

Edgar Filing: CALAMOS STRATEGIC TOTAL RETURN FUND - Form N-PX

CALAMOS STRATEGIC TOTAL RETURN FUND

Form N-PX

August 26, 2005

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: 811-21484

NAME OF REGISTRANT: CALAMOS STRATEGIC TOTAL RETURN
FUND

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 2020 Calamos Court
Naperville , IL 60563

NAME AND ADDRESS OF AGENT FOR SERVICE: James S. Hamman, Jr., Secretary
2020 Calamos Court
Naperville , IL 60563

REGISTRANT'S TELEPHONE NUMBER: (630) 245-7200

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2004 - 06/30/2005

Calamos Strategic Total Return Fund

ALTRIA GROUP, INC.

Agen

Security: 02209S103
Meeting Type: Annual
Meeting Date: 28-Apr-2005
Ticker: MO
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	ELIZABETH E. BAILEY	Mgmt	For
	HAROLD BROWN	Mgmt	For
	MATHIS CABIALLAVETTA	Mgmt	For
	LOUIS C. CAMILLERI	Mgmt	For
	J. DUDLEY FISHBURN	Mgmt	For
	ROBERT E. R. HUNTLEY	Mgmt	For
	THOMAS W. JONES	Mgmt	Withheld
	GEORGE MUNOZ	Mgmt	For
	LUCIO A. NOTO	Mgmt	For

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	JOHN S. REED	Mgmt	For
	CARLOS SLIM HELU	Mgmt	For
	STEPHEN M. WOLF	Mgmt	For
02	2005 PERFORMANCE INCENTIVE PLAN	Mgmt	For
03	2005 STOCK COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS	Mgmt	For
04	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS	Mgmt	For
05	STOCKHOLDER PROPOSAL NO. 1 ANIMAL TESTING	Shr	Against
06	STOCKHOLDER PROPOSAL NO. 2 REGARDING ENHANCED CONSUMER WARNING	Shr	Against
07	STOCKHOLDER PROPOSAL NO. 3 SEEKING TO CEASE PROMOTING LIGHT AND ULTRA LIGHT BRANDS	Shr	Against
08	STOCKHOLDER PROPOSAL NO. 4 SEEKING TO EXTEND NEW YORK FIRE-SAFE PRODUCTS NATIONALLY	Shr	Against

BANK OF AMERICA CORPORATION

Agen

Security: 060505104
Meeting Type: Annual
Meeting Date: 27-Apr-2005
Ticker: BAC
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	WILLIAM BARNET, III	Mgmt	For
	CHARLES W. COKER	Mgmt	For
	JOHN T. COLLINS	Mgmt	For
	GARY L. COUNTRYMAN	Mgmt	For
	PAUL FULTON	Mgmt	For
	CHARLES K. GIFFORD	Mgmt	For
	W. STEVEN JONES	Mgmt	For
	KENNETH D. LEWIS	Mgmt	For
	WALTER E. MASSEY	Mgmt	For
	THOMAS J. MAY	Mgmt	For
	PATRICIA E. MITCHELL	Mgmt	For
	EDWARD L. ROMERO	Mgmt	For
	THOMAS M. RYAN	Mgmt	For
	O. TEMPLE SLOAN, JR.	Mgmt	For
	MEREDITH R. SPANGLER	Mgmt	For
	ROBERT L. TILLMAN	Mgmt	For
	JACKIE M. WARD	Mgmt	For
02	RATIFICATION OF INDEPENDENT PUBLIC ACCOUNTANTS	Mgmt	For
03	STOCKHOLDER PROPOSAL - POLITICAL CONTRIBUTIONS	Shr	Against

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04 STOCKHOLDER PROPOSAL - NOMINATION OF DIRECTORS Shr Against

BCE INC

Agen

Security: 05534B109
 Meeting Type: AGM
 Meeting Date: 25-May-2005
 Ticker:
 ISIN: CA05534B1094

Prop.#	Proposal	Proposal Type	Proposal Vote
	Receive the BCE s financial statements for the YE 31 DEC 2004 including the Auditor's report	Non-Voting	No vote
1.1	Elect Mr. A. Berrad as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	Abstain
1.2	Elect Mr. R.A. Brenneman as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.3	Elect Mr. R. J. Currie as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.4	Elect Mr. A.S. Fell as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.5	Elect Mr. D. Soble Kaufman as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.6	Elect Mr. B.M. Levitt as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.7	Elect Mr. E.C. Lumely as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.8	Elect Mr. J. Maxwell as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.9	Elect Mr. J.H. McArthur as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.10	Elect Mr. T.C. O Neill as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For

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1.11	Elect Mr. J.A. Pattison as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.12	Elect Mr. R.C. Pozen as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.13	Elect Mr. M.J. Sabia as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.14	Elect Mr. P.M. Tellier as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
1.15	Elect Mr. V.L. Young as a Director of the Company who will serve until the end of the next annual shareholder meeting	Mgmt	For
2.	Appoint Deloitte & Touche LLP as the Auditor	Mgmt	For
3.1	PLEASE NOTE THAT THIS IS A SHAREHOLDER PROPOSAL: Approve to forbid any commercial relationship with the External Auditor and its affiliates other than in connection with the auditing of BCE's financial statements	Shr	Against
3.2	PLEASE NOTE THAT THIS IS A SHAREHOLDER PROPOSAL: Approve to limit the number of years during which an Independent Director may serve on the Board	Shr	Against
3.3	PLEASE NOTE THAT THIS IS A SHAREHOLDER PROPOSAL: Approve to implement a cumulative voting mechanism for the election of the Directors	Shr	Against
3.4	PLEASE NOTE THAT THIS IS A SHAREHOLDER PROPOSAL: Approve to replace the Stock Option Plan with a Restricted Share Plan	Shr	Against

 BELLSOUTH CORPORATION

Agen

 Security: 079860102
 Meeting Type: Annual
 Meeting Date: 25-Apr-2005
 Ticker: BLS
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR F. DUANE ACKERMAN REUBEN V. ANDERSON JAMES H. BLANCHARD J. HYATT BROWN	Mgmt Mgmt Mgmt Mgmt	For For For For

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	ARMANDO M. CODINA	Mgmt	For
	KATHLEEN F. FELDSTEIN	Mgmt	For
	JAMES P. KELLY	Mgmt	For
	LEO F. MULLIN	Mgmt	For
	WILLIAM S. STAVROPOULOS	Mgmt	For
	ROBIN B. SMITH	Mgmt	For
02	RATIFY THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	SHAREHOLDER PROPOSAL RE: DISCLOSURE OF POLITICAL CONTRIBUTIONS	Shr	Against

 BRISTOL-MYERS SQUIBB COMPANY

Agen

Security: 110122108
 Meeting Type: Annual
 Meeting Date: 03-May-2005
 Ticker: BMY
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR V.D. COFFMAN J.M. CORNELIUS P.R. DOLAN E.V. FUTTER L.V. GERSTNER, JR. L. JOHANSSON L.W. SULLIVAN, M.D.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For Withheld
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	APPROVAL OF RESTATED CERTIFICATE OF INCORPORATION	Mgmt	For
04	POLITICAL CONTRIBUTIONS	Shr	Against
05	HIV/AIDS-TB-MALARIA	Shr	Against
06	ANIMAL TESTING	Shr	Against
07	SEPARATION OF CHAIRMAN AND CEO POSITIONS	Shr	Against
08	RESTATEMENT SITUATIONS	Shr	Against
09	RESTRICTED STOCK	Shr	Against
10	DIRECTOR VOTE THRESHOLD	Shr	Against

 CATERPILLAR INC.

Agen

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Security: 149123101
 Meeting Type: Annual
 Meeting Date: 13-Apr-2005
 Ticker: CAT
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR W. FRANK BLOUNT JOHN R. BRAZIL EUGENE V. FIFE GAIL D. FOSLER PETER A. MAGOWAN	Mgmt Mgmt Mgmt Mgmt Mgmt	Withheld For For For For
02	RATIFY AUDITORS	Mgmt	For
03	STOCKHOLDER PROPOSAL - RIGHTS PLAN Comments: Shareholder proposal requesting redemption of any active poison pill	Shr	For
04	STOCKHOLDER PROPOSAL - CODE OF CONDUCT Comments: Shareholder proposal regarding sales of products in Israel	Shr	Against
05	STOCKHOLDER PROPOSAL - GLOBAL PANDEMICS Comments: Shareholder proposal requesting that the Board review the economic effects of global pandemics	Shr	Against
06	STOCKHOLDER PROPOSAL - DIRECTOR ELECTION Comments: Approval of majority vote for election of directors	Shr	Against

CHEVRONTEXACO CORPORATION

Agen

Security: 166764100
 Meeting Type: Annual
 Meeting Date: 27-Apr-2005
 Ticker: CVX
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR S.H. ARMACOST R.E. DENHAM R.J. EATON S. GINN C.A. HILLS	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For

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	F.G. JENIFER	Mgmt	For
	S. NUNN	Mgmt	For
	D.J. O'REILLY	Mgmt	For
	P.J. ROBERTSON	Mgmt	For
	C.R. SHOEMATE	Mgmt	For
	R.D. SUGAR	Mgmt	For
	C. WARE	Mgmt	For
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	DIRECTORS COMPENSATION	Shr	Against
04	EXECUTIVE SEVERANCE AGREEMENTS	Shr	For
	Comments: Approval of executive severance agreements		
05	STOCK OPTION EXPENSING	Shr	Against
06	ANIMAL TESTING	Shr	Against
07	OIL & GAS DRILLING IN PROTECTED/SENSITIVE AREAS	Shr	Against
	Comments: Report on potential environmental damage		
08	REPORT ON ECUADOR	Shr	Against
	Comments: Report on health and environmental concerns in Ecuador		

CITIGROUP INC.

Agen

Security: 172967101
Meeting Type: Annual
Meeting Date: 19-Apr-2005
Ticker: C
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR		
	C. MICHAEL ARMSTRONG	Mgmt	For
	ALAIN J.P. BELDA	Mgmt	For
	GEORGE DAVID	Mgmt	For
	KENNETH T. DERR	Mgmt	For
	JOHN M. DEUTCH	Mgmt	For
	R. HERNANDEZ RAMIREZ	Mgmt	For
	ANN DIBBLE JORDAN	Mgmt	For
	KLAUS KLEINFELD	Mgmt	For
	DUDLEY C. MECUM	Mgmt	For
	ANNE MULCAHY	Mgmt	For
	RICHARD D. PARSONS	Mgmt	For
	CHARLES PRINCE	Mgmt	For
	JUDITH RODIN	Mgmt	For
	ROBERT E. RUBIN	Mgmt	For
	FRANKLIN A. THOMAS	Mgmt	For
	SANFORD I. WEILL	Mgmt	For
	ROBERT B. WILLUMSTAD	Mgmt	For

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02	PROPOSAL TO RATIFY THE SELECTION OF KPMG LLP AS CITIGROUP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2005.	Mgmt	For
03	PROPOSAL TO APPROVE THE AMENDED AND RESTATED CITIGROUP 1999 STOCK INCENTIVE PLAN.	Mgmt	For
04	STOCKHOLDER PROPOSAL REQUESTING A CURB ON EXECUTIVE COMPENSATION, NO FUTURE STOCK OPTION GRANTS AND NO RENEWALS OR EXTENSIONS OF OPTION PLANS.	Shr	Against
05	STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.	Shr	Against
06	STOCKHOLDER PROPOSAL REQUESTING THAT THE CHAIRMAN OF THE BOARD HAVE NO MANAGEMENT DUTIES, TITLES OR RESPONSIBILITIES.	Shr	Against
07	STOCKHOLDER PROPOSAL REQUESTING THAT CEO COMPENSATION BE LIMITED TO NO MORE THAN 100 TIMES THE AVERAGE COMPENSATION PAID TO THE COMPANY'S NON-MANAGERIAL WORKERS UNLESS PRIOR STOCKHOLDER APPROVAL IS GRANTED.	Shr	Against
08	STOCKHOLDER PROPOSAL REQUESTING ELECTION OF DIRECTOR NOMINEES BY A MAJORITY OF VOTES CAST.	Shr	Against
09	STOCKHOLDER PROPOSAL REQUESTING A BY-LAW AMENDMENT PROHIBITING THE PAYMENT OF NON-DEDUCTIBLE COMPENSATION TO ANY OFFICER UNLESS PRIOR STOCKHOLDER APPROVAL IS GRANTED.	Shr	Against
10	STOCKHOLDER PROPOSAL REQUESTING THAT A SIMPLE MAJORITY VOTE APPLY ON EACH ISSUE THAT CAN BE SUBJECT TO A SHAREHOLDER VOTE.	Shr	Against

 CONOCOPHILLIPS

Agen

 Security: 20825C104
 Meeting Type: Annual
 Meeting Date: 05-May-2005
 Ticker: COP
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR J.J. MULVA NORMAN R. AUGUSTINE LARRY D. HORNER CHARLES C. KRULAK	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2005	Mgmt	For

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03	COMPENSATION LIMITATIONS	Shr	Against
04	DIRECTOR ELECTION VOTE STANDARD	Shr	Against

 EMERSON ELECTRIC CO.

Agen

Security: 291011104
 Meeting Type: Annual
 Meeting Date: 01-Feb-2005
 Ticker: EMR
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR D.N. FARR C.A. PETERS D.C. FARRELL J.W. PRUEHER R.B. HORTON	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	APPROVAL OF THE EMERSON ELECTRIC CO. RESTRICTED STOCK PLAN FOR NON-MANAGEMENT DIRECTORS	Mgmt	For
03	REAPPROVAL OF PERFORMANCE MEASURES UNDER THE EMERSON ELECTRIC CO. ANNUAL INCENTIVE PLAN	Mgmt	For
04	RATIFICATION OF INDEPENDENT AUDITORS	Mgmt	For
05	THE STOCKHOLDER PROPOSAL ON SEXUAL ORIENTATION.	Shr	Against

 FIDELITY NATIONAL FINANCIAL, INC.

Agen

Security: 316326107
 Meeting Type: Annual
 Meeting Date: 16-Dec-2004
 Ticker: FNF
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM A. IMPARATO DONALD M. KOLL GEN. WILLIAM LYON CARY H. THOMPSON	Mgmt Mgmt Mgmt Mgmt	For Withheld For For
02	TO APPROVE THE ADOPTION OF THE FIDELITY NATIONAL FINANCIAL, INC. 2004 OMNIBUS INCENTIVE PLAN.	Mgmt	For

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03	TO APPROVE THE SECOND AMENDMENT AND RESTATEMENT OF THE FIDELITY NATIONAL FINANCIAL, INC. AMENDED AND RESTATED 2001 STOCK INCENTIVE PLAN.	Mgmt	For
04	TO APPROVE THE SECOND AMENDMENT AND RESTATEMENT OF THE FIDELITY NATIONAL FINANCIAL, INC. AMENDED AND RESTATED 1998 STOCK INCENTIVE PLAN.	Mgmt	For
05	TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE FIDELITY NATIONAL FINANCIAL, INC. 1987 STOCK OPTION PLAN.	Mgmt	For
06	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS FOR THE 2004 FISCAL YEAR.	Mgmt	For

 FIDELITY NATIONAL FINANCIAL, INC.

 Agen

Security: 316326107
 Meeting Type: Annual
 Meeting Date: 22-Jun-2005
 Ticker: FNF
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM P. FOLEY, II FRANK P. WILLEY TERRY N. CHRISTENSEN THOMAS M. HAGERTY	Mgmt Mgmt Mgmt Mgmt	For For For For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS FOR THE 2005 FISCAL YEAR.	Mgmt	For

 GENERAL ELECTRIC COMPANY

 Agen

Security: 369604103
 Meeting Type: Annual
 Meeting Date: 27-Apr-2005
 Ticker: GE
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
A	DIRECTOR JAMES I. CASH, JR. WILLIAM M. CASTELL DENNIS D. DAMMERMAN ANN M. FUDGE CLAUDIO X. GONZALEZ	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld

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	JEFFREY R. IMMELT	Mgmt	For
	ANDREA JUNG	Mgmt	For
	ALAN G. LAFLEY	Mgmt	For
	RALPH S. LARSEN	Mgmt	For
	ROCHELLE B. LAZARUS	Mgmt	For
	SAM NUNN	Mgmt	For
	ROGER S. PENSKE	Mgmt	For
	ROBERT J. SWIERINGA	Mgmt	For
	DOUGLAS A. WARNER III	Mgmt	For
	ROBERT C. WRIGHT	Mgmt	For
B	RATIFICATION OF SELECTION OF INDEPENDENT AUDITOR	Mgmt	For
01	CUMULATIVE VOTING	Shr	Against
	Comments: Approval of cumulative voting rights		
02	REPORT ON NUCLEAR RISK	Shr	Against
03	REPORT ON PCB CLEANUP COSTS	Shr	Against
04	CURB OVER-EXTENDED DIRECTORS	Shr	Against
	Comments: Curb over-extended directors, limiting board services to 3 directorships with an exception for retired directors		
05	REPORT ON SUSTAINABILITY	Shr	Against
06	DISCLOSE POLITICAL CONTRIBUTIONS	Shr	Against
07	ANIMAL TESTING	Shr	Against

 GENERAL GROWTH PROPERTIES, INC.

Agen

Security: 370021107
 Meeting Type: Annual
 Meeting Date: 04-May-2005
 Ticker: GGP
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MATTHEW BUCKSBAUM BERNARD FREIBAUM BETH STEWART	Mgmt Mgmt Mgmt	For For For
02	RATIFICATION OF THE SELECTION OF INDEPENDENT AUDITORS.	Mgmt	For
03	AMENDMENT OF THE 1998 INCENTIVE STOCK PLAN TO INCREASE THE NUMBER OF SHARES OF THE COMMON STOCK AVAILABLE FOR ISSUANCE UNDER THE PLAN BY 5,000,000 SHARES.	Mgmt	For

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04	STOCKHOLDER PROPOSAL TO CHANGE THE VOTE REQUIRED TO ELECT A DIRECTOR FROM A PLURALITY OF THE VOTES CAST TO A MAJORITY OF THE VOTES CAST.	Shr	Against
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GENERAL MOTORS CORPORATION

Agen

Security: 370442105
 Meeting Type: Annual
 Meeting Date: 07-Jun-2005
 Ticker: GM
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR P.N. BARNEVIK E.B. BOWLES J.H. BRYAN A.M. CODINA G.M.C. FISHER K. KATEN K. KRESA E.J. KULLMAN P.A. LASKAWY E.S. O'NEAL E. PFEIFFER G.R. WAGONER, JR.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	RATIFY SELECTION OF INDEPENDENT ACCOUNTANTS	Mgmt	For
03	STOCKHOLDER PROPOSAL - ELIMINATE AWARDING, REPRICING, OR RENEWING STOCK OPTIONS	Shr	Against
04	STOCKHOLDER PROPOSAL - ADOPT CUMULATIVE VOTING	Shr	Against
05	STOCKHOLDER PROPOSAL - REQUEST REPORT ON GREENHOUSE GAS EMISSIONS	Shr	Against
06	STOCKHOLDER PROPOSAL - REQUEST STOCKHOLDER APPROVAL FOR FUTURE GOLDEN PARACHUTES	Shr	For
07	STOCKHOLDER PROPOSAL - APPLY SIMPLE MAJORITY VOTE ON ITEMS SUBJECT TO STOCKHOLDER VOTE	Shr	Against

GENUINE PARTS COMPANY

Agen

Security: 372460105
 Meeting Type: Annual
 Meeting Date: 18-Apr-2005
 Ticker: GPC
 ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR THOMAS C. GALLAGHER JOHN D. JOHNS LAWRENCE G. STEINER	Mgmt Mgmt Mgmt	For For For
02	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005.	Mgmt	For

INTEL CORPORATION

----- Agen

Security: 458140100
Meeting Type: Annual
Meeting Date: 18-May-2005
Ticker: INTC
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR CRAIG R. BARRETT CHARLENE BARSHEFSKY E. JOHN P. BROWNE D. JAMES GUZY REED E. HUNDT PAUL S. OTELLINI DAVID S. POTTRUCK JANE E. SHAW JOHN L. THORNTON DAVID B. YOFFIE	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For Withheld For For For For For For
02	RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Mgmt	For
03	APPROVAL OF AMENDMENT AND EXTENSION OF THE 2004 EQUITY INCENTIVE PLAN.	Mgmt	For
04	APPROVAL OF AMENDMENT AND EXTENSION OF THE EXECUTIVE OFFICER INCENTIVE PLAN.	Mgmt	For

JEFFERSON-PILOT CORPORATION

----- Agen

Security: 475070108
Meeting Type: Annual
Meeting Date: 02-May-2005
Ticker: JP
ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR WILLIAM PORTER PAYNE DAVID A. STONECIPHER ISAAIAH TIDWELL	Mgmt Mgmt Mgmt	For For For
02	RATIFY APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS.	Mgmt	For

JOHNSON & JOHNSON

Agen

Security: 478160104
Meeting Type: Annual
Meeting Date: 28-Apr-2005
Ticker: JNJ
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MARY S. COLEMAN JAMES G. CULLEN ROBERT J. DARRETTA MICHAEL M. E. JOHNS ANN D. JORDAN ARNOLD G. LANGBO SUSAN L. LINDQUIST LEO F. MULLIN CHRISTINE A. POON STEVEN S REINEMUND DAVID SATCHER WILLIAM C. WELDON	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For
02	APPROVAL OF 2005 LONG-TERM INCENTIVE PLAN.	Mgmt	For
03	RATIFICATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS AS INDEPENDENT AUDITORS	Mgmt	For

KERR-MCGEE CORPORATION

Agen

Security: 492386107
Meeting Type: Annual
Meeting Date: 07-Jun-2005
Ticker: KMG
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
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01	DIRECTOR WILLIAM F. WALLACE IAN L. WHITE-THOMSON	Mgmt Mgmt	For For
02	RATIFICATION OF APPOINTMENT OF ERNST & YOUNG LLP AS INDEPENDENT AUDITORS FOR 2005.	Mgmt	For
03	APPROVAL OF 2005 LONG TERM INCENTIVE PLAN.	Mgmt	For
04	APPROVAL TO AMEND THE AMENDED AND RESTATED CERTIFICATION OF INCORPORATION TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF COMMON STOCK FROM 300,000,000 TO 500,000,000.	Mgmt	For
05	STOCKHOLDER PROPOSAL REQUESTING ESTABLISHMENT OF AN OFFICE OF THE BOARD OF DIRECTORS.	Shr	Against

MASCO CORPORATION

Agen

Security: 574599106
Meeting Type: Annual
Meeting Date: 10-May-2005
Ticker: MAS
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR VERNE G. ISTOCK DAVID L. JOHNSTON J. MICHAEL LOSH DENNIS W. ARCHER	Mgmt Mgmt Mgmt Mgmt	For For Withheld For
02	PROPOSAL TO APPROVE THE MASCO CORPORATION 2005 LONG TERM STOCK INCENTIVE PLAN.	Mgmt	For
03	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT AUDITORS FOR THE COMPANY FOR THE YEAR 2005.	Mgmt	For

MAYTAG CORPORATION

Agen

Security: 578592107
Meeting Type: Annual
Meeting Date: 12-May-2005
Ticker: MYG
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
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01	DIRECTOR BARBARA R. ALLEN HOWARD L. CLARK, JR. LESTER CROWN WILLIAM T. KERR	Mgmt Mgmt Mgmt Mgmt	For For For For
02	THE RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM TO AUDIT THE CONSOLIDATED FINANCIAL STATEMENTS FOR 2005.	Mgmt	For
03	THE COMPANY PROPOSAL TO AMEND BYLAWS TO CHANGE THE ELECTION OF DIRECTORS TO AN ANNUAL BASIS FROM A CLASSIFIED BASIS.	Mgmt	For
04	THE PROPOSAL OF A STOCKHOLDER CONCERNING THE CLASSIFICATION OF THE BOARD OF DIRECTORS.	Shr	Against
05	THE PROPOSAL OF A STOCKHOLDER CONCERNING ADOPTION OF POISON PILL PROVISIONS.	Shr	For
06	THE PROPOSAL OF A STOCKHOLDER CONCERNING A COMMITTEE TO REPORT ON OUTSOURCING/OFFSHORE MANUFACTURING.	Shr	Against
07	THE PROPOSAL OF A STOCKHOLDER CONCERNING A CODE OF CONDUCT BASED ON INTERNATIONAL LABOR ORGANIZATION STANDARDS.	Shr	Against

MCI INC.

Agen

Security: 552691107
Meeting Type: Annual
Meeting Date: 16-May-2005
Ticker: MCIP
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR N. KATZENBACH D. BERESFORD M. CAPELLAS W. GREGORY J. HABERKORN L. HARRIS E. HOLDER M. NEPORENT C. ROGERS, JR.	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF KPMG AS INDEPENDENT AUDITORS FOR 2005.	Mgmt	For

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MERCK & CO., INC.

Agen

Security: 589331107
 Meeting Type: Annual
 Meeting Date: 26-Apr-2005
 Ticker: MRK
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR ROCHELLE B. LAZARUS WILLIAM G. BOWEN RAYMOND V. GILMARTIN THOMAS E. SHENK ANNE M. TATLOCK SAMUEL O. THIER WENDELL P. WEEKS PETER C. WENDELL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	RATIFICATION OF THE APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2005	Mgmt	For
03	STOCKHOLDER PROPOSAL CONCERNING STOCK OPTION AWARDS.	Shr	Against
04	STOCKHOLDER PROPOSAL CONCERNING SUBJECTING NON-DEDUCTIBLE EXECUTIVE COMPENSATION TO SHAREHOLDER VOTE	Shr	Against
05	STOCKHOLDER PROPOSAL CONCERNING ELIMINATION OF ANIMAL-BASED TEST METHODS	Shr	Against
06	STOCKHOLDER PROPOSAL CONCERNING SEPARATING THE ROLES OF BOARD CHAIR AND CEO	Shr	Against
07	STOCKHOLDER PROPOSAL CONCERNING AVAILABILITY OF COMPANY PRODUCTS TO CANADIAN WHOLESALERS	Shr	Against
08	STOCKHOLDER PROPOSAL CONCERNING USE OF SHAREHOLDER RESOURCES FOR POLITICAL PURPOSES	Shr	Against
09	STOCKHOLDER PROPOSAL CONCERNING A REPORT RELATED TO THE GLOBAL HIV/AIDS-TB-MALARIA PANDEMICS	Shr	Against

MORGAN STANLEY

Agen

Security: 617446448
 Meeting Type: Annual
 Meeting Date: 15-Mar-2005
 Ticker: MWD
 ISIN:

Prop.#	Proposal	Proposal	Proposal Vote
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		Type	
01	DIRECTOR JOHN E. JACOB CHARLES F. KNIGHT MILES L. MARSH LAURA D'ANDREA TYSON	Mgmt Mgmt Mgmt Mgmt	Withheld Withheld Withheld Withheld
02	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS.	Mgmt	Abstain
03	TO AMEND THE CERTIFICATE OF INCORPORATION TO INSTITUTE ANNUAL ELECTION OF DIRECTORS.	Mgmt	Abstain
04	SHAREHOLDER PROPOSAL TO LIMIT CEO COMPENSATION.	Shr	Abstain

NEW YORK COMMUNITY BANCORP, INC.

Agen

Security: 649445103
Meeting Type: Annual
Meeting Date: 01-Jun-2005
Ticker: NYB
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR DOMINICK CIAMPA W.C. FREDERICK, M.D. MAX L. KUPFERBERG JOSEPH L. MANCINO SPIROS J. VOUSINAS	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For
02	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS OF NEW YORK COMMUNITY BANCORP, INC. FOR THE FISCAL YEAR ENDING DECEMBER 31, 2005.	Mgmt	For

NOKIA CORPORATION

Agen

Security: 654902204
Meeting Type: Annual
Meeting Date: 07-Apr-2005
Ticker: NOK
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
02	APPROVAL OF THE INCOME STATEMENTS AND THE BALANCE SHEET.	Mgmt	For

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03	APPROVAL OF A PROPOSAL TO THE ANNUAL GENERAL MEETING OF A DIVIDEND OF EUR 0.33 PER SHARE.	Mgmt	For
04	DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS, AND THE PRESIDENT, FROM LIABILITY.	Mgmt	For
	<p style="margin-left: 40px;">Comments: Discharge of the board of directors, Chairman and President for matters within the knowledge of Nokia and the shareholders</p>		
06	PROPOSAL ON THE COMPOSITION OF THE BOARD AS PROPOSED BY THE CORPORATE GOVERNANCE AND NOMINATION COMMITTEE.	Mgmt	For
07	DIRECTOR PAUL J. COLLINS GEORG EHRNROOTH BENGT HOLMSTROM PER KARLSSON JORMA OLLILA MARJORIE SCARDINO VESA VAINIO ARNE WESSBERG DAN HESSE EDOUARD MICHELIN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For
08	APPROVAL OF THE REMUNERATION TO BE PAID TO THE AUDITOR.	Mgmt	For
09	APPROVAL OF THE RE-ELECTION OF PRICEWATERHOUSECOOPERS OY AS THE AUDITORS FOR FISCAL YEAR 2005.	Mgmt	For
10	APPROVAL OF THE PROPOSAL TO GRANT STOCK OPTIONS TO SELECTED PERSONNEL OF THE COMPANY.	Mgmt	For
11	APPROVAL OF THE PROPOSAL OF THE BOARD TO REDUCE THE SHARE CAPITAL THROUGH CANCELLATION OF NOKIA SHARES HELD BY COMPANY.	Mgmt	For
12	AUTHORIZATION TO THE BOARD TO INCREASE THE SHARE CAPITAL OF THE COMPANY.	Mgmt	For
13	AUTHORIZATION TO THE BOARD TO REPURCHASE NOKIA SHARES.	Mgmt	For
14	AUTHORIZATION TO THE BOARD TO DISPOSE NOKIA SHARES HELD BY THE COMPANY.	Mgmt	For
15	MARK THE FOR BOX IF YOU WISH TO INSTRUCT NOKIA'S LEGAL COUNSELS TO VOTE IN THEIR DISCRETION ON YOUR BEHALF ONLY UPON ITEM 15.	Mgmt	Abstain

OMV AG, WIEN

Agen

Security: A51460110
Meeting Type: AGM

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Meeting Date: 18-May-2005
 Ticker:
 ISIN: AT0000743059

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the annual statement of accounts and the report by the Supervisory Board	Mgmt	No Action
2.	Approve the appropriation of net profits	Mgmt	No Action
3.	Approve the capital increase from the Company's own resources with issuing new shares from EUR 21810000 to EUR 300000000 and alter the Statutes Paragraph 3	Mgmt	No Action
4.	Approve the shares to split at a ratio of 1:10 and alter the Statues Paragraph 3	Mgmt	No Action
5.	Approve to change the Statutes Board of Paragraph 12 resolutions, Supervisory Board	Mgmt	No Action
6.	Approve the activities undertaken by the Board of Directors and the Supervisory Board in the year 2004	Mgmt	No Action
7.	Approve the remuneration for the Supervisory Board for the year 2004	Mgmt	No Action
8.	Approve the Share Option Plan of 2005 and grant authority to buy own shares	Mgmt	No Action
9.	Elect the Balance Sheet Auditor for the year 2005	Mgmt	No Action

PETROCHINA COMPANY LIMITED

Agen

Security: 71646E100
 Meeting Type: Annual
 Meeting Date: 26-May-2005
 Ticker: PTR
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	TO CONSIDER AND APPROVE THE REPORT OF THE BOARD OF DIRECTORS OF THE COMPANY FOR THE YEAR 2004.	Mgmt	Abstain
02	TO CONSIDER AND APPROVE THE REPORT OF THE SUPERVISORY COMMITTEE OF THE COMPANY FOR THE YEAR 2004.	Mgmt	Abstain
03	TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR 2004.	Mgmt	Abstain

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04	TO CONSIDER AND APPROVE THE DECLARATION AND PAYMENT OF A FINAL DIVIDEND.	Mgmt	Abstain
05	TO CONSIDER AND APPROVE THE AUTHORISATION OF THE BOARD OF DIRECTORS TO DETERMINE THE DISTRIBUTION OF INTERIM DIVIDEND FOR THE YEAR 2005.	Mgmt	Abstain
06	TO CONSIDER AND APPROVE THE CONTINUATION OF APPOINTMENT OF PRICEWATERHOUSECOOPERS, CERTIFIED PUBLIC ACCOUNTANTS, AS THE INTERNATIONAL AUDITORS AND PRICEWATERHOUSECOOPERS ZHONG TIAN CPAS COMPANY LIMITED, CERTIFIED PUBLIC ACCOUNTANTS, AS THE DOMESTIC AUDITORS.	Mgmt	Abstain
07	TO CONSIDER AND APPROVE THE AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY.	Mgmt	Abstain
08	TO GRANT A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO ISSUE, ALLOT AND DEAL WITH ADDITIONAL DOMESTIC SHARES AND OVERSEAS LISTED FOREIGN SHARES.	Mgmt	Abstain
09	TO CONSIDER AND APPROVE OTHER MATTERS, IF ANY.	Mgmt	Abstain

 PFIZER INC.

Agen

Security: 717081103
 Meeting Type: Annual
 Meeting Date: 28-Apr-2005
 Ticker: PFE
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR MICHAEL S. BROWN M. ANTHONY BURNS ROBERT N. BURT W. DON CORNWELL WILLIAM H. GRAY III CONSTANCE J. HORNER WILLIAM R. HOWELL STANLEY O. IKENBERRY GEORGE A. LORCH HENRY A. MCKINNELL DANA G. MEAD RUTH J. SIMMONS WILLIAM C. STEERE, JR. JEAN-PAUL VALLES	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For For For
02	A PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2005.	Mgmt	For
03	SHAREHOLDER PROPOSAL RELATING TO TERM LIMITS FOR DIRECTORS.	Shr	Against

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04	SHAREHOLDER PROPOSAL REQUESTING A REPORT ON INCREASING ACCESS TO PFIZER PRODUCTS.	Shr	Against
05	SHAREHOLDER PROPOSAL RELATING TO IMPORTATION OF PRESCRIPTION DRUGS.	Shr	Against
06	SHAREHOLDER PROPOSAL RELATING TO POLITICAL CONTRIBUTIONS.	Shr	Against
07	SHAREHOLDER PROPOSAL RELATING TO PRODUCT AVAILABILITY IN CANADA.	Shr	Against
08	SHAREHOLDER PROPOSAL RELATING TO THE SEPARATION OF THE ROLES OF CHAIR AND CEO AND ACCESS TO PHARMACEUTICAL PRODUCTS.	Shr	Against

R.R. DONNELLEY & SONS COMPANY

Agen

Security: 257867101
Meeting Type: Annual
Meeting Date: 26-May-2005
Ticker: RRD
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JUDITH H. HAMILTON MICHAEL T. RIORDAN BIDE L. THOMAS	Mgmt Mgmt Mgmt	For For For
02	RATIFICATION OF THE COMPANY'S AUDITORS.	Mgmt	For
03	STOCKHOLDER PROPOSAL TO SUBJECT NON-DEDUCTIBLE EXECUTIVE COMPENSATION TO STOCKHOLDER VOTE.	Shr	Against

RAYTHEON COMPANY

Agen

Security: 755111507
Meeting Type: Annual
Meeting Date: 04-May-2005
Ticker: RTN
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BARBARA M. BARRETT FREDERIC M. POSES LINDA G. STUNTZ	Mgmt Mgmt Mgmt	For For For

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02	RATIFICATION OF INDEPENDENT AUDITORS	Mgmt	For
03	AMENDMENT TO CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS	Mgmt	For
04	AMENDMENTS TO 2001 STOCK PLAN	Mgmt	For
05	AMENDMENTS TO 1997 NONEMPLOYEE DIRECTORS RESTRICTED STOCK PLAN	Mgmt	For
06	MACBRIDE PRINCIPLES	Shr	Against
07	MAJORITY VOTING FOR DIRECTORS	Shr	Against
08	ELECT RETIREE AS DIRECTOR	Shr	Against

Comments: Elect Raytheon retiree as director

REYNOLDS AMERICAN INC.

Agen

Security: 761713106
Meeting Type: Annual
Meeting Date: 06-May-2005
Ticker: RAI
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR BETSY S. ATKINS E.V. (RICK) GOINGS NANA MENSAH R.S. (STEVE) MILLER, JR	Mgmt Mgmt Mgmt Mgmt	For For For For
02	APPROVAL OF THE REYNOLDS AMERICAN INC. LONG-TERM INCENTIVE PLAN	Mgmt	For
03	RATIFICATION OF KPMG LLP AS INDEPENDENT AUDITORS	Mgmt	For
04	SHAREHOLDER PROPOSAL ON FDA REGULATION AND PHASE-OUT OF CONVENTIONAL CIGARETTES	Shr	Against
05	SHAREHOLDER PROPOSAL ON CIGARETTE ADVERTISING ON THE INTERNET	Shr	Against
06	SHAREHOLDER PROPOSAL ON NEW YORK FIRE-SAFE STANDARDS	Shr	Against

ROCKWELL AUTOMATION, INC.

Agen

Security: 773903109
Meeting Type: Annual
Meeting Date: 02-Feb-2005
Ticker: ROK

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ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
A	DIRECTOR BRUCE M. ROCKWELL JOSEPH F. TOOT, JR. KENNETH F. YONTZ	Mgmt Mgmt Mgmt	For For For
B	APPROVE THE SELECTION OF AUDITORS	Mgmt	For

SARA LEE CORPORATION

Agen

Security: 803111103
Meeting Type: Annual
Meeting Date: 28-Oct-2004
Ticker: SLE
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR B. BARNES J.T. BATTENBERG III C. COKER J. CROWN W. DAVIS V. JORDAN, JR. L. KOELLNER C. VAN LEDE J. MANLEY C. STEVEN MCMILLAN I. PROSSER R. RIDGWAY R. THOMAS	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld For For Withheld For For For For Withheld For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS SARA LEE'S INDEPENDENT AUDITORS FOR FISCAL 2005.	Mgmt	For
03	TO VOTE ON A STOCKHOLDER PROPOSAL REGARDING CHARITABLE CONTRIBUTIONS.	Shr	Against

SBC COMMUNICATIONS INC.

Agen

Security: 78387G103
Meeting Type: Annual
Meeting Date: 29-Apr-2005
Ticker: SBC
ISIN:

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Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR GILBERT F. AMELIO AUGUST A. BUSCH III MARTIN K. EBY, JR. JAMES A. HENDERSON CHARLES F. KNIGHT LYNN M. MARTIN JOHN B. MCCOY MARY S. METZ TONI REMBE S. DONLEY RITCHEY JOYCE M. ROCHE LAURA D'ANDREA TYSON PATRICIA P. UPTON EDWARD E. WHITACRE, JR	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For
02	APPROVAL OF APPOINTMENT OF INDEPENDENT AUDITORS	Mgmt	For
03	APPROVAL OF STOCK PURCHASE AND DEFERRAL PLAN	Mgmt	For
04	STOCKHOLDER PROPOSAL A Comments: Disclosure of political contributions	Shr	Against
05	STOCKHOLDER PROPOSAL B Comments: Review of executive compensation	Shr	Against
06	STOCKHOLDER PROPOSAL C Comments: Performance and time-based restricted share grant program for senior executives	Shr	Against
07	STOCKHOLDER PROPOSAL D Comments: Simple majority vote	Shr	Against

THE ALLSTATE CORPORATION

Agen

Security: 020002101
Meeting Type: Annual
Meeting Date: 17-May-2005
Ticker: ALL
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR F. DUANE ACKERMAN JAMES G. ANDRESS EDWARD A. BRENNAN W. JAMES FARRELL	Mgmt Mgmt Mgmt Mgmt	For For For For

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	JACK M. GREENBERG	Mgmt	For
	RONALD T. LEMAY	Mgmt	For
	EDWARD M. LIDDY	Mgmt	For
	J. CHRISTOPHER REYES	Mgmt	For
	H. JOHN RILEY, JR.	Mgmt	For
	JOSHUA I. SMITH	Mgmt	For
	JUDITH A. SPRIESER	Mgmt	For
	MARY ALICE TAYLOR	Mgmt	For
02	APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR 2005.	Mgmt	For
03	PROVIDE CUMULATIVE VOTING FOR BOARD OF DIRECTORS.	Shr	Against

THE MILLS CORPORATION

Agen

Security: 601148109
 Meeting Type: Annual
 Meeting Date: 07-Jun-2005
 Ticker: MLS
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR LAURENCE C. SIEGEL FRANZ VON PERFALL CRISTINA L. ROSE COLOMBE M. NICHOLAS	Mgmt Mgmt Mgmt Mgmt	For For For For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS FOR 2005.	Mgmt	For

THE PROCTER & GAMBLE COMPANY

Agen

Security: 742718109
 Meeting Type: Annual
 Meeting Date: 12-Oct-2004
 Ticker: PG
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR R. KERRY CLARK JOSEPH T. GORMAN LYNN M. MARTIN RALPH SNYDERMAN ROBERT D. STOREY	Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For

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02	RATIFY APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	APPROVE AMENDMENT TO AMENDED ARTICLES OF INCORPORATION TO INCREASE THE AUTHORIZED NUMBER OF SHARES OF COMMON STOCK	Mgmt	For
04	APPROVE AMENDMENT TO CODE OF REGULATIONS TO PROVIDE FOR THE ANNUAL ELECTION OF DIRECTORS	Mgmt	Against
05	SHAREHOLDER PROPOSAL NO. 1 IN-HOME FOOD STUDIES FOR PET NUTRITION	Shr	Against

UNIONBANCAL CORPORATION

Agen

Security: 908906100
Meeting Type: Annual
Meeting Date: 27-Apr-2005
Ticker: UB
ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR AIDA M. ALVAREZ DAVID R. ANDREWS L. DALE CRANDALL RICHARD D. FARMAN STANLEY F. FARRAR PHILIP B. FLYNN MICHAEL J. GILLFILLAN RONALD L. HAVNER, JR NORIMICHI KANARI MARY S. METZ SHIGEMITSU MIKI TAKAHIRO MORIGUCHI TAKASHI MORIMURA J. FERNANDO NIEBLA TETSUO SHIMURA	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For Withheld Withheld For For For
02	TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK WHICH MAY BE AWARDED UNDER THE YEAR 2000 UNIONBANCAL CORPORATION MANAGEMENT STOCK PLAN.	Mgmt	For
03	TO RATIFY THE SELECTION OF UNIONBANCAL CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, DELOITTE & TOUCHE LLP, FOR 2005.	Mgmt	For
04	TO APPROVE A STOCKHOLDER PROPOSAL REGARDING CONFIDENTIAL VOTING.	Shr	For

VERIZON COMMUNICATIONS INC.

Agen

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 Security: 92343V104
 Meeting Type: Annual
 Meeting Date: 05-May-2005
 Ticker: VZ
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR J.R. BARKER R.L. CARRION R.W. LANE S.O. MOOSE J. NEUBAUER T.H. O'BRIEN H.B. PRICE I.G. SEIDENBERG W.V. SHIPLEY J.R. STAFFORD R.D. STOREY	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For Withheld For For For For For For
02	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Mgmt	For
03	CUMULATIVE VOTING	Shr	Against
04	MAJORITY VOTE FOR ELECTION OF DIRECTORS	Shr	Against
05	BOARD COMPOSITION	Shr	Against
06	SEPARATE CHAIRMAN AND CEO	Shr	Against
07	DIRECTORS LIABILITY	Shr	Against
08	REPORT ON POLITICAL CONTRIBUTIONS	Shr	Against

 WACHOVIA CORPORATION

 Agen

Security: 929903102
 Meeting Type: Special
 Meeting Date: 28-Oct-2004
 Ticker: WB
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	A PROPOSAL TO APPROVE THE PLAN OF MERGER CONTAINED IN THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 20, 2004, BETWEEN SOUTHTRUST CORPORATION AND WACHOVIA, PURSUANT TO WHICH SOUTHTRUST WILL MERGE WITH AND INTO WACHOVIA, AS MORE FULLY DESCRIBED IN THE JOINT PROXY STATEMENT-PROSPECTUS DATED SEPTEMBER 24, 2004.	Mgmt	For

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 WACHOVIA CORPORATION

Agen

 Security: 929903102
 Meeting Type: Annual
 Meeting Date: 19-Apr-2005
 Ticker: WB
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR JOHN D. BAKER, II PETER C. BROWNING DONALD M. JAMES VAN L. RICHEY G. KENNEDY THOMPSON JOHN C. WHITAKER, JR. WALLACE D. MALONE, JR ROBERT J. BROWN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	A WACHOVIA PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS AUDITORS FOR THE YEAR 2005.	Mgmt	For

 WASHINGTON MUTUAL, INC.

Agen

 Security: 939322103
 Meeting Type: Annual
 Meeting Date: 19-Apr-2005
 Ticker: WM
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PHILLIP D. MATTHEWS MARY E. PUGH WILLIAM G. REED, JR. JAMES H. STEVER	Mgmt Mgmt Mgmt Mgmt	For For For For
02	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR 2005	Mgmt	For

 WASTE MANAGEMENT, INC.

Agen

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Security: 94106L109
 Meeting Type: Annual
 Meeting Date: 13-May-2005
 Ticker: WMI
 ISIN:

Prop.#	Proposal	Proposal Type	Proposal Vote
01	DIRECTOR PASTORA S.J. CAFFERTY FRANK M. CLARK, JR. ROBERT S. MILLER JOHN C. POPE W. ROBERT REUM STEVEN G. ROTHMEIER DAVID P. STEINER THOMAS H. WEIDEMEYER	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For
02	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2005.	Mgmt	For
03	TO VOTE ON A PROPOSAL RELATING TO DISCLOSURE OF THE STRATEGY ON OPPOSITION TO PRIVATIZATION.	Shr	Against
04	TO VOTE ON A PROPOSAL RELATING TO ELECTION OF DIRECTORS BY MAJORITY VOTE.	Shr	Against
05	TO VOTE ON A PROPOSAL RELATING TO DISCLOSURE OF POLITICAL CONTRIBUTIONS.	Shr	Against
06	TO VOTE ON A PROPOSAL RELATING TO EXECUTIVE SEVERANCE AGREEMENTS.	Shr	For

An * in the For/Against management field indicates 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) CALAMOS STRATEGIC TOTAL RETURN FUND
 By (Signature) /s/ John P. Calamos, Sr.
 Name John P. Calamos, Sr.
 Title President
 Date 08/26/2005