

GENERAL MILLS INC
Form 4
January 29, 2015

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HARMENING JEFFREY L

(Last) (First) (Middle)

NUMBER ONE GENERAL MILLS BOULEVARD

(Street)

MINNEAPOLIS, MN 55426

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GENERAL MILLS INC [GIS]

3. Date of Earliest Transaction
(Month/Day/Year)
01/27/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	01/27/2015		M	30,876 A \$ 25.63	113,523.0493	D	
Common Stock	01/27/2015		S	30,876 (1) D \$ 55.1754 (2)	82,647.0493	D	
Common Stock					6,423.198	I	by Trust 1 (3)
Common Stock					18,657	I	by Trust 2

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 25.63	01/27/2015		M	30,876	06/26/2010 07/26/2016	Common Stock 30

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARMENING JEFFREY L NUMBER ONE GENERAL MILLS BOULEVARD MINNEAPOLIS, MN 55426			Executive Vice President	

Signatures

By: Christopher A Rauschl For: Jeffrey L Harmening 01/29/2015

 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares were sold pursuant to a 10b5-1 trading plan dated November 13, 2014.
- (2) Represents the weighted average of actual sale prices that range from \$55.00 to \$55.34. Full information regarding the number of shares sold at each separate price is available upon request of the Securities and Exchange Commission or any security holder of the company.
- (3) Shares held in revocable trusts for the benefit of the reporting person and his spouse. The reporting person and his spouse are trustees of the trusts.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. ----- Prop.# Proposal Proposal Proposal Vote
 For/Against Type Management 1 DIRECTOR JOHN D. WREN Mgmt For For BRUCE CRAWFORD Mgmt For For

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ALAN R. BATKIN Mgmt For For ROBERT CHARLES CLARK Mgmt For For LEONARD S. COLEMAN, JR. Mgmt For For ERROL M. COOK Mgmt For For SUSAN S. DENISON Mgmt For For MICHAEL A. HENNING Mgmt For For JOHN R. MURPHY Mgmt For For JOHN R. PURCELL Mgmt For For LINDA JOHNSON RICE Mgmt For For GARY L. ROUBOS Mgmt For For 2 RATIFICATION OF THE APPOINTMENT OF KPMG LLP Mgmt For For AS OUR INDEPENDENT AUDITORS FOR THE 2009 FISCAL YEAR. 3 AMENDMENT TO THE OMNICOM GROUP INC. EMPLOYEE Mgmt For For STOCK PURCHASE PLAN TO AUTHORIZE AN ADDITIONAL 10 MILLION SHARES FOR ISSUANCE AND SALE TO EMPLOYEES.

----- ORACLE
CORPORATION Agenda Number: 932949033

----- Security:
68389X105 Meeting Type: Annual Meeting Date: 10-Oct-2008 Ticker: ORCL ISIN: US68389X1054

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR JEFFREY O. HENLEY Mgmt For For LAWRENCE J. ELLISON Mgmt For For DONALD L. LUCAS Mgmt For For MICHAEL J. BOSKIN Mgmt For For JACK F. KEMP Mgmt For For JEFFREY S. BERG Mgmt For For SAFRA A. CATZ Mgmt For For HECTOR GARCIA-MOLINA Mgmt For For H. RAYMOND BINGHAM Mgmt For For CHARLES E. PHILLIPS, JR Mgmt For For NAOMI O. SELIGMAN Mgmt For For GEORGE H. CONRADES Mgmt For For BRUCE R. CHIZEN Mgmt For For 02 PROPOSAL FOR THE APPROVAL OF THE ADOPTION OF Mgmt Against Against THE FISCAL YEAR 2009 EXECUTIVE BONUS PLAN. 03 PROPOSAL TO RATIFY THE SELECTION OF ERNST & Mgmt For For YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING MAY 31, 2009. 04 STOCKHOLDER PROPOSAL ON ADVISORY VOTE ON EXECUTIVE Shr For Against COMPENSATION.

----- PALM, INC.
Agenda Number: 932945112

----- Security:
696643105 Meeting Type: Annual Meeting Date: 01-Oct-2008 Ticker: PALM ISIN: US6966431057

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR EDWARD T. COLLIGAN Mgmt For For D. SCOTT MERCER Mgmt For For 02 A PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE Mgmt For For & TOUCHE LLP AS PALM'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING MAY 29, 2009.

PARKER-HANNIFIN CORPORATION Agenda Number: 932957787

----- Security:
701094104 Meeting Type: Annual Meeting Date: 22-Oct-2008 Ticker: PH ISIN: US7010941042

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR WILLIAM E. KASSLING Mgmt For For JOSEPH M. SCAMINACE Mgmt For For WOLFGANG R. SCHMITT Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF DELOITTE Mgmt For For & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FY09

----- PARTNERRE
LTD. Agenda Number: 933047107

----- Security:
G6852T105 Meeting Type: Annual Meeting Date: 22-May-2009 Ticker: PRE ISIN: BMG6852T1053

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR JAN H. HOLSBOER Mgmt For For KEVIN M. TWOMEY Mgmt For For 02 TO RE-APPOINT DELOITTE & TOUCHE, THE INDEPENDENT Mgmt For For REGISTERED PUBLIC ACCOUNTING FIRM, AS OUR INDEPENDENT AUDITORS, TO SERVE UNTIL THE 2010 ANNUAL GENERAL MEETING, AND TO REFER DECISIONS ABOUT THE AUDITORS' COMPENSATION TO THE BOARD OF DIRECTORS. 03 TO APPROVE OUR 2009 EMPLOYEE SHARE PLAN. Mgmt For For 04 TO APPROVE AMENDMENTS TO OUR 2003 NON-EMPLOYEE Mgmt For For DIRECTOR

Explanation of Responses:

SHARE PLAN, AS AMENDED AND RESTATED; 05 TO APPROVE THE EXTENSION OF THE TERM APPLICABLE Mgmt For For TO THE SHARES REMAINING UNDER OUR SWISS SHARE PURCHASE PLAN; AND 6A TO ELIMINATE SUPERMAJORITY VOTING REQUIREMENTS Mgmt For For FOR AMALGAMATIONS IN OUR BYE-LAWS. 6B TO APPROVE ADVANCE NOTICE PROVISIONS IN OUR Mgmt For For BYE-LAWS. 6C TO APPROVE CERTAIN LIMITATIONS ON VOTING/OWNERSHIP Mgmt For For IN OUR BYE-LAWS. 6D TO APPROVE INDEMNIFICATION PROVISIONS IN OUR Mgmt For For BYE-LAWS. 6E TO APPROVE ELECTION, DISQUALIFICATION AND REMOVAL Mgmt For For OF DIRECTOR PROVISIONS IN OUR BYE-LAWS. 6F TO APPROVE OTHER CHANGES TO OUR BYE-LAWS. Mgmt For For -----

PAYCHEX, INC. Agenda Number: 932950050

----- Security:
704326107 Meeting Type: Annual Meeting Date: 07-Oct-2008 Ticker: PAYX ISIN: US7043261079

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: B. THOMAS GOLISANO Mgmt For For 1B ELECTION OF DIRECTOR: DAVID J.S. FLASCHEN Mgmt For For 1C ELECTION OF DIRECTOR: PHILLIP HORSLEY Mgmt For For 1D ELECTION OF DIRECTOR: GRANT M. INMAN Mgmt For For 1E ELECTION OF DIRECTOR: PAMELA A. JOSEPH Mgmt For For 1F ELECTION OF DIRECTOR: JONATHAN J. JUDGE Mgmt For For 1G ELECTION OF DIRECTOR: JOSEPH M. TUCCI Mgmt For For 1H ELECTION OF DIRECTOR: JOSEPH M. VELLI Mgmt For For 02 RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION Mgmt For For OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.

----- PEABODY
ENERGY CORPORATION Agenda Number: 933021064

----- Security:
704549104 Meeting Type: Annual Meeting Date: 07-May-2009 Ticker: BTU ISIN: US7045491047

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR GREGORY H. BOYCE Mgmt For For WILLIAM E. JAMES Mgmt For For ROBERT B. KARN III Mgmt For For M. FRANCES KEETH Mgmt For For HENRY E. LENTZ Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG Mgmt For For LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009. 03 REAPPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE Mgmt Against Against MEASURES UNDER THE COMPANY'S 2004 LONG-TERM EQUITY INCENTIVE PLAN.

----- PEPSICO, INC.
Agenda Number: 933014906

----- Security:
713448108 Meeting Type: Annual Meeting Date: 06-May-2009 Ticker: PEP ISIN: US7134481081

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: S.L. BROWN Mgmt For For 1B ELECTION OF DIRECTOR: I.M. COOK Mgmt For For 1C ELECTION OF DIRECTOR: D. DUBLON Mgmt For For 1D ELECTION OF DIRECTOR: V.J. DZAU Mgmt For For 1E ELECTION OF DIRECTOR: R.L. HUNT Mgmt For For 1F ELECTION OF DIRECTOR: A. IBARGUEN Mgmt For For 1G ELECTION OF DIRECTOR: A.C. MARTINEZ Mgmt For For 1H ELECTION OF DIRECTOR: I.K. NOOYI Mgmt For For 1I ELECTION OF DIRECTOR: S.P. ROCKEFELLER Mgmt For For 1J ELECTION OF DIRECTOR: J.J. SCHIRO Mgmt For For 1K ELECTION OF DIRECTOR: L.G. TROTTER Mgmt For For 1L ELECTION OF DIRECTOR: D. VASELLA Mgmt For For 1M ELECTION OF DIRECTOR: M.D. WHITE Mgmt For For 02 APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS Mgmt For For 03 APPROVAL OF PEPSICO, INC. EXECUTIVE INCENTIVE Mgmt For For COMPENSATION PLAN 04 SHAREHOLDER PROPOSAL - BEVERAGE CONTAINER RECYCLING Shr Against For (PROXY STATEMENT P. 59) 05 SHAREHOLDER PROPOSAL - GENETICALLY ENGINEERED Shr Against For PRODUCTS REPORT (PROXY STATEMENT P. 61) 06 SHAREHOLDER PROPOSAL - CHARITABLE CONTRIBUTIONS Shr Against For REPORT (PROXY

STATEMENT P. 63) 07 SHAREHOLDER PROPOSAL - ADVISORY VOTE ON COMPENSATION Shr For
Against (PROXY STATEMENT P. 64)

----- PETROHAWK
ENERGY CORPORATION Agenda Number: 933093700

----- Security:
716495106 Meeting Type: Annual Meeting Date: 18-Jun-2009 Ticker: HK ISIN: US7164951060

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR JAMES W. CHRISTMAS Mgmt For For
JAMES L. IRISH III Mgmt For For ROBERT C. STONE, JR. Mgmt For For 02 RATIFICATION AND APPROVAL
OF THE AMENDMENT TO Mgmt Against Against OUR CERTIFICATE OF INCORPORATION TO INCREASE
THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE FOR ISSUANCE TO 500 MILLION SHARES.
03 RATIFICATION AND APPROVAL OF THE AMENDMENT TO Mgmt Against Against OUR 2004
EMPLOYEE INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK
AVAILABLE FOR ISSUANCE UNDER THE PLAN BY 5.3 MILLION SHARES. 04 RATIFICATION AND
APPROVAL OF THE AMENDMENT TO Mgmt Against Against OUR 2004 NON-EMPLOYEE DIRECTOR
INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE FOR
ISSUANCE UNDER THE PLAN BY 0.5 MILLION SHARES. 05 RATIFICATION AND APPROVAL OF THE
AMENDMENT TO Mgmt For For OUR CERTIFICATE OF INCORPORATION TO ALLOW THE BOARD OF
DIRECTORS TO AMEND OUR BYLAWS. 06 RATIFICATION OF THE APPOINTMENT OF DELOITTE Mgmt
For For & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR 2009.

----- PFIZER INC.
Agenda Number: 933011176

----- Security:
717081103 Meeting Type: Annual Meeting Date: 23-Apr-2009 Ticker: PFE ISIN: US7170811035

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: DENNIS A. AUSIELLO
Mgmt For For 1B ELECTION OF DIRECTOR: MICHAEL S. BROWN Mgmt For For 1C ELECTION OF
DIRECTOR: M. ANTHONY BURNS Mgmt For For 1D ELECTION OF DIRECTOR: ROBERT N. BURT Mgmt
For For 1E ELECTION OF DIRECTOR: W. DON CORNWELL Mgmt For For 1F ELECTION OF DIRECTOR:
WILLIAM H. GRAY, III Mgmt For For 1G ELECTION OF DIRECTOR: CONSTANCE J. HORNER Mgmt For For
1H ELECTION OF DIRECTOR: JAMES M. KILTS Mgmt For For 1I ELECTION OF DIRECTOR: JEFFREY B.
KINDLER Mgmt For For 1J ELECTION OF DIRECTOR: GEORGE A. LORCH Mgmt For For 1K ELECTION OF
DIRECTOR: DANA G. MEAD Mgmt For For 1L ELECTION OF DIRECTOR: SUZANNE NORA JOHNSON
Mgmt For For 1M ELECTION OF DIRECTOR: STEPHEN W. SANGER Mgmt For For 1N ELECTION OF
DIRECTOR: WILLIAM C. STEERE, JR. Mgmt For For 02 PROPOSAL TO RATIFY THE SELECTION OF KPMG
LLP Mgmt For For AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. 03 PROPOSAL
TO APPROVE THE PFIZER INC. 2004 STOCK Mgmt For For PLAN, AS AMENDED AND RESTATED. 04
SHAREHOLDER PROPOSAL REGARDING STOCK OPTIONS. Shr Against For 05 SHAREHOLDER
PROPOSAL REGARDING ADVISORY VOTE Shr For Against ON EXECUTIVE COMPENSATION. 06
SHAREHOLDER PROPOSAL REGARDING CUMULATIVE VOTING. Shr For Against 07 SHAREHOLDER
PROPOSAL REGARDING SPECIAL SHAREHOLDER Shr For Against MEETINGS.

----- PHILIP
MORRIS INTERNATIONAL INC. Agenda Number: 933018067

----- Security:
718172109 Meeting Type: Annual Meeting Date: 05-May-2009 Ticker: PM ISIN: US7181721090

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: HAROLD BROWN Mgmt
For For 1B ELECTION OF DIRECTOR: MATHIS CABIALAVETTA Mgmt For For 1C ELECTION OF
DIRECTOR: LOUIS C. CAMILLERI Mgmt For For 1D ELECTION OF DIRECTOR: J. DUDLEY FISHBURN
Mgmt For For 1E ELECTION OF DIRECTOR: GRAHAM MACKAY Mgmt For For 1F ELECTION OF
DIRECTOR: SERGIO MARCHIONNE Mgmt For For 1G ELECTION OF DIRECTOR: LUCIO A. NOTO Mgmt

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For For 1H ELECTION OF DIRECTOR: CARLOS SLIM HELU Mgmt For For 1I ELECTION OF DIRECTOR: STEPHEN M. WOLF Mgmt For For 2 RATIFICATION OF THE SELECTION OF INDEPENDENT Mgmt For For AUDITORS. 3 APPROVAL OF ELIGIBILITY, BUSINESS CRITERIA FOR Mgmt Against Against AWARDS AND AWARD LIMITS UNDER THE PMI 2008 PERFORMANCE INCENTIVE PLAN.

----- PINNACLE
WEST CAPITAL CORPORATION Agenda Number: 933038083

----- Security:
723484101 Meeting Type: Annual Meeting Date: 20-May-2009 Ticker: PNW ISIN: US7234841010

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR EDWARD N. BASHA, JR. Mgmt For For DONALD E. BRANDT Mgmt For For SUSAN CLARK-JOHNSON Mgmt For For MICHAEL L. GALLAGHER Mgmt For For PAMELA GRANT Mgmt For For ROY A. HERBERGER, JR. Mgmt For For WILLIAM S. JAMIESON Mgmt For For HUMBERTO S. LOPEZ Mgmt For For KATHRYN L. MUNRO Mgmt For For BRUCE J. NORDSTROM Mgmt For For W. DOUGLAS PARKER Mgmt For For WILLIAM J. POST Mgmt For For WILLIAM L. STEWART Mgmt For For 02 RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE Mgmt For For LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2009. 03 SHAREHOLDER PROPOSAL ASKING THE COMPANY TO AMEND Shr For Against THE BYLAWS TO ALLOW SHAREHOLDERS OWNING 10% OF THE COMPANY'S COMMON STOCK TO CALL SPECIAL SHAREHOLDER MEETINGS.

----- PIONEER
NATURAL RESOURCES COMPANY Agenda Number: 933077819

----- Security:
723787107 Meeting Type: Annual Meeting Date: 17-Jun-2009 Ticker: PXD ISIN: US7237871071

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR THOMAS D. ARTHUR Mgmt For For ANDREW F. CATES Mgmt For For SCOTT J. REIMAN Mgmt For For SCOTT D. SHEFFIELD Mgmt For For 02 RATIFICATION OF SELECTION OF ERNST & YOUNG LLP Mgmt For For AS INDEPENDENT AUDITORS. 03 APPROVAL OF THE AMENDMENT TO THE 2006 LONG-TERM Mgmt Against Against INCENTIVE PLAN. 04 APPROVAL OF THE SECTION 162(M) MATERIAL TERMS Mgmt Against Against UNDER THE 2006 LONG-TERM INCENTIVE PLAN.

----- PITNEY
BOWES INC. Agenda Number: 933008903

----- Security:
724479100 Meeting Type: Annual Meeting Date: 11-May-2009 Ticker: PBI ISIN: US7244791007

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: ANNE M. BUSQUET Mgmt For For 1B ELECTION OF DIRECTOR: ANNE SUTHERLAND FUCHS Mgmt For For 1C ELECTION OF DIRECTOR: JAMES H. KEYES Mgmt For For 1D ELECTION OF DIRECTOR: DAVID L. SHEDLARZ Mgmt For For 1E ELECTION OF DIRECTOR: DAVID B. SNOW, JR. Mgmt For For 02 RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION Mgmt For For OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT ACCOUNTANTS FOR 2009.

----- PLUM CREEK
TIMBER COMPANY, INC. Agenda Number: 933022600

----- Security:
729251108 Meeting Type: Annual Meeting Date: 06-May-2009 Ticker: PCL ISIN: US7292511083

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: RICK R. HOLLEY Mgmt For For 1B ELECTION OF DIRECTOR: ROBIN JOSEPHS Mgmt For For 1C ELECTION OF DIRECTOR: JOHN G. MCDONALD Mgmt For For 1D ELECTION OF DIRECTOR: ROBERT B. MCLEOD Mgmt For For 1E ELECTION OF DIRECTOR: JOHN F. MORGAN, SR. Mgmt For For 1F ELECTION OF DIRECTOR: JOHN H. SCULLY Mgmt For For 1G ELECTION OF DIRECTOR: STEPHEN C. TOBIAS Mgmt For For 1H ELECTION OF

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DIRECTOR: MARTIN A. WHITE Mgmt For For 02 PROPOSAL TO AMEND CERTIFICATE OF INCORPORATION Mgmt For For TO ELIMINATE REQUIREMENT OF A PLURALITY VOTE IN DIRECTOR ELECTIONS. 03 PROPOSAL TO AMEND CERTIFICATE OF INCORPORATION Mgmt For For TO INCREASE OWNERSHIP LIMIT FROM 5% TO 9.8% PER HOLDER. 04 PROPOSAL TO RATIFY APPOINTMENT OF ERNST & YOUNG Mgmt For For AS INDEPENDENT AUDITORS FOR 2009. 05 PROPOSAL RELATING TO ADVISORY VOTE ON EXECUTIVE Shr For Against COMPENSATION.

----- PRINCIPAL
FINANCIAL GROUP, INC. Agenda Number: 933040406

----- Security:
74251V102 Meeting Type: Annual Meeting Date: 19-May-2009 Ticker: PFG ISIN: US74251V1026

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: J. BARRY GRISWELL Mgmt For For 1B ELECTION OF DIRECTOR: RICHARD L. KEYSER Mgmt For For 1C ELECTION OF DIRECTOR: ARJUN K. MATHRANI Mgmt For For 1D ELECTION OF DIRECTOR: ELIZABETH E. TALLETT Mgmt For For 02 APPROVE AMENDMENT OF EMPLOYEE STOCK PURCHASE Mgmt For For PLAN 03 RATIFICATION OF INDEPENDENT AUDITORS Mgmt For For

----- PROGENICS
PHARMACEUTICALS, INC. Agenda Number: 933071172

----- Security:
743187106 Meeting Type: Annual Meeting Date: 08-Jun-2009 Ticker: PGNX ISIN: US7431871067

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR KURT W. BRINER Mgmt For For CHARLES A. BAKER Mgmt For For PETER J. CROWLEY Mgmt For For MARK F. DALTON Mgmt For For STEPHEN P. GOFF Mgmt For For PAUL J. MADDON Mgmt For For DAVID A. SCHEINBERG Mgmt For For NICOLE S. WILLIAMS Mgmt For For 02 THE APPROVAL OF AMENDMENTS TO THE COMPANY'S Mgmt For For 1998 EMPLOYEE STOCK PURCHASE PLAN AND 1998 NON-QUALIFIED EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER TO 3,400,000 AND 1,100,000, RESPECTIVELY, AND TO MAKE CERTAIN OTHER CHANGES TO THE TERMS OF THE PLANS. 03 THE APPROVAL OF AN AMENDMENT TO THE COMPANY'S Mgmt Against Against 2005 STOCK INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER TO 5,450,000, AND TO MAKE CERTAIN OTHER CHANGES TO THE TERMS OF THE PLAN. 04 THE RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS Mgmt For For LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. 05 THE AUTHORITY TO VOTE IN THEIR DISCRETION ON Mgmt Against Against SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.

----- PROLOGIS Agenda Number: 933040343

----- Security:
743410102 Meeting Type: Annual Meeting Date: 20-May-2009 Ticker: PLD ISIN: US7434101025

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR STEPHEN L. FEINBERG Mgmt For For GEORGE L. FOTIADES Mgmt For For CHRISTINE N. GARVEY Mgmt For For LAWRENCE V. JACKSON Mgmt For For DONALD P. JACOBS Mgmt For For WALTER C. RAKOWICH Mgmt For For D. MICHAEL STEUERT Mgmt For For J. ANDRE TEIXEIRA Mgmt For For WILLIAM D. ZOLLARS Mgmt For For ANDREA M. ZULBERTI Mgmt For For 02 RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT Mgmt For For REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.

----- PRUDENTIAL
FINANCIAL, INC. Agenda Number: 933021696

----- Security:
744320102 Meeting Type: Annual Meeting Date: 12-May-2009 Ticker: PRU ISIN: US7443201022

----- Prop.# Proposal

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Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: THOMAS J. BALTIMORE, JR. Mgmt For For 1B ELECTION OF DIRECTOR: FREDERIC K. BECKER Mgmt For For 1C ELECTION OF DIRECTOR: GORDON M. BETHUNE Mgmt For For 1D ELECTION OF DIRECTOR: GASTON CAPERTON Mgmt For For 1E ELECTION OF DIRECTOR: GILBERT F. CASELLAS Mgmt For For 1F ELECTION OF DIRECTOR: JAMES G. CULLEN Mgmt For For 1G ELECTION OF DIRECTOR: WILLIAM H. GRAY III Mgmt For For 1H ELECTION OF DIRECTOR: MARK B. GRIER Mgmt For For 1I ELECTION OF DIRECTOR: JON F. HANSON Mgmt For For 1J ELECTION OF DIRECTOR: CONSTANCE J. HOMER Mgmt For For 1K ELECTION OF DIRECTOR: KARL J. KRAPEK Mgmt For For 1L ELECTION OF DIRECTOR: CHRISTINE A. POON Mgmt For For 1M ELECTION OF DIRECTOR: JOHN R. STRANGFELD Mgmt For For 1N ELECTION OF DIRECTOR: JAMES A. UNRUH Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2009. 03 SHAREHOLDER PROPOSAL REGARDING A SHAREHOLDER Shr For Against ADVISORY VOTE ON EXECUTIVE COMPENSATION. 04 SHAREHOLDER PROPOSAL ON SEPARATING THE OFFICES Shr Against For OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER.

----- PUBLIC
SERVICE ENTERPRISE GROUP INC. Agenda Number: 933012433

----- Security:
744573106 Meeting Type: Annual Meeting Date: 21-Apr-2009 Ticker: PEG ISIN: US7445731067

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR ALBERT R. GAMPER, JR. Mgmt For For CONRAD K. HARPER Mgmt For For SHIRLEY ANN JACKSON Mgmt For For DAVID LILLEY Mgmt For For THOMAS A. RENYI Mgmt For For HAK CHEOL SHIN Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF DELOITTE Mgmt For For & TOUCHE LLP AS INDEPENDENT AUDITOR FOR THE YEAR 2009. -----
QUALCOMM, INCORPORATED Agenda Number: 932990218

----- Security:
747525103 Meeting Type: Annual Meeting Date: 03-Mar-2009 Ticker: QCOM ISIN: US7475251036

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR BARBARA T. ALEXANDER Mgmt For For STEPHEN M. BENNETT Mgmt For For DONALD G. CRUICKSHANK Mgmt For For RAYMOND V. DITTAMORE Mgmt For For THOMAS W. HORTON Mgmt For For IRWIN MARK JACOBS Mgmt For For PAUL E. JACOBS Mgmt For For ROBERT E. KAHN Mgmt For For SHERRY LANSING Mgmt For For DUANE A. NELLES Mgmt For For MARC I. STERN Mgmt For For BRENT SCOWCROFT Mgmt For For 02 TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS THE COMPANY'S INDEPENDENT PUBLIC ACCOUNTANTS FOR THE COMPANY'S FISCAL YEAR ENDING SEPTEMBER 27, 2009. -----
DIAGNOSTICS INCORPORATED Agenda Number: 933066676

----- Security:
74834L100 Meeting Type: Annual Meeting Date: 14-May-2009 Ticker: DGX ISIN: US74834L1008

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: JENNE K. BRITELL, PH.D. Mgmt For For 1B ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D. Mgmt For For 1C ELECTION OF DIRECTOR: JOHN B. ZIEGLER Mgmt For For 02 TO APPROVE AMENDMENTS TO THE EMPLOYEE LONG-TERM Mgmt Against Against INCENTIVE PLAN 03 TO APPROVE AMENDMENTS TO THE LONG-TERM INCENTIVE Mgmt Against Against PLAN FOR NON-EMPLOYEE DIRECTORS 04 TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009

----- QUEST
SOFTWARE, INC. Agenda Number: 932992072

----- Security:
74834T103 Meeting Type: Special Meeting Date: 13-Feb-2009 Ticker: QSFT ISIN: US74834T1034

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 TO APPROVE THE PRINCIPAL TERMS OF A CERTAIN Mgmt For For AGREEMENT AND PLAN OF MERGER BETWEEN QUEST SOFTWARE, INC. (THE "COMPANY") AND A WHOLLY-OWNED DELAWARE SUBSIDIARY OF THE COMPANY BY WHICH WE WILL EFFECT THE REINCORPORATION OF THE COMPANY FROM CALIFORNIA TO DELAWARE. 02 TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE, Mgmt For For IF NECESSARY, ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING TO SOLICIT ADDITIONAL PROXIES.

----- QUEST
 SOFTWARE, INC. Agenda Number: 933080905

----- Security:
 74834T103 Meeting Type: Annual Meeting Date: 04-Jun-2009 Ticker: QSFT ISIN: US74834T1034

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 DIRECTOR VINCENT C. SMITH Mgmt For For RAYMOND J. LANE Mgmt For For DOUGLAS F. GARN Mgmt For For AUGUSTINE L. NIETO II Mgmt For For KEVIN M. KLAUSMEYER Mgmt For For PAUL A. SALLABERRY Mgmt For For H. JOHN DIRKS Mgmt For For 02 TO RATIFY THE SELECTION OF DELOITTE & TOUCHE Mgmt For For LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2009.

----- QWEST
 COMMUNICATIONS INTERNATIONAL INC. Agenda Number: 933024527

----- Security:
 749121109 Meeting Type: Annual Meeting Date: 13-May-2009 Ticker: Q ISIN: US7491211097

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: EDWARD A. MUELLER Mgmt For For 1B ELECTION OF DIRECTOR: LINDA G. ALVARADO Mgmt For For 1C ELECTION OF DIRECTOR: CHARLES L. BIGGS Mgmt For For 1D ELECTION OF DIRECTOR: K. DANE BROOKSHER Mgmt For For 1E ELECTION OF DIRECTOR: PETER S. HELLMAN Mgmt For For 1F ELECTION OF DIRECTOR: R. DAVID HOOVER Mgmt For For 1G ELECTION OF DIRECTOR: PATRICK J. MARTIN Mgmt For For 1H ELECTION OF DIRECTOR: CAROLINE MATTHEWS Mgmt For For 1I ELECTION OF DIRECTOR: WAYNE W. MURDY Mgmt For For 1J ELECTION OF DIRECTOR: JAN L. MURLEY Mgmt For For 1K ELECTION OF DIRECTOR: JAMES A. UNRUH Mgmt For For 1L ELECTION OF DIRECTOR: ANTHONY WELTERS Mgmt For For 02 THE RATIFICATION OF THE APPOINTMENT OF KPMG Mgmt For For LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. 03 APPROVAL OF A POLICY RELATING TO SEVERANCE ARRANGEMENTS Mgmt Against Against WITH EXECUTIVES. 04 A STOCKHOLDER PROPOSAL URGING THE BOARD TO ADOPT Shr For Against A POLICY TO SEEK STOCKHOLDER APPROVAL OF CERTAIN EXTRAORDINARY RETIREMENT BENEFITS FOR EXECUTIVES. 05 A STOCKHOLDER PROPOSAL URGING THE BOARD TO ADOPT Shr For Against A POLICY THAT STOCKHOLDERS HAVE THE OPPORTUNITY AT ANNUAL MEETINGS TO VOTE ON AN ADVISORY RESOLUTION ON CERTAIN EXECUTIVE COMPENSATION. 06 A STOCKHOLDER PROPOSAL REQUESTING THE BOARD Shr For Against TO AMEND OUR BYLAWS TO ALLOW 10% STOCKHOLDERS TO CALL SPECIAL STOCKHOLDER MEETINGS. 07 A STOCKHOLDER PROPOSAL REQUESTING THAT OUR BOARD Shr Against For INITIATE THE PROCESS OF REINCORPORATING QWEST IN NORTH DAKOTA. ----- R.R.

DONNELLEY & SONS COMPANY Agenda Number: 933057867

----- Security:
 257867101 Meeting Type: Annual Meeting Date: 21-May-2009 Ticker: RRD ISIN: US2578671016

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: THOMAS J. QUINLAN, III Mgmt For For 1B ELECTION OF DIRECTOR: STEPHEN M. WOLF Mgmt For For 1C ELECTION OF DIRECTOR: LEE A. CHADEN Mgmt For For 1D ELECTION OF DIRECTOR: E.V. (RICK) GOINGS Mgmt For For 1E ELECTION OF DIRECTOR: JUDITH H. HAMILTON Mgmt For For 1F ELECTION OF DIRECTOR: SUSAN M. IVEY Mgmt For For 1G ELECTION OF DIRECTOR: THOMAS S. JOHNSON Mgmt For For 1H

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ELECTION OF DIRECTOR: JOHN C. POPE Mgmt For For 1I ELECTION OF DIRECTOR: MICHAEL T. RIORDAN Mgmt For For 1J ELECTION OF DIRECTOR: OLIVER R. SOCKWELL Mgmt For For 02 RATIFICATION OF THE COMPANY'S AUDITORS. Mgmt For For 03 STOCKHOLDER PROPOSAL WITH RESPECT TO A SUSTAINABLE Shr Against For FORESTRY REPORT. 04 STOCKHOLDER PROPOSAL WITH RESPECT TO SPECIAL Shr For Against STOCKHOLDER MEETINGS.

----- RADIOSHACK CORPORATION Agenda Number: 933048729

----- Security: 750438103 Meeting Type: Annual Meeting Date: 21-May-2009 Ticker: RSH ISIN: US7504381036

----- Prop.# Proposal Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: FRANK J. BELATTI Mgmt For For 1B ELECTION OF DIRECTOR: JULIAN C. DAY Mgmt For For 1C ELECTION OF DIRECTOR: DANIEL R. FEEHAN Mgmt For For 1D ELECTION OF DIRECTOR: H. EUGENE LOCKHART Mgmt For For 1E ELECTION OF DIRECTOR: JACK L. MESSMAN Mgmt For For 1F ELECTION OF DIRECTOR: THOMAS G. PLASKETT Mgmt For For 1G ELECTION OF DIRECTOR: EDWINA D. WOODBURY Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS INDEPENDENT AUDITORS OF RADIOSHACK CORPORATION TO SERVE FOR THE 2009 FISCAL YEAR. 03 ADOPTION OF THE RADIOSHACK CORPORATION 2009 Mgmt Against Against ANNUAL AND LONG-TERM INCENTIVE COMPENSATION PLAN. 04 ADOPTION OF THE RADIOSHACK CORPORATION 2009 Mgmt Against Against INCENTIVE STOCK PLAN.

----- RANGE RESOURCES CORPORATION Agenda Number: 933042727

----- Security: 75281A109 Meeting Type: Annual Meeting Date: 20-May-2009 Ticker: RRC ISIN: US75281A1097

----- Prop.# Proposal Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: CHARLES L. BLACKBURN Mgmt For For 1B ELECTION OF DIRECTOR: ANTHONY V. DUB Mgmt For For 1C ELECTION OF DIRECTOR: V. RICHARD EALES Mgmt For For 1D ELECTION OF DIRECTOR: ALLEN FINKELSON Mgmt For For 1E ELECTION OF DIRECTOR: JAMES M. FUNK Mgmt For For 1F ELECTION OF DIRECTOR: JONATHAN S. LINKER Mgmt For For 1G ELECTION OF DIRECTOR: KEVIN S. MCCARTHY Mgmt For For 1H ELECTION OF DIRECTOR: JOHN H. PINKERTON Mgmt For For 1I ELECTION OF DIRECTOR: JEFFREY L. VENTURA Mgmt For For 02 TO CONSIDER AND VOTE ON A PROPOSAL TO AMEND Mgmt Against Against OUR 2005 EQUITY-BASED COMPENSATION PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED TO BE ISSUED UNDER THAT PLAN BY 900,000 SHARES. 03 TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP Mgmt For For AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM AS OF AND FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009. 04 TO TRANSACT SUCH OTHER BUSINESS AS MAY ARISE Mgmt Against Against THAT CAN PROPERLY BE CONDUCTED AT THE MEETING OR ANY ADJOURNMENT.

----- REGIONS FINANCIAL CORPORATION Agenda Number: 933011241

----- Security: 7591EP100 Meeting Type: Annual Meeting Date: 16-Apr-2009 Ticker: RF ISIN: US7591EP1005

----- Prop.# Proposal Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: GEORGE W. BRYAN Mgmt For For 1B ELECTION OF DIRECTOR: DAVID J. COOPER, SR. Mgmt For For 1C ELECTION OF DIRECTOR: EARNEST W. DEAVENPORT, Mgmt For For JR. 1D ELECTION OF DIRECTOR: DON DEFOSSET Mgmt For For 1E ELECTION OF DIRECTOR: O.B. GRAYSON HALL, JR. Mgmt For For 1F ELECTION OF DIRECTOR: CHARLES D. MCCRARY Mgmt For For 1G ELECTION OF DIRECTOR: JAMES R. MALONE Mgmt For For 1H ELECTION OF DIRECTOR: CLAUDE B. NIELSEN Mgmt For For 1I ELECTION OF DIRECTOR: C. DOWD RITTER Mgmt For For 02 NONBINDING STOCKHOLDER APPROVAL OF EXECUTIVE Mgmt Against Against COMPENSATION 03 RATIFICATION OF SELECTION OF

INDEPENDENT REGISTERED Mgmt For For PUBLIC ACCOUNTING FIRM 04 STOCKHOLDER PROPOSAL REGARDING POSTING A REPORT, Shr Against For UPDATED SEMI-ANNUALLY, OF POLITICAL CONTRIBUTIONS

----- RESEARCH IN
MOTION LIMITED Agenda Number: 932925639

----- Security:
760975102 Meeting Type: Annual Meeting Date: 15-Jul-2008 Ticker: RIMM ISIN: CA7609751028

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 THE ELECTION OF DIRECTORS REFERRED TO IN THE Mgmt For For MANAGEMENT INFORMATION CIRCULAR OF THE COMPANY DATED MAY 28, 2008, NAMELY JAMES BALSILLIE, MIKE LAZARIDIS, JAMES ESTILL, DAVID KERR, ROGER MARTIN, JOHN RICHARDSON, BARBARA STYMIEST AND JOHN WETMORE. 02 THE RE-APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT Mgmt For For AUDITORS OF THE COMPANY AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.

----- REYNOLDS
AMERICAN INC. Agenda Number: 933020125

----- Security:
761713106 Meeting Type: Annual Meeting Date: 06-May-2009 Ticker: RAI ISIN: US7617131062

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR NICANDRO DURANTE-CL II Mgmt For For HOLLY K. KOEPEL-CL II Mgmt For For H.G.L. POWELL- CL II Mgmt For For THOMAS C. WAJNERT-CL II Mgmt For For LUC JOBIN- CL I Mgmt For For 02 APPROVAL OF THE REYNOLDS AMERICAN INC. 2009 Mgmt For For OMNIBUS INCENTIVE COMPENSATION PLAN 03 RATIFICATION OF THE APPOINTMENT OF KPMG LLP Mgmt For For AS INDEPENDENT AUDITORS 04 SHAREHOLDER PROPOSAL ON ELIMINATION OF CLASSIFIED Shr For Against BOARD 05 SHAREHOLDER PROPOSAL ON FOOD INSECURITY AND Shr Against For TOBACCO USE 06 SHAREHOLDER PROPOSAL ON MAKING FUTURE NEW AND/OR Shr Against For EXPANDED BRANDS NON-ADDICTIVE 07 SHAREHOLDER PROPOSAL ON HUMAN RIGHTS PROTOCOLS Shr Against For FOR THE COMPANY AND ITS SUPPLIERS

----- ROBERT
HALF INTERNATIONAL INC. Agenda Number: 933021343

----- Security:
770323103 Meeting Type: Annual Meeting Date: 05-May-2009 Ticker: RHI ISIN: US7703231032

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR ANDREW S. BERWICK, JR. Mgmt For For FREDERICK P. FURTH Mgmt For For EDWARD W. GIBBONS Mgmt For For HAROLD M. MESSMER, JR. Mgmt For For BARBARA J. NOVOGRADAC Mgmt For For ROBERT J. PACE Mgmt For For FREDERICK A. RICHMAN Mgmt For For J. STEPHEN SCHAUB Mgmt For For M. KEITH WADDELL Mgmt For For 02 RATIFICATION OF APPOINTMENT OF AUDITOR. Mgmt For For 03 AMENDMENT TO ARTICLE 7 OF THE RESTATED CERTIFICATE Mgmt For For OF INCORPORATION. 04 AMENDMENT TO ARTICLE 6 OF THE RESTATED CERTIFICATE Mgmt For For OF INCORPORATION.

----- ROCKWELL
COLLINS, INC. Agenda Number: 932987019

----- Security:
774341101 Meeting Type: Annual Meeting Date: 10-Feb-2009 Ticker: COL ISIN: US7743411016

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR A.J. CARBONE Mgmt For For C.M. JONES Mgmt For For C.L. SHAVERS Mgmt For For 02 FOR THE SELECTION OF DELOITTE & TOUCHE LLP AS Mgmt For For OUR AUDITORS FOR FISCAL YEAR 2009.

----- ROWAN
COMPANIES, INC. Agenda Number: 933018221

----- Security:

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779382100 Meeting Type: Annual Meeting Date: 05-May-2009 Ticker: RDC ISIN: US7793821007

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR THOMAS R. HIX Mgmt For For ROBERT E. KRAMEK Mgmt For For FREDERICK R. LAUSEN Mgmt For For LAWRENCE J. RUISI Mgmt For For 02 APPROVE THE 2009 ROWAN COMPANIES, INC. INCENTIVE Mgmt Against Against PLAN. 03 RATIFY THE APPOINTMENT OF DELOITTE TOUCHE LLP Mgmt For For AS INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2009.

----- SAFEWAY
INC. Agenda Number: 933009640

----- Security:
786514208 Meeting Type: Annual Meeting Date: 13-May-2009 Ticker: SWY ISIN: US7865142084

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: STEVEN A. BURD Mgmt For For 1B ELECTION OF DIRECTOR: JANET E. GROVE Mgmt For For 1C ELECTION OF DIRECTOR: MOHAN GYANI Mgmt For For 1D ELECTION OF DIRECTOR: PAUL HAZEN Mgmt For For 1E ELECTION OF DIRECTOR: FRANK C. HERRINGER Mgmt For For 1F ELECTION OF DIRECTOR: ROBERT I. MACDONNELL Mgmt For For 1G ELECTION OF DIRECTOR: KENNETH W. ODER Mgmt For For 1H ELECTION OF DIRECTOR: REBECCA A. STIRN Mgmt For For 1I ELECTION OF DIRECTOR: WILLIAM Y. TAUSCHER Mgmt For For 1J ELECTION OF DIRECTOR: RAYMOND G. VIAULT Mgmt For For 02 RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE Mgmt For For LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. 03 STOCKHOLDER PROPOSAL REQUESTING CUMULATIVE VOTING. Shr Against For 04 STOCKHOLDER PROPOSAL REQUESTING THAT HOLDERS Shr For Against OF 10% OF THE OUTSTANDING COMMON STOCK BE GIVEN THE POWER TO CALL SPECIAL STOCKHOLDER MEETINGS 05 STOCKHOLDER PROPOSAL REQUESTING LIMITATION ON Shr For Against FUTURE DEATH BENEFITS.

SCHERING-PLOUGH CORPORATION Agenda Number: 933071920

----- Security:
806605101 Meeting Type: Annual Meeting Date: 18-May-2009 Ticker: SGP ISIN: US8066051017

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR THOMAS J. COLLIGAN Mgmt For For FRED HASSAN Mgmt For For C. ROBERT KIDDER Mgmt For For EUGENE R. MCGRATH Mgmt For For ANTONIO M. PEREZ Mgmt For For PATRICIA F. RUSSO Mgmt For For JACK L. STAHL Mgmt For For CRAIG B. THOMPSON, M.D. Mgmt For For KATHRYN C. TURNER Mgmt For For ROBERT F.W. VAN OORDT Mgmt For For ARTHUR F. WEINBACH Mgmt For For 02 RATIFY THE DESIGNATION OF DELOITTE & TOUCHE Mgmt For For LLP AS AUDITOR FOR 2009. 03 SHAREHOLDER PROPOSAL RE CUMULATIVE VOTING. Shr Against For 04 SHAREHOLDER PROPOSAL RE CALLING SPECIAL MEETING. Shr For Against

SCHLUMBERGER LIMITED (SCHLUMBERGER N.V.) Agenda Number: 933013865

----- Security:
806857108 Meeting Type: Annual Meeting Date: 08-Apr-2009 Ticker: SLB ISIN: AN8068571086

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR P. CAMUS Mgmt For For J.S. GORELICK Mgmt For For A. GOULD Mgmt For For T. ISAAC Mgmt For For N. KUDRYAVTSEV Mgmt For For A. LAJOUS Mgmt For For M.E. MARKS Mgmt For For L.R. REIF Mgmt For For T.I. SANDVOLD Mgmt For For H. SEYDOUX Mgmt For For L.G. STUNTZ Mgmt For For 02 PROPOSAL TO ADOPT AND APPROVE OF FINANCIALS Mgmt For For AND DIVIDENDS. 03 PROPOSAL REGARDING A STOCKHOLDER ADVISORY VOTE Shr For Against ON NAMED EXECUTIVE OFFICER COMPENSATION. 04 PROPOSAL TO APPROVE OF INDEPENDENT REGISTERED Mgmt For For PUBLIC ACCOUNTING FIRM.

----- SEAGATE
TECHNOLOGY Agenda Number: 932956735

Explanation of Responses:

----- Security:
G7945J104 Meeting Type: Annual Meeting Date: 30-Oct-2008 Ticker: STX ISIN: KYG7945J1040
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECT WILLIAM D. WATKINS AS A DIRECTOR
Mgmt For For 1B ELECT STEPHEN J. LUCZO AS A DIRECTOR Mgmt For For 1C ELECT FRANK J. BIONDI
AS A DIRECTOR Mgmt For For 1D ELECT WILLIAM W. BRADLEY AS A DIRECTOR Mgmt For For 1E
ELECT DONALD E. KIERNAN AS A DIRECTOR Mgmt For For 1F ELECT DAVID F. MARQUARDT AS A
DIRECTOR Mgmt For For 1G ELECT LYDIA M. MARSHALL AS A DIRECTOR Mgmt For For 1H ELECT C.S.
PARK AS A DIRECTOR Mgmt For For 1I ELECT GREGORIO REYES AS A DIRECTOR Mgmt For For 1J
ELECT JOHN W. THOMPSON AS A DIRECTOR Mgmt For For 02 PROPOSAL TO APPROVE THE SEAGATE
TECHNOLOGY EXECUTIVE Mgmt Against Against OFFICER PERFORMANCE BONUS PLAN. 03 PROPOSAL
TO RATIFY THE APPOINTMENT OF ERNST Mgmt For For & YOUNG LLP AS THE INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM OF SEAGATE TECHNOLOGY FOR THE FISCAL YEAR
ENDING JULY 3, 2009.

----- SEALED AIR
CORPORATION Agenda Number: 933049101

----- Security:
81211K100 Meeting Type: Annual Meeting Date: 20-May-2009 Ticker: SEE ISIN: US81211K1007
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 ELECTION OF HANK BROWN AS A DIRECTOR.
Mgmt For For 02 ELECTION OF MICHAEL CHU AS A DIRECTOR. Mgmt For For 03 ELECTION OF
LAWRENCE R. CODEY AS A DIRECTOR. Mgmt For For 04 ELECTION OF T.J. DERMOT DUNPHY AS A
DIRECTOR. Mgmt For For 05 ELECTION OF CHARLES F. FARRELL, JR. AS A DIRECTOR. Mgmt For For 06
ELECTION OF WILLIAM V. HICKEY AS A DIRECTOR. Mgmt For For 07 ELECTION OF JACQUELINE B.
KOSECOFF AS A DIRECTOR. Mgmt For For 08 ELECTION OF KENNETH P. MANNING AS A DIRECTOR.
Mgmt For For 09 ELECTION OF WILLIAM J. MARINO AS A DIRECTOR. Mgmt For For 10 RATIFICATION OF
THE APPOINTMENT OF KPMG LLP Mgmt For For AS THE INDEPENDENT AUDITOR FOR THE YEAR
ENDING DECEMBER 31, 2009.

----- SIMON
PROPERTY GROUP, INC. Agenda Number: 933024729

----- Security:
828806109 Meeting Type: Annual Meeting Date: 08-May-2009 Ticker: SPG ISIN: US8288061091
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A TO APPROVE PROPOSAL TO AMEND THE
CHARTER TO: Mgmt For For PROVIDE FOR THE ELECTION OF UP TO FIFTEEN DIRECTORS. (IF THIS
PROPOSAL IS NOT APPROVED BY 80% OF THE VOTES ENTITLED TO BE CAST, THE BOARD WILL
HAVE ONLY 9 DIRECTORS, 5 OF WHOM ARE ELECTED BY HOLDERS OF COMMON STOCK.) 1B TO
APPROVE PROPOSAL TO AMEND THE CHARTER TO: Mgmt For For DELETE SUPERMAJORITY VOTING
REQUIREMENTS. 1C TO APPROVE PROPOSAL TO AMEND THE CHARTER TO: Mgmt For For INCREASE
THE NUMBER OF AUTHORIZED SHARES. 1D TO APPROVE PROPOSAL TO AMEND THE CHARTER TO:
Mgmt For For DELETE OR CHANGE OBSOLETE OR UNNECESSARY PROVISIONS. 02 DIRECTOR
MELVYN E. BERGSTEIN Mgmt For For LINDA WALKER BYNOE Mgmt For For KAREN N. HORN, PH.D.
Mgmt For For REUBEN S. LEIBOWITZ Mgmt For For J. ALBERT SMITH, JR. Mgmt For For PIETER S. VAN
DEN BERG* Mgmt For For ALLAN HUBBARD* Mgmt For For DANIEL C. SMITH* Mgmt For For 03 TO
AUTHORIZE MANAGEMENT TO ADJOURN, POSTPONE Mgmt For For OR CONTINUE THE MEETING, IF
NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT
VOTES AT THE TIME OF THE MEETING TO ADOPT PROPOSAL 1(A) OR PROPOSAL 1(B) LISTED
ABOVE. 04 TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP Mgmt For For AS OUR
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.

----- SOVEREIGN
BANCORP, INC. Agenda Number: 932987172

----- Security:
845905108 Meeting Type: Special Meeting Date: 28-Jan-2009 Ticker: SOV ISIN: US8459051087
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 TO APPROVE AND ADOPT THE TRANSACTION AGREEMENT, Mgmt For For DATED AS OF OCTOBER 13, 2008, BETWEEN SOVEREIGN BANCORP, INC. AND BANCO SANTANDER, S.A. 02 TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING, Mgmt For For IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES.
----- STAPLES,
INC. Agenda Number: 933069759

----- Security:
855030102 Meeting Type: Annual Meeting Date: 09-Jun-2009 Ticker: SPLS ISIN: US8550301027
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: BASIL L. ANDERSON Mgmt For For 1B ELECTION OF DIRECTOR: ARTHUR M. BLANK Mgmt For For 1C ELECTION OF DIRECTOR: MARY ELIZABETH BURTON Mgmt For For 1D ELECTION OF DIRECTOR: JUSTIN KING Mgmt For For 1E ELECTION OF DIRECTOR: CAROL MEYROWITZ Mgmt For For 1F ELECTION OF DIRECTOR: ROWLAND T. MORIARTY Mgmt For For 1G ELECTION OF DIRECTOR: ROBERT C. NAKASONE Mgmt For For 1H ELECTION OF DIRECTOR: RONALD L. SARGENT Mgmt For For 1I ELECTION OF DIRECTOR: ELIZABETH A. SMITH Mgmt For For 1J ELECTION OF DIRECTOR: ROBERT E. SULENTIC Mgmt For For 1K ELECTION OF DIRECTOR: VIJAY VISHWANATH Mgmt For For 1L ELECTION OF DIRECTOR: PAUL F. WALSH Mgmt For For 02 TO APPROVE AN AMENDMENT TO STAPLES' AMENDED Mgmt For For AND RESTATED 1998 EMPLOYEE STOCK PURCHASE PLAN INCREASING THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE FROM 15,750,000 TO 22,750,000. 03 TO APPROVE AN AMENDMENT TO STAPLES' AMENDED Mgmt For For AND RESTATED INTERNATIONAL EMPLOYEE STOCK PURCHASE PLAN INCREASING THE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE FROM 1,275,000 TO 2,775,000. 04 TO RATIFY THE SELECTION BY THE AUDIT COMMITTEE Mgmt For For OF ERNST & YOUNG LLP AS STAPLES' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE CURRENT FISCAL YEAR. 05 TO ACT ON A SHAREHOLDER PROPOSAL REGARDING THE Shr Against For REINCORPORATION OF STAPLES, INC. IN NORTH DAKOTA.
----- SUNPOWER CORPORATION Agenda Number: 933018207

----- Security:
867652109 Meeting Type: Annual Meeting Date: 08-May-2009 Ticker: SPWRA ISIN: US8676521094
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR UWE-ERNST BUFE Mgmt For For PAT WOOD III Mgmt For For 02 PROPOSAL TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2009.
----- SUPERVALU INC. Agenda Number: 933085183

----- Security:
868536103 Meeting Type: Annual Meeting Date: 25-Jun-2009 Ticker: SVU ISIN: US8685361037
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: IRWIN S. COHEN Mgmt For For 1B ELECTION OF DIRECTOR: RONALD E. DALY Mgmt For For 1C ELECTION OF DIRECTOR: LAWRENCE A. DEL SANTO Mgmt For For 1D ELECTION OF DIRECTOR: SUSAN E. ENGEL Mgmt For For 1E ELECTION OF DIRECTOR: CRAIG R. HERKERT Mgmt For For 1F ELECTION OF DIRECTOR: KATHI P. SEIFERT Mgmt For For 2 RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT Mgmt For For REGISTERED PUBLIC ACCOUNTANTS 3 TO CONSIDER AND VOTE ON A STOCKHOLDER PROPOSAL Shr Against For REGARDING DRUGSTORE TOBACCO SALES AS DESCRIBED IN THE ATTACHED PROXY STATEMENT 4 TO CONSIDER AND VOTE ON A STOCKHOLDER PROPOSAL Shr For

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Against REGARDING SAY ON PAY AS DESCRIBED IN THE ATTACHED PROXY STATEMENT

----- TECO
ENERGY, INC. Agenda Number: 933014918
----- Security:
872375100 Meeting Type: Annual Meeting Date: 29-Apr-2009 Ticker: TE ISIN: US8723751009
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: SHERRILL W. HUDSON
Mgmt For For 1B ELECTION OF DIRECTOR: JOSEPH P. LACHER Mgmt For For 1C ELECTION OF
DIRECTOR: LORETTA A. PENN Mgmt For For 02 VOTE TO RATIFY PRICEWATERHOUSECOOPERS LLP
AS Mgmt For For OUR INDEPENDENT AUDITOR FOR 2009. 03 RE-APPROVAL OF PERFORMANCE
CRITERIA UNDER THE Mgmt For For COMPANY'S 2004 EQUITY INCENTIVE PLAN. 04
DECLASSIFICATION OF BOARD. Shr For Against

----- TERADYNE,
INC. Agenda Number: 933051106
----- Security:
880770102 Meeting Type: Annual Meeting Date: 28-May-2009 Ticker: TER ISIN: US8807701029
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: JAMES W. BAGLEY
Mgmt For For 1B ELECTION OF DIRECTOR: MICHAEL A. BRADLEY Mgmt For For 1C ELECTION OF
DIRECTOR: ALBERT CARNESALE Mgmt For For 1D ELECTION OF DIRECTOR: EDWIN J. GILLIS Mgmt For
For 1E ELECTION OF DIRECTOR: VINCENT M. O'REILLY Mgmt For For 1F ELECTION OF DIRECTOR:
PAUL J. TUFANO Mgmt For For 1G ELECTION OF DIRECTOR: ROY A. VALLEE Mgmt For For 1H
ELECTION OF DIRECTOR: PATRICIA S. WOLPERT Mgmt For For 02 TO APPROVE AN AMENDMENT TO
THE 2006 EQUITY AND Mgmt For For CASH COMPENSATION INCENTIVE PLAN. 03 TO APPROVE AN
AMENDMENT TO THE 1996 EMPLOYEE Mgmt For For STOCK PURCHASE PLAN. 04 TO RATIFY THE
SELECTION OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM.

----- TESORO
CORPORATION Agenda Number: 933018029
----- Security:
881609101 Meeting Type: Annual Meeting Date: 06-May-2009 Ticker: TSO ISIN: US8816091016
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1 DIRECTOR JOHN F. BOOKOUT, III Mgmt For For
RODNEY F. CHASE Mgmt For For ROBERT W. GOLDMAN Mgmt For For STEVEN H. GRAPSTEIN Mgmt For
For WILLIAM J. JOHNSON Mgmt For For J.W. (JIM) NOKES Mgmt For For DONALD H. SCHMUDE Mgmt For
For BRUCE A. SMITH Mgmt For For MICHAEL E. WILEY Mgmt For For 2 RATIFICATION OF THE
APPOINTMENT OF ERNST & YOUNG Mgmt For For LLP AS THE COMPANY'S INDEPENDENT AUDITORS
FOR 2009. -----

----- Security:
883203101 Meeting Type: Annual Meeting Date: 22-Apr-2009 Ticker: TXT ISIN: US8832031012
----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 ELECTION OF DIRECTOR: LEWIS B. CAMPBELL
Mgmt For For 02 ELECTION OF DIRECTOR: LAWRENCE K. FISH Mgmt For For 03 ELECTION OF
DIRECTOR: JOE T. FORD Mgmt For For 04 RATIFICATION OF APPOINTMENT OF INDEPENDENT
REGISTERED Mgmt For For PUBLIC ACCOUNTING FIRM.

----- THE BLACK &
DECKER CORPORATION Agenda Number: 933013928
----- Security:
091797100 Meeting Type: Annual Meeting Date: 30-Apr-2009 Ticker: BDK ISIN: US0917971006
----- Prop.# Proposal

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Proposal Proposal Vote For/Against Type Management 1 DIRECTOR NOLAN D. ARCHIBALD Mgmt For For NORMAN R. AUGUSTINE Mgmt For For BARBARA L. BOWLES Mgmt For For GEORGE W. BUCKLEY Mgmt For For M. ANTHONY BURNS Mgmt For For KIM B. CLARK Mgmt For For MANUEL A. FERNANDEZ Mgmt For For BENJAMIN H GRISWOLD IV Mgmt For For ANTHONY LUISO Mgmt For For ROBERT L. RYAN Mgmt For For MARK H. WILLES Mgmt For For 2 RATIFICATION OF ERNST & YOUNG LLP AS BLACK & Mgmt For For DECKER'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.

----- THE BOEING
COMPANY Agenda Number: 933012356

----- Security:
097023105 Meeting Type: Annual Meeting Date: 27-Apr-2009 Ticker: BA ISIN: US0970231058

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: JOHN H. BIGGS Mgmt For For 1B ELECTION OF DIRECTOR: JOHN E. BRYSON Mgmt For For 1C ELECTION OF DIRECTOR: ARTHUR D. COLLINS, JR. Mgmt For For 1D ELECTION OF DIRECTOR: LINDA Z. COOK Mgmt For For 1E ELECTION OF DIRECTOR: WILLIAM M. DALEY Mgmt For For 1F ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN Mgmt For For 1G ELECTION OF DIRECTOR: JOHN F. MCDONNELL Mgmt For For 1H ELECTION OF DIRECTOR: W. JAMES MCNERNEY, JR. Mgmt For For 1I ELECTION OF DIRECTOR: MIKE S. ZAFIROVSKI Mgmt For For 02 AMENDMENT TO THE BOEING COMPANY 2003 INCENTIVE Mgmt For For STOCK PLAN. 03 ADVISORY VOTE ON APPOINTMENT OF DELOITTE & TOUCHE Mgmt For For LLP AS INDEPENDENT AUDITOR. 04 ADOPT CUMULATIVE VOTING. Shr Against For 05 REQUIRE ADVISORY VOTE ON NAMED EXECUTIVE OFFICER Shr For Against COMPENSATION. 06 ADOPT HEALTH CARE PRINCIPLES. Shr Against For 07 PREPARE A REPORT ON FOREIGN MILITARY SALES. Shr Against For 08 REQUIRE AN INDEPENDENT LEAD DIRECTOR. Shr Against For 09 REQUIRE SHAREHOLDER APPROVAL OF FUTURE SEVERANCE Shr Against For ARRANGEMENTS. 10 REQUIRE DISCLOSURE OF POLITICAL CONTRIBUTIONS. Shr Against For

----- THE
CHARLES SCHWAB CORPORATION Agenda Number: 933022636

----- Security:
808513105 Meeting Type: Annual Meeting Date: 14-May-2009 Ticker: SCHW ISIN: US8085131055

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: NANCY H. BECHTLE Mgmt For For 1B ELECTION OF DIRECTOR: WALTER W. BETTINGER II Mgmt For For 1C ELECTION OF DIRECTOR: C. PRESTON BUTCHER Mgmt For For 02 STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS Shr For Against 03 STOCKHOLDER PROPOSAL REGARDING DEATH BENEFITS Shr For Against 04 STOCKHOLDER PROPOSAL REGARDING CORPORATE EXECUTIVE Shr For Against BONUS PLAN

----- THE
COCA-COLA COMPANY Agenda Number: 933005856

----- Security:
191216100 Meeting Type: Annual Meeting Date: 22-Apr-2009 Ticker: KO ISIN: US1912161007

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 ELECTION OF DIRECTOR: HERBERT A. ALLEN Mgmt For For 02 ELECTION OF DIRECTOR: RONALD W. ALLEN Mgmt For For 03 ELECTION OF DIRECTOR: CATHLEEN P. BLACK Mgmt For For 04 ELECTION OF DIRECTOR: BARRY DILLER Mgmt For For 05 ELECTION OF DIRECTOR: ALEXIS M. HERMAN Mgmt For For 06 ELECTION OF DIRECTOR: MUHTAR KENT Mgmt For For 07 ELECTION OF DIRECTOR: DONALD R. KEOUGH Mgmt For For 08 ELECTION OF DIRECTOR: MARIA ELENA LAGOMASINO Mgmt For For 09 ELECTION OF DIRECTOR: DONALD F. MCHENRY Mgmt For For 10 ELECTION OF DIRECTOR: SAM NUNN Mgmt For For 11 ELECTION OF DIRECTOR: JAMES D. ROBINSON III Mgmt For For 12 ELECTION OF DIRECTOR: PETER V. UEBERROTH Mgmt For For 13 ELECTION OF DIRECTOR: JACOB WALLENBERG Mgmt For For 14 ELECTION OF DIRECTOR: JAMES B. WILLIAMS Mgmt For For 15 RATIFICATION OF THE APPOINTMENT

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OF ERNST & YOUNG Mgmt For For LLP AS INDEPENDENT AUDITORS 16 SHAREOWNER PROPOSAL REGARDING AN ADVISORY VOTE Shr Against For ON EXECUTIVE COMPENSATION 17 SHAREOWNER PROPOSAL REGARDING AN INDEPENDENT Shr Against For BOARD CHAIR 18 SHAREOWNER PROPOSAL REGARDING A BOARD COMMITTEE Shr Against For ON HUMAN RIGHTS 19 SHAREOWNER PROPOSAL REGARDING RESTRICTED STOCK Shr Against For

----- THE DOW
CHEMICAL COMPANY Agenda Number: 933026076

----- Security:
260543103 Meeting Type: Annual Meeting Date: 14-May-2009 Ticker: DOW ISIN: US2605431038

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: ARNOLD A. ALLEMANG Mgmt For For 1B ELECTION OF DIRECTOR: JACQUELINE K. BARTON Mgmt For For 1C ELECTION OF DIRECTOR: JAMES A. BELL Mgmt For For 1D ELECTION OF DIRECTOR: JEFF M. FETTIG Mgmt For For 1E ELECTION OF DIRECTOR: BARBARA H. FRANKLIN Mgmt For For 1F ELECTION OF DIRECTOR: JOHN B. HESS Mgmt For For 1G ELECTION OF DIRECTOR: ANDREW N. LIVERIS Mgmt For For 1H ELECTION OF DIRECTOR: GEOFFERY E. MERSZEI Mgmt For For 1I ELECTION OF DIRECTOR: DENNIS H. REILLEY Mgmt For For 1J ELECTION OF DIRECTOR: JAMES M. RINGLER Mgmt For For 1K ELECTION OF DIRECTOR: RUTH G. SHAW Mgmt For For 1L ELECTION OF DIRECTOR: PAUL G. STERN Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT Mgmt For For REGISTERED PUBLIC ACCOUNTING FIRM 03 STOCKHOLDER PROPOSAL ON CUMULATIVE VOTING Shr Against For 04 STOCKHOLDER PROPOSAL ON SPECIAL MEETINGS Shr For Against 05 STOCKHOLDER PROPOSAL ON EXECUTIVE STOCK RETENTION Shr Against For 06 STOCKHOLDER PROPOSAL ON SAY ON EXECUTIVE PAY Shr For Against 07 STOCKHOLDER PROPOSAL ON ENVIRONMENTAL REMEDIATION Shr Against For IN THE MIDLAND AREA

----- THE ESTEE
LAUDER COMPANIES INC. Agenda Number: 932961332

----- Security:
518439104 Meeting Type: Annual Meeting Date: 07-Nov-2008 Ticker: EL ISIN: US5184391044

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR CHARLENE BARSHEFSKY Mgmt For For LEONARD A. LAUDER Mgmt For For RONALD S. LAUDER Mgmt For For 02 APPROVAL OF THE ESTEE LAUDER COMPANIES INC. Mgmt Against Against EXECUTIVE ANNUAL INCENTIVE PLAN. 03 RATIFICATION OF APPOINTMENT OF KPMG LLP AS INDEPENDENT Mgmt For For AUDITORS FOR THE 2009 FISCAL YEAR.

----- THE FIRST
AMERICAN CORPORATION Agenda Number: 932968653

----- Security:
318522307 Meeting Type: Annual Meeting Date: 10-Dec-2008 Ticker: FAF ISIN: US3185223076

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR GEORGE L. ARGYROS Mgmt For For BRUCE S. BENNETT Mgmt For For J. DAVID CHATHAM Mgmt For For GLENN C. CHRISTENSON Mgmt For For WILLIAM G. DAVIS Mgmt For For JAMES L. DOTI Mgmt For For LEWIS W. DOUGLAS, JR. Mgmt For For CHRISTOPHER V. GREETHAM Mgmt For For PARKER S. KENNEDY Mgmt For For THOMAS C. O'BRIEN Mgmt For For FRANK E. O'BRYAN Mgmt For For ROSLYN B. PAYNE Mgmt For For D. VAN SKILLING Mgmt For For PATRICK F. STONE Mgmt For For HERBERT B. TASKER Mgmt For For VIRGINIA M. UEBERROTH Mgmt For For MARY LEE WIDENER Mgmt For For 02 AMENDMENT OF THE ARTICLES OF INCORPORATION AND Mgmt For For BYLAWS TO INCREASE THE RANGE IN THE NUMBER OF DIRECTORS FROM A RANGE OF 9 TO 17 TO A RANGE OF 10 TO 18 03 RATIFICATION OF SELECTION OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS FIRST AMERICAN'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2008

----- THE

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GOLDMAN SACHS GROUP, INC. Agenda Number: 933037322

----- Security:
38141G104 Meeting Type: Annual Meeting Date: 08-May-2009 Ticker: GS ISIN: US38141G1040

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: LLOYD C. BLANKFEIN
Mgmt For For 1B ELECTION OF DIRECTOR: JOHN H. BRYAN Mgmt For For 1C ELECTION OF DIRECTOR:
GARY D. COHN Mgmt For For 1D ELECTION OF DIRECTOR: CLAES DAHLBACK Mgmt For For 1E
ELECTION OF DIRECTOR: STEPHEN FRIEDMAN Mgmt For For 1F ELECTION OF DIRECTOR: WILLIAM
W. GEORGE Mgmt For For 1G ELECTION OF DIRECTOR: RAJAT K. GUPTA Mgmt For For 1H ELECTION OF
DIRECTOR: JAMES A. JOHNSON Mgmt For For 1I ELECTION OF DIRECTOR: LOIS D. JULIBER Mgmt For
For 1J ELECTION OF DIRECTOR: LAKSHMI N. MITTAL Mgmt For For 1K ELECTION OF DIRECTOR:
JAMES J. SCHIRO Mgmt For For 1L ELECTION OF DIRECTOR: RUTH J. SIMMONS Mgmt For For 02
RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS Mgmt For For LLP AS OUR
INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR 2009 FISCAL YEAR 03 ADVISORY
VOTE TO APPROVE EXECUTIVE COMPENSATION Mgmt For For 04 SHAREHOLDER PROPOSAL
REGARDING CUMULATIVE VOTING Shr Against For 05 SHAREHOLDER PROPOSAL REGARDING
SIMPLE MAJORITY Shr For Against VOTE 06 SHAREHOLDER PROPOSAL TO AMEND BY-LAWS TO
PROVIDE Shr Against For FOR A BOARD COMMITTEE ON U.S. ECONOMIC SECURITY 07 SHAREHOLDER
PROPOSAL REGARDING POLITICAL CONTRIBUTIONS Shr For Against

----- THE
HERSHEY COMPANY Agenda Number: 933007470

----- Security:
427866108 Meeting Type: Annual Meeting Date: 30-Apr-2009 Ticker: HSY ISIN: US4278661081

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR R.F. CAVANAUGH Mgmt For For C.A.
DAVIS Mgmt For For A.G. LANGBO Mgmt For For J.E. NEVELS Mgmt For For T.J. RIDGE Mgmt For For D.L.
SHEDLARZ Mgmt For For C.B. STRAUSS Mgmt For For D.J. WEST Mgmt For For L.S. ZIMMERMAN Mgmt For
For 02 RATIFY APPOINTMENT OF KPMG LLP AS INDEPENDENT Mgmt For For AUDITORS FOR 2009.

----- THE HOME
DEPOT, INC. Agenda Number: 933042866

----- Security:
437076102 Meeting Type: Annual Meeting Date: 28-May-2009 Ticker: HD ISIN: US4370761029

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: F. DUANE ACKERMAN
Mgmt For For 1B ELECTION OF DIRECTOR: DAVID H. BATCHELDER Mgmt For For 1C ELECTION OF
DIRECTOR: FRANCIS S. BLAKE Mgmt For For 1D ELECTION OF DIRECTOR: ARI BOUSBIB Mgmt For For
1E ELECTION OF DIRECTOR: GREGORY D. BRENNEMAN Mgmt For For 1F ELECTION OF DIRECTOR:
ALBERT P. CAREY Mgmt For For 1G ELECTION OF DIRECTOR: ARMANDO CODINA Mgmt For For 1H
ELECTION OF DIRECTOR: BONNIE G. HILL Mgmt For For 1I ELECTION OF DIRECTOR: KAREN L. KATEN
Mgmt For For 02 TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE Mgmt For For INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING
JANUARY 31, 2010. 03 TO AMEND THE SIXTH ARTICLE OF THE COMPANY'S Mgmt Against Against
CERTIFICATE OF INCORPORATION TO ALLOW HOLDERS OF AT LEAST 25% OF SHARES OF THE
COMPANY'S OUTSTANDING COMMON STOCK TO CALL A SPECIAL MEETING OF SHAREHOLDERS. 04
SHAREHOLDER PROPOSAL REGARDING CUMULATIVE VOTING. Shr For Against 05 SHAREHOLDER
PROPOSAL REGARDING SPECIAL SHAREHOLDER Shr For Against MEETINGS. 06 SHAREHOLDER
PROPOSAL REGARDING EMPLOYMENT DIVERSITY Shr For Against REPORT. 07 SHAREHOLDER
PROPOSAL REGARDING EXECUTIVE OFFICER Shr For Against COMPENSATION. 08 SHAREHOLDER
PROPOSAL REGARDING ENERGY USAGE. Shr For Against

----- THE
INTERPUBLIC GROUP OF COMPANIES, INC. Agenda Number: 933076982

----- Security:
 460690100 Meeting Type: Annual Meeting Date: 28-May-2009 Ticker: IPG ISIN: US4606901001
 ----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: FRANK J. BORELLI
 Mgmt For For 1B ELECTION OF DIRECTOR: REGINALD K. BRACK Mgmt For For 1C ELECTION OF
 DIRECTOR: JOCELYN CARTER-MILLER Mgmt For For 1D ELECTION OF DIRECTOR: JILL M. CONSIDINE
 Mgmt For For 1E ELECTION OF DIRECTOR: RICHARD A. GOLDSTEIN Mgmt For For 1F ELECTION OF
 DIRECTOR: MARY J. STEELE GUILFOILE Mgmt For For 1G ELECTION OF DIRECTOR: H. JOHN
 GREENIAUS Mgmt For For 1H ELECTION OF DIRECTOR: WILLIAM T. KERR Mgmt For For 1I ELECTION
 OF DIRECTOR: MICHAEL I. ROTH Mgmt For For 1J ELECTION OF DIRECTOR: DAVID M. THOMAS Mgmt
 For For 02 ADOPT THE INTERPUBLIC GROUP OF COMPANIES, INC. Mgmt Against Against 2009
 PERFORMANCE INCENTIVE PLAN 03 ADOPT THE 2009 NON-MANAGEMENT DIRECTORS' STOCK Mgmt
 For For INCENTIVE PLAN 04 CONFIRM THE APPOINTMENT OF PRICEWATERHOUSECOOPERS Mgmt For
 For LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009 05 SHAREHOLDER
 PROPOSAL ON SPECIAL SHAREHOLDER Shr For Against MEETINGS

----- THE
 MCGRAW-HILL COMPANIES, INC. Agenda Number: 933015174

----- Security:
 580645109 Meeting Type: Annual Meeting Date: 29-Apr-2009 Ticker: MHP ISIN: US5806451093
 ----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 DIRECTOR SIR MICHAEL RAKE Mgmt For For KURT
 L. SCHMOKE Mgmt For For SIDNEY TAUREL Mgmt For For 02 VOTE TO REAPPROVE PERFORMANCE
 GOALS UNDER OUR Mgmt For For 2002 STOCK INCENTIVE PLAN. 03 VOTE TO RATIFY ERNST &
 YOUNG LLP AS OUR INDEPENDENT Mgmt For For REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.
 04 SHAREHOLDER PROPOSAL REQUESTING ELECTION OF Shr For Against EACH DIRECTOR
 ANNUALLY. 05 SHAREHOLDER PROPOSAL REQUESTING ADOPTION OF Shr For Against SIMPLE
 MAJORITY VOTE. 06 SHAREHOLDER PROPOSAL REQUESTING PUBLIC DISCLOSURE Shr Against For OF
 CORPORATE POLICIES AND PROCEDURES REGARDING POLITICAL CONTRIBUTIONS AND THE
 AMOUNT OF SUCH CONTRIBUTIONS. 07 SHAREHOLDER PROPOSAL REQUESTING ELECTION OF Shr
 For Against DIRECTORS BY MAJORITY VOTE. 08 SHAREHOLDER PROPOSAL REQUESTING ADOPTION
 OF Shr Against For POLICY REQUIRING CHAIRMAN TO BE INDEPENDENT DIRECTOR WHO HAS NOT
 PREVIOUSLY SERVED AS AN EXECUTIVE OFFICER OF THE COMPANY.

----- THE PEPSI
 BOTTLING GROUP, INC. Agenda Number: 933050825

----- Security:
 713409100 Meeting Type: Annual Meeting Date: 27-May-2009 Ticker: PBG ISIN: US7134091005
 ----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: LINDA G. ALVARADO
 Mgmt For For 1B ELECTION OF DIRECTOR: BARRY H. BERACHA Mgmt For For 1C ELECTION OF
 DIRECTOR: JOHN C. COMPTON Mgmt For For 1D ELECTION OF DIRECTOR: ERIC J. FOSS Mgmt For For 1E
 ELECTION OF DIRECTOR: IRA D. HALL Mgmt For For 1F ELECTION OF DIRECTOR: SUSAN D. KRONICK
 Mgmt For For 1G ELECTION OF DIRECTOR: BLYTHE J. MCGARVIE Mgmt For For 1H ELECTION OF
 DIRECTOR: JOHN A. QUELCH Mgmt For For 1I ELECTION OF DIRECTOR: JAVIER G. TERUEL Mgmt For
 For 1J ELECTION OF DIRECTOR: CYNTHIA M. TRUDELL Mgmt For For 02 APPROVAL OF THE AMENDED
 AND RESTATED PBG DIRECTORS' Mgmt For For STOCK PLAN. 03 RATIFICATION OF THE
 APPOINTMENT OF DELOITTE Mgmt For For & TOUCHE LLP AS THE INDEPENDENT REGISTERED
 PUBLIC ACCOUNTING FIRM FOR FISCAL 2009.

----- THE PNC
 FINANCIAL SERVICES GROUP, INC. Agenda Number: 933014095

----- Security:
 693475105 Meeting Type: Annual Meeting Date: 28-Apr-2009 Ticker: PNC ISIN: US6934751057

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: MR. BERNDT Mgmt For For 1B ELECTION OF DIRECTOR: MR. BUNCH Mgmt For For 1C ELECTION OF DIRECTOR: MR. CHELLGREN Mgmt For For 1D ELECTION OF DIRECTOR: MR. CLAY Mgmt For For 1E ELECTION OF DIRECTOR: MS. JAMES Mgmt For For 1F ELECTION OF DIRECTOR: MR. KELSON Mgmt For For 1G ELECTION OF DIRECTOR: MR. LINDSAY Mgmt For For 1H ELECTION OF DIRECTOR: MR. MASSARO Mgmt For For 1I ELECTION OF DIRECTOR: MS. PEPPER Mgmt For For 1J ELECTION OF DIRECTOR: MR. ROHR Mgmt For For 1K ELECTION OF DIRECTOR: MR. SHEPARD Mgmt For For 1L ELECTION OF DIRECTOR: MS. STEFFES Mgmt For For 1M ELECTION OF DIRECTOR: MR. STRIGL Mgmt For For 1N ELECTION OF DIRECTOR: MR. THIEKE Mgmt For For 1O ELECTION OF DIRECTOR: MR. USHER Mgmt For For 1P ELECTION OF DIRECTOR: MR. WALLS Mgmt For For 1Q ELECTION OF DIRECTOR: MR. WEHMEIER Mgmt For For 02 APPROVAL OF THE PNC FINANCIAL SERVICES GROUP, Mgmt For For INC. EMPLOYEE STOCK PURCHASE PLAN AS AMENDED AND RESTATED AS OF JANUARY 1, 2009. 03 RATIFICATION OF THE AUDIT COMMITTEE'S SELECTION Mgmt For For OF PRICEWATERHOUSECOOPERS LLP AS PNC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. 04 APPROVAL OF AN ADVISORY VOTE ON EXECUTIVE COMPENSATION. Mgmt For For 05 A SHAREHOLDER PROPOSAL REGARDING EQUITY OWNERSHIP, Shr Against For IF PROPERLY PRESENTED BEFORE THE MEETING.

----- THE
 PROCTER & GAMBLE COMPANY Agenda Number: 932946556

----- Security:
 742718109 Meeting Type: Annual Meeting Date: 14-Oct-2008 Ticker: PG ISIN: US7427181091

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 DIRECTOR KENNETH I. CHENAULT Mgmt For For SCOTT D. COOK Mgmt For For RAJAT K. GUPTA Mgmt For For A.G. LAFLEY Mgmt For For CHARLES R. LEE Mgmt For For LYNN M. MARTIN Mgmt For For W. JAMES MCNERNEY, JR. Mgmt For For JOHNATHAN A. RODGERS Mgmt For For RALPH SNYDERMAN, M.D. Mgmt For For MARGARET C. WHITMAN Mgmt For For PATRICIA A. WOERTZ Mgmt For For ERNESTO ZEDILLO Mgmt For For 02 RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED Mgmt For For PUBLIC ACCOUNTING FIRM 03 AMEND COMPANY'S AMENDED ARTICLES OF INCORPORATION Mgmt Against Against TO ADOPT MAJORITY VOTING 04 SHAREHOLDER PROPOSAL #1 - ROTATE SITE OF ANNUAL Shr Against For MEETING 05 SHAREHOLDER PROPOSAL #2 - ADVISORY VOTE ON EXECUTIVE Shr For Against COMPENSATION

----- THE
 SHERWIN-WILLIAMS COMPANY Agenda Number: 933005907

----- Security:
 824348106 Meeting Type: Annual Meeting Date: 15-Apr-2009 Ticker: SHW ISIN: US8243481061

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 DIRECTOR A.F. ANTON Mgmt For For J.C. BOLAND Mgmt For For C.M. CONNOR Mgmt For For D.F. HODNIK Mgmt For For S.J. KROPF Mgmt For For G.E. MCCULLOUGH Mgmt For For A.M. MIXON, III Mgmt For For C.E. MOLL Mgmt For For R.K. SMUCKER Mgmt For For 02 VOTE TO RATIFY ERNST & YOUNG LLP AS OUR INDEPENDENT Mgmt For For REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. 03 SHAREHOLDER PROPOSAL RELATING TO MAJORITY VOTING. Shr For Against

----- THE
 TORONTO-DOMINION BANK Agenda Number: 932999797

----- Security:
 891160509 Meeting Type: Annual Meeting Date: 02-Apr-2009 Ticker: TD ISIN: CA8911605092

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 DIRECTOR WILLIAM E. BENNETT Mgmt For For HUGH J. BOLTON Mgmt For For JOHN L. BRAGG Mgmt For For W. EDMUND CLARK Mgmt For For WENDY K. DOBSON Mgmt For For DONNA M. HAYES Mgmt For For HENRY H. KETCHAM Mgmt For For PIERRE H.

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LESSARD Mgmt For For BRIAN M. LEVITT Mgmt For For HAROLD H. MACKAY Mgmt For For IRENE R. MILLER Mgmt For For NADIR H. MOHAMED Mgmt For For ROGER PHILLIPS Mgmt For For WILBUR J. PREZZANO Mgmt For For WILLIAM J. RYAN Mgmt For For HELEN K. SINCLAIR Mgmt For For JOHN M. THOMPSON Mgmt For For 02 APPOINTMENT OF AUDITOR NAMED IN THE MANAGEMENT Mgmt For For PROXY CIRCULAR 03 SHAREHOLDER PROPOSAL A Shr Against For 04 SHAREHOLDER PROPOSAL B Shr Against For 05 SHAREHOLDER PROPOSAL C Shr Against For 06 SHAREHOLDER PROPOSAL D Shr Against For 07 SHAREHOLDER PROPOSAL E Shr Against For 08 SHAREHOLDER PROPOSAL F Shr For Against 09 SHAREHOLDER PROPOSAL G Shr Against For

----- THE
TRAVELERS COMPANIES, INC. Agenda Number: 933009703

----- Security:
89417E109 Meeting Type: Annual Meeting Date: 05-May-2009 Ticker: TRV ISIN: US89417E1091

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: ALAN L. BELLER Mgmt For For 1B ELECTION OF DIRECTOR: JOHN H. DASBURG Mgmt For For 1C ELECTION OF DIRECTOR: JANET M. DOLAN Mgmt For For 1D ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN Mgmt For For 1E ELECTION OF DIRECTOR: JAY S. FISHMAN Mgmt For For 1F ELECTION OF DIRECTOR: LAWRENCE G. GRAEV Mgmt For For 1G ELECTION OF DIRECTOR: PATRICIA L. HIGGINS Mgmt For For 1H ELECTION OF DIRECTOR: THOMAS R. HODGSON Mgmt For For 1I ELECTION OF DIRECTOR: CLEVE L. KILLINGSWORTH, Mgmt For For JR. 1J ELECTION OF DIRECTOR: ROBERT I. LIPP Mgmt For For 1K ELECTION OF DIRECTOR: BLYTHE J. MCGARVIE Mgmt For For 1L ELECTION OF DIRECTOR: LAURIE J. THOMSEN Mgmt For For 02 PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP Mgmt For For AS TRAVELERS' INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. 03 TO RE-APPROVE THE MATERIAL TERMS OF THE PERFORMANCE Mgmt Against Against GOALS UNDER TRAVELERS' AMENDED AND RESTATED 2004 STOCK INCENTIVE PLAN. 04 SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS. Shr Against For

----- THE WALT
DISNEY COMPANY Agenda Number: 932990559

----- Security:
254687106 Meeting Type: Annual Meeting Date: 10-Mar-2009 Ticker: DIS ISIN: US2546871060

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: SUSAN E. ARNOLD Mgmt For For 1B ELECTION OF DIRECTOR: JOHN E. BRYSON Mgmt For For 1C ELECTION OF DIRECTOR: JOHN S. CHEN Mgmt For For 1D ELECTION OF DIRECTOR: JUDITH L. ESTRIN Mgmt For For 1E ELECTION OF DIRECTOR: ROBERT A. IGER Mgmt For For 1F ELECTION OF DIRECTOR: STEVEN P. JOBS Mgmt For For 1G ELECTION OF DIRECTOR: FRED H. LANGHAMMER Mgmt For For 1H ELECTION OF DIRECTOR: AYLWIN B. LEWIS Mgmt For For 1I ELECTION OF DIRECTOR: MONICA C. LOZANO Mgmt For For 1J ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT Mgmt For For 1K ELECTION OF DIRECTOR: JOHN E. PEPPER, JR. Mgmt For For 1L ELECTION OF DIRECTOR: ORIN C. SMITH Mgmt For For 02 TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSE-COOPERS Mgmt For For LLP AS THE COMPANY'S REGISTERED PUBLIC ACCOUNTANTS FOR 2009. 03 TO APPROVE THE AMENDMENT TO THE AMENDED AND Mgmt For For RESTATED 2005 STOCK INCENTIVE PLAN. 04 TO APPROVE THE TERMS OF THE AMENDED AND RESTATED Mgmt For For 2002 EXECUTIVE PERFORMANCE PLAN. 05 TO APPROVE THE SHAREHOLDER PROPOSAL RELATING Shr For Against TO POLITICAL CONTRIBUTIONS REPORTING. 06 TO APPROVE THE SHAREHOLDER PROPOSAL RELATING Shr For Against TO DEATH BENEFIT PAYMENTS. 07 TO APPROVE THE SHAREHOLDER PROPOSAL RELATING Shr For Against TO SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION.

----- THE
WILLIAMS COMPANIES, INC. Agenda Number: 933072148

----- Security:
969457100 Meeting Type: Annual Meeting Date: 21-May-2009 Ticker: WMB ISIN: US9694571004

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: IRL F. ENGELHARDT
 Mgmt For For 1B ELECTION OF DIRECTOR: WILLIAM E. GREEN Mgmt For For 1C ELECTION OF
 DIRECTOR: W.R. HOWELL Mgmt For For 1D ELECTION OF DIRECTOR: GEORGE A. LORCH Mgmt For For
 02 TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP Mgmt For For AS OUR INDEPENDENT
 AUDITORS FOR 2009. 03 STOCKHOLDER PROPOSAL RELATING TO THE ELECTION Shr For Against OF
 DIRECTORS ANNUALLY.

----- THERMO
 FISHER SCIENTIFIC INC. Agenda Number: 933042400

----- Security:
 883556102 Meeting Type: Annual Meeting Date: 20-May-2009 Ticker: TMO ISIN: US8835561023

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 DIRECTOR JUDY C. LEWENT Mgmt For For PETER J.
 MANNING Mgmt For For JIM P. MANZI Mgmt For For ELAINE S. ULLIAN Mgmt For For 02 RATIFICATION
 OF THE AUDIT COMMITTEE'S SELECTION Mgmt For For OF PRICEWATERHOUSECOOPERS LLP AS THE
 COMPANY'S INDEPENDENT AUDITORS FOR 2009.

----- TIFFANY &
 CO. Agenda Number: 933044961

----- Security:
 886547108 Meeting Type: Annual Meeting Date: 21-May-2009 Ticker: TIF ISIN: US8865471085

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 1 ELECTION OF DIRECTOR: MICHAEL J. KOWALSKI
 Mgmt For For 2 ELECTION OF DIRECTOR: ROSE MARIE BRAVO Mgmt For For 3 ELECTION OF
 DIRECTOR: GARY E. COSTLEY Mgmt For For 4 ELECTION OF DIRECTOR: LAWRENCE K. FISH Mgmt For
 For 5 ELECTION OF DIRECTOR: ABBY F. KOHNSTAMM Mgmt For For 6 ELECTION OF DIRECTOR:
 CHARLES K. MARQUIS Mgmt For For 7 ELECTION OF DIRECTOR: PETER W. MAY Mgmt For For 8
 ELECTION OF DIRECTOR: J. THOMAS PRESBY Mgmt For For 9 ELECTION OF DIRECTOR: WILLIAM A.
 SHUTZER Mgmt For For 02 RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS Mgmt
 For For LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR
 FISCAL YEAR 2009. 03 APPROVAL OF AN AMENDMENT TO THE TIFFANY & CO. Mgmt Against Against
 2005 EMPLOYEE INCENTIVE PLAN TO INCREASE BY 2,500,000 THE MAXIMUM NUMBER OF SHARES
 THAT MAY BE ISSUED UNDER THE PLAN.

----- TIME
 WARNER INC. Agenda Number: 932979670

----- Security:
 887317105 Meeting Type: Special Meeting Date: 16-Jan-2009 Ticker: TWX ISIN: US8873171057

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 COMPANY PROPOSAL TO (A) AUTHORIZE THE
 BOARD Mgmt For For TO EFFECT PRIOR TO 12/31/09, A REVERSE STOCK SPLIT OF THE OUTSTANDING
 AND TREASURY COMMON STOCK OF TIME WARNER, AT A REVERSE STOCK SPLIT RATIO OF EITHER
 1-FOR-2 OR 1-FOR-3, AND (B) APPROVE AMENDMENT TO THE COMPANY'S RESTATED CERTIFICATE
 OF INCORPORATION IN THE RELEVANT FORM ATTACHED TO THE PROXY STATEMENT TO EFFECT
 THE REVERSE STOCK SPLIT AND TO REDUCE PROPORTIONATELY THE TOTAL NUMBER OF SHARES
 THAT TIME WARNER IS AUTHORIZED TO ISSUE, SUBJECT TO THE BOARD'S AUTHORITY TO
 ABANDON SUCH AMENDMENT.

----- UNITED
 PARCEL SERVICE, INC. Agenda Number: 933014007

----- Security:
 911312106 Meeting Type: Annual Meeting Date: 07-May-2009 Ticker: UPS ISIN: US9113121068

----- Prop.# Proposal
 Proposal Proposal Vote For/Against Type Management 01 DIRECTOR F. DUANE ACKERMAN Mgmt For For

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MICHAEL J. BURNS Mgmt For For D. SCOTT DAVIS Mgmt For For STUART E. EIZENSTAT Mgmt For For MICHAEL L. ESKEW Mgmt For For WILLIAM R. JOHNSON Mgmt For For ANN M. LIVERMORE Mgmt For For RUDY MARKHAM Mgmt For For JOHN W. THOMPSON Mgmt For For CAROL B. TOME Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF DELOITTE Mgmt For For & TOUCHE LLP AS UPS'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE YEAR ENDING DECEMBER 31, 2009. 03 APPROVAL OF THE UNITED PARCEL SERVICE, INC. Mgmt Against Against 2009 OMNIBUS INCENTIVE COMPENSATION PLAN.

----- UNITED
STATES STEEL CORPORATION Agenda Number: 933012495

----- Security:
912909108 Meeting Type: Annual Meeting Date: 28-Apr-2009 Ticker: X ISIN: US9129091081

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR FRANK J. LUCCHINO Mgmt For For SETH E. SCHOFIELD Mgmt For For JOHN P. SURMA Mgmt For For DAVID S. SUTHERLAND Mgmt For For 02 APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS Mgmt For For INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

----- UNITED
TECHNOLOGIES CORPORATION Agenda Number: 933001644

----- Security:
913017109 Meeting Type: Annual Meeting Date: 08-Apr-2009 Ticker: UTX ISIN: US9130171096

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR LOUIS R. CHENEVERT Mgmt For For GEORGE DAVID Mgmt For For JOHN V. FARACI Mgmt For For JEAN-PIERRE GARNIER Mgmt For For JAMIE S. GORELICK Mgmt For For CARLOS M. GUTIERREZ Mgmt For For EDWARD A. KANGAS Mgmt For For CHARLES R. LEE Mgmt For For RICHARD D. MCCORMICK Mgmt For For HAROLD MCGRAW III Mgmt For For RICHARD B. MYERS Mgmt For For H. PATRICK SWYGERT Mgmt For For ANDRE VILLENEUVE Mgmt For For CHRISTINE TODD WHITMAN Mgmt For For 02 APPOINTMENT OF INDEPENDENT AUDITORS Mgmt For For 03 SHAREOWNER PROPOSAL: OFFSETS FOR FOREIGN MILITARY Shr Against For SALES

----- UNITEDHEALTH GROUP INCORPORATED Agenda Number: 933031762

----- Security:
91324P102 Meeting Type: Annual Meeting Date: 02-Jun-2009 Ticker: UNH ISIN: US91324P1021

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: WILLIAM C. BALLARD, JR. Mgmt For For 1B ELECTION OF DIRECTOR: RICHARD T. BURKE Mgmt For For 1C ELECTION OF DIRECTOR: ROBERT J. DARRETTA Mgmt For For 1D ELECTION OF DIRECTOR: STEPHEN J. HEMSLEY Mgmt For For 1E ELECTION OF DIRECTOR: MICHELE J. HOOPER Mgmt For For 1F ELECTION OF DIRECTOR: DOUGLAS W. LEATHERDALE Mgmt For For 1G ELECTION OF DIRECTOR: GLENN M. RENWICK Mgmt For For 1H ELECTION OF DIRECTOR: KENNETH I. SHINE, M.D. Mgmt For For 1I ELECTION OF DIRECTOR: GAIL R. WILENSKY, PH.D. Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF DELOITTE Mgmt For For & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009. 03 SHAREHOLDER PROPOSAL CONCERNING ADVISORY VOTE Shr For Against ON EXECUTIVE COMPENSATION.

----- UST INC.
Agenda Number: 932969869

----- Security:
902911106 Meeting Type: Special Meeting Date: 04-Dec-2008 Ticker: UST ISIN: US9029111062

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF Mgmt For For MERGER, DATED AS OF SEPTEMBER 7, 2008, BY AND AMONG UST INC.,

ALTRIA GROUP, INC., AND ARMCHAIR SUB, INC., AS AMENDED, AND APPROVE THE MERGER CONTEMPLATED THEREBY. 02 PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT Mgmt For For OF THE MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE AGREEMENT AND PLAN OF MERGER, AS AMENDED, AND APPROVE THE MERGER.

----- VERISIGN, INC. Agenda Number: 933051269

----- Security: 92343E102 Meeting Type: Annual Meeting Date: 28-May-2009 Ticker: VRSN ISIN: US92343E1029

----- Prop.# Proposal Proposal Proposal Vote For/Against Type Management 1 DIRECTOR D. JAMES BIDZOS Mgmt For For WILLIAM L. CHENEVICH Mgmt For For KATHLEEN A. COTE Mgmt For For ROGER H. MOORE Mgmt For For JOHN D. ROACH Mgmt For For LOUIS A. SIMPSON Mgmt For For TIMOTHY TOMLINSON Mgmt For For 2 TO RATIFY THE SELECTION OF KPMG LLP AS VERISIGN'S Mgmt For For INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2009.

----- VERIZON COMMUNICATIONS INC. Agenda Number: 933018017

----- Security: 92343V104 Meeting Type: Annual Meeting Date: 07-May-2009 Ticker: VZ ISIN: US92343V1044

----- Prop.# Proposal Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: RICHARD L. CARRION Mgmt For For 1B ELECTION OF DIRECTOR: M. FRANCES KEETH Mgmt For For 1C ELECTION OF DIRECTOR: ROBERT W. LANE Mgmt For For 1D ELECTION OF DIRECTOR: SANDRA O. MOOSE Mgmt For For 1E ELECTION OF DIRECTOR: JOSEPH NEUBAUER Mgmt For For 1F ELECTION OF DIRECTOR: DONALD T. NICOLAISEN Mgmt For For 1G ELECTION OF DIRECTOR: THOMAS H. O'BRIEN Mgmt For For 1H ELECTION OF DIRECTOR: CLARENCE OTIS, JR. Mgmt For For 1I ELECTION OF DIRECTOR: HUGH B. PRICE Mgmt For For 1J ELECTION OF DIRECTOR: IVAN G. SEIDENBERG Mgmt For For 1K ELECTION OF DIRECTOR: JOHN W. SNOW Mgmt For For 1L ELECTION OF DIRECTOR: JOHN R. STAFFORD Mgmt For For 02 RATIFICATION OF APPOINTMENT OF ERNST & YOUNG Mgmt For For LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM 03 ADVISORY VOTE RELATED TO EXECUTIVE COMPENSATION Mgmt For For 04 APPROVAL OF LONG-TERM INCENTIVE PLAN Mgmt For For 05 APPROVAL OF SHORT-TERM INCENTIVE PLAN Mgmt For For 06 PROHIBIT GRANTING STOCK OPTIONS Shr Against For 07 SHAREHOLDER ABILITY TO CALL SPECIAL MEETING Shr For Against 08 SEPARATE OFFICES OF CHAIRMAN AND CEO Shr Against For 09 CUMULATIVE VOTING Shr Against For 10 SHAREHOLDER APPROVAL OF BENEFITS PAID AFTER Shr For Against DEATH

----- WAL-MART STORES, INC. Agenda Number: 933057754

----- Security: 931142103 Meeting Type: Annual Meeting Date: 05-Jun-2009 Ticker: WMT ISIN: US9311421039

----- Prop.# Proposal Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: AIDA M. ALVAREZ Mgmt For For 1B ELECTION OF DIRECTOR: JAMES W. BREYER Mgmt For For 1C ELECTION OF DIRECTOR: M. MICHELE BURNS Mgmt For For 1D ELECTION OF DIRECTOR: JAMES I. CASH, JR. Mgmt For For 1E ELECTION OF DIRECTOR: ROGER C. CORBETT Mgmt For For 1F ELECTION OF DIRECTOR: DOUGLAS N. DAFT Mgmt For For 1G ELECTION OF DIRECTOR: MICHAEL T. DUKE Mgmt For For 1H ELECTION OF DIRECTOR: GREGORY B. PENNER Mgmt For For 1I ELECTION OF DIRECTOR: ALLEN I. QUESTROM Mgmt For For 1J ELECTION OF DIRECTOR: H. LEE SCOTT, JR. Mgmt For For 1K ELECTION OF DIRECTOR: ARNE M. SORENSON Mgmt For For 1L ELECTION OF DIRECTOR: JIM C. WALTON Mgmt For For 1M ELECTION OF DIRECTOR: S. ROBSON WALTON Mgmt For For 1N ELECTION OF DIRECTOR: CHRISTOPHER J. WILLIAMS Mgmt For For 1O ELECTION OF DIRECTOR: LINDA S. WOLF Mgmt For For 02 RATIFICATION OF ERNST & YOUNG LLP AS INDEPENDENT Mgmt For For ACCOUNTANTS 03 GENDER

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IDENTITY NON-DISCRIMINATION POLICY Shr Against For 04 PAY FOR SUPERIOR PERFORMANCE Shr For Against 05 ADVISORY VOTE ON EXECUTIVE COMPENSATION Shr For Against 06 POLITICAL CONTRIBUTIONS Shr Against For 07 SPECIAL SHAREOWNER MEETINGS Shr For Against 08 INCENTIVE COMPENSATION TO BE STOCK OPTIONS Shr Against For

----- WASTE
MANAGEMENT, INC. Agenda Number: 933026115

----- Security:
94106L109 Meeting Type: Annual Meeting Date: 08-May-2009 Ticker: WMI ISIN: US94106L1098

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: PASTORA SAN JUAN CAFFERTY Mgmt For For 1B ELECTION OF DIRECTOR: FRANK M. CLARK, JR. Mgmt For For 1C ELECTION OF DIRECTOR: PATRICK W. GROSS Mgmt For For 1D ELECTION OF DIRECTOR: JOHN C. POPE Mgmt For For 1E ELECTION OF DIRECTOR: W. ROBERT REUM Mgmt For For 1F ELECTION OF DIRECTOR: STEVEN G. ROTHMEIER Mgmt For For 1G ELECTION OF DIRECTOR: DAVID P. STEINER Mgmt For For 1H ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER Mgmt For For 02 PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST Mgmt For For & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009. 03 PROPOSAL TO AMEND THE COMPANY'S EMPLOYEE STOCK Mgmt For For PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN. 04 PROPOSAL TO APPROVE THE COMPANY'S 2009 STOCK Mgmt For For INCENTIVE PLAN. 05 PROPOSAL RELATING TO DISCLOSURE OF POLITICAL Shr For Against CONTRIBUTIONS, IF PROPERLY PRESENTED AT THE MEETING. 06 PROPOSAL TO ADOPT SIMPLE MAJORITY VOTE, IF PROPERLY Shr For Against PRESENTED AT MEETING.

----- WELLS
FARGO & COMPANY Agenda Number: 933008422

----- Security:
949746101 Meeting Type: Annual Meeting Date: 28-Apr-2009 Ticker: WFC ISIN: US9497461015

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: JOHN D. BAKER II Mgmt For For 1B ELECTION OF DIRECTOR: JOHN S. CHEN Mgmt For For 1C ELECTION OF DIRECTOR: LLOYD H. DEAN Mgmt For For 1D ELECTION OF DIRECTOR: SUSAN E. ENGEL Mgmt For For 1E ELECTION OF DIRECTOR: ENRIQUE HERNANDEZ, JR. Mgmt For For 1F ELECTION OF DIRECTOR: DONALD M. JAMES Mgmt For For 1G ELECTION OF DIRECTOR: ROBERT L. JOSS Mgmt For For 1H ELECTION OF DIRECTOR: RICHARD M. KOVACEVICH Mgmt For For 1I ELECTION OF DIRECTOR: RICHARD D. MCCORMICK Mgmt For For 1J ELECTION OF DIRECTOR: MACKAY J. MCDONALD Mgmt For For 1K ELECTION OF DIRECTOR: CYNTHIA H. MILLIGAN Mgmt For For 1L ELECTION OF DIRECTOR: NICHOLAS G. MOORE Mgmt For For 1M ELECTION OF DIRECTOR: PHILIP J. QUIGLEY Mgmt For For 1N ELECTION OF DIRECTOR: DONALD B. RICE Mgmt For For 1O ELECTION OF DIRECTOR: JUDITH M. RUNSTAD Mgmt For For 1P ELECTION OF DIRECTOR: STEPHEN W. SANGER Mgmt For For 1Q ELECTION OF DIRECTOR: ROBERT K. STEEL Mgmt For For 1R ELECTION OF DIRECTOR: JOHN G. STUMPF Mgmt For For 1S ELECTION OF DIRECTOR: SUSAN G. SWENSON Mgmt For For 02 PROPOSAL TO APPROVE A NON-BINDING ADVISORY RESOLUTION Mgmt Against Against REGARDING THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVES. 03 PROPOSAL TO RATIFY APPOINTMENT OF KPMG LLP AS Mgmt For For INDEPENDENT AUDITORS FOR 2009. 04 PROPOSAL TO APPROVE AN AMENDMENT TO THE COMPANY'S Mgmt Against Against LONG-TERM INCENTIVE COMPENSATION PLAN. 05 STOCKHOLDER PROPOSAL REGARDING A BY-LAWS AMENDMENT Shr Against For TO REQUIRE AN INDEPENDENT CHAIRMAN. 06 STOCKHOLDER PROPOSAL REGARDING A REPORT ON POLITICAL Shr Against For CONTRIBUTIONS.

----- WHIRLPOOL
CORPORATION Agenda Number: 933005084

----- Security:
963320106 Meeting Type: Annual Meeting Date: 21-Apr-2009 Ticker: WHR ISIN: US9633201069

----- Prop.# Proposal

Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: GARY T. DICAMILLO
Mgmt For For 1B ELECTION OF DIRECTOR: KATHLEEN J. HEMPEL Mgmt For For 1C ELECTION OF
DIRECTOR: MICHAEL A. TODMAN Mgmt For For 02 RATIFICATION OF THE APPOINTMENT OF ERNST &
YOUNG Mgmt For For LLP AS WHIRLPOOL'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM
FOR 2009. 03 APPROVAL OF THE WHIRLPOOL CORPORATION PERFORMANCE Mgmt For For
EXCELLENCE PLAN. 04 MANAGEMENT'S PROPOSAL TO AMEND WHIRLPOOL'S Mgmt For For
RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY WHIRLPOOL'S BOARD OF
DIRECTORS. 05 MANAGEMENT'S PROPOSAL TO AMEND ARTICLE SIXTH Mgmt For For OF
WHIRLPOOL'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY VOTE
PROVISIONS. 06 MANAGEMENT'S PROPOSAL TO AMEND ARTICLES EIGHTH Mgmt For For AND TENTH
OF WHIRLPOOL'S RESTATED CERTIFICATE OF INCORPORATION TO ELIMINATE SUPERMAJORITY
VOTE PROVISIONS. 07 STOCKHOLDER PROPOSAL TO ELECT EACH DIRECTOR Shr For Against
ANNUALLY. 08 STOCKHOLDER PROPOSAL TO ELIMINATE SUPERMAJORITY Shr For Against
STOCKHOLDER VOTE PROVISIONS.

----- WILLIS
GROUP HOLDINGS LIMITED Agenda Number: 933007963

----- Security:
G96655108 Meeting Type: Annual Meeting Date: 22-Apr-2009 Ticker: WSH ISIN: BMG966551084

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: WILLIAM W. BRADLEY
Mgmt For For 1B ELECTION OF DIRECTOR: JOSEPH A. CALIFANO JR. Mgmt For For 1C ELECTION OF
DIRECTOR: ANNA C. CATALANO Mgmt For For 1D ELECTION OF DIRECTOR: SIR ROY GARDNER Mgmt
For For 1E ELECTION OF DIRECTOR: SIR JEREMY HANLEY Mgmt For For 1F ELECTION OF DIRECTOR:
ROBYN S. KRAVIT Mgmt For For 1G ELECTION OF DIRECTOR: JEFFREY B. LANE Mgmt For For 1H
ELECTION OF DIRECTOR: WENDY E. LANE Mgmt For For 1I ELECTION OF DIRECTOR: JAMES F.
MCCANN Mgmt For For 1J ELECTION OF DIRECTOR: JOSEPH J. PLUMERI Mgmt For For 1K ELECTION OF
DIRECTOR: DOUGLAS B. ROBERTS. Mgmt For For 2 TO REAPPOINT DELOITTE LLP AS THE COMPANY'S
INDEPENDENT Mgmt For For AUDITOR UNTIL THE CLOSE OF THE NEXT ANNUAL GENERAL MEETING
AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO FIX THE
INDEPENDENT AUDITORS' REMUNERATION.

WINDSTREAM CORPORATION Agenda Number: 933018649

----- Security:
97381W104 Meeting Type: Annual Meeting Date: 06-May-2009 Ticker: WIN ISIN: US97381W1045

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1 DIRECTOR CAROL B. ARMITAGE Mgmt For For
SAMUEL E. BEALL, III Mgmt For For DENNIS E. FOSTER Mgmt For For FRANCIS X. FRANTZ Mgmt For For
JEFFERY R. GARDNER Mgmt For For JEFFREY T. HINSON Mgmt For For JUDY K. JONES Mgmt For For
WILLIAM A. MONTGOMERY Mgmt For For FRANK E. REED Mgmt For For 2 RATIFY THE APPOINTMENT
OF PRICEWATERHOUSECOOPERS, Mgmt For For LLP AS WINDSTREAM'S INDEPENDENT REGISTERED
PUBLIC ACCOUNTANTS FOR 2009 3 EXECUTIVE COMPENSATION ADVISORY VOTE Shr For Against 4
PROPOSAL TO REQUIRE AN INDEPENDENT CHAIRMAN Shr Against For OF THE BOARD

----- WYNDHAM
WORLDWIDE CORPORATION Agenda Number: 933029616

----- Security:
98310W108 Meeting Type: Annual Meeting Date: 12-May-2009 Ticker: WYN ISIN: US98310W1080

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1 DIRECTOR STEPHEN P. HOLMES Mgmt For For MYRA
J. BIBLOWIT Mgmt For For PAULINE D.E. RICHARDS Mgmt For For 2 TO RATIFY THE APPOINTMENT OF
DELOITTE & TOUCHE Mgmt For For LLP AS WYNDHAM WORLDWIDE CORPORATION'S INDEPENDENT
REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2009. 3 TO

APPROVE THE AMENDMENT AND RESTATEMENT OF Mgmt For For THE WYNDHAM WORLDWIDE CORPORATION 2006 EQUITY AND INCENTIVE PLAN PRIMARILY FOR PURPOSES OF SECTION 162(M) OF THE INTERNAL REVENUE CODE. 4 SHAREHOLDER PROPOSAL NO. 1 - CONCERNING SEVERANCE Shr For Against AGREEMENTS. 5 SHAREHOLDER PROPOSAL NO. 2 - CONCERNING INDEPENDENT Shr For Against CHAIRMAN OF THE BOARD.

----- XCEL
ENERGY INC Agenda Number: 933040026

----- Security:
98389B100 Meeting Type: Annual Meeting Date: 20-May-2009 Ticker: XEL ISIN: US98389B1008

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: C. CONEY BURGESS Mgmt For For 1B ELECTION OF DIRECTOR: FREDRIC W. CORRIGAN Mgmt For For 1C ELECTION OF DIRECTOR: RICHARD K. DAVIS Mgmt For For 1D ELECTION OF DIRECTOR: RICHARD C. KELLY Mgmt For For 1E ELECTION OF DIRECTOR: ALBERT F. MORENO Mgmt For For 1F ELECTION OF DIRECTOR: DR. MARGARET R. PRESKA Mgmt For For 1G ELECTION OF DIRECTOR: A. PATRICIA SAMPSON Mgmt For For 1H ELECTION OF DIRECTOR: RICHARD H. TRULY Mgmt For For 1I ELECTION OF DIRECTOR: DAVID A. WESTERLUND Mgmt For For 1J ELECTION OF DIRECTOR: TIMOTHY V. WOLF Mgmt For For 02 COMPANY PROPOSAL TO RATIFY THE APPOINTMENT OF Mgmt For For DELOITTE & TOUCHE LLP AS XCEL ENERGY INC.'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009.

----- XL CAPITAL
LTD Agenda Number: 933005820

----- Security:
G98255105 Meeting Type: Annual Meeting Date: 24-Apr-2009 Ticker: XL ISIN: KYG982551056

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR DALE R. COMEY Mgmt For For ROBERT R. GLAUBER Mgmt For For G. THOMPSON HUTTON Mgmt For For 02 TO APPROVE THE AMENDMENT AND RESTATEMENT OF Mgmt For For THE COMPANY'S 1991 PERFORMANCE INCENTIVE PROGRAM. 03 TO APPROVE THE AMENDMENT AND RESTATEMENT OF Mgmt For For THE COMPANY'S DIRECTORS STOCK & OPTION PLAN. 04 TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS Mgmt For For LLP, NEW YORK, NEW YORK TO ACT AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR OUR COMPANY FOR THE YEAR ENDING DECEMBER 31, 2009.

----- YAHOO! INC.
Agenda Number: 932924992

----- Security:
984332106 Meeting Type: Annual Meeting Date: 01-Aug-2008 Ticker: YHOO ISIN: US9843321061

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 01 DIRECTOR ROY J. BOSTOCK Mgmt For For RONALD W. BURKLE Mgmt For For ERIC HIPPEAU Mgmt For For VYOMESH JOSHI Mgmt For For ARTHUR H. KERN Mgmt For For ROBERT A. KOTICK Mgmt For For MARY AGNES WILDEROTTER Mgmt For For GARY L. WILSON Mgmt For For JERRY YANG Mgmt For For 02 RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED Mgmt For For PUBLIC ACCOUNTING FIRM. 03 STOCKHOLDER PROPOSAL REGARDING PAY-FOR-SUPERIOR-PERFORMANCE. Shr For Against 04 STOCKHOLDER PROPOSAL REGARDING INTERNET CENSORSHIP. Shr Against For 05 STOCKHOLDER PROPOSAL REGARDING BOARD COMMITTEE Shr Against For ON HUMAN RIGHTS.

----- YUM!
BRANDS, INC. Agenda Number: 933044783

----- Security:
988498101 Meeting Type: Annual Meeting Date: 21-May-2009 Ticker: YUM ISIN: US9884981013

----- Prop.# Proposal
Proposal Proposal Vote For/Against Type Management 1A ELECTION OF DIRECTOR: DAVID W. DORMAN Mgmt For For 1B ELECTION OF DIRECTOR: MASSIMO FERRAGAMO Mgmt For For 1C ELECTION OF

DIRECTOR: J. DAVID GRISSOM Mgmt For For 1D ELECTION OF DIRECTOR: BONNIE G. HILL Mgmt For For 1E ELECTION OF DIRECTOR: ROBERT HOLLAND, JR. Mgmt For For 1F ELECTION OF DIRECTOR: KENNETH G. LANGONE Mgmt For For 1G ELECTION OF DIRECTOR: JONATHAN S. LINEN Mgmt For For 1H ELECTION OF DIRECTOR: THOMAS C. NELSON Mgmt For For 1I ELECTION OF DIRECTOR: DAVID C. NOVAK Mgmt For For 1J ELECTION OF DIRECTOR: THOMAS M. RYAN Mgmt For For 1K ELECTION OF DIRECTOR: JING-SHYH S. SU Mgmt For For 1L ELECTION OF DIRECTOR: JACKIE TRUJILLO Mgmt For For 1M ELECTION OF DIRECTOR: ROBERT D. WALTER Mgmt For For 02 RATIFICATION OF INDEPENDENT AUDITORS (PAGE 16 Mgmt For For OF PROXY) 03 PROPOSAL TO APPROVE THE COMPANY'S EXECUTIVE Mgmt For For INCENTIVE COMPENSATION PLAN (PAGE 18 OF PROXY) 04 SHAREHOLDER PROPOSAL RELATING TO SHAREHOLDER Shr For Against RIGHTS PLAN (PAGE 21 OF PROXY) 05 SHAREHOLDER PROPOSAL RELATING TO AN ADVISORY Shr For Against SHAREHOLDER VOTE TO RATIFY EXECUTIVE COMPENSATION (PAGE 23 OF PROXY) 06 SHAREHOLDER PROPOSAL RELATING TO FOOD SUPPLY Shr Against For CHAIN SECURITY AND SUSTAINABILITY (PAGE 27 OF PROXY) 07 SHAREHOLDER PROPOSAL RELATING TO HEALTHCARE Shr Against For REFORM PRINCIPLES (PAGE 31 OF PROXY) 08 SHAREHOLDER PROPOSAL RELATING TO ANIMAL WELFARE Shr Against For (PAGE 33 OF PROXY) * 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) Eaton Vance Tax-Managed Buy-Write Income Fund By (Signature) /s/ Duncan W. Richardson Name Duncan W. Richardson Title President Date 08/26/2009