

Edgar Filing: Value Line Mid Cap Focused Fund, Inc. - Form N-PX

Value Line Mid Cap Focused Fund, Inc.  
Form N-PX  
August 28, 2015

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: 811-02265

NAME OF REGISTRANT: The Value Line Mid Cap Focused  
Fund, Inc

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 7 Times Square  
21st Floor  
New York, NY 10036

NAME AND ADDRESS OF AGENT FOR SERVICE: The Value Line Fund, inc.  
7 Times Square  
21st Floor  
New York, NY 10036

REGISTRANT'S TELEPHONE NUMBER: 212-907-1900

DATE OF FISCAL YEAR END: 12/31

DATE OF REPORTING PERIOD: 07/01/2014 - 06/30/2015

Value Line Mid Cap Focused Fund, Inc.

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ACUITY BRANDS, INC.

Agen

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Security: 00508Y102  
Meeting Type: Annual  
Meeting Date: 07-Jan-2015  
Ticker: AYI  
ISIN: US00508Y1029  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR W. PATRICK BATTLE* PETER C. BROWNING# JAMES H. HANCE, JR.\$ RAY M. ROBINSON# NORMAN H. WESLEY#	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST &	Mgmt	For

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YOUNG LLP AS THE INDEPENDENT REGISTERED  
PUBLIC ACCOUNTING FIRM.

3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	For
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AFFILIATED MANAGERS GROUP, INC.

Agen

Security: 008252108  
Meeting Type: Annual  
Meeting Date: 15-Jun-2015  
Ticker: AMG  
ISIN: US0082521081

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SAMUEL T. BYRNE	Mgmt	For
1B.	ELECTION OF DIRECTOR: DWIGHT D. CHURCHILL	Mgmt	For
1C.	ELECTION OF DIRECTOR: GLENN EARLE	Mgmt	For
1D.	ELECTION OF DIRECTOR: NIALL FERGUSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: SEAN M. HEALEY	Mgmt	For
1F.	ELECTION OF DIRECTOR: TRACY P. PALANDJIAN	Mgmt	For
1G.	ELECTION OF DIRECTOR: PATRICK T. RYAN	Mgmt	For
1H.	ELECTION OF DIRECTOR: JIDE J. ZEITLIN	Mgmt	For
2.	TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE MEASURES INCLUDED IN THE COMPANY'S EXECUTIVE INCENTIVE PLAN, AS AMENDED AND RESTATED, FOR PURPOSES OF COMPLYING WITH THE REQUIREMENTS OF SECTION 162(M) OF THE INTERNAL REVENUE CODE.	Mgmt	For
4.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.	Mgmt	For

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AIRGAS, INC.

Agen

Security: 009363102  
Meeting Type: Annual

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Meeting Date: 05-Aug-2014  
 Ticker: ARG  
 ISIN: US0093631028

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR PETER MCCAUSLAND LEE M. THOMAS JOHN C. VAN RODEN, JR. ELLEN C. WOLF	Mgmt Mgmt Mgmt Mgmt	No vote No vote No vote No vote
2.	RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	No vote
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	No vote
4.	A STOCKHOLDER PROPOSAL REGARDING OUR CLASSIFIED BOARD OF DIRECTORS.	Shr	No vote
5.	A STOCKHOLDER PROPOSAL REGARDING OUR VOTING STANDARD FOR DIRECTOR ELECTIONS.	Shr	No vote

### ALLIANCE DATA SYSTEMS CORPORATION

Agen

Security: 018581108  
 Meeting Type: Annual  
 Meeting Date: 03-Jun-2015  
 Ticker: ADS  
 ISIN: US0185811082

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: BRUCE K. ANDERSON	Mgmt	For
1.2	ELECTION OF DIRECTOR: ROGER H. BALLOU	Mgmt	For
1.3	ELECTION OF DIRECTOR: D. KEITH COBB	Mgmt	For
1.4	ELECTION OF DIRECTOR: E. LINN DRAPER, JR.	Mgmt	For
1.5	ELECTION OF DIRECTOR: EDWARD J. HEFFERNAN	Mgmt	For
1.6	ELECTION OF DIRECTOR: KENNETH R. JENSEN	Mgmt	For
1.7	ELECTION OF DIRECTOR: ROBERT A. MINICUCCI	Mgmt	For
1.8	ELECTION OF DIRECTOR: LAURIE A. TUCKER	Mgmt	For
2.	ADVISORY APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
3.	APPROVAL OF 2015 OMNIBUS INCENTIVE PLAN.	Mgmt	For

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4.	APPROVAL OF 2015 EMPLOYEE STOCK PURCHASE PROGRAM.	Mgmt	For
5.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ALLIANCE DATA SYSTEMS CORPORATION FOR 2015.	Mgmt	For
6.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS.	Shr	For

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 AMETEK INC.

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 Agen

Security: 031100100  
 Meeting Type: Annual  
 Meeting Date: 06-May-2015  
 Ticker: AME  
 ISIN: US0311001004  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: JAMES R. MALONE	Mgmt	For
1.2	ELECTION OF DIRECTOR: ELIZABETH R. VARET	Mgmt	For
1.3	ELECTION OF DIRECTOR: DENNIS K. WILLIAMS	Mgmt	For
2.	APPROVAL OF AMENDMENTS TO AMETEK, INC.'S CERTIFICATE OF INCORPORATION AND BY-LAWS TO PROVIDE STOCKHOLDERS CERTAIN RIGHTS TO CALL A SPECIAL MEETING.	Mgmt	For
3.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF AMETEK, INC. EXECUTIVE COMPENSATION.	Mgmt	For
4.	RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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 AMPHENOL CORPORATION

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 Agen

Security: 032095101  
 Meeting Type: Annual  
 Meeting Date: 20-May-2015  
 Ticker: APH  
 ISIN: US0320951017  
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Prop.#	Proposal	Proposal Type	Proposal Vote
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1.1	ELECTION OF DIRECTOR: RONALD P. BADIE	Mgmt	For
1.2	ELECTION OF DIRECTOR: STANLEY L. CLARK	Mgmt	For
1.3	ELECTION OF DIRECTOR: DAVID P. FALCK	Mgmt	For
1.4	ELECTION OF DIRECTOR: EDWARD G. JEPSEN	Mgmt	For
1.5	ELECTION OF DIRECTOR: RANDALL D. LEDFORD	Mgmt	For
1.6	ELECTION OF DIRECTOR: ANDREW E. LIETZ	Mgmt	For
1.7	ELECTION OF DIRECTOR: MARTIN H. LOEFFLER	Mgmt	For
1.8	ELECTION OF DIRECTOR: JOHN R. LORD	Mgmt	For
1.9	ELECTION OF DIRECTOR: R. ADAM NORWITT	Mgmt	For
2.	RATIFICATION OF DELOITTE & TOUCHE LLP AS INDEPENDENT ACCOUNTANTS OF THE COMPANY.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	TO APPROVE AN INCREASE IN THE NUMBER OF AUTHORIZED SHARES.	Mgmt	For

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ANSYS, INC.

Agen

Security: 03662Q105  
Meeting Type: Annual  
Meeting Date: 14-May-2015  
Ticker: ANSS  
ISIN: US03662Q1058

Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: BRADFORD C. MORLEY	Mgmt	For
1B	ELECTION OF DIRECTOR: PATRICK J. ZILVITIS	Mgmt	For
2.	A NON-BINDING, ADVISORY VOTE ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

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AUTOMATIC DATA PROCESSING, INC.

Agen

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Security: 053015103  
 Meeting Type: Annual  
 Meeting Date: 11-Nov-2014  
 Ticker: ADP  
 ISIN: US0530151036

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ELLEN R. ALEMANY LESLIE A. BRUN RICHARD T. CLARK ERIC C. FAST LINDA R. GOODEN MICHAEL P. GREGOIRE R. GLENN HUBBARD JOHN P. JONES CARLOS A. RODRIGUEZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF AUDITORS.	Mgmt	For

BRINKER INTERNATIONAL, INC.

Agen

Security: 109641100  
 Meeting Type: Annual  
 Meeting Date: 30-Oct-2014  
 Ticker: EAT  
 ISIN: US1096411004

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: JOSEPH M. DEPINTO	Mgmt	For
1.2	ELECTION OF DIRECTOR: HARRIET EDELMAN	Mgmt	For
1.3	ELECTION OF DIRECTOR: MICHAEL A. GEORGE	Mgmt	For
1.4	ELECTION OF DIRECTOR: WILLIAM T. GILES	Mgmt	For
1.5	ELECTION OF DIRECTOR: GERARDO I. LOPEZ	Mgmt	For
1.6	ELECTION OF DIRECTOR: JON L. LUTHER	Mgmt	For
1.7	ELECTION OF DIRECTOR: GEORGE R. MRKONIC	Mgmt	For
1.8	ELECTION OF DIRECTOR: ROSENDO G. PARRA	Mgmt	For
1.9	ELECTION OF DIRECTOR: WYMAN T. ROBERTS	Mgmt	For
2.	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT AUDITORS FOR THE	Mgmt	For

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FISCAL 2015 YEAR.

3. TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION. Mgmt For

C. R. BARD, INC. Agen

Security: 067383109  
 Meeting Type: Annual  
 Meeting Date: 15-Apr-2015  
 Ticker: BCR  
 ISIN: US0673831097

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DAVID M. BARRETT	Mgmt	For
1B.	ELECTION OF DIRECTOR: MARC C. BRESLAWSKY	Mgmt	For
1C.	ELECTION OF DIRECTOR: HERBERT L. HENKEL	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOHN C. KELLY	Mgmt	For
1E.	ELECTION OF DIRECTOR: DAVID F. MELCHER	Mgmt	For
1F.	ELECTION OF DIRECTOR: GAIL K. NAUGHTON	Mgmt	For
1G.	ELECTION OF DIRECTOR: TIMOTHY M. RING	Mgmt	For
1H.	ELECTION OF DIRECTOR: TOMMY G. THOMPSON	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN H. WEILAND	Mgmt	For
1J.	ELECTION OF DIRECTOR: ANTHONY WELTERS	Mgmt	For
1K.	ELECTION OF DIRECTOR: TONY L. WHITE	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2015.	Mgmt	For
3.	TO APPROVE THE 2012 LONG TERM INCENTIVE PLAN OF C.R. BARD, INC., AS AMENDED AND RESTATED.	Mgmt	For
4.	TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS.	Mgmt	For
5.	A SHAREHOLDER PROPOSAL RELATING TO SUSTAINABILITY REPORTING.	Shr	Against
6.	A SHAREHOLDER PROPOSAL RELATING TO SEPARATING THE CHAIR AND CEO ROLES.	Shr	Against

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 CARLISLE COMPANIES INCORPORATED

Agen

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 Security: 142339100  
 Meeting Type: Annual  
 Meeting Date: 06-May-2015  
 Ticker: CSL  
 ISIN: US1423391002  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JAMES D. FRIAS LAWRENCE A. SALA MAGALEN C. WEBERT	Mgmt Mgmt Mgmt	For For For
2.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Mgmt	For
4.	TO APPROVE AN AMENDMENT TO THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 100,000,000 TO 200,000,000.	Mgmt	For
5.	TO APPROVE THE COMPANY'S AMENDED AND RESTATED INCENTIVE COMPENSATION PROGRAM TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE THEREUNDER.	Mgmt	For

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 CASEY'S GENERAL STORES, INC.

Agen

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 Security: 147528103  
 Meeting Type: Annual  
 Meeting Date: 19-Sep-2014  
 Ticker: CASY  
 ISIN: US1475281036  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROBERT J. MYERS DIANE C. BRIDGEWATER LARREE M. RENDA	Mgmt Mgmt Mgmt	No vote No vote No vote
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING APRIL 30, 2015.	Mgmt	No vote

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3.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	No vote
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 CHURCH & DWIGHT CO., INC.

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 Agen

Security: 171340102  
 Meeting Type: Annual  
 Meeting Date: 07-May-2015  
 Ticker: CHD  
 ISIN: US1713401024  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: T. ROSIE ALBRIGHT	Mgmt	For
1B.	ELECTION OF DIRECTOR: RAVICHANDRA K. SALIGRAM	Mgmt	For
1C.	ELECTION OF DIRECTOR: ROBERT K. SHEARER	Mgmt	For
2.	ADVISORY VOTE TO APPROVE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For

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 CLARCOR INC.

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 Agen

Security: 179895107  
 Meeting Type: Annual  
 Meeting Date: 24-Mar-2015  
 Ticker: CLC  
 ISIN: US1798951075  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JAMES W. BRADFORD, JR. WESLEY M. CLARK JAMES L. PACKARD	Mgmt Mgmt Mgmt	For For For
2.	SAY ON PAY - AN ADVISORY NON-BINDING VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION.	Mgmt	For
3.	VOTE REGARDING THE SHAREHOLDER PROPOSAL RELATING TO SUSTAINABILITY REPORTING.	Shr	Against

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4. RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING NOVEMBER 28, 2015. Mgmt For

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COSTCO WHOLESALE CORPORATION  
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Agen

Security: 22160K105  
Meeting Type: Annual  
Meeting Date: 29-Jan-2015  
Ticker: COST  
ISIN: US22160K1051  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JEFFREY H. BROTMAN DANIEL J. EVANS RICHARD A. GALANTI JEFFREY S. RAIKES JAMES D. SINEGAL	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
2.	RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	Mgmt	For
4.	TO AMEND AND RESTATE THE COMPANY'S SIXTH RESTATED STOCK INCENTIVE PLAN.	Mgmt	For
5A.	TO AMEND THE ARTICLES OF INCORPORATION TO REDUCE VOTING STANDARD FOR REMOVAL OF DIRECTORS.	Mgmt	For
5B.	TO AMEND THE ARTICLES OF INCORPORATION TO REDUCE VOTING STANDARD FOR AMENDING THE ARTICLE DEALING WITH REMOVAL OF DIRECTORS FOR CAUSE.	Mgmt	For
6.	SHAREHOLDER PROPOSAL TO REGULATE DIRECTOR TENURE.	Shr	Against

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CROWN CASTLE INTERNATIONAL CORP  
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Agen

Security: 228227104  
Meeting Type: Special  
Meeting Date: 19-Nov-2014  
Ticker: CCI  
ISIN: US2282271046  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER DATED SEPTEMBER 19, 2014 (AS IT MAY BE AMENDED FROM TIME TO TIME), BETWEEN CROWN CASTLE INTERNATIONAL CORP. AND CROWN CASTLE REIT INC., A NEWLY FORMED WHOLLY OWNED SUBSIDIARY OF CROWN CASTLE INTERNATIONAL CORP., WHICH IS BEING IMPLEMENTED IN CONNECTION WITH CROWN CASTLE INTERNATIONAL CORP.'S CONVERSION TO A REAL ESTATE INVESTMENT TRUST.	Mgmt	For
2.	PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL 1.	Mgmt	For

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CROWN HOLDINGS, INC.

Agem

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Security: 228368106  
Meeting Type: Annual  
Meeting Date: 23-Apr-2015  
Ticker: CCK  
ISIN: US2283681060  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JENNE K. BRITELL JOHN W. CONWAY ARNOLD W. DONALD WILLIAM G. LITTLE HANS J. LOLIGER JAMES H. MILLER JOSEF M. MULLER THOMAS A. RALPH CAESAR F. SWEITZER JIM L. TURNER WILLIAM S. URKIEL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	APPROVAL, BY NON-BINDING ADVISORY VOTE, OF THE RESOLUTION ON EXECUTIVE COMPENSATION AS DESCRIBED IN THE PROXY STATEMENT.	Mgmt	For
4.	APPROVAL OF THE 2015 ANNUAL INCENTIVE BONUS PLAN.	Mgmt	For

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DANAHER CORPORATION

Agen

Security: 235851102  
Meeting Type: Annual  
Meeting Date: 07-May-2015  
Ticker: DHR  
ISIN: US2358511028  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DONALD J. EHRLICH	Mgmt	For
1B.	ELECTION OF DIRECTOR: LINDA HEFNER FILLER	Mgmt	For
1C.	ELECTION OF DIRECTOR: THOMAS P. JOYCE, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: TERI LIST-STOLL	Mgmt	For
1E.	ELECTION OF DIRECTOR: WALTER G. LOHR, JR.	Mgmt	For
1F.	ELECTION OF DIRECTOR: MITCHELL P. RALES	Mgmt	For
1G.	ELECTION OF DIRECTOR: STEVEN M. RALES	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOHN T. SCHWIETERS	Mgmt	For
1I.	ELECTION OF DIRECTOR: ALAN G. SPOON	Mgmt	For
1J.	ELECTION OF DIRECTOR: ELIAS A. ZERHOUNI, M.D.	Mgmt	For
2.	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS DANAHER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	Against
4.	TO ACT UPON A SHAREHOLDER PROPOSAL REQUESTING THAT DANAHER ISSUE A REPORT DISCLOSING ITS POLITICAL EXPENDITURE POLICIES AND DIRECT AND INDIRECT POLITICAL EXPENDITURES.	Shr	Against

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DONALDSON COMPANY, INC.

Agen

Security: 257651109  
Meeting Type: Annual  
Meeting Date: 21-Nov-2014  
Ticker: DCI  
ISIN: US2576511099  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR TOD E. CARPENTER JEFFREY NODDLE AJITA G. RAJENDRA	Mgmt Mgmt Mgmt	For For For
2	NON-BINDING ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS DONALDSON COMPANY, INC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JULY 31, 2015.	Mgmt	For

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 ECOLAB INC.

Agen

Security: 278865100  
 Meeting Type: Annual  
 Meeting Date: 07-May-2015  
 Ticker: ECL  
 ISIN: US2788651006  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: DOUGLAS M. BAKER, JR.	Mgmt	For
1B	ELECTION OF DIRECTOR: BARBARA J. BECK	Mgmt	For
1C	ELECTION OF DIRECTOR: LESLIE S. BILLER	Mgmt	For
1D	ELECTION OF DIRECTOR: CARL M. CASALE	Mgmt	For
1E	ELECTION OF DIRECTOR: STEPHEN I. CHAZEN	Mgmt	For
1F	ELECTION OF DIRECTOR: JEFFREY M. ETTINGER	Mgmt	For
1G	ELECTION OF DIRECTOR: JERRY A. GRUNDHOFER	Mgmt	For
1H	ELECTION OF DIRECTOR: ARTHUR J. HIGGINS	Mgmt	For
1I	ELECTION OF DIRECTOR: JOEL W. JOHNSON	Mgmt	For
1J	ELECTION OF DIRECTOR: MICHAEL LARSON	Mgmt	For
1K	ELECTION OF DIRECTOR: JERRY W. LEVIN	Mgmt	For
1L	ELECTION OF DIRECTOR: ROBERT L. LUMPKINS	Mgmt	For
1M	ELECTION OF DIRECTOR: TRACY B. MCKIBBEN	Mgmt	For
1N	ELECTION OF DIRECTOR: VICTORIA J. REICH	Mgmt	For

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10	ELECTION OF DIRECTOR: SUZANNE M. VAUTRINOT	Mgmt	For
1P	ELECTION OF DIRECTOR: JOHN J. ZILLMER	Mgmt	For
2	RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3	ADVISORY VOTE TO APPROVE THE COMPENSATION OF EXECUTIVES DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
4	STOCKHOLDER PROPOSAL REQUESTING AN INDEPENDENT BOARD CHAIR.	Shr	Against

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ENBRIDGE INC.

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Agen

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Security: 29250N105  
Meeting Type: Annual and Special  
Meeting Date: 06-May-2015  
Ticker: ENB  
ISIN: CA29250N1050  
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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DAVID A. ARLEDGE JAMES J. BLANCHARD MARCEL R. COUTU J. HERB ENGLAND CHARLES W. FISCHER V.M. KEMPSTON DARKES AL MONACO GEORGE K. PETTY REBECCA B. ROBERTS DAN C. TUTCHER CATHERINE L. WILLIAMS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
02	APPOINT PRICEWATERHOUSECOOPERS LLP AS AUDITORS.	Mgmt	For
03	CONFIRM BY-LAW NO. 2, WHICH SETS OUT ADVANCE NOTICE REQUIREMENTS FOR DIRECTOR NOMINATIONS.	Mgmt	For
04	VOTE ON OUR APPROACH TO EXECUTIVE COMPENSATION. WHILE THIS VOTE IS NON-BINDING, IT GIVES SHAREHOLDERS AN OPPORTUNITY TO PROVIDE IMPORTANT INPUT TO OUR BOARD.	Mgmt	For

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ENERGIZER HOLDINGS, INC.

Agen

Security: 29266R108  
 Meeting Type: Annual  
 Meeting Date: 26-Jan-2015  
 Ticker: ENR  
 ISIN: US29266R1086

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: BILL G. ARMSTRONG	Mgmt	For
1.2	ELECTION OF DIRECTOR: J. PATRICK MULCAHY	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	For
4.	SHAREHOLDER PROPOSAL - PALM OIL SOURCING	Shr	Against

EQT CORPORATION

Agen

Security: 26884L109  
 Meeting Type: Annual  
 Meeting Date: 15-Apr-2015  
 Ticker: EQT  
 ISIN: US26884L1098

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: PHILIP G. BEHRMAN, PH.D.	Mgmt	For
1.2	ELECTION OF DIRECTOR: A. BRAY CARY, JR.	Mgmt	For
1.3	ELECTION OF DIRECTOR: MARGARET K. DORMAN	Mgmt	For
1.4	ELECTION OF DIRECTOR: DAVID L. PORGES	Mgmt	For
1.5	ELECTION OF DIRECTOR: JAMES E. ROHR	Mgmt	For
1.6	ELECTION OF DIRECTOR: DAVID S. SHAPIRA	Mgmt	For
1.7	ELECTION OF DIRECTOR: LEE T. TODD, JR., PH.D.	Mgmt	For
2.	APPROVAL OF A NON-BINDING RESOLUTION REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS FOR 2014 (SAY-ON-PAY)	Mgmt	For

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3.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
4.	SHAREHOLDER PROPOSAL REGARDING PROXY ACCESS BYLAW	Shr	For

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 ESTERLINE TECHNOLOGIES CORPORATION

Agen

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 Security: 297425100  
 Meeting Type: Annual  
 Meeting Date: 11-Mar-2015  
 Ticker: ESL  
 ISIN: US2974251009  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A	ELECTION OF DIRECTOR: DELORES M. ETTER	Mgmt	For
1B	ELECTION OF DIRECTOR: MARY L. HOWELL	Mgmt	For
1C	ELECTION OF DIRECTOR: GARY E. PRUITT	Mgmt	For
2	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS FOR THE FISCAL YEAR ENDED OCTOBER 31, 2014.	Mgmt	Against
3	TO RATIFY THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING OCTOBER 2, 2015.	Mgmt	For

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 FEDEX CORPORATION

Agen

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 Security: 31428X106  
 Meeting Type: Annual  
 Meeting Date: 29-Sep-2014  
 Ticker: FDX  
 ISIN: US31428X1063  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: JAMES L. BARKSDALE	Mgmt	No vote
1B.	ELECTION OF DIRECTOR: JOHN A. EDWARDSON	Mgmt	No vote
1C.	ELECTION OF DIRECTOR: MARVIN R. ELLISON	Mgmt	No vote
1D.	ELECTION OF DIRECTOR: KIMBERLY A. JABAL	Mgmt	No vote

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1E.	ELECTION OF DIRECTOR: SHIRLEY ANN JACKSON	Mgmt	No vote
1F.	ELECTION OF DIRECTOR: GARY W. LOVEMAN	Mgmt	No vote
1G.	ELECTION OF DIRECTOR: R. BRAD MARTIN	Mgmt	No vote
1H.	ELECTION OF DIRECTOR: JOSHUA COOPER RAMO	Mgmt	No vote
1I.	ELECTION OF DIRECTOR: SUSAN C. SCHWAB	Mgmt	No vote
1J.	ELECTION OF DIRECTOR: FREDERICK W. SMITH	Mgmt	No vote
1K.	ELECTION OF DIRECTOR: DAVID P. STEINER	Mgmt	No vote
1L.	ELECTION OF DIRECTOR: PAUL S. WALSH	Mgmt	No vote
2.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	No vote
3.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	No vote
4.	STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS FOR SHAREHOLDERS.	Shr	No vote
5.	STOCKHOLDER PROPOSAL REGARDING SIMPLE MAJORITY VOTE-COUNTING.	Shr	No vote
6.	STOCKHOLDER PROPOSAL REGARDING HEDGING AND PLEDGING POLICY.	Shr	No vote
7.	STOCKHOLDER PROPOSAL REGARDING TAX PAYMENTS ON RESTRICTED STOCK AWARDS.	Shr	No vote
8.	STOCKHOLDER PROPOSAL REGARDING POLITICAL DISCLOSURE AND ACCOUNTABILITY.	Shr	No vote

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 FISERV, INC.

Agen

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 Security: 337738108  
 Meeting Type: Annual  
 Meeting Date: 20-May-2015  
 Ticker: FISV  
 ISIN: US3377381088  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	ALISON DAVIS	Mgmt	For
	CHRISTOPHER M. FLINK	Mgmt	For
	DANIEL P. KEARNEY	Mgmt	For
	DENNIS F. LYNCH	Mgmt	For
	DENIS J. O'LEARY	Mgmt	For
	GLENN M. RENWICK	Mgmt	For
	KIM M. ROBAK	Mgmt	For

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	DOYLE R. SIMONS	Mgmt	For
	THOMAS C. WERTHEIMER	Mgmt	For
	JEFFERY W. YABUKI	Mgmt	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS OF FISERV, INC.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF FISERV, INC. FOR 2015.	Mgmt	For
4.	A SHAREHOLDER PROPOSAL RELATING TO EXECUTIVE RETENTION OF STOCK.	Shr	Against

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 FLOWERS FOODS, INC.

Agen

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 Security: 343498101  
 Meeting Type: Annual  
 Meeting Date: 05-Jun-2015  
 Ticker: FLO  
 ISIN: US3434981011  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE DECLASSIFICATION AMENDMENTS TO PROVIDE THAT, BEGINNING IN 2017, ALL DIRECTORS WILL BE ELECTED ON AN ANNUAL BASIS FOR A TERM OF ONE YEAR.	Mgmt	For
2A.	ELECTION OF DIRECTOR TO SERVE FOR 1 YEAR TERM: JOE E. BEVERLY (IF THE DECLASSIFICATION AMENDMENTS ARE NOT APPROVED, NOMINEE AS CLASS II DIRECTOR UNTIL THE ANNUAL MEETING FOR 2018).	Mgmt	For
2B.	ELECTION OF DIRECTOR TO SERVE FOR 1 YEAR TERM: AMOS R. MCMULLIAN (IF THE DECLASSIFICATION AMENDMENTS ARE NOT APPROVED, NOMINEE AS CLASS II DIRECTOR UNTIL THE ANNUAL MEETING FOR 2018).	Mgmt	For
2C.	ELECTION OF DIRECTOR TO SERVE FOR 1 YEAR TERM: J.V. SHIELDS, JR. (IF THE DECLASSIFICATION AMENDMENTS ARE NOT APPROVED, NOMINEE AS CLASS II DIRECTOR UNTIL THE ANNUAL MEETING FOR 2018).	Mgmt	For
2D.	ELECTION OF DIRECTOR TO SERVE FOR 1 YEAR TERM: DAVID V. SINGER (IF THE DECLASSIFICATION AMENDMENTS ARE NOT APPROVED, NOMINEE AS CLASS II DIRECTOR UNTIL THE ANNUAL MEETING FOR 2018).	Mgmt	For
2E.	ELECTION OF DIRECTOR TO SERVE FOR 1 YEAR	Mgmt	For

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TERM: JAMES T. SPEAR (IF THE DECLASSIFICATION AMENDMENTS ARE NOT APPROVED, NOMINEE AS A CLASS III DIRECTOR UNTIL THE ANNUAL MEETING FOR 2016).

3.	TO APPROVE BY ADVISORY VOTE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FLOWERS FOODS, INC. FOR THE FISCAL YEAR ENDING JANUARY 2, 2016.	Mgmt	For
5.	SHAREHOLDER PROPOSAL REGARDING THE VESTING OF EQUITY AWARDS OF EXECUTIVE OFFICERS UPON A CHANGE OF CONTROL, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shr	Against
6.	SHAREHOLDER PROPOSAL REGARDING SHAREHOLDER APPROVAL OF CERTAIN FUTURE SEVERANCE AGREEMENTS FOR SENIOR EXECUTIVES, IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shr	For

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 GENERAL MILLS, INC.

Agen

Security: 370334104  
 Meeting Type: Annual  
 Meeting Date: 23-Sep-2014  
 Ticker: GIS  
 ISIN: US3703341046  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: BRADBURY H. ANDERSON	Mgmt	No vote
1B.	ELECTION OF DIRECTOR: R. KERRY CLARK	Mgmt	No vote
1C.	ELECTION OF DIRECTOR: PAUL DANOS	Mgmt	No vote
1D.	ELECTION OF DIRECTOR: HENRIETTA H. FORE	Mgmt	No vote
1E.	ELECTION OF DIRECTOR: RAYMOND V. GILMARTIN	Mgmt	No vote
1F.	ELECTION OF DIRECTOR: JUDITH RICHARDS HOPE	Mgmt	No vote
1G.	ELECTION OF DIRECTOR: HEIDI G. MILLER	Mgmt	No vote
1H.	ELECTION OF DIRECTOR: HILDA OCHOA-BRILLEMBOURG	Mgmt	No vote
1I.	ELECTION OF DIRECTOR: STEVE ODLAND	Mgmt	No vote
1J.	ELECTION OF DIRECTOR: KENDALL J. POWELL	Mgmt	No vote

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1K.	ELECTION OF DIRECTOR: MICHAEL D. ROSE	Mgmt	No vote
1L.	ELECTION OF DIRECTOR: ROBERT L. RYAN	Mgmt	No vote
1M.	ELECTION OF DIRECTOR: DOROTHY A. TERRELL	Mgmt	No vote
2.	CAST AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	No vote
3.	RATIFY THE APPOINTMENT OF KPMG LLP AS GENERAL MILLS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	No vote
4.	STOCKHOLDER PROPOSAL FOR REPORT ON PACKAGING.	Shr	No vote
5.	STOCKHOLDER PROPOSAL FOR ELIMINATION OF GENETICALLY MODIFIED INGREDIENTS.	Shr	No vote

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 GRACO INC.

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 Agen

Security: 384109104  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2015  
 Ticker: GGG  
 ISIN: US3841091040  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: WILLIAM J. CARROLL	Mgmt	For
1B.	ELECTION OF DIRECTOR: JACK W. EUGSTER	Mgmt	For
1C.	ELECTION OF DIRECTOR: R. WILLIAM VAN SANT	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION PAID TO OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT.	Mgmt	For
4.	APPROVAL OF THE GRACO INC. 2015 STOCK INCENTIVE PLAN.	Mgmt	For

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 HEICO CORPORATION

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 Agen

Security: 422806109  
 Meeting Type: Annual  
 Meeting Date: 20-Mar-2015

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Ticker: HEI  
ISIN: US4228061093

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR THOMAS M. CULLIGAN ADOLFO HENRIQUES SAMUEL L. HIGGINBOTTOM MARK H. HILDEBRANDT WOLFGANG MAYRHUBER ERIC A. MENDELSON LAURANS A. MENDELSON VICTOR H. MENDELSON JULIE NEITZEL DR. ALAN SCHRIESHEIM FRANK J. SCHWITTER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING OCTOBER 31, 2015	Mgmt	For

HENRY SCHEIN, INC.

Agen

Security: 806407102  
Meeting Type: Annual  
Meeting Date: 22-Jun-2015  
Ticker: HSIC  
ISIN: US8064071025

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: BARRY J. ALPERIN	Mgmt	For
1B.	ELECTION OF DIRECTOR: LAWRENCE S. BACOW, PH.D.	Mgmt	For
1C.	ELECTION OF DIRECTOR: GERALD A. BENJAMIN	Mgmt	For
1D.	ELECTION OF DIRECTOR: STANLEY M. BERGMAN	Mgmt	For
1E.	ELECTION OF DIRECTOR: JAMES P. BRESLAWSKI	Mgmt	For
1F.	ELECTION OF DIRECTOR: PAUL BRONS	Mgmt	For
1G.	ELECTION OF DIRECTOR: DONALD J. KABAT	Mgmt	For
1H.	ELECTION OF DIRECTOR: PHILIP A. LASKAWY	Mgmt	For
1I.	ELECTION OF DIRECTOR: NORMAN S. MATTHEWS	Mgmt	For
1J.	ELECTION OF DIRECTOR: MARK E. MLOTEK	Mgmt	For

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1K.	ELECTION OF DIRECTOR: STEVEN PALADINO	Mgmt	For
1L.	ELECTION OF DIRECTOR: CAROL RAPHAEL	Mgmt	For
1M.	ELECTION OF DIRECTOR: E. DIANNE REKOW, DDS, PH.D.	Mgmt	For
1N.	ELECTION OF DIRECTOR: BRADLEY T. SHEARES, PH.D.	Mgmt	For
1O.	ELECTION OF DIRECTOR: LOUIS W. SULLIVAN, M.D.	Mgmt	For
2.	PROPOSAL TO AMEND AND RESTATE THE COMPANY'S 1996 NON-EMPLOYEE DIRECTOR STOCK INCENTIVE PLAN (TO BE RENAMED THE 2015 NON-EMPLOYEE DIRECTOR STOCK INCENTIVE PLAN).	Mgmt	For
3.	PROPOSAL TO APPROVE, BY NON-BINDING VOTE, THE 2014 COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	PROPOSAL TO RATIFY THE SELECTION OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 26, 2015.	Mgmt	For

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HORMEL FOODS CORPORATION

Agen

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Security: 440452100  
Meeting Type: Annual  
Meeting Date: 27-Jan-2015  
Ticker: HRL  
ISIN: US4404521001  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GARY C. BHOJWANI TERRELL K. CREWS JEFFREY M. ETTINGER JODY H. FERAGEN GLENN S. FORBES, M.D. STEPHEN M. LACY JOHN L. MORRISON ELSA A. MURANO, PH.D. ROBERT C. NAKASONE SUSAN K. NESTEGARD DAKOTA A. PIPPINS C.J. POLICINSKI SALLY J. SMITH STEVEN A. WHITE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For For
2.	RATIFY THE APPOINTMENT BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED	Mgmt	For

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PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR  
ENDING OCTOBER 25, 2015.

- |    |  |      |     |
|----|--|------|-----|
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION AS DISCLOSED IN THE COMPANY'S 2015 ANNUAL MEETING PROXY STATEMENT (THE "SAY-ON-PAY" VOTE). | Mgmt | For |
| 4. | STOCKHOLDER PROPOSAL REQUESTING DISCLOSURE OF RISKS RELATED TO SOW HOUSING.  | Shr  | For |

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IDEXX LABORATORIES, INC. Agen

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Security: 45168D104  
Meeting Type: Annual  
Meeting Date: 06-May-2015  
Ticker: IDXX  
ISIN: US45168D1046

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Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR WILLIAM T. END BARRY C. JOHNSON, PHD DANIEL M. JUNIUS	Mgmt Mgmt Mgmt	For For For
2	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. TO APPROVE A NONBINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
3	AMENDMENTS TO IDEXX LABORATORIES, INC. 1997 EMPLOYEE STOCK PURCHASE PLAN. TO APPROVE PROPOSED AMENDMENTS TO THE COMPANY'S 1997 EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
4	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR.	Mgmt	For

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ITT CORPORATION Agen

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Security: 450911201  
Meeting Type: Annual  
Meeting Date: 08-May-2015  
Ticker: ITT  
ISIN: US4509112011

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ORLANDO D. ASHFORD	Mgmt	For
1B.	ELECTION OF DIRECTOR: G. PETER D'ALOIA	Mgmt	For
1C.	ELECTION OF DIRECTOR: DONALD DEFOSSET, JR.	Mgmt	For
1D.	ELECTION OF DIRECTOR: CHRISTINA A. GOLD	Mgmt	For
1E.	ELECTION OF DIRECTOR: RICHARD P. LAVIN	Mgmt	For
1F.	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Mgmt	For
1G.	ELECTION OF DIRECTOR: REBECCA A. MCDONALD	Mgmt	For
1H.	ELECTION OF DIRECTOR: TIMOTHY H. POWERS	Mgmt	For
1I.	ELECTION OF DIRECTOR: DENISE L. RAMOS	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE 2015 FISCAL YEAR	Mgmt	For
3.	APPROVAL OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION	Mgmt	For

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 J & J SNACK FOODS CORP.

Agen

Security: 466032109  
 Meeting Type: Annual  
 Meeting Date: 17-Feb-2015  
 Ticker: JJSF  
 ISIN: US4660321096  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GERALD B. SHREIBER	Mgmt	For
2.	ADVISORY VOTE ON APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION PROGRAMS.	Mgmt	For

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 J.B. HUNT TRANSPORT SERVICES, INC.

Agen

Security: 445658107  
 Meeting Type: Annual  
 Meeting Date: 23-Apr-2015  
 Ticker: JBHT  
 ISIN: US4456581077  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: DOUGLAS G. DUNCAN	Mgmt	For
1B.	ELECTION OF DIRECTOR: FRANCESCA M. EDWARDSON	Mgmt	For
1C.	ELECTION OF DIRECTOR: WAYNE GARRISON	Mgmt	For
1D.	ELECTION OF DIRECTOR: SHARILYN S. GASAWAY	Mgmt	For
1E.	ELECTION OF DIRECTOR: GARY C. GEORGE	Mgmt	For
1F.	ELECTION OF DIRECTOR: J. BRYAN HUNT, JR.	Mgmt	For
1G.	ELECTION OF DIRECTOR: COLEMAN H. PETERSON	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOHN N. ROBERTS III	Mgmt	For
1I.	ELECTION OF DIRECTOR: JAMES L. ROBO	Mgmt	For
1J.	ELECTION OF DIRECTOR: KIRK THOMPSON	Mgmt	For
1K.	ELECTION OF DIRECTOR: DR. JOHN A. WHITE	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR CALENDAR YEAR 2015.	Mgmt	For
3.	TO APPROVE A STOCKHOLDER PROPOSAL REGARDING GREENHOUSE GAS REDUCTION TARGETS.	Shr	Against

KANSAS CITY SOUTHERN

Agen

Security: 485170302  
Meeting Type: Annual  
Meeting Date: 07-May-2015  
Ticker: KSU  
ISIN: US4851703029

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: LU M. CORDOVA	Mgmt	For
1.2	ELECTION OF DIRECTOR: THOMAS A. MCDONNELL	Mgmt	For
2.	RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
3.	ADVISORY (NON-BINDING) VOTE APPROVING THE 2014 COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

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4. APPROVAL OF A PROPOSAL TO REDUCE OWNERSHIP PERCENTAGE NEEDED TO CALL A SPECIAL STOCKHOLDER MEETING. Shr Against

KIRBY CORPORATION

Agen

Security: 497266106  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2015  
 Ticker: KEX  
 ISIN: US4972661064

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: BARRY E. DAVIS	Mgmt	For
1.2	ELECTION OF DIRECTOR: MONTE J. MILLER	Mgmt	For
1.3	ELECTION OF DIRECTOR: JOSEPH H. PYNE	Mgmt	For
2.	REAPPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE OBJECTIVES UNDER KIRBY'S 2005 STOCK AND INCENTIVE PLAN.	Mgmt	For
3.	RATIFICATION OF THE SELECTION OF KPMG LLP AS KIRBY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
4.	ADVISORY VOTE ON THE APPROVAL OF THE COMPENSATION OF KIRBY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
5.	THE PROXIES ARE AUTHORIZED TO VOTE IN THEIR DISCRETION UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.	Mgmt	Against

LKQ CORPORATION

Agen

Security: 501889208  
 Meeting Type: Annual  
 Meeting Date: 04-May-2015  
 Ticker: LKQ  
 ISIN: US5018892084

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: SUKHPAL SINGH AHLUWALIA	Mgmt	For

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1B.	ELECTION OF DIRECTOR: A. CLINTON ALLEN	Mgmt	For
1C.	ELECTION OF DIRECTOR: RONALD G. FOSTER	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOSEPH M. HOLSTEN	Mgmt	For
1E.	ELECTION OF DIRECTOR: BLYTHE J. MCGARVIE	Mgmt	For
1F.	ELECTION OF DIRECTOR: PAUL M. MEISTER	Mgmt	For
1G.	ELECTION OF DIRECTOR: JOHN F. O'BRIEN	Mgmt	For
1H.	ELECTION OF DIRECTOR: GUHAN SUBRAMANIAN	Mgmt	For
1I.	ELECTION OF DIRECTOR: ROBERT L. WAGMAN	Mgmt	For
1J.	ELECTION OF DIRECTOR: WILLIAM M. WEBSTER, IV	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

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MCKESSON CORPORATION

Agen

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Security: 58155Q103  
Meeting Type: Annual  
Meeting Date: 30-Jul-2014  
Ticker: MCK  
ISIN: US58155Q1031  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ANDY D. BRYANT	Mgmt	No vote
1B.	ELECTION OF DIRECTOR: WAYNE A. BUDD	Mgmt	No vote
1C.	ELECTION OF DIRECTOR: N. ANTHONY COLES, M.D.	Mgmt	No vote
1D.	ELECTION OF DIRECTOR: JOHN H. HAMMERGREN	Mgmt	No vote
1E.	ELECTION OF DIRECTOR: ALTON F. IRBY III	Mgmt	No vote
1F.	ELECTION OF DIRECTOR: M. CHRISTINE JACOBS	Mgmt	No vote
1G.	ELECTION OF DIRECTOR: MARIE L. KNOWLES	Mgmt	No vote
1H.	ELECTION OF DIRECTOR: DAVID M. LAWRENCE, M.D.	Mgmt	No vote

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11.	ELECTION OF DIRECTOR: EDWARD A. MUELLER	Mgmt	No vote
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MARCH 31, 2015.	Mgmt	No vote
3.	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Mgmt	No vote
4.	SHAREHOLDER PROPOSAL ON ACTION BY WRITTEN CONSENT OF SHAREHOLDERS.	Shr	No vote
5.	SHAREHOLDER PROPOSAL ON DISCLOSURE OF POLITICAL CONTRIBUTIONS AND EXPENDITURES.	Shr	No vote
6.	SHAREHOLDER PROPOSAL ON ACCELERATED VESTING OF EQUITY AWARDS.	Shr	No vote

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 MEDNAX, INC.

Agen

Security: 58502B106  
 Meeting Type: Annual  
 Meeting Date: 07-May-2015  
 Ticker: MD  
 ISIN: US58502B1061  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR CESAR L. ALVAREZ KAREY D. BARKER WALDEMAR A. CARLO, M.D. MICHAEL B. FERNANDEZ PAUL G. GABOS P.J. GOLDSCHMIDT, M.D. MANUEL KADRE ROGER J. MEDEL, M.D. DONNA E. SHALALA, PH.D. ENRIQUE J. SOSA, PH.D.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR.	Mgmt	For
3.	PROPOSAL TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For

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 METTLER-TOLEDO INTERNATIONAL INC.

Agen

Security: 592688105  
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## Edgar Filing: Value Line Mid Cap Focused Fund, Inc. - Form N-PX

Meeting Type: Annual  
 Meeting Date: 07-May-2015  
 Ticker: MTD  
 ISIN: US5926881054

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: ROBERT F. SPOERRY	Mgmt	For
1.2	ELECTION OF DIRECTOR: WAH-HUI CHU	Mgmt	For
1.3	ELECTION OF DIRECTOR: FRANCIS A. CONTINO	Mgmt	For
1.4	ELECTION OF DIRECTOR: OLIVIER A. FILLIOL	Mgmt	For
1.5	ELECTION OF DIRECTOR: MICHAEL A. KELLY	Mgmt	For
1.6	ELECTION OF DIRECTOR: HANS ULRICH MAERKI	Mgmt	For
1.7	ELECTION OF DIRECTOR: GEORGE M. MILNE	Mgmt	For
1.8	ELECTION OF DIRECTOR: THOMAS P. SALICE	Mgmt	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	VOTE TO APPROVE AMENDING THE COMPANY'S BY-LAWS TO ADOPT AN EXCLUSIVE FORUM FOR CERTAIN DISPUTES	Mgmt	Against
4.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For

OPEN TEXT CORPORATION

Agen

Security: 683715106  
 Meeting Type: Annual  
 Meeting Date: 26-Sep-2014  
 Ticker: OTEX  
 ISIN: CA6837151068

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	P. THOMAS JENKINS	Mgmt	For
	MARK BARRENECHEA	Mgmt	For
	RANDY FOWLIE	Mgmt	For
	GAIL E. HAMILTON	Mgmt	For
	BRIAN J. JACKMAN	Mgmt	For
	STEPHEN J. SADLER	Mgmt	For
	MICHAEL SLAUNWHITE	Mgmt	For
	KATHARINE B. STEVENSON	Mgmt	For
	DEBORAH WEINSTEIN	Mgmt	For

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02 RE-APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, Mgmt For  
AS INDEPENDENT AUDITORS FOR THE COMPANY.

PARKER-HANNIFIN CORPORATION Agen

Security: 701094104  
Meeting Type: Annual  
Meeting Date: 22-Oct-2014  
Ticker: PH  
ISIN: US7010941042

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ROBERT G. BOHN LINDA S. HARTY WILLIAM E. KASSLING ROBERT J. KOHLHEPP KEVIN A. LOBO KLAUS-PETER MULLER CANDY M. OBOURN JOSEPH SCAMINACE WOLFGANG R. SCHMITT AKE SVENSSON JAMES L. WAINSCOTT DONALD E. WASHKEWICZ	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING JUNE 30, 2015.	Mgmt	For
3.	APPROVAL OF, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
4.	APPROVAL OF THE PARKER-HANNIFIN CORPORATION GLOBAL EMPLOYEE STOCK PURCHASE PLAN.	Mgmt	For
5.	SHAREHOLDER PROPOSAL TO ADOPT A MAJORITY VOTE STANDARD IN THE ELECTION OF DIRECTORS.	Shr	For

PRECISION CASTPARTS CORP. Agen

Security: 740189105  
Meeting Type: Annual  
Meeting Date: 12-Aug-2014  
Ticker: PCP  
ISIN: US7401891053

Prop.#	Proposal	Proposal Type	Proposal Vote
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		Type	
1A.	ELECTION OF DIRECTOR: MARK DONEGAN	Mgmt	No vote
1B.	ELECTION OF DIRECTOR: DON R. GRABER	Mgmt	No vote
1C.	ELECTION OF DIRECTOR: LESTER L. LYLES	Mgmt	No vote
1D.	ELECTION OF DIRECTOR: DANIEL J. MURPHY	Mgmt	No vote
1E.	ELECTION OF DIRECTOR: VERNON E. OECHSLE	Mgmt	No vote
1F.	ELECTION OF DIRECTOR: ULRICH SCHMIDT	Mgmt	No vote
1G.	ELECTION OF DIRECTOR: RICHARD L. WAMBOLD	Mgmt	No vote
1H.	ELECTION OF DIRECTOR: TIMOTHY A. WICKS	Mgmt	No vote
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	No vote
3.	ADVISORY VOTE REGARDING COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Mgmt	No vote
4.	SHAREHOLDER PROPOSAL REGARDING ACCELERATED VESTING OF EQUITY AWARDS UPON A CHANGE IN CONTROL.	Shr	No vote

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 ROLLINS, INC.

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 Agen

Security: 775711104  
 Meeting Type: Annual  
 Meeting Date: 28-Apr-2015  
 Ticker: ROL  
 ISIN: US7757111049  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR GARY W. ROLLINS LARRY L. PRINCE PAMELA R. ROLLINS	Mgmt Mgmt Mgmt	Withheld For Withheld
2.	TO RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR 2015.	Mgmt	For
3.	TO AMEND THE CERTIFICATE OF INCORPORATION OF THE COMPANY TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF CAPITAL STOCK TO 375,500,000 SHARES.	Mgmt	For

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ROPER TECHNOLOGIES, INC.

Agen

Security: 776696106  
 Meeting Type: Annual  
 Meeting Date: 29-May-2015  
 Ticker: ROP  
 ISIN: US7766961061

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR AMY WOODS BRINKLEY ROBERT D. JOHNSON ROBERT E. KNOWLING, JR. WILBUR J. PREZZANO LAURA G. THATCHER RICHARD F. WALLMAN CHRISTOPHER WRIGHT	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2.	TO CONSIDER, ON A NON-BINDING, ADVISORY BASIS, A RESOLUTION APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED ACCOUNTING FIRM OF THE COMPANY.	Mgmt	For
4.	TO CONSIDER A STOCKHOLDER PROPOSAL; IF PROPERLY PRESENTED AT THE ANNUAL MEETING.	Shr	For

SILGAN HOLDINGS INC.

Agen

Security: 827048109  
 Meeting Type: Annual  
 Meeting Date: 26-May-2015  
 Ticker: SLGN  
 ISIN: US8270481091

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ANTHONY J. ALLOTT JOSEPH M. JORDAN EDWARD A. LAPEKAS	Mgmt Mgmt Mgmt	For For For
2.	TO APPROVE THE AMENDED AND RESTATED SILGAN HOLDINGS INC. 2004 STOCK INCENTIVE PLAN AND TO REAPPROVE THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER THE AMENDED AND RESTATED SILGAN HOLDINGS INC. 2004 STOCK INCENTIVE PLAN.	Mgmt	For

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- |    |   |      |         |
|----|---|------|---------|
| 3. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015. | Mgmt | For     |
| 4. | ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.  | Mgmt | Against |

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 SNAP-ON INCORPORATED

Agen

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 Security: 833034101  
 Meeting Type: Annual  
 Meeting Date: 30-Apr-2015  
 Ticker: SNA  
 ISIN: US8330341012  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: KAREN L. DANIEL	Mgmt	For
1.2	ELECTION OF DIRECTOR: RUTH ANN M. GILLIS	Mgmt	For
1.3	ELECTION OF DIRECTOR: NATHAN J. JONES	Mgmt	For
1.4	ELECTION OF DIRECTOR: HENRY W. KNUEPPEL	Mgmt	For
1.5	ELECTION OF DIRECTOR: NICHOLAS T. PINCHUK	Mgmt	For
1.6	ELECTION OF DIRECTOR: GREGG M. SHERRILL	Mgmt	For
1.7	ELECTION OF DIRECTOR: DONALD J. STEBBINS	Mgmt	For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015.	Mgmt	For
3.	PROPOSAL TO AMEND AND RESTATE THE SNAP-ON INCORPORATED 2011 INCENTIVE STOCK AND AWARDS PLAN.	Mgmt	For
4.	ADVISORY VOTE TO APPROVE THE COMPENSATION OF SNAP-ON INCORPORATED'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN "COMPENSATION DISCUSSION AND ANALYSIS" AND "EXECUTIVE COMPENSATION INFORMATION" IN THE PROXY STATEMENT.	Mgmt	For

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 STERICYCLE, INC.

Agen

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 Security: 858912108  
 Meeting Type: Annual  
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Meeting Date: 27-May-2015  
 Ticker: SRCL  
 ISIN: US8589121081

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MARK C. MILLER	Mgmt	For
1B.	ELECTION OF DIRECTOR: JACK W. SCHULER	Mgmt	For
1C.	ELECTION OF DIRECTOR: CHARLES A. ALUTTO	Mgmt	For
1D.	ELECTION OF DIRECTOR: LYNN D. BLEIL	Mgmt	For
1E.	ELECTION OF DIRECTOR: THOMAS D. BROWN	Mgmt	For
1F.	ELECTION OF DIRECTOR: THOMAS F. CHEN	Mgmt	For
1G.	ELECTION OF DIRECTOR: ROD F. DAMMEYER	Mgmt	For
1H.	ELECTION OF DIRECTOR: WILLIAM K. HALL	Mgmt	For
1I.	ELECTION OF DIRECTOR: JOHN PATIENCE	Mgmt	For
1J.	ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015	Mgmt	For
3.	ADVISORY RESOLUTION APPROVING THE COMPENSATION PAID TO THE COMPANY'S EXECUTIVE OFFICERS	Mgmt	For
4.	STOCKHOLDER PROPOSAL TO REQUIRE AN INDEPENDENT BOARD CHAIRMAN	Shr	Against

TELEDYNE TECHNOLOGIES INCORPORATED

Agen

Security: 879360105  
 Meeting Type: Annual  
 Meeting Date: 22-Apr-2015  
 Ticker: TDY  
 ISIN: US8793601050

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR SIMON M. LORNE PAUL D. MILLER WESLEY W. VON SCHACK	Mgmt Mgmt Mgmt	For For For
2	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT	Mgmt	For

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REGISTERED PUBLIC ACCOUNTING FIRM FOR  
FISCAL YEAR 2015.

3	APPROVAL OF NON-BINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For
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TEVA PHARMACEUTICAL INDUSTRIES LIMITED

Agen

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Security: 881624209  
Meeting Type: Annual  
Meeting Date: 30-Jul-2014  
Ticker: TEVA  
ISIN: US8816242098  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	TO APPOINT DAN PROPPER AS DIRECTOR, TO SERVE UNTIL THE 2017 ANNUAL MEETING OF SHAREHOLDERS.	Mgmt	No vote
1B.	TO APPOINT ORY SLONIM AS DIRECTOR, TO SERVE UNTIL THE 2017 ANNUAL MEETING OF SHAREHOLDERS.	Mgmt	No vote
2A.	TO APPOINT MR. JOSEPH (YOSSI) NITZANI TO SERVE AS A STATUTORY INDEPENDENT DIRECTOR FOR AN ADDITIONAL TERM OF THREE YEARS, FOLLOWING THE EXPIRATION OF HIS SECOND TERM OF SERVICE ON SEPTEMBER 25, 2014, AND TO APPROVE HIS REMUNERATION AND BENEFITS.	Mgmt	No vote
2B.	TO APPOINT MR. JEAN-MICHEL HALFON TO SERVE AS A STATUTORY INDEPENDENT DIRECTOR FOR A TERM OF THREE YEARS, COMMENCING FOLLOWING MEETING, AND TO APPROVE HIS REMUNERATION & BENEFITS.	Mgmt	No vote
3A.	TO APPROVE THE ANNUAL CASH BONUS OBJECTIVES FOR THE COMPANY'S PRESIDENT & CHIEF EXECUTIVE OFFICER FOR 2014 AND GOING FORWARD.	Mgmt	No vote
3B.	TO APPROVE ANNUAL EQUITY AWARDS FOR THE COMPANY'S PRESIDENT AND CHIEF EXECUTIVE OFFICER FOR EACH YEAR COMMENCING IN 2015.	Mgmt	No vote
4.	TO APPROVE THE PURCHASE OF DIRECTORS' AND OFFICERS' LIABILITY INSURANCE WITH ANNUAL COVERAGE OF UP TO \$600 MILLION.	Mgmt	No vote
5.	TO APPOINT KESSELMAN & KESSELMAN, A MEMBER OF PRICEWATERHOUSECOOPERS INTERNATIONAL LTD., AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM UNTIL THE 2015 ANNUAL MEETING OF SHAREHOLDERS.	Mgmt	No vote

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 THE MIDDLEBY CORPORATION  
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Agen

Security: 596278101  
 Meeting Type: Annual  
 Meeting Date: 12-May-2015  
 Ticker: MIDD  
 ISIN: US5962781010  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: SELIM A. BASSOUL	Mgmt	For
1.2	ELECTION OF DIRECTOR: SARAH PALISI CHAPIN	Mgmt	For
1.3	ELECTION OF DIRECTOR: ROBERT B. LAMB	Mgmt	For
1.4	ELECTION OF DIRECTOR: JOHN R. MILLER III	Mgmt	For
1.5	ELECTION OF DIRECTOR: GORDON O'BRIEN	Mgmt	For
1.6	ELECTION OF DIRECTOR: PHILIP G. PUTNAM	Mgmt	For
1.7	ELECTION OF DIRECTOR: SABIN C. STREETER	Mgmt	For
2	APPROVAL, BY AN ADVISORY VOTE, OF THE 2014 COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION ("SEC").	Mgmt	Against
3	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE CURRENT FISCAL YEAR ENDING JANUARY 2, 2016.	Mgmt	For

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 THE PROCTER & GAMBLE COMPANY  
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Agen

Security: 742718109  
 Meeting Type: Annual  
 Meeting Date: 14-Oct-2014  
 Ticker: PG  
 ISIN: US7427181091  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ANGELA F. BRALY	Mgmt	For
1B.	ELECTION OF DIRECTOR: KENNETH I. CHENAULT	Mgmt	For
1C.	ELECTION OF DIRECTOR: SCOTT D. COOK	Mgmt	For

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1D.	ELECTION OF DIRECTOR: SUSAN DESMOND-HELLMANN	Mgmt	For
1E.	ELECTION OF DIRECTOR: A.G. LAFLEY	Mgmt	For
1F.	ELECTION OF DIRECTOR: TERRY J. LUNDGREN	Mgmt	For
1G.	ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR.	Mgmt	For
1H.	ELECTION OF DIRECTOR: MARGARET C. WHITMAN	Mgmt	For
1I.	ELECTION OF DIRECTOR: MARY AGNES WILDEROTTER	Mgmt	For
1J.	ELECTION OF DIRECTOR: PATRICIA A. WOERTZ	Mgmt	For
1K.	ELECTION OF DIRECTOR: ERNESTO ZEDILLO	Mgmt	For
2.	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
3.	APPROVE THE PROCTER & GAMBLE 2014 STOCK AND INCENTIVE COMPENSATION PLAN	Mgmt	For
4.	ADVISORY VOTE ON EXECUTIVE COMPENSATION (THE SAY ON PAY VOTE)	Mgmt	For
5.	SHAREHOLDER PROPOSAL - REPORT ON UNRECYCLABLE PACKAGING	Shr	Against
6.	SHAREHOLDER PROPOSAL - REPORT ON ALIGNMENT BETWEEN CORPORATE VALUES AND POLITICAL CONTRIBUTIONS	Shr	Against

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THE SCOTTS MIRACLE-GRO CO.

Agen

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Security: 810186106  
Meeting Type: Annual  
Meeting Date: 29-Jan-2015  
Ticker: SMG  
ISIN: US8101861065  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR MICHELLE A. JOHNSON THOMAS N. KELLY JR. JOHN R. VINES	Mgmt Mgmt Mgmt	For For For
2.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	RATIFICATION OF THE SELECTION OF DELOITTE &	Mgmt	For

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TOUCHE LLP AS THE COMPANY'S INDEPENDENT  
REGISTERED PUBLIC ACCOUNTING FIRM FOR THE  
FISCAL YEAR ENDING SEPTEMBER 30, 2015.

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THE TJX COMPANIES, INC. Agen

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Security: 872540109  
Meeting Type: Annual  
Meeting Date: 11-Jun-2015  
Ticker: TJX  
ISIN: US8725401090

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: ZEIN ABDALLA	Mgmt	For
1B.	ELECTION OF DIRECTOR: JOSE B. ALVAREZ	Mgmt	For
1C.	ELECTION OF DIRECTOR: ALAN M. BENNETT	Mgmt	For
1D.	ELECTION OF DIRECTOR: DAVID T. CHING	Mgmt	For
1E.	ELECTION OF DIRECTOR: MICHAEL F. HINES	Mgmt	For
1F.	ELECTION OF DIRECTOR: AMY B. LANE	Mgmt	For
1G.	ELECTION OF DIRECTOR: CAROL MEYROWITZ	Mgmt	For
1H.	ELECTION OF DIRECTOR: JOHN F. O'BRIEN	Mgmt	For
1I.	ELECTION OF DIRECTOR: WILLOW B. SHIRE	Mgmt	For
1J.	ELECTION OF DIRECTOR: WILLIAM H. SWANSON	Mgmt	For
2.	RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2016.	Mgmt	For
3.	SAY ON PAY: ADVISORY APPROVAL OF TJX'S EXECUTIVE COMPENSATION.	Mgmt	For

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THE TORO COMPANY Agen

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Security: 891092108  
Meeting Type: Annual  
Meeting Date: 17-Mar-2015  
Ticker: TTC  
ISIN: US8910921084

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Prop.#	Proposal	Proposal Type	Proposal Vote
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1.	DIRECTOR JANET K. COOPER GARY L. ELLIS GREGG W. STEINHAFEL	Mgmt Mgmt Mgmt	For For For
2.	RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR FISCAL YEAR ENDING OCTOBER 31, 2015.	Mgmt	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF OUR EXECUTIVE COMPENSATION.	Mgmt	For
4.	APPROVAL OF THE TORO COMPANY AMENDED AND RESTATED 2010 EQUITY AND INCENTIVE PLAN.	Mgmt	For

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THE ULTIMATE SOFTWARE GROUP, INC.

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Agen

Security: 90385D107  
Meeting Type: Annual  
Meeting Date: 18-May-2015  
Ticker: ULTI  
ISIN: US90385D1072  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: MARC D. SCHERR	Mgmt	For
1B.	ELECTION OF DIRECTOR: RICK A. WILBER	Mgmt	For
1C.	ELECTION OF DIRECTOR: JAMES A. FITZPATRICK JR	Mgmt	For
2	TO RATIFY THE APPOINTMENT OF KPMG LLP AS ULTIMATE'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3	TO APPROVE BY NON-BINDING ADVISORY VOTE THE COMPENSATION PAID TO ULTIMATE'S NAMED EXECUTIVE OFFICERS.	Mgmt	Against

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THE VALSPAR CORPORATION

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Agen

Security: 920355104  
Meeting Type: Annual  
Meeting Date: 18-Feb-2015  
Ticker: VAL  
ISIN: US9203551042  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR JACK J. ALLEN JOHN S. BODE JEFFREY H. CURLER SHANE D. FLEMING	Mgmt Mgmt Mgmt Mgmt	For For For For
2.	TO CAST AN ADVISORY VOTE TO APPROVE THE CORPORATION'S EXECUTIVE COMPENSATION ("SAY-ON-PAY" VOTE).	Mgmt	For
3.	TO APPROVE THE VALSPAR CORPORATION 2015 OMNIBUS EQUITY PLAN.	Mgmt	For
4.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE CORPORATION.	Mgmt	For

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WABTEC CORPORATION

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Agen

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Security: 929740108  
Meeting Type: Annual  
Meeting Date: 13-May-2015  
Ticker: WAB  
ISIN: US9297401088  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR BRIAN P. HEHIR MICHAEL W.D. HOWELL NICKOLAS W. VANDE STEEG	Mgmt Mgmt Mgmt	For For For
2.	APPROVE AN ADVISORY (NON-BINDING) RESOLUTION RELATING TO THE APPROVAL OF 2014 NAMED EXECUTIVE OFFICER COMPENSATION	Mgmt	For
3.	RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2015 FISCAL YEAR	Mgmt	For

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WASTE CONNECTIONS, INC.

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Agen

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Security: 941053100  
Meeting Type: Annual  
Meeting Date: 15-May-2015  
Ticker: WCN  
ISIN: US9410531001  
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## Edgar Filing: Value Line Mid Cap Focused Fund, Inc. - Form N-PX

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: MICHAEL W. HARLAN	Mgmt	For
1.2	ELECTION OF DIRECTOR: WILLIAM J. RAZZOUK	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2015.	Mgmt	For
3.	APPROVAL ON A NON-BINDING, ADVISORY BASIS OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT ("SAY ON PAY").	Mgmt	For

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WEX INC.

Agen-----

Security: 96208T104  
Meeting Type: Annual  
Meeting Date: 15-May-2015  
Ticker: WEX  
ISIN: US96208T1043

Prop.#	Proposal	Proposal Type	Proposal Vote
1.1	ELECTION OF DIRECTOR: GEORGE L. MCTAVISH	Mgmt	For
1.2	ELECTION OF DIRECTOR: REGINA O. SOMMER	Mgmt	For
1.3	ELECTION OF DIRECTOR: JACK VANWOERKOM	Mgmt	For
2.	TO APPROVE AN ADVISORY (NON-BINDING) VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO APPROVE THE 2010 EQUITY AND INCENTIVE PLAN.	Mgmt	For
4.	TO APPROVE THE 2015 SECTION 162 (M) PERFORMANCE INCENTIVE PLAN.	Mgmt	For
5.	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2015.	Mgmt	For

\* Management position unknown

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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)	The Value Line Mid Cap Focused Fund, Inc
By (Signature)	/s/ Mitchell E. Appel
Name	Mitchell E. Appel
Title	President
Date	08/28/2015