

Edgar Filing: GDL FUND - Form N-PX

GDL FUND
Form N-PX
August 27, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-21969

The GDL Fund
(Exact name of registrant as specified in charter)

One Corporate Center
Rye, New York 10580-1422
(Address of principal executive offices) (Zip code)

Bruce N. Alpert
Gabelli Funds, LLC
One Corporate Center
Rye, New York 10580-1422
(Name and address of agent for service)

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

Date of fiscal year end: December 31

Date of reporting period: July 1, 2011 - June 30, 2012

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

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

PROXY VOTING RECORD

FOR PERIOD JULY 1, 2011 TO JUNE 30, 2012

INVESTMENT COMPANY REPORT

Edgar Filing: GDL FUND - Form N-PX

NATIONWIDE HEALTH PROPERTIES, INC.

SECURITY 638620104 MEETING TYPE Special
 TICKER SYMBOL NHP MEETING DATE 01-Jul-2011
 ISIN US6386201049 AGENDA 933462006 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 27, 2011, BY AND AMONG VENTAS, INC., ITS WHOLLY OWNED SUBSIDIARY, NEEDLES ACQUISITION LLC, AND NATIONWIDE HEALTH PROPERTIES, INC. (NHP), AND APPROVE THE MERGER OF NHP WITH AND INTO NEEDLES ACQUISITION LLC AND THE OTHER TRANSACTIONS CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

K SEA TRANSPORTATION PARTNERS LP

SECURITY 48268Y101 MEETING TYPE Special
 TICKER SYMBOL KSP MEETING DATE 01-Jul-2011
 ISIN US48268Y1010 AGENDA 933472829 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	APPROVAL OF AGREEMENT & PLAN OF MERGER DATED MARCH 13, 2011, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME, BY & AMONG K-SEA, K-SEA GENERAL PARTNER L.P., K-SEA GENERAL PARTNER GP LLC, K-SEA IDR HOLDINGS LLC, KIRBY CORPORATION, KSP HOLDING SUB, LLC, KSP LP SUB, LLC, & KSP MERGER SUB, LLC, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	THE PROPOSAL TO APPROVE THE AMENDED AND RESTATED K-SEA TRANSPORTATION PARTNERS L.P. LONG- TERM INCENTIVE PLAN, INCLUDING AN INCREASE IN THE NUMBER OF COMMON UNITS OF K-SEA AUTHORIZED FOR ISSUANCE THEREUNDER FROM 440,000 COMMON UNITS TO 940,000 COMMON UNITS.	Management	For	For
03	THE PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION TO BE RECEIVED BY K-SEA GENERAL PARTNER GP LLC EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

NYSE EURONEXT

SECURITY 629491101 MEETING TYPE Special
 TICKER SYMBOL NYX MEETING DATE 07-Jul-2011
 ISIN US6294911010 AGENDA 933456837 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

01	TO ADOPT THE BUSINESS COMBINATION AGREEMENT, DATED AS OF FEBRUARY 15, 2011, AS AMENDED, BY AND AMONG DEUTSCHE BORSE AG, NYSE EURONEXT, ALPHA BETA NETHERLANDS HOLDING N.V. ("HOLDCO") AND POMME MERGER CORPORATION, AND APPROVE THE TRANSACTIONS CONTEMPLATED BY THE BUSINESS COMBINATION AGREEMENT.	Management	For	For
2A	TO INCLUDE PROVISIONS IN THE HOLDCO ARTICLES OF ASSOCIATION TO AMEND THE HOLDCO ARTICLES OF ASSOCIATION AND TO APPROVE CERTAIN EXTRAORDINARY TRANSACTIONS OF HOLDCO.	Management	For	For
2B	TO INCLUDE PROVISIONS IN THE HOLDCO ARTICLES OF ASSOCIATION TO ELECT DIRECTORS IN CERTAIN CIRCUMSTANCES AND REMOVE DIRECTORS.	Management	For	For
2C	TO INCLUDE PROVISIONS IN THE HOLDCO ARTICLES OF ASSOCIATION PROVIDING FOR THE APPOINTMENT OF DIRECTORS TO THE HOLDCO BOARD, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
03	APPROVE ANY PROPOSAL, IF MADE BY CHAIRMAN OF THE NYSE EURONEXT BOARD, TO ADJOURN OR POSTPONE THE SPECIAL MEETING IN ORDER TO (1) SOLICIT ADDITIONAL PROXIES WITH RESPECT TO ABOVE-MENTIONED PROPOSALS &/OR (2) HOLD SPECIAL MEETING ON A DATE THAT IS ON OR ABOUT DATE OF EXPIRATION OF OFFER ACCEPTANCE PERIOD FOR EXCHANGE OFFER, IN EVENT THAT SUCH DATE OF EXPIRATION IS EXTENDED.	Management	For	For

SAVVIS INC.

SECURITY 805423308 MEETING TYPE Special
TICKER SYMBOL SVVS MEETING DATE 13-Jul-2011
ISIN US8054233080 AGENDA 933481044 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 26, 2011, AMONG CENTURYLINK, INC., MIMI ACQUISITION COMPANY, A WHOLLY OWNED SUBSIDIARY OF CENTURYLINK, AND SAVVIS, INC., AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT").	Management	For	For
02	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	PROPOSAL TO APPROVE, THE ADVISORY (NON-BINDING) RESOLUTION ON COMPENSATION TO BE PAID TO NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain	Again

CEPHALON, INC.

SECURITY 156708109 MEETING TYPE Special
TICKER SYMBOL CEPH MEETING DATE 14-Jul-2011
ISIN US1567081096 AGENDA 933482072 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER BY AND AMONG CEPHALON, INC., TEVA PHARMACEUTICAL INDUSTRIES LTD. AND COPPER ACQUISITION CORP. AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
02	PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO APPROVE PROPOSAL NUMBER 1 AT THE TIME OF THE SPECIAL MEETING.	Management	For	For
03	NON-BINDING PROPOSAL TO APPROVE CERTAIN COMPENSATION ARRANGEMENTS FOR CEPHALON, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED IN THE AGREEMENT AND PLAN OF MERGER BY AND AMONG CEPHALON, INC., TEVA PHARMACEUTICAL INDUSTRIES LTD. AND COPPER ACQUISITION CORP. AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	Abstain	Again

SRA INTERNATIONAL, INC.

SECURITY 78464R105 MEETING TYPE Special
TICKER SYMBOL SRX MEETING DATE 15-Jul-2011
ISIN US78464R1059 AGENDA 933482060 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 31, 2011, BY AND AMONG SRA INTERNATIONAL, INC., STERLING PARENT INC. AND STERLING MERGER INC., PROVIDING FOR, AMONG OTHER THINGS, THE MERGER OF STERLING MERGER INC. WITH AND INTO SRA INTERNATIONAL, INC. WITH SRA INTERNATIONAL, INC. AS THE SURVIVING CORPORATION.	Management	For	For
02	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For

INTEGRAL SYSTEMS, INC.

SECURITY 45810H107 MEETING TYPE Special
TICKER SYMBOL ISYS MEETING DATE 26-Jul-2011
ISIN US45810H1077 AGENDA 933485319 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE THE AGREEMENT & PLAN OF MERGER, DATED MAY 15, 2011, BY AND AMONG KRATOS DEFENSE & SECURITY	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

SOLUTIONS, INC., INTEGRAL SYSTEMS, INC., IRIS MERGER SUB INC., A WHOLLY-OWNED SUBSIDIARY OF KRATOS DEFENSE & SECURITY SOLUTIONS, INC., & IRIS ACQUISITION SUB LLC, AND THE OTHER TRANSACTIONS CONTEMPLATED THEREBY, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.

02	ADVISORY (NON-BINDING) VOTE TO APPROVE THE GOLDEN PARACHUTE COMPENSATION ARRANGEMENTS FOR INTEGRAL SYSTEMS, INC.'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
03	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING OF STOCKHOLDERS OF THE COMPANY, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF PROPOSAL NO. 1 AT THE TIME OF THE SPECIAL MEETING OF STOCKHOLDERS OF THE COMPANY.	Management	For	For

NORTHUMBRIAN WTR GROUP PLC

SECURITY G6661T130 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 28-Jul-2011
ISIN GB0033029744 AGENDA 703198350 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1	To receive and adopt the audited financial statements and the reports of the Directors and the Auditors for the year ended 3/31/2011	Management	For	For
2	To approve the Directors' remuneration report for the year ended 31 March 2011	Management	For	For
3	To declare a final dividend of 9.57 pence per ordinary 10 pence share	Management	For	For
4	To elect Paul Rew as a director	Management	For	For
5	To elect Simon Lyster as a director	Management	For	For
6	To re-elect Sir Patrick Brown as a director	Management	For	For
7	To re-elect Margaret Fay as a director	Management	For	For
8	To re-elect Chris Green as a director	Management	For	For
9	To re-elect Heidi Mottram as a director	Management	For	For
10	To re-elect Martin Negre as a director	Management	For	For
11	To re-elect Alex Scott-Barrett as a director	Management	For	For
12	To re-elect Sir Derek Wanless as a director	Management	For	For
13	To re-appoint Ernst and Young LLP as auditors	Management	For	For
14	To authorise the directors to determine the auditors' remuneration	Management	For	For
15	To authorise political donations	Management	For	For
16	To authorise the directors to allot shares	Management	For	For
17	To authorise the disapplication of pre-emption rights	Management	For	For
18	To authorise the Company to purchase its own shares	Management	For	For
19	To authorise notice period for general meetings	Management	For	For
20	To ratify and confirm historic interim dividends and authorise the Company to enter into deeds of release of claims in favour of shareholders and directors	Management	For	For

THE FORZANI GROUP LTD.

SECURITY 349907105 MEETING TYPE Annual
TICKER SYMBOL FRZNF MEETING DATE 29-Jul-2011
ISIN CA3499071056 AGENDA 933487072 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO REAPPOINT ERNST & YOUNG LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION AS SUCH.	Management	For	For
02	TO SET THE NUMBER OF DIRECTORS TO BE ELECTED AT THE MEETING AT NINE (9).	Management	For	For
03	DIRECTOR	Management		
	1 ALBRECHT W.A. BELLSTEDT		For	For
	2 ROMAN DORONIUK		For	For
	3 HENRI DROUIN		For	For
	4 JOHN M. FORZANI		For	For
	5 DONALD E. GASS		For	For
	6 JAY A.J. PETERS		For	For
	7 ROBERT SARTOR		For	For
	8 ERIC SCHWITZER		For	For
	9 PAUL S. WALTERS		For	For
04	TO APPROVE A RESOLUTION DESCRIBED IN SCHEDULE "B" TO THE CORPORATION'S INFORMATION CIRCULAR DATED JUNE 24, 2011 RATIFYING THE CONTINUED EXISTENCE OF THE CORPORATION'S SHAREHOLDER RIGHTS PLAN AGREEMENT DATED JUNE 11, 2008.	Management	Against	Against

THE FORZANI GROUP LTD.

SECURITY 349907105 MEETING TYPE Annual
TICKER SYMBOL FRZNF MEETING DATE 29-Jul-2011
ISIN CA3499071056 AGENDA 933487084 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO REAPPOINT ERNST & YOUNG LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION AS SUCH.	Management	For	For
02	TO SET THE NUMBER OF DIRECTORS TO BE ELECTED AT THE MEETING AT NINE (9).	Management	For	For
03	DIRECTOR	Management		
	1 ALBRECHT W.A. BELLSTEDT		For	For
	2 ROMAN DORONIUK		For	For
	3 HENRI DROUIN		For	For
	4 JOHN M. FORZANI		For	For
	5 DONALD E. GASS		For	For
	6 JAY A.J. PETERS		For	For
	7 ROBERT SARTOR		For	For
	8 ERIC SCHWITZER		For	For
	9 PAUL S. WALTERS		For	For
04	TO APPROVE A RESOLUTION DESCRIBED IN SCHEDULE "B" TO THE CORPORATION'S INFORMATION CIRCULAR DATED JUNE 24, 2011 RATIFYING THE CONTINUED EXISTENCE OF THE CORPORATION'S SHAREHOLDER RIGHTS PLAN AGREEMENT DATED	Management	Against	Against

Edgar Filing: GDL FUND - Form N-PX

JUNE 11, 2008.

CELLESTIS LTD

SECURITY Q2156Q102 MEETING TYPE Scheme Meeting
 TICKER SYMBOL AU000000CST1 MEETING DATE 03-Aug-2011
 ISIN 703185012 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	That pursuant to and in accordance with section 411 of the Corporations Act, the Scheme of Arrangement (the terms of which are described in this Scheme Booklet of which the notice convening this meeting forms part) is agreed to (with or without any modification as approved by the Supreme Court of Victoria)	Management	For	For
CMMT	QIAGEN, QIAGEN AUSTRALIA AND EACH QIAGEN GROUP MEMBER ARE EXCLUDED SHAREHOLDER-S IN THAT EACH OF THEM IS EXCLUDED FROM VOTING ANY CELLESTIS SHARES HELD AT TH-E SCHEME MEETING. THANK YOU.	Non-Voting		
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT AND D-UE TO CHANGE IN MEETING DATE FROM 20 JUL 2011 TO 03 AUG 2011. IF YOU HAVE ALRE-ADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE-TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		

GLOBAL CROSSING LIMITED

SECURITY G3921A175 MEETING TYPE Special
 TICKER SYMBOL GLBC MEETING DATE 04-Aug-2011
 ISIN BMG3921A1751 AGENDA 933484761 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF AMALGAMATION, DATED APRIL 10, 2011, BY AND AMONG LEVEL 3 COMMUNICATIONS, INC., APOLLO AMALGAMATION SUB, LTD., AND GLOBAL CROSSING, INCLUDING THE BERMUDA AMALGAMATION AGREEMENT SET FORTH ON EXHIBIT A THERETO, AND THE AMALGAMATION CONTEMPLATED THEREBY.	Management	For	For
02	TO APPROVE THE ADJOURNMENT OF THE GLOBAL CROSSING SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE PROPOSAL 1.	Management	For	For
03	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO GLOBAL CROSSING'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE AMALGAMATION, AND THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain	Again

Edgar Filing: GDL FUND - Form N-PX

WUXI PHARMATECH (CAYMAN) INC.

SECURITY 929352102 MEETING TYPE Annual
 TICKER SYMBOL WX MEETING DATE 09-Aug-2011
 ISIN US9293521020 AGENDA 933489785 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	XIAOZHONG LIU BE AND HEREBY IS RE-ELECTED AS A DIRECTOR FOR A THREE-YEAR TERM.	Management	For	Again
02	YING HAN BE AND HEREBY IS RE-ELECTED AS A DIRECTOR FOR A THREE-YEAR TERM.	Management	For	Again
03	KIAN WEE SEAH BE AND HEREBY IS RE-ELECTED AS A DIRECTOR FOR A THREE-YEAR TERM.	Management	For	Again

VARIAN SEMICONDUCTOR EQUIP. ASSOC., INC.

SECURITY 922207105 MEETING TYPE Special
 TICKER SYMBOL VSEA MEETING DATE 11-Aug-2011
 ISIN US9222071055 AGENDA 933487565 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MAY 3, 2011, BY & AMONG VARIAN SEMICONDUCTOR EQUIPMENT ASSOCIATES, INC., A DELAWARE CORPORATION, APPLIED MATERIALS, INC., A DELAWARE CORPORATION, AND BARCELONA ACQUISITION CORP., A DELAWARE CORPORATION AND WHOLLY OWNED SUBSIDIARY OF APPLIED MATERIALS, INC., AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
02	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO ALLOW FOR THE SOLICITATION OF ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	PROPOSAL TO APPROVE, BY NON-BINDING, ADVISORY VOTE, "GOLDEN PARACHUTE" COMPENSATION THAT CERTAIN EXECUTIVE OFFICERS OF VARIAN SEMICONDUCTOR EQUIPMENT ASSOCIATES, INC. WILL RECEIVE IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

SMART MODULAR TECHNOLOGIES (WWH), INC.

SECURITY G82245104 MEETING TYPE Special
 TICKER SYMBOL SMOD MEETING DATE 12-Aug-2011
 ISIN KYG822451046 AGENDA 933489216 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
S1	PROPOSAL TO APPROVE A SPECIAL RESOLUTION TO AUTHORIZE, APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED APRIL 26, 2011 BY AND AMONG THE COMPANY, SALEEN HOLDINGS, INC., A CAYMAN ISLANDS EXEMPTED COMPANY ("PARENT") AND SALEEN ACQUISITION, INC., A CAYMAN ISLANDS EXEMPTED COMPANY ("MERGER SUB"), ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain	Again
03	PROPOSAL TO APPROVE THE ADJOURNMENT OF THE EXTRAORDINARY GENERAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE EXTRAORDINARY GENERAL MEETING TO APPROVE THE MERGER PROPOSAL.	Management	For	For

FPIC INSURANCE GROUP, INC.

SECURITY 302563101 MEETING TYPE Special
TICKER SYMBOL FPIC MEETING DATE 12-Aug-2011
ISIN US3025631017 AGENDA 933490497 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	APPROVE & ADOPT AGREEMENT & PLAN OF MERGER, DATED MAY 23, 2011 (REFERRED TO HEREIN AS MERGER AGREEMENT), BY & AMONG THE DOCTORS COMPANY, A CALIFORNIA DOMICILED RECIPROCAL INTER-INSURANCE EXCHANGE (REFERRED TO HEREIN AS "TDC"), FOUNTAIN ACQUISITION CORP., A FLORIDA CORPORATION & A WHOLLY OWNED SUBSIDIARY OF TDC (REFERRED TO HEREIN AS "MERGER SUB") AND COMPANY.	Management	For	For
02	TO GRANT AUTHORITY TO THE NAMED PROXIES TO ADJOURN OR POSTPONE THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE AND ADOPT THE MERGER AGREEMENT (REFERRED TO HEREIN AS THE "ADJOURNMENT PROPOSAL").	Management	For	For
03	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BE RECEIVED BY THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	Abstain	Again

ACXIOM CORPORATION

SECURITY 005125109 MEETING TYPE Annual
TICKER SYMBOL ACXM MEETING DATE 17-Aug-2011
ISIN US0051251090 AGENDA 933485410 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

1A	ELECTION OF DIRECTOR: WILLIAM T. DILLARD II	Management	For	For
1B	ELECTION OF DIRECTOR: R. HALSEY WISE	Management	For	For
2	ADVISORY (NON-BINDING) VOTE ON THE COMPENSATION OF ACXIOM CORPORATION'S NAMED EXECUTIVE OFFICERS	Management	Abstain	Against
3	ADVISORY (NON-BINDING) VOTE ON THE FREQUENCY OF ADVISORY VOTES ON THE COMPENSATION OF ACXIOM CORPORATION'S NAMED EXECUTIVE OFFICERS	Management	Abstain	Against
4	RATIFICATION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANT	Management	For	For

GERBER SCIENTIFIC, INC.

SECURITY 373730100 MEETING TYPE Special
 TICKER SYMBOL GRB MEETING DATE 18-Aug-2011
 ISIN US3737301008 AGENDA 933493051 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 10, 2011, AMONG GERBER SCIENTIFIC, INC., VECTOR KNIFE HOLDINGS (CAYMAN), LTD. AND KNIFE MERGER SUB, INC.	Management	For	For
02	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO GERBER'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, AND THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain	Against
03	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER AGREEMENT.	Management	For	For

CONTINUOCARE CORPORATION

SECURITY 212172100 MEETING TYPE Special
 TICKER SYMBOL CNU MEETING DATE 22-Aug-2011
 ISIN US2121721003 AGENDA 933491932 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	A PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 26, 2011, AMONG METROPOLITAN HEALTH NETWORKS, INC., CAB MERGER SUB, INC., AND CONTINUOCARE CORPORATION (THE "MERGER AGREEMENT"), PURSUANT TO WHICH CONTINUOCARE CORPORATION WILL BECOME A WHOLLY OWNED SUBSIDIARY OF METROPOLITAN HEALTH NETWORKS, INC.	Management	For	For
02	A PROPOSAL TO APPROVE AN ADJOURNMENT OF THE CONTINUOCARE CORPORATION SPECIAL MEETING OF SHAREHOLDERS, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE MERGER AGREEMENT.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

PROGRESS ENERGY, INC.

SECURITY 743263105 MEETING TYPE Special
 TICKER SYMBOL PGN MEETING DATE 23-Aug-2011
 ISIN US7432631056 AGENDA 933488682 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE THE PLAN OF MERGER CONTAINED IN THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 8, 2011, BY AND AMONG DUKE ENERGY CORPORATION, DIAMOND ACQUISITION CORPORATION AND PROGRESS ENERGY, INC., AS IT MAY BE AMENDED FROM TIME TO TIME, AND THE MERGER DESCRIBED THEREIN.	Management	For	For
02	TO ADJOURN THE PROGRESS ENERGY, INC. SPECIAL MEETING OF SHAREHOLDERS, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER PROPOSAL.	Management	For	For

SCHULTHESS GROUP AG, BUBIKON

SECURITY H86243138 MEETING TYPE Annual General Meeting
 TICKER SYMBOL CH0029926000 MEETING DATE 24-Aug-2011
 ISIN CH0029926000 AGENDA 703262509 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	BLOCKING OF REGISTERED SHARES IS NOT A LEGAL REQUIREMENT IN THE SWISS MARKET, -SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF T-HE VOTING INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHAR-ES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU H-AVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRE-SENTATIVE.	Non-Voting		
1	TO VOTE IN THE UPCOMING MEETING, YOUR NAME MUST BE NOTIFIED TO THE COMPANY REGISTRAR AS BENEFICIAL OWNER BEFORE THE RECORD DATE. PLEASE ADVISE US NOW IF YOU INTEND TO VOTE. NOTE THAT THE COMPANY REGISTRAR HAS DISCRETION OVER GRANTING VOTING RIGHTS. ONCE THE AGENDA IS AVAILABLE, A SECOND NOTIFICATION WILL BE ISSUED REQUESTING YOUR VOTING INSTRUCTIONS	Registration	No Action	

SCHULTHESS GROUP AG, BUBIKON

SECURITY H86243138 MEETING TYPE Annual General Meeting
 TICKER SYMBOL CH0029926000 MEETING DATE 24-Aug-2011
 ISIN CH0029926000 AGENDA 703262511 - Management

FOR/A

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	MANAG
CMMT	BLOCKING OF REGISTERED SHARES IS NOT A LEGAL REQUIREMENT IN THE SWISS MARKET, -SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTING INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHARES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE.	Non-Voting		
CMMT	PLEASE NOTE THAT THIS IS THE PART II OF THE MEETING NOTICE SENT UNDER MEETING-872544, INCLUDING THE AGENDA. TO VOTE IN THE UPCOMING MEETING, YOUR NAME MUST BE NOTIFIED TO THE COMPANY REGISTRAR AS BENEFICIAL OWNER BEFORE THE RE-REGISTRATION DEADLINE. PLEASE NOTE THAT THOSE INSTRUCTIONS THAT ARE SUBMITTED AFTER THE CUTOFF DATE WILL BE PROCESSED ON A BEST EFFORT BASIS. THANK YOU.	Non-Voting		
1	Information to Schulthess Group Ag after the public purchase and exchange offer of Nibe Industrier AB	Non-Voting		
2.1	Election to the board of directors: Gerteric Lindquist	Management	No Action	
2.2	Election to the board of directors: Leif Gustavsson	Management	No Action	
2.3	Election to the board of directors: Kjell Ekermo	Management	No Action	
2.4	Election to the board of directors: Dr. Werner Karlen	Management	No Action	

AIRGAS, INC.

SECURITY 009363102 MEETING TYPE Annual
TICKER SYMBOL ARG MEETING DATE 29-Aug-2011
ISIN US0093631028 AGENDA 933490930 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 PETER MCCAUSLAND		For	For
	2 LEE M. THOMAS		For	For
	3 JOHN C. VAN RODEN, JR.		For	For
	4 ELLEN C. WOLF		For	For
02	RATIFY THE SELECTION OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Again
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain	Again

OPTIONSXPRESS HOLDINGS, INC.

SECURITY 684010101 MEETING TYPE Special
TICKER SYMBOL OXPS MEETING DATE 30-Aug-2011
ISIN US6840101017 AGENDA 933493429 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

01	APPROVAL AND ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 18, 2011, BY AND AMONG OPTIONSXPRESS HOLDINGS, INC., THE CHARLES SCHWAB CORPORATION AND NEON ACQUISITION CORP. AND THE MERGER CONTEMPLATED THEREBY, AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
02	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES PROPERLY CAST AT THE TIME OF THE MEETING TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

ZORAN CORPORATION

SECURITY 98975F101 MEETING TYPE Special
TICKER SYMBOL ZRAN MEETING DATE 30-Aug-2011
ISIN US98975F1012 AGENDA 933494205 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

01	ADOPTION OF THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 16, 2011, AMONG CSR PLC., ZEISS MERGER SUB, INC. AND ZORAN CORPORATION.	Management	For	For
02	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For

BJ'S WHOLESALE CLUB, INC.

SECURITY 05548J106 MEETING TYPE Special
TICKER SYMBOL BJ MEETING DATE 09-Sep-2011
ISIN US05548J1060 AGENDA 933495815 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

01	TO ADOPT THE MERGER AGREEMENT, DATED AS OF JUNE 28, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG BJ'S WHOLESALE CLUB, INC., BEACON HOLDING INC. AND BEACON MERGER SUB INC.	Management	For	For
02	TO APPROVE, ON A NONBINDING ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION THAT MAY BE PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
03	TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	For	For

CASEY'S GENERAL STORES, INC.

Edgar Filing: GDL FUND - Form N-PX

SECURITY 147528103 MEETING TYPE Annual
 TICKER SYMBOL CASY MEETING DATE 16-Sep-2011
 ISIN US1475281036 AGENDA 933495269 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 ROBERT J. MYERS 2 DIANE C. BRIDGEWATER	Management	For	For
02	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING APRIL 30, 2012.	Management	For	For
03	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
04	TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF FUTURE ADVISORY VOTES ON COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again

BLACKBOARD INC.

SECURITY 091935502 MEETING TYPE Special
 TICKER SYMBOL BBBB MEETING DATE 16-Sep-2011
 ISIN US0919355026 AGENDA 933496057 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 30, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG BULLDOG HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, BULLDOG ACQUISITION SUB, INC., A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF BULLDOG HOLDINGS, LLC, AND BLACKBOARD INC., A DELAWARE CORPORATION.	Management	For	For
02	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION PAYABLE UNDER EXISTING AGREEMENTS WITH THE COMPANY THAT CERTAIN EXECUTIVE OFFICERS OF THE COMPANY WILL OR MAY RECEIVE IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

NORTHUMBRIAN WTR GROUP PLC

SECURITY G6661T130 MEETING TYPE Court Meeting
 TICKER SYMBOL GB0033029744 MEETING DATE 19-Sep-2011
 ISIN GB0033029744 AGENDA 703308254 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT.	Non-Voting		
1	To approve the proposed Scheme of Arrangement referred to in the Notice convening the Court Meeting	Management	For	For

NORTHUMBRIAN WTR GROUP PLC

SECURITY G6661T130 MEETING TYPE Ordinary General Meeting
TICKER SYMBOL G6661T130 MEETING DATE 19-Sep-2011
ISIN GB0033029744 AGENDA 703308521 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	For the purpose of giving effect to the proposed Scheme of Arrangement (the "Scheme") referred to in the Notice convening the General Meeting in its original form or with or subject to any modification, addition or condition approved or imposed by the Court: (a) the directors of the Company be authorised to take all such action as they may consider necessary or appropriate for carrying the Scheme Into effect; (b) the share capital of the Company be reduced by cancelling all of the Scheme Shares (as defined in the Scheme); (c) subject to and forthwith upon the reduction of share capital referred to in paragraph (b) above taking effect: (I) the application of the reserve arising following the reduction in share capital be applied in paying up the new ordinary shares to be allotted and Issued to UK Water (2011) Limited CONTD	Management	For	For
CONT	CONTD (and/or Its nominee); and (II) authority be given to the directors-under section 551 of the Companies Act 2006 to allot and issue ordinary-shares for the purposes of implementing the Scheme	Non-Voting		

DPL INC.

SECURITY 233293109 MEETING TYPE Annual
TICKER SYMBOL DPL MEETING DATE 23-Sep-2011
ISIN US2332931094 AGENDA 933496146 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 PAUL M. BARBAS		For	For
	2 BARBARA S. GRAHAM		For	For

Edgar Filing: GDL FUND - Form N-PX

02	3 GLENN E. HARDER ADOPTION OF AGREEMENT AND PLAN OF MERGER, DATED APRIL 19, 2011, BY AND AMONG DPL, THE AES CORPORATION AND DOLPHIN SUB, INC.	Management	For	For
03	AN AMENDMENT TO REGULATIONS APPROVED BY OUR BOARD THAT REDUCES PERCENTAGE OF SHAREHOLDER VOTES NEEDED TO AMEND REGULATIONS.	Management	For	For
04	A NON-BINDING ADVISORY RESOLUTION TO APPROVE THE COMPENSATION OF NAMED EXECUTIVE OFFICERS AS DESCRIBED IN 2011 PROXY STATEMENT.	Management	Abstain	Again
05	TO RECOMMEND BY NON-BINDING ADVISORY RESOLUTION, THE FREQUENCY FOR HOLDING NON-BINDING ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Again
06	NON-BINDING ADVISORY RESOLUTION TO APPROVE COMPENSATION TO BE RECEIVED BY NAMED EXECUTIVE OFFICERS IN CONNECTION WITH MERGER.	Management	Abstain	Again
07	RE-APPROVAL OF THE MATERIAL TERMS OF THE PERFORMANCE GOALS UNDER DPL'S 2006 EQUITY PERFORMANCE AND INCENTIVE PLAN.	Management	For	For
08	RATIFICATION OF KPMG LLP AS INDEPENDENT PUBLIC ACCOUNTANT.	Management	For	For
09	TO APPROVE THE ADJOURNMENT OF THE ANNUAL MEETING TO ANOTHER TIME AND PLACE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE ANNUAL MEETING TO ADOPT MERGER AGREEMENT AND APPROVE MERGER, OR ACT ON ANY OF THE OTHER PROPOSALS PRESENTED AT THE MEETING.	Management	For	For

TAKE-TWO INTERACTIVE SOFTWARE, INC.

SECURITY 874054109 MEETING TYPE Annual
TICKER SYMBOL TTWO MEETING DATE 26-Sep-2011
ISIN US8740541094 AGENDA 933496867 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 STRAUSS ZELNICK		For	For
	2 ROBERT A. BOWMAN		For	For
	3 SUNGHWAN CHO		For	For
	4 MICHAEL DORNEMANN		For	For
	5 BRETT ICAHN		For	For
	6 J. MOSES		For	For
	7 JAMES L. NELSON		For	For
	8 MICHAEL SHERESKY		For	For
02	APPROVAL OF THE AMENDMENT TO THE TAKE-TWO INTERACTIVE SOFTWARE, INC. 2009 STOCK INCENTIVE PLAN.	Management	Against	Again
03	APPROVAL OF THE MANAGEMENT AGREEMENT, DATED AS OF MAY 20, 2011, BY AND BETWEEN ZELNICK MEDIA CORPORATION AND TAKE-TWO INTERACTIVE SOFTWARE, INC.	Management	Against	Again
04	ADVISORY VOTE TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
05	ADVISORY VOTE ON THE FREQUENCY OF HOLDING FUTURE ADVISORY VOTES TO APPROVE THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
06	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

THE FISCAL YEAR ENDING MARCH 31, 2012.

CENTRAL VERMONT PUBLIC SERVICE CORP.

SECURITY 155771108 MEETING TYPE Special
 TICKER SYMBOL CV MEETING DATE 29-Sep-2011
 ISIN US1557711082 AGENDA 933503179 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	APPROVE AGREEMENT & PLAN OF MERGER, DATED AS OF JULY 11, 2011, BY AND AMONG GAZ METRO LIMITED PARTNERSHIP., A QUEBEC LIMITED PARTNERSHIP, DANAUS VERMONT CORP., A VERMONT CORPORATION AND INDIRECT WHOLLY-OWNED SUBSIDIARY OF GAZ METRO LIMITED PARTNERSHIP & CENTRAL VERMONT PUBLIC SERVICE CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	GRANT TO PROXY HOLDERS THE AUTHORITY TO VOTE IN THEIR DISCRETION WITH RESPECT TO APPROVAL OF ANY PROPOSAL TO POSTPONE OR ADJOURN THE SPECIAL MEETING TO A LATER DATE FOR A REASONABLE BUSINESS PURPOSE, INCLUDING TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE APPROVAL OF THE AGREEMENT AND PLAN OF MERGER IF THERE ARE NOT SUFFICIENT VOTES FOR APPROVAL OF THE SPECIAL MEETING.	Management	For	For
03	THE PROPOSAL TO APPROVE, BY A NON-BINDING ADVISORY VOTE, THE CHANGE IN CONTROL PAYMENTS RELATED TO THE MERGER AND PAYABLE TO THE NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again

AMERON INTERNATIONAL CORPORATION

SECURITY 030710107 MEETING TYPE Special
 TICKER SYMBOL AMN MEETING DATE 05-Oct-2011
 ISIN US0307101073 AGENDA 933506543 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PROPOSAL TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 1, 2011, BY AND AMONG NATIONAL OILWELL VARCO, INC., NOV SUB A, INC. AND AMERON INTERNATIONAL.	Management	For	For
02	PROPOSAL TO APPROVE ADJOURNMENTS OF THE SPECIAL MEETING, IF DETERMINED NECESSARY OR APPROPRIATE BY AMERON INTERNATIONAL CORPORATION, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING, OR AT ANY ADJOURNMENT OR POSTPONEMENT OF THAT MEETING, TO APPROVE AND ADOPT THE MERGER AGREEMENT.	Management	For	For
03	NON-BINDING PROPOSAL TO APPROVE CERTAIN COMPENSATION ARRANGEMENTS FOR AMERON INTERNATIONAL CORPORATION'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	Abstain	Again

Edgar Filing: GDL FUND - Form N-PX

AKER DRILLING ASA, OSLO

SECURITY R01667105 MEETING TYPE ExtraOrdinary General Meeting
 TICKER SYMBOL TICKER SYMBOL MEETING DATE 06-Oct-2011
 ISIN NO0010287006 AGENDA 703338776 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting		
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting		
CMMT	SHARES HELD IN AN OMNIBUS/NOMINEE ACCOUNT NEED TO BE RE-REGISTERED IN THE-BENEFICIAL OWNERS NAME TO BE ALLOWED TO VOTE AT MEETINGS. SHARES WILL BE-TEMPORARILY TRANSFERRED TO A SEPARATE ACCOUNT IN THE BENEFICIAL OWNER'S NAME-ON THE PROXY DEADLINE AND TRANSFERRED BACK TO THE OMNIBUS/NOMINEE ACCOUNT THE-DAY AFTER THE MEETING.	Non-Voting		
1	Opening of the extraordinary general meeting and election of a person to co-sign the meeting minutes along with the meeting chairman	Management	No Action	
2.1	Election of new board of directors	Management	No Action	
2.2	Remuneration to the resigning board of directors and members of the Nomination committee	Management	No Action	
2.3	Proposal for delisting of the company's share from Oslo Stock Exchange	Management	No Action	
2.4	Amendments to the articles of association	Management	No Action	
2.5	Election of new auditor	Management	No Action	
2.6	Withdrawal of the authorization to the board of directors regarding the capital increase granted in the extraordinary general meeting of 6 May 2011	Management	No Action	

EXCO RESOURCES, INC.

SECURITY 269279402 MEETING TYPE Annual
 TICKER SYMBOL XCO MEETING DATE 06-Oct-2011
 ISIN US2692794025 AGENDA 933501290 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 DOUGLAS H. MILLER	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

2	STEPHEN F. SMITH		For	For
3	JEFFREY D. BENJAMIN		For	For
4	EARL E. ELLIS		For	For
5	B. JAMES FORD		For	For
6	MARK MULHERN		For	For
7	T. BOONE PICKENS		For	For
8	JEFFREY S. SEROTA		For	For
9	ROBERT L. STILLWELL		For	For
02	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
03	ADVISORY VOTE TO DETERMINE THE FREQUENCY OF THE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
04	PROPOSAL TO AMEND THE EXCO RESOURCES, INC. 2005 LONG-TERM INCENTIVE PLAN TO INCREASE THE TOTAL NUMBER OF SHARES OF COMMON STOCK AUTHORIZED FOR ISSUANCE UNDER SUCH PLAN BY 5,500,000 SHARES.	Management	Against	Against
05	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

APAC CUSTOMER SERVICES, INC.

SECURITY 00185E106 MEETING TYPE Special
TICKER SYMBOL APAC MEETING DATE 12-Oct-2011
ISIN US00185E1064 AGENDA 933508307 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 6, 2011, BY AND AMONG APAC CUSTOMER SERVICES, INC., OR APAC, BLACKHAWK ACQUISITION PARENT, LLC, OR PARENT, AND BLACKHAWK MERGER SUB, INC., A WHOLLY OWNED SUBSIDIARY OF PARENT, AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
02	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO ALLOW FOR THE SOLICITATION OF ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	PROPOSAL TO APPROVE, BY NON-BINDING, ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR APAC'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Against

RENAISSANCE LEARNING, INC.

SECURITY 75968L105 MEETING TYPE Special
TICKER SYMBOL RLRN MEETING DATE 17-Oct-2011
ISIN US75968L1052 AGENDA 933507949 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 15, 2011, AS AMENDED BY AMENDMENT NO. 1 TO THE AGREEMENT AND PLAN OF MERGER DATED AS OF	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

SEPTEMBER 27, 2011, BY AND AMONG RAPHAEL HOLDING COMPANY, A DELAWARE CORPORATION, RAPHAEL ACQUISITION CORP., A WISCONSIN CORPORATION AND AN INDIRECT, WHOLLY OWNED SUBSIDIARY OF RAPHAEL, AND RENAISSANCE LEARNING INC

02	TO APPROVE, ON A NON BINDING ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION PAYABLE UNDER EXISTING AGREEMENTS WITH RENAISSANCE THAT CERTAIN EXECUTIVE OFFICERS OF RENAISSANCE WILL OR MAY RECEIVE IN CONNECTION WITH THE MERGER.	Management	Abstain	Against
----	---	------------	---------	---------

AMAG PHARMACEUTICALS, INC.

SECURITY	00163U106	MEETING TYPE	Contested-Special
TICKER SYMBOL	AMAG	MEETING DATE	21-Oct-2011
ISIN	US00163U1060	AGENDA	933507975 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO APPROVE THE ISSUANCE OF SHARES OF AMAG COMMON STOCK, PAR VALUE \$0.01 PER SHARE, IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER AND REORGANIZATION, DATED AS OF JULY 19, 2011, AS AMENDED ON AUGUST 8, 2011, BY AND AMONG AMAG, ALLOS AND ALAMO ACQUISITION SUB, INC., A WHOLLY-OWNED SUBSIDIARY OF AMAG.	Management	For	For
02	TO APPROVE THE ADJOURNMENT OF THE AMAG SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF AMAG PROPOSAL 1.	Management	For	For

ORIGIN ENERGY LTD

SECURITY	Q71610101	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	24-Oct-2011
ISIN	AU000000ORG5	AGENDA	703349539 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
CMMT	VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 4, 5, 6 AND VOTES CAST-BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE-PROPOSALS WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED-BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE-"ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT-YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE-RELEVANT PROPOSALS. BY VOTING (FOR OR AGAINST) ON PROPOSAL (4, 5 AND 6), YOU-ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN-BENEFIT BY THE PASSING OF THE RELEVANT PROPOSALS AND YOU COMPLY WITH THE-VOTING EXCLUSION.	Non-Voting		
2	Re-Election of H Kevin McCann as a Director	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

3	Re-Election of Bruce G Beeren as a Director	Management	For	For
4	Adoption of Remuneration Report (Non-binding advisory vote)	Management	Abstain	Against
5	Grant of long term incentives to Mr Grant A King - Managing Director	Management	For	For
6	Grant of long term incentives to Ms Karen A Moses - Executive Director	Management	For	For

FOSTER'S GROUP LIMITED

SECURITY Q3944W187 MEETING TYPE Annual General Meeting
 TICKER SYMBOL AU000000FGL6 MEETING DATE 25-Oct-2011
 ISIN AU000000FGL6 AGENDA 703342220 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 7 ,8 AND 9 AND VOTES CAS-T BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE-PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED-BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE-"ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THA-T YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE-RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (7, 8 AND 9), Y-OU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN-BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH TH-E VOTING EXCLUSION.	Non-Voting		
1	Re-election of Mr P A Clinton as a Director	Management	For	For
2	Election of Ms P J Dwyer as a Director	Management	For	For
3	Election of Ms J Swales as a Director	Management	For	For
4	Re-election of Mr M J Ullmer as a Director	Management	For	For
5	Election of Mr M Wesslink as a Director	Management	For	For
6	Approval of Proportional Takeover Provision	Management	Against	Against
7	Approval of the participation of Mr John Pollaers, Chief Executive Officer of the Company, in the Foster's Long Term Incentive Plan-2011 offer	Management	For	For
8	Approval of the participation of Mr John Pollaers, Chief Executive Officer of the Company, in the Foster's Long Term Incentive Plan-2012 offer	Management	For	For
9	Adoption of Remuneration Report PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION IN THE COMMENT. IF YOU-HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS-YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Management Non-Voting	For	For

FUNDTECH LTD.

SECURITY M47095100 MEETING TYPE Special
 TICKER SYMBOL FNDD MEETING DATE 25-Oct-2011
 ISIN IL0010824949 AGENDA 933514691 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE, PURSUANT TO SECTION 320 OF THE COMPANIES LAW, OF THE MERGER OF THE COMPANY WITH MERGER SUB, A COMPANY FORMED UNDER THE LAWS OF THE STATE OF ISRAEL AND AN INDIRECT, WHOLLY-OWNED SUBSIDIARY OF PARENT, BOTH OF WHICH WERE FORMED BY GTCR, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For

SEAGATE TECHNOLOGY PLC

SECURITY G7945M107 MEETING TYPE Annual
TICKER SYMBOL STX MEETING DATE 26-Oct-2011
ISIN IE00B58JVZ52 AGENDA 933507177 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A	ELECTION OF DIRECTOR: STEPHEN J. LUCZO	Management	For	For
1B	ELECTION OF DIRECTOR: FRANK J. BIONDI, JR.	Management	For	For
1C	ELECTION OF DIRECTOR: MICHAEL R. CANNON	Management	For	For
1D	ELECTION OF DIRECTOR: LYDIA M. MARSHALL	Management	For	For
1E	ELECTION OF DIRECTOR: C.S. PARK	Management	For	For
1F	ELECTION OF DIRECTOR: GREGORIO REYES	Management	For	For
1G	ELECTION OF DIRECTOR: EDWARD J. ZANDER	Management	For	For
02	TO APPROVE THE ADOPTION OF THE SEAGATE TECHNOLOGY PLC 2012 EQUITY INCENTIVE PLAN.	Management	Against	Against
03	TO DETERMINE THE PRICE RANGE AT WHICH THE COMPANY CAN RE-ISSUE TREASURY SHARES OFF-MARKET.	Management	For	For
04	TO AUTHORIZE HOLDING THE 2012 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY AT A LOCATION OUTSIDE OF IRELAND.	Management	For	For
05	TO HOLD A NON-BINDING ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
06	TO HOLD A NON-BINDING ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY SHAREHOLDER VOTES TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
07	TO APPOINT ERNST & YOUNG LLP AS THE INDEPENDENT AUDITORS OF THE COMPANY AND TO AUTHORIZE THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS TO SET THE AUDITORS' REMUNERATION.	Management	For	For

SARA LEE CORPORATION

SECURITY 803111103 MEETING TYPE Annual
TICKER SYMBOL SLE MEETING DATE 27-Oct-2011
ISIN US8031111037 AGENDA 933506214 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A	ELECTION OF DIRECTOR: CHRISTOPHER B. BEGLEY	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

1B	ELECTION OF DIRECTOR: JAN BENNINK	Management	For	For
1C	ELECTION OF DIRECTOR: CRANDALL C. BOWLES	Management	For	For
1D	ELECTION OF DIRECTOR: VIRGIS W. COLBERT	Management	For	For
1E	ELECTION OF DIRECTOR: JAMES S. CROWN	Management	For	For
1F	ELECTION OF DIRECTOR: LAURETTE T. KOELLNER	Management	For	For
1G	ELECTION OF DIRECTOR: CORNELIS J.A. VAN LEDE	Management	For	For
1H	ELECTION OF DIRECTOR: DR. JOHN MCADAM	Management	For	For
1I	ELECTION OF DIRECTOR: SIR IAN PROSSER	Management	For	For
1J	ELECTION OF DIRECTOR: NORMAN R. SORENSEN	Management	For	For
1K	ELECTION OF DIRECTOR: JEFFREY W. UBBEN	Management	For	For
1L	ELECTION OF DIRECTOR: JONATHAN P. WARD	Management	For	For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2012.	Management	For	For
03	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
04	ADVISORY VOTE ON THE FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
05	VOTE ON A STOCKHOLDER PROPOSAL REQUESTING A REPORT ON POLITICAL CONTRIBUTIONS.	Shareholder	Against	For

TGC INDUSTRIES, INC.

SECURITY 872417308 MEETING TYPE Special
TICKER SYMBOL TGE MEETING DATE 27-Oct-2011
ISIN US8724173088 AGENDA 933511431 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	APPROVE AGREEMENT AND PLAN OF MERGER, DATED MARCH 20, 2011, BY & AMONG TGC INDUSTRIES, INC. (TGC), DAWSON GEOPHYSICAL COMPANY (DAWSON) AND 6446 ACQUISITION CORP., AS AMENDED, PURSUANT TO WHICH 6446 ACQUISITION CORP. WILL BE MERGED WITH AND INTO TGC, WITH TGC SURVIVING AND BECOMING A DIRECT WHOLLY OWNED SUBSIDIARY OF DAWSON, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	PROPOSAL TO APPROVE A NON-BINDING ADVISORY RESOLUTION ON CERTAIN COMPENSATION TO BE PAID BY TGC TO TGC'S NAMED EXECUTIVE OFFICERS UPON CONSUMMATION OF THE MERGER.	Management	Abstain	Against
03	PROPOSAL TO APPROVE ADJOURNMENTS OF THE TGC SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO PERMIT THE SOLICITATION OF ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT PROPOSAL 1.	Management	For	For

REGIS CORPORATION

SECURITY 758932107 MEETING TYPE Contested-Annual
TICKER SYMBOL RGS MEETING DATE 27-Oct-2011
ISIN US7589321071 AGENDA 933513168 - Opposition

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 JAMES P. FOGARTY 2 JEFFREY C. SMITH 3 DAVID P WILLIAMS 4 MGT NOM J.L CONNER 5 MGT NOM P.D FINKELSTEIN 6 MGT NOM M.J MERRIMAN 7 MGT NOM S.E WATSON	Management	For	For
02	THE COMPANY'S PROPOSAL FOR THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
03	THE COMPANY'S ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS (A "SAY-ON-PAY VOTE").	Management	Abstain	Again
04	THE COMPANY'S ADVISORY VOTE ON THE FREQUENCY OF FUTURE SAY-ON-PAY VOTES.	Management	Abstain	Again

KINETIC CONCEPTS, INC.

SECURITY 49460W208 MEETING TYPE Special
TICKER SYMBOL KCI MEETING DATE 28-Oct-2011
ISIN US49460W2089 AGENDA 933511746 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED AS OF JULY 12, 2011, BY AND AMONG KINETIC CONCEPTS, INC., CHIRON HOLDINGS, INC. AND CHIRON MERGER SUB, INC., A WHOLLY OWNED SUBSIDIARY OF CHIRON HOLDINGS, INC., AND APPROVE THE TRANSACTIONS CONTEMPLATED THEREBY.	Management	For	For
02	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF ADOPTING THE MERGER AGREEMENT AND APPROVING THE TRANSACTIONS CONTEMPLATED THEREBY AT THE TIME OF THE SPECIAL MEETING.	Management	For	For
03	TO APPROVE A NON-BINDING PROPOSAL REGARDING CERTAIN MERGER-RELATED EXECUTIVE COMPENSATION ARRANGEMENTS.	Management	Abstain	Again

HARBIN ELECTRIC, INC.

SECURITY 41145W109 MEETING TYPE Special
TICKER SYMBOL HRBN MEETING DATE 28-Oct-2011
ISIN US41145W1099 AGENDA 933514069 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JUNE 19, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG TECH FULL ELECTRIC COMPANY	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

	LIMITED, TECH FULL ELECTRIC ACQUISITION, INC., AND HARBIN ELECTRIC, INC.			
02	RESOLVED, THAT THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, PURSUANT TO ITEM 402(T) OF REGULATION S-K, INCLUDING THE ASSOCIATED NARRATIVE DISCUSSION, AND THE AGREEMENTS OR UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE, ARE HEREBY APPROVED.	Management	Abstain	Against
03	PROPOSAL TO ADJOURN THE SPECIAL MEETING OF STOCKHOLDERS IN ORDER TO TAKE SUCH ACTIONS AS THE COMPANY'S BOARD DETERMINES ARE NECESSARY OR APPROPRIATE, INCLUDING, WITHOUT LIMITATION, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE COMPANY'S SPECIAL MEETING TO APPROVE THE PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

CAPITAL POWER INCOME L.P.

SECURITY 14042N100 MEETING TYPE Special
TICKER SYMBOL CPAXF MEETING DATE 01-Nov-2011
ISIN CA14042N1006 AGENDA 933513144 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	AN EXTRAORDINARY RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN ANNEX G TO THE MANAGEMENT PROXY CIRCULAR AND JOINT PROXY STATEMENT OF THE PARTNERSHIP AND ATLANTIC POWER CORPORATION DATED SEPTEMBER 28, 2011 (THE "INFORMATION CIRCULAR"), TO APPROVE A PLAN OF ARRANGEMENT (THE "ARRANGEMENT") UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT (THE "CBCA"), ALL AS MORE PARTICULARLY DESCRIBED IN THE INFORMATION CIRCULAR.	Management	For	For

TRIMERIS, INC.

SECURITY 896263100 MEETING TYPE Special
TICKER SYMBOL TRMS MEETING DATE 02-Nov-2011
ISIN US8962631003 AGENDA 933517089 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	APPROVAL OF THE ISSUANCE OF TRIMERIS, INC. COMMON STOCK, PAR VALUE \$0.001 PER SHARE, IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER AND REORGANIZATION, DATED AS OF JUNE 13, 2011, BY AND AMONG TRIMERIS, INC., SYNAGEVA BIOPHARMA CORP. AND TESLA MERGER SUB, INC., A WHOLLY OWNED SUBSIDIARY OF TRIMERIS.	Management	For	For
02	APPROVAL OF AN AMENDMENT TO TRIMERIS, INC.'S FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

EFFECT A REVERSE STOCK SPLIT OF TRIMERIS, INC.'S ISSUED AND OUTSTANDING COMMON STOCK WITHIN THE RANGE OF ONE-FOR-TWO TO ONE-FOR-EIGHT (WITH THE EXACT AMOUNT TO BE DETERMINED IMMEDIATELY PRIOR TO THE COMPLETION OF THE MERGER).

03	APPROVAL OF AN AMENDMENT TO TRIMERIS, INC.'S FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO INCREASE THE NUMBER OF AUTHORIZED SHARES OF TRIMERIS, INC.'S COMMON STOCK FROM 60,000,000 TO UP TO A MAXIMUM OF 150,000,000 SHARES (WITH THE EXACT AMOUNT TO BE DETERMINED IMMEDIATELY PRIOR TO THE COMPLETION OF THE MERGER).	Management	For	For
04	APPROVAL OF AN AMENDMENT TO TRIMERIS, INC.'S FIFTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO CHANGE THE NAME OF TRIMERIS, INC. FROM "TRIMERIS, INC." TO "SYNAGEVA BIOPHARMA CORP.".	Management	For	For
05	APPROVAL OF THE ADJOURNMENT OF THE TRIMERIS, INC. SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF TRIMERIS PROPOSAL NOS. 1, 2, 3, OR 4.	Management	For	For

CALIPER LIFE SCIENCES, INC.

SECURITY	130872104	MEETING TYPE	Special
TICKER SYMBOL	CALP	MEETING DATE	07-Nov-2011
ISIN	US1308721042	AGENDA	933515100 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 7, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG CALIPER LIFE SCIENCES, INC., PERKINELMER, INC. AND PERKINELMER HOPKINTON CO.	Management	For	For
02	TO CONSIDER AND VOTE ON ANY PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF ITEM 1 IF THERE ARE INSUFFICIENT VOTES TO APPROVE ITEM 1 AT THE TIME OF THE SPECIAL MEETING.	Management	For	For
03	TO APPROVE, BY NON-BINDING, ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR CALIPER LIFE SCIENCE, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED IN THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 7, 2011, AS MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG CALIPER LIFE SCIENCES, INC., PERKINELMER, INC. AND PERKINELMER HOPKINTON CO.	Management	Abstain	Again

INTERNATIONAL RECTIFIER CORPORATION

SECURITY	460254105	MEETING TYPE	Annual
TICKER SYMBOL	IRF	MEETING DATE	11-Nov-2011
ISIN	US4602541058	AGENDA	933510287 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 RICHARD J. DAHL 2 DWIGHT W. DECKER 3 ROCHUS E. VOGT	Management	For For For	For For For
02	PROPOSAL TO APPROVE THE INTERNATIONAL RECTIFIER CORPORATION 2011 PERFORMANCE INCENTIVE PLAN.	Management	Against	Again
03	PROPOSAL TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
04	PROPOSAL TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION PROGRAM.	Management	Abstain	Again
05	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2012.	Management	For	For

CHARTER INTERNATIONAL PLC

SECURITY G2110V107 MEETING TYPE ExtraOrdinary General Meeting
TICKER SYMBOL MEETING DATE 14-Nov-2011
ISIN JE00B3CX4509 AGENDA 703400856 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	To approve the resolution giving effect to the scheme of arrangement (the "Scheme") between the Company and the holders of Scheme Shares (as defined in the Scheme) including the reorganisation of the Company's share capital and amending the Company's memorandum and articles of association	Management	For	For

CHARTER INTERNATIONAL PLC

SECURITY G2110V107 MEETING TYPE Court Meeting
TICKER SYMBOL MEETING DATE 14-Nov-2011
ISIN JE00B3CX4509 AGENDA 703400870 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT.	Non-Voting		
1	For the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement (the "Scheme") proposed to be made between Charter International plc and the Shareholders	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

CORINTHIAN COLLEGES, INC.

SECURITY 218868107 MEETING TYPE Annual
 TICKER SYMBOL COCO MEETING DATE 15-Nov-2011
 ISIN US2188681074 AGENDA 933512483 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 PAUL R. ST. PIERRE		For	For
	2 LINDA AREY SKLADANY		For	For
	3 ROBERT LEE		For	For
	4 JACK D. MASSIMINO		For	For
	5 ALICE T. KANE		For	For
	6 TERRY O. HARTSHORN		For	For
	7 TIMOTHY J. SULLIVAN		For	For
	8 SHARON P. ROBINSON		For	For
	9 HANK ADLER		For	For
	10 JOHN M. DIONISIO		For	For
02	APPROVAL OF THE AMENDMENT AND RESTATEMENT OF THE CORINTHIAN COLLEGES, INC. 2003 PERFORMANCE AWARD PLAN, WHICH AUTHORIZES THE ISSUANCE OF ADDITIONAL SHARES UNDER SUCH PLAN, AND CERTAIN OTHER AMENDMENTS DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.	Management	Against	Against
03	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JUNE 30, 2012.	Management	For	For
04	APPROVAL, BY A NONBINDING ADVISORY VOTE, OF EXECUTIVE COMPENSATION PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
05	RECOMMENDATION, BY A NONBINDING ADVISORY VOTE, OF THE FREQUENCY OF HOLDING FUTURE NONBINDING ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain	Against

THE CLOROX COMPANY

SECURITY 189054109 MEETING TYPE Annual
 TICKER SYMBOL CLX MEETING DATE 16-Nov-2011
 ISIN US1890541097 AGENDA 933512712 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A	ELECTION OF DIRECTOR: DANIEL BOGGAN, JR.	Management	For	For
1B	ELECTION OF DIRECTOR: RICHARD H. CARMONA	Management	For	For
1C	ELECTION OF DIRECTOR: TULLY M. FRIEDMAN	Management	For	For
1D	ELECTION OF DIRECTOR: GEORGE J. HARAD	Management	For	For
1E	ELECTION OF DIRECTOR: DONALD R. KNAUSS	Management	For	For
1F	ELECTION OF DIRECTOR: ROBERT W. MATSCHULLAT	Management	For	For
1G	ELECTION OF DIRECTOR: GARY G. MICHAEL	Management	For	For
1H	ELECTION OF DIRECTOR: EDWARD A. MUELLER	Management	For	For
1I	ELECTION OF DIRECTOR: PAMELA THOMAS-GRAHAM	Management	For	For
1J	ELECTION OF DIRECTOR: CAROLYN M. TICKNOR	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

02	ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
03	ADVISORY VOTE ON THE FREQUENCY OF THE SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Against
04	RATIFICATION OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For
05	STOCKHOLDER PROPOSAL ON INDEPENDENT CHAIRMAN.	Shareholder	Against	For

ZYGO CORPORATION

SECURITY 989855101 MEETING TYPE Annual
TICKER SYMBOL ZIGO MEETING DATE 16-Nov-2011
ISIN US9898551018 AGENDA 933513170 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 STEPHEN D. FANTONE 2 SAMUEL H. FULLER 3 CHRIS L. KOLIOPOULOS 4 SEYMOUR E. LIEBMAN 5 ROBERT B. TAYLOR 6 CAROL P. WALLACE 7 GARY K. WILLIS	Management	For	For
02	TO APPROVE A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPANY'S EXECUTIVE COMPENSATION AS DISCLOSED IN THE ACCOMPANYING PROXY STATEMENT.	Management	Abstain	Against
03	TO APPROVE A NON-BINDING ADVISORY RESOLUTION WITH RESPECT TO THE FREQUENCY OF FUTURE ADVISORY VOTES ON THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Against
04	TO APPROVE THE ADOPTION OF THE ZYGO CORPORATION 2012 EQUITY INCENTIVE PLAN.	Management	Against	Against
05	TO APPROVE THE AMENDMENT TO THE ZYGO CORPORATION EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
06	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT REGISTERED ACCOUNTING FIRM FOR FISCAL 2012.	Management	For	For

CONSTELLATION ENERGY GROUP, INC.

SECURITY 210371100 MEETING TYPE Special
TICKER SYMBOL CEG MEETING DATE 17-Nov-2011
ISIN US2103711006 AGENDA 933516099 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	APPROVAL OF THE MERGER WITH EXELON CORPORATION ON SUBSTANTIALLY THE TERMS SET FORTH IN THE MERGER AGREEMENT.	Management	For	For
02	ADVISORY VOTE ON COMPENSATION THAT MAY BECOME PAYABLE TO NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE COMPLETION OF THE PROPOSED MERGER.	Management	Abstain	Against
03	ADJOURNMENT OF THE SPECIAL MEETING OF SHAREHOLDERS, IF	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE PROPOSAL 1.

MOTOROLA MOBILITY HOLDINGS, INC.

SECURITY 620097105 MEETING TYPE Special
 TICKER SYMBOL MMI MEETING DATE 17-Nov-2011
 ISIN US6200971058 AGENDA 933517988 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 15, 2011, BY AND AMONG GOOGLE INC., A DELAWARE CORPORATION, RB98 INC., A DELAWARE CORPORATION AND A WHOLLY OWNED SUBSIDIARY OF GOOGLE INC., AND MOTOROLA MOBILITY AS IT MAY BE AMENDED FROM TIME TO TIME	Management	For	For
02	TO APPROVE ANY MOTION TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO ADOPT THE MERGER AGREEMENT	Management	For	For
03	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO MOTOROLA MOBILITY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, INCLUDING THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE	Management	Abstain	Again

FORSYS METALS CORP.

SECURITY 34660G104 MEETING TYPE Special
 TICKER SYMBOL FOSYF MEETING DATE 18-Nov-2011
 ISIN CA34660G1046 AGENDA 933520391 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO CONSIDER, AND IF DEEMED ADVISABLE, TO PASS A RESOLUTION THE FULL TEXT OF WHICH IS SET FORTH IN THE MANAGEMENT INFORMATION CIRCULAR ACCOMPANYING THE NOTICE OF MEETING ("NOTICE OF MEETING"), AUTHORIZING AND APPROVING THE ISSUANCE OF UP TO A MAXIMUM OF 22,222,222 COMMON SHARES. PLEASE REFER TO THE FORM OF PROXY FOR A COMPLETE DESCRIPTION OF THIS RESOLUTION.	Management	For	For

FORSYS METALS CORP.

SECURITY 34660G104 MEETING TYPE Special
 TICKER SYMBOL FOSYF MEETING DATE 18-Nov-2011
 ISIN CA34660G1046 AGENDA 933520404 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO CONSIDER, AND IF DEEMED ADVISABLE, TO PASS A RESOLUTION THE FULL TEXT OF WHICH IS SET FORTH IN THE MANAGEMENT INFORMATION CIRCULAR ACCOMPANYING THE NOTICE OF MEETING ("NOTICE OF MEETING"), AUTHORIZING AND APPROVING THE ISSUANCE OF UP TO A MAXIMUM OF 22,222,222 COMMON SHARES. PLEASE REFER TO THE VOTING INSTRUCTION FORM FOR A COMPLETE DESCRIPTION OF THIS RESOLUTION.	Management	For	For

SMITHS GROUP PLC, LONDON

SECURITY	G82401111	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	22-Nov-2011
ISIN	GB00B1WY2338	AGENDA	703404537 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	To adopt the reports of the directors and the auditors and the audited accounts for the financial year ended 31 July 2011	Management	For	For
2	To approve the directors' remuneration report for the financial year ended 31 July 2011	Management	For	For
3	To declare a final dividend of 25 pence per ordinary share for the financial year ended 31 July 2011	Management	For	For
4	To re-elect Mr B.F.J. Angelici as a director of the Company	Management	For	For
5	To re-elect Mr P. Bowman as a director of the Company	Management	For	For
6	To re-elect Mr D.H. Brydon, CBE as a director of the Company	Management	For	For
7	To re-elect Mr D.J. Challen, CBE as a director of the Company	Management	For	For
8	To re-elect Mr S.J. Chambers as a director of the Company	Management	For	For
9	To re-elect Ms A.C. Quinn, CBE as a director of the Company	Management	For	For
10	To re-elect Sir Kevin Tebbit, KCB, CMG as a director of the Company	Management	For	For
11	To re-elect Mr P.A. Turner as a director of the Company	Management	For	For
12	To reappoint PricewaterhouseCoopers LLP as auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company	Management	For	For
13	To authorise the directors to determine the remuneration of the auditors	Management	For	For
14	That the directors be generally and unconditionally authorised pursuant to and in accordance with Section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company: (i) up to a nominal amount of GBP 49,062,877; (ii) comprising equity securities (as defined in Section 560(1) of the Companies Act 2006) up to a further nominal amount of	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

	GBP 49,062,877 in connection with an offer by way of a rights issue; such authorities to apply in substitution for all previous authorities pursuant to Section 551 of the Companies Act 2006 and to expire at the end of the next Annual General Meeting or on 31 January 2013, whichever is the earlier but, in each case, so that the Company may make offers and enter			
CONT	CONTD into agreements during the relevant period which would, or might, -require shares to be allotted or rights to be granted after the authority-ends. For the purposes of this Resolution 'rights issue' means an offer to:-(a) ordinary shareholders in proportion (as nearly as may be practicable) to-their existing holdings; and (b) people who are holders of other equity-securities if this is required by the rights of those securities or, if the-directors consider it necessary, as permitted by the rights of those-securities to subscribe for further securities by means of the issue of a-renounceable letter (or other negotiable document) which may be traded for a-period before payment for the securities is due, but subject to such-exclusions or other arrangements as the directors may deem necessary or-expedient in relation to CONTD		Non-Voting	
CONT	CONTD treasury shares, fractional entitlements, record dates or legal,-regulatory or practical problems in, or under the laws of, any territory		Non-Voting	
15	That subject to the passing of Resolution 14 above, the directors be empowered to allot equity securities (as defined in Section 560(1) of the Companies Act 2006) wholly for cash: (i) pursuant to the authority given by paragraph (i) of Resolution 14 above or where the allotment constitutes an allotment of equity securities by virtue of Section 560(3) of the Companies Act 2006 in each case: (a) in connection with a pre-emptive offer; and/or (b) otherwise than in connection with a pre-emptive offer, up to an aggregate nominal amount of GBP 7,359,431; and (ii) pursuant to the authority given by paragraph (ii) of Resolution 14 above in connection with a rights issue, as if Section 561(1) of the Companies Act 2006 did not apply to any such allotment; such power to expire at the end of the next Annual General Meeting or on 31		Management	For For
CONT	CONTD January 2013, whichever is the earlier but so that the Company may make-offers and enter into agreements during this period which would, or might, -require equity securities to be allotted after the power ends and the-directors may allot equity securities under any such offer or agreement as if-the power had not ended. For the purposes of this Resolution: (a) 'rights-issue' has the same meaning as in Resolution 14 above; (b) 'pre-emptive-offer' means an offer of equity securities open for acceptance for a period-fixed by the directors to holders (other than the Company) on the register on-a record date fixed by the directors of ordinary shares in proportion to-their respective holdings but subject to such exclusions or other-arrangements as the directors may deem necessary or expedient in relation to-treasury shares CONTD		Non-Voting	
CONT	CONTD , fractional entitlements, record dates or legal, regulatory or-practical problems in, or under the laws of, any territory; (c) references to-an allotment of		Non-Voting	

Edgar Filing: GDL FUND - Form N-PX

	equity securities shall include a sale of treasury shares;-and (d) the nominal amount of any securities shall be taken to be, in the-case of rights to subscribe for or convert any securities into shares of the-Company, the nominal amount of such shares which may be allotted pursuant to-such rights			
16	That the Company be and is hereby unconditionally and generally authorised for the purpose of Section 701 of the Companies Act 2006 to make market purchases (as defined in Section 693 of the Companies Act 2006) of ordinary shares of 37.5p each in the capital of the Company on such terms and in such manner as the directors may determine provided that: (a) the maximum number of shares which may be purchased is 39,250,301; (b) the minimum price which may be paid for each share is 37.5p; (c) the maximum price which may be paid for an ordinary share shall not be more than the higher of 5 per cent above the average middle market quotations for an ordinary share, as derived from the London Stock Exchange Daily Official List, for the five business days immediately preceding the day on which the ordinary share is purchased and CONTD	Management	For	For
CONT	CONTD the amount stipulated by Article 5(1) of the Buy-back and Stabilisation-Regulation 2003 (No 2273/2003); and (d) this authority shall expire at the-conclusion of the next Annual General Meeting of the Company or, if earlier-31 January 2013 (except in relation to the purchase of shares the contract-for which was concluded before the expiry of such authority and which might-be executed wholly or partly after such expiry)	Non-Voting		
17	That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice	Management	For	For
18	That, in accordance with Part 14 of the Companies Act 2006, the Company and every other company which is now or may become a subsidiary of the Company at any time during the period during which this resolution is in force is hereby authorised to make donations and incur expenditure under each and any of the following heads: (a) donations to political parties or independent election candidates; (b) donations to political organisations other than political parties; and (c) political expenditure, up to an aggregate amount of GBP 50,000 and the amount authorised under each of paragraphs (a), (b) and (c) shall also be limited to such amount. The authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company or, if earlier, on 31 January 2013. All existing authorisations and CONTD	Management	For	For
CONT	CONTD approvals relating to political donations or expenditure under Part 14-of the Companies Act 2006 are hereby revoked without prejudice to any-donation made or expenditure incurred prior to the date hereof pursuant to-such authorisation or approval. For the purpose of this resolution, the terms-'political donations', 'political parties', 'independent election-candidates', 'political organisations' and 'political expenditure' have the-meanings set out in Sections 363 to 365 of the Companies Act 2006	Non-Voting		
19	That the Smiths Group Long Term Incentive Plan 2011 (the 'LTIP'), the principal terms of which are	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

summarised in the explanatory note to this resolution and as shown in the rules of the LTIP produced to the Meeting and initialled by the Chairman for the purposes of identification, be and is hereby approved and that the directors be and are hereby authorised to do all such acts and things that they may consider appropriate to implement the LTIP, including the making of any amendments to the rules and any establishment of any sub-plans for the benefit of employees outside the UK (modified as necessary to take account of relevant exchange control, taxation and securities laws of the relevant jurisdiction); and the directors be and are hereby authorised to vote as directors and be counted in any quorum on any matter CONTD

CONTD connected with the LTIP, notwithstanding that they may be interested in-the same, save that no director may vote or be counted in the quorum on any-matter solely concerning his own participation therein, and that any-prohibition on directors' voting shall be suspended to this extent-accordingly

Non-Voting

NETLOGIC MICROSYSTEMS, INC.

SECURITY 64118B100 MEETING TYPE Special
TICKER SYMBOL NETL MEETING DATE 22-Nov-2011
ISIN US64118B1008 AGENDA 933519108 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 11, 2011, BY AND AMONG NETLOGIC MICROSYSTEMS, INC., BROADCOM CORPORATION AND I&N ACQUISITION CORP., A WHOLLY OWNED SUBSIDIARY OF BROADCOM CORPORATION (THE "MERGER AGREEMENT").	Management	For	For
02	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO NAMED EXECUTIVE OFFICERS OF NETLOGIC MICROSYSTEMS, INC. IN CONNECTION WITH THE MERGER, INCLUDING THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain	Again

BRITISH SKY BROADCASTING GROUP PLC

SECURITY G15632105 MEETING TYPE Annual General Meeting
TICKER SYMBOL GB0001411924 MEETING DATE 29-Nov-2011
ISIN GB0001411924 AGENDA 703417279 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

Item	Proposal	Type	Vote	FOR/A MANAG
1	To receive the financial statements for the year ended 30 June 2011 together with the report of the Directors and Auditors thereon	Management	For	For
2	To declare a final dividend for the year ended 30 June 2011	Management	For	For
3	To reappoint Jeremy Darroch as a Director	Management	For	For
4	To reappoint David F DeVoe as a Director	Management	For	For
5	To reappoint Andrew Griffith as a Director	Management	For	For
6	To reappoint Nicholas Ferguson as a Director	Management	For	For
7	To reappoint Andrew Higginson as a Director	Management	For	For
8	To reappoint Thomas Mockridge as a Director	Management	For	For
9	To reappoint James Murdoch as a Director	Management	For	For
10	To reappoint Jacques Nasser as a Director	Management	For	For
11	To reappoint Dame Gail Rebusk as a Director	Management	For	For
12	To reappoint Daniel Rimer as a Director	Management	For	For
13	To reappoint Arthur Siskind as a Director	Management	For	For
14	To reappoint Lord Wilson of Dinton as a Director	Management	For	For
15	To reappoint Deloitte LLP as Auditors of the Company and to authorise the Directors to agree their remuneration	Management	For	For
16	To approve the report on Directors remuneration for the year ended 30-Jun-11	Management	For	For
17	To authorise the Company and its subsidiaries to make political donations and incur political expenditure	Management	For	For
18	To authorise the Directors to allot shares under Section 551 of the Companies Act 2006	Management	For	For
19	To disapply statutory pre-emption rights	Management	Against	Against
20	To allow the Company to hold general meetings other than annual general meetings on 14 days notice	Management	For	For
21	To authorise the Directors to make on-market purchases	Management	For	For
22	To authorise the Directors to make off-market purchases	Management	For	For

PENN MILLERS HOLDING CORPORATION

SECURITY 707561106 MEETING TYPE Special
TICKER SYMBOL PMIC MEETING DATE 29-Nov-2011
ISIN US7075611068 AGENDA 933518699 - Management

Item	Proposal	Type	Vote	FOR/A MANAG
01	TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER DATED SEPTEMBER 7, 2011, BY AND AMONG ACE AMERICAN INSURANCE COMPANY, PANTHER ACQUISITION CORP. AND PENN MILLERS HOLDING CORPORATION.	Management	For	For
02	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION THAT MAY BE PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Against
03	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, FOR THE PURPOSE OF SOLICITING ADDITIONAL PROXIES TO VOTE IN FAVOR OF ADOPTING THE MERGER AGREEMENT.	Management	For	For

GLOBAL INDUSTRIES, LTD.

Edgar Filing: GDL FUND - Form N-PX

SECURITY 379336100 MEETING TYPE Special
 TICKER SYMBOL GBLB MEETING DATE 30-Nov-2011
 ISIN US3793361003 AGENDA 933521812 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PROPOSAL TO APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 11, 2011, AMONG GLOBAL INDUSTRIES, LTD. ("GLOBAL INDUSTRIES"), TECHNIP S.A. ("TECHNIP"), AND APOLLON MERGER SUB B, INC., AN INDIRECT, WHOLLY OWNED SUBSIDIARY OF TECHNIP, AS SUCH MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT").	Management	For	For
02	PROPOSAL TO APPROVE AND ADOPT AMENDED AND RESTATED ARTICLES OF INCORPORATION TO REMOVE THE LIMITATION ON NON-U.S. OWNERSHIP OF GLOBAL INDUSTRIES' COMMON STOCK CONTAINED IN THE EXISTING ARTICLES OF INCORPORATION OF GLOBAL INDUSTRIES.	Management	For	For
03	NON-BINDING, ADVISORY PROPOSAL TO APPROVE CERTAIN COMPENSATION ARRANGEMENTS FOR GLOBAL INDUSTRIES' NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	Abstain	Again

ENCORE ENERGY PARTNERS LP

SECURITY 29257A106 MEETING TYPE Special
 TICKER SYMBOL ENP MEETING DATE 30-Nov-2011
 ISIN US29257A1060 AGENDA 933522042 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE & ADOPT AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 10, 2011, BY AND AMONG VANGUARD NATURAL RESOURCES, LLC, VANGUARD NATURAL GAS, LLC, VANGUARD ACQUISITION COMPANY, LLC, ENCORE ENERGY PARTNERS LP & ENCORE ENERGY PARTNERS LLC, AS IT MAY BE AMENDED FROM TIME TO TIME ("MERGER AGREEMENT") & APPROVE THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT (THE "MERGER").	Management	For	For

NALCO HOLDING COMPANY

SECURITY 62985Q101 MEETING TYPE Special
 TICKER SYMBOL NLC MEETING DATE 30-Nov-2011
 ISIN US62985Q1013 AGENDA 933522547 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

01	ADOPT THE AGREEMENT AND PLAN OF MERGER DATED AS OF JULY 19, 2011 AMONG ECOLAB, INC., SUSTAINABILITY PARTNERS CORPORATION, A WHOLLY-OWNED SUBSIDIARY OF ECOLAB INC. AND NALCO HOLDING COMPANY.	Management	For	For
02	VOTE, ON A NON-BINDING ADVISORY BASIS, TO APPROVE THE COMPENSATION THAT MAY BECOME PAYABLE TO NALCO'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE COMPLETION OF THE TRANSACTIONS IN THE MERGER.	Management	Abstain	Again
03	ADJOURN THE NALCO SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE PROPOSAL 1.	Management	For	For

PHARMACEUTICAL PRODUCT DEVELOPMENT, INC.

SECURITY 717124101 MEETING TYPE Special
TICKER SYMBOL PPDI MEETING DATE 30-Nov-2011
ISIN US7171241018 AGENDA 933522597 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 2, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG PHARMACEUTICAL PRODUCT DEVELOPMENT, INC., JAGUAR HOLDINGS, LLC AND JAGUAR MERGER SUB, INC.	Management	For	For
02	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION THAT MIGHT BE RECEIVED BY THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
03	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

FOSTER'S GROUP LIMITED

SECURITY Q3944W187 MEETING TYPE Scheme Meeting
TICKER SYMBOL AU000000FGL6 MEETING DATE 01-Dec-2011
ISIN AU000000FGL6 AGENDA 703414007 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement proposed between Foster's and the holders of Foster's Shares (other than any entity within the SABMiller Group), the terms of which are contained in and more precisely described in this Booklet (of which the notice convening this meeting forms part) is approved (with or without modification as approved by the Supreme Court of Victoria]	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

GRIFOLS SA

SECURITY 398438309 MEETING TYPE Special
 TICKER SYMBOL GRFS MEETING DATE 02-Dec-2011
 ISIN US3984383097 AGENDA 933524111 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	INCREASE OF THE COMPANY'S SHARE CAPITAL IN THE AMOUNT OF EURO 2,968,765.80, BY ISSUING 29,687,658 NEW SHARES WITHOUT VOTING RIGHTS OF CLASS B, WITH A NOMINAL VALUE OF EURO 0.10 EACH, WITHOUT SHARE PREMIUM, AGAINST VOLUNTARY RESERVES, IN THE PROPORTION OF 1 NEW SHARE OF CLASS B FOR EACH 10 FORMER SHARES OF CLASS A OR CLASS B, WITH PROVISION OF INCOMPLETE ALLOCATION. AMENDMENT OF ARTICLE 6 OF THE COMPANY'S ARTICLES OF ASSOCIATION (SHARE CAPITAL), ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	Abstain	Again

HARMAN INTERNATIONAL INDUSTRIES, INC.

SECURITY 413086109 MEETING TYPE Annual
 TICKER SYMBOL HAR MEETING DATE 07-Dec-2011
 ISIN US4130861093 AGENDA 933522232 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 BRIAN F. CARROLL 2 HELLENE S. RUNTAGH	Management	For	For
02	PROPOSAL TO APPROVE THE 2012 STOCK OPTION AND INCENTIVE PLAN.	Management	Against	Again
03	PROPOSAL TO APPROVE AMENDMENT TO RESTATED CERTIFICATE OF INCORPORATION AND BYLAWS TO DECLASSIFY THE BOARD.	Management	For	For
04	PROPOSAL TO RATIFY APPOINTMENT OF KPMG.	Management	For	For
05	PROPOSAL TO APPROVE THE ADVISORY (NON-BINDING) RESOLUTION RELATING TO EXECUTIVE COMPENSATION.	Management	Abstain	Again
06	EXECUTIVE COMPENSATION FREQUENCY STOCKHOLDER VOTE.	Management	Abstain	Again

TEMPLE-INLAND INC.

SECURITY 879868107 MEETING TYPE Special
 TICKER SYMBOL TIN MEETING DATE 07-Dec-2011
 ISIN US8798681073 AGENDA 933524402 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

SEPTEMBER 6, 2011, AMONG TEMPLE-INLAND, INTERNATIONAL PAPER COMPANY, AND METAL ACQUISITION INC., A WHOLLY-OWNED SUBSIDIARY OF INTERNATIONAL PAPER COMPANY, AS IT MAY BE AMENDED FROM TIME TO TIME.

02	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION TO BE PAID TO TEMPLE-INLAND'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain	Again
03	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR TIME, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE INSUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO ADOPT THE MERGER AGREEMENT.	Management	For	For

SOUTHERN UNION COMPANY

SECURITY 844030106 MEETING TYPE Special
 TICKER SYMBOL SUG MEETING DATE 09-Dec-2011
 ISIN US8440301062 AGENDA 933522458 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

01	TO APPROVE AND ADOPT THE SECOND AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 19, 2011, BY AND AMONG ENERGY TRANSFER EQUITY, L.P., SIGMA ACQUISITION CORPORATION AND SOUTHERN UNION COMPANY, AS IT MAY BE AMENDED FROM TIME TO TIME, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION TO BE RECEIVED BY SOUTHERN UNION COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
03	TO APPROVE ANY ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	For	For

LTX CREDENCE CORPORATION

SECURITY 502403207 MEETING TYPE Annual
 TICKER SYMBOL LTXC MEETING DATE 09-Dec-2011
 ISIN US5024032071 AGENDA 933524224 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

01	DIRECTOR 1 STEPHEN M. JENNINGS 2 BRUCE R. WRIGHT	Management	For For	For For
02	TO APPROVE, IN A NON-BINDING, ADVISORY VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE COMPANY'S PROXY STATEMENT, INCLUDING THE DISCLOSURES UNDER THE HEADING "COMPENSATION DISCUSSION AND ANALYSIS," THE COMPENSATION TABLES, AND ANY RELATED MATERIALS INCLUDED	Management	Abstain	Again

Edgar Filing: GDL FUND - Form N-PX

03	IN THE PROXY STATEMENT. TO APPROVE, IN A NON-BINDING, ADVISORY VOTE, THAT THE FREQUENCY WITH WHICH THE STOCKHOLDERS OF THE COMPANY SHALL HAVE AN ADVISORY VOTE ON THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS SET FORTH IN THE COMPANY'S PROXY STATEMENT IS EVERY YEAR, EVERY TWO YEARS, OR EVERY THREE YEARS.	Management	Abstain	Against
04	TO RATIFY THE APPOINTMENT OF BDO USA, LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ITS FISCAL YEAR ENDING JULY 31, 2012.	Management	For	For

PACIFIC NORTHERN GAS LTD.

SECURITY 694661307 MEETING TYPE Special
TICKER SYMBOL PNGKF MEETING DATE 12-Dec-2011
ISIN CA6946613073 AGENDA 933528525 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO APPROVE AN ARRANGEMENT UNDER THE PROVISIONS OF DIVISION 5 OF PART 9 OF THE BUSINESS CORPORATIONS ACT (BRITISH COLUMBIA) INVOLVING PACIFIC NORTHERN GAS LTD. ("PNG") AND THE COMMON SHAREHOLDERS OF PNG, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX B TO THE MANAGEMENT PROXY CIRCULAR OF PNG DATED NOVEMBER 14, 2011.	Management	For	For

SYNTHESES INC

SECURITY 87162M409 MEETING TYPE ExtraOrdinary General Meeting
TICKER SYMBOL MEETING DATE 15-Dec-2011
ISIN US87162M4096 AGENDA 703436899 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
CMMT	BLOCKING OF REGISTERED SHARES IS NOT A LEGAL REQUIREMENT IN THE SWISS MARKET,-SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF T-HE VOTING INSTRUCTION, IT IS POSSIBLE THAT A MARKER MAY BE PLACED ON YOUR SHAR-ES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU H-AVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRE-SENTATIVE.	Non-Voting		
1	To consider and vote upon a proposal to adopt the agreement and plan of merger, dated as of April 26, 2011, as it may be amended from time to time, among Johnson and Johnson, Samson Acquisition Corp., a wholly owned subsidiary of Johnson and Johnson, and Synthes, pursuant to which Samson Acquisition Corp will merge with and into Synthes. As a result of the merger, Synthes will become a wholly owned subsidiary of Johnson and Johnson, and each outstanding share of	Management	No Action	

Edgar Filing: GDL FUND - Form N-PX

Synthes common stock will be converted into the right to receive a combination of (i) CHF 55.65 in cash and (ii) a number of shares of Johnson and Johnson common stock based on an exchange ratio that will be calculated based upon the average of the volume weighted average trading prices of Johnson and Johnson common stock on each of the ten trading days ending two trading days prior to the effective time of the merger

2 To consider and vote upon a proposal to adjourn the special meeting, if necessary or appropriate, to permit further solicitation of proxies if there are not sufficient votes at the time of the special meeting to adopt the merger agreement

Management No Action

DAYLIGHT ENERGY LTD.

SECURITY 239590201 MEETING TYPE Special
 TICKER SYMBOL DAYYF MEETING DATE 15-Dec-2011
 ISIN CA2395902018 AGENDA 933524515 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	A SPECIAL RESOLUTION (THE "SPECIAL RESOLUTION"), THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE ACCOMPANYING INFORMATION CIRCULAR AND PROXY STATEMENT OF THE CORPORATION DATED NOVEMBER 1, 2011 (THE "INFORMATION CIRCULAR"), TO APPROVE A PLAN OF ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA) (THE "ARRANGEMENT"), ALL AS MORE PARTICULARLY DESCRIBED IN THE INFORMATION CIRCULAR.	Management	For	For

ADVANCED ANALOGIC TECHNOLOGIES, INC.

SECURITY 00752J108 MEETING TYPE Annual
 TICKER SYMBOL AATI MEETING DATE 16-Dec-2011
 ISIN US00752J1088 AGENDA 933523549 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 C. SUBRAMANIAM	Management	For	For
02	TO VOTE FOR AND RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.	Management	For	For
03	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN OUR PROXY STATEMENT FOR THE 2011 ANNUAL MEETING OF STOCKHOLDERS, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, THE 2010 SUMMARY COMPENSATION TABLE AND OTHER RELATED TABLES AND DISCLOSURE.	Management	Abstain	Again
04	TO RECOMMEND, BY NON-BINDING VOTE, THE FREQUENCY OF	Management	Abstain	Again

Edgar Filing: GDL FUND - Form N-PX

FUTURE STOCKHOLDER ADVISORY VOTES REGARDING
COMPENSATION AWARDED TO OUR NAMED EXECUTIVE OFFICERS.

TGC INDUSTRIES, INC.

SECURITY 872417308 MEETING TYPE Annual
TICKER SYMBOL TGE MEETING DATE 16-Dec-2011
ISIN US8724173088 AGENDA 933528866 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 WAYNE A. WHITENER		For	For
	2 WILLIAM J. BARRETT		For	For
	3 HERBERT M. GARDNER		For	For
	4 ALLEN T. MCINNES		For	For
	5 EDWARD L. FLYNN		For	For
	6 STEPHANIE P. HURTT		For	For
02	RATIFICATION OF SELECTION OF LANE GORMAN TRUBITT, L.L.P. AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

MEDCO HEALTH SOLUTIONS, INC.

SECURITY 58405U102 MEETING TYPE Special
TICKER SYMBOL MHS MEETING DATE 21-Dec-2011
ISIN US58405U1025 AGENDA 933528385 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 20, 2011, AS AMENDED ON NOVEMBER 7, 2011 AND AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), BY AND AMONG EXPRESS SCRIPTS, INC., MEDCO HEALTH SOLUTIONS, INC., ARISTOTLE HOLDING, INC., ARISTOTLE MERGER SUB, INC., AND PLATO MERGER SUB, INC.	Management	For	For
02	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	TO APPROVE, BY NON-BINDING ADVISORY VOTE, THE COMPENSATION ARRANGEMENTS FOR THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGERS CONTEMPLATED BY THE MERGER AGREEMENT.	Management	Abstain	Again

AMERICAN MEDICAL ALERT CORP.

SECURITY 027904101 MEETING TYPE Special
TICKER SYMBOL AMAC MEETING DATE 21-Dec-2011
ISIN US0279041018 AGENDA 933529591 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO CONSIDER AND VOTE UPON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 22, 2011, BY AND AMONG AMERICAN MEDICAL ALERT CORP., TUNSTALL HEALTHCARE GROUP LIMITED, AND MONITOR ACQUISITION CORP., A WHOLLY OWNED SUBSIDIARY OF TUNSTALL, AS IT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT").	Management	For	For
02	TO APPROVE ANY ADJOURNMENTS OF THE SPECIAL MEETING, IF DETERMINED NECESSARY BY AMERICAN MEDICAL ALERT CORP., TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING, OR AT ANY ADJOURNMENT OR POSTPONEMENT OF THAT MEETING, TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	TO APPROVE, BY NON-BINDING, ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR AMERICAN MEDICAL ALERT CORP.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT.	Management	Abstain	Again

M & F WORLDWIDE CORP.

SECURITY 552541104 MEETING TYPE Special
TICKER SYMBOL MFW MEETING DATE 21-Dec-2011
ISIN US5525411048 AGENDA 933529628 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 12, 2011, BY AND AMONG M & F WORLDWIDE CORP., MX HOLDINGS ONE, LLC, MX HOLDINGS TWO, INC., AND MACANDREWS & FORBES HOLDINGS, INC., AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

AMERICAN MEDICAL ALERT CORP.

SECURITY 027904101 MEETING TYPE Annual
TICKER SYMBOL AMAC MEETING DATE 21-Dec-2011
ISIN US0279041018 AGENDA 933529729 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 HOWARD M. SIEGEL	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

2	JACK RHIAN			For	For
3	FREDERIC S. SIEGEL			For	For
4	JOHN S.T. GALLAGHER			For	For
5	RONALD LEVIN			For	For
6	YACOV SHAMASH			For	For
7	GREGORY FORTUNOFF			For	For
02	TO RATIFY THE SELECTION OF MARGOLIN, WINER & EVENS, LLP AS INDEPENDENT AUDITORS OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.	Management		For	For

RIGHTNOW TECHNOLOGIES, INC.

SECURITY	76657R106	MEETING TYPE	Special
TICKER SYMBOL	RNOW	MEETING DATE	22-Dec-2011
ISIN	US76657R1068	AGENDA	933529135 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	APPROVE AND ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 23, 2011, BY AND AMONG RIGHTNOW TECHNOLOGIES, INC., A DELAWARE CORPORATION, OC ACQUISITION LLC, A DELAWARE LIMITED LIABILITY COMPANY AND WHOLLY-OWNED SUBSIDIARY OF ORACLE CORPORATION, AND RHEA ACQUISITION CORPORATION, A DELAWARE CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	A PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF RIGHTNOW TECHNOLOGIES, INC. IN CONNECTION WITH THE COMPLETION OF THE MERGER.	Management	Abstain	Again
03	A PROPOSAL TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING OF STOCKHOLDERS, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO APPROVE PROPOSAL 1.	Management	For	For

SONESTA INTERNATIONAL HOTELS CORPORATION

SECURITY	835438409	MEETING TYPE	Special
TICKER SYMBOL	SNSTA	MEETING DATE	30-Dec-2011
ISIN	US8354384096	AGENDA	933534136 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME (THE "MERGER AGREEMENT"), DATED AS OF NOVEMBER 2, 2011, BY AND AMONG SONESTA INTERNATIONAL HOTELS CORPORATION, SONESTA ACQUISITION CORP. (F/K/A PROPERTY ACQUISITION CORP.), AND PAC MERGER CORP., A WHOLLY-OWNED SUBSIDIARY OF SONESTA ACQUISITION CORP.	Management	Against	Again
02	TO APPROVE THE MERGER RELATED COMPENSATION THAT MAY BE RECEIVED BY THE SONESTA NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Against	Again

Edgar Filing: GDL FUND - Form N-PX

03	TO APPROVE ONE OR MORE ADJOURNMENTS OR POSTPONEMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	Against	Again
----	---	------------	---------	-------

HEALTHSPRING, INC.

SECURITY	42224N101	MEETING TYPE	Special
TICKER SYMBOL	HS	MEETING DATE	12-Jan-2012
ISIN	US42224N1019	AGENDA	933536421 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 24, 2011, BY AND AMONG CIGNA CORPORATION, THE COMPANY AND CIGNA MAGNOLIA CORP., AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF CIGNA (AS IT MAY BE AMENDED FROM TIME TO TIME, THE "MERGER AGREEMENT").	Management	For	For
02	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE IN THE VIEW OF THE BOARD OF DIRECTORS, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION TO BE PAID BY THE COMPANY TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain	Again

99 CENTS ONLY STORES

SECURITY	65440K106	MEETING TYPE	Special
TICKER SYMBOL	NDN	MEETING DATE	12-Jan-2012
ISIN	US65440K1060	AGENDA	933536750 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 11, 2011, BY AND AMONG NUMBER HOLDINGS, INC., NUMBER MERGER SUB, INC., AND 99(cent) ONLY STORES, INCLUDING THE PRINCIPAL TERMS OF THE MERGER AGREEMENT, THE STATUTORY MERGER AGREEMENT, AND THE MERGER PURSUANT TO WHICH NUMBER MERGER SUB, INC. WILL BE MERGED WITH AND INTO 99(cent) ONLY STORES, WITH 99(cent) ONLY STORES CONTINUING AS THE SURVIVING ENTITY	Management	For	For
02	TO ADJOURN OR POSTPONE THE SPECIAL MEETING TO ANOTHER TIME AND/OR PLACE FOR THE PURPOSE OF SOLICITING ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, IF NECESSARY.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

GRANDE CACHE COAL CORPORATION

SECURITY 38655X105 MEETING TYPE Special
 TICKER SYMBOL GACHF MEETING DATE 12-Jan-2012
 ISIN CA38655X1050 AGENDA 933537548 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET OUT IN APPENDIX A TO THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR (THE "CIRCULAR"), APPROVING AN ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA) INVOLVING THE CORPORATION, THE SHAREHOLDERS OF THE CORPORATION AND 1629835 ALBERTA LTD. (THE "PURCHASER"), THE PURPOSE OF WHICH IS TO, AMONG OTHER THINGS, EFFECT THE ACQUISITION BY THE PURCHASER OF ALL THE OUTSTANDING COMMON SHARES OF THE CORPORATION FOR \$10.00 IN CASH FOR EACH COMMON SHARE.	Management	For	For

TEKELEC

SECURITY 879101103 MEETING TYPE Special
 TICKER SYMBOL TKLC MEETING DATE 25-Jan-2012
 ISIN US8791011039 AGENDA 933538146 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 6, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG THE COMPANY, TITAN PRIVATE HOLDINGS I, LLC AND TITAN PRIVATE ACQUISITION CORP.	Management	For	For
02	TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING TO A LATER DATE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE AGREEMENT AND PLAN OF MERGER.	Management	For	For
03	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN GOLDEN PARACHUTE COMPENSATION THAT WILL BE PAID OR THAT MAY BECOME PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

LONMIN PLC, LONDON

SECURITY G56350112 MEETING TYPE Annual General Meeting
 TICKER SYMBOL G56350112 MEETING DATE 26-Jan-2012
 ISIN GB0031192486 AGENDA 703509185 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

1	To receive the 2011 Report and Accounts	Management	For	For
2	To approve the 2011 Directors' Remuneration Report	Management	For	For
3	To declare a final dividend	Management	For	For
4	To re-appoint KPMG Audit Plc as the Company's auditors to hold office until the conclusion of the next annual general meeting of the Company	Management	For	For
5	To authorise the Board to agree the auditors' remuneration	Management	For	For
6	To re-appoint Roger Phillimore	Management	For	For
7	To re-appoint Ian Farmer	Management	For	For
8	To re-appoint Len Konar	Management	For	For
9	To re-appoint Jonathan Leslie	Management	For	For
10	To re-appoint David Munro	Management	For	For
11	To re-appoint Cyril Ramaphosa	Management	For	For
12	To re-appoint Simon Scott	Management	For	For
13	To re-appoint Mahomed Seedat	Management	For	For
14	To re-appoint Karen de Segundo	Management	For	For
15	To re-appoint Jim Sutcliffe	Management	For	For
16	To authorise the directors to allot shares	Management	For	For
17	To authorise the disapplication of pre-emption rights	Management	Against	Against
18	To authorise the purchase of own shares	Management	For	For
19	To authorise a 14 day notice period for general meetings, other than annual general meetings	Management	For	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF AUDITOR NAME IN RESOLUTION 4. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY-FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		

ASHLAND INC.

SECURITY 044209104 MEETING TYPE Annual
TICKER SYMBOL ASH MEETING DATE 26-Jan-2012
ISIN US0442091049 AGENDA 933534528 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A	ELECTION OF CLASS II DIRECTOR: ROGER W. HALE	Management	For	For
1B	ELECTION OF CLASS II DIRECTOR: VADA O. MANAGER	Management	For	For
1C	ELECTION OF CLASS II DIRECTOR: GEORGE A. SCHAEFER, JR.	Management	For	For
1D	ELECTION OF CLASS II DIRECTOR: JOHN F. TURNER	Management	For	For
02	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR FISCAL 2012.	Management	For	For
03	A NON-BINDING ADVISORY RESOLUTION APPROVING THE COMPENSATION PAID TO ASHLAND'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO ITEM 402 OF REGULATION S-K, INCLUDING THE COMPENSATION DISCUSSION AND ANALYSIS, COMPENSATION TABLES AND NARRATIVE DISCUSSION.	Management	Abstain	Against

COMMERCIAL METALS COMPANY

SECURITY 201723103 MEETING TYPE Contested-Annual
TICKER SYMBOL CMC MEETING DATE 03-Feb-2012

Edgar Filing: GDL FUND - Form N-PX

ISIN US2017231034 AGENDA 933536495 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 HAROLD L. ADAMS 2 JOSEPH ALVARADO 3 ANTHONY A. MASSARO	Management	For	For
02	VOTE TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2012 FISCAL YEAR.	Management	For	For
03	VOTE TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
04	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION.	Management	Abstain	Again
05	ICAHN GROUP PROPOSAL REGARDING NON-BINDING RESOLUTION FOR REDEMPTION OF OUTSTANDING RIGHTS.	Shareholder	For	Again
06	ICAHN GROUP PROPOSAL REGARDING BYLAW AMENDMENT TO REQUIRE STOCKHOLDER APPROVAL OF RIGHTS PLANS.	Shareholder	For	Again
07	ICAHN GROUP PROPOSAL REGARDING BYLAW REPEAL AMENDMENTS.	Shareholder	Against	For

TRANSATLANTIC HOLDINGS, INC.

SECURITY 893521104 MEETING TYPE Special
 TICKER SYMBOL TRH MEETING DATE 06-Feb-2012
 ISIN US8935211040 AGENDA 933543375 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 20, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG TRANSATLANTIC, ALLEGHANY CORPORATION AND SHORELINE MERGER SUB, INC. (FORMERLY, SHORELINE MERGER SUB, LLC).	Management	For	For
02	ADJOURN THE TRANSATLANTIC SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF PROPOSAL 1 IF THERE ARE INSUFFICIENT VOTES AT THE TIME SUCH ADJOURNMENT TO APPROVE SUCH PROPOSAL.	Management	For	For
03	APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO TRANSATLANTIC'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, AND THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain	Again

AMERICAN DENTAL PARTNERS, INC.

SECURITY 025353103 MEETING TYPE Special
 TICKER SYMBOL ADPI MEETING DATE 07-Feb-2012
 ISIN US0253531034 AGENDA 933539023 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, ("MERGER AGREEMENT"), AMONG THE COMPANY, JLL CROWN HOLDINGS, LLC, A DELAWARE LIMITED LIABILITY COMPANY ("BUYER"), AND JLL CROWN MERGER SUB, INC., ("MERGER SUB"), PROVIDING FOR THE MERGER OF MERGER SUB WITH AND INTO THE COMPANY (THE "MERGER"), WITH THE COMPANY SURVIVING THE MERGER AS A WHOLLY-OWNED SUBSIDIARY OF BUYER.	Management	For	For
02	TO CAST A NON-BINDING, ADVISORY VOTE TO APPROVE CERTAIN MERGER-RELATED EXECUTIVE COMPENSATION PAYABLE UNDER EXISTING AGREEMENTS WITH THE COMPANY THAT CERTAIN EXECUTIVE OFFICERS OF THE COMPANY WILL OR MAY RECEIVE IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
03	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT OR TO CONSTITUTE A QUORUM.	Management	For	For

COMPLETE PRODUCTION SERVICES, INC.

SECURITY 20453E109 MEETING TYPE Special
TICKER SYMBOL CPX MEETING DATE 07-Feb-2012
ISIN US20453E1091 AGENDA 933542981 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 9, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG THE COMPANY, SUPERIOR ENERGY SERVICES, INC. AND ITS INDIRECT WHOLLY OWNED SUBSIDIARY, SPN FAIRWAY ACQUISITION, INC.	Management	For	For
02	TO APPROVE ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO OUR NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
03	TO AUTHORIZE OUR BOARD OF DIRECTORS, IN ITS DISCRETION, TO ADJOURN THE SPECIAL MEETING TO A LATER DATE OR DATES IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

BLUE COAT SYSTEMS, INC.

SECURITY 09534T508 MEETING TYPE Special
TICKER SYMBOL BCSI MEETING DATE 13-Feb-2012
ISIN US09534T5083 AGENDA 933542664 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

01	TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER DATED AS OF DECEMBER 8, 2011, AMONG PROJECT BARBOUR HOLDINGS CORPORATION, A CONTROLLED AFFILIATE OF THOMA BRAVO, LLC AND ITS CO-INVESTORS, PROJECT BARBOUR MERGER CORP., A WHOLLY-OWNED SUBSIDIARY OF PROJECT BARBOUR HOLDINGS CORPORATION, AND BLUE COAT, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
02	TO APPROVE, BY AN ADVISORY VOTE, THE AGREEMENTS & UNDERSTANDINGS OF BLUE COAT AND ITS NAMED EXECUTIVE OFFICERS CONCERNING COMPENSATION THAT IS BASED ON OR OTHERWISE RELATES TO MERGER, AND THE AGGREGATE TOTAL OF ALL SUCH COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO OR ON BEHALF OF SUCH EXECUTIVE OFFICERS, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	Abstain	Against
03	TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, FOR, AMONG OTHER REASONS, THE SOLICITATION OF ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

DEMANDTEC, INC.

SECURITY 24802R506 MEETING TYPE Special
TICKER SYMBOL DMAN MEETING DATE 14-Feb-2012
ISIN US24802R5063 AGENDA 933543882 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 7, 2011, BY AND AMONG INTERNATIONAL BUSINESS MACHINES CORPORATION {"IBM"}, A NEW YORK CORPORATION, CUDGEE ACQUISITION CORP, A DELAWARE CORPORATION AND WHOLLY-OWNED SUBSIDIARY OF IBM, AND DEMANDTEC, INC., A DELAWARE CORPORATION, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
02	THE PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF ADOPTION OF THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.	Management	For	For
03	THE PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, CERTAIN "GOLDEN PARACHUTE" COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO DEMANDTEC, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, INCLUDING THE AGREEMENTS AND UNDERSTANDINGS WITH DEMANDTEC, INC. PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain	Against

SYNOVIS LIFE TECHNOLOGIES, INC.

SECURITY 87162G105 MEETING TYPE Special
TICKER SYMBOL SYNO MEETING DATE 14-Feb-2012
ISIN US87162G1058 AGENDA 933544454 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 12, 2011, BY AND AMONG BAXTER INTERNATIONAL INC., TWINS MERGER SUB, INC. AND SYNOVIS LIFE TECHNOLOGIES, INC.	Management	For	For
02	A PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO THE NAMED EXECUTIVE OFFICERS OF SYNOVIS LIFE TECHNOLOGIES, INC. IN CONNECTION WITH THE COMPLETION OF THE MERGER.	Management	Abstain	Again
03	PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF APPROVAL OF THE MERGER AGREEMENT.	Management	For	For

RALCORP HOLDINGS, INC.

SECURITY 751028101 MEETING TYPE Annual
 TICKER SYMBOL RAH MEETING DATE 15-Feb-2012
 ISIN US7510281014 AGENDA 933545189 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 DAVID R. BANKS* 2 JONATHAN E. BAUM** 3 DAVID P. SKARIE** 4 BARRY H. BERACHA# 5 PATRICK J. MOORE#	Management	For	For
03	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS RALCORP HOLDINGS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2012	Management	For	For
04	ADVISORY VOTE ON EXECUTIVE COMPENSATION	Management	Abstain	Again
05	ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON EXECUTIVE COMPENSATION	Management	Abstain	Again

MAGMA DESIGN AUTOMATION, INC.

SECURITY 559181102 MEETING TYPE Special
 TICKER SYMBOL LAVA MEETING DATE 16-Feb-2012
 ISIN US5591811022 AGENDA 933543666 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED NOVEMBER 30, 2011, BY AND AMONG SYNOPSIS, INC., LOTUS ACQUISITION CORP., AND MAGMA DESIGN AUTOMATION, INC., AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME, AND	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

AS MORE FULLY DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT.

02	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT.	Management	For	For
03	APPROVAL, ON AN ADVISORY (NON-BINDING) BASIS, OF THE "GOLDEN PARACHUTE" COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO MAGMA'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, INCLUDING THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain	Against

QUADRA FNX MINING LTD.

SECURITY 74733X106 MEETING TYPE Special
 TICKER SYMBOL QADMF MEETING DATE 20-Feb-2012
 ISIN CA74733X1069 AGENDA 933543870 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

01	A SPECIAL RESOLUTION (THE "ARRANGEMENT RESOLUTION"), THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE INFORMATION CIRCULAR, TO APPROVE A PLAN OF ARRANGEMENT PURSUANT TO DIVISION 5 OF PART 9 OF THE BUSINESS CORPORATIONS ACT (BRITISH COLUMBIA) INVOLVING QUADRA FNX MINING LTD., A WHOLLY OWNED SUBSIDIARY OF KGHM POLSKA MIEDZ S.A. AND CERTAIN SECURITYHOLDERS OF QUADRA FNX MINING LTD., ALL AS MORE PARTICULARLY DESCRIBED IN THE INFORMATION CIRCULAR.	Management	For	For
02	TO TRANSACT SUCH FURTHER AND OTHER BUSINESS, INCLUDING AMENDMENTS TO THE FOREGOING RESOLUTION, AS MAY PROPERLY BE BROUGHT BEFORE THE MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF.	Management	For	For

WCA WASTE CORPORATION

SECURITY 92926K103 MEETING TYPE Special
 TICKER SYMBOL WCAA MEETING DATE 08-Mar-2012
 ISIN US92926K1034 AGENDA 933551257 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

1.	TO CONSIDER AND VOTE ON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 21, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG WCA WASTE CORPORATION, COD INTERMEDIATE, LLC, AND COD MERGER COMPANY, INC.	Management	For	For
2.	TO APPROVE, BY NON-BINDING, ADVISORY VOTE, CERTAIN COMPENSATION ARRANGEMENTS FOR WCA'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Against
3.	TO CONSIDER AND VOTE ON ANY PROPOSAL TO ADJOURN THE	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

SPECIAL MEETING TO A LATER DATE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 21, 2011, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG WCA WASTE CORPORATION, COD INTERMEDIATE, LLC, AND COD MERGER COMPANY.

WINN-DIXIE STORES, INC.

SECURITY 974280307 MEETING TYPE Special
 TICKER SYMBOL WINN MEETING DATE 09-Mar-2012
 ISIN US9742803078 AGENDA 933550697 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	A PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 16, 2011, AMONG OPAL HOLDINGS, LLC, OPAL MERGER SUB, INC., AND WINN-DIXIE STORES, INC.	Management	For	For
2.	A PROPOSAL TO APPROVE, ON A NON-BINDING BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO OUR NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
3.	A PROPOSAL TO ADJOURN THE SPECIAL MEETING (IF NECESSARY OR APPROPRIATE), TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF SPECIAL MEETING TO APPROVE THE MERGER AGREEMENT.	Management	For	For

EL PASO CORPORATION

SECURITY 28336L109 MEETING TYPE Special
 TICKER SYMBOL EP MEETING DATE 09-Mar-2012
 ISIN US28336L1098 AGENDA 933550712 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	AGREEMENT AND PLAN OF MERGER, BY AND AMONG EL PASO CORPORATION ("EL PASO"), SIRIUS HOLDINGS MERGER CORPORATION, SIRIUS MERGER CORPORATION, KINDER MORGAN, INC., SHERPA MERGER SUB, INC. AND SHERPA ACQUISITION, LLC (MERGER AGREEMENT) AND AGREEMENT & PLAN OF MERGER BY AND AMONG EL PASO, SIRIUS HOLDINGS MERGER CORPORATION & SIRIUS MERGER CORPORATION (FIRST MERGER AGREEMENT)	Management	For	For
2.	TO APPROVE ANY ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE PROPOSAL TO ADOPT THE MERGER AGREEMENT AND THE FIRST MERGER AGREEMENT	Management	For	For
3.	TO APPROVE ON AN ADVISORY (NON-BINDING) BASIS THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO EL PASO'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE PROPOSED TRANSACTIONS	Management	Abstain	Again

Edgar Filing: GDL FUND - Form N-PX

ORC GROUP AB, STOCKHOLM

SECURITY W6202W107 MEETING TYPE ExtraOrdinary General Meeting
 TICKER SYMBOL MEETING DATE 12-Mar-2012
 ISIN SE0000634321 AGENDA 703604973 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT NOT ALL SUB CUSTODIANS IN SWEDEN ACCEPT ABSTAIN AS A VALID-VOTE OPTION. THANK YOU	Non-Voting		
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting		
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting		
1	Opening of the meeting	Non-Voting		
2	Election of Chairman of the meeting: lawyer (Sw. advokat) Wilhelm Luning	Non-Voting		
3	Preparation and approval of the voting list	Non-Voting		
4	Approval of the agenda	Non-Voting		
5	Election of one or two persons to approve the minutes	Non-Voting		
6	Determination of whether the meeting has been duly convened	Non-Voting		
7	Proposal regarding amendments to the Articles of Association	Management	For	For
8	Determination of the number of members of the Board of Directors and Deputy Directors, if any	Management	For	For
9	Election of the Board of Directors: Christian Frick, Per E. Larsson and Fredrik Naslund shall be elected as new members of the Board of Directors, and that Daniel Berglund shall be elected as Deputy Director, until the end of the Annual General Meeting, and that Per E. Larsson shall be elected as Chairman of the Board of Directors	Management	For	For
10	Closing of the meeting	Non-Voting		

GOODRICH CORPORATION

SECURITY 382388106 MEETING TYPE Special
 TICKER SYMBOL GR MEETING DATE 13-Mar-2012
 ISIN US3823881061 AGENDA 933551283 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

SEPTEMBER 21, 2011, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME IN ACCORDANCE WITH ITS TERMS, BY AND AMONG UNITED TECHNOLOGIES CORPORATION, CHARLOTTE LUCAS CORPORATION, A WHOLLY OWNED SUBSIDIARY OF UNITED TECHNOLOGIES CORPORATION, AND GOODRICH CORPORATION.

- | | | | | |
|----|--|------------|---------|---------|
| 2. | APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION TO BE PAID TO GOODRICH'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER. | Management | Abstain | Against |
| 3. | APPROVE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE MERGER AGREEMENT. | Management | For | For |

DELPHI FINANCIAL GROUP, INC.

SECURITY	247131105	MEETING TYPE	Special
TICKER SYMBOL	DFG	MEETING DATE	13-Mar-2012
ISIN	US2471311058	AGENDA	933553287 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

1.	TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 21, 2011, AMONG DELPHI FINANCIAL GROUP, INC., TOKIO MARINE HOLDINGS, INC. AND TM INVESTMENT (DELAWARE) INC. (AS AMENDED FROM TIME TO TIME).	Management	For	For
2.	TO ADOPT AN AMENDMENT TO DELPHI FINANCIAL GROUP, INC.'S CERTIFICATE OF INCORPORATION TO PERMIT HOLDERS OF CLASS B COMMON STOCK TO RECEIVE HIGHER CONSIDERATION THAN HOLDERS OF CLASS A COMMON STOCK IN THE MERGER AS CONTEMPLATED BY THE MERGER AGREEMENT.	Management	For	For
3.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO DELPHI FINANCIAL GROUP, INC.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Against
4.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR DESIRABLE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT AND APPROVE THE MERGER AGREEMENT OR ADOPT THE CERTIFICATE AMENDMENT.	Management	For	For

GENNUM CORPORATION

SECURITY	37232H104	MEETING TYPE	Special
TICKER SYMBOL	GNUMF	MEETING DATE	14-Mar-2012
ISIN	CA37232H1047	AGENDA	933552689 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

01	THE SPECIAL RESOLUTION APPROVING THE ARRANGEMENT UNDER SECTION 182 OF THE BUSINESS CORPORATIONS ACT (ONTARIO)	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

INVOLVING, AMONG OTHER THINGS, THE ACQUISITION BY SEMTECH CANADA INC., AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF SEMTECH CORPORATION, OF ALL OF THE ISSUED AND OUTSTANDING SHARES OF THE CORPORATION, ALL AS MORE FULLY SET OUT IN THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.

GLOBEOP FINANCIAL SERVICES SA, LUXEMBOURG

SECURITY	L4419A101	MEETING TYPE	ExtraOrdinary General Meeting
TICKER SYMBOL		MEETING DATE	19-Mar-2012
ISIN	LU0311272891	AGENDA	703607119 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1	To consider and approve the Management Team Arrangements summarised in paragraph 7 of Part I of the offer document dated 15 February 2012 (the "Offer Document") in or substantially in such form for the purposes of Rule 16 of the United Kingdom City Code on Takeovers and Mergers	Management	No Action	
2	To consider and approve an amendment to the articles of association of the Company by the insertion of a new article 24 (as included in the convening notice of the EGM and posted on the Company's website)	Management	No Action	

MINEFINDERS CORPORATION LTD.

SECURITY	602900102	MEETING TYPE	Special
TICKER SYMBOL	MFN	MEETING DATE	26-Mar-2012
ISIN	CA6029001022	AGENDA	933554897 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	TO CONSIDER, AND, IF DEEMED ADVISABLE, TO PASS, A SPECIAL RESOLUTION APPROVING THE ARRANGEMENT UNDER SECTION 182 OF THE BUSINESS CORPORATIONS ACT (ONTARIO) INVOLVING PAN AMERICAN SILVER CORP., MINEFINDERS CORPORATION LTD. ("MINEFINDERS") AND THE SHAREHOLDERS AND OPTIONHOLDERS OF MINEFINDERS, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR OF MINEFINDERS.	Management	For	For

PROVIDENT ENERGY LTD.

SECURITY	74386V100	MEETING TYPE	Special
TICKER SYMBOL	PVX	MEETING DATE	27-Mar-2012
ISIN	CA74386V1004	AGENDA	933554099 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE ACCOMPANYING JOINT MANAGEMENT INFORMATION CIRCULAR AND PROXY STATEMENT DATED FEBRUARY 17, 2012 OF PROVIDENT ENERGY LTD. ("PROVIDENT") AND PEMBINA PIPELINE CORPORATION ("PEMBINA") (THE "CIRCULAR"), TO APPROVE A PLAN OF ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA) INVOLVING PROVIDENT, PROVIDENT SHAREHOLDERS, PEMBINA AND PEMBINA ACQUISITIONCO INC., A WHOLLY-OWNED SUBSIDIARY OF PEMBINA, ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.	Management	For	For

SILVERBIRCH ENERGY CORPORATION

SECURITY 82835V100 MEETING TYPE Special
TICKER SYMBOL SBEXF MEETING DATE 29-Mar-2012
ISIN CA82835V1004 AGENDA 933556625 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE INFORMATION CIRCULAR OF SILVERBIRCH DATED FEBRUARY 28, 2012 (THE "INFORMATION CIRCULAR"), TO APPROVE AN ARRANGEMENT UNDER SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT INVOLVING, AMONG OTHERS, SILVERBIRCH, TECK RESOURCES LIMITED, 8071667 CANADA INC., SILVERWILLOW ENERGY CORPORATION ("SILVERWILLOW") AND SILVERBIRCH SHAREHOLDERS;	Management	For	For
02	AN ORDINARY RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH UNDER THE HEADING "OTHER MATTER OF SPECIAL BUSINESS RELATING TO SILVERWILLOW - APPROVAL OF SILVERWILLOW STOCK OPTION PLAN" IN THE INFORMATION CIRCULAR, RATIFYING AND APPROVING A STOCK OPTION PLAN FOR SILVERWILLOW.	Management	For	For

FLINT ENERGY SERVICES LTD.

SECURITY 339457103 MEETING TYPE Special
TICKER SYMBOL FESVF MEETING DATE 03-Apr-2012
ISIN CA3394571036 AGENDA 933559366 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A TO THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR OF THE CORPORATION DATED FEBRUARY 29, 2012 (THE "INFORMATION CIRCULAR"), TO APPROVE AN	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

ARRANGEMENT UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA), AS ALL MORE PARTICULARLY DESCRIBED IN THE INFORMATION CIRCULAR.

TALEO CORPORATION

SECURITY 87424N104 MEETING TYPE Special
 TICKER SYMBOL TLEO MEETING DATE 05-Apr-2012
 ISIN US87424N1046 AGENDA 933564456 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF FEBRUARY 8, 2012, AMONG TALEO CORPORATION, A DELAWARE CORPORATION ("TALEO"), OC ACQUISITION LLC ("ORACLE ACQUISITION ENTITY"), TIGER ACQUISITION CORPORATION AND ORACLE CORPORATION, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
2.	A PROPOSAL TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BECOME PAYABLE TO TALEO'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE COMPLETION OF THE MERGER.	Management	Abstain	Again
3.	A PROPOSAL TO APPROVE THE ADJOURNMENT OF SPECIAL MEETING TO A LATER DATE OR TIME IF CHAIRMAN OF SPECIAL MEETING DETERMINES THAT IT IS NECESSARY OR APPROPRIATE & IS PERMITTED BY MERGER AGREEMENT, INCLUDING TO SOLICIT ADDITIONAL PROXIES IF THERE IS NOT A QUORUM PRESENT OR IF TALEO HAS NOT OBTAINED SUFFICIENT AFFIRMATIVE STOCKHOLDER VOTES TO ADOPT MERGER AGREEMENT.	Management	For	For

TNT EXPRESS NV, AMSTERDAM

SECURITY N8726Y106 MEETING TYPE Annual General Meeting
 TICKER SYMBOL NL0009739424 MEETING DATE 11-Apr-2012
 ISIN NL0009739424 AGENDA 703632833 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 957478 DUE TO CHANGE IN VO-TING STATUS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AN-D YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU.	Non-Voting		
1	Opening and announcements	Non-Voting		
2	Presentation on 2011 performance by Ms Marie-Christine Lombard, Chief Executiv-e Officer	Non-Voting		
3	Annual Report 2011	Non-Voting		
4	Discussion of the Corporate Governance chapter of the Annual Report 2011, chap-ter 4	Non-Voting		
5	Adoption of the 2011 financial statements	Management	For	For
6.A	Discussion of the reserves and dividend guidelines	Non-Voting		
6.B	Dividend 2011	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

7	Release from liability of the Executive Board members	Management	For	For
8	Release from liability of the Supervisory Board members	Management	For	For
9.A	Remuneration policy for Executive Board members	Management	For	For
9.B	Remuneration Supervisory Board members	Management	For	For
10.A	Proposal to appoint Mr Marcel Smits to the Supervisory Board	Management	For	For
10.B	Proposal to appoint Mr Sjoerd van Keulen to the Supervisory Board	Management	For	For
11	Authorisation of the Executive Board to have the Company acquire its own shares	Management	For	For
12	Amendment of the articles of association regarding appointment and removal of Executive Board members and Supervisory Board members	Management	For	For
13	Questions	Non-Voting		
14	Close	Non-Voting		

APN NEWS & MEDIA LTD

SECURITY Q1076J107 MEETING TYPE ExtraOrdinary General Meeting
TICKER SYMBOL MEETING DATE 11-Apr-2012
ISIN AU000000APN4 AGENDA 703647137 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	That, in accordance with section 260B(2) of the Corporations Act 2001 (Cth), the shareholders approve all elements of the transactions described and contemplated in the Explanatory Notes to the Notice of Extraordinary General Meeting which may constitute the giving of financial assistance by APN Outdoor Group Pty Ltd (ACN 155 848 589) and /or its subsidiaries	Management	For	For

SMITH & NEPHEW PLC

SECURITY G82343164 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 12-Apr-2012
ISIN GB0009223206 AGENDA 703635079 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	To receive and adopt the audited accounts for the financial year ended 31 December 2011 together with the reports of the Directors and auditors thereon	Management	For	For
2	To approve the Remuneration Report of the Directors for the financial year ended 31 December 2011	Management	For	For
3	To declare a final dividend of 10.80 US cents per Ordinary Share in respect of the year ended 31 December 2011 payable on 9 May 2012 to shareholders on the register of the Company at the close of business on 20 April 2012	Management	For	For
4	To re-elect Ian E Barlow as a Director of the Company	Management	For	For
5	To re-elect Prof Genevieve B Berger as a Director of	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

	the Company			
6	To re-elect Olivier Bohuon as a Director of the Company	Management	For	For
7	To re-elect Sir John Buchanan as a Director of the Company	Management	For	For
8	To re-elect Adrian Hennah as a Director of the Company	Management	For	For
9	To re-elect Dr Pamela J Kirby as a Director of the Company	Management	For	For
10	To re-elect Brian Larcombe as a Director of the Company	Management	For	For
11	To re-elect Joseph C Papa as a Director of the Company	Management	For	For
12	To re-elect Ajay Piramal as a Director of the Company	Management	For	For
13	To re-elect Richard De Schutter as a Director of the Company	Management	For	For
14	To re-appoint Ernst & Young LLP as auditors of the Company	Management	For	For
15	To authorise the Directors to determine the remuneration of the auditors of the Company	Management	For	For
16	To renew the authorisation of the Directors generally and unconditionally for the purposes of section 551 of the Companies Act 2006 (the "Act"), as permitted by the Company's Articles of Association, to exercise all the powers of the Company to allot shares and grant rights to subscribe for, or convert any security into, shares in the Company up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of USD 59,723,036. Such authorisation shall expire at the conclusion of the Annual General Meeting of the Company in 2013 or on 30 June 2013, whichever is earlier (save that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or rights to be granted, after such expiry and the Directors may allot shares, or grant rights to subscribe	Management	For	For
CONT	CONTD for or to convert any security into shares, in pursuance of any such offer or agreement as if the authorisations conferred hereby had not expired)	Non-Voting		
17	That, (a) The Smith & Nephew Sharesave Plan (2012) (the "UK Plan"), a copy of the rules of which has been produced to the meeting and initialled by the Chairman for the purposes of identification and a summary of the main provisions of which is set out in the appendix to the notice of this meeting be and is hereby approved and established; and (b) the Directors be and are hereby authorised to make such amendments to the rules of the UK Plan as the Directors consider necessary or desirable to obtain or maintain HM Revenue & Customs approval to the UK Plan or to take account of any comments of HM Revenue & Customs or changes to the legislation affecting the UK Plan	Management	For	For
18	That, (a) The Smith & Nephew International Sharesave Plan (2012) (the "International Plan"), a copy of the rules of which has been produced to the meeting and initialled by the Chairman for the purposes of identification and a summary of the main provisions of which is set out in the appendix to the notice of this meeting be and is hereby approved and established; (b) the Directors be and are hereby authorised to exercise the powers of the Company to establish other plans or sub-plans based on the International Plan but modified to take account of local tax, local social security contributions or local insurance contributions, exchange control or securities laws, provided that any shares issued or which might be issued under any such	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

	other plan or sub-plan are treated as counting against the overall limitations on the CONTD			
CONT	<p>CONTD issue of new shares as set out in the International Plan; and (c)-without limitation to the above, the Smith & Nephew French Sharesave Sub-Plan-(the "French Sub-Plan"), a copy of the rules of which has been produced to-the meeting and initialled by the Chairman for the purposes of-identification, be and is hereby approved and established as a sub-plan of-the International Plan and the Directors be and are hereby authorised to make-such amendments to the rules of the French Sub-Plan as the Directors consider-necessary or desirable to allow options granted under the French Sub-Plan to-qualify for and be eligible to the specific tax and social security treatment-in France applicable to share options granted under Sections L.225-177 to-L.225-186-1 of the French Code of Commerce, as amended and restated from time-to CONTD</p>	Non-Voting		
CONT 19	<p>CONTD time (French-qualified Options or Options) That, subject to the passing of resolution 16, the Directors be and are hereby given power to allot equity securities of the Company (as defined in section 560 of the Act) for cash under the authority given by resolution 16 and to sell Ordinary Shares (as defined in section 560(1) of the Act), and/or where the allotment constitutes an allotment of equity securities by virtue of Section 560(3) of the Act, free of the restriction in Section 561(1) of the Act, such power to be limited: (a) to the allotment of equity securities in connection with an offer of equity securities to Ordinary Shareholders (excluding any shareholder holding shares as treasury shares) where the equity securities respectively attributable to the interests of all Ordinary Shareholders are proportionate (as nearly as may be) to the respective number CONTD</p>	Non-Voting Management	For	For
CONT	<p>CONTD of Ordinary Shares held by them subject only to such exclusions or-other arrangements as the Directors may deem necessary or expedient to deal-with fractional elements, record dates, legal or practical problems arising-in any territory or by virtue of shares being represented by depositary-receipts, the requirements of any regulatory body or stock exchange, or any-other matter; and (b) to the allotment (otherwise than under paragraph (a)-above) of equity securities up to an aggregate nominal amount of USD-9,561,682, provided that such authorisation shall expire at the conclusion of-the Annual General Meeting of the Company in 2013 or on 30 June 2013 if-earlier, save that the Company may before such expiry make an offer or-agreement which would or might require equity securities to be allotted after-such expiry and CONTD</p>	Non-Voting		
CONT 20	<p>CONTD the Directors may allot securities in pursuance of such offer or-agreement as if the power conferred hereby had not expired That the Company is generally and unconditionally authorised for the purposes of section 701 of the Act to make market purchases (within the meaning of section 693(4) of the Act) of any of its ordinary shares of 20 US cents each in the capital of the Company on such terms and in such manner as the Directors may from time to time determine, and where such shares are held as</p>	Non-Voting Management	For	For

Edgar Filing: GDL FUND - Form N-PX

treasury shares, the Company may use them for the purposes of its employee share plans, provided that:

(a) the maximum number of Ordinary Shares which may be purchased is 95,616,815 representing approximately 10% of the issued ordinary share capital as at 21 February 2012; (b) the minimum price that may be paid for each Ordinary Share is 20 US cents which amount is exclusive of expenses, if any; (c) the maximum price (exclusive of expenses) that may be paid

CONTD for each Ordinary Share is an amount equal to the higher of: (i) 105%-of the average of the middle market quotations for the Ordinary Shares of the-Company as derived from the Daily Official List of the London Stock Exchange-plc for the five business days immediately preceding the day on which such-share is contracted to be purchased; and (ii) that stipulated by article 5(1)-of the EU Buyback and Stabilisation Regulations 2003 (No.2273/2003) (d)-unless previously renewed, revoked or varied, this authority shall expire at-the conclusion of the Annual General Meeting of the Company in 2013 or on 30-June 2013, whichever is the earlier; and (e) the Company may, before this-authority expires, make a contract to purchase Ordinary Shares that would or-might be executed wholly or partly after the expiry of this authority, CONTD

CONTD and may make purchases of Ordinary Shares pursuant to it as if this-authority had not expired

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

CMMT PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION IN TEXT OF RESOLUTIONS-3 AND 20. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS P-ROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.

DRAGON OIL PLC, DUBLIN

SECURITY G2828W132 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 18-Apr-2012
 ISIN IE0000590798 AGENDA 703668751 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	To receive the financial statements for the year ended 31 December 2011	Management	For	For
2	To declare a dividend	Management	For	For
3.a	To re-elect Mr. Mohammed Al Ghurair as a Director	Management	For	For
3.b	To re-elect Dr. Abdul Jaleel Al Khalifa as a Director	Management	For	For
3.c	To re-elect Mr Nigel McCue as a Director	Management	For	For
3.d	To re-elect Ahmad Sharaf as a Director	Management	For	For
3.e	To re-elect Ahmad Al Muhairbi as a Director	Management	For	For
3.f	To re-elect Saeed Al Mazrooei as a Director	Management	For	For
3.g	To re-elect Thor Haugnaess as a Director	Management	For	For
4	To receive the Directors' Remuneration report for the year ended 31 December 2011	Management	For	For
5	To authorise the Directors to fix the Auditors'	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

	remuneration			
6	To authorise general meetings outside the Republic of Ireland	Management	For	For
7	To authorise the calling of general meetings on not less than 14 days' notice	Management	For	For
8	To authorise the Directors to allot equity securities	Management	For	For
9	To authorise the repurchase of the Company's shares	Management	For	For
	PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION IN THE TEXT OF THE RES-OLUTION 3C. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS P-ROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		

SERACARE LIFE SCIENCES, INC.

SECURITY 81747T104 MEETING TYPE Special
TICKER SYMBOL SRLS MEETING DATE 18-Apr-2012
ISIN US81747T1043 AGENDA 933568454 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	ADOPT THE MERGER AGREEMENT.	Management	For	For
2.	APPROVE, ON A NON-BINDING BASIS, CERTAIN COMPENSATION ARRANGEMENTS FOR OUR NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
3.	APPROVE A PROPOSAL TO ADJOURN OR POSTPONE THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN FAVOR OF THE ADOPTION OF THE MERGER AGREEMENT.	Management	For	For

ILLUMINA, INC.

SECURITY 452327109 MEETING TYPE Contested-Annual
TICKER SYMBOL ILMN MEETING DATE 18-Apr-2012
ISIN US4523271090 AGENDA 933571122 - Opposition

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
01	DIRECTOR	Management		
	1 BARY BAILEY		For	For
	2 DWIGHT CRANE, PH.D.		For	For
	3 MICHAEL GRIFFITH		For	For
	4 JAY HUNT		For	For
02	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS ILLUMINA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	Again
03	APPROVAL, ON AN ADVISORY BASIS, OF THE EXECUTIVE COMPENSATION OF ILLUMINA'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	For
04	ROCHE'S PROPOSAL TO AMEND ILLUMINA'S BYLAWS TO INCREASE THE SIZE OF THE BOARD OF DIRECTORS BY TWO MEMBERS FROM NINE DIRECTORS TO ELEVEN DIRECTORS.	Management	For	For
05	ROCHE'S PROPOSAL TO AMEND ILLUMINA'S BYLAWS TO AUTHORIZE ONLY STOCKHOLDERS TO FILL NEWLY CREATED	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

6A	DIRECTORSHIPS ON THE BOARD OF DIRECTORS. ROCHE'S PROPOSAL TO ELECT THE INDEPENDENT CANDIDATES LISTED BELOW TO FILL NEWLY CREATED DIRECTORSHIPS ON THE BOARD OF DIRECTORS THAT WOULD RESULT FROM THE INCREASE IN THE SIZE OF THE BOARD OF DIRECTORS PURSUANT TO PROPOSAL 4 EARL (DUKE) COLLIER, JR.	Management	For	For
6B	ROCHE'S PROPOSAL TO ELECT THE INDEPENDENT CANDIDATES LISTED BELOW TO FILL NEWLY CREATED DIRECTORSHIPS ON THE BOARD OF DIRECTORS THAT WOULD RESULT FROM THE INCREASE IN THE SIZE OF THE BOARD OF DIRECTORS PURSUANT TO PROPOSAL 4 DAVID DODD	Management	For	For
7	ROCHE'S PROPOSAL TO AMEND ILLUMINA'S BYLAWS TO REPEAL ANY AMENDMENTS TO THE BYLAWS THAT WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT STOCKHOLDER APPROVAL AFTER APRIL 22, 2010.	Management	For	For

WALTER ENERGY, INC.

SECURITY 93317Q105 MEETING TYPE Annual
TICKER SYMBOL WLT MEETING DATE 19-Apr-2012
ISIN US93317Q1058 AGENDA 933564987 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	DIRECTOR	Management		
	1 DAVID R. BEATTY, O.B.E		For	For
	2 HOWARD L. CLARK, JR.		For	For
	3 JERRY W. KOLB		For	For
	4 PATRICK A. KRIEGSHAUSER		For	For
	5 JOSEPH B. LEONARD		For	For
	6 GRAHAM MASCALL		For	For
	7 BERNARD G. RETHORE		For	For
	8 WALTER J. SCHELLER, III		For	For
	9 MICHAEL T. TOKARZ		For	For
	10 A.J. WAGNER		For	For
2.	TO APPROVE THE ADVISORY RESOLUTION ON EXECUTIVE COMPENSATION.	Management	Abstain	Again
3.	TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For

CIMPOR - CIMENTOS DE PORTUGAL S.G.P.S.SA, LISBOA

SECURITY X13765106 MEETING TYPE Annual General Meeting
TICKER SYMBOL PTCPR0AM0003 MEETING DATE 20-Apr-2012
ISIN PTCPR0AM0003 AGENDA 703694299 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
CMMT	PLEASE NOTE THAT VOTING IN PORTUGUESE MEETINGS REQUIRES THE DISCLOSURE OF-BENEFICIAL OWNER INFORMATION, THROUGH DECLARATIONS OF PARTICIPATION AND-VOTING. BROADRIDGE	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

WILL DISCLOSE THE BENEFICIAL OWNER INFORMATION FOR YOUR-VOTED ACCOUNTS. ADDITIONALLY, PORTUGUESE LAW DOES NOT PERMIT BENEFICIAL-OWNERS TO VOTE INCONSISTENTLY ACROSS THEIR HOLDINGS. OPPOSING VOTES MAY BE-REJECTED SUMMARILY BY THE COMPANY HOLDING THIS BALLOT. PLEASE CONTACT YOUR-CLIENT SERVICE REPRESENTATIVE FOR FURTHER DETAILS.

1	Resolve on the accounts reporting documents, notably the management report, the corporate governance report and the financial statements, and other corporate, supervisory and audit information documents regarding the financial year of 2011	Management	For	For
2	Resolve on the proposal for the allocation of profits	Management	For	For
3	Resolve on the general appraisal of the management and supervision of the Company	Management	For	For
4	Resolve on the declaration on the remuneration policy of the members of the management and supervisory bodies of the Company	Management	For	For
5	Resolve on the election of a new director of the Company for the current term-of-office 2009-2012, in view of the resignation submitted	Management	For	For
6	Resolve on the disposal of own shares to employees and members of the management body of the Company and affiliates under 3C Plan, as well as the approval of the respective Regulations	Management	For	For
7	Resolve on the disposal of own shares to employees of the group and members of the management bodies of the Company and affiliates under ODS Pla and its Regulations, approved in 2011, and also on the disposal of own shares to execute the stock options granted in 2010 under the Stock Options Plan - 2004 Regulations	Management	For	For
8	Resolve on the acquisition and disposal of own shares	Management	For	For

ADVANCE AMERICA CASH ADVANCE CENTERS INC

SECURITY 00739W107 MEETING TYPE Special
TICKER SYMBOL AEA MEETING DATE 20-Apr-2012
ISIN US00739W1071 AGENDA 933578380 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	ADOPT AGREEMENT & PLAN OF MERGER, DATED AS OF FEBRUARY 15, 2012, AMONG EAGLE U.S. SUB, INC., A WHOLLY-OWNED SUBSIDIARY OF GRUPO ELEKTRA S.A. DE C.V., EAGLE U.S. MERGER SUB, INC., AND ADVANCE AMERICA, PURSUANT TO WHICH EAGLE U.S. MERGER SUB, INC. WILL BE MERGED WITH AND INTO ADVANCE AMERICA, WITH ADVANCE AMERICA SURVIVING AS A WHOLLY-OWNED SUBSIDIARY OF EAGLE U.S. SUB, INC.	Management	For	For
2.	TO CAST A NON-BINDING, ADVISORY VOTE TO APPROVE CERTAIN AGREEMENTS WITH, AND ITEMS OF COMPENSATION PAYABLE TO, THE COMPANY'S NAMED EXECUTIVE OFFICERS THAT ARE BASED ON OR OTHERWISE RELATED TO THE MERGER.	Management	Abstain	Again
3.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT OR TO CONSTITUTE A QUORUM.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

MIDWAY ENERGY LTD.

SECURITY 598147106 MEETING TYPE Annual and Special Meeting
 TICKER SYMBOL MELEF MEETING DATE 20-Apr-2012
 ISIN CA5981471066 AGENDA 933583696 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	APPROVING, WITH OR WITHOUT AMENDMENT, A SPECIAL RESOLUTION, THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX A-1 TO THE ACCOMPANYING JOINT INFORMATION CIRCULAR OF MIDWAY ENERGY LTD. ("MIDWAY") AND WHITECAP RESOURCES INC. ("WHITECAP") DATED MARCH 23, 2012 (THE "INFORMATION CIRCULAR"), APPROVING A PLAN OF ARRANGEMENT INVOLVING WHITECAP, MIDWAY AND THE MIDWAY SHAREHOLDERS UNDER SECTION 193 OF THE BUSINESS CORPORATIONS ACT (ALBERTA), ALL AS MORE PARTICULARLY DESCRIBED IN THE INFORMATION CIRCULAR;	Management	For	For
02	FIXING THE NUMBER OF DIRECTORS TO BE ELECTED AT THE MEETING AT SEVEN;	Management	For	For
03	THE ELECTION OF DIRECTORS AS SPECIFIED IN THE INFORMATION CIRCULAR;	Management	For	For
04	THE APPOINTMENT OF KPMG LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF MIDWAY FOR THE ENSUING YEAR AND THE AUTHORIZATION OF THE DIRECTORS TO FIX THEIR REMUNERATION AS SUCH.	Management	For	For

FORTUNE BRANDS HOME & SECURITY, INC.

SECURITY 34964C106 MEETING TYPE Annual
 TICKER SYMBOL FBHS MEETING DATE 23-Apr-2012
 ISIN US34964C1062 AGENDA 933557689 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: ANN FRITZ HACKETT	Management	For	For
1B.	ELECTION OF DIRECTOR: JOHN G. MORIKIS	Management	For	For
1C.	ELECTION OF DIRECTOR: RONALD V. WATERS, III	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For
3.	ADVISORY VOTE ON THE FREQUENCY OF EXECUTIVE COMPENSATION VOTES.	Management	Abstain	Again
4.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Again

MISYS PLC, EVESHAM

SECURITY G61572197 MEETING TYPE Ordinary General Meeting
 TICKER SYMBOL MEETING DATE 24-Apr-2012

Edgar Filing: GDL FUND - Form N-PX

ISIN GB00B45TWN62 AGENDA 703692473 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	Approve the implementation of the Scheme of Arrangement	Management	For	For

MISYS PLC, EVESHAM

SECURITY G61572197 MEETING TYPE Court Meeting
 TICKER SYMBOL MEETING DATE 24-Apr-2012
 ISIN GB00B45TWN62 AGENDA 703692485 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT.	Non-Voting		
1	To approve the proposed Scheme of Arrangement set out in the notice convening the Court Meeting dated 3/29/2012	Management	For	For

BEAM INC.

SECURITY 073730103 MEETING TYPE Annual
 TICKER SYMBOL BEAM MEETING DATE 24-Apr-2012
 ISIN US0737301038 AGENDA 933559532 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: RICHARD A. GOLDSTEIN	Management	For	For
1B.	ELECTION OF DIRECTOR: STEPHEN W. GOLSBY	Management	For	For
1C.	ELECTION OF DIRECTOR: ANN F. HACKETT	Management	For	For
1D.	ELECTION OF DIRECTOR: A.D. DAVID MACKAY	Management	For	For
1E.	ELECTION OF DIRECTOR: MATTHEW J. SHATTOCK	Management	For	For
1F.	ELECTION OF DIRECTOR: ROBERT A. STEELE	Management	For	For
1G.	ELECTION OF DIRECTOR: PETER M. WILSON	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For
3.	ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Again
4.	APPROVAL OF THE BEAM INC. 2012 EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
5.	RE-APPROVAL OF THE ANNUAL EXECUTIVE INCENTIVE COMPENSATION PLAN.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

HARLEYSVILLE GROUP INC.

SECURITY 412824104 MEETING TYPE Special
 TICKER SYMBOL HGIC MEETING DATE 24-Apr-2012
 ISIN US4128241043 AGENDA 933572403 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF SEPTEMBER 28, 2011, BY AND AMONG NATIONWIDE MUTUAL INSURANCE COMPANY, HARLEYSVILLE MUTUAL INSURANCE COMPANY, NATIONALS SUB, INC., AND HARLEYSVILLE GROUP INC.	Management	For	For
2.	TO APPROVE, ON A NON-BINDING ADVISORY BASIS, COMPENSATION THAT MAY BE RECEIVED BY CERTAIN NAMED EXECUTIVE OFFICERS OF HARLEYSVILLE GROUP INC. IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

KIRBY CORPORATION

SECURITY 497266106 MEETING TYPE Annual
 TICKER SYMBOL KEX MEETING DATE 24-Apr-2012
 ISIN US4972661064 AGENDA 933577528 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.1	ELECTION OF DIRECTOR: BOB G. GOWER	Management	For	For
1.2	ELECTION OF DIRECTOR: MONTE J. MILLER	Management	For	For
1.3	ELECTION OF DIRECTOR: JOSEPH H. PYNE	Management	For	For
2.	APPROVAL OF AMENDMENTS TO KIRBY'S 2005 STOCK AND INCENTIVE PLAN.	Management	For	For
3.	APPROVAL OF AN AMENDMENT TO KIRBY'S 2000 NONEMPLOYEE DIRECTOR STOCK PLAN.	Management	For	For
4.	RATIFICATION OF THE SELECTION OF KPMG LLP AS KIRBY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For
5.	ADVISORY VOTE ON THE APPROVAL OF THE COMPENSATION OF KIRBY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again

WAVIN N.V., ZWOLLE

SECURITY N9438C176 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 25-Apr-2012
 ISIN NL0009412683 AGENDA 703657734 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	Open meeting	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

2	Annual Report 2011	Non-Voting		
3	Adoption of the Annual Accounts 2011	Management	For	For
4	Profit appropriation	Non-Voting		
5	Discharge of members of the Management Board	Management	For	For
6	Discharge of members of the Supervisory Board	Management	For	For
7	Explanation of the public offer by Mexichem Soluciones Integrales Holding,-S.A. de C.V. (the "Offeror") for all issued and outstanding ordinary shares-in the capital of Wavin (the "Offer")	Non-Voting		
8.a	Amendment Articles of Association as per the settlement date, being the date that the transfer of the shares pursuant to the Offer takes place against payment of the offer price for the shares (the "Settlement Date")	Management	For	For
8.b	Amendment Articles of Association as per the date of delisting from NYSE Euronext Amsterdam	Management	For	For
9	Conditional appointment Mr. A.E. Capdepon Acquaroni as member of the Management Board	Management	For	For
10.a	Re-appointment of Mr. R.A. Ruijter as member of the Supervisory Board	Management	For	For
10.b	Re-appointment of Mrs. J.M.B. Stymne Goransson as member of the Supervisory Board	Management	For	For
10.c	Conditional appointment of Mr. S. Hepkema as member of the Supervisory Board as per the Settlement Date	Management	For	For
10.d	Conditional appointment of Mr. R. Gutierrez Munoz as member of the Supervisory Board as per the Settlement Date	Management	For	For
10.e	Conditional appointment of Mr. J.P. del Valle Perochena as member of the Supervisory Board as per the Settlement Date	Management	For	For
10.f	Conditional appointment of Mr. L.M.J. van Halderen as member of the Supervisory Board as per the Settlement Date	Management	For	For
11	Full and final release and discharge from liability of Mr. B.G. Hill, Mrs. J.M.B. Stymne Goransson and Mr. A. Kuiper in connection with their conditional resignation as members of the Supervisory Board as per the Settlement Date	Management	For	For
12	Appointment of the external auditor: PricewaterhouseCoopers Accountants N.V.	Management	For	For
13	Authorization of the Management Board to repurchase Wavin shares	Management	For	For
14.a	Designation of the Management Board: to issue ordinary shares	Management	For	For
14.b	Designation of the Management Board: to restrict or exclude pre-emptive rights	Management	Against	Against
15	Any other business	Non-Voting		
16	Closing	Non-Voting		

GLOBEOP FINANCIAL SERVICES SA, LUXEMBOURG

SECURITY L4419A101 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 25-Apr-2012
ISIN LU0311272891 AGENDA 703735259 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	Presentation of the statutory Management Report and the	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

	consolidated Management Report for the fiscal year ended 31 December 2011			
2	Presentation of the reports by the Auditors of the Company in respect of the statutory financial statements of the Company and in respect of the consolidated financial statements of the Company and its group, for the fiscal year ended 31 December 2011	Non-Voting		
3	Presentation of the report on conflicts pursuant to article 57 of the Luxembourg Company Law and the report in relation to Article 11 of the Luxembourg Law on Takeovers of 19 May 2006	Non-Voting		
4	Approval of the statutory financial statements of the Company for the fiscal year ended 31 December 2011	Management	For	For
5	Approval of the consolidated financial statements of the Company and its group for the fiscal year ended 31 December 2011	Management	For	For
6	Allocation of the results of the Company for the fiscal year ended 31 December 2011 and approval of distributions	Management	For	For
7	Discharge (quitus) to all the directors of the Company who have been in office during the fiscal year ended 31 December 2011	Management	For	For
8	Authorization of the Company, or any wholly-owned subsidiary, to from time to time purchase, acquire or receive shares in the Company up to 10% of the issued share capital from time to time, over the stock exchange or in privately negotiated transactions or otherwise (please see the convening notice for the AGM for full details)	Management	For	For
9	Confirmation of the appointment of Ed Nicoll, who was co-opted to the Board on 27 April 2011, for a term ending at the annual general meeting of the Company in 2014 approving the statutory accounts for the year ending 31 December 2013	Management	For	For
10	Re-appointment of David Gelber, for a term ending at the annual general meeting of the Company in 2015 approving the statutory accounts for the year ending 31 December 2014	Management	For	For
11	Re-appointment of Vernon Barback, for a term ending at the annual general meeting of the Company in 2015 approving the statutory accounts for the year ending 31 December 2014	Management	For	For
12	Approval of the Directors' remuneration and presentation of the report on the compensation of the Chairman and the Board members pursuant to article 60 of the Luxembourg Company Law	Management	For	For
13	Appointment of PricewaterhouseCoopers S.a.r.l. as auditors of the Company for the period ending at the general meeting of shareholders approving the statutory financial statements of the Company for the year ending 31 December 2012	Management	For	For

NRG ENERGY, INC.

SECURITY	629377508	MEETING TYPE	Annual
TICKER SYMBOL	NRG	MEETING DATE	25-Apr-2012
ISIN	US6293775085	AGENDA	933559885 - Management

FOR/A

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	MANAG
1A	ELECTION OF DIRECTOR: JOHN F. CHLEBOWSKI	Management	For	For
1B	ELECTION OF DIRECTOR: HOWARD E. COSGROVE	Management	For	For
1C	ELECTION OF DIRECTOR: WILLIAM E. HANTKE	Management	For	For
1D	ELECTION OF DIRECTOR: ANNE C. SCHAUMBURG	Management	For	For
2	TO APPROVE THE AMENDMENT TO NRG ENERGY, INC.'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION TO DECLASSIFY THE BOARD OF DIRECTORS	Management	For	For
3	TO ADOPT THE NRG ENERGY, INC. AMENDED AND RESTATED EMPLOYEE STOCK PURCHASE PLAN	Management	For	For
4	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS	Management	Abstain	Again
5	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012	Management	For	For

FIRST NIAGARA FINANCIAL GROUP, INC.

SECURITY 33582V108 MEETING TYPE Annual
 TICKER SYMBOL FNFG MEETING DATE 25-Apr-2012
 ISIN US33582V1089 AGENDA 933561575 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	DIRECTOR 1 CARL A. FLORIO 2 NATHANIEL D. WOODSON 3 ROXANNE J. COADY	Management	For For For	For For For
2	AN ADVISORY (NON-BINDING) VOTE TO APPROVE OUR EXECUTIVE COMPENSATION PROGRAMS AND POLICIES AS DESCRIBED IN THIS PROXY STATEMENT.	Management	Abstain	Again
3	APPROVAL OF THE FIRST NIAGARA FINANCIAL GROUP, INC. 2012 EQUITY INCENTIVE PLAN.	Management	For	For
4	APPROVAL OF THE FIRST NIAGARA FINANCIAL GROUP, INC. EXECUTIVE ANNUAL INCENTIVE PLAN.	Management	For	For
5	THE RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For	For

ORC GROUP AB, STOCKHOLM

SECURITY W6202W107 MEETING TYPE Annual General Meeting
 TICKER SYMBOL SE0000634321 MEETING DATE 26-Apr-2012
 ISIN SE0000634321 AGENDA 703681420 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

	THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE			
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting		
CMMT	PLEASE NOTE THAT NOT ALL SUB CUSTODIANS IN SWEDEN ACCEPT ABSTAIN AS A VALID-VOTE OPTION. THANK YOU	Non-Voting		
1	Opening of the meeting	Non-Voting		
2	Election of Chairman of the meeting: Lawyer (Sw. advokat) Wilhelm Luning	Non-Voting		
3	Preparation and approval of the voting list	Non-Voting		
4	Approval of the agenda	Non-Voting		
5	Election of one or two persons to approve the minutes	Non-Voting		
6	Determination of whether the meeting has been duly convened	Non-Voting		
7	Presentation of the annual report and the auditor's report and the-consolidated financial statements and the auditor's report for the group	Non-Voting		
8.a	Resolution regarding: Adoption of the profit and loss account and the balance sheet and the consolidated profit and loss account and consolidated balance sheet	Management	For	For
8.b	Resolution regarding: Discharge from liability of the Board of Directors and the Managing Director	Management	For	For
8.c	Resolution regarding: Allocation of the company's profit or loss in accordance with the adopted balance sheet	Management	For	For
9	Determination of the number of members of the Board of Directors and Deputy Directors, if applicable, and the number of auditors and deputy auditors, if applicable, to be elected by the Annual General Meeting	Management	For	For
10	Determination of the remuneration to the Board of Directors and the auditors	Management	For	For
11	Election of the Board of Directors: Cidron Delfi Intressenter AB proposes re-election of Christian Frick, Per E. Larsson and Fredrik Naslund as members of the Board of Directors, and that Daniel Berglund shall be re-elected as Deputy Director, up to an including the next Annual General Meeting	Management	For	For
12	Election of auditor: Cidron Delfi Intressenter AB proposes re-election of Ernst & Young AB as auditor up to and including the next Annual General Meeting. Ernst & Young AB has notified that the authorized public auditor Ola Wahlquist is intended to be appointed auditor in charge	Management	For	For
13	Other questions	Non-Voting		
14	Closing of the meeting	Non-Voting		

STATOIL FUEL & RETAIL ASA, OSLO

SECURITY	R4446F101	MEETING TYPE	Ordinary General Meeting
TICKER SYMBOL		MEETING DATE	26-Apr-2012
ISIN	NO0010584063	AGENDA	703697675 - Management

FOR/A

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	MANAG
CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting		
CMMT	MARKET RULES REQUIRE DISCLOSURE OF BENEFICIAL OWNER INFORMATION FOR ALL VOTED-ACCOUNTS. IF AN ACCOUNT HAS MULTIPLE BENEFICIAL OWNERS, YOU WILL NEED TO-PROVIDE THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED	Non-Voting		
CMMT	SHARES HELD IN AN OMNIBUS/NOMINEE ACCOUNT NEED TO BE RE-REGISTERED IN THE-BENEFICIAL OWNERS NAME TO BE ALLOWED TO VOTE AT MEETINGS. SHARES WILL BE-TEMPORARILY TRANSFERRED TO A SEPARATE ACCOUNT IN THE BENEFICIAL OWNER'S NAME-ON THE PROXY DEADLINE AND TRANSFERRED BACK TO THE OMNIBUS/NOMINEE ACCOUNT THE-DAY AFTER THE MEETING.	Non-Voting		
1	Opening of the Annual General Meeting by the Chair of the Board, including-registration of shareholders present	Non-Voting		
2	Election of meeting chair and a person to co-sign the minutes together with the meeting chair	Management	No Action	
3	Approval of the notice of meeting and agenda	Management	No Action	
4	Information about the business	Non-Voting		
5	Approval of the annual accounts for 2011 and the Board of Directors' report, including approval of the dividend for the accounting year 2011, at NOK 1,80 per share	Management	No Action	
6	Authorisation of the Board of Directors to acquire the Company's shares in the market for implementation of the share savings plan for employees and the management	Management	No Action	
7	Authorisation to acquire shares in the market for subsequent cancellation	Management	No Action	
8	Discussion of the Board of Directors' statement regarding establishment of salaries and other remuneration to key personnel, CF Section 6-16 a of the Public Limited Companies Act	Management	No Action	
9	Election of external auditor: KPMG is elected as the external auditor for Statoil Fuel & Retail ASA and the Group	Management	No Action	
10	Approval of remuneration to the auditor	Management	No Action	
11	Election of members of the Board of Directors: Birger Magnus is elected as member and Chair of the Board of Directors for a period of up to two years. Marthe Hoff is elected as member of the Board of Directors for a period of up to two years. Per Bjorgas is elected as member of the Board of Directors for a period of up to two years. Ann-Charlotte Lunden is elected as member of the Board of Directors for a period of up to two years. Jon Arnt Jacobsen is elected as member of the Board of Directors for a period of up to two years	Management	No Action	
12	Establishment of remuneration to the Board of Directors	Management	No Action	

DIEBOLD, INCORPORATED

Edgar Filing: GDL FUND - Form N-PX

SECURITY 253651103 MEETING TYPE Annual
 TICKER SYMBOL DBD MEETING DATE 26-Apr-2012
 ISIN US2536511031 AGENDA 933563860 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	DIRECTOR	Management		
	1 PATRICK W. ALLENDER		For	For
	2 BRUCE L. BYRNES		For	For
	3 MEI-WEI CHENG		For	For
	4 PHILLIP R. COX		For	For
	5 RICHARD L. CRANDALL		For	For
	6 GALE S. FITZGERALD		For	For
	7 JOHN N. LAUER		For	For
	8 RAJESH K. SOIN		For	For
	9 THOMAS W. SWIDARSKI		For	For
	10 HENRY D.G. WALLACE		For	For
	11 ALAN J. WEBER		For	For
2	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED ACCOUNTING FIRM FOR THE YEAR 2012.	Management	For	For
3	TO APPROVE, ON AN ADVISORY BASIS, NAMED EXECUTIVE OFFICER COMPENSATION.	Management	Abstain	Again

NYSE EURONEXT

SECURITY 629491101 MEETING TYPE Annual
 TICKER SYMBOL NYX MEETING DATE 26-Apr-2012
 ISIN US6294911010 AGENDA 933582757 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: ANDRE BERGEN	Management	For	For
1B.	ELECTION OF DIRECTOR: ELLYN L. BROWN	Management	For	For
1C.	ELECTION OF DIRECTOR: MARSHALL N. CARTER	Management	For	For
1D.	ELECTION OF DIRECTOR: DOMINIQUE CERUTTI	Management	For	For
1E.	ELECTION OF DIRECTOR: PATRICIA M. CLOHERTY	Management	For	For
1F.	ELECTION OF DIRECTOR: SIR GEORGE COX	Management	For	For
1G.	ELECTION OF DIRECTOR: SYLVAIN HEFES	Management	For	For
1H.	ELECTION OF DIRECTOR: JAN-MICHIEL HESSELS	Management	For	For
1I.	ELECTION OF DIRECTOR: DUNCAN M. MCFARLAND	Management	For	For
1J.	ELECTION OF DIRECTOR: JAMES J. MCNULTY	Management	For	For
1K.	ELECTION OF DIRECTOR: DUNCAN L. NIEDERAUER	Management	For	For
1L.	ELECTION OF DIRECTOR: RICARDO SALGADO	Management	For	For
1M.	ELECTION OF DIRECTOR: ROBERT G. SCOTT	Management	For	For
1N.	ELECTION OF DIRECTOR: JACKSON P. TAI	Management	For	For
1O.	ELECTION OF DIRECTOR: RIJNHARD VAN TETS	Management	For	For
1P.	ELECTION OF DIRECTOR: SIR BRIAN WILLIAMSON	Management	For	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS NYSE EURONEXT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTANTS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For	For
3.	ADVISORY VOTE TO APPROVE THE COMPANY'S EXECUTIVE COMPENSATION (THE "SAY-ON-PAY" PROPOSAL).	Management	Abstain	Again

Edgar Filing: GDL FUND - Form N-PX

4. THE STOCKHOLDER PROPOSAL TO GIVE HOLDERS OF 10% OF THE OUTSTANDING COMMON STOCK THE POWER TO CALL A SPECIAL STOCKHOLDER MEETING (THE STEINER PROPOSAL). Shareholder Against For

ATLAS ENERGY L P

SECURITY 04930A104 MEETING TYPE Annual
 TICKER SYMBOL ATLS MEETING DATE 26-Apr-2012
 ISIN US04930A1043 AGENDA 933594409 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR 1 DENNIS A. HOLTZ 2 WILLIAM G. KARIS 3 HARVEY G. MAGARICK	Management	For	For
2.	RATIFICATION OF THE SELECTION OF GRANT THORNTON LLP AS THE PARTNERSHIP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR 2012	Management	For	For
3.	APPROVAL OF THE COMPENSATION OF OUR EXECUTIVE OFFICERS INCLUDING OUR COMPENSATION PRACTICES AND PRINCIPLES AND THEIR IMPLEMENTATION	Management	Abstain	Again
4.	FREQUENCY OF ADVISORY VOTES ON EXECUTIVE COMPENSATION. *PLEASE SELECT ONLY ONE OPTION*	Management	Abstain	Again

RSC HOLDINGS INC

SECURITY 74972L102 MEETING TYPE Special
 TICKER SYMBOL RRR MEETING DATE 27-Apr-2012
 ISIN US74972L1026 AGENDA 933580145 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF DECEMBER 15, 2011, BY AND BETWEEN RSC HOLDINGS INC. ("RSC") AND UNITED RENTALS, INC.	Management	For	For
2.	TO APPROVE, ON AN ADVISORY, NON-BINDING BASIS, CERTAIN AGREEMENTS OR UNDERSTANDINGS WITH, AND ITEMS OF COMPENSATION PAYABLE TO, RSC'S NAMED EXECUTIVE OFFICERS THAT ARE BASED ON OR OTHERWISE RELATED TO THE MERGER.	Management	Abstain	Again
3.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING OF RSC STOCKHOLDERS, IF NECESSARY OR APPROPRIATE, TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OF THE ADOPTION OF THE MERGER AGREEMENT.	Management	For	For

MYERS INDUSTRIES, INC.

SECURITY 628464109 MEETING TYPE Contested-Annual
 TICKER SYMBOL MYE MEETING DATE 27-Apr-2012
 ISIN US6284641098 AGENDA 933582404 - Opposition

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR 1 RICHARD L. BREADY 2 ROBERT S. PRATHER, JR.	Management	For	For
2.	THE RATIFICATION OF THE BOARD'S APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR FISCAL 2012.	Management	For	For
3.	A NON-BINDING ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Against	For

RADVISION LTD.

SECURITY M81869105 MEETING TYPE Special
TICKER SYMBOL RVSN MEETING DATE 30-Apr-2012
ISIN IL0010843832 AGENDA 933588571 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO APPROVE AND ADOPT THE MERGER AGREEMENT, DATED AS OF MARCH 14, 2012 (THE "MERGER AGREEMENT"), BY AND AMONG AVAYA INC. ("AVAYA"), SONIC ACQUISITION LTD. ("MERGER SUB"), A WHOLLY-OWNED INDIRECT SUBSIDIARY OF AVAYA, AND THE COMPANY, AND APPROVE THE MERGER AND ALL OTHER TRANSACTIONS CONTEMPLATED BY THE MERGER AGREEMENT.	Management	For	For
2A.	TO APPROVE AN AMENDMENT TO THE INDEMNIFICATION AGREEMENTS BETWEEN THE COMPANY AND THE COMPANY'S DIRECTORS WHO ARE NOT CONSIDERED CONTROLLING SHAREHOLDERS OF THE COMPANY OR RELATED TO THEM.	Management	For	For
2B.	TO APPROVE AN AMENDMENT TO THE INDEMNIFICATION AGREEMENTS BETWEEN THE COMPANY AND THE COMPANY'S DIRECTORS AND OFFICERS WHO ARE CONSIDERED CONTROLLING SHAREHOLDERS OF THE COMPANY OR RELATED TO THEM.	Management	For	For
3A.	TO APPROVE AN INCREASE IN THE AGGREGATE COVERAGE AVAILABLE UNDER CURRENT DIRECTORS' AND OFFICERS' LIABILITY INSURANCE POLICY FROM \$15,000,000 TO \$30,000,000, TO BE PROVIDED TO DIRECTORS SERVING FROM TIME TO TIME IN SUCH CAPACITY WHO ARE NOT CONSIDERED CONTROLLING SHAREHOLDERS OR RELATED TO THE THEM.	Management	For	For
3B.	TO APPROVE AN INCREASE IN THE AGGREGATE COVERAGE AVAILABLE UNDER CURRENT DIRECTORS' AND OFFICERS' LIABILITY INSURANCE POLICY FROM \$15,000,000 TO \$30,000,000, TO BE PROVIDED TO DIRECTORS AND OFFICERS SERVING FROM TIME TO TIME IN SUCH CAPACITY WHO ARE CONSIDERED CONTROLLING SHAREHOLDERS OR RELATED TO THEM.	Management	For	For

XSTRATA PLC, LONDON

SECURITY G9826T102 MEETING TYPE Annual General Meeting
TICKER SYMBOL GB0031411001 MEETING DATE 01-May-2012
ISIN GB0031411001 AGENDA 703694592 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	To receive and consider the Annual Report and Financial Statements of the Company for the year ended 31 December 2011	Management	For	For
2	To declare a final dividend of US27.0 cents per Ordinary Share in respect of the year ended 31 December 2011	Management	For	For
3	To receive and consider and, if thought fit, to approve the directors' Remuneration Report for the year ended 31 December 2011	Management	For	For
4	To re-elect Sir John Bond as a director	Management	For	For
5	To re-elect Mick Davis as a director	Management	For	For
6	To re-elect Dr Con Fauconnier as a director	Management	For	For
7	To re-elect Ivan Glasenberg as a director	Management	For	For
8	To re-elect Peter Hooley as a director	Management	For	For
9	To re-elect Claude Lamoureux as a director	Management	For	For
10	To re-elect Aristotelis Mistakidis as a director	Management	For	For
11	To re-elect Tor Peterson as a director	Management	For	For
12	To re-elect Trevor Reid as a director	Management	For	For
13	To re-elect Sir Steve Robson as a director	Management	For	For
14	To re-elect David Rough as a director	Management	For	For
15	To re-elect Ian Strachan as a director	Management	For	For
16	To re-elect Santiago Zaldumbide as a director	Management	For	For
17	To re-appoint Ernst & Young LLP as auditors and to authorise the directors to determine their remuneration	Management	For	For
18	To authorise the directors to allot shares, as provided in Resolution 18 as set out in the AGM Notice	Management	For	For
19	Disapplication of pre-emption rights	Management	Against	Against
20	Reduction of share premium account	Management	For	For
21	To authorise the Company to hold extraordinary general meetings on 20 clear days' notice	Management	For	For

AGL RESOURCES INC.

SECURITY 001204106 MEETING TYPE Annual
TICKER SYMBOL GAS MEETING DATE 01-May-2012
ISIN US0012041069 AGENDA 933558819 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR	Management		
1	SANDRA N. BANE		For	For
2	THOMAS D. BELL, JR.		For	For
3	NORMAN R. BOBINS		For	For
4	CHARLES R. CRISP		For	For
5	BRENDA J. GAINES		For	For
6	ARTHUR E. JOHNSON		For	For
7	WYCK A. KNOX, JR.		For	For
8	DENNIS M. LOVE		For	For
9	C.H. "PETE" MCTIER		For	For
10	DEAN R. O'HARE		For	For
11	ARMANDO J. OLIVERA		For	For
12	JOHN E. RAN		For	For

Edgar Filing: GDL FUND - Form N-PX

13	JAMES A. RUBRIGHT			For	For
14	JOHN W. SOMERHALDER II			For	For
15	BETTINA M. WHYTE			For	For
16	HENRY C. WOLF			For	For
2.	THE RATIFICATION OF THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management		For	For
3.	THE APPROVAL OF A NON-BINDING RESOLUTION TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain		Against

APN NEWS & MEDIA LTD

SECURITY Q1076J107 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 02-May-2012
ISIN AU000000APN4 AGENDA 703694112 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
CMMT	VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 3 AND VOTES CAST BY ANY-INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S-WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR-EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON-THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE-OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT-PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (3), YOU ACKNOWLEDGE THAT-YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING-OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION.	Non-Voting		
2.a	To re-elect Peter M Cosgrove as a Director	Management	For	For
2.b	To re-elect Vincent C Crowley as a Director	Management	For	For
2.c	To elect Melinda B Conrad as a Director	Management	For	For
3	That the Company's Remuneration Report for the year ended 31 December 2011 be adopted	Management	For	For

THOMAS & BETTS CORPORATION

SECURITY 884315102 MEETING TYPE Special
TICKER SYMBOL TNB MEETING DATE 02-May-2012
ISIN US8843151023 AGENDA 933590766 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	TO APPROVE THE AGREEMENT AND PLAN OF MERGER DATED AS OF JANUARY 29, 2012 AMONG THOMAS & BETTS CORPORATION, ABB LTD AND EDISON ACQUISITION CORPORATION, AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
2.	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING OF SHAREHOLDERS IF NECESSARY OR APPROPRIATE, IN THE VIEW OF THE BOARD OF DIRECTORS, TO SOLICIT ADDITIONAL	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

PROXIES IN FAVOR OF PROPOSAL 1 IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF SUCH ADJOURNMENT TO APPROVE PROPOSAL 1.

3.	TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, CERTAIN COMPENSATION TO BE PAID BY THOMAS & BETTS CORPORATION TO ITS NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	For	For
----	--	------------	-----	-----

BCE INC.

SECURITY	05534B760	MEETING TYPE	Annual
TICKER SYMBOL	BCE	MEETING DATE	03-May-2012
ISIN	CA05534B7604	AGENDA	933575841 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

01	DIRECTOR	Management		
	1 B.K. ALLEN		For	For
	2 A. BERARD		For	For
	3 R.A. BRENNEMAN		For	For
	4 S. BROCHU		For	For
	5 R.E. BROWN		For	For
	6 G.A. COPE		For	For
	7 A.S. FELL		For	For
	8 E.C. LUMLEY		For	For
	9 T.C. O'NEILL		For	For
	10 J. PRENTICE		For	For
	11 R.C. SIMMONDS		For	For
	12 C. TAYLOR		For	For
	13 P.R. WEISS		For	For
02	APPOINTMENT OF DELOITTE & TOUCHE LLP AS AUDITORS.	Management	For	For
03	RESOLVED, ON AN ADVISORY BASIS AND NOT TO DIMINISH THE ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS, THAT THE SHAREHOLDERS ACCEPT THE APPROACH TO EXECUTIVE COMPENSATION DISCLOSED IN THE 2012 MANAGEMENT PROXY CIRCULAR DATED MARCH 8, 2012 DELIVERED IN ADVANCE OF THE 2012 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF BCE.	Management	For	For
4A	STOCK OPTIONS AND PERFORMANCE OF EXECUTIVE OFFICERS.	Shareholder	Against	For
4B	PERFORMANCE-BASED COMPENSATION DISCLOSURE.	Shareholder	Against	For
4C	FEES OF COMPENSATION ADVISORS DISCLOSURE.	Shareholder	Against	For
4D	RISK MANAGEMENT COMMITTEE.	Shareholder	Against	For

AVON PRODUCTS, INC.

SECURITY	054303102	MEETING TYPE	Annual
TICKER SYMBOL	AVP	MEETING DATE	03-May-2012
ISIN	US0543031027	AGENDA	933593786 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

1.	DIRECTOR	Management		
	1 DOUGLAS R. CONANT		For	For

Edgar Filing: GDL FUND - Form N-PX

2	W. DON CORNWELL		For	For
3	V. ANN HAILEY		For	For
4	FRED HASSAN		For	For
5	ANDREA JUNG		For	For
6	MARIA ELENA LAGOMASINO		For	For
7	ANN S. MOORE		For	For
8	GARY M. RODKIN		For	For
9	PAULA STERN		For	For
10	LAWRENCE A. WEINBACH		For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	RATIFICATION OF THE APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

LAIRD PLC, LONDON

SECURITY G53508175 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 04-May-2012
ISIN GB00B1VNST91 AGENDA 703670023 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1	To receive and adopt the Report of the Directors and Accounts to 12/31/2011	Management	For	For
2	To approve the Directors' Remuneration Report	Management	For	For
3	To declare a final dividend	Management	For	For
4	To re-elect Mr N J Keen as a Director	Management	For	For
5	To re-elect Mr J C Silver as a Director	Management	For	For
6	To re-elect Ms P Bell as a Director	Management	For	For
7	To re-elect Sir Christopher Hum as a Director	Management	For	For
8	To re-elect Professor M J Kelly as a Director	Management	For	For
9	To re-elect Mr A J Reading as a Director	Management	For	For
10	To re-appoint Ernst and Young LLP as Auditor and to authorise the Board to fix their remuneration	Management	For	For
11	To give the Directors authority to allot shares	Management	For	For
12	To disapply pre-emption rights	Management	Against	Against
13	To authorise the Company to purchase its own ordinary shares	Management	For	For
14	To approve the notice period for extraordinary general meetings	Management	For	For

ACTELION LTD., ALLSCHWIL

SECURITY H0032X135 MEETING TYPE Annual General Meeting
TICKER SYMBOL CH0010532478 MEETING DATE 04-May-2012
ISIN AGENDA 703705143 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
CMMT	BLOCKING OF REGISTERED SHARES IS NOT A LEGAL REQUIREMENT IN THE SWISS MARKET, -SPECIFIC POLICIES AT THE INDIVIDUAL SUB-CUSTODIANS MAY VARY. UPON RECEIPT OF THE VOTING INSTRUCTION, IT IS POSSIBLE THAT A MARKER	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

MAY BE PLACED ON YOUR SHAR-ES TO ALLOW FOR RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU H-AVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRE-SENTATIVE.

CMMT	PLEASE NOTE THAT THIS IS THE PART II OF THE MEETING NOTICE SENT UNDER MEETING-935491, INCLUDING THE AGENDA. TO VOTE IN THE UPCOMING MEETING, YOUR NAME MUST-BE NOTIFIED TO THE COMPANY REGISTRAR AS BENEFICIAL OWNER BEFORE THE RE-REGISTR-ATION DEADLINE. PLEASE NOTE THAT THOSE INSTRUCTIONS THAT ARE SUBMITTED AFTER T-HE CUTOFF DATE WILL BE PROCESSED ON A BEST EFFORT BASIS. THANK YOU.	Non-Voting	
1	Approval of the business report consisting of the annual report, the annual statutory accounts and the consolidated accounts as of 31 December 2011	Management	No Action
2	Appropriation of available earnings and distribution against reserve from capital contribution	Management	No Action
3	Consultative vote on compensation report	Management	No Action
4	Discharge of the board of directors and of the senior management	Management	No Action
5	Reduction of share capital by cancellation of repurchase shares	Management	No Action
6.1	Re-election of Mr. Michael Jacobi as a board of director	Management	No Action
6.2	Election of Prof. Dr. Peter Gruss as new board member	Management	No Action
7	Election of the statutory auditors: Ernst and Young AG, Basel	Management	No Action
8	Ad hoc	Management	No Action

ITT CORPORATION

SECURITY 450911201 MEETING TYPE Annual
 TICKER SYMBOL ITT MEETING DATE 08-May-2012
 ISIN US4509112011 AGENDA 933578467 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: DENISE L. RAMOS	Management	For	For
1B.	ELECTION OF DIRECTOR: FRANK T. MACINNIS	Management	For	For
1C.	ELECTION OF DIRECTOR: ORLANDO D. ASHFORD	Management	For	For
1D.	ELECTION OF DIRECTOR: PETER D'ALOIA	Management	For	For
1E.	ELECTION OF DIRECTOR: DONALD DEFOSSET, JR.	Management	For	For
1F.	ELECTION OF DIRECTOR: CHRISTINA A. GOLD	Management	For	For
1G.	ELECTION OF DIRECTOR: GENERAL PAUL J. KERN	Management	For	For
1H.	ELECTION OF DIRECTOR: LINDA S. SANFORD	Management	For	For
1I.	ELECTION OF DIRECTOR: DONALD J. STEBBINS	Management	For	For
1J.	ELECTION OF DIRECTOR: MARKOS I. TAMBAKERAS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS ITT'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For
3.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
4.	TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE COMPANY CHANGE ITS STATE OF INCORPORATION FROM INDIANA TO DELAWARE.	Shareholder	Against	For
5.	A SHAREHOLDER PROPOSAL REQUESTING THAT WHENEVER POSSIBLE, THE CHAIRMAN OF THE BOARD BE AN INDEPENDENT DIRECTOR	Shareholder	Against	For

Edgar Filing: GDL FUND - Form N-PX

6. TO VOTE ON A SHAREHOLDER PROPOSAL REQUESTING THAT THE COMPANY AMEND, WHERE APPLICABLE, ITS POLICIES RELATED TO HUMAN RIGHTS. Shareholder Against For

EXELIS, INC

SECURITY 30162A108 MEETING TYPE Annual
 TICKER SYMBOL XLS MEETING DATE 09-May-2012
 ISIN US30162A1088 AGENDA 933574433 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: RALPH F. HAKE	Management	For	For
1B.	ELECTION OF DIRECTOR: DAVID F. MELCHER	Management	For	For
1C.	ELECTION OF DIRECTOR: HERMAN E. BULLS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For
3.	APPROVAL OF AN AMENDMENT AND RESTATEMENT OF THE EXELIS INC. 2011 OMNIBUS INCENTIVE PLAN TO INCREASE THE NUMBER OF SHARES OF COMMON STOCK RESERVED FOR ISSUANCE UNDER THE PLAN TO 40 MILLION.	Management	Against	Again
4.	APPROVAL, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE 2012 PROXY STATEMENT.	Management	Abstain	Again
5.	TO DETERMINE, IN A NON-BINDING VOTE, WHETHER A SHAREHOLDER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.	Management	Abstain	Again

SGL CARBON SE, WIESBADEN

SECURITY D6949M108 MEETING TYPE Annual General Meeting
 TICKER SYMBOL DE0007235301 MEETING DATE 10-May-2012
 ISIN DE0007235301 AGENDA 703697562 - Management

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

Edgar Filing: GDL FUND - Form N-PX

IS 19 APR 2012, WHEREAS-THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS-IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERM-AN LAW. THANK YOU. COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 25 APR 2012. FURTHER INFORMATION ON C-OUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER T-O THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE IT-EMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY A-T THE COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT O-N PROXYEDGE.

		Non-Voting		
1.	Presentation of the adopted annual financial statements of SGL CARBON SE and t-he approved consolidated financial statements for the year ended December 31,-2011, the consolidated management report of SGL CARBON SE and the Group for th-e fiscal year 2011, the report of the Supervisory Board, the report of the Exe-cutive Committee pursuant to sections 289 (4) and 315 (4) of the German Commer-cial Code (Handelsgesetzbuch - HGB) as well as the proposal by the Executive C-ommittee on the appropriation of net income	Non-Voting		
2.	Resolution on the appropriation of the net income for fiscal year 2011	Management	For	For
3.	Resolution approving the actions of the Executive Committee during fiscal year 2011	Management	For	For
4.	Resolution approving the actions of the Supervisory Board during fiscal year 2011	Management	For	For
5.	The Supervisory Board proposes, upon the Audit Committee's recommendation, the appointment of Ernst & Young GmbH, Wirtschaftsprüfungsgesellschaft, Eschborn/Frankfurt am Main as auditors and Group auditors for fiscal year 2012	Management	For	For
6.	Resolution on the cancellation of the existing Authorized Capital I, creation of a new Authorized Capital I with the right to exclude subscription rights and amendments of the Articles of Association in Article 3 (6) and Article 3 (11)	Management	Against	Again

NIBE INDUSTRIER AB, MARKARYD

SECURITY	W57113115	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	10-May-2012
ISIN	SE0000390296	AGENDA	703715409 - Management

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

Edgar Filing: GDL FUND - Form N-PX

THE BREAKDOWN OF EACH BENEFICIAL OWNER NAME, ADDRESS AND SHARE-POSITION TO YOUR CLIENT SERVICE REPRESENTATIVE. THIS INFORMATION IS REQUIRED-IN ORDER FOR YOUR VOTE TO BE LODGED				
CMMT	PLEASE NOTE THAT NOT ALL SUB CUSTODIANS IN SWEDEN ACCEPT ABSTAIN AS A VALID-VOTE OPTION. THANK YOU	Non-Voting		
1	Opening of the meeting	Non-Voting		
2	Election of chairman at the meeting: It is proposed that Arvid Gierow shall-be chairman of the Annual General Meeting	Non-Voting		
3	Preparation and approval of a voting list	Non-Voting		
4	Approval of the board of directors proposed agenda	Non-Voting		
5	Election of one or two persons to verify the minutes	Non-Voting		
6	Examination if the meeting has been properly convened	Non-Voting		
7	The managing director's statement	Non-Voting		
8	Presentation of the annual report and the auditor's report, the group-financial statement and the group auditor's report as well as the auditor's-statement concerning the application of the guiding principles for-remuneration to executive employees decided at the Annual General Meeting-2011	Non-Voting		
9.A	Resolution in respect of: adoption of the income statement and the balance sheet as well as the consolidated income statement and the consolidated balance sheet	Management	For	For
9.B	Resolution in respect of: allocation of the company's profit according to the adopted balance sheet and adoption of record day for dividend	Management	For	For
9.C	Resolution in respect of: discharge from liability of the board members and the managing director	Management	For	For
10	Determination of the number of board members and deputy board members to be elected by the meeting: It is proposed that the number of board members shall be six, without deputies	Management	For	For
11	Determination of the number of auditors and deputy auditors or registered public accounting firms: It is proposed that a registered public accounting firm is appointed	Management	For	For
12	Determination of fees to the board of directors, board members and the auditors	Management	For	For
13	Election of board members, chairman of the board and deputy board members, if any: It is proposed that the following board members are re-elected as board members: Arvid Gierow, Georg Brunstam, Eva-Lotta Kraft, Gerteric Lindquist, Hans Linnarson and Anders Palsson. It is proposed that Arvid Gierow is re-elected as chairman of the board	Management	For	For
14	Election of auditors and deputy auditors, if any, or registered public accounting firms: For the period up to the end of the Annual General Meeting 2013 it is proposed that Mazars SET Revisionsbyra AB is elected as registered public accounting firm, with authorized public accountant Bengt Ekenberg as auditor in charge	Management	For	For
15	Resolution in respect of the board of directors proposal to authorize the board of directors to decide on the issue of new shares with payment by contribution in kind	Management	For	For
16	Resolution in respect of guiding principles for remuneration and other terms of employment for executive employees	Management	For	For
17	Other matters to be dealt with at the meeting pursuant to the Swedish-Companies Act (2005:551) or the articles	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

18 of association Closing of the meeting Non-Voting

XYLEM INC.

SECURITY 98419M100 MEETING TYPE Annual
 TICKER SYMBOL XYL MEETING DATE 10-May-2012
 ISIN US98419M1009 AGENDA 933576843 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: VICTORIA D. HARKER	Management	For	For
1B.	ELECTION OF DIRECTOR: GRETCHEN W. MCCLAIN	Management	For	For
1C.	ELECTION OF DIRECTOR: MARKOS I. TAMBAKERAS	Management	For	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For
3.	TO APPROVE, IN A NON-BINDING VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
4.	TO DETERMINE, IN A NON-BINDING VOTE, WHETHER A SHAREOWNER VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS SHOULD OCCUR EVERY ONE, TWO OR THREE YEARS.	Management	Abstain	Again

THE MIDDLEBY CORPORATION

SECURITY 596278101 MEETING TYPE Annual
 TICKER SYMBOL MIDD MEETING DATE 10-May-2012
 ISIN US5962781010 AGENDA 933579421 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTORS	Management		
	1 SELIM A. BASSOUL		For	For
	2 ROBERT B. LAMB		For	For
	3 RYAN LEVENSON		For	For
	4 JOHN R. MILLER III		For	For
	5 GORDON O'BRIEN		For	For
	6 PHILIP G. PUTNAM		For	For
	7 SABIN C. STREETER		For	For
02	APPROVAL, BY AN ADVISORY VOTE, OF THE 2011 COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION ("SEC").	Management	Abstain	Again
03	A STOCKHOLDER PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS INITIATE THE STEPS TO PROVIDE THAT DIRECTOR NOMINEES ARE ELECTED BY A MAJORITY VOTE IN UNCONTESTED DIRECTOR ELECTIONS.	Shareholder	For	Again

NOVELLUS SYSTEMS, INC.

Edgar Filing: GDL FUND - Form N-PX

SECURITY 670008101 MEETING TYPE Special
 TICKER SYMBOL NVLS MEETING DATE 10-May-2012
 ISIN US6700081010 AGENDA 933589698 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	APPROVAL OF (I) THE MERGER OF BLMS INC., A WHOLLY-OWNED SUBSIDIARY OF LAM RESEARCH CORPORATION, WITH AND INTO NOVELLUS SYSTEMS, INC. AND (II) THE AGREEMENT AND PLAN OF MERGER BY AND AMONG LAM RESEARCH CORPORATION, BLMS INC. AND NOVELLUS SYSTEMS, INC., AND THE PRINCIPAL TERMS THEREOF.	Management	For	For
2.	THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY AND APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE PROPOSAL 1.	Management	For	For
3.	APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF NOVELLUS' NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain	Again

LUNDIN MINING CORPORATION

SECURITY 550372106 MEETING TYPE Annual
 TICKER SYMBOL LUNMF MEETING DATE 11-May-2012
 ISIN CA5503721063 AGENDA 933606660 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 COLIN K. BENNER		For	For
	2 DONALD K. CHARTER		For	For
	3 PAUL K. CONIBEAR		For	For
	4 JOHN H. CRAIG		For	For
	5 BRIAN D. EDGAR		For	For
	6 LUKAS H. LUNDIN		For	For
	7 DALE C. PENIUK		For	For
	8 WILLIAM A. RAND		For	For
02	APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION.	Management	For	For

INTERNATIONAL POWER PLC

SECURITY G4890M109 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 15-May-2012
 ISIN GB0006320161 AGENDA 703702793 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

1	To receive the 2011 Annual Report	Management	For	For
2	To re-appoint Dirk Beeuwsaert as a Director	Management	For	For
3	To re-appoint Sir Neville Simms as a Director	Management	For	For
4	To re-appoint Bernard Attali as a Director	Management	For	For
5	To re-appoint Tony Isaac as a Director	Management	For	For
6	To re-appoint David Weston as a Director	Management	For	For
7	To re-appoint Sir Rob Young as a Director	Management	For	For
8	To re-appoint Michael Zaoui as a Director	Management	For	For
9	To re-appoint Gerard Mestrallet as a Director	Management	For	For
10	To re-appoint Jean-Francois Cirelli as a Director	Management	For	For
11	To re-appoint Isabelle Kocher as a Director	Management	For	For
12	To re-appoint Philip Cox as a Director	Management	For	For
13	To re-appoint Guy Richelle as a Director	Management	For	For
14	To appoint Geert Peeters as a Director	Management	For	For
15	To declare a final dividend of 6.6 euro cents per ordinary share	Management	For	For
16	To re-appoint Deloitte LLP as auditors and to authorise the Directors to set their remuneration	Management	For	For
17	To approve the Directors' remuneration report for the financial year ended 31 December 2011	Management	For	For
18	General authority to allot shares	Management	For	For
19	Disapplication of pre-emption rights	Management	Against	Against
20	Authority to purchase own shares	Management	For	For
21	The International Power plc 2012 Performance Share Plan	Management	For	For
22	Authority to hold general meetings (other than AGMs) on 14 clear days' notice	Management	For	For

ENZON PHARMACEUTICALS, INC.

SECURITY	293904108	MEETING TYPE	Annual
TICKER SYMBOL	ENZN	MEETING DATE	16-May-2012
ISIN	US2939041081	AGENDA	933590401 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: ALEXANDER J. DENNER	Management	For	For
1B	ELECTION OF DIRECTOR: RICHARD C. MULLIGAN	Management	For	For
1C	ELECTION OF DIRECTOR: THOMAS F. DEUEL	Management	For	For
1D	ELECTION OF DIRECTOR: GEORGE W. HEBARD III	Management	For	For
1E	ELECTION OF DIRECTOR: ROBERT LEBUHN	Management	For	For
1F	ELECTION OF DIRECTOR: ROBERT C. SALISBURY	Management	For	For
1G	ELECTION OF DIRECTOR: RICHARD A. YOUNG	Management	For	For
2	TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012	Management	For	For
3	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against

BEL FUSE INC.

SECURITY	077347201	MEETING TYPE	Annual
TICKER SYMBOL	BELFA	MEETING DATE	16-May-2012
ISIN	US0773472016	AGENDA	933604515 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR 1 HOWARD B. BERNSTEIN 2 JOHN F. TWEEDY 3 MARK B. SEGALL	Management	No Action No Action No Action	
2.	WITH RESPECT TO THE RATIFICATION OF THE DESIGNATION OF DELOITTE & TOUCHE LLP TO AUDIT BEL'S BOOKS AND ACCOUNTS FOR 2012.	Management	No Action	
3.	WITH RESPECT TO THE APPROVAL, ON AN ADVISORY BASIS, OF THE EXECUTIVE COMPENSATION OF BEL'S NAMED EXECUTIVE OFFICERS AS DESCRIBED IN THE PROXY STATEMENT.	Management	No Action	

SUPERIOR ENERGY SERVICES, INC.

SECURITY 868157108 MEETING TYPE Annual
TICKER SYMBOL SPN MEETING DATE 16-May-2012
ISIN US8681571084 AGENDA 933608056 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR 1 HAROLD J. BOUILLION 2 ENOCH L. DAWKINS 3 DAVID D. DUNLAP 4 JAMES M. FUNK 5 TERENCE E. HALL 6 E.E. "WYN" HOWARD, III 7 PETER D. KINNEAR 8 MICHAEL M. MCSHANE 9 W. MATT RALLS 10 JUSTIN L. SULLIVAN	Management	For For For For For For For For For For	For For For For For For For For For For
2.	APPROVE, BY AN ADVISORY VOTE, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
3.	RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For

ARCHIPELAGO LEARNING, INC

SECURITY 03956P102 MEETING TYPE Special
TICKER SYMBOL ARCL MEETING DATE 16-May-2012
ISIN US03956P1021 AGENDA 933610710 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 3, 2012 (THE "MERGER AGREEMENT"), BY AND AMONG ARCHIPELAGO LEARNING, INC. ("ARCHIPELAGO"), PLATO LEARNING, INC., AND PROJECT CAYMAN MERGER CORP., AS IT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

- | | | | | |
|----|--|------------|---------|-------|
| 2. | TO APPROVE, ON A NON-BINDING ADVISORY BASIS, THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO ARCHIPELAGO'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER CONTEMPLATED BY THE MERGER AGREEMENT. | Management | Abstain | Again |
| 3. | TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING TO A LATER DATE, TIME AND/OR PLACE IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT AND APPROVE THE MERGER AGREEMENT. | Management | For | For |

THE CHARLES SCHWAB CORPORATION

SECURITY	808513105	MEETING TYPE	Annual
TICKER SYMBOL	SCHW	MEETING DATE	17-May-2012
ISIN	US8085131055	AGENDA	933582199 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1A	ELECTION OF DIRECTOR: NANCY H. BECHTLE	Management	For	For
1B	ELECTION OF DIRECTOR: WALTER W. BETTINGER II	Management	For	For
1C	ELECTION OF DIRECTOR: C. PRESTON BUTCHER	Management	For	For
2.	RATIFICATION OF INDEPENDENT AUDITORS	Management	For	For
3.	ADVISORY APPROVAL OF NAMED EXECUTIVE OFFICER COMPENSATION	Management	Abstain	Again
4.	APPROVAL OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION AND BYLAWS TO DECLASSIFY THE BOARD	Management	For	For
5.	STOCKHOLDER PROPOSAL REGARDING POLITICAL CONTRIBUTIONS	Shareholder	Against	For
6.	STOCKHOLDER PROPOSAL TO AMEND BYLAWS REGARDING PROXY ACCESS	Shareholder	Against	For

CABLEVISION SYSTEMS CORPORATION

SECURITY	12686C109	MEETING TYPE	Annual
TICKER SYMBOL	CVC	MEETING DATE	18-May-2012
ISIN	US12686C1099	AGENDA	933588153 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	DIRECTOR	Management		
	1 ZACHARY W. CARTER		For	For
	2 THOMAS V. REIFENHEISER		For	For
	3 JOHN R. RYAN		For	For
	4 VINCENT TESE		For	For
	5 LEONARD TOW		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2012.	Management	For	For

CLEAR CHANNEL OUTDOOR HOLDINGS, INC.

Edgar Filing: GDL FUND - Form N-PX

SECURITY 18451C109 MEETING TYPE Annual
 TICKER SYMBOL CCO MEETING DATE 18-May-2012
 ISIN US18451C1099 AGENDA 933608020 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR 1 JAMES C. CARLISLE 2 ROBERT W. PITTMAN 3 DALE W. TREMBLAY	Management	Withheld Withheld Withheld	Again Again Again
2.	APPROVAL OF THE ADOPTION OF THE 2012 STOCK INCENTIVE PLAN.	Management	Against	Again
3.	APPROVAL OF THE ADOPTION OF THE AMENDED AND RESTATED 2006 ANNUAL INCENTIVE PLAN.	Management	For	For
4.	RATIFICATION OF THE SELECTION OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For	For

ORIDION SYSTEMS LTD, JERUSALEM

SECURITY M75541108 MEETING TYPE ExtraOrdinary General Meeting
 TICKER SYMBOL MEETING DATE 22-May-2012
 ISIN IL0010837818 AGENDA 703740363 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	AS A CONDITION OF VOTING, ISRAELI MARKET REGULATIONS REQUIRE THAT YOU-DISCLOSE WHETHER YOU HAVE A CONTROLLING OR PERSONAL INTEREST IN THIS COMPANY.-SHOULD EITHER BE THE CASE, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE-SO THAT WE MAY LODGE YOUR INSTRUCTIONS ACCORDINGLY. IF YOU DO NOT HAVE A-CONTROLLING OR PERSONAL INTEREST, SUBMIT YOUR VOTE AS NORMAL	Non-Voting		
1	Approval of the agreement and plan of merger (the merger agreement)	Management	For	For
2	Approval of the payment to Alan Adler, company's CEO and chairman of the board of a bonus amount of 90,000 U.S. dollars	Management	For	For
3	Approval of the payment to Alan Adler, company's CEO and chairman of the board, of a change of control payment in the amount of 1 million U.S. dollars	Management	For	For
4	Approval of US share option plan	Management	Against	Again
CMMT	PLEASE NOTE THAT THE NOTICE FOR THIS MEETING WAS RECEIVED AFTER THE REGISTRATI-ON DEADLINE. IF YOUR SHARES WERE REGISTERED PRIOR TO THE DEADLINE OF 23 APR 20-12 [BOOK CLOSING/REGISTRATION DEADLINE DATE], YOUR VOTING INSTRUCTIONS WILL BE-ACCEPTED FOR THIS MEETING. HOWEVER, VOTING INSTRUCTIONS FOR SHARES THAT WERE-NOT REGISTERED PRIOR TO THE REGISTRATION DEADLINE WILL NOT BE ACCEPTED.	Non-Voting		
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

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

ENSCO PLC

SECURITY 29358Q109 MEETING TYPE Annual
 TICKER SYMBOL ESV MEETING DATE 22-May-2012
 ISIN US29358Q1094 AGENDA 933593306 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01.	RE-ELECT C. CHRISTOPHER GAUT AS A CLASS I DIRECTOR FOR A TERM TO EXPIRE AT 2015 ANNUAL GENERAL MEETING.	Management	For	For
02.	RE-ELECT GERALD W. HADDOCK AS A CLASS I DIRECTOR FOR A TERM TO EXPIRE AT 2015 ANNUAL GENERAL MEETING.	Management	For	For
03.	RE-ELECT PAUL E. ROWSEY, III AS A CLASS I DIRECTOR FOR A TERM TO EXPIRE AT 2015 ANNUAL GENERAL MEETING.	Management	For	For
04.	RE-ELECT FRANCIS S. KALMAN AS A CLASS II DIRECTOR FOR A TERM TO EXPIRE AT 2013 ANNUAL GENERAL MEETING.	Management	For	For
05.	RE-ELECT DAVID A.B. BROWN AS A CLASS III DIRECTOR FOR A TERM TO EXPIRE AT 2014 ANNUAL GENERAL MEETING.	Management	For	For
06.	RATIFY THE AUDIT COMMITTEE'S APPOINTMENT OF KPMG LLP AS OUR U.S. INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For
07.	RE-APPOINT KPMG AUDIT PLC AS OUR U.K. STATUTORY AUDITORS UNDER THE U.K. COMPANIES ACT 2006.	Management	For	For
08.	TO AUTHORIZE THE AUDIT COMMITTEE TO DETERMINE OUR U.K. STATUTORY AUDITORS' REMUNERATION.	Management	For	For
09.	APPROVE OUR 2012 LONG-TERM INCENTIVE PLAN.	Management	For	For
10.	A NON-BINDING ADVISORY APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again

GEORGIA GULF CORPORATION

SECURITY 373200302 MEETING TYPE Annual
 TICKER SYMBOL GGC MEETING DATE 22-May-2012
 ISIN US3732003021 AGENDA 933611469 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.1	ELECTION OF DIRECTOR: PAUL D. CARRICO	Management	For	For
1.2	ELECTION OF DIRECTOR: T. KEVIN DENICOLA	Management	For	For
1.3	ELECTION OF DIRECTOR: PATRICK J. FLEMING	Management	For	For
1.4	ELECTION OF DIRECTOR: ROBERT M. GERVIS	Management	For	For
1.5	ELECTION OF DIRECTOR: WAYNE C. SALES	Management	For	For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF ERNST & YOUNG LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

CSR PLC

SECURITY 12640Y205 MEETING TYPE Annual
 TICKER SYMBOL CSRE MEETING DATE 23-May-2012
 ISIN US12640Y2054 AGENDA 933594562 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	TO RECEIVE THE COMPANY'S ANNUAL REPORT AND ACCOUNTS FOR THE 52 WEEK PERIOD ENDED 30 DECEMBER 2011	Management	For	For
02	TO APPROVE THE DIRECTORS' REMUNERATION REPORT FOR THE 52 WEEK PERIOD ENDED 30 DECEMBER 2011	Management	For	For
03	TO RE-ELECT MR JOEP VAN BEURDEN AS A DIRECTOR	Management	For	For
04	TO RE-ELECT MR KANWAR CHADHA AS A DIRECTOR	Management	For	For
05	TO RE-ELECT MR WILL GARDINER AS A DIRECTOR	Management	For	For
06	TO RE-ELECT MR CHRIS LADAS AS A DIRECTOR	Management	For	For
07	TO RE-ELECT MR ANDREW ALLNER AS A DIRECTOR	Management	For	For
08	TO RE-ELECT MR ANTHONY CARLISLE AS A DIRECTOR	Management	For	For
09	TO RE-ELECT MR SERGIO GIACOLETTO-ROGGIO AS A DIRECTOR	Management	For	For
010	TO RE-ELECT MR RON MACKINTOSH AS A DIRECTOR	Management	For	For
011	TO RE-ELECT MS TERESA VEGA AS A DIRECTOR	Management	For	For
012	TO ELECT DR LEVY GERZBERG AS A DIRECTOR	Management	For	For
013	TO RE-APPOINT DELOITTE LLP AS AUDITORS	Management	For	For
014	TO AUTHORISE THE DIRECTORS TO DETERMINE THE REMUNERATION OF THE AUDITORS	Management	For	For
015	TO AUTHORISE THE PAYMENT OF A FINAL DIVIDEND	Management	For	For
16	TO APPROVE THE CSR PLC GLOBAL EMPLOYEE SHARE PURCHASE PLAN	Management	For	For
17	TO APPROVE THE AMENDED AND RESTATED CSR PLC EMPLOYEE SHARE PURCHASE PLAN	Management	For	For
18	TO AUTHORISE THE COMPANY AND ITS SUBSIDIARIES TO MAKE POLITICAL DONATIONS	Management	For	For
19	TO AUTHORISE THE COMPANY TO ALLOT SHARES PURSUANT TO SECTION 551 OF THE COMPANIES ACT 2006	Management	For	For
S20	PURSUANT TO SECTION 570 OF THE COMPANIES ACT 2006, TO RENEW THE DISAPPLICATION OF STATUTORY PRE-EMPTION RIGHTS	Management	Against	Against
S21	TO GRANT TO THE COMPANY AUTHORITY TO PURCHASE ITS OWN SHARES UNDER SECTION 701 OF THE COMPANIES ACT 2006	Management	For	For
S22	TO AUTHORISE A GENERAL MEETING (OTHER THAN AN ANNUAL GENERAL MEETING) TO BE CALLED ON NOT LESS THAN 14 CLEAR DAYS' NOTICE	Management	For	For

AMAG PHARMACEUTICALS, INC.

SECURITY 00163U106 MEETING TYPE Annual
 TICKER SYMBOL AMAG MEETING DATE 23-May-2012
 ISIN US00163U1060 AGENDA 933609200 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR	Management		

Edgar Filing: GDL FUND - Form N-PX

1	J.V. BONVENTRE, MD, PHD		For	For
2	RAJIV DE SILVA		For	For
3	MICHAEL NARACHI		For	For
4	ROBERT J. PEREZ		For	For
5	L RUSSELL, MB.CHB, MRCP		For	For
6	GINO SANTINI		For	For
7	DAVEY S. SCOON		For	For
8	WILLIAM K. HEIDEN		For	For
2.	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS DISCLOSED IN THE PROXY STATEMENT.	Management	Abstain	Against
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For	For

KRATOS DEFENSE & SEC SOLUTIONS, INC.

SECURITY 50077B207 MEETING TYPE Annual
 TICKER SYMBOL KTOS MEETING DATE 23-May-2012
 ISIN US50077B2079 AGENDA 933614617 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	DIRECTOR	Management		
1	SCOTT ANDERSON		For	For
2	BANDEL CARANO		For	For
3	ERIC DEMARCO		For	For
4	WILLIAM HOGLUND		For	For
5	SCOT JARVIS		For	For
6	JANE JUDD		For	For
7	SAMUEL LIBERATORE		For	For
2	TO RATIFY THE SELECTION OF GRANT THORNTON LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 30, 2012.	Management	For	For
3	TO APPROVE AN AMENDMENT TO THE COMPANY'S 1999 EMPLOYEE STOCK PURCHASE PLAN TO INCREASE THE AGGREGATE NUMBER OF SHARES THAT MAY BE ISSUED UNDER THE PLAN BY 900,000 SHARES.	Management	For	For
4	AN ADVISORY VOTE TO APPROVE THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Management	Abstain	Against
5	TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF.	Management	For	For

ARTHROCARE CORPORATION

SECURITY 043136100 MEETING TYPE Annual
 TICKER SYMBOL ARTC MEETING DATE 24-May-2012
 ISIN US0431361007 AGENDA 933599889 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

1.	DIRECTOR	Management		
	1 CHRISTIAN P. AHRENS		For	For
	2 GREGORY A. BELINFANTI		For	For
	3 BARBARA D. BOYAN, PH.D.		For	For
	4 DAVID FITZGERALD		For	For
	5 JAMES G. FOSTER		For	For
	6 TERRENCE E. GEREMSKI		For	For
	7 TORD B. LENDAU		For	For
	8 PETER L. WILSON		For	For
2.	TO APPROVE, BY NON-BINDING VOTE, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
3.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE 2012 FISCAL YEAR.	Management	For	For

SLM CORPORATION

SECURITY 78442P106 MEETING TYPE Annual
TICKER SYMBOL SLM MEETING DATE 24-May-2012
ISIN US78442P1066 AGENDA 933601937 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1A.	ELECTION OF DIRECTOR: ANN TORRE BATES	Management	For	For
1B.	ELECTION OF DIRECTOR: W.M. DIEFENDERFER III	Management	For	For
1C.	ELECTION OF DIRECTOR: DIANE SUITT GILLELAND	Management	For	For
1D.	ELECTION OF DIRECTOR: EARL A. GOODE	Management	For	For
1E.	ELECTION OF DIRECTOR: RONALD F. HUNT	Management	For	For
1F.	ELECTION OF DIRECTOR: ALBERT L. LORD	Management	For	For
1G.	ELECTION OF DIRECTOR: BARRY A. MUNITZ	Management	For	For
1H.	ELECTION OF DIRECTOR: HOWARD H. NEWMAN	Management	For	For
1I.	ELECTION OF DIRECTOR: A. ALEXANDER PORTER, JR.	Management	For	For
1J.	ELECTION OF DIRECTOR: FRANK C. PULEO	Management	For	For
1K.	ELECTION OF DIRECTOR: WOLFGANG SCHOELLKOPF	Management	For	For
1L.	ELECTION OF DIRECTOR: STEVEN L. SHAPIRO	Management	For	For
1M.	ELECTION OF DIRECTOR: J. TERRY STRANGE	Management	For	For
1N.	ELECTION OF DIRECTOR: ANTHONY P. TERRACCIANO	Management	For	For
1O.	ELECTION OF DIRECTOR: BARRY L. WILLIAMS	Management	For	For
2.	APPROVAL OF THE SLM CORPORATION 2012 OMNIBUS INCENTIVE PLAN.	Management	For	For
3.	APPROVAL OF THE AMENDED AND RESTATED SLM CORPORATION EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
4.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE COMPENSATION.	Management	Abstain	Again
5.	RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2012.	Management	For	For

DDI CORP.

SECURITY 233162502 MEETING TYPE Special
TICKER SYMBOL DDIC MEETING DATE 24-May-2012
ISIN US2331625028 AGENDA 933623351 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 3, 2012, BY AND AMONG VIASYSTEMS GROUP, INC., A DELAWARE CORPORATION, VICTOR MERGER SUB CORP., A DELAWARE CORPORATION AND WHOLLY-OWNED SUBSIDIARY OF VIASYSTEMS, AND DDI CORP., AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME.	Management	For	For
2.	THE PROPOSAL TO ADJOURN THE SPECIAL MEETING TO A LATER DATE, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF ADOPTION OF THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.	Management	For	For
3.	THE PROPOSAL TO APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, CERTAIN COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO DDI CORP.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

ASTRAL MEDIA INC.

SECURITY 046346300 MEETING TYPE Special
TICKER SYMBOL AAIAF MEETING DATE 24-May-2012
ISIN CA0463463004 AGENDA 933623426 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PASS THE SPECIAL RESOLUTION APPROVING THE ACQUISITION BY BCE INC. OF ALL OF THE OUTSTANDING CLASS A NON-VOTING SHARES, CLASS B SUBORDINATE VOTING SHARES AND SPECIAL SHARES OF ASTRAL BY WAY OF A STATUTORY ARRANGEMENT PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT, AS SET FORTH IN APPENDIX "A" TO ASTRAL'S MANAGEMENT INFORMATION CIRCULAR DATED APRIL 19, 2012.	Management	For	For

ASTRAL MEDIA INC.

SECURITY 046346201 MEETING TYPE Special
TICKER SYMBOL AAIAF MEETING DATE 24-May-2012
ISIN CA0463462014 AGENDA 933624909 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	PASS THE SPECIAL RESOLUTION APPROVING THE ACQUISITION BY BCE INC. OF ALL OF THE OUTSTANDING CLASS A NON-VOTING SHARES, CLASS B SUBORDINATE VOTING SHARES AND SPECIAL SHARES OF ASTRAL BY WAY OF A STATUTORY ARRANGEMENT PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT, AS SET FORTH IN APPENDIX "A" TO ASTRAL'S MANAGEMENT INFORMATION CIRCULAR DATED APRIL	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

19, 2012.
 02 IN CONNECTION WITH THE ACQUISITION OF ASTRAL BY BCE Management For For
 INC., PASS THE ORDINARY RESOLUTION APPROVING THE
 ALLOCATION, WHICH IS APPROVED BY BCE INC., FROM THE
 BONUS AND RETENTION PLAN TO ASTRAL'S PRESIDENT AND
 CHIEF EXECUTIVE OFFICER, AS SET FORTH IN APPENDIX "D"
 TO ASTRAL'S MANAGEMENT INFORMATION CIRCULAR DATED APRIL
 19, 2012, SUCH BONUS BEING PAYABLE ONLY IF THE
 ACQUISITION OF ASTRAL BY BCE INC. REFERRED TO IN ITEM 1
 ABOVE IS COMPLETED.

UMECO PLC

SECURITY G9188V109 MEETING TYPE Court Meeting
 TICKER SYMBOL MEETING DATE 28-May-2012
 ISIN GB0009116079 AGENDA 703770619 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
	-----	-----	-----	-----
CMMT	PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT.	Non-Voting		
1	For the purpose of considering and, if thought fit, approving(with or without modification)a scheme of arrangement(the 'Scheme') proposed to be made between the Company and the Shareholders	Management	For	For

UMECO PLC

SECURITY G9188V109 MEETING TYPE Ordinary General Meeting
 TICKER SYMBOL MEETING DATE 28-May-2012
 ISIN GB0009116079 AGENDA 703770621 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
	-----	-----	-----	-----
1	To approve the resolution giving effect to the Scheme, as set out in the notice of General Meeting, including the reduction of the Company's share capital and amending the Company's articles of association	Management	For	For

VITERRA INC.

SECURITY 92849T108 MEETING TYPE Special
 TICKER SYMBOL VTRAF MEETING DATE 29-May-2012
 ISIN CA92849T1084 AGENDA 933628729 - Management

FOR/A

Edgar Filing: GDL FUND - Form N-PX

	RECONCILIATION AND RE-REGISTRATION FOLLOWING A TRADE. IF YOU HAVE CONCERNS REGARDING YOUR ACCOUNTS, PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE.		
CMMT	PLEASE NOTE THAT THIS IS THE PART II OF THE MEETING NOTICE SENT UNDER MEETING-935512, INCLUDING THE AGENDA. TO VOTE IN THE UPCOMING MEETING, YOUR NAME MUST BE NOTIFIED TO THE COMPANY REGISTRAR AS BENEFICIAL OWNER BEFORE THE RE-REGISTRATION DEADLINE. PLEASE NOTE THAT THOSE INSTRUCTIONS THAT ARE SUBMITTED AFTER THE CUTOFF DATE WILL BE PROCESSED ON A BEST EFFORT BASIS. THANK YOU.	Non-Voting	
1	Approval of the annual report 2011, of the statutory accounts 2011 of Newave Energy Holding SA and of the consolidated financial statements 2011 of the Newave Group	Management	No Action
2	Appropriation of retained earnings	Management	No Action
3	Discharge of the members of the board of directors and the executive board	Management	No Action
4.1	Re-election of David Bond as board of director for a term of office of one year until the Annual General Meeting of Shareholders 2013	Management	No Action
4.2	Re-election of Rajagopal Kannabiran as board of director for a term of office of one year until the Annual General Meeting of Shareholders 2013	Management	No Action
4.3	Re-election of Remo Luetolf as board of director for a term of office of one year until the Annual General Meeting of Shareholders 2013	Management	No Action
4.4	Re-election of Jasmin Staiblin as board of director for a term of office of one year until the Annual General Meeting of Shareholders 2013	Management	No Action
4.5	Re-election of Detlef Steck as board of director for a term of office of one year until the Annual General Meeting of Shareholders 2013	Management	No Action
5	Election of the auditors Ernst and Young AG, Zurich	Management	No Action

MENTOR GRAPHICS CORPORATION

SECURITY 587200106 MEETING TYPE Annual
TICKER SYMBOL MENT MEETING DATE 30-May-2012
ISIN US5872001061 AGENDA 933629264 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	DIRECTOR	Management		
	1 KEITH L. BARNES		For	For
	2 SIR PETER L. BONFIELD		For	For
	3 GREGORY K. HINCKLEY		For	For
	4 J. DANIEL MCCRANIE		For	For
	5 KEVIN C. MCDONOUGH		For	For
	6 PATRICK B. MCMANUS		For	For
	7 DR. WALDEN C. RHINES		For	For
	8 DAVID S. SCHECHTER		For	For
2.	SHAREHOLDER ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Again
3.	PROPOSAL TO RE-APPROVE THE COMPANY'S EXECUTIVE VARIABLE INCENTIVE PLAN.	Management	For	For
4.	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

FOR ITS FISCAL YEAR ENDING JANUARY 31, 2013.

THE PEP BOYS - MANNY, MOE & JACK

SECURITY 713278109 MEETING TYPE Special
 TICKER SYMBOL PBY MEETING DATE 30-May-2012
 ISIN US7132781094 AGENDA 933630368 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER (THE "MERGER AGREEMENT"), DATED AS OF JANUARY 29, 2012, BY AND AMONG THE PEP BOYS - MANNY, MOE & JACK, AUTO ACQUISITION COMPANY, LLC AND AUTO MERGERSUB, INC., A WHOLLY OWNED SUBSIDIARY OF AUTO ACQUISITION COMPANY, LLC, AND APPROVE THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE MERGER.	Management	For	For
2.	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF ADOPTING THE MERGER AGREEMENT AND APPROVING THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE MERGER, AT THE TIME OF THE SPECIAL MEETING.	Management	For	For
3.	TO APPROVE A NON-BINDING PROPOSAL REGARDING CERTAIN EXECUTIVE COMPENSATION THAT MAY BE PAID TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

NEO MATERIAL TECHNOLOGIES INC.

SECURITY 64045Y108 MEETING TYPE Annual and Special Meeting
 TICKER SYMBOL NEMFF MEETING DATE 30-May-2012
 ISIN CA64045Y1088 AGENDA 933631562 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 GARY E. GERMAN		For	For
	2 HO SOO CHING		For	For
	3 JAMES J. JACKSON		For	For
	4 C. E. KARAYANNOPOULOS		For	For
	5 CLAIRE M.C. KENNEDY		For	For
	6 WILLIAM E. MACFARLANE		For	For
	7 PETER E. O'CONNOR		For	For
	8 JOHN E. PEARSON		For	For
02	RE-APPOINTMENT OF KPMG LLP, CHARTERED ACCOUNTANTS AS AUDITORS OF NEM AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION	Management	For	For
03	TO PASS, WITH OR WITHOUT VARIATION, A SPECIAL RESOLUTION (THE "ARRANGEMENT RESOLUTION"), THE FULL TEXT OF WHICH IS SET FORTH IN APPENDIX D TO THE ACCOMPANYING MANAGEMENT PROXY CIRCULAR (THE	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

"CIRCULAR"), APPROVING AN ARRANGEMENT (THE "ARRANGEMENT") PURSUANT TO SECTION 192 OF THE CANADA BUSINESS CORPORATIONS ACT, AS AMENDED (THE "CBCA"), ALL AS MORE PARTICULARLY DESCRIBED IN THE CIRCULAR.

ADAMS GOLF, INC.

SECURITY 006228209 MEETING TYPE Special
 TICKER SYMBOL ADGF MEETING DATE 30-May-2012
 ISIN US0062282092 AGENDA 933635572 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	APPROVAL AND ADOPTION OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 18, 2012, BY AND AMONG TAYLOR MADE GOLF COMPANY, INC., A DELAWARE CORPORATION ("PARENT"), APPLE TREE ACQUISITION CORP., A DELAWARE CORPORATION AND A WHOLLY-OWNED SUBSIDIARY OF PARENT ("MERGER SUB"), AND ADAMS GOLF, INC. (THE "COMPANY"), ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
2.	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

PARMALAT SPA, COLLECCHIO

SECURITY T7S73M107 MEETING TYPE MIX
 TICKER SYMBOL MEETING DATE 31-May-2012
 ISIN IT0003826473 AGENDA 703819726 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 974407 DUE TO RECEIPT OF-SLATES FOR BOARD OF DIRECTORS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL-BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK-YOU.	Non-Voting		
CMMT	PLEASE NOTE THAT THE ITALIAN LANGUAGE AGENDA IS AVAILABLE BY CLICKING ON THE U-RL LINK: https://materials.proxyvote.com/Approved/99999Z/19840101/NPS_125154.p-df	Non-Voting		
0.1	Approval of the statement of financial position, income statement and accompanying notes at December 31, 2011, together with the report on operations for the same year. Motion for the appropriation of the year's net profit. Review of the report of the board of statutory auditors. Pertinent and related resolutions	Management	For	For
0.2	Report on compensation pursuant to article 123 Ter of the legislative decree 58 of 24 february 1998. Pertinent and related resolutions	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

CMMT	PLEASE NOTE THAT ALTHOUGH THERE ARE 2 SLATES TO BE ELECTED AS DIRECTORS, THERE-IS ONLY 1 SLATE AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTI-ONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO-VOTE FOR ONLY 1 SLATE OF THE 2 SLATES. THANK YOU.	Non-Voting		
O.3.1	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: Election of the board of directors, determination of the length of the board's term of office, election of the chairman of the board of directors and determination of the compensation. Pertinent and related resolutions: List presented by Sofil Sas holding 1,448,214,141 shares: Mr. Francesco Tato', Mrs. Yvon Guerin, Mr. Marco Reboa, Mr. Francesco Gatti, Mr. Riccardo Zingales, Mr. Antonio Sala, Mr. Marco Jesi, Mr. Daniel Jaouen, Mrs. Gabriella Chersicla, Mr. Alain Channalet-Quercy, Mr. Ferdinando Grimaldi Quartieri	Shareholder		
O.3.2	PLEASE NOTE THAT THIS IS A SHAREHOLDERS' PROPOSAL: Election of the board of directors, determination of the length of the board's term of office, election of the chairman of the board of directors and determination of the compensation. Pertinent and related resolutions: List presented by Amber Capital representing holding 25,419,343 shares: Mr. Umberto Masetti, Mr. Antonio Aristide Mastrangelo, Mr. Francesco Di Carlo	Shareholder	For	Against
O.4	Authorization to dispose of treasury shares. Pertinent and related resolutions	Management	For	For
O.5	Motion to increase the compensation of the board of statutory auditors. Pertinent and related resolutions	Management	For	For
E.1	Motion for partial distribution of the surplus in the reserve for creditor challenges and claims of late filing creditors, in the amount of 85,000,456 Euros, after amending, by an equal amount, the capital increase resolution approved by the extraordinary shareholders meeting of March 1, 2005 (as amended by the shareholders meetings of September 19, 2005 and April 28, 2007), with consequent amendment to article 5 of the bylaws. Pertinent and related resolutions	Management	For	For

EXCO RESOURCES, INC.

SECURITY	269279402	MEETING TYPE	Annual
TICKER SYMBOL	XCO	MEETING DATE	31-May-2012
ISIN	US2692794025	AGENDA	933611748 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	DIRECTOR	Management		
	1 DOUGLAS H. MILLER		For	For
	2 STEPHEN F. SMITH		For	For
	3 JEFFREY D. BENJAMIN		For	For
	4 EARL E. ELLIS		For	For
	5 B. JAMES FORD		For	For
	6 MARK MULHERN		For	For
	7 T. BOONE PICKENS		For	For
	8 WILBUR L. ROSS, JR.		For	For

Edgar Filing: GDL FUND - Form N-PX

9	JEFFREY S. SEROTA		For	For
10	ROBERT L. STILLWELL		For	For
2.	ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION.	Management	Abstain	Against
3.	PROPOSAL TO RATIFY THE APPOINTMENT OF KPMG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

VULCAN MATERIALS COMPANY

SECURITY 929160109 MEETING TYPE Contested-Annual
TICKER SYMBOL VMC MEETING DATE 01-Jun-2012
ISIN US9291601097 AGENDA 933629478 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 PHILLIP W. FARMER		For	For
	2 H. ALLEN FRANKLIN		For	For
	3 RICHARD T. O'BRIEN		For	For
	4 DONALD B. RICE		For	For
02	TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF THE NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THE PROXY STATEMENT	Management	Abstain	Against
03	TO RATIFY THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012	Management	For	For
04	SHAREHOLDER PROPOSAL REGARDING MAJORITY VOTING FOR DIRECTOR ELECTIONS	Shareholder	Against	For
05	SHAREHOLDER PROPOSAL REGARDING BOARD DECLASSIFICATION	Shareholder	Against	For
06	SHAREHOLDER PROPOSAL REGARDING THE ELIMINATION OF SUPER-MAJORITY VOTING	Shareholder	Against	For

MOTOROLA MOBILITY HOLDINGS, INC.

SECURITY 620097105 MEETING TYPE Annual
TICKER SYMBOL US6200971058 MEETING DATE 04-Jun-2012
ISIN US6200971058 AGENDA 933615873 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: SANJAY K. JHA	Management	For	For
1B.	ELECTION OF DIRECTOR: JON E. BARFIELD	Management	For	For
1C.	ELECTION OF DIRECTOR: JEANNE P. JACKSON	Management	For	For
1D.	ELECTION OF DIRECTOR: KEITH A. MEISTER	Management	For	For
1E.	ELECTION OF DIRECTOR: THOMAS J. MEREDITH	Management	For	For
1F.	ELECTION OF DIRECTOR: DANIEL A. NINIVAGGI	Management	For	For
1G.	ELECTION OF DIRECTOR: JAMES R. STENGEL	Management	For	For
1H.	ELECTION OF DIRECTOR: ANTHONY J. VINCIQUERRA	Management	For	For
1I.	ELECTION OF DIRECTOR: ANDREW J. VITERBI	Management	For	For
2.	APPROVAL OF THE MATERIAL TERMS ALLOWING FOR CERTAIN PERFORMANCE-BASED AWARDS UNDER THE COMPANY'S 2011 INCENTIVE COMPENSATION PLAN.	Management	For	For
3.	ADVISORY APPROVAL OF THE COMPANY'S EXECUTIVE	Management	Abstain	Against

Edgar Filing: GDL FUND - Form N-PX

COMPENSATION.
 4. RATIFICATION OF THE APPOINTMENT OF KPMG LLP AS THE Management For For
 COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM
 FOR 2012.

AMC NETWORKS INC

SECURITY 00164V103 MEETING TYPE Annual
 TICKER SYMBOL AMCX MEETING DATE 05-Jun-2012
 ISIN US00164V1035 AGENDA 933616976 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR	Management		
	1 NEIL M. ASHE		For	For
	2 ALAN D. SCHWARTZ		For	For
	3 LEONARD TOW		For	For
	4 ROBERT C. WRIGHT		For	For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR FISCAL YEAR 2012	Management	For	For
3.	TO APPROVE THE AMC NETWORKS INC. AMENDED AND RESTATED 2011 EMPLOYEE STOCK PLAN	Management	For	For
4.	TO APPROVE THE AMC NETWORKS INC. AMENDED AND RESTATED 2011 CASH INCENTIVE PLAN	Management	For	For
5.	TO APPROVE THE AMC NETWORKS INC. AMENDED AND RESTATED 2011 STOCK PLAN FOR NON-EMPLOYEE DIRECTORS	Management	For	For
6.	TO APPROVE, ON AN ADVISORY BASIS, COMPENSATION OF OUR EXECUTIVE OFFICERS	Management	Abstain	Again
7.	AN ADVISORY VOTE ON THE FREQUENCY OF THE ADVISORY VOTE ON THE COMPENSATION OF OUR EXECUTIVE OFFICERS	Management	Abstain	Again

VENOCO, INC.

SECURITY 92275P307 MEETING TYPE Special
 TICKER SYMBOL VQ MEETING DATE 05-Jun-2012
 ISIN US92275P3073 AGENDA 933631409 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	ADOPTION AND APPROVAL OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 16, 2012, BY AND AMONG VENOCO, INC., DENVER PARENT CORPORATION, DENVER MERGER SUB CORPORATION AND TIMOTHY M. MARQUEZ, AS DESCRIBED IN THE PROXY STATEMENT.	Management	For	For
2.	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT AND APPROVE THE AGREEMENT AND PLAN OF MERGER.	Management	For	For

ABOVENET, INC.

Edgar Filing: GDL FUND - Form N-PX

SECURITY 00374N107 MEETING TYPE Special
 TICKER SYMBOL ABVT MEETING DATE 05-Jun-2012
 ISIN US00374N1072 AGENDA 933631461 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 18, 2012, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG ABOVE NET, INC., ZAYO GROUP, LLC AND VOILA SUB, INC.	Management	For	For
2.	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE AND PERMITTED UNDER THE MERGER AGREEMENT, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE INSUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO ADOPT THE AGREEMENT AND PLAN OF MERGER.	Management	For	For
3.	TO APPROVE ON A NON-BINDING ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION PAYABLE UNDER EXISTING AGREEMENTS WITH THE COMPANY THAT CERTAIN EXECUTIVE OFFICERS OF THE COMPANY WILL OR MAY RECEIVE IN CONNECTION WITH THE MERGER.	Management	Abstain	Again

ISTA PHARMACEUTICALS, INC.

SECURITY 45031X204 MEETING TYPE Special
 TICKER SYMBOL ISTA MEETING DATE 05-Jun-2012
 ISIN US45031X2045 AGENDA 933636043 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 26, 2012, BY AND AMONG ISTA PHARMACEUTICALS, INC., BAUSCH & LOMB INCORPORATED AND INGA ACQUISITION CORPORATION.	Management	For	For
2.	TO APPROVE, ON A NONBINDING ADVISORY BASIS, THE "GOLDEN PARACHUTE" COMPENSATION THAT WILL BE PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
3.	TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES TO APPROVE THE PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF MARCH 26, 2012, BY AND AMONG ISTA PHARMACEUTICALS, INC., BAUSCH & LOMB INCORPORATED AND INGA ACQUISITION CORPORATION.	Management	For	For

WESTERNZAGROS RESOURCES LTD.

SECURITY 960008100 MEETING TYPE Annual and Special Meeting
 TICKER SYMBOL WZGRF MEETING DATE 06-Jun-2012
 ISIN CA9600081009 AGENDA 933621535 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR 1 DAVID J. BOONE 2 DAVID B. COOK 3 FRED J. DYMENT 4 JOHN FRANGOS 5 M. SIMON HATFIELD 6 JAMES C. HOUCK 7 RANDALL OLIPHANT 8 WILLIAM WALLACE	Management	For	For
02	ON THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION AT SUCH REMUNERATION AS MAY BE APPROVED BY THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF THE CORPORATION:	Management	For	For
03	ON THE RENEWAL AND APPROVAL OF THE CORPORATION'S STOCK OPTION PLAN AS SET FORTH IN THE INFORMATION CIRCULAR OF THE CORPORATION DATED MARCH 26, 2012.	Management	For	For

DREAMS, INC.

SECURITY 261983209 MEETING TYPE Special
TICKER SYMBOL DRJ MEETING DATE 06-Jun-2012
ISIN US2619832098 AGENDA 933636702 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO APPROVE AND ADOPT THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 13, 2012, BY AND AMONG FANATICS, INC., SWEET TOOTH ACQUISITION CORP. AND DREAMS, INC., AND APPROVE THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE MERGER.	Management	For	For
2.	TO ADJOURN THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF ADOPTING THE AMENDED AND RESTATED AGREEMENT AND PLAN OF MERGER AND APPROVING THE TRANSACTIONS CONTEMPLATED THEREBY AT THE TIME OF THE SPECIAL MEETING.	Management	For	For

INTERNATIONAL POWER PLC

SECURITY G4890M109 MEETING TYPE Court Meeting
TICKER SYMBOL GB0006320161 MEETING DATE 07-Jun-2012
ISIN GB0006320161 AGENDA 703825844 - Management

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

Edgar Filing: GDL FUND - Form N-PX

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

1	To approve the proposed Scheme of Arrangement set out in the notice convening the Court Meeting dated 14-May-12	Management	For	For
---	---	------------	-----	-----

INTERNATIONAL POWER PLC

SECURITY	G4890M109	MEETING TYPE	Ordinary General Meeting
TICKER SYMBOL		MEETING DATE	07-Jun-2012
ISIN	GB0006320161	AGENDA	703825856 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN MEETING TYPE FROM CRT TO-OGM. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY F-ORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		
1	To approve the implementation of the Scheme of Arrangement	Management	For	For
2	To approve the buy back of the Deferred Shares pursuant to the Deferred Shares SPA	Management	For	For

DOLLAR THRIFTY AUTOMOTIVE GROUP, INC.

SECURITY	256743105	MEETING TYPE	Annual
TICKER SYMBOL	DTG	MEETING DATE	07-Jun-2012
ISIN	US2567431059	AGENDA	933623604 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	DIRECTOR	Management		
	1 THOMAS P. CAPO		For	For
	2 MARYANN N. KELLER		For	For
	3 HON. EDWARD C. LUMLEY		For	For
	4 RICHARD W. NEU		For	For
	5 JOHN C. POPE		For	For
	6 SCOTT L. THOMPSON		For	For
2.	RATIFICATION OF THE APPOINTMENT OF ERNST & YOUNG LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2012.	Management	For	For
3.	ADVISORY VOTE TO APPROVE COMPENSATION OF NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
4.	APPROVAL OF AMENDMENTS TO THE DOLLAR THRIFTY AUTOMOTIVE GROUP, INC. SECOND AMENDED AND RESTATED LONG-TERM INCENTIVE PLAN AND DIRECTOR EQUITY PLAN.	Management	For	For
5.	APPROVAL OF AN AMENDMENT TO DOLLAR THRIFTY AUTOMOTIVE GROUP, INC.'S CERTIFICATE OF INCORPORATION TO INCREASE THE AUTHORIZED COMMON SHARE CAPITAL.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

HEELYS, INC

SECURITY 42279M107 MEETING TYPE Annual
 TICKER SYMBOL HLYS MEETING DATE 07-Jun-2012
 ISIN US42279M1071 AGENDA 933627450 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR	Management		
	1 JERRY R. EDWARDS		For	For
	2 PATRICK F. HAMNER		For	For
	3 THOMAS C. HANSEN		For	For
	4 GARY L. MARTIN		For	For
	5 N.R. MCGEACHY, III		For	For
	6 GLENN M. NEBLETT		For	For
	7 RALPH T. PARKS		For	For
	8 RICHARD F. STRUP		For	For
2.	RATIFICATION OF THE APPOINTMENT OF GRANT THORNTON LLP AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDED 2012.	Management	For	For

BIOGEN IDEC INC.

SECURITY 09062X103 MEETING TYPE Annual
 TICKER SYMBOL BIIB MEETING DATE 08-Jun-2012
 ISIN US09062X1037 AGENDA 933618843 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: CAROLINE D. DORSA	Management	For	For
1B.	ELECTION OF DIRECTOR: STELIOS PAPADOPOULOS	Management	For	For
1C.	ELECTION OF DIRECTOR: GEORGE A. SCANGOS	Management	For	For
1D.	ELECTION OF DIRECTOR: LYNN SCHENK	Management	For	For
1E.	ELECTION OF DIRECTOR: ALEXANDER J. DENNER	Management	For	For
1F.	ELECTION OF DIRECTOR: NANCY L. LEAMING	Management	For	For
1G.	ELECTION OF DIRECTOR: RICHARD C. MULLIGAN	Management	For	For
1H.	ELECTION OF DIRECTOR: ROBERT W. PANGIA	Management	For	For
1I.	ELECTION OF DIRECTOR: BRIAN S. POSNER	Management	For	For
1J.	ELECTION OF DIRECTOR: ERIC K. ROWINSKY	Management	For	For
1K.	ELECTION OF DIRECTOR: STEPHEN A. SHERWIN	Management	For	For
1L.	ELECTION OF DIRECTOR: WILLIAM D. YOUNG	Management	For	For
2.	TO RATIFY THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS BIOGEN IDEC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2012.	Management	For	For
3.	SAY ON PAY - AN ADVISORY VOTE ON EXECUTIVE COMPENSATION.	Management	Abstain	Again
4.	TO APPROVE AN AMENDMENT TO BIOGEN IDEC'S AMENDED AND RESTATED CERTIFICATE OF INCORPORATION ESTABLISHING DELAWARE AS EXCLUSIVE FORUM FOR CERTAIN DISPUTES.	Management	For	For
5.	TO APPROVE AN AMENDMENT TO BIOGEN IDEC'S SECOND AMENDED AND RESTATED BYLAWS PERMITTING HOLDERS OF AT LEAST 25% OF COMMON STOCK TO CALL SPECIAL MEETINGS.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

UNITED RENTALS, INC.

SECURITY 911363109 MEETING TYPE Annual
 TICKER SYMBOL URI MEETING DATE 08-Jun-2012
 ISIN US9113631090 AGENDA 933634722 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1A.	ELECTION OF DIRECTOR: JENNE K. BRITELL	Management	For	For
1B.	ELECTION OF DIRECTOR: JOSE B. ALVAREZ	Management	For	For
1C.	ELECTION OF DIRECTOR: BOBBY J. GRIFFIN	Management	For	For
1D.	ELECTION OF DIRECTOR: MICHAEL J. KNEELAND	Management	For	For
1E.	ELECTION OF DIRECTOR: PIERRE E. LEROY	Management	For	For
1F.	ELECTION OF DIRECTOR: SINGLETON B. MCALLISTER	Management	For	For
1G.	ELECTION OF DIRECTOR: BRIAN D. MCAULEY	Management	For	For
1H.	ELECTION OF DIRECTOR: JOHN S. MCKINNEY	Management	For	For
1I.	ELECTION OF DIRECTOR: JAMES H. OZANNE	Management	For	For
1J.	ELECTION OF DIRECTOR: JASON D. PAPASTAVROU	Management	For	For
1K.	ELECTION OF DIRECTOR: FILIPPO PASSERINI	Management	For	For
1L.	ELECTION OF DIRECTOR: DONALD C. ROOF	Management	For	For
1M.	ELECTION OF DIRECTOR: KEITH WIMBUSH	Management	For	For
2.	AMENDMENT TO OUR AMENDED AND RESTATED 2010 LONG TERM INCENTIVE PLAN	Management	For	For
3.	RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM	Management	For	For
4.	RESOLUTION APPROVING THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS ON AN ADVISORY BASIS	Management	Abstain	Again
5.	STOCKHOLDER PROPOSAL REGARDING "EXCLUSIVE FORUM" BYLAW	Shareholder	Against	For

MGM RESORTS INTERNATIONAL

SECURITY 552953101 MEETING TYPE Annual
 TICKER SYMBOL MGM MEETING DATE 12-Jun-2012
 ISIN US5529531015 AGENDA 933618691 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	DIRECTOR	Management		
	1 ROBERT H. BALDWIN		For	For
	2 WILLIAM A. BIBLE		For	For
	3 BURTON M. COHEN		For	For
	4 WILLIE D. DAVIS		For	For
	5 ALEXIS M. HERMAN		For	For
	6 ROLAND HERNANDEZ		For	For
	7 ANTHONY MANDEKIC		For	For
	8 ROSE MCKINNEY-JAMES		For	For
	9 JAMES J. MURREN		For	For
	10 DANIEL J. TAYLOR		For	For
2	TO RATIFY THE SELECTION OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE YEAR ENDING DECEMBER 31, 2012.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

3 TO APPROVE, ON AN ADVISORY BASIS, THE COMPENSATION OF Management Abstain Again
THE COMPANY'S NAMED EXECUTIVE OFFICERS.

SUREWEST COMMUNICATIONS

SECURITY 868733106 MEETING TYPE Special
TICKER SYMBOL SURW MEETING DATE 12-Jun-2012
ISIN US8687331061 AGENDA 933630104 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO APPROVE THE MERGER AGREEMENT, THE MERGER CERTIFICATE AND THE TRANSACTIONS CONTEMPLATED THEREBY, INCLUDING THE FIRST MERGER.	Management	For	For
2.	TO APPROVE, BY AN ADVISORY VOTE, THE CHANGE IN CONTROL SEVERANCE PAYMENTS OF THE NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again
3.	TO APPROVE THE ADJOURNMENT OR POSTPONEMENT OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES.	Management	For	For

RHOEN KLINIKUM AG, BAD NEUSTADT

SECURITY D6530N119 MEETING TYPE Annual General Meeting
TICKER SYMBOL DE0007042301 MEETING DATE 13-Jun-2012
ISIN DE0007042301 AGENDA 703801349 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
	ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.	Non-Voting		
	PLEASE NOTE THAT THE TRUE RECORD DATE FOR THIS MEETING IS 23 MAY 2012, WHEREAS THE MEETING HAS BEEN SETUP USING THE ACTUAL RECORD DATE-1 BUSINESS DAY. THIS IS DONE TO ENSURE THAT ALL POSITIONS REPORTED ARE IN CONCURRENCE WITH THE GERMAN LAW. THANK YOU.	Non-Voting		
	COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 29 MAY 2012. FURTHER INFORMATION ON COUNTER PROPOSALS CAN BE FOUND DIRECTLY ON THE ISSUER'S WEBSITE (PLEASE REFER TO THE MATERIAL URL SECTION OF THE APPLICATION). IF YOU WISH TO ACT ON THESE ITEMS, YOU WILL NEED TO REQUEST A MEETING ATTEND AND VOTE YOUR SHARES DIRECTLY AT THE	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

	COMPANY'S MEETING. COUNTER PROPOSALS CANNOT BE REFLECTED IN THE BALLOT O-N PROXYEDGE.			
1.	Presentation of the approved Annual Financial Statements and the Consolidated-Financial Statements for the year ended 31 December 2011, as well as the Management Reports on the situation of the Company and of the Group for financial year 2011 (including the notes on the disclosures pursuant to sections 289 (4)-and (5), 315 (4) of the German Commercial Code (Handelsgesetzbuch, HGB), respectively, for financial year 2011) and the Report of the Supervisory Board for financial year 2011	Non-Voting		
2.	Resolution on the appropriation of the net distributable profit	Management	For	For
3.1	Resolution on formal approval of the actions of the members of the Board of Management for financial year 2011: Wolfgang Pfoehler	Management	For	For
3.2	Resolution on formal approval of the actions of the members of the Board of Management for financial year 2011: Volker Feldkamp	Management	For	For
3.3	Resolution on formal approval of the actions of the members of the Board of Management for financial year 2011: Dr. Erik Hamann	Management	For	For
3.4	Resolution on formal approval of the actions of the members of the Board of Management for financial year 2011: Wolfgang Kunz	Management	For	For
3.5	Resolution on formal approval of the actions of the members of the Board of Management for financial year 2011: Martin Menger	Management	For	For
3.6	Resolution on formal approval of the actions of the members of the Board of Management for financial year 2011: Dr. Irmgard Stippler	Management	For	For
3.7	Resolution on formal approval of the actions of the members of the Board of Management for financial year 2011: Dr. Christoph Straub	Management	For	For
4.1	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Eugen Muench	Management	For	For
4.2	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Joachim Lueddecke	Management	For	For
4.3	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Wolfgang Muendel	Management	For	For
4.4	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Peter Berghoefler	Management	For	For
4.5	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Bettina Boettcher	Management	For	For
4.6	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Sylvia Buehler	Management	For	For
4.7	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Helmut Buehner	Management	For	For
4.8	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Professor Dr. Gerhard Ehninger	Management	For	For
4.9	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Stefan Haertel	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

4.10	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Caspar von Hauenschild	Management	For	For
4.11	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Detlef Klimpe	Management	For	For
4.12	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Professor Dr. Dr. sc. (Havard) Karl W. Lauterbach	Management	For	For
4.13	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Michael Mendel	Management	For	For
4.14	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Dr. Ruediger Merz	Management	For	For
4.15	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Dr. Brigitte Mohn	Management	For	For
4.16	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Annett Mueller	Management	For	For
4.17	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Jens-Peter Neumann	Management	For	For
4.18	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Werner Prange	Management	For	For
4.19	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Professor Dr. Jan Schmitt	Management	For	For
4.20	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Georg Schutze-Ziehaus	Management	For	For
4.21	Resolution on formal approval of the actions of the members of the Supervisory Board for financial year 2011: Dr. Rudolf Schwab	Management	For	For
5.	Election of the statutory auditor for financial year 2012: PricewaterhouseCoopers Aktiengesellschaft Wirtschaftsprfungsgesellschaft, Frankfurt am Main	Management	For	For
6.	Resolution on a new authorisation to purchase and use treasury shares pursuant to section 71(1) no.8 of the AktG as well as on the exclusion of subscription rights	Management	Against	Against

SCMP GROUP LTD

SECURITY G7867B105 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 15-Jun-2012
ISIN BMG7867B1054 AGENDA 703750744 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-ALL RESOLUTIONS. THANK YOU.	Non-Voting		
CMMT	PLEASE NOTE THAT THE COMPANY NOTICE IS AVAILABLE BY CLICKING ON THE URL LINK:- http://www.hkexnews.hk/listedco/listconews/sehk/2012/0423/LTN20120423467.pdf	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

1	To adopt the Audited Financial Statements and the Directors' Report and Independent Auditor's Report for the year ended 31 December 2011	Management	For	For
2	To approve the payment of a final dividend	Management	For	For
3	To re-elect Ms. Kuok Hui Kwong as Executive Director	Management	For	For
4	To re-elect Dr. the Hon. Sir David Li Kwok Po as Independent Non-executive Director	Management	For	For
5	To re-elect Mr. Roberto V. Ongpin as Non-executive Director	Management	For	For
6	To authorise the Board to fix Directors' fee	Management	For	For
7	To re-appoint PricewaterhouseCoopers as Auditor and authorise the Board to fix their remuneration	Management	For	For
8.A	To approve the amendments to the Bye-Laws of the Company in terms of the proposed special resolution set out in item 8A in the notice of the meeting: 1.(A), 1.(C),1.(D), 44, 63, 70, 70A, 71, 72, 73, 81, 87.(B), 98.(H)(iii), 102, 104, 144, 162.(B), 162.(C), 163.(C), 167.(A), 167.(B),169, 178	Management	For	For
8.B	To approve and adopt the consolidated version of the Bye-Laws of the Company in terms of the proposed special resolution set out in item 8B in the notice of the meeting	Management	For	For
9	To grant a general mandate to the Directors to issue shares in terms of the proposed ordinary resolution set out in item 9 in the notice of the meeting	Management	For	For
10	To grant a general mandate to the Directors to repurchase shares in terms of the proposed ordinary resolution set out in item 10 in the notice of the meeting	Management	For	For
11	To grant a general mandate to the Directors to add repurchased shares to the share issue general mandate in terms of the proposed ordinary resolution set out in item 11 in the notice of the meeting	Management	For	For

TRELAWNEY MINING AND EXPLORATION INC.

SECURITY 89472X109 MEETING TYPE Special
TICKER SYMBOL TWNMF MEETING DATE 15-Jun-2012
ISIN CA89472X1096 AGENDA 933645600 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	THE ARRANGEMENT RESOLUTION (THE "ARRANGEMENT RESOLUTION"), THE TEXT OF WHICH IS ATTACHED AS APPENDIX B TO THE MANAGEMENT INFORMATION CIRCULAR DATED MAY 15, 2012, AS MAY BE AMENDED OR SUPPLEMENTED (THE "CIRCULAR"), APPROVING THE ARRANGEMENT TO BE EFFECTED BY WAY OF PLAN OF ARRANGEMENT PURSUANT TO SECTION 182 OF THE BUSINESS CORPORATIONS ACT (ONTARIO) INVOLVING, AMONG OTHERS, THE COMPANY AND 2324010 ONTARIO INC., A WHOLLY-OWNED SUBSIDIARY OF IAMGOLD CORPORATION.	Management	For	For

CABLE & WIRELESS WORLDWIDE PLC, BRACKNELL

SECURITY G1839Y103 MEETING TYPE Ordinary General Meeting
TICKER SYMBOL MEETING DATE 18-Jun-2012

Edgar Filing: GDL FUND - Form N-PX

ISIN GB00B5WB0X89 AGENDA 703836772 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	That: (A) for the purpose of giving effect to the scheme of arrangement dated 21 May 2012 (the "Scheme") proposed to be made between the Company and holders of Scheme Shares (as defined in the Scheme): (i) the directors of the Company be authorised to take all such action as they may consider necessary or appropriate for carrying the Scheme into effect; (ii) the share capital of the Company be reduced by cancelling and extinguishing all the Scheme Shares (as defined in the Scheme); (iii) following the capital reduction: (a) the share capital of the Company be increased to its former amount by the issue of new ordinary shares of five pence each; and (b) the reserve arising in the books of account of the Company as a result of the cancellation of the Scheme Shares be applied in paying up in full the new ordinary shares; CONTD	Management	For	For
CONT	CONTD and (iv) the directors be authorised for the purposes of section 551 of the Companies Act 2006 to allot the new ordinary shares; and (B) the articles of association of the Company be amended on the terms described in the notice of the General Meeting	Non-Voting		

CABLE & WIRELESS WORLDWIDE PLC, BRACKNELL

SECURITY G1839Y103 MEETING TYPE Court Meeting
 TICKER SYMBOL MEETING DATE 18-Jun-2012
 ISIN GB00B5WB0X89 AGENDA 703837572 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT ABSTAIN IS NOT A VALID VOTE OPTION FOR THIS MEETING TYPE.-PLEASE CHOOSE BETWEEN "FOR" AND "AGAINST" ONLY. SHOULD YOU CHOOSE TO VOTE-ABSTAIN FOR THIS MEETING THEN YOUR VOTE WILL BE DISREGARDED BY THE ISSUER OR-ISSUERS AGENT.	Non-Voting		
1	For the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement pursuant to Part 26 of the Companies Act 2006 dated 21 May 2012 (the "Scheme of Arrangement") proposed to be made between Cable & Wireless Worldwide plc (the "Company") and the holders of Scheme Shares (as so defined)	Management	For	For

ARDEA BIOSCIENCES, INC.

SECURITY 03969P107 MEETING TYPE Special
 TICKER SYMBOL RDEA MEETING DATE 19-Jun-2012
 ISIN US03969P1075 AGENDA 933645268 - Management

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 21, 2012, BY AND AMONG ARDEA BIOSCIENCES, INC. ("ARDEA"), ZENECA INC., A WHOLLY OWNED SUBSIDIARY OF ASTRAZENECA PLC, AND QAM CORP., A WHOLLY OWNED SUBSIDIARY OF ZENECA INC.	Management	For	For
2.	TO APPROVE ON AN ADVISORY, NON-BINDING BASIS THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO ARDEA'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, INCLUDING THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Management	Abstain	Again
3.	TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES IN FAVOR OF PROPOSAL NO. 1.	Management	For	For

ALEO SOLAR AG, OLDENBURG

SECURITY	D03137102	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	20-Jun-2012
ISIN	DE000A0JM634	AGENDA	703819524 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
	ACCORDING TO GERMAN LAW, IN CASE OF SPECIFIC CONFLICTS OF INTEREST IN CONNECTION WITH SPECIFIC ITEMS OF THE AGENDA FOR THE GENERAL MEETING YOU ARE NOT ENTITLED TO EXERCISE YOUR VOTING RIGHTS. FURTHER, YOUR VOTING RIGHT MIGHT BE EXCLUDED WHEN YOUR SHARE IN VOTING RIGHTS HAS REACHED CERTAIN THRESHOLDS AND YOU HAVE NOT COMPLIED WITH ANY OF YOUR MANDATORY VOTING RIGHTS NOTIFICATIONS PURSUANT TO THE GERMAN SECURITIES TRADING ACT (WHPG). FOR QUESTIONS IN THIS REGARD PLEASE CONTACT YOUR CLIENT SERVICE REPRESENTATIVE FOR CLARIFICATION. IF YOU DO NOT HAVE ANY INDICATION REGARDING SUCH CONFLICT OF INTEREST, OR ANOTHER EXCLUSION FROM VOTING, PLEASE SUBMIT YOUR VOTE AS USUAL. THANK YOU.	Non-Voting		
	For German registered shares, the shares have to be registered within the company's shareholder book. Depending on the processing of the local sub custodian-if a client wishes to withdraw its voting instruction due to intentions to trade/lend their stock, a Take No Action vote must be received by the vote deadline as displayed on ProxyEdge to facilitate de-registration of shares from the company's shareholder book. Any Take No Action votes received after the vote-deadline will only be forwarded and processed on a best effort basis. Please contact your client services representative if you require further information.-Thank you.	Non-Voting		
	COUNTER PROPOSALS MAY BE SUBMITTED UNTIL 05 JUN 2012.	Non-Voting		

Edgar Filing: GDL FUND - Form N-PX

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

1.	Presentation of the adopted annual financial statements of aleo solar AG as at 31 December 2011, the approved consolidated financial statements as at 31 December 2011, the management report for aleo solar AG and the Group, including the Management Board's explanatory report on the disclosures pursuant to section 289 (4) and (5) and section 315 (4) German Commercial Code (Handelsgesetzbuch - HGB) as well as the report of the Supervisory Board	Non-Voting		
2.	Resolution on formal approval of the actions of the members of the Management Board	Management	For	For
3.	Resolution on formal approval of the actions of the members of the Supervisory Board	Management	For	For
4.	Resolution on the appointment of the auditor of the annual financial statements and the auditor of the consolidated financial statements for the 2012 financial year as well as of the auditor tasked with the review of the interim financial statements	Management	For	For
5.	Resolution on the election of a new Supervisory Board member: Mr Christoph Kubel	Management	For	For
6.	Resolution on the amendment of the Articles of Association to adjust the rule prohibiting the recording of changes in share ownership: Article 17	Management	For	For

COVE ENERGY PLC, LONDON

SECURITY	G2553L103	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	20-Jun-2012
ISIN	GB0034353531	AGENDA	703862056 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1	To receive and adopt the report of the directors and the financial statements of the Company for the year ending 31 December 2011 together with the report of the auditors thereon	Management	For	For
2	To re-elect Steve Staley and Frank Moxon who retire by rotation and, being eligible, offer themselves for re-election, as directors of the Company	Management	For	For
3	To reappoint Mazars LLP as auditors of the Company and to authorise the directors to fix their remuneration	Management	For	For
4	To grant the Directors authority to allot shares generally	Management	For	For
5	To disapply the statutory pre-emption provisions	Management	Against	Against

HERITAGE OIL PLC, ST HELIER

SECURITY	G4509M102	MEETING TYPE	Annual General Meeting
TICKER SYMBOL		MEETING DATE	21-Jun-2012

Edgar Filing: GDL FUND - Form N-PX

ISIN JE00B2Q4TN56 AGENDA 703840466 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	To receive the Director's Report and the financial statements of the Company for the year ended 31 December 2011, together with the report of the auditors	Management	For	For
2	To approve the Directors' Remuneration Report contained in the financial statements and reports of the company for the year ended 31 December 2011	Management	For	For
3	To re-appoint KPMG Audit Plc as auditors of the Company	Management	For	For
4	To authorize the Directors to determine the remuneration of the auditors	Management	For	For
5	To re-elect Michael Hibberd as a Director of the company	Management	For	For
6	To re-elect Anthony Duckingham as a Director of the company	Management	For	For
7	To re-elect Paul Atherton as a Director of the company	Management	For	For
8	To re-elect General Sir Michael Wilkes as a Director of the company	Management	For	For
9	To re-elect John McLeod as a Director of the Company	Management	For	For
10	To re-elect Gregory Turnbull Q.C. as a Director of the company	Management	For	For
11	To elect Carmen Rodriguez as a Director of the company	Management	For	For
12	To elect Colonel Mark Erwin as a Director of the company	Management	For	For
13	To approve the Waiver granted by the Panel	Management	For	For
14	To renew the authority conferred on the Directors by Article 10.4 of the Articles of Association of the company	Management	For	For
15	That the company is generally and unconditionally authorised to use electronic means to convey information to its shareholders	Management	For	For

ERESEARCH TECHNOLOGY, INC.

SECURITY 29481V108 MEETING TYPE Special
 TICKER SYMBOL ERT MEETING DATE 22-Jun-2012
 ISIN US29481V1089 AGENDA 933646486 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	TO CONSIDER AND VOTE UPON A PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 9, 2012, BY AND AMONG THE COMPANY, EXPLORER HOLDINGS, INC. AND EXPLORER ACQUISITION CORP., A WHOLLY-OWNED SUBSIDIARY OF EXPLORER HOLDINGS, INC.	Management	For	For
2.	TO CAST A NON-BINDING ADVISORY VOTE TO APPROVE THE "GOLDEN PARACHUTE" COMPENSATION THAT MAY BE PAYABLE TO THE COMPANY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Management	Abstain	Again
3.	TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES TO APPROVE THE PROPOSAL TO ADOPT THE MERGER AGREEMENT.	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

ASIA SATELLITE TELECOMMUNICATIONS HOLDINGS LTD

SECURITY G0534R108 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 26-Jun-2012
 ISIN BMG0534R1088 AGENDA 703845606 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT THE COMPANY NOTICE IS AVAILABLE BY CLICKING ON THE URL LINK:- http://www.hkexnews.hk/listedco/listconews/sehk/2012/0524/LTN20120524262.pdf	Non-Voting		
CMMT	PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-ALL RESOLUTIONS. THANK YOU.	Non-Voting		
1	To receive and approve the audited consolidated financial statements for the year ended 31 December 2011 and the reports of the Directors and auditors thereon	Management	For	For
2(a)	To re-elect Mr. John F. Connelly as a Director	Management	For	For
2(b)	To re-elect Mr. Sherwood P. Dodge as a Director	Management	For	For
2(c)	To re-elect Mr. Peter Jackson as a Director	Management	For	For
2(d)	To re-elect Ms. Nancy KU as a Director	Management	For	For
2(e)	To re-elect Mr. MI Zeng Xin as a Director	Management	For	For
2(f)	To authorise the Board to fix the remuneration of the directors	Management	For	For
3	To re-appoint PricewaterhouseCoopers as auditors of the Company and authorise the Board to fix their remuneration for the year ending 31 December 2012	Management	For	For
4	To grant a general mandate to the Directors to allot, issue and dispose of new shares in the capital of the Company	Management	For	For
5	To grant a general mandate to the Directors to repurchase shares of the Company	Management	For	For
6	To extend, conditional upon the passing of Resolutions (4) and (5), the general mandate to allot, issue and dispose of new shares by adding the number of shares repurchased	Management	For	For

ENDESA SA, MADRID

SECURITY E41222113 MEETING TYPE Annual General Meeting
 TICKER SYMBOL MEETING DATE 26-Jun-2012
 ISIN ES0130670112 AGENDA 703854768 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1	Review and approval of the annual financial statements of the company and its consolidated group during the period ending 31.12.11	Management	For	For
2	Review and approval of the management performed by the board for the company and its consolidated group during	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

	the period ending 31.12.2011			
3	Examination and approval of the corporate management for 2011	Management	For	For
4	Review and approval of the application of results and dividend distribution for 2011	Management	For	For
5	Ratification of the corporate website	Management	For	For
6	Re-election of D.Andrea Brentan as board member	Management	For	For
7	Re-election of D.Luigi Ferraris as board member	Management	For	For
8	Dismissal of D.Claudio Machetti and appointment of D.Massimo as board member	Management	For	For
9	Elect Salvador Montejo Velilla as Director	Management	For	For
10	Information about the amendment of board regulations	Management	For	For
11	Consultative report on the remuneration policy of the board members	Management	For	For
12	Delegation of powers	Management	For	For
CMMT	PLEASE NOTE THAT THIS IS A REVISION DUE TO CHANGE IN TEXT OF RESOLUTION 9. IF-YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting		

KNOLOGY, INC.

SECURITY 499183804 MEETING TYPE Special
TICKER SYMBOL KNOL MEETING DATE 26-Jun-2012
ISIN US4991838040 AGENDA 933651778 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF APRIL 18, 2012 AND AS IT MAY BE AMENDED OR SUPPLEMENTED, BY AND AMONG WIDOPENWEST FINANCE, LLC, KINGSTON MERGER SUB, INC. AND KNOLOGY, INC.	Management	For	For
2.	TO APPROVE ON AN ADVISORY (NON-BINDING) BASIS THE COMPENSATION PAYABLE TO CERTAIN EXECUTIVE OFFICERS OF KNOLOGY UNDER EXISTING ARRANGEMENTS IN CONNECTION WITH THE MERGER.	Management	Abstain	Against
3.	TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING, IF NECESSARY OR APPROPRIATE, INCLUDING ADJOURNMENTS TO PERMIT FURTHER SOLICITATION OF PROXIES IN FAVOR OR PROPOSAL 1.	Management	For	For

SYNAGEVA BIOPHARMA CORP.

SECURITY 87159A103 MEETING TYPE Annual
TICKER SYMBOL GEVA MEETING DATE 27-Jun-2012
ISIN US87159A1034 AGENDA 933638441 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
-----	-----	-----	-----	-----
1.	DIRECTOR	Management		
	1 SANJ K. PATEL		For	For
	2 FELIX J. BAKER		For	For

Edgar Filing: GDL FUND - Form N-PX

3	STEPHEN R. BIGGAR		For	For
4	STEPHEN R. DAVIS		For	For
5	THOMAS R. MALLEY		For	For
6	BARRY QUART		For	For
7	THOMAS J. TISCH		For	For
8	PETER WIRTH		For	For
2.	APPROVAL OF THE AMENDMENTS TO SYNAGEVA'S 2005 STOCK PLAN, WHICH INCREASE THE NUMBER OF SHARES OF COMMON STOCK AVAILABLE FOR ISSUANCE BY 1,500,000 SHARES (SUBJECT TO ADJUSTMENT IN THE EVENT OF STOCK SPLITS AND OTHER SIMILAR EVENTS).	Management	Against	Against
3.	APPROVAL OF SYNAGEVA'S 2012 EMPLOYEE STOCK PURCHASE PLAN.	Management	For	For
4.	RATIFICATION OF APPOINTMENT BY THE BOARD OF DIRECTORS OF PRICEWATERHOUSECOOPERS LLP AS SYNAGEVA'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	Management	For	For

CHINA HUIYUAN JUICE GROUP LTD

SECURITY G21123107 MEETING TYPE Annual General Meeting
TICKER SYMBOL MEETING DATE 29-Jun-2012
ISIN KYG211231074 AGENDA 703874962 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
CMMT	PLEASE NOTE THAT THE COMPANY NOTICE IS AVAILABLE BY CLICKING ON THE URL LINK:- http://www.hkexnews.hk/listedco/listconews/sehk/2012/0531/LTN20120531034.pdf	Non-Voting		
CMMT	PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR-ALL RESOLUTIONS. THANK YOU.	Non-Voting		
1	To receive, consider and approve the audited financial statements and the reports of directors and auditors for the year ended 31 December 2011	Management	For	For
2.a	To re-elect Mr. Zhu Xinli as director and authorise the board of directors of the Company to fix his remuneration	Management	For	For
2.b	To re-elect Mr. Lee Wen-chieh as director and authorise the board of directors of the Company to fix her remuneration	Management	For	For
2.c	To elect Mr. Leung Man Kit Michael as director and authorise the board of directors of the Company to fix his remuneration	Management	For	For
2.d	To elect Mr. Zhao Chen as director and authorise the board of directors of the Company to fix his remuneration	Management	For	For
3	To re-appoint PricewaterhouseCoopers as the auditors and authorise the board of directors of the Company to fix their remuneration	Management	For	For
4	Ordinary resolutions No. 4 set out in the notice of Annual General Meeting (to give general mandate to the directors to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company)	Management	For	For
5	Ordinary resolutions No. 5 set out in the notice of Annual General Meeting (to give a general mandate to the director to allot, issue and deal with additional	Management	For	For

Edgar Filing: GDL FUND - Form N-PX

shares not exceeding 20% of the issued share capital of the Company)

6	Ordinary resolution No. 6 set out in the notice of Annual General Meeting (to give a general mandate to extend the general mandate to the directors to allot, issue and deal with additional shares in the Company to include the nominal amount of shares repurchased under resolution No. 4, if passed)	Management	For	For
---	---	------------	-----	-----

THRANE & THRANE A/S, KONGENS LYNGBY

SECURITY	K9569C105	MEETING TYPE	ExtraOrdinary General Meeting
TICKER SYMBOL		MEETING DATE	29-Jun-2012
ISIN	DK0010279215	AGENDA	703901252 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG

CMMT	IMPORTANT MARKET PROCESSING REQUIREMENT: A BENEFICIAL OWNER SIGNED POWER OF-ATTORNEY (POA) IS REQUIRED IN ORDER TO LODGE AND EXECUTE YOUR VOTING-INSTRUCTIONS IN THIS MARKET. ABSENCE OF A POA, MAY CAUSE YOUR INSTRUCTIONS TO-BE REJECTED. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR CLIENT SERVICE-REPRESENTATIVE	Non-Voting		
CMMT	PLEASE NOTE THAT IF THE CHAIRMAN OF THE BOARD OR A BOARD MEMBER IS APPOINTED-AS PROXY, WHICH IS OFTEN THE CASE, CLIENTS CAN ONLY EXPECT THEM TO ACCEPT-PRO-MANAGEMENT VOTES. THE ONLY WAY TO GUARANTEE THAT ABSTAIN AND/OR AGAINST-VOTES ARE REPRESENTED AT THE MEETING IS TO SEND YOUR OWN REPRESENTATIVE. THE-SUB CUSTODIAN BANKS OFFER REPRESENTATION SERVICES FOR AN ADDED FEE IF-REQUESTED. THANK YOU	Non-Voting		
CMMT	PLEASE BE ADVISED THAT SOME SUBCUSTODIANS IN DENMARK REQUIRE THE SHARES TO BE-REGISTERED IN SEGREGATED ACCOUNTS BY REGISTRATION DEADLINE IN ORDER TO-PROVIDE VOTING SERVICE. PLEASE CONTACT YOUR GLOBAL CUSTODIAN TO FIND OUT IF-THIS REQUIREMENT APPLIES TO YOUR SHARES AND, IF SO, YOUR SHARES ARE-REGISTERED IN A SEGREGATED ACCOUNT FOR THIS GENERAL MEETING.	Non-Voting		
1	To elect members to the Board of Directors Lockman Electronic Holdings Ltd. proposes that all shareholder-elected board members be replaced by candidates to be nominated by Lockman Electronic Holdings Ltd	Management	For	For
2	To pass a resolution to delist the company's shares from NASDAQ OMX Copenhagen A/S	Management	For	For

SOLUTIA INC.

SECURITY	834376501	MEETING TYPE	Special
TICKER SYMBOL	SOA	MEETING DATE	29-Jun-2012
ISIN	US8343765017	AGENDA	933648416 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
------	----------	------	------	----------------

Edgar Filing: GDL FUND - Form N-PX

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	PROPOSAL TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JANUARY 26, 2012, AS IT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG SOLUTIA INC., EASTMAN CHEMICAL COMPANY AND EAGLE MERGER SUB CORPORATION.	Management	For	For
2.	PROPOSAL TO APPROVE, ON A NON-BINDING, ADVISORY BASIS, COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO SOLUTIA INC.'S NAMED EXECUTIVE OFFICERS THAT IS BASED ON OR OTHERWISE RELATES TO THE MERGER.	Management	Abstain	Again
3.	PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO ADOPT THE MERGER AGREEMENT AT THE TIME OF THE SPECIAL MEETING.	Management	For	For

PRESTIGE BRANDS HOLDINGS, INC.

SECURITY 74112D101 MEETING TYPE Annual
TICKER SYMBOL PBH MEETING DATE 29-Jun-2012
ISIN US74112D1019 AGENDA 933650815 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
1.	DIRECTOR	Management		
	1 MATTHEW M. MANNELLY		For	For
	2 JOHN E. BYOM		For	For
	3 GARY E. COSTLEY		For	For
	4 CHARLES J. HINKATY		For	For
	5 PATRICK M. LONERGAN		For	For
2.	TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF PRESTIGE BRANDS HOLDINGS, INC. FOR THE FISCAL YEAR ENDING MARCH 31, 2013.	Management	For	For
3.	SAY ON PAY-AN ADVISORY VOTE ON THE RESOLUTION TO APPROVE THE COMPENSATION OF PRESTIGE BRANDS HOLDINGS INC.'S NAMED EXECUTIVE OFFICERS.	Management	Abstain	Again

JAGUAR MINING INC.

SECURITY 47009M103 MEETING TYPE Annual
TICKER SYMBOL JAG MEETING DATE 29-Jun-2012
ISIN CA47009M1032 AGENDA 933657643 - Management

ITEM	PROPOSAL	TYPE	VOTE	FOR/A MANAG
01	DIRECTOR	Management		
	1 JOHN ANDREWS		For	For
	2 ANDREW C. BURNS		For	For
	3 GILMOUR CLAUSEN		For	For
	4 RICHARD FALCONER		For	For
	5 GARY E. GERMAN		For	For
	6 ANTHONY F. GRIFFITHS		For	For

Edgar Filing: GDL FUND - Form N-PX

02 REAPPOINTMENT OF KPMG LLP AS AUDITORS AND AUTHORIZATION Management For For
OF THE DIRECTORS TO FIX THE REMUNERATION OF THE
AUDITORS.

SIGNATURES

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

Registrant The GDL Fund

By (Signature and Title)* /s/ Bruce N. Alpert

Bruce N. Alpert, Principal Executive Officer

Date August 22, 2012

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