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FOXBY CORP
Form N-PX/A
June 02, 2005

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

FORM N-PX/A

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANY

Investment Company Act file number 811-09261

Foxby Corp.

(Exact name of registrant as specified in charter)

11 Hanover Square, 12th Floor, New York, NY 10005

(Address of principal executive offices) (Zip code)

Thomas B. Winmill, President
Foxby Corp.
11 Hanover Square, 12th Floor
New York, NY 10005

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-212-344-6310

Date of fiscal year end: 12/31/2004

Date of reporting period: 07/01/03 - 06/30/04

Item 1. Proxy Voting Record

The information contained herein discloses the following information for each matter relating to a portfolio security considered at any shareholder meeting held during the period covered by the report and with respect to which the registrant was entitled to vote:

- (a) The name of the issuer of the portfolio security;
- (b) The exchange ticker symbol of the portfolio security;
- (c) The Council on Uniform Securities Identification Procedures ("CUSIP") number for the portfolio security;
- (d) The shareholder meeting date;
- (e) A brief identification of the matter voted on;
- (f) Whether the matter was proposed by the issuer or by a security holder;
- (g) Whether the registrant cast its vote on the matter;

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- (h) How the registrant cast its vote; and
- (i) Whether the registrant cast its vote for or against management.

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

ICA File Number: 811-09261
 Reporting Period: 07/01/2003 - 06/30/2004
 Foxby Corp.

===== FOXBY CORP. =====

ATLANTIS PLASTICS, INC.

Ticker: AGH Security ID: 049156102
 Meeting Date: MAY 25, 2004 Meeting Type: Annual
 Record Date: MAR 26, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Charles D. Murphy, III | For | For | Management |
| 1.2 | Elect Director Chester B. Vanatta | For | For | Management |
| 1.3 | Elect Director Larry D. Horner | For | For | Management |
| 2 | Other Business | For | Against | Management |

 BONSO ELECTRONICS INTERNATIONAL INC.

Ticker: BNSO Security ID: 98529
 Meeting Date: MAR 23, 2004 Meeting Type: ANNUAL
 Record Date: FEB 13, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | ELECT DIRECTOR ANTHONY SO | For | Abstain | Management |
| 1.2 | ELECT DIRECTOR KIM WAH CHUNG | For | Abstain | Management |
| 1.3 | ELECT DIRECTOR CATHY KIT TENG PANG | For | Abstain | Management |
| 1.4 | ELECT DIRECTOR WOO PING FOK | For | Abstain | Management |
| 1.5 | ELECT DIRECTOR JOHN STEWART JACKSON IV | For | Abstain | Management |
| 1.6 | ELECT DIRECTOR GEORGE O'LEARY | For | Abstain | Management |
| 1.7 | ELECT DIRECTOR HENRY F. SCHLUETER | For | Abstain | Management |
| 2 | APPROVAL AND RATIFICATION OF THE CORPORATION S 2004 STOCK OPTION PLAN. | For | Abstain | Management |
| 3 | APPROVAL OF THE RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS AS THE INDEPENDENT PUBLIC ACCOUNTANTS OF THE CORPORATION FOR THE FISCAL YEAR ENDING MARCH 31, 2004. | For | Abstain | Management |

 CENTRAL EUROPEAN DISTRIBUTION CORPORATION

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Ticker: CEDC Security ID: 153435102
 Meeting Date: MAY 3, 2004 Meeting Type: Annual
 Record Date: MAR 12, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director William V. Carey | For | For | Management |
| 1.2 | Elect Director David Bailey | For | For | Management |
| 1.3 | Elect Director N. Scott Fine | For | For | Management |
| 1.4 | Elect Director Tony Housh | For | For | Management |
| 1.5 | Elect Director Robert P. Koch | For | For | Management |
| 1.6 | Elect Director Jan W. Laskowski | For | For | Management |
| 1.7 | Elect Director Richard Roberts | For | For | Management |
| 2 | Increase Authorized Common Stock | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

 CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R
 Meeting Date: NOV 11, 2003 Meeting Type: ANNUAL
 Record Date: SEP 12, 2003

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | ELECT DIRECTOR CAROL A. BARTZ | For | For | Management |
| 1.2 | ELECT DIRECTOR LARRY R. CARTER | For | For | Management |
| 1.3 | ELECT DIRECTOR JOHN T. CHAMBERS | For | For | Management |
| 1.4 | ELECT DIRECTOR DR. JAMES F. GIBBONS | For | For | Management |
| 1.5 | ELECT DIRECTOR DR. JOHN L. HENNESSY | For | For | Management |
| 1.6 | ELECT DIRECTOR RODERICK C. MCGEARY | For | For | Management |
| 1.7 | ELECT DIRECTOR JAMES C. MORGAN | For | For | Management |
| 1.8 | ELECT DIRECTOR JOHN P. MORGRIDGE | For | For | Management |
| 1.9 | ELECT DIRECTOR DONALD T. VALENTINE | For | For | Management |
| 1.1 | ELECT DIRECTOR STEVEN M. WEST | For | For | Management |
| 1.11 | ELECT DIRECTOR JERRY YANG | For | For | Management |
| 2 | TO APPROVE AN AMENDMENT AND RESTATEMENT OF THE EMPLOYEE STOCK PURCHASE PLAN, INCLUDING AN INCREASE OF 100,000,000 SHARES AUTHORIZED FOR ISSUANCE UNDER THE PLAN AND A 5-YEAR EXTENSION OF THE PLAN, AS MORE FULLY SET FORTH IN THE ACCOMPANYING PROXY STATEMENT | For | For | Management |
| 3 | TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS CISCO S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JULY 31, 2004. | For | For | Management |
| 4 | PROPOSAL SUBMITTED BY A SHAREHOLDER THAT THE BOARD PREPARE A REPORT EACH FISCAL YEAR ON CISCO HARDWARE AND SOFTWARE PROVIDED TO GOVERNMENT AGENCIES AND STATE-OWNED COMMUNICATIONS OR INFORMATION TECHNOLOGY ENTITIES IN ANY COUNTRY, AS MORE FULLY SET FORTH I | Against | Abstain | Shareholder |
| 5 | PROPOSAL SUBMITTED BY SHAREHOLDERS THAT THE BOARD S COMPENSATION COMMITTEE PREPARE AND MAKE AVAILABLE BY JANUARY 1, 2004, A REPORT COMPARING TOTAL COMPENSATION OF THE COMPANY S TOP EXECUTIVES AND ITS LOWEST PAID WORKERS IN THE U.S. AND ABROAD AS OF SPECIF | Against | Abstain | Shareholder |

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COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101
 Meeting Date: MAY 26, 2004 Meeting Type: Annual
 Record Date: MAR 15, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|-------------|
| 1.1 | Elect Director S. Decker Anstrom | For | For | Management |
| 1.2 | Elect Director C. Michael Armstrong | For | For | Management |
| 1.3 | Elect Director Kenneth J. Bacon | For | For | Management |
| 1.4 | Elect Director Sheldon M. Bonovitz | For | For | Management |
| 1.5 | Elect Director Julian A. Brodsky | For | For | Management |
| 1.6 | Elect Director Joseph L. Castle, II | For | For | Management |
| 1.7 | Elect Director J. Michael Cook | For | For | Management |
| 1.8 | Elect Director Brian L. Roberts | For | For | Management |
| 1.9 | Elect Director Ralph J. Roberts | For | For | Management |
| 1.10 | Elect Director Dr. Judith Rodin | For | For | Management |
| 1.11 | Elect Director Michael I. Sovern | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Restricted Stock Plan | For | For | Management |
| 4 | Amend Articles/Bylaws/Charter-Non-Routine | For | For | Management |
| 5 | Require Two-Thirds Majority of Independent Directors on Board | Against | For | Shareholder |
| 6 | Political Contributions/Activities | Against | Against | Shareholder |
| 7 | Nominate Two Directors for every open Directorships | Against | Against | Shareholder |
| 8 | Limit Executive Compensation | Against | Against | Shareholder |
| 9 | Adopt a Recapitalization Plan | Against | For | Shareholder |

CRESCENT BANKING COMPANY

Ticker: CSNT Security ID: 225646108
 Meeting Date: APR 22, 2004 Meeting Type: Annual
 Record Date: MAR 26, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director John S. Dean, Sr. | For | For | Management |
| 1.2 | Elect Director Charles R. Fendley | For | For | Management |
| 1.3 | Elect Director Janie Whitfield | For | For | Management |
| 1.4 | Elect Director Cecil Pruett | For | For | Management |

E*TRADE GROUP, INC.

Ticker: ET Security ID: 269246104
 Meeting Date: MAY 27, 2004 Meeting Type: Annual
 Record Date: APR 5, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Ronald D. Fisher | For | For | Management |
| 1.2 | Elect Director George A. Hayter | For | For | Management |
| 1.3 | Elect Director Donna L. Weaver | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

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FANNIE MAE

Ticker: FNM Security ID: 313586109
 Meeting Date: MAY 25, 2004 Meeting Type: Annual
 Record Date: APR 6, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Stephen B. Ashley | For | For | Management |
| 1.2 | Elect Director Kenneth M. Duberstein | For | For | Management |
| 1.3 | Elect Director Thomas P. Gerrity | For | For | Management |
| 1.4 | Elect Director Timothy Howard | For | For | Management |
| 1.5 | Elect Director Ann Korologos | For | For | Management |
| 1.6 | Elect Director Frederic V. Malek | For | For | Management |
| 1.7 | Elect Director Donald B. Marron | For | For | Management |
| 1.8 | Elect Director Daniel H. Mudd | For | For | Management |
| 1.9 | Elect Director Anne M. Mulcahy | For | For | Management |
| 1.10 | Elect Director Joe K. Pickett | For | For | Management |
| 1.11 | Elect Director Leslie Rahl | For | For | Management |
| 1.12 | Elect Director Franklin D. Raines | For | For | Management |
| 1.13 | Elect Director H. Patrick Swygert | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Employee Stock Purchase Plan | For | For | Management |
| 4 | Provide for Cumulative Voting | Against | For | Shareholder |

 FRANCE TELECOM SA

Ticker: Security ID: 35177Q105
 Meeting Date: APR 9, 2004 Meeting Type: Special
 Record Date: MAR 3, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|--------------|------------|
| 1 | APPROVAL OF THE ANNUAL ACCOUNTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2003. | For | Did Not Vote | Management |
| 2 | APPROVAL OF CONSOLIDATED ACCOUNTS FOR THE FISCAL YEAR ENDED 31 DECEMBER 2003. | For | Did Not Vote | Management |
| 3 | ALLOCATION OF THE RESULTS FOR THE YEAR ENDED DECEMBER 31, 2003, AS SHOWN IN THE ANNUAL ACCOUNTS, AND DISTRIBUTION. | For | Did Not Vote | Management |
| 4 | APPROVAL OF THE AGREEMENTS REFERRED TO IN ARTICLE L 225-38 OF THE COMMERCIAL CODE. | For | Did Not Vote | Management |
| 5 | DELEGATION TO THE BOARD OF DIRECTORS TO BUY, KEEP OR TRANSFER FRANCE TELECOM SHARES. | For | Did Not Vote | Management |
| 6 | FIXING THE ISSUE PRICE OF SECURITIES WHICH DO NOT CONFER ON THEIR HOLDERS THE SAME RIGHTS AS ORDINARY SHARES. | For | Did Not Vote | Management |
| 7 | AMENDMENT OF ARTICLES 1, 2 AND 7 OF THE BY-LAWS TO BRING THEM INTO CONFORMITY WITH FRENCH LAW NO. 90-568. | For | Did Not Vote | Management |
| 8 | AMENDMENT OF ARTICLE 13 OF THE BY-LAWS, RELATING TO THE BOARD OF DIRECTORS. | For | Did Not Vote | Management |
| 9 | AMENDMENT OF ARTICLES 14, 15, 17, 18 AND 19 OF THE BY-LAWS RELATING TO THE CHAIRMAN S POWERS AND TO GENERAL MANAGEMENT. | For | Did Not Vote | Management |
| 10 | AMENDMENT OF THE BY-LAWS TO BRING THEM INTO CONFORMITY WITH THE PROVISIONS OF ARTICLE 55 OF DECREE NO. 67-236. | For | Did Not Vote | Management |
| 11 | AUTHORITY DELEGATED TO THE BOARD OF | For | Did Not | Management |

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| | DIRECTORS TO ISSUE SHARES RESERVED FOR WANADOO S SHAREHOLDERS. | | Vote | |
|----|---|-----|--------------|------------|
| 12 | DELEGATION TO THE BOARD OF DIRECTORS TO INCREASE THE CAPITAL FOR THE BENEFIT OF MEMBERS OF FRANCE TELECOM COMPANY SAVINGS PLAN. | For | Did Not Vote | Management |
| 13 | POWERS | For | Did Not Vote | Management |

HCA, INC.

Ticker: HCA Security ID: 404119109
 Meeting Date: MAY 27, 2004 Meeting Type: Annual
 Record Date: APR 1, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | Elect Director C. Michael Armstrong | For | For | Management |
| 1.2 | Elect Director Magdalena H. Averhoff, M.D. | For | For | Management |
| 1.3 | Elect Director Jack O. Bovender, Jr. | For | For | Management |
| 1.4 | Elect Director Richard M. Bracken | For | For | Management |
| 1.5 | Elect Director Martin Feldstein | For | For | Management |
| 1.6 | Elect Director Thomas F. Frist, Jr., M.D. | For | For | Management |
| 1.7 | Elect Director Frederick W. Gluck | For | For | Management |
| 1.8 | Elect Director Glenda A. Hatchett | For | For | Management |
| 1.9 | Elect Director Charles O. Holliday, Jr. | For | For | Management |
| 1.10 | Elect Director T. Michael Long | For | For | Management |
| 1.11 | Elect Director John H. McArthur | For | For | Management |
| 1.12 | Elect Director Kent C. Nelson | For | For | Management |
| 1.13 | Elect Director Frank S. Royal, M.D. | For | For | Management |
| 1.14 | Elect Director Harold T. Shapiro | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Amend Management Stock Purchase Plan | For | For | Management |

HEWLETT-PACKARD COMPANY

Ticker: HPQ Security ID: 428236
 Meeting Date: MAR 17, 2004 Meeting Type: ANNUAL
 Record Date: JAN 20, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|------------|
| 1.1 | ELECT DIRECTOR L.T. BABBIO, JR. | For | Abstain | Management |
| 1.2 | ELECT DIRECTOR P.C. DUNN | For | Abstain | Management |
| 1.3 | ELECT DIRECTOR C.S. FIORINA | For | Abstain | Management |
| 1.4 | ELECT DIRECTOR R.A. HACKBORN | For | Abstain | Management |
| 1.5 | ELECT DIRECTOR G.A. KEYWORTH II | For | Abstain | Management |
| 1.6 | ELECT DIRECTOR R.E. KNOWLING, JR. | For | Abstain | Management |
| 1.7 | ELECT DIRECTOR S.M. LITVACK | For | Abstain | Management |
| 1.8 | ELECT DIRECTOR R.L. RYAN | For | Abstain | Management |
| 1.9 | ELECT DIRECTOR L.S. SALHANY | For | Abstain | Management |
| 1.1 | ELECT DIRECTOR T.J. PERKINS | For | Abstain | Management |
| 1.11 | ELECT DIRECTOR L.S. SALHANY | For | Abstain | Management |
| 2 | PROPOSAL TO RATIFY ERNST & YOUNG LLP AS HEWLETT- PACKARD COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING OCTOBER 31, 2004. | For | Abstain | Management |

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| | | | | |
|---|--|---------|---------|-------------|
| 3 | APPROVAL OF THE HEWLETT-PACKARD COMPANY 2004 STOCK INCENTIVE PLAN | For | Abstain | Management |
| 4 | SHAREOWNER PROPOSAL ENTITLED STOCK OPTION EXPENSING PROPOSAL | Against | Abstain | Shareholder |

IDT CORPORATION

Ticker: IDTC Security ID: 448947
Meeting Date: DEC 15, 2003 Meeting Type: ANNUAL
Record Date: OCT 20, 2003

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | ELECT DIRECTOR MOSHE KAGANOFF | For | For | Management |
| 1.2 | ELECT DIRECTOR JAMES S. GILMORE, III | For | For | Management |
| 1.3 | ELECT DIRECTOR JACK F. KEMP | For | For | Management |
| 1.4 | ELECT DIRECTOR ADM. WILLIAM A. OWENS | For | For | Management |
| 2 | APPROVAL OF AMENDMENTS TO THE COMPANY S 1996 STOCK OPTION AND INCENTIVE PLAN, AS AMENDED AND RESTATED, THAT WILL (I) PERMIT THE GRANT OF DEFERRED STOCK UNITS UNDER THE PLAN, (II) PERMIT THE GRANT OF RESTRICTED STOCK TO NON-EMPLOYEE DIRECTORS AND (III) INC | For | For | Management |
| 3 | APPROVAL OF THE COMPANY S EMPLOYEE STOCK PURCHASE PLAN. | For | For | Management |
| 4 | APPROVAL OF THE GRANT OF OPTIONS TO PURCHASE UP TO AN AGGREGATE OF 965,000 SHARES OF THE COMPANY S CLASS B COMMON STOCK GRANTED OUTSIDE OF THE COMPANY S 1996 STOCK OPTION AND INCENTIVE PLAN, AS AMENDED AND RESTATED, TO CERTAIN OFFICERS AND DIRECTORS OF TH | For | For | Management |
| 5 | RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP, AS THE COMPANY S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JULY 31, 2004. | For | For | Management |

INTEL CORP.

Ticker: INTC Security ID: 458140100
Meeting Date: MAY 19, 2004 Meeting Type: Annual
Record Date: MAR 22, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|-------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Craig R. Barrett | For | For | Management |
| 1.2 | Elect Director Charlene Barshefsky | For | For | Management |
| 1.3 | Elect Director E. John P. Browne | For | For | Management |
| 1.4 | Elect Director Andrew S. Grove | For | For | Management |
| 1.5 | Elect Director D. James Guzy | For | Withhold | Management |
| 1.6 | Elect Director Reed E. Hundt | For | For | Management |
| 1.7 | Elect Director Paul S. Otellini | For | For | Management |
| 1.8 | Elect Director David S. Pottruck | For | For | Management |
| 1.9 | Elect Director Jane E. Shaw | For | For | Management |
| 1.10 | Elect Director John L. Thornton | For | For | Management |
| 1.11 | Elect Director David B. Yoffie | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |
| 4 | Expense Stock Options | Against | For | Shareholder |
| 5 | Limit/Prohibit Awards to Executives | Against | For | Shareholder |
| 6 | Performance- Based/Indexed Options | Against | For | Shareholder |

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 INTERACTIVE DATA CORPORATION

Ticker: IDC Security ID: 45840J107
 Meeting Date: MAY 20, 2004 Meeting Type: Annual
 Record Date: APR 1, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Stuart J. Clark | For | Withhold | Management |
| 1.2 | Elect Director William T. Ethridge | For | Withhold | Management |
| 1.3 | Elect Director John Fallon | For | Withhold | Management |
| 1.4 | Elect Director William B. Gauld | For | Withhold | Management |
| 1.5 | Elect Director Donald P. Greenberg | For | For | Management |
| 1.6 | Elect Director Alan J. Hirschfield | For | Withhold | Management |
| 1.7 | Elect Director Philip J. Hoffman | For | Withhold | Management |
| 1.8 | Elect Director John C. Makinson | For | Withhold | Management |
| 1.9 | Elect Director Carl Spielvogel | For | For | Management |
| 1.10 | Elect Director Allan R. Tessler | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

 INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101
 Meeting Date: APR 27, 2004 Meeting Type: Annual
 Record Date: FEB 27, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Cathleen Black | For | For | Management |
| 1.2 | Elect Director Kenneth I. Chenault | For | For | Management |
| 1.3 | Elect Director Carlos Ghosn | For | For | Management |
| 1.4 | Elect Director Nannerl O. Keohane | For | For | Management |
| 1.5 | Elect Director Charles F. Knight | For | For | Management |
| 1.6 | Elect Director Lucio A. Noto | For | For | Management |
| 1.7 | Elect Director Samuel J. Palmisano | For | For | Management |
| 1.8 | Elect Director John B. Slaughter | For | For | Management |
| 1.9 | Elect Director Joan E. Spero | For | For | Management |
| 1.10 | Elect Director Sidney Taurel | For | For | Management |
| 1.11 | Elect Director Charles M. Vest | For | For | Management |
| 1.12 | Elect Director Lorenzo H. Zambrano | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Ratify Auditors for the Company's Business Consulting Services Unit | For | For | Management |
| 4 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 5 | Provide for Cumulative Voting | Against | For | Shareholder |
| 6 | Amend Pension and Retirement Medical Insurance Plans | Against | Against | Shareholder |
| 7 | Submit Executive Compensation to Vote | Against | For | Shareholder |
| 8 | Expense Stock Options | Against | For | Shareholder |
| 9 | Limit Awards to Executives | Against | Against | Shareholder |
| 10 | China Principles | Against | Against | Shareholder |
| 11 | Report on Political Contributions/Activities | Against | Against | Shareholder |
| 12 | Report on Executive Compensation | Against | Against | Shareholder |

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INTUIT INC.

Ticker: INTU Security ID: 461202
 Meeting Date: OCT 30, 2003 Meeting Type: ANNUAL
 Record Date: SEP 2, 2003

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|------------|
| 1.1 | ELECT DIRECTOR STEPHEN M. BENNETT | For | For | Management |
| 1.2 | ELECT DIRECTOR CHRISTOPHER W. BRODY | For | For | Management |
| 1.3 | ELECT DIRECTOR WILLIAM V. CAMPBELL | For | For | Management |
| 1.4 | ELECT DIRECTOR SCOTT D. COOK | For | For | Management |
| 1.5 | ELECT DIRECTOR L. JOHN DOERR | For | For | Management |
| 1.6 | ELECT DIRECTOR DONNA L. DUBINSKY | For | For | Management |
| 1.7 | ELECT DIRECTOR MICHAEL R. HALLMAN | For | For | Management |
| 1.8 | ELECT DIRECTOR STRATTON D. SCLAVOS | For | For | Management |
| 2 | APPROVE THE AMENDMENT OF THE INTUIT INC. 1996 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE UNDER THE PLAN BY 500,000 SHARES (FROM 4,900,000 SHARES TO 5,400,000 SHARES). | For | For | Management |
| 3 | RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT AUDITORS FOR FISCAL 2004. | For | For | Management |

 LEVEL 3 COMMUNICATIONS, INC.

Ticker: LVLT Security ID: 52729N100
 Meeting Date: MAY 18, 2004 Meeting Type: Annual
 Record Date: APR 5, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director James Q. Crowe | For | Withhold | Management |
| 1.2 | Elect Director Robert E. Julian | For | Withhold | Management |
| 1.3 | Elect Director Walter Scott, Jr. | For | Withhold | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Other Business | For | Against | Management |

 LJ INTERNATIONAL INC

Ticker: JADE Security ID: G55312105
 Meeting Date: JUN 25, 2004 Meeting Type: Annual
 Record Date: MAY 10, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------|---------|-----------|------------|
| 1.1 | Elect Director Y.C. Yih | For | For | Management |
| 1.2 | Elect Director K.M. Au | For | For | Management |
| 1.3 | Elect Director H.T. Ng | For | For | Management |
| 1.4 | Elect Director P.Y. Yue | For | For | Management |
| 1.5 | Elect Director L.C. Wang | For | For | Management |

 MATRIX SERVICE COMPANY

Ticker: MTRX Security ID: 576853
 Meeting Date: MAR 23, 2004 Meeting Type: SPECIAL

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Record Date: FEB 9, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | TO RATIFY AND APPROVE THE ADOPTION OF THE 2004 STOCK OPTION PLAN. | For | Abstain | Management |

MAXCOR FINANCIAL GROUP, INC.

Ticker: MAXF Security ID: 57772G100
 Meeting Date: JUN 9, 2004 Meeting Type: Annual
 Record Date: APR 26, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Keith E. Reihl | For | Withhold | Management |
| 1.2 | Elect Director Oscar M. Lewisohn | For | Withhold | Management |
| 1.3 | Elect Director Marc S. Cooper | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |

METROGAS S.A.

Ticker: MGS Security ID: 591673207
 Meeting Date: APR 29, 2004 Meeting Type: Annual
 Record Date: APR 8, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|---|---------|--------------|------------|
| 1 | APPOINTMENT OF TWO SHAREHOLDERS TO APPROVE AND SIGN THE MINUTES. | For | Did Not Vote | Management |
| 2 | CONSIDERATION OF THE COMPANY S ANNUAL REPORT, BALANCE SHEET, INCOME STATEMENT, STATEMENT OF CHANGES IN SHAREHOLDERS EQUITY, STATEMENT OF CASH FLOW, AND EXHIBITS AND NOTES THERETO. | For | Did Not Vote | Management |
| 3 | ALLOCATION OF THE NET RESULT CORRESPONDING TO THE FISCAL YEAR ENDED ON DECEMBER 31, 2003. | For | Did Not Vote | Management |
| 4 | CONSIDERATION OF THE BOARD OF DIRECTORS AND THE SURVEILLANCE COMMITTEE S PERFORMANCE. | For | Did Not Vote | Management |
| 5 | BOARD OF DIRECTORS AND SURVEILLANCE COMMITTEE S FEES. | For | Did Not Vote | Management |
| 6 | FEES OF THE AUDITORS OF THE COMPANY S FINANCIAL STATEMENTS FOR FISCAL YEAR ENDED DECEMBER 31, 2003. | For | Did Not Vote | Management |
| 7 | ELECTION OF MEMBERS AND ALTERNATE MEMBERS OF THE BOARD OF DIRECTORS BY CLASS A SHAREHOLDERS. | For | Did Not Vote | Management |
| 8 | ELECTION OF MEMBERS AND ALTERNATE MEMBERS OF THE BOARD OF DIRECTORS BY CLASS B SHAREHOLDERS. | For | Did Not Vote | Management |
| 9 | ELECTION OF ONE MEMBER AND ONE ALTERNATE MEMBER OF THE BOARD OF DIRECTORS BY CLASS C SHAREHOLDERS. | For | Did Not Vote | Management |
| 10 | ELECTION OF THE MEMBERS AND ALTERNATE MEMBERS OF THE SURVEILLANCE COMMITTEE. | For | Did Not Vote | Management |
| 11 | Ratify Auditors | For | Did Not Vote | Management |
| 12 | AUDIT COMMITTEE S BUDGET. | For | Did Not | Management |

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Vote

 MICROSOFT CORPORATION

Ticker: MSFT Security ID: 594918
 Meeting Date: NOV 11, 2003 Meeting Type: ANNUAL
 Record Date: SEP 12, 2003

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|---------|-----------|-------------|
| 1.1 | ELECT DIRECTOR WILLIAM H. GATES III | For | For | Management |
| 1.2 | ELECT DIRECTOR STEVEN A. BALLMER | For | For | Management |
| 1.3 | ELECT DIRECTOR JAMES I. CASH JR. | For | For | Management |
| 1.4 | ELECT DIRECTOR RAYMOND V. GILMARTIN | For | For | Management |
| 1.5 | ELECT DIRECTOR A. MCLAUGHLIN KOROLOGOS | For | For | Management |
| 1.6 | ELECT DIRECTOR DAVID F. MARQUARDT | For | For | Management |
| 1.7 | ELECT DIRECTOR CHARLES H. NOSKI | For | For | Management |
| 1.8 | ELECT DIRECTOR HELMUT PANKE | For | For | Management |
| 1.9 | ELECT DIRECTOR WM. G. REED JR. | For | For | Management |
| 1.1 | ELECT DIRECTOR JON A. SHIRLEY | For | For | Management |
| 2 | ADOPTION OF THE AMENDMENTS TO THE 2001 STOCK PLAN | For | For | Management |
| 3 | ADOPTION OF THE AMENDMENTS TO THE 1999 STOCK OPTION PLAN FOR NON-EMPLOYEE DIRECTORS | For | For | Management |
| 4 | SHAREHOLDER PROPOSAL (THE BOARD RECOMMENDS A VOTE AGAINST THIS PROPOSAL) | Against | Against | Shareholder |

 MOTOROLA, INC.

Ticker: MOT Security ID: 620076109
 Meeting Date: MAY 3, 2004 Meeting Type: Annual
 Record Date: MAR 5, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Edward Zander | For | For | Management |
| 1.2 | Elect Director H. Laurence Fuller | For | For | Management |
| 1.3 | Elect Director Judy Lewent | For | For | Management |
| 1.4 | Elect Director Walter Massey | For | For | Management |
| 1.5 | Elect Director Nicholas Negroponte | For | For | Management |
| 1.6 | Elect Director Indra Nooyi | For | For | Management |
| 1.7 | Elect Director John Pepper, Jr. | For | For | Management |
| 1.8 | Elect Director Samuel Scott III | For | For | Management |
| 1.9 | Elect Director Douglas Warner III | For | For | Management |
| 1.10 | Elect Director John White | For | For | Management |
| 1.11 | Elect Director Mike Zafirovski | For | For | Management |
| 2 | Limit Executive Compensation | Against | Against | Shareholder |
| 3 | Limit Awards to Executives | Against | Against | Shareholder |

 NASH FINCH CO.

Ticker: NAFC Security ID: 631158102
 Meeting Date: MAY 18, 2004 Meeting Type: Annual
 Record Date: MAR 19, 2004

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| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Allister P. Graham | For | For | Management |
| 1.2 | Elect Director Ron Marshall | For | For | Management |
| 1.3 | Elect Director Laura Stein | For | For | Management |

NOKIA CORPORATION

Ticker: NOK Security ID: 654902
 Meeting Date: MAR 25, 2004 Meeting Type: ANNUAL
 Record Date: JAN 30, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|---|---------|-----------|------------|
| 1A | APPROVAL OF THE INCOME STATEMENTS AND THE BALANCE SHEETS. | For | Abstain | Management |
| 1B | APPROVAL OF A DIVIDEND OF EUR 0.30 PER SHARE. | For | Abstain | Management |
| 1C | APPROVAL OF THE DISCHARGE OF THE CHAIRMAN, THE MEMBERS OF THE BOARD OF DIRECTORS AND THE PRESIDENT FROM LIABILITY. | For | Abstain | Management |
| 1E.1 | ELECT DIRECTOR PAUL J. COLLINS | For | Abstain | Management |
| 1E.2 | ELECT DIRECTOR GEORG EHRNRÖÖTH | For | Abstain | Management |
| 1E.3 | ELECT DIRECTOR BENGT HOLMSTROM | For | Abstain | Management |
| 1E.4 | ELECT DIRECTOR PER KARLSSON | For | Abstain | Management |
| 1E.5 | ELECT DIRECTOR JORMA OLLILA | For | Abstain | Management |
| 1E.6 | ELECT DIRECTOR MARJORIE SCARDINO | For | Abstain | Management |
| 1E.7 | ELECT DIRECTOR VESA VAINIO | For | Abstain | Management |
| 1E.8 | ELECT DIRECTOR ARNE WESSBERG | For | Abstain | Management |
| 1E.9 | ELECT DIRECTOR ARNE WESSBERG | For | Abstain | Management |
| 1G | APPROVAL OF THE APPOINTMENT OF THE AUDITOR. (FOR AND ABSTAIN ARE THE ONLY VALID VOTING OPTIONS) | For | Abstain | Management |
| 2 | APPROVAL OF THE PROPOSAL OF THE BOARD TO REDUCE THE SHARE CAPITAL THROUGH CANCELLATION OF NOKIA SHARES HELD BY THE COMPANY | For | Abstain | Management |
| 3 | APPROVAL OF THE AUTHORIZATION TO THE BOARD TO INCREASE THE SHARE CAPITAL OF THE COMPANY. | For | Abstain | Management |
| 4 | APPROVAL OF THE AUTHORIZATION TO THE BOARD TO REPURCHASE NOKIA SHARES. | For | Abstain | Management |
| 5 | APPROVAL OF THE AUTHORIZATION TO THE BOARD TO DISPOSE NOKIA SHARES HELD BY THE COMPANY. | For | Abstain | Management |
| 6 | APPROVAL OF THE PROPOSAL OF THE BOARD TO INCREASE THE CAPITAL OF THE FOUNDATION OF NOKIA CORPORATION. | For | Abstain | Management |
| 7 | MARK THE FOR BOX IF YOU WISH TO INSTRUCT THE DEPOSITARY TO GIVE A PROXY TO ANY ONE OF MARIANNA UOTINEN-TARKOMA, ESA KAUNISTOLA, BOTH LEGAL COUNSELS OF NOKIA CORPORATION, TO AUTHORIZE ANY OF THEM (WITH FULL POWER OF SUBSTITUTION) TO VOTE, IN THEIR DISCRE | For | Abstain | Management |

NTT DOCOMO INC.

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Ticker: Security ID: 62942M201
 Meeting Date: JUN 18, 2004 Meeting Type: Annual
 Record Date: MAR 30, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--|---------|-----------|------------|
| 1 | APPROVAL OF PROPOSED APPROPRIATION OF RETAINED EARNINGS FOR THE 13TH FISCAL YEAR. | For | For | Management |
| 2 | REPURCHASE OF SHARES: A SUMMARY OF THIS ITEM APPEARS IN THE SECTION ENTITLED REFERENCE MATERIALS PERTAINING TO EXERCISE OF VOTING RIGHTS ON PAGE 3 HEREIN, BELOW. | For | For | Management |
| 3 | PARTIAL AMENDMENT TO THE ARTICLES OF INCORPORATION: A SUMMARY OF THIS ITEM APPEARS IN THE REFERENCE MATERIALS PERTAINING TO EXERCISE OF VOTING RIGHTS ON PAGE 4 HEREIN, BELOW. | For | Against | Management |
| 4 | ELECTION OF 25 DIRECTORS. | For | For | Management |
| 5 | ELECTION OF 1 CORPORATE AUDITOR. | For | For | Management |
| 6 | AWARD OF RETIREMENT BENEFITS PAYMENTS TO RETIRING DIRECTORS AND CORPORATE AUDITOR. | For | Against | Management |

 PFIZER INC.

Ticker: PFE Security ID: 717081103
 Meeting Date: APR 22, 2004 Meeting Type: Annual
 Record Date: FEB 27, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Michael S. Brown | For | For | Management |
| 1.2 | Elect Director M. Anthony Burns | For | For | Management |
| 1.3 | Elect Director Robert N. Burt | For | For | Management |
| 1.4 | Elect Director W. Don Cornwell | For | For | Management |
| 1.5 | Elect Director William H. Gray III | For | For | Management |
| 1.6 | Elect Director Constance J. Horner | For | For | Management |
| 1.7 | Elect Director William R. Howell | For | For | Management |
| 1.8 | Elect Director Stanley O. Ikenberry | For | For | Management |
| 1.9 | Elect Director George A. Lorch | For | For | Management |
| 1.10 | Elect Director Henry A. Mckinnell | For | For | Management |
| 1.11 | Elect Director Dana G. Mead | For | For | Management |
| 1.12 | Elect Director Franklin D. Raines | For | For | Management |
| 1.13 | Elect Director Ruth J. Simmons | For | For | Management |
| 1.14 | Elect Director William C. Steere, Jr. | For | For | Management |
| 1.15 | Elect Director Jean-Paul Valles | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Approve Omnibus Stock Plan | For | For | Management |
| 4 | Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic | Against | Against | Shareholder |
| 5 | Cease Political Contributions/Activities | Against | Against | Shareholder |
| 6 | Report on Political Contributions/Activities | Against | Against | Shareholder |
| 7 | Establish Term Limits for Directors | Against | Against | Shareholder |
| 8 | Report on Drug Pricing | Against | Against | Shareholder |
| 9 | Limit Awards to Executives | Against | Against | Shareholder |
| 10 | Amend Animal Testing Policy | Against | Against | Shareholder |

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QUALCOMM, INCORPORATED

Ticker: QCOM Security ID: 747525
 Meeting Date: MAR 2, 2004 Meeting Type: ANNUAL
 Record Date: JAN 2, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | ELECT DIRECTOR ADELIA A. COFFMAN | Against | Withheld | Management |
| 1.2 | ELECT DIRECTOR RAYMOND V. DITTAMORE | For | For | Management |
| 1.3 | ELECT DIRECTOR IRWIN MARK JACOBS | For | For | Management |
| 1.4 | ELECT DIRECTOR RICHARD SULPIZIO | For | For | Management |
| 2 | TO APPROVE AN AMENDMENT TO THE COMPANY S 2001 STOCK OPTION PLAN TO INCREASE THE AGGREGATE NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER SUCH PLAN. | For | For | Management |
| 3 | TO RATIFY THE SELECTION OF PRICewaterhouseCOOPERS LLP AS THE COMPANY S INDEPENDENT ACCOUNTANTS FOR THE COMPANY S FISCAL YEAR ENDING SEPTEMBER 26, 2004. THE BOARD OF DIRECTORS RECOMMENDS A VOTE AGAINST PROPOSAL 4 | For | For | Management |
| 4 | BERNARD LUBRAN - TO ELIMINATE THE CLASSIFIED BOARD. | Against | For | Shareholder |

 SOLECTRON CORPORATION

Ticker: SLR Security ID: 834182
 Meeting Date: JAN 7, 2004 Meeting Type: ANNUAL
 Record Date: NOV 18, 2003

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | ELECT DIRECTOR WILLIAM A. HASLER | For | For | Management |
| 1.2 | ELECT DIRECTOR MICHAEL R. CANNON | For | For | Management |
| 1.3 | ELECT DIRECTOR RICHARD A. D'AMORE | For | For | Management |
| 1.4 | ELECT DIRECTOR HEINZ FRIDRICH | For | For | Management |
| 1.5 | ELECT DIRECTOR WILLIAM R. GRABER | For | For | Management |
| 1.6 | ELECT DIRECTOR DR. PAUL R. LOW | For | For | Management |
| 1.7 | ELECT DIRECTOR C. WESLEY M. SCOTT | For | For | Management |
| 1.8 | ELECT DIRECTOR OSAMU YAMADA | For | For | Management |
| 1.9 | ELECT DIRECTOR CYRIL YANSOUNI | For | For | Management |
| 2 | TO APPROVE AN AMENDMENT TO THE COMPANY S 2002 STOCK OPTION PLAN TO PERMIT AN OPTION EXCHANGE PROGRAM. | For | For | Management |
| 3 | TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING AUGUST 31, 2004. | For | For | Management |

 SPRINT CORP.

Ticker: FON Security ID: 852061100
 Meeting Date: APR 20, 2004 Meeting Type: Annual
 Record Date: FEB 20, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gordon M. Bethune | For | For | Management |
| 1.2 | Elect Director E. Linn Draper, Jr. | For | For | Management |
| 1.3 | Elect Director Deborah A. Henretta | For | For | Management |

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| | | | | |
|-----|-------------------------------------|---------|----------|-------------|
| 1.4 | Elect Director Linda Koch Lorimer | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Performance- Based/Indexe d Options | Against | For | Shareholder |
| 4 | Limit Executive Compensation | Against | Against | Shareholder |
| 5 | Separate Chairman and CEO Positions | Against | For | Shareholder |
| 6 | Report on Foreign Outsourcing | Against | Against | Shareholder |

SUN MICROSYSTEMS, INC.

Ticker: SUNW Security ID: 866810
 Meeting Date: NOV 13, 2003 Meeting Type: ANNUAL
 Record Date: SEP 15, 2003

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|-------------|
| 1.1 | ELECT DIRECTOR SCOTT G. MCNEALY | For | For | Management |
| 1.2 | ELECT DIRECTOR JAMES L. BARKSDALE | For | For | Management |
| 1.3 | ELECT DIRECTOR L. JOHN DOERR | For | For | Management |
| 1.4 | ELECT DIRECTOR ROBERT J. FISHER | For | For | Management |
| 1.5 | ELECT DIRECTOR MICHAEL E. LEHMAN | For | For | Management |
| 1.6 | ELECT DIRECTOR ROBERT L. LONG | For | For | Management |
| 1.7 | ELECT DIRECTOR M. KENNETH OSHMAN | For | For | Management |
| 1.8 | ELECT DIRECTOR NAOMI O. SELIGMAN | For | For | Management |
| 1.9 | ELECT DIRECTOR LYNN E. TURNER | For | For | Management |
| 2 | AMENDMENTS TO THE 1990 EMPLOYEE STOCK PURCHASE PLAN. PROPOSAL TO APPROVE AMENDMENTS TO SUN S 1990 EMPLOYEE STOCK PURCHASE PLAN, INCLUDING AN INCREASE IN THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE THEREUNDER BY 170,000,000 SHARES OF COMMON | For | For | Management |
| 3 | RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITORS. PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP, AS SUN S INDEPENDENT AUDITORS FOR THE CURRENT FISCAL YEAR | For | For | Management |
| 4 | STOCKHOLDER PROPOSAL ENTITLED CHINA BUSINESS PRINCIPLES FOR RIGHTS OF WORKERS IN CHINA . PROPOSAL REQUESTING IMPLEMENTATION OF PRINCIPLES EMBODIED IN CHINA BUSINESS PRINCIPLES FOR RIGHTS OF WORKERS IN CHINA | Against | Abstain | Shareholder |

SUNGARD DATA SYSTEMS INC.

Ticker: SDS Security ID: 867363103
 Meeting Date: MAY 14, 2004 Meeting Type: Annual
 Record Date: MAR 15, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Gregory S. Bentley | For | Withhold | Management |
| 1.2 | Elect Director Michael C. Brooks | For | For | Management |
| 1.3 | Elect Director Cristobal Conde | For | For | Management |
| 1.4 | Elect Director Ramon de Oliveira | For | For | Management |
| 1.5 | Elect Director Henry C. Duques | For | For | Management |
| 1.6 | Elect Director Albert A. Eisenstat | For | For | Management |
| 1.7 | Elect Director Bernard Goldstein | For | For | Management |

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| | | | | | | |
|------|--------|----------|------------------------|-----|-----|------------|
| 1.8 | Elect | Director | Janet Brutschea Haugen | For | For | Management |
| 1.9 | Elect | Director | James L. Mann | For | For | Management |
| 1.10 | Elect | Director | Malcolm I. Ruddock | For | For | Management |
| 2 | Ratify | Auditors | | For | For | Management |

SYBASE, INC.

Ticker: SY Security ID: 871130100
 Meeting Date: MAY 27, 2004 Meeting Type: Annual
 Record Date: APR 1, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|----------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Cecilia Claudio | For | For | Management |
| 1.2 | Elect Director L. William Krause | For | For | Management |
| 1.3 | Elect Director Robert P. Wayman | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Auditors | For | For | Management |

UTSTARCOM, INC.

Ticker: UTSI Security ID: 918076100
 Meeting Date: MAY 14, 2004 Meeting Type: Annual
 Record Date: MAR 29, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Thomas J. Toy | For | For | Management |
| 1.2 | Elect Director Ying Wu | For | Withhold | Management |
| 2 | Ratify Auditors | For | For | Management |

WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103
 Meeting Date: APR 20, 2004 Meeting Type: Annual
 Record Date: FEB 27, 2004

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---------------------------------------|---------|-----------|-------------|
| 1.1 | Elect Director Anne V. Farrell | For | For | Management |
| 1.2 | Elect Director Stephen E. Frank | For | For | Management |
| 1.3 | Elect Director Margaret Osmer Mcquade | For | For | Management |
| 1.4 | Elect Director William D. Schulte | For | For | Management |
| 2 | Ratify Auditors | For | For | Management |
| 3 | Limit Executive Compensation | Against | Against | Shareholder |

===== END NPX REPORT

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.

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Foxby Corp.

By: /s/ Thomas B. Winmill

Thomas B. Winmill, President

Date: June 2, 2005