

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

Value Line Mid Cap Focused Fund, Inc.  
Form N-PX  
August 24, 2018

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: 07/01/2017 - 06/30/2018

Value Line Mid Cap Focused Fund, Inc.

-----  
ADVANCE AUTO PARTS, INC.

Agen

-----  
Security: 00751Y106  
Meeting Type: Annual  
Meeting Date: 16-May-2018  
Ticker: AAP  
ISIN: US00751Y1064  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	John F. Bergstrom	Mgmt	For
	Brad W. Buss	Mgmt	For
	Fiona P. Dias	Mgmt	For
	John F. Ferraro	Mgmt	For
	Thomas R. Greco	Mgmt	For
	Adriana Karaboutis	Mgmt	For
	Eugene I. Lee, Jr.	Mgmt	For

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

	Douglas A. Pertz	Mgmt	For
	Reuben E. Slone	Mgmt	For
	Jeffrey C. Smith	Mgmt	For
2.	Approve, by advisory vote, the compensation of our named executive officers.	Mgmt	Against
3.	Ratify the appointment of Deloitte & Touche LLP (Deloitte) as our independent registered public accounting firm for 2018.	Mgmt	For
4.	Advisory vote on the stockholder proposal on the ability of stockholders to act by written consent if presented at the annual meeting.	Shr	For

---

AMERICAN FINANCIAL GROUP, INC.

Agen

---

Security: 025932104  
Meeting Type: Annual  
Meeting Date: 22-May-2018  
Ticker: AFG  
ISIN: US0259321042

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Carl H. Lindner III S. Craig Lindner Kenneth C. Ambrecht John B. Berding Joseph E. Consolino Virginia C. Drosos James E. Evans Terry S. Jacobs Gregory G. Joseph William W. Verity John I. Von Lehman	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For
2.	Proposal to ratify the Audit Committee's appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for 2018.	Mgmt	For
3.	Advisory vote on compensation of named executive officers.	Mgmt	For
4.	Shareholder proposal regarding sustainability report.	Shr	For

---

AMETEK INC.

Agen

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

Security: 031100100  
 Meeting Type: Annual  
 Meeting Date: 08-May-2018  
 Ticker: AME  
 ISIN: US0311001004

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Elizabeth R. Varet	Mgmt	For
1b.	Election of Director: Dennis K. Williams	Mgmt	For
2.	Approval, by non-binding advisory vote, of AMETEK, Inc. named executive officer compensation.	Mgmt	For
3.	Ratification of Ernst & Young LLP as independent registered public accounting firm for 2018.	Mgmt	For

### AMPHENOL CORPORATION

Agen

Security: 032095101  
 Meeting Type: Annual  
 Meeting Date: 17-May-2018  
 Ticker: APH  
 ISIN: US0320951017

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Ronald P. Badie	Mgmt	For
1b.	Election of Director: Stanley L. Clark	Mgmt	For
1c.	Election of Director: John D. Craig	Mgmt	For
1d.	Election of Director: David P. Falck	Mgmt	For
1e.	Election of Director: Edward G. Jepsen	Mgmt	For
1f.	Election of Director: Martin H. Loeffler	Mgmt	For
1g.	Election of Director: John R. Lord	Mgmt	For
1h.	Election of Director: R. Adam Norwitt	Mgmt	For
1i.	Election of Director: Diana G. Reardon	Mgmt	For
1j.	Election of Director: Anne Clarke Wolff	Mgmt	For
2.	Ratification of Deloitte & Touche LLP as independent accountants of the Company.	Mgmt	For
3.	Advisory vote to approve compensation of	Mgmt	For

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

named executive officers.

4.	Stockholder Proposal - Special Shareholder Meeting Improvement.	Shr	For
----	---	-----	-----

-----  
 ANSYS, INC.

Agen

Security: 03662Q105  
 Meeting Type: Annual  
 Meeting Date: 18-May-2018  
 Ticker: ANSS  
 ISIN: US03662Q1058

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Guy E. Dubois	Mgmt	For
1b.	Election of Director: Alec D. Gallimore	Mgmt	For
2.	The ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm.	Mgmt	For
3.	The compensation of our named executive officers, to be voted on a non-binding, advisory basis.	Mgmt	For

-----  
 ARCH CAPITAL GROUP LTD.

Agen

Security: G0450A105  
 Meeting Type: Annual  
 Meeting Date: 09-May-2018  
 Ticker: ACGL  
 ISIN: BMG0450A1053

Prop.#	Proposal	Proposal Type	Proposal Vote
1a	To elect the nominees listed as Class II Directors of the Company for a term of three years: Eric W. Doppstadt	Mgmt	For
1b	To elect the nominees listed as Class II Directors of the Company for a term of three years: Laurie S. Goodman	Mgmt	For
1c	To elect the nominees listed as Class II Directors of the Company for a term of three years: Constantine Iordanou	Mgmt	For

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

1d	To elect the nominees listed as Class II Directors of the Company for a term of three years: John M. Pasquesi	Mgmt	For
2	Advisory vote to approve named executive officer compensation.	Mgmt	For
3	To appoint PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2018.	Mgmt	For
4	Approve the Arch Capital Group Ltd. 2018 Long-Term Incentive and Share Award Plan.	Mgmt	For
5	Approve a three-for-one common share split.	Mgmt	For
6a	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Robert Appleby	Mgmt	For
6b	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Anthony Asquith	Mgmt	For
6c	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Stephen Bashford	Mgmt	For
6d	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Dennis R. Brand	Mgmt	For
6e	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Ian Britchfield	Mgmt	For
6f	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Pierre-Andre Camps	Mgmt	For
6g	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Chung Foo Choy	Mgmt	For
6h	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Paul Cole	Mgmt	For
6i	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Graham B.R. Collis	Mgmt	For

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

6j	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Michael Constantinides	Mgmt	For
6k	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Stephen J. Curley	Mgmt	For
6l	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Nick Denniston	Mgmt	For
6m	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Christopher A. Edwards	Mgmt	For
6n	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Seamus Fearon	Mgmt	For
6o	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Michael Feetham	Mgmt	For
6p	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Beau H. Franklin	Mgmt	For
6q	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Giuliano Giovannetti	Mgmt	For
6r	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Michael Hammer	Mgmt	For
6s	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: W. Preston Hutchings	Mgmt	For
6t	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Constantine Iordanou	Mgmt	For
6u	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Jason Kittinger	Mgmt	For

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

6v	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Gerald Konig	Mgmt	For
6w	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Jean-Philippe Latour	Mgmt	For
6x	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Lino Leoni	Mgmt	For
6y	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Mark D. Lyons	Mgmt	For
6z	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Patrick Mailloux	Mgmt	For
6aa	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Paul Martin	Mgmt	For
6ab	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Robert McDowell	Mgmt	For
6ac	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: David H. McElroy	Mgmt	For
6ad	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Francois Morin	Mgmt	For
6ae	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: David J. Mulholland	Mgmt	For
6af	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Mark Nolan	Mgmt	For
6ag	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Nicolas Papadopoulo	Mgmt	For
6ah	To elect the nominees listed as Designated Company Directors so that they may be	Mgmt	For

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

	elected directors of certain of our non-U.S. subsidiaries: Michael Price		
6ai	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Elisabeth Quinn	Mgmt	For
6aj	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Maamoun Rajeh	Mgmt	For
6ak	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Andrew T. Rippert	Mgmt	For
6al	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Arthur Scace	Mgmt	For
6am	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Soren Scheuer	Mgmt	For
6an	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Matthew Shulman	Mgmt	For
6ao	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: William A. Soares	Mgmt	For
6ap	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Patrick Storey	Mgmt	For
6aq	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Hugh Sturgess	Mgmt	For
6ar	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Ross Totten	Mgmt	For
6as	To elect the nominees listed as Designated Company Directors so that they may be elected directors of certain of our non-U.S. subsidiaries: Gerald Wolfe	Mgmt	For



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

BALL CORPORATION

Agen

Security: 058498106  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2018  
 Ticker: BLL  
 ISIN: US0584981064

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Robert W. Alspaugh Michael J. Cave Pedro Henrique Mariani	Mgmt Mgmt Mgmt	For For For
2.	To ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Corporation for 2018.	Mgmt	For
3.	To approve, by non-binding vote, the compensation paid to the named executive officers.	Mgmt	For

C. R. BARD, INC.

Agen

Security: 067383109  
 Meeting Type: Special  
 Meeting Date: 08-Aug-2017  
 Ticker: BCR  
 ISIN: US0673831097

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 23, 2017, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG C. R. BARD, INC., A NEW JERSEY CORPORATION (THE "COMPANY"), BECTON, DICKINSON AND COMPANY, A NEW JERSEY CORPORATION, AND LAMBDA CORP., A NEW JERSEY CORPORATION AND WHOLLY OWNED SUBSIDIARY OF BECTON, DICKINSON AND COMPANY.	Mgmt	For
2.	TO APPROVE BY ADVISORY (NON-BINDING) VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Mgmt	For
3.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE	Mgmt	For

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

INSUFFICIENT VOTES AT THE TIME OF THE  
SPECIAL MEETING TO APPROVE THE MERGER  
AGREEMENT.

---

CARLISLE COMPANIES INCORPORATED

Agen

Security: 142339100  
Meeting Type: Annual  
Meeting Date: 02-May-2018  
Ticker: CSL  
ISIN: US1423391002

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	Election of Director: James D. Frias	Mgmt	For
1B.	Election of Director: Corrine D. Ricard	Mgmt	For
1C.	Election of Director: Lawrence A. Sala	Mgmt	For
2.	To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal 2018.	Mgmt	For
3.	To approve, on an advisory basis, the Company's named executive officer compensation in fiscal 2017.	Mgmt	For

---

CGI GROUP INC.

Agen

Security: 39945C109  
Meeting Type: Annual  
Meeting Date: 31-Jan-2018  
Ticker: GIB  
ISIN: CA39945C1095

---

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR		
	Alain Bouchard	Mgmt	For
	Bernard Bourigeaud	Mgmt	For
	Dominic D'Alessandro	Mgmt	For
	Paule Dore	Mgmt	For
	Richard B. Evans	Mgmt	For
	Julie Godin	Mgmt	For
	Serge Godin	Mgmt	For
	Timothy J. Hearn	Mgmt	For
	Andre Imbeau	Mgmt	For
	Gilles Labbe	Mgmt	For

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

	Heather Munroe-Blum	Mgmt	For
	Michael B. Pedersen	Mgmt	For
	Michael E. Roach	Mgmt	For
	George D. Schindler	Mgmt	For
	Joakim Westh	Mgmt	For
2	Appointment of Ernst & Young LLP as auditors and authorization to the Audit and Risk Management Committee to fix their remuneration	Mgmt	For
3	Shareholder Proposal Number Two Disclosure of Voting Results by Classes of Shares	Shr	For

---

CHURCH & DWIGHT CO., INC.

Agen

Security: 171340102  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: CHD  
 ISIN: US1713401024

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Matthew T. Farrell	Mgmt	For
1b.	Election of Director: Ravichandra K. Saligram	Mgmt	For
1c.	Election of Director: Robert K. Shearer	Mgmt	For
1d.	Election of Director: Laurie J. Yoler	Mgmt	For
2.	Advisory vote to approve compensation of our named executive officers.	Mgmt	For
3.	Proposal to amend and restate our Amended and Restated Certificate of Incorporation to provide for the annual election of all directors and eliminate or update certain outdated provisions.	Mgmt	For
4.	Ratification of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for 2018.	Mgmt	For

---

DANAHER CORPORATION

Agen

Security: 235851102  
 Meeting Type: Annual  
 Meeting Date: 08-May-2018  
 Ticker: DHR

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

ISIN: US2358511028

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: Raymond C. Stevens, Ph.D.	Mgmt	For
1K.	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.	Mgmt	For
3.	To approve on an advisory basis the Company's named executive officer compensation.	Mgmt	For
4.	To act upon a shareholder proposal requesting that Danaher reduce shareholder special meeting threshold from 25% to 10%.	Shr	For

ECOLAB INC.

Agen

Security: 278865100  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 Ticker: ECL  
 ISIN: US2788651006

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

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

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: Arthur J. Higgins	Mgmt	For
1h.	Election of Director: Michael Larson	Mgmt	For
1i.	Election of Director: David W. MacLennan	Mgmt	For
1j.	Election of Director: Tracy B. McKibben	Mgmt	For
1k.	Election of Director: Victoria J. Reich	Mgmt	For
1l.	Election of Director: Suzanne M. Vautrinot	Mgmt	For
1m.	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, 2018.	Mgmt	For
3.	Advisory vote to approve the compensation of executives disclosed in the Proxy Statement.	Mgmt	For
4.	Stockholder proposal regarding the threshold to call special stockholder meetings, if properly presented.	Shr	Against

-----  
 FISERV, INC.

Agen

-----  
 Security: 337738108  
 Meeting Type: Annual  
 Meeting Date: 23-May-2018  
 Ticker: FISV  
 ISIN: US3377381088  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	Alison Davis	Mgmt	For
	Harry F. DiSimone	Mgmt	For
	John Y. Kim	Mgmt	For
	Dennis F. Lynch	Mgmt	For
	Denis J. O'Leary	Mgmt	For
	Glenn M. Renwick	Mgmt	For
	Kim M. Robak	Mgmt	For
	JD Sherman	Mgmt	For
	Doyle R. Simons	Mgmt	For
	Jeffery W. Yabuki	Mgmt	For

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

2.	To approve the material terms of the performance goals under the Amended and Restated Fiserv, Inc. 2007 Omnibus Incentive Plan.	Mgmt	For
3.	To approve, on an advisory basis, the compensation of the named executive officers of Fiserv, Inc.	Mgmt	For
4.	To ratify the appointment of Deloitte & Touche LLP as the independent registered public accounting firm of Fiserv, Inc. for 2018.	Mgmt	For
5.	A shareholder proposal requesting the board of directors to adopt a by-law to provide for executive pay confidential voting.	Shr	Against

-----  
GARTNER, INC.

Agen

-----  
Security: 366651107  
Meeting Type: Annual  
Meeting Date: 24-May-2018  
Ticker: IT  
ISIN: US3666511072  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Michael J. Bingle	Mgmt	For
1b.	Election of Director: Peter E. Bisson	Mgmt	For
1c.	Election of Director: Richard J. Bressler	Mgmt	For
1d.	Election of Director: Raul E. Cesan	Mgmt	For
1e.	Election of Director: Karen E. Dykstra	Mgmt	For
1f.	Election of Director: Anne Sutherland Fuchs	Mgmt	For
1g.	Election of Director: William O. Grabe	Mgmt	For
1h.	Election of Director: Eugene A. Hall	Mgmt	For
1i.	Election of Director: Stephen G. Pagliuca	Mgmt	For
1j.	Election of Director: Eileen Serra	Mgmt	For
1k.	Election of Director: James C. Smith	Mgmt	For
2.	Approve, on an advisory basis, the compensation of our named executive officers.	Mgmt	Against
3.	Ratify the appointment of KPMG LLP as the	Mgmt	For

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

Company's independent registered public  
accounting firm for fiscal 2018.

-----  
HEICO CORPORATION

Agen

Security: 422806109  
Meeting Type: Annual  
Meeting Date: 16-Mar-2018  
Ticker: HEI  
ISIN: US4228061093  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Thomas M. Culligan Adolfo Henriques 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.	RE-APPROVAL OF THE PERFORMANCE GOALS INCLUDED IN THE HEICO CORPORATION 2012 INCENTIVE COMPENSATION PLAN (THE "2012 PLAN") AND RATIFICATION OF AWARDS MADE UNDER THE 2012 PLAN, WHICH AWARDS ARE SUBJECT TO THE RE-APPROVAL OF THE PERFORMANCE GOALS INCLUDED IN THE 2012 PLAN	Mgmt	For
3.	APPROVAL OF THE HEICO CORPORATION 2018 INCENTIVE COMPENSATION PLAN	Mgmt	For
4.	APPROVAL OF AN AMENDMENT TO ARTICLE III OF HEICO'S ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF HEICO CORPORATION COMMON STOCK, \$0.01 PAR VALUE PER SHARE, FROM 75,000,000 SHARES TO 150,000,000 SHARES	Mgmt	Against
5.	APPROVAL OF AN AMENDMENT TO ARTICLE III OF HEICO'S ARTICLES OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF HEICO CORPORATION CLASS A COMMON STOCK, \$0.01 PAR VALUE PER SHARE, FROM 75,000,000 SHARES TO 150,000,000 SHARES	Mgmt	Against
6.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION	Mgmt	For
7.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE	Mgmt	For

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

FISCAL YEAR ENDING OCTOBER 31, 2018

-----  
 IDEXX LABORATORIES, INC. Agen

Security: 45168D104  
 Meeting Type: Annual  
 Meeting Date: 09-May-2018  
 Ticker: IDXX  
 ISIN: US45168D1046

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Bruce L. Claflin	Mgmt	For
1b.	Election of Director: Daniel M. Junius	Mgmt	For
2.	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
3.	Approval of the Adoption of the IDEXX Laboratories, Inc. 2018 Incentive Plan. To approve the Company's 2018 Stock Incentive Plan.	Mgmt	For
4.	Advisory Vote on Executive Compensation. To approve a nonbinding advisory resolution on the Company's executive compensation.	Mgmt	For

-----  
 J & J SNACK FOODS CORP. Agen

Security: 466032109  
 Meeting Type: Annual  
 Meeting Date: 09-Feb-2018  
 Ticker: JJSF  
 ISIN: US4660321096

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Sidney R. Brown	Mgmt	For
2.	Advisory vote on Approval of the Company's Executive Compensation Programs.	Mgmt	Against
3.	Vote on the approval of the 2017 Stock Option Plan.	Mgmt	For



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

JACK HENRY & ASSOCIATES, INC.

Agen

Security: 426281101  
 Meeting Type: Annual  
 Meeting Date: 09-Nov-2017  
 Ticker: JKHY  
 ISIN: US4262811015

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR M. FLANIGAN J. PRIM T. WILSON J. FIEGEL T. WIMSETT L. KELLY S. MIYASHIRO W. BROWN D. FOSS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Mgmt	For
3.	TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF THE ADVISORY APPROVAL OF OUR NAMED EXECUTIVE OFFICER COMPENSATION.	Mgmt	1 Year
4.	TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE COMPANY'S ANNUAL INCENTIVE PLAN.	Mgmt	For
5.	TO RATIFY THE SELECTION OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For

LKQ CORPORATION

Agen

Security: 501889208  
 Meeting Type: Annual  
 Meeting Date: 07-May-2018  
 Ticker: LKQ  
 ISIN: US5018892084

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Sukhpal Singh Ahluwalia	Mgmt	For

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

1b.	Election of Director: A. Clinton Allen	Mgmt	For
1c.	Election of Director: Robert M. Hanser	Mgmt	For
1d.	Election of Director: Joseph M. Holsten	Mgmt	For
1e.	Election of Director: Blythe J. McGarvie	Mgmt	For
1f.	Election of Director: John F. O'Brien	Mgmt	For
1g.	Election of Director: Guhan Subramanian	Mgmt	For
1h.	Election of Director: William M. Webster, IV	Mgmt	For
1i.	Election of Director: Dominick Zarcone	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, 2018.	Mgmt	For
3.	Approval, on an advisory basis, of the compensation of our named executive officers.	Mgmt	For

-----  
 METTLER-TOLEDO INTERNATIONAL INC.  
 -----

Agen

Security: 592688105  
 Meeting Type: Annual  
 Meeting Date: 03-May-2018  
 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: Olivier A. Filliol	Mgmt	For
1.4	Election of Director: Elisha W. Finney	Mgmt	For
1.5	Election of Director: Richard Francis	Mgmt	For
1.6	Election of Director: Constance L. Harvey	Mgmt	For
1.7	Election of Director: Michael A. Kelly	Mgmt	For
1.8	Election of Director: Hans Ulrich Maerki	Mgmt	For
1.9	Election of Director: Thomas P. Salice	Mgmt	For
2.	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For

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

3. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION Mgmt For

-----  
 OPEN TEXT CORPORATION

Agen

Security: 683715106  
 Meeting Type: Annual  
 Meeting Date: 21-Sep-2017  
 Ticker: OTEX  
 ISIN: CA6837151068  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR P. THOMAS JENKINS MARK BARRENECHEA RANDY FOWLIE GAIL E. HAMILTON BRIAN J. JACKMAN STEPHEN J. SADLER MICHAEL SLAUNWHITE KATHARINE B. STEVENSON C. JURGEN TINGGREN DEBORAH WEINSTEIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
02	RE-APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS INDEPENDENT AUDITORS FOR THE COMPANY.	Mgmt	For
03	THE NON-BINDING SAY-ON-PAY RESOLUTION, THE FULL TEXT OF WHICH IS ATTACHED AS SCHEDULE "A" TO THE CIRCULAR, WITH OR WITHOUT VARIATION, ON THE COMPANY'S APPROACH TO EXECUTIVE COMPENSATION, AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.	Mgmt	For

-----  
 ROLLINS, INC.

Agen

Security: 775711104  
 Meeting Type: Annual  
 Meeting Date: 24-Apr-2018  
 Ticker: ROL  
 ISIN: US7757111049  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Gary W. Rollins Larry L. Prince Pamela R. Rollins	Mgmt Mgmt Mgmt	For For For

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

- |    |   |      |         |
|----|---|------|---------|
| 2. | To ratify the appointment of Grant Thornton LLP as independent registered public accounting firm of the Company for the fiscal year ending December 31, 2018. | Mgmt | For     |
| 3. | To approve the 2018 Stock Incentive Plan.   | Mgmt | Against |

-----  
 ROPER TECHNOLOGIES, INC.

-----  
 Agen

Security: 776696106  
 Meeting Type: Annual  
 Meeting Date: 04-Jun-2018  
 Ticker: ROP  
 ISIN: US7766961061  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Shellye L. Archambeau Amy Woods Brinkley John F. Fort, III Brian D. Jellison 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 Mgmt Mgmt Mgmt	For For For 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 of the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the year ending December 31, 2018.	Mgmt	For

-----  
 TELEDYNE TECHNOLOGIES INCORPORATED

-----  
 Agen

Security: 879360105  
 Meeting Type: Annual  
 Meeting Date: 25-Apr-2018  
 Ticker: TDY  
 ISIN: US8793601050  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
--------	----------	---------------	---------------

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

1.	DIRECTOR Simon M. Lorne Paul D. Miller Wesley W. von Schack	Mgmt Mgmt Mgmt	For For For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2018.	Mgmt	For
3.	APPROVAL OF NON-BINDING ADVISORY RESOLUTION ON THE COMPANY'S EXECUTIVE COMPENSATION.	Mgmt	For

-----  
THE TORO COMPANY

Agen

Security: 891092108  
Meeting Type: Annual  
Meeting Date: 20-Mar-2018  
Ticker: TTC  
ISIN: US8910921084

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR Janet K. Cooper Gary L. Ellis Gregg W. Steinhafel Michael G. Vale, Ph.D.	Mgmt Mgmt Mgmt Mgmt	For 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, 2018.	Mgmt	For
3.	Approval of, on an advisory basis, our executive compensation.	Mgmt	For

-----  
THE ULTIMATE SOFTWARE GROUP, INC.

Agen

Security: 90385D107  
Meeting Type: Annual  
Meeting Date: 14-May-2018  
Ticker: ULTI  
ISIN: US90385D1072

Prop.#	Proposal	Proposal Type	Proposal Vote
1a.	Election of Director: Marc D. Scherr	Mgmt	For
1b.	Election of Director: James A. FitzPatrick,	Mgmt	For

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

Jr.

1c.	Election of Director: Rick A. Wilber	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, 2018.	Mgmt	For
3.	To approve, by non-binding advisory vote, compensation paid to Ultimate's named executive officers.	Mgmt	Against
4.	To approve the Amended and Restated 2005 Equity Incentive Plan.	Mgmt	For

-----  
 TYLER TECHNOLOGIES, INC.

-----  
 Agen

Security: 902252105  
 Meeting Type: Annual  
 Meeting Date: 09-May-2018  
 Ticker: TYL  
 ISIN: US9022521051  
 -----

Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	Election of Director: Donald R. Brattain	Mgmt	For
1B.	Election of Director: Glenn A. Carter	Mgmt	For
1C.	Election of Director: Brenda A. Cline	Mgmt	For
1D.	Election of Director: J. Luther King Jr.	Mgmt	For
1E.	Election of Director: John S. Marr Jr.	Mgmt	For
1F.	Election of Director: H. Lynn Moore Jr.	Mgmt	For
1G.	Election of Director: Daniel M. Pope	Mgmt	For
1H.	Election of Director: Dustin R. Womble	Mgmt	For
2.	Ratification of Ernst & Young LLP as independent auditors.	Mgmt	For
3.	Approval of an advisory resolution on executive compensation.	Mgmt	For
4.	Adoption of the Tyler Technologies, Inc. 2018 Stock Incentive Plan.	Mgmt	Against
5.	In their discretion, the proxies are authorized to vote upon such other business- as may properly come before the meeting or adjournments thereof.	Mgmt	Against

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

-----  
WASTE CONNECTIONS, INC.

-----  
Agen

Security: 94106B101  
Meeting Type: Annual and Special  
Meeting Date: 24-May-2018  
Ticker: WCN  
ISIN: CA94106B1013  
-----

Prop.#	Proposal	Proposal Type	Proposal Vote
1	DIRECTOR Ronald J. Mittelstaedt Robert H. Davis Edward E. Guillet Michael W. Harlan Larry S. Hughes Susan Lee William J. Razzouk	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For
2	Appointment of Grant Thornton LLP as our independent registered public accounting firm until the close of the 2018 Annual Meeting of Shareholders of the Company and authorization of our Board of Directors to fix the remuneration of the independent registered public accounting firm.	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
4	Shareholder proposal to urge the adoption of a senior executive equity compensation retention requirement until retirement.	Mgmt	Against

\* Management position unknown

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 08/24/2018