	Elect Director Michael W. McConnell	For	For	Management



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1.9 Elect Director Thomas F. McLarty III	For	For	Management
1.10 Elect Director Steven R. Rogel	For	For	Management
1.11 Elect Director Jose H. Villarreal	For	For	Management
1.12 Elect Director James R. Young	For	For	Management
2 Ratify Auditors	For	For	Management
3 Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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4	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
5a	Reduce Supermajority Vote Requirement Relating to Preference Rights of Preferred Stock	For	For	Management
5b	Reduce Supermajority Vote Requirement Relating to Removal of Directors	For	For	Management
5c	Reduce Supermajority Vote Requirement Relating to Amendments to Authorized Capital Stock	For	For	Management
6	Require Independent Board Chairman	Against	Against	Shareholder

VF CORPORATION

Ticker: VFC Security ID: 918204108  
 Meeting Date: APR 26, 2011 Meeting Type: Annual  
 Record Date: MAR 2, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Juan Ernesto de Bedout	For	For	Management
1.2	Elect Director Ursula O. Fairbairn	For	For	Management
1.3	Elect Director Eric C Wiseman	For	For	Management
2	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management
3	Advisory Vote on Say on Pay Frequency	Two Years	One Year	Management
4	Adopt Majority Voting for Uncontested Election of Directors	For	For	Management
5	Ratify Auditors	For	For	Management

WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101  
 Meeting Date: MAY 3, 2011 Meeting Type: Annual  
 Record Date: MAR 4, 2011

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Election Director John D. Baker II	For	For	Management
2	Election Director John S. Chen	For	For	Management
3	Election Director Lloyd H. Dean	For	For	Management
4	Election Director Susan E. Engel	For	For	Management
5	Election Director Enrique Hernandez, Jr.	For	For	Management
6	Election Director Donald M. James	For	For	Management
7	Election Director Mackey J. McDonald	For	For	Management
8	Election Director Cynthia H. Milligan	For	For	Management

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9	Elect Director Nicholas G. Moore	For	For	Management
10	Elect Director Philip J. Quigley	For	Against	Management
11	Elect Director Judith M. Runstad	For	For	Management
12	Elect Director Stephen W. Sanger	For	For	Management
13	Elect Director John G. Stumpf	For	For	Management
14	Elect Director an G. Swenson	For	For	Management
15	Advisory Vote to Ratify Named Executive	For	For	Management

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Officers' Compensation				
16	Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
17	Ratify Auditors	For	For	Management
18	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
19	Provide for Cumulative Voting	Against	For	Shareholder
20	Require Independent Board Chairman	Against	For	Shareholder
21	Advisory Vote to Ratify Directors' Compensation	Against	Against	Shareholder
22	Require Audit Committee Review and Report on Controls Related to Loans, Foreclosure and Securitizations	Against	For	Shareholder

WESTERN UNION COMPANY, THE

Ticker: WU Security ID: 959802109  
 Meeting Date: MAY 20, 2011 Meeting Type: Annual  
 Record Date: MAR 22, 2011

# Proposal	Mgt Rec	Vote Cast	Sponsor
1 Elect Director Hikmet Ersek	For	For	Management
2 Elect Director Jack M. Greenberg	For	For	Management
3 Elect Director Linda Fayne Levinson	For	For	Management
4 Ratify Auditors	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
7 Declassify the Board of Directors	Against	For	Shareholder

ZIMMER HOLDINGS, INC.

Ticker: ZMH Security ID: 98956P102  
 Meeting Date: MAY 2, 2011 Meeting Type: Annual  
 Record Date: MAR 3, 2011

# 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 Larry C. Glasscock	For	For	Management
5 Elect Director Robert A. Hagemann	For	For	Management
6 Elect Director Arthur J. Higgins	For	For	Management
7 Elect Director John L. McGoldrick	For	For	Management
8 Elect Director Cecil B. Pickett	For	For	Management

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9 Advisory Vote to Ratify Named Executive Officers' Compensation	For	Against	Management
10 Advisory Vote on Say on Pay Frequency	One Year	One Year	Management
11 Ratify Auditors	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 May 26, 2011  
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\*Print the name and title of each signing officer under his or her signature.