

TRI-CONTINENTAL CORP  
Form N-PX  
August 26, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM N-PX**

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY**

|  |   |
|--|---|
| Investment Company Act File Number:                | <b>811-00266</b>  |
| Name of Registrant:                                | <b>Tri-Continental Corporation</b>  |
| Address of Principal Executive Offices:            | <b>225 Franklin Street</b><br><b>Boston, Massachusetts 02110</b>  |
| Name and address of agent of service:              | <b>Christopher O. Petersen, Esq.</b><br><b>c/o Columbia Management Investment Advisers, LLC</b><br><b>225 Franklin Street</b><br><b>Boston, Massachusetts 02110</b> |
| Registrant's telephone number including area code: | <b>612-671-4321</b>   |
| Date of fiscal year end:                           | <b>12/31</b>  |
| Date of reporting period:                          | <b>07/01/2013 06/30/2014</b>  |

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\*\*\*\*\* FORM N-Px REPORT \*\*\*\*\*

ICA File Number: 811-00266

Reporting Period: 07/01/2013 - 06/30/2014

Tri-Continental Corporation

Item 1. Proxy Voting Record

===== Tri-Continental Corporation =====

ABBVIE INC.

Ticker: ABBV Security ID: 00287Y109

Meeting Date: MAY 09, 2014 Meeting Type: Annual

Record Date: MAR 12, 2014

| #   | Proposal                            | Mgt Rec | Vote Cast | Sponsor    |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Robert J. Alpern     | For     | For       | Management |
| 1.2 | Elect Director Edward M. Liddy      | For     | For       | Management |
| 1.3 | Elect Director Frederick H. Waddell | For     | For       | Management |

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|   |   |     |     |            |
|---|---|-----|-----|------------|
| 2 | Ratify Auditors   | For | For | Management |
| 3 | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For | Management |

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ACE LIMITED

Ticker: ACE Security ID: H0023R105

Meeting Date: JAN 10, 2014 Meeting Type: Special

Record Date: DEC 05, 2013

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Approve Dividend Distribution from<br>Legal Reserves | For     | For       | Management |
| 2 | Elect of Homburger AG as Independent<br>Proxy        | For     | For       | Management |
| 3 | Transact Other Business (Voting)                     | For     | Against   | Management |

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ACE LIMITED

Ticker: ACE Security ID: H0023R105

Meeting Date: MAY 15, 2014 Meeting Type: Annual

Record Date: MAR 31, 2014

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| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|------|--|---------|-----------|------------|
| 1    | Accept Financial Statements and Statutory Reports                  | For     | For       | Management |
| 2    | Allocate Disposable Profit   | For     | For       | Management |
| 3    | Approve Discharge of Board and Senior Management                   | For     | For       | Management |
| 4.1  | Elect Director John Edwardson                                      | For     | For       | Management |
| 4.2  | Elect Director Kimberly Ross                                       | For     | For       | Management |
| 4.3  | Elect Director Robert Scully                                       | For     | For       | Management |
| 4.4  | Elect Director David Sidwell                                       | For     | For       | Management |
| 4.5  | Elect Director Evan G. Greenberg                                   | For     | For       | Management |
| 4.6  | Elect Director Robert M. Hernandez                                 | For     | For       | Management |
| 4.7  | Elect Director Michael G. Atieh                                    | For     | For       | Management |
| 4.8  | Elect Director Mary A. Cirillo                                     | For     | For       | Management |
| 4.9  | Elect Director Michael P. Connors                                  | For     | For       | Management |
| 4.10 | Elect Director Peter Menikoff                                      | For     | For       | Management |
| 4.11 | Elect Director Leo F. Mullin                                       | For     | For       | Management |
| 4.12 | Elect Director Eugene B. Shanks, Jr.                               | For     | For       | Management |
| 4.13 | Elect Director Theodore E. Shasta                                  | For     | For       | Management |
| 4.14 | Elect Director Olivier Steimer                                     | For     | For       | Management |
| 5    | Elect Evan G. Greenberg as Board Chairman                          | For     | For       | Management |
| 6.1  | Appoint Michael P. Connors as Member of the Compensation Committee | For     | For       | Management |
| 6.2  | Appoint Mary A. Cirillo as Member of the Compensation Committee    | For     | For       | Management |
| 6.3  | Appoint John Edwardson as Member of                                | For     | For       | Management |

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|     |   |     |         |            |
|-----|---|-----|---------|------------|
|     | the Compensation Committee  |     |         |            |
| 6.4 | Appoint Robert M. Hernandez as Member<br>of the Compensation Committee  | For | For     | Management |
| 7   | Designate Homburger AG as Independent<br>Proxy  | For | For     | Management |
| 8.1 | Ratify PricewaterhouseCoopers AG<br>(Zurich) as Auditors  | For | For     | Management |
| 8.2 | Ratify PricewaterhouseCoopers LLP<br>(United States) as Independent<br>Registered Accounting Firm as Auditors | For | For     | Management |
| 8.3 | Ratify BDO AG (Zurich) as Special<br>Auditors   | For | For     | Management |
| 9   | Approve Creation of CHF 3.7 Billion<br>Pool of Capital without Preemptive<br>Rights                           | For | For     | Management |
| 10  | Approve Dividend Distribution From<br>Legal Reserves Through Reduction of<br>Par Value                        | For | For     | Management |
| 11  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation   | For | For     | Management |
| 12  | Transact Other Business (Voting)  | For | Against | Management |

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AFLAC INCORPORATED

Ticker: AFL Security ID: 001055102

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 05, 2014 Meeting Type: Annual

Record Date: FEB 26, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Daniel P. Amos                                     | For     | For       | Management |
| 1b | Elect Director John Shelby Amos, II                               | For     | For       | Management |
| 1c | Elect Director Paul S. Amos, II                                   | For     | For       | Management |
| 1d | Elect Director W. Paul Bowers                                     | For     | For       | Management |
| 1e | Elect Director Kriss Cloninger, III                               | For     | For       | Management |
| 1f | Elect Director Elizabeth J. Hudson                                | For     | For       | Management |
| 1g | Elect Director Douglas W. Johnson                                 | For     | For       | Management |
| 1h | Elect Director Robert B. Johnson                                  | For     | For       | Management |
| 1i | Elect Director Charles B. Knapp                                   | For     | For       | Management |
| 1j | Elect Director Barbara K. Rimer                                   | For     | For       | Management |
| 1k | Elect Director Melvin T. Stith                                    | For     | For       | Management |
| 1l | Elect Director David Gary Thompson                                | For     | For       | Management |
| 1m | Elect Director Takuro Yoshida                                     | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3  | Ratify Auditors   | For     | For       | Management |

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ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103

Meeting Date: MAY 14, 2014 Meeting Type: Annual

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Record Date: MAR 24, 2014

| #    | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|------|--|---------|-----------|-------------|
| 1.1  | Elect Director Gerald L. Baliles                                   | For     | For       | Management  |
| 1.2  | Elect Director Martin J. Barrington                                | For     | For       | Management  |
| 1.3  | Elect Director John T. Casteen, III                                | For     | Against   | Management  |
| 1.4  | Elect Director Dinyar S. Devitre                                   | For     | For       | Management  |
| 1.5  | Elect Director Thomas F. Farrell, II                               | For     | For       | Management  |
| 1.6  | Elect Director Thomas W. Jones                                     | For     | For       | Management  |
| 1.7  | Elect Director Debra J. Kelly-Ennis                                | For     | For       | Management  |
| 1.8  | Elect Director W. Leo Kiely, III                                   | For     | For       | Management  |
| 1.9  | Elect Director Kathryn B. McQuade                                  | For     | For       | Management  |
| 1.10 | Elect Director George Munoz  | For     | For       | Management  |
| 1.11 | Elect Director Nabil Y. Sakkab                                     | For     | For       | Management  |
| 2    | Ratify Auditors  | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation  | For     | For       | Management  |
| 4    | Inform Poor and Less Educated on<br>Health Consequences of Tobacco | Against | Abstain   | Shareholder |
| 5    | Report on Lobbying Payments and Policy                             | Against | Against   | Shareholder |

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AMEREN CORPORATION

Ticker: AEE Security ID: 023608102

Meeting Date: APR 24, 2014 Meeting Type: Annual

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Record Date: FEB 26, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Warner L. Baxter                                       | For     | For       | Management  |
| 1.2  | Elect Director Catherine S. Brune                                     | For     | For       | Management  |
| 1.3  | Elect Director Ellen M. Fitzsimmons                                   | For     | For       | Management  |
| 1.4  | Elect Director Walter J. Galvin                                       | For     | For       | Management  |
| 1.5  | Elect Director Richard J. Harshman                                    | For     | For       | Management  |
| 1.6  | Elect Director Gayle P. W. Jackson                                    | For     | For       | Management  |
| 1.7  | Elect Director James C. Johnson                                       | For     | For       | Management  |
| 1.8  | Elect Director Steven H. Lipstein                                     | For     | For       | Management  |
| 1.9  | Elect Director Patrick T. Stokes                                      | For     | For       | Management  |
| 1.10 | Elect Director Thomas R. Voss   | For     | For       | Management  |
| 1.11 | Elect Director Stephen R. Wilson                                      | For     | For       | Management  |
| 1.12 | Elect Director Jack D. Woodard  | For     | For       | Management  |
| 2    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation     | For     | For       | Management  |
| 3    | Approve Omnibus Stock Plan  | For     | For       | Management  |
| 4    | Ratify Auditors   | For     | For       | Management  |
| 5    | Require Independent Board Chairman                                    | Against | For       | Shareholder |
| 6    | Report on Lobbying Payments and Policy                                | Against | Against   | Shareholder |
| 7    | Report on Adoption of Policies to Meet<br>National GHG Reduction Goal | Against | Abstain   | Shareholder |

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AMERISOURCEBERGEN CORPORATION



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Ticker: ABC Security ID: 03073E105

Meeting Date: MAR 06, 2014 Meeting Type: Annual

Record Date: JAN 06, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|------|---|---------|-----------|------------|
| 1.1  | Elect Director Steven H. Collis                                   | For     | For       | Management |
| 1.2  | Elect Director Douglas R. Conant                                  | For     | For       | Management |
| 1.3  | Elect Director Richard W. Gochnauer                               | For     | For       | Management |
| 1.4  | Elect Director Richard C. Gozon                                   | For     | For       | Management |
| 1.5  | Elect Director Lon R. Greenberg                                   | For     | For       | Management |
| 1.6  | Elect Director Edward E. Hagenlocker                              | For     | For       | Management |
| 1.7  | Elect Director Jane E. Henney                                     | For     | For       | Management |
| 1.8  | Elect Director Kathleen W. Hyle                                   | For     | For       | Management |
| 1.9  | Elect Director Michael J. Long                                    | For     | For       | Management |
| 1.10 | Elect Director Henry W. McGee                                     | For     | For       | Management |
| 2    | Ratify Auditors   | For     | For       | Management |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 4    | Approve Omnibus Stock Plan  | For     | For       | Management |
| 5    | Provide Right to Call Special Meeting                             | For     | For       | Management |

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AMGEN INC.

Ticker: AMGN Security ID: 031162100

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Meeting Date: MAY 15, 2014 Meeting Type: Annual

Record Date: MAR 17, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director David Baltimore                                    | For     | For       | Management  |
| 1.2  | Elect Director Frank J. Biondi, Jr.                               | For     | For       | Management  |
| 1.3  | Elect Director Robert A. Bradway                                  | For     | For       | Management  |
| 1.4  | Elect Director Francois de Carbonnel                              | For     | For       | Management  |
| 1.5  | Elect Director Vance D. Coffman                                   | For     | For       | Management  |
| 1.6  | Elect Director Robert A. Eckert                                   | For     | For       | Management  |
| 1.7  | Elect Director Greg C. Garland                                    | For     | For       | Management  |
| 1.8  | Elect Director Rebecca M. Henderson                               | For     | For       | Management  |
| 1.9  | Elect Director Frank C. Herringer                                 | For     | For       | Management  |
| 1.10 | Elect Director Tyler Jacks  | For     | For       | Management  |
| 1.11 | Elect Director Judith C. Pelham                                   | For     | For       | Management  |
| 1.12 | Elect Director Ronald D. Sugar                                    | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4    | Provide Vote Counting to Exclude<br>Abstentions                   | Against | For       | Shareholder |

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ANADARKO PETROLEUM CORPORATION

Ticker: APC Security ID: 032511107

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 13, 2014 Meeting Type: Annual

Record Date: MAR 18, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Anthony R. Chase                                   | For     | For       | Management  |
| 1b | Elect Director Kevin P. Chilton                                   | For     | For       | Management  |
| 1c | Elect Director H. Paulett Eberhart                                | For     | For       | Management  |
| 1d | Elect Director Peter J. Fluor                                     | For     | For       | Management  |
| 1e | Elect Director Richard L. George                                  | For     | For       | Management  |
| 1f | Elect Director Charles W. Goodyear                                | For     | For       | Management  |
| 1g | Elect Director John R. Gordon                                     | For     | For       | Management  |
| 1h | Elect Director Eric D. Mullins                                    | For     | For       | Management  |
| 1i | Elect Director R. A. Walker                                       | For     | For       | Management  |
| 2  | Ratify Auditors   | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | Against   | Management  |
| 4  | Report on Political Contributions                                 | Against | Against   | Shareholder |
| 5  | Report on Financial Risks of Climate<br>Change                    | Against | Abstain   | Shareholder |

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ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105

Meeting Date: MAR 12, 2014 Meeting Type: Annual

Record Date: JAN 10, 2014

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| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Ray Stata  | For     | For       | Management |
| 1b | Elect Director Vincent T. Roche                                   | For     | For       | Management |
| 1c | Elect Director Richard M. Beyer                                   | For     | For       | Management |
| 1d | Elect Director James A. Champy                                    | For     | For       | Management |
| 1e | Elect Director John C. Hodgson                                    | For     | For       | Management |
| 1f | Elect Director Yves-Andre Istel                                   | For     | For       | Management |
| 1g | Elect Director Neil Novich  | For     | For       | Management |
| 1h | Elect Director F. Grant Saviers                                   | For     | For       | Management |
| 1i | Elect Director Kenton J. Sicchitano                               | For     | For       | Management |
| 1j | Elect Director Lisa T. Su   | For     | For       | Management |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3  | Amend Omnibus Stock Plan  | For     | For       | Management |
| 4  | Ratify Auditors   | For     | For       | Management |

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AON PLC

Ticker: AON Security ID: G0408V102

Meeting Date: JUN 24, 2014 Meeting Type: Annual

Record Date: APR 25, 2014

| #   | Proposal                        | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Lester B. Knight | For     | For       | Management |

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|      |  |     |         |            |
|------|--|-----|---------|------------|
| 1.2  | Elect Director Gregory C. Case                                       | For | For     | Management |
| 1.3  | Elect Director Fulvio Conti  | For | For     | Management |
| 1.4  | Elect Director Cheryl A. Francis                                     | For | For     | Management |
| 1.5  | Elect Director Edgar D. Jannotta                                     | For | For     | Management |
| 1.6  | Elect Director James W. Leng   | For | For     | Management |
| 1.7  | Elect Director J. Michael Losh                                       | For | Against | Management |
| 1.8  | Elect Director Robert S. Morrison                                    | For | For     | Management |
| 1.9  | Elect Director Richard B. Myers                                      | For | For     | Management |
| 1.10 | Elect Director Richard C. Notebaert                                  | For | For     | Management |
| 1.11 | Elect Director Gloria Santona  | For | For     | Management |
| 1.12 | Elect Director Carolyn Y. Woo  | For | For     | Management |
| 2    | Accept Financial Statements and<br>Statutory Reports                 | For | For     | Management |
| 3    | Ratify Ernst and Young LLP as Aon's<br>Auditors                      | For | For     | Management |
| 4    | Ratify Ernst and Young LLP as Aon's U.<br>K. Statutory Auditor       | For | For     | Management |
| 5    | Authorize Board to Fix Remuneration of<br>Internal Statutory Auditor | For | For     | Management |
| 6    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation    | For | For     | Management |
| 7    | Approve Remuneration Policy  | For | For     | Management |
| 8    | Advisory Vote to Ratify Directors'<br>Remuneration Report            | For | For     | Management |
| 9    | Amend Omnibus Stock Plan   | For | Against | Management |
| 10   | Authorize Share Repurchase Program                                   | For | For     | Management |

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APPLE INC.

Ticker: AAPL Security ID: 037833100

Meeting Date: FEB 28, 2014 Meeting Type: Annual

Record Date: DEC 30, 2013

| #   | Proposal   | Mgt Rec | Vote Cast | Sponsor     |
|-----|--|---------|-----------|-------------|
| 1.1 | Elect Director William Campbell  | For     | For       | Management  |
| 1.2 | Elect Director Timothy Cook  | For     | For       | Management  |
| 1.3 | Elect Director Millard Drexler   | For     | For       | Management  |
| 1.4 | Elect Director Al Gore   | For     | For       | Management  |
| 1.5 | Elect Director Robert Iger   | For     | For       | Management  |
| 1.6 | Elect Director Andrea Jung   | For     | For       | Management  |
| 1.7 | Elect Director Arthur Levinson   | For     | For       | Management  |
| 1.8 | Elect Director Ronald Sugar  | For     | For       | Management  |
| 2   | Adopt Majority Voting for Uncontested<br>Election of Directors                         | For     | For       | Management  |
| 3   | Amend Articles to Eliminate Board<br>Blank Check Authority to Issue<br>Preferred Stock | For     | For       | Management  |
| 4   | Establish a Par Value for Common Stock   | For     | For       | Management  |
| 5   | Ratify Auditors  | For     | For       | Management  |
| 6   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation                      | For     | For       | Management  |
| 7   | Approve Omnibus Stock Plan   | For     | For       | Management  |
| 8   | Establish Board Committee on Human   | Against | Abstain   | Shareholder |

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### Rights

|    |  |         |         |             |
|----|--|---------|---------|-------------|
| 9  | Report on Trade Associations and Organizations that Promote Sustainability Practices | Against | Abstain | Shareholder |
| 10 | Advisory Vote to Increase Capital Repurchase Program                                 | Against | Abstain | Shareholder |
| 11 | Proxy Access   | Against | Against | Shareholder |

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ARCHER-DANIELS-MIDLAND COMPANY

Ticker: ADM Security ID: 039483102

Meeting Date: MAY 01, 2014 Meeting Type: Annual

Record Date: MAR 10, 2014

| #    | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|------|------------------------------------|---------|-----------|------------|
| 1.1  | Elect Director Alan L. Boeckmann   | For     | For       | Management |
| 1.2  | Elect Director Mollie Hale Carter  | For     | For       | Management |
| 1.3  | Elect Director Terrell K. Crews    | For     | For       | Management |
| 1.4  | Elect Director Pierre Dufour       | For     | For       | Management |
| 1.5  | Elect Director Donald E. Felsing   | For     | For       | Management |
| 1.6  | Elect Director Antonio Maciel Neto | For     | For       | Management |
| 1.7  | Elect Director Patrick J. Moore    | For     | For       | Management |
| 1.8  | Elect Director Thomas F. O'Neill   | For     | For       | Management |
| 1.9  | Elect Director Francisco Sanchez   | For     | For       | Management |
| 1.10 | Elect Director Daniel Shih         | For     | For       | Management |

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|      |   |         |     |             |
|------|---|---------|-----|-------------|
| 1.11 | Elect Director Kelvin R. Westbrook                                | For     | For | Management  |
| 1.12 | Elect Director Patricia A. Woertz                                 | For     | For | Management  |
| 2    | Ratify Auditors   | For     | For | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For | Management  |
| 4    | Require Independent Board Chairman                                | Against | For | Shareholder |

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ARES CAPITAL CORPORATION

Ticker: ARCC Security ID: 04010L103

Meeting Date: JUN 02, 2014 Meeting Type: Annual

Record Date: APR 10, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Michael J. Arougheti                       | For     | For       | Management |
| 1.2 | Elect Director Ann Torre Bates                            | For     | For       | Management |
| 1.3 | Elect Director Steven B. McKeever                         | For     | For       | Management |
| 2   | Ratify Auditors   | For     | For       | Management |
| 3   | Approve Issuance of Shares Below Net<br>Asset Value (NAV) | For     | For       | Management |

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AT&T INC.



## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: T Security ID: 00206R102

Meeting Date: APR 25, 2014 Meeting Type: Annual

Record Date: FEB 26, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Randall L. Stephenson                              | For     | For       | Management  |
| 1.2  | Elect Director Reuben V. Anderson                                 | For     | For       | Management  |
| 1.3  | Elect Director Jaime Chico Pardo                                  | For     | For       | Management  |
| 1.4  | Elect Director Scott T. Ford                                      | For     | For       | Management  |
| 1.5  | Elect Director James P. Kelly                                     | For     | For       | Management  |
| 1.6  | Elect Director Jon C. Madonna                                     | For     | For       | Management  |
| 1.7  | Elect Director Michael B. McCallister                             | For     | For       | Management  |
| 1.8  | Elect Director John B. McCoy                                      | For     | For       | Management  |
| 1.9  | Elect Director Beth E. Mooney                                     | For     | For       | Management  |
| 1.10 | Elect Director Joyce M. Roche                                     | For     | For       | Management  |
| 1.11 | Elect Director Matthew K. Rose                                    | For     | For       | Management  |
| 1.12 | Elect Director Cynthia B. Taylor                                  | For     | For       | Management  |
| 1.13 | Elect Director Laura D'Andrea Tyson                               | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4    | Approve Severance<br>Agreements/Change-in-Control Agreements      | For     | For       | Management  |
| 5    | Report on Indirect Political<br>Contributions                     | Against | Against   | Shareholder |
| 6    | Report on Lobbying Payments and Policy                            | Against | Against   | Shareholder |
| 7    | Lower Ownership Threshold for Action                              | Against | For       | Shareholder |

# Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

by Written Consent

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AUTOMATIC DATA PROCESSING, INC.

Ticker: ADP Security ID: 053015103

Meeting Date: NOV 12, 2013 Meeting Type: Annual

Record Date: SEP 13, 2013

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|------|---|---------|-----------|------------|
| 1.1  | Elect Director Ellen R. Alemany                                   | For     | For       | Management |
| 1.2  | Elect Director Gregory D. Brenneman                               | For     | For       | Management |
| 1.3  | Elect Director Leslie A. Brun                                     | For     | For       | Management |
| 1.4  | Elect Director Richard T. Clark                                   | For     | For       | Management |
| 1.5  | Elect Director Eric C. Fast                                       | For     | For       | Management |
| 1.6  | Elect Director Linda R. Gooden                                    | For     | For       | Management |
| 1.7  | Elect Director R. Glenn Hubbard                                   | For     | For       | Management |
| 1.8  | Elect Director John P. Jones                                      | For     | For       | Management |
| 1.9  | Elect Director Carlos A. Rodriguez                                | For     | For       | Management |
| 1.10 | Elect Director Gregory L. Summe                                   | For     | For       | Management |
| 2    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |
| 3    | Ratify Auditors   | For     | For       | Management |
| 4    | Amend Omnibus Stock Plan  | For     | For       | Management |

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

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BANK OF MONTREAL

Ticker: BMO Security ID: 063671101

Meeting Date: APR 01, 2014 Meeting Type: Annual

Record Date: JAN 31, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Robert M. Astley                         | For     | For       | Management  |
| 1.2  | Elect Director Janice M. Babiak                         | For     | For       | Management  |
| 1.3  | Elect Director Sophie Brochu                            | For     | For       | Management  |
| 1.4  | Elect Director George A. Cope                           | For     | For       | Management  |
| 1.5  | Elect Director William A. Downe                         | For     | For       | Management  |
| 1.6  | Elect Director Christine A. Edwards                     | For     | For       | Management  |
| 1.7  | Elect Director Ronald H. Farmer                         | For     | For       | Management  |
| 1.8  | Elect Director Eric R. La Fleche                        | For     | For       | Management  |
| 1.9  | Elect Director Bruce H. Mitchell                        | For     | For       | Management  |
| 1.10 | Elect Director Philip S. Orsino                         | For     | For       | Management  |
| 1.11 | Elect Director Martha C. Piper                          | For     | For       | Management  |
| 1.12 | Elect Director J. Robert S. Prichard                    | For     | For       | Management  |
| 1.13 | Elect Director Don M. Wilson III                        | For     | For       | Management  |
| 2    | Ratify KPMG LLP as Auditors                             | For     | For       | Management  |
| 3    | Advisory Vote on Executive Compensation Approach        | For     | For       | Management  |
| 4    | SP 1: Phase Out Stock Options as a Form of Compensation | Against | Against   | Shareholder |
| 5    | SP 2: Provide Response on Say-on-Pay                    | Against | Against   | Shareholder |

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

### Vote Results

|   |  |         |         |             |
|---|--|---------|---------|-------------|
| 6 | SP 3: Increase Disclosure of Pension Plans           | Against | Against | Shareholder |
| 7 | SP 4: Auditor Rotation                               | Against | Against | Shareholder |
| 8 | SP 5: Disclose Conformation to the OECD's Guidelines | Against | Against | Shareholder |

BECTON, DICKINSON AND COMPANY

Ticker:           BDX                   Security ID: 075887109

Meeting Date: JAN 28, 2014   Meeting Type: Annual

Record Date: DEC 10, 2013

| #    | Proposal                                | Mgt Rec | Vote Cast | Sponsor    |
|------|---|---------|-----------|------------|
| 1.1  | Elect Director Basil L. Anderson        | For     | For       | Management |
| 1.2  | Elect Director Henry P. Becton, Jr.     | For     | For       | Management |
| 1.3  | Elect Director Catherine M. Burzik      | For     | For       | Management |
| 1.4  | Elect Director Edward F. DeGraan        | For     | For       | Management |
| 1.5  | Elect Director Vincent A. Forlenza      | For     | For       | Management |
| 1.6  | Elect Director Claire M. Fraser         | For     | For       | Management |
| 1.7  | Elect Director Christopher Jones        | For     | For       | Management |
| 1.8  | Elect Director Marshall O. Larsen       | For     | For       | Management |
| 1.9  | Elect Director Gary A. Mecklenburg      | For     | For       | Management |
| 1.10 | Elect Director James F. Orr             | For     | For       | Management |
| 1.11 | Elect Director Willard J. Overlock, Jr. | For     | For       | Management |

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

|      |   |         |     |             |
|------|---|---------|-----|-------------|
| 1.12 | Elect Director Rebecca W. Rimel                                   | For     | For | Management  |
| 1.13 | Elect Director Bertram L. Scott                                   | For     | For | Management  |
| 1.14 | Elect Director Alfred Sommer                                      | For     | For | Management  |
| 2    | Ratify Auditors   | For     | For | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For | Management  |
| 4    | Amend Omnibus Stock Plan  | For     | For | Management  |
| 5    | Amend Executive Incentive Bonus Plan                              | For     | For | Management  |
| 6    | Require Independent Board Chairman                                | Against | For | Shareholder |

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BERKSHIRE HATHAWAY INC.

Ticker: BRK.B Security ID: 084670702

Meeting Date: MAY 03, 2014 Meeting Type: Annual

Record Date: MAR 05, 2014

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Warren E. Buffett     | For     | For       | Management |
| 1.2 | Elect Director Charles T. Munger     | For     | For       | Management |
| 1.3 | Elect Director Howard G. Buffett     | For     | For       | Management |
| 1.4 | Elect Director Stephen B. Burke      | For     | For       | Management |
| 1.5 | Elect Director Susan L. Decker       | For     | For       | Management |
| 1.6 | Elect Director William H. Gates, III | For     | For       | Management |
| 1.7 | Elect Director David S. Gottesman    | For     | For       | Management |
| 1.8 | Elect Director Charlotte Guyman      | For     | For       | Management |

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

|      |   |                |          |             |
|------|---|----------------|----------|-------------|
| 1.9  | Elect Director Donald R. Keough                                   | For            | For      | Management  |
| 1.10 | Elect Director Thomas S. Murphy                                   | For            | Withhold | Management  |
| 1.11 | Elect Director Ronald L. Olson                                    | For            | Withhold | Management  |
| 1.12 | Elect Director Walter Scott, Jr.                                  | For            | For      | Management  |
| 1.13 | Elect Director Meryl B. Witmer                                    | For            | For      | Management  |
| 2    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For            | For      | Management  |
| 3    | Advisory Vote on Say on Pay Frequency                             | Three<br>Years | One Year | Management  |
| 4    | Adopt Quantitative Goals for GHG and<br>Other Air Emissions       | Against        | Abstain  | Shareholder |
| 5    | Approve Annual Dividends  | Against        | Against  | Shareholder |

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BEST BUY CO., INC.

Ticker:           BBY                   Security ID: 086516101

Meeting Date: JUN 10, 2014   Meeting Type: Annual

Record Date: APR 14, 2014

| #  | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Lisa M. Caputo          | For     | For       | Management |
| 1b | Elect Director Russell P. Fradin       | For     | For       | Management |
| 1c | Elect Director Kathy J. Higgins Victor | For     | For       | Management |
| 1d | Elect Director Hubert Joly             | For     | For       | Management |
| 1e | Elect Director David W. Kenny          | For     | For       | Management |

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

|    |   |     |     |            |
|----|---|-----|-----|------------|
| 1f | Elect Director Thomas L. 'Tommy'<br>Millner                       | For | For | Management |
| 1g | Elect Director Gerard R. Vittecoq                                 | For | For | Management |
| 2  | Ratify Auditors   | For | For | Management |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For | Management |
| 4  | Approve Omnibus Stock Plan  | For | For | Management |

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BLACKROCK, INC.

Ticker:           BLK                   Security ID: 09247X101

Meeting Date: MAY 29, 2014   Meeting Type: Annual

Record Date:   APR 03, 2014

| #  | Proposal                                | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Abdlatif Yousef Al-Hamad | For     | For       | Management |
| 1b | Elect Director Mathis Cabiallavetta     | For     | For       | Management |
| 1c | Elect Director Pamela Daley             | For     | For       | Management |
| 1d | Elect Director Jessica P. Einhorn       | For     | For       | Management |
| 1e | Elect Director Fabrizio Freda           | For     | For       | Management |
| 1f | Elect Director Murry S. Gerber          | For     | For       | Management |
| 1g | Elect Director James Grosfeld           | For     | For       | Management |
| 1h | Elect Director David H. Komansky        | For     | For       | Management |
| 1i | Elect Director Deryck Maughan           | For     | For       | Management |
| 1j | Elect Director Cheryl D. Mills          | For     | For       | Management |

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

|    |   |     |         |            |
|----|---|-----|---------|------------|
| 1k | Elect Director Marco Antonio Slim Domit                           | For | For     | Management |
| 1l | Elect Director John S. Varley                                     | For | For     | Management |
| 1m | Elect Director Susan L. Wagner                                    | For | For     | Management |
| 2  | Amend Omnibus Stock Plan  | For | For     | Management |
| 3  | Amend Executive Incentive Bonus Plan                              | For | Against | Management |
| 4  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | Against | Management |
| 5  | Ratify Auditors   | For | For     | Management |

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BP PLC

Ticker: BP. Security ID: 055622104

Meeting Date: APR 10, 2014 Meeting Type: Annual

Record Date: MAR 28, 2014

| # | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|---|--|---------|-----------|------------|
| 1 | Accept Financial Statements and<br>Statutory Reports | For     | For       | Management |
| 2 | Approve Remuneration Report                          | For     | Against   | Management |
| 3 | Approve Remuneration Policy                          | For     | For       | Management |
| 4 | Re-elect Bob Dudley as Director                      | For     | For       | Management |
| 5 | Re-elect Iain Conn as Director                       | For     | For       | Management |
| 6 | Re-elect Dr Brian Gilvary as Director                | For     | For       | Management |
| 7 | Re-elect Paul Anderson as Director                   | For     | For       | Management |
| 8 | Re-elect Frank Bowman as Director                    | For     | For       | Management |



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|    |  |     |         |            |
|----|--|-----|---------|------------|
| 9  | Re-elect Antony Burgmans as Director   | For | For     | Management |
| 10 | Re-elect Cynthia Carroll as Director   | For | For     | Management |
| 11 | Re-elect George David as Director  | For | For     | Management |
| 12 | Re-elect Ian Davis as Director   | For | For     | Management |
| 13 | Re-elect Dame Ann Dowling as Director  | For | For     | Management |
| 14 | Re-elect Brendan Nelson as Director  | For | For     | Management |
| 15 | Re-elect Phuthuma Nhleko as Director   | For | For     | Management |
| 16 | Re-elect Andrew Shilston as Director   | For | For     | Management |
| 17 | Re-elect Carl-Henric Svanberg as<br>Director                                   | For | For     | Management |
| 18 | Reappoint Ernst & Young LLP as<br>Auditors and Authorise Their<br>Remuneration | For | For     | Management |
| 19 | Approve Executive Directors' Incentive<br>Plan                                 | For | For     | Management |
| 20 | Approve Remuneration of Non-Executive<br>Directors                             | For | For     | Management |
| 21 | Authorise Issue of Equity with<br>Pre-emptive Rights                           | For | For     | Management |
| 22 | Authorise Issue of Equity without<br>Pre-emptive Rights                        | For | For     | Management |
| 23 | Authorise Market Purchase of Ordinary<br>Shares                                | For | For     | Management |
| 24 | Authorise the Company to Call EGM with<br>Two Weeks' Notice                    | For | Against | Management |

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Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

BROADCOM CORPORATION

Ticker: BRCM Security ID: 111320107

Meeting Date: MAY 13, 2014 Meeting Type: Annual

Record Date: MAR 17, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Robert J. Finocchio, Jr.                           | For     | For       | Management |
| 1.2 | Elect Director Nancy H. Handel                                    | For     | For       | Management |
| 1.3 | Elect Director Eddy W. Hartenstein                                | For     | Withhold  | Management |
| 1.4 | Elect Director Maria M. Klawe                                     | For     | For       | Management |
| 1.5 | Elect Director John E. Major                                      | For     | Withhold  | Management |
| 1.6 | Elect Director Scott A. McGregor                                  | For     | For       | Management |
| 1.7 | Elect Director William T. Morrow                                  | For     | Withhold  | Management |
| 1.8 | Elect Director Henry Samueli                                      | For     | For       | Management |
| 1.9 | Elect Director Robert E. Switz                                    | For     | For       | Management |
| 2   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | Against   | Management |
| 3   | Ratify Auditors   | For     | For       | Management |

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C. R. BARD, INC.

Ticker: BCR Security ID: 067383109

Meeting Date: APR 16, 2014 Meeting Type: Annual

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Record Date: FEB 24, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director David M. Barrett                                   | For     | For       | Management  |
| 1.2 | Elect Director John C. Kelly                                      | For     | For       | Management  |
| 1.3 | Elect Director David F. Melcher                                   | For     | For       | Management  |
| 1.4 | Elect Director Gail K. Naughton                                   | For     | For       | Management  |
| 1.5 | Elect Director John H. Weiland                                    | For     | For       | Management  |
| 1.6 | Elect Director Anthony Welters                                    | For     | For       | Management  |
| 1.7 | Elect Director Tony L. White                                      | For     | For       | Management  |
| 2   | Ratify Auditors   | For     | For       | Management  |
| 3   | Amend Omnibus Stock Plan  | For     | For       | Management  |
| 4   | Amend Executive Incentive Bonus Plan                              | For     | For       | Management  |
| 5   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 6   | Report on Sustainability  | Against | Abstain   | Shareholder |
| 7   | Require Independent Board Chairman                                | Against | For       | Shareholder |

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CA, INC.

Ticker: CA Security ID: 12673P105

Meeting Date: JUL 31, 2013 Meeting Type: Annual

Record Date: JUN 06, 2013

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

|    |   |     |         |            |
|----|---|-----|---------|------------|
| 1A | Elect Director Jens Alder   | For | For     | Management |
| 1B | Elect Director Raymond J. Bromark                                 | For | For     | Management |
| 1C | Elect Director Gary J. Fernandes                                  | For | For     | Management |
| 1D | Elect Director Michael P. Gregoire                                | For | For     | Management |
| 1E | Elect Director Rohit Kapoor                                       | For | For     | Management |
| 1F | Elect Director Kay Koplovitz                                      | For | For     | Management |
| 1G | Elect Director Christopher B. Lofgren                             | For | For     | Management |
| 1H | Elect Director Richard Sulpizio                                   | For | For     | Management |
| 1I | Elect Director Laura S. Unger                                     | For | For     | Management |
| 1J | Elect Director Arthur F. Weinbach                                 | For | For     | Management |
| 1K | Elect Director Renato (Ron) Zambonini                             | For | For     | Management |
| 2  | Ratify Auditors   | For | For     | Management |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For     | Management |
| 4  | Amend Shareholder Rights Plan (Poison<br>Pill)                    | For | Against | Management |

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CAMPBELL SOUP COMPANY

Ticker: CPB Security ID: 134429109

Meeting Date: NOV 20, 2013 Meeting Type: Annual

Record Date: SEP 23, 2013

| #   | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Edmund M. Carpenter | For     | For       | Management |

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

|      |   |     |          |            |
|------|---|-----|----------|------------|
| 1.2  | Elect Director Paul R. Charron                                    | For | For      | Management |
| 1.3  | Elect Director Bennett Dorrance                                   | For | For      | Management |
| 1.4  | Elect Director Lawrence C. Karlson                                | For | For      | Management |
| 1.5  | Elect Director Randall W. Larrimore                               | For | For      | Management |
| 1.6  | Elect Director Mary Alice Dorrance<br>Malone                      | For | For      | Management |
| 1.7  | Elect Director Sara Mathew  | For | For      | Management |
| 1.8  | Elect Director Denise M. Morrison                                 | For | For      | Management |
| 1.9  | Elect Director Charles R. Perrin                                  | For | For      | Management |
| 1.10 | Elect Director A. Barry Rand                                      | For | For      | Management |
| 1.11 | Elect Director Nick Shreiber                                      | For | For      | Management |
| 1.12 | Elect Director Tracey T. Travis                                   | For | For      | Management |
| 1.13 | Elect Director Archbold D. van Beuren                             | For | Withhold | Management |
| 1.14 | Elect Director Les C. Vinney                                      | For | For      | Management |
| 1.15 | Elect Director Charlotte C. Weber                                 | For | For      | Management |
| 2    | Ratify Auditors   | For | For      | Management |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For      | Management |

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CATERPILLAR INC.

Ticker: CAT Security ID: 149123101

Meeting Date: JUN 11, 2014 Meeting Type: Annual

Record Date: APR 14, 2014

Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director David L. Calhoun                                   | For     | For       | Management  |
| 1.2  | Elect Director Daniel M. Dickinson                                | For     | For       | Management  |
| 1.3  | Elect Director Juan Gallardo                                      | For     | For       | Management  |
| 1.4  | Elect Director Jesse J. Greene, Jr.                               | For     | For       | Management  |
| 1.5  | Elect Director Jon M. Huntsman, Jr.                               | For     | For       | Management  |
| 1.6  | Elect Director Peter A. Magowan                                   | For     | For       | Management  |
| 1.7  | Elect Director Dennis A. Muilenburg                               | For     | For       | Management  |
| 1.8  | Elect Director Douglas R. Oberhelman                              | For     | For       | Management  |
| 1.9  | Elect Director William A. Osborn                                  | For     | For       | Management  |
| 1.10 | Elect Director Edward B. Rust, Jr.                                | For     | For       | Management  |
| 1.11 | Elect Director Susan C. Schwab                                    | For     | For       | Management  |
| 1.12 | Elect Director Miles D. White                                     | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4    | Approve Omnibus Stock Plan  | For     | For       | Management  |
| 5    | Approve Executive Incentive Bonus Plan                            | For     | For       | Management  |
| 6    | Review and Amend Human Rights Policies                            | Against | Abstain   | Shareholder |
| 7    | Report on Controls to Ensure no Sales<br>to Sudan                 | Against | Abstain   | Shareholder |
| 8    | Provide for Cumulative Voting                                     | Against | Against   | Shareholder |

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CELGENE CORPORATION

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: CELG Security ID: 151020104

Meeting Date: JUN 18, 2014 Meeting Type: Annual

Record Date: APR 21, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director Robert J. Hugin                                    | For     | For       | Management  |
| 1.2 | Elect Director Richard W. Barker                                  | For     | For       | Management  |
| 1.3 | Elect Director Michael D. Casey                                   | For     | For       | Management  |
| 1.4 | Elect Director Carrie S. Cox                                      | For     | For       | Management  |
| 1.5 | Elect Director Rodman L. Drake                                    | For     | For       | Management  |
| 1.6 | Elect Director Michael A. Friedman                                | For     | For       | Management  |
| 1.7 | Elect Director Gilla Kaplan                                       | For     | For       | Management  |
| 1.8 | Elect Director James J. Loughlin                                  | For     | For       | Management  |
| 1.9 | Elect Director Ernest Mario                                       | For     | Withhold  | Management  |
| 2   | Ratify Auditors   | For     | For       | Management  |
| 3   | Increase Authorized Common Stock and<br>Approve Stock Split       | For     | For       | Management  |
| 4   | Amend Omnibus Stock Plan  | For     | For       | Management  |
| 5   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 6   | Report on Lobbying Payments and Policy                            | Against | For       | Shareholder |

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CENTURYLINK, INC.

Ticker: CTL Security ID: 156700106

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 28, 2014 Meeting Type: Annual

Record Date: APR 10, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Virginia Boulet                                    | For     | For       | Management  |
| 1.2  | Elect Director Peter C. Brown                                     | For     | For       | Management  |
| 1.3  | Elect Director Richard A. Gephardt                                | For     | For       | Management  |
| 1.4  | Elect Director W. Bruce Hanks                                     | For     | For       | Management  |
| 1.5  | Elect Director Gregory J. McCray                                  | For     | For       | Management  |
| 1.6  | Elect Director C. G. Melville, Jr.                                | For     | For       | Management  |
| 1.7  | Elect Director Fred R. Nichols                                    | For     | For       | Management  |
| 1.8  | Elect Director William A. Owens                                   | For     | For       | Management  |
| 1.9  | Elect Director Harvey P. Perry                                    | For     | Withhold  | Management  |
| 1.10 | Elect Director Glen F. Post, III                                  | For     | For       | Management  |
| 1.11 | Elect Director Michael J. Roberts                                 | For     | For       | Management  |
| 1.12 | Elect Director Laurie A. Siegel                                   | For     | For       | Management  |
| 1.13 | Elect Director Joseph R. Zimmel                                   | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Provide Proxy Access Right  | For     | For       | Management  |
| 4    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 5    | Stock Retention   | Against | Against   | Shareholder |

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CF INDUSTRIES HOLDINGS, INC.



## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: CF Security ID: 125269100

Meeting Date: MAY 14, 2014 Meeting Type: Annual

Record Date: MAR 24, 2014

| #  | Proposal   | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Elect Director Robert C. Arzbaecher                            | For     | For       | Management |
| 1b | Elect Director William Davisson                                | For     | For       | Management |
| 1c | Elect Director Stephen J. Hagge                                | For     | For       | Management |
| 1d | Elect Director Robert G. Kuhbach                               | For     | For       | Management |
| 1e | Elect Director Edward A. Schmitt                               | For     | For       | Management |
| 2  | Eliminate Supermajority Vote Requirement                       | For     | For       | Management |
| 3  | Eliminate Supermajority Vote Requirement                       | For     | For       | Management |
| 4  | Eliminate Supermajority Vote Requirement                       | For     | For       | Management |
| 5  | Provide Right to Call Special Meeting                          | For     | For       | Management |
| 6  | Advisory Vote to Ratify Named Executive Officers' Compensation | For     | For       | Management |
| 7  | Approve Omnibus Stock Plan                                     | For     | For       | Management |
| 8  | Ratify Auditors  | For     | For       | Management |

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CHEVRON CORPORATION

Ticker: CVX Security ID: 166764100

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 28, 2014 Meeting Type: Annual

Record Date: APR 02, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Linnet F. Deily  | For     | For       | Management  |
| 1b | Elect Director Robert E. Denham   | For     | For       | Management  |
| 1c | Elect Director Alice P. Gast  | For     | For       | Management  |
| 1d | Elect Director Enrique Hernandez, Jr.                                   | For     | For       | Management  |
| 1e | Elect Director Jon M. Huntsman, Jr.                                     | For     | For       | Management  |
| 1f | Elect Director George L. Kirkland                                       | For     | For       | Management  |
| 1g | Elect Director Charles W. Moorman, IV                                   | For     | For       | Management  |
| 1h | Elect Director Kevin W. Sharer  | For     | For       | Management  |
| 1i | Elect Director John G. Stumpf   | For     | For       | Management  |
| 1j | Elect Director Ronald D. Sugar  | For     | For       | Management  |
| 1k | Elect Director Carl Ware  | For     | For       | Management  |
| 1l | Elect Director John S. Watson   | For     | For       | Management  |
| 2  | Ratify Auditors   | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation       | For     | For       | Management  |
| 4  | Report on Charitable Contributions                                      | Against | Abstain   | Shareholder |
| 5  | Report on Lobbying Payments and Policy                                  | Against | Against   | Shareholder |
| 6  | Report on Management of Hydraulic<br>Fracturing Risks and Opportunities | Against | Abstain   | Shareholder |
| 7  | Require Independent Board Chairman                                      | Against | For       | Shareholder |
| 8  | Amend Bylaws -- Call Special Meetings                                   | Against | Against   | Shareholder |
| 9  | Require Director Nominee with<br>Environmental Experience               | Against | Abstain   | Shareholder |
| 10 | Adopt Guidelines for Country Selection                                  | Against | Abstain   | Shareholder |

Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

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CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102

Meeting Date: NOV 19, 2013 Meeting Type: Annual

Record Date: SEP 20, 2013

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Carol A. Bartz                                     | For     | For       | Management  |
| 1b | Elect Director Marc Benioff                                       | For     | For       | Management  |
| 1c | Elect Director Gregory Q. Brown                                   | For     | For       | Management  |
| 1d | Elect Director M. Michele Burns                                   | For     | For       | Management  |
| 1e | Elect Director Michael D. Capellas                                | For     | For       | Management  |
| 1f | Elect Director John T. Chambers                                   | For     | For       | Management  |
| 1g | Elect Director Brian L. Halla                                     | For     | For       | Management  |
| 1h | Elect Director John L. Hennessy                                   | For     | Against   | Management  |
| 1i | Elect Director Kristina M. Johnson                                | For     | For       | Management  |
| 1j | Elect Director Roderick C. McGeary                                | For     | For       | Management  |
| 1k | Elect Director Arun Sarin   | For     | For       | Management  |
| 1l | Elect Director Steven M. West                                     | For     | For       | Management  |
| 2  | Amend Omnibus Stock Plan  | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4  | Ratify Auditors   | For     | For       | Management  |
| 5  | Approve Proxy Advisor Competition                                 | Against | Against   | Shareholder |

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CITIGROUP INC.

Ticker: C Security ID: 172967424

Meeting Date: APR 22, 2014 Meeting Type: Annual

Record Date: FEB 24, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Michael L. Corbat                | For     | For       | Management |
| 1b | Elect Director Duncan P. Hennes                 | For     | For       | Management |
| 1c | Elect Director Franz B. Humer                   | For     | For       | Management |
| 1d | Elect Director Eugene M. McQuade                | For     | For       | Management |
| 1e | Elect Director Michael E. O'Neill               | For     | For       | Management |
| 1f | Elect Director Gary M. Reiner                   | For     | For       | Management |
| 1g | Elect Director Judith Rodin                     | For     | Against   | Management |
| 1h | Elect Director Robert L. Ryan                   | For     | For       | Management |
| 1i | Elect Director Anthony M. Santomero             | For     | For       | Management |
| 1j | Elect Director Joan E. Spero                    | For     | For       | Management |
| 1k | Elect Director Diana L. Taylor                  | For     | For       | Management |
| 1l | Elect Director William S. Thompson, Jr.         | For     | For       | Management |
| 1m | Elect Director James S. Turley                  | For     | For       | Management |
| 1n | Elect Director Ernesto Zedillo Ponce<br>de Leon | For     | For       | Management |
| 2  | Ratify Auditors                                 | For     | For       | Management |
| 3  | Advisory Vote to Ratify Named                   | For     | Against   | Management |

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### Executive Officers' Compensation

|   |  |         |         |             |
|---|--|---------|---------|-------------|
| 4 | Approve Omnibus Stock Plan             | For     | For     | Management  |
| 5 | Stock Retention/Holding Period         | Against | Against | Shareholder |
| 6 | Report on Lobbying Payments and Policy | Against | Against | Shareholder |
| 7 | Amend Director Indemnifications        | Against | Against | Shareholder |
|   | Provisions                             |         |         |             |
| 8 | Adopt Proxy Access Right               | Against | Against | Shareholder |

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COLONY FINANCIAL, INC.

Ticker: CLNY Security ID: 19624R106

Meeting Date: MAY 08, 2014 Meeting Type: Annual

Record Date: MAR 25, 2014

| #   | Proposal                              | Mgt Rec | Vote Cast | Sponsor    |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas J. Barrack, Jr. | For     | For       | Management |
| 1.2 | Elect Director Richard B. Saltzman    | For     | For       | Management |
| 1.3 | Elect Director George G. C. Parker    | For     | For       | Management |
| 1.4 | Elect Director John A. Somers         | For     | For       | Management |
| 1.5 | Elect Director John L. Steffens       | For     | For       | Management |
| 2   | Advisory Vote to Ratify Named         | For     | For       | Management |
|     | Executive Officers' Compensation      |         |           |            |
| 3   | Ratify Auditors                       | For     | For       | Management |
| 4   | Amend Omnibus Stock Plan              | For     | For       | Management |

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COMCAST CORPORATION

Ticker: CMCSA Security ID: 20030N101

Meeting Date: MAY 21, 2014 Meeting Type: Annual

Record Date: MAR 21, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Kenneth J. Bacon                                   | For     | For       | Management  |
| 1.2  | Elect Director Sheldon M. Bonovitz                                | For     | For       | Management  |
| 1.3  | Elect Director Edward D. Breen                                    | For     | For       | Management  |
| 1.4  | Elect Director Joseph J. Collins                                  | For     | Withhold  | Management  |
| 1.5  | Elect Director J. Michael Cook                                    | For     | For       | Management  |
| 1.6  | Elect Director Gerald L. Hassell                                  | For     | Withhold  | Management  |
| 1.7  | Elect Director Jeffrey A. Honickman                               | For     | For       | Management  |
| 1.8  | Elect Director Eduardo G. Mestre                                  | For     | For       | Management  |
| 1.9  | Elect Director Brian L. Roberts                                   | For     | For       | Management  |
| 1.10 | Elect Director Ralph J. Roberts                                   | For     | For       | Management  |
| 1.11 | Elect Director Johnathan A. Rodgers                               | For     | For       | Management  |
| 1.12 | Elect Director Judith Rodin                                       | For     | Withhold  | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | Against   | Management  |
| 4    | Report on Lobbying Payments and Policy                            | Against | Against   | Shareholder |
| 5    | Pro-rata Vesting of Equity Plans                                  | Against | For       | Shareholder |

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COMERICA INCORPORATED

Ticker: CMA Security ID: 200340107

Meeting Date: APR 22, 2014 Meeting Type: Annual

Record Date: FEB 21, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Ralph W. Babb, Jr.                                 | For     | For       | Management |
| 1.2 | Elect Director Roger A. Cregg                                     | For     | For       | Management |
| 1.3 | Elect Director T. Kevin DeNicola                                  | For     | For       | Management |
| 1.4 | Elect Director Jacqueline P. Kane                                 | For     | For       | Management |
| 1.5 | Elect Director Richard G. Lindner                                 | For     | For       | Management |
| 1.6 | Elect Director Alfred A. Piergallini                              | For     | For       | Management |
| 1.7 | Elect Director Robert S. Taubman                                  | For     | For       | Management |
| 1.8 | Elect Director Reginald M. Turner, Jr.                            | For     | For       | Management |
| 1.9 | Elect Director Nina G. Vaca                                       | For     | For       | Management |
| 2   | Ratify Auditors   | For     | For       | Management |
| 3   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |

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CONOCOPHILLIPS

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: COP Security ID: 20825C104

Meeting Date: MAY 13, 2014 Meeting Type: Annual

Record Date: MAR 14, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Richard L. Armitage                                | For     | For       | Management  |
| 1b | Elect Director Richard H. Auchinleck                              | For     | For       | Management  |
| 1c | Elect Director Charles E. Bunch                                   | For     | For       | Management  |
| 1d | Elect Director James E. Copeland, Jr.                             | For     | For       | Management  |
| 1e | Elect Director Jody L. Freeman                                    | For     | For       | Management  |
| 1f | Elect Director Gay Huey Evans                                     | For     | For       | Management  |
| 1g | Elect Director Ryan M. Lance                                      | For     | For       | Management  |
| 1h | Elect Director Robert A. Niblock                                  | For     | For       | Management  |
| 1i | Elect Director Harald J. Norvik                                   | For     | For       | Management  |
| 1j | Elect Director William E. Wade, Jr.                               | For     | For       | Management  |
| 2  | Ratify Auditors   | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4  | Approve Omnibus Stock Plan  | For     | For       | Management  |
| 5  | Report on Lobbying Payments and Policy                            | Against | Against   | Shareholder |
| 6  | Adopt Quantitative GHG Goals for<br>Operations                    | Against | Abstain   | Shareholder |

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CSX CORPORATION



Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: CSX Security ID: 126408103

Meeting Date: MAY 07, 2014 Meeting Type: Annual

Record Date: MAR 07, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|----|---|---------|-----------|-------------|
| 1a | Elect Director Donna M. Alvarado                                  | For     | For       | Management  |
| 1b | Elect Director John B. Breaux                                     | For     | For       | Management  |
| 1c | Elect Director Pamela L. Carter                                   | For     | For       | Management  |
| 1d | Elect Director Steven T. Halverson                                | For     | For       | Management  |
| 1e | Elect Director Edward J. Kelly, III                               | For     | For       | Management  |
| 1f | Elect Director Gilbert H. Lamphere                                | For     | For       | Management  |
| 1g | Elect Director John D. McPherson                                  | For     | For       | Management  |
| 1h | Elect Director Timothy T. O'Toole                                 | For     | For       | Management  |
| 1i | Elect Director David M. Ratcliffe                                 | For     | For       | Management  |
| 1j | Elect Director Donald J. Shepard                                  | For     | For       | Management  |
| 1k | Elect Director Michael J. Ward                                    | For     | For       | Management  |
| 1l | Elect Director J.C. Watts, Jr.                                    | For     | For       | Management  |
| 1m | Elect Director J. Steven Whisler                                  | For     | For       | Management  |
| 2  | Ratify Auditors   | For     | For       | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4  | Provide Right to Act by Written Consent Against                   | For     |           | Shareholder |

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 CULLEN/FROST BANKERS, INC.

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: CFR Security ID: 229899109

Meeting Date: APR 24, 2014 Meeting Type: Annual

Record Date: MAR 07, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|------|---|---------|-----------|------------|
| 1.1  | Elect Director R. Denny Alexander                                 | For     | For       | Management |
| 1.2  | Elect Director Carlos Alvarez                                     | For     | For       | Management |
| 1.3  | Elect Director Royce S. Caldwell                                  | For     | For       | Management |
| 1.4  | Elect Director Crawford H. Edwards                                | For     | For       | Management |
| 1.5  | Elect Director Ruben M. Escobedo                                  | For     | For       | Management |
| 1.6  | Elect Director Richard W. Evans, Jr.                              | For     | For       | Management |
| 1.7  | Elect Director Patrick B. Frost                                   | For     | For       | Management |
| 1.8  | Elect Director David J. Haemisegger                               | For     | For       | Management |
| 1.9  | Elect Director Karen E. Jennings                                  | For     | For       | Management |
| 1.10 | Elect Director Richard M. Kleberg, III                            | For     | For       | Management |
| 1.11 | Elect Director Charles W. Matthews                                | For     | For       | Management |
| 1.12 | Elect Director Ida Clement Steen                                  | For     | For       | Management |
| 1.13 | Elect Director Horace Wilkins, Jr.                                | For     | For       | Management |
| 2    | Ratify Auditors   | For     | For       | Management |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |

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CVS CAREMARK CORPORATION

Ticker: CVS Security ID: 126650100

## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Meeting Date: MAY 08, 2014 Meeting Type: Annual

Record Date: MAR 13, 2014

| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director C. David Brown, II                                 | For     | For       | Management |
| 1.2 | Elect Director Nancy-Ann M. DeParle                               | For     | For       | Management |
| 1.3 | Elect Director David W. Dorman                                    | For     | For       | Management |
| 1.4 | Elect Director Anne M. Finucane                                   | For     | For       | Management |
| 1.5 | Elect Director Larry J. Merlo                                     | For     | For       | Management |
| 1.6 | Elect Director Jean-Pierre Millon                                 | For     | For       | Management |
| 1.7 | Elect Director Richard J. Swift                                   | For     | For       | Management |
| 1.8 | Elect Director William C. Weldon                                  | For     | For       | Management |
| 1.9 | Elect Director Tony L. White                                      | For     | For       | Management |
| 2   | Ratify Auditors   | For     | For       | Management |
| 3   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |

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DANAHER CORPORATION

Ticker: DHR Security ID: 235851102

Meeting Date: MAY 06, 2014 Meeting Type: Annual

Record Date: MAR 07, 2014

| #   | Proposal                             | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director H. Lawrence Culp, Jr. | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.2  | Elect Director Donald J. Ehrlich                                  | For     | Against | Management  |
| 1.3  | Elect Director Linda Hefner Filler                                | For     | For     | Management  |
| 1.4  | Elect Director Teri List-Stoll                                    | For     | For     | Management  |
| 1.5  | Elect Director Walter G. Lohr, Jr.                                | For     | Against | Management  |
| 1.6  | Elect Director Mitchell P. Rales                                  | For     | For     | Management  |
| 1.7  | Elect Director Steven M. Rales                                    | For     | For     | Management  |
| 1.8  | Elect Director John T. Schwieters                                 | For     | For     | Management  |
| 1.9  | Elect Director Alan G. Spoon                                      | For     | Against | Management  |
| 1.10 | Elect Director Elias A. Zerhouni                                  | For     | For     | Management  |
| 2    | Ratify Auditors   | For     | For     | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | Against | Management  |
| 4    | Report on Political Contributions                                 | Against | For     | Shareholder |
| 5    | Require Independent Board Chairman                                | Against | For     | Shareholder |

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DELPHI AUTOMOTIVE PLC

Ticker: DLPH Security ID: G27823106

Meeting Date: APR 03, 2014 Meeting Type: Annual

Record Date: FEB 03, 2014

| #   | Proposal                                    | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Gary L. Cowger as a Director          | For     | For       | Management |
| 1.2 | Elect Nicholas M. Donofrio as a<br>Director | For     | For       | Management |

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|      |  |     |     |            |
|------|--|-----|-----|------------|
| 1.3  | Elect Mark P. Frissora as a Director   | For | For | Management |
| 1.4  | Elect Rajiv L. Gupta as a Director   | For | For | Management |
| 1.5  | Elect John A. Krol as a Director   | For | For | Management |
| 1.6  | Elect J. Randall MacDonald as a<br>Director  | For | For | Management |
| 1.7  | Elect Sean O. Mahoney as a Director  | For | For | Management |
| 1.8  | Elect Rodney O'Neal as a Director  | For | For | Management |
| 1.9  | Elect Thomas W. Sidlik as a Director   | For | For | Management |
| 1.10 | Elect Bernd Wiedemann as a Director  | For | For | Management |
| 1.11 | Elect Lawrence A. Zimmerman as a<br>Director   | For | For | Management |
| 2    | Ratify Ernst & Young LLP as Auditors<br>and Authorize Board to Fix Their<br>Remuneration | For | For | Management |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation                        | For | For | Management |

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DIRECTV

Ticker: DTV Security ID: 25490A309

Meeting Date: APR 29, 2014 Meeting Type: Annual

Record Date: MAR 03, 2014

| #  | Proposal                     | Mgt Rec | Vote Cast | Sponsor    |
|----|------------------------------|---------|-----------|------------|
| 1a | Elect Director Neil Austrian | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 1b | Elect Director Ralph Boyd, Jr.                                    | For     | For     | Management  |
| 1c | Elect Director Abelardo Bru                                       | For     | For     | Management  |
| 1d | Elect Director David Dillon                                       | For     | For     | Management  |
| 1e | Elect Director Samuel DiPiazza, Jr.                               | For     | For     | Management  |
| 1f | Elect Director Dixon Doll   | For     | For     | Management  |
| 1g | Elect Director Charles Lee  | For     | For     | Management  |
| 1h | Elect Director Peter Lund   | For     | For     | Management  |
| 1i | Elect Director Nancy Newcomb                                      | For     | For     | Management  |
| 1j | Elect Director Lorrie Norrington                                  | For     | For     | Management  |
| 1k | Elect Director Anthony Vinciguerra                                | For     | For     | Management  |
| 1l | Elect Director Michael White                                      | For     | For     | Management  |
| 2  | Ratify Auditors   | For     | For     | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 4  | Pro-rata Vesting of Equity Awards                                 | Against | Against | Shareholder |
| 5  | Stock Retention/Holding Period                                    | Against | Against | Shareholder |

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DISCOVER FINANCIAL SERVICES

Ticker: DFS Security ID: 254709108

Meeting Date: MAY 07, 2014 Meeting Type: Annual

Record Date: MAR 11, 2014

| #   | Proposal                         | Mgt Rec | Vote Cast | Sponsor    |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Jeffrey S. Aronin | For     | For       | Management |

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|      |   |     |     |            |
|------|---|-----|-----|------------|
| 1.2  | Elect Director Mary K. Bush                                       | For | For | Management |
| 1.3  | Elect Director Gregory C. Case                                    | For | For | Management |
| 1.4  | Elect Director Candace H. Duncan                                  | For | For | Management |
| 1.5  | Elect Director Cynthia A. Glassman                                | For | For | Management |
| 1.6  | Elect Director Richard H. Lenny                                   | For | For | Management |
| 1.7  | Elect Director Thomas G. Maheras                                  | For | For | Management |
| 1.8  | Elect Director Michael H. Moskow                                  | For | For | Management |
| 1.9  | Elect Director David W. Nelms                                     | For | For | Management |
| 1.10 | Elect Director Mark A. Thierer                                    | For | For | Management |
| 1.11 | Elect Director Lawrence A. Weinbach                               | For | For | Management |
| 2    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For | Management |
| 3    | Amend Omnibus Stock Plan  | For | For | Management |
| 4    | Ratify Auditors   | For | For | Management |

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DOMINION RESOURCES, INC.

Ticker: D Security ID: 25746U109

Meeting Date: MAY 07, 2014 Meeting Type: Annual

Record Date: MAR 21, 2014

| #   | Proposal                       | Mgt Rec | Vote Cast | Sponsor    |
|-----|--------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William P. Barr | For     | For       | Management |
| 1.2 | Elect Director Peter W. Brown  | For     | For       | Management |
| 1.3 | Elect Director Helen E. Dragas | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.4  | Elect Director James O. Ellis, Jr.                                | For     | For     | Management  |
| 1.5  | Elect Director Thomas F. Farrell, II                              | For     | For     | Management  |
| 1.6  | Elect Director John W. Harris                                     | For     | For     | Management  |
| 1.7  | Elect Director Mark J. Kington                                    | For     | For     | Management  |
| 1.8  | Elect Director Pamela J. Royal                                    | For     | For     | Management  |
| 1.9  | Elect Director Robert H. Spilman, Jr.                             | For     | For     | Management  |
| 1.10 | Elect Director Michael E. Szymanczyk                              | For     | For     | Management  |
| 1.11 | Elect Director David A. Wollard                                   | For     | For     | Management  |
| 2    | Ratify Auditors   | For     | For     | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 4    | Approve Omnibus Stock Plan  | For     | For     | Management  |
| 5    | Stock Retention/Holding Period                                    | Against | Against | Shareholder |
| 6    | Report on Financial and Physical Risks<br>of Climate Change       | Against | Abstain | Shareholder |
| 7    | Report on Methane Emissions Management<br>and Reduction Targets   | Against | Abstain | Shareholder |
| 8    | Report on Lobbying Payments and Policy                            | Against | Against | Shareholder |
| 9    | Report on Environmental Impacts of<br>Biomass and Assess Risks    | Against | Abstain | Shareholder |
| 10   | Adopt Quantitative GHG Goals for<br>Products and Operations       | Against | Abstain | Shareholder |

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DUKE ENERGY CORPORATION



## Edgar Filing: TRI-CONTINENTAL CORP - Form N-PX

Ticker: DUK Security ID: 26441C204

Meeting Date: MAY 01, 2014 Meeting Type: Annual

Record Date: MAR 03, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director G. Alex Bernhardt, Sr.                             | For     | For       | Management  |
| 1.2  | Elect Director Michael G. Browning                                | For     | For       | Management  |
| 1.3  | Elect Director Harris E. DeLoach, Jr.                             | For     | For       | Management  |
| 1.4  | Elect Director Daniel R. DiMicco                                  | For     | For       | Management  |
| 1.5  | Elect Director John H. Forsgren                                   | For     | For       | Management  |
| 1.6  | Elect Director Lynn J. Good                                       | For     | For       | Management  |
| 1.7  | Elect Director Ann Maynard Gray                                   | For     | For       | Management  |
| 1.8  | Elect Director James H. Hance, Jr.                                | For     | For       | Management  |
| 1.9  | Elect Director John T. Herron                                     | For     | For       | Management  |
| 1.10 | Elect Director James B. Hyler, Jr.                                | For     | For       | Management  |
| 1.11 | Elect Director William E. Kennard                                 | For     | For       | Management  |
| 1.12 | Elect Director E. Marie McKee                                     | For     | For       | Management  |
| 1.13 | Elect Director E. James Reinsch                                   | For     | For       | Management  |
| 1.14 | Elect Director James T. Rhodes                                    | For     | For       | Management  |
| 1.15 | Elect Director Carlos A. Saladrigas                               | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4    | Provide Right to Act by Less than<br>Unanimous Written Consent    | For     | For       | Management  |
| 5    | Amend Articles/Bylaws/Charter -- Call<br>Special Meetings         | Against | For       | Shareholder |
| 6    | Report on Political Contributions                                 | Against | For       | Shareholder |

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ELI LILLY AND COMPANY

Ticker: LLY Security ID: 532457108

Meeting Date: MAY 05, 2014 Meeting Type: Annual

Record Date: FEB 28, 2014

| #  | Proposal  | Mgt Rec | Vote Cast | Sponsor    |
|----|---|---------|-----------|------------|
| 1a | Elect Director Michael L. Eskew                                   | For     | For       | Management |
| 1b | Elect Director Karen N. Horn                                      | For     | For       | Management |
| 1c | Elect Director William G. Kaelin, Jr.                             | For     | For       | Management |
| 1d | Elect Director John C. Lechleiter                                 | For     | For       | Management |
| 1e | Elect Director Marschall S. Runge                                 | For     | For       | Management |
| 2  | Ratify Auditors   | For     | For       | Management |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management |

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EMERSON ELECTRIC CO.

Ticker: EMR Security ID: 291011104

Meeting Date: FEB 04, 2014 Meeting Type: Annual

Record Date: NOV 26, 2013

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| #   | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|-----|---|---------|-----------|-------------|
| 1.1 | Elect Director D. N. Farr   | For     | For       | Management  |
| 1.2 | Elect Director H. Green   | For     | For       | Management  |
| 1.3 | Elect Director C. A. Peters                                       | For     | For       | Management  |
| 1.4 | Elect Director J. W. Prueher                                      | For     | For       | Management  |
| 1.5 | Elect Director A.A. Busch, III                                    | For     | For       | Management  |
| 1.6 | Elect Director J. S. Turley                                       | For     | For       | Management  |
| 2   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 3   | Ratify Auditors   | For     | For       | Management  |
| 4   | Report on Sustainability  | Against | Abstain   | Shareholder |
| 5   | Report on Political Contributions                                 | Against | For       | Shareholder |
| 6   | Report on Lobbying Payments and Policy                            | Against | For       | Shareholder |

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ENSCO PLC

Ticker:           ESV                   Security ID: G3157S106

Meeting Date: MAY 19, 2014   Meeting Type: Annual

Record Date:   MAR 28, 2014

| #  | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|----|--|---------|-----------|------------|
| 1a | Re-elect J. Roderick Clark as Director | For     | For       | Management |
| 1b | Re-elect Roxanne J. Decyk as Director  | For     | For       | Management |
| 1c | Re-elect Mary E. Francis CBE as        | For     | For       | Management |

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|    |  |     |     |            |
|----|--|-----|-----|------------|
|    | Director                               |     |     |            |
| 1d | Re-elect C. Christopher Gaut as        | For | For | Management |
|    | Director                               |     |     |            |
| 1e | Re-elect Gerald W. Haddock as Director | For | For | Management |
| 1f | Re-elect Francis S. Kalman as Director | For | For | Management |
| 1g | Re-elect Daniel W. Rabun as Director   | For | For | Management |
| 1h | Re-elect Keith O. Rattie as Director   | For | For | Management |
| 1i | Re-elect Paul E. Rowsey, III as        | For | For | Management |
|    | Director                               |     |     |            |
| 2  | Issue of Equity or Equity-Linked       | For | For | Management |
|    | Securities with Pre-emptive Rights     |     |     |            |
| 3  | Reappoint KPMG LLP as Auditors of the  | For | For | Management |
|    | Company                                |     |     |            |
| 4  | Reappoint KPMG Audit Plc as Auditors   | For | For | Management |
|    | of the Company                         |     |     |            |
| 5  | Authorize Board to Fix Remuneration of | For | For | Management |
|    | Auditors                               |     |     |            |
| 6  | Approve Remuneration Policy            | For | For | Management |
| 7  | Approve Remuneration Report            | For | For | Management |
| 8  | Advisory Vote to Ratify Named          | For | For | Management |
|    | Executive Officers' Compensation       |     |     |            |
| 9  | Accept Financial Statements and        | For | For | Management |
|    | Statutory Reports                      |     |     |            |
| 10 | Approve Capital Reorganisation         | For | For | Management |
|    | Converting Undistributable Reserves to |     |     |            |
|    | Distributable Reserves                 |     |     |            |
| 11 | Issue of Equity or Equity-Linked       | For | For | Management |
|    | Securities without Pre-emptive Rights  |     |     |            |

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EXXON MOBIL CORPORATION

Ticker: XOM Security ID: 30231G102

Meeting Date: MAY 28, 2014 Meeting Type: Annual

Record Date: APR 04, 2014

| #    | Proposal  | Mgt Rec | Vote Cast | Sponsor     |
|------|---|---------|-----------|-------------|
| 1.1  | Elect Director Michael J. Boskin                                  | For     | For       | Management  |
| 1.2  | Elect Director Peter Brabeck-Letmathe                             | For     | For       | Management  |
| 1.3  | Elect Director Ursula M. Burns                                    | For     | For       | Management  |
| 1.4  | Elect Director Larry R. Faulkner                                  | For     | For       | Management  |
| 1.5  | Elect Director Jay S. Fishman                                     | For     | For       | Management  |
| 1.6  | Elect Director Henrietta H. Fore                                  | For     | For       | Management  |
| 1.7  | Elect Director Kenneth C. Frazier                                 | For     | For       | Management  |
| 1.8  | Elect Director William W. George                                  | For     | For       | Management  |
| 1.9  | Elect Director Samuel J. Palmisano                                | For     | For       | Management  |
| 1.10 | Elect Director Steven S Reinemund                                 | For     | For       | Management  |
| 1.11 | Elect Director Rex W. Tillerson                                   | For     | For       | Management  |
| 1.12 | Elect Director William C. Weldon                                  | For     | For       | Management  |
| 2    | Ratify Auditors   | For     | For       | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For       | Management  |
| 4    | Require a Majority Vote for the<br>Election of Directors          | Against | For       | Shareholder |

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|   |   |         |         |             |
|---|---|---------|---------|-------------|
| 5 | Limit Directors to a Maximum of Three Board Memberships in Companies with Sales over \$500 Million Annually | Against | Against | Shareholder |
| 6 | Amend EEO Policy to Prohibit Discrimination Based on Sexual Orientation and Gender Identity                 | Against | Abstain | Shareholder |
| 7 | Report on Lobbying Payments and Policy  | Against | Against | Shareholder |
| 8 | Adopt Quantitative GHG Goals for Products and Operations  | Against | Abstain | Shareholder |

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FIFTH THIRD BANCORP

Ticker: FITB Security ID: 316773100

Meeting Date: APR 15, 2014 Meeting Type: Annual

Record Date: FEB 28, 2014

| #   | Proposal                                 | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Nicholas K. Akins         | For     | For       | Management |
| 1.2 | Elect Director B. Evan Bayh, III         | For     | For       | Management |
| 1.3 | Elect Director Ulysses L. Bridgeman, Jr. | For     | For       | Management |
| 1.4 | Elect Director Emerson L. Brumback       | For     | For       | Management |
| 1.5 | Elect Director James P. Hackett          | For     | For       | Management |
| 1.6 | Elect Director Gary R. Heminger          | For     | Against   | Management |
| 1.7 | Elect Director Jewell D. Hoover          | For     | For       | Management |

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|      |   |          |          |            |
|------|---|----------|----------|------------|
| 1.8  | Elect Director Kevin T. Kabat                                     | For      | For      | Management |
| 1.9  | Elect Director Mitchel D. Livingston,<br>Ph.D.                    | For      | For      | Management |
| 1.10 | Elect Director Michael B. McCallister                             | For      | For      | Management |
| 1.11 | Elect Director Hendrik G. Meijer                                  | For      | For      | Management |
| 1.12 | Elect Director Marsha C. Williams                                 | For      | For      | Management |
| 2    | Ratify Auditors   | For      | For      | Management |
| 3    | Approve Omnibus Stock Plan  | For      | For      | Management |
| 4    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For      | For      | Management |
| 5    | Advisory Vote on Say on Pay Frequency                             | One Year | One Year | Management |

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FIRST SOLAR, INC.

Ticker: FSLR Security ID: 336433107

Meeting Date: MAY 21, 2014 Meeting Type: Annual

Record Date: APR 01, 2014

| #   | Proposal                                    | Mgt Rec | Vote Cast | Sponsor    |
|-----|---|---------|-----------|------------|
| 1.1 | Elect Director Michael J. Ahearn            | For     | For       | Management |
| 1.2 | Elect Director Sharon L. Allen              | For     | For       | Management |
| 1.3 | Elect Director Richard D. Chapman           | For     | For       | Management |
| 1.4 | Elect Director George A. ('Chip')<br>Hambro | For     | For       | Management |
| 1.5 | Elect Director James A. Hughes              | For     | For       | Management |

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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.6  | Elect Director Craig Kennedy                                      | For     | For     | Management  |
| 1.7  | Elect Director James F. Nolan                                     | For     | For     | Management  |
| 1.8  | Elect Director William J. Post                                    | For     | For     | Management  |
| 1.9  | Elect Director J. Thomas Presby                                   | For     | For     | Management  |
| 1.10 | Elect Director Paul H. Stebbins                                   | For     | For     | Management  |
| 1.11 | Elect Director Michael Sweeney                                    | For     | For     | Management  |
| 2    | Ratify Auditors   | For     | For     | Management  |
| 3    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 4    | Pro-rata Vesting of Equity Awards                                 | Against | Against | Shareholder |
| 5    | Require a Majority Vote for the<br>Election of Directors          | Against | For     | Shareholder |

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FREEPORT-MCMORAN COPPER & GOLD INC.

Ticker: FCX Security ID: 35671D857

Meeting Date: JUN 17, 2014 Meeting Type: Annual

Record Date: APR 21, 2014

| #   | Proposal                               | Mgt Rec | Vote Cast | Sponsor    |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Richard C. Adkerson     | For     | For       | Management |
| 1.2 | Elect Director Robert J. Allison, Jr.  | For     | For       | Management |
| 1.3 | Elect Director Alan R. Buckwalter, III | For     | For       | Management |
| 1.4 | Elect Director Robert A. Day           | For     | For       | Management |
| 1.5 | Elect Director James C. Flores         | For     | For       | Management |



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|      |   |         |         |             |
|------|---|---------|---------|-------------|
| 1.6  | Elect Director Gerald J. Ford                                     | For     | For     | Management  |
| 1.7  | Elect Director Thomas A. Fry, III                                 | For     | For     | Management  |
| 1.8  | Elect Director H. Devon Graham, Jr.                               | For     | For     | Management  |
| 1.9  | Elect Director Lydia H. Kennard                                   | For     | For     | Management  |
| 1.10 | Elect Director Charles C. Krulak                                  | For     | For     | Management  |
| 1.11 | Elect Director Bobby Lee Lackey                                   | For     | For     | Management  |
| 1.12 | Elect Director Jon C. Madonna                                     | For     | For     | Management  |
| 1.13 | Elect Director Dustan E. McCoy                                    | For     | For     | Management  |
| 1.14 | Elect Director James R. Moffett                                   | For     | For     | Management  |
| 1.15 | Elect Director Stephen H. Siegele                                 | For     | For     | Management  |
| 1.16 | Elect Director Frances Fragos Townsend                            | For     | For     | Management  |
| 2    | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 3    | Ratify Auditors   | For     | For     | Management  |
| 4    | Approve Executive Incentive Bonus Plan                            | For     | For     | Management  |
| 5    | Require Director Nominee with<br>Environmental Experience         | Against | Abstain | Shareholder |

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GAMESTOP CORP.

Ticker: GME Security ID: 36467W109

Meeting Date: JUN 24, 2014 Meeting Type: Annual

Record Date: MAY 02, 2014

|   |          |         |           |         |
|---|----------|---------|-----------|---------|
| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|

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|     |   |     |     |            |
|-----|---|-----|-----|------------|
| 1.1 | Elect Director Thomas N. Kelly, Jr.                               | For | For | Management |
| 1.2 | Elect Director Gerald R. Szczepanski                              | For | For | Management |
| 1.3 | Elect Director Lawrence S. Zilavy                                 | For | For | Management |
| 2   | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For | For | Management |
| 3   | Ratify Auditors   | For | For | Management |

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GENERAL ELECTRIC COMPANY

Ticker: GE Security ID: 369604103

Meeting Date: APR 23, 2014 Meeting Type: Annual

Record Date: FEB 24, 2014

| #  | Proposal                           | Mgt Rec | Vote Cast | Sponsor    |
|----|------------------------------------|---------|-----------|------------|
| 1  | Elect Director W. Geoffrey Beattie | For     | For       | Management |
| 2  | Elect Director John J. Brennan     | For     | For       | Management |
| 3  | Elect Director James I. Cash, Jr.  | For     | For       | Management |
| 4  | Elect Director Francisco D'Souza   | For     | For       | Management |
| 5  | Elect Director Marijn E. Dekkers   | For     | For       | Management |
| 6  | Elect Director Ann M. Fudge        | For     | For       | Management |
| 7  | Elect Director Susan J. Hockfield  | For     | For       | Management |
| 8  | Elect Director Jeffrey R. Immelt   | For     | For       | Management |
| 9  | Elect Director Andrea Jung         | For     | For       | Management |
| 10 | Elect Director Robert W. Lane      | For     | For       | Management |
| 11 | Elect Director Rochelle B. Lazarus | For     | For       | Management |

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 12 | Elect Director James J. Mulva                                     | For     | For     | Management  |
| 13 | Elect Director James E. Rohr                                      | For     | For     | Management  |
| 14 | Elect Director Mary L. Schapiro                                   | For     | For     | Management  |
| 15 | Elect Director Robert J. Swieringa                                | For     | For     | Management  |
| 16 | Elect Director James S. Tisch                                     | For     | For     | Management  |
| 17 | Elect Director Douglas A. Warner, III                             | For     | For     | Management  |
| 18 | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 19 | Ratify Auditors   | For     | For     | Management  |
| 20 | Provide for Cumulative Voting                                     | Against | Against | Shareholder |
| 21 | Stock Retention/Holding Period                                    | Against | Against | Shareholder |
| 22 | Require More Director Nominations Than<br>Open Seats              | Against | Against | Shareholder |
| 23 | Provide Right to Act by Written Consent                           | Against | For     | Shareholder |
| 24 | Cessation of All Stock Options and<br>Bonuses                     | Against | Against | Shareholder |
| 25 | Seek Sale of Company  | Against | Against | Shareholder |

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GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104

Meeting Date: SEP 24, 2013 Meeting Type: Annual

Record Date: JUL 26, 2013

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|----------|---------|-----------|---------|
|---|----------|---------|-----------|---------|

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|    |   |         |         |             |
|----|---|---------|---------|-------------|
| 1a | Elect Director Bradbury H. Anderson                               | For     | For     | Management  |
| 1b | Elect Director R. Kerry Clark                                     | For     | For     | Management  |
| 1c | Elect Director Paul Danos   | For     | For     | Management  |
| 1d | Elect Director William T. Esrey                                   | For     | For     | Management  |
| 1e | Elect Director Raymond V. Gilmartin                               | For     | For     | Management  |
| 1f | Elect Director Judith Richards Hope                               | For     | For     | Management  |
| 1g | Elect Director Heidi G. Miller                                    | For     | For     | Management  |
| 1h | Elect Director Hilda Ochoa-Brillembourg                           | For     | For     | Management  |
| 1i | Elect Director Steve Odland                                       | For     | For     | Management  |
| 1j | Elect Director Kendall J. Powell                                  | For     | For     | Management  |
| 1k | Elect Director Michael D. Rose                                    | For     | For     | Management  |
| 1l | Elect Director Robert L. Ryan                                     | For     | For     | Management  |
| 1m | Elect Director Dorothy A. Terrell                                 | For     | For     | Management  |
| 2  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For     | For     | Management  |
| 3  | Ratify Auditors   | For     | For     | Management  |
| 4  | Report on Responsibility for<br>Post-Consumer Product Packaging   | Against | Abstain | Shareholder |

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GENERAL MOTORS COMPANY

Ticker: GM Security ID: 37045V100

Meeting Date: JUN 10, 2014 Meeting Type: Annual

Record Date: APR 11, 2014

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| #  | Proposal  | Mgt Rec  | Vote Cast | Sponsor     |
|----|---|----------|-----------|-------------|
| 1a | Elect Director Joseph J. Ashton                                   | For      | For       | Management  |
| 1b | Elect Director Mary T. Barra                                      | For      | For       | Management  |
| 1c | Elect Director Erroll B. Davis, Jr.                               | For      | Against   | Management  |
| 1d | Elect Director Stephen J. Girskey                                 | For      | Against   | Management  |
| 1e | Elect Director E. Neville Isdell                                  | For      | Against   | Management  |
| 1f | Elect Director Kathryn V. Marinello                               | For      | Against   | Management  |
| 1g | Elect Director Michael G. Mullen                                  | For      | For       | Management  |
| 1h | Elect Director James J. Mulva                                     | For      | Against   | Management  |
| 1i | Elect Director Patricia F. Russo                                  | For      | Against   | Management  |
| 1j | Elect Director Thomas M. Schoewe                                  | For      | For       | Management  |
| 1k | Elect Director Theodore M. Solso                                  | For      | For       | Management  |
| 1l | Elect Director Carol M. Stephenson                                | For      | For       | Management  |
| 2  | Ratify Auditors   | For      | For       | Management  |
| 3  | Advisory Vote to Ratify Named<br>Executive Officers' Compensation | For      | For       | Management  |
| 4  | Advisory Vote on Say on Pay Frequency                             | One Year | One Year  | Management  |
| 5  | Approve Executive Incentive Bonus Plan                            | For      | For       | Management  |
| 6  | Approve Omnibus Stock Plan  | For      | For       | Management  |
| 7  | Provide for Cumulative Voting                                     | Against  | Against   | Shareholder |
| 8  | Require Independent Board Chairman                                | Against  | For       | Shareholder |

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GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103

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Meeting Date: MAY 07, 2014 Meeting Type: Annual

Record Date: MAR 12, 2014

# Proposal &#160