

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

CORNERSTONE TOTAL RETURN FUND INC
Form N-PX
August 17, 2005

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF
REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number: 811-02363

Cornerstone Total Return Fund, Inc.
(Exact name of Registrant as specified in charter)

383 Madison Avenue
New York, New York 10179
(Address of principal executive offices)

Cornerstone Total Return Fund, Inc.
383 Madison Avenue
New York, New York 10179
(Name and address of agent for service)

Registrant's telephone number: 212-272-3550

Date of fiscal year end: December 31

Date of reporting period: July 1, 2004 - June 30, 2005

===== CORNERSTONE TOTAL RETURN FUND, INC. =====

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

ICA File Number: 811-02363
Reporting Period: 07/01/2004 - 06/30/2005
Cornerstone Total Return Fund, Inc.

===== CORNERSTONE TOTAL RETURN FUND, INC. =====

3M CO

Ticker: MMM Security ID: 88579Y101

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: MAY 10, 2005 Meeting Type: Annual
 Record Date: MAR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Vance D. Coffman	For	For	Management
1.2	Elect Director Rozanne L. Ridgway	For	For	Management
1.3	Elect Director Louis W. Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Eliminate Animal Testing	Against	Against	Shareholder
5	Implement China Principles	Against	Against	Shareholder

ADAMS EXPRESS CO., THE

Ticker: ADX Security ID: 006212104
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: MAR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Enrique R. Arzac	For	For	Management
1.2	Elect Director Phyllis O. Bonanno	For	For	Management
1.3	Elect Director Daniel E. Emerson	For	For	Management
1.4	Elect Director Thomas H. Lenagh	For	For	Management
1.5	Elect Director W.D. Maccallan	For	For	Management
1.6	Elect Director Kathleen T. Mcgahran	For	For	Management
1.7	Elect Director Douglas G. Ober*	For	For	Management
1.8	Elect Director Landon Peters	For	For	Management
1.9	Elect Director John J. Roberts	For	For	Management
1.10	Elect Director Susan C. Schwab	For	For	Management
1.11	Elect Director Robert J.M. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management

AETNA INC.

Ticker: AET Security ID: 00817Y108
 Meeting Date: APR 29, 2005 Meeting Type: Annual
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Betsy Z. Cohen	For	For	Management
1.2	Elect Director Barbara Hackman Franklin	For	For	Management
1.3	Elect Director Jeffrey E. Garten	For	For	Management
1.4	Elect Director Earl G. Graves	For	For	Management
1.5	Elect Director Gerald Greenwald	For	For	Management
1.6	Elect Director Ellen M. Hancock	For	For	Management
1.7	Elect Director Michael H. Jordan	For	For	Management
1.8	Elect Director Edward J. Ludwig	For	For	Management
1.9	Elect Director Joseph P. Newhouse	For	For	Management
1.10	Elect Director John W. Rowe, M.D.	For	For	Management
1.11	Elect Director Ronald A. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management
5	Restore or Provide for Cumulative Voting	Against	For	Shareholder
6	Expense Stock Options	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

AFLAC INCORPORATED

Ticker: AFL Security ID: 001055102
 Meeting Date: MAY 2, 2005 Meeting Type: Annual
 Record Date: FEB 23, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. Amos	For	For	Management
1.2	Elect Director John Shelby Amos II	For	For	Management
1.3	Elect Director Michael H. Armacost	For	For	Management
1.4	Elect Director Kriss Cloninger III	For	For	Management
1.5	Elect Director Joe Frank Harris	For	For	Management
1.6	Elect Director Elizabeth J. Hudson	For	For	Management
1.7	Elect Director Kenneth S. Janke Sr.	For	For	Management
1.8	Elect Director Douglas W. Johnson	For	For	Management
1.9	Elect Director Robert B. Johnson	For	For	Management
1.10	Elect Director Charles B. Knapp	For	For	Management
1.11	Elect Director Hidefumi Matsui	For	For	Management
1.12	Elect Director E. Stephen Purdom, M.D.	For	For	Management
1.13	Elect Director Barbara K. Rimer, Ph.D.	For	For	Management
1.14	Elect Director Marvin R. Schuster	For	For	Management
1.15	Elect Director David Gary Thompson	For	For	Management
1.16	Elect Director Tohru Tonoike	For	For	Management
1.17	Elect Director Robert L. Wright	For	For	Management
2	Ratify Auditors	For	For	Management

AGERE SYSTEMS INC

Ticker: AGR Security ID: 00845V100
 Meeting Date: FEB 17, 2005 Meeting Type: Annual
 Record Date: DEC 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard S. Hill	For	Withhold	Management
1.2	Elect Director Arun Netravali	For	For	Management
1.3	Elect Director Harold A. Wagner	For	Withhold	Management
2	Reclassify Common Stock and Class B Stock into a Single Class	For	For	Management
3	Approve Reverse Stock Split	For	For	Management
4	Approve Reverse Stock Split	For	For	Management
5	Approve Reverse Stock Split	For	For	Management
6	Approve Reverse Stock Split	For	For	Management
7	Amend Articles to Make Administrative Changes	For	For	Management

AGILENT TECHNOLOGIES INC.

Ticker: A Security ID: 00846U101
 Meeting Date: MAR 1, 2005 Meeting Type: Annual
 Record Date: JAN 3, 2005

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

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect	Director Heidi Kunz	For	For	Management
1.2	Elect	Director David M. Lawrence, M.D.	For	For	Management
1.3	Elect	Director A. Barry Rand	For	For	Management
2	Ratify	Auditors	For	For	Management
3	Amend	Executive Incentive Bonus Plan	For	For	Management

AIR PRODUCTS & CHEMICALS, INC.

Ticker: APD Security ID: 009158106
 Meeting Date: JAN 27, 2005 Meeting Type: Annual
 Record Date: NOV 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Donahue	For	For	Management
1.2	Elect Director Ursula F. Fairbairn	For	For	Management
1.3	Elect Director John P. Jones III	For	For	Management
1.4	Elect Director Lawrence S. Smith	For	For	Management
2	Ratify Auditors	For	For	Management

ALBERTSON'S, INC.

Ticker: ABS Security ID: 013104104
 Meeting Date: JUN 2, 2005 Meeting Type: Annual
 Record Date: APR 13, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Henry I. Bryant	For	Withhold	Management
1.2	Elect Director Bonnie G. Hill	For	Withhold	Management
1.3	Elect Director Lawrence R. Johnston	For	Withhold	Management
1.4	Elect Director Kathi P. Siefert	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Adopt Simply Majority Vote Requirement	Against	For	Shareholder
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Performance- Based/Indexed Options	Against	For	Shareholder

ALCAN INC.

Ticker: AL Security ID: 013716105
 Meeting Date: APR 28, 2005 Meeting Type: Annual/Special
 Record Date: MAR 2, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Berger	For	For	Management
1.2	Elect Director L.D. Desautels	For	For	Management
1.3	Elect Director T. Engen	For	For	Management
1.4	Elect Director L.Y. Fortier	For	For	Management
1.5	Elect Director J.-P. Jacamon	For	For	Management
1.6	Elect Director W.R. Loomis	For	For	Management
1.7	Elect Director Y. Mansion	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.8	Elect Director C. Morin-Postel	For	For	Management
1.9	Elect Director H. Onno Ruding	For	For	Management
1.10	Elect Director G. Sainte-Pierre	For	For	Management
1.11	Elect Director G. Schulmeyer	For	For	Management
1.12	Elect Director P.M. Tellier	For	For	Management
1.13	Elect Director M.K. Wong	For	For	Management
2	Ratify PricewaterhouseCoopers LLP as Auditors	For	For	Management
3	Reconfirm Shareholder Rights Plan (Poison Pill)	For	For	Management
4	Amend Executive Share Option Plan	For	For	Management

ALCOA INC.

Ticker: AA Security ID: 013817101
 Meeting Date: APR 22, 2005 Meeting Type: Annual
 Record Date: JAN 24, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joseph T. Gorman	For	For	Management
1.2	Elect Director Klaus Kleinfeld	For	For	Management
2	Ratify Auditors	For	For	Management

ALLSTATE CORP., THE

Ticker: ALL Security ID: 020002101
 Meeting Date: MAY 17, 2005 Meeting Type: Annual
 Record Date: MAR 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. Duane Ackerman	For	For	Management
1.2	Elect Director James G. Andress	For	For	Management
1.3	Elect Director Edward A. Brennan	For	For	Management
1.4	Elect Director W. James Farrell	For	For	Management
1.5	Elect Director Jack M. Greenberg	For	For	Management
1.6	Elect Director Ronald T. LeMay	For	For	Management
1.7	Elect Director Edward M. Liddy	For	For	Management
1.8	Elect Director J. Christopher Reyes	For	For	Management
1.9	Elect Director H. John Riley, Jr.	For	For	Management
1.10	Elect Director Joshua I. Smith	For	For	Management
1.11	Elect Director Judith A. Spriesser	For	For	Management
1.12	Elect Director Mary Alice Taylor	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder

ALTRIA GROUP, INC.

Ticker: MO Security ID: 02209S103
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Elizabeth E. Bailey	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect Director Harold Brown	For	For	Management
1.3	Elect Director Mathis Cabiallavetta	For	For	Management
1.4	Elect Director Louis C. Camilleri	For	For	Management
1.5	Elect Director J. Dudley Fishburn	For	For	Management
1.6	Elect Director Robert E. R. Huntley	For	For	Management
1.7	Elect Director Thomas W. Jones	For	Withhold	Management
1.8	Elect Director George Munoz	For	For	Management
1.9	Elect Director Lucio A. Noto	For	For	Management
1.10	Elect Director John S. Reed	For	For	Management
1.11	Elect Director Carlos Slim Helu	For	For	Management
1.12	Elect Director Stephen M. Wolf	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Amend Non-Employee Director Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Eliminate Animal Testing	Against	Against	Shareholder
6	Product Warnings for Pregnant Women	Against	Against	Shareholder
7	Cease Use of Light and Ultra Light in Cigarette Marketing	Against	Against	Shareholder
8	Apply Fire Safety Standards for Cigarettes	Against	Against	Shareholder

AMERICAN ELECTRIC POWER CO.

Ticker: AEP Security ID: 025537101
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 2, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.R. Brooks	For	Withhold	Management
1.2	Elect Director Donald M. Carlton	For	For	Management
1.3	Elect Director John P. DesBarres	For	For	Management
1.4	Elect Director Robert W. Fri	For	For	Management
1.5	Elect Director William R. Howell	For	For	Management
1.6	Elect Director Lester A. Hudson, Jr.	For	For	Management
1.7	Elect Director Michael G. Morris	For	For	Management
1.8	Elect Director Lionel L. Nowell III	For	For	Management
1.9	Elect Director Richard L. Sandor	For	For	Management
1.10	Elect Director Donald G. Smith	For	For	Management
1.11	Elect Director Kathryn D. Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Submit Executive Retirement Plan to Shareholder Vote	Against	For	Shareholder

AMERICAN EXPRESS CO.

Ticker: AXP Security ID: 025816109
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel F. Akerson	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director William G. Bowen	For	For	Management
1.4	Elect Director Ursula M. Burns	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.5	Elect	Director	Kenneth I. Chenault	For	For	Management
1.6	Elect	Director	Peter R. Dolan	For	For	Management
1.7	Elect	Director	Vernon E. Jordan, Jr.	For	For	Management
1.8	Elect	Director	Jan Leschly	For	For	Management
1.9	Elect	Director	Richard A. McGinn	For	For	Management
1.10	Elect	Director	Edward D. Miller	For	For	Management
1.11	Elect	Director	Frank P. Popoff	For	For	Management
1.12	Elect	Director	Robert D. Walter	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Company-Specific--Compensation-Related			Against	Against	Shareholder
4	Report on Political Contributions			Against	Against	Shareholder

AMGEN, INC.

Ticker: AMGN Security ID: 031162100
 Meeting Date: MAY 11, 2005 Meeting Type: Annual
 Record Date: MAR 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dr. David Baltimore	For	For	Management
1.2	Elect Director Ms. Judith C. Pelham	For	For	Management
1.3	Elect Director Mr. Kevin W. Sharer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Eliminate Animal Testing	Against	Against	Shareholder
4	Review/Limit Executive Compensation	Against	Against	Shareholder
5	Adopt Retention Ratio for Executives	Against	For	Shareholder

AMSOUTH BANCORPORATION

Ticker: ASO Security ID: 032165102
 Meeting Date: APR 21, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.W. Davenport, Jr.	For	For	Management
1.2	Elect Director James R. Malone	For	For	Management
1.3	Elect Director Ronald L. Kuehn, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Political Contributions	Against	Against	Shareholder

ANADARKO PETROLEUM CORP.

Ticker: APC Security ID: 032511107
 Meeting Date: MAY 12, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Butler	For	For	Management
1.2	Elect Director Preston M. Geren III	For	For	Management
1.3	Elect Director John R. Gordon	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

ANALOG DEVICES, INC.

Ticker: ADI Security ID: 032654105
 Meeting Date: MAR 8, 2005 Meeting Type: Annual
 Record Date: JAN 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John L. Doyle	For	For	Management
1.2	Elect Director Christine King	For	For	Management
1.3	Elect Director Ray Stata	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder

ANHEUSER-BUSCH COMPANIES, INC.

Ticker: BUD Security ID: 035229103
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Jacob	For	For	Management
1.2	Elect Director Charles F. Knight	For	For	Management
1.3	Elect Director Joyce M. Roche	For	For	Management
1.4	Elect Director Henry Hugh Shelton	For	For	Management
1.5	Elect Director Patrick T. Stokes	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management

APPLE COMPUTER, INC.

Ticker: AAPL Security ID: 037833100
 Meeting Date: APR 21, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fred D. Anderson	For	For	Management
1.2	Elect Director William V. Campbell	For	For	Management
1.3	Elect Director Millard S. Drexler	For	For	Management
1.4	Elect Director Albert A. Gore, Jr.	For	For	Management
1.5	Elect Director Steven P. Jobs	For	For	Management
1.6	Elect Director Arthur D. Levinson	For	For	Management
1.7	Elect Director Jerome B. York	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management
5	Ratify Auditors	For	For	Management
6	Performance- Based/Indexing Options	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

APPLIED MATERIALS, INC.

Ticker: AMAT Security ID: 038222105
 Meeting Date: MAR 23, 2005 Meeting Type: Annual
 Record Date: JAN 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael H. Armacost	For	For	Management
1.2	Elect Director Deborah E. Coleman	For	For	Management
1.3	Elect Director Herbert M. Dwight, Jr.	For	For	Management
1.4	Elect Director Philip V. Gerdine	For	For	Management
1.5	Elect Director Paul R. Low	For	For	Management
1.6	Elect Director Dan Maydan	For	For	Management
1.7	Elect Director Steven L. Miller	For	For	Management
1.8	Elect Director James C. Morgan	For	For	Management
1.9	Elect Director Gerhard H. Parker	For	For	Management
1.10	Elect Director Willem P. Roelandts	For	For	Management
1.11	Elect Director Michael R. Splinter	For	For	Management
2	Ratify Auditors	For	For	Management

ARCHER-DANIELS-MIDLAND COMPANY

Ticker: ADM Security ID: 039483102
 Meeting Date: NOV 4, 2004 Meeting Type: Annual
 Record Date: SEP 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G. Allen Andreas	For	For	Management
1.2	Elect Director Alan L. Boeckmann	For	For	Management
1.3	Elect Director Mollie Hale Carter	For	For	Management
1.4	Elect Director Roger S. Joslin	For	For	Management
1.5	Elect Director Patrick J. Moore	For	For	Management
1.6	Elect Director M. Brian Mulrone	For	For	Management
1.7	Elect Director Thomas F. O'Neill	For	For	Management
1.8	Elect Director O.G. Webb	For	For	Management
1.9	Elect Director Kelvin R. Westbrook	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Approve Employee Stock Purchase Plan	For	For	Management
4	Report on Genetically Engineered Products	Against	Against	Shareholder

AT&T CORP.

Ticker: T Security ID: 001957505
 Meeting Date: JUN 30, 2005 Meeting Type: Annual
 Record Date: MAY 27, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	For	Management
3.1	Elect Director William F. Aldinger	For	For	Management
3.2	Elect Director Kenneth T. Derr	For	For	Management
3.3	Elect Director D.W. Dorman	For	For	Management
3.4	Elect Director M.K. Eickhoff-Smith	For	For	Management
3.5	Elect Director H.L. Henkel	For	For	Management
3.6	Elect Director F.C. Herringer	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

3.7	Elect Director Jon C. Madonna	For	For	Management
3.8	Elect Director Donald F. McHenry	For	For	Management
3.9	Elect Director Tony L. White	For	Withhold	Management
4	Ratify Auditors	For	For	Management
5	Limit Awards to Executives	Against	Against	Shareholder
6	Performance- Based/Indexed Options	Against	Against	Shareholder
7	Report on Executive Compensation	Against	Against	Shareholder
8	Redeem or Vote Poison Pill	Against	For	Shareholder
9	Review Executive Compensation	Against	For	Shareholder
10	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

AUTODESK, INC.

Ticker: ADSK Security ID: 052769106
 Meeting Date: JUN 23, 2005 Meeting Type: Annual
 Record Date: MAY 2, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol A. Bartz	For	For	Management
1.2	Elect Director Mark A. Bertelsen	For	For	Management
1.3	Elect Director Crawford W. Beveridge	For	For	Management
1.4	Elect Director J. Hallam Dawson	For	For	Management
1.5	Elect Director Michael J. Fister	For	For	Management
1.6	Elect Director Per-Kristian Halvorsen	For	For	Management
1.7	Elect Director Steven L. Scheid	For	For	Management
1.8	Elect Director Mary Alice Taylor	For	For	Management
1.9	Elect Director Larry W. Wangberg	For	For	Management
2	Approve Omnibus Stock Plan	For	Against	Management
3	Approve Increase in Common Stock and a Stock Split	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management

AUTOMATIC DATA PROCESSING, INC.

Ticker: ADP Security ID: 053015103
 Meeting Date: NOV 9, 2004 Meeting Type: Annual
 Record Date: SEP 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory D. Brenneman	For	For	Management
1.2	Elect Director Leslie A. Brun	For	For	Management
1.3	Elect Director Gary C. Butler	For	For	Management
1.4	Elect Director Joseph A. Califano, Jr.	For	For	Management
1.5	Elect Director Leon G. Cooperman	For	For	Management
1.6	Elect Director R. Glenn Hubbard	For	For	Management
1.7	Elect Director Ann Dibble Jordan	For	For	Management
1.8	Elect Director Harvey M. Krueger	For	For	Management
1.9	Elect Director Frederic V. Malek	For	For	Management
1.10	Elect Director Henry Taub	For	For	Management
1.11	Elect Director Arthur F. Weinbach	For	For	Management
2	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

AVON PRODUCTS, INC.

Ticker: AVP Security ID: 054303102
 Meeting Date: MAY 5, 2005 Meeting Type: Annual
 Record Date: MAR 16, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fred Hassan	For	For	Management
1.2	Elect Director Ann S. Moore	For	For	Management
1.3	Elect Director Lawrence A. Weinbach	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Disclose Charitable Contributions and Fundraising Efforts	Against	Against	Shareholder
6	Reformulate Products to Remove Chemicals Banned by EU	Against	Against	Shareholder

BAKER HUGHES INCORPORATED

Ticker: BHI Security ID: 057224107
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Larry D. Brady	For	For	Management
1.2	Elect Director Clarence P. Cazalot, Jr.	For	Withhold	Management
1.3	Elect Director Anthony G. Fernandes	For	For	Management
1.4	Elect Director J. Larry Nichols	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Act on Shareholder Resolutions that Receive Majority Support	Against	For	Shareholder

BANK OF AMERICA CORP.

Ticker: BAC Security ID: 060505104
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: MAR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William Barnet, III	For	For	Management
1.2	Elect Director Charles W. Coker	For	For	Management
1.3	Elect Director John T. Collins	For	For	Management
1.4	Elect Director Gary L. Countryman	For	Withhold	Management
1.5	Elect Director Paul Fulton	For	For	Management
1.6	Elect Director Charles K. Gifford	For	For	Management
1.7	Elect Director W. Steven Jones	For	For	Management
1.8	Elect Director Kenneth D. Lewis	For	For	Management
1.9	Elect Director Walter E. Massey	For	For	Management
1.10	Elect Director Thomas J. May	For	For	Management
1.11	Elect Director Patricia E. Mitchell	For	For	Management
1.12	Elect Director Edward L. Romero	For	For	Management
1.13	Elect Director Thomas M. Ryan	For	Withhold	Management
1.14	Elect Director O. Temple Sloan, Jr.	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.15	Elect	Director	Meredith R. Spangler	For	For	Management
1.16	Elect	Director	Robert L. Tillman	For	For	Management
1.17	Elect	Director	Jackie M. Ward	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Report on	Political Contributions		Against	Against	Shareholder
4	Director	Nominee Amendment		Against	Against	Shareholder

BANK OF NEW YORK CO., INC., THE

Ticker: BK Security ID: 064057102
 Meeting Date: APR 12, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank J. Biondi Jr.	For	For	Management
1.2	Elect Director Nicholas M. Donofrio	For	For	Management
1.3	Elect Director Gerald L. Hassell	For	For	Management
1.4	Elect Director Richard J. Kogan	For	For	Management
1.5	Elect Director Michael J. Kowalski	For	For	Management
1.6	Elect Director John A. Luke Jr.	For	For	Management
1.7	Elect Director John C. Malone	For	For	Management
1.8	Elect Director Paul Myners	For	For	Management
1.9	Elect Director Catherine A.Rein	For	For	Management
1.10	Elect Director Thomas A. Renyi	For	For	Management
1.11	Elect Director William C. Richardson	For	For	Management
1.12	Elect Director Brian L. Roberts	For	For	Management
1.13	Elect Director Samuel C. Scott	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Limit Executive Compensation	Against	Against	Shareholder

BAXTER INTERNATIONAL INC.

Ticker: BAX Security ID: 071813109
 Meeting Date: MAY 3, 2005 Meeting Type: Annual
 Record Date: MAR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Blake E. Devitt	For	For	Management
1.2	Elect Director Joseph B. Martin, M.D., Ph. D.	For	For	Management
1.3	Elect Director Robert L. Parkinson, Jr.	For	For	Management
1.4	Elect Director Thomas T. Stallkamp	For	For	Management
1.5	Elect Director Albert P.L. Stroucken	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder
5	Declassify the Board of Directors	None	For	Shareholder

BB&T CORPORATION

Ticker: BBT Security ID: 054937107

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: APR 26, 2005 Meeting Type: Annual

Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alfred E. Cleveland	For	Withhold	Management
1.2	Elect Director Anna R. Cablik	For	For	Management
1.3	Elect Director John P. Howe, III	For	For	Management
1.4	Elect Director Nido R. Qubein	For	For	Management
1.5	Elect Director Albert F. Zettlemoyer	For	Withhold	Management
2	Ratify Auditors	For	For	Management

BECTON, DICKINSON AND COMPANY

Ticker: BDJ Security ID: 075887109

Meeting Date: FEB 1, 2005 Meeting Type: Annual

Record Date: DEC 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Basil L. Anderson	For	For	Management
1.2	Elect Director Gary A. Mecklenburg	For	For	Management
1.3	Elect Director James E. Perrella	For	For	Management
1.4	Elect Director Alfred Sommer	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Restore or Provide for Cumulative Voting	Against	For	Shareholder

BED BATH & BEYOND INC.

Ticker: BBBY Security ID: 075896100

Meeting Date: JUL 1, 2004 Meeting Type: Annual

Record Date: MAY 5, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Warren Eisenberg	For	For	Management
1.2	Elect Director Victoria A. Morrison	For	For	Management
1.3	Elect Director Stanley Barshay	For	For	Management
1.4	Elect Director Fran Stoller	For	For	Management
1.5	Elect Director Jordan Heller	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Glass Ceiling	Against	Against	Shareholder
5	Adopt Retention Ratio for Executives	Against	For	Shareholder

BED BATH & BEYOND INC.

Ticker: BBBY Security ID: 075896100

Meeting Date: JUN 30, 2005 Meeting Type: Annual

Record Date: MAY 5, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Leonard Feinstein	For	For	Management
1.2	Elect Director Robert Kaplan	For	For	Management
1.3	Elect Director Dean S. Adler	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.4	Elect Director Jordan Heller	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt ILO-based Code of Conduct	Against	For	Shareholder
4	Review/Limit Executive Compensation	Against	For	Shareholder
5	Declassify the Board of Directors	Against	For	Shareholder

BELLSOUTH CORP.

Ticker: BLS Security ID: 079860102
 Meeting Date: APR 25, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director F. Duane Ackerman	For	For	Management
1.2	Elect Director Reuben V. Anderson	For	For	Management
1.3	Elect Director James H. Blanchard	For	For	Management
1.4	Elect Director J. Hyatt Brown	For	Withhold	Management
1.5	Elect Director Armando M. Codina	For	For	Management
1.6	Elect Director Kathleen F. Feldstein	For	For	Management
1.7	Elect Director James P. Kelly	For	For	Management
1.8	Elect Director Leo F. Mullin	For	For	Management
1.9	Elect Director William S. Stavropoulos	For	For	Management
1.10	Elect Director Robin B. Smith	For	For	Management
2	Ratify Auditors	For	For	Management
3	Political Contributions	Against	Against	Shareholder

BEST BUY CO., INC.

Ticker: BBY Security ID: 086516101
 Meeting Date: JUN 23, 2005 Meeting Type: Annual
 Record Date: APR 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ronald James	For	For	Management
1.2	Elect Director Elliot S. Kaplan	For	For	Management
1.3	Elect Director Matthew H. Paull	For	For	Management
1.4	Elect Director Richard M. Schulze	For	For	Management
1.5	Elect Director Mary A. Tolan	For	For	Management
1.6	Elect Director Hatim A. Tyabji	For	For	Management
2	Ratify Auditors	For	For	Management

BIOGEN IDEC, INC.

Ticker: BIIB Security ID: 09062X103
 Meeting Date: JUN 3, 2005 Meeting Type: Annual
 Record Date: APR 6, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas F. Keller	For	For	Management
1.2	Elect Director William H. Rastetter	For	For	Management
1.3	Elect Director Lynn Schenk	For	For	Management
1.4	Elect Director Philip A. Sharp	For	For	Management
2	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Qualified Employee Stock Purchase Plan	For	For	Management

BIOMET, INC.

Ticker: BMET Security ID: 090613100
 Meeting Date: SEP 18, 2004 Meeting Type: Annual
 Record Date: JUL 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director M. Ray Harroff	For	Withhold	Management
1.2	Elect Director Jerry L. Miller	For	For	Management
1.3	Elect Director Charles E. Niemier	For	Withhold	Management
1.4	Elect Director L. Gene Tanner	For	For	Management
2	Ratify Auditors	For	For	Management

BOEING CO., THE

Ticker: BA Security ID: 097023105
 Meeting Date: MAY 2, 2005 Meeting Type: Annual
 Record Date: MAR 3, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Kenneth M. Duberstein	For	Withhold	Management
1.2	Elect Director W. James McNerney, Jr.	For	Withhold	Management
1.3	Elect Director Lewis E. Platt	For	Withhold	Management
1.4	Elect Director Mike S. Zafirovski	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt Human Rights Policy	Against	For	Shareholder
4	Develop Ethical Criteria for Military Contracts	Against	Against	Shareholder
5	Report on Political Contributions	Against	Against	Shareholder
6	Declassify the Board of Directors	Against	For	Shareholder
7	Adopt Simple Majority Vote Requirement	Against	For	Shareholder
8	Establish Other Board Committee	Against	For	Shareholder
9	Separate Chairman and CEO Positions	Against	For	Shareholder

BOSTON SCIENTIFIC CORP.

Ticker: BSX Security ID: 101137107
 Meeting Date: MAY 10, 2005 Meeting Type: Annual
 Record Date: MAR 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ray J. Groves	For	For	Management
1.2	Elect Director Peter M. Nicholas	For	For	Management
1.3	Elect Director Warren B. Rudman	For	For	Management
1.4	Elect Director James R. Tobin	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

BOULDER TOTAL RETURN FUND, INC.

Ticker: BTF Security ID: 101541100
Meeting Date: APR 26, 2005 Meeting Type: Annual
Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joel W. Looney	For	For	Management
1.2	Elect Director Alfred G. Aldridge, Jr.	For	For	Management
1.3	Elect Director Dr. Dean L. Jacobson	For	For	Management
2	Fix Number of Directors	For	For	Management
3	AN AMENDMENT TO THE CHARTER CHANGING THE VOTING STANDARD FOR STOCKHOLDERS TO ADOPT, ALTER, AMEND OR REPEAL BYLAWS TO THE AFFIRMATIVE VOTE OF A MAJORITY OF ALL THE VOTES ENTITLED TO BE CAST ON THE MATTER.	For	For	Management

BRISTOL-MYERS SQUIBB CO.

Ticker: BMY Security ID: 110122108
Meeting Date: MAY 3, 2005 Meeting Type: Annual
Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director V.D. Coffman	For	For	Management
1.2	Elect Director J.M. Cornelius	For	For	Management
1.3	Elect Director P.R. Dolan	For	For	Management
1.4	Elect Director E.V. Futter	For	For	Management
1.5	Elect Director L.V. Gershtner, Jr.	For	For	Management
1.6	Elect Director L. Johansson	For	For	Management
1.7	Elect Director L.W. Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Articles to Eliminate Certain Supermajority Vote Requirements	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder
5	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder
6	Eliminate Animal Testing	Against	Against	Shareholder
7	Separate Chairman and CEO Positions	Against	For	Shareholder
8	Proposal Regarding Restatement Situations	Against	Against	Shareholder
9	Limit/Prohibit Awards to Executives	Against	For	Shareholder
10	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

BURLINGTON NORTHERN SANTA FE CORP.

Ticker: BNI Security ID: 12189T104
Meeting Date: APR 20, 2005 Meeting Type: Annual
Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A.L. Boeckmann	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect	Director	V.S. Martinez	For	Withhold	Management
1.3	Elect	Director	M.F. Racicot	For	Withhold	Management
1.4	Elect	Director	R.S. Roberts	For	For	Management
1.5	Elect	Director	M.K. Rose	For	For	Management
1.6	Elect	Director	M.J. Shapiro	For	For	Management
1.7	Elect	Director	J.C. Watts, Jr.	For	For	Management
1.8	Elect	Director	R.H. West	For	For	Management
1.9	Elect	Director	J.S. Whisler	For	For	Management
1.10	Elect	Director	E.E. Whitacre, Jr.	For	For	Management
2	Ratify	Auditors		For	For	Management

BURLINGTON RESOURCES INC.

Ticker: BR Security ID: 122014103
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director B.T. Alexander	For	For	Management
1.2	Elect Director R.V. Anderson	For	For	Management
1.3	Elect Director L.I. Grant	For	For	Management
1.4	Elect Director R.J. Harding	For	For	Management
1.5	Elect Director J.T. LaMacchia	For	For	Management
1.6	Elect Director R.L. Limbacher	For	For	Management
1.7	Elect Director J.F. McDonald	For	Withhold	Management
1.8	Elect Director K.W. Orce	For	Withhold	Management
1.9	Elect Director D.M. Roberts	For	For	Management
1.10	Elect Director J.A. Runde	For	For	Management
1.11	Elect Director J.F. Schwarz	For	For	Management
1.12	Elect Director W. Scott, Jr.	For	For	Management
1.13	Elect Director B.S. Shackouls	For	For	Management
1.14	Elect Director S.J. Shapiro	For	For	Management
1.15	Elect Director W.E. Wade, Jr	For	For	Management
2	Ratify Auditors	For	For	Management

CAMPBELL SOUP CO.

Ticker: CPB Security ID: 134429109
 Meeting Date: NOV 18, 2004 Meeting Type: Annual
 Record Date: SEP 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Brock	For	For	Management
1.2	Elect Director Edmund M. Carpenter	For	For	Management
1.3	Elect Director Paul R. Charron	For	For	Management
1.4	Elect Director Douglas R. Conant	For	For	Management
1.5	Elect Director Bennett Dorrance	For	For	Management
1.6	Elect Director Kent B. Foster	For	For	Management
1.7	Elect Director Harvey Golub	For	For	Management
1.8	Elect Director Randall W. Larrimore	For	For	Management
1.9	Elect Director Philip E. Lippincott	For	For	Management
1.10	Elect Director Mary Alice D. Malone	For	For	Management
1.11	Elect Director David C. Patterson	For	For	Management
1.12	Elect Director Charles R. Perrin	For	For	Management
1.13	Elect Director Donald M. Stewart	For	For	Management
1.14	Elect Director George Strawbridge, Jr.	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.15	Elect	Director	Les C. Vinney	For	For	Management
1.16	Elect	Director	Charlotte C. Weber	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Amend	Executive Incentive Bonus Plan		For	For	Management

CAPITAL ONE FINANCIAL CORP.

Ticker: COF Security ID: 14040H105
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Patrick W. Gross	For	For	Management
1.2	Elect Director Ann Fritz Hackett	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
4	Report on Pay Disparity	Against	Against	Shareholder

CARDINAL HEALTH, INC.

Ticker: CAH Security ID: 14149Y108
 Meeting Date: DEC 8, 2004 Meeting Type: Annual
 Record Date: OCT 25, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George H. Conrades	For	For	Management
1.2	Elect Director Robert L. Gerbig	For	For	Management
1.3	Elect Director Richard C. Notebaert	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder

CAREMARK RX, INC.

Ticker: CMX Security ID: 141705103
 Meeting Date: MAY 11, 2005 Meeting Type: Annual
 Record Date: MAR 29, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edwin M. Crawford	For	For	Management
1.2	Elect Director Kristen Gibney Williams	For	For	Management
1.3	Elect Director Edward L. Hardin	For	For	Management
2	Report on Political Contributions	Against	Against	Shareholder

CARNIVAL CORP.

Ticker: CCL Security ID: 143658300
 Meeting Date: APR 13, 2005 Meeting Type: Annual
 Record Date: FEB 14, 2005

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Micky Arison	For	For	Management
1.2	Elect Director Amb Richard G. Capen Jr	For	For	Management
1.3	Elect Director Robert H. Dickinson	For	For	Management
1.4	Elect Director Arnold W. Donald	For	For	Management
1.5	Elect Director Pier Luigi Foschi	For	For	Management
1.6	Elect Director Howard S. Frank	For	For	Management
1.7	Elect Director Richard J. Glasier	For	For	Management
1.8	Elect Director Baroness Hogg	For	For	Management
1.9	Elect Director A. Kirk Lanterman	For	For	Management
1.10	Elect Director Modesto A. Maidique	For	For	Management
1.11	Elect Director John P. McNulty	For	For	Management
1.12	Elect Director Sir John Parker	For	For	Management
1.13	Elect Director Peter G. Ratcliffe	For	For	Management
1.14	Elect Director Stuart Subotnick	For	For	Management
1.15	Elect Director Uzi Zucker	For	For	Management
2	TO APPROVE THE AMENDED AND RESTATED CARNIVAL CORPORATION 2001 OUTSIDE DIRECTOR STOCK PLAN.	For	For	Management
3	TO APPROVE THE CARNIVAL PLC 2005 EMPLOYEE SHARE PLAN.	For	For	Management
4	TO APPROVE THE CARNIVAL PLC 2005 EMPLOYEE STOCK PURCHASE PLAN.	For	For	Management
5	Ratify Auditors	For	For	Management
6	TO AUTHORIZE THE AUDIT COMMITTEE OF CARNIVAL PLC TO AGREE THE REMUNERATION OF THE INDEPENDENT AUDITORS.	For	For	Management
7	TO RECEIVE THE ACCOUNTS AND REPORTS FOR CARNIVAL PLC FOR THE FINANCIAL YEAR ENDED NOVEMBER 30, 2004.	For	For	Management
8	TO APPROVE THE DIRECTORS REMUNERATION REPORT OF CARNIVAL PLC.	For	For	Management
9	TO APPROVE LIMITS ON THE AUTHORITY TO ALLOT SHARES BY CARNIVAL PLC.	For	For	Management
10	TO APPROVE THE DISAPPLICATION OF PRE-EMPTION RIGHTS FOR CARNIVAL PLC.	For	For	Management
11	TO APPROVE A GENERAL AUTHORITY FOR CARNIVAL PLC TO BUY BACK CARNIVAL PLC ORDINARY SHARES IN THE OPEN MARKET.	For	For	Management

CATERPILLAR INC.

Ticker: CAT Security ID: 149123101
 Meeting Date: APR 13, 2005 Meeting Type: Annual
 Record Date: FEB 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Frank Blount	For	For	Management
1.2	Elect Director John R. Brazil	For	For	Management
1.3	Elect Director Eugene V. Fife	For	For	Management
1.4	Elect Director Gaul D. Fosler	For	For	Management
1.5	Elect Director Peter A. Magowan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder
4	Report on Equipment Sales to Israel	Against	Against	Shareholder
5	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder
6	Require a Majority Vote for the Election	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

of Directors

CENDANT CORPORATION

Ticker: CD Security ID: 151313103
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Myra J. Biblowit	For	Withhold	Management
1.2	Elect Director Leonard S. Coleman	For	For	Management
1.3	Elect Director Cheryl D. Mills	For	For	Management
1.4	Elect Director Brian Mulrone	For	For	Management
1.5	Elect Director Robert E. Nederlander	For	For	Management
1.6	Elect Director Ronald L. Nelson	For	For	Management
1.7	Elect Director Robert W. Pittman	For	For	Management
1.8	Elect Director Pauline D. E. Richards	For	For	Management
1.9	Elect Director Sheli Z. Rosenberg	For	Withhold	Management
1.10	Elect Director Robert F. Smith	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Outside Director Stock Awards/Options in Lieu of Cash	For	For	Management
4	Approve Qualified Employee Stock Purchase Plan	For	For	Management
5	Report on Pay Disparity	Against	Against	Shareholder
6	Eliminate or Restrict Severance Agreements (Change-in-Control)	Against	For	Shareholder

CENTERPOINT ENERGY INC

Ticker: CNP Security ID: 15189T107
 Meeting Date: JUN 2, 2005 Meeting Type: Annual
 Record Date: APR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald R. Campbell	For	For	Management
1.2	Elect Director O. Holcombe Crosswell	For	For	Management
1.3	Elect Director Thomas F. Madison	For	For	Management
1.4	Elect Director Janiece M. Longoria	For	For	Management
1.5	Elect Director Peter S. Wareing	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Other Business	Against	Against	Management

CHARLES SCHWAB CORP., THE

Ticker: SCH Security ID: 808513105
 Meeting Date: MAY 19, 2005 Meeting Type: Annual
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Frank C. Herringer	For	For	Management
1.2	Elect Director Stephen T. McLin	For	Withhold	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect Director Charles R. Schwab	For	For	Management
1.4	Elect Director Roger O. Walther	For	For	Management
1.5	Elect Director Robert N. Wilson	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

CHEVRON CORP

Ticker: CVX Security ID: 166764100
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Samuel H. Armacost	For	For	Management
1.2	Elect Director Robert E. Denham	For	For	Management
1.3	Elect Director Robert J. Eaton	For	For	Management
1.4	Elect Director Sam Ginn	For	For	Management
1.5	Elect Director Carla Anderson Hills	For	For	Management
1.6	Elect Director Franklyn G. Jenifer	For	For	Management
1.7	Elect Director Sam Nunn	For	For	Management
1.8	Elect Director David J. O'Reilly	For	For	Management
1.9	Elect Director Peter J. Robertson	For	For	Management
1.10	Elect Director Charles R. Shoemate	For	For	Management
1.11	Elect Director Ronald D. Sugar	For	For	Management
1.12	Elect Director Carl Ware	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	Against	Shareholder
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
5	Expense Stock Options	Against	For	Shareholder
6	Eliminate Animal Testing	Against	Against	Shareholder
7	Report on Drilling in Protected Areas	Against	Against	Shareholder
8	Report on Remediation Programs in Ecuador	Against	Against	Shareholder

CIGNA CORP.

Ticker: CI Security ID: 125509109
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter N. Larson	For	For	Management
1.2	Elect Director Carol Cox Wait	For	For	Management
1.3	Elect Director William D. Zollars	For	For	Management
1.4	Elect Director Marilyn Ware	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

CISCO SYSTEMS, INC.

Ticker: CSCO Security ID: 17275R102
 Meeting Date: NOV 18, 2004 Meeting Type: Annual

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: SEP 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Carol A. Bartz	For	For	Management
1.2	Elect Director M. Michele Burns	For	For	Management
1.3	Elect Director Larry R. Carter	For	For	Management
1.4	Elect Director John T. Chambers	For	For	Management
1.5	Elect Director Dr. James F. Gibbons	For	For	Management
1.6	Elect Director Dr. John L. Hennessy	For	For	Management
1.7	Elect Director Roderick C. McGeary	For	For	Management
1.8	Elect Director James C. Morgan	For	For	Management
1.9	Elect Director John P. Morgridge	For	For	Management
1.10	Elect Director Donald T. Valentine	For	For	Management
1.11	Elect Director Steven M. West	For	For	Management
1.12	Elect Director Jerry Yang	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Pay Disparity	Against	Against	Shareholder

CITIGROUP INC.

Ticker: C Security ID: 172967101
 Meeting Date: APR 19, 2005 Meeting Type: Annual
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director C. Michael Armstrong	For	For	Management
1.2	Elect Director Alain J.P. Belda	For	For	Management
1.3	Elect Director George David	For	For	Management
1.4	Elect Director Kenneth T. Derr	For	For	Management
1.5	Elect Director John M. Deutch	For	For	Management
1.6	Elect Director Roberto Hernandez Ramirez	For	For	Management
1.7	Elect Director Ann Dibble Jordan	For	For	Management
1.8	Elect Director Klaus Kleinfeld	For	For	Management
1.9	Elect Director Dudley C. Mecum	For	For	Management
1.10	Elect Director Anne Mulcahy	For	For	Management
1.11	Elect Director Richard D. Parsons	For	For	Management
1.12	Elect Director Charles Prince	For	For	Management
1.13	Elect Director Judith Rodin	For	For	Management
1.14	Elect Director Robert E. Rubin	For	For	Management
1.15	Elect Director Franklin A. Thomas	For	For	Management
1.16	Elect Director Sanford I. Weill	For	For	Management
1.17	Elect Director Robert B. Willumstad	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Limit/Prohibit Awards to Executives	Against	Against	Shareholder
5	Report on Political Contributions	Against	Against	Shareholder
6	Prohibit Chairman From Management Duties, Titles or Responsibilities	Against	For	Shareholder
7	Limit Executive Compensation	Against	Against	Shareholder
8	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
9	Review/Limit Executive Compensation	Against	Against	Shareholder
10	Adopt Simple Majority Vote	Against	For	Shareholder

CLEAR CHANNEL COMMUNICATIONS, INC.

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: CCU Security ID: 184502102
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alan D. Feld	For	For	Management
1.2	Elect Director Perry J. Lewis	For	For	Management
1.3	Elect Director L. Lowry Mays	For	For	Management
1.4	Elect Director Mark P. Mays	For	For	Management
1.5	Elect Director Randall T. Mays	For	For	Management
1.6	Elect Director B.J. McCombs	For	Withhold	Management
1.7	Elect Director Phyllis B. Riggins	For	For	Management
1.8	Elect Director Theodore H. Strauss	For	For	Management
1.9	Elect Director J.C. Watts	For	For	Management
1.10	Elect Director John H. Williams	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

COCA-COLA COMPANY, THE

Ticker: KO Security ID: 191216100
 Meeting Date: APR 19, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Herbert A. Allen	For	For	Management
1.2	Elect Director Ronald W. Allen	For	For	Management
1.3	Elect Director Cathleen P. Black	For	For	Management
1.4	Elect Director Warren E. Buffett	For	Withhold	Management
1.5	Elect Director Barry Diller	For	For	Management
1.6	Elect Director E. Neville Isdell	For	For	Management
1.7	Elect Director Donald R. Keough	For	For	Management
1.8	Elect Director Maria Elena Lagomasino	For	For	Management
1.9	Elect Director Donald F. McHenry	For	For	Management
1.10	Elect Director Sam Nunn	For	For	Management
1.11	Elect Director J. Pedro Reinhard	For	For	Management
1.12	Elect Director James D. Robinson III	For	For	Management
1.13	Elect Director Peter V. Ueberroth	For	For	Management
1.14	Elect Director James B. Williams	For	For	Management
2	Ratify Auditors	For	For	Management
3	Review Labor Rights in Columbia	Against	Against	Shareholder
4	Performance- Based/Indexd Options	Against	For	Shareholder
5	Submit Severance Agreement to Shareholder Vote	Against	For	Shareholder

COCA-COLA ENTERPRISES INC.

Ticker: CCE Security ID: 191219104
 Meeting Date: APR 29, 2005 Meeting Type: Annual
 Record Date: MAR 2, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fernando Aguirre	For	For	Management
1.2	Elect Director James E. Copeland, Jr.	For	For	Management
1.3	Elect Director Irial Finan	For	Withhold	Management
1.4	Elect Director Summerfield K. Johnston,	For	Withhold	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

	III			
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Limit Executive Compensation	Against	For	Shareholder
5	Performance- Based/Indexing Options	Against	For	Shareholder
6	Amendment of Governance Documents to Require Election of Directors by Majority Vote	Against	For	Shareholder
7	Performance and Time-Based Restricted Share Grant Program for Senior Executives	Against	Against	Shareholder

COLGATE-PALMOLIVE CO.

Ticker: CL Security ID: 194162103
 Meeting Date: MAY 4, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jill K. Conway	For	For	Management
1.2	Elect Director Ronald E. Ferguson	For	For	Management
1.3	Elect Director Ellen M. Hancock	For	For	Management
1.4	Elect Director David W. Johnson	For	For	Management
1.5	Elect Director Richard J. Kogan	For	For	Management
1.6	Elect Director Delano E. Lewis	For	For	Management
1.7	Elect Director Reuben Mark	For	For	Management
1.8	Elect Director Elizabeth A. Monrad	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Stock Option Plan	For	For	Management
4	Approve Non-Employee Director Stock Option Plan	For	For	Management
5	Review/Limit Executive Compensation	Against	Against	Shareholder

COMCAST CORP.

Ticker: CMCSA Security ID: 20030N101
 Meeting Date: JUN 1, 2005 Meeting Type: Annual
 Record Date: MAR 24, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director S. Decker Anstrom	For	For	Management
1.2	Elect Director Kenneth J. Bacon	For	For	Management
1.3	Elect Director Sheldon M. Bonovitz	For	For	Management
1.4	Elect Director Edward D. Breen	For	For	Management
1.5	Elect Director Julian A. Brodsky	For	For	Management
1.6	Elect Director Joseph L. Castle, II	For	Withhold	Management
1.7	Elect Director Joseph J. Collins	For	For	Management
1.8	Elect Director J. Michael Cook	For	For	Management
1.9	Elect Director Brian L. Roberts	For	For	Management
1.10	Elect Director Ralph J. Roberts	For	For	Management
1.11	Elect Director Dr. Judith Rodin	For	For	Management
1.12	Elect Director Michael I. Sovern	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Restricted Stock Plan	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Submit Shareholder Rights Plan (Poison)	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Pill) to Shareholder Vote
 7 Approve Recapitalization Plan Against For Shareholder

COMPUTER ASSOCIATES INTERNATIONAL, INC.

Ticker: CA Security ID: 204912109
 Meeting Date: AUG 25, 2004 Meeting Type: Annual
 Record Date: JUN 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Russell M. Artzt	For	For	Management
1.2	Elect Director Kenneth D. Cron	For	For	Management
1.3	Elect Director Alfonse M. D'Amato	For	For	Management
1.4	Elect Director Gary J. Fernandes	For	For	Management
1.5	Elect Director Robert E. La Blanc	For	For	Management
1.6	Elect Director Jay W. Lorsch	For	For	Management
1.7	Elect Director Lewis S. Ranieri	For	For	Management
1.8	Elect Director Walter P. Schuetze	For	For	Management
1.9	Elect Director Laura S. Unger	For	For	Management
2	Ratify Auditors	For	For	Management
3	Review Executive Compensation	Against	For	Shareholder

CONAGRA FOODS INC.

Ticker: CAG Security ID: 205887102
 Meeting Date: SEP 23, 2004 Meeting Type: Annual
 Record Date: JUL 26, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Mogens C. Bay	For	For	Management
1.2	Elect Director Stephen G. Butler	For	For	Management
1.3	Elect Director Alice B. Hayes	For	For	Management
1.4	Elect Director W.G. Jurgensen	For	For	Management
1.5	Elect Director Carl E. Reichardt	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Limit Awards to Executives	Against	Against	Shareholder

CONOCOPHILLIPS

Ticker: COP Security ID: 20825C104
 Meeting Date: MAY 5, 2005 Meeting Type: Annual
 Record Date: MAR 10, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.J. Mulva	For	For	Management
1.2	Elect Director Norman R. Augustine	For	For	Management
1.3	Elect Director Larry D. Horner	For	For	Management
1.4	Elect Director Charles C. Krulak	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	Against	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

 CORNING INC.

Ticker: GLW Security ID: 219350105
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John Seely Brown	For	For	Management
1.2	Elect Director Gordon Gund	For	For	Management
1.3	Elect Director John M. Hennessy	For	For	Management
1.4	Elect Director H. Onno Ruding	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

 COSTCO WHOLESALE CORPORATION

Ticker: COST Security ID: 22160K105
 Meeting Date: JAN 27, 2005 Meeting Type: Annual
 Record Date: DEC 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard D. Dicerchio	For	Withhold	Management
1.2	Elect Director Richard M. Libenson	For	Withhold	Management
1.3	Elect Director John W. Meisenbach	For	Withhold	Management
1.4	Elect Director Charles T. Munger	For	Withhold	Management
1.5	Elect Director Susan L. Decker	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Adopt Vendor Standards	Against	Against	Shareholder
4	Develop Land Procurement Policy	Against	Against	Shareholder
5	Ratify Auditors	For	For	Management

 COUNTRYWIDE FINANCIAL CORP.

Ticker: CFC Security ID: 222372104
 Meeting Date: JUN 15, 2005 Meeting Type: Annual
 Record Date: APR 20, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Angelo R. Mozilo	For	For	Management
1.2	Elect Director Stanford L. Kurland	For	For	Management
1.3	Elect Director Oscar P. Robertson	For	For	Management
1.4	Elect Director Keith P. Russell	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

 CSX CORP.

Ticker: CSX Security ID: 126408103
 Meeting Date: MAY 4, 2005 Meeting Type: Annual

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: MAR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.E. Bailey	For	For	Management
1.2	Elect Director J.B. Breaux	For	For	Management
1.3	Elect Director E.J. Kelly, III	For	For	Management
1.4	Elect Director R.D. Kunisch	For	For	Management
1.5	Elect Director S.J. Morcott	For	For	Management
1.6	Elect Director D.M. Ratcliff	For	For	Management
1.7	Elect Director C.E. Rice	For	For	Management
1.8	Elect Director W.C. Richardson	For	For	Management
1.9	Elect Director F.S. Royal	For	For	Management
1.10	Elect Director D.J. Shepard	For	For	Management
1.11	Elect Director M.J. Ward	For	For	Management
2	Ratify Auditors	For	For	Management
3	Subject Non-Deductible Executive Compensation to Shareholder Vote	Against	Against	Shareholder
4	Adopt Simple Majority Vote Requirement	Against	For	Shareholder

DANA CORP.

Ticker: DCN Security ID: 235811106
 Meeting Date: APR 18, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. Charles Baillie	For	For	Management
1.2	Elect Director David E. Berges	For	For	Management
1.3	Elect Director Michael J. Burns	For	For	Management
1.4	Elect Director Edmund M. Carpenter	For	For	Management
1.5	Elect Director Richard M. Gabrys	For	For	Management
1.6	Elect Director Samir G. Gibara	For	For	Management
1.7	Elect Director Cheryl W. Grise	For	For	Management
1.8	Elect Director James P. Kelly	For	For	Management
1.9	Elect Director Marilyn R. Marks	For	For	Management
1.10	Elect Director Richard B. Priory	For	For	Management
2	Ratify Auditors	For	For	Management

DANAHER CORP.

Ticker: DHR Security ID: 235851102
 Meeting Date: MAY 4, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Lawrence Culp, Jr.	For	For	Management
1.2	Elect Director Mitchell P. Rales	For	For	Management
1.3	Elect Director A. Emmet Stephenson, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

DEERE & CO.

Ticker: DE Security ID: 244199105
 Meeting Date: FEB 23, 2005 Meeting Type: Annual
 Record Date: DEC 31, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R. Block	For	For	Management
1.2	Elect Director T. Kevin Dunnigan	For	For	Management
1.3	Elect Director Dipak C. Jain	For	For	Management
1.4	Elect Director Joachim Milberg	For	For	Management
2	Amend Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

DELL INC.

Ticker: DELL Security ID: 24702R101
 Meeting Date: JUL 16, 2004 Meeting Type: Annual
 Record Date: MAY 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donald J. Carty	For	For	Management
1.2	Elect Director Michael S. Dell	For	For	Management
1.3	Elect Director William H. Gray, III	For	For	Management
1.4	Elect Director Judy C. Lewent	For	For	Management
1.5	Elect Director Thomas W. Luce, III	For	For	Management
1.6	Elect Director Klaus S. Luft	For	For	Management
1.7	Elect Director Alex J. Mandl	For	For	Management
1.8	Elect Director Michael A. Miles	For	For	Management
1.9	Elect Director Samuel A. Nunn, Jr.	For	For	Management
1.10	Elect Director Kevin B. Rollins	For	For	Management
2	Ratify Auditors	For	For	Management
3	Expense Stock Options	Against	For	Shareholder

DEVON ENERGY CORP.

Ticker: DVN Security ID: 25179M103
 Meeting Date: JUN 8, 2005 Meeting Type: Annual
 Record Date: APR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John A. Hill	For	For	Management
1.2	Elect Director William J. Johnson	For	For	Management
1.3	Elect Director Robert A. Mosbacher Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

DOMINION RESOURCES, INC.

Ticker: D Security ID: 25746U109
 Meeting Date: APR 22, 2005 Meeting Type: Annual

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter W. Brown	For	For	Management
1.2	Elect Director Ronald J. Calise	For	For	Management
1.3	Elect Director Thos. E. Capps	For	For	Management
1.4	Elect Director George A. Davidson, Jr.	For	For	Management
1.5	Elect Director Thomas F. Farrell, II	For	For	Management
1.6	Elect Director John W. Harris	For	For	Management
1.7	Elect Director Robert S. Jepson, Jr.	For	For	Management
1.8	Elect Director Mark J. Kington	For	For	Management
1.9	Elect Director Benjamin J. Lambert, III	For	For	Management
1.10	Elect Director Richard L. Leatherwood	For	For	Management
1.11	Elect Director Margaret A. McKenna	For	For	Management
1.12	Elect Director Kenneth A. Randall	For	For	Management
1.13	Elect Director Frank S. Royal	For	For	Management
1.14	Elect Director S. Dallas Simmons	For	For	Management
1.15	Elect Director David A. Wollard	For	For	Management
2	Approve Non-Employee Director Omnibus Stock Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Greenhouse Gas Emissions	Against	Against	Shareholder

DOVER CORP.

Ticker: DOV Security ID: 260003108
Meeting Date: APR 19, 2005 Meeting Type: Annual
Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David H. Benson	For	For	Management
1.2	Elect Director Robert W. Cremin	For	For	Management
1.3	Elect Director Jean-Pierre M. Ergas	For	For	Management
1.4	Elect Director Kristiane C. Graham	For	For	Management
1.5	Elect Director Ronald L. Hoffman	For	For	Management
1.6	Elect Director James L. Koley	For	For	Management
1.7	Elect Director Richard K. Lochridge	For	For	Management
1.8	Elect Director Thomas L. Reece	For	For	Management
1.9	Elect Director Bernard G. Rethore	For	For	Management
1.10	Elect Director Michael B. Stubbs	For	For	Management
1.11	Elect Director Mary A. Winston	For	For	Management
2	Other Business	For	Against	Management

DOW CHEMICAL COMPANY, THE

Ticker: DOW Security ID: 260543103
Meeting Date: MAY 12, 2005 Meeting Type: Annual
Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jacqueline K. Barton	For	For	Management
1.2	Elect Director Anthony J. Carbone	For	For	Management
1.3	Elect Director Barbara H. Franklin	For	For	Management
1.4	Elect Director Andrew N. Liveris	For	For	Management
1.5	Elect Director Harold T. Shapiro	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Ratify Auditors	For	For	Management
3	Report on Persistent Bioaccumulative and Toxic Chemicals	Against	Against	Shareholder

DUKE ENERGY CORP.

Ticker: DUK Security ID: 264399106
 Meeting Date: MAY 12, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roger Agnelli	For	For	Management
1.2	Elect Director G. Alex Bernhardt, Sr.	For	For	Management
1.3	Elect Director Dennis R. Hendrix	For	For	Management
1.4	Elect Director A. Max Lennon	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Ratify Auditors	For	For	Management

E.I. DU PONT DE NEMOURS & CO.

Ticker: DD Security ID: 263534109
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alain J.P. Belda	For	For	Management
1.2	Elect Director Richard H. Brown	For	For	Management
1.3	Elect Director Curtis J. Crawford	For	For	Management
1.4	Elect Director John T. Dillon	For	For	Management
1.5	Elect Director Louisa C. Duemling	For	For	Management
1.6	Elect Director Charles O. Holliday, Jr.	For	For	Management
1.7	Elect Director Lois D. Juliber	For	For	Management
1.8	Elect Director Masahisa Naitoh	For	For	Management
1.9	Elect Director William K. Reilly	For	For	Management
1.10	Elect Director H. Rodney Sharp, III	For	For	Management
1.11	Elect Director Charles M. Vest	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Government Service of Employees	Against	Against	Shareholder
4	Implement ILO Code of Conduct	Against	Against	Shareholder
5	Executive Compensation	Against	Against	Shareholder
6	Eliminate Animal Testing	Against	Against	Shareholder
7	Report on Genetically Modified Organisms	Against	Against	Shareholder
8	Performance- Based/Index Options	Against	Against	Shareholder
9	Report on PFOA Chemical Remediation	Against	Against	Shareholder

EASTMAN KODAK CO.

Ticker: EK Security ID: 277461109
 Meeting Date: MAY 11, 2005 Meeting Type: Annual
 Record Date: MAR 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard S. Braddock	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect	Director	Daniel A. Carp	For	For	Management
1.3	Elect	Director	Durk I. Jager	For	For	Management
1.4	Elect	Director	Debra L. Lee	For	For	Management
1.5	Elect	Director	Antonio M. Perez	For	For	Management
1.6	Elect	Director	Michael J. Hawley	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Approve	Omnibus	Stock Plan	For	For	Management
4	Amend	Executive	Incentive Bonus Plan	For	For	Management
5	Declassify	the	Board of Directors	For	For	Management
6	Amend	Articles		For	For	Management
7	Amend	Articles		For	For	Management

EBAY INC.

Ticker: EBAY Security ID: 278642103
 Meeting Date: JUN 23, 2005 Meeting Type: Annual
 Record Date: APR 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Fred D. Anderson	For	For	Management
1.2	Elect Director Edward W. Barnholt	For	For	Management
1.3	Elect Director Scott D. Cook	For	For	Management
1.4	Elect Director Robert C. Kagle	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Ratify Auditors	For	For	Management
5	Performance- Based/Indexed Options	Against	For	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

EL PASO CORP

Ticker: EP Security ID: 28336L109
 Meeting Date: NOV 18, 2004 Meeting Type: Annual
 Record Date: SEP 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John M. Bissell	For	Withhold	Management
1.2	Elect Director Juan Carlos Braniff	For	Withhold	Management
1.3	Elect Director James L. Dunlap	For	Withhold	Management
1.4	Elect Director Douglas L. Foshee	For	For	Management
1.5	Elect Director Robert W. Goldman	For	Withhold	Management
1.6	Elect Director Anthony W. Hall, Jr.	For	Withhold	Management
1.7	Elect Director Thomas R. Hix	For	For	Management
1.8	Elect Director William H. Joyce	For	For	Management
1.9	Elect Director Ronald L. Kuehn, Jr.	For	Withhold	Management
1.10	Elect Director J. Michael Talbert	For	Withhold	Management
1.11	Elect Director John L. Whitmire	For	Withhold	Management
1.12	Elect Director Joe B. Wyatt	For	Withhold	Management
2	Ratify Auditors	For	Against	Management
3	Expense Stock Options	Against	For	Shareholder
4	Limit Executive Compensation	Against	Against	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

ELECTRONIC DATA SYSTEMS CORP.

Ticker: EDS Security ID: 285661104
 Meeting Date: APR 22, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director W. Roy Dunbar	For	For	Management
1.2	Elect Director Michael H. Jordan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Eliminate Supermajority Vote Requirement	For	For	Management

ELI LILLY AND CO.

Ticker: LLY Security ID: 532457108
 Meeting Date: APR 18, 2005 Meeting Type: Annual
 Record Date: FEB 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director G.M.C. Fisher	For	Withhold	Management
1.2	Elect Director A.G. Gilman	For	For	Management
1.3	Elect Director K.N. Horn	For	Withhold	Management
1.4	Elect Director J. Rose	For	For	Management
2	Ratify Auditors	For	For	Management
3	Separate Chairman and CEO Positions	Against	For	Shareholder
4	Review and Report on Drug Reimportation Policy	Against	Against	Shareholder
5	Report on Product Availability in Canada	Against	For	Shareholder
6	Report on Political Contributions	Against	Against	Shareholder
7	Adopt Policy on Performance-based Stock Option Grants	Against	For	Shareholder
8	Eliminate Animal Testing	Against	Against	Shareholder

EMC CORP.

Ticker: EMC Security ID: 268648102
 Meeting Date: MAY 5, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Cronin	For	For	Management
1.2	Elect Director W. Paul Fitzgerald	For	Withhold	Management
1.3	Elect Director Joseph M. Tucci	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Performance- Based/Indexed Options	Against	For	Shareholder
5	Creation of an Independent Audit Committee	Against	Against	Shareholder

EMERSON ELECTRIC CO.

Ticker: EMR Security ID: 291011104

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: FEB 1, 2005 Meeting Type: Annual
 Record Date: NOV 24, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D.N. Farr	For	For	Management
1.2	Elect Director C.A. Peters	For	For	Management
1.3	Elect Director D.C. Farrell	For	For	Management
1.4	Elect Director J.W. Prueher	For	For	Management
1.5	Elect Director R.B. Horton	For	For	Management
2	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Amend Equal Employment Policy Regarding Sexual Orientation	Against	For	Shareholder

EXXON MOBIL CORP.

Ticker: XOM Security ID: 30231G102
 Meeting Date: MAY 25, 2005 Meeting Type: Annual
 Record Date: APR 6, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael J. Boskin	For	For	Management
1.2	Elect Director William W. George	For	For	Management
1.3	Elect Director James R. Houghton	For	For	Management
1.4	Elect Director William R. Howell	For	For	Management
1.5	Elect Director Reatha Clark King	For	For	Management
1.6	Elect Director Philip E. Lippincott	For	For	Management
1.7	Elect Director Henry A. McKinnell, Jr.	For	For	Management
1.8	Elect Director Marilyn Carlson Nelson	For	For	Management
1.9	Elect Director Lee R. Raymond	For	For	Management
1.10	Elect Director Walter V. Shipley	For	For	Management
1.11	Elect Director Rex W. Tillerson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Political Contributions/Activities	Against	Against	Shareholder
4	Review/Limit Executive Compensation	Against	Against	Shareholder
5	Nominate Independent Directors with Industry Experience	Against	Against	Shareholder
6	Report on Payments to Indonesian Military	Against	Against	Shareholder
7	Adopt Policy Prohibiting Discrimination based on Sexual Orientation	Against	For	Shareholder
8	Report on Potential Damage of Drilling in Protected Regions	Against	Against	Shareholder
9	Disclose Information Supporting the Company Position on Climate Change	Against	Against	Shareholder
10	Report on Company Policies for Compliance with the Kyoto Protocol	Against	For	Shareholder

FEDEX CORPORATION

Ticker: FDX Security ID: 31428X106
 Meeting Date: SEP 27, 2004 Meeting Type: Annual
 Record Date: AUG 2, 2004

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

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect	Director Charles T. Manatt	For	For	Management
1.2	Elect	Director Judith L. Estrin	For	For	Management
1.3	Elect	Director Philip Greer	For	For	Management
1.4	Elect	Director J.R. Hyde, III	For	For	Management
1.5	Elect	Director Shirley A. Jackson	For	For	Management
1.6	Elect	Director Frederick W. Smith	For	For	Management
2	Declassify the	Board of Directors	For	For	Management
3	Approve Omnibus	Stock Plan	For	For	Management
4	Ratify	Auditors	For	For	Management

FIFTH THIRD BANCORP

Ticker: FITB Security ID: 316773100
 Meeting Date: MAR 22, 2005 Meeting Type: Annual
 Record Date: JAN 31, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James P. Hackett	For	For	Management
1.2	Elect Director Joan R. Herschede	For	For	Management
1.3	Elect Director Robert L. Koch II	For	For	Management
1.4	Elect Director Kenneth W. Lowe	For	For	Management
1.5	Elect Director Thomas W. Traylor	For	For	Management
2	Approve Decrease in Size of Board	For	For	Management
3	Ratify Auditors	For	For	Management

FIRST DATA CORP.

Ticker: FDC Security ID: 319963104
 Meeting Date: MAY 11, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Alison Davis	For	For	Management
1.2	Elect Director James D. Robinson III	For	For	Management
1.3	Elect Director Bernard L. Schwartz	For	For	Management
1.4	Elect Director Arthur F. Weinbach	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Report on Outsourcing	Against	Against	Shareholder
6	Amend Director/Officer Liability/Indemnifications Provisions	Against	Against	Shareholder

FIRSTENERGY CORPORATION

Ticker: FE Security ID: 337932107
 Meeting Date: MAY 17, 2005 Meeting Type: Annual
 Record Date: MAR 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Anthony J. Alexander	For	For	Management
1.2	Elect Director Russell W. Maier	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect Director Robert N. Pokelwaldt	For	For	Management
1.4	Elect Director Wes M. Taylor	For	For	Management
1.5	Elect Director Jesse T. Williams, Sr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Political Contributions	Against	Against	Shareholder
4	Amend Vote Requirements to Amend Articles/Bylaws/Charter	Against	For	Shareholder
5	Performance- Based/Indexing Options	Against	Against	Shareholder

FISERV, INC.

Ticker: FISV Security ID: 337738108
 Meeting Date: APR 6, 2005 Meeting Type: Annual
 Record Date: FEB 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D.F. Dillon	For	For	Management
1.2	Elect Director G.J. Levy	For	For	Management
1.3	Elect Director G.M. Renwick	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

FORD MOTOR COMPANY

Ticker: F Security ID: 345370860
 Meeting Date: MAY 12, 2005 Meeting Type: Annual
 Record Date: MAR 16, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John R.H. Bond	For	Withhold	Management
1.2	Elect Director Stephen G. Butler	For	For	Management
1.3	Elect Director Kimberly A. Casiano	For	For	Management
1.4	Elect Director Edsel B. Ford II	For	For	Management
1.5	Elect Director William Clay Ford, Jr.	For	For	Management
1.6	Elect Director Irvine O. Hockaday, Jr.	For	For	Management
1.7	Elect Director Marie-Josée Kravis	For	For	Management
1.8	Elect Director Richard A. Manoogian	For	For	Management
1.9	Elect Director Ellen R. Marram	For	For	Management
1.10	Elect Director Homer A. Neal	For	For	Management
1.11	Elect Director Jorma Ollila	For	For	Management
1.12	Elect Director James J. Padilla	For	For	Management
1.13	Elect Director Carl E. Reichardt	For	For	Management
1.14	Elect Director Robert E. Rubin	For	Withhold	Management
1.15	Elect Director John L. Thornton	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Disclosure on Executive Compensation	Against	Against	Shareholder
4	Report on Lobbying Efforts - CAFE Standards	Against	Against	Shareholder
5	Prohibit Awards to Executives	Against	Against	Shareholder
6	Link Executive Compensation to Greenhouse Gas Reduction	Against	Against	Shareholder
7	Adopt Recapitalization Plan	Against	For	Shareholder
8	Establish Other Board Committee	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

FOREST LABORATORIES, INC.

Ticker: FRX Security ID: 345838106
 Meeting Date: AUG 11, 2004 Meeting Type: Annual
 Record Date: JUN 21, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard Solomon	For	For	Management
1.2	Elect Director William J. Candee, III	For	For	Management
1.3	Elect Director George S. Cohan	For	For	Management
1.4	Elect Director Dan L. Goldwasser	For	For	Management
1.5	Elect Director Lester B. Salans	For	For	Management
1.6	Elect Director Kenneth E. Goodman	For	For	Management
1.7	Elect Director Phillip M. Satow	For	Withhold	Management
2	Increase Authorized Common Stock	For	For	Management
3	Approve Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management

FORTUNE BRANDS, INC.

Ticker: FO Security ID: 349631101
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas C. Hays	For	For	Management
1.2	Elect Director Pierre E. Leroy	For	For	Management
1.3	Elect Director Gordon R. Lohman	For	For	Management
1.4	Elect Director J. Christopher Reyes	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Stock Option Plan	For	For	Management

FREDDIE MAC

Ticker: FRE Security ID: 313400301
 Meeting Date: NOV 4, 2004 Meeting Type: Annual
 Record Date: SEP 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara T. Alexander	For	For	Management
1.2	Elect Director Geoffrey T. Boisi	For	For	Management
1.3	Elect Director Michelle Engler	For	For	Management
1.4	Elect Director Richard Karl Goeltz	For	For	Management
1.5	Elect Director Thomas S. Johnson	For	For	Management
1.6	Elect Director William M. Lewis, Jr.	For	For	Management
1.7	Elect Director John B. Mccoy	For	For	Management
1.8	Elect Director Eugene M. Mcquade	For	For	Management
1.9	Elect Director Shaun F. O'Malley	For	For	Management
1.10	Elect Director Ronald F. Poe	For	For	Management
1.11	Elect Director Stephen A. Ross	For	For	Management
1.12	Elect Director Richard F. Syron	For	For	Management
1.13	Elect Director William J. Turner	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Employee Stock Purchase Plan	For	For	Management

FREESCALE SEMICONDUCTOR, INC.

Ticker: FSL Security ID: 35687M206
 Meeting Date: APR 29, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director H. Raymond Bingham	For	For	Management
1.2	Elect Director Stephen P. Kaufman	For	For	Management
2	Amend Articles	For	For	Management
3	Amend Bylaws	For	For	Management
4	Approve Omnibus Stock Plan	For	Against	Management
5	Ratify Auditors	For	For	Management

GAP, INC., THE

Ticker: GPS Security ID: 364760108
 Meeting Date: MAY 10, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard P. Behar	For	For	Management
1.2	Elect Director Adrian D. P. Bellamy	For	For	Management
1.3	Elect Director Domenico De Sole	For	For	Management
1.4	Elect Director Donald G. Fisher	For	For	Management
1.5	Elect Director Doris F. Fisher	For	For	Management
1.6	Elect Director Robert J. Fisher	For	For	Management
1.7	Elect Director Penelope L. Hughes	For	For	Management
1.8	Elect Director Bob L. Martin	For	For	Management
1.9	Elect Director Jorge P. Montoya	For	For	Management
1.10	Elect Director Paul S. Pressler	For	For	Management
1.11	Elect Director James M. Schneider	For	For	Management
1.12	Elect Director Mayo A. Shattuck III	For	For	Management
1.13	Elect Director Margaret C. Whitman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Executive Incentive Bonus Plan	For	For	Management

GENERAL AMERICAN INVESTORS CO., INC.

Ticker: GAM Security ID: 368802104
 Meeting Date: APR 13, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Trustee Mr. Battenwieser	For	For	Management
1.2	Elect Trustee Mr. Cullman	For	For	Management
1.3	Elect Trustee Mr. Davidson	For	For	Management
1.4	Elect Trustee Dr. Edelman	For	For	Management
1.5	Elect Trustee Mr. Gordan, III	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.6	Elect	Trustee Mr. Pivirotto	For	For	Management
1.7	Elect	Trustee Ms. Shuman	For	For	Management
1.8	Elect	Trustee Mr. Stewart, Jr.	For	For	Management
1.9	Elect	Trustee Mr. Troubh	For	For	Management
2	Ratify	Auditors	For	For	Management

GENERAL DYNAMICS CORP.

Ticker: GD Security ID: 369550108
 Meeting Date: MAY 4, 2005 Meeting Type: Annual
 Record Date: MAR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Nicholas D. Chabraja	For	Withhold	Management
1.2	Elect Director James S. Crown	For	Withhold	Management
1.3	Elect Director Lester Crown	For	Withhold	Management
1.4	Elect Director William P. Fricks	For	Withhold	Management
1.5	Elect Director Charles H. Goodman	For	Withhold	Management
1.6	Elect Director Jay L. Johnson	For	Withhold	Management
1.7	Elect Director George A. Joulwan	For	Withhold	Management
1.8	Elect Director Paul G. Kaminski	For	Withhold	Management
1.9	Elect Director John M. Keane	For	Withhold	Management
1.10	Elect Director Lester L. Lyles	For	Withhold	Management
1.11	Elect Director Carl E. Mundy, Jr	For	Withhold	Management
1.12	Elect Director Robert Walmsley	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	For	Shareholder
4	Report on Foreign Weapons Sales	Against	Against	Shareholder

GENERAL ELECTRIC CO.

Ticker: GE Security ID: 369604103
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James I. Cash, Jr.	For	For	Management
1.2	Elect Director William M. Castell	For	For	Management
1.3	Elect Director Dennis D. Dammerman	For	For	Management
1.4	Elect Director Ann M. Fudge	For	For	Management
1.5	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.6	Elect Director Jeffrey R. Immelt	For	For	Management
1.7	Elect Director Andrea Jung	For	For	Management
1.8	Elect Director Alan G. Lafley	For	For	Management
1.9	Elect Director Ralph S. Larsen	For	For	Management
1.10	Elect Director Rochelle B. Lazarus	For	For	Management
1.11	Elect Director Sam Nunn	For	For	Management
1.12	Elect Director Roger S. Penske	For	For	Management
1.13	Elect Director Robert J. Swieringa	For	For	Management
1.14	Elect Director Douglas A. Warner III	For	For	Management
1.15	Elect Director Robert C. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	Against	Shareholder
4	Report on Nuclear Fuel Storage Risks	Against	Against	Shareholder
5	Report on PCB Clean-up Costs	Against	For	Shareholder
6	Adopt Policy on Overboarded Directors	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

7	Prepare a Sustainability Report	Against	Against	Shareholder
8	Political Contributions/Activities	Against	Against	Shareholder
9	Eliminate Animal Testing	Against	Against	Shareholder

GENERAL MILLS, INC.

Ticker: GIS Security ID: 370334104
 Meeting Date: SEP 27, 2004 Meeting Type: Annual
 Record Date: JUL 29, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen R. Demeritt	For	For	Management
1.2	Elect Director Livio D. Desimone	For	For	Management
1.3	Elect Director William T. Esrey	For	For	Management
1.4	Elect Director Raymond V. Gilmartin	For	For	Management
1.5	Elect Director Judith R. Hope	For	For	Management
1.6	Elect Director Robert L. Johnson	For	Withhold	Management
1.7	Elect Director Heidi G. Miller	For	For	Management
1.8	Elect Director H. Ochoa-Brillembourg	For	For	Management
1.9	Elect Director Michael D. Rose	For	For	Management
1.10	Elect Director Stephen W. Sanger	For	For	Management
1.11	Elect Director A. Michael Spence	For	For	Management
1.12	Elect Director Dorothy A. Terrell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Establish Range For Board Size	For	For	Management

GENZYME CORP.

Ticker: GENZ Security ID: 372917104
 Meeting Date: MAY 26, 2005 Meeting Type: Annual
 Record Date: MAR 31, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert J. Carpenter	For	For	Management
1.2	Elect Director Charles L. Cooney	For	For	Management
2	Amend Qualified Employee Stock Purchase Plan	For	For	Management
3	Amend Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Declassify the Board of Directors	Against	For	Shareholder

GEORGIA-PACIFIC CORP.

Ticker: GP Security ID: 373298108
 Meeting Date: MAY 3, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James S. Balloun	For	For	Management
1.2	Elect Director Thomas D. Bell, Jr.	For	For	Management
1.3	Elect Director Jon A. Boscia	For	For	Management
1.4	Elect Director Alston D. Correll	For	For	Management
1.5	Elect Director John D. Zeglis	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Declassify the Board of Directors	Against	For	Management

GILLETTE CO., THE

Ticker: G Security ID: 375766102
 Meeting Date: MAY 12, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael B. Gifford	For	For	Management
1.2	Elect Director Ray J. Groves	For	For	Management
1.3	Elect Director Fred H. Langhammer	For	Withhold	Management
1.4	Elect Director Marjorie M. Yang	For	Withhold	Management
2	Ratify Auditors	For	For	Management

GOLDMAN SACHS GROUP, INC., THE

Ticker: GS Security ID: 38141G104
 Meeting Date: APR 6, 2005 Meeting Type: Annual
 Record Date: FEB 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Bryan	For	For	Management
1.2	Elect Director Stephen Friedman	For	For	Management
1.3	Elect Director William W. George	For	For	Management
1.4	Elect Director Henry M. Paulson, Jr.	For	For	Management
2	Declassify the Board of Directors	For	For	Management
3	Ratify Auditors	For	For	Management

H. J. HEINZ CO.

Ticker: HNZ Security ID: 423074103
 Meeting Date: SEP 8, 2004 Meeting Type: Annual
 Record Date: JUN 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William R. Johnson	For	For	Management
1.2	Elect Director Charles E. Bunch	For	For	Management
1.3	Elect Director Mary C. Choksi	For	For	Management
1.4	Elect Director Leonard S. Coleman, Jr.	For	For	Management
1.5	Elect Director Peter H. Coors	For	For	Management
1.6	Elect Director Edith E. Holiday	For	For	Management
1.7	Elect Director Candace Kendle	For	For	Management
1.8	Elect Director Dean R. O'Hare	For	For	Management
1.9	Elect Director Lynn C. Swann	For	For	Management
1.10	Elect Director Thomas J. Usher	For	For	Management
1.11	Elect Director James M. Zimmerman	For	For	Management
2	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

HALLIBURTON CO.

Ticker: HAL Security ID: 406216101
 Meeting Date: MAY 18, 2005 Meeting Type: Annual
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert L. Crandall	For	For	Management
1.2	Elect Director Kenneth T. Derr	For	For	Management
1.3	Elect Director S. Malcolm Gillis	For	For	Management
1.4	Elect Director W.R. Howell	For	For	Management
1.5	Elect Director Ray L. Hunt	For	For	Management
1.6	Elect Director David J. Lesar	For	For	Management
1.7	Elect Director J. Landis Martin	For	Withhold	Management
1.8	Elect Director Jay A. Precourt	For	For	Management
1.9	Elect Director Debra L. Reed	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

HARLEY-DAVIDSON, INC.

Ticker: HDI Security ID: 412822108
 Meeting Date: APR 30, 2005 Meeting Type: Annual
 Record Date: MAR 9, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George H. Conrades	For	For	Management
1.2	Elect Director Sara L. Levinson	For	For	Management
1.3	Elect Director George L. Miles, Jr.	For	For	Management
2	Approve/Amend Employee Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

HARRAH'S ENTERTAINMENT, INC.

Ticker: HET Security ID: 413619107
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara T. Alexander	For	For	Management
1.2	Elect Director Frank J. Biondi, Jr.	For	For	Management
1.3	Elect Director Robert G. Miller	For	For	Management
1.4	Elect Director Christopher J. Williams	For	For	Management
2	Ratify Auditors	For	For	Management

HARRAH'S ENTERTAINMENT, INC.

Ticker: HET Security ID: 413619107

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: MAR 11, 2005 Meeting Type: Special

Record Date: JAN 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Issue Shares in Connection with an Acquisition	For	For	Management
2	Increase Authorized Common Stock	For	For	Management

HARTFORD FINANCIAL SERVICES GROUP, INC., THE

Ticker: HIG Security ID: 416515104

Meeting Date: MAY 18, 2005 Meeting Type: Annual

Record Date: MAR 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ramani Ayer	For	For	Management
1.2	Elect Director Ronald E. Ferguson	For	For	Management
1.3	Elect Director Edward J. Kelly, III	For	For	Management
1.4	Elect Director Paul G. Kirk, Jr.	For	For	Management
1.5	Elect Director Thomas M. Marra	For	For	Management
1.6	Elect Director Gail J. McGovern	For	For	Management
1.7	Elect Director Michael G. Morris	For	For	Management
1.8	Elect Director Robert W. Selander	For	For	Management
1.9	Elect Director Charles B. Strauss	For	For	Management
1.10	Elect Director H. Patrick Swygert	For	For	Management
1.11	Elect Director David K. Zwiener	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management

HEALTH MANAGEMENT ASSOCIATES, INC.

Ticker: HMA Security ID: 421933102

Meeting Date: FEB 15, 2005 Meeting Type: Proxy Contest

Record Date: DEC 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William J. Schoen	For	For	Management
1.2	Elect Director Joseph V. Vumbacco	For	For	Management
1.3	Elect Director Kent P. Dauten	For	For	Management
1.4	Elect Director Donald E. Kiernan	For	For	Management
1.5	Elect Director Robert A. Knox	For	For	Management
1.6	Elect Director William E. Mayberry, M.D.	For	For	Management
1.7	Elect Director William C. Steere, Jr.	For	For	Management
1.8	Elect Director R.W. Westerfield, Ph.D.	For	For	Management
2	Limit Outstanding Option Grants to Executive	Against	Against	Shareholder
3	Policy Regarding Uninsured Low-Income and Insured Patients	Against	Against	Shareholder
1.1	Elect Director William J. Schoen	For	Did Not Vote	Management
1.2	Elect Director Joseph V. Vumbacco	For	Did Not Vote	Management
1.3	Elect Director Kent P. Dauten	For	Did Not Vote	Management
1.4	Elect Director Donald E. Kiernan	For	Did Not	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

			Vote	
1.5	Elect Director Robert A. Knox	For	Did Not	Management
			Vote	
1.6	Elect Director William E. Mayberry, M.D.	For	Did Not	Management
			Vote	
1.7	Elect Director William C. Steere, Jr.	For	Did Not	Management
			Vote	
1.8	Elect Director R.W. Westerfield, Ph.D.	For	Did Not	Management
			Vote	
2	Limit Outstanding Option Grants to Executive	For	Did Not	Shareholder
			Vote	
3	Policy Regarding Uninsured Low-Income and Insured Patients	For	Did Not	Shareholder
			Vote	

HEWLETT-PACKARD CO.

Ticker: HPQ Security ID: 428236103
 Meeting Date: MAR 16, 2005 Meeting Type: Annual
 Record Date: JAN 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director L.T. Babbio, Jr.	For	For	Management
1.2	Elect Director P.C. Dunn	For	For	Management
1.3	Elect Director R.A. Hackborn	For	For	Management
1.4	Elect Director G.A. Keyworth	For	For	Management
1.5	Elect Director R.E. Knowling, Jr.	For	For	Management
1.6	Elect Director T.J. Perkins	For	For	Management
1.7	Elect Director R.L. Ryan	For	For	Management
1.8	Elect Director L.S. Salhany	For	For	Management
1.9	Elect Director R.P. Wayman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Employee Stock Purchase Plan	For	For	Management

HILTON HOTELS CORP.

Ticker: HLT Security ID: 432848109
 Meeting Date: MAY 26, 2005 Meeting Type: Annual
 Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Stephen F. Bollenbach	For	For	Management
1.2	Elect Director Barbara Bell Coleman	For	For	Management
1.3	Elect Director Benjamin V. Lambert	For	For	Management
1.4	Elect Director John L. Notter	For	For	Management
1.5	Elect Director Peter V. Ueberroth	For	For	Management
2	Ratify Auditors	For	For	Management
3	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

HOME DEPOT, INC. (THE)

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: HD Security ID: 437076102
 Meeting Date: MAY 26, 2005 Meeting Type: Annual
 Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gregory D. Brennehan	For	For	Management
1.2	Elect Director Richard H. Brown	For	For	Management
1.3	Elect Director John L. Clendenin	For	For	Management
1.4	Elect Director Berry R. Cox	For	For	Management
1.5	Elect Director Claudio X. Gonzalez	For	Withhold	Management
1.6	Elect Director Milledge A. Hart, III	For	For	Management
1.7	Elect Director Bonnie G. Hill	For	For	Management
1.8	Elect Director Laban P. Jackson, Jr.	For	For	Management
1.9	Elect Director Lawrence R. Johnston	For	For	Management
1.10	Elect Director Kenneth G. Langone	For	For	Management
1.11	Elect Director Robert L. Nardelli	For	For	Management
1.12	Elect Director Thomas J. Ridge	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Nomination Procedures for the Board	For	Against	Management
4	Approve Omnibus Stock Plan	For	For	Management
5	Prepare Diversity Report	Against	For	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
7	Limit Executive Compensation	Against	Against	Shareholder
8	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
9	Performance- Based/Indexed Options	Against	Against	Shareholder
10	Performance- Based/Indexed Options	Against	For	Shareholder
11	Affirm Political Nonpartisanship	Against	Against	Shareholder

HONEYWELL INTERNATIONAL, INC.

Ticker: HON Security ID: 438516106
 Meeting Date: APR 25, 2005 Meeting Type: Annual
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Marshall N. Carter	For	For	Management
1.2	Elect Director David M. Cote	For	For	Management
1.3	Elect Director Bradley T. Sheares	For	For	Management
1.4	Elect Director John R. Stafford	For	For	Management
1.5	Elect Director Michael W. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Amend the Certificate of Incorporation and By-laws	For	For	Management
5	Establish Other Board Committee	Against	For	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Report on Pay Disparity	Against	Against	Shareholder
8	Performance- Based/Indexed Options	Against	Against	Shareholder
9	Approve Commonsense Executive Compensation Framework	Against	Against	Shareholder

ILLINOIS TOOL WORKS INC.

Ticker: ITW Security ID: 452308109

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: MAY 6, 2005 Meeting Type: Annual

Record Date: MAR 8, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William F. Aldinger	For	For	Management
1.2	Elect Director Michael J. Birck	For	For	Management
1.3	Elect Director Marvin D. Brailsford	For	For	Management
1.4	Elect Director Susan Crown	For	For	Management
1.5	Elect Director Don H. Davis, Jr.	For	For	Management
1.6	Elect Director W. James Farrell	For	For	Management
1.7	Elect Director Robert C. McCormack	For	For	Management
1.8	Elect Director Robert S. Morrison	For	For	Management
1.9	Elect Director Harold B. Smith	For	For	Management
2	Ratify Auditors	For	For	Management
3	Implement China Principles	Against	Against	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

INTEL CORP.

Ticker: INTC Security ID: 458140100

Meeting Date: MAY 18, 2005 Meeting Type: Annual

Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Craig R. Barrett	For	For	Management
1.2	Elect Director Charlene Barshefsky	For	For	Management
1.3	Elect Director E. John P. Browne	For	For	Management
1.4	Elect Director D. James Guzy	For	For	Management
1.5	Elect Director Reed E. Hundt	For	For	Management
1.6	Elect Director Paul S. Otellini	For	For	Management
1.7	Elect Director David S. Pottruck	For	For	Management
1.8	Elect Director Jane E. Shaw	For	For	Management
1.9	Elect Director John L. Thornton	For	For	Management
1.10	Elect Director David B. Yoffie	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Amend Executive Incentive Bonus Plan	For	For	Management

INTERNATIONAL BUSINESS MACHINES CORP.

Ticker: IBM Security ID: 459200101

Meeting Date: APR 26, 2005 Meeting Type: Annual

Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Cathleen Black	For	For	Management
1.2	Elect Director Kenneth I. Chenault	For	For	Management
1.3	Elect Director Juergen Dormann	For	For	Management
1.4	Elect Director Michael L. Eskew	For	Withhold	Management
1.5	Elect Director Carlos Ghosn	For	For	Management
1.6	Elect Director Charles F. Knight	For	For	Management
1.7	Elect Director Minoru Makiyara	For	For	Management
1.8	Elect Director Lucio A. Noto	For	For	Management
1.9	Elect Director Samuel J. Palmisano	For	For	Management
1.10	Elect Director Joan E. Spero	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.11	Elect Director Sidney Taurel	For	For	Management
1.12	Elect Director Charles M. Vest	For	For	Management
1.13	Elect Director Lorenzo H. Zambrano	For	For	Management
2	Ratify Auditors	For	For	Management
3	Restore or Provide for Cumulative Voting	Against	For	Shareholder
4	Eliminate Age Discrimination in Retirement Benefits	Against	Against	Shareholder
5	Calculate Executive Salary Without Regard to Pension Income	Against	For	Shareholder
6	Expense Stock Options	Against	Against	Shareholder
7	Report on Executive Compensation	Against	Against	Shareholder
8	Report on Outsourcing	Against	Against	Shareholder

INTERNATIONAL PAPER CO.

Ticker: IP Security ID: 460146103
 Meeting Date: MAY 10, 2005 Meeting Type: Annual
 Record Date: MAR 17, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert M. Amen	For	For	Management
1.2	Elect Director Samir G. Gibara	For	For	Management
1.3	Elect Director Charles R. Shoemate	For	For	Management
1.4	Elect Director William G. Walter	For	For	Management
2	Ratify Auditors	For	For	Management
3	Limit Executive Compensation	Against	Against	Shareholder

J. C. PENNEY CO., INC (HLDG CO)

Ticker: JCP Security ID: 708160106
 Meeting Date: MAY 20, 2005 Meeting Type: Annual
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas J. Engibus	For	For	Management
1.2	Elect Director Kent B. Foster	For	For	Management
1.3	Elect Director Leonard H. Roberts	For	For	Management
1.4	Elect Director Myron E. Ullman, III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Declassify the Board of Directors	Against	For	Shareholder

JDS UNIPHASE CORP.

Ticker: JDSU Security ID: 46612J101
 Meeting Date: NOV 16, 2004 Meeting Type: Annual
 Record Date: SEP 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce D. Day	For	For	Management
1.2	Elect Director Martin A. Kaplan	For	For	Management
1.3	Elect Director Kevin J. Kennedy, Ph.D.	For	For	Management
2	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

JOHNSON & JOHNSON

Ticker: JNJ Security ID: 478160104
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	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 Robert J. Darretta	For	For	Management
1.4	Elect Director Michael M. E. Johns	For	For	Management
1.5	Elect Director Ann Dibble Jordan	For	For	Management
1.6	Elect Director Arnold G. Langbo	For	For	Management
1.7	Elect Director Susan L. Lindquist	For	For	Management
1.8	Elect Director Leo F. Mullin	For	For	Management
1.9	Elect Director Christine A. Poon	For	For	Management
1.10	Elect Director Steven S. Reinemund	For	For	Management
1.11	Elect Director David Satcher	For	For	Management
1.12	Elect Director William C. Weldon	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

JPMORGAN CHASE & CO.

Ticker: JPM Security ID: 46625H100
 Meeting Date: MAY 17, 2005 Meeting Type: Annual
 Record Date: MAR 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Director Hans W. Becherer	For	For	Management
1.2	Elect Director Director John H. Biggs	For	For	Management
1.3	Elect Director Director Lawrence A. Bossidy	For	For	Management
1.4	Elect Director Director Stephen B. Burke	For	For	Management
1.5	Elect Director Director James S. Crown	For	For	Management
1.6	Elect Director Director James Dimon	For	For	Management
1.7	Elect Director Director Ellen V. Futter	For	For	Management
1.8	Elect Director Director William H. Gray, III	For	For	Management
1.9	Elect Director Director William B. Harrison, Jr	For	For	Management
1.10	Elect Director Director Laban P. Jackson, Jr.	For	For	Management
1.11	Elect Director Director John W. Kessler	For	For	Management
1.12	Elect Director Director Robert I. Lipp	For	For	Management
1.13	Elect Director Director Richard A. Manoogian	For	For	Management
1.14	Elect Director Director David C. Novak	For	For	Management
1.15	Elect Director Director Lee R. Raymond	For	For	Management
1.16	Elect Director Director William C. Weldon	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Establish Term Limits for Directors	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

6	Limit Executive Compensation	Against	Against	Shareholder
7	Adopt Executive Benefit Policy	Against	For	Shareholder

KEYCORP

Ticker: KEY Security ID: 493267108
 Meeting Date: MAY 5, 2005 Meeting Type: Annual
 Record Date: MAR 8, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Edward P. Campbell	For	For	Management
1.2	Elect Director H. James Dallas	For	For	Management
1.3	Elect Director Charles R. Hogan	For	For	Management
1.4	Elect Director Lauralee E. Martin	For	For	Management
1.5	Elect Director Bill R. Sanford	For	For	Management
2	Ratify Auditors	For	For	Management

KIMBERLY-CLARK CORP.

Ticker: KMB Security ID: 494368103
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Bergstrom	For	For	Management
1.2	Elect Director Robert W. Decherd	For	For	Management
1.3	Elect Director G. Craig Sullivan	For	For	Management
2	Ratify Auditors	For	For	Management
3	Adopt ILO Based Code of Conduct	Against	Against	Shareholder

KING PHARMACEUTICALS INC.

Ticker: KG Security ID: 495582108
 Meeting Date: MAY 31, 2005 Meeting Type: Annual
 Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Charles Moyer, Ph.D.	For	For	Management
1.2	Elect Director Gregory D. Jordan, Ph.D.	For	For	Management
1.3	Elect Director D. Greg Rooker	For	For	Management
1.4	Elect Director Brian A. Markison	For	For	Management
1.5	Elect Director Ted G. Wood	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management

KOHL'S CORP.

Ticker: KSS Security ID: 500255104
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: MAR 2, 2005

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James D. Ericson	For	For	Management
1.2	Elect Director William S. Kellogg	For	For	Management
1.3	Elect Director Arlene Meier	For	For	Management
1.4	Elect Director R. Elton White	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

KROGER CO., THE

Ticker: KR Security ID: 501044101
 Meeting Date: JUN 23, 2005 Meeting Type: Annual
 Record Date: APR 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert D. Beyer	For	Withhold	Management
1.2	Elect Director John T. Lamacchia	For	Withhold	Management
1.3	Elect Director Edward M. Liddy	For	Withhold	Management
1.4	Elect Director Katherine D. Ortega	For	Withhold	Management
1.5	Elect Director Bobby S. Shackouls	For	Withhold	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Eliminate super-majority provision	Against	For	Shareholder
5	Report on Feasibility of Improving Animal Welfare Standards	Against	Against	Shareholder
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

LABORATORY CORPORATION OF AMERICA HOLDINGS

Ticker: LH Security ID: 50540R409
 Meeting Date: MAY 18, 2005 Meeting Type: Annual
 Record Date: MAR 31, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas P. Mac Mahon	For	For	Management
1.2	Elect Director Jean-Luc Belingard	For	For	Management
1.3	Elect Director Wendy E. Lane	For	For	Management
1.4	Elect Director Robert E. Mittelstaedt, Jr.	For	For	Management
1.5	Elect Director Arthur H. Rubenstein, MBBCh	For	For	Management
1.6	Elect Director Andrew G. Wallace, M.D.	For	For	Management
1.7	Elect Director M. Keith Weikel, Ph.D.	For	For	Management
2	Ratify Auditors	For	For	Management

LEHMAN BROTHERS HOLDINGS INC.

Ticker: LEH Security ID: 524908100
 Meeting Date: APR 5, 2005 Meeting Type: Annual
 Record Date: FEB 11, 2005

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael L. Ainslie	For	For	Management
1.2	Elect Director John F. Akers	For	For	Management
1.3	Elect Director Richard S. Fuld, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	Against	Management
4	Limit Executive Compensation	Against	Against	Shareholder

LIMITED BRANDS

Ticker: LTD Security ID: 532716107
 Meeting Date: MAY 16, 2005 Meeting Type: Annual
 Record Date: MAR 31, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Donna A. James	For	For	Management
1.2	Elect Director Leonard A. Schlesinger	For	For	Management
1.3	Elect Director Jeffrey B. Swartz	For	For	Management
1.4	Elect Director Raymond Zimmerman	For	For	Management

LOCKHEED MARTIN CORP.

Ticker: LMT Security ID: 539830109
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E.C. 'Pete' Aldridge, Jr.	For	For	Management
1.2	Elect Director Nolan D. Archibald	For	For	Management
1.3	Elect Director Marcus C. Bennett	For	For	Management
1.4	Elect Director James O. Ellis, Jr.	For	For	Management
1.5	Elect Director Gwendolyn S. King	For	For	Management
1.6	Elect Director Douglas H. McCorkindale	For	For	Management
1.7	Elect Director Eugene F. Murphy	For	For	Management
1.8	Elect Director Joseph W. Ralston	For	Withhold	Management
1.9	Elect Director Frank Savage	For	Withhold	Management
1.10	Elect Director Anne Stevens	For	For	Management
1.11	Elect Director Robert J. Stevens	For	For	Management
1.12	Elect Director James R. Ukropina	For	For	Management
1.13	Elect Director Douglas C. Yearley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Amend Omnibus Stock Plan	For	For	Management
4	Performance-Based/Indexed Options	Against	Against	Shareholder
5	Adopt Simple Majority Vote Requirement for All Issues	Against	For	Shareholder
6	Report on Pay Disparity	Against	Against	Shareholder
7	and amend its code of conduct and policies related to bidding Review Code of Conduct on Military Contracts	Against	Against	Shareholder

LOWE'S COMPANIES, INC.

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: LOW Security ID: 548661107
 Meeting Date: MAY 27, 2005 Meeting Type: Annual
 Record Date: APR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert A. Ingram	For	For	Management
1.2	Elect Director Richard K. Lochridge	For	For	Management
1.3	Elect Director Robert L. Johnson	For	For	Management
2	Amend Non-Employee Director Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

LUCENT TECHNOLOGIES INC.

Ticker: LU Security ID: 549463107
 Meeting Date: FEB 16, 2005 Meeting Type: Annual
 Record Date: DEC 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert E. Denham	For	For	Management
1.2	Elect Director Daniel S. Goldin	For	For	Management
1.3	Elect Director Edward E. Hagen Locker	For	For	Management
1.4	Elect Director Carla A. Hills	For	For	Management
1.5	Elect Director Karl J. Krapek	For	For	Management
1.6	Elect Director Richard C. Levin	For	For	Management
1.7	Elect Director Patricia F. Russo	For	For	Management
1.8	Elect Director Henry B. Schact	For	For	Management
1.9	Elect Director Franklin A. Thomas	For	For	Management
1.10	Elect Director Ronald A. Williams	For	For	Management
2	Approve Reverse Stock Split	For	For	Management
3	Report on Political Contributions	Against	Against	Shareholder
4	Performance- Based/Index Options	Against	For	Shareholder
5	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder
6	Approve Future Golden Parachute Provision	Against	For	Shareholder

MARSH & MCLENNAN COMPANIES, INC.

Ticker: MMC Security ID: 571748102
 Meeting Date: MAY 19, 2005 Meeting Type: Annual
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael G. Cherkasky	For	For	Management
1.2	Elect Director Stephen R. Hardis	For	Withhold	Management
1.3	Elect Director The Rt. Hon. Lord Lang of Monkton, DL	For	For	Management
1.4	Elect Director Morton O. Schapiro	For	For	Management
1.5	Elect Director Adele Simmons	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Option Exchange Program	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder
5	Request That the Board of Directors Adopt an Executive Compensation Policy That All Future Stock Option Grants to Senior Executives Shall be Performance-Based	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

6 Require a Majority Vote for the Election Against For Shareholder
of Directors

MASCO CORP.

Ticker: MAS Security ID: 574599106
Meeting Date: MAY 10, 2005 Meeting Type: Annual
Record Date: MAR 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Verne G. Istock	For	For	Management
1.2	Elect Director David L. Johnston	For	For	Management
1.3	Elect Director J. Michael Losh	For	For	Management
1.4	Elect Director Dennis W. Archer	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

MATTEL, INC.

Ticker: MAT Security ID: 577081102
Meeting Date: MAY 19, 2005 Meeting Type: Annual
Record Date: MAR 23, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Eugene P. Beard	For	For	Management
1.2	Elect Director Michael J. Dolan	For	For	Management
1.3	Elect Director Robert A. Eckert	For	For	Management
1.4	Elect Director Tully M. Friedman	For	For	Management
1.5	Elect Director Dr. Andrea L. Rich	For	For	Management
1.6	Elect Director Ronald L. Sargent	For	Withhold	Management
1.7	Elect Director Christopher A. Sinclair	For	For	Management
1.8	Elect Director G. Craig Sullivan	For	For	Management
1.9	Elect Director John L. Vogelstein	For	For	Management
1.10	Elect Director Kathy Brittain White	For	For	Management
2	Ratify Auditor	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder
5	Workplace Code of Conduct	Against	Against	Shareholder

MAXIM INTEGRATED PRODUCTS, INC.

Ticker: MXIM Security ID: 57772K101
Meeting Date: NOV 18, 2004 Meeting Type: Annual
Record Date: SEP 27, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Bergman	For	Withhold	Management
1.2	Elect Director John F. Gifford	For	Withhold	Management
1.3	Elect Director B. Kipling Hagopian	For	For	Management
1.4	Elect Director M.D. Sampels	For	Withhold	Management
1.5	Elect Director A.R. Frank Wazzan	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: APR 27, 2005 Meeting Type: Annual

Record Date: MAR 8, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Sir Winfried Bischoff	For	Withhold	Management
1.2	Elect Director Douglas N. Daft	For	Withhold	Management
1.3	Elect Director Linda Koch Lorimer	For	Withhold	Management
1.4	Elect Director Harold McGraw III	For	Withhold	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Ratify Auditors	For	For	Management
5	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

MCKESSON CORP.

Ticker: MCK Security ID: 58155Q103

Meeting Date: JUL 28, 2004 Meeting Type: Annual

Record Date: JUN 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Hammergren	For	For	Management
1.2	Elect Director Robert W. Matschullat	For	For	Management
1.3	Elect Director M. Christine Jacobs	For	For	Management
2	Ratify Auditors	For	For	Management

MEDCO HEALTH SOLUTIONS INC

Ticker: MHS Security ID: 58405U102

Meeting Date: MAY 31, 2005 Meeting Type: Annual

Record Date: APR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John L. Cassis	For	For	Management
1.2	Elect Director Michael Goldstein	For	For	Management
1.3	Elect Director Blenda J. Wilson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Qualified Employee Stock Purchase Plan	For	For	Management
5	Approve Executive Incentive Bonus Plan	For	For	Management

MEDTRONIC, INC.

Ticker: MDT Security ID: 585055106

Meeting Date: AUG 26, 2004 Meeting Type: Annual

Record Date: JUL 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William R. Brody, M.D., Ph.D.	For	For	Management
1.2	Elect Director Arthur D. Collins, Jr.	For	For	Management
1.3	Elect Director Antonio M. Gotto, Jr.,	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

	M.D., D. Phil.			
2	Ratify Auditors	For	For	Management
3	Charitable Contributions	Against	Against	Shareholder

MELLON FINANCIAL CORP.

Ticker: MEL Security ID: 58551A108
 Meeting Date: APR 19, 2005 Meeting Type: Annual
 Record Date: FEB 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Ruth E. Bruch	For	For	Management
1.2	Elect Director Steven G. Elliott	For	For	Management
1.3	Elect Director Edmund F. Kelly	For	For	Management
1.4	Elect Director Robert Mehrabian	For	For	Management
1.5	Elect Director Wesley W. Von Schack	For	For	Management
2	Ratify Auditors	For	For	Management

MERCK & CO., INC.

Ticker: MRK Security ID: 589331107
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Rochelle B. Lazarus	For	For	Management
1.2	Elect Director William G. Bowen	For	For	Management
1.3	Elect Director Raymond V. Gilmartin	For	For	Management
1.4	Elect Director Thomas E. Shenk	For	For	Management
1.5	Elect Director Anne M. Tatlock	For	For	Management
1.6	Elect Director Samuel O. Thier	For	For	Management
1.7	Elect Director Wendell P. Weeks	For	For	Management
1.8	Elect Director Peter C. Wendell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Prohibit Awards to Executives	Against	Against	Shareholder
4	Limit Executive Compensation	Against	Against	Shareholder
5	Eliminate Animal Testing	Against	Against	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Report on Product Availability in Canada	Against	For	Shareholder
8	Report on Political Contributions	Against	Against	Shareholder
9	Report on Operational Impact of HIV/AIDS, TB, and Malaria Pandemic	Against	Against	Shareholder

MERRILL LYNCH & CO., INC.

Ticker: MER Security ID: 590188108
 Meeting Date: APR 22, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jill K. Conway	For	For	Management
1.2	Elect Director Heinz-Joachim Neuburger	For	For	Management
1.3	Elect Director E. Stanley O'Neal	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Ratify Auditors	For	For	Management
3	Approve Non-Employee Director Restricted Stock Plan	For	For	Management
4	Provide for Cumulative Voting	Against	For	Shareholder
5	Limit Executive Compensation	Against	Against	Shareholder

METLIFE, INC

Ticker: MET Security ID: 59156R108
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Cheryl W. Grise	For	For	Management
1.2	Elect Director James R. Houghton	For	For	Management
1.3	Elect Director Helene L. Kaplan	For	Withhold	Management
1.4	Elect Director Sylvia M. Mathews	For	For	Management
1.5	Elect Director William C. Steere, Jr.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Establish Other Board Committee	Against	Against	Shareholder

MICRON TECHNOLOGY, INC.

Ticker: MU Security ID: 595112103
 Meeting Date: NOV 18, 2004 Meeting Type: Annual
 Record Date: SEP 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven R. Appleton	For	For	Management
1.2	Elect Director James W. Bagley	For	For	Management
1.3	Elect Director Ronald C. Foster	For	For	Management
1.4	Elect Director Robert A. Lothrop	For	For	Management
1.5	Elect Director Thomas T. Nicholson	For	For	Management
1.6	Elect Director Gordon C. Smith	For	For	Management
1.7	Elect Director William P. Weber	For	For	Management
2	Amend Employee Stock Purchase Plan	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management
5	Ratify Auditors	For	For	Management

MICROSOFT CORP.

Ticker: MSFT Security ID: 594918104
 Meeting Date: NOV 9, 2004 Meeting Type: Annual
 Record Date: SEP 10, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William H. Gates III	For	For	Management
1.2	Elect Director Steven A. Ballmer	For	For	Management
1.3	Elect Director James I. Cash Jr., Ph.D.	For	For	Management
1.4	Elect Director Raymond V. Gilmartin	For	For	Management
1.5	Elect Director Ann McLaughlin Korologos	For	For	Management
1.6	Elect Director David F. Marquardt	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.7	Elect	Director Charles H. Noski	For	For	Management
1.8	Elect	Director Dr. Helmut Panke	For	For	Management
1.9	Elect	Director Jon A. Shirley	For	For	Management
2	Amend	Bundled Compensation Plans	For	For	Management
3	Amend	Bundled Compensation Plans	For	For	Management
4	Amend	Stock Option Plan	For	For	Management
5	Ratify	Auditors	For	For	Management

MONSANTO CO.

Ticker: MON Security ID: 61166W101
 Meeting Date: JAN 20, 2005 Meeting Type: Annual
 Record Date: NOV 22, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Bachmann	For	For	Management
1.2	Elect Director William U. Parfet	For	Withhold	Management
1.3	Elect Director George H. Poste	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Report on Genetically Modified Organisms	Against	Against	Shareholder
5	Report on Export of Hazardous Pesticides	Against	Against	Shareholder
6	Adopt Human Rights Policy	Against	Against	Shareholder
7	Eliminate Animal Testing	Against	Against	Shareholder

MOODY'S CORPORATION

Ticker: MCO Security ID: 615369105
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert R. Glauber	For	For	Management
1.2	Elect Director Connie Mack	For	For	Management
1.3	Elect Director Nancy S. Newcomb	For	For	Management
2	Increase Authorized Common Stock	For	For	Management
3	Ratify Auditors	For	For	Management

MORGAN STANLEY

Ticker: MWD Security ID: 617446448
 Meeting Date: MAR 15, 2005 Meeting Type: Annual
 Record Date: JAN 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Jacob	For	For	Management
1.2	Elect Director Charles F. Knight	For	For	Management
1.3	Elect Director Miles L. Marsh	For	For	Management
1.4	Elect Director Laura D'Andrea Tyson	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Limit Executive Compensation	Against	Against	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

MOTOROLA, INC.

Ticker: MOT Security ID: 620076109
 Meeting Date: MAY 2, 2005 Meeting Type: Annual
 Record Date: MAR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director E. Zander	For	For	Management
1.2	Elect Director H. L. Fuller	For	For	Management
1.3	Elect Director J. Lewant	For	For	Management
1.4	Elect Director W. Massey	For	For	Management
1.5	Elect Director T. Meredith	For	For	Management
1.6	Elect Director N. Negroponte	For	For	Management
1.7	Elect Director I. Nooyi	For	For	Management
1.8	Elect Director S. Scott III	For	For	Management
1.9	Elect Director R. Sommer	For	For	Management
1.10	Elect Director J. Stengel	For	For	Management
1.11	Elect Director D. Warner III	For	For	Management
1.12	Elect Director J. White	For	For	Management
2	Limit Executive Compensation	Against	Against	Shareholder
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

NATIONAL CITY CORP.

Ticker: NCC Security ID: 635405103
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jon E. Barfield	For	For	Management
1.2	Elect Director James S. Broadhurst	For	For	Management
1.3	Elect Director Christopher M. Connor	For	For	Management
1.4	Elect Director David A. Daberko	For	For	Management
1.5	Elect Director Joseph T. Gorman	For	For	Management
1.6	Elect Director Bernadine P. Healy	For	For	Management
1.7	Elect Director S. Craig Lindner	For	For	Management
1.8	Elect Director Paul A. Ormond	For	For	Management
1.9	Elect Director Robert A. Paul	For	For	Management
1.10	Elect Director Gerald L. Shaheen	For	For	Management
1.11	Elect Director Jerry Sue Thornton	For	For	Management
1.12	Elect Director Morry Weiss	For	For	Management
2	Ratify Auditor	For	For	Management

NEWMONT MINING CORP. (HOLDING COMPANY)

Ticker: NEM Security ID: 651639106
 Meeting Date: APR 27, 2005 Meeting Type: Annual
 Record Date: MAR 3, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glen A. Barton	For	For	Management
1.2	Elect Director Vincent A. Calarco	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect Director Michael s. Hamson	For	For	Management
1.4	Elect Director Leo I. Higdon, Jr.	For	For	Management
1.5	Elect Director Pierre Lassonde	For	For	Management
1.6	Elect Director Robert J. Miller	For	Withhold	Management
1.7	Elect Director Wayne W. Murdy	For	For	Management
1.8	Elect Director Robin A. Plumbridge	For	For	Management
1.9	Elect Director John B. Prescott	For	For	Management
1.10	Elect Director Donald C. Roth	For	For	Management
1.11	Elect Director Seymour Schulich	For	For	Management
1.12	Elect Director James V. Taranik	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

NIKE, INC.

Ticker: NKE Security ID: 654106103
 Meeting Date: SEP 20, 2004 Meeting Type: Annual
 Record Date: JUL 26, 2004

#	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

NORFOLK SOUTHERN CORP.

Ticker: NSC Security ID: 655844108
 Meeting Date: MAY 12, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gerald L. Baliles	For	Withhold	Management
1.2	Elect Director Gene R. Carter	For	For	Management
1.3	Elect Director Charles W. Moorman	For	For	Management
1.4	Elect Director J. Paul Reason	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Approve Executive Incentive Bonus Plan	For	For	Management

NORTHERN TRUST CORP.

Ticker: NTRS Security ID: 665859104
 Meeting Date: APR 19, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Duane L. Burnham	For	For	Management
1.2	Elect Director Susan Crown	For	For	Management
1.3	Elect Director Robert A. Helman	For	For	Management
1.4	Elect Director Dipak C. Jain	For	For	Management
1.5	Elect Director Arthur L. Kelly	For	For	Management
1.6	Elect Director Robert C. McCormack	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.7	Elect	Director	Edward J. Mooney	For	For	Management
1.8	Elect	Director	William A. Osborn	For	For	Management
1.9	Elect	Director	John W. Rowe	For	Withhold	Management
1.10	Elect	Director	Harold B. Smith	For	For	Management
1.11	Elect	Director	William D. Smithburg	For	For	Management
1.12	Elect	Director	Charles A. Tribbett III	For	For	Management
2	Ratify	Auditors		For	For	Management

NUCOR CORP.

Ticker: NUE Security ID: 670346105
 Meeting Date: MAY 12, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Peter C. Browing	For	For	Management
1.2	Elect Director Victoria F. Haynes	For	For	Management
1.3	Elect Director Thomas A. Waltermire	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Approve Omnibus Stock Plan	For	For	Management

OCCIDENTAL PETROLEUM CORP.

Ticker: OXY Security ID: 674599105
 Meeting Date: MAY 6, 2005 Meeting Type: Annual
 Record Date: MAR 3, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Spencer Abraham	For	For	Management
1.2	Elect Director Ronald W. Burkle	For	For	Management
1.3	Elect Director John S. Chalsky	For	For	Management
1.4	Elect Director Edward P. Djerejian	For	For	Management
1.5	Elect Director R. Chad Dreier	For	For	Management
1.6	Elect Director John E. Feick	For	For	Management
1.7	Elect Director Ray R. Irani	For	For	Management
1.8	Elect Director Irwin W. Maloney	For	For	Management
1.9	Elect Director Rodolfo Segovia	For	For	Management
1.10	Elect Director Aziz D. Syriani	For	For	Management
1.11	Elect Director Rosemary Tomich	For	For	Management
1.12	Elect Director Walter L. Weisman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Proposal Regarding Board Sponsored Proposals	Against	Against	Shareholder
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

OFFICE DEPOT, INC.

Ticker: ODP Security ID: 676220106
 Meeting Date: MAY 13, 2005 Meeting Type: Annual
 Record Date: MAR 10, 2005

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Lee A. Ault III	For	For	Management
1.2	Elect Director Neil R. Austrian	For	For	Management
1.3	Elect Director David W. Bernauer	For	For	Management
1.4	Elect Director Abelardo E. Bru	For	For	Management
1.5	Elect Director David I. Fuente	For	For	Management
1.6	Elect Director Brenda J. Gaines	For	For	Management
1.7	Elect Director Myra M. Hart	For	For	Management
1.8	Elect Director W. Scott Hedrick	For	For	Management
1.9	Elect Director James L. Heskett	For	For	Management
1.10	Elect Director Patricia A. McKay	For	For	Management
1.11	Elect Director Michael J. Myers	For	For	Management
1.12	Elect Director Steve Odland	For	For	Management
2	Ratify Auditors	For	For	Management
3	Review/Limit Executive Compensation	Against	Against	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

OMNICOM GROUP INC.

Ticker: OMC Security ID: 681919106
 Meeting Date: MAY 24, 2005 Meeting Type: Annual
 Record Date: APR 8, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Wren	For	For	Management
1.2	Elect Director Bruce Crawford	For	For	Management
1.3	Elect Director Robert Charles Clark	For	For	Management
1.4	Elect Director Leonard S. Coleman, Jr.	For	For	Management
1.5	Elect Director Errol M. Cook	For	For	Management
1.6	Elect Director Susan S. Denison	For	For	Management
1.7	Elect Director Michael A. Henning	For	For	Management
1.8	Elect Director John R. Murphy	For	For	Management
1.9	Elect Director John R. Purcell	For	For	Management
1.10	Elect Director Linda Johnson Rice	For	For	Management
1.11	Elect Director Gary L. Roubos	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

ORACLE CORP.

Ticker: ORCL Security ID: 68389X105
 Meeting Date: OCT 29, 2004 Meeting Type: Annual
 Record Date: SEP 2, 2004

#	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	For	Management
1.7	Elect Director Safra Catz	For	For	Management
1.8	Elect Director Hector Garcia-Molina	For	For	Management
1.9	Elect Director Joseph A. Grundfest	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.10	Elect	Director H. Raymond Bingham	For	For	Management
1.11	Elect	Director Charles E. Phillips, Jr.	For	For	Management
2	Approve	Executive Incentive Bonus Plan	For	For	Management
3	Ratify	Auditors	For	For	Management
4	Amend	Omnibus Stock Plan	For	For	Management
5	Implement	China Principles	Against	Against	Shareholder

PAYCHEX, INC.

Ticker: PAYX Security ID: 704326107
 Meeting Date: OCT 6, 2004 Meeting Type: Annual
 Record Date: AUG 9, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director B. Thomas Golisano	For	For	Management
1.2	Elect Director G. Thomas Clark	For	Withhold	Management
1.3	Elect Director David J. S. Flaschen	For	For	Management
1.4	Elect Director Phillip Horsley	For	For	Management
1.5	Elect Director Grant M. Inman	For	For	Management
1.6	Elect Director J. Robert Sebo	For	For	Management
1.7	Elect Director Joseph M. Tucci	For	For	Management

PEPSICO, INC.

Ticker: PEP Security ID: 713448108
 Meeting Date: MAY 4, 2005 Meeting Type: Annual
 Record Date: MAR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John F. Akers	For	For	Management
1.2	Elect Director Robert E. Allen	For	For	Management
1.3	Elect Director Ray L. Hunt	For	For	Management
1.4	Elect Director Arthur C. Martinez	For	For	Management
1.5	Elect Director Indra K. Nooyi	For	For	Management
1.6	Elect Director Steven S Reinemund	For	For	Management
1.7	Elect Director Sharon P. Rockefeller	For	For	Management
1.8	Elect Director James J. Schiro	For	For	Management
1.9	Elect Director Franklin A. Thomas	For	For	Management
1.10	Elect Director Cynthia M. Trudell	For	For	Management
1.11	Elect Director Solomon D. Trujillo	For	For	Management
1.12	Elect Director Daniel Vasella	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Corporate Political Contributions	Against	Against	Shareholder

PERKINELMER INC.

Ticker: PKI Security ID: 714046109
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Tamara J. Erickson	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect Director Nicholas A. Lopardo	For	For	Management
1.3	Elect Director Alexis P. Michas	For	For	Management
1.4	Elect Director James C. Mullen	For	For	Management
1.5	Elect Director Vicki L. Sato	For	For	Management
1.6	Elect Director Gabriel Schmergel	For	For	Management
1.7	Elect Director Kenton J. Sicchitano	For	For	Management
1.8	Elect Director Gregory L. Summe	For	For	Management
1.9	Elect Director G. Robert Tod	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management

PFIZER INC.

Ticker: PFE Security ID: 717081103
 Meeting Date: APR 28, 2005 Meeting Type: Annual
 Record Date: MAR 2, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael S. Brown	For	For	Management
1.2	Elect Director M. Anthony Burns	For	For	Management
1.3	Elect Director Robert N. Burt	For	For	Management
1.4	Elect Director W. Don Cornwell	For	For	Management
1.5	Elect Director William H. Gray III	For	For	Management
1.6	Elect Director Constance J. Horner	For	For	Management
1.7	Elect Director William R. Howell	For	For	Management
1.8	Elect Director Stanley O. Ikenberry	For	For	Management
1.9	Elect Director George A. Lorch	For	For	Management
1.10	Elect Director Henry A. McKinnell	For	For	Management
1.11	Elect Director Dana G. Mead	For	For	Management
1.12	Elect Director Ruth J. Simmons	For	For	Management
1.13	Elect Director William C. Steere, Jr.	For	For	Management
1.14	Elect Director Jean-Paul Valles	For	For	Management
2	Ratify Auditors	For	For	Management
3	Establish Term Limits for Directors	Against	Against	Shareholder
4	Report on Pharmaceutical Price Restraint	Against	Against	Shareholder
5	Review and Report on Drug Reimportation Policy	Against	Against	Shareholder
6	Report on Political Contributions	Against	Against	Shareholder
7	Report on Product Availability in Canada	Against	For	Shareholder
8	Separate Chairman and CEO Positions	Against	For	Shareholder

PNC FINANCIAL SERVICES GROUP, INC.

Ticker: PNC Security ID: 693475105
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Paul W. Chellgren	For	For	Management
1.2	Elect Director Robert N. Clay	For	For	Management
1.3	Elect Director J. Gary Cooper	For	For	Management
1.4	Elect Director George A. Davidson, Jr.	For	For	Management
1.5	Elect Director Richard B. Kelson	For	For	Management
1.6	Elect Director Bruce C. Lindsay	For	For	Management
1.7	Elect Director Anthony A. Massaro	For	For	Management
1.8	Elect Director Thomas H. O'Brien	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.9	Elect Director Jane G. Pepper	For	For	Management
1.10	Elect Director James E. Rohr	For	For	Management
1.11	Elect Director Lorene K. Steffes	For	For	Management
1.12	Elect Director Dennis F. Strigl	For	For	Management
1.13	Elect Director Stephen G. Thieke	For	For	Management
1.14	Elect Director Thomas J. Usher	For	For	Management
1.15	Elect Director Milton A. Washington	For	For	Management
1.16	Elect Director Heldge H. Wehmeier	For	For	Management
2	Ratify Auditors	For	For	Management

PRAXAIR, INC.

Ticker: PX Security ID: 74005P104
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Jose Alves	For	For	Management
1.2	Elect Director Ira D. Hall	For	For	Management
1.3	Elect Director Raymond W. Leboeuf	For	For	Management
1.4	Elect Director Wayne T. Smith	For	For	Management
1.5	Elect Director Robert L. Wood	For	For	Management
2	Amend Non-Employee Director Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

PROCTER & GAMBLE COMPANY, THE

Ticker: PG Security ID: 742718109
 Meeting Date: OCT 12, 2004 Meeting Type: Annual
 Record Date: JUL 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director R. Kerry Clark	For	For	Management
1.2	Elect Director Joseph T. Gorman	For	For	Management
1.3	Elect Director Lynn M. Martin	For	For	Management
1.4	Elect Director Ralph Snyderman, M.D.	For	For	Management
1.5	Elect Director Robert D. Storey	For	For	Management
2	Ratify Auditors	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Declassify the Board of Directors	Against	For	Management
5	Implement/ Report on Animal Welfare Standards	Against	Against	Shareholder

PROGRESSIVE CORP., THE

Ticker: PGR Security ID: 743315103
 Meeting Date: APR 15, 2005 Meeting Type: Annual
 Record Date: FEB 17, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Charles A. Davis	For	For	Management
1.2	Elect Director Bernadine P. Healy	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect Director Jeffrey D. Kelly	For	For	Management
2	Authorize Board to Fill Vacancies	For	For	Management
3	Ratify Auditors	For	For	Management

PROVIDIAN FINANCIAL CORP.

Ticker: PVN Security ID: 74406A102
 Meeting Date: MAY 5, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James P. Holdcroft	For	For	Management
1.2	Elect Director Ruth M. Owardes	For	For	Management
1.3	Elect Director Jane A. Truelove	For	For	Management
2	Approve Executive Incentive Bonus Plan	For	For	Management
3	Ratify Auditors	For	For	Management

PRUDENTIAL FINANCIAL INC

Ticker: PRU Security ID: 744320102
 Meeting Date: JUN 7, 2005 Meeting Type: Annual
 Record Date: APR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James G. Cullen	For	For	Management
1.2	Elect Director James A. Unruh	For	For	Management
1.3	Elect Director Gordon M. Bethune	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Approve Qualified Employee Stock Purchase Plan	For	For	Management

QUALCOMM INC.

Ticker: QCOM Security ID: 747525103
 Meeting Date: MAR 8, 2005 Meeting Type: Annual
 Record Date: JAN 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Robert E. Kahn	For	For	Management
1.2	Elect Director Duane A. Nelles	For	Withhold	Management
1.3	Elect Director Brent Scowcroft	For	For	Management
2	Declassify the Board of Directors and Eliminate Cumulative Voting	For	For	Management
3	Increase Authorized Common Stock	For	For	Management
4	Amend Articles	For	For	Management
5	Ratify Auditors	For	For	Management

RAYTHEON CO.

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: RTN Security ID: 755111507
 Meeting Date: MAY 4, 2005 Meeting Type: Annual
 Record Date: MAR 9, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara M. Barrett	For	For	Management
1.2	Elect Director Frederic M. Poses	For	For	Management
1.3	Elect Director Linda G. Stuntz	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Amend Omnibus Stock Plan	For	For	Management
5	Amend Non-Employee Director Restricted Stock Plan	For	For	Management
6	Adopt MacBride Principles	Against	Against	Shareholder
7	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
8	Require Director Nominee Qualifications	Against	Against	Shareholder

REEBOK INTERNATIONAL LTD.

Ticker: RBK Security ID: 758110100
 Meeting Date: MAY 3, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Norman Axelrod	For	For	Management
1.2	Elect Director Paul R. Duncan	For	For	Management
1.3	Elect Director Richard G. Lesser	For	For	Management
1.4	Elect Director Deval L. Patrick	For	For	Management
1.5	Elect Director Paul B. Fireman	For	For	Management
1.6	Elect Director Dorothy E. Puhy	For	For	Management
1.7	Elect Director Thomas M. Ryan	For	Withhold	Management
2	Ratify Auditors	For	For	Management

ROCKWELL AUTOMATION INC

Ticker: ROK Security ID: 773903109
 Meeting Date: FEB 2, 2005 Meeting Type: Annual
 Record Date: DEC 6, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Bruce M. Rockwell	For	For	Management
1.2	Elect Director Joseph F. Toot, Jr.	For	For	Management
1.3	Elect Director Kenneth F. Yontz	For	For	Management
2	Ratify Auditors	For	For	Management

ROHM AND HAAS CO.

Ticker: ROH Security ID: 775371107
 Meeting Date: MAY 2, 2005 Meeting Type: Annual
 Record Date: MAR 4, 2005

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

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.1	Elect Director W.J. Avery	For	For	Management
1.2	Elect Director R.L. Gupta	For	For	Management
1.3	Elect Director D.W. Hass	For	For	Management
1.4	Elect Director T.W. Hass	For	For	Management
1.5	Elect Director R.L. Keyser	For	For	Management
1.6	Elect Director R.J. Mills	For	For	Management
1.7	Elect Director J.P. Montoya	For	For	Management
1.8	Elect Director S.O. Moose	For	For	Management
1.9	Elect Director G.S. Omenn	For	For	Management
1.10	Elect Director G.L. Rogers	For	For	Management
1.11	Elect Director R.H. Schmitz	For	For	Management
1.12	Elect Director G.M. Whitesides	For	For	Management
1.13	Elect Director M.C. Whittington	For	For	Management
2	Approve Non-Employee Director Stock Option Plan	For	For	Management
3	Amend 401(k)/Savings Plan	For	For	Management
4	Ratify Auditors	For	For	Management
5	Other Business	For	Against	Management

SAFeway INC.

Ticker: SWY Security ID: 786514208
 Meeting Date: MAY 25, 2005 Meeting Type: Annual
 Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Steven A. Burd	For	For	Management
1.2	Elect Director Janet E. Grove	For	For	Management
1.3	Elect Director Mohan Gyani	For	For	Management
1.4	Elect Director Paul Hazen	For	For	Management
1.5	Elect Director Robert I. MacDonnell	For	For	Management
1.6	Elect Director Douglas J. MacKenzie	For	For	Management
1.7	Elect Director Rebecca A. Stirn	For	For	Management
1.8	Elect Director William Y. Tauscher	For	For	Management
1.9	Elect Director Raymond G. viault	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Seek Sale of Company	Against	Against	Shareholder
5	Separate Chairman and CEO Positions	Against	For	Shareholder
6	Prepare a Sustainability Report	Against	For	Shareholder
7	Limit Awards to Executives	Against	Against	Shareholder
8	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
9	Limit Composition of Committee(s) to Independent Directors	Against	Against	Shareholder
10	Proposal Regarding the Office of The Board of Directors	Against	Against	Shareholder

SALOMON BROTHERS FUND INC., THE

Ticker: SBF Security ID: 795477108
 Meeting Date: APR 25, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Andrew L. Breech	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect	Director	Carol L. Colman	For	For	Management
1.3	Elect	Director	William R. Dill	For	For	Management
1.4	Elect	Director	R. Jay Gerken	For	For	Management
1.5	Elect	Director	William R. Hutchinson	For	For	Management
1.6	Elect	Director	Louis P. Mattis	For	For	Management
1.7	Elect	Director	Thomas F. Schlafly	For	For	Management

SANMINA-SCI CORP.

Ticker: SANM Security ID: 800907107
 Meeting Date: FEB 28, 2005 Meeting Type: Annual
 Record Date: JAN 3, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Neil R. Bonke	For	Withhold	Management
1.2	Elect Director Alain Couder	For	For	Management
1.3	Elect Director Randy W. Furr	For	For	Management
1.4	Elect Director Mario M. Rosati	For	Withhold	Management
1.5	Elect Director A. Eugene Sapp, Jr.	For	For	Management
1.6	Elect Director Wayne Shortridge	For	Withhold	Management
1.7	Elect Director Peter J. Simone	For	For	Management
1.8	Elect Director Jure Sola	For	For	Management
1.9	Elect Director Jacquelyn M. Ward	For	Withhold	Management
2	Ratify Auditors	For	For	Management

SARA LEE CORP.

Ticker: SLE Security ID: 803111103
 Meeting Date: OCT 28, 2004 Meeting Type: Annual
 Record Date: SEP 1, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Brenda C. Barnes	For	For	Management
1.2	Elect Director J.T. Battenberg III	For	Withhold	Management
1.3	Elect Director Charles W. Coker	For	Withhold	Management
1.4	Elect Director James S. Crown	For	Withhold	Management
1.5	Elect Director Willie D. Davis	For	Withhold	Management
1.6	Elect Director Vernon E. Jordan, Jr.	For	Withhold	Management
1.7	Elect Director Laurette T. Koellner	For	Withhold	Management
1.8	Elect Director Cornelis J.A. van Lede	For	Withhold	Management
1.9	Elect Director Joan D. Manley	For	Withhold	Management
1.10	Elect Director C. Steven McMillan	For	Withhold	Management
1.11	Elect Director Sir Ian Prosser	For	For	Management
1.12	Elect Director Rozanne L. Ridgway	For	Withhold	Management
1.13	Elect Director Richard L. Thomas	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Report on Charitable Contributions	Against	Against	Shareholder

SBC COMMUNICATIONS INC.

Ticker: SBC Security ID: 78387G103
 Meeting Date: APR 29, 2005 Meeting Type: Annual
 Record Date: MAR 1, 2005

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gilbert F. Amelio	For	For	Management
1.2	Elect Director August A. Busch III	For	For	Management
1.3	Elect Director Martin K. Eby, Jr.	For	For	Management
1.4	Elect Director James A. Henderson	For	For	Management
1.5	Elect Director Charles F. Knight	For	For	Management
1.6	Elect Director Lynn M. Martin	For	For	Management
1.7	Elect Director John B. McCoy	For	For	Management
1.8	Elect Director Mary S. Metz	For	For	Management
1.9	Elect Director Toni Rembe	For	For	Management
1.10	Elect Director S. Donley Ritchey	For	For	Management
1.11	Elect Director Joyce M. Roche	For	For	Management
1.12	Elect Director Laura D'Andrea Tyson	For	For	Management
1.13	Elect Director Patricia P. Upton	For	For	Management
1.14	Elect Director Edward E. Whitacre, Jr	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Nonqualified Employee Stock Purchase Plan	For	For	Management
4	Report on Political Contributions	Against	Against	Shareholder
5	Report on Executive Compensation	Against	Against	Shareholder
6	Performance- Based/Indexd Options	Against	Against	Shareholder
7	Adopt Simple Majority Vote	Against	For	Shareholder

 SCHERING-PLOUGH CORP.

Ticker: SGP Security ID: 806605101
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Hans W. Becherer	For	For	Management
1.2	Elect Director Kathryn C. Turner	For	For	Management
1.3	Elect Director Robert F. W. van Oordt	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	Against	For	Shareholder
4	Eliminate Animal Testing	Against	Against	Shareholder

 SCHLUMBERGER LTD.

Ticker: SLB Security ID: 806857108
 Meeting Date: APR 13, 2005 Meeting Type: Annual
 Record Date: MAR 2, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Deutch	For	Withhold	Management
1.2	Elect Director J.S. Gorelick	For	For	Management
1.3	Elect Director A. Gould	For	For	Management
1.4	Elect Director T. Isaac	For	For	Management
1.5	Elect Director A. Lajous	For	For	Management
1.6	Elect Director A. Levy-Lang	For	For	Management
1.7	Elect Director M.E. Marks	For	For	Management
1.8	Elect Director D. Primat	For	For	Management
1.9	Elect Director T.I. Sandvold	For	For	Management
1.10	Elect Director N. Seydoux	For	For	Management
1.11	Elect Director L.G. Stuntz	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.12	Elect Director R. Talwar	For	For	Management
2	ADOPTION AND APPROVAL OF FINANCIALS AND DIVIDENDS	For	For	Management
3	ADOPTION OF MANDATORY AMENDMENTS TO THE ARTICLES OF INCORPORATION	For	For	Management
4	ADOPTION OF VOLUNTARY AMENDMENTS TO THE ARTICLES OF INCORPORATION	For	For	Management
5	APPROVAL OF ADOPTION OF THE SCHLUMBERGER 2005 OPTION PLAN	For	For	Management
6	APPROVAL OF ADOPTION OF AN AMENDMENT TO THE SCHLUMBERGER DISCOUNTED STOCK PURCHASE PLAN	For	For	Management
7	APPROVAL OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	For	For	Management

SCOTTISH POWER PLC

Ticker: SPI Security ID: 81013T705
 Meeting Date: JUL 23, 2004 Meeting Type: Annual
 Record Date: JUN 3, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	TO RECEIVE THE ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2004.	For	For	Management
2	TO APPROVE THE REMUNERATION REPORT.	For	For	Management
3	TO ELECT VICKY BAILEY AS A DIRECTOR.	For	For	Management
4	TO ELECT PHILIP CARROLL AS A DIRECTOR.	For	For	Management
5	TO ELECT JUDI JOHANSEN AS A DIRECTOR.	For	For	Management
6	TO ELECT SIMON LOWTH AS A DIRECTOR.	For	For	Management
7	TO ELECT NANCY WILGENBUSCH AS A DIRECTOR.	For	For	Management
8	TO RE-ELECT EUAN BAIRD AS A DIRECTOR.	For	For	Management
9	TO RE-ELECT IAN RUSSELL AS A DIRECTOR.	For	For	Management
10	Ratify Auditors	For	For	Management
11	TO AUTHORIZE THE COMPANY TO MAKE DONATIONS TO EU POLITICAL ORGANIZATIONS AND TO INCUR EU POLITICAL EXPENDITURE.	For	For	Management
12	TO RENEW THE AUTHORITY OF THE DIRECTORS TO DISAPPLY PRE-EMPTION RIGHTS.	For	For	Management
13	TO RENEW THE AUTHORITY OF THE COMPANY TO PURCHASE ITS OWN SHARES.	For	For	Management
14	TO AMEND THE ARTICLES OF ASSOCIATION AS DETAILED IN THE NOTICE OF MEETING.	For	For	Management

SEMPRA ENERGY

Ticker: SRE Security ID: 816851109
 Meeting Date: APR 5, 2005 Meeting Type: Annual
 Record Date: FEB 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard A. Collato	For	Withhold	Management
1.2	Elect Director Denise K. Fletcher	For	For	Management
1.3	Elect Director William C. Rusnack	For	Withhold	Management
1.4	Elect Director William P. Rutledge	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Approve Option Expensing	Against	For	Shareholder

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

4	Declassify the Board of Directors	Against	For	Shareholder
5	Performance-Based/Indexed Options	Against	Against	Shareholder
6	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	For	Shareholder

SIEBEL SYSTEMS, INC.

Ticker: SEBL Security ID: 826170102
 Meeting Date: JUN 8, 2005 Meeting Type: Annual
 Record Date: APR 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas M. Siebel	For	For	Management
1.2	Elect Director James C. Gaither	For	For	Management
1.3	Elect Director Marc F. Racicot	For	For	Management
2	Ratify Auditors	For	For	Management

SIMON PROPERTY GROUP, INC.

Ticker: SPG Security ID: 828806109
 Meeting Date: MAY 11, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Birch Bayh	For	For	Management
1.2	Elect Director Melvyn E. Bergstein	For	For	Management
1.3	Elect Director Linda Walker Bynoe	For	For	Management
1.4	Elect Director Karen N. Horn, Ph.D.	For	For	Management
1.5	Elect Director Reuben S. Leibowitz	For	For	Management
1.6	Elect Director J. Albert Smith, Jr.	For	For	Management
1.7	Elect Director Pieter S. Van Den Berg	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Greenhouse Gas Emissions and Energy Efficiency	Against	Against	Shareholder

SOLETRON CORP.

Ticker: SLR Security ID: 834182107
 Meeting Date: JAN 13, 2005 Meeting Type: Annual
 Record Date: NOV 18, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director William A. Hasler	For	For	Management
1.2	Elect Director Michael R. Cannon	For	For	Management
1.3	Elect Director Richard A. D'Amore	For	For	Management
1.4	Elect Director H. Paulett Eberhart	For	For	Management
1.5	Elect Director Heinz Fridrich	For	For	Management
1.6	Elect Director William R. Graber	For	For	Management
1.7	Elect Director Dr. Paul R. Low	For	For	Management
1.8	Elect Director C. Wesley M. Scott	For	For	Management
1.9	Elect Director Cyril Yansouni	For	For	Management
2	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

SOUTHERN COMPANY

Ticker: SO Security ID: 842587107
Meeting Date: MAY 25, 2005 Meeting Type: Annual
Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Daniel P. Amos	For	For	Management
1.2	Elect Director Dorrit J. Bern	For	For	Management
1.3	Elect Director Francis S. Blake	For	For	Management
1.4	Elect Director Thomas F. Chapman	For	For	Management
1.5	Elect Director Bruce S. Gordon	For	For	Management
1.6	Elect Director Donald M. James	For	For	Management
1.7	Elect Director Zack T. Pate	For	For	Management
1.8	Elect Director J. Neal Purcell	For	For	Management
1.9	Elect Director David M. Ratcliffe	For	For	Management
1.10	Elect Director Gerald J. St. Pe	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Political Contributions	Against	Against	Shareholder

SOUTHWEST AIRLINES CO.

Ticker: LUV Security ID: 844741108
Meeting Date: MAY 18, 2005 Meeting Type: Annual
Record Date: MAR 23, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Colleen C. Barrett	For	For	Management
1.2	Elect Director Gary C. Kelly	For	For	Management
1.3	Elect Director John T. Montford	For	For	Management
2	Ratify Auditors	For	For	Management

ST. PAUL TRAVELERS COMPANIES, INC., THE

Ticker: STA Security ID: 792860108
Meeting Date: JUL 28, 2004 Meeting Type: Annual
Record Date: JUN 4, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Howard P. Berkowitz	For	For	Management
1.2	Elect Director Kenneth J. Bialkin	For	For	Management
1.3	Elect Director Carolyn H. Byrd	For	For	Management
1.4	Elect Director John H. Dasburg	For	For	Management
1.5	Elect Director Leslie B. Disharoon	For	For	Management
1.6	Elect Director Janet M. Dolan	For	For	Management
1.7	Elect Director Kenneth M. Duberstein	For	For	Management
1.8	Elect Director Jay S. Fishman	For	For	Management
1.9	Elect Director Lawrence G. Graev	For	For	Management
1.10	Elect Director Meryl D. Hartzband	For	For	Management
1.11	Elect Director Thomas R. Hodgson	For	For	Management
1.12	Elect Director William H. Kling	For	For	Management
1.13	Elect Director James A. Lawrence	For	For	Management
1.14	Elect Director Robert I. Lipp	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.15	Elect	Director	Blythe J. McGarvie	For	For	Management
1.16	Elect	Director	Glen D. Nelson, M.D.	For	For	Management
1.17	Elect	Director	Clarence Otis, Jr.	For	For	Management
1.18	Elect	Director	Jeffrey M. Peek	For	For	Management
1.19	Elect	Director	Nancy A. Roseman	For	For	Management
1.20	Elect	Director	Charles W. Scharf	For	For	Management
1.21	Elect	Director	Gordon M. Sprenger	For	For	Management
1.22	Elect	Director	Frank J. Tasco	For	For	Management
1.23	Elect	Director	Laurie J. Thomsen	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Approve	Omnibus Stock Plan		For	For	Management

ST. PAUL TRAVELERS COMPANIES, INC., THE

Ticker: STA Security ID: 792860108
 Meeting Date: MAY 3, 2005 Meeting Type: Annual
 Record Date: MAR 11, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John H. Dasburg	For	For	Management
1.2	Elect Director Leslie B. Disharoon	For	For	Management
1.3	Elect Director Janet M. Dolan	For	For	Management
1.4	Elect Director Kenneth M. Duberstein	For	For	Management
1.5	Elect Director Jay S. Fishman	For	For	Management
1.6	Elect Director Lawrence G. Graev	For	Withhold	Management
1.7	Elect Director Thomas R. Hodgson	For	For	Management
1.8	Elect Director Robert I. Lipp	For	For	Management
1.9	Elect Director Blythe J. McGarvie	For	For	Management
1.10	Elect Director Glen D. Nelson, M.D.	For	For	Management
1.11	Elect Director Clarence Otis, Jr.	For	For	Management
1.12	Elect Director Charles W. Scharf	For	For	Management
1.13	Elect Director Laurie J. Thomsen	For	For	Management
2	Ratify Auditors	For	For	Management

STAPLES, INC.

Ticker: SPLS Security ID: 855030102
 Meeting Date: JUN 13, 2005 Meeting Type: Annual
 Record Date: APR 19, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Brenda C. Barnes	For	For	Management
1.2	Elect Director Mary Elizabeth Burton	For	For	Management
1.3	Elect Director Richard J. Currie	For	For	Management
1.4	Elect Director Rowland T. Moriarty	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Submit Shareholder Rights Plan (Poison Pill) to Shareholder Vote	Against	Against	Shareholder

STARBUCKS CORP.

Ticker: SBUX Security ID: 855244109

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: FEB 9, 2005 Meeting Type: Annual

Record Date: DEC 2, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Barbara Bass	For	For	Management
1.2	Elect Director Mellody Hobson	For	For	Management
1.3	Elect Director Olden Lee	For	For	Management
1.4	Elect Director Howard Schultz	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Commit to Free Trade certified Coffee	Against	Against	Shareholder

STATE STREET CORP. (BOSTON)

Ticker: STT Security ID: 857477103

Meeting Date: APR 20, 2005 Meeting Type: Annual

Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director T. Albright	For	For	Management
1.2	Elect Director K. Burnes	For	For	Management
1.3	Elect Director T. Casner	For	For	Management
1.4	Elect Director N. Darehshori	For	For	Management
1.5	Elect Director A. Goldstein	For	For	Management
1.6	Elect Director D. Gruber	For	For	Management
1.7	Elect Director L. Hill	For	For	Management
1.8	Elect Director C. LaMantia	For	For	Management
1.9	Elect Director R. Logue	For	For	Management
1.10	Elect Director R. Sergel	For	For	Management
1.11	Elect Director R. Skates	For	For	Management
1.12	Elect Director G. Summe	For	For	Management
1.13	Elect Director D. Walsh	For	For	Management
1.14	Elect Director R. Weissman	For	For	Management
2	Ratify Auditors	For	For	Management

STRYKER CORP.

Ticker: SYK Security ID: 863667101

Meeting Date: APR 26, 2005 Meeting Type: Annual

Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John W. Brown	For	For	Management
1.2	Elect Director Howard E. Cox, Jr.	For	For	Management
1.3	Elect Director Donald M. Engelman, Ph.D.	For	For	Management
1.4	Elect Director Jerome H. Grossman, M.D.	For	For	Management
1.5	Elect Director Stephen P. MacMillan	For	For	Management
1.6	Elect Director William U. Parfet	For	For	Management
1.7	Elect Director Ronda E. Stryker	For	For	Management

SUN MICROSYSTEMS, INC.

Ticker: SUNW Security ID: 866810104

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Meeting Date: NOV 10, 2004 Meeting Type: Annual

Record Date: SEP 13, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Scott G. McNealy	For	For	Management
1.2	Elect Director James L. Barksdale	For	For	Management
1.3	Elect Director Stephen M. Bennett	For	For	Management
1.4	Elect Director L. John Doerr	For	Withhold	Management
1.5	Elect Director Robert J. Fisher	For	For	Management
1.6	Elect Director Michael E. Lehman	For	For	Management
1.7	Elect Director M. Kenneth Oshman	For	For	Management
1.8	Elect Director Naomi O. Seligman	For	For	Management
1.9	Elect Director Lynn E. Turner	For	For	Management
2	Ratify Auditors	For	For	Management

SUNTRUST BANKS, INC.

Ticker: STI Security ID: 867914103

Meeting Date: APR 19, 2005 Meeting Type: Annual

Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas C. Farnsworth Jr.	For	For	Management
1.2	Elect Director Patricia C. Frist	For	For	Management
1.3	Elect Director Blake P. Garrett, Jr.	For	For	Management
1.4	Elect Director L. Philip Humann	For	For	Management
1.5	Elect Director M. Douglas Ivester	For	For	Management
1.6	Elect Director Karen Hastie Williams	For	For	Management
1.7	Elect Director Phail Wynn, Jr.	For	For	Management
1.8	Elect Director Thomas M. Garrott, III	For	For	Management
1.9	Elect Director E. Neville Isdell	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Management Incentive Plan	For	For	Management
4	Approve Performance Unit Plan	For	For	Management

SUNTRUST BANKS, INC.

Ticker: STI Security ID: 867914103

Meeting Date: SEP 15, 2004 Meeting Type: Special

Record Date: JUL 30, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management
2	Adjourn Meeting	For	Against	Management

SYMANTEC CORP.

Ticker: SYMC Security ID: 871503108

Meeting Date: JUN 24, 2005 Meeting Type: Special

Record Date: MAY 12, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

2	Increase Authorized Common Stock	For	For	Management
3	Adjourn Meeting	For	For	Management

TARGET CORPORATION

Ticker: TGT Security ID: 87612E106
 Meeting Date: MAY 18, 2005 Meeting Type: Annual
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roxanne S. Austin	For	For	Management
1.2	Elect Director James A. Johnson	For	For	Management
2	Ratify Auditors	For	For	Management

TENET HEALTHCARE CORP.

Ticker: THC Security ID: 88033G100
 Meeting Date: MAY 26, 2005 Meeting Type: Annual
 Record Date: APR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Trevor Fetter	For	For	Management
1.2	Elect Director Brenda J. Gaines	For	For	Management
1.3	Elect Director Karen M. Garrison	For	For	Management
1.4	Elect Director Edward A. Kangas	For	For	Management
1.5	Elect Director J. Robert Kerrey	For	For	Management
1.6	Elect Director Floyd D. Loop, M.D.	For	For	Management
1.7	Elect Director Richard R. Pettingill	For	For	Management
1.8	Elect Director James A. Unruh	For	For	Management
1.9	Elect Director J. McDonald Williams	For	For	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

TEXAS INSTRUMENTS INC.

Ticker: TXN Security ID: 882508104
 Meeting Date: APR 21, 2005 Meeting Type: Annual
 Record Date: FEB 22, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Adams	For	For	Management
1.2	Elect Director David L. Boren	For	For	Management
1.3	Elect Director Daniel A. Carp	For	For	Management
1.4	Elect Director Carrie S. Cox	For	For	Management
1.5	Elect Director Thomas J. Engibous	For	For	Management
1.6	Elect Director Gerald W. Fronterhouse	For	For	Management
1.7	Elect Director David R. Goode	For	For	Management
1.8	Elect Director Pamela H. Patsley	For	For	Management
1.9	Elect Director Wayne R. Sanders	For	For	Management
1.10	Elect Director Ruth J. Simmons	For	For	Management
1.11	Elect Director Richard K. Templeton	For	For	Management
1.12	Elect Director Christine T. Whitman	For	For	Management
2	Ratify Auditors	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

3	Approve Qualified Employee Stock Purchase Plan	For	For	Management
4	Amend Stock Option Plan	For	For	Management

TIME WARNER INC

Ticker: TWX Security ID: 887317105
 Meeting Date: MAY 20, 2005 Meeting Type: Annual
 Record Date: MAR 24, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James L. Barksdale	For	For	Management
1.2	Elect Director Stephen F. Bollenbach	For	For	Management
1.3	Elect Director Stephen M. Case	For	For	Management
1.4	Elect Director Frank J. Caufield	For	For	Management
1.5	Elect Director Robert C. Clark	For	For	Management
1.6	Elect Director Jessica P. Einhorn	For	For	Management
1.7	Elect Director Miles R. Gilburne	For	For	Management
1.8	Elect Director Carla A. Hills	For	For	Management
1.9	Elect Director Reuben Mark	For	For	Management
1.10	Elect Director Michael A. Miles	For	For	Management
1.11	Elect Director Kenneth J. Novack	For	For	Management
1.12	Elect Director Richard D. Parsons	For	For	Management
1.13	Elect Director R. E. Turner	For	For	Management
1.14	Elect Director Francis T. Vincent, Jr	For	For	Management
1.15	Elect Director Deborah C. Wright	For	For	Management
2	Ratify Auditors	For	For	Management
3	Report on Pay Disparity	Against	Against	Shareholder

TJX COMPANIES, INC., THE

Ticker: TJX Security ID: 872540109
 Meeting Date: JUN 7, 2005 Meeting Type: Annual
 Record Date: APR 18, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Gail Deegan	For	For	Management
1.2	Elect Director Dennis F. Hightower	For	For	Management
1.3	Elect Director John F. O'Brien	For	For	Management
1.4	Elect Director Willow B. Shire	For	For	Management
2	Ratify Auditors	For	For	Management
3	Declassify the Board of Directors	For	For	Management
4	Adopt ILO-Based Code of Conduct	Against	Against	Shareholder
5	Review Vendor Standards	Against	Against	Shareholder
6	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

TRANSOCEAN INC.

Ticker: Security ID: G90078109
 Meeting Date: MAY 12, 2005 Meeting Type: Annual
 Record Date: MAR 17, 2005

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Judy J. Kelly	For	For	Management
1.2	Elect Director Roberto Monti	For	For	Management
1.3	Elect Director Ian C. Strachan	For	For	Management
2	APPROVAL OF THE AMENDMENT OF OUR EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE NUMBER OF ORDINARY SHARES RESERVED FOR ISSUANCE UNDER THE PLAN FROM 2,500,000 TO 3,500,000.	For	For	Management
3	APPROVAL OF THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	For	For	Management

TRI-CONTINENTAL CORP.

Ticker: TY Security ID: 895436103
 Meeting Date: MAY 19, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Betsy S. Michel	For	For	Management
1.2	Elect Director James N. Whitson	For	For	Management
1.3	Elect Director Brian T. Zino	For	For	Management
2	Ratify Auditors	For	For	Management

TRIBUNE CO.

Ticker: TRB Security ID: 896047107
 Meeting Date: MAY 18, 2005 Meeting Type: Annual
 Record Date: MAR 23, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Roger Goodan	For	For	Management
1.2	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.3	Elect Director J. Christopher Reyes	For	For	Management
1.4	Elect Director Dudley S. Taft	For	For	Management
2	Ratify Auditors	For	For	Management

TXU CORP.

Ticker: TXU Security ID: 873168108
 Meeting Date: MAY 20, 2005 Meeting Type: Annual
 Record Date: MAR 21, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Derek C. Bonham	For	For	Management
1.2	Elect Director E. Gail de Planque	For	For	Management
1.3	Elect Director William M. Griffin	For	For	Management
1.4	Elect Director Kerney Laday	For	For	Management
1.5	Elect Director Jack E. Little	For	For	Management
1.6	Elect Director Erle Nye	For	For	Management
1.7	Elect Director J.E. Oesterreicher	For	For	Management
1.8	Elect Director Michael W. Ranger	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.9	Elect Director Herbert H. Richardson	For	For	Management
1.10	Elect Director C. John Wilder	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management

TYCO INTERNATIONAL LTD.

Ticker: TYC Security ID: 902124106
 Meeting Date: MAR 10, 2005 Meeting Type: Annual
 Record Date: JAN 10, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Dennis C. Blair	For	For	Management
1.2	Elect Director Edward D. Breen	For	For	Management
1.3	Elect Director George W. Buckley	For	For	Management
1.4	Elect Director Brian Duperreault	For	For	Management
1.5	Elect Director Bruce S. Gordon	For	For	Management
1.6	Elect Director Rajiv L. Gupta	For	For	Management
1.7	Elect Director John A. Krol	For	For	Management
1.8	Elect Director Mackey J. Mcdonald	For	Withhold	Management
1.9	Elect Director H. Carl Mccall	For	For	Management
1.10	Elect Director Brendan R. O'Neill	For	For	Management
1.11	Elect Director Sandra S. Wijnberg	For	For	Management
1.12	Elect Director Jerome B. York	For	For	Management
2	Ratify Auditors	For	For	Management

U.S. BANCORP

Ticker: USB Security ID: 902973304
 Meeting Date: APR 19, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joel W. Johnson	For	Withhold	Management
1.2	Elect Director David B. O'Maley	For	For	Management
1.3	Elect Director O'Dell M. Owens Md, Mph	For	For	Management
1.4	Elect Director Craig D. Schnuck	For	Withhold	Management
1.5	Elect Director Warren R. Staley	For	For	Management
2	Ratify Auditors	For	For	Management
3	Reduce Supermajority Vote Requirement	For	For	Management
4	Performance- Based/Indexed Options	Against	For	Shareholder
5	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder

UNITED PARCEL SERVICE, INC.

Ticker: UPS Security ID: 911312106
 Meeting Date: MAY 5, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John J. Beystehner	For	For	Management
1.2	Elect Director Michael L. Eskew	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect	Director	James P. Kelly	For	For	Management
1.4	Elect	Director	Ann M. Livermore	For	For	Management
1.5	Elect	Director	Gary E. Macdougall	For	For	Management
1.6	Elect	Director	Victor A. Pelson	For	For	Management
1.7	Elect	Director	Lea N. Soupata	For	For	Management
1.8	Elect	Director	John W. Thompson	For	Withhold	Management
1.9	Elect	Director	Carol B. Tome	For	For	Management
1.10	Elect	Director	Ben Verwaayen	For	For	Management
2	Ratify	Auditors		For	For	Management

UNITED TECHNOLOGIES CORP.

Ticker: UTX Security ID: 913017109
 Meeting Date: APR 13, 2005 Meeting Type: Annual
 Record Date: FEB 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director George David	For	For	Management
1.2	Elect Director Jean-Pierre Garnier	For	For	Management
1.3	Elect Director Jamie S. Gorelick	For	For	Management
1.4	Elect Director Charles R. Lee	For	For	Management
1.5	Elect Director Richard D. McCormick	For	For	Management
1.6	Elect Director Harold McGraw III	For	For	Management
1.7	Elect Director Frank P. Popoff	For	For	Management
1.8	Elect Director H. Patrick Swygart	For	For	Management
1.9	Elect Director Andre Villeneuve	For	For	Management
1.10	Elect Director H. A. Wagner	For	For	Management
1.11	Elect Director Christine Todd Whitman	For	For	Management
2	Ratify Auditors	For	For	Management
3	Approve Omnibus Stock Plan	For	For	Management
4	Increase Disclosure of Executive Compensation	Against	Against	Shareholder
5	Adopt Ethical Criteria for Military Contracts	Against	Against	Shareholder
6	Limit Executive Compensation	Against	Against	Shareholder

UNITEDHEALTH GROUP INCORPORATED

Ticker: UNH Security ID: 91324P102
 Meeting Date: MAY 3, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Thomas H. Kean	For	For	Management
1.2	Elect Director Robert L. Ryan	For	For	Management
1.3	Elect Director William G. Spears	For	For	Management
1.4	Elect Director Gail R. Wilensky, Ph.D.	For	For	Management
2	Ratify Auditors	For	For	Management
3	Performance- Based/Indexed Options	Against	For	Shareholder
4	Performance- Based/Indexed Options	Against	For	Shareholder

UNIVISION COMMUNICATIONS INC.

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: UVN Security ID: 914906102
 Meeting Date: MAY 11, 2005 Meeting Type: Annual
 Record Date: MAR 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director A. Jerrold Perenchio	For	Withhold	Management
1.2	Elect Director Anthony Cassara	For	Withhold	Management
1.3	Elect Director Harold Gaba	For	For	Management
1.4	Elect Director Alan F. Horn	For	For	Management
1.5	Elect Director John G. Perenchio	For	Withhold	Management
1.6	Elect Director Ray Rodriguez	For	Withhold	Management
1.7	Elect Director Mchenry T. Tichenor, Jr.	For	Withhold	Management
2	Ratify Auditors	For	For	Management
3	Adopt Recapitalization Plan Regarding Votes Per Share	Against	For	Shareholder

UNOCAL CORP.

Ticker: UCL Security ID: 915289102
 Meeting Date: MAY 23, 2005 Meeting Type: Annual
 Record Date: APR 1, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Craig Arnold	For	For	Management
1.2	Elect Director James W. Crownover	For	For	Management
1.3	Elect Director Donald B. Rice	For	For	Management
1.4	Elect Director Mark A. Suwyn	For	For	Management
2	Ratify Auditors	For	For	Management
3	Separate Chairman and CEO Positions	Against	Against	Shareholder

VERITAS SOFTWARE CORP.

Ticker: VRTS Security ID: 923436109
 Meeting Date: AUG 25, 2004 Meeting Type: Annual
 Record Date: JUN 28, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Michael Brown	For	For	Management
1.2	Elect Director Kurt J. Lauk	For	For	Management
1.3	Elect Director Fred van den Bosch	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management

VERIZON COMMUNICATIONS

Ticker: VZ Security ID: 92343V104
 Meeting Date: MAY 5, 2005 Meeting Type: Annual
 Record Date: MAR 7, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James R. Barker	For	For	Management
1.2	Elect Director Richard L. Carrion	For	For	Management
1.3	Elect Director Robert W. Lane	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.4	Elect Director Sandra O. Moose	For	For	Management
1.5	Elect Director Joseph Neubauer	For	Withhold	Management
1.6	Elect Director Thomas H. O' Brien	For	For	Management
1.7	Elect Director Hugh B. Price	For	For	Management
1.8	Elect Director Ivan G. Seidenberg	For	For	Management
1.9	Elect Director Walter V. Shipley	For	For	Management
1.10	Elect Director John R. Stafford	For	For	Management
1.11	Elect Director Robert D. Storey	For	For	Management
2	Ratify Auditors	For	For	Management
3	Provide for Cumulative Voting	Against	For	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Require Majority of Independent Directors on Board	Against	Against	Shareholder
6	Separate Chairman and CEO Positions	Against	For	Shareholder
7	Amend Director/Officer Liability/Indemnifications Provisions	Against	Against	Shareholder
8	Report on Political Contributions	Against	Against	Shareholder

WACHOVIA CORP.

Ticker: WB Security ID: 929903102
 Meeting Date: APR 19, 2005 Meeting Type: Annual
 Record Date: FEB 16, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John D. Baker, II	For	Withhold	Management
1.2	Elect Director Peter C. Browing	For	For	Management
1.3	Elect Director Donald M. James	For	For	Management
1.4	Elect Director Van L. Richey	For	For	Management
1.5	Elect Director G. Kennedy Thompson	For	For	Management
1.6	Elect Director John C. Whitaker, Jr.	For	For	Management
1.7	Elect Director Wallace D. Malone, Jr.	For	For	Management
1.8	Elect Director Robert J. Brown	For	For	Management
2	Ratify Auditors	For	For	Management

WACHOVIA CORP.

Ticker: WB Security ID: 929903102
 Meeting Date: OCT 28, 2004 Meeting Type: Special
 Record Date: AUG 20, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1	Approve Merger Agreement	For	For	Management

WAL-MART STORES, INC.

Ticker: WMT Security ID: 931142103
 Meeting Date: JUN 3, 2005 Meeting Type: Annual
 Record Date: APR 5, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director James W. Breyer	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.2	Elect	Director M. Michele Burns	For	For	Management
1.3	Elect	Director Douglas N. Daft	For	For	Management
1.4	Elect	Director David D. Glass	For	For	Management
1.5	Elect	Director Roland A. Hernandez	For	For	Management
1.6	Elect	Director John D. Opie	For	For	Management
1.7	Elect	Director J. Paul Reason	For	For	Management
1.8	Elect	Director H. Lee Scott, Jr.	For	For	Management
1.9	Elect	Director Jack C. Shewmaker	For	For	Management
1.10	Elect	Director Jose H. Villarreal	For	For	Management
1.11	Elect	Director John T. Walton	For	For	Management
1.12	Elect	Director S. Robson Walton	For	For	Management
1.13	Elect	Director Christopher J. Williams	For	For	Management
1.14	Elect	Director Linda S. Wolf	For	For	Management
2	Amend	Omnibus Stock Plan	For	For	Management
3	Ratify	Auditors	For	For	Management
4	Report	on Executive Compensation	Against	For	Shareholder
5	Prepare	Sustainability Report	Against	For	Shareholder
6	Report	on Stock Option Distribution by Race and Gender	Against	For	Shareholder
7	Report	on Political Contributions	Against	Against	Shareholder
8	Prepare	Equal Opportunity Report	Against	For	Shareholder
9	Require	a Majority Vote for the Election of Directors	Against	For	Shareholder
10	Require	Majority of Independent Directors on Board	Against	Against	Shareholder
11	Performance-	Based/Indexd Options	Against	Against	Shareholder

WALGREEN CO.

Ticker: WAG Security ID: 931422109
 Meeting Date: JAN 12, 2005 Meeting Type: Annual
 Record Date: NOV 15, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director David W. Bernauer	For	For	Management
1.2	Elect Director William C. Foote	For	For	Management
1.3	Elect Director James J. Howard	For	For	Management
1.4	Elect Director Alan G. McNally	For	For	Management
1.5	Elect Director Cordell Reed	For	For	Management
1.6	Elect Director Jeffrey A. Rein	For	For	Management
1.7	Elect Director David Y. Schwartz	For	For	Management
1.8	Elect Director John B. Schwemm	For	For	Management
1.9	Elect Director Marilou M. Von Ferstel	For	For	Management
1.10	Elect Director Charles R. Walgreen III	For	For	Management
2	Ratify Auditors	For	For	Management
3	Separate Chairman and CEO Positions	Against	For	Shareholder

WALT DISNEY COMPANY, THE

Ticker: DIS Security ID: 254687106
 Meeting Date: FEB 11, 2005 Meeting Type: Annual
 Record Date: DEC 17, 2004

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John E. Bryson	For	For	Management
1.2	Elect Director John S. Chen	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect	Director	Michael D. Eisner	For	For	Management
1.4	Elect	Director	Judith L. Estrin	For	For	Management
1.5	Elect	Director	Robert A. Iger	For	For	Management
1.6	Elect	Director	Fred H. Langhammer	For	For	Management
1.7	Elect	Director	Aylwin B. Lewis	For	For	Management
1.8	Elect	Director	Monica C. Lozano	For	For	Management
1.9	Elect	Director	Robert W. Matschullat	For	For	Management
1.10	Elect	Director	George J. Mitchell	For	For	Management
1.11	Elect	Director	Leo J. O'Donovan, S.J.	For	For	Management
1.12	Elect	Director	Gary L. Wilson	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Approve	Omnibus Stock Plan		For	For	Management
4	Prohibit	Greenmail Payments		Against	For	Shareholder
5	Report on	Vendor Standards in China		Against	Against	Shareholder

WASHINGTON MUTUAL, INC

Ticker: WM Security ID: 939322103
 Meeting Date: APR 19, 2005 Meeting Type: Annual
 Record Date: FEB 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Phillip D. Matthews	For	For	Management
1.2	Elect Director Mary E. Pugh	For	For	Management
1.3	Elect Director William G. Reed, Jr.	For	For	Management
1.4	Elect Director James H. Stever	For	For	Management
2	Ratify Auditors	For	For	Management

WASTE MANAGEMENT, INC.

Ticker: WMI Security ID: 94106L109
 Meeting Date: MAY 13, 2005 Meeting Type: Annual
 Record Date: MAR 18, 2005

#	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 Robert S. Miller	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	Report on Privatization	Against	Against	Shareholder
4	Require a Majority Vote for the Election of Directors	Against	For	Shareholder
5	Report on Political Contributions	Against	Against	Shareholder
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	Against	For	Shareholder

WATERS CORP.

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: WAT Security ID: 941848103
 Meeting Date: MAY 4, 2005 Meeting Type: Annual
 Record Date: MAR 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Joshua Bekenstein	For	For	Management
1.2	Elect Director Michael J. Berendt, Ph. D.	For	For	Management
1.3	Elect Director Douglas A. Berthiaume	For	For	Management
1.4	Elect Director Edward Conard	For	For	Management
1.5	Elect Director Laurie H. Glimcher	For	For	Management
1.6	Elect Director William J. Miller	For	For	Management
1.7	Elect Director Thomas P. Salice	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
5	Other Business	For	Against	Management

WELLS FARGO & COMPANY

Ticker: WFC Security ID: 949746101
 Meeting Date: APR 26, 2005 Meeting Type: Annual
 Record Date: MAR 8, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J.A. Blanchard III	For	For	Management
1.2	Elect Director Susan E. Engel	For	For	Management
1.3	Elect Director Enrique Hernandez, Jr.	For	For	Management
1.4	Elect Director Robert L. Joss	For	For	Management
1.5	Elect Director Reatha Clark King	For	For	Management
1.6	Elect Director Richard M. Kovacevich	For	For	Management
1.7	Elect Director Richard D. McCormick	For	For	Management
1.8	Elect Director Cynthia H. Milligan	For	Withhold	Management
1.9	Elect Director Philip J. Quigley	For	For	Management
1.10	Elect Director Donald B. Rice	For	Withhold	Management
1.11	Elect Director Judith M. Runstad	For	Withhold	Management
1.12	Elect Director Stephen W. Sanger	For	For	Management
1.13	Elect Director Susan G. Swenson	For	For	Management
1.14	Elect Director Michael W. Wright	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Adopt Policy on Payday Lenders	Against	Against	Shareholder
5	Link Executive Compensation to Predatory Lending	Against	Against	Shareholder
6	Performance- Based/Indexed Options	Against	For	Shareholder
7	Limit Executive Compensation	Against	Against	Shareholder
8	Separate Chairman and CEO Positions	Against	For	Shareholder

WEYERHAEUSER CO.

Ticker: WY Security ID: 962166104
 Meeting Date: APR 21, 2005 Meeting Type: Annual
 Record Date: FEB 25, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director D. Michael Steuart	For	For	Management
1.2	Elect Director Martha R. Ingram	For	Withhold	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.3	Elect Director John I. Kieckhefer	For	Withhold	Management
1.4	Elect Director Arnold G. Langbo	For	Withhold	Management
1.5	Elect Director Charles R. Williamson	For	For	Management
2	Expense Stock Options	Against	For	Shareholder
3	Declassify the Board of Directors	Against	For	Shareholder
4	Performance- Based/Index Options	Against	For	Shareholder
5	Report on Eliminating the Purchase of Timber from National Forests	Against	Against	Shareholder
6	Ratify Auditors	For	For	Management

WILLIAMS COMPANIES, INC., THE

Ticker: WMB Security ID: 969457100
 Meeting Date: MAY 19, 2005 Meeting Type: Annual
 Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Juanita H. Hinshaw	For	For	Management
1.2	Elect Director Frank T. MacInnis	For	For	Management
1.3	Elect Director Steven J. Malcolm	For	For	Management
1.4	Elect Director Janice D. Stoney	For	For	Management
2	Ratify Auditors	For	For	Management
3	Require a Majority Vote for the Election of Directors	Against	For	Shareholder

WM. WRIGLEY JR. CO.

Ticker: WWY Security ID: 982526105
 Meeting Date: MAR 8, 2005 Meeting Type: Annual
 Record Date: JAN 14, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director John Rau	For	For	Management
1.2	Elect Director Richard K. Smucker	For	For	Management
1.3	Elect Director William Wrigley, Jr.	For	For	Management
2	Increase Authorized Common Stock	For	Against	Management
3	Ratify Auditors	For	For	Management
4	Proposal Regarding a Change to Proxy Card Features	Against	Against	Shareholder

WYETH

Ticker: WYE Security ID: 983024100
 Meeting Date: APR 21, 2005 Meeting Type: Annual
 Record Date: MAR 4, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard L. Carrion	For	For	Management
1.2	Elect Director Robert Essner	For	For	Management
1.3	Elect Director John D. Feerick	For	For	Management
1.4	Elect Director Frances D. Fergusson	For	For	Management
1.5	Elect Director Robert Langer	For	For	Management
1.6	Elect Director John P. Mascotte	For	For	Management

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

1.7	Elect	Director	Mary Lake Polan	For	For	Management
1.8	Elect	Director	Ivan G. Seidenberg	For	For	Management
1.9	Elect	Director	Walter V. Shipley	For	For	Management
1.10	Elect	Director	John R. Torell III	For	For	Management
2	Ratify	Auditors		For	For	Management
3	Approve	Omnibus	Stock Plan	For	For	Management
4	Review and Report	on Drug Reimportation		Against	For	Shareholder
		Policy				
5	Separate	Chairman and CEO	Positions	Against	For	Shareholder
6	Report	on Political	Contributions	Against	Against	Shareholder
7	Discontinue	Promotion of Premarin and		Against	Against	Shareholder
		Report on Animal	Testing			

XCEL ENERGY INC.

Ticker: XEL Security ID: 98389B100
 Meeting Date: MAY 25, 2005 Meeting Type: Annual
 Record Date: MAR 28, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Richard H. Anderson	For	For	Management
1.2	Elect Director C. Coney Burgess	For	For	Management
1.3	Elect Director A. Barry Hirschfeld	For	For	Management
1.4	Elect Director Richard C. Kelly	For	For	Management
1.5	Elect Director Albert F. Moreno	For	For	Management
1.6	Elect Director Ralph R. Peterson	For	For	Management
1.7	Elect Director Dr. Margaret R. Preska	For	For	Management
1.8	Elect Director Ronald M. Moquist	For	For	Management
2	Approve Omnibus Stock Plan	For	For	Management
3	Approve Executive Incentive Bonus Plan	For	For	Management
4	Ratify Auditors	For	For	Management

XEROX CORP.

Ticker: XRX Security ID: 984121103
 Meeting Date: MAY 19, 2005 Meeting Type: Annual
 Record Date: MAR 24, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Glenn A. Britt	For	For	Management
1.2	Elect Director Richard J. Harrington	For	For	Management
1.3	Elect Director William Curt Hunter	For	For	Management
1.4	Elect Director Vernon E. Jordan, Jr.	For	For	Management
1.5	Elect Director Hilmar Kopper	For	For	Management
1.6	Elect Director Ralph S. Larsen	For	For	Management
1.7	Elect Director Robert A. McDonald	For	For	Management
1.8	Elect Director Anne M. Mulcahy	For	For	Management
1.9	Elect Director N.J. Nicholas, Jr.	For	For	Management
1.10	Elect Director Ann N. Reese	For	For	Management
1.11	Elect Director Stephen Robert	For	For	Management
2	Ratify Auditors	For	For	Management

YAHOO!, INC.

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

Ticker: YHOO Security ID: 984332106
 Meeting Date: MAY 19, 2005 Meeting Type: Annual
 Record Date: MAR 23, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Terry S. Semel	For	For	Management
1.2	Elect Director Jerry Yang	For	For	Management
1.3	Elect Director Roy J. Bostock	For	For	Management
1.4	Elect Director Ronald W. Burkle	For	For	Management
1.5	Elect Director Eric Hippeau	For	For	Management
1.6	Elect Director Arthur H. Kern	For	Withhold	Management
1.7	Elect Director Robert A. Kotick	For	Withhold	Management
1.8	Elect Director Edward R. Kozel	For	For	Management
1.9	Elect Director Gary L. Wilson	For	Withhold	Management
2	Amend Omnibus Stock Plan	For	For	Management
3	Amend Non-Employee Director Stock Option Plan	For	For	Management
4	Ratify Auditors	For	For	Management

 ZIMMER HOLDINGS INC

Ticker: ZMH Security ID: 98956P102
 Meeting Date: MAY 2, 2005 Meeting Type: Annual
 Record Date: MAR 15, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director J. Raymond Elliott	For	For	Management
2	Amend Stock Option Plan	For	For	Management
3	Ratify Auditors	For	For	Management
4	Prohibit Auditor from Providing Non-Audit Services	Against	Against	Shareholder

 ZWEIG FUND, INC., THE

Ticker: ZF Security ID: 989834106
 Meeting Date: MAY 10, 2005 Meeting Type: Annual
 Record Date: MAR 8, 2005

#	Proposal	Mgt Rec	Vote Cast	Sponsor
1.1	Elect Director Wendy Luscombe	For	For	Management
1.2	Elect Director R. Keith Walton	For	For	Management

===== END NPX REPORT

SIGNATURES

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

Edgar Filing: CORNERSTONE TOTAL RETURN FUND INC - Form N-PX

(Registrant) Cornerstone Total Return Fund, Inc.

By (Signature and Title) /s/ Ralph W. Bradshaw

Ralph W. Bradshaw
President

Date August 17, 2005