

GDL FUND
Form N-PX
August 27, 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 811-21969

The GDL Fund

(Exact name of registrant as specified in charter)

One Corporate Center

Rye, New York 10580-1422

(Address of principal executive offices) (Zip code)

Bruce N. Alpert

Gabelli Funds, LLC

One Corporate Center

Rye, New York 10580-1422

(Name and address of agent for service)

Edgar Filing: GDL FUND - Form N-PX

Registrant's telephone number, including area code: 1-800-422-3554

Date of fiscal year end: December 31

Date of reporting period: July 1, 2013 – June 30, 2014

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

PROXY VOTING RECORD**FOR PERIOD JULY 1, 2013 TO JUNE 30, 2014**

Investment Company Report

ACQUITY GROUP LTD

Security 00489C103

Ticker Symbol AQ

ISIN US00489C1036

Meeting Type

Special

Meeting Date

03-Jul-2013

Agenda

933848319 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| S1 | AS A SPECIAL RESOLUTION, TO APPROVE & ADOPT THE AGREEMENT & PLAN OF MERGER, (AS IT MAY BE AMENDED FROM TIME TO TIME, "THE MERGER AGREEMENT") BY & AMONG ACCENTURE HOLDINGS B.V., MAHI ACQUISITION CORPORATION LTD. AND ACQUITY GROUP LIMITED (THE "COMPANY") AND APPROVE THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. AS AN ORDINARY RESOLUTION, TO APPROVE ANY MOTION TO ADJOURN OR POSTPONE THE EXTRAORDINARY GENERAL MEETING (THE "EGM") IN ORDER TO ALLOW | Management | For | For |
| O2 | THE COMPANY TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE APPROVAL AND ADOPTION OF THE MERGER AGREEMENT AND THE APPROVAL OF THE TRANSACTIONS CONTEMPLATED THEREBY, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management | For | For |

CLEARWIRE CORP

Security 18538Q105

Ticker Symbol CLWR

ISIN US18538Q1058

Meeting Type

Contested-Special

Meeting Date

08-Jul-2013

Agenda

933811033 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. AMENDMENT TO AMENDED AND RESTATED | Management | Against | Against |
| 2A. | CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED SHARES OF CLASS A COMMON STOCK. AMENDMENT TO AMENDED AND RESTATED | Management | Against | Against |
| 2B. | CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED SHARES OF CLASS B COMMON STOCK. AUTHORIZATION OF THE ISSUANCE OF THE | Management | Against | Against |
| 3A. | CLASS A COMMON STOCK THAT MAY BE ISSUED UPON EXCHANGE OF CLEARWIRE COMMUNICATIONS, LLC'S AND CLEARWIRE | Management | Against | Against |
| 3B. | FINANCE, INC.'S 1.00% EXCHANGEABLE NOTES DUE 2018, OR ISSUED UPON THE EXCHANGE OF THE CLASS B INTERESTS ISSUED UPON EXCHANGE OF THE 1.00% EXCHANGEABLE NOTES DUE 2018. AUTHORIZATION OF THE ISSUANCE OF THE | Management | Against | Against |
| 4. | CLASS B COMMON STOCK THAT MAY BE ISSUED UPON EXCHANGE OF CLEARWIRE COMMUNICATIONS, LLC'S AND CLEARWIRE | Management | Against | Against |
| 5. | FINANCE, INC.'S 1.00% EXCHANGEABLE NOTES DUE 2018. ADJOURNMENT OF MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES. ADVISORY APPROVAL VOTE ON CERTAIN COMPENSATION ARRANGEMENTS FOR THE NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER. | Management | Abstain | Against |

FIAT INDUSTRIAL SPA

| | | | |
|---------------|--------------|--------------|----------------------------------|
| Security | T42136100 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 09-Jul-2013 |
| ISIN | IT0004644743 | Agenda | 704618632 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| CMMT | PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE-URL LINK:- https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_171922.PDF | Non-Voting | | |
| 1 | Plan of cross border merger by incorporation of fiat industrial spa into the entirely controlled Dutch company FI CBM Holdings NV, related and consequent resolutions | Management | For | For |
| CMMT | IN CASE THE MERGER WILL BE APPROVED BY THE EXTRAORDINARY MEETING, FIAT INDUSTRIAL SHAREHOLDERS WHO DID NOT VOTE IN FAVOR OF THE MERGER (I.E. DID NOT PARTICIPATE TO THE MEETING OR VOTED AGAINST THE MERGER OR ABSTAINED) WILL BE ENTITLED-TO EXERCISE THEIR WITHDRAWAL RIGHT WITHIN 15 DAYS FROM THE DATE OF REGISTRATION OF THE MERGER DELIBERATION TO REGISTRO DELLE IMPRESE DI TORINO. THE LIQUIDATION PRICE IS EUR 8,897 PER FIAT INDUSTRIAL SHARE (CALCULATED PURSUANT TO ART.-2437-TER OF ITALIAN CIVIL CODE). THE WITHDRAWAL RIGHT IS SUBJECT TO THE COMPLETION OF THE MERGER WHICH IS SUBORDINATED TO THE FACT THAT THE AMOUNT TO BE PAID TO SHAREHOLDERS WHO EXERCISED THEIR WITHDRAWAL RIGHT AND TO CREDITORS OF FIAT INDUSTRIAL WHO OPPOSED TO THE MERGER DO NOT EXCEED EUR 325 MILLION. THE NOTICE OF THE MERGER REGISTRATION IS AVAILABLE ON THE WEBSITE WWW.FIATINDUSTRIAL.COM. AFTER THE MERGER, SHAREHOLDERS WHO WILL PARTICIPATE TO THE EXTRAORDINARY-MEETING, ALSO BY PROXY, AND WHO WILL MAINTAIN THEIR HOLDING FROM THE RECORD DATE UNTIL THE COMPLETION OF THE MERGER, WILL HAVE THE RIGHT TO REQUEST 1 VOTING-SHARE EACH 1 NEWCO ORDINARY SHARES RECEIVED AFTER THE MERGER. | Non-Voting | | |
| CMMT | | Non-Voting | | |

PLEASE NOTE THAT THIS IS A REVISION
 DUE TO RECEIPT OF ADDITIONAL
 COMMENT. IF YOU HAVE ALREADY SENT
 IN
 YOUR VOTES, PLEASE DO NOT RETURN
 THIS PROXY FORM UNLESS YOU DECIDE
 TO AMEND YOUR ORIGINAL
 INSTRUCTIONS.
 THANK YOU.

CERMAQ ASA

| | | | |
|---------------|--------------|--------------|----------------------------------|
| Security | R1536Z104 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 11-Jul-2013 |
| ISIN | NO0010003882 | Agenda | 704623669 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| CMMT | <p>IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE- REPRESENTATIVE MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL</p> | Non-Voting | | |
| CMMT | <p>NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED</p> | Non-Voting | | |
| CMMT | <p>SHARES HELD IN AN OMNIBUS/NOMINEE ACCOUNT NEED TO BE RE-REGISTERED IN THE-BENEFICIAL OWNERS NAME TO BE ALLOWED TO VOTE AT MEETINGS. SHARES WILL BE-TEMPORARILY TRANSFERRED TO A SEPARATE ACCOUNT IN THE BENEFICIAL OWNER'S NAME-ON THE PROXY DEADLINE AND TRANSFERRED BACK TO THE OMNIBUS/NOMINEE ACCOUNT THE-DAY</p> | Non-Voting | | |

| | | |
|---|---|----------------------|
| | AFTER THE MEETING. BLOCKING SHOULD ALWAYS BE APPLIED, RECORD DATE OR NOT. | Non-Voting |
| 1 | Opening of the meeting and registration of shareholders attending | Management No Action |
| 2 | Election of a person to chair the meeting | Management No Action |
| 3 | Election of one person to sign the minutes together with the chairman of the meeting | Management No Action |
| 4 | Approval of the notice convening the meeting and the proposed agenda | Management No Action |
| 5 | Authorisation to sell business area | Management No Action |

CHINA HUIYUAN JUICE GROUP LTD

| | | | |
|---------------|--------------|--------------|----------------------------------|
| Security | G21123107 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 12-Jul-2013 |
| ISIN | KYG211231074 | Agenda | 704624255 - Management |

| | | | | |
|------|----------|------|------|---------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|

| | | | | |
|------|--|------------|--|--|
| CMMT | PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/sehk/ 2013/0621/LTN20130621013.pdf -AND- http://www.hkexnews.hk/listedco/listconews/sehk/ 2013/0621/LTN20130621011.pdf | Non-Voting | | |
|------|--|------------|--|--|

| | | | | |
|------|---|------------|--|--|
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST'-ONLY FOR ALL RESOLUTIONS. THANK YOU. | Non-Voting | | |
|------|---|------------|--|--|

| | | | | |
|---|--|------------|-----|-----|
| 1 | That: (a) the Acquisition Agreement and the Deed of Amendment of Non-Competition Deed (copies of which are produced to the EGM marked "A" and "B" and initialed by the chairman of the EGM for identification purpose) and the transactions contemplated thereunder and the implementation thereof be and are hereby approved; (b) subject to the completion of the Acquisition and the Listing Committee of the Stock Exchange having granted the listing of, and permission to deal in, the New Ordinary Shares and the Ordinary Shares to be issued upon conversion of the Convertible Preference Shares, the allotment and issue of the New Ordinary Shares and the Convertible Preference Shares to China Hui Yuan Holdings in satisfaction of the net consideration of the Acquisition on and subject to the terms and conditions of the Acquisition CONTD | Management | For | For |
|---|--|------------|-----|-----|

| | | | |
|------|--|----------------|-----|
| CONT | <p>CONTD Agreement be and are hereby approved; (c) any one Director be and is-hereby authorised for and on behalf of the Company to execute all such other-documents, instructions and agreements and to do all such acts or things-deemed by him/her to be incidental to, ancillary to, or in connection with-the matters contemplated under this resolution</p> | Non-Voting | |
| 2 | <p>That: (a) the Whitewash Waiver to be granted by the Executive to waive the obligation of China Hui Yuan Holdings and parties acting in concert with it to make a mandatory general offer for all the shares of the Company not already owned or agreed to be acquired by them pursuant to Rule 26 of the Takeovers Code as a result of the allotment and issue of the New Ordinary Shares and the Convertible Preference Shares to China Hui Yuan Holdings be and is hereby approved; and (b) the Directors be and are hereby authorised to execute all such documents and do all such acts or things on behalf of the Company, as they may consider desirable, necessary or expedient in connection therewith and to give effect to any matters relating to or in connection with the Whitewash Waiver</p> | Management For | For |
| 3 | <p>That: conditional upon the passing of Ordinary Resolutions No. 1 and No. 2 and Special Resolution No. 4 set out in the notice convening the EGM, the grant of a specific mandate to the Directors for the allotment and issue of the New Ordinary Shares and the Convertible Preference Shares pursuant to the Acquisition Agreement and the Ordinary Shares which fall to be issued upon conversion of the Convertible Preference Shares be and is hereby approved</p> | Management For | For |
| 4 | <p>That conditional upon the passing of Ordinary Resolutions No. 1 to No. 3 set out in the notice convening the EGM: (a) the 5,000,000,000 existing issued and unissued shares of USD 0.00001 each in the capital of the Company be redesignated as "Ordinary Shares"; (b) the authorised share capital of the Company be increased from USD 50,000 divided into 5,000,000,000 Ordinary Shares of USD 0.00001 each to USD 56,553.26877 by the creation of 655,326,877 restricted voting non-redeemable convertible preference shares of USD 0.00001 each, having the special rights and restrictions set out in the articles of association of the Company, as amended pursuant to this resolution; and (c) the existing articles of</p> | Management For | For |

association of the Company be and are hereby amended in the following manner: By inserting the specified definitions: Article 3A. (d) the directors of the Company be and are hereby authorised for and on behalf of the Company to sign and execute all such documents, instruments and agreements, and to do all such acts or things, as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with this resolution

PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION OF TEXT IN RESOLUTION-4. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FOR-M UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

Non-Voting

GARDNER DENVER, INC.

Security 365558105

Ticker Symbol GDI

ISIN US3655581052

Meeting Type

Meeting Date

Agenda

Special

16-Jul-2013

933850112 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1. | TO APPROVE THE ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED MARCH 7, 2013, BY AND AMONG GARDNER DENVER, INC., RENAISSANCE PARENT CORP., AND RENAISSANCE ACQUISITION CORP., AS IT MAY BE AMENDED FROM TIME TO TIME. | Management | For | For |
| 2. | TO APPROVE THE ADOPTION OF ANY PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR DATES IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING. | Management | For | For |
| 3. | TO APPROVE, BY NONBINDING, ADVISORY VOTE, COMPENSATION THAT WILL OR MAY BECOME PAYABLE BY GARDNER DENVER TO ITS NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER. | Management | For | For |

OMTHERA PHARMACEUTICALS INC

Security 68217A103

Meeting Type

Special

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | OMTH | Meeting Date | 16-Jul-2013 |
| ISIN | US68217A1034 | Agenda | 933850655 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 27, 2013, AS IT MAY BE AMENDED FROM TIME TO TIME, AMONG OMThERA PHARMACEUTICALS, INC., ZENECA INC. AND KAFA ACQUISITION CORP. | Management | For | For |
| 2. | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER. | Management | For | For |
| 3. | TO APPROVE, BY NON-BINDING, ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR OMThERA PHARMACEUTICALS, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER. | Management | Abstain | Against |

POWER-ONE, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 73930R102 | Meeting Type | Special |
| Ticker Symbol | PWER | Meeting Date | 23-Jul-2013 |
| ISIN | US73930R1023 | Agenda | 933852990 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1 | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, AS IT MAY BE AMENDED FROM TIME TO TIME, DATED AS OF APRIL 21, 2013 ("MERGER AGREEMENT"), BY AND AMONG POWER-ONE, INC. ("POWER-ONE"), ABB LTD. AND VERDI ACQUISITION CORPORATION ("MERGER SUB"), WHICH PROVIDES FOR THE MERGER OF MERGER SUB WITH AND INTO POWER-ONE, WITH POWER-ONE CONTINUING AS THE SURVIVING CORPORATION. | Management | For | For |
| 2 | PROPOSAL TO APPROVE, BY A NONBINDING ADVISORY VOTE, THE SPECIFIED COMPENSATION DISCLOSED IN THE | Management | Abstain | Against |

ACCOMPANYING PROXY STATEMENT
 THAT
 MAY BE PAYABLE TO POWER-ONE'S
 NAMED
 EXECUTIVE OFFICERS IN CONNECTION
 WITH THE CONSUMMATION OF THE
 MERGER.

| | | | |
|---|---|----------------|-----|
| 3 | PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management For | For |
|---|---|----------------|-----|

BMC SOFTWARE, INC.
 Security 055921100
 Ticker Symbol BMC

| | |
|--------------|---------------------------|
| Meeting Type | Special |
| Meeting Date | 24-Jul-2013 |
| Agenda | 933853497 - Management |

ISIN US0559211000

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | |
|---|--|----------------|-----|
| 1 | PROPOSAL TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), DATED AS OF MAY | Management For | For |
|---|--|----------------|-----|

6, 2013, BY AND AMONG BOXER PARENT
 COMPANY INC., BOXER MERGER SUB INC.
 AND BMC SOFTWARE, INC.
 PROPOSAL TO APPROVE, ON AN ADVISORY
 (NON-BINDING) BASIS, SPECIFIED
 COMPENSATION THAT MAY BECOME
 PAYABLE TO THE NAMED EXECUTIVE
 OFFICERS OF BMC SOFTWARE, INC. IN
 CONNECTION WITH THE MERGER.

| | | | |
|---|---|--------------------|---------|
| 2 | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management Abstain | Against |
|---|---|--------------------|---------|

| | | | |
|---|---|----------------|-----|
| 3 | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management For | For |
|---|---|----------------|-----|

PRESTIGE BRANDS HOLDINGS, INC.

Security 74112D101
 Ticker Symbol PBH

| | |
|--------------|---------------------------|
| Meeting Type | Annual |
| Meeting Date | 29-Jul-2013 |
| Agenda | 933853269 - Management |

ISIN US74112D1019

Edgar Filing: GDL FUND - Form N-PX

| Item | Proposal | Type | Vote | For/Against Management |
|--|--|--------------|---------|-------------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 MATTHEW M. MANNELLY | | For | For |
| | 2 JOHN E. BYOM | | For | For |
| | 3 GARY E. COSTLEY | | For | For |
| | 4 CHARLES J. HINKATY | | For | For |
| | 5 CARL J. JOHNSON | | For | For |
| 2. | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF PRESTIGE BRANDS HOLDINGS, INC. FOR THE FISCAL YEAR ENDING MARCH 31, 2014. | Management | For | For |
| 3. | TO APPROVE AN AMENDMENT TO OUR 2005 LONG-TERM EQUITY INCENTIVE PLAN SO THAT BONUS AND EQUITY AWARDS MADE UNDER THE PLAN CAN SATISFY THE REQUIREMENTS OF "PERFORMANCE BASED" COMPENSATION WITHIN THE MEANING OF SECTION 162(M) OF THE TAX CODE. | Management | For | For |
| 4. | SAY ON PAY - AN ADVISORY VOTE ON THE RESOLUTION TO APPROVE THE COMPENSATION OF PRESTIGE BRANDS HOLDINGS, INC.'S NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| D.E. MASTER BLENDEERS 1753 N.V., UTRECHT | | | | |
| Security | N2563N109 | Meeting Type | | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | | 31-Jul-2013 |
| ISIN | NL0010157558 | Agenda | | 704624279 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1 | Opening of the general meeting | Non-Voting | | |
| 2 | Explanation of the recommended public offer by Oak Leaf B.V. (the offeror), a-company ultimately controlled by a Joh. A. Benckiser Led Investor Group, for-all issued and outstanding ordinary shares in the capital. of D.E Master-Blenders 1753 N. V. (the offer) | Non-Voting | | |
| 3 | Conditional amendment of the articles of association as per the settlement date, being the date that the transfer of the shares pursuant to the offer takes place against payment of the offer price for the shares (the settlement date) | Management | For | For |
| 4.a | | Management | For | For |

| | | | |
|-----|--|---------------|-----|
| 4.b | <p>It is proposed to appoint B. Becht as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment will be made under the condition that the public offer made by Oak Leaf BV is declared final and unconditional</p> <p>It is proposed to appoint P. Harf as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment is under the condition that the public offer made by Oak Leaf BV is declared final and unconditional</p> | ManagementFor | For |
| 4.c | <p>It is proposed to (re)appoint O. Goudet as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2: 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment is made under the condition that the public offer made by Oak Leaf BV is declared final and unconditional</p> | ManagementFor | For |
| 4.d | <p>It is proposed to appoint A. Van Damme as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2: 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment will be made under the condition that the public offer made by Oak Leaf BV will be declared final and unconditional</p> | ManagementFor | For |
| 4.e | <p>It is proposed to appoint B. Trott as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2: 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment will be made under the condition that the public offer by Oak Leaf BV is declared final and unconditional</p> | ManagementFor | For |
| 4.f | <p>It is proposed to appoint A. Santo Domingo as non-executive member of the board where all details as laid down in article 2:158 paragraph 5, section 2: 142 paragraph 3 of the Dutch civil code are available for the general meeting of shareholders. The appointment will be made under the condition that the public offer made by Oak Leaf BV is declared final and unconditional</p> | ManagementFor | For |
| 4.g | <p>It is proposed to appoint M. Cup as executive member of the board under condition that the public offer made by Oak Leaf BV is declared</p> | ManagementFor | For |

| | | | |
|-----|---|---------------|-----|
| | final and unconditional | | |
| | Conditional acceptance of resignation and granting of full and final discharge from liability for | | |
| 5.a | Mr J. Bennink in connection with his conditional resignation of the board of directors as per the settlement date | ManagementFor | For |
| | Conditional acceptance of resignation and granting of full and final discharge from liability for | | |
| 5.b | Mr N.R. Sorensen-Valdez in connection with his conditional resignation of the board of directors as per the settlement date | ManagementFor | For |
| | Conditional acceptance of resignation and granting of full and final discharge from liability for | | |
| 5.c | Mrs M.M.M. Corrales in connection with her conditional resignation of the board of directors as per the settlement date | ManagementFor | For |
| | Conditional acceptance of resignation and granting of full and final discharge from liability for | | |
| 5.d | Mrs G.J.M. Picaud in connection with her conditional resignation of the board of directors as per the settlement date | ManagementFor | For |
| | Conditional acceptance of resignation and granting of full and final discharge from liability for | | |
| 5.e | Mrs S.E. Taylor in connection with her conditional resignation of the board of directors as per the settlement date | ManagementFor | For |
| | Conditional granting of full and final discharge from liability for Mr A. Illy, in connection with his functioning as non-executive director until the date of this extraordinary general meeting of shareholders, effective as from the settlement date | | |
| 6.a | | ManagementFor | For |
| | Conditional granting of full and final discharge from liability for Mr R. Zwartendijk, in connection with his functioning as non-executive director until the date of this extraordinary general meeting of shareholders, effective as from the settlement date | | |
| 6.b | | ManagementFor | For |
| | Granting of full and final discharge from liability for Mr C.J.A. Van Lede in connection with his functioning as non-executive director until the date of his resignation, being February 27, 2013 | | |
| 7.a | | ManagementFor | For |
| | Granting of full and final discharge from liability for Mr M.J. Herkemij in connection with his functioning as executive director until the date of his resignation, being December 31, 2012 | | |
| 7.b | | ManagementFor | For |

| | | | | |
|---------------|---|--------------|---------|------------------------|
| 8 | Conditional triangular legal merger with Oak Sub B.V. (as acquiring company) and new Oak B.V. (as group company of the acquiring company) in accordance with the merger proposals as drawn up by the boards of directors of the merging companies, subject to the conditions that (i) the offer is declared unconditional, (ii) the acceptance level immediately after the post-closing acceptance period is at least 80 percent but less than 95 percent of all shares in the share capital of the company on a fully diluted basis and (iii) the offeror resolves to pursue the post-closing merger and liquidation | Management | For | For |
| 9 | Any other business | Non-Voting | | |
| 10 | Closing of the general meeting | Non-Voting | | |
| DELL INC. | | | | |
| Security | 24702R101 | Meeting Type | | Contested-Special |
| Ticker Symbol | DELL | Meeting Date | | 02-Aug-2013 |
| ISIN | US24702R1014 | Agenda | | 933841707 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 5, 2013, BY AND AMONG DENALI HOLDING INC., DENALI INTERMEDIATE INC., DENALI ACQUIROR INC. AND DELL INC., AS IT MAY BE AMENDED FROM TIME TO TIME. PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF DELL INC. | Management | For | For |
| 2. | IN CONNECTION WITH THE MERGER, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management | Abstain | Against |
| 3. | ACXIOM CORPORATION | Management | For | For |
| Security | 005125109 | Meeting Type | | Annual |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | ACXM | Meeting Date | 06-Aug-2013 |
| ISIN | US0051251090 | Agenda | 933849309 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: RICHARD P. FOX | Management | For | For |
| 1.2 | ELECTION OF DIRECTOR: JERRY D. GRAMAGLIA | Management | For | For |
| 1.3 | ELECTION OF DIRECTOR: CLARK M. KOKICH | Management | For | For |
| 2. | AMENDMENT AND RESTATEMENT OF THE COMPANY'S 2005 EQUITY COMPENSATION PLAN AND REAPPROVAL OF THE PLAN'S PERFORMANCE GOALS. | Management | Abstain | Against |
| 3. | ADVISORY (NON-BINDING) VOTE TO APPROVE THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 4. | RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANT. | Management | For | For |

FISHER COMMUNICATIONS, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 337756209 | Meeting Type | Special |
| Ticker Symbol | FSCI | Meeting Date | 06-Aug-2013 |
| ISIN | US3377562091 | Agenda | 933854475 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1. | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 11, 2013, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG FISHER COMMUNICATIONS, INC., SINCLAIR BROADCAST GROUP, INC. AND SINCLAIR TELEVISION OF SEATTLE, INC. | Management | For | For |
| 2. | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR ADVISABLE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE AGREEMENT AND PLAN OF MERGER. | Management | For | For |
| 3. | TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION DISCLOSED IN THE PROXY STATEMENT THAT MAY BE PAYABLE TO FISHER COMMUNICATIONS, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE CONSUMMATION OF THE MERGER. | Management | For | For |

AMERICAN GREETINGS CORPORATION

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 026375105 | Meeting Type | Special |
| Ticker Symbol | AM | Meeting Date | 07-Aug-2013 |
| ISIN | US0263751051 | Agenda | 933857546 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | TO CONSIDER & VOTE ON A PROPOSAL TO ADOPT AGREEMENT & PLAN OF MERGER, DATED AS OF MARCH 29, 2013 & AMENDED ON JULY 3, 2013 (AS SO AMENDED, "MERGER AGREEMENT"), BY AND AMONG CENTURY INTERMEDIATE HOLDING COMPANY, A DELAWARE CORPORATION ("PARENT"), CENTURY MERGER COMPANY, AN OHIO CORPORATION AND WHOLLY OWNED SUBSIDIARY OF PARENT, AND AMERICAN GREETINGS CORPORATION. TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED COMPENSATION | Management | Against | Against |
| 2. | THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF AMERICAN GREETINGS CORPORATION IN CONNECTION WITH THE MERGER. TO APPROVE ADJOURNMENT OF SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT TIME OF SPECIAL MEETING TO OBTAIN COMPANY | Management | Abstain | Against |
| 3. | SHAREHOLDER APPROVAL (AS DEFINED IN ENCLOSED PROXY STATEMENT) OF MERGER AGREEMENT OR OBTAIN MAJORITY OF MINORITY SHAREHOLDER APPROVAL (AS DEFINED IN ENCLOSED PROXY STATEMENT) OF MERGER AGREEMENT. | Management | Against | Against |

MAXYGEN, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 577776107 | Meeting Type | Annual |
| Ticker Symbol | MAXY | Meeting Date | 12-Aug-2013 |
| ISIN | US5777761074 | Agenda | 933852875 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1. | TO APPROVE THE VOLUNTARY DISSOLUTION AND LIQUIDATION OF MAXYGEN PURSUANT TO A PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION IN SUBSTANTIALLY THE FORM ATTACHED | Management | For | For |

| | | | | |
|---|--|--------------|---------|----------------------------------|
| TO THE ACCOMPANYING PROXY STATEMENT AS APPENDIX A. TO GRANT DISCRETIONARY AUTHORITY TO THE BOARD OF DIRECTORS TO ADJOURN THE ANNUAL MEETING, EVEN IF A QUORUM IS PRESENT, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE INSUFFICIENT SHARES PRESENT IN PERSON OR BY PROXY VOTING IN FAVOR OF THE DISSOLUTION AND LIQUIDATION OF THE COMPANY PURSUANT TO THE PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION. | | | | |
| 2. | | Management | For | For |
| 3. | DIRECTOR | Management | | |
| | 1 LOUIS G. LANGE | | For | For |
| | 2 KENNETH B. LEE, JR. | | For | For |
| | 3 ERNEST MARIO | | For | For |
| | 4 GORDON RINGOLD | | For | For |
| | 5 ISAAC STEIN | | For | For |
| 4. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF MAXYGEN FOR THE FISCAL YEAR ENDING DECEMBER 31, 2013. | Management | For | For |
| 5. | ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION. STONESOFT CORP, HELSINKI | Management | Abstain | Against |
| Security | X86593104 | Meeting Type | | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | | 13-Aug-2013 |
| ISIN | FI0009801302 | Agenda | | 704639775 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| CMMT | MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT | Non-Voting | | |

SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED

| | | |
|---|--|---------------------|
| 1 | Opening of the meeting | Non-Voting |
| 2 | Calling the meeting to order | Non-Voting |
| 3 | Election of persons to scrutinize the minutes and to supervise the counting-of votes | Non-Voting |
| 4 | Recording the legality of the meeting | Non-Voting |
| 5 | Recording the attendance at the meeting and adoption of the list of votes | Non-Voting |
| 6 | Resolution on the remuneration of the members of the board of directors: McAfee Suomi Funding LLC owning more than 95 pct of all the shares and voting rights proposes that no remuneration would be paid to the members of the board of directors | ManagementNo Action |
| 7 | Resolution on the number of the members of the board of directors: the above shareholder proposes that the number of the members of the board of directors would be fixed to three (3) | ManagementNo Action |
| 8 | Changing the composition of the board: the above shareholder proposes that the current members of the board of directors will be replaced with the following persons to be elected as new members of the board of directors: Daniel F. Vaughn, Louis Riley and John Kearns | ManagementNo Action |
| 9 | Closing of the meeting | Non-Voting |

"THE BOARD DOES NOT MAKE ANY CMMT RECOMMENDATION ON RESOLUTIONS 6, 7 AND 8"

PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN TEXT OF RESOLUTIONS 6 TO-8. IF YOU HAVE ALREADY SENT IN CMMT YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FOR-M UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

STEWART ENTERPRISES, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 860370105 | Meeting Type | Special |
| Ticker Symbol | STEI | Meeting Date | 13-Aug-2013 |
| ISIN | US8603701058 | Agenda | 933859413 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1. | TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 28, 2013, BY AND AMONG SERVICE CORPORATION | Management | For | For |

INTERNATIONAL, RIO ACQUISITION CORP.
AND STEWART ENTERPRISES, INC.
("STEWART") (AS SUCH AGREEMENT MAY
BE
AMENDED FROM TIME TO TIME).
TO APPROVE, ON A NON-BINDING,
ADVISORY BASIS, CERTAIN
COMPENSATION

| | | | | |
|----|---|------------|-----|-----|
| 2. | THAT MAY BE PAID OR BECOME PAYABLE TO STEWART'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER. | Management | For | For |
|----|---|------------|-----|-----|

| | | | | |
|----|--|------------|-----|-----|
| 3. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES TO APPROVE THE MERGER AGREEMENT IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER AGREEMENT. | Management | For | For |
|----|--|------------|-----|-----|

BUCKEYE TECHNOLOGIES INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 118255108 | Meeting Type | Special |
| Ticker Symbol | BKI | Meeting Date | 15-Aug-2013 |
| ISIN | US1182551085 | Agenda | 933857697 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | TO ADOPT THE MERGER AGREEMENT. TO ADJOURN THE SPECIAL MEETING, IF NECESSARY AND APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE | Management | Against | Against |
| 2. | ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management | Against | Against |
| 3. | TO APPROVE A NON-BINDING ADVISORY PROPOSAL TO APPROVE THE MERGER-RELATED COMPENSATION PAYABLE TO OUR NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |

MARKET LEADER INC

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 57056R103 | Meeting Type | Special |
| Ticker Symbol | LEDR | Meeting Date | 16-Aug-2013 |
| ISIN | US57056R1032 | Agenda | 933859576 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1. | PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 7, 2013 BY AND AMONG MARKET LEADER, | Management | For | For |

| | | | | |
|--|---|------------|--------------------|------------------------|
| <p>TRULIA, INC., AND MARINER ACQUISITION CORP. ("MERGER AGREEMENT"). PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION PAYABLE TO THE MARKET</p> | | | | |
| 2. | | | Management Abstain | Against |
| <p>LEADER, INC.'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. PROPOSAL TO ADJOURN THE SPECIAL MEETING TO SOLICIT ADDITIONAL PROXIES</p> | | | | |
| 3. | | | Management For | For |
| <p>IN FAVOR OF THE PROPOSAL TO APPROVE THE MERGER AGREEMENT IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO APPROVED THE MERGER AGREEMENT.</p> | | | | |
| <p>KEYNOTE SYSTEMS, INC.</p> | | | | |
| Security | 493308100 | | Meeting Type | Special |
| Ticker Symbol | KEYN | | Meeting Date | 21-Aug-2013 |
| ISIN | US4933081006 | | Agenda | 933860543 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | <p>TO CONSIDER & VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT & PLAN OF MERGER, (AS IT MAY BE AMENDED FROM TIME TO TIME IN ACCORDANCE WITH ITS TERMS), PURSUANT TO WHICH HAWAII MERGER CORP, INC., A WHOLLY-OWNED SUBSIDIARY OF HAWAII PARENT CORP, INC.,</p> <p>WILL MERGE WITH & INTO THE COMPANY, WITH THE COMPANY SURVIVING THE MERGER AS A WHOLLY-OWNED SUBSIDIARY OF HAWAII PARENT CORP., INC.</p> | Management | For | For |
| 2. | <p>TO CONSIDER AND VOTE ON A PROPOSAL TO APPROVE THE NON-BINDING APPROVAL REGARDING THE COMPENSATION ARRANGEMENTS OF CERTAIN EXECUTIVES.</p> | Management | For | For |
| 3. | <p>TO VOTE TO ADJOURN THE SPECIAL MEETING IF NECESSARY OR APPROPRIATE (E.G., TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ESTABLISH A QUORUM OR TO COMPLY</p> | Management | For | For |

WITH APPLICABLE LAW OR ORDER OR A
REQUEST FROM THE SEC OR ITS STAFF).

LIFE TECHNOLOGIES CORPORATION

Security 53217V109
Ticker Symbol LIFE

Meeting Type Special
Meeting Date 21-Aug-2013
Agenda 933860973 -
Management

ISIN US53217V1098

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 01 | TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 14, 2013 (THE "MERGER AGREEMENT"), BY AND AMONG LIFE TECHNOLOGIES CORPORATION (THE "COMPANY"), THERMO FISHER SCIENTIFIC INC., AND POLPIS MERGER SUB CO. | Management | For | For |
| 02 | TO CONSIDER AND VOTE ON A NON-BINDING, ADVISORY PROPOSAL TO APPROVE THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH, OR FOLLOWING, THE CONSUMMATION OF THE MERGER. | Management | Abstain | Against |
| 03 | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management | For | For |

AMERICAN SAFETY INSURANCE HOLDINGS, LTD

Security G02995101
Ticker Symbol ASI

Meeting Type Special
Meeting Date 26-Aug-2013
Agenda 933859728 -
Management

ISIN BMG029951016

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1. | TO APPROVE & ADOPT THE AGREEMENT & PLAN OF MERGER, AMONG FAIRFAX FINANCIAL HOLDINGS LIMITED, FAIRFAX BERMUDA HOLDINGS LTD. & THE COMPANY, INCLUDING THE BERMUDA MERGER AGREEMENT SET FORTH ON EXHIBIT A THERETO, ("MERGER AGREEMENT") & TO APPROVE MERGER OF COMPANY & FAIRFAX BERMUDA HOLDINGS LTD. ("MERGER") | Management | For | For |

UPON THE TERMS & CONDITIONS SET FORTH IN THE MERGER AGREEMENT. TO APPROVE AN ADJOURNMENT OR RECESS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE IN THE VIEW

2. OF THE CHAIRMAN OF THE SPECIAL MEETING, TO ALLOW THE BOARD TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO APPROVE & ADOPT THE MERGER AGREEMENT & TO APPROVE THE MERGER IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT.

Management For For

3. TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE AGREEMENTS OR UNDERSTANDINGS WITH, AND ITEMS OF COMPENSATION PAYABLE TO, OR WHICH MAY BECOME PAYABLE TO, THE COMPANY'S NAMED EXECUTIVE EXECUTIVE OFFICERS THAT ARE BASED ON OR OTHERWISE RELATE TO THE MERGER.

Management Abstain Against

MET-PRO CORPORATION

Security 590876306

Ticker Symbol MPR

ISIN US5908763064

Meeting Type

Meeting Date

Agenda

Special

26-Aug-2013

933862814 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED APRIL 21, 2013 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), AMONG CECO ENVIRONMENTAL CORP., MUSTANG ACQUISITION INC., A WHOLLY-OWNED SUBSIDIARY OF CECO, MUSTANG ACQUISITION II INC., A SEPARATE WHOLLY-OWNED SUBSIDIARY OF CECO, AND MET-PRO CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. NON-BINDING ADVISORY VOTE TO APPROVE | Management | For | For |
| 2. | THE MERGER-RELATED COMPENSATION THAT MAY BECOME PAYABLE TO MET-PRO'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGERS. | Management | Abstain | Against |

| | | | | |
|-----------------|---|--------------|-------------------------------|------------------------|
| 3. | TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE MET-PRO SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO, AMONG OTHER REASONS, SOLICIT ADDITIONAL PROXIES. | Management | For | For |
| MULTIBAND CORP. | | | | |
| Security | 62544X209 | Meeting Type | Special | |
| Ticker Symbol | MBND | Meeting Date | 29-Aug-2013 | |
| ISIN | US62544X2099 | Agenda | 933862763 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE THE MERGER AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 21, 2013, BY AND AMONG THE COMPANY, GOODMAN NETWORKS INCORPORATED, AND MANATEE MERGER SUB CORPORATION, A WHOLLY-OWNED SUBSIDIARY OF GOODMAN NETWORKS INCORPORATED. | Management | For | For |
| 2. | TO CAST A NONBINDING ADVISORY VOTE TO APPROVE THE "GOLDEN PARACHUTE" COMPENSATION THAT MAY BE PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER. | Management | Abstain | Against |
| 3. | TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE ONE OR MORE ADJOURNMENTS OR POSTPONEMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES TO APPROVE THE PROPOSAL TO APPROVE THE MERGER AND ADOPT THE MERGER AGREEMENT. | Management | For | For |
| COPEINCA ASA | | | | |
| Security | R15888119 | Meeting Type | ExtraOrdinary General Meeting | |
| Ticker Symbol | | Meeting Date | 02-Sep-2013 | |
| ISIN | NO0010352412 | Agenda | 704696965 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| | CMMT IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS | Non-Voting | | |

REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE
 MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL

CMMT NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED
 SHARES HELD IN AN OMNIBUS/NOMINEE ACCOUNT NEED TO BE RE-REGISTERED IN THE-BENEFICIAL OWNERS NAME TO BE ALLOWED TO VOTE AT MEETINGS. SHARES WILL BE-TEMPORARILY TRANSFERRED TO

CMMT A SEPARATE ACCOUNT IN THE BENEFICIAL OWNER'S NAME-ON THE PROXY DEADLINE AND TRANSFERRED BACK TO THE OMNIBUS/NOMINEE ACCOUNT THE-DAY AFTER THE MEETING.

CMMT BLOCKING SHOULD ALWAYS BE APPLIED, RECORD DATE OR NOT.

- | | | |
|---|---|------------------------------------|
| 1 | Election of a person to chair the Extraordinary General Meeting | Non-Voting Management No Action |
| 2 | Approval of the Notice and Agenda of the Extraordinary General Meeting | Non-Voting Management No Action |
| 3 | Election of one person to co-sign the Minutes | Non-Voting Management No Action |
| 4 | Election of a new Board of Directors: The proposed new composition of the Board of Directors of the Company will be provided ahead of the general meeting. The resolution to elect a new Board of Directors will be made subject to Grand Success Investment (Singapore) Private Limited having consummated the voluntary offer, and thus being the owner of more than 90% of the outstanding shares in the Company | Non-Voting Management No Action |
| 5 | Determination of remuneration to resigning members of the Board of Directors: It is proposed that the Extraordinary General Meeting approves the remuneration of the resigning Directors based | Non-Voting Management No Action |

on actual service time since the last Annual General Meeting and in accordance with the resolution made on 12 April 2013 by the Ordinary General Meeting regarding the remuneration of the Board of Directors

CMMT PLEASE BE AWARE THAT SHAREHOLDERS WHO HAVE ACCEPTED THE RECENT TENDER OFFER, WILL NOT BE ABLE TO VOTE FOR THE SHARES AT THE MEETING PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT. IF YOU HAVE ALREADY SENT IN

CMMT YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

CML HEALTHCARE INC.

Security 12582Q103

Ticker Symbol CMHIF

ISIN CA12582Q1037

Meeting Type

Meeting Date

Agenda

Special

03-Sep-2013

933864262 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01 | <p>TO APPROVE THE SPECIAL RESOLUTION ATTACHED AS APPENDIX A TO THE MANAGEMENT INFORMATION CIRCULAR OF CML HEALTHCARE INC. DATED JULY 22, 2013, TO APPROVE A PLAN OF ARRANGEMENT PURSUANT TO SECTION 182 OF THE BUSINESS CORPORATIONS ACT (ONTARIO), INVOLVING CML HEALTHCARE INC., LIFELABS ONTARIO INC. AND THE SHAREHOLDERS OF CML HEALTHCARE INC., ALL AS MORE PARTICULARLY DESCRIBED IN SAID MANAGEMENT INFORMATION CIRCULAR.</p> | Management | For | For |

DELL INC.

Security 24702R101

Ticker Symbol DELL

ISIN US24702R1014

Meeting Type

Meeting Date

Agenda

Contested-Special

12-Sep-2013

933846505 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|
|------|----------|------|------|------------------------|

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|--------------|------------------------|------------------------|
| 1. | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 5, 2013, BY AND AMONG DENALI HOLDING INC., DENALI INTERMEDIATE INC., DENALI ACQUIROR INC. AND DELL INC., AS IT MAY BE AMENDED FROM TIME TO TIME. PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF DELL INC. IN CONNECTION WITH THE MERGER, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management | For | For |
| 2. | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management | Abstain | Against |
| 3. | TARO PHARMACEUTICAL INDUSTRIES LTD. Security M8737E108 Ticker Symbol TARO ISIN IL0010827181 | Meeting Type | Annual | |
| | | Meeting Date | 12-Sep-2013 | |
| | | Agenda | 933865024 - Management | |
| 1. | APPROVAL OF THE COMPANY'S COMPENSATION POLICY UNDER THE REQUIREMENTS OF THE ISRAELI COMPANIES LAW 5759-1999 | Management | For | For |
| 2. | DIRECTOR | Management | | |
| | 1 DILIP SHANGHVI | | For | For |
| | 2 S. KALYANASUNDARAM | | For | For |
| | 3 SUDHIR VALIA | | For | For |
| | 4 JAMES KEDROWSKI | | For | For |
| | 5 DOV PEKELMAN | | For | For |
| 3. | APPROVAL & RATIFICATION OF REMUNERATION OF MR. DILIP SHANGHVI, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT | Management | For | For |
| 4. | APPROVAL & RATIFICATION OF REMUNERATION OF MR. SUDHIR VALIA, ALL | Management | For | For |

| | | | | |
|------------|--|--------------------|------------------------|------------------------|
| 5. | AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT RATIFICATION OF REMUNERATION OF MR. SUBRAMANIAN KALYANASUNDARAM, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT | Management For | For | |
| 6. | APPROVAL & RATIFICATION OF REMUNERATION FOR MR. JAMES KEDROWSKI, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT | Management For | For | |
| 7A. | ELECTION OF MRS. ILANA AVIDOV MOR TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR | Management For | For | |
| 7B. | ELECTION OF MR. DAN BIRAN TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR | Management For | For | |
| 8A. | ELECTION OF MR. BEN-AMI ROSENFELD TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR | Management | | |
| 8B. | ELECTION OF MS. ADI BERSHADSKY TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR | Management | | |
| 9. | APPROVAL OF A SPECIAL BONUS TO MR. JAMES KEDROWSKI IN THE AMOUNT OF USD 500,000 | Management For | For | |
| 10. | APPOINTMENT OF ZIV HAFT CERTIFIED PUBLIC ACCOUNTANTS (ISRAEL), A BDO MEMBER FIRM, AS COMPANY'S INDEPENDENT AUDITORS | Management For | For | |
| STEC, INC. | | | | |
| | Security 784774101 | Meeting Type | Special | |
| | Ticker Symbol STEC | Meeting Date | 12-Sep-2013 | |
| | ISIN US7847741011 | Agenda | 933865860 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | PROPOSAL TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 23, 2013, BY AND AMONG WESTERN DIGITAL CORPORATION, LODI VENTURES, INC. AND STEC, INC. | Management For | For | |
| 2. | PROPOSAL TO APPROVE, SOLELY ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION ARRANGEMENTS FOR STEC'S NAMED EXECUTIVE OFFICERS IN | Management Abstain | Against | |

| | | | | |
|--|---|--------------|------------------------|------------------------|
| CONNECTION WITH THE COMPLETION OF THE MERGER. | | | | |
| PROPOSAL TO APPROVE ADJOURNMENTS OF THE SPECIAL MEETING, IF DETERMINED NECESSARY OR APPROPRIATE BY STEC, TO FACILITATE THE APPROVAL AND ADOPTION | | | | |
| 3. | OF THE MERGER AGREEMENT, INCLUDING PERMITTING THE SOLICITATION OF ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE AND ADOPT THE MERGER AGREEMENT. | Management | For | For |
| DELL INC. | | | | |
| Security | 24702R101 | Meeting Type | Contested-Special | |
| Ticker Symbol | DELL | Meeting Date | 12-Sep-2013 | |
| ISIN | US24702R1014 | Agenda | 933868347 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 5, 2013, AS AMENDED ON AUGUST 2, 2013, BY AND AMONG DENALI HOLDING INC., DENALI INTERMEDIATE INC., DENALI ACQUIROR INC. AND DELL INC., AS IT MAY BE FURTHER AMENDED FROM TIME TO TIME. | Management | For | For |
| 2. | PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF DELL INC. IN CONNECTION WITH THE MERGER, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management | Abstain | Against |
| 3. | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management | For | For |
| DELL INC. | | | | |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 24702R101 | Meeting Type | Contested-Special |
| Ticker Symbol | DELL | Meeting Date | 12-Sep-2013 |
| ISIN | US24702R1014 | Agenda | 933868373 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 5, 2013, AS AMENDED ON AUGUST 2, 2013, BY AND AMONG DENALI HOLDING INC., DENALI INTERMEDIATE INC., DENALI ACQUIROR INC. AND DELL INC., AS IT MAY BE FURTHER AMENDED FROM TIME TO TIME. | Management | For | For |
| 2. | PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF DELL INC. IN CONNECTION WITH THE MERGER, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. | Management | Abstain | Against |
| 3. | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management | For | For |

SHOPPERS DRUG MART CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 82509W103 | Meeting Type | Special |
| Ticker Symbol | SHDMF | Meeting Date | 12-Sep-2013 |
| ISIN | CA82509W1032 | Agenda | 933868753 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01 | THE SPECIAL RESOLUTION (THE "ARRANGEMENT RESOLUTION"), THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX C TO THE MANAGEMENT PROXY CIRCULAR OF THE CORPORATION DATED AUGUST 12, 2013 (THE "CIRCULAR"), APPROVING AN | Management | For | For |

ARRANGEMENT PURSUANT TO SECTION
192
OF THE CANADA BUSINESS
CORPORATIONS
ACT TO EFFECT, AMONG OTHER THINGS,
THE ACQUISITION BY LOBLAW
COMPANIES
LIMITED OF ALL THE OUTSTANDING
COMMON SHARES OF THE CORPORATION,
ALL AS MORE PARTICULARLY DESCRIBED
IN
THE CIRCULAR.

SMITHFIELD FOODS, INC.

Security 832248108

Ticker Symbol SFD

ISIN US8322481081

Meeting Type

Meeting Date

Agenda

Special

24-Sep-2013

933870049 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|---------------------------|
| 1. | PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 28, 2013, AMONG SMITHFIELD FOODS, INC., SHUANGHUI INTERNATIONAL HOLDINGS LIMITED AND SUN MERGER SUB, INC., THE RELATED PLAN OF MERGER AND THE MERGER. | Management | For | For |
| 2. | PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION THAT WILL OR MAY BE PAID BY SMITHFIELD FOODS, INC. TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Management | Abstain | Against |
| 3. | PROPOSAL TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF SHAREHOLDERS OF SMITHFIELD FOODS, INC., IF NECESSARY OR APPROPRIATE, FOR THE PURPOSE OF SOLICITING ADDITIONAL VOTES FOR THE APPROVAL OF THE MERGER AGREEMENT, THE RELATED PLAN OF MERGER AND THE MERGER. | Management | For | For |

BELO CORP.

Security 080555105

Ticker Symbol BLC

ISIN US0805551050

Meeting Type

Meeting Date

Agenda

Special

25-Sep-2013

933869262 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

- | | | | |
|----|--|--------------------|---------|
| 1. | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 12, 2013, BY AND AMONG THE COMPANY, GANNETT CO., INC. AND DELTA ACQUISITION CORP. APPROVAL, ON AN ADVISORY (NON-BINDING) BASIS, OF THE COMPENSATION THAT MAY BE PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF THE COMPANY IN CONNECTION WITH THE MERGER. | Management For | For |
| 2. | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE, IF NECESSARY OR APPROPRIATE, IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER. | Management Abstain | Against |
| 3. | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE, IF NECESSARY OR APPROPRIATE, IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER. | Management For | For |

NV ENERGY, INC.

Security 67073Y106

Ticker Symbol NVE

ISIN US67073Y1064

Meeting Type

Meeting Date

Agenda

Special

25-Sep-2013

933870936 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|--------------------|---------|------------------------|
| 1. | APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 29, 2013, BY AND AMONG MIDAMERICAN ENERGY HOLDINGS COMPANY, AN IOWA CORPORATION, SILVER MERGER SUB, INC., A NEVADA CORPORATION AND WHOLLY OWNED SUBSIDIARY OF MIDAMERICAN AND NV ENERGY, INC., A NEVADA CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT. THE PROPOSAL TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO NVE'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Management For | For | For |
| 2. | THE PROPOSAL TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO NVE'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Management Abstain | Against | Against |
| 3. | THE PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR TIME IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE APPROVAL OF THE AGREEMENT AND PLAN OF MERGER IF THERE ARE NOT SUFFICIENT VOTES FOR APPROVAL OF THE AGREEMENT AND PLAN OF MERGER AT | Management For | For | For |

THE
SPECIAL MEETING.

STERLING BANCORP

Security 859158107

Ticker Symbol STL

ISIN US8591581074

Meeting Type

Meeting Date

Agenda

Annual

26-Sep-2013

933868018 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|---------------------------|
| 1. | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 3, 2013, BY AND BETWEEN STERLING BANCORP AND PROVIDENT NEW YORK BANCORP | Management | For | For |
| 2. | APPROVAL OF THE ADJOURNMENT OF THE STERLING ANNUAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE STERLING MERGER PROPOSAL | Management | For | For |
| 3. | ADVISORY APPROVAL OF THE COMPENSATION THAT CERTAIN EXECUTIVE OFFICERS OF STERLING MAY RECEIVE IN CONNECTION WITH THE MERGER PURSUANT TO EXISTING AGREEMENTS OR ARRANGEMENTS WITH STERLING | Management | For | For |
| 4. | DIRECTOR | Management | | |
| | 1 ROBERT ABRAMS | | For | For |
| | 2 JOSEPH M. ADAMKO | | For | For |
| | 3 LOUIS J. CAPPELLI | | For | For |
| | 4 FERNANDO FERRER | | For | For |
| | 5 ALLAN F. HERSHFIELD | | For | For |
| | 6 HENRY J. HUMPHREYS | | For | For |
| | 7 JAMES B. KLEIN | | For | For |
| | 8 ROBERT W. LAZAR | | For | For |
| | 9 CAROLYN JOY LEE | | For | For |
| | 10 JOHN C. MILLMAN | | For | For |
| | 11 EUGENE T. ROSSIDES | | For | For |
| 5. | ADVISORY APPROVAL OF THE COMPENSATION OF STERLING'S NAMED EXECUTIVE OFFICERS | Management | For | For |
| 6. | RATIFICATION OF THE APPOINTMENT OF CROWE HORWATH LLP AS STERLING'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2013 | Management | For | For |
| 7. | APPROVAL OF THE PROPOSED 2013 EQUITY INCENTIVE PLAN | Management | For | For |

COLONIAL PROPERTIES TRUST

Security 195872106

Ticker Symbol CLP

Meeting Type

Meeting Date

Special

27-Sep-2013

Edgar Filing: GDL FUND - Form N-PX

| ISIN | US1958721060 | Agenda | | 933872738 - Management |
|------------------------------|--|--------------|---------|------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | APPROVE & ADOPT THE AGREEMENT & PLAN OF MERGER, DATED AS OF JUNE 3, 2013, AS IT MAY BE AMENDED OR MODIFIED FROM TIME-TO-TIME (THE "MERGER AGREEMENT"), BY & AMONG MID-AMERICA APARTMENT COMMUNITIES, INC., COLONIAL PROPERTIES TRUST, MID-AMERICA APARTMENTS, L.P., MARTHA MERGER SUB, LP & COLONIAL REALTY LIMITED PARTNERSHIP, PARENT MERGER PURSUANT TO PLAN OF MERGER. | Management | For | For |
| 2. | TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION PAYABLE TO CERTAIN EXECUTIVE OFFICERS OF COLONIAL IN CONNECTION WITH THE PARENT MERGER. | Management | Abstain | Against |
| 3. | TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING ADJOURNMENTS TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OF PROPOSAL 1. | Management | For | For |
| COOPER TIRE & RUBBER COMPANY | | | | |
| Security | 216831107 | Meeting Type | | Special |
| Ticker Symbol | CTB | Meeting Date | | 30-Sep-2013 |
| ISIN | US2168311072 | Agenda | | 933875811 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 12, 2013, BY AND AMONG COOPER TIRE & RUBBER COMPANY, APOLLO (MAURITIUS) HOLDINGS PVT. LTD., APOLLO TYRES B.V., A WHOLLY OWNED SUBSIDIARY OF APOLLO (MAURITIUS) HOLDINGS PVT. LTD., AND APOLLO ACQUISITION CORP., A WHOLLY OWNED SUBSIDIARY OF APOLLO TYRES B.V. | Management | For | For |
| 2. | | Management | Abstain | Against |

APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION TO BE PAID TO COOPER TIRE & RUBBER COMPANY'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.

APPROVE ADJOURNMENTS OF THE SPECIAL

| | | | |
|----|---|----------------|-----|
| 3. | MEETING, IF NECESSARY TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management For | For |
|----|---|----------------|-----|

KONINKLIJKE KPN NV, DEN HAAG

| | | | |
|---------------|--------------|--------------|----------------------------------|
| Security | N4297B146 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 02-Oct-2013 |
| ISIN | NL0000009082 | Agenda | 704700841 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|----------------|------|---------------------------|
| 1 | Opening and announcements | Non-Voting | | |
| 2 | Sale of E-Plus | Management For | | For |
| 3.a | Adjustment factor relating to LTI plans | Management For | | For |
| 3.b | Retention bonus for Mr Dirks | Management For | | For |
| 4 | Any other business and closure of the meeting PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN NUMBERING. IF YOU HAVE AL-READY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECI-DE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU. | Non-Voting | | |

HARRIS TEETER SUPERMARKETS, INC.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 414585109 | Meeting Type | Special |
| Ticker Symbol | HTSI | Meeting Date | 03-Oct-2013 |
| ISIN | US4145851097 | Agenda | 933872081 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|--------------------|------|---------------------------|
| 1 | APPROVAL OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 8, 2013, AMONG HARRIS TEETER SUPERMARKETS, INC., THE KROGER CO. AND HORNET ACQUISITION, INC. | Management For | | For |
| 2 | APPROVAL, ON A NON-BINDING, ADVISORY BASIS, OF COMPENSATION THAT WILL OR | Management Abstain | | Against |

3 MAY BE PAID BY HARRIS TEETER SUPERMARKETS, INC. TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. APPROVAL OF AN ADJOURNMENT OF THE SPECIAL MEETING OF SHAREHOLDERS OF HARRIS TEETER SUPERMARKETS, INC., IF NECESSARY OR APPROPRIATE, FOR THE PURPOSE OF SOLICITING ADDITIONAL VOTES FOR THE APPROVAL OF THE MERGER PROPOSAL.

Management For For

MAIDENFORM BRANDS, INC.
 Security 560305104 Meeting Type Special
 Ticker Symbol MFB Meeting Date 03-Oct-2013
 ISIN US5603051047 Agenda 933874035 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|
|------|----------|------|------|------------------------|

| | | | | |
|----|---|------------|-----|-----|
| 1. | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 23, 2013, AS IT MAY BE AMENDED FROM TIME TO TIME, AMONG MAIDENFORM BRANDS, INC., HANESBRANDS INC. AND GENERAL MERGER SUB INC. (THE "MERGER AGREEMENT"). | Management | For | For |
|----|---|------------|-----|-----|

| | | | | |
|----|--|------------|-----|-----|
| 2. | TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS, INCLUDING IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO APPROVE AND ADOPT THE MERGER AGREEMENT IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO APPROVE AND ADOPT THE MERGER AGREEMENT. | Management | For | For |
|----|--|------------|-----|-----|

| | | | | |
|----|---|------------|---------|---------|
| 3. | TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION THAT WILL OR MAY BE PAID BY MAIDENFORM BRANDS, INC. TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Management | Abstain | Against |
|----|---|------------|---------|---------|

SOURCEFIRE, INC.
 Security 83616T108 Meeting Type Special
 Ticker Symbol FIRE Meeting Date 07-Oct-2013
 ISIN US83616T1088 Agenda 933877334 - Management

| Item | Proposal | Type | Vote |
|------|----------|------|------|
|------|----------|------|------|

For/Against
Management

- | | | | |
|----|--|----------------|-----|
| 1. | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 22, 2013 BY AND AMONG CISCO SYSTEMS, INC., SHASTA ACQUISITION CORP. AND SOURCEFIRE, INC., AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME. | Management For | For |
| 2. | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management For | For |
| 3. | APPROVAL, ON AN ADVISORY (NON-BINDING) BASIS, OF THE "GOLDEN PARACHUTE" COMPENSATION ARRANGEMENTS THAT MAY BE PAID OR BECOME PAYABLE TO OUR NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER AND THE AGREEMENTS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE. | Management For | For |

KABEL DEUTSCHLAND HOLDING AG, UNTERFOEHRING B.MUEN

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | D6424C104 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 10-Oct-2013 |
| ISIN | DE000KD88880 | Agenda | 704709368 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| | ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTI-ON WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTIT-LED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUD-ED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAV-E NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT-TO THE GERMAN SECURITIES TRADING ACT | Non-Voting | | |

(WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 19 SEP 2013, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU.

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 25 SEP 2013. FURTHER INFORMATION

ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.

- | | | |
|-----|---|----------------------|
| 1. | Presentation of the financial statements and annual report for the 2012/2013 financial year with the report of the Supervisory Board, the group financial statements and group annual report as well as the report by the Board of MDs pursuant to Sections 289(4) and 315(4) of the German Commercial Code | Non-Voting |
| 2. | Resolution on the appropriation of the distributable profit of EUR 221,307,347.50 as follows: Payment of a dividend of EUR 2.50 per no-par share Ex-dividend and payable date: October 11, 2013 | Management No Action |
| 3. | Ratification of the acts of the Board of MDs | Management No Action |
| 4. | Ratification of the acts of the Supervisory Board | Management No Action |
| 5. | Appointment of auditors for the 2013/2014 financial year: Ernst + Young GmbH, Munich | Management No Action |
| 6.a | Approval of the control and profit transfer agreement with the company's wholly owned subsidiaries: Kabel Deutschland Holding Erste Beteiligungs GmbH, effective retroactively upon its entry into the commercial register | Management No Action |
| 6.b | | Management No Action |

Approval of the control and profit transfer agreement with the company's wholly owned subsidiaries: Kabel Deutschland Holding zweite Beteiligungs GmbH, effective retroactively upon its entry into the commercial register

KABEL DEUTSCHLAND HOLDING AG, UNTERFOEHRING B.MUEN

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | D6424C112 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 10-Oct-2013 |
| ISIN | DE000KD88872 | Agenda | 704709370 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|
|------|----------|------|------|------------------------|

ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 19 SEP 2013, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU.

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 25 SEP 2013. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL

Non-Voting

Non-Voting

SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE IT-EMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY A-T THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT O-N PROXYEDGE.

- | | | |
|-----|---|----------------------|
| 1. | Presentation of the financial statements and annual report for the 2012/2013 financial year with the report of the Supervisory Board, the group financial statements and group annual report as well as the report by the Board of MDs pursuant to Sections 289(4) and 315(4) of the German Commercial Code | Non-Voting |
| 2. | Resolution on the appropriation of the distributable profit of EUR 221,307,347.50 as follows: Payment of a dividend of EUR 2.50 per no-par share Ex-dividend and payable date: October 11, 2013 | Management No Action |
| 3. | Ratification of the acts of the Board of MDs | Management No Action |
| 4. | Ratification of the acts of the Supervisory Board | Management No Action |
| 5. | Appointment of auditors for the 2013/2014 financial year: Ernst & Young GmbH, Munich | Management No Action |
| 6.a | Approval of the control and profit transfer agreement with the company's wholly owned subsidiaries: Kabel Deutschland Holding Erste Beteiligungs GmbH, effective retroactively upon its entry into the commercial register | Management No Action |
| 6.b | Approval of the control and profit transfer agreement with the company's wholly owned subsidiaries: Kabel Deutschland Holding zweite Beteiligungs GmbH, effective retroactively upon its entry into the commercial register | Management No Action |

DELL INC.

Security 24702R101

Ticker Symbol DELL

ISIN US24702R1014

Meeting Type

Meeting Date

Agenda

Annual

17-Oct-2013

933881004 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1A | ELECTION OF DIRECTOR: DONALD J. CARTY | Management | For | For |
| 1B | ELECTION OF DIRECTOR: JANET F. CLARK | Management | For | For |
| 1C | ELECTION OF DIRECTOR: LAURA CONIGLIARO | Management | For | For |
| 1D | ELECTION OF DIRECTOR: MICHAEL S. DELL | Management | For | For |
| 1E | ELECTION OF DIRECTOR: KENNETH M. DUBERSTEIN | Management | For | For |
| 1F | ELECTION OF DIRECTOR: GERARD J. KLEISTERLEE | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|----|--|-------------|---------|
| 1G | ELECTION OF DIRECTOR: KLAUS S. LUFT | Management | For |
| 1H | ELECTION OF DIRECTOR: ALEX J. MANDL | Management | For |
| 1I | ELECTION OF DIRECTOR: SHANTANU NARAYEN | Management | For |
| 1J | ELECTION OF DIRECTOR: H. ROSS PEROT, JR. | Management | For |
| 2 | RATIFICATION OF SELECTION OF PRICEWATERHOUSECOOPERS LLP AS DELL INC.'S INDEPENDENT AUDITOR FOR FISCAL 2014 | Management | For |
| 3 | APPROVAL, ON AN ADVISORY BASIS, OF DELL INC.'S COMPENSATION OF ITS NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT REQUESTING THAT THE BOARD OF DIRECTORS UNDERTAKE SUCH STEPS AS MAY BE NECESSARY TO PERMIT DELL INC.'S STOCKHOLDERS TO ACT BY WRITTEN CONSENT INSTEAD OF AT A MEETING OF STOCKHOLDERS | Management | For |
| 4 | ORIGIN ENERGY LTD | Shareholder | Against |

ORIGIN ENERGY LTD

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | Q71610101 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 23-Oct-2013 |
| ISIN | AU000000ORG5 | Agenda | 704739498 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 4 AND VOTES CAST BY ANY-INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL WILL-BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT-TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE-RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED- BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL.-BY VOTING (FOR OR AGAINST) ON PROPOSAL (4), YOU ACKNOWLEDGE THAT YOU HAVE NOT-OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE-RELEVANT | Non-Voting | | |

PROPOSAL AND YOU COMPLY WITH THE
VOTING EXCLUSION.

| | | | | |
|---|---|------------|-----|-----|
| 2 | Election of Mr Bruce W D Morgan | Management | For | For |
| 3 | Re-election of Mr Gordon M Cairns | Management | For | For |
| 4 | Adoption of Remuneration Report | Management | For | For |
| 5 | Renewal of proportional takeover provisions | Management | For | For |

OPTIMER PHARMACEUTICALS, INC.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 68401H104 | Meeting Type | Special |
| Ticker Symbol | OPTR | Meeting Date | 23-Oct-2013 |
| ISIN | US68401H1041 | Agenda | 933880103 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|----|--|------------|---------|---------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 30, 2013, AS IT MAY BE AMENDED FROM TIME TO TIME, AMONG OPTIMER PHARMACEUTICALS, INC., CUBIST PHARMACEUTICALS, INC. AND PDRS CORPORATION (THE "AGREEMENT AND PLAN OF MERGER"). | Management | For | For |
| 2. | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE AGREEMENT AND PLAN OF MERGER. | Management | For | For |
| 3. | TO APPROVE, BY NON-BINDING, ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR OPTIMER PHARMACEUTICALS, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER. | Management | Abstain | Against |

WARRNAMBOOL CHEESE & BUTTER FACTORY COMPANY HOLDIN

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | Q9542N107 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 24-Oct-2013 |
| ISIN | AU000000WCB1 | Agenda | 704747851 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|--|--|------------|--|--|
| | CMMT VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 7, 8 AND VOTES CAST BY-ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE-PROPOSAL/S WILL BE | Non-Voting | | |
|--|--|------------|--|--|

DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED-BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE-"ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT-YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE-RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (7 AND 8), YOU-ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN-BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE-VOTING EXCLUSION.

| | | | | |
|---|---|------------|-----------|-----|
| 1 | Election of James Doukas as a Director | Management | For | For |
| 2 | Re-election of Kay Antony as a Director | Management | For | For |
| 3 | Election of Ray Smith as a Director | Management | For | For |
| 4 | Election of Brendan Rea as a Director | Management | For | For |
| 5 | Election of Robert Lane as a Director | Management | For | For |
| 6 | Election of Neville Fielke as a Director | Management | For | For |
| 7 | Adoption of Remuneration Report (Non binding advisory vote) | Management | No Action | |
| 8 | Issue of Performance Rights to David Lord | Management | For | For |

THE HILLSHIRE BRANDS COMPANY

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 432589109 | Meeting Type | Annual |
| Ticker Symbol | HSH | Meeting Date | 24-Oct-2013 |
| ISIN | US4325891095 | Agenda | 933876673 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1A. | ELECTION OF DIRECTOR: TODD A. BECKER | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: ELLEN L. BROTHERS | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: SEAN M. CONNOLLY | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: LAURETTE T. KOELLNER | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: CRAIG P. OMTVEDT | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: SIR IAN PROSSER | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: JONATHAN P. WARD | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: JAMES D. WHITE | Management | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS | Management | For | For |

INDEPENDENT REGISTERED PUBLIC
ACCOUNTANTS FOR FISCAL 2014.

| | | | |
|---------------|--|--------------------|----------------------------------|
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. HOGANAS AB, HOGANAS | Management Abstain | Against |
| Security | W4175J146 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 28-Oct-2013 |
| ISIN | SE0000232175 | Agenda | 704752573 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|-----------|---------------------------|
| CMMT | IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE- REPRESENTATIVE MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL | Non-Voting | | |
| CMMT | NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED PLEASE NOTE THAT NOT ALL SUB | Non-Voting | | |
| CMMT | CUSTODIANS IN SWEDEN ACCEPT ABSTAIN AS A VALID-VOTE OPTION. THANK YOU | Non-Voting | | |
| 1 | Opening the EGM and election of the Chairman of the EGM | Non-Voting | | |
| 2 | Preparing and approving the voting list | Non-Voting | | |
| 3 | Approval of the agenda | Non-Voting | | |
| 4 | Appointment of two people to verify the minutes | Non-Voting | | |
| 5 | Consideration of whether the EGM has been duly convened | Non-Voting | | |
| 6 | Establishment of the number of Board members | Management | No Action | |
| 7 | Election of the Board of Directors and Chairman of the Board | Management | No Action | |
| 8 | Proposal regarding suspension of the Annual General Meetings resolution regarding the | Management | No Action | |

9 Election Committee
Closing of the EGM Non-Voting

PLEASE NOTE THAT RESOLUTIONS 6 TO 8
ARE PROPOSED BY A SHAREHOLDER H
CMMT Intressent-er AB, THE BOARD MAKES NO Non-Voting

RECOMMENDATION ON HOW TO VOTE ON
THESE RESOLUTIONS.-THANK YOU.
4 OCT 13: PLEASE NOTE THAT THIS IS A
REVISION DUE TO ADDITION OF
COMMENT.

CMMT IF Y-OU HAVE ALREADY SENT IN YOUR Non-Voting
VOTES, PLEASE DO NOT RETURN THIS
PROXY FORM UNLES-S YOU DECIDE TO
AMEND YOUR ORIGINAL INSTRUCTIONS.
THANK YOU.

AINSWORTH LUMBER CO. LTD.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 008914202 | Meeting Type | Special |
| Ticker Symbol | ANSBF | Meeting Date | 29-Oct-2013 |
| ISIN | CA0089142024 | Agenda | 933883806 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|----|---|------------|-----|-----|
| 01 | TO CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX D TO THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR (THE "CIRCULAR"), APPROVING AN ARRANGEMENT INVOLVING LOUISIANA- PACIFIC CORPORATION PURSUANT TO DIVISION 5 OF PART 9 OF THE BUSINESS CORPORATIONS ACT (BRITISH COLUMBIA), AS AMENDED, ALL AS MORE PARTICULARLY DESCRIBED IN THE MANAGEMENT PROXY CIRCULAR. | Management | For | For |
|----|---|------------|-----|-----|

LEAP WIRELESS INTERNATIONAL, INC.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 521863308 | Meeting Type | Special |
| Ticker Symbol | LEAP | Meeting Date | 30-Oct-2013 |
| ISIN | US5218633080 | Agenda | 933880470 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|----|--|------------|-----|-----|
| 01 | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 12, 2013 (AS AMENDED FROM TIME TO TIME), BY AND AMONG LEAP WIRELESS INTERNATIONAL, INC. ("LEAP"), AT&T INC., MARINER | Management | For | For |
|----|--|------------|-----|-----|

ACQUISITION SUB INC., A WHOLLY-OWNED
SUBSIDIARY OF AT&T INC., AND LASER,
INC.,

THE STOCKHOLDERS REPRESENTATIVE.
TO APPROVE, ON AN ADVISORY (NON-
BINDING) BASIS, THE COMPENSATION
THAT

| | | | |
|----|---|----------------|-----|
| 02 | MAY BE PAID OR BECOME PAYABLE TO LEAPS NAMED EXECUTIVE OFFICERS BY LEAP THAT IS BASED ON OR THAT OTHERWISE RELATES TO THE MERGER. TO APPROVE ONE OR MORE ADJOURNMENTS OR POSTPONEMENTS OF THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, INCLUDING ADJOURNMENTS TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management For | For |
| 03 | SAKS INCORPORATED Security 79377W108 Ticker Symbol SKS ISIN US79377W1080 | Management For | For |

| | | | |
|----|---|--|---|
| 02 | MAY BE PAID OR BECOME PAYABLE TO LEAPS NAMED EXECUTIVE OFFICERS BY LEAP THAT IS BASED ON OR THAT OTHERWISE RELATES TO THE MERGER. TO APPROVE ONE OR MORE ADJOURNMENTS OR POSTPONEMENTS OF THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, INCLUDING ADJOURNMENTS TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management For | For |
| 03 | SAKS INCORPORATED Security 79377W108 Ticker Symbol SKS ISIN US79377W1080 | Meeting Type Meeting Date Agenda | Special 30-Oct-2013 933885280 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|---------------------------|
| 1. | PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), DATED AS OF JULY 28, 2013, BY AND AMONG HUDSON'S BAY COMPANY, HARRY ACQUISITION INC. AND SAKS INCORPORATED. PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED COMPENSATION THAT MAY BECOME PAYABLE TO THE COMPANY'S PRINCIPAL EXECUTIVE OFFICER, PRINCIPAL FINANCIAL | Management | For | For |
| 2. | OFFICER AND THREE MOST HIGHLY COMPENSATED EXECUTIVE OFFICERS OTHER THAN THE PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER IN CONNECTION WITH THE MERGER. | Management | Abstain | Against |
| 3. | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE | Management | For | For |

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

DOLE FOOD COMPANY, INC.

Security 256603101

Ticker Symbol DOLE

ISIN US2566031017

Meeting Type

Meeting Date

Agenda

Special

31-Oct-2013

933885761 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | MERGER PROPOSAL: TO APPROVE THE ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 11, 2013, AMONG DFC HOLDINGS, LLC, DFC MERGER CORP., DAVID H. MURDOCK AND DOLE (AS AMENDED ON AUGUST 19, 2013 AND ON SEPTEMBER 19, 2013 AND AS IT MAY BE FURTHER AMENDED FROM TIME TO TIME). | Management | Against | Against |
| 2. | MERGER-RELATED COMPENSATION ARRANGEMENTS PROPOSAL: TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE PAYMENT OF CERTAIN COMPENSATION TO OUR NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER. | Management | Abstain | Against |
| 3. | PROPOSAL TO ADJOURN THE SPECIAL MEETING: TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER PROPOSAL. | Management | Against | Against |

WUXI PHARMATECH (CAYMAN) INC.

Security 929352102

Ticker Symbol WX

ISIN US9293521020

Meeting Type

Meeting Date

Agenda

Annual

07-Nov-2013

933886016 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1 | GE LI BE AND HEREBY IS RE-ELECTED AS A DIRECTOR FOR A THREE-YEAR TERM. | Management | For | For |
| 2 | STEWART HEN BE AND HEREBY IS RE-ELECTED AS A DIRECTOR FOR A THREE-YEAR TERM. | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

CORINTHIAN COLLEGES, INC.

Security 218868107

Ticker Symbol COCO

ISIN US2188681074

Meeting Type

Meeting Date

Agenda

Annual

13-Nov-2013

933884276 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|-----------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 PAUL R. ST. PIERRE | | For | For |
| | 2 LINDA AREY SKLADANY | | For | For |
| | 3 ROBERT LEE | | For | For |
| | 4 JACK D. MASSIMINO | | For | For |
| | 5 TERRY O. HARTSHORN | | For | For |
| | 6 TIMOTHY J. SULLIVAN | | For | For |
| | 7 SHARON P. ROBINSON | | For | For |
| | 8 HANK ADLER | | For | For |
| | 9 JOHN M. DIONISIO | | For | For |
| | 10 ALICE T. KANE | | For | For |
| | 11 MARC H. MORIAL | | For | For |

| | | | | |
|----|--|--------------------|---------|---------|
| 2. | APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CORINTHIAN COLLEGES, INC. 2003 PERFORMANCE AWARD PLAN, WHICH AUTHORIZES THE ISSUANCE OF ADDITIONAL SHARES UNDER SUCH PLAN AND CERTAIN OTHER AMENDMENTS DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT. | Management Against | Against | Against |
| 3. | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JUNE 30, 2014. | Management For | For | For |
| 4. | APPROVAL, BY A NONBINDING ADVISORY VOTE, OF EXECUTIVE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS. | Management Abstain | Abstain | Against |

ROCHESTER MEDICAL CORPORATION

Security 771497104

Ticker Symbol ROCM

ISIN US7714971048

Meeting Type

Meeting Date

Agenda

Special

13-Nov-2013

933887486 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|----------------|------|------------------------|
| 1. | PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 3, 2013, BY AND AMONG C. R. BARD, INC., STARNORTH ACQUISITION CORP. AND ROCHESTER MEDICAL CORPORATION. | Management For | For | For |

- | | | | |
|----|--|----------------|-----|
| 2. | A PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF ROCHESTER MEDICAL CORPORATION IN CONNECTION WITH THE COMPLETION OF THE MERGER. | Management For | For |
| 3. | PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF APPROVAL OF THE MERGER AGREEMENT. | Management For | For |

MOLEX INCORPORATED

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 608554101 | Meeting Type | Annual |
| Ticker Symbol | MOLX | Meeting Date | 15-Nov-2013 |
| ISIN | US6085541018 | Agenda | 933890445 - Management |

- | Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 9, 2013, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG MOLEX INCORPORATED, KOCH INDUSTRIES, INC. AND KOCH CONNECTORS, INC | Management | For | For |
| 2. | PROPOSAL TO APPROVE, ON AN ADVISORY NON-BINDING BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF MOLEX IN CONNECTION WITH THE MERGER | Management | Abstain | Against |
| 3. | CONTEMPLATED BY THE MERGER AGREEMENT (THE "MERGER") APPROVE ADJOURNMENT OF ANNUAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT TIME OF ANNUAL MEETING TO APPROVE THE PROPOSAL TO ADOPT MERGER AGREEMENT | Management | For | For |
| 4. | DIRECTOR | Management | | |
| | 1 MICHAEL J. BIRCK | | For | For |
| | 2 ANIRUDH DHEBAR | | For | For |
| | 3 FREDERICK A. KREHBIEL | | For | For |
| | 4 MARTIN P. SLARK | | For | For |
| 5. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT | Management | For | For |

AUDITOR FOR FISCAL 2014
 PROPOSAL TO APPROVE THE MATERIAL
 TERMS OF PERFORMANCE GOALS UNDER
 THE MOLEX INCORPORATED ANNUAL
 INCENTIVE PLAN FOR PURPOSES OF
 SECTION 162(M) OF THE INTERNAL
 REVENUE CODE

6. Management For For

NASH-FINCH COMPANY
 Security 631158102 Meeting Type Special
 Ticker Symbol NAFC Meeting Date 18-Nov-2013
 ISIN US6311581028 Agenda 933887979 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|----|--|------------|-----|-----|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 21, 2013, BY AND AMONG NASH-FINCH COMPANY (THE COMPANY), SPARTAN STORES, INC. A MICHIGAN CORPORATION (SPARTAN STORES), AND SS DELAWARE, INC., A DELAWARE CORPORATION AND A WHOLLY- | Management | For | For |
|----|--|------------|-----|-----|

| | | | | |
|----|---|------------|---------|---------|
| 2. | OWNED SUBSIDIARY OF SPARTAN STORES, AS IT MAY BE AMENDED FROM TIME TO TIME. TO APPROVE AN ADVISORY (NON-BINDING) PROPOSAL ON THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATED TO THE PROPOSED TRANSACTIONS. | Management | Abstain | Against |
|----|---|------------|---------|---------|

| | | | | |
|----|--|------------|-----|-----|
| 3. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE PROPOSAL 1. | Management | For | For |
|----|--|------------|-----|-----|

ELAN CORPORATION, PLC
 Security 284131A01 Meeting Type Special
 Ticker Symbol Meeting Date 18-Nov-2013
 ISIN Agenda 933888387 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------------|------|---------------------------|
| 1. | | Management | For | For |

TO APPROVE THE SCHEME OF
ARRANGEMENT

ELAN CORPORATION, PLC

Security 284131208

Ticker Symbol ELN

ISIN US2841312083

Meeting Type

Meeting Date

Agenda

Special

18-Nov-2013

933888832 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| O1. | TO AUTHORISE THE SCHEME OF ARRANGEMENT AND TO AUTHORISE THE DIRECTORS TO TAKE SUCH ACTIONS AS THEY CONSIDER NECESSARY FOR CARRYING THE SCHEME INTO EFFECT. (ORDINARY RESOLUTION) | Management | For | For |
| S2. | TO AUTHORISE THE CANCELLATION OF THE COMPANY'S SHARES. (SPECIAL RESOLUTION) | Management | For | For |
| O3. | TO AUTHORISE THE DIRECTORS TO ALLOT AND ISSUE NEW, FULLY PAID UP, SHARES IN CONNECTION WITH EFFECTING THE SCHEME OF ARRANGEMENT. (ORDINARY RESOLUTION) | Management | For | For |
| S4. | TO AUTHORISE AMENDMENTS TO THE COMPANY'S MEMORANDUM AND ARTICLES OF ASSOCIATION. (SPECIAL RESOLUTION) | Management | For | For |
| O5. | TO AUTHORISE THE CREATION OF DISTRIBUTABLE RESERVES BY REDUCING SOME OR ALL OF THE SHARE PREMIUM OF NEW PERRIGO. (ORDINARY RESOLUTION) | Management | For | For |
| O6. | TO AUTHORISE AN ADJOURNMENT OF THE EGM TO ANOTHER TIME OR PLACE IF NECESSARY OR APPROPRIATE. (ORDINARY RESOLUTION) | Management | For | For |

SHFL ENTERTAINMENT INC.

Security 78423R105

Ticker Symbol SHFL

ISIN US78423R1059

Meeting Type

Meeting Date

Agenda

Special

19-Nov-2013

933888628 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 1. | THE APPROVAL AND ADOPTION OF THE MERGER AGREEMENT, INCLUDING THE PLAN OF MERGER, THEREBY APPROVING THE TRANSACTIONS CONTEMPLATED | Management | For | For |

| | | | | |
|--|---|--------------------|------|------------------------|
| THEREBY, INCLUDING THE MERGER. | | | | |
| THE PROPOSAL TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE SPECIFIED COMPENSATION ARRANGEMENTS DISCLOSED IN THE ACCOMPANYING PROXY | | | | |
| 2. | STATEMENT THAT MAY BE PAYABLE TO SHFL'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE CONSUMMATION OF THE MERGER. | Management Abstain | | Against |
| THE PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE IN THE VIEW OF THE SHFL BOARD OF DIRECTORS, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE AND ADOPT THE MERGER AGREEMENT. | | | | |
| 3. | NATIONAL TECHNICAL SYSTEMS, INC. | Management For | | For |
| Security | 638104109 | Meeting Type | | Special |
| Ticker Symbol | NTSC | Meeting Date | | 19-Nov-2013 |
| ISIN | US6381041093 | Agenda | | 933892350 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| TO APPROVE THE AGREEMENT & PLAN OF MERGER, ("MERGER AGREEMENT"), BY AND AMONG NEST PARENT, INC. ("PARENT"), NEST MERGER SUB, INC. ("MERGER SUB") & NATIONAL TECHNICAL SYSTEMS, INC. ("COMPANY") & TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING MERGER OF MERGER SUB WITH & INTO NTS, AS A RESULT OF WHICH NTS WILL BE SURVIVING CORPORATION IN MERGER AND A WHOLLY-OWNED SUBSIDIARY OF PARENT. | | | | |
| 1. | TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED COMPENSATION | Management For | | For |
| THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF THE COMPANY IN CONNECTION WITH THE MERGER. | | | | |
| 2. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL | Management Abstain | | Against |
| 3. | | Management For | | For |

PROXIES IF THERE ARE INSUFFICIENT
VOTES AT THE TIME OF THE SPECIAL
MEETING TO APPROVE THE MERGER
AGREEMENT PROPOSAL.

BRITISH SKY BROADCASTING GROUP PLC, ISLEWORTH MIDD

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G15632105 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 22-Nov-2013 |
| ISIN | GB0001411924 | Agenda | 704781409 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1 | To receive the financial statements for the year ended 30 June 2013, together with the report of the Directors and Auditors | Management | For | For |
| 2 | To declare a final dividend for the year ended 30 June 2013 | Management | For | For |
| 3 | To reappoint Chase Carey as a Director | Management | For | For |
| 4 | To reappoint Tracy Clarke as a Director | Management | For | For |
| 5 | To reappoint Jeremy Darroch as a Director | Management | For | For |
| 6 | To reappoint David F. DeVoe as a Director | Management | For | For |
| 7 | To reappoint Nick Ferguson as a Director | Management | For | For |
| 8 | To reappoint Martin Gilbert as a Director | Management | For | For |
| 9 | To reappoint Adine Grate as a Director | Management | For | For |
| 10 | To reappoint Andrew Griffith as a Director | Management | For | For |
| 11 | To reappoint Andy Higginson as a Director | Management | For | For |
| 12 | To reappoint Dave Lewis as a Director | Management | For | For |
| 13 | To reappoint James Murdoch as a Director | Management | For | For |
| 14 | To reappoint Matthieu Pigasse as a Director | Management | For | For |
| 15 | To reappoint Danny Rimer as a Director | Management | For | For |
| 16 | To reappoint Arthur Siskind as a Director | Management | For | For |
| 17 | To reappoint Andy Sukawaty as a Director | Management | For | For |
| 18 | To reappoint Deloitte LLP as Auditors of the Company and to authorise the Directors to agree their remuneration | Management | For | For |
| 19 | To approve the report on Directors remuneration for the year ended 30 June 2013 | Management | For | For |
| 20 | To authorise the Company and its subsidiaries to make political donations and incur political expenditure | Management | For | For |
| 21 | To authorise the Directors to allot shares under Section 551 of the Companies Act 2006 | Management | For | For |
| 22 | To disapply statutory pre-emption rights | Management | Against | Against |
| 23 | To allow the Company to hold general meetings (other than annual general meetings) on 14 days' notice | Management | For | For |
| 24 | To authorise the Directors to make on-market purchases | Management | For | For |
| 25 | To authorise the Directors to make off-market purchases | Management | For | For |

| | | | | |
|------------------------------------|--|--------------|------------------------|-----|
| 26 | To approve the Twenty-First Century Fox Agreement as a related party transaction under the Listing Rules | Management | For | For |
| 27 | To approve the British Sky Broadcasting Group plc 2013 Sharesave Scheme Rules | Management | For | For |
| INTERNATIONAL MINERALS CORPORATION | | | | |
| Security | 459875100 | Meeting Type | Annual | |
| Ticker Symbol | IMZLF | Meeting Date | 26-Nov-2013 | |
| ISIN | CA4598751002 | Agenda | 933892158 - Management | |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01 | TO DETERMINE THE NUMBER OF DIRECTORS AT SIX. | Management | For | For |
| 02 | DIRECTOR | Management | | |
| | 1 STEPHEN J. KAY | | For | For |
| | 2 ROD C. MCKEEN | | For | For |
| | 3 JORGE PAZ DURINI | | For | For |
| | 4 GABRIEL BIANCHI | | For | For |
| | 5 W. MICHAEL SMITH | | For | For |
| | 6 AXEL SCHWEITZER | | For | For |
| 03 | TO RE-APPOINT DAVIDSON & COMPANY LLP AS THE CORPORATION'S AUDITORS AND TO AUTHORIZE THE AUDIT COMMITTEE TO FIX THEIR REMUNERATION. | Management | For | For |
| 04 | TO CONSIDER PURSUANT TO AN INTERIM ORDER OF THE SUPREME COURT OF YUKON DATED OCTOBER 25, 2013, AS SAME MAY BE AMENDED, AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT AMENDMENT, A SPECIAL RESOLUTION (THE "ARRANGEMENT RESOLUTION"), TO APPROVE A PLAN OF ARRANGEMENT UNDER SECTION 195 OF THE BUSINESS CORPORATIONS ACT (YUKON) WHEREBY, AMONG OTHER THINGS, HOLDERS OF IMZ SHARES WILL RECEIVE, FOR EACH IMZ SHARE THAT THEY HOLD, US\$2.38 IN CASH AND ONE COMMON SHARE OF A NEW MINERAL EXPLORATION COMPANY ("CHAPARRAL GOLD"). | Management | For | For |
| 05 | PROVIDED THAT THE ARRANGEMENT RESOLUTION IS APPROVED, TO CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT AMENDMENT, AN ORDINARY RESOLUTION TO APPROVE A | Management | For | For |

STOCK OPTION PLAN FOR CHAPARRAL
GOLD.

PETROMINERALES LTD.

Security 71673R107

Ticker Symbol PMGLF

ISIN CA71673R1073

Meeting Type

Meeting Date

Agenda

Special

27-Nov-2013

933893237 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 01 | TO CONSIDER AND, IF DEEMED ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE INFORMATION CIRCULAR OF PETROMINERALES DATED OCTOBER 29, 2013 (THE "INFORMATION CIRCULAR"), TO APPROVE AN ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT, R.S.A. 2000, C. B 9 INVOLVING PETROMINERALES, PACIFIC RUBIALES ENERGY CORP., 1774501 ALBERTA LTD. ("RESOURCECO") AND THE HOLDERS OF COMMON SHARES OF PETROMINERALES. TO CONSIDER AND, IF DEEMED ADVISABLE, | Management | For | For |
| 02 | TO PASS AN ORDINARY RESOLUTION, THE FULL TEXT OF WHICH IS SET OUT IN THE INFORMATION CIRCULAR, APPROVING A STOCK OPTION PLAN FOR RESOURCECO. | Management | For | For |

HARMAN INTERNATIONAL INDUSTRIES, INC.

Security 413086109

Ticker Symbol HAR

ISIN US4130861093

Meeting Type

Meeting Date

Agenda

Annual

04-Dec-2013

933888894 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: ADRIANE M. BROWN | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: JOHN W. DIERCKSEN | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: ANN M. KOROLOGOS | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: DR. JIREN LIU | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: EDWARD H. MEYER | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: DINESH C. PALIWAL | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | |
|--------------------------|--|--------------|------------------------|---------|
| 1G. | ELECTION OF DIRECTOR: KENNETH M. REISS | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: HELLENE S. RUNTAGH | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: FRANK S. SKLARSKY | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: GARY G. STEEL | Management | For | For |
| 2. | RATIFY THE APPOINTMENT OF KPMG LLP FOR FISCAL 2014. | Management | For | For |
| 3. | TO APPROVE AN AMENDMENT TO THE 2012 STOCK OPTION AND INCENTIVE PLAN. | Management | Abstain | Against |
| 4. | TO APPROVE THE 2014 KEY EXECUTIVE OFFICERS BONUS PLAN. | Management | For | For |
| 5. | TO APPROVE, BY NON-BINDING VOTE, EXECUTIVE COMPENSATION. | Management | Against | Against |
| LTX-CREDENCE CORPORATION | | | | |
| Security | 502403207 | Meeting Type | Annual | |
| Ticker Symbol | LTXC | Meeting Date | 10-Dec-2013 | |
| ISIN | US5024032071 | Agenda | 933890685 - Management | |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 MARK S. AIN | | For | For |
| | 2 DAVID G. TACELLI | | For | For |
| | 3 JORGE L. TITINGER | | For | For |
| | TO APPROVE, IN A NON-BINDING, ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPANY'S PROXY STATEMENT, INCLUDING THE | | | |
| 2. | DISCLOSURES UNDER THE HEADING "COMPENSATION DISCUSSION AND ANALYSIS," THE COMPENSATION TABLES, AND ANY RELATED MATERIALS INCLUDED IN THE PROXY STATEMENT. | Management | Abstain | Against |
| | TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ITS FISCAL YEAR ENDING JULY 31, 2014. | | | |
| 3. | TO CONSIDER ONE NON-BINDING SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING IN DIRECTOR ELECTIONS. | Management | For | For |
| 4. | | Shareholder | Against | For |

ARTHROCARE CORPORATION

| | | | |
|----------|-----------|--------------|---------|
| Security | 043136100 | Meeting Type | Special |
|----------|-----------|--------------|---------|

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | ARTC | Meeting Date | 12-Dec-2013 |
| ISIN | US0431361007 | Agenda | 933891358 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1. | TO APPROVE AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION AMENDING THE CERTIFICATE OF DESIGNATIONS OF THE SERIES A 3.00% CONVERTIBLE PREFERRED STOCK TO PERMIT THE SIZE OF THE BOARD OF DIRECTORS OF THE COMPANY TO BE INCREASED TO A MAXIMUM OF NINE PERSONS. | Management | For | For |
| 2. | FOR THE ELECTION OF FABIANA LACERCA-ALLEN AS A MEMBER OF THE BOARD TO SERVE UNTIL THE NEXT ANNUAL MEETING OR UNTIL HIS OR HER SUCCESSOR IS DULY QUALIFIED AND ELECTED. | Management | For | For |

MAKO SURGICAL CORP

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 560879108 | Meeting Type | Special |
| Ticker Symbol | MAKO | Meeting Date | 13-Dec-2013 |
| ISIN | US5608791084 | Agenda | 933899241 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), DATED AS OF SEPTEMBER 25, 2013, BY AND AMONG STRYKER CORPORATION, A MICHIGAN CORPORATION ("STRYKER"), LAUDERDALE MERGER CORPORATION, A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF STRYKER, AND MAKO SURGICAL CORP. (THE "COMPANY"). | Management | For | For |
| 2. | PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED COMPENSATION THAT MAY BECOME PAYABLE TO THE COMPANY'S PRINCIPAL EXECUTIVE OFFICER, PRINCIPAL FINANCIAL OFFICER AND THREE MOST HIGHLY COMPENSATED EXECUTIVE OFFICERS OTHER THAN THE PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER IN CONNECTION WITH THE | Management | Abstain | Against |

MERGER.

PROPOSAL TO APPROVE THE
ADJOURNMENT OF THE SPECIAL MEETING,
IF NECESSARY OR APPROPRIATE TO
SOLICIT ADDITIONAL PROXIES IF THERE
ARE INSUFFICIENT VOTES AT THE TIME OF
THE SPECIAL MEETING TO APPROVE THE
PROPOSAL TO ADOPT THE MERGER
AGREEMENT.

| | | | | |
|----|---|--------------|---------------------------|-----|
| 3. | BERRY PETROLEUM COMPANY Security 085789105 Ticker Symbol BRY ISIN US0857891057 | Management | For | For |
| | | Meeting Type | Special | |
| | | Meeting Date | 16-Dec-2013 | |
| | | Agenda | 933900979 - Management | |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|---------------------------|
| 1. | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 20, 2013, AS AMENDED BY AMENDMENT NO. 1 TO AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 3, 2013, AND AMENDMENT NO. 2 TO AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 13, 2013, BY AND AMONG BERRY PETROLEUM COMPANY ...(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL). | Management | For | For |
| 2. | APPROVAL, ON AN ADVISORY (NON- BINDING) BASIS, OF THE SPECIFIED COMPENSATION THAT MAY BE RECEIVED BY BERRY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER. | Management | Abstain | Against |
| 3. | APPROVAL OF ANY ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management | For | For |

ACINO HOLDING AG, AESCH BL

| | | | |
|---------------|--------------|--------------|----------------------------------|
| Security | H0026L105 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 17-Dec-2013 |
| ISIN | CH0021190902 | Agenda | 704865976 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| | CMMT PART 2 OF THIS MEETING IS FOR VOTING ON AGENDA AND MEETING ATTENDANCE REQUESTS-ONLY. PLEASE ENSURE THAT | Non-Voting | | |

YOU HAVE FIRST VOTED IN FAVOUR OF THE REGISTRATION OF SHARES IN PART 1 OF THE MEETING. IT IS A MARKET REQUIREMENT FOR MEETINGS OF THIS TYPE THAT THE SHARES ARE REGISTERED AND MOVED TO A REGISTERED LOCATION AT THE CSD, AND SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTE INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. THEREFORE WHILST THIS DOES NOT PREVENT THE TRADING OF SHARES, ANY THAT ARE REGISTERED MUST BE FIRST DEREGISTERED IF REQUIRED FOR SETTLEMENT. DEREGISTRATION CAN AFFECT THE VOTING RIGHTS OF THOSE SHARES. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT REPRESENTATIVE

| | | |
|------|---|----------------------|
| 1 | Discharge to the board of directors and the management | Management No Action |
| 2.1 | Election of the board of director: Haekan Bjoerklund | Management No Action |
| 2.2 | Election of the board of director: Toni Weitzberg | Management No Action |
| 2.3 | Election of the board of director: Tom Dean | Management No Action |
| 2.4 | Election of the board of director: Jonas Agnblad | Management No Action |
| 2.5 | Election of the board of director: Thomas Vetander | Management No Action |
| 2.6 | Election of the board of director: Kunal Pandit | Management No Action |
| 3 | In the case of ad-hoc/Miscellaneous shareholder motions proposed during the general meeting, I authorize my proxy to act as follows in accordance with the board of directors 03 DEC 13: PLEASE NOTE THAT A CORPORATE ACTION (PURCHASE OFFER) IS GOING ON FOR THIS SECURITY. AS PER THE COMPANY'S GUIDANCE, CLIENTS WHO HAVE PARTICIPATED IN THE CORPORATE ACTION OFFER ARE NOT ALLOWED TO REGISTER AND VOTE AT THE AGM-ANYMORE. | Management No Action |
| CMMT | 03 DEC 13: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT AND CHANGE IN MEETING TYPE | Non-Voting |
| CMMT | 03 DEC 13: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT AND CHANGE IN MEETING TYPE | Non-Voting |

FROM AGM TO EGM. IF YOU HAVE
ALREADY
SENT IN-YOUR VOTES, PLEASE DO NOT
RETURN THIS PROXY FORM UNLESS YOU
DECIDE TO AMEND YO-UR ORIGINAL
INSTRUCTIONS. THANK YOU.

HUDSON CITY BANCORP, INC.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 443683107 | Meeting Type | Annual |
| Ticker Symbol | HCBK | Meeting Date | 18-Dec-2013 |
| ISIN | US4436831071 | Agenda | 933894506 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: CORNELIUS E. GOLDING | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: DONALD O. QUEST, M.D. | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: JOSEPH G. SPONHOLZ | Management | For | For |
| 2. | THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS HUDSON CITY BANCORP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2013. | Management | For | For |
| 3. | THE APPROVAL OF A NON-BINDING ADVISORY PROPOSAL ON NAMED EXECUTIVE OFFICER COMPENSATION. | Management | Abstain | Against |

PLX TECHNOLOGY, INC.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 693417107 | Meeting Type | Contested-Annual |
| Ticker Symbol | PLXT | Meeting Date | 18-Dec-2013 |
| ISIN | US6934171074 | Agenda | 933898150 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|---------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 D. JAMES GUZY | | For | For |
| | 2 JOHN H. HART | | For | For |
| | 3 THOMAS RIORDAN | | For | For |
| | 4 MICHAEL J. SALAMEH | | For | For |
| | 5 RALPH H. SCHMITT | | For | For |
| | 6 ROBERT H. SMITH | | For | For |
| | 7 PATRICK VERDERICO | | For | For |
| | 8 DAVID K. RAUN | | For | For |
| 2. | THE BOARD'S PROPOSAL TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2013. | Management | For | For |

| | | | |
|----------------------------------|--|--------------------|---------------------------|
| 3. | THE BOARD'S PROPOSAL TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Management Abstain | Against |
| LENDER PROCESSING SERVICES, INC. | | | |
| Security | 52602E102 | Meeting Type | Special |
| Ticker Symbol | LPS | Meeting Date | 19-Dec-2013 |
| ISIN | US52602E1029 | Agenda | 933893756 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|---|--|----------------|-----|-----|
| 1 | TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER DATED AS OF MAY 28, 2013, AS MAY BE AMENDED FROM TIME TO TIME, AMONG FIDELITY NATIONAL FINANCIAL, INC., LION MERGER SUB, INC., A SUBSIDIARY OF FIDELITY NATIONAL FINANCIAL, INC., AND LENDER PROCESSING SERVICES, INC. | Management For | For | For |
|---|--|----------------|-----|-----|

| | | | | |
|---|---|--------------------|---------|---------|
| 2 | TO CONSIDER AND VOTE ON A NON- BINDING, ADVISORY PROPOSAL TO APPROVE THE COMPENSATION THAT MAY BECOME PAYABLE TO LENDER PROCESSING SERVICES, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE COMPLETION OF THE MERGER. | Management Abstain | Against | Against |
|---|---|--------------------|---------|---------|

| | | | | |
|---|---|----------------|-----|-----|
| 3 | TO CONSIDER AND VOTE ON A PROPOSAL TO ADJOURN THE LENDER PROCESSING SERVICES, INC. SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE PROPOSAL NO. 1. | Management For | For | For |
|---|---|----------------|-----|-----|

| | | | |
|-----------------------------|--------------|--------------|---------------------------|
| HI-TECH PHARMACAL CO., INC. | | | |
| Security | 42840B101 | Meeting Type | Annual |
| Ticker Symbol | HITK | Meeting Date | 19-Dec-2013 |
| ISIN | US42840B1017 | Agenda | 933898605 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|----|--|----------------|-----|-----|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED AS OF AUGUST 26, 2013 WITH AKORN, INC., A LOUISIANA CORPORATION ("AKORN"), AND AKORN ENTERPRISES, INC. ("PURCHASER"), A DELAWARE CORPORATION AND WHOLLY OWNED SUBSIDIARY OF AKORN, PURSUANT TO WHICH PURCHASER WILL BE MERGED, ... | Management For | For | For |
|----|--|----------------|-----|-----|

(DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) TO APPROVE, IN A NON-BINDING ADVISORY

- | | | | |
|----|---|--------------------|---------|
| 2. | VOTE, THE MERGER RELATED COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS TO ADJOURN OR POSTPONE THE MEETING TO ANOTHER TIME AND/OR PLACE FOR THE | Management Abstain | Against |
| 3. | PURPOSE OF SOLICITING ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT AND APPROVE THE TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT, INCLUDING THE MERGER, IF NECESSARY | Management For | For |
| 4. | DIRECTOR | Management | |
| | 1 DAVID S. SELTZER | For | For |
| | 2 REUBEN SELTZER | For | For |
| | 3 MARTIN M. GOLDWYN | For | For |
| | 4 YASHAR HIRSHAUT, M.D. | For | For |
| | 5 JACK VAN HULST | For | For |
| | 6 ANTHONY J. PUGLISI | For | For |
| | 7 BRUCE W. SIMPSON | For | For |
| 5. | TO RATIFY THE APPOINTMENT OF EISNERAMPER LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING APRIL 30, 2014 TO APPROVE, IN A NON-BINDING ADVISORY | Management For | For |
| 6. | VOTE, THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN THEIR DISCRETION UPON SUCH OTHER | Management Abstain | Against |
| 7. | MATTERS AS MAY PROPERLY COME BEFORE THE MEETING | Management For | For |

EBIX, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 278715206 | Meeting Type | Annual |
| Ticker Symbol | EBIX | Meeting Date | 20-Dec-2013 |
| ISIN | US2787152063 | Agenda | 933905791 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 HANS U. BENZ | | For | For |
| | 2 PAVAN BHALLA | | For | For |
| | 3 NEIL D. ECKERT | | For | For |
| | 4 ROLF HERTER | | For | For |
| | 5 HANS UELI KELLER | | For | For |
| | 6 ROBIN RAINA | | For | For |

| | | | |
|----|--|--------------------|---------|
| 2. | <p>TO RATIFY THE APPOINTMENT OF CHERRY BEKAERT, LLP AS OUR INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2013.</p> <p>TO APPROVE, BY A NON-BINDING ADVISORY</p> | Management For | For |
| 3. | <p>VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.</p> | Management Abstain | Against |

RDA MICROELECTRONICS INC
 Security 749394102 Meeting Type Special
 Ticker Symbol RDA Meeting Date 27-Dec-2013
 ISIN US7493941022 Agenda 933906084 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|----------------|------|------------------------|
| S1. | <p>AS A SPECIAL RESOLUTION, THAT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 11, 2013 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), BY AND AMONG TSINGHUA UNIGROUP LTD., A LIMITED LIABILITY COMPANY ESTABLISHED UNDER THE LAWS OF THE PEOPLE'S REPUBLIC OF CHINA ("TSINGHUA UNIGROUP" OR "PARENT"), RDA ACQUISITION LIMITED, AN EXEMPTED COMPANY INCORPORATED UNDER THE LAWS OF THE CAYMAN ISLANDS AND A MAJORITY-OWNED, INDIRECT, SUBSIDIARY OF PARENT ("MERGER SUB") ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)</p> | Management For | For | For |
| O2. | <p>AS AN ORDINARY RESOLUTION, THAT THE EXTRAORDINARY GENERAL MEETING BE ADJOURNED, IF NECESSARY OR APPROPRIATE, IN ORDER TO ALLOW THE COMPANY TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF APPROVAL AND AUTHORIZATION OF THE MERGER AGREEMENT AND THE PLAN OF MERGER IN THE EVENT THAT THERE ARE INSUFFICIENT PROXIES RECEIVED TO PASS THE SPECIAL RESOLUTION DURING THE</p> | Management For | For | For |

EXTRAORDINARY
GENERAL MEETING.

COASTAL ENERGY COMPANY

Security G22404118

Ticker Symbol CENJF

ISIN KYG224041189

Meeting Type

Meeting Date

Agenda

Special

06-Jan-2014

933908432 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|----|---|------------|-----|-----|
| 01 | <p>TO CONSIDER AND, IF THOUGHT FIT, APPROVE (WITH OR WITHOUT MODIFICATION) A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX "A" TO THE MANAGEMENT INFORMATION CIRCULAR DATED DECEMBER 3, 2013, AUTHORIZING THE MERGER OF COASTAL ENERGY COMPANY WITH CONDOR (CAYMAN) LIMITED, A WHOLLY OWNED-SUBSIDIARY OF CONDOR ACQUISITION (CAYMAN) LIMITED, PURSUANT TO A PLAN OF MERGER UNDER SECTION 233 OF THE COMPANIES LAW (2013 REVISION) OF THE CAYMAN ISLANDS.</p> | Management | For | For |
|----|---|------------|-----|-----|

CERMAQ ASA

Security R1536Z104

Ticker Symbol

ISIN NO0010003882

Meeting Type

Meeting Date

Agenda

ExtraOrdinary
General Meeting

07-Jan-2014

704896678 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|------|---|------------|--|--|
| CMMT | <p>IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE</p> | Non-Voting | | |
| CMMT | <p>MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF</p> | Non-Voting | | |

EACH BENEFICIAL OWNER NAME,
 ADDRESS
 AND SHARE-POSITION TO YOUR CLIENT
 SERVICE REPRESENTATIVE. THIS
 INFORMATION IS REQUIRED-IN ORDER FOR
 YOUR VOTE TO BE LODGED
 SHARES HELD IN AN OMNIBUS/NOMINEE
 ACCOUNT NEED TO BE RE-REGISTERED IN
 THE-BENEFICIAL OWNERS NAME TO BE
 ALLOWED TO VOTE AT MEETINGS. SHARES
 WILL BE-TEMPORARILY TRANSFERRED TO

CMMT A Non-Voting

SEPARATE ACCOUNT IN THE BENEFICIAL
 OWNER'S NAME-ON THE PROXY DEADLINE
 AND TRANSFERRED BACK TO THE
 OMNIBUS/NOMINEE ACCOUNT THE-DAY
 AFTER THE MEETING.

CMMT BLOCKING SHOULD ALWAYS BE APPLIED,
 RECORD DATE OR NOT. Non-Voting

- | | | |
|---|--|----------------------|
| 1 | Opening of the meeting and registration of shareholders attending | Management No Action |
| 2 | Election of a person to chair the meeting | Management No Action |
| 3 | Election of one person to sign the minutes together with the chairman of the meeting | Management No Action |
| 4 | Approval of the notice convening the meeting and the proposed agenda | Management No Action |
| 5 | Approval of interim accounts and distribution of dividends | Management No Action |
| 6 | Changes to the articles of association | Management No Action |

MAC-GRAY CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 554153106 | Meeting Type | Special |
| Ticker Symbol | TUC | Meeting Date | 08-Jan-2014 |
| ISIN | US5541531068 | Agenda | 933906666 - Management |

- | Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 14, 2013, BY AND AMONG CSC SERVICEWORKS HOLDINGS, INC., A DELAWARE CORPORATION ("HOLDINGS"), CSC SERVICEWORKS, INC., A DELAWARE CORPORATION AND WHOLLY-OWNED SUBSIDIARY OF HOLDINGS ("CSC"), SPIN HOLDCO INC., A DELAWARE CORPORATION AND ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management | For | For |
| 2. | A PROPOSAL TO APPROVE THE "GOLDEN PARACHUTE" COMPENSATION PAYABLE | Management | Abstain | Against |

OR
 THAT COULD BECOME PAYABLE TO THE
 NAMED EXECUTIVE OFFICERS OF MAC-
 GRAY IN CONNECTION WITH THE MERGER
 PURSUANT TO THE TERMS OF THE
 MERGER
 AGREEMENT AND PRE-EXISTING
 SEVERANCE ARRANGEMENTS
 A PROPOSAL TO APPROVE ONE OR MORE
 ADJOURNMENTS OR POSTPONEMENTS OF
 THE SPECIAL MEETING, IF NECESSARY, TO
 SOLICIT ADDITIONAL PROXIES IF
 MAC-GRAY
 HAS NOT OBTAINED SUFFICIENT
 AFFIRMATIVE STOCKHOLDER VOTES TO
 ADOPT THE MERGER AGREEMENT

| | | | | |
|-----------------------------|--------------|--------------|---------------------------|-----|
| 3. | | Management | For | For |
| AASTRA TECHNOLOGIES LIMITED | | | | |
| Security | 002922201 | Meeting Type | Special | |
| Ticker Symbol | AATSF | Meeting Date | 09-Jan-2014 | |
| ISIN | CA0029222019 | Agenda | 933909636 - Management | |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|---------------------------|
| 01 | A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX "B" TO THE MANAGEMENT PROXY CIRCULAR OF THE CORPORATION DATED DECEMBER 11, 2013 (THE "CIRCULAR"), TO APPROVE A PLAN OF ARRANGEMENT PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT TO EFFECT, AMONG OTHER THINGS, THE ACQUISITION BY MITEL NETWORKS CORPORATION OF ALL THE OUTSTANDING COMMON SHARES OF THE CORPORATION, ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR. | Management | For | For |

| | | | | |
|------------------------------|--------------|--------------|----------------------------------|--|
| KONINKLIJKE KPN NV, DEN HAAG | | | | |
| Security | N4297B146 | Meeting Type | ExtraOrdinary General Meeting | |
| Ticker Symbol | | Meeting Date | 10-Jan-2014 | |
| ISIN | NL0000009082 | Agenda | 704874040 - Management | |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--------------|------------|------|---------------------------|
| 1 | Open Meeting | Non-Voting | | |
| 2 | | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | |
|------------------------|---|--------------|------|--------------------------|
| | Decrease Nominal Value per Share from EUR 0.24 to EUR 0.04 | | | |
| 3 | Authorize Repurchase of All Outstanding Preference Shares B and Cancellation of Preference Shares B | Management | For | For |
| 4 | Close Meeting | Non-Voting | | |
| CMMT | 06 DEC 13: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING TYPE F-ROM SGM TO EGM. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN T-HIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YO-U. | Non-Voting | | |
| DELCAM PLC, BIRMINGHAM | | | | |
| Security | G2702Q102 | Meeting Type | | Court Meeting |
| Ticker Symbol | | Meeting Date | | 15-Jan-2014 |
| ISIN | GB0000530591 | Agenda | | 704880245 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| CMMT | PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT. | Non-Voting | | |
| 1 | For the purpose of considering, and if thought fit approving, with or without modification, the proposed Scheme of Arrangement referred to in the Notice convening the Court Meeting, or at any adjournment thereof | Management | For | For |
| DELCAM PLC, BIRMINGHAM | | | | |
| Security | G2702Q102 | Meeting Type | | Ordinary General Meeting |
| Ticker Symbol | | Meeting Date | | 15-Jan-2014 |
| ISIN | GB0000530591 | Agenda | | 704880257 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| 1 | To approve the proposed Scheme of Arrangement and the associated Capital Reduction as set out in the Notice of the General Meeting in its original form or with such modification, addition to or condition approved or imposed by the Court and the inclusion and adoption of a new article 130 in the Articles of the | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

Company
 ATRIUM INNOVATIONS INC.
 Security 04963Y102
 Ticker Symbol ATBIF
 ISIN CA04963Y1025

Meeting Type Special
 Meeting Date 21-Jan-2014
 Agenda 933911388 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01 | <p>PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION TO APPROVE AN ARRANGEMENT PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT PROVIDING FOR, AMONG OTHERS, THE ACQUISITION BY ACQUISITION GLACIER INC. AND ACQUISITION GLACIER II INC. OF ALL THE OUTSTANDING COMMON SHARES OF ATRIUM INNOVATIONS INC. AND THE ACQUISITION BY ATRIUM INNOVATIONS INC. OF ALL OF THE OUTSTANDING 5.75% CONVERTIBLE UNSECURED SUBORDINATE DEBENTURES OF ATRIUM INNOVATIONS INC.</p> | Management | For | For |

ZOLTEK COMPANIES, INC.
 Security 98975W104
 Ticker Symbol ZOLT
 ISIN US98975W1045

Meeting Type Special
 Meeting Date 23-Jan-2014
 Agenda 933908343 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | <p>TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 27, 2013, BY AND AMONG ZOLTEK COMPANIES, INC., TORAY INDUSTRIES, INC., AND TZ ACQUISITION CORP., AS IT MAY BE AMENDED FROM TIME TO TIME, AND THE TRANSACTIONS CONTEMPLATED THEREIN.</p> | Management | For | For |
| 2. | <p>TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.</p> | Management | For | For |
| 3. | | Management | Abstain | Against |

TO APPROVE, BY NON-BINDING, ADVISORY
VOTE, CERTAIN COMPENSATION
ARRANGEMENTS FOR ZOLTEK'S NAMED
EXECUTIVE OFFICERS IN CONNECTION
WITH THE MERGER.

GIVEN IMAGING LTD.

Security M52020100

Ticker Symbol GIVN

ISIN IL0010865371

Meeting Type

Meeting Date

Agenda

Special

23-Jan-2014

933913065 -

Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 1. | TO APPROVE THE MERGER PROPOSAL, INCLUDING THE APPROVAL OF: (I) THE MERGER AGREEMENT; (II) THE MERGER, PURSUANT TO SECTION 314-327 OF THE ICL, OF THE COMPANY WITH MERGER SUB, AN ISRAELI COMPANY AND A WHOLLY-OWNED SUBSIDIARY OF PARENT, BOTH OF WHICH ARE WHOLLY-OWNED SUBSIDIARIES OF COVIDIEN PLC; (III) THE PAYMENT ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management | For | For |

COMMERCIAL SOLUTIONS INC.

Security 202372108

Ticker Symbol CSOSF

ISIN CA2023721087

Meeting Type

Meeting Date

Agenda

Special

28-Jan-2014

933911732 -

Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 01 | TO APPROVE THE ARRANGEMENT RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX "A" OF THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR DATED DECEMBER 18, 2013. | Management | For | For |

LONMIN PLC, LONDON

Security G56350112

Ticker Symbol

ISIN GB0031192486

Meeting Type

Meeting Date

Agenda

Annual General
Meeting

30-Jan-2014

704895931 -

Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 1 | To receive the audited accounts and the reports of the Directors and auditors for the year ended 30 September 2013 | Management | For | For |

| | | | |
|----|--|---------------|-----|
| 2 | To approve the Directors' remuneration policy in the form set out in the Directors' Remuneration Report in the Company's Annual Report and Accounts for the year ended 30 September 2013 | ManagementFor | For |
| 3 | To approve the Directors' Remuneration Report, other than the part containing the Directors' remuneration policy, in the form set out in the Company's Annual Report and Accounts for the year ended 30 September 2013 | ManagementFor | For |
| 4 | To appoint KPMG LLP as the Company's auditors to hold office until the conclusion of the next annual general meeting of the Company | ManagementFor | For |
| 5 | To authorise the Board to agree the auditors' remuneration | ManagementFor | For |
| 6 | To re-elect Roger Phillimore as a director of the Company | ManagementFor | For |
| 7 | To re-elect Len Konar as a director of the Company | ManagementFor | For |
| 8 | To re-elect Jonathan Leslie as a director of the Company | ManagementFor | For |
| 9 | To re-elect Simon Scott as a director of the Company | ManagementFor | For |
| 10 | To re-elect Karen de Segundo as a director of the Company | ManagementFor | For |
| 11 | To re-elect Jim Sutcliffe as a director of the Company | ManagementFor | For |
| 12 | To re-elect Brian Beamish as a director of the Company | ManagementFor | For |
| 13 | To re-elect Ben Magara as a director of the Company | ManagementFor | For |
| 14 | To re-elect Phuti Mahanyele as a director of the Company | ManagementFor | For |
| 15 | To re-elect Gary Nagle as a director of the Company | ManagementFor | For |
| 16 | To re-elect Paul Smith as a director of the Company | ManagementFor | For |
| 17 | That the Directors be and they are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot Ordinary Shares in the Company and to grant rights to subscribe for, or to convert any security into, Ordinary Shares in the Company ("Rights") up to an aggregate nominal amount of USD189,600,000, provided that this authority shall expire on the date of the next AGM of the Company or, if earlier, on 30 April 2015, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require shares to be allotted or Rights to be | ManagementFor | For |

granted after such expiry and the Directors shall be entitled to allot Ordinary Shares and grant Rights CONTD

- CONTD pursuant to any such offer or agreement as if this authority had not-expired; and all
- 18 CONT unexercised authorities previously granted to the Directors-to allot Ordinary Shares and grant Rights be and are hereby revoked
- That the Company be generally and unconditionally authorised to make market purchases (within the meaning of section 693(4) of the Companies Act 2006) of Ordinary Shares of USD 1 in the capital of the Company ("Ordinary Shares") on such terms and in such manner as the Directors may from time to time determine provided that: (a) the maximum number of Ordinary Shares that may be purchased is 56,900,000; (b) the minimum price that may be paid for an Ordinary Share is USD 1; (c) the maximum price that may be paid for an Ordinary Share is an amount equal to 105% of the average of the middle-market prices shown in the quotation for an Ordinary Share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the Ordinary Share is contracted to be purchased; CONTD
- 19 CONT (d) this authority shall expire at the conclusion of the next AGM of-the Company after the passing of this resolution or, if earlier, on 30 April-2015 unless previously renewed, varied or revoked by the Company in general-meeting; and (e) the Company may enter into a contract to purchase its-Ordinary Shares under this authority prior to its expiry, which contract will-or may be executed wholly or partly after such expiry, and may purchase its-Ordinary Shares in pursuance of any such contract
- 20 That a general meeting, other than an annual general meeting, may be called on not less than 14 clear days' notice
- That the Directors be and are hereby authorised to extend the operation of the LTIP as contained in the Lonmin Shareholder Value Incentive Plan, amended in accordance with the summary of principal terms of the LTIP as set out on page 9 of this Notice, for an additional period of two years

POST HOLDINGS, INC.

Security 737446104

Ticker Symbol POST

Meeting Type

Meeting Date

Annual

30-Jan-2014

Edgar Filing: GDL FUND - Form N-PX

| ISIN | US7374461041 | Agenda | 933909105 - Management | |
|---------------|---|--------------|------------------------|------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | DIRECTOR | Management | | |
| | 1 DAVID R. BANKS | | For | For |
| | 2 TERENCE E. BLOCK | | For | For |
| | 3 ROBERT E. GROTE | | For | For |
| 2. | APPROVAL OF INCREASES IN THE NUMBER OF SHARES OF OUR COMMON STOCK ISSUABLE UPON CONVERSION OF OUR 3.75% SERIES B CUMULATIVE PERPETUAL CONVERTIBLE PREFERRED STOCK. | Management | For | For |
| 3. | RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2014. | Management | For | For |
| 4. | ADVISORY VOTE ON EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| ASHLAND INC. | | | | |
| Security | 044209104 | Meeting Type | Annual | |
| Ticker Symbol | ASH | Meeting Date | 30-Jan-2014 | |
| ISIN | US0442091049 | Agenda | 933909802 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| 1.1 | ELECTION OF CLASS I DIRECTOR: STEPHEN F. KIRK | Management | For | For |
| 1.2 | ELECTION OF CLASS I DIRECTOR: JAMES J. O'BRIEN | Management | For | For |
| 1.3 | ELECTION OF CLASS I DIRECTOR: BARRY W. PERRY | Management | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2014. | Management | For | For |
| 3. | A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION PAID TO ASHLAND'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION. | Management | Abstain | Against |
| 4. | A PROPOSED AMENDMENT TO ASHLAND'S THIRD RESTATED ARTICLES OF INCORPORATION TO PROVIDE FOR THE | Management | For | For |

PHASED-IN DECLASSIFICATION OF THE
BOARD OF DIRECTORS.

LIBERTY GLOBAL PLC.

Security G5480U104

Ticker Symbol LBTYA

ISIN GB00B8W67662

Meeting Type

Meeting Date

Agenda

Special

30-Jan-2014

933910499 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|---------------------------|
| 1. | ORDINARY RESOLUTION TO APPROVE THE LIBERTY GLOBAL 2014 INCENTIVE PLAN. | Management | Against | Against |
| 2. | ORDINARY RESOLUTION TO APPROVE THE LIBERTY GLOBAL 2014 NONEMPLOYEE DIRECTOR INCENTIVE PLAN. | Management | Against | Against |

COSTA INC

Security 22149T102

Ticker Symbol ATX

ISIN US22149T1025

Meeting Type

Meeting Date

Agenda

Special

30-Jan-2014

933911744 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|---------------------------|
| 1. | THE PROPOSAL TO APPROVE AND ADOPT THE MERGER AGREEMENT, INCLUDING THE MERGER AND THE OTHER TRANSACTIONS CONTEMPLATED THEREBY. | Management | For | For |
| 2. | THE PROPOSAL TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE SPECIFIED COMPENSATION ARRANGEMENTS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT THAT WILL BE PAYABLE TO COSTA'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE CONSUMMATION OF THE MERGER. | Management | Abstain | Against |
| 3. | THE PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE IN THE VIEW OF THE COSTA BOARD OF DIRECTORS, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE AND ADOPT THE MERGER AGREEMENT. | Management | For | For |

CORNERSTONE THERAPEUTICS INC

Security 21924P103

Ticker Symbol CRTX

ISIN US21924P1030

Meeting Type

Meeting Date

Agenda

Special

03-Feb-2014

933912607 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|--------------|------------------------|
| 1. | PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 15, 2013 (AS IT MAY BE AMENDED FROM TIME TO TIME), BY AND AMONG CHIESI FARMACEUTICI S.P.A., CHIESI U.S. CORPORATION AND CORNERSTONE THERAPEUTICS INC. PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO CERTAIN OF THE EXECUTIVE OFFICERS OF CORNERSTONE THERAPEUTICS INC. IN CONNECTION WITH THE MERGER, AS DISCLOSED IN THE TABLE UNDER "SPECIAL FACTORS-INTERESTS OF THE COMPANY'S DIRECTORS AND EXECUTIVE ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management | For | For |
| 2. | PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT. | Management | Abstain | Against |
| 3. | ANAREN, INC. Security 032744104 Ticker Symbol ANEN ISIN US0327441046 | Management | For | For |
| | | | Meeting Type | Special |
| | | | Meeting Date | 06-Feb-2014 |
| | | | Agenda | 933911770 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 4, 2013, AS AMENDED AND AS MAY BE FURTHER AMENDED FROM TIME TO TIME, BY AND AMONG ANAREN, INC., ANVC HOLDING CORP. AND ANVC MERGER CORP. | Management | For | For |
| 2. | TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE SPECIFIED COMPENSATION ARRANGEMENTS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT | Management | Abstain | Against |

THAT
MAY BE PAYABLE TO ANAREN'S NAMED
EXECUTIVE OFFICERS IN CONNECTION
WITH THE CONSUMMATION OF THE
MERGER.

- | | | | |
|----|--|----------------|-----|
| 3. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE AGREEMENT AND PLAN OF MERGER AT THE SPECIAL MEETING. | Management For | For |
|----|--|----------------|-----|

YASHILI INTERNATIONAL HOLDINGS LTD, GRAND CAYMAN

| | | | |
|---------------|--------------|--------------|----------------------------------|
| Security | G98340105 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 18-Feb-2014 |
| ISIN | KYG983401053 | Agenda | 704942108 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|
|------|----------|------|------|---------------------------|

| | | | | |
|------|--|------------|--|--|
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-RESOLUTION 1, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING PLEASE NOTE THAT THE COMPANY NOTICE | Non-Voting | | |
|------|--|------------|--|--|

| | | | | |
|------|--|------------|--|--|
| CMMT | AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0127/LTN20140127015.pdf -AND- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0127/LTN20140127013.pdf | Non-Voting | | |
|------|--|------------|--|--|

- | | | | |
|---|--|----------------|-----|
| 1 | (a) To approve the Equity Transfer Agreement (as defined in the Company's circular dated 27 January, 2014 (the "Circular")) dated 5 January 2014 entered into between Yashili International Group Limited and Yashili International Group Limited (with the former name of "Guangdong Yashili Group Company Limited") as the sellers and China Mengniu Investment Co. Ltd. and WhiteWave Hong Kong Ltd. as the purchasers, pursuant to which the sellers agreed to sell and the purchasers agreed to purchase 100% of the equity interests in Yashili (Zhengzhou) Nourishment Co., Ltd.). (b) To approve the Disposal (as defined in the Circular) and all other documents that are necessary to effect the Disposal. (c) To authorise any one director of the | Management For | For |
|---|--|----------------|-----|

Edgar Filing: GDL FUND - Form N-PX

Company or any two directors of the Company, if
 CONTD

CONTD the affixation of the common seal is necessary, to be on behalf of the-Company to do all such things and exercise all powers which he/they-consider(s) necessary, desirable or expedient in connection with the Equity-Transfer Agreement and the Disposal, and otherwise in connection with the-implementation of the transactions contemplated therein including without-limitation the execution, amendment, supplement, delivery, waiver, submission-and implementation of any further documents or agreements

CONT

Non-Voting

UNIT4 N.V., SLIEDRECHT

Security N9028G116

Meeting Type

ExtraOrdinary
 General Meeting

Ticker Symbol

Meeting Date

19-Feb-2014

ISIN NL0000389096

Agenda

704909653 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|-----------|---------------------------|
| 1 | Opening Explanation of the recommended cash offer by AI Avocado B.V. (the "Offeror"),-a company ultimately controlled by funds advised and managed by Advent-International Corporation, for | Non-Voting | | |
| 2 | all the issued and outstanding ordinary shares-with a nominal value of EUR 0.05 each in the capital of UNIT4 N.V. (the-"Company") (the "Offer") Conditional amendment of the Articles of Association of the Company as per the Settlement Date (as defined in the offer memorandum relating to the Offer dated 20 | Non-Voting | | |
| 3 | December 2013, the "Offer Memorandum") and Authorisation to execute the deed of amendment of the Articles of Association | Management | No Action | |
| 4.a | Appointment of Mr Leo Apotheker as non-executive director as per the Settlement Date | Management | No Action | |
| 4.b | Appointment of Mr Bret Bolin as non-executive director as per the Settlement Date | Management | No Action | |
| 4.c | Appointment of Mr Fred Wakeman as non-executive director as per the Settlement Date | Management | No Action | |
| 4.d | Appointment of Mr John Woyton as non-executive director as per the Settlement Date | Management | No Action | |
| 4.e | Appointment of Mr Bram Grimmelt as non-executive director as per the Settlement Date | Management | No Action | |
| 4.f | Re-appointment of Mr Frank Rovekamp as non-executive director as per the Settlement Date | Management | No Action | |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|-----|---|------------|-----------|
| 5.a | Mr Philip Houben in connection with his conditional resignation as non-executive director of the Board as per the Settlement Date | Management | No Action |
| 5.b | Mr Rob Ruijter in connection with his conditional resignation as non-executive director of the Board as per the Settlement Date | Management | No Action |
| 5.c | Ms Nikki Beckett in connection with her conditional resignation as non-executive director of the Board as per the Settlement Date | Management | No Action |
| 6.a | Mr Chris Ouwinga in connection with his functioning as member of the Board of Directors of the Company until 1 January 2014 and non-executive director of the Board from 1 January 2014 until the date of the EGM, effective as per the Settlement Date | Management | No Action |
| 6.b | Mr Jose Duarte in connection with his functioning as member of the Board of Directors of the Company until 1 January 2014 and executive director of the Board from 1 January 2014 until the date of the EGM, effective as per the Settlement Date | Management | No Action |
| 6.c | Mr Edwin van Leeuwen in connection with his functioning as member of the Board of Directors of the Company until 1 January 2014 and executive director of the Board from 1 January 2014 until the date of the EGM, effective as per the Settlement Date | Management | No Action |
| 6.d | Mr Frank Rovekamp in connection with his functioning as member of the Supervisory Board until 1 January 2014 and non-executive director of the Board from 1 January 2014 until the date of the EGM, effective as per the Settlement Date | Management | No Action |
| 7 | Any other business | Non-Voting | |
| 8 | Closing | Non-Voting | |

CAMCO FINANCIAL CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 132618109 | Meeting Type | Special |
| Ticker Symbol | CAFI | Meeting Date | 19-Feb-2014 |
| ISIN | US1326181096 | Agenda | 933916427 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER DATED AS OF OCTOBER 9, 2013 BY AND BETWEEN HUNTINGTON BANCSHARES INCORPORATED AND CAMCO FINANCIAL CORPORATION. | Management | For | For |
| 2. | APPROVE ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION TO BE PAID TO CAMCO FINANCIAL CORPORATION'S | Management | Abstain | Against |

NAMED
 EXECUTIVE OFFICERS THAT IS BASED ON
 OR OTHERWISE RELATED TO THE MERGER.
 ADJOURNMENT OF THE SPECIAL MEETING
 TO A LATER DATE OR DATES, IF
 NECESSARY, TO FURTHER PERMIT
 3. SOLICITATION OF PROXIES IF THERE ARE
 NOT SUFFICIENT VOTES AT THE TIME OF
 THE SPECIAL MEETING TO APPROVE THE
 AGREEMENT AND PLAN OF MERGER.

Management For For

GENTIUM S.P.A

Security 37250B104

Ticker Symbol GENT

ISIN US37250B1044

Meeting Type

Annual

Meeting Date

24-Feb-2014

Agenda

933921187 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 1. | TO (I) RATIFY ANY AND ALL ACTIVITIES PERFORMED BY ALL THE RESIGNING DIRECTORS AND STATUTORY AUDITORS IN CONNECTION WITH THEIR RESPECTIVE OFFICE FROM THE DATE OF APPOINTMENT UNTIL THE DATE OF THIS ORDINARY SHAREHOLDERS' MEETING, EXCEPT FOR CASES OF WILLFUL MISCONDUCT OR GROSS NEGLIGENCE, (II) APPROVE AND RATIFY ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management | For | For |
| 2A. | ELECTION OF DIRECTOR: FINTAN KEEGAN | Management | For | For |
| 2B. | ELECTION OF DIRECTOR: SUZANNE SAWOCHKA HOOPER | Management | For | For |
| 2C. | ELECTION OF DIRECTOR: IAIN MCGILL | Management | For | For |
| 2D. | ELECTION OF DIRECTOR: JOYCE VICTORIA BIGIO | Management | For | For |
| 2E. | ELECTION OF DIRECTOR: ELMAR SCHNEE | Management | For | For |
| 3A. | APPOINTMENT OF STATUTORY AUDITOR: MIA PASINI, CHAIRPERSON | Management | For | For |
| 3B. | APPOINTMENT OF STATUTORY AUDITOR: LUCA LA PIETRA | Management | For | For |
| 3C. | APPOINTMENT OF STATUTORY AUDITOR: MAURIZIO PAVIA | Management | For | For |
| 3D. | APPOINTMENT OF STATUTORY AUDITOR: ALBERTO DEMARCHI (AS AN ALTERNATE) | Management | For | For |
| 3E. | APPOINTMENT OF STATUTORY AUDITOR: GIOVANNI LURANI CERNUSCHI (AS AN ALTERNATE) | Management | For | For |

GRAINCORP LIMITED

Security Q42655102

Meeting Type

Annual General
 Meeting

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | | Meeting Date | 25-Feb-2014 |
| ISIN | AU000000GNC9 | Agenda | 704940851 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 2 AND VOTES CAST BY ANY-INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S-WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR- EXPECT TO OBTAIN FUTURE BENEFIT (as referred in the company announcement) YOU-SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING-SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN-BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST)-ON THE ABOVE MENTIONED PROPOSAL/S, YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED-BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT-PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-RESOLUTIONS 2, 3.1 AND 3.2, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING | Non-Voting | | |
| CMMT | | | | |
| | To receive and consider the Financial Statements and the Reports of the-Directors and Auditor for the year ended 30 September 2013 | Non-Voting | | |
| 1 | | | | |
| | That the Remuneration Report (which forms part of the Directors' Report) of GrainCorp Limited for the financial year ended 30 September 2013 set out on pages 21 to 47 of the 2013 Annual Report be adopted | Management | For | For |
| 2 | | | | |
| | That for the purposes of ASX Listing Rule 14.4, article 11.3(a) of the Constitution and for all other purposes, Mr Peter Housden, retiring by rotation, being eligible and offering himself for re-election, be re-elected as a Director of the Company | Management | For | For |
| 3.1 | | | | |
| | That for the purposes of ASX Listing Rule 14.4, article 11.3(a) of the Constitution and for all other purposes, Mr Simon Tregoning, retiring by | Management | For | For |
| 3.2 | | | | |

Edgar Filing: GDL FUND - Form N-PX

rotation, being eligible and offering himself for election, be re-elected as a Director of the Company

XYRATEX LTD

Security G98268108

Ticker Symbol XRTX

ISIN BMG982681089

Meeting Type

Meeting Date

Agenda

Special

26-Feb-2014

933916910 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1 | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER AND THE BERMUDA MERGER AGREEMENT AND TO APPROVE THE MERGER. | Management | For | For |
| 2 | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL VOTES IN FAVOR OF THE PROPOSAL TO APPROVE AND TO ADOPT THE AGREEMENT AND PLAN OF MERGER AND THE BERMUDA MERGER AGREEMENT AND APPROVE THE MERGER, IF THERE ARE INSUFFICIENT VOTES TO APPROVE THAT PROPOSAL AT THE TIME OF THE SPECIAL MEETING. | Management | For | For |

GENTIUM S.P.A

Security 37250B104

Ticker Symbol GENT

ISIN US37250B1044

Meeting Type

Meeting Date

Agenda

Special

28-Feb-2014

933924385 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1. | TO APPROVE: (I) THE DELISTING OF THE AMERICAN DEPOSITARY SHARES OF THE COMPANY TRADED ON THE NASDAQ GLOBAL MARKET (THE "DELISTING"); AND (II) THE DEREGISTRATION, UNDER THE UNITED STATES SECURITIES EXCHANGE ACT, OF THE ORDINARY SHARES OF THE COMPANY AND THE AMERICAN DEPOSITARY SHARES OF THE COMPANY ... (DUE TO SPACE LIMITS, SEE PROXY MATERIAL FOR FULL PROPOSAL) | Management | For | For |

VITRAN CORPORATION INC.

Security 92850E107

Meeting Type

Special

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | VTNC | Meeting Date | 05-Mar-2014 |
| ISIN | CA92850E1079 | Agenda | 933922646 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01 | SPECIAL RESOLUTION, AS SET FORTH IN APPENDIX "A" TO THE INFORMATION CIRCULAR, TO APPROVE AN ARRANGEMENT (THE "ARRANGEMENT") UNDER SECTION 182 OF THE BUSINESS CORPORATIONS ACT (ONTARIO) WHEREBY, AMONG OTHER THINGS, 2400520 ONTARIO INC. (THE "PURCHASER"), AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF TRANSFORCE INC., WILL ACQUIRE ALL OF THE ISSUED AND OUTSTANDING COMMON SHARES OF THE COMPANY, OTHER THAN COMMON SHARES OF THE COMPANY HELD BY THE PURCHASER AND ANY AFFILIATE OF THE PURCHASER, FOR CONSIDERATION OF USD\$6.50 IN CASH FOR EACH SHARE. ADVISORY RESOLUTION TO APPROVE THE COMPENSATION THAT MAY BECOME PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE COMPLETION OF THE ARRANGEMENT AS DISCLOSED IN THE INFORMATION CIRCULAR. | Management | For | For |
| 02 | EXECUTIVE OFFICERS IN CONNECTION WITH THE COMPLETION OF THE ARRANGEMENT AS DISCLOSED IN THE INFORMATION CIRCULAR. | Management | For | For |

PATHEON INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 70319W108 | Meeting Type | Special |
| Ticker Symbol | PNHNF | Meeting Date | 06-Mar-2014 |
| ISIN | CA70319W1086 | Agenda | 933922658 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01 | THE SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN ANNEX G TO THE PROXY STATEMENT AND MANAGEMENT INFORMATION CIRCULAR (THE "CIRCULAR") OF PATHEON INC. (THE "CORPORATION") DATED FEBRUARY 4, 2014 ACCOMPANYING THE NOTICE OF THIS MEETING, TO APPROVE A PLAN OF ARRANGEMENT | Management | For | For |

UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT INVOLVING THE CORPORATION PURSUANT TO THE ARRANGEMENT AGREEMENT BETWEEN THE CORPORATION AND JLL/DELTA PATHEON HOLDINGS, L.P. DATED NOVEMBER 18, 2013 (THE "ARRANGEMENT AGREEMENT"), ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.

RESOLUTION TO APPROVE, ON AN ADVISORY AND NON-BINDING BASIS, AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS OF THE CORPORATION, SPECIFIED COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF THE

| | | | |
|----|---|--------------------|---------|
| 02 | CORPORATION IN CONNECTION WITH THE PLAN OF ARRANGEMENT UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT INVOLVING THE CORPORATION PURSUANT TO THE ARRANGEMENT AGREEMENT, ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR. | Management Abstain | Against |
|----|---|--------------------|---------|

POHJOLA BANK PLC, HELSINKI

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | X5942F340 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 20-Mar-2014 |
| ISIN | FI0009003222 | Agenda | 704966590 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| CMMT | MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED IN ORDER FOR YOUR VOTE TO BE LODGED | Non-Voting | | |

Edgar Filing: GDL FUND - Form N-PX

| | | |
|----|---|---------------------|
| 1 | Opening of the meeting | Non-Voting |
| 2 | Calling the meeting to order | Non-Voting |
| 3 | Election of persons to scrutinize the minutes and to supervise the counting of-votes | Non-Voting |
| 4 | Legality of the meeting | Non-Voting |
| 5 | Recording of those present and confirmation of Voters list | Non-Voting |
| 6 | Presentation of financial statements, the report of the board of directors and-the auditor's report for the year 2013 | Non-Voting |
| 7 | Adoption of financial statements | ManagementNo Action |
| 8 | Decision on allocation of profit shown on the balance sheet and dividend distribution the board proposes that a dividend of EUR 0.67 per every A-share be paid and EUR 0.64 per every K-share. In addition, the board of directors proposes that a maximum of EUR 75,000 be available to the board of directors reserved from the distributable funds for donations and other charitable contributions | ManagementNo Action |
| 9 | Decision on discharge from liability of members of the board of directors and president and CEO | ManagementNo Action |
| 10 | Decision on emoluments payable to the board of directors | ManagementNo Action |
| 11 | Decision on the number of members of the board of director Op-Pohjola Group Central Cooperative proposes that the number of board member be eight (8) | ManagementNo Action |
| 12 | Election of members of the board of directors Op-Pohjola Group Central Cooperative proposes that all existing members be re-elected: J.Hienonen, J.Hulkkonen, M-L.Kullberg, M.Partio, H.Sailas and T.Von Weymarn be elected to board of directors. by law the chairman of Op-Pohjola Group Central Cooperative executive board acts as the chairman of the board of directors and the vice chairman of the group as the vice chairman of the board of directors | ManagementNo Action |
| 13 | Decision on auditors remuneration | ManagementNo Action |
| 14 | Election of auditor Op-Pohjola group central cooperative proposes that KPMG Oy Ab be re-elected as auditor | ManagementNo Action |
| 15 | Authorisation given to the board of directors to decide on a share issue | ManagementNo Action |
| 16 | Closing of the meeting | Non-Voting |

MATERIAL SCIENCES CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 576674105 | Meeting Type | Special |
| Ticker Symbol | MASC | Meeting Date | 20-Mar-2014 |
| ISIN | US5766741053 | Agenda | 933926074 - Management |

Edgar Filing: GDL FUND - Form N-PX

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|--|---|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED AS OF JANUARY 8, 2014, BY AND AMONG MATERIAL SCIENCES CORPORATION ("MSC"), ZINK ACQUISITION HOLDINGS INC. AND ZINK ACQUISITION MERGER SUB INC., AS IT MAY BE AMENDED FROM TIME TO TIME. | Management | For | For |
| 2. | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO OR ON BEHALF OF MSC'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT. | Management | Abstain | Against |
| 3. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT OF THE MEETING, IF NECESSARY OR APPROPRIATE, FOR THE SOLICITATION OF ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management | For | For |
| | PATIENT SAFETY TECHNOLOGIES, INC. Security 70322H106 Ticker Symbol PSTX ISIN US70322H1068 | | Meeting Type Meeting Date Agenda | Special 21-Mar-2014 933927862 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), DATED AS OF DECEMBER 31, 2013, BY AND AMONG STRYKER CORPORATION, A MICHIGAN CORPORATION ("STRYKER"), PS MERGER SUB INC., A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF STRYKER, AND PATIENT SAFETY TECHNOLOGIES, INC. (THE "COMPANY"). | Management | For | For |
| 2. | TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED | Management | Abstain | Against |

COMPENSATION
 THAT MAY BECOME PAYABLE TO THE
 COMPANY'S NAMED EXECUTIVE OFFICERS
 IN CONNECTION WITH THE MERGER.
 TO APPROVE THE ADJOURNMENT OF THE
 SPECIAL MEETING, IF NECESSARY OR
 APPROPRIATE TO SOLICIT ADDITIONAL
 PROXIES IF THERE ARE INSUFFICIENT
 VOTES AT THE TIME OF THE SPECIAL
 MEETING TO APPROVE THE PROPOSAL TO
 ADOPT THE MERGER AGREEMENT.

3. Management For For

F&C ASSET MANAGEMENT PLC, EDINBURGH

| | | | |
|---------------|--------------|--------------|--------------------------|
| Security | G3336H104 | Meeting Type | Ordinary General Meeting |
| Ticker Symbol | | Meeting Date | 25-Mar-2014 |
| ISIN | GB0004658141 | Agenda | 704982772 - Management |

| | | | | |
|------|----------|------|------|------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|

| | | | | |
|---|---|------------|-----|-----|
| 1 | To give effect to the Scheme, as set out in the Notice of General Meeting, including the amendments to the Articles of Association the reduction of capital and the subsequent issue of new shares in the Company | Management | For | For |
|---|---|------------|-----|-----|

F&C ASSET MANAGEMENT PLC, EDINBURGH

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G3336H104 | Meeting Type | Court Meeting |
| Ticker Symbol | | Meeting Date | 25-Mar-2014 |
| ISIN | GB0004658141 | Agenda | 704986011 - Management |

| | | | | |
|------|----------|------|------|------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|

| | | | | |
|------|--|------------|--|--|
| CMMT | PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT. | Non-Voting | | |
|------|--|------------|--|--|

| | | | | |
|---|-----------------|------------|-----|-----|
| 1 | The said scheme | Management | For | For |
|---|-----------------|------------|-----|-----|

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 073730103 | Meeting Type | Special |
| Ticker Symbol | BEAM | Meeting Date | 25-Mar-2014 |
| ISIN | US0737301038 | Agenda | 933926050 - Management |

| | | | | |
|------|----------|------|------|------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|

| | | | | |
|---|--|------------|-----|-----|
| 1 | | Management | For | For |
|---|--|------------|-----|-----|

THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 12, 2014 AND AS AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG SUNTORY HOLDINGS LIMITED, A JAPANESE CORPORATION ("SUNTORY HOLDINGS"), SUS MERGER SUB LIMITED, A DELAWARE CORPORATION AND WHOLLY-OWNED SUBSIDIARY OF SUNTORY HOLDINGS, AND BEAM INC., A DELAWARE CORPORATION ("BEAM")

| | | | |
|---|--|--------------------|---------|
| 2 | THE PROPOSAL TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO BEAM'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT | Management Abstain | Against |
|---|--|--------------------|---------|

| | | | |
|---|--|----------------|-----|
| 3 | THE PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR TIME IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT | Management For | For |
|---|--|----------------|-----|

UNS ENERGY CORPORATION

Security 903119105

Ticker Symbol UNS

ISIN US9031191052

Meeting Type

Meeting Date

Agenda

Special

26-Mar-2014

933926416 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|--------------------|---------|------------------------|
| 1. | TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 11, 2013, BY AND AMONG FORTISUS INC., COLOR ACQUISITION SUB INC., A WHOLLY OWNED SUBSIDIARY OF FORTISUS INC., FORTIS INC. (SOLELY FOR PURPOSES OF CERTAIN PROVISIONS THEREOF), AND UNS ENERGY CORPORATION, AS IT MAY BE AMENDED FROM TIME TO TIME. | Management For | For | For |
| 2. | TO APPROVE, ON AN ADVISORY, NON-BINDING BASIS, THE COMPENSATION THAT | Management Abstain | Against | Against |

MAY BE PAID OR BECOME PAYABLE TO NAMED EXECUTIVE OFFICERS OF UNS ENERGY CORPORATION THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF TO ADOPT THE MERGER AGREEMENT.

| | | | |
|----|--|--|---|
| 3. | PACER INTERNATIONAL, INC. Security 69373H106 Ticker Symbol PACR ISIN US69373H1068 | Management For | For |
| | | Meeting Type Meeting Date Agenda | Special 27-Mar-2014 933927925 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|--------------------|---------|------------------------|
| 1. | TO APPROVE THE AGREEMENT AND PLAN OF MERGER DATED AS OF JANUARY 5, 2014 BY AND AMONG PACER INTERNATIONAL, INC. ("PACER"), XPO LOGISTICS, INC. AND ACQUISITION SUB, INC. ("MERGER SUB"), PURSUANT TO WHICH MERGER SUB WILL MERGE WITH AND INTO PACER. | Management For | For | For |
| 2. | TO APPROVE, ON AN ADVISORY BASIS, THE MERGER-RELATED COMPENSATION OF NAMED EXECUTIVE OFFICERS. | Management Abstain | Abstain | Against |
| 3. | TO APPROVE A PROPOSAL TO ADJOURN THE SPECIAL MEETING TO SOLICIT ADDITIONAL PROXIES FOR APPROVAL OF THE MERGER AGREEMENT. | Management For | For | For |

TARO PHARMACEUTICAL INDUSTRIES LTD.

| | | |
|---|--|---|
| Security M8737E108 Ticker Symbol TARO ISIN IL0010827181 | Meeting Type Meeting Date Agenda | Special 27-Mar-2014 933928953 - Management |
|---|--|---|

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|--------------------|---------|------------------------|
| 1 | TO APPROVE AND RATIFY THE COMPANY'S COMPENSATION POLICY UNDER THE REQUIREMENTS OF THE ISRAELI COMPANIES LAW 5759-1999. I/WE HAVE EITHER A "PERSONAL INTEREST" | Management For | For | For |
| 1A | IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO | Management Against | Against | Against |

| | | | |
|----|--|--------------------|---------|
| 2 | <p>TO APPROVE AND RATIFY THE REMUNERATION OF MR. DILIP SHANGHVI, CHAIRMAN OF THE BOARD OF DIRECTORS OF THE COMPANY, AS APPROVED BY THE COMPANY'S AUDIT COMMITTEE, COMPENSATION COMMITTEE AND BOARD OF DIRECTORS AS FOLLOWS: AN ANNUAL FEE IN THE AMOUNT OF USD 869,648, AND AN ANNUAL BONUS IN AN AMOUNT OF UP TO 100% OF HIS ANNUAL FEE, AND A FEE EQUAL TO THE CONSIDERATION PAID BY THE COMPANY TO ITS EXTERNAL DIRECTORS PER MEETING OF THE BOARD OF DIRECTORS AND ANY COMMITTEE THEREOF, EFFECTIVE AS OF THE DATE OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) I/WE HAVE EITHER A "PERSONAL INTEREST"</p> | Management For | For |
| 2A | <p>IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO TO APPROVE AND RATIFY THE REMUNERATION OF MR. SUDHIR VALIA, MEMBER OF THE BOARD OF DIRECTORS OF THE COMPANY, AS APPROVED BY THE COMPANY'S AUDIT COMMITTEE, COMPENSATION COMMITTEE AND BOARD OF DIRECTORS AS FOLLOWS: AN ANNUAL FEE IN THE AMOUNT OF USD 560,134, AND AN ANNUAL BONUS IN AN AMOUNT OF UP TO 100% OF HIS ANNUAL FEE, AND A FEE EQUAL TO THE CONSIDERATION PAID BY THE COMPANY TO ITS EXTERNAL DIRECTORS PER MEETING OF THE BOARD OF DIRECTORS AND ANY COMMITTEE THEREOF, EFFECTIVE AS OF THE DATE OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) I/WE HAVE EITHER A "PERSONAL INTEREST"</p> | Management Against | Against |
| 3 | <p>TO APPROVE AND RATIFY THE REMUNERATION OF MR. DILIP SHANGHVI, CHAIRMAN OF THE BOARD OF DIRECTORS OF THE COMPANY, AS APPROVED BY THE COMPANY'S AUDIT COMMITTEE, COMPENSATION COMMITTEE AND BOARD OF DIRECTORS AS FOLLOWS: AN ANNUAL FEE IN THE AMOUNT OF USD 869,648, AND AN ANNUAL BONUS IN AN AMOUNT OF UP TO 100% OF HIS ANNUAL FEE, AND A FEE EQUAL TO THE CONSIDERATION PAID BY THE COMPANY TO ITS EXTERNAL DIRECTORS PER MEETING OF THE BOARD OF DIRECTORS AND ANY COMMITTEE THEREOF, EFFECTIVE AS OF THE DATE OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) I/WE HAVE EITHER A "PERSONAL INTEREST"</p> | Management For | For |
| 3A | <p>IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO</p> | Management Against | |
| 4 | <p>TO APPROVE AND RATIFY THE REMUNERATION OF MR. SUBRAMANIAN KALYANASUNDARAM (KNOWN IN INDUSTRY CIRCLES AS KAL SUNDARAM), AS CHIEF EXECUTIVE OFFICER OF THE COMPANY, AS APPROVED BY THE COMPANY'S</p> | Management For | For |

COMPENSATION COMMITTEE AND BOARD OF DIRECTORS AS FOLLOWS, WHICH PAYMENTS WILL BE MADE EITHER DIRECTLY TO MR. SUNDARAM OR THROUGH SUN PHARMACEUTICAL INDUSTRIES LTD.: AN ANNUAL FEE IN THE AMOUNT OF USD 500,000, AND AN ANNUAL BONUS IN AN AMOUNT OF UP TO 100% OF HIS ANNUAL FEE, AND A FEE EQUAL TO ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)

- I/WE HAVE EITHER A "PERSONAL INTEREST"
- | | | | |
|-----|--|--------------------|-----|
| 4A | IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO TO APPROVE AND RATIFY THE ELECTION OF MRS. ILANA AVIDOV MOR TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR AS DEFINED IN THE ISRAELI COMPANIES LAW 5759-1999 FOR AN ADDITIONAL THREE-YEAR TERM COMMENCING AS OF DECEMBER 31, 2013. | Management Against | |
| 5A | I/WE HAVE EITHER A "PERSONAL INTEREST" IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO TO APPROVE AND RATIFY THE ELECTION OF MR. DAN BIRAN TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR AS DEFINED IN THE ISRAELI COMPANIES LAW 5759-1999 FOR AN ADDITIONAL THREE-YEAR TERM COMMENCING AS OF DECEMBER 31, 2013. | Management For | For |
| 5A1 | I/WE HAVE EITHER A "PERSONAL INTEREST" IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO TO APPROVE AND RATIFY THE ELECTION OF MR. DAN BIRAN TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR AS DEFINED IN THE ISRAELI COMPANIES LAW 5759-1999 FOR AN ADDITIONAL THREE-YEAR TERM COMMENCING AS OF DECEMBER 31, 2013. | Management Against | |
| 5B | I/WE HAVE EITHER A "PERSONAL INTEREST" IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO TO APPROVE AND RATIFY THE ELECTION OF MR. BEN-AMI ROSENFELD TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR AS DEFINED IN THE ISRAELI COMPANIES LAW 5759-1999 FOR A TERM OF | Management For | For |
| 5B1 | I/WE HAVE EITHER A "PERSONAL INTEREST" IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO TO APPROVE AND RATIFY THE ELECTION OF MR. BEN-AMI ROSENFELD TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR AS DEFINED IN THE ISRAELI COMPANIES LAW 5759-1999 FOR A TERM OF | Management Against | |
| 6A | I/WE HAVE EITHER A "PERSONAL INTEREST" IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO TO APPROVE AND RATIFY THE ELECTION OF MR. BEN-AMI ROSENFELD TO THE BOARD OF DIRECTORS AS EXTERNAL DIRECTOR AS DEFINED IN THE ISRAELI COMPANIES LAW 5759-1999 FOR A TERM OF | Management For | |

- THREE YEARS.
I/WE HAVE EITHER A "PERSONAL INTEREST"
- 6A1 IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO ELECTION OF MS. ADI BERSHADSKY TO THE
Management Against
- 6B BOARD OF DIRECTORS AS EXTERNAL DIRECTOR AS DEFINED IN THE ISRAELI COMPANIES LAW 5759-1999 FOR A TERM OF THREE YEARS.
I/WE HAVE EITHER A "PERSONAL INTEREST"
Management For
- 6B1 IN THE ABOVE RESOLUTION OR ARE A "CONTROLLING SHAREHOLDER". MARK "FOR" = YES OR "AGAINST" = NO
Management Against

SUPERTEX, INC.

Security 868532102
Ticker Symbol SUPX

Meeting Type Special
Meeting Date 01-Apr-2014
Agenda 933934108 - Management

ISIN US8685321023

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|--------------------|------|------------------------|
| 1. | TO CONSIDER AND VOTE UPON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 9, 2014, BY AND AMONG MICROCHIP TECHNOLOGY INCORPORATED, ORCHID ACQUISITION CORPORATION AND SUPERTEX, INC. (THE "MERGER AGREEMENT"), AND APPROVE THE PRINCIPAL TERMS OF THE MERGER AS CONTEMPLATED BY THE MERGER AGREEMENT (THE "MERGER"). | Management For | | For |
| 2. | TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE, BY AN ADVISORY (NON-BINDING) VOTE, CERTAIN OF THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO OUR NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER, AS WELL AS THE AGREEMENTS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE. | Management Abstain | | Against |
| 3. | TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE THE GRANT OF AUTHORITY TO VOTE YOUR SHARES TO ADJOURN THE SPECIAL MEETING TO A | Management For | | For |

LATER TIME AND DATE, IF NECESSARY,
FOR
THE PURPOSE OF SOLICITING ADDITIONAL
PROXIES TO VOTE IN FAVOR OF THE
APPROVAL OF THE PRINCIPAL TERMS OF
THE MERGER AND ADOPTION OF THE
MERGER AGREEMENT.

CANADA BREAD COMPANY, LIMITED

Security 134920107

Ticker Symbol CBDLF

ISIN CA1349201071

Meeting Type

Meeting Date

Agenda

Special

03-Apr-2014

933934095 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|---------------------------|
| 01 | TO APPROVE THE SPECIAL RESOLUTION SET OUT IN APPENDIX "A" TO THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR AUTHORIZING, APPROVING AND ADOPTING THE ARRANGEMENT UNDER SECTION 182 OF THE BUSINESS CORPORATIONS ACT (ONTARIO) OF CANADA BREAD COMPANY, LIMITED, AS MORE PARTICULARLY DESCRIBED AND SET FORTH IN THE MANAGEMENT INFORMATION CIRCULAR. | Management | For | For |

THE JONES GROUP INC.

Security 48020T101

Ticker Symbol JNY

ISIN US48020T1016

Meeting Type

Meeting Date

Agenda

Special

07-Apr-2014

933933118 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|---------------------------|
| 1. | THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER DATED AS OF DECEMBER 19, 2013, BY AND AMONG THE JONES GROUP INC., JASPER PARENT LLC AND JASPER MERGER SUB, INC., AS IT MAY BE AMENDED FROM TIME TO TIME. THE PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, | Management | For | For |
| 2. | INCLUDING TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ESTABLISH A QUORUM OR ADOPT THE MERGER AGREEMENT. | Management | For | For |
| 3. | THE PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE "GOLDEN | Management | Abstain | Against |

PARACHUTE COMPENSATION" PAYABLE
TO
THE JONES GROUP INC.'S NAMED
EXECUTIVE OFFICERS IN CONNECTION
WITH THE MERGER.

TNT EXPRESS NV, AMSTERDAM

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | N8726Y106 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 09-Apr-2014 |
| ISIN | NL0009739424 | Agenda | 704982758 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1 | Opening and announcements | Non-Voting | | |
| 2 | Presentation on 2013 performance by Mr Tex Gunning, Chief Executive Officer | Non-Voting | | |
| 3 | Discussion of the Annual Report 2013 | Non-Voting | | |
| 4 | Discussion of the Corporate Governance chapter of the Annual Report 2013,-chapter 4 | Non-Voting | | |
| 5 | Discussion of the remuneration 2013 | Non-Voting | | |
| 6 | Adoption of the 2013 financial statements | Management | For | For |
| 7.a | Discussion of the reserves and dividend guidelines | Non-Voting | | |
| 7.b | Dividend 2013: EUR 0.046 Per Share | Management | For | For |
| 8 | Release from liability of the Executive Board members | Management | For | For |
| 9 | Release from liability of the Supervisory Board members | Management | For | For |
| 10 | Remuneration policy for Executive Board members | Management | For | For |
| 11 | Appointment of Supervisory Board members: Proposal to re-appoint Mr Roger King to the Supervisory Board | Management | For | For |
| 12 | Extension of the designation of the Executive Board as body authorised to issue ordinary shares | Management | For | For |
| 13 | Extension of the designation of the Executive Board as body authorised to limit or exclude the pre-emptive right upon the issue of ordinary shares | Management | Against | Against |
| 14 | Authorisation of the Executive Board to have TNT Express acquire its own shares | Management | For | For |
| 15 | Announcement of the main conclusions of the Executive Board and the Audit-Committee with regard to the assessment of the functioning of the External-Auditor | Non-Voting | | |
| 16 | Questions | Non-Voting | | |
| 17 | Close | Non-Voting | | |

KONINKLIJKE KPN NV, DEN HAAG

| | | | |
|----------|-----------|--------------|--|
| Security | N4297B146 | Meeting Type | |
|----------|-----------|--------------|--|

Edgar Filing: GDL FUND - Form N-PX

| Ticker Symbol | Meeting Date | Annual General Meeting | | |
|-------------------|---|--|---------|------------------------|
| ISIN NL0000009082 | Agenda | 09-Apr-2014 704985401 - Management | | |
| Item | Proposal | Type | Vote | For/Against Management |
| 1 | Opening and announcements | Non-Voting | | |
| 2 | Report by the Board of Management for the financial year 2013 | Non-Voting | | |
| 3 | Remuneration in the financial year 2013 | Non-Voting | | |
| 4 | Proposal to adopt the financial statements for the financial year 2013 | Management | For | For |
| 5 | Explanation of the financial and dividend policy | Non-Voting | | |
| 6 | Proposal to discharge the members of the Board of Management from liability | Management | For | For |
| 7 | Proposal to discharge the members of the Supervisory Board from liability | Management | For | For |
| 8 | Ratify PricewaterhouseCoopers as Auditors for Fiscal Year 2014 | Management | For | For |
| 9 | Ratify Ernst Young as Auditors for Fiscal Year 2015 | Management | For | For |
| 10 | Opportunity to make recommendations for the appointment of a member of the-Supervisory Board | Non-Voting | | |
| 11 | Proposal to appoint Mrs C. Zuiderwijk as member of the Supervisory Board | Management | For | For |
| 12 | Proposal to appoint Mr D.W. Sickinghe as member of the Supervisory Board | Management | For | For |
| 13 | Announcement concerning vacancies in the Supervisory Board in 2015 | Non-Voting | | |
| 14 | Announcement of the intended reappointment of Mr E. Blok as member (Chairman)-of the Board of Management | Non-Voting | | |
| 15 | Proposal to approve amendments to the LTI plan and amend the remuneration policy | Management | For | For |
| 16 | Proposal to authorise the Board of Management to resolve that the company may acquire its own shares | Management | For | For |
| 17 | Proposal to reduce the capital through cancellation of own shares | Management | For | For |
| 18 | Proposal to designate the Board of Management as the competent body to issue ordinary shares | Management | For | For |
| 19 | Proposal to designate the Board of Management as the competent body to restrict or exclude preemptive rights upon issuing ordinary shares | Management | Against | Against |
| 20 | Any other business and closure of the meeting | Non-Voting | | |
| CMMT | 28 FEB 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF AUDITORS NA-ME FOR RESOLUTION NOS. 8 AND 9. IF | Non-Voting | | |

YOU HAVE ALREADY SENT IN YOUR VOTES,
PLEASE-DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

LSI CORPORATION

Security 502161102

Ticker Symbol LSI

ISIN US5021611026

Meeting Type

Meeting Date

Agenda

Special

09-Apr-2014

933939158 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 15, 2013, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG LSI CORPORATION, AVAGO TECHNOLOGIES LIMITED, AVAGO TECHNOLOGIES WIRELESS (U.S.A.) MANUFACTURING INC. AND LEOPOLD MERGER SUB, INC. | Management | For | For |
| 2. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER. | Management | For | For |
| 3. | TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, SPECIFIED COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF LSI CORPORATION IN CONNECTION WITH THE MERGER. | Management | Abstain | Against |

SKY DEUTSCHLAND AG, MUENCHEN

Security D6997G102

Ticker Symbol

ISIN DE000SKYD000

Meeting Type

Meeting Date

Agenda

Annual General Meeting

10-Apr-2014

704997153 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| | Please note that by judgement of OLG Cologne rendered on June 6, 2012, any sha-reholder who holds an aggregate total of 3 percent or more of the outstanding-share capital must register under | Non-Voting | | |

their beneficial owner details before the appropriate deadline to be able to vote. Failure to comply with the declaration-requirements as stipulated in section 21 of the Securities Trade Act (WpHG) may prevent the shareholder from voting at the general meetings. Therefore, your-custodian may request that we register beneficial owner data for all voted accounts with the respective sub custodian. If you require further information whether or not such BO registration will be conducted for your custodians accounts, please contact your CSR.

The sub custodians have advised that voted shares are not blocked for trading-purposes i.e. they are only unavailable for settlement.

Registered shares will be deregistered at the deregistration date by the sub custodians. In order to-deliver/settle a voted position before the deregistration date a voting instruction cancellation and de-registration request needs to be sent to your CSR or Custodian. Please contact your CSR for further information.

Non-Voting

The Vote/Registration Deadline as displayed on ProxyEdge is subject to change-and will be updated as soon as Broadridge receives confirmation from the sub custodians regarding their instruction deadline. For any queries please contact-your Client Services Representative.

Non-Voting

ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN

YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU

HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS

NOTIFICATIONS PURSUANT-TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

COUNTER PROPOSALS MAY BE SUBMITTED
UNTIL 26 MAR 2014. FURTHER
INFORMATION

ON C-OUNTER PROPOSALS CAN BE FOUND
DIRECTLY ON THE ISSUER'S WEBSITE
(PLEASE REFER T-O THE MATERIAL URL
SECTION OF THE APPLICATION). IF YOU
WISH TO ACT ON THESE IT-EMS, YOU WILL
NEED TO REQUEST A MEETING ATTEND
AND VOTE YOUR SHARES DIRECTLY A-T
THE COMPANY'S MEETING. COUNTER
PROPOSALS CANNOT BE REFLECTED IN
THE BALLOT O-N PROXYEDGE.

| | | |
|-----|--|---------------------|
| | | Non-Voting |
| 1. | Receive financial statements and statutory reports for fiscal 2013 | Non-Voting |
| 2. | Approve discharge of management board for fiscal 2013 | ManagementNo Action |
| 3. | Approve discharge of supervisory board for fiscal 2013 | ManagementNo Action |
| 4. | Ratify KPMG AG as auditors for fiscal 2014 | ManagementNo Action |
| 5.1 | Elect Stefan Jentzsch to the supervisory board | ManagementNo Action |
| 5.2 | Elect Mark Kaner to the supervisory board | ManagementNo Action |
| 5.3 | Elect James Murdoch to the supervisory board | ManagementNo Action |
| 5.4 | Elect Harald Roesch to the supervisory board | ManagementNo Action |
| 5.5 | Elect Markus Tellenbach to the supervisory board | ManagementNo Action |
| 6. | Change fiscal year end to June 30 | ManagementNo Action |

SMITH & NEPHEW PLC, LONDON

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G82343164 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 10-Apr-2014 |
| ISIN | GB0009223206 | Agenda | 705007979 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1 | To receive and adopt the audited accounts for the financial year ended 31 December 2013 together with the reports of the Directors and the Auditor thereon | Management | For | For |
| 2 | To approve the Directors' Remuneration Policy in the form set out in the Directors' Remuneration Report in the Company's Annual Report | Management | For | For |
| 3 | To approve the Directors' Remuneration Report, other than the part containing the Directors' Remuneration Policy, in the form set out in the Company's Annual Report for the year ended 31 December 2013 | Management | For | For |
| 4 | To declare a final dividend of 17.00 US cents per Ordinary Share in respect of the year ended 31 December 2013 payable on 7 May 2014 to shareholders on the register of the Company at | Management | For | For |

| | | | |
|------|---|---------------|-----|
| | the close of business on 22 April 2014 | | |
| 5 | To re-elect Ian Barlow as a Director of the Company | ManagementFor | For |
| 6 | To re-elect Olivier Bohuon as a Director of the Company | ManagementFor | For |
| 7 | To re-elect The Rt. Hon Baroness Virginia Bottomley as a Director of the Company | ManagementFor | For |
| 8 | To re-elect Julie Brown as a Director of the Company | ManagementFor | For |
| 9 | To re-elect Michael Friedman as a Director of the Company | ManagementFor | For |
| 10 | To re-elect Pamela Kirby as a Director of the Company | ManagementFor | For |
| 11 | To re-elect Brian Larcombe as a Director of the Company | ManagementFor | For |
| 12 | To re-elect Joseph Papa as a Director of the Company | ManagementFor | For |
| 13 | To elect Roberto Quarta as a Director of the Company | ManagementFor | For |
| 14 | To re-appoint Ernst & Young LLP as the Auditor of the Company | ManagementFor | For |
| 15 | To authorise the Directors to determine the remuneration of the Auditor of the Company | ManagementFor | For |
| 16 | To renew the authorisation of the Directors generally and unconditionally pursuant to section 551 of the Companies Act 2006 (the "Act"), and as permitted by the Company's Articles of Association, to exercise all their powers to allot shares in the Company and to grant rights to subscribe for, or to convert any security into shares in the Company up to an aggregate nominal amount of USD 59,587,616 in accordance with section 551(3) and (6) of the Act. Such authorisation shall expire at the conclusion of the Annual General Meeting of the Company in 2015 or on 30 June 2015, whichever is earlier (unless the resolution is previously renewed, varied or revoked by the Company in a General Meeting). However, if the Company before such authority expires, makes any offer or agreement which would or might require shares to be | ManagementFor | For |
| CONT | CONTD allotted or rights to be granted after this authority expires, the-Directors may allot such shares, or grant rights to subscribe for or to-convert any security into shares, in pursuance of any such offer or agreement-as if the authorisations conferred hereby had not expired | Non-Voting | |
| 17 | That, subject to the passing of resolution 16, the Directors be and are hereby authorised, pursuant to sections 570(1) and 573 of the Act, to allot | ManagementFor | For |

| | | | |
|------|--|----------------|-----|
| | <p>equity securities (as defined in section 560 of the Act) in the Company for cash, either pursuant to the authority granted by resolution 16 and/or through the sale of treasury shares, as if section 561 of that Act did not apply to any such allotment or sale, provided such power be limited: (a) to the allotment of equity securities and/or sale of treasury shares in connection with an offer of equity securities to Ordinary Shareholders (excluding any shareholder holding shares as treasury shares) where the equity securities respectively attributable to the interests of all Ordinary Shareholders are proportionate (as nearly as may be) to the respective number of Ordinary Shares CONTD</p> | | |
| CONT | <p>CONTD held by them subject only to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional-elements, record dates, legal or practical problems arising in any territory-or by virtue of shares being represented by depositary receipts, the-requirements of any regulatory body or stock exchange, or any other matter;-and (b) to the allotment (otherwise than under paragraph (a) above) of equity-securities and/or sale of treasury shares up to an aggregate nominal amount-of USD 8,938,142 provided that such authorisation shall expire at the-conclusion of the Annual General Meeting of the Company in 2015 or on 30 June-2015, whichever is the earlier (unless the resolution is previously renewed,-varied or revoked by the Company in a General Meeting). However, if the-Company CONTD CONTD before such authority expires, makes any offer or agreement which would-or might require equity securities to be allotted after this</p> | Non-Voting | |
| CONT | <p>authority-expires, the Directors may allot securities in pursuance of any such offer or-agreement as if the power conferred hereby had not expired</p> | Non-Voting | |
| 18 | <p>That the Company is generally and unconditionally authorised for the purposes of section 701 of the Act to make market purchases (within the meaning of section 693(4) of the Act) of any of its Ordinary Shares of 20 US cents each in the capital of the Company on such terms and in such manner as the Directors may from time to time determine, and where such shares are held as treasury shares, the Company may use them for the purposes of its employee share plans, provided that: (a) the maximum number of</p> | Management For | For |

Ordinary Shares which may be purchased is 89,381,424 representing approximately 10% of the issued Ordinary Share capital (excluding treasury shares) as at 24 February 2014 (the latest practicable date prior to publication of this notice); (b) the minimum price that may be paid for each Ordinary Share is 20 US cents which
 CONTD

CONTD amount is exclusive of expenses, if any; (c) the maximum price-(exclusive of expenses) that may be paid for each Ordinary Share is an amount-equal to the higher of: (i) 105% of the average of the middle market-quotations for the Ordinary Shares of the Company as derived from the Daily-Official List of the London Stock Exchange plc for the five business days-

CONTD immediately preceding the day on which such share is contracted to be-purchased; and (ii) that stipulated by article 5(1) of the EU Buyback and-Stabilisation Regulation 2003 (No.2273/2003); (d) unless previously renewed,-varied or revoked by the Company at a General Meeting, this authority shall-expire at the conclusion of the Annual General Meeting of the Company in 2015-or on 30 June 2015, whichever is the earlier; and (e) the Company may, before-this CONTD

CONTD authority expires, make a contract to purchase Ordinary Shares that-would or might be executed wholly or partly after the expiry of this-authority, and may make purchases of Ordinary Shares pursuant to it as if-this authority had not expired

19 That a general meeting of the Company, other than an Annual General Meeting, may be held on not less than 14 clear days' notice

ATMI, INC.
 Security 00207R101 Meeting Type Special
 Ticker Symbol ATMI Meeting Date 15-Apr-2014
 ISIN US00207R1014 Agenda 933939247 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1 | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 4, 2014 (AS IT MAY BE AMENDED FROM TIME TO TIME), BY AND AMONG ATMI, INC., ENTEGRIS, INC. AND ATOMIC MERGER CORPORATION. | Management | For | For |
| 2 | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL | Management | For | For |

PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.

TO APPROVE A NON-BINDING ADVISORY PROPOSAL TO APPROVE THE GOLDEN

3 PARACHUTE COMPENSATION PAYABLE TO Management Abstain Against
ATMI'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.

COASTAL CONTACTS INC.

| | | | |
|---------------|--------------|--------------|----------------------------|
| Security | 19044R207 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | COA | Meeting Date | 16-Apr-2014 |
| ISIN | CA19044R2072 | Agenda | 933943652 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01 | THE APPROVAL OF A STATUTORY PLAN OF ARRANGEMENT UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT BY WAY OF A SPECIAL RESOLUTION OF | Management | For | For |
| 02 | THE HOLDERS OF COMMON SHARES, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX C TO THE MANAGEMENT INFORMATION CIRCULAR. | Management | | |
| | DIRECTOR | | | |
| | 1 ROGER V. HARDY | | For | For |
| | 2 MURRAY MCBRIDE | | For | For |
| | 3 MICHAELA TOKARSKI | | For | For |
| | 4 JEFFREY MASON | | For | For |
| | 5 JOHN CURRIE | | For | For |
| | 6 JEFF BOOTH | | For | For |
| | 7 NEEL GROVER | | For | For |
| 03 | THE APPOINTMENT OF KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITOR OF COASTAL CONTACTS INC. FOR THE ENSUING YEAR. | Management | For | For |
| 04 | THE APPROVAL, ON AN ADVISORY BASIS (AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS OF COASTAL), OF COASTAL'S APPROACH TO EXECUTIVE COMPENSATION. | Management | For | For |

ZIGGO N.V., UTRECHT

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | N9837R105 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 17-Apr-2014 |
| ISIN | NL0006294290 | Agenda | 705006888 - Management |

Edgar Filing: GDL FUND - Form N-PX

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|--------------|---------|------------------------|
| 4 | Adoption of the annual accounts 2013 | Management | For | For |
| 5.b | Appropriation of profit | Management | For | For |
| 6 | Discharge members of the management board | Management | For | For |
| 7 | Discharge members of the supervisory board | Management | For | For |
| 9 | Appointment of external auditor: Ernst & Young BV | Management | For | For |
| 10 | Extension of the authority of the management board to repurchase shares | Management | For | For |
| 11.a | Extension of the authority of the management board to issue shares (including the grant of rights to subscribe for shares) | Management | For | For |
| 11.b | Extension of the authority of the management board to limit or exclude the pre-emptive rights | Management | Against | Against |
| CMMT | 07 MAR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF AUDITOR NAM-E. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FOR-M UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU. | Non-Voting | | |
| | PARMALAT SPA, COLLECCHIO | | | |
| | Security T7S73M107 | Meeting Type | | MIX |
| | Ticker Symbol | Meeting Date | | 17-Apr-2014 |
| | ISIN IT0003826473 | Agenda | | 705093019 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|-------|--|------------|---------|------------------------|
| CMMT | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 299494 DUE TO ADDITION OF-RESOLUTIONS O.3.6, O.3.7 AND SPLITTING OF RESOLUTIONS O.1 AND E.1 AND DELETION-OF RESOLUTION O.4.2. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISRE-GARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. | Non-Voting | | |
| CMMT | PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE U-RL LINK: https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_195429.P-DF | Non-Voting | | |
| E.1.1 | AMENDMENTS TO ARTICLES 11 (BOARD OF DIRECTORS), 12 (REQUIREMENTS OF INDEPENDENT DIRECTORS) , 18 | Management | Against | Against |

| | | | |
|-------|--|--------------------|---------|
| | (COMMITTEES), 19 (DIRECTORS' EMOLUMENTS) AND 21 (INTERNAL AUDITORS) OF THE BYLAWS. RESOLUTIONS RELATED THERETO PROPOSAL TO AUTHORIZE THE LEGAL REPRESENTATIVES IN OFFICE AT ANY GIVEN TIME TO DISCHARGE THE FORMALITIES REQUIRED TO RECORD THESE RESOLUTIONS IN THE COMPANY REGISTER, WITH THE POWER TO INTRODUCE ANY NONSUBSTANTIVE AMENDMENTS, CHANGES OR ADDITIONS THAT MAY BE NECESSARY FOR THE ABOVEMENTIONED PURPOSE OR | | |
| E.1.2 | REQUESTED BY THE RELEVANT AUTHORITIES, INCLUDING UPON REGISTRATION, AND, IN GENERAL, TO TAKE ANY ACTION THAT MAY BE NECESSARY FOR THE FULL IMPLEMENTATION OF THE ABOVEMENTIONED RESOLUTIONS, WITH ANY AND ALL POWERS NECESSARY OR APPROPRIATE FOR SUCH PURPOSE, NONE EXCLUDED AND EXCEPTED TO APPROVE THE BALANCE SHEET, THE INCOME STATEMENT AND THE FINANCIAL | Management Against | Against |
| O.1.1 | EXPLANATORY NOTE AS OF 31 DECEMBER 2013 AND THE RELATED REPORT ON MANAGEMENT ACTIVITY | Management Abstain | Against |
| O.1.2 | TO PROPOSE PROFITS ALLOCATION. RESOLUTIONS RELATED THERETO | Management For | For |
| O.2 | TO APPROVE THE REWARDING POLICY. RESOLUTIONS RELATED THERETO PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS BOARD OF DIRECTORS, THERE IS ONLY 1 SLATE AVAILABLE TO BE FILLED AT THE | Management For | For |
| CMMT | MEETING. THE STANDING-INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO VOTE FOR ONLY 1 SLATE OF THE 2 SLATES. THANK YOU. | Non-Voting | |
| O31.1 | PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: ELECTION OF DIRECTORS: LIST PRESENTED BY "FIDELITY FUNDS", "GABELLI FUNDS LLC", "SETANTA | Shareholder For | Against |

ASSET MANAGEMENT LIMITED" AND
 "AMBER
 GLOBAL OPPORTUNITIES MASTER FUND
 LTD" REPRESENTING 2.969PCT OF
 COMPANY STOCK CAPITAL: UMBERTO
 MOSETTI, ANTONIO ARISTIDE
 MASTRANGELO, FRANCESCO DI CARLO
 AND
 CRISTINA PAGNI

PLEASE NOTE THAT THIS IS A
 SHAREHOLDERS' PROPOSAL: ELECTION OF
 DIRECTORS: LIST PRESENTED BY SOFIL
 S.A.S.-SOCIETE POUR LE FINANCEMENT DE
 L'INDUSTRIE LATIERE S.A.S.: GABRIELLA
 CHERSICLA, ANTONIO LINO SALA,
 RICCARDO PEROTTA, PATRICE
 GASSENBACH, PAOLO FRANCESCO
 LAZZATI, LAURA GUALTIERI, ELENA
 VASCO,
 GINO MARIA CARLO SCARPELLINI,
 ANGELA
 GAMBA, NICOLO DUBINI AND FRANCESCO
 DORI

| | | | |
|-------|--|--------------------|-----------|
| O31.2 | RICCARDO PEROTTA, PATRICE GASSENBACH, PAOLO FRANCESCO LAZZATI, LAURA GUALTIERI, ELENA VASCO, GINO MARIA CARLO SCARPELLINI, ANGELA GAMBA, NICOLO DUBINI AND FRANCESCO DORI | Shareholder | No Action |
| O.3.2 | TO STATE DIRECTORS' NUMBER | Management Abstain | Against |
| O.3.3 | TO STATE DIRECTORS' TERM OF OFFICE | Management Abstain | Against |
| O.3.4 | TO APPOINT BOARD OF DIRECTORS' CHAIRMAN | Management Abstain | Against |
| O.3.5 | TO STATE DIRECTORS' EMOLUMENT AMOUNT OF THE ADDITIONAL VARIABLE | Management Abstain | Against |
| O.3.6 | COMPENSATION TO THE DIRECTORS WHO SERVE ON BOARD COMMITTEES EFFECTIVENESS OF THE RESOLUTIONS ADOPTED BY THE ORDINARY SHAREHOLDERS REGARDING THE ELECTION OF THE BOARD OF DIRECTORS AND ITS COMPENSATION CONDITIONAL ON | Management Abstain | Against |
| O.3.7 | THE EFFECTIVENESS OF THE RESOLUTIONS ADOPTED BY THE SHAREHOLDERS' MEETING CONVENED IN EXTRAORDINARY SESSION (AND, CONSEQUENTLY, ON THE RECORDING THEREOF IN THE PARMA COMPANY REGISTER) | Management Against | Against |
| CMMT | PLEASE NOTE THAT ALTHOUGH THERE ARE 2 OPTIONS TO INDICATE A PREFERENCE ON THIS-RESOLUTION, ONLY ONE CAN BE SELECTED. THE STANDING INSTRUCTIONS FOR THIS MEET-ING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO | Non-Voting | |

VOTE FOR ONLY 1 O-F THE 2 OPTIONS BELOW, YOUR OTHER VOTES MUST BE EITHER AGAINST OR ABSTAIN. THANK YOU.

PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: ELECTION OF INTERNAL AUDITORS AND ITS CHAIRMAN: LIST PRESENTED BY "FIDELITY FUNDS", "GABELLI FUNDS LLC", "SETANTA ASSET

O41.1 MANAGEMENT LIMITED" AND "AMBER GLOBAL OPPORTUNITIES MASTER FUND LTD" REPRESENTING 2.969PCT OF COMPANY STOCK CAPITAL: EFFECTIVE

Shareholder For Against

AUDITOR: MICHELE RUTIGLIANO, ALTERNATE AUDITOR: MARCO PEDRETTI

PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: ELECTION OF INTERNAL AUDITORS AND ITS CHAIRMAN: LIST PRESENTED BY SOFIL S.A.S.-SOCIETE

O41.2 POUR LE FINANCEMENT DE L'INDUSTRIE LATIERE S.A.S.: EFFECTIVE AUDITORS: GIORGIO LOLI, ALESSANDRA STABILINI, NICOLA GIOVANNI IBERATI, ALTERNATE AUDITOR: SAVERIO BOZZOLAN AND BARBARA TADOLINI

Shareholder Against For

O.4.2 TO STATE INTERNAL AUDITORS' EMOLUMENT

Management For For

02 APR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION TO TEXT O-F RESOLUTIONS O41.1 and O41.2. IF YOU

CMMT HAVE ALREADY SENT IN YOUR VOTES FOR Non-Voting MID:-305455 PLEASE DO NOT REVOTE ON THIS MEETING UNLESS YOU DECIDE TO AMEND YOUR I-NSTRUCTIONS

LINNCO, LLC

Security 535782106

Ticker Symbol LNCO

ISIN US5357821066

Meeting Type

Meeting Date

Agenda

Annual

22-Apr-2014

933935491 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---------------------------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 MARK E. ELLIS | | For | For |
| | 2 DAVID D. DUNLAP | | For | For |
| | 3 STEPHEN J. HADDEN | | For | For |
| | 4 MICHAEL C. LINN | | For | For |
| | 5 JOSEPH P. MCCOY | | For | For |
| | 6 JEFFREY C. SWOVELAND | | For | For |
| 2. | TO RATIFY THE APPOINTMENT OF KPMG LLP | Management | For | For |

AS INDEPENDENT PUBLIC ACCOUNTANT
OF
LINN FOR THE FISCAL YEAR ENDING
DECEMBER 31, 2014.

3. TO PROVIDE A NON-BINDING ADVISORY
VOTE APPROVING LINN'S EXECUTIVE
COMPENSATION PROGRAM. Management Abstain Against

TO RATIFY THE APPOINTMENT OF KPMG
LLP

4. AS INDEPENDENT PUBLIC ACCOUNTANT
OF
LINNCO, LLC ("LINNCO") FOR THE FISCAL
YEAR ENDING DECEMBER 31, 2014. Management For For

DRAGON OIL PLC, DUBLIN

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G2828W132 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 23-Apr-2014 |
| ISIN | IE0000590798 | Agenda | 705061389 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1 | To receive the Financial Statements for the year ended 31 December 2013 | Management | For | For |
| 2 | To declare a dividend | Management | For | For |
| 3.a | To re-elect Mohammed Al Ghurair as a Director | Management | For | For |
| 3.b | To re-elect Abdul Jaleel Al Khalifa as a Director | Management | For | For |
| 3.c | To re-elect Thor Haugnaess as a Director | Management | For | For |
| 3.d | To re-elect Ahmad Sharaf as a Director | Management | For | For |
| 3.e | To re-elect Ahmad Al Muhairbi as a Director | Management | For | For |
| 3.f | To re-elect Saeed Al Mazrooei as a Director | Management | For | For |
| 3.g | To elect Justin Crowley as a Director | Management | For | For |
| 4 | To approve the Directors' Remuneration Policy | Management | For | For |
| 5 | To receive the Directors' Remuneration Report for the year ended 31 December 2013 | Management | For | For |
| 6 | To authorise the Directors to fix the Auditors' remuneration | Management | For | For |
| 7 | To authorise general meetings outside the Republic of Ireland | Management | For | For |
| 8 | To authorise the calling of general meetings on not less than 14 days' notice | Management | For | For |
| 9 | To authorise the Directors to allot relevant securities | Management | For | For |
| 10 | To disapply statutory pre-emption rights | Management | Against | Against |
| 11 | To authorise the repurchase of the Company's shares | Management | For | For |
| 12 | To approve the adoption of the 2014 Long-Term Incentive Plan | Management | For | For |

ATLAS ENERGY L P

| | | | |
|---------------|-----------|--------------|-------------|
| Security | 04930A104 | Meeting Type | Annual |
| Ticker Symbol | ATLS | Meeting Date | 23-Apr-2014 |

Edgar Filing: GDL FUND - Form N-PX

ISIN US04930A1043 Agenda 933947903 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|-------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 EDWARD E. COHEN | | For | For |
| | 2 ELLEN F. WARREN | | For | For |

| | | | | |
|---|---|------------|---------|---------|
| 2 | APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SEC, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION. | Management | Abstain | Against |
|---|---|------------|---------|---------|

| | | | | |
|---|--|------------|-----|-----|
| 3 | RATIFICATION OF THE SELECTION OF GRANT THORNTON LLP AS THE PARTNERSHIP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2014. | Management | For | For |
|---|--|------------|-----|-----|

MEGA BRANDS INC.

Security 58515N303

Ticker Symbol MBLKF

ISIN CA58515N3031

Meeting Type

Meeting Date

Agenda

Special

23-Apr-2014

933959895 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|
|------|----------|------|------|------------------------|

| | | | | |
|----|--|------------|-----|-----|
| 01 | PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION TO APPROVE AN ARRANGEMENT PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT PROVIDING FOR, AMONG OTHER THINGS, THE ACQUISITION BY 8653275 CANADA INC. OF ALL THE OUTSTANDING COMMON SHARES IN THE CAPITAL OF MEGA BRANDS INC. FOR CDN\$17.75 IN CASH PER COMMON SHARE, THE FULL TEXT OF SUCH SPECIAL RESOLUTION SET FORTH IN APPENDIX A TO THE MANAGEMENT INFORMATION CIRCULAR OF MEGA BRANDS INC. DATED MARCH 24, 2014. | Management | For | For |
|----|--|------------|-----|-----|

LEXICON PHARMACEUTICALS, INC.

Security 528872104

Ticker Symbol LXRX

ISIN US5288721047

Meeting Type

Meeting Date

Agenda

Annual

24-Apr-2014

933928270 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|---------------|--|--------------|------------------------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 SAMUEL L. BARKER, PH.D. | | For | For |
| | 2 CHRISTOPHER J. SOBECKI | | For | For |
| | 3 JUDITH L. SWAIN, M.D. | | For | For |
| 2. | ADVISORY VOTE TO APPROVE THE COMPENSATION PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS | Management | Abstain | Against |
| 3. | RATIFICATION AND APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014 | Management | For | For |
| | WALTER ENERGY, INC. | | | |
| Security | 93317Q105 | Meeting Type | Annual | |
| Ticker Symbol | WLT | Meeting Date | 24-Apr-2014 | |
| ISIN | US93317Q1058 | Agenda | 933932774 - Management | |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: DAVID R. BEATTY, C.M., O.B.E | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: MARY R. HENDERSON | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: JERRY W. KOLB | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: PATRICK A. KRIEGSHAUSER | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: JOSEPH B. LEONARD | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: GRAHAM MASCALL | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: BERNARD G. RETHORE | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: WALTER J. SCHELLER, III | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: MICHAEL T. TOKARZ | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: A.J. WAGNER | Management | For | For |
| 2. | TO APPROVE, IN A NON-BINDING, ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 3. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

ACCOUNTING FIRM FOR 2014.
 4. TO APPROVE THE WALTER ENERGY, INC.
 2014 LONG-TERM INCENTIVE PLAN. Management Against Against
 MYERS INDUSTRIES, INC.
 Security 628464109 Meeting Type Annual
 Ticker Symbol MYE Meeting Date 25-Apr-2014
 ISIN US6284641098 Agenda 933949793 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|-------------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 VINCENT C. BYRD | | For | For |
| | 2 SARAH R. COFFIN | | For | For |
| | 3 JOHN B. CROWE | | For | For |
| | 4 WILLIAM A. FOLEY | | For | For |
| | 5 ROBERT B. HEISLER, JR | | For | For |
| | 6 RICHARD P. JOHNSTON | | For | For |
| | 7 EDWARD W. KISSEL | | For | For |
| | 8 JOHN C. ORR | | For | For |
| | 9 ROBERT A. STEFANKO | | For | For |
| | 10 DANIEL R. LEE | | For | For |

2 TO RATIFY THE APPOINTMENT OF ERNST &
 YOUNG LLP AS THE COMPANY'S
 INDEPENDENT REGISTERED PUBLIC Management For For
 ACCOUNTING FIRM FOR FISCAL 2014.
 3 TO CAST A NON-BINDING ADVISORY VOTE Management Abstain Against
 TO APPROVE EXECUTIVE COMPENSATION.
 FORTUNE BRANDS HOME & SECURITY, INC.
 Security 34964C106 Meeting Type Annual
 Ticker Symbol FBHS Meeting Date 28-Apr-2014
 ISIN US34964C1062 Agenda 933934792 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: A.D. DAVID MACKAY | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: DAVID M. THOMAS | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: NORMAN H. WESLEY | Management | For | For |
| 2 | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
| 3 | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Management | Abstain | Against |

GENTIUM S.P.A
 Security 37250B104 Meeting Type Annual
 Ticker Symbol GENTY Meeting Date 28-Apr-2014

Edgar Filing: GDL FUND - Form N-PX

| ISIN | US37250B1044 | Agenda | 933981715 - Management | |
|--|--|--------------|------------------------|------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | APPROVE THE 2013 ITALIAN GAAP FINANCIAL STATEMENTS OF THE COMPANY AND RELATED DOCUMENTS AND ALLOCATION OF THE ANNUAL NET INCOME. | Management | For | For |
| 2. | SET THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY FOR THE FISCAL YEAR 2014. | Management | For | For |
| 3. | APPROVE RELEASE FOR RESIGNING DIRECTORS. | Management | For | For |
| 4. | APPROVE THE ENGAGEMENT OF KPMG FIDES SERVIZI DI AMMINISTRAZIONE S.P.A. AS THE COMPANY'S INDEPENDENT AUDITOR FOR THE THREE YEAR PERIOD 2014/2016 - ENDING AT THE COMPANY'S 2017 ANNUAL ORDINARY SHAREHOLDERS' MEETING - WITH RESPECT TO THE COMPANY'S ITALIAN GAAP FINANCIAL STATEMENTS AND THE INDEPENDENT AUDITOR'S RELATED COMPENSATION. | Management | For | For |
| AZ ELECTRONIC MATERIALS SA, LUXEMBOURG | | | | |
| Security | L0523J103 | Meeting Type | Annual General Meeting | |
| Ticker Symbol | | Meeting Date | 30-Apr-2014 | |
| ISIN | LU0552383324 | Agenda | 705042074 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| 1 | To receive and approve the Directors' Report for the year ended 31 December 2013 | Management | No Action | |
| 2 | To receive and approve the Consolidated Financial Statements and Annual Accounts of the Company for the year ended 31 December 2013 and Auditors' Reports thereon | Management | No Action | |
| 3 | To approve the Annual Statement and the Annual Report on Remuneration for the year ended 31 December 2013 | Management | No Action | |
| 4 | To approve the Directors' Remuneration Policy | Management | No Action | |
| 5 | To approve the results of the Company for the year ended 31 December 2013 | Management | No Action | |
| 6 | To discharge the Directors for the year ended 31 December 2013 | Management | No Action | |
| 7 | To re-elect and confirm the term of office of David Price as a Director | Management | No Action | |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|----|--|------------|-----------|
| 8 | To re-elect and confirm the term of office of Adrian Auer as a Director | Management | No Action |
| 9 | To re-elect and confirm the term of office of John Whybrow as a Director | Management | No Action |
| 10 | To re-elect and confirm the term of office of Geoff Wild as a Director | Management | No Action |
| 11 | To re-elect and confirm the term of office of Andrew Allner as a Director | Management | No Action |
| 12 | To re-elect and confirm the term of office of Gerald Ermentrout as a Director | Management | No Action |
| 13 | To re-elect and confirm the term of office of Mike Powell as a Director | Management | No Action |
| 14 | To re-elect and confirm the term of office of Philana Poon as a Director | Management | No Action |
| 15 | To determine the Directors' fees for the year ending 31 December 2014 | Management | No Action |
| 16 | To confirm the appointment of Deloitte Audit S.a r.l. as the Company's Auditor until the conclusion of the 2015 Annual General Meeting | Management | No Action |
| 17 | To authorise the Directors to agree the fees of the Auditor | Management | No Action |
| 18 | To authorise the Directors to make market purchases of the Company's Ordinary shares | Management | No Action |
| 19 | To acknowledge that the Directors have full power to issue shares on a non-pre-emptive basis pursuant to the ABI/NAPF Pre-Emption Guidelines | Management | No Action |

SGL CARBON SE, WIESBADEN

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | D6949M108 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 30-Apr-2014 |
| ISIN | DE0007235301 | Agenda | 705057772 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| | <p>ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT</p> | Non-Voting | | |

(WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 09 APR 2014, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU.

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 15 APR 2014. FURTHER INFORMATION

ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.

- | | | |
|-----|--|---------------------|
| 1. | Receive financial statements and statutory reports for fiscal 2013 | Non-Voting |
| 2. | Approve discharge of management board for fiscal 2013 | ManagementNo Action |
| 3. | Approve discharge of supervisory board for fiscal 2013 | ManagementNo Action |
| 4. | Ratify Ernst Young GmbH as auditors for fiscal 2014 | ManagementNo Action |
| 5. | Approve remuneration system for management board members | ManagementNo Action |
| 6. | Approve cancellation of condition capital | ManagementNo Action |
| 7. | Amend articles re: remuneration of the supervisory board | ManagementNo Action |
| 8.1 | Decision about the repeal of paragraph 8, section 3, and the change of paragraph 10, section 6 of the Articles: Resolution on the repeal of paragraph 8, section 3 | ManagementNo Action |
| 8.2 | Decision about the repeal of paragraph 8, section 3, and the change of paragraph 10, section 6 of the Articles: change of paragraph 10, section 6 | ManagementNo Action |

TELENET GROUP HOLDING NV, MECHELEN

Security B89957110

Meeting Type MIX

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | | Meeting Date | 30-Apr-2014 |
| ISIN | BE0003826436 | Agenda | 705086773 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|-----------|------------------------|
| CMMT | <p>IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) MAY BE REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE</p> <p>MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL</p> | Non-Voting | | |
| CMMT | <p>NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED</p> <p>PLEASE NOTE IN THE EVENT THE MEETING DOES NOT REACH QUORUM, THERE WILL BE A-SECOND CALL ON 19 MAY 2014 AT 15:00 (ONLY FOR EGM). CONSEQUENTLY,</p> | Non-Voting | | |
| CMMT | <p>YOUR VOTING-INSTRUCTIONS WILL REMAIN VALID FOR ALL CALLS UNLESS THE AGENDA IS AMENDED.-THANK YOU.</p> <p>Communication of and discussion on the annual report of the board of-directors and the report of the statutory auditor on the statutory financial-statements for the fiscal year ended on December 31, 2012</p> | Non-Voting | | |
| A.0 | <p>Communication of and discussion on the annual report of the board of-directors and the report of the statutory auditor on the statutory financial-statements for the fiscal year ended on December 31, 2013</p> | Non-Voting | | |
| A.1 | <p>Approval of the statutory financial statements for the fiscal year ended on December 31, 2013, including the allocation of the result as proposed</p> | Management | No Action | |

| | | |
|-------|---|---------------------|
| | by the board of directors | |
| A.3 | Communication of and discussion on the annual report of the board of-directors and the report of the statutory auditor on the consolidated-financial statements for the fiscal year ended on December 31, 2013 | Non-Voting |
| A.4 | Approval of the remuneration report for the fiscal year ended on December 31, 2013 | ManagementNo Action |
| A.5 | Communication of and discussion on the consolidated financial statements for-the fiscal year ended on December 31, 2013 | Non-Voting |
| A.6.a | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Frank Donck | ManagementNo Action |
| A.6.b | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Duco Sickinghe | ManagementNo Action |
| A.6.c | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: John Porter | ManagementNo Action |
| A.6.d | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Alex Brabers | ManagementNo Action |
| A.6.e | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: De Wilde J. Management BVBA (Julien De Wilde) | ManagementNo Action |
| A.6.f | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Friso van Oranje-Nassau | ManagementNo Action |
| A.6.g | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Cytindus NV (Michel Delloye) | ManagementNo Action |
| A.6.h | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Charles Bracken | ManagementNo Action |
| A.6.i | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Jim Ryan | ManagementNo Action |
| A.6.j | | ManagementNo Action |

| | | |
|-------|---|---------------------|
| | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Ruth Pirie | |
| A.6.k | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Diederik Karsten | ManagementNo Action |
| A.6.l | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Manuel Kohnstamm | ManagementNo Action |
| A.6.m | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Balan Nair | ManagementNo Action |
| A.6.n | To grant discharge from liability to the directors who were in office during the fiscal year ended on December 31, 2013, for the exercise of their mandate during said fiscal year: Angela McMullen | ManagementNo Action |
| A.7 | To grant discharge from liability to the statutory auditor for the exercise of his mandate during the fiscal year ended on December 31, 2013 | ManagementNo Action |
| A.8.a | Confirmation appointment, upon nomination in accordance with Article 18.1(ii) of the articles of association, of Mr. Jim Ryan, for a term of 4 years, with immediate effect and until the closing of the general shareholders' meeting of 2018 | ManagementNo Action |
| A.8.b | Appointment, upon nomination as provided in the articles of association of the company, of IDw Consult BVBA, represented by its permanent representative Mr. Bert De Graeve, as director and "independent director", within the meaning of Article 526ter of the Belgian Company Code, clause 2.3 of the Belgian Corporate Governance Code and the articles of association of the company, for a term of four (4) years, with immediate effect and until the closing of the general shareholders' meeting of 2017. It appears from the data available to the company as well as from the information provided by Mr. Bert De Graeve, that he meets the applicable independence requirements | ManagementNo Action |
| A.8.c | Appointment, upon nomination as provided in the articles of association of the company, of SDS Invest NV, represented by its permanent representative Mr. Stefan Descheemaeker, as director and "independent director", within the meaning of Article 526ter of the Belgian | ManagementNo Action |

| | | |
|-------|--|---------------------|
| | <p>Company Code, clause 2.3 of the Belgian Corporate Governance Code and the articles of association of the company, for a term of four (4) years, with immediate effect and until the closing of the general shareholders' meeting of 2018. It appears from the data available to the company as well as from the information provided by Mr. Stefan Descheemaeker, that he meets the applicable independence requirements</p> | |
| A.8.d | <p>The mandates of the directors appointed in accordance with item 8(a) up to (c) of the agenda, are remunerated in accordance with the resolutions of the general shareholders' meeting of April 28, 2010 and April 24, 2013</p> <p>The board of directors of the company recommends, upon advice of the Audit Committee, to re-appoint Klynveld Peat Marwick Goerdeler - Bedrijfsrevisoren CVBA, abbreviated as KPMG Bedrijfsrevisoren CVBA, a civil company that has the form of a cooperative company with limited liability under Belgian law, represented by Mr. Gotwin Jackers, as statutory auditor of the company charged with the audit of</p> | ManagementNo Action |
| A.9 | <p>the statutory and consolidated annual accounts, for a term of three years which will end immediately after the closing of the annual shareholders' meeting which will have deliberated and voted on the (statutory and consolidated) financial statements for the fiscal year ended on December 31, 2016. The remuneration for the exercise of the mandate of statutory auditor for the Telenet group is determined at EUR 571,900 per annum CONTD</p> | ManagementNo Action |
| CONT | CONTD (excluding VAT) | Non-Voting |
| E.1 | <p>In order to reflect recent changes in the structure of the Telenet Group and to simplify the articles of association of the company, to proceed to the following amendments of the articles of association: (a) The following definitions as included in Article 1 of the articles of association of the company are removed: Basisdeeds; Consortium Agreement; Consortium Members; Syndicate Agreement and Syndicate Shareholders. (b) To delete ", and (y) any Transfer in accordance with Section 7.6 of the Syndicate Agreement)" in point (a) of article 23.2, "(other than any Transfer in a restructuring in accordance with Section 7.6 of the Syndicate Agreement)" in point (b) and "(other than as part of a restructuring in accordance with Section 7.6 of the Syndicate Agreement)" in point (c) of the</p> | ManagementNo Action |

- articles of association. (c) To delete ", CONTD
 CONTD a Strategic Committee" in the first
 sentence of article 25 of the-articles of
 association. (d) To add at the end of the first
 paragraph of-article 27 of the articles of
 association regarding the minutes of meetings-of
 the board of directors: "Transcripts and excerpts
 of the minutes can be-signed by any 2 directors,
 acting jointly or by the Chairman and the-
 secretary of the board of directors, acting jointly".
 (e) To change the last-paragraph of article 43 of
 the articles of association regarding the minutes-
 of shareholders meetings by the following text:
 "Transcripts and excerpts of-the minutes can be
 signed by any 2 directors, acting jointly, or by the-
 Chairman and the secretary of the board of
 directors, acting jointly
- CONT Non-Voting
- E.2 Authorization to acquire own securities ManagementNo Action
- E.3 Authorization to dispose of own securities ManagementNo Action
- E.4 Authorization to cancel shares ManagementNo Action
- E.5 Approval in accordance with Article 556 of the
 Belgian Company Code ManagementNo Action

08 APR 2014: PLEASE NOTE THAT THIS IS A
 REVISION DUE TO CHANGE IN NUMBERING
 OF-RESOLUTIONS. IF YOU HAVE ALREADY
 CMMT SENT IN YOUR VOTES, PLEASE DO NOT
 RETURN THI-S PROXY FORM UNLESS YOU
 DECIDE TO AMEND YOUR ORIGINAL
 INSTRUCTIONS. THANK YOU.

Non-Voting

FIRST NIAGARA FINANCIAL GROUP, INC.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 33582V108 | Meeting Type | Annual |
| Ticker Symbol | FNFG | Meeting Date | 30-Apr-2014 |
| ISIN | US33582V1089 | Agenda | 933940896 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|---------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 THOMAS E. BAKER | | For | For |
| | 2 JAMES R. BOLDT | | For | For |
| | 3 G. THOMAS BOWERS | | For | For |
| | 4 ROXANNE J. COADY | | For | For |
| | 5 GARY M. CROSBY | | For | For |
| | 6 CARL FLORIO | | For | For |
| | 7 CARLTON L. HIGHSMITH | | For | For |
| | 8 GEORGE M. PHILIP | | For | For |
| | 9 PETER B. ROBINSON | | For | For |
| | 10 NATHANIEL D. WOODSON | | For | For |
| 2. | AN ADVISORY (NON-BINDING) VOTE TO APPROVE OUR EXECUTIVE COMPENSATION | Management | Abstain | Against |

PROGRAMS AND POLICIES AS DESCRIBED
IN THIS PROXY STATEMENT.

| | | | |
|----|---|----------------|-----|
| 3. | NIAGARA FINANCIAL GROUP, INC. 2012 EQUITY INCENTIVE PLAN. | Management For | For |
| 4. | THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Management For | For |

LAIRD PLC, LONDON

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G53508175 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 02-May-2014 |
| ISIN | GB00B1VNST91 | Agenda | 705069397 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|--------------------|---------|------------------------|
| 1 | To receive and adopt the Report of the Directors and Accounts to 31 December 2013 | Management For | For | For |
| 2 | To approve the Directors' Remuneration Policy | Management For | For | For |
| 3 | To approve the Directors' Remuneration Report, other than the part containing the Directors' Remuneration Policy | Management For | For | For |
| 4 | To declare a final dividend | Management For | For | For |
| 5 | To elect Dr M P Read as a Director | Management For | For | For |
| 6 | To elect Mr J B Boyer as a Director | Management For | For | For |
| 7 | To re-elect Mr D C Lockwood as a Director | Management For | For | For |
| 8 | To re-elect Mr J C Silver as a Director | Management For | For | For |
| 9 | To re-elect Ms P Bell as a Director | Management For | For | For |
| 10 | To re-elect Sir Christopher Hum as a Director | Management For | For | For |
| 11 | To re-elect Professor M J Kelly as a Director | Management For | For | For |
| 12 | To re-appoint Ernst & Young LLP as Auditor and to authorise the Board to fix their remuneration | Management For | For | For |
| 13 | To give the Directors authority to allot shares | Management For | For | For |
| 14 | To disapply pre-emption rights | Management Against | Against | Against |
| 15 | To authorise the Company to make market purchases of its own ordinary shares | Management For | For | For |
| 16 | To approve the notice period for extraordinary general meetings | Management For | For | For |

UNS ENERGY CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 903119105 | Meeting Type | Annual |
| Ticker Symbol | UNS | Meeting Date | 02-May-2014 |
| ISIN | US9031191052 | Agenda | 933939855 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|-----------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| 1 | PAUL J. BONAVIA | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|----|-----------------------|-----|-----|
| 2 | LAWRENCE J. ALDRICH | For | For |
| 3 | BARBARA M. BAUMANN | For | For |
| 4 | LARRY W. BICKLE | For | For |
| 5 | ROBERT A. ELLIOTT | For | For |
| 6 | DANIEL W.L. FESSLER | For | For |
| 7 | LOUISE L. FRANCESCONI | For | For |
| 8 | DAVID G. HUTCHENS | For | For |
| 9 | RAMIRO G. PERU | For | For |
| 10 | GREGORY A. PIVIROTTO | For | For |
| 11 | JOAQUIN RUIZ | For | For |

2. RATIFICATION OF SELECTION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, PRICEWATERHOUSECOOPERS, LLP, FOR THE FISCAL YEAR 2014. Management For For

3. ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. Management Abstain Against
AUGUSTA RESOURCE CORPORATION

Security 050912203 Meeting Type Annual and Special Meeting
Ticker Symbol AZC Meeting Date 02-May-2014
ISIN CA0509122036 Agenda 933979607 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01 | TO SET THE NUMBER OF DIRECTORS AT EIGHT. | Management | For | For |
| 02 | DIRECTOR | Management | | |
| | 1 TIMOTHY C. BAKER | | For | For |
| | 2 LENARD F. BOGGIO | | For | For |
| | 3 GILMOUR CLAUSEN | | For | For |
| | 4 W. DURAND EPPLER | | For | For |
| | 5 CHRISTOPHER JENNINGS | | For | For |
| | 6 ROBERT P. PIROOZ | | For | For |
| | 7 ROBERT P. WARES | | For | For |
| | 8 RICHARD W. WARKE | | For | For |
| 03 | APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE CORPORATION UNTIL THE NEXT ANNUAL MEETING OF SHAREHOLDERS AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. | Management | For | For |
| 04 | APPROVING THE CONTINUANCE OF THE CORPORATION'S SHAREHOLDER RIGHTS PLAN, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR. | Management | For | For |

XYLEM INC.
Security 98419M100 Meeting Type Annual
Ticker Symbol XYL Meeting Date 06-May-2014

Edgar Filing: GDL FUND - Form N-PX

ISIN US98419M1009 Agenda 933943981 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|-------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: STEN E. JAKOBSSON | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: STEVEN R. LORANGER | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: EDWARD J. LUDWIG | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: JEROME A. PERIBERE | Management | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
| 3. | TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 4. | THE APPROVAL OF THE PERFORMANCE-BASED PROVISIONS OF THE 2011 OMNIBUS INCENTIVE PLAN. | Management | For | For |
| 5. | THE APPROVAL OF THE PERFORMANCE-BASED PROVISIONS OF THE XYLEM ANNUAL INCENTIVE PLAN FOR EXECUTIVE OFFICERS. | Management | For | For |
| 6. | PROPOSED AMENDMENT TO OUR ARTICLES OF INCORPORATION TO ALLOW SHAREOWNERS TO CALL A SPECIAL MEETING. | Management | For | For |
| 7. | TO VOTE ON A SHAREOWNER PROPOSAL TITLED "EXECUTIVES TO RETAIN SIGNIFICANT STOCK". | Shareholder | Against | For |

AVON PRODUCTS, INC.

Security 054303102

Ticker Symbol AVP

ISIN US0543031027

Meeting Type

Meeting Date

Agenda

Annual

06-May-2014

933945884 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|------------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| 1 | DOUGLAS R. CONANT | | For | For |
| 2 | W. DON CORNWELL | | For | For |
| 3 | V. ANN HAILEY | | For | For |
| 4 | NANCY KILLEFER | | For | For |
| 5 | MARIA ELENA LAGOMASINO | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|----|--|---------------------|---------|
| 6 | SARA MATHEW | For | For |
| 7 | SHERI MCCOY | For | For |
| 8 | CHARLES H. NOSKI | For | For |
| 9 | GARY M. RODKIN | For | For |
| 10 | PAULA STERN | For | For |
| 2. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management Abstain | Against |
| 3. | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management For | For |
| 4. | SHAREHOLDER PROPOSAL REGARDING PROHIBITION OF ACCELERATED VESTING OF EQUITY AWARDS UPON A CHANGE OF CONTROL. | Shareholder Against | For |
| 5. | SHAREHOLDER PROPOSAL REQUESTING A REPORT ON SUBSTITUTING SAFER ALTERNATIVES IN PERSONAL CARE PRODUCTS. | Shareholder Against | For |

THE MIDDLEBY CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 596278101 | Meeting Type | Annual |
| Ticker Symbol | MIDD | Meeting Date | 06-May-2014 |
| ISIN | US5962781010 | Agenda | 933954150 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: SELIM A. BASSOUL | Management | For | For |
| 1.2 | ELECTION OF DIRECTOR: SARAH PALISI CHAPIN | Management | For | For |
| 1.3 | ELECTION OF DIRECTOR: ROBERT B. LAMB | Management | For | For |
| 1.4 | ELECTION OF DIRECTOR: JOHN R. MILLER III | Management | For | For |
| 1.5 | ELECTION OF DIRECTOR: GORDON O'BRIEN | Management | For | For |
| 1.6 | ELECTION OF DIRECTOR: PHILIP G. PUTNAM | Management | For | For |
| 1.7 | ELECTION OF DIRECTOR: SABIN C. STREETER | Management | For | For |
| 2 | APPROVAL, BY AN ADVISORY VOTE, OF THE 2013 COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION ("SEC"). | Management | Abstain | Against |
| 3 | AMENDMENT OF THE COMPANY'S RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF COMMON STOCK FROM 47,500,000 TO | Management | For | For |

95,000,000.

RATIFICATION OF THE SELECTION OF
ERNST & YOUNG LLP AS THE COMPANY'S
INDEPENDENT PUBLIC ACCOUNTANTS FOR
THE CURRENT FISCAL YEAR ENDING
JANUARY 3, 2015.

4 Management For For

EXELIS, INC

Security 30162A108

Ticker Symbol XLS

ISIN US30162A1088

Meeting Type

Meeting Date

Agenda

Annual

07-May-2014

933949325 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|---------------------------|
| 1A. | ELECTION OF DIRECTOR: PAUL J. KERN | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: MARK L. REUSS | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: BILLIE I. WILLIAMSON | Management | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
| 3. | APPROVAL OF A PROPOSAL TO AMEND THE EXELIS AMENDED AND RESTATED ARTICLES | Management | For | For |
| 4. | OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS STARTING IN 2015. APPROVAL OF A PROPOSAL TO AMEND THE EXELIS AMENDED AND RESTATED ARTICLES | Management | For | For |
| 5. | OF INCORPORATION TO ALLOW SHAREHOLDERS TO CALL A SPECIAL MEETING. APPROVAL, IN AN ADVISORY VOTE, OF THE COMPENSATION FOR OUR NAMED EXECUTIVE OFFICERS, AS DESCRIBED IN THE 2014 PROXY STATEMENT. | Management | Abstain | Against |

LCA-VISION INC.

Security 501803308

Ticker Symbol LCAV

ISIN US5018033085

Meeting Type

Meeting Date

Agenda

Special

07-May-2014

933955417 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 1 | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER. | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|-------------------|---|--------------------|------------------------|
| 2 | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Management Abstain | Against |
| 3 | APPROVAL OF ONE OR MORE ADJOURNMENTS OR POSTPONEMENTS TO PERMIT FURTHER SOLICITATION OF PROXIES. | Management For | For |
| FOSTER WHEELER AG | | | |
| Security | H27178104 | Meeting Type | Annual |
| Ticker Symbol | FWLT | Meeting Date | 07-May-2014 |
| ISIN | CH0018666781 | Agenda | 933965696 - Management |
| Item | Proposal | Type | Vote |
| | | | For/Against Management |
| 1A. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: CLAYTON C. DALEY, JR. | Management For | For |
| 1B. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: STEVEN J. DEMETRIOU | Management For | For |
| 1C. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: EDWARD G. GALANTE | Management For | For |
| 1D. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: JOHN M. MALCOLM | Management For | For |
| 1E. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: J. KENT MASTERS | Management For | For |
| 1F. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: STEPHANIE S. NEWBY | Management For | For |
| 1G. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: HENRI PHILIPPE REICHSTUL | Management For | For |
| 1H. | RE-ELECTION OF DIRECTOR FOR ONE-YEAR TERM: MAUREEN B. TART-BEZER | Management For | For |
| 2. | ELECTION OF STEVEN J. DEMETRIOU AS CHAIRMAN OF THE BOARD OF DIRECTORS. | Management For | For |
| 3A. | ELECTION OF THE COMPENSATION AND EXECUTIVE DEVELOPMENT COMMITTEE OF THE BOARD OF DIRECTORS: CLAYTON C. DALEY, JR. | Management For | For |
| 3B. | ELECTION OF THE COMPENSATION AND EXECUTIVE DEVELOPMENT COMMITTEE OF THE BOARD OF DIRECTORS: EDWARD G. GALANTE | Management For | For |
| 3C. | | Management For | For |

| | | | |
|-----|---|------------|---------|
| | ELECTION OF THE COMPENSATION AND EXECUTIVE DEVELOPMENT COMMITTEE OF THE BOARD OF DIRECTORS: HENRI PHILIPPE REICHSTUL | | |
| 3D. | OF THE BOARD OF DIRECTORS: MAUREEN B. TART-BEZER | Management | For |
| 4. | RE-ELECTION OF PRICEWATERHOUSECOOPERS AG, ZURICH, SWITZERLAND, AS OUR INDEPENDENT AUDITOR FOR 2014. | Management | For |
| 5. | RATIFICATION (ON A NON-BINDING BASIS) OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For |
| 6. | ADVISORY APPROVAL OF EXECUTIVE COMPENSATION. | Management | For |
| 7. | ELECTION OF SANDRO TOBLER AS INDEPENDENT PROXY. | Management | For |
| 8. | APPROVAL OF OUR 2013 SWISS ANNUAL REPORT (INCLUDING THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND THE AUDITED STATUTORY FINANCIAL STATEMENTS OF FOSTER WHEELER AG FOR 2013). | Management | For |
| 9. | APPROVAL OF RELEASE FROM CAPITAL CONTRIBUTIONS RESERVES AND DISTRIBUTION OF DIVIDEND. GRANT OF DISCHARGE FROM LIABILITY TO | Management | For |
| 10. | FOSTER WHEELER AG'S BOARD OF DIRECTORS AND EXECUTIVE OFFICERS FOR 2013. | Management | For |
| 11. | BY MARKING THE BOX TO THE RIGHT, I INSTRUCT THE INDEPENDENT PROXY (OR THE SUBSTITUTE PROXY APPOINTED BY THE BOARD OF DIRECTORS IF THE INDEPENDENT PROXY IS INCAPABLE OF ACTING) TO VOTE FOR OR AGAINST THE VOTING RECOMMENDATIONS OF THE BOARD OF DIRECTORS IN CASE OF NEW OR AMENDED PROPOSALS, AS WELL AS NEW AGENDA ITEMS ACCORDING TO ARTICLE 700 PARA 3 OF THE SWISS CODE OF OBLIGATIONS, OR TO ABSTAIN FROM | Management | Abstain |
| | | | Against |

Edgar Filing: GDL FUND - Form N-PX

SUCH
NEW OR AMENDED PROPOSALS OR NEW
AGENDA ITEMS.

NRG ENERGY, INC.

| | | | |
|---------------|--------------|--------------|---------------------------|
| Security | 629377508 | Meeting Type | Annual |
| Ticker Symbol | NRG | Meeting Date | 08-May-2014 |
| ISIN | US6293775085 | Agenda | 933950241 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|---------------------------|
| 1.1 | ELECTION OF DIRECTOR: KIRBYJON H. CALDWELL | Management | For | For |
| 1.2 | ELECTION OF DIRECTOR: LAWRENCE S. COBEN | Management | For | For |
| 1.3 | ELECTION OF DIRECTOR: DAVID CRANE | Management | For | For |
| 1.4 | ELECTION OF DIRECTOR: TERRY G. DALLAS | Management | For | For |
| 1.5 | ELECTION OF DIRECTOR: PAUL W. HOBBY | Management | For | For |
| 1.6 | ELECTION OF DIRECTOR: EDWARD R. MULLER | Management | For | For |
| 1.7 | ELECTION OF DIRECTOR: EVAN J. SILVERSTEIN | Management | For | For |
| 1.8 | ELECTION OF DIRECTOR: THOMAS H. WEIDEMEYER | Management | For | For |
| 1.9 | ELECTION OF DIRECTOR: WALTER R. YOUNG | Management | For | For |
| 2. | TO APPROVE NRG'S EXECUTIVE COMPENSATION (SAY ON PAY PROPOSAL). | Management | Abstain | Against |
| 3. | TO ADOPT THE NRG ENERGY, INC. AMENDED & RESTATED EMPLOYEE STOCK PURCHASE PLAN. | Management | For | For |
| 4. | TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2014. | Management | For | For |

MITEL NETWORKS CORPORATION

| | | | |
|---------------|--------------|--------------|-------------------------------|
| Security | 60671Q104 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | MITL | Meeting Date | 08-May-2014 |
| ISIN | CA60671Q1046 | Agenda | 933968248 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------------------|------------|------|---------------------------|
| 01 | DIRECTOR | Management | | |
| 1 | BENJAMIN H. BALL | | For | For |
| 2 | PETER D. CHARBONNEAU | | For | For |
| 3 | ANDREW J. KOWAL | | For | For |
| 4 | TERENCE H. MATTHEWS | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---|-------------------|-----|-----|
| 5 | RICHARD D. MCBEE | For | For |
| 6 | JOHN P. MCHUGH | For | For |
| 7 | ANTHONY P. SHEN | For | For |
| 8 | FRANCIS N. SHEN | For | For |
| 9 | DAVID M. WILLIAMS | For | For |

02 APPOINTMENT OF DELOITTE LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. APPROVAL OF ORDINARY RESOLUTION NO.

03 1 ATTACHED AS SCHEDULE C TO THE MANAGEMENT INFORMATION CIRCULAR DATED MARCH 7, 2014 (THE "CIRCULAR"), TO RATIFY, APPROVE AND ADOPT THE 2014 EQUITY INCENTIVE PLAN, IN THE FORM ANNEXED AS APPENDIX C-1 TO, AND AS SUMMARIZED IN, THE CIRCULAR.

ARTHROCARE CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 043136100 | Meeting Type | Special |
| Ticker Symbol | ARTC | Meeting Date | 08-May-2014 |
| ISIN | US0431361007 | Agenda | 933979140 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1 | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 2, 2014, BY AND AMONG THE ARTHROCARE CORPORATION, SMITH & NEPHEW, INC., A DELAWARE CORPORATION, ROSEBUD ACQUISITION CORPORATION, A DELAWARE CORPORATION AND WHOLLY OWNED SUBSIDIARY OF SMITH & NEPHEW, INC. AND, SMITH & NEPHEW PLC, AN ENGLISH PUBLIC LIMITED COMPANY, AS IT MAY BE AMENDED FROM TIME TO TIME. | Management | For | For |
| 2 | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING TO SOLICIT ADDITIONAL VOTES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING. | Management | For | For |
| 3 | | Management | Abstain | Against |

TO APPROVE A NON-BINDING ADVISORY
PROPOSAL TO APPROVE THE GOLDEN
PARACHUTE COMPENSATION PAYABLE TO
ARTHROCARE'S NAMED EXECUTIVE
OFFICERS IN CONNECTION WITH THE
MERGER.

PAN AMERICAN SILVER CORP.

| | | | |
|---------------|--------------|--------------|----------------------------|
| Security | 697900108 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | PAAS | Meeting Date | 08-May-2014 |
| ISIN | CA6979001089 | Agenda | 933986599 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01 | DIRECTOR | Management | | |
| | 1 ROSS J. BEATY | | For | For |
| | 2 GEOFFREY A. BURNS | | For | For |
| | 3 MICHAEL L. CARROLL | | For | For |
| | 4 CHRISTOPHER NOEL DUNN | | For | For |
| | 5 NEIL DE GELDER | | For | For |
| | 6 ROBERT P. PIROOZ | | For | For |
| | 7 DAVID C. PRESS | | For | For |
| | 8 WALTER T. SEGSWORTH | | For | For |
| 02 | APPOINTMENT OF DELOITTE LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. | Management | For | For |
| 03 | TO CONSIDER AND, IF THOUGHT APPROPRIATE, TO PASS AN ORDINARY RESOLUTION APPROVING THE CORPORATION'S APPROACH TO EXECUTIVE COMPENSATION, THE COMPLETE TEXT OF WHICH IS SET OUT IN THE INFORMATION CIRCULAR FOR THE MEETING. | Management | For | For |

PAN AMERICAN SILVER CORP.

| | | | |
|---------------|--------------|--------------|----------------------------|
| Security | 697900108 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | PAAS | Meeting Date | 08-May-2014 |
| ISIN | CA6979001089 | Agenda | 933986602 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|-------------------------|------------|------|------------------------|
| 01 | DIRECTOR | Management | | |
| | 1 ROSS J. BEATY | | For | For |
| | 2 GEOFFREY A. BURNS | | For | For |
| | 3 MICHAEL L. CARROLL | | For | For |
| | 4 CHRISTOPHER NOEL DUNN | | For | For |
| | 5 NEIL DE GELDER | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | | |
|----|---|--|------------|-----|-----|
| | 6 | ROBERT P. PIROOZ | | For | For |
| | 7 | DAVID C. PRESS | | For | For |
| | 8 | WALTER T. SEGSWORTH | | For | For |
| 02 | | APPOINTMENT OF DELOITTE LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. TO CONSIDER AND, IF THOUGHT APPROPRIATE, TO PASS AN ORDINARY RESOLUTION APPROVING THE CORPORATION'S APPROACH TO EXECUTIVE | Management | For | For |
| 03 | | COMPENSATION, THE COMPLETE TEXT OF WHICH IS SET OUT IN THE INFORMATION CIRCULAR FOR THE MEETING. | Management | For | For |

WARRNAMBOOL CHEESE & BUTTER FACTORY COMPANY HOLDIN

| | | | |
|---------------|--------------|--------------|--------------------------|
| Security | Q9542N107 | Meeting Type | Ordinary General Meeting |
| Ticker Symbol | | Meeting Date | 09-May-2014 |
| ISIN | AU000000WCB1 | Agenda | 705092093 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1 | RE-ELECTION OF TERENCE RICHARDSON AS A DIRECTOR | Management | For | For |
| 2 | RE-ELECTION OF BRUCE VALLANCE AS A DIRECTOR | Management | For | For |
| 3 | RE-ELECTION OF NEVILLE FIELKE AS A DIRECTOR | Management | For | For |
| 4 | ELECTION OF LINO A. SAPUTO, JR. AS A DIRECTOR | Management | For | For |
| 5 | ELECTION OF LOUIS-PHILIPPE CARRIERE AS A DIRECTOR | Management | For | For |
| 6 | MODIFICATIONS TO CONSTITUTION: (A) IN CLAUSE 1.1, BY DELETING THE FOLLOWING DEFINITIONS: (I) ASSOCIATE; (II) PRIMARY NOTICE; (III) REVIEW DATE; (IV) SECONDARY NOTICE; (V) SHAREHOLDING LIMIT; (VI) SUNSET DATE; (VII) SUPPLIER; AND (VIII) SUPPLIER DIRECTOR; (B) BY DELETING CLAUSE 4; (C) BY DELETING CLAUSE 43.3; (D) IN CLAUSE 52.2, BY DELETING THE NUMBER '9' AND REPLACING WITH THE WORDS 'A MINIMUM OF THREE'; (E) BY DELETING CLAUSE 52.3; (F) BY DELETING CLAUSE 54.1; (G) IN CLAUSE 54.3, BY DELETING THE REFERENCE TO CLAUSE | Management | For | For |

54.1; (H) IN CLAUSE 54.2, BY DELETING THE WORDS "OTHER NON-EXECUTIVE DIRECTOR"; (I) IN CLAUSE 54.4(C), BY DELETING THE REFERENCE TO CLAUSE 54.1; (J) IN CLAUSE 55.1, BY DELETING THE WORDS "PROVIDED THAT A CASUAL VACANCY CREATED BY THE RETIREMENT OF A DIRECTOR MUST PROMPTLY BE FILLED BY THE EXISTING DIRECTORS

CONTD

CONTD APPOINTING A PERSON QUALIFIED TO BE APPOINTED AS SUCH UNDER THIS-CONSTITUTION"; (K) BY DELETING CLAUSE 63.3; (L) IN CLAUSE 63.8, BY DELETING-THE NUMBER '4' AND REPLACING WITH THE WORDS 'A MAJORITY OF' AND; (M) IN-CLAUSE 68.2: (I) BY REPLACING THE WORDS

CONT "THE NUMBER OF" WITH THE WORDS "THERE-ARE FEWER THAN 3"; (II) BY REPLACING THE WORDS "IS NOT SUFFICIENT TO-CONSTITUTE A QUORUM AT A DIRECTORS' MEETING" WITH THE WORD "APPOINTED"; (III)-IN PARAGRAPH (B), BY ADDING THE WORDS "TO APPOINT A DIRECTOR OR DIRECTORS"-AFTER THE WORD "MEETING"

VULCAN MATERIALS COMPANY

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 929160109 | Meeting Type | Annual |
| Ticker Symbol | VMC | Meeting Date | 09-May-2014 |
| ISIN | US9291601097 | Agenda | 933944161 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: O.B. GRAYSON HALL, JR | Management | For | For |
| 1.2 | ELECTION OF DIRECTOR: DONALD M. JAMES | Management | For | For |
| 1.3 | ELECTION OF DIRECTOR: JAMES T. PROKOPANKO | Management | For | For |
| 1.4 | ELECTION OF DIRECTOR: KATHLEEN W. THOMPSON | Management | For | For |
| 2. | PROPOSAL TO APPROVE THE ADVISORY (NON-BINDING) RESOLUTION RELATING TO EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 3. | PROPOSAL TO APPROVE THE EXECUTIVE INCENTIVE PLAN. | Management | For | For |
| 4. | RATIFICATION OF THE APPOINTMENT OF THE INDEPENDENT REGISTERED PUBLIC | Management | For | For |

ACCOUNTING FIRM.
AURICO GOLD INC.

| | | | |
|---------------|--------------|--------------|----------------------------|
| Security | 05155C105 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | AUQ | Meeting Date | 09-May-2014 |
| ISIN | CA05155C1059 | Agenda | 933991247 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01 | DIRECTOR | Management | | |
| | 1 ALAN R. EDWARDS | | For | For |
| | 2 MARK J. DANIEL | | For | For |
| | 3 SCOTT G. PERRY | | For | For |
| | 4 LUIS M. CHAVEZ | | For | For |
| | 5 PATRICK D. DOWNEY | | For | For |
| | 6 RONALD E. SMITH | | For | For |
| | 7 RICHARD M. COLTERJOHN | | For | For |
| | 8 JOSEPH G. SPITERI | | For | For |
| 02 | APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITORS FOR THE COMPANY, AND TO AUTHORIZE THE DIRECTORS OF THE COMPANY TO SET THE AUDITORS' REMUNERATION. | Management | For | For |
| 03 | CONSIDER AND, IF DEEMED ADVISABLE, PASS AN ORDINARY RESOLUTION OF SHAREHOLDERS, CONFIRMING AND RATIFYING THE COMPANY'S ADVANCE NOTICE BY-LAW. | Management | For | For |
| 04 | CONSIDER AND, IF DEEMED ADVISABLE, PASS AN ORDINARY RESOLUTION OF SHAREHOLDERS CONFIRMING AND RATIFYING THE AMENDMENTS TO THE COMPANY'S BY-LAW NO. 1. | Management | For | For |
| 05 | CONSIDER AND, IF DEEMED ADVISABLE, PASS AN ORDINARY RESOLUTION OF SHAREHOLDERS CONFIRMING AND RATIFYING THE COMPANY'S AMENDED AND RESTATED EMPLOYEE SHARE PURCHASE PLAN TO, AMONG OTHER THINGS, REPLENISH THE COMMON SHARES RESERVED FOR ISSUANCE UNDER THE PLAN AND TO SPECIFY AMENDMENTS TO THE PLAN THAT WOULD REQUIRE SHAREHOLDER APPROVAL. | Management | For | For |
| 06 | CONSIDER AND, IF DEEMED ADVISABLE, PASS A NON-BINDING, ADVISORY RESOLUTION ACCEPTING THE COMPANY'S APPROACH TO EXECUTIVE COMPENSATION. | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

WRIGHT MEDICAL GROUP, INC.

Security 98235T107

Ticker Symbol WMGI

ISIN US98235T1079

Meeting Type

Annual

Meeting Date

13-May-2014

Agenda

933954023 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 GARY D. BLACKFORD | | For | For |
| | 2 MARTIN J. EMERSON | | For | For |
| | 3 LAWRENCE W. HAMILTON | | For | For |
| | 4 RONALD K. LABRUM | | For | For |
| | 5 JOHN L. MICLOT | | For | For |
| | 6 ROBERT J. PALMISANO | | For | For |
| | 7 AMY S. PAUL | | For | For |
| | 8 ROBERT J. QUILLINAN | | For | For |
| | 9 DAVID D. STEVENS | | For | For |
| | 10 DOUGLAS G. WATSON | | For | For |
| 2. | AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 3. | RATIFICATION OF THE SELECTION OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |

BEL FUSE INC.

Security 077347201

Ticker Symbol BELFA

ISIN US0773472016

Meeting Type

Annual

Meeting Date

13-May-2014

Agenda

933963452 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|----------------|------------------------|
| 1 | DIRECTOR | Management | | |
| | 1 AVI EDEN | | Take No Action | |
| | 2 ROBERT H. SIMANDL | | Take No Action | |
| | 3 NORMAN YEUNG | | Take No Action | |
| 2 | WITH RESPECT TO THE RATIFICATION OF THE DESIGNATION OF DELOITTE & TOUCHE LLP TO AUDIT THE BOOKS AND ACCOUNTS FOR 2014. | Management | Take No Action | |
| 3 | WITH RESPECT TO THE APPROVAL, ON AN ADVISORY BASIS, OF THE EXECUTIVE COMPENSATION OF BEL'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT. | Management | Take No Action | |

Edgar Filing: GDL FUND - Form N-PX

BLYTH, INC.

Security 09643P207

Ticker Symbol BTH

ISIN US09643P2074

Meeting Type

Meeting Date

Agenda

Annual

14-May-2014

933960278 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--------------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 JANE A. DIETZE | | For | For |
| | 2 ROBERT B. GOERGEN | | For | For |
| | 3 ROBERT B. GOERGEN, JR. | | For | For |
| | 4 NEAL I. GOLDMAN | | For | For |
| | 5 ANDREW GRAHAM | | For | For |
| | 6 BRETT M. JOHNSON | | For | For |
| | 7 ILAN KAUFTHAL | | For | For |
| | 8 JAMES M. MCTAGGART | | For | For |
| | 9 HOWARD E. ROSE | | For | For |

| | | | | |
|----|--|------------|---------|---------|
| 2. | ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Management | Abstain | Against |
|----|--|------------|---------|---------|

| | | | | |
|----|--|------------|-----|-----|
| 3. | TO APPROVE THE VISALUS, INC. 2012 OMNIBUS INCENTIVE PLAN PURSUANT TO INTERNAL REVENUE CODE 162(M). | Management | For | For |
|----|--|------------|-----|-----|

| | | | | |
|----|--|------------|-----|-----|
| 4. | TO RATIFY THE APPOINTMENT OF THE COMPANY'S INDEPENDENT AUDITORS. | Management | For | For |
|----|--|------------|-----|-----|

KRATOS DEFENSE & SEC SOLUTIONS, INC.

Security 50077B207

Ticker Symbol KTOS

ISIN US50077B2079

Meeting Type

Meeting Date

Agenda

Annual

14-May-2014

933983303 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: SCOTT ANDERSON | Management | For | For |
| 1.2 | ELECTION OF DIRECTOR: BANDEL CARANO | Management | For | For |
| 1.3 | ELECTION OF DIRECTOR: ERIC DEMARCO | Management | For | For |
| 1.4 | ELECTION OF DIRECTOR: WILLIAM HOGLUND | Management | For | For |
| 1.5 | ELECTION OF DIRECTOR: SCOT JARVIS | Management | For | For |
| 1.6 | ELECTION OF DIRECTOR: JANE JUDD | Management | For | For |
| 1.7 | ELECTION OF DIRECTOR: SAMUEL LIBERATORE | Management | For | For |
| 2 | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 28, 2014. | Management | For | For |
| 3 | TO APPROVE THE ADOPTION OF THE COMPANY'S 2014 EQUITY INCENTIVE PLAN. | Management | Abstain | Against |
| 4 | | Management | Against | Against |

AN ADVISORY VOTE TO APPROVE THE
COMPENSATION OF OUR NAMED
EXECUTIVE OFFICERS.

CHAPARRAL GOLD CORP.

| | | | |
|---------------|--------------|--------------|----------------------------|
| Security | 15941W109 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | CRRGF | Meeting Date | 14-May-2014 |
| ISIN | CA15941W1095 | Agenda | 933993241 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 01 | TO SET THE NUMBER OF DIRECTORS AT SEVEN. | Management | For | For |
| 02 | DIRECTOR | Management | | |
| | 1 NICHOLAS D. APPELYARD | | For | For |
| | 2 STEPHEN J. KAY | | For | For |
| | 3 ROD C. MCKEEN | | For | For |
| | 4 W. MICHAEL SMITH | | For | For |
| | 5 JORGE PAZ DURINI | | For | For |
| | 6 GABRIEL BIANCHI | | For | For |
| | 7 DANIEL BRUPBACHER | | For | For |
| 03 | APPOINTMENT OF DAVIDSON & CO. AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE AUDIT COMMITTEE TO FIX THEIR REMUNERATION. | Management | For | For |
| 04 | TO CONSIDER, AND IF THOUGHT FIT, TO PASS AN ORDINARY RESOLUTION TO RATIFY, CONFIRM AND APPROVE THE CORPORATION'S SHAREHOLDER RIGHTS POLICY, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING INFORMATION CIRCULAR. | Management | Against | Against |
| 05 | TO CONSIDER, AND IF THOUGHT FIT, TO PASS AN ORDINARY RESOLUTION TO RATIFY, CONFIRM AND APPROVE THE CORPORATION'S ADVANCE NOTICE POLICY RELATING TO THE NOMINATION OF DIRECTORS FOR ELECTION AT SHAREHOLDER MEETINGS, AS MORE PARTICULARLY DESCRIBED IN THE ACCOMPANYING INFORMATION CIRCULAR. | Management | For | For |

CARACAL ENERGY INC, TORONTO, ON

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 140756107 | Meeting Type | MIX |
| Ticker Symbol | | Meeting Date | 15-May-2014 |
| ISIN | CA1407561077 | Agenda | 705190798 - Management |

| Item | Proposal | Type | Vote |
|------|----------|------|------|
|------|----------|------|------|

For/Against
Management

| | | | |
|------|--|--------------------|---------|
| | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'ABSTAIN'- | | |
| CMMT | ONLY FOR RESOLUTIONS "1.1 TO 1.7 AND 2". | Non-Voting | |
| | THANK YOU. | | |
| 1.1 | ELECTION OF DIRECTOR: CAROL BELL | Management For | For |
| 1.2 | ELECTION OF DIRECTOR: JOHN BENTLEY | Management For | For |
| 1.3 | ELECTION OF DIRECTOR: PETER DEY | Management For | For |
| 1.4 | ELECTION OF DIRECTOR: GARY S. GUIDRY | Management For | For |
| 1.5 | ELECTION OF DIRECTOR: ROBERT B. HODGINS | Management For | For |
| 1.6 | ELECTION OF DIRECTOR: RONALD ROYAL | Management For | For |
| 1.7 | ELECTION OF DIRECTOR: BROOKE WADE | Management For | For |
| 2 | TO APPOINT THE AUDITOR OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZE THE BOARD OF DIRECTORS TO FIX THE REMUNERATION OF THE AUDITOR | Management For | For |
| 3 | TO CONSIDER AND, IF DEEMED ADVISABLE, APPROVE AN ORDINARY RESOLUTION IN THE FORM SET OUT IN THE ACCOMPANYING PROXY STATEMENT AND INFORMATION CIRCULAR (THE "CIRCULAR") AUTHORIZING ANNUAL AMOUNTS REGARDING THE ALLOTMENT OF EQUITY SECURITIES TO CONSIDER AND, IF DEEMED ADVISABLE, | Management Abstain | Against |
| 4 | APPROVE A SPECIAL RESOLUTION IN THE FORM SET OUT IN THE CIRCULAR AUTHORIZING THE LIMITS REGARDING THE DISAPPLICATION OF PRE-EMPTION RIGHTS TO CONSIDER AND, IF DEEMED ADVISABLE, | Management Against | Against |
| 5 | APPROVE AN ORDINARY RESOLUTION IN THE FORM SET OUT IN THE CIRCULAR APPROVING THE LONG-TERM INCENTIVE PLAN FOR THE CORPORATION WITH CERTAIN AMENDMENTS THERETO, ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR | Management Abstain | Against |

SILVERWILLOW ENERGY CORP.

Security

828513101

Meeting Type

Annual and Special
Meeting

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | SWOMF | Meeting Date | 15-May-2014 |
| ISIN | CA8285131014 | Agenda | 933964606 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 01 | TO APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION AT SUCH REMUNERATION AS MAY BE APPROVED BY THE DIRECTORS OF THE CORPORATION. | Management | For | For |
| 02 | TO SET THE NUMBER OF DIRECTORS OF THE CORPORATION AT SEVEN. | Management | For | For |
| 03 | DIRECTOR | Management | | |
| | 1 GREGORY BOLAND | | For | For |
| | 2 BONNIE D. DUPONT | | For | For |
| | 3 DONALD R. INGRAM | | For | For |
| | 4 HOWARD J. LUTLEY | | For | For |
| | 5 TIMOTHY A. MCGAW | | For | For |
| | 6 DOUGLAS H. MITCHELL | | For | For |
| | 7 GLEN D. ROANE | | For | For |
| 04 | TO CONSIDER, AND IF THOUGHT FIT, APPROVE AN ORDINARY RESOLUTION APPROVING THE CORPORATION'S STOCK OPTION PLAN, THE FULL TEXT OF WHICH IS SET FORTH IN THE INFORMATION CIRCULAR ACCOMPANYING THIS NOTICE. | Management | For | For |

DTS, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 23335C101 | Meeting Type | Annual |
| Ticker Symbol | DTSI | Meeting Date | 15-May-2014 |
| ISIN | US23335C1018 | Agenda | 933987476 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 DAVID C. HABIGER | | For | For |
| | 2 JON E. KIRCHNER | | For | For |
| 2. | TO APPROVE AN AMENDMENT TO THE DTS, INC. 2012 EQUITY INCENTIVE PLAN. | Management | Against | Against |
| 3. | SAY ON PAY - AN ADVISORY VOTE ON THE APPROVAL OF EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 4. | TO RATIFY AND APPROVE DELOITTE & TOUCHE, LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS OF THE COMPANY FOR FISCAL YEAR 2014. | Management | For | For |

BOURSORAMA, BOULOGNE BILLANCOURT

| | | | |
|----------|-----------|--------------|--|
| Security | F1140M138 | Meeting Type | |
|----------|-----------|--------------|--|

Edgar Filing: GDL FUND - Form N-PX

| Ticker Symbol | | Meeting Date | Ordinary General Meeting | |
|---------------|--|--------------|--|------------------------|
| ISIN | | Agenda | 16-May-2014 705151099 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| CMMT | PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" WILL BE TREATED AS AN "AGAINST" VOTE. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS REGISTERED-INTERMEDIARY, THE GLOBAL CUSTODIANS WILL SIGN THE PROXY CARDS AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE. 30 APR 2014: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAI-LABLE BY CLICKING ON THE MATERIAL URL LINK:- https://balo.journal-officiel.gouv.fr/pdf/2014/0411/2014041114010-37.pdf . PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL:- http://www.journal-officiel.gouv.fr/pdf/2014/0430/201404301401436.pdf . IF YOU-HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU DECIDE T-O AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR | Non-Voting | | |
| CMMT | AND FORWARD-THEM TO THE LOCAL CUSTODIAN. IF YOU REQUEST MORE INFORMATION, PLEASE CONTACT-YOUR CLIENT REPRESENTATIVE. 30 APR 2014: PLEASE NOTE THAT IMPORTANT ADDITIONAL MEETING INFORMATION IS AVAI-LABLE BY CLICKING ON THE MATERIAL URL LINK:- https://balo.journal-officiel.gouv.fr/pdf/2014/0411/2014041114010-37.pdf . PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL URL:- http://www.journal-officiel.gouv.fr/pdf/2014/0430/201404301401436.pdf . IF YOU-HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU DECIDE T-O AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU APPROVAL OF THE CORPORATE FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR | Non-Voting | | |
| 1 | FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR | Management | For | For |
| 2 | ALLOCATION OF INCOME FOR THE 2013 FINANCIAL YEAR | Management | For | For |

| | | | | |
|------|--|--------------|------|------------------------|
| 3 | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2013 FINANCIAL YEAR | Management | For | For |
| 4 | APPROVAL OF A REGULATED AGREEMENT PURSUANT TO ARTICLE L.225-38 OF THE COMMERCIAL CODE | Management | For | For |
| 5 | ADVISORY REVIEW OF THE COMPENSATION OWED OR PAID TO MRS. MARIE CHEVAL, PRESIDENT AND CEO, AND TO MRS. INES-CLAIRE MERCEREAU, PRESIDENT AND CEO FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31ST, 2013 | Management | For | For |
| 6 | ADVISORY REVIEW OF THE COMPENSATION PAID IN 2013 TO THE PERSONS REFERRED TO IN ARTICLE L.51 1-71 OF THE MONETARY AND FINANCIAL CODE | Management | For | For |
| 7 | AUTHORIZATION TO RAISE THE VARIABLE PART OF THE TOTAL COMPENSATION OF THE PERSONS REFERRED TO IN ARTICLE L.51 1-71 OF MONETARY AND FINANCIAL CODE TO TWICE THE AMOUNT OF THE FIXED COMPENSATION | Management | For | For |
| 8 | RATIFICATION OF THE COOPTATION OF MRS. ISABELLE GUILLOU AS A DIRECTOR | Management | For | For |
| 9 | RENEWAL OF TERM OF FIRM DELOITTE ET ASSOCIES AS A PRINCIPAL STATUTORY AUDITORS | Management | For | For |
| 10 | RENEWAL OF TERM OF THE FIRM BEAS AS A DEPUTY STATUTORY AUDITORS | Management | For | For |
| 11 | RENEWAL OF THE AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO ALLOW THE COMPANY TO PURCHASE ITS OWN SHARES | Management | For | For |
| 12 | POWERS TO CARRY OUT ALL LEGAL FORMALITIES | Management | For | For |
| | LTX-CREDENCE CORPORATION | | | |
| | Security 502403207 | Meeting Type | | Special |
| | Ticker Symbol LTXC | Meeting Date | | 16-May-2014 |
| | ISIN US5024032071 | Agenda | | 933962323 - Management |
| Item | Proposal | Type | Vote | For/Against Management |
| 1. | TO AMEND THE COMPANY'S RESTATED ARTICLES OF ORGANIZATION, AS AMENDED TO DATE, TO CHANGE THE NAME OF THE | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

COMPANY TO "XCERRA CORPORATION".
CLEAR CHANNEL OUTDOOR HOLDINGS, INC.

Security 18451C109

Ticker Symbol CCO

ISIN US18451C1099

Meeting Type

Meeting Date

Agenda

Annual

16-May-2014

933970774 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 THOMAS R. SHEPHERD | | For | For |
| | 2 CHRISTOPHER M. TEMPLE | | For | For |
| | 3 SCOTT R. WELLS | | For | For |
| 2. | APPROVAL OF THE ADVISORY (NON-BINDING) RESOLUTION ON EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 3. | RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Management | For | For |

ENDESA SA, MADRID

Security E41222113

Ticker Symbol

ISIN ES0130670112

Meeting Type

Meeting Date

Agenda

Annual General Meeting

19-May-2014

705166418 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1 | ANNUAL ACCOUNTS APPROVAL | Management | For | For |
| 2 | MANAGEMENT REPORT APPROVAL | Management | For | For |
| 3 | SOCIAL MANAGEMENT APPROVAL | Management | For | For |
| 4 | APPLICATION OF RESULTS 2013 | Management | For | For |
| 5 | REELECTION OF ERNST AND YOUNG AS AUDITOR | Management | For | For |
| 6 | ANNUAL REPORT ON REMUNERATION FOR DIRECTORS | Management | For | For |
| 7 | DELEGATION OF FACULTIES TO EXECUTE ADOPTED AGREEMENTS | Management | For | For |
| | 22 APR 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN RECORD DATE-FROM 14 MAY 2014 TO 12 MAY 2014. | | | |
| | IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU. | Non-Voting | | |

CMMT

CISION AB, STOCKHOLM

| | | | |
|---------------|--------------|--------------|----------------------------------|
| Security | W23828101 | Meeting Type | ExtraOrdinary General Meeting |
| Ticker Symbol | | Meeting Date | 20-May-2014 |
| ISIN | SE0000291486 | Agenda | 705229525 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|-----------|---------------------------|
| CMMT | <p>IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE</p> <p>MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL</p> | Non-Voting | | |
| CMMT | <p>NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED</p> <p>AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE</p> | Non-Voting | | |
| CMMT | MEETING-REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION. | Non-Voting | | |
| 1 | OPENING OF THE GENERAL MEETING | Non-Voting | | |
| 2 | ELECTION OF CHAIRMAN OF THE GENERAL MEETING | Non-Voting | | |
| 3 | DRAWING UP AND APPROVAL OF THE VOTING LIST | Non-Voting | | |
| 4 | APPROVAL OF THE AGENDA | Non-Voting | | |
| 5 | ELECTION OF ONE OR TWO PERSONS TO VERIFY THE MINUTES | Non-Voting | | |
| 6 | DETERMINATION AS TO WHETHER THE GENERAL MEETING HAS BEEN DULY CONVENED | Non-Voting | | |
| 7 | RESOLUTION ON THE NUMBER OF DIRECTORS OF THE BOARD AND DEPUTY DIRECTORS | Management | No Action | |

| | | | |
|------|---|------------|-----------|
| 8 | RESOLUTION REGARDING REMUNERATION TO THE DIRECTORS OF THE BOARD | Management | No Action |
| 9 | ELECTION OF DIRECTORS OF THE BOARD, CHAIRMAN OF THE BOARD AND DEPUTY DIRECTORS, IF ANY | Management | No Action |
| 10 | CLOSING OF THE GENERAL MEETING | Non-Voting | |
| | 05 MAY 2014: PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL-COMMENT AND CHANGE IN RECORD DATE | | |
| CMMT | TO 14 MAY 2014. IF YOU HAVE ALREADY SENT IN-YOUR VOTES, PLEASE DO NOT VOTE AGAIN UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL-INSTRUCTIONS. THANK YOU | Non-Voting | |
| | 05 MAY 2014: PLEASE NOTE THAT THE BOARD DOES NOT MAKE ANY | | |
| CMMT | RECOMMENDATION ON RE-SOLUTIONS 7 TO 9. | Non-Voting | |

ITT CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 450911201 | Meeting Type | Annual |
| Ticker Symbol | ITT | Meeting Date | 20-May-2014 |
| ISIN | US4509112011 | Agenda | 933953742 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: ORLANDO D. ASHFORD | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: G. PETER D. ALOIA | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: DONALD DEFOSSET, JR. | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: CHRISTINA A. GOLD | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: REBECCA A. MCDONALD | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: RICHARD P. LAVIN | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: FRANK T. MACINNIS | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: DENISE L. RAMOS | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: DONALD J. STEBBINS | Management | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE 2014 FISCAL YEAR | Management | For | For |
| 3. | | Management | Abstain | Against |

APPROVAL OF AN ADVISORY VOTE ON
EXECUTIVE COMPENSATION
SHAREHOLDER PROPOSAL REGARDING

| | | | | |
|----|---|--------------|---------|---------------------------|
| 4. | EXECUTIVE STOCK RETENTION REQUIREMENTS AURORA OIL & GAS LIMITED Security Q0698D100 Ticker Symbol AAGLF ISIN AU000000AUT1 | Shareholder | Against | For |
| | | Meeting Type | | Special |
| | | Meeting Date | | 21-May-2014 |
| | | Agenda | | 933994786 - Management |

| | | | | |
|------|----------|------|------|---------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|

| | | | | |
|----|---|------------|-----|-----|
| 01 | "THAT, PURSUANT TO AND IN ACCORDANCE WITH SECTION 411 OF THE CORPORATIONS ACT, THE SCHEME, THE TERMS OF WHICH ARE CONTAINED IN AND MORE PARTICULARLY DESCRIBED IN THE SCHEME BOOKLET (OF WHICH THIS NOTICE OF SCHEME MEETING FORMS PART) IS APPROVED (WITH OR WITHOUT MODIFICATION AS APPROVED BY THE COURT)." | Management | For | For |
|----|---|------------|-----|-----|

| | | | | |
|--|---|--------------|--|---------------------------|
| | BWG HOMES ASA Security R12767100 Ticker Symbol ISIN NO0010298300 | Meeting Type | | Annual General Meeting |
| | | Meeting Date | | 22-May-2014 |
| | | Agenda | | 705251154 - Management |

| | | | | |
|------|----------|------|------|---------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|---------------------------|

| | | | | |
|------|--|------------|--|--|
| CMMT | IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE- REPRESENTATIVE | Non-Voting | | |
| CMMT | MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF | Non-Voting | | |

EACH BENEFICIAL OWNER NAME,
 ADDRESS
 AND SHARE-POSITION TO YOUR CLIENT
 SERVICE REPRESENTATIVE. THIS
 INFORMATION IS REQUIRED-IN ORDER FOR
 YOUR VOTE TO BE LODGED
 SHARES HELD IN AN OMNIBUS/NOMINEE
 ACCOUNT NEED TO BE RE-REGISTERED IN
 THE-BENEFICIAL OWNERS NAME TO BE
 ALLOWED TO VOTE AT MEETINGS. SHARES
 WILL BE-TEMPORARILY TRANSFERRED TO

| | | |
|--------|--|---------------------|
| CMMT A | SEPARATE ACCOUNT IN THE BENEFICIAL OWNER'S NAME-ON THE PROXY DEADLINE AND TRANSFERRED BACK TO THE OMNIBUS/NOMINEE ACCOUNT THE-DAY AFTER THE MEETING. | Non-Voting |
| CMMT | BLOCKING SHOULD ALWAYS BE APPLIED, RECORD DATE OR NOT. | Non-Voting |
| 3 | APPROVE THE NOTICE AND THE AGENDA OF THE MEETING | ManagementNo Action |
| 5 | ADOPT THE BOARD'S GUIDELINES FOR REMUNERATION OF MANAGEMENT | ManagementNo Action |
| 6 | APPROVE THE 2013 ANNUAL REPORT AND ANNUAL FINANCIAL STATEMENTS | ManagementNo Action |
| 7 | THE BOARD'S CORPORATE GOVERNANCE REPORT | ManagementNo Action |
| 8.1 | BOARD MANDATE TO INCREASE SHARE CAPITAL AGAINST CASH DEPOSITS | ManagementNo Action |
| 8.2 | BOARD MANDATE TO INCREASE SHARE CAPITAL AGAINST OTHER DEPOSITS THAN CASH | ManagementNo Action |
| 8.3 | BOARD MANDATE TO INCREASE SHARE CAPITAL BY RESOLUTION ON MERGERS | ManagementNo Action |
| 9 | AMENDMENT TO THE ARTICLES OF ASSOCIATION CONCERNING SIGNATORY RIGHTS | ManagementNo Action |
| 10 | ELECTION OF NEW MEMBER AND VICE CHAIRMAN OF THE BOARD :ARNE BAUMANN | ManagementNo Action |
| 11 | APPROVE THE BOARD'S FEES FOR THE PERIOD FROM AGM 2014 TO AGM 2015 | ManagementNo Action |
| 12.1 | RE-ELECTION OF MIMI K. BERDAL AS MEMBER TO THE NOMINATION COMMITTEE | ManagementNo Action |
| 12.2 | RE-ELECTION OF CARL HENRIK ERIKSEN AS MEMBER TO THE NOMINATION COMMITTEE | ManagementNo Action |
| 12.3 | ELECTION OF HANS THRANE NIELSEN AS MEMBER TO THE NOMINATION | ManagementNo Action |

COMMITTEE

| | | | | |
|----|---|------------|--------------|------------------------|
| 13 | APPROVE THE NOMINATION COMMITTEE'S FEES | Management | No Action | |
| 14 | APPROVE THE AUDITOR'S FEES | Management | No Action | |
| | RIVERBED TECHNOLOGY, INC. | | | |
| | Security 768573107 | | Meeting Type | Annual |
| | Ticker Symbol RVBD | | Meeting Date | 22-May-2014 |
| | ISIN US7685731074 | | Agenda | 933959011 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1.1 | ELECTION OF DIRECTOR: MARK S. LEWIS TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014. | Management | For | For |
| 2. | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT. | Management | For | For |
| 3. | TO APPROVE OUR 2014 EQUITY INCENTIVE PLAN. | Management | Abstain | Against |
| 4. | | Management | For | For |

CABLEVISION SYSTEMS CORPORATION

| | | | | |
|--|--------------------|--|--------------|------------------------|
| | Security 12686C109 | | Meeting Type | Annual |
| | Ticker Symbol CVC | | Meeting Date | 22-May-2014 |
| | ISIN US12686C1099 | | Agenda | 933976334 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|-------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 JOSEPH J. LHOTA | | For | For |
| | 2 THOMAS V. REIFENHEISER | | For | For |
| | 3 JOHN R. RYAN | | For | For |
| | 4 VINCENT TESE | | For | For |
| | 5 LEONARD TOW | | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For | For |
| 3. | APPROVAL OF CABLEVISION SYSTEMS CORPORATION AMENDED AND RESTATED 2006 EMPLOYEE STOCK PLAN. | Management | For | For |
| 4. | NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 5. | STOCKHOLDER PROPOSAL FOR A POLITICAL CONTRIBUTIONS REPORT. | Shareholder | Against | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | |
|----|--|-------------|--------------|------------------------|
| 6. | STOCKHOLDER PROPOSAL TO ADOPT A RECAPITALIZATION PLAN. COOPER TIRE & RUBBER COMPANY | Shareholder | For | Against |
| | Security 216831107 | | Meeting Type | Annual |
| | Ticker Symbol CTB | | Meeting Date | 23-May-2014 |
| | ISIN US2168311072 | | Agenda | 933976601 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|--------------|----------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 ROY V. ARMES | | For | For |
| | 2 THOMAS P. CAPO | | For | For |
| | 3 STEVEN M. CHAPMAN | | For | For |
| | 4 JOHN J. HOLLAND | | For | For |
| | 5 JOHN F. MEIER | | For | For |
| | 6 JOHN H. SHUEY | | For | For |
| | 7 RICHARD L. WAMBOLD | | For | For |
| | 8 ROBERT D. WELDING | | For | For |
| 2. | TO RATIFY THE SELECTION OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Management | For | For |
| 3. | TO APPROVE THE COOPER TIRE & RUBBER COMPANY 2014 INCENTIVE COMPENSATION PLAN. | Management | For | For |
| 4. | TO APPROVE, BY NON-BINDING ADVISORY VOTE, NAMED EXECUTIVE OFFICER COMPENSATION. ALVOPETRO ENERGY LTD. | Management | Abstain | Against |
| | Security 02255Q100 | | Meeting Type | Annual and Special Meeting |
| | Ticker Symbol ALVOF | | Meeting Date | 26-May-2014 |
| | ISIN CA02255Q1000 | | Agenda | 934008120 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 01 | DIRECTOR | Management | | |
| | 1 COREY C. RUTTAN | | For | For |
| | 2 FIROZ TALAKSHI | | For | For |
| | 3 GEIR YTRELAND | | For | For |
| | 4 JOHN D. WRIGHT | | For | For |
| | 5 KENNETH R. MCKINNON | | For | For |
| | 6 RODERICK L. FRASER | | For | For |
| 02 | APPOINTMENT OF DELOITTE LLP, CHARTERED ACCOUNTANTS AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. | Management | For | For |

03 SHAREHOLDERS ARE BEING ASKED TO APPROVE THE CURRENT OPTION PLAN IN ACCORDANCE WITH POLICY 4.4 OF THE TSXV. THE TERMS OF THE OPTION PLAN ARE MORE FULLY DESCRIBED IN THIS CIRCULAR UNDER THE HEADING "OPTION PLAN".

CISION AB, STOCKHOLM

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | W23828101 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 27-May-2014 |
| ISIN | SE0000291486 | Agenda | 705219978 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|
|------|----------|------|------|------------------------|

| | | | | |
|------|--|------------|--|--|
| CMMT | IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE | Non-Voting | | |
| CMMT | MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED | Non-Voting | | |
| CMMT | AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE MEETING-REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION. | Non-Voting | | |
| 1 | OPENING OF THE ANNUAL GENERAL MEETING | Non-Voting | | |
| 2 | ELECTION OF CHAIRMAN OF THE ANNUAL GENERAL MEETING | Non-Voting | | |
| 3 | DRAWING UP AND APPROVAL OF THE VOTING LIST | Non-Voting | | |
| 4 | APPROVAL OF THE AGENDA | Non-Voting | | |

| | | |
|----|---|----------------------|
| 5 | ELECTION OF ONE OR TWO PERSONS TO VERIFY THE MINUTES | Non-Voting |
| 6 | DETERMINATION AS TO WHETHER THE ANNUAL GENERAL MEETING HAS BEEN DULY CONVENED | Non-Voting |
| 7 | CHIEF EXECUTIVE OFFICER'S (THE "CEO") ADDRESS | Non-Voting |
| 8 | REPORT ON THE WORK OF THE BOARD OF DIRECTORS AND THE COMPENSATION AND AUDIT-COMMITTEES | Non-Voting |
| 9 | PRESENTATION OF THE ANNUAL REPORT, THE AUDIT REPORT, THE CONSOLIDATED- FINANCIAL STATEMENTS AND THE CONSOLIDATED AUDIT REPORT FOR THE FINANCIAL YEAR-2013 | Non-Voting |
| 10 | RESOLUTION REGARDING ADOPTION OF THE INCOME STATEMENT AND THE BALANCE SHEET, AND OF THE CONSOLIDATED INCOME STATEMENT AND THE CONSOLIDATED BALANCE SHEET | Management No Action |
| 11 | RESOLUTION REGARDING ALLOCATION OF THE COMPANY'S EARNINGS IN ACCORDANCE WITH THE ADOPTED BALANCE SHEET | Management No Action |
| 12 | RESOLUTION REGARDING DISCHARGE FROM LIABILITY OF THE DIRECTORS OF THE BOARD AND THE CEO | Management No Action |
| 13 | RESOLUTION ON THE NUMBER OF DIRECTORS OF THE BOARD AND DEPUTY DIRECTORS TO BE ELECTED BY THE ANNUAL GENERAL MEETING | Management No Action |
| 14 | RESOLUTION REGARDING REMUNERATION TO THE BOARD, THE AUDITOR AND FOR COMMITTEE WORK | Management No Action |
| 15 | ELECTION OF DIRECTORS OF THE BOARD, CHAIRMAN OF THE BOARD AND DEPUTY DIRECTORS, IF ANY | Management No Action |
| 16 | ELECTION OF AUDITOR | Management No Action |
| 17 | RESOLUTION REGARDING PROCEDURE FOR THE NOMINATION COMMITTEE | Management No Action |
| 18 | PRESENTATION OF THE BOARD'S PROPOSAL FOR GUIDELINES FOR SALARY AND OTHER-REMUNERATION TO THE COMPANY'S CEO AND OTHER SENIOR EXECUTIVES | Non-Voting |
| 19 | RESOLUTION REGARDING RE-ALLOCATION OF SHARES BOUGHT BACK FOR LTI 2011 | Management No Action |
| 20 | CLOSING OF THE ANNUAL GENERAL MEETING | Non-Voting |

Edgar Filing: GDL FUND - Form N-PX

XPO LOGISTICS INC
 Security 983793100
 Ticker Symbol XPO

Meeting Type Annual
 Meeting Date 27-May-2014
 Agenda 934003168 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 BRADLEY S. JACOBS | | For | For |
| | 2 MICHAEL G. JESSELSON | | For | For |
| | 3 ADRIAN P. KINGSHOTT | | For | For |
| 2. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Management | For | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management | Abstain | Against |

ILLUMINA, INC.
 Security 452327109
 Ticker Symbol ILMN
 ISIN US4523271090

Meeting Type Annual
 Meeting Date 28-May-2014
 Agenda 933969858 -
 Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 DANIEL M. BRADBURY* | | For | For |
| | 2 ROBERT S. EPSTEIN, MD* | | For | For |
| | 3 ROY A. WHITFIELD* | | For | For |
| | 4 FRANCIS A. DESOUZA# | | For | For |
| 2. | TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 28, 2014 | Management | For | For |
| 3. | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT | Management | Abstain | Against |
| 4. | TO APPROVE AN AMENDMENT TO THE ILLUMINA, INC. BYLAWS, ESTABLISHING DELAWARE AS THE EXCLUSIVE FORUM FOR ADJUDICATION OF CERTAIN DISPUTES | Management | For | For |

SPARTAN STORES, INC.
 Security 846822104
 Ticker Symbol SPTN
 ISIN US8468221044

Meeting Type Annual
 Meeting Date 28-May-2014
 Agenda

933980597 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|--------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 M. SHAN ATKINS | | For | For |
| | 2 DENNIS EIDSON | | For | For |
| | 3 MICKEY P. FORET | | For | For |
| | 4 FRANK M. GAMBINO | | For | For |
| | 5 DOUGLAS A. HACKER | | For | For |
| | 6 YVONNE R. JACKSON | | For | For |
| | 7 ELIZABETH A. NICKELS | | For | For |
| | 8 TIMOTHY J. O'DONOVAN | | For | For |
| | 9 HAWTHORNE L. PROCTOR | | For | For |
| | 10 CRAIG C. STURKEN | | For | For |
| | 11 WILLIAM R. VOSS | | For | For |
| 2. | APPROVAL OF AN AMENDMENT TO THE ARTICLES OF INCORPORATION TO CHANGE THE NAME OF THE COMPANY TO "SPARTANNASH COMPANY." | Management | For | For |
| 3. | SAY ON PAY - ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 4. | PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT AUDITORS FOR THE CURRENT FISCAL YEAR. | Management | For | For |
| | ZALE CORPORATION | | | |
| | Security 988858106 | Meeting Type | | Contested-Special |
| | Ticker Symbol ZLC | Meeting Date | | 29-May-2014 |
| | ISIN US9888581066 | Agenda | | 934015846 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 19, 2014 (THE "MERGER AGREEMENT"), BY AND AMONG ZALE CORPORATION (THE "COMPANY"), SIGNET JEWELERS LIMITED AND CARAT MERGER SUB, INC. | Management | Abstain | Against |
| 2. | TO APPROVE (ON A NON-BINDING, ADVISORY BASIS) THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH, OR FOLLOWING, THE CONSUMMATION OF THE MERGER. | Management | Abstain | Against |
| 3. | TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR | Management | For | For |

APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.

EPL OIL & GAS, INC.

Security 26883D108

Ticker Symbol EPL

ISIN US26883D1081

Meeting Type

Meeting Date

Agenda

Special

30-May-2014

934000489 -

Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 12, 2014, AMONG EPL OIL & GAS, INC., ENERGY XXI (BERMUDA) LIMITED, ENERGY XXI GULF COAST, INC. AND CLYDE MERGER SUB, INC. | Management | For | For |
| 2. | APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO EPL OIL & GAS, INC.'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE PROPOSED TRANSACTIONS. | Management | Abstain | Against |
| 3. | APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES. | Management | For | For |

OSISKO MINING CORPORATION

Security 688278100

Ticker Symbol OSKFF

ISIN CA6882781009

Meeting Type

Meeting Date

Agenda

Annual and Special Meeting

30-May-2014

934018878 -

Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 01 | SPECIAL RESOLUTION TO APPROVE THE ARRANGEMENT UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT INVOLVING THE COMPANY, AGNICO EAGLE MINES LIMITED AND YAMANA GOLD | Management | For | For |
| 02 | INC. THE FULL TEXT OF THE SPECIAL RESOLUTION IS SET OUT IN SCHEDULE "A" TO THE CIRCULAR RESOLUTION APPROVING THE PAYMENT OF | Management | Against | Against |

| | | | | |
|----|---|------------|---------|---------|
| | THE OUT-OF-THE-MONEY OPTION CONSIDERATION AMOUNT, AS MORE FULLY DESCRIBED IN THE CIRCULAR RESOLUTION APPROVING THE NEW OSISKO | | | |
| 03 | STOCK OPTION PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR RESOLUTION APPROVING THE NEW OSISKO | Management | For | For |
| 04 | SHAREHOLDER RIGHTS PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR SPECIAL RESOLUTION APPROVING THE NEW OSISKO SHARE CONSOLIDATION, ON THE BASIS OF ONE POST-CONSOLIDATED NEW OSISKO SHARE FOR EACH 10 PRE- CONSOLIDATION NEW OSISKO SHARES, AS MORE FULLY DESCRIBED IN THE CIRCULAR | Management | Against | Against |
| 05 | DIRECTOR | Management | | |
| | 1 VICTOR H. BRADLEY | | For | For |
| | 2 JOHN F. BURZYNSKI | | For | For |
| | 3 MARCEL CÔTÉ | | For | For |
| | 4 MICHÈLE DARLING | | For | For |
| | 5 JOANNE FERSTMAN | | For | For |
| | 6 S. LEAVENWORTH BAKALI | | For | For |
| | 7 WILLIAM A. MACKINNON | | For | For |
| | 8 CHARLES E. PAGE | | For | For |
| | 9 SEAN ROOSEN | | For | For |
| | 10 GARY A. SUGAR | | For | For |
| | 11 SERGE VÉZINA | | For | For |
| | RESOLUTION APPOINTING PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE COMPANY AND AUTHORIZING THE DIRECTORS OF THE COMPANY TO FIX THEIR REMUNERATION RESOLUTION APPROVING UNALLOCATED RIGHTS AND ENTITLEMENTS UNDER THE OSISKO EMPLOYEE SHARE PURCHASE PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR | Management | For | For |
| 07 | RESOLUTION APPROVING UNALLOCATED OPTIONS UNDER THE OSISKO STOCK OPTION PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR | Management | For | For |
| 08 | RESOLUTION - ADVISORY VOTE ON EXECUTIVE COMPENSATION APPROACH, AS MORE FULLY DESCRIBED IN THE CIRCULAR. | Management | For | For |
| 09 | | | | |
| 10 | | | | |

SCMP GROUP LTD

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G7867B105 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 03-Jun-2014 |
| ISIN | BMG7867B1054 | Agenda | 705230489 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' | Non-Voting | | |
| | FOR-ALL RESOLUTIONS, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- | Non-Voting | | |
| | http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0428/LTN20140428857.pdf -AND- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0428/LTN20140428861.pdf | | | |
| 1 | TO ADOPT THE AUDITED FINANCIAL STATEMENTS AND THE DIRECTORS REPORT AND INDEPENDENT AUDITORS REPORT FOR THE YEAR ENDED 31 DECEMBER 2013 | Management | For | For |
| 2 | TO APPROVE THE PAYMENT OF A FINAL DIVIDEND | Management | For | For |
| 3 | TO RE-ELECT DR. DAVID J. PANG AS NON-EXECUTIVE DIRECTOR | Management | For | For |
| 4 | TO RE-ELECT MR. ROBERTO V. ONGPIN AS NON-EXECUTIVE DIRECTOR | Management | For | For |
| 5 | TO AUTHORISE THE BOARD TO FIX DIRECTORS FEE | Management | For | For |
| 6 | TO RE-APPOINT PRICEWATERHOUSECOOPERS AS AUDITOR AND AUTHORISE THE BOARD TO FIX THEIR REMUNERATION | Management | For | For |
| 7 | TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO ISSUE SHARES IN TERMS OF THE PROPOSED ORDINARY RESOLUTION SET OUT IN ITEM 7 IN THE NOTICE OF THE MEETING | Management | For | For |
| 8 | TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO BUY BACK SHARES IN TERMS OF THE PROPOSED ORDINARY RESOLUTION SET OUT IN ITEM 8 IN THE NOTICE OF THE MEETING | Management | For | For |
| 9 | TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO ADD SHARES BOUGHT BACK | Management | For | For |

TO THE SHARE ISSUE GENERAL MANDATE
IN TERMS OF THE PROPOSED ORDINARY
RESOLUTION SET OUT IN ITEM 9 IN THE
NOTICE OF THE MEETING

SYNAGEVA BIOPHARMA CORP.

Security 87159A103

Ticker Symbol GEVA

ISIN US87159A1034

Meeting Type

Annual

Meeting Date

04-Jun-2014

Agenda

934002938 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|---------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 SANJ K. PATEL | | For | For |
| | 2 FELIX J. BAKER | | For | For |
| | 3 STEPHEN R. BIGGAR | | For | For |
| | 4 STEPHEN R. DAVIS | | For | For |
| | 5 THOMAS R. MALLEY | | For | For |
| | 6 BARRY QUART | | For | For |
| | 7 THOMAS J. TISCH | | For | For |
| | 8 PETER WIRTH | | For | For |
| 2. | APPROVAL OF A NON-BINDING ADVISORY VOTE ON COMPENSATION PAID TO SYNAGEVA'S NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 3. | APPROVAL OF THE COMPANY'S 2014 EQUITY INCENTIVE PLAN, AS DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT. | Management | Against | Against |
| 4. | RATIFICATION OF APPOINTMENT BY THE BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. WESTERNZAGROS RESOURCES LTD. | Management | For | For |

Security 960008100

Ticker Symbol WZGRF

ISIN CA9600081009

Meeting Type

Annual and Special
Meeting

Meeting Date

04-Jun-2014

Agenda

934011141 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--------------------------------------|------------|------|---------------------------|
| 01 | TO SET THE NUMBER OF DIRECTORS AT 8. | Management | For | For |
| 02 | DIRECTOR | Management | | |
| | 1 DAVID J. BOONE | | For | For |
| | 2 FRED J. DYMENT | | For | For |
| | 3 JOHN FRANGOS | | For | For |
| | 4 M. SIMON HATFIELD | | For | For |
| | 5 JAMES C. HOUCK | | For | For |
| | 6 JOHN M. HOWLAND | | For | For |

| | | | | | |
|----|---|--|------------|-----|-----|
| | 7 | RANDALL OLIPHANT | | For | For |
| | 8 | WILLIAM WALLACE | | For | For |
| 03 | | ON THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AT SUCH REMUNERATION AS MAY BE APPROVED BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS. | Management | For | For |
| 04 | | ON THE RENEWAL AND APPROVAL OF THE CORPORATION'S SOTCK OPTION PLAN AS SET FORTH IN THE ACCOMPANYING INFORMATION CIRCULAR OF THE CORPORATION. | Management | For | For |

YASHILI INTERNATIONAL HOLDINGS LTD, GRAND CAYMAN

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G98340105 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 05-Jun-2014 |
| ISIN | KYG983401053 | Agenda | 705225313 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' | Non-Voting | | |
| CMMT | FOR-ALL RESOLUTIONS, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0425/LTN20140425517.pdf -AND- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0425/LTN20140425529.pdf | Non-Voting | | |
| 1 | TO RECEIVE THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND AUDITORS FOR THE YEAR ENDED 31 DECEMBER 2013 | Management | For | For |
| 2 | TO DECLARE A FINAL DIVIDEND OF RMB3.69 CENTS PER SHARE FOR THE YEAR ENDED 31 DECEMBER 2013 | Management | For | For |
| 3.A | TO RE-ELECT Ms. SUN YIPING AS A NON-EXECUTIVE DIRECTOR | Management | For | For |
| 3.B | TO RE-ELECT MR. DING SHENG AS A NON-EXECUTIVE DIRECTOR | Management | For | For |
| 3.C | TO RE-ELECT MR. WU JINGSHUI AS A NON-EXECUTIVE DIRECTOR | Management | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|-----|--|------------|-----|
| 3.D | TO RE-ELECT MR. LI DONGMING AS AN EXECUTIVE DIRECTOR | Management | For |
| 3.E | TO RE-ELECT MR. ZHANG YANPENG AS AN EXECUTIVE DIRECTOR | Management | For |
| 3.F | TO RE-ELECT MR. CHENG SHOUTAI AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR | Management | For |
| 3.G | TO RE-ELECT MR. MOK WAI BUN BEN AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR | Management | For |
| 3.H | TO RE-ELECT MR. LEE KONG WAI CONWAY AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR | Management | For |
| 3.I | TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX THE DIRECTORS' REMUNERATION | Management | For |
| 4 | TO RE-APPOINT ERNST & YOUNG AS AUDITORS AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION | Management | For |
| 5 | TO GIVE A GENERAL MANDATE TO THE DIRECTORS TO REPURCHASE SHARES OF THE COMPANY NOT EXCEEDING 10% OF THE ISSUED SHARE CAPITAL OF THE COMPANY AS AT THE DATE OF PASSING OF THIS RESOLUTION | Management | For |
| 6 | TO GIVE A GENERAL MANDATE TO THE DIRECTORS TO ISSUE ADDITIONAL SHARES OF THE COMPANY NOT EXCEEDING 20% OF THE ISSUED SHARE CAPITAL OF THE COMPANY AS AT THE DATE OF PASSING OF THIS RESOLUTION | Management | For |
| 7 | TO EXTEND THE GENERAL MANDATE GRANTED TO THE DIRECTORS TO ISSUE ADDITIONAL SHARES OF THE COMPANY BY THE AGGREGATE NOMINAL AMOUNT OF THE SHARES REPURCHASED BY THE COMPANY | Management | For |

T-MOBILE US, INC.

Security 872590104

Ticker Symbol TMUS

ISIN US8725901040

Meeting Type

Meeting Date

Agenda

Annual

05-Jun-2014

933993431 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| 1 | W. MICHAEL BARNES | | For | For |
| 2 | THOMAS DANNENFELDT | | For | For |
| 3 | SRIKANT M. DATAR | | For | For |
| 4 | LAWRENCE H. GUFFEY | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | |
|---------------------------|---|-------------|--------------|------------------------|
| 5 | TIMOTHEUS HOTTGES | | For | For |
| 6 | BRUNO JACOBFEUERBORN | | For | For |
| 7 | RAPHAEL KUBLER | | For | For |
| 8 | THORSTEN LANGHEIM | | For | For |
| 9 | JOHN J. LEGERE | | For | For |
| 10 | TERESA A. TAYLOR | | For | For |
| 11 | KELVIN R. WESTBROOK | | For | For |
| 2. | RATIFICATION OF APPOINTMENT OF THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For | For |
| 3. | ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 4. | STOCKHOLDER PROPOSAL RELATED TO HUMAN RIGHTS RISK ASSESSMENT. | Shareholder | Against | For |
| MGM RESORTS INTERNATIONAL | | | | |
| Security | 552953101 | | Meeting Type | Annual |
| Ticker Symbol | MGM | | Meeting Date | 05-Jun-2014 |
| ISIN | US5529531015 | | Agenda | 933995396 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | DIRECTOR | Management | | |
| 1 | ROBERT H. BALDWIN | | For | For |
| 2 | WILLIAM A. BIBLE | | For | For |
| 3 | BURTON M. COHEN | | For | For |
| 4 | MARY CHRIS GAY | | For | For |
| 5 | WILLIAM W. GROUNDS | | For | For |
| 6 | ALEXIS M. HERMAN | | For | For |
| 7 | ROLAND HERNANDEZ | | For | For |
| 8 | ANTHONY MANDEKIC | | For | For |
| 9 | ROSE MCKINNEY JAMES | | For | For |
| 10 | JAMES J. MURREN | | For | For |
| 11 | GREGORY M. SPIERKEL | | For | For |
| 12 | DANIEL J. TAYLOR | | For | For |
| 2 | TO RATIFY THE SELECTION OF THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2014. | Management | For | For |
| 3 | TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS. | Management | Abstain | Against |
| 4 | TO APPROVE AMENDMENTS TO THE AMENDED AND RESTATED 2005 OMNIBUS INCENTIVE PLAN. | Management | For | For |

| | | | | |
|-----------------------|--------------|--|--------------|------------------------|
| TIME WARNER CABLE INC | | | | |
| Security | 88732J207 | | Meeting Type | Annual |
| Ticker Symbol | TWC | | Meeting Date | 05-Jun-2014 |
| ISIN | US88732J2078 | | Agenda | 934011610 - Management |

Edgar Filing: GDL FUND - Form N-PX

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|--------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: CAROLE BLACK | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: GLENN A. BRITT | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: THOMAS H. CASTRO | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: DAVID C. CHANG | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: JAMES E. COPELAND, JR. | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: PETER R. HAJE | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: DONNA A. JAMES | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: DON LOGAN | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: ROBERT D. MARCUS | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: N.J. NICHOLAS, JR. | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: WAYNE H. PACE | Management | For | For |
| 1L. | ELECTION OF DIRECTOR: EDWARD D. SHIRLEY | Management | For | For |
| 1M. | ELECTION OF DIRECTOR: JOHN E. SUNUNU | Management | For | For |
| 2. | RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For | For |
| 3. | ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION. | Management | Abstain | Against |
| 4. | STOCKHOLDER PROPOSAL ON DISCLOSURE OF LOBBYING ACTIVITIES. | Shareholder | Against | For |
| 5. | STOCKHOLDER PROPOSAL ON ACCELERATED VESTING OF EQUITY AWARDS IN A CHANGE IN CONTROL. | Shareholder | Against | For |
| | BULL SA, CLAYES SOUS BOIS | | | |
| | Security F5895B254 | Meeting Type | | MIX |
| | Ticker Symbol | Meeting Date | | 06-Jun-2014 |
| | ISIN FR0010266601 | Agenda | | 705115839 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| CMMT | PLEASE NOTE IN THE FRENCH MARKET THAT THE ONLY VALID VOTE OPTIONS ARE "FOR"-AND "AGAINST" A VOTE OF "ABSTAIN" | Non-Voting | | |
| CMMT | WILL BE TREATED AS AN "AGAINST" VOTE. THE FOLLOWING APPLIES TO SHAREHOLDERS THAT DO NOT HOLD SHARES DIRECTLY WITH A-FRENCH CUSTODIAN: PROXY CARDS: VOTING INSTRUCTIONS WILL BE FORWARDED TO THE-GLOBAL CUSTODIANS ON THE VOTE DEADLINE DATE. IN CAPACITY AS | Non-Voting | | |

REGISTERED-INTERMEDIARY, THE
 GLOBAL
 CUSTODIANS WILL SIGN THE PROXY
 CARDS
 AND FORWARD-THEM TO THE LOCAL
 CUSTODIAN. IF YOU REQUEST MORE
 INFORMATION, PLEASE CONTACT-YOUR
 CLIENT REPRESENTATIVE.
 PLEASE NOTE THAT IMPORTANT
 ADDITIONAL MEETING INFORMATION IS
 AVAILABLE BY-CLICKING ON THE

| | | | |
|------|--|----------------|-----|
| CMMT | MATERIAL | Non-Voting | |
| | URL LINK:- https://balo.journal-officiel.gouv.fr/pdf/2014/0404/201404041400863.pdf | | |
| O.1 | APPROVAL OF THE ANNUAL CORPORATE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31ST, 2013 | Management For | For |
| O.2 | APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31ST, 2013 | Management For | For |
| O.3 | ALLOCATION OF INCOME FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31ST, 2013 | Management For | For |
| O.4 | APPROVAL OF THE REGULATED AGREEMENTS AND COMMITMENTS PURSUANT TO ARTICLES L.225-38 ET SEQ. OF THE COMMERCIAL CODE | Management For | For |
| O.5 | APPROVAL OF THE COMMITMENTS MADE IN FAVOR OF MR. PHILIPPE VANNIER PURSUANT TO THE PROVISIONS OF ARTICLE L.225-42-1 OF THE COMMERCIAL CODE | Management For | For |
| O.6 | RENEWAL OF TERM OF MR. PHILIPPE VASSOR AS BOARD MEMBER | Management For | For |
| O.7 | RENEWAL OF TERM OF THE COMPANY ORANGE AS BOARD MEMBER | Management For | For |
| O.8 | RENEWAL OF TERM OF MRS. ALEXANDRA SOTO AS BOARD MEMBER | Management For | For |
| O.9 | RATIFICATION OF THE COOPTATION OF MRS. NATHALIE BROUTELE AS BOARD MEMBER | Management For | For |
| O.10 | RATIFICATION OF THE COOPTATION OF MR. EDOUARD GUILLAUD AS BOARD MEMBER | Management For | For |
| O.11 | APPOINTMENT OF MRS. JOCELYNE ATTAL AS NEW BOARD MEMBER | Management For | For |
| O.12 | | Management For | For |

ADVISORY REVIEW OF THE
COMPENSATIONOWED OR PAID TO MR. PHILIPPE VANNIER,
PRESIDENT AND CEO FOR THE 2013
FINANCIAL YEAR

| | | | | |
|------|---|------------|---------|---------|
| O.13 | AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO TRADE IN COMPANY'S SHARES | Management | For | For |
| E.14 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL OF THE COMPANY WHILE MAINTAINING SHAREHOLDERS' PREFERENTIAL SUBSCRIPTION RIGHTS | Management | For | For |
| E.15 | DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS TO DECIDE TO INCREASE SHARE CAPITAL BY INCORPORATION OF RESERVES, PROFITS, PREMIUMS OR ANY OTHER AMOUNTS FOR WHICH CAPITALIZATION IS ALLOWED | Management | For | For |
| E.16 | AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL UP TO 5% OF CAPITAL, IN CONSIDERATION FOR IN-KIND CONTRIBUTIONS | Management | For | For |
| E.17 | DELEGATION OF AUTHORITY GRANTED TO THE BOARD OF DIRECTORS TO INCREASE SHARE CAPITAL OF THE COMPANY WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS IN FAVOR OF EMPLOYEES WHO ARE MEMBERS OF A COMPANY OR GROUP SAVINGS PLAN | Management | Against | Against |
| E.18 | AUTHORIZATION GRANTED TO THE BOARD OF DIRECTORS TO GRANT COMPANY'S SHARE SUBSCRIPTION AND/OR PURCHASE OPTIONS TO EMPLOYEES AND/OR CORPORATE OFFICERS OF THE GROUP, AS DEFINED BY LAW | Management | For | For |
| E.19 | POWERS TO CARRY OUT ALL LEGAL FORMALITIES | Management | For | For |

CARACAL ENERGY INC, TORONTO, ON

| | | | |
|---------------|--------------|--------------|-------------------------|
| Security | 140756107 | Meeting Type | Special General Meeting |
| Ticker Symbol | | Meeting Date | 06-Jun-2014 |
| ISIN | CA1407561077 | Agenda | 705288543 - Management |

| | | | | |
|------|----------|------------|------|------------------------|
| Item | Proposal | Type | Vote | For/Against Management |
| CMMT | | Non-Voting | | |

PLEASE NOTE THAT THIS MEETING MENTIONS DISSENTER'S RIGHTS, PLEASE REFER TO-THE MANAGEMENT INFORMATION CIRCULAR FOR DETAILS TO CONSIDER, PURSUANT TO AN INTERIM ORDER OF THE COURT OF QUEEN'S BENCH OF ALBERTA DATED MAY 8, 2014, AND, IF DEEMED ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION (THE "ARRANGEMENT RESOLUTION"), THE FULL TEXT OF WHICH IS

| | | | | |
|---|--|------------|-----|-----|
| 1 | ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR AND PROXY STATEMENT DATED MAY 9, 2014 (THE "CIRCULAR"), TO APPROVE A STATUTORY PLAN OF ARRANGEMENT (THE "ARRANGEMENT") UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT ("CBCA"), ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR | Management | For | For |
|---|--|------------|-----|-----|

NORDION INC.

| | | | |
|---------------|--------------|--------------|----------------------------|
| Security | 65563C105 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | NDZ | Meeting Date | 06-Jun-2014 |
| ISIN | CA65563C1059 | Agenda | 934008156 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|----------|------|------|------------------------|
|------|----------|------|------|------------------------|

| | | | | |
|----|--|------------|-----|-----|
| 01 | THE SPECIAL RESOLUTION (THE "ARRANGEMENT RESOLUTION"), THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX "B" TO THE CIRCULAR, APPROVING AN ARRANGEMENT PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT TO EFFECT, AMONG OTHER THINGS, THE EFFECTIVE ACQUISITION BY THE PURCHASER OF ALL THE OUTSTANDING COMMON SHARES OF NORDION INC., ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR. | Management | For | For |
|----|--|------------|-----|-----|

| | | | | |
|----|------------------|------------|-----|-----|
| 02 | DIRECTOR | Management | | |
| | 1 W. D. ANDERSON | | For | For |
| | 2 J. BROWN | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | |
|----|---|------------|--------------|---------------------------|
| 3 | W. G. DEMPSEY | | For | For |
| 4 | S. MURPHY | | For | For |
| 5 | K. NEWPORT | | For | For |
| 6 | A. OLUKOTUN | | For | For |
| 7 | S. M. WEST | | For | For |
| 8 | J. WOODRUFF | | For | For |
| 03 | APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS, AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION. ICU MEDICAL, INC. | Management | For | For |
| | Security 44930G107 | | Meeting Type | Annual |
| | Ticker Symbol ICU | | Meeting Date | 09-Jun-2014 |
| | ISIN US44930G1076 | | Agenda | 934009362 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|---------------------------|
| 1. | TO APPROVE AN AMENDMENT TO THE COMPANY'S CERTIFICATE OF INCORPORATION TO PHASE OUT THE COMPANY'S CLASSIFIED BOARD OF DIRECTORS. | Management | For | For |
| 2. | TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE COMPANY'S CERTIFICATE OF INCORPORATION TO UPDATE IT AND INTEGRATE PRIOR AMENDMENTS INTO A SINGLE DOCUMENT. | Management | For | For |
| 3. | DIRECTOR | Management | | |
| 1 | JOHN J. CONNORS | | For | For |
| 2 | JOSEPH R. SAUCEDO | | For | For |
| 4. | TO APPROVE THE AMENDMENT AND RESTATEMENT OF THE 2011 STOCK INCENTIVE PLAN. | Management | Against | Against |
| 5. | TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS AUDITORS FOR THE COMPANY. | Management | For | For |
| 6. | TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION ON AN ADVISORY BASIS. | Management | Abstain | Against |

| | | | | |
|--|--------------------|--|--------------|---------------------------|
| | AMC NETWORKS INC | | | |
| | Security 00164V103 | | Meeting Type | Annual |
| | Ticker Symbol AMCX | | Meeting Date | 10-Jun-2014 |
| | ISIN US00164V1035 | | Agenda | 934008233 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--------------------|------------|------|---------------------------|
| 1. | DIRECTOR | Management | | |
| 1 | NEIL M. ASHE | | For | For |
| 2 | JONATHAN F. MILLER | | For | For |
| 3 | ALAN D. SCHWARTZ | | For | For |
| 4 | LEONARD TOW | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | |
|---------------------------------------|---|--------------|------------------------|------------------------|
| 5 | CARL E. VOGEL | | For | For |
| 6 | ROBERT C. WRIGHT | | For | For |
| TO RATIFY THE APPOINTMENT OF KPMG LLP | | | | |
| 2. | AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2014 | Management | For | For |
| SCANIA AB, SODERTALJE | | | | |
| Security | W76082101 | Meeting Type | Annual General Meeting | |
| Ticker Symbol | | Meeting Date | 11-Jun-2014 | |
| ISIN | SE0000308272 | Agenda | 705345850 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 341800 DUE TO ADDITION OF-RESOLUTION 11.C. ALL CMMT VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDE-D AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. | Non-Voting | | |
| | AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE CMMT MEETING REQ-UIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION | Non-Voting | | |
| | MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL CMMT NEED TO PROVI-DE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE POSITION TO-YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED IN ORDER FOR- YOUR VOTE TO BE LODGED | Non-Voting | | |
| | CMMT IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF AT-TORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTION-S IN THIS MARKET. ABSENCE OF A POA, MAY | Non-Voting | | |

CAUSE YOUR INSTRUCTIONS TO BE REJECTED-. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE

PLEASE NOTE THAT RESOLUTIONS 15.A TO 15.D, 16 AND 17 PRESENTED BY THE SHAREHOL-DER BUT THE BOARD DOES

| | | |
|------|---|-----------------------|
| CMMT | NOT MAKE ANY VOTE RECOMMENDATION AND THERE IS NO BOARD-RECOMMENDATION FOR THE RESOLUTION 11.C PROPOSED BY VOLKSWAGEN. THANK YOU. | Non-Voting |
| 1 | OPENING OF THE AGM | Non-Voting |
| 2 | ELECTION OF A CHAIRMAN OF THE AGM: CLAES ZETTERMARCK | Non-Voting |
| 3 | ESTABLISHMENT AND APPROVAL OF THE VOTING LIST | Non-Voting |
| 4 | APPROVAL OF THE AGENDA | Non-Voting |
| 5 | ELECTION OF TWO PERSONS TO VERIFY THE MINUTES | Non-Voting |
| 6 | CONSIDERATION OF WHETHER THE AGM HAS BEEN DULY CONVENED | Non-Voting |
| 7 | PRESENTATION OF THE ANNUAL ACCOUNTS AND AUDITORS' REPORT, AND THE CONSOLIDATED-ANNUAL ACCOUNTS AND AUDITORS' REPORT | Non-Voting |
| 8 | ADDRESSES BY THE CHAIRMAN OF THE BOARD AND BY THE PRESIDENT AND CEO | Non-Voting |
| 9 | QUESTIONS FROM THE SHAREHOLDERS | Non-Voting |
| 10 | ADOPTION OF THE INCOME STATEMENT AND BALANCE SHEET AND THE CONSOLIDATED INCOME STATEMENT AND BALANCE SHEET | ManagementNo Action |
| 11.A | RESOLUTION CONCERNING DISTRIBUTION OF THE PROFIT ACCORDED TO THE ADOPTED BALANCE SHEET AND RESOLUTION CONCERNING THE RECORD DATE FOR THE DIVIDEND: THE BOARD OF DIRECTORS PROPOSES A DIVIDEND OF SEK 4.00 PER SHARE. THE BOARD PROPOSES MONDAY, 16 JUNE 2014 AS THE RECORD DATE FOR THE DIVIDEND. | ManagementNo Action |
| 11.B | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: THE SWEDISH SHAREHOLDERS' ASSOCIATION PROPOSES A DIVIDEND OF 4.75 SEK PER SHARE VOLKSWAGEN PROPOSES THAT NO | Shareholder No Action |
| 11.C | DIVIDEND SHALL BE PAID TO THE SHAREHOLDERS OF SCANIA FOR THE FINANCIAL YEAR 2013 | ManagementNo Action |

| | | |
|------|--|---------------------|
| 12 | RESOLUTION CONCERNING DISCHARGE OF THE MEMBERS OF THE BOARD AND THE PRESIDENT AND CEO FROM LIABILITY FOR THE FINANCIAL YEAR | ManagementNo Action |
| 13 | RESOLUTION CONCERNING GUIDELINES FOR SALARY AND OTHER REMUNERATION OF THE PRESIDENT AND CEO AS WELL AS OTHER EXECUTIVE OFFICERS | ManagementNo Action |
| 14 | RESOLUTION CONCERNING THE 2014 INCENTIVE PROGRAMME | ManagementNo Action |
| 15.A | DETERMINATION OF THE NUMBER OF BOARD MEMBERS AND DEPUTY BOARD MEMBERS TO BE ELECTED BY THE AGM | ManagementNo Action |
| 15.B | DETERMINATION OF REMUNERATION FOR BOARD MEMBERS | ManagementNo Action |
| 15.C | RE-ELECTION OF MARTIN WINTERKORN AS BOARD MEMBER AND CHAIRMAN OF THE BOARD. RE-ELECTION OF LEIF OSTLING AS BOARD MEMBER AND VICE CHAIRMAN OF THE BOARD | ManagementNo Action |
| 15.D | DETERMINATION OF REMUNERATION FOR THE AUDITORS | ManagementNo Action |
| 16 | RESOLUTION CONCERNING A NOMINATION COMMITTEE | ManagementNo Action |
| 17 | RESOLUTION CONCERNING SPECIAL EXAMINATION | ManagementNo Action |
| 18 | CLOSING OF THE AGM | Non-Voting |

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | W76082119 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 11-Jun-2014 |
| ISIN | SE0000308280 | Agenda | 705345874 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| CMMT | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 341798 DUE TO ADDITION OF-RESOLUTION 11.C. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDE-D AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. | Non-Voting | | |
| CMMT | AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE MEETING REQ-UIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION | Non-Voting | | |

| | | |
|------|---|------------|
| | MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL | |
| CMMT | NEED TO PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED IN ORDER FOR YOUR VOTE TO BE LODGED | Non-Voting |
| | IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING INSTRUCTIONS | |
| CMMT | IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO BE REJECTED-. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE | Non-Voting |
| | PLEASE NOTE THAT RESOLUTIONS 15.A TO 15.D, 16 AND 17 PRESENTED BY THE SHAREHOLDER BUT THE BOARD DOES NOT | |
| CMMT | MAKE ANY VOTE RECOMMENDATION AND THERE IS NO BOARD-RECOMMENDATION FOR THE RESOLUTION 11.C PROPOSED BY VOLKSWAGEN. THANK YOU. | Non-Voting |
| 1 | OPENING OF THE AGM | Non-Voting |
| 2 | ELECTION OF A CHAIRMAN OF THE AGM: CLAES ZETTERMARCK | Non-Voting |
| 3 | ESTABLISHMENT AND APPROVAL OF THE VOTING LIST | Non-Voting |
| 4 | APPROVAL OF THE AGENDA | Non-Voting |
| 5 | ELECTION OF TWO PERSONS TO VERIFY THE MINUTES | Non-Voting |
| 6 | CONSIDERATION OF WHETHER THE AGM HAS BEEN DULY CONVENED | Non-Voting |
| | PRESENTATION OF THE ANNUAL ACCOUNTS | |
| 7 | AND AUDITORS' REPORT, AND THE CONSOLIDATED-ANNUAL ACCOUNTS AND AUDITORS' REPORT | Non-Voting |
| 8 | ADDRESSES BY THE CHAIRMAN OF THE BOARD AND BY THE PRESIDENT AND CEO | Non-Voting |
| 9 | QUESTIONS FROM THE SHAREHOLDERS | Non-Voting |

| | | |
|------|---|-----------------------|
| 10 | ADOPTION OF THE INCOME STATEMENT AND BALANCE SHEET AND THE CONSOLIDATED INCOME STATEMENT AND BALANCE SHEET | ManagementNo Action |
| 11.A | THE BOARD OF DIRECTORS PROPOSES A DIVIDEND OF SEK 4.00 PER SHARE. THE BOARD PROPOSES MONDAY, 16 JUNE 2014 AS THE RECORD DATE FOR THE DIVIDEND. PROVIDED THAT THE AGM APPROVES THIS PROPOSAL, THE DIVIDEND IS EXPECTED TO BE SENT FROM EUROCLEAR SWEDEN AB ON THURSDAY, 19 JUNE 2014 | ManagementNo Action |
| 11.B | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: THE SWEDISH SHAREHOLDERS' ASSOCIATION PROPOSES A DIVIDEND OF 4.75 SEK PER SHARE | Shareholder No Action |
| 11.C | VOLKSWAGEN PROPOSES THAT NO DIVIDEND SHALL BE PAID TO THE SHAREHOLDERS OF SCANIA FOR THE FINANCIAL YEAR 2013 | ManagementNo Action |
| 12 | RESOLUTION CONCERNING DISCHARGE OF THE MEMBERS OF THE BOARD AND THE PRESIDENT AND CEO FROM LIABILITY FOR THE FINANCIAL YEAR | ManagementNo Action |
| 13 | RESOLUTION CONCERNING GUIDELINES FOR SALARY AND OTHER REMUNERATION OF THE PRESIDENT AND CEO AS WELL AS OTHER EXECUTIVE OFFICERS | ManagementNo Action |
| 14 | RESOLUTION CONCERNING THE 2014 INCENTIVE PROGRAMME | ManagementNo Action |
| 15.A | DETERMINATION OF THE NUMBER OF BOARD MEMBERS AND DEPUTY BOARD MEMBERS TO BE ELECTED BY THE AGM | ManagementNo Action |
| 15.B | DETERMINATION OF REMUNERATION FOR BOARD MEMBERS | ManagementNo Action |
| 15.C | RE-ELECTION OF MARTIN WINTERKORN AS BOARD MEMBER AND CHAIRMAN OF THE BOARD. RE-ELECTION OF LEIF OSTLING AS BOARD MEMBER AND VICE CHAIRMAN OF THE BOARD | ManagementNo Action |
| 15.D | DETERMINATION OF REMUNERATION FOR THE AUDITORS | ManagementNo Action |
| 16 | RESOLUTION CONCERNING A NOMINATION COMMITTEE | ManagementNo Action |
| 17 | RESOLUTION CONCERNING SPECIAL EXAMINATION | ManagementNo Action |
| 18 | CLOSING OF THE AGM | Non-Voting |

THE PEP BOYS - MANNY, MOE & JACK

Security

713278109

Meeting Type

Annual

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | PBY | Meeting Date | 11-Jun-2014 |
| ISIN | US7132781094 | Agenda | 934000148 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: JANE SCACCETTI | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: JOHN T. SWEETWOOD | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: M. SHAN ATKINS | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: ROBERT H. HOTZ | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: JAMES A. MITAROTONDA | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: NICK WHITE | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: MICHAEL R. ODELL | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: ROBERT ROSENBLATT | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: ANDREA M. WEISS | Management | For | For |
| 2. | AN ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 3. | THE RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For | For |
| 4. | THE RE-APPROVAL OF OUR ANNUAL INCENTIVE BONUS PLAN... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL) | Management | For | For |
| 5. | THE AMENDMENT AND RESTATEMENT OF OUR STOCK INCENTIVE PLAN TO EXTEND ITS TERM THROUGH DECEMBER 31, 2019 AND TO PROVIDE AN ADDITIONAL 2,000,000 SHARES AVAILABLE FOR AWARD ISSUANCES THEREUNDER | Management | For | For |

MENTOR GRAPHICS CORPORATION

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 587200106 | Meeting Type | Annual |
| Ticker Symbol | MENT | Meeting Date | 11-Jun-2014 |
| ISIN | US5872001061 | Agenda | 934017927 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|-----------------------|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| 1 | KEITH L. BARNES | | For | For |
| 2 | SIR PETER L. BONFIELD | | For | For |
| 3 | GREGORY K. HINCKLEY | | For | For |
| 4 | J. DANIEL MCCRANIE | | For | For |
| 5 | PATRICK B. MCMANUS | | For | For |
| 6 | WALDEN C. RHINES | | For | For |

Edgar Filing: GDL FUND - Form N-PX

| | | | | |
|----|---|--------------------|-----|---------|
| 7 | DAVID S. SCHECHTER | | For | For |
| 8 | JEFFREY M. STAFEIL | | For | For |
| 2. | SHAREHOLDER ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION. | Management Abstain | | Against |
| 3. | SHAREHOLDER PROPOSAL TO AMEND THE COMPANY'S 1987 RESTATED ARTICLES OF INCORPORATION TO PROVIDE FOR MAJORITY VOTING IN UNCONTESTED ELECTIONS OF DIRECTORS. | Shareholder For | | For |
| 4. | SHAREHOLDER PROPOSAL TO AMEND THE COMPANY'S 2010 OMNIBUS INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES RESERVED FOR ISSUANCE UNDER THE PLAN. | Management Against | | Against |
| 5. | SHAREHOLDER PROPOSAL TO AMEND THE COMPANY'S 1989 EMPLOYEE STOCK PURCHASE PLAN AND FOREIGN SUBSIDIARY EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES RESERVED FOR ISSUANCE UNDER EACH OF THE PLANS. | Management For | | For |
| 6. | PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ITS FISCAL YEAR ENDING JANUARY 31, 2015. | Management For | | For |

RHOEN KLINIKUM AG, BAD NEUSTADT

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | D6530N119 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 12-Jun-2014 |
| ISIN | DE0007042301 | Agenda | 705260949 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| | ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT | Non-Voting | | |

(WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.

PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 22 MAY 2014, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU.

COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 28 MAY 2014. FURTHER INFORMATION

ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT ON PROXYEDGE.

- | | | |
|-----|---|---------------------|
| 1. | RECEIVE FINANCIAL STATEMENTS AND STATUTORY REPORTS FOR FISCAL 2013 | Non-Voting |
| 2. | APPROVE ALLOCATION OF INCOME AND DIVIDENDS OF EUR 0.25 PER SHARE | ManagementNo Action |
| 3. | AUTHORIZE UP TO EUR 177.4 MILLION REDUCTION IN SHARE CAPITAL BY CANCELLING SHARES TO BE REPURCHASED | ManagementNo Action |
| 4. | REPURCHASE OF SHARES CORRESPONDING TO EUR 177.4 MILLION FOR THE PURPOSE OF CANCELLATION | ManagementNo Action |
| 5.1 | AUTHORIZE SHARE REPURCHASE PROGRAM AND CANCELLATION OF REPURCHASED SHARES | ManagementNo Action |
| 5.2 | APPROVE DISCHARGE OF MANAGEMENT BOARD MEMBER MARTIN SIEBERT FOR FISCAL 2013 | ManagementNo Action |
| 5.3 | APPROVE DISCHARGE OF MANAGEMENT BOARD MEMBER JENS-PETER NEUMANN FOR FISCAL 2013 | ManagementNo Action |
| 5.3 | APPROVE DISCHARGE OF MANAGEMENT BOARD MEMBER VOLKER FELDKAMP FOR | ManagementNo Action |

| | | |
|------|--|---------------------|
| | FISCAL 2013 | |
| 5.4 | APPROVE DISCHARGE OF MANAGEMENT BOARD MEMBER MARTIN MENGER FOR FISCAL 2013 | ManagementNo Action |
| 6.1 | APPROVE DISCHARGE OF EUGEN MUENCH FOR FISCAL 2013 | ManagementNo Action |
| 6.2 | APPROVE DISCHARGE OF JOACHIM LUEDDECKE FOR FISCAL 2013 | ManagementNo Action |
| 6.3 | APPROVE DISCHARGE OF WOLFGANG MUENDEL FOR FISCAL 2013 | ManagementNo Action |
| 6.4 | APPROVE DISCHARGE OF PETER BERGHOFER FOR FISCAL 2013 | ManagementNo Action |
| 6.5 | APPROVE DISCHARGE OF BETTINA BOETTCHER FOR FISCAL 2013 | ManagementNo Action |
| 6.6 | APPROVE DISCHARGE OF SYLVIA BUEHLER FOR FISCAL 2013 | ManagementNo Action |
| 6.7 | APPROVE DISCHARGE OF HELMUT BUEHNER FOR FISCAL 2013 | ManagementNo Action |
| 6.8 | APPROVE DISCHARGE OF GERHARD EHNINGER FOR FISCAL 2013 | ManagementNo Action |
| 6.9 | APPROVE DISCHARGE OF STEFAN HAERTEL FOR FISCAL 2013 | ManagementNo Action |
| 6.10 | APPROVE DISCHARGE OF REINHARD HARTL FOR FISCAL 2013 | ManagementNo Action |
| 6.11 | APPROVE DISCHARGE OF CASPAR VON HAUENSCHILD FOR FISCAL 2013 | ManagementNo Action |
| 6.12 | APPROVE DISCHARGE OF STEPHAN HOLZINGER FOR FISCAL 2013 | ManagementNo Action |
| 6.13 | APPROVE DISCHARGE OF DETLEF KLIMPE FOR FISCAL 2013 | ManagementNo Action |
| 6.14 | APPROVE DISCHARGE OF HEINZ KORTE FOR FISCAL 2013 | ManagementNo Action |
| 6.15 | APPROVE DISCHARGE OF KARL W. LAUTERBACH FOR FISCAL 2013 | ManagementNo Action |
| 6.16 | APPROVE DISCHARGE OF MICHAEL MENDEL FOR FISCAL 2013 | ManagementNo Action |
| 6.17 | APPROVE DISCHARGE OF RUEDIGER MERZ FOR FISCAL 2013 | ManagementNo Action |
| 6.18 | APPROVE DISCHARGE OF BRIGITTE MOHN FOR FISCAL 2013 | ManagementNo Action |
| 6.19 | APPROVE DISCHARGE OF ANNETT MUELLER FOR FISCAL 2013 | ManagementNo Action |
| 6.20 | APPROVE DISCHARGE OF WERNER PRANGE FOR FISCAL 2013 | ManagementNo Action |
| 6.21 | APPROVE DISCHARGE OF JAN SCHMITT FOR FISCAL 2013 | ManagementNo Action |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|------|--|------------|-----------|
| 6.22 | APPROVE DISCHARGE OF GEORG SCHULZE-ZIEHAUS FOR FISCAL 2013 | Management | No Action |
| 6.23 | APPROVE DISCHARGE OF KATRIN VERNAU FOR FISCAL 2013 | Management | No Action |
| 7.1 | ELECT STEPHAN HOLZINGER TO THE SUPERVISORY BOARD | Management | No Action |
| 7.2 | ELECT KATRIN VERNAU TO THE SUPERVISORY BOARD | Management | No Action |
| 7.3 | ELECT REINHARD HARTL TO THE SUPERVISORY BOARD | Management | No Action |
| 7.4 | ELECT LUDWIG GEORG BRAUN TO THE SUPERVISORY BOARD | Management | No Action |
| 8. | RATIFY PRICEWATERHOUSECOOPERS AS AUDITORS FOR FISCAL 2014 | Management | No Action |
| 9. | APPROVE INCREASE IN SIZE OF BOARD TO 20 MEMBERS | Management | No Action |
| 10. | APPROVE REMUNERATION OF SUPERVISORY BOARD | Management | No Action |
| 11. | APPROVE VARIABLE REMUNERATION OF SUPERVISORY BOARD UP TO THE AMOUNT OF EUR 150 MILLION | Management | No Action |
| 12. | CANCEL THE RESOLUTION OF THE 2013 AGM RE ARTICLE AMENDMENT TO REMOVE 90 PERCENT SUPERMAJORITY REQUIREMENT FOR CERTAIN MATERIAL DECISIONS | Management | No Action |

FOREST LABORATORIES, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 345838106 | Meeting Type | Special |
| Ticker Symbol | FRX | Meeting Date | 17-Jun-2014 |
| ISIN | US3458381064 | Agenda | 934021471 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1. | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 17, 2014, BY AND AMONG ACTAVIS PLC, TANGO US HOLDINGS INC., TANGO MERGER SUB 1 LLC, TANGO MERGER SUB 2 LLC AND FOREST LABORATORIES, INC. APPROVAL OF THIS PROPOSAL IS REQUIRED TO COMPLETE THE MERGER. | Management | For | For |
| 2. | TO APPROVE, ON A NON-BINDING BASIS, THE COMPENSATION TO BE PAID TO FOREST LABORATORIES, INC.'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Management | Abstain | Against |

CHINA HUIYUAN JUICE GROUP LTD

| | | | |
|----------|-----------|--------------|--|
| Security | G21123107 | Meeting Type | |
|----------|-----------|--------------|--|

Edgar Filing: GDL FUND - Form N-PX

| Ticker Symbol | Meeting Date | Annual General Meeting | | |
|-------------------|---|---------------------------------------|------|------------------------|
| ISIN KYG211231074 | Agenda | 18-Jun-2014 705176382 - Management | | |
| Item | Proposal | Type | Vote | For/Against Management |
| CMMT | PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0417/LTN20140417501.pdf -AND- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0417/LTN20140417476.pdf | Non-Voting | | |
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' | Non-Voting | | |
| 1 | FOR-ALL RESOLUTIONS, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING TO RECEIVE, CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS AND THE REPORTS OF DIRECTORS AND AUDITORS FOR THE YEAR ENDED 31 DECEMBER 2013 TO RE-ELECT MS. ZHAO YALI AS DIRECTOR AND AUTHORIZE THE BOARD OF | Management | For | For |
| 2.a | DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION TO RE-ELECT MR. ZHAO CHEN AS DIRECTOR AND AUTHORIZE THE BOARD OF | Management | For | For |
| 2.b | DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION TO RE-ELECT MR. LEUNG MAN KIT AS DIRECTOR AND AUTHORIZE THE BOARD OF | Management | For | For |
| 2.c | DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION TO RE-ELECT MR. CUI XIANGUO AS DIRECTOR AND AUTHORIZE THE BOARD OF | Management | For | For |
| 2.d | DIRECTORS OF THE COMPANY TO FIX HIS REMUNERATION | Management | For | For |
| 3 | TO RE-APPOINT PRICEWATERHOUSECOOPERS AS THE AUDITORS AND AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX THEIR | Management | For | For |

REMUNERATION

ORDINARY RESOLUTION NO. 4 SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING

4 (TO GIVE GENERAL MANDATE TO THE DIRECTORS TO REPURCHASE SHARES IN THE COMPANY NOT EXCEEDING 10% OF THE AGGREGATE NOMINAL AMOUNT OF THE SHARES IN THE ISSUED SHARE CAPITAL OF THE COMPANY) Management For For

ORDINARY RESOLUTION NO. 5 SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING

5 (TO GIVE A GENERAL MANDATE TO THE DIRECTOR TO ALLOT, ISSUE AND DEAL WITH ADDITIONAL SHARES NOT EXCEEDING 20% OF THE AGGREGATE NOMINAL AMOUNT OF THE SHARES IN THE ISSUED SHARE CAPITAL OF THE COMPANY) Management For For

ORDINARY RESOLUTION NO. 6 SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING

6 (TO GIVE A GENERAL MANDATE TO EXTEND THE GENERAL MANDATE TO THE DIRECTORS TO ALLOT, ISSUE AND DEAL WITH ADDITIONAL SHARES IN THE COMPANY TO INCLUDE THE NOMINAL AMOUNT OF SHARES REPURCHASED UNDER RESOLUTION NO. 4, IF PASSED) TO APPROVE THE EXISTING MEMORANDUM Management For For

AND ARTICLES OF ASSOCIATION OF THE COMPANY BE REPLACED IN THEIR ENTIRELY WITH A NEW MEMORANDUM OF

7 ARTICLES OF ASSOCIATION (A COPY OF WHICH IS ANNEXED TO THE COMPANY'S CIRCULAR DATED 22 APRIL 2014) TO ALLOW THE COMPANY TO SEND OR SUPPLY CORPORATE COMMUNICATIONS TO THE SHAREHOLDERS BY MAKING THEM AVAILABLE ON THE COMPANY'S OWN WEBSITE Management For For

FIDELITY NATIONAL FINANCIAL, INC.

Security 31620R105

Ticker Symbol FNF

ISIN US31620R1059

Meeting Type

Meeting Date

Agenda

Annual

18-Jun-2014

934024376 - Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 1. | <p>TO AMEND AND RESTATE FIDELITY NATIONAL FINANCIAL, INC.'S (FNF) CERTIFICATE OF INCORPORATION TO (I) RECLASSIFY EXISTING FNF CLASS A COMMON STOCK (OLD FNF COMMON STOCK) INTO TWO NEW TRACKING STOCKS,</p> <p>AN FNF GROUP COMMON STOCK AND AN FNFV GROUP COMMON STOCK, AND (II) PROVIDE FOR THE ATTRIBUTION OF THE BUSINESSES, ASSETS AND LIABILITIES OF FNF BETWEEN ITS CORE TITLE INSURANCE, REAL ESTATE, TECHNOLOGY AND MORTGAGE RELATED BUSINESSES (THE FNF GROUP) AND ITS PORTFOLIO COMPANY INVESTMENTS (THE FNFV GROUP)</p> | Management | Against | Against |
| 2. | <p>TO APPROVE THE RECLASSIFICATION PROPOSAL, A PROPOSAL TO CHANGE EACH OUTSTANDING SHARE OF OLD FNF COMMON STOCK INTO ONE SHARE OF FNF COMMON STOCK AND 0.3333 OF A SHARE OF FNFV COMMON STOCK</p> <p>TO APPROVE THE OPTIONAL CONVERSION PROPOSAL, A PROPOSAL TO AMEND AND RESTATE FNF'S CERTIFICATE OF INCORPORATION, IN CONNECTION WITH THE RECAPITALIZATION OF THE OLD FNF COMMON STOCK INTO TWO NEW TRACKING</p> | Management | Against | Against |
| 3. | <p>STOCKS, TO PROVIDE THE FNF BOARD OF DIRECTORS WITH DISCRETION TO CONVERT SHARES OF THE COMMON STOCK</p> <p>INTENDED TO TRACK THE PERFORMANCE OF EITHER OF THE FNF GROUP OR THE FNFV GROUP INTO COMMON STOCK</p> <p>INTENDED TO TRACK THE PERFORMANCE OF FNF AS A WHOLE</p> | Management | Against | Against |
| 4. | <p>TO AMEND AND RESTATE FNF'S CERTIFICATE OF INCORPORATION, IN CONNECTION WITH THE RECAPITALIZATION OF OLD FNF COMMON STOCK INTO TWO NEW TRACKING STOCKS, TO PROVIDE THE FNF BOARD WITH DISCRETION TO PERMIT THE SALE OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS ATTRIBUTED TO THE FNF</p> | Management | Against | Against |

- GROUP AND/OR THE FNFV GROUP
WITHOUT
THE VOTE OF THE STOCKHOLDERS OF
THAT GROUP, IF THE NET PROCEEDS OF
SUCH SALE ARE DISTRIBUTED TO
HOLDERS
OF THAT STOCK BY MEANS OF A DIVIDEND
OR REDEMPTION, THAT STOCK IS
CONVERTED INTO STOCK OF THE OTHER
GROUP OR A COMBINATION OF THE
FOREGOING IS EFFECTED
TO APPROVE THE ADJOURNMENT
PROPOSAL, A PROPOSAL TO AUTHORIZE
THE ADJOURNMENT OF THE ANNUAL
MEETING BY FNF TO PERMIT FURTHER
SOLICITATION OF PROXIES, IF NECESSARY OR APPROPRIATE, IF SUFFICIENT VOTES
ARE NOT REPRESENTED AT THE ANNUAL
MEETING TO APPROVE THE
RECAPITALIZATION PROPOSALS
5. Management Against Against
6. DIRECTOR Management
- | | | | |
|---|----------------------|-----|-----|
| 1 | WILLIAM P. FOLEY, II | For | For |
| 2 | DOUGLAS K. AMMERMAN | For | For |
| 3 | THOMAS M. HAGERTY | For | For |
| 4 | PETER O. SHEA, JR. | For | For |
- TO APPROVE THE SAY ON PAY PROPOSAL,
A PROPOSAL TO APPROVE A NON-BINDING
ADVISORY RESOLUTION ON THE
COMPENSATION PAID TO FNF'S NAMED
EXECUTIVE OFFICERS
7. Management Abstain Against
- TO APPROVE THE FNF EMPLOYEE STOCK
PURCHASE PLAN PROPOSAL, A PROPOSAL
TO AMEND AND RESTATE THE FIDELITY
NATIONAL FINANCIAL, INC. 2013
EMPLOYEE
STOCK PURCHASE PLAN TO ADD A CASH
MATCHING FEATURE AND TO LIMIT THE
TOTAL NUMBER OF SHARES OF OLD FNF
COMMON STOCK THAT MAY BE
PURCHASED
ON THE OPEN MARKET WITH CASH
CONTRIBUTED INTO THE PLAN
TO APPROVE THE AUDITORS
RATIFICATION
PROPOSAL, A PROPOSAL TO RATIFY THE
APPOINTMENT OF KPMG LLP AS FNF'S
INDEPENDENT REGISTERED PUBLIC
ACCOUNTING FIRM FOR THE 2014 FISCAL
YEAR
8. Management For For
9. Management For For

ZYGO CORPORATION
Security 989855101

Meeting Type Special

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Ticker Symbol | ZIGO | Meeting Date | 18-Jun-2014 |
| ISIN | US9898551018 | Agenda | 934030595 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|---------|------------------------|
| 1 | TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 10, 2014 (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT"), BY AND AMONG AMETEK, INC., AMETEK MATTERHORN, INC. AND ZYGO CORPORATION. | Management | For | For |
| 2 | TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management | For | For |
| 3 | TO APPROVE, BY NON-BINDING ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR ZYGO CORPORATION'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER. | Management | Abstain | Against |

ASIA SATELLITE TELECOMMUNICATIONS HOLDINGS LTD

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G0534R108 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 19-Jun-2014 |
| ISIN | BMG0534R1088 | Agenda | 705285155 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| CMMT | PLEASE NOTE THAT THE COMPANY NOTICE AND PROXY FORM ARE AVAILABLE BY CLICKING-ON THE URL LINKS:- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0513/LTN20140513296.pdf -AND- http://www.hkexnews.hk/listedco/listconews/SEHK/2014/0513/LTN20140513284.pdf | Non-Voting | | |
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' | Non-Voting | | |
| 1 | FOR-ALL RESOLUTIONS, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING TO RECEIVE AND APPROVE THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013 AND THE REPORTS OF THE DIRECTORS | Management | For | For |

| | | | | |
|-----|--|------------|-----|-----|
| | AND AUDITORS THEREON TO DECLARE A FINAL DIVIDEND OF HKD 0.80 | | | |
| 2 | PER SHARE AND A SPECIAL DIVIDEND OF HKD 1.50 PER SHARE FOR THE YEAR ENDED 31 DECEMBER 2013 | Management | For | For |
| 3.a | TO RE-ELECT MR. JOHN F. CONNELLY AS A DIRECTOR | Management | For | For |
| 3.b | TO RE-ELECT MR. PETER JACKSON AS A DIRECTOR | Management | For | For |
| 3.c | TO RE-ELECT MS. NANCY KU AS A DIRECTOR | Management | For | For |
| 3.d | TO RE-ELECT MR. WILLIAM WADE AS A DIRECTOR | Management | For | For |
| 3.e | TO AUTHORISE THE BOARD TO FIX THE REMUNERATION OF THE DIRECTORS TO RE-APPOINT PRICEWATERHOUSECOOPERS AS AUDITORS OF THE COMPANY AND | Management | For | For |
| 4 | AUTHORISE THE BOARD TO FIX THEIR REMUNERATION FOR THE YEAR ENDING 31 DECEMBER 2014 | Management | For | For |
| 5 | TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO ALLOT, ISSUE AND DISPOSE OF NEW SHARES IN THE CAPITAL OF THE COMPANY | Management | For | For |
| 6 | TO GRANT A GENERAL MANDATE TO THE DIRECTORS TO REPURCHASE SHARES OF THE COMPANY | Management | For | For |
| 7 | TO EXTEND, CONDITIONAL UPON THE PASSING OF RESOLUTIONS (5) AND (6), THE GENERAL MANDATE TO ALLOT, ISSUE AND DISPOSE OF NEW SHARES BY ADDING THE NUMBER OF SHARES REPURCHASED | Management | For | For |

BLACKBERRY LIMITED

| | | | |
|---------------|--------------|--------------|-------------------------------|
| Security | 09228F103 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | BBRY | Meeting Date | 19-Jun-2014 |
| ISIN | CA09228F1036 | Agenda | 934025746 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--------------------|------------|------|---------------------------|
| 01 | DIRECTOR | Management | | |
| | 1 JOHN CHEN | | For | For |
| | 2 TIMOTHY DATTELS | | For | For |
| | 3 CLAUDIA KOTCHKA | | For | For |
| | 4 RICHARD LYNCH | | For | For |
| | 5 BARBARA STYMIEST | | For | For |
| | 6 PREM WATSA | | For | For |

| | | | |
|----|---|---------------|-----|
| 02 | RESOLUTION APPROVING THE RE-APPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE COMPANY AND AUTHORIZING THE BOARD OF DIRECTORS TO FIX THE AUDITORS' REMUNERATION. RESOLUTION CONFIRMING BY-LAW NO. A4 OF THE COMPANY, WHICH SETS OUT ADVANCE NOTICE REQUIREMENTS FOR | ManagementFor | For |
| 03 | DIRECTOR NOMINATIONS AS DISCLOSED IN THE MANAGEMENT INFORMATION CIRCULAR FOR THE MEETING. RESOLUTION APPROVING THE COMPANY'S DEFERRED SHARE UNIT PLAN FOR DIRECTORS AS AMENDED, WHICH WILL ALLOW FOR TREASURY ISSUANCES AND SECONDARY MARKET PURCHASES OF COMMON SHARES OF THE COMPANY ON A REDEMPTION OF UNITS AS DISCLOSED IN THE MANAGEMENT INFORMATION CIRCULAR FOR THE MEETING. NON-BINDING ADVISORY RESOLUTION THAT | ManagementFor | For |
| 04 | THE SHAREHOLDERS ACCEPT THE COMPANY'S APPROACH TO EXECUTIVE COMPENSATION AS DISCLOSED IN THE MANAGEMENT INFORMATION CIRCULAR FOR THE MEETING. | ManagementFor | For |
| 05 | WOLFSON MICROELECTRONICS PLC, EDINBURGH | ManagementFor | For |

| | | | |
|---------------|--------------|--------------|--------------------------|
| Security | G97272101 | Meeting Type | Ordinary General Meeting |
| Ticker Symbol | | Meeting Date | 23-Jun-2014 |
| ISIN | GB0033563130 | Agenda | 705322826 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|---------------|------|------------------------|
| 1 | THAT, FOR THE PURPOSE OF GIVING EFFECT TO THE SCHEME OF ARRANGEMENT (THE "SCHEME") DATED 22 MAY 2014 BETWEEN THE COMPANY AND THE HOLDERS OF SCHEME SHARES (AS DEFINED IN THE SCHEME), A PRINT OF WHICH HAS BEEN PRODUCED TO THIS MEETING AND FOR THE PURPOSES OF IDENTIFICATION SIGNED BY THE CHAIRMAN HEREOF, IN ITS ORIGINAL FORM OR SUBJECT TO SUCH MODIFICATION, ADDITION OR CONDITION AS MAY BE AGREED BETWEEN THE COMPANY AND | ManagementFor | For | For |

CIRRUS LOGIC ("CIRRUS LOGIC") AND APPROVED OR IMPOSED BY THE COURT: (1) THE DIRECTORS OF THE COMPANY BE AUTHORISED TO TAKE ALL SUCH ACTION AS THEY MAY CONSIDER NECESSARY OR APPROPRIATE FOR CARRYING THE SCHEME INTO FULL EFFECT; (2) THE COMPANY BE RE-REGISTERED AS A PRIVATE COMPANY AND THE SHARE CAPITAL OF THE COMPANY BE REDUCED BY CANCELLING THE SCHEME SHARES; (3) SUBJECT TO AND FORTHWITH UPON THE REDUCTION OF CONTD CONTD SHARE CAPITAL REFERRED TO IN PARAGRAPH (2) ABOVE TAKING EFFECT AND-NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE ARTICLES OF ASSOCIATION OF-THE COMPANY: (A) THE RESERVE ARISING IN THE ACCOUNTING RECORDS OF THE COMPANY-AS A RESULT OF THE REDUCTION OF SHARE CAPITAL REFERRED TO IN PARAGRAPH (2)-ABOVE BE CAPITALISED AND APPLIED IN PAYING UP IN FULL AT PAR SUCH NUMBER OF-NEW ORDINARY SHARES OF 0.1 PENCE EACH IN THE CAPITAL OF THE COMPANY (THE "NEW-WOLFSON SHARES") AS SHALL BE EQUAL TO THE AGGREGATE NUMBER OF ORDINARY SHARES-OF 0.1 PENCE EACH CANCELLED PURSUANT TO PARAGRAPH (2) ABOVE, SUCH NEW WOLFSON-SHARES TO BE ALLOTTED AND ISSUED CREDITED AS FULLY PAID (FREE FROM ANY LIENS,- CHARGES, EQUITABLE INTERESTS, ENCUMBRANCES, RIGHTS OF PRE-EMPTION AND ANY-OTHER THIRD PARTY RIGHTS OF ANY NATURE WHATSOEVER AND TOGETHER WITH CONTD CONTD ALL RIGHTS ATTACHING THERETO)Non-Voting TO CIRCUS LOGIC AND/OR ITS NOMINEE(S) IN-ACCORDANCE WITH THE SCHEME; AND (B) THE DIRECTORS OF THE COMPANY BE AND THEY-ARE HEREBY GENERALLY AND

CONT

Non-Voting

CONT

Non-Voting

UNCONDITIONALLY AUTHORISED FOR THE PURPOSES OF SECTION 551 OF THE COMPANIES ACT 2006, AS AMENDED FROM TIME TO TIME (THE "COMPANIES ACT") TO ALLOT THE NEW WOLFSON SHARES REFERRED TO IN PARAGRAPH (3) (A),- PROVIDED THAT: (I) THE MAXIMUM AGGREGATE NOMINAL AMOUNT OF THE SHARES THAT MAY BE ALLOTTED UNDER

THIS AUTHORITY SHALL BE THE AGGREGATE NOMINAL AMOUNT OF THE NEW WOLFSON SHARES CREATED PURSUANT TO PARAGRAPH (3)(A) ABOVE; (II)-THIS AUTHORITY SHALL EXPIRE (UNLESS PREVIOUSLY REVOKED, VARIED OR RENEWED) ON THE FIFTH ANNIVERSARY OF THE DATE ON WHICH THIS RESOLUTION IS PASSED; AND (III) THIS AUTHORITY SHALL BE IN ADDITION, AND WITHOUT PREJUDICE, TO CONTD

CONTD ANY OTHER AUTHORITY UNDER SECTION 551 OF THE COMPANIES ACT PREVIOUSLY GRANTED AND IN FORCE ON THE DATE ON WHICH THIS RESOLUTION IS PASSED; (4) WITH EFFECT FROM THE PASSING OF THIS RESOLUTION, THE ARTICLES OF ASSOCIATION OF THE COMPANY BE AND ARE HEREBY AMENDED BY THE ADOPTION AND INCLUSION OF THE-

FOLLOWING NEW ARTICLE 148 AFTER ARTICLE 147 (AND AMENDING THE REMAINDER OF THE ARTICLES AND ANY CROSS REFERENCES THERETO ACCORDINGLY): "148 SCHEME OF ARRANGEMENT (A) IN THIS ARTICLE 148, REFERENCES TO THE SCHEME ARE TO THE SCHEME OF ARRANGEMENT DATED 22 MAY

CONT

Non-Voting

2014 UNDER PART 26 OF THE COMPANIES ACT-2006 BETWEEN THE COMPANY AND THE HOLDERS OF SCHEME SHARES (AS DEFINED IN THE SCHEME) AS IT MAY BE MODIFIED OR AMENDED IN ACCORDANCE WITH ITS TERMS, AND EXPRESSIONS DEFINED IN THE SCHEME SHALL HAVE THE SAME MEANINGS IN THIS ARTICLE CONTD

CONTD 148. (B) NOTWITHSTANDING
EITHER
ANY OTHER PROVISION OF THESE
ARTICLES-OR THE TERMS OF ANY
RESOLUTION WHETHER ORDINARY OR
SPECIAL PASSED BY THE-COMPANY IN
GENERAL MEETING, IF THE COMPANY
CONTD ISSUES ANY ORDINARY SHARES (OTHER-
Non-Voting THAN TO CIRRUS LOGIC OR ITS
NOMINEE(S)) ON OR AFTER THE ADOPTION
OF THIS-ARTICLE 148 AND ON OR PRIOR TO
THE SCHEME RECORD TIME (AS DEFINED
IN
THE-SCHEME), SUCH SHARES SHALL BE
ISSUED SUBJECT TO THE TERMS OF THE
SCHEME (AND-SHALL BE SCHEME SHARES
FOR THE PURPOSES THEREOF) AND THE
ORIGINAL OR ANY-SUBSEQUENT HOLDER
OR HOLDERS OF SUCH ORDINARY SHARES
SHALL BE BOUND BY THE-SCHEME
ACCORDINGLY. (C) NOTWITHSTANDING
ANY
OTHER PROVISION OF THESE-ARTICLES, IF
ANY ORDINARY SHARES ARE ISSUED TO
ANY PERSON (OTHER THAN CIRRUS-LOGIC
OR ITS NOMINEE(S)) (THE "NEW MEMBER")
AFTER THE SCHEME RECORD TIME,-SUCH
NEW MEMBER CONTD
CONTD (OR ANY SUBSEQUENT HOLDER OR Non-Voting
ANY NOMINEE OF SUCH NEW MEMBER OR
ANY SUCH-SUBSEQUENT HOLDER) WILL,
PROVIDED THE SCHEME SHALL HAVE
BECOME EFFECTIVE, BE-OBLIGED TO
IMMEDIATELY TRANSFER ALL THE
ORDINARY SHARES HELD BY THE NEW-
MEMBER (OR ANY SUBSEQUENT HOLDER
OR ANY NOMINEE OF SUCH NEW MEMBER
OR ANY-SUCH SUBSEQUENT HOLDER) (THE
"DISPOSAL SHARES") TO CIRRUS LOGIC (OR
AS CIRRUS-LOGIC MAY OTHERWISE
DIRECT) WHO SHALL BE OBLIGED TO
ACQUIRE ALL OF THE-DISPOSAL SHARES
IN
CONSIDERATION OF AND CONDITIONAL
ON
THE PAYMENT BY OR ON-BEHALF OF
CIRRUS LOGIC TO THE NEW MEMBER OF
AN
AMOUNT IN CASH FOR EACH-DISPOSAL
SHARE EQUAL TO THE CONSIDERATION
THAT THE NEW MEMBER WOULD HAVE

BEEN-ENTITLED TO HAD EACH DISPOSAL SHARE BEEN A SCHEME SHARE. (D) ON ANY-REORGANISATION OF, OR MATERIAL ALTERATION TO, THE SHARE CAPITAL OF THE-COMPANY (INCLUDING)CONTD CONTD , WITHOUT LIMITATION, ANY SUBDIVISION AND/OR CONSOLIDATION), THE VALUE-OF THE CONSIDERATION PER DISPOSAL SHARE TO BE PAID UNDER PARAGRAPH (C) ABOVE-SHALL BE ADJUSTED BY THE DIRECTORS IN SUCH MANNER AS THE AUDITORS OF THE-COMPANY OR AN INDEPENDENT INVESTMENT BANK SELECTED BY THE COMPANY MAY-DETERMINE TO BE FAIR AND REASONABLE TO THE NEW MEMBER TO REFLECT SUCH-REORGANISATION OR ALTERATION. REFERENCES IN THIS ARTICLE 148 TO ORDINARY-SHARES SHALL, FOLLOWING SUCH ADJUSTMENT, BE CONSTRUED ACCORDINGLY. (E) TO-GIVE EFFECT TO ANY TRANSFER REQUIRED BY THIS ARTICLE 148, THE COMPANY MAY-APPOINT ANY PERSON AS ATTORNEY FOR THE NEW MEMBER TO EXECUTE AND DELIVER AS-TRANSFEROR A FORM OF TRANSFER OR INSTRUCTIONS OF TRANSFER ON BEHALF OF THE-NEW MEMBER (OR ANY SUBSEQUENT HOLDER OR ANY NOMINEE OF SUCH NEW MEMBER OR ANY-SUCH SUBSEQUENT CONTD CONTD HOLDER) IN FAVOUR OF CIRRUS LOGIC AND DO ALL SUCH OTHER THINGS AND-EXECUTE AND DELIVER ALL SUCH DOCUMENTS AS MAY IN THE OPINION OF THE ATTORNEY-BE NECESSARY OR DESIRABLE TO VEST THE DISPOSAL SHARES IN CIRRUS LOGIC AND-PENDING SUCH VESTING TO EXERCISE ALL SUCH RIGHTS TO THE DISPOSAL SHARES AS-CIRRUS LOGIC MAY DIRECT. IF AN ATTORNEY IS SO APPOINTED, THE NEW MEMBER SHALL-NOT THEREAFTER (EXCEPT TO THE EXTENT THAT THE ATTORNEY FAILS TO ACT IN-ACCORDANCE WITH THE DIRECTIONS OF CIRRUS LOGIC) BE ENTITLED TO EXERCISE ANY-RIGHTS

CONT Non-Voting

CONT Non-Voting

ATTACHING TO THE DISPOSAL SHARES
UNLESS SO AGREED BY CIRRUS LOGIC.
THE-COMPANY MAY GIVE GOOD RECEIPT
FOR THE PURCHASE PRICE OF THE
DISPOSAL SHARES-AND MAY REGISTER
CIRRUS LOGIC AS HOLDER THEREOF AND
ISSUE TO IT CERTIFICATES-FOR THE SAME.
THE COMPANY SHALL NOT BE OBLIGED TO
ISSUE A CERTIFICATE TO THE-CONTD
CONTD NEW MEMBER FOR ANY DISPOSAL
SHARES. CIRRUS LOGIC SHALL SEND A
CHEQUE-DRAWN ON A UK CLEARING
BANK

CONT (OR SHALL PROCURE THAT SUCH A
CHEQUE IS SENT) IN-FAVOUR OF THE NEW
MEMBER (OR ANY SUBSEQUENT HOLDER
OR ANY NOMINEE OF SUCH NEW-MEMBER
OR ANY SUCH SUBSEQUENT HOLDER) FOR
THE PURCHASE PRICE OF SUCH DISPOSAL-
SHARES WITHIN 14 DAYS OF THE DATE ON
WHICH THE DISPOSAL SHARES ARE
ISSUED, Non-Voting

TO-THE NEW MEMBER. (F) IF THE SCHEME
SHALL NOT HAVE BECOME EFFECTIVE BY
THE DATE-REFERRED TO IN CLAUSE 5.2 OF
THE SCHEME, (OR SUCH LATER DATE, IF
ANY, AS-CIRRUS LOGIC AND THE
COMPANY

MAY AGREE AND THE COURT AND THE
PANEL ON-TAKEOVERS AND MERGERS
MAY

ALLOW, IF SUCH CONSENT IS REQUIRED)
THIS ARTICLE-148 SHALL BE OF NO EFFECT
26 MAY 2014: PLEASE NOTE THAT THIS IS A
REVISION DUE TO MODIFICATION TO TEXT
O-F RESOLUTION 1. IF YOU HAVE ALREADY

CMMT SENT IN YOUR VOTES, PLEASE DO NOT
VOTE AGA-IN UNLESS YOU DECIDE TO
AMEND YOUR ORIGINAL INSTRUCTIONS.
THANK YOU. Non-Voting

WOLFSON MICROELECTRONICS PLC, EDINBURGH

Security G97272101

Ticker Symbol

ISIN GB0033563130

Meeting Type

Meeting Date

Agenda

Court Meeting

23-Jun-2014

705323335 -
Management

Item Proposal

Type Vote

For/Against
Management

CMMT PLEASE NOTE THAT ABSTAIN IS NOT A
VALID VOTE OPTION FOR THIS MEETING
TYPE.-PLEASE CHOOSE BETWEEN "FOR"
Non-Voting

AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT.

| | | | | |
|---------------|---|--------------|--------------------------|------------------------|
| 1 | TO APPROVE THE SCHEME OF ARRANGEMENT DATED 22 MAY 2014 | Management | For | |
| | HERITAGE OIL PLC, ST HELIER | | | |
| Security | G4509M102 | Meeting Type | ExtraOrdinary | General Meeting |
| Ticker Symbol | | Meeting Date | 23-Jun-2014 | |
| ISIN | JE00B2Q4TN56 | Agenda | 705334732 - | Management |
| Item | Proposal | Type | Vote | For/Against Management |
| 1.i | TO AUTHORISE THE HERITAGE DIRECTORS (EXCLUDING ANTHONY BUCKINGHAM) TO TAKE ALL SUCH ACTION AS THEY MAY CONSIDER NECESSARY OR APPROPRIATE FOR CARRYING THE SCHEME INTO EFFECT TO APPROVE CERTAIN AMENDMENTS TO HERITAGE'S ARTICLES OF ASSOCIATION IN ACCORDANCE WITH THE TERMS OF THE SCHEME | Management | For | For |
| 1.ii | HERITAGE OIL PLC, ST HELIER | Management | For | For |
| Security | G4509M102 | Meeting Type | Court Meeting | |
| Ticker Symbol | | Meeting Date | 23-Jun-2014 | |
| ISIN | JE00B2Q4TN56 | Agenda | 705334744 - | Management |
| Item | Proposal | Type | Vote | For/Against Management |
| | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR CMMT 'AGAINST' | Non-Voting | | |
| 1 | FOR-ALL RESOLUTIONS, ABSTAIN IS NOT A VOTING OPTION ON THIS MEETING TO APPROVE THE SCHEME | Management | For | For |
| | HERITAGE OIL PLC, ST HELIER | | | |
| Security | G4509M102 | Meeting Type | Ordinary General Meeting | |
| Ticker Symbol | | Meeting Date | 23-Jun-2014 | |
| ISIN | JE00B2Q4TN56 | Agenda | 705334768 - | Management |
| Item | Proposal | Type | Vote | For/Against Management |
| 1 | TO APPROVE THE BUCKINGHAM ARRANGEMENTS | Management | For | For |
| | CISION AB, STOCKHOLM | | | |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | W23828101 | Meeting Type | Annual General Meeting |
| Ticker Symbol | | Meeting Date | 25-Jun-2014 |
| ISIN | SE0000291486 | Agenda | 705340076 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| CMMT | <p>IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE</p> <p>MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL</p> | Non-Voting | | |
| CMMT | <p>NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED</p> <p>AN ABSTAIN VOTE CAN HAVE THE SAME EFFECT AS AN AGAINST VOTE IF THE</p> | Non-Voting | | |
| CMMT | <p>MEETING-REQUIRE APPROVAL FROM MAJORITY OF PARTICIPANTS TO PASS A RESOLUTION.</p> | Non-Voting | | |
| 1 | <p>OPENING OF THE ANNUAL GENERAL MEETING</p> | Non-Voting | | |
| 2 | <p>ELECTION OF CHAIRMAN OF THE ANNUAL GENERAL MEETING: ADVOKAT BERTIL VILLARD,-ADVOKATFIRMAN VINGE</p> | Non-Voting | | |
| 3 | <p>DRAWING UP AND APPROVAL OF THE VOTING LIST</p> | Non-Voting | | |
| 4 | <p>APPROVAL OF THE AGENDA</p> | Non-Voting | | |
| 5 | <p>ELECTION OF ONE OR TWO PERSONS TO VERIFY THE MINUTES</p> | Non-Voting | | |
| 6 | <p>DETERMINATION AS TO WHETHER THE ANNUAL GENERAL MEETING HAS BEEN DULY CONVENED</p> | Non-Voting | | |
| 7 | <p>PRESENTATION OF THE ANNUAL REPORT, THE AUDIT REPORT, THE CONSOLIDATED-</p> | Non-Voting | | |

| | | |
|----|---|---------------------|
| | FINANCIAL STATEMENTS AND THE CONSOLIDATED AUDIT REPORT FOR THE FINANCIAL YEAR-2013 | |
| 8 | RESOLUTION REGARDING ADOPTION OF THE INCOME STATEMENT AND THE BALANCE SHEET, AND OF THE CONSOLIDATED INCOME STATEMENT AND THE CONSOLIDATED BALANCE SHEET | ManagementNo Action |
| 9 | RESOLUTION REGARDING ALLOCATION OF THE COMPANY'S EARNINGS IN ACCORDANCE WITH THE ADOPTED BALANCE SHEET | ManagementNo Action |
| 10 | RESOLUTION REGARDING DISCHARGE FROM LIABILITY OF THE DIRECTORS OF THE BOARD AND THE CEO | ManagementNo Action |
| 11 | RESOLUTION ON THE NUMBER OF DIRECTORS OF THE BOARD AND DEPUTY DIRECTORS TO BE ELECTED BY THE ANNUAL GENERAL MEETING: THE NUMBER | ManagementNo Action |
| 12 | OF DIRECTORS OF THE BOARD SHALL BE FIVE, WITHOUT ANY DEPUTY DIRECTORS RESOLUTION REGARDING REMUNERATION TO THE DIRECTORS OF THE BOARD AND THE AUDITOR: THE REMUNERATION TO THE BOARD OF DIRECTORS SHALL BE SEK 1,750,000, ALLOCATED IN ACCORDANCE WITH THE FOLLOWING: SEK 750,000 PER YEAR TO THE CHAIRMAN OF THE BOARD AND SEK 250,000 PER YEAR TO EACH OF THE OTHER DIRECTORS; THE AUDITORS' FEES SHALL BE PAID ON THE BASIS OF AN INVOICE APPROVED BY THE COMPANY | ManagementNo Action |
| 13 | ELECTION OF DIRECTORS OF THE BOARD, CHAIRMAN OF THE BOARD AND DEPUTY DIRECTORS, IF ANY: LAWRENCE C. FEY, MARK ANDERSON, CEDRIC BRADFER, PETER LUNDIN AND RONAN CARROLL BE ELECTED AS DIRECTORS OF THE BOARD AND LAWRENCE C. FEY BE ELECTED AS CHAIRMAN OF THE BOARD | ManagementNo Action |
| 14 | ELECTION OF AUDITOR | ManagementNo Action |
| 15 | RESOLUTION REGARDING PROCEDURE FOR THE NOMINATION COMMITTEE | ManagementNo Action |
| 16 | RESOLUTION ON THE GUIDELINES FOR SALARY AND OTHER REMUNERATION TO THE COMPANY'S CEO AND OTHER SENIOR EXECUTIVES | ManagementNo Action |

Edgar Filing: GDL FUND - Form N-PX

| | | | |
|-----------------|---|--------------|------------------------|
| 17 | RESOLUTION REGARDING RE-ALLOCATION OF SHARES BOUGHT BACK FOR LTI 2011 | Management | No Action |
| 18 | CLOSING OF THE ANNUAL GENERAL MEETING | Non-Voting | |
| SLM CORPORATION | | | |
| Security | 78442P106 | Meeting Type | Annual |
| Ticker Symbol | SLM | Meeting Date | 25-Jun-2014 |
| ISIN | US78442P1066 | Agenda | 934011797 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|-------------|---------|------------------------|
| 1A. | ELECTION OF DIRECTOR: PAUL G. CHILD | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: JOSEPH A. DEPAULO | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: CARTER WARREN FRANKE | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: EARL A. GOODE | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: RONALD F. HUNT | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: MARIANNE KELER | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: JED H. PITCHER | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: FRANK C. PULEO | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: RAYMOND J. QUINLAN | Management | For | For |
| 1J. | ELECTION OF DIRECTOR: WILLIAM N. SHIEBLER | Management | For | For |
| 1K. | ELECTION OF DIRECTOR: ROBERT S. STRONG | Management | For | For |
| 2. | ADVISORY APPROVAL OF SLM CORPORATION'S EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 3. | RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS SLM CORPORATION'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2014. | Management | For | For |
| 4. | APPROVAL OF AN AMENDMENT TO THE LIMITED LIABILITY COMPANY AGREEMENT OF NAVIENT, LLC TO ELIMINATE THE PROVISION REQUIRING SLM CORPORATION STOCKHOLDERS TO APPROVE CERTAIN ACTIONS. | Management | For | For |
| 5. | APPROVAL OF AN AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION OF SLM CORPORATION, AS AMENDED, TO ELIMINATE CUMULATIVE VOTING. | Management | Against | Against |
| 6. | STOCKHOLDER PROPOSAL REGARDING PROXY ACCESS. | Shareholder | For | |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|-------------|--------------|------------------------|
| 7. | STOCKHOLDER PROPOSAL REGARDING DISCLOSURE OF LOBBYING EXPENDITURES AND CONTRIBUTIONS. YAHOO! INC. Security 984332106 Ticker Symbol YHOO ISIN US9843321061 | Shareholder | Against | For |
| | | | Meeting Type | Annual |
| | | | Meeting Date | 25-Jun-2014 |
| | | | Agenda | 934015365 - Management |
| 1A. | ELECTION OF DIRECTOR: DAVID FILO | Management | For | For |
| 1B. | ELECTION OF DIRECTOR: SUSAN M. JAMES | Management | For | For |
| 1C. | ELECTION OF DIRECTOR: MAX R. LEVCHIN | Management | For | For |
| 1D. | ELECTION OF DIRECTOR: MARISSA A. MAYER | Management | For | For |
| 1E. | ELECTION OF DIRECTOR: THOMAS J. MCINERNEY | Management | For | For |
| 1F. | ELECTION OF DIRECTOR: CHARLES R. SCHWAB | Management | For | For |
| 1G. | ELECTION OF DIRECTOR: H. LEE SCOTT, JR. | Management | For | For |
| 1H. | ELECTION OF DIRECTOR: JANE E. SHAW, PH.D. | Management | For | For |
| 1I. | ELECTION OF DIRECTOR: MAYNARD G. WEBB, JR. | Management | For | For |
| 2. | APPROVAL, ON AN ADVISORY BASIS, OF THE COMPANY'S EXECUTIVE COMPENSATION. | Management | Abstain | Against |
| 3. | APPROVAL OF AMENDMENT AND RESTATEMENT OF THE COMPANY'S 1995 STOCK PLAN, INCLUDING AN INCREASE IN THE NUMBER OF SHARES AVAILABLE FOR GRANT UNDER THE PLAN. | Management | For | For |
| 4. | RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM. | Management | For | For |
| 5. | APPROVAL OF AN AMENDMENT TO THE COMPANY'S BYLAWS TO PROVIDE SHAREHOLDERS WITH THE RIGHT TO CALL SPECIAL MEETINGS. | Management | For | For |
| 6. | SHAREHOLDER PROPOSAL REGARDING A BOARD COMMITTEE ON HUMAN RIGHTS, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shareholder | Against | For |
| 7. | SHAREHOLDER PROPOSAL REGARDING LOBBYING DISCLOSURE, IF PROPERLY PRESENTED AT THE ANNUAL MEETING. | Shareholder | Against | For |
| 8. | SHAREHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTION DISCLOSURE, IF | Shareholder | Against | For |

PROPERLY PRESENTED AT THE ANNUAL
MEETING.

JAGUAR MINING INC.

| | | | |
|---------------|--------------|--------------|----------------------------|
| Security | 47009M400 | Meeting Type | Annual and Special Meeting |
| Ticker Symbol | JAGGF | Meeting Date | 25-Jun-2014 |
| ISIN | CA47009M4002 | Agenda | 934044556 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|---------|------------------------|
| 01 | DIRECTOR | Management | | |
| | 1 GEORGE BEE | | For | For |
| | 2 RICHARD D. FALCONER | | For | For |
| | 3 EDWARD V. REESER | | For | For |
| | 4 LUIS R. MIRAGLIA | | For | For |
| | 5 STEPHEN HOPE | | For | For |
| | 6 JARED HARDNER | | For | For |
| | 7 ROBERT J. CHADWICK | | For | For |
| 02 | REAPPOINTMENT OF KPMG LLP AS AUDITORS AND AUTHORIZATION OF THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS. CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, AN ORDINARY RESOLUTION, SUBSTANTIALLY IN THE FORM SET OUT IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR (THE "CIRCULAR"), APPROVING, RATIFYING AND CONFIRMING THE ADOPTION OF THE CORPORATION'S 10% ROLLING STOCK OPTION PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR. CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, AN ORDINARY RESOLUTION, SUBSTANTIALLY IN THE FORM SET OUT IN THE CIRCULAR, APPROVING, RATIFYING AND CONFIRMING THE ADOPTION OF THE CORPORATION'S DSU PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR. | Management | For | For |
| 03 | CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, AN ORDINARY RESOLUTION, SUBSTANTIALLY IN THE FORM SET OUT IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR (THE "CIRCULAR"), APPROVING, RATIFYING AND CONFIRMING THE ADOPTION OF THE CORPORATION'S 10% ROLLING STOCK OPTION PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR. CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, AN ORDINARY RESOLUTION, SUBSTANTIALLY IN THE FORM SET OUT IN THE CIRCULAR, APPROVING, RATIFYING AND CONFIRMING THE ADOPTION OF THE CORPORATION'S DSU PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR. | Management | Against | Against |
| 04 | CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, AN ORDINARY RESOLUTION, SUBSTANTIALLY IN THE FORM SET OUT IN THE CIRCULAR, APPROVING, RATIFYING AND CONFIRMING THE ADOPTION OF THE CORPORATION'S DSU PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR. | Management | Against | Against |
| 05 | CONSIDER AND, IF THOUGHT ADVISABLE, TO PASS, WITH OR WITHOUT VARIATION, AN ORDINARY RESOLUTION, SUBSTANTIALLY IN THE FORM SET OUT IN THE CIRCULAR, APPROVING, RATIFYING AND CONFIRMING THE ADOPTION OF THE CORPORATION'S DSU PLAN, AS MORE FULLY DESCRIBED IN THE CIRCULAR. | Management | Against | Against |

ORDINARY RESOLUTION, SUBSTANTIALLY
IN
THE FORM SET OUT IN THE CIRCULAR,
APPROVING, RATIFYING AND CONFIRMING
THE AWARDS OF CERTAIN DEFERRED
SHARE UNITS AND OPTIONS UNDER THE
DSU PLAN AND STOCK OPTION PLAN,
RESPECTIVELY, AS MORE FULLY
DESCRIBED IN THE CIRCULAR.

LIBERTY GLOBAL PLC.

Security G5480U104

Ticker Symbol LBTYA

ISIN GB00B8W67662

Meeting Type

Annual

Meeting Date

26-Jun-2014

Agenda

934017155 -
Management

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|---------------------------|
| 1. | TO ELECT MIRANDA CURTIS AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017. | Management | For | For |
| 2. | TO ELECT JOHN W. DICK AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017. | Management | For | For |
| 3. | TO ELECT J.C. SPARKMAN AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017. | Management | For | For |
| 4. | TO ELECT J. DAVID WARGO AS A DIRECTOR OF LIBERTY GLOBAL FOR A TERM EXPIRING AT THE ANNUAL GENERAL MEETING TO BE HELD IN 2017. | Management | For | For |
| 5. | TO APPROVE THE DIRECTORS' COMPENSATION POLICY CONTAINED IN APPENDIX A OF LIBERTY GLOBAL'S PROXY STATEMENT FOR THE 2014 ANNUAL GENERAL MEETING OF SHAREHOLDERS (IN ACCORDANCE WITH REQUIREMENTS APPLICABLE TO UNITED KINGDOM (U.K.) COMPANIES) TO BE EFFECTIVE AS OF THE | Management | For | For |

- DATE OF THE 2014 ANNUAL GENERAL MEETING OF SHAREHOLDERS.
 TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN LIBERTY GLOBAL'S PROXY STATEMENT FOR THE 2014 ANNUAL GENERAL MEETING OF SHAREHOLDERS PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS SECTION, THE SUMMARY COMPENSATION TABLE AND OTHER RELATED TABLES AND DISCLOSURE. THE OPTION OF ONCE EVERY ONE YEAR, TWO YEARS, OR THREE YEARS THAT RECEIVES A MAJORITY OF THE AFFIRMATIVE VOTES CAST FOR THIS RESOLUTION WILL BE DETERMINED TO BE THE FREQUENCY FOR THE ADVISORY VOTE
6. Management Abstain Against
- ON THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED PURSUANT TO THE SECURITIES AND EXCHANGE COMMISSION'S COMPENSATION DISCLOSURE RULES.
 TO APPROVE, ON AN ADVISORY BASIS, THE ANNUAL REPORT ON THE IMPLEMENTATION OF THE DIRECTORS' COMPENSATION POLICY FOR THE YEAR ENDED DECEMBER 31, 2013, CONTAINED IN APPENDIX A OF THE PROXY STATEMENT (IN ACCORDANCE WITH REQUIREMENTS APPLICABLE TO U.K. COMPANIES).
 TO RATIFY THE APPOINTMENT OF KPMG LLP (U.S.) AS LIBERTY GLOBAL'S INDEPENDENT AUDITOR FOR THE YEAR ENDING DECEMBER 31, 2014.
7. Management Abstain Against
8. Management For For
9. Management For For
10. Management For For
- TO APPOINT KPMG LLP (U.K.) AS LIBERTY GLOBAL'S U.K. STATUTORY AUDITOR UNDER THE U.K. COMPANIES ACT 2006 (TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AT WHICH ACCOUNTS ARE LAID BEFORE

| | | | | |
|-----------------------------|---|--------------|------------------------|------------------------|
| 11. | LIBERTY GLOBAL). TO AUTHORIZE THE AUDIT COMMITTEE OF LIBERTY GLOBAL'S BOARD OF DIRECTORS TO DETERMINE THE U.K. STATUTORY AUDITOR'S COMPENSATION. | Management | For | For |
| HERITAGE OIL PLC, ST HELIER | | | | |
| Security | G4509M102 | Meeting Type | Annual General Meeting | |
| Ticker Symbol | | Meeting Date | 30-Jun-2014 | |
| ISIN | JE00B2Q4TN56 | Agenda | 705342804 - Management | |
| Item | Proposal | Type | Vote | For/Against Management |
| 1 | TO RECEIVE THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31 DECEMBER 2013, TOGETHER WITH THE REPORT OF THE AUDITORS | Management | For | For |
| 2 | TO APPROVE THE DIRECTORS' REMUNERATION REPORT (EXCLUDING THE DIRECTORS' REMUNERATION POLICY SET OUT ON PAGES 24 TO 29 INCLUSIVE OF THE CORPORATE GOVERNANCE REPORT) | Management | For | For |
| 3 | CONTAINED IN THE FINANCIAL STATEMENTS AND REPORTS OF THE COMPANY FOR THE YEAR ENDED 31 DECEMBER 2013 TO APPROVE THE DIRECTORS' REMUNERATION POLICY SET OUT ON PAGES 24 TO 29 INCLUSIVE OF THE CORPORATE GOVERNANCE REPORT, CONTAINED IN THE FINANCIAL STATEMENTS | Management | For | For |
| 4 | AND REPORTS OF THE COMPANY FOR THE YEAR ENDED 31 DECEMBER 2013, WHICH TAKES EFFECT IMMEDIATELY AFTER THE END OF THE ANNUAL GENERAL MEETING ON 30 JUNE 2014 TO APPOINT KPMG LLP AS AUDITORS OF THE COMPANY TO HOLD OFFICE FROM THE | Management | For | For |
| 5 | CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM TO AUTHORISE THE DIRECTORS TO DETERMINE THE REMUNERATION OF THE AUDITORS | Management | For | For |
| 6 | TO RE-ELECT MICHAEL HIBBERD AS A DIRECTOR OF THE COMPANY FOR A TERM FROM THE CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM | Management | For | For |

| | | | |
|----|--|-------------------|---------|
| | TO RE-ELECT ANTHONY BUCKINGHAM AS A | | |
| 7 | DIRECTOR OF THE COMPANY FOR A TERM FROM THE CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM | ManagementFor | For |
| | TO RE-ELECT PAUL ATHERTON AS A | | |
| 8 | DIRECTOR OF THE COMPANY FOR A TERM FROM THE CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM | ManagementFor | For |
| | TO RE-ELECT JOHN MCLEOD AS A | | |
| 9 | DIRECTOR OF THE COMPANY FOR A TERM FROM THE CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM | ManagementFor | For |
| | TO RE-ELECT GREGORY TURNBULL, QC AS A DIRECTOR OF THE COMPANY FOR A | | |
| 10 | TERM FROM THE CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM | ManagementFor | For |
| | TO RE-ELECT CARMEN RODRIGUEZ AS A | | |
| 11 | DIRECTOR OF THE COMPANY FOR A TERM FROM THE CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM | ManagementFor | For |
| | TO RE-ELECT MARK ERWIN AS A DIRECTOR | | |
| 12 | OF THE COMPANY FOR A TERM FROM THE CONCLUSION OF THIS AGM TO THE CONCLUSION OF THE NEXT AGM THAT THE AUTHORITY CONFERRED ON THE DIRECTORS BY ARTICLE 10.4 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY SHALL BE RENEWED AND FOR THIS PURPOSE THE AUTHORISED ALLOTMENT NUMBER SHALL BE 85,000,000 ORDINARY SHARES OF NO PAR VALUE AND THE ALLOTMENT PERIOD SHALL BE THE PERIOD COMMENCING ON 30 JUNE 2014 | ManagementFor | For |
| 13 | AND ENDING ON THE CONCLUSION OF THE NEXT AGM OR, IF EARLIER, 30 SEPTEMBER 2015, UNLESS PREVIOUSLY RENEWED, VARIED OR REVOKED BY THE COMPANY IN GENERAL MEETING, AND THE DIRECTORS MAY, DURING SUCH ALLOTMENT PERIOD, MAKE OFFERS OR ARRANGEMENTS WHICH WOULD OR MIGHT REQUIRE SECURITIES TO BE ALLOTTED OR SOLD AFTER THE EXPIRY OF SUCH ALLOTMENT PERIOD | ManagementFor | For |
| 14 | | ManagementAgainst | Against |

THAT, SUBJECT TO THE PASSING OF RESOLUTION 12, FOR THE PURPOSE OF ARTICLE 10.8(D) OF THE ARTICLES OF ASSOCIATION OF THE COMPANY, THE NON PRE-EMPTIVE NUMBER FOR THE ALLOTMENT PERIOD REFERRED TO IN RESOLUTION 12 SHALL BE 27,500,000 ORDINARY SHARES OF NO PAR VALUE

ORIENT-EXPRESS HOTELS LTD.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | G67743107 | Meeting Type | Annual |
| Ticker Symbol | OEH | Meeting Date | 30-Jun-2014 |
| ISIN | BMG677431071 | Agenda | 934016444 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|---|------------|------|------------------------|
| 1. | DIRECTOR | Management | | |
| | 1 HARSHA V. AGADI | | For | For |
| | 2 JOHN D. CAMPBELL | | For | For |
| | 3 ROLAND A. HERNANDEZ | | For | For |
| | 4 MITCHELL C. HOCHBERG | | For | For |
| | 5 RUTH A. KENNEDY | | For | For |
| | 6 PRUDENCE M. LEITH | | For | For |
| | 7 JOHN M. SCOTT III | | For | For |
| | 8 H. ROELAND VOS | | For | For |
| 2. | CHANGE OF THE COMPANY'S LEGAL NAME FROM ORIENT-EXPRESS HOTELS LTD. TO BELMOND LTD. | Management | For | For |
| 3. | APPOINTMENT OF DELOITTE LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM, AND AUTHORIZATION OF THE AUDIT COMMITTEE TO FIX ACCOUNTING FIRM'S REMUNERATION. | Management | For | For |

TEXAS INDUSTRIES, INC.

| | | | |
|---------------|--------------|--------------|------------------------|
| Security | 882491103 | Meeting Type | Special |
| Ticker Symbol | TXI | Meeting Date | 30-Jun-2014 |
| ISIN | US8824911031 | Agenda | 934041144 - Management |

| Item | Proposal | Type | Vote | For/Against Management |
|------|--|------------|------|------------------------|
| 1. | ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 27, 2014, BY AND AMONG TXI, MARTIN MARIETTA MATERIALS, INC. AND PROJECT HOLDINGS, INC. | Management | For | For |
| 2. | APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL | Management | For | For |

PROXIES IF THERE ARE NOT SUFFICIENT
VOTES TO APPROVE THE PROPOSAL TO
ADOPT THE AGREEMENT AND PLAN OF
MERGER.

APPROVAL, ON A NON-BINDING,
ADVISORY

3. BASIS, OF THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE
NAMED EXECUTIVE OFFICERS OF TXI IN
CONNECTION WITH THE MERGER. Management Abstain Against

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Registrant The GDL Fund

By (Signature and Title)* /s/ Bruce N. Alpert
Bruce N. Alpert, Principal Executive Officer

Date 8/13/14

*Print the name and title of each signing officer under his or her signature.