

LIBERTY ALL STAR GROWTH FUND INC.  
Form N-PX  
August 12, 2009

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

Washington, D.C. 20549

**FORM N-PX**

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

Investment Company Act file number: 811-04537

**Liberty All-Star Growth Fund, Inc.**

(Exact name of registrant as specified in charter)

**1290 Broadway, Suite 1100, Denver, Colorado 80203**

(Address of principal executive offices) (Zip code)

**Tane T. Tyler**

**Liberty All-Star Growth Fund, Inc.**

**1290 Broadway, Suite 1100**

**Denver, Colorado 80203**

(Name and address of agent for service)

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Registrant's Telephone Number, including Area Code: **(303) 623-2577**

Date of fiscal year end: **December 31**

Date of reporting period: **July 1, 2008 - June 30, 2009**

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**Item 1 Proxy Voting Record.**

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

ICA File Number: 811-04537

Reporting Period: 07/01/2008 - 06/30/2009

Liberty All-Star Growth Fund, Inc.

===== LIB ALL-STAR GRTH CIC =====

ABBOTT LABORATORIES

Ticker: ABT Security ID: 002824100

Meeting Date: APR 24, 2009 Meeting Type: Annual

Record Date: FEB 25, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R.J. Alpern	For	For	Management
1.2	Elect Director R.S. Austin	For	For	Management
1.3	Elect Director W.M. Daley	For	For	Management

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1.4	Elect Director W.J. Farrell	For	For	Management
1.5	Elect Director H.L. Fuller	For	For	Management
1.6	Elect Director W.A. Osborn	For	For	Management
1.7	Elect Director D.A.L. Owen	For	For	Management
1.8	Elect Director W.A. Reynolds	For	For	Management
1.9	Elect Director R.S. Roberts	For	For	Management
1.10	Elect Director S.C. Scott, III	For	For	Management
1.11	Elect Director W.D. Smithburg	For	For	Management
1.12	Elect Director G.F. Tilton	For	For	Management
1.13	Elect Director M.D. White	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Animal Testing	Against	Against	Shareholder
6	Adopt Principles for Health Care Reform	Against	Against	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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ACCENTURE LTD

Ticker: ACN Security ID: G1150G111

Meeting Date: FEB 12, 2009 Meeting Type: Annual

Record Date: DEC 15, 2008

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	RE-APPOINTMENT TO THE BOARD OF DIRECTORS: CHARLES H. GIANCARLO	For	For	Management
2	RE-APPOINTMENT TO THE BOARD OF DIRECTORS: DINA DUBLON	For	For	Management
3	RE-APPOINTMENT TO THE BOARD OF DIRECTORS: WILLIAM D. GREEN	For	For	Management
4	RE-APPOINTMENT TO THE BOARD OF DIRECTORS: NOBUYUKI IDEI	For	Against	Management
5	RE-APPOINTMENT TO THE BOARD OF DIRECTORS: MARJORIE MAGNER	For	For	Management
6	RATIFY AUDITORS	For	For	Management

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AMGEN, INC.

Ticker: AMGN Security ID: 031162100

Meeting Date: MAY 6, 2009 Meeting Type: Annual

Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director David Baltimore	For	For	Management
2	Elect Director Frank J. Biondi, Jr.	For	For	Management
3	Elect Director Francois de Carbonnel	For	For	Management
4	Elect Director Jerry D. Choate	For	For	Management
5	Elect Director Vance D. Coffman	For	For	Management

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6	Elect Director Frederick W. Gluck	For	For	Management
7	Elect Director Frank C. Herringer	For	For	Management
8	Elect Director Gilbert S. Omenn	For	For	Management
9	Elect Director Judith C. Pelham	For	For	Management
10	Elect Director J. Paul Reason	For	For	Management
11	Elect Director Leonard D. Schaeffer	For	For	Management
12	Elect Director Kevin W. Sharer	For	For	Management
13	Ratify Auditors	For	For	Management
14	Approve Omnibus Stock Plan	For	For	Management
15	Reduce Supermajority Vote Requirement	For	For	Management
16	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
17	Reincorporate in Another State [from Delaware to North Dakota ]	Against	Against	Shareholder

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BARRICK GOLD CORP.

Ticker: ABX Security ID: 067901108

Meeting Date: APR 29, 2009 Meeting Type: Annual

Record Date: MAR 4, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard L. Beck	For	For	Management
1.2	Elect Director C. William D. Birchall	For	For	Management
1.3	Elect Director Donald J. Carty	For	For	Management

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1.4	Elect Director Gustavo Cisneros	For	For	Management
1.5	Elect Director Marshall A. Cohen	For	For	Management
1.6	Elect Director Peter A. Crossgrove	For	For	Management
1.7	Elect Director Robert M. Franklin	For	For	Management
1.8	Elect Director Peter C. Godsoe	For	For	Management
1.9	Elect Director J. Brett Harvey	For	For	Management
1.10	Elect Director Brian Mulroney	For	For	Management
1.11	Elect Director Anthony Munk	For	For	Management
1.12	Elect Director Peter Munk	For	For	Management
1.13	Elect Director Aaron W. Regent	For	For	Management
1.14	Elect Director Steven J. Shapiro	For	For	Management
1.15	Elect Director Gregory C. Wilkins	For	For	Management
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management
3	Convene an Independent Third Party to Review Company's Community Engagement Practices	Against	Against	Shareholder

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BAXTER INTERNATIONAL INC.

Ticker: BAX Security ID: 071813109

Meeting Date: MAY 5, 2009 Meeting Type: Annual

Record Date: MAR 9, 2009



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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Walter E. Boomer	For	For	Management
1.2	Elect Director James R. Gavin III	For	For	Management
1.3	Elect Director Peter S. Hellman	For	For	Management
1.4	Elect Director K. J. Storm	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Animal Testing	Against	Against	Shareholder

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CA INC

Ticker: CA Security ID: 12673P105

Meeting Date: SEP 9, 2008 Meeting Type: Annual

Record Date: JUL 11, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Raymond J. Bromark	For	For	Management
2	Elect Director Alfonse M. D'Amato	For	For	Management
3	Elect Director Gary J. Fernandes	For	For	Management
4	Elect Director Robert E. La Blanc	For	For	Management
5	Elect Director Christopher B. Lofgren	For	For	Management
6	Elect Director William E. McCracken	For	For	Management
7	Elect Director John A. Swainson	For	For	Management
8	Elect Director Laura S. Unger	For	For	Management
9	Elect Director Arthur F. Weinbach	For	For	Management
10	Elect Director Ron Zambonini	For	For	Management

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11 Ratify Auditors For For Management

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ELI LILLY AND CO.

Ticker: LLY Security ID: 532457108

Meeting Date: APR 20, 2009 Meeting Type: Annual

Record Date: FEB 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Martin S. Feldstein	For	Withhold	Management
1.2	Elect Director J. Erik Fyrwald	For	Withhold	Management
1.3	Elect Director Ellen R. Marram	For	Withhold	Management
1.4	Elect Director Douglas R. Oberhelman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Reduce Supermajority Vote Requirement	Against	For	Shareholder
6	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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EMC CORPORATION

Ticker: EMC Security ID: 268648102

Meeting Date: MAY 6, 2009 Meeting Type: Annual

Record Date: MAR 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Michael W. Brown	For	For	Management
2	Elect Director Randolph L. Cowen	For	For	Management
3	Elect Director Michael J. Cronin	For	For	Management
4	Elect Director Gail Deegan	For	For	Management
5	Elect Director John R. Egan	For	For	Management
6	Elect Director W. Paul Fitzgerald	For	For	Management
7	Elect Director Edmund F. Kelly	For	For	Management
8	Elect Director Windle B. Priem	For	For	Management
9	Elect Director Paul Sagan	For	For	Management
10	Elect Director David N. Strohm	For	For	Management
11	Elect Director Joseph M. Tucci	For	For	Management
12	Ratify Auditors	For	For	Management
13	Amend Qualified Employee Stock Purchase Plan	For	For	Management
14	Permit Right to Call Special Meeting	For	For	Management
15	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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EXXON MOBIL CORP.

Ticker: XOM Security ID: 30231G102

Meeting Date: MAY 27, 2009 Meeting Type: Annual

Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M.J. Boskin	For	For	Management
1.2	Elect Director L.R. Faulkner	For	For	Management
1.3	Elect Director K.C. Frazier	For	For	Management
1.4	Elect Director .W. George	For	For	Management
1.5	Elect Director R.C. King	For	For	Management
1.6	Elect Director M.C. Nelson	For	For	Management
1.7	Elect Director S.J. Palmisano	For	For	Management
1.8	Elect Director S.S Reinemund	For	For	Management
1.9	Elect Director R.W. Tillerson	For	For	Management
1.10	Elect Director E.E. Whitacre, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Amend Articles/Bylaws/Charter -- Call Special Meetings	Against	For	Shareholder
5	Reincorporate in Another State [from New Jersey to North Dakota]	Against	Against	Shareholder
6	Require Independent Board Chairman	Against	For	Shareholder
7	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder
8	Compare CEO Compensation to Average U.S. per Capita Income	Against	Against	Shareholder

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9	Review Anti-discrimination Policy on Corporate Sponsorships and Executive Perks	Against	Against	Shareholder
10	Amend EEO Policy to Prohibit Discrimination based on Sexual Orientation and Gender Identity	Against	For	Shareholder
11	Adopt Quantitative GHG Goals for Products and Operations	Against	For	Shareholder
12	Report on Climate Change Impacts on Emerging Countries	Against	Against	Shareholder
13	Adopt Policy to Increase Renewable Energy	Against	For	Shareholder

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GENZYME CORP.

Ticker: GENZ Security ID: 372917104

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Douglas A. Berthiaume	For	For	Management
2	Elect Director Gail K. Boudreaux	For	For	Management
3	Elect Director Robert J. Carpenter	For	For	Management
4	Elect Director Charles L. Cooney	For	For	Management
5	Elect Director Victor J. Dzau	For	For	Management

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6	Elect Director Connie Mack III	For	For	Management
7	Elect Director Richard F. Syron	For	For	Management
8	Elect Director Henri A. Termeer	For	For	Management
9	Amend Omnibus Stock Plan	For	For	Management
10	Approve Qualified Employee Stock Purchase Plan	For	For	Management
11	Ratify Auditors	For	For	Management

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GILEAD SCIENCES, INC.

Ticker: GILD Security ID: 375558103

Meeting Date: MAY 6, 2009 Meeting Type: Annual

Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul Berg	For	For	Management
1.2	Elect Director John F. Cogan	For	For	Management
1.3	Elect Director Etienne F. Davignon	For	For	Management
1.4	Elect Director James M. Denny	For	For	Management
1.5	Elect Director Carla A. Hills	For	For	Management
1.6	Elect Director John W. Madigan	For	For	Management
1.7	Elect Director John C. Martin	For	For	Management
1.8	Elect Director Gordon E. Moore	For	For	Management
1.9	Elect Director Nicholas G. Moore	For	For	Management
1.10	Elect Director Richard J. Whitley	For	For	Management

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1.11	Elect Director Gayle E. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101

Meeting Date: APR 28, 2009 Meeting Type: Annual

Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. J. P. Belda	For	For	Management
1.2	Elect Director C. Black	For	For	Management
1.3	Elect Director W. R. Brody	For	For	Management
1.4	Elect Director K. I. Chenault	For	For	Management
1.5	Elect Director M. L. Eskew	For	For	Management
1.6	Elect Director S. A. Jackson	For	For	Management
1.7	Elect Director T. Nishimuro	For	For	Management
1.8	Elect Director J. W. Owens	For	For	Management
1.9	Elect Director S. J. Palmisano	For	For	Management
1.10	Elect Director J. E. Spero	For	For	Management
1.11	Elect Director S. Taurel	For	For	Management
1.12	Elect Director L. H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

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4	Provide for Cumulative Voting	Against	For	Shareholder
5	Review Executive Compensation	Against	For	Shareholder
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder

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JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104

Meeting Date: APR 23, 2009 Meeting Type: Annual

Record Date: FEB 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary Sue Coleman	For	For	Management
1.2	Elect Director James G. Cullen	For	For	Management
1.3	Elect Director Michael M.E. Johns	For	For	Management
1.4	Elect Director Arnold G. Langbo	For	For	Management
1.5	Elect Director Susan L. Lindquist	For	For	Management
1.6	Elect Director Leo F. Mullin	For	For	Management
1.7	Elect Director William D. Perez	For	For	Management
1.8	Elect Director Charles Prince	For	For	Management
1.9	Elect Director David Satcher	For	For	Management
1.10	Elect Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Against	For	Shareholder



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KELLOGG CO.

Ticker: K Security ID: 487836108

Meeting Date: APR 24, 2009 Meeting Type: Annual

Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John T. Dillon	For	For	Management
1.2	Elect Director James M. Jenness	For	For	Management
1.3	Elect Director Donald R. Knauss	For	For	Management
1.4	Elect Director Robert A. Steele	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
5	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
6	Declassify the Board of Directors	Against	For	Shareholder

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MASTERCARD INCORPORATED

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Ticker: MA Security ID: 57636Q104

Meeting Date: JUN 9, 2009 Meeting Type: Annual

Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard Haythornthwaite	For	For	Management
1.2	Elect Director David R. Carlucci	For	For	Management
1.3	Elect Director Robert W. Selander	For	For	Management
2	Amend Certificate of Incorporation to Increase Size of Board and Amend Director Qualifications	For	For	Management
3	Ratify Auditors	For	For	Management

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MCDONALD'S CORP.

Ticker: MCD Security ID: 580135101

Meeting Date: MAY 27, 2009 Meeting Type: Annual

Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Robert A. Eckert	For	For	Management
2	Elect Director Enrique Hernandez, Jr.	For	For	Management
3	Elect Director Jeanne P. Jackson	For	For	Management
4	Elect Director Andrew J. McKenna	For	For	Management
5	Ratify Auditors	For	For	Management

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6	Amend Omnibus Stock Plan	For	For	Management
7	Approve Executive Incentive Bonus Plan	For	For	Management
8	Advisory Vote to Ratify Named Executive Against Officers' Compensation	For		Shareholder
9	Phase out Sales of Eggs from Battery Cage Hens	Against	Against	Shareholder

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NIKE, INC.

Ticker: NKE Security ID: 654106103

Meeting Date: SEP 22, 2008 Meeting Type: Annual

Record Date: JUL 25, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jill K. Conway	For	For	Management
1.2	Elect Director Alan B. Graf, Jr.	For	For	Management
1.3	Elect Director Jeanne P. Jackson	For	For	Management
2	Ratify Auditors	For	For	Management

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ORACLE CORP.

Ticker: ORCL Security ID: 68389X105

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Meeting Date: OCT 10, 2008 Meeting Type: Annual

Record Date: AUG 12, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey O. Henley	For	For	Management
1.2	Elect Director Lawrence J. Ellison	For	For	Management
1.3	Elect Director Donald L. Lucas	For	For	Management
1.4	Elect Director Michael J. Boskin	For	For	Management
1.5	Elect Director Jack F. Kemp	For	For	Management
1.6	Elect Director Jeffrey S. Berg	For	Withhold	Management
1.7	Elect Director Safra A. Catz	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	Withhold	Management
1.9	Elect Director H. Raymond Bingham	For	For	Management
1.10	Elect Director Charles E. Phillips, Jr.	For	For	Management
1.11	Elect Director Naomi O. Seligman	For	Withhold	Management
1.12	Elect Director George H. Conrades	For	For	Management
1.13	Elect Director Bruce R. Chizen	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Advisory Vote to Ratify Named Executive Against Officers' Compensation		For	Shareholder

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PRAXAIR, INC.

Ticker: PX Security ID: 74005P104

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Meeting Date: APR 28, 2009 Meeting Type: Annual

Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen F. Angel	For	For	Management
1.2	Elect Director Nance K. Dicciani	For	For	Management
1.3	Elect Director Edward G. Galante	For	For	Management
1.4	Elect Director Claire W. Gargalli	For	For	Management
1.5	Elect Director Ira D. Hall	For	For	Management
1.6	Elect Director Raymond W. LeBoeuf	For	For	Management
1.7	Elect Director Larry D. McVay	For	For	Management
1.8	Elect Director Wayne T. Smith	For	For	Management
1.9	Elect Director H. Mitchell Watson, Jr.	For	For	Management
1.10	Elect Director Robert L. Wood	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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QUEST DIAGNOSTICS INCORPORATED

Ticker: DGX Security ID: 74834L100

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jenne K. Britell	For	For	Management

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1.2	Elect Director Gail R. Wilensky	For	For	Management
1.3	Elect Director John B. Ziegler	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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RANGE RESOURCES CORPORATION

Ticker: RRC Security ID: 75281A109

Meeting Date: MAY 20, 2009 Meeting Type: Annual

Record Date: MAR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles L. Blackburn	For	For	Management
1.2	Elect Director Anthony V. Dub	For	For	Management
1.3	Elect Director V. Richard Eales	For	For	Management
1.4	Elect Director Allen Finkelson	For	For	Management
1.5	Elect Director James M. Funk	For	For	Management
1.6	Elect Director Jonathan S. Linker	For	For	Management
1.7	Elect Director Kevin S. McCarthy	For	For	Management
1.8	Elect Director John H. Pinkerton	For	For	Management
1.9	Elect Director Jeffrey L. Ventura	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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4 Other Business For Against Management

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ST. JUDE MEDICAL, INC.

Ticker: STJ Security ID: 790849103

Meeting Date: MAY 8, 2009 Meeting Type: Annual

Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Brown	For	For	Management
1.2	Elect Director Daniel J. Starks	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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SYMANTEC CORPORATION

Ticker: SYMC Security ID: 871503108

Meeting Date: SEP 22, 2008 Meeting Type: Annual

Record Date: JUL 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael A. Brown	For	For	Management

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1.2	Elect Director William T. Coleman	For	For	Management
1.3	Elect Director Frank E. Dangeard	For	For	Management
1.4	Elect Director Geraldine B. Laybourne	For	For	Management
1.5	Elect Director David L. Mahoney	For	For	Management
1.6	Elect Director Robert S. Miller	For	For	Management
1.7	Elect Director George Reyes	For	For	Management
1.8	Elect Director Daniel H. Schulman	For	For	Management
1.9	Elect Director ohn W. Thompson	For	For	Management
1.10	Elect Director V. Paul Unruh	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management

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SYSCO CORPORATION

Ticker: SY Security ID: 871829107

Meeting Date: NOV 19, 2008 Meeting Type: Annual

Record Date: SEP 22, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Judith B. Craven	For	For	Management
2	Elect Director Phyllis S. Sewell	For	For	Management
3	Elect Director Richard G. Tilghman	For	For	Management



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4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors		For	Management
6	Declassify the Board of Directors	Against	For	Shareholder

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TEVA PHARMACEUTICAL INDUSTRIES LTD.

Ticker: TEVA Security ID: 881624209

Meeting Date: SEP 25, 2008 Meeting Type: Special

Record Date: AUG 18, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Joseph (Yosi) Nitzani as External Director	For	For	Management

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TEVA PHARMACEUTICAL INDUSTRIES LTD.

Ticker: TEVA Security ID: 881624209

Meeting Date: JUN 22, 2009 Meeting Type: Annual

Record Date: MAY 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Final Dividend	For	For	Management

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2.1	Elect Phillip Frost as Director	For	For	Management
2.2	Elect Roger Abravanel as Director	For	For	Management
2.3	Elect Elon Kohlberg as Director	For	For	Management
2.4	Elect Yitzhak Peterburg as Director	For	For	Management
2.5	Elect Erez Vigodman as Director	For	For	Management
3	Approve Auditors and Authorize Board to Fix Their Remuneration	For	For	Management

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TJX COMPANIES, INC., THE

Ticker: TJX Security ID: 872540109

Meeting Date: JUN 2, 2009 Meeting Type: Annual

Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jose B. Alvarez	For	For	Management
1.2	Elect Director Alan M. Bennett	For	For	Management
1.3	Elect Director David A. Brandon	For	Withhold	Management
1.4	Elect Director Bernard Cammarata	For	For	Management
1.5	Elect Director David T. Ching	For	For	Management
1.6	Elect Director Michael F. Hines	For	For	Management
1.7	Elect Director Amy B. Lane	For	For	Management
1.8	Elect Director Carol Meyrowitz	For	For	Management
1.9	Elect Director John F. O'Brien	For	For	Management
1.10	Elect Director Robert F. Shapiro	For	For	Management

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1.11	Elect Director Willow B. Shire	For	For	Management
1.12	Elect Director Fletcher H. Wiley	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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VISA INC.

Ticker: V Security ID: 92826C839

Meeting Date: APR 21, 2009 Meeting Type: Annual

Record Date: FEB 26, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Hani Al-Qadi	For	Against	Management
1.2	Elect Director Charles T. Doyle	For	For	Management
1.3	Elect Director Peter Hawkins	For	For	Management
1.4	Elect Director David I. McKay	For	For	Management
1.5	Elect Director Charles W. Scharf	For	For	Management
1.6	Elect Director Segismundo Schulin-Zeuthen	For	For	Management
2.1	Elect Director Thomas J. Campbell	For	For	Management
2.2	Elect Director Gary P. Coughlan	For	For	Management
2.3	Elect Director Mary B. Cranston	For	For	Management
2.4	Elect Director Francisco Javier Fernandez-Carbajal	For	For	Management
2.5	Elect Director Suzanne Nora Johnson	For	For	Management

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2.6	Elect Director Joseph. W. Saunders	For	For	Management
3	Ratify Auditors	For	For	Management

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WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109

Meeting Date: MAY 8, 2009 Meeting Type: Annual

Record Date: MAR 11, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Pastora San Juan Cafferty	For	For	Management
1.2	Elect Director Frank M. Clark, Jr.	For	For	Management
1.3	Elect Director Patrick W. Gross	For	For	Management
1.4	Elect Director John C. Pope	For	For	Management
1.5	Elect Director W. Robert Reum	For	For	Management
1.6	Elect Director Steven G. Rothmeier	For	For	Management
1.7	Elect Director David P. Steiner	For	For	Management
1.8	Elect Director Thomas H. Weidemeyer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Report on Political Contributions	Against	For	Shareholder
6	Reduce Supermajority Vote Requirement	Against	For	Shareholder

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 WEATHERFORD INTERNATIONAL LTD

Ticker: WFT Security ID: H27013103

Meeting Date: MAY 7, 2009 Meeting Type: Annual

Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Reelect Bernhard Duroc-Danner as Director	For	For	Management
1.2	Reelect Nicholas Brady as Director	For	For	Management
1.3	Reelect David Butters as Director	For	Against	Management
1.4	Reelect William Macaulay as Director	For	For	Management
1.5	Reelect Robert Millard as Director	For	Against	Management
1.6	Reelect Robert Moses as Director	For	For	Management
1.7	Reelect Robert Rayne as Director	For	Against	Management
2	Ratify Ernst & Young LLP as Independent Registered Public Accounting Firm and Ernst & Young AG as Statutory Auditors	For	For	Management
3	Transact Other Business (Non-Voting)	None	None	Management

===== LIB ALL-STAR GRTH TCW =====

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ACE LTD.

Ticker: ACE Security ID: H0023R105

Meeting Date: MAY 20, 2009 Meeting Type: Annual

Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Election Of Director: Michael G. Atieh	For	Against	Management
2	Election Of Director: Mary A. Cirillo	For	For	Management
3	Election Of Director: Bruce L. Crockett	For	Against	Management
4	Election Of Director: Thomas J. Neff	For	Against	Management
5	Approval Of The Annual Report	For	For	Management
6	Approval Of The Statutory Financial Statements Of Ace Limited	For	For	Management
7	Approval Of The Consolidated Financial Statements	For	For	Management
8	Allocation Of Disposable Profit	For	For	Management
9	Discharge Of The Board Of Directors	For	For	Management
10	Amendment Of Articles Of Association Relating To Special Auditor	For	For	Management
11	Election Of Pricewaterhousecoopers Ag (zurich) As Our Statutory auditor Until Our Next Annual Ordinary General Meeting	For	For	Management
12	Ratification Of Appointment Of Independent Registered Publicaccounting	For	For	Management

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Firm Pricewaterhousecoopers Llp

13	Election Of Bdo Visura (zurich) As Special Auditing Firm Until our Next Annual Ordinary General Meeting	For	For	Management
14	Approval Of The Payment Of A Dividend In The Form Of Adistribution Through A Reduction Of The Par Value Of Our Shares	For	For	Management

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ADVISORY BOARD CO., THE

Ticker: ABCO Security ID: 00762W107

Meeting Date: SEP 8, 2008 Meeting Type: Annual

Record Date: JUL 18, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marc N. Casper	For	For	Management
1.2	Elect Director Peter J. Grua	For	For	Management
1.3	Elect Director Kelt Kindick	For	For	Management
1.4	Elect Director Robert W. Musslewhite	For	For	Management
1.5	Elect Director Mark R. Neaman	For	For	Management
1.6	Elect Director Leon D. Shapiro	For	For	Management
1.7	Elect Director Frank J. Williams	For	For	Management
1.8	Elect Director Leanne M. Zumwalt	For	For	Management
2	Ratify Auditors	For	For	Management

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ALLIANCE DATA SYSTEMS CORP.

Ticker: ADS Security ID: 018581108

Meeting Date: JUN 15, 2009 Meeting Type: Annual

Record Date: APR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward J. Heffernan	For	For	Management
1.2	Elect Director Robert A. Minicucci	For	For	Management
1.3	Elect Director J. Michael Parks	For	For	Management
2	Ratify Auditors	For	For	Management

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ANSYS, INC.

Ticker: ANSS Security ID: 03662Q105

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 18, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter J. Smith	For	For	Management
1.2	Elect Director Bradford C Morley	For	For	Management



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1.3	Elect Director Patrick J. Zilvitis	For	For	Management
2	Ratify Auditors	For	For	Management

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ATHENAHEALTH, INC.

Ticker: ATHN Security ID: 04685W103

Meeting Date: JUN 11, 2009 Meeting Type: Annual

Record Date: APR 15, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard N. Foster	For	For	Management
1.2	Elect Director Ann H. Lamont	For	For	Management
1.3	Elect Director James L. Mann	For	For	Management
2	Ratify Auditors	For	For	Management

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BAIDU.COM INC.

Ticker: BIDU Security ID: 056752108

Meeting Date: DEC 16, 2008 Meeting Type: Special

Record Date: NOV 13, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1	Authorize Share Repurchase Program	For	Against	Management
2	Amend Articles of Association Re: Issue and Purchase of Shares	For	Against	Management
3	Change Company Name to Baidu, Inc.	For	For	Management
4	Adopt New Memorandum and Articles of Association	For	Against	Management
5	Amend 2000 Option Plan	For	Against	Management
6	Approve 2008 Share Incentive Plan	For	Against	Management

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BLACKROCK, INC.

Ticker: BLK Security ID: 09247X101

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William S. Demchak	For	For	Management
1.2	Elect Director Kenneth B. Dunn	For	For	Management
1.3	Elect Director Laurence D. Fink	For	For	Management
1.4	Elect Director Robert S. Kapito	For	For	Management
1.5	Elect Director Brian T. Moynihan	For	For	Management
1.6	Elect Director Thomas H. O'Brien	For	For	Management
2	Ratify Auditors	For	For	Management

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C.H. ROBINSON WORLDWIDE, INC.

Ticker: CHRW Security ID: 12541W209

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director James B. Stake	For	For	Management
2	Elect Director John P. Wiehoff	For	For	Management
3	Approve Increase in Size of Board	For	For	Management
4	Ratify Auditors	For	For	Management

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CAVIUM NETWORKS INC

Ticker: CAVM Security ID: 14965A101

Meeting Date: MAY 8, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kris Chellam	For	For	Management
2	Ratify Auditors	For	For	Management

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CHIPOTLE MEXICAN GRILL INC

Ticker: CMG Security ID: 169656204

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steve Ells	For	For	Management
1.2	Elect Director Patrick J. Flynn	For	For	Management
2	Ratify Auditors	For	For	Management

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CLEAN HARBORS, INC.

Ticker: CLH Security ID: 184496107

Meeting Date: MAY 11, 2009 Meeting Type: Annual

Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan S. McKim	For	For	Management
1.2	Elect Director John T. Preston	For	For	Management
1.3	Elect Director Lorne R. Waxlax	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management

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CLEARWIRE CORP

Ticker: CLWR Security ID: 185385309

Meeting Date: NOV 20, 2008 Meeting Type: Special

Record Date: OCT 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with Acquisition	For	For	Management
2	Amend Certificate of Incorporation	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Adjourn Meeting	For	For	Management
5	BR Note: Unless check Yes Box, to Extent that You have not Voted on Matter in Person or By Proxy, Proxies are Authorized to Vote in Their Discretion Any Matter Properly Before the SP Mtg and Adj. or Postponement of SP Mtg. Mark For =Yes or Against =No	None	Against	Management

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CLEARWIRE CORP

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Ticker: CLWR Security ID: 18538Q105

Meeting Date: JUN 17, 2009 Meeting Type: Annual

Record Date: APR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Craig O. Mccaw	For	Withhold	Management
1.2	Elect Director Jose A. Collazo	For	For	Management
1.3	Elect Director Keith O. Cowan	For	Withhold	Management
1.4	Elect Director Peter L.S. Currie	For	For	Management
1.5	Elect Director Steven L. Elfman	For	For	Management
1.6	Elect Director Dennis S. Hersch	For	For	Management
1.7	Elect Director Daniel R. Hesse	For	Withhold	Management
1.8	Elect Director Frank Ianna	For	For	Management
1.9	Elect Director Sean Maloney	For	Withhold	Management
1.10	Elect Director Brian P. McAndrews	For	For	Management
1.11	Elect Director Theodore H. Schell	For	For	Management
1.12	Elect Director John W. Stanton	For	For	Management
2	Ratify Auditors	For	For	Management

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COGNIZANT TECHNOLOGY SOLUTIONS CORP.

Ticker: CTSH Security ID: 192446102

Meeting Date: JUN 5, 2009 Meeting Type: Annual

Record Date: APR 13, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Francisco D?Souza	For	For	Management
1.2	Elect Director John N. Fox, Jr.	For	For	Management
1.3	Elect Director Thomas M. Wendel	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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CORE LABORATORIES N V

Ticker: CLB Security ID: N22717107

Meeting Date: JAN 29, 2009 Meeting Type: Special

Record Date: DEC 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	AUTHORIZATION OF MANAGEMENT BOARD TO REPURCHASE UP TO 25.6% OF OUR ISSUED SHARE CAPITAL UNTIL JULY 29, 2010.	For	For	Management

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CORE LABORATORIES N V

Ticker: CLB Security ID: N22717107

Meeting Date: MAY 14, 2009 Meeting Type: Annual

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Record Date: MAR 19, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Richard L. Bergmark as Supervisory Board Member	For	For	Management
1.2	Elect Alexander Vriesendorp as Supervisory Board Member	For	For	Management
2	Approve Financial Statements and Statutory Reports	For	For	Management
3	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital	For	For	Management
4	Authorize Board to Exclude Preemptive Rights from Issuance under Item 3	For	For	Management
5	Ratify PricewaterhouseCoopers as Auditors	For	For	Management
6	Transact Other Business	None	None	Management

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CTRIP.COM INTERNATIONAL LTD.

Ticker: CTRP Security ID: 22943F100

Meeting Date: SEP 30, 2008 Meeting Type: Annual

Record Date: AUG 22, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Authorize Share Repurchase Program	For	Against	Management



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 DREAMWORKS ANIMATION SKG, INC.

Ticker: DWA Security ID: 26153C103

Meeting Date: JUN 10, 2009 Meeting Type: Annual

Record Date: APR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jeffrey Katzenberg	For	Withhold	Management
1.2	Elect Director Roger A. Enrico	For	For	Management
1.3	Elect Director Lewis Coleman	For	For	Management
1.4	Elect Director Harry Brittenham	For	For	Management
1.5	Elect Director Thomas Freston	For	For	Management
1.6	Elect Director Judson C. Green	For	For	Management
1.7	Elect Director Mellody Hobson	For	For	Management
1.8	Elect Director Michael Montgomery	For	For	Management
1.9	Elect Director Nathan Myhrvold	For	For	Management
1.10	Elect Director Richard Sherman	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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EHEALTH INC

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Ticker: EHTH Security ID: 28238P109

Meeting Date: JUN 9, 2009 Meeting Type: Annual

Record Date: APR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gary L. Lauer	For	For	Management
1.2	Elect Director Steven M. Cakebread	For	For	Management
1.3	Elect Director Jack L. Oliver, III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management

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EXPEDITORS INTERNATIONAL OF WASHINGTON, INC.

Ticker: EXPD Security ID: 302130109

Meeting Date: MAY 6, 2009 Meeting Type: Annual

Record Date: MAR 9, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mark A. Emmert	For	For	Management
1.2	Elect Director R. Jordan Gates	For	For	Management
1.3	Elect Director Dan P. Kourkouvelis	For	For	Management
1.4	Elect Director Michael J. Malone	For	For	Management
1.5	Elect Director John W. Meisenbach	For	For	Management
1.6	Elect Director Peter J. Rose	For	For	Management

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1.7	Elect Director James L.K. Wang	For	For	Management
1.8	Elect Director Robert R. Wright	For	For	Management
2	Approve Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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FLIR SYSTEMS, INC.

Ticker: FLIR Security ID: 302445101

Meeting Date: MAY 1, 2009 Meeting Type: Annual

Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Earl R. Lewis	For	For	Management
1.2	Elect Director Steven E. Wynne	For	For	Management
2	Approve Qualified Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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FOSTER WHEELER LTD

Ticker: FWLT Security ID: G36535139

Meeting Date: JAN 27, 2009 Meeting Type: Court

Record Date: DEC 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	APPROVAL OF THE SCHEME OF ARRANGEMENT (THE REDOMESTICATION).	For	For	Management
2	APPROVAL OF THE MOTION TO ADJOURN THE MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO APPROVE THE SCHEME OF ARRANGEMENT.	For	For	Management

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GENZYME CORP.

Ticker: GENZ Security ID: 372917104

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Douglas A. Berthiaume	For	For	Management

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2	Elect Director Gail K. Boudreaux	For	For	Management
3	Elect Director Robert J. Carpenter	For	For	Management
4	Elect Director Charles L. Cooney	For	For	Management
5	Elect Director Victor J. Dzau	For	For	Management
6	Elect Director Connie Mack III	For	For	Management
7	Elect Director Richard F. Syron	For	For	Management
8	Elect Director Henri A. Termeer	For	For	Management
9	Amend Omnibus Stock Plan	For	For	Management
10	Approve Qualified Employee Stock Purchase Plan	For	For	Management
11	Ratify Auditors	For	For	Management

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HANSEN NATURAL CORP.

Ticker: HANS Security ID: 411310105

Meeting Date: JUN 4, 2009 Meeting Type: Annual

Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rodney C. Sacks	For	For	Management
1.2	Elect Director Hilton H. Schlosberg	For	For	Management
1.3	Elect Director Norman C. Epstein	For	For	Management
1.4	Elect Director Benjamin M. Polk	For	For	Management
1.5	Elect Director Sydney Selati	For	For	Management
1.6	Elect Director Harold C. Taber, Jr.	For	For	Management

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1.7	Elect Director Mark S. Vidergauz	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Omnibus Stock Plan	For	Against	Management

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INFINERA CORP

Ticker: INFN Security ID: 45667G103

Meeting Date: JUN 11, 2009 Meeting Type: Annual

Record Date: APR 22, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Dan Maydan , Ph.D.	For	For	Management
2	Elect Director Jagdeep Singh	For	For	Management
3	Ratify Auditors	For	For	Management
4	Approve Repricing of Options	For	Against	Management

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INTERCONTINENTALEXCHANGE, INC.

Ticker: ICE Security ID: 45865V100

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 17, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles R. Crisp	For	For	Management
1.2	Elect Director Jean-Marc Forneri	For	For	Management
1.3	Elect Director Fred W. Hatfield	For	For	Management
1.4	Elect Director Terrence F. Martell	For	For	Management
1.5	Elect Director Sir Robert Reid	For	For	Management
1.6	Elect Director Frederic V. Salerno	For	For	Management
1.7	Elect Director Frederick W. Schoenhut	For	For	Management
1.8	Elect Director Jeffrey C. Sprecher	For	For	Management
1.9	Elect Director Judith A. Sprieser	For	For	Management
1.10	Elect Director Vincent Tese	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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INTERMUNE, INC.

Ticker: ITMN Security ID: 45884X103

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lars G. Ekman	For	For	Management
1.2	Elect Director Jonathan S. Leff	For	For	Management

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2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management

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INTUITIVE SURGICAL, INC.

Ticker:            ISRG                    Security ID: 46120E602

Meeting Date: APR 22, 2009    Meeting Type: Annual

Record Date:    FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gary S. Guthart, Ph.D.	For	For	Management
1.2	Elect Director Mark J. Rubash	For	For	Management
1.3	Elect Director Lonnie M. Smith	For	For	Management

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ISIS PHARMACEUTICALS, INC.

Ticker:            ISIS                    Security ID: 464330109

Meeting Date: JUN 2, 2009    Meeting Type: Annual

Record Date:    APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Richard D. DiMarchi	For	For	Management
1.2	Elect Director Frederick T. Muto	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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K12 INC

Ticker:           LRN                   Security ID: 48273U102

Meeting Date: NOV 21, 2008   Meeting Type: Annual

Record Date:   OCT 10, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Guillermo Bron	For	For	Management
1.2	Elect Director Steven B. Fink	For	For	Management
1.3	Elect Director Mary H. Futrell	For	For	Management
1.4	Elect Director Ronald J. Packard	For	For	Management
1.5	Elect Director Jane M. Swift	For	For	Management
1.6	Elect Director Andrew H. Tisch	For	For	Management
1.7	Elect Director Thomas J. Wilford	For	For	Management
2	Ratify Auditors	For	For	Management

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LKQ CORP.

Ticker: LKQX Security ID: 501889208

Meeting Date: MAY 11, 2009 Meeting Type: Annual

Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director A. Clinton Allen	For	For	Management
2	Elect Director Robert M. Devlin	For	For	Management
3	Elect Director Donald F. Flynn	For	For	Management
4	Elect Director Kevin F. Flynn	For	For	Management
5	Elect Director Ronald G. Foster	For	For	Management
6	Elect Director Joseph M. Holsten	For	For	Management
7	Elect Director Paul M. Meister	For	For	Management
8	Elect Director John F. O'Brien	For	For	Management
9	Elect Director William M. Webster, IV	For	For	Management
10	Ratify Auditors	For	For	Management

MASIMO CORP.

Ticker: MASI Security ID: 574795100

Meeting Date: JUN 16, 2009 Meeting Type: Annual

Record Date: APR 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Edward L. Cahill	For	For	Management
1.2	Elect Director Robert Coleman	For	For	Management
2	Ratify Auditors	For	For	Management

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MERCADOLIBRE, INC.

Ticker: MELI Security ID: 58733R102

Meeting Date: JUN 10, 2009 Meeting Type: Annual

Record Date: APR 15, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Martin de los Santos	For	For	Management
1.2	Elect Director Nicolas Galperin	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management

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MOODY'S CORPORATION

Ticker: MCO Security ID: 615369105

Meeting Date: APR 28, 2009 Meeting Type: Annual

Record Date: MAR 2, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Ewald Kist	For	For	Management
1.2	Elect Director Henry A. McKinnell, Jr.	For	For	Management
1.3	Elect Director John K. Wulff	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require Independent Board Chairman	Against	For	Shareholder
4	Stock Retention/Holding Period	Against	For	Shareholder

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MSCI INC.

Ticker: MXB Security ID: 55354G100

Meeting Date: APR 2, 2009 Meeting Type: Annual

Record Date: FEB 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kenneth M. deRegt	For	Against	Management
1.2	Elect Director Benjamin F. duPont	For	For	Management
1.3	Elect Director Henry A. Fernandez	For	Against	Management
1.4	Elect Director James P. Gorman	For	Against	Management
1.5	Elect Director Linda H. Riefler	For	Against	Management
1.6	Elect Director Scott M. Sippelle	For	For	Management
1.7	Elect Director Rodolphe M. Vallee	For	For	Management
2	Ratify Auditors	For	For	Management

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MYLAN INC.

Ticker: MYL Security ID: 628530107

Meeting Date: MAY 7, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Milan Puskar	For	For	Management
1.2	Elect Director Robert J. Coury	For	For	Management
1.3	Elect Director Wendy Cameron	For	Withhold	Management
1.4	Elect Director Neil Dimick	For	For	Management
1.5	Elect Director Douglas J. Leech	For	Withhold	Management
1.6	Elect Director Joseph C. Maroon	For	Withhold	Management
1.7	Elect Director Rodney L. Piatt	For	Withhold	Management
1.8	Elect Director C.B. Todd	For	For	Management
1.9	Elect Director Randall L. Vanderveen	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Adopt Majority Voting for Uncontested Election of Directors	None	For	Management
5	Ratify Auditors	For	For	Management

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NATIONAL OILWELL VARCO, INC.

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Ticker: NOV Security ID: 637071101

Meeting Date: MAY 13, 2009 Meeting Type: Annual

Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Merrill A. Miller, Jr.	For	For	Management
1.2	Elect Director Greg L. Armstrong	For	For	Management
1.3	Elect Director David D. Harrison	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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NUANCE COMMUNICATIONS, INC.

Ticker: NUAN Security ID: 67020Y100

Meeting Date: JAN 30, 2009 Meeting Type: Annual

Record Date: DEC 2, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Frankenberg	For	For	Management
1.2	Elect Director Patrick T. Hackett	For	For	Management
1.3	Elect Director William H. Janeway	For	For	Management
1.4	Elect Director Katharine A. Martin	For	For	Management
1.5	Elect Director Mark B. Myers	For	For	Management
1.6	Elect Director Philip J. Quigley	For	For	Management
1.7	Elect Director Paul A. Ricci	For	For	Management

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1.8	Elect Director Robert G. Teresi	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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OCEANEERING INTERNATIONAL, INC.

Ticker: OII Security ID: 675232102

Meeting Date: MAY 8, 2009 Meeting Type: Annual

Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Huff	For	For	Management
1.2	Elect Director Jerold J. DesRoche	For	For	Management
2	Ratify Auditors	For	For	Management

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PSYCHIATRIC SOLUTIONS, INC.

Ticker: PSYS Security ID: 74439H108

Meeting Date: MAY 19, 2009 Meeting Type: Annual

Record Date: MAR 26, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Christopher Grant, Jr.	For	For	Management
1.2	Elect Director David M. Dill	For	For	Management
2	Amend Non-Employee Director Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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QUANTA SERVICES, INC.

Ticker: PWR Security ID: 74762E102

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Ball	For	For	Management
1.2	Elect Director John R. Colson	For	For	Management
1.3	Elect Director J. Michal Conaway	For	For	Management
1.4	Elect Director Ralph R. Disibio	For	For	Management
1.5	Elect Director Bernard Fried	For	For	Management
1.6	Elect Director Louis C. Golm	For	For	Management
1.7	Elect Director Worthing F. Jackman	For	For	Management
1.8	Elect Director Bruce Ranck	For	For	Management
1.9	Elect Director John R. Wilson	For	For	Management
1.10	Elect Director Pat Wood, III	For	For	Management
2	Ratify Auditors	For	For	Management



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RESEARCH IN MOTION LTD

Ticker: RIM Security ID: 760975102

Meeting Date: JUL 15, 2008 Meeting Type: Annual

Record Date: MAY 27, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect James Balsillie, Mike Lazaridis, James Estill, David Kerr, Roger Martin, John Richardson, Barbara Stymiest and John Wetmore as Directors	For	For	Management
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management

-----  
RESOURCES CONNECTION, INC.

Ticker: RECN Security ID: 76122Q105

Meeting Date: OCT 17, 2008 Meeting Type: Annual

Record Date: AUG 22, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Jolene Sykes-Sarkis	For	For	Management
1.2	Elect Director Anne Shih	For	For	Management
1.3	Elect Director Robert Kisting	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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SALESFORCE.COM, INC.

Ticker: CRM Security ID: 79466L302

Meeting Date: JUL 10, 2008 Meeting Type: Annual

Record Date: MAY 20, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marc Benioff	For	For	Management
1.2	Elect Director Craig Conway	For	For	Management
1.3	Elect Director Alan Hassenfeld	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	Against	Management
4	Amend Omnibus Stock Plan	For	For	Management

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SALESFORCE.COM, INC.

Ticker: CRM Security ID: 79466L302

Meeting Date: JUN 11, 2009 Meeting Type: Annual

Record Date: APR 21, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Craig Ramsey	For	For	Management
1.2	Elect Director Sanford Robertson	For	For	Management
1.3	Elect Director Maynard Webb	For	For	Management
2	Ratify Auditors	For	For	Management

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SHAW GROUP INC., THE

Ticker: SGR Security ID: 820280105

Meeting Date: JAN 28, 2009 Meeting Type: Annual

Record Date: DEC 5, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.M. Bernhard, Jr.	For	For	Management
1.2	Elect Director James F. Barker	For	Withhold	Management
1.3	Elect Director Thos. E. Capps	For	Withhold	Management
1.4	Elect Director Daniel A. Hoffler	For	Withhold	Management
1.5	Elect Director David W. Hoyle	For	Withhold	Management
1.6	Elect Director Michael J. Mancuso	For	Withhold	Management

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1.7	Elect Director Albert D. McAlister	For	Withhold	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Adopt Policy to Obtain Shareholder Approval of Survivor Benefits	Against	For	Shareholder
5	Other Business	For	Against	Management

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SIGNATURE BANK

Ticker: SBNY Security ID: 82669G104

Meeting Date: APR 22, 2009 Meeting Type: Annual

Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kathryn A. Byrne	For	For	Management
1.2	Elect Director Alfonse M. D'Amato	For	For	Management
1.3	Elect Director Jeffrey W. Meshel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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SMITH INTERNATIONAL, INC.

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Ticker: SII Security ID: 832110100

Meeting Date: MAY 12, 2009 Meeting Type: Annual

Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert Kelley	For	For	Management
1.2	Elect Director Luiz Rodolfo Landim Machado	For	For	Management
1.3	Elect Director Doug Rock	For	For	Management
2	Ratify Auditors	For	For	Management

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SPIRIT AEROSYSTEMS HOLDINGS, INC

Ticker: SPR Security ID: 848574109

Meeting Date: APR 21, 2009 Meeting Type: Annual

Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles L. Chadwell	For	For	Management
1.2	Elect Director Ivor Evans	For	For	Management
1.3	Elect Director Paul Fulchino	For	Withhold	Management
1.4	Elect Director Richard Gephardt	For	Withhold	Management
1.5	Elect Director Robert Johnson	For	For	Management
1.6	Elect Director Ronald Kadish	For	For	Management

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1.7	Elect Director Francis Raborn	For	For	Management
1.8	Elect Director Jeffrey L. Turner	For	For	Management
1.9	Elect Director James L. Welch	For	For	Management
1.10	Elect Director Nigel Wright	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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SPX CORP.

Ticker: SPW Security ID: 784635104

Meeting Date: APR 22, 2009 Meeting Type: Annual

Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Christopher J. Kearny	For	For	Management
1.2	Elect Director Martha B. Wyrsh	For	For	Management
2	Ratify Auditors	For	For	Management

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STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

Ticker: HOT Security ID: 85590A401

Meeting Date: MAY 6, 2009 Meeting Type: Annual

Record Date: MAR 12, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Adam M. Aron	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director Thomas E. Clarke	For	For	Management
1.4	Elect Director Clayton C. Daley, Jr.	For	For	Management
1.5	Elect Director Bruce W. Duncan	For	For	Management
1.6	Elect Director Lizanne Galbreath	For	For	Management
1.7	Elect Director Eric Hippeau	For	For	Management
1.8	Elect Director Stephen R. Quazzo	For	For	Management
1.9	Elect Director Thomas O. Ryder	For	For	Management
1.10	Elect Director Frits van Paasschen	For	For	Management
1.11	Elect Director Kneeland C. Youngblood	For	For	Management
2	Ratify Auditors	For	For	Management

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STRAYER EDUCATION, INC.

Ticker: STRA Security ID: 863236105

Meeting Date: APR 28, 2009 Meeting Type: Annual

Record Date: MAR 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert S. Silberman	For	For	Management
1.2	Elect Director Dr. Charlotte F. Beason	For	For	Management
1.3	Elect Director William E. Brock	For	For	Management

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1.4	Elect Director David A. Coulter	For	For	Management
1.5	Elect Director Robert R. Grusky	For	For	Management
1.6	Elect Director Robert L. Johnson	For	Against	Management
1.7	Elect Director Todd A. Milano	For	Against	Management
1.8	Elect Director G. Thomas Waite, III	For	For	Management
1.9	Elect Director J. David Wargo	For	Against	Management
2	Ratify Auditors	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management

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THORATEC CORP.

Ticker: THOR Security ID: 885175307

Meeting Date: MAY 13, 2009 Meeting Type: Annual

Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Neil F. Dimick	For	For	Management
1.2	Elect Director Gerhard F. Burbach	For	For	Management
1.3	Elect Director J. Daniel Cole	For	For	Management
1.4	Elect Director Steven H. Collis	For	For	Management
1.5	Elect Director Elisha W. Finney	For	For	Management
1.6	Elect Director D. Keith Grossman	For	Withhold	Management
1.7	Elect Director Paul A. LaViolette	For	For	Management
1.8	Elect Director Daniel M. Mulvena	For	For	Management



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2 Ratify Auditors For For Management

-----  
TOWER GROUP, INC

Ticker: TWGP Security ID: 891777104

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 18, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jan R. Van Gorder	For	For	Management
1.2	Elect Director Austin P. Young, III	For	For	Management
2	Ratify Auditors	For	For	Management

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VERTEX PHARMACEUTICALS INC.

Ticker: VRTX Security ID: 92532F100

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roger W. Brimblecombe	For	For	Management
1.2	Elect Director Bruce I. Sachs	For	For	Management

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2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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VMWARE INC

Ticker: VMW Security ID: 928563402

Meeting Date: SEP 9, 2008 Meeting Type: Special

Record Date: AUG 7, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Stock Option Exchange Program	For	Against	Management

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VMWARE INC

Ticker: VMW Security ID: 928563402

Meeting Date: MAY 27, 2009 Meeting Type: Annual

Record Date: MAR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Ratify Auditors	For	For	Management
2	Amend Omnibus Stock Plan	For	Against	Management

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WHITING PETROLEUM CORP.

Ticker: WLL Security ID: 966387102

Meeting Date: MAY 5, 2009 Meeting Type: Annual

Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James J. Volker	For	For	Management
1.2	Elect Director William N. Hahne	For	For	Management
1.3	Elect Director Graydon D. Hubbard	For	For	Management
2	Ratify Auditors	For	For	Management

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WUXI PHARMATECH (CAYMAN) INC.

Ticker: WX Security ID: 929352102

Meeting Date: SEP 10, 2008 Meeting Type: Annual

Record Date: AUG 1, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	XIAOZHONG LIU BE AND HEREBY IS RE-ELECTED AS A DIRECTOR FOR A THREE-YEAR TERM	For	For	Management

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2 KIAN-WEE SEAH BE AND HEREBY IS For For Management  
 RE-ELECTED AS A DIRECTOR FOR A  
 THREE-YEAR TERM

3 THE CURRENT ARTICLE 80(1) BE AMENDED For For Management  
 SUCH THAT THE NUMBER OF MEMBERS TO THE  
 BOARD OF THE COMPANY SHALL BE UP TO TEN  
 (10) DIRECTORS (RATHER THAN NINE (9)  
 DIRECTORS)

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 XENOPORT, INC.

Ticker: XNPT Security ID: 98411C100

Meeting Date: MAY 7, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Catherine J. Friedman	For	For	Management
1.2	Elect Director Per G. H. Lofberg	For	For	Management
2	Ratify Auditors	For	For	Management

===== LIB ALL-STAR GRTH WEATHERBIE =====

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ACCURAY INC.

Ticker: ARAY Security ID: 004397105

Meeting Date: NOV 13, 2008 Meeting Type: Annual

Record Date: SEP 19, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Adler, Jr.	For	For	Management
1.2	Elect Director John P. Wareham	For	For	Management
2	Ratify Auditors	For	For	Management

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AFFILIATED MANAGERS GROUP, INC.

Ticker: AMG Security ID: 008252108

Meeting Date: JUN 9, 2009 Meeting Type: Annual

Record Date: APR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard E. Floor	For	For	Management
1.2	Elect Director Sean M. Healey	For	For	Management
1.3	Elect Director Harold J. Meyerman	For	Withhold	Management
1.4	Elect Director William J. Nutt	For	For	Management
1.5	Elect Director Rita M. Rodriguez	For	For	Management
1.6	Elect Director Patrick T. Ryan	For	Withhold	Management

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1.7	Elect Director Jide J. Zeitlin	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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AMERICAN REPROGRAPHICS COMPANY

Ticker: ARP Security ID: 029263100

Meeting Date: APR 30, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director K. Suriyakumar	For	For	Management
1.2	Elect Director Thomas J. Formolo	For	For	Management
1.3	Elect Director Dewitt Kerry McCluggage	For	For	Management
1.4	Elect Director James F. McNulty	For	For	Management
1.5	Elect Director Mark W. Mealy	For	For	Management
1.6	Elect Director Manuel Perez de la Mesa	For	For	Management
1.7	Elect Director Eriberto R. Scocimara	For	For	Management
2	Ratify Auditors	For	For	Management

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ANSYS, INC.

Ticker: ANSS Security ID: 03662Q105

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Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 18, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter J. Smith	For	For	Management
1.2	Elect Director Bradford C Morley	For	For	Management
1.3	Elect Director Patrick J. Zilvitis	For	For	Management
2	Ratify Auditors	For	For	Management

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AUXILIUM PHARMACEUTICALS, INC.

Ticker: AUXL Security ID: 05334D107

Meeting Date: JUN 10, 2009 Meeting Type: Annual

Record Date: APR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rolf A. Classon	For	For	Management
1.2	Elect Director Al Altomari	For	For	Management
1.3	Elect Director Armando Anido	For	For	Management
1.4	Elect Director Edwin A. Bescherer, Jr.	For	For	Management
1.5	Elect Director P.o. Chambon	For	For	Management
1.6	Elect Director Oliver S. Fetzer	For	For	Management
1.7	Elect Director Renato Fuchs	For	For	Management
1.8	Elect Director Dennis Langer	For	For	Management
1.9	Elect Director William T. McKee	For	For	Management

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2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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BIOMARIN PHARMACEUTICAL INC.

Ticker: BMRN Security ID: 09061G101

Meeting Date: MAY 12, 2009 Meeting Type: Annual

Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jean-Jacques Bienaime	For	For	Management
1.2	Elect Director Michael Grey	For	For	Management
1.3	Elect Director Elaine J. Heron, Ph.D.	For	For	Management
1.4	Elect Director Joseph Klein, III	For	For	Management
1.5	Elect Director Pierre Lapalme	For	For	Management
1.6	Elect Director V. Bryan Lawlis, Ph.D.	For	For	Management
1.7	Elect Director Alan J. Lewis, Ph.D.	For	For	Management
1.8	Elect Director Richard A. Meier	For	For	Management
2	Ratify Auditors	For	For	Management

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BJS RESTAURANTS INC



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Ticker: BJRI Security ID: 09180C106

Meeting Date: JUN 3, 2009 Meeting Type: Annual

Record Date: APR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerald W. Deitchle	For	For	Management
1.2	Elect Director James A. Dal Pozzo	For	For	Management
1.3	Elect Director J. Roger King	For	For	Management
1.4	Elect Director Shann M. Brassfield	For	For	Management
1.5	Elect Director Larry D. Bouts	For	For	Management
1.6	Elect Director John F. Grundhofer	For	Withhold	Management
1.7	Elect Director Peter A. Bassi	For	For	Management
2	Ratify Auditors	For	For	Management

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BROWN & BROWN, INC.

Ticker: BRO Security ID: 115236101

Meeting Date: APR 29, 2009 Meeting Type: Annual

Record Date: FEB 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Hyatt Brown	For	For	Management
1.2	Elect Director Samuel P. Bell, III	For	For	Management
1.3	Elect Director Hugh M. Brown	For	For	Management
1.4	Elect Director J. Powell Brown	For	For	Management

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1.5	Elect Director Bradley Currey, Jr.	For	For	Management
1.6	Elect Director Jim W. Henderson	For	For	Management
1.7	Elect Director Theodore J. Hoepner	For	For	Management
1.8	Elect Director Toni Jennings	For	For	Management
1.9	Elect Director Wendell S. Reilly	For	For	Management
1.10	Elect Director John R. Riedman	For	For	Management
1.11	Elect Director Jan E. Smith	For	For	Management
1.12	Elect Director Chilton D. Varner	For	For	Management
2	Ratify Auditors	For	For	Management

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CAPELLA EDUCATION COMPANY

Ticker: CPLA Security ID: 139594105

Meeting Date: MAY 12, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Kevin Gilligan	For	For	Management
1.2	Elect Director Mark N. Greene	For	For	Management
1.3	Elect Director Jody G. Miller	For	For	Management
1.4	Elect Director James A. Mitchell	For	For	Management
1.5	Elect Director Stephen G. Shank	For	For	Management
1.6	Elect Director Andrew M. Slavitt	For	For	Management
1.7	Elect Director David W. Smith	For	For	Management
1.8	Elect Director Jeffrey W. Taylor	For	For	Management

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1.9	Elect Director Sandra E. Taylor	For	For	Management
1.10	Elect Director Darrell R. Tukua	For	For	Management
2	Ratify Auditors	For	For	Management

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CARBO CERAMICS INC.

Ticker: CRR Security ID: 140781105

Meeting Date: MAY 19, 2009 Meeting Type: Annual

Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Chad C. Deaton	For	For	Management
1.2	Elect Director James B. Jennings	For	For	Management
1.3	Elect Director Gary A. Kolstad	For	For	Management
1.4	Elect Director H. E. Lentz, Jr.	For	For	Management
1.5	Elect Director Randy L. Limbacher	For	For	Management
1.6	Elect Director William C. Morris	For	For	Management
1.7	Elect Director Robert S. Rubin	For	Withhold	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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CARDIONET, INC.

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Ticker: BEAT Security ID: 14159L103

Meeting Date: MAY 8, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Randy H. Thurman	For	Withhold	Management
1.2	Elect Director Kirk E. Gorman	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Amend Non-Employee Director Stock Option Plan	For	Against	Management

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CBeyond, INC

Ticker: CBEY Security ID: 149847105

Meeting Date: JUN 12, 2009 Meeting Type: Annual

Record Date: APR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Directors D. Scott Luttrell	For	For	Management
1.2	Elect Directors James N. Perry, Jr.	For	Withhold	Management
1.3	Elect Directors Martin Mucci	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management

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CORE LABORATORIES N V

Ticker: CLB Security ID: N22717107

Meeting Date: JAN 29, 2009 Meeting Type: Special

Record Date: DEC 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	AUTHORIZATION OF MANAGEMENT BOARD TO REPURCHASE UP TO 25.6% OF OUR ISSUED SHARE CAPITAL UNTIL JULY 29, 2010.	For	For	Management

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CORE LABORATORIES N V

Ticker: CLB Security ID: N22717107

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 19, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Richard L. Bergmark as Supervisory Board Member	For	For	Management
1.2	Elect Alexander Vriesendorp as	For	For	Management

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Supervisory Board Member

2	Approve Financial Statements and Statutory Reports	For	For	Management
3	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital	For	For	Management
4	Authorize Board to Exclude Preemptive Rights from Issuance under Item 3	For	For	Management
5	Ratify PricewaterhouseCoopers as Auditors	For	For	Management
6	Transact Other Business	None	None	Management

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CORPORATE EXECUTIVE BOARD CO. (THE)

Ticker: EXBD Security ID: 21988R102

Meeting Date: JUN 11, 2009 Meeting Type: Annual

Record Date: APR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas L. Monahan, III	For	For	Management
1.2	Elect Director Gregor S. Bailar	For	For	Management
1.3	Elect Director Stephen M. Carter	For	For	Management
1.4	Elect Director Gordon J. Coburn	For	For	Management
1.5	Elect Director Nancy J. Karch	For	For	Management
1.6	Elect Director David W. Kenny	For	For	Management
1.7	Elect Director Daniel O. Leemon	For	For	Management

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2 Ratify Auditors For For Management

-----  
 DOLLAR TREE INC.

Ticker: DLTR Security ID: 256746108

Meeting Date: JUN 18, 2009 Meeting Type: Annual

Record Date: APR 17, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Arnold S. Barron	For	Withhold	Management
1.2	Elect Director J. Douglas Perry	For	Withhold	Management
1.3	Elect Director Thomas A. Saunders III	For	Withhold	Management
1.4	Elect Director Carl P. Zeithaml	For	Withhold	Management
2	Declassify the Board of Directors	Against	For	Shareholder

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 FASTENAL CO.

Ticker: FAST Security ID: 311900104

Meeting Date: APR 21, 2009 Meeting Type: Annual

Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Robert A. Kierlin	For	Withhold	Management
1.2	Elect Director Stephen M. Slaggie	For	Withhold	Management
1.3	Elect Director Michael M. Gostomski	For	For	Management
1.4	Elect Director Hugh L. Miller	For	For	Management
1.5	Elect Director Willard D. Oberton	For	Withhold	Management
1.6	Elect Director Michael J. Dolan	For	For	Management
1.7	Elect Director Reyne K. Wisecup	For	Withhold	Management
1.8	Elect Director Michael J. Ancius	For	For	Management
1.9	Elect Director Scott A. Satterlee	For	For	Management
2	Ratify Auditors	For	For	Management

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FINANCIAL FEDERAL CORP.

Ticker: FIF Security ID: 317492106

Meeting Date: DEC 9, 2008 Meeting Type: Annual

Record Date: OCT 15, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lawrence B. Fisher	For	For	Management
1.2	Elect Director Michael C. Palitz	For	For	Management
1.3	Elect Director Paul R. Sinsheimer	For	For	Management
1.4	Elect Director Leopold Swergold	For	For	Management
1.5	Elect Director H.E. Timanus, Jr.	For	For	Management
1.6	Elect Director Michael J. Zimmerman	For	For	Management
2	Ratify Auditors	For	For	Management



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FLIR SYSTEMS, INC.

Ticker: FLIR Security ID: 302445101

Meeting Date: MAY 1, 2009 Meeting Type: Annual

Record Date: FEB 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Earl R. Lewis	For	For	Management
1.2	Elect Director Steven E. Wynne	For	For	Management
2	Approve Qualified Employee Stock Purchase Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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FORMFACTOR, INC.

Ticker: FORM Security ID: 346375108

Meeting Date: OCT 8, 2008 Meeting Type: Special

Record Date: SEP 9, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Stock Option Exchange Program	For	Against	Management

-----  
FORMFACTOR, INC.

Ticker: FORM Security ID: 346375108

Meeting Date: MAY 20, 2009 Meeting Type: Annual

Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James A. Prestridge	For	For	Management
1.2	Elect Director Harvey A. Wagner	For	For	Management
2	Ratify Auditors	For	For	Management

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GFI GROUP INC

Ticker: GFIG Security ID: 361652209

Meeting Date: JUN 11, 2009 Meeting Type: Annual

Record Date: APR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Geoffrey Kalish	For	For	Management
2	Elect Director Frank Fanzilli, Jr.	For	For	Management
3	Ratify Auditors	For	For	Management

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4 Amend Omnibus Stock Plan For Against Management

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HIBBETT SPORTS, INC.

Ticker: HIBB Security ID: 428567101

Meeting Date: MAY 28, 2009 Meeting Type: Annual

Record Date: MAR 31, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Terrance G. Finley	For	For	Management
1.2	Elect Director Alton E. Yother	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management

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HITTITE MICROWAVE CORPORATION

Ticker: HITT Security ID: 43365Y104

Meeting Date: MAY 7, 2009 Meeting Type: Annual

Record Date: APR 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen G. Daly	For	For	Management

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1.2	Elect Director Ernest L. Godshalk	For	For	Management
1.3	Elect Director Rick D. Hess	For	For	Management
1.4	Elect Director Adrienne M. Markham	For	For	Management
1.5	Elect Director Brian P. McAloon	For	For	Management
1.6	Elect Director Cosmo S. Trapani	For	For	Management
1.7	Elect Director Franklin Weigold	For	For	Management
2	Ratify Auditors	For	For	Management

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I-FLOW CORPORATION

Ticker: IFLO Security ID: 449520303

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: APR 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James J. Dal Porto	For	Withhold	Management
1.2	Elect Director Jack H. Halperin	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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IHS INC.

Ticker: IHS Security ID: 451734107

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Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ruann F. Ernst	For	For	Management
1.2	Elect Director Christoph v. Grolman	For	For	Management
1.3	Elect Director Richard W. Roedel	For	For	Management
2	Ratify Auditors	For	For	Management

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ITC HOLDINGS CORP

Ticker: ITC Security ID: 465685105

Meeting Date: MAY 20, 2009 Meeting Type: Annual

Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward G. Jepsen	For	For	Management
1.2	Elect Director Richard D. McLellan	For	For	Management
1.3	Elect Director William J. Museler	For	For	Management
1.4	Elect Director Hazel R. O Leary	For	For	Management
1.5	Elect Director Gordon Bennett Stewart	For	For	Management
1.6	Elect Director Lee C. Stewart	For	For	Management
1.7	Elect Director Joseph L. Welch	For	For	Management
2	Ratify Auditors	For	For	Management

KAYDON CORP.

Ticker: KDN Security ID: 486587108

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mark A. Alexander	For	Withhold	Management
1.2	Elect Director David A. Brandon	For	Withhold	Management
1.3	Elect Director Patrick P. Coyne	For	For	Management
1.4	Elect Director William K. Gerber	For	For	Management
1.5	Elect Director Timothy J. O'Donovan	For	For	Management
1.6	Elect Director James O'Leary	For	For	Management
1.7	Elect Director Thomas C. Sullivan	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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LIFE TIME FITNESS, INC.

Ticker: LTM Security ID: 53217R207

Meeting Date: APR 23, 2009 Meeting Type: Annual

Record Date: FEB 26, 2009

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#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bahram Akradi	For	For	Management
1.2	Elect Director Giles H. Bateman	For	For	Management
1.3	Elect Director Guy C. Jackson	For	For	Management
1.4	Elect Director Martha A. Morfitt	For	For	Management
1.5	Elect Director John B. Richards	For	For	Management
1.6	Elect Director Joseph S. Vassalluzzo	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management

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LINCARE HOLDINGS, INC.

Ticker: LNCR Security ID: 532791100

Meeting Date: MAY 11, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John P. Byrnes	For	For	Management
1.2	Elect Director Stuart H. Altman, Ph.D.	For	For	Management
1.3	Elect Director Chester B. Black	For	For	Management
1.4	Elect Director Frank D. Byrne, M.D.	For	For	Management
1.5	Elect Director William F. Miller, III	For	For	Management
2	Approve Qualified Employee Stock Purchase Plan	For	For	Management

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3 Ratify Auditors For For Management

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LKQ CORP.

Ticker: LKQX Security ID: 501889208

Meeting Date: MAY 11, 2009 Meeting Type: Annual

Record Date: MAR 13, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director A. Clinton Allen	For	For	Management
2	Elect Director Robert M. Devlin	For	For	Management
3	Elect Director Donald F. Flynn	For	For	Management
4	Elect Director Kevin F. Flynn	For	For	Management
5	Elect Director Ronald G. Foster	For	For	Management
6	Elect Director Joseph M. Holsten	For	For	Management
7	Elect Director Paul M. Meister	For	For	Management
8	Elect Director John F. O'Brien	For	For	Management
9	Elect Director William M. Webster, IV	For	For	Management
10	Ratify Auditors	For	For	Management

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MARTEK BIOSCIENCES CORP.



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Ticker: MATK Security ID: 572901106

Meeting Date: MAR 19, 2009 Meeting Type: Annual

Record Date: JAN 21, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Elect Director Harry J. D'Andrea	For	For	Management
2	Elect Director James R. Beery	For	For	Management
3	Elect Director Michael G. Devine	For	For	Management
4	Elect Director Steve Dubin	For	For	Management
5	Elect Director Robert J. Flanagan	For	For	Management
6	Elect Director Polly B. Kawalek	For	For	Management
7	Elect Director Jerome C. Keller	For	For	Management
8	Elect Director Douglas J. MacMaster, Jr.	For	For	Management
9	Elect Director Robert H. Mayer	For	For	Management
10	Elect Director Eugene H. Rotberg	For	For	Management
11	Ratify Auditors	For	For	Management

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MASIMO CORP.

Ticker: MASI Security ID: 574795100

Meeting Date: JUN 16, 2009 Meeting Type: Annual

Record Date: APR 24, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
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1.1	Elect Director Edward L. Cahill	For	For	Management
1.2	Elect Director Robert Coleman	For	For	Management
2	Ratify Auditors	For	For	Management

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MONOTYPE IMAGING HOLDINGS INC

Ticker: TYPE Security ID: 61022P100

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. Bruce Johnston	For	For	Management
1.2	Elect Director Pamela F. Lenehan	For	For	Management

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MONSTER WORLDWIDE, INC.

Ticker: MWW Security ID: 611742107

Meeting Date: JUN 22, 2009 Meeting Type: Annual

Record Date: APR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Salvatore Iannuzzi	For	For	Management

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1.2	Elect Director Robert J. Chrenc	For	For	Management
1.3	Elect Director John Gaulding	For	For	Management
1.4	Elect Director Edmund P. Giambastiani, Jr.	For	For	Management
1.5	Elect Director Ronald J. Kramer	For	For	Management
1.6	Elect Director Roberto Tunioli	For	For	Management
1.7	Elect Director Timothy T. Yates	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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NATCO GROUP, INC.

Ticker: NTG Security ID: 63227W203

Meeting Date: MAY 19, 2009 Meeting Type: Annual

Record Date: MAR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Keith K. Allan	For	Withhold	Management
1.2	Elect Director George K. Hickox, Jr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management

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NATIONAL INSTRUMENTS CORP.

Ticker: NATI Security ID: 636518102

Meeting Date: MAY 12, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Duy-Loan T. Le	For	For	Management

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NEUSTAR, INC

Ticker: NSR Security ID: 64126X201

Meeting Date: JUN 24, 2009 Meeting Type: Annual

Record Date: APR 27, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ross K. Ireland	For	For	Management
1.2	Elect Director Paul A. Lacouture	For	For	Management
1.3	Elect Director Michael J. Rowny	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management

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OPTIONSPRESS HOLDINGS, INC.

Ticker: OXPS Security ID: 684010101

Meeting Date: JUN 2, 2009 Meeting Type: Annual

Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard L. Draft	For	For	Management
1.2	Elect Director Bruce R. Evans	For	For	Management
2	Ratify Auditors	For	For	Management

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PATTERSON-UTI ENERGY INC.

Ticker: PTEN Security ID: 703481101

Meeting Date: JUN 3, 2009 Meeting Type: Annual

Record Date: APR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mark S. Siegel	For	For	Management
1.2	Elect Director Kenneth N. Berns	For	For	Management
1.3	Elect Director Charles O. Buckner	For	For	Management
1.4	Elect Director Curtis W. Huff	For	For	Management
1.5	Elect Director Terry H. Hunt	For	For	Management
1.6	Elect Director Kenneth R. Peak	For	For	Management

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1.7	Elect Director Cloyce A. Talbott	For	For	Management
2	Ratify Auditors	For	For	Management

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PHILLIPS-VAN HEUSEN CORP.

Ticker: PVH Security ID: 718592108

Meeting Date: JUN 25, 2009 Meeting Type: Annual

Record Date: APR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mary Baglivo	For	For	Management
1.2	Elect Director Emanuel Chirico	For	For	Management
1.3	Elect Director Edward H. Cohen	For	For	Management
1.4	Elect Director Joseph B. Fuller	For	For	Management
1.5	Elect Director Margaret L. Jenkins	For	For	Management
1.6	Elect Director Bruce Maggin	For	For	Management
1.7	Elect Director V. James Marino	For	For	Management
1.8	Elect Director Henry Nasella	For	For	Management
1.9	Elect Director Rita M. Rodriguez	For	For	Management
1.10	Elect Director Craig Rydin	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management

POLYCOM, INC.

Ticker: PLCM Security ID: 73172K104

Meeting Date: MAY 27, 2009 Meeting Type: Annual

Record Date: APR 10, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert C. Hagerty	For	For	Management
1.2	Elect Director Michael R. Kourey	For	For	Management
1.3	Elect Director Betsy S. Atkins	For	For	Management
1.4	Elect Director David G. Dewalt	For	For	Management
1.5	Elect Director John A. Kelley, Jr.	For	For	Management
1.6	Elect Director D. Scott Mercer	For	For	Management
1.7	Elect Director William A. Owens	For	For	Management
1.8	Elect Director Kevin T. Parker	For	For	Management
2	Approve Option Exchange Program	For	For	Management
3	Ratify Auditors	For	For	Management

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PSS WORLD MEDICAL, INC.

Ticker: PSSI Security ID: 69366A100

Meeting Date: AUG 21, 2008 Meeting Type: Annual

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Record Date: JUN 23, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles E. Adair	For	For	Management
1.2	Elect Director Alvin R. Carpenter	For	For	Management
1.3	Elect Director Stephen H. Rogers	For	For	Management

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RESMED, INC.

Ticker: RMD Security ID: 761152107

Meeting Date: NOV 20, 2008 Meeting Type: Annual

Record Date: SEP 24, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Christopher G. Roberts	For	Withhold	Management
1.2	Elect Director John Wareham	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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RESOURCES CONNECTION, INC.

Ticker: RECN Security ID: 76122Q105



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Meeting Date: OCT 17, 2008 Meeting Type: Annual

Record Date: AUG 22, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jolene Sykes-Sarkis	For	For	Management
1.2	Elect Director Anne Shih	For	For	Management
1.3	Elect Director Robert Kistingner	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Qualified Employee Stock Purchase Plan	For	For	Management
4	Ratify Auditors	For	For	Management

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RITCHIE BROS. AUCTIONEERS INCORPORATED

Ticker: RBA Security ID: 767744105

Meeting Date: APR 17, 2009 Meeting Type: Annual

Record Date: MAR 6, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert Waugh Murdoch	For	For	Management
1.2	Elect Director Peter James Blake	For	For	Management
1.3	Elect Director Eric Patel	For	For	Management
1.4	Elect Director Beverley Anne Briscoe	For	For	Management
1.5	Elect Director Edward Baltazar Pitoniak	For	For	Management
1.6	Elect Director Christopher Zimmerman	For	For	Management

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1.7	Elect Director James Michael Micali	For	For	Management
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management

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SIGNATURE BANK

Ticker: SBNY Security ID: 82669G104

Meeting Date: APR 22, 2009 Meeting Type: Annual

Record Date: FEB 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kathryn A. Byrne	For	For	Management
1.2	Elect Director Alfonse M. D'Amato	For	For	Management
1.3	Elect Director Jeffrey W. Meshel	For	For	Management
2	Ratify Auditors	For	For	Management
3	Advisory Vote to Ratify Named Executive Officers' Compensation	For	For	Management

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SOLERA HOLDINGS, INC.

Ticker: SLH Security ID: 83421A104

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Meeting Date: NOV 12, 2008 Meeting Type: Annual

Record Date: OCT 1, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Tony Aquila	For	For	Management
1.2	Elect Director Philip A. Canfield	For	For	Management
1.3	Elect Director Arthur F. Kingsbury	For	For	Management
1.4	Elect Director Jerrell W. Shelton	For	For	Management
1.5	Elect Director Stuart J. Yarbrough	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

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SRA INTERNATIONAL, INC.

Ticker: SRX Security ID: 78464R105

Meeting Date: OCT 30, 2008 Meeting Type: Annual

Record Date: SEP 1, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Barter	For	For	Management
1.2	Elect Director Larry R. Ellis	For	For	Management
1.3	Elect Director Miles R. Gilburne	For	For	Management
1.4	Elect Director Gail R. Wilensky	For	For	Management
2	Ratify Auditors	For	For	Management

STANTEC INC.

Ticker: STN Security ID: 85472N109

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Bradshaw	For	For	Management
1.2	Elect Director David L. Emerson	For	For	Management
1.3	Elect Director Anthony P. Franceschini	For	For	Management
1.4	Elect Director Robert J. Gomes	For	For	Management
1.5	Elect Director Susan E. Hartman	For	For	Management
1.6	Elect Director Aram H. Keith	For	For	Management
1.7	Elect Director Ivor M. Ruste	For	For	Management
1.8	Elect Director Ronald Triffo	For	For	Management
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	For	For	Management

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STERICYCLE, INC.

Ticker: SRCL Security ID: 858912108

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Meeting Date: MAY 28, 2009 Meeting Type: Annual

Record Date: APR 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mark C. Miller	For	For	Management
1.2	Elect Director Jack W. Schuler	For	For	Management
1.3	Elect Director Thomas D. Brown	For	For	Management
1.4	Elect Director Rod F. Dammeyer	For	For	Management
1.5	Elect Director William K. Hall	For	For	Management
1.6	Elect Director Jonathan T. Lord, M.D.	For	For	Management
1.7	Elect Director John Patience	For	For	Management
1.8	Elect Director Ronald G. Spaeth	For	For	Management
2	Ratify Auditors	For	For	Management

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SURMODICS, INC.

Ticker: SRDX Security ID: 868873100

Meeting Date: FEB 2, 2009 Meeting Type: Annual

Record Date: DEC 8, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce J Barclay	For	For	Management
1.2	Elect Director Jose H. Bedoya	For	For	Management
1.3	Elect Director John A. Meslow	For	Withhold	Management
2	Fix Number of Directors at Ten	For	For	Management

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3	Ratify Auditors	For	For	Management
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TEXAS ROADHOUSE, INC.

Ticker: TXRH Security ID: 882681109

Meeting Date: MAY 21, 2009 Meeting Type: Annual

Record Date: MAR 23, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Martin T. Hart	For	For	Management
1.2	Elect Director W. Kent Taylor	For	For	Management
2	Ratify Auditors	For	For	Management

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THOR INDUSTRIES, INC.

Ticker: THO Security ID: 885160101

Meeting Date: DEC 9, 2008 Meeting Type: Annual

Record Date: OCT 16, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Wade F.B. Thompson	For	For	Management
1.2	Elect Director Jan H. Suwinski	For	For	Management

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2 Approve Executive Incentive Bonus Plan For For Management

-----  
 TRANSDIGM GROUP INC.

Ticker: TDG Security ID: 893641100

Meeting Date: JUL 29, 2008 Meeting Type: Special

Record Date: JUN 3, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Amend Omnibus Stock Plan	For	Against	Management

-----  
 TRANSDIGM GROUP INC.

Ticker: TDG Security ID: 893641100

Meeting Date: FEB 17, 2009 Meeting Type: Annual

Record Date: JAN 5, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Nicholas Howley	For	Withhold	Management
1.2	Elect Director David A. Barr	For	Withhold	Management
1.3	Elect Director Dudley P. Sheffler	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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ULTA SALON, COSMETICS & FRAGRANCE, INC.

Ticker: ULTA Security ID: 90384S303

Meeting Date: JUN 17, 2009 Meeting Type: Annual

Record Date: APR 20, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herve J.f. Defforey	For	For	Management
1.2	Elect Director Robert F. DiRomualdo	For	For	Management
1.3	Elect Director Lorna E. Nagler	For	For	Management
2	Ratify Auditors	For	For	Management

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UNITED THERAPEUTICS CORP.

Ticker: UTHR Security ID: 91307C102

Meeting Date: JUN 26, 2009 Meeting Type: Annual

Record Date: APR 30, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ray Kurzweil	For	Withhold	Management
1.2	Elect Director Martine Rothblatt, Ph.D.	For	Withhold	Management



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1.3	Elect Director Louis Sullivan, M.D.	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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UTI WORLDWIDE INC.

Ticker: UTIW Security ID: G87210103

Meeting Date: JUN 8, 2009 Meeting Type: Annual

Record Date: MAY 1, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.01	Elect Brian D. Belchers as a Class C Director	For	For	Management
1.02	Elect Roger I. MacFarlane as a Class C Director	For	For	Management
1.03	Elect Matthys J. Wessels as a Class C Director	For	For	Management
2	Ratify Deloitte & Touche LLP as Auditors	For	For	Management
3	Approve 2009 Long-Term Incentive Plan	For	For	Management
4	Approve Executive Incentive Plan	For	For	Management
5	Transact Other Business (Non-Voting)	None	None	Management

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VCA ANTECH, INC.

Ticker: WOLF Security ID: 918194101

Meeting Date: JUN 1, 2009 Meeting Type: Annual

Record Date: APR 3, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John M. Baumer	For	Withhold	Management
1.2	Elect Director Frank Reddick	For	Withhold	Management
2	Ratify Auditors	For	For	Management

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VISTAPRINT LIMITED

Ticker: VPRF Security ID: G93762204

Meeting Date: NOV 7, 2008 Meeting Type: Annual

Record Date: SEP 12, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	ELECT DIRECTOR ROBERT KEANE	For	For	Management
1.2	ELECT DIRECTOR DANIEL CIPORIN	For	Withhold	Management
2	TO APPROVE THE COMPANY S SECOND AMENDED AND RESTATED BYE-LAWS.	For	For	Management
3	TO RATIFY AND APPROVE THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY S INDEPENDENT REGISTERED PUBLIC	For	For	Management

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ACCOUNTING FIRM FOR THE FISCAL YEAR

ENDING JUNE 30, 2009.

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WASTE CONNECTIONS, INC.

Ticker: WCN Security ID: 941053100

Meeting Date: MAY 14, 2009 Meeting Type: Annual

Record Date: MAR 16, 2009

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael W. Harlan	For	For	Management
1.2	Elect Director William J. Razzouk	For	For	Management
2	Ratify Auditors	For	For	Management

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WUXI PHARMATECH (CAYMAN) INC.

Ticker: WX Security ID: 929352102

Meeting Date: SEP 10, 2008 Meeting Type: Annual

Record Date: AUG 1, 2008

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	XIAOZHONG LIU BE AND HEREBY IS	For	For	Management

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RE-ELECTED AS A DIRECTOR FOR A

THREE-YEAR TERM

2 KIAN-WEE SEAH BE AND HEREBY IS For For Management

RE-ELECTED AS A DIRECTOR FOR A

THREE-YEAR TERM

3 THE CURRENT ARTICLE 80(1) BE AMENDED For For Management

SUCH THAT THE NUMBER OF MEMBERS TO THE

BOARD OF THE COMPANY SHALL BE UP TO TEN

(10) DIRECTORS (RATHER THAN NINE (9)

DIRECTORS)

===== LIBERTY ALL-STAR GROWTH FUND, INC. =====

There is no proxy voting activity for the fund, as the fund did not hold any votable positions during the reporting period.

===== END NPX REPORT

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**SIGNATURE**

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.

**Liberty All-Star Growth Fund, Inc.**

By: **/s/ William Parmentier, Jr.  
William Parmentier, Jr.  
President**

Date: August 12, 2009